REGULAR COUNCIL MEETING

The Regular Council Meeting was held on August 12, 2013 at 7:30 p.m. with Council President Bonar presiding. Council members present were Mr. Dixon, Mr. Perza, Mr. Slavin, Mrs. Williams, Mr. Hare, and Mr. Hutchison. Mr. Anderson and Mr. Lynn were absent.

Council staff members present were Police Chief Hosfelt, Mrs. Mitchell, Mr. Koenig, Mrs. Townshend, Fire Chief Patrick West, City Solicitor Rodriguez, and Mrs. McDowell. Mayor Carey was also present.

OPEN FORUM

The Open Forum was held at 7:15 p.m., prior to commencement of the Official Council Meeting. Council President Bonar declared the Open Forum in session and reminded those present that Council was not in official session and could not take formal action.

Ms. Ellen Wasfi, 286 Pine Valley Road and member of the Dover Human Relations Commission (DHRC) noted that members would be considering recommendations of the Legislative, Finance, and Administration Committee regarding the future meetings of the Dover Human Relations Commission (Agenda Item #7C), and read the following statement into the record:

> "I am hear [*sic*] to address two recommendations proposed by the Legislative, Finance and Administration Committee on July 22, 2013, dealing with future meetings of the Dover Human Relations Commission. The first recommendation suggests reducing the number of Commission meetings which are currently held monthly. *[That the Number of Meetings Be Set at a Minimum of Five (5) Per Year, One (1) in Each Quarter of the Year and One (1) to Be Determined by the Commission and That Special Meetings May Be Called by the Chairperson or Three (3) Members of the Commission.]* Regularly scheduled monthly meetings provide the public with a reliable opportunity to bring their concerns to the attention of city government. The DHRC has transmitted these concerns to City Council for action on several occasions and dealing with a host of issues. The DHRC is the ear of the Council to the community.
>
> The second recommendation is, *That All of the Meetings of the DHRC Be Held in the City Council Chambers.* The Dover Human Relations Commission has frequently held "community outreach meetings" at various sites throughout the city, including the Boys and Girls Club, the office of the Delaware Community Outreach Committee, police headquarters and local schools and churches in order to increase communication with city residents and to better assess the mood and concerns of the citizens of Dover. This activity has enabled the Commission to interact with residents more directly and fulfill its commitment under Article II, Section 58-31 of the City Code, to adopt a philosophy of inclusion, intergroup cooperation, and fair treatment. The two amendments to Chapter 58 proposed by the Legislative, Finance and Administration Committee will, if enacted, be highly counterproductive to the DHRC's mission, the essence of which is to involve all segments of the community in the problem-solving process. For the welfare of the citizens of Dover, I urge you to reject implementing these amendments. Thank you."

Ms. Wasfi indicated that, as previously requested, she provided copies of the mission statement of the DHRC, which was originally drafted in 2002, to the City Clerk's Office ***(Exhibit #1)***.

Dr. Ron Sarg, 611 S. Governors Avenue, relayed concerns regarding brown, foaming water coming from the faucets at his residence. He explained that after flushing the water for 15 minutes, the water remained slightly brown and provided a sample in a jar and asked if any member would want to drink the water. He objected to the City's expectation for residents to ingest this water. After speaking with City engineers, he was advised that the brown water was the result of chlorine in the water interacting with the cast iron pipes, creating a brown sediment that does not render a health risk and he questioned the City's certainty in this regard. Dr. Sarg stated that the residents were paying for a service and that if the City was not capable of replacing 190 miles of pipe, then the City should begin retrofitting water filter systems into the pipes that go into the homes. He advised members that during this past summer, his wife had often complained about the brown water stains on laundry and the need to re-wash clothes. He reiterated that the residents were paying for a service (clean water) that they were not receiving and urged members to take appropriate action.

Council President Bonar echoed the concerns of Dr. Sarg, explaining that he had several dress shirts that had been ruined during the past couple of weeks due to the brown water. He noted that there had been several brown water complaints recently, one (1) from a major hotel, and urged staff to develop possible solutions to address this issue for Council's consideration.

The invocation was given by Bishop Thomas L. Holsey, followed by the Pledge of Allegiance.

AGENDA ADDITIONS/DELETIONS

Mr. Hutchison moved for approval of the agenda as presented, seconded by Mrs. Williams and unanimously carried.

At the request of staff, Council President Bonar requested the removal of Item #7A - Proposed Amendments to the City of Dover Investment Policy.

Mrs. Williams moved for approval of the consent agenda as amended, seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

ADOPTION OF MINUTES - REGULAR COUNCIL MEETING OF JULY 22, 2013

The Minutes of the Regular Council Meeting of July 22, 2013 were unanimously approved by motion of Mrs. Williams, seconded by Mr. Dixon and bore the written approval of Mayor Carey.

RECOGNITION OF SERVICE - GOLDIE LEGATES - ELECTION BOARD (FEBRUARY 2004 - MAY 2013)

On behalf of members of Council, Mayor Carey presented Mrs. Goldie Legates with a Dover Cup in recognition of her many years of service on the Election Board, having served from February 2004 through May 2013.

Mrs. Legates thanked the Mayor for appointing her to the Election Board and allowing her to serve the community in this fashion. She relayed special appreciation to Mrs. Traci McDowell, City Clerk, and her staff for the work they provide in performing their duties in relation to the election. She advised members that there is a lot of work involved in conducting an election, and that participation in the election is the most precious privilege and duty that the people have as citizens of the United States of America. Mrs. Legates stated that Mrs. McDowell and her staff carry out this obligation with a keen sense of mission, along with calmness and professionalism that is unmatched. Mrs. Legates requested that members of Council acknowledge, appreciate, and commend the City Clerk and her staff in this endeavor.

Mr. Hutchison relayed appreciation to Mrs. Legates for her friendship and leadership in the community.

Mrs. Williams thanked Mrs. Legates for the advice provided to her after she first became elected and asked "what do I do?" and the response of Mrs. Legates was to follow the Oath of Office, which she had tried to do in serving as a member of City Council.

Council President Bonar reminded members that in addition to serving as a member of the Election Board, Mrs. Legates also served as a member of City Council. In addition, her late husband, Mr. Charles Legates, who served admirably as Fire Chief at the Dover Air Force Base and also served as the Mayor for the City of Dover.

PROPOSED TRIBUTE - NO. 2013-03 - BERNARD "BERNIE" CHARLES MATTES

Members considered a proposed Tribute expressing sympathy and condolences upon the passing of Bernard "Bernie" Charles Mattes. Noting that the family members of Mr. Mattes were not in attendance, Council President Bonar assured members that the Tribute would be provided to them.

By motion of Mr. Hutchison, seconded by Mr. Hare, Council unanimously adopted Tribute No. 2013-03, as follows:

A TRIBUTE EXPRESSING SYMPATHY AND CONDOLENCES UPON THE PASSING OF BERNARD "BERNIE" CHARLES MATTES.

WHEREAS, the Mayor and Council of the City of Dover recognize the passing of Bernie Mattes on June 1, 2013; and

WHEREAS, Bernie Mattes was a long-time resident of the City of Dover and an active and well-respected member of our community; and

WHEREAS, Bernie Mattes will be deeply missed by his friends, family, and all of those whose lives he has touched.

NOW, THEREFORE, BE IT RESOLVED that the Mayor and Council extend their deepest sympathy and condolences to the family and friends of Bernie Mattes, and hope that they will be consoled by the memories of his life and achievements.

BE IT FURTHER RESOLVED that the Mayor and Council direct the City Clerk to place this Tribute in the permanent records of the City of Dover and that a copy of this Tribute be provided to the family of Bernie Mattes.

ADOPTED: AUGUST 12, 2013

PROPOSED TRIBUTE - NO. 2013-04 - JOHN J. FRIEDMAN

The City Clerk read a proposed Tribute expressing sympathy and condolences upon the passing of John J. Friedman.

By motion of Mrs. Williams, seconded by Mr. Hutchison, Council unanimously adopted Tribute No. 2013-04, as follows:

A TRIBUTE EXPRESSING SYMPATHY AND CONDOLENCES UPON THE PASSING OF JOHN J. FRIEDMAN.

WHEREAS, John J. Friedman dedicated a significant portion of his time, energy, and talents to serving the City of Dover as a member of the Planning Commission from 1992 until 2012, serving as Chair from 1995 to 2010; as the initial Chairman of the newly established Dover Fourth of July Celebration Committee and a member of that Committee from 2003 until May 2009; and as a member of the Transportation Review Committee from 1997 until 2001; and

WHEREAS, throughout his tenure with the City of Dover, John J. Friedman helped to provide a forum that allowed parties with diverse interests to speak their views, carefully weighed the interests of various stakeholders in matters that were brought before the City for consideration, helped to build consensus, and played an important role in making the difficult decisions encountered by the municipality on a daily basis; and

WHEREAS, John J. Friedman was an active and valued resident of the City of Dover who demonstrated his commitment to his community through his participation in a variety of local organizations, including the Central Delaware Chamber of Commerce, the Rotary Club, the Inner City Cultural League, Community Partners of the Air Force Association, Delaware Veterans Post 2, and the Benevolent and Protective Order of the Elks 1903.

NOW, THEREFORE, the Mayor and Council extend their deepest sympathy and condolences to the family and friends of John J. Friedman, and hope that they will be consoled by the memories of his life and achievements.

BE IT FURTHER RESOLVED that the Mayor and Council direct the City Clerk to place this Tribute in the permanent records of the City of Dover and that a copy of this Tribute be provided to the family of John J. Friedman.

ADOPTED: AUGUST 12, 2013

On behalf of members of Council, Mayor Carey presented Tribute No. 2013-04 to Mrs. Faye Friedman and relayed the City's condolences and appreciation for the contributions Mr. Friedman had provided to the City and the community for many years.

In accepting the Tribute, Mrs. Friedman indicated that Mr. Friedman loved being a part of the community.

NATIONAL PARK SERVICE PROGRESS REPORT ON THE FIRST STATE HISTORICAL MONUMENT

Mr. Slavin reminded members that prior to his election as a member of City Council, he had addressed members and requested support in declaring The Green a part of a national historical monument. He advised members that President Obama had created the First State National Monument in Delaware and, as a result, Dover had a place in that with the inclusion of The Green. In addition, he advised members that a National Park Service employee had been assigned to the Monument and was working with the community. Mr. Slavin introduced Mr. Russ Smith, Superintendent, First State National Historical Monument.

Mr. Smith stated that he was a Delaware native, attended the University of Delaware, and had roots in the City of Dover and surrounding area. He advised members that he had served in the National Park Service for 40 years, which provided him the training necessary to fulfill his responsibilities as Superintendent. To clarify any confusion, Mr. Smith stated that the First State National Monument was as much a part of the National Park System as Yellowstone, Yosemite, or the Statue of Liberty. He explained that The First State National Monument was the 400th unit of the National Park System and included three (3) sites, as follows: 1) the Woodlawn tract located north of Wilmington, which consists of 1,100 acres along the Brandywine Creek; 2) the New Castle Court House Museum and The Green, located in New Castle; and 3) The Dover Green, located in the City of Dover.

Mr. Smith thanked City Council for the donation of the easement for The Dover Green, which allowed it to become a part of the First State National Monument. He stated that other units were planned to be a part of the Park, as a part of a bill proposed by Senator Carper, including the John Dickinson Mansion; however, it was not anticipated that the legislation would be approved anytime in the near future. He stated that land issues prevented the Old Swede's Church from becoming a part of the National Monument, although this may occur in the near future.

Mr. Smith explained that the President requested the National Park Service to tell the story of Delaware and its key role in the founding of the United States of America. Referring to the pamphlet provided, he stated that the story being told begins at the First Settlement through the First State, from 1631 through 1787.

Mr. Smith stated that there were concerns regarding the budget situation, explaining that he was currently the only staff of the National Monument and may continue to be so for the upcoming year. He had been sharing an office with the Mayor of New Castle and had recently been offered (by Councilman Slavin) an office in the Old Court House, beginning September 1, 2013. Although there would probably be no improvements to the current budget situation, he had begun planning for the future, explaining that within three (3) years, a management plan must be created for the Park, as mandated by the Proclamation.

Referring to the issuance of a management plan by the National Park Service, Mr. Slavin advised members that the process would take over a year to be completed and would require public input, including many public hearings. He reminded members that a wide variety of concerns were expressed during consideration of the easement for The Dover Green; therefore, he offered City Council's assistance and requested that when the public hearings are scheduled, they be held in the City of Dover.

No further action was taken.

PUBLIC HEARING - VIOLATION OF THE DANGEROUS BUILDING ORDINANCE - PROPERTIES LOCATED AT 222 AND 238 RAILROAD AVENUE, OWNED BY DOWNTOWN DOVER DEVELOPMENT CORPORATION

A public hearing was duly advertised for this time and place to consider a violation of the Dangerous Building Ordinance at 222 and 238 Railroad Avenue, owned by Downtown Dover Development Corporation (Downtown Dover Partnership). Mrs. Ann Marie Townshend, Director of Planning and Community Development, advised members that the property consisted of five (5) separate buildings, and that each of the structures were condemned as unfit for human habitation on March 8, 2013, due to the degree of deterioration of the structures. Currently, the structures were vacant, with no utilities and in a serious state of disrepair. She indicated that the property was part of an environmental clean-up under the Department of Natural Resources and Environmental Control (DNREC) Brownfields Program and, as such, DNREC would pay for the asbestos abatement for the project, but would not pay for the demolition costs. She stated that the Downtown Dover Partnership (DDP) did not have the funds to demolish the structures. She noted the importance of the demolition of the structures to the overall environmental clean-up of the site and that DNREC's funding of the asbestos abatement would save the City and DDP significant costs associated with the asbestos abatement on the property. If approved for demolition, Mrs. Townshend assured members that once the demolition was completed, the City would bill the DDP for the demolition charges. She explained that a portion of the charges would be paid with funds available for West Side Redevelopment and a lien would be placed against the property for the balance. She noted that the consideration of bids by Council for the demolition, at a cost of $58,000, was scheduled during the latter part of the meeting.

Mrs. Townshend reviewed a chronological history and presentation on the conditions of the structures located at 222 and 238 Railroad Avenue ***(Exhibit #2)***.

Staff recommended that City Council: 1) declare the five (5) buildings on this property dangerous; 2) order the buildings demolished by August 22, 2013 by the owner or equity owner at their own risk; and 3) order the City Manager, with the assistance of the City Solicitor, to cause the cost of repairs or demolition to be charged against the land on which the building exists as a municipal lien or cause such cost to be added to the tax duplicate as an assessment, or to be levied as a special tax, or to be recovered in a suit at law against the owner.

Mr. Slavin noted that the Downtown Dover Partneship (DDP) was bringing forth the demolition and reminded members that the original reason for the purchase of the property by DDP was to secure environmental remediation, explaining that once the demolition had occurred, it would trigger the

funding that is available for environmental remediation. He advised members that the fear several years ago was that such a property would remain vacant in private hands and never be remediated. He explained that no one wants to develop around such property until such remediation has occurred.

In response to Mr. Perza regarding the delay in the demolition and remediation of the property, Mrs. Townshend stated that when the property was acquired, the City and the DDP were involved with the remediation of the Capitol Scrap Yard site, which depleted available funds. She stated that the plan would be for remediation to begin in late August, followed by the demolition, and then clean-up would begin with DNREC.

Mr. Val De Rocili, President, Compliance Environmental located at 150 S. Bradford Street, stated that the process would be the asbestos abatement first and then the building demolition, which should be complete by the end of the year. He explained that the second phase of investigation of the soil and groundwater contamination would begin after the buildings were removed. He stated that although there had been three (3) such major investigations since 2000-2002, the buildings had been in the way and prevented Compliance Environmental from conducting the remaining soil borings.

Mr. Perza questioned if there were any scenario where once the removal of the asbestos and demolition had occurred, it could be determined that it would be cost prohibitive to conduct the third phase of remediation, causing the site to be left unmodified. Responding, Mr. De Rocili stated that there was always a remedy for a site; however, the magnitude of what is there is unknown because the buildings remained on the site, preventing access to the soil and groundwater.

Responding to Mrs. Williams, Mrs. Townshend stated that since the new fiscal year had begun, there were funds available for the demolition; however, there may be a need for a budget amendment once the demolition was accomplished and billed in order to adjust for the amount that is "put back into the coffers." She assured members that there were enough funds to cover those properties that had been earmarked for demolition during the current fiscal year.

Council President Bonar declared the public hearing open.

Mr. Lou Colón, Executive Director of the DDP, relayed support and appreciation for Council's consideration of the demolition. Once completed, he felt confident that it would help in the west side revitalization and compliment the area.

There being no one else present wishing to speak, Council President Bonar declared the public hearing closed.

Mr. Slavin moved to: 1) declare the five (5) buildings at 222 and 238 Railroad Avenue dangerous; 2) order the buildings demolished by August 22, 2013 by the owner or equity owner at their own risk; and 3) order the City Manager, with the assistance of the City Solicitor, to cause the cost of repairs or demolition to be charged against the land on which the building exists as a municipal lien or cause such cost to be added to the tax duplicate as an assessment, or to be levied as a special tax, or to be recovered in a suit at law against the owner, as recommended by staff. The motion was seconded by Mr. Perza and carried by a unanimous roll call vote (Anderson and Lynn absent).

UTILITY COMMITTEE REPORT - JULY 22, 2013

The Utility Committee met on July 22, 2013 with Chairwoman Williams presiding.

TEA/NAES Report (March and April)

The TEA/NAES Monthly Reports for March and April 2013 were provided to members to enable them to monitor electric sales and revenues received, which will provide a better understanding of any fluctuations that occur and allow the opportunity to make improvements if deemed necessary.

In response to Mr. Blakeman, Mrs. Donna Mitchell, Controller/Treasurer, confirmed that the report for FY2013-14 would be the current company's forecast. She noted that the forecast report submitted during the budget presentations was based on The Energy Authority (TEA) forecasts (rather than PACE Global). Regarding the PJM - Energy and Transmission Fees on the Variance Report, Mrs. Mitchell stated her recollection that there was a change in PJM Fees after the City's budget for last fiscal year was approved; however, she assured members that she would validate that this was the case.

Responding to Mrs. Williams, Mr. Scott Koenig, City Manager, stated that Unit 3 ran from Tuesday through Saturday and the Combustion Turbine (CT) also ran. He stated that there was a valve issue involving Unit 1, which was off-line until Friday evening, and Unit 2 was in "spinning" reserve during most of that time, resulting in the City running at full power.

Mrs. Williams questioned the City's ability to transfer additional revenues acquired in the Electric Fund to the Water/Wastewater Fund to address the funds required in regard to the proposed CIP amendments previously considered by members. Responding, Mrs. Mitchell stated that although Council had the authority to transfer funds from the Electric Fund to the Water/Wastewater Fund, such a transfer would not be policy compliant.

The Committee recommended acceptance of the TEA/NAES Monthly Reports for March and April 2013.

By consent agenda, Mrs. Williams moved for approval of the Committee's recommendation, seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

By consent agenda, Mrs. Williams moved for acceptance of the Utility Committee Report, seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

LEGISLATIVE, FINANCE, AND ADMINISTRATION COMMITTEE REPORT - JULY 22, 2013

The Legislative, Finance, and Administration Committee met on July 22, 2013 with Chairman Lynn presiding.

Proposed Amendments to the City of Dover Investment Policy

Mrs. Donna Mitchell, Controller/Treasurer, reminded members that, in accordance with Section 14 of the City of Dover Investment Policy, the policy is reviewed by the Committee at least once every year and that any amendments require the approval of City Council. She noted that the policy was not presented for review in 2012.

Mrs. Mitchell advised members that the policy was reviewed by Staff, the City's Investment Advisor, and the bank to determine if any changes would be necessary. As a result, she noted that amendments were made to the City's Investment Policy and presented for the Committee's review and recommendation. She noted that Section 9.2, on Page 7, cited "paragraph 8.1" in error and that this that should reflect "paragraph 9.1," and that there should be an additional bullet titled "Mortgage Backed Securities." She indicated that these corrections were discovered after the document was submitted but it had since been amended accordingly.

The Committee recommended approval of the proposed amendments to the City of Dover Investment Policy.

During the Council meeting, Mrs. Mitchell referred to the housekeeping corrections mentioned during the Committee meeting and noted that although the minutes reflect those changes, the draft policy included in the packet had not been corrected. She assured members that the corrections would be included in the approved amended Policy.

Mr. Hare moved for approval of the City of Dover Investment Policy, as amended *(Exhibit #3)*, seconded by Mr. Hutchison and unanimously carried (Anderson and Lynn absent).

Certified Local Government Application

Mr. Slavin advised members that after discussions with Chairman Lynn, it was determined that there was a need for the City to address some of the issues involving the Dover Historic District Commission and to strengthen Council's role in historic preservation. As a result of his employment with the State of Delaware, he was aware of a program called the Certified Local Government (CLG) Program. He introduced Mr. Jesse Zanovich, State Historic Preservation Office, to provide a brief review of the Program.

Mr. Zanovich advised members that the CLG Program is a local, state, and federal partnership that promotes historic preservation on the local level through technical guidance and financial assistance. Members were provided with the CLG Program guidelines which outlined the benefits, requirements and management procedures of Delaware's CLG Program. Mr. Zanovich indicated that grant funding was available to pursue a wide variety of preservation-related projects and activities, which include cultural resource surveys, historic structure reports, preparation of National Register nominations, revising preservation ordinances, creating or amending historic district design guidelines, preparing the preservation section of the City's Comprehensive Plan, etc. In addition, Mr. Zanovich stated that associated grant monies can be used for public outreach, informational workshops and seminars, preservation training for staff, etc. He noted that the CLG grants function on a 60/40 matching basis, explaining that the grant may constitute up to 60% of the project cost, while the applicant provides the remaining 40% through cash and/or donated services and materials.

Based on the current allocation formula, Mr. Zanovich stated that the minimum grant award the City of Dover could expect to receive was $5,000 and that this amount changes year to year since it is based on the federal grant and the number of CLG grant projects received. He advised members that he had reviewed the City's ordinances and that the City already met the program's requirements, such as the establishment of a preservation ordinance, historic district commission, meeting standards for adequate public participation, etc.

Mr. Zanovich assured members that the application process is simple, explaining that the application package is available online and must be submitted by the Mayor. He stated that there are currently five (5) CLG's in Delaware: Wilmington, New Castle County, Delaware City, Lewes, and Milton. He stated that CLG status is a voluntary commitment and that the Mayor can request decertification at anytime. In addition, he stated that grants are voluntary.

At the request of Mr. Slavin, Mrs. Ann Marie Townshend, Director of Planning and Community Development, stated her support for the application and assured members that if it were the desire of City Council, it would become a priority for staff.

Responding to Mr. Slavin, Mr. Zanovich confirmed that the applicant may provide in-kind services which would alleviate any effect on operating budgets.

Mr. Slavin advised members that, due to his role with the State of Delaware, he would recuse himself from voting on this issue.

The Committee recommended that staff move forward with the Certified Local Government Application.

By consent agenda, Mrs. Williams moved for approval of the Committee's recommendation, seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

Proposed Amendments to Chapter 58 - Human Relations Commission

During their meeting of June 10, 2013, Council approved the Committee's recommendation of May 28, 2013 that the Chair of the Legislative, Finance, and Administration Committee schedule a Special Meeting for the purpose of discussing recommendation Items #1-5 included in the Committee Action Form (CAF) pertaining to the Dover Human Relations Commission (DHRC).

During the Committee meeting of June 24, 2013, Mr. Hutchison stated that since the creation of the DHRC in 2002, it had served a very important part in addressing some critical issues in the City; however, based upon past performance, there were some issues and concerns which needed to be reviewed and addressed. He voiced his concerns regarding the size of the Commission, stating that 15 members were too many, and the serious problem of retaining members, noting the Mayor and Council had received resignations from numerous members. The Committee reviewed each of the five (5) recommended items and then opened the floor for public comments. After much discussion, members tabled the matter until the next meeting to allow the opportunity for members to obtain and review the DHRC by-laws, the number and type of complaints received, and research regarding the City Solicitor's review of the formation of the DHRC.

Members continued their discussion during the Committee meeting of July 8, 2013. After public testimony, members felt that there was not enough time left during the meeting for members to further discuss the issues and develop a recommendation. Given the importance of this issue and to allow more time for discussions, members tabled the matter and requested that it be put on the agenda for the next scheduled Committee meeting.

The matter was removed from the table.

Chairman Lynn reminded members that, as a result of the discussions regarding this matter, the scope of the discussion at this time should be based on the five (5) parameters provided by staff, as follows: 1) if the Commission is fulfilling its purpose; 2) if there is evidence of a continued necessity for the Commission, or if it is a duplication of services provided by other agencies, committees, etc. within the City and/or State of Delaware; 3) the possibility of amending Sec. 58-33 (c) - Meetings, of the Dover Code to limit the Commission to meeting on an as needed basis, in the same manner as many other City committees, commissions and boards, including the Awards Committee, Election Board, Ethics Commission, and Property Maintenance Code Board of Appeals; 4) the possibility of amending Sec. 58-32 (b) - Composition; appointment, of the Dover Code to reduce the membership of the Commission from fifteen (15) to seven (7), which would maintain the threshold originally proposed during the Dover Community Meeting of December 4, 2001; and 5) direct staff to prepare a Proposed Ordinance reflecting the recommendations of the Committee.

Chairman Lynn also reminded members that Mr. Sudler was requested to reach out to the membership and encourage their attendance in order for them to state their feelings regarding the issue.

Mr. Slavin explained that the role of the Committee was to make a recommendation to City Council for staff to prepare an ordinance. That process would include two (2) readings of the ordinance and a public hearing; therefore, he assured the public that the Committee's review this evening would not be the last opportunity for public input on the issue.

Mr. Rushe noted that this evening's discussion would be the third on this issue. He indicated his desire to obtain public input on whether or not it would be beneficial to reduce the membership from the current 15 and also to reduce the frequency of the required meetings.

Mr. Paul Fleming, 4 Hemsted Court, read his letter of resignation, dated August 23, 2010, into the record, as follows:

> *"Council President Hogan:*
>
> *In 2004, I was appointed to the Dover Human Relations Commission by then Council President McGlumphy. I have served on the DHRC for over six (6) years along with some very conscientious, courageous, and compassionate commissioners, and I enjoyed my tenure.*
>
> *As you know, I have always advocated for term limits, and I have said many times that there is no shortage of good people.*
>
> *I appreciate being reappointed by you; however, I believe it is time to resign so that I may pursue other interests. Thank you and the City Council for giving me the opportunity to serve the residents of Dover."*

In regard to the idea of reducing the number of Commissioners, Mr. Fleming stated his feeling that it was critical that the DHRC be fully represented, not only by the demographic characteristics of Dover, whether it be race, gender, or religion, but also the region of the City that the member is from.

Otherwise, he felt that the people's interests and needs would not be fully met as they relate to the jurisdiction and function of the Commission. Unless all of these criteria were met, he urged members not to reduce the number of Commissioners appointed to serve on the DHRC. Mr. Fleming stated his desire to have a representative of the Amish community serve, noting that they have needs and interests, as well as suggestions that could be used to help them. He indicated that many of the Amish have moved away from the area and that he would like to prevent further loss of members of this community. In response to Council President Bonar, Mr. Fleming stated that he did not know how many Amish reside within City limits.

Responding to Mr. Lynn regarding the concept of there being two (2) members from each district and one (1) at-large member, for a total of nine (9) members, Mr. Fleming felt that such membership would work if the criteria he previously mentioned was met.

Mr. Fleming provided members with a list of questions for potential candidates ***(Attachment #2)*** and noted that a copy of the ad that the DHRC had used to solicit interest from the community had been included.

Mr. EShed Alston, 406 Arnold Court, read the following statement into the record:

> *"On Monday, July 8, 2013, while attempting entry into the Kent County SPCA building in Camden, at approximately 7:07 p.m., myself and Dr. Issa quickly discovered that all the doors were closed and locked. When Dr. Issa and I finally spoke to a couple of employees there, they told us that we were not welcomed and that we needed to leave (a public meeting that we had to leave). After they told us to leave, that's when they took out the Pit Bull and threatened us with it, the one that wasn't muzzled. She told us 'y'all got to leave now - you're not wanted here and I don't know how long I can hold this Pit Bull'."*

Mr. Alston advised members that he had sciatic nerve damage in his right and left side and damage in both knees, which resulted in his inability to run. Therefore, when addressing whether or not there should be any alterations as to whether there should be considerations for people like him, he requested the opportunity to tell members how it is for him to live in Kent County. He stated that we live in a country where the Michael Vick - Trayvon Martin comparison needs to be made, where a black, multi-millionaire will lose his livelihood and spend two (2) years in prison for killing a dog, yet if a young, black man is killed, nothing happens. He stated that is the perspective of living in Kent County and America. He stated that when he left the meeting two (2) weeks ago, he was confronted with "Bull Connor" and questioned whether hoses would be next.

Mr. Alston stated that he contacted the Department of Justice directly because when he contacted the Camden Police Department, he was advised that they would not take the complaint since they did not feel there was a hate crime, racial profiling, or any other problem.

Ms. Rochelle Jackson, 200 W. Loockerman Street, requested that her allotted three (3) minutes be given to Bishop Gordon.

Bishop Gregory Gordon, 56 South New Street, noted that the DHRC was formed in 2001 by Mayor James Hutchison as a result of the death of a man that caused racial division within the City of Dover. He requested that the DHRC continue to serve as it had in the past with the exception of the number of members, which he suggested be set at nine (9) total, with a Chair and Co-Chair, and that members come from different ethnic backgrounds and a cross-section of the community, including professional, and business sectors, etc. He suggested that there be five (5) mandatory meetings of the DHRC and that there be another ministry or NAACP, United Way, etc. every other month. He advised members that racial divide is prevalent in Delaware.

Ms. Gail Tolbert, 1001 White Oak Road, questioned if any member of Council or the Mayor was working on any buildings or businesses where the Metro Supermarket was located. She explained that there was a need for a supermarket in the area to serve residents of Luther Towers, White Oak, Edgehill, Manchester, etc. She indicated that there were senior citizens who reside in these areas and also many individuals without means of transportation. She offered to meet with anyone who may be interested to relay the ideas that had been gathered during recent community meetings.

Ms. Deborah Angelini, 200 W. Loockerman Street, noted that the State of Delaware does not recognize common law marriage and requested that this issue be considered as a State law since they now recognized gay rights and law marriages. She also relayed concerns regarding public transportation, specifically the Delaware Area Rapid Transit (DART) bus system. Chairman Lynn noted that since these comments were not directly related to the DHRC, they would be better suited to be relayed during the Open Forum segment of the City Council Meeting scheduled for 7:15 p.m. later in the evening.

Ms. Ellen Wasfi, 286 Pine Valley Road, advised members that she had been a member of the DHRC since its inception in 2002 and explained that the DHRC was set up to facilitate discussion, promote understanding, air grievances, and bring people together by allowing them to voice their concerns about the direction the City of Dover is going and how it impacts them as residents of the community. In reviewing her records, she provided examples of actions that were taken by the DHRC since 2008, as follows: 1) conducted a forum on the incidents of violence in Dover, with several recommendations initiated by members of the community who attended the forum; 2) held an outreach meeting, in coordination with the Interfaith Housing Task Force, to hear concerns about and from the homeless in Dover; 3) held a forum on the proposed resolution supporting the legalization of same sex marriage three (3) years prior to the actual promotion of the issue; and 4) held a forum on mental health awareness. She noted that this was just a small example of the diversity of interests that are addressed by the DHRC. Noting that her allotted time was expiring, she requested the opportunity to complete the list through 2013. Responding, Chairman Lynn stated that those individuals who had exhausted their time would be provided an opportunity to address members again once those wishing to speak had an opportunity to do so.

Ms. Cathy Gregory, 113 Hazeltine Road, stated that she served as a member of the DHRC and felt that at this particular time the Commission was not fulfilling its obligations. She felt that members of the DHRC needed to revisit the mission statement and go back to the basic seven (7) concepts. She advised members that there was a duplication of services since there is a Delaware State Human Relations Commission; however, she suggested that the DHRC work in tandem with the State so that they are not "disconnected." She indicated that there was a need for a Human Relations Commission, explaining that there must be something that unites the community to determine what

is best and needed for the community. She agreed that the number of members should be reduced from 15 to a maximum of nine (9). Ms. Gregory noted that the way the Commission is currently structured, it is complaint driven; however, some of the issues brought before the Commission were not complaint driven. She explained the importance of following the rules and regulations and the need for the issues to be complaint driven. Lastly, she felt that there was a need to revisit and establish rules and regulations for the public hearings held by the DHRC, explaining that there were public hearings held that she felt were not publicized correctly or conducted in the proper manner.

Ms. Justina Brewington, 4 Grand Hall, stated that she was currently serving as a member of the DHRC and for the first four (4) to six (6) months simply attended and observed. As a result, she questioned if the DHRC was permitted to take action and if members complete anything that they begin. She concurred with monthly meetings and that there should be less than 15 members on the DHRC. She advised members that the downtown area was not the only problem area within the City and that there were problems with homelessness, programs for children, and unemployment throughout the City. She stated that the DHRC should be granted authority to complete projects and should work with members of City Council in this regard.

Mr. Roy Sudler, Jr., Chairman of the DHRC, read a letter, dated July 22, 2013, submitted by Ms. Nauleen Perry who previously served as a member of the DHRC and resigned in February 2010 under the Chairmanship of Dr. Samuel Hoff, as follows:

> *"When I resigned from the Dover Human Relations Commission in February of 2010, it was due in part because I was unaware of the "Non-Attendance" policy of the Commission and missed 3 meetings, which were unavoidable due to my work schedule.*
>
> *However, my primary reason for resigning from the Commission was due to the constant arguing amongst some of the Commissioner's and the Chair (Dr. S. Hoff). From the beginning there was a divide between commissioners. I felt that some Commissioner's had their own agenda that they wanted to bring forth and not listen to what the citizens of Dover wanted. Many times during the meetings it seemed as if rules and bylaws were the only business of the day because we could (not) get pass what should be handled and how.*
>
> *While I felt that there were a few serious issues with the Commission, I am in full support of the Commission and the work that they do. I wish the Commission and all of the Commissioner's great success as they continue to seek to make human relations better for the citizens of Dover."*

Chairman Lynn read a letter submitted by Ms. Dawn Allen-Pyne, dated July 18, 2013, into the record, as follows:

> *"Dear Chairman Lynn,*
>
> *I am addressing this letter to you, as the Chairman of the Legislative, Finance, and Administration Committee. Please ensure this letter is entered into the official record for Monday, July 22, 2013, meeting as I will not be there. It was requested*

that I provide my personal observations as to the reasons members of the Dover Human Relations Commission (DHRC), especially newly appointed members, do not stay on the commission.

Personally, I believe it is for a few reasons: 1) Lack of support for the DHRC as a vital functioning interface for City of Dover residents; 2) Blatant and continuing interference by City Council towards the DHRC activities and events to provide help, support, and guidance to the City of Dover residents; 3) Repeated public comments/statements, that the DHRC is overstepping its bounds and stirring up problems for residents where there are none; and 4) The DHRC lack of authority to take action and its requirement to only submit recommendations to the City Council and Mayor."

Due to time constraints, Chairman Lynn noted there would not be time for additional public testimony.

Mr. Slavin moved to recommend that staff be authorized to draft an ordinance that would provide for City Council to affirm the need for the Dover Human Relations Commission (DHRC); that the membership be set at nine (9), with two (2) serving from each Council district and one (1) at-large; that the number of meetings be set at five (5) per year, one (1) in each quarter of the year; that all meetings be held in accordance with Delaware State Laws regarding the Freedom of Information Act (FOIA) and City of Dover procedures through the City Clerk's Office, to include agendas and minutes to be issued as all other public bodies are handled in the City; that the DHRC report to City Council on a quarterly basis regarding its affairs; and that all of the meetings of the DHRC be held in the City Council Chambers. The motion was seconded by Mr. Rushe.

Mr. Rushe stated that the current enabling legislation allowed for the DHRC to call a meeting if they felt the need and requested that the motion be amended to recommend that the number of meetings be set for a minimum of five (5) per year and to allow a mechanism for additional meetings for a specific purpose. Mr. Slavin indicated concurrence with this amendment to the motion.

Mr. Hare noted that the filing of a complaint could be reason for an additional meeting. In addition, he noted that members were required to be residents of the City of Dover and stated that one of the current members did not reside within City limits.

The Committee recommended that staff be authorized to draft an ordinance that would provide for City Council to affirm the need for the Dover Human Relations Commission (DHRC); that the membership be set at nine (9), with two (2) serving from each Council district and one (1) at-large; that the number of meetings be set at a minimum of five (5) per year, one (1) in each quarter of the year and one (1) to be determined by the Commission and that special meetings may be called by the Chairperson or three (3) members of the Commission; that all meetings be held in accordance with Delaware State Laws regarding the Freedom of Information Act (FOIA) and City of Dover procedures through the City Clerk's Office, to include agendas and minutes to be issued as all other public bodies are handled in the City; that the DHRC report to City Council on a quarterly basis regarding its affairs; and that all of the meetings of the DHRC be held in the City Council Chambers.

Mr. Slavin assured the public that there would be additional opportunities for public testimony during the Committee's review of the proposed ordinance and Council's consideration.

By consent agenda, Mrs. Williams moved for approval of the Committee's recommendation, seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

Mr. Hare moved for acceptance of the Legislative, Finance, and Administration Committee Report, seconded by Mr. Hutchison and unanimously carried (Anderson and Lynn absent).

SAFETY ADVISORY AND TRANSPORTATION COMMITTEE REPORT - JULY 24, 2013

The Safety Advisory and Transportation Committee met on July 24, 2013 with Chairman Hutchison presiding.

Requests for Fifteen (15) Minute Parking - Loockerman Street and Governors Avenue Behind Bayard Plaza

Mr. Scott Koenig, City Manager, advised members that a request was received from the Downtown Dover Partnership (DDP) regarding the conversion of three (3), 2-hour, on-street parking spaces located on Loockerman Street, in front of and adjacent to 22-24 West Loockerman Street, to three (3), 15-minute parking spaces. He indicated that the DDP recently purchased the building located at 22-24 West Loockerman Street and that there was a letter of intent for a signed lease with the EZ Pass vendor for the Delaware Department of Transportation (DelDOT) to occupy the building. He stated that the intent of the request was to accommodate some of the EZ Pass retail customers that DelDOT and TransCore anticipated coming to the EZ Pass's new downtown location. The request would alter the availability of parking in the City's downtown business district and could affect multiple properties in the vicinity. Currently, all of the on-street parking in this area had a 2-hour parking limit that was being monitored by the City's parking enforcement staff.

Mr. Koenig stated that an additional request was received from the DDP to convert one (1), 2-hour parking space in front of 212 S. Governors Avenue (adjacent to the new Bayard Plaza) to a 15-minute loading zone/parking space. He stated that the intent of this request was to facilitate more than one (1) business in the area.

Regarding both requests, Mr. Koenig explained staff's concern regarding the ability to "police" the proposed 15-minute time limit since City staff was currently not visiting these spaces on such a schedule and the City's manpower authorizations would not allow for a 15-minute schedule; therefore, compliance would probably be determined by the honor system. Additionally, if further requests were received, the parking configuration and character of the downtown area could be significantly altered and negatively affect some downtown businesses.

Staff recommended reviewing the request, as well as input from the DDP, downtown businesses, and other interested parties prior to making a formal recommendation. If there was favorable consensus for the request, staff would implement the change to the time limits on the referenced parking spaces.

Responding to Mr. Hutchison, Mr. Louis Colon, Executive Director of the DDP, stated that EZ Pass was anticipating 50 retail customers per day, which was the reason for requesting the three (3), 15-minute parking spaces in front of and adjacent to 22-24 West Loockerman Street. Their hours of operation were from 7:00 a.m. to 7:00 p.m. He stated that the request to convert one (1), 2-hour

parking space in front of 212 S. Governors Avenue to a 15-minute loading zone/parking space was the result of a request by Amici's Restaurant/Deli and convenience store, explaining that some of their customers order groceries online and there was a need to provide such a loading/parking space to accommodate them. It was anticipated that EZ Pass would be in full operation by January 1, 2014.

In response to Mr. Hutchison, Police Chief Hosfelt stated that enforcement of 15-minute parking would be difficult, explaining that this large area was being regulated by only two (2) employees. He suggested that the other foot patrol employee and motorcycle unit may be used to help in this regard. Responding, Mr. Colon stated that although it may be difficult to enforce, he felt that just having 15-minute parking signs posted would be helpful in deterring extended parking.

Mr. Davis felt that 15 minutes may not provide ample time for EZ Pass customers to complete their business and suggested that the parking limit be extended. He also relayed concern regarding the effect this would have on the eateries along Loockerman Street. Responding, Mr. Colon assured members that there was ample parking available since 138 additional spaces would be available after accommodating the 85 parking spaces for EZ Pass.

In regard to the suggestion to extend the parking limit, Mr. Keller questioned if the requested 15-minute parking should be extended to 30 minutes.

Mr. Koenig suggested, if the Committee recommended approval of staff's recommendation, that staff be authorized to work with EZ Pass to determine if the parking should be 15 or 30 minutes.

Mr. Gary Patterson, member of the DDP Board of Directors, stated his support of the requests and felt that the parking restriction may prove beneficial for the restaurants in the vicinity.

The Committee recommended that the requests for 15-minute parking be referred back to the City Manager for further review and to obtain input from the DDP, downtown businesses, and other interested parties and, if there is favorable consensus for the request, staff will implement the change to the time limits (either 15-minute or 30-minute) for the referenced parking spaces on Loockerman Street and Governors Avenue.

By consent agenda, Mrs. Williams moved for approval of the Committee's recommendation, seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

Discussion - Left-Turn Restrictions at Loockerman Street and Governor Avenue

Mr. Scott Koenig, City Manager, reminded members that in December of 2012, as requested by City Council, City staff submitted a request to the Delaware Department of Transportation (DelDOT) to review traffic back-ups that are created on Loockerman Street due to left turns being allowed onto Governors Avenue. He stated that DelDOT completed the requested Traffic Engineering Study dated May 9, 2013 and noted that the general conclusion of the study was as follows: *"There will be overall improvement to the intersection operation if a left turn restriction is followed by motorists since the issues seen during the study (motorists running the red light or missing the green phase on W. Loockerman Street) would be eliminated. Therefore, the Department of Transportation has no objection with the City of Dover establishing a left turn restriction at the intersection. As noted in the original request by Dover, the local business community near the intersection should be contacted to get their feedback before deciding if the left turn restriction is put in place by the City."*

At the suggestion of DelDOT, staff recommended that a public hearing be scheduled for the next regular Safety Advisory and Transportation Committee Meeting to receive public comments on the proposed turn restrictions prior to taking formal action regarding the request. Mr. Koenig stated that this would allow staff to advertise the public hearing, post it on the City's website, and send notices to residents in the area.

Mr. Koenig reminded members that left-turn restrictions were in place approximately 10 years ago; however, they were eliminated at the request of the Downtown Merchants Association to give drivers the option to turn onto Governors Avenue. He noted that the study conducted by DelDOT indicated that such a restriction would improve the traffic flow on Loockerman Street by preventing traffic from being backed up to Bradford Street. He explained that it would not reduce the traffic on Loockerman Street and would likely push turning issues to the next intersection at New Street. In discussing this issue at the Downtown Dover Partnership meeting, Mr. Koenig stated that members were reminded that when there was a left-turn restriction, there was more use of the North Street corridor, which provided a better flow of traffic.

Mr. Hutchison questioned if there may be a need to request a total review by DelDOT to conduct a study of all intersections along Loockerman Street in the downtown area. Responding, Mr. Koenig stated that a comprehensive downtown study of traffic issues would require approximately 12-15 months to be accomplished and would require funding.

Mr. Hutchison advised members that many years ago, there were one-way streets in Dover and that it had been anticipated that there would be a need to return to one-way streets in downtown Dover in order to enhance traffic flow. At this time, he encouraged members to move forward with the public hearing regarding left-turn restrictions at Loockerman Street and Governors Avenue, with the understanding that a more comprehensive review would be needed in the near future.

Although he had no objections to a public hearing being held, Mr. Perza relayed concerns that there would be residents wishing to address members regarding other intersections throughout the downtown area.

The Committee recommended that a public hearing be scheduled for the next regular Safety Advisory and Transportation Committee Meeting on August 28, 2013 to receive public comments on the proposed left-turn restrictions at Loockerman Street and Governors Avenue and that staff be authorized to properly advertise the public hearing.

During the Council meeting, with reference to advertising the public hearing, Mr. Koenig estimated that the standard public hearing advertisement by the City costs approximately $200. He advised members that Mr. Colon, as a part of the Main Street services, would hand out notices of the public hearing door-to-door to those businesses that would be most affected by traffic flow on Loockerman Street. He felt confident that there would be no problem with these costs being paid through the City's budget.

Mr. Slavin indicated that he had been advised by his constituents that by eliminating this left turn during the day, traffic traveling from Route 13 from the east into the downtown area would be redirected well beyond the new parking lots recently created on Water Street. This would create a need for drivers to double back and for signage to direct drivers accordingly. He reminded members

that Loockerman Street was designed to be very flexible in getting traffic to businesses and parking and that Water and Division Streets on either side were to be the east/west access points. He requested that members take this into consideration prior to making a final decision.

Mr. Slavin moved that a public hearing be scheduled for the next regular Safety Advisory and Transportation Committee Meeting on August 28, 2013 to receive public comments on the proposed left-turn restrictions at Loockerman Street and Governors Avenue and that staff be authorized to properly advertise the public hearing, as recommended by the Committee. The motion was seconded by Mr. Hare and unanimously carried (Anderson and Lynn absent).

Debriefing/Post-Mortem on Firefly Music Festival *(Presentation by the Department of Planning and Inspections and the Dover Police Department)*

Police Chief Hosfelt introduced Mr. Ed Klima, Director of Emergency Services and Loss Control, Dover Motorsports and Dover Downs Hotel and Casino, and explained that City staff had worked together with Mr. Klima on various functions at Dover Downs for the past 10-15 years.

Chief Hosfelt reviewed a Presentation - Special Preparation Instructions & Debriefing/Post-Mortem on Firefly Music Festival. He reminded members that when the Firefly Festival comes to Dover, the City has as least twice its normal population, explaining that when this occurs, there is a "city" larger than ours within the City. In reviewing the Festival Map, he advised members that 135 acres are provided for camping, with 100 of those acres within City limits; 75 acres are provided for the festival area with 50 of those acres within City limits; and 35 acres are provided for parking, all of which are located within City limits.

Chief Hosfelt stated that the Firefly Festival area had been divided into four (4) areas, as depicted on the Grid Map developed by Mr. Klima and his staff. He indicated that Area 1 provided for the main entrance to the festival and that concert stages were located in each of the other Areas (2, 3, and 4). Area 4 contained the public safety compound, including law enforcement, fire, inspections, and other support operations.

Chief Hosfelt advised members that although there were complaints, no arrests were made during the Firefly Festival. Considering the number of people in attendance in such a confined space, he stated that the lack of arrests spoke volumes about those who attended, as well as those who were responsible for the event.

Referring to the Dover Police Department Drug, Vice, Organized Crime Unit (DVOC), which was one of the Police agencies involved in assisting with the Firefly Festival, Chief Hosfelt felt that this unit would not be needed next year, explaining his feeling that these resources could be better utilized elsewhere.

Chief Hosfelt acknowledged that there were extreme traffic issues, which resulted from some agencies underestimating the influx; however, he assured members that the traffic issues would be resolved for next year's event. At the conclusion of the Firefly Festival, it was determined that there were other issues in addition to traffic needed to be addressed and corrected for the 2014 Firefly Festival.

Mr. Davis indicated that he assisted with security during the Firefly Festival and that there were approximately 12,000 people in his area by Saturday evening. He stated that there were only 18 port-a-potties which were not being serviced; therefore, there were several people (women and men) that were utilizing the wooded areas to relieve themselves.

Mr. Klima relayed appreciation to the City's Police Chief as well as the Fire Marshal and Emergency Management Coordinator for their assistance, advising members that the Public Safety Planning Committee meets year-round for all major events at Dover Downs and involves public safety personnel from the City, County, and State. He stated that although some feel that events such as the Firefly Festival are a nuisance, they have a huge economic impact on the City, equating to approximately $35M for the local economy from NASCAR and Firefly events. He stated that the other benefit of such events is that all the partners involved become familiar with working together, and this results in any major incidents being well managed.

Mr. Davis stated that the people that attended the event were fantastic, appreciative of the security that was provided, and had very few complaints. He noted that there was a moderate crowd and felt that the event attracted a great group of people.

Mrs. Ann Marie Townshend, Director of Planning and Community Development, noted that the Department of Planning and Inspections/Emergency Management Department submitted a Firefly Music Festival Post Event Report. She advised members that the Dover Code does not address the needs of such an event, explaining that the Code had been set up to address issues related to NASCAR and motor sports events, such as RV campers. As a result, she stated that it was necessary to utilize the Code as it existed but with the understanding that tent camping and other concerns that do not relate to motor sports were involved. She stated that staff had determined that, from a zoning standpoint, the event had outgrown the discretionary area in the Code. As a result, she indicated that it would be necessary for staff to work on possible Code amendments that would address the temporary event issues since the event is larger than initially anticipated. She advised members that staff had begun reviewing other jurisdictions, such as Kent County, who have a "temporary activity" section.

Mr. Dave Truax, Fire Marshal, reminded members that such an event takes manpower and that there is an associated cost. Although he felt that the manpower that was assigned could be reduced for next year's event, he stressed the importance maintaining such a presence.

Ms. Kay Dietz-Sass, Public Affairs and Emergency Management Coordinator, concurred with the need for all to work together and to do so frequently. She explained that during such events, it is sometime necessary for quick decisions to be made that must be sensible for all parties involved. She stated her feeling that the Firefly Festival would continue to grow.

Mr. Koenig advised members that he had discussed the possibility of a Memorandum of Understanding (MOU) between the City and Kent County with Mr. Mike Petit de Mange, County Administrator, because the event occurs in both jurisdiction. He stated that Dover Downs had been encouraged to have all their property annexed so that such an event would be located within one (1) jurisdiction. However, if the event remained multi-jurisdictional, a MOU would be presented to both City Council and Kent County Levy Court to cover jurisdictional issues.

Chairman Hutchison indicated that his daughter had friends and family who came from Chicago, New York, California, and Florida and attended the event every day and intend to return next year. He relayed appreciation for everyone's cooperation and his pride in the partnership and relationship between all involved, which resulted in a successful event.

Update - Dover High School Construction

Mrs. Ann Marie Townshend, Director of Planning and Community Development, advised members that monthly meetings had continued on the Dover High School Project and several key issues were being discussed. She met with representatives of the Delaware Department of Transportation (DelDOT) and discussed how public outreach, specifically on the HAWK signal, would be conducted. She requested that the September Safety Advisory and Transportation Committee Meeting be used as an opportunity for public outreach and to allow DelDOT to provide a presentation on the HAWK signal.

Chairman Hutchison authorized staff to plan for a presentation on the HAWK signal during the Committee meeting scheduled for September.

Briefing on Delaware Department of Transportation (DelDOT) Projects

Mrs. Ann Marie Townshend, Director of Planning and Community Development, provided on update on Delaware Department of Transportation (DelDOT) Projects, as follows:

DelDOT Repaving Project

Mrs. Townshend noted that the paving on Loockerman Street and Governors Avenue had almost been completed and that these were the last two (2) pieces of the pavement rehabilitation project.

West Dover Connector

Mrs. Townshend advised members that DelDOT had settled on all residential acquisitions on Charles Polk Road and demolitions were in process. She stated that the design for the West Dover Connector was currently being refined, advertisement of the project was scheduled for April 2014, and construction was anticipated to start in the Summer of 2014 and last approximately 30 months.

Route 8/Hazlettville Road Connector

Mrs. Townshend advised members that there had been no change involving the Route 8/Hazlettville Road Connector and that there was no funding in the current CTP for the project.

Briefing on Dover/Kent County Metropolitan Planning Organization (MPO) Projects - Rich Vetter

Mr. Rich Vetter, Executive Director, Dover/Kent County Metropolitan Planning Organization (MPO), advised members that the MPO was working with Delaware State University in an attempt to complete the missing sidewalks along Route 13 from the Sheraton to the University Campus. He stated that a concept plan had been developed and a cost estimate had been provided to DelDOT. Once this is complete, he stated that there will be only one (1) missing sidewalk section, which is located from Chik-fil-A to HH Gregg.

Mr. Hutchison moved for acceptance of the Safety Advisory and Transportation Committee Report, seconded by Mr. Dixon and unanimously carried.

MONTHLY REPORTS - JUNE 2013

By motion of Mrs. Williams, seconded by Mr. Dixon, the following monthly reports were accepted by consent agenda:

Chief of Police
City Assessor
City Manager
City Planner
Economic Development Office

EVALUATION OF BIDS - DEMOLITION - 222 AND 238 RAILROAD AVENUE

Mr. Scott Koenig, City Manager, advised members that bids were solicited for the demolition of five (5) structures on property located at 222 and 238 Railroad Avenue. He noted that demolition of the structures was approved by City Council earlier in the meeting. He indicated that staff reviewed all bid packages submitted and that Delaware Mulch & Stone submitted the low bid, in the amount of $58,000 as a lump sum for demolition of all five (5) structures and removal of the debris, litter, and fencing from the property.

Staff recommended authorization to award the contract for demolition of the structures at 222 and 238 Railroad Avenue to Delaware Mulch & Stone, Inc. for $58,000, as specified in Bid #13-0036PI.

Referring to the previous action by Council in approving the demolition, Mr. Koenig stated that the actual work would not take place until after August 22, 2013, the date stipulated by Council. He stated that once the project was complete, the City of Dover would pay the contractor, bill the DDP for the balance due, and the DDP would seek reimbursement from the State Office of Management and Budget for monies associated with studies regarding the west side of the downtown Dover area. He estimated that the lien against the property would be $34,000-$35,000, which it was hoped would be recovered through redevelopment of the property once the clean-up of the site was complete.

Responding to Mr. Perza, City Solicitor Rodriguez confirmed that a demolition lien would bear interest in accordance with the Dover Code.

Mr. Slavin moved to approve staff's recommendation to authorize awarding the contract for demolition of the structures at 222 and 238 Railroad Avenue to Delaware Mulch & Stone, Inc. for $58,000, as specified in Bid #13-0036PI. The motion was seconded by Mr. Dixon.

Mr. Perza moved to amend the motion to apply interest at the statutory rates set by the courts, to be consistent with all other liens placed by the City, seconded by Mr. Slavin and carried by a unanimous roll call vote (Anderson and Lynn absent).

The motion to approve staff's recommendation, with the stipulation that interest be applied in accordance with statutory rates set by the courts, to be consistent with all other liens placed by the City, was carried by a unanimous roll call vote (Anderson and Lynn absent).

EVALUATION OF BIDS - VILLAGE OF WESTOVER PAVING - PHASE VI

Mr. Scott Koenig, City Manager, reminded members that the original developer of the Village of Westover Phase VI filed for bankruptcy, which resulted in work stoppage within the Subdivision.

The final wearing course and punch list items remained to be completed to meet the City of Dover Standards and Specifications for Public Works Construction and had been outstanding for many years. He explained that, as such, the current infrastructure within Phase VI of the Westover Subdivision was in disrepair. On March 25, 2013, City Council accepted the Dedication of Rights-of-Way and Public Infrastructure for the Village of Westover Phase VI. He advised members that the City had since received the funds to correct the infrastructure deficiencies by way of cashing in the Letter of Credit associated with the development. The total length of street rehabilitation was approximately 2,265 linear feet or 0.43 miles. He noted that Northdown Drive and Margate Circle were the streets included in this project and provided members an aerial map for their reference.

Mr. Koenig stated that seven (7) contractors submitted unit price bids for the proposed work to be performed and, based on the proposed quantities, the estimated contract values were as follows:

CONTRACTOR	LOCATION	BID PRICE	EVALUATED BID PRICE
Jerry's Inc.	Milford, DE	$127,615.58	$127,615.58
George & Lynch, Inc.	Dover, DE	$132,824.25	$128,839.53
Daisy Construction Co.	New Castle, DE	$129,373.80	$129,373.80
David A. Bramble, Inc.	Chestertown, MD	$131,984.75	$131,984.75
Del-mar-va Paving Co., Inc.	Seaford, DE	$135,383.60	$135,383.60
Harmony Construction Co.	Wilmington, DE	$135,452.95	$135,452.95
GWP Enterprises	Franklinville, NJ	$141,021.49	$141,021.49

Mr. Koenig explained that although Jerry's, Inc. had the lowest evaluated bid price for this project, required information (Invitation to Bid (ITB), Section IV) from the contractor was not submitted; therefore, Jerry's Inc. was deemed non-responsive and their bid was eliminated from consideration. He noted that the next lowest evaluated bid was from George & Lynch, Inc., at an evaluated bid price of $128,839.53 (bid price of $132,824.25), and that all required information was submitted from this contractor. It was staff's opinion that the bid represented fair market value.

Staff recommended awarding a unit price contract, based upon Bid #14-0001PW, for the Village of Westover-Phase VI Paving Improvements Project, to George & Lynch, Inc. All work would be paid for at the unit prices bid for work completed and accepted by the City of Dover. The estimated value of the work to be completed was $132,824.25.

Mrs. Williams moved for approval of staff's recommendation, seconded by Mr. Hare and carried by a unanimous roll call vote (Anderson and Lynn absent).

FINAL AUTHORIZATION OF SALE - LOT #12 GARRISON OAK TECHNICAL PARK (GOTP)

Mr. Scott Koenig, City Manager, presented a memorandum dated August 12, 2013 and related documents regarding the proposed sale of Lot #12 in the Garrison Oak Technical Park (GOTP) ***(Exhibit #4)***. For reference purposes, he reviewed two (2) plats of the GOTP, which specified the location of Lot #12 (marked with an arrow). As indicated on the Application for Estimate of Property Assessment and Taxes, he noted that the City Assessor estimated the taxes at $21,151.68

based on current tax rates for the facility as proposed. He reviewed the tax abatement schedule and how the taxes would be paid for Lot #12, as well as a mock utility bill which was prepared based on the proposed customer being a primary electric customer and estimated the bill for electric, water, and sewer at approximately $5,663 per month, based on current rates.

Staff recommended approval of the final authorization of sale of Lot #12 in the Garrison Oak Technical Park as outlined and including the conditions set forth in the memorandum dated August 12, 2013.

Mr. Hare relayed support of the proposal, with the exception of the sunset on the "clawback" provision. He felt that the sunset should be set at 30 years rather than 15.

Responding to Mrs. Williams, Mr. Koenig stated that changing the required percentage of Dover/Kent County-based employees from 75% to 50% would allow for a reduction; however, based on discussions with the company, he anticipated that they would be hiring locally but had requested the opportunity to reduce their exposure. It was his opinion that they were concerned that local individuals would not be qualified to fill certain positions and would like the reduction as a precaution. He explained that the Dover Code was specific in allowing a reduction to 50% and that the prospect had requested as much latitude as possible in this respect.

Mr. Slavin relayed appreciation for the work the City Manager had done on this project, explaining his feeling that in order to improve in the City, the creation of jobs was essential.

In response to Mr. Perza regarding the request for the off-site office space at the Dover Public Library, Mr. Koenig stated that this request came from the President of the company's American operations, who was currently located out of town. It was his desire to come and work off-site on occasion during the construction process since he was not the "builder" but rather the potential manager of the facility once construction was complete. He stated that this individual did not specifically request office space at the Library but that it was the only option he had to offer in response to his request. He stated that, to his knowledge, the City had no other office space available to offer. Mr. Perza explained his concern that community groups are required to pay for utilizing space at the Library. He felt that this may set a precedent for future applicants or potential purchasers of sites elsewhere who may wish to have space at the Library. Responding, Mr. Koenig stated that this was a unique situation since it was the first such purchaser of land at the GOTP and did not anticipate future potential purchasers being offered such "deals." He felt confident that this would not set a precedent that would require extending the offer to anyone else.

Referring the concerns of the reduction in the hiring of local employees, Mr. Koenig advised members that the potential purchaser is a company that makes flooring products that can require highly technical jobs, such as licensed chemists, but that there would be more general warehouse laborers, having a salary range of $20,000 to $90,000.

Regarding the concerns of the sunset on the "clawback" provision, Mr. Koenig urged members to approve the 15 year sunset rather than a 30 year sunset, explaining that his goal was to attract the company here and then convince them to move their other operations here. He advised members that this company was from overseas and has had significant success, winning several quality awards, etc. He stated that their discussions have indicated that the sale price of the land was the feature the

City had to offer in addition to the City's location off of the Mid-Atlantic, explaining that the company had a desire to acquire a market share in the Washington, D.C., Philadelphia, and Baltimore areas. This company had assets in other parts of the United States that the City of Dover would very much like to encourage moving to the facility in Dover. It was his feeling that this would be more likely to happen if the sunset on the "clawback" provision remained at 15 years rather than 30.

Mrs. Williams questioned the availability of office space at the Electric Department and, concurring with Mr. Perza's concerns, suggested that staff offer that office space rather than space at the Library.

Mr. Slavin moved for approval of staff's recommendation authorizing the City Manager to approve the final sale of Lot #12 in the Garrison Oak Technical Park as outlined and including the conditions set forth in the memorandum dated August 12, 2013, with an amendment that the office space would be provided from the City's inventory of available office space. The motion was seconded by Mr. Dixon and failed by a roll call vote of four (4) yes (Dixon, Slavin, Hutchison, and Bonar), three (3) no (Perza, Williams, and Hare), and two (2) absent (Anderson and Lynn).

Mr. Hare moved to approve staff's recommendation with the stipulation that the sunset on the "clawback" provision be increased to 30 years (rather than 15 years) and that the office space be provided from the City's inventory of available office space. The motion was seconded by Mrs. Williams.

Responding to Mr. Slavin, Mr. Koenig stated that the proposal for a 15-year sunset provision was presented by the City.

Mr. Perza relayed concerns regarding the inability to have discussions regarding this matter in an executive session, explaining that voluminous amounts of money were involved and City Council was being required to make decisions without being permitted to have details.

Mr. Bill Neaton, Director of Economic Development, advised members that although the "clawback" provision was proposed by the City, it was a negotiated proposal. He stated that the potential purchaser initially proposed a 10-year sunset provision, which was negotiated up to 15 years and agreed to by both parties; therefore, he requested that members take this into consideration.

Mr. Hare suggested that the "clawback" provision be computed similar to the tax abatement whereby the company would be required to make the City financially whole at a rate of 100% up to 15 years and a decreased percentage for each year thereafter (year 16 - 90%, year 17 - 80%, etc.). As the seconder of the motion, Mrs. Williams relayed her concurrence.

Mr. Hare moved to amend the motion to include a requirement in the "clawback" provision that would require the company to make the City financially whole at a rate of 100% up to 15 years and at a decreased percentage for each year thereafter (year 16 - 90%, year 17 - 80%, etc.) up to 25 years, and that office space be offered from the City's inventory of available office space, excluding the Dover Public Library. The motion was seconded by Mrs. Williams and carried by a unanimous roll call vote (Anderson and Lynn absent).

In response to Mr. Slavin, Mr. Koenig indicated his opinion that the expectation of the potential purchaser was that Council would provide clear direction and authorize him to prepare a contract offer with the assistance of the Deputy City Solicitor. The intent was for a final decision to be made tonight that would allow the City to forward a final offer to the potential purchaser for their consideration. He concurred that this type of process was handled much more quickly in the private sector than a government entity and advised members that the potential purchaser had delayed making a final decision until this matter was considered by Council this evening.

On a call for the question by Mrs. Williams, the motion to approve staff's recommendation to approve the final authorization of sale of Lot #12 in the Garrison Oak Technical Park, as outlined and including the conditions set forth in the memorandum dated August 12, 2013, with the stipulation that the sunset on the "clawback" provision would require the company to make the City financially whole at a rate of 100% up to 15 years and at a decreased percentage for each year thereafter (year 16 - 90%, year 17 - 80%, etc.) up to 25 years, and that office space be provided from the City's inventory of available office space, excluding the Dover Public Library, carried by a roll call vote of six (6) yes (Dixon, Slavin, Williams, Hare, Hutchison, and Bonar), one (1) no (Perza), and two (2) absent (Anderson and Lynn).

RESOLUTION RATIFYING AND CONFIRMING SALE OF CITY OF DOVER, DELAWARE WATER AND SEWER REVENUE BONDS SERIES 2013 AND RELATED MATTERS

Mrs. Donna Mitchell, Controller/Treasurer, reviewed a Resolution Ratifying and Confirming Sale of the City of Dover Water and Sewer Revenue Bonds Series 2013 and Related Matters. She advised members that the sale was held on August 6, 2013 and the final principle amount of the bonds was $6,125,000 with a net purchase price of $6,242,518.07, including underwriters discount and issuance costs. She indicated that the original estimated principle amount of the bonds was $6,285,000; therefore, due to the lower interest rates than anticipated and the lower bond discount, the City financed $160,000 less than what was originally anticipated.

Mr. Hare moved for adoption of the Resolution Ratifying and Confirming Sale of the City of Dove, Delaware Water and Sewer Revenue Bonds Series 2013 and Related Matters *(Exhibit #5)*, seconded by Mrs. Williams, and carried by a unanimous roll call vote (Anderson and Lynn absent).

APPOINTMENT RECOMMENDED BY MAYOR CAREY - ELECTION BOARD - JOHN J. DAVIS - THREE (3) YEAR TERM TO EXPIRE MAY 2016 (*To Fill the Expired Term of Goldie Legates)*

Mayor Carey recommended the appointment of Mr. John J. Davis to serve on the Election Board for a three (3) year term to expire May 2016. It was noted that this appointment was to fill the expired term of Mrs. Goldie Legates.

Mrs. Williams moved for approval of the appointment of Mr. John J. Davis, as recommended by Mayor Carey. The motion was seconded by Mr. Dixon and carried by a unanimous roll call vote (Anderson and Lynn absent).

FINAL READING - PROPOSED ORDINANCE #2013-11

The First Reading of the following proposed ordinance was accomplished during the Council Meeting of July 22, 2013.

Proposed Ordinance #2013-11 Amending Chapter 1 - General Provisions, Section 1-9 - Sponsoring, Consideration, Passage and Effective Date of Ordinances and Charter Amendments, Subsection (c) - Sponsors

Mr. Hare moved that the Final Reading of the proposed ordinance be acknowledged by title only, seconded by Mr. Dixon and unanimously carried (Anderson and Lynn absent).

Mr. Hare reminded members that the proposed ordinance would reduce the number of sponsors required for consideration of ordinances and Charter amendments from three (3) to two (2) and would remove Council-appointed staff from the exceptions.

Mr. Hare moved for adoption of the proposed ordinance, seconded by Mr. Slavin and, by a unanimous roll call vote (Anderson and Lynn absent), Council adopted Ordinance #2013-11, as follows:

BE IT ORDAINED BY THE MAYOR AND COUNCIL OF THE CITY OF DOVER, IN COUNCIL MET:

That Chapter 1 - General Provisions, Section 1-9 - Sponsoring, Consideration, Passage and Effective Date of Ordinances and Charter Amendments, Subsection (c) - Sponsors, of the Dover Code, be amended to read as follows:

Sec. 1-9. Sponsoring, consideration, passage and effective date of ordinances and Charter amendments.

(a) Requirements for passage. No ordinance, except emergency ordinances, shall be passed by the council until it is:

(1) Announced at one regular council meeting, which announcement shall be made by the city clerk outlining the nature of the ordinance and stating when it will be considered for passage at a subsequent regular council meeting; and

(2) Read by synopsis, outline or otherwise at the aforementioned subsequent meeting of the council prior to being voted upon by the council.

(b) Emergency ordinances; effective date of ordinances. Emergency ordinances may be passed by the council at any time, but must be designated as such that their immediate passage is necessary to serve the health and welfare of the city. Ordinances shall be passed in accordance with the provisions of section 10 of the Charter. All ordinances which do not state an effective date shall be effective immediately upon their adoption by the council and their approval by the mayor, except as otherwise provided in section 10 of the Charter.

(c) Sponsors. With the exception of emergency ordinances, zoning ordinances or map amendments, ordinance amendments submitted by a committee, and ordinances passed in consideration of a comprehensive review of the Code, all ordinances or proposed Charter changes must have two (2) sponsors, to consist of either two (2) members of the council or one (1) council-appointed staff member and one (1) member of the council, before they are presented to the appropriate committee for consideration and subsequent recommendation to the council.

ADOPTED: AUGUST 12, 2013

COUNCIL MEMBERS' ANNOUNCEMENTS

Council President Bonar announced that Councilman Anderson had a birthday on July 29th, Councilman Lynn on August 3rd, and Councilman Slavin on August 10th. He wished them all a happy birthday.

Mr. Hare moved for adjournment into executive session to discuss legal matters, seconded by Mr. Hutchison and unanimously carried.

Meeting adjourned at 8:54 p.m.

TRACI A. McDOWELL
CITY CLERK

All orders, ordinances, and resolutions adopted by City Council during their Regular Meeting of August 12, 2013, are hereby approved.

CARLETON E. CAREY, SR.
MAYOR

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Exhibits
Exhibit #1 - DHRC Mission Statement Originally Drafted in 2002
Exhibit #2 - Presentation - Violation of Dangerous Building Ordinance - 222 and 238 Railroad Avenue
Exhibit #3 - City of Dover Investment Policy (as amended)
Exhibit #4 - Memorandum Dated August 12, 2013 and Related Documents Regarding the Proposed Sale of GOTP Lot #12
Exhibit #5 - Resolution Ratifying and Confirming Sale of Water and Sewer Revenue Bonds Series 2013 and Related Matters



CITY OF DOVER
HUMAN RELATIONS COMMISSION

P.O. BOX 475
DOVER, DE 19903-0475
(302) 736-7008



Dr. Maisha D. Britt, Chair
Mr. Gregory J. Bunkley, Secretary
Ms. Robin F. Case
Dr. Walter R. Davis, III, Vice Chair
Dr. Phyllis Edamatsu
Ms. Mittie Kelley
Mr. John J. Kotzun
Mrs. Phyllis Levitt
Ms. Renora Lott,
Michael J. Malkiewicz, Esquire

Dr. Nilakantan Nagarajan, Treasurer
Dr. Peter A. Oldziey
Dr. Warren A. Rhodes
Ms. Susan Salkin
Ms. Ellen O. Wasfi

Mission Statement

The Dover Human Relations Commission is an advisory body created by the Dover City Council to foster the philosophy of inclusion, intergroup cooperation and fair treatment. It is the goal of the commission to promote and develop an environment of fairness and respect among the citizens of Dover, and to involve all segments of the community in understanding and appreciating the benefits of positive intergroup relations.

The Commission is empowered to develop ways to measure and monitor community relations, particularly those that are sources of intergroup conflict, in order to relieve tensions arising from such conflict.The Commission is authorized to inquire into incidents of inter-group conflicts, disputes, and alleged discrimination within the city, and to make recommendations to the City Council for action to alleviate such conflicts. It may offer programs to help residents and neighborhoods of the City of Dover prevent and resolve issues of human relations

Such recommendations shall focus on measures to promote fairness, inclusiveness, civility, and enhanced communication and understanding among Dover residents. Final determination on these matters rests with the City Council.

Violation of Dangerous Building Ordinance 222-238 Railroad Ave

Planning & Inspections Department

Dover, Delaware

August 12, 2013

EXHIBIT #2
Regular Council Meeting of 08/12/2013

222-238 Railroad Ave Case History

14 code enforcement cases since 1998

- Exterior code violations
- Abandoned and Junked vehicles
- No business license's

- The utilities were terminated on February 27, 2013
- Registered as vacant by the city on January 9, 2013
- Condemned by City Staff on February 8, 2013 due to broken windows, unlocked doors, numerous code violations and subjects gaining entry to the property.
- Source of complaints

222-238 Railroad Ave
Case History

- DDP working with Compliance Environmental and DNREC on site clean-up
- DNREC funds available for asbestos abatement but not demolition
- Due to condition of buildings, demolition must immediately follow asbestos abatement
- Demolition and site clean-up benefit to DDP and the City of Dover

Dangerous Building Code – Chapter 22 Article XI, Sec. 22-381

(5) *Unfit for habitation.*

(9) *General welfare.*

(10) *Code violations.*

(12) *Unoccupied buildings.*


DO NOT
ENTER
03/07/2013 10:26


03/07/2013 10:30


03/07/2013 10:30


03/07/2013 10:31


03/07/2013 10:32


03/07/2013 10:33

DANGER
03/07/2013 10:33


03/07/2013 10:38


03/07/2013 10:45


03/07/2013 10:47


03/07/2013 10:36


PARTS
03/07/2013 10:32


03/07/2013 10:32


03/07/2013 10:32


03/07/2013 10:32


03/07/2013 10:35

Recommended Council Action

- Declare this property dangerous.
- Order the property repaired or demolished by **August 22, 2013** by the owner or equity owner at their own risk.
- Order the City Manager with the assistance of the City Solicitor to cause the cost of repairs or demolition to be charged against the land on which the property exists as a municipal lien or cause such cost to be added to the tax duplicate as an assessment, or to be levied as a special tax, or to be recovered in a suit at law against the owner.

City of Dover, DE

Investment Policy Statement

Dated August 12, 2013

1.0 Governing Authority

It is the policy of the City of Dover to invest public funds under its control in a manner that will provide the highest investment return consistent with the maximum safety of principal, while meeting cash flow needs of the City. The investment program shall conform to all state and local statutes governing the investment of public funds.

2.0 Scope

This Investment Policy Statement (the "Policy") applies to all financial assets of the City of Dover for which the City retains direct or indirect daily control. Funds for which the City has retained outside fund manager(s) shall also be governed by this Policy or, in the case of bond proceeds, related governing bond documents.

2.1 Accounts

2.1.1 Cash and Liquidity Accounts: The majority of the City's cash balance available for investment is maintained in the cash and liquidity accounts. These accounts will be managed and invested by investment managers, selected by the City Council through competitive bid, in order to maximize the return to the City while, at the same time, providing for safety of principal and sufficient liquidity for the City to meet its cash needs. The City will manage its short-term investments to ensure sufficient liquidity and prevent their premature sale for the purpose of covering expenditures. Short-term investments should mature at face value in sufficient amounts to meet any liquidity needs.

2.1.2 Reserve Cash (Intermediate) Account: To the extent cash is not expected to be needed on short notice, the City shall invest such funds in the Reserve Cash Account. This fund shall be managed and invested by an investment manager or managers**,** selected by the City Council after a competitive bid, in order to maximize the return on said money to the City while providing for the safety of principal.

All of the City of Dover's funds are accounted for in its Comprehensive Annual Financial Report. Those funds to which this Policy applies include (excluding the Deferred Compensation Plan and Pension Trusts):

2.2 Funds

2.2.1 General Fund
2.2.2 Capital Project Funds
2.2.3 Special Revenue Funds
2.2.4 Enterprise Funds
2.2.5 Internal Service Funds
2.2.6 Any new fund created by the City Council, unless specifically exempted

3.0 Objectives

The primary objectives of the City of Dover's investment activities, in order of importance shall be:

3.1 Safety

Preservation of principal is the foremost objective of the investment program. To attain this objective, funds shall be diversified among securities of high credit quality and liquidity, so that risk of loss of principal is minimized.

3.2 Liquidity

The City's investments shall be made for such periods as to enable the City to meet all operating requirements that may be scheduled or reasonably anticipated.

3.3 Return on Investments

A goal of the investment program shall be to maximize investment return within the constraints of Sections 3.1 and 3.2.

4.0 Delegation of Authority

Authority to manage the City of Dover's investment program is derived from this Policy, which is approved by City Council, and "Dover Code, PART I, Subpart A, Article II, Section 17" (attachment B) which states in part that "The Controller/Treasurer shall be the custodian of all of the City funds."

The City's Controller/Treasurer shall:

1) Review the this Policy annually and recommend changes, if any, to City Council;
2) Be charged with implementing the Policy, and may delegate authority to make investments to an investment advisor. The Controller/Treasurer shall be responsible for all investment transactions and shall establish controls to regulate the activities of the investment advisor, if any.
3) Ensure that records of the City's investment activities are kept for ten-years.

5.0 Prudence, Ethics and Conflicts of Interest

Any official of the City or investment advisor/manager empowered to make investments on behalf of the City of Dover shall comply with the following:

5.1 "Prudent Person" Rule

Investment decisions shall be made with the judgment and care which persons of reasonable intelligence, under circumstances prevailing at the time the investment is made, would exercise in the management of their own investments assuming that their objectives are those shown in Section 3.0 of this policy.

5.2 Ethics and Conflict of Interest

The delegate authorized to make City investments shall act at all times in an ethical manner, and shall not engage in activity that could impair or be perceived to impair their ability to make impartial investment decisions. They shall disclose to the Mayor and City Council any material interests in financial institutions with which the City has financial dealings, and which may be related to the performance of the investment program. Employees and officers shall refrain from undertaking personal investment transactions with the same individual(s) with whom business is conducted on behalf of the City.

6.0 Authorized Institutions and Dealers

All broker/dealers that desire to become qualified for investment transactions with the City shall meet the following:

1. Primary dealers and regional dealers that qualify under Securities and Exchange Commission Rule 15C3-1 (uniform net capital rule)
2. Capital of at least $25,000,000 or capital of $5,000,000 for firms incorporated in the State of Delaware
3. Registered as a dealer under the Securities Exchange Act of 1934
4. Member of the Financial Industry Regulatory Authority (FINRA)
5. Registered to sell securities in the State of Delaware
6. Engaged in the business of effecting transactions in U.S. government, federal agency, and corporate securities for at least five (5) consecutive years

To the extent the City utilizes the services of an outside Investment Advisor, it shall be the responsibility of the Investment Advisor to maintain an approved list of brokers.

7.0 Safekeeping and Custody

To ensure that securities are deposited in an eligible financial institution prior to the release of funds, all trades of marketable securities will be executed by delivery vs. payment ("DVP").

Further, all securities will be held by an independent third-party custodian, in the name of the City, and evidenced by safekeeping receipts in the City's name. The custodian shall provide daily confirmation of held securities as well as a monthly transactions and holdings report.

8.0 Authorized Investments and Trading of Securities

The Controller/Treasurer or authorized delegate may invest only in the types of securities listed below. The maximum stated maturity of any security shall be limited to 10 years at time of purchase, unless otherwise stated. For Agency mortgage backed securities, the maximum maturity shall be defined as the weighted average life ("WAL"). WAL is a convention that estimates the expected weighted amount of time, in years, for the principal amount of an issue to be fully paid. For this sector, WAL shall be limited to 10 years, measured at the original purchase date, provided by Bloomberg Financial Markets.

8.1 United States Government Securities

Marketable securities issued by the U.S. Government and supported by the full faith and credit of the U. S. Treasury either by statue or an opinion of the attorney general of the United States. Up to 100% of the portfolio may be invested in this sector.

8.2 Government Agency Securities

Debt securities issued by government-sponsored enterprises ("GSE"), federal agencies, and federal financing banks. Up to 100% of the portfolio may be invested in this sector.

8.3 Certificates of Deposit and Time Deposits

8.3.1 Domestic Institutions: Issued or endorsed by a domestic bank, or a savings and loan association, organized and supervised under the laws of the United States and denominated in U.S. dollars; provided, however, that deposits are fully insured or guaranteed by the Federal Deposit Insurance Corporation ("FDIC").

If not insured by the FDIC:

- The banking institution must have assets of not less than $5 billion; and
- Issuers must have a short-term rating of A-1 by Standard & Poor's and P1 by Moody's and a long-term rating of AA by Standard & Poor's or Aa by Moody's.

The maximum stated maturity of any investment in this sector shall be limited to 5 years at time of purchase. This sector shall not exceed 25% of the total portfolio. No single issuer shall exceed 5% of the City's portfolio.

8.3.2 Delaware-Domiciled Institutions: Issued by or endorsed by any bank or savings association domiciled in the State of Delaware and organized and supervised under federal or State of Delaware banking laws which does not meet the requirements of Section 8.3.1 hereto; provided, however, that:

- For each of the latest two years, the bank or association has had a return on total average assets of 0.50% or greater and an average capital ratio (defined as total equity capital to total assets) of at least 1 to 20, or the instrument is secured as set forth in Section 9, "Collateralization of City Deposits," hereto; and
- Not more than the lesser of $10 million or 25% of an issuer's total equity capital, may be invested in any one issuer. (Investments due to mature in one business day may be excluded from the computation of this percentage.)
- The Board expressly affirms that, consistent with these guidelines, Delaware banks and savings associations should be considered as a source of investment.
- The maximum stated maturity of any investment in this sector shall be limited to 5 years at time of purchase. This sector shall not exceed 20% of the total portfolio. No single issuer shall exceed 5% of the City's portfolio.

8.4 Corporate Debt Instruments

Such instruments include commercial paper bankers' acceptances, and non-convertible senior debt securities (bonds and debentures).

8.4.1 Corporate securities must be denominated/issued in US dollars. Many foreign corporations issue debt/securities in the US market, in US dollars.

8.4.2 No single issuer shall exceed 5% of the City's portfolio.

8.4.3 Commercial Paper shall be limited to a final stated maturity of 270 days. This sector shall not exceed 25% of the total portfolio. Issuers shall be rated at least A-1 by Standard & Poor's and P-1 by Moody's.

8.4.4. Bankers' Acceptances shall be limited to a final maturity of 365 days. This sector shall not exceed 25% of the City's Portfolio. Issuers shall be rated at least A-1 by Standard & Poor's and P1 by Moody's.

8.4.5 Corporate bonds and debentures shall be limited to a final stated maturity of 5 years. This sector shall not exceed 50% of the total portfolio. Issuers shall hold a long-term rating of at least AA by S&P or Aa by Moody's.

8.5 Repurchase Agreements

The underlying collateral shall consist of U.S. government and/or GSE securities provided, however, that:

8.5.1 All repurchase agreements must be governed by a written master repurchase agreement;

8.5.2 Agreements will be entered into only with respect to underlying securities in which the investment manager may otherwise invest as described above, and only with a recognized U.S. Government/broker or a bank which meets the requirements set out under paragraph Section 8.3.1 or 8.3.2 above;

8.5.3 In the case of repurchase collateral held in book-entry form in the Federal Reserve System, all deliveries of securities must be made, for the transfer thereof, through the Federal Reserve book-entry system to the account designated by the investment manager for such purpose. Securities held in certificated form must be delivered to the investment manager or a custodian as directed by the investment manager.

8.5.4 Any collateral employed under this paragraph shall be counted towards the applicable maximum limits set forth within these guidelines for such type of investment, and such collateral shall be valued at market at not less than 103 percent of the maturity value of the agreement and marked-to-the-market as requested by the investment manager.

8.5.5 Repurchase agreements shall be limited to a maximum maturity of 90 days from date of purchase. No single issuer shall exceed 25% of the City's portfolio.

8.6 Registered Investment Companies (Money Market Funds)

No single fund shall exceed 25% of the City's portfolio. Money market funds shall be rated AAAm by Standard & Poor's. A current prospectus must be obtained before investing in any money market fund, and current holdings reports must be maintained at least each month.

8.7 Mortgage-Backed Securities

Mortgage-backed securities issued by the following: Government National Mortgage Association (GNMA), Federal National Mortgage Association (FNMA) or Federal Home Loan Mortgage Association (FHLMC). This sector shall not exceed 50% of the total portfolio.

8.8 Municipal Obligations

Taxable and tax-exempt securities issued by state and local governments and public

authorities in the United States. The maximum stated maturity of any investment in this sector shall be limited to 5 years at time of purchase. This sector shall not exceed 30% of the City's portfolio. No single issuer shall exceed 5% of the City's portfolio. Issuers shall be rated at least "A" by Standard & Poor's and "A" by Moody's. Additionally Issuers in the short term market (under one year) shall be rated at a minimum of "mig-1" or "sp-1" for Moody's and S&P.

8.9 State of Delaware Investments Pool

8.9.1 Delaware Local Government Investment Pool (DELGIP) -The investment in this pool is permitted in relation to the City's cash flow and the guidelines set forth by the State of Delaware. The investment in this pool will not exceed 25% of the total funds available and will be monitored by the City's Finance Department on a monthly basis.

8.9.2 Delaware Local Government Retirement Investment Pool (DELRIP) The investment in this pool is permitted in relation to the City's Post-Retirement Benefits Fund. The investment in this pool will not exceed 25% of the total funds available and will be monitored by the City's Finance Department on a monthly basis.

8.10 Trading Securities

The Controller/Treasurer is hereby authorized to sell securities prior to their stated maturity date in the following circumstances:

1. A security with declining credit may be sold prior to its maturity to minimize loss of principal;
2. A security swap may be executed if it would improve the quality, yield, or target duration of the portfolio;
3. Securities may be sold to provide needed liquidity.

8.11 Internal Control on such transactions

8.11.1 An investment report will be provided to the Council on a quarterly basis.

8.11.2 All investment reporting documents will be provided to the independent auditors.

8.11.3 Investment records will be kept by the City for ten (10) years.

8.11.4 The trading shall not involve any hedge, derivatives and/or borrowing funds for trading purposes.

9.0 Collateralization of City Deposits

If the City deposits funds in any financial institution, those funds will be subject to the following collateralization requirements. The financial institution shall:

9.1 Collateralize the City's daily ledger balance(s) if, for any quarter during the most recent eight quarters the bank has not met both of the following two criteria:

- Return on total average assets of 0.50 percent or greater.
- Average capital ratio (total equity to total assets) of 5.00 percent or greater.

9.2 If either criterion in paragraph 9.1 is not satisfied collateral must be pledged and shall consist of one or more of the following securities:

- U.S. Government securities
- U.S. Government agency securities
- Federal Home Loan Board letters of credit
- State of Delaware securities
- Mortgaged backed securities as referenced in Section 8.7
- Securities of a political subdivision of the State of Delaware with a Moody's rating of "A" or better

9.3 Ensure that the securities pledged as collateral (except for Federal Home Loan Board letters of credit) have a market value equal to or greater than 102 percent of the ledger balance(s) in the account(s) marked to market each day.

9.4 Ensure that securities pledged as collateral are housed at the Federal Reserve Bank or a mutually agreed upon third party depository. (The trust department of the winning vendor will not be acceptable.)

9.5 Provide reports on a monthly basis to the City Finance Department detailing the collateral pledged.

9.6 Provide a Call Report (Consolidated Report of Condition and Income, FFIEC 031) on a quarterly basis to the City Finance Department.

10.0 Policy Considerations

If securities owned by the City are downgraded by either Standard & Poor's or Moody's to a level below the quality required by this Policy, it shall be the City's policy to review the credit situation and make a determination as to whether to sell or retain such securities in the portfolio.

If a security is downgraded two grades below the level required by the Policy, the security shall be sold immediately.

If a security is downgraded one grade below the level required by this Policy and matures within 6 months, the security may be held to maturity. The Controller/Treasurer may determine to sell the security if it is determined that there is a probability of default prior to maturity.

If a decision is made to retain a downgraded security in the portfolio, its presence in the portfolio will be monitored and reported monthly to the Controller/Treasurer.

11.0 Internal Controls

The Treasurer is responsible for establishing and maintaining an internal control structure designed to ensure that the assets of the City are protected from loss, theft, or misuse. The Treasurer shall also establish a process for an annual independent review by an external auditor to assure compliance with policies and procedures. The internal controls shall address the following:

- Control of collusion
- Separation of transaction authority from accounting and recordkeeping
- Custodial safekeeping

- Prohibition of physical delivery securities
- Clear, written delegation of authority to subordinate staff members
- Written confirmation of transactions for investments and wire transfers

12.0 Performance Standards

The City of Dover's investment decisions shall be made with the objective of obtaining a rate of return commensurate with the investment risk constraints and the cash flow needs. On a quarterly basis, the Controller/Treasurer shall compare the City's portfolio against the

Merrill Lynch 0-5 Year U.S. Treasury Index, in terms of time-weighted total return and average duration for the period under review.

13.0 Reporting

At the end of each calendar quarter, the Controller/Treasurer will submit a report of all quarter-ending investments to the Mayor and City Council. Reports shall include the following:

- Listing of individual securities held as of last day of reporting period, sorted by sector
- Par, market, and amortized cost values of each security
- Coupon, current yield, and final stated maturity date of each security

14.0 Investment Policy Adoption

The City of Dover's investment policy will be adopted by the City Council after review and recommendation of the Legislative and Finance Committee. The policy will be reviewed at least once every year by the Legislative and Finance Committee, which is charged with considering the existing policy and any recommendations to modify the policy. Any modifications to the policy must be approved by the City Council.

LEGEND

1. Original approval by City Council - November 14, 1988
2. Revised policy approved by City Council - March 7, 2005
3. City Council Approved with No Changes – April 14, 2008
4. Revised policy approved by City Council – July 25, 2011
5. Revised policy approved by City Council – August 12, 2013

ATTACHMENT A

GLOSSARY

AGENCIES: Federal agency securities, otherwise known as "Government Sponsored Enterprises."

CERTIFICATE OF DEPOSIT (CD): A time deposit with a specific maturity evidenced by a certificate. Large denomination CD's are typically negotiable.

BANKERS ACCEPTANCE: A short-term credit investment which is created by a non-financial firm and whose payment is guaranteed by a bank.

COLLATERAL: Securities, evidence of deposit or other property which a borrower pledges to secure repayment of a loan. Also refers to securities pledged by a bank to secure deposits of public monies.

COMMERCIAL PAPER: An unsecured obligation issued by a corporation or bank to finance its short-term credit needs. Maturities typically range from one (1) to 270 days.

COMPREHENSIVE ANNUAL FINANCIAL REPORT (CAFR): The official annual report for the City of Dover. It includes five combined statements for each individual fund and account group prepared in conformity with GAAP. It also includes supporting schedules necessary to demonstrate compliance with finance-related legal and contractual provisions, extensive introductory material, and a detailed Statistical Section.

CORPORATE BONDS: A debt security issued by a corporation based in the United States of America. Such bonds usually have a par value of $1,000, have a term maturity, and are traded on a major exchange.

DEALER: A dealer, as opposed to a broker, acts as a principal in all transactions, buying and selling for his own account.

DIVERSIFICATION: Dividing investment funds among a variety of securities offering independent returns, in an attempt to limit risk.

FEDERAL CREDIT AGENCIES: Agencies of the Federal government set up to supply credit to various classes of institutions and individuals, e.g., S&L's, small business firms, students, farmers, farm cooperatives, and exporters.

FEDERAL DEPOSIT INSURANCE CORPORATION (FDIC): A federal agency that insures bank deposits, currently up to $250,000 per deposit.

FEDERAL FUNDS RATE: The rate of interest at which Fed funds are traded. This rate is currently pegged by the Federal Reserve through open-market operations.

FEDERAL HOME LOAN BANKS (FHLB): The institutions that regulate and lend to savings and loan associations. The Federal Home Loan Banks play a role analogous to that played by the Federal Reserve Banks vis-a-vis member commercial banks.

FEDERAL NATIONAL MORTGAGE ASSOCIATION (FNMA): FNMA, like GNMA was chartered under the Federal National Mortgage Association Act in 1938. FNMA is a federal corporation working under the auspices of the Department of Housing and Urban Development (HUD). It is the largest single provider of residential mortgage funds in the United States. Fannie Mae, as the corporation is called, is a private stockholder-owned corporation. The corporation's purchases include a variety of adjustable mortgages and second loans, in addition to fixed-rate mortgages. FNMA's securities are also highly liquid and are widely accepted.

FEDERAL RESERVE SYSTEM: The central bank of the United States created by Congress and consisting of a seven member Board of Governors in Washington, D.C., 12 regional banks and about 5,700 commercial banks that are members of the system.

GOVERNMENT NATIONAL MORTGAGE ASSOCIATION (GNMA or Ginnie Mae): Securities influencing the volume of bank credit guaranteed by GNMA and issued by mortgage bankers, commercial banks, savings and loan associations, and other institutions. Security holder is protected by full faith and credit of the U.S. Government. Ginnie Mae securities are backed by the FHA, VA or FMHM mortgages. The term "passthroughs" is often used to describe Ginnie Mae's.

LIQUIDITY: A liquid asset is one that can be converted easily and rapidly into cash without a substantial loss of value. In the money market, a security is said to be liquid if the spread between bid and asked prices is narrow and reasonable size can be done at those quotes.

LOCAL GOVERNMENT INVESTMENT POOL (LGIP): The aggregate of all funds from political subdivisions that are placed in the custody of the State Treasurer for investment and reinvestment.

MARKET VALUE: The price at which a security is trading and could presumable be purchased or sold.

MATURITY: The date upon which the principal or stated value of an investment becomes due and payable.

MORTGAGE-BACKED SECURITIES (MBS): An investment instrument that represents ownership of, and is backed by, an individual interest in a pool of mortgages such as those issued by Ginnie Mae or Freddie Mac. Principal and interest from the individual mortgages is used to pay principal and interest on the MBS.

MUNICIPAL NOTES AND BONDS: Securities issued by a state, city, or local government to finance operations or special projects.

PRUDENT PERSON RULE: An investment standard. In some states the law requires that a fiduciary, such as a trustee, may invest money only in a list of securities selected by the custody state--the so-called legal list. In other states the trustee may invest in a security if it is one which would be bought by a prudent person of discretion and intelligence who is seeking a reasonable income and preservation of capital.

QUALIFIED PUBLIC DEPOSITORIES: A financial institution which does not claim exemption from the payment of any sales or compensating use or ad valorem taxes under the laws of this state, which has segregated for the benefit of the commission eligible collateral having a value of not less than its maximum liability and which has been approved by the Public Deposit Protection Commission to hold public deposits.

RATE OF RETURN: A measure of worth, either at security or aggregate portfolio level, over a period of time. There are many return conventions, including but not limited to yield to maturity at cost, yield to maturity at market, yield to worst, time weighted total return, dollar weighted total return.

REPURCHASE AGREEMENT (RP OR REPO): A holder of securities sells these securities to an investor with an agreement to repurchase them at a fixed price on a fixed date. The security "buyer" in effect lends the "seller" money for the period of the agree-ment, and the terms of the agreement are structured to compensate him for this. Dealers use RP extensively to finance their positions. Exception: When the Fed is said to be doing RP, it is lending money, that is, increasing bank reserves.

REVERSE REPURCHASE AGREEMENT: The purchase of a security by a dealer with the agreement to sell it back to the seller at a fixed price at a later date. Typically used by owners of securities to finance short-term needs without having to liquidate the security.

SAFEKEEPING: A service to customers rendered by banks for a fee whereby securities and valuables of all types and descriptions are held in the bank's vaults for protection.

TIME DEPOSITS: A savings account or CD held for a fixed term or with the understanding that the customer can withdraw only by giving advanced notice.

TREASURY BILLS: A short-term (less than one year) non-interest bearing discount security issued by the U.S. Treasury department to finance the national debt. Most bills are issued to mature in three months, six months, or one year.

TREASURY BOND: Long-term U.S. Treasury securities having initial maturities of more than 10 years.

TREASURY NOTES: A non-interest bearing discount security issued by the U.S. Treasury to finance the national debt. Most bills are issued to mature in three months, six months or one year.

UNIFORM NET CAPITAL RULE: Securities and Exchange Commission requirement that member firms as well as nonmember broker-dealers in securities maintain a maximum ratio of indebtedness to liquid capital of 15 to 1: also called net capital rule and net capital ratio.

Indebtedness covers all money owed to a firm, including margin loans and commitments to purchase securities, one reason new public issues are spread among members of underwriting syndicates. Liquid capital includes cash and assets easily converted into cash.

VARIABLE RATE MASTER DEMAND NOTES: A floating rate security with initial maturities and indexed rates chosen by the investor. The interest rate is adjusted periodically, usually off a standard such as that prevailing on a Treasury Bill or the prime interest rate.

YIELD: The rate of annual income return on an investment, expressed as a percentage.

INCOME YIELD is obtained by dividing the current dollar income by the current market price for the security.

NET YIELD or YIELD TO MATURITY is the current income yield minus any premium above par or plus any discount from par in purchase price, with the adjustment spread over the period from the date of purchase to the date of maturity of the bond.

ATTACHMENT B

Dover, Delaware, Code of Ordinances >> PART I - CHARTER AND RELATED LAWS

PART I - CHARTER AND RELATED LAWS [1]

Subpart A - CHARTER

PREAMBLE [3]

We the people of the City of Dover, under the constitution and laws of the state of Delaware, in order to secure the benefits of local self-government and to provide for an honest and accountable council-manager government, do hereby adopt this charter and confer upon the city the following powers, subject to the following restrictions, and prescribed by the following procedures and governmental structure. By this action, we secure the benefits of home rule and affirm the values of representative democracy, professional management, strong political leadership, citizen participation, and regional cooperation.

ARTICLE I. - POWERS OF THE CITY

ARTICLE II. - MAYOR AND COUNCIL

Sec. 17. - Controller/treasurer.

At the annual meeting the council shall elect a controller/treasurer to hold office until the next annual meeting of the council, or until his/her successor has been duly chosen and qualified, but subject to removal at any time by the council.

The controller/treasurer shall be the custodian of all the city funds and shall deposit them in a banking institution designated by the council.

(Amd. of 7-12-2005 (S.B. 126); Amd. of 7-8-2009 (S.B. 165, § 15))

Memorandum

Office of the City Manager
PO Box 475
Dover, DE 19903
Phone: (302) 736-7005
FAX: (302) 736-7002
E-mail: skoenig@dover.de.us

To: **City Council Members & Mayor Carleton E. Carey**

From: **Scott D. Koenig, P.E.**
City Manager

Date: **August 12, 2013**

Subject: **Proposed Sale of Lot #12 – Garrison Oak Technical Park (GOTP)**

The City of Dover has been negotiating with a manufacturing company to construct a new production and warehouse facility on Lot #12 in the Garrison Oak Technical Park. Lot #12 is currently platted at 10.8636 acres. The previously discussed sale price of $30,000 per acre (10.8636 acres X $30,000 / acre = $325,908) will remain in effect; however, the City will discount the sale price down to $1,000 per acre (10.8636 acres X $1,000 / acre = $10,863.60) to facilitate this land transaction since it is the first sale transaction for the GOTP. The following conditions will apply:

- Lot #12 currently meets the needs of the economic development prospect.
- The timing of the land transaction will coincide with the issuance of a building permit for the facility unless otherwise agreed upon by both parties.
- A "clawback" clause will be included in the final agreement which would revert the land and all improvements back to the City of Dover or would financially make the City whole (based on a payment equal to the initial land price of $30,000 per acre less the amount paid) should the economic development prospect or its successor fail to maintain the property as a manufacturing facility.
- A sunset on the "clawback" provision would be included that places the sunset fifteen (15) years from the date of the initial land transaction.
- The tax abatement schedule is as follows: Year 1 – 100%, Year 2 – 90%, Year 3 – 80%, Year 4 – 70%, Year 5 – 60%, Year 6 – 50%, Year 7 – 40%, Year 8 – 30%, Year 9 – 20%, Year 10 – 10%, Year 11 – 0%. The property and facility would be assessed in accordance with all property within the City of Dover per the Dover Code.

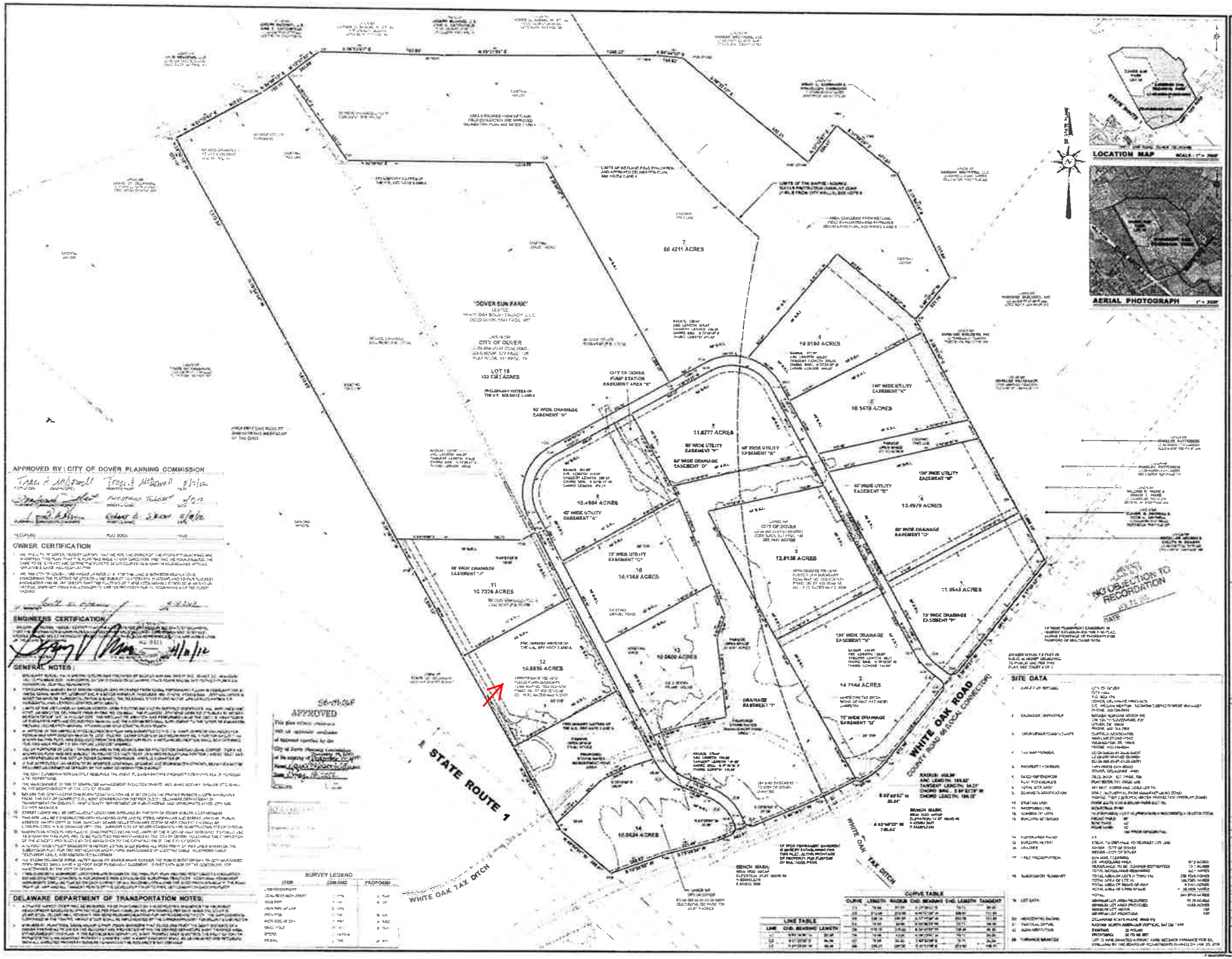
In addition to the above terms, the prospect agreed they will place a preference on hiring qualified local contractors from the City of Dover and Kent County provided they meet the standards of the prospect relating to cost and reliability. The final decision to hire a contractor will rest solely within the discretion of prospect. The prospect has also indicated their preference to hire employees from the local area provided qualified candidates can be found. The prospect has performed due diligence on the labor market and believes local candidates exist for most if not all of the positions envisioned for this

facility. Again, final hiring decisions will rest solely within the discretion of the prospect.

The Dover Code (Section 102-112), indicates that an industry that invests $3 million or more must hire fifteen (15) employees and 75% (11 employees) must be from City of Dover / Kent County. The Dover City Council can reduce the 75% threshold to 50% (8 employees). This offer includes a recommendation to reduce the threshold to 50%.

The City of Dover will also offer an 8'x10' office space in the new Dover Public Library on a temporary basis during the construction of the facility to be used by a representative of the prospect at no charge. If there are fees or charges associated with telephone use, provision of telephone service, or internet access over and above what is provided to the general public, the prospect would be responsible for those costs.

This entire proposal must be approved by the Dover City Council at the regular meeting scheduled for Monday, August 12, 2013. This proposal must also be approved by the Board of Directors of the prospect.



BECKER MORGAN GROUP

ARCHITECTURE
ENGINEERING

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309 S. Governors Ave
Dover, DE 19904
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Fax: 302.734.7965

Salisbury
125 West North St., Suite 300
Salisbury, MD 21801
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Wilmington
3301 Kirkwood Highway, Suite 203
Wilmington, North Carolina 28403
Ph: 910.341.7800
Fax: 910.791.7241

www.beckermorgan.com

LANDS OF THE
CITY OF DOVER GARRISON OAK TECHNICAL PARK

1496 WHITE OAK ROAD
CITY OF DOVER
KENT COUNTY, DELAWARE

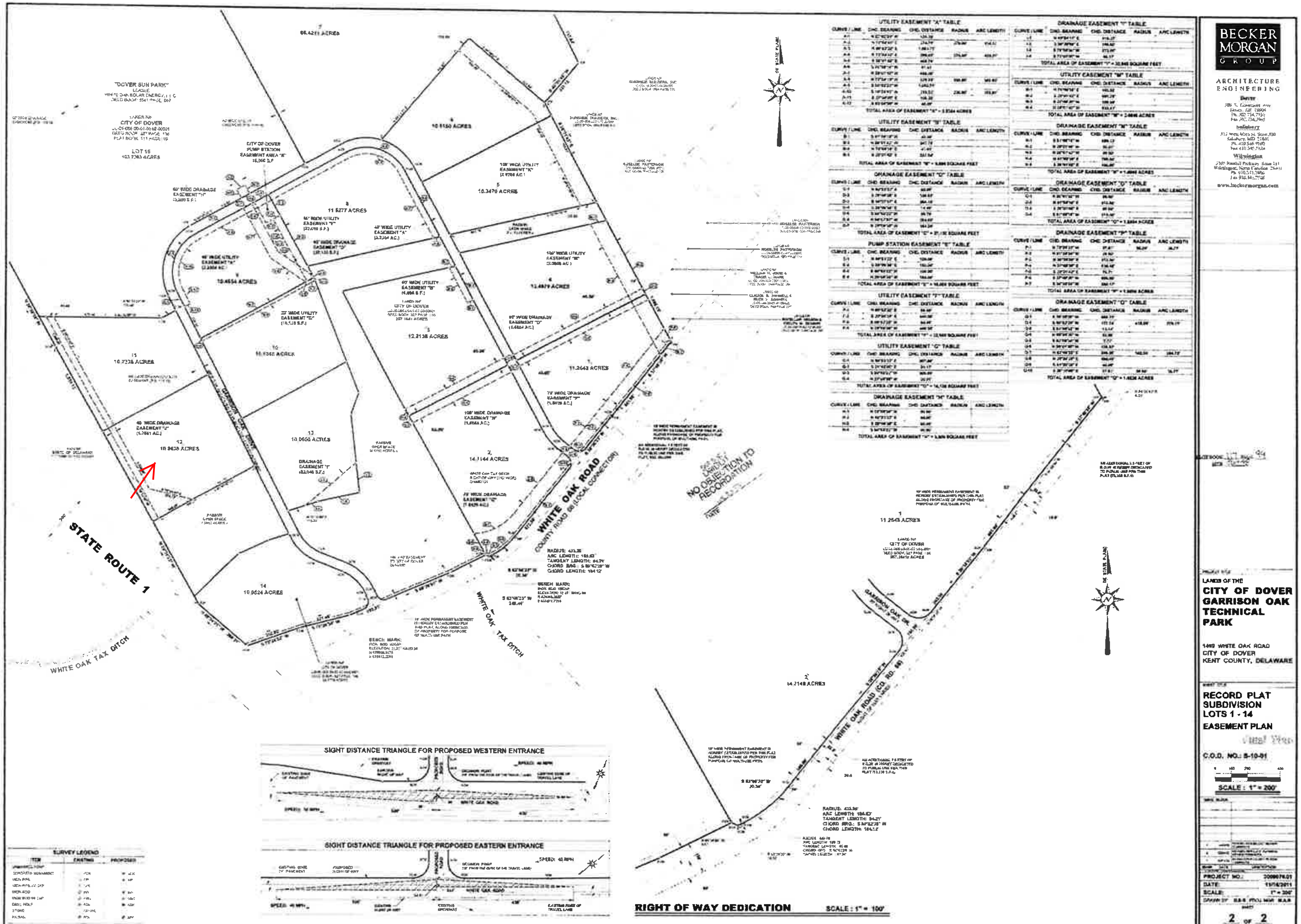
RECORD PLAT SUBDIVISION LOTS 1-14

C.O.D. NO.: S-10-01

SCALE: 1" = 200'

PROJECT NO.: 2009076.01
DATE: 11/18/2011
SCALE: 1" = 200'
DRAWN BY: S.E.S. CHKD BY: M.M. J.C.D.

SHEET 1 OF 2



BECKER MORGAN GROUP
ARCHITECTURE ENGINEERING
www.beckermorgan.com
LANDS OF THE CITY OF DOVER GARRISON OAK TECHNICAL PARK
CITY OF DOVER
KENT COUNTY, DELAWARE
RECORD PLAT SUBDIVISION LOTS 1 - 14
EASEMENT PLAN
SCALE : 1" = 200'
DATE: 11/08/2011
2 OF 2
"DOVER SUN PARK"
LOT 15
103.7383 ACRES
STATE ROUTE 1
WHITE OAK ROAD
COUNTY ROAD 66 (LOCAL CONNECTOR)
WHITE OAK TAX DITCH
NO OBJECTION TO RECORDATION
GARRISON OAK DR.
11.2643 ACRES
14.7148 ACRES
10.7326 ACRES
10.9636 ACRES
10.9524 ACRES
10.0666 ACRES
14.1144 ACRES
12.2138 ACRES
12.4879 ACRES
10.3479 ACRES
10.4654 ACRES
11.8277 ACRES
UTILITY EASEMENT "A" TABLE
UTILITY EASEMENT "B" TABLE
DRAINAGE EASEMENT "C" TABLE
PUMP STATION EASEMENT "E" TABLE
UTILITY EASEMENT "F" TABLE
UTILITY EASEMENT "G" TABLE
DRAINAGE EASEMENT "H" TABLE
DRAINAGE EASEMENT "I" TABLE
UTILITY EASEMENT "K" TABLE
DRAINAGE EASEMENT "N" TABLE
DRAINAGE EASEMENT "O" TABLE
DRAINAGE EASEMENT "P" TABLE
DRAINAGE EASEMENT "Q" TABLE
SIGHT DISTANCE TRIANGLE FOR PROPOSED WESTERN ENTRANCE
SIGHT DISTANCE TRIANGLE FOR PROPOSED EASTERN ENTRANCE
SURVEY LEGEND
RIGHT OF WAY DEDICATION
SCALE : 1" = 100'

APPLICATION FOR ESTIMATE OF PROPERTY ASSESSMENT AND TAXES

COMMERCIAL PROPERTY

PAGE 2—TERMS AND CONDITIONS

I understand and accept that any estimate provided by the City of Dover Assessor's Office of assessments and property taxes that will apply to the improvements described above, and to their underlying land, is only an estimate and, because it is based on incomplete information, and structural attributes or specifications, tax rates, or valuations or assessment policies or other relevant conditions that may change subsequent to the date of this estimate, such estimate may differ substantially from the actual assessment and taxes which ultimately will be levied against the property. Therefore, I agree that the City of Dover and its employees and representatives cannot be held liable for any damages or other loss which may result from reliance by anyone upon this estimate.

Acknowledged and agreed: _____ Date: _____
Signature

Print Name shown above _____

Phone No.: _____ Fax No.: _____

FOR USE BY THE CITY OF DOVER ASSESSOR'S OFFICE

Base year 2010

Estimate for tax year 2013 - 2014

Property I.D. No. LC-05-068.00-02-14.00

Land Assessment 645,200

Improvement Assessment 5,616,400

Total Assessment 6,261,600

Tax Rate (current) .3378

Property Taxes $ 21,151.68 (Does not include any utility fees or capitation taxes that may apply)

By Cheryl C. Rumell

Date 7/15/13

Lot # 12 Abatement Schedule

Year	Property Tax Value	Abatement	Taxes to be Paid
1	$21,151.68	100	$0.00
2	$21,151.68	90	$2,115.17
3	$21,151.68	80	$4,230.34
4	$21,151.68	70	$6,345.50
5	$21,151.68	60	$8,460.67
6	$21,151.68	50	$10,575.84
7	$21,151.68	40	$12,691.01
8	$21,151.68	30	$14,806.18
9	$21,151.68	20	$16,921.34
10	$21,151.68	10	$19,036.51
11	$21,151.68	0	$21,151.68
			$116,334.24
12	$21,151.68		$21,151.68
13	$21,151.68		$21,151.68
14	$21,151.68		$21,151.68
15	$21,151.68		$21,151.68
16	$21,151.68		$21,151.68
17	$21,151.68		$21,151.68
18	$21,151.68		$21,151.68
19	$21,151.68		$21,151.68
20	$21,151.68		$21,151.68
21	$21,151.68		$21,151.68
	$444,185.28		$327,851.04

City of Dover

Other Payment Options

Automatic Bank Draft from checking or savings account – sign up needed.
Equalized Payment Plan – a fixed budget amount each month for residential customers – sign up needed.
Online Payment with a credit card by visiting www.cityofdover.com or call 1-866-780-5451, a fee provided service.

Customer News & Information

Account Information

Customer: CUSTOMER NAME
Service Address: SERVICE ADDRESS
Account #: 1234-56789 ROUTE 10-03
Bill Date: 7/1/2013
Due Date: 7/22/2013

Contact Information

8:30 a.m. - 5:00 p.m. Monday—Friday
Customer Service: 302-736-7035
Emergency after 5 p.m.: 302-736-7086
Website: www.cityofdover.com

Balance From Last Bill:	$	0.00
Thank you! Last payment received: 000.00 on		
Payments and adjustments made after this Bill Date 7/1 will appear on next bill.		
Current Charges:	$	5662.42
A late payment charge of 1.5% will be added to any balance remaining 30 days after billing.		
Total Amount Due:	$	5662.42

Meter Information - RATE

Meter #	Days	Service	Period	Previous	Present	Mult	Usage	Svc Units
40171000E	30	5/30/13	6/30/13	00000	30000	1.00	30000	EL KWH
40171000E	30	5/30/13	6/30/13	00000	300	1.00	300	EL KW
40171000R	30	5/30/13	6/30/13	00000	500	1.00	500	EL KVAR
49401000W	30	5/30/13	6/30/13	00000	012	1.00	012	TGAL

Charges for current cycle

Service		Consumption	Rate	Charge
EL	ENERGY CHG	30000.00	0.064500	1,935.00
EL	DEMAND CHARGE	300.00	11.250000	3,375.00
EL	POWER FACTOR ADJ			0.00
EL	GREEN ENERGY CHARGE	30000.00	0.000178	5.34
EL	UT TAX 4.25%			226.10
	TOTAL ELECTRIC			5,551.44
WA	WATER TGAL FLOW CHRG	12.00	3.000000	36.00
WA	WATER CUSTOMER CHARGE			1.25
	TOTAL WATER SERVICE			37.25
SE	SEWER FLOW CHARGE	12.00	2.650000	31.80
SE	SEWER CUSTOMER CHARGE			1.25
SE	GROUNDWATER INFLOW	12.00	1.050000	12.60
SE	KENT COUNTY SEWER SERVICE	12.00	2.340000	28.08
	TOTAL SEWER SERVICE			73.73

Please detach this portion and remit with payment made by mail or in person

Mail all correspondence to utility billing office

Notify customer service to update mailing address, phone number, or email.

City of Dover

CUSTOMER NAME ACCOUNT NUMBER

Balance From Last Bill Due Immediately: balance

Current Charges Due :

Total Due:

Total Amount Due

5662.42

current total

Payment Enclosed

Make Payments to:

City of Dover Utility
Po Box 15040
Wilmington, DE 19886-5040

CUSTOMER NAME
MAILING ADDRESS
MAILING ADDRESS

00009999000088888000000366496

RESOLUTION RATIFYING AND CONFIRMING SALE OF THE CITY OF DOVER, DELAWARE WATER AND SEWER REVENUE BONDS SERIES 2013 AND RELATED MATTERS

WHEREAS, The City of Dover (the "City") is authorized pursuant to Chapter 111, Volume 52, Laws of Delaware, as amended, and the City Charter, Chapter 158, Volume 36, Laws of Delaware, as amended (the "Enabling Acts") to issue revenue bonds for the purpose of financing and refinancing improvements to its water and sewer system;

WHEREAS, pursuant to the Enabling Acts, the City Council (the "Council") adopted a Resolution on June 24, 2013, which was approved by bondholder consent dated July 25, 2013, with certain exceptions with respect to the Reserve Account as noted therein (the "Bond Resolution"), and pursuant to an Authorizing Resolution adopted by City Council on June 24, 2013 (the "Authorizing Resolution" and, together with the Bond Resolution, the "Resolutions"), the Council authorized the issuance of up to $6,500,000 of Water and Sewer Revenue Bonds to refinance certain outstanding bonds and to finance certain new water and sewer capital projects;

WHEREAS, the Mayor and Controller/Treasurer with the assistance of Public Financial Management, Inc., as the City's financial advisor, solicited proposals from investment banking firms and other entities that underwrite municipal bonds to act as underwriter for the Series 2013 Bonds pursuant to a Notice of Sale dated August 6, 2013, a copy of which is attached hereto as Exhibit "A." Copies of the bids received pursuant to the Notice of Sale are attached as Exhibit "B." The bid submitted by Robert W. Baird Inc., (the "Underwriter"), offering to purchase the Series 2013 Bonds at a net purchase price of $6,242,518.07 (reflecting the par amount plus the original issue premium of $179,034.85 less the underwriter's discount of $61,516.78) has been selected as the proposal with the lowest true interest cost to the City;

NOW THEREFORE, the Council hereby resolves as follows:

1. Defined Terms. All defined terms used herein, identified by initial capital letters and not otherwise defined herein, shall have the meanings assigned to them in the Bond Resolution.

2. Authorization of Series 2013 Bonds. The City Council hereby ratifies and affirms the actions taken by the Mayor and Controller/Treasurer to cause the issuance of $6,125,000 aggregate principal amount of bonds to be designated "The City of Dover Water and Sewer Revenue Bonds (Series 2013)" (the "Series 2013 Bonds") and the sale thereof to the Underwriter on the terms and subject to the conditions hereinafter set forth.

3. Purposes. The proceeds from the sale of the Series 2013 Bonds will be used to (i) finance certain water and sewer capital projects, (ii) refund, on a current refunding basis, certain outstanding water and sewer bonds of the City (the "Prior Bonds"), (iii) fund required reserves, if any, and (iv) pay the costs of issuance of the Series 2013 Bonds

4. Pledge of Revenues; Parity Bonds. Pursuant to Section 6 of the Bond Resolution, the City has pledged, and does hereby ratify and confirm said pledge of, the Net Operating Revenue to the payment of the principal of, premium, if any, and interest on, every Bond issued

under the Bond Resolution, including the Series 2013 Bonds, as and to the extent provided in the Bond Resolution. The Series 2013 Bonds will be issued pursuant to Section 2 of the Bond Resolution and will be secured on a parity with the other Bonds issued under the Bond Resolution.

5. Payment and other Terms of Bonds; Form of Bonds.

a. Maturities, Interest Rates. The Series 2013 Bonds shall be issued in denominations of $5,000 or integral multiples thereof, shall be dated Date of Delivery, and interest will be payable on each January 1 and July 1, commencing January 1, 2014, all as set forth on Schedule 1 appended hereto.

b. Form of Bonds. The Series 2013 Bonds and the form for ordinary registration and transfer to appear thereon are to be substantially in the form attached hereto as Exhibit C with necessary or appropriate variations, omissions and insertions as permitted or required by the Bond Resolution.

6. Optional Redemption Provisions. The Series 2013 Bonds that mature on or before July 1, 2023 are not subject to optional redemption prior to their maturities. The Series 2013 Bonds which mature on or after July 1, 2024 are subject to optional redemption commencing on July 1, 2023, as a whole at any time or in part on any interest payment date, at the option of the City, at par, plus accrued interest thereon to the date fixed for redemption.

If less than all of the Series 2013 Bonds of any one maturity shall be called for redemption, the particular Series 2013 Bonds to be redeemed shall be selected by the Bond Registrar and Paying Agent in such manner as in its discretion it shall determine; provided that, so long as the Series 2013 Bonds are maintained in book-entry form, the selection of individual ownership interests in the Series 2013 Bonds to be credited with such partial redemption shall be made by DTC in accordance with DTC's then existing procedures.

7. Book-Entry Form of Issue. The Series 2013 Bonds shall be issued in book entry form subject to the terms and conditions of the Blanket Letter of Representations to The Depository Trust Company ("DTC") attached as Exhibit D hereto notwithstanding anything to the contrary in the Bond Resolution. DTC and its participants, and the beneficial owners of the Series 2013 Bonds by their acceptance of the Series 2013 Bonds, have agreed that neither the City nor the Trustee (as defined below) shall have any liability for the failure of DTC to perform its obligations as set forth in this Resolution or in the "Rules" or "Procedures" of DTC; nor shall the City or the Trustee be liable for the failure of any participant to perform any obligation the participants may incur to a beneficial owner of any Series 2013 Bond.

8. Trustee, Paying Agent and Registrar. The Bank of New York Mellon is appointed as the Trustee (the "Trustee") and either the Trustee or the City may serve as Paying Agent and Registrar for the Series 2013 Bonds at the direction of the Controller/Treasurer. The initial Paying Agent and Registrar shall be The Bank of New York Mellon.

9. Creation of Funds and Accounts; Deposit of Bond Proceeds.

a. The Trustee shall establish the following funds and accounts with respect

to the Series 2013 Bonds and shall deposit the proceeds of the Series 2013 Bonds into said funds and accounts as follows in the amounts specified in the Official Statement:

(i) Costs of Issuance Fund. The Trustee shall establish a Costs of Issuance Fund ("COI Fund") and shall deposit therein, from the proceeds of the Series 2013 Bonds, the amount certified by the City as reasonably estimated to pay the costs of issuing the Series 2013 Bonds and other transaction costs relating thereto. Upon written request of the City identifying the payee and the purpose of the payment, the Trustee shall disburse funds from said account to pay for, or reimburse, costs of issuing the Series 2013 Bonds and transaction costs relating thereto. Upon written certification of the City that all costs of issuing the Series 2013 Bonds and related transaction costs have been paid, or duly provided for, any funds remaining in said COI Fund shall be transferred to the Redemption Fund.

(ii) Reserve Account. The Trustee shall deposit in the Reserve Account an amount sufficient to cause the total Reserve Account to equal the Maximum Annual Debt Service after crediting the amount transferred from the Trustee of the Prior Bonds. The funds in the Reserve Account shall be invested in accordance with the Resolutions at the written direction of the Controller/Treasurer.

b. Construction Fund. The City shall establish a fund called the "Construction Fund - Series 2013 Bonds" and shall deposit therein Series 2013 Bond proceeds to be applied to pay costs of the 2013 Projects.

10. Preliminary Official Statement and Official Statement. The Council hereby ratifies the use of the Preliminary Official Statement dated July 29, 2013, as supplemented by a Supplement dated August 5, 2013, and the final Official Statement, copies of which have been presented to this meeting, and their distribution to prospective purchasers.

The Council hereby ratifies the actions taken by the Mayor and Controller/Treasurer in executing the Official Statement in the name of The City of Dover, supervising its distribution to the Underwriters, to municipal securities information repositories and to potential purchasers and in making changes from the Preliminary Official Statement to the date of delivery to make the information contained therein not contain any untrue statement of a material fact or omit to state a material fact necessary to make any statement therein, in light of the circumstances under which it was made, not misleading.

11. Amendments to Bond Resolution. Council hereby adopts and ratifies the Bond Resolution as consented to by the majority of bondholders as reflected in Appendix D to the Official Statement.

12. Compliance Policies and Procedures. Council hereby adopts the Continuing Disclosure Policy attached herein as Exhibit E to ensure the City efficiently carries out its continuing disclosure obligations pursuant to Rule 15c2-12, as amended, promulgated under the Securities Exchange Act of 1934, as amended.

13. Certain Representations and Covenants of the City. The City hereby represents and covenants with the holders of the Series 2013 Bonds that:

a. this Ratifying Resolution incorporates by reference all the terms of the Bond Resolution;

b. the Bond Resolution, as amended by this Ratifying Resolution, is in full force and effect. Hereafter, the Bond Resolution shall comprise the Bond Resolution as amended by this Ratifying Resolution; and

c. all conditions to be satisfied and all acts and things necessary to be done in order to make this Ratifying Resolution binding on the City have been satisfied or done, as the case may be.

14. Qualified Tax Exempt Series 2013 Bonds. The City hereby designates the Series 2013 Bonds as "qualified tax exempt obligations" for purposes of Section 265(b)(3)(B) of the Internal Revenue Code of 1986 (to the extent such bonds are not already "deemed designated" for such purposes). The Mayor and Controller/Treasurer are authorized to make such certifications and take all such other action as they deem appropriate to cause the Series 2013 Bonds to be "qualified tax exempt obligations" for such purposes.

15. Future Actions. The Mayor, Controller/Treasurer, Clerk of Council and other City officials are authorized and directed to take all actions necessary to issue the Series 2013 Bonds and carry out the terms and the purposes of this Resolution, including the making of any elections and the filing of any reports with the Internal Revenue Service, and the delivery of necessary closing documents and certificates.

The Clerk of Council shall maintain an official transcript of the proceedings relating to the sale of the Series 2013 Bonds including copies of the Preliminary Official Statement and Official Statement.

16. Effective Date. This Resolution shall be effective immediately upon its adoption according to law.

APPROVED by the Council of The City of Dover the ____ day of August, 2013.

_____

City Clerk
The City of Dover

APPROVED by the Mayor of The City of Dover the ___ day of August, 2013.

_____

SCHEDULE 1

The City of Dover, Delaware
Water and Sewer Bonds
Series 2013

Maturity Date	Amount	Interest Rate	Yield	Price
7/1/2014	335,000	3.000%	0.400%	102.275
7/1/2015	325,000	3.000%	0.530%	104.608
7/1/2016	330,000	3.000%	0.800%	106.245
7/1/2017	340,000	3.000%	1.150%	106.995
7/1/2018	355,000	3.000%	1.450%	107.272
7/1/2019	360,000	3.000%	1.700%	107.241
7/1/2020	375,000	3.000%	2.080%	105.866
7/1/2021	385,000	3.000%	2.380%	104.428
7/1/2022	395,000	3.000%	2.640%	102.830
7/1/2023	410,000	3.000%	2.800%	101.713
7/1/2024	215,000	3.000%	3.000%	100.000
7/1/2025	220,000	3.125%	3.170%	99.555
7/1/2026	225,000	3.300%	3.350%	99.477
7/1/2027	235,000	3.500%	3.520%	99.779
7/1/2028	245,000	4.000%	3.650%	102.877
7/1/2029	255,000	4.000%	3.850%	101.219
7/1/2030	265,000	4.000%	3.900%	100.809
7/1/2031	275,000	4.000%	4.000%	100.000
7/1/2032	285,000	4.000%	4.100%	98.690
7/1/2033	295,000	4.125%	4.200%	98.991

EXHIBIT A

NOTICE OF SALE

See Attached

NOTICE OF SALE

$6,285,000* THE CITY OF DOVER, DELAWARE
WATER AND SEWER REVENUE BONDS
SERIES 2013

Dated: August 6, 2013

Electronic bids via BIDCOMP/PARITY
will be received until 10:30 A.M., local Dover, Delaware Prevailing Eastern Time, on
AUGUST 6, 2013

Electronic bids via BIDCOMP/PARITY will be received at the offices of the Controller/Treasurer for The City of Dover, Delaware (the "City") for the purchase of the $6,285,000* Water and Sewer Revenue Bonds, Series 2013 (the "Series 2013 Bonds"). The Bonds will be dated August 15, 2013, and bear interest payable beginning on January 1, 2014, and semi-annually thereafter on January 1 and July 1 until maturity or redemption.

The Series 2013 Bonds will be issued under the authority of Chapter 111, Volume 52, Laws of Delaware, as amended, and the City Charter, Chapter 158, Volume 36, Laws of Delaware, as amended, and a Bond Resolution, as supplemented, adopted by the City Council on June 24, 2013.

The Series 2013 Bonds will mature, on July 1 in the following years and in the aggregate amounts:

Year	Preliminary Principal Amounts*
2014	$335,000
2015	$325,000
2016	$330,000
2017	$335,000
2018	$350,000
2019	$360,000
2020	$365,000
2021	$385,000
2022	$405,000
2023	$415,000
2024	$215,000
2025	$225,000
2026	$235,000
2027	$245,000
2028	$260,000
2029	$270,000
2030	$285,000
2031	$300,000

2032	$315,000
2033	$330,000

* preliminary, subject to change.

The proceeds from the sale of the Series 2013 Bonds will be used to: (i) finance certain water/wastewater capital projects, (ii) refund, on a current refunding basis, certain outstanding water and sewer bonds of the City, (iii) fund required reserves, if any, and (iv) pay the costs of issuance of the Series 2013 Bonds.

Adjustment of Principal Amortization Schedule

The principal amounts set forth in this Notice reflect estimates of the City and its Financial Advisor with respect to the likely interest rates of the winning bid and the premium/discount contained in such bid, and various other factors. Such principal amounts also reflect estimates with respect to the sale of the Bonds. The principal amortization schedule may be adjusted by the City prior to any bid date (including by removing part or all of one or more principal maturities, as described below, or by adding principal maturities) and, if any such adjustment is made, bidders must bid on the basis of the adjusted schedule. Such changes, if any, will be communicated by the City through TM3.

After selecting the winning bid, the aggregate principal amount of the Bonds and the principal amortization schedule may be adjusted as determined by the City's Financial Advisor in $5,000 increments to reflect any premium/discount in the winning bid and to create a more desirable debt service structure for the Bonds and the City's outstanding bonds. Such adjustments shall be made at the sole discretion of the City. Any adjustments pursuant to this paragraph will not change the aggregate principal amount of the Bonds to be issued by more than 10%. The dollar amount bid for the Bonds by the winning bidder will be adjusted proportionately to reflect any changes in the aggregate principal amount and principal amortization schedule of the Bonds finally determined to be issued. Any such adjustment will be communicated to the winning bidder within 4 hours after the opening of the bids.

General Provisions for the Bonds

The Bonds shall be issued only in fully registered form without coupons. One Bond representing each maturity will be issued to and registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), as registered owner of the Bonds and each such Bond shall be immobilized in the custody of DTC. DTC will act as securities depository for the Bonds. Individual purchases will be made in book-entry form only, in the principal amount of $5,000 or any integral multiple thereof. Purchasers will not receive physical delivery of certificates representing their interest in the Bonds purchased. The winning bidder, as a condition to delivery of the Bonds, will be required to deposit the bond certificates representing each maturity with DTC. The Bonds will bear interest payable semiannually on January 1 and July 1, commencing January 1, 2014, until maturity or redemption. Interest will be paid to the persons in whose names the Bonds are registered on the registration books maintained by the Bond Registrar on the Regular Record Date, which is the last day of the month

immediately preceding the month in which each such interest payment date occurs, by check mailed to each such person's address as it appears on such bond registration books.

Bonds that mature on or before July 1, 2023 are not subject to optional redemption prior to their maturities. Bonds which mature on or after July 1, 2024 are subject to optional redemption commencing on July 1, 2023, as a whole at any time or in part on any interest payment date, at the option of the City, at par, plus accrued interest thereon to the date fixed for redemption.

If less than all of the Bonds of any one maturity shall be called for redemption, the particular Bonds or portions of Bonds to be redeemed shall be selected by the Bond Registrar and Paying Agent in such manner as in its discretion it shall determine; provided that, so long as the Bonds are maintained in book-entry form, the selection of individual ownership interests in the Bonds to be credited with such partial redemption shall be made by DTC in accordance with DTC's then existing procedures.

Notice of any redemption, identifying the 2013 Bonds or portions thereof to be redeemed, shall be given not more than 60 nor fewer than 20 days prior to the redemption date, by first class United States mail to the registered owners of the 2013 Bonds to be redeemed at their registered addresses. Failure to mail any such notice or any defect in the mailed notice or the mailing thereof shall not affect the validity of any proceedings for the redemption of other 2013 Bonds for which notice shall be duly given. No further interest shall accrue on the principal of any 2013 Bonds called for redemption after the redemption date if notice of redemption has been duly mailed and redemption moneys have been deposited with or made available to the Paying Agent on or prior to the date set for redemption and the holders of such Series 2013 Bonds shall have no rights with respect to such Series 2013 Bonds except to receive payment of the redemption price thereof and unpaid interest accrued to the date fixed for redemption.

If at the time of mailing of any notice of optional redemption the City shall not have deposited with the Paying Agent moneys sufficient to redeem all the Series 2013 Bonds called for redemption, such notice shall state that it is conditional, that is, subject to the deposit or transfer of the redemption moneys with the Paying Agent not later than the opening of business on the redemption date, and that such notice shall be of no effect unless such moneys are so deposited.

The City will not accept and will reject any bid for less than all of the above described Bonds. The City specifically reserves the right to reject any and all bids.

Electronic Bids

Electronic bids will be received via BIDCOMP/PARITY, in the manner described below, until 10:30 A.M. Dover, Delaware local time, on August 6, 2013.

If any provisions of this Notice of Sale shall conflict with information provided by BIDCOMP/PARITY as approved provider of electronic bidding services, this Notice of Sale shall control. Further information about BIDCOMP/PARITY may be obtained from BIDCOMP/PARITY, 1359 Broadway, 2nd Floor, New York, New York 10018, Attention: Eric Washington, (212) 849-5067. Additional information concerning bidding through BIDCOMP/PARITY may be obtained by calling (212) 849-5067.

Bids may be submitted electronically via BIDCOMP/PARITY pursuant to this Notice until 10:30 A.M., Dover, Delaware local time, but no bid will be received after the time for receiving bids specified above. To the extent any instructions or directions set forth in BIDCOMP/PARITY conflict with this notice, the terms of this Notice shall control. Further information about BIDCOMP/PARITY may be obtained from [BIDCOMP/PARITY, 1359 Broadway, 2nd Floor, New York, New York 10018, Attention: Eric Washington, (212) 849-5067. Additional information concerning bidding through BIDCOMP/PARITY may be obtained by calling (212) 849-5067.

Disclaimer

Each prospective electronic bidder shall be solely responsible to register to bid via BIDCOMP/PARITY as described above. Each qualified prospective electronic bidder shall be solely responsible to make necessary arrangements to access BIDCOMP/PARITY for the purposes of submitting its bid in a timely manner and in compliance with the requirements of the Notice of Sale. Neither the City nor BIDCOMP/PARITY, shall have any duty or obligation to provide or assure access to BIDCOMP/PARITY to any prospective bidder, and neither the City nor BIDCOMP/PARITY shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, BIDCOMP/PARITY. The City is using BIDCOMP/PARITY as a communication mechanism, and not as the City's agent, to conduct the electronic bidding for the Bonds. The City is not bound by any advice and determination of BIDCOMP/PARITY to the effect that any particular bid complies with the terms of this Notice of Sale and in particular the "Bid Specifications" hereinafter set forth. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via BIDCOMP/PARITY are the sole responsibility of the bidders; and the City is not responsible, directly or indirectly, for any such costs or expenses. If a prospective bidder encounters any difficulty in submitting, modifying or withdrawing a bid for the Bonds, he should telephone BIDCOMP/PARITY at (212) 849-5021 and notify the City's Controller/Treasurer, Donna Mitchell at (302) 736-7018.

Electronic Bidding Procedures

Electronic bids must be submitted for the purchase of the Bonds (all or none) via BIDCOMP/PARITY. Bids will be communicated electronically to the City at 10:30 A.M., Dover, Delaware local time, on August 6, 2013. Prior to that time, a prospective bidder may (1) submit the proposed terms of its bid via BIDCOMP/PARITY, (2) modify the proposed terms of its bid, in which event the proposed terms at the last modification will (unless the bid is withdrawn as described herein) constitute its bid for the Bonds, or (3) withdraw its proposed bid. Once the bids are communicated electronically via BIDCOMP/PARITY to the City, each bid will constitute an irrevocable offer to purchase the Bonds on the terms therein provided. For purposes of the electronic bidding process, the time as maintained on BIDCOMP/PARITY shall constitute the official time.

Bid Specifications

Bidders shall state in their proposals the rate or rates of interest to be paid on the Bonds in multiples of one-eighth (1/8) or one-twentieth (1/20) of one percent (1%), and each proposal

shall be based and submitted on the rate or rates stated therein. Bidders may specify more than one rate of interest to be borne by the Bonds, but the difference between the highest and lowest rates named may not be greater than three percent (3%) for the Bonds. Bidders may not specify more than one rate of interest for the Bonds of any single maturity. A zero rate may not be named for any maturity. The Bonds will be awarded to the bidder naming the lowest true interest cost for all of the Bonds in any legally acceptable proposal. The lowest true interest cost will be determined by doubling the semiannual interest rate, compounded semiannually, necessary to discount the debt service payments from the payment dates to the date of the Bonds and to the amount bid. Where the proposals of two or more bidders result in the same lowest true interest cost for the Bonds, the Bonds may be apportioned between such bidders, but if this shall not be acceptable, the City shall have the right to award all of the Bonds to one bidder. The right is reserved to the City to reject any or all proposals and to waive any irregularity or informality in any proposal. The City's judgment shall be final and binding upon all bidders with respect to the form and adequacy of any proposal received and as to its conformity to the terms of this Notice of Sale. Any award of the Bonds may be made as late as 5:00 P.M. on the sale date. All bids remain firm until an award is made.

Procedures for Sale and Principal Amount Changes: The Preliminary Aggregate Principal Amount of the Bonds and the Preliminary Principal Amount of each maturity of the Bonds as set forth in this Notice of Sale (collectively, the "Preliminary Amounts") may be revised before the receipt and opening of sealed bids for their purchase. The Revised Aggregate Principal Amount of the Bonds and the Revised Principal Amount of each maturity (collectively, the "Revised Amounts") will be published on TM3 News Service ("TM3") not later than 9:30 a.m., Dover, Delaware local time on the date of sale or as soon thereafter as is reasonably practicable. In the event that no revisions are made or that such revisions are not published on TM3 before 9:30 a.m., Dover, Delaware local time on the date of sale, the Preliminary Amounts will constitute the Revised Amounts. Bidders shall submit bids based on the Revised Amounts and the Revised Amounts will be used to compare bids and select a winning bidder.

Good Faith Deposit

The apparent successful bidder, as indicated on BIDCOMP/PARITY, must submit a good faith deposit in the amount of $200,000 (the "Good Faith Deposit") to the City as provided below. The Good Faith Deposit will secure the City from any loss resulting from the failure of the successful bidder to comply with the terms of its bid. The successful bidder shall transfer the Good Faith Deposit by wire transfer directly to the City upon notification of the Preliminary Award, but in any case, no later than 3:00 p.m., Eastern Standard Time, on the Award Date. Wire instructions will be provided to the successful bidder upon notification of the Preliminary Award.

The Formal Award shall not be made until the State has confirmation of receipt of the Good Faith Deposit, and if the successful bidder fails to so deliver the Good Faith Deposit by the designated time, the City will have the option to withdraw the award and the successful bidder shall be responsible to the City for all consequential damages arising from such withdrawal.

At the time of delivery of the Bonds, such security will be applied against the purchase price for the Bonds or will be retained as liquidated damages upon the failure of the successful

bidder to take and pay for the Bonds in accordance with the terms of its proposal. A successful bidder shall have no right in or to said Good Faith Deposit if it fails to complete the purchase of, and payment in full of the purchase price of, the Bonds for any reason whatsoever, unless such failure of performance shall be caused by an act or omission of the City. No interest will be paid upon the deposit made by the successful bidder. Notwithstanding the foregoing, should a successful bidder fail to pay for the Bonds at the price and on the date agreed upon, the City retains the right to seek further compensation for damages sustained as a result of the successful bidder so doing.

The Bonds will be issued and sold subject to approval as to legality by Ballard Spahr LLP, Bond Counsel, whose approving opinion substantially in the form included in the Official Statement referred to below will be delivered, upon request, to the purchaser or purchasers of the Bonds, without charge.

In order to assist bidders in complying with SEC Rule 15c2-12(b)(5), the City will execute and deliver a continuing disclosure agreement on or before the date of issuance of the Bonds pursuant to which it will undertake to provide certain information annually and notices of certain events. A description of this agreement is set forth in the Official Statement and will also be set forth in the Official Statement.

When delivered, the Bonds shall be duly executed and authenticated and registered in the name of Cede & Co., as nominee of DTC, as registered owner of the Bonds.

It is anticipated that CUSIP identification numbers will be printed on the Bonds, but neither the failure to print such number on any Bond nor any error with respect thereto shall constitute cause for failure or refusal by the successful bidder to accept delivery of and pay for the Bonds in accordance with the terms of this Notice of Sale.

Not later than seven (7) business days after the award of the Bonds to the successful bidder on the day of sale, the City will authorize an Official Statement, which is expected to be substantially in the form of the Official Statement referred to below. If so requested by the purchaser or purchasers at or before the close of business on the date of the sale, the City will include in the Official Statement such pricing and other information with respect to the terms of the reoffering of the Bonds by the successful bidder ("Reoffering Information"), if any, as may be specified and furnished in writing by such bidder. If no Reoffering Information is specified and furnished by the successful bidder, the Official Statement will include the interest rates on the Bonds resulting from the bid of the successful bidder and the other statements with respect to reoffering contained in the Official Statement. The successful bidder for the Bonds shall be responsible to the City and its officials for the Reoffering Information, and for all decisions made by such bidder with respect to the use or omission of the Reoffering Information in any reoffering of the Bonds, including the presentation or exclusion of any Reoffering Information in any documents, including the Official Statement. The successful bidder will also be furnished, without cost, with up to 200 copies of the Official Statement (and any amendments or supplements thereto).

Delivery of the Bonds, without expense, will be made by the City to the purchaser or purchasers on or about August 15, 2013, or as soon as practicable thereafter, in New York, New

York or at such other location as shall be mutually acceptable to the City and the purchasers, and, thereupon, said purchaser or purchasers will be required to accept delivery of the Bonds purchased and pay, in federal funds, the balance of the purchase price due. The Bonds will be accompanied by the customary closing documents, including a no-litigation certificate, effective as of the date of delivery, stating that there is no litigation pending affecting the validity of any of the Bonds. It shall be a condition to the obligation of said purchaser or purchasers to accept delivery of and pay for the Bonds that, simultaneously with or before delivery and payment for the Bonds, said purchaser or purchasers shall be furnished a certificate or certificates of an authorized member of the City Council, the Mayor and the Controller/Treasurer to the effect that, to the best of their knowledge and belief, the Official Statement (and any amendment or supplement thereto) (except for the Reoffering Information provided by the purchaser and information regarding DTC and DTC's book-entry system provided by DTC, as to which no view will be expressed) as of the date of sale and as of the date of delivery of the Bonds does not contain any untrue statement of a material fact and does not omit to state a material fact necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading and that between the date of sale and the date of delivery of the Bonds there has been no material adverse change in the financial position or revenues of the City, except as reflected or contemplated in the Official Statement (and any amendment or supplement thereto).

SIMULTANEOUSLY WITH OR BEFORE DELIVERY OF THE BONDS, THE SUCCESSFUL BIDDER FOR THE BONDS SHALL FURNISH TO THE CITY A CERTIFICATE ACCEPTABLE TO BOND COUNSEL TO THE EFFECT THAT (i) THE SUCCESSFUL BIDDER HAS MADE A BONA FIDE PUBLIC OFFERING OF THE BONDS AT THE INITIAL REOFFERING PRICES; AND (ii) A SUBSTANTIAL AMOUNT OF THE BONDS WERE SOLD TO THE PUBLIC (EXCLUDING BOND HOUSES, BROKERS AND OTHER INTERMEDIARIES) AT SUCH INITIAL REOFFERING PRICES.

The successful bidder shall also furnish to the City a certificate consenting to the appointment of The Bank of New York Mellon Trust Company, N.A., as successor trustee as the holder of the majority of the bonds outstanding under the Resolution.

Bond Counsel advises that (i) such certificate must be made on the best knowledge, information and belief of the successful bidder; (ii) the sale to the public of 10% or more in par amount of the Bonds of each maturity at (or below) the Reoffering Prices would be sufficient to certify as to the sale of a substantial amount of the Bonds; and (iii) reliance on other facts as a basis for such certification would require evaluation by Bond Counsel to assure compliance with the statutory requirement to avoid the establishment of an artificial price for the Bonds.

NOTE: The City may revise this Notice of Sale by written notice available to prospective bidders at the place of sale at the time for submission of bids or by publishing notice of any revisions on TM3 News Service ("TM3") at or before the time for submission of bids. Any bid submitted shall be in accordance with, and incorporate by reference, this Notice of Sale including any revisions made pursuant to this paragraph.

The City reserves the right to postpone, from time to time, the date established for the receipt of bids. Any such postponement will be announced by TM3 by notice given not later

than 1:00 p.m., Dover, Delaware local time, on the last business day prior to any announced date for receipt of bids. If any date fixed for the receipt of bids and the sale of the Bonds is postponed, an alternative sale date (the "Alternative Sale Date") will be announced via TM3 News Service at least 48 hours prior to such Alternative Sale Date. In addition, the City reserves the right, on the date established for the receipt of bids, to reject all bids and establish a subsequent Alternative Sale Date. If all bids are rejected and an Alternative Sale Date for receipt of bids established, notice of the Alternative Sale Date will be announced via TM3 News Service not less than 48 hours prior to such Alternative Sale Date. On any such Alternative Sale Date, any bidder may submit a bid for the purchase of the Bonds in conformity in all respects with the provisions of this Notice of Sale except for the date of sale and except for the changes announced by TM3 News Service at the time the sale date and time are announced. The Preliminary Official Statement, together with this Notice of Sale and the required form of proposal, may be obtained from the Controller/Treasurer, Donna S. Mitchell, City of Dover, 15 The Plaza Loockerman Street, Dover, Delaware 19903, (302) 736-7019 or from Geoffrey W. Stewart, Public Financial Management, Inc., Two Logan Square, 18th & Arch Streets, Suite 1600, Philadelphia, PA 19103, (215) 567-6100.

Such Preliminary Official Statement is deemed final by the City as of its date for purposes of SEC Rule 15c2-12 but is subject to revision, amendment and completion in the Official Statement referred to above.

By order of

CITY COUNCIL OF
DOVER, DELAWARE

BIDDERS MUST SUBMIT PROPOSAL FOR THE BONDS
PROPOSAL FOR
THE CITY OF DOVER, DELAWARE
$6,285,000 WATER AND SEWER REVENUE BONDS
SERIES 2013
Bid Date: August 6, 2013

City Council
The City of Dover, Delaware
Weyandt Hall
5 East Reed Street
Dover, Delaware 19901

Council Members:

Subject to the provisions and in accordance with the terms of the annexed Notice of Sale, which is made a part of this Proposal, we offer to purchase the $6,285,000* Water and Sewer Revenue Bonds, Series 2013 (the "Series 2013 Bonds"), described in such Notice of Sale, such Bonds dated August 15, 2013, to mature on July 1 in the several years shown in the table below, and to bear interest at the rate per annum set opposite such years, respectively:

Series 2013 Bonds

Year	Preliminary Principal Amounts*
2014	$335,000
2015	$325,000
2016	$330,000
2017	$335,000
2018	$350,000
2019	$360,000
2020	$365,000
2021	$385,000
2022	$405,000
2023	$415,000
2024	$215,000
2025	$225,000
2026	$235,000
2027	$245,000
2028	$260,000
2029	$270,000
2030	$285,000
2031	$300,000
2032	$315,000
2033	$330,000

* Final Maturity.

We will pay an amount equal to the Revised
Aggregate Principal Amount of the Bonds
plus a dollar premium in the amount of..... + _____

We agree, as a condition precedent to the consideration of our proposal, to provide the City a good faith deposit in the amount of $200,000 (the "Good Faith Deposit") upon notification of the preliminary bid award (the "Preliminary Award"). We further agree to transfer the Good Faith Deposit directly to the City upon notification of the Preliminary Award, but in any case, no later than 3:00 p.m., Eastern Standard Time, on the Award Date (as defined in the Notice of Sale).

If this proposal is accepted, said good faith deposit is to be held as security for the performance of this proposal, and is to be applied to the purchase price of the bonds when the bonds are delivered and paid for under the terms of this proposal, or is to be retained as and for full liquidated damages in case we fail so to take up and pay for the Bonds.

(NOTE: Not part of proposal. The following information is requested to expedite and facilitate prompt determination of the best bid. The omission or inaccuracy of these figures will not affect the validity of the proposal. The aggregate amount of interest from the date of the bonds to final maturity is $_____. The true interest cost calculated in accordance with the Notice of Sale is ____%.)

WE UNDERSTAND THAT (A) WE ARE TO PROVIDE A CERTIFICATION REGARDING THE PUBLIC SALE OF THE BONDS AS DESCRIBED IN THE NOTICE OF SALE ON OR PRIOR TO THE CLOSING DATE AND (B), IF NOTIFIED THAT WE ARE THE SUCCESSFUL BIDDER FOR THE BONDS, WE WILL BE REQUIRED TO ADVISE THE CITY OF THE INITIAL REOFFERING PRICES (AS DESCRIBED IN THE NOTICE OF SALE) FOR EACH MATURITY OF THE BONDS AT THE TIME OF SUCH NOTIFICATION. In this regard, you may contact and rely on the information provided by _____ _____ whose telephone number is _____-_____-_____.

_____
Bidder

By:_____

Title:_____

EXHIBT B

BIDS RECEIVED

See Attached

Bid Results

Dover
$6,285,000 Water and Sewer Revenue Bonds, Series 2013

The following bids were submitted using ***PARITY***® and displayed ranked by lowest TIC.
Click on the name of each bidder to see the respective bids.

Bid Award*	Bidder Name	TIC
✓ Reoffering	Robert W. Baird & Co., Inc.	3.291903
	Janney Montgomery Scott LLC	3.355692
	Piper Jaffray	3.439837
	PNC Capital Markets	3.505153
	M&T Securities Inc.	3.605423

*Awarding the Bonds to a specific bidder will provide you with the Reoffering Prices and Yields.

EXHIBIT C

FORM OF BOND

See Attached

FORM OF BOND

R-_____ $_____

STATE OF DELAWARE
THE CITY OF DOVER, DELAWARE
WATER AND SEWER REVENUE BONDS
SERIES 2013

INTEREST RATE	MATURITY DATE	DATED DATE	CUSIP

REGISTERED OWNER: CEDE & CO.

PRINCIPAL AMOUNT: DOLLARS

The City of Dover (herein called the "City"), a municipal corporation in the County of Kent, State of Delaware, for value received, hereby promises to pay, solely from the sources hereinafter described, to the Registered Owner identified above, or registered assigns, the Principal Amount identified above on the Maturity Date specified above, unless this Bond shall have been previously called for redemption and payment of the redemption price shall have been duly made or provided for in accordance with the hereinafter described Bond Resolution, and to pay (but only out of the sources hereinafter described) interest at the Interest Rate specified above on such Principal Amount from the interest payment date next preceding the date of registration and authentication of this bond, unless this bond is registered and authenticated as of an interest payment date, in which event this Bond shall bear interest from such interest payment date, or unless this Bond is registered and authenticated prior to the Dated Date, in which event this Bond shall bear interest from the Dated Date, or unless, as shown by the records of The Bank of New York Mellon, as Trustee (the "Trustee"), interest on the hereinafter referred to Bonds shall be in default, in which event this Bond shall bear interest from the last date to which interest has been paid, at the rate specified above payable semiannually on January 1 and July 1 of each year commencing on January 1, 2014, until payment in full of such Principal Amount, and to pay interest on overdue principal and, to the extent permitted by law, on overdue interest at the rate specified above. Principal of and interest on this Bond is payable in lawful money of the United States of America at the principal office of the City Treasurer, as Paying Agent, or its successor (the "Paying Agent"); provided, however, that payment of the semiannual interest hereon shall be made to the person in whose name this Bond is registered as of the close of business on the 15th day of the calendar month next preceding each interest payment date by check or draft mailed to such registered owner at such owner's address as it appears on the registration books of the Trustee, as Registrar, or at such other address as is furnished in writing by such registered owner to the Paying Agent.

This Bond is not a general obligation or debt of The City of Dover but is payable solely from the Net Operating Revenue of the Water and Sewer Facilities as provided in the Bond Resolution (as defined below) and the owner hereof has no right to compel the levy of any

tax for the payment of this Bond or the interest to accrue hereon. The City of Dover covenants and agrees with the holder of this Bond that it will keep and perform all of the covenants of this Bond and the Bond Resolution. The City of Dover has pledged the Net Operating Revenue of the Water and Sewer Facilities to the payment of principal and interest on this Bond.

This bond is one of a duly authorized series of revenue bonds of the City, designated "The City of Dover, Water and Sewer Review Bonds Series 2013", in the original aggregate principal amount of $6,125,000 (the "Series 2013 Bonds") issued pursuant to a Resolution adopted by the City on June 24, 2013, as consented to by a majority of bondholders on July 25, 2013 and as amended by a Ratifying Resolution adopted by the City on August 12, 2013 (the "Bond Resolution"), and an Authorizing Resolution with respect to the issuance of the Series 2013 Bonds adopted by the City Council on June 24, 2013 (the "Authorizing Resolution" and, together with the Bond Resolution, the "Resolutions") to provide funds in order to (i) finance certain water/wastewater capital projects, (ii) refund, on a current refunding basis, certain outstanding water and sewer bonds of the City, (iii) fund required reserves, if any, and (iv) pay the costs of issuance of the Series 2013 Bonds. Reference is hereby made to the Bond Resolution for the provisions, among others, with respect to the custody and application of the proceeds of Bonds issued under the Bond Resolution, the collection and disposition of revenues, the funds charged with and pledged to the payment of the interest on and the principal of the Bonds, the nature and extent of the security, the terms and conditions on which the Bonds of each series are or may be issued, the rights, duties and obligations of the City and of the Trustee under the Bond Resolution and the rights of the owners of the Bonds, and, by the acceptance of this bond, the owner hereof assents to all the provisions of the Bond Resolution. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Bond Resolution.

Series 2013 Bonds that mature on or before July 1, 2023 are not subject to optional redemption prior to their maturities. Series 2013 Bonds which mature on or after July 1, 2024 are subject to optional redemption commencing on July 1, 2023, as a whole at any time or in part on any interest payment date, at the option of the City, at par, plus accrued interest thereon to the date fixed for redemption.

If less than all of the Series 2013 Bonds of any one maturity shall be called for redemption, the particular Series 2013 Bonds or portions of the Series 2013 Bonds to be redeemed shall be selected by the Bond Registrar and Paying Agent in such manner as in its discretion it shall determine; provided that, so long as the Series 2013 Bonds are maintained in book-entry form, the selection of individual ownership interests in the Series 2013 Bonds to be credited with such partial redemption shall be made by DTC in accordance with DTC's then existing procedures.

Notice of any redemption, identifying the Series 2013 Bonds or portions thereof to be redeemed, shall be given not more than 60 nor fewer than 20 days prior to the redemption date, by first class United States mail to the registered owners of the Series 2013 Bonds to be redeemed at their registered addresses. Failure to mail any such notice or any defect in the mailed notice or the mailing thereof shall not affect the validity of any proceedings for the redemption of other 2013 Bonds for which notice shall be duly given. No further interest shall accrue on the principal of any Series 2013 Bonds called for redemption after the redemption date if notice of redemption has been duly mailed and redemption moneys have been deposited with or made available to the Paying Agent on or prior to the date set for redemption and the holders of such Series 2013 Bonds shall

have no rights with respect to such Series 2013 Bonds except to receive payment of the redemption price thereof and unpaid interest accrued to the date fixed for redemption.

If at the time of mailing of any notice of optional redemption the City shall not have deposited with the Paying Agent moneys sufficient to redeem all the Series 2013 Bonds called for redemption, such notice shall state that it is conditional, that is, subject to the deposit or transfer of the redemption moneys with the Paying Agent not later than the opening of business on the redemption date, and that such notice shall be of no effect unless such moneys are so deposited.

This bond is issued and the Bond Resolution was adopted under and pursuant to the Constitution and laws of the State of Delaware, particularly Chapter 111, Volume 52, Laws of Delaware, as amended by Chapter 340, Volume 57, Laws of Delaware, (the "Enabling Act").

Modifications or alterations of the Bond Resolution or of any resolution supplemental thereto may be made to the extent and in the circumstances permitted by the Bond Resolution.

This bond is transferable by the registered owner hereof in person or by his attorney duly authorized in writing at the designated office of the Trustee but only in the manner, and subject to the limitations and upon payment of the charges provided in the Bond Resolution, and upon surrender and cancellation of this bond. Upon such transfer, a new bond or bonds of the same maturity or maturities, interest rate or rates and of an authorized denomination or denominations, for the same aggregate principal amount will be issued to the transferee in exchange therefore. The City and the Trustee may deem and treat the registered owner hereof as the absolute owner hereof (whether or not this bond shall be overdue) for the purpose of receiving payment of or on account of principal and interest due on the Series 2013 Bonds and for all other purposes, and neither the City nor the Trustee shall be affected by any notice to the contrary. The City and the Trustee are not required (a) to issue, transfer or exchange any Series 2013 Bonds during the period beginning at the opening of business on the 15th day of the month preceding any interest payment date and ending at the close of business on the interest payment date, or (b) to transfer or exchange any Series 2013 Bonds selected, called or being called for redemption in whole or in part.

As declared by the Enabling Act, this bond shall be negotiable for all purposes, except as restricted by registration. This bond is issued with the intent that the Laws of the State of Delaware shall govern its construction.

All acts, conditions and things required by the Constitution and laws of the State of Delaware and the ordinances and resolutions of the City to happen, exist and be performed precedent to and in issuance of this bond have happened, exist and have been performed as so required.

This bond shall not be valid or become obligatory for any purpose or be entitled to any benefit or security under the Bond Resolution until the certificate of authentication appended hereto shall have been signed by the Trustee.

IN WITNESS WHEREOF, The City of Dover has caused this bond to bear the manual or facsimile signature of its Mayor and the manual or facsimile signature of its City Clerk, and has caused the City's corporate Seal to be printed or affixed hereon.

_____

Mayor

_____

City Clerk

(SEAL)

TRUSTEE'S CERTIFICATE OF AUTHENTICATION

This bond is one of the Bonds of the series designated therein and issued under the provisions of the within mentioned Resolution.

By: _____
The Bank of New York Mellon, as Trustee

_____
Date of Authentication

By: _____
Authorized Officer

ASSIGNMENT

For the value received, the undersigned sells, assigns and transfers unto _____ the within Bond and does hereby irrevocably constitute _____ attorney to transfer the said Bond on the books kept for registration of said Bond, with full power of substitution in the premise.

Dated: _____

_____
Signature of Registered Owner

NOTICE: The signature(s) to this assignment must correspond with the name as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatever.

Signature Guaranteed:

_____

NOTICE: Signature(s) must be guaranteed by an approved eligible guarantor institution, an institution which is a participant in a Securities Transfer Association recognized signature guaranteed program.

EXHIBIT D

BLANKET LETTER OF REPRESENTATIONS TO THE DEPOSITORY TRUST COMPANY

See Attached

Blanket Issuer Letter of Representations

[To be Completed by Issuer]

Sussex County, Delaware
(Name of Issuer)

December 20, 2005
(Date)

Attention: Underwriting Department — Eligibility
The Depository Trust Company
55 Water Street; 50th Floor
New York, NY 10041-0099

Ladies and Gentlemen:

This letter sets forth our understanding with respect to all issues (the "Securities") that Issuer shall request be made eligible for deposit by The Depository Trust Company ("DTC").

To induce DTC to accept the Securities as eligible for deposit at DTC, and to act in accordance with DTC's Rules with respect to the Securities, Issuer represents to DTC that Issuer will comply with the requirements stated in DTC's Operational Arrangements, as they may be amended from time to time.

Note:

Schedule A contains statements that DTC believes accurately describe DTC, the method of effecting book-entry transfers of securities distributed through DTC, and certain related matters.

Very truly yours,

Sussex County, Delaware
(Issuer)

By: Robert L. Stickels
(Authorized Officer's Signature)

Robert L. Stickels
County Administrator

302-855-7741

Received and Accepted:

THE DEPOSITORY TRUST COMPANY

By: James Jensen

SCHEDULE A

SAMPLE OFFERING DOCUMENT LANGUAGE DESCRIBING BOOK-ENTRY-ONLY ISSUANCE

(Prepared by DTC—bracketed material may be applicable only to certain issues)

1. The Depository Trust Company ("DTC"), New York, NY, will act as securities depository for the securities (the "Securities"). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee). One fully-registered Security certificate will be issued for [each issue of] the Securities, [each] in the aggregate principal amount of such issue, and will be deposited with DTC. [If, however, the aggregate principal amount of [any] issue exceeds $200 million, one certificate will be issued with respect to each $200 million of principal amount and an additional certificate will be issued with respect to any remaining principal amount of such issue.]

2. DTC is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds securities that its participants ("Participants") deposit with DTC. DTC also facilitates the settlement among Participants of securities transactions, such as transfers and pledges, in deposited securities through electronic computerized book-entry changes in Participants' accounts, thereby eliminating the need for physical movement of securities certificates. Direct Participants include securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is owned by a number of its Direct Participants and by the New York Stock Exchange, Inc., the American Stock Exchange, Inc., and the National Association of Securities Dealers, Inc. Access to the DTC system is also available to others such as securities brokers and dealers, banks, and trust companies that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). The Rules applicable to DTC and its Participants are on file with the Securities and Exchange Commission.

3. Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC's records. The ownership interest of each actual purchaser of each Security ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase, but Beneficial Owners are expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.

4. To facilitate subsequent transfers, all Securities deposited by Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co. The deposit of Securities with DTC and their registration in the name of Cede & Co. effect no change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC's records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Participants will remain responsible for keeping account of their holdings on behalf of their customers.

5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

[6. Redemption notices shall be sent to Cede & Co. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.]

7. Neither DTC nor Cede & Co. will consent or vote with respect to Securities. Under its usual procedures, DTC mails an Omnibus Proxy to the Issuer as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

8. Principal and interest payments on the Securities will be made to DTC. DTC's practice is to credit Direct Participants' accounts on payable date in accordance with their respective holdings shown on DTC's records unless DTC has reason to believe that it will not receive payment on payable date. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Agent, or the Issuer, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal and interest to DTC is the responsibility of the Issuer or the Agent, disbursement of such payments to Direct Participants shall be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners shall be the responsibility of Direct and Indirect Participants.

[9. A Beneficial Owner shall give notice to elect to have its Securities purchased or tendered, through its Participant, to the [Tender/Remarketing] Agent, and shall effect delivery of such Securities by causing the Direct Participant to transfer the Participant's interest in the Securities, on DTC's records, to the [Tender/Remarketing] Agent. The requirement for physical delivery of Securities in connection with a demand for purchase or a mandatory purchase will be deemed satisfied when the ownership rights in the Securities are transferred by Direct Participants on DTC's records.]

10. DTC may discontinue providing its services as securities depository with respect to the Securities at any time by giving reasonable notice to the Issuer or the Agent. Under such circumstances, in the event that a successor securities depository is not obtained, Security certificates are required to be printed and delivered.

11. The Issuer may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered.

12. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Issuer believes to be reliable, but the Issuer takes no responsibility for the accuracy thereof.

EXHIBIT E

CONTINUING DISCLOSURE POLICY

See Attached

CONTINUING DISCLOSURE POLICY
CONCERNING MUNICIPAL SECURITIES

Issued or Guaranteed by

THE CITY OF DOVER

Introduction

This Continuing Disclosure Policy (the "Disclosure Policy") is promulgated by adoption of a resolution by City Council on August 12, 2013 to ensure that The City of Dover, Delaware (the "City") efficiently carries out its continuing disclosure obligations with respect to the municipal securities it issues or guarantees, pursuant to Rule 15c2-12, as amended (the "Rule"), promulgated under the Securities Exchange Act of 1934, as amended.

Definitions

The definitions set forth herein shall apply to any capitalized term used in this Disclosure Policy unless otherwise defined herein. In addition to such terms and the terms defined above, as used in this Disclosure Policy, the following capitalized terms shall have the following meanings:

"Auditor" means the Auditor of the City.

"Assistant Finance Director" means the Assistant Finance Director of the City or the Acting Assistant Finance Director of the City. If those positions are vacant or eliminated, the Controller/Treasurer of the City shall be responsible for performing the duties of the Assistant Finance Director under this Disclosure Policy.

"CAFR" means the Comprehensive Annual Financial Report annually prepared by the City's Finance Department, which shall include, if prepared, a statement of net assets, a statement of revenues, expenses and changes in net assets and a statement of cash flow. All such financial information shall be prepared using generally accepted accounting principles and audited by a certified public accountant; provided, however, that the City may change the accounting principles used for preparation of such financial information so long as the City's Finance Department includes as information provided to the public a statement to the effect that different accounting principles are being used, stating the reason for such change and how to compare the financial information provided by the differing financial accounting principles.

"City" means The City of Dover, Delaware.

"City Council" means the City Council for The City of Dover.

"City Controller/Treasurer" means the Controller/Treasurer of the City.

"City Solicitor" means the City Solicitor or Acting City Solicitor of the City.

"Disclosure Documents" means the official statements, offering and reoffering circulars and similar disclosure documents prepared by or on behalf of the City in connection with the primary offering of its outstanding Obligations.

"Employee" means any person who, as part of his or her employment with the City, has regular responsibility for the administration of matters related to Obligations.

"EMMA" means the Electronic Municipal Market Access system of the MSRB. Information regarding submissions to EMMA is available at http://emma.msrb.org/.

"Event" means any of the events listed in Schedule 1 of this Disclosure Policy.

"Fiscal Year" means the fiscal year of the City, being the period commencing on July 1 and ending on the following June 30.

"Mayor" means the Mayor of the City.

"MSRB" means the Municipal Securities Rulemaking Board or any other board or entity which succeeds to the functions currently delegated to the Municipal Securities Rulemaking Board by the Rule.

"Obligations" means any municipal securities issued by, or whose payment is guaranteed by, the City. A list of currently outstanding Obligations is set forth in Schedule 2 of this Disclosure Policy.

"Operating Data" means the City's financial information and operating data disclosed pursuant to the City's Undertakings and this Disclosure Policy, and which shall consist of the information contained in the City's CAFR.

"SEC'' means the U.S. Securities and Exchange Commission.

"Undertakings" means those written undertakings of the City to file certain annual operating and financial information and notice of the occurrence of certain material events executed in connection with the primary offering of certain Obligations.

Annual Submission of CAFR

1. Not later than 275 days after the end of each Fiscal Year of the City, while any Obligations remain outstanding, the Assistant Finance Director shall submit or cause the City's CAFR to be submitted to the MSRB through EMMA.

2. The Assistant Finance Director shall provide copies of the CAFR to the City's Controller/Treasurer not less than ten (10) days prior to the above deadline for the submission of the CAFR to the MSRB.

3. Not more than five (5) days after the submission of the CAFR to the MSRB, the Assistant Finance Director shall provide to the City Controller/Treasurer written confirmation that the CAFR has been submitted and filed properly with the MSRB through EMMA.

4. In the event that the CAFR is not completed in time to submit the CAFR to the MSRB through EMMA within the time specified in paragraph 1 above, the Assistant Finance Director will file a notice of occurrence of such Event in accordance with the policy and procedures set forth below under "Reporting of Events," and in accordance with the Rule, and the City's CAFR shall be submitted as soon as it is available.

5. The CAFR may be provided to the MSRB through EMMA in one document or a set of documents submitted to the MSRB, or may be included by specific reference to documents available to the public on the MSRB's Internet website or filed with the SEC. The Assistant Finance Director shall clearly identify each such other document provided by cross reference.

6. The City's CAFR shall be prepared in accordance with generally accepted accounting principles as in effect from time to time and operating data and operating information ordinarily disclosed by municipal governments. The CAFR shall be audited by a certified public accountant prior to its submission to the MSRB.

7. The City's CAFR may be incorporated by reference to other documents, including Disclosure Documents of debt issues with respect to which the City is an "obligated person" (as defined by the Rule), which have been filed with the MSRB through EMMA or the SEC. The Assistant Finance Director shall clearly identify each such other document so incorporated by reference. In the event that the Assistant Finance Director determines to so incorporate by reference the CAFR, the Assistant Finance Director shall also file a notice through EMMA indicating that the City's CAFR for that year is contained in documents filed with the SEC or with the MSRB through EMMA.

Periodic Reporting of Events

1. The Assistant Finance Director shall file a notice of the occurrence of any Event or Events with the MSRB via EMMA with respect to any Obligations to which the Event or Events are applicable, in a timely manner not in excess of ten (10) business days after the occurrence of the Event. The Assistant Finance Director shall provide notice of such Event to the MSRB through EMMA, as required by the Rule. The Events to be disclosed are listed on Schedule 1 hereof, which the Assistant Finance Director is responsible for updating in a timely manner in the event that there are future changes to the Rule that result in additions, changes or deletions to the list of Events.

2. Not less than three (3) business days after providing notice of an Event to the MSRB, the Assistant Finance Director shall provide a copy of the notice submission filed with the MSRB to the City Solicitor and the City Controller/Treasurer, along with written confirmation that such notice submission was properly filed with the MSRB through EMMA, as required by the Rule.

3. Whenever any Employee obtains actual knowledge of the occurrence of an Event, that employee must inform the Assistant Finance Director and the City Solicitor in writing as soon as possible so that notice of such Event may be filed in accordance with Paragraph 1 of this Section.

Manner of Submission

The CAFR, Operating Data and Event notices required to be submitted to the MSRB pursuant to the Disclosure Policy shall be submitted through EMMA in an electronic format, and shall be accompanied by identifying information, including all relevant CUSIP identification numbers of outstanding Obligations, in the manner prescribed by the MSRB, or in such other manner as is consistent with the Rule. A description of such format and information as presently prescribed by the MSRB is included in Exhibit A hereto.

Disclosure Training for City Employees

1. The Assistant Finance Director is responsible for conducting annual training of City Employees regarding this Disclosure Policy. Such training shall include a complete review of this Disclosure Policy, the Rule, the Undertakings and the Events listed on Schedule I hereto, and shall include a complete overview of the City's obligations under the federal securities laws. Upon completion of the annual training, all City Employees will provide written certification that they have completed the annual disclosure training and that they have reviewed and understand the Disclosure Policy, the Rule, the Undertakings and the Events listed on Schedule 1 hereto, and that they will comply with the Disclosure Policy.

2. Not later than fourteen (14) business days after the end of each fiscal year of the City, the Assistant Finance Director shall provide annual written certification to the Controller/Treasurer that the annual disclosure training has been completed.

Public Statements Regarding Financial Information

Whenever officials of the City make statements or release information relating to its finances and operations to the public that is reasonably expected to reach investors and the trading markets (including, without limitation, all Event notices, statements in the CAFR, Operating Data and other reports and statements of the City), the City shall ensure that such statements and information are complete, true, and accurate in all material aspects. The Assistant Finance Director shall have primary responsibility for ensuring that such statements and information are accurate and not misleading in any material aspect. The Mayor, the Assistant Finance Director, the Controller/Treasurer, and the City Solicitor shall work together to ensure that all public statements and information released by the City are accurate and not misleading in all material aspects and that the City complies with all applicable requirements of the Rule regarding continuing disclosure.

Issuance

Whenever the City issues its Obligations, preliminary and/or final Disclosure Documents are prepared by or on behalf of the City. Each of these Disclosure Documents contains information relating to the City's finances. The Assistant Finance Director and Controller/Treasurer shall share primary responsibility for ensuring that all such information is accurate and not misleading in any material aspect. Each Disclosure Document shall be accompanied by a certification by the Assistant Finance Director that the information contained in the Disclosure Document regarding the City, as of the date of such Disclosure Document, does not contain any untrue statement of material fact or omit to state any material fact necessary to make the information contained in the Disclosure Document, in light of the circumstances under which it was provided, not misleading.

Additional Information

Nothing in this Disclosure Policy shall be deemed to prevent the City from disseminating any other accurate information using the means of dissemination set forth in this Disclosure Policy or any other means of communication.

Filing on EMMA

A copy of the current Disclosure Policy shall be filed on EMMA. If the Disclosure Policy is amended, such amendments will be filed on EMMA as soon as practicable after such amendments take effect. A current copy of the Disclosure Policy and any amendments will also be made publicly available on the City's web site.

Schedule 1 to the Disclosure Policy
List of Events

The SEC requires notification of the occurrence of any of the Events listed as (1) through (14) below with respect to any applicable obligation. Notification must be provided in a timely manner, but not more than ten (10) business days after its occurrence.

1. Principal and interest payment delinquencies;

2. Non-payment related defaults, if material;

3. Unscheduled draws on debt service reserves reflecting financial difficulties;

4. Unscheduled draws on credit enhancements reflecting financial difficulties;

5. Substitution of credit or liquidity providers, or their failure to perform;

6. Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB), or other material notices or determinations with respect to the tax status of the obligations, or other material events affecting the tax status of the obligations;

7. Modifications to rights of the holders of the obligations, if material;

8. Bond calls (other than mandatory sinking fund redemptions), if material, and tender offers;

9. Defeasances;

10. Release, substitution, or sale of property, if any, securing repayment of the obligations, if material;

11. Rating changes;

12. Bankruptcy, insolvency, receivership, or similar event of the School;

13. The consummation of a merger, consolidation, or acquisition involving the City, or the sale of all or substantially all of the assets of the City, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and

14. Appointment of a successor trustee or the change of name of a trustee, if material.

Schedule 2 to the Disclosure Policy

List of Outstanding City of Dover Obligations and Undertakings

$750,000 Water and Sewer Revenue Bonds (Series 2000-SRF)

$7,980,000 Water and Sewer Revenue Bonds (Series 2003)
Continuing Disclosure Agreement dated April 14, 2003

$3,430,000 General Obligation Bonds (Series 2003)

$22,200,000 Electric Revenue Bonds (Series 2008)
Continuing Disclosure Agreement dated July 15, 2008

$5,942,481 Water and Sewer Revenue Bonds (Series 2009-SRF)

$2,404,017 Water and Sewer Revenue Bonds (Series 2010-SRF)

$8,810,000 Electric Revenue Bonds (Series 2010)
Continuing Disclosure Agreement dated November 17, 2010

$765,060 Water and Sewer Revenue Bonds (Series 2011-SRF)

$4,700,000 General Obligation Bonds (Series 2012)

$6,125,000 Water and Sewer Revenue Bonds (Series 2013)
Continuing Disclosure Agreement dated August 15, 2013

EXHIBIT A

MSRB PROCEDURES FOR SUBMISSION OF CONTINUING DISCLOSURE DOCUMENTS AND RELATED INFORMATION

Securities and Exchange Commission Release No. 34-59061 (the "Release") approves an MSRB rule change establishing a continuing disclosure service of the MSRB's Electronic Municipal Market Access system ("EMMA"). The rule change establishes, as a component of EMMA, the continuing disclosure service for the receipt of, and for making available to the public, continuing disclosure documents and related information to be submitted by issuers, obligated persons and their agents pursuant to continuing disclosure undertakings entered into consistent with Rule 15c2-12 ("Rule 15c2-12") under the Securities Exchange Act of 1934. The following discussion summarizes procedures for filing continuing disclosure documents and related information with the MSRB as described in the Release.

All continuing disclosure documents and related information is to be submitted to the MSRB, free of charge, through an Internet-based electronic submitter interface or electronic computer-to- computer data connection, at the election of the submitter. The submitter is to provide, at the time of submission, information necessary to accurately identify: (i) the category of information being provided; (ii) the period covered by any annual financial information, financial statements or other financial information or operating data; (iii) the issues or specific securities to which such document is related or otherwise material (including CUSIP number, issuer name, state, issue description/securities name, date, maturity date and/or coupon rate); (iv) the name of any obligated person other than the issuer; (v) the name and date of the document; and (vi) contact information for the submitter. Submissions to the MSRB are to be made as portable document format (PDF) files configured to permit documents to be saved, viewed, printed and retransmitted by electronic means. If the submitted file is a reproduction of the original document, the submitted file must maintain the graphical and textual integrity of the original document. In addition, as of January 1, 2010, such PDF files must be word-searchable (that is, allowing the user to search for specific terms used within the document through a search or find function), provided that diagrams, images and other non-textual elements will not be required to be word-searchable.

All submissions to the MSRB's continuing disclosure service are to be made through password protected accounts on EMMA by: (i) issuers, which may submit any documents with respect to their municipal securities; (ii) obligated persons, which may submit any documents with respect to any municipal securities for which they are obligated; and (iii) agents, designated by issuers and obligated persons to submit documents and information on their behalf. Such designated agents are required to register to obtain password-protected accounts on EMMA in order to make submissions on behalf of the designating issuers or obligated persons. Any party identified in a continuing disclosure undertaking as a dissemination agent or other party responsible for disseminating continuing disclosure documents on behalf of an issuer or obligated person will be permitted to act as a designated agent for such issuer or obligated person, without a designation being made by the issuer or obligated person as described above, if such party certifies through the EMMA on-line account management utility that it is authorized to disseminate continuing disclosure documents on behalf of the issuer or obligated person under the continuing disclosure undertaking. The issuer or obligated person, through the EMMA on-line account management utility, is able to revoke the authority of such party to act as a designated agent.

The MSRB's Internet-based electronic submitter interface (EMMA Dataport) is at www.emma.msrb.org.