

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

**LOCATION: The Sanders Room at the Grassdale Center
108 Old Reedy Point Bridge Road
Delaware City, DE 19706**

November 9, 2016 – 8:30 a.m.

Meeting Minutes

Council Members:

Susan Frank
David Small
Michael Morton
Kevin Kelley
Bert Scoglietti
Rick Geisenberger
Richard Cathcart
Herb Netsch
Dale Slotter
Laura Lee

Advisory Council Members:

Jeff Bross
Nicole Majeski

Staff:

Jeff Randol, Executive Director
Christina Thompson, Counsel
John Taylor

Members of the Public:

Rachael Phillos
Tim Konkus
Tim Slavin
Larry DiSabatino
Ted Laws

I. Call to Order/Minutes

Ms. Frank, called the Fort DuPont Redevelopment and Preservation Corporation Board of Directors meeting to order at approximately 8:36 a.m. and welcomed everyone for attending.

II. Minutes

Ms. Frank asked if there were any changes or comments on the October 12, 2016 minutes. With no comments, a motion was made by Mr. Cathcart and seconded by Mr. Morton to approve the minutes as amended. Motion carried.

III. A. Treasurer's Report

The Treasurer's Report was presented by Mr. Scoglietti, a copy of which is attached hereto as Exhibit A. The net balance of unencumbered funds totaled \$619,016.82. Mr. Scoglietti reviewed the expenses and balances in both Operating and Capital accounts. It was noted that a) Phase 1 Architectural exceeded budget by \$2,656 due to travel and printing expenses; b) Stages Consulting exceeded budget by \$122.26; and c) Signage exceeded budget by \$413. A motion was made by Mr. Cathcart and seconded by Mr. Morton to accept the Treasurer's report with the increases as noted. Motion carried.

IV. Legal

Christina Thompson, an associate at Connolly Gallagher, was asked by Mr. Walton to attend in his absence.

Mr. Randol noted that he was working with both the State Attorney General's office and the Office of Management and Budget on a lease template that could be used for the Agency leases. Mr. Randol and Mr. Walton prepared the first draft, which is now being reviewed by the state.

V. Executive Director Report

A. Overview. Mr. Randol provided the Board with a project update, a copy which is attached hereto as Exhibit B.

B. Financial Summary by Project. Mr. Randol presented the Board with a financial overview of the Corporation's Budget and Phase 1 Restoration on buildings 25, 39, 43 & 45. Both are attached as Exhibits C & D. Financial overview of the Canal District was deferred to discussion on the RFQ and prospective builder.

C. Phase 1 Restoration. Mr. Randol noted that the exterior work on restoration of the trough gutters, rafters and roof were underway. Contract had been awarded to CT Construction for the trough gutters.

D. Canal District & Officers Row

i. Civil Engineering. Mr. Randol presented a proposal from Duffield Associates to complete civil engineering and subdivision work on the Canal District and Officers Row in the amount of \$168,000. Mr. Kelly asked if other bids were solicited. Mr. Randol stated that soliciting additional engineering proposals to complete work already underway by Duffield (i.e. grading, utility and stormwater designs) would be difficult and most likely add to delays and costs.

Motion was made by Mr. Morton and seconded by Mr. Cathcart to approve the civil engineering contract with Duffield Associates in the amount of \$168,000. Motion carried.

ii. Traffic Impact Study. Mr. Randol noted that the first phase of the traffic impact study, being the collection of traffic counts, had been completed. Next step is to incorporate the data into a preliminary traffic impact study, which would include preliminary road designs and improvements. The cost of this study is \$9,950. Motion was made by Mr. Cathcart and seconded by Mr. Kelly to approve the contract. Motion carried.

iii. Chapel Elevation. Mr. Randol stated that the foundation designs are now complete and work is out to bid. The work entails raising the chapel by 4 feet and constructing a new foundation. This work may be postponed until next spring or summer due to grading of the Canal District being phased into two sections. The Corporation could hold off on the chapel work until rough grading of the second phase is ready to start.

iv. SRLF Application. Mr. Bross from Duffield Associates, provided the board with an overview of the State Revolving Fund program, which is administered by DNREC Environmental Finance Section and the Delaware Water Infrastructure Advisory Council. Low interest loans would be available for construction of the Corporation's water system improvements, sewer system improvements, storm water system improvements and construction of the Dike. The loan would be subordinate to conventional financing. The program advances engineering funds to complete the construction drawings. Applications for the loan fund are due in January. WIAC meets December 7th, at which time the Corporation should be requesting advance grant funding for the engineering work. Motion was made by Mr. Cathcart and seconded by Mr. Netsch to authorize the Corporation's Executive Director to make the request of WIAC for engineering funds to complete the design work and subsequent application for funding. Motion carried.

v. Selection of Builder. Deferred to the Economic Development Committee's report.

VI. Committee Reports

A. Economic Development Committee. On behalf of Mr. Curran, who was unable to attend, Mr. Randol distributed a report from the Economic Development Committee and attached hereto as Exhibit E. The committee met with Yorkston Consulting to begin the process of their engagement as consultants on the Performing Arts Center. The committee report also outlined the process of the RFQ for a homebuilder of the Canal District and how their recommendation was determined. It is the committee's recommendation to enter into a contract with Rockwell Development. Mr.

DiSabatino, who is a member of the committee and was actively involved with the interviewing of builders, added his support to the recommendation. Mr. Kelly voiced concern over not having ability by the board to meet the prospective builder. Mr. Randol requested due to the confidentiality requested by the prospective builder, that we should differ further conversation to executive session at which time the board would be presented with an LOI, further financial details on the proposal and legal issues. All were in agreement.

The committee also said that they were close to being at a point where they would be looking to circulate an RFP to prospective Marina Operators.

- B. Project Funding Committee – No report
- C. Historic Preservation Committee. Mr. Randol distributed an overview of the new road names (Exhibit F). The names were determined by both the original street names in addition to people who had contributed to Fort DuPont during the military use of the site. The road names were researched by the Historic Preservation Committee and then submitted to the county for approval. Next step is to design and install street signs. Once the signs have been installed the tenants on the property will be notified of the new addresses. The county has also provided street numbers for all parcels and buildings.
- D. Personnel Committee – Ms. Frank updated the board on staffing. The committee had reviewed the resume of Peggy Thomas, which was presented by Mr. Randol as the candidate he was looking to hire for the position of Site Manager and Administrative Assistant. Both Mr. Scoglietti and Mr. Randol interviewed Ms. Thomas and researched references. The committee discussed the position and agreed with the decision to present an employment offer to Ms. Thomas.

VII. New Business

- A. Sale of Water System. Mr. Randol provided an update on discussions with both Artesian and Tidewater. Both companies have expressed interest in acquiring and operating the existing water and wastewater Systems. Mr. Randol noted that the goal would be, in part, to eliminate future operating and maintenance liabilities. In addition, the sale would generate additional revenue for the corporation to use in development of the site. Expectation is to have letters of intent presented at the December board meeting.
- B. December Board meeting. It was agreed that the December board meeting would be in the afternoon with a social to follow at Lewinsky's.

VIII. Public Comment

Ms. Phillos asked if it would be more convenient for the board to hold its December meeting at a location closer to Lewinsky's and easier to travel due to the bridge being out. Mr. Cathcart suggested that we use the community center. All were in agreement.

IX. Executive Session

The Board voted to go into Executive Session for the purpose of discussing a proposed LOI as outlined on the agenda. Following executive session, the Board voted, in open session, to authorize the Executive Director to contact Rockwell Development and request that they make a presentation at the December Board meeting on their company and that the Executive Director work with counsel on revisions to the LOI. Motion was made by Mr. Kelley and seconded by Mr. Cathcart. Motion Carried.

X. Adjourn

With no further items to discuss, the Board Meeting adjourned at 10:37 am.