

Trustees of the New Castle Common
Meeting Minutes
January 5, 2016

Present: Messrs. Wilson (*President*), Meek (*Vice President*), Alfree (*Secretary*), Gambacorta (*Treasurer*), Gallagher (*Asst. Treasurer*), Castagno, Clayton, DeAscanis, Episcopo, Yacucci, Ms. Fiske, Mrs. Ross, and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer, Terry Gormley, *New Castle Weekly*

The monthly meeting of the Trustees was held on Tuesday, January 5, 2016, in the Trustees Room of Old Town Hall. Mr. Wilson called the meeting to order at 7 p.m. Mr. Wilson called for a moment of silence.

Public Input: Judy Baldini, resident of South Street, commented on the positive change, growth and outreach by the Board in helping citizens to be aware of what the Trust is and does and she looks forward to future progress. In light of recent discussions during meetings, she suggested having a database/resource available at meetings when questions arise.

Monthly Calendar: Finance-1/19/16, 2:30 p.m.; Property Maintenance-1/29/16, 8:30 a.m.; Outreach-1/9/16, 9:30 a.m.; Open Space-1/12/16, 5 p.m.; Land Management-1/28/16, 5 p.m.

Minutes: Ms. Fiske identified changes in comments she made regarding Penn Farm. She disagreed with information Mr. Alfree presented about the farm house proposal. She was advised to discuss her concerns with the Penn Farm Committee. In the matter of being called out of order by Mr. Wilson, she noted she was asking Mr. Taylor how to withdraw her motion in order for a vote to occur. **A motion was made by Mr. Gambacorta to approve the 12/1/15 meeting minutes as amended. Mrs. Ross seconded the motion. Motion approved.**

Action Items were reviewed.

- Land Management Committee to review the matter of a roadway behind new housing units at Bull Hill – Mr. Taylor determined there is no City street there and the Historic Area Commission instructed the homeowner to include on their plans that they would not have garage doors facing Trust property; the structures were for storage only. Item to be removed.
- Storage of Trust's Charter – To be assigned to a committee. Mr. Alfree suggested revisiting in writing with State Archives on an annual basis to remind that the documents belong to the Trustees and can be requested to be returned to the Trust at any time.
- Develop a procedure that will keep sensitive documents secure – Ongoing.
- Mr. Taylor requested a copy of the written agreement about the sluice gates/Broad Marsh for the Trust's records – Item to be removed.
- Bellanca insurance issues – Item to be removed.
- Contact DelDOT about cleaning up under the overpass near Airbase Carpet Mart – Item to be removed.
- Letter to the City reminding them of their responsibility for lowering and raising the flag in Battery Park – Item to be removed.

Property Manager's Report – Mr. Marinelli reporting.

- No action to date on requests to New Castle County for tax exemptions for certain Trust properties.

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- We continue to advertise Tremont on the internet. Mr. Gambacorta said we have been advised not to pay taxes on the property this year. Costs will be significant (~\$60,000); discussion on whether to consider this as a possible liability will take place at the Finance Committee meeting on 1/19/16.
- Mr. Marinelli and Ms. Fontinha have been organizing Trust records (minutes, financial reports, audit, election) to store in the vault. Deeds to most Trust properties have been secured. Maps and blueprints will be filed.
- A shredding event is scheduled for 1/25/16 in front of Old Town Hall. The public will be invited to participate and specific guidelines must be followed. City Police will be notified to block off an area for shredding.
- A Building Assessment Meeting is scheduled for 1/11/16 at 11 a.m. Mr. Gallagher would like to have members of the Property Maintenance Committee and Finance Committee on hand to review the draft before it is published.

Treasurer's Report – Mr. Gambacorta reporting.

Treasurer's Report for 12/31/15 was sent out electronically prior to the meeting.

Mr. Castagno made a motion to approve the Treasurer's Report dated 12/31/15 as distributed. Mr. Gallagher seconded the motion.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gambacorta reporting.

The committee met on 12/30/15.

- Old Library – Awaiting the ADA consultant's proposal. Mrs. Ross asked if Cindy Snyder at the Court House had been notified about her experience with the State and ADA compliance. Mr. Gallagher said the committee is not looking to make any structural change. The committee chose to get an expert's opinion and recommendation that will help us legally if any issues arise. (*The Court House is a State facility and the Trust is a private entity.*) The Land Management Committee will follow up with Ms. Snyder.
- ATM at Verizon – No update.
- M&T Drive-Thru Bank -- Appraisal received from Gary Parker. Copy sent to M&T for review. Negotiations set to begin next month; the lease expires in August 2016.
- One tenant is in arrears (rent and taxes). Mr. Marinelli will send a letter informing they must be made current within three (3) months.
- Mr. Taylor wrote an opinion on the Penn Farm House. All board members received a copy in their mailboxes. They were asked to review it and discuss at the next meeting.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

Community grant requests have been received; about \$200,000 in requests. The committee will review the requests on 1/9/16 and determine if more information is needed. They will report their findings in February and vote on recipients in March. They have one issue to discuss in executive session. Mr. Taylor praised the committee on the number of notices placed in the *New Castle Weekly* in various locations advising the public about the grant requests and how to apply.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

A list of projects/activities was circulated and reviewed. Highlights of completed items:

- Dobbinsville – Planting of street trees is finished.
- Battery Park – The flag pole is now lit.
- Bellanca – Lighting in the parking lot is now on a separate meter and the Trust is paying for power. Mrs. Ross asked if Municipal Services Commission has been approached about helping with the cost for lighting. Mr. Clayton has not approached them and suggested waiting to see what costs will be incurred first.
- Fifth Street Library – Copper gutters and roof put up on front and back entrances and the camera system has been installed.

Mr. Meek talked about the need for pointing on Old Town Hall. This subject will be raised in the Building Assessment Meeting. Mr. Meek wondered if the Board has given thought to supporting any of the way finding signage that is being put up in the City. Some may be on Trust properties (ex.-Fort Casimir). He asked if there is a cap on the number of signs to be erected and who makes that decision. Mr. Wilson suggested the City would be responsible.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The committee is evaluating the performance of our investment managers and discussing ways to improve our invested capital. They will report back in the coming months. They continue to improve the quality of reporting by using a system of codes (sources of expenses and revenues).

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

No update.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

The committee met on 12/12/15. They are planning on moving forward with Phase I of the Bicentennial Park. Ms. Fiske has contacted tree firms and RFP's will be sent out in the near future.

(Prior to the meeting, Ms. Fiske sent the following text about a possible solution to the access issue to houses on Cloud's Row): "Of the houses affected two are owned by absentee landlords in Manhattan and California and are badly taken care of and vacant. The owners of the other houses bought them after we surveyed the property and notified the owners that the Trustees were taking back the land in order to install a park at which point they would not have access, but would have a handsome park in the back of their properties. Taking three feet from the two Trust lots for an alley would give away 10% of the park land which would narrow an already narrow space. Some City residents might be angry at the favoritism shown to a few owners giving them private use of valuable Trust property in that way. A solution if the Board wants to, and if the owners agree, is to install gates in the fence to let the inhabitants have access during this phase of the park. Mr. Meek suggested invisible gates that would look like part of the fence. We could do this as long as the owners sign an agreement stipulating the park will not be abused in any way. The fourth house on the river side, 117, which has access to Delaware

Street from the side, has expressed interest in having a gate to the park.” *(The resident and owner of 117 is a relative of Ms. Fiske’s; she will abstain from voting.)*

Mr. Meek asked if Ms. Fiske has a picture of what she is proposing before any voting is done. It would be good for the Board to see what is proposed prior to voting. Ms. Fiske worked with Leila Hamroun, Historic Area Commission (HAC) architect, on a design that would include wooden dog ears (standard for HAC).

Ms. Fiske made a motion that when the fence for Bicentennial Park is put in place, invisible gates for houses on Cloud’s Row would be installed to provide entry to the park provided the owners of the houses sign and return to the Trustees by a date to be determined the following agreement that stipulates: The owners may be charged the cost of the gates and installation, if any residents of Cloud’s Row houses should abuse said privilege by abusing the park in any way, or using the park for trash, recycling or any storage, after notifying the owner the Trustees will seal the gate removing access. The agreement should also include language making it clear that owners cannot claim adverse possession at any time.

She suggested voting on the motion now and select the design of the fence in February. If the motion passes then she would put forth two other motions. Mr. Wilson asked if her motion would include a fourth gate.

Ms. Fiske’s proposed one of two additional motions. First would be that the gates to 119, 121, and 123 Delaware Street be installed. Or, a motion that gates be installed at 117, 119, 121, and 123 Delaware Street. Ms. Fiske will abstain from voting because a relative lives in one of the houses. Mr. Wilson asked that she also abstain from discussion. Ms. Fiske asked Mr. Taylor for a ruling on the latter; he will look into the proper parliamentary procedure.

Phase I includes putting up a fence (Ms. Fiske sent the Board the portion of the minutes approving Phase I). Mr. Episcopo questioned putting up the fence before work is done on the park. Ms. Fiske said no restrictions for workers will be created.

Mr. Alfree does not believe a motion is necessary since the fence is part of Phase I that has already been approved. He wonders who enforces closing a gate in the wake of unreliable owners who live outside the area and do not take care of their property. Ms. Fiske was satisfied to skip a motion.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

The online application form is nearly finished. The form will be sent to the Board for review before going live.

OTHER COMMITTEES

Election Committee – Mrs. Ross, Chairperson, reported that the committee will wait until the deadline to file to determine if there will be an election. Posters are being put up throughout the City informing of the election. Board members are welcome to pick up posters in the office

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and post. Mr. Alfree suggested advertising that voters must be on the Trustees' voting list in the *New Castle Weekly*. The election is scheduled for 2/27/16.

Messrs. Wilson and Yacucci will be meeting with the Little League to discuss proposals. Those proposals will be discussed in executive session.

Penn Farm House – Mr. Alfree reported that a draft copy of the agreement with BSA&A concerning the farm house was given to the Board. There were questions about items listed on page 4 of the agreement. Mr. Alfree will clarify the contents of the agreement and send an updated document to the Board.

In accordance with the bylaws, a form has been provided whereby any Board member can express their interest in an office. The form is to be signed and returned to the Trust Office by 1/19/16. An election ballot of candidates will be distributed in February and returned to the Trust Office by the third Tuesday of the month. The Chairs of the Land Management, Finance, Property Maintenance, and Outreach Committees will meet to tally votes. Officers will be announced in March and take office in April.

COMMUNICATIONS – Mr. Wilson reporting.

A 'thank you' card was received from the Friends of Mt. Salem wishing the Trustees a happy holiday season. Other non profits also sent holiday cards.

Action Items

- Storage of Trust's Charter. (Alfree—12/1/14)
- Develop a procedure that will keep sensitive documents secure. (Alfree – 1/6/15)
- The Land Management Committee will follow up with Ms. Snyder about ADA compliance at the Court House. (Gambacorta – 1/5/16)
- Messrs. Wilson and Yacucci will schedule a meeting with the Little League. (1-15-16)

At 8:05 p.m. Mr. Gambacorta made a motion to enter into Executive Session. The motion was seconded by Mr. Episcopo. Motion approved.

Regular session was resumed at 8:38 p.m.

Mr. Gambacorta made a motion to approve the assignment of the Spallco lease to Avis Rent-A-Car with a release of liability of Spallco. Mr. Gallagher seconded the motion. The motion was approved unanimously.

The Board entered into discussion about a financial contribution to MSC's Winter Heat Assistance program. All Board members agreed to some type of funding for New Castle residents only. Mrs. Ross agreed to contact MSC to get the particulars of the program and to determine a reasonable amount of funding. The Board agreed to have an email vote on the amount of the contribution.

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Discussion followed about the upcoming shredding event scheduled for Monday, 1/25/16, at the Trustees Office. Board members were reminded of the rules for preparing their documents for shredding. Board members were informed that the required shredding boxes are available in the office.

Mr. Wilson requested that each Trustee read through the *Modern Rules of Order* that was distributed at this meeting. They will govern our meeting procedures. The Board previously voted to accept the *Modern Rules of Order* and not *Roberts Rules of Order*.

There being no further business to address, the meeting was adjourned at 8:44 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
February 2, 2016

Present: Messrs. Wilson (*President*), Meek (*Vice President*), Alfree (*Secretary*), Gambacorta (*Treasurer*), Gallagher (*Asst. Treasurer*), Castagno, Episcopo, Yacucci, Ms. Fiske, and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer, Terry Gormley, *New Castle Weekly*

Absent: Messrs. Clayton and DeAscanis, Mrs. Ross

The monthly meeting of the Trustees was held on Tuesday, February 2, 2016, in the Trustees Room of Old Town Hall. Mr. Wilson called the meeting to order at 7 p.m. Mr. Wilson called for a moment of silence.

Public Input: Mary Davis, resident of 24 East Third Street, has read about plans for the Bicentennial Park in the *New Castle Weekly*. She likes the idea of fixing up the park and is opposed to installing restrooms. The National Park Service (NPS) will likely put in restrooms at the Sheriff's House. The neighbors have not heard about the new fence, gates, or whether they will have access. She has noticed that other people have houses that back up to Trust property and she thinks it is a matter of fairness. Cloud's Row already has fences. It would be good to talk to the neighbors. Ms. Fiske said that her committee has tried several times to have the letters sent out, but the president stopped them. She presented a motion in January 2016 to have invisible gates that were not voted on. She asked Mrs. Davis to convey to the neighbors that the fence the Trustees plan on installing is a good looking, simple fence. Mrs. Davis reiterated the neighbors do not know what is happening and suggested communicating with them before a vote is taken.

The Board will take Mrs. Davis' comments under consideration during committee reports.

Monthly Calendar: Finance-2/17/16, 2:30 p.m.; Property Maintenance-2/26/16, 8:30 a.m.; Outreach-TBD; Open Space-2/9/16, 5 p.m.; Land Management-2/25/16, 5 p.m.

The deadline to submit election ballots for next year's officers is 2/16/16.

Minutes: A correction was made on page 2. **A motion was made by Mr. Gambacorta to approve the 1/5/16 meeting minutes as amended. Mr. Gallagher seconded the motion.**

Motion approved.

Action Items were reviewed:

- Storage of Trust's Charter – **To be assigned to a committee.** Mr. Alfree suggested revisiting in writing with State Archives on an annual basis to remind that the documents belong to the Trustees and can be requested to be returned to the Trust at any time.
- Develop a procedure (space, appropriate environment) that will keep sensitive documents (ex.-historical documents, active leases) secure. **To be removed from the list.** *Mr. Marinelli confirmed that \$10,000 remains in the budget for archives and filing. He and Ms. Fontinha have been working on some of the documentation.* Ms. Fiske talked about a library of the New Castle Library Company that represent a number of old books that are not covered by insurance. The library building has been insured by the Trustees, but the New Castle Historical Society (NCHS) insures NCHS contents only. Ms. Fiske suggested setting aside funds to address appraising and insuring the Library Company books. Mr. Wilson directed the Archives Committee (Ms. Fiske and Mr. Meek) to report findings under Other

Committees on the agenda. (*The Archives Committee is an ad hoc committee.*) Mr. Wilson agrees with adding a line to the budget to cover insuring the inventory of books.

- The Land Management Committee will follow up with Ms. Snyder about ADA compliance at the Court House. (Gambacorta – 1/5/16) **To be removed from the list.** The Land Management Committee will provide updates as they are available.
- Messrs. Wilson and Yacucci will schedule a meeting with the Little League. (1-15-16) Mr. Wilson will report on his and Mr. Yacucci's meeting with the Little League during Executive Session. **To be removed from the list.**

Treasurer's Report – Mr. Gambacorta reporting.

Treasurer's Report for 1/31/16 was sent out electronically prior to the meeting.

Mr. Gallagher made a motion to approve the Treasurer's Report dated 1/31/16 as distributed. Ms. Fiske seconded the motion. The Treasurer's Report was approved.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gambacorta reporting.

The committee met on 12/30/15.

- M&T Drive-Thru Bank -- Starting to negotiate a new lease for August 2016 based on the appraisal value in the event the land is developed.
- Annual and quarterly sewer bills have been received in the amount of \$25,000. Letters have been sent to tenants for reimbursement.
- Notices to be sent to neighboring property owners regarding encroachment on Trust properties (playground equipment, grills). The committee suggests a policy making notices a routine practice every five (5) years. Mr. Wilson asked Mr. Meek and Ms. Fiske to do an inspection. Mr. Meek asked for assistance in doing the inspections.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

A summary of requests for community grants was distributed prior to the meeting. The committee received about \$200,000 in requests. The Outreach Committee will make the following recommendations to the Finance Committee:

Individual, smaller grants the committee recommends approving:

- Good Will Fire Co., New Castle Senior Center, Friends of Bellanca, St. Anthony's Society, and Separation Day. The same amounts requested as last year.
- Some of the requests for more funding include the Beautification Committee and the New Castle Public Library due to rising costs and decreasing support for the library from other sources. The committee is concerned the increases may be a trend. In addition to the receipts provided, the committee is asking Gene Dempsey to provide plans showing where the committee is planting flowers this year.

The committee disagreed on several requests.

- Arasapha Garden Club requested an additional amount this year for holiday wreaths. Half of the wreaths they make go to businesses and the committee does not recommend an increase in funding to provide wreaths for businesses. We suggest that Arasapha get support from local businesses.

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- New Castle Historical Society (NCHS) – *(Mr. Meek recused himself from discussions; he is on the Board of the NCHS.)* The committee recommends the same amount as last year. NCHS requested funds for three (3) items:
 - A new exhibit that the committee supports.
 - Arsenal on the Green -- The NPS, the City and NCHS think it could be a visitor center or central point for visitors. NCHS' funding request will be used to pay for staff to keep the building open. The committee recommends matching funds from the NPS or City to complement a grant to pay for staff time. Mr. Meek disagrees saying the NCHS will try to secure funding from the NPS and the City. Three out of four committee members recommend approval of \$10,000 subject to receiving matching funds.
 - NCHS requested \$6,000 last year for the Old Library with the understanding the Trustees would assume operating costs. Dan Citron, NCHS Director, produced bills for security, utilities and insurance that NCHS paid. The committee suggests speaking with the Property Maintenance Committee about setting aside \$2,000 to cover costs that are our responsibility. Mr. Wilson said many of our non profits pay their own utilities. We handle building maintenance, but not utilities and insurance.
Mr. Taylor reported that Mr. Citron informed the Land Management Committee that their request for funds is for a period of time when they could not use the building due to ADA concerns. Their understanding was that the Trust was going to pay for the services mentioned but did not.

New applicant -- The Knights of Columbus (Knights). They raise money through food sales at community events like Arts on the Green and believe that Trustees' fees are prohibitive. Mrs. Ross can provide more information. Mr. Castagno clarified the Trustees has waived fees for Arts on the Green sponsored by the Lions Club. He does not know if a fee is charged by the Lions Club, but no fee is assessed by the Trustees. It is not clear whether the Knights applied for exemption of fees. The Knights requested:

- Tuition support for St. Peter's School -- The committee recommends \$500 for tuition support, but only for students living in the City of New Castle city limits.
- Capital improvements at St. Peter's School -- The committee does not recommend funds for capital improvements.
- Funds for community outreach in the City of New Castle -- The committee recommends \$500 for community outreach, except for religious or politically-connected agendas.

(Mr. Gallagher recused himself from discussion at the committee level; he is a member of the Finance Committee at St. Peter's School.)

The New Castle City Partnership (Partnership) is requesting a grant of \$5,000 for A Day In Old New Castle (ADIONC), Arasapha Garden Club, and the New Castle City Library. Last year the Partnership asked for \$10,000 for ADIONC and a portion of those monies were given to the Arasapha Garden Club and the library. The committee believes the Partnership should not be used as a 'pass through' for donations. The committee recommends \$5,000 for ADIONC and

encourage the Partnership to retain profits to use next year rather than submit another grant request for this event.

The City requested \$250,000 for major street and drainage issues throughout the City. The committee was split on whether to support infrastructure and supplement the City's other operating income—taxes. Mr. Gallagher said the Trustees previously agreed to only support major, unexpected items like wastewater treatment and ADA curb items, not to fund items like a police car or garbage truck. Mr. Wilson asked the Outreach Committee to remove the City's request from the standard grant procedure. Any City request should go directly to the Finance Committee for review, then discussion with the full Board. Ms. Fiske disagreed saying the Outreach Committee is charged with evaluating grant requests, including those submitted by the City. Mr. Meek thinks that funds going to the City needs to be discussed with the full Board before it goes to the Finance Committee.

Mr. Castagno thinks we should look at capital infrastructure requirements through a mechanism such as municipal loans, notes, referendum, etc. and look at them from a debt perspective. It is his opinion this Board should not be involved with identifying roads the City should pay for. Ms. Fiske expressed concern with the City not raising taxes and relying on the Trustees to provide funding. Mr. Alfree wants to focus on and maintain Trust properties, all of which benefit the citizens of the City. Mr. Meek agrees that taking care of Trust property is important to help the citizens of the City, but is not achieved solely by spending money on our buildings. Mr. Castagno reminded that the Trustees were incorporated to protect and improve the properties of the holding. By doing so benefits the citizens of the City of New Castle.

The full Board will discuss each item during budget discussions in March.

Follow-Up discussion – In January Mrs. Ross talked about a possible contribution to the Municipal Services Commission (MSC) to help customers in need of assistance pay for their utility bills. The fund is administered by the Salvation Army. MSC did not submit a request for funds this year; they believe they have enough funds because the program was under utilized by customers last year. The Salvation Army is discussing ways to inform customers of eligibility for assistance. MSC Secretary Pam Patone appreciates the Board's offer to assist and will keep us informed about utilization of the program this year and if Trust assistance is needed. Mr. Wilson requested Ms. Patone talk with the Salvation Army to make sure that only residents of the City of New Castle are granted assistance should the Trust provide funding.

PROPERTY MAINTENANCE COMMITTEE – Mr. Wilson reporting.

No report. Any questions concerning maintenance issues should be sent to Mr. Clayton for response at next month's meeting.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The committee met with the Trust's two (2) investment managers for an annual report. Over the last three (3) years we realized an average annual asset appreciation of about 6%. We are

working on due diligence to decide how to improve that figure. The committee has started to compile the revenue side of our budgeting process. We know our monthly operating income. The committee is also working on compiling historical data on costs.

LIBRARY COMMITTEE REPORT

No report.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

An email explaining and updating activities over the last month was distributed prior to the meeting. Ms. Fiske reported that four (4) proposals have been received for tree removal. Proposals are available for review in the Trust Office. Ms. Fiske has have been in contact with Dave Carter, President of the Delaware Audubon Society, in hopes they would work with the Trustees to develop a bird watching area at the Hermitage site. The Audubon Society is not able to work with us for over a year. Ms. Fiske then contacted Lisa Smith, Executive Director of the Tri-State Bird Rescue. Ms. Smith is a member of the Delmarva Ornithological Society (DOS). She contacted the organization’s president, Bill Stewart. Ms. Smith and Mr. Stewart met with Ms. Fiske and Mr. Meek at the site and are interested in collaborating on the project. The Hermitage area, marsh and surrounding land and trails total 145 acres. There are many birders in the City that could be contacted for help along with the American Birding Association (ABA) and DOS to form a volunteer group. The nature preserve would draw out-of-town visitors who would patronize local businesses. The DOS and ABA is willing to talk with the Board on the best ways to achieve a birding area inexpensively (ex.-bush hog to expand a loop trail and create a small parking lot). Ms. Fiske said it would be wise to post the land, noting a nearby deer stand. Any hunting should be regulated for safety. A platform or tower for the marsh could be added later that would enhance birding and wildlife viewers and photographers. A small brick outbuilding may be historic and needs to be secured. Remnants of a barn wall still exist and Mr. Wilson is concerned with theft of the bricks.

Mr. Meek distributed maps of the area. He noted an area from the high school to the edge of the marsh. The distance between the school and a deer stand is 600 ft. He wonders how reasonable it is to allow deer hunting so close to a school. The trails need to be opened up. Concerning liability, Mr. Taylor said if the Trust makes our lands available for recreation purposes at no charge to the public, it limits our liability. The tower would be covered by insurance. Mr. Wilson asked if this project would be managed by another nonprofit using our funds to get started. Mr. Meek said the DOS and ABA is willing to give us guidance and a volunteer group could be set up to manage the area. Hunting—Mr. Yacucci said that hunters must be 50 yds. away from an occupied building to discharge a firearm or bow. Mr. Wilson is not comfortable with hunting in the area while people have access to the property. The Open Space Committee was directed to focus on posting the property. This is a change in policy. Noting this change in policy, **Mr. Castagno made a motion to post ‘no hunting’ signs throughout the Hermitage/Broad Marsh property and to authorize the Property Manager to handle and execute. Ms. Fiske seconded the motion. Motion approved.**

Going forward, Mr. Wilson asked that the property be referred to as the Hermitage Wildlife Area.

Ms. Fiske made a motion that the Board set aside a sum of not more than \$25,000 in capital expenses to move ahead with implementing the first phase of the Hermitage Wildlife Area project and that the Open Space Committee and Property Maintenance Committee consult with the Delmarva Ornithological Society, American Birding Association, and Drew Hayes (ForeSite Associates). Mr. Meek seconded the motion. Motion approved.

Discussion followed about the timeline of the project and how it might affect the budget. A line item for the project will be added to the budget. The committee's first order of business is to post the property and then ask Antonio to work on opening the trails before spring.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

The New Castle BBQ Cook Off will take place simultaneously with Separation Day on 6/11/16. The committee is working with organizers to figure out how to marry both events. It is hosted by New Castle Charities, a local nonprofit organization dedicated to making improvements to Battery Park, supporting the arts in the City of New Castle and Battery Park, and making home improvement grants available to City residents who demonstrate the need. The committee believes it is a great event and is exempt from the ground maintenance fee and any other fees associated with it. Ms. Fiske is unfamiliar with New Castle Charities and would like to learn more about them. (Mike Quaranta is the leader of the group.)

A motion was put forth by Mr. Castagno to waive the fees to be consistent with other nonprofits using the park. Mr. Gallagher seconded the motion. Motion approved by unanimous vote.

Mr. Castagno made a motion to waive all fees for Separation Day and the other events associated with Separation Day. Mr. Gallagher seconded the motion. Motion approved by unanimous vote.

To streamline and make the application process easier, a website dedicated to Battery Park has been developed. Terry Gormley of the *New Castle Weekly* donated her time in developing the Battery Park website. The 'Plan Your Event Battery Park' button will be cross marketed with the Trustees and City website and all of the other nonprofits in the City that we partner with (Bellanca, Little League, etc.). The website will allow faster communication between potential users and committee members.

OTHER COMMITTEES

Election Committee (Ross, Wilson, Clayton, Episcopo) – Mr. Wilson reported that Carlo Viola is the only candidate for the Board vacancy. No formal election is necessary but according to Trustee law, polls will open for one (1) hour (10a.m.-11a.m.) on 2/27/16. Light refreshments will be available. Voter registration will be available; write-in votes are not permissible. A ballot is needed. Mr. Alfree suggested taking the books to be stamped. Mr. Wilson said the committee voted not to use the books for this election. Mr. Alfree reminded that the Board previously discussed and decided to continue the books; therefore, a motion is needed to change. Mr. Wilson directed that the same practice be continued. The committee will continue to meet to put a procedure in writing. That procedure will be added to the bylaws. The next

Board vacancy is 6/19/16. Due to the upcoming national elections the voting machines will be unavailable. The committee will be looking into how best to address the challenge.

Penn Farm House – Mr. Alfree distributed an update on the farm house. Contractor information has been included in the report. Report highlights:

- Farm Stand – DGI is working on final bids for construction; concrete footers are separate and will begin soon with project completion planned for 6/1/16.
- DGI met with the Department of Agriculture to discuss availability of loans and grants for the farm house.
- DGI met with Paul Lester, farmer. Soils have improved and his yield was approximately the same in 2014 and 2015.
- BSA&A (Simpers) have done additional survey work at the farm house. Putting together conceptual plans that will be provided to the full Board when received. Working in conjunction with the Delaware Division of Historical and Cultural Resources. This is particularly good since the farm house is on the National Historic Registry and guidelines will need to be followed if any federal monies are received.
- Appropriate materials will be used in the design of the farm house and porch structure and any rebuilding.
- The structural integrity of the farm house has been evaluated. We are awaiting the results.
- Renderings and costs will be coordinated accordingly.

Ms. Fiske asked about voting on this. Mr. Alfree said that as officers of the Board, he and Mr. Wilson approved going forward with Simperts. The bylaws are clear that if a project is approved and is not in excess of \$10,000, the contract can be signed by two (2) Board officers. Ms. Fiske disputed the bylaws language and expected to vote at this meeting. She questioned whether a motion was passed to approve the proposal made by Simperts. Mr. Wilson said there was approval to proceed but we needed to determine who had responsibility for the farm house. Mr. Taylor provided a legal opinion that DGI has that responsibility as spelled out in the lease. Mr. Castagno said the Board voted to support the project (11-2) at a special meeting on 6/30/15. Ms. Fiske reminded that Mr. Alfree made a motion in December 2015 and withdrew that motion indicating a vote would take place in January 2016. Mr. Alfree reiterated that Mr. Taylor needed to clarify who had responsibility for the farm house. Mr. Gambacorta does not believe that was conveyed at the meeting. Mr. Taylor said that when the maker of a motion withdraws the motion it is off the table. It is null and void in accordance with parliamentary protocol. Mr. Wilson said an invoice exceeded \$10,000 and the monies had been approved, and then it must be signed by two (2) officers. Ms. Fiske read aloud the bylaw policy (Section VIII, Standing Committees: Functions and Duties (*attached to minutes*)) that states "When an expenditure of Trust funds involves a sum of \$10,000 or more, it must be authorized by at least two (2) officers. When a specific project/repair/service involves more than one phase and/or more than one contractor; each phase/contract of \$10,000 or more must follow the above approval procedures." In this case Messrs. Wilson and Alfree signed off. Ms. Fiske restated her concern that some Board members were not aware of what was going on and she considered this to be inappropriate.

COMMUNICATIONS – Mr. Meek reporting.

- A letter dated 12/15/15 from the Arasapha Club thanking the Board for its grant that allowed them to create over 100 all-natural wreaths and greens that were provided to public buildings and businesses in the historic district.
- New Castle Public Library is seeking volunteers to participate in a local history project “Telling Our Story, Living and Working in New Castle, Delaware.” Libraries across the country collect stories in their communities. Participants interviewed would talk about what it’s like to live in and work in New Castle. Interviews will be audio taped and provided to participants. Following completion of the project a community event could be planned to present the interviews to the community. The date given in the letter to respond was 12/17/15, but Mr. Meek encouraged members to reach out to Sally Hatton.
- Mr. Wilson said we have received a number of letters from nonprofits thanking Trustees for donations made to them. Those letters are available for review in the Trust office.

Action Items

- Storage of Trust’s Charter. (Alfree—12/1/14)
- Develop a procedure that will keep sensitive documents secure. (Alfree – 1/6/15)

At 8:50 p.m. Mr. Gambacorta made a motion to enter into Executive Session to discuss matters of real estate. The motion was seconded by Mr. Episcopo. Motion approved.

Regular session was resumed at 9:29 p.m.

Mr. Wilson assigned renegotiations of the Little League lease to the Land Management Committee. There was brief discussion about moving the ‘Public Input’ agenda item to the end of the agenda. The Board decided not to move ‘Public Input’ on the agenda.

There being no further business to address, **Mr. Castagno made a motion to adjourn the meeting. The motion was seconded by Mr. Gallagher and approved.** The meeting was adjourned at 9:32 p.m.

Deborah P. Turner
Stenographer

VIII

STANDING COMMITTEES: FUNCTIONS AND DUTIES

To commit funds of the Trust involving projects, repairs (capital or otherwise), acquisitions, or other services, the following procedure is established. Each project, repair, acquisition or other service involving a sum of \$ 10,000 or more must be approved by a vote of the Board. Prior to a motion to obtain Board approval, an informative description of the proposed project/repair/service must be presented. The informational description should include background information, including: all quotes/bids or cost estimates, an estimate of the completion date (if applicable), the key objective(s) of the project and the funding source - operating or capital. Once the Board approves a project, the actual expenditure of funds will follow the following procedure:

When an expenditure of Trust funds involves a sum of \$ 10,000 or more, it must be authorized by at least two (2) officers. For the purpose of this procedure, officer is - President, Vice President, Board Secretary and Board Treasurer.

When a specific project/repair/service involves more than one phase and/or more than one contractor; each phase/contract of \$ 10,000 or more must follow the above approval procedures.

Trustees of the New Castle Common
Meeting Minutes
March 1, 2016

Present: Messrs. Wilson (*President*), Meek (*Vice President*), Alfree (*Secretary*), Gambacorta (*Treasurer*), Gallagher (*Asst. Treasurer*), Castagno, Clayton, Episcopo, Yacucci, Ms. Fiske, Mrs. Ross and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer, Terry Gormley, *New Castle Weekly*
Absent: Mr. DeAscanis

The monthly meeting of the Trustees was held on Tuesday, March 1, 2016, in the Trustees Room of Old Town Hall. Mr. Wilson called the meeting to order at 7 p.m. Mr. Wilson called for a moment of silence.

Public Input: James Tisdell, 726 West 14th Street, Washington Park raised several concerns dating back to March 1991 when a wooded area between 14th Street and Route 273 was torn down by people using a chainsaw and a bush hog. He said that residents of New Castle were not given the opportunity to get the wood that was cut down. Further, residents were unaware of a hunt at Penn Farm. He asked if a field at the Little League complex was being eliminated or being relocated near 14th Street.

Mr. Wilson said the Trustees are not moving any fields at the Little League complex any closer to 14th Street. There are no plans for the wooded area on 14th Street. Mr. Wilson was not on the Board in 1991 and could not speak to those incidents. Mr. Tisdell further spoke about flooding from storm water runoff that began in 1994 as a result of work by a developer.

Mr. Tisdell asked if the Trustees have thought of developing the tennis courts or the property next to the Marini property, suggesting such development would bring up the tax base in the City.

Mr. Craig Tisdell, 726 West 14th Street, clarified that his father's concerns are with what he perceived as reckless actions on behalf of the Trustees when the Trustees are charged with the responsibility of discharging the management of the property for the public good of the residents of New Castle.

Mark Zitz is principal at St. Peter's School. Enrollment at this time is 159 at the school. Approximately 76% of St. Peter's families receive some type of financial assistance, locally regionally or nationally. He is aware of the requests for funds presented by the Knights of Columbus. He is also aware of the Trust's belief that any funding granted by the Trust be awarded to residents of New Castle. He is prepared to put in place anything to ensure potential funding is handled in accordance with Trust requirements. Approximately half of the current student body lives within the City. Mr. Alfree questioned why the Knights of Columbus requested monies on behalf of St. Peter's instead of the request coming directly from St. Peter's. Mr. Zitz could not answer his question. In addition, Mr. Zitz is a member of the Knights of Columbus and would be grateful if St. Peter's is a potential benefactor. Mr. Wilson speculated that the Knights of Columbus fundraises for their communities and may consider the school as part of the community. Mr. Zitz added that all monies the school has received from the Knights of Columbus during his tenure have been applied to their scholarship. Ms. Fiske

Trustees of the New Castle Common
Minutes of March 1, 2016

noted the scholarship fund for college students that the Trust supports and wondered if we shouldn't consider a secondary education scholarship. Mr. Alfree has no objections with St. Peter's but suggested that Mr. Zitz submit a grant application directly next year for funding consideration.

Monthly Calendar: Finance-3/15/16, 2:30 p.m.; Property Maintenance-4/1/16, 8:30 a.m.; Outreach-3/15/16, 6 p.m.; Open Space-TBD; Land Management-3/31/16, 5 p.m.
4/9/16-Little League Opening Day & Friends of Bellanca Open House

Minutes: Corrections were made. **A motion was made by Mr. Gambacorta to approve the 2/2/16 meeting minutes as amended. Mrs. Ross seconded the motion.**

Action Items were reviewed:

- Storage of Trust's Charter – **To be assigned to the Archives Committee.**
- Develop a procedure that will keep sensitive documents secure -- **To be assigned to the Archives Committee.**

Mrs. Ross asked about Little League negotiations assigned to the Land Management Committee. Brief discussion followed. Mr. Wilson reported that the Little League Committee met with the Little League Board, but no negotiations for leases were discussed. The Little League Board requested entering into a new lease, but was told we would address that at another time. Mrs. Ross talked about information published by the News Journal prior to the Board seeing it first. Mr. Wilson said no Board member provided any information to the newspaper. Mrs. Ross was unaware of the meeting and the possibility that the newspaper might be present. Mr. Wilson indicated he did not receive advance notice that the News Journal wanted to speak with him and alerted the Board at his first opportunity. Mrs. Ross noted that Mr. Wilson spoke of the potential for commercial development at a previous Board meeting and the Board agreed. Mrs. Ross was absent last month. Ms. Fiske stated the Board was informed of a proposal at the January Land Management Committee meeting. No vote or recommendation was made, including commercial use. She thinks the matter should go through the Land Management Committee and brought before the full Board for discussion. Additionally, she asked if anything has been done to contact anyone about leasing the property for commercial use. Mr. Wilson said the Land Management Committee had an opportunity to create some space for future commercial possibilities. Ms. Fiske wants more transparency with information provided to the Board, adding it was not made clear that what was discussed at the committee level was being presented to the Little League. According to Mr. Wilson the Board reviewed this matter in executive session in February. The Board was in agreement to move forward with negotiations with the Little League.

Treasurer's Report – Mr. Gambacorta reporting.

Treasurer's Report for 2/29/16 was sent out electronically prior to the meeting.

Mr. Alfree again requested that hard copies of Treasurer's Reports be placed in respective mailboxes in the Trust office.

Mr. Castagno made a motion to approve the Treasurer's Report dated 2/29/16 as distributed. Mr. Clayton seconded the motion. The Treasurer's Report was approved. Mr. Alfree and

Mrs. Ross abstained from voting because they did not have the treasurer's report in a timely manner to review.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gambacorta reporting.

The committee met on 2/26/16.

- One tenant is in arrears three (3) months in rent and taxes for 2015. The committee voted to serve three (3) months' notice giving him until 4/1/16 to bring everything up to date.
- The committee voted to hire an ADA consultant to report on requirements and non-requirements at the Third Street Library. Based on the committee's recommendation, **Mr. Gambacorta made a motion to accept the proposal submitted by Cherilyn Widell of Preservations LLC at a cost of \$3,800. Ms. Fiske seconded the motion. Motion approved.**
- Messrs. Alfree and Gambacorta are making progress on the M&T Drive-thru property at Ferry Cut-off.
- Messrs. Marinelli and Taylor are working on the lease for the billboard on Route 273.
- A complaint was received from County Councilman George Smiley concerning flooding and drainage issues causing hazardous conditions at the Penn Mart Shopping Center. Mr. Marinelli asked that Councilman Smiley put his suggestions for remediation in writing. Mr. Marinelli did contact the tenant and forwarded the complaint because it is the activity of the tenant causing the problems, not the Trust.
- 'No Hunting' signage is on order.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

No report. Ms. Fiske suggested the committee meet with Mike Quaranta of New Castle Charities on 3/15/16 at 6 p.m.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

All projects are moving ahead as planned.

Sidewalks -- Ms. Fiske asked about old railroad tracks found when working on crosswalks. Mr. Clayton confirmed that tracks were found, but they are not the Frenchtown Railroad. Mr. Meek suggested taking measurements and record where the railroad tracks were found so when Battery Park improvements are finished the area can be marked.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

Capital Improvements Report: *(Funding amounts were provided to Board members, but are not being published in the minutes to avoid compromising the bid process.)*

A. Old Town Hall Cupola Repairs – The Property Maintenance Committee and Finance Committee have met with Frens and Frens. The contractor has recommended replacing the interior materials and structure and paint same. **Mr. Castagno made a motion to approve Old Town Hall Cupola repairs as per the Frens and Frens report and in accordance with the bylaws. Mr. Clayton seconded the motion.**

Ms. Fiske spoke about following the bylaw that states that each part of a project that is \$10,000 or over will be approved by the Board and that we will receive all proposals and RFP's and bids will be available for review in the Trust Office. Ms. Fiske was called out of order. Mr. Meek

asked if the bylaw pertains to the procurement process or implementation. Ms. Fiske read into the record Section VIII, Standing Committees: Functions and Duties. It states "To commit funds of the Trust involving projects, repairs (capital or otherwise), acquisitions, or other services, the following procedure is established. Each project, repair, acquisition or other service involving a sum of \$10,000 or more must be approved by a vote of the Board. Prior to a motion to obtain Board approval, an informative description of the proposed project/repair/service must be presented. The informational description should include background information, including: all quotes/bids or cost estimates, an estimate of the completion date (if applicable), the key objective(s) of the project and the funding source -- operating or capital. Once the Board approves a project, the actual expenditure of funds will follow the following procedure:

- When an expenditure of Trust funds involves a sum of \$10,000 or more, it must be authorized by at least two (2) officers. For the purpose of this procedure, officer is – President, Vice President, Board Secretary and Board Treasurer.
- When a specific project/repair/service involves more than one phase and/or more than one contractor; each phase/contract of \$10,000 or more must follow the above approval procedures.

Ms. Fiske emphasized the plural version of 'procedure', meaning both the first and second points.

A roll call vote was called by Ms. Fiske.

Mr. Gambacorta – no, unsure how to interpret the bylaws; unsure what is proper.

Mr. Yacucci – yes

Ms. Fiske – yes, since we will be adhering to the bylaws.

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes, but he cannot believe someone would say we should not fix the cupola.

Mr. Viola – yes, citing the same statement as Mr. Alfree.

Mrs. Ross – no, until the bylaws are clarified. If there is a concern with procedure, perhaps we need to agree upon the procedure or we may need to go through this process for each item. She prefers reviewing the procedures so everyone knows then we can go forward.

Mr. Meek – yes, he trusts the people involved will in this case and ongoing abide by the bylaws and not attempt to hide information.

Mr. Episcopo – yes

Mr. Wilson – yes

Motion approved 9-2 with 2 Board members absent.

B. Town Hall Brick Pointing – Frens and Frens suggest repair/replace deteriorating mortar with historically-correct materials. The current mortar is not regular mortar. The quote is over \$10,000. **Mr. Castagno made a motion to approve Section B of the Capital Improvement Plan, town Hall brick point. Mr. Clayton seconded the motion.**

A roll call vote was called by Ms. Fiske. She restated that the Board should be able to see all bids.

Mr. Gambacorta – no

Mr. Yacucci – yes

Ms. Fiske – yes, if the Board gets to see all of the bids

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes, he cannot believe someone would not vote to repoint this building.

Mr. Viola – yes, he concurs with Mr. Alfree.

Mrs. Ross – no, because we have not seen the bids we were promised in the past.

Mr. Meek – yes, he is sure Mr. Clayton can get bids from numerous companies that can handle soft lime mortar. It is not difficult and is done all over town.

Mr. Episcopo – yes

Mr. Wilson – yes

Motion was approved 9-2 with 2 members absent.

C. Professional Building – As the landlord, the Trust is responsible for replacing the HVAC units.

Mr. Castagno made a motion to replace the HVAC units in the Professional Building. Mr. Clayton seconded the motion.

A roll call vote was called by Ms. Fiske.

Mr. Gambacorta – no, if we take all these projects we are talking about half a million dollars. He is not suggesting we not do anything. He is concerned with the costs involved with the capital improvements projects being presented tonight. There are other things in the pipeline.

Mr. Yaccuci – yes

Ms. Fiske – yes, if we see all the bids and vote on them in accordance with the bylaws.

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes, he is also concerned with the financial part but this, but the Board hired a professional to tell us what to do with our buildings and we should move forward.

Mr. Viola – yes

Mrs. Ross – no, she thinks this could wait another month until we clarify what needs to be done and how we will proceed.

Mr. Meek – yes

Mr. Episcopo – yes

Mr. Wilson – yes

Motion was approved by a vote of 9-2 with 2 Board members absent.

D. Fifth Street Library – Significant repairs are needed in areas we cannot see during the walk around. Repairs are recommended by Frens and Frens to the exterior of the building.

Mr. Castagno made a motion to approve exterior improvements to the Fifth Street Library to repair and replace parts of the roof, pointing, and gutters with historically appropriate materials at the recommendation of Frens and Frens. It is over \$10,000. Mr. Clayton seconded the motion.

A roll call vote was called by Ms. Fiske. Mr. Yacucci challenged having a roll call vote. Brief discussion followed. Mr. Alfree said the bylaws allow for Board members to request roll call votes. Mr. Castagno prefers recognizing Board members' votes.

Mr. Gambacorta – no, because we should look at our financials. We are spending a lot of money at Penn Farm this year. If we could spread it out he probably would be in favor, but he cannot see doing everything by December 2016. Mr. Castagno said we established a line of credit for improving our properties, voting unanimously to approve it. We have not used it to date. There is a debt service component to the budget process to cover this and more. Financially we can handle this and the Board agreed to do it.

Mr. Yacucci – yes

Ms. Fiske – yes, with her previous stipulation and made the point that the Fifth Street Library is an asset to the City, but the original contractors who did work there must have done a poor job because we have been paying and paying to fix things they did wrong or went wrong. Mr. Viola asked her to elaborate. Ms. Fiske said it is a lot of money and it is not the first time. She added that Mr. Alfree has complained over the years about the windows being bad and other things that have gone wrong in the library and since the contractor has gone bankrupt we have no recourse. It is a pity we did not get better contractors. Mr. Viola said Dick Appleby and the Fundraising and Building Committees clarified that they raised \$6.5 million to make payments on the library and he resents the assertion that we did nothing and let bad things happen. He does not believe Ms. Fiske is in a position to comment.

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes

Mr. Viola – yes

Mrs. Ross – no

Mr. Meek – yes

Mr. Episcopo – yes

Mr. Wilson – yes

Motion approved by a vote of 9-2 with 2 Board members absent.

E. Battery Park Parking Lot Engineering and Installation – Design and install approximately 50 parking stalls at the West Third Street and Foundry Street area (behind bank) with connector improvements to Delaware Street. Engineering is being done by Drew Hayes of ForeSite Associates. The area is part of Battery Park. The plan was recommended by the Parking Subcommittee through the Planning Commission. Ms. Fiske thinks that because the Trust controls use of Battery Park the full Board should have been informed. **Mr. Castagno made a motion to approve the design and installation of approximately 50 parking stalls behind the bank with connector improvements to Delaware Street. Mr. Clayton seconded the motion.**

A roll call vote was called by Ms. Fiske.

Mr. Gambacorta – no

Mr. Yacucci – yes

Ms. Fiske – no

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes

Mr. Viola – yes

Mrs. Ross – no

Mr. Meek – no, he would have liked to have seen this as part of a comprehensive parking plan.

Mr. Episcopo – yes

Mr. Wilson – yes

The motion was approved by a vote of 7 to 4. Mr. Viola asked to recuse himself because his wife was involved with the Parking Subcommittee. Brief discussion followed. He confirmed he did not derive any personal benefit from his wife's service. His vote stands.

Mrs. Ross asked if anyone has talked to the residents in the area about the parking spaces. Messrs. Wilson and Castagno reminded that the Parking Subcommittee had several meetings about this specific parking project.

F. Little League Improvements – Improvements are over \$10,000. Walkway from existing parking lot that will remove the need to park in the play area. Drainage problems at the park. Dire need of assistance with water drainage and silt build up. They want to look into corrugated piping to allow water to drain properly and put dirt back over top. Have property for a playground for Washington Park. Telephone poles to be removed. Fencing needs to be put up. Total project cost will be broken down into smaller projects. All improvements have been communicated with the Little League and they agree. Their board has been part of the recommendations to some degree. Ms. Fiske asked if the Board would see the designs and details of improvements. Yes, they will.

Mr. Meek asked if Mr. Wilson has had discussions with the Little League and are in unison on how to progress. Mr. Wilson reported they have met three times with the Little League Board and he believes they are in agreement with our plans. Total funding in the amount of \$60,000 has been approved for the noted improvements.

Roll call vote taken.

Mr. Gambacorta – yes

Mr. Yacucci – yes

Ms. Fiske – yes

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes

Mr. Viola – yes

Mrs. Ross – yes

Mr. Meek – yes

Mr. Episcopo – yes

Mr. Wilson – yes

Motion was approved by a vote of 11-0 with 2 Board members absent.

Mr. Castagno publicly recognized the Property Maintenance Committee for their work on these projects and others. He called attention to the exceptional interior work done by the contractor, R.J. Peoples, Inc., in Old Town Hall.

Tentative FY2016 Operating Budget Meeting, 3/21/16, 6 p.m. -- Mr. Castagno said hard copies of the budget will be available in respective mailboxes tomorrow morning. The meeting will be confirmed once the attendance status of Messrs. DeAscanis and Gallagher is known.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

No report.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Bicentennial Park Update – Trees have been removed and Antonio has presented an estimate for grading and seeding the land. Ms. Fiske has made contact with several people to install fencing; RFP's will be sent out soon. Verizon has been contacted about removing the looping wire. There was a pipe sticking up from when trees were removed; MSC has confirmed the pipe does not belong to them. The left side of the wall was cracked as a result of tree removal. Mr. Marinelli said a claim would need to be made against Stein for damages. In addition, Ms. Fiske reported that the City will take the old billboard.

The Hermitage Wildlife Area – A meeting with an expert on birds is planned. Ms. Fiske has spoken with Dave Carter of the Delaware Audubon Society who will allow us to use some of his material. The committee will work with the Property Maintenance Committee on installing a small parking lot and to work on improving the trail. One of our tenants would like to donate to the Hermitage Wildlife Area. The amount is not being made public at this time, per the donor.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

- Delmarva Council of Boy Scouts and Cub Scouts has made a request to use the park this summer. The committee has discussed the request and will see if space is available and if it is compatible with the City and Delmarva Council program.
- The committee is working with our insurance investigator on an insurance claim filed by a person who tripped on the Riverwalk trail.

OTHER COMMITTEES

Election Committee (Ross, Wilson, Clayton, Episcopo) – Mrs. Ross reported that Carlo Viola has been re-elected as a Trustee. The election took place on 2/27/16. Mr. Viola was unopposed. Mr. Wilson notified the Board he wants to have a discussion about officer elections in executive session. Ms. Fiske wants to make the discussion public stating the bylaws were not adhered to, thus the election was not correctly done.

Mr. Meek suggested recreating the Bylaws Committee. The powers of the president are not clearly defined. He proposed recreating the Bylaws Committee (ad hoc) for, among other things, the purpose of establishing how to handle tie votes and to determine the authorities of the president. This will benefit the current and future presidents. Mr. Alfree does not believe that this topic would be suitable for executive session.

Mr. Meek made a motion to reestablish the Bylaws Committee by 4/15/16 for the purpose of establishing how to handle tie votes and determine authorities of the president, among other issues. Mr. Alfree seconded the motion. Motion approved. Interested Board members should contact the new president.

Mrs. Ross requested a proper recording of executive sessions. There have been several occasions where we have had differences concerning what was said during sessions. Ms. Fiske agreed and cited the recent lengthy discussions about the Little League.

Tie Votes -- Mr. Taylor offered that Mr. Meek is correct that there is not a procedure in place in the charter specifically for appointment of officers or to serve on a committee. State of Delaware law does not have a specific procedure to follow as a corporation in electing officers or members of committees. Your bylaws, policies and procedures address certain aspects of elections or appointment to committees. If none of those things address the procedural question, then you look to your rules of order. If the rules of order do not specify anything specific, then the president of the body may make a decision on how to proceed. Any Trustee may appeal the procedural decision of the president by making a motion to appeal. (Refer to p.6 and p.22 Modern Rules of Order.)

It is Mr. Taylor's judgment that Mr. Wilson acted accordingly and within his authority. Any Trustee can appeal the decision by way of a motion that requires a second. It is debatable then the decision would be upheld or overruled. Mr. Wilson informed the Board he is aware of his duties as chief executive officer of this body and took Mr. Meek's email into consideration before making his decision. His decision was to allow Mr. Viola to vote for officers once he became an official officer. Mr. Viola returned his sealed ballot the next day and Mr. Wilson shared his vote with the committee. Mr. Viola's vote broke the tie.

Mr. Clayton made a motion to support the president's decision concerning the way the election of new officers was handled. Mr. Yacucci seconded the motion.

Ms. Fiske appealed the decision. She has looked at the bylaws. The election of Trustees is a secret vote. The procedure for handling of absentee ballots specifies secrecy. With Mr. Viola breaking the tie obviously it was not a secret vote. For officers and committee elections we have always had secret ballots. Last year the president had committee ballots sent out with a note instructing us to sign the ballot; she refused. We should have a secret ballot. Ms. Fiske called for a revote.

The process for electing officers and committee members was discussed.

Trustees of the New Castle Common
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Mr. Meek recognized that Mr. Taylor has explained the process. He thinks it is bad precedent to use presidential decree rather than another election, which is the more common method. Mrs. Ross also appealed the decision. We should vote again. Mr. Viola was not a Trustee when the election was held. The appeals of Ms. Fiske and Mrs. Ross were not considered.

Ms. Fiske asked for a roll call vote.

Mr. Gambacorta -- yes

Mr. Yacucci -- yes

Ms. Fiske – no, because we should have a revote.

Mr. Clayton – yes

Mr. Castagno – yes

Mr. Alfree – yes

Mr. Viola – abstained*

Mrs. Ross – no, even if we revoted including Mr. Viola we don't know if the results would be the same, and that would be the most fair thing to do, but that's not the case.

Mr. Meek -- no, it is bad precedent

Mr. Episcopo – yes

Mr. Wilson -- yes

***the vote is about procedure; Mr. Taylor advised he is eligible to vote on the matter. He did not.**

Motion was approved by a vote of 7 to 3 with 1 abstaining.

Other Committees

Penn Farm House – Mr. Alfree distributed an update on the farm house. Contractor information has been included in the report. Report highlights:

- Farm Stand – Opening date is 6/1/16. Toby Hagerott will use the farm stand for the CSA program.
- Delaware Greenways Initiative (DGI) -- Positive things planned for the farm. DGI is ready to give their annual presentation. Deferring to next president to schedule.
- Farm House – DGI met with the Delaware State Historic Preservation Office in February. They received guidance as it relates to the National Registry. By mid-April DGI would like to show the Board what can be done with the house, what it would look like, and follow up with a cost estimate on renovations. Deferring to the next president to schedule.

Mrs. Ross asked if the Trust receives any monies from DGI fundraisers. Mr. Alfree said that any monies raised are put back into the farm.

New Bylaw -- Mr. Wilson proposed to add a new committee to the bylaws named the “Non-Profit Support Committee”. He read into the record the duties and responsibilities of the committee (attached to minutes). The purpose is to have updated contact information annually for our non-profits. Voting to add the bylaw will take place at the next meeting. Ms. Fiske thinks the committee is a good idea and suggested it should go through the Bylaws Committee.

Trustees of the New Castle Common
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Archives Committee – Ms. Fiske reporting.

- About 4-5 years ago the Conservation Center for Art and Historic Artifacts in Philadelphia did a study to help determine how to store our documents. The document was misplaced and has now been located and sent via email to Ms. Fiske. The document has been put in a binder. An architect will look at the third floor of the new library as a possible space. She/he will look at air conditioning, humidity control and how to arrange the storage. Ms. Fiske would like to have Messrs. Meek and Marinelli meet with her and the architect to get a proposal. They would return to the full Board with the amount. We will discuss appropriate storage for the charter in the third floor of Old Town Hall.
- The books of the New Castle Library Company are not currently insured. Ms. Fiske has contacted a former insurance agent who will research an old appraisal and provide a cost to insure the books.

2016-17 Officer Election – Officers for the next year follow:

President – Mr. Gambacorta

Vice President – Mr. Clayton

Secretary – Mr. Alfree

Assistant Secretary – Mr. Viola

Treasurer -- Mr. Castagno

Assistant Treasurer – Mr. Yacucci

COMMUNICATIONS – Mr. Alfree reporting.

None.

Joe DiStefano, Vice President of the New Castle Little League, spoke. Mr. DiStefano said after Sunday's meeting with the Trustees they felt positive. He expressed appreciation for the funding and improvements being planned.

Action Items

None.

There being no further business to address, **Mr. Alfree made a motion to adjourn the meeting. The motion was seconded by Mrs. Ross and approved.** The meeting was adjourned at 9:10 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
April 5, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Viola (*Asst. Secretary*), Castagno (*Treasurer*), Yacucci (*Asst. Treasurer*), DeAscanis, Episcopo, Gallagher, Meek, Wilson, Ms. Fiske, Mrs. Ross and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer, Terry Gormley, *New Castle Weekly*

The monthly meeting of the Trustees was held on Tuesday, April 5, 2016, in the Trustees Room of Old Town Hall.

Public Input: City resident Alice Jarvis is interested in creating a dog park. The SPCA is now in town and is interested in helping to secure funding through donations and grants. They have experience with dog parks and can help with its maintenance. Ms. Jarvis asked the Trustees to work with the SPCA to establish a dog park. City resident Valarie Windle supports a dog park and thinks it would help make the City cleaner. Mr. Gambacorta informed them that the Board will consider the request.

City resident Roger Clark questioned why the Trustee meetings are not posted in the *New Castle Weekly* and requested it be added. Terry Gormley of the newspaper said that page 3 is reserved for Trustee news. There is also a banner containing the date of the next Trustee meeting. The calendar only shows City events.

City resident Mildred Fleck asked the Trustees to reconsider spending \$150,000 to put in a parking area where green space currently exists. The area is very small and the entrance would need to be on Delaware Street since Third Street is a one-way street. The parking lot will be difficult to use during events since Delaware Street is typically closed. She disagrees with the notion that visitors will not walk to Battery Park if they cannot park nearby. She suggested parking outside the City or where the recycle bins were located. Further, Mrs. Fleck does not believe there are parking issues impacting downtown businesses.

Judy Baldini supports comments made earlier against taking up green space for a parking lot. Additionally, she would like information sessions on the duties of the Trust to resume educating citizens.

Ms. Fiske wants to discuss having the Outreach Committee request input from citizens of the City on issues of concerns such as the parking lot noting the property belongs to the citizens. She concurs with Mrs. Fleck's observation that parking is available on Delaware Street and side streets and questions the need for a parking lot. Ms. Fiske continued saying the parking lot installation was presented at the March meeting; she is unclear why it is needed. Mr. Wilson clarified that the area of the parking lot belongs to the Corporation of the Trust; the benefits of that corporation are to be disbursed to the citizens of New Castle, but the land belongs to the Trust and not the public. Ms. Fiske countered that the land belongs to the Trustees under the terms of the Trust, i.e., which is for the benefit of the citizens.

Mr. Gambacorta called the meeting to order at 7:15 p.m. Mr. Gambacorta called for a moment of silence.

Trustees of the New Castle Common
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Monthly Calendar: Finance-4/20/16, 2:30 p.m.; Property Maintenance-4/29/16, 8:30 a.m.; Outreach-**3/15/16, 6 p.m.**; Open Space-4/12/16, 5 p.m.; Land Management-4/28/16, 5 p.m.

Minutes -- Corrections were made. **A motion was made by Mrs. Ross to approve the 3/1/16 meeting minutes as amended. Ms. Fiske seconded the motion. Motion approved.**

Action Item List Review – None.

Treasurer's Report – Mr. Gambacorta reporting.

Treasurer's Report for 3/31/16 was sent out electronically prior to the meeting.

Mr. Alfree mentioned there are two (2) entries for Iron Mountain (shredding project), but they only charged us once. They were here twice, but Iron Mountain did not charge for the first visit (snow). A correction to the billing will be done.

Mr. Castagno made a motion to approve the Treasurer's Report dated 3/31/16 as distributed. Mr. Episcopo seconded the motion. The Treasurer's Report was approved by unanimous vote.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher reporting.

The tenant who was in arrears in rent is now up to date, but is still behind in sewer taxes. Mr. Marinelli is working with the tenant to resolve. The committee would like to discuss matters of real estate in executive session.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

The committee would like to discuss matters of real estate in executive session.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

Property Maintenance Update provided to the Board. Items mentioned: sidewalks at the tennis courts are completed, granite curbing begins this week depending on weather, paving on the new walkway from the parking lot to the Little League should be done tomorrow, gates and fencing should be completed tomorrow. Mrs. Ross asked what is taking place in front of the farm stand. Mr. Clayton said it is the new farm stand that must be finished by 6/1/16. They are digging footers and have poured the foundation for the new green roof. Ms. Fiske questioned whether the City has submitted for a grant for the drainage project. According to Mr. Castagno, an application was made and a response is expected any time.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The committee will meet with our two (2) investment advisors (2:30 p.m. and 3:30 p.m.) to review and discuss our capital accounts. The final operating budget showing draw downs through 3/31/16 will be published in a couple of weeks and placed in Board members' mailboxes.

Mrs. Ross informed Mr. Clayton that Good Will Fire Co.'s recent fundraiser mailing had the appearance of junk mail. Mr. Clayton will address the matter with the fire company's fundraising committee.

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Mr. Wilson inquired whether more monies are expected to be drawn from Scholarship. Mr. Castagno indicated if no requests come in by the end of March, those monies will roll over into the next fiscal year. Mr. Wilson thinks the Scholarship Committee should spend all of the monies allocated. Mr. Gallagher noted there are written criteria for distributing the monies and if rules are not followed then monies are not allocated. The committee has requested more than what was allocated because of an increase in applications. Ms. Fiske has been approached by a resident about granting scholarships to graduate students. It was suggested that the Scholarship Committee provide a presentation to the Board outlining how monies are allocated. The Outreach Committee was charged with contacting the Scholarship Committee and report back to the full Board.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

The handicap ramp is installed; they are waiting for the hand rails to arrive. The camera system has been installed.

Old Library – ADA consultant Cherilyn Widell has gone through the building and is returning on 4/14/16 to tour again with State officials.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Report distributed prior to the meeting.

Bicentennial Park Update – Three (3) proposals for the fence have been received. The committee plans to discuss the proposals with Mr. Marinelli and report back to the full Board.

Hermitage Wildlife Area – Ms. Fiske commended Mr. Meek for his work in identifying trails to be used and his work with Antonio to get the trails cleared. They hope to make the trails available in a couple of months. Mr. Meek reported their goal of having different kinds of trails with a plan for one to be handicap accessible. Russ Smith identified a wetlands area. We are permitted to put up a simple foot bridge with no railings that is exempt from Federal and State laws. We will be looking to identify whether we can put up a deck for birders to view wildlife. DNREC will visit the site on 4/20/16. Signage will be crucial in preventing ATV damage to the trails.

One of the goals is to have a deck that will look over the wildlife area. Mr. Meek asked if the committee would be able to acknowledge a sponsorship/donation in honor of someone who provides funding for the deck. Mr. Meek was charged with determining whether the individual wishes to remain anonymous.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

- 4/22/16, 1 p.m. – Bank of America/DNREC Clean Up – clean up area is being expanded to include the ferry lots, river walk, and along the Broad Marsh dikes.
- 4/23/16, 8 a.m. – New Castle Sailing Club and New Castle Partnership Clean Up.

Mr. Castagno thanked Ms. Gormley for publishing the schedule of activities at Battery Park on the Trustees' website.

OTHER COMMITTEES

Archives Committee – Ms. Fiske reporting.

The committee has not yet met with the firm to look at the third floor of the Old Library. She and Mr. Meek looked at a 1980's appraisal done by Bob Fleck on the books belonging to the New Castle Library Company. Mr. Fleck will look at the books next week.

New Bylaw – At the March Board meeting Mr. Wilson proposed the addition of a new committee to the bylaws named the “Non-Profit Support Committee”. **Mr. Wilson made a motion to add a “Non-Profit Support Committee” to Article 12, Section 3-Standing Committees to the bylaws. The committee would be number 7.** The intent of the committee is as follows: The committee shall consist of four (4) Trustees who are responsible for managing all nonprofit organizations working within the Trust, receiving monies or in-kind donations, consistent with the purpose of the Trust. This would require a change to the bylaws.

Ms. Fiske supports forming the committee, but suggested it should go through the Bylaws Committee. The committee would discuss the issue with Mr. Wilson. Any changes in wording, if needed, would be brought back to the Board next month.

There was discussion about the use of the word “manage” in Mr. Wilson’s description of the committee. Mr. Wilson explained that “manage” means the new committee would meet with respective committees, collect audits and names of officers, ensuring that legal leases and/or agreements are in compliance, coordinate meetings and/or communications with each nonprofit and review at least once per quarter, ensure Trust properties are being cared for in a positive manner, manage all public information coming from the Trust concerning a nonprofit group to local media, and maintain all aspects of information for the nonprofit organizations (i.e., who are the managing members, nonprofit employees’ names and positions within that organization). Mrs. Ross supports the idea and suggested that further clarification is needed. Whatever is going on in the nonprofits could affect our committees. **Mr. Clayton seconded the motion.**

Mr. Wilson explained the intent is for the Board to be able to manage what is happening within the nonprofits. He favors creating the committee then let committee members decide what wording should be changed and duties of the committee. Committee members would then determine policies or procedures and bring back to the Board for consideration and/or approval.

Mr. Meek asked if any rights, privileges, powers or requirements will be created. He was told that the first responsibility of the committee will be to work on the language and recommendations for the Board to consider for inclusion in Policies and Procedures.

Ms. Fiske reiterated her support for the committee and that the idea should go through the Bylaws Committee to be established as a bylaw. A Bylaws ad hoc committee may be formed by 4/15/16.

Mr. Wilson reminded that there is no Bylaws Committee at this time and he is not withdrawing his motion that has been seconded.

Mr. Wilson added the bylaws can be amended by creating a new standing committee without having a definition. Designated committee members would work together to determine the committee's duties, composition, and policies and procedures. The committee would then bring all of the above back to the Board.

Mrs. Ross suggested making the committee an ad hoc committee for one (1) year and determine whether to make it a standing committee later. Mr. Alfree concurs and further suggested having the committee work on wording, etc. and discuss later whether it should be an ad hoc committee or a standing committee.

Mr. Alfree wants to see a date assigned to the ad hoc committee and recommended that the president have the committee report back after a designated timeframe on whether the committee should remain an ad hoc committee or be considered a standing committee. It is the consensus of the Board that the concept for the committee is a good idea, but work on wording is needed.

Mrs. Ross made a motion to amend Mr. Wilson's motion to make the Nonprofit Support Committee an ad hoc committee for a period of six (6) months (members to be appointed by the president). Mr. Meek seconded the motion.

Roll call followed.

Mr. Episcopo – yes

Mr. Meek – yes

Mrs. Ross – yes

Mr. Viola – yes

Mr. Alfree – yes

Mr. Castagno – yes

Mr. Clayton – yes

Ms. Fiske – yes

Mr. Gallagher – yes

Mr. Yacucci – yes

Mr. Wilson – yes, because it accomplishes what he intended.

Mr. DeAscanis – yes

Mr. Gambacorta -- yes

Motion approved by unanimous vote.

The Board agreed unanimously to accept Mr. Wilson's motion as amended by Mrs. Ross' motion. Approved by unanimous vote.

Messrs. Wilson and Clayton requested to be on the committee.

Other Committees

Penn Farm House – Mr. Alfree distributed an update on activities at the farm house. DGI will be at the May Board meeting at 6:30 p.m. to make their annual presentation. The farm stand construction has started and must be completed and invoiced by 5/31/16. Architect Buck Simperts will be at the June Board meeting at 6:30 p.m. to give their final report as it relates to renovations of the farm house. They are near to finalizing plans for the farm house. Two versions will be provided; one is a ‘cadillac’ plan and the other a ‘VW’ plan. If renderings are available prior to the June meeting Mr. Alfree will share with the Board; however, he does not want anything made public until this Board sees their plan.

Committee selection forms were distributed to Board members and are to be turned into the Trust office by 4/15/16. Ms. Fiske noted the absence of the Penn Farm Capital Campaign Committee (2 members) on the form. Board members were asked to add the committee to the form.

Mr. Wilson received information for this meeting in the mail. Citing the cost to mail, he would like to use electronic communications notifying that our meeting materials are available in our respective mail slots. Mr. Gambacorta said that they were late getting materials out this month prompting the decision to use mail service to ensure receipt. Mr. Castagno noted it is difficult to publish the Treasurer’s Report with meeting materials since the month closes on the first of the month and our monthly Board meeting is typically the first Tuesday of the month. He suggested that a less accurate report can be part of the mailing with a more up-to-date report provided in mail slots.

COMMUNICATIONS – Mr. Alfree reporting.

A memo from Roger B. Clark to the Trustees dated 4/5/16 was read into the record.

“Whoa, whoa, whoa!!! Slow down you’re going too fast.

Remember, you were elected to serve the Trust because you’re a respected leader who will responsibly serve the Trust and the residents of New Castle.

I respectfully ask you to reflect on the outstanding reputation your predecessors developed for the Trust, and the importance of your building on their legacy. For example, how you inform New Castle citizens, especially those on West Third and Delaware Streets, about the possibility of the Trust approving and financing a permanent parking lot in Battery Park, is critical to repairing your image.

I suggest you obtain answers to the following questions before the Board votes on building a permanent parking space in Battery Park. Here are a few of my questions, and I am sure you have some of your own which need factual answers.

*Is there a rush to build a permanent parking lot in Battery Park? If so, why?
Can the lot be built on a trial (temporary) basis with a permeable removal covering?
Is it truly beneficial, for the majority of residents, to pave over green park space?
Is there an estimate of how many parking spaces to make? Why that number?
Will the vast majority of visitors use the new parking space to enjoy Battery Park or be shoppers on Delaware Street?
Have the access and egress plans for the lot been developed?*

I have no opinion on the value for New Castle residents for the undefined parking lot, because I don't have enough knowledge about its plans. However, I do take a firm stand on how forthcoming the Board should be in handling this issue. Use a well-planned proactive coordinated PR effort. Working together, you can help restore the residents' trust in and respect for you.

Go for it!"

Ms. Fiske spoke of a communication given to her several years ago about developing a long-term and short-term plan for the Trust, i.e., 10-year, 25-year, 50-year, outlining things that might benefit the city.

Action Items

None.

Upon motion made and seconded the Board moved into Executive Session at 8:35 p.m.

The Board returned to Regular Session at 9:10 p.m. **Mr. Gallagher made a motion to approve assignment of the Spallco lease to a new leasee and authorize an amendment to the lease to remove the last paragraph of Article 20.1 so that the current structure on the property does not have to be removed at the termination of the lease. The motion was seconded by Mr. Clayton and passed unanimously.**

Mr. Gallagher made a motion to authorize the Land Management Committee to renegotiate the lease with M&T Bank according to the terms discussed in the Executive Session. The motion was seconded by Ms. Fiske. Motion approved by unanimous vote.

There was brief discussion about the Trust working with the City to assist with renovating a vacant property in Dobbinsville. The decision was for Mr. Meek and President Gambacorta to meet with the City (City Administrator Barthel) to develop specifics on a renovation project for this property.

There being no further business to address, the Board adjourned at 9:15 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
May 3, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Castagno (*Treasurer*), Yacucci (*Asst. Treasurer*), DeAscanis, Gallagher, Meek, Wilson, Ms. Fiske and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer, Terry Gormley, *New Castle Weekly*
Absent: Messrs. Episcopo and Viola, Mrs. Ross

The monthly meeting of the Trustees was held on Tuesday, May 3, 2016, in the Trustees Room of Old Town Hall. Mr. Gambacorta called the meeting to order at 7:05 p.m. Mr. Gambacorta called for a moment of silence.

Prior to the meeting Delaware Greenways Initiative (DGI) presented their annual report on Penn Farm. Mary Roth, Executive Director, and Lynne Kielhorn, Board President covered several topics including DGI finances and investment in Penn Farm, William Penn High School's partnership with DGI, infrastructure improvements, and plans for 2016. A summary of programs at the farm included the Colonial School District, Food Bank, Against the Grain Farm (Toby Hagerott), land restoration, building restoration, outdoor beautification, community engagement, and the barn as a rental venue (weddings, events).

Public Input:

Josephine Moore, 31 West 4th Street, spoke against the proposed parking lot behind M&T Bank. The Planning Commission voted against recommending that location and the tennis courts to City Council. Ms. Moore commented that Third Street is a narrow street. Among her concerns with the parking lot are illicit activities in the park, an increase of traffic and drug use in the park, and a decrease in property values. Ms. Moore expressed strong concern for the safety of area residents. She believes we should be environmental stewards and focus on the people who live here.

Mildred Fleck, Delaware Street, does not have a problem finding parking. It is her experience that the most difficult time to find parking is on Sundays (church). However, she is opposed to the proposed parking lot in the park. Green space should remain green space. A playground should not be adjacent to a parking lot. Mrs. Fleck asked the Trustees to reconsider the location.

Roger Clark, West 4th Street, referenced the February 2009 Comprehensive Plan, p. 79, goal 4 that "creates new visitor and/or employee parking areas on the fringes of the historic district." Delaware Code, Title 22, Chapter 7, Item D concerns enforcement of comprehensive plans. "After a comprehensive plan or portion thereof has been adopted by the municipality in accordance to this chapter, the comprehensive plan shall have the force of law. No development shall be permitted except as consistent with the plan. (*Mr. Clark submitted his report to Mr. Gambacorta.*)

City Council President Linda Ratchford thanked the Trustees for all the work being done in Battery Park, specifically addressing drainage issues in the park and on Third Street. Infrastructure improvements and the living shoreline will make the City a model for the state.

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Council President Ratchford further thanked the Trustees for the parking lot that is based on the work of the Parking Subcommittee and other research done in the City. Extensive studies and surveys were performed. It is part of the City's Downtown Development Plan. The M&T Bank location is the best location for a parking lot. It is the only way to get ADA accessibility to the park and restroom and other locations downtown. She informed that the City does want to work with residents, perhaps issuing parking permits along Third Street. The City thinks the parking lot is needed and our local police can handle any problems in the park. Surveys indicate people feel safe. Council President Ratchford said it is a myth that there is a crime problem in Battery Park. The police chief will confirm this.

Ms. Fiske stated she does not understand why the current parking lot can't be appropriate for ADA parking. She does not agree there is a parking problem.

Council President Ratchford noted the Parking Subcommittee made the recommendation for five (5) lots. The bank location serves a combination of service for the park, residents and downtown businesses. Another study was done by University of Delaware students recently and they recommended the M&T Bank lot. The National Park Service also supports the location. The City needs a lot close to the play ground. Council President Ratchford added the City is looking at future needs in the City.

Ms. Fiske spoke with an academic who advised "you do not build parking for what you think will happen but what is there."

Mr. Alfree reminded that Public Input was not intended for open discussion between the public and Trustees. It is an opportunity for input only. Residents are welcome to contact any Trustee about this item.

City resident Angela Quinn, West 15th Street, is disturbed that all of the trees at the end of her street have been cleared. They provide shade and a wind break during storms. Her property is adjacent to the ball fields. Mr. Clayton informed the property in question does not belong to the Trustees.

Monthly Calendar: Finance-5/17/16, 2:30 p.m.; Property Maintenance-6/3/16, 8:30 a.m.; Open Space-5/10/16, 6 p.m.; Land Management-6/2/16, 5 p.m.; Nonprofit Support Committee-5/16/16, 7 p.m.

Minutes – 3/21/16 Budget Meeting – Mr. Meek noted a correction under Government Grants. He said the Outreach Committee did recommend funding of a City request, but Mr. Wilson requested the committee no longer have purview over City requests, adding they should be addressed by the Finance Committee. The City is an operating entity that requires special respect. Mr. Castagno asked that Mrs. Turner check the recording. **Mr. Castagno made a motion that the 3/21/16 minutes be approved subject to a check of the recording. Mr. Clayton seconded the motion. Motion approved.**

[Government Grants, Capital Projects – The City requested a total of \$250,000 for several projects. The Outreach Committee did recommend funding. (2/2/16 Board Meeting--"Mr. Wilson asked to remove the

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City's request from the standard grant procedure. Any City request should go directly to the Finance Committee for review, then discussion with the full Board.”]]

4/5/16 TNCC Mtg. – Correction noted. **A motion was made by Mr. Wilson to approve the 4/5/16 meeting minutes as amended. Ms. Fiske seconded the motion. Motion approved.**

Action Item List Review – None.

Treasurer's Report – Mr. Castagno reporting.

Treasurer's Report for 4/30/16 was sent out electronically prior to the meeting.

Mr. Wilson made a motion to approve the Treasurer's Report dated 4/30/16 as distributed.

Mr. Yacucci seconded the motion. The Treasurer's Report was approved by unanimous vote.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Marinelli is up to date and current with receivables. He is working on one issue concerning a sewer payment. The committee is waiting for responses from the following tenants: M&T Bank, Verizon, Dunkin Donuts, and Spallco. The committee would like to discuss matters of real estate in executive session.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

A detailed report on 717 Center Street, Dobbinsville was distributed to Trustees. Mr. Meek reported the Trustees would like to help the City by fixing up boarded houses to improve communities. We would identify and buy the house; the New Castle County Community Stabilization Program would make necessary repairs with approved contractors and then sell to people who agree to occupy the house for a minimum of 15 years. The house at 717 Center Street was auctioned off at sheriff's sale, but there were no buyers and it was to transfer back to the City within 90 days. The City has since been alerted that the past owner wants to make repairs and pay all fines and fees on the property. The Outreach Committee abandoned interest in this property and is seeking another property that might be appropriate for this type of program.

Repair costs of a house in Dobbinsville would be similar to the sale price of the house, meaning the Trustees would probably lose money. To help keep costs down, Mr. Meek approached City Council about waiving inspection fees and Council agreed. Mr. Gallagher said the committee now has a mechanism in place if we are able to identify another property to repair and sell. He said working with the New Castle County Community Stabilization Program has been positive. Mr. Wilson congratulated Mr. Meek and the Outreach Committee for their work noting that they represented the Trust well during the process.

Mr. Meek is hopeful that City Council will continue to work with the committee on future home restoration projects. Councilman Ted Megginson was in the audience. He believes as long as the property is owner-occupied that Council would support the program. President Ratchford added the City has a strong interest in being viable and will work with the Trust.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

Property Maintenance Update provided to the Board in their mailbox.

- Battery Park -- Pre-bid meeting for the drainage project – starting in mid June after Separation Day activities. Mr. Meek inquired whether there are plans for the ADA parking lot. He was informed by Mr. Clayton that plans are currently being designed.
- Professional Center – HVAC system installed.
- Little League – Pavement is done from the Bellanca parking lot to the ball park complex. Items mentioned: paving on the new walkway from the parking lot to the Little League is done; lighting from the parking lot to the Little League complex to be installed soon.
- Meadows at Bull Hill and Ward Triangle have been planted; Dobbinsville will follow. A no till process is being used for planting seeds. Mr. Gallagher asked for clarification on trees and landscape work being done at the Ferry Cut-Off. Mr. Wilson explained the location of a meadow, about 60 ft. by 120 ft. The location was discussed last year. Mr. Gallagher noted a meeting on 10/6/15 when approval was received for trees and landscaping at the Ferry Cut-Off. Mr. Castagno informed the meadow budget appears on the capital budget. Mr. Meek spoke about certain trees and grasses that were cut down in the area. Mr. Clayton said the committee has worked closely with Drew Hayes of Foresite Associates to identify invasive plants and remove same. Mr. Wilson clarified that one tree was diseased and another tree was growing sideways with the roots extending from the ground. Both were removed. Ms. Fiske would like the Open Space Committee to work with the Property Maintenance Committee, in accordance with the bylaws.
- 5th Street Library – Handicap hand rails installed.

Ms. Fiske requested the status of grant funding for the drainage project. According to Mr. Castagno a response is expected any time. He further thanked Council President Ratchford for her work bringing together federal and state officials to find grants.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The operating budget and capital budget were provided to the Board. The operating budget was approved by the Board. The capital budget reflects \$2m in capital investments in Trust properties (buildings, restorations, open space preservation). The audit process for the most recent fiscal year will begin soon. The committee has met recently with investment managers. Year to date performance is slightly less than 1%. The Finance Committee is comfortable with current fund performance.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

- Contractors needing to do work in the library must contact Julie Kirk in advance of doing work. Library employees begin at 9 a.m.
- New Castle County is working with the library to get back to funding levels prior to cuts several years ago.
- The library ramp to the Children’s Garden is now complete.

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Old Library – Mr. Marinelli reported that ADA consultant Cherilyn Widell did a preliminary report and will review findings with Ms. Fiske, Messrs. Marinelli and Viola, and Dan Citron, President of the New Castle Historical Society. A final proposal is expected after the meeting.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Report distributed prior to the meeting.

Bicentennial Park Update – Grading has been done by Paul Antonio. Fencing will be installed next week, weather permitting. Seeding will follow; reseeding may be needed in the fall. If any monies are left over the committee will look at additional plantings. The agreement with Peter McCurdy has been signed. John Wik is providing a recycling fountain pro bono. The fountain is small and can be moved easily. There was discussion about whether the fountain would be part of Phase II that has not been approved. Mr. Meek feels that since there is no cost involved with the fountain it could be done as part of Phase I. He added that it can be easily moved and would enhance the park. Mr. Wilson requested pictures of the fountain being proposed. It would also be helpful to have dimensions. Mr. Alfree reminded that a grant for the park was received by M&T Bank and a ‘thank you’ letter is in order.

Mr. Wilson expressed his concern that Phase I work (\$19,000) not be expanded beyond what the Board previously approved. Ms. Fiske said Phase I includes grading, fencing and seeding.

Hermitage Wildlife Area – (Report provided to the Board via email.) Mr. Meek reported on plans to use the area for nature observation, trails, birding and hiking. One of the trails, or a portion, is to be ADA accessible and the other will be natural. Maps of the trails are on the Trustee website. One of the trails will be wheelchair accessible. That trail needs roots removed. Many people with varying expertise have walked the trails and offered input. A simple plank bridge will be built with the help of Tom Clayton and Tom Episcopo. Antonio cleared the trails with a bush hog. DNREC and the U.S. Army Corps of Army Engineers are fine with construction (observation deck, pilings for deck) as long as we do not release any materials back into the streams or marsh. Kate Hackett of Delaware Wild Lands visited the site and suggested creating a group of volunteers, Friends of the Hermitage Natural Area, to help with removal of invasive species, removing tree vines, cleaning debris from the trails and the like. Mr. Meek would like to have a volunteer cleanup day in May. Mr. Taylor has no concerns with volunteers helping on the property. The Board expressed no objections. This would conclude Phase I--opening the trails.

Mr. Meek further informed that Phase II of the project includes building an observation deck and some benches. Planting of grasses and native wild flowers are planned. Mr. Meeks plans to reach out to Mt. Cuba Center to learn how they handle their trails and flowers on the trails.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

Mr. Castagno publicly thanked the efforts of Bank of America during cleanup of the ferry lots and along the Broad Marsh dike on 4/22/16.

Mr. Castagno also publicly thanked the New Castle Sailing Club and New Castle Community Partnership, along with out-of-town visitors for the successful cleanup effort on 4/23/16.

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Significant trash and debris was yielded in both cleanup efforts. Further, Mr. Castagno publicly thanked the City for removing trash bags. Tires and metal will be disposed of separately. The committee is working with the City on removal.

Battery Park Drainage Project – Ms. Fiske thanked Mr. Gambacorta for clarifying with ForeSite Associates that all Trustees should have access to Trust information. Mr. Wilson said he received a complaint from ForeSite stating they would prefer working with our committees citing their small staff. The committee can provide answers to Ms. Fiske’s questions. Mr. Wilson reminded that Trustees have been asked to communicate with the committee chairman when they have questions. There will be a charge for the information prepared by ForeSite. Ms. Fiske said the questions she took to ForeSite came from a resident concerning the proposed parking lot. She was unaware of any charges for the report. She thinks all Trustees should have access to any information that has been acquired or created for the Trust. Mr. Clayton is chairman of the Property Maintenance Committee and indicated that Ms. Fiske did not approach him for information.

OTHER COMMITTEES

Nonprofit Support Committee – Mr. Wilson reporting.

The committee has met and reviewed reasons for becoming a permanent committee that will be presented at the end of the committee’s tenure. The committee contacted Mr. Marinelli to receive any and all lease agreements (informal and formal) on all of our nonprofits using Trust property. The committee will meet on 5/16/16, 7 p.m.

Election Committee – Mr. Wilson reporting.

A vacancy on the Board cannot be declared until one exists. On 6/19/16 Mr. Alfree will conclude his term as a Trustee. Mr. Wilson said the committee has talked with the Election Board about voting machines and they recommended we conduct our election prior to the national elections. Therefore the committee is looking at having the Trustee election on 9/10/16. Relevant dates concerning the election will be provided at a special meeting proposed for 6/20/16.

On behalf of the Election Committee, Mr. Wilson formally requested a special meeting on 6/20/16, 7 p.m. to declare a Board vacancy. Mr. Gambacorta accepted the request.

Archives Committee – Ms. Fiske reported that she, Messrs. Meek and Marinelli will meet with Walt Crimm, architect specializing in archives on 5/6/16 about 8:30 a.m. at the Old Library.
New Castle Library Company Books – The committee has not yet met with Mr. Fleck.

COMMUNICATIONS – Mr. Wilson reporting.

Mr. Wilson said that in a recent public meeting a Board member accused this Board of approving certain aspects of the City parking lot ‘surreptitiously.’ Ms. Fiske identified herself as the Board member. She said the capital budget was put in the middle of a Board meeting which had not been done before and other Board members were not given the opportunity to know details about the parking lot. Mr. Wilson denied anything deceptive occurred and resented Ms. Fiske’s comment.

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Mr. Meek added that a majority of Trustees had no knowledge that a parking lot was going to be discussed. No information was provided in advance of the meeting to enable us to make a decision. To date there are no designs for the parking lot.

Mr. Castagno stated that the Property Maintenance Committee brought capital proposals to this Board 5-6 times prior to voting at the Board's 3/1/16 meeting. He further explained that this Board has to approve the process first. Money is needed to design plans. This Board pays for the design before going to final construction. He objects to Ms. Fiske's comments.

Mr. Wilson has learned that many on City Council did not request a parking lot. Mr. Megginson confirmed that Council did not ask for a parking lot. Mr. Alfree remarked that people who do not want a parking lot need to convince the City not to give us a permit for the parking lot. We saw an opportunity to help the City; they had a budget item that we said we would pay for and that item was a parking lot. Council President Ratchford stated that City Council approved a parking lot and the City supports a parking lot.

Action Items

None.

**Upon motion made and seconded the Board moved into Executive Session at 8:29 p.m.
Motion approved.**

The Board returned to Regular Session at 8:59 p.m.

Mr. Wilson made a motion to authorize the Land Management Committee to make counter offers to an interested tenant for the Tremont Hotel parcel on terms that the Committee deems appropriate. The motion was seconded by Mr. Gallagher and passed by unanimous vote.

There being no further business to address, the Board adjourned at 9 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
June 7, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Castagno (*Treasurer*), Yacucci (*Asst. Treasurer*), DeAscanis, Episcopo, Gallagher, Viola, Wilson, Ms. Fiske, Mrs. Ross, and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer, Alice Riehl, *New Castle Weekly*
Absent: Mr. Meek

The monthly meeting of the Trustees was held on Tuesday, June 7, 2016, in the Trustees Room of Old Town Hall. Mr. Gambacorta called the meeting to order at 7:05 p.m. Mr. Gambacorta called for a moment of silence.

Prior to the meeting Buck Simperts, Maureen Rozanski and Sarita Sen of Buck Simperts Architect & Associates presented a report on restoration of the Historic Penn Farm Farmhouse.

Public Input: Roger Clark, West 4th Street, praised the work Antonio Lawn Service is doing in Battery Park. He asked if ownership or jurisdiction of the land behind M&T Bank has been legally defined. He heard about joint jurisdiction between the City and the Trustees and is unclear whose responsibility it is to get bids on work to be done. Mr. Taylor has done the title history and acknowledged there are four parcels commonly known as the Bowling Alley area that is owned by the Trust. It is not legally a part of Battery Park. It is Mr. Taylor's opinion that the Trust has jurisdiction over the parcel. Mr. Clark asked if drainage work or a parking area is being planned behind the M&T Bank. He questioned how work gets done if City Council and the Trustees do not meet during the summer months. Mr. Wilson responded that committees meet through-out the summer as needed. If Board approval is needed a special meeting could be called, but may not be open to the public. Mr. Wilson further said that in this case the Property Maintenance Committee would address the matter. Mr. Gambacorta stated there will be a bid process once it is decided what the Trust will be doing. Mr. Clayton, chairman of the Property Maintenance Committee, clarified there are different projects being considered in the subject area. One is the parking lot proposed by the City and Trustees behind the M&T Bank, and the other is drainage on Battery Park that is separate from the parking lot. The drainage portion will be discussed later in this meeting. The parking lot is still in the design stage. Mr. Clark wants to share his ideas about parking with the Board. Mr. Gambacorta requested that he submit a letter to the Trustees detailing his ideas.

Ken Oppenheimer, East 5th Street, has a son playing in the New Castle Little League and has coached there. As a parent he thanked the Board for its involvement with Little League. He urged the Trustees to continue their work and asked for posting of additional signage addressing smoking and bad behavior.

Monthly Calendar: Property Maintenance-changing meeting date going forward; Nonprofit Support Committee-6/27/16, 7 p.m. Board members will be informed of any committee meetings scheduled during the summer months.

Minutes – One correction was noted. **Mr. Alfree made a motion that the 5/3/16 minutes be approved as amended. The motion was seconded. Motion approved.**

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Mike Marinelli – Receivables are current. Avis is now an official tenant replacing Spallco. Auditors are here working for a few weeks. The computer system will be tuned up next week. Upgrades to the system have not yet been done and will be addressed during the tune-up work. New Castle County property tax exemptions – a new attorney has been assigned and Mr. Marinelli is optimistic a decision to grant exempt status can get done this month.

Private foundation versus public foundation – Ms. Fiske asked Mr. Wolfenden to clarify the classification shown in the Trustees' audit report. He confirmed the Trust is a public charity. Mr. Wilson asked Mr. Taylor to offer his legal opinion and determine whether the IRS determines our classification or is the IRS putting us in a financial category. Mr. Gallagher clarified the classification has been in our audit report for the last few years. The auditors can provide answers via the IRS. Ms. Fiske asked about the difference between being a public foundation (less need to pay taxes) versus a private foundation. It was suggested we get an opinion on this from Mr. Wolfenden. Mr. Castagno – we need to know the difference between IRS classifications in a court of law. Mr. Gallagher suggested giving the auditors our questions and they can get responses from the IRS.

Action Item List Review – None.

Treasurer's Report – Mr. Castagno reporting.

Treasurer's Report for 5/31/16 was sent out electronically prior to the meeting.

Mr. Alfree made a motion to approve the Treasurer's Report dated 5/31/16 as distributed. The motion was seconded the motion. The Treasurer's Report was approved by unanimous vote.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Taylor has dealt with the agreement needed for the property line agreement for Bicentennial Park. The lease transfer with Spallco is complete. Airbase Carpet Mart and the billboard company are in progress. The evaluation of the Old Library by ADA consultant Cheryl W. Widell is complete and letters have been sent to the Architectural Accessibility Board and State Historic Preservation Office to obtain programmatic access alternatives to the Old Library. Mr. Gallagher will discuss matters of real estate in executive session.

OUTREACH COMMITTEE REPORT

No report.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

Property Maintenance Update provided to the Board.

Battery Park – The contractor has been selected for the drainage project. Six contractors attended the drainage pre-bid meeting and three bids were received.

- Battery Park – Benches were rebuilt this past weekend.
- Professional Center – Drainage swale repairs will be done in June, weather permitting. The swale was removed causing water to run off from the Professional Center onto the Ice Cream Corral property.

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- Little League – Lighting along the path from the parking lot to the ball park complex has been installed. The lights are on from 8 p.m. to 10 p.m. and shut off automatically at 10 p.m.
- Penn Farm Produce Stand – The roof is planted and rain barrels are present. Mary Roth reported they are close to opening. Ms. Fiske asked if Toby Hagerott will be selling his produce at the stand. Mary Roth, Delaware Greenways Initiative Executive Director, was in the audience and said that Mr. Hagerott is busy with market days and CSA distributions.

Ms. Fiske suggested we should redo the motion to approve installation funding of the Battery Park drainage project that originally was subject to grant funding to supplement some of the costs.

Ms. Fiske made a motion to approve the \$300,000 for the entire installation funding of the drainage project.

At the 5/3/16 Board meeting discussion concerning grant funding Mr. Castagno indicated a response was due any time. Ms. Fiske asked City Administrator Bill Barthel about the status of funding at the 5/10/16 City Council meeting who informed her that no grants were available. City Council President Ratchford confirmed same.

Ms. Fiske asked Mr. Castagno when he learned that no grant monies were available. Mr. Castagno recognized the City's continued efforts in finding grants and raising monies for all the things we are working on to make the City of New Castle a better place.

Mr. Taylor clarified what he believes is the intent of Ms. Fiske's motion. The original motion could be interpreted to be conditioned on grant funding, so Ms. Fiske is correcting the original motion to say the \$300,000 is approved for the project.

Ms. Fiske made a motion to approve \$300,000 for the entire installation of the Battery Park drainage project. Mrs. Ross seconded the motion. Motion carried.

- Tremont Tree Removal – Delmarva Power has trimmed one tree. City crews will not do work on the trees because of the high-tension lines. Mr. Episcopo is working to get Delmarva Power to do the work.
- Meadow Plan
 - Bull Hill -- Mr. Wilson reported that the meadow is planted. Geese were eating the plants. A fake dog was put in the meadow as a deterrent. The fake dog is routinely moved around the meadow and has proven to be effective.
 - Ward Triangle – Planting has started.
 - Dobbinsville – We are scheduled to no till and plant at this location. On 6/5/16 some local residents drove their lawn movers through the south side meadow. Mr. Wilson met with New Castle City Police and charges will be filed. Ms. Fiske questioned if a motive for the vandalism is known. Mr. Wilson does not know a motive, but there is a fire pit near the damaged area. He spoke with Mr. Clayton

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Minutes of June 7, 2016

about code violations and encroachment in this area. The Trust has been cited many times and the problems need to be addressed by the Land Management Committee. Mr. Gallagher asked why the Trust is putting effort and money into making an area more attractive if residents do not want it. Mr. Wilson said many residents do want the meadow in Dobbinsville. Having meadows reduces our carbon footprint and reduces the amount of mowing we need to do. Mr. Wilson said that replanting will be done and explained the planting process in the vandalized area.

- Ferry Lot – We are looking at planting a wildflower patch in the middle.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The audit is now underway. The committee continues to evaluate investment policies and investment managers.

Ms. Fiske noted a change to the drawdown under Property Maintenance, Bicentennial Park. The amount of \$4,377.50 represents the 50% we have paid Bobby Thatcher for fencing. This expenditure is a capital expense and should appear on the capital budget.

LIBRARY COMMITTEE REPORT – Mr. Viola reporting.

No report.

Old Library – Mr. Marinelli reported that a preliminary report was done and findings will be reviewed with Ms. Fiske, Messrs. Marinelli and Viola, and Dan Citron, President of the New Castle Historical Society. A final proposal is expected after the meeting.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Bicentennial Park Update – Re-grading will be done to address a drainage problem to a neighbor's property. The neighbor experienced mud on their terrace after a rain storm. The area will be re-graded by Paul Antonio. In the interim Bob Thatcher has placed sandbags along the problem area. Ms. Fiske added that poor weather has prevented the installation of the fence. It will be put in as soon as weather conditions improve.

Hermitage Wildlife Area – The area is now open to the public. Mr. Meek has designed a map of the trails. Antonio Lawn Service helped to clean up the area and Messrs. Clayton, Meek and Episcopo put in two foot bridges over muddy areas. Mr. Meek organized a volunteer day on 5/14/16. About 8-10 people came out to help clean up the area. On 6/18/16 Mr. Meek and Ms. Fiske will meet with Sue Barton and Anna Wik of the University of Delaware Department of Soil and Plant Sciences. There is a pot hole in the parking lot that Professor Barton suggested we should consider leaving for now. It could serve as a deterrent against vandalism. The committee hopes to include a viewing platform in the future.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

Mr. Castagno reported several successful events have been held in the park. He recognized Mary Fontinha, Trustee Support Specialist, for her work in making sure that documents are in place, insurance is secured, and security deposits are made on time. Mr. Castagno noted two

major events this coming weekend -- Separation Day and a BBQ competition that will be a strain on the property. Ultimately, these events will be an investment.

Park Ranger – Mr. Castagno reminded that the Board approved \$10,000 for a dedicated individual through the police force to patrol Battery Park. This is a change in policy from the former bicycle police patrol we have had in the past. The police chief was not able to find an appropriate individual. The police chief reached out to numerous outlets, police academy, DNREC, UD to no avail. The police chief thinks an enhanced bicycle patrol would satisfy public safety needs. Mr. Castagno and the committee support a dedicated person to provide coverage. There may be other avenues we can explore. City Police Captain Jamie Rogers is coordinating the bicycle patrol. He has reviewed the Battery Park rules established by this Board. He knows there were no warnings written last year. Mr. Wilson reported seeing limited patrols in the park last year. He asked if privatized security firms are an option. Mr. Castagno did not rule out that option. He said the Board should stay out of the business of public safety. Mr. Castagno welcomes suggestions. It is his belief that the \$10,000 approved for a dedicated patrol person is frozen at this time. The scope of investment has changed and the police department is not expecting to receive the \$10,000. The idea of a dedicated patrol person was to focus on certain behavioral issues that went unchecked last year.

OTHER COMMITTEES

Election Committee – Mr. Wilson reporting.

Mr. Wilson reported the Election Board has indicated that voting machines will be unavailable from September to December for local and national elections. A special meeting is planned for 6/20/16 to declare a vacancy on the Board. An election is being scheduled for 8/27/16.

Penn Farm – Phase A is now complete. The presentation earlier tonight brought to light the poor structural condition of the farmhouse. Quotes for Phase B are valid through 9/30/16. Mr. Alfree suggested the Board invest funding to shore up the building so it does not fall down. Once the final report on restoration and current and historic information is received it will be available in the Trust office.

COMMUNICATIONS – Mr. Alfree reporting.

Several ‘thank you’ notes were received:

- Arasapha Garden Club – Chairman Judy Baldini extended thanks for the Board’s support of Arasapha’s annual May Market and for use of Market Square for the event.
- New Castle Italian Heritage Foundation – The Foundation expressed their thanks for the Board’s contribution to the memorial.
- A letter was submitted from several downtown businesses concerning the quality of the visitor’s experience in the City of New Castle, particularly with restrooms and parking. “There is a need for centrally-located restrooms that are clean and safe and handicap accessible. They think the area behind the M&T Bank is an excellent location for parking that will benefit everyone.” (Submitted by: Bridgewater’s, Snyder’s Café, 2nd ACT Antiques, Fresh-Faced Skin Care, Penn Place, Jessup’s, Lisa Whitaker, Doug Lovell, Old Capitol Law Firm and the David Finney Inn.)

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- Three letters of support were received asking the Board to consider putting in public restrooms in Bicentennial Park. Mr. Alfree read a brief synopsis of each letter. The letters were signed by Valerie Leary, A Day In Old New Castle; Cyndi Snyder, Site Manager of the New Castle Court House Museum; and Laura Fontana of the New Castle Community Partnership.
- Mr. Alfree read aloud a letter summarizing his 12-year tenure as a Trustee. He then announced his intention to file as a candidate for Trustee once a vacancy has been declared. Ms. Fiske expressed admiration for Mr. Alfree's work as a Trustee. She does believe it is unwise to have Trustees run for re-election to their own vacated seat. She would like to see new people with fresh ideas be elected to the Board. The matter would need to be addressed via a bylaw.

Action Items

None.

Upon motion made and seconded the Board moved into Executive Session at 8:20 p.m. to discuss matters of real estate and personnel. Motion approved.

The Board returned to Regular Session at 8:49 p.m. President Gambacorta called everyone's attention to the 2016-2017 Committee Assignments handout given to each Board member.

Short discussion followed about changing the procedure on how Committee Assignments are made.

There being no further business to address, the Board adjourned at 8:55 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
September 6, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Castagno (*Treasurer*), Yacucci (*Asst. Treasurer*), Episcopo, Gallagher, Meek, Viola, Wilson, Ms. Fiske, Mrs. Ross, and Mr. Taylor, Esq. Also present: Deborah Turner, Stenographer
Absent: Mr. DeAscanis, Mr. Marinelli

The monthly meeting of the Trustees was held on Tuesday, September 6, 2016, in the Trustees Room of Old Town Hall. Mr. Gambacorta called the meeting to order at 7 p.m. He then called for a moment of silence.

Public Input:

Mary Davis, 24 Third Street, spoke against putting in public restrooms in Bicentennial Park. She gave the Board a letter detailing her opposition. She believes monies would be better used for lighting and signage to the existing restrooms, or collaborating with City Council to put something in the Banks Building. Putting restrooms in Bicentennial Park is unfair to residents and, in her opinion, would serve to devalue the area and surrounding property holdings. It is her hope that the Board is responsive to the residents' wishes.

Alice Jarvis, 15 The Strand, reiterated the suggestion of better lighting and signage to existing restrooms would help. It is her hope the National Park Service (NPS) will install restrooms in the Sheriff's House. It makes sense for the NPS to build and maintain restrooms for the public.

Natalie Kozlowski, 121 Delaware Street, said that restrooms would devalue property in the area. She added that drainage is problematic in the area now. Ms. Kozlowski noted that in other historic towns restrooms are housed in the visitor center. She believes there are ample restrooms already in place in the city. Further, Ms. Kozkowski referenced Historic Area Commission principles regarding design philosophies. The HAC follows principles contained in the Secretary of the Interior standards for treatment of historic properties, specifically with the standards for rehabilitation. The standard for rehabilitation recommends that new work should be compatible with the setting and historic character and does not recommend new construction that is not visually compatible and destroys historic relationships. The mission of the Trustees is to "preserve and protect the historic common lands for the use and benefit of the inhabitants of New Castle." Ms. Kozkowski hopes the Trust considers the quality of life and wishes of residents.

Mr. Gambacorta told the audience the Trustees have no plans to put a restroom in Bicentennial Park. He is unsure why the topic has become an issue.

Jeffrey Davis, 19 Second Street, informed that the topic of restrooms was on a City Council agenda that was published in the *New Castle Weekly*. (That agenda item resulted from reports the Trustees had received a number of letters asking for a public restroom in Bicentennial Park.) If there is a need for public restrooms then the responsibility should be with the New Castle Historical Society (NCHS) and the NPS. Signage could be helpful.

Mr. Gambacorta noted the topic was withdrawn from the City Council agenda. He confirmed that Trustees have received letters in support of and in opposition of a restroom in Bicentennial Park.

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Russell Smith was present representing the New Castle Community Partnership. He retired from the NPS after 42 years. According to Mr. Smith the number one question he was asked was, "where are the restrooms?" Restrooms in the City are inconveniently located and hours are limited. He encouraged the Board to discuss the subject. Mr. Smith has not spoken about the restrooms with the City.

Cyndi Snyder, 500 Delaware Street, is manager of the Court House. She said public restrooms are for the public buildings themselves. When the Court House is open they open a restroom. She cautioned against thinking that public buildings are expected to provide restrooms for the City. When public buildings are not open, those restrooms are also closed. There should be facilities available to the public in a central area.

Michelle Quaranta, 300 Delaware Street, is a local business owner who supports public restrooms. She believes it is important for the City to provide clean, accessible public restrooms, especially with the NPS status. The "visitors' experience" is connected to amenities like public restrooms. Ms. Quaranta referenced a letter (6/6/16) submitted by 10 City businesses expressing support for centrally-located public restrooms. (*Submitted under Communications at the 6/7/16 Board meeting.*) Current restrooms in Battery Park are inadequate to accommodate the number of visitors over the past few months. Mrs. Quaranta referenced the *New Castle Weekly* Facebook page (8/16/16) where a visitor posted, "how about bathrooms for us old timers who can't hold their bladders." The Mayor's Office has been tracking complaints for years and the number one complaint is the lack of restrooms.

Peter McCurdy, 113 Delaware Street, spoke against public restrooms. He agrees with most of the comments expressed tonight. Many of us would appreciate clarity on the subject. City Council was unclear why the issue was not considered at their meeting.

Mr. Gambacorta again pronounced that the Trustees have no plans to install restrooms in Bicentennial Park. According to Ms. Fiske the Board did discuss the matter in December 2015. Mr. Wilson stressed the Board was not serious about installing restrooms. The topic was part of discussion about ideas for the area.

Ms. Fiske suggested that residents who want public restrooms should take the matter to the City rather than the Trustees. Mr. Gallagher thinks the federal government should be involved rather than leaving the City to absorb the costs. Mr. Meek cited risks involved with public buildings providing restroom facilities, i.e., fires, vandalism, graffiti.

Judy Baldini, South Street, made a recommendation that the Battery Park Commission consider making Battery Park a "no smoking" area. Such a move would benefit the public, environment, and animals. She commented on the increase in trash in the City resulting from the high volume of Pokémon players.

Alice Jarvis revisited the topic of placing a dog park in the City. She claims there is support for such a park, including the SPCA. Initial costs are estimated at \$20,000 to \$30,000 depending on

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the location. There are possible grant opportunities for capital projects. Mr. Wilson asked who insures dog parks. Ms. Jarvis informed that most of the parks are insured by the municipality where the park is located.

Patti Isaacs-Hansen, 49 The Strand, supports a dog park. She has some green space on her property that is used by others walking their dogs that does present a safety issue for her family and dogs.

Joe Harris, 32 E. 4th Street, expressed support for a dog park. He considers New Castle to be dog friendly, but there are obstacles to walking and exercising dogs in the City.

Monthly Calendar -- Finance-9/20/16, 2:30 p.m.; Property Maintenance-9/30/16, 8 a.m.; Open Space-9/19/16, 12:30 p.m.; Land Management-9/29/16, 7 p.m.; Nonprofit Support Committee-*Tentatively* 9/19/16, 7 p.m.

Minutes – Corrections were noted. **Mr. Gallagher made a motion to approve the 6/7/16 minutes as amended. Mr. Episcopo seconded the motion. Motion approved.**

Election Committee – Mrs. Ross reporting.

Michael Alfree was unopposed for another 12-year term. The process went smoothly with no issues.

Action Item List Review – None.

Treasurer's Report – Mr. Castagno reporting.

Treasurer's Report for June, July, and August was sent out electronically prior to the meeting.

Mr. Castagno reminded that items are recorded as they are paid and not when they are incurred.

June – Ms. Fiske questioned the entry for Property Maintenance, Bicentennial Park, Antonio for grading and reseeding in the park. There was a flooding issue in the park that impacted a neighbor. Antonio adjusted the grading. She thinks the \$925 posted should be shown as a capital expense. Mr. Castagno will look into the entry. Mrs. Ross questioned work done at the Penn Farm Stand, specifically whether the work was put out for bids. Mr. Clayton informed that most of the work was performed by our standard contractors because costs were under \$10,000. Mrs. Ross asked whose responsibility it is to expand the farm stand -- Delaware Greenways or the Trust. Mr. Clayton said the Trust had an agreement to commit certain funding for the project. Mr. Castagno stated that during the budget process we made grant matches so DNREC and others could put up over \$150,000 in total. He added that all of this was presented during the budget process.

Mr. Gallagher made a motion to approve the Treasurer's Report dated 6/30/16 as submitted. Mr. Yacucci seconded the motion. Motion approved by unanimous vote.

July -- An inquiry was made about removal of asphalt at the Tremont Hotel. Mr. Clayton responded that complaints about sewage smells were received. The asphalt was removed to allow repairs to a line that was broken.

Mr. Castagno made a motion to approve the Treasurer's Report for 7/31/16 as submitted. Mr. Clayton seconded the motion. Motion approved.

August – Mr. Gallagher made a motion to approve the 8/31/16 Treasurer's Report as submitted. Motion approved.

Mr. Alfree reported sending the Board an email concerning a report in the *New Castle Weekly* stating the Trust committed up to \$10,000 towards the Visitor's Center and the City put up \$1,500 and the New Castle Historical Society (NCHS) were successful finding a private donor for the remaining \$8,500. He reminded the Board that he specifically conditioned the Trust's support on matching funds from the City and National Park Service (NPS). If no matching funds were received from the City or NPS then the Trust's contribution of \$10,000 would become void. Based on Mr. Alfree's condition he believes the Trust is responsible for \$1,500, the same amount the City contributed. He is concerned that requests for funding will increase. Our budget was passed based on the City or NPS putting up \$10,000 for the Visitor's Center. He will ask for clarity by way of a new motion on future proceedings. He will also ask for a roll call vote.

LAND MANAGER REPORT

No report.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

The police and fire departments approached the Board previously to request funding for a joint children's holiday party conducted for City children. Funding was granted and the group was advised to go through the grant process for future requests. Unfortunately, with the police chief leaving and Officer Tina Shugart out on medical leave for a period of time, the deadline for grant requests was not met. Officer Shugart requested the Board's consideration in granting funding for this year's holiday party.

Mr. Meek made a motion to grant \$500 from "Miscellaneous" funds for a children's holiday party. Mr. Gallagher seconded the motion. Motion was approved.

In the spring the committee considered helping the City by fixing up boarded houses to improve communities. For a variety of reasons Mr. Meek stated we could not proceed. He has another house project to discuss in executive session.

Ms. Fiske requested knowing meeting dates for the Outreach Committee. Mr. Wilson reminded that we have requested committee chairmen to notify all Board members when their meetings are taking place.

LAND MANAGEMENT COMMITTEE – Mr. Gallagher reporting.

The M&T lease has been executed. We are up to date on receivables. He requested executive session to discuss matters of real estate.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.
(*Property Maintenance Update provided to the Board.*)

Security coverage in Battery Park -- As of the end of Labor Day full-time security service will stop. We plan on continuing with weekend coverage through September. We have spent \$6,000 of the \$10,000 budgeted for the security service. The arrangement went well and has made an impact. The Property Maintenance Committee felt we would be under budget by continuing to provide weekend service.

Mrs. Ross expressed concern with the increase of Pokémon players in the City. She mentioned cars parking illegally as one issue and suggested an increased police presence. She was advised to take her concern to City Council. Mrs. Ross wonders if the Trustees would be willing to pay for more police presence beyond weekends. Mr. Clayton thinks crowds have decreased now that school has started.

Ms. Fiske asked if ForeSite Associates has been working on engineering for the parking lot behind M&T Bank. Mr. Castagno informed that Phase 1 is complete (main arteries under the ground). Phase 2 will connect the main artery to the water and some low areas. Phase 3 is not budgeted at this time. It will tie in to the existing system under Third Street. Mr. Clayton said that drainage will be working in Battery Park only. We hope to have some City funding for Phase 3 that tie into our system. Mr. Gallagher asked about a chain link fence at the end of the river walk. Mr. Castagno believes the fence may have been put up by Print Pack noting the property is private property (from Army Creek to the south).

Mr. Wilson has a detailed meadow plan report he will share with the Board.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

Monthly draw down from operating budget – each of the approved budget items is shown. We have collected about 36% of income for this year. No rental shortfalls are expected.

Twin Spans – There are no provisions in the lease with Harvey Hanna and Associates for tree maintenance for the road going into Twin Spans. The City Code official identified 4 to 5 dead trees in the area. Those trees have been removed. This is not a continual budget item.

Mr. Wilson said that John Lloyd, City Code official, provided a list of code violations related to encroachments. Mr. Gallagher reported one remaining encroachment in Dobbinsville. Signage has been posted detailing the deadline to remove items and property or we will remove the items.

Mr. Castagno reported the six months' weighted average return of 4.3% in invested capital. Asset distribution: equity is 68%; fixed assets 31% ; and 1% is cash.

The Finance Committee will be looking at the draft audit this month and provide recommendations at the October meeting.

Trustees of the New Castle Common
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Mr. Taylor has researched the Trustees' IRS Code Class for an accurate note in the financial statements. His findings were sent to our auditor for review. The Trust is a charitable, not for profit, non-stock Delaware corporation that is exempt from income tax under Section 501c3 of the Internal Revenue Code and, therefore, has made no provision for federal, state or local income tax in the company financial statements. In addition, the Trust has been determined by the IRS not to be a "private foundation" within the meaning of Section 509A of the Internal Revenue Code which could have resulted in certain taxes charged against the Trust. Classification as a charitable organization is for IRS Code purposes only and does not constitute classification as a "public body" as that term is defined in the Delaware Freedom of Information Act.

Mr. Taylor read his summary, "The Trustees' determination letter is dated 7/11/1962 and states that the Trustees of the New Castle Common is a charitable entity under Section 501C3. "Charitable" is an umbrella term; there are different types of organizations that fall under it. The Tax Reform Act of 1969 which brought about the concept of private foundations because the IRS was concerned with people setting up their own private foundations and not paying money out of it, retaining income in the foundations and not paying taxes on that income so private foundations, Section 509A was formed. Changes were made to Delaware corporate law that did not impact the Trust because you were found not to be a private foundation. An opinion letter from Cooch and Taylor dated 5/13/1971 stating the Trust is not a public charity, which is a different section under the charitable umbrella. The reason you are not a private foundation is because you are an organization established for the benefit of the inhabitants of the City of New Castle. The Trust is an organization that is established for the benefit of the inhabitants of the City of New Castle. You qualify as a charitable organization under Section 501C3, but you are not a private foundation."

To be clear, Mr. Taylor said the Trust is a charitable organization, but not a private foundation. The Trust's auditor has agreed with this statement. Mr. Taylor will provide a copy of his summary to the Board. Mr. Gambacorta pointed out that the Trust files as a public charity on tax returns. Mr. Taylor may need to speak with our accountant.

The Municipal Services Commission will be charging the Trust for electric at wholesale rates for those buildings that are cultural assets such as Battery Park and Old Town Hall, but not commercially-driven assets or those that are managed by our nonprofit partners. This expense was included in our operating budget. Water will remain free.

Battery Park Flowers – Memorial contributions totaling \$75 to date have been received in memory of Dave Baffone for flowers in Battery Park. A separate line item has been established for those monies. Per Mr. Taylor, we can accept public donations and it will not interfere with our IRS status.

Visitor's Center -- Mr. Castagno shares Mr. Alfree's thoughts, but is optimistic some funding will be received. The NCHS, like other nonprofits, is challenged with raising monies. The City,

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through their budget process, divided their limited grant monies equally among all nonprofit requests. The NCHS did come up with the remaining monies, but those monies did not come from either entity cited in the motion. Mr. Castagno said this Board voted unanimously in favor of the motion to provide funding based on a match from the City or NPS. He thinks the need, value, and interest for the Visitor's Center is valid. In Mr. Wilson's opinion the Board voted on the issue based on a commitment by the City and puts the Trust in an awkward position as it relates to other nonprofit groups requesting funds. Mr. Castagno reminded that at this point the NCHS only qualifies for \$1,500, but the question now is whether the Board wants to consider another motion or not.

Mrs. Ross asked if anyone has approached the NPS about following up on their plans. Mr. Castagno said the NCHS is in contact with the NPS. The location for the Visitor's Center is a joint project between the NCHS and NPS. He does not know what the request involved.

Mr. Meek informed that the original application was from the NCHS requesting a certain amount of funding. The Trustees in discussion decided to give them a portion with matching funds. We specified two entities not thinking they could secure matching funds from another source. Mr. Meek suggested in the future using the wording "any matching funds." He proposes that since the NCHS has come up with matching monies between the City and a private donor that the Trust should honor the funds we agreed to match.

According to Mr. Castagno the executive director for the NCHS did go to City Council about the Visitor's Center and Council agreed there was a need and funded \$1,500 of the \$10,000 requested. When the NCHS learned of the shortfall they looked for another source for the remaining funds.

Mr. Castagno asked Mr. Meek if grant applicants are notified by letter what they would be receiving and did we specify we would provide \$10,000 to the NCHS if they received matching funds from the City or NPS? Mr. Meek said the NCHS statement was that at the end of the budget process in February they needed to get matching funds to receive monies from the Trust. Mr. Castagno believes the City has exhibited intent to support the project with their contribution of \$1,500.

Laura Fontana, treasurer of the NCHS was given the floor. She is curious about the grant process, specifically when you go back to organizations are you giving specifics on what they are requested to do to receive matching grants. It was not clear to her what the NCHS was required to do in order to receive the matching funds. She said the NCHS did approach the City for \$10,000, but it was unclear where she could go to get remaining funds. She did not know the matching funds were contingent on funds received from the City or the NPS. Mr. Meek does not provide this in writing. He only has what is decided during the budget process that is contained in the meeting minutes. She suggested that in the future the Trust provide in writing what is expected for organizations to receive matching grants.

Mr. Gallagher asked Ms. Fontana if the NCHS approached the NPS. When we discussed providing matching funds it was our hope that the NPS would step forward. Ms. Fontana said

they are working with the NPS and trying to get them more engaged with the Visitor's Center. We have asked for funding and grants through their other programs, but nothing has been realized to date. Mr. Castagno asked Ms. Fontana if there is an opportunity for the NCHS to request \$8,500 from the NPS. She said the NPS is ramping up based on funding.

In his opinion Mr. Alfree thinks we are going to see more of these requests. We need to be specific on what we will pay for. We are not the NPS and we should not be sponsoring the NPS. The way the motion was approved the NCHS should receive \$1,500.

Mr. Meek said this is for a Visitor's Center and not the NPS. They believe it will be useful for the town. Since the NCHS has secured matching funds, by whatever source, he proposes supporting it. Mr. Alfree believes this is a City function, not a Trust function.

Mr. Gallagher asked for clarification whether the \$20,000 requested is for operating funds. Ms. Fontana said it is for staffing and increasing hours at the Visitor's Center. She understands the Trustee grant request is a one-time process. Mr. Gallagher pointed out this is a continual need the NCHS will need to address.

Mr. Gallagher commented that while everyone needs funding to support the NPS, the Trust has not received anything. It is his understanding that NCHS Executive Director Dan Citron is working with the NPS to try and get them involved since they have requested monies. Mr. Alfree is skeptical that any monies will be received from the NPS.

Mr. Meek thinks we should support it since matching funds have been found. Mr. Alfree said that support is a City function, not a Trust function. Mr. Wilson suggested going back to the private donor for \$17,000 rather than \$8,500. Ms. Fiske stated the NPS should come up with the \$8,500.

Mr. Meek made a motion that the Trustees match total funds raised, equaling \$10,000. Ms. Fiske seconded. Roll call vote requested.

Question on the motion – Mr. Wilson wanted to clarify that the NCHS is not concerned with where matching monies come from. Mr. Meek's response is 'no.'

Mr. Wilson – no, stipulating that the City government was to make an investment. They made their investment and we matched it. The NCHS should return to the NPS or the private donor for the remainder of the monies.

Mr. Yacucci – no

Mr. Gallagher – no, not because he doesn't think it is worthwhile; there is no buy-in from the NPS.

Ms. Fiske – no, she is upset with the City and NPS. She sympathizes with the NCHS.

Mr. Clayton – yes, citing there is a lot of confusion. We did not make it clear where matching funds could come from. This is a one-time thing.

Mr. Castagno – yes, the City contributed to the extent they could.

Mr. Alfree – no

Mr. Viola – yes, citing the same rationale as Mr. Clayton.

Mrs. Ross – no, she suggested they put in another request and clarify next time.

Mr. Meek – yes, this is not the venue to criticize and condemn City Council.

Mr. Episcopo – no

Mr. Gambacorta – no

Motion failed by a vote of 8 against and 4 in favor.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

New Castle County Executive Tom Gordon and County Councilman Bill Bell will be at the next library meeting.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

At the committee's 9/19/16 meeting they will be voting on a new chairman.

Hermitage Wildlife Area – Mr. Meek sent a comprehensive report on the wildlife area to all Board members. He is working to get rid of the invasive weeds. There was not much usage of the wildlife area this summer, partly because of the biting insects. There was very little vandalism and the trails are proceeding. He needs to talk with the Army Corps of Engineers to learn what we can do about the platform. The platform must be elevated above the phragmites that exists along the edge where the platform is planned. Mr. Clayton asked if the phragmites could be sprayed to allow cattails to flourish.

Bicentennial Park – Ms. Fiske reported that Antonio will be reseeding the park for grass. There is \$8,000-\$9,000 left in the budget. The committee may consider installing flowering plants.

Mr. Gallagher made a recommendation that the Open Space Committee look into the feasibility of a dog park in the City. He is looking to evaluate Trust properties for feasibility and report back to the Board. Mr. Meek will address and report back.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

- Publicly thanked the New Castle City police force and administration for their handling of the increase in visitors to the City, largely because of the Pokémon game.
- Antique show went very well. Drainage work did not hurt their business.
- Coastal Cleanup will be 9/16/17, 1 p.m. to 3 p.m.
- Art on the Green will take place on 9/24/16.

Mrs. Ross asked Mr. Castagno why hours for the park changed with the influx of visitors. Mr. Castagno explained there was no policy change. Policy changes recommended by the committee come before this Board. He commended the policing work done in the park and thinks they improved the Pokémon situation in town. Mrs. Ross would like this type of issue to come before the full Board rather than be addressed only by the committee. She added that Battery Park is a Trust property. Mr. Castagno said the New Castle City police make their own

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enforcement decisions. In the June minutes it was noted the police would exclusively handle enforcement and public safety. Ms. Fiske recommends that the President be the Board's spokesman. When the President is unavailable he will designate someone to act in his place. She thinks it is not a good idea for a single individual making pronouncements about the Trust.

OTHER COMMITTEES

No reports.

COMMUNICATIONS – Mr. Alfree reporting.

Letter received from Mr. and Mrs. Richard R. Cooch, 16 East Third Street, dated 8/24/16 expressing their opposition of public restrooms in Bicentennial Park.

Mr. Meek received a letter from Alice Jarvis concerning the proposed dog park. He will forward that letter and accompanying pictures to Mary Fontinha in the Trustee Office.

Mr. Wilson – Addition to the Election Committee report— The voter registration book in the office was updated with all registered voters. In the back of the book there is a City election file that matches streets to make sure the person lives in the City limits. The book will not leave the Trustee Office.

Action Items

None.

Upon motion made and seconded the Board moved into Executive Session at 8:50 p.m. to discuss matters of real estate. Motion approved.

The Board returned to Regular Session at 9:22 p.m.

Mr. Gallagher made a motion to approve assignment of the ground lease with Foundation Academy to the Colonial School District on the same terms with the wording of the assignment document to be reviewed and approved by the Land Management Committee. The motion was seconded by Mrs. Ross and passed by unanimous vote.

There being no further business to address, the Board adjourned at 9:25 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
October 4, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Castagno (*Treasurer*), Yacucci (*Asst. Treasurer*), DeAscanis, Episcopo, Gallagher, Meek, Viola, Ms. Fiske, Mrs. Ross, and Mr. Taylor, Esq. Also present: Deborah Turner, Stenographer
Absent: Mr. Wilson, Mr. Marinelli

The monthly meeting of the Trustees was held on Tuesday, October 4, 2016, in the Trustees Room of Old Town Hall. Mr. Gambacorta called the meeting to order at 7 p.m. He then called for a moment of silence.

Public Input: Roger Clark, West 4th Street, asked if the Trust has a designated spokesperson when addressing the media. This would help to ensure consistency and clarity. Mr. Clark suggested that person's name be provided to the media. Discussion followed about whether the Board Secretary is charged with the duty of interacting with the media. Mr. Gambacorta informed they would look into who is authorized to speak on behalf of the Board. Mr. Taylor advised that further discussion and any decision on a spokesperson should take place with the Executive Committee.

Also, Mr. Clark has not received any response to his 6/15/16 letter about a proposed parking lot behind the M&T Bank. He wondered if there has been any discussion or if the Board has questions. Mr. Gambacorta assured him that each Board member received the letter. Mr. Clark thinks we could use the monies to provide scholarships to City residents for graduate school.

Monthly Calendar -- Finance-10/19/16, 2:30 p.m.; Outreach Committee-10/18/16, 7:30 p.m.; Property Maintenance-10/28/16, 8 a.m.; Open Space-10/17/16, 12:00 p.m.; Land Management-10/27/16, 5 p.m.; Nonprofit Support Committee- 10/10/16, 7 p.m.
Ms. Fiske suggested a meeting of the Bylaws Committee this month.

Minutes – Corrections were noted. **Ms. Fiske made a motion to approve the 9/6/16 minutes as amended. Mr. Gallagher seconded the motion. Motion approved.**

Treasurer's Report – Mr. Castagno reporting.

Treasurer's Report for 9/30/16 was sent out electronically prior to the meeting.

Mr. Gallagher made a motion to approve the Treasurer's Report dated 9/30/16 as submitted. Mr. Clayton seconded the motion. Motion approved by unanimous vote.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher

Receivables and tax payments are up to date. Annual insurance policy is up for renewal; Mr. Marinelli is working on the renewal. Mr. Gallagher clarified his report from last month that the M&T lease that was executed is a temporary six-month lease. The committee is working towards securing a long-term lease (3 years). The Municipal Services Commission (MSC) asked that we work with them to verify all existing easements between MSC and the Trust. Mr. Marinelli is handling this for the Trust. In addition, Mr. Gallagher will request an executive session to discuss matters of real estate.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

Mr. Gallagher reported the committee met to discuss the grant process. The committee approved the inclusion of language in the application stating they will not approve grant requests to support another organization's philanthropic activities. If organizations are aware of other organizations needing funding, they should complete a separate grant application. Mr. Gallagher said the committee follows up with applicants who receive grants to ensure the monies are being used for the purpose noted in their application. The committee cannot track the monies if they are given to other groups. He noted that many of those groups are already supported by the Trust.

Mr. Meek said in the past monies were given to one group and those monies immediately got passed on to another group for a goal unrelated to the grant request. If a group requests monies for an event and passes on to another organization, those monies should be used for what was in the grant application.

Mr. Gallagher said if an organization in the city needs monies for something they should contact the committee and complete a grant application. Mrs. Ross said when monies are transferred from one group to another it looks like that group gave the monies. The Board wants to make sure it is clear the initial monies came from the Trust.

Resident Laura Fontana used A Day In Old New Castle (ADIONC) as an example of how grant monies have been used. The New Castle Community Partnership requests grant monies for ADIONC. Partner organizations help with the event. They then take the net proceeds and divide between the partner organizations to support their mission statements. Mr. Gallagher agreed that this is what the committee had in mind when considering the additional text. He added the Trust does not have a problem supporting the other organizations that assist with ADIONC.

Mr. Gallagher made a motion to approve including in the grant application the wording “the Trust will not approve a grant request used to support that organization’s philanthropic activities. If you believe an organization deserves funding then please ask that organization to complete one of our grant request forms.” Mrs. Ross seconded the motion. The motion was approved by a vote of 10 in favor and 2 against (Castagno and Alfree).

Messrs. Castagno and Alfree want the committee to talk with the members of the public affected to see if their issues can be resolved. *(The concept has passed.)*

Resident Judy Baldini expressed her concern with the concept and wants to be informed when meetings take place to discuss it further. She was told the public will be informed when meetings will take place to discuss further.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.
(Property Maintenance Updated provided to the Board.)

Mrs. Ross inquired about the status of the restrooms in Battery Park. Mr. Clayton informed they are open from 6 a.m. to 9 p.m. The locks on the restrooms open and close automatically

by way of an automatic lock. They are cleaned on a daily basis. Landscaping has been done around the building reducing the mud being tracked into the restrooms. Mrs. Ross asked if there is signage from Delaware Street and in the park for the restrooms. Mr. Clayton confirmed there is signage from Delaware Street and added that he agrees they should have signage in Battery Park for the restrooms. The committee will look into this matter.

Ms. Fiske asked about additional lighting on the path leading down to the restrooms. Mr. Clayton said the park closes at dusk so no additional lighting is needed.

Penn Farm/Farm House Engineering – Mr. Alfree sent the Board an email last week outlining thoughts on how to proceed with Penn Farm and the stabilization of the farm house. Phase 1 has been completed and we have a proposal from Buck Simperts to move forward. Phase A1 covers the work needed to prepare to go out to bid for stabilization (plans, certified bidders, bidding process, construction management) of the farm house when those funds are available. Some funds were remaining from the initial work (\$19,800) and the Board approved up to \$100,000. The total for this proposal is \$50,875 from the capital budget, which is about \$30,000 more than what we had in the budget when we started the engineering requirements.

Mr. Alfree made a motion to approve the contract (Phase A1) with Buck Simperts dated 6/17/16 in the amount of \$50,875 out of the capital budget. Mr. Clayton seconded the motion. The motion was approved.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The committee worked with the auditor to review and update the draft for fiscal year ending 3/31/16. A copy is in the Trustee Office for Board members' review. The committee recommends approval of the draft audit.

Mr. Castagno made a motion to approve the draft audit in order to finalize it. Mr. Clayton seconded the motion. Motion was approved.

The operating budget, capital budget, and revenue sheets were distributed to the Board. Ms. Fiske said that on "completed capital projects" money that is left over is in parenthesis whereas on other Finance Committee reports it is shown in the opposite. Mr. Castagno agreed it is confusing and will make it consistent.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

Unrelated to the library, there was a disturbance in the parking lot recently. Police used video from the camera system we installed to make an arrest.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Hermitage Wildlife Area -- Mr. Meek reported the trails are established and in good condition. Signage is needed at a small expense. Design for the platform is on hold until we resolve wetlands questions with the Army Corps of Engineers. Concerning the meadows, Mr. Meek has been in contact with the chief docent at Longwood Gardens who walked the Hermitage

property with him and made suggestions on opportunities and problems. One of the problems is soil and determining what plants would best suit soil composition. We are looking at planting a tall grass meadow with flowering plants. In the future Mr. Meeks plans to meet with the chief gardener from Longwood Gardens to get input on how to proceed with the planting.

Dog Park – As a preliminary step, Messrs. Gallagher and Meek looked at a potential site on the Hermitage property. Before proceeding they need an understanding of dog park designs from various sources and how to operate them. Some of the funds appropriated for the Hermitage will be used for clearing an area containing invasive species.

Mr. Meek learned of a paper done on the Hermitage house as part of a program for University of Delaware PhD students in 1991. He traced the man (Florida) who wrote the paper who still has a copy of the report with the original information including several black and white prints showing details of the house. He will provide that information to us.

Bicentennial Park – Ms. Fiske reported the committee agreed to plant several trees and plants using the remaining funds (\$10,000). After brief discussion it was determined no action is needed from the Board since the money has been allocated for the park and is available.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

The Lions Club has reported a successful Art on the Green event on 9/24/16. No major events are coming up in the fall.

OTHER COMMITTEES

No reports.

COMMUNICATIONS – Mr. Alfree reporting.

Pay Day -- All Board members received an ear of corn as payment for their service as a Trustee. Letter from the City of New Castle – (copy provided to all Board members) A letter from the City dated 9/26/16 and signed by City Council President Linda Ratchford is “asking for the Trust to support the City and fund the project to renovate Delaware Street in the amount of \$1.1 million.” Mr. Alfree suggested giving the letter to the Finance Committee for review. Ms. Fiske questioned why the resolution was passed on 5/10/16 and is just now coming before this Board. She resents the City spending \$1.2 million on the pier project rather than doing street repairs first.

Mr. Meek recognized there are some Board members who do not support City projects. Should we support this project and what venue would it go through? Mr. Meek said that typically the City comes to the Outreach Committee and submits a request. This is a separate request. Mr. Gambacorta believes we should support the City. He noted that the Municipal Services Commission financially supports the City annually. Ms. Fiske agrees with supporting the City with things they could not do otherwise. She added that we need to be careful with our support. Mr. Episcopo noted the project involves Delaware Street from Third Street to the river for \$1.1 million. Mr. Alfree noted the City Council vote on the resolution was not unanimous.

Mr. Gambacorta suggested giving the letter to the Finance Committee to determine if it fits in the Trust's financial situation.

Mrs. Ross is interested in knowing why two members of City Council did not vote for the resolution. Mr. Alfree disagreed saying we need to deal with the letter requesting financial support for the project.

According to Mr. Castagno, the City will seek to borrow the monies and ask for debt service support from the Trust. The City can get a better interest rate than a nonprofit. The City would establish some sort of bonding or note; the Trust would handle principal and interest.

Mr. Alfree thinks the City needs to address infrastructure projects and other projects like a government and not come to the Trust for financial support. He suggested having a vote to determine whether the Board is interested in providing assistance. Mr. Meeks disagreed saying he is unsure what the City really wants. Perhaps the Board should get a list of projects from the City to determine what we would consider supporting. Mr. Gallagher said the City submits a grant application every year. This request is separate from the grant process.

Mr. Alfree made a motion to vote on whether the Board supports this project or does not. Ms. Fiske seconded the motion.

Mr. Castagno said the City government is tasked with the maintenance and improvement of infrastructure. In his opinion a way for us to leverage our resources is to make sure we help where possible with infrastructure. He cautioned putting the Board in a "perpetual street business request."

Mrs. Ross noted that (according to the resolution) funding could begin on or about 4/1/17 and the City will be putting in a grant request just before this. There are inconsistencies with what the Trust will support and the City is putting in requests at different times of the year.

Roll call vote taken.

Mr. DeAscanis – yes

Mr. Yacucci – no

Mr. Gallagher – no, we spend money to benefit the citizens of New Castle. We need to be careful what projects we pick up. We should not be involved.

Ms. Fiske – no, citing the same rationale as Mr. Gallagher.

Mr. Clayton – no, citing the same rationale as Mr. Gallagher.

Mr. Castagno – yes, it could be limited to one street. If they do what they say they are going to do with us handling the debt service side of it with some conditions. Delaware Street is different from other streets in the City. It is the gateway into preserving the City of New Castle. The streetscape is integral to preserving the historic section of the City of New Castle.

Mr. Alfree – no

Mr. Viola – no

Mrs. Ross – no, for the same reasons cited.

Mr. Meek – yes, it is a function of the Board to support the City. This is not a novel suggestion. They came to the Outreach Committee with a number of things they would like to do the previous year and this was on the list, but it was too expensive. It is a worthwhile project. He does not like the fact that they may be coming to us again for other streets. However, this is a street that needs to be done.

Mr. Episcopo – no

Mr. Gambacorta – no

The motion failed by a vote of 9 against and 3 in favor.

Mr. Alfree suggested that Mr. Gambacorta or his designee have a meeting with the Council President to get a clear idea of what is and what is not going to be handled by the Board. Additionally, if there is a misunderstanding between the City and the Trust it can be cleared up. Mr. Gallagher thinks such a meeting is a good idea; we are not against supporting the City. Mr. Episcopo said the City has the second highest tax rate in the state of Delaware. He wonders where monies are going. Ms. Fiske thinks that City Council needs to understand the position of the Trust in general. She suggested meeting with new Council members after elections.

At 8:20 p.m. Mr. Gallagher made a motion to go into executive session to discuss matters of real estate.

The Board returned to Regular Session at 8:34 p.m.

There being no further business to address, the Board adjourned at 8:35 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
November 1, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Castagno (*Treasurer*), DeAscanis, Episcopo, Gallagher, Meek, Viola, Wilson, Ms. Fiske, Mrs. Ross, and Mr. Taylor, Esq. Also present: Michael Marinelli, Property Manager, Deborah Turner, Stenographer
Absent: Mr. Yacucci (*Asst. Treasurer*)

The monthly meeting of the Trustees was held on Tuesday, November 1, 2016, in the Trustees Room of Old Town Hall. Mr. Gambacorta called the meeting to order at 7 p.m. He then called for a moment of silence.

Public Input: (*Mr. Gambacorta reminded everyone that public input should be limited to three minutes per person and dialogue between the public and Board members is restricted during Public Input.*) Alice Jarvis, 15 The Strand, said her recent discussion about a possible dog park in the City generated a question about insurance. She contacted City Administrator Bill Barthel who spoke with the City's insurance carrier who informed that a dog park is considered normal exposure.

Roger Clark, West 4th Street, has not received any response from the Board about his suggestion that the Trust designate a spokesperson when addressing the media. He has received no response to his 6/15/16 letter about a proposed parking lot behind the M&T Bank. He asked if any action has been taken; has the matter been placed in any committee. Mr. Gambacorta said that Trustees approved a parking lot by a vote of 7 in favor and 4 against. City Council recommended that a parking lot be installed on Fourth Street.

Ms. Fiske stated, "*when going over recent Trustee minutes, she has learned that it would be breaking a State law to put a parking lot on the bowling alley site. Roger Clark pointed this fact out to us some time ago, and it is verified by the text of the 2009 New Castle Comprehensive Plan, active until a new Comprehensive Plan is passed in 2019, and the Delaware State Code.*

The Comprehensive Plan's directive for adding parking lots in the historic district is given on p. 35, #3: 'Create new visitor and/or employee parking areas on the fringes of the Historic District,' and repeated with the same words on p. 79, Goal 4, #3. The bowling alley lot is in the middle of the Historic District, not on the fringes; it is also zoned Residential.

In the Delaware Code (passed by the Delaware State Legislature), Title 22, Chapter 7, §702, Item D states the enforcement of municipal comprehensive plans, as follows: 'After a comprehensive plan or portion thereof has been adopted by the municipality in accordance to this chapter, the comprehensive plan shall have the force of law and no development shall be permitted except as consistent with the plan.'

Thus, according to the current Comprehensive Plan, the Board of Trustees will be breaking the law if we build a parking lot in that location. This information will be added to the minutes of this meeting." Ms. Fiske further stated the Comprehensive Plan has the force of law, and the Trustees must abide by State law.

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In response to Ms. Fiske's statement, Mr. Taylor informed that the Trustees will not engage in any illegal activity under his guidance. He is aware of the permitting issues with the parking lot location and has had discussions with the City.

Concerning the spokesperson, Mr. Alfree said the President of the Board is the spokesperson followed by the Executive Secretary. All correspondence is generated by the President and/or the Executive Secretary of the Trust. Mr. Alfree reminded that the protocol set forth by Mr. Gambacorta at the beginning of Public Input is not being followed. Mr. Castagno added this is not a public workshop and a letter should be sent to Mr. Clark about his concerns. Mr. Gambacorta will speak with Mr. Clark after the meeting.

Judy Baldini, South Street, thanked the Outreach Committee for inviting members of nonprofits in the City to their committee meeting where new wording for the grant application process was discussed. She said the nonprofits welcomed being heard. She encouraged, and would appreciate, more outreach detailing the workings of Trust committees and what the Trust does.

Russ Smith, Chestnut Street, thanked the Trustees for planting the meadow behind his house.

Monthly Calendar -- Finance-11/15/16, 2:30 p.m.; Outreach Committee-11/15/16, 7:30 p.m.; Property Maintenance-12/2/16, 8 a.m.; Open Space-11/14/16, 12 p.m.; Land Management-12/1/16, 5 p.m.; Nonprofit Support Committee- TBD

Minutes – Corrections were noted. **Mr. Gallagher made a motion to approve the 10/4/16 minutes as amended. Ms. Fiske seconded the motion. Motion approved.**

PROPERTY MANAGER'S REPORT – Mr. Marinelli reporting.
No report.

Treasurer's Report – Mr. Castagno reporting.
Treasurer's Report for 10/31/16 was sent out electronically prior to the meeting.

Ms. Fiske asked what is a 'dishonesty bond' that appears under Administration? Mr. Castagno said this is a new item that covers the Trust against any potential theft due to either employees of the Trust or the Trustees. She inquired about Antonio's Landscaping for Battery Park, shown under Property Maintenance. Mr. Castagno said it deals with aeration of the park after public events and tree pruning work.

Ms. Fiske made a motion to approve the Treasurer's Report dated 10/31/16 as submitted. Mr. Gallagher seconded the motion. Motion approved by unanimous vote.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher reporting.
The M&T lease is in place for three years through 2019. He will request an executive session to discuss matters of real estate.

ELECTION COMMITTEE – Mrs. Ross reporting.

Ms. Fontinha is finishing the certification of the election for Messrs. Viola and Alfree.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

Members of nonprofit groups impacted by the new wording to be included in the grant application for community requests attended the committee meeting to present their concerns. Discussion resulted in an amicable agreement. Mr. Meek said that letters will be sent out informing that the grant process for 2017 is beginning. Anyone interested in submitting an application for 2017 is invited to go to the Trust website to download the application. The letter is in draft format and has not yet been sent out. A notice can also be put in the *New Castle Weekly*. Mr. Meek will check with Kim Burgmuller in the City office about including information about the grant application process in MSC utility bills.

Mr. Meek reported the real estate activity discussed at a previous executive session is still under consideration.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

(Property Maintenance Updated provided to the Board.)

Mr. Clayton reported there has been no progress for four months for the City ADA Parking Lot under Battery Park.

Town Hall – West Wall Evaluation – Mr. Clayton said they are still waiting for the engineer's report. We will be talking with a contractor in about a week. We know we have a lot of damage, possibly around a light fixture or flashing around the cupola.

Mrs. Ross said many people are not aware that the parking lot behind the post office belongs to the Trust. There are 24 parking spaces there that could be posted for public parking. Mr. Clayton stated that residents of Cherry Street park in that lot. Space would be available on a first-come basis. Mrs. Ross noted there are parking spaces available at the old ferry wharf. This area would require regrading. This would help visitors and business owners. Mr. Clayton informed that the Property Maintenance Committee has discussed this area. Mr. Wilson added that the committee has discussed extending the area with about ten spaces at the old ferry wharf. Mr. Meek asked if the lot on the old ferry terminal will have a meadow. Mr. Wilson said there is an area being planned for a meadow. He described the process. Further, he said there will be a path to the end of the ferry wharf. Mr. Wilson reported that paths are now in place in the Bull Hill meadow. There are several entry points to the meadow. An aerial photograph is planned for publication in the *New Castle Weekly*.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

Official copies of the audit for the previous fiscal year were distributed to each Board member. The IRS filing is due on 11/17/16. Mr. Castagno will have Ms. Fontinha notify Board members when the draft copy is available for review in the office (by end of the week).

The committee met with our investment managers. Asset holdings performance for the quarter show returns of about 2.9% and 6.8% for year to date.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

Mr. Wilson asked what impact, if any, the new County library (on Route 9) might have on the City library. Mr. Viola said this issue has been discussed by the committee. We believe our library is primarily used by the local population. Mr. Viola said they have been told that funding will not be effected. Mr. Clayton said the new library will have a lot of community-based resources that the City library does not provide.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Bicentennial Park – The trees are about to be planted and further plantings will take place.

Hermitage Wildlife Area -- Mr. Meek reported on activity over the last nine months. The Board approved the first phase at a cost of \$25,000. The original scope of work included creating new trails and planning for and building an observation tower for birding. He is proposing to expand the scope of the project. Mr. Meek reported that to date they have cleared trails and land, created preliminary trail signs and planted grass and wildflowers in the cleared areas. Experts from state agencies and organizations have visited the site and expressed praise. The site offers a mixture of meadows, forests and wetlands, enjoys resident and migrant bird populations, is close for New Castle residents, and the proximity to area schools offer opportunities for environmental education. Mr. Meek discussed the viewing platform that was part of the original scope with the Army Corps of Engineers (Corps). We will be required to apply for a 'jurisdictional determination' that takes 30-90 days after at least 15 items of the 30 items on the checklist are checked off. If the Corps visits and determines the area is wetlands, we would need to file for an application permit and present it in Dover. It is unlikely the platform will be built this fiscal year. Using funds currently available he proposes working on thinning the deer population and working on invasive plants in the meadow area below the parking lot. The area is about two acres and contains several species of invasive plants. The principal designer of the meadow garden for Longwood Gardens walked the tract and proposed a multi-year approach to deal with invasive species and create a wildflower and grass area with different wildflowers. Mr. Meek described the work involved in the first year through fourth years. After the fourth year maintenance would involve mowing. Mr. Meek estimated a total cost of \$15,000 the first couple of years and less thereafter. He proposed extending the plan to include creating of a wildflower meadow in the back of the Hermitage. He suggested working with schools immediately to develop nature programs that would include the Hermitage Wildlife Area.

Mr. Wilson asked about the dog park. Mr. Meek said the dog park is separate from the nature area. It has not been determined where the dog park should be. One location is the Hermitage and the second is near Dobbinsville. The \$15,000 does not include the dog park, restrooms or the parking lot. He has visited four of the New Castle County dog parks and will provide his input at the Board members' request.

Discussion about the platform followed. Mr. Meek said the platform will need to be approved. He added that it will cost more than originally thought, noting that an engineer/architect will be needed to construct the platform and make it safe. Mr. Wilson considers the Hermitage Wildlife Area a 'jewel' and believes we should move forward with the project. He

acknowledged and appreciates the amount of work Mr. Meek is putting into the Hermitage Nature Area.

Mr. Meek is seeking a long-term commitment from the Board acknowledging that we will use the property as a wildlife/nature area now and in the future.

To that end, Mr. Meek made a motion that the Board plan on creating a wildlife area in the Hermitage Nature Area and plan on maintaining it in the future. Mr. Clayton seconded the motion. Motion was approved.

Dog Park -- Mr. Meek visited four dog parks in New Castle County. All the parks are small, fenced-in areas with mulch as a base. Mulch is preferred over grass. He does not know how often the mulch needs to be replaced. Decomposed granite is used in California, but may not be reasonable here. Space required for a dog park in the County is smaller than what was looked at in the City of New Castle. We can learn more about maintenance needs from the County. First, Mr. Meek said that ground clearing is needed at the Hermitage Nature Area. Costs would include the fence, mulch, fountain and running of water lines. Costs for clearing of the area would be covered under the approved first phase of the Hermitage project. Mr. Meek does want clarification on whether the Brandywine SPCA will be involved and what insurance might be needed.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

No new applications have been received. One more beach cleanup is expected this year, possibly with the Bank of America. This is not yet confirmed.

OTHER COMMITTEES

Bylaws Committee – Ms. Fiske said the committee will meet this month.

(Looking at the committee listing, Ms. Fiske recalls that she and Mr. Episcopo were appointed to the Penn Farm Advisory Committee and the Penn Farm Capital Campaign Committee had not yet been formed. They both are listed on the Capital Campaign Committee.)

Ms. Fiske said she and Mr. Episcopo will have a meeting with Mary Roth of Delaware Greenways Initiative (DGI) to discuss the formation of the Capital Campaign Committee. As a member of the Nonprofit Support Committee, Mr. Wilson asked Ms. Fiske to delay the meeting until after the Nonprofit Support Committee meets. He added that the Nonprofit Support Committee may make the Capital Campaign Committee obsolete. Ms. Fiske was not agreeable to postponing the meeting saying the committee is part of the lease. Mrs. Ross said the Nonprofit Support Committee is waiting to get responses back and may not meet until the beginning of 2017. Ms. Fiske (Penn Farm Advisory Committee) and Mr. Clayton (Chair, Nonprofit Support Committee) agreed to wait until the first part of 2017 to discuss further.

Penn Farm – Mr. Alfree distributed a report showing activities at Historic Penn Farm over the last six months through 10/31/16. He said there will be a meeting between the Trust and DGI

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tentatively scheduled for 11/14/16 to discuss the capital campaign. Discussion will help us to determine how to move forward.

COMMUNICATIONS – Mr. Alfree reporting.
None.

At 7:55 p.m. Mr. Gallagher made a motion to go into executive session to discuss matters of real estate. The motion was seconded by Mr. Episcopo. Motion approved.

The Board returned to regular session at 8:27 p.m.

There being no further business to address, the Board adjourned at 8:27 p.m.

Deborah P. Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
December 6, 2016

Present: Messrs. Gambacorta (*President*), Clayton (*Vice President*), Alfree (*Secretary*), Castagno (*Treasurer*), Yacucci (*Asst. Treasurer*), DeAscanis, Gallagher, Meek, Viola, Ms. Fiske, and Mr. Taylor, Esq. Also present: Deborah Turner, Stenographer
Absent: Messrs. Episcopo and Wilson, Mrs. Ross

The monthly meeting of the Trustees was held on Tuesday, December 6, 2016, in the Trustees Room of Old Town Hall. Mr. Gambacorta called the meeting to order at 7 p.m. He followed with a moment of silence.

Public Input: Doug Timm, Principal of Carrie Downey Elementary School, asked the Board for permission to access the area of the school that backs up to the Trust's Hermitage Natural Area for the purpose of an outdoor classroom/environmental education throughout the school year. The school has active running clubs that would use the path for exercise purposes.

Dan Citron, New Castle Historical Society (NCHS), spoke about the Visitor's Center. In the NCHS's grant request for last year they requested funding for the expansion of hours at the Visitor's Center. They requested monies from the City and other private sources. The grant they received was a matching grant; however, the match was tied specifically to the City or the National Park Service (NPS). He understands the Trustees' position that other agencies should be helping in other ways and the Trustees should not be taking the lead for the Visitor's Center. The NCHS has taken the lead of the Visitor Center and has supported Visitor Center operations five days per week for over a year. They are asking for Trustee support of a sixth day and other funding the NCHS is seeking to expand to seven days. He acknowledged receiving some funding from the City and some private funding to meet the match of the grant. Mr. Citron is requesting that the matching grant be changed to a "general match" rather than specifically the City or NPS. Trustee support is vital to operating the Visitor Center seven days a week. Mr. Meek said the request letter from the NCHS was received after last month's Outreach Committee Meeting. The request will be taken into consideration at the Outreach Committee Meeting next week. Mr. Meek welcomed comments about this request prior to the meeting.

Monthly Calendar -- Finance-*no December meeting; tentatively* Outreach Committee-12/13/16, 5 p.m.; Property Maintenance Committee-12/30/16, 8 a.m.; Open Space Committee-12/20/16, 12 p.m.; Land Management Committee-*to be determined*

Minutes – Mr. Gallagher **made a motion to approve the 11/1/16 minutes as distributed. Mr. Ms. Fiske seconded the motion. Motion approved.**

Property Manager's Report

In the absence of Mr. Marinelli, no report was presented. Ms. Fiske read the following statement into the record. It pertains to information on requirement for Board member access into the record.

"Lawrence A. Hamermesh, the Ruby R. Vale Professor of Corporate and Business Law at Widener's Delaware campus and Director of the Widener Institute of Delaware Corporate and Business Law, has told me that since the Trust is a corporation, Section 220d of Delaware

corporation law states that Board members have the right of access to all corporate records. In order for this dictate to be followed, I propose a motion to instate the following protocol for work done on or for Trust property. As soon as an RFP is drawn up, it is given by the committee to the Trust Office to be filed. All bids (proposals) and contracts are sent directly to the office, not to committees or to individual Trustees. The office will make two copies: one document, the other will be placed in a file marked [RFPs, BIDS, CONTRACTS.] This file will be kept in a location readily accessible to all Trustees. The original will be filed as usual.”

Ms. Fiske made a motion that the stated protocol be accepted. Mr. Meek seconded the motion. Mr. Meek asked if this protocol would then become part of the Bylaws. Ms. Fiske said it is standard business procedure and suggested adding it to the Bylaws later if the Board thinks it is necessary.

Mr. Viola noted that three Trustees are absent from this meeting and he does not support a vote on this matter tonight.

Mr. Clayton made a motion to table the matter until January 2017. Mr. Yacucci asked for clarification on Ms. Fiske’s concern that Board members do not always have access to certain records relating to Trust business. Mr. Meek said there was a year-long controversy about bids and non-committee members were not permitted to see the bids. He suggested a procedure whereby Trustees can look at any bids, whether they are on the committee or not. Ms. Fiske said there is no consistency; some things have been filed while others have not. **Mr. Castagno seconded the motion to table.** He added that Mike Marinelli can provide any Trustee with quotes, etc. for any project. **The motion was approved.**

Treasurer’s Report – Mr. Castagno reporting.

Treasurer’s Report for 11/30/16 was sent out electronically prior to the meeting.

Mr. Castagno reported that an entry for \$4,500 under Professional Fees was not part of the initial report. The corrected version was distributed to the Board prior to the meeting.

Mr. Alfree made a motion to approve the Treasurer’s Report dated 10/31/16 as amended. Ms. Fiske seconded the motion. Motion approved.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher

- Mr. Gallagher reported that the Milex lease has been renewed.
- The committee previously reported that DelDOT needs easements around the car dealership and Airbase Carpet Mart. Easements were obtained and the funds were received.
- Mr. Marinelli is working with one outstanding tenant.
- The insurance policy has been renewed and is in place. It is available for review in the Trustee Office.
- Settlement for a small piece of property that went into the Good Will Fire Company lease has been completed.
- A letter has been received from Christopher Dixon who owns the new pizza shop in Dobbinsville. He is seeking permission to lease an adjacent lot (across the street, Clymer

and Center Streets, approximately 8 parking spots) that the Trustees own for additional parking for the pizza shop. Mr. Dixon will pay for modifications to the vacant lot, i.e., upgrades and maintenance. The Land Management Committee has asked Mr. Dixon to inquire about obtaining a permit from the City and report back to the committee. Mr. Dixon provided a sketch showing plantings and light poles, however, engineering and storm water issues will need to be addressed if the City grants a permit. Mr. Gallagher said that street parking in front of Mr. Dixon's shop on Route 9 was removed as part of DelDOT's project in Dobbinsville. There were no objections expressed by the Trustees present. The request is contingent on the City granting a permit.

Mr. Gallagher requested an executive session to discuss a matter of real estate.

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

Hermitage Natural Area – Mr. Meek revisited the possibility of using land we own at the Hermitage Natural Area with local elementary schools for the purpose of outdoor education and exercise. The area to the east side of the industrial track is set up in trails and will be developed over time. The west side of the industrial track is adjacent to Carrie Downie Elementary School and is also suitable. Mr. Meek supports the concept of using trails for nature studies and science classes, having paths from the school area to the east side of the track (approximate 1 mile running path), and possibly having natural playgrounds using logs and poles. Logs and poles on the site will be used to keep costs down. The school and students are supportive. Mr. Meek proposed hiring a contractor to cut through a chain-link fence, construct small, rustic facilities for outdoor classrooms, clear a trail and create a running trail. A potential downside is liability. Mr. Taylor stated anytime people use your property you could be held liable. The Trust would have an agreement with the school district stating the school's responsibilities and the Trust's responsibilities. Insurance helps with coverage. Mr. Taylor further explained there is a state law that helps shield liability if you make natural areas available for recreational use without charge. The slight improvements being made may increase our liability.

Mr. Meek talked about limitation and Trustee use of the property. A few years back an exit driveway was being planned from Family Foundation Academy out to Basin Road. Mr. Castagno said he knows of no other plans for the property. Mr. Meek said the agreement with the school would indicate that the school is not taking possession, that anything that is built there is temporary and could stop, and it is not truly encroaching on our property in that they are not building a structure. In terms of cost, there is negligible cost that could be paid for by what has been appropriated for the rest of the Hermitage project. In his memo to Board members, Mr. Meek included a number of issues that should be addressed by the school in any agreement. Namely, the school would do maintenance on the property (trash, cleanup, etc.), in terms of creating the trail, Mr. Meek and Bruce Burk cleared the trail to make the path wide enough and suitable for running. The logs removed from the path are suitable for primitive playground equipment. Mr. Meek requested that the Board review his memo and the items listed for the agreement with the school district. Mr. Meek would like the Board to agree in principle to move forward to make the school property available to Carrie Downie and New Castle Elementary School (former high school). The feeder district for Carrie Downie is New Castle and

south; the feeder district for the New Castle Elementary is the Broad Dike area up to Buttonwood. This means that all of the children in our area would benefit from this project.

Mr. Meek confirmed that the area is open to the public. Mr. Taylor commented that removing the logs and creating paths could result in an increase in ATV use. He suggested the school could help with notification of police should abuse be incurred. Mr. Meek agreed, adding there are currently no significant ATV issues. Mr. Alfree cautioned against referring to the area as a "park" saying it should continue to be referred to as a natural area.

Before any work can begin Mr. Meek needs to know where the wetlands are located behind Carrie Downie Elementary School. He has a wetlands delineation extending back to the area near Schoolside Apartments. The Army Corps of Engineers was not able to find wetlands delineation behind Carrie Downie Elementary School. If no delineation is determined then any building will be close to the school.

Mr. Meek made a motion that the Trustees permit the use of the west portion of the Hermitage Natural Area by Carrie Downie Elementary School and that a suitable agreement be in place. Mr. Gallagher seconded the motion. Motion approved.

"The Spirit of Christmas" will be presented on 12/10/16. He requested a porta-potty be placed next to the Sheriff's House. He requested \$210 from general funds to pay A1 for a porta-potty. No objections were expressed. Mr. Meek said they will try to determine whether usage levels will warrant another request in 2017.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

(Property Maintenance Updated provided to the Board.)

Ceiling of Trustees Board Room – Mr. Clayton said when the lights were installed they were bolted through the shingles. Over time the shingles age and leaks are created. They are trying to determine the best way to reach the area to caulk it. Upon Mr. Meek's suggestion, Mr. Clayton will speak with the fire company about use of the ladder truck to caulk the roof.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

The operating budget, capital budget, and revenue sheets were distributed to the Board.

Mr. Castagno reported we are about 75% through the budget year and everything is on target. No questions or adjustments were requested.

LIBRARY COMMITTEE REPORT – Mr. Clayton reporting.

The Presbyterian Church had their bell ringers at the library recently. Mr. Clayton informed Of a couple more leaks resulting from the drainage system. Mr. Thatcher will work on the drainage system this winter so when it overflows the moisture does not come inside the library.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

- Hermitage Natural Area – Previously presented.
- Dog Park – no update.

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- Bicentennial Park -- Plantings were put in at Bicentennial Park today. A few perennials will be planted in March 2017.
- Ms. Fiske read the following from a prepared statement:

Bylaw Rights of the Land Management Committee and Open Space Committee Regarding West 3rd Street Parking Lot – “The Bylaws of the Trustees are the laws by which the Board members administer the Trust, and we are frequently reminded that the Trust is run by committee. When I went over our minutes, however, I realized that we have all violated the Bylaws by not adhering to the requirements set down regarding the responsibilities of some Trustee committees.

The committees appointed in the Bylaws to advise the Board on matters of Trust real estate are: 1) the Land Management Committee, and 2) the Open Space Committee.

The Bylaw/Policy describing the duties of the Land Management Committee states: [the five Trustees] “are responsible for recommending the proper use, rental, or sale of Trust real estate....” (P. 4, Policies.)

The description of the Open Space Committee states: [the Committee] “is charged with advising the Board on: matters concerning the development, acquisition, sale, or use of Trust property, commensurate with the preservation of open space for the betterment of life in the city.” It goes on to state that “if a project involving Trust property is proposed by another committee, the Open Space Committee must be informed so that it may assess the effect on open space.” (P. 6-7, Policies.)

In the case of the proposed West 3rd Street parking lot on land belonging to the Trust, the Finance Committee had the prerogative to put money in the Capital Budget for a parking lot. However, it did not have the authority to choose the location for a lot. That must be discussed and recommended (or not) to the entire Board by the Open Space and Land Management Committees.

Therefore, at our December committee meeting the Open Space Committee will address the concept and possible location of the proposed parking lot, and I request that the chairman of the Land Management Committee put it on the agenda for their December committee meeting. I also request that the president direct that ForeSite Associates place any design for a parking lot on hold for the present, as where it will be is not certain.

For the above reasons I move to declare the motion passed on 3/1/16 **“to approve the design and installation of approximately 50 parking stalls behind the bank with connector improvements to Delaware Street”** invalid, and that it be replaced with the motion **“to set aside money for the installation of a parking lot.”**

A vote for this motion means that you want to adhere to the Bylaws of the Trust, so I am asking for a roll-call vote.”

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Ms. Fiske said that neither of these committees was consulted about the parking lot making it a Bylaws violation. She further stated it is important that we adhere to the Bylaws of the Trust. Mr. Gallagher requested input from Mr. Taylor.

Mr. Gallagher made a motion to table this matter to allow Mr. Taylor time to do research. Mr. Clayton seconded the motion. Motion approved.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.
Nothing to report.

OTHER COMMITTEES
No reports.

COMMUNICATIONS – Mr. Alfree reporting.
Nothing to report.

At 7:53 p.m. Mr. Gallagher made a motion to go into executive session to discuss matters of real estate.

The Board returned to Regular Session at 8:12 p.m. The Board unanimously approved the following three (3) motions:

A motion was made and seconded to approve signing the amendment to the Family Foundation Academy (FFA) lease that updates the description of the actual land leased by FFA.

A motion was made and seconded to approve signing the Landlord's Estoppel Certificate and Subordination Agreement between Family Foundation Academy and the Trustees of the New Castle Common.

A motion was made and seconded to approve an additional contribution to the New Castle Historical Society in the amount of \$8,500 to complete the Trust's "one time" total contribution of \$10,000 toward the "Visitor Center."

There being no further business to address, the Board adjourned at 8:17 p.m.

Deborah P. Turner
Stenographer