

**Trustees of the New Castle Common
Meeting Minutes
January 4, 2011**

Present: Messrs. Alfree, Castagno, DeAscanis, Gallagher, Gambacorta, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross; Mr. Taylor, Esq., and Ms. MacDonough, Executive Secretary. Absent: Messrs. Wilson and Appleby,

The monthly meeting of the Trustees was held on Tuesday, January 4, 2011 at 7:00 p.m. in the Trustees Room of the Old Town Hall. Mr. DeAscanis called the meeting to order in the absence of Mr. Wilson, followed by a moment of silence.

Business from the Floor: None

Calendar:

The Nominating Committee meeting is tentatively scheduled for Monday January 17 at Mr. Appleby's house. (Officer and committee forms should be submitted by Friday.) Property Maintenance will be moving to the Wednesdays before the monthly meeting, instead of Fridays. Election Committee to meet January 18 at 7 p.m.

Minutes:

The minutes of the December 7 meeting were approved with one correction: the amount approved for Robert Thatcher's work on the farm house is \$12,600.

Executive Secretary's Report:

The vault door has been fixed so we will now begin to furnish the room and move the records back. Scholarship students are now submitting their Fall 2010 grades and the spring semester checks will be sent out in mid-February.

Treasurer's Report: Mr. Gallagher for Mr. Appleby.

Approval of the Treasurers report was postponed until the February meeting. Mr. Gallagher said that we are still awaiting guidance on timing for payment of the stormwater funding to the City, and there are a couple of other large grants (payables) still outstanding for FY11.

PROPERTY DEVELOPMENT COMMITTEE REPORT - Mr. Alfree.

Three items were addressed by the Committee:

Air Base Carpet Mart: The Board approved plans some time ago for Air Base to expand their building and make other changes to the parking area, etc. While the tenants are not ready to begin construction, certain planning documents must be filed in order to keep the project viable in the eyes of the County. A Land Development Improvement Agreement (LDIA) and official plans ("mylars") need to be signed and recorded. Mr. Taylor will be working with the County to modify the LDIA language so that the Trustees are not committing to assurances that the tenant should be responsible for.

13 & 141 Cloverleaf Traffic Camera: DelDOT has submitted a request to put a tall pole and traffic camera on Trust land leased to Air Base. This is to monitor traffic volume and flow (not to enforce traffic laws). Mr. Meek said it is part of a system of traffic cams which rotate and can be monitored online. The Committee has asked for more information from DelDOT before considering this further.

Burger King Light Pole: DelDOT has also requested to install a street light on Trust property next to Burger King. The Committee has also submitted a variety of questions about this. For both the Air Base and Burger King requests, one concern is the proximity of the Airport and impact of height restrictions.

OUTREACH COMMITTEE REPORT – Ms. Ross.

Committee met for initial review of community grant applications for FY12, and plans to meet with about six of the groups to obtain further information. They are aiming to present their recommendations to the Board in February.

PROPERTY MAINTENANCE COMMITTEE/PENN FARM – Mr. Viola reporting.

Work is proceeding on the Penn Farm house. Mr. Viola spoke with a representative of the State Historic Preservation Office (SHPO) at length. She was delighted that we will be investing in the preservation of the structure and said that our plan of action complies with the Secretary of Interior's Historic Preservation guidelines. By doing this we can qualify for preservation tax credits and theoretically could sell them. It is possible that expenditures already incurred may be eligible for the credits. Mr. Viola said that the SHPO considers sheetrock to be an acceptable finishing.

Ms. Fiske said she has been gathering names of grant writers and suggested meeting to explore hiring someone to pursue grants for the house renovation. Ms. Ross pointed out that we could use such a grantwriter for other projects as well as the farmhouse. Ms. Fiske moved to form an *ad hoc* committee to interview and recommend grant writers that we could prequalify for future projects; motion carried. Board members interested in being on this committee should let Mr. Wilson know.

FINANCE COMMITTEE – Mr. Gallagher reporting.

Bank quarterly reviews will be January 26. FY09 audit need to be finalized and FY10 should be begun as soon as possible.

ELECTION COMMITTEE – Mr. Gallagher reporting.

Committee is scheduled to meet January 18 and will tentatively declare vacancy in February.

LIBRARY COMMITTEE – Mr. Viola reporting.

Replacement of snow-damaged gutters and repairs to associated interior damage have been completed. A complaint about handicapped accessibility on the Fifth Street side ramp is being addressed and will be corrected as soon as possible. In conjunction with this we have met with a representative of the State Architectural Accessibility Board.

OPEN SPACE – No update.

BY-LAW COMMITTEE – Mr. Gallagher reporting.

Published copies of the Bylaws including the most recently approved changes were distributed. The Committee will continue to work on proposed updates, and Mr. Gallagher asked that all suggestions be directed to him. He feels that some of the wording is overly difficult to interpret. He welcomed other Board members to join him and Ms. Ross in the effort. Mr. Viola said style and terminology should be universal and consistent throughout the document, e.g. the use of "his/her." He also expressed concern with the clause stating that the most senior member of a committee shall rotate off a committee simply if another member wishes to be on the committee. This was originally intended to provide access to committees by new members but could have unintended negative consequences. Mr. Alfree said that the Board was previously more rigid about holding to the Bylaw-specified number of members on a committee; more recently the nominating committee has been more free with naming additional members to committees.

BATTERY PARK COMMITTEE – None.

OTHER COMMITTEES

Ms. Fiske said that the archives group will be requesting a line in the upcoming budget to provide for archival materials, restoration of documents, bringing in experts to evaluate our needs, etc. Mr. Viola said he recommended getting the large 1914-era Board group portrait cleaned/restored. He will research who might be able to do this and what it would cost. He said that an ideal location for the painting would be the Robinson House front room.

Mr. Castagno then placed a motion on the floor that was a modification of the motion he made at the December meeting (which failed on a tie vote). The new motion is “to develop an agreement with Delaware Greenways Inc., with final Board approval, for the use of the Penn Farm barns and the fields only.” Mr. Yacucci seconded.

Discussion (paraphrase/summary only):

Mr. Gallagher asked what this would entail exactly, specifically would a CSA be included? Need to know more about Delaware Greenways plans before committing to Letter of Intent, even if such letter not binding. He and Mr. Meek, Mr. DeAscanis and Ms. Fiske visited the Coverdale Farm CSA and learned that there are significant financial obligations and complexities to making this type of thing viable. Coverdale model is not definitively proven. Also it needed 3-4 years lead time for planning.

Mr. Castagno – Agreement with Greenways would not entail commitment of cash to programming by Trust. Greenways has outlined range of complementary programs; he proposes adding specific performance criteria to proposed agreement. Greenways has UD, potential contractors, etc., waiting in the wings. They are stymied in making more concrete arrangements, or progress until have letter of intent or similar.

Mr. Gambacorta—who is Delaware Greenways? What do we know about them?

Ms. Ross – we need more information. Farm is most valuable holding of Trust and we should fully understand vision for its use. We must also consider interest/ideas/perspective of community.

Mr. Alfree – what is format/best method for getting the additional information members desire so we can move forward?

Mr. Castagno – rather than us micromanaging, consider replicating the model we use with the Historical Society, Friends of Bellanca, the Fire Company, etc. as program operators leasing our bldgs. We did not conduct this level of vetting with these other tenants. Primary goal is not income production.

Various – these groups, programs, are not really parallel to the Greenways proposal at hand

Mr. Castagno – DG would bring in farming, activities to benefit community while we are working on house. Farmers want 5 years or more to achieve a yield, and want to farm, not interested in and/or able get involved in ancillary activities of education and outreach. Opportunity is to bring production farming and programming with outside dollars to our asset to make it available to community. Remember Farm has never really been income-producing property. Going with nonprofit allows for combination of elements.

Mr. Viola —have to improve condition of the fields—noxious weeds and erosion, etc-- and keep doing it consistently to avoid backsliding. Have spent money and time on clearing and refurbishing.

Mr. Meek – why not use Lester (production farmer) directly, community aspects come later. Also what about greenhouse project as a test case; would only take 5 acres in a less visible area of farm.

Ms. Fiske—bring in Mike Riska, Mike McGrath for presentation, explanation, elaboration from their perspective of what Greenways would do.

Mr. Meek - Riska says these types of grants (as proposed by DG) can be problematical right now.

Ms. Fiske - next step get Mike Riska and Mike McGrath together. Side note: what about using Basin Road parcel for greenhouse project.

Mr. Yacucci – does not want to slow momentum and jeopardize getting farming started this spring.

Mr. Castagno then moved to table the outstanding motion until the February meeting. Mr. Viola seconded. Motion carried.

Mr. Castagno made a new motion to schedule a special meeting in January with Michael Riska of Delaware Nature Society and Michael McGrath of the State Agricultural Lands Preservation division. Mr. Meek seconded. Motion carried.

COMMUNICATIONS

- Thank you letter from Arasapha Garden Club for FY2011 grant for holiday wreaths.

Mr. Gallagher said that the Trustees were invited to a December 8 meeting the City had with DNREC about serious problems with the four area dykes. Two in particular – Broad Dyke and Gambacorta Marsh --will require a significant amount of money and attention within the next year. Among other things, none of the dykes are high enough to accommodate a 100-year flood. A committee is being formed (“Committee for Dike Management Plan Implementation”) and they have asked that a Trustee be appointed. They originally specified Mr. Appleby, but he will not be able to serve at this time. Mr. Gallagher will find out what would be required of a committee member.

There being no further business, the meeting was adjourned at 8:29 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

Trustees of the New Castle Common
Meeting Minutes
Special Meeting – January 17, 2011 – Penn Farm

A special meeting of the Trustees was held on Monday, January 17, 2010, at 3:00 p.m. in the Trustees Room of the Old Town Hall.

The purpose of this meeting was to hear input from special guests/experts in order to better define the direction, goals and objectives for the Penn Farm, in advance of the February 1 regular meeting.

Present: Messrs. Wilson, Alfree, Castagno, DeAscanis, Gallagher, Meek, Viola; Ms. Fiske, Ms. Ross; Ms. MacDonough and Mr. Taylor. Absent: Messrs. Appleby, Gambacorta and Yacucci.

Special Guests: **Delaware Secretary of Agriculture Ed Kee; Michael McGrath**, State Division of Agricultural Lands Preservation, and **Mark Chura**, Executive Director, Delaware Greenways, Inc.

Mr. Wilson called the meeting to order, welcomed the guests and turned to meeting over to Mr. Castagno. He thanked Secretary Kee for attending. Mr. Kee said his family has strong ties to New Castle, and that he is excited to hear of the Trustees' interest in reclaiming Penn Farm as a working farm. He said that it is historically significant to keep the property in agricultural use, and that the foremost need is to keep the land in continuous cultivation. Mr. Castagno thanked the Secretary for his support.

Mr. McGrath of the Penn Farm Committee then gave a brief history of his involvement with the project. He has been working on the farm issue since late 2008. Todd Davis, another committee member who is a state expert in noxious weeds, has had involvement for several years due to the presence of Johnson grass and thistle at the farm. Other committee members include Dwight Meyer, farmer and small farm specialist with Delaware State University, Don Reese, New Castle resident and former City council member, and Anna Stoops from UD Cooperative Extension. Marianne Hardesty (Natural Resources Conservation Service) and the State forester have also been consulted.

Mr. McGrath said that the committee had outlined a vision for the farm and solicited proposals in the summer of 2010. Priorities were: carrying on tradition of proximity of agriculture to the town; connection to schools and educating children in farm life, nutrition, where food comes from, etc.; preservation of historic aspects of landscape and buildings and involvement of Trust in leasing to farmers, and physical linkages to the surrounding area via trails and bikeways.

He noted that although the farm has had cover crops over the last year, it will take at least another year of steady cultivation for the fields to approach the condition where they can be farmed successfully. He said that the committee's recommendation was a hybrid proposal with the bulk of the acreage to be farmed by the Lester family in "production agriculture," in conjunction with Delaware Greenways bringing in other programming including small specialty farmers, e.g., seed production, a Community Supported Agriculture (CSA) operation, education and historical interpretation.

Mr. Castagno then introduced Mark Chura. Mr. Chura said he has been Executive Director of Delaware Greenways for four years. Before that he worked in the private sector, and previous to that he worked with the State of Delaware for 20 years, in DeIDOT, DNREC, and Parks and Recreation. Among other things he spearheaded the restoration of Fort Delaware and its improvement as a tourist attraction, and managed the State open space program. His degree is in Agricultural Economics.

Delaware Greenways (DGI) was formed to preserve open space and promote a continuous system of walking trails. DGI is statewide with 8 full- and part-time employees. After working for several years on

the physical trail system, they are expanding into programs (for example the New Castle City Wellness Grant) that will educate the public and encourage them to use the physical infrastructure, to improve general fitness and combat childhood obesity, etc. They partner with a number of organizations including the Nemours Foundation, the State parks, etc. He said the concept for Penn Farm was to bring together growers and educators, but the essential first step is to get the property in working order. It is proposed to combine the Lester Family (the production farmer) with a specialty farmer, e.g., Happy Cat Farms, who grow heirloom tomatoes.

Various Comments

Mr. Kee: There is no roadside market in New Castle County with high quality fresh produce. The land at the Farm is very fertile land; but you will need irrigation at some point. May want to consider community gardens as a component. Assume at least 3-5 years to be fully underway, with various modifications to the plan inevitable along the way.

Mr. Castagno: One idea: ultimately a Penn Farm “brand” could be established (logo, packaging, etc.) Remember how “Quigley’s” was essentially a well-known brand. Historical aspect and heritage would enhance the appeal and marketability of Penn Farm merchandise/produce.

Ms. Fiske: I am encouraged by the explicit inclusion of serious interest by Lesters.

Ms. Ross: How is Mark Chura’s position funded?

Mr. Chura: Membership organization (dues), grants-in-aid, competitive grants, management of the Route 9 Scenic Byway program, etc. He is not looking at Farm relationship as a major source of funds, rather that it helps establish a ‘place’ for DGI.

Ms. Ross: What happens to our arrangement if DGI loses support?

Mr. Chura: You would have that question with any applicant, and DGI nonprofit status would make it a more favorable candidate. Anticipates possibly a percentage of retail revenues, etc., which would go back into programming. Key is finding good sublessees.

Mr. Meek: What is the relationship between DGI and the proposed Penn Farm Cooperative?

Mr. Chura: DGI would be managing entity of the collaborative partnership. He is not looking for any of his salary to derive from this project.

Mr. Meek: What portion of current staff current would be involved at the Farm?

Mr. Chura: Several, on the programming side; but not on the production side. Staff salaries come from other grants. Longer term, Penn Farm involvement/ partnership will complement other programs and help build DGI membership – maxim is “programming builds membership.” His staff can bring in a variety of expertise and elements.

Mr. Meek: Are production farming and CSA-type and smaller activities totally separate?

Mr. Chura: They are synergistic. In the beginning, will have to balance public involvement and interaction with needs/requirements of the farmers. A CSA would be a small portion of the acreage. For CSA to work, need irrigation, processing area, fencing, and refrigeration.

Mr. Gallagher: At what point would Penn Farm be too small for large producer like Lester?

Mr. Chura: For fields, Lester could do further clearing, and also says irrigation would be “on his dime,” even though it cuts into profitability. The upper field is 55 acres. Lester also interested in clearing lower (southeast) triangle for cultivation.

Mr. Gallagher: How will you integrate all these uses and users? Only have 112 acres.

Mark Chura: Penn Farm not a place where *true* volume farming can occur. Potential users understand size limitations and constraints.

Mr. McGrath: More important is *length* of relationship: Lester or others looking for 5-year commitment at least to protect their investment and amortize their costs.

Ms. Ross: Why not just start with production farming only for the first year?

Mr. Kee: Should Board go in this direction, having them cultivate as much as possible would help all (present and future) concerned to bring fields up to better condition. Agronomically, there is merit to let Lesters till everything for a year, would benefit all potential users.

Mr. McGrath: However, note that the ten acres mapped out for Happy Cat Farms are in better condition so that project could begin. For irrigation: use a “rolling gun” (not center pivot) portable irrigation system. All that is needed is a connection to the municipal water supply- equipment is brought in.

Various: Be sensitive to activities adjacent to each other that are traditional farming vs. “quasi-organic.” (True “certified” organic is a very strictly regulated category and not feasible at this time.)

Ms. Ross: Has DGI done anything like this?

Mr. Chura: Yes and no; through trail system they will connect Farm and town, and have much experience in this. Please see DGI website for range of activities. Also have much experience partnering with other organizations in projects.

Mr. Gallagher: Mr. Chura’s credentials are very strong, but what happens if he leaves DGI?

Mr. Chura: After career in public service, has strong personal interest and desire to see this project through. It is a unique opportunity that doesn’t exist elsewhere.

Mr. Gallagher: What is the organizational structure of DGI?

Mr. Chura: We have a conventional decision-making board very interested in this project, staff, many partnerships with groups like the Nemours Foundation, etc.

Ms. Fiske: Is there any objection to including the greenhouse concept (which was one of the proposals)?

Mr. Kee: Very strongly feels that it is not economically viable. Numbers don’t work; cannot sell enough produce to pay the bill w/o significant subsidy. Energy costs kill it.

Mr. Alfree: What is the necessary timeline in order to start something this spring?

Mr. Chura: Now. End of January at the latest. How to structure an agreement/leases, etc., is open.

Mr. Castagno: Advocates “one-stop” nonprofit organizing entity, i.e. DGI. Farmers are comfortable with that arrangement.

Ms. Ross: Would like to meet farmers/proposers directly.

Mr. Viola: We work through committees and need to take recommendation and move forward.

Mr. Wilson: There will be a vote on motion to sign Letter of Intent on February 1.

(At this point the special guests left the meeting.)

Ms. Fiske: Why not lease directly with Lesters, with DGI managing?

Mr. Wilson: Having the middleman to manage is important. We do not try to directly operate the Library, for example, day-to-day or to micromanage these arrangements.

Mr. Castagno: Signed Letter of Intent is important so that DGI has authority to move forward with relationships and specifics. They have been asked to firm things up without this assurance.

Ms. Ross: Will we see agreements that DGI makes with farmers/sublessees?

Mr. Taylor: Multiple direct leases would be problematic. The Lester sublease could be an attachment to our lease with DGI. Potential future developments can be included in an agreement, as well as special considerations for City of New Castle residents. It could be a five-year lease with two five-year options. The tenant would be responsible for ordinary maintenance on the barns only.

Mr. Meek: DGI is effectively a supercontractor, not 100 % sure DGI is capable of managing this type of thing. Is managing a farm part of DGI's mission or expertise?

Mr. Taylor: Continued movement forward on fields and buildings is vital to protect property in many ways, including from vandalism and arson.

Mr. Castagno: Mr. McGrath said he (State Ag. Lands Preservation unit) and Ms. Hardesty of the Natural Resources Conservation Service will remain involved in this project.

Mr. Wilson: Next step, Mr. Taylor to draft agreement with DGI to manage Farm with Lester to be production farmer. Mr. Taylor suggests that a Trustee be appointed to act as liaison w DGI. Contract to be \$1/year, similar to Bellanca, library, NCHS, etc.

NOTE: Saturday, January 22 at 8 a.m. the Farmhouse will be open for members to view the stripped interior and see damage and structural elements.

There being no further business, the meeting was adjourned at 5 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

Note to Board:

I apologize for the detail and length of these minutes. However, I am constantly mindful of the historical importance of the Trust, and perceive a need to document its actions and the debate and thought processes thoroughly and accurately.

Especially in the case of the Farm (our jewel) I am thinking about those Board members in the year 2258 who wonder why those folks in 2011 did what they did. (Of course Chick will be able to explain it to them, as I'm absolutely certain he will be still serving!)

I am so honored and lucky to be a part of this fascinating, distinguished and sometimes crazy endeavor of ours, and I can't tell you how much I respect you all for your seriousness of purpose and willingness to uphold the stewardship of our priceless assets and heritage.

*Best regards,
Kathy*

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Best regards,

Kathy

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Meeting Minutes
February 1, 2011**

Present: Messrs. Wilson, Alfree, Castagno, DeAscanis, Gallagher, Gambacorta, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross; Mr. Taylor, Esq., and Ms. MacDonough, Executive Secretary. Absent: Mr. Appleby.

The monthly meeting of the Trustees was held on Tuesday, February 1, 2011 at 7:00 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order, followed by a moment of silence.

Business from the Floor: None

Calendar:

Bank quarterly review meetings will be held February 2 at 4 p.m., postponed from last week due to weather.

Minutes:

The minutes of the January 4 meeting were approved as submitted. The minutes of the January 17 Special Meeting about Penn Farm were approved as submitted.

Executive Secretary's Report:

Ms. MacDonough said she and the accountant Mark Zitz met and made a thorough analysis of the status of tenant rents, and this will be provided to the Finance Committee for budget purposes. It was proposed that a letter be sent to all commercial tenants at the beginning of the new fiscal year advising them that we will be more strictly enforcing late fees.

Treasurer's Report: Mr. Gallagher for Mr. Appleby.

The Treasurer's Report for 12/31/10 was approved with two comments: Cavalier phone charges represent one month, not two months; and \$175 for Peter Spier print shown under contributions should be listed under office administration. The Treasurer's Report for 1/31/11 was approved as submitted.

PROPERTY DEVELOPMENT COMMITTEE REPORT - Mr. Alfree.

13 & 141 Cloverleaf Traffic Camera: Waiting for more information.

Burger King Light Pole: DelDOT provided additional information requested and we will now check with the tenant for their feedback.

Stormwater Maintenance/Easements: Mr. Taylor said that Larry Ireland of the New Castle Conservation District will be sending the maintenance specifications for the recently-improved ponds at Farmers Market and Amazon.com. Agreements need to be completed with the tenants for ongoing maintenance.

Mr. Wilson reminded the Board that we need to send out hazardous material questionnaires to our tenants; the primary purpose is so that the Fire Company is aware of what may be on the properties.

OUTREACH COMMITTEE REPORT – Ms. Ross.

Ms. Ross distributed the Committee's grant recommendations for FY2012, which will be forwarded to the Finance Committee. The Progressive Club, which has not been active for several years, submitted a proposal for \$28,000 for kitchen and basement improvements at their facility, so the Committee has asked for more detailed information on programming; this will require further review.

PROPERTY MAINTENANCE COMMITTEE/PENN FARM – Mr. Viola reporting.

Committee has been preparing a detailed building-by-building maintenance budget. They are anticipating a 20-25% increase in fuel costs.

FINANCE COMMITTEE – Mr. Gallagher reporting.

As stated earlier, Bank quarterly meetings will be tomorrow. FY09 audit needs to be finalized and FY10 should be begun as soon as possible.

ELECTION COMMITTEE – Mr. Gallagher reporting.

Mr. Gallagher said that the proposed date for the election to fill Mr. Peden's seat is September 17. This is an announcement, but not the formal declaration of vacancy and the election timeline. Ms. Ross said that she heard that the upcoming City Election on April 9 will be held at the Senior Center, not the Fire House. Mr. Alfree said it would be instructive to know why this change was made. Mr. Wilson and Ms. Ross said that we have permission to have a table at the City election and register voters for the Trustee voter list.

LIBRARY COMMITTEE – Mr. Viola reporting.

Philosophy of Trust Relationship to Library:

Mr. Viola distributed a history of the New Castle Library from 1810 to the present. He said that in 1955, when the New Castle Library Company was failing, the Trustees elected to take over both the assets of the library and the responsibility to insure the continued provision of library services. They did not choose to simply shore up the Library Company as it existed at the time; instead, that body was dissolved. He said that because the library is an integral part of the Trust, and a physical, owned, asset, we should be budgeting support couched as a regular commitment, and not under the current practice as a grant line item grouped with the various community organizations that request grants. He said that (similar to Battery Park) the administrative structure and relationship of the Trustees and the library committee/board is at first difficult to conceptualize. Mr. Wilson said the bottom line is that "the library is not something we fund, it is something we own."

Mr. Gallagher asked if a change of budget category would also imply a change in level of support. Mr. Viola said he did not think that it would necessarily mean a significant change; that we would essentially continue providing and maintaining the land and the building, with the County, State and other sources providing operating costs. (As an aside, he commended library director Katie Newell for managing available resources to maximum effect under difficult conditions.) Mr. Gallagher said that the budget strategy could have the unintended consequence of giving the appearance that Trust support was so comprehensive that other funding sources might see it as a rationale to lessen support. Mr. Alfree and several board members echoed this concern. Mr. Alfree said that the budget item could be handled in such a way that it would be clear that the Library was not a part of the Trust's regular operating budget, but a special line item. He also pointed out that, as the building is now completed, a line for it needs to be added to the Building Repairs section of the annual budget.

Strategy for Raising Funds to Complete Capital Campaign:

The Capital Campaign committee for the library will be approaching foundations again this spring (in some cases for the second or third time). A persuasive strategy is needed to demonstrate the efforts made to date and the case for receiving further support. The original project cost was \$6.5 million. The Campaign raised \$6.259 million -- or 95.7% -- of the original projected cost. This includes contributions from many constituencies including New Castle City, the Library Friends, the Board and staff, community businesses, area civic organizations, and 270 private individuals.

However, several hundred thousand dollars in additional costs were incurred, due to unavoidable situations like the need to rebuild the entire façade of the Robinson House. To bridge the fundraising gap, ultimately the library board and the Trustees will probably have to convert the current construction revolving loan into a conventional mortgage. In the interim, Mr. Viola proposed that the Trustees offer a challenge grant, matching any new donations \$1 for \$1 up to a certain limit. This type of local support is extremely meaningful to foundations. The Trustees' half of the matching grant program would be \$250,000. It would not have to be paid all at once but over time as funds are raised. The concern was raised that public awareness of this commitment might have the effect of discouraging potential very large gifts. Mr. Viola

said that this could be solved by not putting a cap or “up to” figure on the challenge. Any funds raised exceeding the capital campaign goal could go into a maintenance fund; indeed, this was part of the original fundraising plan.

Mr. Castagno then moved to support the New Castle Public Library Capital Campaign Committee with a matching grant challenge in order to help raise the balance of funds needed to finish out the campaign; Mr. Alfree seconded. On a roll call vote, the motion carried 11 - 0.

Mr. Viola asked that all Board members who have not yet contributed please consider doing so, as 100% participation is very significant to potential funding sources.

OPEN SPACE – No update.

BY-LAW COMMITTEE – Mr. Gallagher reporting.

Anyone with proposed changes or comments should submit them to Mr. Gallagher.

BATTERY PARK COMMITTEE – Mr. Castagno reporting.

The Committee met with a working group which is exploring development of a “transient marina” (boat-docking facility) at the Delaware Street wharf. They are beginning to identify water access points and what engineering/restoration of the ice piers or other structures would be needed. This effort includes the participation of the Army Corp of Engineers and other federal and state agencies. The project plan may also encompass other improvements to the harbor area.

OTHER COMMITTEES

Nominating Committee – Mr. Alfree

The Committee published the proposed slate of officers and committees. Please contact Mr. Alfree with any questions or comments. The vote will occur at the March meeting and take effect in April.

Penn Farm –Mr. Castagno

At the January meeting the following motion was tabled: *“to develop an agreement with Delaware Greenways Inc., with final Board approval, for the use of the Penn Farm barns and the fields only.”*

A draft lease agreement with Delaware Greenways Inc. (DGI) was distributed. Mr. Taylor reviewed and explained the key clauses. The January-December lease term is standard for agricultural leases. There is a five-year lease term with two five-year options. Language of the Option to Renew section has been designed to allow for the fact that this is a new type of venture for both parties and adjustments may be needed. The permitted uses are outlined in detail. Assignments or subleases outside of these uses would have to be approved in writing by the Board. No additional funding from the Trust is implied or guaranteed, however this does not prevent DGI from applying for grants like any other organization. Tenant will pay for its own irrigation. Landlord will continue to undertake planned improvements to electrical service, farmhouse, etc.

Mr. Alfree asked that language be added to insure that where feasible, preference would be given to residents of New Castle City. There was discussion about adding a timetable/dates to some of the performance obligations. Mr. Gallagher suggested adding the requirement to continue to clear and eradicate the noxious weeds. Mr. Alfree said that the fine details can be negotiated by the Property Development Committee.

Mr. Castagno moved to withdraw the motion previously made and tabled in January. Mr. Gallagher seconded. Motion carried.

Mr. Castagno then moved to authorize the Property Development Committee to finalize the proposed agreement through negotiations with Delaware Greenways, for presentation to the Board for final approval. Mr. Meek seconded. Motion approved 11-0 on a roll call vote.

Mr. Gallagher conveyed some input from Mr. Appleby regarding planning for rehabilitating the farmhouse. We need to define our vision for its future function, e.g. as a residential rental property, so that the renovations are designed to be practical and accommodate that use.

Grant Research Committee – Ms. Fiske reporting.

Mr. Wilson introduced the new Grant Research Committee, composed of Ms. Fiske and Ms. Ross. They are collecting resumes from experienced grant writers, in order to develop a prequalified list. (The immediate need is to locate funding for the Penn Farm house rehabilitation, with other projects as they arise.) They will begin interviews this month and asked for more names to be suggested.

Other

Mr. Wilson announced that we are now ready to begin the process of transferring the vacant lot next to the Buttonwood School to the Buttonwood Civic Association. The Association has now met the criteria set forth by the Board in 2008, and the Outreach Committee has reviewed the matter as previously prescribed.

Mr. Gallagher will attend the new multidisciplinary “Committee for Dike Management Plan Implementation” until Mr. Appleby is able to come back on board.

COMMUNICATIONS

- Grand Opening of Dobbinsville Police Substation is Saturday February 5, 10 a.m.
- Mr. Wilson will be in the Trustee Office Saturday February 5 from 9-10 a.m. for citizen questions.

There being no further business, the meeting was adjourned at 8:55 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

**Trustees of the New Castle Common
Meeting Minutes
March 1, 2011**

Present: Messrs. Wilson, Alfree, Castagno, DeAscanis, Gallagher, Gambacorta, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross; Mr. Taylor, Esq., and Ms. MacDonough, Executive Secretary. Also, Mrs. Mimi Carpenter, New Castle Weekly, and Mr. Joseph DiAngelo. Absent: Mr. Appleby.

The monthly meeting of the Trustees was held on Tuesday, March 1, 2011 at 7:00 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order, followed by a moment of silence.

Business from the Floor: None

Calendar: Property Maintenance will meet on Thursday 3/31 at 9 a.m. Bylaws will meet at 4 p.m. on Thursday March 3.

Minutes:

The minutes of the February 1 meeting were approved with one clarification: under the Library report, the reference to "Board" under the list of groups who have contributed signifies the New Castle Library Board.

Executive Secretary's Report:

Scholarship checks for the second semester will be issued shortly. Audit report for fiscal year 2009 should be finalized soon, and auditors will be on-site to begin fiscal year 2010. We are drafting certain procedures (data recovery, asset inventory, etc.) to comply with the auditors' prior recommendations. Per the Bylaws, Finance Committee will perform final review and approval.

Treasurer's Report: Mr. Gallagher for Mr. Appleby.

The Treasurer's Report for 2/28/11 was approved as submitted. Mr. Alfree requested that the designation "Park Labor" be changed to "Maintenance Labor" to more accurately reflect that budget line.

PROPERTY DEVELOPMENT COMMITTEE REPORT - Mr. Alfree.

Air Base Carpet Mart: Development agreement and plans/mylars governing proposed addition to building will be signed tonight so that tenant can file with New Castle County.

Encroachment Letters: Kathy to distribute list of affected addresses to board prior to mailing.

Stormwater Maintenance/Easements: Conservation District is sending the maintenance manual for the pond at the Farmers Market and is now completing the one for the Amazon site. These will be attached to the easement agreements. Mr. Alfree suggested that we ask the tenants to submit an update when they perform required maintenance actions.

13 & 141 Cloverleaf Traffic Camera: Tenant is amenable to this.

Burger King Light Pole: DelDOT provided additional information requested; waiting for tenant feedback.

(For both of above, we will add a clause in easement agreements making them null and void in case of a significant change to development plans in the future.)

Penn Farm/Greenways Lease: We are waiting for feedback from Delaware Greenways. Mr. Taylor suggests meeting with them and their lawyer for a working meeting to incorporate revisions and changes. Mr. Gallagher asked that a list of deliverables be included. Mr. Taylor said he included some specifics based on previous discussions.

Wilmington Trust/M&T Bank: A letter was received asking us to approve the transfer agreement of our lease with Wilmington Trust to its buyer M&T Bank. Mr. Alfree moved and Mr. Gallagher seconded that the Board approve Wilmington Trust's request for assignment of the lease to M& T Bank dated February 16, 2011. Motion carried.

Marini Encroachment: A License Agreement was drafted to allow the Marinis and Chatham Bay Construction to encroach on Battery Park in order to complete the brickwork on the river side of their new construction. Mr. Taylor has now incorporated the changes suggested by the Board. Mr. Alfree moved and Mr. Meek seconded that the License Agreement governing temporary access to Battery Park by the Marinis and Chatham Bay Construction be approved for signature. Motion carried. Mr. Alfree also strongly suggested that the Trust install a fence to eliminate future disputes and concerns regarding the border between the parkland and the private property.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

Ms. Ross said that the Progressive Club has not yet provided further information on their programming for consideration in making a grant decision. The original request was for major capital improvements, but the Committee is recommending a smaller amount, to be applied to reimbursement of utility bills rather than capital costs. As a side note, the NC Police have opened a substation in Dobbinsville, and Chief McDerby asked if perhaps the Progressive Club would be interested in provide tutoring services at that location. Ms. Ross will inquire.

Mr. Viola asked about the status of the proposed oral history project. Mr. Cannon at the Courthouse outlined the steps: assemble a list of names, have an introductory meeting with the subject, conduct the audio-taped interview, and transcribe the interview. Don Reese had suggested some names and there was lengthy discussion of other prospective interviewees.

PROPERTY MAINTENANCE COMMITTEE/PENN FARM – Mr. Viola reporting.

Fire and security monitoring has been reinstated at the Farm after the recent interior demolition, and wireless fire alarms will now be installed in both barns. Mr. Viola discussed the possibility of the Trust earning a 30% state historic preservation tax credit on certain qualified expenditures, including work already completed (e.g. Old Library roof). As a tax-exempt organization, we would not be able to benefit directly, but the credits can be sold, sometimes at a premium.

FINANCE COMMITTEE – Mr. Gallagher reporting.

Mr. Gallagher recapped the reports given by PNC Bank and Nicholson Associates at the quarterly meetings on February 2. Our investments are performing well. Mr. Wilson asked to table the consideration of the budget until the end of the meeting.

ELECTION COMMITTEE – Mr. Gallagher reporting.

Election to fill Mr. Peden's seat will be Saturday, September 17. The vacancy will be declared in May.

LIBRARY COMMITTEE – Mr. Viola reporting.

Challenge grant has already borne fruit. Michael Moskovis, New Castle resident who previously served on the Library Board, has volunteered to champion the campaign to sell the engraved bricks for the Tribute Garden. Also, the first cash donation was received under the challenge as a direct result of the article in the New Castle Weekly. The Campaign Committee met with the Longwood Foundation to brief them on the new challenge effort, and will reapply for another round of funding.

OPEN SPACE – No update.

BY-LAW COMMITTEE – Mr. Gallagher reporting.

Committee will meet Thursday March 3.

BATTERY PARK COMMITTEE – Mr. Castagno reporting.

The Committee reviewed a request from Pencader Charter School to use the tennis courts one afternoon a week from March to May. This request was shared with the Friends of the Battery Park Tennis Courts. Mr. Castagno moved, and Mr. Viola seconded, to grant the request of Pencader Charter to use the Battery Park tennis courts again this year. Motion carried. Mr. Meek said that it would be useful to have a “tennis wall” (practice rebounding wall). Mr. Castagno said that this has been considered and that a wall was there at one time. The Friends group will be asked for input.

OTHER COMMITTEES

Archives – Ms. Fiske

Two large map cases were purchased very inexpensively at the Habitat for Humanity Store. We are working on a storage plan and layout including a built-in work table.

Grant Research Committee – Ms. Fiske

Two potential grantwriters have been interviewed so far. It is anticipated that \$2,000 would allow for a good start on a first round of grant applications. (Once the grantwriter gains a basic understanding of the Trust and its activities for the first application, subsequent efforts would require less time.) During the course of the interviews, Ms. Fiske and Ms. Ross were encouraged that our projects were good candidates for grant funding, and the interviewees made a number of suggestions about ways to maximize effectiveness.

Nominating Committee – Mr. Alfree

Mr. Alfree moved to approve the below slate of officers, as distributed in February, for the April 1, 2011-March 31, 2012 term:

President:	Thomas H. Wilson, Jr.
Vice President:	Carlo Viola
Secretary:	Michael J. Alfree, Sr.
Assistant Secretary:	Gregory T. Yacucci
Treasurer:	Richard M. Appleby, Jr.
Assistant Treasurer:	Fred G. Gallagher, Jr.

Mr. Castagno seconded; motion carried.

Mr. Alfree then moved that the committee assignments for the upcoming year be approved, per the list prepared by the Nominating Committee at their meeting January 17, and distributed prior to the February meeting. Ms. Fiske seconded; motion carried.

Mr. Wilson then said that he is assigning Mr. Castagno to be the liaison and point of contact for communicating with the future tenant at Penn Farm and bringing information to the Board.

COMMUNICATIONS

- Letter from New Castle County Land Use - address of the Wilmington Trust Drive-Thru has been changed from 732 to 700 Ferry Cut-off, to better conform with the 911 system of addresses.

BUDGET REVIEW

Mr. Wilson then asked Mr. Gallagher to review the fiscal year 2012 budget as proposed by the Finance Committee. Maintenance, Building Repairs, Battery Park, City Appropriations, and Capital were approved. Under Administration, grantwriting and archive expenses were delineated as distinct components, but the net amount was not changed.

Under Contributions, after discussion, Ms. Ross moved to restore \$1,000 to the St. Anthony's Day Celebration Committee; motion approved. As to the Senior Center, initially Trust support was to be for the start up of the program only, but they have continued to request funding for the van driver and expenses. It was agreed to continue to fund this specific function, but to revisit the need for assistance in the future. Mr. Wilson noted that it had come to his attention that the Buttonwood School Museum has requested assistance for utilities. Ms. Ross recommended that they apply next year under the regular process. (Mr. Viola noted that there is a possibility that Municipal Services may be able to help Buttonwood with this.)

Mr. Wilson said that, barring us finding out a compelling reason otherwise, the Good Will Fire Company should be moved from the City Appropriations category to the Contributions page. Mr. Gambacorta asked why the Fire Company request jumped from \$85,000 to 120,000. Mr. Castagno said this funds two fulltime EMS people. Mr. Taylor gave the historical context of the trade-off the Fire Company made when they decided to remain at the current location, e.g. they do not have a social hall to rent out for events and earn revenue.

Mr. Gallagher then moved to approve the budget as presented by the Finance Committee and amended. Mr. Viola seconded. Motion carried.

Mr. Alfree moved to convene in Executive Session to discuss a matter of potential litigation. After reconvening in regular session, there being no further business, the meeting was adjourned at 9:10 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

**Trustees of the New Castle Common
Meeting Minutes
April 5, 2011**

Present: Messrs. Wilson, Alfree, Appleby, Castagno, DeAscanis, Gallagher, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross; Mr. Taylor, Esq., and Ms. MacDonough, Executive Secretary. Also, Mrs. Mimi Carpenter, New Castle Weekly and Ms. Jean Norvell of the Historic New Castle Alliance. Absent: Mr. Gambacorta.

The monthly meeting of the Trustees was held on Tuesday, April 5, 2011 at 7:00 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order, followed by a moment of silence.

Business from the Floor: Ms. Norvell of the Historic New Castle Alliance presented a proposal for landscaping and other improvements to the mini-park at 5 East Second Street. She said that with better visibility and some amenities it would make a good orientation and information center for visitors as they begin touring the historic district. Mr. Wilson assigned this request to the Outreach Committee.

Calendar: Reminder that the Trustees will have a registration table at the City Election on April 9. All Trustees are invited to the April 8 Civil War Exhibit preview at the Old Library.

Minutes:

The minutes of the March 1 meeting were approved with the following clarification by Ms. Ross: that \$2,000 in the administrative line item is specifically earmarked for grant writing expenses.

Executive Secretary's Report:

Scholarship checks for the second semester have all been disbursed. In future the deadline for receipt of fall semester grades will be more strictly enforced, to prevent undue delays in getting the spring checks out. We have received inquiries/applications from eight or nine high school seniors who hope to enter the program next year. The deadline for applications for the 2011-12 school year is April 8.

Treasurer's Report: Mr. Appleby.

The Treasurer's Report for March was approved as submitted. There will be a final version of the March 31, 2011, report published to reflect the end of the fiscal year. Mr. Appleby said we are ending the fiscal year in a positive position. Mr. Alfree and all in attendance welcomed Mr. Appleby back to Board meetings after his extended medical absence.

PROPERTY DEVELOPMENT COMMITTEE REPORT - Mr. Alfree.

Mr. Alfree reported that he was elected to continue as chair for the coming year. He then asked for an Executive Session to discuss a matter of real estate negotiation.

Air Base Carpet Mart: Documents have been signed and filed with the County regarding tenant's plans for a building addition. Tenant does not intend to go forward with construction at this time, but plans must be refiled periodically to keep application viable.

DelDOT Requests: (Air Base Carpet Traffic Camera, Burger King Light Pole, School Lane Easement) DelDOT called to say they are revising all legal documents and they will be putting these requests on hold until this process is completed. In the interim we will continue to informally work on obtaining tenant agreement with the respective plans.

Stormwater Maintenance/Easements: We have received the Operations & Maintenance manual for the pond at the Farmers Market, and the Conservation District is now completing the one for the Amazon site. These manuals will be attached to the easement agreements to be signed by the tenants. Mr. Alfree requested that this issue now be assigned to the Property Maintenance Committee.

Wilmington Trust/M&T Bank: We have approved assignment of the drive-thru bank lease from Wilmington Trust to M&T Bank, and also have provided various information requested by M&T's leasing department. (Nothing further will be required until plans/graphics for new signage are submitted for approval.)

New Castle Family Care: Dr. James has asked us to approve a change in the sublease at that location. The Cardiology Consultants group is affiliating with Christiana Care and changing their name. Mr. Alfree moved to approve the amendment of the sublease to designate the sublessee as Christiana Care Health Services, Inc. Motion carried.

Appraisals: We have a proposal from Gary Parker, Advisory and Appraisal Associates, to perform appraisals for the Shell Station at 104 N. DuPont Highway and for the Twin Spans Business Park (Harvey Hanna & Associates) access road. These appraisals need to be performed so that we can give the respective tenants nine months' notice on what their new rental rates will be. Similarly, an appraisal for Milex is due in June, however since this is a special case Property Development is recommending exploring a percentage increase with the tenant, instead of an appraisal-driven increase.

Encroachment Letters: No update.

Marini Encroachment: Brickwork appears to be completed. The requested License Agreement was signed and insurance certificate was received in our office.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

Committee has not yet met to elect a new chair. Ms. Ross has followed up with the Progressive Club about having them update their nonprofit tax filing. She also passed along the suggestion that some of their tutors might want to volunteer at the new Dobbinsville police substation.

PROPERTY MAINTENANCE COMMITTEE/PENN FARM – Mr. Viola reporting.

Committee met March 31 but has not yet elected a new chair. Mr. Viola mentioned that Preservation Delaware has established offices in the Courthouse. This group has excellent programming on researching and maintaining historic structures. He recommends that the Board consider joining Preservation Delaware at the "Colleague" level of \$150 per year. Mr. Wilson and several Trustees expressed concerns about setting a precedent by joining as an organization, as opposed to joining as individual members. The Trust does not have any corporate memberships similar to this. Mr. Castagno asked if it is the policy that this Board as a group does/does not join other organizations? Mr. Alfree said perhaps we should suggest that a Trustee be put on Preservation Delaware's board. Mr. Viola recommended that this question be revisited next month.

Ms. Ross suggested that one or more interested Board members could join as individuals and bring back information, and Mr. Viola volunteered to do this. Ms. MacDonough said she would ask the Director, Terry Graham, to be put on their mailing list.

FINANCE COMMITTEE – Mr. Appleby reporting.

The fiscal year 2009 audit report is close to completion. The Finance Committee met March 4 to review the draft and had a number of questions, e.g., what is classified as "restricted" vs. "unrestricted," and how future income projections are calculated. Most of the questions were answered at a meeting with Barbacane Thornton on March 16th. Some formatting changes are being made and work is now underway on the fiscal year 2010 report. Research is needed to determine the date funds were moved out of an account at JP Morgan; the balances at that time will be used as a cost basis for the restricted vs. unrestricted fund amounts. These issues do not affect the bottom line of our financial statements, but rather how our financial condition is presented to the public.

ELECTION COMMITTEE – Mr. Gallagher reporting.

Trustees will have a table at the April 9 City Election to register citizens for our voter list. We will have a poster making it clear that this is a separate process from State voter registration. We had to request

permission from the City Board of Elections, chaired by Marianne Caven, and our activities must be clearly separate from the City election voting process.

LIBRARY COMMITTEE – Mr. Viola reporting.

Mr. Viola mentioned that there will be a presentation at the Library April 11 by Yvonne Schafer on American Women Playwrights. Mr. Alfree asked about the use (at night or other non-business hours) of the NCPL parking lot by area residents, and any liability we may assume from tacitly permitting such parking. He suggests that at least we have some “park at your own risk” signs. Mr. Viola said that this issue began when the library board decided to remind neighboring residents that they should not be parking there during library hours. He said also that the Methodist Church and the library have had an informal agreement to allow each other to use their respective parking lots for overflow on occasion. Mr. Taylor said that, in that case, the Church should name us as “additional insured” and vice versa. Mr. Meek asked if there is similar signage on other Trustee-owned parking lots, e.g. at the tennis courts or behind the Post Office. Mr. Wilson said we should review the policy at all Trust properties where people are allowed to park. Mr. Wilson said he will talk with Mr. Taylor and then assign it to a committee.

OPEN SPACE – Ms. Fiske reporting.

Committee has not yet met to elect a new chair. They will follow up on signs for the reduced-mowing areas.

BY-LAW COMMITTEE – Mr. Gallagher reporting.

Committee met on March 3. Work continues on various recommended revisions.

BATTERY PARK COMMITTEE – Mr. Castagno reporting.

No update.

OTHER COMMITTEES

Grant Research Committee – Ms. Fiske.

No update. Two clarifications were discussed. If the \$2,000 budget is exceeded, Committee would come back to Board for approval for more funding. Mr. Taylor said that the Board should approve the specific grants which are to be applied for.

Penn Farm Committee - Mr. Castagno.

Delmarva Power will be removing the aerial power lines which currently cut across the property. They are considering burying lines along School Lane, at their expense. (The cost increment between aerial lines and buried lines could be considered a philanthropic expense.) Service to the house, and exterior lighting at the house and barns, would have to be replaced, and MSC can provide that in buried form also. Delaware Greenways (DGI) is moving forward on agreements with the production farmer and organic seed farmer, and is interviewing CSA farmers. They are developing operational plans for the farm stand and community programming. Mr. Castagno distributed some handouts about DGI's proposal for a \$1,000,000 capital campaign, a suggested programming timeline, and rent comparables.

In response to questions raised last month, Mr. Meek reviewed the style and materials of fences around properties adjoining Battery Park. All cases with one partial exception have fences totally enclosing the portion of the property on the Park. All fences are wood except for the Terry House, which is wrought iron. The fences are mostly either 4 feet or 5 feet high, unpainted pine or other wood like cypress.

Mr. Wilson addressed the concept of hiring Debbie Turner (stenographer for Historic Area Commission and Planning Commission) to take Board meeting minutes, excluding Executive Sessions. After discussion, Mr. Castagno moved to contract with Ms. Turner to take monthly Board meeting minutes. Motion carried

COMMUNICATIONS

- Invitation to press conference with documentary producer Ken Burns on April 28 at 1:45p.m.at the Courthouse, highlighting effort to establish a national park in Delaware
- Update on First State National Historical Park Act of 2011 from Sen. Carper’s office
- Letter from William Barthel, City Council President, thanking Board for 2011-12 grant funding and mutual cooperation between City and Trustees on stormwater and other projects

Mr. Alfree briefly described a book recently given to him by his mother, published by the New Castle Historical Society – “Buildings, Books and Blackboards” -- which outlines Trust expenditures on schools and public works projects in the latter part of the 19th Century. Regular support for schools was discontinued in 1874 in favor of installing the water system for the City, although the Trustees did make some special allocations in later years for school repairs.

Mr. Alfree then moved to convene an Executive Session to discuss a matter of real estate negotiation. Mr. Castagno seconded. Motion carried.

At 9:37 p.m., Mr. Gallagher moved to adjourn from Executive Session and reconvene in regular session. Mr. Viola seconded. Motion carried.

(Note that Mr. De Ascanis and Ms. Ross had left the meeting by this point.)

Mr. Meek moved to proceed with negotiations with Delaware Greenways, instructing them that inclusion of the house in the lease is contingent upon DGI’s meeting fundraising parameters in order to renovate the house according to standards specified by the Board, for use by a tenant farmer as a residence. Mr. Castagno seconded. On a roll call vote, there were 9 Yeas, 0 Nays. Motion carried.

There being no further business, the meeting was adjourned at 9:41 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

**Trustees of the New Castle Common
Meeting Minutes
May 3, 2011**

Present: Messrs. Alfree, Appleby, Castagno, DeAscanis, Gallagher, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross; Mr. Taylor, Esq., and Ms. MacDonough, Executive Secretary. Also, Mrs. Mimi Carpenter, New Castle Weekly, and Mr. Tom Maddux, 117 Harmony Street. Absent: Mr. Gambacorta, Mr. Wilson.

The monthly meeting of the Trustees was held on Tuesday, May 3, 2011 at 7:00 p.m. in the Trustees Room of the Old Town Hall. Mr. Viola, presiding in the absence of Mr. Wilson, called the meeting to order, followed by a moment of silence.

Business from the Floor: None.

Calendar: Open Space and Outreach will have a joint meeting on Wednesday, May 18 at 8:30 a.m.

Minutes:

The minutes of the April 5 meeting were approved as submitted.

Executive Secretary's Report:

We will be transitioning from cassette tapes to digital technology for recording the meetings. Ms. Debbie Turner (stenographer for various City committees) will begin transcribing minutes at the June meeting. Mr. Patel from Barbacane Thornton auditors was on site for four days in April working on the fiscal 2010 and fiscal 2011 financial reports.

Treasurer's Report: Mr. Appleby.

The Treasurer's Report for April was approved as submitted with one change: \$30,200 for the police vehicle should be shown under fiscal year 2011 expenditures.

PROPERTY DEVELOPMENT COMMITTEE REPORT - Mr. Alfree.

Mr. Alfree asked for an Executive Session to discuss a matter of real estate negotiation.

School Lane Easement: No update.

Stormwater Maintenance/Easements: We are still waiting for the maintenance manual for the pond at the Amazon site. A site visit and walk-thru will be arranged with Conservation District representatives, the contractor, and respective tenants at the Farmers Market and Amazon.com ponds.

Marini Construction Encroachment: This phase is now completed, and the Marini property fence issue will be handled by the Battery Park Committee.

DelDOT Requests: (Air Base Carpet Traffic Camera, Burger King Light Pole): On hold per DelDOT.

Wilmington Trust/M&T Bank: Waiting for specs for new M&T signage. A letter was received from M&T informing us that they will exercise their seventh (and final) five-year lease option, covering 9/1/11 – 8/31/16. The new rent amount is governed by a schedule in the lease, so no appraisal is necessary.

Appraisals: Gary Parker, Advisory and Appraisal Associates, has completed an appraisal for the Shell station at 104 N. DuPont Highway and recommended a new lease rate. We will be informing the tenant of the proposed increase, and they have 60 days to respond if they wish to object. Mr. Parker is also working on an appraisal for the Twin Spans Business Park access road and will be consulting with Mr. Taylor, as this is an unusual type of lease. An appraisal for Milex is due next month; however Property Development has recommended using a percentage increase method instead, so this approach will be proposed to the tenant.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

Ms. Ross will chair the Committee for the coming year. The Committee is working with the Historic New Castle Alliance on nature and timing of improvements to the mini-park at 5 E. Third Street. A written proposal was received from Jamie Stewart of the HNCA. Because there are encroachment issues to be resolved, the first steps will be cosmetic only. Mr. Maddux mentioned that bicycle racks might be one future amenity for the area.

Ms. Ross then moved to permit the Historic New Castle Alliance to “adopt” the mini-park and go forward with painting the fence and signboard and installing planters. Motion carried.

A reception for City and MSC officials is being explored, possibly in the form of a barbeque at the Penn Farm, tentatively on June 29th, 6:00 – 9:00 p.m., which could include an appreciation event for various Trust volunteers. Delaware Greenways should be included in the planning for this.

Mr. Wilson is working on a PowerPoint presentation about the Trust that could be used as a basic module to accompany any Board member who had occasion to speak to groups and organizations. Ms. Fiske said that another proposal is to invite the new City Council and the MSC board at 6:30 p.m. prior to the June Board meeting, to refresh them on the Trust mission and structure.

PROPERTY MAINTENANCE COMMITTEE/PENN FARM – Mr. Viola reporting.

Mr. Viola will chair the Committee for 2011-12. Mr. DeAscanis coordinated obtaining detailed measured drawings of the interior of the Penn Farm farmhouse. These are needed to help guide future renovation, but also as formal documentation should a catastrophe occur. The draftsman, Albert Woodward, also made some constructive suggestions about improving the amenities/infrastructure in the house.

Mr. Castagno said he is expecting proposals from Delmarva Power regarding relocating and burying the power lines. They are moving forward with switching the water service from Artesian to MSC. Fire alarms have now been installed in the barns. The farmstand has been cleaned and improved in anticipation of operating this season. Work on the fields in preparation for planting is continuing. Some drainage issues arose, and they are being resolved with the guidance of the USDA Natural Resources Conservation Service.

FINANCE COMMITTEE – Mr. Appleby reporting.

Mr. Appleby reported on the April 27 investment quarterly reviews. Don Nicholson Jr. met with the Committee; for PNC Bank, Rich Fiedorek called in on a conference call. The portfolios have at last recovered essentially all the ground lost in the 2007 economic crash that reduced Trust investments by about 37%. Both institutions are cautiously positive and are performing well compared to the financial indexes. Both representatives said that the rest of 2011 may not be as strong as the first quarter. There are many economic variables at play, but the mix of equities vs. bonds, and the composition of funds within those categories, are being carefully monitored.

ELECTION COMMITTEE – Mr. Gallagher reporting.

Mr. Gallagher formally declared the election to fill the vacancy caused by the expiration of Gregory Peden’s term. The election will be held Saturday, September 17 from 10:00 a.m. to 6 p.m. at the Good Will Fire House.

The Trustee Voter List registration drive at the City election April 9 went well, yielding over 100 new registrants. Ms. Fiske, Ms. Ross, Mr. Meek, Mr. Viola, Mr. Alfree, and Mark Zitz helped out. The City election workers were extremely supportive. It was a good opportunity to educate residents and we gained voters from some of the newer areas, e.g. Boothhurst, the Washington Street apartments. We will be holding special registration days, but we should seek out other opportunities to have a presence at City events, and include regular notices in the Weekly.

LIBRARY COMMITTEE – Mr. Viola reporting.

It was recently brought to the Committee's attention that filters and components of the new geothermal system at the NCPL need to be changed and inspected quarterly. This information was not clearly conveyed by the contractors to us or the Library staff. The Committee was working on requesting service contract proposals for annual maintenance of the system, but had assumed that it was under warranty in the first year of operation. National HVAC (which has the maintenance contracts on Town Hall, the Fire Station, and the Old Library) will be brought in to attend to the immediate need – there are more than 20 filters in the system. The Committee recommends that we sign a one-year contract with National. The geothermal system is extremely energy-efficient, but routine maintenance is critical. Next year competitive bids will be sought. Mr. Viola also reported that the Library and the Methodist church pastor have been communicating about parking lot usage.

OPEN SPACE – Ms. Fiske reporting.

Ms. Fiske will be Committee Chair for 2011-12. They are following up on signs for the reduced mowing areas.

BY-LAW COMMITTEE – Mr. Gallagher reporting.

Mr. Gallagher described some sections of the By-Laws that need work. He hopes to propose some of the noncontroversial changes before the summer break. He asked that Board members submitting revisions provide suggested draft wording so that the intent of the change they propose is clear.

BATTERY PARK COMMITTEE – Mr. Castagno reporting.

The Committee met with Andrea Trabelsi, Delaware Greenways staff member who is coordinating the Wellness Grant with the City of New Castle. There is now grant funding available for establishing a non-smoking area in the Park, specifically the children's play area.

Mr. Castagno moved to approve the identification of boundaries for a proposed non-smoking area in Battery Park, and the submission of an application for grant funds to the State Department of Health & Social Services. Motion carried.

COMMUNICATIONS

- Notice of May 24 hearing by DelDOT on planned intersection improvements along Ferry Cut-off from Delaware Street to Sixth Street.

Mr. Alfree then moved to convene an Executive Session to discuss a matter or real estate negotiation. Motion carried.

At 9:02 p.m., Mr. Alfree moved to adjourn from Executive Session and reconvene in regular session. Motion carried.

Mr. Alfree moved to schedule a Special Meeting of the Board on Tuesday, May 10, 2011 at 7:00 p.m., to be held solely for the purpose of voting on the proposed lease with Delaware Greenways, Inc.; all comments and other input on lease content to be submitted to Mr. Alfree and Mr. Taylor by Noon on Friday, May 6, 2011. Mr. Appleby seconded. Motion carried.

There being no further business, the meeting was adjourned at 9:05 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

**Trustees of the New Castle Common
Meeting Minutes**

Special Meeting – May 10, 2011 – Penn Farm

A special meeting of the Trustees was held on Tuesday, May 10, 2011, at 7:00 p.m. in the Trustees Room of the Old Town Hall.

Mr. Wilson called the meeting to order and announced that the purpose of this special meeting was to consider and vote on the proposed lease for the Penn Farm. The agenda may include additional items as needed, including Executive Sessions.

Present: Messrs. Wilson, Alfree, Appleby, Castagno, DeAscanis, Gallagher, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross; Ms. MacDonough and Mr. Taylor. Absent: Mr. Gambacorta.

Mr. Wilson turned the meeting over to Mr. Alfree, who immediately moved to convene in Executive Session to discuss the matter of real estate lease negotiation.

At 7:16 p.m. Mr. Alfree moved to reconvene in regular session. Motion carried.

Penn Farm Lease Agreement

Mr. Alfree moved to approve signing of the lease agreement between the Trustees and Delaware Greenways, Inc., specifically the final version dated May 9, 2011. Mr. Yacucci seconded. The vote was taken by roll call with results: Yea – 11; Nay – 0.

Several members voiced their thanks to Mr. Alfree and Mr. Taylor and to all who contributed to the final document.

Other Items

- Parks Maintenance – general discussion about the organizational structure of public works and the Trustee-supported maintenance workers, and other options for better managing this function. Mr. Wilson summarized the history of the current arrangement. He then suggested scheduling a tour of all properties by Open Space and Property Maintenance chairs to evaluate current conditions, to be followed by an analysis of alternatives for performing this function.
- Outreach – Ms. Ross updated the Board on improvements to the mini-park. Also, she received a request from the operator of the Ice Cream Corral to use the medical center complex land and parking area for a periodic car cruise event; he will be asked to send a letter.
- Property Maintenance – Short discussion of two improperly parked vehicles.

There being no further business, the meeting was adjourned at 7:45 p.m.

Respectfully Submitted,

Kathleen MacDonough
Executive Secretary

Trustees of the New Castle Common
Meeting Minutes
June 7, 2011

Present: Messrs. Wilson, Alfree, Appleby, DeAscanis, Gallagher, Gambacor/ta, Viola, Yacucci; Ms. Fiske, Ms. Ross, Mr. Taylor, Esq., Ms. Deborah Turner, Stenographer, Ms. MacDonough, Executive Secretary. Also present, Mrs. Mimi Carpenter of the New Castle Weekly. Absent: Messrs. Castagno and Meek.

The monthly meeting of the Trustees was held on Tuesday, June 7, 2011 at 7 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order followed by a moment of silence.

Mr. Wilson recognized several Trustees for their service to the Trustees of the New Castle Common. As of June 2, 2011 Mr. Appleby has served as a Trustee for 38 years; Mr. Alfree has served for 7 years as of June 19, 2011; Mr. Castagno has served 5 years as of June 10, 2011; lastly, Mr. Wilson has served as a Trustee for 17 years.

Business from the Floor: Ms. (Margaret) Hassert appeared before the group. She has been chair of the scholarship committee for approximately 15 years and will be stepping down from that capacity. She will remain on the committee. Ms. (Wynne) Mund will be assuming the duties of chair. Ms. Mund has served as co-chair and stated she is looking forward to this challenge. Ms. Hassert reported that Mr. (Bernard) Pinkett will be stepping down from the scholarship committee.

Mr. Alfree noticed the Finance Committee is asking for additional monies and asked the scholarship committee what their plans are for those monies. Ms. Hassert said expenses for students (books, etc.) are increasing constantly. She would like to have an additional \$15,000 for next year's program (May 2012). Mr. Alfree made a recommendation that the Finance Committee revisit and possibly make this change in September.

Ms. (Regina) Marini congratulated the Trustees recognized earlier. She grew up in New Castle and wants to return to the city and be a good neighbor to the Trustees. Her name and house have been a topic of discussion for over 13 years. She stated she has worked hard to follow all the rules of the city and Historic Area Commission. She requested she be treated fairly and be involved in any discussion about her property. She chose not to sell her property to the Trustees years ago and does not want that decision held against her. When contractor scaffolding was put up it was noted the Trustees would construct a fence around her property. She questioned the need/purpose of a fence and if this is practice on all properties that border Trustees property. According to Mr. Wilson the fence issue was moved to the Battery Park Commission. He will have Mr. Costagno contact her upon his return.

Mr. (Robert) Appleby gave an update from the Municipal Services Commission (MSC). The Dobbinsville substation is in operation. The Wilmington substation is being repaired and will take another month. At that time they can run off either substation. At this time everything is running out of Dobbinsville. They have spent \$1 million on the water treatment plant upgrade and another \$1 million in repainting the water tanks. They borrowed \$7 million for the substation and everything else has been done out of reserves. Their personnel condition is

good. They have a problem with iron in a water line in Buttonwood. Three (3) residents are being provided with water. To reline the pipe the cost will be about \$300,000. To replace the line would cost about \$700,000-\$800,000. Another issue for the future is well production. At this time peak demand is 600,000 gallons per minute (gpm). If everything is developed in the next five years we are looking at 800,000 gpm. They are looking for another well site so if a well fails they will be able to service their customers. They are looking at trying a test well at the Penn Farm and request permission to do same. They are optimistic of finding good water at this site because of its proximity to the well at Route 273 and School Lane and could run a line to the water treatment plant on School Lane. They would require an area of about 50 feet by 50 feet for the test well. Cost for a test well will be approximately \$30,000. They would like to do the test during the summer.

It was suggested MSC submit their request in writing. The Trustees has a signed lease with Delaware Greenways that impacts its decision.

Mr. Appleby assured Mr. Taylor there would be no impact on the farming on the property (fertilizers, pesticides). The farmer has expressed interest in putting in an irrigation well on the property. Mr. Appleby informed a well cannot be installed in the City of New Castle. (Brief discussion followed.) A written request will be forwarded to the lessees.

Mr. Alfree would like information about anticipated developments/expansions in the city shared with City Council so they better understand the impact more building and annexations will have on city resources. Ms. Fiske suggested the Planning Commission also be provided the information.

Ms. Turner was introduced to the members. She will be responsible for minutes of monthly Trustee meetings going forward.

Monthly Calendar: Mr. Viola informed there will be a Property Maintenance Committee meeting on July 6, 2011 at 8:30 a.m. Ms. Ross reported there will be an Outreach Committee meeting on the fourth Tuesday of each June and July and possibly August at 6:30 p.m. unless it is determined unnecessary. Ms. Fiske noted Ms. Ross is not shown as being part of the Open Space Committee. (*Ms. MacDonough informed Ms. Ross was not officially on the Open Space Committee according to the Nominating Committee's list.*) She added that Mr. Gallagher is willing to serve on this committee. She suggested a joint meeting of the Open Space and Outreach committees in June and July. Mr. Alfree informed the next Finance Committee meeting will be held on Wednesday, July 27, 2011, at 4 p.m. and will involve the bank quarterly reviews.

Minutes: The minutes of the May 3 meeting and May 10 special meeting were approved as submitted. A motion was made and seconded to approve the May 10 special meeting minutes as submitted. The minutes were approved.

Mr. Appleby questioned the location of the park noted in the May 3 meeting minutes. Ms. MacDonough clarified the location should read "5 East 2nd Street."

A motion was made and seconded to approve the May 3 minutes as amended. The minutes were approved.

Executive Secretary's Report: Ms. MacDonough reported the purchase of Olympus digital recording equipment for Trustees meetings. She will enlist input from Ms. Turner regarding file hierarchy in the office. Concerning the FY09 audit, one item is needed to finish this audit. The final draft was revised. The Finance Committee can approve it now. The Trustees will receive the final draft of FY09, the rough draft of FY10 and FY11 through March 2011.

Encroachment letters and hazardous material letters – Ms. MacDonough informed she learned the encroachment letters went to a limited list of property owners with boundaries next to Trustees properties and wants to make sure all parcels and property owners are sent the letters.

Treasurer's Report: Mr. Gallagher inquired if PNC is providing interest and dividends to us. Mr. Appleby confirmed they have been.

A motion was made and seconded to accept the treasurer's report as submitted.

PROPERTY DEVELOPMENT COMMITTEE REPORT – Mr. Alfree reporting.

Airport Easement – The Delaware River and Bay Authority (DRBA) gave a short presentation concerning a flight pattern the federal government requires on height clearance. Specifics about height clearance was not available but it does involve five trees needing to be removed on Trustees property. The two properties are the Korean church and Mylex. They would remove the trees and the Trust picks what tree is planted in its place. The DRBA would be granted an easement that prevents any building from being constructed in the space going forward. They would pay us a fee in return. Mr. Gallagher asked if there isn't a height restriction already in place. Mr. Taylor said the Trust was paid an aviation agreement a few years ago. FAA regulations now require a wider clear zone. This is not an expansion of the airport or change in any flight patterns. There are 93 parcels included in this area, two of which are Trustee properties. A map provided by the DRBA was circulated. We will also be negotiating the price of the easement and have encouraged the DRBA to talk to our tenants. Mr. Appleby noted the DRBA has condemnation rights. Official documents should be received by our September meeting. Mr. Alfree informed an appraisal has been done and a quote provided. We also had a recent appraisal done and believe the quotes are close.

School Lane Easement – No update.

Encroachment Letters – The committee's recommendation is to develop a generic letter that Ms. McDonough can send to all properties that are adjacent to Trust properties.

Mr. Alfree made a motion to approve sending a form letter to all properties that are adjacent to Trustees properties to put them on notice of both hazardous materials and encroachments.

The motion was seconded. Mr. Gallagher asked if the letter is appropriate since we may be asking some properties to make adjustments. According to Mr. Alfree those letters will be handled separately but their immediate concern was getting on record with the encroachment letter. The letter will include language reserving the right to request adjustments such as fence removal. (Discussion followed about property markings on Trust properties.)

The motion was approved. Mr. Wilson will act as the “point person” for questions that may be generated from the encroachment letter mailing.

Property Survey -- Another property survey is in order. Vandemark and Lynch has done the previous survey and are highly regarded in the City of New Castle.

Storm Water Ponds – We are still working on the easement agreement for the Trader Lane pond. The other pond may be similar. They hope to have a site visit over the summer.

Penn Farm Lease with Delaware Greenways – We have a signed lease with the Penn Farm.

Wilmington Trust Drive-Thru – Mr. Alfree made a motion to approve the request from M&T Bank to change signs at the branch at Ferry Cut-Off. No major changes anticipated. The motion was seconded and approved.

Shell Station Rent Increase – We have sent the appraisal to the tenant and they have 60 days to respond.

Twin Spans Rent Increase – We have the appraisal and will forward to the tenant for consideration. It contains an increase and the new term will be February 1, 2012 to January 31, 2017.

Mylex – When considering lease changes we typically follow an appraisal/percentage increase/appraisal system. We are working to adjust this lease from an appraisal/appraisal/appraisal system. We are trying to work with the tenant to change the lease to a percentage the next five years. Mr. Taylor will speak with the tenant.

Bootless Art Works – They have expressed interest in one of our properties in the area of the Bellanca hangar. The letter was received late and they will be informed the matter will not be addressed until September.

City of New Castle – The City has a property at 19 Arbutis Avenue they are offering to the Trustees for sale. The Property Development Committee recommends that we notify the City the Trustees are not interested in purchasing this property.

A motion was made and seconded to send a letter to the City indicating the Trust is not interested in purchasing the property. The motion was approved.

Test Well – A motion was made by Mr. Alfree to grant permission to MSC to dig a well at the Penn Farm without an official letter in place so long as the appropriate documents are correct. A phone agreement with the members of the Property Development Committee and Mr. Wilson would be acceptable. We would need to work with Delaware Greenways. The motion was seconded and approved.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

Following up on the mini park on Second Street, Ms. Ross emailed an explanation of our encroachment problems and suggested planters in the short term until some issues with encroachment have been resolved. They can paint the fence if they like. No response to date.

BBQ at the Penn Farm on June 29, 2011 -- Invitees would include MSC and the City and volunteers that both groups have. Mr. Wilson has spoken to City Council President Barthel and both have concerns surrounding the Freedom of Information Act (FOIA). MSC will only invite their three commissioners. He suggested the Trustees pay for the event this year and MSC can fund the next event. Mr. Taylor then provided an overview of FOIA. The Trustees of the New Castle Common is governed by three areas of law: trust law, incorporation law, and the Trust is a quasi-governmental body because of some of the functions it fulfills, and Trustees are elected. Issues being discussed and how they are being addressed determine which law is applicable. Mr. Taylor provided lengthy information/history on the laws mentioned, how they impact the Trust, and how they tie into FOIA. Taking into consideration the history of this body and future Trustees, current Trustees need to decide whether they want to be covered by FOIA. The question was asked if it is decided we want to be an open organization and adhere to FOIA would there be a way to make that decision permanent. Mr. Taylor said a court may need to decide whether the Trust is covered by FOIA and reminded that the Trust has been operating for years as though it is covered by FOIA.

He further stated if the Trust were to make a policy decision indicating what the legal technicalities may be, and believes it is covered by FOIA and will continue to conduct themselves accordingly, that would help resolve the issue.

The question of how the bylaws factor into the charter was raised. There is a provision in the charter dating back to the 1700s that makes it clear that the drafting of and approval of bylaws is within the control of this body. There are a couple things the Trust could do with its charter. First, the general corporation law allows indemnification language to be included in a certificate of incorporation saying that if there was a lawsuit involving you as an individual Trustee, the Trust as a corporation could indemnify you, unless you willfully did something to hurt the Trust. He thinks this is an advisable action. Another matter is concerning conflict of interest. Within the Trust Act of 2000 trusts were allowed to pass modifications to their fiduciary duties as a Trustee. Conflict of interest policies could be raised to the point of amendment of the certificate of incorporation providing further definition of duties of a Trustee.

Mr. Gallagher expressed frustration with FOIA. The Trust wants to operate as efficiently as possible and stay covered by FOIA. The intent of the law is not to prevent us from thanking volunteers at a gathering at the Penn Farm.

Mr. Taylor informed the Attorney General's Office suggested making a public announcement before the event begins that no public business will be conducted by any committee, commission or Council members. Mr. Wilson would like to look into an ad hoc committee to deal with FOIA at a later time.

A motion was made and seconded that the Outreach Committee proceed with an appreciation BBQ at the Penn Farm on Wednesday, June 29. The motion was approved.

Ms. Ross will need to know guidelines associated with cost and an approximate head count. She has been in contact with a local food vendor and a decision will be made soon. Mr. Wilson is working on a Power Point presentation for the event.

Ms. Fiske asked when we would meet with City Council. Mr. Wilson suggested they be invited to our September meeting. This would keep us in compliance with FOIA.

PROPERTY MAINTENANCE COMMITTEE REPORT – Mr. Viola reporting.

He reported on a couple of unresponsive roofers. One owes warranty and inspection repair work at the medical center and the other involves warranty work at Good Will Fire Co. Mr. Taylor will prepare correspondence to both reminding them of their obligations.

Mr. Thatcher is working with (Bob) Rizzardi to do some tree trimming on Battery Park. This is a result of concerns about safety in the area of the fireworks that were expressed by the Separation Day Committee. This work will be done in time for Separation Day.

Permission has been granted to the hot dog vendor to move his cart from the river side of the walk to the other side of the walk because the area where Delaware Street meets the walk is in need of repairs to the bulk head. There is a safety concern with someone stepping into a hole (where the park meets the bulkhead).

Mr. Appleby reported a recent emergency in Bull Hill with the tide gate malfunctioning. The gate could not go up or down. Mosquito Control did not call the Trust resulting in inaccurate work being performed. The contractor the Trust uses (Philadelphia Controls) was ultimately called in and worked on the mother board to activate the motor to power the gate. This work is not covered under warranty. Two bills were generated as a result. An electrician bill totaling \$1,931 was sent to the City for payment and will likely be returned to us. Philadelphia Controls has submitted a bill for \$2,250. After the tide gates were repaired the signal that tells where the gate is located stopped working. Rather than install another board we can change the software at a cost of about \$400-\$600. Mr. Appleby believes we should change the software. He also recommended we pay the bills for expenses incurred. Going forward Mosquito Control knows to contact the Trust about tide gates.

Storm Damage -- Multiple bids were sought to do work on the loss of rip rap and holes on the walkway in the Battery Park. One bid was submitted from Cirillo Brothers. Details of repairs to the walk were provided and the work will cost \$5,950. Details of the rip rap work were provided with the cost estimated at approximately \$17,300. Mr. Appleby recommended going

forward with this repair work performed by Cirillo Brothers. He added this is not a permanent solution citing the unpredictability of the river.

A motion was made by Mr. Appleby to go forward with the repairs to the walkway and rip rap work being performed by Cirillo Brothers. The motion was seconded and approved.

Mr. Appleby noted the area at the beginning of the walk at the Delaware Street wharf is starting to deteriorate. He described the work being suggested. The estimated cost is approximately \$81,896. He recommends not doing this work at this time and to get more quotes. Discussion about options to help pay for long-term work followed. Mr. Appleby cited the dike work being projected for the City and funding the State may use for dike rehabilitation in the future. He cautioned against investing too much money on rip rap where the sand is located because it could change.

FINANCE COMMITTEE REPORT – Mr. Appleby reporting.

On the second page of the budget the police car is shown as a draw down; it is actually last year. Investments continue to be down. We budgeted \$140,000 for the storm water project and he understands they want to draw the entire amount this year over four quarters. We are also holding \$190,000 in PNC for this project. If that money is requested he objects to giving the monies upfront and supports paying over 20 quarters. Discussion followed. An invoice will be needed when monies are needed.

It is unknown at this time how much we will need for the Penn Farm. We estimated \$35,000 that we thought we might expend last year that has not been used.

ELECTION COMMITTEE REPORT – Mr. Gallagher reporting.

We will be lining up volunteers for the upcoming elections. Mr. Maddox has tentatively withdrawn his candidacy. No written statement has been received to date, which is required by our bylaws. Ms. McDonough has written an article for the New Castle Weekly and would like to publish articles throughout the summer on topics such as qualifications to be a voter and a candidate. She spoke about hours and times being proposed for evenings and Saturdays. The idea is to keep up the momentum through small bits of information in the New Castle Weekly each week. Candidate forums will not be run until later in the summer. Mr. Wilson does not believe extended hours during the summer is warranted. Ms. Ross suggested registration reminders be published and to call the Trustees office with questions rather than schedule evenings and Saturdays. Mention was made about providing transportation to the polls for elderly residents. This is the responsibility of the candidate. Residents who need to register do not need to come to the Trustees office. They can approach Trustee members and appropriate forms will be available in the Trustees office and will also be emailed to Trustees. The resident's I.D. must be witnessed. It was noted there is a need for knowledge about Trustee elections versus City elections. Posters containing general information can be posted at any time as they do not contain candidates' names.

LIBRARY COMMITTEE REPORT – Mr. Viola reporting.

He followed up on the concept of the challenge grant matching contributions dollar for dollar.

They hoped to get additional funding from Longwood Foundation. An extensive outreach effort with Longwood was made because of our status as a contract library and funding for contract libraries versus New Castle County libraries is less. Longwood decided to remain with their \$600,000 maximum contribution to any library project. They appreciate the support given by the Longwood Foundation. The support given to the capital campaign effort is also appreciated. We have received some additional contributions as a result of the challenge grant campaign. Mr. (Mike) Moskovis was impressed with the challenge grant program and has contacted the library about reenergizing the tribute brick campaign. Over 500 letters were recently sent out to people who may be interested in leaving a message of support for the library. Landscaping is planned for the tribute garden. The garden contains approximately 1,400 bricks. He urged all the Trustees' to support the library. The library board has requested the City contribute \$36,000 of operating funds for the library in the next budget year.

There are two sidewalk and handicapped ramp issues the library has agreed to correct. He met with a contractor about the work which will put them in full compliance with the major ADA issues they had.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

She has ordered signs for the fields along Route 9 going south that identify them as “green initiatives.” Mr. Wilson would like to revisit the Dobbinsville fields during the summer. She asked for clarification whether Ms. Ross and Mr. Gallagher are on the Open Space Committee. Mr. Wilson suggested she give Mr. Alfree some time to go over records.

BYLAW COMMITTEE REPORT – Mr. Gallagher reporting.

He emailed (5/28/11) a review of several proposals to Trustees within in the ten days required by the bylaws. Article VIII, page 15 addresses resignation and Article IV, page 16 addressing failure to attend meetings – in both sections delete the words “at once” and allow us to do what we are already legally doing. The rationale is to bring us in compliance with what we are currently doing.

A motion was made and seconded to delete the words “at once” in Article VIII and Article IV. The motion was approved.

Mr. Taylor noted this is a charter change that requires a vote of all Trustees. If everyone signs off on documentation as a unanimous action another meeting is not required. The documents will be available in Ms. MacDonough's office. It was suggested the indemnification matter be handled at the same time. The ad hoc committee can address charter changes. He will submit the paperwork with the Secretary of State's office in Dover. More discussion about charter changes and bylaws changes followed. Mr. Gallagher will prepare a write up deleting the words noted from the charter and submit page 74 of the blue book for full Trustee approval.

Mr. Gallagher then referred to Section I -- absentee ballots and registration. He proposes inserting the language, “All persons otherwise qualified to vote in any Trustee election may apply for an absentee registration as provided by this bylaw.” Delete the text “who are temporarily absent from the City of New Castle because of the nature of their business or

occupation, or are in the Armed Forces or Merchant Marines of the United States of America, the State of Delaware, or the City of New Castle, or who are absent from the City because of illness or physical disability perceived while serving in any such capacity or who are unavoidably absent from the City of New Castle on the day of registration of voters for the Trustee election, or who is the spouse, and who is in all other respects qualified to vote for a Trustee of the New Castle Common.” (*Discussion followed.*)

Also in Section I, Mr. Gallagher suggested striking the text “Any person qualified to vote in a Trustee election who shall be unable because of illness, physical disability, or who’s weakness or physical disability makes its dangerous to life and health to such voter to apply in person for registration may apply for an absentee ballot.”

A motion was made by Mr. Gallagher to strike Section I (A & B) of Article 18 and insert “all persons otherwise qualified to vote in a Trustee election may apply for an absentee registration as provided by the bylaws.” Ms. Ross seconded the motion and the motion was approved.

Mr. Alfree advised that we look at the poster for language because it may follow the above language.

Battery Park Committee – Mr. Yacucci reported on behalf of Mr. Costagno. There will be a meeting in June to discuss the Marini matter.

Archive Committee -- Ms. Fiske reported she and Mr. Meek will address the archives when Mr. Meek returns.

Grant Research – Ms. Fiske informed we now have the Greenway Grant Writing Committee. Brick pointing for Old Town Hall will be included. It was established that Mr. Costagno will work with her on this committee and is the Penn Farm liaison. Mr. Meek is part of the Penn Farm Restoration Committee.

Ms. Fiske and Ms. Ross will begin to work on funding for the brick pointing for Old Town Hall. The Property Maintenance Committee will provide information concerning the brick.

Fire Station – No report.

Communications -- Mr. Wilson read a letter from the New Castle Historical Society recognizing the Trustees of the New Castle Common as recipient of the Bamberger Historic Preservation Award for restoration of the dairy barn at the Penn Farm No. 6. He and Mr. Costagno were invited to the Society’s annual garden party on June 8 to accept the award. Mr. Appleby will attend in Mr. Costagno’s place. Congratulations to everyone on receiving this award.

Mr. Alfree reported on safety improvements DelDOT is making along Washington Street involving two of the Trust’s property. One is where the former police station was located and the other is in the area of the fire house on South Street. They will be looking at the property

Trustees of the New Castle Common
Minutes of June 7, 2011

to prepare an appraisal. Improvements include a sidewalk, pedestrian upgrades, and upgrading the railroad crossing.

There was no call for an executive session.

There being no further business, the meeting was adjourned at 9:45 p.m.

Respectfully submitted,

Deborah Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
September 13, 2011

Present: Messrs. Wilson, Alfree, Castagno, DeAscanis, Gallagher, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross, Mr. Taylor, Esq., Ms. MacDonough, Executive Secretary, Ms. Turner, Stenographer. Also present, Mrs. Mimi Carpenter of the New Castle Weekly.
Absent: Messrs. Appleby and Gambacorta

The monthly meeting of the Trustees was held on Tuesday, September 13, 2011 at 7 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order followed by a moment of silence.

Business from the Floor: Jamie Stewart of the Historic New Castle Alliance (Alliance) presented on behalf of Doug Lovett, chair of the Design Committee concerning Pocket Park. They are limited in design and changes due to monies. She described the work they want to do (pulling out old hedges, get rid of bees, compost and refresh with flowers and new hedges, paint fence white). They also want to smooth out and paint the brick wall. One side is patched and the other side has been pointed by the Trustees. They would like to have a survey performed on land behind the park because of encroachment issues on land belonging to the Trustees. She encouraged the Trustees to have the survey done so the Alliance can see what they can adopt to improve the park land. Other work they plan to do includes replacement of the benches (with Trustee approval). The Alliance has also offered to improve the stucco garden wall. At the June Trustees meeting the use of planters in the short term was suggested. Ms. Stewart said this is not a cost-effective measure, further they want to plant shrubbery/plantings appropriate for the area. There will be no expense borne by the Trustees. *(Brief discussion.)*

Jim Wilson, Executive Director of Bike Delaware and a resident of New Castle, provided an update on state bike routes, particularly the Wilmington to New Castle route. This is the first bike path to get funding. *(He detailed routes and funding breakdown.)* Construction should take about two (2) years and begin next year. This project is from New Castle to the Wilmington river walk or to historic New Castle by bike or walking, a total of six (6) miles. He noted Senator Dori Connor was a co-sponsor of the legislation that led to funding. He would like the Trustees to make a statement of support to help fund planning, engineering and construction. Economic development, tourism and public health were areas that would benefit from this project. *(Lengthy discussion about area bike paths followed.)*

F. Martin Wright, candidate for Trustee, introduced himself to the group. He was asked to outline the special interests involved with the Trustees that he has commented about. He noted they are not written reports. He has heard criticism about the sale of property a number of years ago from some residents. Mr. Alfree took offense to wording in Mr. Wright's letter in the New Castle Weekly about special interests. Other Trustees voiced their offense. The last piece of property sold by the Trustees took place prior to Mr. Appleby joining the Trustees. Ms. Ross said the comments made by Mr. Wright concerning the past are accurate and she has also received those comments. Mr. Gallagher stated things that happened 20-30 years ago with a different board is opposite what this group stands for today. Ms. Fiske said the Trustees are trying to practice transparency on the board in an effort to let residents understand what the Trustees are doing and why.

Mr. Wright informed there is a female resident who is also a senior tennis player who indicated the USTA is interested in getting permission to use the Battery Park tennis courts (Trustee property) and would pay a fee. Mr. Wilson asked that the person contact the office.

Monthly Calendar: The Outreach Committee will be held the fourth Tuesday of each month at 6:30 p.m. The Open Space Committee will meet at the same time. Mr. Wilson questioned the need for an Open Space Committee if it is going to meet simultaneously with the Outreach Committee, which would trigger a bylaws change. He asked the board to give thought on how the Trustees want to handle this issue. The Finance Committee will likely meet when they get a copy of the audit to review and approve. Mr. Gallagher will inform of the date shortly. The 2009 and 2010 fiscal year audit should be distributed to Trustees in time for the October meeting. The bylaws call for the audit to be reviewed and approved.

Ms. McDonough informed of a Greenways fundraiser gala scheduled for 10/13/11 at the Penn Farm. More information will be provided later.

Minutes: It was noted that Mr. Castagno's name was spelled incorrectly in the minutes of June 7. A motion was made and seconded to approve the June 7 meeting minutes as corrected. The minutes were approved (9 in favor, 1 against [Ross]).

Ms. Ross stated she did not have enough time to review the minutes before this meeting and asked for a timeline for distribution of future minutes. Discussion followed about the distribution process for Trustee meeting minutes. After more discussion it was decided that Ms. Turner will distribute the minutes directly to board members, typically within two (2) weeks following the monthly meeting.

Executive Secretary's Report: Ms. MacDonough reported. The election has put a lot of stress on the office over the last month. She will issue her report soon. New Castle City taxes were paid on 8/31/11 allowing us to get the discount (2%). New Castle County (NCC) taxes and sewer was paid on 9/30/11. We pay all the NCC taxes and sewer then get reimbursed. New Castle County looks at us as one owner. She explained the process (prorating) used with tenants.

There are a number of tenants in the appraisal phase to determine rental increases. Current procedure is one five year term, appraisal, and another five year term. *(The process was described.)*

Ms. MacDonough explained a recent issue at Penn Mart with our tenant, Interstate Management, and a sub-tenant (Muncie Insurance) concerning a leak. The issue is between Interstate and Muncie but the New Castle County code enforcement officer informed the Trustees, as owner, was to address the situation.

Vault Archives – She will purchase four (4) mahogany/cherry lateral files for the board room. The process will require money and thought. *(She detailed what files she plans to keep in the*

office for convenience.) Archiving can be costly depending on what you want to archive. She and Ms. Fiske will be exploring the best method to use to fit our needs.

A plan has been established to bring in a part-time receptionist to allow Ms. MacDonough more time to deal with day to day activities.

Treasurer's Report: Mr. Gallagher said reports for June, July and August have been distributed. Audit costs were discussed. Repairs for the Battery Park walkway (rip rap and bulk head) need to be put in the budget. Ms. McDonough suggested the Finance Committee look at the tree maintenance budget which is high due to recent storms.

Cash Flow – Mr. Gallagher noted taxes (\$290,000) have been paid. We still have about \$200,000 for storm drains that is in money market. We are reasonably healthy with cash flow but he cautioned everyone to follow financial activity more closely in the absence of Mr. Appleby. Capital projects that are open this year are in good shape. He is confident we will be able to cover outstanding liabilities such as scholarships. Mr. Alfree noted the reason why Summer Concerts, Contributions started at \$5,000 and is now \$7,400. The Outreach Committee will address the matter that no one should commit funds in anticipation of all grant funds being approved. This needs to be in writing and a set procedure established. *(Mr. Wilson detailed what took place leading to the decision to compensate the Concert Committee. Brief discussion followed.)*

A motion was made and seconded to accept the June 2011 treasurer's report as submitted. The motion was approved.

A motion was made and seconded to accept the July 2011 treasurer's report as submitted. The motion was approved.

A motion was made and seconded to accept the August 2011 treasurer's report as submitted. The motion was approved.

PROPERTY DEVELOPMENT COMMITTEE REPORT – Mr. Alfree reporting.

Airport Easement – No update. DRBA has indicated a height clearance change but we still do not have any specifics. This issue will be monitored.

Milex – Mr. Taylor and Ms. MacDonough will contact the owners to explain the changes to the lease prior to them receiving documents. Their lease does not expire until February 2012.

School Lane Easement – Mr. Taylor will review documents received to ensure they are accurate. The easement involves Delmarva power poles being removed and run the lines underground.

Encroachment & Hazardous Material Letters – The committee is planning to address the letters next month. The letters must be approved at the next (10/11/11) Property Development Meeting and presented to this body in October.

Penn Farm Lease – The Property Development Committee has secured a lease for the property (Delaware Greenways). This satisfies what they were charged with doing. Mr. Wilson informed Mr. Castagno would now be called upon as liaison to address any issues that arise at the farm.

Shell Station Rent Increase – An appraisal has been done and they have been sent a copy of the appraisal. They have tried negotiating without getting an appraisal, which is required in their lease. The Property Development Committee has agreed they will not negotiate the rate other than what is in the appraisal until Shell follows the lease. Mr. Alfree will follow up with them.

Twin Spans – The appraisal was sent to them and they have notified us they will pay the new rent when it is due.

Bootless Art Works – We will notify them that we will not be recommending to this body to enter into a lease with Bootless Art Works at the Bellanca site.

Mr. Alfree noted they have been officially informed the Evans property next to the fire house is going to up for sale. There is a triangular piece of land that has been an issue for the Trustees for some time. There is a small parcel where their driveway cuts across Trust property. We are going to get this matter straightened out before the property can be sold. *(Discussion followed.)*

Appraisals have exceeded the amount earmarked for this budget year and will continue. We are required to get an appraisal on the Gambacorta used car lot and have received a quote of \$2,500 to get this work done. *(Discussion about use of contingency funds to address the overage took place.)*

Mr. Taylor commented that New Castle County had asked for an expansion of the easement across the marsh land (off Basin Road) that they have now to run additional pipe. A suggestion was made by Mr. Alfree to grant permission with the condition they not charge us for any future hook up to the system. The County denied the request and had the area appraised. The appraisal totaled \$577 which is the compensation they propose paying the Trust.

Mr. Alfree made a motion to approve signing of the easement with the New Castle County sewer project as amended with the date of 9/8/11. Mr. Gallagher seconded the motion. The motion was approved.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

Her committee will revamp parts of the grant process and have it ready for October for the board's review. Paperwork is sent out in November and requested back before the holidays. She has received inquiries about the encroachment letters. She wants to get the survey done that Ms. Stewart requested. The encroachment letters have no bearing on when the survey can be done.

PROPERTY MAINTENANCE COMMITTEE – Mr. Viola reporting.

In November we will replace the former elevator company with Delaware Elevator Company. They will synchronize contract terms to coincide with the period the library contracts for their service. We will save money with this company and deal with a single company rather than two.

A complaint had been previously filed concerning the non-conformance of the ADA ramp at the rear of the library. The portion of the sidewalk that was the problem will be removed on Thursday of this week.

A new problem has been encountered with the controls on the sluice gate. A mechanism that automatically opens and closes the gate is not operating properly and cannot be operated manually. The Property Maintenance Committee elected to take the recommendation of Tom Moran, DE Division of Fish & Wildlife (F&W), to make the repair which will cost approximately \$1,000 versus replacing with a more costly change out of the system. Ms. MacDonough is working with Mr. Moran and F&W can operate them remotely. The gate is 15-17 years old.

Mr. Wilson suggested looking into divesting the Trustees from the sluice gates. Maintenance costs and other areas in the County causing flooding issues were among the items discussed. Mr. Taylor was requested to look into where the Trust is situated legally with the gates. A question was asked if DNREC does any work of this nature elsewhere in the state and discussion followed.

Ms. Ross asked about funding for pointing of the town hall bricks. Mr. Viola said he would get an estimate for the work. They have talked to two contractors and he wants to speak with one more before making a decision. Ms. Fiske said they can't begin work on the grant until they have the estimates to know what needs to be done. *(Discussion.)*

FINANCE COMMITTEE REPORT – In Mr. Appleby's absence the committee was requested to get together soon to determine how best to operate going forward. Mr. Wilson asked that a temporary chairman and treasurer be considered. Mr. Gallagher, as Assistant Treasurer, will fill in the interim. In July the committee met with the two investment firms that handle the Trust's finances. Both firms are doing a good job and are following our approach of 70% equity, 30% fixed.

Audit Report – We have reviewed fiscal 2009 and our comments have been incorporated. Mr. Gallagher would like to review 2009 and schedule a meeting as soon as possible.

ELECTION COMMITTEE REPORT – Mr. Gallagher reporting.

The office has been open a fair amount of time. Seven people registered over the summer, 26 registered in the last two weeks, and 44 absentee ballots were received. *(Discussion.)* He would like the Trustees to be available at different times during the voting. Mr. Wilson suggested having someone available to register people who think they are registered but are not so they are ready for the next election cycle.

LIBRARY COMMITTEE REPORT – Mr. Viola reporting.

In June he reported that a challenge grant for the capital campaign had generated a lot of interest. Mr. (Mike) Moskovis got onboard to revitalize the tribute brick effort. There were 50 bricks committed when the challenge was announced. As of today our order for engraved bricks stands at 243. We will be wrapping up the capital campaign in the near future and will be installing major donor recognition lists in time for a ‘thank you’ event on 10/4/11 for those contributors of \$1,000 or more. On 11/13/11 there will be an informal dedication ceremony for the tribute brick garden.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

She would like money for a survey for the two (2) lots at the Pocket Park. There are several houses that impinge on Trustee lots in this area. We need to decide what we want to do with the land (ex.-park).

A motion was made by Ms. Fiske to allot money for a survey of 5 and 7 Second Street (Pocket Park). The motion was seconded and approved.

Mr. Wilson agreed there are serious encroachment problems in this area and we need to get it properly staked. Mr. Meek disagreed with calling the area ‘Town Hall Park.’ Notification that the property is being surveyed can be sent to local residents (5 houses). The Open Space Committee will lead this effort.

Ms. MacDonough talked about the pyramid of railroad stones in Dewey Park that is eroding. That square of Dewey Park belongs to the DE Historical Society.

BYLAW COMMITTEE REPORT – Mr. Gallagher reporting.

Ms. Fiske and Ms. (Margaret) Hassert will edit the bylaws to make them more understandable. Language will be changed without changing the intent. Mr. Gallagher would like to clean up substantive changes and present at monthly meetings.

Ms. MacDonough informed of a process issue with an email from Mr. Gallagher that did not reach at least two (2) Trustees. There was discussion about the language in two (2) motions during the June meeting and her concern with the subjects being discussed interchangeably. As a result voting on the motions was not done correctly. (*Lengthy discussion followed about the method of communication, i.e., email, U.S. mail, hard copies in members’ folders.*) Mr. Taylor said legally we can handle by way of email, but he encouraged patience. Mr. Gallagher is in favor of distributing 10 days in advance of a meeting allowing members to track when the email was sent. A number of procedures were raised and discussed. It was decided to use email and copies in folders, both 10 days in advance.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

This Saturday is Coastal Clean Up Day where people will volunteer to pick up trash only in the Battery Park coastal zone area. We are discussing methods for removing trees and wood from the beach. Ms. (Cathie) Thomas is putting together costs for review. The committee is taking ideas for park improvements. The city is looking into parking meter concepts for the Third Street area by the sailing club. They are discussing a usage recommendation for the

commission to consider for events that are beyond gathering permits (weddings, picnics). The committee is exploring best practices from other park systems. The no-smoking policy has been approved for the park. Smoking near the play area will be prohibited. They are evaluating the economic value in our bike police. Two members are working with the police department on this subject. We were charged with making a recommendation about a fence on the Marini property. The committee is making a recommendation to this board that if the property owner wants a fence that they install it, not the Trust.

A motion was made by Mr. Castagno that the Battery Park Committee recommends to the Battery Park Commission that the Trust not erect a fence. Mr. Viola seconded the motion.

Their reasoning was they do not believe there was a way to be consistent with adjacent properties at Battery Park. This generated discussion about other properties near the Marini property with/without a fence. Mr. Gallagher asked if the property owners have expressed an interest in installing a fence. There have been no discussions. Mr. Wilson is concerned with singling out this property owner. Mr. Viola agreed. Ms. Fiske does not agree saying park users do not know the property boundaries of the Marini property. Mr. Meek feels Trust property is being given away without installing a fence. According to Mr. Castagno, it is the opinion of this committee that it is the property owner's responsibility because they are protecting their property. Ms. Fiske maintains this board voted to put a fence up. Ms. MacDonough and Mr. Gallagher said this language was put in the licensing agreement to install scaffolding when brick work was to be done, and then it was turned over to the Battery Park Commission to work with HAC on the type of fence. Mr. Taylor affirmed this. Mr. Wilson believes if we put a fence up we are singling out an individual and this sends a bad message. Mr. Viola said it will be difficult to put up a fence because of the topography involved. Ms. Fiske believes we have a responsibility to protect the park. *(Additional discussion took place.)*

A roll call vote was called.

Mr. Alfree – yes

Mr. Viola – yes

Ms. Ross – no, since we previously voted to erect a fence.

Mr. Meek – no

Mr. Wilson – yes

Mr. DeAscanis – yes

Mr. Yacucci – yes

Mr. Gallagher – yes, but we have already voted on this before and indicated we should put a fence there. In an attempt to protect the park we could look like we are singling them out.

Ms. Fiske – no, we are letting ourselves get yanked around. We need to look and see what happens. Maybe we don't need to guard against having the park encroached upon, but we need to look at this and deal with it if we learn of a problem.

Mr. Castagno – yes

The motion carries 7 in favor, 3 against.

Carry in, Carry out – Mr. Castagno said education and time is needed. More signage is being prepared. The committee recommends continuing with the program another year and continue to monitor it. The program was initially planned to be a test for one (1) year. A motion was made by Mr. Castagno to recommend continuing with the carry in, carry out program for one (1) more year. The motion was seconded and approved.

A question was raised about the amount of money saved by not having to deal with trash. Mr. Castagno does not have data but we are realizing some savings. It was noted that some city officials who were opposed to the program are now more in favor of the program.

OTHER COMMITTEES

Mr. Wilson informed that he has spoken with Ms. Fiske and Mr. Meek about creating an ad hoc committee assigned with putting together a book similar to our blue book. There are a lot of things that need to be documented and recorded. In 2014 we will mark our 250th year anniversary.

Ms. Fiske reported that she, Mr. Meek, and Ms. MacDonough met with Laura Stanton of the Conservation Center for Art and Historic Artifacts in August to discuss what to store in the vault. That group has access to conservation grants. She detailed what was learned during the meeting. When estimates are obtained they will be provided to the Trustees. The vault will need to be checked for humidity and ways to get more fresh air inside. She would like to have funding available. The vault will also need to be hard wired for internet and phone. *(Additional discussion followed about what was recommended for the current vault.)* Mr. Viola suggested getting the architects involved in talks about the humidity issues. Mr. Alfree wants to contact the contractor and have him address the situation. He was aware of the type of documents to be stored in the vault.

Mr. Meek inquired whether we want to do something with the Banks Building. Do we want to partner with the city? Mr. Castagno said the committee was inconclusive but does want to do something. Council is addressing this matter this evening. The Battery Park Commission manages the building. Mr. Viola indicated there is a lot of interest in the building's future and that Terry Graham (Preservation Delaware) is interested. A proposal will be made by the Battery Park Committee. Mr. Castagno spoke of different scenarios.

Mr. Gallagher asked for the status of the ad hoc committee to look at our position on FOIA? Mr. Gallagher volunteered to be on the committee along with Ms. Fiske and Mr. Castagno. Mr. Taylor will also be available.

Ms. Fiske inquired about inviting City Council to a Trustees Meeting. Mr. Wilson said there is a need to get together and we hope to have them soon.

COMMUNICATIONS

Mr. Alfree noted a 'thank you' from the John G. Leach PTA on behalf of a donation we made for former Trustee Steven Leach. Mr. Hemphill has communicated with us about getting permission to trim/limb up trees and bushes. He has been told not to trim the trees; if not

done properly he could jeopardize them. Mr. Wilson recused himself from the discussion because he thinks it is beautiful. As vice president Mr. Viola presided. Comments included that Mr. Hemphill should leave things as they are to protect the land and how it might impact Mr. Hemphill's view.

Ms. Ross brought up the indemnification of Trustees issue that was raised in June. Mr. Taylor said we would need to amend the certificate of corporation as it is filed at the Secretary of State's office. She would like to follow through with this. Mr. Taylor advised that putting within the charter that the corporation has the authority to indemnify a member so if there is what the board determines is an invalid claim against a member as a Trustee the board has the legal authority to expend monies to help defend them.

Ms. Ross made a motion to do whatever is necessary as far as our charter goes to ensure all Trustees are indemnified in the event of problems or lawsuits. Ms. Fiske seconded the motion. (Mr. Taylor will bring the proper language forward.) The motion was approved.

Ms. Ross recently checked the Family Foundations website. They are supposed to stay at 440 students and it appears they were at capacity in 2008/2009 for grades 1-5. They now have added grades 7 and 8. Their plan was that as the students moved up to higher grades the classes were going to become smaller so they didn't exceed the lease. Mr. Wilson wants to check into this. Apparently the school has leased another building where they are conducting school functions. Ms. MacDonough will look into the population of Family Foundations.

Mr. Meek said the January meeting is scheduled for 1/3/12 but he may have difficulty with that date and expressed a desire to meet on 1/10/12. Ms. MacDonough said the bylaws were rewritten to leave to the board's discretion to determine dates of meetings when effected by holidays. In this case 1/3/12 or 1/10/12 are the meeting options.

A roll call vote was taken.

Mr. Alfree – 1/3/12

Mr. Viola – either

Ms. Ross – 1/10/12

Mr. Meek – 1/10/12

Mr. Wilson – 1/3/12

Mr. DeAscanis – 1/10/12

Mr. Yacucci – 1/3/12

Mr. Gallagher – 1/10/12

Ms. Fiske – 1/10/12

Mr. Castagno – either

The January meeting will be held on 1/10/12.

Mr. Wilson met with both candidates for Trustee recently. He provided a package of information he used in his meetings to Trustees. He explained to the candidates the differences between Trustee and councilman. If you are City Council you took an oath to serve the people.

Trustees of the New Castle Common
Minutes of September 13, 2011

If you are a Trustee you take the oath to become a protector of the Trust. Material defining the word 'fiduciary' was also distributed to Trustees and can be discussed at another meeting. There was no call for an executive session.

There being no further business, the meeting was adjourned at 10:15 p.m.

Respectfully submitted,

Deborah Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
October 4, 2011

Present: Messrs. Wilson, Alfree, Castagno, Clayton, DeAscanis, Gallagher, Meek, Viola, Yacucci; Ms. Fiske, Ms. Ross, Mr. Taylor, Esq., Ms. MacDonough, Executive Secretary, Ms. Turner, Stenographer. Also present, Mrs. Mimi Carpenter of the New Castle Weekly.
Absent: Messrs. Appleby and Gambacorta

The monthly meeting of the Trustees was held on Tuesday, October 4, 2011 at 7 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order followed by a moment of silence.

Election Committee: Mr. Gallagher reporting.

The election was held on 9/17/11 to fill the vacancy left by Mr. Peden. Two candidates were on the ballot, F. Martin Wright and Thomas L. Clayton, Sr. There were 413 total votes cast and 105 new voters were registered. Cost of the election was \$1,780. Mr. Clayton received 312 votes and Mr. Wright received 101 votes.

Mr. Alfree made a motion to accept the Election Committee report. Ms. Fiske seconded the motion. The motion was approved.

Mr. Clayton was sworn in by President Wilson and Mr. Alfree presented him with his name plate.

Business from the Floor: There was no business from the floor.

Monthly Calendar: Ms. MacDonough informed there would be a bank quarterly review on the 4th Wednesday of the month (10/26/11) at 4 p.m. The Outreach Committee will meet the fourth Tuesday of each month at 6:30 p.m. Mr. Gallagher reported there would be a meeting of the Finance Committee, date to be determined. Ms. Fiske has met with Mr. Mark Chura of Delaware Greenways. Mr. Chura wants to have a meeting at the farm to determine what he would like to do around the farm house. The date is 9/17/11, time to be announced.

Minutes: Mr. Viola questioned Ms. (Jamie) Stewart's comments about "smoothing out and painting a brick wall" (p.1, Business from Floor). The first time this request was discussed we indicated we did not want brick or stucco painted. The minutes also note an offer to improve the stucco garden wall. Discussion supported Mr. Viola's statement. (*Brief discussion followed.*) Mr. Wilson suggested the Property Maintenance Committee discuss with Ms. Stewart and physically look at what the Alliance is proposing and report back to this body. Ms. MacDonough noted Sen. Dori Connor's name was misspelled (p.1).

Mr. Viola said the date he reported for the major contributor (\$1,000+) event at the library was incorrect and is actually 11/4/11. The correct date will be printed in this week's *New Castle Weekly*. Invitations will be sent to all major contributors.

Ms. Ross noted that encroachment & hazardous material letters were approved by the Property Development Committee at the 10/3/11 meeting. The minutes state they needed to be approved at the October board meeting.

A motion was made and seconded to approve the 9/13/11 meeting minutes as amended. The motion was approved.

Executive Secretary's Report: Ms. MacDonough reported.

City of New Castle and New Castle County taxes have been paid. She will be working on the encroachment/hazardous material letters and supporting the Archives Committee.

Treasurer's Report: Mr. Gallagher requested deferring approval of the Treasurer's Report until November. He would like to review the cash flow and address a few issues. Mr. Alfree questioned whether the amount shown in the budget for "Radio System for Trucks/Tractors" under Contingency is the same as \$2500 as shown under Maintenance Repairs. It is the same item and needs to be changed. Ms. MacDonough will discuss other items shown under Contingency with the accountant.

PROPERTY DEVELOPMENT COMMITTEE REPORT – Mr. Alfree reporting.

Airport Easement – No official update. DRBA has offered an amount to clear the flight path and trees and those monies will come to the Trust.

Milex – Mr. Taylor met with the owners to ensure they are aware of what is going to happen as a result of the trees being removed per DRBA (above). He also discussed with them their lease structure. Typically we do an increase, and appraisal, an increase and an appraisal in 5-10 year category. The owner is fine with the lease structure changing to an increase of 3% each year for five years. We will then appraise in the tenth year.

Mr. Alfree made a motion to approve the Property Development Committee and Mr. Taylor amending the current lease for Mylex to reflect that the next 5 year period will be at a 3% increase per year followed by our standard appraisal/increase/appraisal process. The tenant has another five-year option on the lease. Mr. Gallagher seconded the motion. The motion was approved.

School Lane Easement – The Property Development Committee has been working on what easements may/may not be necessary. It has been determined that Delmarva wants to put utilities in the ground where they are currently. If Delmarva already has an easement to put the poles where they are today, do we amend that easement or do we take the opportunity now to write a new easement because they want to put utilities underground. Mr. Castagno has found a map and 1941 easement but no survey. We are looking for the easiest way to get the issue handled. Mr. Taylor will work with Delmarva to come to a resolution.

Encroachment & Hazardous Material Letters – Letters have not been finalized. Encroachment letters will be sent to property owners adjacent to Trust property. Hazardous material letters will be sent to specific locations as necessary, typically our tenants. Mr. Alfree said the letters will be drafted in time for the 11/1/11 meeting. Mr. Wilson wants the draft letters done by 10/28/11 to allow his committee time to review them before the November meeting.

Shell Station Rent Increase – The Property Development Committee has notified the tenant they need to provide an appraisal in sixty (60) days, as per the lease.

Evans Property – Mrs. Evans has obtained a survey. The Trust is looking at what the value of the property is and how to resolve this matter. The Property Development Committee has some ideas on how to assess the property value.

Other – At the last meeting we were informed we would be receiving information about a property at 1401 Wilmington Road and any interest the Trust might have in purchasing it. We have received that information and the property is outside the City of New Castle limits. The Property Development Committee will not enter into the purchase of any property outside the city limits. (*Discussion followed.*) Mr. Wilson noted that part of the open space agenda is to look at open spaces and decide whether there is an opportunity present or not. Mr. Alfree indicated the committee decided not to purchase the property and suggested it could be assigned to the Open Space Committee. Ms. Fiske does not see any need to reassign to another committee.

Mr. Alfree made a motion that we not accept the property owner's offer to enter into a purchase agreement. Ms. Fiske seconded the motion. The motion was approved.

Pocket Park – A survey was approved for this area to clear up any encroachments that are present. Mr. Taylor has met with Vandemark & Lynch. We have a proposal from them, lump sum of \$3,900, to survey and mark the property. (*Discussion followed about the name of the park.*) The consensus was to refer to this area as 5 & 7 East Second Street.

Mr. Alfree made a motion to approve Vandemark & Lynch for a property survey of 5 & 7 East Second Street on behalf of the Trust. Ms. Fiske seconded the motion. The motion was approved.

It is anticipated the survey will be completed in the next couple of weeks and we have an obligation to notify adjoining properties of this work.

Property Drawings – Mr. Alfree suggested updating our property drawings. Vandemark & Lynch has been approached about providing a proposal for updating the drawings. Current drawings are dated and do not include all of our properties. We need to consider the cost for this work in the next budget cycle.

Miscellaneous – Mr. Alfree will recommend going into Executive Session later in this meeting to discuss other real estate matters.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting. Her committee met last week and discussed the grant application process. They hope to send out an email to all former grantees with the deadline being 11/30/11. The application has been changed to avoid the issue that was encountered this year. The committee also recommended advertising in the *New Castle Weekly* to inform everyone of the grant process. (*Ms. Ross read*

the draft text being considered for publication.) Another suggestion was including the names of people we have already awarded grants to and also possibly publish the names of next year's grantees. Mr. Wilson wants to include the Trust's mission at the beginning of the article.

The Outreach Committee discussed setting up a process for receipts for the grant fund, i.e., getting all receipts in hand before providing monies. *(Discussion followed about the fund's purpose, a dollar amount to be established, and possibly utilizing purchase orders.)*

Ms. Ross reported the award date is 4/1/11. The Outreach Committee goes through a lot of work reviewing the grant requests and talking to individuals about their requests. Our recommendations go on to the Finance Committee. The committee would like to get an idea of the amount of monies available for the awards prior to submitting to the Finance Committee. Mr. Gallagher said that the Outreach Committee should be submitting to the Board, not the Finance Committee, which would involve a bylaw change. The Board approves and forwards to the Finance Committee for funding. *(Lengthy discussion about the current process being used took place.)*

Assets would come first but awards would be prioritized. A need and benefit to the City must be present. Ms. Fiske suggested looking at the amount awarded last year as a guide. Mr. Wilson was complimentary of the work the Outreach Committee has done to date with grant requests.

Mr. Viola asked for the status of the interviewing process talked about before the summer. One idea was to identify citizens of New Castle whose story should be captured and recorded. Mr. Brian Cannon was going to work on this. Ms. Ross informed that Mr. Cannon planned on working with Mayor (Don) Reese. She will follow up with Mr. Cannon.

At the June meeting Ms. Ross said the Battery Park Commission was going to develop some guidelines for use of the park. They were to bring these guidelines back to the Outreach Committee for discussion before the full board. She is unsure of the status of the guidelines.

PROPERTY MAINTENANCE COMMITTEE – Mr. Viola reporting.

The committee has been working on roof repairs. At their last meeting it was decided to patch the medical center roof to get through the winter, but between now and then we plan on writing an RFP for proposals to change from a flat roof to a hip roof to eliminate the problem there. They contacted the project manager for the addition on Good Will Fire Co. and asked him to write the RFP to be used to seek proposals for the medical center job.

After the restoration of the roof on the old library, one of the recommendations the roofer (Ross Gibson) made was to look at trees in the area of the old library to ensure we don't have branches from large trees falling and damaging the new roof. Mr. Viola said there are a couple of trees in need of pruning, removal of dead branches, etc. and the cost will be approximately \$1,000.

The Delaware Horticulture Society is offering free trees. We have had several trees that have been removed or need to be removed from Battery Park between now to the end of our fiscal year. They are safety issues. He suggested expressing an interest in getting replacements for those trees. Ms. Fiske informed that Mr. (John) Lloyd visited a recent Open Space Committee meeting and said the Tree Commission would defer trees (10) for Battery Park until spring 2012 because they could not get their order placed in time. Mr. Wilson said the Tree Commission is very proactive with preventive tree maintenance. The Property Maintenance Committee, Open Space Committee and Battery Park Commission will work together to secure these trees.

Ms. Ross asked if Mr. Viola had received any estimates for pointing of bricks at town hall. Mr. Viola has obtained two (2) estimates and has an appointment with a third contractor. He will report back at the November meeting. At that time it will be reported whether the work would involve the whole building or certain areas.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

No audit report for 2009 has been received to date; therefore, the Finance Committee has not met. Mr. Gallagher will follow up with one of the principals to determine why we have not received the audit. The audit report has been reviewed and comments made. We are now waiting for the final product.

LIBRARY COMMITTEE REPORT – Mr. Viola reporting.

It was previously reported that Mr. (Mike) Moskovic joined the tribute brick effort to help revitalize the campaign. Initially we had commitments for 43 bricks and the total number of bricks ordered was 244, thanks to his efforts and those of other volunteers. Additional contributions were also received, notably one (1) \$1,000 donation. The amount generated through this brick campaign is about \$38,000. Mr. Moskovic reports that \$32,000 was received after this Board offered a challenge grant to match dollar for dollar. The total amount brought in is \$69,980 to the library capital campaign.

They are now preparing for the dedication of the brick garden on 11/13/11 and have started the planning of the garden area. Mr. Viola invited Board members to stop and look at the garden.

Ms. Ross asked about the status of the humidity issue and archiving. Mr. Alfree has been in contact with the architect and Ms. Fiske contacted Winterthur about borrowing a hydrometer (measuring device). She is currently waiting for a response from Mr. (Greg) Landry of Winterthur. Ms. MacDonough said they are asking the maintenance contractor, National HVAC, to look at the initial specs and see if they are in place correctly.

The vendor responsible for installation should check it periodically and we should have our own equipment to make sure it is operating properly. Mr. Viola added the engineers who designed it have been proactive about coming in as needed, but the maintenance has been turned over to National HVAC four (4) times per year or more.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

The committee recommends that the trees that Mr. Lloyd suggested be planted. In the fall they want to plant a maple tree near the tennis courts to replace a tree that came down there. In Dobbinsville the Tree Commission suggests planting nine (9) trees on the approach coming from the south on both sides of the road. In the spring they want to plant ten (10) trees in Battery Park and 46 more in the Dobbinsville area. This is an urban forestry project. New Castle's canopy is 13% should be closer to 26%-35%. (*Discussion.*)

Ms. Fiske made a motion to permit the Tree Commission to plant trees in the fall. One (1) tree will replace the maple tree located near the tennis courts and nine (9) trees along the approach to Dobbinsville. Ms. Ross seconded the motion. Mr. Gallagher asked if the residents of Dobbinsville had been notified about the potential planting. Ms. Fiske will check with Mr. Lloyd. Following discussion the motion was approved.

BYLAW COMMITTEE REPORT – Mr. Gallagher reporting.

Ms. Fiske and Ms. (Margaret) Hassert have been very active. They are making the language more user friendly without changing the intent of the bylaws. Mr. Gallagher would like to hand out hard copies of the draft and send it out electronically before next month. The committee will meet prior to the Board's next meeting and Mr. Taylor will review the bylaws. Mr. Wilson expressed concern that some historical language in the bylaws should be protected.

Speaking as Chair of the Property Maintenance Committee, Mr. Viola would like to recommend that Mr. Clayton join this committee. The bylaws say the committee is composed of four (4) Trustees and would need to be amended to read "at least four (4)." Mr. Wilson would like Mr. Alfree to handle the process in his position as Chair of Committee Assignments. This has been previously discussed and with the absence of Mr. Appleby we should revisit the matter.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

Extensive work has been done gathering information from other municipalities on how they handle events. He plans on having a policy recommendation to be considered next month. The City is working on having prisoners pick up trash along the beach. There has been discussion about wood removal (trees, logs, etc.) and they will be looking a costs and perhaps a recommendation of what we want to do going forward. At the last meeting we discussed the leadership of maintenance/preservation of the Banks Building. There is a lot of interest among citizens, various committees, and Trustees that something needs to be done. The Battery Park Committee believes the leadership responsibility belongs with the City, who owns the building. Mr. Castagno suggested talking to Mr. (Bill) Barthel or Ms. (Cathie) Thomas if anyone is interested in the process. The Trustee President may want to appoint another committee to go forward after discussing with the City, but at this time the structure belongs to the City. According to Mr. Wilson, this Board voted that the Banks Building belongs to the City and until they decide to do something with it, it was not the responsibility of this Board. Mr. Gallagher asked how the Banks Building becomes part of the park. This was discussed previously and it was his understanding the Banks Building is not part of Battery Park. The City has employed a historic restoration person to develop a strategy. Mr. Castagno further stated that if a Board

member wants to get involved in the process through City government you can do so, but not in your role as a Trustee. *(Further discussion followed.)*

OTHER COMMITTEES

Farm House Grant -- Ms. Fiske, Mr. Castagno and Mr. (Mark) Chura have met and will meet again on 10/17/11 to review Mr. Chura's ideas for the area surrounding the farm house. The lease calls for two (2) Trustees and two (2) people from Delaware Greenways. Mr. Chura wants to add people on his end. No opposition was expressed.

Archives – Ms. Fiske attended a workshop presented by the Delaware Libraries Archives dealing with document protection. She circulated a “pocket plan” that contains contact information for City officials, fire company, vendors that can be customized to our needs. She thinks they would be a good resource to have in all City buildings. Another workshop will be held on 11/16/11 in the City's library. Ms. Fiske has asked Ms. MacDonough to order an emergency wheel (approx. \$10) that shows basic things that need to be done in the event of an emergency.

Penn Farm – Mr. Castagno has not heard anything to date from MSC on the test well that was authorized by this Board (School Lane & Rte. 273). Mr. Wilson shut down operations at the farm based on committee responses. Starting the farm back up will come from the Property Development Committee because the lease had been broken. Messrs. Alfree, Castagno and Taylor must be in agreement that all criteria of the lease are met before starting back up.

Insurance certificates have been received.

Delaware Greenways Partnership with William Penn – The architecture of the organization is coming together. Seed money will come from DNREC (penalty fund). Mr. Castagno informed that Mr. (Mike) McGrath will be handling the agriculture management and coordination, community-supported agriculture effort, and the agriculture education component with William Penn. The fundraising gala scheduled for October will be held in spring 2012.

In June a Boy Scout troop presented to this Board on projects at the farm. The project was not approved by Delmarva Council and they will work with the scouts and Delaware Greenways to refine their scope of work and make sure it meets the necessary criteria. When that is finished they will be working on the farm.

Ms. Ross asked about the electric bill at the farm not being in Delaware Greenways' name. Mr. Castagno said that is not correct and that Delaware Greenways will be paying the electric going forward, including the current billing. She asked if Delaware Greenways would be paying for water at the farm since the Trust does not get billed for water. Mr. Castagno could not provide an answer at this time.

FOIA – Messrs. Gallagher, Castagno, Taylor and Ms. Fiske have met. Mr. Taylor will do some additional work and report back next month. At this time it appears we will not make any changes.

City Council – Ms. Ross asked about inviting City Council to a Trustee meeting. Mr. Wilson is not sure it is needed now. Ms. Fiske thinks it would be good to have them attend to understand how we operate.

Family Foundations – Ms. Ross asked for a follow up on a potential enrollment issue for the November meeting. Mr. Alfree suggested sending a letter to the City requesting the fire marshal assess the proper occupancy and what the actual occupancy is at present.

Mr. Alfree made a motion to send a letter to the City of New Castle requesting their services to determine the proper occupancy and what the current occupancy is, and pursue violations if appropriate. Ms. Fiske seconded the motion and the motion was approved.

COMMUNICATIONS

Mr. Alfree informed of an email from George Smiley concerning water run-off at Penn Mart. It involves some sewers that were plugged up, but have been resolved. We may need to do some preventative maintenance. (*Brief discussion.*)

Indemnification – Ms. Ross asked for a follow up. Mr. Taylor said more changes may be made along with the indemnification and that a charter change will be needed. In the meantime, Trustees are covered under director/officer liability insurance.

A motion was made by Mr. Alfree to enter into Executive Session. Mr. Gallagher seconded the motion and the motion was approved.

The Board reconvened to regular session at 9:30 p.m. (Mr. Castagno left prior to the Board reconvening.)

Mr. Alfree then moved that, relating to the triangle of Trust property (a 0.01-acre portion of parcel #2101530104) which borders the Evans property at 419 South Street, that the Board authorize an agreement setting a sales price of \$2,000.00, with the understanding that Mrs. Evans is to pay all fees related to its transfer and reassignment, and also the legal fees incurred by Cooch & Taylor to handle this transaction for the Trust; with a clause to be included stating that this arrangement is not to be considered a precedent for any other real estate transaction. Mr. Clayton seconded and Mr. Alfree called for a roll call vote.

Roll call vote with commentary:

Mr. Wilson – Yes; in favor because it clears us of liability and does not represent a profit-making transaction, but simply a precaution to eliminate liability.

Mr. DeAscanis – Yes; concurs with Mr. Wilson

Dr. Yacucci – Yes

Mr. Gallagher – Yes, same reasons as Mr. Wilson.

Ms. Fiske – Yes, same reasons.

Mr. Clayton – Yes, same reasons.

Mr. Alfree – Yes

Trustees of the New Castle Common
Minutes of October 4, 2011

Mr. Viola – Yes

Ms. Ross – Yes, same reasons.

Mr. Meek – Yes

The motion passed by unanimous vote.

There being no further business, the meeting was adjourned at 9:35 p.m.

Respectfully submitted,

Deborah Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
November 1, 2011

Present: Messrs. Alfree, Castagno, Clayton, DeAscanis, Gallagher, Meek, Viola, Yacucci, Ms. Fiske, Ms. Ross, Mr. Taylor, Esq., Ms. MacDonough, Executive Secretary, Ms. Turner, Stenographer. Also present, Mrs. Mimi Carpenter of the New Castle Weekly.
Absent: Messrs. Appleby, Gambacorta and Wilson

The monthly meeting of the Trustees was held on Tuesday, November 1, 2011, at 7 p.m. in the Trustees Room of the Old Town Hall. In the absence of Mr. Wilson, Mr. Viola called the meeting to order followed by a moment of silence.

Mr. Viola recognized several Trustees for their service to the Trustees of the New Castle Common. Mr. DeAscanis has served as a Trustee for 47 years; Mr. Viola has served for 8 years; Mr. Meek has served for 2 years.

Business from the Floor: There was no business from the floor.

Monthly Calendar: The Open Space Committee will meet on the fourth Tuesday, 11/22/11, at 6 p.m. They will decide on a month by month basis if a meeting is necessary. The Financial Committee anticipates another audit and a meeting date will be announced later. Mr. Meek said he has had a number of inquiries from residents on why they are receiving the 2009 audit. After discussion, it was the position of directors to address inquiries with the explanation that Trustees got behind and lost track of time. We anticipate distribution of the 2010 audit in the next MSC billing. There is nothing to hide and we are expediting the process to catch up. Our fiscal year ends in March 2012.

Mr. Viola announced the major donor recognition wall would be unveiled at the library on 11/4/11, 6-8 p.m. The recognition is for donations of \$1,000 or more. On 11/13/11, 2-4 p.m. the dedication of the tribute brick garden will take place. Invitations were mailed to donors of one or more bricks.

Minutes: Several minor corrections were noted. A motion was made by Mr. DeAscanis to approve the October minutes as amended. Ms. Fiske seconded the motion and the minutes were approved.

Executive Secretary's Report: Ms. MacDonough reported.

She will be working on encroachment and hazardous materials letters. The hazardous material letters are required by our insurance company and a copy of the surveys that recipients submit are provided to the fire company. Sewer bills for third quarter will be sent soon.

We are waiting for the City to inform they are ready for the \$200,000 for storm water projects that was set aside a couple of years ago.

Larry Ireland of the Conservation District presented change orders for signature dating to June 2010. The work was not clear and the forms were not signed. The forms included multiple companies and Mr. Ireland was requested to extract Trustee companies before we revisit them. The operations manual for the Amazon pond was requested and will be provided to the tenant.

Trustees of the New Castle Common
Minutes of November 1, 2011

Treasurer's Report: Mr. Gallagher reported.

He has reviewed reports for September and October, corrections were made, and expenses are recorded on the appropriate budget lines.

A motion was made by Ms. Fiske to approve the amended September budget. Mr. Alfree seconded the motion and the September budget was approved.

Several minor changes were noted on the October budget. A suggestion was made to rearrange expenses to mirror the line item making it easier to read.

A motion was made by Mr. Meek to approve the October treasurer's report. The motion was seconded by Mr. DeAscanis and approved.

PROPERTY DEVELOPMENT COMMITTEE REPORT – Mr. Alfree reporting.

Milex – Nothing to report.

School Lane Easement – A new easement will be required according to Delmarva Power.

Shell Station Rent Increase – The tenant wants us to negotiate a price.

Mr. Alfree then made the following two motions regarding the State of Delaware Dept. of Transportation (DeDOT) "Washington Street Sidewalks" project, which includes pedestrian and bicycle safety improvements.

Mr. Alfree moved to approve a request from DeDOT for two (2) Fee Acquisitions, a Permanent Easement and a Temporary Construction Easement, as described in their letter of October 18, 2011 and attachments, and affecting Trustee Tax Parcels 21-017.00-124 and 21-014.00-399. Mr. DeAscanis seconded the motion. The motion was approved.

Mr. Alfree moved to approve a request from DeDOT for one (1) Fee Acquisition, two (2) Permanent Easements, and one (1) Temporary Construction Easement, as described in their second letter of October 18, 2011 and attachments, and affecting Trustee Tax Parcels 21-014.00-021 and 21-015.30-104. Mr. DeAscanis seconded the motion. The motion as approved.

5 & 7 East Second Street (Pocket Park) – Vandemark & Lynch took photos of the park and will return soon for the property survey work.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

They will not meet until the grant process begins. Grant applications have been distributed. The Progressive Club is aware they were allocated \$10,000 and Ms. Ross has been in contact with them and is waiting for paperwork from the club.

Ms. Ross asked if certificates had been sent to the Eagles Scouts for a project from a previous year. This was discussed in a previous meeting and Dr. Yacucci will follow up.

PROPERTY MAINTENANCE COMMITTEE – Mr. Viola reporting.

Repair work will be done on two (2) roofs before winter. We will make enough repairs to the medical center roof to get through winter. We anticipate moving forward with replacing the existing flat roof design with a hip roof structure and are working on the RFP for that project. The fire company flat roof is a larger project. We will have a proposal soon with a number attached to it. We will move ahead with seam repairs and other repairs before winter sets in.

The committee continues to work on defining repointing work at Old Town Hall. Mr. Viola informed of progress with the two contractors he has spoken with to date. The third contractor (restoration masonry contractor) charges a fee of \$300 to do an assessment and prepare a proposal and Mr. Viola chose not to move ahead until he sees proposals from the other two contractors. We are trying to get a handle on the amount of funding we will need. Ms. Ross and Ms. Fiske need a dollar figure for a valid proposal for grants. The amount of repointing being proposed by the two contractors was discussed. The building has had a lot of repointing done over time. Ms. Sally Monigle was suggested as a resource for recommendations of known contractors who have experience working on historical buildings.

Mr. Viola made a motion to recommend the Property Maintenance Committee take this under advisement. The motion was seconded. Mr. Viola said the committee has been learning a lot about this building and its history and will provide that information to Ms. Ross and Ms. Fiske to help with grant requests.

Penn Farm Infrastructure – Mr. Castagno has met with MSC to define the well area for the triangle. They are under advisement from their surveyor to make sure they are on Trust property and not the DelDOT easement. The survey should be done in the next week or two followed by the test well. They expect it to be a good drinking well. Land clearing for the triangle, electrical underground to the building is in the planning stage. The hut will be moved on top of a new transformer in the back. MSC has been asked to sponsor water hook ups to the buildings. They will ask civil engineers to design a sanitary sewer system and put out for bid for the next fiscal year and expect to have it bid within thirty (30) days.

Ms. Ross asked about the status of billing for drinking water at the farm. Mr. Castagno has asked the tenant to write a formal request as a non-profit. MSC does recognize non-profits in their charter. Delaware Greenways will manage utilities (drinking water, irrigation, etc.). A number of items still need to be determined such as water consumption and is the triangle well a good drinking well.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

The committee met with our bank and investment advisors. Investments were down the end of the third quarter but are up .5% from this time last month. Both advisors recommend we maintain our current investment strategy.

The FY2009 audit has been distributed and the committee anticipates meeting this month to approve the FY2010 audit so it can be distributed as soon as possible. We have asked that the FY2011 audit be expedited.

Trustees of the New Castle Common
Minutes of November 1, 2011

Starting next month we hope to have a new set up available for those directors unable to physically attend a meeting. The device would allow directors to participate via the phone.

ELECTION COMMITTEE REPORT – Mr. Gallagher reporting.

Nothing to report.

LIBRARY COMMITTEE REPORT – Mr. Viola reporting.

There are two events over the next two weeks that represent milestones (noted earlier in this meeting). Mr. Viola thanked everyone who helped with the capital campaign and said it is now winding down. While the library is facing challenges things are going well. The facility is being heavily used, computer stations are full, and the staff is doing a great job. He encouraged directors to visit. The three year note the library signed with our support to provide construction funding through the last three years will be due on 1/10/12. Messrs. Viola and Gallagher have talked to Mr. Appleby. Messrs. Viola and Gallagher plan to meet with Mr. Chris Cashman (president of the library board) and representatives of Artisan and may talk to other banks as well.

Ms. Ross asked for a report on the humidity problem. Mr. Viola has not heard anything since last month and is not aware of any activity at this time. Concern was expressed about heat generated by the portable dehumidifier, but had nothing to do with the vault. Ms. Fiske said if there are any humidity problems in the library they should be corrected. The company that designed and installed the equipment were consulted and Mr. Viola will follow up. There was a quarterly maintenance inspection done by National HVAC and he would have been informed if something was wrong. (*Mr. Viola will inquire about results of inspection*). There was an incident last summer involving an automatic aspect of the heating and ventilating system which we did not understand. When the room is full of people it draws in outside air, but in the summer the outside air is humid and the geothermal system was drawing in that air. We had this problem corrected and it has been operating fine since. (*Discussion continued with concerns expressed about whether the system is functioning properly.*)

Mr. Gallagher asked about matching grant money received for the library. We need to officially end this campaign. Mr. Viola asked the library to review records for the dollar amounts they received from the time we supported the challenge grant and then it is a matter of how to provide the matching funds. When the figure is known Mr. Viola will recommend the Trust make, a presentation with a check(s) representing our portion. The presentation can coincide with the announcement of the end of the capital campaign.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Ms. Fiske has talked to Mr. John Lloyd about trees the Delaware Center for Horticulture will be giving on Saturday, 11/7/11. Mr. Lloyd said they have not consulted with residents of Dobbinsville since only nine trees will be planted, but they will be consulted next spring when 46 trees are planned for planting. Each tree is valued at \$400. A total of 40 trees are being planted city wide on Saturday, including the nine in Dobbinsville and a replacement tree at the tennis courts.

BYLAW COMMITTEE REPORT – Mr. Gallagher reporting.

Ms. Fiske and Ms. Margaret Hassert have been working on the bylaws, changing language to make it more user friendly. He thanked both ladies for their work. *(Mr. Taylor and directors received electronic copies of the bylaws document a month ago and again tonight.)* He asked that directors review the document and be prepared to discuss at the next meeting. Ms. Fiske described how the work was done and has added definitions at the end. The changes are intended to clarify language without making substantive changes. Substantive changes can be made after the review process is done. Mr. Gallagher wants to be aggressive in reviewing this document. *(Lengthy discussion.)*

Mr. Meek made a motion to review to a specific point as defined by Ms. Fiske and Mr. Gallagher. Ms. Fiske suggested reviewing through to page 19 and be ready to discuss in December. The motion was seconded and approved.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

There are no new policy suggestions to report.

OTHER COMMITTEES

Mr. Alfree informed he was asked by President Wilson to make recommendations for committees that Mr. Clayton could serve on. Mr. Alfree made a motion to recommend Mr. Clayton be a member of the Property Maintenance, Property Development and Election Committees. Mr. Gallagher seconded the motion which was approved.

Archives – Ms. Fiske reporting.

She and Mr. Meek have been cataloging blueprints and other documents. Timeline for completion is unknown; Mr. Meek estimated four (4) months.

Penn Farm Capital Campaign – Ms. Fiske reporting.

The lease for the farm states the committee for restoration of the farmhouse shall make a report at least quarterly. It has been five (5) months since the lease was signed. The capital campaign committee for the farmhouse has not yet been formed; therefore, no progress can be informed. She and Mr. Meek met with Mr. Mark Chura informally on 10/17/11 which was very informative. *(Discussion about use of the building and its current condition and fundraising followed.)* Mr. Meek believes the lease needs to be reviewed to learn the role of Delaware Greenways. The lease calls for two committees, Capital Campaign Committee and Advisory Committee. He is not clear of the extent these two committees exist. UD personnel is going to do an initial portion of documentation for the farmhouse. There was a \$1 million budget for the capital plan, that this is not part of this committee, which raises funds for the farmhouse. This committee is not to raise any monies for the Delaware Greenways project itself. They will raise monies for the farmhouse only. *(Additional discussion about parameters of fundraising and project decisions took place.)* According to Mr. Castagno, the plan is congruent with the infrastructure. Fundraising and redevelopment of the farmhouse must be done in a way that is historically correct. Fundraising is to be required and needed for the plan to be developed by the UD, about \$30,000. Mr. Meek said a proposal from Becky Sheppard of UD states it is a documentation plan and when she is finished with the plan she will indicate what is to be

preserved. She will have nothing other than documentation and no suggestion on how to go forward with preservation. This would go to a preservation architect. UD does not have a plan for preservation. This process should go through this board. (*Further discussion.*) Mr. Meek is concerned that we are “raising funds to restore the farmhouse for residential use and viable program use.” According to the lease, any major renovations will go through a full architectural plan endorsed by UD and this body. Concern was expressed about lack of communication with UD. Mr. Castagno assured the board that any proposal will come before the board. (*Talk about safety of the buildings and associated liability.*) Mr. Meek asked Mr. Taylor if we want to enforce the lease later, does it create a problem if we have not enforced the lease earlier? Mr. Taylor said there is a general provision that says if you don’t strictly enforce something it is still not construed as a waiver, but he does not see a reason why these two committees aren’t up and running. Messrs. Meek and Castagno are the Trustees on the Advisory Committee. Ms. Fiske is concerned with Delaware Greenways adhering to their lease. The Property Maintenance Committee is involved with this project and is looking at it. (*More discussion.*) A plan is needed before any work is done and it will be presented to the Property Maintenance Committee.

Scholarship Committee -- Ms. McDonough reported that Ms. Wynn Mund is chairing this committee and there are a couple new members on the committee. A new scholarship application and guidelines have been developed and a history of the program is being prepared by Ms. Margaret Hassert to be published in the *New Castle Weekly*. They are working to consolidate files and assemble a complete record of funding sources and recipients since the program’s beginning (~1985). Mr. Bernard Pinckett and Mr. Paul Flannigan are leaving the committee and have served since the program began. A suggestion was made to acknowledge their service.

FOIA – A FOIA committee will be formed before next month.

Family Foundations – Nothing to report.

COMMUNICATIONS – Nothing to report.

There being no further business, the meeting was adjourned at 9 p.m.

Respectfully submitted,

Deborah Turner
Stenographer

Trustees of the New Castle Common
Meeting Minutes
December 6, 2011

Present: Messrs. Alfree, Castagno, Clayton, DeAscanis, Gallagher, Meek, Viola, Wilson, Yacucci; Ms. Fiske, Ms. Ross*, Mr. Taylor, Esq., Ms. MacDonough, Executive Secretary, Ms. Turner, Stenographer. Also present, Mrs. Mimi Carpenter of the New Castle Weekly.

Absent: Messrs. Appleby and Gambacorta

*Ms. Ross joined the meeting at 7:10 p.m.

The monthly meeting of the Trustees was held on Tuesday, December 6, 2011 at 7 p.m. in the Trustees Room of the Old Town Hall. Mr. Wilson called the meeting to order followed by a moment of silence.

Business from the Floor: There was no business from the floor.

Monthly Calendar: The Finance Committee will need to meet, but the date is unknown at this time. The next Trustees meeting will be held on January 10, 2012 and the Property Development Committee will meet on January 9, 2012. Open Space Committee will meet if drawings for the park are received. Mr. Alfree said the annual ballots and committee assignments will be distributed in January and then voted on.

Minutes: Two (2) corrections were noted. A motion was made by Mr. Gallagher to approve the November minutes as amended. The motion was seconded and the minutes were approved as amended.

Executive Secretary's Report: Ms. MacDonough reported.

Our former elevator lease has expired and we are now under contract with Delaware Elevator. Our copier lease is also up for renewal. The volume does not justify renewal and the lease will not be extended. Options were discussed, including the possibility of use of the fire department's copier using Trustee supplies. Mr. Clayton will explore this option and report back. Ms. MacDonough reported that she will also be looking into different voice/telecommunication providers. As reported at an earlier meeting, she will be looking into securing four wooden lateral files for the board room for increased file storage. She continues to work with the Finance Committee to supply 4-5 banks with information so they can provide a quote for a library loan and checking accounts with banks other than Wilmington Trust. She is working with the Property Development Committee to update property maps through Vandemark & Lynch. She received a couple of inquiries from students wishing to get in the scholarship program, and the quarterly sewer bill was paid on November 30, 2011. Mr. Gallagher asked about technical support for securing a speaker phone for the board room. Mr. Wilson informed he has a contact that will visit the building and provide a quote. He would like to be able to accommodate electronic presentations by installing a hanging unit. The Property Maintenance Committee will be consulted before any action is taken. Mr. Viola reminded that several years ago the City wanted to install speakers in their chambers but were not permitted to do so in the spirit of maintaining the historical integrity of the building. Mr. Meek informed that Vandemark & Lynch is waiting for guidance from the Trustees as to what we want on the maps they are upgrading. Mr. Wilson suggested Mr. Meek discuss with the chairs of the Property Development and Property Maintenance Committees and report back in January 2012.

Treasurer's Report: Mr. Gallagher reported.

The November treasurer's report has been issued. A problem was noted under 'maintenance'; the report shows we did not draw down the \$92,000 in general maintenance this month. They are following up with the accountant and approval of the November report will be postponed until January 2012.

PROPERTY DEVELOPMENT COMMITTEE REPORT – Mr. Alfree reporting.

Airport Easement –We still have not heard from the DRBA regarding signing of documents concerning the Midas building. The topic will remain on the agenda until we hear from them.

Penn Farm/Delmarva Easement (formerly School Lane Easement) – Aerial lines will be placed underground and it was hoped we could use the former easement, but we cannot. A new easement was developed by Delmarva and sent to Mr. Taylor who has made some adjustments and returned the document to Delmarva.

Encroachment & Hazardous Materials Letters – A draft letter is being worked on.

5 & 7 East 2nd Street Park – Vandemark & Lynch has performed a survey of this area. Messrs. Alfree and Taylor and Ms. Fiske met with them last week. Last night Mr. Taylor met with Messrs. DeAscanis, Wilson, and Clayton to inform what has been learned. The four houses on Delaware Street have all encroached into the park by 10-14 feet. Behind each home there is a wall about a foot tall that identifies property lines. Between a driveway (former Koszak property) and the park there is an area approximately 6-8 feet that is in "limbo." After talking to Vandemark & Lynch they recommend authorizing them to work from The Strand property towards the park. This would cost more money but would give us as close of a line as possible. Mr. Taylor recommends the Trustees take advantage of the property that is in the foreclosure process (second house) and encroaches. Additionally, Mr. Taylor will notify the asset manager of 119 Delaware Street that the Trust will be removing the encroaching fence and cleaning up the area. The Property Development Committee is in agreement and recommends that the Board approve a motion to extend the survey approval to start from The Strand and work towards 2nd Street to get the best line possible. A letter will be sent to encroaching property owners of the Trust's intentions.

Mr. Alfree made a motion that the Property Development Committee extend its contract with Vandemark & Lynch to allow them to survey the property from The Strand towards 2nd Street in conjunction with our former authorization of 2nd Street to the water. Ms. Fiske seconded the motion.

The cost is unknown but estimated to be double. The motion was approved.

DeIDOT Street Light & Traffic Camera – The street light will illuminate Hare's Corner and be located on our property at Burger King. The traffic camera will be on the Airbase property. DeIDOT is now moving forward with this and an easement for the street light at Burger King will be needed. Airbase is fine with the traffic camera.

Tele/Antenna – The Trust has received a request from a company looking to rent ground space to install a tele/antenna along Sunset Boulevard (Home Depot/Pathmark). Ms. MacDonough and Mr. Alfree will meet with the representative to gather more information and report back to the Board.

Living Shoreline – Mr. Alfree received a call from DNREC last week. They are working with the City of New Castle on a “living shoreline.” The City got a grant to have a consultant make recommendations on how to revive a living shoreline and they would like President Wilson to sign a document giving the contractor permission to go onto the area of the shoreline adjacent to the Gambacorta marsh dike to take geotechnical (dirt) samplings. Mr. Alfree believes the Board should be involved with this effort. Mr. Appleby has been associated with this effort as well. The Property Development Committee recommends authorizing the president to sign the letter (read aloud by Mr. Alfree) giving the contractor (Hillis-Carnes Engineering Associates) authorization to do geotechnical sampling (standard penetrating tests/borings) along the Delaware River directly adjacent to the Gambacorta marsh dike.

A motion was made by Mr. Alfree to give permission to President Wilson to sign the letter. Mr. Gallagher seconded the motion which was approved.

OUTREACH COMMITTEE REPORT – Ms. Ross reporting.

The committee met last week. They reviewed the grants received prior to the deadline of November 30, 2011. Ms. Ross questioned whether Good Will was separate from the City. It was confirmed that it was separate as of last year. Monies are presented directly to Good Will. Ms. MacDonough informed that four more applications have been received by the deadline. There was a question of the amount the historical society stated they received versus what the records show.

PROPERTY MAINTENANCE COMMITTEE – Mr. Viola reporting.

Mr. Viola reported that the collaboration with MSC at the Penn Farm is turning into a positive experience. They are enthusiastic with the work being done at the farm. Mr. Castagno echoed Mr. Viola’s comments. MSC has absorbed the cost of additional electrical service, infra-structure improvements, site lighting, and developed water service lines. They know we are serious about the water recharge protection area (300 ft. around wells) and the activity is tightly managed. They are also on email distribution about anything in this area. A RFP will be published in the next 30 days for the sanitary system that will connect the house, barn, milk house and stand to the New Castle County sewer system. They will publish the specs and design for bids. Clearing of the triangle continues, weather dependent. They hope to have an agricultural product in the spring. The Colonial School District has reported on activities between Delaware Greenways and the school district. The publication compliments the school district and MSC’s enthusiasm for the project. It was reiterated that MSC is investing an enormous amount of money into the Penn Farm project and it is a good working relationship.

Mr. Alfree created a one-page synopsis of the Penn Farm lease (non-legal parts) identifying who is responsible for what. Specifics are defined in the actual lease. Copies were provided to all Board members.

Vault Humidity Issue – Mr. Viola followed up with the architects after the November meeting and also met with all the principals involved to determine what the situation is with the environment to the Trustee vault located in the library. Messrs. Viola and Meek attended the meeting with representatives from National HVAC (maintains the library system and all other Trust properties), architectural and engineering firms, and the company that installed the geothermal system. It was an informative and constructive meeting. The work that came out of that meeting was to have started last week. They need access to the server to do the work needed, but experienced a problem with a licensing issue. National HVAC and the company that installed the system will be back at the library tomorrow. Messrs. Viola and Clayton will be present as well.

At the meeting it was mentioned the biggest risk of contents of the vault would be the possibility of the sprinkler system being activated. Unless our documents are stored in water-tight cabinets we could experience loss/damage. Nothing has been determined concerning the humidity issue. Ms. Fiske and Mr. Meek have been in contact with Winterthur and they will be visiting the vault tomorrow to look at what equipment would be appropriate. Mr. Viola recommended working first with the people who installed, maintain, and monitor the equipment. It is Mr. Meek's hope that Winterthur can provide knowledge of the humidity level in the vault (hydrometer).

Mr. Meek talked about an article in a recent New Castle Weekly about Delaware Greenways cleaning up trails at the Hermitage property. With respect to the open space, a discussion followed about what the board should be doing with the Hermitage. One suggestion was to tie trails in with a wetlands type of project. It was stressed that the Trust needs to know what is going on and keep on top of activities. Discussion followed about the role of Delaware Greenways with trails and signage. Mr. Wilson will work with the Open Space Committee and research past minutes to determine what action was decided. Mr. Wilson would like the Open Space Committee to contact the president of Delaware Greenways to learn what the volunteer effort is.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

Investments are in good shape. The 2010 audit is complete and all Board members have received a hard copy. The 2011 audit process will begin next week. The Finance Committee will meet to review the 2011 audit when it is ready. The Trust is a co-borrower with the library board on a loan that will come due on January 10, 2012. A number of financial institutions have been contacted for proposals. Mr. Gallagher asked the Board to give the Finance Committee the approval to make a decision and move forward when more information is received so the loan with Artisans can be made on January 10. At this time he has met with PNC, Artisans, Wells Fargo, WSFS, and Fulton.

Mr. Gallagher made a motion that the Finance Committee be able to evaluate the proposals received and negotiate what it believes are the best terms and rates to be able to deal with the outstanding loan we have with Artisans Bank. Ms. Fiske seconded the motion. The motion carried.

ELECTION COMMITTEE REPORT – Mr. Gallagher reporting.

Nothing to report.

LIBRARY COMMITTEE REPORT – Mr. Viola reporting.

Ms. Katie Newell, Library Director, will be leaving the library effective December 22. She has been with the library for seven years and during that time she has helped navigate through the renovation and expansion project and effectively managed during difficult financial times. The library board has named Julie Kirk as Interim Library Director. Julie has worked at the library for ten years. A farewell event for Katie will be held at the library on Thursday, December 15, 2-5 p.m.

Mr. Gallagher asked if a matching figure had been determined for the recent fundraising campaign. Mr. Viola reported the figure as of when the tribute garden was dedicated as \$31,765. He is still being approached by people who have asked if the Trustees would continue to match additional brick orders for a period of time. The end of the Board's fiscal year was suggested as the official cutoff date. (Further discussion about dates followed.)

Mr. Alfree made a motion that the cut-off for matching funds for the library campaign be January 31, 2012. Mr. Meek seconded the motion. The motion was approved.

Mr. Viola suggested that a resolution be prepared for Ms. Newell recognizing her hard work and extending our appreciation for same. The Board was receptive and he will work with Ms. MacDonough to develop the document.

OPEN SPACE COMMITTEE REPORT – Ms. Fiske reporting.

Ms. Fiske had no other information to offer.

BYLAWS COMMITTEE REPORT – Mr. Gallagher reporting.

The first 19 pages of the draft dated November 1, 2011 were addressed. Ratification of reviewed sections can be done as the review process goes forward. Lengthy discussion centered on the Trustee seal. Wording is being reviewed at this time and substantive changes will be handled at the end of the review process. Mr. Viola questioned the words "at once" as it appears on the last line of Page 14. It was noted that a motion was made and approved to remove this language at the June 2011 Board meeting; therefore, that language will be removed now. Mr. Meek inquired about the number of Board members (13) as stated in the draft document. This subject will be researched. Mr. Alfree noted the Trustees have never determined how its meetings are conducted, i.e., Roberts Rules of Order, green book. President Wilson identified "Modern Rules of Order" as the book we operate from. Mr. Alfree said the reference book should be identified in the bylaws. The Board was requested to review pages 20-30 for the January 2012 meeting.

BATTERY PARK COMMITTEE REPORT – Mr. Castagno reporting.

Mr. Castagno reported that City Administrator Thomas has arranged for the Department of Corrections to do some cleaning up of the beach from December 12-16. There will be a permit process (administered by City) in place for the public who want to cut and remove firewood for themselves. The event guideline is being worked on and they are close to a proposal.

OTHER COMMITTEES

Mr. Meek said there is an interest in oral history and he has been in contact with several residents. He has purchased a recorder and has already started interviewing one person but enlisted the assistance of fellow Board members in getting interviews started with other local residents. (Discussion followed.)

FOIA Committee – Mr. Gallagher reported the committee has met and has some legal concerns they wish to address in executive session.

City Calendar – Ms. MacDonough has been notified by Administrator Thomas that if there are any changes to what the Trustees submit, they are asked to notify her.

Capitol Campaign/Farmhouse Committee – Ms. Fiske said the committee has not yet been formed. The lease calls for the committee to meet at least quarterly and it will be six months tomorrow.

COMMUNICATIONS – Mr. Alfree reporting.

Mayor Reese has communicated with the Board that several citizens have expressed their concern with having lighting on the walkways at Battery Park. Concern was also expressed for lighting at the flagpole on the point. Mr. Wilson said these concerns have been discussed previously and it was decided not to install lighting because the park is closed in the evening. He suggested having the Battery Park Committee discuss with the City police department and report back. Seasonal lighting was also suggested. The flagpole on the point at Battery Park already has lighting.

A motion was made by Mr. Meek to enter into Executive Session (9:15 p.m.) The motion was seconded and approved.

The Board reconvened to regular session at 9:52 p.m. There was brief discussion about publishing Trustee agendas for monthly Trustee meetings in the New Castle Weekly.

A motion was made and seconded to submit to the New Castle Weekly a simplified agenda for monthly Trustee meetings. The motion carried.

A motion was made and seconded to change the agenda item “Business from the Floor” to “Public Input.” The motion carried.

There being no further business, the meeting was adjourned at 9:55 p.m.

Respectfully submitted,

Deborah Turner
Stenographer