

MINUTES

SELECT BOARD MEETING TUESDAY, JANUARY 4, 2022 ONLINE VIA ZOOM AND TOWN HALL STREAMS 6:30 p.m.

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

Others present: Jay Feyler (Town Manager), Roger Therriault (Town Attorney), Christine Simmonds (Courier Gazette), Greg Grotton, Erik Amundsen, Abraham Knight, John Gibbons, Joel Wentworth, Sr., Kathleen Thornton, Paul Raudonat, Gail Hawes, Heather Jackson, Rebekah Smith, and others

1. **Call Select Board Meeting to Order:** at 6:30 p.m. by Adam Fuller.
2. **Pledge of Allegiance**
3. **Possible Executive Session with the Town Attorney 1 MRSA 405 (6) (3) – The public will be held in a waiting room until the ES is over.**

Not needed.

4. **Action from the Executive Session:** None.
5. **Public Comment:** None.
6. **Approve Minutes of Tuesday, December 21, 2021:**

Motion by: Martha Johnston-Nash
2nd by: Josh White
5-0

Approve Minutes of Thursday, December 30, 2021:

Motion by: Bill Lombardi
2nd by: Martha Johnston-Nash
4-0-1 abstention (Justice)

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7. Approve Treasurer's Warrants dated January 4, 2022:

Motion by: Bill Lombardi

2nd by: Josh White

5-0

8. Report from the Committee for the Future of the TCC:

Rebekah Smith noted change in status and said the new nonprofit that is forming is completely separate from CFTCC. CFTCC needs direction and clarification from the board regarding its role, and whether or not the board is comfortable with people serving on both CFTCC and the board of the new nonprofit which is geared toward a six-month continuation of using the building. She does not see any conflict of interest unless the new nonprofit goes on longer than six months, in which case it could potentially create a conflict. She applauded those who stepped up to serve on the nonprofit.

Adam would like CFTCC to flesh out even further the long-term options for the building – now that we have access to the building and some financial information, really hammer down what was done previously and get some hard numbers to take before the voters. He did not see any conflict of interest. He asked for the board's point of view.

Bill saw no conflict of interest and thought people could be directors on both the new nonprofit and CFTCC.

Josh saw no conflict of interest but said it would be nice to mix it up a little bit, i.e., not have the exact same people on both the new nonprofit and CFTCC.

Rebekah said there is overlap but not homogeneity. One member, Paul, would like to be a nonvoting member of CFTCC due to his role in the nonprofit which would leave a voting slot open in CFTCC.

Adam pointed out the very different goals of the new nonprofit and CFTCC. The new nonprofit's goal is to manage the day-to-day operations of the building until the town meeting, offsetting operational costs as much as possible. CFTCC's goal is to deep dive into long-term options for the building to take before voters. He added the board will be watching this weekly.

Jim said the two entities should stay separate since they are different.

Martha said a connection between the two entities is good, but she doesn't know that everybody needs to be on both.

There was discussion on the number of committee members and voting members.

John Mountainland submitted an application to join CFTCC.

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Motion to move all CFTCC members to voting members, increase the committee size from seven to 11 members, and add John Mountainland by: Martha Johnston-Nash
2nd by: Josh White
5-0

9. Additional Member to the CFTCC: Above.

10. Approve the Special Town Meeting Warrant:

Jay and Town Attorney Roger presented the Management and Operations Agreement between the Town of Union and the Thompson Memorial Association (incorporated by reference).

Roger said the reason we need a town meeting is that we have an approval done in 1988 or 1989 for a lease with the old TCC organization. We need to rescind that authority as it is directly contradictory to any lease we might have with the new organization. That's why this is an agreement, not a lease. In addition, since there's nothing in our budget that allows us to spend any money on the TCC, this agreement is to put in place an authority for the new nonprofit to operate the building in the interim until we do get some funding.

Discussion included possible special town meeting dates, flexibility in the agreement, and the number on the warrant (\$25,000) to keep the building running for six months.

Motion to approve January 25 Special Town Meeting, with a figure of \$30,000 by: Bill Lombardi
2nd by: Josh White
5-0

11. Enter into Management and Operations Agreement:

Roger led further discussion on the management agreement (rather than lease) between the town and new nonprofit TMA. He answered a number of questions from the board. Highlights included: this agreement can be turned into a lease if desired down the road, although it does not have to be; and there is a built-in safeguard in that any expenditures have to go through the warrant process.

Motion to accept as written by: Bill Lombardi
2nd by: Josh White
5-0

Amended motion to accept with correction of two typos (page 2, item 3 under Scope of Service "a" in "area"; and paragraph 7 change "comprehensive" to "property" regarding insurance) and use gender neutral terminology by: Bill Lombardi
2nd by: Josh White
5-0

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12. Report from the Green Space Committee:

Kathleen Thornton said they've had four meetings. They reached out to other entities, brought information back to the committee, and are now further investigating options. They also started inviting professionals to meetings, such as a Georges River Land Trust representative, and a lawyer with land conservation and deed restriction experience.

Two basic issues came up: 1) What restrictions do we need? And 2) What mechanism are we going to use to put them in place?

Discussion included the need for a Coggins Hill property survey, maintaining the blueberry operation or not, and more on deed restrictions and easements. They are also looking at a property management plan.

Adam praised the wide-net fact finding and getting in touch with experts. He said the homework they're doing on Coggins Hill should be a blueprint for how we approach green space going forward.

13. Discussion on SB Sidelines:

Motion to table until next meeting by: Martha Johnston-Nash

2nd by: Josh White

5-0

14. Town Manager's Report:

The board needs to sign the TMA agreement, as well as whoever is going to be in the new association.

Pullen Committee meets Thursday at 6:30 p.m.

Ayer Park and Clarry Hill bids are due, also the ambulance budget – to be discussed at the next meeting.

Discussion included immediate TCC funding, the Maritime oil account, and potential liability of board members if the January 25 warrant is not approved.

Martha noted we cannot borrow from one of the directors or officers on the nonprofit.

Jay said when you vote to sign the warrant is when you make that commitment.

15. Other Business: None.

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16. Committee Reports:

a. Broadband

John Gibbons gave updates on progress with LCI and the Coalition. Key items include a ConnectMe grant window opening up, which LCI does a good job with, and the Coalition discontinuing their monthly informational meetings to turn inward and focus on funding/Core Four towns.

He expects in a couple months we will know which way we should go. At that time we will lose all leverage with one, and burn all bridges with the other. No board action necessary at this point.

b. Aging in Place in Union – None.

17. Select Board Reports:

Martha gave a huge thank you to everyone for being so patient, and for tuning into the meeting. She hopes to see all soon at TCC.

Adam thanked the nonprofit folks – Martha in particular, Abe, Erik and a lot of others – as the fact that we are even discussing options is because of volunteerism. They moved very quickly when the town had days and hours. He also thanked Jay for all his work on the issue.

18. Future Agenda Items: None.

19. Adjourn:

Motion by: Bill Lombardi
2nd by: Martha Johnston-Nash
5-0

Meeting adjourned at 8:21 p.m.

Respectfully submitted,

Sherry Abaldo
Secretary