

Trustees of the New Castle Common
Meeting Minutes
January 4, 2022

Present: T. Episcopo (*Vice President*)
M. Alfree (*Secretary*)
B. Antonio (*Asst. Treasurer*)
D. Baldini
C. DeAscanis
A. Taylor, Esquire

Attending via
Telephone: P. Toner (*President*)
G. Yacucci
F. Gallagher (*Treasurer*)
M. Martinelli, Property Manager

Absent: T. Clayton
T. Wilson

Also present: K. Weirich, Stenographer
M. Alexander, The Weekly

The monthly meeting of the Trustees was held on Tuesday, January , 2021, in the Trustees Room of Old Town Hall. Mr. Episcopo called the meeting to order at 7:20 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

President's Communications

Mr. Toner had no communications to report.

Monthly Calendar

- Outreach Committee – 1/17/22, 7 p.m.
- Finance Committee – 1/27/22, 4 p.m.
- Land Management Committee – 1/27/22, 5:30 p.m.
- Property Maintenance Committee – 1/26/22, 4 p.m.
- Ad Hoc Bylaws Committee – 1/24/22, 4 p.m.
- TNCC Board Meeting – 2/1/22, 7 p.m.

Minutes

12/7/21 TNCC Meeting Minutes – Board members did not have sufficient time to review the December meeting Minutes and the decision was made to postpone review and vote on the December 7, 2021, Minutes until the February 2022 TNCC meeting.

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Report for 12/31/21 was sent out prior to the meeting.

Mr. Gallagher explained that the Cash Ledger Balance is high because Nolan did not work the last week of November. Payment to Nolan will be made on January 5, 2022, which will reduce the funds available for 2022 to \$261,000.

Mr. Alfree made a motion to approve the Treasurer's Report dated 12/31/21. Mr. Episcopo seconded the motion. The motion was approved.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

The Land Management Committee did not meet this month. Every system in place has either been approved by the Board or the Board is waiting for the entity to do it.

OUTREACH COMMITTEE REPORT – Ms. Antonio reporting.

The Committee has received approximately 14 applications and will review them on 1/17/22. A summary report will be prepared and distributed to Board members, and packets will be distributed by Ms. Fontinha.

PROPERTY MAINTENANCE COMMITTEE – Mr. Episcopo reporting.

(Property Maintenance Update provided to the Board.)

- Penn Farm – A tree came down at Penn Farm. The tree in the front is a flowering magnolia. Bartlett Tree inspected the magnolia tree and determined that it needs some trimming and fertilizer and can be saved.
- Little League Field – We are waiting for the survey to be scheduled.
- Hermitage Nature Area (Hermitage) – A meeting was held with Jim Sidlowski to discuss his expertise and the Plan he submitted to the Committee. Because Mr. Sidlowski is not a volunteer, a Board decision is needed to hire him. After discussion it was agreed that the Committee will extend an offer to Mr. Sidlowski to begin work April 1, 2022, with remuneration not to exceed \$12,000 over the course of six months. A line item for the Hermitage will be added to the 2022-23 PMC budget.

Mr. Episcopo made a motion to approve the Property Management Committee to negotiate an offer to James Sidlowski for six months to begin April 1, 2022, with remuneration not to exceed \$12,000. Mr. Toner seconded the motion. A roll call vote was taken.

Mr. DeAscanis – yes

Mr. Episcopo – yes

Mr. Baldini – yes

Mr. Gallagher – yes

Mr. Alfree – yes

Mrs. Antonio – yes

Mr. Toner – yes

Mr. Yacucci – yes

The motion was approved by unanimous vote.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

Mr. Gallagher reviewed the documents. Outreach will have everything to the Finance Committee by February 4th. Mr. Gallagher reminded PMC that the other component of the budget needs to be prepared and submitted by February 4th in order to complete the draft

budget. Key dates: February 4th – all submissions due; February 18th – full draft budget review; March 15th – Special TNCC Budget Meeting to finalize the budget.

OTHER COMMITTEES

Bylaws Committee – Mr. Gallagher reporting.

Mr. Gallagher stated the committee met to discuss proposed changes to Article XI. This is considered the first reading with voting to come next month.

Article XI, Section 5, The Board Secretary – The committee proposes adding the language (in quotes).

The Board secretary shall ensure that all the proceedings at the Board meetings are recorded. Tape recordings may be used to assist in keeping minutes of the Board's proceedings. Once the minutes have been approved by the Board, the tapes shall be erased or reused for the next meeting. He shall perform like duties for the standing committees when required. He shall cause notice of all meetings of members of the Board to be given, "shall act as the liaison to the independent Scholarship Committee," and shall perform such other duties as may be prescribed by the Board. He shall have custody of the Corporation seal and authority to affix the same to any instrument requiring it; when so affixed, it must be attested to by his signature.

Mr. Gallagher stated the committee met to discuss proposed changes to Procedure IV. This is considered the first reading with voting to come next month.

Procedure IV, Officers – The committee proposes adding the language (in quotes).

D. The new officers will begin their term on April 1. "As their first official duty they shall work with the Treasurer to update Signature information for appropriate financial accounts." Any officer elected by the Board may be removed at any time by the affirmative vote of a majority of the Board; if a vacancy occurs in any office of the corporation, it shall be filled by a vote of the Board.

Mr. Gallagher stated the first reading of proposed changes to the By-Laws took place last month.

Article XII, Trustee Committees, Section 1, Committee Formation – The committee proposed adding the language (in quotes).

Committee meetings are open to all Trustees, but only committee members may vote. Each committee will set a routine time to meet each month so any Trustee interested in attending the meeting can plan accordingly. "If a meeting is canceled or rescheduled, the chair is responsible for contacting all Trustees to make them aware of the change."

Mr. Gallagher made a motion to change Article XII, Trustee Committees, Section 1, and Committee Formation, as presented. Mr. Alfree seconded the motion. A roll call vote was taken.

Mr. DeAscanis – yes

Mr. Episcopo – yes

Mr. Baldini – yes

Mr. Gallagher – yes

Mr. Alfree – yes

Mrs. Antonio – yes

Mr. Toner – yes

The motion was approved by unanimous vote.

Article III, Financial Accounts – The committee proposed adding the language (in quotes).

All funds which are the property of the Corporation shall be deposited in financial accounts as may be authorized and maintained by the Corporation. All checks shall be signed by two (2) officers of the Board. “For this purpose, officers will be defined as President, Vice-President, Secretary, Treasurer, Assistant Secretary and Assistant Treasurer.”

Mr. Gallagher made a motion to change Article III, Financial Accounts, as presented. Mr. Alfree seconded the motion. A roll call vote was taken.

Mr. DeAscanis – yes

Mr. Episcopo – yes

Mr. Baldini – yes

Mr. Gallagher – yes

Mr. Alfree – yes

Mrs. Antonio – yes

Mr. Toner – yes

The motion was approved by unanimous vote.

Mr. Baldini explained that the committee will look into updating language in the By-Laws and Procedures and Policies to ensure all direction in both documents are synchronized. The updates will be simple edits and not substantive changes.

Battery Park Committee – Mr. Episcopo reporting.

Mr. Episcopo stated that a request was received asking if permission is needed to go fishing at Battery Park, and asked if the Trustees or the City had purview. The signage does not address fishing. Mr. Toner stated that fishing is only allowed south of Dobbinsville. Mr. Toner will respond to the inquiry.

Election Committee – Mr. Episcopo reporting.

There are currently three candidates: Sheila Shannon, Christine Masiello and Angelo Rispoli. The last date for a candidate to file is February 3, 2022.

Sports Complex Planning Committee (Messrs. DeAscanis, Wilson, Toner, Mrs. Antonio) –

Mr. DeAscanis reporting.

Mr. DeAscanis stated the contractor is done with the field survey and will submit the survey results later this week.

COMMUNICATIONS – Mr. Alfree reporting.

- Board members will receive their ballot in January for Officers assuming office April 1, 2022. Those Board members who did not already receive their ballot can pick it up in

their mail slot in the Trust Office. All ballots are due back on January 18, 2022. For record keeping purposes, Mr. Alfree requested that all ballots be returned, regardless of whether you wish to run for office or not. Officers will be identified before the March 2022 meeting.

- Mr. Alfree stated that tonight is Debbie Turner's last official day with the TNCC. On behalf of all Board members, Mr. Alfree expressed his deep appreciation for Ms. Turner's work with the TNCC and wished her the best in her retirement.
- Penn Farm is moving along. The outside is mostly done, with a second coat of paint and some work on the roof still to be completed. Insulation will be installed in the new building starting January 5th and installation of drywall will begin on January 7th. A meeting with all contractors will be held to ensure that all wiring is correctly positioned so the drywall can be properly installed. The heating duct was installed today. It will be set at 60° during the day and 50° at night to ensure the building is adequately heated for drywall installation.
- Mr. Alfree stated that a time capsule will be placed in the Penn Farm farmhouse and he encouraged everyone to make a paper submission no larger than 8-1/2"x11" placed in a business size envelope. The deadline for submissions is March 15, 2022. Mr. Alfree noted that Ms. Fontinha will prepare a lineage of the TNCC to be placed in the time capsule and offered a few suggestions of the type of submissions they are looking for, including photos, remembrances, etc. The time capsule will be opened on the TNCC's 275th anniversary.

MISCELLANEOUS

- Mr. Taylor noted that he has one item to report for Executive Session that does not require a vote.
- Mr. Toner stated a Dobbinsville resident reported that someone who is renovating a house on Clymer Street is taking construction materials and throwing them on Trust property. He will forward an email with pictures to the Board. Mr. Episcopo asked if the City Police should be notified and Mr. Toner stated that the resident reported the issue to the Police.

With no further business to address, Mr. Alfree made a motion to move to Executive Session at 8:13 p.m. Mr. Episcopo seconded the motion. The motion was approved.

The Board returned to Regular Session at 8:23 p.m.

With no further business to address, the meeting was adjourned at 8:24 p.m.

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
February 1, 2022

Present: P. Toner (*President*)
T. Episcopo (*Vice President*)
M. Alfree (*Secretary*)
B. Antonio (*Asst. Treasurer*)
D. Baldini
C. DeAscanis
G. Yacucci
F. Gallagher (*Treasurer*)
M. Marinelli, Property Manager
T. Clayton
T. Wilson
A. Taylor, Esquire

Also present: K. Weirich, Stenographer
M. Alexander, The Weekly

The monthly meeting of the Trustees was held on Tuesday, February 1, 2022, in the Trustees Room of Old Town Hall. Mr. Toner called the meeting to order at 7:05 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

President's Communications

The Hermitage – Mr. Toner noted that former Trustee Meek recommended that the Board hire Jim Sidlowski to perform specific functions at The Hermitage. Messrs. Toner and Episcopo met with Mr. Greg Gagliano, owner of Red Tail Restoration & Land Management, LLC (Red Tail) and the decision was made for Red Tail to hire Mr. Sidlowski as a Special Project Manager. An Addendum to the Contract Agreement was accepted.

Mr. Toner made a motion that the Trustees approve the Agreement.

Mr. Gallagher asked for clarification of the number of hours Mr. Sidlowski would work. Mr. Toner stated that Mr. Sidlowski would be approved to work up to 40 hours per month as approved by the Trustees.

Mr. Gallagher seconded the motion. On vote, the motion was unanimously carried.

Sea Level Rise Task Force – Councilperson Day has requested Trust representation on the Sea Level Task Force. A similar request was made by Ms. Gail Seitz, Planning Commission Chair, who noted that a group of riverfront property owners are interested in a berm extending from the existing berm on the east side of the City. As the two topics are related, Mr. Toner asked that all relevant interests work with Council on the formation of the Task Force.

Trustee Email Addresses – Mr. Toner noted that Trustee email addresses will be changed to a First Initial/Last Name format @TheTrusteesNCC.org. The change should take place in April

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2022 after the Trust offices are relocated to the Penn Farmhouse. All communications through email will be saved to the Cloud on a webserver that can be backed up to PCs as necessary.

Penn Farm Open House – The open house will be held on June 4, 2022.

Mr. Toner made a motion to approve \$20,000 for the Open House on Saturday, June 4, 2022.

Mr. Toner noted that June 4th is the week before Separation Day and the Saturday before the June Trustee Board meeting. Mr. Yacucci will coordinate the event and all suggestions/communications regarding the event should be directed to him. Volunteers and ideas are welcome to ensure an outstanding event. A flyer is being crafted based on historic flyers.

Mr. Gallagher stated that the expense needs to be added to the next fiscal budget.

On The Same Page: Your City and You – Mr. Baldini noted that the NCCP will be holding three events in New Castle to introduce all agencies and non-profits available in the City to the general community. The events will be held on February 24th, March 10th, and March 31st at the New Castle Library. Participants include the Mayor, City Council, Goodwill Fire Company, the Police Department, the Historical Society, MSC, Libraries, Arasapha, the Arts Council, the Jaycees, The Lions Club, The Arts Council, and the Sailing Club. The organizers are requesting participation from the Trust in the form of a short presentation at one of the events.

Mr. Alfree read the communication that was received from Cindy Snyder and will email the communication to all Trustees.

Monthly Calendar

- Outreach Committee – 2/21/22, 7 p.m.
- Finance Committee – 2/23/22, 5 p.m.
- Land Management Committee – 2.24/22, 5 p.m.
- Property Maintenance Committee – 2/23/22, 4 p.m.
- Ad Hoc Bylaws Committee – 2/21/22, 4 p.m.
- TNCC Board Meeting – 3/1/22, 7 p.m.

Mr. Gallagher reminded the Board that Budgets are due to him by Friday, 2/4/22. A consolidated Budget will be distributed on 2/18/22.

Additions to the Calendar:

- In Person Voting – 3/3/22 and 3/4/22, 10 a.m. to 3 p.m.
- Budgets Due – 2/4/22
- Consolidated Budget Distributed – 2/18/22
- Delete PMC – 2/25/22

Minutes

12/7/21 TNCC Meeting Minutes – **Mr. Clayton made a motion to approve the 12/7/21 TNCC Meeting minutes as distributed. Mr. Yacucci seconded the motion. The motion was approved.**

1/4/22 TNCC Meeting Minutes – **Mr. Clayton made a motion to approve the 1/4/22 TNCC Meeting minutes as distributed. Mr. DeAscanis seconded the motion. The motion was approved.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Report for 1/31/22 was sent out prior to the meeting.

Mr. Gallagher asked the PMC when invoicing for landscaping and grass cutting would stop for the winter. Mr. Wilson will obtain a schedule from the Antonios and ask when billing will end for the winter. Mr. Toner asked that Mr. Wilson also ask what the difference is between "landscaping" and "grass cutting". It was recommended that the invoices be itemized to ensure the bill accurately reflects the work done in order for expenses to be properly categorized.

In response to a question from Mr. Episcopo, Mr. Gallagher explained the process from invoice receipt to payment. Mr. Episcopo noted that the PMC has found that some payments have been added to "Miscellaneous" in error. During discussion it was noted that the invoice should clearly designate the property and the work done. Going forward the PMC will verify that invoices are properly categorized on the approval sheets.

Further discussion included when committees would change and Mr. Alfree explained that Trustees will receive their committee requests in March/April and new committees will start in September.

Mr. Gallagher noted that the Operating Budget Contingency-Commercial Properties incorrectly reflects a \$10,000 overdraft. \$12,750 of that goes against Capital. He explained how the error occurred and stated that it would be corrected in next month's Budget.

Mr. Gallagher made a motion to approve the Treasurer's Report dated 1/31/22. Mr. Episcopo seconded the motion. The motion was approved.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

Twin Spans – Mr. Alfree explained that Twin Spans is refinancing. Rent will increase with the CPI. Memorandum of Lease and Recognition Agreement documents are required by the bank and both will require the President's signature.

Mr. Taylor explained that the Memorandum of Lease states that a lease is in effect and gives the dates. The Recognition Agreement states that if Twin Spans defaults on the mortgage and the Bank takes over the balance of the lease the Trust will recognize the Bank as the tenant under the same lease terms.

Mr. Alfree made a motion to approve the Memorandum of Lease as it relates to Twin Spans Maintenance Company LLC. Mr. Baldini seconded the motion. The motion was approved.

Mr. Alfree made a motion to approve the Recognition Agreement as it relates to Twin Spans Maintenance Company LLC. Mr. Gallagher seconded the motion. The motion was approved.

Gordy Management – The lease is up and will be corrected by CPI method. This is the next-to-last 5-year lease extension for the property. Gordy Management would like to add three additional 5-year options under the same process (CPI / Appraisal / CPI).

Mr. Alfree made a motion to approve three additional 5-year leases for Gordy Management based on the standard terms that the Trust uses. This comes with a unanimous recommendation from the Land Management Committee. Mr. Gallagher seconded the motion. The motion was approved.

Dialysis Center - Fresenius Kidney Care First State is a national company with dialysis centers throughout the United States. They recently contracted with a firm to review all leases, including the lease with TNCC. Mr. Alfree recommended that this item be discussed in Executive Session for a matter of real estate.

The Garrison / Ferrara – The committee is still working on these donations and there is nothing to report at this time.

Dog Park – Mr. Toner stated that a request has been submitted to the Outreach Committee for a dog park. Mr. Sidlowski recommended an area 120' x 135', approximately 16,200 square feet, starting 130' from the NW corner of the Ice House. The area has been staked with red flags. He noted that there has been some criticism for placement of a dog park at The Hermitage; but asked the Trustees consider several factors:

- City Council has requested the dog park.
- The Hermitage is centrally located among the 13 New Castle neighborhoods.
- A dog park has been recommended over two decades through two consecutive Comprehensive Plans and dozens of members of the Planning Commission and resident surveys.
- It is an added amenity for the City.
- There are more Trustee dog owners than not.

Mr. Toner added that:

- There will be a 50 year licensing agreement between the Trust and the City at a rate of \$1 per year.
- On approval, Mr. Taylor can begin discussions with City Solicitor Dan Losco on the particulars.
- In addition to coverage provided under the Licensing Agreement, the Agreement will also spell out that the City is responsible for signage, insurance and maintenance.

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- Any potential lapses in insurance or maintenance would have the land immediately revert to the Trust with as little as 30 days' notice to the City of the Trust's intent.
- The City has a request for funding to Outreach.
- The two issues are mutually exclusive: whether or not funding is approved and whether or not use of the land is approved.

Mr. Toner made a motion to allow the City use the land as specified for a dog park.

In response to a question from Mr. Clayton Mr. Toner stated there is no cost to the Trust, noting it is an Outreach.

Mr. Baldini seconded the motion.

Mr. Wilson opined that the Outreach request is a totally different subject and Mr. Toner concurred; however, he added that he did not wish to stand in the way of the dog park.

A roll call vote was taken:

Mr. DeAscanis – yes

Mr. Yacucci – yes

Mr. Baldini – yes

Mr. Gallagher – yes

Mr. Clayton – yes

Mr. Alfree – yes

Ms. Antonio – yes*

Mr. Wilson – yes**

Mr. Episcopo – yes***

Mr. Toner – yes

The motion carried.

*Ms. Antonio noted that it would be nice to know more details, i.e., how will it be maintained and funded. Mr. Toner stated that how the project is funded and maintained is up to the City. Mr. Taylor will prepare a licensing agreement. Ms. Antonio noted that residents were surveyed by the Planning Commission and people said they wanted a dog park, but not everyone in the City voted to have a dog park. Mr. Toner reiterated that a dog park has been in two consecutive Comprehensive Plans and many people own dogs. He added that the Trustees would not put a dog park in Battery Park.

**Mr. Wilson protested the fact that the “cart was put in front of the horse” because of the article in The Weekly.

***Mr. Episcopo restated that the motion was for the land only and Mr. Toner stated that was correct.

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Penn Farmhouse – Mr. Alfree noted that a document from Nowland Associates reflecting landscaping at the Farmhouse was distributed to the Trustees. The landscaping was part of the original bid, but was an expense that was delayed. Mr. Alfree noted that plantings will be low-maintenance/no-maintenance native plants. Mr. DeAscanis asked if the Trust was required to go through Nowland and after discussion it was agreed that as landscaping was part of the original package, Nowland should do the work. Bids will be obtained for roadwork. In response to a question from Mr. Baldini, Mr. Alfree noted that the cost of \$16,143 includes the standard 3% add-on for overhead.

Mr. Clayton made a motion to approve the landscaping plan as submitted. Mr. Alfree seconded the motion. Ms. Antonio recused herself from voting and the motion was unanimously carried with a vote of 9 in favor and one recused.

OUTREACH COMMITTEE REPORT – Mr. Wilson reporting.

Mr. Wilson reported that grants have been reviewed and submitted to the Finance Committee.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

(Property Maintenance Update provided to the Board.)

Tennis Court – Mr. Clayton reported that he and Mr. DeAscanis met with the tennis group. The base of the tennis court is totally shot. A quote to replace the tickets on the ticket booth is being sought.

Penn Farm – the committee is getting quotes for the main road at Penn Farm.

The Hermitage – One contractor is giving the committee a quote to rebuild the Ice House. After the quote comes in the committee will determine if the project should move forward. Mr. Yacucci asked if that could be an Eagle Scout project. Mr. Toner asked if the committee had discussed water with MSC. Mr. Clayton noted that there is no water in the Ice House and that Mr. Guyer at MSC informed him that MSC has a water pit ready to go if needed.

Frenchtown Trail – Mr. Episcopo noted that he and Mr. Baldini will meet with the City Administrator and Foresite Assoc. via Zoom at 11 a.m. on Wednesday, 2/2/22 regarding grant funding that must be used no later than June 2022. More information will be available at the February meeting. Mr. Episcopo will forward the Zoom login to the Trustees.

Little League Field – **Mr. DeAscanis made a motion to approve a capital project to work with MSC to install a 2" water line at the Little League Field from Rt. 273 to the clubhouse at a cost of \$26,000. Mr. Gallagher seconded the motion.**

During discussion it was noted that the project was completed; however, a motion was never made to approve the project.

The motion was carried.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

Mr. Gallagher noted that the Contingency – Property Maintenance line item shows \$13,500; however \$12,200 for paving needs to be re-allocated and that will be reflected on the next budget.

Mr. Alfree asked for clarification of the Penn Farm Shade Roof Repairs under Construction on page 3 of the capital budget. Mr. Gallagher noted that was for the farm stand at Penn Farm. Mr. Clayton added that instead of putting on a new roof, the area was cleaned up.

Drainage at Tremont Property – Mr. Episcopo asked about the drainage at Tremont, noting that the work was done. Mr. Gallagher will check to see if an invoice was received.

Lions Club Driveway – Mr. Episcopo asked about the Lions Club driveway. Mr. Gallagher noted that the project was reviewed and approved, and the check will go out shortly.

City Loan – Mr. Toner asked about the \$2M backstop loan to the City. The Finance Committee will investigate and report back to the Board.

OTHER COMMITTEES

Bylaws Committee – Mr. Gallagher reporting.

Mr. Baldini distributed a matrix of Bylaws/Policies/Procedures and made recommendations to the Bylaws.

Article III, Financial Accounts, Policy I, Financial Accounts – The committee proposes changing the language:

Current Language:

The Trustees may maintain a safe deposit box or boxes at a bank or trust company approved by the Board. Access to the box or boxes shall be available to any two (2) officers of the Board.

Recommended:

All funds which are the property of the Corporation shall be deposited in financial accounts as may be authorized and maintained by the Corporation. The treasurer shall have custody of the corporate funds and securities. All checks shall be signed by two (2) officers of the Board. For this purpose, officers will be defined as President, Vice-President, Secretary, Treasurer, Assistant Secretary, and Assistant Treasurer.

Mr. Wilson opined that a motion is not required to change the language

Ms. Antonio recommended using “will” instead of “shall”, and “will be” instead of “may be”. After discussion it was noted that “shall” is used throughout the bylaws.

Article IV, Annual Statements, Section 1, Policy III, Annual Financial Statements, Paragraph 1 – The committee proposes changing the language (in quotes)

“At least once a year,” a balance sheet, “a full and complete statement of income and disbursements,” and a statement of the business and condition of the Corporation are to be prepared. “These statements are to be in the form and detail prescribed by the Board.” The preparation of these reports is to be supervised by the treasurer and assistant treasurer.

Article IV, Annual Statements, Section 3, Policy III, Annual Financial Statements, Paragraph 2 – The committee proposes changing the language (in quotes)

“For the annual audit,” all books, records, accounts, and minutes of the Corporation shall be made available to the “certified public accountant selected by the Trustees” for the time necessary to conduct the audit.

Article IV, Annual Statements, Section 3, Policy III, Procedure I, Annual Statements, Paragraph 2 - The committee proposes changing the language (in quotes)

“For the annual audit,” all books, records, accounts, and minutes of the Corporation shall be made available to the accountant for the time necessary to conduct the audit.

Mr. Gallagher stated the first reading of proposed changes to the By-Laws took place last month.

Article XI, Section 5, The Board Secretary – The committee proposes adding the language (in quotes).

The Board secretary shall ensure that all the proceedings at the Board meetings are recorded. Tape recordings may be used to assist in keeping minutes of the Board’s proceedings. Once the minutes have been approved by the Board, the tapes shall be erased or reused for the next meeting. He shall perform like duties for the standing committees when required. He shall cause notice of all meetings of members of the Board to be given, “shall act as the liaison to the independent Scholarship Committee,” and shall perform such other duties as may be prescribed by the Board. He shall have custody of the Corporation seal and authority to affix the same to any instrument requiring it; when so affixed, it must be attested to by his signature.

Mr. Gallagher made a motion to change Article XI, Section 5, The Board Secretary, as presented. Mr. Alfree seconded the motion.

Mr. Wilson read an email that he sent to all Trustees into the record asking that a vote on Article XI, Section 5, The Board Secretary be tabled and not voted on until the Board can be assured of its legality. Mr. Wilson stated that most decisions have been based on the actions of the Scholarship Committee based on the falsehood that the IRS has issued some type of law that says we cannot manage or participate in actions created by this group and they must remain independent. Mr. Wilson requested that the Trust attorney and the auditing group jointly either confirm or dismiss the interpretation of the law that has been perceived by us. Further, Mr. Wilson noted his belief that it is wrong for any committee to operate without oversight involvement in management of the Board. Mr. Wilson stated that (1) the Trustees of the New Castle Common is a committee-based organization, and (2) he does not believe it is

legal based on our Charter that we designate other citizens to execute our policies and procedures. Further, Mr. Wilson stated he does not believe that the Scholarship Committee must be independent based on the IRS rules.

Mr. Wilson made a motion to table discussion until an official response is received from the Trust attorney and auditing organization.

Mr. Gallagher responded to Mr. Wilson's note, stating that the Trust has been using an independent committee to award scholarships for some time because the Trust did not want to be put in the position of denying members of the Board from taking advantage of the scholarship funds. By utilizing an independent committee, members of the Board can take advantage of those funds; however, if the committee is a Board Committee, Board members would be disqualified.

Mr. Gallagher referenced Nos. 6, 7, and Note Below of Schedule H of Form 1023, noting that the IRS requires answers to questions relative to an organization providing scholarships, fellowships, educational loans and other educational grants to individuals / private foundations requesting advanced approval of individual grant procedures:

- No. 6 – asks who is on the selection committee for the award made under the program, including names of current committee members, criteria for the committee membership and methods of replacing committee members.
- No. 7 – asks if relatives of members of the selection committee or officers, directors, or substantial contributors are eligible for awards made under your program. If the answer is yes, what measures are taken to ensure unbiased selection.
- Note Below – If you are a private foundation, you are not permitted to provide educational grants to disqualified persons. Disqualified persons include your substantial contributors, foundation managers and certain family members of disqualified persons.

Mr. Gallagher stated that at the last audit the IRS agent stated that the Scholarship Committee needed to be independent. Also the auditor stated that the Trust did not want to be in a position where the Trust is giving funds to a family member of a Board member. Mr. Gallagher explained that the Trust gives funds to the fire company and the library and they disseminate those funds into the community. The scholarship grants are awarded to individuals who meet the qualifications, and not the community.

Mr. Gallagher concluded by stating his opinion that it is best practice to have the Scholarship Committee remain independent.

Mr. Toner asked Mr. Taylor for his opinion. Mr. Taylor stated that for tax purposes only the Trust is not considered a private foundation. That does not mean the Trust is not a private organization. The Trust is covered by Section 1 of Schedule H, which describes the procedures and what measures are taken to ensure unbiased selection. The Board has chosen to use an independent committee to ensure unbiased selection; however that may not be the only way to satisfy that requirement.

Mr. Wilson stated that the Board never approved a motion. The Scholarship Committee was assigned by Mr. Gambacorta and the Board never voted to approve that action. Mr. Wilson stated that the Trust should be making the rules and not an independent committee. He noted that Board members sit on the committees of the fire department and the library; however, no Board member sits on the Scholarship Committee. He opined that the Trust should award scholarships by committee process, and the way scholarships are awarded now is illegal.

Mr. Toner asked Mr. Taylor to speak to the legality of how scholarships are currently awarded. Mr. Taylor stated he would not say it is illegal. Mr. Wilson rephrased his statement to say that the way scholarships are awarded now is in dispute of the Trust's charge. Mr. Toner agreed that it is contrary to the way the fire department and library grants are awarded, but not that the process is illegal.

Mr. Baldini referenced Statute IRC 4945, which is the discussion relative to grants for individuals, noting that the Board directing the Scholarship Committee as to who can or cannot receive the award is a critical issue. Statute 4946 discusses disqualified persons. Mr. Baldini opined that if the Board chooses to change the way things are done it will require IRS approval.

It was noted that the IRS approved the procedure being used by the Board during the 2013 audit. Ms. Antonio stated that the Board is a committee-based organization and its integrity is based on those committees; and expressed her feeling that if liaison positions are created in the bylaws the Board is moving away from the Trust's structure. Mr. Gallagher stated the Scholarship Committee was set up as an independent committee to give it some distance from the Board in order to continue to award scholarships to members of the Board. He added that the liaison position provides the required oversight; which is what Mr. Alfree has been doing for a number of years.

Mr. Wilson reiterated that the issue should be tabled until the Trust attorney comes back with the results of his research. Mr. Taylor noted that he has not looked into the detail of what measures are being taken to ensure unbiased selection, and he is not certain that the only way to ensure unbiased selection is the utilization of an independent committee. Mr. Wilson opined that to stay within the Trust rules and regulations the Scholarship Committee should be made up of Board members and citizens.

Mr. Taylor noted that if the motion is approved, the bylaws can be changed at any time. Mr. Baldini noted that the requested change reflects how the Board currently handles scholarship awards. Mr. Gallagher added that the current procedure was acceptable under the IRS audit.

Mr. Yacucci seconded the motion.

Mr. Toner noted that there are two motions on the floor: (1) a motion to table and if that does not pass (2) a motion to approve.

Vote on the motion to table discussion until an official response is received from the Trust attorney and auditing organization:

Mr. DeAscanis – yes

Mr. Yacucci – yes

Mr. Baldini – no

Mr. Gallagher – no

Mr. Clayton – yes

Mr. Alfree – no

Ms. Antonio – yes

Mr. Wilson – yes

Mr. Episcopo – no

Mr. Toner – no

The motion failed with five votes in favor and five votes opposed.

Mr. Baldini qualified his vote by stating that the language change reflects what the Board is currently doing.

Mr. Wilson asked if any Board member should recuse themselves from voting.

Mr. Wilson raised a question on the vote, asking if it is legal if what the Board is currently doing was never approved by the Board. Mr. Toner stated that Mr. Wilson is bringing up a historic fact stating that when Mr. Gambacorta was President he enacted this policy and it was never voted on, and asked Mr. Taylor to opine. Mr. Wilson added that Mr. Toner met with the Board and made a separate agreement, read it to the Board and never brought it to a motion or vote. Mr. Toner stated that was after meeting with the Outreach Committee. Mr. Wilson reiterated that changes were made to grant amounts that were never approved by the Board.

Mr. Taylor stated that in the past the President made an appointment and what the Board voted on today formalized it and put it into the bylaws. Mr. Taylor stated that whatever was done relative to funding amounts is not relative to the discussion, which is the language change to the bylaws. He added that the bylaws can be changed at any time.

Vote on the motion to change Article XI, Section 5, The Board Secretary, as presented:

Mr. DeAscanis – yes

Mr. Yacucci – yes

Mr. Baldini – yes

Mr. Gallagher – yes

Mr. Clayton – yes

Mr. Alfree – yes

Ms. Antonio – no

Mr. Wilson – no

Mr. Episcopo – yes

Mr. Toner – yes

The motion passed with eight votes in favor and two votes opposed.

Article XI, Procedure IV, Officers – The committee proposes adding the language (in quotes).

D. The new officers will begin their term on April 1. “As their first official duty they shall work with the Treasurer to update Signature information for appropriate financial accounts. Any officer elected by the Board may be removed at any time by the affirmative vote of a majority of the Board; if a vacancy occurs in any office of the Corporation, it shall be filled by a vote of the Board.

Mr. Gallagher made a motion to approve changes to Article XI, Procedure IV, Officers, D., as presented. Mr. Alfree seconded the motion. On vote the motion passed.

Battery Park Committee – Mr. Clayton reporting

One group requested a Water Lantern Festival that was turned down by the Committee.

Election Committee – Mr. Episcopo reporting

The deadline for anyone to announce their candidacy for a seat on the Board is Thursday, February 3, 2022, at 3 p.m. There are currently three candidates. Volunteers are still needed. The next meeting is March 1, 2022.

A complaint was received regarding campaign signage; however, the Trust does not have purview of signage content. Signs should not have been put up before February 3, 2022. Mr. Toner noted that the bylaws do not say “private properties”. Mr. Baldini noted that signs can be put out 30 days prior to the election date.

Mr. Wilson reminded the Board that relative to the content of previous signage Mr. Taylor gave his legal opinion that the Trust had no right to tell people what could be printed on signs.

Encroachment Committee – Mr. Wilson reporting.

No report.

Planning Committee Sports Complex – Mr. DeAscanis reporting

The contractor finished the survey and presented Mr. DeAscanis with a plan. Messrs. DeAscanis and Episcopo met with the contractor and a more detailed plan will be presented. The contractor suggested that an 8” pipe from 273 in the parking lot across to one of the catch basins will handle the majority of the water.

Next Meeting

The next Board meeting will be Tuesday, 3/1/22.

COMMUNICATIONS – Mr. Alfree reporting.

Mr. Alfree will respond to a communication from Mr. Phil Gross relative to campaign signage. Mr. Toner noted that the Board does not have domain over candidates until they become Trustees, and they can put up signs wherever and whenever they want. He added that the

Trustees of the New Castle Common
Minutes of February 1, 2022

subject signs are on City property. Mr. Baldini opined that it is problematic if a candidate sets up signs prior to 30 days before the election date.

Mr. Alfree asked that all Board members obtain their envelopes for officer voting before leaving the meeting. He explained how to return the ballot utilizing the two envelopes. The Board members responsible for counting will be Messrs. Wilson, Gallagher, Clayton and Alfree.

With no further business to address, Mr. Alfree made a motion to adjourn to Executive Session for a matter of real estate at 8:54 p.m. Mr. Gallagher seconded the motion. The motion was unanimously approved.

The Board returned to Regular Session at 9:04 p.m.

A motion to authorize the payment of a Broker Fee concerning the Fresenius Kidney Care First State lease was made, seconded and unanimously carried.

A motion to approve the negotiated lease terms for Fresenius Kidney Care First State for the next five (5) periods was made, seconded and unanimously carried.

With no further business to address, the Board voted to adjourn the meeting at 9:06 p.m.

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
March 1, 2022

Present: P. Toner (*President*)
T. Episcopo (*Vice President*)
M. Alfree (*Secretary*)
B. Antonio (*Asst. Treasurer*)
D. Baldini
C. DeAscanis
G. Yacucci
F. Gallagher (*Treasurer*)
M. Marinelli, Property Manager
T. Clayton
T. Wilson
A. Taylor, Esquire

Also present: K. Weirich, Stenographer
M. Alexander, The Weekly

The monthly meeting of the Trustees was held on Tuesday, March 1, 2022, in the Trustees Room of Old Town Hall. Mr. Toner called the meeting to order at 7:05 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

President's Communications

There were no communications from the President.

Monthly Calendar

- Budget Meeting – 3/15/22, 7 p.m.
- Land Management Committee – 3/31/22, 5 p.m.
- Property Maintenance Committee – 3/30/22, 5 p.m.
- Ad Hoc Bylaws Committee – 3/9/22, 5 p.m.
- TNCC Board Meeting – 4/5/22, 7 p.m.

Additions to the Calendar:

- Delete “(6:30 Presentation)” – 3/1/22

Minutes

2/1/21 TNCC Meeting Minutes – **Mr. Clayton made a motion to approve the 2/1/21 TNCC Meeting minutes as amended. Mr. Gallagher seconded the motion. The motion was approved.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Report for 1/31/22 was sent out prior to the meeting.

Under *Professional Services* the vendor name “Cooch Taylor Harpell, LLC” was corrected to read “Copeland Taylor, LLC”.

Mr. Gallagher made a motion to approve the Treasurer's Report dated 1/31/22. Mr. Clayton seconded the motion. The motion was unanimously approved.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

Penn Mart – the Penn Mart law suit is still ongoing.

Staples – the Trustees have been informed of an incident regarding a slip-and-fall at Staples. Mr. Taylor noted that a law suit has not yet been filed but an introductory letter was received.

Bull Hill Meadows – The Bull Hill Meadows vs Lunt property line adjustment is still ongoing.

Land Donation – The Trustees are still waiting for a final document regarding the donation of 75 acres at Army Creek. LMC has reminded the donee of their donation to the Scholarship Fund.

Delaware River and Bay Authority – Standing by for DRBA ownership response for the small little field behind Avis.

Fresenius Kidney Care First State – The dialysis center is complete.

Dunkin Donuts/Shell – The venture is anticipated to be operational in approximately two months.

Asian Market – The target date is October 2022.

Solar Power –

- Mr. Marinelli received a letter from a company requesting permission to place solar panels on vacant land owned by the Trust. Mr. Marinelli will ask them to meet to discuss options.
- MSC has requested permission to install additional solar panels on Penn Farm. MSC is working on grant funding. In return, LMC will request that MSC do some work at the Farm.

Marsh Lands – In response to a question from Mr. Wilson, Mr. Gallagher stated that if the two donations are secured Mr. Taylor has a contact with 40+ years' experience who can speak to the Trustees about marshlands.

Chestnut Street Parking Lot – Mr. Toner asked for an update of the Chestnut Street Parking Lot. Mr. Clayton noted that would be discussed under PMC.

OUTREACH COMMITTEE REPORT – Mr. Wilson reporting.

Mr. Wilson noted that PMC made adjustments on phragmites for the PMC Budget submittal.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

Trustees of the New Castle Common
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(Property Maintenance Update provided to the Board.)

Good-Will Fire Company – The weather vane and copper base of the cupola have been installed. When grounding materials are received the project can be completed.

Bulkhead/Living Shoreline – Mr. Gallagher asked for an update on the project. Mr. Clayton noted that because the original bid is two years old, a new bid must be resubmitted by Cirillo Brothers.

Little League/Sports Complex – Mr. Marinelli reported that the topical survey is complete and he will obtain a copy for the Trustee files.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

Mr. Alfree asked for clarification of the Good Will Fire Company Grant contribution. Mr. Clayton explained that the sewer bill was paid by the Trustees and that amount was deducted from the next contribution. It appeared that the sewer bill payment was exceptionally large and Mr. Gallagher will investigate and report at the March meeting.

Mr. Alfree asked for an explanation of “Leasing Commissions”. Mr. Gallagher explained that line item appears in the event broker fees are paid. It was suggested that the line item title be changed to “Broker Fees”.

Mr. Gallagher clarified several items from the February Minutes:

- Drainage at Tremont Property – Mr. Gallagher reported that an invoice for that work has not yet been received.
- City Loan – Mr. Gallagher noted that this is a grant and not a loan. He stated that the City has been fully paid. He added that the \$150,000 is a loan the Trust has and only interest is being paid on it at this time. Mr. Gallagher noted they must distinguish between Debt Service and Government Grants.

OTHER COMMITTEES

Bylaws Committee – Mr. Gallagher reporting.

Mr. Gallagher noted that the February Minutes stated a motion and vote was not required to change the language in Article III, Financial Accounts, Policy I, Financial Accounts of the Bylaws. The members concurred and the language change was approved.

Mr. Baldini recommended a number of editorial changes to the third paragraph of the Introduction to the Bylaws:

- Delete “and sluice gates, and on occasion assist the City Council with items like the purchase of police cars and garbage trucks.” and replace with “and other major infrastructure projects.”.
- Change “... these are restricted funds, to be used ...” to “... these are funds to be used ...”.

Trustees of the New Castle Common
Minutes of March 1, 2022

Mr. Taylor recommended the following change:

- Change "... income for town projects such as the Library ..." to "... income for projects to benefit residents such as the Library ..."

A motion to approve all changes recommended by Messrs. Baldini and Taylor as presented was made, seconded and unanimously carried.

Battery Park Committee – Mr. Clayton reporting
Bank of America will do a clean-up from the Wharf to the Sailing Club on April 22nd.

The Sailing Club has scheduled a clean-up on April 23rd. Mr. Clayton opined that date may need to be changed.

Election Committee – Mr. Episcopo reporting
Mr. Episcopo reported that voting began on Monday, 2/28, and thanked everyone for assisting with the election so far. There will be road closures in town due to the 5K race on Saturday, 3/5, between 8:00 am – 10:00 am. Anyone wishing to vote should inform Police Officers on duty and they will be allowed to come into town to vote. Ms. Fontinha will send a communication to all candidates notifying them of these arrangements.

Mr. Episcopo stated five people will be required to count ballots under the supervision of the Secretary on Saturday March 5th. Mr. Alexander will be present to take pictures.

One person will be needed to ensure candidates do not stand in front of the door.

Encroachment Committee – Mr. Wilson reporting.
Messrs. Toner and Wilson discussed the encroachment in Dobbinsville. Mr. Marinelli will craft a communication to Dobbinsville residents and all equipment will be removed from the playground.

Planning Committee Sports Complex – Mr. DeAscanis reporting
There was no report from the Planning Committee.

COMMUNICATIONS – Mr. Alfree reporting.
Mr. Alfree reported that the election for Officers was conducted and the following Officers will take office effective 4/1/22:

President:	Peter J. Toner
Vice President:	Christopher DeAscanis
Treasurer:	Fred G. Gallagher, Jr.
Assistant Treasurer:	Thomas H. Wilson, Jr.
Secretary:	Michael J. Alfree, Sr.
Assistant Secretary:	Thomas A. Episcopo

Trustees of the New Castle Common
Minutes of March 1, 2022

Officer Signatures – Newly elected Officer's signatures will be obtained on 4/1/22.

Time Capsule – The deadline for submissions is Monday, 3/7/22 at close of business.

The Trustees received the following thank-you letters:

- From the New Castle Hundred Lions Club for the new driveway and entrance to the Blue Room Storage facility.
- From the Arasapha Garden Club for the grant of \$1,500 for the Arasapha 2021 Holiday Greening project.

Penn Farm – It is anticipated that the job will be complete by 3/15/22. Three or four Trustees will be needed to train on the electronics in the new building. The gate and building will both operate with the Trustees' current access code.

Next Communications Meeting – Wednesday, 3/2/22.

Committee Assignments – Forms will be delivered at the April Board meeting. After the Assignment Forms are returned, Officers will meet to make Committee assignments for the next two years.

With no further business to address, Mr. Alfree made a motion to adjourn to Executive Session for a matter of personnel at 7:45 p.m. Mr. Gallagher seconded the motion. The motion was unanimously approved.

The Board returned to Regular Session at 8:15 p.m.

A motion was made to approve the Executive Committee to make a job offer for an Administrative Assistant when an acceptable candidate is found. The motion passed unanimously.

A motion was made to approve allowing public attendance at the monthly Board on a quarterly basis beginning June 7, 2023. There will be a re-evaluation of the schedule in January 2024. The motion was approved with a 9 to 1 vote, with Ms. Antonio voting No.

The Board voted unanimously to adjourn the meeting at 8:24 p.m.

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Budget Meeting Minutes
March 15, 2022

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

Also present: K. Weirich, Stenographer

The purpose of the meeting is to review and discuss the operating budget for the 2022-2023 fiscal year (4/1/2022-3/31/2023). Mr. Toner called the meeting to order at 7:05 p.m. A quorum was present.

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

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

Mr. Gallagher made a motion to award a one-time Bonus to the Trust Bookkeeper for extraordinary efforts during the year. The motion was seconded and unanimously carried.

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

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

Mr. Alfree made a motion to approve the draft Debt Service Budget Worksheet as submitted. The motion was seconded by Mr. Wilson and unanimously carried.

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

Ms. Antonio noted for the Record that she recused herself from the vote on the draft Community Grant Contributions Budget Worksheet for Community Tree Planting, Beautification, Lulu, College Tuition Support and College Scholarship Bonus due to the potential for a conflict of interest.

Trustees of the New Castle Common
Minutes of March 15, 2022

Mr. Toner made a motion to amend Line 1 of the draft Budget Worksheet (*Arasapha Garden Club*). The motion was seconded and was carried with a vote of 10 to 1, with Ms. Antonio voting No.

Mr. Gallagher made a motion to approve the draft Community Grant Contributions Budget Worksheet as amended. The motion was seconded by Mr. Baldini and was unanimously carried.

Mr. Gallagher made a motion to approve the draft Property Maintenance Budget Worksheet as amended. The motion was seconded by Mr. DeAscanis. Ms. Antonio recused herself from the vote, and the motion was unanimously carried.

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

Mr. Gallagher will edit the Budget Worksheet as noted and forward a copy to each of the Board members.

With no further business to address, Mr. Gallagher made a motion to adjourn. Mr. Episcopo seconded the motion. The motion was unanimously approved and the meeting was adjourned at 8:35 p.m.

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
April 5, 2022

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

Absent: B. Antonio

Also present: M. Marinelli, Property Manager
A. Taylor, Esquire (*Trust Attorney*)
K. Weirich, Stenographer
J. Panzarealla, Administrative Assistant
J. Rago, DOJ Special Investigator
M. Quirk, DOJ Director, Consumer Protection Unit

The monthly meeting of the Trustees was held on Tuesday, April 5, 2022, in the Trustees Board Room at Penn Farm. Mr. Toner called the meeting to order at 7:00 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

President's Communications

Mr. Toner read a statement he made at the soft opening of the newly renovated Penn Farm House thanking everyone who was instrumental in the renovation, and in which he declared that the Farm House "will stand as a monument to the work of the 167 Trustees".

Mr. Toner reported that updates to the website should be completed in the next few days.

Mr. Alfree noted that at the March meeting the Board approved in Executive Session hiring an Administrative Coordinator for the Trust. He introduced Ms. Judy Panzarella, Trust Administrative Coordinator, noting that she and Mr. Marinelli were a great help in moving the Trust office to Penn Farm. Mr. Toner thanked Mr. Alfree for his shepherding of the renovation project, noting that he attended every construction meeting and was in constant contact with Nowland Associates.

Monthly Calendar

- Land Management Committee – 4/28/22, 5 p.m.
- Property Maintenance Committee – 4/27/22, 5 p.m.
- Ad Hoc Bylaws Committee – 4/13/22, 5 p.m.
- Quarterly Finance Meeting – 4/14/22, 4:00 p.m.

Trustees of the New Castle Common
Minutes of April 5, 2022

(Property Maintenance Update provided to the Board.)

- Bulkhead/Living Shoreline – The permit has been received and the Committee is waiting for contractor scheduling.
- Ticket Booth – The Committee is still waiting for quotes.
- Cupola Repairs – The weather vane and copper base were installed and the Committee is waiting for grounding materials.
- Access Keys – Mr. Clayton stated that the access keys issued for 201 Delaware Street will work at Penn Farm and explained the entry alarm system. The access key will also operate the Penn Farm Gate, and Mr. Clayton explained the gate operation. Mr. Alfree noted that the gate will be open on Mondays, Tuesdays, Wednesdays and Thursdays from 9 a.m. until 4 p.m. to allow public access to the Trust office. Mr. Clayton asked that Board members notify him if there is anyone else who should be given an access key.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

Mr. Gallagher noted that because the Budget Meeting was held in March, the Finance Committee did not have a March meeting. The next meeting will be the Quarterly Investment Review.

Mr. Gallagher stated that all Officers must sign an M&T signature form and asked that the Officers remain after the meeting to execute the document.

The Finance Committee will be meeting with PNC Investment Partners and the Committee will meet the new Account Manager on the 14th.

In response to a question from Mr. Alfree, Mr. Wilson explained the NCHS Christmas Carol, Garden Support and Visitors Center Ops items under Grant Contributions.

OTHER COMMITTEES

Bylaws Committee – Mr. Gallagher reporting.

No report.

Battery Park Committee – Mr. Clayton reporting

Mr. Clayton stated that clean-ups in Battery Park are scheduled.

Election Committee – Mr. Episcopo reporting

Mr. Episcopo thanked Board members who assisted during election week. He noted that there are 27 new registered voters in the City.

Election Results: Mr. A. Rispoli – 11 Votes
 Ms. S. Shannon – 126 Votes
 Ms. C. Masiello – 284 Votes

Trustees of the New Castle Common
Minutes of April 5, 2022

The Board returned to Regular Session at 8:10 p.m.

After a brief discussion about the purchase of additional bees and the sealing and striping of the parking lot at Bellanca, the Board voted to adjourn at 8:20 p.m.

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
May 3, 2022

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

Absent: T. Clayton

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
K. Weirich, Stenographer
D. Anderson, DOJ Paralegal, Fraud & consumer Protection Unit

The monthly meeting of the Trustees was held on Tuesday, May 3, 2022, in the Trustees Board Room at Penn Farm. Mr. Toner called the meeting to order at 7:00 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

President's Communications

- Mr. Toner attended the Earth Day event at The Hermitage.
- The Penn Farm Open House is scheduled for June 4th.

Monthly Calendar

- Bylaws Committee – 5/17/22, 5 p.m.
- Finance Committee – 5/18/22, 5:30 p.m.
- Property Maintenance Committee – 5/25/22 – 4 p.m.
- Land Management Committee – 5/26/22, 5 p.m.
- Penn Farm Open House – 6/4/22 – 12-3 p.m.
- TNCC Board Meeting – 6/7/22, 7:00 p.m.
- A Day in Old New Castle – 5/21/22
- May Market / Arasapha Plant Sale – 5/6/22-5/7/22

Minutes

4/5/22 TNCC Meeting Minutes – **Mr. Gallagher made a motion to approve the 4/5/22 TNCC Meeting minutes as presented. The motion was seconded by Mr. DeAscanis and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Report for 4/30/22 was sent out prior to the meeting.

Trustees of the New Castle Common
Minutes of May 3, 2022

In response to a question from Mr. Baldini, Mr. Gallagher stated that he would review the \$6,500 drawdown under Appraisals & Consulting.

A motion was made to approve the Treasurer's Report dated 5/1/22. The motion was seconded by Mr. Yacucci and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- The draft Agreement of Sale is back with Parkway Gravel. The committee approved changes that were made to the draft Agreement and is satisfied with the way it is written.
- There was nothing to report on the land behind Avis.
- Mr. Marinelli is working on The Garrison documentation.
- The final documentation regarding the 2nd and Chestnut Street property the State wanted to give to the Trust has been reviewed and will be sent back to the State for execution. Mr. Taylor will follow up, and it is anticipated that it will be completed by the end of the month.
- There is a matter of real estate to discuss in Executive Session.

OUTREACH COMMITTEE REPORT – Mr. Wilson reporting.

- The committee will establish a new Chair in June.
- The committee considered a special request from Mr. Dennis Young of NC Paint History to receive the Grant funds up front in order to facilitate distribution of awards during the one-day NC Paint History event. During discussion Ms. Panzarella explained that she informed Mr. Young, to his satisfaction, that as soon as all receipts relevant to the Grant were submitted and approved by the Board, payment would be made.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

(Property Maintenance Update provided to the Board.)

- At the request of the Finance Committee PMC evaluated outstanding projects and identified two that could be put on hold until the next calendar year: Blacktop of the Bellanca parking lot and drainage at the Little League Field.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

- Based on the numbers at year end the Trust did very well.
- Some construction projects that were completed have been removed from the Report.
- Landscaping at Penn Farm will come in under budget.

At the request of Mr. Wilson, Mr. Gallagher will review the Dobbinsville Area/Tennis Court item under Capital Projects Completed and report back to the Board.

During discussion Mr. Gallagher expressed the importance of utilizing the correct project name on all project documentation to insure reporting is accurate.

Trustees of the New Castle Common
Minutes of May 3, 2022

It was suggested that the Report date reflect a five-year history.

The committee met with the Trust Financial Advisors. Mr. Gallagher noted that the Stock Market has been down and as a result Trust investments went down approximately 7%. Mr. Gallagher reiterated the suggestion that any Capital Projects that do not need to be done now postponed.

Ms. Antonio noted two reporting discrepancies:

- “CDA Engineering, Topographic and Drainage Survey at Bellanca” listed under Professional Services was requested to improve the drainage at the Little League Fields. This was also the same service logged on the Monthly Drawdown Report under Professional Fees (appraisals & consulting).
- “NC Paint History” is listed under Property Maintenance and it should be listed under Grant Contributions.

In response to a question from Mr. Gallagher, Mr. Taylor confirmed that the Report reflects the correct name of his law firm.

OTHER COMMITTEES

Open House – Mr. Yacucci reporting.

- The Penn Farm Open House is scheduled for June 4th from 12-3 p.m.
- The event will be set up in the Barn and will be held rain or shine.
- Mr. Yacucci stated that they anticipate approximately 100-150 attendees.
- The William Penn Bistro has been contracted to supply food and beverages for the event.
- Invitations have been sent to the Governor and the Lt. Governor, as well as City, Federal, State and County officials. A general invitation to the public will be included in the MSC Newsletter and published in The Weekly three weeks prior to the event.
- Goodwill Fire Company will have a presence at the event.
- Signage will be placed along Rt. 273 directing traffic to the event.
- A DJ has been hired to provide background music.

Ms. Panzarella stated that she is working on the Brochure and is still waiting for some information.

Bellanca and the Little League will be contacted regarding increased traffic on Rt. 273 during the event.

Bylaws Committee – Mr. Gallagher reporting.

The committee met to discuss proposed changes to Article XI. This is considered the first reading with voting to come next month

Article XI, Section 4, The Vice President – The committee proposes changing the language (in quotes).

Trustees of the New Castle Common
Minutes of May 3, 2022

The vice-president – or, if there be more than one, the vice-presidents – shall, in the absence or disability of the president and in the order determined by the Board, perform the duties and exercise the powers of the president, together with such other duties and powers as the Board may prescribe. No person shall be eligible to serve as vice-president for more than ~~one (1)~~ “three (3)” years; however, after a year’s hiatus, he may serve again.

Article XI, Section 7, Paragraph 4, The Treasurer – The committee proposes adding the language (in quotes).

No person shall be eligible to serve as treasurer for more than three (3) successive terms; “however, after a year’s hiatus, he may serve again.”

Mr. Taylor recommended that the language in Section 4 be edited to: “three (3) *consecutive* years; however after a year’s hiatus, he may serve again.”; and that the language in Section 7 be edited to: “three (3) *consecutive* terms; however after a year’s hiatus, he may serve again.”

Next Board Meeting

The next meeting will be 6/7/22 at 7:00 p.m. The public will be in attendance.

COMMUNICATIONS – Mr. Alfree reporting.

A thank you note was received from the New Castle Lions Club for the Trust’s help with Art on the Green.

A thank you note was received from Goodwill Fire Company for the Trust’s annual support.

The Bylaws require that the President, Vice President, Treasurer, Secretary and Mr. Wilson (*as the longest serving Board member*) meet in the next few weeks to finalize Committees.

Mr. Alfree explained the correct usage of the new microphones and noted that Mr. Marinelli will be trained in the microphone operation.

Mr. Toner congratulated Mr. Wilson on his being the current and longest serving member of the Board.

A motion to move to Executive Session to discuss a matter of real estate was made by Mr. Alfree.

Ms. Panzarella noted that due to postal delays some Board meeting packets are not received in a timely manner and suggested that procedural changes may facilitate the process. The use of Outlook to schedule Committee meetings was discussed, and Mr. Wilson will meet with Ms. Panzarella to review that process.

Ms. Panzarella noted that Trust mail is being delivered to the P.O. Box and 201 Delaware Street. During discussion it was suggested that a mail box be installed at the Penn Farm Stand that is

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owned by the Trust. PMC will provide details to Mr. Gallagher and he will coordinate the change of address with the Post Office.

Mr. Gallagher seconded the motion on the floor. The motion was approved and the meeting moved to Executive Session at 7:50 p.m.

The Board returned to regular session and the meeting adjourned at 8:30 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
June 7, 2022

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

Also present: A. Taylor, Esquire (*Trust Attorney*)
M. Marinelli, Property Manager
J. Panzarella, Administrative Coordinator
K. Weirich, Stenographer
R. Costa, DOJ Deputy Director of Consumer Protection

The monthly meeting of the Trustees was held on Tuesday, June 7, 2022, in the Trustees Board Room at Penn Farm. Mr. Toner called the meeting to order at 7:00 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

Mr. Toner welcomed the public back to the Trust Board meetings, noting that public Board meetings will be interactive and will be held quarterly.

Public Comment

Mr. Toner requested that members of the public wishing to address the Board speak from the podium and sign in on the Sign In sheet provided. All comments are limited to two minutes.

Beverly Ross

Ms. Ross noted that she attended the Penn Farm Open House and stated that it was delightful. She asked if the public would be invited to attend all Board meetings, and Mr. Toner explained that the public will be invited to Board meetings quarterly. Ms. Ross opined that those who wish to be involved will miss information from the closed meetings. She asked that the Board reconsider their decision and open all Board meetings to the public.

Dorsey Fiske

Ms. Fiske expressed her disgust that the Trustees are ignoring the fact that five years ago the DOJ said the Trustees were subject to FOIA.

Ms. Fiske stated she was disturbed about the fact that the farm house was turned into “corporate headquarters” and \$1.5M was spent to renovate the building; opining that those funds have nothing to do with the use and benefit of the people.

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Ms. Fiske stated it was disgraceful that the Trustees declined to support the efforts of ONCOR (Old New Castle Outdoor Recreation Coalition) for new playground equipment in Battery Park with funding or maintenance.

Phil Gross

Mr. Gross opined that the Trust monthly Board meetings should be transparent and open to the public.

Mr. Gross asked what the cost of the Penn Farm House renovations were. Mr. Toner stated that he did not have the figure at hand, but that he would provide the information to Mr. Gross. He added that the cost was approximately 10% less than what Ms. Fiske estimated.

President's Communications

- May 21st was A Day In Old New Castle. The Trust provided funding for Paint Historic New Castle hosted by Dr. Dennis Young. Approximately two dozen artists competed, and Mr. Jason Weaver was the winner of the competition with a painting from Delaware Street including the Court House and Town Hall.
- Mr. Toner was invited to attend the Lion's Club 76th charter meeting on May 23rd to celebrate their 75 year history.
- Mr. Sidlowski held a Native Plant Exchange at The Hermitage on May 28th. Over 50 horticulturists took part. Mr. Sidlowski stated that the plants received will add to the beauty, natural allure and the genetic and biodiversity of the Hermitage.
- PMC met with two representatives of ONCOR regarding their plans to request grants through the City for playground equipment in Battery Park consistent with the 2019 footprint. The Trust would have to maintain the equipment if their grants are approved and therefore, has an interesting in knowing and approving what goes into Battery Park. It was agreed that PMC will meet with ONCOR again when they have received the results of their grant funding requests.
- Mr. Episcopo has agreed to Chair the Election Committee.
- Mr. Toner read an open letter from the Trust thanking those New Castle residents who attended the Penn Farm Open House.

Monthly Calendar

- Bylaws Committee – 6/21/22, 5 p.m.
- Finance Committee – 6/15/22, 5:30 p.m.
- Land Management Committee – 6/2/22, 5 p.m.
- Separation Day – 6/10-11/22
- Meeting with Insurance Agent – 6/14/22, 7 p.m.

Minutes

5/3/22 TNCC Meeting Minutes – **Mr. Episcopo made a motion to approve the 5/3/22 TNCC Meeting minutes as amended. The motion was seconded by Mr. Yacucci and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Report for 4/30/22 was sent out prior to the meeting.

Mr. Episcopo made a motion to approve the Treasurer's Report as presented. The motion was seconded by Mr. Yacucci and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- Ms. Antonio reported that the parcel behind Avis is no longer available.
- LMC conducted a general discussion regarding vacant Trust properties and whether they are in the flood plain.
- HVAC replacement was necessary on the Verizon building. LMC is working on a rent credit for them over 12 months to help with the cost.
- PUSAN is moving forward on the submission of plans to New Castle County for approval of development of apartments on the former Tremont site.
- LMC anticipates Aunt Bertha's Kitchen on Rte. 13 will open by the end of the month.
- Mr. Taylor updated the committee on Bull Hill Meadow/Lunt and the parcel near Fort Casimir.
- LMC was informed by Greggo & Ferrara that they have abandoned the initiative to donate 75 acres on Rte. 9 to the Trust. LMC notified Mr. Ferrara that if the situation changes the Trust would be interested in reopening discussions for a donation of that land.
- Mr. Marinelli continues to reach out to The Garrison.
- Mr. Marinelli summarized Trust revenues.

OUTREACH COMMITTEE REPORT – Mr. Wilson reporting.

- Messrs. Wilson and Toner toured the Booth Mansion. Mr. Wilson reported that the current owners are willing to donate the property and house to the Trust. The New Castle Historical Society (NCHS) and Preservation Delaware looked at the building and indicated it should be saved; however the cost is not known. The NCHS is looking at plans for the building and researching grants, and will bring that information back to the Trust. The committee has made no commitment. During discussion it was noted that access to the property is only through Lukens Drive and the industrial park parking lot.

PROPERTY MAINTENANCE COMMITTEE – Mr. Clayton reporting.

(Property Maintenance Update provided to the Board.)

- Mr. Alfree noted that he had received questions about why the Meadow was brown. Mr. Wilson explained that the Meadow was inundated with an invasive species and the decision was made to start over. The area will be tilled and replanted and should be blooming by the end of August.
- Mr. Gallagher reported that the M&T Branch Manager strongly recommended that for security the Trust mail box not be relocated to the Penn Farm Stand, but that a Post Office Box is used instead. The Board members discussed various matters relative to the relocation of the mail box.

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- A new sign identifying the Trust address to be placed on Frenchtown Road should be ready soon and PMC is getting quotes for installation.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

- In response to a question from Mr. Clayton, Mr. Gallagher explained that only items for which invoices have been received and paid will appear on the Report. It was noted that the Financial Report is finalized a few days prior to the end of the month and some invoices received late in the month will appear on the next month's report.
- The committee will meet with the Trust Insurance Agent on June 14th at 7 p.m. to discuss various matters. Mr. Gallagher encouraged all Board members who have dealings with suppliers to attend.
- A more secure method of paying suppliers was discussed in an effort to reduce the number of checks written each month. The Trust Bookkeeper is investigating having checks printed instead of hand written.
- A draft procedure is being written regarding the way capital projects are currently being handled. When completed the draft document will be submitted to the Bylaws Committee for review and comment.
- The committee is reviewing investment partners to ensure that the Trust is being represented by the best possible provider.

OTHER COMMITTEES

Election Committee – Mr. Episcopo reporting.

- Mr. Episcopo stated that Board members Masiello, Baldini and DeAscanis will sit on the committee.

Bylaws Committee – Mr. Gallagher reporting.

Mr. Gallagher stated the first reading of proposed changes to the By-Laws took place last month.

Article XI, Section 4, The Vice President – The committee proposed changing the language (in quotes).

The vice-president – or, if there be more than one, the vice-presidents – shall, in the absence or disability of the president and in the order determined by the Board, perform the duties and exercise the powers of the president, together with such other duties and powers as the Board may prescribe. No person shall be eligible to serve as vice-president for more than ~~one (1)~~ “three (3)” years; however, after a year's hiatus, he may serve again.

Article XI, Section 7, Paragraph 4, The Treasurer – The committee proposed adding the language (in quotes).

No person shall be eligible to serve as treasurer for more than three (3) successive terms; “however, after a year's hiatus, he may serve again.”

Mr. Gallagher made a motion to change Article XI, Section 4-The Vice President and Section 7-The Treasurer, as presented. Mr. Alfree seconded the motion. A roll call vote was taken.

Mr. Episcopo – yes

Mr. Wilson – yes

Ms. Antonio – yes

Mr. Alfree – yes

Mr. Clayton – yes

Mr. Gallagher – yes

Mr. Baldini – yes

Ms. Masiello – yes

Mr. Yacucci – yes

Mr. DeAscanis – yes

Mr. Toner – yes

Battery Park Committee – Mr. Episcopo reporting.

- Separation Day is set for June 10-11.

Next Board Meeting

The next meeting will be 9/6/22 at 7:00 p.m. The public will be in attendance.

Mr. Gallagher noted that although there are no Board meetings in July and August, all Committees will meet. Mr. Toner added that Board members dedicate 250-300 hours each year to Trust business.

COMMUNICATIONS – Mr. Alfree reporting.

Mr. Alfree asked that all Board members complete the request for information to update Trust personnel files and return the forms to Ms. Panzarella in a timely manner.

Mr. Alfree noted that Committee assignments have been made and are effective 6/2022 – 5/2024. A Chairperson should be selected at the first committee meeting and Ms. Panzarella should be notified of the new Chair for each committee as soon as possible thereafter.

Mr. Marinelli reported that two or three residents are needed for the Battery Park Committee. The committee will reach out to the current resident members to determine if they wish to continue on the committee. During discussion it was suggested that if there is a need for a new resident member(s) for the Battery Park Committee a public announcement be made asking for volunteers to serve.

Several companies have been contacted to discuss improvement of the acoustics in the Trust Board Room.

Mr. Alfree asked that the Board approve a request from National Night Out (NNO) Chair Valarie Leary to sponsor the purchase of 200 child ID kits at a cost of \$760. During discussion it was

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noted that the purchase of ID kits is covered in Trust Grant Contributions already. Mr. Alfree will notify NNO.

With no further business to discuss Mr. Alfree made a motion to adjourn the meeting. The motion was seconded and the meeting adjourned at 7:43 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
September 6, 2022

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

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
K. Weirich, Stenographer
R. Rago, DOJ Special Investigator
M. Quirk, DOJ Deputy Attorney General; Director, Consumer Protection Unit

Absent: M. Marinelli, Property Manager

The monthly meeting of the Trustees was held on Tuesday, September 6, 2022, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m.

Mr. Toner opened the floor to Public Comment.

Public Comment

Mr. Toner requested that members of the public wishing to address the Board speak from the podium and sign in on the Sign In sheet provided. All comments are limited to two minutes.

Beverly Ross

Ms. Ross stated that she is delighted that the Trust Board Meetings are open to the public again. Ms. Ross expressed her concern about the decision to only have the Trust Board Meetings open to the public quarterly, and requested that the Trustees reconsider their decision to limit public attendance.

Phil Gross

Mr. Gross opined that there are no checks and balances relative to matters of the Trust, adding that the Trust is not accepting FOIA requests.

Mr. Gross stated that there should be no reason to count votes out of sight of the public.

Mr. Gross stated that the public is not aware of the Trust Budget. Mr. Gallagher explained that the Trust Budget and audit data is published on the Trust website and is available to the public.

Mr. Gross concurred with Ms. Ross that all Trust Board meetings should be open to the public.

There being no additional public comment, Mr. Toner called the meeting to order at 7:08 p.m. Roll call followed and a quorum as required by the Modern Rules of Order was declared.

Mr. Toner called for a moment of silence in honor of former Trustee Gregory G. Peden, Sr., who recently passed away. Messrs. Toner, Alfree and Wilson all spoke about Mr. Peden and his service as a Trustee of the New Castle Common.

President's Communications

- The Trustees received an invitation to the Laird Event at the Read House & Gardens on Saturday, September 10th.
- The Trustees received a request to have a Historic Marker recognizing the arrival of 55-60 African People in New Amstel in 1664. Mr. Toner related the circumstances of this event. The Marker will be placed at Ft. Casimir and was supported by Senator Nicole Poore and Representative Melissa Minor-Brown. Mr. Wilson suggested that the marker be placed a minimum of 8' off the road. The Trustees stated unanimous approval of the Marker being placed at Ft. Casimir.
- Mr. Toner contacted the University of Delaware relative to painting murals on the Ice House at the Hermitage. There will be one mural per side. There is \$346 in the Budget for this project.

Grant Recipients

Mr. Toner invited Grant recipients to speak about their organizations.

Bellanca Airfield Museum – Mr. and Mrs. Smith

Mr. Smith thanked the Trustees for the grant award and gave a brief history of the airfield, aircraft plant and service hangar that were built in 1928 by Giuseppe Mario Bellanca and Henry B. DuPont. The plant produced approximately 3,000 aircraft before closing in 1954. The Museum is open the 2nd and 4th Saturday of each month from April to October. Mr. Smith extended an invitation to the public to visit the Museum, adding that volunteers are always welcome.

Goodwill Fire Company – Chief David Majewski, Jr. and Deputy Chief Christopher Riale

Chief Majewski thanked the Trustees for their financial support over the years as well as providing a home for the Fire Company, and gave an overview of the Goodwill operations and staff. He noted that in addition to the Trustees, Goodwill is supported by State, County, and FEMA grants. The FEMA grant will provide funding to hire two additional full-time fire fighters. Chief Majewski reported that YTD Goodwill has responded to 837 fire/rescue incidents and over 1,400 EMS incidents.

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In response to questions from Mr. Episcopo, Chief Majewski explained plans to replace outdated vehicles and equipment and stated that the current building is currently working but that the Fire Company is slowly outgrowing it.

Mr. Toner and the Trustees thanked Chief Majewski and Deputy Chief Riale for their service.

Tree Advisory Commission – Mr. Ron Vukelich

Mr. Vukelich explained that he is working with the City Tree Advisory Commission to bring a tree canopy back in New Castle. He thanked the Trustees for their support, noting that through their generosity approximately 15 new trees were planted.

New Castle Lions Club – Ms. Lorayne Titter

Ms. Titter thanked the Trustees for their support, noting that the Trustee's grant to the Lions Club helps support Art on the Green that brings approximately 3,000 people into the town; which also benefits local businesses in New Castle. Ms. Titter explained a number of the charitable projects the Lions Club participates in and services they provide to the community; and noted that they also partner with several local organizations for community outreach events.

St. Vincent de Paul Society – Ms. Susan McLaughlin

Ms. McLaughlin explained that the St. Vincent de Paul Society is a volunteer-run non-profit organization that provides tangible assistance to those in need, including food, shelter and assistance with utility bills. Ms. McLaughlin thanked the Trustees for their support, noting that the Society relies solely on donations.

Arasapha Garden Club – Ms. Linda Suskie

Ms. Suskie thanked the Trustees for their support and introduced the Board of the Arasapha Garden Club, who were also in attendance. Ms. Suskie gave a brief history of the Arasapha Garden Club, noting that their two main purposes are (1) to maintain and improve the historic gardens of the Amstel House and the Dutch House by raising funds through May Market, and (2) to beautify and improve Historic New Castle through the annual Holiday Green Project by making wreaths and roping and decorating historic buildings in town.

New Castle Historical Society – Mr. Mike Connolly

Mr. Connolly thanked the Trustees for their support and explained some of the projects the Society is involved in, including hosting exhibits at the Old Library. Exhibits are always free. The Society also supports The Arsenal, which is still available for public events. Mr. Connolly also noted that the Visitors' Center supports local businesses as well as providing information to visitors.

Plein Aire Art Competition – Dr. Dennis Young

Dr. Young explained plein aire painting and how he came to host the Pein Aire Art Competition in New Castle. Prizes were awarded for 1st, 2nd, and 3rd places, and there was a Trustee Award and a People's Choice Award. Next year the competition will be opened to students from

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William Penn High School with an award in that category. A Trustees Purchase Award is also being considered.

Council President Michael Platt

- Separation Day – The City is considering expanding the Separation Day event that will increase the cost to approximately \$63,000 with \$36,000 coming from the State; and the City will be asking the Trust for help again this year.
- Signage – The City received assistance from the Trust for signage to provide a better experience to visitors, and funds for signage will not be requested this year.

Monthly Calendar

- Property Management Committee – 9/14/22, 4 p.m.
- Outreach Committee – 9/19/22, 7 p.m.
- Finance Committee – 9/21/22, 4 p.m.
- Land Management Committee – 9/29/22, 5 p.m.

Minutes

6/7/22 TNCC Meeting Minutes – **Mr. Alfree made a motion to approve the 6/7/22 TNCC Meeting minutes as amended. The motion was seconded and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Reports for 6/30/22, 7/31/22, and 8/31/22 were sent out prior to the meeting.

June 30, 2022 Treasurer's Report

Mr. Gallagher made a motion to approve the June 30, 2022, Treasurer's Report as submitted. The motion was seconded and unanimously carried.

July 31, 2022 Treasurer's Report

Mr. Gallagher stated that the Finance Committee recommends the Trust begin paying down the \$100,000 Line of Credit.

Ms. Antonio noted that the City of New Castle, Rail Trail Planning, Trustee Portion under Grants should be moved to Property Maintenance.

Mr. Alfree made a motion to approve the July 31, 2022, Treasurer's report as amended. The motion was seconded and unanimously carried.

August 31, 2022 Treasurer's Report

Mr. Alfree questioned the amount for Antonio's Lawn Service under Property Maintenance/Battery Park. Mr. Episcopo will review the invoices to determine if that amount includes multiple bills.

In response to a question from Ms. Antonio, Mr. Gallagher explained why the City of New Castle Infrastructure Loan was listed under Grants. Mr. Alfree suggested that the Trustees hold

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off on approving the August 31, 2022, Treasurer's Report and ask Mr. Gallagher to consider expanding the definition or creating a subcategory.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- All of the Trust properties are in very good shape. The first LMC meeting included reviewing all leases.
- Mr. Marinelli received information that plans to replace the Tremont Motel are moving forward.
- An Asian grocery store is planned near Planet Fitness on Sunset Boulevard with an anticipated opening date of February 2023.
- The storage tanks should be installed shortly at the Dunkin' Donuts / Shell Station.
- Mr. Taylor drafted a Lease Agreement for the Dog Park at the Hermitage. Mr. Alfree asked that the Trustees review the Agreement for review at the October Board Meeting.
- In response to a question from Mr. Episcopo, Mr. Alfree reported that whenever he speaks with the owners of Aunt Berta's Kitchen they inform him they will open "at the end of the month".

OUTREACH COMMITTEE REPORT – Mr. Clayton reporting.

- Mr. Wilson reported that the reason the meadows have been cut is so the invasive weeds do not seed through the fall.
- Next year sunflowers will be planted in several different areas of the City.
- Pricing is being obtained to repair plaster at the Old Library Museum. Scaffolding will be required to do the repair work.

PROPERTY MAINTENANCE COMMITTEE REPORT – Mr. Clayton reporting.

- Mr. Clayton stated that the five-year Living Shoreline contract has been signed and submitted. Mr. Toner noted that the Trust approved \$75,000 pre-Covid; however, due to increased cost of materials that amount increased to \$88,000. A Roll Call vote was taken to approve the \$13,000 increase in the contract price:

Mr. DeAscanis – yes

Mr. Yacucci – yes

Ms. Masiello – yes

Mr. Baldini – yes

Mr. Gallagher – yes

Mr. Clayton – yes

Mr. Alfree – yes

Ms. Antonio – yes

Mr. Wilson – yes

Mr. Episcopo – yes

Mr. Toner – yes

NOTE: Ms. Antonio stated she would recuse herself due to a potential conflict of interest; however, Mr. Taylor informed the Trustees that there is no conflict of interest.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

- The Finance Committee met with the Trust Investment Partners in July to discuss the six-month status of investments. After reviewing the quarterly investment report the Committee felt that the Investment Partners were not meeting Trust expectations.
- The Committee received the draft Audit from Belfint, Lyons & Shuman (BLS). If the Committee approves the Audit copies will be distributed to the Trustees.
- The Committee will meet to conduct due diligence on the Investment Partners and will discuss requirements in order to identify organizations in the investment area.
- Mr. Gallagher commended Mr. Baldini and Ms. Antonio for their work in structuring the By Laws.

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting

- On September 17th an event will be held by the National Coalition of 100 Black Women.
- On September 30th Bank of America will conduct a beach clean-up.
- In response to a question from Ms. Masiello, Mr. Clayton explained the makeup of the Committee and how meetings were communicated.

Election Committee – Mr. Episcopo reporting.

- Mr. Episcopo stated everything is set for the October 8th election.
- Mr. Episcopo introduced Mr. Francis DeAscanis, Jr., who is on the slate of candidates and was in attendance at the meeting.
- The deadline for candidates is Thursday, September 8th at 3 p.m.

Next Board Meeting

The next TNCC Board meeting is scheduled for October 4th at 7 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

Mr. Alfree read Thank You letters received from several of the Scholarship Grant recipients. Fourteen scholarships were awarded to residents of New Castle. Mr. Alfree noted that the Trust was unable to award scholarships to six applicants because they are non-residents.

Mr. Alfree received a letter from Mr. Richard Stat thanking the Trustees for their condolences on the passing of his mother.

Mr. Alfree distributed a proposal from Ms. Panzarella detailing how best to transition the mail system from 201 Delaware Street to Penn Farm.

Mr. Alfree noted that a Committee has been established by the City to develop a new playground on Battery Park. He suggested that Mr. Toner direct the PMC and the Battery Park Committee to work together to develop a plan to return the care, management and maintenance of the Battery Park to the City of New Castle; and suggested a timeline for the plan of March 2023. Mr. Toner directed the PMC and Battery Park Committee to discuss Mr. Alfree's suggestion. Mr. Wilson asked that Mr. Taylor investigate any agreements associated

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with the 1948 purchase of Battery Park to ensure that the Trust is not legally bound to care, manage, or maintain Battery Park.

With no further business to discuss Mr. Alfree made a motion to adjourn the meeting to executive session. The motion was seconded and the meeting adjourned to executive session at 8:48 p.m.

The Trustees returned to regular session at 8:57 p.m.

A motion to adjourn the meeting was made and seconded. The motion was unanimously carried and the meeting adjourned at 9:24 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
October 4, 2022

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

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
M. Marinelli, Property Manager
K. Weirich, Stenographer
B. Snapp Danberg, Esquire, Baird Mandalas Brockstedt Federico & Cardea LLC
R. Costa, Deputy Attorney General, Deputy Director, Consumer Protection Unit
D. Anderson, DOJ Paralegal, Fraud & consumer Protection Unit

Absent: T. Masiello
T. Clayton

The monthly meeting of the Trustees was held on Tuesday, October 4, 2022, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m.

Mr. Toner called for a moment of silence to remembered Mr. Corky Viola, who recently passed away. Mr. Alfree noted that a service for Mr. Viola will be held at the church on October 23rd at 1:00 p.m., with a gathering immediately following the service at the Penn Farm Barn.

Mr. Toner stated that Diana Anderson and Ryan Costa from the Department of Justice Consumer Protection Unit and Diana Snapp Danberg, Esquire, representing the Trust, of Baird Mandalas Brockstedt Federico & Cardea were in attendance.

President's Communications

- Mr. Toner will forward an email from Jim Sidlowski to all Trustees regarding a proposed logo change for social media to identify the Hermitage.
- Mr. Toner noted that he received a brick found at the Hermitage with "Mt. Savage" imprinted on it made in western Maryland. It is speculated it could have been from the chimney or one of the wells at the Hermitage.

Monthly Calendar

- Outreach Committee – 10/10/22, 7 p.m.
- Property Management Committee – 10/18/22, 6 p.m.
- Finance Committee – 10/26/22, 3 p.m. and 4 p.m.

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- Land Management Committee – 10/27/22, 4 p.m. (*NOTE: This is a permanent time change*)

Minutes

9/6/22 TNCC Meeting Minutes – **Mr. Alfree made a motion to approve the 9/6/22 TNCC Meeting minutes as amended. The motion was seconded and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Reports for 9/30/22 were sent out prior to the meeting.

Mr. Wilson made a motion to approve the September 30, 2022, Treasurer's Report as submitted. The motion was seconded by Mr. DeAscanis and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

The LMC discussed three issues for the Board to address. All three issues were unanimously approved by the LMC. Mr. Alfree stated that a total of five motions would be presented to the Board, and explained the purpose and rationale for each of the motions.

Gordy Management Associates

Mr. Alfree made a motion to approve extending the current lease with Gordy Management by a period of fifteen (15) years consisting of three (3) five-year periods beginning 10/1/22 and expiring 9/30/37 with the standard CPI increases. The motion was seconded by Mr. DeAscanis and unanimously carried.

326 Associates – BJ's Fuel Station

Mr. Alfree made a motion to approve the request to change the traffic pattern (ingress/egress) for the BJ's fueling station as submitted in a drawing created by Landmark Engineering. The motion was seconded by Mr. Gallagher and unanimously carried.

326 Associates – BJ's – Trust

Mr. Alfree made a motion to approve a request to extend the Non-Disturbance Agreement from 2/28/2029 to 2/28/2033 that the Trust has with 326 Associates, their sub-tenant BJ's, so that the Agreements end on the same date of 2/28/2033. The motion was seconded by Mr. Gallagher.

Mr. Taylor explained the Non-Disturbance Agreement for the benefit of the Trustees.

The motion was unanimously carried.

Pusan GLM New Castle, LLC (Tremont)

Mr. Alfree made a motion to approve a Lease of 45 years plus three (3) five-year extensions for a total of 60 years for the property at 196 North DuPont Highway (formerly Tremont Motel) for Pusan GLM New Castle, LLC. The motion was seconded by Mr. Gallagher and unanimously carried.

Pusan GLM New Castle, LLC (Tremont)

Mr. Alfree made a motion to approve having the Land Management Committee negotiate and finalize the terms of the new Lease with Pusan GLM New Castle, LLC, for the property formerly known as Tremont Motel, 196 North DuPont Highway. The motion was seconded by Mr. Gallagher and unanimously carried.

OUTREACH COMMITTEE REPORT – Ms. Antonio reporting.

The Outreach Committee reviewed and updated the Application and will be ready at the end of the year to evaluate applications that are submitted.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

Work is commencing on cleaning, mulching, trimming trees, and keeping Trust property as neat as possible.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

- Mr. Gallagher noted that the Report will be revised to reflect the correct amount of Battery Park Bulkhead and Shoreline Repairs under Capital Budget / Construction. Mr. Wilson noted that Mr. Clayton informed him that work was tentatively scheduled to begin this week; however the weather may have changed that timeline.
- The Finance Committee is working on preparing a due-diligence analysis for investment partners.
- The Finance Committee received and approved the Audit Report and copies were distributed to the Trustees. In response to a question from Mr. Taylor, Mr. Gallagher stated that the full Audit Report will be posted on the Trust website within the next 10 days.

OTHER COMMITTEES

By-Laws Committee – Mr. Gallagher reporting.

Mr. Gallagher stated that he had nothing to report.

Battery Park Committee – Mr. Clayton reporting.

Mr. Toner noted that as both Mr. Clayton and Ms. Masiello were absent, there was no report from the Battery Park Committee.

Election Committee – Mr. Episcopo reporting.

Mr. Episcopo stated that the election is going on this week, ending on Saturday, October 8th. The ballots will be counted after the polls close on October 8th.

Next Board Meeting

The next TNCC Board meeting is scheduled for November 1st at 7 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Mr. Alfree read excerpts from a letter received from Ms. Laura Fontana, President of the New Castle Community Partnership, thanking the Trustees for their support of several events during 2022 (*A Day in Old New Castle, Summer Concert Series, and the Inaugural Belgian Beer Festival*), and recognizing the importance of the Trust and the Outreach Committee.
- Mr. Alfree noted that the Trust mailbox will be installed by the end of October.
- Nolan Associates are proceeding with acoustic ceilings for the Trust Board Room. It is anticipated that the work will be completed by the end of November.

With no further business to discuss Mr. Gallagher made a motion to adjourn the meeting. The motion was seconded by Mr. Episcopo. The motion was unanimously carried and the meeting adjourned at 7:26 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
November 1, 2022

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

Also present: A. Taylor, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
K. Weirich, Stenographer
J. Sidlowski

Absent: M. Marinelli, Property Manager

The monthly meeting of the Trustees was held on Tuesday, November 1, 2022, in the Trustees Board Room at Penn Farm beginning at 7:01 p.m.

Mr. Toner called for a moment of silence to remember Mr. Guido “Pete” DeAscanis, who recently passed away. Mr. Wilson spoke of Mr. DeAscanis and his contributions to the Trust and to the community.

President’s Communications

- Mr. Toner reported that he received a communication from Mr. Episcopo that the basketball courts are closed because the playing surface was deemed to be a hazard. Three quotes are being sought to replace the surface. During discussion the Board members expressed their opinions about the merits of reopening the basketball courts, and the scope of work that should be included in the project. Mr. Toner recommended that the PMC make a recommendation on the basketball court first, and that expanding the scope of work (picnic tables, benches, etc.) be considered if the Trust maintains control of Battery Park. In response to a question from Mr. Gallagher, Mr. Taylor stated he would send a communication to the Board regarding his research into turning maintenance of Battery Park over to the City.

Relative to conversations of a new sports complex, Ms. Antonio reminded the Board that basketball courts are part of the plans being explored for the sports complex and questioned the repair investment when the sports complex would result in the

Trustees of the New Castle Common
Minutes of November 1, 2022

community having an even better facility with new basketball court(s). Mr. Toner opined that it is acceptable to fix the basketball courts and open them in the spring.

Monthly Calendar

- Outreach Committee – 11/14/22, 7 p.m.
- Property Management Committee – 11/15/22, 6 p.m.
- Finance Committee – 11/16/22, 4 p.m.
- Land Management Committee – 12/1/22, 4 p.m.

Mr. Wilson noted that all Trustees are invited to Committee meetings.

Minutes

10/4/22 TNCC Meeting Minutes – **Mr. Wilson made a motion to accept the 10/4/22 TNCC Meeting minutes as submitted. The motion was seconded and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Reports for 10/31/22 were sent out prior to the meeting.

Mr. Alfree made a motion to approve the October 31, 2022, Treasurer's Report as submitted. The motion was seconded by Mr. Yacucci and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

326 Associates – Advance Auto Parts is moving into the location exited by Mattress Firm. LMC approved new signage being installed.

Mr. Alfree made a motion to approve a submittal by 326 Associates for the exterior signage of the new tenant, Advance Auto Parts. The motion was seconded by Mr. Gallagher and unanimously carried.

In response to a question from Mr. Toner, Mr. Alfree stated he would find out if Aunt Berta's Kitchen had requested permission to install signage.

OUTREACH COMMITTEE REPORT – Ms. Antonio reporting.

Ms. Antonio reported that the Committee reviewed the process for in-take of grant applications. A notice was put in The New Castle Crier that the Trust is accepting grant applications. Ms. Antonio thanked Ms. Panzarella for getting the website updated and also thanked Mr. Wilson for ensuring the notice was published in The Crier.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- The 3rd Street Library boiler was replaced and the damaged ceiling will be repaired.
- There are three Pickleball courts in New Castle at the tennis courts. A thank-you letter was received from individuals who use the Pickleball courts.
- The parking lot at Bellanca Airfield Museum was recently resealed and restriped. There are serious issues with the building and a representative of Bellanca requested that the

Trust inspect it. Mr. Gallagher noted that the Lease states maintenance is the responsibility of the tenant and Mr. Toner suggested that LMC review the Lease and report back to the Board. During discussion Mr. Taylor explained that the current Lease states the tenant is responsible for maintenance of the building; however, as part of a Federal Grant awarded to Friends of Bellanca a Conservation Easement Agreement was signed by Friends of Bellanca and the Trust as joint Grantors that states the Grantors are responsible to maintain the property "in a sound state of repair, including the hangar, to prevent deterioration and preserve the architectural and historical integrity of the property". The Easement Agreement is in force until 2057. The building will be inspected by PMC to determine if it is safe.

- The Committee agreed to have poles and cables removed at the Ferry Wharf and behind Dobbinsville. The Committee also discussed fencing in Dobbinsville and by the Ferry Wharf, and work that will be done on the road behind The Strand. During discussion Mr. Toner recommended that Mr. Taylor investigate ownership of the road and report back to the Board.
- The basketball rims were removed at the request of two New Castle citizens.
- The 5th and Cherry Street parking lot has been neglected and the Committee is working on getting it landscaped, resealed and restriped. During discussion Mr. DeAscanis noted that the parking lot is jointly owned by the City, the State and the Trust.
- Tree roots pushed up the blacktop on the pathway in Battery Park and by Dobbinsville and approximately 25-30' of blacktop in both areas need to be removed and replaced; and wash-outs need to be redone as well. Quotes are being sought.
- Picnic tables and benches were removed during Covid for safety and sanitary reasons.
- Trash cans by the Sailing Club belong to the City.
- Messrs. Episcopo and C. DeAscanis met with the Little League Officers.

Mr. Episcopo introduced Mr. Jim Sidlowski, Special Project Manager at the Hermitage. Mr. Sidlowski updated the Board:

- In the last eight months the social media page outreach and contacts has tripled.
- Several groups have reached out to the Hermitage and have conducted several events, including the spring and fall Native Plant Exchange.
- Over 300 new species were donated to the Hermitage.
- The Hermitage is working with the Delaware Master Naturalist Program on special events.
- A graduate student is currently working on a Climate Resilience Plan at the Hermitage to create a plan that would initiate the entire Hermitage to be adaptive for climate resiliency; including plantings and removal and control of invasive species in the marsh. They have reached out to the community for involvement; however they have not received any responses yet.
- The native bee program was a huge success and will be continued next year.
- Approximately 400 people came to the summer events.

Ms. Masiello recommended that more kid-friendly activities be held and gave Mr. Sidlowski several ideas.

Mr. Wilson reminded Mr. Sidlowski that no funds should be accepted for The Hermitage without approval from the Board. Mr. Sidlowski noted that he is working with the Master Naturalist Program, and any grants that are applied for would go through the Master Naturalist Program. Mr. Wilson reiterated that Mr. Sidlowski should reach out to the Board for any funding that the Hermitage may receive.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

- Mr. Gallagher will review Appraisals & Consulting under Administration and Sewer From Tenants under Revenue and report back to the Board.
- An Investment Review was performed and the Trust is down 4.5% for the quarter.
- The Committee discussed the Auditors and agreed to give them a two-year extension.
- The Trust has been a victim of check washing and the Committee is working with M&T Bank for reimbursement of the funds. A Police Report has been filed, and the Committee is working with M&T to purchase a software package whereby the bank will not cash a check unless it is in the program. The Committee has also reached out to other companies to whom checks have been sent to ensure they are received.
- The Committee is reviewing Investment Partners.

OTHER COMMITTEES

By-Laws Committee – Mr. Gallagher reporting.

Mr. Gallagher stated that he had nothing to report.

Battery Park Committee – Mr. Clayton reporting.

A Battery Park Walk is scheduled for November 27th with a small reception afterwards.

Election Committee – Mr. Episcopo reporting.

Mr. Episcopo reported that 543 total votes were cast:

- Mr. Francis “Rocky” DeAscanis – 325 votes
- Ms. Karen Igou – 218 votes

The election was won by Mr. DeAscanis.

Mr. Episcopo stated that going forward voting machines will be used instead of paper ballots.

Next Board Meeting

The next TNCC Board meeting is scheduled for 12/6/22 at 7 p.m.

COMMUNICATIONS – Mr. Alfree reporting.

- Mr. Alfree asked that if any Board member did not want the ear of corn that was presented to them, Ms. Panzarella will use them to make seasonal decorations.
- Mr. Alfree recommended that Mr. DeAscanis attend Committee meetings that interest him, noting that the Executive Committee would make a recommendation.
- The acoustic ceiling in the Board Room will be installed after the December Board meeting. The work should take approximately one week to complete.

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- The Trust mailbox should be installed mid-November.

Miscellaneous

Mr. Toner explained the history of the ear of corn, noting that the Penn family could demand one ear of corn from the Trust each year, and to date, the Trust could owe the Penn family 258 ears of corn.

With no further business to discuss Mr. Gallagher made a motion to adjourn the meeting. The motion was seconded by Mr. Episcopo. The motion was unanimously carried and the meeting adjourned at 8:10 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

Trustees of the New Castle Common
Meeting Minutes
December 6, 2022

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

Also present: A. Taylor, Esquire (*Trust Attorney*)
B. Snapp Danberg, Esquire (*Trust Attorney*)
J. Panzarella, Administrative Coordinator
K. Weirich, Stenographer
M. Quirk, Deputy Attorney General; Director, Consumer Protection Unit
D. Anderson, DOJ Paralegal, Fraud & Consumer Protection Unit

Absent: M. Marinelli, Property Manager

The monthly meeting of the Trustees was held on Tuesday, December 6, 2022, in the Trustees Board Room at Penn Farm beginning at 7:00 p.m. Mr. Toner called for a moment of silence.

President's Communications

- Mr. Toner and City Administrator Barthel recently attended a meeting with the members of the Old New Castle Coalition for Outdoor Recreation (ONCOR) relative to the playground in Battery Park. It was noted that after the equipment is installed the Trust will have new mulch reapplied to the playground.

Public Comment

Phil Gross – 1301 13th Street

Mr. Gross asked for a status update on the possible transfer of Battery Park to the City of New Castle. Mr. Toner stated that one Trustee made a comment relative to a transfer; however, nothing further has been discussed and no vote has been taken.

Mr. Toner asked that Mr. Gross address additional questions to the Trust Secretary for response:

- Will the Trust Board Meetings be open to the public more frequently than quarterly?
- Why do the Trustees not respond to FOIA requests?

Lula Atherton – 24 West 3rd Street

Ms. Atherton asked for a status update on the Basketball Court in Battery Park. It was noted that bids have been sent out and more information will be forthcoming in the PMC Report.

Relative to the picnic tables in Battery Park, Ms. Atherton suggested that the Trust survey the public to see what they want rather than acting independently.

Ms. Atherton noted that the handicap parking spaces in the 3rd Street Parking Lot are all at the back of the lot without egress or signage, and asked why funds from the American Rescue Plan are not being used for things that need to be updated. Mr. Toner explained that the Trust does not request or spend Government funds. Mr. Toner also noted that to his knowledge the Trust has never been informed of issues with the 3rd Street Parking Lot, and asked Ms. Atherton to submit that question to the Trust Secretary for a response.

Lizzie Zubaca – West 5th Street

Ms. Zubaca expressed her support for the playground in Battery Park and thanked the Trustees for engaging in a discussion of the playground. She also expressed her support of improvements to the Basketball Court.

Mr. Toner asked Ms. Zubaca if, as a member of ONCOR, she knew if the City has reached out to the City's or the Trust's insurance companies relative to the new playground equipment. Ms. Zubaca noted she is not a member of the City Sub-Committee; however, she will inquire and respond to the Battery Park Committee.

Bruce Burk – 213 Harmony Street

Mr. Burk stated that the Trust is following the Rule Book very well.

Mr. Burk noted that while working at the Old Library for the Trust he found a book that had not been among those donated to Dover or the Public Fund; and he felt it should be returned to the Trustees: *A Vindication of Mr. Randolph's Resignation* dated 1795. The book was signed by four of the Trustees circa 1890: J. Rogers, Phillip Lewis, Mr. Van Dyke, and J. L. Black. Mr. Burk presented the book to Mr. Toner as President of the Trustees.

Monthly Calendar

- Finance Committee – 12/7/22, 4:30 p.m.
- Outreach Committee – 12/12/22, 7 p.m.
- Property Management Committee – 12/14/22, 6:30 p.m.
- Finance Committee – 12/21/22, 4 p.m.
- Land Management Committee – 12/29/22, 4 p.m.

Minutes

11/1/22 TNCC Meeting Minutes – **Mr. Gallagher made a motion to accept the 11/1/22 TNCC Meeting minutes as submitted. The motion was seconded and was unanimously carried.**

Treasurer's Report – Mr. Gallagher reporting.

Treasurer's Reports for 11/30/22 were sent out prior to the meeting.

Mr. Wilson made a motion to approve the November 30, 2022, Treasurer's Report as submitted. The motion was seconded by Mr. Clayton and unanimously carried.

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

- The rent for Air Base Carpet was increased.
- The rent for Amazon will be increased effective January 1, 2023. Notice was officially delivered and was signed for by a representative of Amazon.
- Mr. Alfree attended a meeting relative to a proposed new apartment complex on Rt. 9 and 7th Street. Mr. Alfree described the site on a rendering of the location. The wetlands shown on the rendering were offered to the Trust as a donation. Following a discussion, the LMC unanimously decided not to bring the matter of accepting a donation of the wetlands to the Board. Mr. Alfree stated the justification for that decision. Mr. Toner stated that based on the LMC recommendation the Board would not consider a vote to accept the donation of the wetlands. During further discussion, the details surrounding a promised walkway on a portion of Trust property at The Garrison were noted.
- Mr. Alfree stated that the land the State of Delaware offered to give to the Trust has been transferred and recorded with the Recorder of Deeds.
- Mr. Marinelli will coordinate a meeting with the Friends of Bellanca and representatives of LMC and PMC to discuss the terms of the Lease, what the Friends of Bellanca expect, and their plans for the future.
- LMC is again considering the dirt road at the Progressive Club to determine ownership. There have been challenges in identifying who can speak on behalf of the Club.

OUTREACH COMMITTEE REPORT – Ms. Antonio reporting.

Ms. Antonio stated that the Committee is getting ready for the intake of Grant Applications. The deadline is January 1, 2023, and the Committee will be making courtesy calls prior to the deadline to ensure eligible individuals are aware of the opportunity.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

- PMC continues to do tree trimming and mulching.
- A new security and safety fence, and a light at the entrance to Penn Farm were installed.
- PMC will evaluate contracts for landscaping and pest control and will bring a report to the Board.
- Bellanca – Mr. Episcopo noted that the Trust needs to make a decision as to whether the Trust (1) abandons the property, (2) completes required repairs, or (3) if the Friends of Bellanca have the funds to do required repairs. Mr. Episcopo noted that there is a major leak and a serious drainage problem that need immediate attention and recommended that Mr. Taylor review the Lease language to determine responsibilities as soon as possible. Mr. Wilson noted that the Trust has already received warnings from

the State about drainage problems, and could start receiving citations. PMC has sent out RFPs to several contractors and is waiting for quotes to come back.

- Battery Park –
 - Basketball Court – the Trust received one quote for a new full-size Basketball Court, including new blacktop, backboards, baskets and nets. If the blacktop cannot be finished before a freeze, the work will be delayed until spring. Mr. Episcopo estimated the total cost to be approximately \$40,000. Mr. Episcopo confirmed that PMC will move forward with renovations to the Basketball Court.
 - Walkways – Mr. Episcopo noted that there are no walkways from the parking lots (3rd Street and Tennis Court) to the walkway in Battery Park. Bids will be going out for that work. Mr. Toner noted that the City, through the Playground Sub-Committee, will be putting in a walkway from the 3rd Street Parking Lot to the playground. Mr. Episcopo noted that a walkway is still needed from the Tennis Court Parking Lot to the walkway. During discussion Mr. Toner stated his opposition to adding any additional blacktop to Battery Park. Mr. Episcopo confirmed that PMC will not move forward with additional walkways.
 - Playground – Mr. Episcopo noted that PMC was evaluating the playground equipment and was not aware of the work being done by the City and the Playground Sub-Committee.

It was noted that responsibilities relative to Battery Park are unclear. Mr. Wilson read a portion of a 1996 letter from Mr. Taylor stating what was approved by the General Assembly into the Record: “management, operation, and control of any parks or open spaces acquired for the benefit of the citizens of New Castle shall be held by those persons who, from time to time, constitute the duly elected members of the Trustees.”

Following discussion of the various responsibilities for Battery Park President Toner approved the formation of an Ad Hoc Committee consisting of Ms. Antonio and Messrs. Clayton, Episcopo, Yacucci, and Gallagher. The Committee will meet with the City Solicitor and Mr. Taylor to determine the responsibilities for Battery Park and bring a recommendation back to the Board. Mr. Baldini noted discussions should include what is required by statute and what has shifted over time to determine a path going forward. It was noted that all current operations by the Trust will continue throughout the time the Ad Hoc Committee is active.

- Current Walkway – Mr. Episcopo reported that repairs were made to the current walkway. He suggested that the walkway be moved 10’-12’ back from the river to deter erosion under the walkway.

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

- Debt Service (line of credit) is well beyond what was budgeted. Mr. Gallagher spoke to Mr. Zitz and any extra available funds will go toward the line of credit.
- Mr. Gallagher noted that expenses are at 68% of the budget, which is very good.

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- Trust check was intercepted and Mr. Gallagher thanked M&T Bank for reimbursing the funds.
- The 2021 Audit and the Trust Tax Returns are available to view on the Trust website.
- An RFP for an investment partner with planning capabilities was completed and sent to seven potential vendors. The Committee will review all questions received to date and distribute answers to all vendors. The RFP is due back on December 16th.

OTHER COMMITTEES

By-Laws Committee – Mr. Gallagher reporting.

- Mr. Gallagher reported that at its November meeting the Executive Committee determined that the Trustees need to have a policy relative to Social Media. The Committee proposes as policy that Trust issues should not be discussed or defended on Social Media by members of the Trust. Constructive criticism is always welcome. Mr. Gallagher noted that it is difficult not to respond to people posting statements that are false, misleading or outright accusations about the Trust or Trust members. The Policy wording will be presented to the Board in January, 2023, and will be voted on at the February 2023 meeting.

Battery Park Committee – Mr. Clayton reporting.

Ms. Masiello noted that good input has been received from citizens who wish to join. She added that guidance is needed.

Election Committee – Mr. Episcopo reporting.

The Trust has a vacancy and an election will be held in March 2023 at the Good Will Fire Company using State voting machines. As soon as a date for the vote is set, the voting machines will be reserved.

Mr. Toner officially announced that there is a vacancy on the Trust Board and appointed Mr. Episcopo to Chair the Election Committee. Mr. Episcopo accepted the appointment.

Miscellaneous

- Mr. Gallagher commended Alice Riehl, Chair of the Sea Level Rise Task Force, noting that the Task Force has applied for grant funding through the Department of Agriculture that, if granted, will cover all engineering costs of sea level rise remediation in New Castle.
- Mr. Clayton noted that the gate to Penn Farm is often left open and reminded Board members that if the “Hold Open” code is entered at access Penn Farm, the last member to leave must push the “Hold Open” code again to ensure the gate remains closed. It was noted that the clock on the gate may still be set to Day Light Savings Time.

COMMUNICATIONS – Mr. Alfree reporting.

- A Thank You note was received from Nowland Construction.
- A Thank You note was received from the Good Will Fire Company for the Trust’s long-standing and continued support.

Trustees of the New Castle Common
Minutes of December 6, 2022

- The *Christmas in New Castle* celebration is this weekend and the Trust has given permission to put the Band Shell in Dewey Park.
- There is a new street light at the Penn Farm driveway on Frenchtown Road.
- The acoustics in the Trust Board Room will be installed starting December 7th. Mr. Alfree stressed the value of the Board Room Conference Table with the vendor and was assured that all efforts will be made to protect the table.
- A heavy-duty commercial door closer will be installed on the front door. Mr. Alfree explained the operation to lock the door.
- An “electric eye” light has been installed in the rear parking lot. The parking lot is half finished. The next step is to put in a layer of small stone.
- Mr. Alfree thanked Ms. Panzarella for the holiday decorations, and thanked Arasapha Garden Club for the holiday wreath.

Mr. Toner thanked the members of the public for attending the Board meeting.

Mr. Toner noted that the Trust offices are open Monday thru Thursday from 10:00 a.m. to 3:30 p.m. The gate opens at 9:00 a.m. and closes at 4:00 p.m.

With no further business to discuss Mr. Gallagher made a motion to adjourn the meeting. The motion was seconded by Mr. Episcopo. The motion was unanimously carried and the meeting adjourned at 8:17 p.m.

Respectfully Submitted,

Kathleen R. Weirich
Stenographer