

Trustees of the New Castle Common
Meeting Minutes
January 2, 2024

Present: C. DeAscanis (*President*)
T. Episcopo (*Vice President*)
M. Alfree (*Secretary*)
F. Gallagher (*Treasurer*)
T. Wilson
D. Baldini
T. Masiello
F. DeAscanis
M. Corcoran
G. Yacucci

Absent: P. Toner
T. Clayton
M. Marinelli, Property Manager

Also present: A. Taylor, Esquire (*Trust Attorney*)
B. Snapp Danberg, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
K. Levitsky, Assistant Attorney General; Consumer Protection Unit
J. Rosica, President, New Castle Little League

The monthly meeting of the Trustees was held on Tuesday, January 2, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

There was no report from the President.

Report from New Castle Little League

Mr. C. DeAscanis introduced Jessica Rosica, President of the New Castle Little League (NCLL). Ms. Rosica introduced herself and explained her background. She reported that NCLL applied for and was awarded a grant of \$150,000 to install lights at the softball fields. The softball program has grown approximately 80% over the past year. In response to a question from Mr. Episcopo Ms. Rosica stated that the NCLL applied to the State for the grant, adding that an additional \$15,000 is needed for the lights and they are doing fundraisers to obtain those funds. In response to a question from Mr. Alfree Ms. Rosica will compile a report of how many residents are members of the NCLL. She added that the NCLL has been focusing outreach and events in New Castle neighborhoods. Mr. Episcopo asked that Ms. Rosica send a letter to the Trust to document that the Trust did not apply for and has no involvement with the \$150,000 grant that NCLL received.

Monthly Calendar – January 2024

- TNCC Board Meeting – 1/2/2024, 7:00 p.m.
- Outreach Committee – 1/8/24, 4:00 p.m.

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- Bylaws Committee – 1/16/24, 4:30 p.m.
- Finance Committee – 1/17/24, 4:00 p.m.
- Property Maintenance Committee – 1/18/24, 4:00 p.m.
- Strategy Committee – 1/23/24, 4:30 p.m.
- Land Management Committee – 1/31/24, 4:00 p.m.

Mr. Gallagher explained the purpose of the Strategy Committee is to look at and make recommendations on long-term operations and matters that do not clearly fit within the purview of the established committees.

Minutes

12/5/23 TNCC Meeting Minutes – **Mr. Alfree made a motion to accept the 12/5/23 TNCC Meeting minutes as amended. The motion was seconded by Mr. Gallagher and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Reports were sent out prior to the meeting.

A motion was made by Mr. Gallagher to accept the Treasurer's Report as submitted. The motion was seconded by Ms. Masiello and unanimously carried.

Mr. Gallagher noted that another Treasurer's Report will be submitted to clarify the fiscal year end.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

Mr. Alfree stated that the committee did not meet in December.

- Gregory Auto – Members of the committee met with representatives of Delaware AutoMall and 326 Associates regarding transfer of the lease from Gregory Auto to Delaware AutoMall. During the meeting it was explained that the lease is for 10 years and the Trust's commitment that 326 Associates will be taking over the lease.

A motion was made by Mr. Alfree to authorize LMC to handle the transfer of the lease form Gregory Auto to Delaware AutoMall, LLC. The motion was seconded by Mr. Gallagher.

In response to a question from Ms. Masiello, Mr. Taylor stated that the tenant worked through a commercial real estate broker to find a new tenant. Mr. Alfree added that the real estate broker was also in attendance at the meeting, and that the lease would be effective through 2033. Mr. Taylor stated for the record that no Trustees' families have any connection with the potential tenant.

A roll-call vote was taken:

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

Mr. Episcopo stated that the committee did not meet in December. He thanked the committee for their work during the past year, noting that many things were accomplished.

- 201 Delaware Street – Work on the bricks is ongoing, and Mr. Episcopo opined that the work would be done soon. He added that the work was scheduled to be completed 3-4 weeks ago, but work to be delayed due to weather and the Spirit of Christmas event. He added that the iron railing will not be put back. During discussion, concern about not reinstalling the railing ensued. Mr. Episcopo stated that the iron railing is not historical. He added that the 100-year old hitching post will be reinstalled.
- 5th Street Library – There is a major issue in the 5th Street Library with flooding in the Rodney Room during heavy rains. A meeting is scheduled with contractors at the Library on January 10th at 10:00 a.m. to discuss what can be done. Mr. Wilson added that prior to the January 10th meeting the roof will be inspected to determine why the water is coming in during Nor'easters. Ms. Masiello noted that there are two areas that do not have gutters that created sink-holes, which she opined ties into the roof issues.
- Budget – The committee will discuss the budget at the January meeting. The Fern & Fern Report will be used as a guide.
- Red Tail – Mr. Wilson stated that he would like to discuss this matter during executive session as a matter of real estate.
- Historical Properties – Mr. Wilson stated that he would like to discuss the Trust's historical properties in executive session as a matter of real estate.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Gallagher stated that everything looks good.

- Capital Budget – The note about projects being approved should be removed as the projects have been completed.
- Miscellaneous Contributions – In response to a question from Mr. Alfree regarding the \$431.88 drawdown under Miscellaneous Contributions on page 2 of the report Mr. Gallagher stated that he would look into the matter.
- Dialysis Center – In response to a question from Mr. Alfree regarding the Dialysis Center under Property Maintenance Projects on page 3 of the report, Mr. Episcopo noted that the project was delayed and is currently on hold.
- Fort Casimir Park – In response to a question from Mr. Alfree regarding Fort Casimir Park under Property Maintenance Projects on page 2 of the report, Mr. Episcopo stated

that the project is on hold. Mr. Wilson noted that line item should state “Installing Bollards”. Messrs. Wilson and Baldini will be making a presentation to the Historic Area Commission (HAC) regarding the bollards. Mr. Baldini noted that HAC is requesting more ornate bollards than the round bollard recommended by the Trust. Mr. Wilson noted that the less ornate style of bollard makes the river the focal point instead of the bollards.

OTHER COMMITTEES

Battery Park Committee – Ms. Masiello reporting.

There was no report from the committee. It was noted again that the Battery Park Committee is a requirement of the Charter.

Mr. Episcopo noted that the bathrooms have been locked and appropriate signage installed.

Bylaws Committee – Mr. Gallagher reporting.

Fiduciary Responsibilities Document – Mr. Gallagher distributed an amended copy of the proposed document explaining why the TNCC acts both in a corporate and trust manner that was first presented at the November 2023 Board meeting. He reiterated that the committee is recommending that the document be added to the Trust website next to the bylaws. Mr. Gallagher noted that the Trust attorneys and the DOJ have reviewed the document.

A motion was made by Mr. Gallagher that the Board move the matter forward to add the document to the Trust website next to the bylaws. Ms. Masiello seconded the motion. A roll-call vote was taken:

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – No – Mr. Wilson asked if the document had changed since it was introduced in November. Mr. Gallagher explained that more historical data was added. Ms. Snapp-Danberg added that information regarding case law was revised at the request of the DOJ. Mr. Wilson stated that his vote was based on the fact that he did not have an opportunity to read the revised document and not that he disagreed with the motion.

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed with a vote of nine in favor and one opposed.

Procedure 13.01 C – The committee proposes that a new Procedure 13.01 C be created to clarify the requirements of being a Trustee for individuals declaring candidacy for a seat on the Trust Board and that the current Procedure 13.01 C becomes Procedure 13.01 D:

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Procedure 13.01 C: Also, at the time of filing the candidate must come to the Farm and be given a hard copy of the Trust Bylaws, Policies and Procedures. The candidate must read the document while at the Farm. Next, the candidate must sign the form affirming that they will follow these Bylaws, Policies and Procedures. The hard copy must be returned before leaving the Farm.

During discussion, a number of language edits were recommended by Board members. Mr. Gallagher requested that any additional comments be submitted to the committee prior to the January 16th committee meeting.

Election Committee – Mr. Wilson reporting.

Mr. Wilson stated the election results:

- Thomas Clayton – 487 votes
- Michael Platt – 58 votes

Mr. Clayton was sworn in on Saturday, December 9, 2023.

Ms. Masiello thanked Mr. Wilson for his work for the election, noting that it was very successful. Mr. Wilson stated he could not have done it without the assistance of Ms. Panzarella and Mr. Marinelli.

Mr. Wilson recommended that the 13th seat vacancy on the Board should be filled as soon as possible. Mr. Alfree noted that the Election Committee is now defunct and in accordance with the bylaws, the President must form a new Election Committee. Mr. C. DeAscanis asked for volunteers to Chair the Election Committee. Mr. Wilson was the sole Board member to volunteer. Mr. C. DeAscanis then asked for volunteers to serve on the Election Committee. Ms. Corcoran volunteered. Mr. Wilson stated that Ms. Panzarella and Mr. Marinelli are full-time committee members.

Outreach Committee – Ms. Masiello reporting.

Ms. Masiello reported that with the help of Ms. Panzarella, all grant applications have been received and they will be reviewed at the January committee meeting. Recommendations will be presented at the February meeting.

Mr. Gallagher reminded the Board that the Outreach and Maintenance budget reports are due to him by the end of February, 2024. He asked that if financial reports are reviewed that the committees review the budget before drawdown report is reviewed.

Next Board Meeting

The next Board meeting is Tuesday, February 6, 2024, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Mr. Alfree reported that thank you letters were received from:
 - Barbara Quillen's family.

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- The Lions Club on behalf of Lafayette Moore.
- Good will Fire Company on behalf of their annual grant.
- Arasapha Garden Club on behalf of their wreath program.
- Mr. Alfree reported that thank you letters were received from two recipients of the Trust Scholarship Program. He read the letters from Emily Riale and Abby McElroy into the record. Mr. Alfree noted that both letters not only expressed their appreciation for the opportunity the grant funds afforded them, but were indicative of the commitment of the Trustees of the New Castle Common to the youth of New Castle.
- Mr. Wilson stated that in 1995 he began a communication process with the citizens of New Castle by sitting on a bench at 3rd and Delaware Streets once a quarter, and continued that for approximately 12 years. When he became President of the Board he added Public Comment to the Agenda in the hope that it would afford a better avenue for citizens to communicate with the Trustees. He stated that recently he has seen nothing productive come from public input and as a result of the negativity being heard during public comment; he felt it was his responsibility to stop public comment at Board meetings that are open to the public.

Mr. Wilson made a motion that the Board approve removing Public Comment from the Agenda of Board meetings that are open to the public moving forward. The motion was seconded by Mr. Yacucci.

A discussion ensued of how, if the motion carried, the information should be communicated to the community. During discussion it was noted that many public comments are inappropriate and that Public Comment has become a platform to express issues unrelated to the Trust or to Trust business. Mr. Alfree noted that the Board members were elected by the public to manage the Trustees of the New Castle Common; and he takes exception to comments from the public that have nothing to do with Trust business. It was suggested that all questions/comments be sent directly to the Trust Office to be directed to the appropriate Committee for review and response if a response is warranted. Mr. Taylor recommended that if the Board votes to eliminate Public Comment that meetings continue to be open to the public on a quarterly basis. Mr. Wilson suggested that if a committee deems it appropriate that a question/comment be discussed during the meeting, that the author be invited to attend and present their input. Mr. Alfree recommended that appropriate wording for the website be drafted. Mr. C. DeAscanis recapped his understanding of what the Board intends:

- A public meeting will be held every 3 months (quarterly); and
- Members of the public will not be permitted to speak unless a communication stating their question/comment has been received by the Trust in advance of the meeting and an invitation to speak has been sent to the author by a committee chair.

A roll-call vote was taken:

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

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Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

- Mr. Alfree stated that he would be distributing an Officer of Interest form to each of the Board members. The forms are due back in a few weeks and should be returned regardless of whether or not you have interest.

A motion was made by Mr. Wilson to move to executive session to discuss matters of real estate. The motion was seconded by Mr. Gallagher and unanimously carried. The meeting moved to executive session at 8:15 p.m.

The meeting returned to regular session at 9:19 p.m.

With no further business to discuss, the meeting adjourned at 9:20 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

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M. Alfree (*Secretary*)
F. Gallagher (*Treasurer*)
T. Wilson
D. Baldini
T. Masiello
F. DeAscanis
M. Corcoran
G. Yacucci
P. Toner
T. Clayton

Also present: A. Taylor, Esquire (*Trust Attorney*)
B. Snapp Danberg, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
M. Marinelli, Property Manager
K. Levitsky, Assistant Attorney General; Consumer Protection Unit
M. Quirk, Deputy Attorney General; Director, Consumer Protection Unit

The monthly meeting of the Trustees was held on Tuesday, February 6, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

There was no report from the President.

Update on the Department of Justice

Ms. Snapp-Danberg gave an update on the Department of Justice (DOJ). The DOJ has recommended some disclosures in the 990 tax return to clarify that the fiduciary obligations of the Trust are both as Trust officers and as a corporate entity. Third party disclosures should always include this explanation whenever communicating with third parties. Ms. Snapp-Danberg opined that this will facilitate the resolution agreement with the DOJ.

Ms. Snapp-Danberg and Mr. Gallagher responded to questions from Board members regarding the role of the Trust.

Ms. Snapp-Danberg added that the DOJ has the right to ask questions to bring any claims or actions for fiduciary breaches against the Trustees of the New Castle Common and to ask questions to assure themselves that there are no issues.

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In response to a question from Mr. Gallagher, Ms. Snapp-Danberg explained that another investigation could be initiated by the DOJ if they feel a complaint rises to the level that would warrant such an investigation.

In response to a question from Mr. Wilson, Ms. Snapp-Danberg further explained that there has been no accusation and no criminal charges have been brought; and the DOJ's investigation is to determine if anything can be improved to avoid charges being filed.

Monthly Calendar –
February 2024

- TNCC Board Meeting – 2/6/2024, 7:00 p.m.
- Outreach Committee – The Committee will meet only if necessary
- Bylaws Committee – 2/20/24, 4:30 p.m.
- Finance Committee – 2/21/24, 4:00 p.m.
- Property Maintenance Committee – 2/8/24, 4:00 p.m.
- Strategy Committee – 2/27/24, 4:30 p.m.
- Land Management Committee – 2/28/24, 4:00 p.m.

March 2024

- TNCC Board Meeting – 3/5/2024, 7:00 p.m.
- Outreach Committee – 3/11/2024, 5:30 p.m.
- Property Maintenance Committee – 3/14/2-24, 4:00 p.m.
- Bylaws Committee – 3/19/2024, 4:30 p.m.
- Budget Review – Date TBD, 5:00 p.m.
- Land Management Committee – 3/27/2024, 4:00 p.m.

Minutes

In response to a question from Mr. Gallagher, it was noted that the number of New Castle youth in the New Castle Little League was received from Ms. Rosica.

Mr. Gallagher gave a breakdown of the \$431.88 drawdown under Miscellaneous Contributions:

- \$100.00 – Lightship Overfalls Foundation in memory of Bill Reader
- \$100.00 – Lions Club in memory of Lafayette Moore
- \$231.88 – John Reaves for Spirit of Christmas Port-a-Potties

1/2/24 TNCC Meeting Minutes – Mr. Gallagher made a motion to accept the 1/2/24 TNCC Meeting minutes as amended. The motion was seconded by Mr. Wilson and was unanimously carried.

Treasurer's Report – Mr. Gallagher reporting.
Treasurer's Reports were sent out prior to the meeting.

Mr. Gallagher noted the following:

- The payment to MSC for electric at Penn Farm was explained.

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- Mr. Gallagher asked that PMC request that Antonio's use "Storm Cleanup" as a separate GL code.
- \$150,000 was moved over from Investments.

A motion was made by Mr. Gallagher to accept the Treasurer's Report as submitted. The motion was seconded by Mr. Clayton and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Tremont Site – A vendor is interested in building; however, due to high interest rates that is on hold. Messrs. Alfree and Marinelli met with him to discuss the matter and it may be another year before he is able to break ground.
- 201 Delaware Street & Old Library – The committee met with the State of Delaware to tour the properties.
- Glacier Auto – The 5-year lease has been extended to 2029.
- Penn Mart – There is nothing new to report on the Penn Mart lawsuit.
- Gregory Auto – The committee is still working on getting a new lessee at the Gregory Auto site.
- 201 Delaware Street – Mr. Alfree reported that an informal group in New Castle is interested in using the top two floors of 201 Delaware Street to benefit the residents of New Castle. Possible uses include plays and art classes. Mr. Alfree emphasized to them that residents of New Castle should be given priority for any classes that may be offered. They submitted a grant request; however, because they are not yet a formal entity no grant funds can be awarded. They are also working with the New Castle Historical Society and the New Castle Community Partnership. Mr. Alfree advised them that they would need to get insurance and pay the bills associated with the site. Mr. Taylor added that the group would be responsible for coordinating and advertising all events. This is predicated on the group becoming a formal entity, and if it moves forward Mr. Taylor will draft a License Agreement. Mr. Wilson noted that the Trust went to extreme lengths to restore the building historically and nothing should be done to the premises to affect that, such as painting, staging, sound system, lighting, etc. The Police are also interested in doing Community Police Academy training there.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- Battery Park – Mr. Clayton reported that a contractor will be inspecting an area where there was flooding up to the wharf.
- Bellanca – Mr. Clayton will contact MSC regarding the lights.
- 201 Delaware Street – Locks were changed on February 6th.
- 5th Street Library – Many of the smaller items have been resolved. Several commercial roofers have inspected the site and will submit estimates.
- Hermitage / Dog Park – Messrs. Episcopo and Baldini met with Councilpersons Zubaca and Zeltt and some concerned citizens on site. Mr. Baldini gave an overview of the

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meeting. The site is approximately 150' x 200'. The group is having an architect inspect the site to offer ideas for a natural area. They will submit a project plan and renderings to the committee for review. Mr. Baldini emphasized to the group that the dog park cannot have any negative impact on the Hermitage. Councilperson Zeltt expressed concern that the City budget for the dog park is insufficient.

- Budget – The committee will review the budget at the February 8th meeting and will submit it to Mr. Gallagher as soon as possible.
- New Castle Public Library – A discussion of the requirements for Trustees on the Library Board ensued. Mr. C. DeAscanis appointed Mr. Clayton and Ms. Masiello as Trust representatives to the Library Board.
- 201 Delaware Street Brick Work – Mr. Baldini updated the Board on the status of the brick work at 201 Delaware Street market square. He noted that he brick work did not align with the curbs and planting beds were built in the Colonial Revival style. The Historic Area Commission (HAC) rejected the concept because it does not meet the Guidelines and it is not appropriate for the District. Mr. Baldini asked the committee receive the rejection in writing with specific reference to the Guidelines. Penalties that could be imposed were discussed. Ms. Panzarella distributed the response from Ms. Hamroun, HAC Architect Consultant, to the Trustees' mail boxes. Mr. Alfree expressed his concern of a tripping hazard and suggested that the Board agree on some action by the President.
- Ft. Casimir Park – Mr. Baldini reported that HAC is requesting 163 “fancy” bollards.
- Phragmites Control – Mr. Wilson reported that Council President Souder sent a contract for spraying phragmites to the committee for signature. The work is to be done in the September / October timeframe; however, the price of chemicals can be locked in now.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Gallagher reviewed the status at 10 months.

- Tuition Support – In response to a question from Mr. Wilson, Mr. Gallagher opined that the budget for Tuition Support should be increased.
- Budget Overages – Mr. Wilson pointed out that every single PMC over-budget item has come from environmental mishaps with the exception of the 5th Street Library and the Good Will Fire Company roofs.

OTHER COMMITTEES

Battery Park Committee – Ms. Masiello reporting.

- Beach Cleanup – Mr. Clayton reported that Bank of America will be doing a clean-up on April 19th.

Bylaws Committee – Mr. Gallagher reporting.

- Election of Board Members Procedure – Mr. Gallagher distributed the document with the requested change received since the January meeting.

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- Trustee Qualifications – Mr. Clayton suggested that educational requirements for Trustee candidates be included in the Bylaws.
- Procedure 13.01 C – A discussion of whether to include Policies and Procedures on the website ensued. It was suggested that candidates make an appointment with a Board member to read and sign the form affirming that they will follow the Bylaws, Policies and Procedures. Mr. Taylor made additional recommendations to the language.

Procedure 13.01 C

Also, at the time of filing the candidate must schedule time with the Election Chair (or designate) to come to the Penn Farm, located at 807 Frenchtown Road, and be given a hard copy of the Trust Bylaws, Policies and Procedures. The candidate must read the documents while at the Farm. Next, the candidate must sign the form affirming that they will follow these Bylaws, Policies and Procedures. The hard copy must be returned before leaving the Farm.

A motion was made by Mr. Gallagher to approve Procedure 13.01 C as amended. The motion was seconded by Ms. Masiello and unanimously passed.

Election Committee – Mr. Wilson reporting.

Mr. Wilson asked the Secretary to announce the vacancy of the 13th seat on the Board. April 13th has been selected as Election Day and March 13th is the last day for candidates to file. The election will be published on Thursday, February 8th in compliance with the 60-day Rule. The fire hall is available. In response to a question from Mr. Episcopo, Mr. Wilson stated that the Trust is not part of City government and there is no need to delay a Trust election. After discussion, the Board agreed that the election should not be delayed. The website will be updated.

A motion was made by Mr. Wilson for the Secretary to declare a vacancy with an election to be held on April 13, 2024. The motion was seconded by Mr. Alfree and unanimously passed.

Outreach Committee – Ms. Masiello reporting.

The committee thanked Mr. Toner for his input on grant applications. The recommendations will be submitted to the Treasurer at the conclusion of the February meeting.

Strategy Committee – Mr. Gallagher reporting.

The committee identified a number of items to review. Recommendations will be presented to the Board at future meetings.

Next Board Meeting

The next Board meeting is Tuesday, March 5, 2024, at 7:00 p.m. The public will be invited to attend.

COMMUNICATIONS – Mr. Alfree reporting.

- The Scholarship Committee received 16 applications. Twelve applications were approved, one is pending, and three were not approved. In response to a question from Ms. Masiello, Mr. Alfree opined that the committee would consider an applicant of any age. Mr. Wilson explained why “recent graduate” was originally specified.
- Thank you notes for the employee appreciation dinner were received from Ms. Panzarella, Ms. Weirich and Mr. Marinelli.
- Mr. Alfree reported that Ms. Alice Chase Jacobs recently passed away at age 96.
- Trust Officer Ballots were distributed to Board members. Mr. Alfree requested that all ballots be returned regardless of interest.

A motion was made by Mr. Alfree to move to executive session to discuss matters of personnel. The motion was seconded by Mr. Toner and unanimously carried and the meeting moved to executive session at 8:43 p.m.

The meeting returned to regular session at 9:14 p.m.

With no further business to discuss, the meeting adjourned at 9:20 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

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Meeting Minutes
March 5, 2024

Present: C. DeAscanis (*President*)
T. Episcopo (*Vice President*)
M. Alfree (*Secretary*)
F. Gallagher (*Treasurer*)
T. Wilson
D. Baldini
T. Masiello
F. DeAscanis
M. Corcoran
P. Toner
T. Clayton

Absent: G Yacucci

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
M. Marinelli, Property Manager
J. Carlin, Assistant Property Manager
K. Levitsky, Assistant Attorney General; Consumer Protection Unit
R. Costa, Deputy Attorney General; Deputy Director, Consumer Protection Unit

The monthly meeting of the Trustees was held on Tuesday, March 5, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

Mr. C. DeAscanis introduced Janet Carlin, who will be assisting Mr. Marinelli.

Monthly Calendar –

- TNCC Board Meeting – 3/5/24, 7:00 p.m.
- Property Maintenance Committee – 3/7/24, 4:00 p.m.
- Outreach Committee – 3/11/24, 5:30 p.m.
- Bylaws Committee – 3/19/24, 4:30 p.m.
- Finance Committee – 3/20/24, 5:00 p.m.
- Strategy Committee – 3/21/24, 4:30 p.m.
- Budget Meeting – 3/26/2024, 5:00 p.m.
- Land Management Committee – 3/27/2024, 4:00 p.m.

Minutes

2/6/24 TNCC Meeting Minutes – **Mr. Clayton made a motion to accept the 2/6/24 TNCC Meeting minutes as amended. The motion was seconded by Mr. Gallagher and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Reports were sent out prior to the meeting.

A motion was made by Mr. Wilson to accept the Treasurer's Report as submitted. The motion was seconded by Mr. Toner and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Gregory Auto – Mr. Alfree thanked Mr. Marinelli, noting that Mr. Marinelli, Ms. Carlin and he have spent considerable time to put closure to Gregory Auto. Work continues to obtain a new lessee for the site. There are no known environmental issues with the site; however, an environmental study will be necessary. It is hoped that one lessee will be found for all three properties in the triangle before summer 2024.
- Penn Mart – Mr. Alfree reported that the lessee has opted to extend for another 10 years and negotiations will commence shortly.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- 5th Street Library – Tremendous headway is being made on the various issues. A roofer has been contracted. Mr. Episcopo will update the Board at the April meeting.
- Stansky House – Brick pointing on the Stansky House is necessary and will be tended to.
- Penn Farm Barn – Bird clean-up will be done at the Barn in preparation for future rentals.
- Bellanca – Mr. Episcopo noted that Bill Boyle is doing a tremendous job at Bellanca and encouraged everyone to attend the upcoming open house.
- Street Repair – Mr. Episcopo asked Mr. Marinelli to see about street repair needed by BJ's.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Gallagher asked Board members to review the report in preparation for the Budget Review, noting that some items are over budget.

OTHER COMMITTEES

Battery Park Committee – Ms. Masiello reporting.

There was no report from the committee.

Bylaws Committee – Mr. Gallagher reporting.

There was no report from the committee.

Election Committee – Mr. Wilson reporting.

Mr. Wilson reported that an election will be held on April 13th. There are three candidates: Laura Fontana, Phil Gross, and Bill Robinette. The final date to submit to be a candidate is March 13th. A notice of the candidates will be sent to Board members after the deadline to file.

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Outreach Committee – Ms. Masiello reporting.

There was no report from the committee.

Strategy Committee – Mr. Gallagher reporting.

Mr. Gallagher reported that the committee did not meet in February due to a meeting with the Good Will Fire Department. Mr. Alfree noted that the Fire Department gave all Board members a binder, and if any member does not wish to keep the binder it should be given to Ms. Panzarella to be returned to the Fire Department. One binder will be retained in the Trust office.

Next Board Meeting

The next Board meeting is Tuesday, April 2, 2024, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- A thank you note was received from the Gordon family for the Trust donation in honor of Bruce Gordon's passing.
- In accordance with the bylaws, officers of the Trust will change effective April 1, 2024. The officers elected by the Board of Trustees of the New Castle Common for the year April 1, 2024 through March 31, 2025 will be:
 - President Christopher DeAscanis
 - Vice President Fred G. Gallagher
 - Treasurer David A. Baldini
 - Assistant Treasurer Francis J. DeAscanis, Jr.
 - Secretary Michael J. Alfree, Sr.
 - Assistant Secretary Open
- Mr. Alfree reported that a communication was received that stated that the March 5, 2024 Trust Board meeting being open to the public was not advertised on the Trust website. Mr. Alfree stated that information is on the Trust website, and he read the section of the website that listed the Board meetings that are open to the public in 2024:
 - March 5, 2024
 - June 4, 2024
 - September 3, 2024
 - December 3, 2024

Mr. Alfree added that the office staff is diligent in making sure that the public is informed.

A motion was made by Mr. Alfree to adjourn. The motion was seconded by Mr. Gallagher. The motion was not voted on and the motion failed.

Trustees of the New Castle Common
Minutes of March 5, 2024

A motion was made by Mr. Episcopo to move to executive session to discuss a matter of personnel. The motion was seconded by Mr. Toner and unanimously carried and the meeting moved to executive session at 7:21 p.m.

The meeting returned to regular session at 7:58 p.m.

With no further business to discuss, the meeting adjourned at 7:58 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Budget Meeting Minutes
March 26, 2024

Present: C. DeAscanis (*President*)
T. Episcopo (*Vice President*)
M. Alfree (*Secretary*)
F. Gallagher (*Treasurer*)
T. Wilson
D. Baldini
T. Masiello
F. DeAscanis
M. Corcoran
P. Toner
T. Clayton
G Yacucci

Also present: K. Weirich, Stenographer

The purpose of the meeting is to review, discuss and approve the operating budget for the 2024-2025 FY (4/1/2024-3/31/2025). Mr. C. DeAscanis called the meeting to order at 5:00 p.m.

Operating Budget – Mr. Gallagher Reporting
(*See attached budget worksheet.*)

Mr. Gallagher provided a financial summary of the Trust to the Board. Thereafter the draft budget was reviewed by line item.

Mr. Gallagher made a motion to approve the draft Personnel Budget Worksheet as amended. The motion was seconded by Mr. Alfree and was unanimously carried.

Mr. Toner made a motion to approve the draft Property Maintenance Budget Worksheet as amended. The motion was seconded by Ms. Masiello and was unanimously carried.

Mr. Gallagher made a motion to approve the draft Administration Budget Worksheet as amended. The motion was seconded by Mr. Clayton and was unanimously carried.

Mr. Gallagher made a motion to approve the draft Operations Budget for City Grants Worksheet as submitted. The motion was seconded by Mr. Toner and was unanimously carried.

Community Grants Budget Worksheet

- Mr. Alfree made a motion to increase the semi-annual tuition support base from \$3,000 to \$4,000 and to maintain the scholarship bonus for the FY 2024-25 Budget and revisit the scholarship bonus during the FY 2025-26 Budget review. The motion was seconded by Mr. Gallagher and was unanimously carried.

Trustees of the New Castle Common
Budget Workshop Minutes of March 26, 2024

- Mr. Wilson made a motion to approve a grant of \$10,000 with stipulations for Buttonwood Museum. The motion was seconded by Mr. Toner and was unanimously carried.
- Mr. Alfree made a motion to approve a grant of \$10,000 for the Progressive Club with stipulations and with right of first refusal. The motion was seconded by Mr. Toner and was unanimously carried.

Mr. Toner made a motion to approve the draft Community Grants Worksheet as amended. The motion was seconded by Ms. Masiello and was unanimously carried.

Miscellaneous

Mr. Alfree noted that two candidates have requested to speak with each of the Trustees. Trustee email addresses were provided to both candidates.

Mr. Alfree stated that committee assignment forms will be distributed at the April Trustee Board Meeting. All forms should be returned to the Trust office, and thereafter, the Trust officers will make committee assignments.

With no further business to address, Mr. Alfree made a motion to adjourn. Mr. Gallagher seconded the motion. The motion was unanimously approved and the meeting adjourned at 6:56 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
April 2, 2024

Present: C. DeAscanis (*President*)
F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson
M. Corcoran
P. Toner
T. Clayton
T. Episcopo

Absent: G Yacucci

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
M. Marinelli, Property Manager
J. Carlin, Assistant Property Manager
L. Fontana, Trustee Candidate
R. Marini, Trustee Candidate
S. Souder, City Council President
A. Tantillo, City Administrator
T. Buchanan, Editor, The Weekly

The monthly meeting of the Trustees was held on Tuesday, April 2, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

Mr. C. DeAscanis stated that Ms. Masiello volunteered to accept the open position of Assistant Secretary for the Trustees of the New Castle Common, and she was subsequently appointed.

Mr. C. DeAscanis introduced City Council President, Suzanne Souder who, in turn, introduced the new City Administrator for the City of New Castle, Antonina Tantillo. In response to a question from Mr. Alfree, Ms. Tantillo said she will forward a copy of the City Organizational Chart to the Trust Office.

Mr. C. DeAscanis also introduced the two candidates in attendance who are running for the one open seat on the Board of the Trustees of the New Castle Common, Laura Fontana and Regina Marini.

Monthly Calendar –

- TNCC Board Meeting – 4/2/24, 7:00 p.m.
- Outreach Committee – 4/8/24, 5:30 p.m.

Trustees of the New Castle Common
Minutes of April 2, 2024

- TNCC Trustees Election – 4/13/24, 10:00 a.m. to 4:00 p.m.
- Bylaws Committee – 4/16/24, 4:30 p.m.
- Finance Committee – 4/17/24, 4:00 p.m.
- Strategy Committee – 4/23/24, 4:30 p.m.
- Property Maintenance Committee – 4/25/24, 4:00 p.m.
- Land Management Committee – 5/1/2024, 4:00 p.m.

In response to a question from Mr. Wilson, Mr. Gallagher gave a brief overview of the mission of the Strategy Committee and responded to questions from Board members.

Mr. Alfree stated that he would distribute Committee Selection Forms to Board members. The forms are due back to the Trust Office by close of business on April 23, 2024.

Minutes

3/5/24 TNCC Meeting Minutes – **Mr. Alfree made a motion to approve the 3/5/24 TNCC Meeting minutes as presented. The motion was seconded by Mr. Wilson and was unanimously carried.**

3/26/24 TNCC Budget Meeting Minutes – **Mr. Gallagher made a motion to accept the 3/26/24 TNCC Budget Meeting minutes as amended. The motion was seconded by Mr. Clayton and was unanimously carried.**

Treasurer's Report – Mr. Baldini reporting.

Treasurer's Reports were sent out prior to the meeting.

Mr. Baldini reviewed the preliminary report. In response to a question from Mr. Alfree, Mr. Baldini clarified the Election Filing Fee should reflect \$400.

A motion was made by Mr. Gallagher that the Treasurer's Report of March 31, 2024 be accepted with the investigation of Election Filing Fees. The motion was seconded by Ms. Masiello and was unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

Mr. Alfree reported that the committee did not meet in March.

- Penn Mart Shopping Center – They will be entering into another 10-year lease agreement. Negotiations will commence when the appraisal has been completed.
- Hares Corner Expansion – Mr. Alfree reported that the environmental Phase 1 Report has been completed.
- Glacier Auto – The Lessee has stated they wish to extend their Lease and negotiations will commence shortly.
- School Lane Project – The committee will be working on the plan to connect the bicycle paths. In response to a question from Mr. Wilson, Mr. Alfree opined that bicycle pilings would be installed. Ms. Masiello suggested that the pilings be set close enough to

prevent ATVs from accessing the path. Mr. Marinelli noted that MSC and the Trust will have keys to open the gate that will be installed at School Lane.

- Gregory Auto – It was clarified that Gregory Auto is still open for business.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

Mr. Episcopo thanked the committee members for their work.

- Battery Park Rest Rooms – Mr. Clayton reported that the rest rooms in Battery Park are now functional and the magnetic lock has been repaired. The facility will be available for sponsored functions and the City office will have a key.
- 5th Street Library – Mr. Episcopo reported on the progress to repair issues. He noted that the roots of a tree on 5th Street are extending into the building and it should be removed. A replacement tree will be planted. The contractor engaged to repoint the bricks has submitted an Application to the Historic Area Commission (HAC) for review.
- Farm Stand – The police responded to a report of people on the roof of the Farm Stand. The Trust handyman inspected the roof and it did not appear that any damage was done. Ms. Terry Buchanan reported the incident and gave a brief report of what she witnessed. Mr. Alfree will inform Captain Dempsey that no damage was done.
- 201 Delaware Street – The flower areas installed on the brick patio will be removed and the site will be filled in with brick.
- Tennis Courts – A new sign was installed at the tennis courts noting that pickle ball has been added.
- Little League – The Little League applied for and was approved for a grant of \$150,000. New light poles have been installed on the girls' softball field. Mr. Episcopo commended the group for their initiative.
- Flooding – Mr. Episcopo reported that there has been extreme flooding behind the Lunt and Smith residences. Temporary mitigation was discussed. Mr. Alfree noted that Mr. Taylor has been researching ownership of the 20'+/- area between the Lunt property and the Trust property that the Trust has maintained for 20+ years, and the possibility of a claim of adverse possession.
- Ft. Casimir Park – Mr. Wilson reported that No Parking signs have been installed at the Ft. Casimir Park area at the end of Chestnut Street. He recommended that if vehicles are seen there it be reported to 911. Mr. Wilson gave a brief history of the Trust's efforts to install bollards and noted that he and Mr. Toner met with a representative of a company that creates poles manufactured with plastic that look exactly like wood. Mr. Alfree suggested that a request be made to the City to give the area an official designation, and several options were discussed. In response to a question from Mr. Toner, Mr. Baldini stated that the Trust is on the HAC Agenda for the 5th Street Library and for the Market Square Brick, but not for the bollards. Mr. Toner noted that residents are extremely frustrated with cars driving on and/or parking in that area. Mr. Wilson noted that MSC may put some telephone poles in the area to deter cars from accessing the area.

A motion was made by Mr. Toner that a Trustee be empowered to discuss putting telephone poles at the Ft. Casimir Park area with MSC. The motion was seconded by Mr. Alfree and unanimously carried.

Mr. F. DeAscanis will reach out to MSC.

- Purple Martin Birdhouses – Mr. Wilson reported that the community has installed Purple Martin birdhouses. The last one is on Trust property and Mr. Wilson asked the Trustees to grant permission for the birdhouse to be installed on Trust property. There was no opposition to the request.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the preliminary report, pointing out several overruns. The projection for next year should be more in balance.

Mr. Gallagher noted that a copy of the Approved 2024-25 Budget was placed in each of the Trustees’ office mailboxes. The Board members were reminded that the document is confidential.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

The committee did not meet in March. Ms. Masiello reported that work on the grants is going well.

Mr. Alfree noted that Ms. Panzarella will be sending out letters to each grant requester. Ms. Masiello will submit a draft of the two letters discussed during the budget meeting to Board members and Mr. Taylor for review.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

Mr. Clayton reported that Bank of America has scheduled a cleanup in Battery Park for Friday, April 5th rain or shine. Mr. Clayton noted that they do an exceptional job.

Bylaws Committee – Mr. Gallagher reporting.

Mr. Baldini reported that the committee is working on a draft of recommended changes to the Bylaws Policy and Procedures:

POLICY XII. TRUSTEE COMMITTEES

2. BOARD APPOINTMENTS

- a. The “Trust” President shall make the appointments of Board Members to the ~~Trust- Owned~~ “Library-Owned” New Castle Library Company as required by the Library Company Charter. The New Castle Library Company Board shall consist of at least one sitting Trustee and all other Board Members shall be appointed by the “Library” President, when vacancies arise in accordance with the Charter of the Library Company.

These “Trust” appointments shall be confirmed by a vote in the affirmative by a majority of the Board of Trustees.

Delete: “Trust-Owned”

Add: “Trust” and “Library” as needed for clarity

ARTICLE XIII. ELECTION OF BOARD MEMBERS

Section 13.01 To become a member of the board of Trustees, a candidate must:

- a. Be a qualified voter.
- b. Be twenty-five (25) years of age on or before the first voting date of the election.
- c. Be a resident of the City of New Castle for at least two (2) years preceding the first voting date of the election.
- d. A candidate for the Trustees of the New Castle Commons shall not have been convicted of a felony.
- e. Candidates for the Board of Trustees shall have the functional expertise and qualities that will further the goals and mission of the Corporation and the Trust. Areas of functional expertise include Finance, Development, Education, Business, Information Technology, the Trades, Government, Community Affairs, Marketing. Qualified candidates should be motivated, results-oriented team players with good communication and organizational skills.

Add: Items d. and e.

Mr. Baldini noted that the qualifications are very broad and inclusive.

PROCEDURE VII. DISCIPLINARY ACTIONS

Section 8.01 The Board will administer disciplinary actions, which may be up to, and including, “forced resignation” from the Board.

Mr. Baldini opined that “forced resignation” should be changed to something with more finality, i.e., “termination of service”. He further opined that if the matter is so severe that it must come before the Board, then it is serious enough to consider termination of services; and that responsibility should lie with the Board, not with the offender.

Mr. Baldini asked that comments be submitted to all committee members. A vote on the committee’s recommendations will be held at the May Board meeting.

Election Committee – Mr. Wilson reporting.

Mr. Wilson reported that everything is in place for the April 13th election. The polls will be open from 10:00 a.m. until 4:00 p.m. There are three candidates: Laura Fontana, Phil Gross, and Regina Marini. Bill Robinette withdrew his name from the election. Mr. Wilson opined that it would be a run-off election, and Mr. Alfree explained the criteria and process to be followed if that is the case.

Trustees of the New Castle Common
Minutes of April 2, 2024

Strategy Committee – Mr. Gallagher reporting.

Mr. Gallagher stated that all Board members are welcome to attend the Strategy Committee meeting.

Communications – Mr. Alfree reporting.

Mr. Alfree distributed Committee Assignment Forms and reiterated that the forms should be returned to the Trust office by April 23rd.

Next Board Meeting

The next Board meeting is Tuesday, May 7, 2024, at 7:00 p.m.

A motion was made at 8:02 p.m. by Mr. Alfree to move to executive session to discuss a matter of real estate. The motion was seconded by Mr. Wilson and unanimously carried.

After a brief recess, the executive session convened at 8:11 p.m.

The meeting returned to regular session at 8:42 p.m.

With no further business to discuss, the meeting adjourned at 8:42 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
May 7, 2024

Present: C. DeAscanis (*President*)
F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson
M. Corcoran
P. Toner
T. Clayton
T. Episcopo
G Yacucci

Also present: A. Taylor, Esquire (*Trust Attorney*)
M. Marinelli, Property Manager
J. Carlin, Assistant Property Manager

The monthly meeting of the Trustees was held on Tuesday, May 7, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

Mr. C. DeAscanis had no report.

Monthly Calendar

- TNCC Board Meeting – 5/7/24, 7:00 p.m.
- Outreach Committee – 5/13/24, 5:30 p.m.
- Finance Committee – 5/15/24, 4:00 p.m.
- Election Committee – 5/15/24, 6:00 p.m. – 9:00 p.m.
- Bylaws Committee – 5/21/24, 4:30 p.m.
- Property Maintenance Committee – 5/22/24, 4:00 p.m.
- Strategy Committee – 5/28/24, 4:30 p.m.
- Land Management Committee – 5/29/2024, 4:00 p.m.
- TNCC Trustees Election – 6/1/24, 10:00 a.m. to 4:00 p.m.

Minutes

4/2/24 TNCC Meeting Minutes – **Mr. Gallagher made a motion to approve the 3/5/24 TNCC Meeting minutes as submitted. The motion was seconded by Mr. Clayton and was unanimously carried.**

Treasurer's Report – Mr. Baldini reporting.

Treasurer's Reports were sent out prior to the meeting.

March Report – Mr. Baldini stated there is nothing significant to report on the March report.

April Report – Mr. Baldini noted that the April report reflects a number of items from prior year that were completed in March 2024. He pointed out several items of note:

- Under disbursements for Battery Park, Antonio’s Lawn Service (\$4,380) is a combination of landscaping, mowing, rip-rap work, and storm damage. The committee will meet with Antonio’s to have that item broken out to reflect individual items.
- T’s Railing & Iron (\$1,200) is for fencing that will go in on 2nd Street and was erroneously listed under 5th St. Library. Mr. Episcopo explained the work that was done at the 5th Street Library (\$4,000) to clean the downspout.

A motion was made by Mr. Gallagher to accept the Treasurer’s Report as submitted. The motion was seconded by Ms. Masiello and was unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Korean Baptist Church – The lease ends November 30, 2024. Mr. Marinelli sent a letter to the church to determine their intent.
- School Lane Project – Work will commence on May 20th. This is a State project. The concern is that the property is adjacent to Penn Farm and some fencing may be necessary.
- St. Peter’s Triangle – The committee is waiting to hear from Colm DeAscanis.
- Gregory Auto / Verizon / Shell Station / 326 – Mr. Taylor is working on the leases. The environmental work is complete and there will be a clean out of the oil separators in the Verizon and Gregory sites. Mr. Alfree opined the cost will be a few thousand dollars.
- Penn Mart Shopping Center Lease Extension – The committee received a draft of the appraisal for the Penn Mart Shopping Center lease extension. Mr. Taylor will review it.
- 6th Street Bridge – Mr. Marinelli explained that the State hired PFK Construction to do work on the 6th Street Bridge over the Broad Dyke, and the Trust will lease them a paved area of approximately 1/2 acre in the Dialysis Center complex for approximately two months to store equipment.
- Library – Mr. Marinelli located some documents and will be working with Janet at the Library to clarify ownership of the Library.
- Old Library and 201 Delaware Street – Representatives from the State were on site yesterday and it appears that they have interest in the two buildings. Mr. Wilson noted that details will need to be negotiated.

Mr. Taylor used the Korean Baptist Church site as an example of how a lien against a tenants’ equipment and inventory and the lease as the Trust’s tenant does not impact the Trust’s lease. During discussion it was noted that the tenants own the buildings that are on Trust property, and the ground leases state that any loans tenants take out using the buildings as collateral is in no way a lien on the Trust’s fee simple interest in the dirt.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- Battery Park Rest Rooms – Messrs. Episcopo, Baldini, and Clayton met with City Administrator Antonina Tantillo and Police Chief Richard McCabe. While the restrooms are closed the City had port-a-potties installed in Battery Park. Mr. Baldini elaborated on what was discussed during the meeting; including security and collection of data for the past three years on how many times and when the restrooms have been vandalized. With this data, Chief McCabe stated he would be able to better schedule patrols. The Chief also stated that all incidents should be reported, regardless of how insignificant they may be. Mr. Baldini opined that the City Administrator was very receptive and positive during the meeting.

Mr. Wilson questioned if the Trust ever took ownership of the restrooms and suggested that the Minutes be reviewed to determine what the intent was when the restrooms were built. A discussion of the responsibility of the Trust to maintain the park ensued during which Mr. Baldini stated there is no definition of maintenance or an inventory of what the Trust should be maintaining. Ms. Corcoran suggested that any motion should include the time the restrooms would be open. Further discussion included the playground and improvements completed and proposed by the Playground Subcommittee; and the responsibility, if any, of the Trust to maintain those improvements. Mr. Taylor stated that the Trust needs a written agreement with the City. Mr. Gallagher opined that more investigation is required before a motion on the matter is considered and suggested that the Trust and the City meet to discuss points of negotiation.

A motion was made by Mr. Episcopo to have the restrooms reopened and the Property Management Committee to go forward to determine when the restrooms will be open and closed and other work that is required.

After discussion, Mr. Episcopo amended his motion:

A motion was made by Mr. Episcopo to have the restrooms reopened.

Ms. Corcoran clarified that she did not mean hours the restrooms were to be open, but rather the length of time the restrooms would remain open before the Trust and the City would have further negotiations. Mr. Taylor stated that was not part of the motion on the floor. Mr. Episcopo explained his position that if the motion on the floor is passed, the committee would pursue specific issues with the City that he has compiled. Discussion of the broadness of the motion ensued, during which Mr. Gallagher stated that if there is a very ambiguous motion, it is the responsibility of the Board to vote no.

After discussion, Mr. Episcopo amended his motion:

A motion was made by Mr. Episcopo to have the restrooms reopened from 6:00 a.m. until 9:00 p.m. and to have the PMC proceed to repair the doors and magnetic lock.

During further discussion, Mr. Toner suggested that this matter be tabled. Ms. Corcoran suggested that the City be told the restrooms will remain open until the Antique Show in August. Mr. Baldini stated that the Trust's obligation is to the citizens and not to the City and that the City Administrator is trying to work with the Trust.

Mr. Taylor stated his understanding that Board members who have had discussions with the City Administrator feel this could be the opportunity to resolve items on Mr. Episcopo's list. Messrs. Baldini and Episcopo concurred, and Mr. Taylor suggested that they should take this opportunity to have that discussion with the City; and part of those discussions is to reopen the restrooms. Mr. Episcopo opined that any discussion should be held prior to the City's budget being approved. Mr. Wilson stated his position that his obligation is to the residents of the city. Mr. Toner reiterated Mr. Wilson's suggestion that it be determined if the Trust built the restrooms for the City or for the Trust.

Mr. Clayton seconded the motion on the floor.

The hours the restrooms would be open was debated.

A motion was made by Ms. Corcoran to table the motion on the floor. Mr. Toner seconded the motion.

Mr. Taylor stated that the motion to table becomes the motion of precedence and the motion to table is to be voted on first.

After discussion, Ms. Corcoran amended her motion:

A motion was made by Ms. Corcoran to table the motion on the floor to a Special Board Meeting to be held on June 10, 2024.

A roll-call vote was taken:

Mr. Toner – Yes
Mr. Yacucci – Yes
Ms. Masiello – Yes
Mr. Baldini – Yes
Mr. Clayton – Yes
Mr. Gallagher – Yes
Mr. Alfree – Yes
Ms. Corcoran – Yes
Mr. Wilson – Yes
Mr. F. DeAscanis – Yes
Mr. Episcopo – Yes
Mr. C. DeAscanis – Yes

The motion passed unanimously.

Mr. Episcopo confirmed his understanding that with the motion being tabled the only work to be done at the restrooms at this time is fixing the magnetic lock.

- 201 Delaware Street – The Market Square behind 201 Delaware Street was used successfully during the opening of the Sheriff's House and May Market.
- 5th Street Library – Mr. Episcopo stated his hope that with the recent repairs the building will not leak. The Trustees started painting the railings and the outside door, and is waiting for permission from the Tree Advisory Commission (TAC) to remove the tree on the side. Mr. Toner detailed the work that was done by Rain Drainz at the 5th

Street Library. Mr. Baldini stated that the TAC voted yes to having the tree removed and it is on the schedule.

- Lundt Trustee Property – The committee received data from the engineering firm and they will meet with the engineer about next steps.
- Ft. Casimir – Mr. Wilson distributed a map delineating the area being proposed as the Ft. Casimir Site Park.

A motion was made by Mr. Wilson to have the Board officially adopt the name “Ft. Casimir Site Park”. The motion was seconded by Mr. Toner.

After discussion of the legal obligations Mr. Wilson amended his motion:

A motion was made by Mr. Wilson to petition the City to officially name the area “Ft. Casimir Site”. The motion was unanimously passed.

Mr. Baldini cautioned the Board using the word “site”, referencing how the Historic Area Commission (HAC) uses the word “site”; which is the word they have used when considering Delaware Street and the bollards.

- Society of Colonial Wars – Mr. Wilson stated that the Society of Colonial Wars will be holding a dedication ceremony for the Ft. Casimir Monument on Thursday, June 20th at 3:30 p.m. The Trustees are invited to attend. A ceremony at the 3rd Street Library will follow the dedication. This is in conjunction with the Historical Society starting an exhibit. Mr. Wilson read an excerpt from the letter stating its appreciation for the Trust’s support. The Commandant of Sweden and the Ambassadors of the Dutch, Swedish and British embassies have been invited to attend the ceremony.
- Bollards – Mr. Wilson stated that HAC has not moved on their request and will not tell the committee what they do want. John Wik approached the committee as a representative of a company that recycles plastic bags and makes 4x4s that look exactly like wood. The committee is proposing that they be used as the bollards, placed 4’ apart with a cap on them. From a distance of 15’-20’ they are indistinguishable from wood. The committee is attempting to get an audience with HAC.
- 201 Delaware Street - Mr. Baldini noted that Mr. Zubaca suggested to him that a chess set similar to what many other cities have installed in their parks would be a nice addition to the Market Square. Mr. Baldini opined that it would be a good idea to have the area used more than twice a year for events (May Market and Spirit of Christmas), and asked that any Board members were interested in pursuing this suggestion contact him. Mr. Taylor added that most of the chess areas in other city parks are stone or concrete tables and chairs and users bring their own chess pieces.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the report.

Mr. Wilson thanked Mr. Gallagher for his hard work on the Finance Committee.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

- Grants – Ms. Masiello asked how she should respond to a letter received from the Buttonwood School asking why the Trustees have asked for proof of ownership of the school. Ms. Masiello also stated that the Trust should have the right of first refusal if the property is sold and the letter should have included that stipulation. Mr. Alfree stated that he changed the letter, noting that the right of first refusal was for the Progressive Club, but not for the Buttonwood School. Ms. Masiello will respond that providing proof of ownership is a requirement of the Trust and invite a representative of the Buttonwood School to attend an Outreach Committee meeting if they have questions.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

There was no report from the committee.

Bylaws Committee – Mr. Gallagher reporting.

Policy XII. Trustee Committees, 2. Board Appointments

Mr. Gallagher stated that no email responses were received for the proposed changes to Policy XII. Trustee Committees, 2. Board Appointments that was presented to the Board at the April 2, 2024, meeting.

Mr. DeAscanis called for a roll-call vote:

Mr. Toner – Yes

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Clayton – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

Article XIII. Election of Board Members, Section 13.01

Mr. Gallagher stated that this item will be tabled based on additional background provided by Mr. Taylor that the committee was not aware of. This will be discussed in executive session as a matter of litigation.

Procedure VIII Disciplinary Actions, Section 8.01

Mr. Gallagher stated that based on feedback from the Board “forced resignation” was changed to “termination of service”.

Mr. DeAscanis called for a roll-call vote:

- Mr. Toner – No**
- Mr. Yacucci – Yes**
- Ms. Masiello – Yes**
- Mr. Baldini – Yes**
- Mr. Clayton – Yes**
- Mr. Gallagher – Yes**
- Mr. Alfree – Yes**
- Ms. Corcoran – Yes**
- Mr. Wilson – Yes**
- Mr. F. DeAscanis – Yes**
- Mr. Episcopo – Yes**
- Mr. C. DeAscanis – Yes**

The motion passed with of a vote of 11 in favor and one opposed.

Mr. Gallagher presented proposed Policy and Procedure changes and requested that all comments be submitted to him by May 20th:

Policy 12.03

#3 For a project where the scope of work is well defined and mechanism for delivery is known the project should be bid.

#4 When the scope of the project is not clear but the deliverables are able to the defined then a proposal is to be used. Proposals are typically used after the funds are approved.

Procedure 12.03

A. When either the bidding or proposal processes are used at least three vendors should be solicited. If three vendor responses are not available then an explanation must be put in the file with the package, responses (bid or proposal), and reason for the award (i.e., only vendor that could meet the delivery date).

B. All bid and proposal requests must include;

- 1) Documents that explain that TNCC is both a Trust and Corporation.
- 2) TNCC has the right to approve any subcontractor.
- 3) Request for W-9 information.
- 4) Request Insurance policy naming TNCC on policy at the appropriate level.
- 5) Business license.
- 6) City business license if required.

*** Items must be received prior to work start

Trustees of the New Castle Common
Minutes of May 7, 2024

Election Committee – Mr. Wilson reporting.

Mr. Wilson reported that the election is scheduled for June 1st from 10 a.m. to 4 p.m. Workers have been notified, machines are approved, and early voting has begun. Early voting is being received very well. The Ladies Auxiliary will provide lunch for the workers and Board members.

Strategy Committee – Mr. Gallagher reporting.

Mr. Gallagher reported that Mr. Taylor attended the committee meeting. Mr. Gallagher requested an additional topic in executive session for matters of property.

Next Board Meeting

The next Board meeting is Tuesday, June 4, 2024, at 7:00 p.m. The public will be in attendance.

Communications – Mr. Alfree reporting.

- Committee Assignments – Committee assignments will begin on July 1st. The bylaws require that the executive committee plus Mr. Wilson as the senior Trustee will meet and report back as to what committees Board members will be on. Mr. Alfree reminded members to identify any committee they do not wish to be a part of.
- Penn Farm – Mr. Alfree spoke with Paul Lester and he will complete the planting of soy beans before Memorial Day. Next year he will be planting corn.
- Letters – Three letters were received from Good Will Fire Company (dated March 25, April 15 and May 1), all of which thank the Trust for donations for last year and this year.
- Penn Farm Lift – Because the lift runs constantly, the decision was made to turn the circuit breaker for the lift off. The breaker box is in the basement, and the lift circuit breaker can be turned on whenever it is needed.

Miscellaneous

Mr. Toner thanked Mr. Wilson for his 30 years of service to the Trust.

A motion was made at 8:59 p.m. by Mr. Gallagher to move to executive session to discuss a matter of real estate. The motion was seconded by Mr. Toner and unanimously carried.

The meeting returned to regular session at 9:22 p.m. and immediately adjourned.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
June 4, 2024

Present: C. DeAscanis (*President*)
F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson
M. Corcoran
P. Toner
T. Clayton
T. Episcopo
G Yacucci
R Marini

Also present: A. Taylor, Esquire (*Trust Attorney*)
M. Marinelli, Property Manager
J. Carlin, Assistant Property Manager
J. Panzarella, Administrative Coordinator

The monthly meeting of the Trustees was held on Tuesday, June 4, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

Mr. C. DeAscanis Introduced newly elected Trustee Ms. Regina Marini.

Monthly Calendar

- TNCC Board Meeting – 6/4/24, 7:00 p.m.
- St. Anthony March – 6/9/24, 12:30 p.m.
- Outreach Committee – 6/10/24, 5:30 p.m.
- Bylaws Committee – 6/18/24, 4:30 p.m.
- Finance Committee – 6/19/24, 4:00 p.m.
- Ft. Casimir Dedication Ceremony – 6/20/24, 3:30 p.m.
- Strategy Committee – 6/25/24, 4:30 p.m.
- Land Management Committee – 6/26/2024, 4:00 p.m.
- Property Maintenance Committee – 6/27/24, 4:00 p.m.

Mr. Alfree noted that the Trust will take a hiatus for the months of July and August. He asked that Ms. Panzarella be notified of any committee meetings that are scheduled during those months so that all Trustees are aware. Mr. Gallagher noted that most committees do continue to meet throughout the summer.

Minutes

5/7/24 TNCC Meeting Minutes – **Mr. Wilson made a motion to approve the 5/7/24 TNCC Meeting minutes as amended. The motion was seconded by Mr. Clayton and was unanimously carried.**

Treasurer's Report – Mr. Baldini reporting.

Treasurer's Reports were sent out prior to the meeting.

Mr. Baldini reviewed expenses and receipts. He noted that expenses were primarily for grass cutting and that this is in line with prior year. There were no questions or comments from the Board.

A motion to accept the Treasurer's Report was made by Mr. Wilson, seconded by Ms. Masiello and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

Mr. Alfree noted that there was no committee meeting in May. He provided updates on several ongoing matters.

- Penn Mart Shopping Center Lease Extension – The appraisal has been done and a copy of the Trust appraisal has been submitted. Notification was given that the Trust appraisal will be the Trust position as the new 10-year lease is negotiated. Mr. Alfree opined that the lessee will probably have their own appraisal done and a third party appraisal will be conducted.
- St. Peter's Triangle – The committee is waiting to hear from Colm DeAscanis.
- School Lane – The School Lane project has begun.
- Glacier Auto – The lessee has been given their increase letter for the next five years.
- Korean Baptist Church – The Korean Church has been officially notified that their lease expires November 30, 2024. Mr. Marinelli has not heard if they intend to continue their lease.
- Gregory Auto / Verizon / Shell Station / 326 – Phase 1 of the environmental study is back. Mr. Richard Statt will have Phase 2 completed. Attorneys from the Trust and 326 are working to combine the three sites to make the triangle better.
- Mr. Statt is working on a lease for a parcel near Planet Fitness. The committee is monitoring the matter and the Board will be kept updated.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

The committee will continue meeting through the summer.

- Battery Park – A large limb blocking the view of the bandstand will be taken care of.
- Geese in Battery Park – Mr. Toner reported that the committee has investigated numerous methods to deter geese. He recently contacted Away With Geese via email, a firm that provides a pulsing light product that, according to their web page, puts the geese on high alert and disrupts their ability to sleep. This permanently alters the feel of

the habitat and the geese will leave to find a new habitat. The cost of each unit is \$400. They offer a 90-day risk-free trial, and if results are unsatisfactory, the units can be returned within 180 days. A representative from Away With Geese looked at the property on the internet and proposed eight (8) units to be placed along the walking path. Mr. Toner responded to questions from the Board. Mr. Episcopo noted that many people feed the geese bread, which is very detrimental to their health. The committee will continue discussions with Away With Geese. During further discussion, it was noted that geese sleep on the water.

Mr. Toner added that he and Mr. Episcopo will be meeting with the City Administrator and City Council President in June regarding Battery Park.

- Ft. Casimir – Mr. Wilson reported that Mr. Marinelli had the survey completed.
- 5th Street Parking Lot – Landscaping will be done by the end of the week.
- 3rd Street Library – The hand rails have been wire-brushed and will be repainted. The skylight will be cleaned at the conclusion of the expo. Mr. Wilson stated it will be a major undertaking.
- The Meadows –
 - Bull Hill is in great shape. The purple flowers that bloom there are an invasive species and when they bloom in mid-August a cut-and-kill will be done on that field. There will be a planting for fall growth.
 - The triangle is in great shape as well. There are no invasive plants in there.
 - Dobbinsville North (river side) and South on Rt. 9 (old softball field site) – A wheat weed is growing in the South meadow and it looks good. The North meadow is very healthy. Both will be ready for winter cuts in late December.
- Little League – The maintenance shed has been redone. Several problem lights in the parkway will be worked on.
- Lundt Trustee Property – The committee is still working on this site.
- 201 Property – The railing on 2nd Street that was taken down will be replaced in June.
- Bollards – Mr. Wilson reported that Eco Products of Delaware makes a wood simulated property marker, and a sample of the product was provided to Mr. Bergstrom. Eco Products can provide twelve (12) 2' high property markers with "TNCC" burned into them for \$600. Those markers will be placed along the property lines as parcels are surveyed.

Mr. Wilson made a motion to approve PMC ordering property markers and to use them going forward.

Mr. Wilson stated the markers are 4" x 4", and they would be installed close to where survey pins are installed. In response to a question from Mr. Toner, Mr. Wilson said that Mr. Bergstrom stated that using a wood simulated product for property markers is acceptable.

The motion on the floor was seconded by Mr. Toner.

During further discussion, Mr. Wilson stated that the markers would be cemented into the ground.

Mr. Alfree also seconded the motion, and it was unanimously carried.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the drawdowns. In response to a question from Mr. Episcopo, Mr. Baldini stated that the only grant funds that have been disbursed to date are for Good Will Fire Company.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

- The committee met with Mr. David Salter about his grant not being approved. Ms. Masiello stated that it was a good meeting and opined that Mr. Salter will submit more requests.
- In response to a question from Mr. Gallagher, Ms. Masiello stated that she has not heard back from Buttonwood School.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

- The summer program for children will begin in mid-June.
- The Department of Fish and Wildlife approached the committee with a courtesy request for permission to band geese on the Delaware River. Mr. Clayton stated that the committee has no purview over the river.

Bylaws Committee – Mr. Gallagher reporting.

Policy 12.03 and Procedure 12.03

Mr. Gallagher stated that no comments were received for the proposed changes to Policy 12.03 that was presented to the Board at the May 7, 2024, meeting.

Mr. Episcopo suggested that the limit to require obtaining three bids be raised from \$5,000 to \$10,000. Mr. Gallagher noted that raising the bid limit is not relevant to the proposed changes before the Board, and stated that the committee will review Mr. Episcopo's suggestion.

Mr. Gallagher made a motion to accept Policy 12.03 and Procedure 12.03 as presented. The motion was seconded by Mr. Toner and a roll-call vote was taken.

Ms. Marini – Yes

Mr. Toner – Yes

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Clayton – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

Procedure XIII – Election of Board Members – The committee proposed changes to Procedure XIII – Election of Board Members suggesting removal of the 50% plus 1 margin of victory requirement (*copy in RED to be deleted; copy in BLUE to be added*):

PROCEDURE XIII – ELECTION OF BOARD MEMBERS

5. Election Process – Counting the Ballots

- A. On the final Saturday, the Election Committee shall verify all properly cast ballots and shall inform the Board Secretary of the results.
- B. The Board Secretary shall announce the results of the vote. If a victor is declared, the President shall then swear the new Board Member to the Trustee Oath.
- C. If the vote total is tied, **or a 50% plus 1 margin of victory is not achieved**, a run-off election shall be announced and voting shall be conducted with the same procedures; **otherwise the candidate with the most votes wins.**
- D. Ballots will be maintained at the Trust office for five (5) business days for review by Candidates.

Mr. Gallagher stated that the Blue Book says “elected” and makes no mention of the 50% requirement. Committee discussion included the stakeholders involved; that the candidates cannot appreciate campaigning for an additional two months; the added expense to both the candidates and the Trust; and the need for voters to vote in the same election twice.

Mr. Wilson stated his opposition to the change, stating that removal of the 50% plus 1 requirement would mean that a Trustee could be elected by winning only a marginal percentage of the populous vote. He stated that the reasons the forefathers put in the 50% plus 1 requirement was that the people would know that someone sitting on the Board for 12 years would have a majority of vote of the people who voted. Mr. Gallagher stated that the requirement was Board approved, but was not set by the Trust forefathers. Removing the 50% plus 1 requirement was debated by the Board.

Mr. Gallagher thanked the Board for a good, spirited debate and asked Board members to submit their recommendations to the committee.

Mr. Alfree noted that another election is not scheduled until December 2025, and the proposal will be brought up again at the September Board meeting which will give the Board members the summer to consider the committee’s proposal.

Trustees of the New Castle Common
Minutes of June 4, 2024

Election Committee – Mr. Wilson reporting.

Mr. Wilson stated that a great election was conducted with two excellent candidates. A total of 643 votes were cast.

Regina Marini – 373 votes
Laura Fontana – 273 votes

Mr. Wilson asked the President to extend the ad hoc committee for the summer so the Voter Registration List can be updated. The ad hoc committee will have its report for the September meeting. Mr. Alfree suggested that to mark the event for the record, it be stated that as of the June 1st 2204 election, the Election Committee is dissolved; however, the President will continue the Election Committee for three months.

Mr. C. DeAscanis stated that with the June 1st electing being over, he would like to keep the Election Ad Hoc Committee active for three (3) months. Mr. C. DeAscanis asked Ms. Marini if she would join the Election Committee, and she agreed. Mr. Wilson stated that the committee would continue to meet during the summer and present a full report to the Board in September.

Strategy Committee – Mr. Gallagher reporting.

- 201 Delaware Street – The committee is considering several options for 201 Delaware Street, including an additional option that might be more financially beneficial to the Trust.

Next Meeting

The next Board meeting is Tuesday, September 3, 2024, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Two thank-you letters were received from the New Castle Lions Club.
- In response to a question from Mr. Alfree, Mr. C. DeAscanis stated that the June 10th meeting has been cancelled until Messrs. Toner and Wilson receive a report.
- Penn Farm – Mr. Alfree noted that the soy beans have sprouted and stated that Mr. Paul Lester is doing a wonderful job with the farm.
- Committee Assignments – Mr. Alfree distributed the list of Committee Assignments. He noted that Ms. Marini was assigned to the Outreach Committee. Mr. Alfree requested that a Chairperson be elected during each of the first committee meetings. The committee assignments will be posted on the Trust website. Mr. Alfree noted that the list indicates there are four (4) members of the Land Management Committee in error. The list will be revised to reflect that there are five (5) members. Mr. Yacucci volunteered to be the fifth member of the LMC.
- Fort Casimir Dedication – Mr. Wilson distributed a notice of The Society of Colonial Wars in the State of Delaware announcing the public dedication of its 2024 Monument

Trustees of the New Castle Common
Minutes of June 4, 2024

recognizing the significance of Fort Casimir on Thursday, June 20, 2024 at 3:30 p.m. at the Fort Casimir Site at 2nd and Chestnut Streets. Several notable dignitaries will be in attendance, including the Consulate from The Netherlands and the Assistant Ambassador from England. Judge Cooch is managing the dedication event.

- Shore Line – The Army Corps of Engineers inspected the shoreline from the Boat Yard to the end of the pathway with Mr. Bergstrom, and the Trust received an excellent rating.

A motion to adjourn was made by Mr. Alfree. The motion was seconded by Mr. Toner and the meeting adjourned at 7:57 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
September 3, 2024

Present: C. DeAscanis (*President*)
F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson
P. Toner
T. Clayton
T. Episcopo
G Yacucci
R Marini

Absent: M. Corcoran

Also present: A. Taylor, Esquire (*Trust Attorney*)
M. Marinelli, Property Manager
J. Carlin, Assistant Property Manager
J. Panzarella, Administrative Coordinator

The monthly meeting of the Trustees was held on Tuesday, September 3, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

Resolution

Mr. Alfree read a Resolution honoring the contributions of Ms. Lois Barth as a gardener and a guide for the current Fort Casimir Exhibit at the Old Library/Museum, and to the residents of New Castle and its many visitors.

Good Will Fire Company

Chief David Majewski gave a presentation on plans to update the Good Will Fire Company building. The update will be done in three phases and will include demolition of the existing building to construct a structure that will accommodate larger apparatus, office space, space for storage and sanitary facilities, and living quarters. The estimated total cost is approximately \$38M. Because the facility is on Trust property, the Trustees' approval is required to move forward. Funding sources were suggested during further discussion.

Monthly Calendar

- TNCC Board Meeting – 9/3/24, 7:00 p.m.
- Outreach Committee – 9/16/24, 5:30 p.m.
- Bylaws Committee – 9/17/24, 4:30 p.m.
- Finance Committee – 9/18/24, 5:00 p.m.
- Property Maintenance – 9/19/24, 4:00 p.m.

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- Strategy Committee – 9/24/24, 4:30 p.m.
- Land Management Committee – 9/25/2024, 5:00 p.m.

Minutes

6/4/24 TNCC Meeting Minutes – **Mr. C. DeAscanis made a motion to approve the 6/4/24 TNCC Meeting minutes as presented. The motion was seconded by Mr. Yacucci and was unanimously carried.**

Treasurer's Report – Mr. Baldini reporting.

Treasurer's Reports were sent out prior to the meeting.

Mr. Baldini reviewed expenses and receipts and responded to questions from the Board. Mr. Wilson objected to the Executive Committee approving a \$1,000 donation to the Nao Trinidad Foundation, opining that decision should have been brought before the full Board. It was noted that approving the donation was within the powers of the Executive Committee.

A motion to accept the Treasurer's Report was made, seconded and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Farm Stand – Wheelys did not renew its lease. Mr. Toby Hagerott is interested in leasing the site and has been invited to the next committee meeting to discuss.
- Verizon/Shell/Gregory Auto – The committee is working with the attorney on a lease for the expansion parcels. The Verizon building will be sold to 326 as part of the agreement.
- Red Ink Lease – The lease expires September 30th and Red Ink wishes to renew for another year. Mr. Alfree explained the terms of the lease. Mr. Taylor will update the License Agreement.
- Penn Mart Lease – The committee is in negotiations for the Penn Mart lease and has been asked to enter into a non-binding mediation process.
- Penn Mart Lawsuit – The decision on the lawsuit on flood damage is still pending.
- Glacier Auto –
 - Glacier Auto wishes to improve the property and the parking lot. The committee is open to negotiating a credit on rent based on Glacier's investment in paving.
 - Glacier's new rent term commences on October 1, 2029 with rent by appraisal.
- Korean Baptist Church – The church accepted the offer to renew its lease. Mr. Alfree reviewed the lease terms. Board approval is required to proceed with drafting the Lease extension.
- Milex – A five-year lease was recommended with a change in rent; and with a five-year option with rent by appraisal.
- Five Below – Five Below will be moving into the spot beside Planet Fitness and International Markets.

- Airbase Carpet Mart – Airbase Carpet’s rent will increase on October 1st per the rent schedule.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- 201 Delaware Street – There is a moisture issue in the wall of The Weekly space that is being taken care of.
- Post Office – Two (2) handicap parking spaces will be designated in the Post Office parking lot at 5th and Cherry Streets.
- 5th Street Library – Mr. Episcopo gave a update on repairs:
 - So far there have been no leaks.
 - The bay window was repaired.
 - Painting continues.
 - The chair rail has been installed.
 - The Friends of the Library (Friends) would like to hold concerts in the back space of the Library and have asked permission to build a concrete patio in that space to avoid potential slip-and-fall accidents. The Friends will obtain all permits and funding. A discussion of the request ensued.

Mr. Toner made a motion to approve the request for Friends of the Library to build a concrete patio in the back yard of the Fifth Street Library on the condition that they return the space to its original state if they no longer want or use it. The motion was seconded by Ms. Masiello.

A roll-call vote was taken:

Mr. Toner – Yes

Mr. Episcopo – Yes

Mr. F. DeAscanis – Yes

Mr. Wilson – Yes

Mr. Alfree – Yes

Mr. Gallagher – Yes

Mr. Clayton – Yes

Mr. Baldini – Yes

Ms. Masiello – Yes

Mr. Yacucci – Yes

Ms. Marini – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

- Ferry Cut-Off – The sign needed to be replaced and the railing is extremely rusted.
- Bellanca Air Field – A vintage plane that was built at Bellanca by New Castilians was donated to Bellanca. It is in mint condition and flyable. Bellanca is considering doing more blacktop work at their headquarters.

Trustees of the New Castle Common
Minutes of September 3, 2024

- Meadows – Mr. Wilson reported that Bull Hill was cut early due to hot weather conditions. Sunflowers were planted but geese have been a problem. It was noted that feeding geese is against the law and signage has not been a deterrent.
- Miscellaneous –
 - There have been coyote sightings in the area.
 - The deer population will be thinned out again this year.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the drawdowns.

In response to questions from the Board, Mr. Baldini noted that:

- Shoreline – The committee would like to meet with the Flood Resiliency Committee to discuss what needs to be done on the shoreline.
- Bollards – HAC has indicated they do not like the proposed bollards and Mr. Wilson is working with Mr. Bergstrom. Messrs. Wilson and Baldini will meet with Mr. Taylor to discuss the matter.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

- Ms. Masiello stated that the committee needs new/additional guidelines for requests.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

- Mr. Clayton had no update.

Bylaws Committee – Mr. Gallagher reporting.

PROCEDURE XIII – ELECTION OF BOARD MEMBERS

Mr. Gallagher distributed a copy of the amended document for proposed changes to Procedure XIII – Election of Board Members 5.C. suggesting removal of the 50% plus 1 margin of victory requirement that was presented to the Board at the June 4, 2024, meeting. A discussion of the proposed language ensued. Mr. Wilson expressed concerns with the change and urged the Board to carefully consider before voting.

A motion to accept the changes to Procedure XIII – Election of Board Members was made and seconded. A roll-call vote was made:

Mr. Toner – Yes

Mr. Episcopo – Yes

Mr. F. DeAscanis – Yes

Mr. Wilson – No

Mr. Alfree – No

Mr. Gallagher – Yes

Mr. Clayton – Yes

Mr. Baldini – Yes

Trustees of the New Castle Common
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Ms. Masiello – Yes

Ms. Marini – Yes

Mr. G. Yacucci – Yes

Mr. C. DeAscanis – Yes

The motion passed with a vote of nine (9) in favor and two (2) opposed.

Election Committee – Mr. Wilson reporting.

- The committee is working on updating the voter list and is considering running an ad in the paper asking for information from residents of any change in residency they may be aware of.

Strategy Committee – Mr. Gallagher reporting.

- The committee is working on a 5-year Plan and will be inviting other committees to attend meetings for their input.

Next Meeting

The next Board meeting is Tuesday, October 1, 2024, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Grants – Mr. Alfree gave the Board statistics on the Fall 2024 Grants.
- Scholarships – There were 20 requests for scholarships; however, six (6) were rejected because they did not live in New Castle. Of those awarded scholarships 50% received the GPA bonus. A number of thank-you notes have been received for scholarship funds. The committee will look into including attendance at trade schools for scholarship awards.
- Group Photo – A photographer will be contacted to take a group photo of the Board members.
- Battery Park Restrooms – The City has been given a key to the Battery Park bathrooms and will be responsible for opening and closing them. The Trust will continue to maintain the bathrooms for the present. Mr. Toner noted that the City built the bathrooms, not the Trust.

A motion to adjourn was made and seconded. The motion passed unanimously and the meeting adjourned at 9:37 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
October 1, 2024

Present: C. DeAscanis (*President*)
F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson – *Joined at 7:55 p.m.*
T. Clayton
T. Episcopo
R Marini
M. Corcoran

Absent: P. Toner
G. Yacucci

Also present: A. Taylor, Esquire (*Trust Attorney*)

The monthly meeting of the Trustees was held on Tuesday, October 1, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

Monthly Calendar

- TNCC Board Meeting – 10/1/24, 7:00 p.m.
- Strategy Committee – 10/8/24, 4:30 p.m.
- Outreach Committee – 10/14/24, 5:30 p.m.
- Bylaws Committee – 10/15/24, 4:30 p.m.
- Finance Committee – 10/16/24, 5:00 p.m.
- Property Maintenance – 10/17/24, 4:00 p.m.
- Strategy Committee – 10/22/24, 4:30 p.m.
- Land Management Committee – 10/30/2024, 5:00 p.m.

Minutes

9/3/24 TNCC Meeting Minutes – **Mr. Gallagher made a motion to approve the 9/3/24 TNCC Meeting minutes as amended. The motion was seconded by Mr. Clayton and was unanimously passed.**

Mr. Gallagher made a motion to approve the plans for Phase 1 that the Good Will Fire Company presented at the last meeting so they can start fundraising. Mr. Clayton seconded the motion.

A roll-call vote was taken:

Mr. Episcopo – Yes
Mr. F. DeAscanis – Yes
Ms. Corcoran – Yes

Trustees of the New Castle Common
Minutes of October 1, 2024

Mr. Alfree – Yes
Mr. Gallagher – Yes
Mr. Clayton – Yes
Mr. Baldwin – Yes
Ms. Masiello – Yes
Ms. Marini – Yes
Mr. C. DeAscanis – Yes

The motion passed unanimously.

9/10/24 TNCC Special Meeting Minutes – **Mr. Gallagher made a motion to approve the 9/10/24 TNCC special meeting minutes as presented. The motion was seconded by Ms. Masiello and was unanimously passed.**

Treasurer's Report – Mr. Baldini reporting.
Treasurer's Reports were sent out prior to the meeting.

Mr. Baldini reviewed expenses, receipts, and investments, and responded to questions from the Board.

Mr. Baldini is reviewing tenant leases as to delinquent payment penalties that will be levied to bring delinquent tenants into compliance.

Mr. Baldini reported that going forward all staff will be paid bi-monthly.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Penn Mart – Mr. Taylor notified Penn Mart that the committee agreed to a mediation session. It was mutually agreed to use a Mediator from Haverford, Pennsylvania.
- Penn Mart Lawsuit – No update has been received on the status of the suit.
- Korean Baptist Church –

Mr. Alfree made a motion for the Board to approve a new five-year term lease extension effective December 1, 2024 for the Delaware Korean Baptist Church at 213 North DuPont Highway, New Castle. The terms of the addendum were recommended by the LMC and discussed in executive session at the September 3, 2024 Board Meeting. The motion was seconded by Mr. Gallagher.

A roll-call vote was taken:

Mr. Episcopo – Yes
Mr. F. DeAscanis – Yes
Ms. Corcoran – Yes
Mr. Alfree – Yes
Mr. Gallagher – Yes
Mr. Clayton – Yes
Mr. Baldwin – Yes
Ms. Masiello – Yes
Ms. Marini – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

- Y-Car LLC, formerly Milex –
Mr. Alfree made a motion for the Board to approve a new five-year lease extension effective November 1, 2024 for Y-Car, LLC, formerly Milex, at 211 North DuPont Highway, New Castle, Delaware. The terms of the addendum were recommended by LMC and discussed in executive session at the September 3, 2024, Board Meeting. Mr. Gallagher seconded the motion. The motion passed unanimously.
- Penn Farm Stand –
Mr. Alfree made a motion for the Board to approve an addendum to the Penn Farm Lease Agreement with William Penn High School to include the management and operation of the Farm Stand at Penn Farm, to wit, Mr. Toby Hagerott will be the Manager. The motion was seconded by Mr. Clayton. The motion passed unanimously.
- Glacier Auto – LMC has not heard from Glacier Auto regarding their request to redo the asphalt parking lot in consideration for a rent adjustment.
- 201 / 203 Delaware Street –
Mr. Alfree made a motion to approve the Board authorizing the Land Management Committee to finalize a one-year Lease with Red Ink for offices at 201 and 203 Delaware Street, New Castle. The motion was seconded by Ms. Masiello. The motion passed unanimously.
- 326 Associates – The committee has been working with 326 Associates on the Triangle and agreements have been finalized with all parties. 326 Associates will take over the Leases for Verizon and Shell, and pay the Trustees a flat monthly rent. 326 Associates will manage the Gregory Auto property and it has been made clear that the property will not be leased to another automotive business.
- Five Below – Richard Stat informed the committee that Five Below is slated to open on November 1st.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the drawdowns and projects, and responded to questions from the Board.

- Mr. Baldini reported that he will have an answer to Mr. Gallagher’s question regarding Miscellaneous Grants at the next Board meeting.
- Messrs. Alfree and Gallagher asked that funds under “Administration >Administration” be moved to “Grant Contributions >Scholarship Bonus”.
- Mr. Alfree noted that at the six-month mark of the budget all categories are under 50%.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

- Grant Applications – The committee drafting a revised Grant Application form. Ms. Masiello noted several additions to the Application. The committee is also discussing grants for historic preservation.

- Spirit of Christmas – The committee received a request to add the main building of Penn Farm to the Spirit of Christmas tour. They will pay for a shuttle to the Farm, but asked that the Trustees decorate the main building. A discussion of the request ensued.

A motion was made by Ms. Masiello to respectfully decline the request to add Penn Farm to the Spirit of Christmas Tour. The motion was seconded by Mr. Alfree.

A roll-call vote was taken:

- Mr. Episcopo – Yes**
- Mr. F. DeAscanis – Yes**
- Ms. Corcoran – Yes**
- Mr. Alfree – Yes**
- Mr. Gallagher – Yes**
- Mr. Clayton – Yes**
- Mr. Baldini – Yes**
- Ms. Masiello – Yes**
- Ms. Marini – Yes**
- Mr. C. DeAscanis – Yes**

The motion passed unanimously.

- Grant Receipts – In response to a request from Mr. Baldini, Ms. Masiello stated that the committee would reach out to Grant recipients who have not submitted receipts.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- Mr. Episcopo reported that Antonio’s is keeping the grounds and buildings up-to-date despite no rain.
- 5th Street Library – Mr. Episcopo noted interior and exterior lighting fixtures that need to be replaced.

A motion was made by Mr. Episcopo to approve upgrades to light fixtures from fluorescent to LED in the 5th Street Library for an amount not to exceed \$15,000. The motion was seconded by Mr. C. DeAscanis. The motion passed unanimously.

- Farm Stand at Penn Farm – Mr. Episcopo explained drainage problems at the rear of the Farm Stand at Penn Farm and what needs to be done to correct the issue.

A motion was made by Mr. Episcopo to approve repairs at the Farm Stand at Penn Farm to resolve drainage issues for an amount not to exceed \$13,000. The motion was seconded by Ms. Corcoran. The motion passed unanimously.

A discussion of the bids ensued.

- Penn Farm -

A motion was made by Mr. Episcopo to approve the repair, grading, and blacktopping of a 2,000 square foot area from the parking area by the Barn to the first light pole of the driveway for an amount not to exceed \$10,000. The motion was seconded by Ms. Marini. The motion passed unanimously.

- New Castle Conservation District (NCCD) – The committee received a letter from NCCD requesting that the Trust remove trash and woody vegetation at the pond behind the

Trustees of the New Castle Common
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Little League field. Mr. Taylor stated that although the Trustees own the pond, maintenance is the responsibility of Paul McConnell at Amazon, and the letter will be forwarded to him.

- Insurance Letter – Mr. Episcopo will give the requested information to Ms. Panzarella to complete the Insurance Form for 807 Frenchtown Road and 40 East 3rd Street.
- Bulkhead / Battery Park – Mr. Wilson reported that a quote to repair the bulkhead for approximately \$95,000 was received. During discussion Mr. Baldini suggested that because it is a historic site, there may be grant funding available.

Mr. Episcopo noted that there is also an area by the wharf at Battery Park where the rocks have washed out and suggested that repair be combined with a grant request for the bulkhead. Further discussion of repairs in Battery Park ensued during which Mr. Baldini stated that repairs to improvements made subsequent to 1941 could possibly be addressed collaboratively with the City. Mr. Wilson concurred with Mr. Baldini and stated his position regarding City violations to the 1938 Agreement. Mr. Wilson added that if nothing is done the walkway will have to be closed down. Mr. Episcopo stated that the walkway should be moved farther back from where it is.

Regarding the bulkhead, Mr. Wilson suggested that Mr. Taylor look into whether the damage to the bulkhead could be the result a change in the flow of the river caused by the 1957 construction of the jetty to protect the C&D Canal.

Mr. C. DeAscanis suggested that the Army Corps of Engineers be contacted. He restated the items under discussion and recommended action:

- The Bulkhead – conduct more investigation regarding what needs to be done before proceeding with any repairs.
- The pathway – discussions should be held with the City about re-routing the pathway.
- Erosion of the rocks – reach out to an engineer to determine the correct course of action to take in order to properly repair the area. Mr. Wilson opined that engineering fees could be as much as \$50,000.

Mr. Taylor stated that these topics will be brought up during an upcoming meeting with the City and other stakeholders.

- Bike Path – DelDOT held a grand opening of the bike path that borders Trust property. Discussion of who is responsible for trash removal along that portion of the path ensued. Mr. Wilson stated that the area needs to be inspected.
- Lunt Property Flooding – Mr. Baldini stated that in October it was stated that a Tidal Study was necessary before having a discussion with other Agencies regarding drainage issues causing flooding on Mr. Lunt's property. Mr. Baldini opined that the Trust needs to proceed with the Tidal Study to demonstrate that it is not a Trust issue. He suggested that grant funding for the study be researched. Further discussion of the matter ensued.

A motion was made by Mr. Wilson to approve obtaining a Survey for the Dike and River Tidal Analysis. The motion was seconded by Ms. Masiello. The motion passed unanimously.

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- 203 Delaware Street – Mr. Episcopo stated that exterior work has been done and interior work will be scheduled for next week.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

- Mr. Clayton had no update.

Bylaws Committee – Mr. Gallagher reporting

- An update will be presented at the November Board meeting.

Strategy Committee – Mr. Gallagher reporting.

- The committee met with the Finance Committee and an update will be presented at the November Board meeting.

Ad Hoc Committee – Mr. Wilson reporting.

- Organizational Chart –

A motion was made by Mr. Wilson to accept the Organizational Chart. Mr. Alfree seconded the motion. The motion passed unanimously.

- Job Description –

A motion was made by Mr. Wilson to specify that the General Manager will be in charge of the Trust Office, which matches the Organizational Chart. Ms. Masiello seconded the motion. The motion passed unanimously.

Ms. Marini noted that the original title was “Business Manager” and the title in the job description is “General Manager”.

A motion was made by Mr. Wilson to change the title of “Business Manager” to “General Manager”.

In response to a question from Mr. Gallagher, Mr. Taylor explained the difference between the two titles, and that the intent is to clarify that the position will have more oversight of the rest of the office and its function; and “General Manager” gives more of an indication of that than “Business Manager.”

Ms. Marini seconded the motion. The motion passed unanimously.

Next Meeting

The next Board meeting is Tuesday, November 5, 2024, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- A thank you letter was received from the Historical Society of New Castle.
- Mr. Alfree read a letter from Nancy Martin, who complimented the Trust for leasing some of the land to William Penn High School.
- The Trustees will receive their annual payment of one ear of corn at the November Board meeting.

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- Trustee Photograph – Mr. Wilson will reach out to Tom Lunt and Ted Fosse, and Mr. Taylor will provide the name of another photographer. The photograph will be scheduled for January or February 2025.

The Board responded to several procedural questions from Ms. Gormley.

A motion to move to executive session for a matter of personnel was made by Mr. Episcopo. Mr. F. DeAscanis seconded the motion. The motion passed unanimously and the meeting moved to executive session at 8:55 p.m.

The Board returned to regular session at 9:45 p.m.

A motion to adjourn was made and seconded. The motion passed unanimously and the meeting adjourned at 9:47 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
November 5, 2024

Present: C. DeAscanis (*President*)
F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson
T. Episcopo
R Marini
M. Corcoran
P. Toner
G. Yacucci

Absent: T. Clayton

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Carlin, Assistant Property Manager

The monthly meeting of the Trustees was held on Tuesday, November 5, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. C. DeAscanis called for a moment of silence.

President's Communication

Mr. C. DeAscanis asked Ms. Gormley to introduce her guest. Ms. Gormley introduced Amanda Rose, the newest employee at The Weekly. Ms. Rose will take notes for The Weekly at future TNCC Board Meetings from time-to-time.

Monthly Calendar

- TNCC Board Meeting – 11/5/24, 7:00 p.m.
- Outreach Committee – 11/11/24, 5:30 p.m.
- Bylaws Committee – 11/19/24, 4:30 p.m.
- Finance Committee – 11/20/24, 5:00 p.m.
- Property Maintenance – 11/21/24, 4:00 p.m.
- Strategy Committee – 11/26/24, 4:30 p.m.
- Land Management Committee – 11/27/2024, 5:00 p.m.

A motion to accept the Calendar as presented was made by Mr. Wilson. The motion was seconded by Ms. Masiello and was unanimously passed.

Minutes

10/1/24 TNCC Meeting Minutes – **Mr. Alfree made a motion to approve the 10/1/24 TNCC Meeting minutes as amended. The motion was seconded by Mr. Gallagher and was unanimously passed.**

Treasurer's Report – Mr. Baldini reporting.

Treasurer's Reports were sent out prior to the meeting.

Mr. Baldini reviewed receipts, disbursements, and investments, and responded to questions from the Board. Mr. Baldini reported that the Trust is doing well and that receivables are being addressed.

A motion was made by Mr. Alfree to approve the Treasurer's Report as submitted. The motion was seconded by Mr. Yacucci and was unanimously passed.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Leases – The committee is working on leases for the Farm Stand and the Korean Church.
- Penn Mart – The mediation session is scheduled for December 9, 2024, in Philadelphia. Mr. Alfree stated that if the matter cannot be resolved through mediation, the matter will go through a third party appraisal process.

A motion was made by Mr. Alfree to authorize Trustees Gallagher, Baldini and Marini to represent the Trustees of the New Castle Common and the Board at the Penn Mart mediation session scheduled on December 9, 2024. The motion was seconded by Mr. Wilson. A roll-call vote was taken:

**Mr. Episcopo – Yes
Mr. F. DeAscanis – Yes
Mr. Wilson – Yes
Ms. Corcoran – Yes
Mr. Alfree – Yes
Mr. Gallagher – Yes
Mr. Baldini – Yes
Ms. Masiello – Yes
Mr. Yacucci – Yes
Ms. Marini – Yes
Mr. Toner – Yes
Mr. C. DeAscanis – Yes**

The motion passed unanimously.

Mr. Alfree proposed a second motion to authorize Trust representatives Gallagher, Baldini and Marini to settle the Penn Mart lease at the end of the mediation session.

A motion was made by Mr. Alfree to authorize the Trust to approve the Trust representative to have the authority to finalize and approve the next 10-year lease extension covering the Penn Mart Shopping Center at the December 9, 2024, mediation session.

Mr. Wilson requested that further discussion on Mr. Alfree's motion be tabled to executive session.

A motion was made by Mr. Wilson to table further conversation on Mr. Alfree's motion to executive session. The motion was seconded by Mr. Toner and was unanimously passed.

Mr. Alfree stated that all other leases are being resolved and the committee is waiting for signed documents to be returned.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- Grass Cutting – Mr. Episcopo reported that the grass is still being cut. In response to a question from Ms. Masiello, Mr. Wilson explained that despite the lack of rain, grass continues to grow and needs to be cut even when it does not appear to grow. Further discussion of the terms of the contract and the need to have less frequent cutting ensued.
- 5th Street Library – The work in the Community Room and some outside lights has been completed. They are now working upstairs to replace lights and some lights on the outside.
- 201 Delaware Street and 3rd Street Library – Mr. Episcopo will be researching the thermostats at 201 Delaware street and the 3rd Street Library.
- 3rd Street Library – Mr. Alfree reported that a letter was received signed by Mr. Batty, President and Executive Director of the Historical Society stating that they will be vacating the 3rd Street Library effective January 1, 2025. Mr. Alfree recommended that the codes be changed on January 1, 2025. In response to a question from Mr. Wilson, Mr. Episcopo stated that this will not affect work on the skylights in the Library. Mr. Wilson noted that to the best of his knowledge the State is still interested in acquiring the 3rd Street Library property.
- Lunt Property Flooding – Mr. Episcopo signed the proposal from Foresite Associates to conduct a Tidal Study of the river in coordination with the tides and the dike. The committee will pursue the matter through the City, the State, the Corps of Engineers, and the Conservation District regarding flooding in that area; and the study will initiate the City to look into that property. Mr. Wilson added that the study will prove that the flooding in that area has nothing to do with the Trust.
- Battery Park – The shed in Battery Park is being repaired.
- Ft. Casimir – Mr. Wilson reported that he was unable to connect with Mr. Bergstrom regarding the second estimate to repair the bulkhead.
- The committee is working with Eco Plastic Products for a fence made from recycled plastic bags that looks exactly like wood and that will last longer than any wood product. Messrs. Wilson and Baldini are working on a HAC permit. The project is well within the approved budget. Mr. Wilson recommended that the Trust consider paving the road between Chestnut Street and The Strand.

Trustees of the New Castle Common
Minutes of November 5, 2024

It was stated for the record that:

- Three (3) bids were solicited and information on those bids is available in the Trust Office.
- There is no conflict of interest among any of the Trustees among the three bidders.
- Penn Farm – Mr. Episcopo stated that the University of Delaware is suggesting that they upgrade the Penn Farm monitoring system. Mr. Alfree noted that this matter will be discussed at the next Land Management Committee meeting.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the drawdowns and projects, and responded to questions from the Board.

- Survey work was done at Ferry Cut Off and Ft. Casimir.
- Surveys were done for Gregory Auto and Verizon for the lease transfer.
- Tuition Support and Scholarship Bonuses were broken down.
- In response to a question from Mr. Wilson, Mr. Baldini noted that “Senior Center” should replace “9000” under New Castle Public Library under Grant Contributions.
- Grants – In response to a question from Mr. Wilson, Ms. Masiello stated that she would address receipts for grants in the Outreach report.
- Ft. Casimir, Living Shoreline – The committee will be doing more analysis on this item and research grant funding. Mr. Gallagher noted that the City Flood Resiliency Committee (FRC) is researching flood mitigation for the entire city.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

- Grant Applications – The committee had the conversation about calling grant recipients and thought it was too soon; and decided that when we call people to remind them to ask for money we would also add the calls to have people put their request in and give their receipts.

The committee discussed changing the Application and/or the Award Letter to specify when receipts must be submitted.

The committee also discussed creating a form letter for denials and approvals for consistency.

OTHER COMMITTEES

Battery Park Committee –

- There was no update.

Bylaws Committee – Mr. Gallagher reporting

ARTICLE XIII. ELECTION OF BOARD MEMBERS / Section 13.01

Mr. Gallagher distributed a copy of a proposed amendment to Article XIII, Section 13.01, adding sub-sections d. and e. that was presented to the Board at the April 2, 2024 meeting.

ADD:

d. A candidate for the Trustees of the New Castle Commons shall not have been convicted of a felony, financial crimes, crimes related to theft or judgements resulting in required restitution.

e. Candidates for the Board of Trustees shall have the functional expertise and qualities that will further the goals and mission of the Corporation and the Trust. Areas of functional expertise include Finance, Development, Education, Business, Information Technology, the Trades, Government, Community Affairs, Marketing. Qualified candidates should be motivated, results-oriented team players with good communication and organizational skills.

In response to a question from Mr. Episcopo, Mr. Taylor clarified “felony”.

In response to a question from Mr. Yacucci, Mr. Gallagher clarified that an individual who has been charged but not convicted of a felony is eligible to be a Trustee. Mr. Baldini added that if a sitting Trustee is convicted of a felony he would fall under sub-section d. and would be subject to removal from the Board.

Mr. Toner suggested changing “expertise include” to “expertise may include” in the second sentence of sub-section e. A discussion of “functional expertise” ensued.

A motion to approve additions to Section 13.01 of Article XIII of the bylaws was made by Mr. Gallagher. The motion was seconded by Ms. Masiello. A roll-call vote was taken.

Mr. Toner – Yes

Ms. Marini – Yes

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

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

Penn Mart Litigation – Mr. Taylor stated that the litigation regarding drainage at the Penn Mart shopping center and the land adjacent to it has been settled. Mr. Taylor commended the Trust’s attorneys. No exceptions were filed against the Court of Chancery’s post-trial findings of fact and conclusions of law and it became a final Order of the Court. Mr. Taylor briefly explained the matter.

Trustees of the New Castle Common
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Strategy Committee – Mr. Gallagher reporting.

- There was no report from the committee.

Next Meeting

The next Board meeting is Tuesday, December 3, 2024, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Bellanca – Mr. Boyle of Bellanca presented each of the Trustees with a Medallion of Bellanca Air Field.
- Annual Payment – Each of the Trustees received one ear of corn as their annual payment.
- Homeless Encampments – Two homeless encampments were recently disbanded. One was behind Carrie Downie School and one was behind Home Depot. Both areas have been cleaned up.
- Scholarships – Mr. Alfree reported that one scholarship recipient no longer has 12 college credit hours and the scholarship was withdrawn.
- TNCC Board Meeting Packets – Mr. Alfree asked any Trustee wishing to receive the Board Meeting packet electronically contact Ms. Panzarella and she will send the pack via email.
- Letters – Good Will Fire Company thanked the Trustees for the annual grant and the Historical Society informed the Trust that effective January 1, 2025, they will no longer be occupying the 3rd Street Library.
- Farmer's Market Turn Lane – Mr. Alfree sent a request to Senator Poore to have DelDOT extend the Farmer's Market turn lane approximately 100'. Senator Poore forwarded the request on to DelDOT and Mr. Alfree will update the Board when additional information is available.
- Attorney General – Mr. Alfree asked for an executive session regarding the closure of the AG's visitations with the Trust for the past 1-1/2 years.

A motion to move to executive session for matters of real estate was made by Mr. Gallagher. Ms. Masiello seconded the motion. The motion passed unanimously and the meeting moved to executive session at 8:15 p.m.

The Board returned to regular session at 9:32 p.m.

A motion to hire "Signature Group" to find a General Manager for the Trust was made, seconded, and unanimously passed.

A motion to authorize the Bylaws Committee to work with Andy Taylor and additional council as needed on updating the Certificate of Incorporation, Bylaws, Policies and Procedures was made, seconded, and unanimously passed.

A motion to authorize the Trust approved representatives to have the authority to finalize and approve the next 10-year lease extension covering the Penn Mart Shopping Center was made, seconded, and unanimously passed.

A motion to adjourn was made and seconded. The motion passed unanimously and the meeting adjourned at 9:35 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
December 3, 2024

Present: F. Gallagher (*Vice President*)
M. Alfree (*Secretary*)
T. Masiello (*Assistant Secretary*)
D. Baldini (*Treasurer*)
F. DeAscanis (*Assistant Treasurer*)
T. Wilson
T. Episcopo
R Marini
M. Corcoran
T. Clayton

Absent: C. DeAscanis (*President*)
P. Toner
G. Yacucci

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Carlin, Assistant Property Manager
J. Panzarella, Administrative Coordinator

The monthly meeting of the Trustees was held on Tuesday, November 5, 2024, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. In Mr. C. DeAscanis' absence, Mr. Gallagher called for a moment of silence.

President's Communication

Mr. Gallagher stated that there was no report from the President.

Monthly Calendar

- TNCC Board Meeting – 12/3/24, 7:00 p.m.
- Outreach Committee – 12/9/24, 5:30 p.m.
- Bylaws Committee – 12/17/24, 4:30 p.m.
- Strategy Committee – 12/17/24, 5:30 p.m.
- Finance Committee & Land Management Committee Joint Meeting – 12/18/24, 5:00 p.m.
- Property Maintenance – 12/19/24, 4:00 p.m.

A motion to accept the Calendar as amended was made by Mr. Wilson. The motion was seconded by Ms. Masiello and was unanimously passed.

Minutes

11/5/24 TNCC Meeting Minutes – **Mr. Alfree made a motion to approve the 11/5/24 TNCC Meeting minutes as amended. The motion was seconded by Ms. Masiello and was unanimously passed.**

Mr. Gallagher questioned the last sentence of the second paragraph under the Outreach Committee Report. Mr. Wilson noted that sentence refers to the current rule. Mr. Gallagher opined that the sentence could cause confusion and suggested that it be deleted entirely.

A motion was made by Mr. Gallagher to delete the last sentence of the second paragraph of the Outreach Committee Report because while accurate, it could lead to confusion with the public. The motion was seconded by Ms. Masiello. A roll-call vote was taken:

Ms. Marini – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Clayton – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – No

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. Gallagher – Yes

The motion carried with a vote of nine (9) in favor and one (1) opposed.

Treasurer's Report – Mr. Baldini reporting.

Treasurer's Reports were sent out prior to the meeting.

Mr. Baldini reviewed receipts, disbursements, and investments, and responded to questions from the Board.

- In response to a question from Mr. Gallagher, Mr. Baldini explained landscaping at Ft. Casimir was for storm damage. During discussion, Mr. Alfree suggested that Storm Clean-Up be a new line item.

A motion was made by Mr. Baldini to approve the Treasurer's Report as submitted. The motion was seconded by Mr. Wilson and was unanimously passed.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- The Committee did not meet in November. The Committee did meet with Messrs. Coyle and Taylor, and Trustees Gallagher, Baldini and Marini regarding the upcoming December 9th mediation meeting. Mr. Alfree will report back to the Board at the January meeting.
- Mr. Baldini and Ms. Carlin have been working on getting bills out. Mr. Baldini noted there is one delinquency in the sewer bills.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- Maintenance Building – New gutters and rotten wood on the maintenance building in Battery Park has been taken care of.
- 201 Delaware Street – Thermostats have been set.

Trustees of the New Castle Common
Minutes of December 3, 2024

- Penn Farm – Four of the LED lights are out on the driveway at Penn Farm. Mr. Alfree has contacted MSC.
- 3rd Street Library – When the Historical Society vacates the Library on January 1st the locks will be re-keyed.
- 5th Street Library –
 - The sprinkler system is being tested by Bear Industries.
 - Lights are being replaced with LED lights.
 - Ms. Masiello noted that at the Library Meeting they wanted to hold an annual meeting in January to review a running list of items they plan on adding to. Ms. Masiello added that the Library Committee spoke very highly of how the Trust is responding to their requests.
- Barns – All the molding and some of the siding has been replaced on both barns. All screws that had come out were replaced. The replacements were done in the same exact wood (Douglas Fir) to keep it authentic; and the new wood will age the same as the original wood.
- New Contractors – Mr. Episcopo reminded the Trustees that COI and W-9 Forms for all new contractors/vendors need to be executed and submitted to the office. Ms. Panzarella should be contacted to verify that documentation for all existing contractors/vendors is up-to-date. The use of an Insurance Waiver for contractors who do not have any employees was debated and it was opined that Proof of Liability Insurance should be required. Mr. Taylor recommended that the Board contact New Castle Insurance for clarification of the insurance required; with the presumption being that they would need Workmen’s Compensation and Liability Insurance.
- Capital Projects – Mr. Wilson recommended two Capital Projects:
 - Living Shoreline / Bulkhead Repair at Ft. Casimir – It was noted for the record that the committee tried to get more than one bid; however Mr. Bergstrom did not want to go outside of the State because he did not trust giving the job to a contractor with whom he had no history; Cirillo Bros. does impeccable work; and Greggo & Ferrara did not respond to the Bid Request.
 - Battery Park Pathway Repair – It was noted that Mr. Bergstrom stated the City would actively pursue grant funding for work done in Battery Park, and that funding would offset what was approved by the Trust.

During discussion it was noted that both projects were previously approved by the Board and are currently “on hold” and that motions to approve the projects were not required.

Mr. Gallagher stated for the record that the Ft. Casimir/Bulkhead Repair and Battery Park Pathway Repair projects have come off “hold”. There was no objection from the Board.

- Parking Lots – The two parking lots on 3rd Street were re-stripped.
- 5th Street Parking Lot – Mr. Wilson noted that Councilperson Day stated that the City would be taking care of handicap parking signage in the 5th Street Parking Lot.

Trustees of the New Castle Common
Minutes of December 3, 2024

- Penn Farm – The 2,000 square foot area from the parking area by the Barn to the first light pole of the driveway has been paved.

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

Mr. Baldini reviewed the drawdowns and projects, and responded to questions from the Board.

- Mr. Baldini stated that he has an item of real estate to discuss in executive session.

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

The committee made plans to contact anyone who has not yet applied for grants, and will be finalizing the language for approval/denial letters. The approval letter will state that receipts must be received two months after the expenditure of funds. Mr. Gallagher suggested that the letter also states that receipts must be received at least two weeks prior to the end of the Fiscal Year.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

There was no update.

Bylaws Committee – Mr. Gallagher reporting

POLICY XII, SECTION 12.03 LIMITS ON FINANCIAL AUTHORITY

Mr. Gallagher distributed a copy of the first reading of a proposed amendment to Policy XII, Section 12.03, Limits on Authority, to:

ADD:

3. As part of the budgeting process, a forecasted operating income number is determined. Next, the board endeavors to establish the expenses for the fiscal year. These expenses should not exceed 90% of the operating income for that fiscal year. However, if there are extenuating circumstances or a major project that requires funding then it can be exceeded with Board approval.

Any comments/questions/suggestions should be submitted to the committee prior to the January meeting.

POLICY V. ASSETS SECTION 5.04

Mr. Gallagher distributed a copy of the first reading of a proposed amendment to Policy V. Assets Section to:

ADD:

Section 5.04 Terms and Conditions of all Commercial Leases are to be held as negotiated and approved by the Board.

Trustees of the New Castle Common
Minutes of December 3, 2024

- a) No Terms or Conditions of Commercial Leases shall be changed without the recommendation of the Land Management Committee and Board approval.
- b) Revenue streams, i.e., Rents, Taxes, and Sewer bills, from the Commercial Leases are to be maintained as current on a monthly basis as required by the Leases. Those accounts with rent, taxes, and/or sewer bill lease elements in arrears will be addressed by a formal letter from the Trust, identifying the delinquency. An additional assessment of 1.5% per month of late fees on rent will be applied. A 6% assessment on sewer and taxes for any outstanding delinquency will be applied. The assessment charges will be adjusted as leases are updated.

Mr. Taylor noted that County Taxes are due to be paid by the end of September; otherwise on October 1st there is a 6% penalty, with an additional 1% for each month thereafter. Mr. Taylor suggested that be added to the language to match what the County does. Mr. Taylor will send the suggested language to Mr. Gallagher.

Mr. Baldini suggested that the 1.5% fee is not in all leases. Mr. Gallagher concurred that fee is not in all leases, but all leases will be updated as they are renegotiated. Mr. Alfree stated that LMC will be responsible for telling Mr. Taylor if there is an adjustment for a new lease.

Any additional comments/questions/suggestions should be submitted to the committee prior to the January meeting.

Strategy Committee – Mr. Gallagher reporting.

Mr. Gallagher explained that the Strategy Committee will be meeting with each committee separately and no recommendations will be made without prior approval of that committee.

General Manager Search Committee – Mr. Wilson reporting.

Mr. Wilson stated that he has a matter of personnel to discuss in executive session.

Next Meeting

The next Board meeting is Tuesday, January 7, 2025, at 7:00 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Farmer's Market Turn Lane – Mr. Alfree reported that DeIDOT has rejected the request from Senator Poore to extend the turn lane at Trader's Lane. Mr. Alfree will reach out to Senator Poore to ask that the caved-in roadway approaching Trader's Lane be fixed.
- Minutes – Going forward, the copy of the Board minutes and whatever other documents that can be double-sided will be produced double-sided in the Board Packet to save paper.

Trustees of the New Castle Common
Minutes of December 3, 2024

- Department of Justice – Mr. Alfree reported that the official letter to the Attorney General’s Office, Department of Justice, Consumer Affairs, was received and they responded that they will review it and get back to the Trust.
- Public Meeting – The next public meeting is March 4, 2025.
- Budget – All committees should begin working on their next year’s budget in January/February 2025.
- Mr. Alfree wished everyone Happy and Safe Holidays.
- A thank-you letter was received from the Friends of the Library for the space approved for a patio with seating.
- Old Library – Mr. Alfree reported that Possum Pictures-Possum Point Players will be filming a movie titled “Sherlock Holmes and the Angels of Vengeance” and may want to use the Old Library for some interior scenes. Mr. Wilson noted that work on the skylight will be done in January.
- Penn Farm – The University of Delaware has requested permission to upgrade a weather station at Penn Farm, which will make it slightly taller. No motion is required.

Mr. Wilson commended Mr. Alfree on his work in trying to relieve the traffic and difficulty at Trader’s Lane with DelDOT.

A motion to move to executive session for matters of real estate and personnel was made by Mr. Episcopo. Ms. Marini seconded the motion. The motion passed unanimously and the meeting moved to executive session at 8:12 p.m.

The Board returned to regular session at 9:08 p.m.

A motion was made by Mr. Wilson to have him contact Greg Stans (headhunter) to proceed with the hiring of the applicant recommended by the committee for the position of General Manager. The motion was seconded and passed unanimously.

A motion to adjourn was made and seconded. The motion passed unanimously and the meeting adjourned at 9:09 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer