

# MINUTES

## SELECT BOARD MEETING THURSDAY, DECEMBER 30, 2021 6:30 p.m. Via Zoom

**Select Board present:** Jim Justice, Adam Fuller, Martha Johnston-Nash, Josh White, and Bill Lombardi

**Others present:** Jay Feyler (Town Manager), Erik Amundsen, Paul Raudonat, and Christine Simmonds (Courier Gazette)

- 1. Call Select Board Meeting to Order:**
- 2. Possible Executive Session with Town Attorney 1 MRSA 405 (6) (3):**

Town Attorney Roger Therriault was not present but will attend Tuesday's meeting.

Adam said Roger has a concern we cannot end the lease without a town vote, which we could do at the town meeting that we're going to be scheduling. The workaround he is suggesting is that rather than a lease, the town could enter into a management agreement for the building. Technically until we have a town vote, theoretically TCCA could come back and argue they still have a lease. The goal now is Roger (Town Attorney) will come to the meeting on Tuesday, have that agreement with him, and the Select Board can decide at that time.

The new nonprofit has been formed. It met last night and selected officers. Paul Raudonat is Chairperson. Adam thanked him for stepping up. Erik Amundsen got hold of the existing insurance policy.

Martha said the name of the new nonprofit is Thompson Memorial Association or TMA.

Adam said we are still going to have the special town meeting. The Select Board's goal is authority to borrow money to get through to that town vote in summer. Meanwhile the management association will be looking for ways to offset costs with any activity they can generate – short-term tenants, etc.

He also said though TCCA left Friday and said they terminated the lease, technically they can't just walk away like that and any liability over those 3-4 days is on them. Tenant(s) can keep operating, come and go.

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From Tuesday the management nonprofit can work out a new lease agreement with tenant(s). The only thing heard from Carey Knause is he'd like to go to month to month only if something weird happens at the February meeting.

Adam opened the zoom floor up for questions.

Erik Amundsen said they transferred power as of January 4, secured the insurance, filled the oil tank, and talked with tenant Carey Knause this afternoon (willing to work with us, love to stay there, has friends who'd like to move there). He is maybe a little iffy about how the management agreement is going to work. He added that the thrift store has been almost emptied of everything, cleaned out, pickup trucks coming and going. When TCCA changed their bylaws @ four years ago, he said, they didn't have to turn everything over to the town which they were supposed to do according to the leases. Pretty much in limbo at the moment.

Martha said they vacated the lease but we haven't accepted; is that making a difference?

Adam's impression is the board can't accept, the town has to accept to terminate the lease. He said Roger described it as a real gray area. The management agreement seems the best solution; if we accept termination, down the road if any issue comes up such as they're at fault or something's missing, we would have kind of let that bird fly.

Martha asked about tenants' rental payments.

Adam said Carey would pay midweek with the new nonprofit. He again noted TCCA is done, but the town lawyer says legally they are not done.

Jay said Lori sent notes telling tenants not to pay rent to TCCA.

Adam said tenant Carey has been in touch this whole time.

Martha said tenant Chamber of Commerce is holding their check as well. She thinks Davis Long Term Care has storage across from the chamber but doesn't think there has been any communication with them.

Jay said they did communicate; he gave Lori Martha's number for them to follow up.

In answer to Martha, Jay said he is working on the February warrant to have the town vote to terminate the TCCA lease, vote to enter into a new lease, and vote to enter into financials which is three or four articles.

Adm said Roger didn't mention a new lease to him.

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Jay said Roger called him afterward – if a new lease can be done, it should be done by February, replaced with a management agreement. The only thing he added to the management agreement is a mandate that they must have insurance to cover the value of the building.

Jim Justice asked if money is attached to the building, is it ours?

Jay said no, it belongs to the nonprofit association TCCA. They have certain rules to follow if they dissolve. They have not dissolved nor voted to dissolve so it all belongs to them.

Christine Simmonds asked about a Maritime account accepting donations for TCC heating oil. Martha said payments can be made to TCC account #341686 through Maritime, by phone or walk in – registered with the state but we do not yet have IRS exemption for people to make tax-deductible payments.

Adam asked Jay if Lori had reached out about handing over the building, keys, etc. Jay said she would call tomorrow or early Saturday morning, drop one key off, and lock the rest in her office.

Adam thanked everyone who's put in time on this including research, calling insurance companies, driving to Augusta, and all of Jay's TCC time. This was echoed by Paul Raudonat, who added he is eager to get into the building and really looking forward to this being a community venture. Paul would love to speak with anyone interested in helping as we go through this adventure together.

Martha said Paul is planning on setting up a Facebook page to get word out. Paul said stay tuned.

**3. Approve Lease of TCC to the new non-profit organization: None.**

**4. Adjourn:**

Meeting adjourned at 6:54 p.m.

Respectfully submitted,

Sherry Abaldo  
Secretary