

**Town of Milton
Planning & Zoning Meeting
Milton Library, 121 Union Street
Tuesday, October 4, 2011
7:02 pm**

**Minutes are not Verbatim
Transcriptionist: Helene Rodgville**

1. Call Meeting to Order
2. Roll Call of Members

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|--------------|-----------------------|
| Gene Steele | Present |
| Bob Heinrich | Present |
| Lynn Ekelund | Present |
| Don Mazzeo | Present (Chairperson) |

Don Mazzeo: These are all of the members of the Commission currently. All others have either resigned or not been reappointed. Excuse me, we still have one that is out on medical, Dick Grieg.

3. Additions/Corrections/ to the Agenda

Don Mazzeo: Do we have any additions or corrections to the Agenda for tonight. Before we go to that approval, I'm going to make a comment, that we are going to change the sequence of the items on the agenda. It is my opinion and the opinion of this commission that the presentation by the applicant, Dogfish Head, would be made first, before any public comment. Given the opportunity for Dogfish Head to present their views, their commentary and the reasoning behind what they're planning on doing; before you and the public can sit here and say why aren't you doing this, why aren't you doing that. They will now have the opportunity to present that viewpoint and their application to us. With that, do we have an approval on the agenda?

4. Approval of agenda

Lynn Ekelund: Move to approve the agenda.

Gene Steele: Second.

Don Mazzeo: All in favor say aye. Opposed. The agenda is approved, as modified.

5. Approval of minutes of July 19, 2011

Don Mazzeo: We need an approval of the minutes of July 19, 2011.

Lynn Ekelund: Move to approve the minutes of July 19, 2011.

Gene Steele or Bob Heinrich?: Second

Don Mazzeo: All in favor say aye. Opposed. Minutes are approved.

7. Business

- b. **Rezoning Application**

Discussion and possible vote on whether to recommend approval or disapproval of an application from Dogfish CVI, LLC for the rezoning of the parcel in Cannery Village

Phase 3A further identified by Sussex County Tax Map and Parcel # 2-35-20.00-53.00. The proposed rezoning would change the zoning designation from R1/LPD (Residential/Large Parcel Development District to LI (Light Industrial)

Don Mazzeo: This is now in the hands of who is going to be representing Dogfish and what we're looking for is name.

Mark Dunkle, I am an attorney with Parkowski, Guerke and Swayze with offices in Dover, Georgetown and Wilmington. I'm out of the Georgetown office. I'm here on behalf of the applicants. Technically, the applicant tonight for the rezoning, technically is Dogfish CVI LLC, a limited liability company; the manager is Nicholas Benz, with member, Sam Calagione, who are both here. Also with me is Bob McLeash, with White House Construction; White House has been before you in the past; helped accomplish the recent expansion of the Dogfish Brewery, here in Milton. This is a rezoning application of approximately 39.6 acres. It's tax parcel 2-35-20.00-53.00. I've sent you sort of an Executive Summary of my comments in my letter to the Planning & Zoning Commission of September 12, 2011 and like most lawyers, I'm going to bore you with a little bit of the detail and then turn it over to Nick Benz, who can really give you a more fact filled presentation. But, for the legal requirements, this is a rezoning application to rezone this property from R-1 LPD to LI (Light Industrial) and we believe that the application is compliant with Delaware Code. Title 22 § 303 of the Delaware Code regulates municipal rezonings and that's what this application is tonight is, of course, a rezoning. Basically the purpose of this rezoning is so that the Dogfish business can continue to thrive and to grow and serve it's business interests and help be an economic generator within the Town of Milton. To do that, they need some more space. The legal requirements for this rezoning, of course, are to convince you and the Town that this rezoning will have a positive and not a negative affect on this property and the surrounding properties. The test for that really is it's impact on demands on public services; schools, roads, water and sewer. We submit that this rezoning, from Residential, at least at the last time this property came before you and the Town, was slated for over 150 residential units; this rezoning eliminates residential units on this property. That elimination would reduce the demand on public services; water, sewer, schools, roads. A lot less people, not residents. This rezoning, by allowing the LI uses that are permitted and by your Code, you've already defined Light Industrial to mean in it's list of uses; uses that are already deemed compatible with nearby residential uses in the Town. It will reduce truck traffic in Town. It will actually reduce the truck traffic generated right now by the Dogfish Brewery; because the intention is to move the warehousing portion of that facility to the new property; so there will be a new traffic pattern and I think the neighbors, who I've had the pleasure of meeting in years past, will have a lot less truck traffic if this rezoning is approved and the adjacent property is utilized. Some of the rest of the legal tests are does the rezoning help reduce the overcrowding of land? Again, the answer is yes, because it would eliminate residential uses. Does it avoid the undue concentration of population? Again the answer is yes, because we're not going to have anybody living there. Is it in keeping with the general character of the immediate vicinity? And again, the answer to that is yes. The immediately adjacent parcel to the property we would like to be rezoned, is zoned Light Industrial; that's the Dogfish Brewery; so that's a next door neighbor of this property; so you really will have a continuation of a use that you've already found and the Town has already found in year's past, to be compatible with this area; so yes we believe that the

rezoning to LI is compatible to the character of the immediate vicinity. It's also compatible with it's neighbor, one of the neighboring properties is the Wilkins Farm and my understanding is that it's in some part of the AG Presentation Program; so it's not going to be developed residentially; not having a dense residential development immediately adjacent to the Wilkins Farm also is in keeping with the area. We submit to the Planning Commission and then to the Town Council that indeed, this application for the rezoning of this parcel, is consistent with Delaware Code and it proposes uses that are recognized in your Town Code as compatible. In fact I would quote, "the LI-1, the Light Industrial District, is meant to delineate areas that are suited for limited types of manufacturing and industrial uses which are compatible with adjacent residential and other uses." In the laundry list is warehousing and all the other things that are allowed. We really think this is appropriate and is compatible. You've got a living example right now in the Dogfish Brewery. I think the State Planning Office would tell you that you've done a great job allowing an industry where people can walk to work. Many people do, as I understand it, that work at Dogfish; that help keep a generation of good tax base within the town and this really would be a continuation of that; along with the elimination of additional residential units that do tax the town. I would also point out that, at least by current housing start statistics; housing starts for this year are the lowest they've ever been in the United States since 1947; the definition of normal housing starts in the last few years; this year it's 50% of normal; so the suggestion is that even though the property that we are seeking to rezone is currently zoned residential, it's highly unlikely that any residential units would be built on this property anytime soon if not in a generation; given the change in the economy and the change in the status of residential development. So rather than allow property within the town limits to lie fallow; put it to good use. We think this is an excellent use. It's a good readaptive use, if you will, to make this change. Times have changed and plans change and we think this is a complementary change to the Town. Enough boring lawyer talk. I would like to ask Nick Benz to come up and tell you their vision and some of the reasons why they would like to go forward with this rezoning, Mr. Chairman. Thank you very much.

Nick Benz: I'm the Chief Operating Officer of Dogfish Head Craft Brewery. I'm also a member of Dogfish CVI LLC, which is a sister entity that purchased the land from Chestnut Properties recently, in the past few months. I'm going to answer a few questions up here and ask a question, which I think is on everybody's mind and then I'm going to give you some answers to that, that hopefully flush out a lot of where we're going; why we did this; what we're going to do with it; what we might do with it in the future; above and beyond what our immediate needs are and why this is a good thing for us, Cannery Village, Town of Milton and so on. So, briefly, who is Dogfish? Well, I think everybody knows we're a brewery; we make beer; we're the 19th largest brewery in the Country. In fact, we have about 110 coworkers that work here in Milton; 23 of which call Milton home; 3 of which call Cannery Village home. Our most immediate neighbors, about a quarter of our folks who work for our company, live in this town. Their wages are just over \$1 million; out of those folks; that's all pumped into this local economy; shopping at the grocery store; eating in the restaurants; dry cleaning; hair salon, etc., etc. We make about 2 million cases of beer this year and every one of the 4-packs or 6-packs has a map of Milton on the bottom of it. That's how proud we are of being in Milton and we put a little bit of a map out there for everybody to know exactly where we are. We moved here from Nassau Commons in 2002; we've been here for

about nine years so far; occupied a significantly smaller portion of what we are now in when we first moved here, that was part of the Cannery, itself. For those of you who have been around in Milton for a while, you know that that end of town was a significant eyesore for quite some time and we like to believe that with the investments that we've made already, we've changed what once was an eyesore, into something that we're all proud of; us in particular and hopefully the Town and a village was even created around it; that end of town is no longer the eyesore it used to be. We've had a national television show on the Discovery Channel. We have national press write about us; a relatively international reputation; all stemming out of this Town of Milton, Delaware and we're repeatedly recognized by the State of Delaware for a number of accomplishments in the area of Economic Development, hiring, our relationship with DNREC and our land application program, etc., etc. So, why are we here? What are we requesting? Well, it's sitting before you. We are requesting for the land that we purchased, what was formerly known as Cannery Village Phase 3A, 39.7 acres roughly, to be rezoned from Residential to Light Industrial; that's the simple way of putting it. Why do we need that? Well, quite simply, we're growing, we're hiring, we're investing. Not too many companies if you pick up the papers or read the internet nowadays can make that claim. This year alone we hired 43 people. These are people who are coming from all over the country; the best and brightest in their particular disciplines. As I mentioned, 23 live in the Town of Milton and more will come from there. And more will come to use here. We think this fits with the historical use of the town. As you know, this once was a light industrial, large complex that was known as the Cannery; there used to be a button facility, a button making, the hosiery plant that was all next to currently Gladys Wilkins' Farm; so the historical use of this land was light industrial; we're returning to those industrial roots, I suppose, for lack of a better analogy. We really do feel that this provides a much needed industrial support to an otherwise community threatened by overpopulation. Sussex County in Delaware has had lots of residential explosion in the last few years and industry provides a balance to that growth base, as it provides the jobs, the revenue stream, the tax incomes, and we're helping to do that, we hope everyone sees, in a good way. So why is this good for us? Well, as I mentioned, we're hiring, growing and investing and we quite simply need room to continue to grow. With Atlantic Crossings, Chestnut Street, Cannery Village all providing a boundary around us, we had very little and limited room to continue to grow as we contemplated our Master Plan moving forward. This land, more than anything, provides us with an insurance policy that says we can take care of our needs, as we continue to grow for whatever those needs happen to be. I'll get into those in a bit here. So we need more space; well what do we need that space for? Most immediately what we need that space for is warehousing. We have a number of additional investments we need to make within the foot print of our existing building; that is impossible to do... You know that puzzle where you're trying to make the lion's head and you have the one open square and you keep moving it around, until you eventually make the lion's head. We do that a lot. We have a little bit of open space on the inside and we keep repurposing it, repurposing it, and trying to figure out what that Master Plan looks like to be efficient from a production standpoint; and we've simply run out of space. And as we need to bring in new investments, a new brew house, a new bottling line, new filtration, new use handling; and the list goes on and on; where do we put it? Well we need to get our raw materials and our finished goods out of there, to make room for this

stuff; to get our raw materials out of there, we need somewhere to put it and that is exactly what you see in I'll call it a conceptual sketch; this is clearly not an architectural drawing and we haven't fleshed the details of that building yet; but we're aiming to put a warehouse building, as close as we can get it to our operating entity; at that end of what was called Cannery Village Phase 3A; to minimize the distance we have to travel to get raw materials to and from production and finished goods back to it efficiently. Well this also afford us an opportunity to get the trucks out of town and now we're starting to get into what are some of the benefits of what this application can do for us; and so why is this good for Cannery Village and Milton? The first and foremost reason is we can get our trucks out of town and we can provide alternate routes outside of the town utilizing Truck Route 30, Sam Lucas Road, Cave Neck, Route 1 more efficiently. We can get the truck access out to the main entrance of town and get them out of town. That also means they're not only coming through Town, they're not turning into the main entrance of Cannery Village; idling their engines nearby residences. That has been; we know, because they're very vocal about that. It has been a nuisance and in an attempt to get this out there, the particular area where we're looking to put this infrastructure, is surrounded by a lot of trees right now. Those of you who know the land or have walked it, can see that; it provides a lot of natural buffer to those noises; and getting the truck traffic out of town is great for everyone. The second one is, and we generally do believe this; we think we're protecting the property values of a good number of folks; the housing developments have been down; new home builds have been down; and as a lot of speculative builds have occurred out there, there's a huge surplus of homes in Sussex County that has put a lot of surplus in the marketplace, which has driven down prices. Anybody who lives in Wagamon's West Shores, Cannery Village, I don't think I have to tell you; maybe what you paid six years ago, is not what the starting price of those homes are today. If it continued down the path it was and 154 homes were built on speculation at some future time; they would just continue to erode property values over time; instead we'll put assets in the ground that will protect that tax base and not continue to flood the market with additional homes that wouldn't benefit anyone. We believe that we're lowering the Homeowner's Association costs for Cannery Village in a number of ways. First, the cost to support the Club House, I know this is an issue and a concern of those folks who live in Cannery Village; the costs that are necessary to support their current Club House and their community right now, are as high as they will ever be. They have a management team overseeing it; they have a maintenance contract; they have landscaping contracts; they have their general lighting contracts; it is what it is. I have some specific figures here that as additional homes in Cannery Village Phase 2, which is the current phase that's being developed out there; as they come on line, those costs will go down. In 2006, Cannery Village sold 56 units; in 2007 43; in 2008 40; sounds pretty good, so far. In 2009 16; 2010 9 and year-to-date 6. That shows the decline in home sales, just in that particular community next to use; and if you believe it won't decline any further, with the 237 units that were approved as all the Phase 2's, that leaves 67 units remaining, which would be a 10-year time period until the very first of those 154 homes would even come on line; if they were ever to come on line; so it's quite a ways into the future. So, after the roads are built, which I absolutely sympathize with all of our neighbors in Cannery Village, I wish they were built already, because it doesn't benefit us as it's a nuisance to them; as the roads come on line and the Town takes that over, that's less cost for the community to absorb. With Dogfish

purchasing 39.7 acres from Chestnut Properties, our portion of the storm water pond maintenance, has just significantly increased as well; which comes directly out of the pockets; not out of the pockets; directly out of the responsibility of the Cannery Village Homeowner's Association; we will absorb more of those costs over time, thereby further reducing their Homeowner's Association fees. Light Industrial Milton – it's pretty well defined in the Code. It was contemplated by either previous administrations or the Town Council over time; there is a fairly, what I'll call a restrictive list, if you look at what Light Industrial could encompass; all the nasty stuff isn't in there; you don't have the chicken plants and petrochemical and all the things that can be really huge environmental nuisances for a community. The items that are on the light industrial list are all items that support the community; that are beneficial for the community, one of which we fit into; which is the brewing, bottling of distilling of I forget the exact line; it's the very top line of that Code section. I would like to make another point, which was the conditions page of Cannery Village; the very first line item says and I'm reading this verbatim “The maximum number of resident units shall not exceed 538.” It was never agreed or approved from the beginning that all 538 units would ever be built. It was meant to be a phased in approach. All of the Phase 2's get grabbed; 237 of those; so those will come to fruition at some point; but not one home on any other phase, was ever committed. There's no Master Plan showing it. There's no recorded document. There's no approval, final approval, at the Planning & Zoning level or at the Town Council level. On Phase 3A, 3B, 4 – any of the remaining phases; those homes... It was an up to, not to exceed maximum, because the Council and Committees were nervous about density issues and cramming too much on there, so they put a maximum, but there was never a minimum and never a guaranteed number; never an assumed number on any of those. It was all concepts and ideas of what it might become. So there are some other complaints that I know have been out there; I've heard some of them; I've received letters directly; I've received the emails directly; and while I can sympathize with a number of the issues that have been brought to my attention, we feel quite simply that the residents of Cannery Village have an issue with the developers of Cannery Village; and they have very legitimate concerns, and whether they were real or perceived or handshakes or contractual, that's an issue for two parties that aren't us and this application to contemplate. A few suggestions. I think there was this concept, I think the Mayor took a lot of flak; I was at the one meeting where they said how long have you known about this? Some sense of a backroom, shady deal, collusion. We, in fact, started these conversations with the developers of Cannery Village 18 months ago; that's how long ago these conversations started. It took until a couple of months ago to actually make it come to fruition, because we couldn't come to an agreement. When it looked like things were somewhat looking promising, I had an off-the-record conversation with the Mayor, to let him know something good might be happening in the town. There are no special favors; there are no special tax deals; there are no special conditions that we've received; we transacted on this property like anybody else in town and we received nothing for it. So why is this good for Milton? Well, one big reason is you've already received a check for \$52,000 in transfer taxes to the Town, which we believe will help with future capital projects in the Town; I think it's pretty well documented the budgetary stress that the Town has been feeling recently. We have a robust tourism program. In the peak season, our summer months, we have about 750 people come through the brewery on a weekly basis. In the off season, the other nine

months of the year, we have about 500 come through. These are folks who show up, eat lunch, spend money in the local community. We have a good beer and benevolence program. \$1 a barrel, of however many barrels we make that year, is how much we donate to various charitable contributions, a number of which are right here in the Town of Milton. This year we'll do 145,000 barrels; so we're investing \$145,000 this year back into the community. There's a short list of programs that we support in the Town of Milton; Milton Historical Society, Milton Lion's Club, Rotary Club, the Theater, Farmer's Market, Chamber of Commerce, Garden Club, Fire Department, Fire Department Ladies Auxiliary and we continue to sponsor the Milton Summer Concert Series and for 10 years in a row now, we have sponsored the Milton Poetry Competition; that's just a small example of some of the places where that money goes back into. We run the Dogfish Dash every year; we had 1,800 runners this year; we raised \$33,000 for the Nature Conservancy. It's Delaware's Nature Conservancy; not the national and a good portion of those funds go to two reserves that border the Town of Milton, specifically, the McCabe and Pemberton Preserves; and that money is invested right back in this community. As Mark pointed out, it's less stress on already taxed infrastructure. I don't think it's any surprise we've had our issues with wastewater in his town. There's an issue with water, currently; the need for a new water tower, police, fire, schools, roads, the list goes on and on. With the Town in budgetary constraints and stressed resources, putting on a large number of homes wouldn't benefit anyone. We won't use any of those resources; these will be our private roads; not for public entrance; we'll maintain them ourselves; we'll plow them; we'll light them; there will be no additional burden at all on the Town for our use of this land. Finally, well I shouldn't say finally; three points related to my final. With a growing business, brings increased tax revenues; more coworkers that we will hire, will bring more local spending in the Town when they spend their wages; more coworkers will be buying and renting; maybe 23 in a few year's time, when I stand in front of you, will be 40 people who call Milton home. That benefits a lot and the increase in tourism dollars is substantial. I would like to believe our track record speaks for itself. If you took a snapshot nine years ago of what that area looked like, and look at it today; it's day and night. We've invested over \$40 million in the ground already in the last nine years and we plan to spend \$40 million more in the next five alone. We have so, so much more to lose than anybody in this room, if we don't do that right. Our plan is to do it right. Probably the final point would be that what some might consider not visually appealing at the main entrance of town, where the fork in the road comes, as you see that's just a visual representation of where we think DelDOT will require the truck entrance to be, while we don't own 3B and we can't do anything about the big mound of dirt, we do plan on cleaning up that main entrance with a nice entrance; properly landscaped and make it a little bit more visually appealing for those who come into the Town of Milton on Cave Neck Road. What else might we do with it? There's a lot of speculation of what we might do with it. What we know we might do with it, although we have no specific time line in place right now, with a growing business, we'll need additional office space at some point. We'll outgrow the offices where we currently are. Our tour program is growing so quickly, we might need additional space to support our tourism program. With tourism comes the merchandise sales of people who can come and buy beer and merchandise items; an expansion of our merchandise space. At some point, an event space for Dogfish; whether it's our all coworker meetings, where 110 people need to fit in a room and we

all talk about what's going on in the company on a monthly basis; to our annual holiday party, where we often rent another restaurant in the area; instead we can provide our own support; bring in outside public speakers; it doesn't matter. A room much like this, maybe a little bit larger that we can use for our own events; based on whatever those events might be. We certainly need additional production space; tanks, filters, pumps, compressors, packaging equipment, brewing equipment; all the stuff that makes us a brewery. We need the warehouse space I've already commented on and finally, the Unicorn, which we've been talking about for 7 or 8 years, potentially a restaurant. For quite some time, we've had the intention of doing a restaurant, but the resources needed and the bandwidth needed to keep the brewery growing, sucked a lot of our capacity and quite frankly as we were enclosed on all sides by encroaching development and residences, where we would put it, was a big factor. Well, now, maybe we've eliminated that obstacle with the properties we've purchased and we can figure that out in the future. That's all I have. I don't expect any questions now. I don't know if there will be any later, but I'm happy to answer any if this Committee has any questions after the Public Hearing period, I'll be around to answer those if you have any. Thank you.

Don Mazzeo: Before you go Nick, I have a question. You mentioned that somewhere along the way, the storm water maintenance would be enhanced by the use of your property with the rezoning and it will not detrimentally impact?

Nick Benz: Can I walk with this, Robin?

Robin Davis: Sure.

Nick Benz: All right. I don't know if anybody can see this. This is the storm water pond. It already exists. It's this funky shape here. It was put in some time ago. There are four people who currently share the obligations of this storm water pond: Cannery Village, Dogfish Head, Canning House Row (which are the few condo units along Chestnut Street, and Loblolly LLC (which is the WBOC building). Four people; the percentage of the real estate you own, out of that total chunk of the watershed across those four entities defines the percentage of the cost that you support here. Well now that we're taking a large 39.7 acre; which all of this went to that pond, that was borne by the Cannery Village side; all of this land on a percentage basis will now be attributed to Dogfish and we will pay that additional cost. So where Cannery Village once had the lion's share and the largest portion of the storm water pond support, that will now flip flop and their portion will become substantially smaller and ours will become substantially larger.

Don Mazzeo: Thank you.

Nick Benz: Yes.

Bob Heinrich: I have a question. I think you were talking about 37 acres or 39 acres and I don't think you're probably even... What are your requirements for the warehouse square footage is at this point in time; and what you intend to occupy that space with just warehousing; you mentioned a restaurant; but if you look at the other things that are permitted in this zoning of light industrial; a newspaper manufacturing and publishing; public utilities, repair shops and other things; and I would just like to know, for my own information, is if you would intend to sub-let that property or any parts of that property to any other users down the road and how do we know that that might not be part of the long term plan?

Nick Benz: No. We haven't done it so far and at the pace we're going of 20% per year; we're going to use that space at some point; additional tanks, additional everything that

we use. When we first moved to Cannery Village, we occupied 26,000 square feet on two tiny acres; it was only a tiny portion of the space we currently occupy. Just in 9 years, we've grown from that to the 14 acres and now we have 113,000 square feet under roof, in 9 years. Nine years from now, we might have 200,000 square feet under roof, spread over substantially more acreage. We have absolutely no intention of sub-letting or letting anyone else use the property.

Bob Heinrich: Okay, thank you.

Nick Benz: Thank you.

Don Mazzeo: At this time are there any other commentaries from the applicant?

Seth Thompson: And I think Mr. Chairman, if you want to give them the opportunity to answer any of your questions that are prompted by the public comment, I suspect the applicant would be willing to do that. Okay. Terrific.

6. Business

a. **Proposed Comprehensive Plan Amendment**

Public Hearing on a proposed amendment to the Town of Milton Comprehensive Plan Future Land Use/Potential Expansion Map for a parcel owned by Dogfish CVI, LLC further identified by Sussex County Tax Map and Parcel # 2-35-20.00-53.00. The parcel is currently designated as Residential/LPD (Large Parcel District). The proposed amendment would change the designation to Light Industrial.

Don Mazzeo: At this time, I'm going to open the public portion of the meeting; but before I do, I would like just a show of hands of how many folks are anticipating speaking tonight. I am counting about 10-12 folks, including the applicant. I am going to request that each of you stay to within about a 5 minute conversation with the Commission and/or the Applicant and as you progress through the chain of persons who are going to come up, try not to duplicate your questions or your comments and if you have to say something a second or a third time, make sure it's extremely important, because I'm going to gavel you and I'm going to be as fair as I can. Again, I'm going to start from the front on my right and we'll work our way back and forth on each side and again, try to maintain about 5 minutes. When you come up to the microphone, please state very clearly your name and address, it's only for the record.

Seth Thompson: Mr. Chairman, we need to make sure that this is the public comment, not only for the rezoning application but also for the Comprehensive Plan Amendment. Those two items do go hand in hand; obviously the applicant only applied for the rezoning, but in order for the rezoning application to be considered, there would need to be a Comprehensive Plan Amendment; so certainly you can comment on both. I think any comments from the public will relate to both issues.

Don Mazzeo: They will be related to both. Yes.

▲ Ed Kost, 230 Sundance Lane, Cannery Village: I'm the spokesman for approximately 53 residents of Cannery Village and I would like to present to the Commission the list of names of the people I represent or am the spokesman for. I previously presented to the Town a letter and asked that copies be given to each member of the Planning & Zoning Commission. Have you received them.

Don Mazzeo: That has occurred.

Lynn Ekelund: Excuse me, Mr. Kost. I have two letters. I have one from August 23, 2011 and one from September 14, 2011.

Ed Kost: The second letter is an update. I wrote the first one, then realized I

wanted to add some extra points; so they both basically cover the same information. The brewery purchased section 3A of the Master Development Plan of Cannery Village and they bought the right to build 150 single family homes +/- based on the Master Development Plan. To have a Large Partial District, you must have a Master Development Plan somewhere. In fact, back on one of the tables, that Plan is there, right now. You can look at it; so the idea that it doesn't exist is nonsense. The brewery wants it rezoned from Large Parcel District to Light Industrial, because light industrial is not permitted in the Large Parcel Development right now. So they have a choice. You either rezone it or everything they want to do can't be done. Now, this meeting then, is not about a rezoning. This meeting is about the revision to the Master Development Plan, because it's taking out the center of that Plan, back on that table. What you're really looking at is what's left, if this is rezoned. You're going to look at Parcel 3B, which is at the corner of Sam Lucas and Cave Neck; which under the Master Development Plan is shown as future commercial; that can't be future commercial. There's not enough units to justify it. If you looked in the zoning ordinance, the ordinance says that for every 50 units, you can have one acre of commercial space; there's not enough units now to justify that being commercial. If you look at Section 4, across the street, on the other side of Cave Neck, that's just a fragment now. That's not really part of the Master Development Plan. It's a leftover. So that's what we're really talking about here. We're not talking about a rezoning; we're talking about what's left of the Master Development Plan for Cannery Village. We're also talking about a revision to the final sub-division plan of Section 2 of Cannery Village. When you look at what's proposed and you look at the final sub-division plan, which is back on that table, some of the things that are supposed to be built, cannot be built any longer. So we have a plan that you've approved; has been recorded and now for all intense of purposes, can't be done. Now, what does that mean? The brewery has spoken about the retention pond. That's good. That's one of our pet peeves for the last five years since I've lived in Cannery Village. We, the homeowner's, have paid the entire bill, every year for that pond. Our Board of Directors controlled by the seller of the property, Chestnut Properties to the brewery, has not paid a nickle; we've had to pay the whole thing. We have asked our developer to go to the brewery and have them pay their share and we have been refused and in fact, last week our developer, who controls our Board of Directors, stated we, the homeowner's, are going to continue to pay most of the bills. When I heard what you had to say tonight, I went that's great; I'm glad to hear it; wonderful; at least someone is going to give us some justice. I would like you to consider one thing. Chestnut Properties, when you look at Cannery Village, Chestnut Properties controls in your drainage area; I have the drainage maps; I'll show them to you; 50% of the water that flows from Cannery Village into those ponds. Chestnut Properties refuses to pay any of the bills. They force the bill onto us. Please send the bill that gives Chestnut Properties their share and the Homeowner's Association it's share; this is important to use, because we, a number of us, have hired an attorney, Jim Curran, to bring an action against Chestnut Properties for a lot of reasons; and this is one of the reasons. Our attorney has also turned this information over to the Attorney General's Office, Assistant Attorney General

Dailey, to see what the Attorney General can do about this, because as far as we're concerned, our money is being misused and we want someone; and hopefully you and you, to give us some justice here in that area; the pond is important. We're not talking about a lot of money, by the way; it's only \$2,500 a year; but this has been going on for five years. Within Cannery Village, I would much prefer to have my few dollars spent, planting a few trees, a couple of picnic benches; instead of giving the brewery a free ride; which they got for the last five years. So if the brewery actually does something and helps us, that's good. I'm up for that. Streets – when you look right here, this is Village Center Boulevard coming in, which was supposed to go like this. If you look at your final sub-division plan, that's what you're going to see and you can see it's partially built. This part here is never going to be built. Part of your job tonight is if you approve this, what's going to happen to that street and that final sub-division plan? Are you just going to ignore it? Is that the plan? It doesn't matter. You need to look at that. While you're looking at that, you can get a Performance Bond for us. Since 2002 to now, you all know the condition of our streets; they're a joke. If the developer has to revise that final sub-division plan, you can demand a Performance Bond, which wouldn't get our streets paved now, but, it would ensure that some time in the future someone, other than us, would have to pay for it. I've already paid for the streets once; when I bought my home part of the money went to the community building, part went to finish streets. When I bought my home, no one said to me, Ed, you're going to have to pay an extra couple of thousand later to finish paving the streets; that wasn't part of the deal. Part of your job is to look at that problem; before you even look at his problems. I've got my own problems. Just for your information, when you look at Cannery Row parking area, that's the parcel 2C:B. This is something you'll have to look at. You purchased it, but what you actually purchased, if I read those drawings correctly, is a part of a parking lot. The people who live in Cannery Row Phase I, the condominium units, that's where they park. Somewhere in whatever you approved in the beginning, that's part of that approval. You know. You own a parking lot that other people have, I'm not sure legally what rights they have; but they have some rights; you approved it; that they have the right to park there, because that's what they do. That needs to be looked into somehow, because all you're doing is creating messes that keep going out into the future and sooner or later, they are all going to come back here. You need to sit down and walk your way through this whole thing.

Don Mazzeo: Mr. Kost, you are approaching 7 minutes and I have asked that you kind of refrain from exceeding 5.

Ed Kost: Let me finish with one last thing, then. I hit the points I wanted. The only thing I'm really asking you to do here, is before you take action, look into all these various things, carefully, come to something, and show us that you care. You actually looked into the problem and not just shot through this because you're going to get more jobs and more taxes. Thank you very much.

Don Mazzeo: Thank you Mr. Kost.

▲ Greg Christmas, 17150 Jays Way, Milton, DE: I will be very brief. First, thanks to the Committee for their service to our community. I think what everybody needs to consider, is the fact that Dogfish is going to continue to grow, so if you

do not approve this, what's going to happen is there will be more truck traffic down on the streets that they have to snake through to get past Reed Trucking and past the grade school and this is about the only way that this traffic issue that we have can be addressed and so I think there is a lot of frustration and venting of broken promises, or empty promises made, but I think that the work that Dogfish has done in the past and will continue to do in the future is going to be an asset to our community. Thank you.

Don Mazzeo: Thank you.

- ^ Mike Podi, 304 Gristmill Drive in Cannery Village: I'm not going to repeat. What I'm going to say is, when you listen to this recording, listen to Mr. Kost 2 or 3 times. He said he brought forth a petition with 53 names on it; well there are 180 of us, or so, that have homes in Cannery Village who have the same feelings, complaints, problems. Dogfish is great for the community. We're part of the community too. We have this process going on with the Attorney General, with Chestnut Properties, who is the other half of this transaction, so just listen to Mr. Kost's presentation again.

Don Mazzeo: Thank you, Mike.

- ^ Bill Preston, 112 Carriage Drive in Milton and I work in the accounting department at Dogfish. I would just like to tell you a little bit about Dogfish and what it's like to work there. It's a fun place to work. It's a place where you can be creative; it's a place that recognizes your talents; no matter where you may be in life and when I take a look at some of you, I might beat some of you with old Father Time here, but nonetheless it's a fun place to work; to get up and go to work in the morning; it's a place that fosters creativity. It's a company that's being recognized for their work, many times; and you've heard the intentions of what we want to do with the property. So the fostering of creativity, the building of a public spirit and the support of the service clubs in the community and I'm in one of those. I'm in the Lion's Club. That all benefits. I think that's a worthy objective and I would certainly add my voice to encourage you to approve this petition and let me just second the thanks to each of you for your service on this Commission. I've a long standing volunteer service in various communities, so I appreciate the time that each of you takes to do this and to be here and do it. I also appreciate my friends in Cannery Village coming to express what's on their minds and I hope we can all come up with something that gets to that. Thank you again.

Don Mazzeo: Thank you Mr. Preston.

- ^ Sam Gard, 115 Sassafras Lane in Chestnut Crossing: My home is one of the homes you can see on these pictures. My first point is I would like to enter into the record, two letters to the editor of the Cape Gazette. One written by Jeff Dailey and one written by Ellen Calhoun and Chris Messick. I would prefer not to read them, but to just hand them out, if that's acceptable.

Don Mazzeo: That would be appropriate and Robin will take them from you.

Sam Gard: And then my respectful request, and I mean that genuinely, is that you give consideration to the issues and questions raised in those letters, as you continue your due diligence in trying to make up your mind what to do about this application. Second, I heard that we're a sister company, but I would like to know more about the relationship between Dogfish CVI LLC and Dogfish Head

Craft Brewery, Inc. Does the Craft Brewery Inc. own the LLC? Is the LLC different? Do they have the same board?

Seth Thompson: Mr. Gard, if you want to address your comments to the Commission, they can potentially then follow up with questions to the applicant.

Sam Gard: Okay, good comment. Okay. That covers my question; what is the relationship? My third point is that I came across a Preliminary Land Use Comprehensive Plan Amendment and Municipal Ordinance Document on the website that apparently goes to the Delaware State Planning Coordination in Dover. My question for the Committee is, has this document, which is written in support or to support the proposed rezoning of lands owned in part by Dogfish Head, as part of their Master Plan. Has this application been submitted to Dover; is the question?

Don Mazzeo: I would refer that to the professionals.

Robin Davis: Yes, it has.

Sam Gard: Okay, so we have already submitted requesting approval of this rezoning.

Robin Davis: Correct. Of the Comprehensive Plan Amendment. Yes.

Sam Gard: Okay, thank you. And a sub-part of that is it says Dogfish, this land is owned in part by Dogfish CVI LLC. My question would be who owns the other part, if it's not owned in whole by Dogfish? And the last thing I would like to do is say thank you to the Dogfish Head guys for coming and telling us. I think you've answered quite a few of the questions I might have asked already and I think it's excellent that you came and explained it to us and I thank you.

Don Mazzeo: Thank you Mr. Gard.

^ Todd Ford, 27422 Walking Run: I'm surprised I remember that because I just moved in there. If you look at my resume, I look like I'm running from the law. I've moved from California, to Ohio, to Tennessee, now to Milton, Delaware. I had just recently moved my wife here because I've decided this is where I want to work. I love Dogfish. I've worked for four Fortune 500 companies in the last 20 years and I can tell you this, I've never seen anybody take the concern about the community and the worker's that Dogfish has and I'd really like to thank Sam, Nick and the guys I work with, because it is a good company and I don't think we'd be doing this, if this was not good for not only Dogfish, but for the community.

^ Ellen Calhoun, 106 Sassafras Lane in Chestnut Crossing: I live with my husband, Chris Messick. We live in line of sight and sound of Dogfish Head Brewery and we are opposed to the rezoning of residential to large light industrial for in-town expansion of Dogfish. Five years ago I was driving to the beach to meet my husband; we were looking to move from suburban Maryland to Delaware, to the beach area and I got lost. I didn't know very much about Delaware. I knew nothing about Milton. But I fell in love with the town and the first house that I looked at in Chestnut Crossing is the one that we ended up buying. We knew that we were buying within 250 yards of a brewery, a craft brewery and we were very familiar with Dogfish Head because we lived in Gaithersburg where Dogfish has a subsidiary restaurant and we had been to the Dogfish Head in Rehoboth; so we didn't mind. We were, in fact, kind of proud that we were moving right next to Dogfish; we kind of bragged about it. My

husband calls our house Dogfish Vista, because we can see it. Anyway, three years ago we were very dismayed to learn of the pre-approved expansion plans for Dogfish Head Brewery. We learned to live with the increased noise, light and odors emanating from the plant; I was quoted in the Gazette at the time as commenting that it was very sad that we couldn't hear the crickets anymore because of all the truck traffic and the loud noises at all times of day and night that occur from Dogfish. Anyhow, so we learned how to live with that. But this time, we really feel blindsided. We were very dismayed to learn of Dogfish's plans to expand in town. We were very dismayed of the Mayor's apparent knowledge of this, month's ago and we really don't want our neighborhood to be surrounded by a large brewing company. We feel that Milton's charms are really unique. I was looking through a little file folder that I've made on Milton and we've been recognized twice, along with Lewes, as one of the Preserve America Communities and I really feel that sticking an additional 20 acre brewing plant in the middle of 1.63 acres of downtown Milton is a mistake. Yeah, the town needs more small businesses; jobs are scarce; Dogfish Brewery really provides a lot of valuable, good jobs. We know that. These are tough economic times. But the economy is going to rebound. Milton is small. I don't understand why. I understand why you would want to expand. I just don't understand why it's advantageous to expand in town; when this town has the potential for more nice residential. We know that Dogfish is world famous; we've seen the TV show; we know that Dogfish has done a lot of great things for the community and we hope that this continues. I think it's great; but I just think it should be out of town limits. On another topic, which I know is important to this town, is water consumption and the fact that we need new water facilities. I happen to read a little while ago that it requires 20 gallons of water to make a pint of beer. I'm just really curious as to how this impacts on Milton's need for new water facilities and plant and I would like this to be considered by the Planning & Zoning Commission, as well. If there weren't an expansion of the brewery, would we need new facilities? Is Dogfish willing to put up some money towards this new capacity that we're going to definitely need, if they expand? I'm also really happy that the traffic might be rerouted from Chestnut and back on that back road that sort of backs onto Chestnut Crossing behind the infamous little red house back there; so that would be great to have the tractor trailer traffic rerouted; but I'm just curious for the expansion of production; how much more tractor trailer traffic is going to be generated? Do we have a handle on what's there now? What's going to come in the future and how this is going to impact on all the other surrounding roads around Milton? As I mentioned before, I am upset that the Mayor admitted that he knew of this land deal since March and I just really think that that knowledge that he had merits further investigation. The rest of us didn't find out about it until September, in the Gazette, and I realize that you've been negotiating for 18 months; but it would have been nice if we could have had a little bit of extra time to hear this. Anyway, my husband and I are just really concerned about the impact of more noise pollution, air pollution, light and odor; even though we don't mind the smell of hops; in our very small town of Milton and we really urge Planning & Zoning to think about this before you make a decision. Thank you.

- ✧ Patrick Stags, 109 Nellie Lane: I also work for Dogfish and they're the reason that I came to Milton; I came here with my wife and my two small children and actually coming in April, we plan on having our third here in Milton; not actually in Milton, but we'll be raising her here in Milton and so far we've really enjoyed it. I've been working for about 10 years and was probably on a path similar to what Todd mentioned; where I would be traveling all over the country. I've worked in Chicago, Indiana and came from New York and since I've been here for three months; my family and I spend a lot of time in Milton. My wife and kids go to the Park every Wednesday; ride the train; go to the Lion's Club events; the spaghetti dinner; had a few helpings over there; the kids went crazy. We eat out at the restaurants every weekend and my family has really enjoyed it here. As far as the company, there hasn't been a company that I worked for like this. It's been pretty unbelievable for myself, especially seeing how much pride everyone who works at the brewery takes in charitable events and how reaching out to the community; the latest of which we saw the Dogfish Dash and we just had a lot of praise come through for the sustainability. I think the number came out to like 97% sustainability rate, which means everything came through recyclable and we took care of not making any waste from the event. Everyone's been a part of it. We look around our offices every day; it's surprising to me in the morning from 6 to 8, you see coffee cups scattered everywhere from the local restaurants and coffee shops that are opened in the morning and from 11 to 1 you see a constant stream of people walking out of our doors and going to eat lunches in Milton here, so we've gotten to be quite the regulars; people know us and actually know what we're ready to order when we walk in there. I've enjoyed working for the company and I'm an operations guy, that's what I do at the brewery and I can tell you that at our rate, we need the space and we're going to do it right; we're going to take the time and tactfully create the growth that we need and make it pleasing for the community and make it work for Dogfish so we can keep on growing and supporting this. Thank you.
- ✧ Jennifer Morley, Conwell Street in Milton: I've lived here almost 10 years and I'm just here to say that I think it's really important, as a town, that we support business; especially a business that gives to the community like Dogfish Head and also to send a message to other businesses; that that's what Milton is about. I also think that job creation is very important right now. That's all.
- ✧ Rich Miller, Gristmill Drive in Cannery Village: This process is about shared risk, any time an organization gets into this type of project and with shared risk comes shared responsibility and I'll be the first to stand here and say I'm very happy to be a member of this community; especially Cannery Village and Dogfish, in particular; they're great neighbors. That withstanding, there's a couple of issues that I want to at least ensure get into the record and there have been ongoing relationships between Cannery Village, WBOC, Chestnut Properties and Dogfish and I want to make sure that any approvals incorporate those existing conditions. We have conditions that talked about pond sharing; we have conditions that talk about our use of the parking lot; I just don't want those issues to be ignored, because they've been part of our ongoing (and I'll use this word loosely) "covenant" between all four parties that occupy that space. Again, I continue to be proud to live there. One of the other issues that I wanted

to mention, there's an anecdote that I want to share with group. DuPont Organization, obviously they started in the gunpowder business and they knew about managing risk; that's part of my background, risk management. But DuPont, to make sure they had a clean, operating, safe facility, they had the manager and his family live on the site that they made gunpowder; and given that fact, you have to believe everything was managed down to a "t"; because that manager, that family, had as much to lose as the employee or the neighbor who would be involved in an accident. Much the same with the Dogfish family; they live here; they're part of our community; they're going to share the risk. So it's not like they're just off doing their own business; they are part of our community. But again, we all have a relationship and I would like that to continue. The last issue that I wanted to mention is as we move to the future, any conditions, if the Planning & Zoning chooses to go down that route, any conditions go to future owners because I don't know anything about the beer business; but it may not stay like this forever, so any future sale, any future owner, should at least be conditioned to the problems that we are facing tonight; that way we don't have to spread an issue into another generation. The other anecdote I wanted to share with you, I was probably one of the first 20 people in Cannery Village. Sam, I'm still getting a flavor for your beer. I told my kids when I moved here, I was going to be near Dogfish Head and they thought that was pretty cool. I said, yeah, it is cool. They said how close are you? I said well let me put it this way, I can walk down there in five minutes, but it takes 40 minutes to walk home. Thank you for your time.

- ▲ Vincent Tall, 333 Carlton Drive, Cannery Village: At this time I would like to request that I give my time to Mr. Jeff Dailey, so he can respond on both of our issues; what I'm concerned about, he's concerned about and I would like him to have my five minutes, if that's okay?

Don Mazzeo: I have no issue with that. Mr. Dailey you have 10 minutes.

- ▲ Jeff Dailey, 211 Gristmill Drive: If I understand Dogfish Head's presentation correctly, they are asking the town of Milton's Planning & Zoning Committee to recommend to Council and Mayor this major rezoning change, with no Comprehensive Plan in place. There's been talk of a warehouse; there's been talk of exponential growth. Usually when you're looking at 39.6 acres within a town's limits, you project some kind of growth patterns; some kind of plan; some kind of infrastructure. I'm seeing none of that. For the record, what is the current zoning of the parcel of land on which the existing Dogfish Head Brewery stands? Is it commercial, is it light industrial? When was it designated? And at the time of the original designation, how does that differ from today's comparable zoning? What is the current zoning of the newly acquired Cannery Village Phase 3A? And is it currently identified as "in non use agricultural", therein garnering no taxes for Milton? I ask that Planning & Zoning look at the overall history of this parcel. Will Planning & Zoning fully explore whether this parcel was annexed into the Town of Milton and if so, how was it annexed in and what was the intent of the annexation? In other words, was the land brought in with a farmland commercial light industrial or agricultural residential zoning? It is my understanding that the intended use of land that is annexed into the town, has great bearing as to how that land can be zoned in future. In other words, if

the land was annexed in and intended for development as agricultural/residential; then perhaps Dogfish Head purchased, apparently with absolutely no conditions attached to the purchase; then Dogfish Head should have been fully prepared to build houses or grow hops on the parcel. How is it that the Large Parcel District, the Master Plan first voted on by a previous period's Mayor and Town Council, first for Mr. Draper's Cannery Row Homeowner's Association Neighborhood; then later Mr. Dyer's Cannery Village Homeowner's Association Neighborhood; in what by appearance might be viewed as a land swap with no consideration of the town's overall integrity, it's 5-year planning, the access to the property. My question is, how can the decisions made by prior Mayors and Councils be ignored? Will Planning & Zoning review every scrap of history as it relates to this property? Will Planning & Zoning make recommendation to Mayor and Council based upon what your predecessors and those who preceded Mayor and Council intended for this town? And again, I ask that Planning & Zoning make recommendation to Council that this rezoning matter be referred to the voters in a town-wide referendum. After all, it is no secret that should this zoning request fail, Dogfish Head Brewery, can then request "conditional use" for all or part of the property. They cannot lose if they are then granted "conditional use". That would be an insurance policy for the town, as well; should they sell we won't be saddled with a light industrial use that might leave a bigger pollution footprint on the town. Whether it's in terms of lighting, noise or air. I ask you to look into that. Should they not use the bulk of the property for years to come, Dogfish Head can simply declare it agricultural use and the Town of Milton will get no taxes from it. That may or not be the case in "conditional use" and I would ask that you look into it. Will Planning & Zoning consider the impact of a future sale to entirely different entity? That point was raised by Mr. Heinrich. Again, will Planning & Zoning recommend to Council that a town-wide referendum on this rezoning request be scheduled? Will you do this in light of the absolutely extraordinary departure from all that Milton has planned and set in place, regarding this part of town and in particular, the three neighborhoods abutting Dogfish Head; neighborhoods that will forever be impacted by the change in zoning to the requested light industrial? Will Planning & Zoning bring to the public's attention any and all impact on wetlands? Will Planning & Zoning make recommendations to Council regarding appropriate setbacks, as noted in Municipal, Local, and State regulations as they relate to wetlands? Will Planning & Zoning wait for all necessary studies relating to environmental impact, before making a recommendation to Mayor and Council? Will Planning & Zoning allow for a complete study by DNREC regarding anticipated truck traffic on Cave Neck Road? Will the town or DNREC be permitted time to conduct a comprehensive study of the breweries anticipated growth and the resulting vehicle traffic that will undoubtedly include heavy trucks, to include large tanker trucks on area roadways, and town streets? And will Planning & Zoning communicate to Mayor and Council that no recommendation to Council can be made until such reports have been fully executed? Will Planning & Zoning openly question Dogfish Head Brewery in an effort at complete transparency as to how Dogfish Head would have proceeded with expansion had the parcel in question not become available to Dogfish Head? In other words, a

brewery that knew its limits, in terms of the land upon which it now stands, might have optioned land elsewhere; perhaps outside the town limits; perhaps on the west side of Milton; land planned for annexation is light industrial or again, land in the County. Before making recommendation to Mayor and Council, will Planning & Zoning request a Master Plan from Dogfish Head, even based upon projections on the entirety of parcel 3A, rather than approval of rezoning with just a portion of the land planned for development? Will Planning & Zoning request a Master Plan before making recommendation to Council in order to better assess the extent of height intrusion and potential pollution from lighting, air and noise impact? Will Planning & Zoning put the question to Dogfish Head as to intent of leasing portions of parcel 3A to entities working on behalf of, in partnership with, or as separate business entities on the land; and will such questions be put to Dogfish Head before Planning & Zoning makes its recommendation to Mayor and Council? Again, no Comprehensive Plan for the 39.6 acres has been prepared; even with projections on use and growth. Tonight we've been told that Dogfish Head plans to grow exponentially. Some might interpret that as unbridled growth within the town limits, bordered by three neighborhoods. It is your job, as I see it, to review the request in light of quality of life issues within town limits and for years to come. Thank you very much for your hard work.

▲ Sam Calagione: If it's okay with you, I would like to face my neighbors while I address you. If that's all right with you.

Don Mazzeo: That would be fine from my affects. Anyone have any objections?

Sam Calagione, Founder and President of Dogfish Head: My wife, Mariah, is back there. Our kids were here a little bit earlier. We want them to witness the democratic process; and also we couldn't get a babysitter, so there was a two-fold reason that they were in this room. I would like to begin by saying that I've enjoyed this opportunity to hear all of these opinions and I, too, read the history of the DuPont Company and I know that since before the Civil War every generation the DuPont Company blew up; so I'm glad I don't live on the grounds of a place that blows up and Dogfish Head has never blown up. I've also studied the history of the Draper King Cole Cannery and I know that the site that we're on has been zoned light commercial since 1880 and I know that that zoning does mean, while we can continue to grow; even in the spot that we're on and as I hope you've seen we're pretty creative and innovative and if, unfortunately, we're unable to expand the space that we're on, we will find a way to continue to grow in the space that is now zoned light industrial. That said, our company recognizes that with success comes scrutiny and that recognition goes in lots of different directions. Luckily some of our neighbors stood up today and said, for us, a number of the areas that we have gotten recognition; whether it's national, like recently we received the SBA 100 reward for being one of the 100 companies recognized for adding 100 new jobs since we got assistance getting a low doc load from SBA. Or if it's more local recognition, like our State recognizing us as the Southern Delaware Tourist Attraction of the Year, last year. But tonight, I'm more interested in the recognition from our neighbors and I'm not saying blind belief that what we're going to do is going to be right. We, my coworkers, recognize that we need to go through the correct bureaucratic process

to make sure that we're good to our word and do something; but I'm more looking for that recognition that everything that we've done since we have come to town, has been positive for this town. Whether you look at something like noise abatement and the investment of tens of thousands of dollars on our dime; even though we never once went above the noise ordinance and I know, certainly, that a number of times the town was asked to come out and test us. Never once did we go above and yet we've spent tens of thousands of dollars ahead of that issue, to never go out of that range. The hundreds of thousands of dollars we spend annually, for wastewater removal; we spray irrigate on land around here, so we don't tax our municipal water system and most importantly, the tens of thousands of dollars we've already put into the ground to change Cannery Village, the commercial center of Cannery Village, from what it once was. That cannery in 1880 also opened as a family company and as commerce goes global and consolidation happens, small, private, family owned companies become more and more marginalized in America; particularly manufacturing companies. And yet, we've found a way to invest tens of millions of dollars into this community and we're prepared to actually invest tens of millions of dollars more into this community, because we want to stay a part of Milton and in this community. That's all I have to say.

Don Mazzeo: Are there any other comments, questions or concerns from the public at this point?

Seth Thompson: Were there any other written comments received?

Don Mazzeo: There are several letters that are part of our packet. I am not going to read them; I would ask Robin that if they are not available, that copies should be placed on the table for distribution.

Robin Davis: I don't have copies today.

Don Mazzeo: Okay, we will have them at the next meeting, but there are letters that were from folks; some of which are actually here this evening; some that perhaps were not here.

Seth Thompson: Mr. Chair, if you could just mention which letters you received; again you don't have to read the letters in their entirety, but perhaps the author and the date.

Don Mazzeo: We can do that. First one is actually from Mr. John Schwanke, 207 Sundance Lane of Milton. His letter was dated September 20th. Mr. and Mrs. G. Kevin Kelly at 301 Adelaide Drive in Milton; dated September 20th. Mr. James Crellin, 224 Sundance Lane of Milton dated September 18th. Mr. and Mrs. Edward A. Kost dated September 14th and a previous letter dated August 23rd, which as I understand was basically an update on the September 14th letter. Other than that I have no other written documentation that would be added to the record.

Bob Heinrich: What about the newspaper pieces we were just given?

Don Mazzeo: Well, yes, these newspaper articles that were just forwarded to us this evening and we had two back to back Letters to the Editor from the Cape Gazette; we have one from Calhoun and Messick dated September 16th, a Letter to the Editor and then we have one from Jeff Dailey dated October 3rd from the September 30th/October 3rd issue. Therefore I have no other public comments coming in, I will be closing the public portion of the meeting, unless our solicitor has something to comment.

Seth Thompson: No that's absolutely fine. I just wanted to see if the public comments

prompted any questions that the Commission might have.

Don Mazzeo: I would like to close the public portion.

b. **Rezoning Application**

Discussion and possible vote on whether to recommend approval or disapproval of an application from Dogfish CVI, LLC for the rezoning of the parcel in Cannery Village Phase 3A further identified by Sussex County Tax Map and Parcel # 2-35-20.00-53.00. The proposed rezoning would change the zoning designation from R1/LPD (Residential/Large Parcel Development District) to LI (Light Industrial)

Don Mazzeo: Now I would like to open this up to the members of our Commission for any questions, concerns, that were brought up during the public portion and this will be addressed directly to the applicant.

Gene Steele: It seems like one of the main concerns was the folks in Chestnut Crossing, their parking. That part of their parking area is part of this partial that you've... Oh, is it the cannery? Okay. It's the cannery. It's part of their parking area.

Nick Benz: Canning House Row?

Gene Steele: Is it Canning House Row?

Robin Davis: Yes, that's right.

Nick Benz: Canning House Row actually has nothing to do with this particular tax parcel. There were four tax parcels purchased as part of our transaction with Chestnut Properties; only one of those four is the topic of this rezoning. The other three we're not requesting any changes, any amendments, any anything at the moment; they're just three parcels that we own.

Seth Thompson: So it's not on the parcel ending in 53?

Nick Benz: Correct.

Lynn Ekelund: Let me just ask. I think Mr. Kost said and I had a question for this that there was a parking lot by condominiums that you all had purchased. Is that not in fact part of 3A?

Nick Benz: Correct. That is not part of 53.00, which is the topic of this rezoning application.

Lynn Ekelund: Thank you.

Nick Benz: Any parking requirements on this would be part of a future planning submission on our part, for whatever building or structure we plan on putting on here; we would obviously have to address our parking needs for that; which is somewhat partially conceptualized on that page right there.

Lynn Ekelund: But that would be your parking needs?

Nick Benz: It would be our parking for that building, which we don't even have approval yet for. Hypothetical.

Don Mazzeo: Lynn?

Lynn Ekelund: Yes. That was one of my questions and someone brought up, which is something that I had a question about. On the Plus Application that I believe Robin you filled this out; it indicates on the back the proposed amendment is to support the proposed rezoning of lands owned in part by Dogfish CVI, LLC of Milton, as part of their Master Plan Parcel 2-35-20.00-53.00. Does someone else own part of this land?

Nick Benz: Nope. All four tax parcels that we purchased were purchased 100% by Dogfish CVI, LLC; that is Sam, Mariah and myself.

Lynn Ekelund: Robin, is that incorrect what was submitted to Plus?

Robin Davis: That information actually was filled out by Brian Hall from the State Planning Office itself and forwarded to me. Evidently that was as putting in part. I think he was saying as part of the Master Plan; I don't know why he put in "in part" by Dogfish CVI.

Lynn Ekelund: But that is not correct.

Robin Davis: Yes.

Nick Benz: That's right. Dogfish CVI, LLC owns 100% of all four tax parcels that we just recently acquired.

Robin Davis: And if you look at the deed, that was supplied by the applicant; that's exactly what it says.

Nick Benz: Correct.

Don Mazzeo: Does the State Planning Office now have to amend that to verify that there is one and sole owner?

Seth Thompson: We're getting into the portion where potentially the Town Engineer can make his comments. I don't know if you want to have the applicant finish up with your questions.

Gene Steele: Yes, that's what I wanted to do. That's where I'm heading.

Lynn Ekelund: Can I keep going?

Don Mazzeo: Oh yes, please.

Lynn Ekelund: I'm now going to Mr. Dunkle letter of September 12, 2011, which you called your Legal Summary. Maybe you can answer this question. It's that the light industrial zone provides the opportunity for employees to work where they live; walk to work and become an integral part of the Milton community; and I know you do that today. My question is for the one warehouse that's there, do you have any feel for how many employees you might be hiring to work there, new employees?

Nick Benz: For just specifically that warehouse?

Lynn Ekelund: Just what we're talking about right now, because that's what I understand is going to be your first thing... You have a concept and you have a plan to develop that.

Nick Benz: This year we had from a budgetary standpoint 43 folks to hire and that transcends every aspect of our business. We have, in fact, hired 31 of those 43 so far, but just 3 more this week, alone. We don't look at it as just that building, or that building, there's cross training; there are people who can work in multiple departments. We will more than likely; we haven't finalized our budget for 2012; but it will be in the order of magnitude of somewhere between 15 and 20 additional coworkers coming on board in 2012.

Lynn Ekelund: Do you figure that the same percent... I know you can't answer this. The same percentage of folks that you hire would be also living within the Milton community.

Nick Benz: I see no reason why that would change. Most people find it convenient to be able to ride their bike or walk to work and property is pretty expensive by the beach; so Milton is attractive.

Gene Steele: Following up on Lynn, in other words, you can not put a number on the number of employees that would be hired specifically because of this particular growth; it's not possible to put any kind of a... Like 10 people, 15 people; because of the new facility.

Nick Benz: No, because it's so integrated into our existing business; I couldn't possibly

give you a specific number.

Gene Steele: Fair.

Nick Benz: All I could tell you is how many we have today and how many of those live in Milton and how many of those live in Cannery Village, because that's all fact; the rest is fantasy.

Gene Steele: I came out of a corporate background too and usually when you plan for a new facility you have an idea if there's going to be people added or people laid off, as a result of a new operation. That's really where I'm going.

Nick Benz: The only thing fair I can say is that the current warehouse staff that we do have; that team; that department; that currently occupies a good portion of the 110,000 square feet we're already in; that whole department will be picked up and moved to that building; they'll just have more space available.

Gene Steele: Okay, so it doesn't necessarily mean new hires, then?

Nick Benz: But then when we back fill the space that was vacated, because that's the whole game of trying to make the lion's head; now when we put in the additional tanks and additional brewing system and additional packaging line, that's where the additional hires come from, is what equipment goes into place of the warehousing components that moves out to the other building. That's where the hiring component comes in. It's a relocation of a department and then a back fill of that space with additional use.

Lynn Ekelund: A number of people have talked about truck traffic and how desirable it is to have that traffic rerouted. Do you plan, if this is approved, and you get your new warehouse out there, are you going to reroute that traffic? In other words, say no more truck traffic coming in.

Nick Benz: Correct.

Lynn Ekelund: That's something that you plan to do that just, no more.

Nick Benz: Correct. We do not want the road for visual and conceptual purposes that you see coming in at the fork of the Main Entrance of Milton and coming down to that building; that will be a private road; not for public purposes; a commercial entrance only and truck traffic will be there. I know that from a DelDOT perspective, because we have to look into the DelDOT requirements of that particular intersection; when they do their vehicle per day study, the truck traffic at its height, according to the DelDOT formulas would be a value of 500. What they call 500 vehicles per day. The same 150 homes is 1,500; so it's significantly less; a significant lower traffic number. Currently, right now as a business we have 10 to 12 trucks a day that come and go from the brewery; we double in size that becomes 25; we triple in size that becomes 36, 37. We're close to what 150 homes would have taxed that area from a traffic standpoint.

Lynn Ekelund: So you have not then talked to DelDOT or DelDOT has not done any...

Nick Benz: We haven't talked to anyone because this is the first domino that needs to fall before we go into a planning phase on that property.

Lynn Ekelund: Okay. You talked about the storm water ponds. That was a big question that I had. How much of the property is wetlands? I think Jeff Dailey brought up the wetlands and I had a question on that, as well.

Nick Benz: I don't know the exact answer to that question, but...

Lynn Ekelund: Approximately?

Mike Glick with Lighthouse Construction: Approximately. We've had a wetlands delineation completed and it is mainly along the branch here. I would say at its furthest extent it comes out 10-15' beyond that branch and around the pond. There are no

wetlands in the bulk of the 39 acres.

Lynn Ekelund: You said that you're not going to dedicate that road to the town. You will maintain the road; you'll light the road; you'll take care of everything.

Nick Benz: Correct. Yes.

Lynn Ekelund: If there are more than just that one road, is that exactly how you're looking at it? That that's going to be your parcel and you will maintain the roads, you will maintain the infrastructure.

Nick Benz: Correct. We are probably less interested than anybody in this town, Cannery Village in particular, to provide any sort of a shortcut that would be able to come through that entrance; through our entire complex; in order to connect to Cannery Village. That is going to be designated a commercial entrance for commercial traffic only. Period. Which makes it our private road to own, maintain, light, landscape; whatever it happens to be. We own all of it. Plow.

Lynn Ekelund: You mentioned a restaurant, the Unicorn.

Nick Benz: Because no one has seen it. We've been talking about it forever.

Lynn Ekelund: You are aware that it is not zoned for a restaurants? Light industrial.

Nick Benz: Correct. I was referring... Perhaps that was incorrect to refer to it just to this one parcel we have. In fact, we have purchased four parcels in total and the other parcels are still subject to the same residential and commercial, as part of the LPD overlay; that possibility would exist on one of those.

Lynn Ekelund: Okay. It's just that you mentioned it at this hearing, so I just wanted to be sure that you understood.

Nick Benz: That's why I said it might be incorrect. It was to answer a more global question than this particular, specific one.

Lynn Ekelund: Okay. And we would love to hear you repeat again that you have no intention to sublet this.

Nick Benz: Correct. We have no intention.

Lynn Ekelund: Let me see if I have anything else. I think I'm good. Thank you. Thank you.

Don Mazzeo: There appears to have been a number of statements that indicated exponential growth potential. Can you give us a generalization of what you mean by that and the fact that they're indeed currently doesn't appear to be any plan, in place, as Mr. Dailey has very succinctly stated; that we don't have any idea what your real growth plan for that piece of property is going to look like; 2 years; 5 years; 10 years. Much like some of the other folks that have been up here, I come from a commercial industrial background and we had to put down on paper. Will it ever come true what's going to happen 5 years, 10 years or 20 years down the road? May or may not, but I haven't heard anything here that says well I'm going to put this piece of property to use by putting in a warehouse. I'm not saying that's the only thing you're going to do and it's probably not the only thing you're going to do. Do you have a plan? Not necessarily in front of you tonight. But do you have a plan that you're going to present at some future date, because should this application get to the point of actually changing our Comprehensive Plan and you get this zoning change, you're going to have to come back to us anyway.

Nick Benz: Absolutely.

Don Mazzeo: So do you have that plan someplace that you would like to be able, in general, to share with the public tonight?

Nick Benz: At 30,000 feet our Master Planning is all aimed at 500,000 barrels a year. This year we'll do 145,000. With 20% growth plan for next year and consciously decreasing that growth number each year; 18%, 16%, 14%, because it's on a larger base and if we grow too fast, we outgrow our people, equipment and process faster than it's capable of keeping up. We're consciously choosing to control our own growth. 500,000 barrels is a Master Plan. If you start planning for more than 3 times what you currently are at, it becomes a pipe dream that more than likely won't occur. So all of our internal decision making is aimed at something that is 3 times our size right now. If you look back, I think 2 or 3 years ago, I don't remember when we were before this Commission last, for our previous expansion; we did, in fact, give an idea of what our Master Plan for Dogfish would be. It was this Committees opinion; not you, but this Committees opinion at that time, that's not a recordable document. Thank you for the heads up. As you come back for each of the ten phases we presented at that meeting, you're going to have to seek approval anyway. We have since executed some of the aspects of that growth plan; office expansion; the additional tank farm outside; the wastewater tank that was constructed in the back corner of the property. Three of those phases have already come through and are part of who we are now, through this process. At that time, we had shown other possibilities. Of course, at that time we didn't know there was a potential of possibly buying 40 acres; which opens up additional possibilities for us; but we had already provided some ideas of where the brew houses would go; how does the flow fall through the building; where would the expansion of production; the expansion of packaging; the expansion of the brew house, front, middle and end of our production sequence? And the record more than adequately showed that, plus all the drawings we've submitted in the past. So this isn't blind and while this Commission might not have been part of that; that is certainly part of the records that have been submitted to the town and all of those are still valid; we still need all of those things. How will the timing come about? Only business, the cycle of business, will be able to help and dictate that. But 500,000 barrels, which is roughly three times the size we are today, is what we're aiming for in size. That timing. \$1,000,000 question. We don't want to grow too fast. We've been through the fast, fast growth years and it taxes the people, equipment and process. If I were to put a number on it today, I would say we're at least 10 years out until we reach that 500,000 barrel mark. That before, used to represent the maximum we would ever be able to fit on the land that we currently owned. So what this has afforded us, is a future possibility beyond that 500,000 mark; so we still have the next 10 years covered with where we were right now. We just needed to systematically grow into it. But if that's all the space we're ever going to be allowed, then you make certain decisions knowing you're never going to go beyond that point. Well now we can look at 500,000 barrels as the next target we're aiming for and when the time comes, perhaps that number expands to 700,000 or 800,000 or 900,000 barrels; but that's a bridge we're going to cross 10+ years down the road.

Don Mazzeo: Thank you. Any other questions from the Commission? At this point, I would like to ask our Professional Engineering Firm and Bob Kerr to go through his letter; this is from CABA Associates and here's Mr. Kerr.

Bob Kerr, CABA Associates: Thank you. I prepared a memo dated September 12th that I believe you have copies of and I won't read it line by line; but just to generally explain. It's been stated earlier that the property contains 39.6 acres. It's presently undeveloped, except for the storm water ponds that we heard this evening serve Dogfish, Cannery

Village, WBOC and some other portions of the property. It's presently zoned R1, single family residential use, with an Large Parcel Development District overlay. Someone asked earlier, it was annexed into the town at the time Cannery Village was formed as R1; then it became R1/LPD but as it came in under annexation; any time a property is annexed it has to come in with a new zoning. It came in as R1. So that's a little bit of the history of this parcel. Going back a little bit more, on the history; a portion of this parcel, but not all of it, was used by the former Draper King Cole. It contained their wastewater treatment area. They had ponds and then lagoons out there for the storage and treatment of wastewater. The Applicant has requested to rezone the property to Light Industrial Use, and LI-1 is how it's known in the town ordinance and dropping the LPD District overlay; so it becomes just Light Industrial. Part of this evening is talking about a revision to the Comprehensive Plan. The Comprehensive Plan shows that the parcel is to be residential, with an LPD overlay. If the property is to be rezoned, it first has to have the Comprehensive Plan updated. As part of that, a submission was made to the State Planning Office and on September 28th, I believe it was; yes, the 28th; the Plus Meeting was held. At that meeting, the State Planning Office chairs a meeting with other State Agencies. In attendance were DelDOT, DNREC, Housing, Fire Marshall, Historical and Cultural Affairs, and someone from DEDO. There's also other agencies involved, but those were the only people that were actually there. The Report is almost completed. They had hoped to have it for this evening, but one of the Agencies has not forwarded their written comments to the Planning Office; they gave them verbally, but haven't submitted the actual report. Hopefully, they will be available before your next meeting, later this month. Briefly DelDOT had two comments. Although they realize that they had no authority to say or require that, they would like to see a road continue in from Cannery Village through the property out to Cave Neck Road. I can understand where the applicant doesn't want to have to pay for that and I can see where that would possibly encourage truck traffic to go both ways on that road. So, there's a lot of good and bad. DelDOT likes it because it gets traffic off of their roads and on to somebody else's that has to be maintained. They also commented, that yes, the developer will have to go through the entrance planning requirements of DelDOT; so before any final site plan can be accepted by this commission, DelDOT has to sign off on all of their requirements as far as the commercial entrance. DNREC's only comment was that there are several sites in the area that are in their environmental database. These could be leaking underground storage tanks or other environmental concerns, such as one that we know about; the parking area that's adjacent to the brewery now. That's a registered site with DNREC and there's others around town. DNREC will put that list in their comments as they come forward. Housing, Fire Marshall and Historical and Cultural Affairs had no comments. The gentleman from the Development Office had a letter from the Secretary being in favor of the project. So those were the Plus comments and as I said, hopefully by your next regularly scheduled October meeting, the comments will be received from the office. Just briefly, to the northeast of the property are several residential properties that are outside the town limits. They're along Cave Neck Road. To the southeast is the Phase 3B of Cannery Village, which is zoned R1/LPD; south of the project is the Wilkins' Farm that is in Ag Preservation; that's also outside the town limits. To the west is Cannery Village with a zoning of LI/LPD and R1/LPD. Dogfish Properties, LLC owns the property where the brewery sits; where the Cannery Village resident's are more to the bottom and slightly off the photo. There's also some more

residential properties to the north and west. Chestnut Crossing and then some more along Cave Neck Road that are also residential. The property is served by town water and Tidewater provides sanitary sewer service. Town water is only used at the brewery for domestic consumption; bathrooms and that type of thing. They do not use town water, so it has no impact on the town system for the production of beer. They have their own wells that they use for that. I believe there have been some times when the town has provided water, because they've had problems with wells, but at this point I think I am correct in saying that they are using only their wells for the water. As we've heard this evening, they've proposed to construct a warehouse on the property. I always caution when you're looking at a rezoning, that a pretty picture is just that. What happens after the rezoning is really what counts. They really will have to come back through a Site Plan Review and that's when you get into the particulars about how far away from wetlands; how far away from flood plains; which part of Round Pole Branch is a flood plain, so you can't build in the flood plain. How far the setbacks are off properties and those types of things. That will all be done in the next step, if this goes forward as a Site Plan. The Chapter 220-19 of the industrial use paragraph; I won't read the whole thing, but basically it tells you a little bit about what is allowed in this zoning and then Chapter 220-19 Paragraph b gives a list of 15 or 16 specific items that are permitted. I always caution that anything on that list, if rezoned, someone could come back and then has the right to build something. We had a comment this evening on whether they could come back and get a Conditional Use. I have not reviewed it tonight. It's been a little while since I've read it, but I don't believe your Conditional Use would allow that to happen on this. Conditional Use there are specific things that can and cannot happen in Conditional Use. I kind of hesitate to say it positively can't, but I do not believe that it can happen. Some of the comments that were discussed tonight. There will be more truck traffic coming out onto Cave Neck Road as a result of this, but overall traffic will reduce, as compared to the number of houses built. As Nick mentioned, DelDOT uses a high number for residential and a high number for trucks, but it's extremely high for residential. With that I'll be happy and pleased to answer any questions you might have.

Don Mazzeo: Just to reiterate what you've said. That regardless of the outcome of this meeting, we are going to have to still change, if we change, the Comprehensive Plan; then this application would then move forward to the zoning change. Correct?

Seth Thompson: Those two things would have to happen in order for... You would have to amend your Comprehensive Plan in order to approve the rezoning. They go hand in hand. You couldn't do one without the other.

Don Mazzeo: Assuming that we move forward and the Comprehensive Plan is then changed, modified, then the zoning can be changed. Any application then moving into the new zone still comes back to the Commission for complete review; for any and all ordinances on our books?

Seth Thompson: They would go through the Site Plan Review Process.

Don Mazzeo: So if there's a traffic problem, we can address it then. If there's noise potential, we can address it then. Setbacks, anything and everything is addressable at that point in time.

Seth Thompson: The Site Plan Review Process is designed to more specifically address those concerns. The rezoning is more a global concept.

Don Mazzeo: Okay. I have nothing more for Bob at this time.

Seth Thompson: The one item I might suggest and I'll just check to make sure it's okay with the applicant; if we could leave the record open, so if for the purpose of receiving the written Plus comments for the Committee to receive those. I'm seeing nods in agreement.

Nick Benz: Yes, we agree.

Don Mazzeo: Thank you. Is there anything else from the Solicitor's standpoint that needs to be addressed on a formal basis.

Seth Thompson: I don't believe so. No. I'm willing to answer any questions.

Lynn Ekelund: Do you have anything extra to offer as far as the Conditional Use?

Seth Thompson: I didn't specifically review that, but I certainly can and have a better answer, a legal opinion, for you.

Lynn Ekelund: At the next meeting?

Seth Thompson: Yes.

Lynn Ekelund: That would be great.

Seth Thompson: I would emphasize however again, this application is for a rezoning.

Lynn Ekelund: I understand completely. I just would like to know the answer to that question.

Don Mazzeo: Are there any other questions, comments from the Commission this evening? From the professionals? Any questions, concerns, comments? Well to be honest with you folks, we have an awful lot that has been presented to us this evening. There is no way that I would recommend anything to be done tonight, except look for a motion from the table to continue this process to the next monthly meeting. I'm not sure that's the terms you want to use; continue?

Seth Thompson: I think you're probably looking to simply table the matter. Again, all public comment has been received; but it sounds like you want the commission to think this over.

Don Mazzeo: We definitely need to look at all of the details that have been presented; the questions that have been presented and the verbiage that has been thrown to us and at us and to the applicant. We cannot tonight sit here... I will not sit here tonight and make a recommendation to Mayor and Council based on what we've heard. We need to digest all this information and unless otherwise, I would like a motion and we're waiting for the Plus comments, as well, because we need that to make any recommendation period. Paragraph.

Bob Kerr: Mr. Chairman, it might be helpful for the audience if you would just explain that you will be making a recommendation to Mayor and Council and that Mayor and Council will be having a public hearing also and they are the last vote on the rezoning.

Don Mazzeo: Rather than restate what you just heard, Mr. Kerr is absolutely right. We are a recommending commission. We do not say yes or no. We recommend to Mayor and Council and then they will have another Public Hearing. At that point, you'll also have the opportunity to comment and discuss.

Gene Steele: And if I may add to that, once again it comes back to Planning & Zoning for final Site Plan and all of the other details that go forward with this entire project.

Don Mazzeo: Absolutely.

Lynn Ekelund: Something that you might want to be aware of, that at last night's Council Meeting and correct me if I'm wrong here Seth or Robin; but I believe they set the Public Hearing before Council for the 14th of December.

Seth Thompson: It was mid-December.

Lynn Ekelund: I think it was December the 14th, 6:30 here at the Library; so that piece of the lion's puzzle is in place.

Don Mazzeo: So do I hear a motion from the Commission?

Bob Heinrich: I make the motion to table this for further discussion to adjourn this meeting and meet again on our regularly scheduled meeting in two weeks, to continue discussions on this, at which time we will make further recommendations.

Seth Thompson: And that is an open meeting; we just won't be receiving any public comments; so you certainly are welcome to attend. The public will have the opportunity to speak again on the Council level.

Lynn Ekelund: Second.

Don Mazzeo: All in favor say aye. Opposed. Motion carried.

7. Adjournment

Gene Steele: I make a motion to adjourn at 8:57 p.m.

Lynn Ekelund: Second.

Don Mazzeo: We have a motion and a second to adjourn. All in favor say aye. Opposed. Motion carried. Thank you all.