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**SELECTBOARD MEETING**  
**East Middlebury United Methodist Church – Church Street**  
**Tuesday, August 9, 2016**  
**Meeting Minutes**

Members Present: Brian Carpenter, Nick Artim, Susan Shashok, Laura Asermily, Heather Seeley and Victor Nuovo. Absent: Donna Donahue

Staff Present: Town Manager Kathleen Ramsay, Director of Public Works Dan Werner and Tax Assessor Bill Benton. Also present was Community Liaison Jim Gish and Representatives from VTrans, and several members of the community. The meeting was televised for MCTV by Dick Thodal.

**1. Call to Order**

Chair Brian Carpenter called the meeting to order by at 6:00 p.m.

**2. Approval of Meeting Minutes for July 26, 2016**

Laura Asermily moved to approve the minutes of July 26, 2016 Selectboard meeting; Heather Seeley seconded. Motion carried with 5 members in favor, none opposed, 1 member abstaining (Victor Nuovo) and 1 member absent. **MOTION PASSED.** Minutes were approved as presented.

**3. Approval of Agenda**

There were some changes to the agenda:

Delete # 8 – Library Committee is still working on the wording of the contract for Architectural Services and aren't quite ready to present it to the Board.

Delete #13.a. – Middlebury Business Development and Innovation Fund – not quite ready to appoint a subcommittee

Add #11.a. – Demolition of Buildings at 94 Main Street – Approve change order for substantial completion date.

Heather Seeley moved to approve the agenda as amended; seconded by Susan Shashok. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

**4. Update on the Downtown Bridge Replacement Project**

Brian Carpenter said that he, Town Manager Ramsay, Community Liaison Jim Gish and LPMT Chair Dean George had met with VTrans Secretary Cole and Deputy Secretary Tetreault on the 28<sup>th</sup>, and the representatives from VTrans were present to discuss the schedule and to answer questions from the Board.

Jim Gish introduced the representatives from VTrans to the Board. Present was Kevin Marshia, Chief Engineer and Director of VTrans Highway Department; Wayne Symonds, Lead Structural Engineer at the

47 Project Delivery Bureau; and Joel Perrigo, who is with the Municipal Assistance Bureau and Project  
48 Manager.

49  
50 Gish said that at the meeting with Secretary Cole on July 28<sup>th</sup>, Cole announced work on the project  
51 would not begin this fall as planned, and that he had created a new project team within VTrans to look  
52 at all aspects of the schedule and to develop a plan going forward to get this project back on track. He  
53 went on to say that Marshia is heading that committee and he and the other two were there to give an  
54 update to the Board and the community on their assessment of where the project ran into difficulty and  
55 what the next steps are going forward.

56  
57 Marshia explained that he had been asked a month earlier to get involved in the project and to take a  
58 look at the schedule to see how it was progressing. He said the team was assembled and will be led by  
59 Wayne Symonds. He said they hoped this meeting would be less of a presentation and more of a  
60 conversation and while they've talked about what's happened in the past with this project, they hoped  
61 to discuss where we're headed in the future. He explained that with himself, Symonds and Perrigo  
62 leading the core team, they'd be taking a different approach to this challenging project.

63  
64 Marshia also said they had heard and understood that there is a credibility and trust issue and that they  
65 intend to earn that trust again as they move forward. He said a successful project to him would be  
66 when the Agency and the community come together at the end to celebrate and feel good about what  
67 had been accomplished, and that the downtown folks can say they're glad they went through it.

68  
69 Marshia said there have been a lot of contributing factors to why this project is where it is to date. A lot  
70 of years and a lot of investment have gone into it already, but there was not enough focus on the  
71 schedule. He said Aaron Guyette from VHB was the first one to point out that the schedule was not  
72 something they could achieve by beginning this fall. The team will be evaluating the schedule piece by  
73 piece and will take a look at the risks and opportunities.

74  
75 Brian Carpenter explained they thought it was a good idea to bring them before the Board so they  
76 would have a full understanding, be able to ask questions and to meet the new team. Marshia said they  
77 don't have the revised schedule at this time, but they are working on it internally and hope to have  
78 something in September to bring back to the LPMT and the Board for local input before finalizing it.  
79 Carpenter said they'd be back looking to the Board for input on what risks would be acceptable to the  
80 community and then tell us what the tradeoffs would. The Board then needs to decide what we would  
81 be able to live with to get this project accelerated.

82  
83 Victor Nuovo asked about the possibility of dividing the project up into segments so they can do the  
84 more disruptive work at a time more convenient for the downtown. Marshia said they are doing a total  
85 reboot of the schedule, and construction sequencing is part of the process, so they are reengaging  
86 Kubricky into the process to get their input on the progression of the project. Symonds said this is a real  
87 opportunity to look at different ways to construct these bridges, and by engaging the contractor in the  
88 process, they can work on phasing the project to cause the least amount of pain to the community. He  
89 said he hoped to be able to bring back options for discussion. He said it was up to their team to be able  
90 to communicate what the construction impact would be in a way that can be understood, and he felt  
91 this had been lacking in the past.

92  
93 Nick Artim said he was glad they were taking a step back and looking at the schedule, because the  
94 previous one wasn't clearly defined and caused some anxiety for the LPMT and Selectboard, and wants

95 to get it right this time and getting it accurate will help build confidence. We all realize this is a big  
96 project and it will be painful at times, so it will be good to know what our options are. He also realizes  
97 there is a safety issue with these bridges, so maybe we need to look at ways to move some heavier  
98 traffic to alternate routes.  
99

100 Heather Seeley asked about the 20 hour work day and if that would be one of the options that we might  
101 have a say on if people didn't want to live with that. Symonds said there are discussions going on now  
102 with the railroad on some flexibility away from the 20 hours, but for right now they are working with  
103 that assumption. He said they have the ability to work with the contractor on how they might control  
104 the work noise within those 20 hours. He said there are tradeoffs, would you rather have 4 months of  
105 construction with 16 hour days, or 20 hours of construction and save those 4 months, those are the  
106 types of options that will be presented to the community for discussion. He also suggested a possible  
107 field trip for those interested in observing night work that will be going on soon in East Montpelier on a  
108 highway project.  
109

110 Seeley asked them what they thought of the current condition of the bridges and should the Town look  
111 into alternative solutions to keep the weight off of them. Symonds said that in his opinion there was not  
112 a safety concern at this point, but after they look at the new schedule and will continue to monitor the  
113 bridges and if they think there is a safety issue they'd either post them or close them. Gish said he'd  
114 asked these questions too, and although the bridges had their annual inspection on April 20<sup>th</sup>, they're  
115 willing to accelerate inspection schedule as we wait for reconstruction.  
116

117 Shashok said VTrans had told us that it's now "all hands on deck" for this project, so she wants to know  
118 what that looks like and how to maximize this time. Marshia said that their team plans on having  
119 weekly, half-day meetings that Jim Gish is invited to, and they've been discussing forging a relationship  
120 with the LPMT and Selectboard that will involve an ongoing dialogue. He said they had discussed setting  
121 up a website so that all big items and presentations would be there as a resource and for the  
122 community. He also said that part of the "reset" of this project is not just the schedule, but how we  
123 communicate with each other.  
124

125 Brian Carpenter reminded the Board that we will be working under a new contract as of the beginning of  
126 September, and they had relayed to Secretary Cole the importance of maintaining the Community  
127 Liaison position, and they agreed 100% on the importance for two-way communication. He said that the  
128 LPMT still has a vital role in reviewing the risks and what the Town's position is on those risks.  
129

130 Laura Asermily questioned if the website would be a new website or a re-brand of the  
131 Middleburybridges.org site so people know it includes rail bridges. Gish said currently the website is  
132 more of a blog where he posts events as they happen, where as the site Marshia is talking about is more  
133 technical. Asermily said as ambassadors of the project, they need to keep stressing what this project  
134 will do to improve rail service and for safety.  
135

136 Nuovo suggested a public meeting, because he thought it was important for the public to hear directly  
137 from VTrans and to be able to ask questions. Carpenter said that VTrans is ready to do this, but not  
138 until after the new schedule is complete. Marshia said they'd been talking about having VHB do some  
139 renderings of what the project will look like during various phases of construction, so people will have  
140 an idea of what it will look like.  
141

142 Artim said we all have a roll to do along the way to create a final project, so the Town needs to know  
143 what their role is, so he wants to be sure to be kept in the loop.

144  
145 Marshia closed by saying they feel they have the opportunity to reset this project and they feel strongly  
146 that they can deliver a project that the community can be proud of.

147  
148 The Board took a short break before reconvening at 7:00 p.m.

149  
150 **5. Citizen Comments**

151  
152 There were no comments.

153  
154 **6. Appointment of Development Review Board Member**

155  
156 At the July 26, 2016 meeting the Board placed Ann Taylor and Gary Baker in nomination for  
157 appointment to the vacancy on the Development Review Board. Gary Baker said he would prefer to  
158 have Ann be appointed as the delegate to the DRB.

159  
160 Laura Asermily moved to appoint Ann Taylor as the delegate to the DRB and Gary Baker as Alternate;  
161 seconded by Victor Nuovo. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

162  
163 Heather Seeley thanked them both for stepping up and serving on such a critical board.

164  
165 **7. Update on Award of FEMA’s Grant Award for the Phase I Study, Development of Engineering Plans**  
166 **& Outreach for the Middlebury Restoration Project – Proposed Preliminary Schedule & Next Steps**

167  
168 Kathleen Ramsay told the Board that the Town of Middlebury had been awarded a Flood Plain  
169 Restoration Grant for Phase I, which includes engineering and an archeological survey and study for the  
170 restoration of the Middlebury River. She said the grant agreement is being worked on now and this is  
171 for a \$65,000 grant with \$15,000 matching funds from the Town and we are looking to Regional  
172 Planning to manage the finances and contract for that project. We are looking to issue an RFP sometime  
173 this fall for engineering and river scientist work, and then the next year will involve designing, obtaining  
174 easements and doing the architectural study with construction being in 2018. There had been hope this  
175 could be constructed sooner, but since the time you can work on the river is limited, there isn’t any way  
176 to condense the schedule.

177  
178 **8. Town Assessor Bill Benton – Recommendation of Town-Wide Reappraisal**

179  
180 Assessor Bill Benton joined the Board. He said that the last reappraisal had been in 2005, which was  
181 more or less mandated by the State because our Common Level of Assessment (CLA) had fallen below  
182 80%, which is a Tax Department regulation. Within 4 years our CLA went from 100% to almost 80%  
183 again, but then the recession bought us a significant amount of time. From 2010 to 2016, our CLA went  
184 from 80% back up to 92%. Our recent sales report indicates our CLA is going to drop perceptibly,  
185 particularly in commercial properties and high end neighborhoods, but typically reappraisals are done  
186 every 10 or 12 years anyways and we’ve made it 11. He said right now there are not a lot of reappraisal  
187 contractors in Vermont. He recommends the one that we used in 2005, which at the time was APAS  
188 (Automated Property Assessment Systems) that has since sold to NEMRC (New England Municipal  
189 Resource Center) which provides the accounting and assessing software to Middlebury and other

190 municipalities in the state. Benton said he had talked to Ed Clodfelter, and they can do it starting in  
191 2017 and have it ready for 2019 at a cost of \$237,000 (\$87/parcel). Each year the State Education Fund  
192 pays us \$9/parcel to help with reappraisal costs, and we currently have \$241,000 in the fund, so we have  
193 more than enough for the reappraisal, and we anticipate an additional \$22,000 in each of the next two  
194 years to have a cushion in the fund.

195  
196 Benton said he was unsure if this needed to go to bid, but he is comfortable with hiring them. He said he  
197 is looking to retire, but will stay to get them started and to familiarize them on the College and other  
198 areas, but felt that would be a good time to get someone else in to complete the reappraisal process.

199  
200 Carpenter said the Board has the ability to do a sole-source contract award based on Benton's  
201 recommendation, but asked if a contract was needed now. Benton said probably to lock in the  
202 schedule, but he could work with NEMRC to come up with a contract to bring back to the Board.

203  
204 Artim said he's not a fan of sole-source contracts unless it's a good value, so asked Benton if it was a  
205 good value in his mind. Benton said it's the going rate and what he knew of the other two firms, he felt  
206 NEMRC had the knowledge and staff to do a town like Middlebury that has so many diverse properties,  
207 plus they did the appraisal in 2005 and are familiar with Addison County. Benton said he felt  
208 comfortable with it, it's the going rate and at that cost we'll get a good product.

209  
210 Laura Asermily moved to authorize a sole-source engagement with Ed Clodfelter/NEMRC for the  
211 completion of a Town-wide reappraisal at a cost of approximately \$236,000, seconded by Victor Nuovo.  
212 The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

213  
214 Nuovo asked and it was confirmed that the Board would be approving a contract with the accurate  
215 amount at a later date.

#### 216 217 **9. Award Contract for Replacement of Influent Pipeline at Wastewater Treatment Facility**

218  
219 Dan Werner joined the Board for awarding the contract to Aldrich and Elliot to complete the engineering  
220 and construction review for the replacement of the sanitary pipe at the Wastewater Plant. Aldrich and  
221 Elliott's price for the work is \$7,900, which is higher than the initial estimate of around \$5,000, due to  
222 some additional survey work they found needed to be done.

223  
224 Heather Seeley moved to approve the contract with Aldrich & Elliott for engineering services for  
225 the replacement of the Wastewater Facility influent pipe, for a total cost of \$7,900. Seconded  
226 by Susan Shashok. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

227  
228 Werner said the second part is to award the bid to the lowest bidder for this project to Masterson  
229 Excavation. Bid packets were sent out to 8 contractors and 4 returned bids, with Masterson being the  
230 lowest at \$58,710. The engineer's estimate for the project was between \$75,000-\$100,000 for the  
231 project. Masterson's have done similarly scaled projects in the area, and their bid included them  
232 starting the first week of September. Shashok asked if he was comfortable with this considering the  
233 large difference from what had been estimated, and Werner said he had talked to the engineer and he  
234 was comfortable with it and Aldrich & Elliot were comfortable they could meet the bid specs. Seeley  
235 said she has concerns, but hopes Aldrich & Elliot are on top of the engineering inspections for the course  
236 of this project.

238 Shashok moved to award the contract for replacement of the Wastewater Facility influent pipe to the  
239 low-bidder Masterson Excavation, for a total cost of \$58,710. Seconded by Artim. The motion carried  
240 with 6 in favor, 1 absent. **MOTION PASSED.**

241  
242 **11. Update on Close-out of Town Offices & Recreation Center Projects**  
243

244 Kathleen Ramsay said that we are ready to close out, but there are a couple of things that need to be  
245 taken care of before closing out the project, which will probably be at the next meeting. The total  
246 project budget shows a combined owner contingency of \$21,390. One thing the Board had expressed  
247 interest in was paving the Recreation Center parking lot. Dan Werner had solicited bids for paving the  
248 parking lot in the Creek Road Project bid, and that came in at \$90,000 for a 4" thick layer of pavement.  
249 She said they are proposing to take the left over funds from the Municipal Building and Gymnasium  
250 capital projects which are no longer needed now that the building is demolished. These funds total  
251 \$94,141.62 and could be applied toward the parking lot paving.

252  
253 Artim said he was pleased that Ramsay was able to find these funds so the parking lot could be paved  
254 now, because the building was beginning to show some wear from the rocks and dust tracked in. They  
255 discussed the 4" thickness of the paving and how Werner felt this depth was necessary due to the heavy  
256 snow plow trucks that will be used on it and the team busses that come there for games. Werner also  
257 pointed out that the price for paving was low now due to fuel prices being down. The contractor will do  
258 final grading of the lot before paving and the Town will do the striping.

259  
260 Laura Asermily moved to close out the remaining capital accounts associated with the former Municipal  
261 Building and Gymnasium totaling \$94,141.62 and apply the fund balances to the Town Offices and  
262 Recreation Facility project. Seconded by Susan Shashok. The motion carried with 6 in favor, 1 absent.  
263 **MOTION PASSED.**

264  
265 Seeley said that she was very glad these funds had been found, because the Infrastructure Committee  
266 had felt any leftover funds from the Creek Road Project should be spent on other infrastructure projects.

267  
268 Asermily moved to approve the allocation of up to \$94,141.62 in Town Offices and Recreation Facility  
269 Project capital funds for the paving of the new Recreation Facility parking lot. Victor Nuovo seconded.  
270 The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

271  
272 Ramsay said there had been \$15,000 in the budget for landscaping at the new Town Offices, but the  
273 landscaping plan designed by Eric Blair would cost an additional \$15,000. Last fall the Building  
274 Committee looked to add to that landscaping and authorized fund raising for the additional funds. The  
275 DIDC approved the additional funds for the project, so this Change Order is just to reconcile our account  
276 with Bread Loaf.

277  
278 Nick Artim moved to approve a Change Order totaling \$14,929 for additional landscaping for the Town  
279 Office site. Heather Seeley seconded. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

280  
281 Ramsay also requested a Change Order for two sets of handicap power door operators, one set for the  
282 Town Offices and one set for the Recreation Facility.

283

284 Artim moved to approve a Change Order totaling \$7,192 for the installation of two ADA power door  
285 operators at the Town Offices building. Seeley seconded. The motion carried with 6 in favor, 1 absent.

286 **MOTION PASSED.**

287  
288 Artim moved to approve a Change Order totaling \$8,451 for the installation of two ADA power door  
289 operators at the new Recreation Facility. Seeley seconded. The motion carried with 6 in favor, 1 absent.

290 **MOTION PASSED.**

291

292 **11.a. Change Order on Demolition of Municipal Buildings at 94 Main Street for Substantial**  
293 **Completion Date and Final Payment**

294

295 Manager Ramsay said that Parker Excavation is getting very close to being completed with demolition of  
296 the old Municipal Building, but is requesting a Change Order of the substantial completion date on the  
297 original contract from July 27, 2016 to August 11, 2016, with final payment date change from August 11,  
298 2016 to August 26, 2016. She said this was anticipated and our engineer has recommended approval.

299

300 Nick Artim moved to authorize Town Manager Kathleen Ramsay to sign the Change Order for the  
301 substantial completion date of August 26, 2016 for the demolition of the former Town Offices and  
302 Recreation Facility. Seconded by Nuovo. The motion carried with 6 in favor. 1 absent. **MOTION**  
303 **PASSED.**

304

305 Carpenter and Seeley both remarked on what a good job Parker had done and Ramsay said that Parker  
306 and his crew had gone out of their way to accommodate every request for bricks and other bits and  
307 pieces from the building. Carpenter asked if there was any progress on the park plans, and Ramsay said  
308 the College had received bids and they had selected a contractor and would be going forward with  
309 construction this fall.

310

311 **12.a. Recommendation from Infrastructure Committee on Facilities Inventory & Assessment**

312

313 Susan Shashok reported that we had a proposal from Harris and Harris which covers creation of a  
314 facilities assessment spreadsheet, establishment of processes for expenditures of maintenance and  
315 Capital Improvement budgets, creating a library of facility drawings and operation and maintenance  
316 manuals. Shashok said that with all the new staff changes at Public Works, this will get us started. She  
317 said Judith Harris knows our facilities well and she feels this is a bargain with no downside to it.

318

319 Laura Asermily moved to accept the Infrastructure Committee's recommendation to proceed with the  
320 Harris and Harris Proposal for Interim Facilities Assessment Management Services, with a not-to-exceed  
321 contract value of \$10,000. Victor Nuovo seconded. The motion carried with 6 in favor, 1 absent.

322 **MOTION PASSED.**

323

324 Prior to the vote it was clarified that this \$10,000 covers deliverables as well as activity and that the  
325 facilities assessment spreadsheet will include the life expectancy of each building.

326

327 **12.b. Follow-up on Rapid Flashing Pedestrian Beacon Lights**

328

329 Dan Werner had spoken to the company selected to purchase the Flashing Beacon Lights from and had  
330 been able to negotiate a deal where they reduced the cost and shipping for each one to \$4,998, allowing

331 the Town to be able to purchase two sets of lights from the \$10,000 allocated. He was looking for Board  
332 approval so he could order the lights as soon as possible.

333  
334 Laura Asermily moved to authorize the purchase of two sets of Rapid Flashing Pedestrian Beacons at a  
335 revised price of \$4,998 each. Seconded by Nuovo. The motion carried with 6 in favor, 1 absent.

336 **MOTION PASSED.**

337  
338 Asermily also moved to install the second pair of beacon lights at the North Pleasant Street crosswalk  
339 connecting the Middlebury Inn to the Town Green. Seconded by Nuovo. Seeley asked Ramsay if she  
340 had heard anything from DIDC about the location of the lights, and she said she had not and she felt  
341 they were happy to see it go forward. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

342  
343 There was discussion around the placement of the lights and everyone was anxious to see how they  
344 worked. Safe Routes to School will be monitoring these lights and other crosswalks in town when school  
345 starts.

346  
347 **13. Public Safety & Health Committee Meeting of August 8, 2016**

348  
349 Asermily reported on the meeting held the night before where they had looked at the Noise Ordinance  
350 with respect to managing airport noise. While it was determined this Ordinance can't be used for that  
351 purpose, there were some other measures they could take to help address it. There was a petition  
352 signed by 250 East Middlebury residents saying that airport noise continues to be an issue and anything  
353 we can do to help would be appreciated. The Committee had been asked if they could look into a policy  
354 for hobby flyers as to the hours they could fly at night and weekends. The Committee thought this  
355 might be an opportunity for a community forum between the residents and the area pilots to meet and  
356 come to some kind of agreement.

357  
358 She said that they had discussed the Canine Response Team and Chief Hanley had given a presentation  
359 on the cost of this program, which is around \$50,000 for start up costs, and how he feels it would be  
360 beneficial for the department. The dog would be trained mostly as a patrol dog and not for anything  
361 specific at this time. She said they will be looking for Board support as they go through the budget  
362 process and Town Meeting approval.

363  
364 She also said that Tom Scanlon had given a report on insect born disease training he'd taken. The next  
365 meeting will be in September.

366  
367 Someone in the audience asked about how many officers would be trained with the dog and couldn't an  
368 existing car be retrofitted rather than buying a new one, and Asermily said only one officer is trained  
369 with the dog and they had talked about possibly buying a used car for this purpose, because it would be  
370 getting less use than the other cars. The last canine unit car was donated to us, so it's possible that may  
371 happen again or we could do fund raising. There was further discussion on annual costs, and it is  
372 estimated to be around \$6,000 annually after the startup cost. There were also questions about the  
373 breed of dog and the training.

374 **14. Approval of Check Warrants**

375  
376 Laura Asermily reported she had reviewed the checks and they were all in order. The total for expenses  
377 is \$874,632.28 of which \$771,139.04 is accounts payable and \$103,493.24 is payroll.

378



379 Asermily moved to approve the checks warrant, and Victor Nuovo seconded the motion. Motion carried  
380 with 6 in favor, 1 absent. **MOTION PASSED.**

381

#### 382 **15. Town Manager's Report**

383

384 None.

385

#### 386 **16. Board Member Concerns**

387

388 Laura Asermily asked how the trial election parking spaces had gone, and Ramsay said they had  
389 monitored them most of the day and they seemed to be turning over and there was almost always  
390 parking available. Asermily wondered about the possibility of adding additional spaces where the  
391 striping is now to add some additional parking spots, since cars are parking there now for lack of  
392 available spaces. She also wanted to urge people watching to use remote locations when parking for  
393 long periods of time and employers to encourage carpooling and offer incentives for employees who  
394 parked in remote lots.

395

396 Victor Nuovo said he felt that the 3 hour parking behind the library and Town Offices was too long and  
397 maybe they should look to reduce that time.

398

399 Heather Seeley said she had used the election parking when she went to vote and she thought it worked  
400 so well that people were coming and going so much that the area got congested.

401

402 Brian Carpenter said that when they met with VTrans Secretary Cole, he'd brought up his frustration  
403 with the sidewalk program. Cole told him he wasn't the only one frustrated with the length of time  
404 between the grant award to build out, so the State is looking at using State funding instead of federal  
405 money to speed things up. The current process isn't matching community expectations and he agreed  
406 with Carpenter's feeling that we aren't getting our value for the money with the length of the projects.

407

#### 408 **17. Executive Session**

409

410 In accordance with Vermont's Open Meeting Law requirements, Susan Shashok moved that the Board  
411 find that premature general knowledge of the consideration of a contract matter and personnel  
412 issue would clearly place the Selectboard at a substantial disadvantage because the Selectboard risks  
413 disclosing its litigation strategy if it discusses the contract matter and personnel issue in public. Nick  
414 Artim seconded. Motion carried with 6 members in favor, 1 absent. **MOTION PASSED.**

415

416 Susan Shashok further moved that the Board enter into Executive Session to discuss a contract matter  
417 and personnel issue, under the provisions of Title 1, Section 313(a)(1) of the Vermont State Statutes.  
418 Heather Seeley seconded. Motion carried with 6 members in favor, 1 absent. **MOTION PASSED.**

419

420 The Board entered into Executive Session at 8:15 p.m.

421

422 The Middlebury Selectboard will hold its next regular meeting on Tuesday, August 23, 2016 at 7:00 p.m.

423

424 Respectfully submitted,

425 Beth Dow

426

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**18. Action Matters Discussed in Executive Session**

The Board came out of Executive Session at 8:50 p.m.

Susan Shashok moved to authorize Town Manager Kathleen Ramsay to sign a letter terminating the agreement with VHB for convenience. Nick Artim seconded. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

Victor Nuovo moved to authorize Chair Brian Carpenter to sign and send a letter to VHB outlining the Boards concerns about their performance. Laura Asermily seconded. The motion carried with 6 in favor, 1 absent. **MOTION PASSED.**

**19. Adjournment**

The meeting adjourned at 8:53 p.m.