

MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Tuesday, September 15, 2015
Lewes Terminal Building
Lewes, Delaware 19958

The meeting convened at 10.31 a.m. with Chairperson Lowe presiding.

The opening prayer was given by Rev. Dorn, followed by the Pledge of Allegiance led by the Executive Director.

Chairperson Lowe called on the Authority Assistant Secretary to read the meeting notice and take roll.

Michelle Hammel (Authority Staff Attorney) announced that a notice of the meeting had been distributed to the offices of the Governor of New Jersey and the Governor of Delaware, to appropriate staff members and consultants, to the press in both States and to any other individuals who had indicated an interest in receiving a copy of the meeting notice.

* * * * *

Commissioners from Delaware

Commissioners from New Jersey

PRESENT

William E. Lowe, Chairperson
Crystal L. Carey
Richard W. Downes
James L. Ford, III
Samuel E. Lathem

James N. Hogan, Vice Chair (via Skype)
Edward W. Dorn
Ceil Smith
Shirley R. Wilson
(Vacant)

ABSENT

Terry C. Murphy

Douglas Van Sant

* * * * *

Chairperson Lowe called for the acceptance of the Agenda.

Commissioner Lathem motioned to accept the Agenda, seconded by Commissioner Dorn, and the motion carried by a voice vote of 9-0.

* * * * *

10999. APPROVAL OF THE JULY 21 & JULY 30, 2015 MINUTES

Commissioner Lathem motioned to approve the July 21st and July 30th meeting minutes, seconded by Commissioner Dorn, and unanimously approved by a voice vote of 9-0.

* * * * *

11000. DELAWARE RIVER AND BAY AUTHORITY – TRAFFIC AND REVENUE SUMMARY.

The Chief Financial Officer (CFO) presented charts showing Actual versus Projected Revenues for the Delaware Memorial Bridge, the Cape May-Lewes Ferry, Airports, Delaware City-Salem Ferry Crossing, and Food Services for the months of July and August.

Without objection, the charts were ordered filed with the permanent records of the Authority.

* * * * *

11001. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expenses for the months of July and August with comparisons to the same period last year.

Without objection, the charts were ordered filed with the permanent records of the Authority.

* * * * *

11002. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for July and August showing expenses by division for the quarter to date vs. the projected quarter and for year to date vs. total budget.

Without objection, the charts were ordered filed with the permanent records of the Authority.

* * * * *

11003. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for the months of July and August showing the capital budget for crossing and economic development projects and dollars committed to date for the projects. The charts also included cash expenditures spent to date for the committed projects.

Without objection, the charts were ordered filed with the permanent records of the Authority.

* * * * *

11004. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION (MARKET VALUE) AS OF JULY & AUGUST, 2015.

The CFO presented charts indicating the cash fund balances for the entire Authority.

Without objection, the charts were ordered filed with the permanent records of the Authority.

* * * * *

11005. AUTHORITY CUSTOMER TRENDS (ACT) REPORT

The Authority Customer Trends (ACT) Report included in the financials allows management to view on a month-to-date basis trends in areas such as traffic, customer service, aircraft landings, and workplace incidents. Copies are distributed daily to employees via email and posted on bulletin boards for those without computers.

* * * * *

11006. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lowe noted that there are six (6) Resolutions, one (1) contract award, and one (1) contract close-out to be considered today. All action items have been reviewed and recommended for consideration during today's Committee meetings. He then called for public comments.

There were no public comments.

11007. DELAWARE MEMORIAL BRIDGE – DMB-13-01, PHASE IV, I-295 RECONSTRUCTION PROJECT

The COO noted that a public bid opening was held on August 19, 2015 in which four (4) bids were received. The COO and the Projects Committee recommended awarding the contract to the lowest responsive bidder, Mumford & Miller Concrete, Inc. of Delaware in the amount of \$33,696,712.75.

A motion to award Contract #DMB-13-01 to the aforementioned firm in the amount of \$33,696,712.75 was made by Commissioner Smith, seconded by Commissioner Ford, and approved by a voice vote of 9-0.

* * * * *

11008. CLOSE-OUT CONTRACT – WWD-14-02 – OBSTRUCTION REMOVAL ON AND OFF AIRPORT PHASE II

On September 22, 2014 Contract No. WWD-14-02, Obstruction removal on and off airport Phase II, was awarded to Downes Tree Services of Hawthorne, New Jersey for the bid price of \$442,780.00.

During the contract period Change Order No's. 1 was approved for the project.
Subtract: \$21,586.00.

It is recommended that the Authority accept the project and make final payment to the contractor. The total price for this project is \$421,194.00.

A motion to close-out Contract #WWD-14-02 was made by Commissioner Wilson, seconded by Commissioner Smith, and approved by a voice vote of 9-0.

* * * * *

11009. CHAIRPERSON'S CALL FOR RESOLUTIONS BEFORE THE BOARD

RESOLUTION 15-29 – AUTHORIZES AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CLIFTON LARSON ALLEN LLP TO PROVIDE TO PROVIDE PROFESSIONAL INDEPENDENT AUDITING SERVICES TO THE AUTHORITY

WHEREAS, The Delaware River and Bay Authority (the "Authority") is a bi-state Authority of the State of Delaware and the State of New Jersey that owns, operates and controls the Delaware Memorial Bridge, Cape May-Lewes Ferry, Forts Ferry Operation and five (5) regional airports; and

WHEREAS, Article XI, Section 11.01 of the By-Laws of the Authority, adopted 4/13/04, last amended 5/28/08, provides that the Commissioners shall submit the books and records of the Authority to an annual audit by an independent certified public accounting firm who shall audit the same pursuant to and in accordance with generally accepted accounting principles or such other standards or principles as may be applicable to the Authority and render a report thereon in writing to the Commissioners; and

WHEREAS, the Authority desires to enter into a Services Agreement ("Agreement") to receive professional independent auditing services for an initial term of three (3) years with the option to extend the Agreement for two (2) additional periods of one (1) year each, such extensions to be authorized by the originating committee with the consent of the Chairperson and Vice Chairperson of the Board of Commissioners; and

WHEREAS, the Authority publicly advertised a Request for Proposals (“RFP”) for the required professional independent auditing services in compliance with Resolution 98-31, as amended, which governs the Authority’s procedure for the procurement of professional services; and

WHEREAS, the Authority received and evaluated ten (10) proposals pursuant to the aforementioned requirements; and

WHEREAS, the Authority short-listed three (3) firms and conducted oral interviews with those firms; and

WHEREAS, CliftonLarsonAllen LLP (“CLA”) was designated as the highest-ranking firm following final evaluation; and

WHEREAS, the Authority conducted an analysis of the cost of the proposed services and negotiated with CLA for the services to be provided at a compensation determined to be fair and reasonable; and

WHEREAS, the Governance/Audit Committee reviewed this recommendation and concurs with the evaluation; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of an Agreement with CLA to provide professional independent auditing services to the Authority and to have such Agreement executed by the Chairperson, Vice-Chairperson and Executive Director.

A motion to approve Resolution 15-29 was made by Commissioner Downes, seconded by Commissioner Dorn, and approved by a roll call vote of 9-0.

Resolution 15-29 Executive Summary Sheet

Resolution: Authorizes an agreement between the Authority and CliftonLarsonAllen LLP to provide to professional independent auditing services to the Delaware River and Bay Authority

Committee: Governance/Audit Committee

Committee Date: September 15, 2015

Board Date: September 15, 2015

Purpose of Resolution: To authorize an agreement with CliftonLarsonAllen LLP to provide professional independent auditing services to the Delaware River and Bay Authority.

Background for Resolution: The proposed Resolution meets the requirements of Resolution 98-31, as amended, which governs the procedure for the procurement of professional services, materiel and supplies, construction and construction management contracts, and the transfer of funds.

The Authority received and evaluated proposals submitted by the following ten (10) firms, and short-listed* three (3) of those firms:

BDO USA, LLP*
Bowman & Company, LLP
CliftonLarsonAllen LLP*
Holman Frenia Allison, P.C.
Maillie LLP
McGladrey LLP
Mercadien, P.C.

O'Connor Davies, LLP
Stephano Slack LLC
Zelenkofske Axelrod LLC*

The Authority conducted oral interviews with the three short-listed firms and utilized final evaluation criteria to establish a ranked list of firms for award, with CliftonLarsonAllen LLP being identified as the highest-ranked firm following the final evaluation. The Authority opened and reviewed the cost proposal submitted by CliftonLarsonAllen LLP, analyzed the proposed costs of the services, and negotiated fair and reasonable rates.

* * * * *

**RESOLUTION 15-30 – AUTHORIZING AUTHORITY EXPENDITURES
PURSUANT TO RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2015
THROUGH DECEMBER 31, 2015**

WHEREAS, The Delaware River and Bay Authority (the “Authority”) adopted Resolution 01-84 requiring Commissioner review and approval of all Authority expenditures in excess of \$25,000; and

WHEREAS, the Authority anticipates expenditures at or over the \$25,000 amount to the following vendors:

DELAWARE RIVER & BAY AUTHORITY PROJECTED VENDORS TO BE PAID OVER \$25,000 OPERATION EXPENDITURES FOR THE PERIOD 1/1/15 THROUGH 12/31/15			
VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
Alan Tye & Associates, LC	Five (5) Vehicle Lifts for DMB Maintenance Garage Building 3	State Contract	\$ 61,000
Carey’s Diesel Inc.	Overhaul of Main Engines and Gears on M/V Delafort	Quotes	\$ 40,000
Trelleborg	Replacement Fender Flotation Unit at Cape May Terminal	Proprietary	\$ 35,000
Winner Ford	One (1) Replacement Vehicle, DMB Maintenance Dept.	State Contract	\$ 34,000

NOW, THEREFORE, BE IT RESOLVED, that the Authority authorizes expenditures to the above-listed vendors for the described purposes and authorizes payment.

A motion to approve Resolution 15-30 was made by Commissioner Smith, seconded by Commissioner Ford, and approved by a roll call vote of 9-0.

Resolution 15-30 Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2015 through December 31, 2015.

Committee: Budget & Finance

Committee and Board Date: September 15, 2015

Purpose of Resolution: Authorizes the expenditures of \$25,000 or greater with the identified vendor(s) for the calendar year.

Background for Resolution: The proposed Resolution meets the requirements of Resolution 01-84, whereby the Authority shall not enter into any contract committing the Authority to spend or make any other expenditures relating to services, material and supplies in the amount of \$25,000 or more unless it has first been approved by a vote of Commissioners.

Background for the specific purchases:

Five (5) Vehicle Lifts for DMB Maintenance Garage Building 3

This purchase is for four (4) portable (one per tire) and one (1) in-ground vehicle lift at the Delaware Memorial Bridge maintenance garage for purposes of maintaining vehicles and equipment used for operations Authority-wide. The vendor, Alan Tye & Associates, is a full-service provider of heavy duty shop maintenance equipment and is providing the lifts to the DRBA at the price awarded by State contract for vehicle lifts and related garage equipment.

Overhaul of Main Engines and Gears on M/V Delafort

The Authority will be hiring a diesel repair company to furnish the mechanics, material, tools and equipment necessary to overhaul both main engines and inspect and overhaul both reduction gears and clutches aboard the M/V Delafort (Three Forts Crossing). Quotes for the work were solicited and received from three (3) diesel repair contractors to perform the necessary work. Carey's Diesel Inc. submitted the lowest bid.

Replacement Fender Flotation Unit at Cape May Terminal

The Cape May Terminal has two 8' diameter monopoles with floating fenders, each with a flotation unit similar to a rubber tire on a steel rim. The flotation unit at Pile No. 46, purchased by the Authority from Trelleborg in 2000, has developed an unrepairable tear in the rubber portion. Without buoyant fenders, CMLF vessel rubrails will contact the pile, instead of the fenders as designed. Trelleborg fabricated the original units and is able to pull our specifications from 2000 and manufacture a new unit in 10 – 12 weeks.

One (1) Replacement Vehicle, DMB Maintenance Dept.

The Authority has determined that one (1) Ford F-450 utility body with 105,000 miles has exceeded its useful life and meets replacement criteria. The vehicle will be replaced with a 2016 Ford Transit Van 250 model and sold at public auction. Winner Ford holds a state contract to supply this vehicle and offers the Authority pricing pursuant to said state contract. The estimated cost of this purchase is \$34,000.

Classification Definitions:

Quotes. A purchase of equipment, manual labor, supplies, construction management, or construction work that is anticipated to cost between \$25,000 and \$49,999 during a calendar year and for which the Authority has solicited written quotes. "Contracts for materiel and supplies and non-professional services, awarded to any [vendor for an amount of] more than \$25,000 but less than \$50,000 in the aggregate require the solicitation of three written quotes or all available sources, whichever is less..." (DRBA Resolution 98-31 Part 4).

Proprietary. A purchase necessary to support or maintain existing Authority equipment for

which a vendor has the right to prohibit an equivalent product from being supplied. Similar products or services may be available, however the Authority must purchase from the original equipment manufacturer or service provider to uphold a contract, warranty, etc. A proprietary specification restricts the acceptable product or service to one manufacturer or vendor; however the product or service may be available from more than one distributor.

State Contract. A purchase which, under normal circumstances, would require competitive bidding, however the vendor has agreed to provide the goods or services to the Authority at fees less than or equal to that vendor's respective contract as awarded by the State of Delaware or New Jersey. *"Any contract for the purchase of materiel and supplies and non-professional services....which contract individually exceeds \$50,000, or in the combination with other contracts, exceeds \$50,000 in any one calendar year shall be pursuant to a contract entered into by the Authority after competitive bidding. This provision shall not apply to purchases by the Authority from suppliers in cases where the Authority is purchasing at prices pursuant to contracts awarded by the States of Delaware or New Jersey for state agencies."* (DRBA Resolution 11-36 Part 2.a.).

* * * * *

RESOLUTION 15-31 – AUTHORIZES THE EXECUTION OF A PROJECT COOPERATION AGREEMENT BETWEEN THE AUTHORITY AND THE NATIONAL OCEANIC AND ATMOSPHERIC ADMINISTRATION

WHEREAS, the Delaware River and Bay Authority is the owner and operator of the Delaware Memorial Bridge crossing facility which provides crossing of the Delaware River for the purpose of enhancing transportation and commerce between the State of Delaware and the State of New Jersey, and the region; and

WHEREAS, the Maritime Exchange for the Delaware River and Bay has submitted a request to the Delaware River and Bay Authority to act as a Cooperating Agency to facilitate the continued operation and maintenance of the Physical Oceanographic Real-Time System (PORTS) which provides vessel navigation and tracking services along the Delaware River; and

WHEREAS, PORTS has been operational since 1998 and improves the safety and efficiency of maritime commerce through the integration of real-time observations; and

WHEREAS, PORTS was became operational through funding provided by the Delaware River Port Authority ("DRPA") and

WHEREAS, the annual operating maintenance costs are currently funded by the Philadelphia Regional Port Authority ("PRPA"), the South Jersey Port Corporation ("SJPC"), the Port of Wilmington ("Wilmington"); and

WHEREAS, the Maritime Exchange is requesting the Authority to participate in a joint initiative along with the National Oceanic and Atmospheric Administration ("NOAA"), DRPA, PRPA, SJPC, and Wilmington to share the annual operation and maintenance costs related to PORTS with the parties' costs capped at \$60,000 each; and

WHEREAS, the safe navigation and operation of vessels in the regional port system is vital to the economic growth and stability of the region; and

NOW, THEREFORE, BE IT RESOLVED, that Executive Director is hereby authorized with the advice and consent of counsel to finalize and execute a Project Cooperation Agreement with NOAA, PRPA, SJPC, Wilmington and DRPA for a period of no more than three years beginning in 2016 at a maximum cost of Sixty thousand dollars (\$60,000.00) per year. Any such agreement shall provide that years two and three are subject to the review and consent of the Budget and Finance Committee.

A motion to approve Resolution 15-31 was made by Commissioner Downes, seconded by Commissioner Wilson and approved by a roll call vote of 9-0.

Resolution 15-31 Executive Summary Sheet

Resolution: Authorizes the Execution of a Project Cooperation Agreement between the Authority and the National Oceanic and Atmospheric Administration

Committee: Budget and Finance

Committee Date: September 15, 2015

Board Date: September 15, 2015

Purpose and Background for Resolution: In 1998, PORTS became operational on the Delaware River and Bay at a cost of \$1.5 million, paid by the DPRA. Since that time, PRPA, SJPC and Wilmington have shared the \$300,000 cost of an annual operation and maintenance agreement with NOAA.

PORTS is a decision support tool that provides real-time information on both environmental and vessel traffic. PORTS is relied upon by commercial vessel to ensure navigational safety and incident prevention.

The safe and secure operation of vessels on the Delaware River is crucial to economic development of the region.

* * * * *

RESOLUTION 15-32 – LEASE AMENDMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND CANNAPHARMARX, INC.

WHEREAS, the Delaware River and Bay Authority (the “Authority”), is the operator is the Salem Business Centre (“SBC”); and

WHEREAS, CannaPharmaRx, Inc. (“Canna”) currently leases on a short-term basis approximately 2,000 square feet of space at the SBC located at 1 Collins Drive in Carneys Point, NJ; and

WHEREAS, Canna seeks to extend the term of their lease for a one (1) year term while it is awaiting State and Federal approvals; and

WHEREAS, rent shall be adjusted by three percent (3%) at the beginning of the renewal term; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Amendment with CannapharmaRx, Inc. and, with the advice and consent of counsel, to have such Amendment executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 15-32 was made by Commissioner Dorn, seconded by Commissioner Smith, and approved by a roll call vote of 9-0.

Resolution 15-32 Executive Summary

Resolution: Authorizing the Execution of a Lease Amendment between the Delaware River and Bay Authority and CannapharmaRx, Inc., regarding the Salem Business Centre, Carneys Point, New Jersey

Committee: Economic Development

Committee Date: September 15, 2105

Board Date: September 15, 2015

Purpose of Resolution: To permit the Executive Director, Chairperson and Vice Chairperson to execute and deliver a lease amendment for space at the Salem Business Centre.

Background of Resolution: The Delaware River and Bay Authority owns an office building located at 1 Collins Drive at the Salem Business Centre in Carneys Point NJ. In late 2014, Canna reached out to the Authority about space available for rent at this facility. They are a pharmaceutical company working on developing new technologies relating to cannabinoid-based applications and medicines. The Authority entered into a 6 month lease with Canna in the fall of 2014 and extended that lease for an additional 6 months while Canna awaits a variety of State and Federal approvals.

* * * * *

**RESOLUTION 15-33 – LEASE TERMINATION AGREEMENT
BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND EXELIS INC.**

WHEREAS, the Delaware River and Bay Authority (the “Authority”), is the operator of the New Castle Airport (“Airport”); and

WHEREAS, Exelis, Inc. (“Exelis”) currently leases twenty-five (25%) share of a hangar located at 17 DRBA Way at the New Castle Airport for the operation of a corporate flight department; and

WHEREAS, Exelis was recently acquired through a stock purchase by Harris Corporation; and

WHEREAS, through this acquisition the headquarters of Exelis have been closed and the aircraft that was housed at this location has been relocated to Harris’ headquarters in Florida; and

WHEREAS, Exelis has agreed to pay an early termination fee of Forty Thousand Seven Hundred and Thirty-Two Dollars 60/100 (\$40,732.60); and

WHEREAS, the Authority and Exelis agree that the lease shall expire on September 1, 2015; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Termination Agreement Exelis, Inc. and, with the advice and consent of counsel, to have such Amendment executed by the Chairperson, Vice Chairperson and the Executive Director.

A motion to approve Resolution 15-33 was made by Commissioner Wilson, seconded by Commissioner Smith, and approved by a roll call vote of 9-0.

Resolution 15-33 Executive Summary

Resolution: Authorizing the Execution of a Lease Termination Agreement between the Delaware River and Bay Authority and Exelis Inc., regarding the New Castle Airport

Committee: Economic Development

Committee Date: September 15, 2105

Board Date: September 15, 2015

Purpose of Resolution: To permit the Executive Director, Chairperson and Vice Chairperson to execute and deliver a lease termination agreement for space at the New Castle Airport.

Background of Resolution: The Delaware River and Bay Authority owns a hangar located at 17 DRBA Way at the New Castle Airport. Exelis leases 25% of this facility in July 2013. Exelis, was recently acquired by Harris Corporation and the Exelis headquarters have been closed and the aircraft previously owned by Exelis has been relocated to the headquarters of Harris in Florida. The hangar lease is set to expire on June 30, 2016. Exelis has requested to terminate the remaining term of the lease. There is market interest for the hangar space at ILG and the opportunity for enhanced operations leading to possible increased landing and fuel fees, makes the termination potentially beneficial. The termination fee represents 5 months of rental payments.

* * * * *

RESOLUTION 15-34 – AUTHORIZING AMENDMENTS TO THE DELAWARE RIVER AND BAY AUTHORITY’S PERSONNEL MANUAL – REVISED DEFINITIONS OF EMPLOYEE CLASSIFICATIONS

WHEREAS, the Delaware River and Bay Authority (the “Authority”) periodically reviews its Personnel Manual for compliance with laws, policy and practices; and

WHEREAS, the Chief Human Resources Officer has presented to the Personnel Committee recommended revisions to the employee classifications section of the Personnel Manual to align with current employment practices; and

WHEREAS, the Chief Human Resources Officer has presented to the Personnel Committee recommended revisions to definitions of temporary employees referred to as Seasonal and Casual employees to be consistent with the definitions of such employees in the Patient Protection and Affordable Care Act (PPACA) of 2010 that went into effect January 1, 2015; and

WHEREAS these revisions have been reviewed by the Personnel Committee and the Personnel Committee supports the changes to amend the definitions in the employee classifications section of the Personnel Manual.

NOW, THEREFORE, BE IT RESOLVED that the Delaware River and Bay Authority hereby approves the following modifications to the Delaware River and Bay Authority Personnel Manual effective January 1, 2015:

The introductory portion of Section IV of the Personnel Manual will be revised in its entirety to read as follows:

Unless otherwise provided in a particular Section following, for purposes of this Personnel Manual:

“EMPLOYEE” shall mean any person employed on salary or wage by the Authority. An Employee may be classified as “Probationary,” “Permanent Full-Time,” “Seasonal or Part-Time,” “Casual,” or “Permanent Part-time.” For purposes of this manual, regular employment shall mean permanent full-time or permanent part-time employment.

Section IV A (A “PROBATIONARY EMPLOYEE”) of the Personnel Manual will be revised in its entirety to read as follows:

Probationary Employee: Except for Authority Police Officers, the first six (6) months of employment for a full-time employee shall be a probationary period during which the individual’s work performance will be evaluated. For Authority Police Officers, the probationary period shall be one (1) year. The probationary period may be extended at the discretion of the Executive Director or his/her designee based on the recommendation of the Department Head.

Except as provided under a collective bargaining agreement or as required by law, the Authority shall have the right to terminate an employee at any time during the probationary period for any lawful reason. Except as provided under a collective bargaining agreement or as required by law, the employee shall not have the right to grieve such a decision by the Authority.

At least ten calendar (10) days prior to the expiration of the employee’s probationary period, the Department Head shall advise the Executive Director or his/her designee as to the performance of the employee during the probationary period. The Department Head shall recommend: (a) that the employee’s employment be continued; (b) an extension of the probationary period; or (c) that the employee’s employment not be continued. Normally, an employee shall not be retained beyond the probationary period without a positive recommendation of his/her immediate supervisor. The recommendation by the Department Head shall not be final until it is reviewed and approved by the Executive Director or his/her designee.

Section IV C (A “PERMANENT PART-TIME EMPLOYEE”) is an employee designated as such, who is employed on a regular and continuous basis but requires less than full-time year round employment.

Section IV D (A “SEASONAL OR PART-TIME EMPLOYEE”) of the Personnel Manual will be revised in its entirety to read as follows:

- 1. Seasonal Employee – A temporary employee who is hired to work a peak “seasonal” period for up to six (6) consecutive months with no limit on hours worked per week. The six (6) month season is pre-determined and does not change by location. A seasonal employee must incur at least a 13-week consecutive break with zero (0) hours worked since the end of his/her last seasonal employment period and may not return to employment until the following year’s “seasonal” period begins.

Section IV E (A “CASUAL EMPLOYEE”) of the Personnel Manual will be revised in its entirety to read as follows:

Casual Employee – A temporary employee who is not a seasonal employee and who may be hired to work up to 12 consecutive months out of the year at no greater than 28 hours/week on average.

Section IV F (A “SPECIAL EMPLOYEE”) of the Personnel Manual will be removed in its entirety.

All references in the Personnel Manual to “Seasonal or Part-time Employee” shall be amended to “Seasonal Employee” and all references to “Special Employee” shall be deleted in their entirety.”

A motion to approve Resolution 15-34 was made by Commissioner Wilson, seconded by Commissioner Dorn, and approved by a roll call vote of 9-0.

Resolution 15-34 Executive Summary Sheet

Resolution: Authorizing amendments to the Delaware River and Bay Authority’s Personnel Manual – Revised Definitions of Employee Classifications

Committee:	Personnel Committee
Committee Date:	September 15, 2015
Board Date:	September 15, 2015
Purpose of Resolution:	To revise employee classifications for accuracy in current practice and for consistency with the Patient Protection and Affordable Care Act (PPACA) of 2010's Employer Mandate.
Background for Resolution:	The current Personnel Manual has employee classification definitions that require updating based on current practice and to be in compliance with federal regulations.

Classifications requiring revisions due to current practice are Probationary Employee, Seasonal or Part-time Employee, Casual Employee and Special Employee. The classification of Special Employee no longer exists (this was used for employees who were engaged for special duties by the Authority, on a professional or consultant basis receiving some form of compensation and benefits).

The classifications for "Seasonal or Part-time" employee and "Casual" employee as currently written do not align with the PPACA's definition of temporary, seasonal or part-time employees. The PPACA require employers to provide affordable health insurance benefits to employees who work an average of 30 hours/week or more or be subject to a penalty. The Authority's current definitions of both Seasonal/Part-Time and Casual employees would appear to permit employees to work in excess of 30 hours per week but still remain ineligible for health insurance benefits. To keep with the intention of temporary employment for these positions and to be in compliance with the PPACA, the current employee definitions of Seasonal and Casual Employees in the Personnel Manual require revisions to be aligned with these new regulations.

The Delaware River and Bay Authority's Personnel Manual currently defines Casual Employee as one who works "on an intermittent basis". It defines a Seasonal Employee as one who works "for a continuous, limited term usually not in excess of 1,000 hours per calendar year, excluding special project work. Normally, a Seasonal Employee shall not be eligible for rehire without a positive written recommendation of his/her immediate supervisor".

The 1,000 hour limit previously used by the Authority, was not based in any other regulation, but was created by the Authority for administration purposes.

The current limitations utilized by the Authority are not in compliance with PPACA and are being amended to align with the limitations set forth in the PPACA.

The regulations for this part of the PPACA went into effect as of January 1, 2015 and the Authority has restructured the work hours of Seasonals and Casuals to be in compliance with the Act. This restructuring requires the revision of the employee classifications in the Personnel Manual.

* * * * *

RESOLUTION 15-35 – RESOLUTION BY THE DELAWARE RIVER AND BAY AUTHORITY AUTHORIZING AMENDMENTS TO THE DELAWARE RIVER AND BAY AUTHORITY EMPLOYEES’ RETIREMENT PLAN AND THE DELAWARE RIVER AND BAY AUTHORITY EMPLOYEES’ DEFINED CONTRIBUTION PLAN

WHEREAS, the Delaware River and Bay Authority (the “Authority”) currently maintains the Delaware River and Bay Authority Employees’ Retirement Plan, a defined benefit pension plan (the “Pension Plan”), and the Delaware River and Bay Authority Defined Contribution Plan (the “Defined Contribution Plan”); and

WHEREAS, pursuant to Section 8.1(a) of the Pension Plan, the Authority has the right to amend the Pension Plan by resolution of the Commissioners of the Authority; and

WHEREAS, pursuant to Section 7.1 of the Defined Contribution Plan, the Authority has the right to amend the Defined Contribution Plan by resolution of the Commissioners of the Authority; and

WHEREAS, the Authority now wishes to document the amendment to the Pension Plan and the Defined Contribution Plan by the Commissioners of the Authority through this written amendment to both the Pension Plan and the Defined Contribution Plan; and

NOW, THEREFORE, BE IT RESOLVED that the Delaware River and Bay Authority hereby approves the following modification to the Delaware River and Bay Authority Employees’ Retirement Plan (i.e., the Pension Plan) as of (insert date) as follows:

Section 1.12 of the Pension Plan is amended by adding the following language to the end of the first paragraph in Section 1.12.

Effective January 1, 2015, Compensation shall include any increase in pay as the result of a Participant serving in an “acting role” for a consecutive period of greater than six (6) full months. For purposes of this Section 1.12, an “acting role” shall mean a temporary assignment in a vacant position in a higher job category in which the Participant has been appointed by the Participant’s Department Head with concurrence by the Chief Human Resources Officer.

NOW THEREFORE, BE IT FURTHER RESOLVED, that the Delaware River and Bay Authority hereby approves the following modification to the Delaware River and Bay Authority Defined Contribution Plan as of (insert date) as follows:

Section 1.10 of the Defined Contribution Plan is amended by adding the following language to the end of the second paragraph in Section 1.10.

Effective January 1, 2015, Compensation shall include any increase in pay as the result of a Participant serving in an “acting role” for a consecutive period of greater than six (6) full months. For purposes of this Section 1.10 an “acting role” shall mean a temporary assignment in a vacant position in a higher job category in which the Participant has been appointed by the Participant’s Department Head with concurrence by the Chief Human Resources Officer.

NOW, THEREFORE, BE IT FURTHER RESOLVED, that the Authority Executive Director, or his designee, shall deliver to the Trustee and the Administrator of each Plan a certified copy of this resolution and, with the advice and consent of counsel, a written instrument of amendment duly executed and acknowledged in the same form as the respective Plan.

A motion to approve Resolution 15-35 was made by Commissioner Dorn, seconded by Commissioner Smith, and approved by a roll call vote of 9-0.

Resolution 15-35 Executive Summary Sheet

Resolution: Authorizing Amendments to the Delaware River and Bay Authority Employees’ Retirement Plan and the Delaware River and Bay Authority Employees’ Defined Contribution Plan

Committee: Personnel Committee

Committee Date: September 15, 2015

Board Date: September 15, 2015

To approve proposed amendments to the Authority’s Employees’ Retirement Plan (the Retirement Plan) and the Authority’s Defined Contribution Plan (the Defined Contribution Plan) for all permanent employees as presented by the Executive Director and the Chief Human Resources Officer.

Background for Resolution: The Delaware River and Bay Authority has had an Employees’ Retirement Plan since June 1, 1963 and an Employees’ Defined Contribution Plan since January, 1999.

It is the responsibility of the Authority to frequently review the respective Plan Documents for compliance and accuracy as each pertain to relevant governmental regulations, as well as with established Authority employments practices.

As employees may from time to time serve in an “Acting” capacity for a vacant position in a higher job category in which the Participant has been asked to perform, it is the desire of the Commissioners to allow these Participants of each Plan to accumulate retirement benefits based on these new assignments if they are in those acting roles for longer than six (6) months. The pensionable earnings will include the acting salary for longer than six (6) months. These earnings will also be considered for defined contribution participation and calculation for longer than six (6) months. Once the acting role ceases, the pensionable earnings and defined contribution participation at this higher rate will end.

* * * * *

11010. EXECUTIVE DIRECTOR’S COMMENTS

Executive Director Green updated the Board on upcoming events and the activities in and around the Authority including the ferry marketing products and community connection publication available for distribution; Commissioners Murphy and Van Sant sent apologies for not being present for meeting; Ferry events updates including the Sunset wine cruises which are almost sold out; the Escape from Lewes triathlon event slated for September 27th; and Cape May Airport will be hosting the Unmanned Aircraft Systems (UAS) symposium on October 29th and 30th.

Commissioner Hogan was honored with the K-9 facility being named after him by Franklin Township; the last concert for the summer was held in Cape May with Danny Vs 52nd Street Band performing; Commissioner Ford received a Plaque honoring him for his outstanding services to the city of Lewes; The Cape May-Lewes ferry hosted the Brews by the Bay events at both the Lewes and Cape May terminals on August 29th; the Police department held a community dog training on August 30th.

Senators Carper and Coons announced a \$5 million federal grant for the update and expansion of the Delaware Air Park (33N) in a ceremony held on September 2, 2015; the grandson of Commissioner Wilson, is playing football for Rutgers; in observance of Labor Day and Patriotic day, the Flag was hoisted on the bridge; and lastly, the NASW hosted an Air Fest on September 4th at the Cape May airport.

* * * * *

11011. COMMISSIONERS PUBLIC FORUM

Chairperson Lowe called for comments from the public and the Commissioners. There were no comments.

* * * * *

There being no further business, a motion to adjourn was made by Commissioner Downes, seconded by Commissioner Dorn, and unanimously carried by a voice vote of 9-0.

The meeting was adjourned at 11:00 a.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Michelle Hammel
Authority Staff Attorney