

**DELAWARE RIVER**  
**JOINT TOLL BRIDGE COMMISSION**  
**MINUTES**  
**MEETING OF SEPTEMBER 29, 2009**

**DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**MEMBERS OF THE COMMISSION**

**NEW JERSEY**

HONORABLE DAVID R. DEGEROLAMO  
**Chairman**

HONORABLE DONALD HART

HONORABLE HARRY ZIKAS, JR

HONORABLE WILLIAM J. HODAS  
**Secretary-Treasurer**

HONORABLE YUKI MOORE LAURENTI

**PENNSYLVANIA**

HONORABLE GAETAN J. ALFANO  
**Vice Chairman**

HONORABLE MELISSA HELLER

HONORABLE JAMES L. BROUGHAL

HONORABLE BERNARD GRIGGS, JR.

HONORABLE JOHN PREVOZNIK

Revised 6/29/09

X:\Wendy's Files\Commission Mtgs from.2003 to present\Committee Pages\Current\Mbrs of the Commission (1) 6-29-09-  
Corrected 9-23-09.doc

**DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**STANDING COMMITTEES**

**FINANCE, INSURANCE, MANAGEMENT OPERATIONS**

**PENNSYLVANIA:** Alfano, Broughal

**NEW JERSEY:** Hart\*, Zikas

Chairman-Ex Officio

**HUMAN RESOURCES, AFFIRMATIVE ACTION AND TRAINING AND SAFETY**

**PENNSYLVANIA:** Griggs, Broughal

**NEW JERSEY:** Hodas\*, Laurenti

Chairman and Vice Chairman Ex-Officio

**PROJECTS, PROPERTY AND EQUIPMENT**

**PENNSYLVANIA:** Griggs\*, Alfano

**NEW JERSEY:** Hart, Hodas

Chairman – Ex-Officio

**PROFESSIONAL SERVICES COMMITTEE**

**PENNSYLVANIA:** Alfano\*, Heller

**NEW JERSEY:** Laurenti, Zikas

Chairman – Ex Officio

---

**AUDIT COMMITTEE**

**PENNSYLVANIA:** Prevoznik\*, Heller,

**NEW JERSEY:** Hodas, Hart

Chairman and Vice Chairman Ex-Officio

**CAI COMMITTEE**

**PENNSYLVANIA:** Alfano, Broughal

**NEW JERSEY:** DeGerolamo\*, Hart

**CONTRACTS SUB-COMMITTEE**

**PENNSYLVANIA:** Griggs\*, Alfano

**NEW JERSEY:** DeGerolamo, Hodas

\*Chairman of Committee

**DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION  
RECAPITULATION OF COMMITTEE MEMBERSHIP  
2009**

<b>DeGerolamo</b>	(1) Ex-Officio of all Committees
<b>Alfano</b>	(1) Finance, Insurance, Management Operations Committee (2) Projects, Property and Equipment Committee (3) Contracts Sub-Committee (4) Professional Services Committee (5) CAI Committee (6) Audit Committee * Ex-Officio of all Committees
<b>Broughal</b>	(1) Finance, Insurance, Management Operations Committee (2) Human Resources, Affirmative Action and Training and Safety Committee (3) CAI Committee
<b>Griggs</b>	(1) Human Resources, Affirmative Action and Training and Safety Committee (2) Projects, Property and Equipment Committee (Chairman) (3) Contracts Sub-Committee (Chairman)
<b>Hart</b>	(1) Finance, Insurance Management and Operations Committee (Chairman) (2) Projects, Property and Equipment Committee (3) CAI Committee (4) Audit Committee
<b>Heller</b>	(1) Professional Services Committee (2) Audit Committee
<b>Hodas</b>	(1) Human Resources, Affirmative Action and Training and Safety Committee (Chairman) (2) Projects, Property and Equipment Committee (3) Contracts Sub-Committee (4) Audit Committee
<b>Laurenti</b>	(1) Human Resources, Affirmative Action and Training and Safety Committee (2) Professional Services Committee
<b>Prevoznik</b>	(1) Audit Committee (Chairman)
<b>Zikas</b>	(1) Finance, Insurance, Management Operations Committee (2) Professional Services

**DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**PROFESSIONAL ASSOCIATES**

**CONSULTING ENGINEERS**

TRANSYSTEMS CONSULTING ENGINEERS

Paramus, New Jersey

**LEGAL COUNSEL**

FOX ROTHSCHILD, LLP  
Philadelphia, Pennsylvania

FLORIO, PERRUCCI, STEINHARDT & FADER  
Phillipsburg, New Jersey

**EMPLOYMENT COUNSEL**

STRADLEY, RONON, STEVENS & YOUNG  
Philadelphia, Pennsylvania

WOLFF AND SAMSON  
West Orange, New Jersey

**AUDITOR**

MERCADIEN  
Princeton, New Jersey

**FINANCIAL ADVISOR**

NW FINANCIAL GROUP  
Jersey City, New Jersey

**COMMUNICATIONS CONSULTANT**

BELLEVUE COMMUNICATIONS  
Philadelphia, Pennsylvania

**INVESTMENT ADVISOR**

TD BANK  
Pennsylvania

Revised 2009

# DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

ORGANIZATION CHART  
THURSDAY, JULY 23, 2009

## COMMISSIONERS

**Executive Director**  
**Frank G. McCartney**

**Chief Engineer**  
**George G. Alexandridis**

**Assistant Chief Engineer**  
**Roy Little**

**Senior Program Area  
Manager**  
**Kevin Skeels**

**Deputy Executive Director  
of Communications**  
**Joseph Donnelly**

**Director of Community Affairs**  
**Richard McClellan**

**Director of Policy & Planning**  
**Glenn Reibman**

**Chief Administrative  
Officer**  
**Arnold Conoline**

**Director of Human Resources**  
**Patrick Heron**

**Director of Purchasing**  
**David Burd**

**Director of E-ZPass**  
**Yvonne Kushner**

**Deputy Executive Director  
of Operations**  
**Frank J. Tolotta**

**District Superintendents**  
**Jack Prior (Acting), D I**  
**Lendell Jones, D II**  
**Bryan Hill, D III**

**Director of Plants & Facilities**  
**Frank Beruta**

**Director of Security Safety  
and Training**  
**James P. Stettner**

**Director of Electronic  
Security Surveillance**  
**Matthew Hartigan**

**Director of Information  
Technology**  
**Mary Jane Hansen**

**Director of Compact  
Authorized Investments**  
**Julio Gurdy**

**Chief Financial Officer**  
**Sean P. McNeeley**

**Comptroller**  
**Stephen Cathcart**



# DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

Meeting of September 29, 2009

## INDEX TO MINUTES

	PAGE
1. Call to Order .....	1
2. Appearances.....	1 - 2
3. Roll Call.....	2
4. Welcoming Remarks of Chairman .....	2
5. Introduce any Comments from the Public .....	3
6. Executive Director's Report .....	3 - 5
7. Approval of Minutes- Meeting Held July 27, 2009 .....	5
8. Approval of Operations Reports Months of July and August 2009 .....	5 - 6
9. Compact Authorized Investment (CAI) Grant Award-Holland Township NJ.....	6
10. Approval of Prohibition of Left Hand Turn-Union Square, Phillipsburg NJ .....	6 - 7
11. In-Lane Toll System Design-Build-Maintain Authorization For the Executive Director to Issue A Sole Source Purchase Order Requisition Contract DB-427C.....	7 - 8
12. Agreement and Declaration of Trust-Other Post Employment Benefits. ....	8 - 9
13. Indemnification Clause (Consultant Contracts).....	9

# DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

Meeting of September 29, 2009

## INDEX TO MINUTES

	PAGE
14. Indemnification Clause (Construction Contracts) .....	9 10
15. Appointment of Broker of Record for Health Insurance Benefits .....	10
16. Appointment of Broker of Record for Workers Compensation .....	10 - 11
17. Change in Prescription Insurance Provider December 1, 2009 – November 30, 2012 .....	11
18. Approval of Retiree Health Insurance Benefits Stephen Derea, Bridge Officer Riegelsville NDTs .....	12
19. Approval of Retiree Health Insurance Benefits Carol Caccese, Toll Collector-Easton-Phillipsburg.....	12
20. Approval of Retiree Health Insurance Benefits Robert Kichline, Toll Sergeant- I-78 Toll Bridge.....	13
21. Appointment of William Parsons Maintenance Worker III, New Hope-Lambertville SDTS .....	13
22. Electronic Surveillance/Detection System Program Manager, Contract C-396A.....	14
23. New Hope-Lambertville Toll Bridge Administration Facility Electrical System Improvements, Contract T-397E Award of Contract .....	14 - 15
24. I-78 Toll Bridge Open Road Tolling (ORT), Award of Contract; Contract DB-427B .....	15
25. Customer Service Center/Violation Processing Center DBOM .....	16

# DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

Meeting of September 29, 2009

## INDEX TO MINUTES

	PAGE
26. Construction Inspection Task Order Agreement-NJ Assignment, Award of Contract, Contract C-455B.....	16 - 17
27. Approve Payment of Invoices-Fox Rothschild, PA Legal Counsel.....	17 - 18
28. Approve Payment of Invoices-Florio, Perrucci, Steinhardt and Fader, NJ Legal Counsel.....	18
29. Approve Payment of Invoices-Wolff and Samson, NJ Labor Counsel .....	18 - 19
30. Approve Payment of Invoice-Stradley Ronon, PA Labor Counsel.....	19
31. Invite any Comments From The Public.....	19
32. Scheduling of the October, 2009 Commission Meeting.....	20
33. Adjournment.....	20

# **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

## **CALL TO ORDER**

The Regular Monthly Meeting of the Delaware River Joint Toll Bridge Commission was Called to Order at the New Hope Headquarters and Administration Building, 2492 River Road, New Hope, Pa. 18938-9579 in the Boardroom, on Tuesday, September 29, 2009 at 10:55 am pursuant to notice properly forwarded to each member in compliance with the By-Laws. David DeGerolamo, Chairman, presided at this Meeting. The Commission met in Executive Session to discuss legal and personnel matters prior to this meeting.

## **APPEARANCES**

### **COMMISSION MEMBERS:**

Hon. Gaetan Alfano (Pennsylvania)  
Hon. James L. Broughal (Pennsylvania)  
Hon. David DeGerolamo (New Jersey)  
Hon. Donald Hart (New Jersey)  
Hon. Melissa Heller (Pennsylvania)  
Hon. William Hodas (New Jersey) (Via Conference Call)  
Hon. Bernard Griggs (Pennsylvania)  
Hon. Yuki Moore Laurenti (New Jersey)  
Hon. John Prevoznik (Pennsylvania)

### **COMMISSION MEMBERS ABSENT:**

Hon. Harry Zikas, Jr. (New Jersey)

### **COMMISSION GENERAL COUNSEL:**

Marcel Groen, Fox Rothschild, Pennsylvania Legal Counsel  
Levin Czubaroff, Fox Rothschild, Pennsylvania Legal Counsel  
Mark Peck, Florio, Perrucci, Steinhardt and Fader, New Jersey Legal Counsel  
Michael Perrucci, Florio, Perrucci, Steinhardt and Fader, New Jersey Legal Counsel

### **COMMISSION LABOR COUNSEL:**

Jonathan Bloom, Stradley Ronon, Pennsylvania Labor Counsel  
John Casey, Wolff and Samson, New Jersey Employment Counsel

# **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

## **GOVERNORS REPRESENTATIVES:**

Alex Ficken, PA Governor's Office  
Robert Shane, NJ Governor's Authority Unit

## **REPRESENTING THE COMMISSION'S COMMUNICATIONS CONSULTANTS: BELLEVUE COMMUNICATIONS**

Pete Peterson, Bellevue Communications

## **COMMISSION STAFF MEMBERS:**

Frank G. McCartney, Executive Director  
Frank J. Tolotta, Deputy Executive Director of Operations  
George Alexandridis, Chief Engineer  
Joseph Donnelly, Deputy Executive Director of Communications  
Sean McNeeley, Chief Financial Officer  
Stephen Cathcart, Comptroller  
Patrick Heron, Director of Human Resources  
Richard McClellan, Acting Director of Community Affairs  
Arnold Conoline, Chief Administrative Officer  
Michelle Gara, Insurance Administrator

## **OTHERS:**

Hon. Ed Burdzy, Mayor of Holland Township  
Ronald Mieszkowski, T&M Associates  
Kathy Diringer, NJ DOT  
Curt Yeske, The Trenton Times  
Sarah Wojcik, The Express Times

## **ROLL CALL**

Frank G. McCartney, Executive Director, in his capacity as Secretary for this Meeting, called the Roll, and at the conclusion thereof, reported that there was a quorum present- there being five members present from the Commonwealth of Pennsylvania and four members present from the State New Jersey.

## **WELCOMING REMARKS OF CHAIRMAN**

Chairman DeGerolamo welcomed those persons whose identities are set forth hereinabove under "Appearances".

# **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

## **INTRODUCE ANY COMMENTS FROM THE PUBLIC**

Chairman DeGerolamo addressed the meeting and invited any comments from the Public on items pertaining to today's Agenda.

## **EXECUTIVE DIRECTORS REPORT**

If I had to summarize the theme of this report, it would be: What the Bridge Commission did this past summer. The bottom line of the report is two words: a lot.

First and foremost, we achieved substantial completion on the Trenton-Morrisville (Route 1) Toll Bridge Rehabilitation and Improvement Project. This is the most extensive and expensive project completed to date under our Capital Improvement Program. Earlier this month, the traffic restrictions which were put into effect at the bridge in early 2007 were lifted for the first time.

Our customers are now enjoying the dividends of a smooth ride on a widened bridge, a sleek new toll plaza, new entrances and exits near the bridge, and a host of other improvements. Substantial completion was achieved a full two weeks before the project's original target date. We plan to hold a rededication ceremony at the bridge in November. We will provide more details on that as they become available.

Throughout the summer, the project team working on our Surveillance/Detection System project better known as ESS spent considerable time fine tuning the system. This work is continuing to take place. The contractor relocated a camera on the Calhoun Street Bridge just yesterday (Monday). Similar refinements also are being made to cameras at the Scudder Falls Bridge and the New Hope-Lambertville Toll Bridge. We are hopeful of achieving final acceptance for this valuable security system in the near future.

Another recent accomplishment is along our 4.2-mile of segment of I-78 in New Jersey. Lane restrictions that were put into effect in March were lifted and motorists are again driving on three travel lanes in each direction. The project, in fact, was deemed to be substantially completed on Friday (9/25).

The CAI program also had a good summer. Eight projects reached total completion or substantial progress in the last few months. Among them are the following grants:

- Road resurfacing along Rocktown-Lambertville Road in West Amwell, N.J.
- ADA curb ramps and decorative sidewalks in Easton, Pa.
- The Bristol Township traffic signalization project.
- Waring Drive/Delaware Avenue drainage improvements in the Borough of Delaware Water Gap.
- Quarry/Swan Street pedestrian improvements in Lambertville.
- The Water Street Improvement Project in Belvidere.

The Commission also had a notable first in the area of security this past summer.

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

In late August, the Commission conducted an elaborate training exercise with New Jersey and Pennsylvania State Police and local emergency response agencies at the New Hope-Lambertville Toll Bridge.

The session involved marine police, a tactical rescue unit, a helicopter unit and a bomb squad.

While we did not seek publicity for the event, it received newspaper and television coverage.

Also in August, the Commission held two open houses as part of its public-involvement program for the Upper Black Eddy-Milford Toll-Supported Bridge Rehabilitation Project.

The two sessions – one in Upper Black Eddy and the other in Milford – were well attended and constructive.

Based largely on the sentiments expressed at these forums and two earlier stakeholder meetings for this project, we decided to postpone the project until 2011.

This postponement decision was announced last week.

The Commission received many appreciative and positive comments from the public for its outreach efforts.

As part of its decision, the Commission announced that it will utilize an uninterrupted closure at the bridge when construction activities take place in 2011. This will enable us to keep project duration and project costs to a minimum.

We also recently held an open house for the Open Road Tolling/Express E-ZPass project that is in the planning stages for the Delaware Water Gap (I-80) Toll Bridge.

This session, which was held last Wednesday, attracted 45 attendees – 15 of whom signed up as new E-ZPass customers.

The project is in final design and we are still on track to have an ORT lane open at the facility by next Memorial Day.

One other item of note before I turn to today's agenda was the issuance of our new annual report in August.

The theme of the report was "Partnering with Communities" and featured our CAI program.

The report has been sent to peer agencies and elected officials. It also is being made available to the public through our Web site and various municipal buildings and public libraries.

In closing, I want to call your attention to several items on today's agenda

- There is a resolution to award a design-build contract to bring ORT/Express E-ZPass service to the I-78 toll plaza by next Memorial Day.
- Another resolution will enable us to execute agreements with motor vehicle agencies in Delaware, Pennsylvania and New York to share data on our soon-to-be-operational E-ZPass Customer Service Center/Violation Processing Center. This is another major step in our plan to remove the gates at our toll plazas.
- At the urging of Phillipsburg, we have prepared a resolution to prohibit motorists from making left-hand turns from the gas station at Union Square – the area abutting the

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

Northampton Street Bridge; seventeen (17) motor vehicle accidents and six (6) incidents were responded to by State Police since 2007 at this location.

- Also for Commissioners' consideration, is a reauthorization of previously awarded CAI grant funds for Holland Township, N.J. This reallocation will enable the township to resurface 5.4 miles along four local roads.

Finally, I want to remind everyone that Solebury Township will hold a brief ceremony this Friday to commemorate the completion of the Canal Park portion of its Gateway project, which was substantially financed by one of our CAI grants.

With the warm weather coming to an end and the leaves beginning to change, that concludes my report for this meeting.

### **APPROVAL OF MINUTES FOR COMMISSION MEETING HELD JULY 27, 2009**

**R: 1841-09-09 - ADM-01-09-09**

Chairman DeGerolamo addressed the meeting and invited the introduction of a Resolution approving the Minutes of the Commission Meeting held July 27, 2009.

At the conclusion of the review, Commissioner Broughal moved and Commissioner Laurenti seconded the adoption of the following Resolution:

**"RESOLVED**, by the Delaware River Joint Toll Bridge Commission at its Regular Meeting assembled this 29<sup>th</sup> day of September 2009, that the Minutes of the Commission Meeting held on July 27, 2009, be and the same hereby are approved."

Chairman DeGerolamo invited questions on the Resolution. No further questions were presented and the Resolution was adopted.

### **OPERATIONS REPORT-MONTHS OF JULY AND AUGUST 2009**

**R: 1842-09-09 - ADM-02-09-09**

Chairman DeGerolamo addressed the meeting and asked if there were any questions on any of the reports contained in the "Operations Report".

At the conclusion of the review, Commissioner Broughal moved and Commissioner Laurenti seconded the adoption of the following Resolution:

**"RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it's Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, acknowledges receipt, understanding and authorizes filing of the report entitled, 'Operations

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

Report, Months of July and August 2009, as set forth in the Supplement to the Minutes of this Meeting."

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **COMPACT AUTHORIZED INVESTMENT (CAI) GRANT AWARD-HOLLAND TOWNSHIP NJ**

#### **R: 1843-09-09- CAI-01-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review, Commissioner Hart moved and Commissioner Prevoznik seconded the adoption of the following Resolution:

**"RESOLVED**, by the Delaware River Joint Toll Bridge Commission at its Regular Meeting assembled this 29<sup>th</sup> day of September, 2009 that the Commission, via this Resolution, rescinds resolution number R: 1619-09-08 for the grant amount of \$838,100.00 to Holland Township and changes its scope of work from the reconstruction of Crabapple Hill Road between Church Road and County Route 627, repairing of an existing slope failure, and the construction of a gabion retaining wall and reallocates the funding to a new project which will resurface four local roadways with a new hot-mix asphalt surface course for a total length of 5.6 miles of road work. The new project grant remains at the equal award of the not to exceed amount of \$838,100.00 to Holland Township, NJ pending execution of a Compact Authorized Investment Program Grant Agreement, and, indentify the General Reserve fund as the source of funds required for payment(s) to Holland Township, NJ for the completion of the improvement(s) based upon their application.

**"FURTHER RESOLVED**, The Executive Director is hereby authorized to approve and execute all documents/agreements on behalf of the DRJTBC."

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **APPROVAL OF PROHIBITION OF LEFT HAND TURN-UNION SQUARE, PHILLIPSBURG NJ**

#### **R: 1844-09-09- ADM-03-09-09**

Chairman DeGerolamo addressed the meeting and requested that he be recorded as recusing himself from this item. At this point Chairman DeGerolamo turned the Gavel over to Vice Chairman Alfano.

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

Vice Chairman Alfano addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review, Commissioner Broughal moved and Commissioner Heller seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission at its Regular Meeting assembled this 29<sup>th</sup> day of September 2009, that the Commission, via this resolution, authorizes the prohibition of a left hand turn from the Commission owned property located at the southerly side of Union Square in Phillipsburg, New Jersey. This restriction will be enforced by the New Jersey State Police pursuant to the provisions of N.J.S.A. 39:4-88. This restriction will become effective November 1, 2009 so as it give Phillipsburg residents and the New Jersey State Police adequate notice of the left turn prohibition.

Vice Chairman Alfano invited questions on the Resolution. No questions were presented and the Resolution was adopted. At this point in the meeting Vice Chairman Alfano turned the gavel over to Chairman DeGerolamo for the conduct of business from this point in the Meeting.

### **IN-LANE TOLL SYSTEM DESIGN-BUILD-MAINTAIN AUTHORIZATION FOR THE EXECUTIVE DIRECTOR TO ISSUE A SOLE SOURCE PURCHASE ORDER REQUISITION CONTRACT DB-427C**

**R: 1845-09-09- ENG-04-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At conclusion of the review, Commissioner Hart moved and Commissioner Alfano seconded the adoption of the following Resolution:

**“WHEREAS**, the Delaware River Joint Toll Bridge Commission (the Commission) was created, as a body corporate and politic, by a compact between the State of New Jersey and the Commonwealth of Pennsylvania, with the consent of the Congress of the United States (the “Compact”); and

**“WHEREAS**, the Commission constitutes a public corporation instrumentality of the State of New Jersey and the Commonwealth of Pennsylvania; and

**“WHEREAS**, the laws of the State of New Jersey and the Commonwealth of Pennsylvania do not apply to the Commission unless complimentary legislation is enacted in both States and approved by Congress; and

**“WHEREAS**, the Commission nevertheless maintains a practice of receiving bids for ordinary goods and services, consistent with the laws of the State of New Jersey and the Commonwealth

## DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

### Meeting of September 29, 2009

of Pennsylvania; and ordinarily awards such purchases after a public bid to the lowest responsive bidder; and

**“WHEREAS**, the Commission is a member of the IAG and as such has entered into a contract with MARK IV IVHS Inc. for the purchase of all Automatic Vehicle Identification (AVI) equipment that supports the Commission’s Electronic Toll Collection (ETC) System.

**“NOW, THEREFORE**, be it resolved, that the Delaware River joint Toll Bridge Commission, at its Regular Meeting assembled this 29<sup>th</sup> day of September 2009, that the Commission , via this Resolution, authorizes the Executive Director to issue sole source purchase orders to MARK IV IVHS Inc. in the sum of \$30,763.94 and \$26,065.07 for the acquisition of the Automatic Vehicle Identification (AVI) equipment that supports the Commission’s Electronic Toll Collection (ETC) Open Road Tolling implementation at the I-78 and Delaware Water Gap Toll Bridges, and identify the General Reserve Fund as the source of funds required for payment and all disbursements.”

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### AGREEMENT AND DECLARATION OF TRUST-OTHER POST EMPLOYMENT BENEFITS

**R: 1846-09-09- ADM-04-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

Vice Chairman Alfano addressed the meeting and said:

*“Mr. Chairman, I would like to note that this is something we’ve been discussing for the better part of this year, and it is a more extensive analysis, and I just want to commend Sean and the attorneys at Fox Rothschild for their input in terms of receiving this document.”*

At the conclusion of the review, Commissioner Prevoznik moved and Commissioner Griggs seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at its Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the (“Commission”), via this Resolution, is authorized to: (i) establish a trust to fund the Commission’s “other post-employment benefits” liability resulting from the healthcare and life insurance benefits that the Commission provides to its retirees and their spouses and dependents; (ii) memorialize certain terms of the “other post employee benefits” trust through an Agreement and Declaration of Trust (the “Trust Agreement”), pursuant to which an institutional trustee shall be appointed, such Trust Agreement to be substantially the form

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

reviewed by the Commission, subject to such modifications as the Commission deems necessary or appropriate to retain a qualified institutional trustee; and (iii) appoint an Administrative Committee to administer its "other post-employment benefits" arrangements, oversee the activities of the institutional trustee appointed by the Commission, appoint an investment manager to manage the investment of assets comprising the trust fund, and perform such other tasks and duties as are consistent with the foregoing. Prior to finalizing the Trust Agreement, the Trust Agreement shall be reviewed by the Commission to verify that the Trust Agreement is fair, reasonable and in the best interest of the Commission."

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **INDEMNIFICATION CLAUSE (CONSULTANT CONTRACTS)**

**R: 1847-09-09- INS-02-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review, Commissioner Griggs moved and Commissioner Alfano seconded the adoption of the following Resolution:

**"RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it's Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorizes the Executive Director to modify its Indemnification Clause for all Consultant Contracts with a proposal submission date on or after December 1, 2009 in accordance with the attached Indemnification Clause recommended by the Commission's Counsel. Set forth on page 1 of the supplements to the minutes of this meeting."

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **INDEMNIFICATION CLAUSE (CONSTRUCTION CONTRACTS)**

**R: 1848-09-09- INS-03-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review, Commissioner Griggs moved and Commissioner Alfano seconded the adoption of the following Resolution:

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorizes the Executive Director to modify the Commission’s indemnification clause for all construction contracts with a bid submission date on or after December 1, 2009, in accordance with the attached indemnification clause. Set forth on page 2 of the supplements to the minutes of this meeting.”

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **APPOINTMENT OF BROKER OF RECORD FOR HEALTH UNSURANCE BENEFITS**

**R: 1849-09-09 INS-04-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review, Commissioner Broughal moved and Commissioner Hart seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, has authorized the appointment of Innovative Risk, Inc. as the Commission’s Broker of Record for our medical and prescription benefit plans that cover our active employees, our retirees who are under the age of sixty-five and eligible dependents.”

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **APPOINTMENT OF BROKER OF RECORD FOR WORKERS COMPENSATION**

**R: 1850-09-09 – INS-05-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review, Commissioner Griggs moved and Commissioner Hart seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, that the Commission has authorized the appointment of AV International, Inc. as the Commission’s Broker of Record for our Workers’ Compensation insurance coverage.”

## DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

Meeting of September 29, 2009

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### CHANGE IN PRESCRIPTION INSURANCE PROVIDER DECEMBER 1, 2009 – NOVEMBER 30, 2012

R: 1851-09-09 – INS-06-09-09

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

Vice Chairman Alfano addressed the meeting and said:

*"I would just, if I could, Mr. Chair, note my recusal. The provider that is mentioned in the resolution is Medco, and I understand that Medco is recommended by our broker. It was not a Commission recommendation. It was recommended by our broker from among other benefit managers and my law firm coincidentally represents Medco, and on that basis request to be recorded as recusing myself from this item."*

At the conclusion of the review Commissioner Broughal moved and Commissioner Hart seconded the adoption of the following Resolution:

**"RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it's Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution confirms that Innovative Risk, Inc., our Broker of Record for medical and prescription insurance for active employees/dependents and retirees/dependents under the age of 65, is authorized to:

- Provide FutureScripts, our current prescription benefit provider with notice of our intent to terminate that coverage without penalty to the Commission,
- implement the Commission's decision for Medco to provide that same prescription plan design and level of benefit to this group without any break in coverage, and,
- assist the Human Resources staff in informing and educating our active employees/dependents and retirees/dependents under the age of 65 of this change."

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

### **APPROVAL OF RETIREE HEALTH INSURANCE BENEFITS STEPHEN DERE, BRIDGE OFFICER RIEGELSVILLE, NDTs**

**R: 1852-09-09 – HR-01-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Laurenti moved and Commissioner Alfano seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorize that, subject to applicable practices and procedures, the Commission approves payment of retirement benefits to Stephen DeRea who plans to retire February 8, 2010.”

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

### **APPROVAL OF RETIREE HEALTH INSURANCE BENEFITS CAROL CACCESE, TOLL COLLECTOR - EASTON-PHILLIPSBURG**

**R: 1853-09-09 – HR-02-09-09**

Chairman DeGerolamo addressed the Meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Laurenti moved and Commissioner Alfano seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution authorize that, subject to applicable practices and procedures, the Commission approves payment of retirement benefits to Carol Caccese who plans to retire January 30, 2010.”

Chairman DeGerolamo invited questions on the Resolution. No questions were presented and the Resolution was adopted.

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

### **APPROVAL OF RETIREE HEALTH INSURANCE BENEFITS ROBERT KICHLIN, TOLL SERGEANT – I-78 TOLL BRIDGE**

**R: 1854-09-09 - HR-03-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Laurenti moved and Commissioner Alfano seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorize that, subject to applicable practices and procedures, the Commission approves payment of retirement benefits to Robert Kichline who plans to retire January 31, 2010.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### **APPOINTMENT OF WILLIAM PARSONS MAINTENANCE WORKER III, NEW HOPE-LAMBERTVILLE SDTS**

**R: 1855-09-09 - HR-04-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Prevost moved and Commissioner Hart seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution authorizes the appointment of William Parsons to the position of Maintenance Worker III in District I at the New Hope-Lambertville, SDTS Bridge that will be vacated by the retirement of C. Voorhees on or after October 1, 2009 with compensation established at \$30,791 per annum, which is the minimum step in range for the Maintenance Worker III position (\$30,791-\$39,289), pending satisfactory completion of the required personnel processing.

**“FURTHER RESOLVED**, that the Commission authorizes the Executive Director to effect the employment of William Parsons to the Maintenance Worker III position pending satisfactory completion of the required personnel processing.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

### **ELECTRONIC SURVEILLANCE / DETECTION SYSTEM PROGRAM MANAGER, CONTRACT C-396A**

**R: 1856-09-09 - ENG-01-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Laurenti moved and Commissioner Hart seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorizes the Executive Director to execute Contract Modification No. 6 to Contract C-396A: Electronic Surveillance / Detection System Program Manager by an amount of \$59,954.94, and to increase the not-to-exceed amount of said contract from \$2,283,439.60 to \$2,343,394.54, a 3% increase.

**“FURTHER RESOLVED**, Identify Contract No. DB-396A, ESS DBM project as the source of funds required for payment of any invoices.

**“FURTHER RESOLVED**, The Executive Director is hereby authorized to approve and execute all necessary contracts on behalf of the DRJTBC.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### **NEW HOPE-LAMBERTVILLE TOLL BRIDGE ADMINISTRATION FACILITY ELECTRICAL SYSTEM IMPROVEMENTS, . CONTRACT T-397E AWARD OF CONTRACT**

**R: 1857-09-09 - ENG-02-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Laurenti moved and Commissioner Broughal seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution , recognizes the exigent nature of this situation and awards the New Hope-Lambertville Toll Bridge

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

Administration Building Electrical System Improvements Project to the lowest responsible bidder, Dayspring Electric, Inc. of Richboro, PA in the amount of \$251,375.00.

**“FURTHER RESOLVED**, Identify the General Reserve Fund as the source of funds required for any and all disbursements; and be it.

**“FURTHER RESOLVED**, The Executive Director is hereby authorized to approve and execute all necessary task orders on behalf of the DRJTBC.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### **I-78 TOLL BRIDGE OPEN ROAD TOLLING (ORT), AWARD OF CONTRACT; CONTRACT DB-427B**

**R: 1858-09-09 - ENG-03-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Hart moved and Commissioner Laurenti seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, award the design-build Contract No. DB-427B, I-78 Toll Bridge Open Road Tolling (ORT) to the lowest responsible bidder, A.P. Construction of Philadelphia, Pennsylvania for an amount of \$4,786,000.00 prior to the execution, the contracts will be reviewed by Commission Counsel to verify that the agreements are in proper form for execution by the Executive Director.

**“FURTHER RESOLVED**, Identify the General Reserve Fund as the source of funds required for payment of any invoice ; and be it

**“FURTHER RESOLVED**, The Executive Director is hereby authorized to approve and execute all necessary contracts on behalf of the DRJTBC.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

### **CUSTOMER SERVICE CENTER / VIOLATION PROCESSING CENTER DBOM**

**R: 1859-09-09 - ENG-05-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Hart moved and Commissioner Prevoznik seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, provides authorization to the Executive Director or his designee to execute agreements with the Department of Motor Vehicles (DMV) from the states of Delaware, Pennsylvania, New Jersey and New York for the DMV to share their data with the E-ZPass Customer Service Center/Violation processing Center (CSC/VPC) provider, ETC.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### **CONSTRUCTION INSPECTION TASK ORDER AGREEMENT-NJ ASSIGNMENT, AWARD OF CONTRACT, CONTRACT C-455B**

**R: 1860-09-09 - ENG-06-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Alfano moved and Commissioner Griggs seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, award contract No. C-455B, Construction Inspection Task Order Agreement-NJ Assignment, to Remington Vernick & Arango of Bordentown, NJ for a twenty-four (24) month period for an amount not-to-exceed \$0.4 Million.

**“FURTHER RESOLVED**, Identify the General Funds as the source of funds required for payment of any invoices.

**“FURTHER RESOLVED**, The Executive Director is hereby authorized to approve and execute all necessary contracts on behalf of the DRJTBC.”

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

#### **CONSTRUCTION MANAGEMENT TASK ORDER AGREEMENT-NJ ASSIGNMENT, AWARD OF CONTRACT; CONTRACT C-530A**

**R: 1861-09-09 - ENG-07-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Prevost moved and Commissioner Laurenti seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at its Regular Meeting assembled this 29<sup>th</sup> day of September, 2009 that the Commission, via this Resolution award Contract No. C-530A, Construction Management Task Order Agreement-NJ Assignment, to Urban Engineers of Cherry Hill, NJ for a twenty-four (24) month period for an amount not-to-exceed \$0.4 Million.

**“FURTHER RESOLVED**, Identify the General Reserve Fund as the source of funds required for payment of any invoices.

**“FURTHER RESOLVED**, The Executive Director is hereby authorized to approve and execute all necessary contracts on behalf of the DRJTBC.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

#### **APPROVE PAYMENT OF INVOICE FOX ROTHSCHILD, PA LEGAL COUNSEL**

**R: 1862-09-09 - ACCT-01-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Broughal moved and Commissioner Laurenti seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at its Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, Authorizes payment of invoice numbers #1125856, #1125858, #1125863, #1134758, #1134761, #1134764, #1134765, #1134766, #1134769, #1134770, #1134771, #1125861, #1125867, #1125869, #1143185, #1143187, #1143188, #1143190, #1143193, #1149194, #1143197, #1143198, #1143199, #1143200, #1143201, #1151782, #1151780, #1151776, #1151774, #1151766, #1151764, #1125860, #1143191, #1143189, #1151770 and #1134756, #1125864, #1125868, #1151760, #1151761, #1151765, #1151778, #1143202, #1151768, #1125855 and #1151769 in

## **DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

### **Meeting of September 29, 2009**

the total amount due of \$51,369.16 for Capital Improvements, to Fox Rothschild, PA Legal Counsel.

**“FURTHER RESOLVED**, identifying the Appropriate Funds as shown on the invoice distribution sheet as the sources required for any and all disbursements.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### **APPROVE PAYMENT OF INVOICE- FLORIO, PERRUCCI, STEINHARDT AND FADER, NJ LEAGL COUNSEL**

**R: 1863-09-09 - ACCT-02-09-09**

Chairman DeGerolamo addressed the meeting and requested it be noted that this invoice involved issues revolving around the credit markets and consisted of a tremendous amount of research which makes up three quarters of this particular invoice and has continued to move forward.

At the conclusion of the review Commissioner Broughal moved and Commissioner Laurenti seconded the adoption of the following Resolution:

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorizes approval for payment of invoices #29063, #29064, #30182, #30181, #30296, #29336, #28430, #27247, #26203, #24506, #23835 and #22855 for a total amount due of \$100,668.03 for Professional Services Rendered to Florio, Perucci, Steinhardt and Fader, NJ Legal Counsel.

**“FURTHER RESOLVED**, identifying the Operating Fund as the source of funds required for any and all disbursements.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### **APPROVE PAYMENT OF INVOICE- WOLFF AND SAMSON, NJ LABOR COUNSEL**

**R: 1864-09-09 - ACCT-03-09-09**

Chairman DeGerolamo addressed the meeting and asked the Commission Members if, after their review, were there any questions.

At the conclusion of the review Commissioner Broughal moved and Commissioner Laurenti seconded the adoption of the following Resolution:

## DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

Meeting of September 29, 2009

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorizes payment of invoice numbers #231985, #231859, #231857, #231585, #232788, #232789, #23279, #232790, #233687, #233688 and #233689 dated July 13, 2009, July 15, 2009 August 12, 2009 and September 4, 2009 in the total amount due of \$18,224.68 to Wolff and Samson, New Jersey Labor Counsel.

**“FURTHER RESOLVED**, identifying the Operating Fund as the source of funds required for any and all disbursements.”

Chairman DeGerolamo invited questions on the Resolution, but no questions were presented. The Resolution was adopted.

### APPROVE PAYMENT OF INVOICE- STRADLEY RONON, PA LABOR COUNSEL

**R: 1865-09-09 - ACCT-04-09-09**

**“RESOLVED**, by the Delaware River Joint Toll Bridge Commission, at it’s Regular Meeting assembled this 29<sup>th</sup> day of September 2009 that the Commission, via this Resolution, authorizes payment of invoices dated July 24, 2009 and August 24, 2009 in the total amount of \$10,274.71 for Professional Services Rendered for periods ending June 30, 2009 and July 31, 2009 to Stradley Ronon, PA Labor Counsel.

**“FURTHER RESOLVED**, identifying the Operating Fund as the source of funds required for any and all disbursements.”

### INVITE ANY COMMENTS FROM PUBLIC

Chairman DeGerolamo addressed the meeting and invited any comments from the Public.

Ed Burdzy, Mayor of Holland Township, Hunterdon County, New Jersey, addressed the meeting and said:

*“I wanted to thank the Commission for accepting our amended application. I can assure you that the projects will begin within two weeks. We have already been assured of that by the contractor. We have a meeting this evening to award the bid, so we are hopefully going to get this moving as quickly as possible. I would like to especially thank Deputy Executive Director Tolotta and Mr. Guridy for working with us over the last two months to prepare this amended application after we were unable to reach agreement with two state agencies having jurisdiction over the original project. So thank you again on behalf of the citizens of Holland Township”*

# DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION

Meeting of September 29, 2009

## SCHEDULING OF THE OCTOBER 2009 MEETING

Chairman DeGerolamo addressed the Meeting and stated that the Commission's next meeting will be held October 26, 2009.

The Meeting will be called to Order at 10:30 a.m. in the Boardroom at the New Hope Headquarters and Administration Building, New Hope Pennsylvania 18938-9579, on Monday, October 26, 2009.


Executive Director McCartney assured the Commission Members that an "Official Notice of Meeting" would be forwarded to each and every Member of the Commission.

## ADJOURNMENT

Chairman DeGerolamo invited a motion for Adjournment.

Commissioner Broughal then moved that the Meeting be adjourned and Commissioner Laurenti seconded the motion. The voice vote was unanimously affirmative and the Meeting was adjourned at 11:30a.m., Tuesday September 29, 2009.

Prepared and submitted by:

  
WENDY VADOLA READING  
Assistant Secretary Treasurer to the Commission

Approved by:

  
FRANK G. McCARTNEY  
Executive Director

**DELAWARE RIVER JOINT TOLL BRIDGE COMMISSION**

**Meeting of September 29, 2009**

**INDEX SUPPLEMENTAL PAGE TO MINUTES**

	<b>PAGE</b>
1.   INS 02-09-09 Indemnification Clause (Consultant Contracts).....	1
2.   INS 03-09-09 Indemnification Clause (Construction Contracts) .....	2

### **General Liability Indemnification Clause**

With respect to any services or work provided by the Covered Party, its agents, servants, employees, Subcontractors and subconsultants under this Contract, the Covered Party agrees to the fullest extent permitted by law to indemnify, defend and hold harmless the COMMISSION, the Commonwealth of Pennsylvania, the State of New Jersey and their respective commissioners, employees, agents, assigns and affiliates (collectively, the "Indemnified Parties") from and against, any and all liabilities, losses, claims, damages and expenses, including, but not limited to, costs of investigation and defense, legal fees (e.g., fees of attorneys, paralegals and other legal professionals) and expenses, of whatsoever kind or nature (collectively, "Damages"), to the extent that such damages are caused by the negligence, gross negligence, willful misconduct, fraud or misrepresentation (such wrongful acts are collectively hereinafter referred to as "Fault") of the Covered Party, its agents, servants, employees, Subcontractors, subconsultants, anyone directly or indirectly employed by them or anyone for whose acts or omissions they may be legally liable. Such obligations of the Covered Party to indemnify, defend and hold harmless the Indemnified Parties to the extent of the Covered Party's Fault (i.e., proportionately), shall apply even if the Damages are caused in part by the Indemnified Parties.

The laws of the Commonwealth of Pennsylvania shall apply to the construction of the indemnification set forth herein without regarding to any conflicts of laws provisions.

## **CONSTRUCTION CONTRACT INDEMNIFICATION CLAUSE**

To the fullest extent permitted by law, the Covered Party agrees to indemnify, defend and hold the COMMISSION, the Commonwealth of Pennsylvania, the State of New Jersey and their respective commissioners, servants, employees, agents, assigns and affiliates (collectively, the "Indemnified Parties") harmless from and against, any and all liabilities, losses, claims, damages, and expenses including, without limitation, costs of investigation and defense, expert witness fees, legal fees (e.g., fees of attorneys, paralegals and other legal professionals), expenses and diminution of value, whether or not involving a third party claim, arising out of or in any manner connected with the Work to be performed for the Indemnified Parties, including, but not limited to, Work performed under this Contract, Work performed under a Change Order, or any such other Work performed for the Indemnified Parties, even for and if caused in whole or in part by any act, omission or negligence of the Indemnified Parties.

It is expressly agreed that the indemnification contained in this Contract covers claims against the Indemnified Parties.

If there are any liabilities, losses, claims, damages or expenses of any kind or nature unsettled when the Work under the Contract is finished, any unpaid amounts owed by the COMMISSION to the Covered Party shall be deferred until all such liabilities, losses, claims, damages or expenses are: (1) settled; (2) evidence of insurance coverage acceptable to the COMMISSION or indemnification acceptable to the COMMISSION is provided by the Covered Party's insurance carrier; or (3) a bond acceptable to the COMMISSION is provided by the Covered Party to secure payment of all liabilities, losses, claims, damages and expenses owed by the Covered Party to the COMMISSION.

The terms and conditions of this indemnification section shall survive any cancellation, expiration or termination of this Contract. The laws of the Commonwealth of Pennsylvania shall apply to the construction of the indemnification set forth above without regard to any conflicts of laws provisions.