

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
Delaware River and Bay Authority
TELECONFERENCE CONDUCTED FROM
Delaware Memorial Bridge Complex
Tuesday, April 21, 2020**

The meeting convened at 11:50 a.m. with Chairperson Lathem presiding.

The opening prayer was given by Chairperson Lathem, followed by the Pledge of Allegiance.

Chairperson Lathem called on the Authority Assistant Secretary to read the meeting notice. The Assistant Secretary 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.

Chairperson Lathem called for the acceptance of the Agenda.

Chairperson Bennett made a motion to accept the Agenda, seconded by Commissioner Ratchford and the motion carried by a voice vote of 12-0.

Chairperson Lathem called on the Assistant Secretary to take the roll.

Commissioners from Delaware

Samuel Lathem, Chairperson
Crystal L. Carey
Henry J. Decker
James L. Ford III
Michael Ratchford
Veronica O. Faust

Commissioners from New Jersey

James N. Hogan, Vice-Chairperson
James Bennett
Sheila McCann
Shirley R. Wilson
Ceil Smith - absent
M. Earl Ransome, Jr.

* * * * *

11622. APPROVAL OF THE MEETING MINUTES

Commissioner Decker made a motion to approve meeting minutes for February 19, 2020 seconded by Commissioner Ransome approved by a voice vote of 12-0.

* * * * *

11623. 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 February 2020 and March 2020.

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

* * * * *

11624. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for February 2020 and March 2020 with comparisons to the same periods last year.

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

* * * * *

11625. DELAWARE RIVER AND BAY AUTHORITY – OPERATING EXPENSE BY DIVISION.

The CFO presented charts for February and March 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.

* * * * *

11626 DELAWARE RIVER AND BAY AUTHORITY – CAPITAL IMPROVEMENT PROGRAM.

The CFO presented charts for the month of February 2020 and March 2020 showing the capital budgets for crossing and economic development projects and dollars committed to date for the projects. The chart 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.

* * * * *

11627. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION
(MARKET VALUES) FOR FEBRUARY 28, 2020 AND MARCH 31, 2020.

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

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

* * * * *

11628. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Lathem noted (1) Contract Award, No Contract Close-Out, and (5) Resolutions to be considered today. All action items have been reviewed and recommended for consideration during today's Committee meetings. He then called for public comment.

There were no public comments.

* * * * *

11629. AWARD OF CONTRACT #DMB-19-24 – CAPITAL ROOF
REPLACEMENT DMB COMPLEX BUILDING B1-B4

The Chief Operations Officer (COO) noted that a public bid opening was held on February 19, 2020. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder, D.A. Nolt, Inc., of Berlin, New Jersey in the amount of \$1,146,637.00.

A motion to award CONTRACT #DMB-19-24 to the aforementioned firm was made by Commissioner Smith, seconded by Commissioner Ransome, and approved by a voice vote of 11-0.

* * * * *

11630. CHAIRPERSON'S CALL FOR RESOLUTIONS BEFORE THE
BOARD

* * * * *

RESOLUTION 20-07 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO
RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2020 THROUGH DECEMBER 31, 2020

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 1/1/20 THROUGH 12/31/20

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
AVAYA, Communications, Inc. c/o ConvergeOne	Authority-wide Phone System Service and Support	State Contract	\$120,000
Chesapeake Pump and Electric	Replacement Fuel Line at WWD	Quotes	\$39,000

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 20-07 was made by Commissioner Smith, seconded by Commissioner Ransome and approved by a roll call vote of 11-0.

Resolution 20-07 Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2020 through December 31, 2020.

Committee: Budget & Finance

Committee and Board Date: April 21, 2020

Purpose of Resolution:

Authorizes expenditures of \$25,000 or greater with the identified vendors during the 2020 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:

AVAYA, Communications, Inc. c/o ConvergeOne: Authority-wide Phone System Service and Support

The Authority purchases AVAYA enterprise phone system support from ConvergeOne for its on-premises phone system. Purchases are made via a local authorized dealer (ConvergeOne) at their state contract price (*T1316 - Telecommunications Equipment & Services, Contract No. 80802*).

Chesapeake Pump and Electric: Replacement Fuel Line at WWD

The existing carbon-steel fuel line at Cape May Airport is failing due to rust contamination. The Authority intends to hire a contractor to convert the fuel line to stainless steel and also to inspect and replace existing valves, indicator, gauges, hoses, etc. Quotes were requested from four (4) local contractors. Chesapeake Pump submitted the lowest quote to complete the project.

Classification Definitions:

Cooperative Contract. A purchase of equipment, supplies or non-professional services 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 publicly-bid contract price for state and governmental entities. In accordance with Resolution 11-36, this purchase classification includes those *"...purchases from cooperatives and/or the piggy-backing of existing publicly-bid contracts for state and governmental entities which State of Delaware or New Jersey may or may not individually publicly advertise*

Quotes. A purchase of equipment, supplies or non-professional services or a contract for construction or construction management 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...Construction management contracts or construction contracts...which are less than \$50,000 do not require formal solicitation of competitive prices and, if more than \$25,000 but less than \$50,000 require the solicitation of three written quotes or all available sources, whichever is less..."* (DRBA Resolution 98-31 Part 4).

State Contract. A purchase of equipment, supplies or non-professional services 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 20-08 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND DUMONT AIRCRAFT CHARTER, LLC AT THE NEW CASTLE AIRPORT

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

WHEREAS, Dumont Aircraft Charter, LLC (“Dumont”) desires to lease warehouse space at the airport located at 16002 Brett Rd. commonly referred to as the cargo warehouses, totaling approximately 10,600 sq.ft. of space at the New Castle Airport; and

WHEREAS, Dumont has agreed to pay the Authority annual rental in the amount of Sixty Thousand Four Hundred and Twenty Dollars (\$60,420.00); and

WHEREAS, the initial term of the Lease (“Lease Agreement”) is for one (1) year; and

WHEREAS, Dumont shall have the right to renew the Lease Agreement for four (4) one (1) year renewal options; and

WHEREAS, rent during each of the renewal terms shall be adjusted annually by the CPI; and

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

A motion to approve Resolution 20-08 was made by Commissioner Ratchford, seconded by Commissioner Smith and approved by a roll call vote of 10-0-1. Commissioner Faust abstained from voting.

Resolution 20-08 Executive Summary

Resolution: Authorizing the Execution of a Lease Agreement between the Delaware River and Bay Authority and Dumont Aircraft Charter, LLC, regarding New Castle Airport

Committee: Economic Development

Committee Date: April 21, 2020

Board Date: April 21, 2020

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the New Castle Airport.

Background for Resolution: The Delaware River and Bay Authority owns a warehouse space on the old cargo ramp at the New Castle Airport commonly referred to as the cargo warehouse space. Dumont wishes to lease the warehouse space in support of their aircraft maintenance and parts operation at the Airport. Dumont has previously been leasing half of the space but would like to expand to lease the entire facility.

* * * * *

RESOLUTION 20-09 - LEASE AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND NEW CINGULAR WIRELESS PCS, LLC AT THE CAPE MAY AIRPORT

WHEREAS, The Delaware River and Bay Authority (the “Authority”), is the operator of the Cape May Airport (“Airport”), Cape May, New Jersey; and

WHEREAS, New Cingular Wireless PCS, LLC (“New Cingular”) desires to lease approximately 3,600 square feet of land at the Cape May Airport in order to construct a cellular tower as part of a nationwide first responders network; and

WHEREAS, New Cingular shall have a due diligence period for one year (1) in order to conduct relevant testing and inspections along with the acquisition of any required permits, licenses and approvals; and

WHEREAS, New Cingular has agreed to pay the Authority One Thousand Dollars 00/100 (\$1,000.00) for this period; and

WHEREAS, during the due diligence period New Cingular shall have the right to terminate the agreement for any reason; and

WHEREAS, if New Cingular has received its permits, licenses and approvals and has otherwise not terminated before the end of the due diligence period, the term of the Lease Agreement ("Agreement") shall run for an initial period of five (5) years; and

WHEREAS, rent shall start at Twenty-Five Thousand Two Hundred 00/100 Dollars (\$25,200.00) annually; and

WHEREAS, rent shall increase annually during the initial term and any renewal term by two (2) percent; and

WHEREAS, New Cingular shall have the option of renewing this Lease Agreement for four (4) additional five (5) year terms; and

WHEREAS, rent shall adjust at the beginning of each renewal term to the then Fair Market Value (FMV); and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Lease Agreement with New Cingular Wireless PCS, LLC and, with the consent of counsel, to have such Agreement executed by the Chairperson, Vice Chairperson and the Executive Director.

NOW, THEREFORE, BE IT RESOLVED, that Resolution 19-23 is hereby rescinded.

A motion to approve Resolution 20-09 was made by Commissioner Smith, seconded by Commissioner McCann and approved by a roll call vote of 11-0.

Resolution 20-09 - Executive Summary

Resolution: Authorizing the Execution of the Lease Agreement between the Delaware River and Bay Authority and New Cingular Wireless PCS, LLC at the Cape May Airport.

Committee: Economic Development

Committee Date: April 21, 2020

Board Date: April 21, 2020

Purpose of Resolution: To permit the Executive Director, Chairman and Vice Chairman to execute and deliver a Lease Agreement for space at the Cape May Airport.

Background for Resolution:

The Delaware River and Bay Authority operates the Cape May Airport. New Cingular Wireless PCS, LLC is installing cell towers for ATT Wireless to be part of the National First Net emergency responder’s network. They are planning on constructing a tower on a 60’ x 60’ parcel in the airport industrial park. The annual rent is based upon an evaluation of other cell tower transactions that have been done through our NJ counsel office and with our Real Estate brokerage.

* * * * *

RESOLUTION 20-10 – ADDING FUNDING FOR NEW FERRY MOTOR VESSEL PLANNING, DESIGN, AND CONSTRUCTION TO THE 2020 CAPITAL IMPROVEMENT PROGRAM

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, created by Compact, that owns, operates and controls the Cape May–Lewes Ferry, and

WHEREAS, the Authority in December, 2019 adopted its 2020 Capital Improvement Program and Five Year (2020-2024) Strategic Plan via Resolution 19-50; and

WHEREAS, the 2020 Capital Improvement Program and Five Year Strategic Plan described, but did not authorize funding for, a Cape May-Lewes Ferry Motor Vessel Replacement Program; and

WHEREAS, the Authority has determined that it is time to move forward with funding for planning, design, and eventual construction of a new ferry motor vessel; and

WHEREAS, the Projects Committee has reviewed this recommendation and concurs; and

THEREFORE BE IT RESOLVED, that the Authority hereby adds the following allocations to its 2020 Capital Improvement Program and Five Year Strategic Plan:

“Cape May Lewes Ferry

Continuing Projects

Priority Rank 35

2020 \$ 1,000,000

2021 \$ 1,500,000

2022 \$ 1,500,000

2023 \$ 1,500,000

2024 \$10,000,000”

A motion to approve Resolution 20-10 was made by Commissioner Ratchford, seconded by Commissioner Ransome and approved by a roll call vote of 11-0.

Resolution 20-10 Executive Summary Sheet

Resolution:	Adding Funding for New Ferry Motor Vessel Planning, Design, and Eventual Construction to the 2020 Capital Improvement Program
Committee:	Projects Committee
Committee/Board Date:	April 21, 2020
Purpose of Resolution:	To add funding for planning, design, and eventual construction of a new Ferry motor vessel to the 2020 Capital Improvement Program.
Background for Resolution:	The 2020 Capital Improvement Program as adopted describes but does not provide funding for a new Ferry motor vessel. This resolution designates the sums of \$1,000,000 in 2020, \$1,500,000 in each of 2021, 2022, and 2023, and \$10,000,000 in 2024 for that purpose. The Ferry's vessel fleet is aging; the three current boats were constructed in 1974, 1974, and 1981. A marine Master Plan completed as far back as 2008 recommended construction of new vessels. Maintenance costs for the three existing vessels are increasing each year while reliability is decreasing. It is estimated that planning, design, and procurement of a new vessel will take up to four years, with construction projected to begin in 2024. These added allocations revise the total 2020 Capital Improvement Program to \$129,642,000 and the total Five Year Strategic Plan to \$420,464,000.

* * * * *

RESOLUTION 20-11 – AUTHORIZING THE EXECUTION OF A CONTRACT FOR THE ULTRA HIGH PERFORMANCE CONCRETE PILOT PROJECT ON THE NORTHBOUND SPAN OF THE DELAWARE MEMORIAL BRIDGE

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, created by Compact, that owns, operates and controls the Delaware Memorial Bridge, Cape May-Lewes Ferry, Forts Ferry Crossing and five (5) regional airports; and

WHEREAS, the Authority has previously determined that the deck of the northbound span of the Delaware Memorial Bridge is in need of repair; and

WHEREAS, the Authority's 2020 Capital Improvement Program includes a four-phase program of said repair over the years 2020, 2021, and 2022; and

WHEREAS, the first phase of said repair is an Ultra High Performance Concrete ("UHPC") Pilot Project, currently scheduled for September of 2020; and

WHEREAS, the Authority desires to enter into a contract ("Contract") with a general contractor to perform the work involved with the UHPC Pilot Project; and

WHEREAS, the Authority will publicly advertise the UHPC Pilot in compliance with Resolution 98-31, as amended, which governs the procedure for bidding such contracts; and

WHEREAS, the Authority will receive such bids on or about May 29, 2020; and

WHEREAS, the Authority will require approximately one month to evaluate the aforementioned bids received, identify the lowest responsible bidder, and execute the Contract; and

WHEREAS, due to the eight- to ten-week lead time on construction material required for the UHPIC Pilot Project, the Authority will need to award the contract within 30 days after bid opening in order to begin construction in September, 2020; and

WHEREAS, September is the optimal month to construct the UHPC Pilot Project, due to its combination of low traffic and warm weather; and

WHEREAS, time is of the essence, inasmuch as failure to have the construction material delivered prior to September may result in the postponement of the UHPC Pilot Project for up to a year; and

WHEREAS, the Projects Committee has reviewed the recommendation and concurs with the evaluation; and

THEREFORE BE IT RESOLVED, that the Commission hereby authorizes the Chairman, Vice Chairman, and Executive Director, with the advice of counsel, to finalize the terms and conditions of the Contract for the Ultra High Performance Concrete Pilot Project, provided that the Contract is awarded to the lowest responsible bidder, and provided that the cost of the Contract does not exceed the engineering estimate plus 15%.

Resolution 20-11 Executive Summary Sheet

Resolution: Authorizing the execution of a contract for the Ultra High Performance Concrete Pilot Project on the northbound span of the Delaware Memorial Bridge.

Committee: Projects Committee

Committee/

Board Date: April 21, 2020

Purpose of Resolution:

To authorize the execution of a contract for the Ultra High Performance Concrete Pilot Project on the northbound span of the Delaware Memorial Bridge.

Background for Resolution:

The Authority's 2020 Capital Improvement Program includes funding for a four-phase deck repair of the northbound span of the Delaware Memorial Bridge over the years 2020, 2021, and 2022. The first of the four phases is the Ultra High Performance Concrete Pilot Project, currently scheduled for September, 2020.

September is the optimal month to construct this project, inasmuch as it offers the best combination of lower traffic volume and warmer temperature.

In accordance with the provisions of Resolution 98-31, as amended, the Authority will be publicly advertising this project, with bids due on or about May 29, 2020. Because there is an eight- to ten-week lead time to procure construction material, the Authority will need to execute the construction contract as soon as possible (approximately one month) after the receipt of bids. If the construction material does not arrive in time, the project is subject to delay of up to a year.

The proposed Resolution allows the Board Chairman, Vice Chairman, and Executive Director, with the advice of counsel, to execute a Contract for this project with the lowest responsible bidder, provided that the cost does not exceed the engineering estimate plus 15%.

A motion to approve Resolution 20-11 was made by Commissioner McCann, seconded by Commissioner Faust and approved by a roll call vote of 11-0.

* * * * *

11631. EXECUTIVE DIRECTOR'S COMMENTS

The Executive Director reported on events in and around the Authority as follows:

The Executive Director thanked James Salmon for organizing a distribution of masks from the Authority delivered to New Jersey and Delaware. He thanked the department heads of the Authority for their hard work during this difficult time.

* * * * *

11632. COMMISSIONERS PUBLIC FORUM

Chairperson Lathem called for comments from the public and the Commissioners.

No public comments.

There being no further business, Chairperson Lathem adjourned the meeting at 12:15 p.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Stephen D. Williams
Assistant Secretary