



NAN BALMER
TOWN ADMINISTRATOR
TEL. (508) 358-7755
www.wayland.ma.us

TOWN OF WAYLAND

41 COCHITUATE ROAD
WAYLAND, MASSACHUSETTS 01778

APPROVED FOR RELEASE
WITH REDACTIONS
12/7/2015

BOARD OF SELECTMEN
MARY M. ANTES
ANTHONY V. BOSCHETTO
EDWARD J. COLLINS
CHERRY C. KARLSON
JOSEPH F. NOLAN

**Board of Selectmen
Meeting Minutes
Executive Session
November 24, 2014**

Attendance: Mary M. Antes, Tony V. Boschetto, Edward J. Collins, Cherry C. Karlson (left at 7:18 p.m.), Joseph F. Nolan

Also Present: Town Administrator Nan Balmer, Town Counsel Mark Lanza, Special Counsel Pat Kantor, Wastewater Management District Commission members Fred Knight, Sam Potter and Rick Greene, and Executive Assistant MaryAnn DiNapoli

Purpose: The session was called at 6:10 p.m. in the Selectmen's Meeting Room, Wayland Town Building, by unanimous roll call vote of the Board (YEA: M. Antes, T. Boschetto, E. Collins, C. Karlson, J. Nolan. NAY: none. ABSENT: none. ABSTAIN: none. Adopted 5-0) in open session as permitted by Massachusetts General Laws Chapter 30A, Section 21a(6), to discuss the exchange, lease or value of real estate (Wayland-Sudbury Septage Facility) because a public discussion of strategy with respect to the exchange, lease or value of real estate will have a detrimental effect on the negotiating position of the Town. At 6:11 p.m., by unanimous roll call vote of the Board (YEA: M. Antes, T. Boschetto, E. Collins, C. Karlson, J. Nolan. NAY: none. ABSENT: none. ABSTAIN: none. Adopted 5-0), in open session as permitted by Massachusetts General Laws Chapter 30A, Section 21a(3), the Board entered into executive session with the Wastewater Management District Commission discuss strategy with respect to pending litigation regarding the case of Twenty Wayland, LLC and the Town of Wayland because a public discussion will have a detrimental effect on the bargaining or litigating position of the Town.

Discussion: The Board was joined by Special Counsel Pat Kantor to discuss the disposition of the septage facility. C. Karlson noted there is a December 1, 2014, deadline. P. Kantor said a vote of town meeting was not necessary for the dissolution of the agreement. P. Kantor said the Board needs to consider the impact of the disposition of the land as it relates to the adjoining parcel, the proposed River's Edge property. P. Kantor reviewed the possible interpretations of the termination clause of the 1997 agreement, Section XV(B) 2 (b) which cites a time limit for demolition within five years of the expiration of the agreement. She said she would draft a letter to the Town of Sudbury stating that the facility has no value and the Town of Wayland will terminate the agreement as of December 1, 2014, and begin procedures for demolition. C. Karlson noted there was a possibility that as part of the RFP for the River's Edge project, the developer would assume the responsibility for the demolition; she suggested delineating those costs for reimbursement by Sudbury. P. Kantor expressed concern regarding the difficulty of delineating the River's Edge portion. E. Collins said his biggest issue is access. T. Boschetto said the Board needs to protect Wayland's rights. He said he believes the facility has no value and the town should move forward with demolition. P. Kantor said the demolition can be in the context of the River's Edge project and doesn't have to be done immediately. The Board also discussed the issue of legacy costs. J. Nolan said a call should be made to Sudbury to advise them of the Board's action. P. Kantor asked the Board to delegate a member to work with her and John Senchyshyn to move the issue forward. P. Kantor left the meeting at 6:44 p.m.

The Board was joined by Town Counsel Mark Lanza and Wastewater Management District Commission members Fred Knight, Sam Potter and Rick Greene at 6:49 p.m.

J. Nolan and C. Karlson reported on a discussion with Anthony DeLuca of Twenty Wayland LLC regarding the proposed settlement agreement. C. Karlson noted some minor language changes. She said both parties agreed to items 6 (Municipal Parcel), 7 (Conservation Restriction and Trail Easement), and 8 (Consultant Review Fees), but agreed they were not necessary to the settlement and could be deleted. T. Boschetto expressed concern about easements for utilities, and asked if there were any conservation restrictions. ■

■ E. Collins asked about the inclusion of the words, "or the judgment," in item 9 (General). ■

■ J. Nolan said he would work with Town Counsel on the language regarding the payments, and confirm the municipal lien process to provide reassurance to the Board. He asked that the Board create a final term sheet by December 8, and then to give it to Town Counsel to put in the correct format. The Board agreed to discuss the Memorandum of Agreement with the Wastewater Management District Commission at the December 8 meeting.

C. Karlson left the meeting at 7:18 p.m.

By motion of M. Antes, seconded by E. Collins, by roll call vote, it was unanimously voted to exit executive session at 7:19 p.m. YEA: M. Antes, T. Boschetto, E. Collins, J. Nolan. NAY: none. ABSENT: C. Karlson. ABSTAIN: none. Adopted 4-0.

Items Distributed for Information and Use by the Board of Selectmen at the November 24, 2014, Executive Session Meeting

1. Revised Proposed Settlement Agreement Between Twenty Wayland LLC and the Town of Wayland and Wastewater Management District Commission
2. Appraisal Report of 490 Boston Post Road by The Appraiser Group, September 16, 2014
3. Septage Disposal Agreement between the Town of Wayland and the Town of Sudbury, June 4, 1997