



**Fort DuPont Redevelopment and Preservation Corporation
Board of Directors Meeting**

November 8, 2023 8:30 a.m.

Delaware City Fire Hall
815 5th Street
Delaware City DE 19706

AGENDA

1. Call to Order
2. Roll Call
3. Approval of Minutes - Fort DuPont Redevelopment and Preservation Corporation Meeting of October 11, 2023
4. Treasurer's Report
5. Executive Director's Report
6. Committee Reports
 - a. FDRPC Finance and Audit Committee Meeting of September 11, 2023
 - b. FDRPC Maintenance Committee Meeting of September 12, 2023
 - c. FDRPC Executive Committee Meeting of September 25, 2023
7. Request for State Funding Fiscal Year 2025
8. Personnel Handbook Amendments
9. Delaware City updates
10. Public comment
11. Executive Session – Discussions Regarding Sales or Leases of Real Property
12. Actions to be voted upon from Executive Session (if applicable)
13. Next meeting date: December 13, 2023 at 8:30 a.m.
14. Adjournment

Please note: Pursuant to 29 Del. C 10004(e)(2), this Agenda may be changed to include additional items including executive sessions or to delete items that arise at the time of the meeting.

Potential executive session pursuant to 29 Del. C. 10004(b)(9) (“Personnel matters in which the names, competency and abilities of individuals employees...are discussed.”)

Potential executive session pursuant to 29 Del. C. 10004(b)(2) (“discussions regarding sales or leases of real property) and 29 Del C. 10004 (b)(6) (discussion of the content of documents, excluded from the definition of “public record,” where such discussion may disclose the contents of such documents).

Potential executive session pursuant to 29 Del. C. 1004 (b)(4) (“Strategy sessions, including those involving legal advice or opinion from an attorney-at-law...”) and 29 Del. C. 10004(b)(6) (discussion of the contents of documents, excluded from the definition of “public record,” where such discussion may disclose the contents of such documents.

FORT DUPONT REDEVELOPMENT AND PRESERVATION CORPORATION
BOARD OF DIRECTORS MEETING

The Fort Dupont Redevelopment and Preservation Corporation Board of Directors meeting was held on October 11, 2023 at the Delaware City Fire Hall, 815 5th Street, Delaware City, with Chair John McMahon presiding.

CALL TO ORDER

Chair McMahon called the Fort DuPont Redevelopment and Preservation Corporation (FDRPC) Board of Directors meeting to order at 8:30 a.m.

BOARD MEMBERS PRESENT

Secretary Shawn Garvin (Department of Natural Resources and Environmental Control (DNREC) (arrived at 9:00 a.m.)

Ms. Ruth Ann Miller (Controller General of the State of Delaware)

Dr. Courtney Stewart (Office of Management and Budget)

Mr. David Edgell (Office of State Planning Coordination)

Mr. Kurt Foreman (Delaware Prosperity Partnership)

Mr. Henry Hill (Delaware City Manager)

Senator Spiros Mantzavinos (Chair, Bond Bill Committee) (arrived at 8:40 a.m.)

Mr. Rony Baltazar-Lopez (Secretary of State)

Mr. Kevin Whittaker (Delaware City Resident)

Ms. Wendy Rogers (Fort DuPont Resident)

BOARD MEMBERS ABSENT

Representative Sean Matthews (Co-Chair, Bond Bill Committee)

Mr. Doug Eriksen (Delaware City Resident)

Mr. Michael Graci (Fort DuPont Resident)

STAFF MEMBERS PRESENT

Mr. Tim Slavin, FDRPC Executive Director

Ms. Janice Moturi, Deputy Director/Controller

Mr. Richard Forsten (Saul Ewing Arnstein and Lehr LLP) (arrived at 8:36 a.m.)

Ms. Pam Scott (Saul Ewing Arnstein and Lehr LLP)

OTHERS PRESENT

Mr. Jack Guerin

APPROVAL OF MINUTES – FORT DUPONT REDEVELOPMENT AND PRESERVATION CORPORATION (FDRPC) BOARD MEETING OF SEPTEMBER 13, 2023

Ms. Rogers noted that Dr. Stewart had been listed as absent and then recorded as making a motion on page 3 of the minutes.

Ms. Scott noted that she was in attendance at the September 13, 2023 meeting; however, she was not listed as being present.

Mr. Foreman moved for approval of the FDRPC Board meeting minutes of September 13, 2023, as corrected. The motion was seconded by Mr. Edgell and unanimously carried.

WELCOME NEW BOARD MEMBER – HARRY HILL

Mr. Harry Hill, City Manager, Delaware City, introduced himself and briefly provided his background information.

TREASURER’S REPORT

Ms. Janice Moturi, Deputy Director/Controller, reviewed the Fort DuPont Redevelopment and Preservation Corporation Budget vs. Actuals for July 2023 - June 2024 and noted the following:

- 4010 State Appropriation – No additional funding was received for August.
- 4100 Rental Income – A check for \$28,000 was received. This amount is slightly higher month over month due to catch-up for previous months.
- 4900 Other Revenue – This line item includes reimbursements from a one-time legal expense.
- 6500 Professional Fees – This line item is slightly flat from August. There will be an uptick in September due to a two-month catch up.
- 6700 Improvements – This line item remains flat over the month. In July, a substantial payment was made for Applied Bank’s curtailment on the two Old Battery Lane duplex loans.
- 7100 Common Area Maintenance – This line item is flat month over month due to the absence of significant maintenance expenses.
- 7700 Payroll Expenditures – There is an uptick in this line item for August due to operating on 3 cycles for the month.

Mr. Whittaker moved for acceptance of the Treasurer’s Report, seconded by Mr. Foreman and unanimously carried.

EXECUTIVE DIRECTOR’S REPORT

Mr. Tim Slavin, FDRPC Executive Director, reviewed the monthly report for the period September 1, 2023 to September 30, 2023 and noted the following:

Capital Projects

- **Old Elm Avenue** – The detour at the entranceway resumed Monday morning for the Old Elm Avenue/dip project. Route 9 remains open. There is a tight two-week schedule for the completion of sidewalks and curbing. The final paving is scheduled for four weeks from now. A-Del Construction has been an extraordinary company to work with and they are committed to completing the project on time.
- **Historic Preservation Projects** – The three historic preservation projects include the chapel, the theater, and the bakery. The environmental remediation in these buildings is complete. All asbestos and other hazardous materials have been identified and removed and the buildings are broom swept.

The Chapel - The next phase of the project is to obtain quotes for new electric service and HVAC for the chapel. As part of their improvement efforts, the lights in the chapel will be left on overnight to reduce the number of darkened buildings on campus.

The Theater - A contract has been approved for new electric service for the theater building. It involves bringing a transformer in and they hope to have the new electric service installed in the next three weeks. Like the chapel, the theater will be lit at night.

The Bakery - The bakery will remain in the current clean out stage. Although an adaptive reuse has not been determined, the building is beginning to show its potential.

- **The Post Exchange (PX) Building** - Improvements to the Post Exchange, the prominent building that sits on the east end of the parade ground, have been prioritized. Using savings from the Old Battery Lane project, a quote has been accepted for a new roof system, with work to begin on or before November 13, 2023. Additionally, the windows will be re-mothballed with freshly painted plywood to improve the appearance of the building.
- **Branch Canal Revetment and Promenade** - Initially, over \$900,000 was approved for this project, but the funds were frozen due to national disasters occurring in Maui. They are still awaiting word from FEMA regarding the funds. The continuing resolution that was passed recently had language in it which freed up the money and they are hoping to see the ripple effect of that in the next couple of weeks. The Army Corps of Engineers requested minor clarifications on the design and Verdantas is handling that.
- **Marina Village** - Due diligence continues, specifically addressing the testing and remediation of hotspots. There are two small hotspots with naturally occurring arsenic and a complete soil replacement is underway to ensure the area achieves a clean status. The Department of Natural Resources and Environment Control (DNREC) and the National Park Services are currently reviewing the 6F issue. There is a scheduled discussion item related to Marina Village in the executive session, with no immediate action required.

Other Activities

- **Establishment of New Committees** - The Finance and Audit Committee, Land Use Committee and Maintenance Committee were established in addition to the Executive Committee and The Design and Historic Preservation Committee. This has created the opportunity for more community members to be involved with Fort DuPont. As a caveat, it has also increased administrative tasks to run five committees and ensure that notices are posted and minutes are done. Every effort is being made to hold hybrid meetings when technology is available to keep the membership active.
- **Diversifying Revenue Streams** - During the recent Finance and Audit Committee meeting, staff was asked to compile a list of FDRPC's non-performing or underperforming properties. As part of the strategic plan to diversify revenue streams, the value of the existing properties will be monetized through either a one-time sale or development of property to be leased to create some passive revenue. Properties under consideration include existing single-family homes, potential

duplexes, and a considerable amount of acreage available for residential use, all of which can be deployed for the mission of the Corporation.

- **Branch Canal Ownership Issue** – There has been no contact with the Army Corps of Engineers and it may be time in November to present the options to the Board, including potential amendments to the legislation.

Mr. Foreman moved for acceptance of the Executive Director’s Report, seconded by Dr. Stewart and unanimously carried.

COMMITTEE REPORTS

FDRPC Design and Historic Preservation Committee Meeting of July 25, 2023

Ms. Rogers moved for acceptance of the FDRPC Design and Historic Preservation Committee Report of July 25, 2023. The motion was seconded by Dr. Stewart and unanimously carried.

FDRPC Executive Committee Meeting of August 28, 2023

Ms. Rogers moved for acceptance of the FDRPC Executive Committee Report of August 28, 2023. The motion was seconded by Dr. Stewart and unanimously carried.

PERSONNEL HANDBOOK AMENDMENTS

Mr. Tim Slavin, Executive Director, advised that they had contacted their employment practices liability provider to conduct a risk assessment for them. With the involvement of Excelsior, the firm that was engaged through their employment liability practices insurance company, they conducted a comprehensive review of the manual and brought it in line with the latest best practices. Additionally, they have made efforts to align the employee handbook with some, but not all, of the practices observed by the state of Delaware. He noted the following amendments:

- Now aligns FDRPC HR practices with best practices in the industry.
- Aligns the FDRPC holiday schedule with the state of Delaware holidays.
- Moves FDRPC work week from a 40-hour workweek to a 37 1/2-hour work week, which aligns with the state of Delaware.

Due to the length of the document, Chair McMahon recommended placing the Personnel Handbook on the next agenda for consideration.

DELAWARE CITY UPDATES

None.

PUBLIC COMMENT

Mr. Jack Guerin, representing FightDECORRUPTION.com, highlighted a News Journal article from August 28, 2023, revealing a mysterious pause in operations at the RV campgrounds, which had been abandoned for 16 months. In the article, Fort DuPont officials expressed frustration at the lack of communication with their development partner, Blue Water Development Company and Tim Slavin clarified the campground was not under his jurisdiction.

Mr. Guerin noted that there are important factors which require the Fort DuPont Corporation's ongoing attention. The Grassdale property's purchasers had only made a down payment, while the Fort Corporation held a \$2.1 million mortgage due in 2025. The corporation was contractually obligated to provide amenities such as an approved restaurant, an outdoor pavilion for events, and a recreational area with various courts. The deadline for these enhancements, set for October 21, 2024, was last mentioned in the Fort DuPont Board minutes almost two years ago.

The campground project was initially proposed as an economic development initiative for the benefit of Delaware City, prompting Mr. Guerin to call for an explanation for the city's residents.

RECESS INTO EXECUTIVE SESSION – LEGAL MATTERS

Mr. Whittaker moved to recess into executive session, seconded by Mr. Foreman and unanimously carried.

Meeting recessed at 8:57 a.m.

RECONVENE

Mr. Foreman moved to reconvene the FDRPC Board meeting, seconded by Ms. Rogers and unanimously carried.

Meeting reconvened at 9:18 a.m.

ACTIONS TO BE VOTED UPON FROM EXECUTIVE SESSION

None.

NEXT MEETING DATE

The next meeting is scheduled for November 8, 2023 at 8:30 a.m.

ADJOURNMENT

Mr. Baltazar-Lopez moved for adjournment, seconded by Dr. Stewart and unanimously carried.

Meeting Adjourned at 9:18 a.m.

APPROVED: *November 8, 2023

Fort DuPont Redevelopment and Preservation Corporation

Budget vs. Actuals: Budget_FY24_P&L Draft 1 - FY24 P&L

July 2023 - June 2024

	Sep 2023			
	Actual	Budget	over Budget	% of Budget
Income	\$0.00		0.00	
4005 Carryforward	\$0.00	300,000.00	(300,000.00)	0.00%
4010 State Appropriation	\$775,000.00	2,250,000.00	(1,475,000.00)	34.44%
4015 Bike Path Funding	\$0.00	0.00	0.00	
4020 Roundabout	\$0.00	0.00	0.00	
4100 RENTAL INCOME	\$63,039.52	159,623.08	(96,583.56)	39.49%
4100-DN DNREC	\$0.00	10,500.00	(10,500.00)	0.00%
4100-OM OMB	\$0.00	9,315.00	(9,315.00)	0.00%
4110 SPECIAL EVENT REVENUE	\$4,400.00	6,600.00	(2,200.00)	66.67%
4130 CAM REVENUE	\$0.00	0.00	0.00	
4131 Lawncare - CAM (State Tenants)	\$0.00	3,200.00	(3,200.00)	0.00%
4132 Snow/Ice - CAM (State Tenants)	\$0.00	15,000.00	(15,000.00)	0.00%
4133 Community Association	\$0.00	730.00	(730.00)	0.00%
Total 4130 CAM REVENUE	\$0.00	\$ 18,930.00	(18,930.00)	0.00%
4150 TENANT REIMBURSEMENTS	\$0.00	0.00	0.00	
4151 Utility Reimbursements	\$19,353.17	126,000.00	(106,646.83)	15.36%
Total 4150 TENANT REIMBURSEMENTS	\$19,353.17	\$ 126,000.00	(106,646.83)	15.36%
Total 4100 RENTAL INCOME	\$86,792.69	\$ 330,968.08	(244,175.39)	26.22%
4200 REAL ESTATE SALES	\$226,453.61	1,216,200.00	(989,746.39)	18.62%
4251 Late Payment Fee	\$0.00	0.00	0.00	
4300 GRANTS	\$0.00	0.00	0.00	
4400 Sales	\$40,000.00	0.00	40,000.00	
4430 Services	\$188,524.22	0.00	188,524.22	
4500 HTC CREDITS	\$0.00	185,000.00	(185,000.00)	0.00%
4800 BANK LOANS - BUDGETED PROCEEDS	\$0.00	0.00	0.00	
4900 Other Revenue	\$40,716.25	0.00	40,716.25	
Total Income	\$1,357,486.77	\$ 4,282,168.08	(2,924,681.31)	31.70%
Gross Profit	\$1,357,486.77	\$ 4,282,168.08	(2,924,681.31)	31.70%
Expenses	\$0.00		0.00	
6000 Capital Improvement Expenditure	\$0.00	0.00	0.00	
6030 Bank Charges	\$149.45	1,000.00	(850.55)	14.95%
6300 Construction Expenditures	\$0.00	0.00	0.00	
6463 Office Improvements	\$0.00	0.00	0.00	
Total 6300 Construction Expenditures	\$0.00	\$ 0.00	0.00	
6400 Building Improvements{77}	\$0.00	0.00	0.00	
6409a 09a Doors	\$0.00	0.00	0.00	
6409b 09b Painting-Exterior	\$0.00	0.00	0.00	
6409c 09c Painting-Interior	\$0.00	0.00	0.00	
6412 12 Light Fixtures	\$0.00	0.00	0.00	
6417 Supplies & Materials	\$0.00	0.00	0.00	

6420 20 General Conditons	\$0.00	0.00	0.00	
6456 Permitting	\$0.00	0.00	0.00	
Total 6400 Building Improvements(77}	\$0.00	\$ 0.00	0.00	
6460 ENVIRONMENTAL	\$6,718.50	0.00	6,718.50	
6470 FEASIBILITY STUDIES	\$0.00	0.00	0.00	
6730 Market Feasibility Study	\$0.00	0.00	0.00	
Total 6470 FEASIBILITY STUDIES	\$0.00	\$ 0.00	0.00	
6480 SPECIAL EVENT EXPENSES	\$500.00	0.00	500.00	
6500 PROFESSIONAL FEES	\$2,212.28	0.00	2,212.28	
6505 Prof Fees - Engineering	\$0.00	0.00	0.00	
6515 Prof Fees - Architectural	\$1,687.50	0.00	1,687.50	
6520R Prof Fees - Legal	\$42,278.83	240,000.00	(197,721.17)	17.62%
6525R Prof Fees - Accounting	\$23,355.00	38,196.60	(14,841.60)	61.14%
6545 Roadways/Utilities	\$91.42	0.00	91.42	
Total 6500 PROFESSIONAL FEES	\$69,625.03	\$ 278,196.60	(208,571.57)	25.03%
6510 DEMOLITION	\$0.00	0.00	0.00	
6535 PERMITTING	\$195.00	2,795.78	(2,600.78)	6.97%
6600R FEES - OTHER	\$0.00	0.00	0.00	
6606 Permit Fees	\$0.00	1,418.88	(1,418.88)	0.00%
6610 Bank Fees	\$106.37	1,838.65	(1,732.28)	5.79%
6620 HTC Fees	\$0.00	7,668.54	(7,668.54)	0.00%
6625 Bank Charges	\$10.95	0.00	10.95	
6627 Applied Bank Fees	\$13.00	0.00	13.00	
Total 6625 Bank Charges	\$23.95	\$ 0.00	23.95	
6631 Del City Rental Tax	\$0.00	1,329.56	(1,329.56)	0.00%
Total 6600R FEES - OTHER	\$130.32	\$ 12,255.63	(12,125.31)	1.06%
6700 IMPROVEMENTS	\$0.00	1,850,000.00	(1,850,000.00)	0.00%
6702 Building 39-1303 Officers Row	\$1,117.00	0.00	1,117.00	
6711 Building 20-PX	\$38,125.00	0.00	38,125.00	
6712 Building 24-Theater	\$2,080.00	0.00	2,080.00	
6713 Building 55-Chapel	\$1,245.00	0.00	1,245.00	
6721 Roundabout	\$457.15	0.00	457.15	
6734 Building 23-Band Barracks	\$840.00	0.00	840.00	
6740 Building 28-Bakery	\$1,085.00	0.00	1,085.00	
6741 Building 30-Stable	\$10,825.00	0.00	10,825.00	
6748 Building 52-Tilton	\$1,376.00	0.00	1,376.00	
6749 Pump House	\$9,485.00	0.00	9,485.00	
Total 6700 IMPROVEMENTS	\$66,635.15	\$ 1,850,000.00	(1,783,364.85)	3.60%
6800 SITE UTILITIES	\$35.00	0.00	35.00	
6810 Electric	\$52,321.08	144,000.00	(91,678.92)	36.33%
6815 Gas	\$629.17	4,400.00	(3,770.83)	14.30%
6820 Water	\$2,466.46	14,000.00	(11,533.54)	17.62%
6825 Sewer	\$1,699.17	20,000.00	(18,300.83)	8.50%
6830 Phone/Internet	\$0.00	10,200.00	(10,200.00)	0.00%
6835 Trash	\$765.00	0.00	765.00	
Total 6800 SITE UTILITIES	\$57,915.88	\$ 192,600.00	(134,684.12)	30.07%
7000 OPERATING EXPENSES	\$0.00	0.00	0.00	

7005 Museum	\$0.00	0.00	0.00	
7009 Computer Support	\$2,514.27	0.00	2,514.27	
7010 Office Supplies	\$4,060.75	12,000.00	(7,939.25)	33.84%
7015 Taxes & Licenses	\$253.63	0.00	253.63	
7020 Travel	\$0.00	1,000.00	(1,000.00)	0.00%
7025 Meals and Entertainment	\$114.09	1,040.00	(925.91)	10.97%
7030 Utilities - Office	\$4,695.45	6,700.00	(2,004.55)	70.08%
7035 Phone/Internet - Office	\$152.18	0.00	152.18	
7040 Repairs & Maintenance	\$1,222.00	5,200.00	(3,978.00)	23.50%
7045 Discretionary Expenses	\$0.00	7,970.00	(7,970.00)	0.00%
7050 Equipment and Furnishings	\$0.00	5,100.00	(5,100.00)	0.00%
7051 Uniforms	\$915.95	0.00	915.95	
Total 7000 OPERATING EXPENSES	\$13,928.32	\$ 39,010.00	(25,081.68)	35.70%
7100 COMMON AREA MAINTENANCE	\$10.00	0.00	10.00	
7105 Lawn Care	\$47,960.00	113,000.00	(65,040.00)	42.44%
7110 Storm Water Management	\$0.00	2,200.00	(2,200.00)	0.00%
7115 Pest Control	\$0.00	3,200.00	(3,200.00)	0.00%
7120 Fire & Security Monitoring	\$210.00	4,600.00	(4,390.00)	4.57%
7125 Snow & Ice Removal	\$0.00	3,800.00	(3,800.00)	0.00%
7130 Building Repairs & Maintenance	\$0.00	19,000.00	(19,000.00)	0.00%
7135 Road Repairs	\$0.00	3,300.00	(3,300.00)	0.00%
7140 Landscaping Maintenance	\$10,908.68	20,000.00	(9,091.32)	54.54%
7141 Auto	\$1,934.26	9,600.00	(7,665.74)	20.15%
7145 Equipment Expense	\$2,257.37	42,000.00	(39,742.63)	5.37%
7146 Supplies	\$0.00	5,900.00	(5,900.00)	0.00%
7830 Utilities	\$0.00	17,000.00	(17,000.00)	0.00%
7831 Water & Sewer	\$0.00	2,200.00	(2,200.00)	0.00%
Total 7830 Utilities	\$0.00	\$ 19,200.00	(19,200.00)	0.00%
Total 7100 COMMON AREA MAINTENANCE	\$63,280.31	\$ 245,800.00	(182,519.69)	25.74%
7200 DEBT EXPENSE	\$0.00	0.00	0.00	
7206 P & I - Applied OBL Duplexes	\$7,071.46	51,180.00	(44,108.54)	13.82%
7207 P & I - PH1D	\$0.00	72,696.00	(72,696.00)	0.00%
7210 DMHEF Repayment	\$3,472.39	20,834.45	(17,362.06)	16.67%
7220 FDRPC RLF Repayment	\$0.00	273,000.00	(273,000.00)	0.00%
Total 7200 DEBT EXPENSE	\$10,543.85	\$ 417,710.45	(407,166.60)	2.52%
7300 Depreciation Expense	\$0.00	0.00	0.00	
7500 MARKETING EXPENSES	\$0.00	0.00	0.00	
7510 Advertising & Promotion	\$0.00	24,000.00	(24,000.00)	0.00%
7525 Marketing Collateral	\$0.00	0.00	0.00	
7530 Promotional Memberships	\$0.00	0.00	0.00	
7540 Stationery & Printing	\$0.00	0.00	0.00	
7550 Website & Social Media	\$3,591.75	20,000.00	(16,408.25)	17.96%
7551 Video	\$0.00	0.00	0.00	
7555 Marketing - Other	\$7,029.95	0.00	7,029.95	
Total 7500 MARKETING EXPENSES	\$10,621.70	\$ 44,000.00	(33,378.30)	24.14%
7700 PAYROLL EXPENDITURES	\$18,270.83	0.00	18,270.83	
7710 401k	\$3,659.64	8,634.00	(4,974.36)	42.39%

7720 Employee Benefits - Health	\$18,430.16	80,004.00	(61,573.84)	23.04%
7721 Employee Benefits - Dental	\$51.85	4,050.00	(3,998.15)	1.28%
7730 Payroll Tax Expense	\$9,568.48	17,809.80	(8,241.32)	53.73%
Total 7740 Salaries & Wages	\$158,612.55	\$ 578,172.58	(419,560.03)	27.43%
7750 Payroll Service Fees	\$419.98	2,500.00	(2,080.02)	16.80%
Total 7700 PAYROLL EXPENDITURES	\$209,013.49	\$ 691,170.38	(482,156.89)	30.24%
7850 INSURANCE	\$0.00	0.00	0.00	
7851 General Liability	\$0.00	9,489.00	(9,489.00)	0.00%
7852 Flood Insurance	\$169.00	0.00	169.00	
7853 Property	\$89,460.93	85,080.54	4,380.39	105.15%
7854 Builder's Risk	\$0.00	3,229.00	(3,229.00)	0.00%
7855 Workers Comp Insurance	\$0.00	4,404.00	(4,404.00)	0.00%
7856 Auto	\$15,361.00	15,361.00	0.00	100.00%
7857 D & O/ E&O Insurance	\$8,855.00	12,757.52	(3,902.52)	69.41%
7858 Business Owners	\$0.00	0.00	0.00	
7859 Pension & Crime	\$0.00	1,900.00	(1,900.00)	0.00%
Total 7850 INSURANCE	\$113,845.93	\$ 132,221.06	(18,375.13)	86.10%
8000 VALUE OF REAL ESTATE SOLD	\$0.00	0.00	0.00	
Administrative Expenses	\$0.00	417.00	(417.00)	0.00%
Legal Fees - Operating	\$0.00	0.00	0.00	
Property Management	\$0.00	0.00	0.00	
7880 Repair & Maintenance	\$0.00	1,717.00	(1,717.00)	0.00%
7890 Payroll	\$0.00	0.00	0.00	
7892 Salaries	\$9,752.64	0.00	9,752.64	
Total 7890 Payroll	\$9,752.64	\$ 0.00	9,752.64	
7900 Security	\$0.00	70.00	(70.00)	0.00%
Total Property Management	\$9,752.64	\$ 1,787.00	7,965.64	545.75%
Uncategorized Expense	\$0.00	0.00	0.00	
Total Expenses	\$632,855.57	\$ 3,908,963.90	(3,276,108.33)	16.19%
Net Operating Income	\$724,631.20	\$ 373,204.18	351,427.02	194.16%
Other Income	\$0.00		0.00	
Reimbursed Expenses	(\$50.00)	0.00	(50.00)	
Total Other Income	(\$50.00)	\$ 0.00	(50.00)	
Other Expenses	\$0.00		0.00	
ASK MY ACCOUNTANT	\$0.00	0.00	0.00	
Total Other Expenses	\$0.00	\$ 0.00	0.00	
Net Other Income	(\$50.00)	\$ 0.00	(50.00)	
Net Income	\$724,581.20	\$ 373,204.18	351,377.02	194.15%



Executive Director Monthly Report

For the period October 1, 2023 to October 31, 2023

Our board meeting will be held on November 8, 2023 at 8:30 a.m. at the **Delaware City Fire Hall**. Board packets will be distributed via email (as a pdf attachment).

Capital Projects

- **Marina Village**
 - a. Lennar. Due diligence on needed approvals continues by FDRPC.

- **Old Elm Ave.** The project to address the connection between the roundabout and Old Elm Avenue is now complete. The project was completed on October 31, 2023, and the roadways opened on November 1, 2023. The project included the finish coat of asphalt for Old Elm Avenue to Maple Boulevard. Old Elm Avenue is now eligible for the second phase of dedication of the streets to municipal control by Delaware City. (Note: The first phase of dedication was to ensure public safety jurisdiction.)

- **Branch canal bank revetment and promenade.** FDRPC is still awaiting notice from the Federal Emergency Management Agency (FEMA) that the funding has been released and is available to initiate the project.

- **Branch canal ownership.** On October 31, 2023, Tim Slavin met with staff members to the Senate Committee on Environment and Public Works (EPW) to discuss the 2018 Water Resources Development Act (WRDA). The EPW staff were going to reach out to the Army Corps of Engineer headquarters and verify the validity of the language, the legality of any transfer directly to a public corporation (as opposed to a state or municipal

government), and the specter of allowing the transfer of ownership of the 5th Street bridge parcel as a stand-alone issue. Staff agreed to follow-up in mid November in order to possibly address any technical amendments in the 2024 WRDA bill.

- **Post Exchange (PX) Building.** The Post Exchange (PX) new roof project is now complete. The project was intended to open on or about November 13, 2023, but a change in schedule afforded FDRPC the ability to complete the project on October 26, 2023.
- **Theater.** New electric service is scheduled to be installed at the Theater during the week of November 13, 2023. One open issue is the need for a new transformer for the Theater building. Due to supply chain issues, there is currently a five-month waiting list for the type of transformer needed. FDRPC staff is researching other options to bring electric service from the street into the building. Work to complete electrical wiring inside the building will begin on schedule.
- **Chapel.** The environmental remediation of the Chapel is now complete. FDRPC is re-vetting the original design of the existing addition, which had been slated for demolition and replacement (owing to structural issues). An option is being developed to bring the Chapel back into use for the near-term, with the location of ADA-compliant bathrooms in the front of the building and ADA-compliant egress from a temporary ramp along the eastern edge of the building to the front door. Under this scenario, the addition would be demolished and the rear of the building would be secured.
- **Bakery.** The environmental remediation of the Bakery is now complete. Additional work to be addressed in the near-term is securing the doors of the building, and the possible removal of the ceiling.
- **Environmental permitting status.** The environmental covenant governing Operable Unit 10 (DNREC Archive Building) was signed and notarized by FDRPC and received by DNREC on October 25, 2023.

Operations

- **Real estate update.**
 - a. Real Estate for sale
 - 1311 Officers Row (lot) is currently under contract with a closing date of November 28, 2023.
 - b. Leasing: One residential unit is currently vacant.

- **FOIA Officer.** There were no FOIA requests presented for September 2023.

Other activities:

- Neighborhood thank-you event held. A neighborhood event, Pints and Pumpkins, was held on October 13, 2023 as a thank you to residents for the disruptions caused by road projects throughout the year. FDRPC staff designed a small portion of the Parade Ground to accommodate a stage and tables, and residents were invited to bring their own chairs and beverages. FDRPC provided sandwiches from a venue in downtown Delaware City. Approximately 70 people attended on a perfect fall evening and enjoyed the food, music, and bonfire.

Cultivation. The following tours and briefings were given:

- Delaware Army National Guard.
- Delaware Emergency Management Agency, tour of former work locations used by DEMA (on campus).
- Delaware State Parks, Cultural section, tour of campus.
- Private construction firm (Delaware), tour of campus.
- Private art collaboration organization, tour of Paynter Building.

Committees. The following committee meetings were held in September 2023:

- Design and Historic Preservation: October meeting cancelled because no new applications were before the committee.
- Maintenance: October 10, 2023
- Land Use: September 26, 2023 meeting cancelled because of emergency.
- Finance and Audit: October 9, 2023
- Executive: October 30, 2023



Minutes from 9/11/23 meeting

- **Agenda 9/11/23**

- New Business- Committee charter read to members of the committee
- Audit findings- Significant audit matters
 1. 2022-001 Financial close process
 2. 2022-002 Allocation of costs; cost of properties sold
 3. 2022-003 Cash Disbursement Documentation and approval
- Budget discussion
 - FY 24 budget numbers were raised with the committee.
- No further action on both audit and budget numbers

- **Takeaways from 9/11/23 meeting**

- We need to see the Rental income numbers- Emory's cut- Management fee of 10% per property
- A visual representation of the Dip- before and After
 - Legal services RFP- TBD
 - Insurance services RFP- started will provide updates once a decision is made 2-3rd quarter
- 501c3 Setup- and foundational information
 - Initial discussion- pending further conversations
- To be discussed at a future date -Investment Policy statements and setup- Mike Gracy.

Management responses to Audit findings

- Finding 2022 – 001
 - Management agrees with the finding and appreciates the importance of providing closing journal entries to present accurate financial statements. The Corporation has recently hired a Deputy Director with overall responsibility for ensuring proper accounting of the Corporation's finances. Management expects closing journal entries for Fiscal Year 2023 to be completed no later than July 30, 2023.
- Finding 2022-002
 - Management agrees with the finding. Utilizing financial best practices, the Corporation will develop property development cost capitalization policy and procedures that will allocate costs for preconstruction, construction and overhead for property development and preservation projects. The policy will be presented to the Board for review and approval no later than the fall of 2023.
- Finding 2022 – 003
 - Management agrees with this finding. We believe the term "cash disbursement" as used in the finding refers to any payment by the Corporation in exchange for the provision of goods or services. Practically, this would mean payments made by the Corporation via check or through payroll, as the Corporation does not use cash as a means of payment. Current policies pertaining to the approval and coding of expenditures will be reviewed and, where necessary, revised consistent with the recommendation. Procedures for the administration of credit card use have already been implemented, and the formal policy will be revised to reflect such. Finally, the Corporation has already begun to redesign procedures and systems for the storage of financial documents.



Dip before pictures

- Project number FY24-001
- Project name Dip And Old Elm Ave
- Estimated cost- 300,000
- Work to commence on 10/9/23



Applied bank loan

Proposed Refinancing of Current Notes for Officer's Row and Old Battery Lane buildings

Loan	Start Date	Original Note Amount	Note Rate	Use of Funds	Due On	Current				Proposed				
						Current Balance	Rate	Monthly Payment	Annual Cash Flow*	Current Balance	Rate	Monthly Payment	Annual Cash Flow*	Due On
Old Battery Lane #810	February 5, 2021	\$885,000	Prime+1.5%	Historic renovation 4 single-family rental properties (2 duplexes).	September 1, 2023	\$870,334	10.00%	\$7,071	-\$3,658	\$612,000	6.75%	\$4,265	\$17,944	August 31, 2028
Officers Row #380	July 27, 2017	\$1,550,000	Prime+2%	Historic renovation 7 single-family rental properties. (3 duplexes + 1303)	August 1, 2024	\$869,337	10.50%	\$6,932	\$22,416	\$869,337	6.75%	\$6,058	\$32,905	August 31, 2028

*Annual Cash Flow after debt payments and estimated operating expenses.



August Financials



FORT DUPONT REDEVELOPMENT AND PRESERVATION CORPORATION
MAINTENANCE COMMITTEE

The FDRPC Maintenance Committee meeting was held on September 12, 2023 at 4:00 p.m. via Zoom with the anchor location at the FDRPC Office at 260 Old Elm Avenue, Delaware City, Delaware, with Chair Kevin Whitaker presiding.

BOARD MEMBERS PRESENT

Mr. Kevin Whitaker, Chair
Mr. Ray Gogola
Mr. Art Turner
Mr. Robert McPherson

BOARD MEMBERS ABSENT

Mr. David Johnson
Mr. Robert McReynolds

STAFF MEMBERS PRESENT

Tim Slavin

OTHERS PRESENT

The meeting was called to order at 4:05 p.m. by Chairman Whitaker. A quorum was present.

NEW BUSINESS

Committee. A draft copy of the committee charter was circulated by Mr. Slavin.

Capital Projects overview. Mr. Slavin provided an update of the open and pending capital projects for the first quarter of FY 24.

NEXT MEETING DATE

The next meeting is scheduled for October 10, 2023 at 4:00 p.m.

ADJOURNMENT

Mr. Gogola moved for adjournment, seconded by Mr. McPherson and unanimously carried.

Meeting Adjourned at 4:55 p.m.

FORT DUPONT REDEVELOPMENT AND PRESERVATION CORPORATION
EXECUTIVE COMMITTEE MEETING

The FDRPC Executive Committee meeting was held September 25, 2023 via Zoom with the anchor location at the FDRPC office at 260 Old Elm Avenue, Delaware City, Delaware with Chair John McMahon presiding.

COMMITTEE MEMBERS PRESENT

Ms. Ruth Ann Miller (Controller General of the State of Delaware)
Dr. Courtney Stewart (Office of Management and Budget)
Mr. Bert Scoglietti (FDRPC Treasurer)
Ms. Wendy Rogers (Resident of Fort DuPont)

COMMITTEE MEMBERS ABSENT

None

STAFF MEMBERS PRESENT

Mr. Tim Slavin, FDRPC Executive Director
Ms. Janice Moturi, FDRPC Deputy Director/Controller

OTHERS PRESENT

Mr. Karl Baker

CALL TO ORDER

Chair McMahon called the FDRPC Executive Committee meeting to order at 9:31 a.m.

APPROVAL OF MINUTES – FDRPC EXECUTIVE COMMITTEE MEETING OF AUGUST 28, 2023

Dr. Stewart moved for approval of the August 28, 2023 FDRPC Executive Committee meeting minutes. The motion was seconded by Ms. Miller and carried with Mr. Scoglietti abstaining.

STATUS ON KEY PROJECTS

Mr. Tim Slavin, Executive Director of the FDRPC, provided updates on the following key projects:

Old Elm Avenue

The project to correct the elevation difference between Old Elm Avenue and the entranceway that causes a dip when exiting or entering the campus will be mobilizing on Monday, October 9, 2023, which is the Monday after Delaware City Day and the Delaware Autism Walk. The FDRPC helps support these events with its campus. Messaging to the residents about detours and what they can expect will begin the following week.

Theater, Chapel and Bakery Buildings

Work on the theater, chapel and bakery buildings is underway. All of those sites have been tested and the theater has been remediated and the air quality is being tested. When the air quality in the theater is good, new electric service will be installed to provide power into the building and the slow process of bringing

the building back can begin. Some areas of the chapel that had asbestos wrap around pipes in the crawl space are being remediated. Once that remediation is complete, they will move on to the bakery.

Old Battery Lane Duplex - Building 21

A new roof was recently installed on Building 21, the older duplex located on Old Battery Lane. The contractor's performance and pricing were highly satisfactory, prompting them to request a quote for the PX building. The PX building is currently in dire need of attention and is one of the five structures that are to be mothballed. A competitive bid was received for this project and it is currently under review. It appears likely that they will proceed with the renovation. Additionally, it is planned to replace the plywood covering the windows in the building, which is in poor condition. This improvement alone is expected to significantly enhance the building's overall appearance compared to its current state.

Old Battery Lane Environmental Covenant

An environmental covenant for the Old Battery Lane projects was received from DNREC. This includes the Archive Building for DNREC and the two FDRPC duplexes. This is one of the last steps in the process. The environmental covenant is with the legal team for review. Once it is filed, it is posted for a 20-day public comment period. The step after that should be the issuance of permits.

Vandalization of Governor Bacon Health Center/Tilton Building

On the previous Monday, it came to their attention that the Governor Bacon Hospital/Tilton building had been subjected to substantial vandalism over the preceding weekend. This vandalism included the breaking of windows and glass in the interior doors, as well as the removal of exit signs. The estimated cost of repairs, as reported to the Delaware City Police, qualifies this incident as a potential felony. The police have already identified the culprits, who happen to be juveniles that boasted about their actions on social media. They are presently addressing this matter and are open to considering various forms of adjudication, such as community service that could be performed on the premises. The urgency to address this vandalism is imperative because the building is actively being shown to potential occupants, and its current condition is far from appealing. Objects were thrown through the screens on the porches, giving the impression of neglect.

The suspects gained entry to the building through an allegedly unlocked back door. Although there is a regular security check system in place, efforts are being intensified to enhance the alarm system, which contributes to the ongoing operational costs of the buildings, whether they are occupied or not. The longer these properties remain vacant, the more these costs accumulate. There is a dedicated effort underway to ensure that these buildings are repopulated, repurposed, and put back into use. It's worth noting that this is not the first instance of vandalism, as prior incidents involved juveniles damaging the cameras on the trails.

FDRPC Employee Handbook

The Employee Handbook has undergone several revisions with the involvement of Excelsior, the firm that was engaged through their employment liability practices insurance company. They conducted a comprehensive review of the manual and brought it in line with the latest best practices. Additionally, they have made efforts to align the employee handbook with some, but not all, of the practices observed by the state of Delaware.

As part of the changes, employees will transition from a 40-hour work week to a 37.5-hour work week, and they will now observe state holidays instead of having their own set of holidays. They have also made some minor adjustments to the language in the handbook. Pending approval by the executive committee, the updated employee handbook will be presented to the FDRPC Board during the meeting scheduled for October 11, 2023.

During the discussion, Mr. Scoglietti mentioned that he had some minor, immaterial comments that he would send Mr. Slavin.

In response to Dr. Stewart, Mr. Slavin clarified that the transition from a 40-hour work week to a 37.5-hour work week wouldn't impact personnel costs since employees' salaries would remain unchanged. He further noted that employees were informed that this adjustment would replace a salary increase.

Dr. Stewart moved to approve the employee handbook, as revised, pending the comments from Mr. Scoglietti. The motion was seconded by Mr. Scoglietti and unanimously carried.

Meeting Time/Format

At the request of some members of the community, the September FDRPC Board meeting was held in the evening to encourage more community involvement. The number of public attendees remained the same or less as for the morning meetings and a few Board members were unable to attend, making it difficult to obtain a quorum.

Due to the reduced number of agenda items for the October 11, 2023 agenda, Mr. Slavin proposed holding the meeting via Zoom with an anchor location rather than having members make the long drive for a short meeting.

Dr. Stewart moved to return to 8:30 a.m. Board meetings and to offer a Zoom option for the October 11, 2023 Board meeting. The motion was seconded by Ms. Miller and unanimously carried.

EXECUTIVE SESSION – LEGAL AND PERSONNEL

Mr. Scoglietti moved to recess into executive session, seconded by Dr. Stewart and unanimously carried.

Meeting recessed at 9:46 a.m.

Meeting reconvened at 10:04 a.m.

ACTIONS TO BE VOTED UPON FROM THE EXECUTIVE SESSION – PERSONNEL MATTERS

Mr. Scoglietti moved to authorize himself to proceed with reaching out to affected parties with regards to the 401K issue discussed in executive session with a response date no later than October 31, 2023. The motion was seconded by Dr. Stewart and unanimously carried.

NEXT MEETING DATE

The next meeting is scheduled for October 30, 2023 at 9:30 a.m.

ADJOURNMENT

Dr. Stewart moved for adjournment, seconded by Mr. Scoglietti and unanimously carried.

Meeting Adjourned at 10:06 a.m.

APPROVED: October 30, 2023



October 19, 2023

Honorable Cerron Cade, Director
Office of Management & Budget
122 Martin Luther King Jr. Blvd, South
Dover DE 19901

Dear Director Cade:

On behalf of the Board of Directors of the Fort DuPont Redevelopment and Preservation Corporation (FDRPC), I am submitting a funding request FY 25 Governor's Recommended Budget for \$11,400,000 .

The request includes:

- **Deferred maintenance, environmental remediation, land management, maintenance of campus buildings and lands, and funding for administration. \$2,500,000.**
- **Infrastructure upgrades to campus. \$1,000,000.** Funds will be used to establish new infrastructure on the south campus of Fort DuPont, to include water, wastewater, stormwater management, electric, and data.
- **Governor Bacon Building A/E design. \$1,000,000.** Funds will be used to perform an architectural and engineering assessment, and design documents for the adaptive re-use of the building as an office space.

- **DNREC Maintenance Building. \$3,000,000.** Funds will be used to create a maintenance shop for DNREC/Delaware State Parks. The current space being used by DNREC/Delaware State Parks was part of the transaction involving the Grassdale parcel, which is now a privately-owned property. The replacement of the maintenance shop was agreed to by the previous Executive Director of FDRPC.
- **Fort DuPont Chapel. \$1,000,000.** When complete, the Chapel will serve as a community center for arts-based programs, meetings, events, and social gatherings. FDRPC has invested in restoring the exterior of the facility and remediating environmental hazards. The requested funds will complete renovations to the exterior and interior as well as the addition of a small modern addition to the building to ensure ADA compatibility.
- **Park Amenities. \$1,000,000.** Funds will be used to construct the first phase of park amenities currently under design by FDRPC and the Delaware City community. The park amenities will be open to the public and will include active recreation (pickle ball, basketball, and tennis courts), a playground, an activities course for older children and adolescents, and a dog park.
- **Fort DuPont Theater. \$750,000.** The Theater is a unique structure on the Fort DuPont campus, having served members of the military as a venue for entertainment. Consistent with its original use, we envision the theater to serve as a resource for local community and arts groups to provide programming and arts events for the Delaware City community. FDRPC has provided resources to stabilize the exterior of the facility, remediate environmental hazards, and begin the process of restoring building systems. The requested funding would be applied to interior renovations. FDRPC will also work to secure private funding for this effort.
- **Canal Bank Revetment and Promenade. \$600,000.** Along with a grant from the Federal Emergency Management Agency (FEMA) of \$960,000, funds will be used to stabilize the south side of the Branch Canal bank. This will address deferred maintenance issues which have resulted in erosion, invasive species, and stormwater management issues. Upon completion of the canal bank revetment and stabilization, a bike/ped path will be built to ensure connectivity from Route 9 along the canal to the DNREC boat ramp.

- **Post Exchange (PX) Building \$400,000.** Funds will be used to stabilize the exterior of the Post Exchange (PX) building on the Parade Grounds. Available funding after the stabilization of the exterior will be used to bring new systems (electric, HVAC, communications) into the building.
- **Pump Station \$150,000.** Funds will be used to replace the pump station which serves the south campus. The pump station is a critical piece of infrastructure which is now past its useful life expectancy.

The Fort DuPont Redevelopment and Preservation Corporation is maintaining its fiduciary responsibility in the governance of all assets. This includes monetary, real estate, land conservation, and cultural assets which exist across our campus. The challenges of addressing the deferred maintenance of buildings, infrastructure, and land while also introducing improvements to the campus remains our objective.

Thank you for your consideration of this request. We are available to answer any questions you may have about the Fort DuPont Redevelopment and Preservation Corporation.

Sincerely,



John McMahon

Chair, Board of Directors

Fort DuPont Redevelopment and Preservation Corporation

Employee Handbook



October 11, 2023

ABOUT THIS HANDBOOK/DISCLAIMER

We prepared this handbook to help employees find the answers to many questions that they may have regarding their employment with Fort DuPont Redevelopment and Preservation Corporation (“FDRPC”). Please take the necessary time to read it.

We do not expect this handbook to answer all questions. Supervisors and Human Resources also serve as a major source of information.

Neither this handbook nor any other verbal or written communication by a management representative is, nor should it be considered to be, an agreement, contract of employment, express or implied, or a promise of treatment in any particular manner in any given situation, nor does it confer any contractual rights whatsoever. Fort DuPont Redevelopment and Preservation Corporation adheres to the policy of employment at will, which permits the FDRPC or the employee to end the employment relationship at any time, for any reason, with or without cause or notice.

No FDRPC representative other than Executive Director may modify at-will status and/or provide any special arrangement concerning terms or conditions of employment in an individual case or generally and any such modification must be in a signed writing.

Many matters covered by this handbook, such as benefit plan descriptions, are also described in separate FDRPC documents. These FDRPC documents are always controlling over any statement made in this handbook or by any member of management.

This handbook states only general FDRPC guidelines. The FDRPC may, at any time, in its sole discretion, modify or vary from anything stated in this handbook, with or without notice, except for the rights of the parties to end employment at will, which may only be modified by an express written agreement signed by the employee and Executive Director.

This handbook supersedes all prior handbooks.

Table of Contents

Section 1 - Governing Principles of Employment.....	6
1-1 Introduction	6
1-2 Equal Employment Opportunity.....	7
1-3 Reasonable Accommodations & Interactive Dialogue	8
1-4 Pregnancy Accommodations	9
1-5 Non-Harassment.....	11
1-6 Drug-Free and Alcohol-Free Workplace	14
1-7 Workplace Violence	14
Section 2 - Operational Policies	17
2-1 Employee Classifications.....	17
2-2 Trial Period.....	17
2-3 Your Employment Records	18
2-4 Working Hours and Schedule	18
2-5 Remote Work/Telecommuting.....	19
2-6 Timekeeping Procedures	22
2-7 Overtime	23
2-8 Travel Time for Non-Exempt Employees.....	24
2-9 Safe Harbor Policy for Exempt Employees	25
2-10 Your Paycheck.....	27
2-11 Direct Deposit	27
2-12 Salary Advances	27
2-13 Performance Review.....	27
2-14 Job Postings	28
Section 3 - Benefits.....	30
3-1 Benefits Overview.....	30
3-2 Paid Holidays.....	31
3-3 Paid Time Off	32
3-4 Paid Vacations.....	Error! Bookmark not defined.
3-5 Paid Personal Days.....	Error! Bookmark not defined.
3-6 Sick Days	Error! Bookmark not defined.
3-7 Lactation Accommodations	34
3-8 Workers' Compensation	35
3-9 Jury Duty	35
3-10 Bereavement Leave	36
3-11 Voting Leave	36
3-12 Insurance Programs.....	37

3-13 Long-Term Disability Benefits.....	37
3-14 Salary Continuation	38
3-15 Employee Assistance Program	38
3-16 Retirement Plan	38
Section 4 - Leaves of Absence	39
4-1 Personal Leave	39
4-2 Military Leave	40
Section 5 - General Standards of Conduct	41
5-1 Workplace Conduct	41
5-2 Punctuality and Attendance	42
5-3 Use of Communications and Computer Systems	43
5-4 Use of Social Media	44
5-5 Personal and Company-Provided Portable Communication Devices	45
5-6 Inspections.....	47
5-7 Smoking	48
5-8 Personal Visits and Telephone Calls	48
5-9 Solicitation and Distribution.....	48
5-10 Bulletin Boards.....	48
5-11 Confidential Company Information.....	49
5-12 Conflict of Interest and Business Ethics	49
5-13 Use of Facilities, Equipment and Property, Including Intellectual Property	50
5-14 Health and Safety	51
5-15 Hiring Relatives/Employee Relationships.....	52
5-16 Employee Dress and Personal Appearance.....	52
5-17 Publicity/Statements to the Media	54
5-18 Operation of Vehicles	54
5-19 Business Expense Reimbursement.....	55
5-20 References	55
5-21 If You Must Leave Us	56
5-22 Exit Interviews	56
5-23 A Few Closing Words	56
General Handbook Acknowledgment	57
Receipt of Non-Harassment Policy.....	Error! Bookmark not defined.

Section 1 - Governing Principles of Employment

1-1 Welcome

Welcome to the Fort DuPont Redevelopment and Preservation Corporation ("Fort DuPont Redevelopment and Preservation Corporation" or "the FDRPC"). We are delighted that you have chosen to join our organization and hope that you will enjoy a long and successful career with us. As you become familiar with our culture and mission, we hope you will take advantage of opportunities to enhance your career and further FDRPC's goals.

You are joining an organization that has a reputation for outstanding leadership, innovation, and expertise. Our employees use their creativity and talent to invent new solutions, meet new demands, and offer the most effective services/products in the industry. With your active involvement, creativity, and support, FDRPC will continue to achieve its goals. We sincerely hope you will take pride in being an important part of FDRPC's success.

Please take time to review the policies contained in this handbook. If you have questions, feel free to ask your supervisor or Executive Director.

Tim Slavin, Executive Director

1-2 Employment at Will

Employment at FDRPC is on an at-will basis unless otherwise stated in a written individual employment agreement signed by the Executive Director of FDRPC.

This means that either the employee or FDRPC may terminate the employment relationship at any time, for any reason, with or without notice.

Nothing in this employee handbook is intended to or creates an employment agreement, express or implied. Nothing contained in this or any other document provided to the employee is intended to be, nor should it be, construed as a contract that employment or any benefit will be continued for any period of time. In addition, no company representative is authorized to modify this policy for any employee or to enter into any agreement, oral or written, that changes the at-will relationship.

Nothing in this statement is intended to interfere with, restrain, or prevent concerted activity as protected by the National Labor Relations Act. Such activity includes employee communications regarding wages, hours, or other terms or conditions of employment. FDRPC employees have the right to engage in or refrain from such activities.

1-3 Equal Employment Opportunity

FDRPC is an Equal Opportunity Employer that does not discriminate on the basis of actual or perceived race, color, creed, religion, national origin, ancestry, citizenship status, age, sex or gender (including pregnancy, childbirth, pregnancy-related conditions, and lactation), gender identity or expression (including transgender status), sexual orientation, marital status, military service and veteran status, physical or mental disability, genetic information, or any other characteristic protected by applicable federal, state, or local laws and ordinances. FDRPC's management team is dedicated to this policy with respect to recruitment, hiring, placement, promotion, transfer, training, compensation, benefits, employee activities, access to facilities and programs, and general treatment during employment.

Any employees with questions or concerns about equal employment opportunities in the workplace are encouraged to bring these issues to the attention of the Executive Director. FDRPC will not allow any form of retaliation against employees who raise issues of equal employment opportunity. If employees feel they have been subjected to any such retaliation, they should contact the Executive Director. To ensure the workplace is free of artificial barriers, violation of this policy including any improper retaliatory conduct will lead to discipline, up to and including discharge. All employees must cooperate with all investigations conducted pursuant to this policy.

1-4 Reasonable Accommodations & Interactive Dialogue

FDRPC is committed to complying with applicable federal, state, and local laws governing reasonable accommodations of individuals, including, but not limited to, the Americans with Disabilities Act (ADA). To that end, we will endeavor to make a reasonable accommodation to applicants and employees who have requested an accommodation or for whom FDRPC has notice may require such an accommodation, without regard to any protected classifications, related to an individual's:

- Disability, meaning any physical, medical, mental, or psychological impairment, or a history or record of such impairment;
- Sincerely held religious beliefs and practices;
- Needs as a victim of domestic violence, sex offenses, or stalking;
- Needs related to pregnancy, childbirth, or related medical conditions; and/or
- Any other reason required by applicable law, unless the accommodation would impose an undue hardship on the operation of our business.

Any individual who would like to request an accommodation based on any of the reasons set forth above should contact Human Resources. Accommodation requests can be made in writing using a form which can be obtained from Human Resources. If an individual who has requested an accommodation has not received an initial response within five (5) business days, the employee should contact Human Resources.

After receiving a request for an accommodation or learning indirectly that the employee may require such an accommodation, FDRPC will engage in an interactive dialogue with the employee.

Even if employee has not formally requested an accommodation, FDRPC may initiate an interactive dialogue under certain circumstances, such as when FDRPC has knowledge that employee's performance at work has been negatively affected and a reasonable basis to believe that the issue is related to any of the protected classifications set forth above, in compliance with applicable law. In the event FDRPC initiates an interactive dialogue with an employee, it should not be construed as FDRPC's belief an individual requires an

accommodation, but will serve as an invitation for the employee to share with FDRPC any information the employee desires to share, or to request an accommodation.

The interactive dialogue may take place in person, by telephone, or by electronic means. As part of the interactive dialogue, FDRPC will communicate openly and in good faith with the employee in a timely manner in order to determine whether and how FDRPC may be able to provide a reasonable accommodation. To the extent necessary and appropriate based on the request, FDRPC will attempt to explore the existence and feasibility of alternative accommodations as well as alternative positions for the employee. FDRPC is not required to provide the specific accommodation sought by the employee, provided the alternatives are reasonable and either meet the specific needs of the employee or specifically address the employee's limitations.

As part of the interactive dialogue, FDRPC reserves the right to request supporting documentation, to the maximum extent permitted by applicable law.

FDRPC will endeavor to keep confidential all communications regarding requests for reasonable accommodations and all circumstances surrounding the employee's underlying reason for needing an accommodation.

FDRPC will not allow any form of retaliation against employees who have requested an accommodation, for whom FDRPC has notice may require such an accommodation, or who otherwise engage in the interactive dialogue process.

Employees with questions regarding this policy should contact Human Resources.

1-5 Pregnancy Accommodations

In compliance with Delaware law, FDRPC will not discriminate against an applicant or the employee because of pregnancy, childbirth or related conditions. The FDRPC will treat applicants and employees, whom the employer knows or should know are pregnant, as well as other applicants and employees who are similar in their ability or inability to work but who are not pregnant, without regard to the source of any condition affecting the other applicants' or employees' ability or inability to work.

The FDRPC will endeavor to provide a reasonable accommodation to known pregnancy-related limitations of applicants and employees unless the accommodation would impose an undue hardship on the operation of the business.

Accommodations may include:

- providing periodic rest, including more frequent or longer breaks;
- acquisition of equipment for sitting;
- providing light-duty assignments, temporary transfer to less strenuous or hazardous work, or a modified work schedule;
- time off to recover from childbirth; and
- providing break time and appropriate facilities for expressing breast milk.

Applicants or employees will not be required to accept an accommodation if they do not have a known pregnancy-related limitation or if the accommodation is not necessary for performance of the essential duties of the job, nor will the pregnant employee be forced to take paid or unpaid leave if another reasonable accommodation is available which will permit the employee to continue working.

The FDRPC will not deny employment opportunities or take adverse action against a pregnant employee with respect to the terms, conditions or privileges of employment, or for requesting or accepting a reasonable accommodation.

Employees who have questions or concerns about the policy or who wish to request an accommodation should contact Executive Director.

1-6 Non-Harassment

It is FDRPC's policy to prohibit intentional and unintentional harassment of or against job applicants, contractors, interns, volunteers or employees by another employee, supervisor, vendor, customer or any third party on the basis of actual or perceived race, color, creed, religion, national origin, ancestry, citizenship status, age, sex or gender (including pregnancy, childbirth and pregnancy-related conditions), gender identity or expression (including transgender status), sexual orientation, marital status, military service and veteran status, physical or mental disability, genetic information or any other characteristic protected by applicable federal, state or local laws (referred to as “protected characteristics”). Such conduct will not be tolerated by FDRPC.

The purpose of this policy is not to regulate our employees' personal morality, but to ensure that no one harasses another individual in the workplace, including while on FDRPC premises, while on FDRPC business (whether or not on FDRPC premises) or while representing the FDRPC. In addition to being a violation of this policy, harassment or retaliation based on any protected characteristic as defined by applicable federal, state, or local laws also is unlawful. For example, sexual harassment and retaliation against an individual because the individual filed a complaint of sexual harassment or because an individual aided, assisted or testified in an investigation or proceeding involving a complaint of sexual harassment as defined by applicable federal, state, or local laws are unlawful.

Harassment Defined

Harassment generally is defined in this policy as unwelcome verbal, visual or physical conduct that denigrates or shows hostility or aversion towards an individual because of any actual or perceived protected characteristic or has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Harassment can be verbal (including slurs, jokes, insults, epithets, gestures or teasing), visual (including offensive posters, symbols, cartoons, drawings, computer displays, text messages, social media posts or e-mails) or physical conduct (including physically threatening another,

blocking someone's way, etc.). Such conduct violates this policy, even if it does not rise to the level of a violation of applicable federal, state or local laws. Because it is difficult to define unlawful harassment, employees are expected to behave at all times in a manner consistent with the intended purpose of this policy.

Sexual Harassment Defined

Sexual harassment can include all of the above actions, as well as other unwelcome conduct, such as unwelcome or unsolicited sexual advances, requests for sexual favors, conversations regarding sexual activities and other verbal, visual or physical conduct of a sexual nature when:

- submission to that conduct or those advances or requests is made either explicitly or implicitly a term or condition of an individual's employment; or
- submission to or rejection of the conduct or advances or requests by an individual is used as the basis for employment decisions affecting the individual; or
- the conduct or advances or requests have the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Examples of conduct that violate this policy include:

1. unwelcome flirtations, leering, whistling, touching, pinching, assault, blocking normal movement;
2. requests for sexual favors or demands for sexual favors in exchange for favorable treatment;
3. obscene or vulgar gestures, posters or comments;
4. sexual jokes or comments about a person's body, sexual prowess or sexual deficiencies;
5. propositions or suggestive or insulting comments of a sexual nature;
6. derogatory cartoons, posters and drawings;
7. sexually-explicit e-mails, text messages or voicemails;
8. uninvited touching of a sexual nature;
9. unwelcome sexually-related comments;
10. conversation about one's own or someone else's sex life;

11. conduct or comments consistently targeted at only one gender, even if the content is not sexual; and
12. teasing or other conduct directed toward a person because of the person's gender.

Reporting Procedures

If the employee has been subjected to or witnessed conduct which violates this policy, the employee should immediately report the matter to Executive Director. If the employee is unable for any reason to contact this person, or if the employee has not received an initial response within five (5) business days after reporting any incident of what the employee perceives to be harassment, the employee should contact Deputy Executive Director. If the person toward whom the complaint is directed is one of the individuals indicated above, the employee should contact any higher-level manager in the reporting hierarchy.

Investigation Procedures

Every report of perceived harassment will be fully investigated, and corrective action will be taken where appropriate. All complaints will be kept confidential to the extent possible, but confidentiality cannot be guaranteed. All employees must cooperate with all investigations conducted pursuant to this policy.

Retaliation Prohibited

In addition, the FDRPC will not allow any form of retaliation against individuals who report unwelcome conduct to management or who cooperate in the investigations of such reports in accordance with this policy. If the employee has been subjected to any such retaliation, the employee should report it in the same manner in which the employee would report a claim of perceived harassment under this policy.

Violation of this policy including any improper retaliatory conduct will result in disciplinary action, up to and including termination.

1-7 Drug-Free and Alcohol-Free Workplace

To help ensure a safe, healthy and productive work environment for our employees and others, to protect FDRPC property, and to ensure efficient operations, FDRPC has adopted a policy of maintaining a workplace free of drugs and alcohol. This policy applies to all employees and other individuals who perform work for the FDRPC.

The unlawful or unauthorized use, abuse, solicitation, theft, possession, transfer, purchase, sale or distribution of controlled substances (including medical marijuana), drug paraphernalia or alcohol by an individual anywhere on FDRPC premises, while on FDRPC business (whether or not on FDRPC premises) or while representing the FDRPC, is strictly prohibited. Employees and other individuals who work for the FDRPC also are prohibited from reporting to work or working while they are using or under the influence of alcohol or any controlled substances, which may impact the employee's ability to perform their job or otherwise pose safety concerns, except when the use is pursuant to a licensed medical practitioner's instructions and the licensed medical practitioner authorized the employee or individual to report to work. However, this exception does not extend any right to report to work under the influence of medical marijuana or to use medical marijuana as a defense to a positive drug test, to the extent the employee is subject to any drug testing requirement, except as permitted by and in accordance with applicable law.

Violation of this policy will result in disciplinary action, up to and including discharge.

The FDRPC maintains a policy of non-discrimination and will endeavor to make reasonable accommodations to assist individuals recovering from substance and alcohol dependencies, and those who have a medical history which reflects treatment for substance abuse conditions. However, employees may not request an accommodation to avoid discipline for a policy violation. We encourage employees to seek assistance before their substance abuse or alcohol misuse renders them unable to perform the essential functions of their jobs, or jeopardizes the health and safety of any FDRPC employee, including themselves.

1-8 Workplace Violence

FDRPC is strongly committed to providing a safe workplace. The purpose of this policy is to minimize the risk of personal injury to employees and damage to FDRPC and personal property.

FDRPC does not expect employees to become experts in psychology or to physically subdue a threatening or violent individual. Indeed, FDRPC specifically discourages employees from engaging in any physical confrontation with a violent or potentially violent individual. However, FDRPC does expect and encourage employees to exercise reasonable judgment in identifying potentially dangerous situations.

Experts in the mental health profession state that prior to engaging in acts of violence, troubled individuals often exhibit one or more of the following behaviors or signs: over-resentment, anger and hostility; extreme agitation; making ominous threats such as bad things will happen to a particular person, or a catastrophic event will occur; sudden and significant decline in work performance; irresponsible, irrational, intimidating, aggressive or otherwise inappropriate behavior; reacting to questions with an antagonistic or overtly negative attitude; discussing weapons and their use, and/or brandishing weapons in the workplace; overreacting or reacting harshly to changes in FDRPC policies and procedures; personality conflicts with co-workers; obsession or preoccupation with a co-worker or supervisor; attempts to sabotage the work or equipment of a co-worker; blaming others for mistakes and circumstances; or demonstrating a propensity to behave and react irrationally.

Prohibited Conduct

Threats, threatening language or any other acts of aggression or violence made toward or by any FDRPC employee WILL NOT BE TOLERATED. For purposes of this policy, a threat includes any verbal or physical harassment or abuse, any attempt at intimidating or instilling fear in others, menacing gestures, flashing of weapons, stalking or any other hostile, aggressive, injurious or destructive action undertaken for the purpose of domination or intimidation. To the extent permitted by law, employees and visitors are prohibited from carrying weapons onto FDRPC premises.

Procedures for Reporting a Threat

All potentially dangerous situations, including threats by co-workers, should be reported immediately to any member of management with whom the employee feels comfortable. Reports of threats may be maintained confidential to the extent maintaining confidentiality does not impede FDRPC's ability to investigate and respond to the complaints. All threats will be promptly investigated. All employees must cooperate with all investigations. No employee will be subjected to retaliation, intimidation or disciplinary action as a result of reporting a threat in good faith under this policy.

If the FDRPC determines, after an appropriate good faith investigation, that someone has violated this policy, the FDRPC will take swift and appropriate corrective action.

If the employee is the recipient of a threat made by an outside party, that employee should follow the steps detailed in this section. It is important for the FDRPC to be aware of any potential danger in its offices. Indeed, the FDRPC wants to take effective measures to protect everyone from the threat of a violent act by employees or by anyone else.

Section 2 - Operational Policies

2-1 Employee Classifications

For purposes of this handbook, all FDRPC employees fall within one of the classifications below.

Full-Time Employees - Employees who regularly work at least 30 hours per week who were not hired on a short-term basis.

Part-Time Employees - Employees who regularly work fewer than 30 hours per week who were not hired on a short-term basis.

Short-Term Employees - Employees who were hired for a specific short-term project, or on a short-term freelance, per diem or temporary basis. Short-Term employees generally are not eligible for FDRPC benefits, but are eligible to receive statutory benefits.

In addition to the above classifications, employees are categorized as either "**exempt**" or "**non-exempt**" for purposes of federal and state wage and hour laws. Employees classified as exempt do not receive overtime pay; they generally receive the same weekly salary regardless of hours worked. Such salary may be paid less frequently than weekly. The employee will be informed of these classifications upon hire and informed of any subsequent changes to the classifications.

2-2 Introductory Period

The first three months of employees' employment is an introductory period. This is an opportunity for FDRPC to evaluate the employee's performance. It also is an opportunity for employees to decide whether they are happy being employed by the FDRPC. The FDRPC may extend the introductory period if it desires. Completion of the introductory period does not alter the employee's at-will status.

2-3 Your Employment Records

In order to obtain their position, employees have provided personal information, such as address and telephone number. This information is contained in their personnel file.

Employees should keep their personnel file up to date by informing Human Resources of any changes. Employees also should inform Human Resources of any specialized training or skills they acquire, as well as any changes to any required visas. Unreported changes of address, marital status, etc. can affect withholding tax and benefit coverage. Further, an "out of date" emergency contact or an inability to reach employees in a crisis could cause a severe health or safety risk or other significant problem.

Personnel file access by current employees and former employees upon request will generally be permitted within 3 days of the request unless otherwise required under state law.

2-4 Working Hours and Schedule

FDRPC normally operates from 8:00 AM to 4:30 PM, Monday through Friday. FDRPC has a 37.5 hour work week.

Employees will be assigned a work schedule and will be expected to begin and end work according to the schedule. To accommodate the needs of the business, at some point FDRPC may need to change individual work schedules on either a short-term or long-term basis.

Employees will be provided with a 1-hour meal period and rest periods as required by law. A supervisor will provide further details.

2-5 Remote Work/Telecommuting

FDRPC may allow employees to work remotely if their job duties and work performance are determined to be eligible for remote work. Eligibility will be decided on a case-by-case basis by the FDRPC. Employees also may be required to work remotely during periods of public health emergencies if government orders and mandates recommend such work.

This policy provides general information regarding remote work/telecommuting. Employees who are approved to work remotely should consult their individual agreement for specific details of their remote work/telecommuting arrangement, such as expected work hours, equipment provided, and other important information.

Any remote work/telecommuting arrangement may be discontinued by the FDRPC at any time and at the discretion of the FDRPC. Employees also may discontinue the arrangement but may not be guaranteed office space at the FDRPC's location.

At-Will Employment

This policy and any individual agreement addressing this work arrangement do not create a contract of employment and are not intended to be considered or construed as a promise of continued employment. Employment is at will and may be discontinued at any time by the FDRPC or employee without notice, cause, or liability.

Hours of Work

Employees will work full-time from home. Scheduled hours of work will be set by the employees' manager or supervisor. Employees should maintain regular contact with their supervisors and managers.

Nonexempt employees must accurately record all hours worked pursuant to the FDRPC's timekeeping system and take rest and meal breaks as if in the FDRPC's workplace and as required by law. Nonexempt employees may not work beyond scheduled working hours (including working more than 37.5 hours in a workweek) without prior, written authorization from their manager or supervisor.

Location

Employees will provide, at their expense, a secure, dedicated work area. Employees are responsible for maintaining the work area in a safe, secure, and nonhazardous condition at all times. Employees will maintain security devices and procedures necessary to prevent use by unauthorized persons, including by preventing the connection of any FDRPC-furnished computer system, network, or database to any computer, network, or database other than a computer, network, or database to which connections are provided or authorized by the FDRPC.

Duties

Employees are expected to follow all existing FDRPC policies and procedures. The duties, obligations, responsibilities, and conditions of employment with the FDRPC remain unchanged. Employees must stay engaged with work throughout the workday and be fully available during normal business hours. If employees do not successfully perform their job duties remotely, this arrangement will be revoked. Employees are expected to follow existing FDRPC policies with respect to scheduled and unscheduled time off, including the obligation to speak with their manager or supervisor before the scheduled start time in the event of an unscheduled absence, tardy, or early departure.

Accidents and Injuries

Employees agree to maintain safe conditions in the remote work space and to practice the same safety habits and rules applied on FDRPC premises. If employees incur an injury arising out of the course and scope of the assigned job duties while working in the remote work space, the workers' compensation provisions in place for the state in which the employees are working will apply. Employees must notify their supervisor or manager immediately and complete all necessary and/or requested documents regarding the reported injury. The FDRPC assumes no responsibility for injuries occurring in the remote work space outside normal working hours or for injuries that occur as a result of a reasonably recognizable unsafe remote workspace.

Equipment

Employees agree to use electronic equipment that has been encrypted and meets all of the FDRPC's security requirements. If the FDRPC provides equipment for home use, employees agree to provide a secure location for FDRPC-owned equipment and will not use, or allow others to use, such equipment for purposes other than FDRPC business. Employees have no expectation of ownership in such equipment, linkages, property, or other items installed or provided by the FDRPC. The FDRPC will bear the expense of removal of any such equipment, linkages, and installations provided by the FDRPC upon the termination of the remote work/telecommuting arrangement but not modification of or repairs to the work location. Employees hereby release the FDRPC from any damage or liability incurred in the installing or removal of the equipment provided by the FDRPC.

Return of FDRPC Property

All equipment, records, and materials provided by the FDRPC will remain FDRPC property. Employees agree to return FDRPC equipment, records, and materials upon request. All FDRPC equipment will be returned by employees for inspection, repair, or replacement as needed or requested or immediately upon termination of the remote work/telecommuting arrangement. All equipment must be returned within five (5) business days of written notice to the employees.

Expenses

Upon presentment of receipts and in accordance with the Business Expense Reimbursement policy, the FDRPC will reimburse employees for certain preapproved expenses.

Regular household utility charges, such as electricity, water, phone, Internet service, auto, homeowners' insurance, etc., are not reimbursable unless state law requires reimbursement.

Confidentiality

Employees agree that they are subject to the FDRPC's policies prohibiting the nonbusiness use or dissemination of the FDRPC's confidential business information. Employees will take all appropriate steps to safeguard the FDRPC's confidential business information, including segregating it from personal papers and documents, not allowing nonemployees to access such information, and keeping such information in locked drawers or file cabinets when not in use. Employees will maintain confidential information, including, but not limited to, information regarding the FDRPC's products or services, processing, marketing and sales, client lists, client e-mail addresses and mailing addresses, client data, orders, memoranda, notes, records, technical data, sketches, designs, plans, drawings, trade secrets, research and development data, experimental work, proposals, new product and/or service developments, project reports, sources of supply and material, operating and cost data, and corporate financial information.

Contact

If employees have any questions concerning this policy or would like to apply to work remotely, they should contact Human Resources.

2-6 Timekeeping Procedures

Employees must record their actual time worked for payroll and benefit purposes. Non-exempt employees must record the time work begins and ends, as well as the beginning and ending time of any departure from work for any non-work-related reason, on forms as prescribed by management.

Altering, falsifying or tampering with time records is prohibited and subjects the employee to discipline, up to and including discharge.

Exempt employees are required to record their daily work attendance and report full days of absence from work for reasons such as leaves of absence, sick leave or personal business.

Non-exempt employees may not start work until their scheduled starting time.

It is the employee's responsibility to sign time records to certify the accuracy of all time recorded. Any errors in the time record should be reported immediately to a supervisor, who will attempt to correct legitimate errors.

2-7 Overtime

When FDRPC experiences periods of extremely high activity, additional work may be required. Supervisors are responsible for monitoring business activity and requesting overtime work if it is necessary. Effort will be made to provide employees with adequate advance notice in such situations. Employees may work overtime only with prior management authorization. Any non-exempt employee who works overtime without authorization may be subject to disciplinary action, up to and including termination.

Any non-exempt employee who works overtime will be compensated at the rate of one and one-half times (1.5) their regular hourly wage for all time worked in excess of 40 hours each workweek, unless otherwise required by applicable law. Overtime pay is calculated based on actual hours worked. Paid time off, holidays, or any leave of absence will not be considered hours worked for purposes of performing overtime calculations. For purposes of calculating overtime for non-exempt employees, the workweek begins at 12 a.m. on Saturday and ends 168 hours later at 12 a.m. on the following Saturday.

2-8 Travel Time for Non-Exempt Employees

Overnight, Out-of-Town Trips

Non-exempt employees will be compensated for time spent traveling (except for meal periods) during their normal working hours, on days they are scheduled to work and on unscheduled work days (such as weekends). Non-exempt employees also will be paid for any time spent performing job duties during otherwise non-compensable travel time; however, such work should be limited absent advance management authorization.

Out-of-Town Trips for One Day

Non-exempt employees who travel out of town for a one-day assignment will be paid for all travel time, except for, among other things: time spent traveling between the employee's home and the local railroad, bus or plane terminal; and meal periods.

Local Travel

Non-exempt employees will be compensated for time spent traveling from one job site to another job site during a workday. The trip home, however, is non-compensable when the employee goes directly home from the final job site, unless it is much longer than the regular commute home from the regular worksite. In such case, the portion of the trip home in excess of the regular commute is compensable.

Commuting Time

Under the Portal to Portal Act, travel from home to work and from work to home is generally non-compensable. However, if a non-exempt employee regularly reports to a worksite near their home, but is required to report to a worksite farther away than the regular worksite, the additional time spent traveling is compensable.

If compensable travel time results in more than 40 hours worked by a non-exempt employee, the employee will be compensated at an overtime rate of one and one-half (1-1/2) times the regular rate.

To the extent that applicable state law provides greater benefits, state law applies.

2-9 Safe Harbor Policy for Exempt Employees

It is FDRPC's policy and practice to accurately compensate employees and to do so in compliance with all applicable state and federal laws. To ensure proper payment and that no improper deductions are made, employees must review pay stubs promptly to identify and report all errors.

Those classified as exempt salaried employees will receive a salary which is intended to compensate them for all hours they may work for FDRPC. This salary will be established at the time of hire or classification as an exempt employee. While it may be subject to review and modification from time to time, such as during salary review times, the salary will be a predetermined amount that will not be subject to deductions for variations in the quantity or quality of the work performed.

Under federal and state law, salary is subject to certain deductions. For example, unless state law requires otherwise, salary can be reduced for the following reasons:

- full-day absences for personal reasons;
- full-day absences for sickness or disability if the deduction is made in accordance with a bona fide plan, policy or practice of providing wage replacement benefits for such absences (deductions also may be made for the exempt employee's full-day absences due to sickness or disability before the employee has qualified for the plan, policy or practice or after the employee has exhausted the leave allowance under the plan);

- full-day disciplinary suspensions for infractions of our written policies and procedures;
- Family and Medical Leave Act absences (either full- or partial-day absences);
- to offset amounts received as payment from the court for jury and witness fees or from the military as military pay;
- the first or last week of employment in the event the employee works less than a full week; and
- any full work week in which the employee does not perform any work.

Salary may also be reduced for certain types of deductions such as a portion of health, dental or life insurance premiums; state, federal or local taxes; social security; or voluntary contributions to a 401(k) or pension plan.

In any work week in which the employee performed any work, salary will not be reduced for any of the following reasons:

- partial day absences for personal reasons, sickness or disability;
- an absence because the FDRPC has decided to close a facility on a scheduled work day;
- absences for jury duty, attendance as a witness, or military leave in any week in which the employee performed any work (subject to any offsets as set forth above); and
- any other deductions prohibited by state or federal law.

However, unless state law provides otherwise, deductions may be made to accrued leave for full- or partial-day absences for personal reasons, sickness or disability.

If employees believe they have been subject to any improper deductions, they should immediately report the matter to a supervisor. If the supervisor is unavailable or if the employee believes it would be inappropriate to contact that person (or if the employee has not received a prompt and fully acceptable reply), they should immediately contact Human Resources or any other supervisor in FDRPC with whom the employee feels comfortable.

2-10 Your Paycheck

Employees will be paid bi-weekly for all the time worked during the past pay period.

Payroll stubs itemize deductions made from gross earnings. By law, FDRPC is required to make deductions for Social Security, federal income tax and any other appropriate taxes. These required deductions also may include any court-ordered garnishments. Payroll stubs also will differentiate between regular pay received and overtime pay received.

If there is an error in any employee's pay, the employee should bring the matter to the attention of Human Resources immediately so the FDRPC can resolve the matter quickly and amicably.

FDRPC requires the direct deposit of paychecks as terms of employment.

2-11 Direct Deposit

FDRPC requires the direct of deposit of paychecks as terms of employment.

2-12 Salary Advances

FDRPC does not permit advances on paychecks or against accrued paid time off. Advance pay for vacation must be requested in writing at least two weeks prior to the vacation period.

2-13 Performance Review

Depending on the employee's position and classification, FDRPC may conduct performance reviews periodically. However, a positive performance evaluation does not guarantee an

increase in salary, a promotion or continued employment. Compensation increases and the terms and conditions of employment, including job assignments, transfers, promotions, and demotions, are determined by and at the discretion of management.

In addition to these formal performance evaluations, the FDRPC encourages employees and supervisors to discuss job performance on a frequent and ongoing basis.

2-14 Job Postings

FDRPC is dedicated to assisting employees in managing their careers and reaching their professional goals through promotion and transfer opportunities. This policy outlines the on-line job posting program which is in place for all employees. To be eligible to apply for an open position, employees must meet the following requirements:

- be a current, regular, full-time or part-time employee;
- have been in current position for at least six (6) months;
- maintain a satisfactory performance;
- not be on conduct/performance-related probation or warning;
- meet the job qualifications listed on the job posting; and
- provide their current manager with notice prior to applying for the position.

If employees find a position of interest on the job posting website and they meet the eligibility requirements, an on-line job posting application must be completed in order to be considered for the position. Not all positions are guaranteed to be posted. The FDRPC reserves the right to seek applicants solely from outside sources or to post positions internally and externally simultaneously.

For more specific information about the program, please contact the Executive Director.

2-15 Emergency Closings

FDRPC will make every attempt to be open for business. In situations in which some employees are concerned about their safety, management may advise supervisors to notify their departments that the office is not officially closed, but anyone may choose to leave the office if he or she feels uncomfortable.

If the office is officially closed during the course of the day to permit employees to leave early, nonexempt employees who are working on-site as of the time of the closing will be paid for a full day. Exempt employees will be paid for a normal full day but are expected to complete their work at another time.

Section 3 – Benefits

3-1 Benefits Overview

In addition to good working conditions and competitive pay, it is FDRPC's policy to provide a combination of supplemental benefits to all eligible employees. In keeping with this goal, each benefit program has been carefully devised. These benefits include time-off benefits, such as vacations and holidays, and insurance and other plan benefits. We are constantly studying and evaluating our benefits programs and policies to better meet present and future requirements. These policies have been developed over the years and continue to be refined to keep up with changing times and needs.

The next few pages contain a brief outline of the benefits programs FDRPC provides employees and their families. Of course, the information presented here is intended to serve only as guidelines.

The descriptions of the insurance and other plan benefits merely highlight certain aspects of the applicable plans for general information only. The details of those plans are spelled out in the official plan documents, which are available for review upon request from Human Resources. Additionally, the provisions of the plans, including eligibility and benefits provisions, are summarized in the summary plan descriptions ("SPDs") for the plans (which may be revised from time to time). In the determination of benefits and all other matters under each plan, the terms of the official plan documents shall govern over the language of any descriptions of the plans, including the SPDs and this handbook.

Further, FDRPC (including the officers and administrators who are responsible for administering the plans) retains full discretionary authority to interpret the terms of the plans, as well as full discretionary authority with regard to administrative matters arising in connection with the plans and all issues concerning benefit terms, eligibility and entitlement.

While the FDRPC intends to maintain these employee benefits, it reserves the absolute right to modify, amend or terminate these benefits at any time and for any reason.

If employees have any questions regarding benefits, they should contact the Executive Director.

3-2 Paid Holidays

FDRPC follows the State of Delaware's schedule with respect to which dates the holidays will be observed each year. When holidays fall or are celebrated on a regular workday, eligible employees will receive one (1) day's pay at their regular straight-time rate. Eligible employees who are called in to work on a holiday will receive one (1) day's pay at their regular straight-time rate, and an additional payment of straight-time for the actual time they work that day.

If a holiday falls within an eligible employee's approved vacation period, the eligible employee will be paid for the holiday (at the regular straight-time rate) in addition to the vacation day, or the eligible employee will receive an additional vacation day at the option of the FDRPC.

If a holiday falls within a jury duty or bereavement leave, the eligible employee will be paid for the holiday (at the regular straight-time rate) in addition to the leave day, or the eligible employee will receive an additional day off at the option of the FDRPC.

Full-time employees will be paid for all holidays designated by the State of Delaware.

In addition, FDRPC assigns each employee two (2) floating holidays to be used in any calendar year. The floating holidays must be used in the year they are assigned and cannot be accrued to another year.

3-3 Paid Time Off

FDRPC recognizes that employees have diverse needs for time off from work and, as such, FDRPC has established this paid time off (PTO) policy. The benefits of PTO are that it promotes a flexible approach to time off by combining vacation, sick and personal leave. Employees are accountable and responsible for managing their own PTO hours to allow for adequate reserves if there is a need to cover vacation, illness or disability, appointments, emergencies, or other situations that require time off from work.

At the approval of the Executive Director, a part time employee working not less than 18.75 hours per week (½ time) may accrue PTO.

Eligibility

PTO is accrued upon hire or transfer into a benefits-eligible position. Eligible employees must be scheduled to work at least 37.5 hours per week on a regular basis. Employees working less than 40 hours per week on a regular basis, on-call and temporary employees are not eligible to accrue PTO. At the approval of the Executive Director, a part time employee of not less 50% time (18.75 hours per week) may accrue PTO on a pro-rated basis.

Availability

PTO accruals are available for use in the pay period following completion of 30 days of employment. All hours thereafter are available for use in the pay period following the pay period in which they are accrued.

Accrual and Payment of PTO

Accruals are based upon paid hours up to 1,950 hours per year, excluding overtime. Employees working less than 37.5 hours per week will earn PTO hours on a prorated basis. Length of service determines the rate at which the employee will accrue PTO. PTO does not accrue on unpaid leaves of absence or upon termination. Employees become eligible for the higher accrual rate on the first day of the pay period in which the employee's anniversary date falls.

Full-time accrual rates:

Years of Service	Accrual Rate per Bi-Weekly Pay Period	Annual PTO Accrual*	Maximum Accrual**
Less than one year	4 hours	13 days (104 hours)	25.5 days (204 hours)
1-3 years	4.62 hours	15 days (120 hours)	33 days (264 hours)
4-10 years	6.15 hours	20 days (160 hours)	42 days (336 hours)
More than 10 years	7.69 hours	25 days (200 hours)	48 days (384 hours)

*Annual PTO accruals are based on an employee having 1,950 paid hours per year (37.5 hours per week).

**No PTO hours will accrue beyond the maximum accruals listed.

Use and Scheduling of PTO

Employees are required to use available PTO when taking time off from work. PTO may be taken in increments of as low as one (1) hour.

Whenever possible, PTO must be scheduled in advance. PTO is subject to supervisory approval, department staffing needs and established departmental procedures. Unscheduled absences will be monitored. An employee will be counseled when the frequency of unscheduled absences adversely affects the operations of the department. The

supervisor may request that the employee provide a statement from a health care provider concerning the justification for an unscheduled absence.

An employee is required to use PTO hours according to his or her regularly scheduled workday. For example, if an employee works a six-hour day, he or she would request six hours of PTO when taking that day off. PTO is paid at the employee's straight time rate. PTO is not part of any overtime calculation.

Employees may not borrow against their PTO banks; therefore, no advance leave will be granted.

Payment upon Termination

In accordance with state and federal law, an employee will be paid upon resignation, separation or retirement for all PTO hours accumulated but not used.

3-7 Lactation Accommodations

FDRPC will provide a reasonable amount of break time to accommodate employees desiring to express breast milk for their child, in accordance with and to the extent required by applicable law. The break time, if possible and permitted by applicable law, must run concurrently with rest and meal periods already provided. If the break time cannot run concurrently with rest and meal periods already provided, the break time will be unpaid, subject to applicable law.

The FDRPC may not be able to provide additional break time if doing so would seriously disrupt the FDRPC's operations, subject to applicable law.

The FDRPC will make reasonable efforts to provide employees with the use of a room or location in close proximity to the employee's work area, other than a bathroom, to express milk in private. This location may be the employee's private office, if applicable. Please consult Human Resources with questions regarding this policy.

Employees should advise management if they need break time and an area for this purpose. Employees will not be discriminated against or retaliated against for exercising their rights under this policy.

3-8 Workers' Compensation

On-the-job injuries are covered by FDRPC's Workers' Compensation Insurance Policy, which is provided at no cost. If employees are injured on the job, no matter how slightly, they should report the incident immediately to their supervisor. Failure to follow FDRPC procedures may affect the ability of employees to receive Workers Compensation benefits.

This is solely a monetary benefit and not a leave of absence entitlement. Employees who need to miss work due to a workplace injury must also request a formal leave of absence. See the Leave of Absence sections of this handbook for more information.

3-9 Jury Duty

FDRPC supports employees in their civic duty to serve on a jury. Employees must present any summons to jury duty to their supervisor as soon as possible after receiving the notice to allow advance planning for an employee's absence.

Nonexempt employees will be paid for up to 2 weeks of jury duty service at their regular rate of pay minus any compensation received from the court for the period of service. Exempt employees are subject to the same 2-week limitation except that they will also receive pay for any days they serve as a juror or witness in a workweek in which they actually perform work. All employees may use any accrued time off if required to serve more than 2 weeks on a jury.

If an employee is released from jury duty after 4 hours or less of service, he or she must report to work for the remainder of that workday.

Time for appearance in court for personal business will be the individual employee's responsibility. Normally, paid time off will be used for this purpose.

3-10 Bereavement Leave

Employees with more than 3 months' service may take up to 3 days of paid bereavement leave upon the death of a member of their immediate family. "Immediate family members" are defined as an employee's spouse, domestic partner, parents, stepparents, siblings, children, stepchildren, grandparent, father-in-law, mother-in-law, brother-in-law, sister-in-law, son-in-law, daughter-in-law, or grandchild. All regular, full-time employees may take up to one (1) day off with pay to attend the funeral of an extended family member (aunts, uncles, and cousins).

FDRPC may require verification of the need for the leave. The employee's supervisor and Human Resources will consider this time off on a case-by-case basis.

Payment for bereavement leave is computed at the regular hourly rate to a maximum of 8 hours for 1 day. Time off granted in accordance with this policy shall not be credited as time worked for the purpose of computing overtime.

3-11 Voting Leave

In the event employees do not have sufficient time outside of working hours to vote in a statewide election, if required by state law, the employee may take off enough working time to vote. Such time will be paid if required by state law. This time should be taken at the beginning or end of the regular work schedule. Where possible, supervisors should be notified at least two (2) days prior to the voting day.

3-12 Insurance Programs

FDRPC recognizes the value of benefits to employees and their families. FDRPC supports employees by offering a comprehensive and competitive benefits program. For more information regarding benefit programs, please refer to FDRPC Summary Plan Descriptions (SPD), which are found on <https://dhr.delaware.gov/benefits/sbo.shtml>, or contact the Executive Director. To the extent of the information provided here conflicts with the SPD or full plan document, the full plan document will control.

3-13 Medical, Dental, and Vision Insurance

Full-time employees working 35 hours or more per week are eligible for insurance following 90 days of service. To keep coverage in force, every insured employee must work a minimum of 35 hours per week. Please click on this link to the State Benefit Office for additional information on the benefits package.: <https://dhr.delaware.gov/benefits/sbo.shtml>

Employees can choose from the various medical plans outlined by the State Benefit Office. For health insurance, please note that the employee will be responsible for the premium amount required to be paid by employee. This applies only to the Health Insurance Program. If an employee desires to participate in the group dental or vision programs, the employee will be responsible for 100% of the premium.

3-14 Long-Term Disability Benefits

Full-time employees are eligible to participate in a Long-Term Disability plan, subject to all terms and conditions of the agreement between FDRPC and the insurance carrier.

This is solely a monetary benefit and not a leave of absence. Employees who will be out of work must also request a formal leave of absence. See the Leave of Absence sections of this handbook for more information.

15 Salary Continuation

FDRPC provides enhanced monetary short-term disability benefits to full-time employees. These enhanced monetary benefits are inclusive of any monetary workers' compensation or statutory short-term disability benefits.

This is not a leave of absence provision. Employees who will be out of work must request a leave of absence. See the Leave of Absence sections of this handbook for more information. Employees will be required to submit medical certification as requested by FDRPC. Required medical certification under this policy may differ from the medical certification required for any leave of absence requested.

3-16 Employee Assistance Program

FDRPC provides the Employee Assistance Program, which offers qualified counselors to help employees cope with personal problems they may be facing. Further details can be obtained through Human Resources.

17 401(k) Plan

FDRPC recognizes the importance of saving for retirement and offers eligible employees a 401(k) plan.

Eligibility, vesting, and all other matters relating to these plans are explained in the Summary Program Description (SPD) that can be obtained from the Executive Director.

Section 4 - Leaves of Absence

4-1 Personal Leave

If employees are ineligible for any other FDRPC leave of absence, FDRPC, under certain circumstances, may grant a personal leave of absence without pay. A written request for a personal leave should be presented to management at least two (2) weeks before the anticipated start of the leave. If the leave is requested for medical reasons and employees are not eligible for leave under the federal Family and Medical Leave Act (FMLA) or any state leave law, medical certification also must be submitted. The request will be considered on the basis of staffing requirements and the reasons for the requested leave, as well as performance and attendance records. Normally, a leave of absence will be granted for a period of up to eight (8) weeks. However, a personal leave may be extended if, prior to the end of leave, employees submit a written request for an extension to management and the request is granted. During the leave, employees will not earn vacation, personal days, or sick days. FDRPC will continue health insurance coverage during the leave if employees submit their share of the monthly premium payments to the FDRPC in a timely manner, subject to the terms of the plan documents.

When the employees anticipate returning to work, they should notify management of the expected return date. This notification should be made at least one (1) week before the end of the leave.

Upon completion of the personal leave of absence, the FDRPC will attempt to return employees to their original job or a similar position, subject to prevailing business considerations. Reinstatement, however, is not guaranteed.

Failure to advise management of availability to return to work, failure to return to work when notified or a continued absence from work beyond the time approved by the FDRPC will be considered a voluntary resignation of employment.

Personal leave runs concurrently with any FDRPC-provided Short-Term Disability Leave of Absence.

4-2 Military Leave

If employees are called into active military service or enlist in the uniformed services, they will be eligible to receive an unpaid military leave of absence. To be eligible for military leave, employees must provide management with advance notice of service obligations unless they are prevented from providing such notice by military necessity or it is otherwise impossible or unreasonable to provide such notice. Provided the absence does not exceed applicable statutory limitations, employees will retain reemployment rights and accrue seniority and benefits in accordance with applicable federal and state laws. Employees should ask management for further information about eligibility for Military Leave.

If employees are required to attend yearly Reserves or National Guard duty, they can apply for an unpaid temporary military leave of absence not to exceed the number of days allowed by law (including travel). They should give management as much advance notice of their need for military leave as possible so that FDRPC can maintain proper coverage while employees are away.

Section 5 - General Standards of Conduct

5-1 Workplace Conduct

FDRPC endeavors to maintain a positive work environment. Each employee plays a role in fostering this environment. Accordingly, we all must abide by certain rules of conduct, based on honesty, common sense and fair play.

Because everyone may not have the same idea about proper workplace conduct, it is helpful to adopt and enforce rules all can follow. Unacceptable conduct may subject the offender to disciplinary action, up to and including discharge, in the FDRPC's sole discretion. The following are examples of some, but not all, conduct which can be considered unacceptable:

1. Obtaining employment on the basis of false or misleading information.
2. Stealing, removing or defacing FDRPC property or a co-worker's property, and/or disclosure of confidential information.
3. Completing another employee's time records.
4. Violation of safety rules and policies.
5. Violation of FDRPC's Drug and Alcohol-Free Workplace Policy.
6. Fighting, threatening or disrupting the work of others or other violations of FDRPC's Workplace Violence Policy.
7. Failure to follow lawful instructions of a supervisor.
8. Failure to perform assigned job duties.
9. Violation of the Punctuality and Attendance Policy, including but not limited to irregular attendance, habitual lateness or unexcused absences.
10. Gambling on FDRPC property.
11. Willful or careless destruction or damage to FDRPC assets or to the equipment or possessions of another employee.
12. Wasting work materials.
13. Performing work of a personal nature during working time.
14. Violation of the Solicitation and Distribution Policy.
15. Violation of FDRPC's Harassment or Equal Employment Opportunity Policies.
16. Violation of the Communication and Computer Systems Policy.
17. Unsatisfactory job performance.
18. Any other violation of FDRPC policy.

Obviously, not every type of misconduct can be listed. Note that all employees are employed at-will, and FDRPC reserves the right to impose whatever discipline it chooses, or none at all, in a particular instance. The FDRPC will deal with each situation individually and nothing in this handbook should be construed as a promise of specific treatment in a given situation. However, FDRPC will endeavor to utilize progressive discipline but reserves the right in its sole discretion to terminate the employee at any time for any reason.

The observance of these rules will help to ensure that our workplace remains a safe and desirable place to work.

5-2 Punctuality and Attendance

Employees are hired to perform important functions at FDRPC. As with any group effort, operating effectively takes cooperation and commitment from everyone. Therefore, attendance and punctuality are very important. Unnecessary absences and lateness are expensive, disruptive and place an unfair burden on fellow employees and Supervisors. We expect excellent attendance from all employees. Excessive absenteeism or tardiness will result in disciplinary action up to and including discharge.

We do recognize, however, there are times when absences and tardiness cannot be avoided. In such cases, employees are expected to notify Supervisors as early as possible, but no later than the start of the work day. Asking another employee, friend or relative to give this notice is improper and constitutes grounds for disciplinary action. Employees should call, stating the nature of the illness and its expected duration, for every day of absenteeism.

Unreported absences of three (3) consecutive work days generally will be considered a voluntary resignation of employment with the FDRPC.

5-3 Use of Communications and Computer Systems

FDRPC's communication and computer systems are intended primarily for business purposes; however limited personal usage is permitted if it does not hinder performance of job duties or violate any other FDRPC policy. This includes the voice mail, e-mail and Internet systems. Users have no legitimate expectation of privacy in regard to their use of the FDRPC systems.

FDRPC may access the voice mail and e-mail systems and obtain the communications within the systems, including past voice mail and e-mail messages, without notice to users of the system, in the ordinary course of business when the FDRPC deems it appropriate to do so. The reasons for which the FDRPC may obtain such access include, but are not limited to: maintaining the system; preventing or investigating allegations of system abuse or misuse; assuring compliance with software copyright laws; complying with legal and regulatory requests for information; and ensuring that FDRPC operations continue appropriately during the employee's absence.

Further, FDRPC may review Internet usage to ensure that such use with FDRPC property, or communications sent via the Internet with FDRPC property, are appropriate. The reasons for which the FDRPC may review employees' use of the Internet with FDRPC property include, but are not limited to: maintaining the system; preventing or investigating allegations of system abuse or misuse; assuring compliance with software copyright laws; complying with legal and regulatory requests for information; and ensuring that FDRPC operations continue appropriately during the employee's absence.

The FDRPC may store electronic communications for a period of time after the communication is created. From time to time, copies of communications may be deleted.

The FDRPC's policies prohibiting harassment, in their entirety, apply to the use of FDRPC's communication and computer systems. No one may use any communication or computer system in a manner that may be construed by others as harassing or offensive based on race, national origin, sex, sexual orientation, age, disability, religious beliefs or any other characteristic protected by federal, state or local law.

Further, since the FDRPC's communication and computer systems are intended for business use, all employees, upon request, must inform management of any private access codes or passwords.

Unauthorized duplication of copyrighted computer software violates the law and is strictly prohibited.

No employee may access, or attempt to obtain access to, another employee's computer systems without appropriate authorization.

Violators of this policy may be subject to disciplinary action, up to and including discharge.

5-4 Use of Social Media

FDRPC respects the right of any employee to maintain a blog or web page or to participate in a social networking, Twitter or similar site, including but not limited to Facebook and LinkedIn. However, to protect FDRPC interests and ensure employees focus on their job duties, employees must adhere to the following rules:

Employees may not post on a blog or web page or participate on a social networking platform, such as Twitter or similar site, during work time or at any time with FDRPC equipment or property.

All rules regarding confidential and proprietary business information apply in full to blogs, web pages and social networking platforms, such as Twitter, Facebook, LinkedIn or similar sites. Any information that cannot be disclosed through a conversation, a note or an e-mail also cannot be disclosed in a blog, web page or social networking site.

Whether the employees are posting something on their own blog, web page, social networking, Twitter or similar site or on someone else's, if the employee mentions the FDRPC and also expresses either a political opinion or an opinion regarding the FDRPC's actions that could pose an actual or potential conflict of interest with the FDRPC, the poster must include a disclaimer. The poster should specifically state that the opinion expressed is his/her personal opinion and not the FDRPC's position. This is necessary to preserve the FDRPC's good will in the marketplace.

Any conduct that is impermissible under the law if expressed in any other form or forum is impermissible if expressed through a blog, web page, social networking, Twitter or similar site. For example, posted material that is discriminatory, obscene, defamatory, libelous or violent is forbidden. FDRPC policies apply equally to employee social media usage.

FDRPC encourages all employees to keep in mind the speed and manner in which information posted on a blog, web page, and/or social networking site is received and often misunderstood by readers. Employees must use their best judgment. Employees with any questions should review the guidelines above and/or consult with their manager. Failure to follow these guidelines may result in discipline, up to and including discharge.

5-5 Personal and Company-Provided Portable Communication Devices

FDRPC-provided portable communication devices (PCDs), including cell phones and personal digital assistants, should be used primarily for business purposes. Employees have no reasonable expectation of privacy in regard to the use of such FDRPC-provided devices, and all use is subject to monitoring, to the maximum extent permitted by applicable law. This includes, as permitted, the right to monitor personal communications as necessary.

Some employees may be authorized to use their own PCD for business purposes. These employees should work with the IT department to configure their PCD for business use. Communications sent via a personal PCD also may subject to monitoring if sent through the FDRPC's networks and the PCD must be provided for inspection and review upon request.

All conversations, text messages and e-mails must be professional. When sending a text message or using a PCD for business purposes, whether it is a FDRPC-provided or personal device, employees must comply with applicable FDRPC guidelines, including policies on sexual harassment, discrimination, conduct, confidentiality, equipment use and operation of vehicles. Using a FDRPC-issued PCD to send or receive personal text messages is prohibited at all times and personal use during working hours should be limited to emergency situations.

If employees who use a personal PCD for business resign or are discharged, they will be required to submit the device to the IT department for resetting on or before their last day of work. At that time, the IT department will reset and remove all information from the device, including but not limited to, FDRPC information and personal data (such as contacts, e-mails and photographs). The IT department will make efforts to provide employees with the personal data in another form (e.g., on a disk) to the extent practicable; however, the employee may lose some or all personal data saved on the device.

Employees may not use their personal PCD for business unless they agree to submit the device to the IT department on or before their last day of work for resetting and removal of FDRPC information. This is the only way currently possible to ensure that all FDRPC information is removed from the device at the time of termination. The removal of FDRPC information is crucial to ensure compliance with the FDRPC's confidentiality and proprietary information policies and objectives.

Please note that whether employees use their personal PCD or a FDRPC-issued device, the FDRPC's electronic communications policies, including but not limited to, proper use of communications and computer systems, remain in effect.

Portable Communication Device Use While Driving

Employees who drive on FDRPC business must abide by all state or local laws prohibiting or limiting PCD (cell phone or personal digital assistant) use while driving. Further, even if usage

is permitted, employees may choose to refrain from using any PCD while driving. "Use" includes, but is not limited to, talking or listening to another person or sending an electronic or text message via the PCD.

Regardless of the circumstances, including slow or stopped traffic, if any use is permitted while driving, employees should proceed to a safe location off the road and safely stop the vehicle before placing or accepting a call. If acceptance of a call is absolutely necessary while driving, and permitted by law, employees must use a hands-free option and advise the caller that they are unable to speak at that time and will return the call shortly.

Under no circumstances should employees feel that they need to place themselves at risk to fulfill business needs.

Since this policy does not require any employee to use a cell phone while driving, employees who are charged with traffic violations resulting from the use of their PCDs while driving will be solely responsible for all liabilities that result from such actions.

Texting and e-mailing while driving is prohibited in all circumstances.

5-6 Inspections

FDRPC reserves the right to require employees while on FDRPC property, or on client property, to agree to the inspection of their persons, personal possessions and property, personal vehicles parked on FDRPC or client property, and work areas. This includes lockers, vehicles, desks, cabinets, work stations, packages, handbags, briefcases and other personal possessions or places of concealment, as well as personal mail sent to the FDRPC or to its clients. Employees are expected to cooperate in the conduct of any search or inspection.

5-7 Smoking

Smoking, including the use of e-cigarettes, is prohibited on FDRPC premises and in all FDRPC vehicles.

5-8 Personal Visits and Telephone Calls

Disruptions during work time can lead to errors and delays. Therefore, personal telephone calls must be kept to a minimum, and only be made or received after working time, or during lunch or break time.

For safety and security reasons, employees are prohibited from having personal guests visit or accompanying them anywhere in FDRPC facilities other than the reception areas.

5-9 Solicitation and Distribution

To avoid distractions, solicitation by the employee of another employee is prohibited while either employee is on work time. "Work time" is defined as the time the employee is engaged, or should be engaged, in performing their work tasks for FDRPC. Solicitation of any kind by non-employees on FDRPC premises is prohibited at all times.

Distribution of advertising material, handbills, printed or written literature of any kind in working areas of the FDRPC is prohibited at all times. Distribution of literature by non-employees on FDRPC premises is prohibited at all times.

5-10 Bulletin Boards

Important notices and items of general interest are continually posted on FDRPC bulletin boards. Employees should make it a practice to review bulletin boards frequently. This will assist employees in keeping up with what is current at FDRPC. To avoid confusion, employees should not post or remove any material from the bulletin board.

5-11 Confidential Company Information

During the course of work, employees may become aware of confidential information about FDRPC's business, including but not limited to information regarding FDRPC finances, pricing, products and new product development, software and computer programs, marketing strategies, suppliers and customers and potential customers. Employees also may become aware of similar confidential information belonging to the FDRPC's clients. It is extremely important that all such information remain confidential, and particularly not be disclosed to FDRPC's competitors. Any employee who improperly copies, removes (whether physically or electronically), uses or discloses confidential information to anyone outside of the FDRPC may be subject to disciplinary action up to and including termination. Employees may be required to sign an agreement reiterating these obligations.

5-12 Conflict of Interest and Business Ethics

It is FDRPC's policy that all employees avoid any conflict between their personal interests and those of the FDRPC. The purpose of this policy is to ensure that the FDRPC's honesty and integrity, and therefore its reputation, are not compromised. The fundamental principle guiding this policy is that no employee should have, or appear to have, personal interests or relationships that actually or potentially conflict with the best interests of the FDRPC.

It is not possible to give an exhaustive list of situations that might involve violations of this policy. However, the situations that would constitute a conflict in most cases include but are not limited to:

1. holding an interest in or accepting free or discounted goods from any organization that does, or is seeking to do, business with the FDRPC, by any employee who is in a position to directly or indirectly influence either the FDRPC's decision to do business, or the terms upon which business would be done with such organization;
2. holding any interest in an organization that competes with the FDRPC;
3. being compensated by any property owner on the FDRPC campus for work completed at the request of the property owner;
4. being employed by (including as a consultant) or serving on the board of any organization which does, or is seeking to do, business with the FDRPC or which competes with the FDRPC; and/or

5. profiting personally, e.g., through commissions, loans, expense reimbursements or other payments, from any organization seeking to do business with the FDRPC.

A conflict of interest would also exist when a member of the employee's immediate family is involved in situations such as those above.


This policy is not intended to prohibit the acceptance of modest courtesies, openly given and accepted as part of the usual business amenities, for example, occasional business-related meals or promotional items of nominal or minor value.

It is the employee's responsibility to report any actual or potential conflict that may exist between the employee (and the employee's immediate family) and the FDRPC.

5-13 Use of Facilities, Equipment and Property, Including Intellectual Property

Equipment essential in accomplishing job duties is often expensive and may be difficult to replace. When using property, employees are expected to exercise care, perform required maintenance, and follow all operating instructions, safety standards and guidelines.

Employees should notify their supervisor if any equipment, machines, or tools appear to be damaged, defective or in need of repair. Prompt reporting of loss, damages, defects and the need for repairs could prevent deterioration of equipment and possible injury to employees or others. Supervisors can answer any questions about the employees' responsibility for maintenance and care of equipment used on the job.

Employees also are prohibited from any unauthorized use of the FDRPC's intellectual property, such as audio and video  recordings, print materials and software.

Improper, careless, negligent, destructive, or unsafe use or operation of equipment can result in discipline, up to and including discharge.

Further, the FDRPC is not responsible for any damage to employees' personal belongings unless the employee's supervisor provided advance approval for the employee to bring the personal property to work.

5-14 Health and Safety

The health and safety of employees and others on FDRPC property are of critical concern to FDRPC. The FDRPC intends to comply with all health and safety laws applicable to our business. To this end, we must rely upon employees to ensure that work areas are kept safe and free of hazardous conditions. Employees are required to be conscientious about workplace safety, including proper operating methods, and recognize dangerous conditions or hazards. Any unsafe conditions or potential hazards should be reported to management immediately, even if the problem appears to be corrected. Any suspicion of a concealed danger present on the FDRPC's premises, or in a product, facility, piece of equipment, process or business practice for which the FDRPC is responsible should be brought to the attention of management immediately.

Periodically, the FDRPC may issue rules and guidelines governing workplace safety and health. The FDRPC may also issue rules and guidelines regarding the handling and disposal of hazardous substances and waste. All employees should familiarize themselves with these rules and guidelines, as strict compliance will be expected.

Any workplace injury, accident, or illness must be reported to the employee's supervisor as soon as possible, regardless of the severity of the injury or accident.

5-15 Hiring Relatives/Employee Relationships

A familial relationship among employees can create an actual or at least a potential conflict of interest in the employment setting, especially where one relative supervises another relative. To avoid this problem, FDRPC may refuse to hire or place a relative in a position where the potential for favoritism or conflict exists.

In other cases, such as personal relationships where a conflict or the potential for conflict arises, even if there is no supervisory relationship involved, the parties may be separated by reassignment or discharged from employment, at the discretion of the FDRPC. Accordingly, all parties to any type of intimate personal relationship must inform management.

If two employees marry, become related, or enter into an intimate relationship, they may not remain in a reporting relationship or in positions where one individual may affect the compensation or other terms or conditions of employment of the other individual. The FDRPC generally will attempt to identify other available positions, but if no alternate position is available, the FDRPC retains the right to decide which employee will remain with the FDRPC.

For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

5-16 Employee Dress and Personal Appearance

FDRPC provides a casual yet professional work environment for its employees. Even though the dress code is casual, it is important to project a professional image to our customers, visitors, and coworkers. All employees are expected to dress in a manner consistent with good hygiene, safety, and good taste. Please use common sense.

To ensure FDRPC customer-facing employees who are engaged in service and delivery functions are clearly identified as representing FDRPC, we have established the following uniform policy.

Employees engaged in tasks involving customers are encouraged to wear company-designated shirts or similar non-branded shirts while working and representing FDRPC.

Each new trade employee will receive three 3 uniforms. The uniforms are considered company property and are to be returned in the event of termination of employment or anytime on demand.

Upon issue, company shirts and uniforms become the responsibility of the employee for maintenance and care. In the event a shirt or uniforms need to be replaced, employees will be required to return the shirt or uniform in exchange for a replacement. While normal wear and tear is expected, excessive damage or loss of company issued apparel may result in disciplinary action.

FDRPC may issue new shirts and uniforms periodically or require shirts and uniforms to be returned for special purposes (e.g., logo change, corporate color change). Employees will be given notice of the exchange, and FDRPC will provide a suitable replacement.

Employees are required to return all issued shirts and uniforms upon termination of employment. If all issued shirts and uniforms are not returned, FDRPC reserves the right to deduct the cost of the shirts or uniforms from the employee's final paycheck (except where such deductions are prohibited by state law).

Any questions or complaints regarding the appropriateness of attire should be directed to the Executive Director. Decisions regarding attire will be made by the Executive Director.

5-17 Publicity/Statements to the Media

All media inquiries regarding the position of the FDRPC as to any issues must be referred to Executive Director. Only Executive Director is authorized to make or approve public statements on behalf of the FDRPC. No employees, unless specifically designated by Executive Director, are authorized to make those statements on behalf of FDRPC. Any employee wishing to write and/or publish an article, paper, or other publication on behalf of the FDRPC must first obtain approval from Executive Director.

5-18 Operation of Vehicles

All employees authorized to drive FDRPC-owned or leased vehicles or personal vehicles in conducting FDRPC business must possess a current, valid driver's license and an acceptable driving record. Any change in license status or driving record must be reported to management immediately.

Employees must have a valid driver's license in their possession while operating a vehicle off or on FDRPC property. It is the responsibility of every employee to drive safely and obey all traffic, vehicle safety, and parking laws or regulations. Drivers must demonstrate safe driving habits at all times.

FDRPC-owned or leased vehicles may be used only as authorized by management.

Portable Communication Device Use While Driving

Employees who drive on FDRPC business must abide by all state or local laws prohibiting or limiting portable communication device (PCD) use, including cell phones or personal digital assistants, while driving. Further, even if use is permitted, employees may choose to refrain from using any PCD while driving. "Use" includes, but is not limited to, talking or listening to another person or sending an electronic or text message via the PCD.

Regardless of the circumstances, including slow or stopped traffic, if any use is permitted while driving, employees should proceed to a safe location off the road and safely stop the vehicle before placing or accepting a call. If acceptance of a call is absolutely necessary while the employees are driving, and permitted by law, they must use a hands-free option and advise the caller that they are unable to speak at that time and will return the call shortly.

Under no circumstances should employees feel that they need to place themselves at risk to fulfill business needs.

Since this policy does not require any employee to use a PCD while driving, employees who are charged with traffic violations resulting from the use of their PCDs while driving will be solely responsible for all liabilities that result from such actions.

Texting and e-mailing while driving is prohibited in all circumstances.

5-19 Business Expense Reimbursement

Employees will be reimbursed for reasonable approved expenses incurred in the course of business. These expenses must be approved by the employee's Supervisor, and may include air travel, hotels, motels, meals, cab fare, rental vehicles, or gas and car mileage for personal vehicles. All expenses incurred should be submitted to the Executive Director along with the receipts in a timely manner.

Employees are expected to exercise restraint and good judgment when incurring expenses. Employees should contact their Supervisor in advance if they have any questions about whether an expense will be reimbursed.

5-20 References

FDRPC will respond to reference requests through the Human Resources and/or Human Resources Department. The FDRPC will provide general information concerning the

employee such as date of hire, date of discharge, and positions held. Requests for reference information must be in writing, and responses will be in writing. Please refer all requests for references to the Executive Director.

Only the Executive Director may provide references.

5-21 If You Must Leave Us

Should any employees decide to leave the FDRPC, we ask that they provide a Supervisor with at least 2 weeks advance notice of departure. Thoughtfulness will be appreciated. All FDRPC, property including, but not limited to, keys, security cards, parking passes, laptop computers, fax machines, uniforms, etc., must be returned at separation. Employees also must return all of the FDRPC's Confidential Information upon separation. To the extent permitted by law, employees will be required to repay FDRPC (through payroll deduction, if lawful) for any lost or damaged FDRPC property. As noted previously, all employees are employed at-will and nothing in this handbook changes that status.

5-22 Exit Interviews

Employees who resign are requested to participate in an exit interview with the Executive Director, if possible.

5-23 A Few Closing Words

This handbook is intended to give employees a broad summary of things they should know about FDRPC. The information in this handbook is general in nature and, should questions arise, any member of management should be consulted for complete details. While we intend to continue the policies, rules and benefits described in this handbook, FDRPC, in its sole discretion, may always amend, add to, delete from or modify the provisions of this handbook and/or change its interpretation of any provision set forth in this handbook. Employees should not hesitate to speak to management if they have any questions about the FDRPC or its personnel policies and practices.

General Handbook Acknowledgment

This Employee handbook is an important document intended to help employees become acquainted with Fort DuPont Redevelopment and Preservation Corporation. This document is intended to provide guidelines and general descriptions only; it is not the final word in all cases. Individual circumstances may call for individual attention.

Because the FDRPC's operations may change, the contents of this handbook may be changed at any time, with or without notice, in an individual case or generally, at the sole discretion of management.

Please read the following statements and sign below to indicate your receipt and acknowledgment of this handbook.

I have received and read a copy of Fort DuPont Redevelopment and Preservation Corporation's Employees handbook. I understand that the policies, rules and benefits described in it are subject to change at the sole discretion of the FDRPC at any time.

I have read and understand Fort DuPont Redevelopment and Preservation Corporation's Non-Harassment policy. I agree to adhere to the policy and report any conduct that I witness that may be in violation of the policy.

I further understand that my employment is terminable at will, either by myself or the FDRPC, with or without cause or notice, regardless of the length of my employment or the granting of benefits of any kind.

I understand that no representative of Fort DuPont Redevelopment and Preservation Corporation other than the Executive Director may alter "at will" status and any such modification must be in a signed writing.

I understand that my signature below indicates that I have read and understand the above statements and that I have received a copy of the FDRPC's Employee handbook.

Employee's Printed Name: _____

Employee's Signature: _____

Position: _____

Date: _____

The signed original copy of this acknowledgment should be given to management - it will be filed in your personnel file.