

Special Meeting
Trustees of the New Castle Common
Meeting Minutes
January 3, 2019

Present: Messrs. T. Wilson (*President*), T. Clayton (*Vice President*), M. Alfree (*Secretary*), T. Episcopo (*Asst. Secretary*), C. Castagno (*Treasurer*), F. Gallagher (*Asst. Treasurer*), C. DeAscanis, H. Gambacorta, J. Meek, C. Viola, G. Yacucci, Mrs. B. Ross and Mr. A. Taylor, Esq. Also present: M. Marinelli, Property Manager and D. Turner, Stenographer

A special meeting of the Trustees was held on Thursday, January 3, 2019, in the Trustees Room of Old Town Hall. Mr. Wilson called the meeting to order at 7:10 p.m. A moment of silence was called.

The purpose of the meeting is to review changes to the Bylaws Procedures, Section VII, Absentee Registration, Voting, and Ballots as written to the procedure currently being used. (*Mr. Wilson distributed a copy of the procedures being used for Trust elections to the Trustees.*) The Election Committee feels it is important that the Procedures reflect exactly what we do.

Mr. Wilson thanked the Bylaws Committee and Election Committee for the time they spent during the holidays in reviewing the procedure. He said the Bylaws Committee approved the procedure to be presented to the full Board.

Mr. Wilson said there are three components to the election process: request for absentee ballot, affidavit for an absentee ballot, and the ballot.

Several changes were suggested by Board members. Changes will be incorporated and an updated document will be distributed to Trustees.

Posters for the election contain incorrect information. The Board agreed that dates outlined on the poster and the Trust website should be followed as stated for this election.

Mr. Gallagher made a motion to utilize the dates we have publicized and to follow the procedures as we have done in the past while recognizing the procedures are not up-to-date and will be changed at the earliest opportunity. The motion was seconded and approved.

Bylaws Committee – Due to changes made to the Bylaws Procedures, Section VII, Absentee Registration, Voting, and Ballots, a vote for approval will be delayed until the next Board meeting.

Outreach Committee (City of New Castle Grants) -- The Board discussed a possible grant request from the City of New Castle and how it might be addressed.

At 8:33 p.m. a motion was made by Mr. Episcopo and seconded by Mr. Clayton to enter executive session to discuss matters of real estate.

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The Board returned to regular session at 9:00 p.m.

With no further business before the Board, the meeting adjourned at 9:01 p.m.

Deborah P. Turner
Stenographer

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January 8, 2019

Present: Messrs. T. Wilson (*President*), T. Clayton (*Vice President*), M. Alfree (*Secretary*), T. Episcopo (*Asst. Secretary*), C. Castagno (*Treasurer*), F. Gallagher (*Asst. Treasurer*), C. DeAscanis, H. Gambacorta, J. Meek, C. Viola, G. Yacucci, Mrs. B. Ross and Mr. A. Taylor, Esq. Also present: M. Marinelli, Property Manager, D. Turner, Stenographer

The monthly meeting of the Trustees was held on Tuesday, January 8, 2019, in the Trustees Room of Old Town Hall. Mr. Wilson called the meeting to order at 7 p.m. A moment of silence was called.

Monthly Calendar – Property Maintenance – 2/1/19, 4 p.m.; Land Management – 1/31/19, 5 p.m.; Outreach – 2/11/19, 7 p.m.; Election Committee – to be announced; TNCC Board Meeting—2/5/19, 7 p.m.

Public Comment: Resident Gail Levinson submitted a petition with 50 residents' signatures in opposition of the pending parking lot on West Third Street. (*Petition given to the Trust Office.*)

Resident Dorsey Fiske asked when the Trustee Bylaws and Procedures would be put on the Trust website. She asked if the Trustees propose changing the bylaws before the 1/26/19 election, noting this would be a violation of the bylaws. Ms. Fiske referenced the 12/4/18 Board meeting where Mr. Wilson stated that any change in procedure for absentee ballots will not effect this election.

Resident William Boyle is a candidate for Trustee. He said the current absentee ballot voting procedure is fine, except it was not followed during the last election. He hopes all candidates will join him in demanding that this coming election be conducted exactly as the absentee voting procedure specifies. This means the envelopes containing the affidavit and sealed ballots remain sealed until they are opened in front of the candidates. Only then can the voucher envelopes with sealed ballot be put in the ballot box. Towards the close of the election the ballot box is opened, the voucher envelopes are opened and the absentee ballots are counted aloud. Mr. Boyle noted these procedures were revised and approved by the Trustees fourteen months ago and should be followed.

Minutes

12/4/18 Minutes – Corrections were noted. **Mr. Alfree made a motion to approve the 12/4/18 meeting minutes as amended. Mr. DeAscanis seconded the motion. The motion was approved.**

Mrs. Ross asked when Action Items will be discussed. Mr. Wilson said the item will be put on the agenda after Communications going forward.

Treasurer's Report – Mr. Castagno reporting.

Treasurer's Report for 12/31/18 was sent out electronically prior to the meeting.

Mr. Alfree made a motion to approve the Treasurer's Report for 12/31/18 as distributed. Mr. Clayton seconded the motion. The motion was approved.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Gallagher reporting.

- The licensing agreement with the Lion's Club is ready; they will be contacted.
- 326 Associates Agreement – We are now receiving revenue (quarterly); Planet Fitness opened on 12/30/18.

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

OUTREACH COMMITTEE REPORT – Mr. Meek reporting.

Grants – Mr. Meek reported the committee received grant requests by the deadline of 12/31/18. The total number is about the same as in 2017.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

(Property Maintenance Update provided to the Board.)

- Battery Park Walkway – The current erosion problem was repaired. The path needs to be moved back to help lessen erosion problems.
- Dobbinsville – Mr. Wilson received a complaint from a resident of Dobbinsville that trucks going in/out of the mulch area have worn out most of the gravel in the area causing muddy conditions. Mr. Clayton said a gate has been purchased to block normal traffic (City would have access) and he plans to have the area redone with crush and run.
- Professional Center Railing – Mr. DeAscanis informed that painting of the ramp railing is planned for the spring. The committee suggested that the parking lot be repaved, but it was turned down by the tenant since the lease terms require the tenant to pay a percentage of the costs. The parking lot will be sealed and restriped in the spring.

FINANCE COMMITTEE REPORT – Mr. Castagno reporting.

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

Mrs. Ross asked that Mr. Taylor's legal fees associated with the proposed West Third Street parking lot should be a separate item on the budget. It is currently included with other legal fees and appears under one line item.

Mr. Castagno said the committee will meet with the Trust's investment advisors soon to review the fourth quarter of 2018.

OTHER COMMITTEES

Encroachment Committee – Mr. Wilson has the letter previously sent to area residents, including the two properties in Jefferson Farms. Mr. Taylor will review the letter before they are sent.

Election Committee – Mr. Wilson said the Board held a special meeting on 1/3/19 to discuss the absentee ballot process. He said the Board agreed to handle absentee ballots exactly as we have been doing. Messrs. Alfree and Marinelli worked on incorporating input from the Board to the procedure. Mr. Wilson gave the procedure to the Election Committee tonight and it will be given to the candidates at a meeting on 1/10/19 to make sure there is a clear understanding of the process. The Board will receive the procedure tomorrow morning. Mr. Wilson reminded that the election is 1/26/19, 10 a.m. to 6 p.m. Workers are needed.

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Mr. Alfree informed that absentee ballots are now available in the Trust Office. They can be picked up or mailed.

Mrs. Ross asked that the record show that when a change to a policy or procedure is discussed we should be given the current policy or procedure to reference. She said this procedure did not happen when considering a change(s). Mrs. Ross asked if the procedure will be voted on later. Mr. Wilson said the Board voted unanimously on 1/3/19 to continue using the process that has been used. Copies of the procedure will be given to the Board tomorrow morning. That procedure will be reviewed at the next Board meeting.

Mr. Alfree reminded that the Annual Audit was put in Board mailboxes and uploaded to the website.

COMMUNICATIONS – Mr. Alfree reporting.

- We received ‘thank you’ notes/email from our staff for their holiday bonus.
- Officer Interest documents were distributed to the Board. The envelope and document is to be submitted to the Trust Office by 1/22/19. Ballots with candidates for offices will be distributed at the February meeting and are due at the end of February. Ballots will be counted by Messrs. Meek, DeAscanis, Gallagher, and Clayton. Results will be announced at the April meeting. In accordance with the Bylaws, Mr. Clayton is not available for the office of Vice President and Mr. Wilson’s term as President will expire. The successful candidate for Trustee will receive the ballot.

Action Items

- Trustee Trifold -- Mr. Wilson will assign an ad hoc committee to determine a path forward and bring to the full Board for discussion. (12/4/18) Mrs. Ross mentioned that MSC provides updates; she suggested the Board consider this. (1/8/19)
- Election Committee -- Look into hiring the American Arbitration Association, a not-for-profit organization, to oversee Trustee elections. (12/4/18)
- Property Maintenance Committee and Battery Park Committee to address residents’ concerns with the West Third Street parking lot (cost, flooding). (12/4/18)
- Bylaws Committee to review creating a Standing Bylaws Committee. (12/4/18) Mr. Wilson said this will be addressed before next month’s meeting. (1/8/19)
- Public Comment – A resident asked about the Trustees having a “point person” as it relates to the West Third Street parking lot, Mr. Castagno was identified as the point person. (12/4/18) Mr. Castagno welcomes questions via email at any time. Mrs. Ross would like updates at future meetings and between meetings if there is anything important the Board should know. (1/8/19)

At 7:39 p.m. a motion was made by Mr. Gallagher and seconded by Mr. DeAscanis to enter executive session to discuss matters of real estate. The motion was approved.

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The Board returned to regular session at 8:15 p.m.

A motion was made to authorize the Land Management Committee to enter into lease agreements with Hunter Marie Farms, William Penn High School and Against the Grain Farm using the current lease terms used by Delaware Greenways Initiative for use of the farmland at Penn Farm. The motion was second and approved by unanimous vote.

A motion was made to authorize the Land Management Committee to enter into a lease agreement with Wheelys to rent the Penn Farm farm stand for the next five (5) years based on the proposal submitted by Wheelys in December 2018. The lease will allow for an extension for an additional five (5) year period. The motion was seconded and approved unanimously by a roll call vote.

With no further business before the Board, the meeting adjourned at 8:19 p.m.

Deborah P. Turner
Stenographer