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**Special Selectboard Meeting**  
**Large Conference Room – Town Offices**  
**Wednesday, February 28, 2018**  
**Meeting Minutes**

Members Present: Brian Carpenter, Susan Shashok, Laura Asermily, Heather Seeley, Victor Nuovo, Nick Artim and Farhad Khan.

Staff Present: Town Manager Kathleen Ramsay, Assistant Town Manager Chris English, Chief of Police Tom Hanley, Director of Planning and Zoning Jennifer Murray, Community Liaison Jim Gish and Town Clerk Ann Webster. Also present were several members of the public.

The meeting was televised on MCTV by Jim Corbett.

**1. Call to Order**

Chair Brian Carpenter called the meeting to order at 7:00 p.m.

**2. Approval of Agenda**

Shashok made the motion to approve the agenda as presented, and Seeley seconded the motion. Carpenter said there was one item added to the agenda as Item 7.a. to approve 10 parking spaces for voting on March 6<sup>th</sup>, and he said there would be an Executive Session. The motion carried with 7 in favor. **MOTION PASSED.**

**3. Public Hearing on Amendments to Middlebury Zoning & Subdivision Regulations.**

Carpenter said in accordance with 24 VSA § 4442, tonight the Selectboard was conducting a public hearing to take testimony regarding amendments to the Middlebury Zoning and Subdivision Regulations that have been proposed and approved by the Middlebury Planning Commission.

Director of Planning and Zoning Jennifer Murray joined the Board to go over the proposed amendments. Murray said the Planning Commission held their Public Hearing on the amendments back in September of 2017. She said these amendments were a list she had put together based on her experience in the last couple of years, and clarifying some things that her office was finding difficult to interpret. She said the Development Review Board also had some suggestions for some items they felt needed clarification as well. She said there were no changes to the Land Use District Maps.

Murray went over the changes made to the Zoning Ordinance, section by section.

Brad Jenne indicated he would like to address the Board. Heather Seeley let the Board know that she and Jenne are friends and she has done work for him in the past, and while she didn't consider it a Conflict of Interest, she wanted to let them know in case someone felt otherwise. None of the Board had a problem with Seeley participating.

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Jenne said the Greystone Motel property he had recently purchased is in the Protected Highway District (PHD), and truck and trailer rental is not a conditional use in this District. Murray said this use currently is only allowed in the Airport and General Commercial Districts. Jenne said he got a permit for his U-Haul business on Ossie Road 20 years ago, and while he wants to maintain his business there, he'd like a smaller operation at the motel on Route 7. He said the reason he wants to have some vehicles there is because there is a bus stop opposite the motel, and a lot of the people that rent U-Haul's for moving, don't have vehicles. He felt this would allow them to take the bus to get the U-Haul truck instead of finding a way to get all the way to East Middlebury. He feels it's a service needed in the community.

There was further discussion on this use and the other similar uses that already exist in the PHD. Seeley asked what it would take to have this use added to the District. Murray said since this is new and hadn't been discussed previously with the Planning Commission, it would have to go back to them for consideration and then the Planning Commission would need to give their opinion to the Selectboard. The Selectboard would then need to hold a second Public Hearing. Murray said there is a strong counter-argument about having U-Haul's on Route 7, since there is a lot of concern about having sprawl or the appearance of sprawl on Route 7. She told them it was up to the Board since this was their hearing.

Seeley asked Murray when the Planning Commission would be doing amendments again. Murray said it's up to the Planning Commission, but there are several members who would like to do more amendments next year.

Asemily asked about transitional housing in this area, since the Turning Point had wanted to have some at the Greystone. Murray said that they would be looking closer at the PHD District, as they know they need to do some work in that area, so hated to react too quickly without taking the time to review it.

Asemily asked about the questions raised by Victoria DeWind in her memo regarding the lighting section of the Ordinance, and clarifying what constitutes commercial lighting. She said DeWind's point is we need to encourage shielding lights as much as possible, which she also supports. Asemily also asked about solar array setbacks and is there a provision for them in the Ordinance. Murray said an array is a structure, so would need to meet the setbacks like any structure, but it might be worth looking at in the list of exceptions. Asemily also asked if the number of chickens in residential areas should be limited, and also wanted the parking requirements for development looked at some time.

There were no more comments from the public.

Shashok moved to close the Public Hearing, and Khan seconded. The motion carried with 7 in favor. **MOTION PASSED.**

Carpenter asked the Board if they have any changes they wanted made now, or were they comfortable with approving it the way it is with a list of things they'd like to see brought back to the Board in the next 12 months. Artim said he was comfortable with the way it is, and he felt they'd done a great job. The Board discussed whether to discuss the list of things they'd like changed and priorities. Carpenter said the Route 7 area is one he considers a priority.

98 Murray said luckily the Planning Commission priorities are the same as the Board. Carpenter  
99 said while he understood Brad Jenne just found out about the zoning limitations for what he  
100 wants on his property, he'd like the area looked at as a whole and come back with a plan for  
101 the entire PHD/Route 7 area.

102  
103 Artim moved to adopt the amended Zoning & Subdivision Regulations as presented, with a  
104 yearly review due March 1, 2019 and to have requests for changes submitted in writing to  
105 Murray and the Planning Commission by January 1, 2019. Shashok seconded the motion.  
106 Seeley made a "friendly" amendment to the motion to say "requests for new changes". The  
107 motion carried with 7 in favor. **MOTION PASSED.**

108  
109 **4. Approval of Minutes of February 13, 2018 Regular Selectboard Meeting**

110  
111 Asermily moved to approve the minutes of February 13, 2018 as presented, Khan seconded  
112 the motion. The motion carried with 7 in favor. **MOTION PASSED.**

113  
114 **5. Citizen Comments**

115  
116 Gary Baker said he wanted to announce he is running for the Selectboard, and he'll do his  
117 very best for the citizens of Middlebury and East Middlebury.

118  
119 Ross Conrad spoke about the Vermont Law School delegation that was in Town recently to  
120 review municipal net metering strategies. He said they presented 3 options for the Town and  
121 how we need to set our priorities. He said there were three options. The first option was to  
122 hire a contractor to design a project for the Town. We'd own it and we could retire the  
123 renewable energy credits. He said that would give us the greatest savings and would reduce  
124 our carbon footprint, but it would require considerable upfront costs. He said the 2<sup>nd</sup> option  
125 was to enter into an agreement with a 3<sup>rd</sup> party developer who was already doing a project,  
126 but he said while this would have minimal upfront costs and shift all permitting to the  
127 contractor, the cost savings would be less and the renewable energy credits wouldn't be  
128 much. He said the 3<sup>rd</sup> option was to do nothing and to continue purchasing power from  
129 Green Mountain Power, which is the most expensive. He said hopefully the Board would  
130 provide guidance as to how to figure out which way to go. Carpenter said that the Board will  
131 discuss this in their strategic planning session they hold after Town Meeting, so asked  
132 Conrad to be patient while they determine where this lines up in their project priorities.

133  
134 Since this was Vice-Chair Susan Shashok's final meeting on the Board, Chair Brian  
135 Carpenter read a Resolution from the Board thanking Shashok for her dedication and  
136 commitment to the community during her years on the Selectboard and Infrastructure  
137 Committee. Shashok thanked everyone and said she'd really learned a lot and had enjoyed  
138 her time on the Board.

139  
140  
141  
142 **6. Assistant Town Manager Chris English with the Policy Review Committee's Report**  
143 **on the Six-Month Review of Town Personnel Policy**  
144

145 Assistant Town Manager Chris English joined the Board with the revised Personnel Policy  
146 language as requested at the last Board meeting, specifically to include a positive statement  
147 in Paragraph 21.01 affirming that regular part-time employees are eligible to receive  
148 bereavement leave and to restore the original statutory language to Paragraph 18.05 allowing  
149 employees to take unpaid leave to attend town meeting.  
150

151 English read the revised language to the Board proposed by the Committee for the record:  
152 21.01 Full-time and part-time employees may be excused for up to five days, with pay, for  
153 bereavement leave for the death of a close relative or extended family member. For part-  
154 time employees, bereavement leave pay only applies when leave is requested for a day that  
155 the employee has been scheduled to work.  
156

157 English said the Committee simply reinstated the language for 18.01, taken from VLCT's  
158 Model Personnel Policy: 18.05 A request to take unpaid leave from employment for the  
159 purpose of attending town meeting must be made at least 7 (seven) business days prior to  
160 the date of the town meeting, to the employee's supervisor. Such leave will be granted  
161 provided that it does not cause an interruption to essential operations of the Town.  
162

163 English said the Board had also requested an analysis of the estimated budget impact that  
164 will be created in 2018 by extending the holiday pay benefit in Section 18 to regular part-time  
165 employees. Based on the number of employees that will be receiving the benefit for the first  
166 time during calendar year 2018, the overall impact is estimated to be just over \$2,164, or  
167 slightly more than 7-hundredths of one percent of total payroll expense for FY18.  
168

169 English said Ann Webster had mentioned last time that there are two regular part-time  
170 employees today that have long-standing agreements with their supervisors regarding  
171 holiday pay, and since the Committee did not want to see these employees negatively  
172 impacted, it is the recommendation those circumstances be grandfathered in. The Committee  
173 is recommending the following wording be added. "Previously agreed-upon supervisory  
174 practices regarding holiday pay for staff hired prior to February 27, 2017 will be grandfathered  
175 under this provision."  
176

177 Asermily asked about adding language for an Employee Exit Policy. English said that the  
178 Committee had discussed the need for an Employee Handbook, which would include such  
179 things as onboarding and exit procedures, but it would be an addendum to the Personnel  
180 Policy He suggested if the Board chose to adopt the Personnel Policy this evening, they  
181 could advise the Policy Review Committee to work on an Employee Handbook.  
182

183 Asermily moved to adopt the amended Town Personnel Policy with direction to the Policy  
184 Review Committee to develop an Exit Policy by March 1, 2019 for Board consideration. Khan  
185 seconded the motion. The motion carried 7 in favor. **MOTION PASSED.**  
186  
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## 190 **7. a. Designated Parking Spaces for Town Meeting Australian Ballot Voting**

191

192 Town Clerk Ann Webster joined the Board. She began by thanking Shashok for her service  
193 on the Board, and her work on the Board of Civil Authority serving on tax abatements, tax  
194 appeals and elections, and she appreciated how she'd always stepped up to take a  
195 leadership role.

196  
197 Webster said she's requesting that the Board allocate the 10 parking spaces directly behind  
198 the Town Office building for election parking only on Tuesday, March 6<sup>th</sup>, between the hours  
199 of 7:00 am to 7:00 pm.

200  
201 Artim suggested perhaps the Board should look into allocating these 10 spaces for election  
202 parking for any election held at the Town Offices. Police Chief Tom Hanley said that could be  
203 done, and he can issue an emergency parking ordinance or a temporary parking ordinance  
204 could be designated by the Town Manager.

205  
206 Shashok moved to authorize Town Manager Kathleen Ramsay to reserve the five 30-minute  
207 parking spaces and 5 spaces directly behind them in the parking lot behind the Town Offices,  
208 for any Town Meeting Australian ballot voting, or any other voting, from 7:00 a.m. to 7:00 p.m.  
209 Seeley seconded the motion. The motion carried with 7 in favor. **MOTION PASSED.**

### 2010 211 **2018 Liquor License, Outside Consumption and Entertainment Permit Approvals**

212  
213 Webster said the Board had received a list of all the businesses who had applied for Liquor  
214 Licenses, Outside Consumption and Entertainment Permits so far, and she is looking for  
215 approval of these and for approval from the Board for her to sign them on their behalf. She  
216 said these were all pending inspections by the Police and Fire Chiefs.

217  
218 Shashok moved to provisionally approve applications for 2018 1st and 2nd Class Liquor  
219 Licenses, Outside Consumption and Entertainment Permits, as presented by Town Clerk Ann  
220 Webster, pending the receipt of approval recommendations from the required Public Safety  
221 inspections. Seeley seconded the motion. The motion carried with 7 in favor. **MOTION**  
222 **PASSED.**

223  
224 Shashok also moved to approve Middlebury College's request for "blanket approval" to serve  
225 liquor at catered events on the college campus from May 1, 2018 to April 30, 2019. Seeley  
226 seconded. The motion carried with 7 in favor. **MOTION PASSED.**

### 227 228 **8. Police Chief Tom Hanley Regarding Conversion from Propane to Natural Gas as the** 229 **Fuel Supply for the Police Departments Heating, Ventilation &** 230 **Air Conditioning (HVAC) System.**

231  
232 Police Chief Tom Hanley joined the Board to discuss the conversion to natural gas at the  
233 Police Department. He said at the time the building was constructed, the system was  
234 designed for natural gas and had to be converted to use propane. He said now that natural  
235 gas is available; the process would be reversed so that natural gas could be used. He said  
236 he ran a cost estimate and it would cost \$2,100 to have Vermont Heating and Ventilating  
237 (VHV) convert the HVAC system back to natural gas, there's no cost to connect to the  
238 Vermont Gas line, and we could save an estimated \$3,700 in fuel costs per year. He said  
239 there would still be a need for them to maintain propane tanks for the emergency generator

240 since natural gas does not have the pressure to kick the generator over. Hanley said also,  
241 that as an emergency service provider, he likes to have an alternate source of fuel to run the  
242 building, and they would retain the parts needed to convert back to propane if needed in the  
243 event of an emergency and they lost use of natural gas.

244  
245 Artim said when he had converted to natural gas at his home, Vermont Gas had done an  
246 energy audit, and he wondered if they offered that to the Police as well. Hanley said they had  
247 and they were going to try and schedule one, but he wasn't sure when it would happen.

248  
249 There was discussion over the Vermont Gas energy audit and how it compares to the Energy  
250 Audit proposed by the Energy Committee. Asermily asked if perhaps Vermont Gas would  
251 cover the cost of the conversion, in light of the recent discussion over compensation to the  
252 Town for easements. Hanley said the conversion is done by the HVAC contractor and not  
253 Vermont Gas. Seeley wondered if it would make sense to hold off converting to natural gas,  
254 since the Chief had mentioned at an earlier Infrastructure Committee that the system may be  
255 reaching the end of its life cycle. Hanley said the equipment has a 15 year life-cycle, but it's  
256 been well maintained so we should get 20-25 years from it.

257  
258 Asermily says she understands there would be savings, but if our goal is to have a net-zero  
259 police station, she isn't sure how this would factor into that if we decide to change systems.  
260 Artim said since this is a newer building that's better insulated than some of our other  
261 buildings, it makes sense to do this now as a "next step" and makes good value. Hanley said  
262 again this is an immediate savings and not one that takes years before you see it. Carpenter  
263 said he thinks it's the smart thing to do and if we can save money in the next year we should  
264 support the Chief in his efforts to be efficient.

265  
266 Nuovo made the motion to authorize Chief Hanley to proceed with plans to convert the  
267 Middlebury Police Station facility from propane to natural gas. Khan seconded the motion.

268  
269 There was further discussion on whether to wait until the energy audit was completed.

270  
271 The motion carried with 6 in favor, 1 abstention (Asermily). **MOTION PASSED.**

## 272 273 **9. Recommendation from Energy Committee on Sole Source Procurement of Energy** 274 **Audit Services for the Police Department & Teen Center**

275  
276 Energy Committee chair Ross Conrad said they had originally been looking at having the  
277 Public Works building and Police Department facilities audited, but it was determined that  
278 since the Public Works building may be replaced in a few years they will not be doing that  
279 building. He said they have received a proposal from Zero by Degrees LLC, of \$8,100 for the  
280 Police Department and \$1,400 for the Teen Center, but if done concurrently they'd do them  
281 both for \$8,600. He said unlike Vermont Gas's free audits, these audits will be complete and  
282 therefore eligible for Efficiency Vermont assistance towards cost of improvements done as a  
283 result of these audits.

284  
285 Seeley (also a member of the Energy Committee) pointed out that these audits will be  
286 assessing the efficiency of the HVAC systems and it might suggest changing systems prior to  
287 the end of their life expectancy to something more efficient, but she didn't think the

288 conversion to natural gas at the Police Department would matter if that was the  
289 recommendation for that building. Seeley said she had voiced concerns about how an audit  
290 would work at the Police Department, since they are a 24-7 building, but this company has  
291 done audits on other police departments around the State so is familiar with meeting their  
292 needs and will work around their schedule.

293  
294 Seeley said she had also asked Zero by Degree if it made sense to spend the remaining  
295 \$1,400 of the \$10,000 allocated for this project on looking at the Public Works building to see  
296 if there were any inefficiencies that could be improved now. She said he didn't recommend it  
297 since Efficiency Vermont would not help with any upgrades because it wasn't a full audit.  
298 She said based on that, the Energy Committee thought it made more sense to use that  
299 \$1,400 to invest in the two buildings that were being audited. She went over with the Board  
300 what items that were included in the full audit.

301  
302 Artim asked about the timeline on these audits. Seeley said they indicated they could begin in  
303 early March, but did not say how long it would take to complete the audits. Conrad said the  
304 timeline would probably be determined at their kickoff meeting.

305  
306 Shashok moved to award a contract to Zero by Degree, LLC, for concurrent energy audits to  
307 be conducted at the Police Department and Teen Center, for a total cost of \$8,600. Nuovo  
308 seconded the motion. The motion carried with 7 in favor. **MOTION PASSED.**

309  
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311 **10. Recommendation from the Tax Stabilization**  
312 **Task Force on Aqua ViTea's request for Tax Stabilization.**

313  
314 Seeley reported that the Tax Stabilization Task Force voted at its February 14th meeting to  
315 recommend that the Selectboard deny Aqua ViTea's second application for tax stabilization  
316 under the Town of Middlebury Tax Stabilization Policy. Seeley said that some of the  
317 Committee felt that Aqua ViTea should be allowed time at a regular Selectboard meeting to  
318 make their case to the Board, despite the recommendation of the Committee.

319  
320 Seeley said she would like to find a way to help this company grow in the community, but  
321 doesn't feel the Tax Stabilization Policy can do that the way the business is right now, but  
322 feels the Revolving Loan Fund (RLF) is a better way to help them. She said she hopes at the  
323 Board's strategic planning session the Board can find a way to move the RLF along. Seeley  
324 said the Tax Stabilization Policy is designed to help a company that is growing make physical  
325 improvements to the building and that is not what is proposed in this case. Asermily  
326 concurred and thought the Economic Health Committee needed to get up and running so the  
327 RLF and the other recommendations of the Task Force could happen. Seeley said even if  
328 they are unable to find anyone to serve on the Economic Health Committee, she hoped the  
329 Board could find a way to make it happen.

330  
331 Jordan Benjamin of AquaViTea, said they appreciated the time the Board and Task Force  
332 has given in reviewing the existing policy around incentives to new and existing businesses in  
333 Middlebury. He said as a growing business with challenges, one of which is financial, they  
334 had applied for tax stabilization. He mentioned that it had been an educational process for not  
335 only them, but the Board as well, since this was the first application under the fairly new

336 policy. He said whether their request was approved or denied was immaterial at this time,  
337 since it would only offer a few thousand dollars in savings, but it forces the question what  
338 type of incentives and resources should Middlebury have to attract and retain businesses that  
339 have the potential to improve the character and quality of life here. Benjamin said he would  
340 be willing to volunteer to help the Board or a committee to review types of incentives and  
341 develop criteria that could be used to help and attract businesses.

342  
343 Carpenter thanked Benjamin for pushing the Board in the direction they wanted to go and he  
344 would be taking him up on his offer of assistance.

345  
346 Shashok made the motion to deny Aqua ViTea’s December 31, 2017 application for tax  
347 stabilization. Khan seconded the motion. The motion carried with 7 in favor. **MOTION**  
348 **PASSED.**

349  
350 Nuovo said this is a very important issue and he hopes the Tax Stabilization Committee will  
351 take whatever help and recommendations are offered towards developing a fairly  
352 sophisticated policy.

353  
354 **11. Memorandum of Understanding between Global Resource Options, Inc .(dba**  
355 **“groSolar”) and the Town of Middlebury regarding groSolar’s 4.99 megawatt (“MW”**  
356 **solar installation and battery storage project at the corner of**  
357 **Old Middle Road and Halladay Hill Road.**

358  
359 Lincoln Lande, Director of Business Development at groSolar, gave the Board a quick update  
360 on the project. He said they’ve received good community input and all the neighbors are  
361 supportive of the project. He said the next step is working with the Town on a Memorandum  
362 of Understanding (MOU) that lays out the benefits to the town and what the project has to  
363 offer.

364  
365 Lande touched on some of the items on the MOU, such as working with Public Works on  
366 working in the right-of-way of Old Middle Road, training for emergency service providers and  
367 the company’s tax contribution to the Town. He said he believed the MOU was currently  
368 being reviewed by Town counsel.

369  
370 Carpenter said the Board would review the MOU in more detail when it had been reviewed by  
371 all parties, and thanked Lande for keeping the Board updated on the project. Ramsay said  
372 the Town has an agreement with groSolar that they would reimburse the Town for up to  
373 \$5,000 towards the Town’s legal expenses associated with the review.

374  
375 Lande said that they won’t be submitting their permit to the Public Utility Commission until  
376 they have a signed MOU with the Town, but they would like to release the 45-day notice that  
377 notifies the adjoining landowners and the Town of their intent to do this project. This is one of  
378 the requirements prior to submitting the permit.

379  
380  
381 **12. Update on Forest Ridge Drive Tree Removal**

382



383 Tree Warden Chris Zeoli joined the Board for this discussion. Zeoli said he didn't agree with  
384 some of the statements in VTrans Rail and Aviation Bureau Director Dan Delabruere's  
385 January 19th email message, such as regarding the number of stumps removed. Zeoli said  
386 he was also very disappointed to see that there would be no further action from VTrans. He  
387 feels they didn't meet several of the requirements in the Work in Right-of-Way permit, so he  
388 would hope they'd feel obligated to go the extra mile for us due to the lack of due-diligence on  
389 their part, such as additional plantings on the site.

390  
391 Carpenter said he saw Delabruere in Montpelier when he was up there on the Railroad  
392 Bridges Project, and Delabruere had indicated the forester wanted to close out the project  
393 and felt no more needed to be done. Carpenter said he'd suggested some plantings would  
394 probably satisfy everyone, but Delabruere said they didn't want to plant anything that would  
395 cause problems for the airport down the road. Carpenter asked Zeoli if he could provide a list  
396 of low-growing species that could be sent to them, and Zeoli said he would.

397  
398 Zeoli said he wondered who this forester was they mention, since the county forester was not  
399 part of this. Zeoli said this is more of a soil issue than a growth issue for a forester. Shashok  
400 said Zeoli has the information ready for VTrans, but the problem has been getting them to  
401 come down and speak with him, so she felt the Board needed to support him as the person  
402 they feel is the expert, and for VTrans to get together with Zeoli and Ramsay. Carpenter felt  
403 they needed to send an official letter saying what the Town is asking for. Shashok said they  
404 should either meet with Zeoli and Ramsay or meet with the Board. Ramsay said she would  
405 draft up a letter to VTrans for the Board's signature and include Zeoli's list of suggested  
406 plantings.

407  
408 Isabelle Terk of Forest Ridge Drive said the mat was laid down late in the year, so it is still  
409 unknown if the seed will come up. She said if we let them run over us here, what will they do  
410 on the railroad bridge project. She feels this would set a precedent for how they treat the  
411 Town of Middlebury.

412  
413 Zeoli also wanted the Board to know that the Emerald Ash Borer had been found in Orange  
414 County. He said they have destroyed hundreds of millions of ash tree in the United States  
415 since it lodged here sometime in the 1990s. He wanted the Board to know we will be dealing  
416 with it sooner rather than later.

### 417 418 **13. Update on Downtown Bridge Replacement Project and Consideration of VTrans** 419 **Grant Agreement for Project Community Liaison and Marketing Efforts.**

420  
421 Project Community Liaison Jim Gish updated the Board on the project, and said that Kubricky  
422 Construction, VHB and VTrans would be at the Board's March 27<sup>th</sup> meeting with an update  
423 and a look at what the work in 2018 will look like and the impacts to the town during the  
424 course of the year.

425  
426 Gish said he also wanted to discuss the grant agreement the Town has received. He said the  
427 first purpose for this grant is to provide \$75,000 to the Town to fund activities and events to  
428 support the downtown businesses and religious and cultural organizations during 2018. He  
429 said this is a one-year grant for 2018 so we can get experience and measure the  
430 effectiveness as we move into 2019 & 2020. The Grant Agreement is setup to allow

431 amendments in 2019 and 2020 so we can go back to them in both years for additional  
432 requests for funding.

433  
434 Gish said the second reason for the agreement is to fund his position full-time through  
435 approximately spring 2021. He said this replaces the current Modified Grant Agreement  
436 which ended funding for his position at the end of 2018. He said Town Counsel has reviewed  
437 the agreement and has made some suggested changes which will be incorporated into the  
438 final agreement. Shashok asked how this position fits into the protocol of review by the  
439 Personnel Committee, and Ramsay said that would be the next step.

440  
441 Seeley made the motion to authorize Town Manager Kathleen Ramsay to sign a VTrans  
442 grant agreement extending Federal and State funding for the Bridge and Rail Project  
443 Community Liaison position the spring of 2021 and pledging \$75,000 in State funds in 2018  
444 to support downtown businesses during construction, pending legal review. Khan seconded  
445 the motion. The motion carried with 7 in favor. **MOTION PASSED.**

446  
447 Carpenter said the Board is really looking for the Neighbors Together to be the action agents  
448 and volunteers on these ideas, and the Board will do their job to manage the budget.

#### 449 450 **14. FY18 Year-To-Date Budget Report.**

451  
452 Town Manager Kathleen Ramsay said the budget was on track. She said we had paid some  
453 fixed expenses so we're 66% expended, and 59% of the way through the fiscal year. She  
454 said Police Chief Hanley had indicated he may come in \$30,000 under budget for FY18, but  
455 Director of Public Works Operations Bill Kernan said the rough winter may cause around a  
456 \$30,000 overage in the highway budget, so they may wash each other out. She said in the  
457 Water Fund, there is around a \$15,000 overage in maintenance due to water main repairs.

#### 458 459 **15. Prepare for Town Meeting.**

460  
461 Ramsay reviewed minor revisions that she has made to the Town Meeting agenda and asked  
462 the Board to go over the draft Town Meeting presentation she is working on.

463  
464 Nuovo said he was concerned about the length of the Addison Central School District budget  
465 presentation under Article 6, since it has been very long at the ACSD meeting. Seeley said  
466 she was concerned about the length of it as well, but it is important people realize what the  
467 tax rate is going to be. Nuovo and Seeley asked the Manager to relay the Board's concern to  
468 ACSD that the presentation at Town Meeting be brief.

#### 469 470 **16. Approval of Check Warrants**

471  
472 Khan said he had reviewed the checks and they were all in order. Khan made the motion to  
473 approve total expenditures in the amount of \$320,171.95, consisting of \$215,414.61 for  
474 accounts payable, and \$104,757.34 for payroll, for the period February 14, 2018 through  
475 February 28, 2018. Seeley seconded the motion. The motion carried with 7 in favor.  
476 **MOTION PASSED.**

#### 477 478 **17. Town Manager's Report**

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Ramsay said she had provided the Board with the VLCT Legislative Report on the proposed changes to the Open Meeting Law and also several steps that the Legislature is considering in light of the recent mass shooting in Parkland, FL., to improve safety and reduce violence associated with firearms.

**18. Board Member Concerns**

Khan thanked Shashok and said she had been very kind and had mentored him this past year.

Asermily also acknowledged Shashok’s contributions to the Board. She also said the Public Health and Safety Committee will be meeting March 19<sup>th</sup> and will be looking at the discussions around gun violence related to recent incidents. She said there is a lot of local dialog around this issue right now. Asermily said they’re also looking at parking enforcement, especially as we go into the summer construction downtown. Asermily also mentioned the Town Meeting Poll would be available at Town Meeting and voting the next day.

Nuovo thanked Asermily for doing the Town Meeting poll and also thanked Shashok for her service.

Seeley said there might be a Girl Scout troupe collecting food donations at Town Meeting and Town Meeting refreshments will be provided by the Mary Hogan parents group. Seeley also thanked Shashok.

Asermily also mentioned the presentation at the Hannaford Career Center open house and a demonstration by a group of College students that she has asked them to display at Town Meeting. Seeley and Khan also mentioned what a wonderful open house it had been.

Artim said it had been an honor to work with Shashok and had enjoyed his time with her.

Carpenter informed the Board that the Sentinel Insurance lawsuit the Town was named in along with Vermont Gas, has been dismissed.

Shashok said people have been asking her what it’s like to serve on the Board, and it is about being able to question the people you work with, while at the same time trusting them to get the work done. She said it had been a real learning experience.

**19. Executive Session – Legal Matters**

In accordance with Vermont’s Open Meeting Law, the following two motions are in order prior to entering into Executive Session:

Shashok said that in accordance with Vermont’s Open Meeting Law requirements, she moved that the Board find that premature general knowledge of the consideration of a pending legal matter would clearly place the Selectboard at a substantial disadvantage, because the Select Board risks disclosing its litigation strategy if it discusses the pending

526 legal matter in public. Seeley seconded the motion. The motion carried with 7 in favor.  
527 **MOTION PASSED.**

528  
529 Seeley further moved that the Board enter into Executive Session to discuss a pending legal  
530 matter, under the provisions of Title 1, Section 313(a)(1) of the Vermont Statutes. Khan  
531 seconded the motion. The motion carried with 7 in favor. **MOTION PASSED.**

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533 The Board entered into Executive Session at 9:25 p.m.

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535 **20. Action on Matters Discussed in Executive Session and Adjournment**

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537 The Board exited Executive Session with no further action at 9:40 p.m. and adjourned the  
538 meeting upon motion by Shashok, seconded by Nuovo.

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540 The next meeting of the Middlebury Selectboard will be on Tuesday, March 13, 2018 in the  
541 Town Offices at 77 Main Street.

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543 Respectfully submitted,  
544 Beth Dow  
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