

SPECIAL SELECTBOARD MEETING

May 14, 2024

Minutes

Present: Bill Cleary
Casey Mathieu
Pat Haller
Deb Jorschick

Holly Delisle
Callie Hamdy
Wendy Doane

Guests: see page 5.

The meeting was called to order at 6:15 p.m. The meeting was held in person and via Zoom.

CHANGES TO AGENDA

There were no changes to the agenda.

PUBLIC COMMENT

There was no public comment.

DISCUSSION OF CONFLICT OF INTEREST

This was continued discussion from the last meeting. The Town Attorney's opinion is that this is a perceived conflict of interest, not a real conflict of interest. Pat should make a statement explaining why he feels he can act impartially. The board can then ask him questions. Holly referenced the Town's Conflict of Interest Policy's disclosure and recusal clauses. A perceived conflict of interest does not mean a board member must recuse, if the board member feels they can act fairly and in the public interest they must state why. Members of the board may not force recusal.

Pat stated that his family has no intention to develop any portion of his property. He does not intend or see a means of financial benefit from Maple Shade since no portion of his property is in the proposed service area. Pat had already communicated to the Selectboard previously that he would be recusing himself on anything regarding the Westford Common Hall due to his wife, Amber, being on the board. He has no conflict except as noted with Westford Common Hall. He believes he can act fairly, impartially in the favor of the town. He takes his oath of office very seriously.

Wendy said that she recalled someone saying that the land Pat owns across the road from his home is in conservation. Pat confirmed that it is in both conservation and in current use. None of the land is in the community wastewater service area. Deb said that last week Pat mentioned that he had been approached for giving an easement for a pump station. Was that true? It was. That easement had been completed. Casey firmly believes Pat will stay within the lines. He has no objection to Pat being part of the board on wastewater matters in the future. Bill agreed with Casey. He would like Pat to be part of the Wastewater conversation, and the Selectboard to act as a unit of five members. Casey felt the other board members could keep Pat in check just as they would for any member.

Bill asked the public if there was anything they wanted to say on the subject. Paul brought back his comments from last week. He feels Pat has already demonstrated his inability to be impartial. Barb Peck thinks now that Maple Shade is not on the table that the board is fair in what they have decided, but if Maple Shade comes up in the future, she feels there is a conflict.

Martha Heath respectfully disagreed with Barb and Paul. She thinks everyone on the Selectboard has opinions about Maple Shade either for or against. She thinks Pat has been

very clear that none of the property he owns is within the service area. She thinks implying he can financially benefit from a community wastewater project going forward at Maple Shade does not seem correct. Bill Hill had the same concerns as Barb and Paul. He had reflected on it for a long time and had spoken with Pat privately on the subject. Through that conversation he concluded there was no conflict. Clayton Wilburn commented that he is a chair of a continuing education committee nationally. He deals with conflicts of interest all the time. Just because you disagree with somebody's opinion does not mean they hold a conflict of interest if one cannot show immediate financial gain.

Mark Letorney spoke on behalf of Pat. He served with him for many years when he was on the Planning Commission and Pat was on the Outreach Committee. Pat can be impartial and has tremendous community spirit. Mark does not want it mistaken for conflict of interest. He commented that following science is different than following public opinion.

1705 VT ROUTE 128

The Vermont River Conservancy (VRC) in conjunction with The Vermont Housing Conservation Board (VHCB) is interested in helping the town move forward with something on the 1705 lot. Their major interest is to conserve the lower meadow for river access and public use. There was a housing component required in a previous iteration of this plan. There would not need to be a housing component for this round. This property may be valuable to the town regardless of its wastewater capacity. If the Selectboard wants to move forward in partnership with the VRC and the VHCB there is a strict timeline to get into this round. We would have to have an initial application in before the end of May for an appraisal. That gets the ball rolling so that the appraisal information is available when we make a final application in September. If the appraisal comes back lower than the asking price could the town kick in money from somewhere else? The VRC had also said they thought that ARPA money would not be able to be used.

Bill had contemplated forming a new committee to work on the Pigeon Property. He is interested in the property and feels it is an important piece of land for the town. Paul Birnholz is concerned that we need to get an understanding of the asking price. Because we have been investing money into purchasing the property it increases the property value. He feels until we get the price settled, we should not do anything with the property. Wendy is curious what Ron had to say on the matter. Ron Rodjenski believes whenever one is dealing with other partners it is not easy. The current owner has let us know that it is back on the market, the question then becomes whether there is a starting price. Last time it was listed above appraisal. Grant money is based only on a certified appraisal. The agencies we engage need to know what the Selectboard's position is in making this move forward and when does the public's role in this happen? Maybe May 20th is a hard deadline for the current round, but it is not the only round. If we want to meet the 20th deadline, he has no idea of how we could do so. It has the wildcard of not knowing the wastewater information. Vicky Ross asked if the grantors been specific about what kind of appraisal they need? The town did pay for a residential appraisal many years ago through a subcommittee of the Planning Commission. Vicky's had conversations with George Pigeon that he feels it is more of a commercial property. The VRC requires and relies on the VHCB to do the appraisal. Holly explained the state would require their own appraisal.

Martha Heath said if the town cannot add money to whatever the appraisal is that Paul's concerns do not matter. That question is critical. Can we pay more than the appraisal if we want to add something to the bucket? The only aspect of time that's concerning is that she believes George Pigeon has said he's going to sell it or put it up for auction if he has to this summer. Bill Cleary thinks it is reasonable for George to ask more than the appraisal and we

need to ask if we as the town can chip in money. There is also the question of if the town could buy the property outright without grants. Wendy thinks that is a lot of money and a whole different subject matter. Casey thinks we do not know enough about the property to just buy it as-is.

Mark Letorney explained that George and the Pigeon Family Trust are very willing to work with the town and their preference is to see the town own the property. His first suggestion is that the town work with the Pigeon Trust to reach an agreement. Secondly, he recommends that for any committee formed or the Selectboard ask VRC what type of appraisal their funders require. This is important because when the Planning Commission dealt with that, they required a yellow book appraisal which is very expensive and involves a certain type of qualified appraiser. The funders will consider this a commercial property and it has brownfields. Holly commented that part of the conversation with the VRC was that the next steps was talking to the VHCB. Before or in conjunction with an application, the Selectboard would need an intent of purchase drafted between the Town, the Pigeon Family Trust, and the town attorney. Bill nominated Casey to represent the board to the Pigeon Trust due to his experience with real estate. Pat commented that he had a conversation with the Pigeon Family after the initial 1705 Project fell through. The Trust is extremely interested in the benefits the property might provide the town. The board should discuss why this is a strategic property. He feels this would signal both to the Pigeons and the funders the board's intent. Holly mentioned some of those financial discussions may want to initially be had in Executive Session. Bill agreed and personally feels there is enough strategic value regardless of if it has wastewater capacity or not.

Carol Winfield stated that after the May 20th deadline we would have to wait another year for the VRC grant and the Pigeon Property would not be available. She feels because we already know so much about the property we are not going in blindly. Holly mentioned that we do not know when the next VRC board meeting is, so they do not know if it would take a year, but they did provide the VRC with the information about the Pigeon Trust's desire to sell. The soonest we could have anything is September, which is beyond what the Pigeon Trust wanted. Deb thinks we should talk to George as soon as possible or else we are not being neighborly.

Wendy is interested in getting more information. She understands the Planning Commission has a long relationship with the Pigeon Trust. She would like to hear what the Planning Commission knows about 1705. Mark Letorney stated that if we are currently engaged with Erin from the VRC they should already have a file for 1705 and it should be extensive from purchase price to other information. The VRC does not purchase property, they have a funding partner and the funding partner, VHCB, has priorities they need to meet. We would need to meet those guidelines and it is an extensive process that needs to be coordinated. We should put all our facts in order before our application, so it is acceptable to funders. A lot of people are seeking funding from VRC and the more boxes we tick regarding river conservation, public access, etc. the better chance we have of sticking out in the application process. Holly noted that we wouldn't have to have a purchase agreement until after the appraisal is done.

Rebecca DaVanon thought that after reading the report of corrective action there was a lot of talk about the brownfields that need to be mitigated. She is concerned about the groundwater being polluted. With the potential of putting wastewater on the property do we need to look at the groundwater? She believes that in the borings they saw lines of sand that allowed the pollution to move out of the area. Is that something David Tudhope is going to be looking at? Bill could not speak specifically to what Tudhope would be looking at. The VRC had mentioned that they are willing to do a cleanup of the brownfields. That brownfield cleanup would need to be done before they finalize the conservancy easement. David Tudhope's scope of work is to

look at the wastewater capacity potential both with pretreatment and without. Holly hopes this will be part of his report. The VRC said it would possibly be an option to do an easement into that lower field for wastewater.

Martha Heath asked if the town could buy property without a vote from the residents of the town? Holly believes they can if there is no borrowing involved. Bill does not think this is a smart way to go, but legally they can. Vick Ross asked if the Selectboard wants to purchase, what is the process and where does a town vote come in? She thinks they are very early in the process and thinks they should begin to think about outlining things for the public, giving them timelines etc. She thinks the public needs a way to get their say before the town pulls the trigger.

Mark reminded the Selectboard that the Planning Commission had worked for many years on the project. The questions asked tonight have answers available from that time. He suggested again that they meet with the Pigeon Trust. All the work has been done. The reason VRC is the BRELLA applicant is because they had previous plans to purchase the property, but the property fell through when VHCBC moved the goalposts on the VRC and the Town. He recommends they investigate so they understand the peculiarities of the situation. Because the property is private, the Planning Commission cannot divulge any of the information, but it is available to the town through the Pigeon Family Trust. All this work has been done by the Trust already in coordination with the PC.

Pat thinks that anything regarding wastewater and water quality is ultimately up to the state. He doesn't know if Tudhope will be looking at what the impact on the drinking water is except for the existing well. We have asked Tudhope to give us a capacity. That does not preclude us from moving forward if we want to get an appraisal going. He agreed with Deb that before we do anything we need to talk to the Pigeon Trust. Mark mentioned that if we put any wastewater on the property, we would need potable water since it is not a municipal community wastewater system. Because of this property's location within the WRO it almost involved agency under DEC's control. It comes under a lot of scrutiny. The engineers that have been on that property have all concluded that it will require a drilled well. Bill asked if the drilled well on the town office property would count. Mark said it would still have to be tested and pass potable water testing. The 1705 property is unique in that the water that serves that property is in a spring in the lower meadow, so if we put a wastewater system on the property that well is likely not suitable to serve anything on that property. If the intention is to destroy the house and put up a parking lot that could be different. However, if the intention is to build the town office there those are all the obstacles we would have to deal with. We would need a new potable water permit based on wastewater capacity. Bill asked if the town ends up owning that property can we not share the potable water on the town office property? We can but that permitting is in line with our wastewater permitting and the town office has two types of users, the office workers, and visitors. Bill thanked Mark for his comments. Mark reiterated that a lot of work was done on the property. We should ask the VCR about their previous work and contact George Pigeon.

Rebecca DaVanon had not heard about any plans for potential excess capacity. She wonders how we would allocate such. Would it go to the other civic buildings first? And are there any other auxiliary plans for community members at all so they can have an accessory dwelling? Pat thinks the more capacity that site has, the more we might begin answering those questions, but until we know the capacity we will not have an answer. The board agrees if we can make it affordable the broader community is very important, but we will not know until we look at the site in more detail. Rebecca asked if there is still concern of those that need community wastewater? Bill said it was not an immediate concern.

Martha Health thought the Planning Commission has a lot of information that could be helpful. Maybe it would be an initial conversation with the Pigeon Trust that we are interested in the property. If it goes further than that, including somebody from the Planning Commission that has been through all this and knows the questions to ask would be wise. The board agreed. Pat thinks this is a great idea. This is a highly strategic property for Westford, and we should be trying to get to ownership as a town. Wendy agreed, there is a lot of information we need, and it is obviously very complicated. We need to make it clear we want this property. Deb, Casey, and Bill all agreed. The Board discussed who should reach out to the Pigeon Family Trust as a Selectboard representative, deciding on Casey. Bill is okay with saying the Selectboard approves the application of intent be submitted contingent on favorable information from the Pigeon Trust. We can let the Pigeon Trust know we are exploring how much additional money, if any, we can kick in as a town.

Casey made a motion to move the WAC mission statement review to the next regular meeting. Pat seconded. Motion passed 5-0.

EXECUTIVE SESSION

At 8:00 p.m. Casey moved to find matters related to property acquisition would put the town at a significant disadvantage. Bill seconded. Motion passed 5-0.

Casey moved to enter executive session and invite Holly Delisle and Ron Rodjenski to the meeting. Deb seconded. Motion passed 5-0.

Deb moved to exit executive session at 8:52p.m. Casey seconded. Motion passed 5-0.

Bill moved to authorize Casey to engage with the Pigeon Family Trust to move forward with purchase with the VRC, and to authorize Holly to work with the town attorney and the VRC on items related to a purchase. Pat seconded. Motion passed 5-0.

ADJOURN

The meeting adjourned at 8:53p.m.

Respectfully Submitted,

Bill Cleary, Chair
Selectboard

Callie Hamdy
Minute Clerk

GUEST LIST

Dave Gauthier
Carol Winfield
Kim Guidry
Sue Roediger
Basil Panattu
Rebecca DaVanon
Clayton Wilburn

Harmony Cism
Paul Birnholz
Ira Allen
Lori Johnson
Sheila Franz
Martha Heath
Vicky Ross

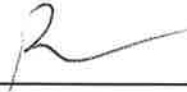
Bill Hill
Barb Peck
Ron Rodjenski
Mark Letorney
Joe Franz
Maureen Wilcox

ADOPTED THIS 23 RD DAY OF MAY 2024.

WESTFORD SELECTBOARD



William Cleary, Chair



Patrick Haller



Casey Mathieu



Deb Sawyer Jorschick



Wendy Doane