



Sussex County Council Public/Media Packet

**MEETING:
March 31, 2015**

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**Sussex County Council
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(302) 855-7743**

MICHAEL H. VINCENT, PRESIDENT
SAMUEL R. WILSON JR., VICE PRESIDENT
ROBERT B. ARLETT
GEORGE B. COLE
JOAN R. DEAVER



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Sussex County Council

A G E N D A

MARCH 31, 2015

10:00 A.M.

Call to Order

Approval of Agenda

Approval of Minutes

Reading of Correspondence

Public Comments

Presentation – West Side New Beginnings

Presentation – DelDOT – Salisbury/Wicomico MPO Expansion

10:15 a.m. Public Hearing

“AN ORDINANCE AUTHORIZING THE ISSUANCE OF UP TO \$6,697,774 OF GENERAL OBLIGATION BONDS OF SUSSEX COUNTY IN CONNECTION WITH THE NORTH EXPANSION OF THE ANGOLA NECK SANITARY SEWER DISTRICT AND AUTHORIZING ALL NECESSARY ACTIONS IN CONNECTION THEREWITH”

Todd Lawson, County Administrator

- 1. Discussion and Possible Introduction of a Proposed Ordinance entitled “AN ORDINANCE TO AMEND CHAPTER 115, ARTICLE XI, §77 AND §80; ARTICLE XIA, §83.2 AND §83.6 OF THE CODE OF SUSSEX COUNTY RELATING TO TEMPORARY REMOVABLE VENDOR STANDS”**
- 2. IT Department Grant Awards**
- 3. FEMA Acceptance of Sussex County’s Floodplain Management Ordinance**



4. **Wastewater Agreement No. 1001
Sussex County Project No. 81-04
Redden Farm (AKA Redden Ridge – Phase 1)
West Rehoboth Expansion of the Dewey Beach Sanitary Sewer District**
5. **Sussex County Constituent Services Guide 2015-2017**
6. **Administrator's Report**

Gina Jennings, Finance Director

1. **Health Insurance RFP Results and Possible Bid Award**
2. **Quarterly Pension Committee Update**

Hal Godwin, Deputy County Administrator

1. **Legislative Update**

Joe Wright, Assistant County Engineer

1. **Extend Runway 4-22, Package 2, Project 12-07**
 - A. **Final Balancing Change Order**

Anthony Digiuseppe, Jr., Planning Technician

1. **Kilby Expansion of the Long Neck Sanitary Sewer District**
 - A. **Request to Prepare and Post Notices**

Grant Requests

1. **American Diabetes Association for youth to attend summer camp**
2. **John M. Clayton Elementary School for mentoring program costs**
3. **Delaware Storm Travel Teams for tournament expenses**
4. **Delaware Seaside Railroad Club for building expenses**
5. **Rehoboth Beach Sister Cities Association for garden improvements**
6. **Milford High School for After-Prom Party**

Introduction of Proposed Zoning Ordinances

Council Members' Comments

Executive Session – Land Acquisition pursuant to 29 Del. C. §10004(b)

Possible Action on Executive Session Items

1:30 p.m. Public Hearings

Conditional Use No. 2007 filed on behalf of Delaware Electric Cooperative, Inc.

“AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT FOR AN ELECTRICAL SUBSTATION TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN LITTLE CREEK HUNDRED, SUSSEX COUNTY, CONTAINING 4.0 ACRES, MORE OR LESS” (land lying northwest of Providence Church Road (Road 504) and across from Pine Branch Road (Road 503) (Tax I.D. No. 532-11.00-25.00 (Part of) (911 Address: None Available).

Conditional Use No. 2008 filed on behalf of John Martin

“AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT TO OPERATE A TRUCKING BUSINESS AND PARKING OF VEHICLES TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN DAGSBORO HUNDRED, SUSSEX COUNTY, CONTAINING 35,011 SQUARE FEET, MORE OR LESS” (land lying northwest of Millsboro Highway (Route 24) 300 feet northeast of Lewis Road (Road 409) (Tax I.D. No. 133-20.00-17.17) (911 Address: 30102 Millsboro Highway, Millsboro)

Conditional Use No. 2009 filed on behalf of Josh Grapski

“AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN A C-1 GENERAL COMMERCIAL DISTRICT FOR A FOOD TRUCK (VENDOR) TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN LEWES AND REHOBOTH HUNDRED, SUSSEX COUNTY, CONTAINING 20,271 SQUARE FEET, MORE OR LESS” (land lying southwest of Coastal Highway (Route One) and southeast of Airport Road (Road 275A) (911 Address: 19406 Coastal Highway, Rehoboth Beach) (Tax Map I.D. No. 334-13.00-325.02)

Adjourn

Sussex County Council meetings can be monitored on the internet at www.sussexcountype.gov.

In accordance with 29 Del. C. §10004(e)(2), this Agenda was posted on March 24, 2015 at 4:50 p.m., and at least seven (7) days in advance of the meeting.

This Agenda was prepared by the County Administrator and is subject to change to include the addition or deletion of items, including Executive Sessions, which arise at the time of the Meeting.

Agenda items listed may be considered out of sequence.

###

SUSSEX COUNTY COUNCIL - GEORGETOWN, DELAWARE, MARCH 17, 2015

A regularly scheduled meeting of the Sussex County Council was held on Tuesday, March 17, 2015, at 10:00 a.m., in the Council Chambers, Sussex County Administrative Office Building, Georgetown, Delaware, with the following present:

Michael H. Vincent	President
Samuel R. Wilson, Jr.	Vice President
George B. Cole	Councilman
Joan R. Deaver	Councilwoman
Robert B. Arlett	Councilman
Todd F. Lawson	County Administrator
Gina A. Jennings	Finance Director
J. Everett Moore, Jr.	County Attorney

The Invocation and Pledge of Allegiance were led by Mr. Vincent.

Call to Order

Mr. Vincent called the meeting to order.

M 104 15 Amend and Approve Agenda

A Motion was made by Mr. Wilson, seconded by Mr. Arlett, to amend the Agenda by deleting "Personnel" under "Executive Session" and to approve the Agenda, as amended.

Motion Adopted: 5 Yeas.

Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea

Minutes

The minutes of March 10, 2015 were approved by consent.

Corre- spondence

Mr. Moore read the following correspondence:

IMMANUEL SHELTER, NASSAU, DELAWARE.
RE: Letter in appreciation of grant.

Public Comments

Public Comments

Ira Hitchens complimented the Council on doing an excellent job.

Paul Reiger complimented the Council for putting the trash issue and the vendor issue on the agenda and he asked that the Council also discuss other Code issues that are outdated.

Susan Polikoff, Delaware Director for the American Diabetes Association, presented a request for funding to send Sussex County children to Camp

**Public
Comments
(continued)**

Freedom (a camp for children with diabetes). She noted that there are 150 children in Sussex County with diabetes and that statistics show that another 30 will be diagnosed this year. Ms. Polikoff left packets of information for the Council.

**M 105 15
Approve
Consent
Agenda**

A Motion was made by Mr. Cole, seconded by Mr. Wilson, to approve the following items listed under the Consent Agenda:

**Wastewater Agreement No. 766-8
Sussex County Project No. 81-04
Senators – Phase 2C
West Rehoboth Expansion of the Dewey Beach Sanitary Sewer District**

**Wastewater Agreement No. 766-9
Sussex County Project No. 81-04
Senators – Phase 2D
West Rehoboth Expansion of the Dewey Beach Sanitary Sewer District**

**Wastewater Agreement No. 1005
Sussex County Project No. 81-04
Americana Bayside –Knox Property
Bay View Estates Sanitary Sewer District**

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**Commercial
Vendors/
Food Trucks
Discussion**

Mr. Lawson presented for Council's discussion the topic of vendors and food trucks that operate on commercial property. In August 2014, the Council discussed this topic; feedback was taken from that meeting as well as additional feedback received to date for the purpose of putting together a presentation. Mr. Lawson noted that, with a consensus, the next step is the introduction of a proposed ordinance.

Vince Robertson, Assistant County Attorney, and Lawrence Lank, Director of Planning and Zoning, participated in the presentation and discussion.

Mr. Lawson noted that this discussion does not relate to the typical farm markets, produce stands, and road-side stands legally selling farm goods on AR-1 properties. It was also noted that there are rules that pertain to this type of sales on AR-1 property.

Mr. Lawson advised that, under current County Code, certain vendors such as food trucks, food carts, produce wagons, and merchandise kiosks are required to apply for a conditional use of land to legally operate on a commercially zoned property. In some instances, the same vendor is also required to apply for a variance. Mr. Lawson noted that the current

**Commercial
Vendors/
Food Trucks
Discussion
(continued)**

process is expensive, lengthy, and in some instances, over-burdensome and that the proposal is for a more streamlined process.

Mr. Lawson reported that, to improve the current system, the proposal is to amend County Code and provide a streamlined process for vendor-type activity that meets a very specific criteria. The proposal would allow a “counter review” and permit process by the Planning and Zoning Director. The proposal would eliminate the requirement of seeking a conditional use and in most cases, eliminate the need for a variance or special use exception.

The proposal does allow the Planning and Zoning Director to require the applicant to seek a special use exception through the Board of Adjustment if there are concerns regarding location, parking, neighboring properties, or good cause.

Mr. Lawson explained that an applicant with the following criteria would qualify under the proposal:

Property Zoning:	C-1 and CR-1 only
Activity:	Temporary and removable vending stand, including food trucks
Length of Time:	6 months or less
Amount:	1 stand per parcel
Size:	162 sq. feet or less (average size of a parking spot)
Permission:	Activity must be approved, in writing, by property owner
Plan:	Drawing showing stand location required
Kick-Out:	Director may require applicant to seek Board approval

The Council discussed the proposal. Discussion included the impact on required parking spaces, parking scheme, setbacks, size, inspections, fire hazards, examples of a kick-out, and proof of agency approvals, including the Health Department, Division of Revenue for business licenses, etc.

Mr. Lank noted that a Letter of No Contention will be required from DelDOT. Also required will be a Health Department approval and possibly an approval from the State Fire Marshal’s Office.

It was the consensus of the Council that any draft ordinance should reference the sale of food related items only.

**Adminis-
trator’s
Report**

Mr. Lawson read the following information in his Administrator’s Report:

1. Sussex County Airport Advisory Committee

**Administrator's
Report
(continued)**

The Sussex County Airport Advisory Committee is scheduled to meet Wednesday, March 25th, at the Sussex County Emergency Operations Center at 6:00 p.m. A copy of the agenda is attached.

2. Council Meeting Schedule

A reminder that Council will not meet on Tuesday, March 24th. The next regularly scheduled Council meeting will be held on March 31st at 10:00 a.m.

[Attachments to the Administrator's Report are not attachments to the minutes.]

**Wilmington
Trust
Custodial
Agreement**

Mrs. Jennings presented a request for a change in the County's arrangement with Wilmington Trust from a Trust Agreement to a Custodial Agreement for the Sussex County Employee Pension Fund. In 1976, Sussex County signed an agreement with Wilmington Trust to be the Trustee of funds held with them for the pension plan; this agreement costs the County 7 basis points. In 2011, Sussex County signed a similar agreement with Wilmington Trust to be the Custodian of funds held with them for the OPEB plan. This agreement costs the County 4 basis points. Mrs. Jennings reported that, in an attempt to save money, she reviewed the differences between a trustee and a custodial agreement; a comparison was included in Council's packets for the meeting.

Mrs. Jennings recommended removing Wilmington Trust as a Trustee and designating Wilmington Trust as a Custodian. This will result in an estimated savings of \$10,000 annually.

**M 106 15
Adopt
R 004 15/
Wilmington
Trust
Custodial
Agreement**

A Motion was made by Mr. Wilson, seconded by Mrs. Deaver, to Adopt Resolution No. R 004 15 entitled "RESOLUTION APPOINTING SUSSEX COUNTY COUNCIL TO ACT AS TRUSTEE OF THE TRUST ESTABLISHED AS PART OF THE SUSSEX COUNTY EMPLOYEE PENSION PLAN".

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**Old
Business/
CU 1994**

Under Old Business, the Council considered Conditional Use No. 1994 filed on behalf of Robert Wilkerson.

The Planning and Zoning Commission held a Public Hearing on this application on August 21, 2014 at which time action was deferred. On September 11, 2014, the Commission recommended that the application be approved, with conditions (A – O).

**Old
Business/
CU 1994
(continued)**

On October 14, 2014, the Sussex County Council held a Public Hearing on this application and found that the Applicant was not in attendance; the application was denied due to the lack of a record.

On December 2, 2014, the Sussex County Council discussed this application for the purpose of further consideration and was advised that there were extenuating circumstances involving the application; that the original public hearing was scheduled for October 21, 2014 but was rescheduled for October 14, 2014; that the date of the public hearing before the Council was not updated (on the notice posted on the Applicant's property) to show the rescheduled date; and that legal staff agreed that a Motion to rescind the vote was appropriate in this case. There was a Motion adopted to rescind the vote of denial of October 14, 2014. A new Public Hearing was scheduled and held on January 13, 2015 at which time action was deferred to allow time for Councilman Cole to listen to the audio of the Public Hearing so that he could participate in the vote on the application.

(For additional information, see the minutes of the meetings of the Planning and Zoning Commission dated August 21 and September 11, 2014 and the minutes of the meetings of the Sussex County Council dated October 14 and December 2, 2014 and January 13, 2015.)

Lawrence Lank, Director of Planning and Zoning, read a summary of the Commission's Public Hearing.

Council members discussed the proposed ordinance.

**M 107 15
Adopt
Ordinance
No. 2389/
CU 1994**

A Motion was made by Mrs. Deaver, seconded by Mr. Cole, to Adopt Ordinance No. 2389 entitled "AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT FOR AN AUTOMOBILE REPAIR SHOP TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN BROADKILL HUNDRED, SUSSEX COUNTY, CONTAINING 1.5 ACRES, MORE OR LESS" (Conditional Use No. 1994) filed on behalf of Robert Wilkerson, with the following conditions:

- A. The use shall be limited to the existing structure on the property. No additional structures will be permitted.**
- B. The use shall be operated solely by the applicant. As stated by the applicant, there shall not be any other employees associated with the business.**
- C. No outside repairs shall be permitted.**
- D. No junked, unlicensed or unregistered vehicles, trucks or trailers shall remain on the property for longer than six (6) months.**
- E. No more than ten (10) vehicles, trucks or trailers shall be located outside at any one time.**
- F. The use shall include porta-toilet facilities. The nature and location of these facilities shall be shown on the Final Site Plan and shall be screened from neighboring properties.**

**M 107 15
Adopt
Ordinance
No. 2389/
CU 1994
(continued)**

- G. There shall not be any outside storage of vehicle parts, equipment, scrap, or similar materials.**
- H. There shall not be any vehicle sales occurring on the site.**
- I. All dumpsters or trash receptacles shall be screened from view of neighboring properties or roadways.**
- J. Any security lighting shall be downward screened so that it does not shine on neighboring properties or roadways.**
- K. One unlighted sign, not to exceed 32 square feet in size per side, shall be permitted.**
- L. The areas for outside vehicles shall be shown on the Final Site Plan and clearly marked on the site itself.**
- M. All oils, hazardous substances, fluids and similar substances shall be stored inside in accordance with all applicable laws and regulations and shall be disposed of the same way.**
- N. The hours of operation shall be between 8:30 am and 5:00 pm, Monday through Saturday.**
- O. The Final Site Plan shall be subject to the review and approval of the Sussex County Planning and Zoning Commission.**

Motion Adopted: 3 Yeas, 2 Nays.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Nay;
Mr. Arlett, Nay; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**Grant
Requests**

Mrs. Jennings presented grant requests for the Council's consideration.

**M 108 15
Council-
manic
Grant**

A Motion was made by Mrs. Deaver, seconded by Mr. Wilson, to give \$500.00 from Mrs. Deaver's Councilmanic Grant Account to Lewes in Bloom for the Children's Learning Garden.

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**M 109 15
Council-
manic
Grant**

A Motion was made by Mr. Cole, seconded by Mrs. Deaver, to give \$1,000.00 from Mr. Cole's Councilmanic Grant Account to True Blue Jazz for operating costs and scholarship funding.

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**M 110 15
Council-
manic
Grant**

A Motion was made by Mr. Cole, seconded by Mrs. Deaver, to give \$500.00 (\$100.00 from each Councilmanic Grant Account) to First State Community Action Agency for a fundraiser to benefit youth programming.

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**Introduction
of Proposed
Zoning
Ordinances**

Mrs. Deaver introduced the Proposed Ordinance entitled “AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT FOR A PUBLIC SERVICE FACILITY (STATE POLICE) TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN LEWES AND REHOBOTH HUNDRED, SUSSEX COUNTY, CONTAINING 9.3 ACRES, MORE OR LESS” (Conditional Use No. 2015) filed on behalf of Delaware Division of Facilities Management. (Tax Map I.D. 334-12.00-16.06) (911 Address – None Found).

Mrs. Deaver introduced the Proposed Ordinance entitled “AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT FOR AN ELEMENTARY SCHOOL TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN LEWES AND REHOBOTH HUNDRED, SUSSEX COUNTY, CONTAINING 25.4 ACRES, MORE OR LESS” (Conditional Use No. 2016) filed on behalf of Cape Henlopen School District. (Tax Map I.D. 334-12.00-45.01) (911 Address: None Found).

Mrs. Deaver introduced the Proposed Ordinance entitled “AN ORDINANCE TO AMEND THE COMPREHENSIVE ZONING MAP OF SUSSEX COUNTY FROM A GR GENERAL RESIDENTIAL DISTRICT TO A CR-1 COMMERCIAL RESIDENTIAL DISTRICT FOR A CERTAIN PARCEL OF LAND LYING AND BEING IN CEDAR CREEK HUNDRED, SUSSEX COUNTY, CONTAINING 12.394 SQUARE FEET, MORE OR LESS” (Change of Zone No. 1775) filed on behalf of Charles R. Auman, Jr. (Tax Map I.D. 330-5.00-7.04 and 8.00) (911 Address: None Found).

The Ordinances will be advertised for Public Hearing.

**Council
Members’
Comments**

Council Members’ Comments

Mrs. Deaver commented on Conditional Uses and how the County enforces them and she suggested that the Council look into how enforcement can be improved. Mrs. Deaver also commented on putting more classifications or defining other types of uses in commercial areas as well as adding a B-2 and B-3 zoning classification.

**Council
Members'
Comments
(continued)**

Mr. Wilson thanked Mr. Lawson for his presentation on vendors and food trucks.

Mr. Cole announced that, on March 18th, Mr. Arlett and he will be speaking on growth and infrastructure at the South Eastern Sussex County Democrat Club.

Mrs. Deaver stated that she will be attending a meeting of the Eastern Sussex Republican Women's Club.

Mr. Arlett reported on his participation at the Regional FEMA Meeting in Virginia and the discussion on the new Executive Order regarding flood zones. Mr. Arlett also reported on other events he attended: Sussex County Community Exchange relating to stormwater management, Community Education Foundation in Delmar.

Mrs. Deaver announced that the League of Women Voters of Sussex County will be holding Land Use Forums around the County on the Comprehensive Plan. The first forum has been scheduled for Wednesday, March 18th, at 7:00 p.m. in Sussex County Council Chambers.

**M 111 15
Go Into
Executive
Session**

At 11:37 a.m., a Motion was made by Mrs. Deaver, seconded by Mr. Arlett, to recess and go into Executive Session.

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

**Executive
Session**

At 11:40 a.m., an Executive Session of the Sussex County Council was held in the Basement Caucus Room for the purpose of discussing matters relating to pending/potential litigation and land acquisition. The Executive Session concluded at 12:20 p.m.

**M 112 15
Reconvene
Regular
Session**

At 12:23 p.m., a Motion was made by Mr. Wilson, seconded by Mrs. Deaver, to come out of Executive Session and to reconvene the Regular Session.

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

There was no action on Executive Session matters.

**M 113 15
Adjourn**

A Motion was made by Mr. Cole, seconded by Mrs. Deaver, to adjourn at 12:23 p.m.

**M 113 15
(continued)**

Motion Adopted: 5 Yeas.

**Vote by Roll Call: Mrs. Deaver, Yea; Mr. Cole, Yea;
Mr. Arlett, Yea; Mr. Wilson, Yea;
Mr. Vincent, Yea**

Respectfully submitted,

**Robin A. Griffith
Clerk of the Council**

DRAFT

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Sussex County
DELAWARE
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MEMORANDUM:

TO: Sussex County Council
The Honorable Michael H. Vincent, President
The Honorable Samuel R. Wilson, Jr., Vice President
The Honorable Robert B. Arlett
The Honorable George B. Cole
The Honorable Joan R. Deaver

FROM: Gina A. Jennings
Finance Director

RE: ***NORTH EXPANSION OF THE ANGOLA NECK SANITARY SEWER DISTRICT***

DATE: March 27, 2015

On Tuesday, there will be a public hearing on the attached ordinance to authorize the issuance of \$6,697,774 of General Obligation Bonds of Sussex County for the cost of the design, construction, and equipping of the North Expansion of the Angola Sewer District. A grant in the amount of \$1,468,000 is expected to be received to lower the outstanding debt principal to \$5,229,774.

The bonds are backed by the County's full faith and credit and are expected to be paid back over 30 years through revenues from the North Expansion of the Angola Sewer District. This bond issuance is within the legal debt limit of the County.

The ordinance authorizes the sale of bonds to the State of Delaware Water Pollution Control Revolving Fund. The bonds will provide the funding for the boundaries of the area known as Angola North, which was adopted by Sussex County Council on October 7, 2014. This funding is the same funding that was presented during the public hearing on September 18, 2014 with residents of the expanded district boundary.

Please let me know if you have any questions.

Attachment

pc: Mr. Todd F. Lawson

ORDINANCE NO. _____

**AN ORDINANCE AUTHORIZING THE ISSUANCE OF UP TO \$6,697,774 OF
GENERAL OBLIGATION BONDS OF SUSSEX COUNTY IN CONNECTION WITH
THE NORTH EXPANSION OF THE ANGOLA NECK SANITARY SEWER
DISTRICT AND AUTHORIZING ALL NECESSARY
ACTIONS IN CONNECTION THEREWITH**

WHEREAS, pursuant to Title 9, Delaware Code, Section 7001(a) Sussex County (the "County") has "all powers which, under the Constitution of the State, it would be competent for the General Assembly to grant by specific enumeration, and which are not denied by statute" (the "Home Rule Power");

WHEREAS, acting pursuant to its Home Rule Power, and pursuant to Title 9, Delaware Code, Chapters 65 and 67, the County has authorized the design, construction and equipping of the wastewater collection, conveyance and transmission facilities for the north expansion of the Angola Neck Sanitary Sewer District (the "Project");

WHEREAS, pursuant to Title 9, Delaware Code, Section 6706, the County is authorized to issue its bonds and to pledge its full faith and credit thereto, to finance the cost of any object, program or purpose for which the County is authorized to raise, appropriate or expend money under Chapter 67 of Title 9; and

WHEREAS, acting pursuant to the aforesaid authority, the County desires to authorize the issuance of general obligations of the County to finance the costs of the Project and for the other purposes described herein.

NOW THEREFORE THE COUNTY OF SUSSEX HEREBY ORDAINS (AT LEAST FOUR FIFTHS OF THE MEMBERS OF COUNCIL CONCURRING HEREIN):

Section 1. Amount and Purpose of the Bonds. Acting pursuant to Title 9, Delaware Code, Chapters 65 and 67, Sussex County shall issue its negotiable general obligations in the maximum aggregate principal amount not to exceed \$6,697,774 (the "Bonds") to finance or reimburse the County for a portion of the cost of the design, construction and equipping of the Project, with the expectation that a grant in the amount of \$1,468,000 will be provided by the 21st Century Fund (acting on their own behalf or by and through the Delaware Department of Natural Resources & Environmental Control) (or any successor agency) to reduce the principal amount of the Bonds outstanding to \$5,229,774 upon Project completion.

The monies raised from the sale of the Bonds (including the investment earnings thereon) after the payment of the costs of issuance, shall be held in one or more Project accounts and shall be expended only for the purposes authorized herein or as may otherwise be authorized by subsequent action by County Council. Authorized purposes include the costs of planning, constructing, acquiring and equipping the Project or any portion thereof; interest on the Bonds and any interim financing during the construction period and for

a period of up to one year following the estimated date of completion; the reasonable costs of issuance of the Bonds and any interim financing; the repayment of temporary loans incurred with respect to the Project; and the reimbursement of authorized costs previously expended by the County from other funds.

Section 2. Security for the Bonds. The principal, interest and premium, if any, on the Bonds may be paid by ad valorem taxes on all real property subject to taxation by the County without limitation as to rate or amount, except as limited by Title 9, Delaware Code Section 8002 (c). Pursuant to Title 9, Delaware Code, Section 6706, the full faith and credit of the County is pledged to such payment. The Bonds shall contain a recital that they are issued pursuant to Title 9, Delaware Code, Chapter 67, which recital shall be conclusive evidence of their validity and of the regularity of their issuance. While the Bonds are backed by the County's full faith and credit, it is expected that the debt service will be paid from revenues of the Angola Neck Sanitary Sewer District.

Section 3. Terms of the Bonds. The Bonds shall be sold at such prices and upon such other terms and conditions consistent with the provisions of this Ordinance and otherwise as the County Administrator shall determine to be in the best interests of the County. The Bonds shall bear interest at such rate or rates and shall mature in such amounts and at such times, but not exceeding 30 years from the date of issue of the Bonds, and shall be subject to redemption, as the County Administrator shall determine.

Section 4. Sale of the Bonds. The Bonds may be issued in one or more series and shall be sold in one or more public sales or private negotiated transactions upon such terms and conditions as the County Administrator shall determine shall be in the best interest of the County. It is anticipated that the Bonds will be sold to the State of Delaware Water Pollution Control Revolving Fund (acting on their own behalf or by and through the Delaware Department of Natural Resources & Environmental Control) (or any successor agency).

Section 5. Details of the Bonds. The County Administrator is authorized to determine the details of the Bonds including the following: the date or dates of the Bonds; provisions for either serial or term bonds; sinking fund or other reserve fund requirements; due dates of the interest thereon; the form of the Bonds; the denominations and designations of the Bonds; registration, conversion and transfer provisions; provisions for the receipt, deposit and investment of the proceeds of the Bonds; provisions for the replacement of lost, stolen, mutilated or destroyed Bonds; and provisions for issuing uncertificated obligations and all procedures appropriate for the establishment of a system of issuing uncertificated debt. The Bonds shall be executed by the manual or facsimile signature of the County Administrator, shall contain an impression of the County seal or a facsimile thereof and shall be attested by the manual signature of the County Clerk. The County Administrator shall determine the form of the Bonds.

Section 6. Debt Limit. It is hereby determined and certified, as of the effective date hereof, that the issuance of the Bonds is within the legal debt limit of the County.

Section 7. Further Action.

The President of the County Council, the County Administrator, the Finance Director and the County Clerk are authorized and directed to take such other action on behalf of the County, as may be necessary or desirable to effect the adoption of this Ordinance and the issuance and sale of the Bonds and to provide for their security and to carry out the intent of this Ordinance, including the publication of notices and advertisements and the execution and delivery of customary closing certificates.

Section 8. Effective Date. This Ordinance shall become effective immediately upon its passage. The County Clerk is hereby directed to publish a notice of the adoption hereof in accordance with Section 7002(m)(2) of Title 9 of the Delaware Code, as amended.

ADOPTED this ____ day of March, 2015,

SUSSEX COUNTY, DELAWARE

Attest:

Clerk
Sussex County Council

President
Sussex County Council

[Seal]

APPROVED AS TO LEGALITY AND FORM:

County Attorney

(Angola Neck-Ordinance)

SYNOPSIS: This Ordinance provides for the issuance of up to \$6,697,774 of Sussex County General Obligation Bonds in order to finance or reimburse the County for a portion of the costs for the design, construction and equipping of the wastewater collection, conveyance and transmission facilities for the Angola North Sewer Expansion Project (the "Project") with the expectation that a grant in the amount of \$1,468,000 will be provided by the 21st Century Fund to reduce the principal amount of the Bonds outstanding to \$5,229,774 upon Project completion.

PROPOSED

TODD F. LAWSON
COUNTY ADMINISTRATOR


(302) 855-7742 T
(302) 855-7749 F
tlawson@sussexcountype.gov



Sussex County
DELAWARE
sussexcountype.gov

Memorandum

TO: Sussex County Council
The Honorable Michael H. Vincent, President
The Honorable Samuel R. Wilson, Jr., Vice President
The Honorable Robert B. Arlett
The Honorable George B. Cole
The Honorable Joan R. Deaver

FROM: Todd F. Lawson
County Administrator 

RE: **TEMPORARY VENDOR STAND ORDINANCE**

DATE: March 27, 2015

During Tuesday's meeting, we are scheduled to conclude the discussion on the topic of temporary vendor stands and possibly introduce a draft ordinance for future consideration. Based on the feedback from the previous meeting, we have incorporated specific criteria within this ordinance that supports your position(s).

The intent of the ordinance remains the same, to develop a streamlined process to allow vendors to operate on property zoned commercial. And this initiative **does not apply** to traditional farm markets and produce stands that are allowed to legally operate on AR-1 property.

The ordinance language specifies the following criteria for a vendor applicant:

- | | |
|---------------------|---|
| 1. Property Zoning: | C-1 and CR-1 only |
| 2. Activity: | Temporary and removable vending stand, including food trucks, selling food, food-related, or agricultural products only |
| 3. Length of Time: | 6 months or less |
| 4. Amount: | 1 stand per parcel |
| 5. Size: | Maximum of 8' 6" wide by 45' long (DMV dimensions) |
| 6. Permission: | Activity must be approved, in writing, by property owner |
| 7. Plan: | Drawing showing stand location required |
| 8. State Agency: | Evidence of a valid State of Delaware business license |
| 9. Kick-Out: | Director may require applicant to seek Board approval |

On Tuesday, we will highlight the most recent adjustments made to the draft language and unless there are other suggestions, the ordinance is prepared for introduction.

Please let me know if you have any questions.



COUNTY ADMINISTRATIVE OFFICES
2 THE CIRCLE | PO BOX 589
GEORGETOWN, DELAWARE 19947

ORDINANCE NO. ____

AN ORDINANCE TO AMEND CHAPTER 115, ARTICLE XI, §77 AND §80; ARTICLE XIA, §83.2 AND §83.6 OF THE CODE OF SUSSEX COUNTY RELATING TO TEMPORARY REMOVABLE VENDOR STANDS.

WHEREAS, Sussex County Council has the power and jurisdiction to regulate zoning and uses of land in those portions of Sussex County which are not included within the corporate limits of any City or Town; and

WHEREAS, the Code of Sussex County does not clearly address or regulate temporary removable vendor stands, including “food trucks”, and by default they have required Conditional Use approvals to legally operate in the County; and

WHEREAS, Sussex County Council desires to create a process in the Zoning Code to allow temporary removable vendor stands, including “food trucks” in certain areas under certain circumstances; and

WHEREAS, Sussex County Council deems it appropriate to allow certain temporary removable vendor stands, including “food trucks” to exist as permitted uses within the C-1 General Commercial District and the CR-1 Commercial Residential District with certain limitations; and

WHEREAS, Sussex County Council deems it appropriate to include temporary removable vendor stands as special use exceptions in the C-1 General Commercial District and CR-1 Commercial Residential District if not considered a permitted use; and

WHEREAS, Sussex County Council is of the opinion that this amendment will promote the health, safety morals, convenience, order, prosperity and welfare of the present and future inhabitants of the County and provide for a more orderly development of the County; and

WHEREAS, any material that is to be deleted from the Code of Sussex County is enclosed in [brackets] and any new material inserted into the Code of Sussex County is indicated by underlining;

NOW, THEREFORE, THE COUNTY OF SUSSEX HEREBY ORDAINS:

Section 1. The Code of Sussex County, Chapter 115, Article XI, Section 77, Permitted Uses, is hereby amended by adding the following language after “Tourist homes or rooming house” and before “Used car and truck sales and storage, parked a minimum of 25 feet from the front property line” as follows:

Temporary removable vendor stands, including but not limited to “food trucks” and similar vehicles or trailers, located on the premises for not more than 6 months per year for the sale of food, agricultural products or other food-related goods. Such temporary removable vendor stands must comply with all of the following requirements:

A. No temporary removable vendor stand shall be permanently affixed to the premises. All temporary removable vendor stands shall be fully transportable and moveable within twenty four hours.

B. There shall be no more than one temporary removable vendor stand on a parcel at any one time.

C. No temporary removable vendor stand shall be wider than 8 feet 6 inches nor longer than 45 feet.

D. No temporary removable vendor stand shall be permanently connected to any utilities, including water, sewer, electric or gas.

E. No temporary removable vendor stand shall interfere with vehicular or pedestrian movement on a parcel or adjacent rights of way.

F. The owner of a proposed temporary removable stand shall present the Director of Planning and Zoning with (i) written approval of the existence and location of the stand by the property owner, and (ii) a drawing showing the location of the stand upon the property. Upon presentation of this information, the Director may preliminarily approve the stand or require the owner to apply for a special use exception from the Board of Adjustment if there are concerns about (a) the location, (b) the effect(s) upon on-site parking, neighboring properties or roadways, or (c) other good cause.

G. If preliminarily approved, the owner of a proposed temporary removable stand shall present the Director of Planning and Zoning with evidence of a current State of Delaware business license.

H. Upon approval by the Director, a “Sussex County Vendor Stand” sticker shall be issued in a form established by the Director. This sticker shall be visible on the stand at all times.

I. A special use exception granted in accordance with this Section and Section 80.C. shall include a condition that the use shall not operate until the owner presents the Director of Planning and Zoning with evidence of a current State of Delaware business license. Upon approval, the Director shall issue a “Sussex County

Vendor Stand” sticker in a form established by the Director. This sticker shall be visible on the stand at all times.

Section 2. The Code of Sussex County, Chapter 115, Article XIA, Section 83.2, Permitted Uses, is hereby amended by adding the following language after “Tourist homes or rooming house” and before “Used car and truck sales and storage, parked a minimum of 25 feet from the front property line” as follows:

Temporary removable vendor stands, including but not limited to “food trucks” and similar vehicles or trailers, located on the premises for not more than 6 months per year for the sale of food, agricultural products or other food related goods. Such temporary removable vendor stands must comply with all of the following requirements:

A. No temporary removable vendor stand shall be permanently affixed to the premises. All temporary removable vendor stands shall be wheeled and shall be fully transportable and moveable within twenty four hours.

B. There shall be no more than one temporary removable vendor stand on a parcel at any one time.

C. No temporary removable vendor stand shall be wider than 8 feet 6 inches nor longer than 45 feet.

D. No temporary removable vendor stand shall be permanently connected to any utilities, including water, sewer, electric or gas.

E. No temporary removable vendor stand shall interfere with vehicular or pedestrian movement on a parcel or adjacent rights of way.

F. The owner of a proposed temporary removable stand shall present the Director of Planning and Zoning with (i) written approval of the existence and location of the stand by the property owner, and (ii) a drawing showing the location of the stand upon the property. Upon presentation of this information, the Director may preliminarily approve the stand or require the owner to apply for a special use exception from the Board of Adjustment if there are concerns about (a) the location, (b) the effect(s) upon on-site parking, neighboring properties or roadways, or (c) other good cause.

G. If preliminarily approved, the owner of a proposed temporary removable stand shall present the Director of Planning and Zoning with evidence of a current State of Delaware business license.

H. Upon approval by the Director or Board of Adjustment, a “Sussex County Vendor Stand” sticker shall be issued in a form established by the Director. This sticker shall be visible on the stand at all times.

I. A special use exception granted in accordance with this Section and Section 83.6.C. shall include a condition that the use shall not operate until the owner presents the Director of Planning and Zoning with evidence of a current State of Delaware business license. Upon approval, the Director shall issue a “Sussex County Vendor Stand” sticker in a form established by the Director. This sticker shall be visible on the stand at all times.

Section 3. The Code of Sussex County, Chapter 115, Article XI, Section 80, Special Use Exceptions, is hereby amended by adding a new category of special use exception within subparagraph C. thereof as follows:

C. Other special use exceptions as follows:

...

Any temporary removable vendor stand for the sale of food, agricultural products or other food related goods that is not a permitted use under the provisions of Section 115-77.

Section 4. The Code of Sussex County, Chapter 115, Article XI, Section 83.6, Special Use Exceptions, is hereby amended by adding a new category of special use exception within subparagraph C. thereof as follows:

C. Other special use exceptions as follows:

...

Any temporary removable vendor stand for the sale of food, agricultural products or other food related goods that is not a permitted use under the provisions of Section 115-83.2.

Synopsis

There have been several proposed temporary removable vendor stands (including “food trucks”) that have sought approval in Sussex County, and until now there was no clear path under the Zoning Code governing the approval process. Instead, approvals have been sought by default under the Conditional Use “catch-all” category of “residential, business, commercial or industrial uses when the purpose of this chapter are more fully met by issuing a conditional use permit.” As a result of this, existing stands run the risk of violation, and those seeking approval face uncertainty about how to proceed under the Code. With this amendment, such

stands in the C-1 and CR-1 districts can receive over-the-counter approval if certain specific requirements are satisfied. In those districts, if the Director still has concerns about the proposal, the owner of the stand can seek a Special Use Exception from the Sussex County Board of Adjustment.

This amendment will not affect temporary removable farm stands that are permitted uses in the AR-1 District under Section 115-20.A.(3).

Ordinances.Temporary Removable Vendor Stands

DRAFT

INFORMATION TECHNOLOGY

THOMAS GLENN
DIRECTOR

(302) 855-7898 T
(302) 853-5898 F



Sussex County

DELAWARE
sussexcountyde.gov

TO: Sussex County Council
The Honorable Michael H. Vincent, President
The Honorable Samuel R. Wilson, Jr., Vice President
The Honorable Robert B. Arlett
The Honorable George B. Cole
The Honorable Joan R. Deaver

FROM: Thomas E. Glenn
Director of Information Technology

RE: **State Grant Funding for IT Security**

DATE: March 27th, 2015

The IT Department has secured over \$50,000 in grant funding to improve the County's IT security posture. We submitted five projects directly related to security, and all were approved. The state will be purchasing the equipment, software, and professional services directly, and passing them on to the County.

Here is a summary of the projects:

- **Sourcefire (Additional Firewall Software) - Software & Professional Services**

The County would like more visibility into our network. We do not currently have an accurate view on all of the potential threats that we are facing. We need this crucial data to help us focus our efforts in security, so that we can deal with emerging threats and zero day attacks.

- **Privilege Management Software**

The County would like to be able to manage user privileges in a more effective manner. We still have some software that requires administrative privileges. This software will allow us to fine tune and limit the privileges without compromising security on a PC or laptop.

- **Two Factor / Multi factor authentication**

The County would like to use multi factor authentication for anyone with an administrator or super user account, to further secure our systems.

- **Configuration - Professional Services**

The County would like some assistance in better securing our Terminal Server that our EMS division is using.

- **“Shop Floor” network for SCADA Equipment - Firewall & Professional Services**

The County plans on completely segmenting SCADA traffic and equipment from the rest of our internal networks. Currently the traffic is segmented by VLAN's but at certain times resides on the same network. The new design calls for creating VRF's or separate routing instances at each location, and requires a Firewall with stringent rules at the main location to handle traversal between the networks, further limiting the access to SCADA resources.

If you have any questions about these initiatives, please feel free to contact my office.

Thank you.

U.S. Department of Homeland Security
One Independence Mall, 6th Floor
615 Chestnut Street
Philadelphia, Pennsylvania 19106



FEMA

March 18, 2015

Michael Vincent
Council President
Sussex County
2 The Circle, First Floor
Post Office Box 589
Georgetown, Delaware 19947

RE: Sussex County, DE

CID # 100029

Dear Mr. Vincent:

I am pleased to inform you that the revisions to Sussex County's Floodplain Management Ordinance, as amended on January 20, 2015, brought the Ordinance into compliance with the National Flood Insurance Program (NFIP) as required for Sussex County's updated Flood Insurance Rate Map (FIRM) release on March 16, 2015.

Your efforts toward reducing future flood losses in Sussex County are commendable. Feel free to contact me at 215-931-5667 or at Darlene.Messina@fema.dhs.gov if you have any questions regarding ordinance enforcement or any other aspect of the program.

Sincerely,

A handwritten signature in dark ink, appearing to read "Darlene Messina".

Darlene Messina, CFM
Mitigation Planning Specialist
Mitigation Division

cc: Michael Powell, NFIP State Coordinator, Department of Natural Resources and
Environmental Control
Jeff Shockley, Environmental and Flood Plain Manager, Sussex County

ENGINEERING DEPARTMENT

ADMINISTRATION	(302) 855-7718
AIRPORT & INDUSTRIAL PARK	(302) 855-7774
ENVIRONMENTAL SERVICES	(302) 855-7730
PUBLIC WORKS	(302) 855-7703
RECORDS MANAGEMENT	(302) 854-5033
UTILITY ENGINEERING	(302) 855-7717
UTILITY PERMITS	(302) 855-7719
UTILITY PLANNING	(302) 855-1299
FAX	(302) 855-7799

March 24, 2015



Sussex County

DELAWARE
sussexcountyde.gov

MICHAEL A. IZZO, P.E.
COUNTY ENGINEER

BRAD HAWKES
DIRECTOR OF UTILITY ENGINEERING

FACT SHEET

SUSSEX COUNTY PROJECT 81-04
REDDEN FARM - AKA REDDEN RIDGE - PHASE 1
AGREEMENT NO. 1001

DEVELOPER:

Mr. Nick Hammonds
Jack Lingo Asset Management, LLC
246 Rehoboth Ave.
Rehoboth Beach, DE 19971

LOCATION:

34.65 acres into 97 lots. (Environmentally
Sensitive
Developing Overlay District), S/RD 275,
Warrington
Road, approx., 650', W/RD 274, Old Landing
Road

SANITARY SEWER DISTRICT:

West Rehoboth Expansion of the Dewey Beach Sanitary Sewer District

TYPE AND SIZE DEVELOPMENT:

Construction of a 84 Single Family Detached
Dwelling Subdivision 38 Single Family Lots and
the Pool house in this phase

SYSTEM CONNECTION CHARGES:

\$214,500.00

SANITARY SEWER APPROVAL:

Sussex County Engineering Department Plan Approval
09/29/14

Department Of Natural Resources Plan Approval
10/23/14

SANITARY SEWER CONSTRUCTION DATA:

Construction Days – 90
Construction Admin And Construction Inspection Cost – \$22,026.83
Proposed Construction Cost – \$146,845.50

ENGINEERING DEPARTMENT

ADMINISTRATION	(302) 855-7718
AIRPORT & INDUSTRIAL PARK	(302) 855-7774
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Sussex County

DELAWARE
sussexcountyde.gov

MICHAEL A. IZZO, P.E.
COUNTY ENGINEER

BRAD HAWKES
DIRECTOR OF UTILITY ENGINEERING

March 31, 2015

PROPOSED MOTION

BE IT MOVED THAT BASED UPON THE RECOMMENDATION OF THE SUSSEX COUNTY ENGINEERING DEPARTMENT, FOR SUSSEX COUNTY PROJECT NO. 81-04, AGREEMENT NO. 1001 THAT THE SUSSEX COUNTY COUNCIL EXECUTE A CONSTRUCTION ADMINISTRATION AND CONSTRUCTION INSPECTION AGREEMENT BETWEEN SUSSEX COUNTY COUNCIL AND "JACK LINGO ASSET MANAGEMENT, LLC", FOR WASTEWATER FACILITIES TO BE CONSTRUCTED IN "REDDEN FARM – AKA REDDEN RIDGE – PHASE 1", LOCATED IN WEST REHOBOTH EXPANSION OF THE DEWEY BEACH SANITARY SEWER DISTRICT.

ORDINANCE NO. 38
AGREEMENT NO. 1001

TODD LAWSON
COUNTY ADMINISTRATOR

GINA JENNINGS
DIRECTOR OF ACCOUNTING
(302) 855-7853 T
(302) 855-7722 F
gjennings@sussexcountyde.gov



Sussex County
DELAWARE
sussexcountyde.gov

MEMORANDUM:

TO: Sussex County Council
The Honorable Michael H. Vincent, President
The Honorable Samuel R. Wilson, Jr., Vice President
The Honorable Robert B. Arlett
The Honorable George B. Cole
The Honorable Joan R. Deaver

FROM: Gina A. Jennings
Finance Director

RE: **HEALTH INSURANCE RFP RESULTS AND POSSIBLE BID AWARD**

DATE: March 27, 2015

On Tuesday, I will be making a recommendation to contract Highmark Blue Cross Blue Shield for employee and retiree health insurance. We would still proceed as a self-funded plan, but Highmark will act as our third party administrator, allowing the County to utilize the discounts from their large network. This recommendation is a result of a formal RFP process that was performed this winter.

There are advantages to both the County and employees to make this change.

Some of the County advantages include:

- Annualized claim savings of \$390,000 to \$1.04 million, a 11.15 percent to 25.5 percent discount
- Reduced administrative costs of \$61,879, a 14.4 percent discount
- Annualized savings in prescription costs of \$133,000 to \$201,000

Some of the employee advantages include:

- Increased "in-network" providers – additional 23 percent of claims will now be in-network
- All in-network office visits will be a \$15 copay versus the current \$15 to \$25 in-network office visits

A full analysis completed by an independent insurance consultant is attached. Mr. Steve Fallon, of Insurance Buyers' Council, will be present on Tuesday to discuss more of the highlights of the RFP results and answer any questions.

Attachment

pc: Mr. Todd F. Lawson

Sussex County Government



Presented by:

Stephen J. Fallon
Insurance Buyers' Council, Inc.



About IBC, Inc.

IBC is an independent, fee-based consulting firm delivering a full range of Employee Benefits and Risk Management consulting services. We are proud of our long-standing relationship with Sussex County Government. In the past several years, we have completed several projects for SCG (not including the Property and Liability consulting provided by other IBC team members). Highlights of previous consulting projects include the following:

- Restructuring of the **dental and vision program** from an in-house reimbursement plan to managed dental and vision plans with industry leading carriers to enhance benefits, reduce in-house claim processing and reimbursements, and stretch employee “dollars” through the use of negotiated provider discounts
- Moving from an in house short-term disability to consolidation of **Life and Disability** plans with one carrier-Hartford. These plans include advice to pay STD which helped remove SCG from making disability decisions and eliminated the handling of sensitive employee data. This July 1 renewal was recently provided and two **additional** years were granted at same rates (5 years with no change in rate)
- Year over year review and comment on **medical, stop-loss, and network configuration**. In 2010, we completed a full market analysis for Sussex. As a result of some of our recent analysis, the incumbent TPA added a new “High Performance Network”.

Some other public and private sector clients for which we provide health and welfare consulting services are listed below:

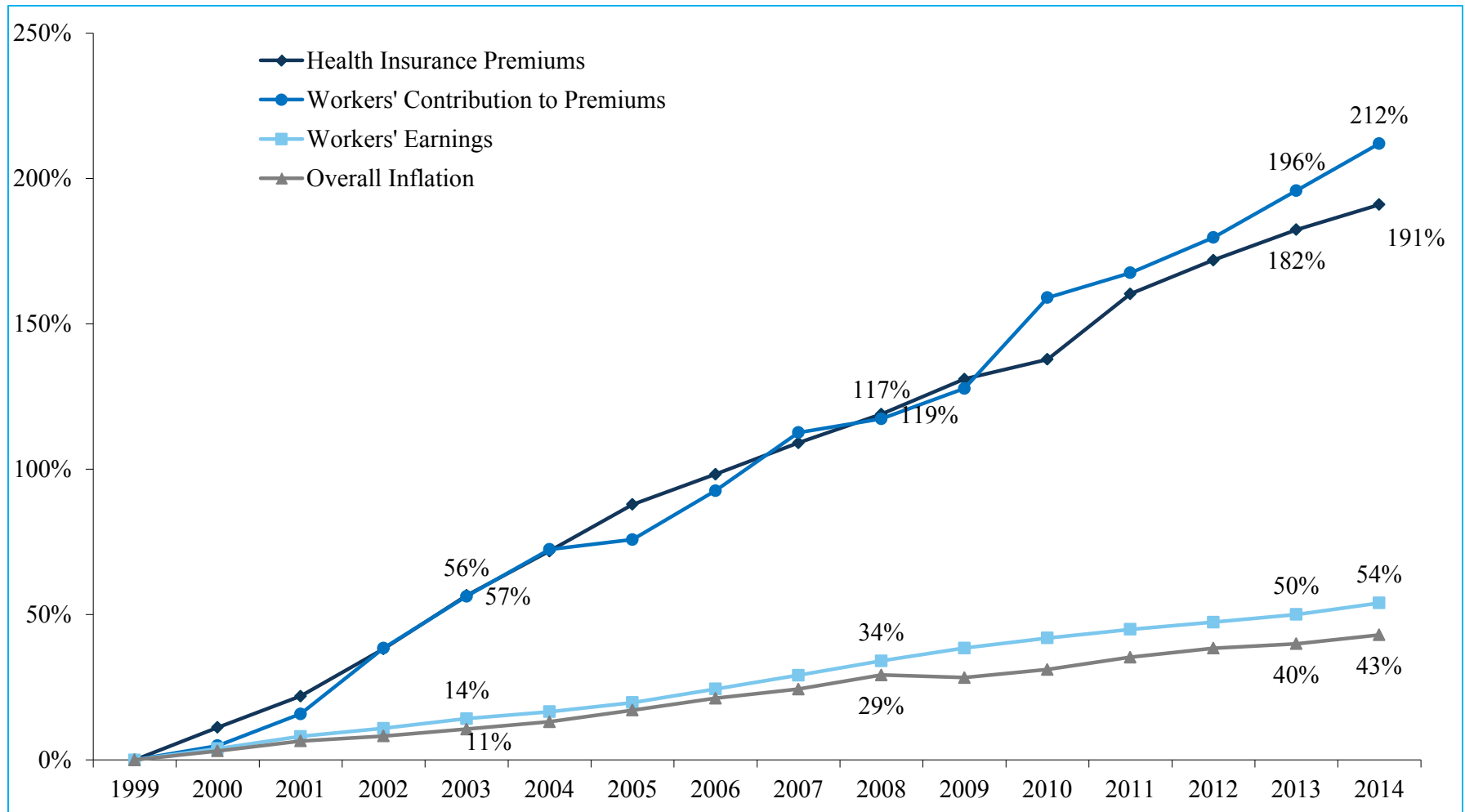
Client Name	Number of Employee Lives
FutureCare Health and Management Corp.	1,150
Hamilton Township School District	1,500
Delaware Valley Health Trust	8,500
Centennial School District	650
Monmouth County, NJ	3,100



Challenges Facing SCG and Other Plan Sponsors

Unsustainable Trajectory of Health Benefit Costs

Increases in Health Insurance and Contributions, Inflation, and Earnings



SOURCE: Kaiser/HRET Survey of Employer-Sponsored Health Benefits, 1999-2014. Bureau of Labor Statistics, Consumer Price Index, U.S. City Average of Annual Inflation (April to April), 1999-2014; Bureau of Labor Statistics, Seasonally Adjusted Data from the Current Employment Statistics Survey, 1999-2014 (April to April).

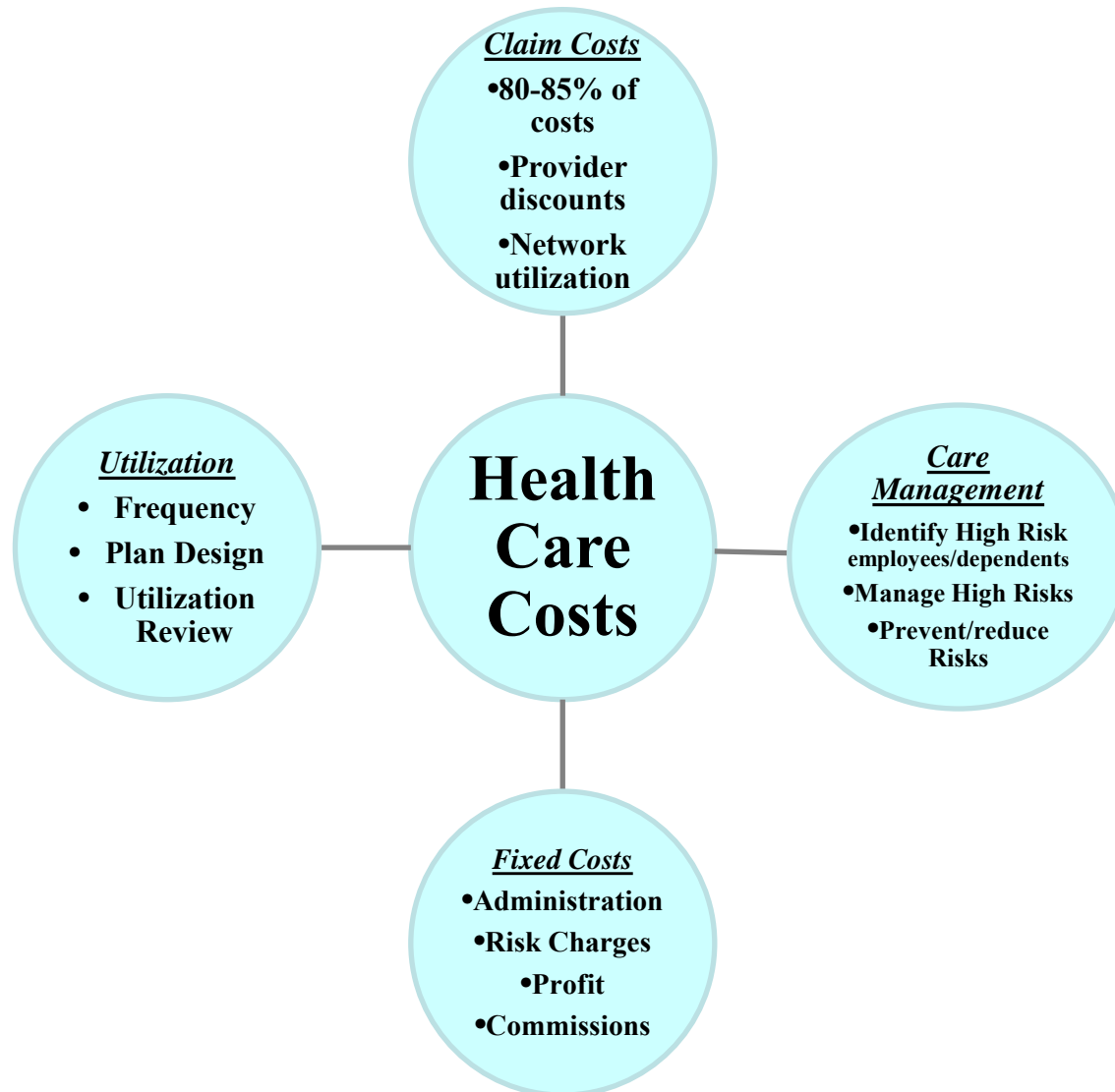
- 1. Costs = unit costs x frequency/utilization*
- 2. Premiums = costs (claims) + administration/other expenses*

- **Reduce utilization (frequency)**
 - Address aging population/retiree component
 - Changing behaviors and lifestyles
 - Plan design which encourages judicious use of services (consumerism)
 - Aggressive disease management/wellness programs
- **Increase member cost sharing**
 - Employee contributions
 - Prescription drug co-pays
 - Medical plan design (co-pays, deductibles)
- **Controlling health care costs long term will require significant adjustments to the status quo**
 - Employees must become stakeholders with a financial interest in the cost, utilization, and administration of employee benefits

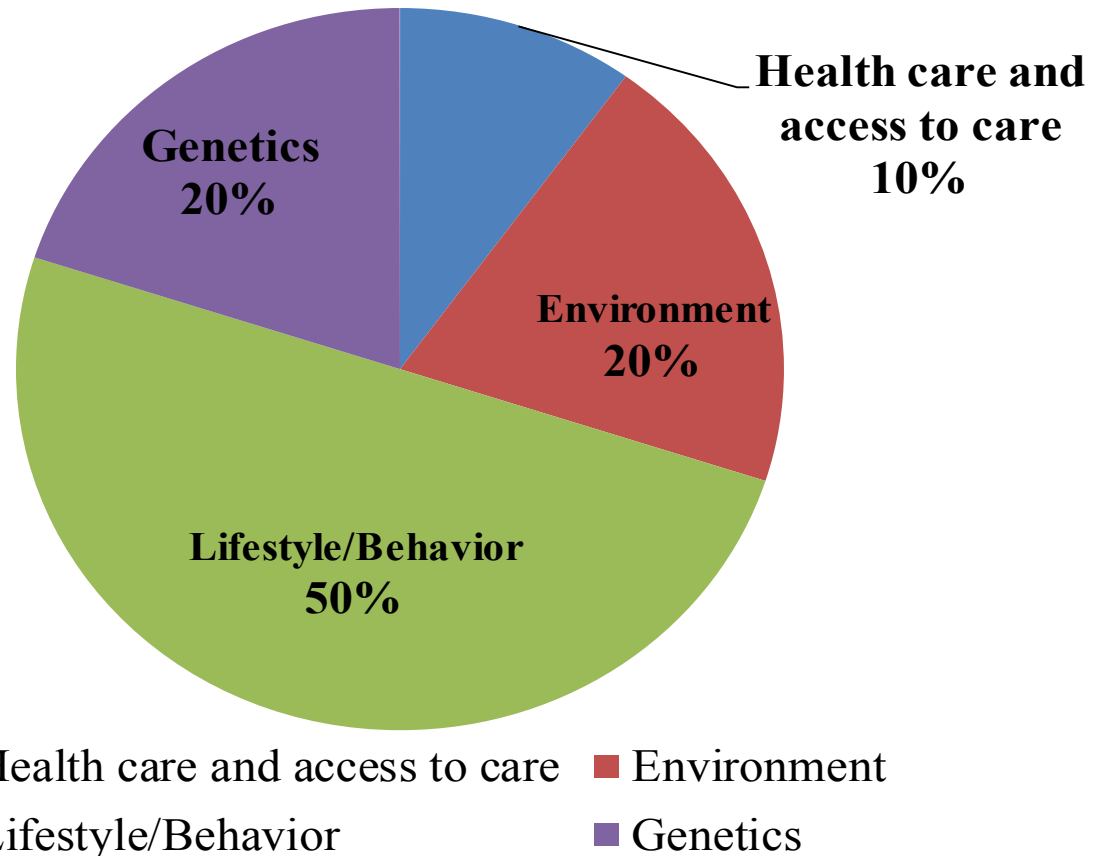
Factors Driving Health Care Costs

- **Aging Population**
- **Advanced Medical Technology**
- **Increased Demand for Services**
- **Waste, Fraud, and Abuse**
- **Lifestyle Behaviors**
- **Chronic Disease**
 - Typically account for 50-55% of costs
 - 50% of members w/chronic disease do not comply w/treatment regimens
- **Return of hyper-inflation in prescription drug costs**
 - Expansion of very expensive “Specialty” Medication Channel
 - Specialty drug costs now account for 10-15% of typical plan sponsor rx costs-projected to increase to as much as 50% in five years
 - *Examples of specialty drugs found in plan sponsor top 20*
 - Enbrel (rheumatoid arthritis) \$5,555/rx
 - Sovaldi (hepatitis C) \$84,000/12 week regimen
- **Provider Consolidation**
- ***Fee for Service* reimbursement system**
- **Affordable Care Act**
 - Benefit mandates
 - Taxes/fees
 - Plan Administration
 - “High Value” Plan tax (Cadillac tax)

Typical Employer Plan Sponsor Approach to Managing Health Care Costs

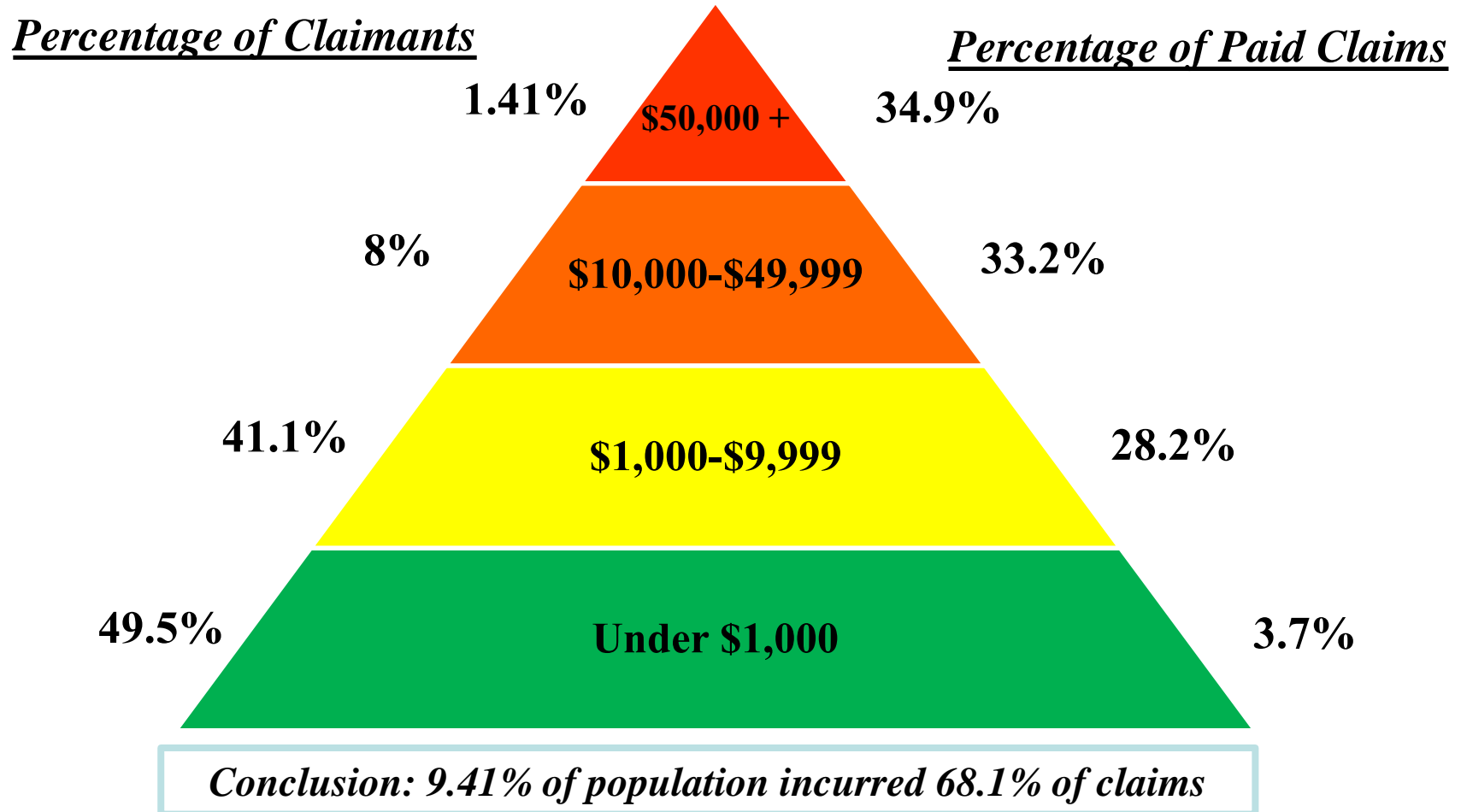


Components of Individual Health: Holistic View



Source: University of California@ San Francisco 2000 Blue Sky Initiative

Disproportionate Distribution of Medical Risk (Typical Plan Sponsor Example)



Plan Design and Non-Plan Design Strategies for Controlling Costs

Plan Design Strategies

- Increase copays and deductibles
- Reduce access in return for deeper discounts (tiered networks)
- Increase medical management (referrals, prior authorization)
- Consumer Directed High Deductible Health Plans

Non-plan Design Strategies

- Value-Based Benefit Designs
- Defined Contribution Health Plan
- Worksite Medical Delivery (Health and Wellness Center)
- Opt-out of employer mandate and pay ACA penalty



Recommendation

Based on our analysis of the RFP responses and considering the fundamental factors driving health care costs, IBC is recommending Sussex County Government seriously consider a change in administrators to Highmark Blue Cross of Delaware.

We recognize the long standing relationship with the current administrator, Integra, and the history of excellent service. However, given the significant costs of health benefits the projected trends and the looming ACA High Value Plan tax (“Cadillac Tax”), we feel the best way to achieve significant savings and begin bending the future cost trends, is to partner with the largest vertically integrated managed care insurance company in the state of Delaware.

While a transition is never easy after an extended period with the same administrator, the member impact should be minimal. Additionally, by controlling costs through deeper provider networks and reduced administrative expenses, SCG will alleviate pressure on reducing costs through benefit level changes.

Having helped clients through numerous changes in carrier/administrator we are not minimizing the work required to ensure a smooth transition. In addition, the “customizable” and local focus of the current administrator will be difficult to replicate. However, Highmark BCBS is more than capable of providing the expected level of claims and member service. They have excellent references and are the primary carrier for the vast majority of Delaware large employers-in both public and private sectors.

Please note our recommendation is based on the opportunity for significant cost savings for the core administration services of group health and pharmacy benefits. Savings which is obtainable without reducing employee benefit levels of provider access.

There are a number of ancillary benefit administration services which will need to be addressed as a follow-up to determine the best way to proceed. These include Flexible Spending Account administration, COBRA, Health Advocacy, ACA compliance and reporting etc. and are services which could be moved to a new administrator or perhaps negotiated to remain administered by Integra. IBC will work with SCG to identify the best way to handle these administrative functions balancing cost, service and other factors with the day to day insight of SCG management and staff.

For example, Integra currently provides the services of Health Advocate, a third party member advocacy and claim assistance service as part of its suite of services for SCG. Highmark does not include Health Advocate as part of its service. However, if SCG values the service provided by Health Advocate, we could negotiate to provide this service directly and still realize significant savings in administration fees.

Given the scope of the project and the proposed changes, there are a couple of objectives of the RFP we would suggest deferring until next year for consideration. These include:

- Moving plan to fiscal year
- Considering Medicare Retiree carve-out

Significant cost savings

- Annual savings estimated at \$580,000-\$1.2 million
- Reduced claim costs through improved provider discounts and greater number of claims “in network”
 - SCG claim file repriced identifies Blue Cross discount advantage of 25.5%
 - Same claim repricing comparison against other Managed Care/Insurance Company competitors shows discount advantage of 11.1%
 - Projected annualized claim savings of \$390,00- \$1.04 million
- Reduced administrative costs
 - Annual savings of approximately \$61,879 in medical administrative expenses (14.44%)
- Improved Pharmacy Benefit contract terms
 - Projected savings of \$133,000- \$201,000 in year 1 over CVS revised terms
 - Minimal formulary disruption
 - Leveraging Highmark pharmacy enrollment of 2.5 million members
- Reducing claim costs will translate into lower ACA High Value Plan tax (“Cadillac Tax)

Consolidated administrative platform

- Reduces costs and improves efficiency/focus
- Full service managed care organization vs. third party administrator
- Competitive plan administration performance guarantees

Excellent References

- Primary carrier for State of DE and both Kent and New Castle County

Best equipped to deal with changing landscape of ACA

- Restructured provider payment systems (Accountable Care Organizations)
- Patient Centered Medical Home model
- Other structural changes and initiatives

Excellent provider disruption results

- Actually increase “in-network” providers-additional 23% of claims in network
- Minimal provider disruption- less than 1%

Requires transition from existing platform

- Will require aggressive implementation
 - See draft implementation schedule
- Terminal liability- run out claims and large claim impact
- May lose some of the “customizable” features of current TPA

Not as locally focused

Proposal does not include any guarantees/targets on claim savings

- Highmark did not include fully insured quote

History of commitment and excellent service

Flexibility of platform

- Developed “High Performance Network” recognizing need for improved provider discounts over OneNet PPO network
- Have “plugged in” providers to address various challenges (disease management, tertiary networks, member advocacy)

Aggressively markets reinsurance

Does not require a transition

Do not have the organizational resources of a large managed care/health insurer

- Fragmented delivery increases costs and creates inefficiency
- Currently approximately at least 8 different organizations (Inetico, One-Net, OneCall, Health Advocate, additional networks, PHX, PHIA, etc.) support Integra's administration of SCG plan and more on the horizon
- Provider discounts are driven by leverage
- Did not take advantage of the RFP process to significantly improve their financial offer

Have not been able to prevent reinsurance creep

- Reducing fixed costs (premium) by shifting increased risk to SCG through increased specific deductible (\$275,000 per claim) and aggregating specific deductible (\$1,000,000)
- “Lasering” of large claims



Proposal Analysis

Marketing of Plans-Medical And Rx

Carriers to whom IBC sent RFP	Medical	RX	Proposal Result	
			<i>Quote Disposition</i>	<i>Status/Reason</i>
Aetna	✓	✓	Quote Presented	Not most competitive proposal
Cigna	✓	✓	Declined to quote	After initial intention to quote, decided not to quote due to difficulty in matching plan design and internal time constraints.
Hartford	Retiree Medical Option		Quoted independently and through Integra- these quotes are identical	For future consideration
Highmark BCBS of DE	✓	✓	Quoted	Competitive network discounts and pricing
United Health Care	✓	✓	Declined to quote	Not competitive
Integra-INCUMBENT	✓	✓	Quote Presented, Incumbent quote serves as the baseline for our analysis	
Express Scripts		✓	Declined to quote on a direct basis	

Weighted Comparison-ASO Medical and Rx

Criteria		Maximum Possible Points	Integra	Highmark of DE
1	Pricing and length of guarantees	25	18	23.5 (would be 25 with claim target Guarantee-SCG group size too small to provide)
2	Care Management	15	13	14
3	Service Platform	10	10	7.5
4	References	10	10	10
5	Ease of Administration	10	10	8.5 (post-transition it will likely be a higher rating)
6	Strength of network and provider discounts	20	15	20
7	Implementation timeline and proposal response	10	10	7.5
Total Possible Points		100	86	91

Note:

*Please see appendix for updated implementation timeline

Administration Fee Comparison

Fee description and projected enrollment		Integra Current	Integra Proposed*	Highmark
Core Medical Service Fees				
Admin Fee-EE	245	\$33.78	\$33.78	\$45.17**
Admin Fee Family	281	\$45.74	\$45.74	
Admin Fee-Retiree	141	\$17.14	\$17.14	
Network Access	667	\$16.25	\$16.25	included
Utilization Review & Pre-Cert	667	\$2.00	\$2.00	included
COBRA Administration		included	included	Lifetime Benefit Solutions ¹ \$.065 PEPM (\$5,202.60 annually for entire population) QE notifications included General Notice to current population \$2 per notice
Approximate Monthly Costs		\$35,718.53	\$35,718.53	\$30,561.94
Approximate Annual Costs		\$428,622.36	\$428,622.36	\$366,743.28
\$ Difference from Current			\$0.00	(\$61,879.08)
% Difference from Current				-14.44%
Ancillary/Other Plan Services				
Health Advocate and on-line reporting fee with wellness		\$3.75	\$3.75	n/a
PHIA Group (or other subro vendor)		25% of claim reimbursement (Integra also retains 5%)		Trover Solutions – 25%
Premier Healthcare Exchange PHX		Not to exceed 25% savings (Integra also retains 10%)		n/a
Health Portal Solutions		\$2.00		n/a
Disease Management		DM/CM is \$125 per hr. \$120 for Inetico, \$5.00 per hr. for Integra		included
FSA		\$3.75 per participant		\$5.25 per participant (discount to \$4.75 if another line of coverage is added-this includes HM Life Stop Loss vendor is used)

* Admin fee guaranteed for 3 years

**Reflects 2 year fee, HM will guarantee ASO fees for future renewals not to exceed 5.0%

¹ Highmark provided two quotes for COBRA administration (Ceridian and Lifetime Benefit Solutions)

Total Cost Projection

	Projected Enrollment	Current Year ¹	2015 Projected-Integra ²	2015 Projected Highmark ³
Core Medical Service Admin Fees				
Admin Fee-EE	245	\$33.78	\$33.78	\$45.17**
Admin Fee Family	281	\$45.74	\$45.74	
Admin Fee-Retiree	141	\$17.14	\$17.14	
Network Access	667	\$16.25	\$16.25	included
Utilization Review & Pre-Cert	667	\$2.00	\$2.00	included
COBRA Administration		included	included	<u>Lifetime Benefit Solutions¹</u> \$.065 PEP (\$5,202.60 annually for entire population) QE notifications included General Notice to current population \$2 per notice
Approximate Monthly Costs-Core Admin Fees		\$35,718.53	\$35,718.53	\$30,561.94
Stop Loss Costs				
Spec Rates				
Single	237	\$16.36	\$22.79	\$21.75
Family	284	\$47.72	\$53.84	\$56.05
Agg Rates				
Composite Rate	521	\$4.51	\$7.85	\$5.14
Approximate Monthly Costs-Spec and Agg		\$19,779.51	\$24,781.64	\$23,750.89
Annual Claim Costs				
Projected Medical Claims		\$7,932,966	\$8,551,737	\$7,953,116
Projected Rx Claims		\$2,347,007	\$2,499,562	\$2,374,584
Total Projected Monthly Costs-Admin, SL, & Claims		\$716,579	\$773,145	\$717,072
Total Annual Costs-Admin, SL, and Claims		\$8,598,942	\$9,277,739	\$8,604,870
\$ Difference over Current			\$678,797	\$5,927
% Difference over Current			7.9%	0.1%
\$ Difference over Projected Integra				(\$672,870)
% Difference over Projected Integra				-7.3%

Notes:

1. Claims paid 05/13-11/14 blended at 65% current year/ 35% plan year using Integra claim reports for 12/01/2012-11/30/14.
2. Claims trended 7.8% medical and 6.5% rx
3. Highmark projected claims reflect 7% medical discount differential and 5% rx discount differential
4. Stop loss quotes are not yet final-awaiting review of updated claims (provided to HM Life 03/11/2015) and a signed disclosure form will be necessary for HM life stop loss.

Pharmacy Benefit Management Contract Comparison

	CVS/CareMark through Integra-Current ¹	CVS/CareMark through Integra-Proposed ¹	Highmark 05/01/2015-04/30/2016	Highmark 05/01/2016-04/30/2017	Highmark 05/01/2017-04/30/2018
Retail					
Generic	Generic effective rate of AWP-69% (MAC and Non-MAC combined)	Generic effective rate of AWP-69% (MAC and Non-MAC combined)	76%	79.25%	79.25%
Brand	20.50%	15.00%	16.50%	16.50%	16.50%
90 Day Brand	n/a	n/a	19.50%	19.50%	19.50%
Mail-Order					
Generic	Generic effective rate of AWP-71% (MAC and Non-MAC combined)	71.00%	80%	81.50%	82%
Brand	30.50%	23.00%	24.50%	24.75%	24.75%
Dispensing Fees					
Retail	\$1.30	\$1.30	\$1.00	\$1.00	\$1.00
Retail - 90 days	n/a	n/a	\$1.50	\$1.50	\$1.50
Mail Order	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Rebates					
Retail	reinvested into brand rates	\$17.39	\$27.50	\$27.50	\$27.50
Mail Order		\$55.06	\$76.36	\$76.36	\$76.36
Manual Claim Admin Fee	\$1.50	\$1.50	n/a	n/a	n/a

Notes:

¹ On both Integra current and proposed CVS quotes, Integra receives \$5.00 per mail prescription and \$2.50 per retail prescription. In addition, rebate payouts are received by Integra on behalf of client. Any specialty drug rebates received will be retained by CVS Health.

Highmark's terms revised from original proposal to reflect 3 year contract and 2016-2018 pricing.

PBM Analysis-Current and Proposed CVS Contracts

Current Costs-CVS/CareMark (through Integra)			
	Plan Costs per Rx	# of Scripts	Total Spend
Retail			
Generic	\$47.76	13,443	\$642,038
Brand	\$368.26	4,313	\$1,588,305
Dispensing Fees	\$1.30	17,756	\$23,083
Retail Total			\$2,253,426
Mail			
Generic	\$79.49	564	\$44,832
Brand	\$477.41	253	\$120,785
Dispensing Fees	\$0.00	817	\$0
Mail Total			\$165,617
Total Spend			\$2,419,043
Rebates			
Retail	reinvested into brand rates		
Mail			
Total Rebate Credit			

Net Rx Spend **\$2,419,043**

Current Contract CVS/CareMark (through Integra) with 6.5% cost trend applied		
Plan Costs per Rx	# of Scripts	Total Spend
Retail		
\$50.86	13,443	\$683,711
\$392.20	4,313	\$1,694,578
\$1.30	17,756	\$23,083
		\$2,401,371
Mail		
\$84.66	564	\$47,748
\$508.44	253	\$128,635
\$0.00	817	\$0
		\$176,384
		\$2,577,755
Rebates		
reinvested into brand rates		

Net Rx Spend **\$2,577,755**

Proposed Contract CVS/CareMark (through Integra) with 6.5% cost trend applied		
Plan Costs per Rx	# of Scripts	Total Spend
Retail		
\$50.86	13,443	\$683,711
\$413.77	4,313	\$1,784,590
\$1.30	17,756	\$23,083
		\$2,491,384
Mail		
\$84.66	564	\$47,748
\$546.57	253	\$138,282
\$0.00	817	\$0
		\$186,030
		\$2,677,414
Rebates		
Retail	\$17.39	\$75,003.07
Mail	\$55.06	\$13,930.18
Total Rebate Credit		\$88,933

Net Rx Spend **\$2,588,481**

\$ Difference to Current	\$158,712	\$169,438
% Difference to Current	6.56%	7.00%

PBM Analysis-Current and Proposed CVS Contracts vs. Highmark

Current Costs-CVS/CareMark (through Integra)				Proposed Contract CVS/CareMark (through Integra) with 6.5% cost trend applied			Proposed Contract Highmark 2015-2016 with 6.5% cost trend applied		
	Plan Costs per Rx	# of Scripts	Total Spend	Plan Costs per Rx	# of Scripts	Total Spend	Plan Costs per Rx	# of Scripts	Total Spend
Retail				Retail			Retail		
Generic	\$47.76	13,443	\$642,038	\$50.86	13,443	\$683,711	\$47.30	13,443	\$635,854
Brand	\$368.26	4,313	\$1,588,305	\$413.77	4,313	\$1,784,590	\$407.88	4,313	\$1,759,186
Dispensing Fees	\$1.30	17,756	\$23,083	\$1.30	17,756	\$23,083	\$1.00	17,756	\$17,756
Retail Total			\$2,253,426	\$2,491,384			\$2,412,796		
Mail				Mail			Mail		
Generic	\$79.49	564	\$44,832	\$84.66	564	\$47,748	\$77.04	564	\$43,451
Brand	\$477.41	253	\$120,785	\$546.57	253	\$138,282	\$538.95	253	\$136,354
Dispensing Fees	\$0.00	817	\$0	\$0.00	817	\$0	\$0.00	817	\$0
Mail Total			\$165,617	\$186,030			\$179,805		
Total Spend			\$2,419,043	\$2,677,414			\$2,592,601		
Rebates				Rebates			Rebates		
Retail	reinvested into brand rates			Retail	\$17.39	\$75,003.07	Retail	\$27.50	\$118,607.50
Mail				Mail	\$55.06	\$13,930.18	Mail	\$76.36	\$19,319.08
Total Rebate Credit			n/a	Total Rebate Credit			Total Rebate Credit		
Net Rx Spend			\$2,419,043	Net Rx Spend			Net Rx Spend		
\$ Difference to Current				\$169,438			\$35,632		
% Difference to Current				7.00%			1.47%		
\$ Difference to Proposed							-\$133,806		
% Difference to Proposed							-5.17%		

Notes:

Based on current utilization, actual costs and count will vary.

Stop Loss Plan Comparisons

	Lives	Current MGU: Vista UW Carrier: Companion Life	Renewal MGU: Vista UW Carrier: Companion Life	IHC Risk Solutions through Integra	HM Life through Highmark
Specific					
Deductible		\$285,000	\$285,000	\$285,000	\$285,000
Policy Year Max		Unlimited	Unlimited	Unlimited	Unlimited
Lifetime Maximum		Unlimited	Unlimited	Unlimited	Unlimited
Covered Benefits		Medical/Rx	Medical/Rx	Medical, Rx Card, advance reimbursement	Medical, Rx Card
Spec Premium					
Single Rate	237	\$16.36	\$22.79	\$18.32	\$21.75
Family Rate	284	\$47.72	\$53.84	\$44.42	\$56.05
<i>Total Lives</i>	<i>521</i>				
Estimated Contract Spec Premium		\$209,158	\$248,301	\$203,485	\$252,875
Contract Aggregating Spec Loss Fund				\$100,000	\$100,000
Contract Basis		12/24	12/24	12/24	12/24
Commission		0.00%	0.00%	0.00%	0.00%
Aggregate					
Covered Benefits		Medical	Medical	Medical	Medical
Policy Year Max		\$1,000,000.00	\$1,000,000.00	\$1,000,000.00	\$1,000,000.00
Aggregate Factors					
Single Medical Factor	237	\$748.70	\$959.30	\$925.63	\$894.84
Family Medical Factor	284	\$1,847.46	\$2,345.83	\$2,264.27	\$2,147.62
Illustrative Aggregate Composite Factor	521	n/a	n/a	n/a	\$1,569.60
Estimated Contract Attachment Point		\$8,425,446	\$10,722,838	\$10,349,124	\$9,864,014
Aggregate Corridor				125%	125%
Contract Basis		24/12	24/12	24/12	24/12
Run-In Limitation		\$0.00	\$0.00	\$1,655,860	\$1,561,061
Aggregate Premium					
Composite rate	521	\$4.51	\$7.85	\$5.40	\$5.14
Estimated Contract Aggregate Premium		\$28,196.52	\$49,078.20	\$33,760.80	\$32,135.28
Commission		0.00%	0.00%	0.00%	0.00%
Total Combined Estimated Contract Premium		\$237,354.12	\$297,379.68	\$237,246.24	\$285,010.68

Notes:

Current contract includes \$400K Laser in the event of a liver transplant (see policy for additional details).

All Stop Loss quotes subject to evaluation of updated claims and status updates on high dollar claimants. Latter provided to HM 03/12/2015, updated quote forthcoming.

Plan Design Summaries

	Current-Integra		
	HPN	One-Net	OON
Gold			
Deductible	\$0		\$0
OOP Maximum (Medical Copays apply)	\$2,000/\$4,000 (ind/family)		\$4,000/\$8,000 (ind/family)
Office Visits	\$15 copay, then 100%	\$25 copay, then 100%	\$40 copay, then 100%
ER	\$50 copay, then 100%	\$75 copay, then 100%	\$75 copay, then 100%
Inpatient Facility	\$50 copay per day, then 100% (max 3 copays per year)	\$75 copay per day, then 100% (max 3 copays per year)	\$150 copay per day, then 100% (max 3 copays per year)
Silver			
Deductible	\$500/\$1,000 (ind/family)		\$1,000/\$2,000 (ind/family)
OOP Maximum (Medical Copays apply)	\$2,000/\$4,000 (ind/family)		\$4,000/\$8,000 (ind/family)
Office Visits	\$25 copay, then 100%	\$25 copay then 90%	Deductible, then 70%
ER	\$100 copay, then 100%	\$125 copay, then 90%	\$125 copay, then 90%
Inpatient Facility	\$200 copay per day (max 6 copays per year)	Deductible, then 90%	Deductible, then 70%
Rx	\$10/\$25/\$35 -30 Day Supply \$20/\$50/\$70 - 90 Day Supply		

Highmark	
In-Network	OON
PPO 100	
\$0	\$0
\$0	\$0
\$15 copay	100% of Allowed Benefit
\$75 copay	
\$50 copay per day, then 100% (max 3 copays per year)	\$50 copay per day, then 100% of allowed benefit (max 3 copays per year)
PPO 100/90	
\$500/\$1,000 (ind/family)	\$1,000/\$2,000 (ind/family)
\$2,000/\$4,000 (ind/family)	\$4,000/\$8,000 (ind/family)
\$25 copay, then 100%	\$25 copay then 90%
\$100 copay	
\$125 copay, then 100%	90%
\$10/\$25/\$35 -30 Day Supply \$20/\$50/\$70 - 90 Day Supply	

Notes

Highmark quoted plan year, they need to update for cal year and allow deductible credit.
Plan designs can be changed as needed with the exception of ACA mandated services.

Disruption Analysis Summary*

Current Network Status	Highmark Status	Total Claim Dollars (highest to lowest)	% of Total Top 248 Providers	# of providers	Notes
In Network with HPN	In network with Highmark	\$10,547,829.06	74.27%	102	
In Network with OneNet PPO	In network with Highmark	\$2,323,412.62 (+)	16.36%+	76	
OON-PHX	In network with Highmark	\$642,260.78 (+)	4.52%+	23	Included Deer Pointe Surgery Center (\$136,356.13) as in-network with Highmark. Provider is In-Network with HM as of 03/01/2015
Out of Network	In network with Highmark	\$272,341.90 (+)	1.92%+	25	
OON-PHX	Out of Network with Highmark	\$154,813.53	1.09%	7	
In Network with OneNet PPO	Out of Network with Highmark	\$125,705.71 (-)	0.89%-	7	<ul style="list-style-type: none"> 4 instances of OCM GH, LLC (6,9,10,11 with 4 separate tax ids) 2 instances of Hart to Heart Ambulance Accu reference medical lab
PMCS	In network with Highmark	\$64,640.84 (+)	0.46%+	2	
OON-AMPS	Out of Network with Highmark	\$31,677.09	0.22%	1	Angel Jet Services
Out of Network	Out of Network with Highmark	\$31,289.50	0.22%	4	
In Network with HPN	Out of Network with Highmark	\$8,276.68 (-)	0.06%-	1	New choice Orthopedics
Totals		\$14,202,247.71	100.00%	248	

Based on top 248 providers December 1, 2012-November 30, 2014 as per report provided by Integra.

Self Funded Rate Equivalents

	Current Enrollment ¹	Integra	
		2014-2015 Current Plans Companion Life-SL	2015-2016 Renewal Plans (No Changes) Companion Life-SL
Gold			
Employee	235	\$765.45	\$825.84
Family (EE + 2 or more)	163	\$2,295.57	\$2,476.71
EE+1	121	\$1,530.13	\$1,650.86
EE+ Family PCS	5	\$1,093.89	\$1,176.29
Individual + Medicare	4	\$1,305.98	\$1,340.24
Medicare + Individual	1	\$1,305.98	\$1,340.24
Individual PCS only	5	\$117.87	\$125.74
Cty employee Family (1&2)		\$2,995.57	\$2,476.71
Silver			
Employee	2	\$664.94	\$717.41
Family (EE + 2 or more)		\$1,994.16	\$2,151.52
EE+1		\$1,329.22	\$1,434.10
EE+ Family PCS		\$993.38	\$1,067.86
Individual + Medicare		\$1,205.47	\$1,231.81
Medicare + Individual		\$1,205.47	\$1,231.81
Medicare + Family PCS		\$890.98	\$864.85
Medicare			
Medicare Only	1	\$540.53	\$514.40
Medicare + Medicare	144	\$1,081.06	\$1,028.80
Total Monthly Cost	676	\$909,336	\$960,838
Total Annual Cost		\$10,912,034	\$11,530,056

Projected Enrollment ²	Highmark	
	2015-2016	
PPO 100		
Individual	235	\$684.11
Parent/Children	29	\$1,162.99
Individual + One Dep	126	\$1,505.05
Family	126	\$1,915.51
Rx only-Individual	5	\$171.03
EE+Family Rx	5	\$1,162.99
PPO 100/90		
Individual	2	\$640.55
Parent/Children		\$1,088.93
Individual + One Dep		\$1,409.21
Family		\$1,793.54
Medicare Supplement with integrated Rx		
Medicare Supp with integrated rx	145	\$950.33

\$ Difference from Current	\$618,022	-\$1,737,289
% Difference from Current	5.66%	-15.92%

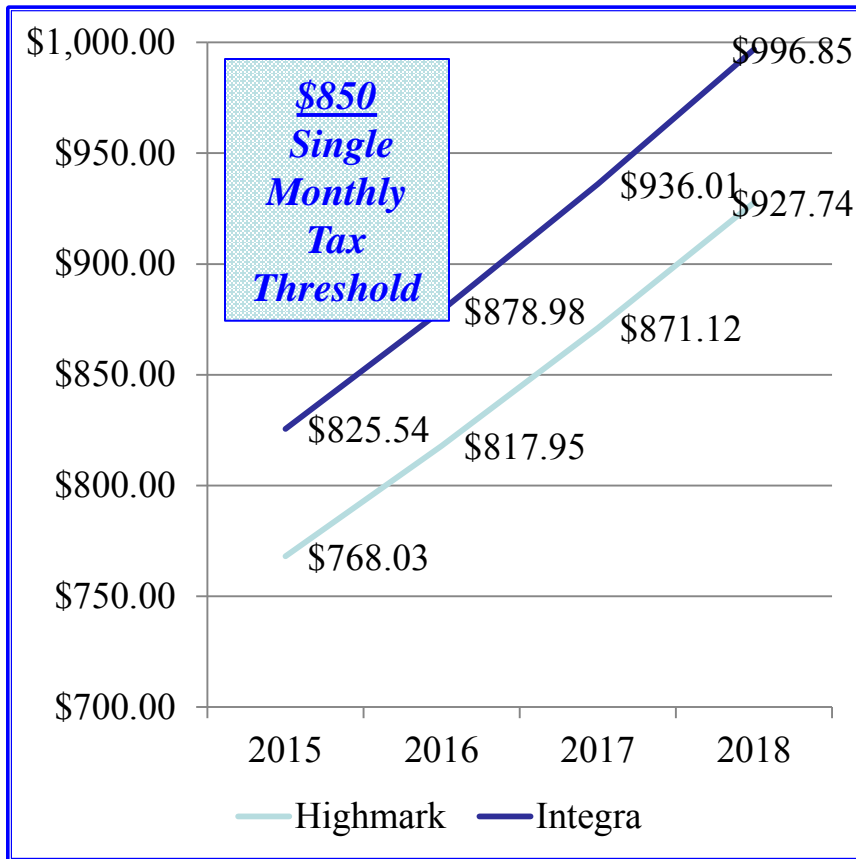
Notes:

1. Enrollment provided by Integra, based on allocation of population for the tiers for the Budget rates.
2. Enrollment as assessed and provided by Highmark. Developed rx only and ee + family rx rates based on 25% of rate equivalent per HM. Additional lives allocation may be needed.
3. Exhibit is illustrative only and HM can develop additional rate equivalents to meet the needs of the County.

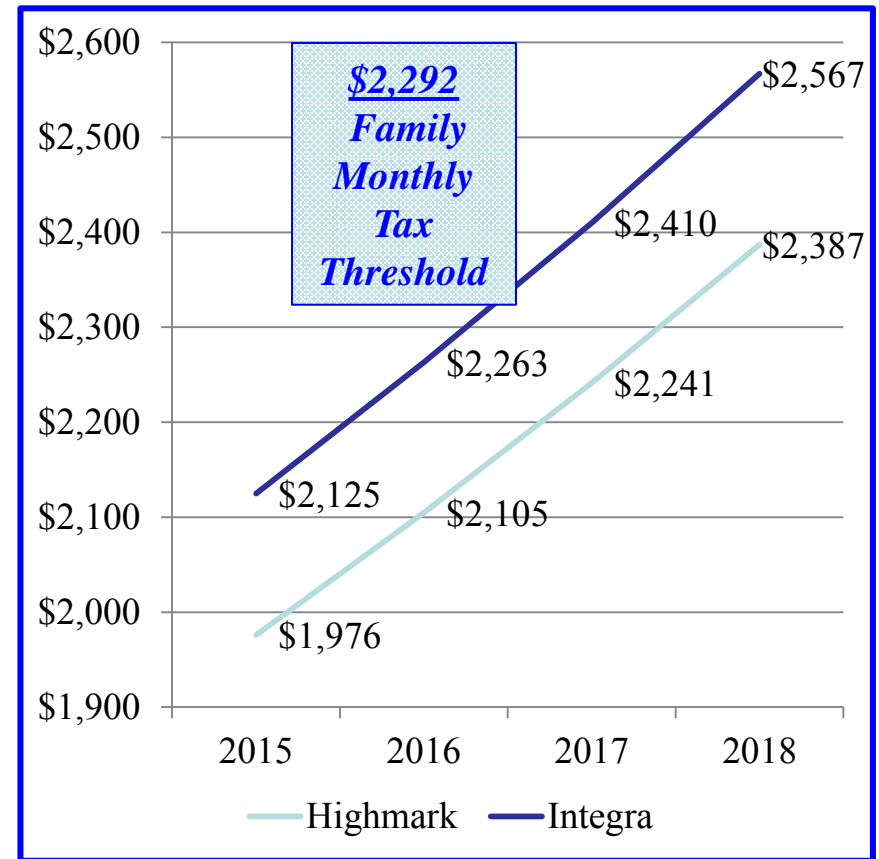
Cadillac Tax Projection

Impact of Reducing Costs Through Increased Provider Discounts

Single Projected Premiums



Family Projected Premiums



Total Projected Liability	Integra	Highmark
2018	\$540,584	\$217,705
2019	\$759,448	\$415,583
2020	\$996,213	\$629,996

1. Integra 2015 projected rate equivalents
2. Enrollment:
 - EE-235
 - EE+1-121
 - Family-163
3. Highmark rate equivalents reflect a 7% discount over 2015 Integra rates based on increased provider discounts, reduced administrative expense, and improved pharmacy contract terms.
4. Exhibit reflects Gold plan enrollment only
5. Annual increase of 6.5% per year for 2016-2018
6. Rates based on calendar year basis
7. Tax threshold increase of 2% a year for 2019 and 2020
8. Non-Dependent tiers mutualized
9. Projection subject to change based on final IRS regulations

- ✓ Finalist Meetings (scheduled for Monday 03/16/2015)
- ✓ Notify carriers (should be done immediately upon final selection)
- ✓ Begin Implementation activities
- ✓ Track large claim status
- ✓ Finalize Reinsurance terms
- ✓ Identify best approach for ancillary administrative services
- ✓ Discuss claim run-out processing/costs
- ✓ Schedule employee meetings/discuss communication plan

Please Contact:

Stephen J Fallon
Director, Employee Benefits Practice

Insurance Buyers' Council, Inc.
9720 Greenside Drive Suite 1E
Cockeysville, MD 21030

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Sussex County
DELAWARE
sussexcountype.gov

MEMORANDUM:

TO: Sussex County Council
The Honorable Michael H. Vincent, President
The Honorable Samuel R. Wilson, Jr., Vice President
The Honorable Robert B. Arlett
The Honorable George B. Cole
The Honorable Joan R. Deaver

FROM: Gina A. Jennings
Finance Director

RE: **SUSSEX COUNTY PENSION UPDATE**

DATE: March 27, 2015

On Tuesday, I will be discussing the County's pension performance and our actuary's analysis to move the Paramedics to the State Pension Plan. Attached for your review are the draft minutes of the February 26, 2015 Pension Committee meeting and the Investment Performance Report as of December 31, 2014.

Pension Performance

Summary of the Pension Investment Analysis

- Market value was \$71,652,479 as of December 31, 2014
- Year-to-date gain of \$5.7 million, or 8.5 percent
- The fund's annual performance ranked in the top 3 percent for pension funds tracked by Peirce Park Group

Summary of the OPEB Investment Analysis

- Market value was \$30,291,647 as of December 31, 2014
- Year-to-date return of \$1.8 million, or 6.3 percent
- The fund's performance ranked in the top 13 percent for this quarter

Paramedics Switching to the State Pension Plan

As you are aware, the State passed legislation last year to allow Sussex County Paramedics to join one of the State's pension plans. Working with the County and State actuaries, an impact study was performed.



To summarize the findings, the State's Pension Plan offers higher replacement income and disability benefits, which results in an increased liability and cost to the County and its employees. The impact analysis looked at four options: the County would buy-in all years, 10 years, 5 years, and no years. Below is a table that summarizes each scenario:

	With Medics	All buy-in	10 year buy-in	5 year buy-in	No buy-in
Actuarial Liability	\$ 72,658,831.00	\$ 62,119,572.00	\$ 66,360,987.00	\$ 69,286,633.00	\$ 72,658,831.00
Total Cost to Buy-in		\$ 16,930,051.00	\$ 9,585,622.00	\$ 5,063,749.00	\$ -
Cost to the County (2/3)		\$ 11,286,700.67	\$ 6,390,414.67	\$ 3,375,832.67	\$ -
Cost to the Paramedics (1/3)		\$ 5,643,350.33	\$ 3,195,207.33	\$ 1,687,916.33	\$ -
Average cost per medic using 108 medics		\$ 52,253.24	\$ 29,585.25	\$ 15,628.85	\$ -
County Pension Assets	\$ 64,419,205.00	\$ 53,132,504.33	\$ 58,028,790.33	\$ 61,043,372.33	\$ 64,419,205.00
Unfunded Liability	\$ (8,239,626.00)	\$ (8,987,067.67)	\$ (8,332,196.67)	\$ (8,243,260.67)	\$ (8,239,626.00)
Annual Required County Contribution %	13.50%	17.76%	16.11%	15.26%	14.18%
Annual Required Employee Contribution %	0-3%	7%	7%	7%	7%
Annual Required Contribution for County	\$ 3,094,310.00	\$ 3,851,586.84	\$ 3,574,398.23	\$ 3,431,604.09	\$ 3,135,936.23
Annual Required Contribution for a \$50,000 Medic	0%	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00

The no buy-in option would freeze the current County pension, and the paramedic staff would start at zero years in the State Pension Plan. Any buy-in option would require paramedic staff to pay an annual 7 percent contribution on his/her gross salary, plus pay one-third of the required buy-in.

Due to the financial impact to both the County and the Paramedic employees, I do not recommend that the County authorize the Sussex County Paramedics join the State Pension Plan at this time.

Please contact me if you have any questions or concerns.

Attachments

pc: Mr. Todd F. Lawson

PENSION FUND COMMITTEE

Minutes of Meeting

February 26, 2015

The Sussex County Pension Fund Committee met on February 26, 2015, at 10:00 a.m. in the County Council Chambers, Georgetown, Delaware. Those in attendance included members: Gina Jennings, Todd Lawson, Jeffrey James, and David Baker. Also in attendance was Michael Shone of Peirce Park Group, the County's Pension Investment Consultant. Committee members Karen Brewington, Hugh Leahy, and Kathleen Ryan were unable to attend.

On February 18, 2015, the Agenda for today's meeting was posted in the County's locked bulletin board located in the lobby of the County Administrative Office, as well as posted on the County's website.

Ms. Jennings called the meeting to order.

1. **Approval of Minutes**

The minutes of the November 19, 2014 meeting were approved by consent.

2. **Investment Analysis for the Quarter Ended December 31, 2014**

Mr. Shone distributed copies of a booklet entitled, "Sussex County Investment Performance Report, December 31, 2014". The report includes information regarding the market environment for the fourth quarter of 2014, as well as quarterly and annual performances of the Pension and OPEB Plans. Although the report should be referenced for a more detailed analysis, discussion highlights include:

Mr. Shone referred members to Market Environment – 4th Quarter of 2014 (Tab 1).

The U. S. Real Gross Domestic Product grew at 2.6 percent in the fourth quarter, which is a good sustained growth and significantly better than the global economy. Oil prices plunged during the fourth quarter. The labor market continued to strengthen and unemployment was at 5.6 percent. U. S. equities, while volatile, topped international equities once again. Core fixed income finished a strong year as intermediate and long-term bond yields continued to decline. Inflation-sensitive assets struggled among a decline in commodity prices and U. S. Dollar strength.

U. S. equities significantly outperformed international and emerging markets; U. S. Equities were up 12.6 percent year-to-date and 5.2 percent for the 4th quarter;

international equities were negative for the quarter and for the year, 3.6 and 4.9 percent respectively; emerging markets were down 2.2 percent year-to-date and 4.5 percent for the fourth quarter. U. S. bonds (fixed income) were up 1.8 percent for the quarter and 6.0 year-to-date; high yield (junk) bonds saw positive returns of 2.5 percent year-to-date and were down 1.0 percent for the quarter; and international bonds realized negative returns for both the fourth quarter (2.9%) and 4.7 percent year-to-date. Inflation-sensitive assets struggled with TIPS (Treasury Inflation-Protected Securities) seeing a zero return for the quarter and an increase of 3.6 percent year-to-date; commodities were down both for the quarter and year-to-date, 10.6 and 15.6 percent respectively; and REITs (real estate investments) saw a fourth quarter increase of 12.9 percent and 28.0 percent for the year. Although large, mid and small caps were all positive for the year and quarter, large and mid-cap significantly outperformed small cap.

Mr. Shone directed members to the Pension Fund Performance Report (Tab II).

Sussex Pension 2014 Accomplishments

- Manager searches
 - Fidelity Low-Priced Stock fund options
- Portfolio changes
 - Eliminated Fidelity Low Priced Stock fund
 - Added Vanguard Mid Cap Value Index fund
 - Added Vanguard Extended Market Index fund
- Fixed income education
- Signed new Investment Policy Statement
 - Established Delaware State Pool Target (60%), plus
 - Domestic equity target (24%)
 - Fixed Income (14%)
 - Cash (2%)

Peirce Park Group 2014 Accomplishments

- Hired additional research analyst
- Hired office administrator
- Added Thomson Reuters Datastream including MSCI data
- Equity valuation analysis
- Equity structure analysis
- Enhanced performance report format
- 3 new clients - Teamsters Local 11, Monroeville OPEB Fund and Warrington Township

Peirce Park Group Goals for 2015

- Fixed income education
- Assist clients in identifying options in challenging investment environment
- Continued technology and infrastructure upgrades
- Helping clients examine OPEB, given GASB exposure drafts

Mr. Shone reiterated that the County's OPEB Plan is one of the best funded in the country.

- Client survey
- Enhanced website

As of December 31, 2014, the ending market value of the Pension Plan was \$71.6 million and realized a fourth quarter gain of \$1.4 million, or a 2.1 percent return; and a 2014 gain of \$5.7 million (net), or an 8.5 percent return. Mr. Shone noted that the County's returns ranked the second highest of all of Peirce Park's clients. Several manager changes occurred for the Pension Plan: terminated Fidelity Low Priced Stock, and Vanguard Extended Market Index and Vanguard Mid Cap Value were added. Strong returns were realized for 2014, which resulted in a peer group ranking in the top 3 percent nationwide and an outperformance of its benchmark by 2.2 percent. Fees were reduced from .56 percent to .52 percent resulting in a savings of approximately \$28,000 per year.

Looking ahead, the County may want to consider increasing the equity target to 65 percent.

The ending market value of the Sussex County Pension Plan as of December 31, 2014 was \$71,652,479, which included DuPont Capital Investment - \$14,015,785, Fidelity Low Priced Stock - \$0, Operating Account - \$138,035, State of Delaware Investment Pool - \$44,795,354, Vanguard Extended Market Index - \$2,906,176, Vanguard Mid Cap Value - \$2,511,992, Wilmington Trust Bonds - \$7,285,137, and Wilmington Trust Short Term - \$0.

As of December 31, 2014, Sussex County's Pension Asset Allocation included: State of Delaware Investment Pool – 62.5 percent; Cash – 0.2 percent; Domestic Fixed income – 10.2 percent; and Domestic Equity – 27.1 percent.

For the year, the Pension Fund realized an 8.5 percent return and ranked in the top 3 percent nationwide.

In the up markets, the County's Pension Plan performs closely with the policy index. The County's pension plan also has very good protection in the down markets.

DuPont Capital outperformed their benchmark for the last three years by 90 basis points (or nearly 1 percent); for the year, 15.5 percent versus a 13.7 percent benchmark. Although no remaining funds are currently invested in Fidelity Low Priced Stock, Mr. Shone noted – for reference – that it was up only two percent for the 4th quarter of 2014 versus their benchmarks of 9.7 and 6.1. Fidelity's replacement funds – Vanguard Extended Market Index and Vanguard Mid Cap Value – were up 6.5 percent and 7.0 percent respectively. Wilmington Trust matched their benchmark at .9 percent.

For the quarter, the State of Delaware Investment Pool was up 1.2 percent versus a benchmark of 1.7; for the year, they were up 8.0 percent versus 6.1. The State has consistently outperformed their benchmarks and no changes are recommended by Mr. Shone.

Mr. James questioned the feasibility of increasing the equity target to 65 percent. Ms. Jennings stated she was pleased with the current equity target of 60 percent and the fact that the County's plan is very well protected in the down markets. With inclusion in the State's plan, Mr. Shone noted that the County's portfolio is currently at 65 percent equities. Any rebalancing would, most likely, occur in June.

In discussion regarding County bond investments, Mr. Shone noted that Wilmington Trust, the County's bond manager, would be highly recommended by Peirce Park to any of their clients.

Mr. Shone referred members to the OPEB Fund Performance Report (Tab III).

2014 OPEB Accomplishments

- Implemented Peirce Park Group model portfolio
 - Eliminated Vanguard Russell 1000 Index fund, Vanguard Mid Cap Index fund, Ridgeworth Small Cap Value, and Dodge & Cox Global
- Amended Investment Policy Statement
 - Increased domestic equity target from 48 percent to 51 percent
 - Increased international target from 12 percent to 14 percent
 - Decreased bonds target from 40 percent to 34 percent
 - Increased cash target from 0 percent to 1 percent

Observations for Sussex County OPEB:

- As of December 31, 2014 the ending market value of the OPEB Plan was \$30.3 million and realized a fourth quarter gain of \$802,000, or a 2.8 percent return; and a 2014 gain of \$1.8 million (net), or a 6.3 percent return.
- 65 percent equity target implemented
- Very strong peer group and benchmark performance
- Watch List:
 - Target – Structure
 - Thornburg – Organization

Looking ahead, Mr. Shone noted the following items for the Committee's consideration: Target – look for replacement, Thornburg – continue to monitor, and GASB exposure draft.

With a 2.8 percent return, the OPEB Plan ranked in the top 13 percent nationwide, and outperformed its policy index by 60 basis points for the quarter.

Although Thornburg performed very well for the year, Mr. Shone explained that the reason for their inclusion on the watch list was due to the fact of a significant decrease in assets. Regarding Target, he noted that while they outperformed their benchmark, they were owned by Prudential; Prudential ultimately fired the five investment firms initially hired to manage their portfolio to hire only one that was also owned by Prudential. Mr. Shone will look at possible replacements for Thornburg and Target.

Mr. Shone provided members with copies of the Pension and OPEB Investment Policy Statements and noted the benefit of reviewing these annually. The Committee will discuss both Policy Statements at their May meeting.

Mr. Baker questioned the impact of the upcoming GASB changes on the OPEB fund. At the present time, the unfunded portion – or actual liability – is included as a footnote, but

will be reported on the balance sheet in the government wide financial statements; for example, if the OPEB Plan is 70 percent funded, the 30 percent unfunded portion/liability will be reflected on the balance sheet.

Ms. Jennings thanked Mr. Shone for his presentation.

3. **Potential Impact of Paramedics Switching to the State Pension Plan**

At the August 21, 2014 meeting, Ms. Jennings reported that the State of Delaware had recently passed a regulation that would allow County Paramedics to participate in the State's Pension Plan (not the OPEB). She had reported that an analysis was currently being performed by the State as to the cost to the County; the County would then have its actuary review and make comment as to the impact to the County. Participation would be voluntary, but all County paramedics would have to elect to participate.

Committee members were presented with letters from both the State's and County's actuaries noting their analysis, as well as a spreadsheet prepared by Ms. Jennings summarizing the proposed changes and impact.

Sussex County Paramedics Possible Buy-In to State Pension Plan

	With Medics	All Buy-In	10-Year Buy	5-Year Buy In	No Buy-In
Actuarial Liability	\$ 72,658,831	\$ 62,119,572	\$ 66,360,987	\$ 69,286,633	\$ 72,658,831
Cost to Buy-In		\$ 16,930,051	\$ 9,585,622	\$ 5,063,749	
Assets	\$ 64,419,205	\$ 47,489,154	\$ 54,833,583	\$ 59,355,456	\$ 64,419,205
Unfunded Liability	\$(8,239,626)	\$(14,630,418)	\$(11,527,404)	\$(9,931,177)	\$(8,239,626)
Annual Req'd County Contribution	13.50%	17.76%	16.11%	15.26%	14.18%
Annual Req'd Employee Contribution	0-3%	7%	7%	7%	7%

Some other considerations:

1. County buys in at a fully funded rate, but the State still recoups their unfunded liability in the Annual Required Contribution.
2. The State tells us what the County pays. The County is no longer part of the investment process.
3. OPEB is not included.

Current Scenario – "With Medics"

Actuarial Liability	\$72,658,831
Cost to Buy-In	
Assets	\$64,419,205
Unfunded Liability	\$(8,239,626)
Req'd Annual County Contribution	13.50% of gross payroll
Req'd Employee Contribution	0 to 3 percent (3% for those hired after January 2013)

Option 1 – All Buy-In

Actuarial Liability	\$62,119,572
Cost to Buy-In	\$16,930,051
Assets	\$47,489,154
Unfunded Liability	\$(14,630,418)
Req'd Annual County Contribution	17.76% of gross payroll
Req'd Employee Contribution	7%

The State's Plan offers higher replacement income and disability benefits than the County, which results in a higher liability and pay-in for the County. The County is currently 90 percent funded, but with Option 1 this would decrease to 76 percent. Not only would the County's annual required contribution increase, but the employee's contribution would increase to 7 percent. Currently, the contribution for employees is zero to 3 percent depending on their date of hire. Of the almost \$17,000,000 to buy-in, one-third of the cost would come from the medics themselves, or \$52,000 per medic (\$5.6 million total), which is not favorable to the medics; the County would pay the remaining two-thirds, or \$11.3 million.

Option 2 – 10-year Buy-In

Actuarial Liability	\$66,360,987
Cost to Buy-In	\$ 9,585,622
Assets	\$54,833,583
Unfunded Liability	\$(11,527,404)
Req'd Annual County Contribution	16.11% of gross payroll
Req'd Employee Contribution	7%

Again, one-third of the cost to buy-in, or \$9.6 million, would come from the medics, and the plan would go from 90 percent funded to 83 percent.

Option 3 – 5 year-Buy-In

Actuarial Liability	\$69,286,633
Cost to Buy-In	\$ 5,063,749
Assets	\$59,355,456
Unfunded Liability	\$(9,931,177)
Req'd Annual County Contribution	15.26 of gross payroll
Req'd Employee Contribution	7%

Option 4 – No Buy In

Actuarial Liability	\$72,658,831
Cost to Buy-In	
Assets	\$64,419,205
Unfunded Liability	\$(8,239,626)
Req'd Annual County Contribution	14.18% of payroll
Req'd Employee Contribution	7%

The 14.18 percent required annual County contribution is determined by the State, and the County would have no control regarding the State's investment policies. If the State's pension fund decreases, or is not entirely funded, the County would be required to pay the extra cost.

Ms. Jennings stated that it is the County's ultimate decision as to what changes, if any, are implemented. It was the consensus of the Committee that the proposed changes would be detrimental not only to the County, but to the medics as well. Ms. Jennings expressed concern in County personnel being part of a pension plan that is managed by someone else. She will release information to the medics and will explain that the numbers are not favorable to both employer and employee – from a financial standpoint – to move forward.

4. **Additional Business**

None.

5. **Adjourn**

At 10:56 a.m., a Motion was made by Mr. James, seconded by Ms. Lawson, to adjourn.

Motion Adopted: 4 Yea.

Vote by Roll Call: Mr. James, Yea; Mr. Lawson, Yea;
Mr. Baker, Yea; Ms. Jennings, Yea

Respectfully submitted,

Nancy J. Cordrey
Administrative Secretary



SUSSEX COUNTY

Investment Performance Report

December 31, 2014



PEIRCE PARK GROUP

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I. Market Environment

II. Pension

III. OPEB



PEIRCE PARK GROUP

PERFORMANCE EVALUATION AND REPORTING SERVICES INFORMATION DISCLAIMER

Peirce Park Group has exercised reasonable professional care in the preparation of this performance report. Depending on the specific client's account, Peirce Park Group may rely on the investment managers to provide individual security holdings, or it may rely on the client's custodian for market values and transaction dates. Custodial information may differ from investment manager records. When we rely on the client's custodian values, **returns are calculated using the custodian's statements. Every effort is made to identify and reconcile discrepancies.** There may be discrepancies in asset values and returns with managers due to different values or methodologies used by the managers and/or custodians. When the manager(s) and the custodian are one and the same, we have no ability to determine the accuracy of the asset values put forth. Information in this report on market indices, security characteristics, and universe comparisons is received from external sources.

Total fund returns are calculated using the modified-dietz method of return, utilizing market values and cash flows from the custodian statements. Time weighted method of calculating returns may be utilized for individual managers if a significant cash flow occurs during the measurement period. There may be discrepancies in asset values and returns with managers, due to different values or methodologies used by the managers and custodians. Information in this report on market indices, security characteristics, and universe comparisons is received from third party vendors. Therefore, we can make no guarantee as to the completeness or accuracy of the report.

Where we use the InvestorForce database, total fund universes are generally comprised using gross of management fee return calculations. When clients have investment managers that provide net of fee return calculations or asset values (e.g. mutual funds), we increase (gross-up) the total fund return by an amount that reflects, as accurately as possible, the internal costs of the manager or fund (internal costs include, but are not limited to, management fees, advisory/sub-advisory fees, administrative fees, interest expenses and fee reimbursements). In determining a manager or fund's cost, we attempt to obtain accurate information that is readily available. Our results may differ from other reported sources such as Morningstar. As such, we can make no guarantee as to the accuracy of fee calculations.

Depending on the client, we may use attribution on segments of the portfolio to help explain sources of return. It is important to note that total fund attribution is calculated using the total fund's policy index. When attribution is used, we analyze each segment and then combine the results to calculate total fund effects. Although the sum of segment benchmarks is very close to the total fund policy index, there may not be an exact match.

The value of securities held by mutual fund investment companies is the market value when market quotations are readily available. When market quotations are not readily available, a fund must use "fair values", as determined in good faith by the fund's board of directors or Fair Valuation Committee. Mutual funds that hold international securities value these holdings using Fair Market Valuation. International markets are closed when U.S. markets are open and trading. Once the international market is closed, there is a static value to the security in that particular market, while the value of that security on the U.S. market may fluctuate, due to supply and demand for the security. Therefore, the valuation of the security in the U.S. market is based on the fluctuations that take place in the U.S. market during the hours that the international market was closed. Benchmarks do not use Fair Market Valuation. Therefore, the difference in returns between benchmarks and mutual funds may be attributable to this phenomenon.

2014-04-24

Information Disclaimer

MARKET ENVIRONMENT



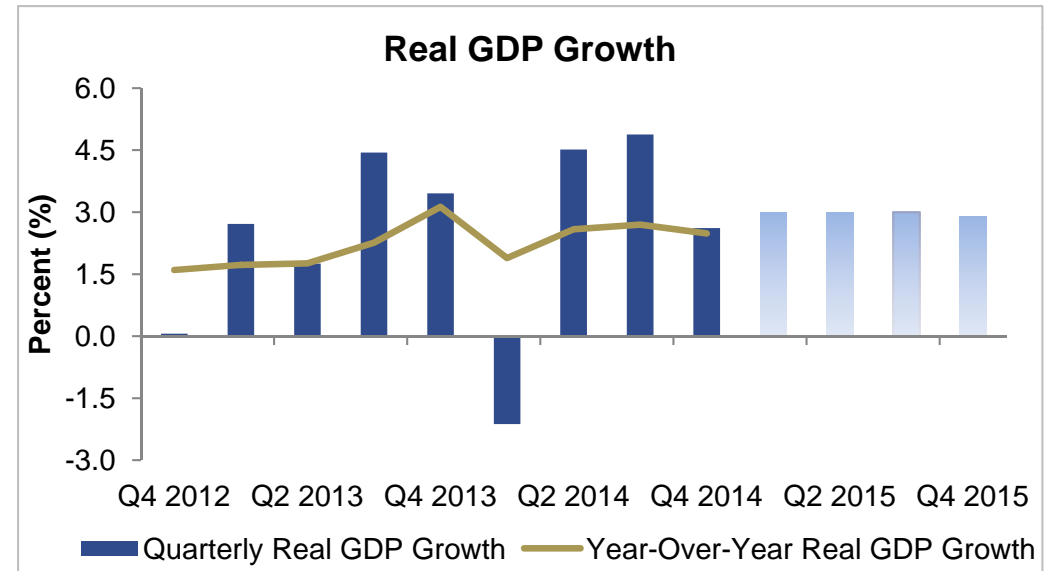
SUMMARY OBSERVATIONS

- Real GDP grew at 2.6% in Q4.
- Oil prices plunged during the quarter.
- The labor market continued to strengthen, with unemployment at 5.6%.
- U.S. equities, though volatile, topped international equities once again.
- Core fixed income capped a strong year as intermediate- and long-term bond yields continued to decline.
- Most inflation-sensitive assets struggled amid a decline in commodity prices and USD strength.

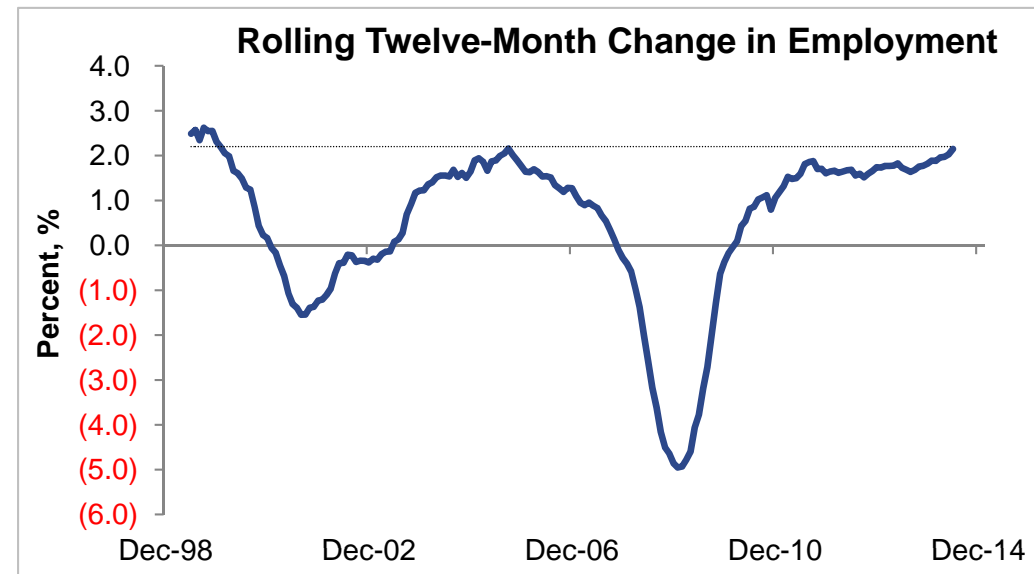


ECONOMIC SUMMARY

- U.S. economic activity slowed in Q4, with real GDP increasing at an annual rate of 2.6%. Economists expect solid growth of about 3.0% in 2015.
- The U.S. job market strengthened further in Q4. Continued gains have left the twelve-month rate of employment growth at its highest level since the late 1990s. The unemployment rate, meanwhile, fell to just 5.6%.
- However, many other major developed countries remain mired in subpar economic growth. As a result, the European Central Bank recently implemented a quantitative easing program of €60 billion per month while the Bank of Japan continues similar policies.



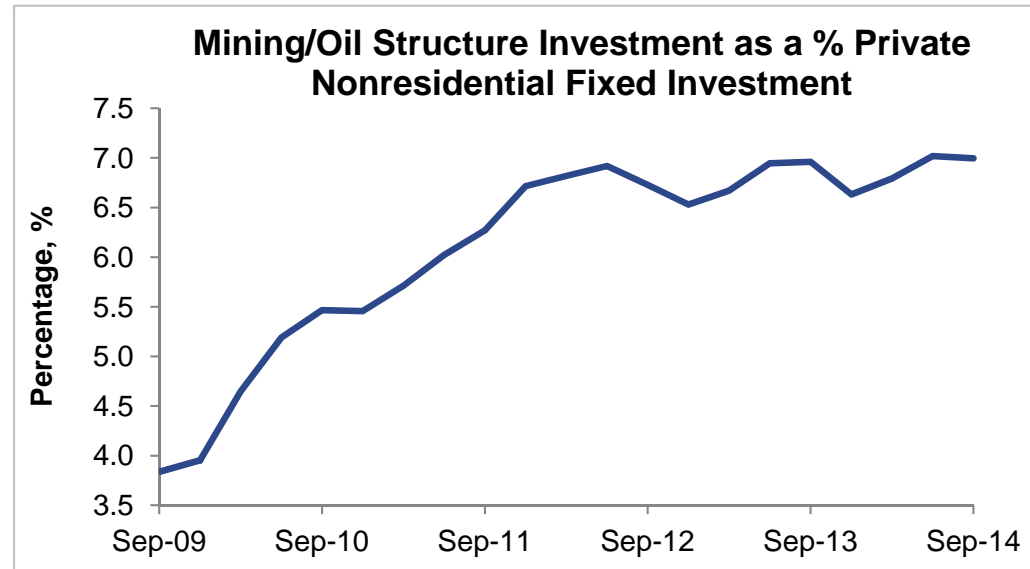
Source: Board of Governors of the Federal Reserve System/FRED. Light bars reflect analyst estimates.



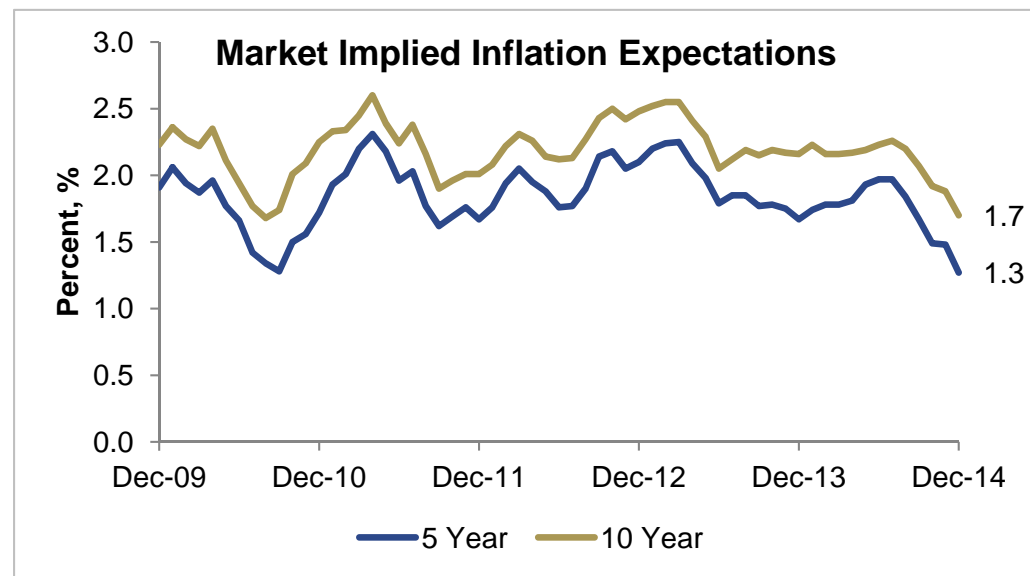
Source: Board of Governors of the Federal Reserve System/FRED.

ECONOMIC SUMMARY

- West Texas Intermediate crude oil has fallen from about \$107/barrel over the summer to under \$55/barrel (and further into early January).
- On the positive side, one estimate is that the average U.S. family has received the equivalent of a \$750 benefit.
- However, the oil & gas industry has been a large driver of capital spending recently. Amid lower oil prices, reduced oil production and investment will likely create a drag on employment and income growth.
- Plunging commodity prices and global economic growth concerns drove market-based inflation expectations down in the fourth quarter.



Source: Board of Governors of the Federal Reserve System/FRED.

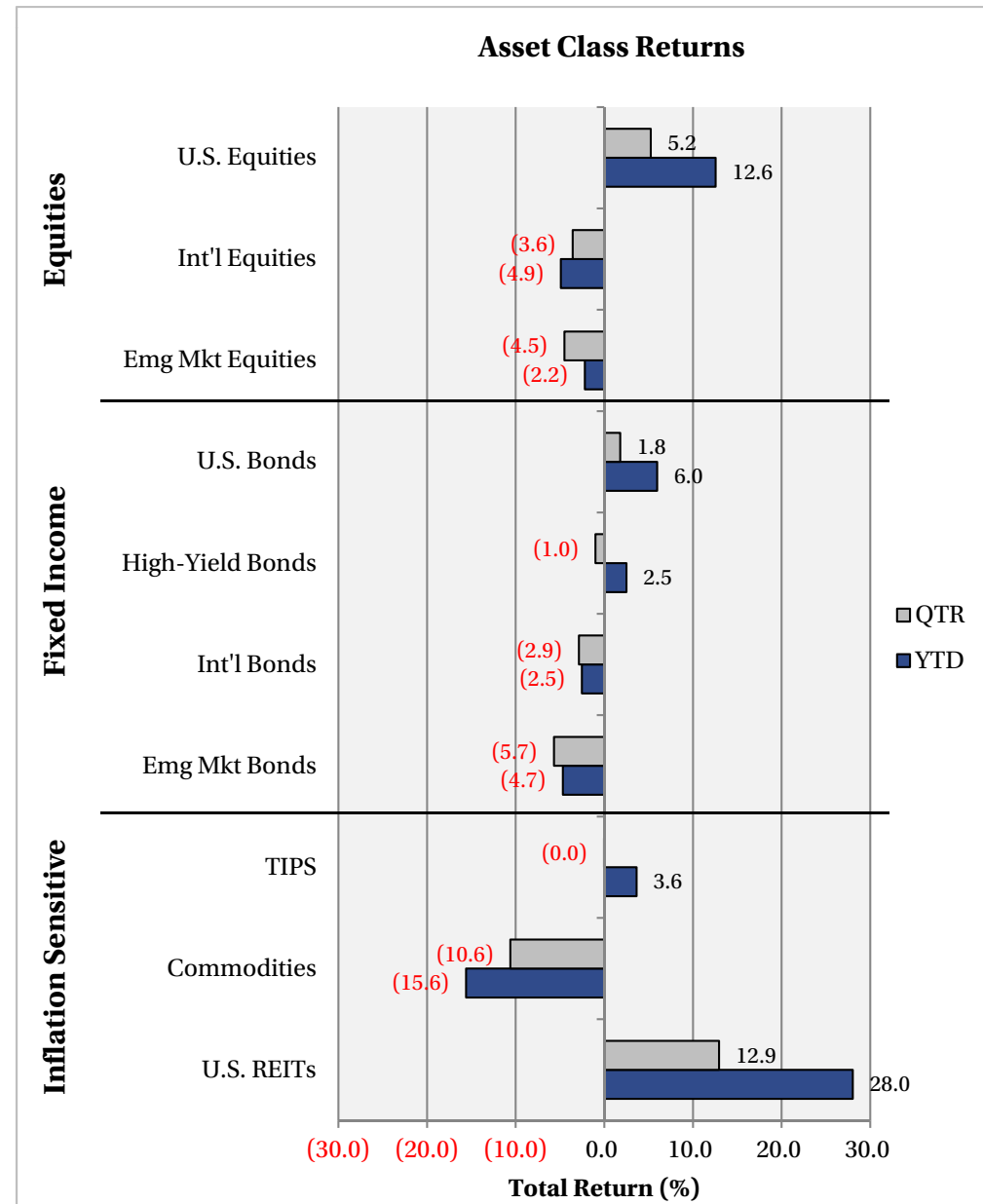


Source: Board of Governors of the Federal Reserve System/FRED.



GLOBAL ASSET CLASS PERFORMANCE

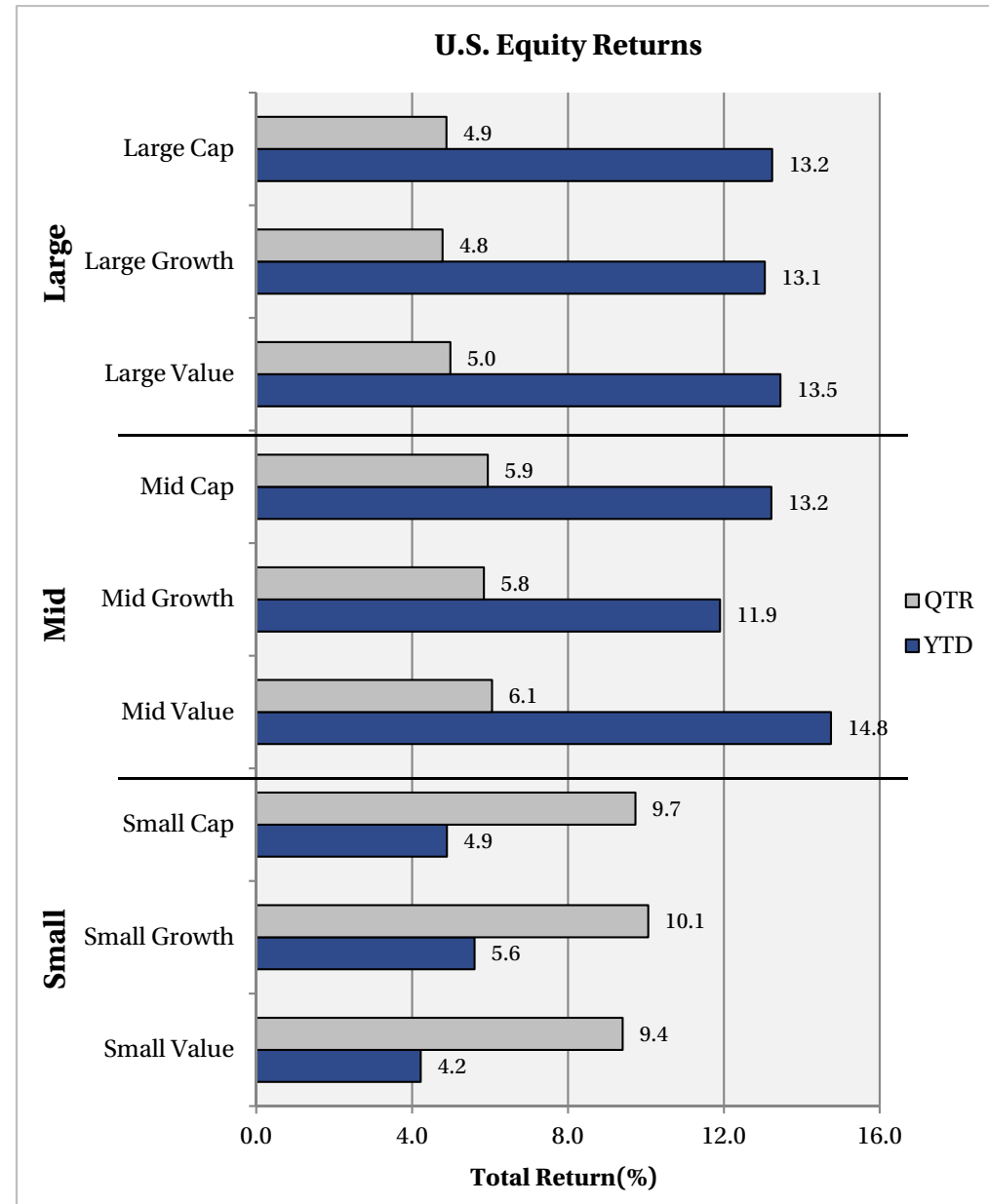
- **Equities** posted solid gains in the U.S. as strong GDP data boosted investors' risk appetite. In international markets, however, it was a different story, though U.S. dollar strength played a large role in their weakness.
- **Fixed income** saw a bifurcated market in Q4, with core U.S. bonds and high-yield debt returning 1.8% and -1.0%, respectively. The latter struggled as energy-related companies comprise a significant percentage of the market.
- **Inflation-sensitive assets** were a mixed bag during the quarter. Commodities experienced a large decline, driven primarily by plunging oil prices. At the other end of the spectrum, U.S. REITs ended 2014 up 28%.



Source: Morningstar

U.S. EQUITIES

- U.S. stocks posted solid gains across all market segments. Although Q4 generated the highest quarterly return in the year, markets were quite volatile, with the VIX (a measure of equity market implied volatility) spiking in mid-October and again in mid-December.
- In a turnaround from Q3, small caps led the way to finish out the year. Still, smaller companies have been by far the worst performers for 2014.
- Value stocks narrowly surpassed growth stocks in the fourth quarter. During 2014, value also outperformed growth with the Russell 3000 Value returning 12.7% versus the Russell 3000 Growth's 12.4%.

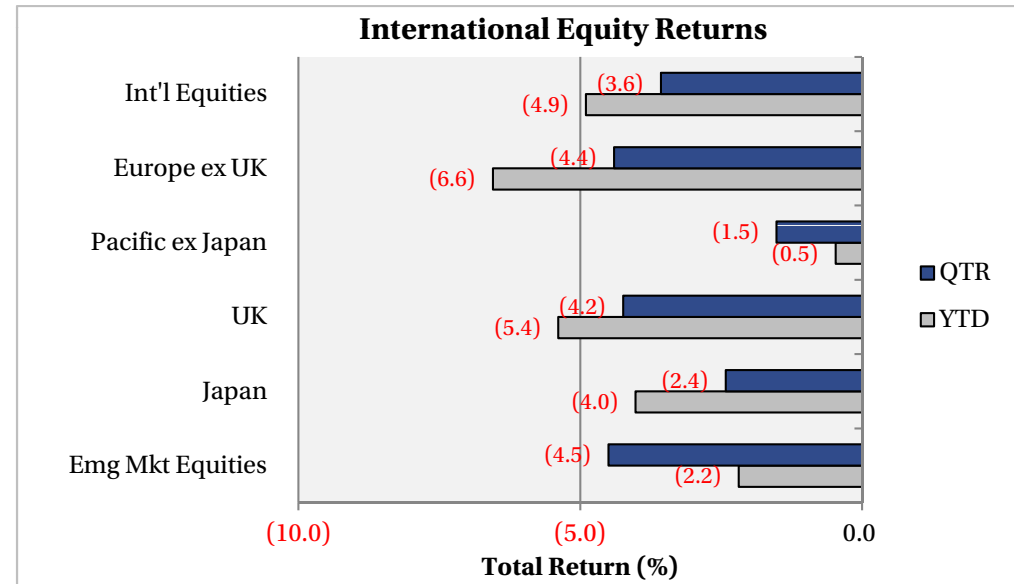


Source: Russell

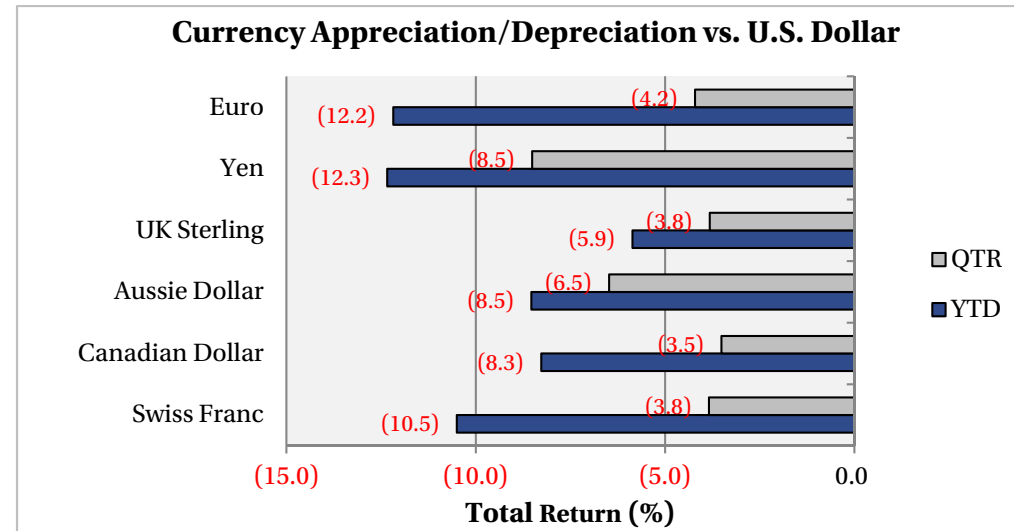


INTERNATIONAL EQUITIES

- International equities saw broad-based declines, with continental Europe and the U.K. doing particularly poorly. In fact, Switzerland was the only major developed country to finish in the black for the year.
- USD appreciation had less of an effect for emerging markets currencies, leading to EM outperformance versus non-U.S. developed equities in 2014.
- As previously mentioned, the dollar continued its upward march in Q4 and appreciated more than 5% against every major currency in 2014.



Source: MSCI Net total return indices reinvest dividends after deducting withholding taxes, using (for international indices) a tax rate applicable to non-resident institutional investors who do not benefit from double taxation treaties.

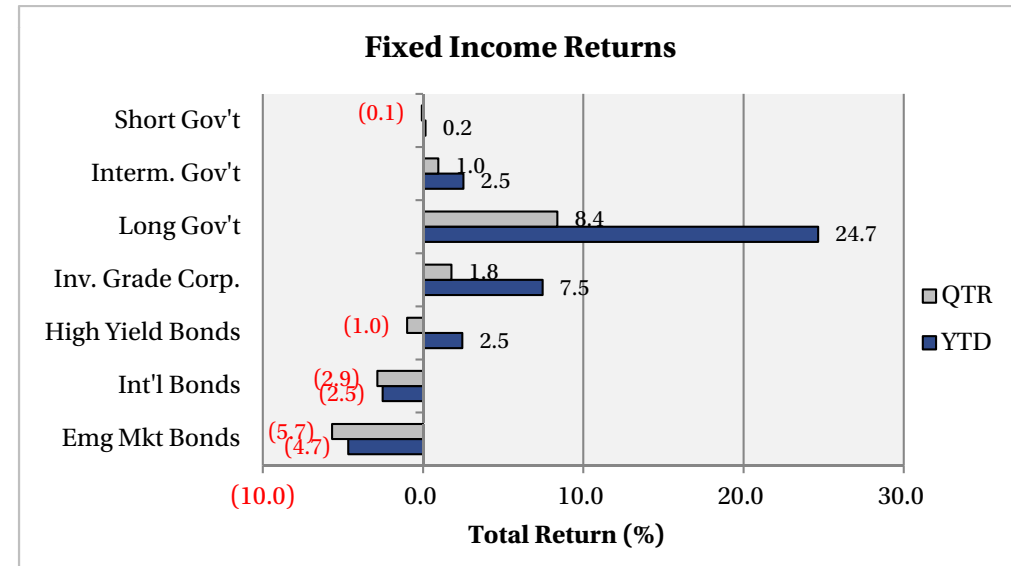


Source: Markov Processes International

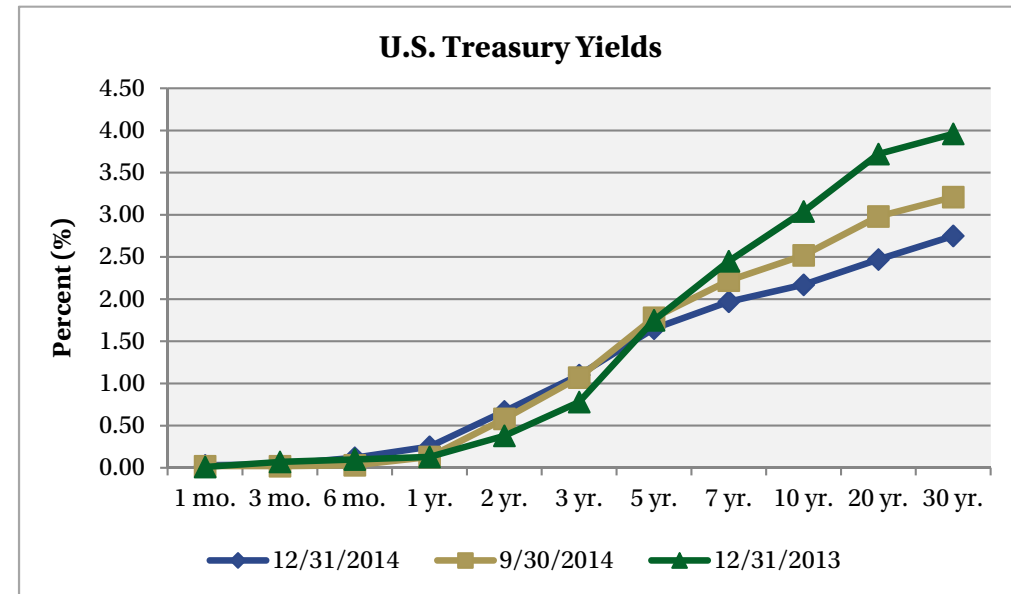
Note: Negative returns reflect depreciation against the U.S. dollar and vice versa.

FIXED INCOME

- In a year where many expected interest rates to rise, the U.S. Aggregate Bond Index confounded market pundits, returning 6.0% in 2014. The yield curve continued to flatten during the quarter.
- Investment-grade corporates outperformed high-yield bonds during the fourth quarter, continuing the trend. Falling oil prices had an impact here as a significant percentage of the high yield market is in energy-related companies.
- Sovereign (government) yields across mainland Europe and Japan remain considerably lower than U.S. German and Japan 10-year yields, for example, ended 2014 at 0.5% and 0.3%, respectively, compared to 2.2% in the U.S.



Source: Morningstar



Source: U.S. Department of the Treasury

U.S. SIZE, STYLE, AND SECTOR PERFORMANCE

DOMESTIC EQUITY	QTR	1 Year	3 Year	5 Year	10 Year
S&P 500 Index	4.9	13.7	20.4	15.5	7.7
Russell 3000 Index	5.2	12.6	20.5	15.6	7.9
Russell 3000 Growth Index	5.2	12.4	20.3	15.9	8.5
Russell 3000 Value Index	5.3	12.7	20.7	15.3	7.3
Russell TOP 200 Index	4.4	13.3	20.3	15.0	7.3
Russell TOP 200 Growth Index	4.3	13.6	20.1	15.5	8.2
Russell TOP 200 Value Index	4.5	12.9	20.4	14.6	6.4
Russell 1000 Index	4.9	13.2	20.6	15.6	8.0
Russell 1000 Growth Index	4.8	13.1	20.3	15.8	8.5
Russell 1000 Value Index	5.0	13.5	20.9	15.4	7.3
Russell Mid-Cap Index	5.8	11.9	20.7	16.9	9.4
Russell Mid-Cap Growth Index	5.9	13.2	21.4	17.2	9.6
Russell Mid-Cap Value Index	6.1	14.8	22.0	17.4	9.4
Russell 2000 Index	9.7	4.9	19.2	15.6	7.8
Russell 2000 Growth Index	10.1	5.6	20.1	16.8	8.5
Russell 2000 Value Index	9.4	4.2	18.3	14.3	6.9
DOMESTIC EQUITY BY SECTOR (MSCI)					
Consumer Discretionary	9.0	9.5	25.3	21.7	9.2
Consumer Staples	8.4	15.9	17.9	16.4	11.0
Energy	(13.0)	(9.8)	5.5	8.0	9.3
Financials	7.8	14.1	24.3	13.6	1.5
Health Care	8.4	25.5	28.8	20.2	11.4
Industrials	7.1	8.7	21.9	17.7	8.5
Information Technology	5.7	18.2	21.0	15.0	9.2
Materials	(0.7)	6.0	15.9	12.0	8.4
Telecommunication Services	(3.9)	2.5	11.7	11.4	6.7
Utilities	13.1	27.1	14.3	13.8	9.7



REGIONAL PERFORMANCE ACROSS MARKETS

INTERNATIONAL/GLOBAL EQUITY	QTR	YTD	3 Year	5 Year	10 Year
MSCI EAFE (Net)	(3.6)	(4.9)	11.1	5.3	4.4
MSCI EAFE Growth (Net)	(2.3)	(4.4)	11.0	6.2	4.9
MSCI EAFE Value (Net)	(4.9)	(5.4)	11.0	4.4	3.9
MSCI EAFE Small Cap (Net)	(2.3)	(4.9)	13.8	8.6	6.0
MSCI AC World Index (Net)	0.4	4.2	14.1	9.2	6.1
MSCI AC World Index Growth (Net)	1.8	5.4	14.9	10.1	6.7
MSCI AC World Index Value (Net)	(1.0)	2.9	13.3	8.2	5.4
MSCI Europe ex UK (Net)	(4.4)	(6.5)	13.1	4.5	4.6
MSCI United Kingdom (Net)	(4.2)	(5.4)	9.6	6.9	4.6
MSCI Pacific ex Japan (Net)	(1.5)	(0.5)	9.4	5.9	8.4
MSCI Japan (Net)	(2.4)	(4.0)	9.7	5.5	2.3
MSCI Emerging Markets (Net)	(4.5)	(2.2)	4.0	1.8	8.4
FIXED INCOME					
Merrill Lynch 3-month T-Bill	0.0	0.0	0.1	0.1	1.5
Barclays Intermediate Government/Credit	0.9	3.1	2.0	3.5	4.1
Barclays Aggregate Bond	1.8	6.0	2.7	4.4	4.7
Barclays Short Government	(0.1)	0.2	0.2	0.6	2.2
Barclays Intermediate Government	0.9	2.5	1.0	2.8	3.8
Barclays Long Government	8.4	24.7	4.2	9.9	7.5
Barclays Investment Grade Corporates	1.8	7.5	5.1	6.5	5.5
Barclays High Yield Corporate Bond	(1.0)	2.5	8.4	9.0	7.7
JPMorgan Global ex US Bond	(2.9)	(2.5)	(2.3)	1.1	2.8
JPMorgan Emerging Market Bond	(5.7)	(4.7)	0.1	2.6	5.9
INFLATION SENSITIVE					
Consumer Price Index	(1.4)	0.8	1.3	1.7	2.1
BC TIPS	0.0	3.6	0.4	4.1	4.4
Commodities	(10.6)	(15.6)	(8.9)	(5.2)	(1.7)
Gold	(1.0)	(0.4)	(9.0)	1.2	9.7
REITs	12.4	27.2	16.4	16.6	7.5
FTSE EPRA/NAREIT Global REITs	7.0	14.7	15.1	10.9	-

Source: Russell, S&P, MSCI, Merrill Lynch, Barclays Capital, FTSE

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PENSION



SUSSEX PENSION 2014 ACCOMPLISHMENTS

- Manager searches
 - Fidelity Low-Priced Stock fund options
- Portfolio changes
 - Eliminated Fidelity Low Priced Stock fund
 - Added Vanguard Mid Cap Value Index fund
 - Added Vanguard Extended Market Index fund
- Fixed income education
- Signed new Investment Policy Statement
 - Established DE State Pool Target (60%) plus,
 - Domestic equity target (24%)
 - Fixed income (14%)
 - Cash (2%)



PEIRCE PARK GROUP

2014 Accomplishments

- Hired an additional research analyst
- Hired office administrator
- Added Thomson Reuters Datastream including MSCI data
- Equity valuation analysis
- Equity structure analysis
- Enhanced performance report format
- Welcomed Teamsters Local 11, Monroeville and Warrington Township

Goals for 2015

- Fixed income education
 - A better way
- Assist clients in identifying options in challenging investment environment
- Continued technology and infrastructure upgrades
- Helping clients examine OPEB, given GASB exposure drafts
- Client survey
- Enhanced website



OBSERVATIONS FOR SUSSEX COUNTY PENSION

- Market value December 31, 2014: \$71.6 million
- 4th quarter gain: +\$1.4 million 4th quarter return: 2.1% (gross)
- 2014 gain: +\$5.7 million YTD return: 8.5% (gross)
- Manager changes
 - Terminated Fidelity Low Price Stock
 - Added Vanguard Extended Market Index
 - Added Vanguard Mid Cap Value
- Strong returns for 2014
 - Peer group ranking- Top 3% for year
 - Beat benchmark by 2.2%
- Fees reduced from .56% to .52%
 - Savings of approximately \$28,000 per year



LOOKING AHEAD FOR SUSSEX COUNTY PENSION

- Consider increasing equity target to 65%



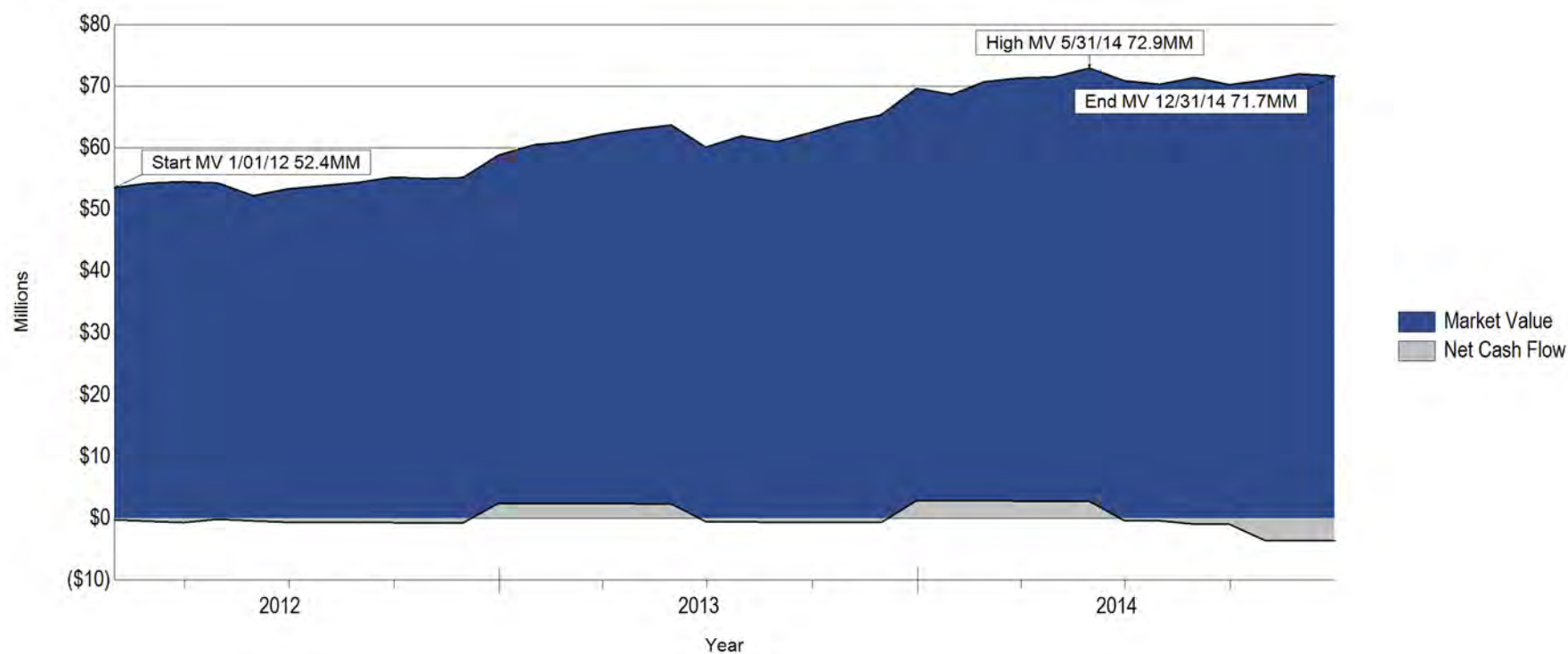
Sussex County Pension Total Fund Composite

Summary of Cash Flows

As of December 31, 2014

	Fourth Quarter	One Year	Three Years
Beginning Market Value	\$70,246,308.5	\$69,649,238.6	\$52,366,508.0
Net Additions/Withdrawals	-\$27,793.7	-\$3,703,131.3	-\$1,626,681.9
Investment Earnings	\$1,433,964.5	\$5,706,372.0	\$20,912,653.1
Ending Market Value	\$71,652,479.3	\$71,652,479.3	\$71,652,479.3
Time Weighted Return	2.1%	8.5%	12.1%

Market Value History
3 Years Ending December 31, 2014



Sussex County Pension
Total Fund Composite

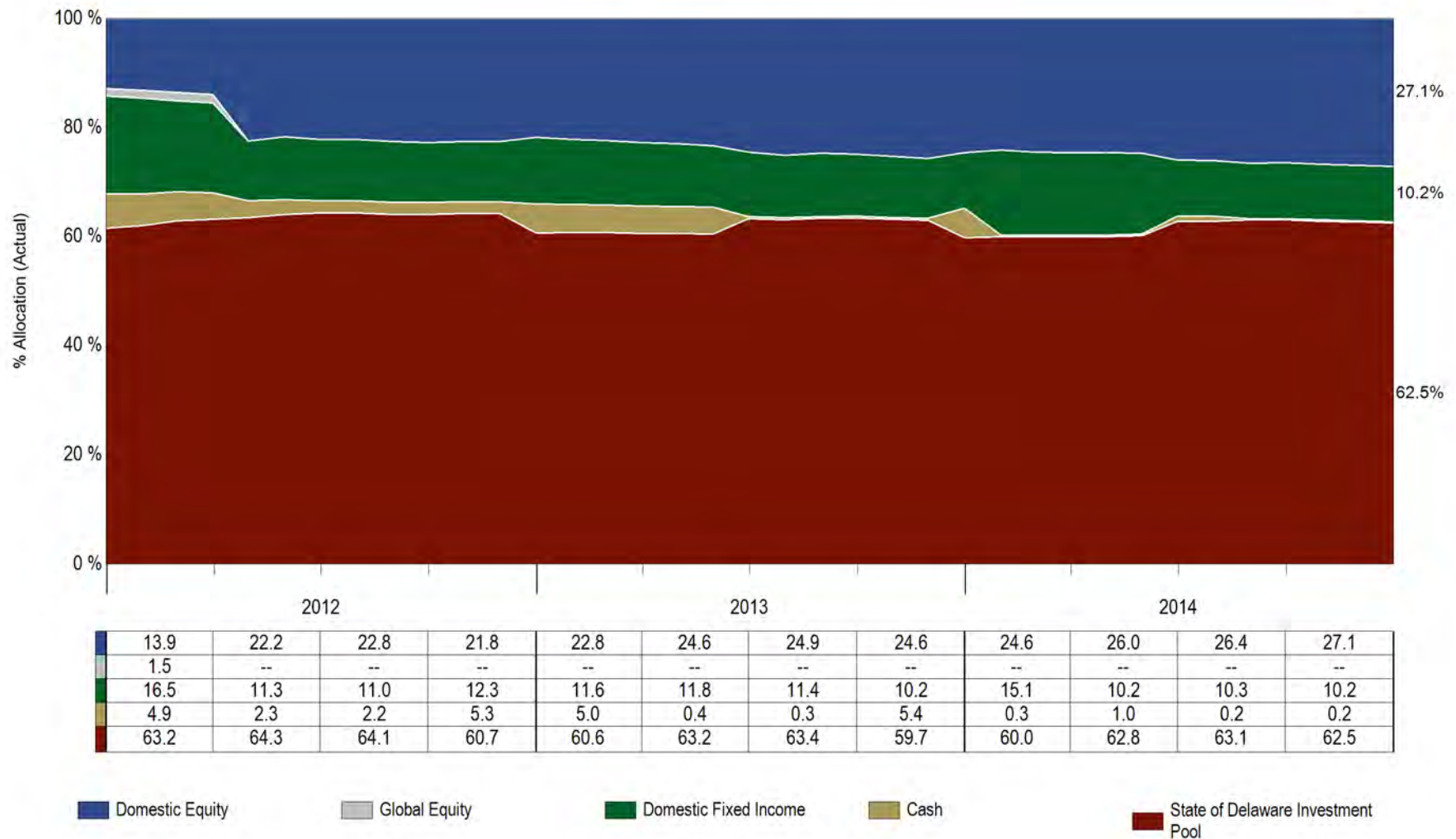
As of December 31, 2014

	Quarter Ending December 31, 2014			
	Beginning Market Value	Net Cash Flow	Net Investment Change	Ending Market Value
Dupont Capital Investment	\$13,413,373	-\$7,255	\$609,667	\$14,015,785
Fidelity Low Price Stock	\$5,152,472	-\$5,096,291	-\$56,181	\$0
Operating Account	\$152,844	-\$14,832	\$23	\$138,035
State of Delaware Investment Pool	\$44,303,564	-\$2,131	\$493,921	\$44,795,354
Vanguard Extended Market Index	\$0	\$2,600,000	\$306,176	\$2,906,176
Vanguard Mid Cap Value	--	\$2,496,291	\$15,701	\$2,511,992
Wilmington Trust Bonds	\$7,224,055	-\$3,576	\$64,658	\$7,285,137
Wilmington Trust Short Term	\$0	\$0	\$0	\$0
Total	\$70,246,309	-\$27,794	\$1,433,964	\$71,652,479

Sussex County Pension Total Fund Composite

As of December 31, 2014

Asset Allocation History
3 Years Ending December 31, 2014

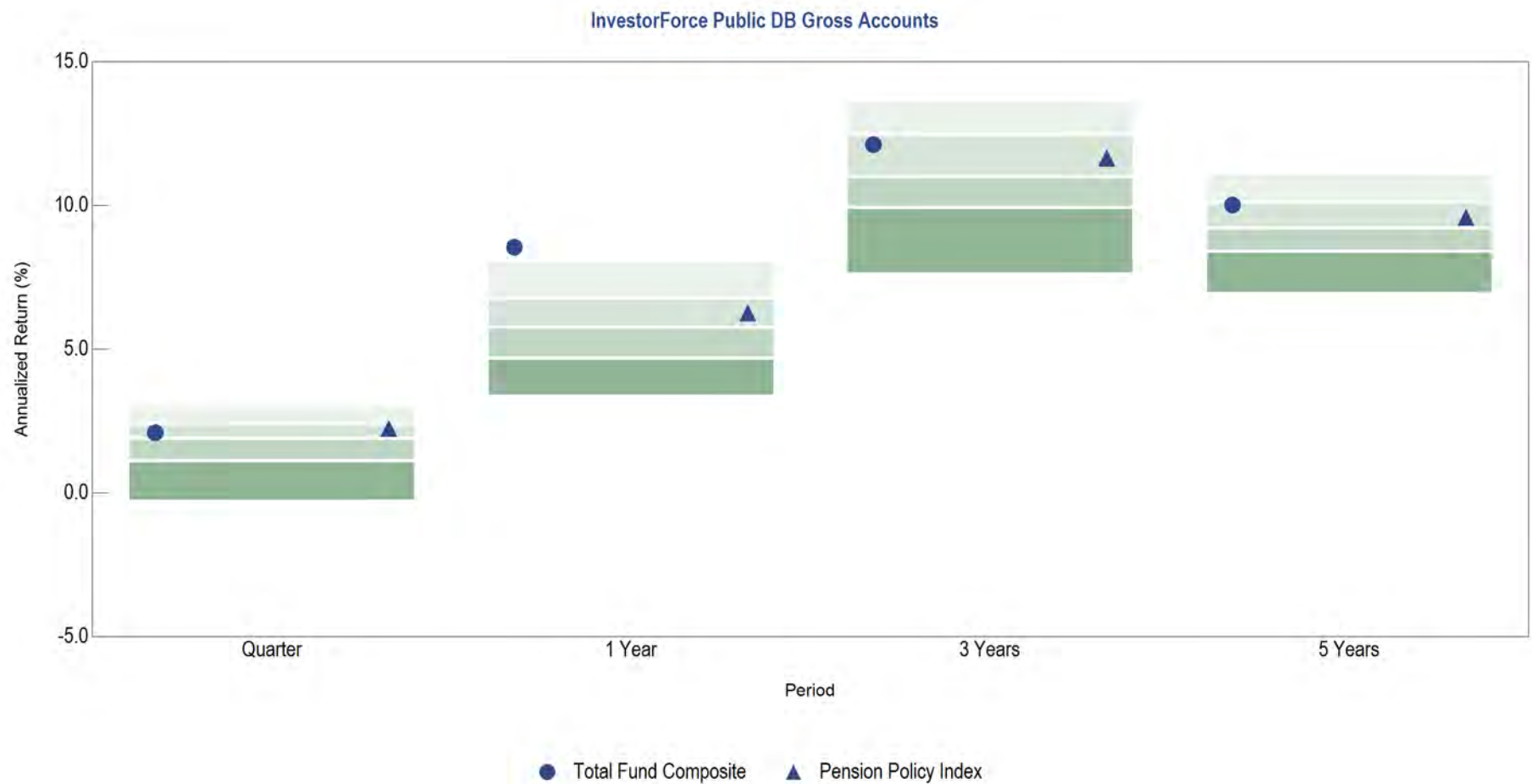


Sussex County Pension Total Fund Composite

Total Plan Performance

As of December 31, 2014

	2014 Q4	Rank	1 Yr	Rank	3 Yrs	Rank	5 Yrs	Rank	Return	Since
Total Fund Composite	2.1%	41	8.5%	3	12.1%	33	10.0%	32	11.5%	Jan-09
<i>Pension Policy Index</i>	<i>2.2%</i>	<i>35</i>	<i>6.3%</i>	<i>37</i>	<i>11.7%</i>	<i>39</i>	<i>9.6%</i>	<i>42</i>	<i>11.6%</i>	<i>Jan-09</i>



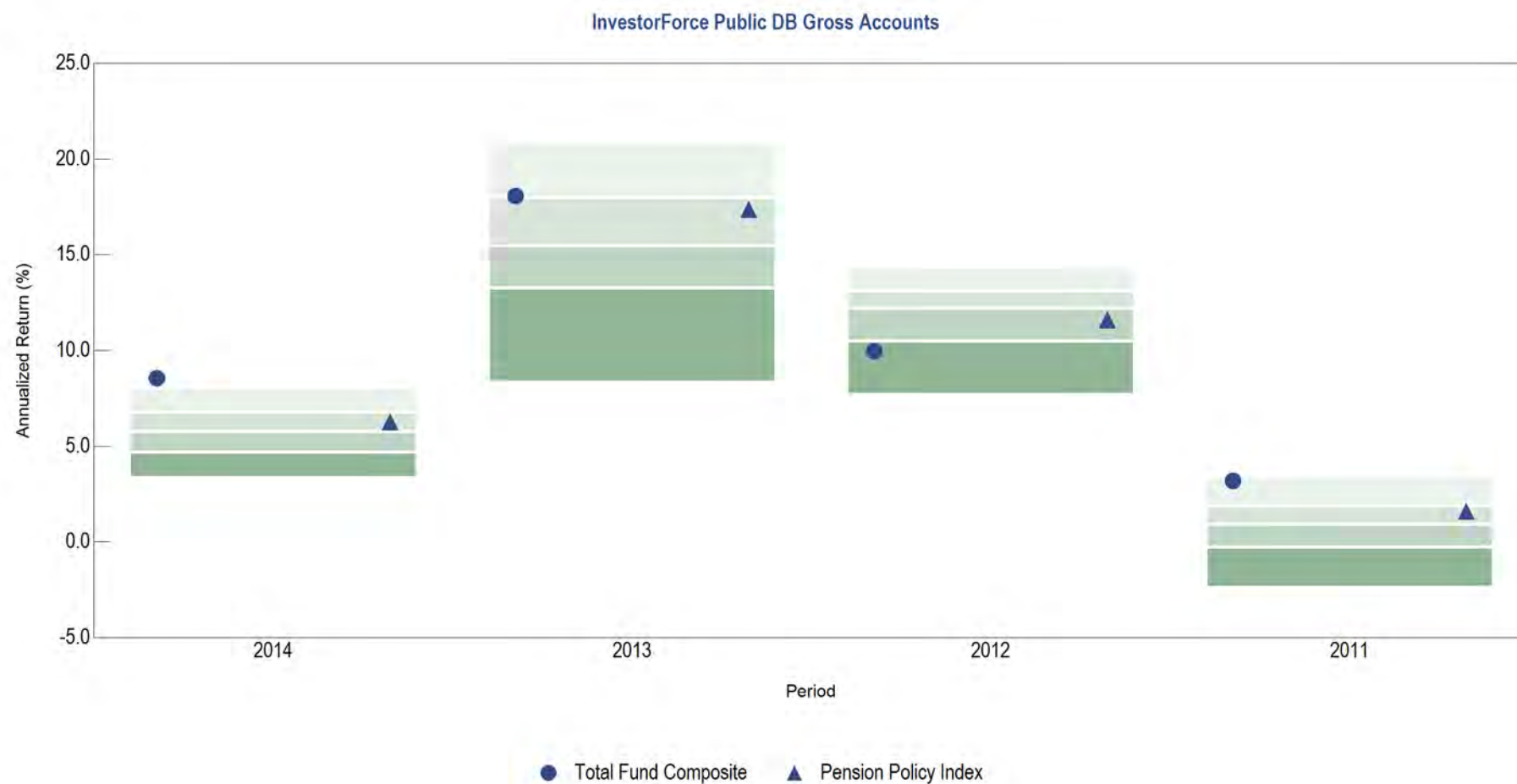
Current Policy Index: 46% Russell 3000 / 40% Barclays Intermediate Gov't/Credit / 14% MSCI EAFE (Net)

Sussex County Pension Total Fund Composite

Total Plan Performance

As of December 31, 2014

	2014	Rank	2013	Rank	2012	Rank	2011	Rank
Total Fund Composite	8.5%	3	18.1%	24	10.0%	82	3.2%	6
<i>Pension Policy Index</i>	6.3%	37	17.4%	33	11.6%	64	1.6%	34



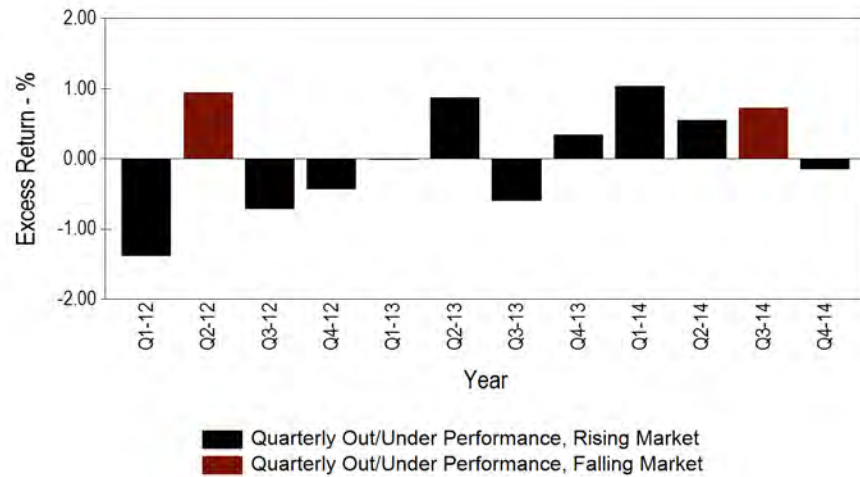
Current Policy Index: 46% Russell 3000 / 40% Barclays Intermediate Gov't/Credit / 14% MSCI EAFE (Net)

Sussex County Pension Total Fund Composite

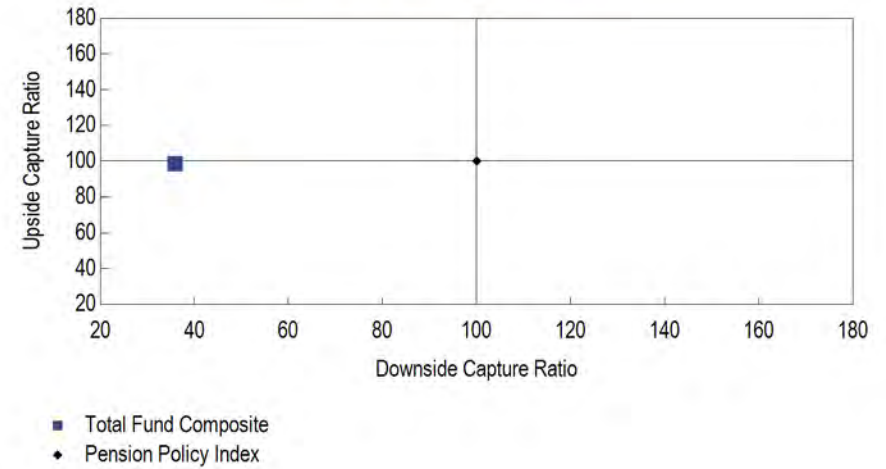
Total Plan Information

As of December 31, 2014

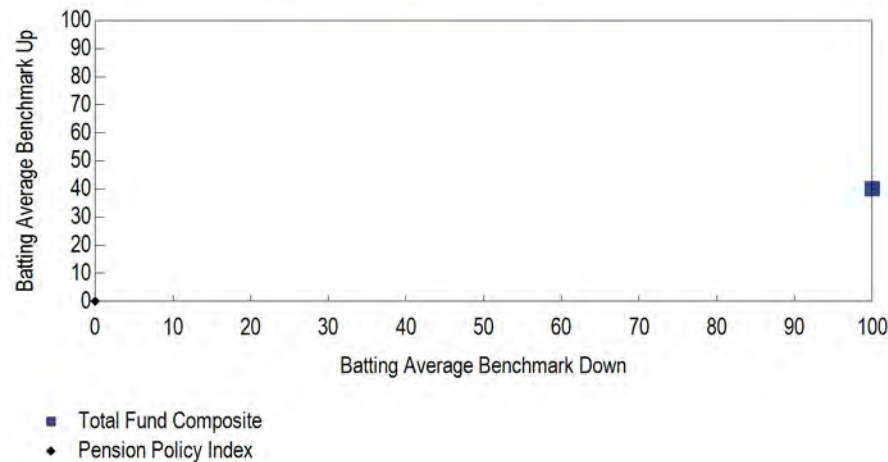
Quarterly Excess Performance



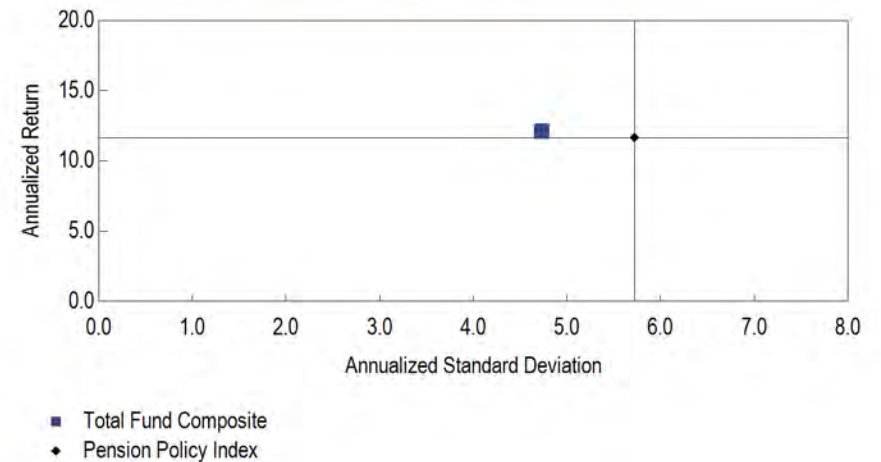
Upside Capture Ratio vs. Downside Capture Ratio
3 Years Ending December 31, 2014



Batting Average Benchmark Up vs. Batting Average Benchmark Down
3 Years Ending December 31, 2014



Annualized Return vs. Annualized Standard Deviation
3 Years Ending December 31, 2014



Sussex County Pension
Total Fund Composite

Performance Summary

As of December 31, 2014

	% of Portfolio	2014 Q4	Rank	1 Yr	Rank	3 Yrs	Rank	5 Yrs	Rank	Return	Since
Total Fund Composite	100.0%	2.1%	41	8.5%	3	12.1%	33	10.0%	32	11.5%	Jan-09
<i>Pension Policy Index</i>		2.2%	35	6.3%	37	11.7%	39	9.6%	42	11.6%	Jan-09
Dupont Capital Investment	19.6%	4.5%	53	15.5%	11	21.3%	28	--	--	19.7%	Jul-10
S&P 500		4.9%	42	13.7%	29	20.4%	43	--	--	19.1%	Jul-10
Fidelity Low Price Stock	0.0%	2.0%	94	6.0%	34	19.7%	38	16.0%	35	14.6%	Sep-08
Russell 2000		9.7%	24	4.9%	54	19.2%	48	15.5%	45	11.1%	Sep-08
Russell MidCap Value		6.1%	74	14.7%	1	22.0%	9	17.4%	13	13.3%	Sep-08
Vanguard Extended Market Index	4.1%	6.5%	51	8.5%	26	21.9%	11	17.9%	10	2.3%	Oct-14
S&P Completion Index TR		6.4%	53	7.5%	34	20.7%	27	16.7%	25	2.3%	Oct-14
Vanguard Mid Cap Value	3.5%	7.0%	18	14.1%	11	22.2%	18	17.3%	13	--	Dec-14
Spliced Mid Cap Value Index		7.0%	18	14.1%	11	22.2%	19	17.3%	13	--	Dec-14
Wilmington Trust Bonds	10.2%	0.9%	--	2.5%	--	1.3%	--	--	--	1.9%	Sep-10
Barclays Int Govt.		0.9%	--	2.5%	--	1.0%	--	--	--	1.7%	Sep-10
Operating Account	0.2%	0.0%	--	0.1%	--	0.1%	--	--	--	0.1%	Sep-11
91 Day T-Bills		0.0%	--	0.0%	--	0.0%	--	--	--	0.0%	Sep-11

Current Policy Index: 46% Russell 3000 / 40% Barclays Intermediate Gov't/Credit / 14% MSCI EAFE (Net)

Please note: All returns shown are gross of fees, including mutual funds. Mutual fund rankings are calculated using gross of fee returns. It is important to note the mutual fund universes use net of fee returns. Therefore rankings will be higher due to this fee advantage. All returns over one year are annualized.

Please note: All returns shown are gross of fees, including mutual funds. All returns over one year are annualized.

Sussex County Pension
Total Fund Composite

As of December 31, 2014

Account	Fee Schedule	Market Value As of 12/31/2014	% of Portfolio	Estimated Annual Fee (\$)	Estimated Annual Fee (%)
Dupont Capital Investment	0.35% of First \$25.0 Mil, 0.30% of Next \$25.0 Mil, 0.25% Thereafter	\$14,015,785	19.6%	\$49,055	0.35%
Fidelity Low Price Stock	0.82% of Assets	\$0	0.0%	\$0	0.82%
Vanguard Extended Market Index	0.10% of Assets	\$2,906,176	4.1%	\$2,906	0.10%
Vanguard Mid Cap Value	0.09% of Assets	\$2,511,992	3.5%	\$2,261	0.09%
Wilmington Trust Bonds	0.20% of Assets	\$7,285,137	10.2%	\$14,570	0.20%
Wilmington Trust Short Term	No Fee	\$0	0.0%	--	--
Operating Account	No Fee	\$138,035	0.2%	--	--
State of Delaware Investment Pool	0.68% of Assets	\$44,795,354	62.5%	\$304,608	0.68%
Investment Management Fee		\$71,652,479	100.0%	\$373,401	0.52%

Please note: Expense Ratio of 0.68% was provided to Peirce Park Group by the Delaware Public Employees' Retirement System.

Sussex County Pension Dupont Capital Investment

As of December 31, 2014

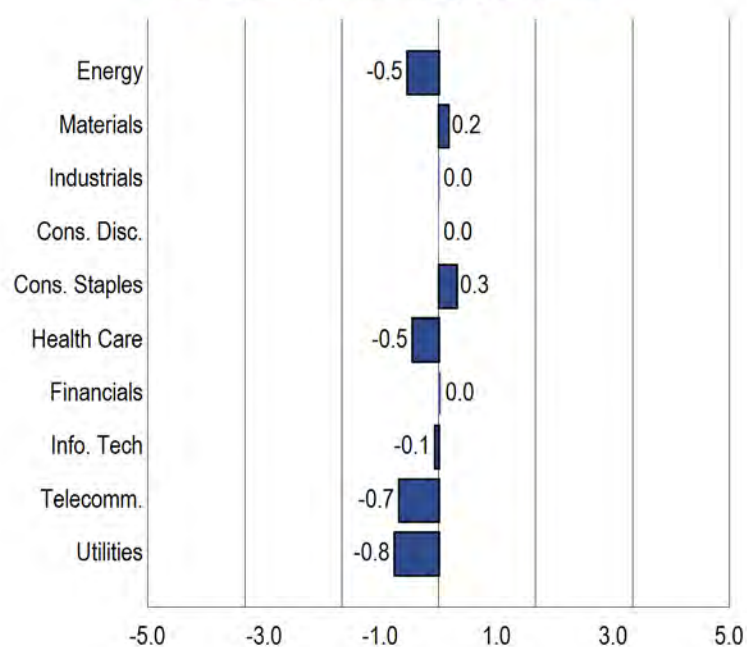
Manager Summary

- Strategy seeks to systematically identify companies with sustainable earnings power trading at reasonable valuations.
- Quantitative approach looks for companies with the strongest relative value within their industries through a combination of valuation, quality and momentum characteristics.
- Focuses on companies that are under-priced relative to their long-term intrinsic value and supported by sustainable, high quality earnings and realistic cash flows expectations.
- Enhanced index portfolio of 100 to 200 securities, targets a tracking error between 1.5% and 2.25 relative to the S&P 500.

Portfolio Information

	Portfolio	S&P 500
Number of Holdings	159	502
Weighted Avg. Market Cap. (\$B)	130.48	125.00
Median Market Cap. (\$B)	41.78	18.36
Price To Earnings	19.71	21.49
Price To Book	3.62	4.27
Price To Sales	2.55	2.73
Return on Equity (%)	19.42	19.63
Yield (%)	2.00	1.99
Beta	1.01	1.00

Sector Over/Under Allocation (%) vs S&P 500



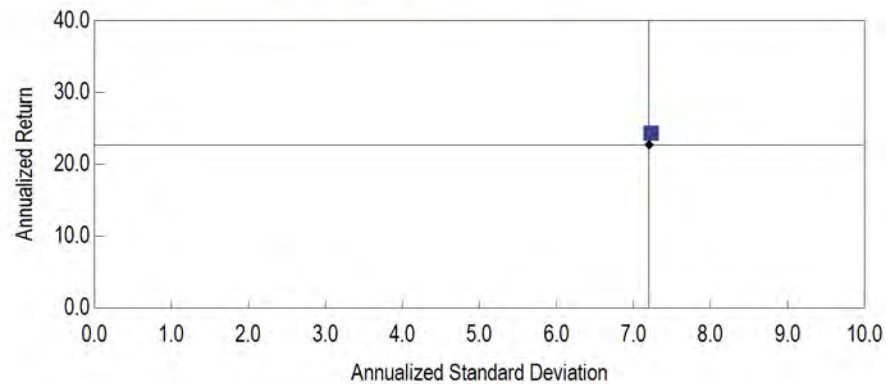
Top Ten Holdings

APPLE	3.9%
WELLS FARGO & CO	2.2%
PFIZER	2.1%
MICROSOFT	2.0%
JP MORGAN CHASE & CO.	1.9%
EXXON MOBIL	1.8%
SPDR S&P 500 ETF TST.	1.7%
CISCO SYSTEMS	1.5%
JOHNSON & JOHNSON	1.5%
BERKSHIRE HATHAWAY 'B'	1.4%
Total For Top Ten Holdings	20.2%

Sussex County Pension Dupont Capital Investment

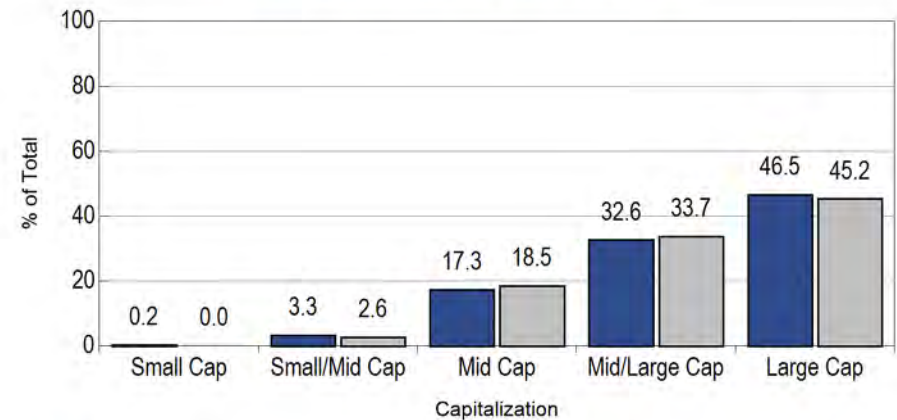
As of December 31, 2014

Annualized Return vs. Annualized Standard Deviation
2 Years Ending December 31, 2014



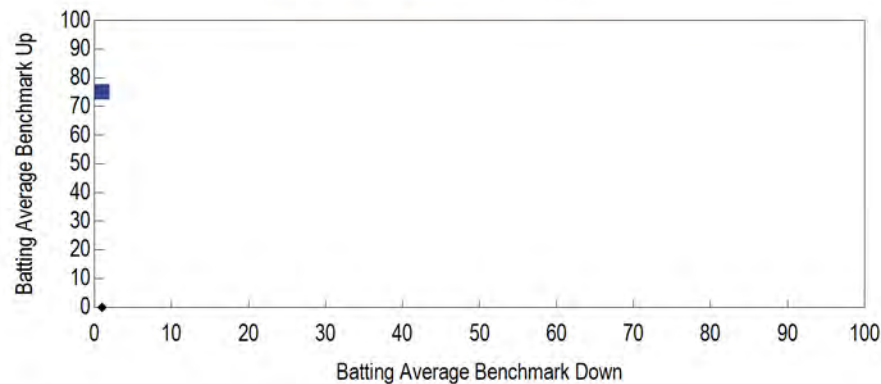
- Dupont Capital Investment
- ◆ S&P 500

Market Capitalization As Of December 31, 2014



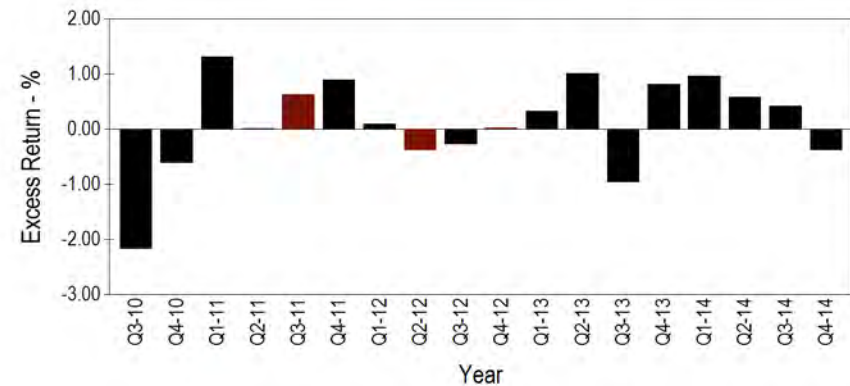
- Dupont Capital Investment
- S&P 500

Batting Average Benchmark Up vs. Batting Average Benchmark Down
2 Years Ending December 31, 2014



- Dupont Capital Investment
- ◆ S&P 500

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

Sussex County Pension

Vanguard Mid Cap Value

As of December 31, 2014

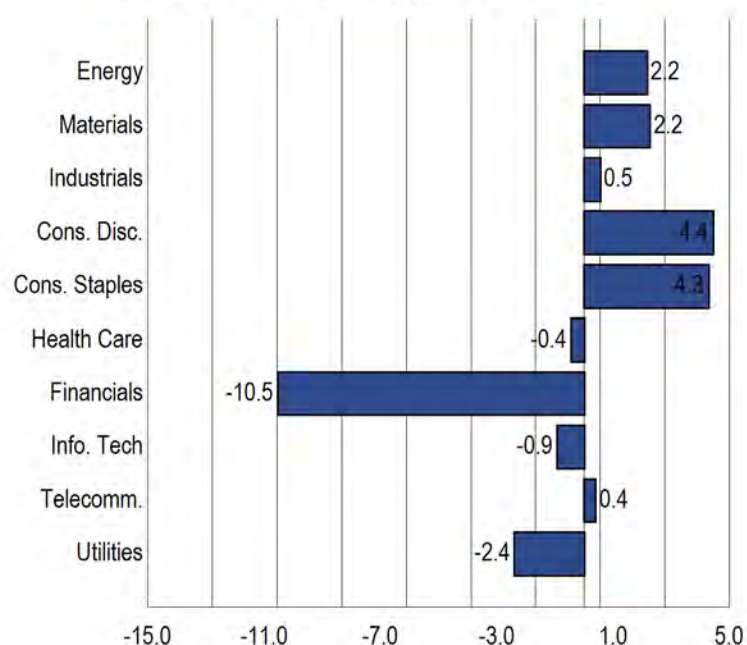
Manager Summary

- Passively-managed.
- Seeks to track the performance of the CRSP US Mid Cap Value Index.
- Invests in value stocks of medium-size U.S. companies.
- Fund remains fully invested.

Portfolio Information

	Portfolio	Russell MidCap Value
Number of Holdings	207	578
Weighted Avg. Market Cap. (\$B)	11.23	11.92
Median Market Cap. (\$B)	8.77	5.62
Price To Earnings	22.00	22.19
Price To Book	3.11	2.31
Price To Sales	1.88	2.50
Return on Equity (%)	16.29	10.97
Yield (%)	2.01	2.04
Beta (holdings; domestic)	1.12	1.10

Sector Over/Under Allocation (%) vs Russell MidCap Value

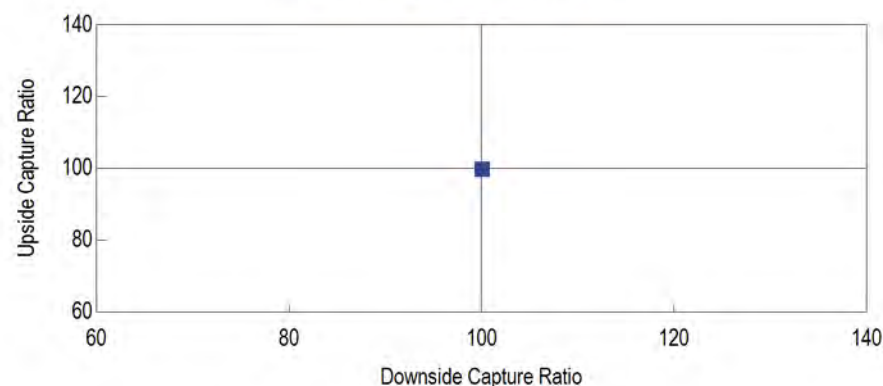


Top Ten Holdings

UNITED CONTINENTAL HDG.	1.5%
DELPHI AUTOMOTIVE	1.3%
MYLAN	1.3%
SEAGATE TECH.	1.2%
AMERISOURCEBERGEN	1.1%
ALCOA	1.1%
HARTFORD FINL.SVS.GP.	1.1%
FIDELITY NAT.INFO.SVS.	1.1%
BOSTON SCIENTIFIC	1.1%
NORTHEAST UTILITIES	1.0%
Total For Top Ten Holdings	11.7%

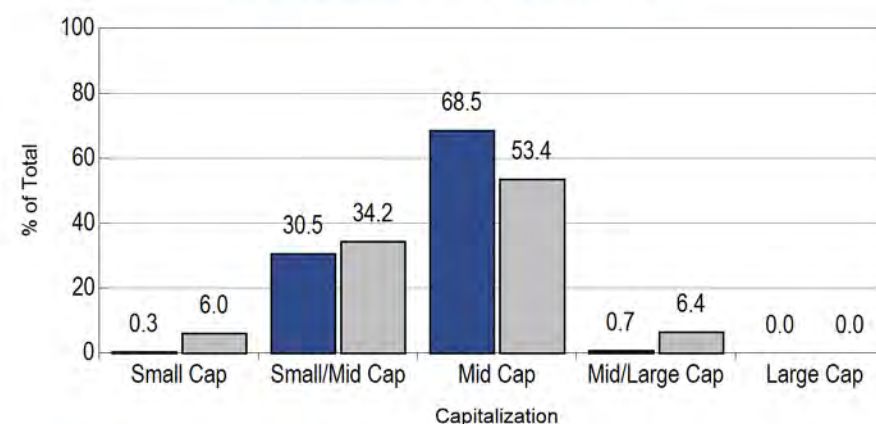
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



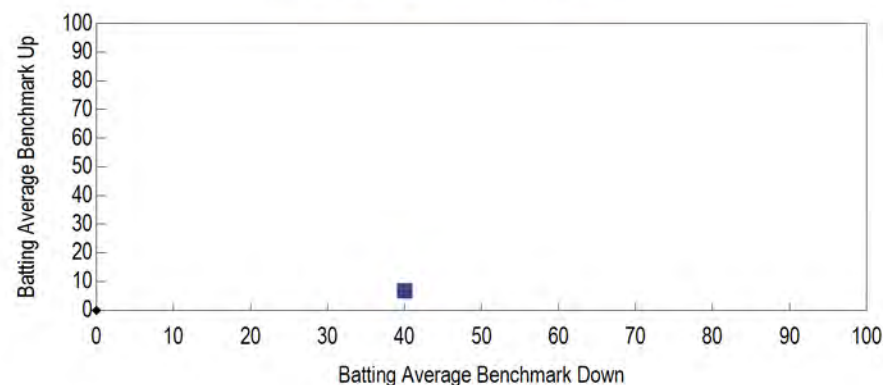
- Vanguard Mid Cap Value
- ◆ Spliced Mid Cap Value Index

Market Capitalization As Of December 31, 2014



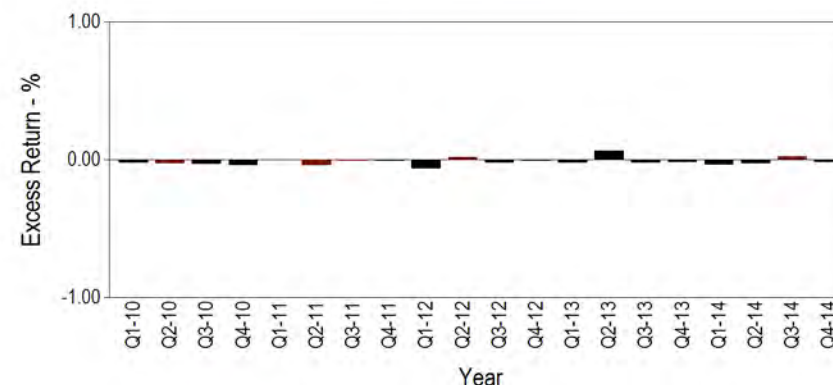
- Vanguard Mid Cap Value
- Russell MidCap Value

Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



- Vanguard Mid Cap Value
- ◆ Spliced Mid Cap Value Index

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

Vanguard Extended Market Index

As of December 31, 2014

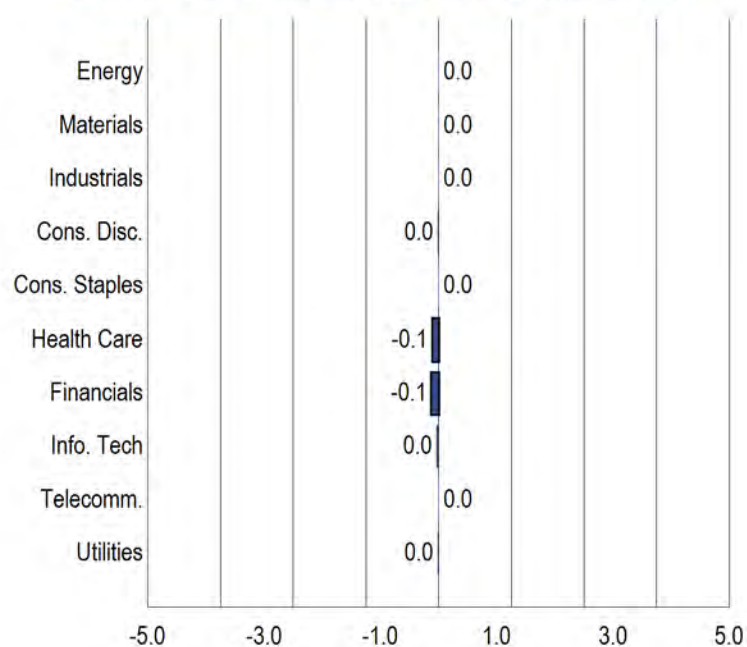
Manager Summary

- Passively managed strategy.
- Seeks to track the performance of the S&P Completion Index.
- Mid and small cap equity diversified across growth and value styles.
- Fund remains fully invested.

Portfolio Information

	Portfolio	S&P Completion Index TR
Number of Holdings	3,287	3,418
Weighted Avg. Market Cap. (\$B)	6.04	6.03
Median Market Cap. (\$B)	0.61	0.56
Price To Earnings	26.04	25.11
Price To Book	3.96	3.27
Price To Sales	3.80	2.94
Return on Equity (%)	14.11	12.10
Yield (%)	1.32	1.11
Beta (holdings; domestic)	1.23	1.23

Sector Over/Under Allocation (%) vs S&P Completion Index TR



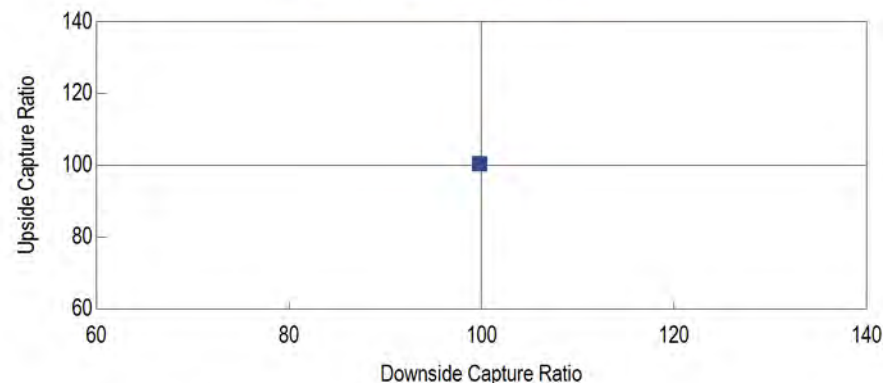
Top Ten Holdings

AMERICAN AIRLINES GROUP	0.9%
LIBERTY GLOBAL SR.C	0.7%
ILLUMINA	0.6%
UNITED CONTINENTAL HDG.	0.6%
LINKEDIN CLASS A	0.5%
HCA HOLDINGS	0.5%
TESLA MOTORS	0.5%
LAS VEGAS SANDS	0.5%
TWITTER	0.4%
CHENIERE EN.	0.3%
Total For Top Ten Holdings	5.5%

Vanguard Extended Market Index

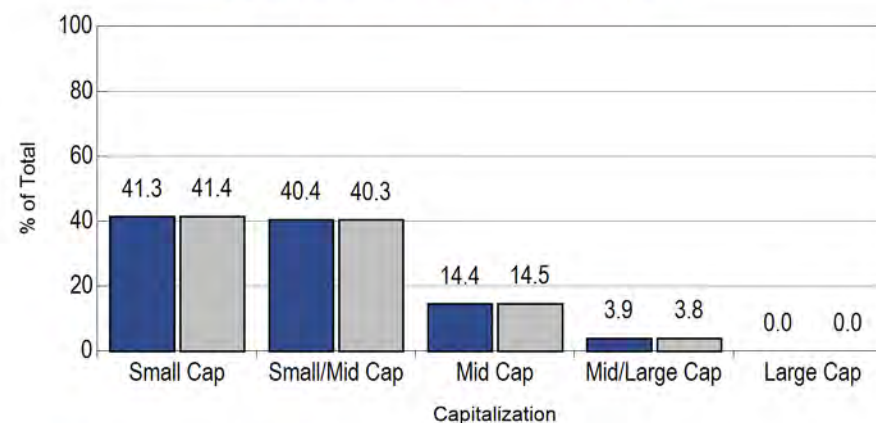
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



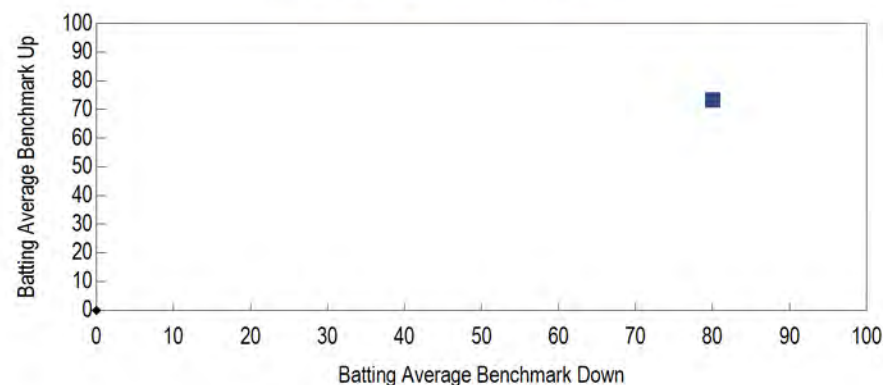
- Vanguard Extended Market Index
- ◆ S&P Completion Index TR

Market Capitalization As Of December 31, 2014



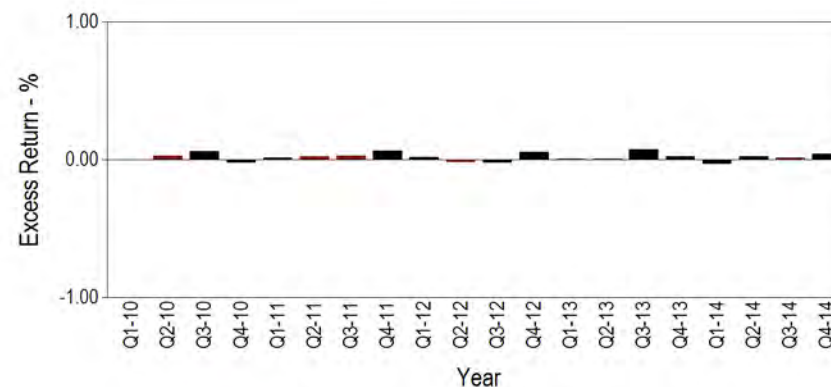
- Vanguard Extended Market Index
- S&P Completion Index TR

Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



- Vanguard Extended Market Index
- ◆ S&P Completion Index TR

Quarterly Excess Performance



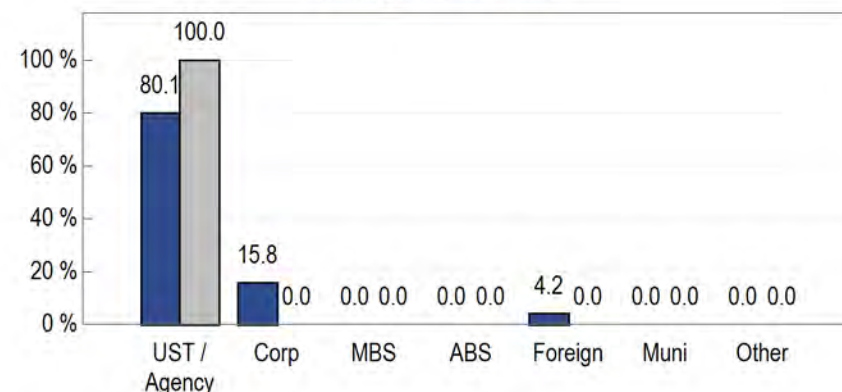
- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

As of December 31, 2014

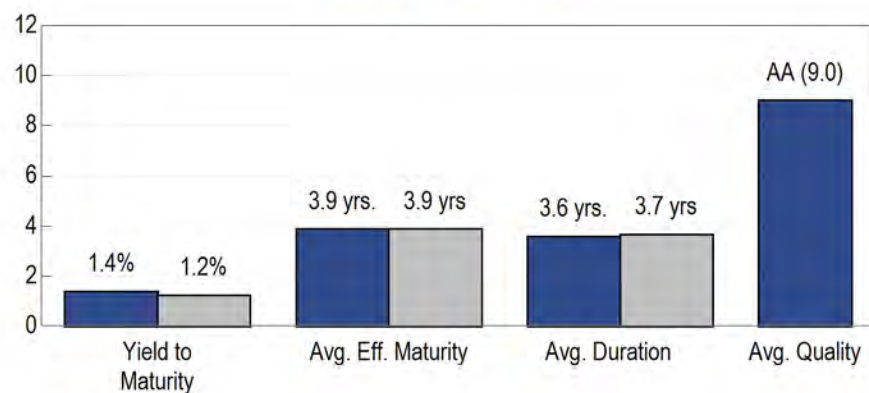
Manager Summary

- Strategy focuses equally on duration management, sector selection and yield curve exposure.
- Assess overall market environment and position portfolio to benefit from realistic expectations.
- Will actively trade, including analysis of technical factors, price momentum, interest rate outlook and yield curve movement.

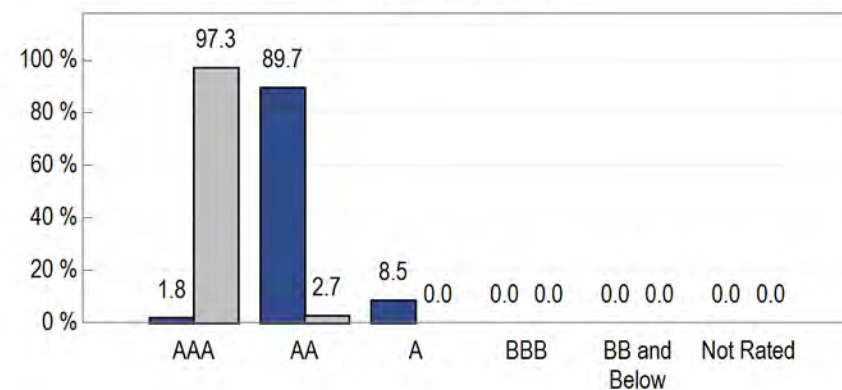
Sectors
Wilmington Trust Bonds



Characteristics
Wilmington Trust Bonds



Quality Ratings
Wilmington Trust Bonds



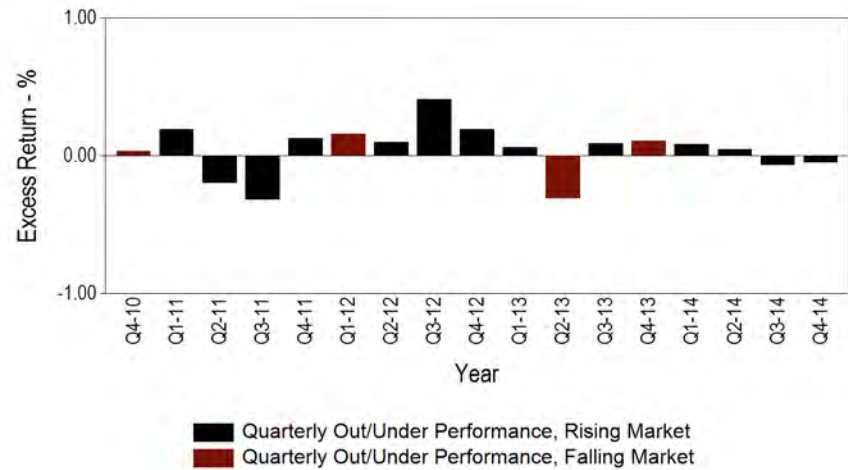
■ Wilmington Trust Bonds ■ Barclays Int. Govt.

Actual holdings use S&P rankings whereas the Barclays Index uses the median of the three ratings agencies.

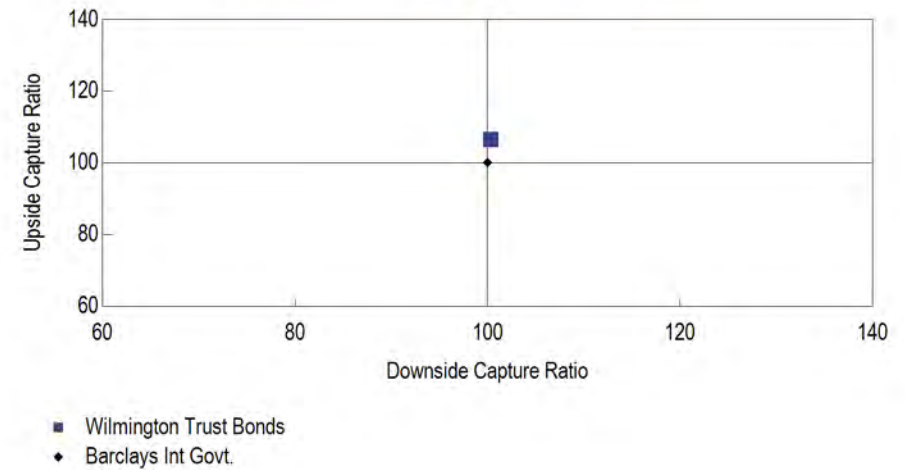
Sussex County Pension Wilmington Trust Bonds

As of December 31, 2014

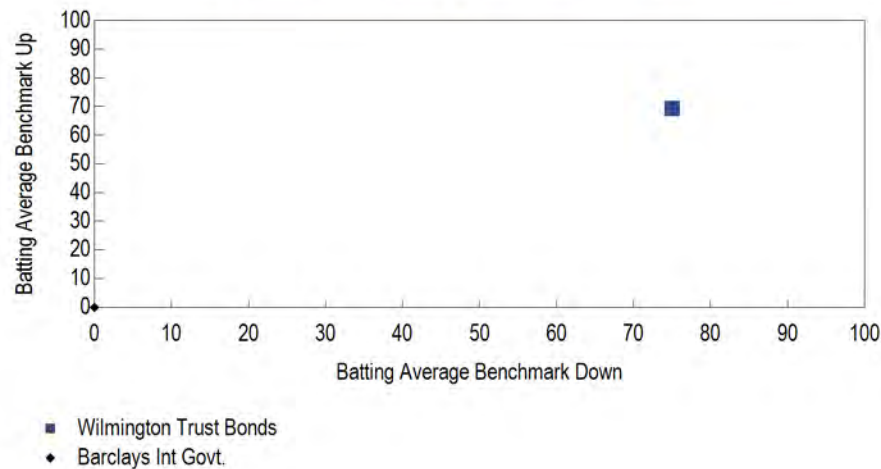
Quarterly Excess Performance



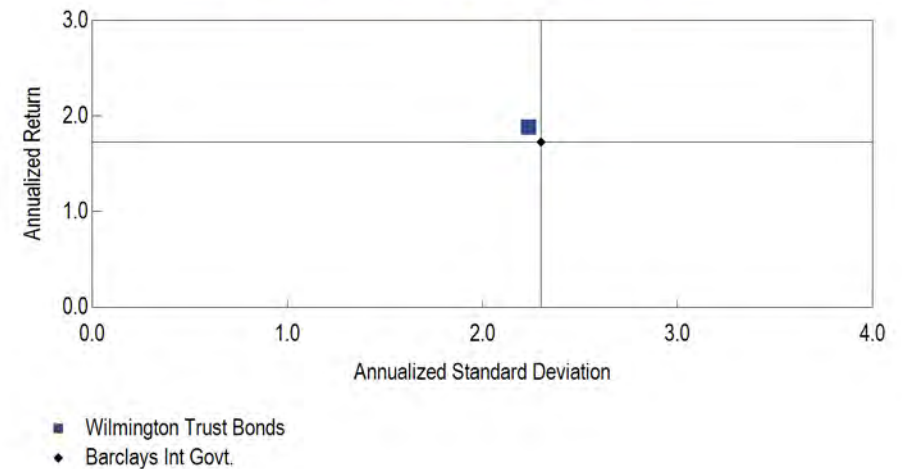
Upside Capture Ratio vs. Downside Capture Ratio
4 Years 3 Months Ending December 31, 2014



Batting Average Benchmark Up vs. Batting Average Benchmark Down
4 Years 3 Months Ending December 31, 2014

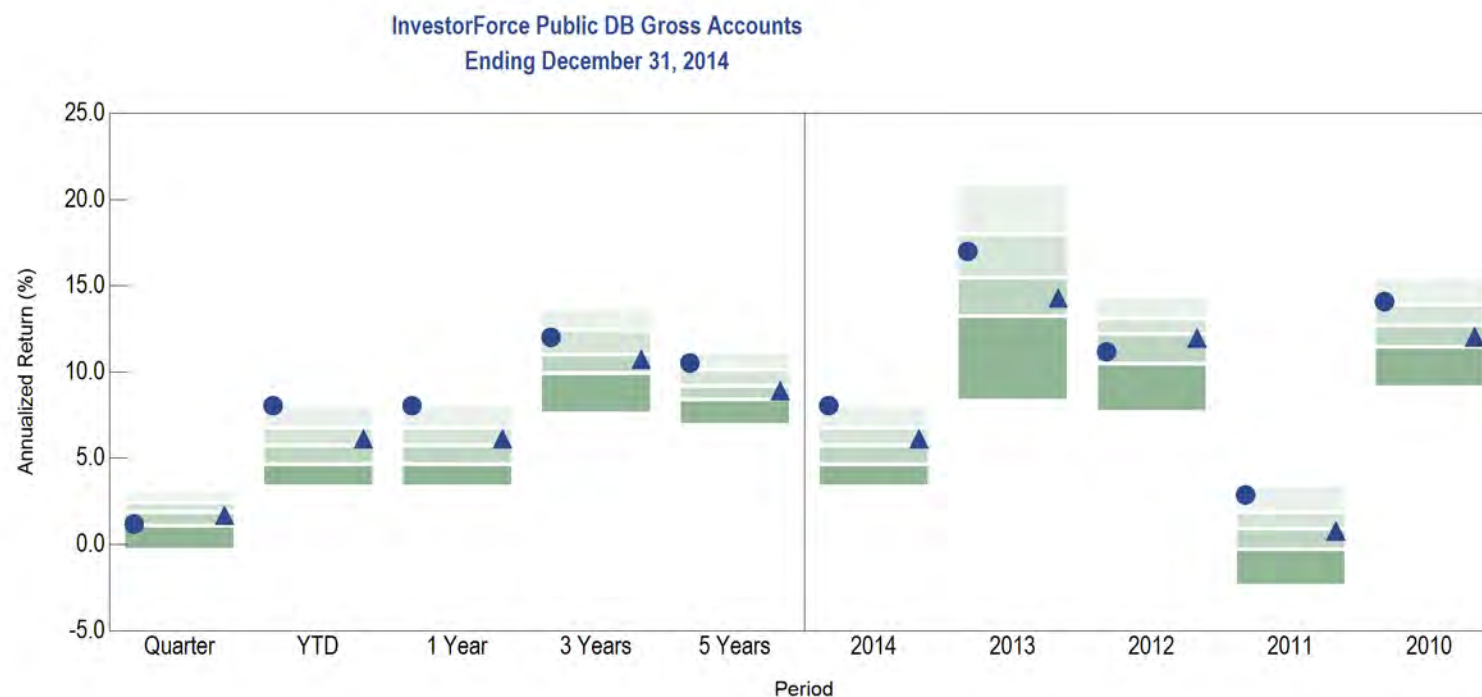


Annualized Return vs. Annualized Standard Deviation
4 Years 3 Months Ending December 31, 2014



State of Delaware Investment Pool

As of December 31, 2014



	Return (Rank)									
5th Percentile	3.0	8.0	8.0	13.6	11.1	8.0	20.8	14.3	3.4	15.5
25th Percentile	2.4	6.8	6.8	12.5	10.1	6.8	18.0	13.1	1.9	13.9
Median	1.9	5.8	5.8	11.0	9.2	5.8	15.5	12.2	0.9	12.8
75th Percentile	1.1	4.7	4.7	9.9	8.4	4.7	13.3	10.5	-0.3	11.5
95th Percentile	-0.3	3.4	3.4	7.6	7.0	3.4	8.4	7.7	-2.4	9.2
# of Portfolios	215	206	206	194	169	206	212	192	162	154
● State of Delaware Investment Pool	1.2 (75)	8.0 (6)	8.0 (6)	12.0 (33)	10.5 (13)	8.0 (6)	17.0 (36)	11.2 (70)	2.9 (8)	14.1 (22)
▲ Balanced Pooled Fund Policy Index	1.7 (60)	6.1 (39)	6.1 (39)	10.7 (56)	8.9 (59)	6.1 (39)	14.3 (64)	12.0 (54)	0.8 (58)	12.0 (67)

Policy Index: 38% Russell 3000 / 20% MSCI ACWI ex US / 38.5% Barclays U.S. Universal / 1.5% Barclays US TIPs / 2% ML 90 Day Tbill

Returns shown are gross of fees. All returns over one year are annualized.



Investment Hierarchy

Trust : Delaware Retirement System

Reference Date : 12/31/14

Asset Class : Total Fund Gross of Fees

January 16, 2015

Current View : Investment Hierarchy

Group/Account	12/31/14 Market Value	% of Total	% Rate of Return				
			1 Mo.	3 Mos.	YTD	1 Yr.	3 Yrs.
Delaware Retirement System	9,151,455,254	100.00%	-0.75	1.18	7.95	7.95	11.92
<i>Delaware Benchmark</i>			-0.81	1.70	6.14	6.14	10.75
DPERS w/o Vol. Firemen Fund	9,134,837,642	99.82%	-0.75	1.18	7.96	7.96	11.93
Total Equity	4,799,137,795	52.44%	-1.17	1.13	6.93	6.93	16.03
Total Fixed Income	2,043,735,880	22.33%	-0.60	0.63	5.22	5.22	4.88
<i>BC U.S. Aggregate</i>			0.09	1.79	5.97	5.97	2.66
Private Equity/Venture Cap.	1,416,583,662	15.48%	-0.02	2.70	18.34	18.34	13.66
<i>90 Day T-Bill + 4%</i>			0.33	0.99	4.03	4.03	4.06
Hedge Funds	514,323,793	5.62%	0.06	0.33	9.37	9.37	11.78
<i>HFRI Fund of Funds Composite</i>			0.15	0.78	3.19	3.19	5.61
Cash	361,056,512	3.95%	0.00	0.01	0.04	0.04	0.13
Volunteer Firemen Fund	16,617,612	0.18%	-0.71	1.86	6.00	6.00	10.51
3-8380 Volunteer Fire	652,782	0.01%	0.00	0.01	0.04	0.04	0.08
Mellon EB DV	6,546,174	0.07%	0.08	1.78	--	--	--
Vanguard Total Bond Market	2,722	0.00%	--	--	--	--	--
Vanguard Total Intl Index Fd	3,073,233	0.03%	-3.65	-4.19	-4.15	-4.15	9.33
Vanguard Total Stock Market	6,342,701	0.07%	-0.14	5.09	12.53	12.53	20.54

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OPEB



SUSSEX OPEB 2014 ACCOMPLISHMENTS

- Implemented Peirce Park Group model portfolio
 - Eliminated Vanguard Russell 1000 Index fund, Vanguard Mid Cap Index fund, Ridgeworth Small Cap Value, and Dodge & Cox Global
- Amended Investment Policy Statement
 - Increased domestic equity target from 48% to 51%
 - Increased international target from 12% to 14%
 - Decreased bonds target from 40% to 34%
 - Increased cash target from 0% to 1%



OBSERVATIONS FOR SUSSEX COUNTY OPEB

- December 31, 2014 market value: \$30.3 million
- 4th quarter gain: +\$802,000 4th quarter return: 2.8% (gross)
- 2014 gain: +\$1.8 million (net) 2014 return: 6.3% (gross)
- 65% Equity target implemented
- Strong peer group and benchmark performance
- Watch List:
 - Target- Structure
 - Thornburg- Organization



LOOKING AHEAD FOR SUSSEX COUNTY OPEB

- Target- Look for replacement
- Thornburg- Continue to monitor
- GASB exposure draft

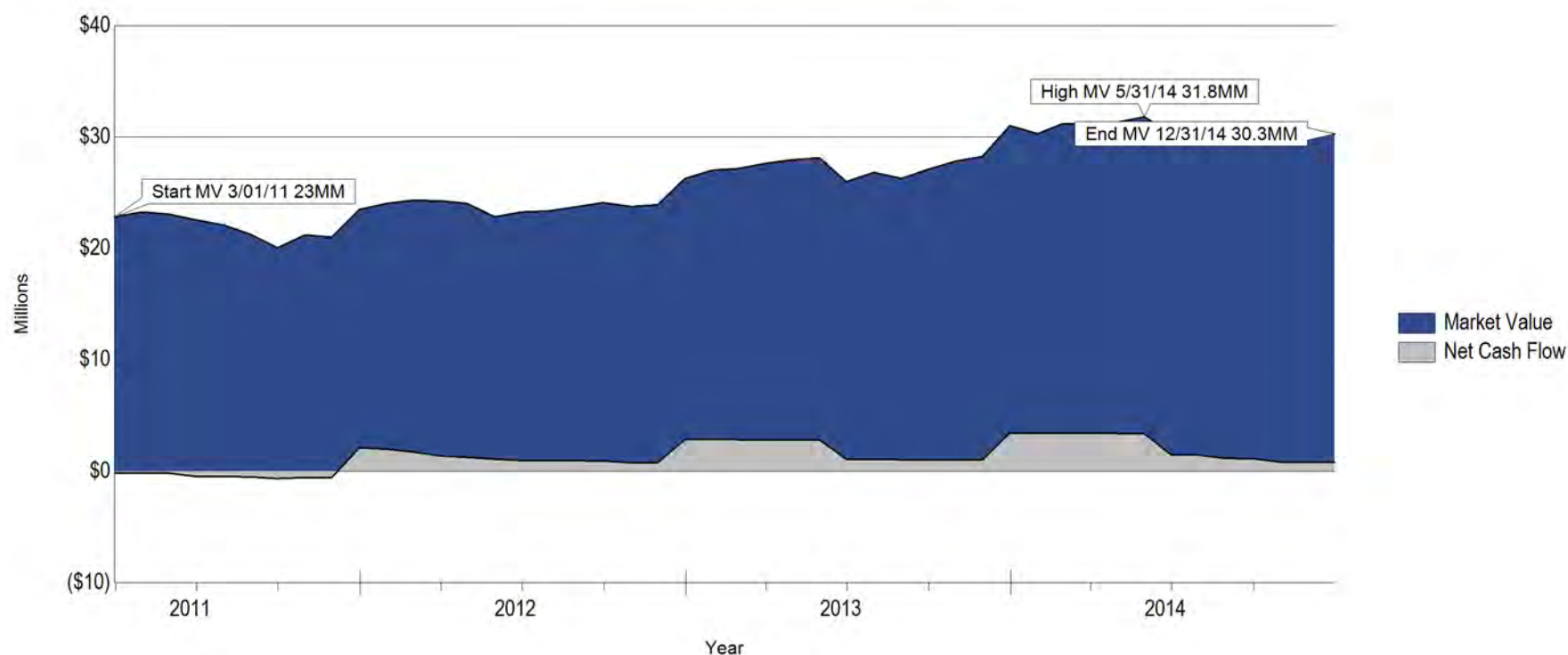


Summary of Cash Flows

As of December 31, 2014

	Fourth Quarter	One Year	Three Years	Inception 3/1/11
Beginning Market Value	\$29,814,549.5	\$31,028,917.7	\$23,502,150.8	\$22,982,101.7
Net Additions/Withdrawals	-\$326,136.0	-\$2,558,288.9	-\$1,023,594.6	\$1,071,488.3
Investment Earnings	\$802,234.1	\$1,820,018.8	\$7,812,091.4	\$6,237,057.6
Ending Market Value	\$30,290,647.6	\$30,290,647.6	\$30,290,647.6	\$30,290,647.6
Time Weighted Return	2.8%	6.3%	10.4%	6.4%

Market Value History
3 Years 10 Months Ending December 31, 2014



As of December 31, 2014

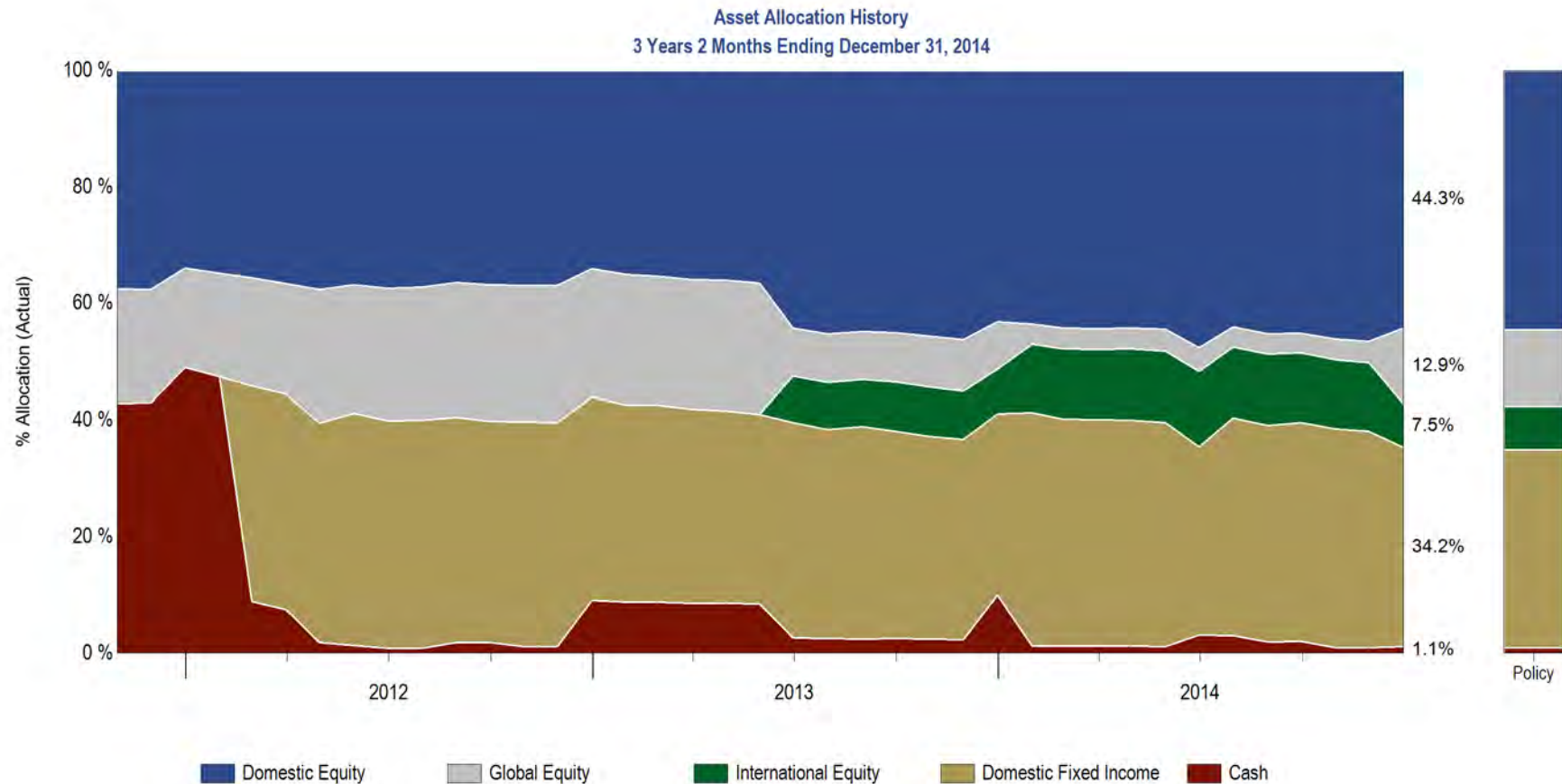
Quarter Ending December 31, 2014

	Beginning Market Value	Net Cash Flow	Net Investment Change	Ending Market Value
American Funds Washington Mutual	\$1,837,691	-\$1,920,752	\$83,061	\$0
Vanguard Institutional Index	\$5,358,081	\$4,975,000	\$212,689	\$10,545,770
Vanguard Dividend Growth	\$1,526,315	-\$1,624,915	\$98,600	\$0
T. Rowe Price Inst'l Large Cap Core Growth	\$1,533,516	-\$1,610,252	\$76,737	\$0
Vanguard Mid Cap Value	\$879,293	\$1,025,000	\$50,717	\$1,955,010
Eaton Vance Atlanta Capital SMID	\$1,456,093	-\$1,585,783	\$129,690	\$0
Target Small Capitalization Value	\$856,776	\$0	\$62,120	\$918,896
Thornburg Global Opportunities	\$1,029,368	\$885,000	\$62,588	\$1,976,956
American Funds Int'l Growth & Income	\$1,594,499	\$740,000	-\$65,985	\$2,268,514
MFS International Value	\$1,052,149	-\$1,059,753	\$7,604	\$0
Harding Loevner International Equity	\$890,521	-\$882,441	-\$8,080	\$0
MFS Low Volatility Global Equity	--	\$1,945,000	-\$10,153	\$1,934,847
Wilmington Trust Fixed Income	\$11,209,960	-\$965,000	\$102,589	\$10,347,549
Wilmington Trust Short Term	\$0	\$0	\$0	\$0
Operating Account	\$577,660	-\$319,063	\$56	\$258,653
Mutual Fund Cash	\$12,628	\$71,823	\$2	\$84,453
Total	\$29,814,550	-\$326,136	\$802,234	\$30,290,648

Asset Allocation vs. Target

As of December 31, 2014

	Current	Policy	Policy Range	Within Range
Domestic Equity	44.3%	44.5%	39.5% - 49.5%	Yes
Global Equity	12.9%	13.0%	8.0% - 18.0%	Yes
International Equity	7.5%	7.5%	2.5% - 12.5%	Yes
Domestic Fixed Income	34.2%	34.0%	29.0% - 39.0%	Yes
Cash	1.1%	1.0%	0.0% - 5.0%	Yes
Total	100.0%	100.0%		

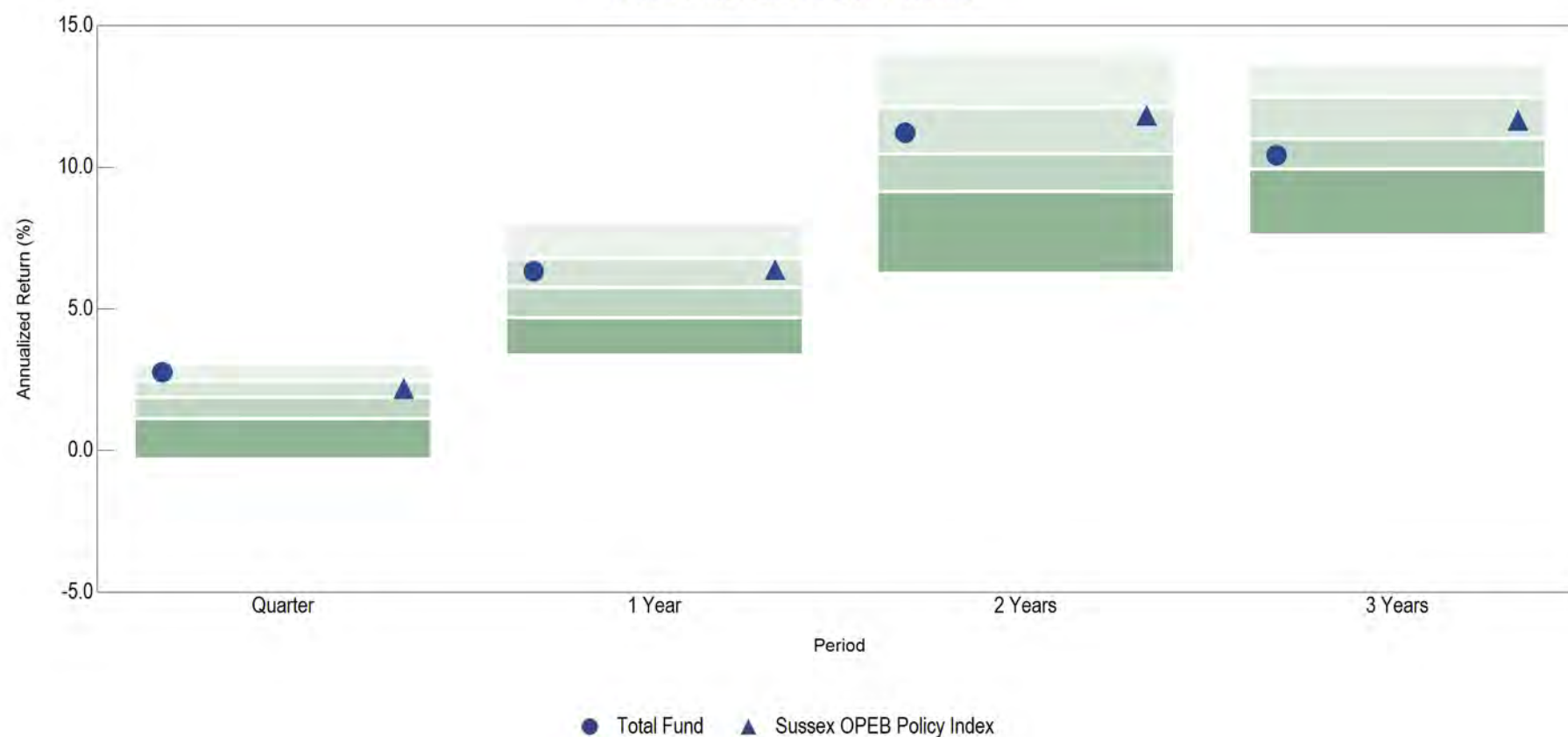


Total Plan Performance

As of December 31, 2014

	2014 Q4	Rank	1 Yr	Rank	2 Yrs	Rank	3 Yrs	Rank	Return	Since
Total Fund	2.8%	13	6.3%	35	11.2%	38	10.4%	65	6.4%	Mar-11
<i>Sussex OPEB Policy Index</i>	<i>2.2%</i>	<i>36</i>	<i>6.4%</i>	<i>33</i>	<i>11.8%</i>	<i>30</i>	<i>11.7%</i>	<i>39</i>	<i>7.9%</i>	<i>Mar-11</i>

InvestorForce Public DB Gross Accounts



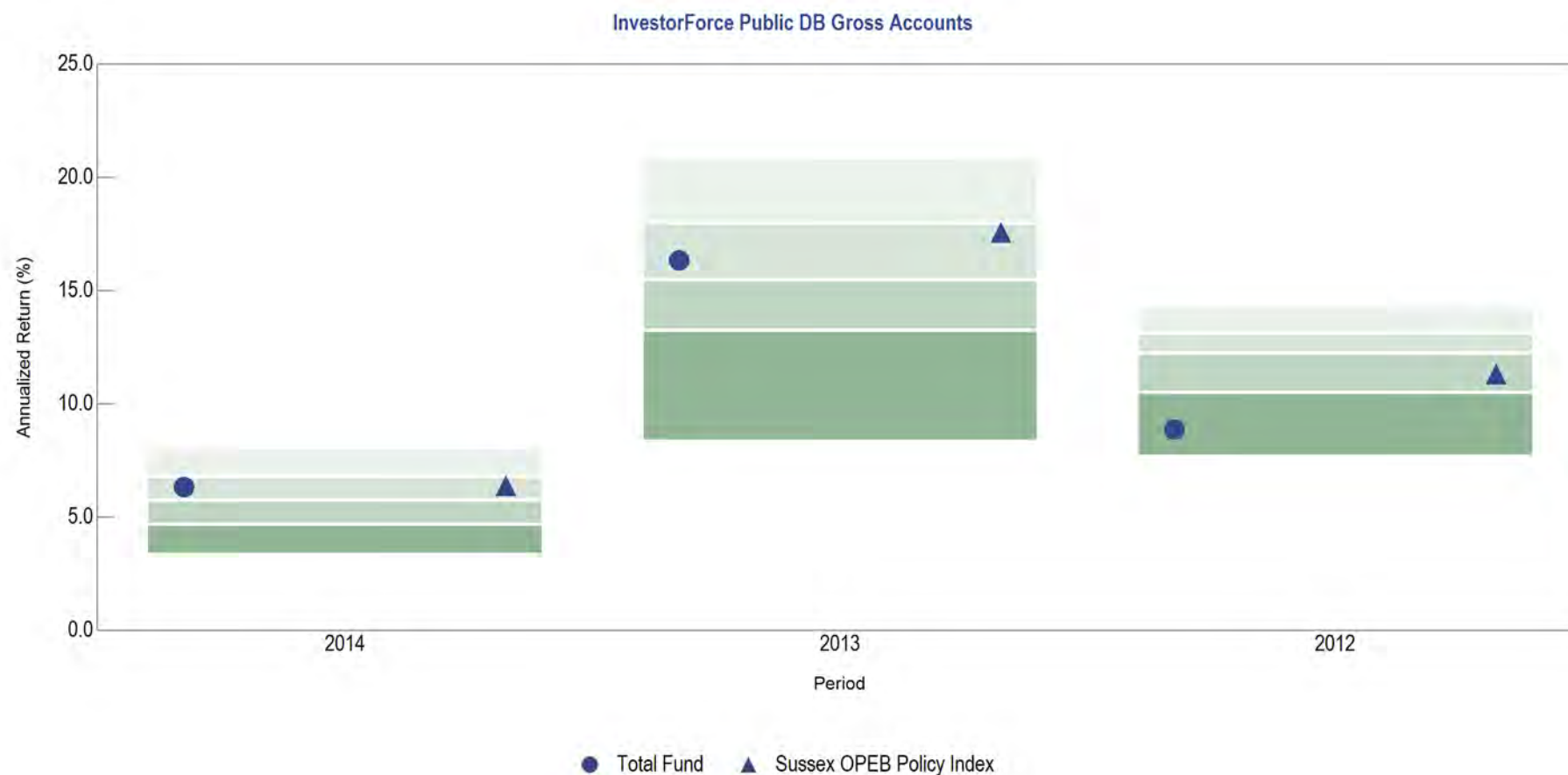
Policy Index (as of 10/1/2014): 46% Russell 3000 / 14% MSCI ACWI ex US (Net) / 39% Barclays Interm. Govt/Credit / 1% ML 90 Day Tbill.

Please note: All returns shown are gross of fees. All returns over one year are annualized.

Total Plan Performance

As of December 31, 2014

	2014	Rank	2013	Rank	2012	Rank	Return	Since
Total Fund	6.3%	35	16.3%	44	8.9%	93	6.4%	Mar-11
<i>Sussex OPEB Policy Index</i>	6.4%	33	17.6%	31	11.3%	69	7.9%	Mar-11

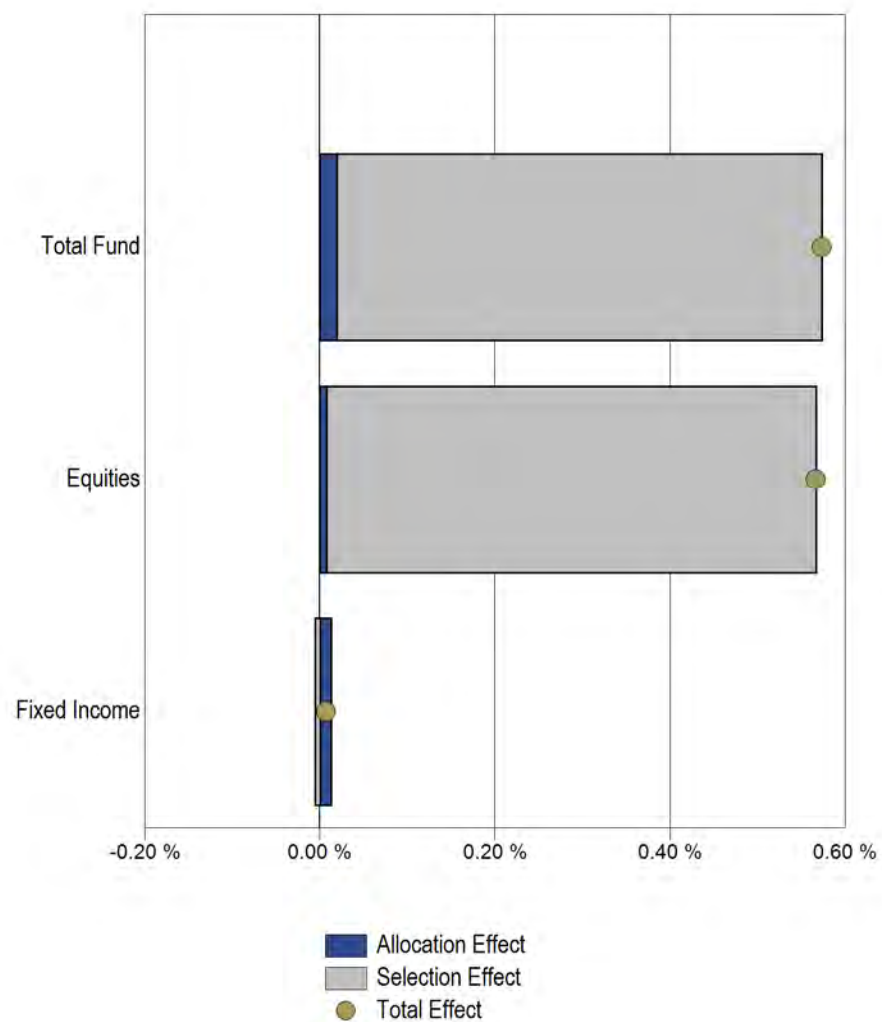


Policy Index (as of 10/1/2014): 46% Russell 3000 / 14% MSCI ACWI ex US (Net) / 39% Barclays Interm. Govt/Credit / 1% ML 90 Day Tbill.

Please note: All returns shown are gross of fees. All returns over one year are annualized.

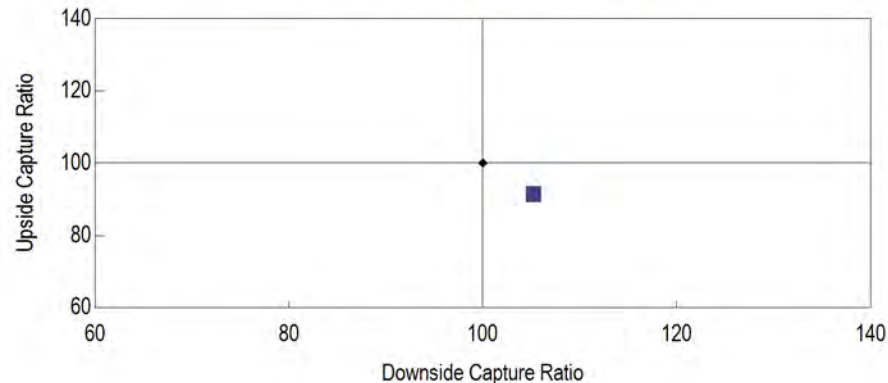
Attribution Analysis

As of December 31, 2014

Attribution Effects
3 Months Ending December 31, 2014

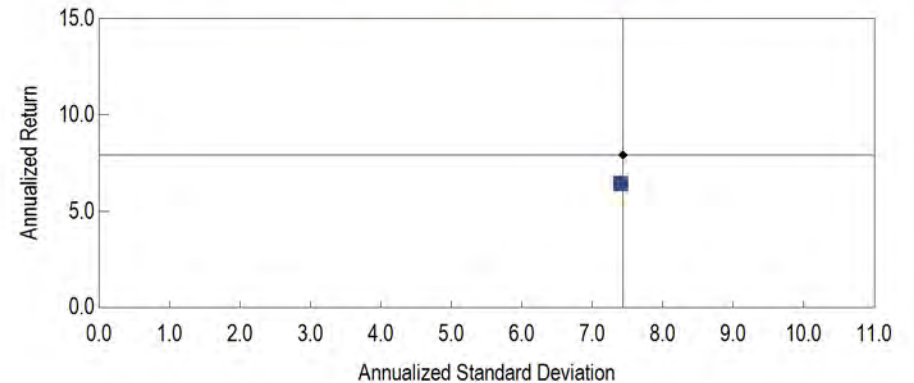
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
3 Years 10 Months Ending December 31, 2014



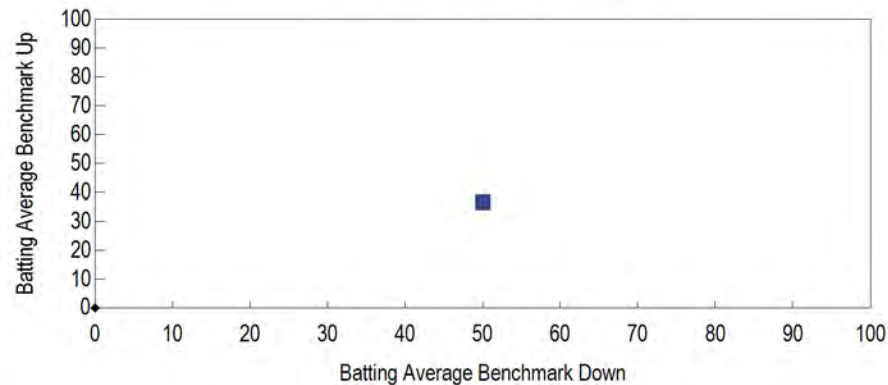
- Total Fund
- ◆ Sussex OPEB Policy Index

Annualized Return vs. Annualized Standard Deviation
3 Years 10 Months Ending December 31, 2014



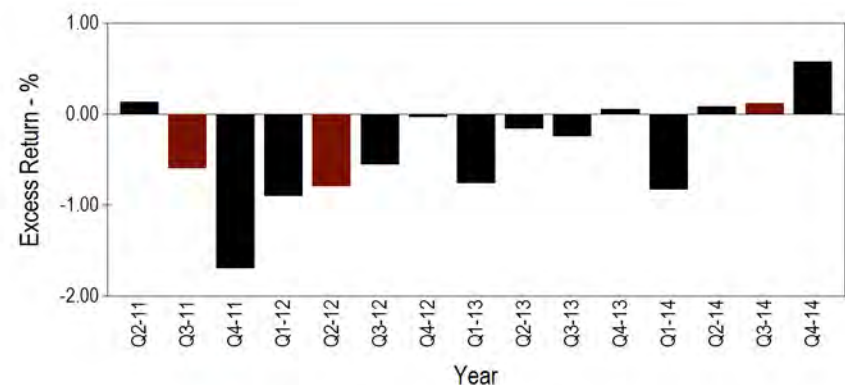
- Total Fund
- ◆ Sussex OPEB Policy Index

Batting Average Benchmark Up vs. Batting Average Benchmark Down
3 Years 10 Months Ending December 31, 2014



- Total Fund
- ◆ Sussex OPEB Policy Index

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

Performance Summary

As of December 31, 2014

	% of Portfolio	Policy %	2014 Q4	Rank	Ending December 31, 2014								Inception	
					YTD	Rank	1 Yr	Rank	3 Yrs	Rank	5 Yrs	Rank	Return	Since
Equities	64.7	60.0												
Vanguard Institutional Index	34.8		4.9	35	13.7	21	13.7	21	20.4	34	15.4	24	13.7	Jan-14
S&P 500			4.9	35	13.7	20	13.7	20	20.4	33	15.5	23	13.7	Jan-14
Vanguard Mid Cap Value	6.5		7.0	18	14.0	12	14.0	12	22.1	19	17.2	13	14.0	Jan-14
Spliced Mid Cap Value Index			7.0	18	14.1	11	14.1	11	22.2	19	17.3	13	14.1	Jan-14
Target Small Capitalization Value	3.0		7.3	44	5.9	35	5.9	35	18.0	60	15.1	51	5.9	Jan-14
Russell 2000 Value			9.4	19	4.2	59	4.2	59	18.3	54	14.3	58	4.2	Jan-14
Thornburg Global Opportunities	6.5		6.3	1	18.9	1	18.9	1	23.2	1	15.0	5	18.9	Jan-14
MSCI ACWI			0.4	61	4.2	40	4.2	40	14.1	58	9.2	68	4.2	Jan-14
American Funds Int'l Growth & Income	7.5		-3.9	59	-2.9	22	-2.9	22	11.1	36	6.7	16	-2.9	Jan-14
MSCI ACWI ex USA			-3.9	59	-3.9	29	-3.9	29	9.0	78	4.4	77	-3.9	Jan-14
MFS Low Volatility Global Equity	6.4		4.2	5	10.0	9	10.0	9	--	--	--	--	--	Dec-14
MSCI ACWI			0.4	61	4.2	40	4.2	40	--	--	--	--	--	Dec-14
Fixed Income	35.3	40.0												
Wilmington Trust Fixed Income	34.2		0.9	--	2.3	--	2.3	--	--	--	--	--	1.2	Mar-12
Barclays Int Govt.			0.9	--	2.5	--	2.5	--	--	--	--	--	1.2	Mar-12
Operating Account	0.9													
Mutual Fund Cash	0.3													

Spliced Mid Cap Index: MSCI US Mid Cap 450 through January 31, 2013; CRSP US Mid Cap Index thereafter.

Returns prior to inception are reported by the mutual funds and are for informational purposes only. They are not the returns realized by the plan.

Please note: All returns shown are net of fees. All returns over one year are annualized.

Fee Schedule

As of December 31, 2014

Account	Fee Schedule	Market Value As of 12/31/2014	% of Portfolio	Estimated Annual Fee (\$)	Estimated Annual Fee (%)
Vanguard Institutional Index	0.04% of Assets	\$10,545,770	34.8%	\$4,218	0.04%
Vanguard Mid Cap Value	0.10% of Assets	\$1,955,010	6.5%	\$1,955	0.10%
Target Small Capitalization Value	0.68% of Assets	\$918,896	3.0%	\$6,248	0.68%
Thornburg Global Opportunities	1.01% of Assets	\$1,976,956	6.5%	\$19,967	1.01%
American Funds Int'l Growth & Income	0.59% of Assets	\$2,268,514	7.5%	\$13,384	0.59%
MFS Low Volatility Global Equity	1.03% of Assets	\$1,934,847	6.4%	\$19,929	1.03%
Wilmington Trust Fixed Income	0.20% of Assets	\$10,347,549	34.2%	\$20,695	0.20%
Wilmington Trust Short Term	No Fee	\$0	0.0%	--	--
Operating Account	No Fee	\$258,653	0.9%	--	--
Mutual Fund Cash	No Fee	\$84,453	0.3%	--	--
Investment Management Fee		\$30,290,648	100.0%	\$86,397	0.29%

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DOMESTIC EQUITY



Sussex County OPEB Trust

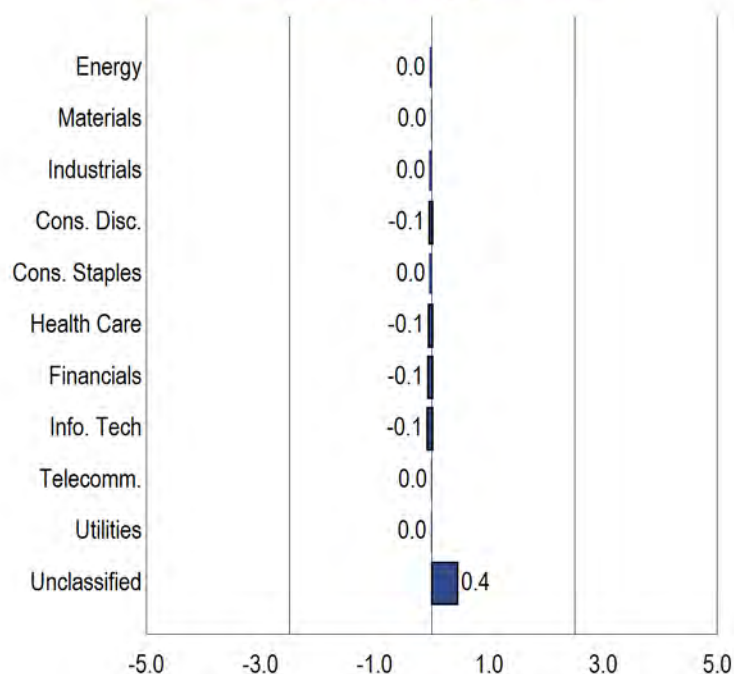
Vanguard Institutional Index

As of December 31, 2014

Manager Summary

- Passively-managed.
- Seeks to track the performance of the S&P 500 Index.
- Invests in large-cap U.S. equities diversified among growth and value styles.
- Fund remains fully invested.

Sector Over/Under Allocation (%) vs S&P 500



Portfolio Information

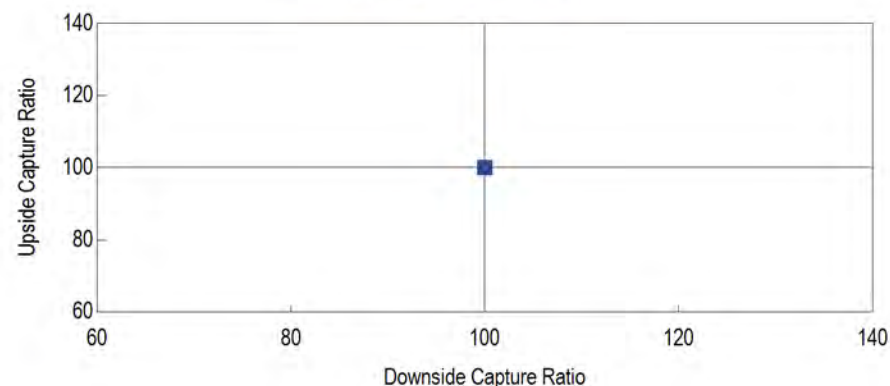
	Portfolio	S&P 500
Number of Holdings	508	502
Weighted Avg. Market Cap. (\$B)	124.97	125.00
Median Market Cap. (\$B)	18.47	18.36
Price To Earnings	22.73	21.49
Price To Book	4.47	4.27
Price To Sales	3.05	2.73
Return on Equity (%)	20.92	19.63
Yield (%)	2.00	1.99
Beta (holdings; domestic)	0.98	0.98

Top Ten Holdings

APPLE	3.5%
EXXON MOBIL	2.1%
MICROSOFT	2.1%
JOHNSON & JOHNSON	1.6%
WELLS FARGO & CO	1.4%
BERKSHIRE HATHAWAY 'B'	1.4%
GENERAL ELECTRIC	1.4%
PROCTER & GAMBLE	1.3%
JP MORGAN CHASE & CO.	1.3%
CHEVRON	1.2%
Total For Top Ten Holdings	17.3%

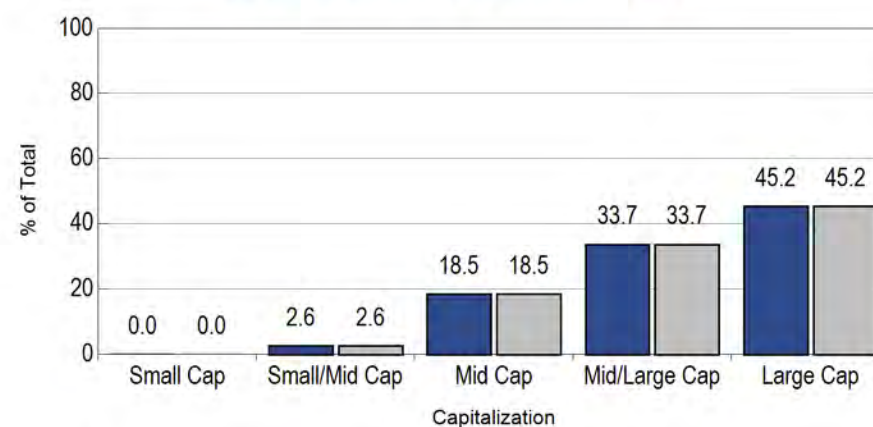
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



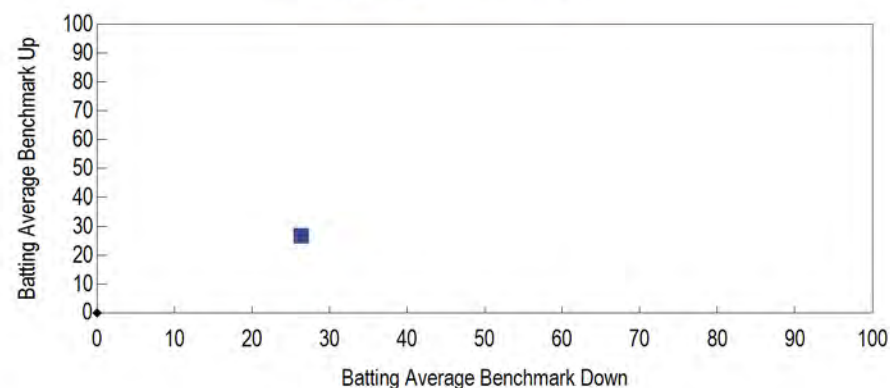
- Vanguard Institutional Index
- ◆ S&P 500

Market Capitalization As Of December 31, 2014



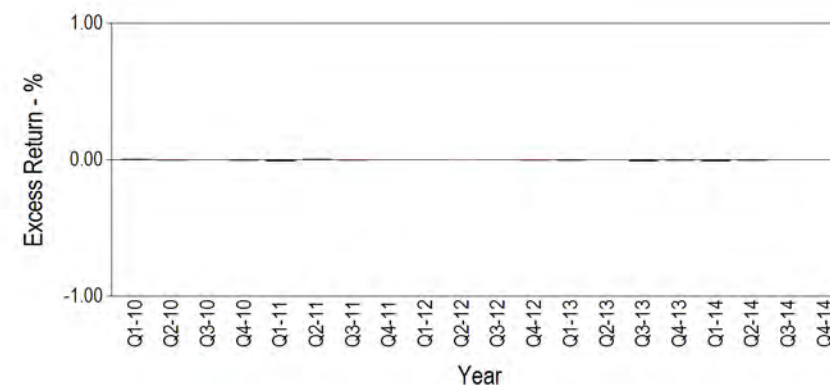
- Vanguard Institutional Index
- S&P 500

Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



- Vanguard Institutional Index
- ◆ S&P 500

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

Sussex County OPEB Trust

Vanguard Mid Cap Value

As of December 31, 2014

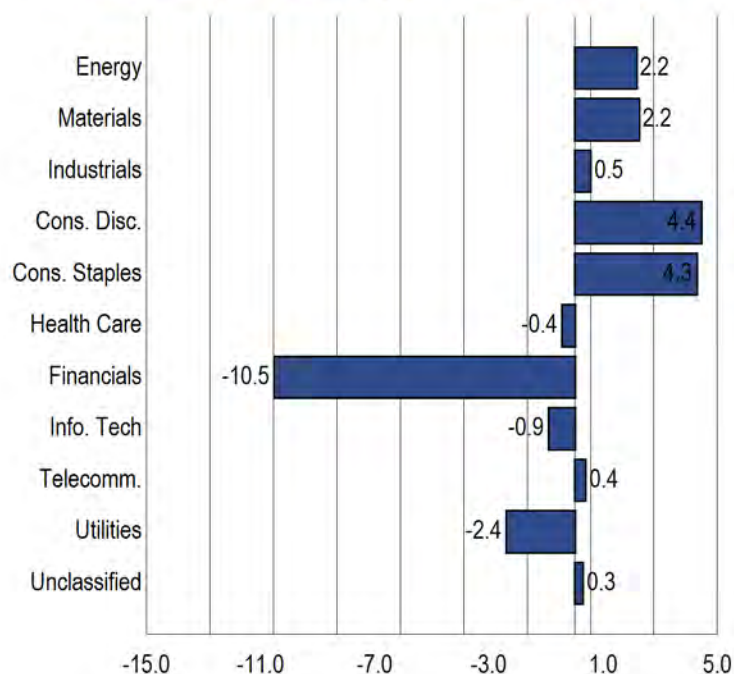
Manager Summary

- Passively-managed.
- Seeks to track the performance of the CRSP US Mid Cap Value Index.
- Invests in value stocks of medium-size U.S. companies.
- Fund remains fully invested.

Portfolio Information

	Portfolio	Russell MidCap Value
Number of Holdings	207	578
Weighted Avg. Market Cap. (\$B)	11.23	11.92
Median Market Cap. (\$B)	8.77	5.62
Price To Earnings	22.00	22.19
Price To Book	3.11	2.31
Price To Sales	1.88	2.50
Return on Equity (%)	16.29	10.97
Yield (%)	2.01	2.04
Beta (holdings; domestic)	1.12	1.10

Sector Over/Under Allocation (%) vs Russell MidCap Value

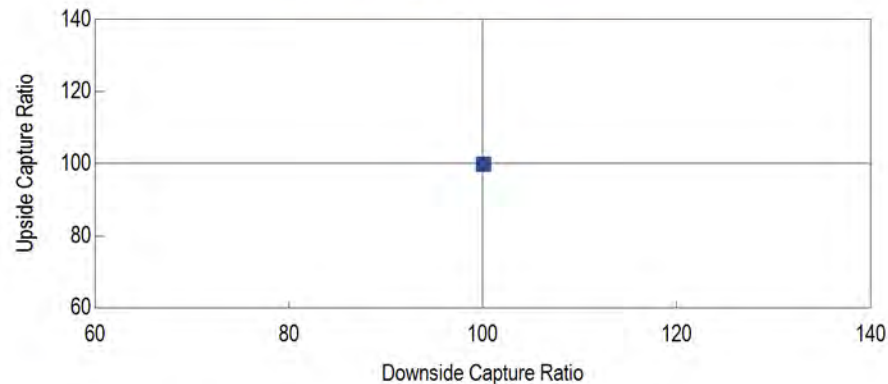


Top Ten Holdings

UNITED CONTINENTAL HDG.	1.5%
DELPHI AUTOMOTIVE	1.3%
MYLAN	1.3%
SEAGATE TECH.	1.2%
AMERISOURCEBERGEN	1.1%
ALCOA	1.1%
HARTFORD FINL.SVS.GP.	1.1%
FIDELITY NAT.INFO.SVS.	1.1%
BOSTON SCIENTIFIC	1.1%
NORTHEAST UTILITIES	1.0%
Total For Top Ten Holdings	11.7%

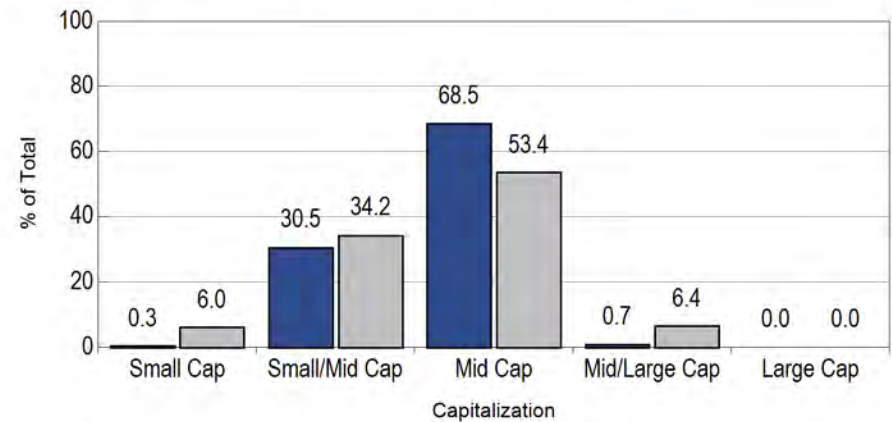
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



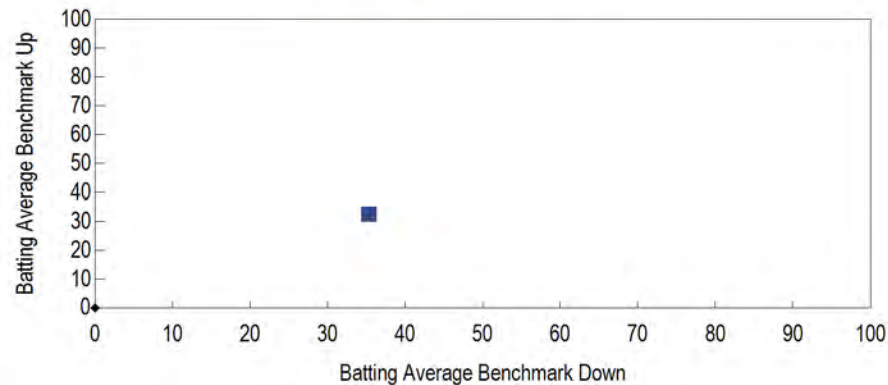
- Vanguard Mid Cap Value
- ◆ Spliced Mid Cap Value Index

Market Capitalization As Of December 31, 2014



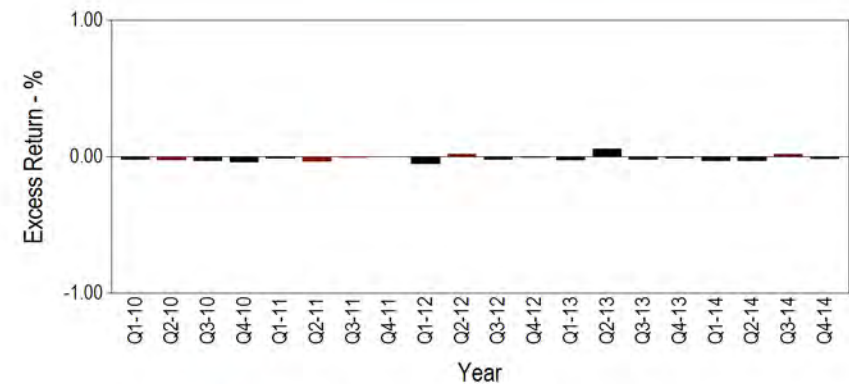
- Vanguard Mid Cap Value
- Russell MidCap Value

Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



- Vanguard Mid Cap Value
- ◆ Spliced Mid Cap Value Index

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

Target Small Capitalization Value

As of December 31, 2014

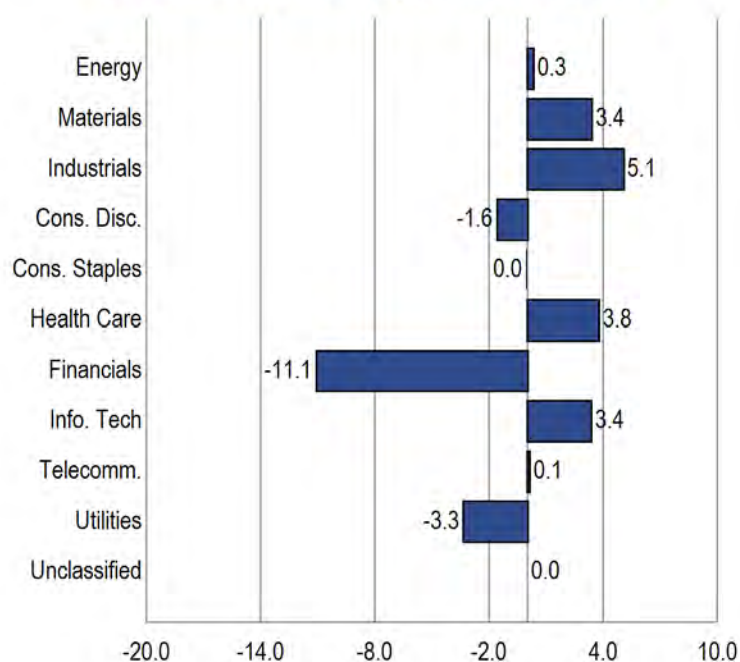
Manager Summary

- Multiple manager approach:
 - Earnest Partners - relative value
 - NFJ Investment Group - deep value with a dividend focus
 - Lee Munder Capital Group - traditional value with a quality bias
 - Vaughn Nelson Investment Mgmt - traditional value with an absolute return focus
 - JPMorgan Asset Management - index structured product
 - Sterling Capital Management - quantitative deep value
- Prudential's Strategic Investment Research Group is the advisor to the Fund.
- Complementary styles seek small capitalization companies that are believed to be undervalued.

Portfolio Information

	Portfolio	Russell 2000 Value
Number of Holdings	766	1,377
Weighted Avg. Market Cap. (\$B)	2.77	1.72
Median Market Cap. (\$B)	1.45	0.63
Price To Earnings	22.51	21.72
Price To Book	2.56	1.82
Price To Sales	2.08	2.40
Return on Equity (%)	13.32	7.61
Yield (%)	1.75	1.70
Beta (holdings; domestic)	1.25	1.29

Sector Over/Under Allocation (%) vs Russell 2000 Value



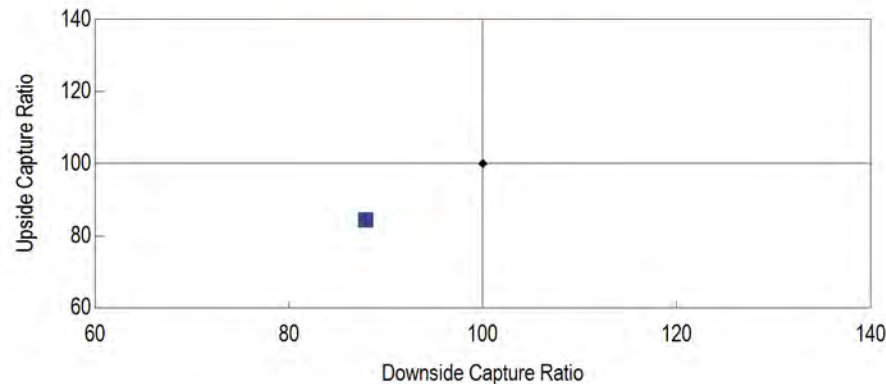
Top Ten Holdings

WEBSTER FINANCIAL	0.9%
AMERICAN EQ.INV.LF.HLDG.	0.9%
FIRSTMERIT	0.8%
AMSURG	0.8%
SILGAN HOLDINGS	0.8%
LITTELFUSE	0.8%
ENERSYS	0.7%
KAR AUCTION SERVICES	0.7%
TELEFLEX	0.7%
HEXCEL	0.7%
Total For Top Ten Holdings	8.0%

Target Small Capitalization Value

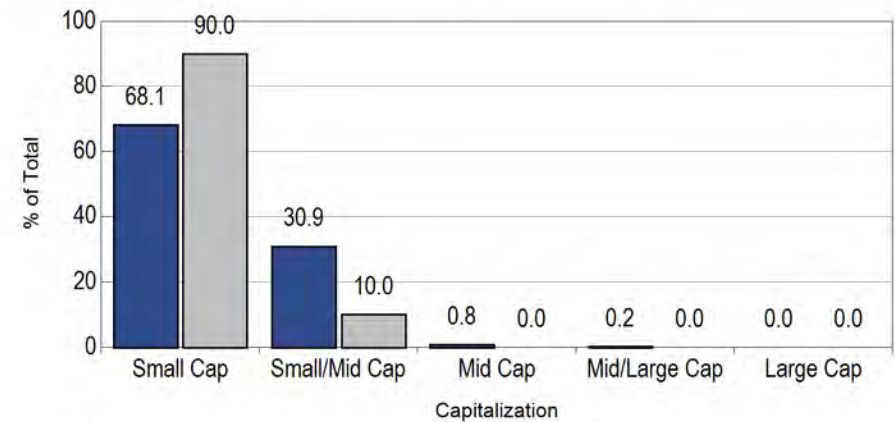
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



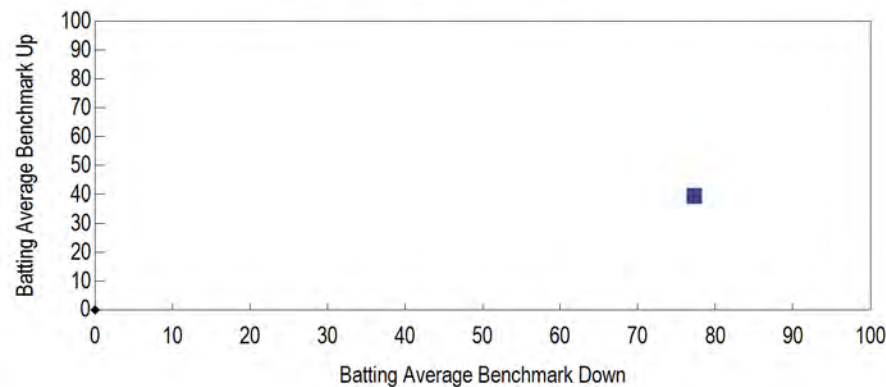
- Target Small Capitalization Value
- ◆ Russell 2000 Value

Market Capitalization As Of December 31, 2014



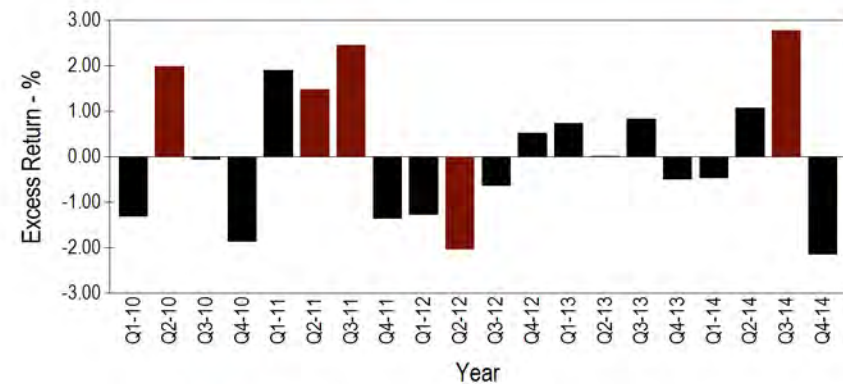
- Target Small Capitalization Value
- Russell 2000 Value

Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



- Target Small Capitalization Value
- ◆ Russell 2000 Value

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

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GLOBAL EQUITY



Sussex County OPEB Trust
Thornburg Global Opportunities

As of December 31, 2014

Manager Summary

- Focus on investing in companies trading at a discount to their intrinsic value.
- Emphasizes good management, strong corporate culture and easy to understand business models.
- Portfolio tends to hold 30-40 stocks and will typically experience higher than average volatility.
- Will invest opportunistically across the globe in small, medium and large companies.

Country Allocation

Versus MSCI ACWI - Quarter Ending December 31, 2014

	Manager Ending Allocation (USD)	Index Ending Allocation (USD)
Top 6 Largest Countries		
United States	42.1%	52.4%
Cash	11.7%	0.0%
Canada	10.9%	3.6%
United Kingdom	7.4%	7.1%
France	6.8%	3.3%
China*	5.0%	2.3%
Total-Top 6 Largest Countries	83.9%	68.5%
Totals		
Developed	79.5%	89.7%
Emerging*	8.8%	10.3%
Cash	11.7%	

Portfolio Information

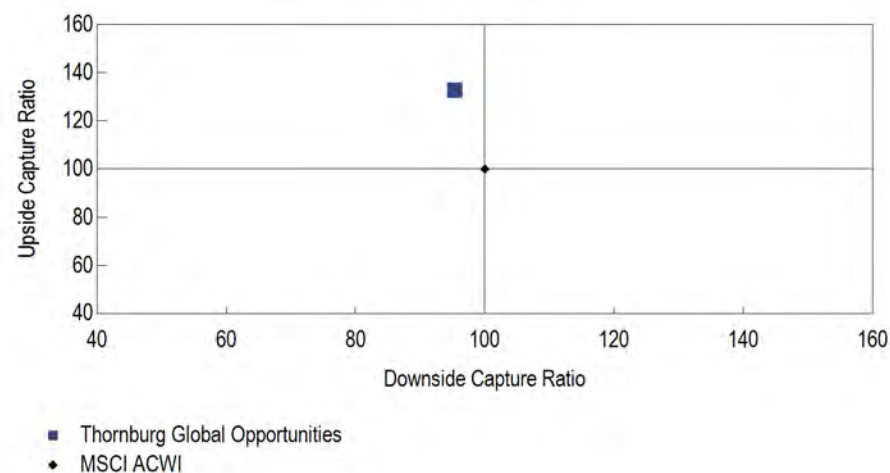
	Portfolio	MSCI ACWI
Number of Holdings	38	2,470
Weighted Avg. Market Cap. (\$B)	48.61	86.45
Median Market Cap. (\$B)	20.82	8.61
Price To Earnings	28.43	20.21
Price To Book	3.33	3.25
Price To Sales	3.06	2.42
Return on Equity (%)	17.29	16.85
Yield (%)	1.08	2.39
Beta (holdings; global)	1.52	1.02

Top Ten Holdings

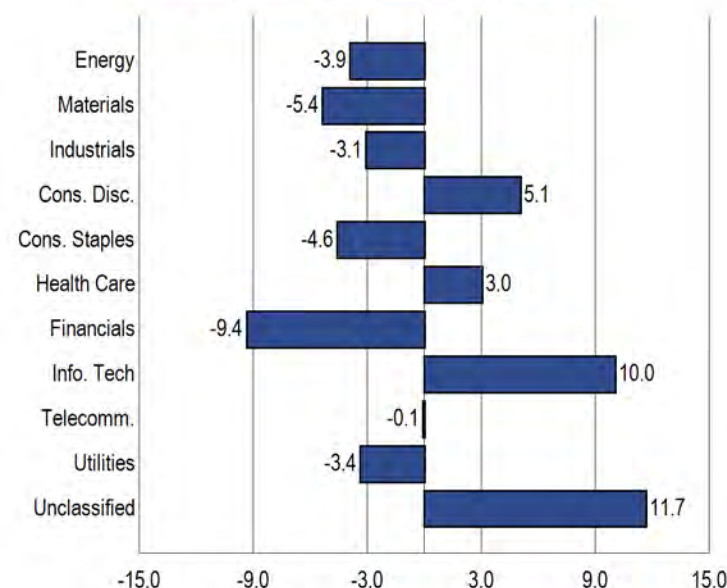
CASH - USD	11.7%
NUMERICABLE SFR	6.8%
VALEANT PHARMS. (NYS) INTL.	5.4%
INTERXION HOLDING	4.4%
CITIGROUP	4.4%
MICRON TECHNOLOGY	3.9%
EXPRESS SCRIPTS HOLDING	3.8%
AMERICAN AIRLINES GROUP	3.7%
LEVEL 3 COMMS.	3.7%
ECHOSTAR	3.6%
Total For Top Ten Holdings	51.3%

As of December 31, 2014

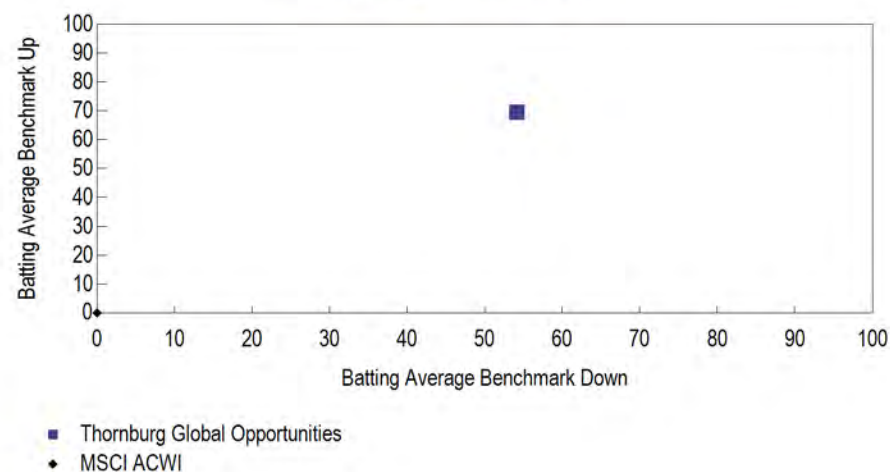
Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



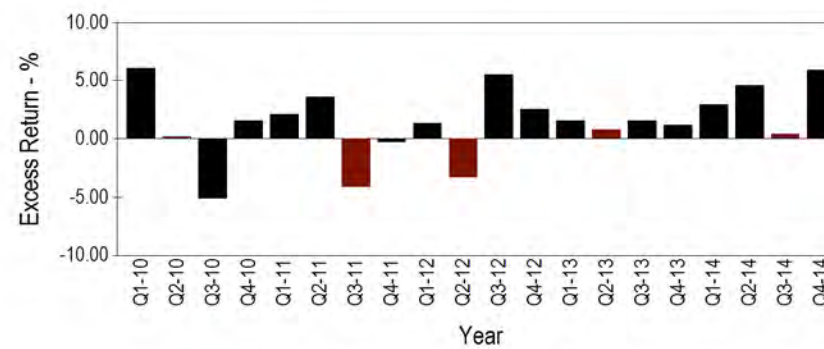
Sector Over/Under Allocation (%) vs MSCI ACWI



Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



Quarterly Excess Performance



■ Quarterly Out/Under Performance, Rising Market
■ Quarterly Out/Under Performance, Falling Market

Sussex County OPEB Trust
MFS Low Volatility Global Equity

As of December 31, 2014

Manager Summary

- Strategy seeks to produce long-term excess market returns with less volatility than the market.
- Investment process combines quantitative inputs and fundamental analysis. Only stocks that exhibit low volatility are considered for further analysis.
- Fundamental inputs include analyst expectations for earnings and valuation. Stocks are then rated buy, hold, or sell.
- Strategy typically holds 80-120 names with a maximum position limit of 4%.

Country Allocation

Versus MSCI ACWI - Quarter Ending December 31, 2014

	Manager Ending Allocation (USD)	Index Ending Allocation (USD)
Top 6 Largest Countries		
United States	44.1%	52.4%
Japan	12.8%	7.2%
Switzerland	6.4%	3.1%
Hong Kong	6.3%	1.1%
United Kingdom	6.0%	7.1%
Taiwan*	4.7%	1.3%
Total-Top 6 Largest Countries	80.3%	72.1%
Totals		
Developed	90.9%	89.7%
Emerging*	9.1%	10.3%

Portfolio Information

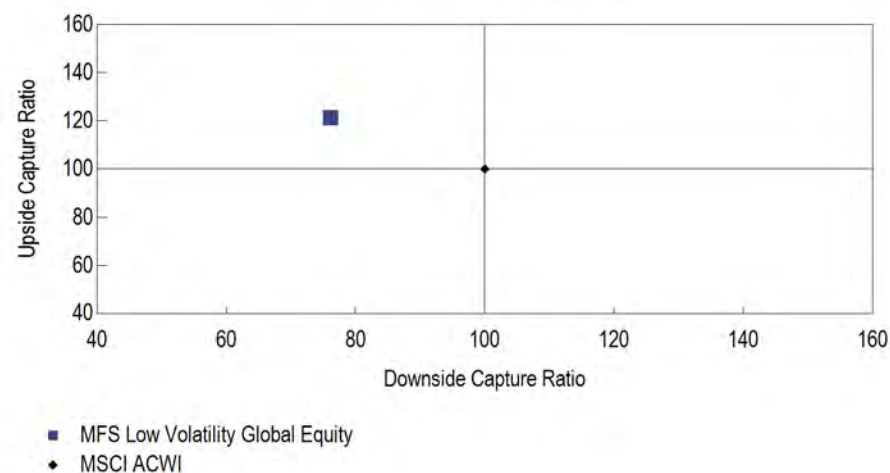
	Portfolio	MSCI ACWI
Number of Holdings	100	2,470
Weighted Avg. Market Cap. (\$B)	63.48	86.45
Median Market Cap. (\$B)	23.98	8.61
Price To Earnings	20.36	20.21
Price To Book	4.13	3.25
Price To Sales	2.80	2.42
Return on Equity (%)	22.04	16.85
Yield (%)	2.63	2.39
Beta (holdings; global)	0.64	1.02

Top Ten Holdings

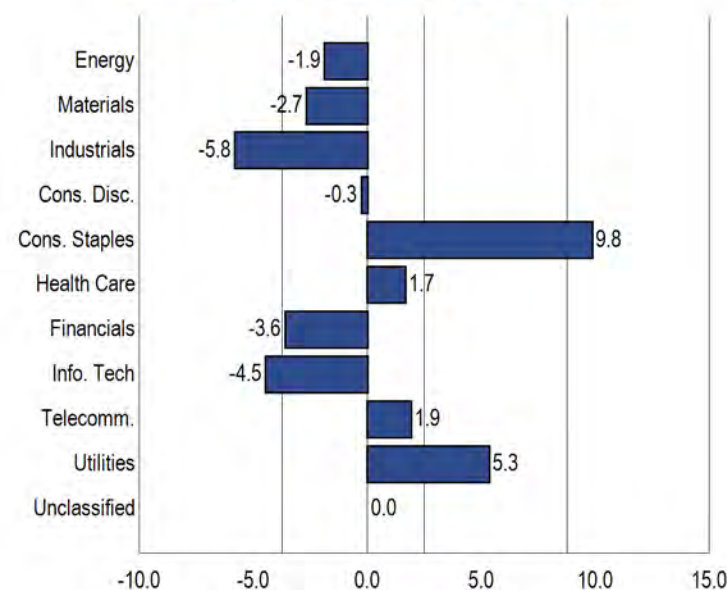
GENERAL MILLS	3.4%
TAIWAN SEMICON.SPN.ADR 1:5	3.4%
DISCOVER FINANCIAL SVS.	3.0%
ROCHE HOLDING	2.6%
CHEUNG KONG INFR.HDG.	2.5%
JOHNSON & JOHNSON	2.3%
EXXON MOBIL	2.3%
ROYAL DUTCH SHELL B	2.0%
SANTEN PHARM.	1.8%
PROCTER & GAMBLE	1.7%
Total For Top Ten Holdings	25.0%

As of December 31, 2014

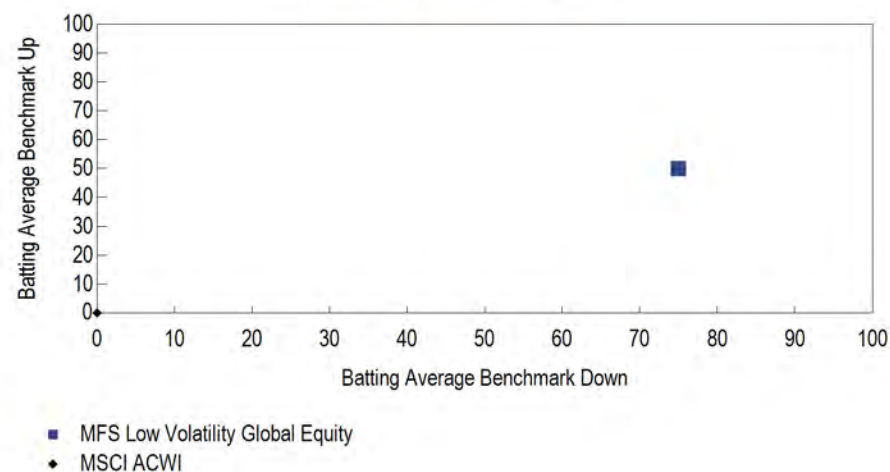
Upside Capture Ratio vs. Downside Capture Ratio
1 Year Ending December 31, 2014



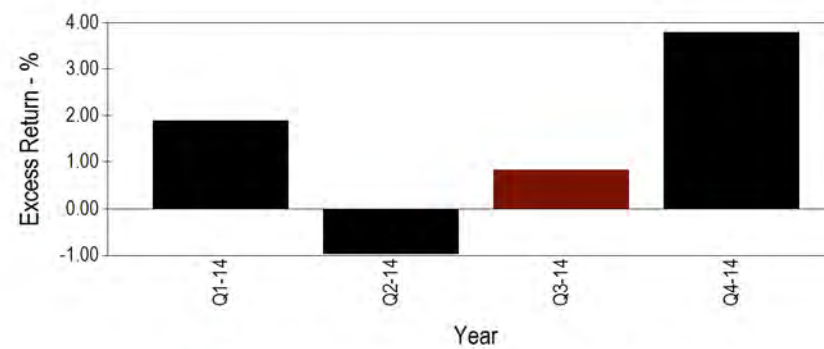
Sector Over/Under Allocation (%) vs MSCI ACWI



Batting Average Benchmark Up vs. Batting Average Benchmark Down
1 Year Ending December 31, 2014



Quarterly Excess Performance



■ Quarterly Out/Under Performance, Rising Market
■ Quarterly Out/Under Performance, Falling Market

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INTERNATIONAL EQUITY



American Funds Int'l Growth & Income

As of December 31, 2014

Manager Summary

- Focuses on investing in established companies that pay dividends.
- Emphasis on companies that may be relatively resilient during economic hardship.
- Multiple portfolio managers provide complementary investment styles of contrarian value, relative value and capital appreciation.
- Strategy tends to have dividend yield higher than the benchmark.

Country Allocation

Versus MSCI ACWI ex USA - Quarter Ending December 31, 2014

	Manager Ending Allocation (USD)	Index Ending Allocation (USD)
Top 6 Largest Countries		
United Kingdom	15.8%	14.9%
United States	13.3%	0.0%
France	11.1%	6.9%
Japan	8.2%	15.0%
Hong Kong	7.9%	2.2%
Switzerland	5.5%	6.6%
Total-Top 6 Largest Countries	61.7%	45.6%
Totals		
Developed	85.0%	78.3%
Emerging*	14.5%	21.7%
Other	0.5%	

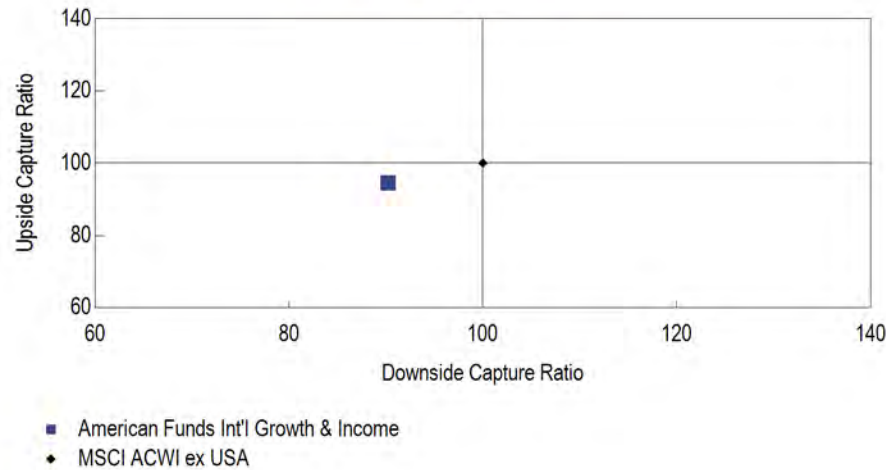
Portfolio Information

	Portfolio	MSCI ACWI ex USA
Number of Holdings	194	1,839
Weighted Avg. Market Cap. (\$B)	48.06	51.20
Median Market Cap. (\$B)	19.98	6.73
Price To Earnings	21.03	18.45
Price To Book	3.11	2.48
Price To Sales	2.46	2.04
Return on Equity (%)	16.69	14.86
Yield (%)	3.20	2.89
Beta (holdings; global)	1.04	0.94

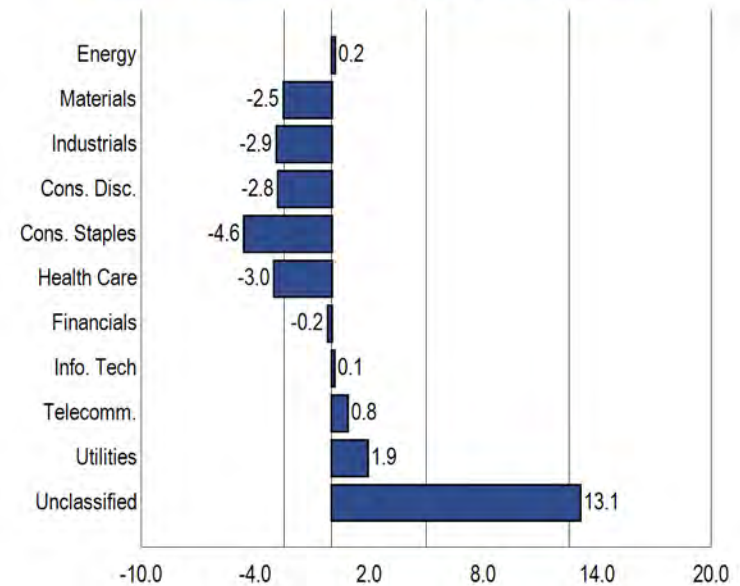
Top Ten Holdings

AXA	2.5%
TAIWAN SEMICON.MNFG.	2.5%
NOVARTIS 'R'	2.4%
EDP ENERGIAS DE PORTUGAL	2.1%
ORANGE	1.9%
SUN HUNG KAI PROPERTIES	1.8%
ROYAL DUTCH SHELL B	1.7%
BRITISH AMERICAN TOBACCO	1.6%
POWER ASSETS HOLDINGS	1.6%
ENBRIDGE	1.5%
Total For Top Ten Holdings	19.7%

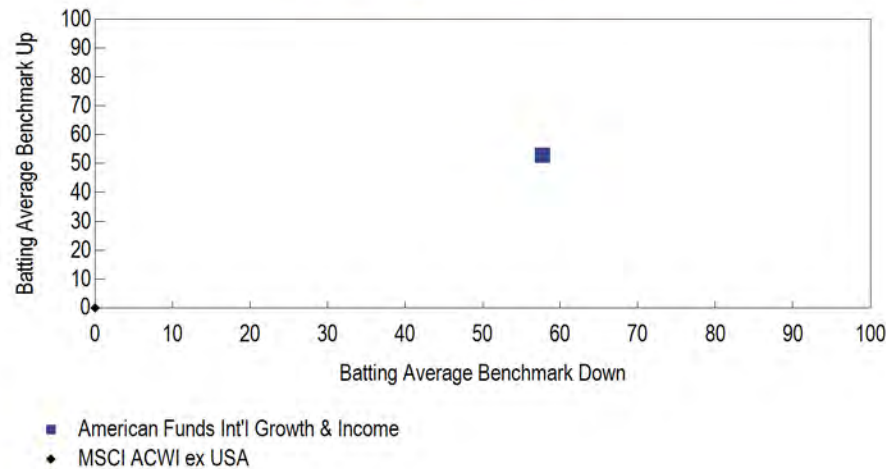
Upside Capture Ratio vs. Downside Capture Ratio
5 Years Ending December 31, 2014



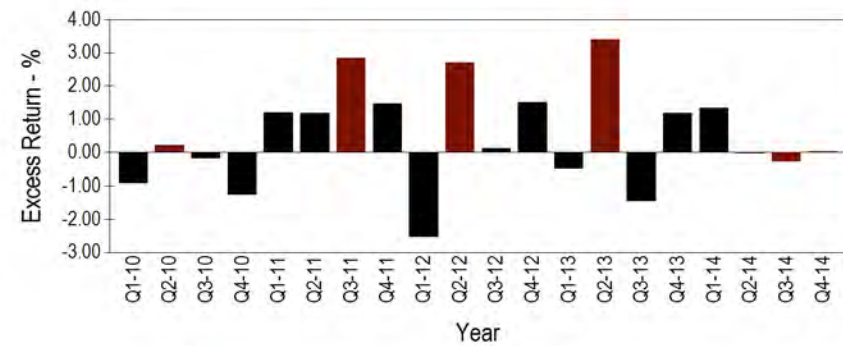
Sector Over/Under Allocation (%) vs MSCI ACWI ex USA



Batting Average Benchmark Up vs. Batting Average Benchmark Down
5 Years Ending December 31, 2014



Quarterly Excess Performance



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FIXED INCOME



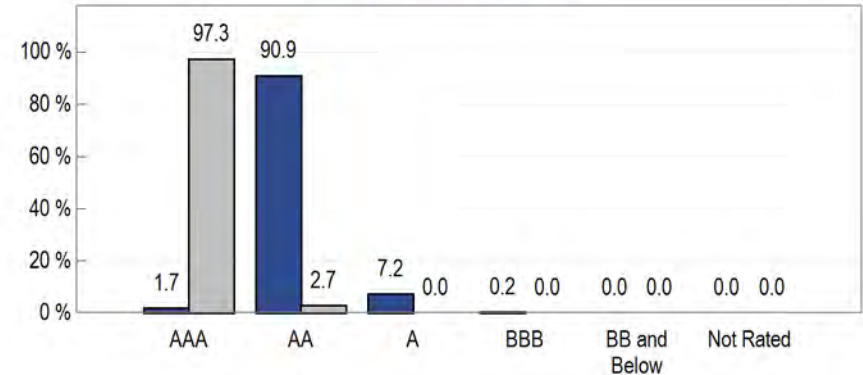
Wilmington Trust Fixed Income

As of December 31, 2014

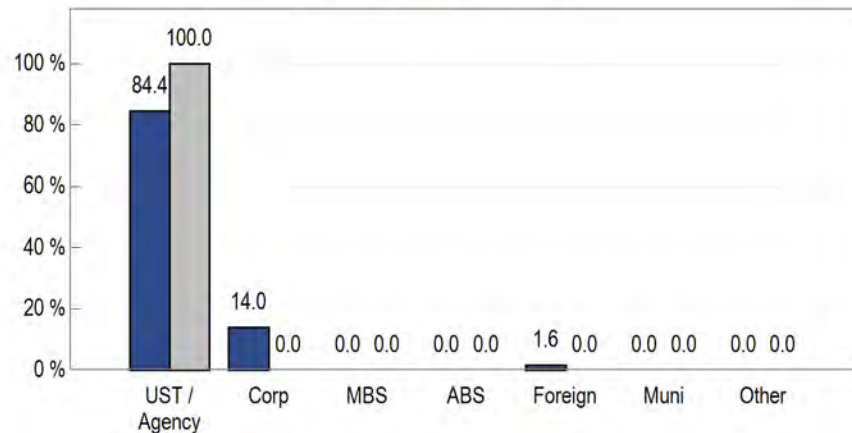
Manager Summary

- Strategy focuses equally on duration management, sector selection and yield curve exposure.
- Assess overall market environment and position portfolio to benefit from realistic expectations.
- Will actively trade, including analysis of technical factors, price momentum, interest rate outlook and yield curve movement.

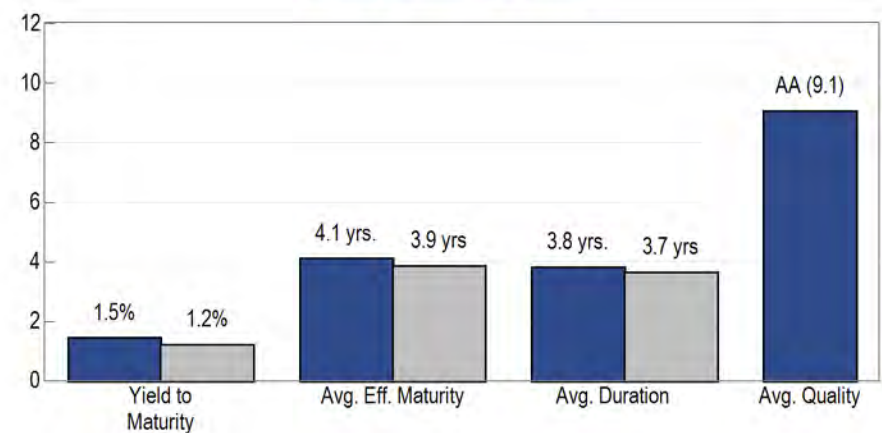
Quality Ratings
Wilmington Trust Fixed Income



Sectors
Wilmington Trust Fixed Income



Characteristics
Wilmington Trust Fixed Income

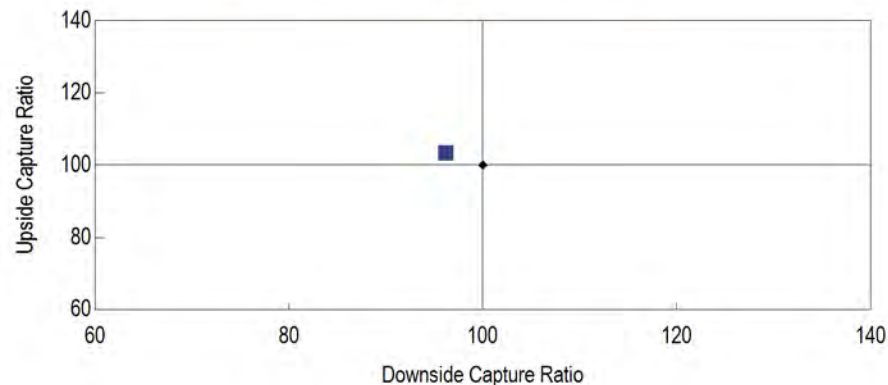


Wilmington Trust Fixed Income Barclays Int Govt.

Actual holdings use S&P rankings whereas the Barclays Index uses the median of the three ratings agencies.

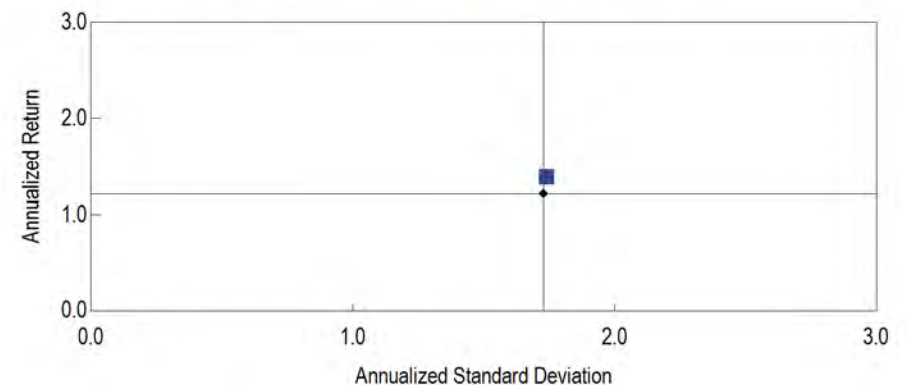
As of December 31, 2014

Upside Capture Ratio vs. Downside Capture Ratio
2 Years 9 Months Ending December 31, 2014



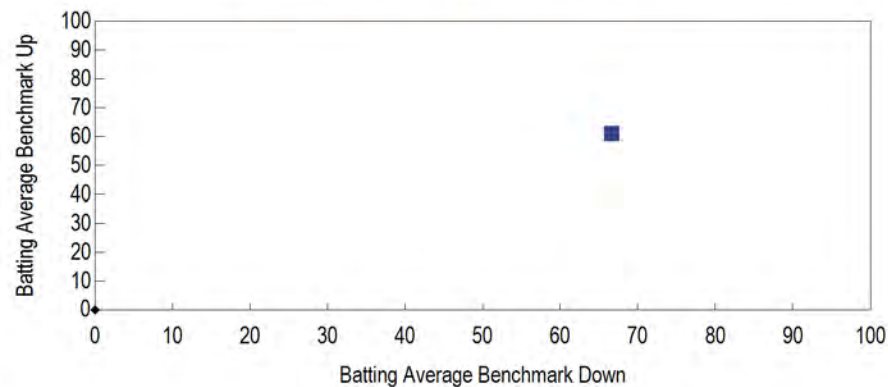
- Wilmington Trust Fixed Income
- ◆ Barclays Int Govt.

Annualized Return vs. Annualized Standard Deviation
2 Years 9 Months Ending December 31, 2014



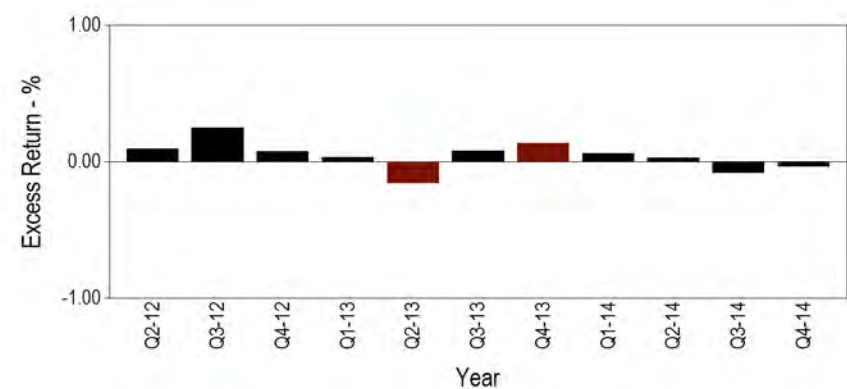
- Wilmington Trust Fixed Income
- ◆ Barclays Int Govt.

Batting Average Benchmark Up vs. Batting Average Benchmark Down
2 Years 9 Months Ending December 31, 2014



- Wilmington Trust Fixed Income
- ◆ Barclays Int Govt.

Quarterly Excess Performance



- Quarterly Out/Under Performance, Rising Market
- Quarterly Out/Under Performance, Falling Market

SUSSEX COUNTY AIRPORT GEORGETOWN, DELAWARE

Contract Title
Extend Runway 4-22
Package 2

Change Order No.
3

Date
March 19, 2015

Contractor
George & Lynch, Inc.

Sussex County Project No.
12-07

IT IS HEREBY AGREED that the contract documents contained in a certain contract between **SUSSEX COUNTY, DELAWARE**, of the one part and **GEORGE & LYNCH, INC.**, of the other part, covering work and labor to be done and materials to be supplied in connection with the above project be modified, changed and amended as described below. All other terms and conditions of the Contract Requirements, the Specifications and all other Contract documents, are to apply and remain in effect.

Summary

AIP Project No.: 3-10-0007-029-2013

Original Contract Amount:	\$4,457,947.00	Original Contract Time:	100 Calendar Days
Change Order No. 1:	(\$ 38,020.37)	Time Extension (C.O. 1):	31 Calendar Days
Change Order No. 2:	(\$ 179,590.00)	Time Extension (C.O. 2):	0 Calendar Days

Revised Contract Amount:	\$4,240,336.63	Revised Contract Time:	131 Calendar Days
Value this Change Order: (\$	29,874.34)	Time Extension this C.O.:	0 Calendar Days

Revised Contract Amount:	\$4,210,462.29	Total Contract Time:	131 Calendar Days
--------------------------	----------------	----------------------	-------------------

Changes Declared

See Attached

Justification Statements

See Attached


References

Urban Engineers, Inc., Summary Spreadsheet (Change Order No. 3)
Justification Statements
George & Lynch, Inc., Invoices

APPROVALS


Urban Engineers, Inc.
Date: 03/25/15

FAA
Date: _____


Contractor
Date: 3/25/15

Sussex County Engineer
Date: _____

Item	Description	Approx. Bid Quantity	Unit	Unit Price	Bid Total Value	Quantity C.O. 2	Revised Unit Price	Total Amount w/C.O. 2	Quantity C.O. 3	Total Amount C.O. 3	Difference
Part A: Quantity Adjustments											
1	Erosion and Sedimentation Controls	1	LS	\$24,100.00	\$24,100.00	1.0	N/A	\$24,100.00	1.0	\$24,100.00	\$0.00
2	Bituminous Surface Course	15,000	Ton	\$102.15	\$1,532,250.00	14,639.29	N/A	\$1,495,403.47	14,639.29	\$1,495,403.47	\$0.00
3	Stabilization Fabric	2,000	SY	\$3.00	\$6,000.00	985.0	N/A	\$2,955.00	985.0	\$2,955.00	\$0.00
4	Runway Painting - Temporary	58,500	SF	\$0.43	\$25,155.00	58,276.0	N/A	\$25,058.68	58,276.0	\$25,058.68	\$0.00
5	Runway Painting - Permanent	64,000	SF	\$0.43	\$27,520.00	60,268.0	N/A	\$25,915.24	60,268.0	\$25,915.24	\$0.00
6	Painting Removal	1,200	SF	\$5.38	\$6,456.00	1,229.0	N/A	\$6,612.02	1,229.0	\$6,612.02	\$0.00
7	Saw-Cut Grooves	63,900	SY	\$0.72	\$46,008.00	60,856.0	N/A	\$43,816.32	60,856.0	\$43,816.32	\$0.00
8	Borrow, Type C	50	CY	\$35.00	\$1,750.00	0.0	N/A	\$0.00	0.0	\$0.00	\$0.00
9	Concrete, 4000psi	10	CY	\$150.00	\$1,500.00	0.0	N/A	\$0.00	0.0	\$0.00	\$0.00
10	Temporary Lighting Circuits	1	LS	\$29,500.00	\$29,500.00	1.0	N/A	\$29,500.00	1.0	\$29,500.00	\$0.00
11	Removal of Electrical Service Cable	2,000	LF	\$1.08	\$2,160.00	932.0	N/A	\$1,006.56	932.0	\$1,006.56	\$0.00
12	1/C No. 8, Ty 5kV Series Lighting Cable	300	LF	\$2.69	\$807.00	866.0	N/A	\$2,329.54	866.0	\$2,329.54	\$0.00
13	1/C No. 6, 600V Ground Cable	250	LF	\$2.70	\$675.00	866.0	N/A	\$2,338.20	866.0	\$2,338.20	\$0.00
14	No. 6, Bare Copper Counterpoise Wire	2,700	LF	\$2.70	\$7,290.00	2,539.0	N/A	\$6,855.30	2,539.0	\$6,855.30	\$0.00
15	Prefabricated MALS Shelter	1	LS	\$557,000.00	\$557,000.00	1.0	N/A	\$557,000.00	1.0	\$557,000.00	\$0.00
16	MALS Shelter Foundation	1	LS	\$39,400.00	\$39,400.00	1.0	N/A	\$39,400.00	1.0	\$39,400.00	\$0.00
17	MALS Lighting Protection System	1	LS	\$9,800.00	\$9,800.00	1.0	N/A	\$9,800.00	1.0	\$9,800.00	\$0.00
18	MALS Power Cables	1	LS	\$80,600.00	\$80,600.00	1.0	N/A	\$80,600.00	1.0	\$80,600.00	\$0.00
19	MALS Coordination Work	1	LS	\$55,600.00	\$55,600.00	1.0	N/A	\$55,600.00	1.0	\$55,600.00	\$0.00
20	Utility Coordination Work	1	LS	\$37,500.00	\$37,500.00	1.0	N/A	\$37,500.00	1.0	\$37,500.00	\$0.00
21	Utility Revisions by Verizon	1	AL	\$60,000.00	\$60,000.00	1.0	N/A	\$60,000.00	0.5782	\$34,692.33	(\$25,307.67)
22	Utility Revisions by Comcast	1	AL	\$20,000.00	\$20,000.00	1.0	N/A	\$20,000.00	0.7173475	\$14,346.95	(\$5,653.05)
23	Utility Revisions by DP&L	1	AL	\$10,000.00	\$10,000.00	1.0	N/A	\$10,000.00	0.4759	\$4,759.00	(\$5,241.00)
24	Utility Revisions by DE COOP	1	AL	\$50,000.00	\$50,000.00	0.0	N/A	\$0.00	0.0	\$0.00	\$0.00
25	Electrical Duct, 2" PVC Duct (MALS)	1,250	LF	\$30.10	\$37,625.00	1,356.0	N/A	\$40,815.60	1,356.0	\$40,815.60	\$0.00
26	Electrical Duct, 2-Way, 4" PVC Duct, Concrete-Encased	1,450	LF	\$52.68	\$76,386.00	1,234.0	N/A	\$65,007.12	1,234.0	\$65,007.12	\$0.00
27	Electrical Duct, 6-Way, 4" PVC Duct, Concrete-Encased	1,100	LF	\$79.55	\$87,505.00	865.0	N/A	\$68,810.75	865.0	\$68,810.75	\$0.00
28	Electrical Duct, 2-Way, 4" RGS Duct, Directional Bore	400	LF	\$172.00	\$68,800.00	200.0	N/A	\$34,400.00	200.0	\$34,400.00	\$0.00
29	Installation of Airfield Lighting Control System	1	LS	\$232,100.00	\$232,100.00	1.0	N/A	\$232,100.00	1.0	\$232,100.00	\$0.00
30	Electrical Handhole	10	LS	\$10,600.00	\$106,000.00	10.0	N/A	\$106,000.00	10.0	\$106,000.00	\$0.00
31	Installation of Solar Obstruction Light	1	LS	\$183,100.00	\$183,100.00	0.0	N/A	\$0.00	0.0	\$0.00	\$0.00
32	Relocation of Existing Airfield Guidance Sign	4	EA	\$16,800.00	\$67,200.00	4.0	N/A	\$67,200.00	4.0	\$67,200.00	\$0.00
33	Removal of Existing Edge Fixture, Stake-Mounted	6	EA	\$516.00	\$3,096.00	6.0	N/A	\$3,096.00	6.0	\$3,096.00	\$0.00
34	Removal of Existing Edge Fixture, Base Mounted	2	EA	\$625.00	\$1,250.00	2.0	N/A	\$1,250.00	2.0	\$1,250.00	\$0.00
35	LED Elevated Runway Edge Lights	6	EA	\$1,523.00	\$9,138.00	6.0	N/A	\$9,138.00	6.0	\$9,138.00	\$0.00
36	Adjustment of LED In-Pavement Runway MRL Edge Lights	7	EA	\$1,344.00	\$9,408.00	7.0	N/A	\$9,408.00	7.0	\$9,408.00	\$0.00
37	New MALS Light Fixture on Existing Base	23	EA	\$4,280.00	\$98,440.00	23.0	N/A	\$98,440.00	23.0	\$98,440.00	\$0.00
38	New MALS EMT-Mounted Light Fixtures on Existing Base	5	EA	\$1,313.00	\$6,565.00	5.0	N/A	\$6,565.00	5.0	\$6,565.00	\$0.00
39	New MALS MG-20-LIR Tower Stations with Equipment	7	EA	\$23,704.00	\$165,928.00	7.0	N/A	\$165,928.00	7.0	\$165,928.00	\$0.00
40	Runway 4L, L-880 PAPI System Final Connections	1	LS	\$23,100.00	\$23,100.00	1.0	N/A	\$23,100.00	1.0	\$23,100.00	\$0.00
41	Runway 22, L-880 PAPI System Reloc. on Exist. Foundations	1	LS	\$72,700.00	\$72,700.00	1.0	N/A	\$72,700.00	1.0	\$72,700.00	\$0.00
42	Cold Milling of Pavements, Variable Depth	101,700	SY	\$1.34	\$136,278.00	94,222.0	N/A	\$126,257.48	94,222.0	\$126,257.48	\$0.00
43	Runway Edge Grading	6,400	SY	\$2.36	\$15,104.00	6,182.0	N/A	\$14,589.52	6,182.0	\$14,589.52	\$0.00
44	Type 1, Crack Repair	500	LF	\$4.58	\$2,290.00	0.0	N/A	\$0.00	0.0	\$0.00	\$0.00
45	Type 2, Crack Repair	500	LF	\$4.58	\$2,290.00	0.0	N/A	\$0.00	0.0	\$0.00	\$0.00
46	Joint Repair	750	LF	\$43.22	\$32,415.00	850.0	N/A	\$36,737.00	850.0	\$36,737.00	\$0.00
47	Adjust Manhole	4	EA	\$412.00	\$1,648.00	2.0	N/A	\$824.00	2.0	\$824.00	\$0.00
48	MALS Access Road	1	LS	\$5,910.00	\$5,910.00	1.0	N/A	\$5,910.00	1.0	\$5,910.00	\$0.00
49	Maintenance and Protection of Airfield Traffic	1	LS	\$90,700.00	\$90,700.00	1.0	N/A	\$90,700.00	1.0	\$90,700.00	\$0.00
50	Maintenance and Protection of Traffic (Roadways)	1	LS	\$85,600.00	\$85,600.00	1.0	N/A	\$85,600.00	1.0	\$85,600.00	\$0.00
51	Mobilization	1	LS	\$206,300.00	\$206,300.00	1.0	N/A	\$206,300.00	1.0	\$206,300.00	\$0.00
1.1a	3-Way, 4 Inch HDPE Conduits		LF			360.0000	\$153.96	\$55,425.60	360.0000	\$55,425.60	\$0.00
1.1b	Aircraft-Rated Manhole		EA			1.0000	\$12,200.00	\$12,200.00	1.0000	\$12,200.00	\$0.00
1.1c	H-20 Rated Manhole		EA			1.0000	\$12,200.00	\$12,200.00	1.0000	\$12,200.00	\$0.00
1.2	Rt. 9, West Side, 2-Way, 4 Inch and 2 Inch PVC Duct - Concrete Encased		LF			151.5000	\$63.00	\$9,544.50	151.5000	\$9,544.50	\$0.00
3.1	Runway Cracks and Joints Fabric		LF			7,982.0000	\$4.95	\$39,510.90	7,982.0000	\$39,510.90	\$0.00
2.01	Additional Runway/Taxiway Landscaping		LS			1		\$11,932.30	1	\$11,932.30	\$0.00
2.02	Haul Road Seeding/Mulching		SY			3,572.00	\$0.82	\$2,929.04	3,572.00	\$2,929.04	\$0.00
2.03	MALS Bore Realignment Credit		LS			1		(\$3,415.50)	1	(\$3,415.50)	\$0.00
2.04	Change Exist. R/W 22 end Threshold Lights to correct colors (Red/Red)		EA			8	\$561.75	\$4,494.00	8	\$4,494.00	\$0.00
2.05	Change Exist. R/W 4 and 22 ends displaced Threshold Lights to correct color (Green/Yellow)		EA			4	\$561.75	\$2,247.00	4	\$2,247.00	\$0.00
2.06	Add Conduit and Ground to a Distance Remaining Sign		LS			1		\$31.28	1	\$31.28	\$0.00
2.07	ALCMS FAT Testing Credit		LS			1		(\$2,421.67)	1	(\$2,421.67)	\$0.00
2.08	Delete Distance Remaining Sign No. 50 Foundation Removal		LS			1		(\$306.27)	1	(\$306.27)	\$0.00
2.09	R/W 4 end PAPI Units Wiring Corrective Work		LS			1		\$1,778.91	1	\$1,778.91	\$0.00
2.10	MALS Tower Stands Revision Credit		LS			1		(\$772.90)	1	(\$772.90)	\$0.00
2.11	Electrical Manhole Galvanized Ladder Revision Credit		LS			1		(\$339.25)	1	(\$339.25)	\$0.00

Item	Description	Approx. Bid Quantity	Unit	Unit Price	Bid Total Value	Quantity C.O. 2	Revised Unit Price	Total Amount w/C.O. 2	Quantity C.O. 3	Total Amount C.O. 3	Difference
2.12	Adjustments to In-Pavement T/W lights due to grade changes		LS			1		\$3,234.38	1	\$3,234.38	\$0.00
2.13	MALS Shelter Door Stoop and Ramp Revisions Credit		LS			1		(\$1,050.00)	1	(\$1,050.00)	\$0.00
2.14	Airport Vault Electrical Conduit Revisions Credit		LS			1		(\$6,205.37)	1	(\$6,205.37)	\$0.00
2.15	Sussex County Electrical Division Support Credit		LS			1		(\$6,463.92)	1	(\$6,463.92)	\$0.00
2.16	Incorrect Wire from MALS Shelter to Electrical Manhole Credit		LS			1		(\$883.20)	1	(\$883.20)	\$0.00
							Subtotals	\$4,240,336.63		\$4,204,134.91	(\$36,201.72)
	Part B: Added Items										
3.01	T/W B Grade Delay, Add'l Survey Cost		LS						1	\$409.50	\$409.50
3.02	T/W C Survey Correction		LS						1	\$1,092.00	\$1,092.00
3.03	Remove/Dispose of Loose Pavement Fabric		LS						1	\$2,780.88	\$2,780.88
3.04	Extra Milling at MALS Station No. "0"		LS						1	\$1,025.00	\$1,025.00
3.05	Filling Milled R/W Preexisting Longitudinal Joints		LS						1	\$1,020.00	\$1,020.00
							TOTALS			\$4,210,462.29	(\$29,874.34)

**Sussex County Airport, Contract No. 12-07
Extend Runway 4-22, Package 2**

Change Order No. 3 – Justification Statements

Part A Quantity Adjustments

1. Final Quantity Adjustments, Item Nos. 21, 22 and 23

The referenced item values represent final billed and confirmed adjustments against the Contract estimated amounts for the applicable utility agencies. These changes contribute to the net total cost adjustment under this Change Order. No additional time supplemental to the previously approved Contract time extension, is granted by issuance of this Change Order.

Part B Revised Work Summary

1. Item No. 3.01, Taxiway B Grade Delay - \$409.50

A lump sum cost was determined and agreed to for authorized corrective survey work to the throat areas of Taxiway B, leading into and out of Runway 4-22. The originally specified grade elevations in a few locations, conflicted with the required finished pavement grades for maintaining proper pavement drainage and profile.

2. Item No. 3.02, Taxiway C, Field Survey Redesign - \$1,092.00

A lump sum cost was determined and agreed to for additional survey work necessary to modify the originally specified grade elevations for Taxiway C area entering and exiting Runway 4-22. The modifications were minor in nature, however were required to promote better drainage to the area due to the extremely flat pavement profile, approaching and tying in to the existing pavement.

Contract No. 12-07
Package 2, Runway 4-22 Extension
Change Order No. 3
Page 2

**3. Item No. 3.03, Removal /Disposal of Loose Fabric - \$2,780.88
(See Attached Invoice)**

A lump sum cost was determined and agreed to for the removal and disposal of existing loose and deteriorated crack spanning fabric along portions of old longitudinal pavement joints on Runway 4-22. The fabric was necessary to be removed as part of specified preparation of the milled pavement surface prior to bituminous overlay. The fabric was not apparent until milling of the existing bituminous surface along the Runway was performed.

**4. Item No. 3.04, Extra Milling at MALS Station No. "0" - \$1,025.00
(See Attached Invoice)**

A lump sum cost was determined and agreed to for additionally directed pavement milling along Runway 4-22, approaching the concrete section of pavement, which houses the in-pavement MALS lights. The added ten (10) feet of bituminous milling for the full width of the Runway, provided a smoother pavement profile leading into and out of the MALS light locations.

**5. Item No. 3.05, Fill Milled Runway Joints - \$1,020.00
(See Attached Invoice)**

A lump sum cost was determined and agreed to for the necessary filling of delaminated areas of longitudinal pavement joints with asphalt, which had deteriorated on Runway 4-22. The additional work was necessary as part of specified preparation of the milled pavement surface prior to bituminous overlay. The displaced asphalt was not apparent until milling of the existing bituminous surface along the Runway was performed.

PCO 5

Part B, Item No. 3.03

Georgetown Airport Daily Time and Material Account							
Division <u>Sussex County Engineering</u>				Date _____ Duration _____			
Sta. _____				Cont. No. & Name _____			
Reason & Description of work <u>Fabric Removal</u>							
LABOR							
Name of Employee	Class	Hrs.	Rate	Amount			
D. Jones	150	0 2.00	\$100.00	\$200.00	0		
B. Kenney	100	7 10.00	\$100.00	\$1,000.00	700.00		
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
				\$0.00			
TOTAL LABOR				\$1,200.00	400.00		
EQUIPMENT	Our #	Year	Make	Size	Hours	Rate	
Pick Up	636	2013	Ford		0 2.00	\$10.00	\$20.00
Pick up	760	2012	Ford		7 10.00	\$10.00	\$100.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
TOTAL EQUIPMENT							\$120.00
TOTAL FOR DAY							\$1,320.00
APPROVED _____				APPROVED _____			
(FOREMAN) CONTRACTOR				INSPECTOR			

Georgetown Airport
Daily Time and Material Account

Division Sussex County Engineering

Date 04/14/14

Sta _____

Cont. No. & Name _____

Reason & Description of work Fabric Removal

LABOR

Name of Employee	Class	Hrs.	Rate	Amount
K. White <i>0 ENG: NEGK</i>	200	6.50	\$60.00	\$390.00 ✓
E. Rodriguss <i>LAB</i>	300	6.50	\$45.00	\$292.50 ✓
W. Swanson	300	6.50	\$45.00	\$292.50 ✓
R. Kenney <i>✓</i>	300	6.50	\$45.00	\$292.50 ✓
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
TOTAL LABOR				\$1,267.50 ✓

EQUIPMENT	Our #	Year	Make	Size	Hours	Rate	
Loader	878		Volvo	L90	6.50	\$72.00	\$468.00 ✓
Pickup	834		Ford	350	6.50	\$10.00	\$65.00 ✓
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00

TOTAL EQUIPMENT \$533.00 ✓

TOTAL FOR DAY \$1,800.50 ✓

APPROVED _____
(FOREMAN) CONTRACTOR

APPROVED _____
INSPECTOR

Georgetown Airport
Daily Time and Material Account

Division Sussex County Engineering

Date 04/15/14

Sta. _____

Cont. No. & Name _____

Reason & Description of work Fabric Removal

LABOR

Name of Employee	Class	Hrs.	Rate	Amount
K. White	300	3.50	\$45.00	\$157.50
E. Rodriguss	300	3.50	\$45.00	\$157.50
W. Swanson	300	1.50	\$45.00	\$67.50
R. Kenney	300	1.50	\$45.00	\$67.50
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00

TOTAL LABOR

\$450.00

EQUIPMENT

	Our #	Year	Make	Size	Hours	Rate	
Pickup	834		Ford	350	3.50	\$10.00	\$35.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00

TOTAL EQUIPMENT

\$35.00

TOTAL FOR DAY

\$485.00

APPROVED _____

APPROVED _____

(2192)

Division Sussex County Engineering
Sta. _____
Reason & Description of work Fabric Removal

Date_____Duration_____
Cont. No. & Name_____

[illegible]

10% Mark	\$7.79
----------	--------

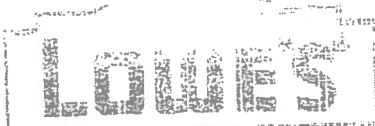
\$4.68 ~~\$4.67~~

\$90.38

APPROVED _____
INSPECTOR

GR. TOTAL = \$ 2,780.88
LAB. \$ 2,117.50
EQUIP. \$ 573.00
MAT. \$ 90.38

#5 130137
999998



NEVER STOP
IMPROVING

LOWE'S HOME CENTERS, LLC
26680 CENTERVIEW DRIVE
HILLSBORO, DE 19166 (302) 934-3740

- SALE -

SALES#: 82795002 1879266 TRANS#: 2062548 04-16-14

7384 PROPANE TANK EXCHANGE-BLU 59.91

3 19.97

SUBTOTAL: 59.91

TAX: 0.00

INVOICE 26137 TOTAL: 59.91

AMEX: 59.91

AMEX:XXXXXXXXXXXX1005 AMOUNT:59.91 AUTH:000000000

PROJECT REFID:582675279523 04/15/14 17:17:15

CUSTOMER CODE: 00000000

[Signature]

SEE REVERSE SIDE FOR RETURN POLICY
STORE MANAGER: HEAL CONTRA

WE HAVE THE LOWEST PRICES, GUARANTEED!
IF YOU FIND A LOWER PRICE, WE WILL BEAT IT BY 10%!
SEE STORE FOR DETAILS.

YOUR OPINIONS COUNT!
REGISTER FOR A CHANCE TO WIN A
\$5,000 LOWE'S GIFT CARD!
REGISTRESE PARA TENER LA OPORTUNIDAD DE GANAR UNA
TARJETA DE REGALO DE LOWE'S DE \$5000!
REGISTERED BY COMPLETING A GUEST SATISFACTION SURVEY
WITHIN ONE WEEK AT www.lowes.com/survey
YOUR ID# 23127 2795 195
NO PURCHASE NECESSARY TO ENTER OR WIN
SEE STORE FOR DETAILS AND RULES OF PROMOTION

#1 #130137
#999998

GEORGETOWN EYE

GEORGETOWN DE
4200657

04/16/2014 11:11 AM
REGISTERED TOTAL: 700.00 TAX: 2
TOTAL: 702.00

PROPANE (INPT25) \$18.00 90

Subtotal = \$18.00

TAX = \$0.00

Total = \$18.00

Change Due = \$0.00

Credit \$18.00

AMEX XXXXXX1005 , AMEX
KENNEY/B
INVOICE 0VE0909
AUTH 584025
Credit
0VE90 SHIFT 036619

THANK YOU !

PART B, ITEM No. 3.04

Division Sussex County Engineering

Date _____ Duration _____

Sta. _____

Cont. No. & Name _____

Reason & Description of work Extra Milling

[illegible]

~~\$750.00~~

[illegible]~~\$75.00~~

~~\$825.00~~

APPROVED

APPROVED

(FOREMAN) CONTRACTOR

INSPECTOR

Georgetown Airport
Daily Time and Material Account

Division Sussex County Engineering

Date 04/19/14

Sta. _____

Cont. No. & Name _____

Reason & Description of work Extra Milling

LABOR

Name of Employee	Class	Hrs.	Rate	Amount
L. Kenney <i>LAB</i>	300	2 5.50	\$45.00	\$247.50
W. Swanson <i>ENC</i>	300	5.50	\$45.00	\$247.50
H. Madden <i>NC</i>	200	5.50	\$60.00	\$330.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00

TOTAL LABOR

\$825.00

EQUIPMENT

Our #	Year	Make	Size	Hours	Rate	Amount
848		Cat		5.5	30.00	\$165.00
840		Cat		5.5	15.00	\$82.50
						\$0.00
						\$0.00
						\$0.00
						\$0.00
						\$0.00
						\$0.00
						\$0.00
						\$0.00
						\$0.00

TOTAL EQUIPMENT

\$257.50

TOTAL FOR DAY

\$1,082.50

APPROVED _____

(FORMAN) CONTRACTOR

APPROVED _____

INSPECTOR

GR TOTAL = \$1,082.50
LAB. 6767.50
Equip \$257.50

PC 0 11

PART B, ITEM No. 3.05

Georgetown Airport
Daily Time and Material Account

Division Sussex County EngineeringDate 05/03/14

Sta. _____

Cont. No. & Name _____

Reason & Description of work Fill Milled Spalled Areas with Hotmix**LABOR**

Name of Employee	Class	Hrs.	Rate	Amount
W. Swanson <i>LAG</i>	300	3.00	\$45.00	\$135.00
R Kenney	300	3.00	\$45.00	\$135.00
J. Donophan <i>LAG</i>	200	3.00	\$60.00	\$180.00
J Teager	200	3.00	\$60.00	\$180.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
TOTAL LABOR				\$630.00

EQUIPMENT	Our #	Year	Make	Size	Hours	Rate	Amount
Skidsteer	1012		Posi Track		3.00	\$30.00	\$90.00
Roller	58		Cat		3.00	\$30.00	\$90.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
							\$0.00
TOTAL EQUIPMENT							\$180.00
TOTAL FOR DAY							\$810.00

APPROVED _____
(FOREMAN) CONTRACTOR

APPROVED _____
INSPECTOR

Georgetown Airport

Daily Time and Material Account

Division Sussex County Engineering

Date_____Duration_____

Sta. _____

Cont. No. & Name

Reason & Description of work Filling of spill oil tank

LABOR

Name of Employee	Class	Hrs.	Rate	Amount
D. Jones	150	0 2.00	\$100.00	\$200.00
B. Kenney O-Inspector (RATE)	100	3.00	60 \$100.00	\$300.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
TOTAL LABOR				\$500.00

0
180.00

180.00

[illegible]

0

30.00

210.00

APPROVED _____

APPROVED

(FOREMAN) CONTRACTOR

INSPECTOR

GR. TOTAL = \$1,020.0

LAB \$810.00

Equip. \$210.00

ENGINEERING DEPARTMENT

ADMINISTRATION	(302) 855-7718
AIRPORT & INDUSTRIAL PARK	(302) 855-7774
ENVIRONMENTAL SERVICES	(302) 855-7730
PUBLIC WORKS	(302) 855-7703
RECORDS MANAGEMENT	(302) 854-5033
UTILITY ENGINEERING	(302) 855-7717
UTILITY PERMITS	(302) 855-7719
UTILITY PLANNING	(302) 855-1299
FAX	(302) 855-7799



Sussex County

DELAWARE
sussexcountype.gov

MICHAEL A. IZZO, P.E.
COUNTY ENGINEER

JOHN J. ASHMAN
DIRECTOR OF UTILITY PLANNING

Kilby Expansion to the Long Neck Sanitary Sewer District

- Requesting permission for the Sussex County Engineering Department to prepare and post notices for the expansion of the Long Neck Sanitary Sewer District to include (1) parcel being tax id # 234-23.00-116.06.
- The parcel is located along Bay Farm Rd and is contiguous to the existing district.
- The property is currently provided with a sewer lateral.
- The parcel currently has a failing septic system and the owner would like to connect into public sewer as soon as possible.
- The expansion will consist of approximately .59 acres.
- The parcel will be responsible for system connection charges of **\$4,100** per EDU based on rates from July 1, 2014 through June 30, 2015.
- A Public Hearing is scheduled for **10:30 am, May 12, 2015** at the regularly scheduled County Council Meeting.



3/17/15

Sussex County Council

#2 The Circle

Georgetown DE 19947

Attn: Anthony DiGiuseppe, Jr.

Re: tax map # 234-23-116-06

26510 Bay Farm Road

Millsboro, DE 19966

Dear Mr. Di Giuseppe,

I spoke with you regarding my Mother's failed septic system at the property listed above. Her parcel adjoins the district boundary.

I own this property with my Mother and am also POA for her affairs. She is in Assisted Living suffering from dementia. I need to connect to water and sewer in order to sell this property to pay for her ongoing care, so time is of the essence.

I live in Annapolis, MD so am not familiar with your process. I really appreciate you taking the time and patience giving me the information necessary to make application.

Please find enclosed a check for \$500.00 for the application fee for water and sewer for 26510 Bay Farm Road, Millsboro, DE.

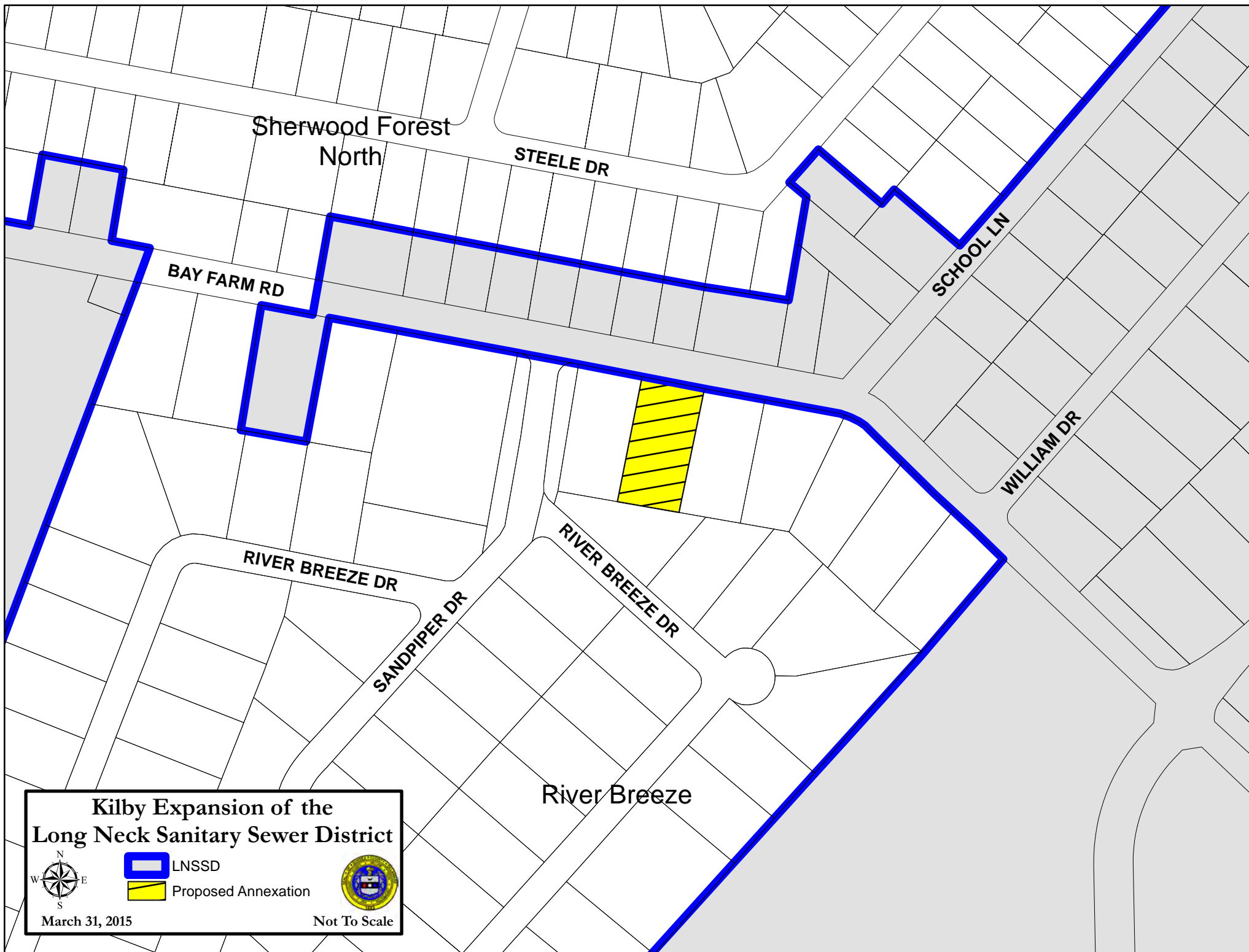
I do believe one of my Mother's neighbors has also applied for hook up.

I would appreciate any help in getting this application/permit expedited so the hookup process - water/sewer - can be completed in time for the Spring real estate season.

Best regards,

A handwritten signature in black ink that reads "Rita Jamieson-Gray". The signature is written in a cursive, flowing style.

Rita Jamieson-Gray, co/owner, POA for Rita M. Kilby





March 17, 2015

Sussex County Council

2 The Circle

Georgetown, DE

Dear Council Members,

Thank you for your time this morning, and the opportunity to make a request of you that will help children living with diabetes in Sussex County.

The American Diabetes Association offers a summer camp experience for children living with diabetes. There is not an organization in Delaware that offers anything like this. My hope is to afford to opportunity to 30 children in Delaware, 10 from each county.

Camp Freedom takes place June 20-26, 2015 in Schwenksville, Pa. Attached is the program description the cost for attendance, and some additional information for your use.

Thank you for your consideration of my request, which will directly benefit children in Sussex County living with diabetes.

Sincerely,

A handwritten signature in cursive script that reads 'Susan Polikoff'.

Susan Polikoff

Director, Delaware Initiatives

March 19, 2015

Rob Arlett
Sussex County Council
PO Box 589
Georgetown, DE 19947

Councilman Arlett,

The Student Mentoring Program at John M. Clayton Elementary School is a grant-funded program that provides academic support to targeted students. For the 2014-2015 school year, we have approximately 60 mentors meeting with over 90 students. Mentors meet with each of their assigned students during a specified day and time each week, for 45 minutes. Mentoring begins in October and ends in May.

Our mentoring program is available for students enrolled at John M. Clayton Elementary School, which educates children from all across the county. The vast majority of our students live in Dagsboro, Frankford and Selbyville. However, some of our students attend through "school choice" and have addresses in other areas of the county.

In the spring of 2014, we were awarded two small grants, which provided limited funds for this year's mentoring program. Unfortunately, we have almost depleted our available funding for this school year. Therefore, mentoring will have to end in mid-April, instead of mid-May. Our last day of mentoring will likely be Thursday, April 16th, about one month earlier than our usual ending date.

I am writing to request funding through any county grants that might be available. Additional funding will allow us to extend our mentoring program so that we can continue to provide academic support to our students. If you have any questions, I can be reached at lisa.ashman@irsd.k12.de.us or 732-1520. Thank you for your consideration.

Lisa Ashman
Mentoring Program Coordinator
John M. Clayton Elementary School



March 3, 2015

Dear Members of the Sussex County Council,

I am writing on behalf of the 12U Delaware Storm Girls Fastpitch travel softball team. Delaware Storm is a girls' elite travel fastpitch softball organization based out of Georgetown, DE. Storm was created for advanced players seeking a higher level of softball training and competition. Elite players train for and compete in tournaments across the East Coast including college level showcase tournaments. Our organization has been in existence for over 15 years. Our team consists of 14 talented (both physically and academically) girls from Sussex County. The majority of the girls reside in Georgetown, with the remainder in Lewes and Milton. We are coached by volunteers who do not even have children on our team. Our head coach, Mitch Bramble, is a Georgetown native as well. We are seeking donations to help with the costs of uniforms for our season. Our first tournament is the weekend of March 28th. We will be traveling over the course of the season to northern DE, Rehoboth, MD and PA and ending with the World Series in July. We are a non-profit with a 501(c) tax ID and are funded solely on donations, sponsorships and parental contributions. Please feel free to visit our website at www.delawarestorm.com. We hope that the Sussex County Council can help us financially with any amount. Thank you for your time and consideration.

Best regards,

Lori Irelan – Fundraising Chair 12U

Fed ID # 01-0760818



Delaware SeaSide Railroad Club, Inc.
P.O. Box 479
Ocean View, Delaware 19970
302-448-5654

March 18, 2015

Councilman George Cole
Sussex County Council
Georgetown, Delaware

Dear Councilman Cole;

I am writing today on behalf of the Delaware SeaSide Railroad Club, Inc..
This club is recognized as a 501(c)(3) Educational Charity by the US Internal
Revenue Service. Our Tax ID is 20-5762923.

I am appealing to you and the council for consideration in funding
Our club's first permanent location since we were formed 11 years ago.
Specifically we are asking for \$2,500 to help in the build out costs as we
anticipate our grand opening in July, 2015.

The facility in Dagsboro, right on Rt. 113, will give us access to the public
that will enable us to reach more people in Sussex County. We will be better
equipped to hold workshops and after school activities to introduce our
hobby on model railroading and toy train collecting. Advice on the care and
maintenance of toy trains, details on how to build a home layout and valuation
and liquidation of collections are just a few of the resources we can offer to
the public. As you likely know, we have a history of conducting these type
activities at the Georgetown Station, and other locations. We hope also that
our displays will become a regular stop for those visitors to Sussex County
traveling to/from the beach.

Thank you for considering our request.

Sincerely,
John Hodges, President



March 18, 2015

Councilman George B. Cole
Sussex County Council
2 The Circle, P.O. Box 589
Georgetown, DE 19947

Dear Councilman Cole:

This letter serves as an updated grant request on behalf of Rehoboth Beach Sister Cities Association (RBSCA). We had submitted a request on February 28, 2014 but shortly after we received notice from the Internal Revenue Service regarding our non-profit exempt status. This situation was resolved last year and we are in good standing and have remained so throughout.

To summarize, our organization was formed in 2010 to establish a relationship with Greve-In-Chianti, Italy, our Sister City in an effort to share information, cooperate in mutual marketing and promotion of touring visitors, sharing in cultural assets, and a multitude of mutual benefits. Since that time our relationship has strengthened, we have attended and hosted visits with our Greve counterparts, we have exchanged students and artists, and we now have created commemorative gardens in both cities that are enjoyed by visitors and citizens alike.

The Garden of the Navigators on Olive Ave. in Rehoboth was commemorated in June 2014 and has been visited and enjoyed by many. The plantings are inviting at all times of year and is a choice scenic spot in Rehoboth. We plan to make some modest improvements to the garden to include some informational kiosks for visitors to better appreciate the history of the region and to commemorate the European explorations of the 15th and 16th century.

We are therefore requesting a discretionary grant of \$500 to support those additional costs. Please let me know if this letter is sufficient or if additional documentation is required.

Please contact me at once if you require further information. I can be reached at 410 804-9718 (Mobile), or at bunkymark@comcast.net via e-mail. Thank you and the council for your kind consideration of a project that has and will benefit visitors for years to come.

Sincerely,

Francis G. Markert Jr.
Treasurer, Rehoboth Beach Sister Cities Association
520 New Castle St. Ext.
Rehoboth Beach, DE 19971

Our EIN is 27-3106244



February 2015

To Whom It May Concern,

We would like to introduce ourselves as the parent volunteers for the Milford High School After Prom Committee. We are writing to ask if your business would be able to sponsor the 2015 After Prom event for the Milford High School.

The after prom was started more than twenty years ago in order to provide Milford High School students and their guests a safe, alcohol free, parent chaperoned event. The parents of the Junior Class are responsible for organizing this event and providing incentives for students to attend. This event is free to all students and their guests.

We are asking your organization/business if you would be interested in helping support this cause either financially and/or with items that can be used as door prizes. All donated money is budgeted to cover the cost of the facility, decorations, food, police chaperone and tons of door prizes. Examples of the door prizes we would like to provide include flat screen TVs, dorm refrigerators, laptop computers, iPods, iPads, as well as, gift cards from area businesses.

All donations are tax deductible. The Federal Tax ID for Milford High School is 51-6002793. We greatly appreciate your consideration and your support of our youth. All checks should be made payable to MHS After Prom Committee. All donations should be mailed to:

Mrs. Rita Wells
PO Box 599
Milford, DE 19963

Should you have any questions or need to speak to someone regarding our event and possible donation, please contact any of the following committee members.

Thank you in advance for your support!

Sincerely,
Milford High School After Prom Committee

Mechele Kalaygian
302-222-6216

Rita Wells
302-242-0442

Evelyn Jester
302-381-5672

Cherie Kersey
302-424-8322

Kim Johnson
302-632-7485

PUBLIC HEARINGS

March 31, 2015

This is to certify that on February 12, 2015 the Sussex County Planning and Zoning Commission conducted public hearings on the below listed applications for Conditional Use. At the conclusion of the public hearings, the Commission moved and passed that the applications be forwarded to the Sussex County Council with the recommendations as stated.

Respectfully submitted:

COUNTY PLANNING AND ZONING
COMMISSION OF SUSSEX COUNTY

Lawrence B. Lank
Director of Planning and Zoning

The attached comments relating to the public hearings are findings of the Planning and Zoning Commission based upon a summary of comments read into the record, and comments stated by interested parties during the public hearings.

Conditional Use #2007 – Delaware Electric Cooperative, Inc.

Application of **DELAWARE ELECTRIC COOPERATIVE, INC.** to consider the Conditional Use of land in an AR-1 Agricultural Residential District for an electrical substation to be located on a certain parcel of land lying and being in Little Creek Hundred, Sussex County, containing 4.0 acres, more or less, land lying northwest of Providence Church Road (Road 504) and across from Pine Branch Road (Road 503) (911 Address: None Available) (Tax Map I.D. #532-11.00-25.00 (part of).

The Commission found that the Applicants submitted a survey/site plan with the application.

The Commission found that DelDOT provided comments on March 25, 2014 in the form of a Support Facilities Report which references that a Traffic Impact Study was not recommended and that the current Level of Service “A” of Providence Church Road may change to a Level of Service “B” when the site is fully developed.

The Commission found that the Sussex Conservation District submitted comments on February 4, 2015 in the form of a memorandum referencing that there are two (2) soil types on the property; that the Applicants will be required to follow recommended erosion and sediment control practices during construction and to maintain vegetation; that no storm flood hazard areas are affected; that it is not likely that off-site drainage improvements will be required; that it is possible that on-site drainage improvements will be required; and that no tax ditches are affected.

The Commission found that the Sussex County Engineering Department Utility Planning Division provided comments on February 9, 2015 in the form of a memorandum referencing that the site is located in the Western Sussex Planning Area #4; that use of an on-site septic system is proposed; that conformity to the Western Sussex Planning Study will be required; that the proposed use is not in an area where the County has a schedule to provide sewer at this time; and that a concept plan is not required.

The Commission found that Terry Jaywork, Esquire of Hudson, Jones, Jaywork and Fisher, PA, was present on behalf of Delaware Electric Cooperative, Inc. with Jack Jester of Delaware Electric Cooperative, Inc. and Walter Hoey of Century Engineering, and that they stated in their presentation and in response to questions raised by the Commission that the proposed substation is needed due to projected development in the area; that the substation will aid the Cooperative with the routing of their electrical service; that the substation will be screened from adjacent properties; that the area of the substation will encompass approximately one (1) acre of the four (4) acre parcel; that the highest point of any structure or equipment will not exceed 35 feet; that security lighting will be provided and will be downward illuminated so that they do not shine onto neighboring properties; that the substation will be fenced with 8-foot chain-linked fencing with security wire across the top; that warning signage is proposed on all sides of the fencing; that typically the electrical hum cannot be heard within 100 feet of the transformer; that the transformers will be at least 150 feet from any property line; that once constructed the site will only have one or two monthly inspection visits; that there will not be any outside equipment or material storage on the site; that the use will have no negative impact on traffic in the area; that the four (4) acre parcel size allows space for the Cooperative to screen and buffer the facility and the possibility of future expansion, if needed; and that the local fire company is normally provided a means of access to the property, in case of an emergency.

The Commission found that Mr. Jaywork presented photographs of the area.

The Commission found that there were no parties present in support of or in opposition to this application.

The record was closed on this application.

At the conclusion of the public hearings, the Commission discussed this application.

Mr. Ross stated that he would move that the Commission recommend approval of C/U #2007 for Delaware Electric Cooperative, Inc. based on the record and for the following reasons:

- 1) The Conditional Use for an electrical substation is of a public nature, and it promotes the health, safety and welfare of the residents of Sussex County.
- 2) It is located on a large tract in a rural area where it will have a minimal impact on neighboring or adjacent properties.
- 3) The Co-op has stated that the substation is necessary to maintain and improve its electrical service to the current and future residents of Sussex County.
- 4) This Conditional Use is subject to the following conditions:

- A. The perimeter of the substation shall be fenced.
- B. Four signs shall be permitted on the fencing around the property to identify the site and emergency contact information.
- C. Any security lighting shall be screened away from neighboring properties and County roads.
- D. Landscaping shall be provided to screen the facility from adjacent properties and roadways. Use of existing vegetation is acceptable.
- E. Storage of materials or equipment is permitted, but not to exceed a period of 30 days.
- F. The Final Site Plan shall be subject to the review and approval of the Planning and Zoning Commission.

Motion by Mr. Ross, seconded by Mr. Smith, and carried unanimously to forward this application to the Sussex County Council with the recommendation that the application be approved for the reasons and with the conditions stated. Motion carried 4 – 0.

Conditional Use #2008 – John Martin

Application of **JOHN MARTIN** to consider the Conditional Use of land in an AR-1 Agricultural Residential District for a trucking business and parking of vehicles to be located on a certain parcel of land lying and being in Dagsboro Hundred, Sussex County, containing 35,011 square feet, more or less, land lying northwest of Millsboro Highway (Route 24) 300 feet northeast of Lewis Road (Road 409) (911 Address: 30102 Millsboro Highway, Millsboro, DE) (Tax Map I.D. 133-20.00-17.17).

The Commission found that DelDOT provided comments on July 10, 2013 in the form of a Support Facilities Report which references that a Traffic Impact Study was not recommended and that the current Level of Service “E” of Millsboro Highway will not change as a result of this application.

The Commission found that the Sussex Conservation District submitted comments on February 4, 2015 in the form of a memorandum referencing that there is one (1) soil type on the property; that the Applicants will be required to follow recommended erosion and sediment control practices during construction and to maintain vegetation; that no storm flood hazard areas are affected; that it is not likely that off-site drainage improvements will be required; that it is possible that on-site drainage improvements will be required; and that no tax ditches are affected.

The Commission found that the Sussex County Engineering Department Utility Planning Division provided comments on February 9, 2015 in the form of a memorandum referencing that the site is located in the Western Sussex Planning Area #5; that use of an on-site septic system is proposed; that conformity to the Western Sussex Planning Study will be required; that the proposed use is not in an area where the County has a schedule to provide sewer at this time; and that a concept plan is not required.

The Commission found that three (3) letters of opposition were received from Brenda Shockley Cantrell, Robert B. Truitt, Sr., and Joseph and Joyce Lofland. It was noted that Ms. Cantrell's letter had photographs of the site attached.

The Commission found that Ellouise Martin was present with Donald Brown, tenant, and that they stated in their presentation and in response to questions raised by the Commission that John Martin was in the hospital and could not attend; that Mr. Brown lives on the property and operates a trucking business on the site; that he has had as many as three (3) trucks on the site; that he now has one (1) truck; that he no longer parks trailers on the site; that he parks the trailers at another location; that most of his haul loads are within Delaware for Coastal Materials; that he has talked to some of his neighbors and heard no complaints; that he is aware that he cannot park his tractor and trailer on Route 24; that on occasion he starts his truck at 5:00 a.m.; that he does some minor maintenance on his truck periodically; that he has his own service pickup truck; that he does tinker with cars and has a race vehicle in a box trailer on site; that no signage is necessary; that he is not sure if the neighbor to the west is still operating an auto repair business; that Parker Block is just west of the intersection on the south side of Route 24; that he does not now cross the property line with his vehicles; that the driveway is stoned; that he realizes that the area is primarily residential with small lots; and that he has been selling vehicles, but they were his personal vehicles.

The Commission found that there were no parties present in support of or in opposition to this application.

The record was closed on this application.

At the conclusion of the public hearings, the Commission discussed this application.

On February 12, 2015 there was a motion by Mr. Ross, seconded by Mr. Smith, and carried unanimously to defer action for further consideration. Motion carried 4 – 0.

On February 26, 2015 the Commission discussed this application under Old Business.

Mr. Ross stated that he would move that the Commission recommend denial of C/U #2008 for John Martin for the operation of a trucking business and parking vehicles based upon the record made during the public hearing and for the following reasons:

- 1) The use is not a public or semi-public use. Instead, it appears to be for the sole benefit and convenience of the Applicant so that he can park and operate a trucking business from his residence.
- 2) There is information in the record that nearby neighbors oppose the application. There is also evidence in the record that the use has previously existed without approval and has not been operated in an orderly or neat fashion. For example, information in the record states that the applicant has allowed his trucking equipment or other vehicles to trespass onto neighboring properties without permission.
- 3) Although the applicant has applied for a Conditional Use to operate his trucking business, during the public hearing he indicated that various other operations apparently occur on

the site, with all sorts of vehicles stored there. This includes race cars for personal use and automobiles for sale. Although these vehicles may be permitted, I do not feel it is appropriate to add additional vehicles associated with a Conditional Use trucking operation to the already crowded and small lot.

- 4) This is not a safe location for this use. As stated by the applicant, he is required to back his truck from the County roadway onto the property, blocking traffic.
- 5) The applicant stated that sometimes he starts his truck at 5:00 a.m. The operation of this equipment at such as early hour is not compatible with the nearby residential uses.
- 6) The applicant has stated that he parks his trailers off-site and there is no apparent reason why he could not also park the tractor in the same location away from his property and the surrounding residential uses.
- 7) In summary, the proposed Conditional Use is not compatible with the neighboring and adjacent properties or roadways. As a result, it should be denied.

Motion by Mr. Ross, seconded by Mr. Burton, and carried with three (3) votes to forward this application to the Sussex County Council with the recommendation that this application be denied for the reasons stated. Motion carried 3 – 0, with Mr. Johnson not voting.

Conditional Use #2009 – Josh Grapski

Application of **JOSH GRAPSKI** to consider the Conditional Use of land in a C-1 General Commercial District for a food truck (vendor) to be located on a certain parcel of land lying and being in Lewes and Rehoboth Hundred, Sussex County, containing 20,271 square feet, more or less, land lying southwest of Coastal Highway (Route One) and southeast of Airport Road (Road 275A) (911 Address: 19406 Coastal Highway, Rehoboth Beach, DE) (Tax Map I.D. #334-13.00-325.02).

Mr. Robertson stated that he would not be participating on this application and left the Chambers.

The Commission found that DelDOT provided comments on October 7, 2014 in the form of a Support Facilities Report which references that a Traffic Impact Study was not recommended and that the current Level of Service “F” of Coastal Highway will not change as a result of this application.

The Commission found that the Sussex Conservation District submitted comments on February 4, 2015 in the form of a memorandum referencing that there is one (1) soil type on the property; that the Applicants will be required to follow recommended erosion and sediment control practices during construction and to maintain vegetation; that no storm flood hazard areas are affected; that no off-site drainage improvements or on-site drainage improvements will be required; and that no tax ditches are affected.

The Commission found that the County Engineering Department Utility Planning Division provided comments on February 9, 2015 in the form of a memorandum referencing that that site is located in the West Rehoboth Expansion Area; that wastewater capacity is unknown at this time; that the sewer design assumption is 12.0 EDU per acre for lands with commercial zoning; that Ordinance 38 construction is not required; that if a wastewater connection is required, additional System Connection Charges are required; that the current System Connection Charge Rate is \$5,500.00 per EDU; that the parcel has been provided with a sanitary sewer lateral located in the utility easement running along the parcels southern property line; that conformity to the North Coastal Area Planning Study will be required; that the proposed conditional use is on a parcel where central sewer service has been provided; that a wastewater connection permit and inspection by County personnel is required prior to the food truck connecting to central sewer service; that the appropriate System Connection Charge must be paid prior to issuance of a hookup permit; that installation of a grease trap is required prior to connection to sewer; that if the food truck will discharge wastewater to a self-contained holding tank, a holding tank permit is required; and that a concept plan is not required.

The Commission found that Josh Grapski, Billy Lucas, and Mitch Rosenfeld were present on behalf of this application and stated in their presentation and in response to questions raised by the Commission that they are submitting a revised concept plan with a revised location for the food truck on the site and landscaping; that the truck is presently parked just off of Route One and is intended to be relocated closer to Airport Road next to the Liquid Surf Shop; that they have been in business (Big Chill Restaurant) on the site for approximately three (3) years; that parking is a concern, so they have two (2) leases for parking on adjacent properties for shared parking to the rear of the Food Lion store; that a holding tank/grease trap is not required by the State Health Department; that they are already discharging wastewater into the sewer lines; that they are proposing to improve the site by improving parking, drainage, and food service; that the Big Chill Restaurant has a liquor license for the site to serve indoors and on the patio; that the business is open seven (7) days per week with hours from 5:00 p.m. to 1:00 a.m. weekdays and noon to 1:00 a.m. on weekends; that no additional signage is necessary; that they may have some seating on the paver patio; that the truck is completely licensed and mobile; that they may use the truck at other sites for temporary functions and events; that there are no environmental concerns; that they are proposing to use the truck as a vendor vehicle for the long term; that the truck is a fun concept and something new to the area to attract patrons; that the site currently complies with parking and the shared parking is for overflow; that they are relocating the area to park the truck for safety purposes; and that they are a hospitality business, operating as “Big Chill” and “Taco Reho”.

The Commission found that there were no parties present in support of or in opposition to this application.

The record was closed on this application.

At the conclusion of the public hearings, the Commission discussed this application.

On February 12, 2015 there was a motion by Mr. Burton, seconded by Mr. Smith, and carried unanimously to defer action for further consideration. Motion carried 4 – 0.

On March 12, 2015 the Commission discussed this application under Old Business.

Mr. Burton stated that he would move that the Commission recommend approval of C/U #2009 for Josh Grapski for a food truck in a C-1 General Commercial Zoning District based upon the record made during the public hearing and for the following reasons:

- 1) The property where the food truck will be located is zoned C-1 General Commercial. Permitted uses include retail sales and the sale of foods and beverages, as well as restaurants. The food truck operation is consistent with the underlying permitted uses in the C-1 General Commercial Zoning District.
- 2) This location, along Highway One near Rehoboth Beach is appropriate for a food truck operation. It would also be consistent with the uses on the site, which include a small tavern.
- 3) The use will not adversely affect any neighboring properties or area roadways.
- 4) No parties appeared in opposition to this application.
- 5) This recommendation of approval is subject to the following conditions:
 - A. The food truck shall be located in the front of the Liquid Surf Shop building as explained by the applicant during the public hearing.
 - B. The use shall comply with all other State and County regulations as may be applicable.
 - C. The truck shall not be permanently affixed or attached to the property.
 - D. If the truck is to be located within any setbacks, a variance from the Sussex County Board of Adjustment shall be required.
 - E. A Final Site Plan showing the location of the food truck shall be subject to the review and approval of the Sussex County Planning and Zoning Commission.

Motion by Mr. Burton, seconded by Mr. Ross, and carried with a vote of three (3) to none, with Mr. Johnson not participating, to forward this application to the Sussex County Council with the recommendation that the application be approved for the reasons and with the conditions stated. Motion carried 3 – 0.

Introduced 12/09/14

Council District – Phillips - District No. 5

Tax I.D. No. 532-11.00-25.00 (Part of)

911 Address: None Available

ORDINANCE NO. ____

AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT FOR AN ELECTRICAL SUBSTATION TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN LITTLE CREEK HUNDRED, SUSSEX COUNTY, CONTAINING 4.0 ACRES, MORE OR LESS

WHEREAS, on the 23rd day of October 2014, a conditional use application, denominated Conditional Use No. 2007 was filed on behalf of Delaware Electric Cooperative, Inc.; and

WHEREAS, on the ____ day of _____ 2014, a public hearing was held, after notice, before the Planning and Zoning Commission of Sussex County and said Planning and Zoning Commission recommended that Conditional Use No. 2007 be _____; and

WHEREAS, on the ____ day of _____ 2014, a public hearing was held, after notice, before the County Council of Sussex County and the County Council of Sussex County determined, based on the findings of facts, that said conditional use is in accordance with the Comprehensive Development Plan and promotes the health, safety, morals, convenience, order, prosperity and welfare of the present and future inhabitants of Sussex County, and that the conditional use is for the general convenience and welfare of the inhabitants of Sussex County.

NOW, THEREFORE, THE COUNTY OF SUSSEX HEREBY ORDAINS:

Section 1. That Chapter 115, Article IV, Subsection 115-22, Code of Sussex County, be amended by adding the designation of Conditional Use No. 2007 as it applies to the property hereinafter described.

Section 2. The subject property is described as follows:

ALL that certain tract, piece or parcel of land, lying and being situate in Little Creek Hundred, Sussex County, Delaware, and lying northwest of Providence Church Road (Road 504) and across from Pine Branch Road (Road 503) and being more particularly described as follows:

BEGINNING at a concrete monument on the northwesterly right-of-way of Providence Church Road (Road 504), a corner for these subject lands and lands, now or formerly, of Nancy L. and Louis Moore; thence south 28°52'45" west 437.01 feet along the northwesterly right-of-way of Providence Church Road to an iron pipe; thence north 65°43'29" west 400.00 feet along lands of Delmarva Woodlands Alliance II, LLC to an iron

pipe; thence north 28°52'45" east 437.01 feet along lands of Delmarva Woodlands Alliance II, LLC to an iron pipe; thence south 65°43'29" east 400.00 feet and aforementioned Moore lands to the point and place of beginning, said parcel containing 4.0 acres, more or less.

This Ordinance shall take effect immediately upon its adoption by majority vote of all members of the County Council of Sussex County, Delaware.


PROPOSED

N
W
E
S

03757501,5002,2503,000
Feet

1 inch = 1,167 feet

Conditional Use
Application #2007



Legend

Parcels

Parcel Lines

Roads

Railroad

Municipal Boundaries

Agricultural - AR-1

Agricultural - AR-2

Medium Residential - MR

General Residential - GR

High Density Residential

Vacation, Retire, Resident - VRP

Neighborhood Business - B-1

General Commercial - C-1

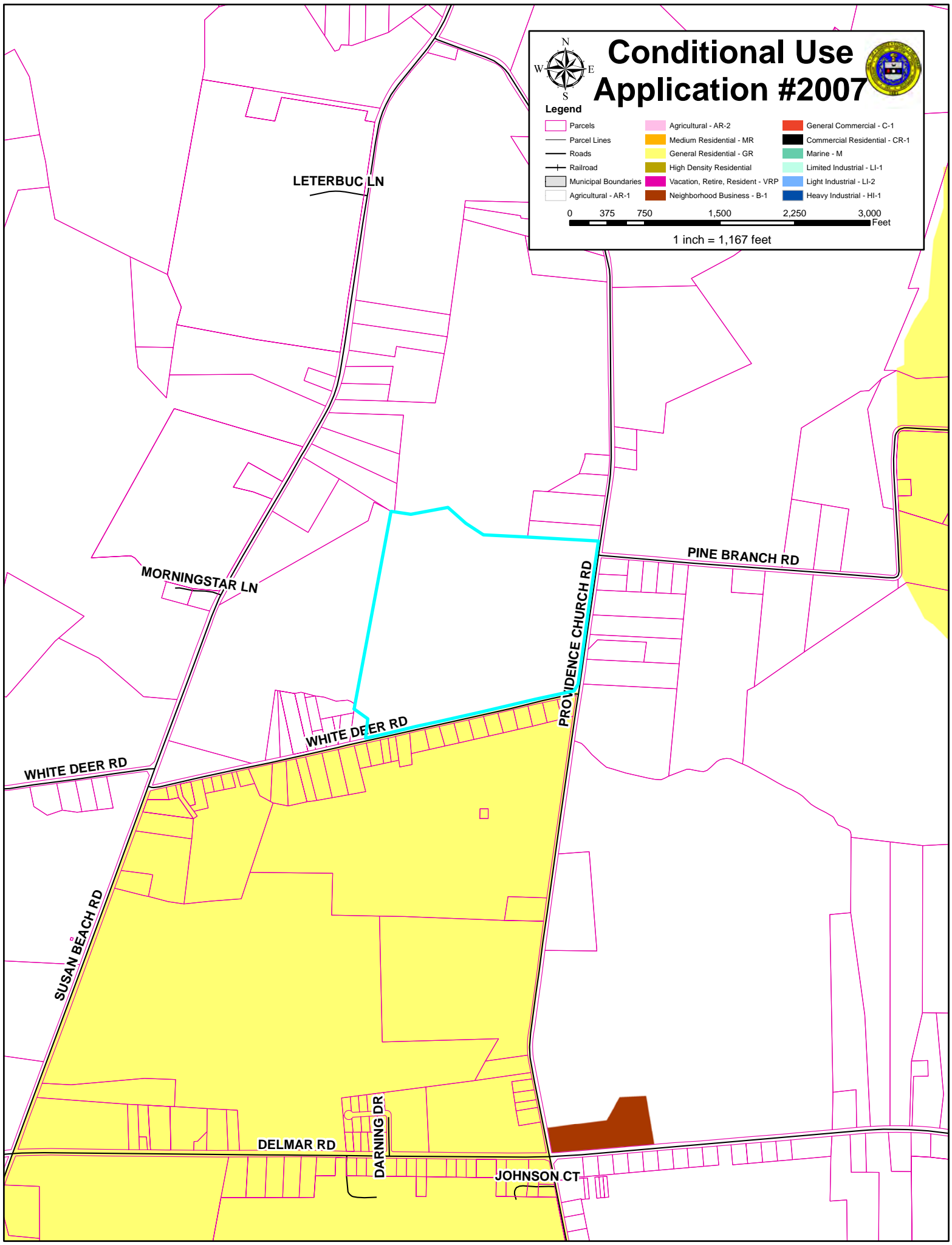
Commercial Residential - CR-1

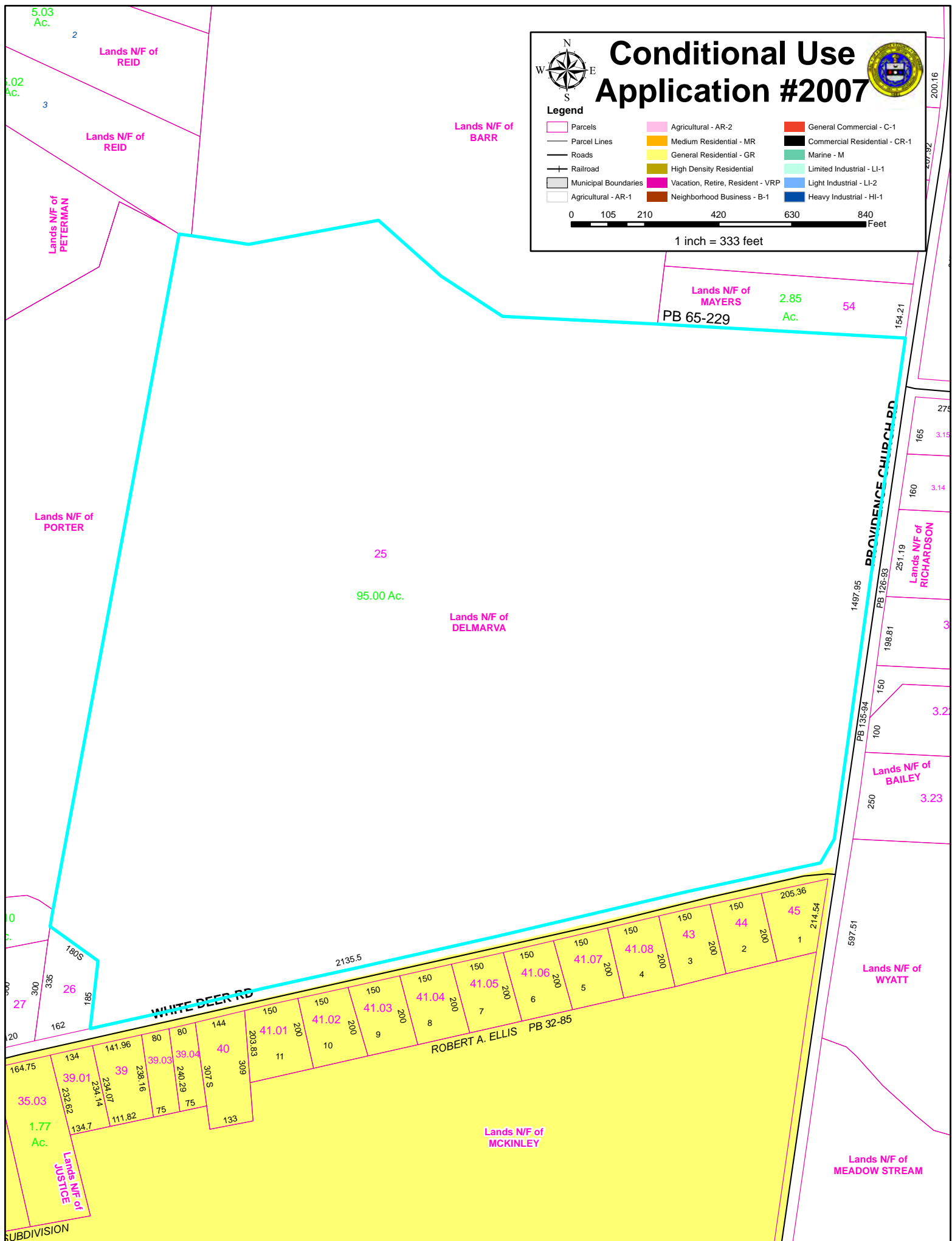
Marine - M

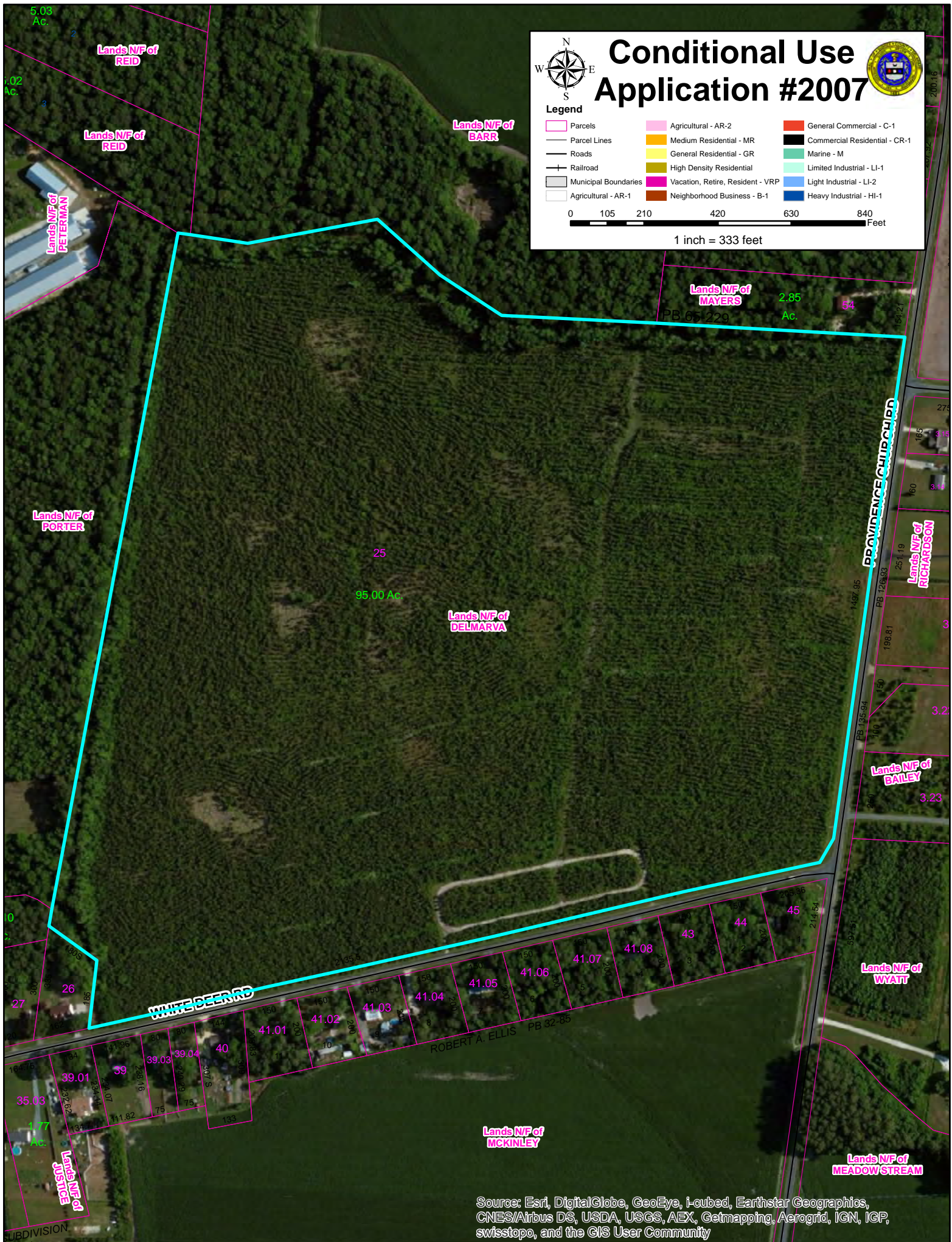
Limited Industrial - LI-1

Light Industrial - LI-2

Heavy Industrial - HI-1







Source: Esri, DigitalGlobe, GeoEye, i-cubed, Earthstar Geographics, CNES/Airbus DS, USDA, USGS, AEX, Getmapping, Aerogrid, IGN, IGP, swisstopo, and the GIS User Community

Introduced 12/09/14

Council District – Phillips - District No. 5

Tax I.D. No. 133-20.00-17.17

911 Address: 30102 Millsboro Highway, Millsboro

ORDINANCE NO. ____

AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN AN AR-1 AGRICULTURAL RESIDENTIAL DISTRICT TO OPERATE A TRUCKING BUSINESS AND PARKING OF VEHICLES TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN DAGSBORO HUNDRED, SUSSEX COUNTY, CONTAINING 35,011 SQUARE FEET, MORE OR LESS

WHEREAS, on the 27th day of October 2014, a conditional use application, denominated Conditional Use No. 2008 was filed on behalf of John Martin; and

WHEREAS, on the ____ day of _____ 2014, a public hearing was held, after notice, before the Planning and Zoning Commission of Sussex County and said Planning and Zoning Commission recommended that Conditional Use No. 2008 be _____; and

WHEREAS, on the ____ day of _____ 2014, a public hearing was held, after notice, before the County Council of Sussex County and the County Council of Sussex County determined, based on the findings of facts, that said conditional use is in accordance with the Comprehensive Development Plan and promotes the health, safety, morals, convenience, order, prosperity and welfare of the present and future inhabitants of Sussex County, and that the conditional use is for the general convenience and welfare of the inhabitants of Sussex County.


NOW, THEREFORE, THE COUNTY OF SUSSEX HEREBY ORDAINS:

Section 1. That Chapter 115, Article IV, Subsection 115-22, Code of Sussex County, be amended by adding the designation of Conditional Use No. 2008 as it applies to the property hereinafter described.

Section 2. The subject property is described as follows:

ALL that certain tract, piece or parcel of land, lying and being situate in Dagsboro Hundred, Sussex County, Delaware, and lying northwest of Millsboro Highway (Route 24) 300 feet northeast of Lewis Road (Road 409) and being more particularly described in Deed Book 3230, Page 229, in the Office of the Recorder of Deeds in and for Sussex County, said parcel containing 35,011 square feet, more or less.

This Ordinance shall take effect immediately upon its adoption by majority vote of all members of the County Council of Sussex County, Delaware.




Legend

- Parcels
- Parcel Lines
- Roads
- Railroad
- Municipal Boundaries
- Agricultural - AR-1

- Agricultural - AR-2
- Medium Residential - MR
- General Residential - GR
- High Density Residential
- Vacation, Retire, Resident - VRP
- Neighborhood Business - B-1

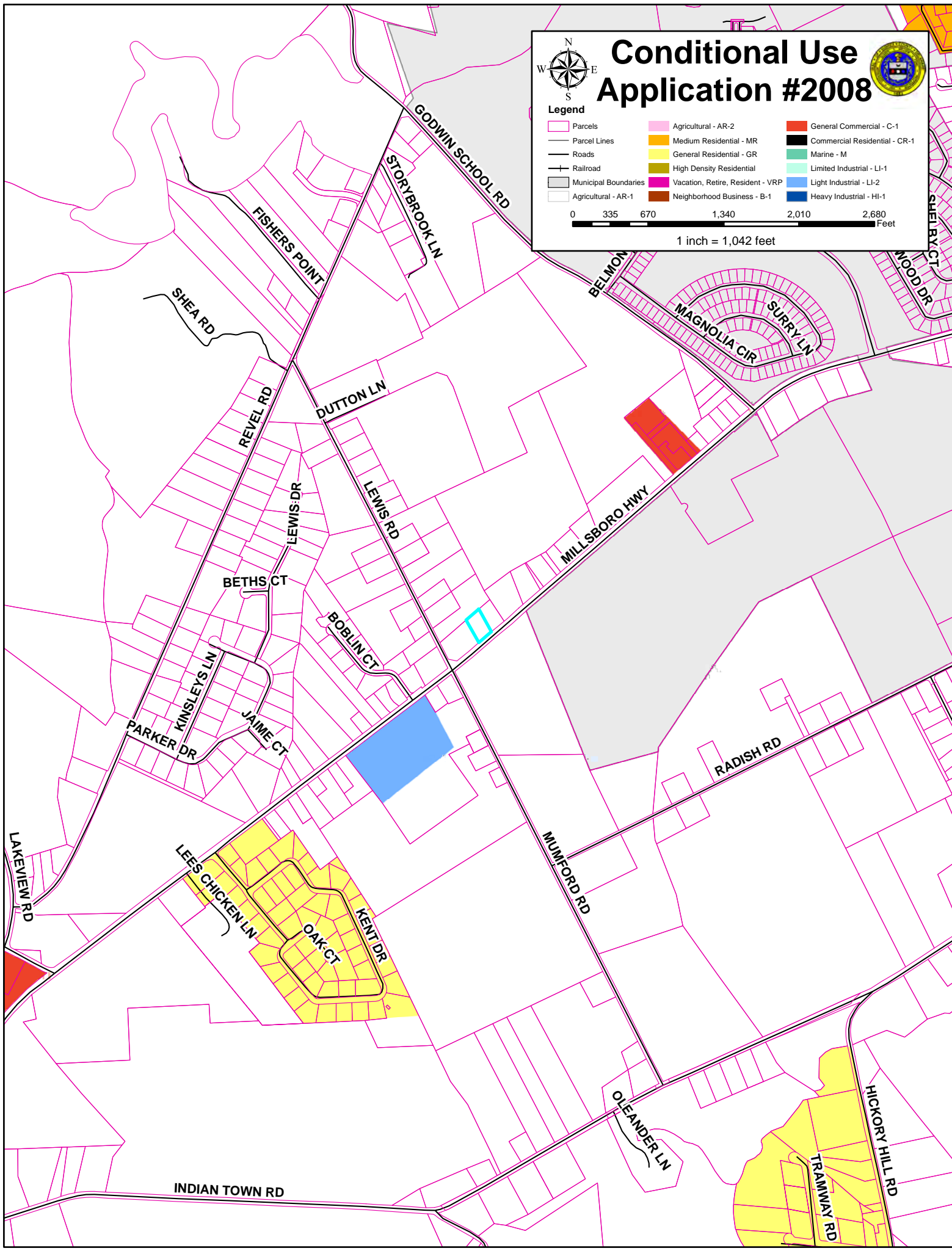
- General Commercial - C-1
- Commercial Residential - CR-1
- Marine - M
- Limited Industrial - LI-1
- Light Industrial - LI-2
- Heavy Industrial - HI-1



Conditional Use Application #2008

0 335 670 1,340 2,010 2,680 Feet

1 inch = 1,042 feet



Lands N/F of
TAYLOR

Lands N/F of
TAYLOR

18

Lands N/F of
LOFLAND

.08

17.07

2.52 Ac.

Lands N/F of
TRUITT



Legend

Parcels	Agricultural - AR-2	General Commercial - C-1
Parcel Lines	Medium Residential - MR	Commercial Residential - CR-1
Roads	General Residential - GR	Marine - M
Railroad	High Density Residential	Limited Industrial - LI-1
Municipal Boundaries	Vacation, Retire, Resident - VRP	Light Industrial - LI-2
Agricultural - AR-1	Neighborhood Business - B-1	Heavy Industrial - HI-1

0 20 40 80 120 160 Feet

1 inch = 67 feet



Conditional Use Application #2008

129.3

4

236.19

Lands N/F of
DONAWAY

17.18

150

3

240.2

Lands N/F of
MARTIN

17.17

150

2

17.16

Lands N/F of
CANTRELL

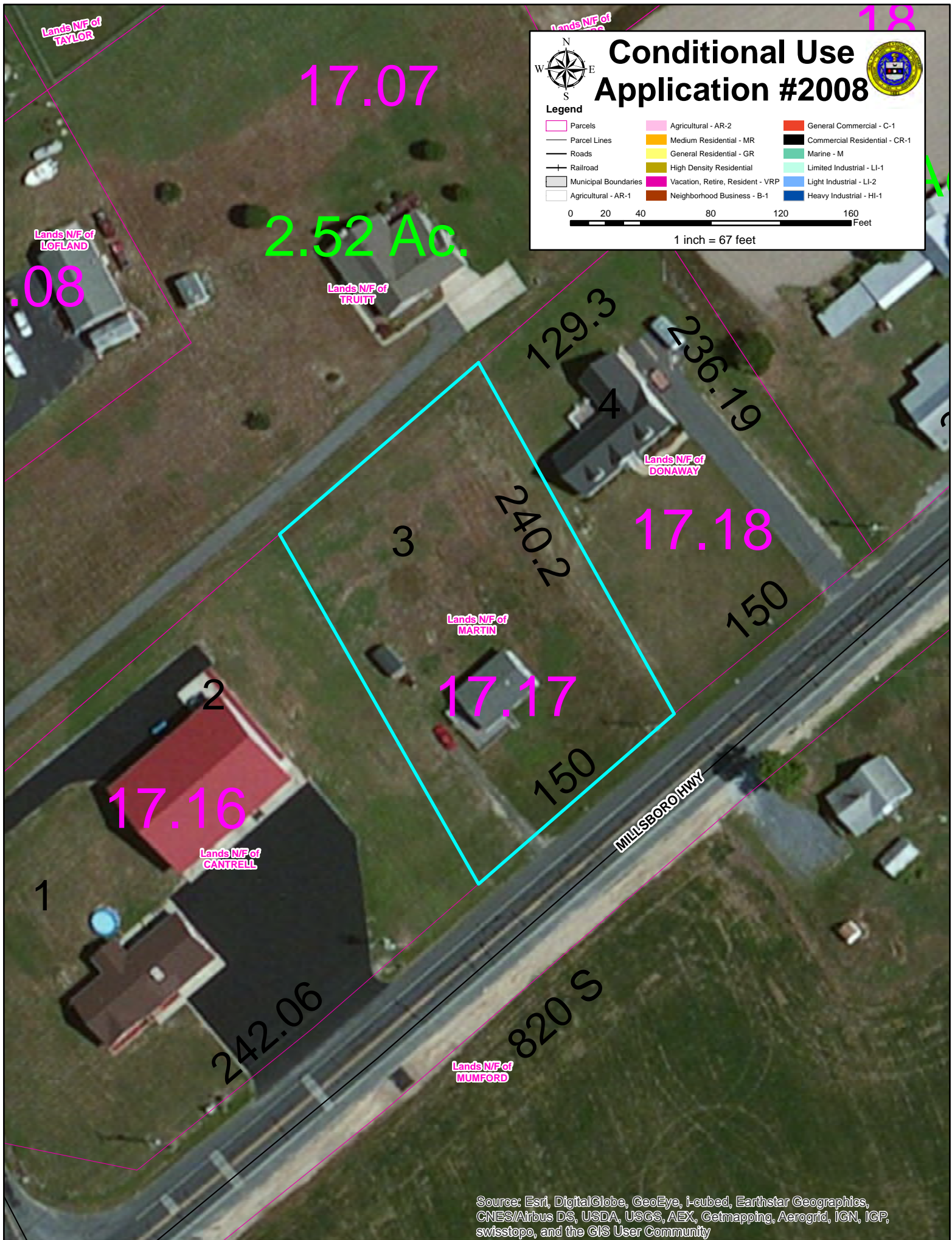
1

MILLSBORO HWY

242.06

820 S

Lands N/F of
MUMFORD



Introduced 12/16/14

Council District – Cole - District No. 4

Tax I.D. No. 334-13.00-325.02

911 Address: 19406 Coastal Highway, Rehoboth Beach

ORDINANCE NO. ____

AN ORDINANCE TO GRANT A CONDITIONAL USE OF LAND IN A C-1 GENERAL COMMERCIAL DISTRICT FOR A FOOD TRUCK (VENDOR) TO BE LOCATED ON A CERTAIN PARCEL OF LAND LYING AND BEING IN LEWES AND REHOBOTH HUNDRED, SUSSEX COUNTY, CONTAINING 20,271 SQUARE FEET, MORE OR LESS

WHEREAS, on the 28th day of October 2014, a conditional use application, denominated Conditional Use No. 2009 was filed on behalf of Josh Grapski; and

WHEREAS, on the ____ day of _____ 2015, a public hearing was held, after notice, before the Planning and Zoning Commission of Sussex County and said Planning and Zoning Commission recommended that Conditional Use No. 2009 be _____; and

WHEREAS, on the ____ day of _____ 2015, a public hearing was held, after notice, before the County Council of Sussex County and the County Council of Sussex County determined, based on the findings of facts, that said conditional use is in accordance with the Comprehensive Development Plan and promotes the health, safety, morals, convenience, order, prosperity and welfare of the present and future inhabitants of Sussex County, and that the conditional use is for the general convenience and welfare of the inhabitants of Sussex County.

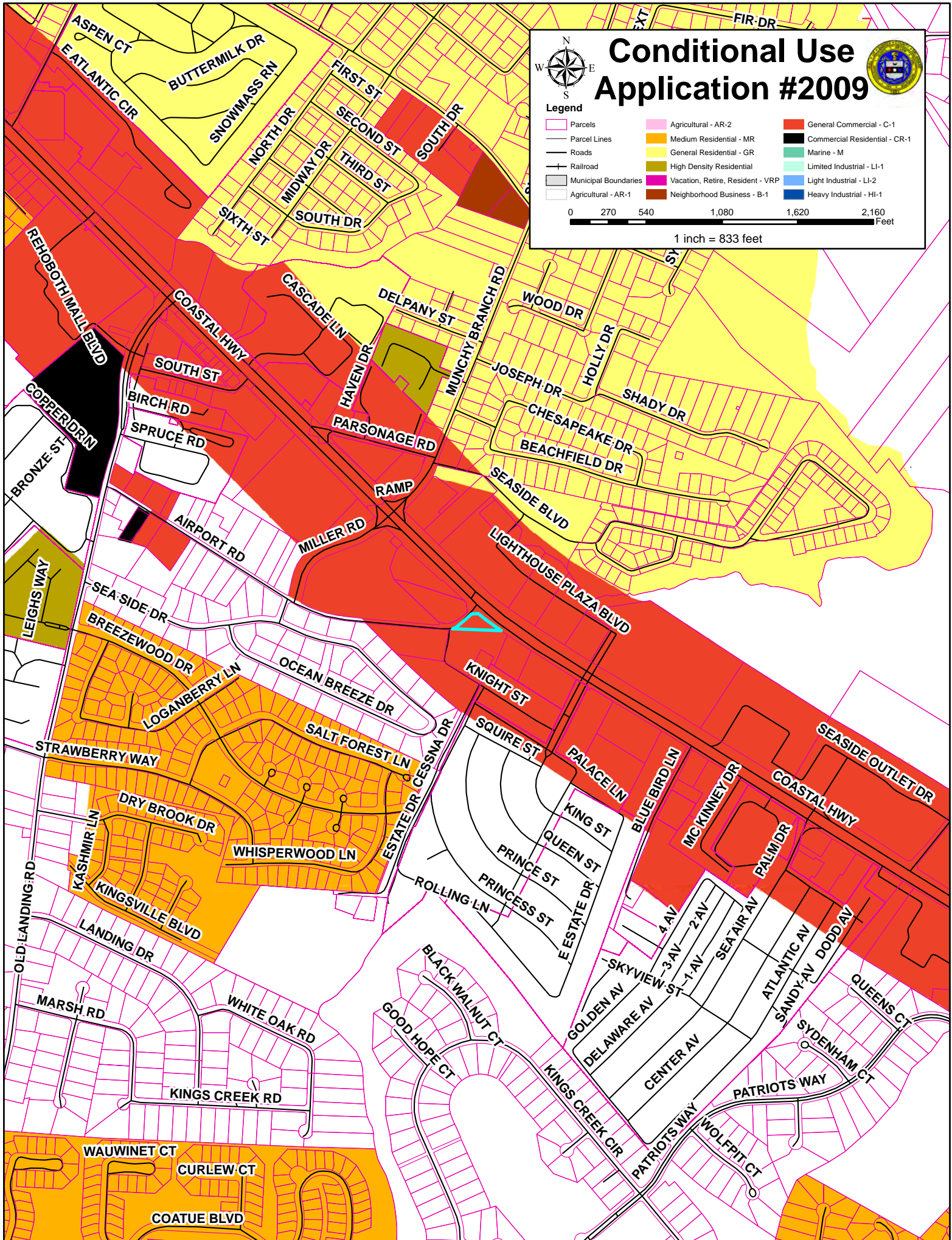
NOW, THEREFORE, THE COUNTY OF SUSSEX HEREBY ORDAINS:

Section 1. That Chapter 115, Article XI, Subsection 115-79, Code of Sussex County, be amended by adding the designation of Conditional Use No. 2009 as it applies to the property hereinafter described.

Section 2. The subject property is described as follows:

ALL that certain tract, piece or parcel of land, lying and being situate in Lewes and Rehoboth Hundred, Sussex County, Delaware, and lying southwest of Coastal Highway (Route One) and southeast of Airport Road (Road 275A) and being more particularly described in Deed Book 3014, Page 251, in the Office of the Recorder of Deeds in and for Sussex County, said parcel containing 20,271 square feet, more or less.

This Ordinance shall take effect immediately upon its adoption by majority vote of all members of the County Council of Sussex County, Delaware.




N
W
E
S

0204080120160
Feet

1 inch = 67 feet

Conditional Use
Application #2009



Legend

Parcels

Parcel Lines

Roads

Railroad

Municipal Boundaries

Agricultural - AR-1

Agricultural - AR-2

Medium Residential - MR

General Residential - GR

High Density Residential

Vacation, Retire, Resident - VRP

Neighborhood Business - B-1

General Commercial - C-1

Commercial Residential - CR-1

Marine - M

Limited Industrial - LI-1

Light Industrial - LI-2

Heavy Industrial - HI-1

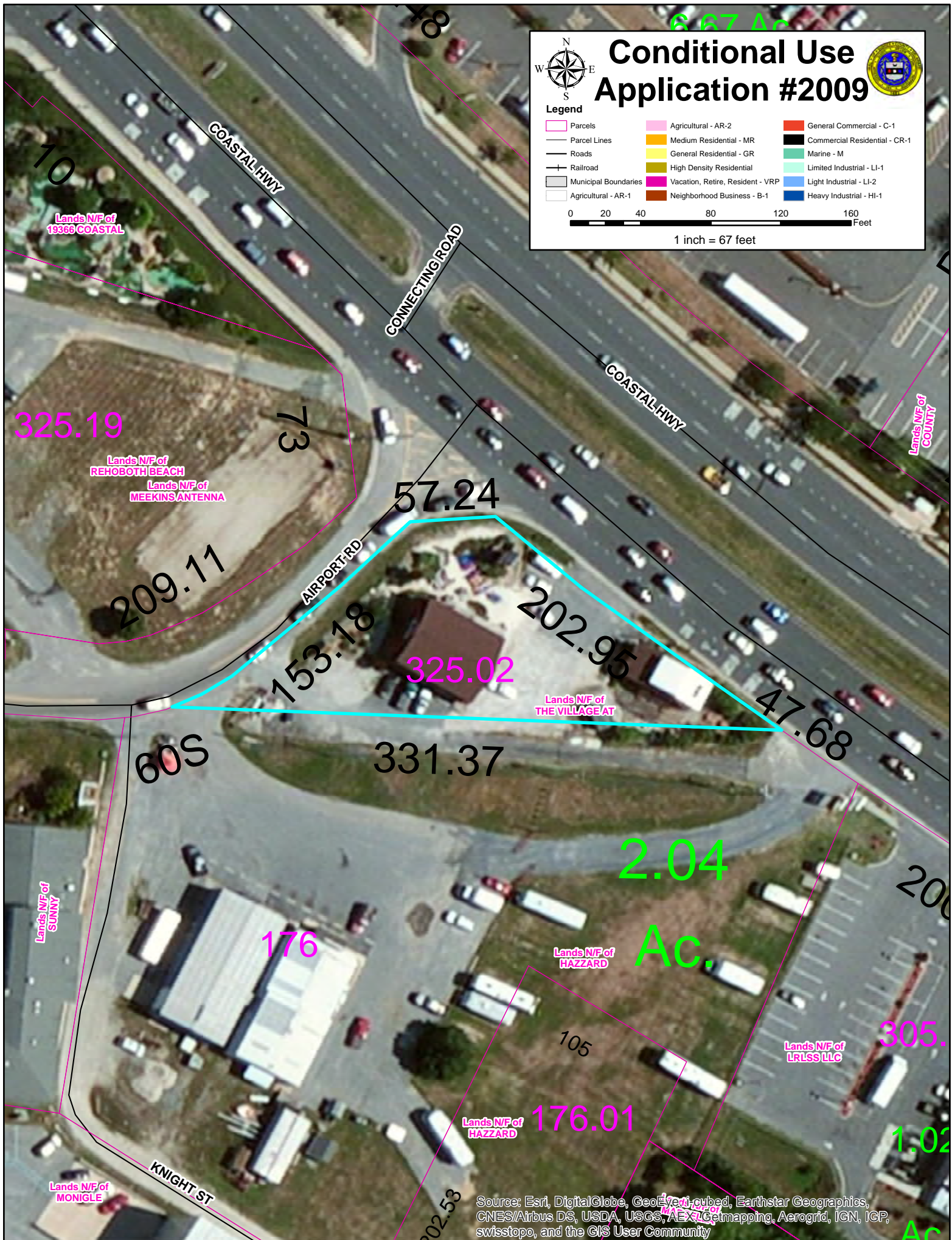
The map displays a network of land parcels, each labeled with its acreage and associated zoning or ownership information. A central parcel, outlined in cyan, has an area of 325.02 acres and is zoned Agricultural - AR-1. Surrounding parcels include:

- Parcel 325.19 (Agricultural - AR-1) to the northwest, labeled "Lands N/F of 19366 COASTAL".
- Parcel 209.11 (Agricultural - AR-1) to the west, labeled "Lands N/F of REHOBOTH BEACH" and "Lands N/F of MEEKINS ANTENNA".
- Parcel 57.24 (Agricultural - AR-1) to the northeast, labeled "Lands N/F of THE VILLAGE AT".
- Parcel 202.95 (Agricultural - AR-1) to the east, labeled "Lands N/F of HAZZARD".
- Parcel 47.68 (Agricultural - AR-1) to the southeast, labeled "Lands N/F of LRLSS LLC".
- Parcel 2.04 (Agricultural - AR-1) to the south, labeled "Lands N/F of HAZZARD".
- Parcel 176 (Agricultural - AR-1) to the southwest, labeled "Lands N/F of MONIGLE".
- Parcel 105 (Agricultural - AR-1) to the south, labeled "Lands N/F of MARSELLA".
- Parcel 305.1 (Agricultural - AR-1) to the southeast, labeled "Lands N/F of MARSELLA".
- Parcel 176.01 (Agricultural - AR-1) to the south, labeled "Lands N/F of HAZZARD".
- Parcel 202.53 (Agricultural - AR-1) to the southwest, labeled "Lands N/F of HAZZARD".

Key roads and features include:

- COASTAL HWY (running diagonally from the top left to the bottom right).
- CONNECTING ROAD (running diagonally from the top center to the bottom right).
- AIRPORT RD (running diagonally from the top center to the bottom left).
- KNIGHT ST (running diagonally from the bottom left to the bottom right).
- 60S (a road segment on the left side).
- 73 (a road segment in the upper left).
- 48 (a road segment at the top).
- 10 (a road segment on the far left).

The map also includes a legend, a scale bar (1 inch = 67 feet), and a north arrow.



Source: Esri, DigitalGlobe, GeoEye, i-cubed, Earthstar Geographics, CNES/Airbus DS, USDA, USGS, AeroGRID, IGN, IGP, swisstopo, and the GIS User Community