

IN BOARD OF SUDBURY SELECTMEN  
WEDNESDAY, NOVEMBER 12, 2014

Present: Chairman Charles C. Woodard, Selectman Lawrence W. O'Brien, Selectman Robert C. Haarde, Selectman Leonard A. Simon, Vice-Chairman Patricia A. Brown and Town Manager Maureen Valente

The statutory requirements as to notice having been complied with, the meeting was convened at 7:35 p.m. in the Lower Town Hall, 322 Concord Road.

**Opening Remarks**

At 7:35 p.m., Chairman Woodard opened the meeting. He announced that, due to Comcast technical difficulties, tonight's meeting would not be broadcast live, but it would be taped and available for viewing on replay. Chairman Woodard announced Town Hall and the Flynn Building will be closed on November 27 and November 28, 2014 for the Thanksgiving weekend. He also announced the voter registration deadline for the Special Town Meeting on December 3, 2014 is November 21, 2014, and the registration deadline for the Special Town Election on December 9, 2014 is November 19, 2014. Special voter registration sessions will be held by the Town Clerk's Office on November 19 and November 21, 2014 from 9:00 a.m. to 8:00 p.m. Vice-Chairman Brown and Selectman O'Brien will conduct Board of Selectmen Office Hours on November 19, 2014 at the Fairbank Senior Center from 9:00 a.m. to 10:00 a.m., and Chairman Woodard and Selectman Simon will conduct Board Office Hours on December 9, 2014 at the Goodnow Library small conference room from 7:30 p.m. to 8:30 p.m.

**Reports from the Town Manager**

Town Manager Valente thanked Facilities Director Jim Kelly for coordinating the groundbreaking ceremony for the new Police Station on October 31, 2014. She stated the Strategic Financial Planning Committee for Other Post-Employment Benefits met twice recently, and it will continue to meet weekly as it works to prepare a report of recommendations by December. Ms. Valente also stated the Strategic Financial Planning Capital Committee met last Friday. She reported meeting with the newly selected Town Counsel to develop a contract and to make introductions to senior staff members. Ms. Valente also thanked the Town Clerk's Office and other Town Departments and staffs who worked to coordinate a successful November Election Day. She also recognized the dedicated work done by the volunteers to coordinate the HOPEsudbury telethon, noting she enjoyed co-hosting the event's first hour.

**Reports from the Board of Selectmen**

Vice-Chairman Brown attended a site visit to the current Raytheon Corp. property. She also attended a Vocational Education Options Committee site visit and one of its recent meetings. Vice-Chairman Brown also reported enjoying her participation in the HOPEsudbury telethon. She attended the Community Preservation Committee meeting on November 5, 2014 and a Minuteman Advisory Group on Interlocal Coordination (MAGIC) meeting on November 6, 2014 regarding long-range transportation issues. Vice-Chairman Brown also attended a Veterans' Day Ceremony on November 11, 2014 coordinated by the American Legion.

Selectman Haarde reported also attending the Raytheon site visit, the Vocational Education Options Committee meeting and the HOPEsudbury telethon. He also attended a few Lincoln-Sudbury Regional High School Committee meetings.

Selectman O'Brien reported he attended many of the same events already mentioned by his colleagues.

Selectman Simon attended the Raytheon site visit, the Police Station groundbreaking ceremony, and the HOPEsudbury telethon. He commended the work done by the telethon, which netted over \$30,000.

Selectman Simon attended a Goodnow Library Trustees meeting, which highlighted the Sudbury Historical Society's plan for a Town Museum. He presented a letter to be entered into the meeting minutes from the Massachusetts Library System recognizing the work of Goodnow Library Director Esme Green for the Teen Summit Program.

### **Citizen's Comments**

At 7:45 p.m., Chairman Woodard announced there were no requests tonight for Citizen's Comments.

### **Sudbury Historical Society History Museum – Loring Parsonage**

Present: Sudbury Historical Society President Stewart Hoover and Facilities Director Jim Kelly

At 8:10 p.m., Chairman Woodard welcomed Sudbury Historical Society President Stewart Hoover and Facilities Director Jim Kelly to the Meeting. The Board was previously in receipt of copies of a "Loring Parsonage Preliminary Budget Pricing dated October 8, 2024," a "Loring Parsonage Scope of Work prepared by Spencer & Vogt Group, Inc. dated September 3, 2014" and accompanying architectural plan drawings. In addition, Mr. Hoover distributed copies of slides for an intended PowerPoint presentation to the Board tonight.

Mr. Hoover stated he has come to the board for three purposes: to update the Board on the feasibility study of re-purposing the Loring Parsonage into a History Center and Museum, to request a statement of support from the Board for the project to facilitate fundraising and obtaining matching grants, and to ask Town Counsel to take whatever steps are needed to bring the project to fruition.

Mr. Hoover stated the Society contracted Spencer Vogt Group Inc. to undertake the study, including an addition to the Parsonage for a Sudbury Visitor Center and a multi-purpose facility to be used for meetings and exhibitions. He stated the Society has worked with Facilities Director Jim Kelly, the Historical Commission, and members of the Permanent Building Committee throughout its process. In August 2014, Spencer Vogt presented its report. Referencing architectural renderings and plans, Mr. Hoover summarized the proposed plans for the renovations. He noted Sudbury is one of the few towns in the State without a museum. He stated the Society was prompted to pursue the idea of a museum when discussions regarding Town Hall renovations began, which could result in the Society being relocated. Mr. Hoover stated a museum at the Parsonage would have numerous advantages, including raising Town-wide awareness of Sudbury's history, providing a place to archive artifacts and providing a place to offer educational programs for children and adults. Mr. Hoover emphasized the Town has a rich and broad history which extends far beyond that of just the Wayside Inn. The Society believes the project would strengthen the image of the Town Center.

Chairman Woodard stated the Board would not be able to vote tonight regarding a statement of support, and that it would need to hear more feedback.

Mr. Hoover emphasized the funding for the project would primarily be from fundraising, and that a letter of support from the Board is key to obtaining matching grants.

Selectman Simon stated he has heard a presentation on the project previously, and he thinks it is impressive. He believes the Town would benefit from a Visitor Center and a display area for artifacts. Selectman Simon stated the cost of the project will be a major factor, but he believes it is worth trying to raise funds for a project such as this.

Selectman O'Brien asked a few questions regarding the preliminary budget provided for \$2.1 million. He asked if the Society will try to raise all of these funds. Mr. Hoover stated the Society hopes to launch a capital campaign and it will try to raise as much of the total cost as possible. He also stated the Society has submitted a Project Submission Form for \$200,000 of Community Preservation Act (CPA) funding.

Selectman O'Brien noted the Town owns the Parsonage, and he asked who would own the proposed renovated new building. Town Manager Valente stated much would need to be worked out legally if a 99-year lease were entered into.

Selectman O'Brien suggested to Mr. Hoover that his presentation should include how this project would enhance the Town's historic Town Center and that it would complement the Hosmer House etc.

Selectman Haarde stated he loves the idea and believes it is long overdue in Town. He further stated Sudbury has a lot of legitimate history, but it does not market it well. Selectman Haarde believes this project would be a good use of CPA funds.

Vice-Chairman Brown stated the proposal is impressive. She asked who would have ownership regarding ongoing facility maintenance and how much would the maintenance cost each year. Town Manager Valente stated these types of details would need to be covered in any lease drafted. Vice-Chairman Brown also asked if the plan includes parking. Mr. Hoover stated it did not and that it is anticipated the facility would be most used on weekends.

Chairman Woodard stated he believes the project could be an outstanding opportunity for the Town. He asked if the project could be done in two phases. Mr. Hoover briefly explained the options provided by the architects, noting it would be estimated to cost approximately \$100,000 more to do the project in two phases.

Sudbury Facilities Director Jim Kelly stated the Sudbury Historical Society has done an outstanding job with the proposed plan and it picked a great design firm. He noted the Town has discussed renovations needed for the Town Hall Building and a good feasibility study was conducted and is available on the Town website. Mr. Kelly believes the Town buildings, including Town Hall and the Parsonage, need to be considered as part of a larger more encompassing plan, noting some of these assets share parking and septic systems. He suggested the Town Hall feasibility study should be re-examined in combination with the study of the Parsonage.

Town Manager Valente suggested the Board might want to get input from other entities, including the schools and Town Department Heads prior to signing a long-term lease.

At 8:44 p.m., Chairman Woodard stated the Board would discuss this project again next month, and the discussion was concluded.

**State Aid Anticipation Note – Award - Bond Anticipation Notes – Town Center Traffic Improvements Project – ATM 2014, Article 16**

Present: Sudbury Finance Director Andrea Terkelsen

At 8:44 p.m., Chairman Woodard welcomed Sudbury Finance Director Andrea Terkelsen to the meeting to present the winning bids for the sale of bonds regarding the Town Center Traffic Improvements project. The Board was previously in receipt of a memorandum from Ms. Terkelsen dated November 6, 2014.

Ms. Terkelsen reported the Town took bids on November 6, 2014 on \$1,265,000 in short-term debt (State Aid Anticipation Note - SAAN) through the State House Note program for funding for the Town Center

Traffic Improvements project in advance of reimbursement from Chapter 90 funds. She stated three (3) bids were received and the proceeds from the SAAN will be delivered on November 19, 2014. The SAAN entire amount is to be awarded for a duration of 304 days to Century Bank at 0.40%.

It was on motion unanimously

VOTED: To acknowledge the notice of sale of a short-term note which took place on November 6, 2014; and further to accept the awarding of a State Aid Anticipation Note (SAAN) in the amount of \$1,265,000 by the Town Treasurer to Century Bank.

### **Remote Participation – Discussion**

At 8:47 p.m., Chairman Woodard opened a discussion regarding remote participation. The Board was previously in receipt of copies of a memorandum from Town Manager Valente dated November 7, 2014, the relevant Code of Massachusetts Regulations 29.10: Remote Participation, a relevant section of the Board's July 31, 2012 Meeting Minutes when the new regulation was discussed and an accompanying memorandum from Town Manager Valente dated July 25, 2012, an email from Town Counsel Paul Kenny dated October 3, 2014, the Town of Westwood Remote Participation Policy, and the Town of Southborough Remote Participation Policy.

Town Manager Valente summarized her November 7, 2014 memo, stating the Board had been asked by the Council on Aging and the Conservation Commission to consider this topic. She stated the Board might want to consider directing staff to do the following: survey other Sudbury boards and committees as to whether any problems would be anticipated if a policy were adopted, develop a draft policy for the Board's review, ask interested parties, including the Council on Aging and the Conservation Commission, to attend a future Board Meeting to discuss this option, and to ask other towns which have adopted a policy whether or not any problems have been encountered. She emphasized that, if a policy were adopted, it would apply to all boards and committees not just some.

Vice-Chairman Brown stated she has heard from people they like the convenience it would afford, but she noted a remote policy would still have a lot of regulations with which to comply.

Selectman Haarde stated he prefers a meeting where everyone is either in physical attendance or where everyone is on a conference call, and that he finds a combination of the two can sometimes be not as productive. He emphasized a quorum of the group needs to be physically present in a room.

Selectman O'Brien stated he is not overly in favor of implementing a new policy. He believes there is great benefit from having all members together and present. Thus, Selectman O'Brien stated he is not inclined to support a change to the policy.

Selectman Simon noted the proposed regulation only permits remote participation, and it does not require it. He would like to see input from other towns which have implemented a policy. Selectman Simon also opined that he assumes the policy would be used sparingly. He suggested a trial policy could be instituted for one year, and then evaluated.

Chairman Woodard stated he has participated in groups using remote connectivity and he found it can be done efficiently and effectively. He suggested a policy be drafted for review and that other Metrowest towns be surveyed.

Sudbury resident and Council on Aging (COA) member Phyllis Bially, 30 Nobscot Road, stated the COA is a group prone to having a member possibly out on disability or out of town for an extended duration. Ms. Bially emphasized the work of the COA and other groups is important and members sometimes want to participate even if they cannot physically attend a meeting.

Sudbury resident and member of the Finance Committee Joan Carlton, 47 Old Coach Road, stated she was speaking tonight as a private citizen. Ms. Carlton stated the Finance Committee works several months on making its recommendations on the budget for the Town Warrant and not having a remote policy makes it very hard for members to plan any type of significant travel.

The consensus of the Board was Town staff should further investigate the pros and cons of a remote participation policy, survey other towns regarding their experiences, and prepare a draft policy for the Board's review.

**Raytheon Closing – Joint Discussion with Sudbury's Planning Board**

Present: Planning Board Chairman Craig Lizotte and Planning Board Vice Chairman Peter Abair and members Chris Morely and Stephen Garvin and Director of Planning and Community Development Jody Kablack

At 9:12 p.m., Chairman Woodard welcomed members of Sudbury's Planning Board to the meeting to discuss the future closing of the Raytheon Corporation facility. The Board was previously in receipt of copies of a memorandum from Town Manager Valente dated November 7, 2014, a "Raytheon Property Facts" sheet, an aerial-view map of the site and accompanying charts regarding potential uses and impacts and relevant sections of the Town Bylaws regarding use regulations and dimensional requirements.

Chairman Woodard suggested each Board take turns having members express what they would like to see and/or not see in the future at the Raytheon site. Upon the suggestion of Chairman Lizotte, Chairman Woodard briefly described the property as approximately 50 acres on Route 20 and that Raytheon has been Sudbury's largest commercial taxpayer. He further stated Raytheon has decided to vacate its Sudbury location as of December 2016 and it is actively marketing the property. Chairman Woodard also stated a representative group from the Town met with Raytheon representatives recently. He stated Raytheon expressed clearly they are not in the real estate business and would like to help direct their marketing agents to work with the Town for everyone's best interests.

Chairman Lizotte stated that, in today's market, it is highly unlikely the property will be re-used as office space because now developers are locating such complexes closer to major highways, which Route 20 is not. He further stated it is likely the property will be sold to a developer who will view the site as a "tear-down" and who will seek to change the uses allowed for the property.

Vice-Chairman Brown stated she would like to see the property used for reasonable commercial development.

Selectman Haarde opined that he believes Raytheon will want to sell to the highest bidder, and thus, he is struggling with what benefit this discussion will have. He later stated he would like to see the property generate some commercial tax revenue and he does not want to see a large influx of residential housing. Selectman Haarde stated he does not want to see more children added to the schools. He also stated the Town needs to solve its Chapter 40B issues, but he would rather do this with age-restricted units. Thus, he would prefer a mix of some affordable housing, some over age 55 restricted housing and some retail. Selectman Haarde also asked what the Town will do to control traffic on Route 20 if there is a large influx of housing at this location.

Chairman Lizotte stated he has attended a few meetings with Raytheon, which has said it wants to continue to be a good neighbor to Sudbury. He further stated Raytheon has asked for the Town's input, and he hopes the company will sell to the highest and most responsible bidder. Chairman Lizotte stated the preferred use for the site will be housing, but it is currently not zoned as residential.

Planning Board Vice-Chairman Peter Abair stated Sudbury is not the first community to experience this type of situation. He believes the Town can help leverage the re-development Sudbury would like to see there in the future.

Selectman O'Brien stated he does not want to see large, high-rise type housing buildings developed on the property. He would like to see the property used for some commercial purposes. Selectman O'Brien suggested it would be great if a developer could also buy the Shaw's Plaza and replace it with housing to then be linked to commercial/retail properties across the street. He also stated a continuing care community could bring tax dollars to the Town. Selectman O'Brien stated the Raytheon situation prompts the Town to re-visit the discussion as to whether it wants Route 20 to be its "Main Street" and how does this property impact this vision. He also noted the site has a 50,000 gallon wastewater treatment plant on site. Selectman O'Brien suggested the Town might consider taking ownership of the treatment facility and then selling access to interested parties.

Selectman Simon stated he would ideally like the future of the property to "kill several birds with one stone." He believes the property could be attractive for a Chapter 40B development and for an over age 55 development and the development should not be tax negative. Selectman Simon also suggested the property could possibly include some high-end retail outlets.

Planning Board member Chris Morely stated he believes the property is a superb location to solve the Town's Chapter 40B issues, and he hopes a mix of housing could be developed that could count towards the affordable housing quota. He also stated a large continuing care facility would be great. Mr. Morely also stated he envisions the site could have additional access points, some commercial/retail businesses in front and a traffic light to facilitate movement at this location on Route 20.

Planning Board member Steve Garvin stated the property is a great site on Route 20 and he believes a mixed-use development could come to fruition. He noted the Planning Board is working on Route 20 zoning scenarios regarding a sewer project and overlay districts. He suggested working with a consultant might be helpful to obtain input regarding how other towns have handled these issues.

Mr. Abair stated the ideal development will increase the Town's commercial tax revenue, will help the Town make progress towards its affordable housing 10% goal, improve the streetscape of Route 20, calm Route 20 traffic, and enhance a potential sewer project. He suggested there could be State programs to help pay for the sewer.

Chairman Lizotte stated he is a big fan of mixed-use developments, and he does not want a large retail "big box" corporation to come to Town. He believes the Raytheon property can help the Town take a large step towards solving its Chapter 40B issues. Chairman Lizotte also believes the development should include an element of age-restricted housing. He stated the current 50,000 gallon wastewater treatment facility can support 500 bedrooms, and that, if housing is put on this site, its capacity will be maximized quickly.

Mr. Garvin stated incentives could be offered to buyers regarding a sewer project.

Selectman Haarde asked if a buyer could be asked to build the sewer system for the district. Chairman Lizotte opined this would be a big ask. He also highlighted the buyer will need to also factor in approximately \$200,000 a year for maintenance costs.

Selectman Haarde asked if the Raytheon wastewater treatment facility needs to be upgraded. Selectman O'Brien stated Raytheon completed an expensive series of upgrades in recent years.

Mr. Abair briefly explained how District Improvement Financing (DIF) from the State could be used, noting other towns have utilized this system.

Mr. Morely highlighted timing for some options could take several years, and he would hope the Town has a sewer on Route 20 before another decade passes.

Selectman O'Brien stated the assessed value of the property is 23 million, and he wondered what mix of development is needed to meet or exceed this price.

Selectman Haarde opined it would be great for Sudbury to have a "Main Street" now and that the Raytheon property is "in play" again regarding a sewer project.

Vice-Chairman Brown asked if it is possible to put another Orchard Hill type project in Town.

Director of Planning and Community Development Jody Kablack stated Orchard Hill was approved as a Chapter 40B development under a State Elder Care Program which no longer exists. She also stated an assisted living facility is possible with approval from the State. Ms. Kablack believes Raytheon will help guide a developer to work with the Town.

In response to Selectman O'Brien's question regarding next steps, Chairman Lizotte stated it might be helpful for the Town to seek its own market study. Chairman Woodard asked if there would be enough time and money to do this. Ms. Kablack stated she has approximately \$5,000 in her budget which could be designated for this purpose.

Selectman Haarde stated the buyer will do their own market study and they will need the Town's help regarding re-zoning. He emphasized the money in today's market is in residential housing or the developer will choose to file for a Chapter 40B development which could be a potential battle.

Selectman Simon stated Raytheon has stated it wants to continue to be a good neighbor. He suggested Raytheon be asked to fund a market study for the Town. The consensus of all was this was a good idea worth pursuing.

Mr. Abair stated that, due to current zoning, a developer would only be able to build something of similar use, or, in order to get housing, they would have to pursue a Chapter 40B development. He highlighted it will be important for the Town to determine how to best stay ahead of this scenario.

The consensus of both Boards was that the Planning Board should develop a draft of recommended options and next steps to be discussed and reviewed by both Boards at another joint meeting on January 13, 2015.

The joint meeting discussion was concluded at 10:04 p.m.

**Johnson Farm Acquisition – Update**

Present: Director of Planning and Community Development Jody Kablack

At 10:04 p.m., Chairman Woodard welcomed Director of Planning and Community Development Jody Kablack to present the Board with an update regarding the acquisition of Johnson Farm. The Board was previously in receipt of copies of a memorandum from Director of Planning and Community Development Jody Kablack dated November 7, 2014 and accompanying Topographic Plan and plan of a proposed Conservation Restriction per a settlement agreement with the Department of Environmental Protection (DEP). In addition, Ms. Kablack distributed copies of a spreadsheet entitled “Johnson Farm Estimated Tax Revenue dated November 12, 2014” to the Board tonight.

Ms. Kablack summarized her memo, noting there are always trade-offs to be considered with large land acquisition projects. She stated the Board negotiated a Purchase and Sale Agreement for \$2.9 million for approximately 33 acres of the Johnson Farm property, noting the owner will retain two, one-acre lots to be developed only as single-family homes. The question of purchasing the property will be put to voters at a Special Town Meeting on December 3, 2014 and a Special Town Election on December 9, 2014, and Warrants will be delivered to residents around November 19, 2014.

Ms. Kablack stated Chairman Woodard asked for information regarding trade-offs involved with the Town purchasing the property to help educate the public. If the Town does not purchase the property, the current development plan calls for 68 units of rental housing. She noted litigation has occurred regarding the property and could continue for years, however, it is likely a development of this size would eventually be built. Ms. Kablack noted case law supports this position. If the property is developed, it is also likely a significant amount of open space could be preserved. The northwest portion of the property cannot be developed and would likely remain in a natural state. Approximately 22 acres of preserved land would be permanently placed in a Conservation Restriction (CR). It is also possible there could be public access to a trail system into the back lands.

Ms. Kablack next described a scenario if the property were purchased by the Town and no development occurred. She stated purchasing the property would eliminate the proposed development plan and would end litigation between the Town, neighbors and developer. The proposed 68 units of housing would not be built, and the entire back 33 acres of the property would be preserved in perpetuity. The only development would be the two, single-family lots along the Landham Road frontage. Public access would be created along the northern property boundary and the existing farm roads would be open for passive recreation uses. In addition, the Town could connect trails to those of the Lyons Cutler Reservation, which abuts the property to the west and is owned by The Sudbury Valley Trustees (SVT).

Ms. Kablack stated the property is listed as a priority for preservation in the 2009 Open Space and Recreation Plan, and the Town had tried to purchase it in 2007. She further noted the property contains significant wetlands, vernal pools and streams and contributes groundwater to the Town’s drinking water supply wells.

Ms. Kablack stated the Board chose to give voters the opportunity to preserve the majority of the parcel with the Purchase/No development question. She stated voters will need to decide which option they prefer. The Board is recommending two Town funding sources be used for the purchase, including \$1 million of Community Preservation Act (CPA) funds and a \$1.9 million debt exemption. The proposal will be discussed in public meetings with the Finance Committee on November 17, 2014 and with the Capital Improvement Advisory Committee on November 19, 2014. The SVT is also organizing a fundraising campaign to help preserve the property, and any private funds donated would reduce the Town’s debt exemption.



Ms. Kablack stated a community site walk of the property is scheduled for Saturday, November 22, 2014 at 2:00 p.m. (rain date Sunday, November 23 at 2:00 p.m.). She referenced the financial impact analysis spreadsheet she distributed tonight. Ms. Kablack stated the data was extrapolated from data regarding the Concord Mews 350 rental-unit project recently built.

Chairman Woodard stated the fiscal considerations are helpful. However, he emphasized the Board decided to purchase the property not based on the fiscal impacts of limiting children in the school systems, but rather the decision to sign the Purchase and Sale Agreement was made for preservation purposes.

Selectman Simon stated the basic question put to the Town will be whether to purchase the land for preservation and avoid a Chapter 40B development being built.

Selectman Haarde asked if it is possible to find data from a more mature development than Concord Mews which might better reflect the potential number of children who might live in a proposed development of 60 one-bedroom units and eight two-bedroom units.

Selectman O'Brien asked if the Community Preservation Committee (CPC) has discussed the Johnson Farm purchase proposal. Ms. Kablack stated the CPC discussed it twice, but has not yet voted on the project. She also stated the CPC has limited funds for recommendation this year. Vice-Chairman Brown stated the CPC considered that, if the property is developed, 22 acres would still be preserved. She further stated it struck some Committee members as expensive to spend \$2.9 million to preserve another 11 acres.

Chairman Woodard opined the whole property has to be viewed as developable. Selectman Haarde did not necessarily agree with this assessment.

Ms. Kablack stated this property is different in that it has value under Chapter 40B permitting. She emphasized that the cost of a 20-year bond to purchase the property as open space only lasts 20 years, whereas, if a Chapter 40B development is built there will be costs to the Town in perpetuity.

Sudbury resident Jonathan Danielson, 37 Landham Road, stated that, if the property goes the way of a Chapter 40B development, the Town loses all control and it has no guarantee 22 acres will be preserved. He believes the estimated school-aged children of .25 per unit is low. Mr. Danielson stated he agrees with Chairman Woodard in that the rationale to purchase the property for preservation has credibility in and of itself, regardless of the financial impacts. He believes a Chapter 40B development would be devastating for the Loring School and would result in re-districting for the Town's schools. Mr. Danielson thanked the Board for negotiating a purchase.

Sudbury resident Dick Williamson, 21 Pendleton Road, stated he is an advocate for preserving open space and he has walked much of this property, but most people do not know how to get there. He believes the access plan for the project to other trails would be beneficial to the Town, and its value cannot be quantified.

Sudbury resident Dan DePompei, 35 Haynes Road, stated he believes it is very important to preserve this property. He referenced previous discussions tonight regarding the Melone and Raytheon properties, and the importance of developments not being tax revenue negative. Mr. DePompei stated a Chapter 40B development on Johnson Farm would not be a positive tax revenue situation.

**Special Town Meeting and Special Town Warrant – Vote and Sign**

Present: Director of Planning and Community Development Jody Kablack

Chairman Woodard stated the Board needs to vote and sign the Special Town Meeting and Special Town Election Warrant. The Board was previously in receipt of copies of the draft “Town of Sudbury Official Warrants Special Town Meeting, Wednesday, December 3, 2014, and Special Town Election, Tuesday, December 9, 2014.” In addition, copies of three options for wording of the argument for passage of Ballot Question No. 2 were distributed to the Board tonight.

Town Manager Valente noted in the last line of Article 1 on Page 1 of the Special Town Meeting Warrant “38%” should be replaced with “36.” She stated the Board has not taken its positions on the three Town Meeting articles which are binding. Town Manager Valente also stated the final Warrant must be signed tonight and go to the printer tomorrow.

A brief discussion ensued as to whether the Board wished to wait to vote its positions on Articles 1, 2, and 3, and it was decided to vote the Board’s positions at the Board’s November 18, 2014 meeting.

Vice-Chairman Brown raised a question regarding the reference to the State Transportation Bond Bill in the Mass. Central Rail Trail Non-Binding Article 4. Town Manager Valente stated a non-binding petition article is accepted as presented.

It was on motion unanimously

VOTED: To sign the Town of Sudbury Official Warrant Special Town Meeting, Wednesday, December 3, 2014, as amended on Page 1.

The Board reviewed the three options provided for the argument to pass the Special Town Election Ballot Question No. 2. It was explained Option 1 reflected the draft presented to the Board on October 28, 2014, Option 2 reflected the draft presented in the Board’s agenda packets for tonight’s meeting, and Option 3 was drafted and revised today by Vice-Chairman Brown and Director of Planning and Community Development Jody Kablack to better reflect comments received from the public and neighbors.

It was noted the “50%” mentioned in the second to the last sentence of the first paragraph of the Argument in Opposition to the Special Town Election Ballot Question No. 2, was not accurate. The Board decided to amend this sentence to read as, “The development plan is tightly clustered to avoid significant disturbance to the natural resources on the property, and a significant portion of the property may be preserved in perpetuity under a conservation restriction even with development.”

Each Board member stated which option for the Argument for Passage it preferred.

Sudbury resident Greg Herrema, 20 Brookside Farm Lane, stated he and several other neighbors prefer Option 3. He further suggested the last sentence of Option 2 be captured somehow in Option 3 along with the interest of the Sudbury Valley Trustees and the proximity of the property to Town water wells. Chairman Woodard explained these revisions would not be possible, since the current draft for Option 3 is already 245 of the 250 words allowed.

Sudbury resident Brian Cain, 33 Victoria Road, stated he and his neighbors prefer Option 3, and he thanked Vice-Chairman Brown and Ms. Kablack for their revised version.

Sudbury resident Jack Wiener, 32 Moran Circle stated his preference is Option 3.

It was on motion unanimously

VOTED: To sign the Town of Sudbury Official Warrant Special Town Election, Tuesday, December 9, 2014, and to incorporate Option 3 as amended tonight as the Argument for Passage for Ballot Question No. 2.

**West Concord Development LLC – Walkway Gift**

At 7:46 p.m., Chairman Woodard opened a discussion regarding accepting a walkway gift from West Concord Development LLC. The Board was previously in receipt of copies of a letter to Town Manager Valente from Department of Public Works Director Bill Place dated November 6, 2014, a relevant section of the Board's July 31, 2012 Meeting Minutes and a letter from West Concord Development LLC dated June 12, 2008.

Town Manager Valente explained the Town is in the process of constructing a walkway along Powder Mill Road from Route 117 to Singing Hill Circle and from Tavern Circle to Cranberry Circle. Mitigation funds were previously negotiated by the Town and accepted by the Board for this construction from the West Concord Development LLC. Ms. Valente further explained that, due to the proximity of wetlands in some sections, the cost of construction exceeds the funds dedicated to the project (\$54,250). The Board accepted a total of \$94,250 from this developer for similar purposes on July 31, 2012. Mr. Place has requested authorization to use \$40,000 towards completion of the Powder Mill Road walkway from Cranberry Circle through its intersection with Route 117 (North Road). Any funds remaining will be used for traffic safety improvements around this intersection and surrounding area.

Selectman Haarde asked if the requested funds would pay for the walkway in its entirety, and Town Manager Valente responded affirmatively.

It was on motion unanimously

VOTED: To authorize use of \$40,000 as gifted to the Town by West Concord Development LLC towards completion of the walkway of Powder Mill Road from Cranberry Circle through its intersection with Route 117 (North Road).

**Melone Property Redevelopment Advisory Committee – Draft Mission Statement**

At 7:50 p.m., Chairman Woodard opened a discussion regarding a Draft Mission Statement for the Melone Property Redevelopment Advisory Committee. He stated that, in light of the news of Raytheon's pending departure from Sudbury, he wonders if it might be wise to delay the Melone property study.

Vice-Chairman Brown asked if the Melone discussions would be delayed for a specific period of time.

Chairman Woodard explained the Board had conceived the Melone project study as a way to satisfy the Town's affordable housing inventory quota. However, he noted the future development of the Raytheon property may accomplish some or all of this goal. Thus, Chairman Woodard suggested it might be beneficial to wait to learn more about plans for the Raytheon site.

Selectman O'Brien thought the suggestion seemed reasonable.

Selectman Haarde stated the agenda request form was submitted by Director of Planning and Community Development Jody Kablack and he suggested delaying the discussion until the Board could receive her feedback. Town Manager Valente stated Chairman Woodard had actually requested the agenda item and Ms. Kablack was the staff member who submitted it on his behalf.

Selectman Haarde stated the Town would likely not know in one year what will happen at the Raytheon site, and thus he does not see any benefit to delaying discussion regarding the Melone property. He suggested the proposed plans for Davis Field could possibly be repurposed at Melone.

Selectman Simon highlighted that, if recreational plans were pursued now at Melone, it might preclude the property from later being used for affordable housing, if affordable housing options did not materialize at the Raytheon site. He believes the Town does not yet know the direction in which Raytheon will go, and it would be best to keep the Town's options open at Melone until it does.

Vice-Chairman Brown suggested that, if the Board decides to delay pursuing the Melone property for affordable housing at this time, it should specify why it is waiting on the project and what it hopes to learn in the meantime.

Chairman Woodard stated the Annual 2014 Town Meeting voted to pursue housing at Melone, but given the Raytheon news, it makes sense to hold back and re-assess the Town's options overall.

Selectman Haarde reiterated he is uncertain the Town will know anything substantive a year from now regarding the future of the Raytheon property. He noted the Wayland Town Center took nearly ten years to construct in a former Raytheon property. Selectman Haarde believes something could be done now at the Melone property to benefit the Town and that there are plenty of needs which could be satisfied at both sites. He also opined that the Town Meeting did not approve a study of the Melone property, it only approved \$150,000 for a study for a master plan for housing. Selectman Haarde stated the Park and Recreation Commission has been challenged regarding its Davis Field proposal, and it is possible the Melone property could address those needs.

Selectman O'Brien stated that, maybe the Town should proceed with the Melone study to determine if the property can get the Town to its 10% affordable housing quota. He asked if this Board wants to get ahead of the Town's Chapter 40B challenges.

Selectman Haarde opined that he believes the Town has learned from the Johnson Farm situation that a Chapter 40B development can be stopped. Chairman Woodard stated the Town has not stopped a Chapter 40B development, but rather it has only offered to purchase the land.

Town Manager Valente noted Town staff limitations are a consideration and that handling the Raytheon and Melone properties simultaneously might need to be prioritized by the Board.

Selectman Simon stated the Raytheon site project manager has stated the corporation wants to continue to be a good neighbor and it will keep the Town abreast of plans. He also stated the outcomes of the December Special Town Meeting and Special Town Election votes regarding Johnson Farm will also be a factor to consider regarding these other projects. Selectman Simon believes it will not be too long before the Town has an indication regarding the direction the Raytheon property will take.

Chairman Woodard suggested the Board revisits the question in January 2015 as to whether to proceed or delay the Melone property study.

Selectman Haarde stated the Raytheon site is a good spot for housing, and that is what is likely to be developed there. He further stated that, if this is the case, and everyone agrees the Raytheon site is preferred for housing, then he believes the Board should decide now how to proceed with Melone. He questioned what else the Board is waiting for.

At 8:09 p.m., Chairman Woodard reiterated the Board could discuss these issues again in January 2015, the Board concurred, and the discussion was closed.

### **Executive Session Meeting Minutes – Release**

Chairman Woodard opened a discussion regarding releasing Executive Session Meeting Minutes from 2011 and April 29, 2014. The Board was previously in receipt of copies of a memorandum from Town Manager Valente dated November 7, 2014 and the Executive Session Meeting Minutes of March 1, 2011, April 12, 2011, April 26, 2011, May 31, 2011, June 21, 2011, September 21, 2011, October 27, 2011, November 4, 2011, November 21, 2011, December 2, 2011, December 6, 2011, and April 29, 2014.

Chairman Woodard noted three current Board members were not on the Board in 2011. Town Manager Valente explained tonight's Board is not being asked to approve the 2011 Executive Session Meeting Minutes, but rather only to vote to release them.

It was on motion unanimously

VOTED: To approve the release of the Executive Session Meeting Minutes of March 1, 2011, April 12, 2011, April 26, 2011, May 31, 2011, June 21, 2011, September 21, 2011, October 27, 2011, November 4, 2011, November 21, 2011, December 2, 2011, and December 6, 2011.

Chairman Woodard noted two revisions he had requested regarding the April 29, 2014 Executive Session Meeting Minutes to reflect two statements by Selectman Haarde as being his opinion are not in the draft presented for release tonight. He asked that the final version be checked and presented to the Board at its November 18, 2014 meeting.

### **Minutes**

The Board was previously in receipt of copies of the Board's Regular Session Meeting Minutes of October 14, 2014, as revised by Vice-Chairman Brown, and the draft of the Board's October 28, 2014 Regular Session and Executive Session Meeting Minutes.

Upon approval by the Chairman, Town Manager Valente distributed copies of a transcript prepared by Vice-Chairman Brown of a section of the Board's October 14, 2014 Regular Session Meeting to be considered for addition to the final October 14, 2014 Meeting Minutes.

Selectman Simon stated he does not agree with Vice-Chairman Brown's characterization of his actions and he distributed copies of the email chain Vice-Chairman Brown had distributed on October 14, 2014 between himself and Larry Kiernan and Andrew Sullivan. He also distributed copies of a pertinent section of the FY14 Goals as Voted by the Board of Selectmen August 2013. He emphatically tried to explain his actions, stating he does not believe it is good practice for one Selectman to tell another how to do their job. Selectman Simon also stated he did not appreciate being called an "outlier" by Vice-Chairman Brown, and found her word choice disrespectful and inappropriate. He further stated he did not appreciate being blindsided by Vice-Chairman Brown's comments regarding a topic which was not on that evening's agenda.

Vice-Chairman Brown stated she had requested it be on the agenda, but it was not.

Chairman Woodard suggested enough has been said on this matter and there is no need to elaborate further tonight.

Selectman O'Brien made a motion to approve the October 14, 2014 Regular Session Meeting Minutes and to include the insertion of the transcript provided by Vice-Chairman Brown on Page 7.

Selectman Simon requested the motion be tabled and that he be allowed to address and discuss this matter at the Board's next meeting as an agenda item. He also asked that a transcript be prepared of his comments tonight to be included in tonight's minutes.

Chairman Woodard, Selectman O'Brien and Town Manager Valente each stated the meeting minutes are not intended to be a verbatim transcription as is done in a court of law.

Chairman Woodard stated there was a motion on the floor which was seconded.

It was on motion

VOTED: To approve the Regular Session Meeting Minutes of October 14, 2014, as amended tonight to include on Page 7 the insertion of the transcript provided by Vice-Chairman Brown.

Selectman Simon opposed the vote.

It was also on motion unanimously

VOTED: To approve the Regular and Executive Session Meeting Minutes of October 28, 2014.

#### **Legal Services Agreement – Approve and Sign**

The Board was previously in receipt of copies of a memorandum from Town Manager Valente dated November 7, 2014 and draft "Agreement for Legal Services" contract between the Town of Sudbury and Petrini & Associates, P.C. to provide legal services.

Town Manager Valente highlighted a few items included in the contract. She emphasized the sooner the contract is approved, the sooner the transition process can begin.

Selectman Haarde read aloud the first paragraph of Section 6 regarding Termination by Client. He asked if the language covers all of the Town's needs.

Selectman Simon stated he believes the language is consistent with providing the Town with the ability to terminate the contract for any cause it deems appropriate.

Town Manager Valente suggested the contract be amended on page 5 by removal of the word "sufficient" to address concerns on the termination provision. This was approved by the Board.

It was on motion unanimously

VOTED: To approve and sign the Agreement for Legal Services between the Town of Sudbury and Petrini & Associates, P.C. for the period beginning January 1, 2015 and concluding June 30, 2017, as amended.

**Sudbury Cultural Council – Appointments**

It was on motion unanimously

VOTED: To appoint Yael Kupiec-Dar, 77 Hemlock Road, and Cynthia Kazior, 34 Blacksmith Drive, and to re-appoint Ellen Gitelman, 19 Raynor Road, and Jeanne M. Maloney, 119 Willis Road, to the Sudbury Cultural Council for terms to expire October 14, 2017.

**Lincoln-Sudbury Regional High School - Pre-Thanksgiving Day All Sports Ceremonial Bonfire**

It was on motion unanimously

VOTED: To approve the annual Lincoln-Sudbury Regional High School Pre-Thanksgiving Day All Sports Ceremonial Bonfire on Wednesday November 26, 2014 from 6:00 p.m. to 9:00 p.m., as requested in a letter dated October 31, 2014 from Paul Bisson, Board Member, Lincoln-Sudbury All Sports Boosters Club, Inc.

**Sudbury Celebrates 375/Sudbury Day Committee - Donation**

It was on motion unanimously

VOTED: To accept, on behalf of the Town, donations from Adrian and Judith Sheldon; Carolyn and Joseph Santangelo; Sudbury Coffee Works; Skylana Associates; George and Melinda Connor totaling \$719.50 to be used by the Town of Sudbury for the purpose of the Sudbury Celebrates 375/Sudbury Day Committee celebration, and may be used for another similar purpose as authorized by the Board of Selectmen in the event that all funds are not expended at the conclusion of the aforementioned celebration.

There being no further business, the meeting adjourned at 11:40 p.m.

Attest: \_\_\_\_\_

Maureen G. Valente  
Town Manager-Clerk