



FRANKLIN TOWN COUNCIL

December 3, 2014
7:00 PM

- A. APPROVAL OF MINUTES** – *October 1, 2014; October 15, 2014; November 5, 2014; November 19, 2014*
- B. ANNOUNCEMENTS** – *This meeting is being recorded by Franklin TV and shown on Comcast channel 11 and Verizon channel 29. This meeting is being recorded by Franklin Matters.*
- C. PROCLAMATIONS/RECOGNITIONS**
- D. CITIZEN COMMENTS**
- E. APPOINTMENTS** - *Council on Aging*
- F. HEARINGS**
- G. LICENSE TRANSACTIONS** - *Back Bay Restaurant Group TR, LLC dba Joe's American Bar and Grill – Change of Manager*
- H. PRESENTATIONS/DISCUSSIONS** - *Cable TV*
- I. SUBCOMMITTEE REPORTS**
- J. LEGISLATION FOR ACTION**
 - 1. *Resolution 14-84: Approval of Amendment to Solid Waste Disposal Contract*
 - 2. *Resolution 14-85: Acceptance of Gift – Council on Aging*
 - 3. *Resolution 14-86: Approval and Adoption of OPEB Trust Agreement*
- K. TOWN ADMINISTRATOR'S REPORT**
- L. OLD BUSINESS**
- M. NEW BUSINESS**
- N. COUNCIL COMMENTS**
- O. EXECUTIVE SESSION** – *Negotiations, Litigation, Real Property, as May Be Required*
- P. ADJOURN**

**FRANKLIN TOWN COUNCIL
MINUTES OF MEETING
October 1, 2014**

A meeting of the Town Council was held on Wednesday July 9, 2014 at the Franklin Municipal Building, 355 East Central Street, Franklin, Massachusetts. Councilors present; Andrew Bissanti, Brett Feldman, Glenn Jones, Matt Kelly, Judith Pond Pfeffer, Robert Vallee, Steve Williams, Peter Padula. Administrative personnel in attendance: Jeffrey Nutting, Town Administrator; Maxine Kinhart, Assistant to the Town Administrator; Mark Cerel, Town Attorney.

CALL TO ORDER: Chairman Vallee called the meeting to order at 7:00 PM with a moment of silence and the Pledge of Allegiance.

ANNOUNCEMENTS: Chairman Vallee announced the meeting would be recorded by Franklin TV and available for viewing on Comcast Channel 11 and Verizon Channel 29. The meeting may also be available on Franklin Matters.

PROCLAMATIONS/RECOGNITIONS: Chairman read a proclamation celebrating the Franklin Garden Club and presented them with a Glass Statuette commending the club for all that they do.

CITIZEN COMMENTS: Michael LeBlanc 18 High Ridge Circle. Would like to ask the Council to have a public discussion with the Town Administration at a Council meeting in the near future about what he and his neighbors consider and many residents call the debacle on Lincoln St. Lincoln St and Daniels Street. Did not take advantage of several weeks of good weather before school started so was in a hurried pace prior to school starting therefore traffic calming was installed incorrectly and was a debacle and had to be redone. Grading is not correct near Winterberry there is a large dip in the road. There are days where nothing is going on in the road. Days where no details are present. Someone in town should be held responsible for the over site of this project. This contractor should not be doing the down town project.

APPOINTMENTS: MOTION by Kelly to ratify the appointment of Ian C. Kabat and Karen Wellerson Juhl by the Town Administrator to serve as members of the Cultural Council. **SECOND** by Mercer. **VOTE to Approve: YES – 9, NO – 0, Absent – 0**

HEARINGS: NONE

LICENSE TRANSACTIONS: NONE

PRESENTATIONS/DISCUSSIONS: Gary McCarraher, Fire Chief. Fire Dept. Mission To have a positive impact in the lives of citizens and visitors of Franklin in their time of crisis by providing compassionate, contemporary, community driven services...61 employees up 4 paramedics, but 4 out on medical. Headquarters – Fire Engine, Ambulance, Tower Ladder, Brush. Fire Station 2 Ambulance, Fire Engine, brush vehicle. Challenges sustaining minimum shift staffing. Emergency Response – simultaneous Calls 54% of total call volume. Growing trend of 3+ simultaneous calls. Emergency Management – information during an event. Addition

of Neighbor brigade, Food Pantry, Senior Center, Interfaith Council. Join Ping4Alerts, Connect CTY to get information during a weather or emergency event.

SUBCOMMITTEE REPORTS: NONE

LEGISLATION FOR ACTION:

Resolution 14-59: Dedication of Town-Owned Land Known as Fletcher Field Located on Peck Street for Use as a Public Playground or Recreation Centre, As Provided in G.L. Chapter 45, Section 14 and Authorization for Town Administrator to Execute Grant Agreement with Commonwealth of Massachusetts and to Take Other Action to Enable Town to Construct Playground. MOTION by Councilor Kelly to **WAIVE** the reading. **SECOND** by Councilor Mercer **VOTE to Approve: YES – 9, NO – 0, Absent – 0.** **Discussion.** This is a routine matter by the state; they wanted to know that this was really a dedicated playground and that the Town Administrator has the authorization to sign the contract. MOTION by Councilor Kelly to **Move** Resolution. **SECOND** by Councilor Mercer. **VOTE to Approve: YES – 9, NO – 0, Absent – 0**

By-law Amendment 14-741: Amendment to Chapter 741, Chapter 65, Collection Containers: 2nd Reading MOTION by Councilor Mercer to **WAIVE** the Reading. **SECOND** by Councilor Kelly. **VOTE to Approve: YES – 9, NO - 0, Abstain – 0, Absent – 0.** MOTION by Councilor Kelly to **MOVE** Bylaw 14-741. **SECOND** by Councilor Padula. **DISCUSSION.** This Bylaw is to help constrain the expansion of collection containers throughout Franklin and would still allow Religious and not for profit, like a food pantry or charitable organizations, but limit ones in commercial areas, shopping malls to a specific zoning area west of Rt. 495. A lot of boxes pay to be there. Get out of hand stuff all over the place. Building Commissioner, Police Department and Health Department have submitted letters in support of this. Have focused on activity, not on non-profit. **MOVE** by Councilor Padula to **AMEND MOTION** to have the permit granting authority under 65.6 given to the Building Commissioner. **SECOND** by Councilor Mercer. **VOTE to Approve: YES – 9, NO - 0, Abstain – 0, Absent – 0.** **ROLL CALL VOTE:** Bissanti: Yes, Feldman: Yes, Jones: Yes Kelly: Yes, Mercer: Yes, Pfeffer: Yes, Vallee: Yes, Williams: Yes **YES – 9, NO - 0, Abstain – 0, Absent – 0. Passes**

TOWN ADMINISTRATOR'S REPORT: ► In response to concern will have DPW Director come forth next Agenda He is equally frustrated he has been on the phone numerous times trying to get Contractor to come to work. ► Harvest Festival is this Sunday. ► Update everybody on the downtown project. Putting utility poles up, do some drainage work School St. to Emmons St., Paving from Moore Ave down to Pleasant St., sidewalks and base coat and come back in the spring. ► Marketing for Pond and Emmons trying to get the information out. Doing everything possible. 110 Companies and Individuals on Pond Street and 3 dozen on Emmons. Deadlines in Nov and Dec. ► \$4,200 grant for recycling thanks to Chris White. ► Got a \$120,000 grant to do Storm Water **Best Management Practices.** ► DPW Director and Town Administrator did a 25 minute Cable Show on Question 5 Dedicated Override question.

OLD BUSINESS: ► In response to question, Town Administrator stated that we have 229 miles of road we get \$900,000 in chapter 90 funds, we use \$700,000 from the water account if we are

replacing or installing water mains and we appropriate \$500,000. Dedicated Override for roads can only be spent on roads. ► What is the status of technology, Twitter, Facebook, etc. After the Tech Department is done at the High School they will have more time to assist us.

NEW BUSINESS: ► Lincoln Street – should have time frame penalty clause. Town Administrator stated that we have had on other jobs and we have collected on them. At this point the contractor is not in violation of the contract. We held a public hearing on Lincoln Street and no one expressed concern about the island which has been taken care of. As far as working without detail, it is very difficult sometimes to find people to work detail. ► Delcarte pond have you looked at stocking? Jay Mello, DPW, looking at weed control, hawks, water chestnuts to go to Conservation with a plan.

COUNCIL COMMENTS: ► Glenn Jones announced that, due to an Ethics Commission decision that he has a conflict of Interest he would be resigning his role as Town Councilor effective Oct 2, 2014. ► Councilor Pfeffer recognized Bob Gagnon’s passing. He volunteered on Council on Aging, Housing Partnership, Housing Trust, Meals on Wheels, Senior Center, Food Pantry, and Senior Bus for Groceries, Tri-Valley Services, and Commission on Persons With Disabilities and served on the Building Committee for the Iraq and Afghanistan Monument. He was a dear and loving man.

EXECUTIVE SESSION: NONE

ADJOURN: MOTION by Councilor Kelly to adjourn **SECOND** by Councilor Jones. **VOTE to Approve: YES – 9, NO – 0, Absent – 0.** Meeting adjourned at 8:20 PM.

Respectfully Submitted,

Maxine Kinhart



FRANKLIN TOWN COUNCIL

October 15, 2014

7:00 PM

Minutes

A meeting of the Town Council was held on Wednesday, October 15, 2014 at the Franklin Municipal Building, 355 East Central Street, Franklin, Massachusetts. Councilors present: Andrew Bissanti, Brett Feldman, Matt Kelly, Thomas Mercer, Peter Padula, Judith Pond Pfeffer, Robert Vallee. Administrative personnel in attendance: Jeffrey Nutting, Town Administrator; Maxine Kinhart, Assistant to the Town Administrator; Mark Cerel, Town Attorney

CALL TO ORDER: Chairman Vallee called the meeting to order at 7:00PM with a moment of silence and the Pledge of Allegiance.

APPROVAL OF MINUTES – *September 3, 2014 so moved Councilor Mercer, SECOND KELLY. VOTE - Unanimous*

ANNOUNCEMENTS – *This meeting is being recorded by Franklin TV and shown on Comcast channel 11 and Verizon channel 29. This meeting is being recorded by Franklin Matters.*

PROCLAMATIONS/RECOGNITIONS - None

CITIZEN COMMENTS - None

APPOINTMENTS - None

HEARINGS - Alcoholic Beverages Licensees – Failure to Pass Compliance Check – 7:10

- *99Restaurant – **MOTION** by Mercer to open the Failure to Pass Compliance Check hearing. **SECOND** by Kelly. **VOTE Unanimous**. Wayne DiMaris, General Manager states that 99 Restaurant accepts full responsibility. Bartended was fired immediately. Everyone that works in service has been retrained and retaken the test. This is the first time in seven years that this has happened. We will accept whatever punishment is dealt. Council will accept Chief's recommendation. Mercer: **MOVE** to Recommend 3 Days suspended with 1 day to be served, and two days to be held in abeyance for two years. One Day served to be served on Friday, Oct 31, 2014. **SECOND** by Kelly. **Vote: Unanimous**,*

- *British Beer Company-**MOTION** by Mercer to open the Failure to Pass Compliance Check Hearing. **SECOND** by Kelly. **VOTE Unanimous**. Kim Schwendenman, retrained alcohol service staff, will last for three years. BBC is a family business Server was suspended for 1 week, came back. Took recertification course. Nothing in her past or present will note a problem. Been with company for three years. **MOTION** by Mercer to accept the Chief's recommendation of 3 Days suspended, 1 day to be served, 2 days to be held in abeyance for two years. 1 day to be served on Friday October 31, 2014. **SECOND** Kelly. **VOTE Unanimous***

*Public Hearing to determine whether it is in the public interest to accept Grace Lane and Nina Lane – 7:10 **MOTION** by Mercer to Open the Hearing **SECOND** by Kelly. **VOTE Unanimous**. According to the Planning Board these roads are*

100% complete and are presented to the Town to be accepted. **MOTION** to Close the Public Hearing – Pfeffer, **SECOND** by Kelly **VOTE Unanimous.**

LICENSE TRANSACTIONS - None

PRESENTATIONS/DISCUSSIONS –

Senator Richard Ross

Senator Karen Spilka

Representative Jeffrey Roy: Senator Ross, Spilka

and Representative Roy presented former Councilor Glenn Jones with Proclamations from the State House and Senate in recognition of his efforts as a Town Councilor. The Senator's and Representative Roy all made the Council aware of their efforts on behalf of the Town of Franklin and explained that they are a team on our behalf and that the Council should not hesitate to contact any one of them for any assistance they may provide.

Stephan Semerjian, Chief of Police –

Wants to introduce some new employees: Connor Ashe – transferred in in 2012, from Wellesley PD, David Miller, Franklin High School, went in the Marine Corp, worked at Borne PD, took Franklin Test. Steve Hamilton worked at Stonehill College and Easton PD before coming to Franklin and Andy Vile worked for 5 years at Dennis, Cape Cod. Sgt. Alan Thibeault commended on his retirement on Jan 24 2015 after 39 years.

Brutus Cantoreggi, DPW Director –

Lincoln Street 2 Years is the largest projects we have done inside of DPW. We replaced over two miles of waterline. All the way up Lincoln Street All the way up Daniel Street. We let it sit last winter to settle people complain, we patch. We bid out the road work in May contractor got notice to proceed in June and 180 days to complete. Completion date is 3rd of January, 2015. Why not 90 days? It costs more money. We try to do a typical construction season. Aggregate Industries a good contractor low bidder, we can't tell them how to do the job. Areas in front of the school by open. Two culverts by Winterberry had to be replaced Aggregate slowed down. Planning on paving Lincoln and Daniels by next week. Dip in Road. We had to put curve on Winterberry side 1/2 percent. People fly down that road. Narrow the road. Removed sections that people didn't like. Resin product going in, traffic calming before islands after islands. Have you ever thrown a contractor out? Actually yes. We were actually on him all the time kept a messy site kept documentation. Was there a liaison between DPW and Aggregate? Inspector out there daily. Jay is out there, Mike is out there. Brutus out there daily.

SUBCOMMITTEE REPORTS - None

LEGISLATION FOR ACTION

1. **Resolution 14-60: Order of Layout, Acceptance, and Taking of Grace Lane and Related Drainage Lot – MOTION** by Kelly to Waive the Reading. **SECOND** by Mercer. **VOTE: Unanimous. MOVE** Resolution 14-60 by Mercer. **SECOND** by Kelly. **ROLL CALL: Mercer: yes, Bissanti: yes, Kelly: yes, Padula: yes, Pfeffer: yes, Vallee: yes Vote: Yes: 6, No: 0, Absent: 2**
2. **Resolution 14-61: Order of Layout, Acceptance, and Taking of Nina Lane and Related Drainage Lot and Easement – MOTION** by Kelly to Waive the Reading. **SECOND** by Mercer. **VOTE: Unanimous. MOVE** Resolution 14-61 by Mercer. **SECOND** by Kelly. **ROLL CALL: Mercer: yes, Bissanti: yes, Kelly: yes, Padula: yes, Pfeffer: yes, Vallee: yes Vote: Yes: 6, No: 0, Absent: 2**
3. **Resolution 14-62: Local Licensing Authority's Approval of Package Store Licensees' Notifications of Change in Hours to Permit Earlier Sunday Openings –MOVE** Resolution 14-62 by Mercer. **SECOND** by Kelly. The ABCC has allowed Package Stores to open 1 hour earlier on Sunday mornings to 10:00 AM. They have to submit the paperwork to the Town, and the Town cannot refuse. Rather than go through this thirteen times, this resolution

approves all 13 and allows the Council clerk to sign the paperwork as it comes in for submission to the ABCC. **Vote : Unanimous.**

4. **Resolution 14-63: Creation of a Senior Center Building Committee.** Councilor Pfeffer read Resolution 14-63 creating a Senior Center Building Committee consisting of 6 persons who will be responsible for hiring an architect and the completion of the second floor of the senior center including the elevator. **MOVE** by Mercer Resolution 14-63. **SECOND** by Padula. **Vote: Unanimous.**
Chairman Vallee announced that the Senior Center Building Committee will be Karen Alves, Tom Mercer, Ken Norman, Judy Pond Pfeffer, Nancy Rafter, Paul Remington.
5. **Bylaw Amendment 14-742: Amendment to Chapter 185-§4. Districts Enumerated – Referral to Planning Board.** Councilor Pfeffer read Bylaw Amendment 14-742 Amendment to Chapter 185-§4. Districts Enumerated. **MOVE** Bylaw Amendment 14-742 – Referral to the Planning Board – Mercer. **SECOND** – Kelly. **DISCUSSION:** Town Administrator stated that this and the following two Bylaws are technical corrections, cleaning up language so it's consistent, not changes to zoning. **Vote Unanimous**
6. **Bylaw Amendment 14-743 Amendment 14-743: Amendment to Chapter 185-§20. Signs – Referral To Planning Board MOTION to Waive the Reading – Mercer. SECOND – Kelly. Vote: Unanimous. MOVE** Bylaw Amendment 14-743 to the Planning Board – Mercer. **SECOND – Kelly. Vote: Unanimous**
7. **Bylaw Amendment 14-744: Amendment to Chapter 185-§31. Site Plan and Design Review – Referral To Planning Board MOTION to Waive the Reading – Mercer. SECOND - Kelly. Vote: Unanimous. Move** Bylaw Amendment 14-744 to the Planning Board – Mercer. **SECOND – Kelly. Vote: Unanimous**

TOWN ADMINISTRATOR'S REPORT - Now that Senior Center Building Committee is formed an RFP for a project Manager is out and due back in LNTE November and we will get one out for an Architect.► Question 5 on ballot 1.5 million dedicated override for 50 million in backlog of streets. Cannot be used for anything else.

OLD BUSINESS – Judy Pfeffer stated that all member of the Senior Center building committee are the original members of the building committee who want to finish the building except for Ken Norman who is taking Stella Jeon's place.

NEW BUSINESS – Matt Kelly would like to see the Cable TV studio come in. He would also like the see the items that went into storage from the old High School.► Judy was a clear understanding of what are the ownership guidelines of South Church who own, who controls, what groups can use it this is a valuable piece of our history.►

COUNCIL COMMENTS – Councilor Pfeffer and Padula at Stroke Awareness Program at Senior Center, Very Successful Program. Video Taped for cable.

MOTION to Adjourn Kelly. **SECOND** Mercer. **Vote: Unanimous.**
Meeting Adjourned 8:40 pm.

**FRANKLIN TOWN COUNCIL
MINUTES OF MEETING
11-5-2014**

A meeting of the Town Council was held on Wednesday, November 5, 2014 at the Franklin Municipal Building, 355 East Central Street, Franklin, Massachusetts. Councilors present: Andrew Bissanti, Brett Feldman, Matt Kelly, Thomas Mercer, Peter Padula, Judith Pond Pfeffer, Robert Vallee, Steve Williams. Administrative personnel in attendance: Jeffrey Nutting, Town Administrator; Mark Cerel, Town Attorney and Maxine Kinhart, Assistant to the Town Administrator. Other officials present: Susan Gagner, Comptroller; Jim Dacey, Treasurer/Collector.

CALL TO ORDER: Chairman Vallee called the meeting to order at 7:00PM with a moment of silence and the Pledge of Allegiance.

APPROVAL OF MINUTES: None

ANNOUNCEMENTS: Chairman Vallee announced the meeting would be recorded by Franklin TV and available for viewing on Comcast Channel 11 and Verizon Channel 29. The meeting may also be available on Franklin Matters.

PROCLAMATIONS/RECOGNITIONS: None.

CITIZEN COMMENTS: ► Frank Todesco, 409 King Street present to get the town to help with a tree that has fallen in his yard. The tree is 2 feet wide and has snapped and is leaning on two other trees and in danger of falling on the sidewalk and street where school buses and heavy traffic is as well as joggers and walkers. Mr. Todesco stated that other trees had been swapped out before and this one was not and he believes it should have been. ► Claire Griffen and Beth Simon Co-Chairs of the Lady Bug Project. Franklin's first Public Art Project. 25 Bugs were commissioned and completed. They were there to thank the Council for their support. They have made enough money to erect a statue of Palma Johnson, the teacher who inspired the Kennedy School 2nd Grade Class of 1974 to petition the state legislature to name the Ladybug as the Official State Bug.

APPOINTMENTS: The Chairman appointed Councilor Peter Padula to the Economic Development Subcommittee and Councilor Andy Bissanti to serve as Chairman of the Economic Development Subcommittee.

HEARINGS:

Zoning Bylaw Amendment 14-742: Changes to Chapter 185-§4. Districts Enumerated

Zoning Bylaw Amendment 14-743: Changes to Chapter 185-§20. Signs

Zoning Bylaw Amendment 14-744: Changes to Chapter 185 - §31. Site Plan and Design Review **MOTION** by Mercer to open Public Hearing. **SECOND** by Feldman. **VOTE to**

Approve: Yes-8, No-0, Absent-0. Discussion: TA stated that these three bylaws clear up technical wording in the code that is contradicting. **VOTE to Approve: Yes-8, No-0, Absent-0.**

LICENSE TRANSACTIONS: None

PRESENTATIONS/DISCUSSIONS: *Erin Lynch, Executive Director of the Franklin Food Pantry* since July. She is thankful for the increasing generosity and support from the town. What is happening, we have implemented training for volunteers, quality control, under the vision of Steve Sherlock whose term on the Board of Directors is ending and Chris Feeley will take over. We currently service over 600 families. What brings them here and how do we transition them out. We have a mobile truck where we can go out to people. Stops include Senior Center, Central Park Terrace, Winter Street. As far as physical space, we have a new produce room where clients can go into and get fresh produce; we also have a new Private space for intake of clients. The Food Pantry is having a raffle of Pats tickets and a turkey trot on Thanksgiving. Some of the needs of the food pantry are shampoo, cereal and white tuna. In response to question, Erin stated that she accompanied 30 Hockymock YMCA and other Healthy Futures Participants, in conjunction Healthy Futures, a program that gets youth up and moving and eating right.

James Dacey, Treasurer Collector. As a Collector responsible for collecting Real estate, Personal Property, Motor Vehicle Excise. This amounts to about \$65,000,000. Water Sewer Trash is \$12,000,000. They process Municipal Lien Certificates, Parking Ticket Fines, Tax Liens. The Treasurer is in control of 78 bank and investment accounts, receives all receipts from all departments.

SUBCOMMITTEE REPORTS: None

LEGISLATION FOR ACTION:

Zoning Bylaw Amendment 14-742: Changes to Chapter 185-§4. Districts Enumerated 1st

Reading: Councilor Pfeffer read the bylaw that tightened terms in two places. **MOTION** by Councilor Kelly to **MOVE** Zoning Bylaw Amendment 14-742. **SECOND** by Councilor Mercer. **NO DISCUSSION. VOTE to Approve: Yes-8, No-0, Absent-0.**

Zoning Bylaw Amendment 14-743: Changes to Chapter 185-§20. Signs- 1st Reading:

Councilor Pfeffer read the Zoning Bylaw that deleted language in one section and added it to another section. **MOTION** by Councilor Kelly to **MOVE** Bylaw 14-743 **SECOND** by Councilor Mercer. **NO DISCUSSION. VOTE to Approve: Yes-8, No-0, Absent-0.**

Zoning Bylaw Amendment 14-744: Changes to Chapter 185 - §31. Site Plan and Design Review-1st Reading:

MOTION by Councilor Kelly to **Waive** the Reading. **SECOND** by Councilor Mercer. **VOTE to Approve: Yes-8, No-0, Absent-0. MOTION** by Councilor Mercer to **MOVE** Zoning Bylaw 14-744. **SECOND** by Councilor Kelly. **DISCUSSION:** Town Administrator explained that this is more language issues being corrected **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-65: Acceptance of Private Road Covenant with Developer of Village at Cooks Farm: Councilors Mercer, Padula, and Bissanti announced that they had a conflict of interest and would recuse themselves from discussion. Councilor Pfeffer read the resolution authorizing the Town Administrator to enter into a covenant on behalf of the Town with the owner and developer of Cooks Farm.

MOTION by Councilor Kelly to **MOVE** Resolution 14-65 **SECOND** by Councilor Williams. **DISCUSSION:** Mr. Nutting stated that this insures that all

zoning and documents that created Cooks Farm, infrastructure, water, sewer, all stay private as we do in all condominium developments. **VOTE to Approve: Yes-5, No-0, Absent-0 Abstain-3.**

Resolution 14-66: Authorization to Grant Utility (Sewer) Easement – Councilors Mercer, Padula, Bissanti have recused themselves from any discussions; however this Resolution requires 2/3 votes or 6 votes. Asked Attorney Cerel if the Rule of Necessity could be used. Mark stated it is an Ethics Commission Rule. The Rule stated that everyone with a conflict states that conflict then they take a vote. Attorney Cerel does not feel this issue rises to need the Rule of Necessity tonight. Ron Roux feels that Planning requires him to have this document to move forward as well as for financing along with Document 14-65. **Motion to Table** until 7:50 so that Attorney Cerel can look at Planning Board Decision. Attorney Cerel stated that Planning Board is not requiring this document, only Resolution 14-65. There is no reason not to wait till Nov. 19. **MOTION** by Councilor Kelly to **Table** until November 19. **SECOND** by Williams. **VOTE to Approve: Yes-5, No-0, Absent-0, Abstain- 3**

Resolution 14-67: Appropriation: NuStyle Project. Councilor Pfeffer read the Resolution raising and appropriating \$40,000 to the NuStyle Project Budget. **MOTION** by Councilor Mercer to **MOVE** Resolution 14-67. **SECOND** by Councilor Williams. **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-68 Appropriation Senior Center Capital Project. Councilor Pfeffer read Resolution 14-68 transferring \$912,895+/- interest from the Senior Center Stabilization Fund to the Senior Center Capital Project. **MOTION** by Mercer to amend the written amount to reflect Nine Hundred and Eighteen Thousand, Eight Hundred and Ninety-five dollars (\$918,895). **SECOND** by Councilor Kelly. **VOTE to Approve: Yes-8, No-0, Absent-0.** **MOVE** by Councilor Mercer Resolution 14-68. **SECOND** by Councilor Kelly. **DISCUSSION:** Town Administrator stated we have been putting money in stabilization account for past 4 years. Now we are ready to remove and put in a Senior center building account so that the Committee can start the project and hire an architect. **VOTE to Approve: Yes-8, No-0, Absent-0**

Resolution 14-69 Appropriation: Open Space. Councilor Pfeffer read Resolution 14-69 that would raise and appropriate from the Hotel/Motel Tax \$250,000 to the Open Space Trust Fund. **MOTION to Move** by Councilor Kelly Resolution 14-69. **SECOND** by Councilor Williams. **DISCUSSION:** Town Administrator explained that we had purchased 2 properties on Wachusett Street and Daniels Street and this is to replace those funds in case some other opportunities arise. **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-71: Appropriation: Elections Budget: Councilor Pfeffer read Resolution 14-71 that raises and appropriates \$10,000 to the Elections budget for salaries and expenses for a special election. **MOTION to MOVE** Resolution 14-71 by Councilor Mercer. **SECOND** by Councilor Kelly. **DISCUSSION:** This is to pay the costs for the special election. The workers work all day from 6:00 am Lunch is provided. Can have them leave and then search for parking. Used new booths that we purchased used, saved thousands. **VOTE to Approve: Yes-8, No-0, Absent-0**

Resolution 14-72: Establishment of a Property Acquisition Projects and Facilities

Maintenance Stabilization Fund. Councilor Pfeffer read Resolution creating a Stabilization Fund for the purpose of real property acquisitions, projects and facilities maintenance.

MOTION to MOVE Resolution 14-72. **SECOND** by Councilor Mercer. **DISCUSSION:** Town Administrator explained that this money could be used for projects that come up that Council want done. We no longer have to save for Senior Center. This can be earmarked for projects, recreation, open space, museum, and land acquisition.

VOTE to Approve: Yes-8, No-0, Absent-0.

Resolution 14-73: Property Acquisition, Projects, and Facilities Maintenance. Councilor Pfeffer read the Resolution that would raise and appropriate from the Hotel/Motel tax \$250,000 into the Property Acquisition, Projects, and Facilities Maintenance Stabilization Fund.

MOTION by Councilor Mercer to **MOVE** Resolution 14-73. **SECOND** by Councilor Feldman. **NO DISCUSSION. VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-74: Appropriation: Wage Settlement. Councilor Pfeffer read the Resolution to raise and appropriate \$215,000 in anticipation of an arbitration award for fire contract settlement. **MOVE** Resolution 14-74, Councilor Mercer. **SECOND** Councilor Kelly. **DISCUSSION.** Town Administrator explained that we had been to Arbitration hearing. Both sides are working on briefs, should be around December or January. This will help fund the arbitration award, not completely, but we have been putting funds away for the last four years.

VOTE to Approve: Yes-8, No-0, Absent-0

Resolution 14-75: Amendment of FY 2015 Budget. Councilor Pfeffer read the Resolution Amending several Budgets by Raising and Appropriating. **MOVE** Resolution 14-75, Councilor Mercer. **SECOND** Councilor Kelly. **DISCUSSION.** Town Administrator explained that his budget was being adjusted by \$15,000 in anticipation of staff change the end of year and overlap of training and vacation pay out. Comptroller was being adjusted by \$20,000 as a result of two retirements, vacation payouts, and wage increase to hire new personnel. Legal Expense ongoing arbitration with fire union. We annually appropriate \$40,000. September bill was \$32,000. We anticipate needing more funds later in the year. Election, this is \$10,000 for the special election in December. Planning expense was for the marketing of Pond Street and Emmons Street Properties. Recreation funds are to cover anticipated increase to part time program staff as a result of increased participation. Human Resource adjustment of \$10,000 is to pay for additional medical cost related to Public Safety pre-employment exams. **VOTE to Approve: Yes-8, No-0, Absent-0.**

TOWN ADMINISTRATOR'S REPORT: ► Dock installed at DelCarte. you can now walk around the entire pond. Thank Committee, Conversation, Ryan, DPW, and Council. Project is 90% done. ► Tax hearing is next meeting. Tax Assessors and staff have been working hard to do this; we usually do this in December. This is the first time in a decade that we have done this in November. ► The Town's portion of Lincoln Street/Brook Street construction is 99% down grading and a number of issues here and there still need to be done. Portion of Main still need to put in a base coat, put in granite, work on sidewalks till winter stops the project. Spring Church to Emmons to Main past Dean May, June, July. Wouldn't be in the core of downtown until summer. That depends on weather. ► If anyone is looking for the Horse Trough, it will be in the DPW garage – inside.

OLD BUSINESS: ► Councilor Pfeffer information relative to the South Franklin church. She asked does the town owe any money to any church in Franklin. No we do not. The Historical Commission is the one that decides who goes in there and does what. Deed states that the Historical Commission has the control whether the town keeps the property or not. Can the Town put something in there that the Historical didn't like? You would have to look at the deed you look at the acceptance in 1972 you had to keep the pulpit. So we are restricted on use of this building. You can use it as long as you meet historic purposes. Might be sufficient to maintain exterior or interior and exterior.

NEW BUSINESS: ► Tree on private property. TA explained that if it is on private property we tell property owner. In this case we asked Brutus to check with District 3/Mass DOT. Tree is hanging precariously over sidewalk. Based on Flyover the tree did not even look close. ► When is the Bond Sale. ► Are you looking into a communication Director and someone who gets the news out about the good things we do. ► Peter Padula, Judy Pfeffer, Fire Fighter Laurie Roy did a program on House Numbers and the importance of having them. Schools don't have on doors we should have them town wide Town Administrator agreed with Councilor Pfeffer and stated that they are addressing that in the schools as we speak and we have a bylaw requires numbers. We have to figure a way to enforce.

COUNCILOR COMMENTS: ► Congratulations to Fire Dept. and Tri-County School Teacher Mark Spillane built a ramp for Student Richie Alger. ► Thank you to Tony Marzulo and Steve Pellegrini who went and found the rocks that were used to spell Franklin in the Down Town Station. They spray painted them and placed them back. ► Congratulations to Franklin resident, Basel LeBlanc who recently was awarded 7 medals for his service as Canadien Grenadier Guard. He was 19 years old at his time of service. ► 70 solar contracts signed and are still available and that they are available to employees.

ADJOURN: MOTION by Councilor Mercer to adjourn. **SECOND** by Councilor Padula. **VOTE to Approve: Yes-8, No-0, Absent-0.** Meeting adjourned at 8:25PM.

Respectfully Submitted,

Maxine Kinhart

**FRANKLIN TOWN COUNCIL
MINUTES OF MEETING
11-19-2014**

A meeting of the Town Council was held on Wednesday, November 19, 2014 at the Franklin Municipal Building, 355 East Central Street, Franklin, Massachusetts. Councilors present: Andrew Bissanti, Brett Feldman, Matt Kelly, Thomas Mercer, Peter Padula, Judith Pond Pfeffer, Robert Vallee, Steve Williams. Administrative personnel in attendance: Jeffrey Nutting, Town Administrator; Maxine Kinhart, Assistant to the Town Administrator; Mark Cerel, Town Attorney; Jim Dacey, Treasurer/Collector.

CALL TO ORDER: Chairman Vallee called the meeting to order at 7:00PM with a moment of silence and the Pledge of Allegiance.

ELECTION OF OFFICERS: MOTION by Pfeffer to nominate Bob Vallee to serve as Chairman of the Council. **SECOND** by Kelly. Close nominations. **Vote Unanimous.** **MOTION** by Bissanti to nominate Matt Kelly to serve as Vice Chairman of the Council. Close nominations. **Vote for Vice Chair. Unanimous.** **MOTION** by Padula to nominate Judy Pond Pfeffer to serve as Clerk of the Town Council. **SECOND** By Kelly all those who seek to close the nomination say Aye. **AYE – Unanimous.** **MOTION** to approve Judy Pfeffer as Clerk. **Unanimous**

APPROVAL OF MINUTES: MOTION by Kelly to accept Minutes of July 30, 2014. **SECOND** by Mercer. **Vote Unanimous**

ANNOUNCEMENTS: Chairman Vallee announced the meeting would be recorded by Franklin TV and available for viewing on Comcast Channel 11 and Verizon Channel 29. The meeting is also being recorded by Franklin Matters.

PROCLAMATIONS/RECOGNITIONS: None.

CITIZEN COMMENTS: ► Frank Todesco, 409 King Street back to update Council on his tree. He considers it a Public Safety matter. The State did come on his property and take trees down. He had Jameson Mendell come in a take the tree down and he is going to submit the bill to the town for payment. Who should he give this bill to? Town Administrator took bill.

APPOINTMENTS: None

HEARINGS: *Tax Classification Hearing – 7:10PM.* Ken Norman; Chairman of the Board of Assessors introduced Board of Assessor members John Neas and Chris Feeley, as well as Kevin Doyle; Director of Assessing. Mr. Norman said the packet each Councilor was given was similar to the previous year’s packet, but with updated figures. Data was included for both ‘single-rate’ and ‘split-rate’ tax rates. The proposed ‘single-rate’ tax rate would be increased by \$.39 to \$14.85. Mr. Norman stated that values are trending up slowly. The bonding on the high school has kicked in or tax would have gone down. Vallee invited public comment, but there were no comments. **MOTION** by Councilor Kelly to close the Hearing **SECOND** by Councilor Mercer. **VOTE to Approve: Yes-8, No-0, Absent-0.**

LICENSE TRANSACTIONS: *Let's Eat (Franklin) LLC d/b/a Three: Change of Manager-*
MOTION to approve the request the by Let's Eat (Franklin) LLC d/b/a /Three for a Change of
Manager to Ashley Waites. This is a routine matter. **SECOND** by Councilor Kelly. **Vote:**
Unanimous.

PRESENTATIONS/DISCUSSIONS: Chairman Franklin High School Building
Committee/Councilor Tom Mercer present for update. FHS Building Project is complete. Few
items remain on punch list that are being done after school hours, Saturdays, holidays and should
be done by the end of the Thanksgiving Holiday. Contractor has turned over 2nd parking lot six
months early. Old high school had 622 spot new has 617 spots. Weather permitting Friday or
Monday they are going to do Panther Way. Site Contractor will get fields into sub-grade
condition before shutting down. FHS Building Committee wants to ask the Councils' opinion to
make the planned multipurpose practice field a regulation turf field instead of a grass practice.
Grass field will be on a pitch and not usable as a game field. Have existing funds. Instead of
season off season on. The decision is in the purview of the Building Committee they are only
looking to the Council for opinion. Cost 1.25 million. Straw poll unanimous. Councilor Recuse.

SUBCOMMITTEE REPORTS: None

LEGISLATION FOR ACTION:

Resolution 14-77: *WHEREAS a public hearing on the Property Tax Classification was held
and closed on November 19, 2014.* **MOTION** by Councilor Mercer is made and seconded to set
the Residential Factor at [1.000000]. **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-78: *A public hearing on the Property Tax Classification was held and closed on
Nov 19, 2014.* A **MOTION** by Councilor Kelly is made and seconded that there [not be] an
exemption for open space. **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-79: *A public hearing on the Property Tax Classification was held and closed
on Nov 19, 2014.* A **MOTION** by Councilor Mercer is made and seconded that there [Not be]
an exemption for small Businesses. **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-80: *A public hearing on the Property Tax Classification was held and closed on
Nov 19, 2014.* A **MOTION** by Councilor Kelly is made and seconded that there [Not be] an
exemption for residential property. **VOTE to Approve: Yes-8, No-0, Absent-0.**

Resolution 14-66: *Authorization to Grant Utility (Sewer) Easement* –Councilors Mercer,
Bissanti recused themselves from any discussions; **Motion by Kelly to remove Resolution 14-
66 from the Table.** **SECOND** by Padula. **VOTE Yes 6 No 0 Absent 0 Abstain 2.** Motion to
waive the reading by Kelly. **SECOND** by PFEFFER. **VOTE Yes 6 No 0 Absent 0 Abstain 2.**
Motion to MOVE Resolution 14-66 Kelly. **SECOND**▶ by Williams. **DISCUSSION.** This is
part of the whole Cook's farm, we granted them and the country club a sewer extension and this
allows them to go on to town property to fix it because we are not fixing it.
VOTE to Approve: Yes-6, No-0, Absent-0, Abstain 2

Resolution 14-76 Acceptance of Private Road Covenant with Developer of Unnamed Street off Upper Union Street (Mount View Farms Subdivision) MOVE to WAIVE the Reading Mercer. SECOND by Kelly. VOTE to Approve: Yes-8, No-0, Absent-0. MOVE Resolution 14-76 Counselor Mercer. SECOND Kelly. DISCUSSION. Town Administrator stated this is covenant we do to subdivisions so they don't become public ways. **Approve: Yes-8, No-0, Absent-0.**

Resolution 14-81 Refunding Bond Order. Treasurer Collector Jim Dacey, working with our Bond Counsel, Peter Frazier went through our bonds and suggested we refinance some and we are saving several hundred thousand dollars. **MOVE Resolution 14-81 Mercer, SECOND Kelly. Vote: Unanimous**

Resolution 14-82: Appropriation Sewer Retained Earnings. Be It **MOVED** by Kelly and Voted by the Town Council to transfer One hundred fifty thousand dollars (\$150,000) from the Sewer Retained Earnings Account to pay for emergency repairs to the culvert under the Beaver Street Sewer line. **SECOND** by Padula. **Vote: Unanimous**

Resolution 14-83: Acceptance of Gift-Town of Franklin-Council on Aging. The Fletcher Hospital Corporation has generously donated \$1,500 to be used by the Council on Aging for their charitable endeavors for the elderly of the Franklin Community. **MOVE Resolution 14-83. Mercer. SECOND Williams. DISCUSSION.** The Town Council of the Town of Franklin on behalf of the Council on Aging gratefully accepts this generous donation and thanks the Fletcher Hospital Corporation for their continued support. **Vote: Unanimous**

TOWN ADMINISTRATOR'S REPORT: ► Governor is currently facing a major shortfall in the state budget proposing cutting local aid. Rep Roy has sent a letter expressing his opposition. Very difficult time of year for us to do. ► Winter is here and soon it will be snow. Be cautious. ► Sprinkler head in Sullivan School. By 9:30 restoration company was on site. Working weekends till finished. Custodians, firemen, Facilities, Gus, police all stepped up and should be commended.

OLD BUSINESS:

NEW BUSINESS: ► Booklet of town services should be should be on our website. ► RFP Pond Street was due today and one came in today late was due 10:30 came in at 10:40.

COUNCILOR COMMENTS: ► Saturday 22nd 136 Chestnut Street. Open House. ► Staff reacted amazingly, Mike Ellsworth name keeps coming up as someone who really stepped it up.

ADJOURN: MOTION by Councilor Mercer to adjourn. **SECOND** by Councilor Padula. **VOTE to Approve: Yes-8, No-0, Absent-0.** Meeting adjourned at 8:05PM.

Respectfully Submitted,

Maxine Kinhart



APPOINTMENTS

Council on Aging:

David M. Cargill
19D Hawthorne Vlg.

The members of the Council on Aging have requested the appointment of David Cargill to fill a vacancy on the Council.

MOTION to ratify the appointment by the Town Administrator of David Cargill to serve as a member of the Council on Aging.

DATED: _____, 2014

VOTED:

UNANIMOUS _____

YES _____ NO _____

ABSTAIN _____

ABSENT _____

**Judith Pond Pfeffer, Clerk
Franklin Town Council**

REQUEST FOR COMMITTEE APPOINTMENT

Citizens Activity Record

If you are interested in serving the Town in any capacity, please fill out this form and submit to the Town Clerk's Office, 355 East Central Street, Franklin, MA 02038.

Information received will be available to all Town boards and officials, although the filling out of this form in no way assures appointment.

Name: DAVID M. CARGILL

Address: 19 D HAWTHORNE VLG.

Evening Telephone: (508) 533-1550

Day Telephone: SAME

Amount of Time Available: interested In Following Town Committees:

MON, WED, FRI AM : COUNCIL ON AGING
MON, TU, TH 1-4 PM

Present Business Affiliation and Work:

RETIRED

WORKED 37 YRS @ DEAN JR. COLLEGE
INCLUDING 36 YRS MATH PROF, 11 YRS ACADEMIC DEAN
(7 YRS OVERLAP)

Government Experience:

SEE BELOW

Education or Special Training:

BA, MA, M.ED

Positions Previously Held In Town Government (Committee Name and Dates):

SCHOOL COMMITTEE, 1980-1983
HISTORICAL COMMISSION, c 2004-2008 (?)

Remarks: I HAVE WALKING LIMITATIONS
(USE A WALKER)



APPOINTMENTS

Council on Aging:

Lester Quan
811 Franklin Crossing Road

The members of the Council on Aging have requested the appointment of Lester Quan to fill a vacancy on the Council.

MOTION to ratify the appointment by the Town Administrator of Lester Quan to serve as a member of the Council on Aging.

DATED: _____, 2014

VOTED:

UNANIMOUS _____

YES _____ NO _____

ABSTAIN _____

ABSENT _____

**Judith Pond Pfeffer, Clerk
Franklin Town Council**

REQUEST FOR COMMITTEE APPOINTMENT

Citizens Activity Record

If you are interested in serving the Town in any capacity, please fill out this form and submit to the Town Clerk's Office, 355 East Central Street, Franklin, MA 02038.

Information received will be available to all Town boards and officials, although the filling out of this form in no way assures appointment.

Name: LESTER QUAW

Address: 811 FRANKLIN CROSSING ROAD, FRANKLIN, MA 02038

Evening Telephone: 774-571-8673

Day Telephone: 774-571-8673

Amount of Time Available: Interested In Following Town Committees:

20 or more hours

Present Business Affiliation and Work:

FRANKLIN SENIOR CENTER / COUNCIL ON AGING - CAFE WORKS
HELPING KAREN ALVES, SUSAN BARBOUR ON SPECIAL PRO PROJECTS

Government Experience:

Education or Special Training:

COMPUTER ACCOUNTING SOFTWARE AND ACCOUNTANT

Positions Previously Held In Town Government (Committee Name and Dates):

FRIENDS OF FRANKLIN ELDERS, INC NOV 2011 TO JUN 2013

Remarks:



LICENSE TRANSACTIONS:

This is an application from Back Bay Restaurant Group TR, LLC dba Joe's American Bar and Grill for removal of LLC manager and change of manager of record relative to their all alcoholic beverages restaurant license.

This is a corporate transaction and the request from the Corporation went directly to the Alcoholic Beverages Control Commission because of the magnitude of the transaction. The ABCC has given preliminary approval of the removal of the LLC manager and the Local Licensing Authority needs only to submit a Form 43.

The local license authority needs to approve the new manager of record; the forms regarding this transaction are attached.

MOTION: Move to authorize the Clerk of the Council to sign Form 43 pursuant to the instructions sent by the ABCC as requested for the transaction of removal of the LLC Officer and appointment of Kimberly Mary Orso as manager of record for Joe's American Bar & Grill.

DATED: _____, 2014

VOTED:

UNANIMOUS _____

YES _____ **NO** _____

ABSTAIN _____

ABSENT _____

**Judith Pond Pfeffer, Clerk
Franklin Town Council**



The Commonwealth of Massachusetts
 Alcoholic Beverages Control Commission
 239 Causeway Street
 Boston, MA 02114
www.mass.gov/abcc

For Reconsideration

FORM 43
MUST BE SIGNED BY LOCAL LICENSING AUTHORITY

043000052
 ABCC License Number

Franklin
 City/Town

December 3, 2014
 Local Approval Date

TRANSACTION TYPE (Please check all relevant transactions):

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> New License | <input type="checkbox"/> New Officer/Director | <input type="checkbox"/> Pledge of License | <input type="checkbox"/> Change Corporate Name |
| <input type="checkbox"/> Transfer of License | <input type="checkbox"/> Change of Location | <input type="checkbox"/> Pledge of Stock | <input type="checkbox"/> Seasonal to Annual |
| <input checked="" type="checkbox"/> Change of Manager | <input type="checkbox"/> Alteration of Licensed Premises | <input type="checkbox"/> Transfer of Stock | <input type="checkbox"/> Change of License Type |
| <input type="checkbox"/> Cordials/Liqueurs Permit | <input type="checkbox"/> Issuance of Stock | <input type="checkbox"/> New Stockholder | <input checked="" type="checkbox"/> Other <input type="text" value="Removal of LLC manager"/> |
| <input type="checkbox"/> 6-Day to 7-Day License | <input type="checkbox"/> Management/Operating Agreement | <input type="checkbox"/> Wine & Malt to All Alcohol | |

Name of Licensee: EIN of Licensee:
 D/B/A: Manager:
 ADDRESS: CITY/TOWN: STATE: ZIP CODE:
 Annual All Alcohol Restaurant
Annual or Seasonal Category: (All Alcohol- Wine & Malt Wine, Malt & Cordials) Type: (Restaurant, Club, Package Store, General On Premises, Etc.)

Complete Description of Licensed Premises:

Application Filed: Advertiser: Abutters Notified: Yes No
Date & Time Date & Attach Publication

Contact Person for Transaction: Phone:
McDermott, Quilty & LLP
 ADDRESS: CITY/TOWN: STATE: ZIP CODE:

Remarks:

The Local Licensing Authorities
 By: _____

 Judith Pond Pfeffer
 Clerk, Franklin Town

Alcoholic Beverages Control Commission
 Ralph Sacramone
 Executive Director

ABCC Remarks: _____



The Commonwealth of Massachusetts
Department of the State Treasurer
Alcoholic Beverages Control Commission
Boston, Massachusetts 02114

Steven Grossman
Treasurer and Receiver General

Kim J. Gainsboro, Esq.
Chairman

September 4, 2014

LOCAL BOARDS

Boston, Braintree, Dedham, Framingham, Franklin, Peabody, Wayland and Woburn

The Commission has received a request from Back Bay Restaurant Group TR, LLC for a Change of Officers and Directors in the above-noted cities and towns.

Due to the magnitude of these transactions, the Commission has received the information and documents provided by the licensee. The review was to determine whether the contemplated transaction is consistent with the provisions of M.G.L. c. 138. Based upon our review, we are satisfied that the transaction is consistent with the purposes of the law and would not result in the individual corporate licenses being deemed to be out of compliance with the applicable statute. Accordingly, this letter sets forth our recommended procedure for the processing of these applications.

Arrangements have been made for the Corporation to pay all of the \$200 application fees directly to the Commission. Therefore, no fee needs to be collected.

The Commission has reviewed and accepted copies of the following documents and instruments:

1. Retail license Application
2. Petition For Transfer of Ownership
3. Amended Articles of Organization filed with the Secretary of State (Certificate of Change); and
4. Vote of the Board of Directors
5. Personal Information Forms
6. Manager and Personal Information Form (where applicable)

Select locations will also petition for change of manager. These applications will include appropriate forms and votes.

The applicant will contact you directly for processing the application. Please forward to the Commission the Form 43. The Commission will require no other forms, documents or information in connection with these applications (unless change of manager is applicable). Should you or your town/city solicitor have any questions or require information or assistance, please contact Investigator Brad Doyle at (617) 727-3040, extension 713.

Sincerely,

A handwritten signature in black ink, appearing to be 'Ralph Sacramone', written over a horizontal line.

Ralph Sacramone
Executive Director

Cc: Ted Mahony, Chief Investigator
Ryan Melville, Licensing Coordinator
Karen Simao, Esq.



The Commonwealth of Massachusetts
 Alcoholic Beverages Control Commission
 239 Causeway Street
 Boston, MA 02114
www.mass.gov/abcc

MANAGER APPLICATION

All proposed managers are required to complete a Personal Information Form, and attach a copy of the corporate vote authorizing this action and appointing a manager.

1. LICENSEE INFORMATION:

Legal Name of Licensee: Business Name (dba):

Address:

City/Town: State: Zip Code:

ABCC License Number: Phone Number of Premise:
 (If existing licensee)

2. MANAGER INFORMATION:

A. Name: B. Cell Phone Number:

C. List the number of hours per week you will spend on the licensed premises:

3. CITIZENSHIP INFORMATION:

A. Are you a U.S. Citizen: Yes No B. Date of Naturalization: C. Court of Naturalization:

(Submit proof of citizenship and/or naturalization such as U.S. Passport, Voter's Certificate, Birth Certificate or Naturalization Papers)

4. BACKGROUND INFORMATION:

A. Do you now, or have you ever, held any direct or indirect, beneficial or financial interest in a license to sell alcoholic beverages? Yes No

If yes, please describe:

B. Have you ever been the Manager of Record of a license to sell alcoholic beverages that has been suspended, revoked or cancelled? Yes No

If yes, please describe:

C. Have you ever been the Manager of Record of a license that was issued by this Commission? Yes No

If yes, please describe:

D. Please list your employment for the past ten years (Dates, Position, Employer, Address and Telephone):

I hereby swear under the pains and penalties of perjury that the information I have provided in this application is true and accurate:

Signature Date



The Commonwealth of Massachusetts
 Alcoholic Beverages Control Commission
 239 Causeway Street
 Boston, MA 02114
 www.mass.gov/abcc

PERSONAL INFORMATION FORM

Each individual listed in Section 10 of this application must complete this form.

1. LICENSEE INFORMATION:

A. Legal Name of Licensee	BBRG TR, LLC	B. Business Name (dba)	Joe's American Bar & Grill	
C. Address	466 King Street	D. ABCC License Number (If existing licensee)	043000052	
E. City/Town	Franklin	State	MA	Zip Code
F. Phone Number of Premise	617-536-4200	G. EIN of License	27-459856	

2. PERSONAL INFORMATION:

A. Individual Name	Kimberly Mary Orso	B. Home Phone Number	603-496-4543	
C. Address	14 Stonehill Road			
D. City/Town	North Chelmsford	State	MA	Zip Code
E. Social Security Number		F. Date of Birth		
G. Place of Employment	Joe's American Bar & Grill			

3. BACKGROUND INFORMATION:

Have you ever been convicted of a state, federal or military crime? Yes No

If yes, as part of the application process, the individual must attach an affidavit as to any and all convictions. The affidavit must include the city and state where the charges occurred as well as the disposition of the convictions.

4. FINANCIAL INTEREST:

Provide a detailed description of your direct or indirect, beneficial or financial interest in this license.

Proposed Manager of Record holding zero percent (0%) interest.

IMPORTANT ATTACHMENTS (8): For all cash contributions, attach last (3) months of bank statements for the source(s) of this cash.

*If additional space is needed, please use the last page

I hereby swear under the pains and penalties of perjury that the information I have provided in this application is true and accurate:

Signature Kimberly Mary Orso Date 11/5/14
 Title Manager of Record (If Corporation/LLC Representative)

**BBRG TR, LLC
Certificate of Vote**

Date: November 3, 2014

At a meeting of the BBRG TR, LLC a foreign limited liability company (the "LLC") held at 66 King Street, Franklin, Massachusetts 02038 on the 3rd day of November 2014, it was duly voted as follows:

VOTED: That the LLC apply to the Licensing Board for the City of Boston for a Change of Officer/Director and Manager of Record for the year 2014, to be exercised on the premises located at 100 Atlantic Avenue, Boston, MA 02110;

VOTED: To authorize **Jefferson R. Voss** to sign the application for the license in the name of BBRG TR, LLC and to execute in its behalf any necessary papers, and to do all things required relative to the granting of the license.

VOTED: To appoint **Kimberly Mary Orso** of Boston, Massachusetts as its manager of record, with as full authority and control of the premises described in the license of the Corporation and of the conduct of all business therein relative to alcoholic beverages as the licensee itself could in any way have and exercise if it were a natural person resident in the Commonwealth of Massachusetts and that a copy of this vote duly certified by a Clerk of the LLC and delivered to said manager or principal representative shall constitute the written authority required by M.G.L. c. 138, §26.

This is to certify that a majority of the members of BBRG TR, LLC an LLC duly organized under the laws of Florida are citizens of the United States.

This LLC has **NOT** been dissolved.

A TRUE COPY
ATTEST



Jefferson R. Voss

PRESENTATIONS
AND
DISCUSSIONS

- CABLE TV

LEGISLATION

FOR

ACTION



TOWN OF FRANKLIN

RESOLUTION 14-84

APPROVAL OF AMENDMENT TO SOLID WASTE DISPOSAL CONTRACT

WHEREAS, Town of Franklin (hereinafter: "Town") disposes of its solid waste at the Wheelabrator Millbury facility in Millbury, MA (hereinafter: "Facility"), and

WHEREAS, Town is a member of a municipal consortium which negotiated a twenty-year contract with Facility's owner Waste Management in 2006, and

WHEREAS, Franklin Town Council by Resolution 06-30, authorized the Town Administrator to sign said contract on behalf of Town, and

WHEREAS, Waste Management is in the process of selling Facility to Wheelabrator Technologies and the municipal consortium has taken the opportunity to negotiate a proposed amendment of said contract which provides more favorable terms to member municipalities including a reduction of the so-called tipping fee as evidenced by the summary attached hereto as "Exhibit 1", and

WHEREAS, said amendment is subject to approval by two-thirds, based upon tonnage, of member municipalities before December 31, 2014,

NOW, THEREFORE, BE IT ORDERED by the Franklin Town Council that:

1. The Franklin Town Council hereby approves the proposed amendment to Town's existing solid waste disposal contract, as summarized in "Exhibit 1" attached hereto.
2. The Town Administrator is hereby authorized to sign the amendment and to take any other action necessary to effectuate the amendment and/or to protect Town's interests.

This Resolution shall become effective according to the rules and regulations of the Town of Franklin Home Rule Charter.

DATED: November ____, 2014

VOTED:

UNANIMOUS _____

A True Record Attest:

YES _____ **NO** _____

**Deborah L. Pellegrini
Town Clerk**

ABSTAIN _____

ABSENT _____

**Judith Pond Pfeffer, Clerk
Franklin Town Council**

Memorandum

To: Town Council
From: Jeffrey D. Nutting
Date: 11-24-14
Re: Refuse Disposal Contract

The town entered into a twenty-year agreement with Wheelabrator Millbury on 2007 to accept our solid waste. The contract allowed either party to terminate the agreement after ten years (2017) with a two-year notice (December 2015).

A group of communities began discussions with Wheelabrator last summer to see if there was a willingness on their part to negotiate a new deal prior to December of 2015.

After several meetings, we reached agreement with Wheelabrator as long as 75% of the communities agree with the deal. The proposal is attached.

The bottom line is that we will save approximately \$70,000 annually on refuse disposal. This will help to maintain the current trash rate for the next couple of years.

Please feel free to call with questions.

Exhibit 1

Carey, Chris (Wheelabrator)

To: Chapell, Robin
Cc: jgosine@WM.com; Nydam, Sue; DiCecco, Peter (pdicecco@wm.com); O'Rourke, Jesse; O'Friel, Michael (mofriel@wm.com)
Subject: Wheelabrator Millbury negotiated terms

Robin

I want to thank you and the Committee for your time and cooperation as we work together towards a long term partnership between Wheelabrator and the communities.

Based on our discussions and subsequent email correspondence, I believe that the Committee and Wheelabrator have agreed in principle to a contract amendment having the following terms:

1. The tipping fee will be adjusted to \$64 a ton commencing on January 1, 2015, and will remain at \$64 until June 30, 2016.
2. On July 1, 2016, the tipping fee will increase to \$66 a ton.
3. The first CPI adjustment will occur on July 1, 2017, and will be based on the March 2017 CPI.
4. The CPI adjustment commencing on July 1, 2017, will remain as provided for in the current agreement (75% of the CPI index) through the remaining term of the agreement.
5. The Guaranteed Annual Tonnage provisions in the existing contract will remain in place until January 1, 2018. Thereafter, they will be replaced with a provision that will require any municipality that decides to eliminate solid waste collection, handling, and disposal services as a municipal service to provide Wheelabrator one year's written notice in advance. In the event that a municipality elects to eliminate solid waste services, Wheelabrator will have the option to terminate the contract with said community.
6. The revised contract will replace Waste Management with Wheelabrator Technologies as the guarantor for the Waste Disposal Agreement. With the pending sale of Wheelabrator Technologies, Waste Management will no longer be an owner and will need to be replaced as the guarantor. Wheelabrator will have a net worth of approximately \$500 million at closing.

This agreement in principle is subject to Wheelabrator's receiving approval from its Board of Directors which is anticipated to occur by November 18, 2014, and is further subject to the approval of the executive body of at least two-thirds of the municipalities (by tonnage) which are participating members in the Committee no later than December 31, 2014.

Sincerely



Christopher M. Carey

Fiscal Years	without contract change	with contract change	savings		
15*	75.66	64	11.66	3500	40810
16	76.79	64	12.79	7000	89530
17	77.94	66	11.94	7000	83580
18**	79.11	66.99	12.12	7000	84840
19	80.3	67.99	12.31	7000	86170
20	81.5	69.01	12.49	7000	87430
21	82.72	70.05	12.67	7000	88690
22	83.96	71.1	12.86	7000	90020
23	85.22	72.17	13.05	7000	91350
24	86.5	73.25	12.75	7000	89250
25	87.8	74.35	13.45	7000	94150
26	89.12	75.47	13.65	7000	95550
27	90.46	76.6	13.86	7000	97020
28*	91.82	77.75	14.07	3500	49245
Total (FY15 and FY 29 average and add the rest)			168.88		1167635

* is 1/2 fiscal year

** is 1/2 fiscal year before next 10 years st , second half of fiscal year when next 10 years of contract starts
 (11.89 + 12.79 +11.94) per ton of savings before first ten years of contract expire =36.62

These savings are based on only a 2% increase in CPI each year of the contract
 (if CPI is higher in any given year, savings are higher)



TOWN OF FRANKLIN

RESOLUTION 14-85

Acceptance of Gift – Council on Aging

WHEREAS, The Town of Franklin has received a generous donation of \$250 from Richard E. Hertzberg, Ames Financial to be deposited in the Council on Aging Gift account to be used as needed.

NOW THEREFORE, BE IT RESOLVED THAT:

The Town Council of the Town of Franklin gratefully accepts this generous donation and thanks Mr. Hertzberg for his generosity and continued support.

This resolution shall become effective according to the provisions of the Town of Franklin Home Rule Charter.

DATED: , 2014

VOTED: _____

UNANIMOUSLY: _____

A TRUE RECORD ATTEST:

YES: ____ **NO:** ____

ABSTAIN: ____ **ABSENT:** ____

Deborah L. Pellegri
Town Clerk

Judith Pond Pfeffer, Clerk
Franklin Town Council

Charitable Contributions Exp

250.00

11/19/14

1523

FRANKLIN SENIOR CENTER

\$250.00

ORIGINAL DOCUMENT PRINTED ON CHEMICAL REACTIVE PAPER WITH MICROPRINTED BORDER

AMES FINANCIAL SERVICES, LLC

RICHARD E. HERTZBERG, CFP®
844 FRANKLIN STREET, SUITE 6
WRENTHAM, MA 02093
(508) 384-3111

Bank of America 

1523

NUMBER

5-13/110

PAY:

DATE

AMOUNT

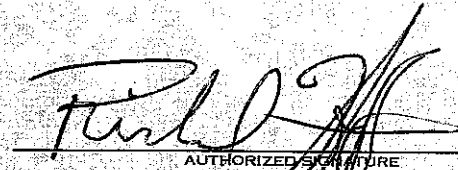
Two Hundred Fifty and 00/100 Dollars

Nov 19, 2014

250.00

TO THE
ORDER
OF

FRANKLIN SENIOR CENTER
10 Daniel McCahill St
Franklin, MA 02038



AUTHORIZED SIGNATURE

Memo:

THIS DOCUMENT CONTAINS HEAT SENSITIVE INK. TOUCH OR PRESS HERE. RED IMAGE DISAPPEARS WITH HEAT.

⑈001523⑈ ⑆011000138⑆ 004614920019⑈

Donation to COA

OFFICE OF THE TOWN ADMINISTRATOR



MEMORANDUM

DATE: November 26, 2014
TO: Town Council
FROM: Jeffrey D. Nutting, Town Administrator
RE: Creating an OPEB Trust

Attached is a proposed Post Employment Employee Benefits (OPEB) Trust Agreement that I am requesting the Town Council approve. As you are aware, our recent actuarial study shows that our unfunded liability for health Insurance for current and future retirees stands at \$89 million assuming a 4 percent growth in investments (see attached).

The creation of the Trust will allow us to be more aggressive with investments with the goal of an 8 percent growth. This would allow us to reduce the unfunded liability.

We currently have **\$1,226,000** in the OPEB stabilization account. Once you approve the Trust, we will request that you transfer the funds from the stabilization account to the Trust.

The Trust would then invest the funds with the Commonwealths Health Security Trust who invests it with the Pension Reserves Investment Management Board, or we could choose another financial institution.

The current policy is to invest 10 percent of Free Cash and add \$100,000 per year to the annual operating budget (FY 15 it was \$400,000) to begin to fund the obligation.

In the long run, we either need legislative relief or a reduction of the percentage the Town pays from 68 percent to as low as 50 percent for retiree health insurance to make this obligation affordable to the taxpayers. I am happy to answer any questions that you may have.

cc: Susan Gagner, Town Comptroller
James Dacey, Town Treasurer/Collector
Maureen Sabolinski, Superintendent of Schools

SECTION I - OVERVIEW

The Town of Franklin has engaged Sherman Actuarial Services, LLC (SAS) to prepare an actuarial valuation of their post-retirement benefits program as of June 30, 2013. This valuation was performed using employee census data, enrollment data, claims, premiums, participant contributions and plan provision information provided by personnel of the Town of Franklin. SAS did not audit these data, although they were reviewed for reasonability. The results of the valuation are dependent on the accuracy of the data.

The purposes of the valuation are to analyze the current funded position of the Town's post-retirement benefits program, determine the level of contributions necessary to assure sound funding and provide reporting and disclosure information for financial statements, governmental agencies and other interested parties. This valuation report contains information required by the Governmental Accounting Standards Board's Statements Nos. 43 and 45, respectively entitled "Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans" and "Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions."

According to GASB principles, if the benefits are not prefunded, the rate earned by the General Asset Account must be used to select the discount rate used to measure the plan. To measure on that basis we have used a discount rate of 4.0%. The 4.0% scenario figures should be reflected in the Town's financial statements based on the Town's current Pay-as-You-Go funding approach. If the Town were to commence funding the Annual Required Contribution instead of just paying benefits when due as it has in the past, the measurement would be based on an 8.0% discount rate.

Section II provides a summary of the principal valuation results. Section VII provides a projection of funding amounts.

While the actuary believes that the assumptions are reasonable for financial reporting purposes, it should be understood that there is a range of assumptions that could be deemed reasonable that would yield different results. Moreover, while the actuary considers the assumption set to be reasonable based on prior plan experience, it should be understood that future plan experience may differ considerably from what has been assumed.

SECTION II - REQUIRED INFORMATION

a) Funding Policy	<i>with Trust</i>	<i>without Trust</i>		
	Full Pre-funding	No Pre-funding		
b) Discount Rate	8.0%	4.0%		
c) Actuarial valuation date	June 30, 2013	June 30, 2013	Difference	
Actuarial Value of Assets	\$ 0	\$ 0	\$	0
Actuarial Accrued Liability				
d) Active participants	\$ 27,802,410	\$ 61,137,712	\$	33,335,302
Retired participants	19,088,857	27,916,205		8,827,348
e) Total AAL	\$ 46,891,267	\$ 89,053,917	\$	42,162,650
f) Unfunded Actuarial Liability "UAL" [e - d]	\$ 46,891,267	\$ 89,053,917	\$	42,162,650
g) Funded ratio [d / e]	0.0%	0.0%		0.0%
h) Annual covered payroll	53,065,851	53,065,851		
i) UAL as percental of covered payroll	88.4%	167.8%		
j) Normal Cost for fiscal year end 2013	\$ 1,563,999	\$ 4,205,664	\$	2,641,665
k) Amortization of UAL for fiscal year 2013 *	\$ 2,562,735	\$ 2,968,464	\$	405,729
l) Interest to end of fiscal year	\$ 0	\$ 0	\$	0
m) Annual Required Contribution "ARC" for fiscal year 2013 [j + k + l]	\$ 4,126,734	\$ 7,174,128	\$	3,047,394
n) Benefit payments for fiscal 2013	\$ 1,786,324	\$ 1,786,324	\$	0
o) Additional Funds for Prefunding [m - n]	\$ 2,340,410			

* 30-year amortization, increasing 4.0% per year



Sponsor: Administration

**TOWN OF FRANKLIN
RESOLUTION 14-86
APPROVAL AND ADOPTION OF OPEB TRUST AGREEMENT**

WHEREAS, the Franklin Town Council by Resolution 10-10 accepted G.L. Chapter 32B, Section 20 added by Chapter 479 of the Legislative Acts of 2008, and

WHEREAS, Section 20 provides that a municipality accepting the section may establish a separate fund known as an Other Post Employment Benefits Liability Trust Fund, and

WHEREAS, Town Administration has prepared the document entitled "Town of Franklin Other Post-Employment Benefits ("OPEB") Trust Trust Agreement", a copy of which is attached hereto as "Exhibit 1", to govern the establishment and management of Town's OPEB Trust Fund and recommends the Town Council's approval and adoption thereof,

NOW, THEREFORE, BE IT ORDERED by the Franklin Town Council that it hereby approves and adopts "Town of Franklin Other Post Employment Benefits ("OPEB") Trust Trust Agreement attached hereto as Exhibit 1, authorizes the Council Chairman to execute the agreement on Council's behalf, and authorizes the Town Administrator to take any and all action necessary to implement it.

This Resolution shall become effective according to the rules and regulations of the Town of Franklin Home Rule Charter.

DATED: December 3, 2014

VOTED:

UNANIMOUS _____

A True Record Attest:

YES _____ **NO** _____

ABSTAIN _____

**Deborah L. Pellegrini
Town Clerk**

ABSENT _____

**Judith Pond Pfeffer, Clerk
Franklin Town Council**

TOWN OF FRANKLIN
OTHER POST-EMPLOYMENT BENEFITS ("OPEB") TRUST
TRUST AGREEMENT

TRUST AGREEMENT made this ____ day of _____, 2014 by and between the Town of Franklin, acting through its Town Council (the "Town") and the duly serving members of the Board of Trustees (the "Trustees").

WITNESSETH:

WHEREAS, the Town has established certain other post employment benefits ("OPEB"), other than pensions, for eligible current and former employees of the Town; and

WHEREAS, the Town wishes to establish an irrevocable trust (hereinafter the "Trust") for the purpose of funding OPEB obligations as required to be reported under General Accounting Standards Board ("GASB") Statements 43 and 45; and

WHEREAS, the Trust is established by the Town with the intention that it qualify as a tax-exempt trust performing an essential governmental function within the meaning of Section 115 of the Code and Regulations issued thereunder and as a trust for OPEB under G.L. c.32B, §20.

NOW, THEREFORE, in consideration of the foregoing promises and the mutual covenants hereinafter set forth, Town and the Trustees hereby agree as follows.

ARTICLE I
DEFINITIONS

As used herein, the following terms shall have the following meanings:

- 1.1. "Code" means the Internal Revenue Code of 1986, as amended from time to time.
- 1.2. "ERISA" means the Employee Retirement Income Security Act of 1974, as amended from time to time and any successor statute.
- 1.3. "GASB 43 and 45," shall mean Government Accounting Standards Board, Statement No. 43 and Statement No. 45, Accounting and Financial Reporting by Employers for Post-Employment Benefits Other Than Pensions.
- 1.4. "Other post-employment benefits" or "OPEB," shall mean post-employment benefits other than pensions as that term is defined in GASB 43 and 45 including post-employment healthcare benefits, regardless of the type of plan that provides them, and all post-employment benefits provided separately from a pension plan, excluding benefits defined as termination offers and benefits.

1.5. "Retired Employee" means those persons who have retired from employment with the Town and who are qualified to receive retirement benefits pursuant to G.L. c.32 or as otherwise provided by law.

1.6. "Trust" means the Franklin OPEB Trust as hereby established.

1.7. "Trustee" means the duly serving members of the Board of Trustees, and any successor Trustee appointed as provided pursuant to Article 5.

1.8. "Trust Fund" means all the money and property, of every kind and character, including principal and income, held by the Trustee under the Trust.

1.9. "HCST Board" means the Health Care Security Trust board of trustees established pursuant to G.L. c. 29D, Section 4.

1.10 "SRBTF" means the State Retiree Benefits Trust Fund established pursuant to G.L. 32A, Section 24.

ARTICLE 2 PURPOSE

2.1. The Trust is created for the sole purpose of providing funding for OPEB, as determined by the Town, or as may be required by collective bargaining agreement, or by any general or special law providing for such benefits, for the exclusive benefit of the Town's Retired Employees and their eligible dependents and for defraying the reasonable administrative, legal, actuarial and other expenses of the Trust. The assets held in the Trust shall not be used for or diverted to any other purpose, except as expressly provided herein.

2.2. It is intended that the Trust shall constitute a so called "Qualified OPEB Trust" according to the standards set forth in GASB43 and 45 and that it further qualify as an Integral Part Trust for all purposes under Article 115(c) of the Code or under any comparable provision of future legislation that amends, alters, or supersedes the Code.

ARTICLE 3 ESTABLISHMENT OF TRUST

3.1. In order to implement and carry out the provisions of G.L. c.32B, §20, the Town hereby establishes this Trust which shall be known as the "Town of Franklin OPEB Trust."

3.2. The Trust shall be irrevocable, and no Trust funds shall revert to the Town until all OPEB owed to retired Town employees have been satisfied or defeased.

3.3. The principal location of the Trust shall be Franklin Municipal Building, 355 East Central Street, Franklin, Massachusetts 02038.

3.4. The Trustees hereby accept the trusts imposed upon them by this Trust Agreement and agree to perform said trusts as a fiduciary duty in accordance with the terms and conditions of this Trust Agreement.

3.5. The Trustees shall hold legal title to all property of the Trust and neither the Town, nor any employee, official, or agent of the Town, nor any individual, shall have any right title or interest to the Trust.

3.6. The Trust shall consist of such sums of money as shall from time to time be paid or delivered to the Trustees by the Town, which together with all earnings, profits, increments and accruals thereon, without distinction between principal and income, shall constitute the Trust hereby created and established. Nothing in this Agreement requires the Town to make contributions to the Trust to fund OPEB. Any obligation of the Town to pay or fund benefits shall be determined in accordance with applicable law and any agreement to provide OPEB.

ARTICLE 4 TRUST FUNDING

4.1. The Trust Fund shall be credited with all amounts appropriated or otherwise made available by the Town and employees of the Town as a contribution to the Trust for the purposes of meeting the current and future OPEB costs payable by the Town, or any other funds donated or granted specifically to the Town for the Trust, or to the Trust directly.

4.2. The Trustees shall be accountable for all delivered contributions but shall have no duty to determine that the amounts received are adequate to provide the OPEB Benefits determined by the Town.

4.3. The Trustees shall have no duty, expressed or implied, to compel any contribution to be made by the Town, but shall be responsible only for property received by the Trustees under this Trust Agreement.

4.4. The Town shall have no obligation to make contributions to the Trust to fund OPEB, and the size of the Trust may not be sufficient at any one time to meet the Town's OPEB liabilities. This Trust Agreement shall not constitute a pledge of the Town's full faith and credit or taxing power for the purpose of paying OPEB, and no retiree or beneficiary may compel the exercise of taxing power by the Town for such purposes. The obligation of the Town to pay or fund OPEB obligations, if any, shall be determined by the Town or applicable law. Distributions of assets in the Trust are not debts of the Town within the meaning of any constitutional or statutory limitation or restriction.

4.4. Earnings or interest accruing from investment of the Trust shall be credited to the Trust. Amounts in the Trust Fund, including earnings or interest, shall be held for the exclusive purpose of, and shall be expended only for, the payment of the costs payable by

the Town for OPEB obligations to Retired Employees and their dependents, and defraying the reasonable expenses of administering any plan providing OPEB Benefits as provided for in this Trust Agreement.

4.6. Amounts in the Trust Fund shall in no event be subject to the claims of the Town's general creditors. The Trust Fund shall not in any way be liable to attachment, garnishment, assignment or other process, or be seized, taken, appropriated or applied by any legal or equitable process, to pay any debt or liability of the Town, or of retirees or dependents who are entitled to OPEB.

ARTICLE 5 TRUSTEES

5.1. The Trust shall be administered by a Board of Trustees consisting of Five (5) members: the Town Administrator, the Town Comptroller, and the School Business Manager, and two residents who shall be appointed by the Town Council, for concurrent three-year terms.

5.2. The Town Administrator shall call the first meeting of the Trustees and he shall serve as the initial Chairperson of the Trustees to facilitate the organization of the Trustees.

5.3. In the event a Trustee resigns, is removed or is otherwise unable to serve, his/her successor shall become a member of the Trust.

5.4. Whenever a change occurs in the membership of the Board of Trustees, the legal title to property held by this Trust shall automatically pass to those duly appointed successor Trustees.

5.5. Each future Trustee shall accept the office of Trustee and the terms and conditions of this Trust Agreement in writing.

5.6. Upon leaving office, a Trustee shall promptly and without unreasonable delay, deliver to the Trust's principal office any and all records, documents, or other documents in his/her possession or under his/her control belonging to the Trust.

5.7. The Trustees shall be special municipal employees for purposes of G.L. c.268A and shall be subject to the restrictions and prohibitions set forth therein.

ARTICLE 6 POWERS OF THE TRUSTEES

6.1. The Trustees shall have the power to control and manage the Trust and the Trust Fund and to perform such acts, enter into such contracts, engage in such proceedings, and generally to exercise any and all rights and privileges, although not specifically mentioned herein, as the Trustees may deem necessary or advisable to administer the

Trust and the Trust Fund or to carry out the purposes of this Trust. In addition to the powers set forth elsewhere in this Agreement, the powers of the Trustees, in connection with their managing and controlling the Trust and its General Fund, shall include, but shall not be limited to, the following:

6.1.1. To enter into an administrative services contract or other contracts with one or more insurance companies, nonprofit hospital, medical or dental service corporations, or with one or more health care organizations or health maintenance organizations, or with one or more third-party administrators or other entities to organize, arrange, or provide for the delivery or payment of health care coverage or services (including dental services), whereby the funds for the payment of claims of eligible persons, including appropriate service charges of the insurance carrier, third party administrator or other intermediary, shall be furnished by the Trustees from the Trust Fund for the payment by such intermediary to the health care vendors or persons entitled to such payments in accordance with the terms and provisions of said contract.

6.1.2. To purchase contracts of insurance or reinsurance through such broker or brokers as the Trustees may choose and to pay premiums on such policies.

6.1.3. To receive, hold, manage, invest and reinvest all monies which at any time form part of the Trust, whether principal or income, provided however that there shall be no investment directly in mortgages or in collateral loans and further provided that the Trustees shall comply with the provisions of Article 7 of this Trust Agreement, applicable law and any investment policy adopted by the Trustees concerning the investment and management of Trust assets.

6.1.4. To borrow or raise money for the purposes of the Trust, in such amount, and upon such terms and conditions as the Trustees shall deem advisable, subject to applicable law and statutes; and for any sum so borrowed to issue the promissory note of the Trust, and to secure the repayment thereof by creating a security interest in all or any part of the Trust or the Trust Fund; and no person lending such money shall be obligated to see that the money lent is applied to Trust purposes or to inquire into the validity, expedience or propriety of any such borrowing.

6.1.5. To hold cash, uninvested, for such length of time as the Trustees may determine without liability for interest thereon.

6.1.6. To employ suitable agents, advisors and counsel as the Trustees may deem necessary and advisable for the efficient operation and administration of the Trust, to delegate duties and powers hereunder to such agents, advisors and counsel, and to charge the expense thereof to the Trust. The Trustees are entitled to rely upon and may act upon the opinion or advice of any attorney approved by the Trustees in the exercise of reasonable care. The Trustees shall not be responsible for any loss or damage resulting from any action or non-action made in good faith

reliance upon such opinion or advice. All delegated authority shall be specifically defined in any by-laws adopted by the Trustees or the written minutes of the Trustees' meetings.

6.1.7. To hire employees or independent contractors as the Trustees may deem necessary or advisable to render the services required and permitted for the proper operation of the Trust, and to charge the expense thereof to the Trust.

6.1.8. To continue to have and to exercise, after the termination of the Trust and until final distribution, all of the title, powers, discretions, rights and duties conferred or imposed upon the Trustees hereunder, by any by-laws adopted by the Trustees or by law.

6.1.9. To construe and interpret this Trust Agreement and other documents related to the purposes of the Trust.

6.1.10. To maintain bank accounts for the administration of the Trust and the Trustee Fund and to authorize certain Trustees or other appropriate persons to make payments from any appropriate account for purposes of the Trust.

6.1.11. To receive and review reports of the financial condition and of the receipts and disbursements of the Trust and the Trust Fund.

6.1.12. To adopt by-laws, rules, regulations, formulas, actuarial tables, forms, and procedures by resolution from time to time as they deem advisable and appropriate for the proper administration of the Trust, including participation criteria, provided the same are consistent with the terms of this Trust Agreement.

6.1.13. To purchase as a general administrative expense of the Trust so-called director's liability insurance and other insurance for the benefit of the Trust and/or the protection of the Trustees, Trust officers, employees, or agents against any losses by reason of errors or omissions or breach of fiduciary duty or negligence.

6.1.14. To enter into any and all contracts and agreements for carrying out the terms of this Trust Agreement and for the administration and operation of the Trust and to do all acts as they, in their discretion, may deem necessary or advisable. Except as otherwise directed by the Trustees, all such contracts and agreements, or other legal documents herein authorized, shall be executed by the Chairperson, or Secretary as may be voted by the Trustees.

6.1.15. To receive contributions or payments from any source whatsoever but such contributions or payments may not be utilized for any purpose unrelated to the provision of OPEB as herein provided or properly authorized expenses.

6.1.16. To pay taxes, assessments, and other expenses incurred in the collection, care, administration, and protection of the Trust.

6.1.17. To do all acts, whether or not expressly authorized herein, which the Trustees may deem necessary or proper in connection with the administration of the Trust, although the power to do such acts is not specifically set forth herein.

6.1.18. To compromise, settle or arbitrate any claim, debt, or obligation of or against the Trust or Trust Fund; to enforce or abstain from enforcing any right, claim, debt or obligation, and to abandon any shares of stock, bonds, or other securities, or interests determined by it to be worthless; to prosecute, compromise and defend lawsuits, but without the obligation to do so, all at the risk and expense of the Trust;

6.1.19. To hire one or more consultants, actuaries, accountants, attorneys or other professionals to assist with the administration of the Trust Fund and to pay such amounts that the Trustee deems to be reasonable, including, without limiting the generality of the foregoing, third party firms to provide legal, tax, accounting and audit services to the Trust.

6.1.20. To comply with all requirements imposed by applicable provisions of law.

6.1.21. To serve as custodian with respect to Trust assets.

ARTICLE 7

LIMITATION OF TRUSTEES' POWERS, DUTIES AND RESPONSIBILITIES

7.1. Nothing contained in the Trust Agreement, either expressly or by implication, shall be deemed to impose any powers, duties or responsibilities on the Trustees other than those set forth in this Trust Agreement.

7.2. The Trustees shall have such rights, powers and duties as are provided to a named fiduciary for the investment of assets under ERISA. The Trustees shall not be liable for the making, retention or sale of any investment or reinvestment made by the Trustees as herein provided or for any loss to or diminution of the Trust Fund or for anything done or admitted to be done by the Trustees with respect to the Trust Agreement or the Trust Fund except as and only to the extent that such action constitutes a violation of the law or gross negligence.

7.3. The Trustees, in their discretion, may purchase as an expense of the Trust Fund such liability insurance for themselves or any other fiduciary selected by the Trustees as may be reasonable. The Town, in its discretion, may also purchase liability insurance for the Trustees, and as the Town may select, for any person or persons who serve in a fiduciary capacity with respect to the Trust.

7.4. The Town shall not assume any obligation or responsibility to any person for any act or failure to act of the Trustees, any insurance company, or any beneficiary of the Trust Fund. The Trustees shall have no obligation or responsibility with respect to any

action required by this Trust Agreement to be taken by the Town, any insurance company, or any other person, or for the result or the failure of any of the above to act or make any payment or contribution, or to otherwise provide any benefit contemplated by this Trust Agreement.

7.5. Neither the Trustees nor the Town shall be obliged to inquire into or be responsible for any action or failure to act on the part of the other. No insurance company shall be a party to this Trust Agreement, for any purpose, or be responsible for the validity of this Trust Agreement, it being intended that such insurance company shall be liable only for the obligations set forth in the policy or contract issued by it.

7.6. The Trustees shall invest and manage Trust assets as a prudent investor would, using the judgment and care under the circumstances then prevailing that persons of prudence, discretion, and intelligence exercise in the management of their own affairs, not in regard to speculation but in regard to the permanent disposition of their funds, considering the probable income as well as the probable safety of their capital, pursuant to G.L. c.203C.

ARTICLE 8 ACTIONS BY THE TRUSTEES

8.1. A majority of Trustees may exercise any or all of the powers of the Trustees hereunder and may execute on behalf of the Trustees any and all instruments with the same effect as though executed by all the Trustees.

8.2. The Trustees may, by instrument executed by all of the Trustees, delegate to any attorney, agent or employee such other powers and duties as they deem advisable, including the power to execute, acknowledged or deliver instruments as fully as the Trustees might themselves and to sign and endorse checks for the account of the Trustees of the Trust.

8.3. No Trustee shall be required to give bond.

ARTICLE 9 LIABILITY OF THE TRUSTEES

9.1. A Trustee shall not be liable for any mistake of judgment or other action made, taken or omitted by the Trustee in good faith, nor for any action taken or omitted by any other Trustee or any agent or employee selected with reasonable care, and the duties and obligations of the Trustees hereunder shall be expressly limited to those imposed upon them by this Trust Agreement.

9.2. No successor Trustee shall be held responsible for an act or failure of a predecessor Trustee.

9.3. Trustees are public employees for purposes of G.L. c.258, and shall be indemnified by the Town against any civil claim, action, award, compromise, settlement or judgment by reason of an intentional tort to the same extent and under the same condition as other public employees of the Town.

9.4. A Trustee shall not be indemnified for violation of the civil rights of any person if he acted in a grossly negligent, willful or malicious manner, or in connection with any matter where it is shown to be a breach of fiduciary duty, an act of willful dishonesty or an intentional violation of law by the Trustee.

ARTICLE 10 MEETINGS OF THE TRUSTEES

10.1. The Trust may meet at such times and at such places as the Trustees shall determine.

10.2 The Trustees shall comply with the Open Meeting Law, G.L. c.30A, §§18-25 and its implementing regulations.

10.2. A quorum at any meeting shall be a majority of the Trustees then in office.

ARTICLE 11 TAXES, EXPENSES, AND COMPENSATION

11.1. It is intended that the Trust will be a Code Article 115 trust. As such, it is expected that there will be no income taxes owed by the Trust. To the extent that any taxes are imposed on the Trust, the Trustee shall use the assets of the Trust Fund to pay for any taxes owed.

11.2. All reasonable costs and expenses of managing and administering the Trust and the Trust Fund, including reimbursement for reasonable fees incurred through the use of third party vendors or agents, shall be paid from the Trust unless the Town chooses to pay the expenses directly.

ARTICLE 12 ACCOUNTS

12.1. The Trustees shall keep complete and accurate accounts of all of the Trust's receipts, investments and disbursements under this Trust Agreement. Such records, as well as all other Trust records, shall be retained and made available for public inspection and or copying in accordance with the requirements of the Public Records Law, G.L. c.66, §10 and G.L. c.4, §7, clause 26th and their implementing regulations. The person or persons designated by the Town shall be entitled to inspect such records upon request at any reasonable time.

12.2. The books and records of the Trust shall be audited annually by an independent auditor in accordance with accepted accounting practices. The results of the audit shall be provided to the Town at the same time as it is presented to the Trustees.

12.3. The Trust Fund shall be subject to the Commonwealth of Massachusetts Public Employee Retirement Administration Commission's triennial audit.

ARTICLE 13 ANNUAL REPORTS

13.1. The Trustees shall furnish to the Town annually, or more frequently if the Town so requests, a statement of account showing the condition of the Trust Funds and all investments, sales, income, disbursements and expenses of the Trust and the Trust Fund.

ARTICLE 14 INVESTMENT OF TRUST FUNDS

14.1. The Trustees hereby authorize and direct the Town Treasurer to invest and reinvest the amounts in the Trust Fund not needed for current disbursement, consistent with the prudent investor rule, and as provided in the Investment Policy which is attached to this instrument and hereby incorporated; provided, however, that if directed by positive vote of at least four of the Trustees, the Town Treasurer shall be authorized to invest said amounts in the Trust Fund in the SRBTF; and further provided that if HCST is appointed as custodian of the trust as provided in Paragraph 15.1 below, HCST shall be authorized to invest and reinvest said amounts in the Trust Fund in accordance with its Investment Policy.

14.2. In no event shall the funds be invested directly in mortgages or in collateral loans.

ARTICLE 15 CUSTODY OF THE TRUST FUNDS

15.1. The Trustees hereby appoint the Town Treasurer as custodian of the Trust Fund and authorize the Treasurer to employ an outside custodial service to maintain custody of the Trust Funds. All funds in the Trust Fund shall be accounted for separately from all other funds of the City. Such appointment shall be in effect unless and until, by vote of Franklin Town Council in accordance with G.L. c. 32B, Section 20, and subject to acceptance of HCST, HCST is appointed as custodian of the Trust assets. In the event such appointment of HCST as custodian is revoked or otherwise terminated, the Town Treasurer shall automatically be reappointed as custodian of the Trust Fund without further necessary action.

15.2. The Town Treasurer, with the authorization of the Trustees, shall establish one or more checking accounts, which may be interest bearing or non-interest bearing accounts. Such checking account or accounts shall be funded solely from the Trust Funds, and the

Trustees may authorize the Town Treasurer to draw on such checking accounts for the payment of OPEB and for the administrative expenses of the Trust.

ARTICLE 16
TERMINATION OF TRUST

16.1. The Trust shall continue unless and until terminated pursuant to law or by an instrument in writing signed by at least three Trustees, provided, however, that continuance of the Trust shall not be deemed to be a contractual obligation of the Town.

16.2. Upon termination of the Trust, subject to the payment of or making provision for the payment of all obligations and liabilities of the Trust and the Trustees, the net assets of the Trust shall be transferred to the Town and held by the Town Treasurer to be used exclusively for providing OPEB to Retired Employees and their eligible dependents and for no other purpose.

16.3. The powers of the Trustees shall continue until the affairs of the Trust are concluded.

ARTICLE 17
AMENDMENTS

17.1. The Trust may only be amended as set forth herein. The Town may amend the Trust at any time as may be necessary to comply with the requirements for tax exemption under Section 115 of the Code, to conform the Trust to the laws of the Commonwealth of Massachusetts and to meet the standards set forth in GASB 43 and GASB 45 to be treated as funded through a qualifying trust or equivalent arrangement.

17.2. This Trust Agreement may be amended, but not revoked, from time to time by the Town, subject to the following limitations:

17.2.1. The assets of the Trust may not be used for or diverted to any other purposes prior to satisfaction of the Town's OPEB obligations, and reasonable expenses of administering the Trust.

17.2.2. The duties and liabilities of the Trustees cannot be substantially changed without their written consent.

17.3 Any amendment to this Trust shall be executed in writing.

ARTICLE 18
MERGER

18.1. The Town may provide for the merger of the Trust with one or more other trusts established by the Town or other government entities for similar purposes as may be provided by law.

ARTICLE 19
SEVERABILITY OF INVALID PROVISIONS

19.1. If any provision of this Trust Agreement is determined invalid, illegal, or unenforceable for any reason, then the provision shall be severed from the remaining provisions of the Trust Agreement for any reason, and the remaining parts of the Agreement shall be construed to give the maximum practical effect to the purposes stated herein, as if the invalid, illegal, or unenforceable provision was never a part.

ARTICLE 20
MISCELLANEOUS

20.1. This Trust Agreement shall be interpreted, construed and enforced, and the Trust hereby created shall be administered in accordance with and governed by the laws of the United States and of the Commonwealth of Massachusetts.

20.2. The titles to Articles of this Trust Agreement are placed herein for convenience of reference only, and the Trust Agreement is not to be construed by reference thereto.

20.3. No person shall be obliged to see to the application of any money paid or property delivered to the Trustees, or as to whether or not the Trustees have acted pursuant to any authorization herein required, or as to the terms of this Trust Agreement. In general, each person dealing with the Trustees may act upon any advice, request or representation in writing by the Trustees, or by the Trustee's duly authorized agent, and shall not be liable to any person in so doing. The certification of the Trustees that they are acting in accordance with this Trust Agreement shall be conclusive in favor of any person relying thereon.

20.4. This Trust Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original but all of which together shall constitute but one instrument, which may be sufficiently evidenced by any counterpart.

20.5. Until advised to the contrary, the Trustees may assume this Trust is entitled to exemption from taxation under Section 115 of the Internal Revenue Code of 1986 or under any comparable section or sections of future legislation that amend, supplement or supersede one or both of those sections of the Internal Revenue Code.

IN WITNESS WHEREOF, the parties hereto have caused this Trust Agreement to be executed in their respective names by their duly authorized officers as of the day and year first above written.

Town of Franklin by
its Town Council:

Robert R. Vallee, Chairman,
duly-authorized

Board of Trustees:

Town Administrator

Town Comptroller

School Business Manager

Appointed Resident

Appointed Resident

TOWN OF FRANKLIN
OTHER POST EMPLOYMENT BENEFITS (“OPEB”) TRUST
INVESTMENT POLICY

PURPOSE. The purpose of the Investment Policy is to assist the Board of Trustees in effectively supervising and monitoring its investment activities; and to provide guidance to investment managers employed by the Board of Trustees to manage its assets on behalf of the Board. It is set forth by the Board of Trustees in order to advise all concerned of their legal and fiduciary responsibilities and to establish a clear understanding by all involved parties as to the investment goals and objectives of the Trust.

INVESTMENT SUBCOMMITTEE. The Board of Trustees may designate one or more of its Trustees to form an investment Subcommittee for the purpose of advising the Board of Trustees as to the investment, management and monitoring of funds for the benefit of the current and future generations who are the ultimate beneficiaries of the Town. The Investment Subcommittee members and the Board of Trustees have a fiduciary responsibility and must develop and adhere to the Investment Policy. The Investment Subcommittee may retain a qualified Investment Consultant(s) to assist in its duties and responsibilities.

INVESTMENT OBJECTIVES. The primary objective of the investments of the Town will be to provide for consistent long-term growth of principal and income without undue exposure to risk. The investment objective is to achieve a total return including appreciation which will satisfy the financial needs of the Trust Agreement, protect and increase their long term inflation adjusted value, and minimize short run volatility.

INVESTMENT POLICY. Unless and until the Board of Trustees has adopted its own investment policy, the Board of Trustees shall comply with the Investment Policy of the Town, as the same may be modified from time to time.

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