

**FORT DUPONT REDEVELOPMENT AND PRESERVATION CORPORATION
BOARD OF DIRECTORS MEETING**

LOCATION:
Via Zoom Teleconference
September 16, 2020
8:30 a.m.

Meeting Minutes

Board Members:

Bryon Short, Pam Scott, Connie Holland, Shawn Garvin, Michael Morton, Tim Diliplane, David Baylor, Neal Dangelo, Danny Episcopo, Dale Slotter, Paul Parets, Laura Lee

Staff:

Jeff Randol, Executive Director
Peggy Thomas, Site Manager
Max Walton, Connolly Gallagher
Lisa Hatfield, Connolly Gallagher
Sandy Doherty, Connolly Gallagher
Richard Forsten, Saul Ewing Arnstein & Lehr, LLP

Members of the Public:

Senator Nicole Poore, Taylor Hawk, Jon Patterson, Betty Barret, Dan Saunders, Rob Lucas, Susan Rahn, Tim Konkus, Eric Smith,

I. Call to Order

Mr. Short called the Fort DuPont Redevelopment and Preservation Corporation Board of Directors meeting to order at approximately 8:30 a.m.

II. Minutes

Mr. Short asked if there were any questions or comments regarding the July 2020 meeting minutes. No questions were presented and a motion was made to approve the minutes of the July 2020 meeting by Mr. Morton, seconded by Mr. Diliplane. A roll call vote was taken and the motion carried unanimously.

III. Treasurer's Report

A. Financial Statement – In the absence of Mr. Scoglietti, Mr. Randol presented the Financial Report for the period through August 31st, 2020, highlighting the following:

Page 1, Line 4150 Tenant Reimbursements –This general ledger account reflects payments for utility charges billed to and paid by the Corporation, which are then back-billed to tenants.

Line 4200, Real Estate Sales – Four closings have taken place for a total of \$400,000, with four more are expected over the next month, keeping Rockwell on track to make the \$900,000 budget projection.

Line 6706, Post Headquarters - Restoration expenses for this building are \$48,254 to date, with a projected total FY21 budget for this building of \$340,000.

Page 3, Line 6721, Round-a-bout - The budget for round-a-bout and Polktown construction is \$1,350,000 with an expected start date in March or April of 2021.

Page 4, Line 7206 - P & I, Parke Bank, Phase 1B & 1C -- The Parke Bank loan balance will be paid off after one more Canal District lot closing. The Corporation will work with Applied Bank to finance Old Battery Lane Duplexes and a term sheet is expected for presentation at the next Board meeting.

Line 7220, FDRPC RLF Repayment - Two hundred thousand dollars was reimbursed to the internal loan fund. The balance is now \$253,062.

Page 5, Net Ordinary Income is \$235,918 through August 2020.

A motion to accept the Treasurer's Report as presented was made by Mr. Parets, seconded by Mr. Morton. A roll call vote was taken, motion carried unanimously.

IV. Legal

A. Lennar Definitive Agreement - Mr. Walton stated the specific details of the Agreement would be discussed in Executive Session however, he noted, for the public session, the agreement calls for one hundred fifty stacked townhomes in the Marina District, with site design starting within six months from the execution of the agreement.

B. Rockwell 4th Amendment - The proposed amendment changes to Rockwell's agreement: a) allows them to extend their deadline for Phase III; b) changes the housing mix from twenty-two single family homes to twenty-one singles, nineteen smaller townhomes to twelve, and adjusts large lot townhome pricing to a flat rate of \$90,000. The changes were precipitated by the deletion lots near the entrance to create more green space and the need to keep pricing competitive in light of increases in materials. A motion was made to approve the 4th amendment to Rockwell's agreement by Mr. Diliplane, seconded by Mr. Episcopo. A roll call vote was taken, the motion passed unanimously.

C. Declaration Amendment - Ms. Hatfield explained the amendment to the Declaration corrects a typo found in Section 2.4 and syncs the language to the schedules referenced in the Declaration. Mr. Walton explained it is the buyer's legal representation who is responsible for providing the buyer with the Guidelines and Declaration. Mr. Baylor inquired about the process that home and lot owners need to follow when making changes to the exterior of their property. Mr. Randol explained requests are submitted to the DHPC for review and decision. Instructions and application are posted on the website under the Community Association. Mr. Walton outlined the change request process under the Declaration and the appeal process. Mr. Parets asked if Fort DuPont residents can appeal a DHPC decision to the town's Board of Adjustment to which Mr. Walton answered no. A motion to accept the Declaration Amendment was made by Mr. Diliplane, seconded by Mr. Garvin. A roll call vote was taken and the motion passed with ten voting in favor and two, Mr. Baylor and Mr. Parets, voting against.

D. Potential MOU with DC Police Department - Mr. Walton stated no further discussion or advancement has been made since this idea was proposed at September 1, 2020 public meeting. Discussion followed briefly with Mr. Baylor requesting an opinion from the Attorney General's office on DCPD's enforcement at Fort DuPont.

E. Recusal Report - With respect to the Blue Water Development agreement, Mr. Walton will step out of his role as counsel for this matter. Delaware City has retained Bill Rotunda and FDRPC has retained Richard Forsten as respective counsel.

V. Executive Director's Report

A. Construction Update for FY21 - Mr. Randol provided an overview of construction projects for FY21 as follows:

- Improvements to Old Elm Avenue and the storm water system are underway. A storm water capacity study will also be done within the next couple of weeks, and a new pump and generator will be installed at the pump house.
- Bio-basin 1 will be completed over the next four weeks.
- Building 15 - Construction is underway and is expected to be completed by the end of 2020.
- Building 19 - State Surplus has vacated the building; brick work and roof repairs have been completed.
- Chapel - Construction of a retaining wall around the side and rear of the Chapel will begin in September.
- OBL Duplexes – Delays, due in part to COVID and in large part to the terms being changed from what was originally submitted by Parke Bank, Mr. Randol is now working with Applied Bank on financing. A term sheet is expected for review at the next Board meeting.
- Building 30 (Stable) - Brick work has been completed on this building, which will serve as the future DNREC archive.
- Theater - Brick work will begin in September. Painting to follow.
- Roundabout - Construction will begin in the Spring.
- Canal District - Phase 1D site work is under way.
- Branch Canal - There is no update regarding the transfer at this time, an appraisal is pending.

B. Association Management & Communications - Mr. Randol stated the Corporation will be sending out RFPs (Request for Proposal) to HOA management companies to assist with managing the Fort's Community Association.

C. Blue Water RV Park - The BWD proposal will be discussed in executive session, which will be led by Mr. Forsten (see IV.E Recusal Report).

VI. Committee Reports

A. Finance Committee - No updates to report

B. Historic Preservation -

Guidelines Amendment- The DHPC met to clear up language changes and sync the document with the Declaration. Based on requests made by residents, amendments were made to the Guidelines to include flagpoles and storage units. Updates were also made to lighting guidelines and materials. A motion to accept the Guidelines as amended was made by Ms. Lee, seconded by Mr. Parets. A roll call vote was taken with eleven voting in favor and Mr. Baylor voting against. Motion carried.

C. Governance & Personnel - No updates to report

VII. New Business

A. Potential Communications Subcommittee/Discussion on Reporting - Mr. Short noted the Corporation's desire to improve communication between the Board, the residents of Fort DuPont,

town leadership and the Delaware City community at large. Mr. Short suggested occasionally holding a Board meeting in the evening so those who work during the day can participate. Discussion followed regarding improving outreach, establishing effective channels of communication and the frequency of communicating. Mr. Parets suggested a bi-annual email communication to the community at large. Mr. Garvin commented Board members representing Delaware City need to relay information back and forth between the Board and Delaware City residents. Expanding the Board to include the City Manager was intended to insure that communications were improved by both FDRPC and the City. Mr. Slotter commented the representatives from Delaware City should utilize town mechanisms already in place (Delaware City public committee meetings) to communicate with residents.

- B. Mr. Parets requested a face-to-face October Board meeting. Mr. Short stated such a meeting would depend on what phase of COVID the state is in at that time. Board meetings will follow state guidelines.
- C. Mr. Parets asked if the General Assembly changed Board Member terms. Specifically those representing Delaware City. Mr. Walton replied that the terms were removed and that Delaware City representatives on the Board can be appointed and confirmed by the City Council at any time.

VIII. Public Comment - Public comment was made by Mr. Saunders and Ms. Rahn. Mr. Saunders commended the corporation on its progress and specifically with the restoration and preservation of historic assets. Ms. Rahn and Mr. Short discussed follow-up to a letter she previously sent regarding the matter of a tree on her lot. Ms. Rahn also expressed frustration at not having received the Declaration and Guidelines prior to settlement on her lot. It was noted in the discussion that seller, being Rockwell, and buyer's counsel are responsible for making sure that buyers have the documents. FDRPC will continue to monitor the issue and work with Rockwell's sales team to make sure they are providing the information early in the sales process.

IX. Executive Session - A motion to move to Executive Session was made by Mr. Garvin, seconded by Mr. Morton. Mr. Baylor, noting potential conflicts with the city concerning the sale of Grassdale, did not participate in the Executive Session pertaining to Grassdale.

X. Return to Public Session

A. Lennar Agreement – Motion was made by Mr. Diliplane and seconded by Mr. Morton to authorize the Executive Director to enter into an Agreement with Lennar based upon the 9/13/20 memo from counsel. A roll call vote was taken. Motion carried unanimously.

X. Adjourn Meeting

A motion to adjourn the meeting was made by Mr. Garvin and seconded by Mr. Diliplane. A roll call vote was taken and motion carried unanimously. Meeting adjourned.