

**REGULAR MEETING OF WILMINGTON CITY COUNCIL
SEPTEMBER 13, 2018 @ 6:30 P.M.**

**Council Chambers
Louis L. Redding City/County Building
800 N. French Street - Wilmington, DE 19801
www.WilmingtonDe.gov or www.WITN22.org**

AGENDA

- I. Call to Order**
 - Prayer**
 - Pledge of Allegiance**
 - Roll Call**
- II. Approval of Minutes**
- III. Committee Reports**
- IV. Acceptance of Treasurer's Report**
- V. Non-Legislative Business**

McCoy	Recognize Nicole DeAngelo
McCoy	Recognize Doris Redding
Oliver	Sympathy Gumersinda (Josefa) Lahoz
Shabazz	Sympathy Addie Lee McCants
Williams	Sympathy John Farrace

VI. Legislative Business

SHABAZZ (Chukwuocha presenting on behalf of Shabazz)

#4568 An Ordinance to Amend Chapter 2 of the City Code to Update the Ethics Provisions **(1st & 2nd Reading)**

Synopsis: *This Ordinance is being presented by the Administration and City Council, at the recommendation of the Wilmington Ethics Commission, for City Council's review and approval. This Ordinance is part of a comprehensive set of revisions to the City Code to repeal certain provisions that are no longer necessary or appropriate and to amend sections that require clarification or updating. Additionally, it includes substantive recommendations from the City Ethics Commission to improve and modernize ethics requirements in the City. This Ordinance amends Chapter 2, Article V, Division 6 to make the following substantive changes: (1) changes the title from Code of Conduct to Code of Ethics to more accurately reflect the substance of the code; (2) provides an updated definitions section to improve clarity of the code; (3) requires the Ethics Commission to make advisory opinions publicly available in a form redacted to protect the name of the requester, which will help educate the public and city employees; (4) eliminates the practice of permitting an absence of conflict of*

interest affidavit, which is not in keeping with best practices of financial disclosures; (5) changes the annual filing deadline to May 1 to ensure filers have received all financial and tax documents to help them make accurate disclosures; (6) amends those required complete financial disclosures to include members of certain boards and commission in addition to all elected officials and appointed officials to improve transparency; (7) requires financial disclosures of household members to improve transparency; (8) lowers the thresholds for certain income related financial disclosures to improve transparency; (9) amends the gift disclosure to include the aggregate value of gifts from a particular source over the calendar year to improve transparency; (10) revises the co-signed loans disclosure to require disclosure of the co-signer to improve transparency; (11) adds a real property disclosure for property involving city expenditure which ensures transparency of such acts; and (12) adds a requirement to disclose board service, which is in keeping with best practices.

HARLEE

#4569 A Resolution Approving a Grant Application by the Department of Public Works to the National Fish and Wildlife Foundation to Support the South Wilmington Wetlands Restoration and Conservation Project

Synopsis: *This Resolution is being presented by the Administration for City Council's review and approval. If approved, Council will be authorizing the Department of Public Works' application for a grant from the National Fish and Wildlife Foundation in the amount of \$2,999,972.00. The funds will be used to support the Wetlands Restoration and Conservation Project. A 100% match is required and the City intends to fund the match through a State Revolving Fund Loan.*

#4570 An Ordinance to Approve the Removal of Alico Road from the Official City Map
(1st & 2nd Reading)

Synopsis: *This Ordinance is being presented by the Administration for City Council's review and approval. This Ordinance authorizes the removal of Alico Road from the Official City Map.*

FREEL

#4567 Ord. 18-042 Authorize and Approve a Volume Licensing Agreement between the City of Wilmington and Microsoft Corporation for Microsoft Computer Software **(3rd & Final Reading)**

Synopsis: *This Ordinance is being presented by the Administration for Council's review and approval. This Ordinance authorizes the execution of a Volume Licensing Agreement with Microsoft Corporation to purchase Microsoft computer software licenses for the City's desktop computers for the period of three (3) years at an estimated price of Three Hundred One Thousand Nine Hundred Eighty-One Dollars and Seventy-Four Cents (\$301,981.74) per year for a total estimated price of Nine Hundred Five Thousand Nine Hundred Forty-Five Dollars and*

Twenty-Two Cents (\$905,945.22), with the possibility of one (1) extension of three (3) years thereafter, at the option of the City.

- #4571 An Ordinance to Amend Chapter 2 of the City Code to Establish (I) a Tax Stabilization Reserve within the General Fund and (II) an Operation and Maintenance Reserve and a Rate Stabilization Reserve within the Water/Sewer Fund **(1st & 2nd Reading)**

Synopsis: *This Ordinance is being presented by the Administration for Council's review and approval. This Ordinance amends Chapter 2 of the City Code by establishing three reserves in order to: (i) maintain the financial stability of the City; (ii) provide citizens with essential and quality services; and (iii) limit the need to increase taxes or water/sewer rates. First, it creates a tax stabilization reserve in the general fund to provide a reserve to pay City obligations and limit the need to increase taxes. Second, it creates an operation and maintenance reserve in the water/sewer fund to provide funding in the event of adverse economic conditions or a public emergency that impacts the operations and maintenance of the water/sewer fund such that immediate action is required. Third, it creates a rate stabilization reserve within the water/sewer fund to provide a reserve to pay City water/sewer obligations and limit the need to increase water/sewer rates. Finally, this Ordinance addresses certain housekeeping matters, including (i) the replacement of the term "undesignated" in current Section 2-378 of the City Code (which will be renumbered as Section 2-376.2) with the term "unrestricted" because the term "undesignated" is outdated and the term "unrestricted" is more appropriate and (ii) the renumbering of certain Sections and Divisions of Chapter 2 of the City Code for continuity purposes and to retain sufficient reserved Sections for potential future amendments to the City Code. This Ordinance shall be deemed effective as of June 30, 2018.*

GUY

- #4556 Ord. 18-037 Authorizing the Issuance of the City's General Obligation Bond (Wetland Park Project), Series of 2018B-WPCRF in Order to Provide the Funds Necessary for the City's Wetland Park Project; Providing for the Sale of the Bond; and Authorizing Other Necessary Action **(3rd & Final Reading)**

Synopsis: *This Ordinance is being presented by City Council for Council's review and approval. This Ordinance is being presented by the City Treasurer's Office for Council's review and approval. This Ordinance authorizes the issuance of the City's General Obligation Bond Series of 2018B-WPCRF, in an amount not to exceed \$15,107,399 (the "2018B Bond"). The 2018B Bond which will be sold to the Delaware Water Pollution Control Revolving Fund in order to finance capital projects of the City, specifically, the Wetland Park Project.*

- #4557 Ord. 18-038 Authorizing the Issuance of the City's General Obligation Bond, Series of 2018C-WPCRF in Order to Provide the Funds Necessary for the City's Sewer Separation Projects & Flow Monitoring; Providing for the Sale of the Bond; and Authorizing Other Necessary Action **(3rd & Final Reading)**

Synopsis: *This Ordinance is being presented by City Council for Council's review and approval. This Ordinance is being presented by the City Treasurer's Office for Council's review and approval. This Ordinance authorizes the issuance of the City's General Obligation Bond, Series of 2018C-WPCRF, in an amount not to exceed \$1,206,460 (The "2018C Bond"). The bonds which will be sold to the Delaware Water Pollution Control Revolving Fund in order to: Finance Capital Projects of the City, specifically, the Sewer Separation Projects and Flow Monitoring.*

VII. Petitions and Communications

VIII. Adjournment

**AN ORDINANCE TO AMEND CHAPTER 2 OF THE CITY CODE TO UPDATE
THE ETHICS PROVISIONS**

#4568

**Sponsor:
Council
President
Shabazz**

**Co-Sponsors:
Council
Members
Chukwuocha
Freel
Oliver
Williams
Walsh**

WHEREAS, this Ordinance is part of a comprehensive set of revisions to the City Code to repeal certain provisions that are no longer necessary or appropriate and to amend sections that require clarification or updating; and

WHEREAS, pursuant to Sec. 2-344 of the City Code, the City Ethics Commission is empowered to make recommendations to the Mayor and City Council regarding the conduct for public employees and officials; and

WHEREAS, at its August 14, 2018 meeting, the City Ethics Commission discussed and unanimously approved several recommendations for changes to the City Employees' and Elected and Appointed Officials Code of Conduct, including renaming it City Ethics Requirements, and through a letter to the Mayor and Council recommended the proposed amendments to Chapter 2 of the City Code contained in this Ordinance; and

WHEREAS, City Council seeks to establish and encourage standards of ethical conduct in City government; and

WHEREAS, City Council seeks to provide clear, consistent guidance with respect to such standards by clarifying the City Code through defined terms, and by directing the Ethics Commission to create redacted versions of future advisory opinions available for public inspection; and

WHEREAS, City Council intends to improve government transparency, follow best practices, and improve the disclosure of potential conflicts of interest through updated financial disclosure requirements for elected officials, appointed officials, honorary officials,

and members of certain boards and commissions that are adjudicatory or play a significant role in policymaking; and

WHEREAS, City Council seeks to set an annual due date for financial disclosures that facilitates accurate reporting; and

WHEREAS, City Council deems it necessary and proper to amend Chapter 2 of the City Code to effectuate these changes.

**NOW, THEREFORE, THE COUNCIL OF THE CITY OF WILMINGTON
HEREBY ORDAINS:**

SECTION 1. Division 6 of Chapter 2, Article 5 is renamed City Ethics Requirements.

SECTION 2. Section 2-336 of the City Code, entitled “Title” is amended by deleting the stricken language and adding the underlined language to read as follows:

This division and the sections thereof shall be known as the City Ethics Requirements ~~Employees’ and Elected and Appointed Officials Code of Conduct.~~

SECTION 3. Section 2-337 of the City Code, entitled “Definitions” is amended by deleting the stricken language and adding the underlined language to read as follows:

Appointed official means a city employee who is appointed by an elected official or appointed official.

City agency means any office, department, board, commission, committee, or entity of the city, ~~or of the mayor, or and city council of the city.~~

City employee means any person who receives compensation as an employee of the city or of a city agency; or who serves as an appointed member, trustee, director or the like of any city agency and who receives or reasonably expects to receive more than \$5,000.00 in compensation for such service in a calendar year, not including any reimbursement for expenses. "City employee" does not include honorary ~~city~~ officials.

Close relative means a person's domestic partner or parents, spouse, children, siblings by blood (whole or half), adoption or marriage ~~natural or adopted, and siblings of the whole and half blood.~~

Commission or ethics commission means the city ethics commission established by this division.

Compensation means any money, thing of value or any other economic benefit of any kind or nature whatsoever conferred on or received by any person in return for services rendered or to be rendered by himself or another.

Elected official means a person who is the mayor, treasurer, council president or a member of council.

Family member means a domestic partner or a person related by blood (whole or half), adoption, or marriage.

Filers means all persons identified in Sec. 2-345.1(b).

Financial interest in private enterprise means that a person:

(1) Has a legal or equitable ownership interest in the enterprise of more than ten percent (one percent or more in the case of a corporation whose stock is regularly traded on an established securities market);

(2) Is associated with the enterprise and received from the enterprise during the last calendar year or might reasonably be expected to receive from the enterprise during the current or the next calendar year income in excess of \$5,000.00 for services as an employee, officer, director, trustee or independent contractor; or

(3) Is a creditor of a private enterprise in an amount equal to ten percent or more of the debt of that enterprise (one percent or more in the case of a corporation whose securities are regularly traded on an established securities market).

Household member means a domestic partner or an adult family member, who lives in the same residence, domicile, home, or apartment as the city employee, elected official, appointed official, or honorary official.

Honorary ~~city~~ official means a person who serves only in an honorary capacity as an appointed member, trustee, director or the like of any city agency and who receives or reasonably expects to receive no compensation or not more than \$5,000.00 in compensation for such service in a calendar year, not including any reimbursement for expenses.

Matter means any application, petition, request, business dealing or transaction of any sort.

Personal or private interest means an interest which tends to impair a person's independence of judgment in the performance of his or her duties with respect to that matter such as (1) any vote, action or inaction that would result in a financial benefit or detriment to accrue to the person or a close relative to a greater extent than such benefit or detriment would accrue to others who are members of the same class or group of persons; or (2) the person or a close relative has a financial interest in a private enterprise which enterprise or interest would be affected by any vote, action or

inaction on a matter to a lesser or greater extent than like enterprises or other interests in the same enterprise.

Private enterprise means any activity conducted by any person, whether conducted for profit or not for profit and includes the ownership of real or personal property. Private enterprise does not include any activity of the state or of any political subdivision or of any agency, authority or instrumentality thereof, or, more specifically, of the city or of any department, agency, board, commission, authority, or instrumentality thereof.

~~*Officer means:*~~

~~(1) The mayor;~~

~~(2) The president and all members of city council;~~

~~(3) The city treasurer;~~

~~(4) All city department heads, including the city clerk, the director of public safety, the budget director, and the director of planning;~~

~~(5) The chief judge and associate judges of the municipal court and all court commissioners; and~~

~~(6) The appointed and ex-officio members of city boards and commissions.~~

SECTION 4. Section 2-339 of the City Code, entitled “Legislative findings and statement of policy” is amended by deleting the stricken language and adding the underlined language to read as follows:

(a) *Generally.* The city council finds and declares as matters of public policy goals and objectives for all ~~city~~ elected officials, ~~and~~ appointed officials, city employees and honorary ~~city~~ officials; the provisions of this section.

(b) *The public trust.* In our democratic form of government, the conduct of all elected officials, appointed officials, city employees and honorary officials ~~officers and employees of the city~~ must hold the respect and confidence of the people. They must, therefore, avoid conduct which is in violation of their public trust or which creates a justifiable impression among the public that such trust is being violated.

(c) *Standards.* To ensure propriety and to preserve public confidence, all elected officials, appointed officials, city employees and honorary officials ~~officers and employees of the city~~ must have the benefit of specific standards to guide their conduct, and of some disciplinary mechanisms to guarantee uniform maintenance of those standards. Some standards of this type are so vital to government that violation thereof should subject the violator to criminal penalties.

(d) *Public service.* In our democratic form of government, it is both necessary and desirable that all citizens should be encouraged to assume public office and employment, and that, therefore, the activities of all elected officials, appointed officials, city employees and honorary officials ~~officers and employees of the city~~ should not be unduly limited ~~circumscribed~~.

(e) *Performance of duty.*

(1) Elected officials, appointed officials ~~and appointed city officers~~ and city employees shall promote the delivery of the highest level of quality service to all city residents, and shall promote a professional and efficient interchange of services and information between their respective city departments.

(2) Elected officials ~~city officers~~ are obligated to uphold the fundamental legal principles of our system of government, as set forth in the United States Constitution, the state Constitution, and the city charter, as well as all applicable provisions of federal, state and local law and court decisions. They are bound to do so, and the failure to so act shall constitute malfeasance in office.

(3) No city employee shall be penalized, disciplined or dismissed by any other city employee or appointed or elected officer for performing his or her duties in accordance with the city charter, the city Code or established city policy. Any city employee who believes that he or she has been penalized, disciplined or dismissed as the result of the performance of his or her duties may seek redress through the city's personnel grievance and appeals process.

(f) *Duty to report.*

(1) Whenever any elected official, ~~or appointed official city officer~~ or city employee is required in the normal course of his or her employment to provide information to the city council, the mayor's office, or to any city department, board or commission, such information shall be provided in a complete and accurate manner.

(2) Any elected official, ~~or appointed official city officer~~ or city employee who is aware of a material deficiency in the delivery of services to city residents or between departments, or is aware of a condition or circumstance which necessitates an appropriate response by city government shall report such matter to the appropriate city department in order that appropriate action may be taken.

(3) Elected officials, ~~or appointed officials city officer~~ or city employees in supervisory capacities shall encourage input from city employees regarding the operation of their respective departments. They should also recognize those city employees who contribute in significant ways to the improvement of city services or to the operational quality of their respective departments.

(g) ~~Deleted Abuse of office.~~

~~(1) No elected official city officer shall agree to sponsor legislation, or to influence in any manner, the formulation or passage of legislation in exchange for political contributions or promises thereof.~~

~~(2) No elected official city officer shall vote for, or promote in any manner whatsoever, legislation affecting any subject matter in which he or she has a substantial personal or private interest. Any such interest shall be disclosed by said elected official officer prior to a vote on any such legislation, and said elected officer shall vote "present" when called upon to vote.~~

~~(3) No elected official, or appointed official city officer or city employee shall utilize the influence of his or her office or position for personal pecuniary gain, or to unduly influence the behavior of others, or to avoid the legal consequences of his or her personal conduct.~~

(h) *Fairness.*

(1) Elected officials, ~~and~~ appointed officials, honorary officials ~~city officers~~ and city employees shall strive for the highest standard of fairness in all of their activities.

(2) In the workplace, elected officials, appointed officials, honorary officials ~~such city officers~~ and city employees should strive for the fair application of employment conditions and policies, and attempt to create a working environment in which all persons can achieve their full potential.

(3) When providing city services, elected officials, appointed officials, honorary officials ~~such city officers~~ and city employees shall strive to ensure that city services are provided equally to all members of the community. In so doing, ~~they such city officers and employees~~ should attempt to address barriers to such services which may arise due to conditions of poverty, conditions of disability or special needs, or to the effects of past patterns of discrimination.

(4) This standard of fairness shall also imply a commitment by elected officials, appointed officials, honorary officials ~~and appointed city officers~~ and city employees to prevent and eliminate any and all discrimination in any action by the city government itself, or by any of its departments, boards, commissions, agencies or any other of its authorized entities on the basis of race, creed, color, national origin, age, religion, sex, sexual orientation, marital status, economic status, gender identity, or handicap or other disability.

(i) *Use of private information.* In the course of their official responsibilities, elected officials, appointed officials, honorary officials ~~and appointed city officers~~ and city employees are often privy to categories of information which are of a private nature and are legally protected from public disclosure. Elected officials, and appointed officials, and honorary officials ~~city officers~~ and city employees shall maintain the privacy of such information, and they shall not take advantage of such information for personal gain, or the personal gain of friends or a family member.

(j) *Use of illegal drugs.* Illegal drug use poses a threat to the individual user, to the user's co-workers, and to the general public. Elected officials, and appointed officials ~~city officers~~ and city employees shall commit themselves to ensuring that the city's work force and work environment are drug free. All city employees, elected officials, and appointed officials ~~except elected officials and municipal court judges~~, are subject to the provisions of chapter 40 of this Code. In all cases, any conviction of the

provisions of the state code, the Uniform Controlled Substances Act (16 Del. C. § 4701 et seq.), shall be deemed to be a crime of moral turpitude.

SECTION 5. Section 2-340 of the City Code, entitled “Prohibitions relating to conflicts of interest and political activities” is amended by deleting the stricken language and adding the underlined language to read as follows:

(a) Restrictions on exercise of official authority.

(1) No city employee, elected official, appointed official ~~officer~~ or honorary ~~city~~ official may participate on behalf of the city in the review or disposition of any matter pending before the city in which he or she has a personal or private interest, provided, that upon request from any person with official responsibility with respect to the matter, any such person who has such a personal or private interest may nevertheless respond to questions concerning any such matter. ~~A personal or private interest in a matter is an interest which tends to impair a person's independence of judgment in the performance of his or her duties with respect to that matter.~~

(2) ~~Deleted~~ ~~A person has an interest which tends to impair his or her independence of judgment in the performance of his or her duties with respect to any matter when:~~

~~a. Any action or inaction with respect to the matter would result in a financial benefit or detriment to accrue to the person or a close relative to a greater extent than such benefit or detriment would accrue to others who are members of the same class or group of persons; or~~

~~b. The person or a close relative has a financial interest in a private enterprise which enterprise or interest would be affected by any action or inaction on a matter to a lesser or greater extent than like enterprises or other interests in the same enterprise.~~

(3) In any case where a person has a statutory responsibility with respect to action or nonaction on any matter where he or she has a personal or private interest and there is no provision for the delegation of such responsibility to another person, the person may exercise responsibility with respect to such matter, provided, that promptly after becoming aware of such personal or private ~~conflict of~~ interest, he or she must files a written statement with the ethics commission fully disclosing the personal or private interest and explaining why it is not possible to delegate responsibility for the matter to another person.

(b) Restrictions on representing another's interest before the city.

(1) No ~~city employee, officer or~~ honorary ~~city~~ official may represent or otherwise assist any private enterprise with respect to any matter before the city agency with which the ~~employee, officer or~~ honorary official is associated by ~~employment or~~ appointment.

(2) No city employee, ~~officer or honorary city~~ elected official or appointed official may represent or otherwise assist any private enterprise with respect to any matter before the city.

(3) This subsection shall not preclude any city employee, elected official, appointed official, city officer or honorary city official from ~~appearing before the city or otherwise assisting any private enterprise with respect to any matter in~~ the exercise of his or her official duties.

(c) Restrictions on contracting with the city.

(1) No ~~city officer or~~ elected official, appointed official or city employee shall benefit from or be interested in any contract with the city, nor solicit any contract and shall not enter into any contract with the city (other than an employment contract).

(2) No private enterprise in which an ~~city officer~~ elected official, appointed official or city employee has a legal or equitable ownership of more than 20 percent (more than one percent in the case of a corporation whose stock is regularly traded on an established securities market) shall enter into any contract with the city, other than an employment contract.

(d) Postemployment restrictions. No person who has served as a city employee, ~~city officer~~ elected official, appointed official or honorary city official shall represent or otherwise assist any private enterprise on any matter involving the city, for a period of two years after termination of his or her employment or elected or appointed status with the city, if he or she gave an opinion, conducted an investigation or otherwise was directly and materially responsible for such matter in the course of his or her official duties as a city employee, ~~officer~~ elected official, appointed official or honorary official.

(e) Unauthorized disclosure of confidential information. No person shall disclose any information required to be maintained confidential by the commission under sections 2-341(d), 2-342(b) or 2-345 of this chapter.

(f) Abuse of office.

(1) No elected official ~~city officer~~ shall agree to sponsor legislation, or to influence in any manner, the formulation or passage of legislation in exchange for political contributions or promises thereof.

(2) No elected official ~~city officer~~ shall vote for, or promote in any manner whatsoever, legislation affecting any subject matter in which he or she has a substantial personal or private interest. Any such interest shall be disclosed by said elected officer prior to a vote on any such legislation, and ~~said~~ elected official ~~officer~~ shall vote "present" when called upon to vote.

(3) No elected official, or appointed official ~~city officer~~ or city employee shall utilize the influence of his or her office or position for personal pecuniary gain, or to unduly influence the behavior of others, or to avoid the legal consequences of his or her personal conduct.

(4)

a. *Conduct of appointed officials ~~city officers~~/city employees:* Appointed officials and ~~city officers or~~ city employees are prohibited under this section from engaging in

certain political activities during scheduled work hours or at any other time while present at a city facility or in a city vehicle or wearing an official city uniform. The prohibited activities by appointed ~~city officials~~ officers and city employees are:

- (1) Seeking to influence the giving or withholding of a vote for, any candidates in any general, special or primary election;
- (2) Soliciting monetary or other contributions on behalf of any political party, political action committee or candidate for public office;
- (3) Using e-mail for political campaign purposes during scheduled work hours or while present in a city facility;
- (4) Using any city resources for the activities described in 1, 2, 3; or,
- (5) Directing, ordering or otherwise coercing any elected official, appointed official ~~city officer~~ or city employee to violate this section.

Scheduled meetings of city council and its committees shall be considered the scheduled work hours for elected officials ~~council members, the mayor, the city treasurer, and all other city officers~~ and city employees in attendance on city business.

b. *Conduct of elected officials:* Elected officials are prohibited under this section from engaging in certain political activities during scheduled work hours or while present in a city facility. The prohibited activities for elected officials under this section (f)(4)(b) are:

- (1) Arranging, participating or directing others to engage in the conduct of any political phone bank. A violation of this section shall occur when two or more phones are used simultaneously for political campaigning purposes by city employees or others within or outside a city facility during the scheduled work hours of the participants;
- (2) Distributing or directing city employees to distribute campaign literature during scheduled work hours or while present in a city facility;
- (3) Erecting or directing city employees to erect campaign lawn signs during scheduled work hours or while present in a city facility; or
- (4) Using e-mail for political campaign purposes during scheduled work hours or while present in a city facility; or
- (5) Ordering or otherwise coercing any elected official, appointed official ~~city officer~~ or city employee to violate this section.

(g) *Criminal sanctions.*

- (1) Any person who knowingly or ~~wilfully~~ willfully violates any provision of this section shall be guilty of a Class A misdemeanor for which punishment may include up to 1 year incarceration at Level V and such fine up to \$2,300, restitution or other conditions as the court deems appropriate. ~~punishable for each such violation by imprisonment of not more than one year and by a fine not to exceed 10,000.00.~~
- (2) A prosecution for a violation of this section shall be subject to the time limitations of 11 Del. C. § 205.

(h) *Contracts voidable by court action.* In addition to any other penalty provided by law, any contract entered into by the city or any city agency in violation of this division shall be voidable by the city or city agency; provided, that in determining whether any court action should be taken to void such a contract pursuant to this division, the city or city agency shall consider the interests of innocent third parties who may be damaged thereby. Any court action to void any transaction must be initiated within 30 days after the city or city agency involved has, or should have, knowledge of such violation.

SECTION 6. Section 2-341 of the City Code, entitled “Code of Conduct” is renamed “Code of Ethics” and is amended by deleting the stricken language and adding the underlined language to read as follows:

(a) Each city employee, elected official, appointed official ~~city officer~~ and honorary ~~city~~ official shall endeavor to pursue a course of conduct which will not raise any justifiable suspicion among the public that he or she is engaging in acts which are in violation of his or her public trust and which course of conduct will not reflect unfavorably upon the city and its government.

(b) No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official shall have any interest in any private enterprise nor shall he or she incur any obligation of any nature which is in substantial conflict with the proper performance of his or her duties in the public interest. No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official shall accept other employment, any compensation, gift, payment of expenses or any other thing of monetary value under circumstances in which such acceptance may result in any of the following:

- (1) Impairment of independence of judgment in the exercise of official duties;
- (2) An undertaking to give preferential treatment to any person;
- (3) The making of a governmental decision outside official channels; or
- (4) Any adverse effect on the confidence of the public in the integrity of the government of the city.

(c) No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official shall acquire a financial interest in any private enterprise which he or she has reason to believe may be directly involved in decisions to be made by him or her in an official capacity on behalf of the city.

(d) Deleted

~~Any city employee or city officer who has a financial interest in any private enterprise which is subject to the regulatory jurisdiction of, or does business with, any city agency, and any honorary city official who has a financial interest in any private enterprise which is subject to the regulatory jurisdiction of, or does business with, the city agency on which he serves as an appointee shall file with the ethics commission a~~

~~written statement fully disclosing the same. Such disclosure shall be confidential and the ethics commission shall not release such disclosed information, except as may be necessary for the enforcement of this section. The filing of such disclosure statement shall be a condition of commencing and continuing employment or appointed status with the city.~~

(e) No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official shall use his or her public office to secure unwarranted privileges, private advancement or gain.

(f) No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official shall engage in any activity beyond the scope of his or her public position which might reasonably be expected to require or induce him or her to disclose confidential information acquired by him or her by reason of his or her public position.

(g) No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official shall, beyond the scope of his or her public position, disclose confidential information gained by reason of his or her public position nor shall he or she otherwise use such information for personal gain or benefit.

(h) No city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official, in the course of his or her public responsibilities, shall use the granting of sexual favors as a condition, either explicit or implicit, for an individual's favorable treatment by that person or a the city agency.

(i) Elected officials ~~city officers~~ are obligated to uphold the fundamental legal principles of our system of government. No elected official ~~such officer~~ shall knowingly fail to uphold those legal principles as set forth in the Constitution of the United States, the state Constitution and the city charter, as well as, all applicable provisions of federal, state and local law and court decisions, and any such knowing failure shall constitute malfeasance in office.

SECTION 7. Section 2-342 of the City Code, entitled “Waivers of restrictions and advisory opinions” is amended by deleting the stricken language and adding the underlined language to read as follows:

(a) Notwithstanding the provisions of sections 2-340 and 2-341 of this division, upon the written request of any city agency or of any individual who is or was a city employee, elected official, appointed official ~~city officer~~ or honorary ~~city~~ official, the ethics commission may grant a waiver to the specific prohibitions contained therein if the ethics commission determines that the literal application of such prohibition in a particular case is not necessary to achieve the public purposes of this division or would result in an undue hardship on any city employee, elected official, appointed official

~~officer, official~~ or city agency, provided that such waiver does not conflict with the provisions of the city charter, including specifically, but not limited to, article IX, chapter 2 of the charter. Any such waiver may be granted only by written decision of the ethics commission. Any person who acts in good faith reliance upon any such waiver decision shall not be subject to discipline or other sanction hereunder with respect to the matters covered by the waiver decision provided there was a full disclosure to the ethics commission of all material facts necessary for the waiver decision.

(b) Any application for a waiver, any proceedings and any decision with respect thereto shall be maintained confidential by the commission provided that:

- (1) Public disclosure shall be made by the commission upon the written request of the applicant;
- (2) The commission may make such public disclosure as it determines is required in connection with the prosecution of any violation of this section;
- (3) The commission shall report to appropriate federal and state authorities substantial evidence of any criminal violation which may come to its attention; and
- (4) In the event that a waiver is granted, the waiver decision and the record of all proceedings relating thereto shall be open to public inspection.

(c) Upon the written request of any city employee, elected official, appointed official, ~~city officer, honorary city~~ official or city agency, the commission may issue an advisory opinion as to the applicability of this division to any particular fact situation. Any person who acts in good faith reliance upon any such advisory opinion shall not be subject to discipline or other sanction hereunder with respect to the matters covered by the advisory opinion provided there was a full disclosure to the ethics commission of all material facts necessary for the advisory opinion.

(d) Any application for an advisory opinion, any proceedings and any decision with respect thereto shall be maintained confidential by the commission provided that:

- (1) Public disclosure shall be made by the commission upon the written request of the applicant;
- (2) The commission may make such public disclosure as it determines is required in connection with the prosecution of any violation of this division; and
- (3) The commission shall report to appropriate federal, state and city authorities substantial evidence of any criminal violation which may come to its attention.

(e) Notwithstanding subsection (d), the commission shall create a public version of advisory opinions that shall be available for public inspection in a redacted form making best efforts to not disclose the identity of the requester.

SECTION 8. Section 2-343 of the City Code, entitled “Wilmington Ethics Commission—Establishment, membership, offices” is amended by deleting the stricken language and adding the underlined language to read as follows:

(a) There is hereby established the Wilmington Ethics Commission (commission) to administer and implement this division. The commission shall consist of seven members appointed by the mayor with the concurrence by resolution of a majority of all members of council. Not more than four members shall be registered with the same political party. No member shall hold any elected or appointed office under the government of the United States or the state, county, or city, or be a candidate for any such office. No member shall hold any political party office or an office in any political campaign. Members of the commission may be removed by the mayor, with the concurrence of a majority of all members of the council, for substantial neglect of duty, gross misconduct in office or violation of this division.

(b) Each member of the commission shall be appointed for a term of office of four years beginning on the day of their appointment ~~the second anniversary of mayoral term~~ and until the member's successor has been appointed and has qualified. No member shall serve for more than two full four-year terms. ~~When a vacancy occurs in the membership of the commission, it shall be filled by appointment for the unexpired portion of the term in the same manner as original appointments.~~

(c) The commission shall elect a chair~~man~~ from among its membership. Four members of the commission shall constitute a quorum and, if a quorum is present, a vacancy on the commission shall not impair the right of the remaining members to exercise all the powers of the commission. Disciplinary hearings may be conducted and sanctions may be imposed only by the affirmative action of at least four members. Otherwise, the commission may delegate authority to the chair~~man~~ to act for the commission between meetings.

(d) Each member of the commission shall receive no compensation.

(e) The city solicitor or his or her designee shall provide legal counsel to the commission and shall be the legal representative of the commission in connection with its duties hereunder, on a case by case basis, or determine that outside counsel is needed and obtain such outside counsel for a particular matter.

(f) The city solicitor or his or her designee shall investigate complaints referred by the commission and shall prosecute all complaints before the commission, except he or she shall not investigate, nor shall he or she prosecute, any complaint about the mayor; any and all investigations of complaints about the mayor and any prosecution thereof shall be conducted only by outside counsel selected for such purposes and approved by resolution of council with the concurrence of two-thirds of all of the members of

council. The investigatory and prosecutorial functions of the city solicitor shall otherwise be performed by personnel who are not serving as legal counsel to the commission.

(g) The principal office of the commission shall be in the city/county building, but it may meet, and exercise its power, at any other place in the city.

SECTION 9. Section 2-344 of the City Code, entitled “Same—Powers and duties” is amended by deleting the stricken language and adding the underlined language to read as follows:

The powers and duties of the ethics commission shall be to:

(1) Recommend to the mayor and city council from time to time such rules of ethics conduct for public city employees, elected officials, appointed officials and honorary officials as it shall deem appropriate.

(2) Issue written advisory opinions upon the request of any city employee, ~~city officer~~ elected official, appointed official, honorary ~~city~~ official or city agency as to the applicability of this division to any particular fact or situation.

(3) Refer to the city solicitor to investigate any alleged violation of this division and, after notice and hearing, to recommend by resolution such disciplinary action as it may deem appropriate, to the city agency employing the city employee, elected official or appointed official ~~or city officer~~, the city agency with which the honorary ~~city~~ official is associated, the agency or official who appointed such officer or official, or other appropriate official or agency as the commission shall determine. The commission may also dismiss, without reference to the city solicitor, any complaint which the commission determines is frivolous or fails to state a violation.

(4) Report to the appropriate federal, state or city authorities any substantial evidence of a violation of any criminal law which may come to its attention in connection with any proceeding whether advisory or disciplinary.

(5) Maintain a file of its proceedings, waiver decisions and advisory opinions with a view toward achieving consistency of opinions and recommendations subject to the confidentiality requirements of sections 2-342(b) and 2-345(h).

(6) Follow the procedural rules specified in section 2-345 and establish such other procedural rules as shall not be inconsistent with the rules prescribed therein.

(7) Subpoena witnesses, compel their attendance and testimony, administer oaths and affirmations, take evidence and require by subpoena the production of books, papers, records or other evidence needed for the performance of the commission's duties or exercise of its powers.

(8) Prescribe forms for reports, statements, notices and other documents required by law.

- (9) Prepare and publish manuals and guides explaining the duties of individuals covered by this division, and giving instructions and public information materials to facilitate compliance with, and enforcement hereof.
- (10) Provide assistance to city agencies, city employees, elected officials, appointed officials, and honorary ~~and~~ officials in administering the provisions of this law.
- (11) Prepare reports and studies to advance the purposes of this division.
- (12) Contract for any services which cannot satisfactorily, practically, or ethically be performed by the office of the city solicitor.
- (13) Request appropriate city agencies to provide such professional assistance as it may require in the discharge of its duties.

SECTION 10. Section 2-345 of the City Code, entitled “Same—Complaints; hearings; dispositions” is amended by deleting the stricken language and adding the underlined language to read as follows:

- (a) Upon the sworn complaint of any person or on its own initiative, the commission may refer to the city solicitor for investigation any alleged violations of the conflict of interest provisions and of the code of conduct provisions in sections 2-340 and 2-341, respectively. Except as provided in section 2-343(f) regarding investigations of complaints about the mayor, the city solicitor or his or her designee shall be the prosecuting attorney in all disciplinary proceedings before the commission. In any such investigation or proceeding, a defendant shall be given an opportunity to be heard after notice, to be advised and assisted by legal counsel, to produce witnesses and offer evidence, and to cross-examine witnesses. A transcript of any such proceeding shall be made and retained, subject to the confidentiality requirements of this division. The commission shall adopt rules of procedure and guidelines deemed necessary, subject to the approval of the administrative board.
- (b) A member of the commission shall be ineligible to participate, as a member of the commission, in any commission proceeding relating to his or her conduct. A member of the commission who has been found by the commission to have violated this subsection shall be ineligible to serve again as a member of the commission.
- (c) A member of the commission may disqualify himself or herself from participating in any investigation of the conduct of any person upon submission in writing and under oath of an affidavit of disqualification stating that he or she cannot render an impartial and unbiased decision in the case in which he or she seeks to disqualify himself or herself.
- (d) With respect to any violation with which a person has been charged and which the commission has determined as proved, the commission may take any one or more of the following actions:
 - (1) Issue a written reprimand or censure of that person's conduct.

(2) With respect to a city employee or appointed official ~~city officer, other than an elected official,~~ recommend by resolution that the city agency employing the city employee or appointed official ~~city officer,~~ the agency or official who appointed such appointed officer or official, or other appropriate appointed official or agency as the commission shall determine, remove, suspend, demote or take other appropriate disciplinary action with respect to that person, without regard to any limits imposed by this division but within the limits of the Constitution and other laws of the city and state. With respect to an elected ~~city~~ official, not recommend that such official be removed, demoted or suspended, but that such official be fined in an amount recommended by the commission.

(3) With respect to an honorary ~~city~~ official, recommend that appropriate action be taken to remove the honorary official from office.

(e) In any proceeding before the commission, upon the request of any person charged with a violation of this division, such person shall be permitted to inspect, copy or photograph books, papers, documents, photographs or other tangible objects which will be used as evidence against that person in a disciplinary hearing and which are material to the preparation of his or her defense.

(f) In any proceeding before the commission, if the city solicitor, his or her designee or the commission at any time receives any exculpatory information respecting an alleged violation against any person, it shall forthwith make such information available to such person.

(g) Any person charged with a violation of this division may apply to the commission for the issuance of subpoenas for the appearance of witnesses and for the production of documents on his or her behalf. The application shall be granted upon a concise showing by such person that the proposed testimony or evidence is relevant, or is reasonably calculated to lead to the discovery of relevant evidence, and is not otherwise available. The application shall be denied if not made at a reasonable time or if the testimony or evidence would be merely cumulative.

(h) The requirements for confidentiality or public disclosure are as provided in this subsection as follows:

(1) All proceedings before the commission relating to a violation of this division by a city employee, including the disposition thereof, shall be maintained confidential by the commission unless public disclosure is requested in writing by the city employee.

(2) All proceedings before the commission relating to a violation of this division by an appointed official or elected official ~~city officer~~ shall be maintained confidential by the commission unless public disclosure is requested in writing by the appointed official or elected official ~~city officer~~ or unless the commission, based on a preliminary inquiry, determines that there is reason to believe that a violation has occurred, and serves upon the alleged violator a statement of the alleged facts of such violation. After the service of such a statement on such person, all proceedings relating thereto shall be open to the

public and the statement and any other paper filed thereafter respecting such violation shall be made available for public inspection at reasonable hours.

(3) All proceedings relating to a violation of this division by an honorary ~~city~~ official shall be maintained confidential by the commission unless public disclosure is requested in writing by the honorary ~~city~~ official or unless the commission determines that a violation has occurred and so informs the official. At and after the time of so informing the official, the commission shall make the record of all proceedings relating thereto available for public inspection at reasonable hours and all subsequent proceedings relating thereto, if any, shall be open to the public.

(4) Notwithstanding the confidentiality requirements of subsections (h)(1)—(3) of this section, the commission shall make available for public inspection the record of all proceedings relating to any decision of the commission which is appealed to superior court and the commission shall report to appropriate federal or state authorities any substantial evidence of a violation of any criminal law which comes to its attention in connection with any proceeding under this division.

(5) The chair~~man~~ of the commission shall, with the approval of the commission, establish such procedures as in the chair's ~~man's~~ judgment may be necessary to prevent the disclosure of any record of any proceedings or other information received by the commission or its staff except as permitted by this division.

SECTION 11. Section 2-345.1 of the City Code, is renamed “Financial disclosure requirements of elected officials and appointed officials and certain city employees and members of certain boards” and is amended by deleting the stricken language and adding the underlined language to read as follows:

(a) *Findings.* The purpose of this section is to require annual financial disclosure by elected officials and ~~certain~~ appointed officials and certain city employees and members of boards and commissions of city government.

(b) *Applicability.* The requirements of this section shall be applicable to “filers” “~~city officials~~” defined as all elected officials, appointed officials, members of the boards and commissions listed below and any city employee or member of the boards and commissions designated by rule of the ethics commission. The enumerated boards and commissions are as follows: of the city government and the who are in the appointed positions enumerated below, specifically:

Audit Review Committee

Board of License & Inspection Review

City Officer & Employee Residency Review Board

City Planning Commission

Wilmington Design Review and Preservation Commission

Wilmington Ethics Commission

Wilmington Water, Sewer, and Stormwater Citizens Advisory Board

Zoning Board of Adjustment

~~The mayor;~~

~~The city treasurer;~~

~~The president of city council;~~

~~All members of city council; and~~

~~The officials in the following appointed positions of city government:~~

~~Administrative assistant to the mayor;~~

~~Special assistant to the mayor;~~

~~Executive assistant to the mayor;~~

~~Mayor's director of communications;~~

~~Mayor's office manager;~~

~~Secretary to the administrative assistant;~~

~~Mayor's scheduling secretary;~~

~~Mayor's office receptionist;~~

~~Director of cultural affairs;~~

~~Cultural affairs program manager;~~

~~Community affairs advisors (2);~~

~~Constituent services officer;~~

~~Director of economic development;~~

~~Director of enterprise communities;~~

~~Director of public safety;~~

~~Public safety administrative assistant;~~

~~City auditor;~~

~~Auditing administrative assistant;~~

~~City solicitor;~~

~~First assistant city solicitor;~~

~~All assistant city solicitors;~~

~~Executive legal secretary;~~

~~Director of finance and deputy director;~~

~~Chief of police and two inspectors;~~

~~Chief of fire and two deputy chiefs of fire;~~

~~Commissioner of licenses and inspections and deputy commissioner;~~

~~Director of parks and recreation;~~

~~Director of personnel and deputy director;~~

~~Director of planning;~~

~~Commissioner of public works;~~

~~Director of real estate and housing;~~

~~Director of youth and families;~~

~~Education specialist;~~

~~Marketing and special projects coordinator;~~

~~Family support partnership coordinator;~~

~~Economic development manager/Brownfields assessment coordination;~~

~~Economic development program manager;~~

~~Deputy city treasurer;~~

~~Administrative assistant to the city treasurer;~~

~~All appointed staff of city council, including the city clerk;~~

~~Executive secretary/deputy clerk; and~~

~~All executive secretaries.~~

~~(c) Financial disclosure report; alternative of affidavit of no conflict of interest.~~

~~(1) Reporting requirements. The financial disclosure requirements are as follows:~~

~~a. Every filer ~~city official~~ as defined in subsection (b), above, shall file a financial disclosure report ("financial disclosure report" or "report") disclosing financial~~

information interests for himself or herself and his or her household members for the prior calendar year, as hereinafter provided. Each report shall be on a form prescribed by the ethics commission, shall be signed by the filer ~~city official~~, shall be notarized and shall include at least the following information:

(1) The name and position of the filer ~~city official~~; and

(2) The name, instrument and nature of ownership, and any position of management held by, or constructively controlled by, the filer or his or her household members ~~city official~~ in any business enterprise in which legal or equitable ownership is in excess of \$5,000.00 fair market value or from which income of more than \$5,000.00 was derived during the preceding calendar year. Time or demand deposits in a financial institution, or any debt instrument having a fixed yield shall not be listed unless convertible to an equity instrument; and

(3) The name, address and type of practice, ~~without reference to the identity of any individual clients served~~, of any professional organization in which the city official ~~filer or his or her household members are~~ is the sole practitioner, officer, director or partner, or serves in any advisory capacity, or which is constructively controlled by the filer or his or her household members ~~city official~~, from which income of more than \$5,000.00 was derived during the preceding year; provided, however, that any such organization construed as a business enterprise and reported pursuant to paragraph (2) of this subsection need not be reported under this subsection; and

(4) For all filers except honorary officials, ~~¶~~ the source of each of the following items received by the filer or his or her household members during the preceding calendar year:

(a) Any income derived for services rendered exceeding \$1,0500.00 from a single source, unless such income is otherwise identified pursuant to paragraph (2) or (3) of this subsection; or

(b) Any capital gain exceeding \$1,0500.00 from a single source other than from the sale of a residence occupied by the city official; or

(c) Any reimbursement for expenditures exceeding \$1,000.00 from a single source; or

(d) Any honoraria; or

(e) Any gift(s) with an aggregate value in excess of \$250.00 received from any person other than a gift from a close relative or family member, identifying also in each case the amount of each such gift. For purposes of compliance with this gift reporting obligation, the recipient may rely in good faith upon the representation of the source of the gift as to the gift's value; and

(5) For all filers except honorary officials, ~~¶~~ the name of each creditor to whom the city official ~~filer or household members were~~ ~~was~~ indebted for a period of 90 consecutive days or more during the preceding calendar year in an aggregate amount in excess of \$1,000.00.

(6) Disclosure of whether the ~~city official~~ filer or household members have ~~has~~ co-signed a loan with anyone who has done business with the city or is ~~a~~ a city employee and, if yes, the identity of that person or entity. ~~of the city government. (Yes or No?)~~

(7) Disclosure of any direct or indirect interest in any real property by filer or household members which was sold or leased to the city or any of its departments, boards, commissions, authorities, or other agencies; purchased or leased from the city or any of its departments, boards, commissions, authorities, or other agencies; or was subject to any condemnation proceeding by the city or any of its departments, boards, commissions, authorities, or other agencies.

(8) Identify any corporate and/or non-profit board memberships of the filer and household members, including the nature of the entity's business and whether it operates within the City of Wilmington.

~~b. The affidavit of no conflict of interest, authorized by the provisions that are set forth in section 2-345.2 of this chapter, may be filed instead of the financial disclosure report, otherwise required by this section, by any city official to whom the financial disclosure requirement as are applicable as provided in subparagraph (b) "applicability" of this section, in any instance in which the name of the specific parties would otherwise have to be disclosed under the requirements of this financial disclosure section.~~

(2) *Definitions.* For purposes of this section the following words and phrases shall be defined as such words and phrases are defined in 29 Del. C. Ch. 58, Subch. II, the State financial disclosure law and any amendments thereto:

"Constructively controlled";

"Instrument of ownership";

"Position of management";

"Fair market value";

"Equity instrument";

"Time or demand deposits";

"Debt instrument";

"Professional organization";

"Income for services rendered";

"Capital gain";

"Reimbursement for expenditures";

"Honoraria";

"Business enterprise"; and

"Gift"

All of such words and phrases shall be read for purposes of this section in terms of their applicability to filers ~~"city officials"~~ and not to State of Delaware "public officers."

(d) *Sworn certification.* Each report required by this section shall contain a sworn certification by the filer ~~city official~~ that the filer ~~city official~~ has read the report, and that to the best of the filer's ~~city official's~~ knowledge and belief it is true, correct and complete, and that the filer ~~city official~~ has not and will not transfer any assets, interests or property for the purpose of concealing it from disclosure while retaining an equitable interest therein.

(e) *Time of filing.* Not later than 14 days after becoming a filer ~~city official~~, as defined in this section, the report required by this section shall be filed. Thereafter, the report shall be filed on ~~March~~ May 1 of each year.

(f) *Place of filing.* Each report required by this section shall be filed with the ethics commission, whose records shall be retained by the law department.

(g) *Retention of reports.*

(1) The ethics commission shall keep the reports required by this section on file for so long as the person submitting such report is an an ~~city official~~ elected official, appointed official, honorary official or city employee of the city and for at least five years thereafter.

(2) The reports filed pursuant to this section shall be made available at reasonable hours for public inspection and copying pursuant to Chapter 100 of Title 29 of the Delaware Code.

(h) *Violations and penalties.*

(1) ~~No city elected official or appointee subject to the provisions of this section~~ filer shall be allowed to ~~take the oath of office or enter into or~~ continue upon his or her duties, nor shall he or she receive any compensation from city funds, unless he or she has filed a financial disclosure report as required by this section.

(2) ~~Any filer who knowingly Filing a false financial disclosure report shall constitute the Class A misdemeanor of "filing a false written statement" and upon conviction thereof shall be punishable as provided in Title 11, the Delaware Criminal Code. (See 11 Del. C. § 1233). Knowingly filing files a financial disclosure report that is false in any material respect shall be guilty of a class A misdemeanor for which punishment may include up to 1 year incarceration at Level V and such fine up to \$2,300, restitution or other conditions as the court deems appropriate. punishable upon conviction thereof by a fine in an amount up to \$2,300.00.~~

(3) Any filer who W-willfully-failing-fails to file a financial disclosure report shall be guilty of a class B misdemeanor for which punishment may include up to 6 months

incarceration at Level V and such fine up to \$1,150, restitution or other conditions as the court deems appropriate. ~~punishable upon conviction thereof by a fine in an amount up to \$1,150.00.~~

SECTION 12. Section 2-345.2 of the City Code, entitled “Affidavit of absence of conflict of interest” is deleted in its entirety.

SECTION 13. This Ordinance shall become effective upon its passage by City Council and approval by the Mayor. The new financial disclosure forms reflecting these code changes shall be due for the first time on May 1, 2019.

First Reading..... September 13, 2018
Second Reading..... September 13, 2018
Third Reading.....

Passed by City Council,

President of City Council

ATTEST: _____
City Clerk

Approved this ____ day of _____, 2018.

Mayor

SYNOPSIS: This Ordinance is part of a comprehensive set of revisions to the City Code to repeal certain provisions that are no longer necessary or appropriate and the amend sections that require clarification or updating. Additionally, it includes substantive recommendations from the City Ethics Commission to improve and modernize ethics requirements in the City. This Ordinance amends Chapter 2, Article V, Division 6 to make the following substantive changes: (1) changes the title from Code of Conduct to Code of Ethics to more accurately reflect the substance of the code; (2) provides an updated definitions section to improve clarity of the code; (3) requires the Ethics Commission to make advisory opinions publically available in a form redacted to protect the name of the requester, which will help educate the

public and city employees; (4) eliminates the practice of permitting an absence of conflict of interest affidavit, which is not in keeping with best practices of financial disclosures; (5) changes the annual filing deadline to May 1 to ensure filers have received all financial and tax documents to help them make accurate disclosures; (6) amends those required complete financial disclosures to include members of certain boards and commission in addition to all elected officials and appointed officials to improve transparency; (7) requires financial disclosures of household members to improve transparency; (8) lowers the thresholds for certain income related financial disclosures to improve transparency; (9) amends the gift disclosure to include the aggregate value of gifts from a particular source over the calendar year to improve transparency; (10) revises the co-signed loans disclosure to require disclosure of the co-signer to improve transparency; (11) adds a real property disclosure for property involving city expenditure which ensures transparency of such acts; and (12) adds a requirement to disclose board service, which is in keeping with best practices.

FISCAL IMPACT STATEMENT: This Ordinance has no anticipated fiscal impact.

Wilmington, Delaware
September 13, 2018

#4569 **WHEREAS**, pursuant to Section 2-363 of the City Code, the Council deemed it necessary and proper to specify the requirements for review and approval of City-sponsored grant applications and proposals, including authorization for expedited grant applications when necessary prior to Council's approval by resolution; and

Sponsor:

Council Member Harlee

Council President Shabazz **WHEREAS**, the City, through the Department of Public Works, applied for a grant in the amount of \$2,999,972.00 from the National Fish and Wildlife Foundation; and

WHEREAS, the proposed grant funds would be used support the South Wilmington Wetlands Restoration and Conservation Project including expenses for excavation, seeding, plantings, and topsoil; and

WHEREAS, a 100% match is required and the City intends to fund the match through a State Revolving Fund Loan; and

WHEREAS, the Council deems it necessary and proper to authorize the grant application, for the aforesaid purpose.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL OF THE CITY OF WILMINGTON that the Department of Public Works' grant application to the National Fish and Wildlife Foundation in the amount of \$2,999,972.00 is hereby authorized.

BE IT FURTHER RESOLVED that the Commissioner of Public Works, or her designee, shall be authorized to take all necessary actions to accept any and all funds associated with the grant application and to fulfill the grant requirements.

Passed by City Council,

ATTEST: _____
City Clerk

SYNOPSIS: This Resolution authorizes the Department of Public Works' application for a grant from the National Fish and Wildlife foundation in the amount of \$2,999,972.00. The funds will be used to support the Wetlands Restoration and Conservation Project. A 100% match is required and the City intends to fund the match through a State Revolving Fund Loan.

FISCAL IMPACT STATEMENT: There is no negative fiscal impact on the City, because no additional funds need to be budgeted as a match for this grant.

**AN ORDINANCE TO APPROVE THE REMOVAL OF ALICO ROAD
FROM THE OFFICIAL CITY MAP**

#4570

Sponsor:

**Council
Member
Harlee**

WHEREAS, the City of Wilmington is authorized to establish and revise plans of streets and alleys by the provisions of Sections 1-101, 2-306, and 5-400 of the City Charter, such actions to be done in accordance with applicable provisions of State law and Section 42-11 of the City Code; and

WHEREAS, the City holds legal title to Alico Road, Wilmington Delaware, being New Castle County Tax Parcel ID No. 26-035.4-0157 (the "Property"); and

WHEREAS, the State of Delaware (the "State") has requested the removal of the Property from the Official City Map, as more particularly described and depicted on Exhibit "A" attached hereto, in order to facilitate the State's long range plans for the adaptive reuse of the Customs House (516 King Street) and improvements to the Leonard L. Williams Justice Center (500 King Street); and

WHEREAS, the Department of Public Works has advised that: 1) there are no public water lines within the Property's right-of-way; 2) a public sewer line that traverses the Customs House property abuts the Property; 3) a stormwater line that traverses the Customs House property crosses the lower segment of the Property; and 4) no City street lights or other City assets are located in the Property's right-of-way; and

WHEREAS, the Department of Public Works supports the removal of the Property from the Official City Map conditioned upon the provision of easements to provide the necessary maintenance and emergency access to the affected public utility infrastructure within and adjacent to the Property's right-of-way; and

WHEREAS, the Department of Planning has no objection to the removal of the Property from the Official City Map because: 1) the Property does not serve as a

thoroughfare or significantly contribute to general traffic circulation or distribution patterns in immediate area, but rather serves as a localized access drive; 2) there are no findings to suggest that the street removal would create a detriment to the general public or to public safety; 3) the redevelopment of the Customs House property provides the opportunity to address the need for improving traffic movements internal to the super block along King Street; and 4) there is minimal impact on public utilities; and

WHEREAS, the Fire Marshal's Office has no objection to the removal of the Property from the Official City Map because the roadway will remain open for vehicle access to both the garage and the plaza and will serve as a fire lane for emergency vehicles; and

WHEREAS, there are no findings to suggest that the removal of the Property would create a detriment to the general public or to public safety; and

WHEREAS, the City Planning Commission has adopted Planning Commission Resolution 17-18, which recommended approval of the State's request to remove the Property from the Official City Map; and

WHEREAS, the City Council deems it necessary and appropriate to approve the removal of the Property referenced in Exhibit "A" from the Official City Map.

NOW, THEREFORE, THE COUNCIL OF THE CITY OF WILMINGTON HEREBY ORDAINS:

SECTION 1. The removal from the Official City Map of Alico Road, which is described and illustrated on Exhibit "A" attached hereto, is hereby approved, and the Official City Map is hereby amended to reflect such removal, subject to the condition that easements in favor of the City of Wilmington shall be established along the area formerly designated as

Alico Road to provide the necessary maintenance and emergency access to the affected public utility infrastructure within and adjacent to such area.

SECTION 2. All City departments are hereby authorized to take any and all necessary actions required for: (i) the proposed removal of Alico Road from the Official City Map and (ii) the execution of easements in favor of the City of Wilmington along the area formerly designated as Alico Road to provide the necessary maintenance and emergency access to the affected public utility infrastructure within and adjacent to such area.

SECTION 3. This Ordinance shall become effective immediately upon its date of passage by the City Council and approval by the Mayor.

First Reading.....September 13, 2018
Second Reading.....September 13, 2018
Third Reading.....

Passed by City Council,

President of City Council

ATTEST: _____
City Clerk

Approved this ____ day of _____, 2018.

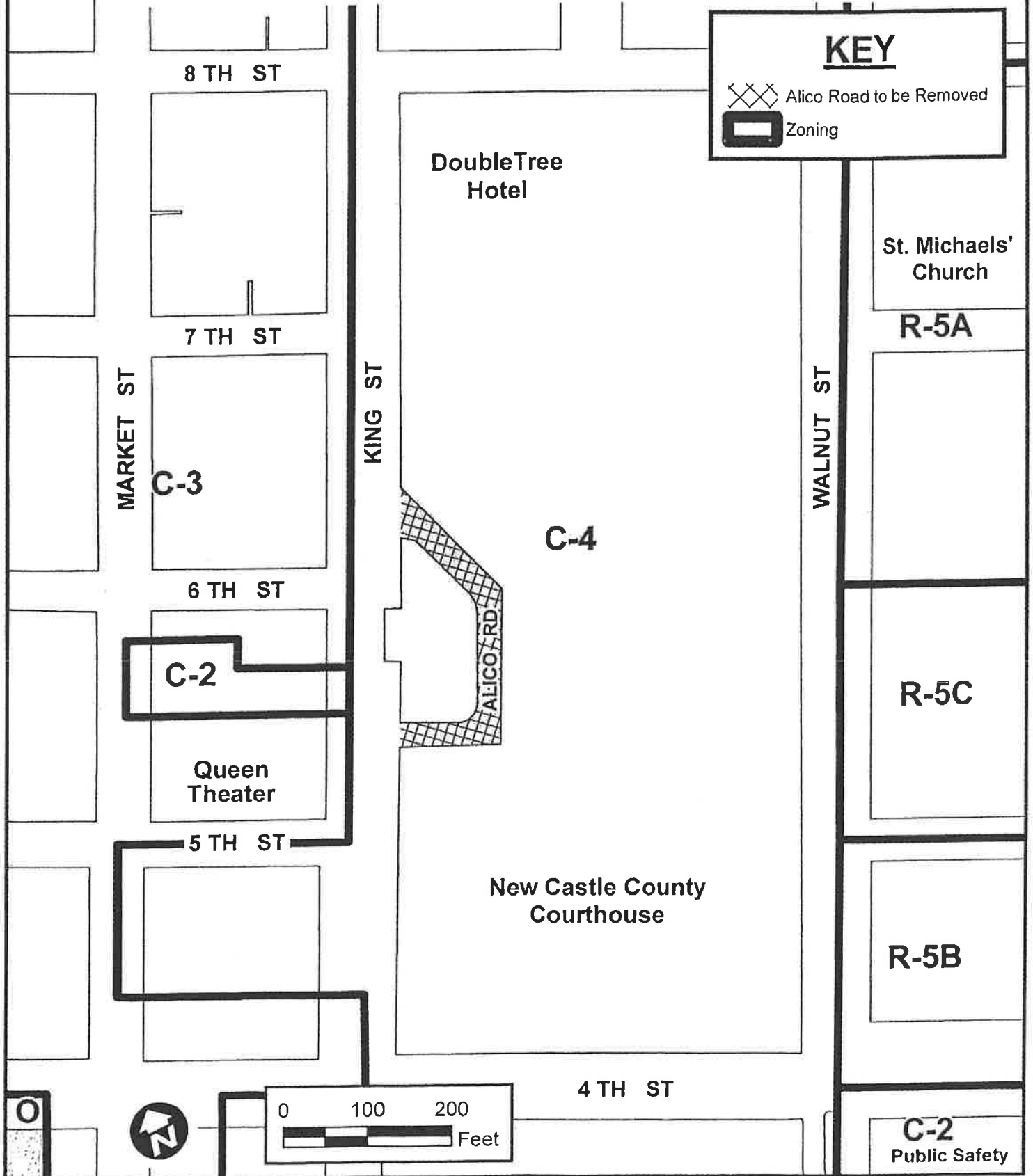
Mayor

SYNOPSIS: This Ordinance authorizes the removal of Alico Road from the Official City Map.

W0101832

EXHIBIT A

**CPC RESOLUTION 17-18
PROPOSED REMOVAL OF ALICO ROAD
(Tax Parcel: 26.0-35.4-0157)**



WCD
VOL R121 PAGE 207

DEED

06188



THIS DEED, Made this 31st day of March, in the year of our Lord one thousand nine hundred and eighty-three.

BETWEEN:

CHRISTINA GATEWAY CORPORATION, a Delaware corporation,
party of the first part,

AND

THE CITY OF WILMINGTON, a municipal corporation of the State of Delaware, party of the second part.

WITNESSETH:

That the said party of the first part, for and in consideration of the sum of FORTY-FIVE THOUSAND FORTY-TWO and 71/100 DOLLARS (\$45,042.71), lawful money of the United States of America, the receipt whereof is hereby acknowledged, hereby grants and conveys unto the said party of the second part,

ALL THAT CERTAIN tract, piece or parcel of land shown as Parcel D on a plat prepared by VanDemark & Lynch, Inc., Consulting Engineers and Surveyors, Wilmington, Delaware dated June 21, 1982 and revised through March 30, 1983 entitled "Christina Gateway Plan", 4th Street to 7th Street, King Street to Walnut Street, City of Wilmington, New Castle County, Delaware ("the plat"), as recorded in the Office of the Recorder of Deeds in and for New Castle County, Delaware, at Microfilm # 6691, being more particularly described, as follows, to wit:

BEGINNING at a point on the southeasterly side of King Street (at 85.5 feet wide), said point being a corner for Parcel B-1 on the plat and being distant South 28°-46'-00" West, 473.10 feet measured along the said southeasterly side of King Street from its intersection with the southwesterly side of 8th Street; thence from said point of Beginning and along the southwesterly line of said Parcel B-1, South 16°-12'-30" East, 172.45 feet to a point; thence along the northwesterly lines of Parcels B-1, B-2 and E on the plat, South 28°-47'-30" West, 188.76 feet to a point; thence along the northeasterly line of said Parcel E, North 61°-02'-45" West, 121.81 feet to a point on the said southeasterly side of King Street; thence thereby, North 28°-46'-00" East, 30.00 feet to a point, a corner for Parcel C on the plat; thence along the lines of said Parcel C, the six following described courses and distances: (1) South 61°-02'-45" East, 69.76 feet to a point of curvature; (2) Northeasterly by a curve to the left having a radius of 22.00 feet, an arc distance of 34.62 feet to a point of tangency, said point being distant by a chord of North 73°-52'-22.5" East, 31.16 feet from the last described point; (3) North 28°-47'-30" East, 104.72 feet to a point of curvature; (4) Northeasterly by a curve to the left having a radius of 47.00 feet, an arc distance of 36.91 feet to a point of tangency, said point being distant by a chord of North 06°-17'-30" East, 35.97 feet from the last described point; (5) North 16°-12'-30" West, 86.44 feet to a point; and (6) North 47°-16'-23" West, 17.54 feet to a point on the said southeasterly side of King Street; thence thereby, North 28°-46'-00" East, 55.25 feet to the point and place of Beginning. Containing within said metes and bounds, 0.299 acres of land be the same more or less.

SUBJECT to the terms and conditions of the following agreements: agreement by Wilmington Housing Authority, dated October 15, 1968 and recorded in Deed Record K, Volume 81, Page 653, New Castle County records; agreement by The City of Wilmington, dated September 12, 1975 and recorded in Deed Record X, Volume 90,

page 181, New Castle County Records; agreement between The City of Wilmington and Customs House Square Associates, recorded in Deed Record X, Volume 90, Page 318, New Castle County Records.

BEING the same lands and premises which Gilpin Wilmington, Inc., et al., by Deed dated coincident herewith and intended to be recorded immediately prior hereto in the Office of the Recorder of Deeds, in and for New Castle County, Delaware, did grant and convey unto Christina Gateway Corporation, a Delaware corporation, in fee.

IN WITNESS WHEREOF, the said Christina Gateway Corporation, a Delaware corporation, has hereunto caused its hand and seal to be hereunto set.

SEALED AND DELIVERED
In the Presence of:

CHRISTINA GATEWAY CORPORATION

By: [Signature] (SEAL)

ATTEST: W. E. [Signature] (SEAL)

STATE OF DELAWARE;
; SS.
NEW CASTLE COUNTY;

BE IT REMEMBERED, That on this 31st day of March 1983, personally came before me, the Subscriber, a Notary Public for the State and County aforesaid, DAVID W. SINGLETARY who acknowledged himself to be the President of CHRISTINA GATEWAY CORPORATION, a Delaware corporation, and that such being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the public body by himself and as said

GIVEN under my Hand and Seal of Office, the day and year aforesaid.

[Signature]
Notary Public



REC'D FOR RECORD APR - 4 1983 4432 PM HQ 1 DUGAN & BARNES



CITY OF WILMINGTON
REALTY TRANSFER TAX

Validation Number _____
Amount of City Tax \$ EXEMPT
Cancelled by 5/3/83 7/4/83

AN ORDINANCE TO AUTHORIZE AND APPROVE A VOLUME LICENSING AGREEMENT BETWEEN THE CITY OF WILMINGTON AND MICROSOFT CORPORATION FOR MICROSOFT COMPUTER SOFTWARE

#4567

Sponsor:

Council
Member
Freel

WHEREAS, pursuant to Section 2-308 and Section 8-200 of the City Charter, the City of Wilmington is authorized to enter into contracts for the supply of property or the rendering of services for a period of more than one year if approved by the Wilmington City Council by ordinance; and

WHEREAS, the City desires to enter into a Volume Licensing Agreement (the "Agreement") with Microsoft Corporation to license Microsoft computer software for the City's desktop computers, a copy of which, in substantial form, is attached hereto and incorporated by reference herein as Exhibit "A"; and

WHEREAS, the City will purchase the Microsoft software licenses through SHI International Corp., Microsoft's sales representative, at the same governmental pricing rates as the State of Delaware; and

WHEREAS, the term of the Agreement is for a period of three (3) years beginning upon the execution thereof, at an estimated price of Three Hundred One Thousand Nine Hundred Eighty One Dollars and Seventy Four Cents (\$301,981.74) per year for a total estimated price of Nine Hundred Five Thousand Nine Hundred Forty-Five Dollars and Twenty-Two Cents (\$905,945.22), with the possibility of one (1) extension of three (3) years thereafter, at the option of the City, subject to budget appropriations; and

WHEREAS, it is the recommendation of the Division of Integrated Technologies, Office of the Mayor, that the City enter into the Agreement with Microsoft Corporation for the above-described software licenses.

**NOW, THEREFORE, THE COUNCIL OF THE CITY OF WILMINGTON
HEREBY ORDAINS:**

SECTION 1. The Volume Licensing Agreement between the City and Microsoft Corporation to purchase Microsoft computer software licenses for the City's desktop computers, a copy of which, in substantial form, is attached hereto as Exhibit "A", for the term of three (3) years beginning upon the execution thereof, at an estimated price of Three Hundred One Thousand Nine Hundred Eighty One Dollars and Seventy Four Cents (\$301,981.74) per year for a total estimated price of Nine Hundred Five Thousand Nine Hundred Forty-Five Dollars and Twenty-Two Cents (\$905,945.22), with the possibility of one (1) extension of three (3) years thereafter, at the option of the City, is hereby approved, and the Mayor, or his designee, and the City Clerk are hereby authorized and directed to execute as many copies of the Agreement, as well as perform all additional undertakings related thereto, as may be necessary.

SECTION 2. This Ordinance shall become effective upon its passage by City Council and approval by the Mayor.

First Reading August 30, 2018
Second Reading August 30, 2018
Third Reading

Passed by City Council,

President of City Council

ATTEST: _____
City Clerk

Approved this ____ day of _____, 2018.

Mayor

SYNOPSIS: This Ordinance authorizes the execution of a Volume Licensing Agreement with Microsoft Corporation to purchase Microsoft computer software licenses for the City's desktop computers for the period of three (3) years at an estimated price of Three Hundred One Thousand Nine Hundred Eighty One Dollars and Seventy Four Cents (\$301,981.74) per year for a total estimated price of Nine Hundred Five Thousand Nine Hundred Forty-Five Dollars and Twenty-Two Cents (\$905,945.22), with the possibility of one (1) extension of three (3) years thereafter, at the option of the City.

FISCAL IMPACT STATEMENT: The fiscal impact of this Ordinance is a contract for the period of three (3) years at an estimated price of Three Hundred One Thousand Nine Hundred Eighty One Dollars and Seventy Four Cents (\$301,981.74) per year for a total estimated price of Nine Hundred Five Thousand Nine Hundred Forty-Five Dollars and Twenty-Two Cents (\$905,945.22), with the possibility of one (1) extension of three (3) years thereafter, at the option of the City.

W0101571

EXHIBIT A

Enterprise Enrollment

State and Local

Enterprise Enrollment number
(Microsoft to complete)

48838349

Framework ID
(if applicable)Previous Enrollment number
(Reseller to complete)

5121873

This Enrollment must be attached to a signature form to be valid.

This Microsoft Enterprise Enrollment is entered into between the entities as identified in the signature form as of the effective date. Enrolled Affiliate represents and warrants it is the same Customer, or an Affiliate of the Customer, that entered into the Enterprise Agreement identified on the program signature form.

This Enrollment consists of: (1) these terms and conditions, (2) the terms of the Enterprise Agreement identified on the signature form, (3) the Product Selection Form, (4) the Product Terms, (5) the Online Services Terms, (6) any Supplemental Contact Information Form, Previous Agreement/Enrollment form, and other forms that may be required, and (7) any order submitted under this Enrollment. This Enrollment may only be entered into under a 2011 or later Enterprise Agreement. By entering into this Enrollment, Enrolled Affiliate agrees to be bound by the terms and conditions of the Enterprise Agreement.

All terms used but not defined are located at <http://www.microsoft.com/licensing/contracts>. In the event of any conflict the terms of this Agreement control.

Effective date. If Enrolled Affiliate is renewing Software Assurance or Subscription Licenses from one or more previous Enrollments or agreements, then the effective date will be the day after the first prior Enrollment or agreement expires or terminates. If this Enrollment is renewed, the effective date of the renewal term will be the day after the Expiration Date of the initial term. Otherwise, the effective date will be the date this Enrollment is accepted by Microsoft. Any reference to "anniversary date" refers to the anniversary of the effective date of the applicable initial or renewal term for each year this Enrollment is in effect.

Term. The initial term of this Enrollment will expire on the last day of the month, 36 full calendar months from the effective date of the initial term. The renewal term will expire 36 full calendar months after the effective date of the renewal term.

Terms and Conditions

1. Definitions.

Terms used but not defined in this Enrollment will have the definition in the Enterprise Agreement. The following definitions are used in this Enrollment:

"Additional Product" means any Product identified as such in the Product Terms and chosen by Enrolled Affiliate under this Enrollment.

"Community" means the community consisting of one or more of the following: (1) a Government, (2) an Enrolled Affiliate using eligible Government Community Cloud Services to provide solutions to a Government or a qualified member of the Community, or (3) a Customer with Customer Data that is subject to Government regulations for which Customer determines and Microsoft agrees that the use of Government Community Cloud Services is appropriate to meet Customer's regulatory requirements.

Membership in the Community is ultimately at Microsoft's discretion, which may vary by Government Community Cloud Service.

"Enterprise Online Service" means any Online Service designated as an Enterprise Online Service in the Product Terms and chosen by Enrolled Affiliate under this Enrollment. Enterprise Online Services are treated as Online Services, except as noted.

"Enterprise Product" means any Desktop Platform Product that Microsoft designates as an Enterprise Product in the Product Terms and chosen by Enrolled Affiliate under this Enrollment. Enterprise Products must be licensed for all Qualified Devices and Qualified Users on an Enterprise-wide basis under this program.

"Expiration Date" means the date upon which the Enrollment expires.

"Federal Agency" means a bureau, office, agency, department or other entity of the United States Government.

"Government" means a Federal Agency, State/Local Entity, or Tribal Entity acting in its governmental capacity.

"Government Community Cloud Services" means Microsoft Online Services that are provisioned in Microsoft's multi-tenant data centers for exclusive use by or for the Community and offered in accordance with the National Institute of Standards and Technology (NIST) Special Publication 800-145. Microsoft Online Services that are Government Community Cloud Services are designated as such in the Use Rights and Product Terms.

"Industry Device" (also known as line of business device) means any device that: (1) is not useable in its deployed configuration as a general purpose personal computing device (such as a personal computer), a multi-function server, or a commercially viable substitute for one of these systems; and (2) only employs an industry or task-specific software program (e.g. a computer-aided design program used by an architect or a point of sale program) ("Industry Program"). The device may include features and functions derived from Microsoft software or third-party software. If the device performs desktop functions (such as email, word processing, spreadsheets, database, network or Internet browsing, or scheduling, or personal finance), then the desktop functions: (1) may only be used for the purpose of supporting the Industry Program functionality; and (2) must be technically integrated with the Industry Program or employ technically enforced policies or architecture to operate only when used with the Industry Program functionality.

"Managed Device" means any device on which any Affiliate in the Enterprise directly or indirectly controls one or more operating system environments. Examples of Managed Devices can be found in the Product Terms.

"Qualified Device" means any device that is used by or for the benefit of Enrolled Affiliate's Enterprise and is: (1) a personal desktop computer, portable computer, workstation, or similar device capable of running Windows Pro locally (in a physical or virtual operating system environment), or (2) a device used to access a virtual desktop infrastructure ("VDI"). Qualified Devices do not include any device that is: (1) designated as a server and not used as a personal computer, (2) an Industry Device, or (3) not a Managed Device. At its option, the Enrolled Affiliate may designate any device excluded above (e.g., Industry Device) that is used by or for the benefit of the Enrolled Affiliate's Enterprise as a Qualified Device for all or a subset of Enterprise Products or Online Services the Enrolled Affiliate has selected.

"Qualified User" means a person (e.g., employee, consultant, contingent staff) who: (1) is a user of a Qualified Device, or (2) accesses any server software requiring an Enterprise Product Client Access License or any Enterprise Online Service. It does not include a person who accesses server software or an Online Service solely under a License identified in the Qualified User exemptions in the Product Terms.

"Reseller" means an entity authorized by Microsoft to resell Licenses under this program and engaged by an Enrolled Affiliate to provide pre- and post-transaction assistance related to this agreement;

"Reserved License" means for an Online Service identified as eligible for true-ups in the Product Terms, the License reserved by Enrolled Affiliate prior to use and for which Microsoft will make the Online Service available for activation.

"State/Local Entity" means (1) any agency of a state or local government in the United States, or (2) any United States county, borough, commonwealth, city, municipality, town, township, special purpose district, or other similar type of governmental instrumentality established by the laws of Customer's state and located within Customer's state's jurisdiction and geographic boundaries.

"Tribal Entity" means a federally-recognized tribal entity performing tribal governmental functions and eligible for funding and services from the U.S. Department of Interior by virtue of its status as an Indian tribe.

"Use Rights" means, with respect to any licensing program, the use rights or terms of service for each Product and version published for that licensing program at the Volume Licensing Site. The Use Rights supersede the terms of any end user license agreement (on-screen or otherwise) that accompanies a Product. The Use Rights for Software are published by Microsoft in the Product Terms. The Use Rights for Online Services are published in the Online Services Terms.

"Volume Licensing Site" means <http://www.microsoft.com/licensing/contracts> or a successor site.

2. Order requirements.

- a. **Minimum order requirements.** Enrolled Affiliate's Enterprise must have a minimum of 250 Qualified Users or Qualified Devices. The initial order must include at least 250 Licenses for Enterprise Products or Enterprise Online Services.
 - (i) **Enterprise commitment.** Enrolled Affiliate must order enough Licenses to cover all Qualified Users or Qualified Devices, depending on the License Type, with one or more Enterprise Products or a mix of Enterprise Products and the corresponding Enterprise Online Services (as long as all Qualified Devices not covered by a License are only used by users covered with a user License).
 - (ii) **Enterprise Online Services only.** If no Enterprise Product is ordered, then Enrolled Affiliate need only maintain at least 250 Subscription Licenses for Enterprise Online Services.
- b. **Additional Products.** Upon satisfying the minimum order requirements above, Enrolled Affiliate may order Additional Products.
- c. **Use Rights for Enterprise Products.** For Enterprise Products, if a new Product version has more restrictive use rights than the version that is current at the start of the applicable initial or renewal term of the Enrollment, those more restrictive use rights will not apply to Enrolled Affiliate's use of that Product during that term.
- d. **Country of usage.** Enrolled Affiliate must specify the countries where Licenses will be used on its initial order and on any additional orders.
- e. **Resellers.** Enrolled Affiliate must choose and maintain a Reseller authorized in the United States. Enrolled Affiliate will acquire its Licenses through its chosen Reseller. Orders must be submitted to the Reseller who will transmit the order to Microsoft. The Reseller and Enrolled Affiliate determine pricing and payment terms as between them, and Microsoft will invoice the Reseller based on those terms. Throughout this Agreement the term "price" refers to reference price. Resellers and other third parties do not have authority to bind or impose any obligation or liability on Microsoft.
- f. **Adding Products.**
 - (i) **Adding new Products not previously ordered.** New Enterprise Products or Enterprise Online Services may be added at any time by contacting a Microsoft Account Manager or Reseller. New Additional Products, other than Online Services, may be used if an order

is placed in the month the Product is first used. For Additional Products that are Online Services, an initial order for the Online Service is required prior to use.

- (ii) **Adding Licenses for previously ordered Products.** Additional Licenses for previously ordered Products other than Online Services may be added at any time but must be included in the next true-up order. Additional Licenses for Online Services must be ordered prior to use, unless the Online Services are (1) identified as eligible for true-up in the Product Terms or (2) included as part of other Licenses.

- g. True-up requirements.** Enrolled Affiliate must submit an annual true-up order that accounts for any changes since the initial order or last order. If there are no changes, then an update statement must be submitted instead of a true-up order.

- (i) **Enterprise Products.** For Enterprise Products, Enrolled Affiliate must determine the number of Qualified Devices and Qualified Users (if ordering user-based Licenses) at the time the true-up order is placed and must order additional Licenses for all Qualified Devices and Qualified Users that are not already covered by existing Licenses, including any Enterprise Online Services.

- (ii) **Additional Products.** For Additional Products that have been previously ordered under this Enrollment, Enrolled Affiliate must determine the maximum number of Additional Products used since the latter of the initial order, the last true-up order, or the prior anniversary date and submit a true-up order that accounts for any increase.

- (iii) **Online Services.** For Online Services identified as eligible for true-up in the Product Terms, Enrolled Affiliate may place a reservation order for the additional Licenses prior to use and payment may be deferred until the next true-up order. Microsoft will provide a report of Reserved Licenses ordered but not yet invoiced to Enrolled Affiliate and its Reseller. Reserved Licenses will be invoiced retroactively to the month in which they were ordered.

- (iv) **Subscription License reductions.** Enrolled Affiliate may reduce the quantity of Subscription Licenses at the Enrollment anniversary date on a prospective basis if permitted in the Product Terms, as follows:

- 1) For Subscription Licenses that are part of an Enterprise-wide purchase, Licenses may be reduced if the total quantity of Licenses and Software Assurance for an applicable group meets or exceeds the quantity of Qualified Devices and Qualified Users (if ordering user-based Licenses) identified on the Product Selection Form, and includes any additional Qualified Devices and Qualified Users added in any prior true-up orders. Step-up Licenses do not count towards this total count.
- 2) For Enterprise Online Services that are not a part of an Enterprise-wide purchase, Licenses can be reduced as long as the initial order minimum requirements are maintained.
- 3) For Additional Products available as Subscription Licenses, Enrolled Affiliate may reduce the Licenses. If the License count is reduced to zero, then Enrolled Affiliate's use of the applicable Subscription License will be cancelled.

Invoices will be adjusted to reflect any reductions in Subscription Licenses at the true-up order Enrollment anniversary date and effective as of such date.

- (v) **Update statement.** An update statement must be submitted instead of a true-up order if, since the initial order or last true-up order, Enrolled Affiliate's Enterprise: (1) has not changed the number of Qualified Devices and Qualified Users licensed with Enterprise Products or Enterprise Online Services; and (2) has not increased its usage of Additional Products. This update statement must be signed by Enrolled Affiliate's authorized representative.

- (vi) **True-up order period.** The true-up order or update statement must be received by Microsoft between 60 and 30 days prior to each Enrollment anniversary date. The third-

year true-up order or update statement is due within 30 days prior to the Expiration Date, and any license reservations within this 30 day period will not be accepted. Enrolled Affiliate may submit true-up orders more often to account for increases in Product usage, but an annual true-up order or update statement must still be submitted during the annual order period.

(vii) Late true-up order. If the true-up order or update statement is not received when due, Microsoft will invoice Reseller for all Reserved Licenses not previously invoiced and Subscription License reductions cannot be reported until the following Enrollment anniversary date (or at Enrollment renewal, as applicable).

h. Step-up Licenses. For Licenses eligible for a step-up under this Enrollment, Enrolled Affiliate may step-up to a higher edition or suite as follows:

(i) For step-up Licenses included on an initial order, Enrolled Affiliate may order according to the true-up process.

(ii) If step-up Licenses are not included on an initial order, Enrolled Affiliate may step-up initially by following the process described in the Section titled "Adding new Products not previously ordered," then for additional step-up Licenses, by following the true-up order process.

i. Clerical errors. Microsoft may correct clerical errors in this Enrollment, and any documents submitted with or under this Enrollment, by providing notice by email and a reasonable opportunity for Enrolled Affiliate to object to the correction. Clerical errors include minor mistakes, unintentional additions and omissions. This provision does not apply to material terms, such as the identity, quantity or price of a Product ordered.

j. Verifying compliance. Microsoft may, in its discretion and at its expense, verify compliance with this Enrollment as set forth in the Enterprise Agreement.

3. Pricing.

a. Price Levels. For both the initial and any renewal term Enrolled Affiliate's Price Level for all Products ordered under this Enrollment will be Level "D" throughout the term of the Enrollment.

b. Setting Prices. Enrolled Affiliate's prices for each Product or Service will be established by its Reseller. Except for Online Services designated in the Product Terms as being exempt from fixed pricing, As long as Enrolled Affiliate continues to qualify for the same price level, Microsoft's prices for Resellers for each Product or Service ordered will be fixed throughout the applicable initial or renewal Enrollment term. Microsoft's prices to Resellers are reestablished at the beginning of the renewal term.

4. Payment terms.

For the initial or renewal order, Enrolled Affiliate may pay upfront or elect to spread its payments over the applicable Enrollment term. If an upfront payment is elected, Microsoft will invoice Enrolled Affiliate's Reseller in full upon acceptance of this Enrollment. If spread payments are elected, unless indicated otherwise, Microsoft will invoice Enrolled Affiliate's Reseller in three equal annual installments. The first installment will be invoiced upon Microsoft's acceptance of this Enrollment and remaining installments will be invoiced on each subsequent Enrollment anniversary date. Subsequent orders are invoiced upon acceptance of the order and Enrolled Affiliate may elect to pay annually or upfront for Online Services and upfront for all other Licenses.

5. **End of Enrollment term and termination.**

- a. **General.** At the Expiration Date, Enrolled Affiliate must immediately order and pay for Licenses for Products it has used but has not previously submitted an order, except as otherwise provided in this Enrollment.
- b. **Renewal option.** At the Expiration Date of the initial term, Enrolled Affiliate can renew Products by renewing this Enrollment for one additional 36-month term or by signing a new Enrollment. Microsoft must receive a Renewal Form, Product Selection Form, and renewal order prior to or at the Expiration Date. Microsoft will not unreasonably reject any renewal. Microsoft may make changes to this program that will make it necessary for Customer and its Enrolled Affiliates to enter into new agreements and Enrollments at renewal.
- c. **If Enrolled Affiliate elects not to renew.**
 - (i) **Software Assurance.** If Enrolled Affiliate elects not to renew Software Assurance for any Product under its Enrollment, then Enrolled Affiliate will not be permitted to order Software Assurance later without first acquiring a new License with Software Assurance.
 - (ii) **Online Services eligible for an Extended Term.** For Online Services identified as eligible for an Extended Term in the Product Terms, the following options are available at the end of the Enrollment initial or renewal term.
 - 1) **Extended Term.** Licenses for Online Services will automatically expire in accordance with the terms of the Enrollment. An extended term feature that allows Online Services to continue month-to-month ("Extended Term") for up to one year, unless designated in the Product Terms to continue until cancelled, is available. During the Extended Term, Online Services will be invoiced monthly at the then-current published price as of the Expiration Date plus a 3% administrative fee. If Enrolled Affiliate wants an Extended Term, Enrolled Affiliate must submit a request to Microsoft at least 30 days prior to the Expiration Date.
 - 2) **Cancellation during Extended Term.** At any time during the first year of the Extended Term, Enrolled Affiliate may terminate the Extended Term by submitting a notice of cancellation to Microsoft for each Online Service. Thereafter, either party may terminate the Extended Term by providing the other with a notice of cancellation for each Online Service. Cancellation will be effective at the end of the month following 30 days after Microsoft has received or issued the notice.
 - (iii) **Subscription Licenses and Online Services not eligible for an Extended Term.** If Enrolled Affiliate elects not to renew, the Licenses will be cancelled and will terminate as of the Expiration Date. Any associated media must be uninstalled and destroyed and Enrolled Affiliate's Enterprise must discontinue use. Microsoft may request written certification to verify compliance.
- d. **Termination for cause.** Any termination for cause of this Enrollment will be subject to the "Termination for cause" section of the Agreement. In addition, it shall be a breach of this Enrollment if Enrolled Affiliate or any Affiliate in the Enterprise that uses Government Community Cloud Services fails to meet and maintain the conditions of membership in the definition of Community.
- e. **Early termination.** Any early termination of this Enrollment will be subject to the "Early Termination" Section of the Enterprise Agreement.

For Subscription Licenses, in the event of a breach by Microsoft, or if Microsoft terminates an Online Service for regulatory reasons, Microsoft will issue Reseller a credit for any amount paid in advance for the period after termination.

6. **Government Community Cloud.**

- a. **Community requirements.** If Enrolled Affiliate purchases Government Community Cloud Services, Enrolled Affiliate certifies that it is a member of the Community and agrees to use Government Community Cloud Services solely in its capacity as a member of the Community and, for eligible Government Community Cloud Services, for the benefit of end users that are members of the Community. Use of Government Community Cloud Services by an entity that is not a member of the Community or to provide services to non-Community members is strictly prohibited and could result in termination of Enrolled Affiliate's license(s) for Government Community Cloud Services without notice. Enrolled Affiliate acknowledges that only Community members may use Government Community Cloud Services.
- b. All terms and conditions applicable to non-Government Community Cloud Services also apply to their corresponding Government Community Cloud Services, except as otherwise noted in the Use Rights, Product Terms, and this Enrollment.
- c. Enrolled Affiliate may not deploy or use Government Community Cloud Services and corresponding non-Government Community Cloud Services in the same domain.
- d. **Use Rights for Government Community Cloud Services.** For Government Community Cloud Services, notwithstanding anything to the contrary in the Use Rights:
 - (i) Government Community Cloud Services will be offered only within the United States.
 - (ii) Additional European Terms, as set forth in the Use Rights, will not apply.
 - (iii) References to geographic areas in the Use Rights with respect to the location of Customer Data at rest, as set forth in the Use Rights, refer only to the United States.

Enrollment Details

1. Enrolled Affiliate's Enterprise.

- a. Identify which Agency Affiliates are included in the Enterprise. (Required) Enrolled Affiliate's Enterprise must consist of entire offices, bureaus, agencies, departments or other entities of Enrolled Affiliate, not partial offices, bureaus, agencies, or departments, or other partial entities. Check only one box in this section. If no boxes are checked, Microsoft will deem the Enterprise to include the Enrolled Affiliate only. If more than one box is checked, Microsoft will deem the Enterprise to include the largest number of Affiliates:

☒ Enrolled Affiliate only

☐ Enrolled Affiliate and all Affiliates

☐ Enrolled Affiliate and the following Affiliate(s) (Only identify specific affiliates to be included if fewer than all Affiliates are to be included in the Enterprise):

☐ Enrolled Affiliate and all Affiliates, with following Affiliate(s) excluded:

- b. Please indicate whether the Enrolled Affiliate's Enterprise will include all new Affiliates acquired after the start of this Enrollment: Exclude future Affiliates

2. Contact information.

Each party will notify the other in writing if any of the information in the following contact information page(s) changes. The asterisks (*) indicate required fields. By providing contact information, Enrolled Affiliate consents to its use for purposes of administering this Enrollment by Microsoft, its Affiliates, and other parties that help administer this Enrollment. The personal information provided in connection with this Enrollment will be used and protected in accordance with the privacy statement available at <https://www.microsoft.com/licensing/servicecenter>.

- a. **Primary contact.** This contact is the primary contact for the Enrollment from within Enrolled Affiliate's Enterprise. This contact is also an Online Administrator for the Volume Licensing Service Center and may grant online access to others. The primary contact will be the default contact for all purposes unless separate contacts are identified for specific purposes

Name of entity (must be legal entity name)* City of Wilmington, Delaware

Contact name* First Demond **Last** May

Contact email address* dmay@wilmingtonde.gov

Street address* 800 French Street

City* Wilmington

State/Province* DE

Postal code* 19801-3590-

(For U.S. addresses, please provide the zip + 4, e.g. xxxxx-xxxx)

Country* United States

Phone* 302-576-2587

Tax ID

** indicates required fields*

- b. **Notices contact and Online Administrator.** This contact (1) receives the contractual notices, (2) is the Online Administrator for the Volume Licensing Service Center and may grant online access to others, and (3) is authorized to order Reserved Licenses for eligible

Online Services, including adding or reassigning Licenses and stepping-up prior to a true-up order.

☒ Same as primary contact (default if no information is provided below, even if the box is not checked).

Contact name* First Demond Last May

Contact email address* dmay@wilmingtonde.gov

Street address* 800 French Street

City* Wilmington

State/Province* DE

Postal code* 19801-3590-

(For U.S. addresses, please provide the zip + 4, e.g. xxxxx-xxxx)

Country* United States

Phone* 302-576-2587

Language preference. Choose the language for notices. English

☐ This contact is a third party (not the Enrolled Affiliate). Warning: This contact receives personally identifiable information of the Customer and its Affiliates.

** indicates required fields*

- c. **Online Services Manager.** This contact is authorized to manage the Online Services ordered under the Enrollment and (for applicable Online Services) to add or reassign Licenses and step-up prior to a true-up order.

☐ Same as notices contact and Online Administrator (default if no information is provided below, even if box is not checked)

Contact name*: First Demond Last May

Contact email address* dmay@wilmingtonde.gov

Phone* 302-576-2587

☐ This contact is from a third party organization (not the entity). Warning: This contact receives personally identifiable information of the entity.

** indicates required fields*

- d. **Reseller information.** Reseller contact for this Enrollment is:

Reseller company name* SHI International Corp.

Street address (PO boxes will not be accepted)* 290 Davidson Ave

City* Somerset

State/Province* NJ

Postal code* 08873

Country* United States

Contact name* Caitlyn Matchick

Phone* 888-764-8888

Contact email address* msteam@shi.com

** indicates required fields*

By signing below, the Reseller identified above confirms that all information provided in this Enrollment is correct.

Signature* _____
Printed name*
Printed title*
Date*

** indicates required fields*

Changing a Reseller. If Microsoft or the Reseller chooses to discontinue doing business with each other, Enrolled Affiliate must choose a replacement Reseller. If Enrolled Affiliate or the Reseller intends to terminate their relationship, the initiating party must notify Microsoft and the other party using a form provided by Microsoft at least 90 days prior to the date on which the change is to take effect.

- e. If Enrolled Affiliate requires a separate contact for any of the following, attach the Supplemental Contact Information form. *Otherwise, the notices contact and Online Administrator remains the default.*

- (i) Additional notices contact
- (ii) Software Assurance manager
- (iii) Subscriptions manager
- (iv) Customer Support Manager (CSM) contact

3. *Financing elections.*

Is a purchase under this Enrollment being financed through MS Financing? ☐ Yes, ☒ No.

If a purchase under this Enrollment is financed through MS Financing, and Enrolled Affiliate chooses not to finance any associated taxes, it must pay these taxes directly to Microsoft.

Previous Enrollment(s)/Agreement(s) Form

Entity Name: City of Wilmington, Delaware

Contract that this form is attached to: State Local Government

For the purposes of this form, "entity" can mean the signing entity, Customer, Enrolled Affiliate, Government Partner, Institution, or other party entering into a volume licensing program agreement.

Please provide a description of the previous Enrollment(s), Agreement(s), Purchasing Account(s), and/or Affiliate Registration(s) being renewed or consolidated into the new contract identified above.

- a. Entity may select below any previous contract(s) from which to transfer MSDN subscribers to this new contract. Entity shall ensure that each MSDN subscriber transferred is either properly licensed under the new contract or is removed.
- b. Entity may select below only one previous contract from which to transfer the Software Assurance (SA) Benefit contact details, i.e., benefits contact (*not* the SA manager) and the program codes, to this new contract.
- c. An Open License cannot be used to transfer either the SA Benefit details or MSDN subscribers.
- d. The date of the earliest expiring Enrollment/Agreement that contains SA or Online Services will be the effective date of the new contract (or SA coverage period for Select Plus).
- e. Please insert the number of the earliest expiring Enrollment/Agreement with SA or Online Services in the appropriate fields of the new contract.

Enrollment/Agreement/ Purchasing Account/Affiliate Registration Description	Enrollment/Agreement/ Purchasing Account/Affiliate Registration Public Customer Number	Transfer SA Benefit Contact	Transfer MSDN Subscribers
Standard Enrollment	5121873	X	X

Proposal ID

0759430.004

Enrollment Number

Language: English (United States)

Enrolled Affiliate's Enterprise Products and Enterprise Online Services summary for the initial order:

Profile	Qualified Devices	Qualified Users	Device / User Ratio	Enterprise Product Platform	CAL Licensing Model
Enterprise	1,025	1,025	1.0	No	User Licenses

Products	Enterprise Quantity
Client Access License (CAL)	
Core CAL	
Core CAL Bridge for Office 365 From SA	1,025
Enterprise Mobility and Security (EMS)	
Enterprise Mobility and Security GOV	545
O365 Plans	
O365 GCC E3	1,025

Enrolled Affiliate's Product Quantities:				
Price Group	1	2	3	4
Enterprise Products	Office Professional Plus + Office 365 ProPlus + Office 365 (Plans E3 and E5) + Microsoft 365 Enterprise	Client Access License + Office 365 (Plans E1, E3 and E5) + Microsoft 365 Enterprise	Client Access License + Windows Intune + EMS USL + Microsoft 365 Enterprise	Win E3 + Win E5 + Win VDA + Microsoft 365 Enterprise
Quantity	1025	1025	545	0

Enrolled Affiliate's Price Level:	
Product Offering / Pool	Price Level
Enterprise Products and Enterprise Online Services USLs: Unless otherwise indicated in associated contract documents, Price level set using the highest quantity from Groups 1 through 4.	D
Additional Product Application Pool: Unless otherwise indicated in associated contract documents, Price level set using quantity from Group 1.	D
Additional Product Server Pool: Unless otherwise indicated in associated contract documents, Price level set using the highest quantity from Group 2 or 3.	D
Additional Product Systems Pool: Unless otherwise indicated in associated contract documents, Price level set using quantity from Group 4.	D

NOTES	
Unless otherwise indicated in the associated contract documents, the price level for each Product offering / pool is set as described above, based upon the quantity to price level mapping below:	
Quantity of Licenses and Software Assurance	Price Level
2,399 and below	A
2,400 to 5,999	B
6,000 to 14,999	C
15,000 and above	D
Note 1: Enterprise Online Services may not be available in all locations. Please see the Product List for a list of locations where these may be purchased.	
Note 2: Unless otherwise indicated in associated Agreement documents, the CAL selection must be the same across the Enterprise for each Profile.	
Note 3: If Enrolled Affiliate does not order an Enterprise Product or Enterprise Online Service associated with an applicable Product pool, the price level for Additional Products in the same pool will be price level "A" throughout the term of the Enrollment. Refer to the Qualifying Government Entity Addendum pricing provision for more details on price leveling.	

Program Signature Form

MBA/MBSA number

272757

Agreement number

01E73999

Note: Enter the applicable active numbers associated with the documents below. Microsoft requires the associated active number be indicated here, or listed below as new.

For the purposes of this form, "Customer" can mean the signing entity, Enrolled Affiliate, Government Partner, Institution, or other party entering into a volume licensing program agreement.

This signature form and all contract documents identified in the table below are entered into between the Customer and the Microsoft Affiliate signing, as of the effective date identified below.

Contract Document	Number or Code
Enterprise Enrollment (Indirect)	X20-10634
Product Selection Form	0759430.004_PSF
Enterprise Amendment	M97(NEW)

By signing below, Customer and the Microsoft Affiliate agree that both parties (1) have received, read and understand the above contract documents, including any websites or documents incorporated by reference and any amendments and (2) agree to be bound by the terms of all such documents.

Customer
Name of Entity (must be legal entity name)* City of Wilmington, Delaware
Signature* _____
Printed First and Last Name*
Printed Title
Signature Date*
Tax ID

* indicates required field

Microsoft Affiliate
Microsoft Corporation
Signature _____
Printed First and Last Name
Printed Title
Signature Date (date Microsoft Affiliate countersigns)
Agreement Effective Date (may be different than Microsoft's signature date)

Optional 2nd Customer signature or Outsourcer signature (if applicable)

Customer
Name of Entity (must be legal entity name)*
Signature* _____
Printed First and Last Name*
Printed Title
Signature Date*

** indicates required field*

Outsourcer
Name of Entity (must be legal entity name)*
Signature* _____
Printed First and Last Name*
Printed Title
Signature Date*

** indicates required field*

If Customer requires physical media, additional contacts, or is reporting multiple previous Enrollments, include the appropriate form(s) with this signature form.

After this signature form is signed by the Customer, send it and the Contract Documents to Customer's channel partner or Microsoft account manager, who must submit them to the following address. When the signature form is fully executed by Microsoft, Customer will receive a confirmation copy.

Microsoft Corporation
Dept. 551, Volume Licensing
6100 Neil Road, Suite 210
Reno, Nevada 89511-1137
USA

Amendment to Contract Documents

Enrollment Number

272757

This amendment ("Amendment") is entered into between the parties identified on the attached program signature form. It amends the Enrollment or Agreement identified above. All terms used but not defined in this Amendment will have the same meanings provided in that Enrollment or Agreement.

Enterprise Enrollment (Indirect)

Invoice for Quoted Price

Amendment ID M97

Notwithstanding anything to the contrary or in addition to any terms in the Enrollment, the Enrollment is hereby amended to add the following paragraph:

The price quoted to Enrolled Affiliate's Reseller is a fixed price based on an estimated order submission date. Microsoft will invoice Enrolled Affiliate's Reseller based on this fixed price quote. If this order is submitted later than the estimated order submission date, Enrolled Affiliate's Reseller will be charged for net new Monthly Subscriptions (including Online Services) for the period during which these services were not provided. Pricing to Enrolled Affiliate is agreed between Enrolled Affiliate and Enrolled Affiliate's Reseller.

Except for changes made by this Amendment, the Enrollment or Agreement identified above remains unchanged and in full force and effect. If there is any conflict between any provision in this Amendment and any provision in the Enrollment or Agreement identified above, this Amendment shall control.

This Amendment must be attached to a signature form to be valid.

Microsoft Internal Use Only:

(M97)EnrAmend(Ind)(InvoiceforQuotedPrice)(WW)(ENG)(May2018)(IU).docx		M97	PLSS
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Pricing Proposal

Quotation #: 15661644

Reference #: Year 3 - Microsoft Renewal

Created On: 7/18/2018

Valid Until: 7/31/2018

DE-City of Wilmington

Demond May

800 French St.
5th Fl-Louis L. Redding
Wilmington, DE 19801
United States
Phone:
Fax:
Email: dmay@wilmingtonde.gov

Inside Account Manager

Olivia Ciesla

290 Davidson Ave.
Somerset, NJ 08873
Phone: 7326526361
Fax:
Email: Olivia_Ciesla@shi.com

All Prices are in US Dollar (USD)

Product	Qty	Your Price	Total
1 CISSteDCCore ALNG SA MVL 2Lic CoreLic Microsoft - Part#: 9GS-00135 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSPO16-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	64	\$164.57	\$10,532.48
2 CISStdCore ALNG SA MVL 2Lic CoreLic Microsoft - Part#: 9GA-00313 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSPO16-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	48	\$33.92	\$1,628.16
3 CoreCALBridgeO365FromSA ALNG SubsVL MVL PerUsr Microsoft - Part#: AAA-12416 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSPO16-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	1025	\$15.64	\$16,031.00
4 EntMobandSecE3GCC Shared Alng MonthlySub Addon ToUsrCrCAL Microsoft - Part#: AAA-12523 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSPO16-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	545	\$57.02	\$31,075.90
5 O365ATPGCC ShrdSvr ALNG SubsVL MVL PerUsr Microsoft - Part#: 3GU-00001 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSPO16-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	700	\$17.44	\$12,208.00
6 O365GCCE3 ShrdSvr ALNG SubsVL MVL PerUsr Microsoft - Part#: AAA-11894	1025	\$198.38	\$203,339.50

Contract Name: NASPO ValuePoint - Software VAR
Contract #: ADSP016-130651
Subcontract #: GSS16642-SOFTWAREVAR
Coverage Term: 8/1/2018 – 7/31/2019

7	SQLSvrStdCore ALNG SA MVL 2Lic CoreLic Microsoft - Part#: 7NQ-00292 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSP016-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	38	\$580.45	\$22,057.10
8	WinRmtDsktpSrvcsCAL ALNG SA MVL UsrCAL Microsoft - Part#: 6VC-01254 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSP016-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	240	\$21.29	\$5,109.60
9	AzureMntryCmmtmntG ShrdSvr ALNG SubsVL MVL Commit Provision Microsoft - Part#: J5U-00004 Contract Name: NASPO ValuePoint - Software VAR Contract #: ADSP016-130651 Subcontract #: GSS16642-SOFTWAREVAR Coverage Term: 8/1/2018 – 7/31/2019	1	\$0.00	\$0.00
			Total	\$301,981.74

Additional Comments

Thank you for choosing SHI International Corp! The pricing offered on this quote proposal is valid through the expiration date listed above. To ensure the best level of service, please provide End User Name, Phone Number, Email Address and applicable Contract Number when submitting a Purchase Order. For any additional information including Hardware, Software and Services Contracts, please contact an SHI Inside Sales Representative at (888) 744-4084.

SHI International Corp. is 100% Minority Owned, Woman Owned Business.
TAX ID# 22-3009648; DUNS# 61-1429481; CCR# 61-243957G; CAGE 1HTF0

The Products offered under this proposal are subject to the SHI Return Policy posted at www.shi.com/returnpolicy, unless there is an existing agreement between SHI and the Customer.

AN ORDINANCE TO AMEND CHAPTER 2 OF THE CITY CODE TO ESTABLISH (I) A TAX STABILIZATION RESERVE WITHIN THE GENERAL FUND AND (II) AN OPERATION AND MAINTENANCE RESERVE AND A RATE STABILIZATION RESERVE WITHIN THE WATER/SEWER FUND

#4571

Sponsor:

Council
Member
Freel

WHEREAS, the City desires to provide its citizens with essential and quality services without large tax or water/sewer rate increases; and

WHEREAS, the City wishes to continue to maintain the long-term financial stability of the City and its current bond rating; and

WHEREAS, in order to achieve the aforementioned goals, the City would like to establish (i) a tax stabilization reserve within the general fund and (ii) an operation and management reserve and a rate stabilization reserve within the water/sewer fund; and

WHEREAS, the City would also like to perform certain housekeeping matters, including (i) the replacement of the term “undesigned” in Section 2-378 of the City Code with the term “unrestricted” because the term “undesigned” is outdated and the term “unrestricted” is more appropriate and (ii) the renumbering of certain Sections and Divisions of Chapter 2 of the City Code for continuity purposes and to retain sufficient reserved sections for potential future amendments to the City Code; and

WHEREAS, the Wilmington Water, Sewer and Stormwater Citizens Advisory Board deems it necessary and appropriate to establish an operation and management reserve and a rate stabilization reserve within the water/sewer fund; and

WHEREAS, City Council deems it necessary and appropriate to (i) establish a tax stabilization reserve within the general fund; (ii) establish an operation and management reserve and a rate stabilization reserve within the water/sewer fund; and (iii) perform the aforementioned housekeeping matters.

**NOW, THEREFORE, THE COUNCIL OF THE CITY OF WILMINGTON
HEREBY ORDAINS:**

SECTION 1. Chapter 2 of the City Code is hereby amended by amending Section 2-378 thereof by deleting the stricken language and adding the underlined language to read as follows:

Sec. 2-378. - Budget reserve account - Appropriations from budget reserve account.

The city council, may, by ordinance, adopted by a two-thirds majority (nine) of the president and all the members of the city council, appropriate funds from the budget reserve account to other annual operating budget accounts, in order to meet general operating fund expenses during the course of or at the end of any fiscal year, if funds are not available in the ~~undesignated~~ unrestricted fund balance.

SECTION 2. Chapter 2 of the City Code is hereby amended by adding a new Division 3 thereto, which shall consist of new Sections 2-381, 2-381.1, and 2-381.2, with the underlined language to read as follows:

DIVISION 3. – TAX STABILIZATION RESERVE

Sec. 2-381 - Established.

There is hereby created a tax stabilization reserve within the general fund. The purpose of the reserve is to provide future tax stabilization for the general fund.

Sec. 2-381.1 – Tax stabilization reserve - funding.

The tax stabilization reserve shall be the net unrestricted general fund balance as determined by the fiscal year end comprehensive annual financial report.

Sec. 2-381.2 - Authorization to access and appropriations from the tax stabilization reserve.

The city shall be authorized to access the tax stabilization reserve as may be necessary in order to pay city obligations and limit the need to increase taxes when authorized by city council by ordinance.

SECTION 3. Chapter 2 of the City Code is hereby amended by adding a new Division 4 thereto, which shall consist of new Sections 2-386, 2-386.1, and 2-386.2, with the underlined language to read as follows:

DIVISION 4. - OPERATION AND MAINTENANCE RESERVE

Sec. 2-386 - Established.

There is hereby created an operation and maintenance reserve within the water/sewer fund. The reserve is to be recorded separately in the water/sewer fund balance. The purpose of the reserve is to provide funding in the event of adverse economic conditions or a public emergency that impacts the operations and maintenance of the water/sewer fund.

Sec. 2-386.1 – Water/sewer fund operation and maintenance reserve - funding.

The water/sewer fund operation and maintenance reserve shall be determined at the end of each fiscal year and shall be equal to seventeen (17) percent of the following fiscal year's water/sewer fund operating budget (excluding extraordinary or one-time items), as authorized by city council by ordinance.

Sec. 2-386.2 - Authorization to access and appropriations from the water/sewer fund operation and maintenance reserve.

- (a) The city shall be authorized to access the water/sewer fund operation and maintenance reserve as may be necessary in order to pay water/sewer obligations if the mayor certifies that adverse economic conditions or a public emergency has occurred that impacts the operations and maintenance of the water/sewer fund such that immediate action is required.
- (b) The city council shall, by ordinance, appropriate funds from the water/sewer fund operation and maintenance reserve to other annual operating budget accounts in order to meet water/sewer operating fund expenses at the end of any fiscal year, if funds are not available in the unrestricted fund balance.

SECTION 4. Chapter 2 of the City Code is hereby amended by adding a new Division 5 thereto, which shall consist of new Sections 2-391, 2-391.1, and 2-391.2, with the underlined language to read as follows:

DIVISION 5. - RATE STABILIZATION RESERVE

Sec. 2-391. - Established.

There is hereby created a rate stabilization reserve within the water/sewer fund. The reserve is to be recorded separately in the water/sewer fund balance. The purpose of the reserve is to provide future rate stabilization for the water/sewer fund.

Sec. 2-391.1. – Water/sewer fund rate stabilization reserve - funding.

The water/sewer fund rate stabilization reserve shall be the net unrestricted water/sewer fund balance as determined by the fiscal year end comprehensive annual financial report.

Sec. 2-391.2. - Authorization to access and appropriations from the water/sewer fund rate stabilization reserve.

The city shall be authorized to access the water/sewer fund rate stabilization reserve as may be necessary in order to pay city water/sewer obligations and limit the need to increase water/sewer rates when authorized by city council by ordinance.

SECTION 5. Chapter 2 of the City Code is hereby amended by renumbering certain Divisions and Sections thereof by deleting the stricken language and adding the underlined language to read as follows:

Sec. 2-3776.1. - Budget reserve account - Implementation and funding.

Sec. 2-3786.2. - Budget reserve account - Appropriations from budget reserve account.

Sec. 2-3796.3. - Authorization to access budget reserve account funds and to require their replenishment.

Secs. 2-377 - 2-380. - Reserved.

Secs. 2-382 - 2-385. - Reserved.

Secs. 2-387 - 2-390. - Reserved.

Secs. 2-392 - 2-395. - Reserved.

DIVISION 36. - TAX AND REVENUE ANTICIPATION NOTES

DIVISION 47. - GENERAL OBLIGATION BONDS

DIVISION 58. - RISK MANAGEMENT PROGRAM

DIVISION 69. - PROCUREMENT PROCEDURES AND REQUIREMENTS

DIVISION 710. - SALES OF REAL PROPERTY

DIVISION 811. - PAYMENT OF PREVAILING WAGES BY CITY CONTRACTORS

SECTION 6. This Ordinance shall be deemed effective as of June 30, 2018.

First Reading.....September 13, 2018
Second Reading.....September 13, 2018
Third Reading.....

Passed by City Council,

President of City Council

ATTEST: _____
City Clerk

Approved this ____ day of _____, 2018.

Mayor

SYNOPSIS: This Ordinance amends Chapter 2 of the City Code by establishing three reserves in order to: (i) maintain the financial stability of the City; (ii) provide citizens with essential and quality services; and (iii) limit the need to increase taxes or water/sewer rates. First, it creates a tax stabilization reserve in the general fund to provide a reserve to pay City obligations and limit the need to increase taxes. Second, it creates an operation and maintenance reserve in the water/sewer fund to provide funding in the event of adverse economic conditions or a public emergency that impacts the operations and maintenance of the water/sewer fund such that immediate action is required. Third, it creates a rate stabilization reserve within the water/sewer fund to provide a reserve to pay City water/sewer obligations and limit the need to increase water/sewer rates. Finally, this Ordinance

addresses certain housekeeping matters, including (i) the replacement of the term “undesigned” in current Section 2-378 of the City Code (which will be renumbered as Section 2-376.2) with the term “unrestricted” because the term “undesigned” is outdated and the term “unrestricted” is more appropriate and (ii) the renumbering of certain Sections and Divisions of Chapter 2 of the City Code for continuity purposes and to retain sufficient reserved Sections for potential future amendments to the City Code. This Ordinance shall be deemed effective as of June 30, 2018.

W0100072

ORDINANCE AUTHORIZING THE ISSUANCE OF THE CITY'S GENERAL OBLIGATION BOND (WETLAND PARK PROJECT), SERIES OF 2018B-WPCRF IN ORDER TO PROVIDE THE FUNDS NECESSARY FOR THE CITY'S WETLAND PARK PROJECT; PROVIDING FOR THE SALE OF THE BOND; AND AUTHORIZING OTHER NECESSARY ACTION

#4556
Sponsor:
Council Member Guy

WHEREAS, the City of Wilmington (the "City") has included in its fiscal year 2014, 2016, and 2018 Capital Budgets and determined to undertake the Wetland Park Project (the "Project") in order to: (i) replace a combined sewer system in the City's Southbridge area with separate sanitary sewer and stormwater collection and conveyance systems; (ii) restore and revitalize wetlands and improve environmental conditions; (iii) provide an area to redirect flood waters and separated stormwater; and (iv) create a passive park open space destination for the community and an environment conducive for economic development; and

WHEREAS, in order to finance the Project and pay certain administrative costs relating to the Project and the costs of issuing the 2018B Bond (as defined herein), the City has determined to issue its General Obligation Bond, Series of 2018B-WPCRF (the "2018B Bond"), in a principal amount not to exceed \$15,107,399; and

WHEREAS, the City has heretofore adopted the General Obligation Bond Ordinance, No. 83-019, Division 4 of Article VI of Chapter 2 of the Wilmington City Code (the "General Ordinance"), authorizing the City to issue general obligation bonds secured by a pledge of the City's full faith, credit and taxing power, for the purpose of, among other things, paying the costs of capital projects; and

WHEREAS, this Ordinance is a Supplemental Ordinance adopted pursuant to the General Ordinance and provides for the issuance and sale of the Bonds.

THE COUNCIL OF THE CITY OF WILMINGTON HEREBY ORDAINS:

SECTION 1. Defined Terms. Terms used in this Ordinance and not otherwise defined shall have the meaning specified in the General Ordinance.

SECTION 2. Authorization of the 2018B Bond. The City hereby authorizes the issuance of its General Obligation Bond, Series of 2018B-WPCRF, or such other series designation as the Bond Committee (defined herein) shall determine, in a principal amount not to exceed \$15,107,399 as supplemented by this Ordinance and the Bond Committee Resolution (as defined herein) for the purpose of financing the Project. The Bond shall be sold to the Delaware Water Pollution Control Revolving Fund.

The 2018B Bond shall be in such principal amount (not exceeding \$15,107,399), shall bear such rate or rates of interest, shall mature in such principal amounts and on such dates, shall be subject to redemption, shall be sold at such price and in such manner, and shall be in such form and contain or be subject to such other terms and conditions, as shall be determined by the City of Wilmington Bond Committee (the "Bond Committee") pursuant to a resolution of said committee (the "Bond Committee Resolution").

SECTION 3. Execution of the 2018B Bond. The 2018B Bond shall be executed by the manual or facsimile signatures of the Mayor, the City Treasurer and the City Auditor, and by the manual or facsimile impression of the City seal, both attested by the manual or facsimile signature of the City Clerk or Deputy City Clerk. The 2018B Bond in definitive form may be printed, typewritten or lithographed without steel engraved borders.

SECTION 4. Security for the 2018B Bond. The full faith, credit and taxing power of the City is hereby pledged to the prompt payment of the principal of, premium if any, and the interest on the 2018B Bond. The 2018B Bond shall be the direct and unlimited obligation of the City, and unless paid from other sources, the City shall levy *ad valorem* taxes upon all taxable property in the City for the payment of the 2018B Bond subject to the limitation contained in applicable law.

SECTION 5. Further Action. The appropriate officers of the City are hereby authorized and directed to take all such action, execute, deliver, file and record all such documents, publish all notices and otherwise carry out the intent of the General Ordinance and this Ordinance in the name of and on behalf of the City.

SECTION 6. Inconsistent Provisions. In the event that any provision of the 2018B Bond, or any term or condition contained in any agreement relating to the 2018B Bond, shall be inconsistent with any of the provisions of the General Ordinance or this Ordinance, the 2018B Bond and such agreement shall be controlling with respect to the 2018B Bond and such agreement.

SECTION 7. Relation to General Ordinance. This Ordinance is supplemental to the General Ordinance and all sections of the General Ordinance, except as modified herein in accordance therewith, are applicable to the 2018B Bond authorized hereunder.

SECTION 8. Effective Date. This Ordinance shall become effective upon its passage by Council and approval by the Mayor.

First Reading June 21, 2018
Second Reading June 21, 2018
Third Reading

Passed by City Council,

President of City Council

ATTEST: _____
City Clerk

Approved this ____ day of _____, 2018

Mayor

SYNOPSIS: This Ordinance authorizes the issuance of the City's General Obligation Bond Series of 2018B-WPCRF, in an amount not to exceed \$15,107,399 (the "2018B Bond"). The 2018B Bond which will be sold to the Delaware Water Pollution Control Revolving Fund in order to finance capital projects of the City, specifically, the Wetland Park Project.

FISCAL IMPACT: Notable impact is on the City's debt service expenditure which is subject to the operating budget for such fiscal year, that is a product of the interest rate specified and the outstanding balance on the loan on such dates as set forth in the financing agreement. Debt service related to the City's enterprise funds are not subject to the statutory limit. Full accrual schedule will be set at project completion at which time, principal and interest of the bonds payable will amortize over the remaining term to maturity to achieve level debt service. Although principal payments are not expensed, there is fiscal impact on the City's cashflow from financing activities, subject to review by the City Treasurer.

ORDINANCE AUTHORIZING THE ISSUANCE OF THE CITY'S GENERAL OBLIGATION BOND, SERIES OF 2018C-WPCRF IN ORDER TO PROVIDE THE FUNDS NECESSARY FOR THE CITY'S SEWER SEPARATION PROJECTS & FLOW MONITORING; PROVIDING FOR THE SALE OF THE BOND; AND AUTHORIZING OTHER NECESSARY ACTION

#4557

Sponsor:

Council
Member
Guy

WHEREAS, the City of Wilmington (the "City") has included in its fiscal year 2016 Capital Budget the Sewer Separation Projects & Flow Monitoring in order to perform the partial separation of combined sewers in the Interceptor A Basin, combined sewer overflow 26 drainage area and at 14th & Orange Streets, and additional ongoing flow monitoring and mitigation efforts to reduce overflow events (collectively, the "Project"); and

WHEREAS, in 2016, the City completed the Kentmere & Union Combined Sewer Overflow Mitigation Project which reduced the frequency of overflows at the combined sewer overflow structure; and

WHEREAS, the City has determined to undertake the Shallcross Avenue Sewer Separation Project as a second phase of the Project ("Phase II of the Project") in order to further minimize the overflows at a combined sewer overflow structure located near the City's intersection of Union Street and Kentmere Parkway; and

WHEREAS, in order to finance this Phase II of the Project and pay certain administrative costs relating to Phase II of the Project and the costs of issuing the 2018C Bond (as defined herein), the City has determined to issue its General Obligation Bond, Series of 2018C-WPCRF (the "2018C Bond"), in a principal amount not to exceed \$1,206,460; and

WHEREAS, the City has heretofore adopted the General Obligation Bond Ordinance, No. 83-019, Division 4 of Article VI of Chapter 2 of the Wilmington City Code (the "General Ordinance"), authorizing the City to issue general obligation bonds secured by a pledge of the City's full faith, credit and taxing power, for the purpose of, among other things, paying the costs of capital projects; and

WHEREAS, this Ordinance is a Supplemental Ordinance adopted pursuant to the General Ordinance and provides for the issuance and sale of the 2018C Bond.

THE COUNCIL OF THE CITY OF WILMINGTON HEREBY ORDAINS:

SECTION 1. Defined Terms. Terms used in this Ordinance and not otherwise defined shall have the meaning specified in the General Ordinance.

SECTION 2. Authorization of the 2018C Bond. The City hereby authorizes the issuance of its General Obligation Bond, Series of 2018C-WPCRF, or such other series designation as the Bond Committee (defined herein) shall determine, in a principal amount not to exceed \$1,206,460 as supplemented by this Ordinance and the Bond Committee Resolution (as defined herein) for the purpose of financing Phase II of the Project. The 2018C Bond shall be sold to the Delaware Water Pollution Control Revolving Fund.

The 2018C Bond shall be in such principal amount (not exceeding \$1,206,460), shall bear such rate or rates of interest, shall mature in such principal amounts and on such dates, shall be subject to redemption, shall be sold at such price and in such manner, and shall be in such form and contain or be subject to such other terms and conditions, as shall be determined by the City of Wilmington Bond Committee (the "Bond Committee") pursuant to a resolution of said committee (the "Bond Committee Resolution").

SECTION 3. Execution of the 2018C Bond. The 2018C Bond shall be executed by the manual or facsimile signatures of the Mayor, the City Treasurer and the City Auditor, and by the manual or facsimile impression of the City seal, both attested by the manual or facsimile signature of the City Clerk or Deputy City Clerk. The 2018C Bond in definitive form may be printed, typewritten or lithographed without steel engraved borders.

SECTION 4. Security for the 2018C Bond. The full faith, credit and taxing power of the City is hereby pledged to the prompt payment of the principal of, premium if any, and the interest on the 2018C Bond. The 2018C Bond shall be the direct and unlimited obligation of the City, and unless paid from other sources, the City shall levy *ad valorem* taxes upon all taxable property in the City for the payment of the 2018C Bond subject to the limitation contained in applicable law.

SECTION 5. Further Action. The appropriate officers of the City are hereby authorized and directed to take all such action, execute, deliver, file and record all such documents, publish all notices and otherwise carry out the intent of the General Ordinance and this Ordinance in the name of and on behalf of the City.

SECTION 6. Inconsistent Provisions. In the event that any provision of the 2018C Bond, or any term or condition contained in any agreement relating to the 2018C Bond, shall be inconsistent with any of the provisions of the General Ordinance or this Ordinance, the 2018C Bond and such agreement shall be controlling with respect to the 2018C Bond and such agreement.

SECTION 7. Relation to General Ordinance. This Ordinance is supplemental to the General Ordinance and all sections of the General Ordinance, except as modified herein in accordance therewith, are applicable to the 2018C Bond authorized hereunder.

SECTION 8. Effective Date. This Ordinance shall become effective upon its passage by Council and approval by the Mayor.

First Reading..... June 21, 2018
Second Reading..... June 21, 2018
Third Reading

Passed by City Council,

President of City Council

ATTEST: _____
City Clerk

Approved this _____ day of _____, 2018

Mayor

SYNOPSIS: This Ordinance authorizes the issuance of the City's General Obligation Bond, Series of 2018C-WPCRF, in an amount not to exceed \$1,206,460 (the "2018C Bond"). The bonds which will be sold to the Delaware Water Pollution Control Revolving Fund in order to: finance capital projects of the City, specifically, the Sewer Separation Projects and Flow Monitoring.

FISCAL IMPACT: Notable impact is on the City's debt service expenditure which is subject to the operating budget for such fiscal year, that is a product of the interest rate specified and the outstanding balance on the loan on such dates as set forth in the financing agreement. Debt service related to the City's enterprise funds are not subject to the statutory limit. Full accrual schedule will be set at project completion at which time, principal and interest of the bonds payable will amortize over the remaining term to maturity to achieve level debt service. Although principal payments are not expensed, there is fiscal impact on the City's cashflow from financing activities, subject to review by the City Treasurer.