

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

Via Zoom
Delaware City, DE 19706
May 12, 2021
8:30 a.m.

Meeting Minutes

Board Members:

Bryon Short, Courtney Stewart, Pam Scott, Paul Parets, Laura Lee, David Baylor, Dale Slotter, Neal Dangelo, Eric Smith, Ruth Ann Jones, Shawn Garvin, David Edgell, David Mangler

Staff:

Jeff Randol, Executive Director
Peggy Thomas, Site Manager
Crystal Pini-McDaniel, Administrative Assistant
Lisa Hatfield, Connolly Gallagher
Bert Scoglietti, Treasurer
George Fournaris, Belfint, Lyons, Shuman, CPA
DRyan, Belfint, Lyons, Shuman, CPA
Terry Buchanan, Social Media Proxy

Members of the Public:

Mika Drake, Tim Dilliplane, Billie Travalini, Bob Lucas, Tim Konkus, Rick Boisclair, Chris Castagno, Betty Barrett, Michael Edwards, Sharon Piccara, Wendy Rogers

I. Call to Order

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

II. Approval of Minutes

Mr. Short asked if there were any questions or comments regarding the April 2021 meeting minutes. Mr. Randol noted a correction that the Planning Commission vote under legal update was 4-0, not 3-1, against the proposed City Council ordinances. A motion was made to approve the minutes of the April 2021 meeting with the correction by Mr. Parets, seconded by Ms. Scott. A roll call vote was taken, motion carried.

III. Legal

A. Update on Delaware City Ordinances.

Mr. Baylor summarized the Planning Commission meeting on Monday, May 3, 2021 where the vote was four to zero in opposition to the proposed city ordinances. The ordinances will appear on the City Council meeting scheduled for Monday, June 21, 2021 at 6:30 PM at the Delaware City Fire Company. Mr. Short commented that Mr. Baylor put together a meeting with Mr. Randol and town individuals to discuss the communication between Fort DuPont and DE City going forward.

The result of the meeting was a draft MOU put together by Mr. Walton and given to Mayor Council as a road map for approving projects at Fort DuPont. The goal going forward is for collaborative work before introducing plans at the Planning Commission and eventually the City Council. The MOU is currently under review and awaiting feedback, a draft will be presented to the board for consideration once comments have been received.

B. Amendment to Rockwell Agreement.

Ms. Hatfield began the discussion by stating Rockwell had sent notice that they would not be exercising their option to purchase lots 39-42 due to the increased cost of materials. In response, Mr. Randol worked with Rockwell to restructure the terms. The result is outlined in the proposed 5th amendment submitted by Rockwell, which totals \$250,000 plus a percentage that could potentially generate an additional \$13,000. There was further discussion regarding the market, consistency with the product on Cook Street vs another builder and building style, timing of the sale, and completion of the Canal District. Mr. Randol noted that payment to FDRPC under the proposed amendment would not occur until settlement with third parties. Rockwell has since agreed to pay 50% up front and the balance upon settlement with third parties.

A motion to accept the Rockwell Amendment with the change to payment terms as outlined by Mr. Randol was made by Mr. Dangelo, seconded by Mr. Smith. A roll call vote was taken, motion carried.

C. Lot 15 Agreement.

Ms. Hatfield reviewed the terms of a Letter of Intent for lot 15. The purchase price is \$125,000 and a deposit has been received; there are sixty days permitted for due diligence with closing to take place 30 days thereafter. No builder tie-in is needed for approval. Questions were asked about the size of the lot, if it's close to the other sizes, and what it was appraised for. Mr. Randol noted that the size of the lot is just under half an acre and the appraised value for lots on Officers Row came in at \$120,000. Additional discussion regarding time limits on building and failure to meet our standards were asked. Ms. Hatfield responded that there is no time limit on building on the lot and the building designs have to meet with the FDRPC standards and DHPC approval prior to the city issuing a building permit.

A motion to accept the Lot 15 Agreement as presented was made by Mr. Parets, seconded by Mr. Dangelo. A roll call vote was taken, motion carried with one opposed.

IV. Treasurer's Report

A. Financial Report. Mr. Scoglietti highlighted the following line items for the period ending April 30, 2021:

- Page 1, Line 4200 Real Estate Sales - Three closings in April increase the total sales revenue from \$370,000 to \$640,141; two more closings are scheduled for May.
- Page 3, Line 6716.30 Roads/Utilities - Phase 1D were up \$175,000 from last month due to construction.

A motion to accept the Financial Report as presented was made by Ms. Scott, seconded by Mr. Garvin. A roll call vote was taken, motion carried.

B. Audit. Mr. Fournaris with Belfint, Lyons, Shuman, summarized the five-year audit in a power

point including the structure of Fort DuPont under the state, auditors' opinions, how the audit was done, what type of audit was used, and the types of adjustments made. A copy of the presentation is attached.

A motion to accept the Audit as presented was made by Ms. Stewart, seconded by Mr. Dangelo. A roll call vote was taken, motion carried.

V. Executive Director's Report

Mr. Randol provided the following updates:

A. Canal District. Two lots are closing today. This will bring sales in Phase 1D to \$840,000. Final phase of Cook Street is underway.

B. Crawford Island. A sprinkler system has been installed.

C. Gas Installation. The gas installation is underway with expected completion in June. Delmarva will notify the residents regarding conversion from propane to natural.

D. Work on Batteries. The restoration and landscaping of Battery Elder is underway. Work includes repairs to the concrete steps, installation of railing, removal of trees and brush, meadow mix and new trees that will not block view of the river from the battery.

E. Other.

- i. Last weekend two tours with the DHPC were lead on site to review projects underway or under consideration for the upcoming FY.
- ii. In July 2021 the corporation will be taking responsibility for all of the DHSS buildings and will be reviewing what equipment needs replacement to keep everything in good condition.
- iii. May will be the first month for our monthly newsletter to Delaware City residents which will include things like updates on construction, new residents, events, and a "Did You Know?" column written by Laura Lee.

VI. Committee Reports

A. Finance Committee. Mr. Short stated that he and Mr. Randol made a bond bill presentation on May 4th. Mr. Scoglietti mentioned that funding will be determined by the end of June and that the Finance Committee will prepare a budget in July for presentation at the August Board meeting.

B. Historic Preservation. Ms. Lee stated the committee did the two tours on May 1st and 2nd. Included in the tour was the chapel and proposed renovations, the theater, the PX, the POW building, and Battery Elder. Ms. Lee mentioned how pleased she was to see work beginning on the batteries. She also mentioned that a monthly column titled "Did You Know?" would be going in the monthly newsletter.

C. Governance & Personnel.

Ms. Stewart stated the last meeting was April 30th and two items are up for a vote by the board as followed:

- i. Committee Appointments. Connie Holland to continue serving on the master planning committee.

A motion to approve Connie Holland's continuing participation in the master

planning committee as a member of the committee was made by Mr. Edgell, seconded by Ms. Scott. A roll call vote was taken, motion carried.

- ii. Amendment to By-Laws. A proposed amendment was emailed to the Board that would add a requirement for FDRPC financial records to be reviewed or audited within 90 days after the end of each fiscal year. The discussion included the type of audits and review vs audit. It was understood that the FDRPC will do annual audits however the intent was to build in some flexibility as it's unknown where the corporation will be five to ten years down the road and that is why the amendment was more general then specific. Ms. Scott provided some edits as noted in the following draft.

Section XXX. Audits or Reviews: The Fort DuPont Redevelopment and Preservation Corporation's books and its various financial records shall be reviewed or audited within ninety (90) calendar days after the close of each fiscal year by a certified public accountant or firm thereof, said CPA or firm to be selected by the Finance Committee, subject to the approval of the Board. The Finance Committee will determine annually whether a review or audit will be prepared for each fiscal year. To the extent the members of the Finance Committee cannot reach unanimous agreement as to whether a review or audit should be prepared for a particular fiscal year, a summary of the opinions on such topic shall be provided to the Board for determination. A copy of said report or audit shall be ~~made~~ presented to the Board for Board approval at its next regular or special meeting following completion of the review or audit.

A motion to accept the amendment with the changes as outlined by Ms. Scott and noted above was made by Mr. Mangler, seconded by Ms. Scott. A roll call vote was taken, motion carried.

VII. Delaware City Communications.

Mr. Baylor stated the only update at this time was that the meeting with Fort DuPont and the City was very productive. Also that that the ordinances will be placed on the June council meeting agenda for discussion.

VIII. New Business

Mr. Smith asked if the by-laws allowed the current treasurer to continue without being a Board member. Ms. Hatfield said that this issue had been discussed with the Governance & Personnel Committee and that the by-laws allowed for an agent to be appointed.

IX. Public Comment

Ms. Travalini stated she appreciated the tour in which she brought a friend. Ms. Travalini asked about Representative Longhurt's offer to install a plaque remembering the children of the Governor Bacon Health Center. Ms. Travalini also commented on the proposed historical video that would include elements of the Governor Bacon Health Center and that there needs to be more done to recognize the children than simply a video.

Mr. Dilliplane asked regarding communications if our new representative will be coming to city council meetings to communicate what is going on at the Fort. Ms. Buchanan replied this is part of the responsibilities she has agreed to undertake.

X. Adjourn

Mr. Short asked if there were any questions or comments and asked for a motion to adjourn. A motion was made by Mr. Parets, seconded by Ms. Lee. A roll call vote was taken, motion carried.