

Board of Selectmen
Meeting Minutes
February 4, 2020
Chenery Meeting Room

PRESENT: Selectmen Murby, Peterson, Marcucci; Town Administrator Trierweiler; Town Counsel Cerel; Assistant Town Administrator Milano; Administrative Assistant Clarke

Chairman Murby called the meeting to order at 7:00 PM. He asked for a moment of appreciation for our Troops serving around the globe in defense of our country.

Chairman Murby extended condolences to the family of Ralph Parmigiane. Ralph served the Town beginning in 1956 as Director of Civil Defense; from 2005 to 2006 as a member of the Senior Tax Write Off Committee and he served on the Conservation Commission for 25 years, from 1992 to 2018. Mr. Murby said that even though he did not know Ralph for very long, he was a good guy and will be missed by all.

Announcements

Representative Shawn Dooley to hold office hours on Thursday February 6, 2020 11:30 to 12:30 at the Town House, Warrant Room, 1st floor.

Norfolk County Registry of Deeds to hold office hours on Thursday February 13, 2020 from 10:00 AM to 12:00 PM at the Town House, Chenery Meeting Room, 2nd floor.

Citizen Comment

Abutter Brian Nixon, 57 Pound Street requested time to discuss proposed Rosebay project. He then said that his neighbor Deirdre Murphy (45 Pound Street) has prepared remarks. Ms. Murphy said that the neighborhood is not opposed to affordable housing or reasonably sized senior housing (62 and over) next to Tilden Village. They have questioned the process the Housing Authority (HA) used and found through further investigation of documents that it shows that they did not comply with state's public bidding laws. The neighbor engaged Attorney Dan Hill to discuss their findings and has submitted a letter outlining that the HA failed to comply with Chapter 30B Section 16. Ms. Murphy continued that considering the Selectmen and the Affordable Housing Trust's involvement in the project, it is up to the Board of Selectmen to provide an explanation regarding the legitimacy of the contract.

Town Counsel Cerel remarked that the (HA) is a state agency and does not come under the purview or the oversight of the Board of Selectmen. He questioned if Ms. Murphy contacted someone at the state level. Ms. Murphy stated they have contacted Catherine Racer, Department of Housing and Development who said that DHCD does not have responsibility for enforcement of 30B. Mr. Cerel said that the Inspector General's office could do a full investigation if they feel it is warranted. As far as he knows anyone may contact their office for their assistance. Mr. Cerel was not aware if there was an exemption with the Housing Authority and this contract. Selectman Murby said that the propriety and the nature of the contract are in question in his opinion.

Selectman Marcucci said that given the nature of the contract which is a temporary lease the (HA) should have made sure they followed the rules and that all is proper. If it is not a proper contract it should be cleared up sooner rather than later. Mr. Marcucci stated that he did not think there was any corruption on the part of the staff at the HA and they should look to remedy the situation. Mr. Marcucci has sympathy for the Housing Authority; the Director covers other housing authorities in four other towns so there is the potential that the contract issues may have been overlooked. There are a group of people who do not want to see this project go through and hope the contract with Mr. McMillan will go nowhere. However, some other developer could come along and propose a project that could be even larger and therefore unacceptable to the abutters. The risk is no matter what the outcome there is going to be a lawsuit from the neighborhood.

Selectman Peterson remarked that he did not have the legal answers as he does not practice in this area. What he did know is that this is not a Selectmen's matter. It comes under the purview of the ZBA to approve the project. The Board of Selectmen has long been asking the HA to build senior housing at this site as it is very desirable. However, for years there was no financing available from the state. When he learned of the proposal he called Mr. McMillan and discussed the size of the building; three stories and number of units 45. He queried why not two stories and spread out the number of units. He found out it would not be feasible regarding the tax credits. Mr. Peterson stated the board absolutely needs an answer as soon as possible regarding the legal issues of the contract and bidding. Mr. Peterson is of the opinion that he would like to see Tilden Village demolished and start over. He was surprised to learn that the building is heated with electric heat and it's difficult to rent the 2nd floor as there is no elevator.

Ms. Murphy said that with all due respect it is the responsibility of the Selectmen as Chief Executive of the Town to take leadership on this issue. The neighborhood believes they have a serious problem with this project and they feel it should be the Selectmen or the Affordable Housing Trust to contact the Inspector General's office, not the neighbors.

Mr. Nixon asked that the Selectmen publicly state their position on the proposal. Mr. Marcucci answered saying that he thinks it is a good project and he is in favor. Mr. Peterson said that he is in favor of elderly housing at this site. Mr. Murby remarked that he reviewed the July 30th Selectmen's meeting and he has not changed his view since then.

Mr. Murby queried Town Counsel would it be proper for the Selectmen to send a letter to the HA encouraging them to respond to the circumstances involving the contract. Mr. Cerel did not see a problem with that. Mr. Murby acknowledged the arrival of Director Candace Avery. Ms. Avery stated that she and her Board are working diligently to make sure the process is being handled properly. The HA just received the documents from Attorney Hill just yesterday; I don't want anyone to think we are avoiding answering his questions. The HA attorney will respond in a matter of days and will include the Selectmen on the response. Mr. Murby asked Ms. Avery if it would be necessary for the Board of Selectmen to send a letter to the Housing Authority with a request that the Authority look into the matters under discussion at this meeting and Ms. Avery responded that that would not be necessary, so the action of sending a letter was tabled. Mr. Cerel advised that the Town Administrator be the contact for the Selectmen.

Selectmen queried if anyone else would like to speak before closing the discussion on this issue. Having none, Mr. Murby remarked that nobody is being viewed as not operating properly. Everyone is working in good faith to try and figure this one out.

New Life Road Race

Ms. Trierweiler reported to the Selectmen that Russ Hallisey was not available this evening so was speaking on his behalf. The New Life committee is requesting permission to hold their annual fundraising road race at the MSH site. The group is not requesting a one-day alcohol permit as they will not be serving alcohol.

Vote: On a motion made and seconded it was voted unanimously to grant permission to New Life Furniture Bank of MA to hold their annual 5K Road Race at the state hospital site and as recommended by the MSH Building and Grounds Committee

Cultural Center Lease / Present, Jean Mineo and Attorney Steve Nolan and Bob Tormey

Ms. Mineo said that she has three goals to discuss tonight. First historic credits; lease language itself and third, clarity on our next steps. Attorney Vickie Schepps could not be with us tonight as she has pneumonia.

Mr. Nolan said that because this conversation about tax credits can be complicated, he has created a diagram for the BOS to follow, making it easier to understand with pictures. The first shows the standard historic tax credit structure. A tax credit can only be claimed by an entity that pays taxes, so under the lease proposed CAM is the non-profit which is ok for the interim period as the planning is going on. However, when the project is ready to begin construction an investor will have to be admitted and basically puts equity into the project in exchange for the tax credits. The real estate is owned by the Town and initially ground leases it to CAM and at some point it must go to a limited liability company. Then CAM becomes the managing member and retains control but the investor member comes in and gets a 99.99% equity interest allowing them to earn all the tax credits and put the equity into the project. At some point the structure would have to be assigned to the LLC and CAM would be in a controlling position but not the direct tenant.

Mr. Nolan continued saying that in the historic tax credit investment market there are two prevailing structures; the one I just described and the second is a master lease structure that is preferable to most investors who would put tax credit equity into the project but wants to use a master lease pass through structure; meaning the real estate is owned by the Town and leases it to CAM who controls it but then there is a sublease for 32 years that includes a technical tax concept. This is the one instance where the tax credit can be passed to a master tenant entity that invests in that entity and claims the credit. CAM would be the managing member of both these entities so they would have the controlling interest. Mr. Nolan said that he wants to make sure the Board is aware of this this second structure because there are investors who may insist on using it.

Selectman Murby reviewed Mr. Nolan's documents. The difference under the first one is that the investor is benefitting the most by taking over the property; whereas in the master lease

technically they are a tenant renting the property from CAM. Nolan said that it is like an investor is being a silent partner and CAM would run the show but behind the scenes they are claiming all the tax benefits.

Town Counsel said that you now have a derelict building that needs work and there's a group willing to take it over to make it productive. His concern is what assurances does the Town have that once this process starts it will not end up somewhere short of complete and the Town is left with it in that state. Mr. Nolan said that he took a look at the lease from two perspectives; one is closing a mortgage loan with a senior lender or closing with an equity investment; there will be other sources of money and contributions.

Mr. Nolan remarked that he has done a lot of historic tax credit projects with both for-profit and non-profit developers and it requires convincing the investor and lender to put their money in the project. They want to know that the project will generate enough money so that it will be able to pay its debt. Jean has done some market studies for the facility to prove there is a demand for it. Of course there are no guarantees; looks good on paper, operates for say 10 years and then falls apart. There is no guarantee that will happen or not, however, the facility that Jean is proposing is going to be a showpiece for the Town and will likely generate a lot of support. If it fails and CAM walks away and the building just sits there, then the Town would regain control of it. Something to consider is that you try to put certain protections about who can operate the facility and what kind of uses would be allowed.

Mr. Murby said that we need to be careful that it would not be used for some other type of shows, facetiously suggesting that Medfield could have the distinction of having a seedy but renovated house for vaudeville shows and become known as the northeast bawdy house of Massachusetts for the life of the lease. Town Counsel said that we had comparable concerns with the Kingsbury Club and had strong language in the lease so the lenders there would have no choice but to put in place the same activities that the Club had in place.

Selectmen will send additional lease comments to Jean. Town Counsel requested to be included on the email.

Mr. Nolan said that we have to be sure that CAM has rights to cross the property, perhaps an access road to get to the utilities. Ms. Trierweiler will talk to Jean further about snow removal, parking, maintenance, etc. Ms. Trierweiler also said she has a draft from the County Engineers of the property lot lines but they can be adjusted before finalized. Mr. Cerel will review the most recent revision. Selectmen thanked Mr. Nolan for attending.

Action Items

Vote: On a motion made and seconded it was voted unanimously to accept the SSERG award for DPW services from February 1, 2020 to January 31, 2021.

Vote: On a motion made and seconded it was voted unanimously to sign the March 3, 2020 Warrant for the Presidential Primary.

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FY2021 Budget

Ms. Trierweiler remarked that the way the meeting schedule has been working out she is presenting the budget updates to the Warrant Committee on Monday night and then to the Selectmen the following night. The Financial Team and Sharon Tatro met to discuss the reserve policy. The first drafts of the budget do not reflect a COLA or costs for collective bargaining contracts.

Ms. Trierweiler reported that the warrant will close at the completion of the next meeting, February 18. She has a draft of the articles which has three placeholders for the energy committee. Mr. Murby questioned the date the energy committee is to come before the Selectmen. Ms. Trierweiler responded they will attend the March 3 meeting.

Pending MSH /Development Committee

Mr. Murby attended the meeting last week, along with Mr. Peterson. Energy Committee brought in Eversource for discussion for the redevelopment of the state hospital. No specific proposals were made but at this point there was good discussion. Mr. Peterson said that a gentleman from Eversource offered to help the Development Committee write the RFP to get a response that addresses energy savings..

Town Administrator Update

Ms. Trierweiler requests the Selectmen to vote to appoint Jim Mullen as Interim Town Clerk beginning March 4, 2020 **and it was so voted 3-0**. Mr. Mullen will serve until the 2021 Annual Town Election.

Licenses and Permits (consent agenda)

Vote: On a motion made and seconded it was voted unanimously to grant permission to The Soles of Medfield to hold a 10K Road Race on Sunday June 14, 2020 and as recommended by Police Chief Guerette

Mr. Murby interjected that he failed to announce that there will be an Executive Session at end of meeting.

Town Counsel said no problem as it is listed on the agenda.

Meeting Minutes

Vote: On a motion made and seconded it was voted unanimously to approve the January 7, 2020 minutes with edits and move to approve the September 17, 2019 minutes as edited.

Next Meeting Dates

February 12, the ZBA will discuss Chapel Hill Modifications; February 18 Selectmen meet and will close the 2020 ATM Warrant.

Selectmen Report

Selectman Marcucci met with a couple of parents to talk about building an adult group home in Medfield. The group home and the RFP for a partner agency will be discussed at the next Affordable Housing Trust meeting. The next meeting of the Dale Street School Committee is February 12; no updates of substance on collective bargaining.

Mr. Peterson attended the Town Wide Master Planning Committee meeting; attended the Energy Committee meeting last night. MEC will ask for a half time person to specifically work on grants; it will save the Town money. The Town has missed out on two rounds of \$250,000 Green Community grants.

Medfield Foundation Legacy Fund committee met and their goal is to create a million dollar endowment fund; then we can spend \$40,000 per year within the Town. The fund now has 1/5 of the amount, \$200,000. He attended Representative Denise Garlick's recent Report to the Community at the Public Safety Building where part of her discussion was about the new education bill. When asked about the magnitude of the new educational funds to Medfield in the recent legislation, Rep[. Garlick opined that in might by ¼ to ½ of what Needham receives, which is estimated as \$1M.

Mr. Peterson continued reporting that he and Selectman Murby attended the MMA annual meeting and he is constantly amazed about the information he learns. He attended presentations on economic development; school funding; transportation, and a last program on racism, which was incredibly interesting. One last item, he happened to meet Carol Read at the post office. She said that the Board of Health is doing great; they have five members. Recently there was a time when the Board of Health was down to only one member.

Selectman Murby mentioned that the Massachusetts Selectmen's Association is now known as the Massachusetts Select Board Association. Governor Baker was the keynote speaker on Saturday. Interesting bit of information he shared saying that when he was a Selectman in Swampscott he never knew what political affiliation the people he worked with had. At the local level this is actually the best model we have right now showing people coming together to make government work without regard to party affiliation.

Mr. Murby said that he received Register of Deeds Bill O'Donnell's letter wherein he outlines the Community Preservation Act funds collected. Medfield generated \$52,215 from real estate taxes which goes into the CPA fund to be allocated to other towns.

Executive Session

Selectman Murby announced at 9:10 PM the Medfield Board of Selectmen needed to meet in Executive Session for the following purposes: to discuss strategy with regard to Police Officer third party injury claim and Chapel Hill Estates as an open meeting may have a detrimental

effect on the litigating position of the public body. And that the open session will not reconvene at the conclusion of the executive session, motion was seconded, and a roll call vote was taken: Mr. Murby-YES, Mr. Marcucci-YES, and Mr. Peterson-YES.

Respectfully submitted,

Evelyn Clarke