

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

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

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

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

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

President's Communication

There was no report from the President.

Report from New Castle Little League

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

Monthly Calendar – January 2024

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

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

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

Minutes

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

Treasurer's Report – Mr. Gallagher reporting.

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

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

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

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

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

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

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

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

A roll-call vote was taken:

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

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

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

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Gallagher stated that everything looks good.

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

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

OTHER COMMITTEES

Battery Park Committee – Ms. Masiello reporting.

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

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

Bylaws Committee – Mr. Gallagher reporting.

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

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

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

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

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

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

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

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

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

Election Committee – Mr. Wilson reporting.

Mr. Wilson stated the election results:

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

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

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

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

Outreach Committee – Ms. Masiello reporting.

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

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

Next Board Meeting

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

COMMUNICATIONS – Mr. Alfree reporting.

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

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

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

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

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

A roll-call vote was taken:

Mr. Yacucci – Yes

Ms. Masiello – Yes

Mr. Baldini – Yes

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Mr. Gallagher – Yes

Mr. Alfree – Yes

Ms. Corcoran – Yes

Mr. Wilson – Yes

Mr. F. DeAscanis – Yes

Mr. Episcopo – Yes

Mr. C. DeAscanis – Yes

The motion passed unanimously.

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

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

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

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

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

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

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

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

President's Communication

There was no report from the President.

Update on the Department of Justice

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

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

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

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

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

Monthly Calendar –
February 2024

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

March 2024

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

Minutes

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

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

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

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

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

Mr. Gallagher noted the following:

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

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

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

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

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

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

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

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

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

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

Mr. Gallagher reviewed the status at 10 months.

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

OTHER COMMITTEES

Battery Park Committee – Ms. Masiello reporting.

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

Bylaws Committee – Mr. Gallagher reporting.

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

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

Procedure 13.01 C

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

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

Election Committee – Mr. Wilson reporting.

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

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

Outreach Committee – Ms. Masiello reporting.

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

Strategy Committee – Mr. Gallagher reporting.

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

Next Board Meeting

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

COMMUNICATIONS – Mr. Alfree reporting.

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

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

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

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

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

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

Absent: G Yacucci

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

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

President's Communication

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

Monthly Calendar –

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

Minutes

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

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Treasurer's Report – Mr. Gallagher reporting.

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

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

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

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

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

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

FINANCE COMMITTEE REPORT – Mr. Gallagher reporting.

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

OTHER COMMITTEES

Battery Park Committee – Ms. Masiello reporting.

There was no report from the committee.

Bylaws Committee – Mr. Gallagher reporting.

There was no report from the committee.

Election Committee – Mr. Wilson reporting.

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

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Outreach Committee – Ms. Masiello reporting.

There was no report from the committee.

Strategy Committee – Mr. Gallagher reporting.

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

Next Board Meeting

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

COMMUNICATIONS – Mr. Alfree reporting.

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

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

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

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

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

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

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

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

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

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

Also present: K. Weirich, Stenographer

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

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

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

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

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

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

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

Community Grants Budget Worksheet

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

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

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

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

Miscellaneous

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

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

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

Respectfully Submitted,

Kathleen R. Weirich
Stenographer

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

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

Absent: G Yacucci

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

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

President's Communication

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

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

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

Monthly Calendar –

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

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

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

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

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

Minutes

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

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

Treasurer's Report – Mr. Baldini reporting.

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

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

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

LAND MANAGEMENT COMMITTEE REPORT – Mr. Alfree reporting.

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

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

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

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

PROPERTY MAINTENANCE REPORT – Mr. Episcopo reporting.

Mr. Episcopo thanked the committee members for their work.

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

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

Mr. F. DeAscanis will reach out to MSC.

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

FINANCE COMMITTEE REPORT – Mr. Baldini reporting.

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

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

OUTREACH COMMITTEE REPORT – Ms. Masiello reporting.

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

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

OTHER COMMITTEES

Battery Park Committee – Mr. Clayton reporting.

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

Bylaws Committee – Mr. Gallagher reporting.

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

POLICY XII. TRUSTEE COMMITTEES

2. BOARD APPOINTMENTS

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

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

Delete: “Trust-Owned”

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

ARTICLE XIII. ELECTION OF BOARD MEMBERS

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

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

Add: Items d. and e.

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

PROCEDURE VII. DISCIPLINARY ACTIONS

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

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

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

Election Committee – Mr. Wilson reporting.

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

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

Strategy Committee – Mr. Gallagher reporting.

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

Communications – Mr. Alfree reporting.

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

Next Board Meeting

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

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

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

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

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

Respectfully Submitted,

Kathleen R. Weirich
Stenographer