

**MINUTES OF MEETING
THE DELAWARE RIVER AND BAY AUTHORITY
VIDEO/TELECONFERENCE CONDUCTED FROM
Wildwood Convention Center
Tuesday, March 15, 2022**

The meeting convened at 10:08 a.m. in person at the Wildwood Convention Center, participants and guests allowed to join in person or by Zoom with Chairperson Hogan presiding.

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

Chairperson Hogan 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.

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

Commissioners from New Jersey

James N. Hogan, Chairperson
Shirley R. Wilson
Ceil Smith
Sheila McCann
M. Earl Ransome, Jr.
Heather Baldini

Commissioners from Delaware

Samuel Lathem, Vice-Chairperson
Crystal L. Carey
Henry J. Decker
Michael Ratchford
Veronica O. Faust
Theodore Becker (arrived - 10:26 am)

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Chairperson Hogan called for the acceptance of the Agenda.

Vice-Chairperson Lathem made a motion to accept the Agenda, seconded by Commissioner Smith, and the motion carried by a voice vote of 11-0.

Chairperson Hogan called for a motion to move to Executive Session. Vice-Chairperson Lathem made a motion, seconded by Commissioner Ratchford, and the motion carried by voice of 11-0.

Members of the public attending via Zoom or in person were excused from the room during the Executive Session.

The Executive Session started at 10:14 a.m. and ended at 11:21 a.m.

At the conclusion of the Executive Session, Chairperson Hogan called for a motion to close Executive Session and recess to conduct Committee Meetings. Vice-Chairperson Lathem made a motion, seconded by Commissioner McCann and the motion carried by voice of 11-0.

The Committee meetings started at 11:21 a.m. and ended at 11:44 a.m. During that time, the following committee meetings were held:

Budget & Finance
Projects

At the conclusion of the Committee meetings, there was a brief recess and Chairperson Hogan called the meeting back to order at 11:44 a.m.

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11908. APPROVAL OF THE FEBRUARY 15, 2022 MINUTES

Commissioner McCann made a motion to approve meeting minutes for February 15, 2022, seconded by Commissioner Smith, and approved by a voice vote of 12-0.

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11909. 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 Service for February charts were ordered filed with the permanent records of the Authority.

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11910. DELAWARE RIVER AND BAY AUTHORITY – STATEMENT OF
INCOME AND EXPENSE.

The CFO presented charts showing statements of income and expense for February 2022 with comparisons to the same periods last year

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

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11911. DELAWARE RIVER AND BAY AUTHORITY – OPERATING
EXPENSE BY DIVISION.

The CFO presented charts for February 2022 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.

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11912. DELAWARE RIVER AND BAY AUTHORITY – CAPITAL
IMPROVEMENT PROGRAM.

The CFO presented charts for February 2022 showing the capital budget 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.

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11913. DELAWARE RIVER AND BAY AUTHORITY – CASH POSITION
(MARKET VALUE) FOR FEBRUARY 28, 2022.

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.

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11914. PUBLIC COMMENT ON ACTION ITEMS

Chairperson Hogan noted that (2) Contract Awards, (1) Contract Close-Out, and (2) Resolutions were being considered at today's meeting.

All action items have been reviewed, and recommended for consideration, during today's Committee meetings. He then called for public comment.

There was no public comment on action items before the Board.

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11915. AWARD OF CONTRACT #CMLF-C22-03 – CAPE MAY TERMINAL FENCING

The Chief Operations Officer (COO) noted that a public opening bid was held on February 16, 2022. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder West Bay Construction, Inc. of Absecon, New Jersey, in the amount of \$541,800.00.

A motion to award CONTRACT #CMLF-C22-03 to the aforementioned firm was made by Commissioner Ransome, seconded by Commissioner Ratchford, and approved by a voice vote of 12-0.

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11916. AWARD OF CONTRACT #DMB-22-05 – JULIA BUILDING COOLING TOWER AND PUMP REPLACEMENT

The Chief Operations Officer (COO) noted that a public opening bid was held on February 16, 2022. The COO and Projects Committee recommended awarding the contract to the lowest responsible bidder I.D. Griffith, Inc. of Wilmington, Delaware, in the amount of \$465,400.00.

A motion to award CONTRACT #DMB-22-05 to the aforementioned firm was made by Commissioner Wilson, seconded by Commissioner Becker, and approved by a voice vote of 12-0.

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11917. CLOSE-OUT CONTRACT #CMLF-L20-03 – LEWES ELEVATOR REHABILITATION

CONTRACT #CMLF-L20-03 – LEWES ELEVATOR REHABILITATION was awarded to Action Elevator of Ocean City, Maryland.

It is recommended that the Authority accept this project and make the final payment to the contractor. The final cost of this project is \$162,000.00.

A motion to Close-Out Contract #CMLF-L20-03 was made by Commissioner Smith, seconded by Commissioner Ratchford, and approved by a voice vote of 12-0.

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11918. CHAIRPERSON’S CALL FOR RESOLUTIONS BEFORE THE

BOARD

**RESOLUTION 22-08 - AUTHORIZING AUTHORITY EXPENDITURES PURSUANT TO
RESOLUTION 01-84 FOR THE PERIOD, JANUARY 1, 2022, THROUGH DECEMBER 31,
2022**

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
VENDORS PROJECTED TO BE PAID OVER \$25,000
FOR THE PERIOD 1/1/22 THROUGH 12/31/22

VENDOR	PURCHASE DESCRIPTION	CLASSIFICATION	ESTIMATED \$
Boro Sawmill & Timber Co.	Ekki Wood Deck Boards for Boardwalks at CMLF	Quotes	\$28,000
Cherry Valley Tractor Sales	Replacement Mower Deck	Quotes	\$25,000
Cryotech Deicing Technology	Granular and Liquid Deicer	Sole Source	\$30,000
Schaffran Propeller USA, LLC	Two (2) Spare Propellers for M/V New Jersey	Committee Waiver	\$131,000
Sea Box, Inc.	Two (2) ISO Cargo Containers	Quotes	\$46,000
Tri-State Carpet, Inc.	Julia Building Men's Locking Room and Break Room Flooring Installation	State Contract	\$28,000

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

Resolution 22-08 was moved by Commissioner Ransome, seconded by Commissioner Decker, and was approved by a roll call vote of 12-0.

Resolution 22-08 - Executive Summary Sheet

Resolution: Authorizing Authority Expenditures Pursuant to Resolution 01-84 for the period January 1, 2022, through December 31, 2022.

Committee: Budget & Finance

Committee and Board Date: March 15, 2022

Purpose of Resolution:

Authorizes expenditures of \$25,000 or greater with the identified vendors during the 2022 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.

Purchase Detail:Boro Sawmill & Timber Co.: Ekki Wood Deck Boards for Boardwalks at CMLF

The Authority plans to purchase replacement Ekki Wood deck boards for the boardwalks at both Cape May and Lewes Terminals. Staff solicited three (3) quotes and received two (2) with Boro Sawmill & Timber Co. submitting the lowest quote in accordance with the Authority's specifications.

Cherry Valley Tractor Sales: Replacement Mower Deck

The Authority plans to replace one (1) mower deck that has exceeded its useful life, meeting the Authority's equipment criteria. Staff received quotes from three (3) suppliers with Cherry Valley Tractor Sales submitting the lowest quote.

Cryotech Deicing Technology: Granular and Liquid Deicer

Cryotech Deicing Technology is the provider of liquid and solid runway and taxiway deicing materials for the Authority's Airports Operations. Cryotech is the sole supplier of E36, a fast acting, environmentally friendly and economical deicer that is the industry standard for use on airside pavements.

Schaffran Propeller USA, LLC: Two (2) Spare Propellers for M/V New Jersey

The Authority plans to purchase two (2) spare propellers for the M/V New Jersey. Staff solicited six (6) quotes and received five (5) with Schaffran submitting the lowest quote in accordance with the Authority's specifications. In 2017, staff publicly requested bids for propellers for the M/V Delaware and received a similar low bid amount. Due to a long lead time of 12 weeks on this item, a waiver of the threshold is being requested for this purchase.

Sea Box, Inc: Two (2) ISO Cargo Containers

The Authority is purchasing two (2) 40' x 9'6" dry freight ISO cargo containers for the Delaware Memorial Bridge Maintenance Facilities to replace demolished old storage facilities. Staff received quotes from three (3) suppliers with Sea Box, Inc. submitting the lowest quote in accordance with the Authority's specifications.

Tri-State Carpet, Inc.: Julia Building Men's Locker Room and Break Room Flooring Installation

The Authority plans to install rubber tile flooring in the Julia Building men's locker room and breakroom. As an authorized supplier for flooring under state contract, Tri-State Carpet can provide flooring installation at prices pursuant to state contract (GSS16108-FLOORING).

Classification Definitions:

Committee Waiver.

The Budget and Finance Committee, in consideration of the overall procurement process, may increase or waive the thresholds established in paragraphs 1 and 2 of Resolution 98-31 for the following reasons: operational needs and issues, a need for uniformity and continuity in materiel and services required by the Authority, and unique or special needs of the Authority including, but not limited to, the desirability of owner furnished materiel and supplies in vessel repair, maintenance, renovation and rehabilitation (DRBA Resolution 98-31 Part 3).

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).

Sole Source. A purchase made without a competitive process, based on the justification that only one known source exists or that only one single supplier can fulfill the requirements of the Authority. Sole source procurement is appropriate when the goods or services being acquired: are uniquely qualified to meet the objectives of the Authority; must be compatible with existing equipment; are available within a limited geographic boundary (e.g., distributor with exclusive rights or sales area); are required for use in conjunction with a grant or contract, etc. *“A contract may be awarded without competition if the General Manager or Director of Operations of an Authority facility, or Police Administrator, prior to procurement, determines in writing that there is only one source for the required contract and no other reasonable alternative sources exist that will satisfy the requirements of the Authority”.* (DRBA Resolution 98-31 Part 2.f.)

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.).

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RESOLUTION 22-09 – AUTHORIZING AN AGREEMENT BETWEEN THE DELAWARE RIVER AND BAY AUTHORITY AND BROWN ADVISORY TO PROVIDE PROFESSIONAL INVESTMENT MANAGEMENT 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, created by compact, that operates and maintains the Delaware Memorial Bridge, Cape May-Lewes Ferry, Forts Ferry Operation and five regional airports; and

WHEREAS, the Authority desires to engage a professional investment management firm to exercise discretionary authority over the assets and administration of the Authority’s General Fund, Construction Fund, certain Debt Service Reserve Funds, Reserve Maintenance Fund, Authority Employee Defined Benefit Plan Trust, Authority Retiree Health Benefit Trust, and any other identified or created fund(s) that the Authority may choose to have managed by the Investment Manager throughout the term of the Agreement (hereinafter, the “Services”); and

WHEREAS, such Services are to be delivered in accordance with the investment objectives, policies and restrictions adopted by the Authority and are subject to the applicable provisions of the 1993 Trust Agreement and all following Supplemental Trust Agreements; and

WHEREAS, the Authority publicly advertised a Request for Proposals (“RFP”) for the Services in compliance with Resolution 98-31, as amended, which governs the Authority’s procurement policy; and

WHEREAS, the Authority received seven (7) proposals in response to the RFP; and

WHEREAS, a Selection Committee performed a preliminary evaluation of all proposals received and selected the three (3) highest-ranked proposals for further consideration and conducted interviews with those firms; and

WHEREAS, following interviews and a final evaluation, Brown Advisory was designated as the highest-ranked firm; and

WHEREAS, the Authority conducted an analysis of the fees proposed by Brown Advisory, and negotiated fees to be fair and reasonable; and

WHEREAS, the Authority desires to enter into a Service Agreement (“Agreement”) with TBD for an initial term of four (4) years, with the option to extend the Agreement for up to two (2) consecutive one-year terms, either such additional one-year term to be authorized by the originating committee, with the consent of the Chairperson and Vice Chairperson of the Board of Commissioners; and

WHEREAS, the Budget & Finance Committee reviewed this recommendation and concurs; and

NOW, THEREFORE, BE IT RESOLVED, that the Executive Director is hereby authorized to finalize the terms and conditions of the Agreement with Brown Advisory to provide

the Services to the Authority and to have the Agreement executed by the Chairperson, Vice-Chairperson and Executive Director.

Resolution 22-09 was moved by Commissioner Ransome, seconded by Commissioner Smith, and was approved by a roll call vote of 12-0.

Resolution 22-09 - Executive Summary Sheet

Resolution: Authorizes an agreement between the Delaware River and Bay Authority and Brown Advisory for Investment Management Services.

Committee: Budget & Finance Committee

**Committee/
Board Date:** March 15, 2022

Purpose of Resolution:
To authorize the Authority to enter into an agreement with Brown Advisory to provide Investment Management Services.

Background for Resolution:
Subject to and in accordance with the investment objectives, policies and restrictions adopted by the Authority and subject to the applicable provisions of the Trust Agreement and all additional Supplemental Trust Agreements, the Authority uses a professional investment management firm to exercise discretionary authority over the assets and administration of various funds and trusts. The procedures leading to this Resolution followed the requirements of Resolution 98-31, as amended, which governs the Authority's purchasing thresholds and procurement policy.

The Authority received and evaluated proposals submitted by the following seven (7) firms:

- Brown Advisory
- Chandler Asset Management
- Columbia Threadneedle Investments
- Federated Hermes
- Marquette Associates
- PFM
- SEI

The Selection Committee conducted a preliminary evaluation of each proposal received, conducted interviews with the three (3) highest-evaluated firms, and utilized final evaluation criteria to establish a final ranked list, with Brown

Advisory being identified as the highest-ranked firm. The Authority analyzed the proposed costs for the Services and finds them to be fair and reasonable.

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11919. EXECUTIVE DIRECTOR'S COMMENTS

The Executive Director commended Dr. Joseph Salvatore for his ongoing work at the science center at Naval Air Station Wildwood Museum. His latest exhibit is a giant walk-through eyeball for guests to enjoy when they visit.

The DRBA celebrates Women's History Month and acknowledges the significant contributions of our female Commissioners. Their accomplishments are being highlighted for staff in the Executive Director's *Connections with Cook* emails.

Upcoming Meetings:

Thursday March 17, 2022

DRBA Police Recruit Graduation, 4:30pm; Dover High School, Dover, Delaware

Tuesday, April 19, 2022

Board of Commissioners Meeting, 10am; James Julian Board Room

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11920. COMMISSIONERS PUBLIC FORUM

Chairperson Hogan called for comments from the public and Commissioners.

Daniel Gavlick, President of the Fraternal Order Police Lodge 14 thanked the Commissioners for allowing him to speak. Currently, police officers are going to other departments for better retirement packages and health benefits. The officers hope we have support from the Commissioners for improved health and benefit packages.

There were no additional public comments.

There being no further business, Chairperson Hogan adjourned the meeting at 12:03 p.m.

Respectfully submitted,

THE DELAWARE RIVER AND BAY AUTHORITY

Stephen D. Williams