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TOWN OF WAYLAND

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BOARD OF SELECTMEN
LEA T. ANDERSON
MARY M. ANTES
ANTHONY V. BOSCHETTO
CHERRY C. KARLSON
JOSEPH F. NOLAN

Board of Selectmen Meeting Minutes November 2, 2015

Attendance: Lea T. Anderson, Mary M. Antes, Cherry C. Karlson

Absent: Tony V. Boschetto, Joseph F. Nolan

Also Present: Town Administrator Nan Balmer

A1. Open Meeting and Enter into Executive Session Pursuant to Massachusetts General Laws Chapter 30A, Section 21(a)(6), to Discuss the Exchange, Purchase, Lease or Value of Real Estate in regard to the Municipal Parcel at Town Center At 6:30 p.m., C. Karlson moved, seconded by M. Antes, that the Board of Selectmen enter into executive session pursuant to Massachusetts General Laws Chapter 30A, Section 21(a)(6), to discuss the exchange, purchase, lease or value of real estate in regard to the municipal parcel at Town Center, because a public discussion of the matter may have a detrimental effect on the bargaining or negotiating position of the Town. Roll call vote: YEA: L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0. Chair C. Karlson invites attendance by Town Administrator Nan Balmer, Assistant Town Administrator/Human Resources Director John Senchyshyn, Town Counsel Mark Lanza, Council on Aging/Community Center Advisory Committee members Bill Sterling and Steve Correia, and Executive Assistant MaryAnn DiNapoli. The Board will reconvene in open session in approximately thirty minutes.

The Board returned to open session at 7:07 p.m.

A2. Call to Order by Chair Chair C. Karlson called the open meeting of the Board of Selectmen to order at 7:09 p.m. in the Selectmen's Meeting Room of the Wayland Town Building and noted the meeting will likely be broadcast and videotaped for later broadcast by WayCAM. L. Anderson said she will attend the ceremony for the certification of the Wayland Police by the Massachusetts Police Accreditation Commission on November 5. M. Antes noted the Library tour on November 5, and C. Karlson said the tour dates for the Mainstone Farm property will be advertised as soon as they are confirmed. C. Karlson asked that residents bring their warrants to Special Town Meeting, as the availability of extra copies is limited.

A3. Public Comment There was no public comment.

A12. Review and Approve Consent Calendar (See Separate Sheet) M. Antes moved, seconded by L. Anderson, to approve the consent calendar. YEA: L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0.

A13. Review Correspondence (See Separate Index Sheet) The Board reviewed the week's correspondence. M. Antes noted the article regarding the safety of turf fields, and the email from the Town of Boxborough regarding the future of the amendment to the Minuteman agreement.

A4. Special Town Meeting Warrant Hearing The Special Town Meeting warrant hearing was opened at 7:15 p.m. Anette Lewis, 33 Claypit Hill Road, asked if the motion for Article 3, "Acquire Municipal Parcel in Town Center," will match the language in the warrant; she asked that more specificity be made available at Special Town Meeting. C. Karlson said the Board has not discussed any changes to the wording. A. Lewis

noted that on page 13, it said that all town departments could establish revolving funds, and that is not true. M. Lanza agreed. Barbara Fletcher, School Committee, said she will clarify that at Special Town Meeting. Michael Lowery, 120 Lakeshore Drive, said he will offer secondary motion under Article 6, "Appropriate Funds for Library Planning and Design." Gretchen Schuler, 126 Old Connecticut Path, and Chair of the Community Preservation Committee, said she will add to the motion for Article 7, "Appropriate Funds to Update the Open Space and Recreation," that the money will be spent by the Conservation Commission. A. Lewis noted that the warrant says Recreation provides administrative support to non-profit groups, and asked for a list of the groups. Jessica Brodie, Recreation Director, said the list of non-profit groups includes the Wayland Children and Parents Association, the Wayland Dads Group, and the Eagle Scouts. A. Lewis asked if the projected change in tax rate on page 24 included the assessors overlay for FY16. Nancy Funkhouser, Chair, Finance Committee, said it does not include the overlay. A. Lewis asked if the date on page 27, "by December 31 of a given year," is the effective date. L. Anderson said the effective date of the withdrawal, if all sixteen towns approve by December of 2016, would be July 2017. L. Segal asked that a report on the status of the Minuteman issue be provided. G. Schuler clarified that under Article 12, "Resolution regarding Surface of Rail-Trail in Wayland, "trail surface" and "final layer" are the same thing. L. Segal asked that an errata sheet be printed to clarify the status and date of the photo of the building at the municipal parcel. The warrant hearing was closed at 7:44 p.m. C. Karlson reminded residents to bring their warrants to Special Town Meeting.

A7. Meet with Gretchen Schuler, Wayland Real Asset Planning (WRAP) Committee: Town-Owned Land and Buildings under Board of Selectmen The Board was joined by Gretchen Schuler to discuss land and buildings under the jurisdiction of the Board of Selectmen. G. Schuler said the committee has two tasks: first, to evaluate the land and buildings, and secondly, to evaluate the proposed projects. She said a questionnaire has been distributed to each board and department. C. Karlson noted that some of the questions to the Board will be answered by Facilities Director Ben Keefe. G. Schuler said the committee hopes to make a report to the 2016 Annual Town Meeting.

A9. Discuss Town Administrator's Recommendation on Next IT Steps for IT Project, Potential Vote to Request Increase in Current Year Transfer The Board discussed the potential need to increase the amount of the current year transfer to accommodate spending on IT projects. N. Balmer noted the need for consulting fees to address the automated patch management software and data storage. She said the key will be hiring staff, and said the Human Resources Department is working on a hiring plan for an Executive IT Director. L. Anderson moved, seconded by M. Antes, to increase the request for a current year transfer from \$70,000 to \$95,000 for consulting fees to analyze the town and school IT systems to identify the appropriate automated patch management software for the town/school, and identify any network and infrastructure changes necessary to accommodate the selected software tools, and consulting fees to analyze town/school data storage to provide information to plan for and provide documentation for this project prior to inclusion in the Annual Town Meeting warrant. YEA: L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0.

A5. Interview and Potential Appointments to Economic Development Committee John Pugh and Frank Panaccio appeared before the Board to interview for appointment to the Economic Development Committee. The applicants discussed their backgrounds and interest in serving on the committee. F. Panaccio said he would like to create a better atmosphere for commercial development on Routes 20 and 30. J. Pugh said he would encourage small businesses to fill storefronts. C. Karlson said it is a goal of the Board to make permitting a smoother process. M. Antes moved, seconded by L. Anderson, to appoint John Pugh and Frank Panaccio to the Economic Development Committee for terms to expire on June 30, 2018. YEA:

L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0.

A11. Discussion and Potential Vote on FY17 Capital Projects The Board agreed to postpone this agenda item until the next meeting in order to have all the members present.

A14. Report of the Town Administrator N. Balmer reviewed the procedure for conducting a process to procure competing proposals for legal services. C. Karlson suggested that the process be delayed until after Annual Town Meeting. N. Balmer said she will solicit suggestions from department heads as to how they would evaluate a Town Counsel, and she will review model RFPs. C. Karlson said the Board needs to review legal expenses. N. Balmer provided an update on the Rivers Edge project. She requested a change order to the contract with the town LSP in order to attend Special Town Meeting, and the Board gave its permission for the Town Administrator to sign on behalf of the Board. N. Balmer distributed a letter from Raytheon regarding its willingness to consider indemnity, and she advised the Board that State Representative Carmine Gentile had notified her that the revised liquor license approved at the 2015 Annual Town Meeting has moved to the Senate.

A10. Town Administrator Evaluation The Board reviewed the evaluation of the Town Administrator. M. Antes moved, seconded by L. Anderson, to approve the evaluation of the Town Administrator for the period September 2014-September 2015 with edits. YEA: L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0.

A8. Adopt Order of Taking and Accept Gifts of Land for Route 27/30 Intersection Improvement Project The Board was joined by Town Counsel Mark Lanza to review the order of taking and the gifts of land in regard to the Route 27/30 improvement project. N. Balmer said this is the last step before the project is advertised, and construction will begin in the Spring of 2016. M. Antes asked about the closing of an entrance on 35 Main Street; L. Segal said the request will come before the Zoning Board of Appeals. M. Lanza reviewed the legal issues, including easements and the payment of damages to one landowner. He said that because the project is federally funded, appraisals and full payment of damages were required at the time of the taking. He noted that parcel TE-16 is state land, and written permission was given by the state. M. Antes moved, seconded by L. Anderson, to adopt the Order of Taking and accept the gifts of land for the Route 27/30 intersection improvement project. YEA: L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0.

A6. Discuss Municipal Parcel Acquisition with Town Counsel The Board discussed the best means for the acquisition of the municipal parcel at Town Center with the Town Counsel. The Board reviewed opinions by Town Counsel and Special Counsel. C. Karlson said the Board needed clarification of executive session issues, such as the purchase price, the means of acquisition, liability protections, deed restrictions, and the AUL (Activity and Use Limitations). C. Karlson also noted there are a number of outstanding issues with Twenty Wayland, including the 2015 appellate tax case, Conservation Commission issues, and the town green. M. Lanza confirmed that a municipality can borrow funds to make improvements to land it doesn't own. Secondly, he noted that Massachusetts General Laws Chapter 40, Section 3, which cites a limit of a thirty-year lease, refers to the disposition of land, not acquisition. He said Section 14 governs acquisitions, and he said a town can acquire by fee, or by lesser interest (such as a lease) for up to 99 years. Thirdly, he said the motion at Special Town Meeting need not specify the means of acquisition. Finally, he said that by law, a 99-year lease and ownership are considered the same. M. Lanza advised that from a practical standpoint, it would be better to acquire the land by fee, as the landlord will retain certain rights under a lease, and will own the improvements at the end of the lease. He said the tax implications are negligible. M. Lanza

said the town may be indemnified by Twenty Wayland or Raytheon, or, alternatively, could purchase an insurance policy. C. Karlson said there were four things to consider: the leeway to do testing, a peer review, indemnification, and insurance, and she expressed concern that the inclusion of these issues in the motion may affect negotiations. A. Lewis said the motion should specify the purchase of the entire parcel. M. Lanza disagreed, and noted that if there is a portion of the property that the town doesn't want after due diligence, it can be removed from the acquisition. Bill Sterling, Co-chair, Council on Aging/Community Center Advisory Committee, said he would like to have clarity before the article goes to Special Town Meeting. A. Lewis said she would remove the option to lease, and add "subject first to completion of environmental site assignment with subsurface investigation and remediation at no cost to the town of any known contamination." C. Karlson noted that additional testing past Phase I would go beyond the town's agreement with the property owner, and would be better suited as a contingency before closing a deal. A. Lewis and the Board discussed adding the figure of 4.17 acres to the motion, and decided against it. B. Sterling asked if there should be a cap on the cost of testing. M. Lanza said environmental remediation funding is within the scope of the article. L. Segal suggested the word "minimize" be changed to something stronger. Secondly, she noted that in 1998, in regard to the purchase of the Dow property, a subsidiary motion was made to establish the Dow Negotiations Oversight Committee, and she suggested that the same be done for this property. M. Lanza said remediation at no cost should be required. Mark Foreman, Council on Aging/Community Center Advisory Committee, said that groundwater remediation is going on now in that area. C. Karlson said the current conversation does not include that. C. Karlson said that as soon as the language of the motion is revised, it will be posted online.

A15. Selectmen's Reports and Concerns L. Anderson updated the Board on the Minuteman issue. She said there was a suggestion by a selectman from another town to have a protocol for adopting an amended agreement to take care of bonding for the new school project and withdrawing from Minuteman; she said this would be an accommodation to small communities who wish to withdraw. She was asked to bring the protocol to the Board and get a response within the month. C. Karlson said M. Antes will represent the Board at the Veterans Day event. She said the Energy Initiatives Advisory Committee is doing research on purchasing streetlights. M. Antes announced that a ribbon cutting is planned for the first duplex of Habitat for Humanity on December 5, 2015.

A16. Topics Not Reasonably Anticipated by the Chair 48 Hours in Advance of the Meeting, If Any
The Chair said, "I know of none."

A17. Adjourn There being no further business before the Board, M. Antes moved, seconded by L. Anderson, to adjourn the meeting of the Board of Selectmen at 10:16 p.m. YEA: L. Anderson, M. Antes, C. Karlson. NAY: none. ABSENT: T. Boschetto, J. Nolan. ABSTAIN: none. Adopted 3-0.

Items Distributed for Information and Use by the Board of Selectmen at the Meeting of November 2, 2015

1. Final Motions, Special Town Meeting
2. Letter of 10/30/15 from Raytheon Company to Nan Balmer, Town Administrator, re: Future Municipal Parcel at Wayland Town Center
3. Public Comment, Increase Needed in the IT Transfer at Special Town Meeting

Items Included as Part of Agenda Packet for Discussion During the November 2, 2015 Board of Selectmen's Meeting

1. Motions for November 2015 Special Town Meeting
2. Memorandum of 10/30/15 to Board of Selectmen re: Appointments to the Economic Development Committee with Letters of Interest, John Pugh and Frank Panaccio
3. Memorandum of 11/2/15 from Nan Balmer, Town Administrator, to Board of Selectmen, re: Municipal Parcel, Legal Opinions on Means of Acquisition, with Town Counsel Opinion and Environmental Counsel Opinion
4. Memorandum of 11/2/15 from Nan Balmer, Town Administrator, to Board of Selectmen, re: Order of Taking, Route 27 and Route 30 Intersection Improvement Project, with Maps of Easements
5. Memorandum of 11/2/15 from Nan Balmer, Town Administrator, to Board of Selectmen, re: Vote to Increase Request for Current Year Transfer,
6. Memorandum of 10/29/15 from John Senchyshyn, Assistant Town Administrator/HR Director, to Board of Selectmen, re: Executive IT Director Search
7. Letter of 10/30/15 from RSM US LLP re: Enterprise Patch Management
8. Memorandum of 10/30/15 to Board of Selectmen re: Town Administrator Evaluation
9. Memorandum of 11/2/15 from Nan Balmer, Town Administrator, to Board of Selectmen, re: FY Capital Projects
10. Town Administrator's Report for the Week Ending October 30, 2015