City of Milford

AGENDA

Council Meeting May 23, 2011

Milford City Hall - Joseph Ronnie Rogers Council Chambers - 201 South Walnut Street, Milford, Delaware

7:00 P.M.

PUBLIC HEARINGS

Davis, Bowen and Friedel, Incorporated on behalf of Fordmill, LLC - Minor Subdivision
N/E side of Milford-Harrington Highway, 400 feet n/w of Holly Hill Road
Tax Parcel MD-16-173.00-01-06.00

Refinancing General Obligation Refunding Bonds, Series of 2002
& Issuance of General Obligation Bonds, Series B of 2011

Adoption of Resolution 2011-4
Final Authorization-Refinancing General Obligation Refunding Bonds,
Series of 2002 & Issue General Obligation Bonds, Series B of 2011

Adoption of Ordinance 2011-13/Refunding 2008 Bonds/2011 Series B Bonds
Adoption of Ordinance 2011-14/Capital Projects/2011 Series A Bonds

WORKSHOP

Call to Order - Mayor Joseph Ronnie Rogers
Carlisle Fire Company/Life Safety Rings Program/Follow Up
Adjourn

COUNCIL MEETING

Call to Order - Mayor Joseph Ronnie Rogers
Invocation
Pledge of Allegiance
Recognition
Communications
New Business -I&I Repairs/Bid Result
-National League of Cities/Annual Dues*
-Resolution 2011-5/Silicato-Wood Commercial Development/Acceptance of Public Improvements
-Budget for Downtown Project
-Southeast Milford Master Plan/City Planner Gary Norris
Unfinished Business - Confirmation or Rejection/Wawa Land Sale
Executive Session - Pursuant to 29 Del. C. §10004(b)(9) Personnel matters in which the names, competency and abilities of individual employees or students are discussed
Executive Session Matter
Adjourn

SUPPORTING DOCUMENTS MUST BE SUBMITTED TO THE CITY CLERK IN ELECTRONIC FORMAT NO LATER THAN ONE WEEK PRIOR TO MEETING; NO PAPER DOCUMENTS WILL BE ACCEPTED OR DISTRIBUTED AFTER PACKET HAS BEEN POSTED ON THE CITY OF MILFORD WEBSITE.

This agenda shall be subject to change to include additional items including executive sessions or the deletion of items including executive sessions which arise at the time of the public body's meeting.

*030311 040811 042611 042811 050511 051611 *Received 051711 051911-Items Removed (Morris and Ritchie Associates, Incorporated on behalf of Griffin Realty, LLC-PUD Modification)*

City of Milford

PUBLIC NOTICE

CITY COUNCIL HEARING

NOTICE IS HEREBY GIVEN that the City Council of the City of Milford will hold a Public Hearing on Monday, May 23, 2011 at 7:00 p.m., or as soon thereafter as possible, in the Joseph Ronnie Rogers Council Chambers at Milford City Hall, 201 South Walnut Street, Milford, Delaware to consider final action on the following matter:

Davis, Bowen and Friedel, Incorporated on behalf of Fordmill, LLC requesting the Minor Subdivision of one parcel into two parcels in an R-3 District; site located on the northeast side of Milford-Harrington Highway, 400 feet northwest of Holly Hill Road, Milford, Delaware; Tax Parcel MD-16-173.00-01-06.00; Area of Petition 91.526 +/- Acres.

All interested persons are hereby notified to be present and to express their views before a final decision is rendered. Written comments will be accepted up to one week prior to the hearing date.

Please direct all questions or comments to Christine Crouch at 302-424-3712 Extension 308.

By: Terri K. Hudson, CMC

030211

Land Use Application Cover Sheet

File Name: Fordmill LLC

File Number: 11-165

Date Stamp

Instructions for Applicants:

Please read and follow all instructions on your application carefully. If you have any questions about the process or your project, it is strongly recommended that you speak with staff prior to submitting your application to help ensure that processing can advance in a timely manner. Every application must include this cover sheet, the application/checklist and all required items. No applications will be accepted if violations exist or if any fees owed the City are delinquent.

Specify Type of Land Use Application to be submitted (check all that apply):

☐ Preliminary Site Plan	☐ Preliminary Major Subdivision	☒ Final Minor Subdivision
☐ Final Site Plan	☐ Final Major Subdivision	☐ Variance/Appeal
☐ Change of Zone	☐ Conditional Use	

Please Type or Print Legibly

Property Owner: Fordmill, L.L.C.			Phone: (302) 644-1400
Address: P.O. Box 212			Cell:
City: Lewes	State: DE	Zip: 19958	Fax:
E-Mail:			
Contact Person, if different:			Phone:
Address:			Cell:
City:	State:	Zip:	Fax:
E-Mail:			
Applicant: Joseph M. Joachimowski Jr.			Phone: (302) 424-1441
Address: 23 N. Walnut Street, Milford, DE 19963			Cell:
City: Milford	State: DE	Zip: 19963	Fax: (302)424-1441
E-Mail: jmj@dbfinc.com			
Site Address: Milford-Harrington Highway, ~~Houston~~ Milford, DE 19963			Zoning: R-3
Tax Map & Parcel Number (s): MD-16-173.00-01-06.00			Acreage: 91.526

Description of Proposal:

Minor Subdivision.

I/We certify that the information provided in this application, including all submittals and attachments, is true and correct to the best of my/our knowledge.

Signature of Applicant: Joseph M Joachimowski Jr. Date: 2-24-11

Signature of Property Owner: See attached Date:

Subdivision Application

File Name: Fordmill LLC

File Number: 11-165

Date Stamp

Proposed Subdivision Name:

I/We wish to subdivide our lot(s) into : 2 **lots with** _____ **units: (**_____ **Commercial,** X **Residential)**

Pre Application Conference:
Any property owner or developer seeking to subdivide land within the City of Milford is strongly encouraged to consult with staff prior to submitting an application in order to become familiar with the requirements of Milford City Code Chapter 200-Subdivisions and Chapter 230-Zoning.

A Land Use Application for a Subdivision is deemed complete when it is accompanied by the required items identified below. Please be advised that additional information may be required during the review process in order to respond to or resolve particular issues. No application shall be considered complete if any of the required information is missing.

PRELIMINARY APPROVAL

Any subdivision fronting on an existing street, not involving any new street or road, not involving the extension of any municipal water or wastewater mains, not adversely affecting the development of the remainder of the parcel or adjoining property, not in conflict with any provision or portion of the development plan, Official Map, Chapter 230-Zoning, or Chapter 200-Subdivision, and not greater than four lots may not be required to file for a preliminary approval, if deemed acceptable by the City Planner.

REQUIRED ITEMS

		For Staff Use ONLY	
		Verified	Waived
☐	1. Land Use Application Cover Sheet.		
☐	2. A full legal description of the property, including the tax map and parcel number.		
☐	3. Thirty-eight folded copies of a preliminary subdivision plan (5 copies no smaller than 24" x 36" and 33 copies no larger than 11" x 17") showing:		
	A. Date, scale, north arrow and acreage of the entire site;		
	B. The name of the preliminary plat, subdivision, or dedication;		
	C. The name and address of the owner(s), developer, and any other parties of interest;		
	D. Boundary lines of the tracts to be subdivided, with the corresponding bearings and actual dimensions of the tract to be platted, subdivided or dedicated;		
	E. Calculation of units for each proposed building type, including commercial units (number of lots and number of units);		
	F. Calculation of open space requirements and parking requirements according to the Code of the City of Milford;		
	G. Location of existing structures, utilities, streets, easements, and natural features;		
	H. A layout of the proposed subdivision including proposed parcel/lot locations, lot square footage, buffering, open space, parking, street and alley layout;		
	I. Location of wetlands, delineated using the US Army Corps of Engineers Manual, latest edition;		
	J. Location of well head protection areas and recharge areas delineated per the State of Delaware.		
	K. A Master Plan and schedule if the property is intended to be developed in phases		
☐	4. A list of waivers being sought from the Code of the City of Milford and their corresponding code locations.		
☐	5. A CD with the subdivision plans saved in .pdf format, and the legal description and list of waivers saved in Word format.		
☐	6. Application fee.		

201 South Walnut Street – Milford, DE 19963
Phone: 302.424.3712 Fax: 302.424.3559 www.cityofmilford.com

EXTENSION APPROVAL

Prior Approval Dates: _____ Planning Commission _____ City Council

REQUIRED ITEMS

		For Staff Use ONLY	
		Verified	Waived
☐	1. Land Use Application Cover Sheet.		
☐	2. A full legal description of the property, including the tax map and parcel number.		
☐	3. Fifteen folded copies of a preliminary subdivision plan (5 copies no smaller than 24" x 36" and 10 copies no larger than 11" x 17") showing:		
	L. Date, scale, north arrow and acreage of the entire site;		
	M. The name of the preliminary plat, subdivision, or dedication;		
	N. The current name and address of the owner(s), developer, and any other parties of interest;		
	O. Boundary lines of the tracts to be subdivided, with the corresponding bearings and actual dimensions of the tract to be platted, subdivided or dedicated;		
	P. Calculation of units for each proposed building type, including commercial units (number of lots and number of units);		
	Q. Calculation of open space requirements and parking requirements according to the Code of the City of Milford;		
	R. Location of existing structures, utilities, streets, easements, and natural features;		
	S. A layout of the proposed subdivision including proposed parcel/lot locations, lot square footage, buffering, open space, parking, street and alley layout;		
	T. Location of wetlands, delineated using the US Army Corps of Engineers Manual, latest edition;		
	U. Location of well head protection areas and recharge areas delineated per the State of Delaware.		
	V. A Master Plan and schedule if the property is intended to be developed in phases		
☐	4. A list of waivers from the Code of the City of Milford and their corresponding code locations, *as approved by City Council during Preliminary Approval.*		
☐	5. A CD with the subdivision plans saved in .pdf format, and the legal description and list of waivers saved in Word format.		

FINAL APPROVAL

REQUIRED ITEMS

		For Staff Use ONLY	
		Verified	Waived
☑	1. Land Use Application Cover Sheet.	✓	
☑	2. A full legal description of the property, including the tax map and parcel number.	✓	
☑	3. Thirty-eight folded copies of a final subdivision plan (5 copies no smaller than 24" x 36" and 33 copies no larger than 11" x 17") showing:	✓	
	✓ A. Date, scale, north arrow and acreage of the entire site;		
	✓ B. The name of the final plat, subdivision, or dedication;		
	✓ C. The name and address of the owner(s), developer, and any other parties of interest;		
	✓ D. Boundary lines of the tracts to be subdivided, with the corresponding bearings and actual dimensions of the tract to be platted, subdivided or dedicated;		
	N/A E. Calculation of units for each building type, including commercial units (number of lots and number of units);		
	N/A F. Calculation of open space requirements and parking requirements according to the City of Milford Code;		
	✓ G. A layout of the subdivision including each parcel/lot location, lot number, lot square footage, lot setbacks including front, side and rear, buffering, open space, parking, streets and alley names;		
	N/A H. A landscaping plan;		
	✓ I. Location of wetlands, delineated using the US Army Corps of Engineers Manual, latest edition;		
	✓ J. Location of well head protection areas and recharge areas delineated per the State of Delaware;		
	N/A K. A Master Plan and schedule if the property is intended to be developed in phases.		
N/A	4. Thirty-eight folded copies of a final utility plan (5 copies no smaller than 24" x 36" and 33 copies no		✓

larger than 11" x 17") showing:

- A. Date, scale, north arrow and acreage of the entire site;
- B. The name of the final plat, subdivision, or dedication;
- C. The name and address of the owner(s), developer, and any other parties of interest;
- D. A layout of the subdivision including each parcel/lot location, lot number, lot square footage, lot setbacks including front, side and rear, buffering, open space, parking, street and alley names;
- E. Location and size of the proposed utilities (water, sewer, and electric) and any easements for such;
- F. Names, locations, and widths of streets and alleys.

5. A list of waivers from the Code of the City of Milford and their corresponding code locations, *as approved by City Council during Preliminary Approval.* — N/A
6. A copy of any deed restrictions and restrictive covenants proposed by the subdivider. — N/A
7. A CD with the subdivision plans and utility plans saved in .pdf format, and the legal description and deed restrictions saved in Word format.
8. DelDOT letter of no objection if located on a State maintained road.
9. Conservation District approval.
10. Fire Marshal site approval.
11. City of Milford Public Works approval.
12. Application fee.

I/We certify that the information provided in this application, including all submittals are attachments, is true and correct to the best of my/our knowledge.

Signature of Applicant: _____ Date: _____

Signature of Property Owner: _____ Date: _____

FOR STAFF USE ONLY

	DAC	Planning Commission	City Council	BOA
	n/a	04.19.11		n/a
Owner				
Contact				
Applicant				

PROJECT #: _____

CITY OF MILFORD
DELAWARE
"THE GARDEN CITY OF TWIN COUNTIES"

PLANNING AND ZONING DEPARTMENT
(302) 422-6616
FAX # (302) 424-5933

201 S. WALNUT STREET
PO BOX 159
MILFORD, DELAWARE 19963

APPLICATION

SITE PLAN CONDITIONAL USE (SUB-DIVISION) VARIANCE CHANGE OF ZONE
(circle all that apply)

The undersigned hereby makes formal application to the City of Milford for the approval of **Minor Subdivision** for the property described below. Applications shall be represented at the appropriate meetings or hearing. The applicant is aware that no applications will be accepted if violations exist or if any service fees, including taxes, are delinquent.

OWNER NAME: **Fordmill, L.L.C.** PHONE NUMBER: 2/1/11
ADDRESS: **P.O. Box 221, Lewes, DE 19958**

SIGNATURE: J. Blake Thompson, Member DATE: _____
PLEASE NOTE: LEGAL OWNER MUST SIGN APPLICATION! FEE: **$400.00**
NON-REFUNDABLE

APPLICANT NAME: **Joseph M. Joachimowski Jr.** PHONE NUMBER: **(302)424-1441**
ADDRESS: **23 N. Walnut Street, Milford, DE 19963**

SITE LOCATION: ROAD **Milford Harrington Highway** (N)S,E,W SIDE **+/-400** FEET (N),S,E,(W) OF
ROAD **Holly Hill Road** SUBDIVISION NAME: _____ LOT NUMBER: _____
SITE ADDRESS: **Milford Harrington Highway, Houston, DE 19954**

ZONING: EXISTING: **R-3** PROPOSED: **R-3** TAX MAP NUMBER: **MD-16-173.00-01-06.00**

PRESENT USE: **Residential** PROPOSED USE: **Residential**

AREA OF PETITION: **91.526** AC AREA OF ADJACENT LAND IN SAME OWNERSHIP: **0** AC

SANITARY FACILITIES:	EXISTING		PROPOSED	
ELECTRIC SUPPLY:	EXISTING		PROPOSED	
WATER SUPPLY:	EXISTING		PROPOSED	
DWELLING UNITS:	EXISTING:		PROPOSED:	
FRONT SETBACK:	REQUIRED:	30' FT	PROPOSED:	FT
REAR SETBACK:	REQUIRED:	15' FT	PROPOSED:	FT
SIDE SETBACKS:	REQUIRED:	8' FT	PROPOSED:	FT

WETLANDS ON SITE? (YES) NO COMPREHENSIVE PLAN RECOMMENDATION: **Moderate Density Residential**
ZONING CHAPTER 230, ARTICLE _____
VARIANCE INFORMATION (IF APPLICABLE): _____

CONTACT FOR APPLICATION: **Joseph M. Joachimowski Jr.** PHONE: **(302) 424-1441**

APPLICATION RECEIVED BY: _____ DATE: _____

DAC MTG: P.C. MTG: COUNCIL MTG:

B.O.A. MTG:

Milford Materials
Milford Electric Dept
Airport Rd
Rd 407
Airport Rd
Map
Traffic
Rd 447
14
Beaver Branch Florist
E D Supply
Meyer Cir W
Ashley Way
Meyer Cir
Ashley Way
Roosa Rd
113
14
Delmarva RV Center
Lighthouse Christian Center Upc
Silicato Commercial Real Estate
Rogers Dr
N Dupont Blvd
E Masten Cir
113
North St
Hertrich Family of Automobile Dealerships
E Masten Cir
AmericInn Lodge & Suites of Milford
N Dupont Blvd
Drew St
Truitt Ave
United States Cold Storage
Rite Aid
E Masten Cir
E Masten Cir
14
N Dupont Blvd
Southern States Milford Cooperative
E Masten Cir
Mama
500 ft
200 m
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Report a problem

THE CITY of Milford DELAWARE

PUBLIC WORKS DEPARTMENT
302.422.6616, FAX 302.422.1119

180 VICKERS DRIVE
MILFORD, DE 19963

March 1, 2011

DBF
23 North Walnut Street
Milford, Delaware 19963

Attn: Joseph M. Joachimowski, Jr.

Re: Public Works Approval

DBF Project NO: 1040J001
Minor Subdivision-Fordmill, LLC

Dear Joe

At this time the Public Works Departments have no objection to the above mentioned subdivision. More detailed utility plans will be required at time of further development. At this time please move forward with the planning process.

Sincerely

Brad Dennehy
Director of Public Works, City of Milford

CC: Gary Norris

STATE OF DELAWARE
DEPARTMENT OF TRANSPORTATION
800 BAY ROAD
P.O. BOX 778
DOVER, DELAWARE 19903

CAROLANN WICKS, P.E.
SECRETARY

February 17, 2011

Mr. Kris Connelly
Kent County Planning & Zoning
555 Bay Road
Dover, DE 19901

DelDOT NO OBJECTION TO RECORDATION

SUBJECT: **SKR 5882; Minor Subdivision of the lands of Fordmill, L.L.C.**
Tax Parcel # MD-16-173.00-01-06.00-000
KCR 036 Milford-Harrington Highway (DE 14)
City of Milford, Kent County

Dear Mr. Connelly:

The Department of Transportation has reviewed the minor subdivision plan dated January 2011, with latest revision date of February 16, 2011, for the above reference site, and has no objection to recordation as shown on the enclosed drawing and as noted.

Note:

Lot 1 and the Residual Lands shall have access to Milford-Harrington Highway via existing access points as shown on the above referenced plan, no new entrances are proposed by this plan. All entrances shall conform to DelDOT's Standards and Regulations for Subdivision Streets and State Highway Access and shall be subject to its approval.

An entrance permit is required from the DelDOT Central District – Entrance Permits Section any time property is subdivided, sold, leased, the change of use of the property will significantly alter the flow or volume of traffic and/or drainage (at the sole discretion of the Division) and/or the owner transfers his/her interest in the property. With the proposed minor subdivision, DelDOT will require a copy of the **recorded Record Plan** showing all appropriate signatures, seals, Plot Book and Page Number, prior to issuing the entrance permit.

The owner is to submit this information to the Central District Entrance Permits Manager 760-2433, to obtain the entrance permit. **Entrance(s) must be installed prior to the sale of any lot(s).**

DelDOT

This "Letter-of-No-Objection" is not a DelDOT endorsement of the project discussed above. Rather, it is a recitation of the transportation improvements, which the applicant may be required to make as a pre-condition to recordation steps and deed restrictions as required by the respective county/municipality in which the project is located. If transportation investments are necessary, they are based on an analysis of the proposed project, its location, and its estimated impact on traffic movements and densities. The required improvements conform to DelDOT's published rules, regulations and standards. Ultimate responsibility for the approval of any project rests with the local government in which the land use decisions are authorized. There may be other reasons (environmental, historic, neighborhood composition, etc.) which compel that jurisdiction to modify or reject this proposed plan even though DelDOT has established that these enumerated transportation improvements are acceptable.

If I can be of any further assistance, please contact me at (302) 760-2266.

Sincerely,

Marc Coté
Subdivision Engineer, Development Coordination

MC:dmc
Enclosure (1)
cc: Eric Cimo, Central District Public Works Engineer (w/attachment)
Todd Sammons, Kent County Subdivision Engineer, Subdivisions (email)
Diane Calloway, Project Engineer, Subdivisions (email)
Joseph M. Joachimowski, Jr., Davis, Bowen & Friedel, Inc. (email)
File (w/attachment)

KENT CONSERVATION DISTRICT

800 BAY ROAD SUITE 2 • DOVER, DELAWARE • 19901 (302) 741-2600 EXT. 3 • FAX (302) 741-0347

January 31, 2011

Ms. Sarah Keifer, AICP
Kent County Department of Planning
555 Bay Road
Dover, Delaware 19901

RE: Minor Subdivision Site Plan
Lands of: Fordmill, LLC
Tax Map No. MD-16-173.00-01-06.00-000

Dear Ms. Keifer:

The Kent Conservation District has no objection to the recordation of the above referenced site plan. A standard sediment and stormwater permit is required prior to any land disturbing activity (clearing, grading, grubbing, etc.) up to one (1) acre taking place on the lot.

If you have any questions regarding this matter, please contact our office.

Sincerely,
KENT CONSERVATION DISTRICT

Jared C. Adkins, P.E.
Stormwater Engineer/Program Manager

RECEIVED
FEB 02 2011
DAVIS, BOWEN & FRIEDEL

cc: Joseph M. Joachimowski, Jr. - Consultant
Fordmill, LLC - Owner

OFFICE OF STATE FIRE MARSHAL

Technical Services

2307 MacArthur Road
New Castle, DE 19720-2426
Phone: 302-323-5365
Fax: 302-323-5366
☐

1537 Chestnut Grove Road
Dover, DE 19904-9610
Phone: 302-739-4394
Fax: 302-739-3696
☑

22705 Park Avenue
Georgetown, DE 19947
Phone: 302-856-5298
Fax: 302-856-5800
☐

FIRE PROTECTION PLAN REVIEW REPORT

Plan Review Number 2011-03-0027-MIS-01 **Tax Parcel Number** MD-16-173.00-01-06.00-000
Review Status APPROVED AS SUBMITTED **Review Date** 02/09/2011

PROJECT

FORDMILL LLC
FORDMILL LLC
Phase# Building # Unit #
MILFORD HARRINGTON HWY
MILFORD, DE 19963

SCOPE OF PROJECT

Project Type MIS Minor Site
Number of Stories _____ **Occupant Load** _____
Square Footage _____ **Occupancy Code** _____
Construction Class _____ **Fire District** 42

APPLICANT	OWNER
DAVIS BOWEN & FRIEDEL	FORDMILL LLC
23 N WALNUT ST PO BOX 809 MILFORD, DE 19963	PO BOX 212 LEWES, DE 19958

This office has reviewed the plans and specifications of the above described project for compliance with the Delaware State Fire Prevention Regulations, in effect as of the date of this review.

A Review Status of "Approved as Submitted" or "Not Approved as Submitted" must comply with the provisions of the attached Plan Review Comments.

Any Conditional Approval does not relieve the Applicant, Owner, Engineer, Contractor, nor their representatives from their responsibility to comply with the plan review comments and the applicable provisions of the Delaware State Fire Prevention Regulations in the construction, installation and/or completion of the project as reviewed by this Agency.

This Plan Review Project was prepared by:

GARY LONG, SR. FIRE PROTECTION SPECIALIST

FIRE PROTECTION PLAN REVIEW COMMENTS

Project Name FORDMILL LLC

Plan Review Number 2011-03-0027-MIS-01 **Tax Parcel Number** MD-16-173.00-01-06.00-000

Review Status APPROVED AS SUBMITTED **Review Date** 02/09/2011

PROJECT COMMENTS

1002	This project has been reviewed under the provisions of the Delaware State Fire Prevention Regulations (DSFPR) Effective November 11, 2009. The current Delaware State Fire Prevention Regulations are available on our website at www.statefiremarshal.delaware.gov. These plans were not reviewed for compliance with the Americans with Disabilities Act (ADA). These plans were not reviewed for compliance with any Local, Municipal, nor County Building Codes.
1301	A plan assessment was conducted indicating the Delaware State Fire Prevention Regulations have Minimal Impact on this project. This Agency has no objection to the recordation or revision to the recordation of this site plan. This reflects the site approval only.
1501	If there are any questions about the above referenced comments please feel free to contact the Fire Protection Specialist who reviewed this project. Please have the plan review number available when calling about a specific project. When changes or revisions to the plans occur, plans are required to be submitted, reviewed, and approved.

DAVIS BOWEN & FRIEDEL, INC.

ARCHITECTS ENGINEERS SURVEYORS

Gerald G. Friedel, P.E.
Michael R. Wigley, AIA, LEED AP
Randy B. Duplechain, P.E.
Charles R. Woodward, Jr., LS
W. Zachary Crouch, P.E.
Michael E. Wheedleton, AIA
Jason P. Loar, P.E.

LEGAL DESCRIPTION
MINOR SUBDIVISION
LOT 1
LANDS OF
FORDMILL, L.L.C.

February 24, 2011

ALL that piece or parcel of land, hereinafter described, situate, lying and being on the northeasterly side of State Route 14, and being located in the City of Milford, Milford Hundred, Kent County, Delaware, being all of the Lot 1, as shown on a plot entitled "Minor Subdivision of the lands of Fordmill, L.L.C.," completed by Davis Bowen & Friedel, Inc., dated Jan. 2011, said piece or parcel of land being more particularly described as follows:

BEGINNING at an iron rod and cap set at a point formed by the intersection of the northeasterly right-of-way line of State Route 14, with the southeasterly line of lands of, now of formerly, L.P.J. Properties, as recorded in the Office of the Recorder of Deeds in Deed Book S-40, Page 96, thence running,

1) leaving said right-of-way line of State Route 14 and running by and with said new property line of L.P.L. lands, the following 3 courses and distances, along a curve to the left having a radius of 23.59 feet, an arc length of 37.04 feet and a chord bearing and distance of North 78 degrees 45 minutes 19 seconds East 33.35 feet to an iron rod and cap set at a point, thence running,

2) North 33 degrees 18 minutes 55 seconds East 399.74 feet to an iron rod and cap set at a point, thence running,

3) North 55 degrees 30 minutes 57 seconds West 192.89 feet to an iron pipe found at a point on the northeasterly line of lands of, now or formerly, Branta Enterprises, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-269, Page 179, thence running,

4) leaving said L.P.J. Properties lands and running by and with said Branta lands and in part running by and with lands of, now or formerly, Cosmo Properties, as recorded in said Office of the Recorder of Deeds in Deed Book D-703, Page 1, and in part running by and with lands of, now or formerly, Blue Hen Lines, Inc., as recorded in said Office of the Recorder of Deeds in Deed Book S-42, Page 139, North 45 degrees 40 minutes 21 seconds West 441.60 feet to

5) leaving said Blue Hen Lines, Inc. lands and with a new line running by and with Residual land of said Fordmill, L.L.C. lands, North 34 degrees 00 minutes 14 seconds East 1374.51 feet to an iron rod and cap set on the southerly line of lands of, now or formerly, Kentmere Builders, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-695, Page 53, thence running,

6) running by and with said Kentmere Builders lands, South 55 degrees 59 minutes 46 seconds East 585.57 feet to a concrete monument found at a point on the westerly line of lands of, now or formerly, Timothy S. & Jeannie N. Johnson, as recorded in said Office of the Recorder of Deeds in Deed Book D-701, Page 63, thence running,

7) leaving said Kentmere Builders lands and running by and with said Johnson lands and in part running by and with lands of, now or formerly, Milford Associates, L.P., as recorded in said Office of the Recorder of Deeds in Deed Book C-45, Page 192, along a curve to the right having a radius of 805.00 feet, an arc length of 276.49 feet and a chord bearing and distance of South 23 degrees 13 minutes 47 seconds West 275.13 feet to a point, thence running,

8) running by and with said Milford Associates lands and in part running by and with lands of, now or formerly Richard J. Marchetti as recorded in said Office of the Recorder of Deeds in Deed Book D-356, Page 275, and in part running by and with lands of, now or formerly, Wilson Fleet & Equipment Service, as recorded in said Office of the Recorder of Deeds in Deed Book D-216, Page 342, South 33 degrees 02 minutes 25 seconds West 1089.40 feet to an iron rod and cap found at a point, thence running,

9) running by and with said Wilson Fleet lands, South 55 degrees 56 minutes 14 seconds East 30.87 feet to an iron rod and cap found at a point on the northerly line of lands of, now or formerly, Southern States Milford Coop., as recorded in said Office of the Recorder of Deeds in Deed Book D-298, Page 23, thence running,

10) leaving said Wilson Fleet lands and running by and with said Southern States lands, the following 2 courses and distances, South 33 degrees 18 minutes 54 seconds West 507.16 feet to an iron rod and cap set at a point, thence running,

11) along a curve to the left, having a radius of 25.00 feet, an arc length of 36.46 feet and a chord bearing and distance of South 08 degrees 27 minutes 54 seconds East 33.31 feet to an iron rod and cap set at a point on the aforementioned right-of-way line of State Route 14, thence running,

12) leaving said Southern States lands and running by and with said right-of-way line of State Route 14, the following 2 courses and distances, North 49 degrees 42 minutes 33 seconds West 52.23 feet to a point, thence running,

13) North 48 degrees 46 minutes 33 seconds West 54.65 feet to an iron rod and cap set at the point and place of beginning; **CONTAINING** 21.694 acres of land, more or less.

DAVIS BOWEN & FRIEDEL, INC.

ARCHITECTS ENGINEERS SURVEYORS

Gerald G. Friedel, P.E.
Michael R. Wigley, AIA, LEED AP
Randy B. Duplechain, P.E.
Charles R. Woodward, Jr., LS
W. Zachary Crouch, P.E.
Michael E. Wheedleton, AIA
Jason P. Loar, P.E.

LEGAL DESCRIPTION
MINOR SUBDIVISION
RESIDUAL LANDS OF
FORDMILL, L.L.C.

February 24, 2011

ALL that piece or parcel of land, hereinafter described, situate, lying and being on the northeasterly side of State Route 14, and being located in the City of Milford, Milford Hundred, Kent County, Delaware, being all of Residual Land, as shown on a plot entitled "Minor Subdivision of the lands of Fordmill, L.L.C.," completed by Davis Bowen & Friedel, Inc., dated Jan. 2011, said piece or parcel of land being more particularly described as follows:

BEGINNING at a point formed by the intersection of the northeasterly right-of-way line of State Route 14, 80 feet wide, with the southeasterly line of lands of, now or formerly, Clough Properties, LLC, as recorded in the Office of the Recorder of Deeds in and for Kent County and the State of Delaware in Deed Book D-680, Page 53, thence running,

1) leaving said right-of-way line of State Route 14 and running by and with said Clough lands, the following 2 courses and distances, North 48 degrees 24 minutes 10 seconds East 913.50 feet to a point, passing over a concrete monument found at 0.70 feet, thence running,

2) North 19 degrees 35 minutes 41 seconds East 66.58 feet to an iron rod & cap set at a point on the southeasterly line of lands of, now or formerly, Ronald J. & Lisa A. Prisco, as recorded in said Office of the Recorder of Deeds in Deed Book D-134, Page 141, thence running

3) leaving said Clough lands and running by and with said Prisco lands, North 17 degrees 53 minutes 28 seconds East 557.86 feet to a concrete monument found at a point on the southeasterly line of lands of, now or formerly, The City of Milford, as recorded in said Office of the Recorder of Deeds in Deed Book D-286, Page 59 and in Deed Book D-424, Page 283, thence running,

4) leaving said Prisco lands and running by and with said City of Milford lands, the following 9 courses and distances, North 15 degrees 12 minutes 32 seconds East 676.63 feet to an iron pipe found at a point, thence running,

5) South 38 degrees 17 minutes 11 seconds East 88.59 feet to a point, thence running,

6) South 45 degrees 21 minutes 33 seconds East 259.81 feet to a point, thence running,

7) South 57 degrees 12 minutes 19 seconds East 68.78 feet to a point, thence running,

8) North 74 degrees 04 minutes 54 seconds East 115.32 feet to a point, thence running,

9) North 67 degrees 57 minutes 38 seconds East 100.74 feet to a point, thence running,

10) North 72 degrees 46 minutes 13 seconds East 284.91 feet to a point, thence running,

11) South 56 degrees 53 minutes 40 seconds East 249.83 feet to a point, thence running,

12) South 38 degrees 57 minutes 21 seconds East 77.00 feet to a point on the westerly line of lands of, now or formerly, Alan J. McCarthy, as recorded in said Office of the Recorder of Deeds in Deed Book D-553, Page 97, thence running,

13) leaving said City of Milford lands and running by and with said McCarthy lands, the following 2 courses and distance, along a curve to the left having a radius of 1080.00 feet, an arc length of 757.46 feet and a chord bearing and distance of South 19 degrees 23 minutes 50 seconds East 742.03 feet to a point, thence running,

14) South 39 degrees 29 minutes 22 seconds East 135.81 feet to an iron rod and cap found on the westerly line of lands of, now or formerly, Kentmere Builders, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-695, Page 53, thence running,

15) leaving said McCarthy lands and running by and with said Kentmere Builders lands, South 34 degrees 00 minutes 14 seconds West 505.88 feet to an iron rod and cap set at a point, thence running,

16) leaving said Kentmere Builders lands and running by and with Lot 1 of said Fordmill, L.L.C. lands, South 34 degrees 00 minutes 14 seconds West 1374.51 feet to an iron rod and cap set on the northeasterly line of lands of, now or formerly, Blue Hen Lines, Inc., as recorded is said Office of the Recorder of Deeds in Deed Book S-42, Page 139, thence running,

17) North 45 degrees 40 minutes 21 seconds West 606.60 feet to an iron rod found on the northeasterly line of lands of, now or formerly, Wilbur O. & Marjorie M. Smith, as recorded in said Office of the Recorder of Deeds in Deed Book O-29, Page 57, thence running,

18) leaving said Blue Hen Lines lands and running by and with said Smith lands and in part running by and with lands of now or formerly, Charles R. & Marie E. Bradley, as recorded in said Office of the Recorder of Deeds in Deed Book D-215, Page 32, and in part running by and with lands of, now or formerly, Robert N. & Audrey M. Penney, as recorded in said Office of the Recorder of Deeds in Deed Book P-45, Page 160, North 42 degrees 37 minutes 39 seconds West

461.18 feet to a concrete monument found at a point on the northeasterly line of lands of, now or formerly, Robert Grant, as recorded in said Office of the Recorder of Deeds in Deed Book S-54, Page 258, thence running,

19) leaving said Penney lands and running by and with said Grant lands, and in part running by and with lands of, now or formerly, MPC Associates, as recorded in said Office of the Recorder of Deeds in Deed Book E-40, Page 140, North 42 degrees 26 minutes 22 seconds West 209.99 feet to an iron rod and cap set at a point on the northeasterly line of lands of, now or formerly, The First United Pentecostal Church, as recorded in said Office of the Recorder of Deeds in Deed Book B-28, Page 383, thence running,

20) leaving said MPC Associates lands and running by and with said Church lands, the following 2 courses and distances, North 39 degrees 24 minutes 39 seconds West 208.73 feet to an iron pipe found at a point, thence running,

21) South 48 degrees 24 minutes 38 seconds West 417.74 feet to an iron rod and cap set at a point on the aforementioned right-of-way line of State Route 14, thence running,

22) leaving said Church lands and running by and with said right-of-way line of State Route 14, North 39 degrees 24 minutes 39 seconds West 50.04 feet to the point and place of beginning; **CONTAINING** 69.832 acres of land, more or less.

Chapter 200 - SUBDIVISION OF LAND

[HISTORY: Adopted by the City Council of the City of Milford 11-10-2008 by Ord. No. 2008-12.[1] [27] Amendments noted where applicable.]

Editor's note— *GENERAL REFERENCES*

Building construction — See Ch. 88.	Streets and sidewalks — See Ch. 197.
Floodplain management — See Ch. 130.	Trees — See Ch. 211.
Property maintenance — See Ch. 174.	Water — See Ch. 222.
Sewers — See Ch. 185.	Zoning — See Ch. 230.

Editor's note—

§ 200-1. - Purpose.
§ 200-2. - Title.
§ 200-3. - Definitions.
§ 200-4. - Application procedure.
§ 200-5. - General requirements and design standards.
§ 200-6. - Variances and waivers.

§ 200-1.- Purpose.

These regulations are adopted in order to promote and protect the public health, safety, convenience and general welfare; ensure the orderly growth and development of the City, the conservation, protection and proper use of land and adequate provision for housing, recreation, circulation, utilities and services; and safeguard the City from undue future expenditure for the maintenance of streets and public spaces.

§ 200-2.- Title.

These regulations shall be known and may be cited as the "City of Milford, Delaware, Land Subdivision Regulations."

§ 200-3.- Definitions.

As used in this chapter, the following terms shall have the meanings indicated:

ALLEY — A service roadway providing a secondary means of public access to abutting property and not intended for general traffic circulation.

COMMISSION — The Planning Commission of the City of Milford, Delaware.

OPEN SPACE — Areas of land within residential subdivisions or developments including planned unit developments that are available to all residents and or the public and which have the purpose to provide active and/or passive recreational opportunities, maintain land in a predominantly undeveloped and natural state including lands used for:

(1) Community gardens;
(2) Promotion of conservation and protection of wildlife;
(3) Perpetual conservation easements;
(4) Parks, plazas, walkways, sidewalks and trails;
(5) Buffers or forested areas; or
(6) For recreational uses as defined herein.

Open space shall not include areas of land for the following unless otherwise approved by Council:

(1) Wetlands or stormwater management facilities;
(2) Drainage easements;
(3) Flagpole areas;
(4) Medians (unless designed as a park);
(5) Signage areas;
(6) Landscaping in parking areas;
(7) Predominantly impervious surfaces such as streets and parking lots;
(8) Required front, side, or rear yards;
(9) Any land included within designated lot lines; or
(10) Utility facilities for uses such as sewer, water, gas or electric.

PLAT — The final drawing on which the subdivision plan is presented to the City Council for approval and which is submitted to the County Recorder of Deeds for recording.

PROPERTY OWNERS' ASSOCIATION — An association established by the subdivider as a non-stock corporation to provide for the perpetual maintenance of the common property in the subdivision.

RECREATIONAL USE — Areas of land within residential subdivisions or developments including planned unit developments which have the purpose to provide active recreational opportunities that are available to all residents of the community and/or the public including lands used for:

(1) Indoor club houses;
(2) Swimming pools and pool houses;
(3) Tennis courts;
(4) Basketball courts;
(5) Athletic fields;
(6) Picnic areas with tables;
(7) Ponds for recreational use (boat, fishing or swimming);
(8) Playgrounds; and
(9) Bike or multi-model trails.

RIGHT-OF-WAY — A strip of land acquired by reservation, dedication, forced dedication, prescription, or condemnation and intended to be occupied by a road, crosswalk, railroad, electric transmission lines, gas pipelines, and water line, sanitary storm sewer, and other similar uses.

ROADWAY — The paved portion of the street primarily used for vehicular traffic.

A. ARTERIAL STREET and HIGHWAY — A street primarily used for fast and/or heavy traffic.
B. COLLECTOR STREET — A street carrying traffic from minor streets to arterial streets and highways, including the principal traffic and entrance streets of a residential development.
C. MINOR STREET — A street primarily used for access to the abutting properties.
D. MARGINAL ACCESS STREET — A minor street paralleling and adjacent to an arterial street or highway and providing access to abutting properties and protection from through traffic.
E. DEAD-END STREET or CUL-DE-SAC — A street closed at one end and having only one connection with any other street.
F. HALF STREET — A street paralleling the boundary of a subdivision and lying partly in an abutting tract.

STANDARD SPECIFICATIONS FOR INSTALLATION OF UTILITY CONSTRUCTION PROJECTS AND SUBDIVISION PAVEMENT DESIGN — The current specifications regulating subdivision design and construction as adopted by the City.

STREET — All land between property lines, whether designated as a street, highway, throughway, thoroughfare, avenue, boulevard, road, parkway, right-of-way lane, place, court or any similar term.

SUBDIVIDER — Any person, firm, corporation, partnership or association or duly authorized agent who or which shall apply to the Commission for approval of the layout of any subdivision.

SUBDIVISION — The division or redivision of any tract of land into two or more lots or parcels for immediate or future sale or for building development.

SUBDIVISION, MINOR — Any subdivision fronting on an existing street, not involving any new street or road, not involving the extension of any municipal water or wastewater mains, not adversely affecting the development of the remainder of the parcel or adjoining property, and not in conflict with any provision or portion of the development plan, Official Map, Chapter 230, Zoning, or this chapter; limited to four lots.

SUPERBLOCK — An oversize residential block wherein private open spaces, closed to automobile traffic, are provided for the common use of all residents in the block.

[Ord. No. 2009-18, §§ 1, 2, 4-26-2010]

§ 200-4.- Application procedure.

A. Preliminary approval.

(1) A preliminary plan and documents, as specified by the Planning Department, shall be prepared by the subdivider and submitted in accordance with the submission schedule as determined by the City Planner, along with the appropriate fees, as specified in § 230-57.
(2) The Development Advisory Committee (DAC) shall review the application and plan. Comments from the DAC must be addressed via either submitting revised plans and/or necessary documents or via a narrative submitted to the City Planner. Upon confirmation by the City Planner that all DAC issues have been addressed satisfactorily, the application will then be scheduled to be heard by the Planning Commission.
(3) The Planning Commission shall review the application and provide either a recommendation of preliminary approval with or without conditions, a recommendation of denial, or table the application. Upon a recommendation of approval with or without conditions or recommendation of denial, the application shall be scheduled to be heard by the City Council.
(4) City Council shall grant preliminarily approval of the application with or without conditions, deny the application, or table the application.
(5) Preliminary approval from City Council shall be void after one year, unless an extension is requested by the owner and approved by City Council prior to the expiration.

B. Final approval.

(1)

A final plat and documents, as specified by the Planning Department, shall be prepared by the subdivider and submitted in accordance with the submission schedule as determined by City Planner, along with the appropriate fees, as specified in § 230-57.

(2) The Development Advisory Committee shall review the application and plan. Comments from the DAC must be addressed via either submitting revised plans and/or necessary documents or via a narrative submitted to the City Planner. The final plan shall also be reviewed by the City Planner for confirmation that the application is designed in accordance with all subdivision, zoning and other land use regulations of the City. The final plan shall also be reviewed by the City Engineer for confirmation that the application is designed in accordance with the construction standards and specifications of the City. Upon confirmation by the City Planner and City Engineer that all issues have been addressed satisfactorily, the application will be scheduled to be heard by the Planning Commission.

(3) The Planning Commission shall review the application and provide either a recommendation of final approval with or without conditions, a recommendation of denial, or table the application. Upon a recommendation of approval with or without conditions, or recommendation of denial, the application shall be scheduled to be heard by City Council.

(4) City Council shall approve the application with or without conditions, deny the application, or table the application.

(5) Within 90 days of final approval from City Council, the subdivider shall record the plat at the County Recorder of Deeds office and provide the City Planner a receipt of the recordation including the deed book and page number. Prior to recording the plat, five copies of the plat must be submitted to the City Planner for stamping and signing. Four sets will be returned to the subdivider.

(6) Upon recordation of the plat, the subdivider shall provide the Land Data Manager of the City a mylar copy of the plat including the deed book and page printed thereon.

(7) Failure to record the approved plat within one year from the date of City Council approval shall void the final approval. In order to obtain final approval after it has been voided, the subdivider must make application for final approval again.

(8) Failure to record the approved plat in more than one year from the date of City Council approval shall void the preliminary approval and final approval. In order to obtain preliminary and final approval after they have been voided, the subdivider must make application for and receive preliminary approval, then make application for and receive final approval.

§ 200-5.- General requirements and design standards.

The following shall be deemed to be minimum requirements and may be varied or waived by the Commission only under circumstances set forth in § 200-6:

A. Streets.

(1) The layout, character, extent, width, grade and location of proposed streets shall be established with due regard to:

(a) Public convenience and safety.

(b) Proposed uses of the land to be served by said streets.

(c) Proper relation and connection with and continuation and projection of streets in the adjacent areas, whether these streets are existing or proposed in another subdivision in a neighborhood plan, in the development plan or in the Official Map, as approved or adopted by the Commission.

(d) Topography and other land features.

(2) The layout of proposed streets shall furthermore be arranged in a manner acceptable to the Commission and City Council.

(3) Minor streets shall be laid out so as to discourage their use by through traffic.

(4) Where a subdivision abuts or contains an existing or proposed arterial street, limited-access highway or railroad, the City Council may require marginal access or service streets, reverse frontage with screen planting contained in a nonaccess reservation along the rear property line and deep lots with rear service alleys or other treatment, such as parks, which may be necessary for the protection of residential properties and for separation of through and local traffic, with due regard for the requirements of future approach grades and grade separations.

(5) Where a tract of land is subdivided into lots substantially larger than the minimum size required in the zoning district in which a subdivision is located, the Commission may require that streets and lots be laid out so as to permit future resubdivision in accordance with the requirements of this chapter.

(6) Reserve strips controlling access to streets shall be prohibited except where the control and disposal of land comprising such strips has been placed in the governing body under conditions approved by the City Council such as provided in Subsection A(4) above.

(7) Certain proposed streets may be required to be extended to the boundary line of the subdivision to provide access to tracts which may be subdivided in the future. Wherever necessary, when a street is carried to the boundary line of the subdivision, the City Council may require a temporary turnaround improved to the satisfaction of the City Engineer and of the size specified in Subsection A(16) below at the stub end.

(8) The creation of dead-end or loop streets and superblocks will be encouraged wherever the City Council finds that such layout will not interfere with traffic convenience and safety. The City Council shall determine the number of connections of streets in the proposed subdivision with existing streets. At least two such connections shall be provided, except where a proposed subdivision only contains one dead-end street.

(9) Street jogs shall be prohibited. Street intersections, where center lines do not meet, shall have center-line offsets of 150 feet or more.

(10)

A tangent at least 100 feet long shall be introduced between reverse curves on arterial and collector streets and may be required on all other streets.

(11) Street right-of-way lines deflecting from each other at any point shall be connected with a curve, the radius of which for the inner right-of-way lines shall not be less than 750 feet on arterial streets, 300 feet on collector streets and 100 feet on minor streets. The outer right-of-way line shall be parallel to said inner right-of-way line.

(12) Streets shall be laid out so as to intersect as nearly as possible at right angles. The inner right-of-way line of a street intersecting another street at an angle of less than 90° shall be tangent to and follow a curve with a minimum radius of 150 feet centered on the nearest right-of-way line of the intersecting street. The outer right-of-way line shall be parallel to said inner right-of-way line.

(13) Street right-of-way lines at intersections shall be connected with a curve, the radius of which shall be 25 feet.

(14) Right-of-way widths.

(a) Street right-of-way widths shall be as shown on the Official Map or development plan, and, if not shown thereon, said widths for the various street types between face of curb or edge of road shall not be less than as follows:

Street Type (feet)	Right-of-Way Roadway (feet)	
Arterial	80 to 110	As required by DelDOT
Collector	60	28
Minor, for townhouses and apartments	60	30
Minor, for other residences	50	25
Dead-end	50	22
Marginal access	30	16
*Alley	20	12

Note:
* If utilities are present in an alley, the City reserves the right to modify the minimum right-of-way and roadway widths.

(b) Subdivisions utilizing open swale drainage shall have a ten-foot drainage easement along the front of each property to accommodate the back slope of the drainage swales.

(15) Half streets shall be prohibited except where essential to the reasonable development of a subdivision in conformity with the requirements of this chapter and where the Commission finds that it shall be practicable to require the dedication of the other half when the abutting property is subdivided. Wherever an approved half street shall be adjacent to a subdivision, the other half of the street shall be platted within said subdivision.

(16) Dead-end streets, designed to be so permanently, shall not be longer than 400 feet and shall be provided at the closed end with a turnaround having an outside roadway diameter of 76 feet and a street right-of-way diameter of 100 feet.

(17) Street names.

(a) Street names shall be selected so as not to duplicate or be confused with the names of existing streets. Street names shall be subject to the approval of the Commission. It is recommended that all new streets shall be named in the following manner:

General direction	Long	Short (under 1,000 feet)
North and south	Streets	Places
East and west	Avenues	Courts
Diagonal	Roads	Ways
Curving	Drives	Lanes or Circles

(b) Arterial streets shall be named "boulevards."

(18) Street grades shall not exceed 5%.

(19) Street grades shall be not less than 0.5% wherever feasible.

(20) Changes in street grades shall be connected by vertical curves of suitable length.

(21) The width of streets adjacent to areas designed, proposed or zoned for nonresidential use shall be increased by such amount as may be deemed necessary by the Commission to assure the free flow of through traffic without interference by parked or parking cars and to provide adequate and safe parking space.

(22) All required roads shall be constructed in accordance with the standard specifications as issued by the City Engineer.

B. Sidewalks and curbs.

(1) Sidewalks shall be required in all subdivisions on both sides of the street. Sidewalks shall have the following widths:

(a) In residential subdivisions: four feet unless otherwise specified.

(b) In commercial and industrial subdivisions: from the curb to property lines unless otherwise specified.

(2) Curbs or drainage swales conveying stormwater shall be required in all subdivisions.

(3) All required sidewalks shall be constructed in accordance with standard specifications as issued by the City Engineer.

C. Easements. Where a subdivision is traversed by a watercourse, drainageway, channel, pipe or stream, there shall be provided a stormwater easement or drainage right-of-way of such width as will be adequate for the purpose, in accordance with requirements specified by the City Engineer. Parallel streets or parkways may be required in relation thereto.

D. Blocks.

(1) The lengths, widths and shapes of blocks shall be determined with due regard to:

(a) The provision of building sites suitable to the needs of the type of use contemplated.

(b) Zoning requirements as to lot sizes and dimensions.

(c) The control, safety and convenience of pedestrian and vehicular traffic.

(d) The characteristics of topography.

(2) Block length shall not exceed 1,200 feet.

(3) Block widths shall be not less than 275 feet nor more than 450 feet and shall be planned to provide two rows of lots.

(4) Pedestrian walkways other than in streets may be required where deemed essential to provide for circulation or access to schools, playgrounds, shopping centers, transportation and other community facilities. Said walkways shall be not less than four feet wide.

(5) Alleys shall be provided if required by the City Engineer.

E. Lots.

(1) Lot width, depth, shape and orientation and the building setback lines shall be appropriate for the location of the subdivision, for the type of development and for the use contemplated.

(2) Lot sizes shall conform to the requirements of Chapter 230, Zoning.

(3) Depth and width of properties reserved or laid out for commercial and industrial purposes shall be adequate to comply with the off-street parking and loading requirements contained in Chapter 230, Zoning.

(4) Corner lots shall have sufficient width to provide an adequate building site within all the yard requirements. Corner lots shall have two front yard setbacks fronting each street, one side yard setback, and one rear yard setback.

(5) All lots in a subdivision shall have frontage on a public street.

(6) Double-frontage lots shall be avoided. Reverse-frontage lots shall be provided where necessary for protection of residential properties from through traffic and adverse nonresidential uses, for separation of through and local traffic and to overcome difficulties of topography or other specific conditions. Screen planting and a fence or wall shall be provided along the rear property line within an easement 10 feet or more in width, across which there shall be no right of access.

(7) Side lot lines shall be at right angles or radial to street lines.

(8) No lots shall be platted on land subject to flooding for residential or any other use where danger to life or property or an aggravation of flood hazard may result. Such land should be set aside for uses which would not be endangered by periodic or occasional inundations.

(9) No lots shall be platted within 25 feet of land under the jurisdiction of the U.S. Army Corps of Engineers.

F. Parks, playgrounds, open spaces, school sites and natural features.

(1) Parks and playgrounds. Where a proposed park or playground is located in whole or in part in a subdivision, the Commission may require the dedication or reservation of such area within the subdivision, in those cases in which the Commission deems such requirements to be reasonable.

(2) Open spaces. Where deemed essential by the Commission and City Planner, upon consideration of the particular type of development proposed in the subdivision, and especially in large-scale developments, the Commission or City Planner may require the dedication or reservation of sites of a character, extent and location suitable to the needs created by such development for playgrounds or parks. The Commission shall not require that more than 10% of the gross area of the open space of the subdivision to be so dedicated or reserved unless otherwise specified by the Zoning Code.[2] [28] In case of a conflict, the requirement of the Zoning Code prevails. The Commission shall give due credit for the provision of open spaces reserved for the common use of all property owners within the proposed subdivision by covenants in the deeds. Generally, the minimum area of contiguous open space acceptable for dedication for public use shall be at least three acres and preferably five acres. Open spaces with a lesser area may be approved by the Commission whenever it deems that the difference between the area offered and three acres may be made up in connection with the future subdivision of adjacent land or added to an existing recreation area.

(3) School sites or sites for other public uses. The Commission may also require a subdivider to set aside such area as it may deem to be required for a school or other public use. Upon failure of the proper authorities to purchase such site within one year after the date of the approval of the plat, the subdivider, upon application to the Commission and approval of such application, shall be relieved of the responsibility of reserving such land for public purposes.

(4) Preservation of natural features. The Commission may require the preservation of all natural features which add value to residential developments and to the community, such as large trees or groves, watercourses and historic spots and similar irreplaceable assets. In no case shall a tree over 12 inches in diameter measured three feet from the base be removed without prior approval by the City Arborist.

G. General grading. No final slope on the property shall exceed the normal angle of repose of the soil of said slope as determined by the City Engineer, except where said slope consists of a natural rock formation or is supported by a retaining wall or equivalent of a design acceptable to the City Engineer.

H. Improvements.

(1) In major subdivisions the following improvements are required:

(a) Paved streets.

(b) Street signs.

(c) Curbs and gutters, or roadside swales. Curbs shall be required as per standard specifications to stabilize intersections, entrances, and parking areas, and where they are necessary for the conveyance of stormwater and protecting road surfaces and driveway surfaces from vehicular traffic.

(d) Sidewalks.

(e) Streetlighting.

(f) Shade trees. Shade trees 150 feet on center each side of the road shall be located so as not to interfere with utilities or sidewalks and shall be of the types recommended by the City Arborist.

(g) Topsoil protection. No topsoil shall be removed from the site or used as spoil. Topsoil moved during the course of construction shall be redistributed so as to provide at least six inches of cover to all areas of the subdivision and shall be stabilized by seeding or planting.

(h) Monuments. Monuments shall be of the type, size and shape required by the City Engineer.

(i) Water mains, culverts, storm sewers and sanitary sewers.

[1] All water installations shall be looped; all sewer and storm sewer systems shall be extended at minimum slope, maximum depth, and connected with an approved method and shall be adequate to handle all present and probable future development.

[2] All of the above-listed improvements shall be subject to inspection and approval by the City Engineer, who shall be notified by the subdivider at least 24 hours prior to the start of construction. No underground installation shall be covered until inspected and approved.

[3] Utility easements shall be required to be granted and recorded by the subdivider to allow extension of utilities to neighboring properties.

(j) Swales. Conveyance of stormwater is permitted by open drainage systems where appropriate for environmental and engineering integrity and design. Such systems shall be separated from the edge of road to the top of bank by a minimum five-foot shoulder. The depth of such systems shall not exceed two feet below crown of road. The side slope shall be a maximum of 4:1. The bottom of the system shall have a minimum width of two feet. The system slope shall be such that the maximum velocity does not exceed two feet per second. The system has to be designed in such a way as to incorporate driveway and crossroad drainage pipes; such systems shall be restored with topsoil and sod. Temporary check dams shall be placed in intervals not to exceed 300 feet.

(k) Headwalls. Storm drainage pipes which are part of an open swale drainage system shall be terminated with a headwall in accordance with standard specifications.

(2) The developer shall complete all utilities and street improvements not specifically waived by the Commission in accordance with standard specifications as issued by the City Engineer and with any additional requirements specified by the Commission. Construction drawings shall be submitted in a form satisfactory to the City Engineer.

(3) When the Commission or the City Engineer, due to planning considerations extraneous to the subdivision, requires a standard of improvements higher than that which is sufficient to serve the subdivision, the amount of the bond to be posted shall be deemed to be satisfactory if it adequately covers the cost of improvements which would be normally required.

(4) The developer shall pay the review and inspection fees as set forth in Chapter 230, Zoning, § 230-57, Planning and zoning fees. The cost for each segment or phase of the development shall be paid prior to commencement of utility construction.

§ 200-6.- Variances and waivers.

Applicants may request, at the time of application submission, the varying or waiving of requirements of Chapter 200, and the Planning Commission may, at its discretion, recommend to City Council the varying or waiving of said requirements and request conditions that substantially secure the objectives of the requirements so waived. Upon the findings of the City Council that, due to special conditions peculiar to a subdivision or a site, certain requirements of these regulations are inappropriate or that strict compliance with said requirements may cause extraordinary and unnecessary hardships, the City Council may vary or waive said requirements, provided that such variance or waiver shall not be detrimental to the public health, safety or general welfare or have the effect of nullifying the intent and purpose of the Official Map, Chapter 230, Zoning, the Development Plan or this chapter. In varying or waiving certain requirements, the City Council may specify such conditions at will, in its judgment, secure substantially the objectives of the requirements so varied or waived.

FOOTNOTE(S):

[27] ***Editor's note—*** *1. Editor's Note: This ordinance also repealed former Ch. 200, Subdivision of Land, adopted 12-10-2001 by Ord. No. 2001-8, as amended.* *(Back)*

[28] ***Editor's note—*** *2. Editor's Note: See Ch. 230, Zoning.* *(Back)*

§ 230-11.- R-3 Garden Apartment and Townhouse District.

In an R-3 District no building or premises shall be used and no building shall be erected or altered which is arranged, intended or designed to be used except for one or more of the following uses and complying with the requirements so indicated.

A. Purpose. The purpose of the R-3 District is to provide for the orderly development of existing and proposed medium- to high-density residential areas where adequate public facilities exist. The district will permit development of garden-type apartments as well as townhouses that will yield high densities in selected areas, multifamily dwellings and a variety of housing types.

B. Permitted uses. Permitted uses for the R-3 District shall be as follows:

(1) All uses permitted in an R-2 District and subject to its area regulations, unless otherwise indicated in this section as provided below:

(a) Single-family and two-family dwellings shall be subject to the following area regulations:

[1] Minimum lot area shall be 7,500 square feet.

[2] Maximum lot coverage shall be 45%.

[3] Minimum lot width shall be 60 feet.

[4] Height of buildings shall not exceed three stories or 35 feet.

[5] Minimum building setback line shall be 30 feet.

[6] Side yards shall be provided as follows: each lot shall have at least two side yards eight feet in width, except semidetached structures, which shall have at least one side yard per lot eight feet in width.

[7] Minimum rear yard setback shall be 15 feet. For corner lots the rear yard setback may be reduced 20% in depth to allow for skewing of a residential dwelling on the lot.

[8] Decks, subject to the following requirements:

[Added 9-8-2008 by Ord. No. 2008-13]

[a] The deck cannot be located in the front yard.

[b] A minimum distance of 10 feet must be maintained from the deck to the rear property line.

(2) Garden or low-rise apartments, subject to site plan review and the following requirements:

(a) The number of dwelling units per acre shall not exceed 16.

(b) Lot coverage shall be a maximum of 20% for any lot developed for garden apartments.

(c) The maximum number of dwelling units per building shall be 12.

(d) Distance between buildings or groups of buildings shall be as follows: each building or group of buildings shall be at least 25 feet from any other building or group of buildings.

(e) Minimum lot width on any public street shall be at least 50 feet.

(f) Minimum lot size shall be one acre for garden apartment properties or complexes, with a minimum of 2,500 square feet of lot area for each dwelling unit.

(g) A minimum of 400 square feet per unit shall be designated as open space subject to the following recreational use requirements in Subsection B(2)(h) herein.

(h) Recreational use requirement. 50% of the required open space shall be set aside for recreational uses. This requirement only applies to subdivisions or developments with 15 or more lots or units.

(3) Townhouses or row dwellings, subject to site plan review and the following requirements:

(a) The number of dwelling units per group shall not exceed eight nor be fewer than three.

(b) The number of dwelling units per acre shall not exceed 12.

(c) Maximum lot coverage shall be 60%.

(d) No group of townhouses shall be closer than 60 feet as to facing walls and 30 feet as to end walls from any other group of such dwellings nor closer than 60 feet from any boundary line of a designated townhouse area of which the group is a part.

(e) There shall be within any contiguous group of townhouses at least three different architectural plans having substantially different designs and building materials. In addition, no more than three continuous townhouses shall have the same front setback, and the variations in front setback shall be at least four feet.

(f) The minimum width of any side yard abutting a street, driveway or parking area within the townhouse area shall not be less than 30 feet.

(g) Height of buildings shall not exceed three stories or 35 feet.

(h) Alleys in the rear of townhouse groups are required for access to units by owners and to facilitate City services, trash collection, meter reading and parking.

(i) Minimum lot size shall be one acre for townhouse projects or complexes, with a minimum of 2,000 square feet of lot area for each dwelling unit.

(j) A minimum of 400 square feet per unit shall be designated as open space subject to the recreational use requirements in Subsection B(3)(k) herein.

(k) Recreational use requirement. 50% of the required open space shall be set aside for recreational uses. This requirement only applies to subdivisions or developments with 15 or more lots or units. [30]

C. Conditional uses subject to special regulations. The following uses may be permitted with the approval of a conditional use permit by the Milford City Council in accordance with the provisions of Article IX of this chapter:

(1) Rooming or boarding houses.

(2) Business offices for administrative purposes only.

(3) Professional offices (nonresident).

(4) Medical clinics.

(5) Sanatoriums or nursing homes.

(6) Mobile home parks, subject to conformance with the following requirements and subject to site plan review:

(a) The total area to be developed as a mobile home park shall be at least 20 acres.

(b) The maximum density shall not exceed eight units per acre.

(c) Mobile home parks with more than 25 units shall provide at least 5,000 square feet or 400 square feet per lot of open space. At least 10% of the open space shall be developed as a recreational area.

(d) Landscape screening shall be required along all property lines. The screening shall be accomplished with an evergreen hedge, shrubs or trees. The screen shall be located not less than five feet from the property line.

(e) Common sidewalks four feet in width shall be required where pedestrian traffic is located. Individual sidewalks 2 1/2 feet wide shall connect each mobile home unit to the common walk.

(f) Off-street parking shall be provided on the basis of two spaces per lot. All parking areas shall be located not more than 400 feet from the mobile home unit. There shall be no on-street parking.

(g) Signs.

[1] An identification sign may be set up at the park entrance. This sign may be illuminated and shall have a street setback of 15 feet. It may have a maximum height of 20 feet and may not exceed 20 square feet of area on either side.

[2] Unilluminated traffic direction signs may also be erected. These signs shall have a street and property setback of 15 feet. They shall be no more than four square feet in area or two feet in height.

(h) Streets shall be required from abutting public streets to individual lots. The streets shall be designed to minimize congestion and traffic hazards and must be built to the street and storm drainage specifications of Chapter 200, Subdivision of Land, of this Code. No more than two streets shall intersect at one point.

(i) Minimum requirements for mobile home lots.

[1] Lot area shall be 5,000 square feet per mobile home.

[2] Width shall be 40 feet.

[3] Public street setback shall be 50 feet.

[4] Mobile home park setback shall be 35 feet.

[5] Mobile home street or parking area setback shall be 30 feet.

[6] Distance from other mobile homes and buildings shall be 25 feet.

[7] One patio shall be required per unit, 10 feet by 40 feet paved.

[8] Landscaping shall be one tree per lot.

[9] Mobile homes must meet the requirements of the Federal Manufacturer Housing Construction and Safety Standard Act of 1974.

[10] The entire lot occupied by a mobile home park shall be maintained in single ownership throughout the entire life of the mobile home park.

(7) Art or specialty shops/galleries. The following items shall be reviewed for conformance during the site plan review hearing by the Planning Commission:

[Added 7-16-1990]

(a) The residence shall remain as the predominant feature of the site.

(b) The shop or gallery shall occupy only 40% of the residence.

(c) Public parking shall be available, with the determination of said parking requirements being made by the Planning Commission during the site plan review hearing. These determinations and recommendations must be done in conjunction with any state regulations concerning traffic control within the given site area.

(d) The Fire Marshal review must be applied for and recommendations made by the agency must be presented two weeks prior to the hearing date. All requests or recommendations shall be adhered to.

(8) Planned unit residential development.

[Added 6-11-2001 by Ord. No. 4-2001; Ord. No. 2009-17, §§ 3, 4, 4-26-2010]

CITY OF MILFORD
PLANNING COMMISSION

RESOLUTION NO. PC11-004

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF MILFORD, DELAWARE, RECOMMENDING TO THE CITY COUNCIL OF THE CITY OF MILFORD THE APPROVAL OF A FINAL MINOR SUBDIVISION FOR FORDMILL LLC AT MILFORD-HARRINGTON HWY FOR A TWO LOT SUBDIVISION IN A R-3 ZONING DISTRICT TAX MAP MD-16-173.00-01-06.00

WHEREAS, the owner and applicant has made application with the City of Milford; and,

WHEREAS, the proposed application shall comply with the standards and regulations of the Code of the City of Milford; and,

WHEREAS, the Planning Commission met and heard said application during a public hearing on April 19, 2011; and,

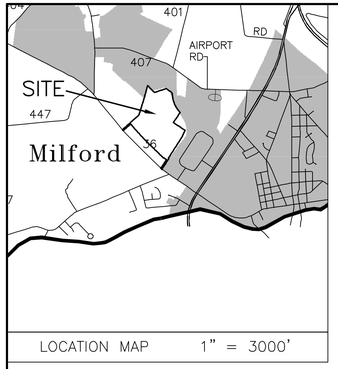
WHEREAS, by a vote of recommended approval of the application.

NOW, THEREFORE, BE IT RESOLVED, the Planning Commission has recommended approval of the application to the Mayor and City Council of the City of Milford, Delaware with the following recommendations:

1.

APPROVED: _____
Charles Rini,
Planning Commission Chairman

SIGNED: _____
Christine Crouch,
Planning Commission Rec Secretary



LOCATION MAP 1" = 3000'

NOTES:

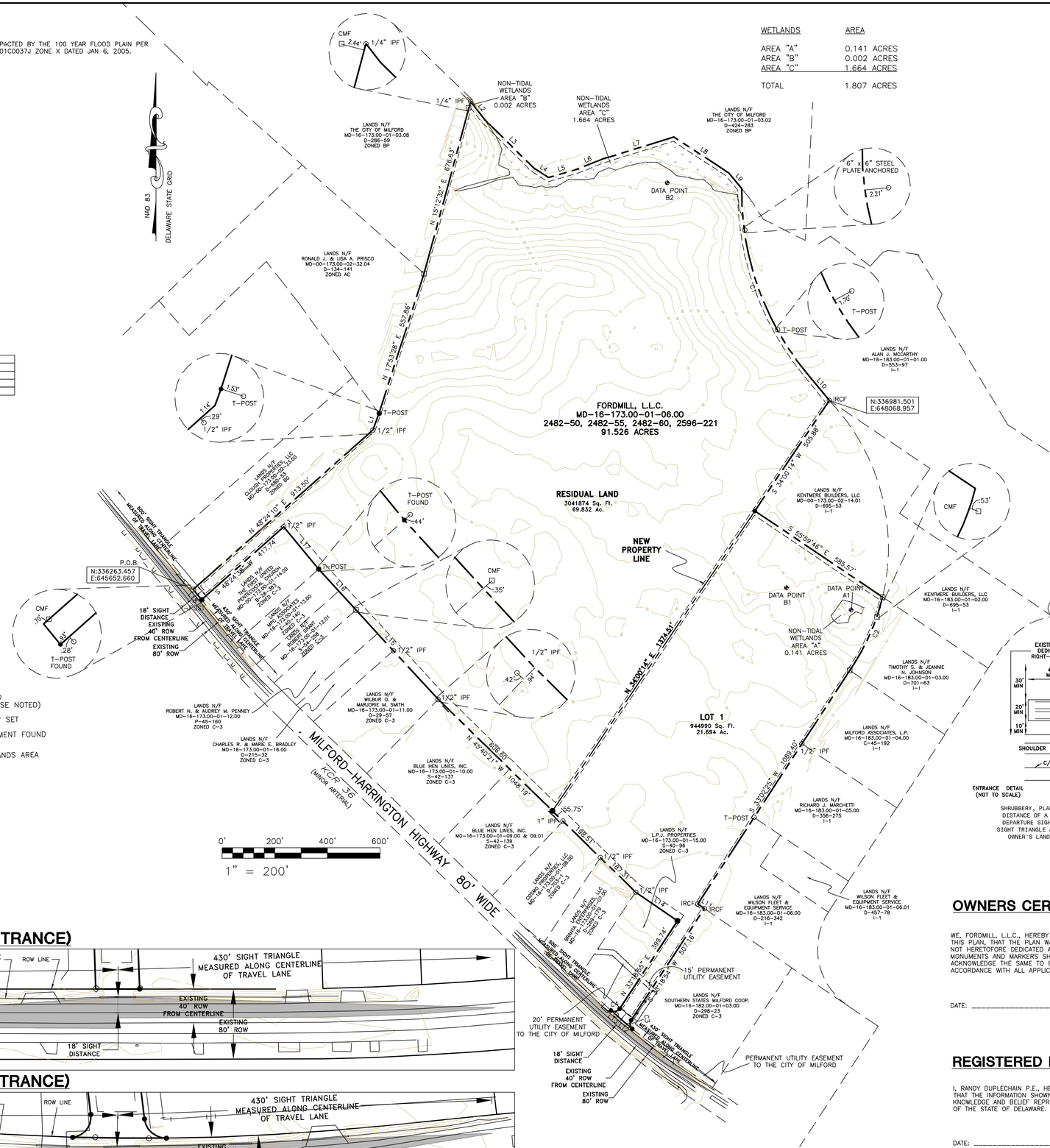
1. THIS SITE IS NOT IMPACTED BY THE 100 YEAR FLOOD PLAIN PER FEMA FIRM MAP 10001C0037J ZONE X DATED JAN 6, 2005.

CURVE DATA

CURVE	RADIUS	ARC LENGTH	CHORD LENGTH	CHORD BEARING	DELTA ANGLE
C1	1080.00'	757.46'	742.03'	S 19°23'50" E	40°11'05"
C2	805.00'	276.49'	275.13'	S 23°13'47" W	19°40'45"
C3	25.00'	36.46'	33.31'	S 08°27'54" E	83°33'37"
C4	23.59'	37.04'	33.35'	N 78°45'19" E	89°58'20"

LINE DATA

LINE	BEARING	DISTANCE
L1	N 19°35'41" E	66.58'
L2	S 38°17'11" E	88.59'
L3	S 45°21'33" E	259.81'
L4	S 57°12'19" E	65.78'
L5	N 74°04'54" E	115.32'
L6	N 67°57'38" E	100.74'
L7	N 72°46'13" E	284.91'
L8	S 56°53'40" E	249.83'
L9	S 38°57'21" E	77.00'
L10	S 39°29'22" E	135.81'
L11	S 55°56'14" E	30.87'
L12	N 49°42'33" W	52.23'
L13	N 48°46'33" W	54.65'
L14	S 55°30'57" E	192.89'
L15	N 42°37'39" W	461.18'
L16	N 42°26'22" W	209.99'
L17	N 39°24'39" W	208.73'
L18	N 39°24'39" W	50.04'



LEGEND:

- PROPERTY LINE
- IRON PIPE FOUND (UNLESS OTHERWISE NOTED)
- IRON ROD & CAP SET
- CONCRETE MONUMENT FOUND
- NON-TIDAL WETLANDS AREA
- DATA POINT

WETLANDS	AREA
AREA "A"	0.141 ACRES
AREA "B"	0.002 ACRES
AREA "C"	1.664 ACRES
TOTAL	1.807 ACRES

DATA COLUMN

TAX MAP ID	:MD-16-173.00-01-06.00(PART OF)
EXISTING ZONING	:R3
TOTAL SITE AREA	:91.526 ±AC.
SETBACKS	
MINIMUM ROAD FRONTAGE	:60'
MINIMUM LOT WIDTH	:60'
FRONT YARD SETBACK	:30'
SIDE YARD SETBACK	:8'
REAR YARD SETBACK	:15'
NUMBER OF LOTS CREATED	:1
TOTAL AREA OF LOT 1	:21.694 ±AC.
AREA OF RESIDUAL LAND	:69.382 ±AC.
LOT 1 ROAD FRONTAGE	:107 FEET
RESIDUAL ROAD FRONTAGE	:50 FEET
IMPERVIOUS COVERAGE PERMITTED	:45%
PRESENT USE OF LOT 1	:AGRICULTURE
PROPOSED USE OF LOT 1	:ELECTRIC SUBSTATION
PROPOSED SEWER	:CITY OF MILFORD
PROPOSED WATER	:CITY OF MILFORD
VERTICAL DATUM	:NAVD 88

ALL FIRE LANES, FIRE HYDRANTS, AND FIRE DEPARTMENT CONNECTIONS SHALL BE MARKED IN ACCORDANCE WITH THE DELAWARE STATE FIRE PREVENTION REGULATIONS.

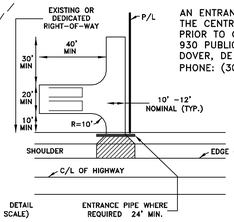
NUMBER OF MONUMENTS FOUND.....7
NUMBER OF PINS FOUND.....20
NUMBER OF IRON RODS TO BE SET.....8

OWNERS
FORDMILL, L.L.C.
P.O. BOX 212
LEWES, DELAWARE 19958

ENGINEER/SURVEYOR
DAVIS, BOWEN & FRIEDEL, INC.
23 NORTH WALNUT STREET
MILFORD, DELAWARE 19963
(302)424-1441

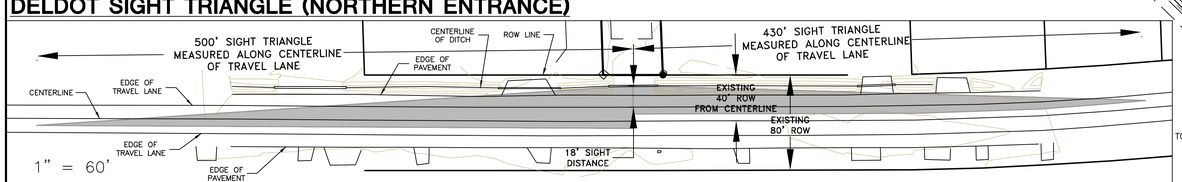
NOTES:
ALL ENTRANCES SHALL CONFORM TO DELDOT'S STANDARDS AND REGULATIONS FOR SUBDIVISION STREETS AND STATE HIGHWAY ACCESS AND SHALL BE SUBJECT TO ITS APPROVAL

AN ENTRANCE PERMIT MUST BE OBTAINED FROM THE CENTRAL DISTRICT PUBLIC WORKS ENGINEER PRIOR TO CONSTRUCTION:
930 PUBLIC SAFETY BOULEVARD
DOVER, DE 19901
PHONE: (302)760-2433

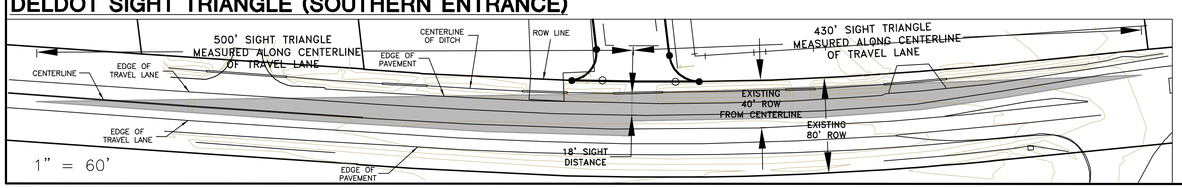


SHRUBBERY, PLANTINGS, SIGNS AND/OR OTHER VISUAL BARRIERS THAT COULD OBSTRUCT THE SIGHT DISTANCE OF A DRIVER PREPARING TO ENTER THE ROADWAY ARE PROHIBITED WITHIN THE DEFINED DEPARTURE SIGHT TRIANGLE AREA ESTABLISHED ON THIS PLAN. IF THE ESTABLISHED DEPARTURE SIGHT TRIANGLE AREA IS OUTSIDE OF THE RIGHT-OF-WAY OR PROJECTS ONTO AN ADJACENT PROPERTY OWNER'S LAND, A SIGHT EASEMENT SHALL BE ESTABLISHED AND RECORDED WITH ALL AFFECTED PROPERTY OWNERS TO MAINTAIN THE REQUIRED SIGHT DISTANCE.

DELDOT SIGHT TRIANGLE (NORTHERN ENTRANCE)



DELDOT SIGHT TRIANGLE (SOUTHERN ENTRANCE)



OWNERS CERTIFICATIONS

WE, FORDMILL, L.L.C., HEREBY CERTIFY THAT WE ARE THE OWNERS OF THE PROPERTY DESCRIBED ON THIS PLAN, THAT THE PLAN WAS MADE AT OUR DIRECTION, THAT ALL STREETS SHOWN HEREON AND NOT HERETOFORE DEDICATED ARE HEREBY DEDICATED TO THE PUBLIC USE AND THAT ALL PROPOSED MONUMENTS AND MARKERS SHOWN HEREON WILL BE SET AT THE LOCATION INDICATED, AND THAT WE ACKNOWLEDGE THE SAME TO BE OUR ACT AND DESIRE THE PLAN TO BE DEVELOPED AS SHOWN IN ACCORDANCE WITH ALL APPLICABLE LAWS AND REGULATIONS.

DATE: _____ SIGNATURE: _____

REGISTERED ENGINEER CERTIFICATION

I, RANDY DUPLECHAIN P.E., HEREBY CERTIFY THAT I AM A REGISTERED ENGINEER IN THE STATE OF DELAWARE, THAT THE INFORMATION SHOWN HEREON HAS BEEN PREPARED UNDER MY SUPERVISION AND TO MY BEST KNOWLEDGE AND BELIEF REPRESENTS GOOD ENGINEERING PRACTICES AS REQUIRED BY THE APPLICABLE LAWS OF THE STATE OF DELAWARE.

DATE: _____ SIGNATURE: _____

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DAVIS, BOWEN & FRIEDEL, INC.
ARCHITECTS ENGINEERS SURVEYORS
SALISBURY, MARYLAND (410) 543-9091
MILFORD, DELAWARE (302) 424-1441

MINOR SUBDIVISION
OF THE LANDS OF
FORDMILL, L.L.C.
CITY OF MILFORD
MILFORD HUNDRED
KENT COUNTY, DELAWARE

Revisions:
2-16-11 DELDOT COMMENTS

Date: JAN 2011
Scale: 1" = 200'
Dwn.By: JMJ
Proj.No.: 1040J001
Dwg.No.:
1 OF 1

City of Milford

RESOLUTION 2011-2

WHEREAS, the City Council of the City of Milford, Delaware ("City Council") has been advised that the City of Milford can achieve present value debt service savings by refunding the City's outstanding General Obligation Refunding Bonds, Series of 2002 (the "Refunding Program").

NOW, THEREFORE, BE IT RESOLVED, and it is resolved that the City Council of the City of Milford does hereby propose the borrowing of an amount of money not exceeding $3,975,000 to be utilized for the Refunding Program described above, and to pay certain costs associated with the issuance of its General Obligation Bonds, Series B of 2011 (the "2011B Bonds"). The average rate of interest on the 2011B Bonds shall not exceed 5.00%. The 2011B Bonds shall be secured by the full faith and credit of the City. The 2011B Bonds shall be paid or funded by available revenues of the City. The City is authorized to use a portion of the proceeds of the 2011B Bonds to pay costs associated with the issuance of the 2011B Bonds. A public hearing upon this resolution and final authorization for the borrowing is scheduled in the Council Chambers of Milford City Hall, 201 South Walnut Street, Milford, Delaware, on May 23, 2011 at 7:00 p.m. with final authorization for the borrowing expected at the regular monthly meeting to follow on the same date.

_____

Mayor Joseph Ronnie Rogers

Attest:

_____

City Clerk Teresa K. Hudson

Adopted: May 9, 2011

City of Milford

RESOLUTION 2011-4

WHEREAS, the City Council of the City of Milford, Delaware ("City Council") has been advised that the City of Milford can achieve present value debt service savings by refinancing a portion of the City's outstanding General Obligation Refunding Bonds, Series of 2002 (the "Refunding Program").

NOW, THEREFORE, BE IT RESOLVED, and it is resolved that the City Council of the City of Milford, Delaware, after a public hearing held this day, does hereby provide final authorization for the borrowing (the provisions of which shall be set forth in an Ordinance) of an amount of money not exceeding $3,975,000 for the Refunding Program described above, and to pay certain costs associated with the issuance of its General Obligation Bonds, Series B of 2011 (the "2011B Bonds"). The average rate of interest on the 2011B Bonds shall not exceed 5.00%. The 2011B Bonds shall be secured by the full faith and credit of the City, shall be paid or funded by available revenues of the City and shall in all instances comply with the terms and conditions of a certain ordinance enacted this day in connection with the issuance of the 2011B Bonds.

_____

Mayor Joseph Ronnie Rogers

Attest:

_____

City Clerk Teresa K. Hudson

Adopted: May 23, 2011

CITY OF MILFORD, DELAWARE

ORDINANCE NO. 2011 - 13

AUTHORIZING A CERTAIN 2011 REFUNDING PROJECT HEREIN DESCRIBED AND THE INCURRENCE OF INDEBTEDNESS; AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION BONDS, SERIES B OF 2011 (THE "2011 SERIES B BONDS") TO PROVIDE FUNDS FOR AND TOWARD SUCH 2011 REFUNDING PROJECT; SETTING FORTH TERMS OF THE 2011 SERIES B BONDS; PROVIDING FOR BOOK-ENTRY ONLY BONDS; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION OF A PAYING AGENT AGREEMENT AND PROVIDING FOR THE APPOINTMENT OF A PAYING AGENT; COVENANTING TO BUDGET, APPROPRIATE AND PAY DEBT SERVICE ON THE 2011 SERIES B BONDS AND PLEDGING THE FULL FAITH AND CREDIT OF THE CITY FOR PAYMENT OF THE 2011 SERIES B BONDS; SETTING FORTH THE SUBSTANTIAL FORM OF THE 2011 SERIES B BONDS; PROVIDING FOR THE EXECUTION AND AUTHENTICATION OF THE 2011 SERIES B BONDS; CREATING A DEBT SERVICE FUND FOR THE 2011 SERIES B BONDS; PROVIDING FOR THE SALE OF THE 2011 SERIES B BONDS AND AUTHORIZING THE ACCEPTANCE OF A BOND PURCHASE AGREEMENT FOR THE PURCHASE OF THE 2011 SERIES B BONDS, SETTING FORTH THE MAXIMUM INTEREST RATE AND UNDERWRITER'S DISCOUNT ON THE 2011 SERIES BONDS; SETTING FORTH CERTAIN FEDERAL TAX COVENANTS; PROVIDING FOR THE APPLICATION OF 2011 SERIES B BOND PROCEEDS; AUTHORIZING OFFICERS TO ACT; APPROVING THE CONTENT AND FORM OF A PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING THE DISTRIBUTION THEREOF AND AUTHORIZING THE PREPARATION, EXECUTION AND DELIVERY OF AN OFFICIAL STATEMENT AND THE UNDERTAKING OF CERTAIN CONTINUING DISCLOSURE; SETTING FORTH BOND INSURANCE PROVISIONS; SETTING FORTH THE DATE OF THE 2011 SERIES B BONDS AND OTHER DOCUMENTS; AUTHORIZING OTHER NECESSARY ACTION; PROVIDING FOR SEVERABILITY

OF PROVISIONS; REPEALING ALL INCONSISTENT ORDINANCES; AND STATING THE EFFECTIVE DATE.

WHEREAS, the City of Milford, Delaware (the "City") is granted the power by its charter, as adopted by the Delaware General Assembly, as amended (the "Charter"), to incur indebtedness and to issue bonds within certain limitations and for certain specified purposes, and in connection with capital projects, may do so by obtaining the approval of qualified voters in the City for the issuance of any such bonds, and in connection with a refunding for the purposes of achieving present value debt service savings, may do so without obtaining the approval of the qualified voters of the City for the issuance of any such bonds; and

WHEREAS, the City has determined to undertake a certain project, consisting of (i) the current refunding for the purposes of achieving present value debt service savings (the "2011 Refunding Project") of the City's $6,675,000 General Obligation Refunding Bonds, Series of 2002, currently outstanding in the aggregate principal amount of $3,770,000 (the "2002 Bonds"); and (ii) the payment of costs associated with the issuance of the 2011 Series B Bonds (as defined below); and

WHEREAS, the City is granted the power by its Charter to borrow money, and to secure the payment of the same by pledging the full faith and credit of the City for purposes of financing the 2011 Refunding Project; and

WHEREAS, the City may borrow money through the incurrence of debt and issue bonds within certain limitations for the 2011 Refunding Project without obtaining the approval of the qualified voters of the City for the issuance of any such bonds; and

WHEREAS, on May 9, 2011, the City adopted a resolution (the "Refunding Resolution") proposing the approval of the 2011 Refunding Project, which also included a statement of the time and place for a public hearing; and

WHEREAS, the City caused to be published in the Milford Chronicle and Milford Beacon on May 11, 2011 and May 12, 2011 respectively, a notice of the public hearing; and

WHEREAS, on May 23, 2011, the City held the duly advertised public hearing and adopted a second resolution finally authorizing the incurrence of debt evidenced by General Obligation Bonds, Series B of 2011 (the "2011 Series B Bonds"); and

WHEREAS, the City intends to issue the 2011 Series B Bonds as general obligations in an aggregate principal amount not to exceed $3,975,000, proceeds of which will be used to finance the 2011 Refunding Project; and

WHEREAS, the City will consider bids for the purchase of the 2011 Series B Bonds at a competitive sale by invitation and will award the 2011 Series B Bonds to the bidder (the "Underwriter") submitting the winning bid complying with the Invitation to Bid and the terms of this Bond Ordinance (such Invitation to Bid and the winning bid are collectively referred to as the "Bond Purchase Agreement"); and

WHEREAS, the City, based upon the direction of the Underwriter, may determine that it is in the City's financial interest to obtain a municipal bond insurance policy for the 2011 Series B Bonds insuring prompt payment of principal and interest on such Bonds; and

WHEREAS, the City now desires to authorize the issuance of the 2011 Series B Bonds; to set forth the form thereof; maximum final maturity date and certain other terms and provisions relating to the 2011 Series B Bonds; to authorize the competitive sale by invitation of the 2011 Series B Bonds; and to authorize the acceptance of a municipal bond insurance policy, if utilized.

NOW, THEREFORE, THE CITY OF MILFORD HEREBY ORDAINS:

1. Authorization of 2011 Refunding Project and Incurrence of Indebtedness. The City hereby authorizes and approves the 2011 Refunding Project as described in the above recitals to this Bond Ordinance. The City is hereby authorized to undertake the 2011 Refunding Project and to incur indebtedness for the purposes thereof provided the 2011 Refunding Project results in present value savings to the City. The City hereby deems the 2011 Refunding Project to be a necessary and proper undertaking in accordance with its Charter and consistent with the promotion of health, education and general welfare of the City.

2. Authorization of Issuance of the 2011 Series B Bonds. In order to provide funds to pay the costs of the 2011 Refunding Project, the City is hereby authorized to issue, pursuant to its Charter, the Resolutions and this Bond Ordinance, the 2011 Series B Bonds, in a maximum aggregate principal amount of $3,975,000, with a final maturity date of January 1, 2021, and a maximum average rate of interest of which shall not exceed 5.000 percent.

3. Terms of the 2011 Series B Bonds. The 2011 Series B Bonds shall be issued in fully registered book-entry-only form, in the denomination as to principal of $5,000 or any multiple thereof. The 2011 Series B Bonds shall be dated as of June 30, 2011, or such later date as may be determined by the Director of Finance. The 2011 Series B Bonds shall be issued in a maximum aggregate principal amount of $3,975,000 and shall pay interest at the rates and principal in the amounts as set forth in the Paying Agent Agreement (the "Paying Agent Agreement") authorized by this Bond Ordinance, subject to the limitations set forth in Section 2 hereof. Principal of the 2011 Series B Bonds shall be payable in the form and manner set forth in the form of 2011 Series B Bonds attached hereto as Exhibit A and made a part hereof.

The 2011 Series B Bonds shall be subject to optional and may be subject to mandatory redemption prior to maturity as set forth in the Bond Purchase Agreement.

The City is hereby authorized to purchase 2011 Series B Bonds in the open market and present such 2011 Series B Bonds to the Paying Agent for cancellation. The City shall notify the Paying Agent in accordance with the Paying Agent Agreement of its intention to make such a presentment and shall state the principal amount of the 2011 Series B Bonds to be so presented. 2011 Series B Bonds so presented shall be credited by the Paying Agent at 100% of the principal amount thereof against the obligation of the City with respect to such 2011 Series B Bonds upon such mandatory redemption or at maturity, and any excess shall be so credited

against future Debt Service Fund requirements for such 2011 Series B Bonds in chronological order.

4. Book-Entry-Only Form. The 2011 Series B Bonds will initially be issued in book-entry-only form, subject to the terms and conditions below, notwithstanding anything to the contrary in this Bond Ordinance:

A. 2011 Series B Bond Certificates. The City is hereby authorized to issue bond certificates, substantially in the form attached hereto as Exhibit A. The 2011 Series B Bonds will be issued as fully-registered securities registered in the name of Cede & Co., The Depository Trust Company ("DTC") partnership nominee, or such other name as may be requested by an authorized representative of DTC, one for each stated maturity of the 2011 Series B Bonds in the aggregate principal amount of each maturity shown in the Paying Agent Agreement. The 2011 Series B Bonds shall be numbered B -l in order of issue or with such other numerical designation as the City shall determine.

B. Delivery of 2011 Series B Bonds. The City shall cause the 2011 Series B Bonds to be delivered to DTC, or to be held by the Paying Agent as agent of DTC, for the account of the Underwriter on or prior to the date of issuance of the 2011 Series B Bonds.

C. Payment of Principal and Interest. So long as the 2011 Series B Bonds or any portion thereof are held by DTC under a book-entry system, payments of the principal of, and interest on, the 2011 Series B Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC, at the times and in the manner set out in the Issuer's Blanket Letter of Representations, a true and correct copy of which is attached hereto as Exhibit B, and subject to the requirements stated in DTC's Operational Arrangements, as may be amended from time to time. The payment of principal on the 2011 Series B Bonds shall be made only upon surrender of the 2011 Series B Bonds to the Paying Agent on or after maturity or earlier redemption date.

D. Notices. The City shall give notice to DTC in accordance with DTC's Operational Arrangements.

5. Authorization of Paying Agent Agreement; Appointment of Paying Agent. The Paying Agent Agreement shall be substantially in the form presented at this meeting, subject only to such changes and modifications as counsel to the City may recommend and the Mayor may approve, which approval shall be conclusively evidenced by the execution thereof by the Mayor, in the form attached hereto as Exhibit C and made a part hereof. The form of the Paying Agent Agreement presented at this meeting is hereby approved and ordered filed with the minutes of this meeting. The proper officers of the City are hereby authorized and directed to execute and deliver the Paying Agent Agreement on behalf of the City.

The Paying Agent Agreement shall provide for the appointment of the Paying Agent. The Mayor is hereby authorized to appoint any bank or trust company qualified to serve in such capacity (the "Paying Agent"). The appointment of the Paying Agent shall be conclusively evidenced by the execution of the Paying Agent Agreement by the proper officers of the City.

6. Covenant to Pay Debt Service. The City hereby covenants with the registered owners of the 2011 Series B Bonds outstanding pursuant to this Bond Ordinance, as follows: That the City will include in its budget for the fiscal year ending June 30, 2012, and in its budgets for each fiscal year thereafter, the amount of the debt service on the 2011 Series B Bonds issued hereunder which will be payable in each such fiscal year so long as any of the 2011 Series B Bonds shall remain outstanding; that the City shall appropriate such amounts to the payment of such debt service; that the City shall duly and punctually pay or cause to be paid the principal of every 2011 Series B Bond and the interest thereon at the dates and places and in the manner stated in the 2011 Series B Bonds according to the true intent and meaning thereof, and the full faith and credit of the City are pledged for such payments. In addition, the 2011 Series B Bonds are payable from *ad valorem* taxes levied upon all the taxable property within the City within limitations set forth under the City's Charter. The amounts to be budgeted, appropriated and paid pursuant to the foregoing covenant are those set forth in the Paying Agent Agreement which shall be deemed to be incorporated in the foregoing covenant with the same effect as if the same were specified in the text of such covenant.

The principal of the 2011 Series B Bonds shall be payable in lawful money of the United States of America which shall be legal tender at the time of payment at the designated office of the Paying Agent or its agent for such purpose. Interest on the 2011 Series B Bonds shall be payable in the manner provided in the form of 2011 Series B Bonds set forth in Exhibit A hereto.

7. Form of 2011 Series B Bonds. The 2011 Series B Bonds shall be substantially as set forth in Exhibit A hereto, subject only to such appropriate changes, additions, deletions or modifications as counsel to the City may recommend and the Mayor may approve, such approval to be conclusively evidenced by the execution thereof by the Mayor.

8. Execution and Authentication of 2011 Series B Bonds. The 2011 Series B Bonds shall be executed by the Mayor of the City and the City seal shall be affixed, imprinted or reproduced thereon and attested to by the City Clerk. Each such execution may be by facsimile signature. If any officer whose signature appears on the 2011 Series B Bonds shall cease to hold such office before the actual delivery date of the 2011 Series B Bonds, such signature shall nevertheless be valid and sufficient for all purposes as if such person had remained in such office until the actual delivery date of the 2011 Series B Bonds. The 2011 Series B Bonds shall be authenticated by the manual signature of the Paying Agent, which shall also certify that the approving opinion of Bond Counsel, which shall be printed on or attached to each 2011 Series B Bond, is an accurate reproduction of the approving opinion delivered at the closing for the 2011 Series B Bonds.

9. Creation of and Deposits in Debt Service Fund. The City covenants that there shall be established and that it shall maintain a debt service fund (the "Debt Service Fund") for the 2011 Series B Bonds to be held by the Paying Agent (or such substitute or successor Paying Agent which shall hereafter be appointed) in the name of the City, but subject to withdrawal only by the Paying Agent.

The City covenants and agrees to deposit in the Debt Service Fund at least two (2) business days prior to the date interest and principal is due, the debt service payable on the 2011

Series B Bonds on such interest and principal payment dates, all as set forth in the Paying Agent Agreement, or such greater or lesser amount as at the time shall be sufficient to pay the principal or redemption price of, and interest on, the 2011 Series B Bonds.

The Paying Agent is hereby authorized and directed, without further action by the City, to pay from the Debt Service Fund the principal or redemption price of, and interest on, the 2011 Series B Bonds as the same become due and payable in accordance with the terms thereof, and the City hereby covenants that such moneys, to the extent required, will be applied to such purposes.

10. Award and Sale of Bonds. The City hereby determines that it is in its best financial interest to sell the 2011 Series B Bonds at competitive sale upon invitation. The City hereby authorizes the Mayor, City Manager or Director of Finance to award the 2011 Series B Bonds to the Underwriter in accordance with the terms of this Bond Ordinance, the Charter and the Bond Purchase Agreement. The form of the Bond Purchase Agreement, which has been presented at this meeting, shall be approved by the Mayor or Director of Finance, and shall contain terms not inconsistent with this Bond Ordinance. The Mayor, the Vice Mayor, the City Manager or the Director of Finance (or other officer authorized under the Charter to execute contracts on behalf of the City) is hereby authorized to execute the Bond Purchase Agreement on behalf of the City, the execution of the Bond Purchase Agreement to be conclusive evidence of such approval.

The average rate of interest on the 2011 Series B Bonds shall not exceed 5.000 percent. The underwriting discount shall not be more than $15.00 per $1,000 of aggregate principal amount of the 2011 Series B Bonds, exclusive of any original issue discount.

11. Federal Tax Covenants.

A. General. The City hereby covenants not to take or omit to take any action so as to cause interest on the 2011 Series B Bonds to be no longer excluded from gross income of the owners of the 2011 Series B Bonds for the purposes of federal income taxation and to otherwise comply with the requirements of sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended (the "Code"), and all applicable regulations promulgated under the Code (the "Treasury Regulations"), throughout the term of the 2011 Series B Bonds.

B. Investment of Proceeds. The City further covenants that it will make no investments or other use of the proceeds of the 2011 Series B Bonds during the term thereof which would cause the 2011 Series B Bonds to be "arbitrage bonds," within the meaning of section 148 of the Code and the Treasury Regulations promulgated under the Code. The City further covenants to comply with the rebate requirements (including the prohibited payment provisions) contained in section 148(f) of the Code and the Treasury Regulations thereunder, to the extent applicable, and to pay any interest or penalty imposed by the United States for failure to comply with said rebate requirements, to the extent applicable.

C. Bank Qualified Bonds. The City hereby designates the 2011 Series B Bonds (to the extent they are not deemed designated) as "qualified tax-exempt

obligations" within the meaning of section 265(b)(3)(B) of the Code. The City covenants that it will take such steps as may be necessary to cause the 2011 Series B Bonds to continue to be obligations described in such Code section during the period in which the 2011 Series B Bonds are outstanding. The City represents that it has not issued, and does not reasonably anticipate issuing, tax-exempt obligations which, when combined with the 2011 Series B Bonds, will result in more than $10,000,000 of tax-exempt obligations being issued in 2011. For purposes only of the foregoing sentence, the term "tax-exempt obligation" shall include any "qualified 501(c)(3) bond," as defined in section 145 of the Code, but shall not include any other "private activity bond," as defined in section 141(a) of the Code, any obligation which would be an "industrial development bond" or a "private loan bond," as defined in sections 103(b)(2) and 103(o)(2)(a) of the Internal Revenue Code of 1954, as amended, but for the fact that it is issued pursuant to section 1312, 1313, 1316(g) or 1317 of the Tax Reform Act of 1986, or any obligation issued to current refund any obligation to the extent the amount thereof does not exceed the outstanding amount of the refunded obligation.

12. Application of 2011 Series B Bond Proceeds. Upon receipt of the purchase price for the 2011 Series B Bonds, the same shall be deposited with the Paying Agent. The proper officers of the City are authorized to direct the Paying Agent to pay the issuance costs on behalf of the City in amounts set forth in written directions to the Paying Agent and to pay or cause to be paid all amounts remaining for payment of costs of the 2011 Refunding Project. The Paying Agent shall, pursuant to such written directions, pay the issuance costs on behalf of the City upon presentation of proper invoices therefor.

13. Officers Authorized to Act. For the purpose of expediting the closing and the issuance and delivery of the 2011 Series B Bonds, or in the event that the Mayor or the City Clerk shall be absent or otherwise unavailable for the purpose of executing documents, or for the purpose of taking any other action which they or either of them may be authorized to take pursuant to this Bond Ordinance, the Vice Mayor or the City Manager or the Director of Finance of the City, respectively (or other officer authorized under the Charter to execute contracts on behalf of the City), are hereby authorized and directed to execute documents, or otherwise to act on behalf of the City in their stead.

The City covenants to provide such continuing disclosure, at such times, in such manner and of such nature as is described in the Official Statement and to execute and deliver such agreements and certificates with respect to continuing disclosure as are described in the Official Statement. Any continuing disclosure filing under this Bond Ordinance must be made by transmitting such filing to the continuing disclosure service of the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") System.

14. Approval of Preliminary Official Statement. The form of the Preliminary Official Statement prepared in connection with the offer and sale of the 2011 Series B Bonds presented at this meeting is hereby approved. The Mayor or the Director of Finance of the City are hereby authorized to make public and to distribute or cause to be distributed an Official Statement in substantially the form presented to the City at this meeting with such changes, omissions, insertions and revisions as such officer shall deem advisable, and the Mayor or the Director of Finance are hereby authorized to sign and deliver or cause to be delivered such Official Statement to the Underwriter within seven business days of the execution of the Bond

Purchase Agreement (and in sufficient time to accompany any confirmation that requests payment from any customer).

The City hereby authorizes and directs the Underwriter to file the Official Statement with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") System immediately upon receipt by the Underwriter of the Official Statement.

15. Bond Insurance Provisions. The proper officers of the City are hereby authorized to purchase, or cause to be purchased, municipal bond insurance (the "Insurance Policy") guaranteeing the payment of the principal of, and interest on, the 2011 Series B Bonds in accordance with its specific terms; to pay the premium for such Insurance Policy from the proceeds of the 2011 Series B Bonds or other amounts available therefore; and to execute such documents as may be necessary to effect the issuance of the Insurance Policy, if the Underwriter directs that the City to do so (as set forth in the Underwriter's response to the Invitation to Bid).

16. Dating of 2011 Series B Bonds and Documents. The 2011 Series B Bonds and the Paying Agent Agreement are to be dated as of June 30, 2011, or such later date as may be determined by the Director of Finance. Additionally, the Council hereby approves and consents to a later date for the 2011 Series B Bonds and such documents if the sale or closing for the 2011 Series B Bonds is delayed.

17. Further Action. The proper officers of the City are hereby authorized and directed to take all such action, to execute, deliver, file and/or record all such documents, to publish all notices and otherwise comply with the provisions of this Bond Ordinance and the Charter in the name and on behalf of the City.

18. Contract with Bondholders. This Bond Ordinance constitutes a contract with the registered owners from time to time of the 2011 Series B Bonds outstanding hereunder and shall be enforceable in accordance with the provisions of the laws of the State of Delaware.

19. Parties Interested Herein. Nothing in this Bond Ordinance expressed or implied is intended or shall be construed to confer upon, or to give to, any person or entity, other than the City, the Bond Insurer (but only in the event that it shall deliver its Insurance Policy and is not in default thereunder) and the registered owners of the 2011 Series B Bonds, any right, remedy or claim under or by reason of this Bond Ordinance or any covenant, condition or stipulation hereof, and all covenants, stipulations, promises and agreements in this Bond Ordinance contained by and on behalf of the City shall be for the sole and exclusive benefit of the City, the Bond Insurer (but only in the event that it shall deliver its Insurance Policy and is not in default thereunder) and the registered owners of the 2011 Series B Bonds.

20. Severability. In case any one or more of the provisions contained in this Bond Ordinance or in any 2011 Series B Bond issued pursuant hereto shall for any reason be held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision of this Bond Ordinance or of said 2011 Series B Bonds and this Bond Ordinance or said 2011 Series B Bonds shall be construed herein

or and enforced as if such invalid, illegal or unenforceable provisions had never been contained herein or therein.

21. Repealer. All ordinances and parts of ordinances heretofore enacted, to the extent that the same are inconsistent herewith, are hereby repealed.

22. Effective Date. This Bond Ordinance shall take effect on the earliest date permitted by law.

[Remainder of Page Intentionally Left Blank]

CERTIFICATE OF CITY CLERK

The undersigned, City Clerk, **HEREBY CERTIFIES** that:

The foregoing Bond Ordinance authorizing the issuance of General Obligation Bonds, Series B of 2011 of the City of Milford, Delaware, was duly moved and seconded and adopted by a majority vote of all City Council members of the City at a duly called public meeting of said Council held on May 23, 2011; that the roll of the City Council was called and such members voted or were absent as follows:

VOTE

NAME	Aye	Nay	Absent
Garrett L. Grier, III			
Steven L. Johnson			
Dirk G. Gleysteen			
S. Allen Pikus			
Owen S. Brooks, Jr.			
Douglas E. Morrow, Sr.			
James O. Starling, Sr.			
Katrina EJ. Wilson			

and that such Bond Ordinance and the votes thereon have been duly recorded in the minutes.

WITNESS my hand and seal of the City this ____ day of _____, 2011.

_____
City Clerk

(Seal)

SUPPLEMENTAL CERTIFICATE

I certify that the foregoing Bond Ordinance has not been altered, amended, modified, suspended or repealed and is still in full force and effect as of the date of the delivery of this Certificate.

WITNESS my hand and seal of the City this ___ day of _____, 2011.

_____
City Clerk

(Seal)

EXHIBIT A

(FORM OF 2011 SERIES B BOND)

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC") to the Paying Agent or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

No. B-____ $_____

UNITED STATES OF AMERICA
STATE OF DELAWARE
CITY OF MILFORD, DELAWARE
(Kent and Sussex Counties, Delaware)
GENERAL OBLIGATION BOND, SERIES B OF 2011

INTEREST RATE	MATURITY DATE	DATED DATE	CUSIP NO.

REGISTERED OWNER: Cede & Co.

PRINCIPAL: DOLLARS

CITY OF MILFORD (the "City"), a municipal corporation organized and existing under the laws of the State of Delaware (the "State"), for value received, hereby promises to pay in lawful money of the United States of America to the registered owner noted above or registered assigns (the "Bondholder") on the Maturity Date set forth above, unless this 2011 Series B Bond shall have been duly called for prior redemption and payment of the redemption price shall have been made or provided for, upon presentation and surrender hereof at the designated office of _____ Bank, (the "Paying Agent") or its agent for such purpose, the principal sum set forth above and to pay interest thereon semiannually on _____ and _____ of each year, commencing _____, 20___ (each, an "Interest Payment Date"), at the annual rate specified above, calculated on the basis of a 360-day year of twelve 30-day months until the principal amount is paid or has been provided for. This 2011 Series B Bond will bear interest from the most recent Interest Payment Date next preceding the authentication date hereof, unless the authentication date is (a) an Interest Payment Date in

which event this 2011 Series B Bond shall bear interest from said Interest Payment Date, or (b) after a Regular Record Date (as defined below) and before the next succeeding Interest Payment Date, in which event this 2011 Series B Bond shall bear interest from such succeeding Interest Payment Date, or (c) on or prior to the Regular Record Date preceding January 1, 2012, in which event this bond shall bear interest from the Dated Date specified above. The interest on this 2011 Series B Bond will be paid on each Interest Payment Date by check mailed on such Interest Payment Date to the person in whose name this 2011 Series B Bond is registered on the registration books of the City maintained by the Paying Agent at the address appearing thereon at the close of business on the _____ or _____ immediately preceding such Interest Payment Date (each, a "Regular Record Date"). Any such interest not so timely paid or duly provided for shall cease to be payable to the person in whose name this 2011 Series B Bond is registered as of the Regular Record Date, and shall be payable to the person in whose name this 2011 Series B Bond is registered at the close of business on a special record date (the "Special Record Date") for the payment of such defaulted interest. Such Special Record Date shall be fixed by the Paying Agent whenever moneys become available for payment of the defaulted interest, and notice of the Special Record Date shall be given to Bondholders not less than ten (10) days prior thereto.

Whenever the due date for payment of interest on or principal of the 2011 Series B Bonds or the date fixed for redemption of any 2011 Series B Bond shall be a Saturday or Sunday, a legal holiday or a day on which banking institutions in the State of Delaware are authorized or required by law or executive order to close, then payment of such interest, principal or redemption price need not be made on such date, but may be made on the next succeeding day which is not a Saturday, Sunday, legal holiday or a day upon which banks are authorized or required by law or executive order to close, with the same force and effect as if made on the due date for payment of principal, interest or redemption price and no interest shall accrue on the amount due for any period after such due date.

THE 2011 SERIES B BONDS ARE SECURED BY A PLEDGE OF THE FULL FAITH AND CREDIT OF THE CITY. THE SERIES 2011 SERIES B BONDS ARE THE DIRECT AND LIMITED TAXING OBLIGATIONS OF THE CITY.

It is hereby certified and recited that all conditions, acts and things required by law to exist, to have happened and to have been performed precedent to and in the issuance of this 2011 Series B Bond, exist, have happened and have been performed, and that the issuance of this 2011 Series B Bond is within every debt and other limit prescribed by the laws of the State of Delaware and the City of Milford, Delaware.

This 2011 Series B Bond shall not be valid or become obligatory for any purpose until this 2011 Series B Bond shall have been authenticated by the execution by the Paying Agent of the certificate of authentication endorsed hereon.

This 2011 Series B Bond is one of a duly authorized issue of bonds of the City of Milford designated "City of Milford, Delaware (Kent and Sussex Counties, Delaware) General Obligation Bonds, Series B of 2011" issued in the aggregate principal amount of $_____. Proceeds of the 2011 Series B Bonds are expected to be used to pay for the costs of a refunding project. The 2011 Series B Bonds are issued pursuant to the charter of the City adopted by the

General Assembly of the State of Delaware, as amended (the "Charter"), resolutions of the City adopted on _____ and on _____, and a Bond Ordinance of the City enacted on _____, 2011 (collectively, the "Bond Ordinance"). The 2011 Series B Bonds are payable in accordance with the terms and conditions contained in a Paying Agent Agreement, dated as of _____, 2011, between the City and the Paying Agent (the "Paying Agent Agreement").

The 2011 Series B Bonds maturing prior to and including _____, 20____, are not subject to redemption prior to their stated maturities. 2011 Series B Bonds maturing on and after _____, 20____ shall be subject to redemption prior to maturity at the option of the City, as a whole or from time to time in part on _____, 20____, or on any date thereafter, upon payment of a redemption price of 100% of the principal amount of 2011 Series Bonds to be redeemed, together with interest accrued to the date fixed for redemption. If less than an entire year's maturity of 2011 Series B Bonds are to be redeemed at any particular time, such 2011 Series B Bonds to be called for redemption shall be chosen by lot or any other customary manner by the Paying Agent.

The 2011 Series B Bonds stated to mature _____, 20____ (the "20___ Term Bonds"), _____, 20____ (the "20____ Term Bonds") and _____, 20____ (the "20____ Term Bonds" and collectively with the 20_____ Terms Bonds and 20____ Term Bonds, the "Term Bonds") are subject to mandatory redemption (to the extent that 2011 Series B Bonds in the principal amount otherwise required to be redeemed have not been previously purchased by the City and surrendered to the Paying Agent, or redeemed at the option of the City) prior to their stated maturity by the City in the order of their maturity and within maturities by lot from moneys to be deposited in the Debt Service Fund established under the Bond Ordinance at a redemption price of 100% of principal amount, together with accrued interest to the date fixed for redemption. The City hereby covenants that it will cause the Paying Agent to give notice of redemption and to redeem Term Bonds at said price from moneys deposited in the Debt Service Fund sufficient to effect such redemption (to the extent that Term Bonds of the maturity currently required to be redeemed shall not have been previously purchased from said moneys as permitted by law) on the dates, from the maturity and in the annual principal amounts as set forth in the following schedule, or such lesser principal amounts as shall at the time represent all Term Bonds of the maturity currently required to be redeemed which shall then be outstanding:

20_____ Term Bonds Mandatory Redemption Schedule

Mandatory Redemption Date (_____)	Principal Amount to be Redeemed

*maturity date

20_____ Term Bonds Mandatory Redemption Schedule

Mandatory Redemption Date (_____)	Principal Amount to be Redeemed

*maturity date

20_____ Term Bonds Mandatory Redemption Schedule

Mandatory Redemption Date (_____)	Principal Amount to be Redeemed

*maturity date

20_____ Term Bonds Mandatory Redemption Schedule

Mandatory Redemption Date (_____)	Principal Amount to be Redeemed

*maturity date

For the purpose of selection of 2011 Series B Bonds for redemption, any 2011 Series B Bond of a denomination greater than $5,000 shall be treated as representing such number of separate 2011 Series B Bonds, each of the denomination of $5,000, as is obtained by dividing the actual principal amount of such 2011 Series B Bond by $5,000. Any 2011 Series B Bond which is to be redeemed only in part shall be surrendered at the designated office of the Paying Agent, together with a duly executed instrument of transfer in form satisfactory to the Paying Agent or its agent for such purpose, and the registered owner of such 2011 Series B Bond shall receive, without service charge, a new 2011 Series B Bond or Bonds, of any authorized denomination as requested by such registered owner in an aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the 2011 Series B Bond so surrendered.

On the date designated for redemption and upon deposit with the Paying Agent of funds sufficient for payment of the principal of and accrued interest on the 2011 Series B Bonds called for redemption, interest on the 2011 Series B Bonds or portions thereof so called for redemption shall cease to accrue and the 2011 Series B Bonds or portions thereof so called for redemption shall cease to be entitled to any benefit or security under the Bond Ordinance, and registered owners of the 2011 Series B Bonds so called for redemption shall have no rights with respect to the 2011 Series B Bonds or portions thereof so called for redemption, except to receive payment of the principal of and accrued interest on the 2011 Series B Bonds so called for redemption to the date fixed for redemption.

Notice of any redemption shall be given by first class mail, postage prepaid, mailed by the Paying Agent not less than 30 days nor more than 60 days before the redemption date to the registered owners of the 2011 Series B Bonds at their addresses as they appear on the 2011 Series B Bond register maintained by the Paying Agent. Such notice shall be given in the

name of the City, shall identify the 2011 Series B Bonds to be redeemed (and, in the case of a partial redemption of any 2011 Series B Bonds, the respective principal amounts thereof to be redeemed), shall specify the redemption date and the redemption price, and shall state that on the redemption date the 2011 Series B Bonds called for redemption will be payable at the office of the Paying Agent or its agent for such purpose designated in such notice and that from the date of redemption interest will cease to accrue. The Paying Agent shall use "CUSIP" numbers (if then generally in use) in notices of redemption as a convenience to 2011 Series B Bond owners, provided that any such notice shall state that no representation is made as to the correctness of such numbers either as printed on the 2011 Series B Bonds or as contained in any notice of redemption and that reliance may be placed only on the identification numbers prefixed "B-" printed on the 2011 Series B Bonds. Failure to mail any notice of redemption, or any defect therein, or in the mailing thereof, with respect to any 2011 Series B Bond shall not affect the validity of any proceeding for redemption of other 2011 Series B Bonds so called for redemption.

With respect to any optional redemption of 2011 Series B Bonds, if at the time of mailing such notice of redemption, the City shall not have deposited with the Paying Agent moneys sufficient to redeem all the 2011 Series B Bonds called for redemption, such notice may state that it is conditional, that is, subject to the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the redemption date, and such notice shall be of no effect unless such moneys are so deposited.

THIS 2011 SERIES B BOND SHALL NOT BE IN ANY WAY A DEBT OR LIABILITY OF THE STATE OF DELAWARE OR ANY POLITICAL SUBDIVISION OF THE STATE OF DELAWARE OTHER THAN THE CITY, AND SHALL NOT CREATE OR CONSTITUTE ANY INDEBTEDNESS, LIABILITY OR OBLIGATION OF THE STATE OF DELAWARE OR OF ANY POLITICAL SUBDIVISION THEREOF OTHER THAN THE CITY.

No recourse shall be had for payment of the principal or redemption price of or the interest on this 2011 Series B Bond or for any claim based hereon, against any past, present or future official, officer or employee, as such, of the City, either directly or through the City or otherwise, whether by virtue of any constitution, statute or rule of law, or by the enforcement of any assessment or penalty, or otherwise, all such liability being by the acceptance hereof and, as a material part of the consideration for the issuance hereof, expressly waived and released.

The 2011 Series B Bonds are issuable solely as fully registered bonds without coupons in denominations of $5,000 or any integral multiple thereof.

This 2011 Series B Bond is transferable and exchangeable by the 2011 Series B Bondholder in person or by his attorney duly authorized in writing at the designated office of the Paying Agent or its agent for such purpose upon presentation and surrender hereof at said office, together with the duly executed instrument of transfer (in the case of a transfer), all subject to the exceptions and the terms and conditions provided in the Paying Agent Agreement. Upon any such transfer or exchange, the Paying Agent shall authenticate and deliver to or upon the order of the registered owner, a new registered 2011 Series B Bond or Bonds, in authorized denominations aggregating the principal amount hereof, maturing on the same date, bearing

interest at the same rate and bearing the same series designation as this 2011 Series B Bond. No service charge to the 2011 Series B Bondholder shall be made for any registration, transfer or exchange, but the City may require the 2011 Series B Bondholder to pay a sum sufficient to cover any tax or other governmental charge which may be imposed in connection therewith.

Reference is hereby made to the Paying Agent Agreement and Bond Ordinance, copies of which are on file with the Paying Agent, for the provisions, among others, with respect to the nature and extent of the rights, duties and obligations of the City, the Paying Agent and the owners of the 2011 Series B Bonds. The owners of the 2011 Series B Bonds, by their acceptance of the 2011 Series B Bonds, are deemed to have agreed and consented to the terms and provisions of the Paying Agent Agreement. Any capitalized term not defined herein shall have the meaning given to such term in the Paying Agent Agreement.

The City and the Paying Agent may treat the person in whose name this 2011 Series B Bond is registered as the absolute owner of this 2011 Series B Bond, for all purposes, whether or not this 2011 Series B Bond shall be overdue, and neither the City, nor the Paying Agent shall be affected by any notice to the contrary. All payments of the principal and interest made to the 2011 Series B Bondholder registered on the books of the Paying Agent in the manner set forth herein and in the Paying Agent Agreement shall be valid and effectual to satisfy and discharge the liability upon this 2011 Series B Bond to the extent of the sum or sums so paid, whether or not notation of the same be made hereon, and any consent, waiver or other action taken by such 2011 Series B Bondholder hereof pursuant to the provisions of the Paying Agent Agreement shall be conclusive and binding upon such 2011 Series B Bondholder, his heirs, successors or assigns and upon all transferees hereof, whether or not notation thereof be made hereon or on any 2011 Series B Bond issued in exchange hereof.

IN WITNESS WHEREOF, the City of Milford, Kent and Sussex Counties, Delaware, has caused this 2011 Series B Bond to be signed in its name by the signature of the Mayor and its corporate seal is hereunto affixed and duly attested by the signature of the City Clerk, all as of the Dated Date specified above.

CITY OF MILFORD, DELAWARE

By._____
Mayor, City of Milford, Delaware

(SEAL)

Attest:_____
City Clerk

CERTIFICATE OF AUTHENTICATION

This 2011 Series B Bond is one of the City of Milford, Delaware (Kent and Sussex Counties, Delaware) General Obligation Bonds, Series B of 2011 described in the within mentioned Resolutions. The text of the approving opinion of Pepper Hamilton LLP attached hereto is the text of the opinion on file with the undersigned, which was dated and delivered on the date of delivery and payment for the 2011 Series B Bonds.

_____,
as Paying Agent

By:_____
Authorized Representative

Date of Authentication:_____

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto _____ (Name, Address and Taxpayer Identification No. of Assignee) the within Bond and does hereby irrevocably constitute and appoint _____ to transfer the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

Signature Guarantee: _____

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

EXHIBIT B

BLANKET ISSUER LETTER OF REPRESENTATIONS

EXHIBIT C

FORM OF PAYING AGENT AGREEMENT

CITY OF MILFORD, DELAWARE

ORDINANCE NO. 2011 - 14

AUTHORIZING AMENDMENTS TO ORDINANCE NO. 2008 – 17 HERETOFORE ENACTED BY THE CITY OF MILFORD, DELAWARE, IN CONNECTION WITH THE ISSUANCE OF GENERAL OBLIGATION BONDS TO PROVIDED FUNDS TO FINANCE CERTAIN CAPITAL IMPROVEMENTS AS DESCRIBED HEREIN; AUTHORIZING OTHER NECESSARY ACTION; CONFIRMATION OF THE ABOVE DESCRIBED ORDINANCE; STATING THE EFFECTIVE DATE.

WHEREAS, the City of Milford, Delaware (the "City") is granted the power by its charter, as adopted by the Delaware General Assembly, as amended (the "Charter"), to incur indebtedness and to issue bonds within certain limitations and for certain specified purposes, and in connection with capital projects, may do so by obtaining the approval of qualified voters in the City for the issuance of any such bonds; and

WHEREAS, the City has heretofore determined pursuant to Ordinance No. 2008-17 (the "Original Ordinance") to undertake a certain capital program consisting of: (i) replacing the Fisher Avenue pumping station, removal and flow diversion from the Washington Street pumping station (PS No. 1) (the "Water Project"), infiltration and inflow study and removal projects, and extension of sewer to areas currently not served by public sewer (the "Sewer Project"); and (ii) the acquisition of land and construction of a new electric substation, and associated transmission line and distribution system improvements (the "Electric Project;" and collectively, the "Capital Improvements"); and (iii) payment of costs associated with the issuance of general obligation bonds to finance the foregoing; and

WHEREAS, the City is granted the power by its Charter to borrow money, and to secure the payment of the same by pledging the full faith and credit of the City for purposes of financing the Capital Improvements; and

WHEREAS, the City may borrow money through the incurrence of debt and issue bonds within certain limitations for the Capital Improvements with the approval of the qualified voters of the City for the issuance of any such bonds; and

WHEREAS, prior to the enactment of the Original Ordinance:

(a) the City on November 26, 2007, adopted a resolution (the "Resolution") proposing the approval of the Capital Improvements, which also included a statement of the time and place for a public hearing;

(b) the City caused to be timely published in The Milford Chronicle, a notice of the public hearing and to further post advertisements as required by the Charter;

(c) the City, on January 14, 2008, held the duly advertised public hearing, adopted a resolution directing that a special election be held on February 23, 2008, for the qualified voters of the City to vote for or against the proposed borrowing for the Capital Improvements and adopted a resolution finally authorizing the incurrence of debt to be evidenced by General Obligation Bonds, Series of 2008 pending the results of the special election; and

(d) the qualified voters of the City at the special election held on February 23, 2008, approved such borrowing for the Capital Improvements by a majority vote; and

WHEREAS, as a result of the foregoing public hearing and special election, the Original Ordinance authorized the City's intent to issue General Obligation Bonds, Series of 2008 to finance the Capital Improvements; and

WHEREAS, due to delays in implementing the Electric Project and the Sewer Project subsequent to the enactment of the Original Ordinance the General Obligation Bonds, Series of 2008 authorized thereunder were not issued by the City (the Water Project having been financed through alternative financing); and

WHEREAS, conditions are now favorable for the City to proceed with the Capital Improvements and the financing thereof and, in connection therewith and with the power to do so by its Charter, the City hereby desires to amend the Original Ordinance in certain particulars, all as set forth in the Original Ordinance, as amended and restated in *Exhibit A* attached hereto and made a part hereof; and

NOW, THEREFORE, THE CITY OF MILFORD HEREBY ORDAINS:

1. Authorizing Amendments to Original Ordinance. The City hereby amends the Original Ordinance in certain particulars, all as set forth in the Original Ordinance, as amended and restated in *Exhibit A* attached hereto and made a part hereof.

2. Further Action. The proper officers of the City are hereby authorized and directed to take all such action, to execute, deliver, file and/or record all such documents, to publish all notices and otherwise comply with the provisions of this Ordinance and the Charter in the name and on behalf of the City.

3. Confirmation of Original Ordinance. The City hereby ratifies and confirms that the Original Ordinance continues in full force and effect except to the extent expressly modified by this Ordinance.

4. Effective Date. This Ordinance shall take effect on the earliest date permitted by law.

CERTIFICATE OF CITY CLERK

The undersigned, City Clerk, **HEREBY CERTIFIES** that:

The foregoing Ordinance amending that certain Ordinance No. 2008 - _____ authorizing the issuance of general obligation bonds of the City of Milford, Delaware, was duly moved and seconded and adopted by a majority vote of all City Council members of the City at a duly called public meeting of said Council held on _____, 2011; that the roll of the City Council was called and such members voted or were absent as follows:

VOTE

NAME	Aye	Nay	Absent
Garrett L. Grier, III			
Steve L. Johnson			
Dirk G. Gleysteen			
S. Allen Pikus			
Owen S. Brooks, Jr.			
Douglas E. Morrow, Sr.			
James O. Starling, Sr.			
Katrina EJ. Wilson			

and that such Ordinance and the votes thereon have been duly recorded in the minutes.

WITNESS my hand and seal of the City this ____ day of _____, 2011.

_____
City Clerk

(Seal)

SUPPLEMENTAL CERTIFICATE

I certify that the foregoing Ordinance has not been altered, amended, modified, suspended or repealed and is still in full force and effect as of the date of the delivery of this Certificate.

WITNESS my hand and seal of the City this ___ day of _____, 2011.

_____
City Clerk

(Seal)

EXHIBIT A

AMENDED AND RESTATED ORDINANCE NO. 2008 - _____

CITY OF MILFORD, DELAWARE

ORDINANCE NO. 2008 - ____

AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION BONDS, ~~SERIES OF 2008~~ *SERIES A OF 2011* (THE "~~2008~~ *2011A* BONDS"), TO PROVIDE FUNDS FOR AND TOWARD A CAPITAL PROGRAM; COVENANTING TO BUDGET, APPROPRIATE AND PAY DEBT SERVICE ON THE ~~2008~~ *2011A* BONDS AND PLEDGING THE FULL FAITH *AND* CREDIT ~~AND TAXING POWER~~ OF THE CITY FOR PAYMENT OF THE ~~2008~~ *2011A* BONDS; SETTING FORTH THE SUBSTANTIAL FORM OF THE ~~2008~~ *2011A* BONDS; SETTING FORTH THE MAXIMUM PRINCIPAL AMOUNT OF AND INTEREST RATE ON, AND OTHER DETAILS OF THE ~~2008~~ *2011A* BONDS; PROVIDING FOR THE SALE OF THE ~~2008~~ *2011A* BONDS AND AUTHORIZING THE ACCEPTANCE OF A PROPOSAL FOR THE PURCHASE OF THE ~~2008~~ *2011A* BONDS; AUTHORIZING THE APPOINTMENT OF A PAYING AGENT; AND AUTHORIZING OTHER NECESSARY ACTION.

WHEREAS, the City of Milford, Delaware (the "City") is granted the power by its charter, as adopted by the Delaware General Assembly, as amended (the "Charter"), to incur indebtedness and to issue bonds within certain limitations and for certain specified purposes, including capital projects; and

WHEREAS, the City has determined to undertake a capital program ~~(the "2008 Capital Program")~~ *(the "2011 Capital Program")* consisting of: (i) replacing the Fisher Avenue pumping station, removal and flow diversion from the Washington Street pumping station (PS No. 1), infiltration and inflow study and removal projects, and extension of sewer to areas currently not served by public sewer and the acquisition of land and construction of a new electric substation, and associated transmission line and distribution system improvements and (ii) payment of costs associated with the issuance of the ~~2008 Bonds~~ *2011A Bonds* (as defined below); and

WHEREAS, the City is granted the power by its Charter to borrow money, and to secure the payment of the same by pledging the full faith and credit of the City for purposes of financing the ~~2008~~ *2011* Capital Program; and

WHEREAS, the City may borrow money for the ~~2008 Capital Project~~ *2011 Capital Program* through the incurrence of debt and issue bonds within certain limitations with the approval of the qualified voters of the City for the issuance of any such bonds; and

WHEREAS, on November 26, 2007, the City adopted a resolution (the "Resolution") proposing the approval of the ~~2008~~ *2011* Capital Program, which also included a statement of the time and place for a public hearing; and

WHEREAS, the City caused to be timely published in The Delaware State News, a notice of the public hearing and to further post advertisements as required by the Charter; and

WHEREAS, on January 14, 2008, the City held the duly advertised public hearing, adopted a resolution directing that a special election be held on February 23, 2008 for the qualified voters of the City to vote for or against the proposed borrowing and adopted a resolution finally authorizing the incurrence of debt evidenced by the ~~2008~~ *2011A* Bonds pending the results of the special election; and

WHEREAS, at such special election held on February 23, 2008, the qualified voters of the City approved such borrowing by a majority vote; and

WHEREAS, the City intends to issue its ~~2008~~ *2011A* Bonds as general obligations, in an aggregate principal amount not to exceed $10,000,000, proceeds of which will be used to finance the ~~2008~~ *2011* Capital Program; and

WHEREAS, the City will ~~receive a proposal~~ *consider bids* for the purchase of the ~~2008~~ *2011A* Bonds at a ~~private negotiated~~ *competitive* sale *by invitation* and *will* ~~appoint the underwriter (the "Underwriter") and~~ award the ~~sale of the 2008~~ *2011A* Bonds ~~in accordance with the terms of this Ordinance~~ *to the bidder (the "Underwriter") submitting the winning bid complying with the Invitation to Bid and the terms of this Bond Ordinance (such Invitation to Bid and the winning bid are collectively referred to as the "Bond Purchase Agreement")*; and

WHEREAS, the City, ~~in reliance on advice of Public Financing Management Inc., the City's financial advisor and the Underwriter~~ *based upon the request of the Underwriter*, may determine that it is in the City's financial interest to obtain a municipal bond insurance policy insuring prompt payment of principal and interest on the ~~2008~~ *2011A* Bonds; and

WHEREAS, the City now desires to authorize the issuance of the ~~2008~~ *2011A* Bonds, to set forth the form of the ~~2008~~ *2011A* Bonds, maximum final maturity date~~s~~ and certain other terms and provisions relating to the ~~2008~~ *2011A* Bonds, to authorize the *competitive* sale *by invitation* of the ~~2008~~ *2011A* Bonds, ~~pursuant to a Bond Purchase Agreement between the City and the Underwriter (the "Bond Purchase Agreement")~~ and to authorize the acceptance of a municipal bond insurance policy, if ~~appropriate~~ *utilized*.

NOW, THEREFORE, THE CITY OF MILFORD HEREBY ORDAINS:

1. Authorization of ~~2008~~ *2011* Capital Program and Incurrence of Indebtedness. The City hereby authorizes and approves the ~~2008~~ *2011* Capital Program as described in the above recitals to this Bond Ordinance. The City is hereby authorized to

undertake the ~~2008~~ *2011* Capital Program and to incur indebtedness for the purposes thereof. The City hereby deems the ~~2008~~ *2011* Capital Program to be a necessary and proper undertaking in accordance with its Charter and consistent with the promotion of health, education and general welfare of the City.

2. Authorization of Issuance of the ~~2008~~ *2011A* Bonds. In order to provide funds to pay the costs of the ~~2008~~ *2011* Capital Program, the City is hereby authorized to issue, pursuant to its Charter, the Resolutions and this Bond Ordinance, its General Obligation Bonds, ~~Series of 2008~~, *Series A of 2011* in a maximum aggregate principal amount of $10,000,000, with a final maturity date of ~~June 1, 2033~~, *January 1, 2037*, and a maximum average rate of interest of which shall not exceed 5.000 percent (the "~~2008~~ *2011A* Bonds").

3. The ~~2008~~ *2011A* Bonds. The ~~2008~~ *2011A* Bonds shall be issued in fully registered book-entry-only form, in the denomination as to principal of $5,000 or any multiple thereof. The ~~2008~~ *2011A* Bonds shall be dated as of ~~October 15, 2008~~, *June 30, 2011*, or such later date as may be determined by the Director of Finance. The ~~2008~~ *2011A* Bonds shall be issued in a maximum aggregate principal amount of $10,000,000 and shall pay interest at the rates and principal in the amounts as set forth in the Paying Agent Agreement authorized by this Bond Ordinance, subject to the limitations set forth in Section 2 hereof. Principal of the ~~2008~~ *2011A* Bonds shall be payable in the form and manner set forth in the form of ~~2008~~ *2011A* Bonds attached hereto as Exhibit A and made a part hereof.

The ~~2008~~ *2011A* Bonds shall be subject to optional and mandatory redemption prior to maturity as ~~stated~~ *set forth* in the Bond Purchase Agreement.

The City is hereby authorized to purchase ~~2008~~ *2011A* Bonds in the open market and present such ~~2008~~ *2011A* Bonds to the Paying Agent for cancellation. The City shall notify the Paying Agent in accordance with the Paying Agent Agreement its intention to make such a presentment and shall state the principal amount of the ~~2008~~ *2011A* Bonds to be so presented. ~~2008~~ *2011A* Bonds so presented shall be credited by the Paying Agent at 100% of the principal amount thereof against the obligation of the City with respect to such ~~2008~~ *2011A* Bonds upon such mandatory redemption or at maturity, and any excess shall be so credited against future Sinking Fund requirements for such ~~2008~~ *2011A* Bonds in chronological order.

4. Book-Entry-Only Form of Issue. The ~~2008~~ *2011A* Bonds initially shall be issued in book-entry-only form subject to the following terms and conditions notwithstanding anything to the contrary in this Bond Ordinance:

A. ~~2008~~ *2011A* Bond Certificates. The City is hereby authorized to issue bond certificates substantially in the form attached hereto as Exhibit A, one for each stated maturity of the ~~2008~~ *2011A* Bonds in the aggregate principal amount of each maturity shown in the Paying Agent Agreement. The ~~2008~~ *2011A* Bonds shall be numbered ~~B~~ *A*-l in order of issue or with such other numerical designation as the City shall determine.

B. Delivery of ~~2008~~ *2011A* Bonds. The City shall cause the ~~2008~~ *2011A* Bonds to be delivered to The Depository Trust Company ("DTC") for the benefit of the purchaser on or prior to the date of issuance of the ~~2008~~ *2011A* Bonds.

C. Payment of Principal and Interest. Initially, interest and principal on the ~~2008~~ *2011A* Bonds shall be payable to "Cede & Co.", as nominee of DTC, or to DTC's registered assigns on the interest or principal payment date, as the case may be, at the offices of DTC set forth in the Issuer's Blanket Letter of Representations, a true and correct copy of which is attached hereto as Exhibit B. Such offices may be changed from time to time as provided in the Blanket Letter of Representations and the times for payment may be changed by agreement between the City and DTC. The payment of principal on the ~~2008~~ *2011A* Bonds shall be made only upon surrender of the ~~2008~~ *2011A* Bond to the Paying Agent on or after maturity or earlier redemption date.

D. Notices. The City shall give notice to DTC in accordance with DTC's operating arrangements.

5. Authorization of Paying Agent Agreement and Form of ~~2008~~ *2011A* Bonds. The Paying Agent Agreement shall be substantially in the form presented at this meeting subject only to such changes and modifications as counsel to the City may recommend and the Mayor may approve, which approval shall be conclusively evidenced by the execution thereof by the Mayor, in the form attached hereto as Exhibit C and made a part hereof. The form of the Paying Agent Agreement presented at this meeting is hereby approved and ordered filed with the minutes of this meeting. The proper officers of the City are hereby authorized and directed to execute and deliver the Paying Agent Agreement on behalf of the City.

The Paying Agent Agreement shall provide for the appointment of the Paying Agent. The Mayor is hereby authorized to appoint any bank or trust company qualified to serve in such capacity (the "Paying Agent"). The appointment of the Paying Agent shall be conclusively evidenced by the execution of the Paying Agent Agreement by the proper officers of the City.

6. Covenant to Pay Debt Service ~~– Pledge of Taxing Power~~. The City hereby covenants with the registered owners of the ~~2008~~ *2011A* Bonds outstanding pursuant to this Bond Ordinance as follows: that the City will include in its budget for the fiscal year ending June 30, ~~2009~~, *2012*, and in its budgets for each fiscal year thereafter, the amount of the debt service on the ~~2008~~ *2011A* Bonds issued hereunder which will be payable in each such fiscal year so long as any of the ~~2008~~ *2011A* Bonds shall remain outstanding; that the City shall appropriate such amounts to the payment of such debt service; that the City shall duly and punctually pay or cause to be paid the principal of every ~~2008~~ *2011A* Bond and the interest thereon at the dates and places and in the manner stated in the ~~2008~~ *2011A* Bonds according to the true intent and meaning thereof, and ~~for such budgeting, appropriation and payment the City hereby pledges it's the full faith and credit and taxing power. The covenant contained in this Section 6 shall be specifically enforceable~~ *the full faith and credit of the City are pledged for such payments. In addition, the 2011A Bonds are payable from ad valorem taxes levied upon all the taxable property within the City within limitations set forth under the City's Charter*. The amounts to be budgeted, appropriated and paid pursuant to the foregoing covenant are those set forth in the Paying Agent Agreement which shall be deemed to be incorporated in the foregoing covenant with the same effect as if the same were specified in the text of such covenant.

The principal of the ~~2008~~ *2011A* Bonds shall be payable in lawful money of the United States of America which shall be legal tender at the time of payment at the designated office of the Paying Agent or its agent for such purpose. Interest on the ~~2008~~ *2011A* Bonds shall be payable in the manner provided in the form of ~~2008~~ *2011A* Bonds set forth in Exhibit A hereto.

7. Form of ~~2008~~ *2011A* Bonds. The ~~2008~~ *2011A* Bonds shall be substantially in the form with appropriate omissions, insertions and variations, as set forth in Exhibit A hereto, subject only to such changes and modifications as counsel to the City may recommend and the Mayor may approve, such approval to be conclusively evidenced by the execution thereof by the Mayor.

8. Execution and Authentication of ~~2008~~ *2011A* Bonds. The ~~2008~~ *2011A* Bonds shall be executed by the Mayor of the City and the City seal shall be affixed, imprinted or reproduced thereon and attested to by the City Clerk. Each such execution may be by facsimile signature. If any officer whose signature appears on the ~~2008~~ *2011A* Bonds shall cease to hold such office before the actual delivery date of the ~~2008~~ *2011A* Bonds, such signature shall nevertheless be valid and sufficient for all purposes as if such person had remained in such office until the actual delivery date of the ~~2008~~ *2011A* Bonds. The ~~2008~~ *2011A* Bonds shall be authenticated by the manual signature of the Paying Agent, which shall also certify that the approving opinion of Bond Counsel, which shall be printed on or attached to each ~~2008~~ *2011A* Bond, is an accurate reproduction of the approving opinion delivered at the closing for the ~~2008~~ *2011A* Bonds.

9. Creation of and Deposits in Debt Service Fund. The City covenants that there shall be established and that it shall maintain a debt service fund (the "Debt Service Fund") for the ~~2008~~ *2011A* Bonds to be held by the Paying Agent (or such substitute or successor Paying Agent which shall hereafter be appointed) in the name of the City, but subject to withdrawal only by the Paying Agent.

The City covenants and agrees to deposit in the Debt Service Fund at least two (2) business days prior to the date interest or principal is due, the debt service payable on the ~~2008~~ *2011A* Bonds on such dates, all as set forth in the Paying Agent Agreement, or such greater or lesser amount as at the time shall be sufficient to pay the principal of or redemption price of and interest on the ~~2008~~ *2011A* Bonds.

The Paying Agent is hereby authorized and directed, without further action by the City, to pay from the Debt Service Fund the principal of or redemption price of and interest on the ~~2008~~ *2011A* Bonds as the same become due and payable in accordance with the terms thereof, and the City hereby covenants that such moneys, to the extent required, will be applied to such purposes.

10. Award and Sale of *2011A* Bonds. The City hereby determines that it is in its best financial interest to sell the ~~2008~~ *2011A* Bonds by ~~private negotiated~~ *competitive* sale ~~to the Underwriter~~ *upon invitation*. The City hereby authorizes the Mayor, City Manager or Director of Finance to award and sell the ~~2008~~ *2011A* Bonds to the Underwriter in accordance with the terms of this Bond Ordinance, the Charter and the Bond Purchase Agreement. The form

of the Bond Purchase Agreement, which has been presented at this meeting, shall be approved by the Mayor or Director of Finance, and shall contain terms not inconsistent with this Bond Ordinance. The Mayor, *the Vice Mayor, the City Manager or the Director of Finance (or other officer authorized under the Charter to execute contracts on behalf of the City)* is hereby authorized to execute the Bond Purchase Agreement on behalf of the City, ~~with such modifications, additions and deletions as are deemed necessary and appropriate by the Mayor or Director of Finance, the approval of such modifications, additions and to be conclusively evidenced by the execution of the Bond Purchase Agreement by the Mayor~~. *the execution of the Bond Purchase Agreement to be conclusive evidence of such approval.*

The average rate of interest on the ~~2008~~ *2011A* Bonds shall not exceed 5.000 percent. The underwriting discount shall not be more than ~~$8.00~~ *$20.00* per $1,000 of aggregate principal amount of the Bonds, exclusive of any original issue discount.

11. Federal Tax Covenants. The City hereby covenants not to take or omit to take any action so as to cause interest on the ~~2008~~ *2011A* Bonds to be no longer excluded from gross income of the owners of the ~~2008~~ *2011A* Bonds for the purposes of federal income taxation and to otherwise comply with the requirements of Sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended (the "Code"), and all applicable regulations promulgated under the Code ("Regulations"), throughout the term of the ~~2008~~ *2011A* Bonds. The City further covenants that it will make no investments or other use of the proceeds of the ~~2008~~ *2011A* Bonds which would cause the ~~2008~~ *2011A* Bonds to be "arbitrage bonds" as defined in Section 148 of the Code and the Regulations promulgated thereunder. The City further covenants to comply with the rebate requirements (including the prohibited payment provisions) contained in Section 148(f) of the Code and any regulations promulgated thereunder, to the extent applicable, and to pay any interest or penalty imposed by the United States for failure to comply with said rebate requirements, to the extent applicable.

The City hereby represents and warrants, after due investigation and to the best of its knowledge, that (i) the ~~2008~~ *2011A* Bonds are not "private activity bonds" within the meaning of Section 141 of the Code, and (ii) the aggregate face amount of "qualified tax-exempt obligations" within the meaning of Section 265(b)(3)(B) of the Code (which includes qualified 501(c)(3) bonds but not any other private activity bonds) issued or to be issued by the City (and all "subordinate entities" thereof) during the ~~2008~~ *2011* calendar year, including each of the ~~2008~~ *2011A* Bonds, is not reasonably expected to exceed $10,000,000. The City hereby designates each of the ~~2008~~ *2011A* Bonds as a "qualified tax-exempt obligation" within the meaning of Section 265(b)(3)(B) of the Code. The City hereby authorizes the proper officers of the City to execute a certificate to that effect at the time of the closing.

12. Application of ~~2008~~ *2011A* Bond Proceeds. Upon receipt of the purchase price for the ~~2008~~ *2011A* Bonds, the same shall be deposited with the Paying Agent. The proper officers of the City are authorized to direct the Paying Agent to pay the issuance costs on behalf of the City in amounts set forth in written directions to the Paying Agent and to pay over to the City all amounts remaining for payment of costs of the ~~2008~~ *2011* Capital Program. The Paying Agent shall, pursuant to such written directions, pay the issuance costs on behalf of the City upon presentation of proper invoices therefor.

13. Officers Authorized to Act. For the purpose of expediting the closing and the issuance and delivery of the ~~2008~~ *2011A* Bonds, or in the event that the Mayor or the City Clerk shall be absent or otherwise unavailable for the purpose of executing documents, or for the purpose of taking any other action which they or either of them may be authorized to take pursuant to this Bond Ordinance, the Vice Mayor or the City Manager *or the Director of Finance* of the City, respectively (and any other officer authorized under the Charter to execute contracts on behalf of the City), are hereby authorized and directed to execute documents, or otherwise to act on behalf of the City in their stead.

The City covenants to provide such continuing disclosure, at such times, in such manner and of such nature as is described in the Official Statement and to execute and deliver such agreements and certificates with respect to continuing disclosure as are described in the Official Statement. ~~Any continuing disclosure filing under this Bond Ordinance may be made solely by transmitting such filing to the Texas Municipal Advisor Council (the "MAC") as provided at http://www.disclosureusa.org unless the United States Securities and Exchange Commission has withdrawn the interpretive advice in its letter to the MAC dated September 7, 2004~~. *Any continuing disclosure filing under this Bond Ordinance must be made by transmitting such filing to the continuing disclosure service of the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") System.*

14. Approval of Preliminary Official Statement. The form of the Preliminary Official Statement prepared in connection with the offer and sale of the ~~2008~~ *2011A* Bonds presented at this meeting is hereby approved. The Mayor or the Director of Finance of the City are hereby authorized to make public and to distribute or cause to be distributed an Official Statement in substantially the form presented to the City at this meeting with such changes, omissions, insertions and revisions as such officer shall deem advisable, and the Mayor or the Director of Finance are hereby authorized to sign and deliver or cause to be delivered such Official Statement to the Underwriter within seven business days of the execution of the Bond Purchase Agreement (and in sufficient time to accompany any confirmation that requests payment from any customer).

The City hereby authorizes and directs the Underwriter to file the Official Statement with ~~at least one of the nationally recognized municipal securities information repositories designated by the Securities and Exchange Commission~~ *the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") System* immediately upon receipt by the Underwriter of the Official Statement. ~~The City further authorizes the Underwriter to file the Official Statement with the Municipal Securities Rulemaking Board~~.

15. Bond Insurance Provisions. The proper officers of the City are hereby authorized to purchase, or cause to be purchased, a policy of insurance (the "Insurance Policy") guaranteeing the payment of the principal of, and interest on, the ~~2008~~ *2011A* Bonds, to pay the premium for such policy from the proceeds of the ~~2008~~ *2011A* Bonds or other amounts available therefor, and to execute such documents as may be necessary to effect the issuance of such policy, if the ~~City, together with its financial advisor and~~ Underwriter~~, determine that it is in the best financial interest of~~ *directs that* the City ~~to~~ do so (*as set forth in the Underwriter's response to the Invitation to Bid*). If applicable, the ~~2008~~ *2011A* Bonds issued under this Bond Ordinance may include a statement of the terms of such Insurance Policy and the Authentication Certificate

of the Paying Agent appearing on each ~~2008~~ *2011A* Bond may include a statement confirming that the original or a copy of the Insurance Policy is on file with the Paying Agent.

If such Insurance Policy is purchased, any provision of this Bond Ordinance expressly recognizing or granting rights in or to the Bond Insurer may not be amended in any manner which affects the rights of the Bond Insurer hereunder without the prior written consent of the Bond Insurer. The Bond Insurer reserves the right to charge the City a fee for any consent or amendment to the Bond Ordinance while the Bond Insurer's Insurance Policy is outstanding.

Unless otherwise provided in this Section, the Bond Insurer's consent shall be required in lieu of Holder consent, when required, for the following purposes: (i) execution and delivery of any supplemental or amendatory ordinances or resolutions or any amendment, supplement or change to or modification of the terms of the ~~2008~~ *2011A* Bonds; (ii) removal of the Paying Agent and selection and appointment of any successor paying agent; and (iii) initiation or approval of any action not described in (i) or (ii) above which requires Holder consent.

Any reorganization or liquidation plan with respect to the City must be acceptable to the Bond Insurer. In the event of any reorganization or liquidation, the Bond Insurer shall have the right to vote on behalf of all Holders who hold the Bond Insurer's insured ~~2008~~ *2011A* Bonds absent a default by the Bond Insurer under the applicable Bond Insurer's Insurance Policy insuring such ~~2008~~ *2011A* Bonds.

Anything in this Bond Ordinance to the contrary notwithstanding, upon the occurrence and continuance of an event of default as defined herein, the Bond Insurer shall be entitled to control and direct the enforcement of all rights and remedies granted to the Holders or the Paying Agent for the benefit of the Holders under this Bond Ordinance, under the laws of the State of Delaware.

Notwithstanding anything herein to the contrary, in the event that the principal and/or interest due on the ~~2008~~ *2011A* Bonds shall be paid by the Bond Insurer pursuant to the Insurance Policy, the ~~2008~~ *2011A* Bonds shall remain Outstanding for all purposes, not be defeased or otherwise satisfied and not be considered paid by the City, and the assignment and pledge of the trust estate and all covenants, agreements and other obligations of the City to the registered owners shall continue to exist and shall run to the benefit of the Bond Insurer and the Bond Insurer shall be subrogated to the rights of such registered owners.

To the extent that this Bond Ordinance confers upon or gives or grants to the Bond Insurer any right, remedy or claim under or by reason of this Bond Ordinance, the Bond Insurer is hereby explicitly recognized as being a third-party beneficiary hereunder and may enforce any such right, remedy or claim conferred, given or granted hereunder.

16. Dating of ~~2008~~ *2011A* Bonds and Documents. The ~~2008~~ *2011A* Bonds and the Paying Agent Agreement are to be dated as of ~~October 15, 2008~~, *June 30, 2011*, or such later date as may be determined by the Director of Finance. Additionally, the Council hereby approves and consents to a later date for the ~~2008~~ *2011A* Bonds and such documents if the sale or closing for the ~~2008~~ *2011A* Bonds is delayed.

17. Further Action. The proper officers of the City are hereby authorized and directed to take all such action, to execute, deliver, file and/or record all such documents, to publish all notices and otherwise comply with the provisions of this Bond Ordinance and the Charter in the name and on behalf of the City.

18. Contract with Bondholders. This Bond Ordinance constitutes a contract with the registered owners from time to time of the ~~2008~~ *2011A* Bonds outstanding hereunder and shall be enforceable in accordance with the provisions of the laws of the State of Delaware.

19. Parties Interested Herein. Nothing in this Bond Ordinance expressed or implied is intended or shall be construed to confer upon, or to give to, any person or entity, other than the City, the Bond Insurer (but only in the event that it shall deliver its Insurance Policy and is not in default thereunder) and the registered owners of the ~~2008~~ *2011A* Bonds, any right, remedy or claim under or by reason of this Bond Ordinance or any covenant, condition or stipulation hereof, and all covenants, stipulations, promises and agreements in this Bond Ordinance contained by and on behalf of the City shall be for the sole and exclusive benefit of the City, the Bond Insurer (but only in the event that it shall deliver its Insurance Policy and is not in default thereunder) and the registered owners of the ~~2008~~ *2011A* Bonds.

20. Severability. In case any one or more of the provisions contained in this Bond Ordinance or in any ~~2008~~ *2011A* Bond issued pursuant hereto shall for any reason be held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision of this Bond Ordinance or of said ~~2008~~ *2011A* Bonds and this Bond Ordinance or said ~~2008~~ *2011A* Bonds shall be construed herein or and enforced as if such invalid, illegal or unenforceable provisions had never been contained herein or therein.

21. Repealer. All ordinances and parts of ordinances heretofore enacted, to the extent that the same are inconsistent herewith, are hereby repealed.

22. Effective Date. This Bond Ordinance shall take effect on the earliest date permitted by law.

EXHIBIT A

(FORM OF ~~2008~~ *2011A* BOND)

Unless this certificate is presented by an authorized representative of The Depository Trust Company, a New York corporation ("DTC") to the Paying Agent or its agent for registration of transfer, exchange, or payment, and any certificate issued is registered in the name of Cede & Co. or in such other name as is requested by an authorized representative of DTC (and any payment is made to Cede & Co. or to such other entity as is requested by an authorized representative of DTC), ANY TRANSFER, PLEDGE, OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL inasmuch as the registered owner hereof, Cede & Co., has an interest herein.

No. ~~B-~~ *A-*_____

UNITED STATES OF AMERICA
STATE OF DELAWARE
CITY OF MILFORD, DELAWARE
(Kent and Sussex Counties, Delaware)
GENERAL OBLIGATION BOND,
~~SERIES OF 2008~~
SERIES A OF 2011

INTEREST RATE	MATURITY DATE	DATED DATE	CUSIP NO.
	_____ 1, ____	_____, ~~2008~~ *2011*	

REGISTERED OWNER: Cede & Co.

PRINCIPAL: DOLLARS ($_____)

CITY OF MILFORD (the "City"), a municipal corporation organized and existing under the laws of the State of Delaware (the "State"), for value received, hereby promises to pay in lawful money of the United States of America to the registered owner noted above or registered assigns (the "Bondholder") on the Maturity Date set forth hereon, unless this ~~2008~~ *2011A* Bond shall have been duly called for prior redemption and payment of the redemption price shall have been made or provided for, upon presentation and surrender hereof at the designated office of _____, _____, _____ (the "Paying Agent") or its agent for such purpose, the principal sum set forth above and to pay interest thereon semiannually on _____ 1 and _____ 1 of each year, commencing _____, 20____ (each, an "Interest Payment Date"), at the annual rate specified above, calculated on the basis of a 360-day year of twelve 30-day months until the principal amount is paid or has been provided for. This ~~2008~~ *2011A* Bond will bear interest from the most recent Interest Payment Date next preceding

the authentication date hereof, unless the authentication date is (a) an Interest Payment Date in which event this bond shall bear interest from said Interest Payment Date, or (b) after a Regular Record Date (as defined below) and before the next succeeding Interest Payment Date, in which event this bond shall bear interest from such succeeding Interest Payment Date, or (c) on or prior to the Regular Record Date preceding _____, 20____, in which event this bond shall bear interest from the Dated date specified above. The interest on this ~~2008~~ *2011A* Bond will be paid on each Interest Payment Date by check mailed on such Interest Payment Date to the person in whose name this ~~2008~~ *2011A* Bond is registered on the registration books of the City maintained by the Paying Agent at the address appearing thereon at the close of business on the _____ 15 or _____ 15 immediately preceding such Interest Payment Date (each, a "Regular Record Date"). Any such interest not so timely paid or duly provided for shall cease to be payable to the person in whose name this ~~2008~~ *2011A* Bond is registered as of the Regular Record Date, and shall be payable to the person in whose name this ~~2008~~ *2011A* Bond is registered at the close of business on a special record date (the "Special Record Date") for the payment of such defaulted interest. Such Special Record Date shall be fixed by the Paying Agent whenever moneys become available for payment of the defaulted interest, and notice of the Special Record Date shall be given to Bondholders not less than ten (10) days prior thereto. Whenever the due date for payment of interest on or principal of the ~~2008~~ *2011A* Bonds or the date fixed for redemption of any ~~2008~~ *2011A* Bond shall be a Saturday or Sunday, a legal holiday or a day on which banking institutions in the State of Delaware are authorized or required by law or executive order to close, then payment of such interest, principal or redemption price need not be made on such date, but may be made on the next succeeding day which is not a Saturday, Sunday, legal holiday or a day upon which banks are authorized or required by law or executive order to close, with the same force and effect as if made on the due date for payment of principal, interest or redemption price and no interest shall accrue on the amount due for any period after such due date.

THE ~~2008~~ *2011A* BONDS ARE SECURED BY A PLEDGE OF THE FULL FAITH AND CREDIT OF THE CITY. THE SERIES ~~2008~~ *2011A* BONDS ARE THE DIRECT AND LIMITED TAXING OBLIGATIONS OF THE CITY.

It is hereby certified and recited that all conditions, acts and things required by law to exist, to have happened and to have been performed precedent to and in the issuance of this ~~2008~~ *2011A* Bond, exist, have happened and have been performed, and that the issuance of this ~~2008~~ *2011A* Bond is within every debt and other limit prescribed by the laws of the State of Delaware and the City of Milford, Delaware.

This ~~2008~~ *2011A* Bond shall not be valid or become obligatory for any purpose until this ~~2008~~ *2011A* Bond shall have been authenticated by the execution by the Paying Agent of the certificate of authentication endorsed hereon.

This ~~2008~~ *2011A* Bond is one of a duly authorized issue of bonds of the City of Milford designated "City of Milford, Delaware (Kent and Sussex Counties, Delaware) General Obligation Bonds, ~~Series of 2008~~ *Series A of 2011*" issued in the aggregate principal amount of $_____. Proceeds of the ~~2008~~ *2011A* Bonds are expected to be used to pay for the costs of a capital program. The ~~2008~~ *2011A* Bonds are issued pursuant to the charter of the City adopted by the General Assembly of the State of Delaware, as amended (the "Charter"), resolutions of

the City adopted on November 26, 2007 and on January 14, 2008, a special election duly held February 23, 2008, and a Bond Ordinance of the City enacted on October 13, 2008, *as amended by Ordinance of the City enacted on _____, 2011* (collectively, the "Bond Ordinance"). The ~~2008~~ *2011A* Bonds are payable in accordance with the terms and conditions contained in a Paying Agent Agreement, dated as of _____, ~~2008~~ *2011*, between the City and the Paying Agent (the "Paying Agent Agreement").

The ~~2008~~ *2011A* Bonds maturing prior to and including _____, 20____, are not subject to redemption prior to their stated maturities. ~~2008~~ *2011A* Bonds maturing on and after _____, 20___, shall be subject to redemption prior to maturity at the option of the City, as a whole or from time to time in part on _____, 20____, or on any date thereafter, upon payment of a redemption price of par, together with interest accrued to the date fixed for redemption. If less than an entire year's maturity of ~~2008~~ *2011A* Bonds are to be redeemed at any particular time, such ~~2008~~ *2011A* Bonds to be called for redemption shall be chosen by lot or any other customary manner by the Paying Agent.

The Bonds stated to mature _____, 20____ (the "20___ Term Bonds"), _____, 20____ (the "20___ Term Bonds") and _____, 20____ (the "20____ Term Bonds" and collectively with the 20____ Terms Bonds and 20____ Term Bonds, the "Term Bonds") are subject to mandatory redemption (to the extent that ~~2008~~ *2011A* Bonds in the principal amount otherwise required to be redeemed have not been previously purchased by the City and surrendered to the Paying Agent, or redeemed at the option of the City) prior to their stated maturity by the City in the order of their maturity and within maturities by lot from moneys to be deposited in the Debt Service Fund established under the Bond Ordinance at a redemption price of 100% of principal amount together with accrued interest to the date fixed for redemption. The City hereby covenants that it will cause the Paying Agent to give notice of redemption and to redeem Term Bonds at said price from moneys deposited in the Debt Service Fund sufficient to effect such redemption (to the extent that Term Bonds of the maturity currently required to be redeemed shall not have been previously purchased from said moneys as permitted by law) on the dates, from the maturity and in the annual principal amounts as set forth in the following schedule, or such lesser principal amounts as shall at the time represent all Term Bonds of the maturity currently required to be redeemed which shall then be outstanding:

20____ Term Bonds Mandatory Redemption Schedule

Mandatory Redemption Date (~~April~~ *January* 1)	Principal Amount to be Redeemed

*maturity date

For the purpose of selection of ~~2008~~ *2011A* Bonds for redemption, any ~~2008~~ *2011A* Bond of a denomination greater than $5,000 shall be treated as representing such number of separate ~~2008~~ *2011A* Bonds, each of the denomination of $5,000, as is obtained by dividing the actual principal amount of such ~~2008~~ *2011A* Bond by $5,000. Any ~~2008~~ *2011A* Bond which is to be redeemed only in part shall be surrendered at the designated office of the Paying Agent,

together with a duly executed instrument of transfer in form satisfactory to the Paying Agent or its agent for such purpose, and the registered owner of such ~~2008~~ *2011A* Bond shall receive, without service charge, a new ~~2008~~ *2011A* Bond or ~~2008~~ *2011A* Bonds, of any authorized denomination as requested by such registered owner in an aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the ~~2008~~ *2011A* Bond so surrendered.

On the date designated for redemption and upon deposit with the Paying Agent of funds sufficient for payment of the principal of and accrued interest on the ~~2008~~ *2011A* Bonds called for redemption, interest on the ~~2008~~ *2011A* Bonds or portions thereof so called for redemption shall cease to accrue and the ~~2008~~ *2011A* Bonds or portions thereof so called for redemption shall cease to be entitled to any benefit or security under the Bond Ordinance, and registered owners of the ~~2008~~ *2011A* Bonds so called for redemption shall have no rights with respect to the ~~2008~~ *2011A* Bonds or portions thereof so called for redemption, except to receive payment of the principal of and accrued interest on the ~~2008~~ *2011A* Bonds so called for redemption to the date fixed for redemption.

Notice of any redemption shall be given by first class mail, postage prepaid, mailed by the Paying Agent not less than 30 days nor more than 60 days before the redemption date to the registered owners of the ~~2008~~ *2011A* Bonds at their addresses as they appear on the ~~2008~~ *2011A* Bond register maintained by the Paying Agent. Such notice shall be given in the name of the City, shall identify the ~~2008~~ *2011A* Bonds to be redeemed (and, in the case of a partial redemption of any ~~2008~~ *2011A* Bonds, the respective principal amounts thereof to be redeemed), shall specify the redemption date and the redemption price, and shall state that on the redemption date the ~~2008~~ *2011A* Bonds called for redemption will be payable at the office of the Paying Agent or its agent for such purpose designated in such notice and that from the date of redemption interest will cease to accrue. The Paying Agent shall use "CUSIP" numbers (if then generally in use) in notices of redemption as a convenience to ~~2008~~ *2011A* Bond owners, provided that any such notice shall state that no representation is made as to the correctness of such numbers either as printed on the ~~2008~~ *2011A* Bonds or as contained in any notice of redemption and that reliance may be placed only on the identification numbers prefixed "~~B-~~ *A-*" printed on the ~~2008~~ *2011A* Bonds. Failure to mail any notice of redemption, or any defect therein, or in the mailing thereof, with respect to any ~~2008~~ *2011A* Bond shall not affect the validity of any proceeding for redemption of other ~~2008~~ *2011A* Bonds so called for redemption.

With respect to any optional redemption of ~~2008~~ *2011A* Bonds, if at the time of mailing such notice of redemption, the City shall not have deposited with the Paying Agent moneys sufficient to redeem all the ~~2008~~ *2011A* Bonds called for redemption, such notice may state that it is conditional, that is, subject to the deposit of the redemption moneys with the Paying Agent not later than the opening of business on the redemption date, and such notice shall be of no effect unless such moneys are so deposited.

THIS ~~2008~~ *2011A* BOND SHALL NOT BE IN ANY WAY A DEBT OR LIABILITY OF THE STATE OF DELAWARE OR ANY POLITICAL SUBDIVISION OF THE STATE OF DELAWARE OTHER THAN THE CITY, AND SHALL NOT CREATE OR CONSTITUTE ANY INDEBTEDNESS, LIABILITY OR OBLIGATION OF THE STATE OF

DELAWARE OR OF ANY POLITICAL SUBDIVISION THEREOF OTHER THAN THE CITY.

No recourse shall be had for payment of the principal or redemption price of or the interest on this ~~2008~~ *2011A* Bond or for any claim based hereon, against any past, present or future official, officer or employee, as such, of the City, either directly or through the City or otherwise, whether by virtue of any constitution, statute or rule of law, or by the enforcement of any assessment or penalty, or otherwise, all such liability being by the acceptance hereof and, as a material part of the consideration for the issuance hereof, expressly waived and released.

The ~~2008~~ *2011A* Bonds are issuable solely as fully registered bonds without coupons in denominations of $5,000 or any integral multiple thereof.

This ~~2008~~ *2011A* Bond is transferable and exchangeable by the ~~2008~~ *2011A* Bondholder in person or by his attorney duly authorized in writing at the designated office of the Paying Agent or its agent for such purpose upon presentation and surrender hereof at said office, together with the duly executed instrument of transfer (in the case of a transfer), all subject to the exceptions and the terms and conditions provided in the Paying Agent Agreement. Upon any such transfer or exchange, the Paying Agent shall authenticate and deliver to or upon the order of the registered owner, a new registered ~~2008~~ *2011A* Bond or ~~2008~~ *2011A* Bonds, in authorized denominations aggregating the principal amount hereof, maturing on the same date, bearing interest at the same rate and bearing the same series designation as this ~~2008~~ *2011A* Bond. No service charge to the ~~2008~~ *2011A* Bondholder shall be made for any registration, transfer or exchange, but the City may require the ~~2008~~ *2011A* Bondholder to pay a sum sufficient to cover any tax or other governmental charge which may be imposed in connection therewith.

Reference is hereby made to the Paying Agent Agreement and Bond Ordinance, copies of which are on file with the Paying Agent, for the provisions, among others, with respect to the nature and extent of the rights, duties and obligations of the City, the Paying Agent and the owners of the ~~2008~~ *2011A* Bonds. The owners of the ~~2008~~ *2011A* Bonds, by their acceptance of the ~~2008~~ *2011A* Bonds, are deemed to have agreed and consented to the terms and provisions of the Paying Agent Agreement. Any capitalized term not defined herein shall have the meaning given to such term in the Paying Agent Agreement.

The City and the Paying Agent may treat the person in whose name this ~~2008~~ *2011A* Bond is registered as the absolute owner of this ~~2008~~ *2011A* Bond, for all purposes, whether or not this ~~2008~~ *2011A* Bond shall be overdue, and neither the City, nor the Paying Agent shall be affected by any notice to the contrary. All payments of the principal and interest made to the ~~2008~~ *2011A* Bondholder registered on the books of the Paying Agent in the manner set forth herein and in the Paying Agent Agreement shall be valid and effectual to satisfy and discharge the liability upon this ~~2008~~ *2011A* Bond to the extent of the sum or sums so paid, whether or not notation of the same be made hereon, and any consent, waiver or other action taken by such ~~2008~~ *2011A* Bondholder hereof pursuant to the provisions of the Paying Agent Agreement shall be conclusive and binding upon such ~~2008~~ *2011A* Bondholder, his heirs, successors or assigns and upon all transferees hereof, whether or not notation thereof be made hereon or on any ~~2008~~ *2011A* Bond issued in exchange hereof.

IN WITNESS WHEREOF, the City of Milford, Kent and Sussex Counties, Delaware, has caused this ~~2008~~ *2011A* Bond to be signed in its name by the signature of the Mayor and its corporate seal is hereunto affixed and duly attested by the signature of the City Clerk, all as of the Dated Date specified above.

CITY OF MILFORD, DELAWARE

By._____
Mayor, City of Milford, Delaware

(SEAL)

Attest:_____
City Clerk

CERTIFICATE OF AUTHENTICATION

This Bond is one of the City of Milford, Delaware, (Kent and Sussex Counties, Delaware) General Obligation Bonds, ~~Series of 2008~~ *Series A of 2011* described in the within mentioned ~~Resolutions~~ *Bond Ordinance*. The text of the approving opinion of Pepper Hamilton LLP attached hereto is the text of the opinion on file with the undersigned, which was dated and delivered on the date of delivery and payment for the Bonds.

_____,
as Paying Agent

By:_____
Authorized Representative

Date of Authentication:_____

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned sells, assigns and transfers unto _____ (Name, Address and Taxpayer Identification No. of Assignee) the within Bond and does hereby irrevocably constitute and appoint _____ to transfer the said Bond on the books kept for registration thereof with full power of substitution in the premises.

Dated: _____

Signature Guarantee: _____

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

EXHIBIT B

BLANKET ISSUER LETTER OF REPRESENTATIONS

EXHIBIT C

FORM OF PAYING AGENT AGREEMENT

Presentation

for

City of Milford

Delaware

Upcoming Bond Issue

May 23, 2011

Presented by: L. Gordon Walker,
Managing Director

2547 Yellow Springs Road
Malvern, PA 19355
(610) 647-5487
walkerg@pfm.com

CITY OF MILFORD (DELAWARE)
SERIES A OF 2011
NEW MONEY OPTIONS ~ SEWER & ELECTRIC

	Sewer	Electric
Borrowing Amount	$3,500,000	$5,500,000
Structure	Level	Level
Term	20.5 Years	25.5 Years
Issue Date	6/30/2011	6/30/2011
Arbitrage Yield	3.971%	4.347%

1	2	3
Fiscal Year Ending	Sewer Debt Service	Electric Debt Service
6/30/2012	62,574	109,173
6/30/2013	254,457	362,140
6/30/2014	253,027	365,545
6/30/2015	256,207	363,445
6/30/2016	253,777	365,745
6/30/2017	256,077	362,645
6/30/2018	257,787	364,003
6/30/2019	258,872	364,683
6/30/2020	259,372	364,733
6/30/2021	259,335	364,208
6/30/2022	258,895	363,258
6/30/2023	258,054	366,886
6/30/2024	256,781	364,875
6/30/2025	260,043	367,367
6/30/2026	257,625	369,147
6/30/2027	259,759	365,246
6/30/2028	261,279	365,918
6/30/2029	257,186	365,959
6/30/2030	257,683	370,351
6/30/2031	257,535	368,850
6/30/2032	261,725	366,660
6/30/2033		368,763
6/30/2034		369,901
6/30/2035		370,108
6/30/2036		369,364
6/30/2037		372,715
TOTAL	5,218,046	9,271,681

Assumptions
- Level payment structure
- Current interest rates
- Assumes issuance of bonds on June 30, 2011

CITY OF MILFORD (DELAWARE)
SERIES A OF 2011

Sewer
20.5 year Level Structure

SETTLE DATED 6/30/2011
6/30/2011

1	2	3	4	5	6
DATE	PRINCIPAL	RATE	INTEREST	SEMI-ANNUAL DEBT SERVICE	PROPOSED FISCAL YEAR DEBT SERVICE
1/1/2012			62,574.21	62,574.21	62,574.21
7/1/2012			62,228.50	62,228.50	
1/1/2013	130,000	1.100	62,228.50	192,228.50	254,457.00
7/1/2013			61,513.50	61,513.50	
1/1/2014	130,000	1.400	61,513.50	191,513.50	253,027.00
7/1/2014			60,603.50	60,603.50	
1/1/2015	135,000	1.800	60,603.50	195,603.50	256,207.00
7/1/2015			59,388.50	59,388.50	
1/1/2016	135,000	2.000	59,388.50	194,388.50	253,777.00
7/1/2016			58,038.50	58,038.50	
1/1/2017	140,000	2.350	58,038.50	198,038.50	256,077.00
7/1/2017			56,393.50	56,393.50	
1/1/2018	145,000	2.700	56,393.50	201,393.50	257,787.00
7/1/2018			54,436.00	54,436.00	
1/1/2019	150,000	3.000	54,436.00	204,436.00	258,872.00
7/1/2019			52,186.00	52,186.00	
1/1/2020	155,000	3.250	52,186.00	207,186.00	259,372.00
7/1/2020			49,667.25	49,667.25	
1/1/2021	160,000	3.400	49,667.25	209,667.25	259,334.50
7/1/2021			46,947.25	46,947.25	
1/1/2022	165,000	3.540	46,947.25	211,947.25	258,894.50
7/1/2022			44,026.75	44,026.75	
1/1/2023	170,000	3.690	44,026.75	214,026.75	258,053.50
7/1/2023			40,890.25	40,890.25	
1/1/2024	175,000	3.850	40,890.25	215,890.25	256,780.50
7/1/2024			37,521.50	37,521.50	
1/1/2025	185,000	4.010	37,521.50	222,521.50	260,043.00
7/1/2025			33,812.25	33,812.25	
1/1/2026	190,000	4.140	33,812.25	223,812.25	257,624.50
7/1/2026			29,879.25	29,879.25	
1/1/2027	200,000	4.240	29,879.25	229,879.25	259,758.50
7/1/2027			25,639.25	25,639.25	
1/1/2028	210,000	4.330	25,639.25	235,639.25	261,278.50
7/1/2028			21,092.75	21,092.75	
1/1/2029	215,000	4.420	21,092.75	236,092.75	257,185.50
7/1/2029			16,341.25	16,341.25	
1/1/2030	225,000	4.510	16,341.25	241,341.25	257,682.50
7/1/2030			11,267.50	11,267.50	
1/1/2031	235,000	4.600	11,267.50	246,267.50	257,535.00
7/1/2031			5,862.50	5,862.50	
1/1/2032	250,000	4.690	5,862.50	255,862.50	261,725.00
TOTALS	**3,500,000**		1,718,045.71	5,218,045.71	5,218,045.71

CITY OF MILFORD (DELAWARE)
SERIES A OF 2011

Electric
25.5 year Level Structure

SETTLE 6/30/2011
DATED 6/30/2011

1	2	3	4	5	6
DATE	PRINCIPAL	RATE	INTEREST	SEMI-ANNUAL DEBT SERVICE	PROPOSED FISCAL YEAR DEBT SERVICE
1/1/2012			109,173.17	109,173.17	109,173.17
7/1/2012			108,570.00	108,570.00	
1/1/2013	145,000	1.100	108,570.00	253,570.00	362,140.00
7/1/2013			107,772.50	107,772.50	
1/1/2014	150,000	1.400	107,772.50	257,772.50	365,545.00
7/1/2014			106,722.50	106,722.50	
1/1/2015	150,000	1.800	106,722.50	256,722.50	363,445.00
7/1/2015			105,372.50	105,372.50	
1/1/2016	155,000	2.000	105,372.50	260,372.50	365,745.00
7/1/2016			103,822.50	103,822.50	
1/1/2017	155,000	2.350	103,822.50	258,822.50	362,645.00
7/1/2017			102,001.25	102,001.25	
1/1/2018	160,000	2.700	102,001.25	262,001.25	364,002.50
7/1/2018			99,841.25	99,841.25	
1/1/2019	165,000	3.000	99,841.25	264,841.25	364,682.50
7/1/2019			97,366.25	97,366.25	
1/1/2020	170,000	3.250	97,366.25	267,366.25	364,732.50
7/1/2020			94,603.75	94,603.75	
1/1/2021	175,000	3.400	94,603.75	269,603.75	364,207.50
7/1/2021			91,628.75	91,628.75	
1/1/2022	180,000	3.540	91,628.75	271,628.75	363,257.50
7/1/2022			88,442.75	88,442.75	
1/1/2023	190,000	3.690	88,442.75	278,442.75	366,885.50
7/1/2023			84,937.25	84,937.25	
1/1/2024	195,000	3.850	84,937.25	279,937.25	364,874.50
7/1/2024			81,183.50	81,183.50	
1/1/2025	205,000	4.010	81,183.50	286,183.50	367,367.00
7/1/2025			77,073.25	77,073.25	
1/1/2026	215,000	4.140	77,073.25	292,073.25	369,146.50
7/1/2026			72,622.75	72,622.75	
1/1/2027	220,000	4.240	72,622.75	292,622.75	365,245.50
7/1/2027			67,958.75	67,958.75	
1/1/2028	230,000	4.330	67,958.75	297,958.75	365,917.50
7/1/2028			62,979.25	62,979.25	
1/1/2029	240,000	4.420	62,979.25	302,979.25	365,958.50
7/1/2029			57,675.25	57,675.25	
1/1/2030	255,000	4.510	57,675.25	312,675.25	370,350.50
7/1/2030			51,925.00	51,925.00	
1/1/2031	265,000	4.600	51,925.00	316,925.00	368,850.00
7/1/2031			45,830.00	45,830.00	
1/1/2032	275,000	4.690	45,830.00	320,830.00	366,660.00
7/1/2032			39,381.25	39,381.25	
1/1/2033	290,000	4.780	39,381.25	329,381.25	368,762.50
7/1/2033			32,450.25	32,450.25	
1/1/2034	305,000	4.850	32,450.25	337,450.25	369,900.50
7/1/2034			25,054.00	25,054.00	
1/1/2035	320,000	4.920	25,054.00	345,054.00	370,108.00
7/1/2035			17,182.00	17,182.00	
1/1/2036	335,000	4.970	17,182.00	352,182.00	369,364.00
7/1/2036			8,857.25	8,857.25	
1/1/2037	355,000	4.990	8,857.25	363,857.25	372,714.50
TOTALS	**5,500,000**		3,771,680.67	9,271,680.67	9,271,680.67

CITY OF MILFORD (DELAWARE)
SERIES OF 2002

Optional Redemption: 7/1/2009

1	2	3	4	5	6
Date	Principal	Rate	Interest	Semi-Annual Debt Service	Fiscal Year Debt Service
1/1/2012	620,000	3.400	72,590.00	692,590.00	692,590.00
7/1/2012			62,050.00	62,050.00	
1/1/2013	650,000	3.550	62,050.00	712,050.00	774,100.00
7/1/2013			50,512.50	50,512.50	
1/1/2014	665,000	3.700	50,512.50	715,512.50	766,025.00
7/1/2014			38,210.00	38,210.00	
1/1/2015	275,000	3.850	38,210.00	313,210.00	351,420.00
7/1/2015			32,916.25	32,916.25	
1/1/2016	235,000	4.000	32,916.25	267,916.25	300,832.50
7/1/2016			28,216.25	28,216.25	
1/1/2017	240,000	4.050	28,216.25	268,216.25	296,432.50
7/1/2017			23,356.25	23,356.25	
1/1/2018	255,000	4.150	23,356.25	278,356.25	301,712.50
7/1/2018			18,065.00	18,065.00	
1/1/2019	265,000	4.250	18,065.00	283,065.00	301,130.00
7/1/2019			12,433.75	12,433.75	
1/1/2020	275,000	4.350	12,433.75	287,433.75	299,867.50
7/1/2020			6,452.50	6,452.50	
1/1/2021	290,000	4.450	6,452.50	296,452.50	302,905.00
TOTALS	3,770,000		617,015.00	4,387,015.00	4,387,015.00

Note : Assumes the City makes the 7/1/2011 payment as regularly scheduled.

CITY OF MILFORD (DELAWARE)
AMOUNT REQUIRED TO CALL BONDS

1	2	3	4
Date	Principal	Interest	Required
6/30/2011	3,770,000.00	-403.28	3,769,596.72
TOTALS	3,770,000.00	-403.28	3,769,596.72

CITY OF MILFORD (DELAWARE)
SERIES B OF 2011
Composition of the Issue

SOURCES:		
Bonds		3,830,000.00
Accrued Interest		0.00
TOTAL		3,830,000.00
USES:		
Amount Required to Call Bonds		3,769,596.72
Underwriters Discount	$8.00	30,640.00
Net Original Issue Discount/(Premium)		0.00
Bond Insurance	$0.00	0.00
Cost of Issuance		25,000.00 *
Miscellaneous Expenses/Rounding		4,763.28
TOTAL		3,830,000.00

Dated Date	6/30/2011
Settlement Date	6/30/2011
Yield of the Issue	2.495947

* Assumes 2011B Refunding is done in conjunction with 2011A New Money.

CITY OF MILFORD (DELAWARE)
SERIES B OF 2011
REFUNDS THE SERIES OF 2002

SETTLE 6/30/2011
DATED 6/30/2011

1	2	3	4	5	6	7	8	9
Date	Principal	Rate	Interest	Semi-Annual Debt Service	Annual Debt Service	Existing Debt Service	**Savings**	**P/V Savings**
1/1/2012	580,000	0.800	36,274.16	616,274.16	616,274.16	692,590.00	76,315.84	75,369.98
7/1/2012			33,753.75	33,753.75				
1/1/2013	630,000	1.100	33,753.75	663,753.75	697,507.50	774,100.00	76,592.50	74,130.17
7/1/2013			30,288.75	30,288.75				
1/1/2014	705,000	1.400	30,288.75	735,288.75	765,577.50	766,025.00	447.50	657.76
7/1/2014			25,353.75	25,353.75				
1/1/2015	300,000	1.800	25,353.75	325,353.75	350,707.50	351,420.00	712.50	800.30
7/1/2015			22,653.75	22,653.75				
1/1/2016	255,000	2.000	22,653.75	277,653.75	300,307.50	300,832.50	525.00	584.06
7/1/2016			20,103.75	20,103.75				
1/1/2017	255,000	2.350	20,103.75	275,103.75	295,207.50	296,432.50	1,225.00	1,157.03
7/1/2017			17,107.50	17,107.50				
1/1/2018	265,000	2.700	17,107.50	282,107.50	299,215.00	301,712.50	2,497.50	2,191.83
7/1/2018			13,530.00	13,530.00				
1/1/2019	270,000	3.000	13,530.00	283,530.00	297,060.00	301,130.00	4,070.00	3,425.84
7/1/2019			9,480.00	9,480.00				
1/1/2020	280,000	3.250	9,480.00	289,480.00	298,960.00	299,867.50	907.50	764.79
7/1/2020			4,930.00	4,930.00				
1/1/2021	290,000	3.400	4,930.00	294,930.00	299,860.00	302,905.00	3,045.00	2,420.57
TOTALS	3,830,000		390,676.66	4,220,676.66	4,220,676.66	4,387,015.00	**166,338.34**	**161,502.32**
						Savings as a % of Refunded Par	**4.41%**	**4.28%**

5/16 draft

PFM

Public Financial Management

Financial and Investment Advisors

INVITATION TO BID
SUMMARY PAGE

Issuer	**City of Milford** **State of Delaware**
Amount	$9,000,000*
Type of Issue/Series	General Obligation Bonds, Series A of 2011
Tax-Exempt	Yes
Bank Qualified	Yes

Preliminary, subject to change

Sale Date	6/1/2011
Award Date	6/1/2011
Dated Date	Date of Delivery
Expected Delivery	6/30/2011
Sale Time	11:00 am. – 11:15 am. prevailing time
Bid Submission	PFMauction.com

Interest Due	1/1, 7/1
Principal Due	1/1
1st Interest Payment Date	01/01/2012
First Optional Redemption Date	01/01/2017 @ Par
Minimum Bid Price	Not less than 98.00%
Maturity Reoffering Price	Not less than 98.50%
Maximum Underwriting Discount	Not more than $20.00/$1,000

Special Considerations	Two Minute Rule (see "Bidding Details" #2 herein)

Continuing Disclosure Compliance	The City has complied with all prior written undertakings under Rule 15c2-12 to provide timely ongoing disclosure of annual financial information and notice of material events affecting its securities.

Good Faith Deposit	$90,000
PFM Contact	L. Gordon Walker
Phone	610-647-5487
Fax	610-647-2467

*****PLEASE REFER TO THE FOLLOWING INVITATION TO BID FOR FURTHER DETAILS*****

INVITATION TO BID
(Subject to Amendment as Hereinafter Prescribed)
City of Milford
State of Delaware
$9,000,000* GENERAL OBLIGATION BONDS, SERIES A OF 2011

Dated: Date of Delivery

Interest Due: January 1 and July 1

Principal Due: January 1

First Interest Payment: January 1, 2012

NOTICE IS GIVEN that City Council (the "City Council") of the City of Milford (the "City" or the "Issuer"), State of Delaware, will receive bids, pursuant to this Invitation to Bid (the "Invitation to Bid") for the purchase of an issue of general obligation bonds of the City, in the aggregate principal amount of $9,000,000* to be designated as follows: "General Obligation Bonds, Series A of 2011" (the "Series A Bonds"). **All bids must be submitted in their entirety on Public Financial Management's ("PFM") PFMauction website ("PFMauction") prior to 11:15 a.m., prevailing time on June 1, 2011, unless otherwise extended by the two-minute rule described herein (see "Bidding Details").** The auction will begin at 11:00 a.m., prevailing time on June 1, 2011. **To bid via the PFMauction website, bidders must have both (1) completed the registration form on either the PFMauction website or Grant Street Group website (parent of MuniAuction, herein referred to as MuniAuction) and (2) requested and received admission to the City's auction, as described under "Registration and Admission to Bid" below. The use of PFMauction shall be at the bidder's risk and expense, and the City shall have no liability with respect thereto.**

Preliminary and Final Official Statement

The City's Preliminary Official Statement ("POS"), dated May 26, 2011, is available for viewing in electronic format on the PFMauction website. The PFMauction website address is www.PFMauction.com. In addition, FINRA (formerly known as NASD) registered broker-dealers and dealer banks with DTC clearing arrangements may either: (a) print out a copy of the POS on their own printer, or (b) at any time prior to June 1, 2011, elect to receive a photocopy of the POS in the mail by requesting it on the PFMAuction website or by calling the City's financial advisor, Public Financial Management Inc., (the "Financial Advisor"), 2547 Yellow Springs Road, Malvern, Pennsylvania 19355 at (610)647-5487. In order to print a copy or request a photocopy of the POS from PFMauction, click the "View POS" button on the PFMauction Selections Page and follow the instructions. All bidders must review the POS and certify that they have done so prior to participating in the bidding.

The Preliminary Official Statement is deemed by the City to be final as of its date, for purposes of SEC Rule 15C2-12(b)(1) under the Securities Exchange Act of 1934, except for the omission of information concerning the offering price(s), interest rates(s), selling compensation, aggregate principal amount of the Series A Bonds, description of bond insurance, and any other terms or provisions to be determined from the successful bid(s) or depending on such matters, and the identity of the underwriter(s). The Preliminary Official Statement is, however, subject to such further revisions, amendments and completion in a Final Official Statement as may be necessary.

*Preliminary Issue Size, subject to change at time of award, as described in the Invitation to Bid.

Financial Advisor
PUBLIC FINANCIAL MANAGEMENT, INC.
2547 Yellow Springs Road
Malvern, PA 19355
(610) 647-5487

The City shall provide a successful bidder with 200 conformed copies of a final Official Statement within seven (7) business days following the date of acceptance of the bid.

Types of Bids Allowed

Subject to the bid requirements described below, a bidder must submit a conforming bid for the entire issue, and if such bid is accepted by the City, the bidder will be required to purchase the entire issue in accordance with such bid.

Final Issue Size and Final Maturity Schedule

Bidding will be conducted based on a Preliminary Issue Size and Preliminary Maturity Schedule, as said Issue Size and Maturity Schedule are shown in this Invitation to Bid. The City reserves the right to determine the Final Issue Size and Final Maturity Schedule, and to award the Series A Bonds based on the Final Issue Size and Final Maturity Schedule to the highest responsible bidder in accordance with the terms and conditions of the Invitation to Bid. As a condition of each Bid, the bidder must expressly agree to accept such award provided that the Final Issue Size for the Series A Bonds does not differ from the Preliminary Issue Size by an aggregate amount of more than $500,000, and further provided that no single principal maturity for any year from 2013-2037 differs from principal maturity set forth in the Preliminary Maturity Schedule by an amount greater than $100,000.

Tax Exemption

It is a condition to closing that Bond Counsel deliver an opinion to the effect that (a) interest on the Series A Bonds is excluded from gross income of the owners of the Series A Bonds for federal income tax purposes under existing law, as currently enacted and construed, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; and (b) under the laws of the State of Delaware, as currently enacted and construed, interest on the Series A Bonds is exempt from Delaware personal income tax and Delaware corporate income tax, subject to certain conditions and exceptions described under the caption "TAX MATTERS" in the Preliminary Official Statement.

Bank Eligibility

The Series A Bonds will be designated by the City as "qualified tax-exempt obligations", within the meaning of section 265(b)(3)(B) of the Internal Revenue Code of 1986, as amended (the "Code") (relating to the deductibility of interest expense by certain financial institutions).

The Series A Bonds

The Series A Bonds will be dated as of the Date of Delivery. The Series A Bonds will be issued in fully registered form (without coupons), in denominations of $5,000 or any integral multiple thereof, will be serial bonds or term bonds as hereinafter described, and will be stated to mature on January 1 of the following years in the amounts as finally determined in accordance with this Invitation to Bid (see "Bid Procedure and Award"). The Preliminary Maturity Schedule is as follows:

January 1	Principal Amount
2013	
2014	
2015	
2016	
2017	
2018	
2019	
2020	
2021	
2022	
2023	
2024	
2025	
2026	
2027	
2028	
2029	
2030	
2031	
2032	
2033	
2034	
2035	
2036	
2037	

Book Entry Only

The Series A Bonds will be registered in the name of The Depository Trust Company ("DTC") or its nominee, Cede & Co., and will be deposited with DTC or its nominee as of the date of closing. Purchasers of ownership interests in the Series A Bonds ("Beneficial Owners") will not receive physical delivery of bond certificates. The Beneficial Owners' interests in the Series A Bonds will be evidenced by book-entry only. As long as Cede & Co., as nominee for the DTC is registered owner of the Series A Bonds, payments of principal, interest and redemption price on the Series A Bonds will be made directly to DTC, through Cede & Co., as its nominee, which will, in turn, remit such payments to participants in DTC for subsequent disbursement to Beneficial Owners. See the POS for further information regarding the Book-Entry Only System.

Mandatory Redemption at the Option of the Bidder

Bidders may elect to structure the issue to include term bonds, which term bonds, if selected by the bidder, will be subject to mandatory redemption prior to maturity, in the years and amounts shown above, upon payment of 100% of the principal amount of Series A Bonds to be redeemed, together with accrued interest to the date fixed for redemption. Series A Bonds within a maturity to be redeemed shall be selected by lot by the Paying Agent. If the Series A Bonds are awarded and no term bonds are designated in the winning bid, the Series A Bonds will mature serially as shown in the preceding schedule.

Optional Redemption

The Series A Bonds stated to mature on or after January 1, 2018, shall be subject to redemption prior to maturity, at the option of the City, in whole or, from time to time, in part (and if in part, in such order of maturity or portion of a maturity is selected by the City and within a maturity by lot), on January 1, 2017, or on any date thereafter, upon payment of a redemption price of 100% of the principal amount of Series A Bonds redeemed, plus accrued interest thereon to the date fixed for redemption. In the event that less than all Series A Bonds of any particular maturity are to be redeemed, the Series A Bonds of such maturity to be redeemed shall be drawn by lot by the Paying Agent.

On the date designated for redemption, notice having been mailed as provided in the Ordinance, and money for payment of the principal and accrued interest being held by the Paying Agent (hereinafter defined), interest on the Series A Bonds or portions thereof so called for redemption shall cease to accrue and the Series A Bonds or portions thereof so called for redemption shall cease to be entitled to any benefit or security under the Ordinance, and registered owners thereof shall have no rights with respect thereto, except to receive payment of the principal to be redeemed and accrued interest thereon to the date fixed for redemption.

Redemption Procedures

Notice of any redemption shall be given at the time and in the manner set forth in the Series A Bonds and as described in the POS (subject to any changes made in the final Official Statement). While the Series A Bonds are registered in the name of DTC or its nominee, redemption notices shall be sent to DTC or its nominee. If less than all Series A Bonds within a maturity are to be redeemed, which Series A Bonds of such maturity are to be redeemed and which Beneficial Owners shall have their ownership interest in the Series A Bonds redeemed shall be determined by DTC and the direct and indirect participants in DTC in accordance with their customary practices. For further information, see the POS.

Security

The Series A Bonds will be general obligations of the City, and are secured by a pledge of the full faith and credit of the City for the payment of the principal thereof and interest thereon. In addition, the Series A Bonds are payable from *ad valorem* taxes levied upon all the taxable property within limitations set forth under the City's Charter. See the POS "SECURITY FOR THE SERIES A BONDS".

Credit Rating

The City has applied for a credit rating from Standard & Poor's. Interested bidders can view the credit rating no later than the day before the date established for submission of bids on the Amendments Page of the PFMauction website at www.PFMauction.com. The cost of such rating will be paid for by the City.

Municipal Note Insurance and Credit Rating

The City has applied for commitments for municipal bond insurance policies from the following:

Assured Guaranty Municipal
Assured Guaranty Corp.

Such commitments, if and when received, shall provide for policies of municipal bond insurance under such conditions and containing such terms as may be provided therein or in the policies of respective insurers. Such commitments and/or policies as are received are incorporated herein by reference. If a commitment for insurance is received, the Series A Bonds will be offered under an optional bidding program, whereby Bidders may bid for the Series A Bonds with or without such insurance (and if multiple commitments are received, specifying the insurer). The City has applied for a credit rating from Standard & Poor's. Interested bidders can view the credit rating no later than the day before the date established for submission of bids on the Amendments Page of the PFMauction website at www.PFMauction.com. **The cost of such insurance will be paid for by the City, but will be taken into account in determining the winning bid. See "Bid Procedure and Basis of Award" herein.**

Paying Agent

The principal of and interest on the Series A Bonds will be payable in lawful money of the United States of America, at the designated corporate trust office in Delaware or Pennsylvania of The Bank of New York Mellon (the "Paying Agent" and "Sinking Fund Depository"). The selected paying agent may also designate one or more of its other offices within or outside Delaware as additional places for payment of the Series A Bonds. While the Series A Bonds are in the Book-Entry Only form, however, payment on the Series A Bonds will be made by wire transfer to DTC.

Debt Service Fund

A Debt Service Fund will be established under the Ordinance with the Paying Agent and Sinking Fund Depository for the Series A Bonds, into which Debt Service Fund there will be deposited funds sufficient for the payment of the principal of and the interest on the Series A Bonds no later than the date fixed for the disbursement thereof.

Interest Rates and Limitations

The Series A Bonds will bear interest from the Date of Delivery, payable on January 1 and July 1 of each year, beginning January 1, 2012, until maturity or in the case of Series A Bonds which shall be subject to redemption and which shall have been called for redemption and payment of the redemption price shall have been made or shall have been provided for, until the date fixed for redemption, at a rate or rates of interest to be specified by the bidder, in a multiple or multiples of one-eighth (1/8) or one-twentieth (1/20) of one per centum (1%)(rate of interest shall mean the coupon which does not take into account any original issue discount or premium); provided, however, that: (1) all Series A Bonds maturing on the same date shall bear interest at the same rate; and (2) no Bond shall bear interest at more than one rate, or at any contingent or variable rate. **The weighted average interest rate (coupon) shall not exceed 5.00%.**

Minimum Bid and Reoffering Price

No bid shall be at a price of less than 98.00 percent of the aggregate maturing principal amount of the Series A Bonds exclusive of accrued interest. No initial reoffering price for any maturity may be less than 98.50%. The winning bidder shall deliver a certificate at settlement in such form as satisfactory to Bond Counsel with respect to the initial offering prices or revised initial offering prices to the public (excluding bond houses, brokers and others acting in the capacity of underwriters or wholesalers) with respect to each maturity of the Series A Bonds.

Maximum Underwriting Discount

The Underwriting Discount shall not exceed $20.00 per $1,000 principal amount of Series A Bonds.

Registration and Admission to Bid

To bid by PFMauction, bidders must first visit the PFMauction website where, if they have never registered with either PFMauction or MuniAuction, they can register and then request admission to bid on the Series A Bonds. Bidders will be notified prior to the scheduled bidding time of their eligibility to bid. Only FINRA (formerly known as NASD) registered broker-dealers and dealer banks with DTC clearing arrangements will be eligible to bid. Bidders who have previously registered with MuniAuction may call MuniAuction at (412) 391-5555 for their ID Number or password.

All-or-None Bids Only

No bid will be considered which does not offer to purchase all of the Series A Bonds.

Bidding Details

Bidders are advised of the following bidding details associated with the sale of the Series A Bonds:

(1) All bids must be submitted on the PFMauction website at www.PFMauction.com. **No telephone, telefax, telegraph or personal delivery bids will be accepted.**

(2) If any bid in the auction becomes a leading bid two (2) minutes prior to the end of the auction, then the auction will be automatically extended by two (2) minutes from the time such bid was received by PFMauction. The auction end time will continue to be extended, indefinitely, until a single leading bid remains the leading bid for at least two minutes.

(3) Bidders may change and submit bids as many times as they like during the bidding time period; provided, however, each and any bid submitted subsequent to a bidder's initial bid must result in a lower true interest cost ("TIC") with respect to a bid, when compared to the immediately preceding bid of such bidder. In the event that the revised bid does not produce a lower TIC with respect to a bid the prior bid will remain valid.

(4) The last bid submitted by a bidder before the end of the bidding time period will be compared to all other final bids submitted by others to determine the winning bidder or bidders.

(5) During the bidding, no bidder will see any other bidder's bid, but bidders will be able to see the ranking of their bid relative to other bids (i.e., "Leader," "Cover," "3rd," etc.).

(6) On the Auction Page, bidders will be able to see whether a bid has been submitted.

Rules of PFMauction

The "Rules" of PFMauction can be viewed on the PFMauction website and are incorporated herein by reference. Bidders must comply with the Rules of PFMauction in addition to the requirements of this Invitation to Bid. To the extent there is a conflict between the Rules of PFMauction and this Invitation to Bid, this Invitation to Bid shall control.

Rules

(1) A Bidder ("Bidder") submitting a winning bid ("Winning Bid") is irrevocably obligated to purchase the Series A Bonds at the rates and prices of the winning bid, if acceptable to the Issuer, as set forth in the related Invitation to Bid. Winning Bids are not officially awarded to Winning Bidders until formally accepted by the Issuer.

(2) Neither the Issuer, PFM nor MuniAuction (the "Auction Administrator") is responsible for technical difficulties that result in loss of Bidder's internet connection with PFMauction, slowness in transmission of bids, or other technical problems.

(3) If for any reason Bidder is disconnected from Auction Page during the auction after having submitted a Winning Bid, such bid is valid and binding upon Bidder, unless the Issuer exercises its right to reject bids, as set forth herein.

(4) Bids which generate error messages are not accepted until the error is corrected and bid is received prior to the deadline.

(5) Bidders accept and agree to abide by all terms and conditions specified in the Invitation to Bid (including Amendments, if any) related to each auction.

(6) Neither the Issuer, PFM nor the Auction Administrator is responsible to any bidder for any defect or inaccuracy in Invitation to Bid, Amendments, or Preliminary Official Statement as they appear on PFMauction.

(7) Only Bidders who request and receive admission to an auction may submit bids. PFM and the Auction Administrator reserve the right to deny access to PFMauction website to any Bidder, whether registered or not, at any time and for any reason whatsoever, in their sole and absolute discretion.

(8) Neither the Issuer, PFM or Auction Administrator is responsible for protecting the confidentiality of a Bidder's PFMauction password.

(9) If two bids submitted in the same auction by the same or two or more different Bidders result in same True Interest Cost the first confirmed bid received by PFMauction prevails. Any change to a submitted bid constitutes a new bid, regardless of whether there is a corresponding change in True Interest.

(10) Bidders must compare their final bids to those shown on the Observation Pages immediately after the bidding time period ends, and if they disagree with the final results shown on the Observation Pages they must report them to PFMauction within 15 minutes after the bidding time period ends. Regardless of the final results reported by PFMauction, bonds are definitively awarded to winning bidders only upon official award by the Issuer. If, for any reason, the Issuer fails to: i) award bonds to the winner reported by PFMauction, or ii) deliver bonds to winning bidders at settlement, neither the Issuer, PFM or the Auction Administrator will be liable for damages.

Definitions:

"Bid":	any confirmed purchase offer received by PFMauction on or before the auction deadline.
"Bidder":	any firm registered with either PFMauction or MuniAuction and approved for participation in auctions.
"Winning Bid":	any purchase offer made by a Bidder by clicking the "Submit Bid" button and received by PFMauction which, at the end of the bidding time period, results in the lowest True Interest Cost in the auction, and which is acceptable to the City.
"True Interest Cost":	calculation described in Invitation to Bid related to each auction which serves as basis for awarding bonds to Winning Bidders.

Bid Procedure and Basis of Award

Subject to the right reserved to the City to reject any or all bids, the Series A Bonds will be sold to the bidder whose bid produces the lowest true interest cost ("TIC") for the Issuer and otherwise complies with the Invitation to Bid. The TIC for the Series A Bonds will be determined by doubling the semi-annual interest rate, compounded semiannually, necessary to discount the semiannual debt service payments from the payment dates to the dated date of the Series A Bonds and to the aggregate purchase price, excluding interest accrued to the date of delivery.

Bids shall be presented by the Financial Advisor to the Director of Finance and Mayor of the City following the conclusion of bidding. Bids must remain valid until at least 4:00 p.m. prevailing time, June 1, 2011, and if accepted by the Director of Finance and Mayor prior to such time, shall be irrevocable except as otherwise provided in the Invitation to Bid.

Bid Security and Method of Payment for Series A Bonds

The successful bidder will be required to wire $90,000 to the City as bid security by 3:00 p.m. on June 1, 2011. The Financial Advisor will contact the successful bidder to provide wire instructions for the bid security. The bid security will be retained by the Director of Finance of the City and: (a) will be applied, without

allowance for interest, against the purchase price when the Series A Bonds actually are delivered to and paid for by such successful bidder; or (b) will be retained by the City as liquidated damages if the bidder defaults with respect to the bid; or (c) will be returned to the bidder with interest at the rate of five percent per annum, if the Series A Bonds are not issued by the City for any reason which does not constitute a default by the bidder. The balance of the purchase price shall be paid in Federal Funds.

Information Required from Winning Bidder; Reoffering Price

By making a bid for the Series A Bonds, the winning bidder(s) agrees: (a) to provide to the City, in writing, immediately upon being unofficially awarded the Series A Bonds, a written confirmation of the bid in the formality as set forth in Exhibit A to this Invitation to Bid, as appropriate, which shall include the purchase price, reoffering yield(s), and other related information necessary for completion of the final Official Statement; (b) to disseminate to all members of the underwriting syndicate copies of the Official Statement, (c) to promptly file a copy of the final Official Statement with the Municipal Securities Rlemaking Board; and (d) to take any and all other actions necessary to comply with applicable Securities and Exchange Commission and Municipal Securities Rulemaking Board rules governing the offering, sale and delivery of the Series A Bonds to ultimate purchasers.

Conditions of Closing

The enactment, at any time prior to the delivery of the Series A Bonds, of Federal legislation which, by repeal or omission of exemptions or otherwise, shall cause the interest on the Series A Bonds not to be excludable from gross income under Section 103 of the Code, at the election of the successful bidder, will entitle the successful bidder to the return of its bid security deposited with the bid without interest thereon.

As a condition to the obligation of the successful bidder to accept delivery of and pay for the Series A Bonds, the successful bidder will be furnished the following documents: (i) within seven (7) business days following acceptance of the bid, sufficient copies of the Official Statement relating to the Series A Bonds as are required by Rule 15C2-12(b)(3) under the Securities Exchange Act of 1934 (the cost of 200 of which shall be borne by the City), which Official Statement shall be dated as of the date of sale of the Series A Bonds and shall be similar in form and substance in all material respects to the Preliminary Official Statement referred to above, as amended or supplemented to the date and time of sale of the Series A Bonds (inclusive of those amendments or supplements made from details contained in the successful bid(s) for purchase of the Series A Bonds), (ii) a certificate signed by the Mayor of the City and dated as of the date of delivery of and payment for the Series A Bonds certifying that (a) as of the date of the Official Statement furnished by the City in relation to the sale of the Series A Bonds, the Official Statement to the best of his knowledge did not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading, subject to the condition that, while information in the Official Statement obtained from sources other than the City is not certified as to accuracy, completeness or fairness, the Mayor has no reason to believe and does not believe that such information is materially inaccurate or misleading and (b) to his knowledge, since the date of the Official Statement, there has been no material adverse change in the general affairs of the City or in its financial condition as set forth in the Official Statement other than as disclosed in or contemplated by the Official Statement; (iii) a certificate of the Solicitor of the City, dated as of the date of delivery of and payment for the Series A Bonds, certifying that there is no litigation pending which challenges the validity or enforceability of the Series A Bonds; or in the event that such litigation is pending, a description of the nature of such litigation, together with an opinion of legal counsel approved by the City, to the effect that such litigation is without legal merit; (iv) a Tax Certificate or Regulatory Agreement, satisfactory to Bond Counsel, necessary to comply with Sections 103(b)(2) and 148 of the Code and applicable regulations promulgated thereunder; and (v) the approving opinion of Pepper Hamilton, LLP, Bond Counsel, stating
(a) interest on the Series A Bonds is excluded from gross income of the owners of the Series A Bonds for federal income tax purposes under existing law, as currently enacted and construed, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; and (b) under the laws of the State of Delaware, as currently enacted and construed, interest on the Series A Bonds is exempt from Delaware personal income tax and Delaware corporate income tax, subject to certain conditions and exceptions described under the caption "TAX MATTERS" in the Preliminary Official Statement.

Continuing Disclosure

In order to assist bidders in complying with S.E.C. Rule 15c2-12 (the "Rule"), the City will undertake, pursuant to the Ordinance and a Continuing Disclosure Agreement or Certificate to be executed and delivered on or before the Settlement Date, to provide annual reports and notices of certain events. A description of this undertaking will be set forth in the Preliminary Official Statement and the Final Official Statement.

Miscellaneous

It is anticipated that CUSIP identification numbers will be printed on the Series A Bonds, but neither the failure to print such numbers on any Bond nor any error with respect thereto shall constitute cause for failure or refusal by the purchaser thereof to accept delivery of and pay for the Series A Bonds. The Series A Bonds shall be available through the facilities of DTC and initially registered in nominee name of CEDE & Co. The purchasers shall not receive a certificate or bond form. All expenses in relation to the printing of CUSIP numbers on the Series A Bonds shall be

paid by the City. The City also assumes responsibility for any CUSIP Service Bureau charge that may be imposed for the assignment of such numbers.

The City, at its own expense, will provide for preparation of the Series A Bonds and will pay the fees of Legal Counsel, S&P, Financial Advisor and the Paying Agent.

The Series A Bonds will be delivered through the facilities of DTC on or about the Date of Delivery, or such later date as shall be determined by the City. The actual time of day and place of such delivery shall be such as shall be agreeable, mutually, to the City and to the successful bidder.

The bidding for the Series A Bonds will be conducted as "private sale upon invitation." Firms which desire to be considered to be invited to make a bid shall contact the Financial Advisor on or before May 31, 2011. The City shall receive and consider bids only from those who are invited.

The right is reserved to reject any or all bids, and to waive any informality, mistake, error or omission in any bid.

Amendment

The City reserves the right to amend this Invitation to Bid, including the date and time for receipt of bids, at any time prior to 10:30 a.m. EST on the day of the sale by publishing the amendments on the PFMauction website and via Munifacts.

Additional Information

A series of General Obligation Bonds, Series B of 2011 (the "Series B Bonds"), is expected to be sold by the City approximately 15 days subsequent to the sale of the Series A Bonds. The Series B Bonds, if issued, will be used to currently refund the outstanding General Obligation Refunding Bonds, Series of 2002, of the City. The Series B Bonds will be offered and described in a separate Official Statement, but are expected be delivered simultaneously with the Series A Bonds.

Additional information and the Preliminary Official Statement relating to the Series A Bonds may be obtained from the City's Financial Advisor, Public Financial Management, 2547 Yellow Springs Road, Malvern, PA 19355, attention: Mr. L. Gordon Walker (610/647-5487). The Invitation to Bid and the Preliminary Official Statement may be viewed on the PFMauction website. However, the City makes no assurance or representation with respect to the form of the Invitation to Bid and the Preliminary Official Statement on the PFMauction website, and no investment decision should be made in reliance thereon. Printed copies of the POS and the Invitation to Bid may be obtained from the Financial Advisor at the address and phone number stated above. Additional information relating to the auction or a private bidding tutorial may be obtained by calling the Auction Administrator, MuniAuction, at (412/391-5555).

CITY OF MILFORD
State of Delaware

By/s/ _____
Honorable Joseph R. Rogers, Mayor

June 1, 2011

EXHIBIT A
WINNING BID FORM
(All-or-None Bid)
CITY OF MILFORD
State of Delaware
$9,000,000* GENERAL OBLIGATION BONDS, SERIES A OF 2011

City of Milford
c/o Public Financial Management
2547 Yellow Springs Road
Malvern, PA 19355
Fax #: (610) 647-2467

Ladies and Gentlemen:

Subject to the provisions of and in accordance with the terms of the Invitation to Bid, dated June 1, 2011 of the City of Milford (the "City") for its General Obligation Bonds, Series A of 2011 (the "Bonds"), which is incorporated herein and hereby made a part hereof:

We hereby confirm that we have agreed to purchase all, but not less than all, of the $9,000,000* aggregate principal amount of the Series A Bonds described in the Invitation to Bid and to pay therefor the amount of $_____constituting _____% of the par value of the Series A Bonds. This offer is for the Series A Bonds bearing interest at the rates and in the form of serial bonds and term bonds as follows:

January 1	Principal Amount[1]	Interest Rate	Reoffering Price	Reoffering Yield	Term Maturity Date
2013		%			
2014		%			
2015		%			
2016		%			
2017		%			
2018		%			
2019		%			
2020		%			
2021		%			
2022		%			
2023		%			
2024		%			
2025		%			
2026		%			
2027		%			
2028		%			
2029		%			
2030		%			
2031		%			
2032		%			
2033		%			
2034		%			
2035		%			
2036		%			
2037		%			

[1]Aggregate principal amount and principal amortization amounts may be adjusted as set forth in the Invitation to Bid.

*Preliminary; subject to adjustment.

We acknowledge and have agreed that after we submit this proposal, the City may modify the aggregate principal amount of the Series A Bonds and/or the principal amounts of each maturity of the Series A Bonds, subject to the limitations set forth in the Invitation to Bid.

We further acknowledge and have agreed that in the event that any adjustments are made to the principal amount of the Series A Bonds, we will purchase all of the Series A Bonds, taking into account such adjustments on the above specified terms of this proposal for the Series A Bonds.

As the winning bidder, we confirm that we have agreed to wire $90,000 to the City, as security against any loss of the City resulting from failure of the undersigned bidder to comply with terms of the bid.

As the winning bidder, we confirm that we have agreed to immediately furnish the additional information described under the caption "Information Required From Winning Bidder; Reoffering Price" in the Invitation to Bid.

As the winning bidder, we confirm that we have agreed to provide to the City as soon as possible after the sale of the Series A Bonds a complete list of syndicate members, if any, upon request, the actual allocation of the Series A Bonds and the orders placed by the syndicate members.

We have noted that payment of the purchase price is to be made in immediately available Federal Funds at the time of delivery of the Series A Bonds.

In the event we have bid on behalf of a bidding syndicate, we represent that we have full and complete authority to submit the bid on behalf of our bidding syndicate and that the undersigned will serve as the lead manager for the group.

We desire _____ copies (not exceeding 200) of the Official Statement for the Series A Bonds (as provided in the Invitation to Bid). We understand that we may obtain additional copies at our own expense.

We further certify (or declare) under penalty of perjury under the laws of the State of Delaware that our bid and this proposal is genuine, and not a sham or collusive, nor made in the interest of or on behalf of any person not herein named, and that the bidder has not directly or indirectly induced or solicited any other bidder to put in a sham bid or any other person, firm or corporation to refrain from bidding, and that the bidder has not in any manner sought by collusion to secure for itself an advantage over any other bidder.

Respectfully submitted,

_____

Name of Bidder

_____

By: _____

Name and Title:

_____

Address: _____

_____

Email Address: _____

Telephone: _____

Facsimile: _____

The above Bid is hereby accepted by the City Council of the City of Milford, with Final Maturity Schedule as shown on the attached Exhibit A.

CITY OF MILFORD
State of Delaware

Attest

By _____
Mayor

_____
(Assistant) Secretary

(names of other account members, if any, are listed below)

ACCOUNT MEMBERS

5/16 draft

PFM

Public Financial Management
Financial and Investment Advisors

INVITATION TO BID
SUMMARY PAGE

Issuer	**City of Milford** **State of Delaware**
Amount	$3,825,000*
Type of Issue/Series	General Obligation Bonds, Series B of 2011
Tax-Exempt	Yes
Bank Qualified	Yes

Preliminary, subject to change

Sale Date	6/16/2011
Award Date	6/16/2011
Dated Date	Date of Delivery
Expected Delivery	6/30/2011
Sale Time	10:30 am. – 10:45 am. prevailing time
Bid Submission	PFMauction.com

Interest Due	1/1, 7/1
Principal Due	1/1
1st Interest Payment Date	01/01/2012
First Optional Redemption Date	01/01/2017 @ Par
Minimum Bid Price	Not less than 98.00%
Maturity Reoffering Price	Not less than 98.50%
Maximum Underwriting Discount	Not more than $20.00/$1,000

Special Considerations	Two Minute Rule (see "Bidding Details" #2 herein)

Continuing Disclosure Compliance	The City has complied with all prior written undertakings under Rule 15c2-12 to provide timely ongoing disclosure of annual financial information and notice of material events affecting its securities.

Good Faith Deposit	$38,250
PFM Contact	L. Gordon Walker
Phone	610-647-5487
Fax	610-647-2467

*****PLEASE REFER TO THE FOLLOWING INVITATION TO BID FOR FURTHER DETAILS*****

INVITATION TO BID
(Subject to Amendment as Hereinafter Prescribed)
City of Milford
State of Delaware
$3,825,000* GENERAL OBLIGATION BONDS, SERIES B OF 2011

Dated: Date of Delivery

Interest Due: January 1 and July 1

Principal Due: January 1

First Interest Payment: January 1, 2012

NOTICE IS GIVEN that City Council (the "City Council") of the City of Milford (the "City" or the "Issuer"), State of Delaware, will receive bids, pursuant to this Invitation to Bid (the "Invitation to Bid") for the purchase of an issue of general obligation bonds of the City, in the aggregate principal amount of $3,825,000* to be designated as follows: "General Obligation Bonds, Series B of 2011" (the "Series B Bonds"). **All bids must be submitted in their entirety on Public Financial Management's ("PFM") PFMauction website ("PFMauction") prior to 10:45 a.m., prevailing time on June 16, 2011, unless otherwise extended by the two-minute rule described herein (see "Bidding Details").** The auction will begin at 10:30 a.m., prevailing time on June 16, 2011. **To bid via the PFMauction website, bidders must have both (1) completed the registration form on either the PFMauction website or Grant Street Group website (parent of MuniAuction, herein referred to as MuniAuction) and (2) requested and received admission to the City's auction, as described under "Registration and Admission to Bid" below. The use of PFMauction shall be at the bidder's risk and expense, and the City shall have no liability with respect thereto.**

Preliminary and Final Official Statement

The City's Preliminary Official Statement ("POS"), dated June 10, 2011, is available for viewing in electronic format on the PFMauction website. The PFMauction website address is www.PFMauction.com. In addition, FINRA (formerly known as NASD) registered broker-dealers and dealer banks with DTC clearing arrangements may either: (a) print out a copy of the POS on their own printer, or (b) at any time prior to June 16, 2011, elect to receive a photocopy of the POS in the mail by requesting it on the PFMAuction website or by calling the City's financial advisor, Public Financial Management Inc., (the "Financial Advisor"), 2547 Yellow Springs Road, Malvern, Pennsylvania 19355 at (610)647-5487. In order to print a copy or request a photocopy of the POS from PFMauction, click the "View POS" button on the PFMauction Selections Page and follow the instructions. All bidders must review the POS and certify that they have done so prior to participating in the bidding.

The Preliminary Official Statement is deemed by the City to be final as of its date, for purposes of SEC Rule 15C2-12(b)(1) under the Securities Exchange Act of 1934, except for the omission of information concerning the offering price(s), interest rates(s), selling compensation, aggregate principal amount of the Series B Bonds, description of bond insurance, and any other terms or provisions to be determined from the successful bid(s) or depending on such matters, and the identity of the underwriter(s). The Preliminary Official Statement is, however, subject to such further revisions, amendments and completion in a Final Official Statement as may be necessary.

*Preliminary Issue Size, subject to change at time of award, as described in the Invitation to Bid.

Financial Advisor
PUBLIC FINANCIAL MANAGEMENT, INC.
2547 Yellow Springs Road
Malvern, PA 19355
(610) 647-5487

The City shall provide a successful bidder with 200 conformed copies of a final Official Statement within seven (7) business days following the date of acceptance of the bid.

Types of Bids Allowed

Subject to the bid requirements described below, a bidder must submit a conforming bid for the entire issue, and if such bid is accepted by the City, the bidder will be required to purchase the entire issue in accordance with such bid.

Final Issue Size and Final Maturity Schedule

Bidding will be conducted based on a Preliminary Issue Size and Preliminary Maturity Schedule, as said Issue Size and Maturity Schedule are shown in this Invitation to Bid. The City reserves the right to determine the Final Issue Size and Final Maturity Schedule, and to award the Series B Bonds based on the Final Issue Size and Final Maturity Schedule to the highest responsible bidder in accordance with the terms and conditions of the Invitation to Bid. As a condition of each Bid, the bidder must expressly agree to accept such award provided that the Final Issue Size for the Series B Bonds does not differ from the Preliminary Issue Size by an aggregate amount of more than $500,000, and further provided that no single principal maturity for any year from 2012-2021 differs from principal maturity set forth in the Preliminary Maturity Schedule by an amount greater than $100,000.

Tax Exemption

It is a condition to closing that Bond Counsel deliver an opinion to the effect that (a) interest on the Series B Bonds is excluded from gross income of the owners of the Series B Bonds for federal income tax purposes under existing law, as currently enacted and construed, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; and (b) under the laws of the State of Delaware, as currently enacted and construed, interest on the Series B Bonds is exempt from Delaware personal income tax and Delaware corporate income tax, subject to certain conditions and exceptions described under the caption "TAX MATTERS" in the Preliminary Official Statement.

Bank Eligibility

The Series B Bonds will be designated (to the extent the Series B Bonds will not otherwise be deemed designated) by the City as "qualified tax-exempt obligations", within the meaning of section 265(b)(3)(B) of the Internal Revenue Code of 1986, as amended (the "Code") (relating to the deductibility of interest expense by certain financial institutions).

The Series B Bonds

The Series B Bonds will be dated as of the Date of Delivery. The Series B Bonds will be issued in fully registered form (without coupons), in denominations of $5,000 or any integral multiple thereof, will be serial bonds or term bonds as hereinafter described, and will be stated to mature on January 1 of the following years in the amounts as finally determined in accordance with this Invitation to Bid (see "Bid Procedure and Award"). The Preliminary Maturity Schedule is as follows:

January 1	Principal Amount
2012	
2013	
2014	
2015	
2016	
2017	
2018	
2019	
2020	
2021	

Book Entry Only

The Series B Bonds will be registered in the name of The Depository Trust Company ("DTC") or its nominee, Cede & Co., and will be deposited with DTC or its nominee as of the date of closing. Purchasers of ownership interests in the Series B Bonds ("Beneficial Owners") will not receive physical delivery of bond certificates. The Beneficial Owners' interests in the Series B Bonds will be evidenced by book-entry only. As long as Cede & Co., as nominee for DTC is registered owner of the Series B Bonds, payments of principal, interest and redemption price on the Series B Bonds will be made directly to DTC, through Cede & Co., as its nominee, which will, in turn, remit such payments to participants in DTC for subsequent disbursement to Beneficial Owners. See the POS for further information regarding the Book-Entry Only System.

Mandatory Redemption at the Option of the Bidder

Bidders may elect to structure the issue to include term bonds, which term bonds, if selected by the bidder, will be subject to mandatory redemption prior to maturity, in the years and amounts shown above, upon payment of 100% of the principal amount of Series B Bonds to be redeemed, together with accrued interest to the date fixed for redemption. Series B Bonds within a maturity to be redeemed shall be selected by lot by the Paying Agent. If the Series B Bonds are awarded and no term bonds are designated in the winning bid, the Series B Bonds will mature serially as shown in the preceding schedule.

Optional Redemption

The Series B Bonds stated to mature on or after January 1, 2018, shall be subject to redemption prior to maturity, at the option of the City, in whole or, from time to time, in part (and if in part, in such order of maturity, or portion of a maturity, as selected by the City and within a maturity by lot), on January 1, 2017, or on any date thereafter, upon payment of a redemption price of 100% of the principal amount redeemed, plus accrued interest thereon to the date fixed for redemption. In the event that less than all Series B Bonds of any particular maturity are to be redeemed, the Series B Bonds of such maturity to be redeemed shall be drawn by lot by the Paying Agent.

On the date designated for redemption, notice having been mailed as provided in the Ordinance, and money for payment of the principal and accrued interest being held by the Paying Agent (hereinafter defined), interest on the Series B Bonds or portions thereof so called for redemption shall cease to accrue and the Series B Bonds or portions thereof so called for redemption shall cease to be entitled to any benefit or security under the Ordinance, and registered owners thereof shall have no rights with respect thereto, except to receive payment of the principal to be redeemed and accrued interest thereon to the date fixed for redemption.

Redemption Procedures

Notice of any redemption shall be given at the time and in the manner set forth in the Series B Bonds and as described in the POS (subject to any changes made in the final Official Statement). While the Series B Bonds are registered in the name of DTC or its nominee, redemption notices shall be sent to DTC or its nominee. If less than all Series B Bonds within a maturity are to be redeemed, which Series B Bonds of such maturity are to be redeemed and which Beneficial Owners shall have their ownership interest in the Series B Bonds redeemed shall be determined by DTC and the direct and indirect participants in DTC in accordance with their customary practices. For further information, see the POS.

Security

The Series B Bonds will be general obligations of the City, and are secured by a pledge of the full faith and credit of the City for the payments of the principal thereof and interest thereon. In addition, the Series B Bonds are payable from *ad valorem* taxes levied upon all the taxable property within the City within limitations set forth under the City's Charter. See the POS "SECURITY FOR THE SERIES B BONDS".

Credit Rating

The City has applied for a credit rating from Standard & Poor's. Interested bidders can view the credit rating no later than the day before the date established for submission of bids on the Amendments Page of the PFMauction website at www.PFMauction.com. The cost of such rating will be paid for by the City.

Municipal Bond Insurance and Credit Rating

The City has applied for commitments for municipal bond insurance policies from the following:

Assured Guaranty Municipal
Assured Guaranty Corp.

Such commitments, if and when received, shall provide for policies of municipal bond insurance under such conditions and containing such terms as may be provided therein or in the policies of respective insurers. Such commitments and/or policies as are received are incorporated herein by reference. If a commitment for insurance is received, the Series B Bonds will be offered under an optional bidding program, whereby Bidders may bid for the Series B Bonds with or without such insurance (and if multiple commitments are received, specifying the insurer). The City has applied for a credit rating from Standard & Poor's. Interested bidders can view the credit rating no later than the day before the date established for submission of bids on the Amendments Page of the PFMauction website at www.PFMauction.com. **The cost of such insurance will be paid for by the City, but will be taken into account in determining the winning bid. See "Bid Procedure and Basis of Award" herein.**

Paying Agent

The principal of and interest on the Series B Bonds will be payable in lawful money of the United States of America, at the designated corporate trust office in Delaware or Pennsylvania of The Bank of New York Mellon (the "Paying Agent" and "Sinking Fund Depository"). The selected paying agent may also designate one or more of its other offices within or outside Delawarea as additional places for payment of the Series B Bonds. While the Series B Bonds are in the Book-Entry Only form, however, payment on the Series B Bonds will be made by wire transfer to DTC.

Sinking Fund

A Debt Service Fund will be established under the Ordinance with the Paying Agent and Sinking Fund Depository for the Series B Bonds, into which Debt Service Fund there will be deposited funds sufficient for the payment of the principal of and the interest on the Series B Bonds no later than the date fixed for the disbursement thereof.

Interest Rates and Limitations

The Series B Bonds will bear interest from the Date of Delivery, payable on January 1 and July 1 of each year, beginning January 1, 2012, until maturity or in the case of Series B Bonds which shall be subject to redemption and which shall have been called for redemption and payment of the redemption price shall have been made or shall have been provided for, until the date fixed for redemption, at a rate or rates of interest to be specified by the bidder, in a multiple or multiples of one-eighth (1/8) or one-twentieth (1/20) of one per centum (1%)(rate of interest shall mean the coupon which does not take into account any original issue discount or premium); provided, however, that: (1) all Series B Bonds maturing on the same date shall bear interest at the same rate; and (2) no Bond shall bear interest at more than one rate, or at any contingent or variable rate.

Minimum Bid and Reoffering Price

No bid shall be at a price of less than 98.00 percent of the aggregate maturing principal amount of the Series B Bonds exclusive of accrued interest. No initial reoffering price for any maturity may be less than 98.50%. The winning bidder shall deliver a certificate at settlement in such form as satisfactory to Bond Counsel with respect to the initial offering prices or revised initial offering prices to the public (excluding bond houses, brokers and others acting in the capacity of underwriters or wholesalers) with respect to each maturity of the Series B Bonds.

Maximum Underwriting Discount

The Underwriting Discount shall not exceed $15.00 per $1,000 principal amount of Series A Bonds.

Registration and Admission to Bid

To bid by PFMauction, bidders must first visit the PFMauction website where, if they have never registered with either PFMauction or MuniAuction, they can register and then request admission to bid on the Series B Bonds. Bidders will be notified prior to the scheduled bidding time of their eligibility to bid. Only FINRA (formerly known as NASD) registered broker-dealers and dealer banks with DTC clearing arrangements will be eligible to bid. Bidders who have previously registered with MuniAuction may call MuniAuction at (412) 391-5555 for their ID Number or password.

All-or-None Bids Only

No bid will be considered which does not offer to purchase all of the Series B Bonds.

Bidding Details

Bidders are advised of the following bidding details associated with the sale of the Series B Bonds:

(1) All bids must be submitted on the PFMauction website at www.PFMauction.com. **No telephone, telefax, telegraph or personal delivery bids will be accepted.**

(2) If any bid in the auction becomes a leading bid two (2) minutes prior to the end of the auction, then the auction will be automatically extended by two (2) minutes from the time such bid was received by PFMauction. The auction end time will continue to be extended, indefinitely, until a single leading bid remains the leading bid for at least two minutes.

(3) Bidders may change and submit bids as many times as they like during the bidding time period; provided, however, each and any bid submitted subsequent to a bidder's initial bid must result in a lower true interest cost ("TIC") with respect to a bid, when compared to the immediately preceding bid of such

bidder. In the event that the revised bid does not produce a lower TIC with respect to a bid the prior bid will remain valid.

(4) The last bid submitted by a bidder before the end of the bidding time period will be compared to all other final bids submitted by others to determine the winning bidder or bidders.

(5) During the bidding, no bidder will see any other bidder's bid, but bidders will be able to see the ranking of their bid relative to other bids (i.e., "Leader," "Cover," "3rd," etc.).

(6) On the Auction Page, bidders will be able to see whether a bid has been submitted.

Rules of PFMauction

The "Rules" of PFMauction can be viewed on the PFMauction website and are incorporated herein by reference. Bidders must comply with the Rules of PFMauction in addition to the requirements of this Invitation to Bid. To the extent there is a conflict between the Rules of PFMauction and this Invitation to Bid, this Invitation to Bid shall control.

Rules

(1) A Bidder ("Bidder") submitting a winning bid ("Winning Bid") is irrevocably obligated to purchase the Series B Bonds at the rates and prices of the winning bid, if acceptable to the Issuer, as set forth in the related Invitation to Bid. Winning Bids are not officially awarded to Winning Bidders until formally accepted by the Issuer.

(2) Neither the Issuer, PFM nor MuniAuction (the "Auction Administrator") is responsible for technical difficulties that result in loss of Bidder's internet connection with PFMauction, slowness in transmission of bids, or other technical problems.

(3) If for any reason Bidder is disconnected from Auction Page during the auction after having submitted a Winning Bid, such bid is valid and binding upon Bidder, unless the Issuer exercises its right to reject bids, as set forth herein.

(4) Bids which generate error messages are not accepted until the error is corrected and bid is received prior to the deadline.

(5) Bidders accept and agree to abide by all terms and conditions specified in the Invitation to Bid (including Amendments, if any) related to each auction.

(6) Neither the Issuer, PFM nor the Auction Administrator is responsible to any bidder for any defect or inaccuracy in Invitation to Bid, Amendments, or Preliminary Official Statement as they appear on PFMauction.

(7) Only Bidders who request and receive admission to an auction may submit bids. PFM and the Auction Administrator reserve the right to deny access to PFMauction website to any Bidder, whether registered or not, at any time and for any reason whatsoever, in their sole and absolute discretion.

(8) Neither the Issuer, PFM or Auction Administrator is responsible for protecting the confidentiality of a Bidder's PFMauction password.

(9) If two bids submitted in the same auction by the same or two or more different Bidders result in same True Interest Cost the first confirmed bid received by PFMauction prevails. Any change to a submitted bid constitutes a new bid, regardless of whether there is a corresponding change in True Interest.

(10) Bidders must compare their final bids to those shown on the Observation Pages immediately after the bidding time period ends, and if they disagree with the final results shown on the Observation Pages they must report them to PFMauction within 15 minutes after the bidding time period ends. Regardless of the final results reported by PFMauction, bonds are definitively awarded to winning bidders only upon official award by the Issuer. If, for any reason, the Issuer fails to: i) award bonds to the winner reported by PFMauction, or ii) deliver bonds to winning bidders at settlement, neither the Issuer, PFM or the Auction Administrator will be liable for damages.

Definitions:

"Bid": any confirmed purchase offer received by PFMauction on or before the auction deadline.

"Bidder": any firm registered with either PFMauction or MuniAuction and

	approved for participation in auctions.
"Winning Bid":	any purchase offer made by a Bidder by clicking the "Submit Bid" button and received by PFMauction which, at the end of the bidding time period, results in the lowest True Interest Cost in the auction, and which is acceptable to the City.
"True Interest Cost":	calculation described in Invitation to Bid related to each auction which serves as basis for awarding bonds to Winning Bidders.

Bid Procedure and Basis of Award

Subject to the right reserved to the City to reject any or all bids, the Series B Bonds will be sold to the bidder whose bid produces the lowest true interest cost ("TIC") for the Issuer and otherwise complies with the Invitation to Bid. The TIC for the Series B Bonds will be determined by doubling the semi-annual interest rate, compounded semiannually, necessary to discount the semiannual debt service payments from the payment dates to the dated date of the Series B Bonds and to the aggregate purchase price, excluding interest accrued to the date of delivery.

Bids shall be presented by the Financial Advisor to the Director of Finance and Mayor of the City following the conclusion of bidding. Bids must remain valid until at least 4:00 p.m. prevailing time, June 16, 2011, and if accepted by the Director of Finance and Mayor prior to such time, shall be irrevocable except as otherwise provided in the Invitation to Bid.

Bid Security and Method of Payment for Series B Bonds

The successful bidder will be required to wire $38,250 to the City as bid security by 3:00 p.m. on June 16, 2011. The Financial Advisor will contact the successful bidder to provide wire instructions for the bid security. The bid security will be retained by the Director of Finance of the City and: (a) will be applied, without allowance for interest, against the purchase price when the Series B Bonds actually are delivered to and paid for by such successful bidder; or (b) will be retained by the City as liquidated damages if the bidder defaults with respect to the bid; or (c) will be returned to the bidder with interest at the rate of five percent per annum, if the Series B Bonds are not issued by the City for any reason which does not constitute a default by the bidder. The balance of the purchase price shall be paid in Federal Funds.

Information Required from Winning Bidder; Reoffering Price

By making a bid for the Series B Bonds, the winning bidder(s) agrees: (a) to provide to the City, in writing, immediately upon being unofficially awarded the Series B Bonds, a written confirmation of the bid in the formality as set forth in Exhibit A to this Invitation to Bid, as appropriate, which shall include the purchase price, reoffering yield(s), and other related information necessary for completion of the final Official Statement; (b) to disseminate to all members of the underwriting syndicate copies of the Official Statement, (c) to promptly file a copy of the final Official Statement with the Municipal Securities Rlemaking Board; and (d) to take any and all other actions necessary to comply with applicable Securities and Exchange Commission and Municipal Securities Rulemaking Board rules governing the offering, sale and delivery of the Series B Bonds to ultimate purchasers.

Conditions of Closing

The enactment, at any time prior to the delivery of the Series B Bonds, of Federal legislation which, by repeal or omission of exemptions or otherwise, shall cause the interest on the Series B Bonds not to be excludable from gross income under Section 103 of the Code, at the election of the successful bidder, will entitle the successful bidder to the return of its bid security deposited with the bid without interest thereon.

As a condition to the obligation of the successful bidder to accept delivery of and pay for the Series B Bonds, the successful bidder will be furnished the following documents: (i) within seven (7) business days following acceptance of the bid, sufficient copies of the Official Statement relating to the Series B Bonds as are required by Rule 15C2-12(b)(3) under the Securities Exchange Act of 1934 (the cost of 200 of which shall be borne by the City), which Official Statement shall be dated as of the date of sale of the Series B Bonds and shall be similar in form and substance in all material respects to the Preliminary Official Statement referred to above, as amended or supplemented to the date and time of sale of the Series B Bonds (inclusive of those amendments or supplements made from details contained in the successful bid(s) for purchase of the Series B Bonds), (ii) a certificate signed by the Mayor of the City and dated as of the date of delivery of and payment for the Series B Bonds certifying that (a) as of the date of the Official Statement furnished by the City in relation to the sale of the Series B Bonds, the Official Statement to the best of his knowledge did not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading, subject to the condition that, while information in the Official Statement obtained from sources other than the City is not certified as to accuracy, completeness or fairness, the Mayor has no reason to believe and does not believe that such information is materially inaccurate or misleading and (b) to his knowledge, since the date of the Official Statement, there has been no material

adverse change in the general affairs of the City or in its financial condition as set forth in the Official Statement other than as disclosed in or contemplated by the Official Statement; (iii) a certificate of the Solicitor of the City, dated as of the date of delivery of and payment for the Series B Bonds, certifying that there is no litigation pending which challenges the validity or enforceability of the Series B Bonds; or in the event that such litigation is pending, a description of the nature of such litigation, together with an opinion of legal counsel approved by the City, to the effect that such litigation is without legal merit; (iv) a Tax Certificate or Regulatory Agreement, satisfactory to Bond Counsel, necessary to comply with Sections 103(b)(2) and 148 of the Code and applicable regulations promulgated thereunder; and (v) the approving opinion of Pepper Hamilton LLP, stating among other things, that (a) interest on the Series B Bonds is excluded from gross income of the owners of the Series B Bonds for federal income tax purposes under existing law, as currently enacted and construed, and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; and (b) under the laws of the State of Delaware, as currently enacted and construed, interest on the Series B Bonds is exempt from Delaware personal income tax and Delaware corporate income tax, subject to certain conditions and exceptions described under the caption "TAX MATTERS" in the Preliminary Official Statement.

Continuing Disclosure

In order to assist bidders in complying with S.E.C. Rule 15c2-12 (the "Rule"), the City will undertake, pursuant to the Ordinance and a Continuing Disclosure Agreement or Certificate to be executed and delivered on or before the Settlement Date, to provide annual reports and notices of certain events. A description of this undertaking will be set forth in the Preliminary Official Statement and the Final Official Statement.

Miscellaneous

It is anticipated that CUSIP identification numbers will be printed on the Series B Bonds, but neither the failure to print such numbers on any Bond nor any error with respect thereto shall constitute cause for failure or refusal by the purchaser thereof to accept delivery of and pay for the Series B Bonds. The Series B Bonds shall be available through the facilities of DTC and initially registered in nominee name of CEDE & Co. The purchasers shall not receive a certificate or bond form. All expenses in relation to the printing of CUSIP numbers on the Series B Bonds shall be paid by the City. The City also assumes responsibility for any CUSIP Service Bureau charge that may be imposed for the assignment of such numbers.

The City, at its own expense, will provide for preparation of the Series B Bonds and will pay the fees of Legal Counsel, S&P, Financial Advisor and the Paying Agent.

The Series B Bonds will be delivered through the facilities of DTC on or about the Date of Delivery, or such later date as shall be determined by the City. The actual time of day and place of such delivery shall be such as shall be agreeable, mutually, to the City and to the successful bidder.

The bidding for the Series B Bonds will be conducted as "private sale upon invitation." Firms which desire to be considered to be invited to make a bid shall contact the Financial Advisor on or before June 15, 2011. The City shall receive and consider bids only from those who are invited.

The right is reserved to reject any or all bids, and to waive any informality, mistake, error or omission in any bid.

Amendment

The City reserves the right to amend this Invitation to Bid, including the date and time for receipt of bids, at any time prior to 10:00 a.m. EST on the day of the sale by publishing the amendments on the PFMauction website and via Munifacts.

Additional Information

A series of General Obligation Bonds, Series A of 2011 (the "Series A Bonds"), were sold by the City on June 1, 2011. The Series A Bonds will be used to fund a Sewer System Project and fund an Electric System Project. The Series A Bonds were offered and described in a separate Official Statement, but are expected to be delivered simultaneously with the Series B Bonds.

Additional information and the Preliminary Official Statement relating to the Series B Bonds may be obtained from the City's Financial Advisor, Public Financial Management, 2547 Yellow Springs Road, Malvern, PA 19355, attention: Mr. L. Gordon Walker (610/647-5487). The Invitation to Bid and the Preliminary Official Statement may be viewed on the PFMauction website. However, the City makes no assurance or representation with respect to the form of the Invitation to Bid and the Preliminary Official Statement on the PFMauction website, and no investment decision should be made in reliance thereon. Printed copies of the POS and the Invitation to Bid may be obtained from the Financial Advisor at the address and phone number stated above. Additional information relating to the auction or a private bidding tutorial may be obtained by calling the Auction Administrator, MuniAuction, at (412/391-5555).

CITY OF MILFORD
State of Delaware

By/s/ _____
Honorable Joseph R. Rogers, Mayor

June 16, 2011

EXHIBIT A
WINNING BID FORM
(All-or-None Bid)
CITY OF MILFORD
State of Delaware
$3,825,000* GENERAL OBLIGATION BONDS, SERIES B OF 2011

City of Milford
c/o Public Financial Management
2547 Yellow Springs Road
Malvern, PA 19355
Fax #: (610) 647-2467

Ladies and Gentlemen:

Subject to the provisions of and in accordance with the terms of the Invitation to Bid, dated June 16, 2011 of the City of Milford (the "City") for its General Obligation Bonds, Series B of 2011 (the "Bonds"), which is incorporated herein and hereby made a part hereof:

We hereby confirm that we have agreed to purchase all, but not less than all, of the $3,825,000* aggregate principal amount of the Series B Bonds described in the Invitation to Bid and to pay therefor the amount of $_____constituting _____ _____% of the par value of the Series B Bonds. This offer is for the Series B Bonds bearing interest at the rates and in the form of serial bonds and term bonds as follows:

January 1	Principal Amount[(1)]	Interest Rate	Reoffering Price	Reoffering Yield	Term Maturity Date
2012		%			
2013		%			
2014		%			
2015		%			
2016		%			
2017		%			
2018		%			
2019		%			
2020		%			
2021		%			

[(1)]Aggregate principal amount and principal amortization amounts may be adjusted as set forth in the Invitation to Bid.

*Preliminary; subject to adjustment.

We acknowledge and have agreed that after we submit this proposal, the City may modify the aggregate principal amount of the Series B Bonds and/or the principal amounts of each maturity of the Series B Bonds, subject to the limitations set forth in the Invitation to Bid.

We further acknowledge and have agreed that in the event that any adjustments are made to the principal amount of the Series B Bonds, we will purchase all of the Series B Bonds, taking into account such adjustments on the above specified terms of this proposal for the Series B Bonds.

As the winning bidder, we confirm that we have agreed to wire $38,250 to the City, as security against any loss of the City resulting from failure of the undersigned bidder to comply with terms of the bid.

As the winning bidder, we confirm that we have agreed to immediately furnish the additional information described under the caption "Information Required From Winning Bidder; Reoffering Price" in the Invitation to Bid.

As the winning bidder, we confirm that we have agreed to provide to the City as soon as possible after the sale of the Series B Bonds a complete list of syndicate members, if any, upon request, the actual allocation of the Series B Bonds and the orders placed by the syndicate members.

We have noted that payment of the purchase price is to be made in immediately available Federal Funds at the time of delivery of the Series B Bonds.

In the event we have bid on behalf of a bidding syndicate, we represent that we have full and complete authority to submit the bid on behalf of our bidding syndicate and that the undersigned will serve as the lead manager for the group.

We desire _____ copies (not exceeding 200) of the Official Statement for the Series B Bonds (as provided in the Invitation to Bid). We understand that we may obtain additional copies at our own expense.

We further certify (or declare) under penalty of perjury under the laws of the State of Delaware that our bid and this proposal is genuine, and not a sham or collusive, nor made in the interest of or on behalf of any person not herein named, and that the bidder has not directly or indirectly induced or solicited any other bidder to put in a sham bid or any other person, firm or corporation to refrain from bidding, and that the bidder has not in any manner sought by collusion to secure for itself an advantage over any other bidder.

Respectfully submitted,

_____

Name of Bidder

_____

By: _____

Name and Title:

_____

Address: _____

_____

Email Address: _____

Telephone: _____

Facsimile: _____

The above Bid is hereby accepted by the City Council of the City of Milford, with Final Maturity Schedule as shown on the attached Exhibit A.

CITY OF MILFORD
State of Delaware

Attest

By _____
Mayor

_____
(Assistant) Secretary

(names of other account members, if any, are listed below)

ACCOUNT MEMBERS

Carlisle Fire Company
PO Box 292
Milford, DE 19963

MISPILLION LIFE RING PROJECT

Name: _____
Date: _____
Organization: _____
Address: _____
Phone Number: _____

My organization/business _____ would like to contribute $_____ to the Mispillion Life Ring Project sponsored by Carlisle Fire Company. We have made an additional contribution of $_____ to go in to the Dee'jion Fullman Scholarship fund. My Organization/ Business would like our Life Ring Station installed in the area of _____ along the Mispillion River Walk. My Organization/Business would like the plaque that will be installed along with our Life Ring Station to read;

_____
_____
_____

The cost of the plaque will be the responsibility of your organization/business.
Example of plaque;

This life ring station was donated by (your name) or your organization/Business.

The Carlisle Fire Company and the City Of Milford would like to thank you for your generous donation towards the Mispillion Life Ring Project. Without your contribution this project would not be successful.

Thank You,
The Mispillion Life Ring Committee

_____
(signature of your organization) date

_____
(committee member's signature) date

PLEASE RETAIN A COPY OF THIS DONATION FOR YOUR RECORDS

Carlisle Fire Company
PO Box 292
Milford, DE 19963

MISPILLION LIFE RING PROJECT

On August 16th, 2010, Dee'jion Fullman lost his life, simply trying to retrieve a basketball that had rolled in to the Mispillion River. Dee'jion went into the water to retrieve his basketball and never returned home to his family.

As a result of this tragedy, Carlisle Fire Company has formed The Mispillion Life Ring Committee to raise money and awareness regarding safety among our waterways in an effort to help preserve the life of our citizens. To accomplish this goal, Carlisle Fire Company would like to provide Life Ring Stations along the River Walk and areas of concern. The committee is also working to provide Water Safety Education Awareness to the citizens of Milford and the surrounding areas.

We would like to take this opportunity to ask your organization to contribute or sponsor a Life Ring Station. If your organization would like to sponsor a complete station, a plaque will be placed at that station, recognizing your organizations contribution. All additional contributions will go towards a one-time scholarship in the memory of Dee'jion Fullman, to be awarded to a student from his graduating class.

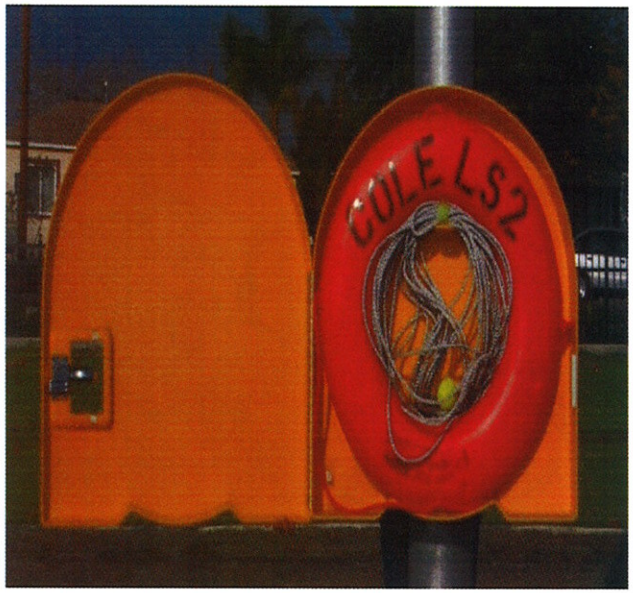
The cost of each Life Ring Station is as follows:

1- Life Ring Cabinet	
1-30 in. Life Ring	
90 ft. of throw line	**$368.00**
Cabinet base (optonal)	**$ 97.00**
1- Audible alarm	**$ 25.00**
1- Plaque	**$**
Shipping	**$ 46.00**
Total	**$536.00**

If you would like to donate to the project or sponsor a Life Ring Station make your check out to Carlisle Fire Company-Life Ring Project. The Mispillion Life Ring Committee will pick up your donation and take a picture of you and your organization with a Life Ring Station.

LIFE RING STATIONS

- EXAMPLE OF LIFE SAFETY RINGS TO BE INSTALLED IN COMMUNITY



Council Committees
May 2010

Annexation Committee
Katrina Wilson*
Doug Morrow
Skip Pikus
PC Chair Chuck Rini

Community Affairs Committee
Steve Johnson*
James Starling
Dirk Gleysteen

Economic Development Committee
Garrett Grier*
Doug Morrow
James Starling

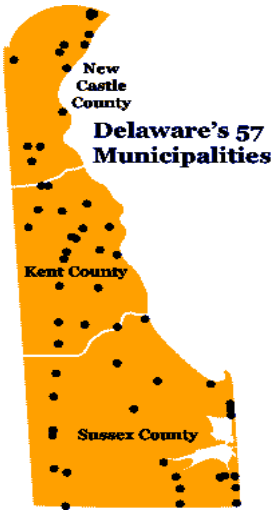
Finance Committee
Skip Pikus*
Doug Morrow
Garrett Grier

Parks & Recreation Committee
Dirk Gleysteen*
Steve Johnson
Owen Brooks

Police Committee
Doug Morrow*
Katrina Wilson
Skip Pikus

Public Works Committee
Owen Brooks*
Katrina Wilson
Dirk Gleysteen

Chairperson *



DELAWARE LEAGUE OF LOCAL GOVERNMENTS
P.O. BOX 484, DOVER, DE 19903-0484
Telephone: 302-678-0991 FAX 302-678-4777 E-mail: gwright@udel.edu

President Carleton E. Carey, Sr. Executive Director George C. Wright Jr.

To: Members
From: Executive Director George C. Wright Jr.
Subject: Legislative Reception
Date: May 11, 2011

The Officers of the Delaware League of Local Governments have scheduled a Legislative Reception for the State Senators and Representatives at Legislative Hall on Tuesday, May 31, 2011. The reception will be held in the House Majority Caucus Room on the first floor, from 12:00-1:00pm. Please plan to attend and meet your State Senator and Representative.

President Carey, Mayor Ford of Lewes, Councilman Athey of Newark, and I presented Governor Markell with a copy of the Municipal Street Aid Plan on Thursday, May 6, 2011. At this meeting, the League asked the Governor to provide four million dollars of the surplus funds to municipalities for shovel-ready infrastructure projects. He was very supportive of this proposal. President Carey also made a presentation on this proposal at the Department of Transportation budget hearing before the Joint finance Committee, on Monday, May 9, 2011.

Please contact your Representative and Senator and ask them to support this effort.

We look forward to seeing you on the 31st of May and will keep you informed on the above infrastructure proposal.

Reading ASSIST® Institute

Dear Fellow Members of the Chamber of Commerce for Greater Milford:

In the most recent CCGM newsletter, you received a flyer from Reading ASSIST® Institute (RAI) regarding our volunteer opportunity. RAI trains volunteers as reading tutors and places them in area partner schools to tutor children in grades K-3 who are struggling to learn to read.

RAI's success in the Milford area is dependent on our ability to recruit volunteers. While we currently have a successful team working at Lulu Ross Elementary School, we would like to be able to help students in other schools in Milford as well.

We are requesting that you post the flyer you received in your newsletter in your work place in order to inform your employees of our need in hopes that they will pass that information on to their friends, neighbors and associate. The commitment is one morning per week. No prior experience is required. Just a high school diploma or GED, transportation and a desire to help kids!

We know that 7-10 of all children require individualized instruction in order to become proficient in reading. Delaware's talented, dedicated teachers can't do it alone. RAI fills a need for one-on-one and small group instruction with its Volunteer Tutor Program. We hope you can help.

For more info or questions, contact Sue McGrath at 302-425-4080 or smcgrath@readingassist.org, or go to our website www.readingassist.org .

Regards,

Sally Coonin

Director of Development and P.R.

National League of Cities

Strengthening & promoting cities as centers of opportunity, leadership and governance

First Renewal Notice

Membership Renewal Notice
Printed: 5/9/2011

{Renewal Information}
Bill To:

821
Renewal Notice: 33130

Terri K. Hudson - City Clerk
City of Milford
PO Box 159
Milford, DE 19963-1957

Note: A municipality must be a current member of its State League to be a member of NLC.

Membership Type	Population	Begin Date	End Date
DMC / NLC/State League-Dues	6,732	08/01/2011	07/31/2012

Total:	$1,117.00
Adjustments:	$0.00
Payment/Allowance:	$0.00
Amount Due:	$1,117.00

Voluntary Contributions

Legal Defense Fund contribution:	**OR Other LDF contribution:**	_____	
suggested (5% of annual dues)	$55.85		
Total with suggested contribution:	**$1,172.85**	**Total Payment:**	_____

Joined: 08/01/1992

Is your Municipality taking advantage of their NLC Membership ?

NLC LEGAL DEFENSE FUND: In December 2002, the NLC board of directors authorized the creation of an NLC Legal Defense Fund. This fund will be supported in part by voluntary contributions from NLC members. The fund will cover fees for carefully selected litigation on behalf of municipalities where a court decision or regulatory ruling—either favorable or unfavorable—could have a significant impact.

The NLC board suggests that member cities make an annual contribution to of an amount equal to five (5) percent of their annual dues which is included in your invoice--voluntary contributions of any size are welcome. Funds collected will accumulate in an interest-bearing account. A committee of local government legal experts will oversee the fund's operations and select the cases on which NLC will intervene. If you have any questions, please contact Lars Etzkorn at etzkorn@nlc.org. Thank you in advance for your participation in this important initiative.

PLEASE REMIT PAYMENT TO:
(include this stub with payment)

MEMBERSHIP LOCKBOX 4047
National League of Cities
PO Box 17425
Baltimore, MD 21298-8220

PAYMENT INFORMATION:

Customer #: 821 **Renewal Notice:** 33130
Amount Due: $1,117.00
Payment:
☐ **Check #** _____
☐ **Visa** ☐ **MasterCard**
Card # _____ **Exp:** _____

_____
Print Name as it appears on Card

_____
Authorized Signature

The Amount shown above is the amount of your city's annual dues for membership in the National League of Cities. It includes the cost of an annual subscription to Nation's Cities Weekly newspaper for eligible elected officials from your city. Questions or Corrections? Please contact the NLC Member Services Department at (202) 626-3100.

NATIONAL LEAGUE of CITIES

2011 Officers

President
James E. Mitchell, Jr.
Council Member
Charlotte, North Carolina

First Vice President
Ted Ellis
Mayor
Bluffton, Indiana

Second Vice President
Marie Lopez Rogers
Mayor
Avondale, Arizona

Immediate Past President
Ronald O. Loveridge
Mayor
Riverside, California

Executive Director
Donald J. Borut

May 9, 2011

Terri K. Hudson
City Clerk
City of Milford
PO Box 159
Milford, DE 19963-0159

Dear City Clerk Hudson:

Thank you for your continued support and involvement as a member city of the National League of Cities we are proud to serve your municipality and be your professional home. Your patronage has continued to make our organization a powerful force especially in 2010 as we represented the interest of cities in the debates that led to the extraordinary American Recovery and Reinvestment Act legislation.

In 2010, your membership also allowed us to break new ground, and together, we were able to successfully accomplish the following:

- Ensured city officials had access to timely updates on current and emerging federal policy issues through the bi-weekly Federal Relations Update and presentations at over 12 conventions or meetings across the country hosted by state municipal leagues.

- Saved residents of 445 NLC member cities more than $4.7 million on their prescription drugs through the NLC Prescription Discount Card Program.

- In collaboration with the Home Depot Foundation, released a series of municipal action guides, beginning with the well-received *Sustainable Cities: 10 Steps Forward*, followed by a number of more specific titles covering issues such as: weatherization, emissions reduction, storm water management, and waste reduction.

- Partnered with Northeastern University to offer communities the Economic Development Self-Assessment Tool (EDSAT), a direct assistance tool to help local officials assess their economic conditions and assets and develop practical strategies for attracting and expanding private investment.

- Launched new initiatives to help cities increase college completion rates, including a $12 million site-level initiative to assist four cities in helping more students attain postsecondary degrees or credentials.

In 2011, we are poised to deliver even more value for your membership dues!

- We will continue to advocate aggressively on behalf of all communities with priority focus on protecting proven federal investments like the Community Development Block Grant program in our communities, promoting federal investments in the nation's transportation system, urging Congress and the President to fix the country's broken immigration system, and partnering with the Small Business Administration and city leaders to help better connect business in our communities to federal resources.

- We will convene a Leadership Academy on Local Economic Competitiveness in Global Era in partnership with the Trade Development Alliance of Greater Seattle.

- We will conduct a "sustainable infrastructure tour" of four cities/regions, Chicago, Los Angeles, Atlanta, and Houston in collaboration with Siemens Corporation.

- We will seek to engage mayors in a permanent series of in-depth problem-solving discussions through the Mayors' Institute on Children and Families, building on two successful pilot sessions that were modeled on the Mayors' Institute on City Design.

- We will continue efforts to create a new municipal bond insurance company that will improve cities' access to the credit markets.

Please check our website www.nlc.org for updates and opportunities to get involved. We are confident that NLC leadership will continue to make strategic decisions in the face of rapidly changing technology, critical funding issues, and complex changes in this environment.

Should you have any questions about your membership dues, please contact Member Relations at memberservices@nlc.org or 202-626-3100. We are counting on your support.

Sincerely,

Donald J. Borut

Don Borut
Executive Director

P.S. – **Mark your calendars**: Join us for the 2012 Congressional City Conference in Washington, D.C. at Marriott Wardman Park Hotel from March 10-14, 2012, and the 2011 Congress of Cities & Exposition in Phoenix, Arizona, November 8-12, 2011. For more information visit our website at www.nlc.org

City of Milford

Resolution

2011-5

ACCEPTING PUBLIC IMPROVEMENTS FOR SILICATO-WOOD COMMERCIAL DEVELOPMENT SUBDIVISION

WHEREAS, Chapter 200 provides that public utilities shall be accepted into the City of Milford's Public Utility System by resolution of City Council; and

WHEREAS, The City Engineer has determined that all required improvements to the Silicato-Wood Commercial Development Subdivision water and sewer utility systems have been completed; and

WHEREAS, approval to operate those utilities has been obtained from the applicable State Agencies; and

WHEREAS, the Silicato-Wood Commercial Development Subdivision Developer has provided the City of Milford with a Letter of Credit for the Public Improvements and Public Utilities guaranteeing said improvements for one year from the date of acceptance; and

WHEREAS, said Developer has provided as-built drawings of the utilities to the City.

NOW, THEREFORE BE IT RESOLVED that the City Council of the City of Milford during a regular session of Council, by a favorable majority vote, accepts the Public Utilities of the Silicato-Wood Commercial Development Subdivision being dedicated for Public Use into the City of Milford's Public Utility System and the City of Milford shall assume responsibility for the future maintenance and repair of the public utility system in the Silicato-Wood Commercial Development Subdivision.

_____

Mayor Joseph Ronnie Rogers

Attest: _____

Teresa K. Hudson, City Clerk

Adopted: May 23, 2011

CITY OF MILFORD MEMORANDUM

TO: Mayor & City Council

FROM: David W. Baird, City Manager

SUBJECT: Budget for Downtown Project

DATE: May 18, 2011

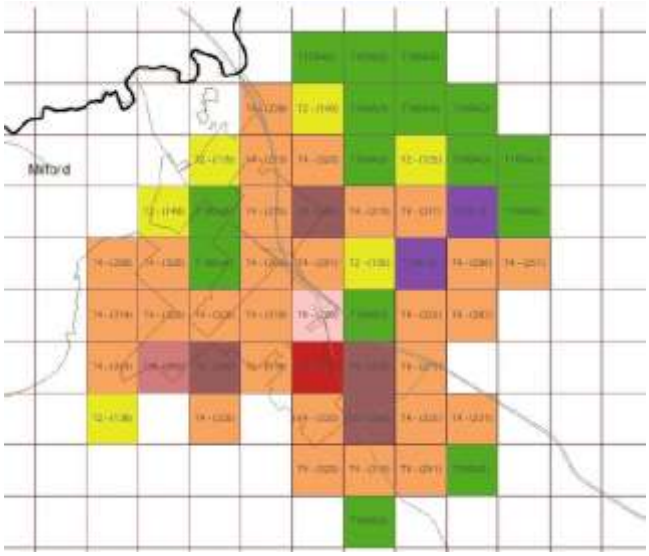
City Council previously agreed to provide the matching funds in the amount of $375,000 for the N.E. Front Street Streetscaping Grant of $250,000 that was awarded to Downtown Milford, Inc. (DMI). The City's matching funds are currently being held in reserve for the project. Since the N.E. Front Street project is not at a point to proceed, DMI is requesting City Council reallocate $125,000 of the $375,000 to the Downtown Tree & Grate program.

The Downtown Tree & Grate Program will provide tree grates along N.W. Front Street and Walnut Street from SE 2nd Street to NE/NW Front Street in the same fashion that was completed during the pilot project in front of Wilmington Trust in December of last year. The Downtown Tree & Grate Program will have a budget of $125,000 and the work will be completed as a City project.

I recommend City Council reallocate the $125,000 in accordance with the request from DMI.

Milford South East Neighborhood Master Plan

Public Review DRAFT – May 6, 2011



Adopted and Certified as an Amendment to the
City of Milford Comprehensive Plan
DATE, 2011

Prepared by:

The City of Milford, Delaware

In conjunction with:

The State of Delaware

With assistance from the:

University of Delaware
Sustainable Coastal Communities Program

Acknowledgements

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Chapter 1
Overview of the Master Plan

Milford's Comprehensive Plans

The City of Milford has a long history of comprehensive planning. In the early 1990s the City developed a comprehensive plan that included land use, growth, and annexation recommendations for an area that surrounded the existing City. Despite a rather large growth area, annexations were slow during this time. In 2003, Milford updated that plan with a new comprehensive plan designed to comply with the State's new planning statutes. That plan was eventually reviewed and certified by the State of Delaware in accordance with the new requirements in the Delaware Code.

During the mid-2000s, the national economy experienced what was then thought of as a "housing boom." Milford was not immune to this economic force, and experienced a rapid increase in annexation and subdivision requests during this time period. The development community aggressively sought to take advantage of new market opportunities, eventually subdividing over 8,000 lots in the City alone. Several of the annexations requested required amendments to Milford's plan. Milford amended their plan in 2004, 2005 and 2006 to address new annexation opportunities, among other changes to their plan document.

Annexation in the South East Neighborhood

Prior to 2005, the land to the East of State Route 1 (SR 1) South East of Milford was farmland interspersed with a few large lot subdivisions and various rural homes on large lots. In 2005, a land developer proposed a major subdivision consisting of approximately 780 single family homes in this area. The developer's intention was to develop this subdivision under existing Sussex County regulations. This property was not adjacent to the City of Milford, but was very close to property that was already in the City limits. The City became concerned that if this subdivision was constructed, they would be the de-facto provider of services (fire, police, library, parks and possibly even sewer and water eventually) without the benefit of a tax base to support those services.

Milford engaged in discussions with the developer, other adjacent property owners, and the Office of State Planning Coordination to explore the annexation of this area. The City was neutral regarding whether or not this area should be developed. However, if the area was to be developed the City's position was that they would rather have it in the municipal jurisdiction in order to provide necessary public services and infrastructure in a cost effective manner. The

State and its agencies were concerned about "urban sprawl" in this area compromising active, productive farmland, some of which had been permanently protected using State tax dollars. There are also many environmentally sensitive resources in this area associated with Cedar Creek and its tributaries. And finally, the location East of SR1 was difficult and dangerous to access due to an at-grade cross over and heavy traffic, especially during the summer months.

After much discussion, a consensus was reached. The State supported a comprehensive plan amendment that would allow for annexation and development of this area. The caveat was that the development must occur in accordance with a Master Plan to be developed collaboratively by the City and the State. This Master Plan would address detailed strategies to protect farmland and open space, provide needed transportation and utility infrastructure, and prevent further development activities to the East of this area. This document is the Master Plan that was envisioned during these discussions.

Milford's comprehensive plan was amended in 2006 to include this area as an annexation area, subject to the Master Plan. Annexations of some of these parcels began shortly thereafter.

The Memorandum of Agreement

The process of developing this Master Plan began in earnest with the signing of a Memorandum of Agreement (MOA) by the City and the State in March, 2008. The MOA set out the general parameters that formed the consensus of all parties to work together on development in this area. These parameters included a commitment to work collaboratively; to include other stakeholders; to address utility and road infrastructure in a comprehensive manner; to protect the agricultural economy through farmland preservation and limits on further utility expansions; protect natural resources; and to ensure an appropriate mix of land uses in the developed area.

The original signatories of the MOA included the City, the Office of State Planning Coordination, the Delaware Department of Transportation and the Delaware Department of Agriculture. As the development of this document has progressed, the Delaware Department of Natural Resources, the Delaware State Housing Authority, and the State Historic Preservation Office have all contributed materials and have become partners in this endeavor.

The project area covered by the MOA was originally limited to areas East of SR1. In 2008 the City engaged in a complete re-write of their comprehensive plan which culminated in an entirely new plan document that was adopted in early 2009. The new plan separated the city into several "neighborhoods" for planning purposes. The area covered by the MOA was located

in the South East Neighborhood, which also included lands west of SR1 including a number of existing and developing subdivisions. By mutual consent, all parties agreed that it made sense to adopt the entire South East Neighborhood as the project boundary for this Master Plan. The City's new 2009 comprehensive plan included other planning concepts that have been integrated into the Master Plan, including an urban growth boundary and a greenbelt with open space and farmland within and adjacent to the Eastern edge of the project area.

What is a Master Plan?

> Definition of a Master Plan
>
> A Land Use Plan focused on one or more sites within an area that identifies access and general improvements, and is intended to guide growth and development over a number of years or in phases.
>
> From the Planners Dictionary, American Planning Association

While the City's comprehensive plan forms the foundation for the Master Plan, the Master Plan differs from a local government's comprehensive plan in a number of ways:

- A more detailed plan for land use, including build-out calculations
- Detailed planning for the provision of infrastructure and services, including timing , phasing, and funding
- Partnerships and collaborative planning between and among different levels of government
- A more predictable plan that addresses items necessary for implementation
- Commitments, agreements and timeframes for implementation coordinated among the various partners in the planning process.

The Master Plan Process

The development of the Master Plan proceeded from 2008 until today. The City and the Office of State Planning Coordination have been the co-chairs of this planning effort. The process was kicked off with a series of three public meetings to consider ideas and public opinions about the future of this area. The University of Delaware's Sustainable Coastal Communities program provided support for these workshops, and has continued to work with the City to assist with land use modeling and phasing of development.

After gathering public input, Milford's City Planner developed a consensus land use plan that reflected a composite of the public's input. That land use plan has continued to be revised based on input from the other stakeholder agencies, and the City's plans for utilities in the area. All of the stakeholder agencies have worked with the co-chairs to develop chapters for this Master Plan. The stakeholders have included the City itself, DDA, DNREC, and DelDOT. In addition, the Delaware State Housing Authority (DSHA) and the State Historic Preservation Office (SHPO) have provided valuable input.

This draft represents the first public release of the full document. It is the first time that all of the chapters have been placed in a single document for review. The City and the State Agency partners welcome public input. The process will continue with a series of public hearings and workshops for citizens, landowners, developers and other stakeholders. After all public input is collected and addressed; this Master Plan will be adopted as an amendment to Milford's comprehensive plan and will guide future development and preservation activities in Milford's South East Neighborhood.

The Result: Predictable, Shovel-Ready Development along with Proactive Preservation
This process has resulted in the achievement of two complimentary goals for this Master Plan Area.

Ready for Economic Development

The detail of this Master Plan has addressed many of the infrastructure issues that would have been managed in an ad-hoc manner through conventional development practices. As such, in the areas that are identified for future development developers will know in advance how utilities will be provided and what their other contributions and requirements would be. Notably, the City and State have designed the following "package" of infrastructure improvements for the area:

- DelDOT will be constructing a new grade separated intersection at Routes 1 and 30. Construction is currently scheduled for 2012 and 2013, with completion due in late 2013. This improvement will allow safe, efficient movement of traffic between the East and West sides of the Master Plan Area, and enable to development of the area East of SR 1. See Chapter 8 for more details.

- The City will be constructing a new water system in the Master Plan Area that will include a water tower and distribution lines. Depending on the acquisition of easements and other siting factors, this infrastructure may extend East of SR 1. Funding is in place to construct this system in the immediate term future. See Chapter 9 for more details.

- The City has commissioned their engineering consultant to design the sewer transmission system for the Master Plan Area. The basics of the design are described further in Chapter 9. The City's commitment extends to actually completing the engineering necessary to have the system installed, and permitting the system so that it is ready to be constructed as soon as there is a user ready to build a new project and tie in to it. The City will work with interested developers to identify financing options that will enable development to occur in accordance with the Master Plan.

The impact of these infrastructure commitments is that virtually any parcel within the Master Plan Area will be ready for development and occupancy. Areas to the West of SR 1 could be constructed at any time, pending completion of the water system. Areas to the East of SR 1 could be ready for occupancy in late 2013, which is when the road access is projected to be completed by DelDOT.

Poised for Preservation

The Master Plan is not only about preparing land for development. Much of the detailed work that has gone into preparing this Master Plan has been done to assure that any new development is completed in a way that does not negatively impact the natural environment or the viability of the agricultural lands located in the Master Plan Area.

- The Delaware Department of Agriculture has developed an innovative Transfer of Development Rights (TDR) program that provides land owners incentives and options to preserve the lands that are identified as Open Space Agriculture in this plan. This program is but one of many options land owners have to remain in farming and protect their land. The Land Use Plan clearly identifies where land is to be protected and where development is to be promoted so that issues of fragmentation and encroachment are minimized. See Chapter 4 for more details.

- The Delaware Department of Natural Resources and Environmental Control has identified significant natural resources in the Master Plan Area, and promoted design guidelines to protect these areas. Most of the critical resources are located along the tributaries of Cedar Creek, and include wooded areas, rare species, excellent wildlife habitat, wetlands, and sensitive watercourses. The Master Plan directs dense development away from these areas. When parcels that contain sensitive resources are subject to future development, DNREC has offered design guidelines which will enable development that does not degrade or encroach on these important natural features. See Chapter 5 for more details.

Chapter 2
Public Workshop Sessions

To kick off the Master Plan process, the City held three public workshops at the Carlyle Fire Hall in September and October of 2009. The goal was to engage citizens and property owners in the Master Plan area in a discussion about the future of the neighborhood. Over 1000 invitations were mailed to those who lived or owned property in this area. Only a portion of this land is currently in the City limits, so both City and County residents were included in this mailing. The meetings were also widely advertised through newspapers and on the City's website.

The University of Delaware's Sustainable Coastal Communities Program was engaged to help structure and run the workshops to maximize public participation and ensure that productive input was received. UD devised the three workshops as a series: the expectation was for residents to attend all three in sequence as each built upon the last. More than 70 individuals attended the first workshop, and over 30 people remained with the process for all three.

The UD project team used CommunityViz geographic information system software to develop the "University of Delaware SCC Land Use Model." This model was developed for use throughout Sussex County, and was immediately useful for this process because the entire South East Neighborhood is in Sussex. The model uses 100-acre tiles in a grid across Sussex County to illustrate potential development patterns. A palette of colors ("crayons") represents 13 typical land use types (4 rural, 6 suburban/urban mixed, and 3 non-residential), each with its associated residential and non-residential densities, population, employment, tax, water and wastewater usage, and traffic generation characteristics. To help people visualize the land uses, the team used computer graphics programs including CommunityViz Scenario 3D and Google Earth to create three-dimensional models for each of the 13 land use types.

At Meeting One, citizens reviewed current plans for the neighborhood, learned about constraints to development, and identified their values. They viewed and deliberated about three potential long-range growth scenarios based on 3D representations of land use types and their associated demographics.

At Meeting Two, citizens used a table exercise to plan the Southeast Neighborhood, using colored tile "crayons" placed on an aerial map. The attendees produced seven somewhat different plans that were merged into three scenarios: "Current Trends," "New Community," and "Suburban." Build-outs of each scenario were analyzed in numeric terms, mapped, and

visualized in 3D, and had their associated demographic impacts estimated.

At Meeting Three, citizens viewed the results of the analyses and discussed the benefits, challenges and cost implications of each. They used keypads to vote on preferred scenarios. A resulting Composite Scenario was developed by Milford's City Planner and has become the basis for this Master Plan for the neighborhood.

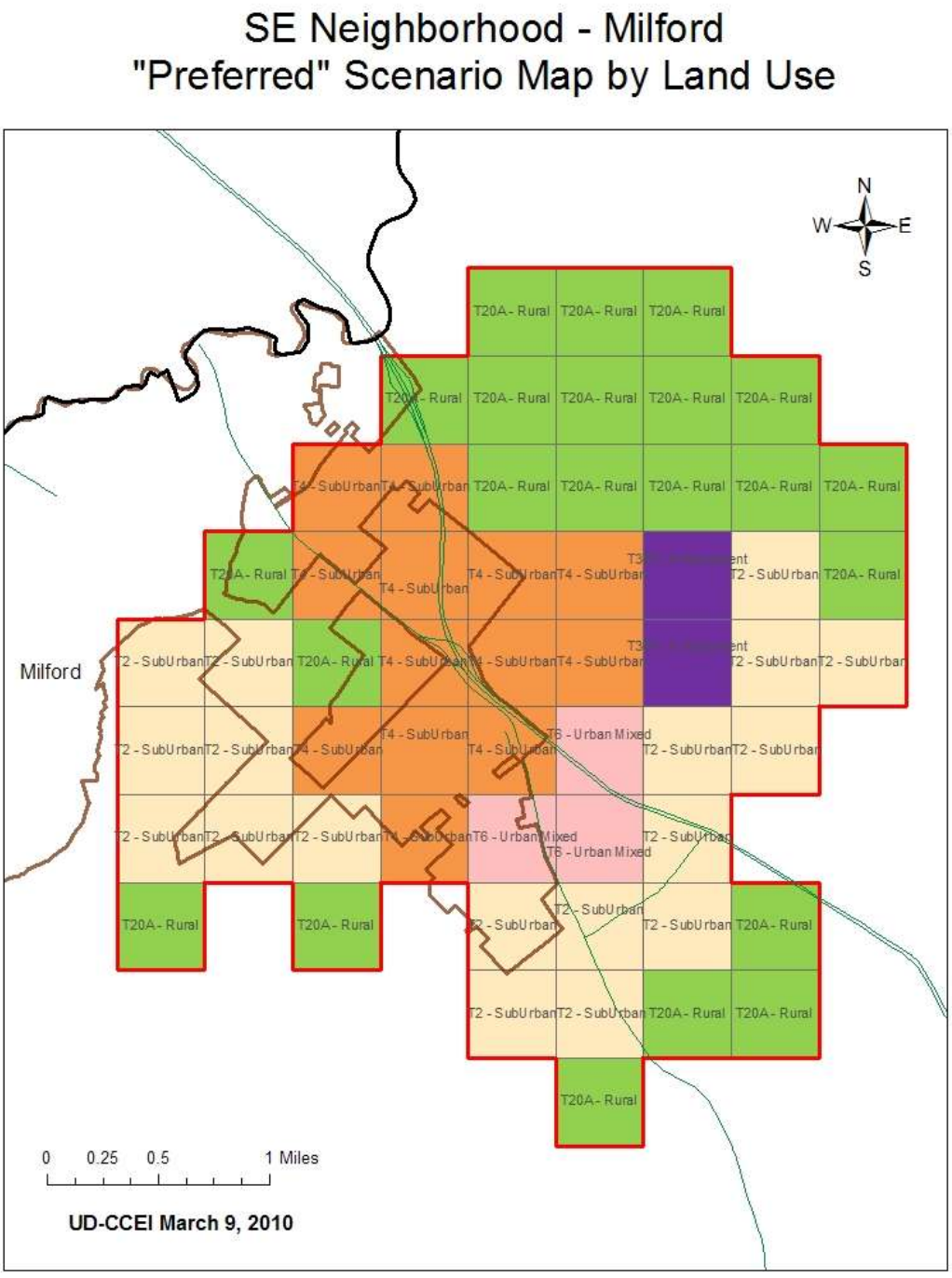
The project modeled an expanded public process combining scenario development and deliberation, analysis, and decision-making. According to UD project leaders, citizens were astounded to be able to significantly influence the resulting plan. The County Plan had envisioned approximately 18,000 dwelling units for the area and the City Plan showed approximately 15,000 dwelling units. The agreed-upon Composite Scenario (labeled Preferred – Alt) results in only 8,500 dwelling units, incorporates open space, consolidates commercial areas, and retains areas of farmland. Map 2.1 shows the Preferred-Alt Scenario developed at the workshops.

UD has continued to assist the partners as they have developed detailed plan elements. CommunityViz software has been very helpful to estimate build-out potential for the area and phasing for infrastructure improvements. The final version of the land use plan (known as Preferred – Revised) contains the potential for approximately 11,700 dwelling units and corresponding increases in commercial space and jobs. The increases over the Preferred-Alt scenario are due to a more accurate accounting of existing units and approved and recorded subdivisions, as well as a reflection that the base density in the City is approximately 3 du / acre corresponding to the least dense zoning district available. The Preferred- Revised Scenario is more fully described in the Land Use Plan, Chapter 3.

Portions of this chapter have been adapted from a Community-Viz case study titled "Community Planning with Digital Crayons and Real-Time 3D" written by Carol Bason and Bill McGowan of the University of Delaware Sustainable Coastal Communities Program. This document has been used with permission. The software vendor, Placeways LLC, has this case study on their website. To view the full case study, please visit:

http://placeways.com/communityviz/gallery/casestudies.php

Map 2.1. The Preferred – Alt Scenario



Chapter 3
Land Use Plan

The standard way of thinking about Land Use for the Southeast Planning area was that it would continue as it had in the past, in a rather haphazard way, commonly referred to as "urban sprawl." As a result of public input at the workshop series and through many meetings and with input from State agencies including the Office of State Planning Coordination, DelDOT, DNREC, the Department of Agriculture, the University of Delaware and the City of Milford a new planning concept has emerged. This new "planning model" as proposed protects and preserves valuable farm land from development through a program called Transfer of Development Rights, conserving approximately over five hundred (500) acres of agricultural lands for future generations. This plan shields the environment through recommendations from DNREC concerning encroachment of the flood plain, storm water management in designated water recharge areas and the protection of aquifer areas. With the cooperation of DelDOT, a Transportation Element has been developed for the Southeast Neighborhood Planning Area that identified and analyzed the transportation improvements that will be required to accommodate the expected changes in land use and increases in traffic volumes for this area. The City of Milford's part in this program was the preparation of a master plan for the construction of water and sewer utilities to serve this neighborhood in a cost efficient manner ensuring that development would be served adequately and that this new development would pay its fair share through a variety of options. The second contribution from the City was the preparation of a Land Use Plan for this area, which would reflect the actual development presently occurring in this neighborhood and guide future development in accordance with this Master Plan.

Public Input: The "Preferred – Alt" Plan

The public input received at the three public meetings described in Chapter 2 formed the basis for this Land Use Plan. The final result of these three meetings was the development, by the public, of three (3) Future Land Use Map Scenarios. The first was labeled "Current Trends" because it reflected a business as usual approach to development. The second was called "New Community" because it consolidated growth, particularly non-residential uses, around the interchange that was to be built at Routes 30 and 1. The third was labeled "Suburban." This scenario drastically reduced density and removed most commercial or employment uses. At the last civic meeting the participants voted on the three Scenarios. After the vote was tallied there was no clear cut preference for the most representative Future Land Use Map. Milford's

City Planner took the three scenarios and consolidated them into the "best choice" Future Land Use Map. This version of the map was titled Preferred – Alt (see Map 2.1).

All of the partners agreed that this map reflected the goals of the public during the public workshops, while also reflecting existing conditions, approved subdivisions, and known infrastructure improvements occurring in the neighborhood. Density and commercial development were reduced from the current comprehensive plan, development was concentrated around the interchange, and open space and agricultural lands were protected around the periphery of the planning area.

Refining the Public's Vision: The "Preferred – Revised" Plan

The City and the partner agencies worked over the next year and a half to refine the Preferred – Alt Land Use Plan into the plan that has become the Future Land Use Plan for this Master Plan. The important components of the revision process are described below.

Moving from 100 Acre Grids to Parcels

The land use model developed by the University of Delaware using CommunityViz software was designed using 100 acre grids as a unit of measure. This makes it easy for planners and members of the public to visualize different land use and neighborhood types. It is easy to move the grids around to create different land use scenarios, even in public meeting settings such as those held at the fire hall. The relative simplicity of this model allows the software to "recalculate" the impact of new land use scenarios quickly, even when using a standard laptop computer.

While this model is perfect for working with the public to visualize different land use scenarios, it is not accurate enough to plan for new infrastructure such as sewer, water, and roads. The Delaware Department of Transportation, a partner in this project, offered their staff expertise to provide detailed mapping of the Master Plan Area using their Geographic Information System (GIS) software. Very early on in the process the project team worked with DelDOT GIS and planning staff to develop a version the preferred scenario at the parcel level. This map has continued to be refined and is now known as the Land Use Map, Map 1.

Accurately Reflecting Existing Units and Approved Subdivisions

The Master Plan Area currently contains many existing houses, subdivisions and approved subdivisions. Moving to a parcel based map allowed the project team to accurately count those units. Although the area is quite large and has a lot of land left to develop, the team quickly realized that many of the parcels already had approved and recorded subdivisions located on

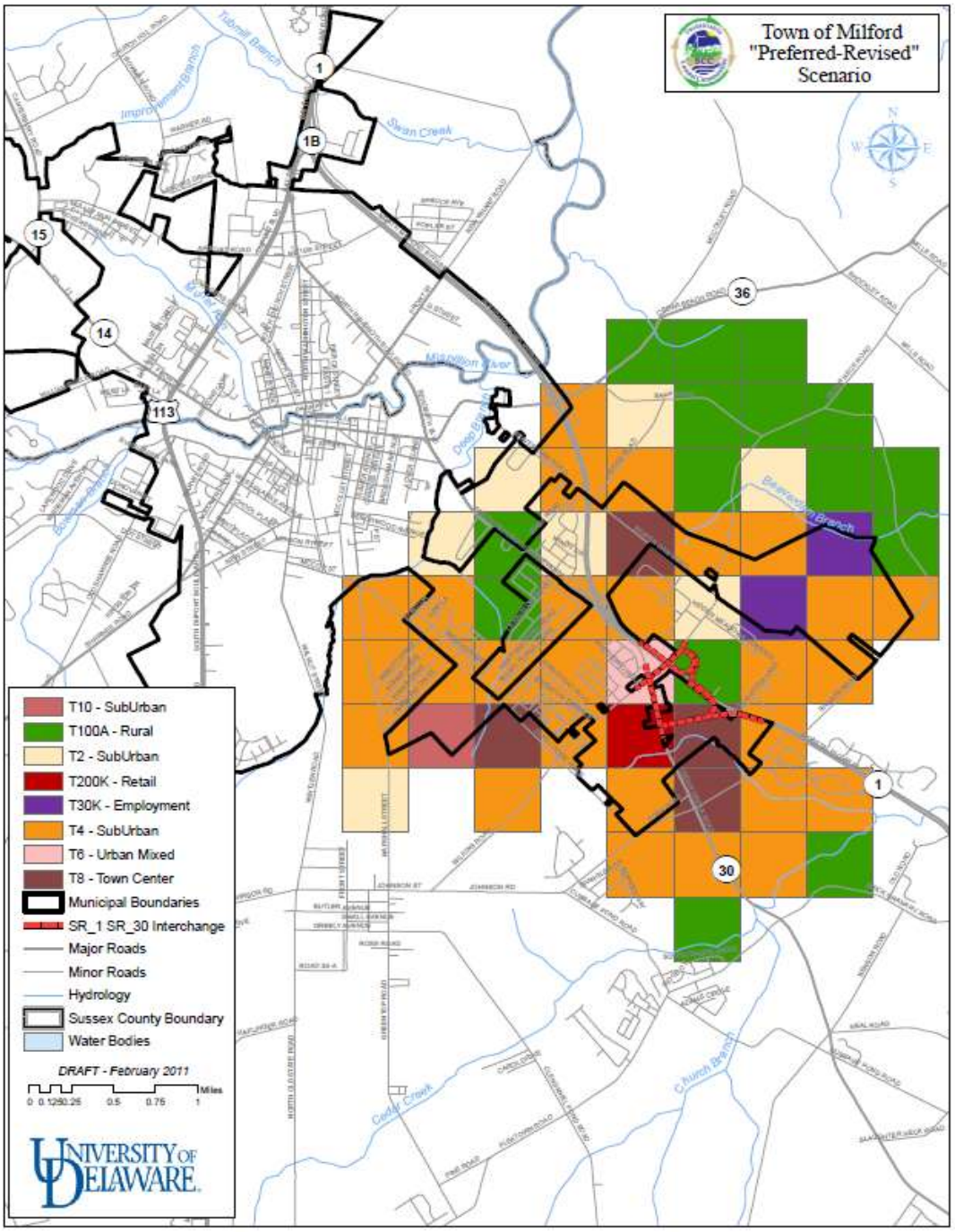
them. Some of those subdivisions had already started to be constructed, although construction had slowed by this time due to economic conditions. The decision was made to assume that these subdivisions would eventually be built as they are currently designed. This left a smaller sub-set of parcels that would be the focus of new residential, commercial and employment land uses. This information is reflected on the Future Land Use Map (Map 1), and eventually was fed back in to the CommunityViz land use model to become the Preferred – Revised Scenario (Map 3.1).

Coordinate Land Use Plan with Agricultural Preservation

As a partner in this project, the Delaware Department of Agriculture (DDA) worked to develop a strategy to preserve the agricultural lands along the eastern portion of the Master Plan Area. A number of large farms have already been preserved in this area, and they developed a program to encourage land owners of near-by farms to preserve their land as well. This program is called Transfer of Development Rights (TDRs), and is fully described in Chapter 4.

DDA evaluated the lands within the Master Plan Area in detail and determined which farms had the characteristics and suitability to remain productive. These were identified for future preservation, and have been shown as Open Space Agriculture on Map 1. Should the land owners choose to preserve their land using the TDR program, they would be compensated for their "development rights" and those rights would be transferred to another area. Those areas would be called "receiving areas" where higher densities would be permitted only by redeeming rights purchased from landowners willing to sell them and protect their land. The land use plan identified three receiving areas where up to eight units per acre would be permitted. These areas are shown as hatch marks on Map 1.

Map 3.1. The Preferred – Revised Scenario



The Land Use and Transportation Connection

As DelDOT was developing their transportation plan for the Master Plan Area (see Chapter 8), they identified the concept of transit loops that would link residential, employment, and commercial uses in the developing area with the existing downtown. Transit service is not viable at the low densities that are present in the area today. In order for transit to be efficient and cost effective, there must be "nodes" or locations of activity where people or jobs are clustered together so that they might take advantage of bus service or other transit.

The Master Plan initially provided two important nodes of activity. The first is a commercial center or district that is planned West of SR 1 in the vicinity of the planned grade separated intersection at Routes 1 and 30. The other is the proposed employment center located to the East of the same interchange. Both areas will provide a concentration of jobs and services that make them ideal locations for future bus stops. The TDR receiving areas conceived by DDA would also be ideal locations because they would allow for higher density residential uses, up to 8 du / acre. The project team carefully planned the location of the TDR receiving areas so that they would be along the bus routes, providing bus stop locations to ensure the future viability of transit service for the Master Plan Area.

Base Density in Milford

The Preferred – Alt land use scenario developed as a composite of the public input received at the workshops identified a large portion of the land area to be for single family housing at a density of 2 units per acre. This is consistent with the density permitted by-right under Sussex County's regulations with access to sewer and water. The City's position is that any lands that will receive sewer and water must annex into the City limits. Milford's zoning ordinance allows for a minimum base density of approximately 3 du/acre through their R-1 Zoning District. The City finds that sewer and water utilities are not cost effective with densities of less than this amount. This information was loaded back into the Community Viz model as a part of the Preferred – Revised scenario.

Milford South East Neighborhood Master Plan - Land Use Plan

The final map that will guide future land use in the Master Plan Area is the Land Use Plan, included as Map 1. The land uses identified on this are described as follows:

Residential – Low Density. The majority of the residential land uses in the Master Plan Area are low density, which includes many existing homes and subdivisions, some of which are unbuilt. It

is assumed that undeveloped lands would be built as mostly single family homes at a density of about 3 units per acre if annexed into Milford.

Residential – High Density. This land use category is reserved for two approved subdivisions that are planned for up to 12 units per acre. One of these subdivisions, Hearthstone I, has been under construction for many years. The other is currently unbuilt.

Open Space Agriculture. The Eastern portion of the Master Plan Area is identified for open space and agriculture. This will protect the viability of the agricultural industry in this area, protect the environment, and create a "greenbelt" to prevent future development from encroaching future to the East towards Slaughter Beach and the sensitive coastal environment near the Delaware Bay. This land use category is also used for the golf course at Shawnee Country Club, as the assumption was made that this land would stay as open space of some type.

Innovation Park (Employment). This land use category is named for the current proposal for the lands East of SR 1 that are intended for future institutional use. The current concept is for a medical campus that would provide many jobs and medical services for the region. Regardless of the ultimate user, it is intended that this land use be associated with a large employer to bring jobs and economic development to the Master Plan Area.

Commercial. This land use category is used to identify a future commercial use or district in the vicinity of the proposed interchange at SR 1 and Rt. 30. It is expected and encouraged that this commercial district may include some mixed uses, such as residential condos or apartments over stores, to provide a vibrant community center that will serve the entire Master Plan Area with needed services and recreation.

TDR Receiving Areas . In these areas the City will allow residential development of up to 3 du / acre "by-right." In addition to this, developers will be given the opportunity to purchase TDR credits through the program described in Chapter 4 and build at a density of up to 8 du / acre. The areas are hatch marked to indicate that the boundaries are subject to change based on design review at the time of development. The only criterion is that all of the higher density units must be within ¼ mile of a current or future transit stop. Mixed uses, such as small scale commercial to serve the residents, may be considered at the time of development.

DelDOT Owned Property. Lands in this category are owned by DelDOT to allow for the construction of the grade separated intersection at Routes 1 and 30.

By the Numbers: Build-Out Timing and Phasing

The land use details included in Map 1 were loaded back into the CommunityViz software in order to generate build-out calculations for the area. This allowed the project team to compare the Land Use Plan with the Preferred – Alt scenario developed as a composite from the workshops. It also allowed comparisons to the current Milford Comp Plan. See Table 3.1 for a summary of the differences, and Appendix 1 for a more detailed review of the model output.

Build-Out: How Much Could be Built Some Day?

Planners use the term "build-out" to describe how much development could be achieved in a given plan or planning area. This is a very effective and necessary exercise for this Master Plan, as it has allowed the project team to properly design and size infrastructure improvements such as roads, water and sewer.

The current Milford Comprehensive Plan would allow for up to 15,000 new dwelling units and approximately 39,700 new residents. The Preferred – Alt scenario yielded approximately 7,600 new homes and 19,500 residents. The Land Use Plan, reflected by the Preferred – Revised scenario on Table 3.1, has room for about 11,800 homes and 30,700 residents. This is less than the current comp plan but more than the Preferred – Alt scenario. The increases are due to Milford's base density for low density development, and the higher accuracy in accounting for existing homes as well as approved subdivisions.

In terms of jobs and non-residential space, the relationship is similar. The current comprehensive plan would allow for a massive amount of commercial space, almost 8 million square feet and 10,200 jobs. In the workshops, the public drastically reduced this amount of commercial to just less than 1 million square feet and about 2,500 jobs. Perhaps more importantly, the commercial activities and employment land uses were clustered around the new grade separated intersection to allow for safe road access. Other positive effects of this choice were that these areas can be served by transit and have the potential to serve as a commercial district for the new community. The project team revised the amount of building square footage up to about 3 million and 4,800 jobs to account for developer's plans for these areas, but did not increase the overall amount of land devoted to commercial and employment uses. In fact, the team realized that some of the commercial lands identified in the current comprehensive plan were not able to be safely accessed from the roadways, and were thus changed to low density residential future land use.

Timing and Phasing: How Long Will This Take?

While the "build-out" exercise is important for planners and engineers, the question that most people want to know the answer to is, "when will all of this development get built?" The answer to this question is very important to planners as well because it is necessary to develop timing and phasing plans to ensure that infrastructure is in place when it is needed by new residents and businesses. It is not a cost effective use of tax dollars to build infrastructure before it is needed, either. So timing is critical.

The project team developed some realistic assumptions about the pace and timing of development based on regional and Statewide data about population growth, and data specific to Milford in the form of building and development permits. Many people can remember the frantic pace of building and land development activity just a few short years ago in the mid-2000s. We all know now that this was what economists call a "bubble," and was an unusual and short term phenomenon that does not reflect what might happen in the future over a longer period of time. Actual growth and development rates will be much more modest and sustainable based on economic realities, not market "bubbles."

The team selected a growth rate of approximately 2% per year for Milford, including the Master Plan Area. This averages out to about 40 new houses and 80 new residents per year, which is similar to the historic average experienced in Milford. Using the CommunityViz software, two future scenarios were developed to reflect what is expected in future years. In 2020 it is expected that an additional 491 houses and 1,251 residents would be in the Master Plan Area. This scenario also assumes that a small amount of new commercial is constructed, only 160,000 square feet employing 462 people. The second scenario assumes the same rate for residential growth, with an additional 525 houses and 1,330 people. However, by 2030 the team assumed that some of the larger commercial and employment uses would be constructed and operational (perhaps a new shopping center, or even a medical campus at the Innovation Park site). As such, more than 1 million non-residential square feet of building space and over 1,100 new employees would be expected by 2030.

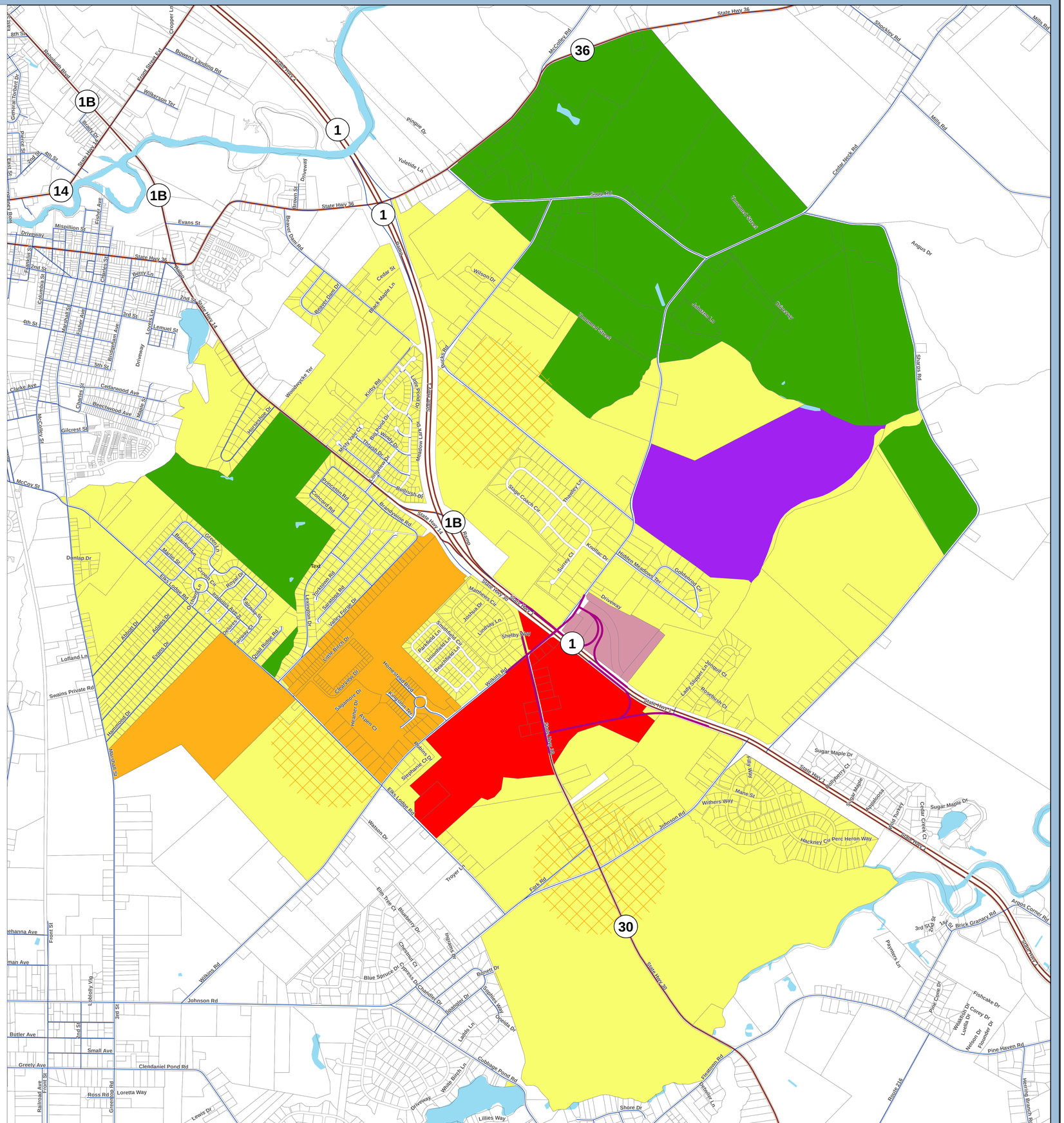
Table 3.1. Summary of Alternative Plan Scenarios from Community Viz

	Existing Land Use	Preferred Alt (at buildout)	Preferred Revised (at buildout)	Growth 2020	Growth 2030	Milford Comp Plan as adopted (at buildout)
Dwelling Units	1,943	7,626	11,769	2,434	2,959	15,083
Number of Residents	4,709	19,459	30,739	5,960	7,290	39,659
Commercial Floor Area	0	995,000	2,985,000	160,000	1,185,000	7,970,000
Employees	262	2,519	4,875	724	1,854	10,275
Date Created	Oct. 2009	Oct. 2009	Dec. 2010	Apr. 2011	Apr 2011	Jan. 2009

Sources: University of Delaware Sustainable Coastal Communities Program. Growth 2020 and 2030 Scenarios developed by City of Milford, Office of State Planning Coordination, and UD based on Delaware Population Consortium growth rates and City of Milford building permit information.

Milford
South East
Neighborhood
Master Plan

Map #1
Land Use


36
1B
1
14
1B
1
1B
1
30
State Hwy 36
State Hwy 14
State Hwy 1
Evans St
Milford
Driveway
Front St
Mispillion St
Columbia St
Fisher Ave
Christie St
Gerry Ln
2nd St
3rd St
4th St
5th St
Lemuel St
Cedarwood Ave
Beechwood Ave
Gilcrest St
McCoy St
Clarke Ave
Woodwycke Trr
Kirby Rd
Meadow Lark Dr
Thrush Dr
Brandywine Rd
Concord Rd
Huntington Rd
Dunlap Dr
Abbott Dr
Evans Dr
Lofland Ln
Swains Private Rd
Hammond Dr
Quail Ridge Rd
Valley Forge Dr
Shelby Way
Lindsay Ln
Joshua Dr
Parkland Ln
Woodland Dr
Beachland Dr
Kimberly Dr
Heather Dr
Ryans Ct
Stephanie Dr
Stephanie Ct
Ellis Lodge Rd
Watson Dr
Troyer Ln
Fold Rd
Johnson Rd
Wilhers Way
Mane St
Hackney Ct
Perc Heron Way
Sugar Maple Dr
Cedar Creek Ct
Pondalusa
Willet Turnes
Sunnyway
Arnds Corner Rd
Brick Granary Rd
Pawnees Ln
Pine Cone Dr
Fishcake Dr
Corey Dr
Lusita Dr
Flounder Dr
Nelson Dr
Pine Haven Rd
Herring Branch Rd
Route 216
Shore Dr
Jennifer Ln
Stanton Rd
Lillies Way
White Birch Ln
Cubbage Pond Rd
Ladies Ln
Southern Way
Bennett Dr
Blue Spruce Dr
Cypress Dr
Chestnut Ct
Williams Rd
Clendaniel Pond Rd
Loretta Way
Ross Rd
Greenton Rd
Railroad Ave
Small Ave
Greely Ave
Butler Ave
Lobdell Vly
Front St
3rd St
2nd St
1st St
Shore Hwy 30
Sugar Maple Dr
Cedar Neck Rd
Mills Rd
Shawnee Rd
Angus Dr
Johnson Ln
Thurmond Street
Rykwood
Supply Rd
McColley Rd
Blockley Rd
Wilson Dr
Cedar St
Black Maple Ln
Edwards Dam Dr
Dam Rd
Pingue Dr
Yuletide Ln
Brown St
Driveway
Front Street Ext
Bowers Landing Rd
Wilkerson Ter
Rabbit Run
Fisher Ave
Lewis Ln
Bridlingham Ave
Hazelhall St
Charles St
Columbia St
Fisher Ave
Lofland Blvd
General Torbert Dr
Brady Dr
Saint Mary's Ln
Grosper Ln
8th St
Walnut St
Church St
Pulice St
Elm St
Cedar Creek Rd
Stage Coach Cir
Thrawley Ln
Knollac Dr
Surrey Ct
Hidden Meadows Ter
Gatherand Cir
Driveway
Lady Slipper Ct
Jehovah Ct
Rosebrook Ct
Driveway
Driveway
Driveway

Chapter 4
Agricultural Preservation

The Delaware Department of Agriculture (DDA) supports and endorses the City of Milford South East Neighborhood Master Plan. The Department is especially encouraged to see the large area of farmland to southeast designated as continued agricultural use. The state has already made a significant investment of taxpayer's money to permanently preserve a number of farms in this area through the Delaware Agricultural Lands Preservation Foundation (DALPF). In addition, the Department has performed a Land Evaluation/Site Assessment (LESA) analysis of the parcels designated as Open Space-Agricultural in the plan. The LESA model was developed by the United State Department of Agriculture (USDA) to evaluate a parcel of land's suitability to remain in agriculture for the foreseeable future. The analysis showed all of the parcels are well-suited, and best used, for agricultural in the future. The DDA will continue to work with land owners in this area to preserve their farms permanently, and build on the investment the state has already made.

Simply preserving farmland is not enough to encourage and support farming in the state. State government and municipalities must make the occupation of farming a viable and rewarding living for the farmer and their family. The Department offers some suggestions below that are mutually beneficial to both the city and the surrounding farms. In addition, the Department has outlined a plan for a transfer of development rights (TDR) program whereby the city and DALPF can partner to permanently preserve the farmland identified in the master plan.

In addition to providing a living to farmers, farmland provides a number of intangible benefits to the cities and people who live around them. In the case of Milford, preserving the farmland to the southeast will create a predictable city limit, with no threat that the land can be developed into residential developments through Sussex County. This would ensure that city's services and infrastructure will not be stressed and overextended without additional tax base to support it.

The farmland will also provide a visual amenity of open green space to city residents along the southeast boundary of the city. There are also environmental benefits such as cleansing precipitation before it recharges the underlying aquifers that feed the city's well fields. The surrounding farm businesses will also be a source of income for the city's businesses, when farm families shop in city. Nearby farms also present the possibility of providing fresh local fruits and vegetables to city residents via roadside produce stands or "u-picks".

Milford Southeast Neighborhood Master Plan
Transfer of Development Rights Program

The Delaware Agricultural Lands Preservation Foundation (DALPF) will partner with the City to develop a Transfer of Development Rights (TDR) program. The Department suggests a program whereby the city selects which farms they want to permanently preserve, and which properties within the city would be allowed to use the TDR credits to build additional dwelling units.

Although the city would have discretion in choosing which farms to preserve, the Department recommends the farms be enrolled in the DALPF program first in order to be eligible. The DALPF is a voluntary program whereby the landowner initially agrees not to develop their land for 10 years. During that 10 year period, the landowner is eligible to sell their developments rights to the state and receive money in exchange for permanently preserving the property in agriculture. In this area, the landowner will also have the option to sell Transfer of Development Rights through the program that will be described in this chapter. Land owners will have at least two options for preservation to choose from.

The DALPF is a well-established program for preserving farmland. It has been operation for nearly 20 years, and has permanently preserved over 100,000 acres in Delaware. This 100,000 acres represents nearly 20% of the state's available farmland, and approximately 8% of the state's total land area.

By partnering with the DALPF, the City will avoid the initial financial expenditures required to preserve a parcel of land. These expenditures include paying to survey the property, paying the legal costs of a real estate settlement, and other associated administrative costs. The DALPF would bear those costs. In addition, the city would avoid the future obligation of monitoring the preserved farms to make sure they remain in compliance with the preservation agreement (easement). The DALPF would assume that responsibility, and would add any properties preserved by Milford to the hundreds of permanently preserved farms it already monitors. In addition, should any future litigation be required to uphold the preservation easement, the City would not have to incur any legal costs.

How a Transfer of Development Rights (TDR) Program Works:

In order for a TDR program to work, a viable market has to be created through a number of steps, including ordinances.

The first step in the process is for the City of Milford to identify "sending areas" and "receiving areas." TDR sending areas are defined as the areas, and properties, where TDR credits will come from. The goal is to permanently preserve these areas as farmland and open space through deed restriction/easement. In return for agreeing to permanently preserve their farm, the landowner would be compensated monetarily. The number of dwelling units (DUs) that could have been built on the property would then be "sent", or "transferred" to a previously designated receiving area where the city is prepared for development at higher densities.
In addition to sending areas, the City would also have to identify "receiving areas" within their municipal boundary. These areas would have to have the available infrastructure to accept higher density. The City would also need strong ordinances in place that would only allow additional density if the developer participated in the city's TDR program. In addition, the ordinance must make the addition of more DUs (higher density) through the TDR program "by right."

Milford's TDR Program

Selecting the Sending Areas

In order to identify suitable sending areas, the DDA performed a GIS analysis of properties just outside, or straddling, the city's future projected growth boundary to the southeast. In order to determine which farm parcels would be most suitable for preservation, the department applied the same qualifying criteria used by the state's Agricultural Lands Preservation Program. The analysis identified 11 farm parcels encompassing 720 acres. These properties are shown in Table 4.1 and on the Agriculture Map, Map 2. This area is ideal because a number of farms have already been permanently preserved by the Delaware Agricultural Lands Preservation Program. In addition, there are several other farms in the area that are currently enrolled in the DALPF program, waiting to be permanently preserved. The farms in the sending area currently zoned for two (2) units to the acre under Sussex County zoning code. Therefore, approximately 1,452 dwelling units could be transferred into the City of Milford, and used on properties designated as receiving areas. The proposed sending areas are shown as "Open Space Agriculture" (green color on legend) on the land use map (Map 1).

Selecting the Receiving Areas

Finding eligible farms willing to sell their development rights is only one side of the equation. The City must also identify areas prepared to accept additional dwelling units above the maximum number allowed by the underlying zoning. The additional DUs would only be allowed if the developer participated in the City's TDR program. Receiving areas have been identified

based on a number of enabling factors, including: sewer and water availability, road and traffic considerations, availability of public transportation, existing density in the area, proximity to public services, environmental considerations, and other factors.

After considering and weighing all the factors previously discussed, the Department supports the City using the three (3) areas defined by the hatched areas on the Land Use Map (Map 1). These areas are centered on future public transportation locations, or nodes. These areas are in proximity to future employment centers, commercial services and are not located on environmentally sensitive lands as identified by DNREC. See Table 4.2 for more details.

Some the land in the receiving areas is already in Milford's municipal boundaries. In order for the other lands to participate as receiving areas through this program they will have to be annexed into the City of Milford. Upon annexation, these lands will be zoned at the base density, currently known as R-1 under Milford's existing zoning ordinance. This ordinance currently allows development at up to approximately (3) dwelling units per acre. Property owners / developers would be allowed to develop at that density under the current regulations. However, if the property owner / developer choose to participate in the TDR program, the land could be developed at up to eight (8) dwelling units per acre if they transfer units from the sending area. This transfer would be "by-right," meaning that there is no special approval needed to complete the transfer as long as the parameters and requirements of the program are adhered to. The developer's plan would still have to go through the standard subdivision review process through the Planning Commission and City Council, to ensure it met city code requirements. The area encompassed by the hatched areas equals approximately 280 acres. Therefore, multiplying that area by five (5) additional units per acre, would allow up to 1,400 units to be transferred, potentially preserving 720 acres of farmland in the receiving area.

Table 4.1. TDR Sending Area Analysis

Parcel Number	LESA Score	Acres	Zoning Yield[1]
330-12.00-10.00	185.08	60	120
330-08.00-47.00	220.19	14.7	28
330-12.00-08.00	222.51	117.4	235
330-08.00-28.00	172.61	46.2	92
330-08.00-24.00	189.26	41.29	101
330-12.00-01.03[2]	210.7	118.18	236
330-12.00-01.02[2]	Part of 330-12.00		
330-12.00-01.02[2] (Unit 21805)	Part of 330-12.00		
330-12.00-01.00	181.54	66.8	132
330-08.00-19.00	192.19	85.5	170
330-08.00-19.02	192.19	16.3	32
330-08.00-20.00	232.5	105.6	210
330-07.00-75.00	184.27	48.4	96
Totals		*720.37*	***1,452***

Source: Delaware Department of Agriculture

[1] Zoning Yield reflects 2 dwelling units per acre, which is currently allowed in the Sussex County AR-1 Zoning District

[2] Shaded parcels are currently enrolled in an existing Agricultural District

Table 4.2. TDR Receiving Area Analysis

Milford TDR Receiving Areas: Located within ¼ Mile of Public Transportation Nodes				
Node	Acres	Base Zoning at 3 DU / Acre	TDR Zoning at 8 DU / Acre	Additional DUs through TDR Use
1	58	174	696	522
2	118	354	1,416	1,062
3	104	312	1,248	936
Totals	*280*	*840*	*2,240*	***1,400***

Source: Delaware Department of Agriculture, City of Milford, and Office of State Planning Coordination

Purchasing Development Rights Using a TDR Bank Concept

Some traditional TDR programs require the developer to find a suitable farm to preserve and a landowner willing to sell their development rights. The developer would have to negotiate a price with the owner, and handle all of the legal and administrative requirements to permanently preserve a parcel of land from future development. This process typically requires a lot of time and money from the developer. This is generally not in the developer's best interest if they are trying to take advantage of prevailing real estate market conditions favoring building at higher densities.

The Department will assist the City in the creation and administration of a TDR bank in lieu of the aforementioned process. In a TDR bank concept, the City would begin with either seed money or TDR credits from lands already preserved. Developers would purchase TDR units to allow them to build at higher density from the bank. An administrative fee may also be assessed to account for legal and other costs that may be necessary to complete the transfer. The City (aka "the bank") would aggregate all the funds it collects from developers who purchase these rights and use that money to purchase the development rights on properties enrolled in the DALPF program and located in the city's designated sending area. These units would then be available to be re-sold to future developers. The City would choose which farms they wanted to purchase based on predetermined criteria they establish.

In addition to the funds the city would have, they would also be eligible for state-matching funds from the DALPF, as well as any federal matching funds from United States Department of Agriculture (USDA) Farm and Ranch Lands Protection Program (FRPP). As allowed by law, these matching funds would be awarded to the city based on availability. If the city were able to capture state and federal matching funds, they could significantly leverage their funds with additional money, and preserve additional farm land.

Setting the Cost of TDR Credits or Units:

The DALPF recommends the value/cost of a unit of development rights for transfer be based on the most recent real estate appraisals done on properties near the designated sending areas. If there are insufficient real estate appraisals to determine a value, the DALPF could undertake a sample appraisal process to establish a fair value. The value could be established for a given calendar year, or on any other schedule the City deems appropriate. Pricing could be done by land classification if the rights were variable in the city's system, again based on recent appraisal information. As another option, the city could set values based on the presumed value of the rights, with a deduction for the developer's profit. Studies have shown that a developer needs to realize a 35 percent profit margin when buying TDR credits in order to have an incentive to buy them.

Summary of Benefits of this Program:

- The TDR Bank allows developers to purchase rights as pre-set prices. No need to locate willing land owners and negotiate prices.
- Farmers and landowners can sell directly to the TDR Bank at pre-set prices, determined through fair appraisal methods. No need to negotiate with developers.

- TDRs can be sold and purchased in appropriate increments based on needs and market conditions at the time. No need to match a farmer / landowner with a developer who needs exactly the number of TDRs they wish to sell.
- Additional density would be allowed "by right", the developer will not have to go through a separate public approval process to use the credits.
- As a part of this program, the use of TDRs will entitle the builder / developer to all of the benefits of expedited review and processing that accrue to those who adhere to the recommendations and requirements in the Master Plan area (See Implementation, page XX).
- The City and the State will also dedicate a permanent plaque or marker in the development, and the farmland that was preserved, that memorializes and recognizes the developer's contribution.

Additional Recommendations for Implementation of Agricultural Preservation:

1). The Department recommends the city require any property developed adjacent to land designated Open Space Agriculture to include a forested buffer between the property and adjacent farmland. This is already required by Sussex County. As a courtesy to Sussex County, the DDA Forest Service reviews the effectiveness of the buffer, and makes a recommendation to the County on whether or not to accept the buffer as is, or require modifications. The Department would offer the same service to the City.

2). In addition to a forested buffer requirement, the Department also asks that the City work with developers on where they "mass" their houses or buildings. Whenever practicable, the Department requests that the City require developers to cluster their approved building lots, and place as much of the residual community open space near adjacent farm parcels. This would further help eliminate or mitigate any conflict that may arise from dissimilar land uses.

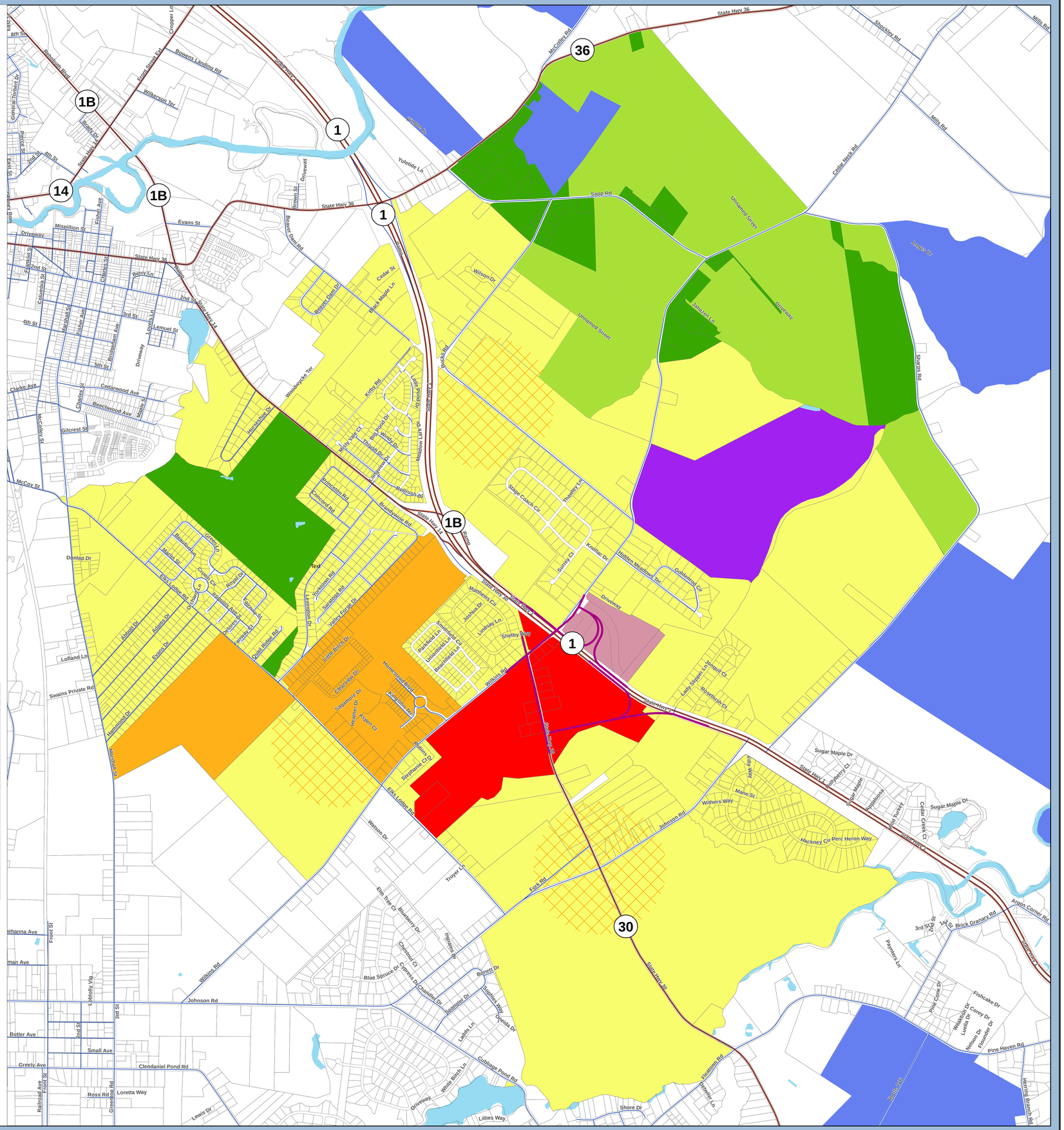
3). The Department asks that the city review its zoning ordinances for compatibility with future agricultural business or agricultural related uses. It is important to provide provisions and flexibility in the zoning code to accommodate future agricultural related activities.

4). The Department would note that all properties enrolled in the state's farmland preservation program are afforded the protections listed in Appendix 3. In addition, Sussex County adopted a "mirror" ordinance to provide these protections to all farms located in Sussex County. These protections should be considered during the city's planning process in an attempt to place more

compatible land uses next to properties engaged in agriculture. In addition, there is a restriction on the location of water wells in DNREC's regulations that should be considered.

Milford
South East
Neighborhood
Master Plan

Map #2
Land Use
& Agriculture


State Hwy 36
McColley Rd
Blockley Rd
Mills Rd
Cedar Neck Rd
Sapp Rd
Unnamed Street
Augire Dr
Shaws Rd
Rudisill
Yuletide Ln
Wilson Dr
Fairview Ln
Driveway
Gravel Rd
Cedar St
Walnut Dr
Redwood Dr
Black Maple Ln
Woodwycke Ter
Kirby Rd
Lake Forest Dr
Meadow Lark Dr
Thrush Dr
Windy Dr
Mary Van Ct
Longview Dr
Bellthush Pl
Brandywine Rd
Duncan Rd
Concord Rd
Dunn
Stage Coach Cir
Hawkey Ln
Knollac Dr
Surrey Ct
Hidden Meadows Ter
Gallatrod Cir
Driveway
Maintwix Cir
Joshua Dr
Lindsay Ln
Shelby Way
Lady Slipper Ln
Joaquil Ct
Rosehush Ct
Willets Rd
Parkland Ln
Limestead Ln
Beechtree Ln
Shamrock Ln
Little Birch Dr
Cleavsby Dr
Sequence Dr
Hickory Dr
Autumn Ct
Autumnwood Way
Kohlhorst Rd
Stephanie Ct
Jones
Elks Lodge Rd
Valley Edge Dr
Sandoval Rd
Jefferson Rd
Stockton Rd
Statesway
Statesway 1
Statesway 2
Statesway 3
Statesway 4
Statesway 5
Statesway 6
Statesway 7
Statesway 8
Statesway 9
Statesway 10
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Statesway 12
Statesway 13
Statesway 14
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Statesway 18
Statesway 19
Statesway 20
Statesway

Chapter 5
Environmental Protection

The Delaware Department and Natural Resources and Environmental Control (DNREC) has evaluated Milford's South East Neighborhood in order to develop a proactive environmental protection strategy to be a part of this plan. This plan will allow the development of the master plan area to proceed while protecting key resources and creating more livable and connected communities in that area. DNREC utilized GIS resources and a collaborative planning process involving several programs within the Department to identify three opportunity areas for preservation and environmental protection. The first area is the medical / commercial area east of Route 1 (Area 1). The second is the mixed use shopping area at the intersection of Route 30 and Johnson Road (Area 2). The third area is the southernmost boundary of the South East Neighborhood along Swiggetts Pond and Cedar Creek (Area 3).

Environmental Overview of the Master Plan Area

Delaware's natural life support system (often referred to as green infrastructure) is a network of natural areas, parks, conservation areas, and working lands all with conservation value. Many of these areas are carefully planned and managed by federal, state or local governments, not-for-profit organizations and individual landowners. These components support native species, maintain natural ecological processes, sustain air and water resources, agricultural enterprises and contribute to the health and quality of life for Delaware's communities and people.

The Department of Natural Resources and Environmental Control (DNREC) has embraced as its core policy for natural resource protection, the following eight Ecological Guidelines:

1) Maintain large areas of contiguous habitat and avoid fragmenting these areas;
2) Maintain meaningful wildlife corridors and potential non-consumptive bicycle and pedestrian connections between habitat areas and adjacent land uses;
3) Protect rare landscape elements, sensitive areas, and associated species;
4) Allow natural patterns of disturbance to continue to maintain diversity and resilience of habitat types;
5) Minimize direct and indirect human disturbances and the introduction and spread of nonnative species and favor native plants and animals;
6) Minimize human introduction of nutrients, chemicals, and pollutants;

7) Avoid land uses that deplete natural resources over a broad area and allocating such land uses to areas of minimal natural resource impacts; and
8) Compensate for adverse effects of development on natural processes.

Excellent Recharge Areas

There is a number of excellent recharge areas within the South East Neighborhood, notably in the vicinity of the employment center proposed east of Rt. 1 (Area One). The protection of excellent recharge areas offers multiple long-term environmental benefits. These benefits include water quantity, water quality, and the preservation of stream/wetland ecological functions. An estimated one third of Milford's total drinking water supply is withdrawn from a shallow unconfined aquifer known as the Columbia aquifer. The Columbia aquifer's major source of water recharge is from those areas delineated as areas of excellent recharge. Therefore, using this area of excellent recharge to site building structures and/or water infiltration structures may reduce the quality and quantity of water available to existing and future residents from wells that obtain drinking water from this aquifer. Moreover, the impact to water quality and quantity is likely to extend to those residents that live far beyond the proposed project site as the Columbia aquifer is a major drinking water source for a significant portion of the population that resides in Kent and Sussex counties. The upshot to development in the area of excellent water recharge is to pass those water quality and water quantity impacts in the form of increased water utility rates to existing and future residents as the waters of the Columbia aquifer are depleted and/or contaminated.

Regional Stormwater Management

DNREC originally had urged the City to consider regional approaches to stormwater management for new development in the planning area. A GIS review of the terrain and natural features indicated that a regional stormwater management approach is not practical at this time. In order to obtain sufficient drainage area for a regional system to work, existing subdivisions would need to be retrofitted and stormwater from DelDOT roads and road improvements would have to be included. Neither is likely to happen in the short term, or on a regional scale in this area. This is due to both the topography as well as the fact that there are numerous existing developments that are not likely to re-develop in the foreseeable future.

However, there is an opportunity for greater communication and coordination between DNREC and DelDOT with regards to stormwater management and road improvements. This coordination will be ongoing throughout the development of this master plan area.

Opportunities to share facilities and streamline the review process will be continually evaluated and implemented as individual properties within the master plan area develop and re-develop.

A stormwater utility is a legal and financial structure to allow stormwater facilities to be constructed, managed and maintained in common by a local government or other entity that functions as a public utility. A stormwater utility would be modeled after a sewer or water utility, only the infrastructure would be stormwater ponds, pipes, outfalls, ditches, drainage ways and the like. Stormwater management facilities rarely impact only one property, which is what makes the utility approach a logical tool to manage drainage. This master plan area is well suited to such a utility, although there are many ways to structure such an entity. Both the City and DNREC agree to explore this option in more detail as this area develops in accordance with this master plan.

Cedar Creek Natural Area.

Sections of the wooded areas of the Milford Southeast Master Plan Area are part of the Cedar Creek Natural Area (see Map 5.1). Natural Areas contain lands of statewide significance identified by the Natural Areas Advisory Council as the highest quality and most important natural lands remaining in Delaware. The Milford Southeast Area Master Plan acknowledges and provides protection for the Cedar Creek Natural Area.

Natural Area protections are listed below. These protections are included as Design Guidelines in Chapter 10:

1. Prohibit/limit the removal of trees within the Natural Area
2. Provide buffers to the Natural Area. Prohibit additional development within 300 ft. of the existing Natural Area
3. Prohibit storm water structures in the Natural Area
4. Require green technologies to manage stormwater in the master plan area, and particularly in the vicinity of the natural area. These best management practices use the natural processes of vegetation to filter stormwater and take up harmful pollutants and improve groundwater recharge without expensive infrastructure.

Cedar Creek Nature Preserve.

Cedar Creek Nature Preserve is adjacent to the south end of the Southeast Planning Area (see Map 5.1). A number of rare species can be found in association with this habitat type. To protect the rest of this contiguous forest area it should be preserved as a Nature Preserve. A Nature Preserve is a special designation that provides additional protection for this important natural resource area. Such a designation would be achieved with the assistance of the State Office of Nature Preserves within DNREC. Should these areas be annexed as envisioned by the Master Plan, Milford will work with private landowners and the State Office of Nature Preserves to promote the dedication of the Natural Area as a Nature Preserve.

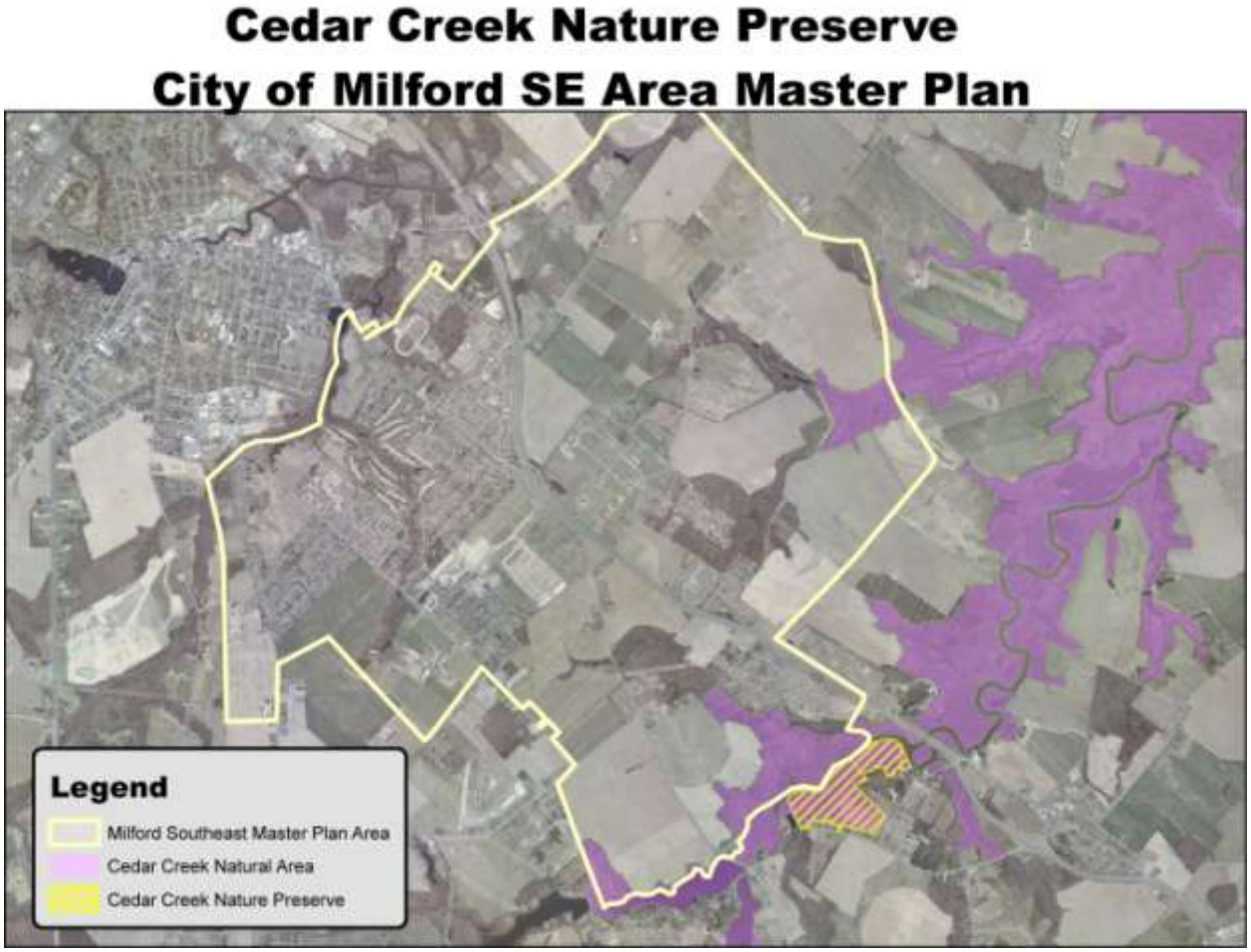
Wildlife Habitat.

There are several significant natural features in the Southeast Master Plan Area, including the aforementioned Cedar Creek Natural Area and Cedar Creek Nature Preserve, which provide habitat for a wide variety of plant and animal species. Key Wildlife Habitats (KWH), a designation found within the Delaware Wildlife Action Plan (DEWAP) are rare, have special significance in Delaware, are particularly sensitive to disturbance, and/or have a high diversity of rare plants. Large blocks of unfragmented forests and wetlands are also considered to be KWH because of their importance to area-sensitive species, particularly vertebrates.

Priority areas include riparian buffers, contiguous forest blocks, and forested corridors. In order to retain the ecological function of the forests within the Southeast Master Plan Area, fragmentation of existing forest blocks would need to be minimized. Preserving larger, connected areas of forest as open space will provide wildlife with needed food, water, shelter and places to raise young.

A minimum 300-foot upland buffer is recommended in all areas that support State-rare Atlantic White Cedar Wetlands (AWCW), specifically in Area One and Area Three. Swamp pink, a federally threatened plant, occurs within the AWCW and is very sensitive to changes in hydrology, especially increases in pH and inputs of sediment. To protect water quality for other wetlands, water courses, and water bodies, and to provide wildlife habitat for wetland dependent species, upland buffers of at least 100 feet are recommended within the planning area.

Map 5.1. Cedar Creek Natural Area and Nature Preserve

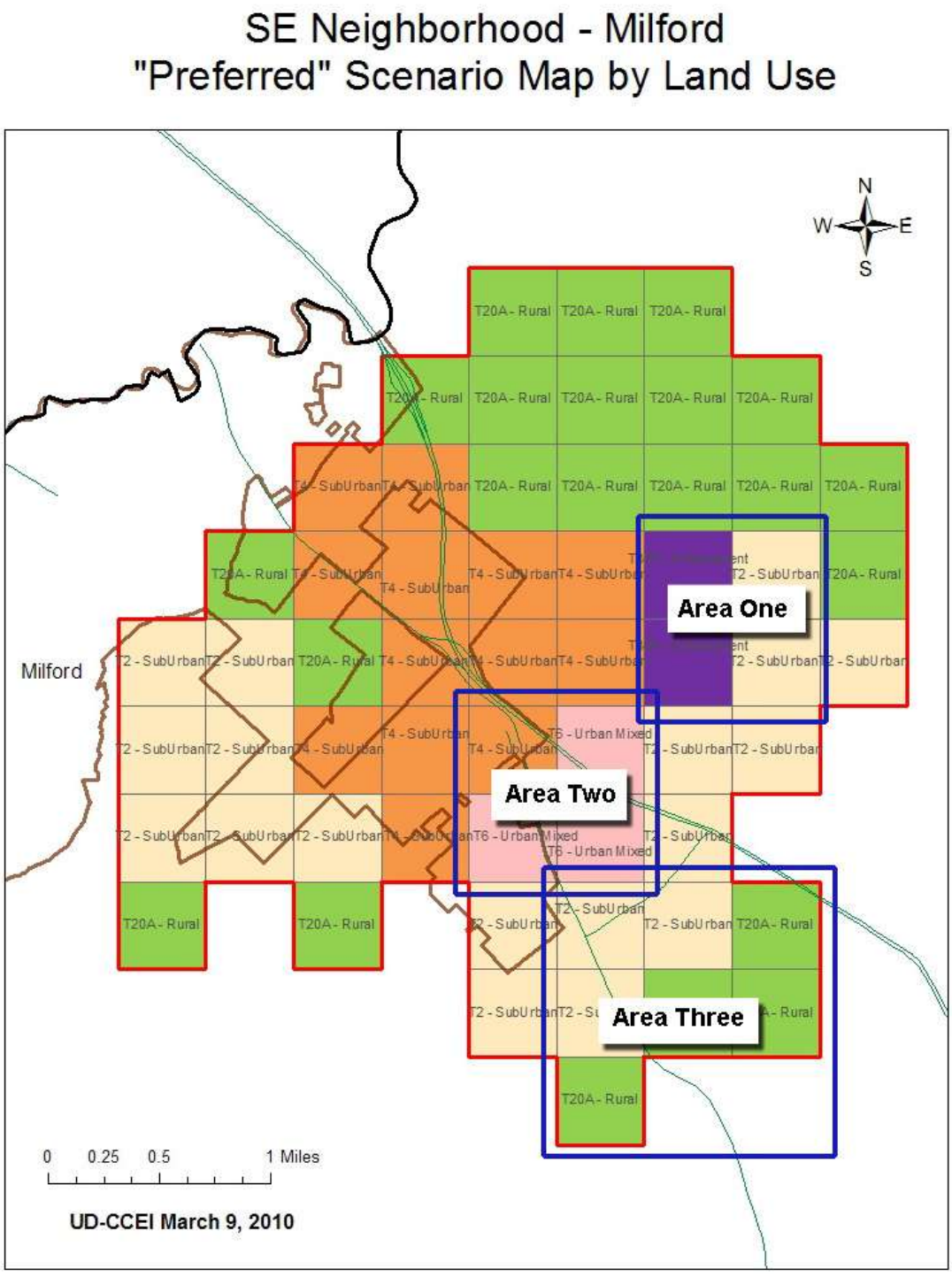


Parks and Recreation.

The City of Milford has been awarded a grant through the Delaware Land and Water Conservation Trust Fund (DTF) to develop a Pedestrian/Multi-Modal Master Plan. The purpose of this plan will be to identify new routes within the City of Milford that need to be designated for bicycle facilities and multi-modal paths as well as gaps in the existing connectivity system and links to other modes of transportation. The plan will expand the existing transportation system and will support economic activity and growth by integrating land use and transportation planning through coordinated bike and multi-modal routes. The recommendations and findings of this plan will be implemented in the Master Plan area in coordination with Chapter 8, Transportation.

The 2008 - 2011 Statewide Comprehensive Outdoor Recreation Plan (SCORP) provides guidance for investments in needed outdoor recreation facilities. Citizens surveyed in Milford and eastern Sussex list the following as high priorities for recreation: walking/jogging paths, bicycle paths, public swimming pools, playgrounds, open space/passive recreation, picnic areas, hiking trails and fishing areas. In the Master Plan area, these outdoor recreation priorities will be implemented through the development of complete streets and a multi-modal transportation network as described in Chapter 8, Transportation. They will also be addressed through the design of new communities in accordance with Chapter 10, Design Guidelines, and the other ordinances found within the City of Milford Subdivision Ordinance.

Map 5.2. Specific Conservation Areas in the Master Plan



Specific Conservation Areas

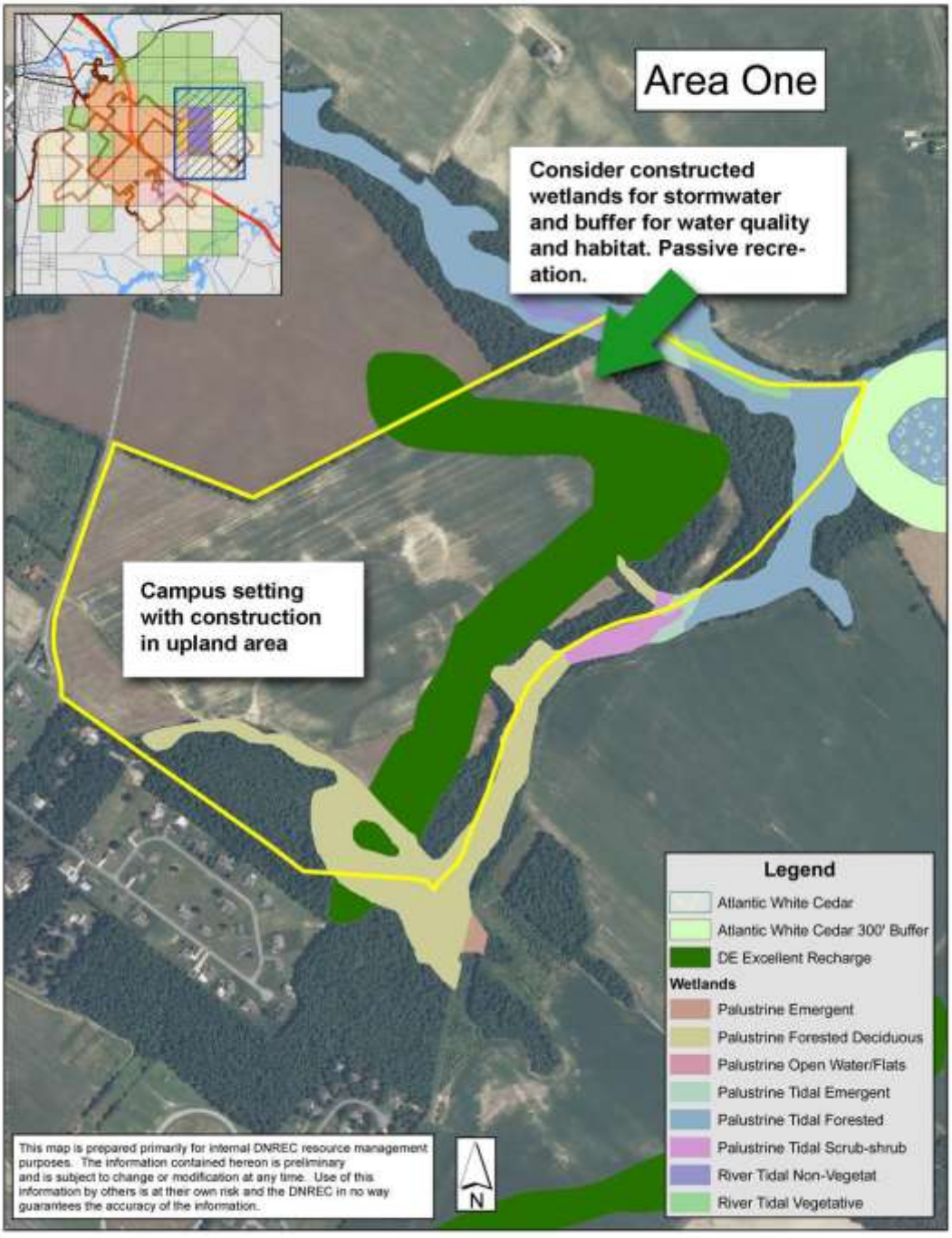
Area One - Employment Center

Area One consists of the lands proposed for an employment center in the master plan. The current proposal for the development of this area contains a commercial and medical campus. This area contains a large excellent recharge area (see Map 5.3, Area One) and forested tidal wetlands on its easternmost edge.

The current developers have said they intend for this complex to be developed as a campus, with the likelihood of multiple stories and even structured parking. Such an approach is necessary to limit impervious cover and protect these key resources. Intense development should be clustered on the upland portion of the parcel, and that the eastern portion would be used for passive recreation and open space.

The Downer and Ingleside soils in Area One are the preferred location for stormwater infiltration. The excellent recharge areas should be protected so that they may function for the maximum benefit possible to limit the generation of stormwater runoff. When these areas are to be utilized for any stormwater runoff management practices, the pretreatment of stormwater may be necessary prior to infiltration. Another possibility is to construct wetlands between the excellent recharge area and the forested tidal wetlands to manage stormwater and strengthen the buffer between the tidal areas and the developed portion of the property. This is one area that could benefit from a stormwater utility approach. Revenues from a stormwater utility could be used to purchase easements and/or construct and maintain those wetlands as stormwater facilities by the City or other management entity identified in the design of the utility.

Map 5.3. Area One

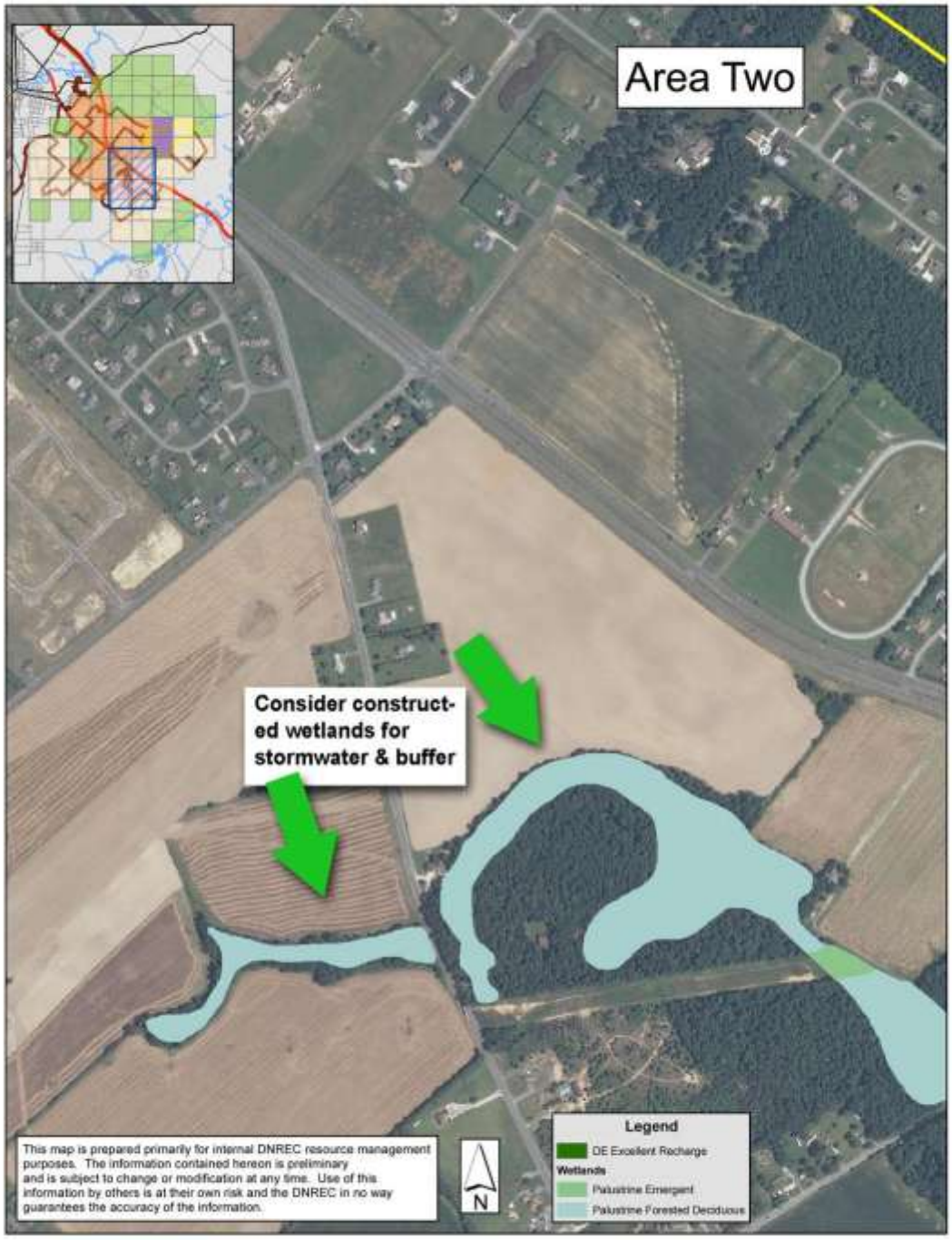


Area Two - Commerical / Mixed Use Area

A large mixed use residential and retail development is planned for Area Two (see Map 5.4, Area Two). Our chief area of concern here is protecting the forested wetlands that are mapped in the southern end of this area, on both sides of Route 30. Because of the falling elevations from the north end of this area toward the mapped wetlands, we advise that optimal stormwater management would be constructed wetlands or other green technology best management practices in the area immediately north of the forested wetlands, on either side of Route 30. They would help buffer the wooded wetlands from development.

The wooded section in this area also supports Key Wildlife Habitat. Generous riparian buffers (300 feet or greater) are important to protect water quality and preserve forested areas surrounding the tributaries of Cedar Creek to enable these rare species to thrive.

Map 5.4. Area Two



Area Three – Southern Master Plan Area

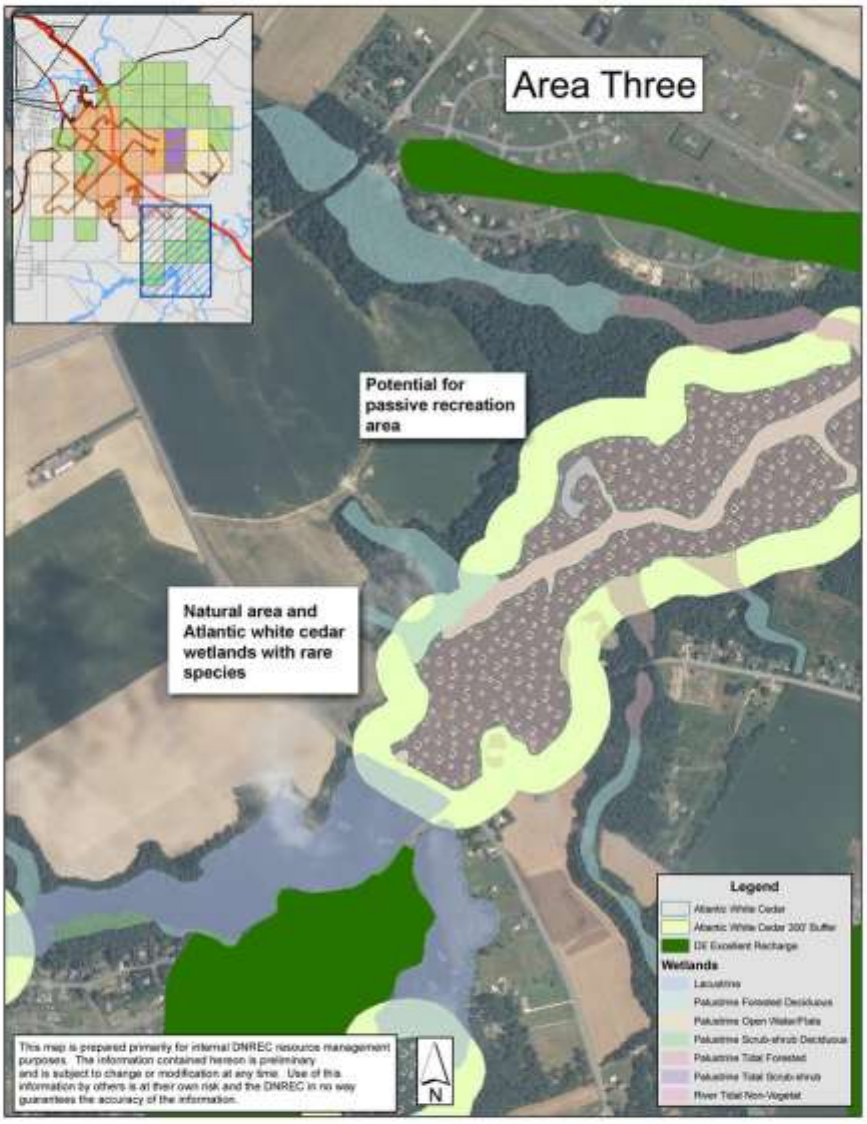
Area Three (see Map 5.5, Area Three) contains Atlantic White Cedar Wetlands, which are considered very rare within the state and support rare species. This vegetative community grows under unique conditions and is sensitive to changes in water quality – especially pH. Adequate upland buffers are extremely important to the persistence of these wetlands and the species it supports.

Rare plant, inset, mussel, fish and birds occur within the forest and wetland areas association with the Cedar Creek drainage, as well as impoundments such as Swiggetts Pond and Cubbage Pond. Known occurrences of the federally threatened plant, swamp pink (Hellonias bullata) have been documented within wetlands associated with Beaverdam Branch and Cedar Creek.

In most cases, we recommend at least a 300 foot upland buffer primarily due to the presence of or potential for swamp pink. The buffer would also be instrumental in achieving the Total Maximum Daily Load (TMDL) pollution limits for this portion of the Mispillion watershed.

We believe the recommended buffer also provides an opportunity for Milford to work with landowners, DNREC and other partners to establish a passive recreation resource that could include a kayak launch and allow for birding and hiking on unpaved trails in and around the Cedar Creek Natural Area.

Map 5.5. Area Three



Chapter 6
Housing

The Delaware State Housing Authority (DSHA) supports the inclusion of affordable housing in the Master Plan area. The Master Plan are includes all of the elements of a complete community, including employment, transit, commercial services, and opportunities for the construction of a variety of housing types, especially in Transfer of Development Rights (TDR) receiving areas. Consider these factors:

- Moderate-income working families benefit the most from having access to transit, employment, retail, and services. They are also the most likely to use transit. Typically, well designed developments on transit and nearby community amenities become desirable places to live. As a result, if left unchecked, prices quickly rise beyond the reach of the families that would most benefit.

- Even though there is a surplus of housing on the market, most of the surplus is large homes for move-up buyers. As a result, there is a significant mismatch between product available and housing demand. To better meet demand, these master planned areas should provide different types of housing in more compact configurations to create more housing choices, which often means more affordable options.

How DSHA can contribute to the current master planning efforts.

Low Income Housing Tax Credit Program

DSHA administers the Low Income Housing Tax Credit program which provides direct federal income tax credit to qualified owners and investors to build, acquire or rehabilitate rental housing units. DSHA has just revised its Qualified Allocation Plan (QAP), which is our selection criteria to be used to determine housing priorities, to ensure developments facilitated through the LIHTC program are well integrated in to communities.

Up to fifteen (15) points can now be awarded to developments that demonstrate overall quality of location, access to services and transit, community design and compatibility, connectivity to surrounding communities (via Complete Streets), and protection of environmental resources. DSHA is exploring other incentives to include in the QAP to prioritize affordable housing in areas that are considered 'strategically important' by the State. Master Plan areas such as this

one in Milford may be considered as we work with the Office of State Planning Coordination to define "strategically important" and integrate those areas into our criteria.

Affordable Housing Resource Center

DSHA has developed an online Affordable Housing Resource Center that communities can access to learn about different strategies that can be used to encourage affordable housing. In addition, DSHA has a range of homeownership, rental, and rehabilitation programs, as well as relationships with non-profits, that are familiar with DSHA's programs that we can bring into these master planning efforts.

Design Assistance

DSHA finds value in Form-Based Codes (FBC) in that they emphasize the physical character of development and deemphasize the regulation of land use. FBCs provide greater predictability about the look and feel of development and offer developers a clearer understanding of what the community seeks. More importantly, they emphasize site design and building form over density and land uses and therefore encourage a mix of uses and housing types. As this master plan area develops, DSHA would be willing to work with the City of Milford, the Office of State Planning Coordination and others to develop a FBC or something similar to ensure good design in the master plan area.

Future Grant Opportunities

The Partnership for Sustainable Communities is a national effort to coordinate the activities of the Department of Housing and Urban Development (HUD), the Department of Transportation (DOT), and the Environmental Protection Agency (EPA) to help communities become economically strong and environmentally sustainable. Through the Partnership and guided by six Livability Principles, the three agencies are coordinating investments and aligning policies to support communities that want to give Americans more housing choices, make transportation systems more efficient and reliable, reinforce existing investments, and support vibrant and healthy neighborhoods that attract businesses. Last year, this Partnership provided several grant opportunities that supported activities similar to those being considered in the Milford and Georgetown master plan areas.

While we realize that the Federal government is going through severe budget cuts and that these initiatives may suffer as a result, we would be interested in participating on a working group to do some of the pre-planning work that would be needed in case another grant opportunity is available, either from the Sustainable Communities effort or some other effort, that the master planning efforts would be competitive.

Chapter 7
Historic and Cultural Preservation

The Division of Historical and Cultural Affairs/State Historic Preservation Office (DHCA/DE SHPO) is the state agency responsible for promoting and protecting Delaware's historic identity through its leadership in museums, collections, historic preservation, and stewardship of historic properties. The DE SHPO Research Center manages information collected statewide about historic buildings and structures, archaeological sites, and cultural landscapes. DE SHPO provides project developers, interested parties, and agencies with information on historic buildings and sites that may be affected by their projects and makes recommendations on how to avoid or reduce any adverse effects.

In general, the DE SHPO performs the following services:

- Reviews federally-funded, permitted, or licensed undertakings/projects and advises the sponsors of the effects on cultural resources that include historic properties and sites

- Reviews and comments on land use and development proposals under the State Preliminary Land Use Service

- Leads efforts in securing and accepting nominations of significant properties and sites to the National Register of Historic Places in conjunction with the Delaware State Review Board for Historic Preservation

- Encourages and assists local governments in securing Certified Local Government designation for potential awarding of federal grants in the area of historic preservation activities

- Administers federal and state historic preservation tax incentive programs for the rehabilitation of properties listed in the National Register of Historic Places

- Monitors and enforces the terms of maintenance and public benefit covenants and easements under the stewardship of the Division of Historical and Cultural Affairs

- Provides guidance upon the discovery of historical unmarked human remains and for the identification, treatment, and disposition of non-Native-American historical unmarked human burials and/or skeletal remains

- Conducts, or supports others in conducting, statewide cultural resource surveys of historic properties

- Maintains a central research repository of historical and cultural resource information related to historic properties and sites in Delaware

- Provides technical assistance to the public as regards historic preservation topics

- Provides and participates in educational programs about Delaware history, archaeology, and historic architecture

- Drafts every five years and maintains a commitment to Delaware's State Historic Preservation Plan

- Disseminates historic preservation information via the latest information technology

DHCA is responsible for overseeing the requirements of three major preservation laws in Delaware: the National Historic Preservation Act of 1966 (as amended); the State Antiquities Act of 1933 (last amended 2005); and the Unmarked Human Remains Act of 1987. All of these laws are applicable to future preservation and development activities in the Milford Master Plan Area.

National Historic Preservation Act

The National Historic Preservation Act established a federal-state partnership approach to the identification, study, and preservation of historic properties, creating the National Register of Historic Places as the standard for determining if a property is worthy of preservation or not. Section 106 of the Act mandates a review process for all federally funded, permitted, or licensed projects that may impact properties listed in, or eligible for listing in, the National Register. The main purpose of the Section 106 review process is to minimize potential harm to historic properties and sites. A federal agency whose project (undertaking) may harm a historic property must consider alternative plans for its project. If it is believed that such a project would not have an adverse effect, the federal agency is required to document this finding. If an

adverse effect is expected, the agency is required to work with the State Historic Preservation Office to ensure that all interested parties are given an opportunity to review the proposed work and provide comments. DE SHPO staff members assist planners, developers, research consultants, agencies, and interested parties in planning for projects while maintaining compliance with applicable laws and regulations and protecting important resources from adverse effects. This federal review often requires that an agency or its client conduct architectural and/or archaeological surveys and mitigations prior to any construction. Much of the information and reports in the Research Center has been generated by these reviews.

Delaware State Antiquities Act

The State Antiquities Act requires that archaeological excavations on state-owned or controlled lands must be done under a permit from the Director of DHCA. Recent amendments also give the Director authority to close or restrict access to state lands, including sections of public beaches and shorelines, if needed to protect an archaeological resource from damage.

Delaware Unmarked Human Remains Act

DE SHPO administers provisions under Delaware's Unmarked Human Burials and Human Skeletal Remains law, 7 Delaware Code, Chapter 54. The law is generally triggered when, in the course of construction or archaeological activities, human remains are discovered. The law assigns certain duties to the Division of Historical and Cultural Affairs to investigate, attempt to identify, protect, and ensure the proper treatment of historical unmarked human remains that do not fall under the jurisdiction of the State Medical Examiner.

DE SHPO staff carries out procedures under this law relating to public notification, assisting in the development of treatment and disposition plans, and, where indicated, conducting the dignified reburying of disturbed remains.

Discovery of Forgotten Burials and Cemeteries

On occasion, historical human remains (that is, remains that were interred a long time ago) are accidentally discovered in Delaware. These discoveries are often made during construction and other earth-moving activities. In such cases, state law protects the historical remains from further damage, first by requiring that the actions that uncovered the remains stop immediately, and then that the Division of Historical and Cultural Affairs and the state Medical Examiner's Office be notified.

Within 24 hours of notification, a DE SHPO archaeologist will visit the discovery site to determine if the remains are human and to ascertain the approximate time period in which the

remains were interred. Any time that remains are determined to be of human origin, the Division of Historical and Cultural Affairs is required to notify the state Medical Examiner's Office of the discovery. The Medical Examiner's Office then determines whether the case is, or is not, under its jurisdiction.

The preferred approach for managing historical human remains that have been discovered is to leave them in situ—that is, to keep them where they have been found—until a treatment and disposition plan can be developed. In the event that historical remains need to be removed for safekeeping, they will be transported to DE SHPO's curation facility. DE SHPO holds any recovered remains for appropriate study and storage until they can be respectfully re-interred. The project, developer, or agency that inadvertently disturbed the remains generally pays for historical research and an archaeological survey of the area, to determine the extent of possible other burials or remains that could be damaged by the project, and to determine the approximate date and origin of the remains. (Because this process is costly in both money and time, DE SHPO often advises developers to hire an archaeological consultant prior to any construction and have the project area investigated for the presence of a small family cemetery or Native American site with burials.)

If the remains are determined to be from a historical period cemetery or burial, DE SHPO advertises for next-of-kin, based on the date of the burials and the ownership history of the property. If the remains are determined to be Native American, a committee defined by law convenes to develop a treatment and disposition plan.

In both cases, DE SHPO writes the plan for the treatment and ultimate disposition of the remains in consultation with the next-of-kin (if any come forward); or the committee, the land owner, and the project developer, or other representative. Once agreement is reached, the plan is put into action.

The preferred option for reburial is always in the original location. If this is possible, a preservation covenant recorded with the deed is usually placed on the area to prevent any disturbance of the remains in the future. If removal and re-interment in another location is the decision, any associated archaeological, acreage, reburial, and marking costs are borne by the project, developer, or agency requiring the removal. Next-of-kin have the option of claiming their kin and paying for re-interment in a cemetery and plot of their choice.

What if you uncover or see remains that you think are human?

First, leave them in place if at all possible. If you think the remains are recent in origin, perhaps due to accident or criminal action, notify the police (911) immediately. If not, call DE SHPO at 302-736-7400.

Historic Properties Research and Assistance

DHCA staff members are available to assist agencies and developers with questions about any of these processes and with information on historic properties. The DE SHPO Research Center is open Monday through Friday, 8:30 am to 4:00 pm, except for state holidays; an appointment is recommended to use the Center. DHCA also has an on-line web portal, the Cultural and Historical Resource Information System (CHRIS). While the public has some access, full access to archaeological site location information and other features requires a password. Information on this system and an application form for a password can be found at http://history.delaware.gov/preservation/research/gis.shtml.

Historical and Cultural Resources in the Milford Master Plan Area

This area falls within Cedar Creek Hundred. Native Americans began populating this area thousands of years ago. European settlement began in Cedar Creek as early as the 1670s. Milford was an early crossing point, and the area around it quickly became farmland.

The first historic architectural survey of Cedar Creek Hundred was in 1983. The located buildings and structures included 19th- and 20th-century farms with dwellings, barns, and other outbuildings, a school, and bridges. These have not been evaluated for their importance to Delaware's history at this point, but probably would contribute to our understanding of farming, settlement, education, and transportation in this area.

More recently, DelDOT hired consultants to perform further historic architectural survey of this area in preparation for the Route 113 project. This survey added a number of early- to mid-20th-century dwellings and commercial buildings to DHCA's inventory. Much of this area however is now outside of the narrowed project area under consideration, and these properties will not be evaluated further. They too probably contribute to our understanding of changes in settlement in this area during the 20th century.

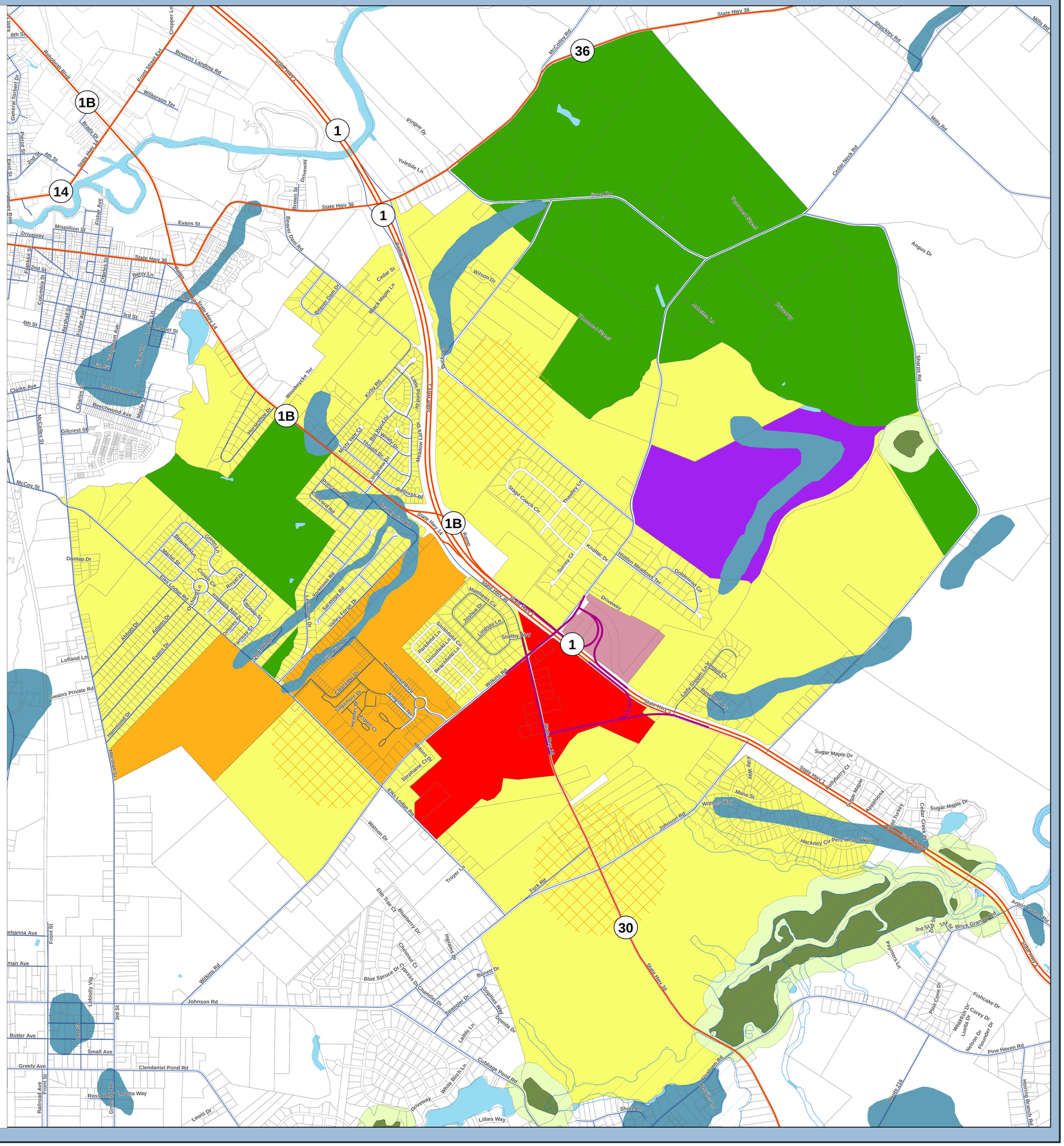
The area has not been comprehensively surveyed for archaeological sites. Two small projects have been done, with reports on file at DHCA. There are several areas of high probability for the location of prehistoric, colonial, and 19th-century sites. Such sites have the potential to contain significant information to our understanding of prehistoric and historic settlement and lifeways in Delaware.

Because many family farms included family cemeteries, this area also has a high potential for unmarked human burials. Two cemeteries are recorded in the area. Unmarked human remains are protected in state law (see 7 Del. Code Ch. 57).

A table describing known historic properties and sites and some aerial pictures showing their locations is included as Appendix 4.

Milford
South East
Neighborhood
Master Plan

Map #3
Land Use
& Environment


State Hwy 36
McColley Rd
Shockley Rd
Mills Rd
Cedar Neck Rd
Sharps Rd
Angus Dr
Wilson Dr
Thurmond Street
Johnson Ln
Rahoway
Supply Rd
Pingue Dr
Yuletide Ln
Driveway
Brown St
Bowers Landing Rd
Willerson Ter
Front Street Ext
Rehoboth Blvd
General Torbert Dr
Brady Dr
South Hwy 14
Pulaski St
2nd St
4th St
East St
Church Branch
Mispillion St
Fisher Ave
Evans St
Charles St
Columbia St
Beechwood St
3rd St
Gerry Ln
Ruth
South St
Clarke Ave
Beechwood Ave
Gilcrest St
McColley St
McCoy St
Dunlap Dr
Abbott Dr
Adams Dr
Evans Dr
Hammond Dr
Lofland Ln
Swains Private Rd
Marshall St
Brasure Dam Rd
Cedar St
Black Maple Ln
Estates Dam Dr
Woodwycke Ter
Horseshoe Dr
Kirby Rd
Little Pond Dr
Meadow Lark Dr
Misty View Ct
Thrush Dr
Windy Dr
Ballybush Pl
Stage Coach Cir
Hawthorn Ln
Knollac Dr
Surrey Ct
Hidden Meadows Ter
Gateshead Cir
Driveway
Shelby Way
Wilkins Rd
Lewis Lodge Rd
Lewis Dr
Stephanie Cir Dr
Kimmeridge Rd
Cloverdale Dr
Shamrock Dr
Rosemary Dr
Sorrel Ct
Valley Edge Dr
Gateshead Rd
Huntstown Rd
Dr Dagsboro Rd
Clubhouse Rd
Greenhill Ave
Chandler Dr
Cypress Ln
Blue Spruce Dr
Chestnut Ct
Highland Dr
Elm Tree Ct
Blueberry Dr
Watson Dr
Troyer Ln
Fox Rd
Johnson Rd
Wilkins Rd
Sugar Maple Dr
Sycamore Ct
Sycamore Dr
Hackney Ct
Percheron Way
Mane St
Mare Way
Withers Way
Cedar Creek Ct
Cedar Creek Dr
Sugar Maple Ln
Sugar Maple
Sycamore
Brick Granary Rd
3rd St
1st St
Angola Corner Rd
Paynters Ln
Pine Creek Dr
Fishcake Dr
Corey Dr
Nelson Dr
Plumtree Dr
Pine Haven Rd
Herring Branch Rd
Double 316
Shore Dr
Lillies Way
White Birch Ln
Clendaniel Pond Rd
Cubbage Pond Rd
Greenhill Rd
Ross Ridge Rd
Loretta Way
Railroad Ave
Greely Ave
Butler Ave
Small Ave
Johnson Rd
Wilkins Rd
Hobbs Vlg
Front St
Walnut St
Mulberry St
Locust St
Cedar Ln
Maple Ave
Sussex Ave
Ellis Lodge Rd
Royal Dr
Crown Cir
Thurmond Ave
Gateway St
Valley Ln
Deerfield Ln
Fairview Cir
Quail Ridge Run
Dr Dagsboro Rd
Maryfield Cir
Joshua Dr
Lindsay Ln
Shamrock Cir
Parkfield Ln
Unionfield Ln
Beechfield Ln
Knollwood Rd
Stephanie Cir
Rosemary Cir
Sorrel Ct
Kimmeridge Rd
Cloverdale Dr
Shamrock Dr
Lewis Lodge Rd
Stephanie Cir Dr
Kimmeridge Rd
Cloverdale Dr
Shamrock Dr
Rosemary Dr
Sorrel Ct
Valley Edge Dr
Gateshead Rd
Huntstown Rd
Dr Dagsboro Rd
Clubhouse Rd
Greenhill Ave
Chandler Dr
Cypress Ln
Blue Spruce Dr
Chestnut Ct
Highland Dr
Elm Tree Ct
Blueberry Dr
Watson Dr
Troyer Ln
Fox Rd
Johnson Rd
Wilkins Rd
Sugar Maple Dr
Sycamore Ct
Sycamore Dr
Hackney Ct
Percheron Way
Mane St
Mare Way
Withers Way
Cedar Creek Ct
Cedar Creek Dr
Sugar Maple Ln
Sugar Maple
Sycamore
Brick Granary Rd
3rd St
1st St
Angola Corner Rd
Paynters Ln
Pine Creek Dr
Fishcake Dr
Corey Dr
Nelson Dr
Plumtree Dr
Pine Haven Rd
Herring Branch Rd
Double 316
Shore Dr
Lillies Way
White Birch Ln
Clendaniel Pond Rd
Cubbage Pond Rd
Greenhill Rd
Ross Ridge Rd
Loretta Way
Railroad Ave
Greely Ave
Butler Ave
Small Ave
Johnson Rd
Wilkins Rd
Hobbs Vlg
Front St
Walnut St
Mulberry St
Locust St
Cedar Ln
Maple Ave
Sussex Ave
Ellis Lodge Rd
Royal Dr
Crown Cir
Thurmond Ave
Gateway St
Valley Ln
Deerfield Ln
Fairview Cir
Quail Ridge Run
Dr Dagsboro Rd
Maryfield Cir
Joshua Dr
Lindsay Ln
Shamrock Cir
Parkfield Ln
Unionfield Ln
Beechfield Ln
Knollwood Rd
Stephanie Cir
Rosemary Cir
Sorrel Ct

Chapter 8
Transportation Plan

This chapter documents transportation recommendations developed by the Delaware Department of Transportation (DelDOT) Division of Planning that are required to support the implementation of the Milford South East Neighborhood Master Plan (hereon referred to as the Master Plan). The Master Plan was developed by the City (with assistance from the Office of State Planning Coordination, State agencies including DelDOT, and the University of Delaware) to provide the community with a plan that will be used to oversee the orderly development of south-east Milford including those areas identified in the City's Comprehensive Plan Urban Growth Boundary.

The Master Plan also seeks to ensure that new residential and commercial growth within the study area encompasses the goals and objectives of good planning practice including:

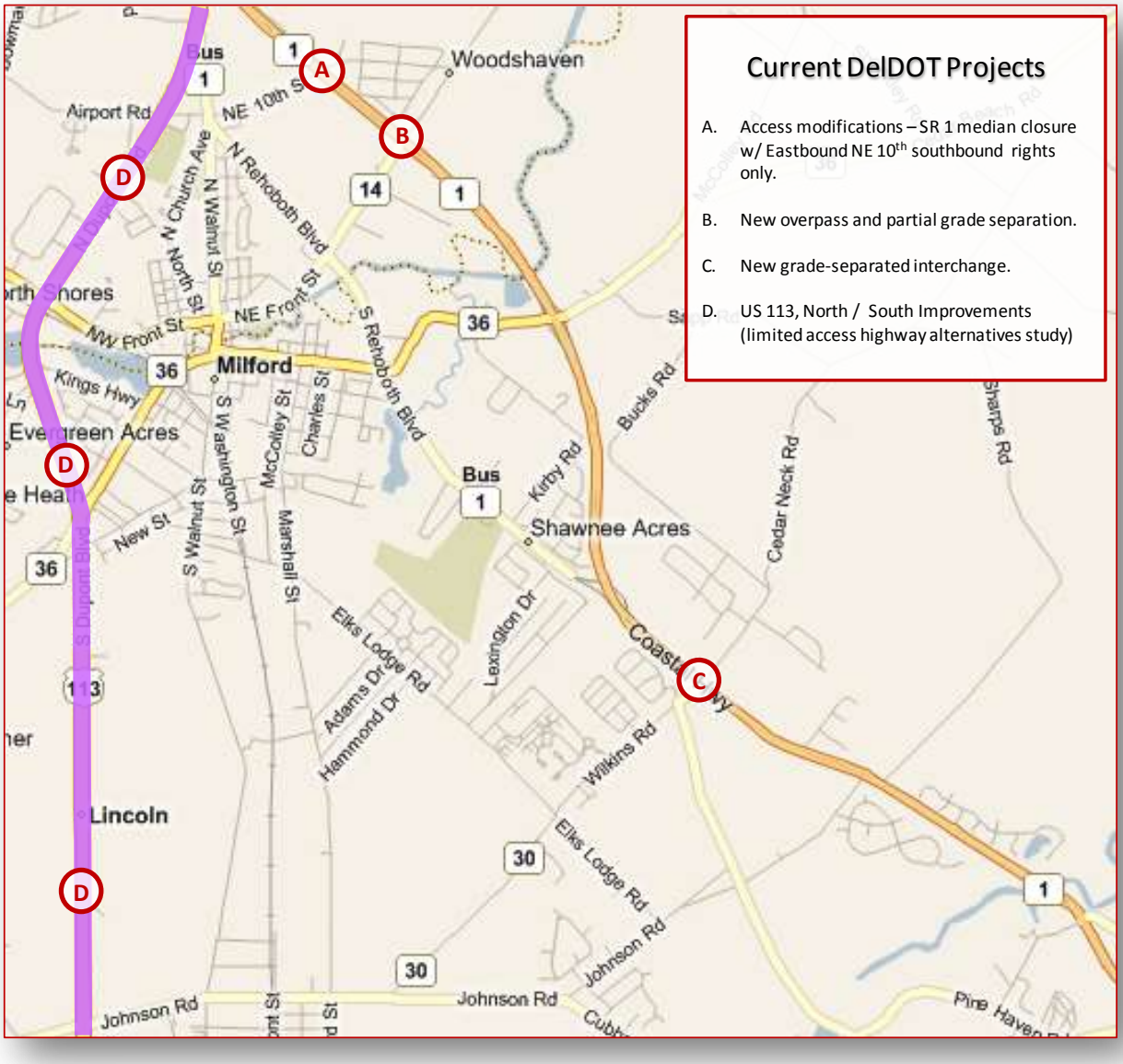
- More efficient and land use
- Farmland preservation
- Greater variety in housing types and affordability
- More bicycle and pedestrian facilities and connections
- Transit Opportunities

Current DelDOT Projects

DelDOT currently has several capital projects (see Map 8.1) within or near the study area that are either in the planning, design, or construction stages. The DelDOT Capital Transportation Program (FY 2010-2015) contains the following major projects:

(a) SR 1 / NE 10th Street – access modifications
(b) SR 1 / NE Front Street – new overpass and partial grade separation
(c) SR 1 / SR 10 – new grade separated interchange
(d) US 113 – limited access highway study

Map 8.1. Current DelDOT Projects



Master Plan – Transportation Element

The primary role of DelDOT in the development and implementation of the Master Plan is to identify and analyze transportation improvements that will be required to accommodate projected traffic volume projections associated with the Plan's land use designations and demographic projections. Many of the transportation project recommendations found in this report will be implemented in conjunction with private and/or public land use development as it occurs. This document provides a framework by which those future projects will be identified and implemented and includes the following goals and objectives:

- Establish the Master Plan study area as a DelDOT Transportation Investment District (TID).

- Increase the mode share of non-vehicle trips by supporting and proposing transportation projects that enhance the expansion of pedestrian, bicycle, and transit facilities within the study area.

- Formally partner with the development community and the public to ensure that transportation improvements are constructed and sequenced in a proper order that supports the quality of life goals and objectives of the Master Plan.

- Ensure that traffic studies associated with DelDOT projects or new development are coordinated in a manner that improves efficiency and reduces costs.

- Support smart growth concepts and design in all future proposed land use development and implement the DelDOT Community Streets program when designing and constructing any transportation projects deemed necessary to support the Master Plan.

Similar to other Master Plan agreements within the State, DelDOT will work with the City, development community, and the public to forge an agreement that encompasses the following responsibilities:

1. DelDOT – Conduct traffic analysis for the purposes of identifying needed roadway improvements, right-of-way, and funding requirements by the public and private sectors.

2. City – Plan and identify and funding mechanisms for needed electrical, water and sewer service.

3. Development Community – contribute equitable funding to roadway projects, donate right-of-way where necessary, and work with the City and DelDOT to maximize the most efficient vehicle, transit, and bicycle and pedestrian connections and services.

Master Plan Preferred Land Use Scenario

The Master Plan preferred land use scenario was developed by the City with assistance from the Office of State Planning Coordination and the University of Delaware. Community VIZ software was utilized at several public workshops to gather input from the public regarding what type of land uses they desired for the study area. Land use preferences derived from the public workshops were at the grid level and did not follow any natural or man-made boundaries. A final land use map produced at the tax parcel level that also included three transfer of development right (TDR) receiving areas was created and adopted by the technical working group in October, 2010 (see Map 1 and Map 4).

Outputs from the Community VIZ software included residential and commercial daily vehicle trips for each grid within the study area. The Preferred Land Use Scenario is considered a build-out plan.

Projected demographic changes (Table XX) associated with the scenario, as compared to existing land use, are as follows:

* +5,581 dwelling units (+272%)
* +14,503 population (+292%)
* +2,268 employment (+903%)
* +76,260 daily residential vehicle trips (+272%)
* +24,875 daily commercial vehicle trips (n/a)

Editor's Note: DelDOT model runs are based upon the first Community Viz future land use scenario, labeled "Preferred Alt" in Table 8.1 below. The City of Milford and the University of Delaware continued to refine this scenario from October 2009 through December of 2010. The resulting final scenario labeled "Preferred Revised" reflects a more accurate count of existing dwelling units, approved and recorded subdivisions, and a based density of approximately 3 du/acre in Milford's R-1 zoning district, the least dense available. This resulted in +9,826 dwelling units, and corresponding increases in population and employment as well. At time of publication, The City and the Office of State Planning Coordination are consulting with DelDOT about whether or not the transportation model runs should be re-run to reflect these increases.

Table 8.1. Summary of Alternative Plan Scenarios from Community Viz

	Existing Land Use	Preferred Alt (at buildout)	Preferred Revised (at buildout)	Growth 2020	Growth 2040	Milford Comp Plan as adopted (at buildout)
Dwelling Units	1,943	7,626	11,769	2,434	2,959	15,083
Number of Residents	4,709	19,459	30,739	5,960	7,290	39,659
Commercial Floor Area	0	995,000	2,985,000	160,000	1,185,000	7,970,000
Employees	262	2,519	4,875	724	1,854	10,275
Date Created	Oct. 2009	Oct. 2009	Dec. 2010	Apr. 2011	Apr 2011	Jan. 2009

Source: University of Delaware, Sustainable Coastal Communities Program

Methodology

DelDOT utilized the following methodology for incorporating and analyzing the daily vehicle trip outputs from Community VIZ into the DelDOT Travel Demand Model (CUBE 5):

1. Create new traffic analysis zones (TAZs) in CUBE 5 model to match Community VIZ grids.
2. Create additional road network detail in CUBE 5 model to match the study area.
3. Import Community VIZ daily trip data into CUBE 5 model.
4. Run CUBE 5 model.
5. Analyze outputs (Level of Service and Volume/Capacity ratio) from model to compare existing conditions with Preferred Scenario.
6. Create and analyzed additional road network improvements as necessary.
7. Develop recommendations.

Recommendations

Project recommendations contained in this chapter are broken into the following categories and are reflective of both quantitative results from the travel demand model and qualitative goals aimed at improving transportation choices for residents and employees within the study area:

- Bicycle facilities
- Pedestrian facilities
- Transit facilities
- Park and Ride facilities
- Intersection upgrades or modification

- Road upgrades
- Smart Growth
- Policy

The project and policy recommendations contained in this report are also reflective of the DelDOT Complete Streets policy which was adopted in 2009. This policy mandates that any new transportation projects in the state right-of-way (road reconstruction and/or widening) take into consideration all transportation modes and accommodate accordingly. Transportation modes include all travelers including public transit users, bicyclists, pedestrians and motorists.

Please note that a summary listing of this report's transportation recommendations can be found in Table XX at the end of this chapter.

Bicycle Facilities

Currently there are no DelDOT designated bicycle routes within the study area. While bicycle use is allowed by law on all of the study area roads (with the exception of SR 1) many of these roads do not include shoulders which enhance rider safety (see Map 8.2). Approximately 28% of the study area roadways have hard surface shoulders with a width of 3 feet or greater. Similarly, there are few sidewalks or other pedestrian facilities within the study area.

Recommendations:

On-road bicycle facilities should be included as part of any new roadway construction, entrance plans, widening and rehabilitation of existing roadway facilities. Implement specific bicycle recommendations as per Table 8.2.

Pedestrian Facilities

Currently there are limited pedestrian facilities within the study area (see Map 8.2). The City of Milford does now require, however, the construction of sidewalk facilities for new residential streets within its municipal boundaries.

DelDOT is in the process of implementing the Delaware Statewide Pedestrian Action Plan which includes the following elements:

(1) Inventory of pedestrian facilities
(2) Transition Plan identifying all gaps and non Americans with Disabilities Act (ADA) compliant facilities
(3) Complete Streets policy and implementation plan
(4) Development of a transition plan

The Pedestrian Action Plan will identify gaps in the system and opportunities for enhanced pedestrian facilities for the City of Milford. It will also look at access issues to transit locations and make recommendations for improvements.

Recommendations:

Evaluate the need for bicycle and pedestrian facilities and transit stops as part of any new roadway construction, entrance plans, widening and rehabilitation of existing roadway facilities in accordance with the Complete Streets policy, the Statewide Bicycle Plan and the Statewide Pedestrian Action Plan. Implement specific recommendations as per Table 8.1.

Map 8.2. Existing Pedestrian and Roadway Shoulder Facilities

Transit Facilities

Between 2,500 and 4,900 new employees are projected to be added to the City of Milford's South East Neighborhood under the adopted Master Plan. Many of these new employees are expected to work at a new major employment center east of SR 1 along Cedar Neck Rd. This employment center, currently known as "Innovation Park" presents DelDOT with a unique opportunity to establish a new transit loop that would service Innovation Park while also making a connection to currently established residential neighborhoods and businesses west of SR 1.

Recommendations:

Establish a new DART transit loop to connect existing and new development on east and west side of SR 1. The transit loop would consist of the following three phases and locations:

Phase I – Establish new transit route adjacent to existing and developing residential and employment areas west of SR 1 utilizing the following road network:

- Business Route 1
- Wilkens Rd
- SE Front St
- State Route 36
- Marshall St
- Elks Lodge Rd

Phase II – Establish new transit route east of SR 1 for the purpose of providing access between the east and western side of Milford and to service the proposed "Innovation Park" employment center utilizing the following road network:

- Cedar Neck Rd
- Bucks Rd
- Sapp Rd
- State Route 36

Phase III – Establish new transit route west of SR 1 in southern portion of study area for the purpose of servicing proposed new residential and employment areas utilizing the following road network:

- Elks Lodge Rd
- Johnson Rd
- State Route 30

Intersection Upgrades or Modifications

A projected increase of nearly 100,000 new residential and commercial daily vehicle trips in the study area will require upgrades or modifications to several existing intersections within the study area.

The proposed adoption by the City of Milford traffic to require traffic impact studies for new residential and employment developments within the study area will serve to provide DelDOT with additional analysis needed to determine the various geometric improvements required for each intersection to function in an efficient manner. It is anticipated that additional intersections will need to be improved as development of the study area progresses in the future.

Preliminary traffic capacity analysis has identified the following intersections that would require improvements under the land use projections of the Master Plan:

- State Route 30 and Johnson Rd
- Elks Lodge Rd and Wilkens Rd
- Cedar Neck Rd and Bucks Rd

The following intersections or road segments have been identified for either removal or access modifications:

- SR 30 (Cedar Creek Rd) and Fork Rd – the removal of Fork Rd has inherent safety benefits that would result from the shifting of vehicles from Fork Rd to the Johnson Rd / SR 30 intersection.

The existing intersection approaches (Fork Rd at Johnson Rd/SR 30) are under-utilized and not necessary for area traffic flow needs.

Map 8.3: Fork Rd and SR 30

- SR 1 and Sharps Rd / Johnson Rd

DelDOT is aware and actively involved in identifying and proposing solutions for unsafe median crossings and access concerns from local roads onto SR 1. The Department is proposing the following safety enhancement improvements for Sharps Rd and Johnson Rd:

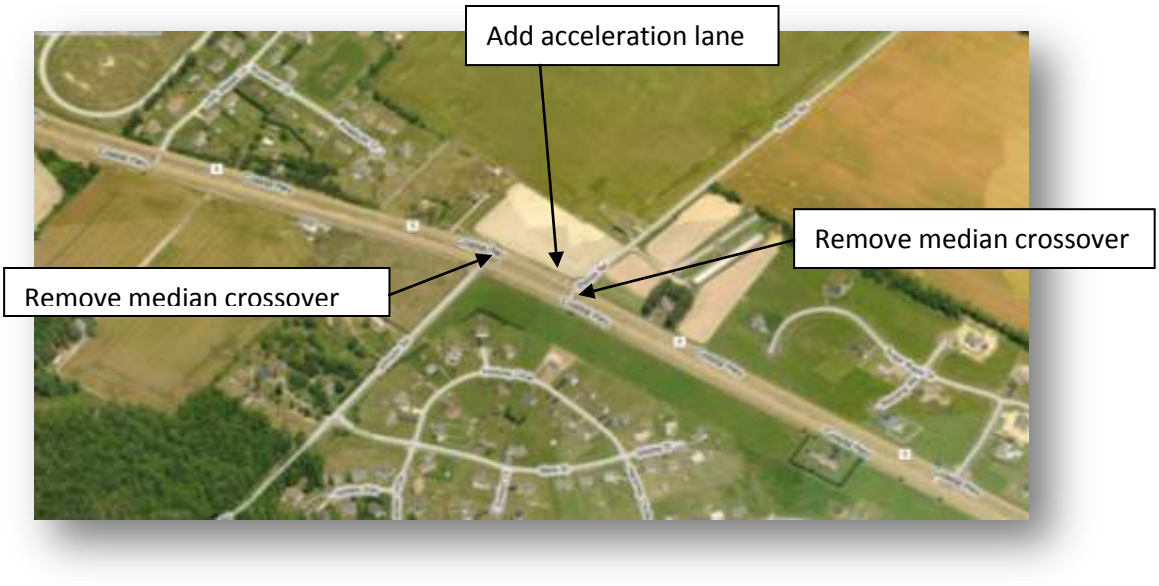
SR 1 / Sharps Rd

(a) Revise movements from Sharps Rd to rights-in and rights-out only.
(b) Remove SR 1 median crossover.

SR 1 / Johnson Rd

(a) Revise movements from Johnson Rd to rights-in and rights-out only.
(b) Add northbound acceleration lane on SR 1.
(b) Remove SR 1 median crossover.

Map 8.4. SR 1 and Johnson Rd / Sharps Rd Improvements



Roadway Upgrades

Much of the study area road network east of SR 1 and south of Wilkins rd on the west side of SR 1 has served primarily rural and/or agricultural land uses in the past. A majority of these roads do not include any shoulders. In fact, only 28% of the entire study area roadways contain hard surface shoulders with a width of 3 feet or greater. As the study area continues to accommodate new and projected future residential and employment much of the transportation network will require upgrades including shoulders, intersection improvements, capacity increases, and possible new connections.

<u>Recommendations:</u>

Improve the following roadway facilities to meet a minimum standard of two 11 ft travel lanes and 5 ft shoulders:

(1) Kirby Rd (from RD 14 to Cedar Beach Rd)
(2) Bucks Rd – (from Sapp Rd to Cedar Neck Rd)
(3) Sapp Rd (from Bucks Rd to Cedar Beach Rd)
(4) Cedar Neck Rd (from Sapp Rd to SR 1)
(5) Sharps Rd (from 1 mile north of SR 1 to SR 1)
(6) Business Route 1 (from Wilkins Rd to SE Front St)
(7) Cedar Beach Rd/SR 36 (from Sapp Rd Business Route 1)

The preceding road segments improvements also overlap proposed new transit routes which will in turn support pedestrian and bicycle accessibility to future bus stop locations.

Smart Growth

DelDOT seeks to further support the land use designations contained in the Milford Master Plan by implementing projects and policies that encourage the construction of smart growth based residential and commercial spaces.

Smart growth is a set of principles and guidelines that attempts to create a nexus between land use and transportation in which zoning, subdivision regulations, architectural standards and transportation design act as mutually supporting entities leading to greater efficiencies in vehicle and person movements and an enhanced sense of quality of life.

The Department supports the creation and adoption of a unified development ordinance by the City of Milford as a means for maximizing DelDOT's transportation investments in the study area.

Map 8.5. Bucks Rd Area - Conceptual New Residential Development

Map 8.6. Bucks Rd Area - Conceptual New Residential Development

Policy

The successful adoption and implementation of several policy initiatives are necessary for the Transportation Element to function as a successful component of the overall Master Plan for southeast Milford.

Recommendations:

- Adoption of the study area as a Transportation Investment District (TID) by DelDOT for the purpose of allowing the Department to enter into agreements with the private sector community for the development and implementation of cost-sharing mechanisms to fund the transportation improvements identified in this report.

- Adoption of provision requiring traffic studies by the City of Milford to be undertaken when proposed residential or commercial development exceeds particular dwelling units and/or commercial square footage thresholds.

- Adoption of development ordinances by the City of Milford for the purpose of providing land development standards that support transportation improvement projects.

Table 8.2. Transportation Recommendations

Improvement	Area or Location	Type	Goal
Bicycle	Statewide Connector, Regional, and Statewide Bike Routes within Study Area	Install bike facilities as part of roadway improvements as per the Delaware Bicycle Facility Master Plan	Improve multi-modal options for residents
Pedestrian	Existing DART Bus Stop Locations	Provide safe pedestrian access to stops	Improve multi-modal options for residents
	Existing bus stops in the study area.	Install improvements at bus stops (bus stop signs, bus pad, benches, lighting, shelters)	Improve multi-modal options for residents
Transit	New Local Circulator Routes Phase I (see Map 4) Phase II Phase III	Increase frequency of bus service to provide access to downtown and new residential development / employment centers east of SR 1	Improve multi-modal options for residents
Park and Rides	To be identified		Reduce congestion
Intersection Upgrades	(1) Elks Lodge Rd / Wilkins Rd (2) SR 30 / Johnson Rd (3) Bucks Rd / Cedar Neck Rd (4) SE Front St / Marshall St	Add turn lanes and/or signalization to be determined by existing and projected traffic count data and studies	Improve safety and reduce delay

Intersection Modifications	(1) SR 1 / Johnson Rd (2) SR 1 / Sharps Rd	Revise movements to rights-in and rights-out only. Remove SR 1 median crossover. Add NB SR 1 acceleration lane.	Improve safety
Road Upgrades	(1) Kirby Rd (from RD 14 to Cedar Beach Rd) (2) Bucks Rd – (from Sapp Rd to Cedar Neck Rd) (3) Sapp Rd (from Bucks Rd to Cedar Beach Rd) (4) Cedar Neck Rd (from Sapp Rd to SR 1) (5) Sharps Rd (from 1 mile north of SR 1 to SR 1) (6) Business Route 1 (from Wilkins Rd to SE Front St) (7) Cedar Beach Rd/SR 36 (from Sapp Rd Business Route 1)	Improve to a minimum of two 11 ft travel lanes and 5 ft shoulders	Improve safety, reduce delay, enhance multi-modes of travel
Smart Growth	Master Plan Study Area	Assist City with integration of smart growth transportation designs and principles	Enhance quality of life

Table 8.2 – Transportation Recommendations (cont.)

Policy	Master Plan study area	Transportation Investment District (TID)	(1) Coordination of land use and transportation projects as per DelDOT Complete Streets Policy (2) Private / Public partnership to identify and share costs associated with required capital transportation projects within study area
Policy	Master Plan study area	Development Ordinances	Efficient use of land use and transportation design standards
Policy	Assist City of Milford with drafting a traffic impact study requirement	City code	Collection of existing and projected traffic data

Milford South East Neighborhood Master Plan

Map #4 Transportation Recommendations

Legend

- Proposed Intersection Improvements
- Phase 1 - Transit Circulator / Road Upgrade
- Phase 2 - Transit Circulator / Road Upgrade
- Phase 3 - Transit Circulator / Road Upgrade
- Proposed Additional Road Upgrades
- Proposed New Connector Roads*
- Residential - Low Density
- Residential - High Density
- Open Space Agricultural
- Innovation Park
- Commercial
- TDR Receiving Areas
- DelDOT Owned Property

Map created by DelDOT Division of Planning
*Conceptual alignment subject to change

N
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S

0 0.25 0.5 1 Miles

Chapter 9
Water and Sewer Infrastructure

One responsibility of the City of Milford for the SE Neighborhood is the planning, financing, and construction of public utilities for this area. These public utilities include water, sewer and electricity.

The City of Milford has engaged the engineering firm of Davis, Bowen, and Friedel to prepare the water and sewer extensions East of Route 1. After reviewing proposed and existing development, DB& F has prepared cost estimates and schematic drawings showing the proposed location of these public utilities (see Map 5).

Public Water System Improvements

The water extensions include a new elevated storage facility and a new proposed well either east of SR 1 or west of SR 1 depending on the flow rates, easements, and approval from DNREC. Addition water facilities include extension of a 12" water line from an existing connection near Meadows at Shawnee running southward near the three major properties east of SR 1 (Dugan Property, Isaac Property, and the Mill's Property) then westward along Johnson Road until it meets Cedar Creek Road. At this intersection the water line is reduced to a 10" water line then continues in a westerly direction until it meets Elks Lodge Road. At Elks Lodge Road it continues in a northerly direction until it connects with an existing water line near the Orchard Hills development. This proposed extension of the water utility into the SE East Planning area includes addition wells and will loop with the existing City of Milford water system providing improved water provisions, storage capabilities, and fire fighting capabilities.

The estimated cost of these improvements according to DB&F is approximately $3.5 million dollars. Presently the City of Milford has funding in place through the U.S. Department of Agriculture for the construction of these water facilities.

Public Sewer System Improvements

Regarding the proposed sewer extensions for the SE Planning Area, again DB&F has provided cost estimates and schematic drawings showing the proposed location of these public utilities. The sewer extensions include the construction of a proposed 12" force main from an existing 18" force main near the Meadows of Shawnee along Rehoboth Blvd. running eastward then southward along the Dugan property which would serve the area east of DEL 1. Additional construction in this area would include the erection of a Pump Station on the Isaac's property.

Proposed sewer extension for the area west of DEL 1 include the construction of 12" force main near the Meadows at Shawnee on Rehoboth Blvd. continuing southward along Rehoboth Blvd. then along the right-of-way of DEL 1 near the Matlinds Estate housing development, then southward along Cedar Creek Road. This proposed sewer extension would serve all the proposed development west of DEL 1 and south of existing development within the corporate limits of the City of Milford (see Map 6).

Costs estimates prepared by DB&F for this sewer extension amount to $3.6 million dollars.

Electric Utility

Electric serve would be provided by the City of Milford's Electric Department on an as needed basis according to submitted and approved development plans.

Milford
South East
Neighborhood
Master Plan

Map #5
Land Use
& Water

Legend

- Residential - Low Density
- Residential - High Density
- Open Space Agricultural
- Innovation Park
- Commercial
- TDR Receiving Areas
- DelDOT Owned Property
- Existing Water System
- Proposed Water System Extension

Map created by DelDOT Division of Planning

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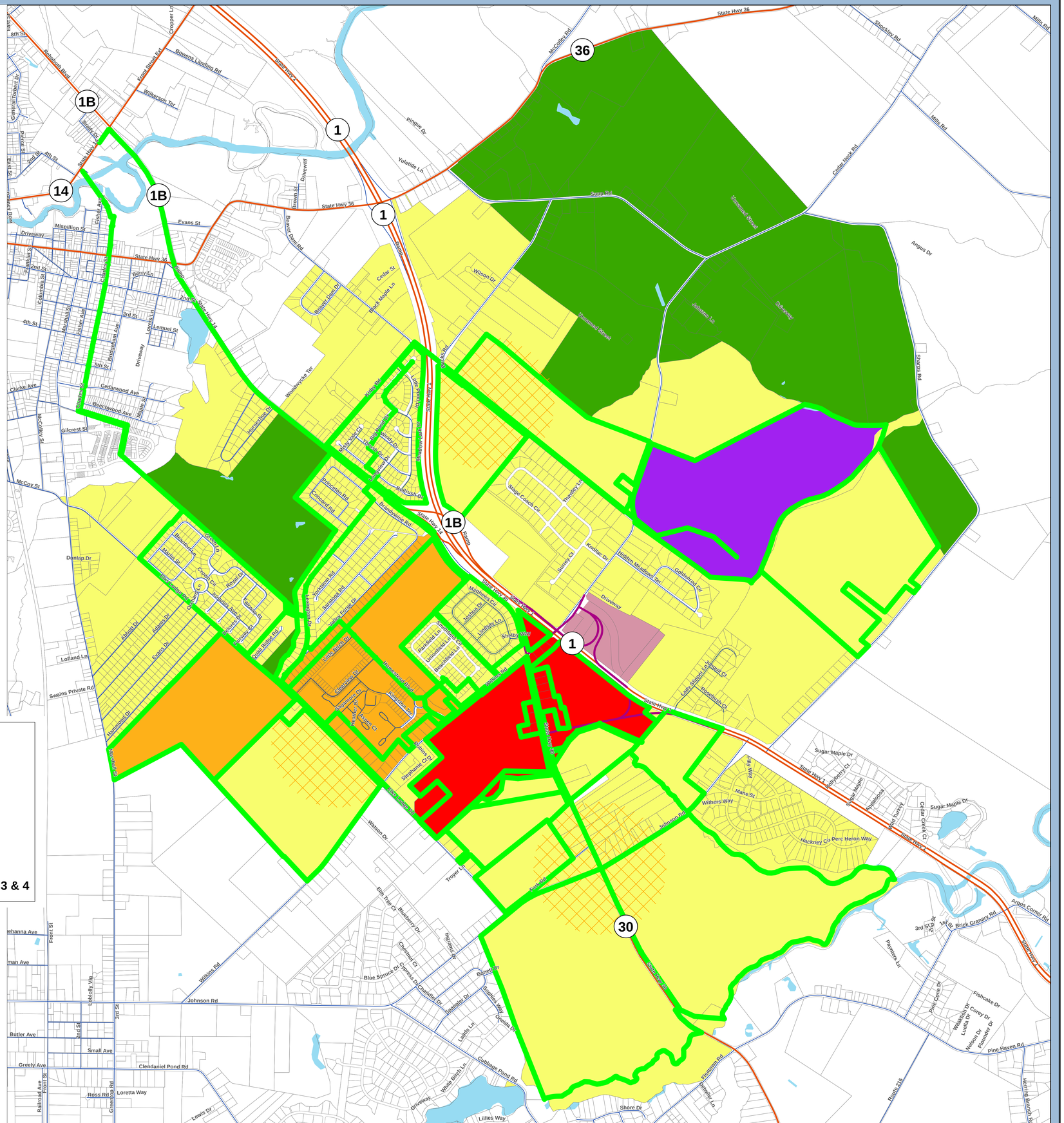
Milford
South East
Neighborhood
Master Plan

Map #6
Land Use
& Sewer


1B
1
14
36
30
State Hwy 36
State Hwy 14
Bowers Landing Rd
Wilkerson Ter
Evans St
Mispillion St
Driveway
Gerry Ln
Lemuel St
Cedarwood Ave
Beechwood Ave
Gilcrest St
McCoy St
Clarke Ave
Dentlap Dr
Abbott Dr
Evans Dr
Lofland Ln
Swains Private Rd
Quail Ridge Rd
Woodwycke Ter
Horseshoe Dr
Cedar St
Black Maple Ln
Wilson Dr
Angus Dr
Shaws Rd
Cedar Neck Rd
Mills Rd
Blockley Rd
Thurmond Street
Johnson Ln
Rykwey
Supply Rd
Pingue Dr
Yuletide Ln
Brown St
Driveway
Beaver Dam Rd
Cedar Creek Rd
Kelly Rd
Little Creek Dr
Cedarwood Ave
Stage Coach Cir
Hawkeye Cir
Knollac Dr
Surrey Cir
Hidden Meadows Ter
Galbraith Cir
Driveway
Matthews Cir
Joshua Dr
Lindsay Ln
Shelby Way
Parkland Ln
Lindenfield Cir
Beechfield Cir
Londea Rd
Lady Slipper Ln
Trillium Cir
Rosebush Dr
Sugar Maple Dr
Holly Berry Ct
Maple Ln
Mane St
Withers Way
Hackney Ct
Perc Heron Way
Pondalusa
Wood Turtle
Cedar Creek Ct
Johnson Rd
Eagle Rd
Troyer Ln
Watson Dr
Blue Jay Ct
Blueberry Dr
Chestnut Ct
Cypress Dr
Chadwin Dr
Ingrams Dr
Beechwood
Southern White Cedars Dr
Ladies Ln
Cubbage Pond Rd
Stratton Rd
Jennifer Ln
Shore Dr
Lillies Way
White Birch Ln
Driveway
Route 216
Williams Rd
Johnson Rd
Clendaniel Pond Rd
Loretta Way
Ross Rd
Greenton Rd
Lewis Dr
Greely Ave
Small Ave
Butler Ave
2nd St
3rd St
Front St
Railroad Ave
Lobdely Vlg
Ehanna Ave
man Ave
Arnos Corner Rd
Brick Granary Rd
Pawnees Ln
Pine Cone Dr
Fishcake Dr
Corey Dr
Wellington Dr
Lusilla Dr
Nelson Dr
Flounder Dr
Pine Haven Rd
Herring Branch Rd
Shawnee Rd
Sharpley Rd
Sawmill Dr
Stephanie Cir
Brown Dr
Stonehenge Blvd
Avalon Trl
Rogers Cir
Driveway
Driveway
Driveway

Chapter 10
Design Guidelines

1. The Department recommends the city require any property developed adjacent to land designated Open Space Agriculture to include a forested buffer between the property and adjacent farmland. This is already required by Sussex County. As a courtesy to Sussex County, the DDA Forest Service reviews the effectiveness of the buffer, and makes a recommendation to the County on whether or not to accept the buffer as is, or require modifications. The Department would offer the same service to the City.

2. In addition to a forested buffer requirement, the Department also asks that the City work with developers on where they "mass" their houses or buildings. Whenever practicable, the Department requests that the City require developers to cluster their approved building lots, and place as much of the residual community open space near adjacent farm parcels. This would further help eliminate or mitigate any conflict that may arise from dissimilar land uses.

3. As each new project is proposed, the City, DNREC, DelDOT and the developer should coordinate to discuss opportunities to develop shared stormwater management facilities that integrate best practices for maximum flood protection and water quality protection and enhancement.

4. Utilize green technologies to manage stormwater. Green technology stormwater management is a best practice that uses the natural processes of vegetation to filter stormwater and take up harmful pollutants, improve groundwater recharge without expensive infrastructure.

5. Minimize the removal of trees within the Cedar Creek Natural Area to the greatest extent possible with the goal of preserving 100% of existing trees and all contiguous forested blocks (a map of this area was unavailable at time of publication).

6. Provide buffers to the Cedar Creek Natural Area. Prohibit additional development within 300 ft. of the existing Natural Area (a map of this area was unavailable at time of publication).

7. Do not place storm water structures in the Cedar Creek Natural Area (a map of this area was unavailable at time of publication).

8. Incorporate sidewalks, bike lanes, and multi-modal paths in the Master Plan Area in accordance with Chapter 8, Transportation and the Milford Pedestrian/Multi-Modal Master Plan.

9. Specific Conservation Areas, Area One (see Chapter 5 and Map 5.3, Area One)
    a. Avoid building and/or stormwater infiltration in the area of excellent recharge
    b. Limit intense development to the upland portion of the parcel; the eastern portion should be used for passive recreation and open space.
    c. We recommend that the Downer and Ingleside soils in Area One be the preferred location for stormwater infiltration.

10. Specific Conservation Areas, Area Two (see Chapter 5 and Map 5.4, Area Two)
    a. Protect the forested wetlands that are mapped in the southern end of Area Two, on both sides of Route 30. Because of the falling elevations from the north end of this area toward the mapped wetlands, we advise that optimal stormwater management would be constructed wetlands or other green technology best management practices in the area immediately north of the forested wetlands, on either side of Route 30.
    b. The wooded section in this area also supports Key Wildlife Habitat. We recommend generous riparian buffers (300 feet or greater) to protect water quality and preserve forested areas surrounding the tributaries of Cedar Creek to enable these rare species to thrive.

11. Specific Conservation Areas, Area Three (see Chapter 5 and Map 5.5, Area Three)
    a. Provide at least a 300 foot upland buffer primarily due to the presence of or potential for swamp pink. The buffer would also be instrumental in protecting the Atlantic White Cedar wetlands as well as achieving the Total Maximum Daily Load (TMDL) pollution limits for this portion of the Mispillion watershed.

Chapter 11
Implementation

Commitments:

The City of Milford

1. The City will develop and adopt an ordinance to enable to use of transfer of development rights credits (TDRs) in receiving zones. This ordinance will enable developers build at up to eight (8) units per acre by-right through the purchase of TDR credits from farms in the sending areas.
2. A stormwater utility is a legal and financial structure to allow stormwater management facilities to be constructed, managed and maintained in common by a local government or other entity. This master plan area is well suited to such a utility, although there are many ways to structure such an entity. Both the City and DNREC agree to explore this option in more detail as this area develops in accordance with this master plan.
3. The City will construct a public water system as described in Chapter 9 to serve the Master Plan Area. This is a funded project.
4. The City will design and permit a sewer system to serve the Master Plan Area as described in Chapter 9. Private developers will be responsible for funding and constructing this system. The City will discuss various financing and construction options with any developer.

Delaware Department of Agriculture

1. The Delaware Department of Agriculture (DDA) and the Delaware Agricultural Lands Preservation Foundation (DALPF) will partner with the City to establish a Transfer of Development Rights program as described in the Agricultural Preservation chapter of this document (Chapter 4).
2. By partnering with the DALPF, the City will avoid the initial financial expenditures required to preserve a parcel of land. These expenditures include paying to survey the property, paying the legal costs of a real estate settlement, and other associated administrative costs. The DALPF would bear those costs.
3. The City would avoid the future obligation of monitoring the preserved farms to make sure they remain in compliance with the preservation agreement (easement). The DALPF would assume that responsibility, and would add any properties preserved by Milford to the hundreds of permanently preserved farms it already monitors. In

addition, should any future litigation be required to uphold the preservation easement, the City would not have to incur any legal costs.

4. DDA will assist the City in the creation and administration of a TDR bank as described in the Agricultural Preservation chapter of this document (Chapter 4). This includes assistance with appraisals to set the fair market value of TDR units.
5. In addition to any funds the City would have for agricultural preservation and the TDR bank, they would also be eligible for state-matching funds from the DALPF, as well as any federal matching funds from United States Department of Agriculture (USDA) Farm and Ranch Lands Protection Program (FRPP). As allowed by law, these matching funds would be awarded to the city based on availability. If the City were able to capture state and federal matching funds, they could significantly leverage their funds with additional money, and preserve additional farm land.

Delaware Department of Natural Resources and Environmental Control (DNREC).

1. There is an opportunity for greater communication and coordination between DNREC and DelDOT with regards to stormwater management and road improvements. This coordination will be ongoing throughout the development of this master plan area. Opportunities to share facilities and streamline the review process will be continually evaluated and implemented as individual properties within the master plan area develop and re-develop. Streamlined review and approval processes will only be available in return for implementing "best practice" designs.
2. DNREC will work with the City to explore and implement the concept of a stormwater utility in the master plan area as development occurs.

The Delaware State Housing Authority (DSHA)

If requested, the DSHA stands ready to assist in the development of affordable housing opportunities in the Master Plan Area in the following ways:

1. Work with the Office of State Planning Coordination to further refine our criteria for tax credits, which may give more weight to Master Plan areas such as this one in the future.
2. Continue to provide developers information and resources through our Affordable Housing Resource Center and other sources.
3. Work with the City and the Office of State Planning Coordination on the development of ordinances, such as Form Based Codes, to ensure quality design in the Master Plan Area.
4. Participate with the City on future grant applications to facilitate development in the Master Plan Area.

The Delaware Department of Transportation (DelDOT)

1. DelDOT will fund and construct the grade separated interchange at SR 1 and Route 30 as per the current Capital Transportation Plan. The current timeline involves construction in 2012 and 2013, with completion in late 2013. Please note that the CTP is subject to amendment annually.
2. Work with the City of Milford to adopt this master plan area as a Transportation Improvement District (TID) to enable equitable and timely funding for roadway improvements within the area in accordance with the recommendations in this Master Plan.
3. DelDOT will work with the City to ensure that the road improvements identified in this report are implemented by the public and / or private sector in a phased manner that is paced with the timing of development activities.

Requirements:

Division of Historical and Cultural Resources: Delaware State Historic Preservation Office

1. Any project that involves Federal funds or permits must comply with Section 106 of the National Historic Preservation Act.
2. The State Antiquities Act requires that archaeological excavations on state-owned or controlled lands must be done under a permit from the Director of DHCA.
3. Any un-marked human remains that are disturbed during construction must be respectfully handled in conformance with the Delaware Unmarked Human Remains Act.

Recommendations:

Recommendations for Implementation of Agricultural Preservation:

1. The Department recommends the city require any property developed adjacent to land designated Open Space Agriculture to include a forested buffer between the property and adjacent farmland. This is already required by Sussex County. As a courtesy to Sussex County, the DDA Forest Service reviews the effectiveness of the buffer, and makes a recommendation to the County on whether or not to accept the buffer as is, or require modifications. The Department would offer the same service to the City.

2. In addition to a forested buffer requirement, the Department also asks that the City work with developers on where they “mass” their houses or buildings. Whenever

practicable, the Department requests that the City require developers to cluster their approved building lots, and place as much of the residual community open space near adjacent farm parcels. This would further help eliminate or mitigate any conflict that may arise from dissimilar land uses.

3. The Department asks that the city review its zoning ordinances for compatibility with future agricultural business or agricultural related uses. It is important to provide provisions and flexibility in the zoning code to accommodate future agricultural related activities.

4. The Department would note that all properties enrolled in the state's farmland preservation program are afforded the protections listed in Appendix 3. In addition, Sussex County adopted a "mirror" ordinance to provide these protections to all farms located in Sussex County. These protections should be considered during the city's planning process in an attempt to place more compatible land uses next to properties engaged in agriculture. In addition, there is a restriction on the location of water wells in DNREC's regulations that should be considered.

Recommendations for Protection of the Cedar Creek Natural Area

1. Sections of the wooded areas of the Milford Southeast Master Plan Area are part of the Cedar Creek Natural Area (see Map 5.1). All developments near or adjacent to this Natural Area are recommended to follow the design guidelines regarding protection of the Natural Area, found in Chapter 5.
2. Cedar Creek Nature Preserve is adjacent to the south end of the Southeast Planning Area (see Map 5.1). A number of rare species can be found in association with this habitat type. To protect the rest of this contiguous forest area it should be preserved as a Nature Preserve. A Nature Preserve is a special designation that provides additional protection for this important natural resource area. Such a designation would be achieved with the assistance of the State Office of Nature Preserves within DNREC. Should these areas be annexed as envisioned by the Master Plan, Milford will work with private landowners and the State Office of Nature Preserves to promote the dedication of the Natural Area as a Nature Preserve.

Recommendations for the Protection of Specific Conservation Areas

1. When designing development projects within Specific Conservation Areas One, Two and Three (see Chapter 5 and Maps 5.3, 5.4 and 5.5) the land developers and the City will collaborate and coordinate to ensure that the specific design guidelines related to these important conservation areas are incorporated into the site designs. The design guidelines are specifically listed in Chapter 10.

Transportation Recommendations

1. Upgrade primary circulation and transit routes (see Chapter 8, and Map 4) to 11 foot lanes and 5 foot shoulders.
2. Along these same routes, construct bicycle and pedestrian improvements to ensure interconnectivity, multi-modal connections and "complete streets."
3. In order to accommodate increased traffic from new development activities, upgrade the intersections identified in Chapter 8 and shown on Map 4.
4. Encourage the use of TDRs to enable higher density developments (up to 8 du/acre) at the designated TDR receiving areas. These areas are planned around bus stops to enable the transit improvements envisioned to operate smoothly.

Signatures:

The undersigned agree to honor the above stated commitments, agreements, requirements and recommendations as they relate to the development and preservation of land within the Milford South East Neighborhood Master Plan area. This document, including text and maps, shall guide land development, agricultural preservation, environmental protection, and infrastructure investments in the Southeast Neighborhood Master Plan Area described herein. This document shall be in full force and effect until such time as all parties reconvene and mutually consent to amend this document and the commitments, agreements, requirements and recommendations.

_____

Mayor, City of Milford

_____

Director, Office of State Planning Coordination

_____

Secretary, Delaware Department of Agriculture

_____

Secretary, Delaware Department of Natural Resources and Environmental Control

_____

Secretary, Delaware Department of Transportation

Appendixes

Appendix 1. South East Neighborhood Master Plan Land Use Scenarios Comparison

Appendix 2. TDR Sending and Receiving Area Analysis

Appendix 3. Proposed Agricultural Use Protections

Appendix 4. Historic and Cultural Resources in or Near the Master Plan Area

Appendix 1.

South East Neighborhood Master Plan Land Use Scenarios Comparison

South Milford Master Plan

SE Neighborhood Land Use Scenarios - Demographic Comparative Analysis

April 2011

Build-Out Results	Existing Land Use	Master Plan Build-Out Scenarios				
		SE_Neighborhood Public Option Preferred (ALT) Scenario[2] October, 2009	SE_Neighborhood Master Plan Preferred (Revised) Scenario[3] December, 2010	Growth 2020[4] April, 2011	Growth 2035[4] April, 2011	Milford Comp Plan (SE Neighborhood) July, 2008
Build-Out Numeric Dwelling Units	1,943	7,626	11,769	2,434	2,434	15,083
Build-Out Numeric Building	1,943	6,813	10,103	2,434	2,434	7,570
Build-Out Numeric Floor Area	0	995,000	2,985,000	165,000	1,185,000	7,970,000
RESIDENTIAL						
Dwelling Units	1,943	7,626	11,769	2,434	2,434	15,083
Residents	4,709	19,456	30,739	5,940	7,290	39,656
Children	1,960	3,885	4,692	1,508	1,884	4,414
Residential Taxes	184,295	756,558	1,153,033	234,525	287,906	1,384,985
Residential VTD	19,430	76,260	114,596	24,340	28,599	134,488
Residential Waste Water	582,900	2,287,800	3,580,700	730,200	857,700	4,524,900
Residential Water Use	582,900	2,287,800	3,590,300	730,200	857,700	4,524,900
NONRESIDENTIAL						
Commercial Floor Area (SQFT)	0	995,000	2,985,000	165,000	1,185,000	7,970,000
Employees[1]	263	2,519	4,879	728	1,854	10,275
Commercial Taxes	0	45,538	137,065	7,980	63,372	320,618
Commercial VTD	0	24,870	70,636	4,000	30,692	178,000
Commercial Waste Water	0	32,870	70,150	8,000	30,150	186,000
Commercial Water Use	0	41,094	87,856	10,000	37,856	232,500

[1] Existing Land Use Scenario employees are calculated as home-based employees, therefore no associated nonresidential space.

[2] SE_Neighborhood "Preferred (ALT)" Scenario - composite of scenarios developed at Public Workshop, October, 2009

[3] SE_Neighborhood "Preferred (Revised)", Public Option composite revised December 2010 by City of Milford Planning after reviewing State Agency input & PLUS project constraints

[4] Growth 2020 and Growth 2035 Scenarios assume a growth rate of 2% per year

Source: UD-SCC Community Land Use Model

Analysis performed by the University of Delaware, Sustainable Coastal Communities (SCC) Program, 2011

5/3/2011 SE_Neighborhood_Indicators_22APR11_UD Page 1 of 1

Appendix 2
TDR Sending and Receiving Area Analysis

TDR Sending Area Analysis for Select Parcels East of Milford

Parcel Number	Owner Name	LESA Score	Acres	Zoning Yield[1]	Build Yield[2]	Septic Yield[3]
330-12.00-10.00	Ruth Williams	185.08	60	120	78	78
330-08.00-47.00	Richard,Fay Shockley	220.19	14.7	28	19	19
330-12.00-08.00	GW Shockley & Sons, Inc.	222.51	117.4	235	153	99
330-08.00-28.00	Alan and Arenath Mills	172.61	46.2	92	60	60
330-08.00-24.00	Beverely & Louis O'Day	189.26	41.29	101	66	66
330-12.00-01.03	Howard & Katherine Webb[4]	210.7	118.18	236	153	99
330-12.00-01.02	Howard & Katherine Webb[4]	Part of 330-12.00				
330-12.00-01.02 (Unit 21805)	Howard & Katherine Webb[4]	Part of 330-12.00				
330-12.00-01.00	BKW Farm Limited	181.54	66.8	132	86	86
330-08.00-19.00	Alan & Arenath Mills	192.19	85.5	170	111	99
330-08.00-19.02	Alan & Arenath Mills	192.19	16.3	32	21	21
330-08.00-20.00	Warnock Farms, LLC	232.5	105.6	210	137	99
330-07.00-75.00	GW Shockley & Sons, Inc.	184.27	48.4	96	63	63
Totals			**720.37**	**1,452**	**947**	**789**

[1] Sussex County AR-1 zoning provides for 2 units to the acre

[2] In practice, the average subdivision yields 1.3 units per acre

[3] Del Code Title 7, Chapter 60 limits the number of individual on-site septic systems to 99; a community wastewater system is required to achieve the max. dwelling units allowed by zoning.

[4] Existing Agricultural District

Milford TDR Receiving Areas
Located within 1/4 Mile of Public Transportaion Nodes

Node	Acres	Base Zoning 3 DUs/acre	TDR Zoning 8 DUs/acres	Additional DUs through TDR use
1	58	174	696	522
2	118	354	1416	1062
3	104	312	1248	936
Total	280	840	2240	1,400

Appendix 3
Proposed Agricultural Use Protections

The following is sample language that the Delaware Department of Agriculture recommends the City of Milford integrate into their review of any subdivision located adjacent to an Agricultural Preservation District:

The proposed development is near two properties currently enrolled in the State's Agricultural Lands Preservation Program (Example: N & M Burton Farm Agricultural District, (Parcel Numbers # 2.34-16.00-11.00 and 2.34-16.00-17.00). Therefore, the activities conducted on these preserved properties will be protected by the agricultural use protections outlined in Title 3, Del. C., Chapter 9. These protections effect adjoining developing properties. The 300 foot notification requirement affects all new deeds in a subdivision located in whole or part within 300 feet of an Agricultural District. Please take note of these restrictions as follows:

> § 910. Agricultural use protections.
> (a) Normal agricultural uses and activities conducted in a lawful manner are preferred and priority uses and activities in Agricultural Preservation Districts. In order to establish and maintain a preference and priority for such normal agricultural uses and activities and avert and negate complaints arising from normal noise, dust, manure and other odors, the use of agricultural chemicals and nighttime farm operations, land use adjacent to Agricultural Preservation Districts shall be subject to the following restrictions:
>
> > (1) For any new subdivision development located in whole or in part within 300 feet of the boundary of an Agricultural Preservation District, the owner of the development shall provide in the deed restrictions and any leases or agreements of sale for any residential lot or dwelling unit the following notice:
> >
> > > This property is located in the vicinity of an established Agricultural Preservation District in which normal agricultural uses and activities have been afforded the highest priority use status. It can be anticipated that such agricultural uses and activities may now or in the future involve noise, dust, manure and other odors, the use of agricultural chemicals and nighttime farm operations. The use and enjoyment of this property is

expressly conditioned on acceptance of any annoyance or inconvenience which may result from such normal agricultural uses and activities."

(2) For any new subdivision development located in whole or in part within 50 feet of the boundary of an Agricultural Preservation District, no improvement requiring an occupancy approval shall be constructed within 50 feet of the boundary of the Agricultural Preservation District.

(b) Normal agricultural uses and activities conducted in accordance with good husbandry and best management practices in Agricultural Preservation Districts shall be deemed protected actions and not subject to any claim or complaint of nuisance, including any such claims under any existing or future county or municipal code or ordinance. In the event a formal complaint alleging nuisance related to normal agricultural uses and activities is filed against an owner of lands located in an Agricultural Preservation District, such owner, upon prevailing in any such action, shall be entitled to recover reasonably incurred costs and expenses related to the defense of any such action, including reasonable attorney's fees (68 Del. Laws, c. 118, § 2.).

In addition, if any wells are to be installed, Section 4.01(A)(2) of the Delaware Regulations Governing the Construction and Use of Wells will apply. This regulation states:

(2) For any parcel, lot, or subdivision created or recorded within fifty (50) feet of, or within the boundaries of, an Agricultural Lands Preservation District (as defined in Title 3, Del. C., Chapter 9); all wells constructed on such parcels shall be located a minimum of fifty (50) feet from any boundary of the Agricultural Lands Preservation District. This requirement does not apply to parcels recorded prior to the implementation date of these Regulations. However, it is recommended that all wells be placed the maximum distance possible from lands which are or have been used for the production of crops which have been subjected to the application of land applied federally regulated chemicals.

Section 1. Chapter 99, Code of Sussex Section 99-6 may also apply to this subdivision. The applicant should verify the applicability of this provision with Sussex County. This Section of the Code states:

G. Agricultural Use Protections.

(1) Normal agricultural uses and activities conducted in a lawful manner are preferred. In order to establish and maintain a preference and priority for such normal agricultural uses and activities and avert and negate complaints arising from normal noise, dust, manure and other odors, the use of agricultural

chemicals and nighttime farm operations, land uses adjacent to land used primarily for agricultural purposes shall be subject to the following restrictions:

(a) For any new subdivision development located in whole or in part within three hundred (300) feet of the boundary of land used primarily for agricultural purposes, the owner of the development shall provide in the deed restrictions and any leases or agreements of sale for any residential lot or dwelling unit the following notice:

"This property is located in the vicinity of land used primarily for agricultural purposes on which normal agricultural uses and activities have been afforded the highest priority use status. It can be anticipated that such agricultural uses and activities may now or in the future involve noise, dust, manure and other odors, the use of agricultural chemicals and nighttime farm operations. The use and enjoyment of this property is expressly conditioned on acceptance of any annoyance or inconvenience which may result from such normal agricultural uses and activities."

(b) For any new subdivision development located in whole or in part within fifty (50) feet of the boundary of land used primarily for agricultural purposes no improvement requiring and occupancy approval for a residential type use shall be constructed within fifty (50) feet of the boundary of land used primarily for agricultural purposes.

Appendix 4
Historical and Cultural Resources in or Near the Master Plan Area

Dare to be first.

UNIVERSITY OF DELAWARE

Milford's SE Neighborhood
Master Plan and Growth Scenarios

Source: UD-SCC Community Land Use Model

Prepared By Carol Bason

Program Manager, CommunityViz

University of Delaware
Sustainable Coastal Communities Initiative

April 22, 2011

Products

- UD-SCC Community Land Use Model & Density Parameters
- Existing Land Use (Baseline)
- "Preferred" Scenario from Public Workshops
- Revision of the Public Option ("Preferred") Scenario
- Master Plan & Growth Scenarios
  - Master Plan "Preferred-Revised" Scenario
  - Growth 2020 Scenario
  - Growth 2030 Scenario
- Comparative Analysis
- Density Visualizations

UD-SCC Community Land Use Model

Land Use Crayon	Land Use Name	Description	3D Google Earth Representation
	T100 Rural	**Category: RURAL** Farm land, open space, preserved space, critical resources. **Density: 1 DU/100A** **Range: 0-4 DU**	
	T20 Rural	Category: **RURAL** Rural area, agriculture and recreational and camping. Typically 20-Acre lots. **Density: 5 DU/100A** **Range: 5-20 DU**	
	T2 Suburban	Category: **RESIDENTIAL** Residential only, Cluster Subdivision. No commercial. May be conditional use or self-employed. Includes recreational facilities and schools. Examples: Lewes Beach, Cripple Creek Development. **Density: 2 DU/A** **Range: 51 to 200 DU**	
	T6 Urban Mixed	Category: **MIXED USE** TND; Residential and commercial mixed, includes SFR, MFR, and TH, offices, hospitals, and retail. Example: Village of Five Points **Density: 6 DU/A** **Range: 401 to 600 DU** **NR: 300,000 SQFT**	
	T8 Town Center	**Category: MIXED USE** Municipalities & Towns. Mixed Use; MU Buildings; Medium High density residential, business & medical offices, retail and lodging. Examples: The Vineyards, Seaford. **Density: 8 DU/A** **Range: 601 to 800 DU** **NR: 500,000 SQFT**	

Land Use Crayon	Land Use Name	Description	3D Google Earth Representation
	T30 Employment	**Category: NONRESIDENTIAL** Small business, utilities, transportation, institutional, civic, planned industrial, NO residential. Examples: Ross Business Park, Georgetown Airport, Indian River Power Plant, Chicken Processing & DuPont Plants, Del Tech **DU: 0** **NR: 200,000 SQFT**	
	T200 Retail	**Category: NONRESIDENTIAL** Regional shopping center, NO residential. PLUS Example: Overbrook Center **DU: 0** **NR: 800,000 SQFT**	

Source: UD-SCC Community Land Use Model

COLOR CODE

- GREEN REPRESENTS RURAL/AGRICULTURE
- PURPLE REPRESENTS EMPLOYMENT
- RED REPRESENTS RETAIL/COMMERCIAL
- ALL OTHER COLORS REPRESENT SOME TYPE OF RESIDENTIAL WITH LIMITED COMMERCIAL
- WHEN THE PUBLIC MEETINGS WERE HELD A 100 ACRE SQUARE WAS USED TO DETERMINE THE EXISTING AND FUTURE LAND USE PATTERN FOR THE SE PLANNING AREA.

T 20 RURAL (5 D.U./ 100 ACRES) RANGE OF 5 TO 20 D.U. -GREEN

T 20 RURAL

T 2 SUBURBAN (2 D.U./ACRE) RANGE 51 TO 200 UNTS/100 ACRES

T 4 CITY RESIDENTIAL (3-4 D.U./ACRE – 300 TO 400/100 ACRES)

T- 4 RESIDENTIAL

T- 8 CITY MULTI –FAMILY
8 D.U./ ACRE

T-12 CITY MULTI-FAMILY
12 D.U. /ACRE

T – 8 TOWN CENTER

T- 8 TOWN CENTER

T – 30 EMPLOYMENT

T -30 EMPLOYMENT

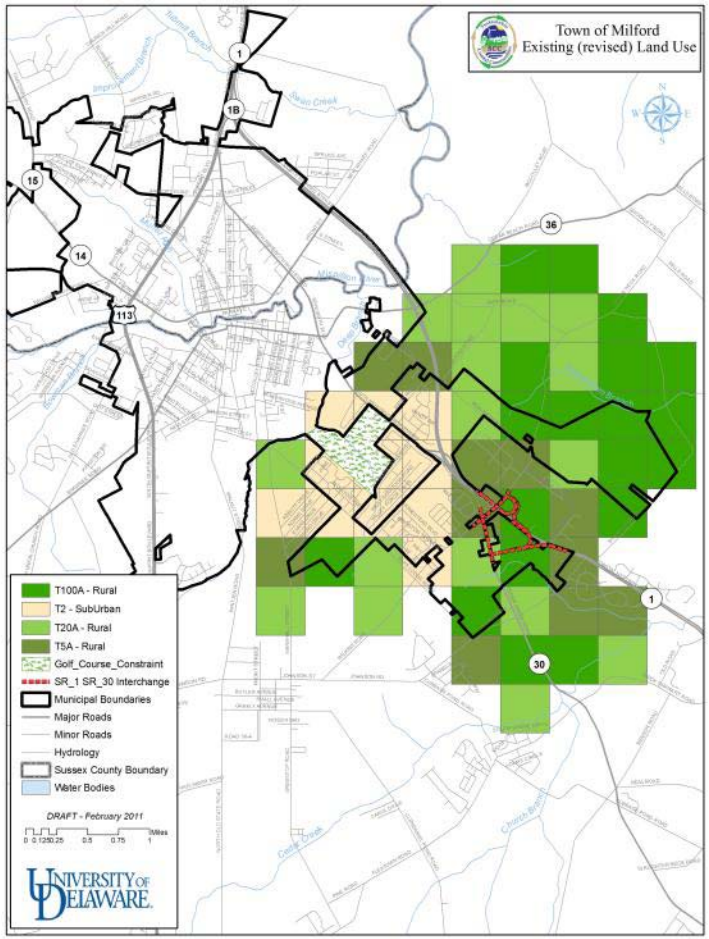
T – 30 EMPLOYMENT

T- 200 RETAIL

Land Uses & Density Parameters -- South Milford

Community Land Use Type	Legend	Density (Residential DU)	Floor Area (SQFT) (Nonresidential) (Per 100 Acres)	Build Efficiency (Full Occupancy)	Mixed Use Factor	Net Density (Residential DU) (Per 100 Acres)	Net Floor Area (Residential) (Per 100 Acres)
T100 – Rural		4 DU / 100A	0	100%		4	
T20 – Rural		20 DU / 100 A	0	100%		20	
T2 – Suburban		2 DU / A	0	70%		140	
T4 – Suburban		4 DU / A	0	80%		320	
T10 - Suburban		10 DU / A	0	90%		900	
T6 – Urban Mixed		6 DU / A	300,000 SQFT	75%	70%:30%	315	225,000 SQFT
T8 – Town Center		8 DU / A	500,000 SQFT	90%	50%:50%	360	450,000 SQFT
T12 – Urban Mixed		12 DU / A	500,000 SQFT	90%	50%:50%	540	450,000 SQFT
T30 -Employment		0	200,000 SQFT	80%		0	160,000 SQFT
T200 – Retail		0	800,000 SQFT	80%		0	640,000 SQFT

South Milford
Existing Land Use (2010)



Dwelling Units	1,900
Residents	4,700
Nonresidential Floor Area	0
Employees	260

Employees of Existing scenario are home-based employees

South Milford : Existing Land Use Profile

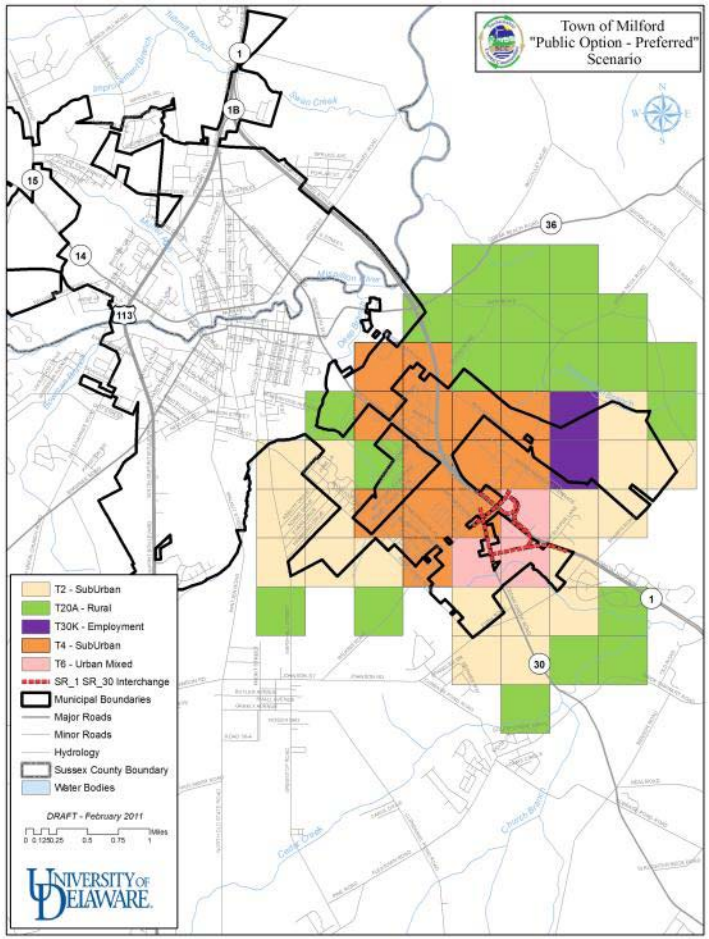
SE Neighborhood Character

- Predominantly rural landscape
- Approximately 20% of neighborhood comprised of low density residential villages offering single family (SF) and multi-family (MF) villa-type homes with golf course/open space connected to Milford City Center
- Multijurisdictional with intermingled incorporated lands (City of Milford) and unincorporated lands from Sussex County; borders Kent County at northern edge
- Over 80% of community agricultural along with environmentally sensitive riverine lands to north, east and south
- Scenic highway corridor (SR 1) provides opportunity for transportation-oriented development and retail center at SR 30 Interchange

Growth Opportunities and Challenges

- Maintain rural and village character
- Development of Transfer of Development Rights (TDR) Program to preserve sensitive riverine lands and agricultural economy
- Expansion of highway corridor into overpass and Regional Center
- Cost of annexation to City (expanded public services, utilities, and infrastructure) to support growth; challenging in economic downturn

South Milford -- Public Option "Preferred Scenario"



Dwelling Units	7,600
Residents	19,500
Nonresidential Floor Area	995,000
Employees	2,500

South Milford -- Public Option Profile

SE Neighborhood Character

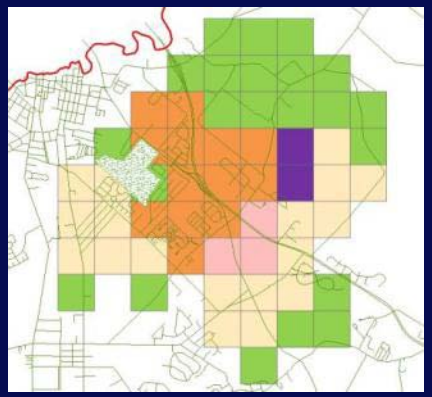
- Community predominately residential, accommodating growth adjacent to Milford City Center and at new Town Center Hub. Moderate density residential adjacent to City Center fans out to surrounding low density residential subdivisions to south and east
- Green space and agricultural acreage to north, east, and south (DNREC-cited Cedar Creek, Swiggetts and Cubbage Ponds) preserve rural riverine lands and agricultural base
- New, well-defined mixed use hub at expanded SR1/SR30 Interchange and adjacent 200 A Employment Center provide new public-envisioned “Town Center” with retail centers and localized compact mixed housing

Growth Opportunities and Challenges

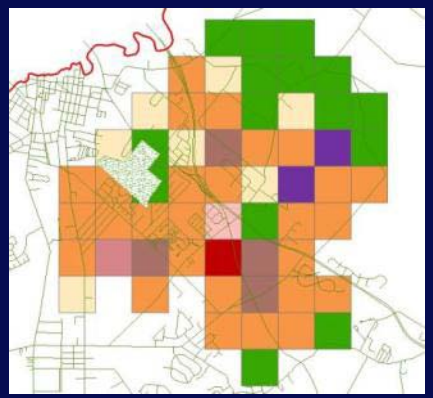
- Residential growth plan, while half of Milford Comprehensive Plan for SE Neighborhood, quadruples number of residents from Existing Land Use and provides previously nonexistent economic growth opportunities
- Pattern of Growth supports sustainable development principles while preserving much of the rural character. Offers localized multiple housing types and potential transit-oriented development for economically growing community
- TDR Program required to preserve sensitive riverine lands and agricultural economy
- Funding needed for annexation to City (expanded public services, utilities, and infrastructure) to support growth challenging in economic downturn

Revision of the Public "Preferred" Scenario

- The reason and the rational behind the changes to the Public Option ("Preferred" Scenario) and the Master Plan (Preferred –Revised Scenario) is based on two reasons.
- 1. The existing proposed residential development currently being developed is at a higher density than a T- 2 (2 d.u./acre) which is closer to a T-8 (8 d.u./acre). Wickersham and Hearthstone II are two examples.
- 2. In City of Milford's Zoning Ordinance in the R-1 Zoning District the minimum lot size is 10,000 sq. ft instead of ½ to ¾ (21,000 sq. ft to 32,000sq. Ft.) of an acre in Sussex County



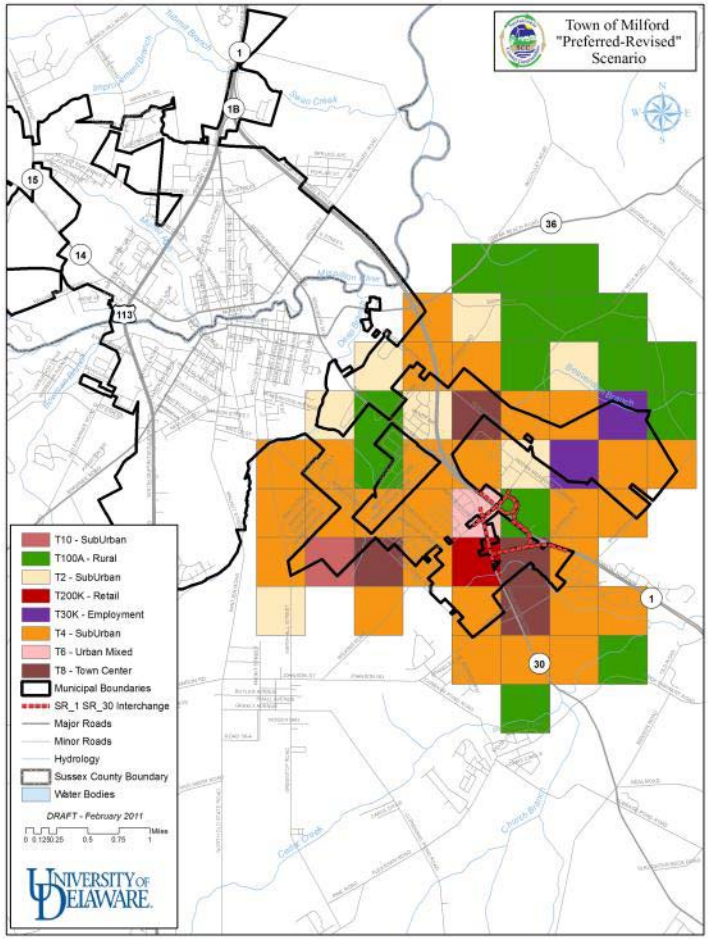
Public Option



Master Plan

T -2 becomes a T -8

South Milford – Master Plan "Build-Out" "Preferred-Revised Scenario"



Dwelling Units	11,800
Residents	30,700
Nonresidential Floor Area	3,000,000
Employees	4,900

South Milford – Master Plan Profile

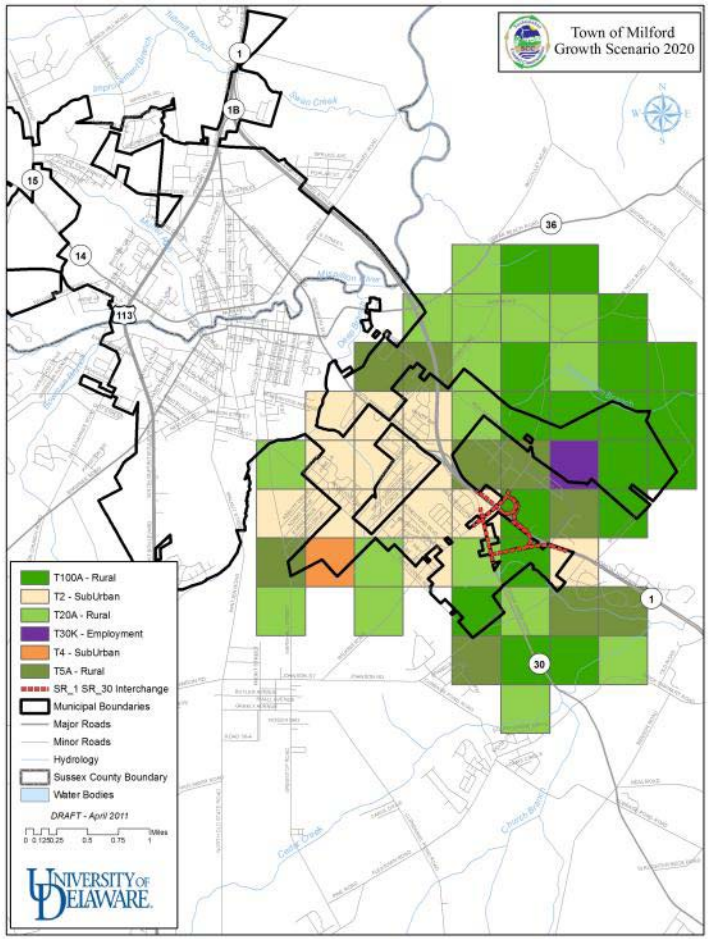
SE Neighborhood Character

- Master Plan assumes annexation of the SE Neighborhood into the City of Milford
- Area becomes a mix of medium to high density residential communities consistent with City of Milford zoning; both SF and MF housing options. Higher density mixed use areas dot the landscape.
- New Regional Commercial Center is surrounded by multifamily and/or mixed use neighborhoods, with hub at enhanced SR1/SR30 Interchange and new public-envisioned Town Center. 200-Acre Employment Center adjacent to interchange hub
- TDR Receiving Areas identified in three mixed use hubs around Commercial Center
- Agricultural lands to northeast and TDR Sending Areas identified for preservation purposes

Growth Opportunities and Challenges

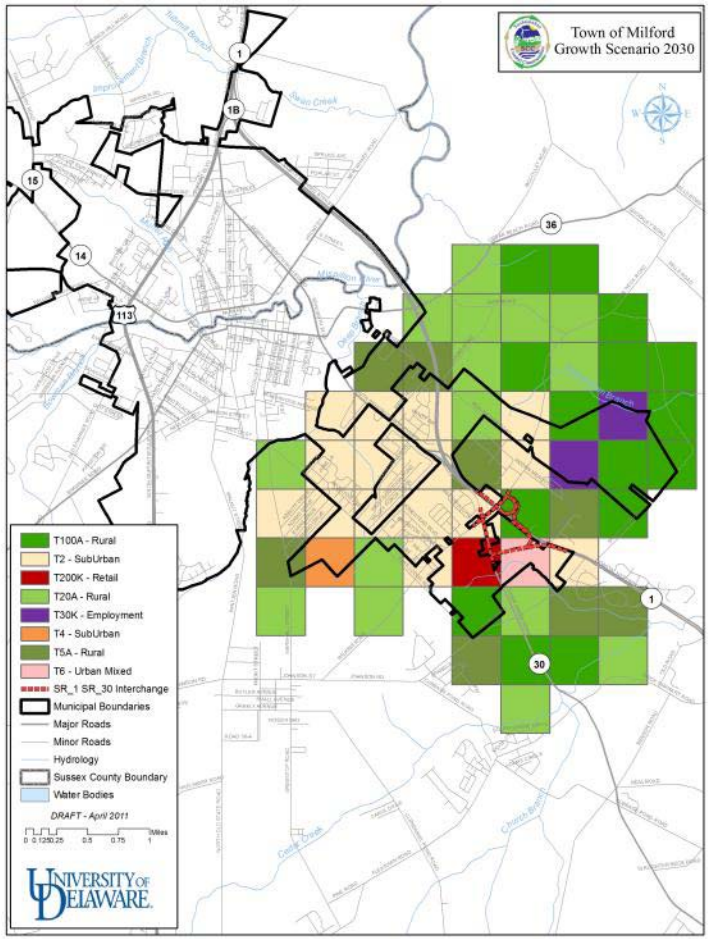
- Higher density residential replaces Public Option's low density residential communities. Opportunity for residential growth 75% of Comprehensive Plan; 1.5 times Public Option. Promotes compact, diverse housing types and mixed use growth principles
- Potential for transit-oriented development and new local employment opportunities
- Funding for infrastructure & services required for annexation challenging in economic downturn
- Plan based more on current zoning regulations – may limit long-term vision
- DNREC-cited environmentally sensitive lands not directly protected by land use designation

South Milford Master Plan : Growth 2020



Dwelling Units	2,400
Residents	6,000
Nonresidential Floor Area	160,000
Employees	700

South Milford Master Plan: Growth 2030



Dwelling Units	3,000
Residents	8,000
Nonresidential Floor Area	1,185,000
Employees	2,300

South Milford : Growth 2020 & 2030 Profile

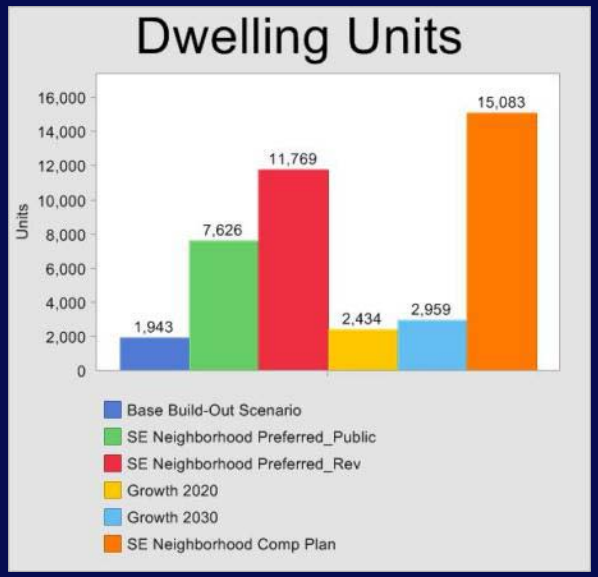
SE Neighborhood Character

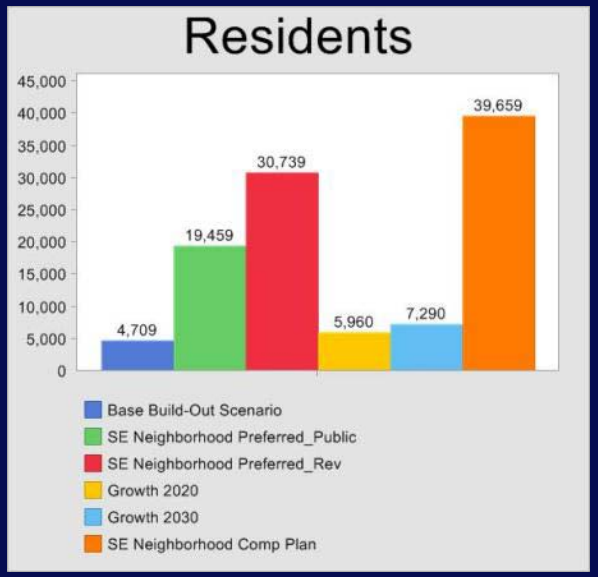
- Depicts 10 and 20-year growth of SE Neighborhood assuming 1) 2% per year growth rate; 2) implementation of SE Neighborhood Master Plan; and 3) annexation into the City of Milford
- Two of Master Plan areas are "built-out" while almost 90% of the rural landscape remains (agriculture, villages, and low density subdivisions)
  - : Development of 500 residential units and 160,000 square feet of nonresidential ng neighborhood. Hearthstone II subdivision is underway, building to y 400 of the 900 expected SF/MF residential units. 100 acres of the new Center (medical/professional park) is operational
  - : Adds 500 more residential units adjacent to Employment Center and new oned Town Center with mixed use. Regional Shopping Center at enhanced erchange is built and Medical/Professional Employment Center is complete. al square footage climbs to over 1,000,000 square feet

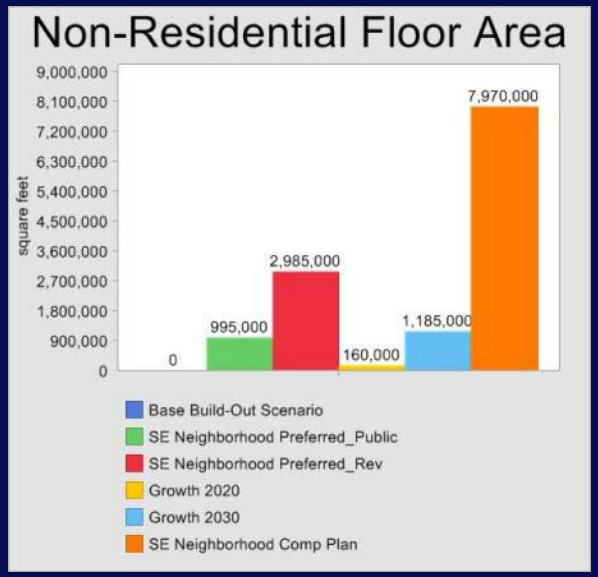
Growth Opportunities and Challenges

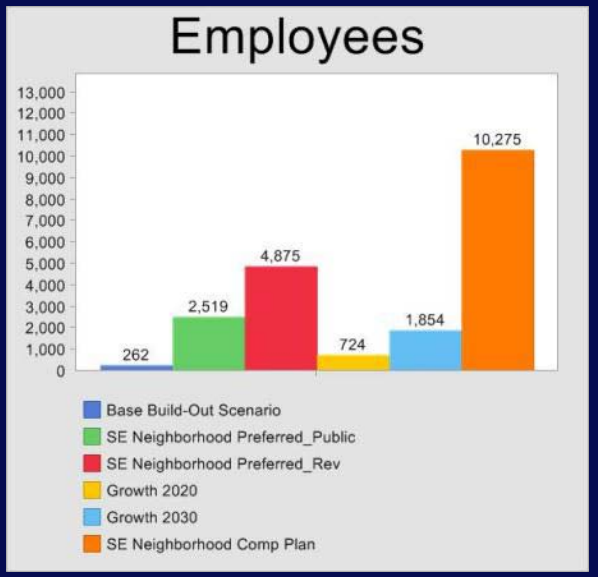
- 20-Year growth plan implements new "town center" as envisioned by Public Option scenario. Adds centralized retail, commercial, and professional economic opportunities to neighborhood
- 20-Year growth plan doesn't show implementation of TDR program, therefore potentially jeopardizing identified agricultural preserve areas by development
- New services/infrastructure funding more feasible as growth areas predominately in City bounds

Comparing the Numbers







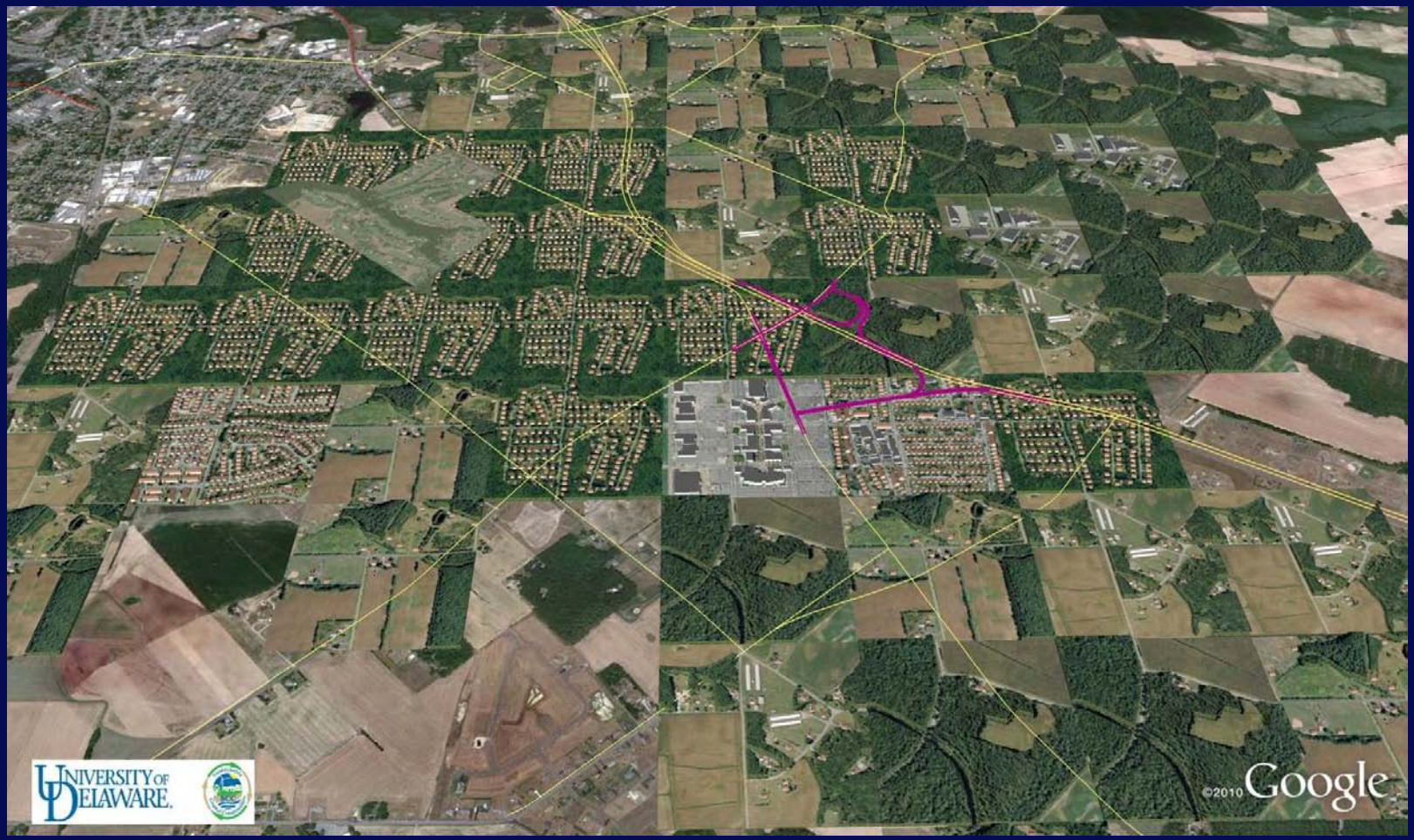


Density Visualization -- Existing Land Use

Density Visualization -- Public Option Scenario

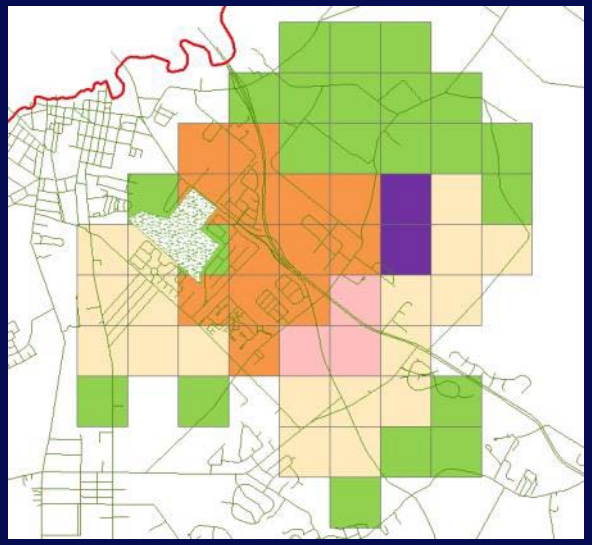
Density Visualization – Growth 2020

Density Visualization – Growth 2030

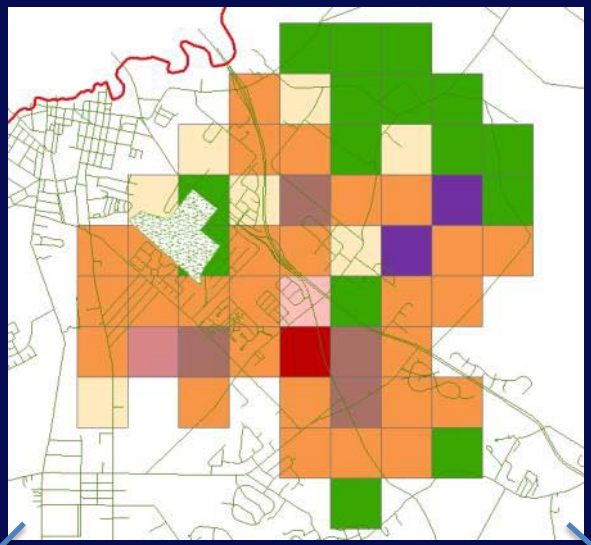


Density Visualization – Master Plan

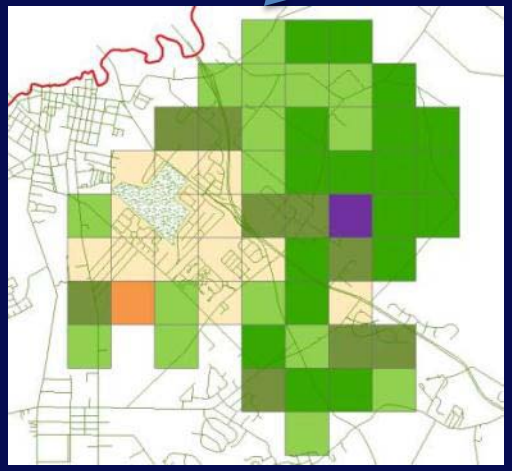
UD-SCC Scenarios: Public Option → Preferred Revision



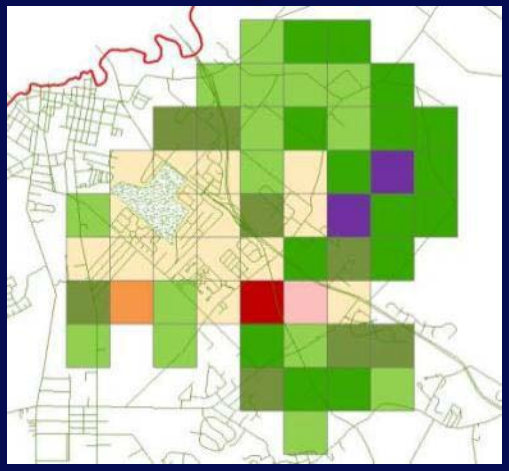
Public Option



Preferred Revision



Growth 2020



Growth 2030

SUMMARY

- The expected growth using current data is that the SE Planning Area will grow at a 2% annual rate in housing. (approximately 40 -50 houses to be constructed each year)
- The City's residential construction for the entire city is averaging 50 units per year.
- The City has approximately 4,000 approved residential lots throughout the City

CITY COUNCIL AWARENESS

- 1. Transportation improvements will be made on rural roads, upgrading these roads increasing speed limits, traffic, and possibly congestion.
- 2. Future annexations in the SE Planning Area will have to be annexed at R-1 or R-2 in order for the Transfer of Development Rights Program to work
- 3. Requirements and Recommendations by State Agencies
- 4. Public utilities will have to be constructed.

PROPOSED AGENDA

- 1. Initial presentation to City Council
- 2. Public meeting at Carlisle Fire Company inviting the participants from the three meetings.
- Review and recommendation by Planning Commission
- Review of Public Comment
- Approval by City Council amending the Comprehensive Plan

Sources & Tools

- **UD-SCC Community Land Use Model, 2011**
  - **Land Use Designations and Maps (Vector & 3D Visualization)**
  - **Build-Out Analyses & Profiles**
  - **Comparative Analysis**
- **Software Tools**
  - **ArcGIS (ESRI)**
  - **CommunityViz (Placeways, LLC.)**
  - **Google Earth Pro**
  - **Google SketchUp**
- **GIS Data**
  - **City of Milford Planning Department**
  - **Delaware Office of State Planning (OSPC)**
  - **Delaware Department of Transportation (DelDOT)**
  - **University of Delaware**

NOTICE OF PUBLIC AUCTION

OF VALUABLE REAL ESTATE

BY CITY OF MILFORD, DELAWARE

NOTICE IS HEREBY GIVEN that the City of Milford, Delaware will conduct an auction of valuable real property on THURSDAY, MAY 19, 2011 at 11 o'clock A.M. in the Joseph Ronnie Rogers Council Chambers located in the Milford City Hall located at 201 South Walnut Street, Milford, Delaware 19963.

The parcel of real property for which bids will be accepted is all that certain tract of land located at the northwest corner of Route 113 and Northwest 10th Street, Milford, Kent County, Delaware, being known as Tax Parcel MD-16-174.14-01-05.00-000, being more particularly described as follows:

> **ALL** that piece or parcel of land, hereinafter described, situate, lying and being on the westerly side of N. Walnut Street, the northerly side of North Tenth Street & the easterly side of US Route 113, and being located in the City of Milford, Milford Hundred, Kent County, Delaware, as shown on a plot entitled "Minor Subdivision prepared for City of Milford," completed by Davis Bowen & Friedel, Inc., dated March 31, 2011; said piece or parcel being more particularly described as follows:
>
> **BEGINNING** at an iron rod and cap set at a point formed by the intersection of the easterly right-of-way line of US Route 113, width varies, with the southerly line of lands of, now or formerly, Sussex County Federal Credit Union, as recorded in the Office of the Recorder of Deeds in and for Kent County and the State of Delaware in Deed Book D-418, Page 059, being the same line of a 30 feet wide Public Access Easement, thence running,
>
> 1) leaving said right-of-way line of US Route 113 and running by and with said Sussex County Federal Credit Union lands and a 30 feet wide Public Access Easement, South 87 degrees 57 minutes 01 seconds East 373.68 feet to an iron rod and cap set at a point on the westerly line of a 50 feet wide Cross Access Easement, thence running,

2) leaving said Sussex County Federal Credit Union and running by and with said 50 feet wide Cross Access Easement, South 87 degrees 57 minutes 01 seconds East 30.02 feet to an iron rod and cap set at a point on the easterly line of said Cross Access Easement; said point also being on the southerly line of lands of, now or formerly, Milford Enterprises, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-666, Page 296, thence running,

3) leaving said 50 feet wide Cross Access Easement and running by and with said Milford Enterprises lands and in part running by and with lands of, now or formerly, Old Town Hall Associates, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-4000, Page 306, South 87 degrees 57 minutes 01 seconds East 403.30 feet to a point on the westerly right-of-way line of N. Walnut Street, 60 feet wide, thence running,

4) leaving said Old Town Hall lands and running by and with said right-of-way line of N. Walnut Street, South 06 degrees 16 minutes 56 seconds East 62.90 feet to an iron pipe found at a point on the northerly line of lands of, now or formerly, Stephen W. Bennett, Trustee, as recorded in said Office of the Recorder of Deeds in Deed Book D-4023, Page 97, thence running,

5) leaving said right-of-way line of N. Walnut Street and running by and with said Bennett lands, the following 2 courses and distances, South 83 degrees 59 minutes 27 seconds West 168.11 feet to an iron pipe found at a point, thence running,

6) South 06 degrees 10 minutes 14 seconds East 150.06 feet to a point on the northerly right-of-way line of North Tenth Street, 50 feet wide, thence running,

7) leaving said Bennett lands and running by and with said right-of-way line of North Tenth Street, the following 8 courses and distances, North 87 degrees 49 minutes 44 seconds West 215.74 feet to an iron rod and cap set at a point on the easterly line of said 50 feet wide Cross Access Easement, thence running,

8) North 87 degrees 49 minutes 16 seconds West 50.02 feet to an iron rod and cap set at a point on the westerly line of said 50 feet wide Cross Access Easement, thence running,

9) North 87 degrees 49 minutes 42 seconds West 51.84 feet to an iron rod and cap set at a point, thence running,

10) North 73 degrees 24 minutes 45 seconds West 37.88 feet to an iron rod and cap set at a point, thence running,

11) North 87 degrees 59 minutes 32 seconds West 211.54 feet to an iron rod and cap set at a point, thence running,

12) North 87 degrees 25 minutes 11 seconds West 154.54 feet to an iron rod and cap set at a point of curvature, thence running,

13) by and with a curve to the right, having a radius of 48.19 feet, an arc length of 33.14 feet and a chord bearing and distance of North 67 degrees 26 minutes 06 seconds West 32.49 feet to an iron rod and cap set at a point of compound curvature, thence running,

14) by and with a curve to the right, having a radius of 32.19 feet, an arc length of 42.12 feet and a chord bearing and distance of North 08 degrees 44 minutes 32 seconds West 39.18 feet to an iron rod and cap set at a point of tangency on the aforementioned right-of-way line of US Route 113, width varies, thence running,

15) leaving said right-of-way line of North Tenth Street and running by and with said US Route 113, North 28 degrees 44 minutes 24 seconds East 193.62 feet to the point and place of beginning; **CONTAINING** 3.995 acres of land, more or less.

Excepting therefrom, Lot 1 to be retained for the City of Milford, being more particularly described as follows:

BEGINNING at an iron rod and cap set a point on the southerly line of lands of, now or formerly, Old Town Hall Associates, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-4000, Page 306 as shown on a plat entitled, “Minor Subdivision prepared for City of Milford,” completed by Davis Bowen & Friedel, Inc., dated March 31, 2011; said beginning point lying North 87 degrees 57 minutes 01 seconds West 171.22 feet from a point formed by the intersection of said southerly line of lands of Old Town Hall Associates, LLC with the westerly right-of-way line of N. Walnut Street, 60 feet wide, thence running,

1) from said beginning point, leaving said Old Town Hall lands and running through the lands of City of Milford, the following 4 courses and distances, South 01 degrees 52 minutes 04 seconds West 80.22 feet to an iron rod and cap set at a point, thence running,

2) North 87 degrees 48 minutes 06 seconds West 48.71 feet to an iron rod and cap set at a point, thence running,

3) North 88 degrees 18 minutes 25 seconds West 27.56 feet to an iron rod and cap set at a point, thence running,

4) North 01 degrees 52 minutes 19 seconds East 80.27 feet to a point on the southerly line of lands of, now or formerly, Milford Enterprises, LLC, as recorded in said Office of the Recorder of Deeds in Deed Book D-666, Page 296, thence running,

5) by and with said Milford Enterprises lands and in part running by and with the aforementioned lands of Old Town Hall Associates, LLC, South 87 degrees 57 minutes 01 seconds East 76.27 feet to the point and place of beginning; **CONTAINING** 6,114 square feet of land, more or less.

The receipt of bids and sale shall be subject to the following terms and conditions:

1. The minimum bid accepted will be One Million Two Hundred Thousand Dollars ($1,200,000.00).

2. The high bid shall be subject to a written right of first refusal between the City of Milford and David G. Burton which is valid for thirty (30) days after written notice to Mr. Burton of the bid amount.

3. In the event Mr. Burton does not exercise his first option, the high bid shall be subject to a second right of refusal in favor of Wawa, Inc., which will be valid for thirty (30) days after written notice to Wawa, Inc. of the bid amount.

4. The property is encumbered by a lease between the City of Milford and Wawa, Inc. subject to the terms and conditions set forth in the lease.

5. The Wawa, Inc. lease is subject to a Sublease Agreement between Wawa, Inc. and Garrett Grier and Derrick Dickerson.

6. The Right of First Refusal in favor of Mr. Burton, the Wawa, Inc. lease, which contains the second right of refusal, the Sublease Agreement, the deed of title vested in the City of Milford, and the survey will be available for review by any interested bidder at

the Milford City Hall, 201 South Walnut Street, Milford, DE 19963 between the hours of 9 A.M. and 4 P.M., Monday through Friday, except for holidays, by calling Terri Hudson, City Clerk, at (302) 424-3712.

7. Each bid must be accompanied by a certified check or money order payable to the City of Milford equal to five percent (5%) of the bid price to be held in escrow as a deposit toward settlement. If settlement occurs, the deposit shall be applied to the purchase price. If settlement does not occur due to no fault of the bidder, the deposit shall be returned to the bidder. If settlement does not occur due to bidder default, the deposit shall be forfeited to the City of Milford.

8. The successful bidder shall be expected to enter into a formal sale and purchase agreement on the day of the successful bid being accepted subject to the conditions set forth herein. A draft of the Agreement shall be available at Milford City Hall along with the other documents available for review.

9. The City of Milford reserves the right to waive any or all technicalities in the bid process.

10. The City of Milford reserves the right to reject any and all bids in its sole discretion and to withdraw the real property from sale.

CITY OF MILFORD

By: David W. Baird, City Manager

Posted 04-15-11