

**JULY 6, 2015**

**PRESENT:** Arthur P. Boyle, Jr. (Chairman), Lewis W. Stone (Vice-Chairman), Willard J. Boulter, Jr. (Clerk), Michelle L. Burt (Selectman), Daniel W. Trabucco (Selectman), Edwin J. Thorne (Town Administrator), Carolyn Murray (Town Counsel), Robert Clarke, Carey Day, Scott Glauben, Michael Kirby, Alan Gigliotti, Sabrina Chilcott (Executive Assistant), and others.

At 7:00 pm Mr. Boyle opened the meeting.

**DISCUSSION WITH CONSERVATION COMMISSION CHAIRMAN REGARDING ZANIBONI LAND TRANSFER AND OTHER CONSERVATION ISSUES**

Mr. Boyle noted that Conservation Commission Chairman Mark Ames was not in attendance. Mr. Kirby stated that Mr. Ames is on vacation. Mr. Day stated his belief that the Commission's Special Municipal Employee status provides protection for the Board; he additionally stated that two letters have been sent to the Selectmen's office requesting that the Conservation Commission be provided legal defense. Ms. Murray was present from Kopelman and Paige and stated that full time or appointed officials in executive session are typically not defended by legal counsel of the town. She stated that the Commission's request of counsel for their activities is another, separate matter. Mr. Day inquired about open session; Ms. Murray confirmed that the matter remains the same, and without a written request to stay in open session, the matters posted must be discussed in executive session. Mr. Trabucco voiced the opinion he would prefer that Mr. Ames be in attendance during the discussion, but noted that this is the third attempt to discuss the posted issues. Further discussion occurred on the desire of Mr. Day for legal representation.

At 7:05 pm, Mr. Boulter moved to enter executive session for discussion regarding the Zaniboni land transfer and other Conservation issues falling under the provisions of G.L. c.30A, Sec.21 (a)(1) to discuss the reputation, character, physical condition or mental health, rather than professional competence, of an individual, or discuss the discipline or dismissal of, or complaints or charges against, a public officer, employee, staff member or individual. Ms. Burt seconded the motion. The vote by roll call: Mr. Trabucco – no, Ms. Burt – yes, Mr. Boulter – yes, Mr. Stone – yes, Mr. Boyle – no. Vote 3/2 in favor. Mr. Boyle advised that the Board will return to open session on conclusion.

Robert Clarke, Carey Day, Scott Glauben, Michael Kirby, Alan Gigliotti and reporters exited the Veteran's Hall at 7:05 pm and returned at 7:25pm.

At 7:25 pm, Mr. Boulter moved to re-enter public session; Mr. Stone seconded the motion. The vote was unanimously in favor by a roll call vote.

Mr. Thorne stated that June 9 of 2014, the minutes of the Conservation Commission reflect a discussion of the land acquisition of the property, and a vote to "advance up to \$10,000 for the successful transfer of the deed as described". He stated that the Conservation Commission minutes of October 6, 2014 reflect a discussion of "Zaniboni Bog Donation", whereby Mr. Clarke explains that "the taxes on the donated property has (sic) been paid through January 1<sup>st</sup>". Mr. Thorne then read the ensuing paragraph of the minutes wherein the discussion of legal counsel led to the ensuing motion by Alan Gigliotti "Motion to engage Dan McDevitt of McDevitt Law Group". Mr. Thorne summarized that the minutes resolve the question of this parcel being identified as donation versus purchase. Discussion ensued on G.L. c.40 s.8C and town counsels' interpretation as "Section 8C makes a distinction between land that is gifted to the Commission, which requires the Selectmen's approval". Mr. Thorne explained that the Board of Selectmen had not taken a vote when the deed was signed December 16, 2014.

Mr. Kirby asked what aspect concerned the Selectmen; Mr. Boyle stated that he feels that the act resulted from someone substituting their opinion for the vote of Town Meeting and the vote of the Board of Selectmen. Discussion ensued on the changes that the parcel has undergone since its first appearance at Town Meeting; it originally appeared as 85 acres (STM Nov 2012, +/- 85 acres, ATM April 2013, +/- 80 acres) and is now reflected as +/- 69.18 acres. Mr.

Kirby discussed the transaction and stated that the Conservation Commission paid \$10,000 for this parcel; Ms. Burt clarified that the deed states that the amount was \$10.00; Mr. Kirby clarified that it states “\$10 and other considerations”, which were fees. Mr. Boulter restated Mr. Boyle’s primary concern whereby an individual substituted their opinion for the vote of Town Meeting and the vote of the Board of Selectmen. Discussion ensued on the original STM vote whereby Mr. Day voiced his opinion that the residents voted against the expense, not against the land acquisition. Mr. Thorne summarized the STM 2012 vote of two separate but related articles to acquire this parcel at +/- 85 acres, with one article expending \$275,000 from CPC funds and the other expending \$125,000 from general funds. He summarized the ATM 2013 CPC Article 20 Recommendation B to expend \$215,000 for this parcel at +/- 80 acres, and stated that the 5 acres discrepant were sold to Hemlock Properties for \$250,000. Mr. Thorne asked if the Conservation Commission paid to engineer the 2 Form A lots; Mr. Clarke stated that the engineering has already been done. Mr. Thorne advised that the total of all recording fees to the registry were \$135 and asked where the \$10,000 remainder had been allocated. Mr. Day elaborated on the transaction, stating that the fees were engineering and legal expenses to transfer the deed. Ms. Burt stated that this describes a purchase negotiation and she asked where the purchase and sale agreement can be viewed; Mr. Day stated that he did not know. Discussion ensued on knowledge of the Board of Selectmen’s agenda items, minutes or meeting results. Mr. Boulter states that, as a result of the facts presented this evening and in prior discussions, he moves to remove Mark Ames as chairman of the Conservation Commission and as a member of the Conservation Commission. Ms. Burt seconded the motion. The vote by roll call: Burt – yes, Boulter – yes, Stone – yes, Trabucco – no, Boyle – yes. The vote was 4/1 in favor.

At 7:50 pm, Mr. Boulter moved to adjourn; Mr. Stone seconded the motion. The vote was unanimously in favor.

#### MATERIALS & EXHIBITS

Email from town counsel re: Zaniboni parcel D6-5 (Lot 1) (BOS/TA Office)

Memorandum dated June 29 from Conservation Commission (ConCom)

Four letters of notification of meeting mailed to M. Ames (BOS/TA Office)

Three letters received from M. Ames regarding scheduled meeting (BOS/TA Office)

Conservation Commission Minutes of 6/9/14, 8/4/14, 9/15/14, 10/6/14, 11/17/14 and 12/8/14 (ConCom)

Memorandum Providing Above Referenced Minutes from ConCom dated 1/22/15 (ConCom/BOS/TA)