

MINUTES OF THE VILLAGE ARDENTOWN LEASEHOLDER MEETING
June 25th, 2018

This Special Meeting of the Village of Ardentown was requested in writing by a petition of Leaseholders on May 29th, 2018. The purpose of the Meeting is to discuss the development plans of the Ivy Gables leasehold (filed as 2209 Millers Rd and 2210 Swiss Lane) and to provide Mr. George Loudon, his hired or pro bono professionals, and the Trustees to make presentations regarding the plans that has been filed with New Castle Count and to allow for questions and comments from residents. The Meeting took place at the Candlelight Theatre at 7pm, with Annie Gutsche, Town Chair of the Village of Ardentown and Eugenia Hall, Acting Secretary in attendance. Sign in Sheets for all those in attendance are on file with the Village of Ardentown.

SECRETARY'S NOTE: This document is not a word for word record of the proceedings or a full transcription of my handwritten notes. It has been edited for clarity and in some cases brevity. Anything not in quotation marks may be paraphrased. The original handwritten notes will be provided to Town Chair of Ardentown for the Village's files. I certify that what follows is to the best of my ability an accurate and true representation of the content of the meeting.

- Eugenia Hall (Town Secretary of Ardencroft since 2001.)

HISTORIC REVIEW BOARD INFORMATION: Comments may be sent to the Historic Review Board until July 2nd, 2018. They should be addressed to Matt Rogers, NCC Department of Land Use at MTRogers@NCCDE.org

TOWN CHAIR ANNIE GUTSCHE'S OPENING REMARKS: Ivy Gables is a nice facility that is clean and well maintained and they have been very supportive of Ardentown and the local community by offering their facility for use as a meeting space for the Town Meetings and Committee Meetings. They have also hosted many events for the community in general. The Town Chair believes that everyone here has the best intentions and that a civil and respectful discussion of the plans and with a chance to ask questions and relate concerns will be beneficial and informative for all parties involved. An Agenda was presented and approved by the Town Meeting.

PRESENTATION BY IVY GABLES: In attendance from Ivy Gables were Mr. George Loudon, his wife Tammy Loudon, Tim Anderson (Project Engineer), and Rosalyn Keesee (Architect). Mr. Loudon apologizes for not presenting the exploratory plan to the Leaseholders and Trustees prior to giving it to the Historic Review Board. Changes have been made to the expansion and development plan since it was first submitted to the HRB in response to both the HRB's concerns and to their fellow leaseholder's concerns. Rosalyn Keesee gave a slide presentation with the pictures shown to the HRB and pointed out the differences between the current plan and that presentation. There were several critical changes made the first of which is that the position of the proposed additional building has been changed to be 15" back and 10" over to help maintain the views of the mansion. In addition, the exterior of the proposed addition has been changed to add more stonework to blend in better with the mansion. The Station Path is now clearly marked on the plan and will not be infringed on in any way. It remains owned by the Ardentown Trust and is not a part of the Ivy Gables Leasehold. It was noted that the parking that currently exists is sufficient for residents and staff and will not need to be expanded. The new building will have a secure dementia / memory care unit and common areas on the first floor and independent or assisted living apartments on the 2nd floor which are like what they already offer. The new entrance area will provide a sheltered drop off / pick up area for residents to protect them from inclement weather. The back gardens will be preserved and maintained for both residents and community members to enjoy. The Miller Rd side of the building will have

enhanced design elements that fit in better with the surroundings such as more stonework. The general style of the addition will be Tudor, with stucco walls and wood trim. The lighting and fencing that is added will be like they already have on site. They do not believe it is possible to alter the position of the new building any further and still be able to have the secure dementia / memory care unit function efficiently and correctly. Not shown in the slides and architectural renderings presented were all the plantings and landscaping that will be retained or added. They insist that part of the charm of the facility is its gardens and settings and they wish as much as possible to maintain that for their residents and the other leaseholders.

LEASEHOLDER QUESTIONS AND COMMENTS TO THE IVY GABLES TEAM

(Note – Answers may have been given by any member of the Ivy Gables Design Team as listed previously, or multiple members depending on the question and what it involved)

Question by David Dagers: How will the expansion of Ivy Gables change the number of beds, staff, and residents on site.

Answer: The current facility has 24 apartments each housing 1 resident. The addition would have 9 units in the secure dementia / memory care wing each of which could house either 1 or 2 people depending on circumstances (a couple perhaps). It would then have a further 20 regular apartments housing 1 person each. This would bring the total number of residents to a minimum of 53 residents and a maximum of 62. Current staff levels are 8-10 during the day and 2-3 at night. Once fully occupied the new staff levels are expected to be 8-10 during the day and 5 at night.

Question by Alison Wakelin: How long do they expect everything to take and can the company afford to finish it even if the economy goes bad?

Answer: 12 – 14 months, and yes, they can afford it even if the economy gets worse.

Question by Joe Grippe: Is there a requirement for fencing around the secure memory unit?

Answer: There will be fencing around the outdoor area of the secure dementia / memory care area for the safety of the residents, but there will not be additional fencing around the rest of the expansion or the facility in general.

Question by Joe Grippe: Asked about the basic process for how plans are submitted and when changes can be made to them. Specifically, can changes be made after the exploratory plan has been submitted?

Answer: The exploratory plan has been submitted and changes have already been made to it as detailed in the presentation. Changes can continue to be made to it if necessary or desired until it is formally approved. At that point the Record plan application will be submitted which contains construction details like site elevation and grading, drainage, storm water etc. The Record plan must also be approved before construction is started.

Question by Judith Kay McClintock: Commented that she appreciates Ivy Gable's support of community events in the past and then asked how many 100-year-old Cedar and other large trees will be destroyed by the expansion and the proposed new driveway?

Answer: The plan was designed to minimize cutting trees down whenever possible. Trees that are deemed damaged and diseased trees can be removed without replacement,

as can some that are not considered to be large. There will be a landscape plan detailing the exact number and placement of trees to be removed but it is not available yet, so an exact number cannot be given at this time. The Ivy Gables team will get back to the town with the exact number of mature Cedars that will be cut down once they know. Trees that are considered specimen trees will be preserved if possible and if they must be removed they will be replaced with trees that are appropriate to the area (native species etc. vs non-native) planted elsewhere on the property. Trees removed in the ½ acre that is being affected of the 1.79-acre section marked as “mature forest” on the plan will be replaced elsewhere. The goal is to limit the number of trees removed and to plant appropriate trees to replace those that must be cut down. It was specifically noted that the orange dots that the surveyor placed on trees were merely to mark that they had been surveyed and are NOT an indication that the tree will be removed. The Ivy Gables team regrets that there was confusion regarding the marks and wishes that hadn’t happened.

Question by Katie Donovan: Has there been a traffic study done for Miller Rd?

Answer: No, a traffic study is not required by New Castle County for this project. Mr. Loudon noted that there were cards on the tables at the Candlelight Theatre saying that advertising on them could reach 20,000 people a year and that there is no way the expansion of Ivy Gable will be anywhere near that number. While there will be an increase in staffing numbers the majority of residents do not have a significant number of visitors and even those visited regularly don’t generate much traffic and residents don’t have cars of their own. In his opinion the Candlelight Theatre will always have significantly more traffic compared to Ivy Gables.

Question by Janet Cosgrove: Why do you need multiple entrances to the facility and why do you need to add a road that intersects at the curve of the smallest road in Ardentown?

Answer: New Castle County and DelDOT were strongly against them adding an entrance off Harvey Rd for safety reasons. A variance would have been needed to do so and it was made clear that it would not be approved.

Question by Janet Cosgrove: What about additional lights and signage, where would those be placed and how much will be added?

Answer: There will be additional lights added to the area of the lane and parking lot however they will follow NCC rules regarding light levels and being oriented and shaded in such a way as to minimize the impact on neighbors. No additional signage is planned.

Question by Janet Cosgrove: With the removal of Station Path from your plan your parcel is only 4.4 acres, is that big enough to meet the County requirements for the addition.

Answer: The area the path was on was very small and the clarification that it is not part of the parcel doesn’t change the fact that NCC requires a 5-acre parcel for a building of this size. With or without the path the parcel was under the threshold and would require a variance from the NCC Board of Adjustment.

Question by Janet Cosgrove: Do you expect to expand the facility further after this expansion. Will you develop the farmhouse or carriage house?

Answer: No to expanding by building more buildings. This expansion already requires a variance from the Board of Adjustment due to the size of the lot its being built on. Getting another variance would probably not be possible even if they wanted to try. Ivy Gables maintains that this expansion is necessary for financial reasons and financial viability in the future and that it is operating at a loss currently. There are no plans to develop the farmhouse further. The carriage house may be remodeled in the future to fit a few units inside but there are no plans to do so at this time and they intend to use it as storage space.

Question by Joan Fitzgerald: At what points does this exploratory plan go back to the county?

Answer: The Trustees will have to sign off on the application for the Record and Construction Plans.

Question by Terri Hansen: This plan reorients the main entrance to a narrow one-way road with a bus stop on it. The parking lot is on the opposite side of the facility from the proposed new entrance. Why?

Answer: Due to the elevation of the land they were unable to put a covered entrance for resident drop off / pick up that was sheltered from the elements by the parking area. By locating it where it is on the plan they can not only provide that benefit to residents but also increase the visibility of the facility to those traveling on Harvey Rd and possibly make it easier for people looking for the facility to find them.

Question by Terri Hansen: While this design lets you benefit from the placement and keep the gardens you planted there are a lot of cons for the community including reduced visibility of the historic farmhouse.

Answer: Mr. Loudon replied that the design team has done the best they could with the placement of the addition, and the only reason people can see the mansion now is because they (Ivy Gables) cleaned up the forests.

Comment by Terri Hansen: The only former faculty that financially failed was the previous one due to the death of the owner.

Reply: Mr Loudon replied it was still a failure, the owner had let it fall into poor condition. The nursing home owned by the Church failed, they closed it due to finances. Without the expansion there is the risk that Ivy Gables will fail too. If the community doesn't want Ivy Gables to be there, then they can buy the property back but for them to stay they must expand. There were 5 offers for the facility the last time it went up for sale, and Ivy Gables bought it. They were determined to be the best offer, but they made the offer based on the ability to expand.

Question by Joe Grippe: He moved here (Ardentown) for the participatory government and he appreciate that Ivy Gables has come to this meeting tonight and is participating. However, the residents of Ardentown are worried about the future, this is their home. The Eden Rock plan had a 200 ft buffer to protect the historic areas. On this plan where does that buffer originate?

Answer: The 200 ft historic buffer (specified in article 15 of the UDC) originates at the outside wall of the farmhouse. (A specific point on the plan was pointed to at this time for attendees but cannot be replicated in these minutes).

Question by Joe Grippe: Construction equipment can cause damage to roadways in a power of 4 by weight compared to regular cars. Since the Town currently pays for the upkeep of the roads has IG done a cost analysis of how the construction will impact the roads.

Answer: No cost analysis has been done for how much the construction phase and increased deliveries or traffic might impact the roads used.

Comment by Barbara Conway: (This is condensed from her prepared statement as read at the Meeting, her entire statement will be filed with the handwritten notes). "I am glad that Ivy Gables is in the process of expanding their business, I hope in a way that makes in profitable and in a way that maintains the intentions and ideals on which Ardentown was founded. I would like to see Ivy Gables become a successful business and a great neighbor." ... "As the largest leaseholder in Ardentown, Ivy Gables pays a significantly higher percentage of the total amount of land rent collected than other leaseholders. If Ivy Gables land rent was not paid, it could have a detrimental impact on Ardentown" ... "Ivy Gables is also privately owned and has no obligation of disclosure like a publicly owned company has. As such I would like to see a combination of increased communication and disclosure from the Ivy Gables team, and increased oversight of Ivy Gables by the Ardentown Trustees and leaseholders. My suggestions on how to do this are:

1. To have an annual meeting led by the Ivy Gables team for the Ardentown Trustees and leaseholders.
2. To have an independent auditor hired annually by the Trustees to audit Ivy Gables' financial records and short and long-term business plans.
3. For Ivy Gables to provide the Trustees and leaseholders with the names and biographies of all officers, directors, owners, and executives of the business.
4. For Ivy Gables to provide immediate notification to the Trustees should they decide to sell their business or being the sale / due diligence process with potential buyers.
5. For there to be a signed contract between Ivy Gables and the Trustees in which Ivy Gables is required to provide 6 -12 months of notice should they decide to close.
6. For Ivy Gables to provide information to the Trustees and leaseholders on annual inspections of their facility such as those by OSHA, DNREC, the EPA and others regarding workplace safety and the proper storage, handling and disposal of biological and hazardous wastes.
7. For Ivy Gables to provide to the Trustees and leaseholders information on their workplace policies and employment practices.
8. For Ivy Gables to provide to the Trustees and leaseholders information on their resident to employee ratio.
9. I would also like similar information and oversight on The Candlelight Theatre.

No Reply

Question by John McCormick: You only own the lease and not the property?

Answer: Yes.

Comment by John McCormick: Your facility is nicer then the others I've seen.

No Reply

Question by Janet Cosgrove: Will the addition have a basement?

Answer: No, it will be built on a slab concrete foundation.

Comment by Janet Cosgrove: Residents are being negatively impacted by this in several ways including real estate values of the surrounding leaseholders and the increased light levels from the additional commercial lighting.

No reply.

Comment by Warren Butt: He believes we are perhaps not being fair to the facility. It's a lovely place that residents of the 3 Ardens can choose to live in, they host community events and the residents of Ivy Gables are part of our community. He still thinks the design could have been changed to make it more compact and impact the neighboring leaseholders less. He thinks there needs to be a lot less anger and then we can make this work to benefit all.

No reply.

Question by Christiana Dobrzynski: I'm not opposed to Mr. Loudon's Ivy Gables, but I am opposed to this plan in part because it was a surprise to so many and more information and transparency would have helped. What steps were taken with the Trustees and why didn't Ivy Gables inform the town sooner, it would have been so much better.

Answer: A preliminary plan of the expansion had been posted at functions they hosted at Ivy Gables. Mr. Loudon acknowledged that Harry Themal had scolded him for not giving more information to residents sooner. The hope had been to get feedback from New Castle County regarding the plans before working with the town and the residents. The plan backfired, and he apologizes for that. Ivy Gables is trying to work with the town and not jeopardize the needed elements of the floorplan and their residents while still cooperating with Ardentown. They want room for paths and gardens for their residents to use and enjoy.

Question by Christiana Dobrzynski: What stage are we at in the process?

Answer: There are 4 public meetings left with the County, comments are open with the Historic Review Board until July 2nd, 2018 and everyone is welcome to call or contact Mr. Loudon and his wife directly with your comments and concerns.

Question by Terri Hansen: Would you volunteer to submit to a traffic study to answer questions and calm resident's fears regarding the project.

Answer: Mr. Loudon replied he would answer that question later.

Question by Elaine Schmerling: The expansion provides the positive benefit of possible employment opportunities. But why can't you put the buildings in an "L" shape, the parking lot is so empty and rarely used by residents.

No Reply.

Question by Janna Schefflen: How will storm water management be addressed?

Answer: It will be addressed in the next phase of the plan (Record Plan). The design is expected to be like a rain garden, with plantings and mulch to absorb the water.

Question by Joe Grippe: Have you made any deals for the future use of Station Path.

Answer: No.

Comment by Warren Butt: Traffic is a major question. His Mom lives at Ivy Gables and enjoys it there, but he hopes they will do a traffic study to allay resident's and leaseholder's fears.

Reply: Mr. Loudon replied that he wants to know how much a traffic study will cost him before he agrees to do one. He maintains that The Candlelight Theatre will always get way more traffic than Ivy Gables does, even after the expansion. Additionally, New Castle County does not require a traffic study. The Ivy Gables team believes that the increase will be minimal.

Comment by Warren Butt: The construction phrase worries residents, particularly how it will affect the one lane road.

Reply: Mr. Loudon said they will look at what doing a traffic study will cost. Yes, there will be more traffic during the construction phase, but once that is over the increase to traffic will be minimal. If they damage something (roads) during the construction phase they will help fix it. He notes that he has fixed potholes on Swiss Lane before.

Comment by Judith Kay McClintock: A person has to be very wealthy to stay at Ivy Gables. Most people she knows can't afford 6k plus a month to live there. It would be nice if they had Medicaid beds available so that local residents who weren't as wealthy could live there too.

No reply.

Comment by Zach Stevenson: He hopes there will be more community input in the design process in the future?

No reply.

Comment by Janet Cosgrove: Wonders if they are developing this for future sale to commercial interests. She quoted Governor Peterson of Delaware, "Once animal and plant habitat is lost, it's lost forever."

No reply.

Question by Hardy Hoegger: He is glad Ivy Gables is here and that they take part in hosting community events. He is also glad that Station Path will stay for everyone to use, it is the most important path in Ardentown. What are the plans for the corner of Harvey Rd & Millers Rd, parallel to the Memorial Gardens.

Answer: No plans except to maintain it. No buildings are planned for there.

TOWN CHAIR ANNIE GUTSCHE: A reminder to residents that you can comment to the Historic Review board until they close commenting on July 2nd, 2018 and that you can always contact Mr. Loudon with further questions and concerns.

TRUSTEE'S STATEMENT READ BY HARRY THEMAL: (Taken directly from the written statement as read and presented to the Secretary) "Since some of you are new to Ardentown, I

think it's worthwhile to trace the history of our largest leasehold. The Grubb-Harvey farm house, which University of Delaware students traced to before 1790, and the surrounding land, were first leased as a single parcel in 1923, shortly after Ardentown was created out of farmland. The leasehold was used as a residence by several families until the estate of the last owner sold it to the YMCA in 1962. The Y built a gym and used the farm house and carriage house for classes and other activities. Children from the old Arden School, for example, used the gym. The Y sold it in 1986 to the Church Home foundation, which operates Ingleside in Wilmington. It tore down the gym and built an assisted living facility that it called Kamin on the footprint. It's still there today. One lot at the corner of Harvey Rd and Swiss Lane was retained by the trustees for the Memorial Garden. Ingleside abandoned the facility when it was not allowed to build a large new building along Swiss Lane. In 1999 the lease was sold to Mark Roth, who had a senior living consulting business, and planned to use the renamed Eden Rock as a demonstration facility. Roth died suddenly, and the property went into bankruptcy. It stood empty for 16 months as the Trustees and Village tried to find a use for it, all the time getting no rental but still having to pay the school and county taxes. Finally, in November 2012 it was sold to George and Tammy Loudon, who operate a senior living facility in Souderton, PA. Their lease specifically allowed the possibility of building a wing to house more residents. The lease was explained to the November Town Meeting and discussed in the lead article in the December Arden Page. A copy of the Arden Page is here (not included in this document). At the time Loudon said he hoped to build a wing at right angles the next year, 2013 possibly using the original architect. And here we are 5 years later. While the Trustees had occasional discussions with George, the first they knew that actual plans have been completed was when I, representing the land-owner Trustees, signed a form required by the county for it to consider the exploratory sketch plan for a minor land development. The first time the Trustees saw the construction plans was at the Historic Review hearing. The Trustees, leaseholders and residents of Ardentown should have been involved long before now. – Trustees of Ardentown, June 25th, 2019.”

LEASEHOLDER QUESTIONS AND COMMENTS TO THE TRUSTEES

(Note – Answers were primarily given by Trustee Harry Thernal but may have been given in part or whole by any Trustee or by Ted Rosenthal (legal advisor) unless specifically attributed otherwise.)

Question by Sue Mearkle: Is there any possibility we can widen Miller's Rd onto the leasehold (Ivy Gables) to make transit easier?

Answer: Maybe.

Question by David Dagers: Will it be expanded later, does the County have any min – max size on buildings?

Answer: They can't add another building due to the lot size.

Question by David Dagers: Will they try? What about if they built a basement?

Answer: The square footage for the expansion in this plan is already more than the County allows and will require a variance to build. Any further expansion would require another variance which is very unlikely to be granted.

Question by Hardy Hoegger: There have been many discussions in the past about the Eden Rock and YMCA footprints, how does this relate to them.

Answer: Ivy Gables is on the YMCA building footprint, but the footprint of the leasehold is different now.

Comment by Joan Phibbs: The water runoff in the area is already damaging the Glen and she worries about what damage the increased runoff from this project will do.

No reply.

Question by Judith Kay McClintock: In 1977 when Kamin proposed a large expansion 100% of residents were opposed to it. They were worried then about increased noise, light, traffic on Swiss Lane, the loss of Ginkgo trees and other trees, the impact on land rent, and the impact of having a large commercial institution in a small village. Why did the Trustees forget the historical disapproval and why didn't they talk to the Town first before saying yes to the application for expansion plan?

Answer: Because in 2012 at a Town Meeting the Trustees told the town the lease was sold with the permission for expansion included in the lease. This is noted in the Minutes from the November 2nd, 2012 Ardentown Town Meeting which can be requested from the Town Secretary if desired. The December 2012 Arden Page also had an article about the sale and it too noted that they intended to expand, and permission had been granted as part of the lease.

Question by Terri Hansen: Why wasn't Ardentown told there were 5 offers on the table for the property before it was sold to Ivy Gables with permission for expansion as part of the lease / plan?

Answer by Ted Rosenthal: The facility was in bankruptcy so various government agencies had some say over the sale, including Mark Roth's creditors of which Ardentown (the Trust) was one.

Question by Terri Hansen: The Trustees had some input, why wasn't the Town consulted then?

Answer by Ted Rosenthal: The facility was in bankruptcy so various government agencies had some say over the sale, including Mark Roth's creditors of which Ardentown (the Trust) was one.

Question by Janet Cosgrove: (Handed out a copy of the lease between the Trustees and Mr. Loudon from 2012). In Section 6, the Trustees pre-approved an expansion. If New Castle County approves the exploratory plan is that it? Is there no point where Town approval is needed? Does the town have no say on vote on this?

Answer: The Town and Trustees never need to approve leasehold development, its entirely New Castle County's right. Ted Rosenthal thinks that the Trustees should tread very lightly to the point of non-existence on land use issues. It should be a County issue. What was preapproved was the idea that an expansion would happen. The previous owner owed approximately \$40,000 in land rent. They wanted a good leaseholder who could afford to maintain the property. Ted Rosenthal thinks most of the upset is due to the surprise. There is nothing the Trustees can do to prevent residents from going to the New Castle County meetings to object to this expansion if they want to. He believes that in the past 25 years or so there was only 1 objection or hint of one made by the Trustees regarding land development and it was in Arden not Ardentown, and procedural in nature. But yes, this lease is different then others because the right to an expansion was included as a clause in the lease unlike other leases.

Question by Joe Grippe: When did Harry Thernal see the exploratory sketch for the first time?

Answer by Harry Thernal: At the end of April.

Question by Joe Grippe: Were you aware of the extinguishment of the Station Path and its removal at that time?

Answer by Harry Thernal: No, I wasn't.

Question by Joe Grippe: Why was it (Station Path) not noticed as missing?

Answer by Harry Thernal: I did not look at the plan at that time. I just signed off on the application. While it had a sketch on it, it was very small in size and the Trustees were unable to see the details on it and thus did not notice the path had been removed.

Question by Joe Grippe: Should 2 signatures be required and information more fully inspected before signing off on plans?

Answer: Maybe.

Question by Joe Grippe: Can a common use area such as a path be given to a leasehold?

Answer by Harry Thernal: Trustees can get rid of any part of the Trust through gift or sale.

Question by Jeana Carey: What is the process from here on out, is there a timeline or list of events where leaseholders and residents can give more input?

Answer: There isn't a set timeline or list, its largely dependent on New Castle County scheduling things.

Question by Jeana Carey: Can a sequential list be given to Ardentown leaseholders regarding all points and places where input can be given, and we know where we are in the process?

Answer by Drew Hansen: There is no real, formal, process and list. New Castle County really controls most of the process and decides when things take place. There is no formal Ardentown process for determining what a leasehold can do.

Statement by Town Chair Annie Gutsche: In response to resident's request she will try to get some sort of list composed detailing the process (largely New Castle County's) and the steps left and will try to distribute it in some fashion, possibly in the Arden Page or on the Ardentown website.

Question by Janet Cosgrove: Is it true that the leaseholders have no actual vote on the plans and the expansion.

Answer: Yes. No leaseholder gets to vote on another leasehold's development, ever.

Question by Janet Cosgrove: Do the Trustees have any control?

Answer: Some, they get to review plans but ultimately it is up to New Castle County to decide.

TOWN CHAIR ANNIE GUTSCHE CLOSING STATEMENT: Moving on to the last point of the Agenda, Leaseholder Discussions. Is there anything that we need to discuss that has not already been discussed? (Resident response – verbal vote for “No”.) If not, then the special Leaseholder Meeting is adjourned.

Meeting adjourned.
Submitted,

Eugenia Hall, Acting Secretary