

BOARD OF SELECTMEN
SUPPLEMENTAL AGENDA MATERIALS
MARCH 7, 2012

Following is a copy of backup material for the Board of Selectmen's meeting packet for March 7th

As a matter of course, the Board does not receive backup material for CONSENT CALENDAR items with the exception of the Minutes, which need to be proofed for approval. The votes for CONSENT CALENDAR items are as stated on the Agenda.

This scanned and attached material does not include any submissions received after the deadline (Friday before the meeting when packets are sent to the Board) or any material sized larger than 8 ½" x 11" or documents larger than 10 pages. However, we will have ONE copy of such in a box marked "AGENDA MATERIAL" that will be placed on the table outside the Selectmen's Office, Flynn Bldg., 2nd Floor, which may be reviewed but not taken from the Building.

We hope you will find this material helpful.

SUDBURY BOARD OF SELECTMEN
AGENDA
WEDNESDAY, MARCH 7, 2012
7:30 p.m., Town Hall, 322 Concord Road

1. 7:30 Opening remarks
Vote/Sign Read and vote to sign a proclamation for 1stLt Nick Rahall, a United States Marine Corps soldier, acknowledging his safe return from a tour of duty in Afghanistan, and proclaiming Friday, March 9, 2012, as 1stLt Nick Rahall Day in Sudbury.
2. 7:35 Town Manager reports
3. 7:40 Reports from Selectmen
4. 7:45 Discussion regarding Minuteman Regional Vocational/Technical High School
(Dr. Edward A. Bouquillon, Supt. and Alice DeLuca, Chair, Minuteman District School Committee, will attend.)
5. 8:15 **PUBLIC HEARING (Con'd.) – Buddy Dog Humane Society, Inc.** – consideration of signing site plan decision application for changes/improvements to the existing site located at 151 Boston Post Road, Assessor's Map K11, Parcel 0020, zoned Industrial District #4.
Vote/Sign
(Bruce Ey, PE, Schofield Bros. of NE, representing Buddy Dog, will attend.)
The 120 day time limit for a site plan decision expires on May 16th.
6. 8:30 TOWN FORUM: DPW Director Bill Place, Police Chief Rick Glavin, Fire Chief Bill Miles, And Building Inspector Jim Kelly
7. 9:00 **Vote** a) Approve Town Manager signing an Investment Grade Audit Agreement with Ameresco as a participating community, pursuant to a Memorandum of Understanding with the Metropolitan Area Planning Council (MAPC) for Energy Management Services.
 b) Discussion regarding a Power Purchasing Agreement (PPA) for a Solar PV facility on the Sudbury Landfill
(Jim Kelly, Bldg. Inspector, and Bill Braun, Chair, Energy and Sustainability Green Ribbon Committee will attend.)

Consent Calendar:

8. **Vote** Vote to approve the Regular Session minutes of January 31, 2011 and the Regular and Executive Session minutes of February 14.
9. **Vote/Sign** Vote to appoint, for an indefinite term, Ponds and Waterways Committee member Anne Slugg, 14 King Philip Road, as Sudbury's representative to the River Stewardship Council, replacing John Drobinski, who will become the alternate representative, filling a vacancy occasioned by the resignation of Susan Crane, who has moved from Town.
10. **Vote** Vote to accept, on behalf of the Town, a \$1,199.37 donation from the Friends of the Sudbury Youth Commission to be used for youths experiencing financial hardship in participating in Town programs, said funds to be expended under the direction of the Youth Coordinator, and to send a letter of appreciation to the Friends of the Sudbury Youth Commission.

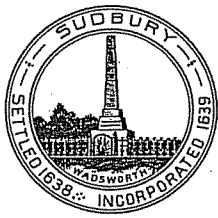
These agenda items are those reasonably anticipated by the Chair which may be discussed at the meeting. Not all items listed may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.

11. **Vote** Vote to approve an increase in the limit of the FY12 Bus Revolving Fund, established under M.G.L. Chapter 44, Section 53 E ½ , from \$400,000 to \$450,000, due to the increased numbers of seventh and eighth graders who pay fees to ride the bus, as requested by the Sudbury Public Schools' School Committee in a letter dated February 23, 2012 from Mary M. Will, Director of Business and Finance.
12. **Vote** Vote to approve Town Manager's appointment of Diana Peck Cebra, 20 Metacomet Way, to the Sudbury Historical Commission for a term to expire on May 31, 2014, filling a vacancy occasioned by the term expiration of Ellen M. Given, as recommended by Historical Commission Chair Lyn MacLean in an email dated February 29th.
13. **Vote/Sign** Vote to sign the Annual Election Warrant for March 26, 2012, as requested by Town Clerk Rosemary Harvell.
14. **Vote** To grant permission for the Annual Sudbury Spring Sprint Triathlon on Sunday, May 6th, from 7 a.m. to 10 a.m., and the third Annual TriSprouts Children's Triathlon on Saturday, May 5th at 9 a.m. as requested in a letter dated February 21 from Race Director, Bill Fiske, subject to conditions and permits required by Park and Recreation and a meeting with the Sudbury Police Department prior to the Sunday event, (preferably at the conclusion of Saturday's children's event), regarding safety concerns and/or weather issues, and the applicant providing for cleanup of any litter created by race participants and staff.

Miscellaneous (untimed items):

15. **Vote** Annual Town Meeting Actions:
- a) Designate articles for Consent Calendar
 - b) Take positions on articles
 - c) Vote to accept the withdrawal of Article #16 (Pawnbroker bylaw) which has been withdrawn for further study.
-

Item #1



Town of Sudbury

Office of Selectmen

Proclamation

WHEREAS: On behalf of the Town of Sudbury, the Board of Selectmen is pleased to acknowledge the safe return of 1stLt. Nick Rahall USMC from a tour of duty in Afghanistan, and

WHEREAS: Nick grew up in Sudbury and was a 2005 graduate of Lincoln-Sudbury Regional High and a 2009 graduate of the United States Naval Academy and was commissioned a 2nd Lt. in the United States Marine Corps, and

WHEREAS: While deployed, Lt. Rahall was awarded the Joint Service Achievement Medal, I.S.A.F. Service Award and the Afghanistan Campaign Medal, and

WHEREAS: Lt. Nick Rahall served as a NATO Counterinsurgency Instructor in Afghanistan before recently returning to the United States, and

WHEREAS: Nick visited with very proud family members and friends in Sudbury before heading to Camp LeJeune in North Carolina,

NOW, THEREFORE, BE IT

PROCLAIMED: That we, the Sudbury Board of Selectmen, on behalf of the Sudbury community, go on record to proclaim Friday, March 9, 2012, as **1stLt. Nick Rahall Day** in the Town of Sudbury.

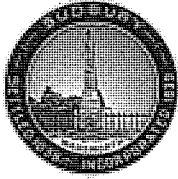
Signed this seventh day of March, two thousand and twelve.

BOARD OF SELECTMEN

Lawrence W. O'Brien, Chairman

Robert C. Haarde

John C. Drobinski



Town of Sudbury

Town Manager's Office

Townmanager@town.sudbury.ma.us

278 Old Sudbury Road
Sudbury MA 01776
978-639-3385
Maureen G. Valente, Town Manager
<http://www.town.sudbury.ma.us>

Item #4

Date: Friday March 2, 2012
To: Board of Selectmen
From: Maureen G. Valente, Town Manager *Maureen*
Subject: Minuteman Meeting with Board of Selectmen

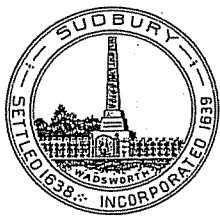
I am attaching the draft resolution you earlier supported that was sent to the Minuteman Superintendent and Chair and prompted this meeting with them.

At a meeting on Thursday of this week, Selectman Haarde, Finance Committee member Bill Kneeland, Minuteman School Committee member from Sudbury Dave Manjarrezz and myself met to discuss and make recommendations to the Board on how best to use this time with the Minuteman folks. As you have seen over the past year, a number of issues have captured our attention as we spent time evaluating the proposed renovation/capital project requested by the MRV School Committee. But when you prioritize the many issues, the top question that appears to underpin all the rest is the question of the high proportion of out of district students that attend Minuteman. Until the benefits and costs of that situation is fully addressed and understood, it will be difficult for the 16 member towns to find common ground to support the capital project.

Therefore, we agreed at our meeting on the following:

1. We will ask Dr. Bouquillon and Chairman DeLuca to not make a formal presentation to you, but rather be prepared to be engaged in dialogue regarding the issue of out of district students attending Minuteman
2. Selectman Haarde would ask Chairman O'Brien if he could be the lead person to pose the questions and guide the discussion with Dr. Bouquillon and Chairman DeLuca.
3. Dave Manjarrez would provide some suggestions to Selectman Haarde and me on questions to help better understand the issue of the students from non-member towns on the finances and the educational position of the high school. Dave would not be involved in the discussions at the Selectmen's meeting.

And to let you know: Although we had specifically invited our legislators to this meeting, they could not make this night and are instead scheduled for your meeting on April 3.



TOWN OF SUDBURY

Office of Selectmen
www.sudbury.ma.us

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278 Old Sudbury Rd
Sudbury, MA 01776-1843
978-639-3381
Fax: 978-443-0756

Email: selectmen@sudbury.ma.us

December 8, 2011

Dr. Edward Bouquillon
Alice DeLuca, Chairman
Minuteman Regional School District
758 Marrett Road
Lexington MA 02421

Dear Superintendent Bouquillon and Chairman DeLuca:

Thank you for arranging the November 3, 2011 quarterly meeting with the municipal representatives from the Minuteman member towns, which was attended by Selectman Bob Haarde and Town Manager Maureen Valente. At that meeting, and in a follow-up email, you noted the following "talking points" for conversations with Massachusetts state legislators regarding the Minuteman capital projects.

- Increase the level of MSBA reimbursement to reflect the higher costs of CTE school construction
- Capture Capital contributions from non-member communities
- Honor the Capital costs of training and re-educating the Adult Workforce in the Region

We certainly wish you success with these items. At this time, the Selectmen of Sudbury want to further address item #2 above: capital contributions from non-member communities. We wish to make you and our fellow towns in the district aware of our perspective on this issue by developing a resolution, which is to be taken in conjunction with the September 13, 2011, letter that was sent to you from the Boards of Selectmen from the Towns of Sudbury, Wayland, Belmont, Weston and Carlisle (see attached).

We strongly believe that the taxpayers of Sudbury should not be paying for the costs of vocational education for students from non-member towns, whether they are operational or capital costs. We remain concerned that, even if substantial relief is achieved through your discussions with legislators, it may still leave a large cost for member towns to pay toward the capital costs of non-member students. We are further concerned about the enrollment profile of the school, and the apparent continued growth of students from non-member towns as a percent of total enrollment and the operational costs to the non-member towns relative to the costs to member towns.

Therefore, we are developing a draft resolution regarding the project, which we will be discussing at an upcoming Selectmen's meeting.


The Selectmen of the Town of Sudbury hereby resolve the following in regards to the Minuteman proposed capital project: We are opposed to this project moving forward with any significant

expenditure of funds until there are acceptable protections in place to prevent the taxpayers of the Town of Sudbury from being obligated to subsidize the educational and capital costs of students from non-member towns or cities. Further, we believe that, unless such protections are in place before any bond is issued for this project, the Minuteman School Committee should reduce the size of the project so that it is appropriately sized for the current enrollment plus reasonable projections for students who are members of the district. The project should only move forward to accommodate the needs of those students from towns and cities willing to commit to the best interests of their students by formally joining the district.

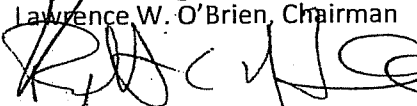
You are invited to join us for the meeting when we discuss this, and ask that you work with our Town Manager to find a time on one of our upcoming meetings where you can join us. We look forward to a good discussion of this issue, and we remind you of our steadfast support of the high school as we consider this difficult question of how to design and pay for the renovation of the facility. We plan on inviting our State legislators to this meeting as well.

Sincerely,

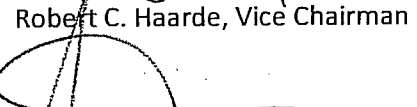
SUDBURY BOARD OF SELECTMEN



Lawrence W. O'Brien, Chairman



Robert C. Haarde, Vice Chairman



John C. Drobinski

cc: David Manjarrez
Rep. Tom Conroy
Sen. James Eldridge
Sen. Susan Fargo
Governor Deval Patrick
Ms. Alice Peisch
Jim Rao, FinCom Chair
Nancy Marshall, L-S School Com. Chair
Scott Carpenter, L-SRHS Supt.
John McCarthy, MSBA Interim Exec. Dir.
Dept. of Education, Maura Banta, Dir.
Dept. of Revenue, Finance & Taxation Dept.

March 7, 2012

SITE PLAN DECISION
SUDBURY BOARD OF SELECTMEN
Buddy Dog
151 Boston Post Road

DECISION of the Board of Selectmen of the Town of Sudbury, Massachusetts (the "Board") on the petition of Buddy Dog Humane Society, Inc. (the "Applicant"), for Site Plan approval for property located at 151 Boston Post Road, Sudbury, MA for improvements to the site consisting of construction of a roof over an outside dog exercise area at the rear of the building; installation of a new wastewater treatment system; construction of a stormwater management system; construction of a new gravel parking area; modification of the existing driveway and parking area; and minor modifications to the existing building façade. The site is shown on Sudbury Town Assessors' Maps K11, Lot 0020, zoned Industrial District #4 (the "Property").

This decision is in response to an application by the Applicant for approval of a Site Plan submitted to the Board on January 17, 2012 pursuant to the Zoning Bylaw of the Town of Sudbury (the "Zoning Bylaw"), Section 6300.

After causing notice of the time and place of its public hearing and of the subject matter thereof to be published, posted and mailed to the Applicant, abutters and other parties in interest, as required by law, Lawrence W. O'Brien, Chairman of the Board, called the public hearing to order on February 14, 2012. The hearing was continued to March 7, 2012, and was closed at the end of the March 7, 2012 proceedings. Board members and Lawrence W. O'Brien, John C. Drobinski and Robert C. Haarde were present throughout the proceedings. The record of the proceedings and submissions upon which this decision is based may be referred to in the office of the Town Clerk or the Board office.

The Board is in receipt of the following:

1. Application for Site Plan Approval dated December 22, 2011 (received January 17, 2012), including Site Plans prepared by Schofield Brothers of New England dated November 1, 2011, consisting of 7 sheets; architectural plans prepared by ADG/Architectural Design & Graphics dated April 25, 2011, last revised November 7, 2011, consisting of 2 sheets (the "Plan"); Stormwater management Permit report prepared by Schofield Brothers of New England dated January 10, 2012; and a letter from Bruce Ey, Schofield Brothers, to the Board dated January 20, 2012.
2. Memo from John Whalen, Asst. Fire Chief, to the Board dated February 6, 2012.
3. Memo from Jody Kablack, Planning Director, to the Board of Selectmen dated February 7, 2012.

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4. Letter from the Planning Board to the Selectmen dated February 7, 2012.
5. Pre-application meeting notes dated July 26, 2011.
6. Memo from Paul Kenny, Town Counsel, to Jody Kablack, dated January 5, 2007, regarding Buddy Dog's exempt status under MGL c. 40A, s. 3.
7. Memo from Bill Place, DPW Director, to the Board dated February 7, 2012.
8. Memo from Bob Leupold, Health Director, to the Board dated February 8, 2012.
9. Memo from Jim Kelly, Building Inspector, to the Board dated February 8, 2012.
10. Email from Bridget Hanson dated February 14, 2012.
11. Memo from Deborah Dineen, Conservation Commission, dated February 14, 2012.

Based upon a determination that the foregoing evidence, together with the plans submitted, conformed to the intent and purpose of the Zoning Bylaw requirements, a motion was made and unanimously approved as follows:

VOTED: To approve the Site Plan Application of Buddy Dog Humane Society, Inc. to construct a roof over an outside dog exercise area at the rear of the building; installation of a new wastewater treatment system; construction of a stormwater management system; construction of a new gravel parking area; modification of the existing driveway and parking area; and minor modifications to the existing building façade for Property located at 151 Boston Post Road, shown on Sudbury Town Assessors' Maps K11, Lot 0020, as shown on a plan entitled "Site Development Plans for Proposed Improvements to the Buddy Dog Humane Society, Inc.", 151 Boston Post Road, Sudbury, MA 01776, dated 11/1/11, prepared by Schofield Brothers of New England, Inc., Framingham, MA consisting of consisting of 7 sheets; architectural plans prepared by ADG/Architectural Design & Graphics dated April 25, 2011, last revised November 7, 2011, consisting of 2 sheets, subject to compliance with all governmental laws and regulations including, but not limited to Wetlands Protection Act and Sudbury Wetlands Administration Bylaw, zoning, building and health laws and regulations, and further subject to the following conditions insofar as they apply to the Property:

1. Issuance of an Order of Conditions by the Conservation Commission.
2. Issuance of a Stormwater Management Permit by the Planning Board or its delegated Reviewing Authority.
3. Final approval of the landscaping by the Board shall occur once the site improvements are substantially complete. It is the Board's intention to address landscaping along the frontage of the Property to create an attractive streetscape which does not interfere with sight distance at the driveway to the Property, or for visitors entering the Property. Low plantings, and/or fencing set back from the edge of pavement may accomplish these goals. Additionally, the Board seeks to screen the parking area from abutting properties, particularly by the preservation of existing vegetation along the side lot lines of the Property. Prior to accepting an as-built plan indicating compliance with the conditions of this Decision, the Board or their representative shall view the Property for compliance with these performance standards. If, in the opinion of the Board, additional screening or landscaping is required, the Applicant shall

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forthwith rectify such concerns with the planting of additional vegetation to the reasonable satisfaction of the Board.

4. The Plan must be revised, as follows:
 - a. The parking lot striping shall be removed from the entrance to the Bosse Sports Club property.
 - b. The location of the dumpster shall be shown on the Plan.
5. Any new signage shall be approved as required under the applicable provisions of the Zoning Bylaw by the Design Review Board.
6. The historic sign shall not be removed from the frontage of the Property, or shall be relocated at the advice and approval of the Sudbury Historical Commission and the Department of Public Works.
7. A permit from the Massachusetts Dept. of Transportation is required and shall be submitted to the Board prior to issuance of an Occupancy Permit. The Applicant shall repave the shoulder of Route 20 along the frontage of the Property as a condition of this approval.
8. The lease between the Applicant and NStar for the expanded parking shall be submitted.
9. The project architect shall confirm the total complete square footage of the building.
10. No wells for drinking water supply shall be installed on the site.
11. No use of salt or sodium-based de-icers on site unless approved by the Conservation Commission.
12. No storage or use of chemicals on site except in conformity with guidelines and requirements of the Board of Health and the Fire Chief; the owner or operator of the site shall comply with the Massachusetts Oil and Hazardous Materials Release Prevention and Response Act, M.G.L. Chapter 21E, as amended, and all regulations issued there under.
13. Maintenance of the stormwater management system shall be in conformance with the Operation and Maintenance Plan submitted for this proposal in the Stormwater Management Permit report prepared by Schofield Brothers of New England, Inc., dated January 10, 2012, or any revisions thereto approved or required by the Sudbury Conservation Commission.
14. The Applicant shall repair in a timely manner any damage to public roads adjacent to the project that results from the construction and/or maintenance of the project to the satisfaction of the Director of Public Works.
15. All fire lanes and parking areas shall be kept clear at all times, and all snow shall be removed from these areas to ensure access by fire trucks and other public safety vehicles. All signage shall be maintained in good order.

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16. Submission of an "as built" plan. Any material change in the physical condition of the site, including changes in the location or design of structures or systems, following approval of the site plan, will require approval by the Board of Selectmen.
17. Prior to accepting an as-built plan indicating compliance with the conditions of this Decision, a site review will be conducted by the Board or its representative, and a performance bond shall be required from the Applicant to secure any conditions noted above which have not been completed.
18. No Building Permit shall be issued until this Decision has been recorded in the Middlesex South Registry of Deeds, the plans are approved and signed by the Board, and certain items noted above [1, 2, 4, 7, 8, and 9], as specified by the Board, are complied with.
19. The Board shall not accept the as-built plan indicating compliance with the conditions of this Decision until certain items noted above [3, 6, 14, 16 and 17] are complied with.
20. This approval shall lapse if construction and substantial use thereof have not commenced except for good cause within two (2) years from the effective date of said approval.

Appeals of the grant of this permit, if any, shall be made pursuant to M.G.L. Chapter 40A, Section 8.

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Date: March 7, 2012

SUDBURY BOARD OF SELECTMEN

Lawrence W. O'Brien, Chairman

Robert C. Haarde

John C. Drobinski

COMMONWEALTH OF MASSACHUSETTS

MIDDLESEX, ss

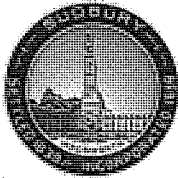
March 7, 2012

On this 7th day of March, 2012, before me, the undersigned notary public, personally appeared the above-named _____, proved to me through satisfactory evidence of identification, which was personal knowledge, to be the person whose name is signed on the preceding document, and acknowledged to me that he signed it voluntarily for its stated purpose.

, Notary Public

My commission expires:

cc: Town Clerk
Board of Health
DPW Director
Building Inspector
Planning and Community Development Department
Town Counsel
Fire Chief
Conservation Commission
Applicant



Town of Sudbury

Town Manager's Office

278 Old Sudbury Road
Sudbury MA 01776
978-639-3385

Maureen G. Valente, Town Manager

Townmanager@town.sudbury.ma.us

<http://www.town.sudbury.ma.us>

Date: Friday March 2, 2012
To: Board of Selectmen
From: Maureen G. Valente, Town Manager *Maureen*
Subject: Forum meeting with Department heads
Cc: Bill Place, Rick Glavin, Bill Miles, Jim Kelly

You may recall we have a tradition of periodically having time on the Board's agenda when the Board of Selectmen can meet directly with Town Department heads and Boards and Committees to be brought up to date on their activities and upcoming plans, known as "forums" with the Selectmen.

For your meeting on March 7, I have asked four department heads to meet with you. Each will begin by giving you a brief presentation on what has been going on in the Town in their area of responsibility including staffing changes, activities, ongoing major projects as well as planned projects. And you will have a chance to ask them questions as well. We allocate about 10 minutes per department head for this.

Some of the department heads will also be attending a capital planning meeting earlier that evening but hopefully will be at your meeting on time.

Just a reminder that they won't be able to comment on any areas that overlap with collective bargaining issues.

"7"

Item #7

INVESTMENT GRADE AUDIT AGREEMENT

THIS INVESTMENT GRADE AUDIT AGREEMENT (this "**Audit Agreement**") is entered into as of _____, 2012, by and between the Town of Sudbury, acting by its Town Manager, with a business address at 278 Old Sudbury Rd., Sudbury, MA 01776, and the Sudbury Public Schools, acting by its Superintendent, with a business address of 40 Fairbank Rd., Sudbury, MA 01776, collectively referred to as "**Owner**", and Ameresco, Inc. having its principal place of business at 111 Speen Street, Suite 410, Framingham, Massachusetts 01701 ("**Ameresco**"). The Owner and Ameresco may be referred to herein individually as a "**Party**" and collectively as the "**Parties**".

WHEREAS, Per *Massachusetts General Laws Chapter 25A*, the Metropolitan Area Planning Council ("**MAPC**") issued a Request for Qualifications ("**RFQ**") on July 27, 2011, and any changes thereto, and Ameresco provided a response to said RFQ dated September 16, 2011 and any revisions thereto ("**Response**"); incorporated herein by reference, and Ameresco was selected by MAPC to offer Energy Management Services to participating entities, including Owner; and

WHEREAS, Ameresco desires to perform certain energy services including a detailed energy audit for Owner at the facilities identified in Exhibit A attached hereto (the "**Facilities**"); and

WHEREAS, a product of this Agreement shall be a proposal (the "**Project Proposal**"), which, shall become the basis for work to be performed by Ameresco under a separate energy services agreement ("**ESA**") to be executed *after* the acceptance by Owner of the Energy Audit; and

WHEREAS, Owner may enter into an ESA with Ameresco for implementation of the Scope of Work (referred to below) identified by Ameresco as a result of its work under this Audit Agreement.

NOW THEREFORE, in consideration of the mutual promises and agreements contained herein, the Parties hereto hereby agree as follows:

A. SCOPE

1. Ameresco shall complete the following work under this Audit Agreement (the "**Audit Work**"):
 - (a) conduct an energy audit of the Facilities for review and approval of Owner, as per the approach described in Exhibit B attached hereto;
 - (b) analyze the existing Facilities' energy consuming systems;
 - (c) design an appropriate project for the Facilities; and
 - (d) prepare and deliver to Owner the Project Proposal, which shall include:
 - (i) the proposed scope of work (the "**Scope of Work**");
 - (ii) the implementation price for the Scope of Work (the "**Implementation Price**");
 - (iii) estimated cost savings for the Project Proposal; and
 - (iv) a pro forma cash flow analysis showing the project self funds over a twenty (20) year repayment period starting after completion of construction. (Analysis will be based on Ameresco or other proposed financing terms over a period not to exceed twenty years or less, with a fixed rate of interest actually available to Owner.)

2. Owner hereby agrees to provide timely and complete access to all necessary and available property and energy consumption and cost records for up to three (3) years preceding the commencement of Ameresco's services. Owner will make available the assistance of its personnel as may be necessary for Ameresco's performance of the Audit Work hereunder.
3. Ameresco hereby agrees that all conservation measures recommended and proposed shall meet all current codes including the State Sanitary Code, Plumbing and Fuel Gas Codes, Fire Prevention Regulations, Massachusetts Electrical Code, State Building Code and any other applicable requirements of federal, state, and local government. Ameresco will not be expected to resolve any existing code violations but shall report to Owner if any such violations are found.
4. Ameresco hereby agrees that the Project Proposal will note when any specified equipment will require additional personnel to be hired by Owner for operation or maintenance.
5. Ameresco, to the maximum extent feasible and consistent with the optimization of conservation measures, hereby agrees to specify similar or comparable equipment of the same manufacturer at each building and property in order to achieve as much standardization of equipment as possible in Owner facilities.
6. Ameresco acknowledges that Owner may retain an energy consultant to assist in the technical, financial and commercial management of the Audit Work and hereby agrees to work collaboratively with the energy consultant as directed and to provide all necessary documentation, in a form satisfactory to the consultant (such as MS Excel) in support of the review of the Audit Work. Ameresco may require consultant to execute a confidentiality agreement to protect proprietary material or information
7. Coincident with the completion of the Audit Work and Owner's notification that it has accepted the Scope of Work set forth in the Project Proposal, Ameresco will prepare and submit to Owner an ESA detailing the terms and conditions related to the implementation of the Project Proposal.

B. TERMS

1. Ameresco's receipt of an executed copy of this Audit Agreement shall be evidence of Owner's agreement to the terms and conditions of this Audit Agreement and its authorization of and notification to Ameresco to proceed with the Audit Work. Ameresco will thereafter promptly initiate the Audit Work.
2. Owner hereby agrees that if it does not execute an ESA for the Scope of Work within ninety (90) days of submission of the Project Proposal, Owner shall compensate Ameresco for its Audit Work by paying an audit fee to Ameresco in the amount of Twenty Five Thousand Four Hundred Seventeen Dollars (\$25,417) (the "Audit Fee"). The Audit Fee shall be fully-earned, due and payable by Owner to Ameresco no later than one hundred-twenty (120) days after the date that Ameresco submits the Project Proposal to Owner. Owner reserves the right to reject the Scope of Work and not be liable to Ameresco for the Audit Fee if, 1) after review of the Facilities, Ameresco confirms that energy or water savings cannot be attained at any of Facilities; 2) Ameresco is unable to identify a package of energy and water conservation measures which, if implemented, will be able to provide Owner with guaranteed cash savings sufficient to fund payments of all or a portion of annual costs and fees associated with the ESA, including any annual fees to Ameresco (less any third-party rebates or incentives or cash payment Owner may choose to contribute); or, 3) Owner, upon review of the Project Proposal, reasonably determines that it does not meet with the terms and conditions of this Agreement, provided Ameresco shall have fifteen (15) business days to revise the Project Proposal to comply with said terms and conditions.

3. If Owner and Ameresco enter into an ESA which includes the Scope of Work, Owner will not be billed the Audit Fee due under this Audit Agreement as the Implementation Price shall be all inclusive. In the unlikely event that Ameresco is unable to develop a project that satisfies the annual cash flow goal set forth in Section 1(d)(iv) above, then Owner is not obligated to reimburse Ameresco the Audit Fee; provided, however, that Ameresco will be deemed to have satisfied the requirements of Section 1(d)(iv) above should Ameresco's failure to meet the requirements of such section result from either (a) a material adverse change in Owner's credit or bond rating or (b) an increase in interest rates such that the costs associated with the Scope of Work increase due to conditions beyond the control or fault of Ameresco.
4. Ownership of all documents, drawings, calculations, test results, recommendations, technical specifications, renderings, exhibits, models, prints, photographs, or other materials prepared by Ameresco shall become the property of Owner upon payment therefore.

All such documents prepared or furnished by Ameresco pursuant to this Agreement are instruments of service. Such documents are not intended or represented to be suitable for reuse by Owner or others on extensions of the proposed project or on any other project. Any reuse without written verification or adaptation by Ameresco for the specific purpose intended will be at Owner's sole risk and without liability or legal exposure to Ameresco, or to Ameresco's independent professional associates or consultants.

C. LIABILITY

In no event shall Ameresco be liable for any special, consequential, incidental, punitive, exemplary or indirect damages in tort, contract or otherwise, including, without limitation, loss of profits, loss of use of the Facilities or other property, or business interruption, howsoever caused, in connection with this Audit Agreement.

D. ENTIRE AGREEMENT

1. This Audit Agreement and exhibits and attachments hereto, if any, shall (a) constitute the entire agreement between the Parties relating to the subject matter hereof, (b) supersede all previous agreements, discussions, communications and correspondences with respect to the subject matter hereof and (c) only be amended, supplemented or modified by a written instrument executed by both Parties. If any provision of this Audit Agreement is held by a court of competent jurisdiction to be unenforceable, no other provision shall be affected thereby, and the remainder of this Audit Agreement shall be interpreted as if it did not contain such unenforceable provision.
2. Ameresco and Owner represent and warrant to each other that (a) the execution, delivery and performance of this Audit Agreement have been duly authorized and approved by all necessary organizational action on the part of such Party, (b) the signatories hereto have been duly authorized by all necessary organizational action of such Party to sign and deliver this Audit Agreement and (c) upon execution this Audit Agreement will constitute a legal, valid and binding obligation of such Party.

[signature page follows]

IN WITNESS WHEREOF, the duly authorized officers or representatives of the Parties have set their hand under seal on the date first written above with the intent to be legally bound.

OWNER: TOWN OF SUDBURY

AMERESCO, INC.

Authorized Signature

Maureen G. Valente

Town Manager

Authorized Signature

David J. Anderson

Executive Vice President

OWNER: SUDBURY PUBLIC SCHOOLS

Authorized Signature

Anne Wilson

Superintendent

[Signature Page to the Investment Grade Audit Agreement]

EXHIBIT A

FACILITIES LIST

Building	Address	Sq. Ft.
DPW Highway	275 Old Lancaster Road	4,000
DPW Offices (2 bldgs)	275 Old Lancaster Road	28,000
Flynn Building	278 Old Sudbury Road	15,916
Town Hall	322 Concord Road	12,789
Police Station	415 Boston Post Road	6,400
Fairbank Center (including pool)	40 Fairbank Road	38,076
Goodnow Library	21 Concord Road	32,800
Fire Department HQ	77 Hudson Road	7,400
Fire Station	550 Boston Post Road	3,484
Fire Station	266 North Road	3,484
Curtis Middle School	22 Pratts Mill Road	155,000
Loring Elementary School	80 Woodside Road	71,451
Noyes Elementary School	280 Old Sudbury Road	65,000
Haynes Elementary School	169 Haynes Road	62,811
Nixon Elementary School	472 Concord Road	58,215
	Total	564,826

EXHIBIT B

Audit Details

a. Process Overview

This will be an interactive approach in working with the Owner, following these steps:

- 1) Preliminary Assessment of Needs and Opportunities
 - a) Meet with the Owner to establish interests, plans, problems, etc. related to facilities and operation of facilities.
 - b) Collect data and background information on buildings, equipment and facilities operation
 - c) Perform a preliminary walk-through of facilities and interview staff and occupants to identify potential measures
 - d) Establish base year consumption and reconcile with end-use consumption estimates
 - e) Conduct a preliminary analysis of potential measures
 - f) Meet with the Owner to present preliminary findings and establish agreement on measures to further analyze
- 2) Further Analysis and Audit Report
 - a) Further analyze measures
 - b) Develop a draft Investment Grade Audit Report
 - c) Meet with the Owner to present results
 - d) Prepare final Investment Grade Audit Report
- 3) Energy Performance Contract Proposal
 - a) Develop draft contract for an energy savings performance contract
 - b) Meet with the Owner to present results and negotiate final terms

b. Scope Guidelines and Requirements

- 1) Allowable cost and savings factors approved for consideration. Owner will provide Ameresco with sufficient guidance to develop savings estimates.
 - a) Payment sources that can be incorporated:
 1. Energy and water cost savings
 2. Material/commodity savings, including scheduled replacement of parts
 3. Outside labor cost savings, including maintenance contracts
 4. Deferred maintenance cost
 5. Offset of future capital cost
 6. Outside incentive funds (utility incentives, grants, etc.)
 7. Any savings related to maintenance and operation of the facilities.

c. Collect data and background information from Owner concerning facility operation and energy use for the baseline period as follows.

- 1) Building square footage.
- 2) Construction data of buildings and major additions including building envelope
- 3) Sample utility company invoices
- 4) Occupancy and usage information
- 5) Description of primary energy-consuming or energy-saving equipment used on the premises, as available.
- 6) Description of energy management procedures utilized on the premises
- 7) Description of any energy-related improvements made or currently being implemented
- 8) Description of future plans regarding building modifications or equipment modifications and replacements
- 9) Drawings, as available (may include mechanical, plumbing, electrical, building automation and temperature controls, structural, architectural, modifications and remodels)
- 10) Operating engineer logs, maintenance work orders, etc., as available
- 11) Records of maintenance expenditures on energy-using equipment, including service contracts
- 12) Prior energy audits or studies, if any

Owner agrees to work diligently to furnish Ameresco, upon request, accurate and complete data and information as available. Where information is not available from Owner, Ameresco will make a diligent effort to collect such information through the facility inspection, staff interviews, and utility companies.

Ameresco agrees to work diligently to assess validity of information provided and to confirm or correct the information as needed.

d. **Identify potential measures**

- 1) Interview the facility manager, maintenance staff, subcontractors and/or occupants of each building regarding:
 - a) Facility operation, including energy management procedures
 - b) Equipment maintenance problems
 - c) Comfort problems and requirements
 - d) Equipment reliability
 - e) Projected equipment needs
 - f) Occupancy and use schedules for the facility and specific equipment.
 - g) Facility improvements – past, planned and desired
- 2) Survey major energy-using equipment, including lighting (indoor and outdoor), heating and heat distribution systems, cooling systems and related equipment, automatic temperature control systems and equipment, air distribution systems and equipment, outdoor ventilation systems and equipment; exhaust systems and equipment; hot water systems, electric motors, transmission and drive systems, special systems (kitchen/dining equipment, etc.), renewable energy systems, other energy using systems, water consuming systems (restroom fixtures, water fountains, irrigation systems, etc.)
- 3) Perform "late-night" surveys outside of normal business hours or on weekends to confirm building system and occupancy schedules, if deemed necessary.
- 4) Develop a preliminary list of potential energy and water saving measures. Consider the following for each system:
 - a) Comfort and maintenance problems
 - b) Energy use, loads, proper sizing, efficiencies and hours of operation
 - c) Current operating condition
 - d) Remaining useful life
 - e) Feasibility of system replacement

- f) Hazardous materials and other environmental concerns
- g) Institution's future plans for equipment replacement or building renovations
- h) Facility operation and maintenance procedures that could be affected
- i) Capability to monitor energy performance and verify savings

e. **Establish base year consumption and reconcile with end use consumption estimates.**

- 1) Establish base year consumption by examining utility bills for a representative period of time for electricity, gas, steam, water, etc. Present base year consumption in terms of energy units (kWh, kW, ccf, Therms, gallons, or other units used in bills), in terms of dollars, and in terms of dollars per square foot. Describe the process used to determine the base year (averaging, selecting most representative contiguous 12 months, etc.). Consult with facility personnel to account for any anomalous schedule or operating conditions on billings that could skew the base year representation. Ameresco will account for periods of time when equipment was broken or malfunctioning in calculating the base year.
- 2) Estimate loading, usage and/or hours of operation for all major end uses of total facility consumption including, but not limited to: lighting, heating, cooling, motors (fans and pumps), plug loads, and other major energy and water using equipment. Where loading or usage are highly uncertain (including variable loads such as cooling), Ameresco will use its best judgment, spot measurements or short-term monitoring. Ameresco should not assume that equipment run hours equal the operating hours of the building(s) or facility staff estimates.
- 3) Reconcile annual end-use estimated consumption with the annual base year consumption. This reconciliation will place reasonable "real-world" limits on potential savings.

f. **Develop a preliminary analysis of potential energy and water saving measures.**

- 1) List all reasonably potential opportunities. Consider technologies in a comprehensive approach including, but not limited to: lighting systems, heating/ventilating/air conditioning equipment and distribution systems, controls systems, building envelope, motors, kitchen equipment, pools, renewable energy systems, other special equipment, irrigation systems, and water saving devices.
- 2) Identify measures which appear likely to be cost effective and therefore warrant detailed analysis
- 3) For each measure, prepare a preliminary estimate of energy or water cost savings including description of analysis methodology, supporting calculations and assumptions used to estimate savings.

g. **Meet with Owner to present preliminary findings** prior to thorough analysis. Discuss assessment of energy use, savings potential, project opportunities, and potential for developing an energy performance contract. Develop a list of recommended measures for further analysis. The Owner shall have the option to reject calculations of savings, potential savings allowed, or project recommendations.

h. **Upon selection by Owner of ECMs for further consideration, analyze savings and costs for each agreed upon energy and water saving measure.**

- 1) Follow the methodology of ASHRAE or other nationally-recognized authority following the engineering principle(s) identified for each retrofit option
- 2) Utilize assumptions, projections and baselines which best represent the true value of future energy or operational savings. Include accurate marginal costs for each unit of savings at the time the audit is performed, documentation of material and labor cost savings, adjustments to

the baseline to reflect current conditions at the facility, calculations which account for the interactive effects of the recommended measures.

- 3) Use best judgment regarding the employment of instrumentation and recording durations so as to achieve an accurate and faithful characterization of energy use
 - 4) Develop a preliminary measurement and verification plan for each measure
 - 5) Follow additional guidelines for analysis and report preparation given below
- i. **Prepare a draft Investment Grade Audit Report.** The report provides an engineering and economic basis for negotiating a potential Energy Performance Contract between the Owner and the Ameresco. The report shall include:
- 1) Overview
 - a) Contact information
 - b) Summary table of recommended energy and water saving measures, with itemization for each measure of total design and construction cost, annual maintenance costs, the first year cost avoidance (in dollars and energy units), simple payback and equipment service life
 - c) Summary of annual energy and water use by fuel type and costs of existing or base year condition
 - d) Calculation of cost savings expected if all recommended measures are implemented, and total percentage savings of total facility energy cost.
 - e) Description of the existing facility, mechanical and electrical systems
 - f) Summary description of measures, including estimated costs and savings for each as detailed above
 - g) Discussion of measures considered but not investigated in detail
 - h) Conclusions and recommendations
 - 2) Base year energy use
 - a) Description and itemization of current billing rates, including schedules and riders.
 - b) Summary of all utility bills for all fuel types and water
 - c) Identification and definition of base year consumption and description of how established
 - d) Reconciliation of estimated end use consumption (i.e. lighting, cooling, heating, fans, plug loads, etc) with base year (include discussion of any unusual findings)
 - 3) Full description of each energy and water saving measure including:
 - a) Written description
 - (1) Existing conditions
 - (2) Description of equipment to be installed and how it will function
 - (3) Include discussion of facility operations and maintenance procedures that will be affected by installation/implementation.
 - (4) Present the plan for installing or implementing the recommendation.
 - b) Savings calculations
 - (1) Savings estimates including analysis methodology, supporting calculations and assumptions used.
 - (2) Annual savings estimates. The cost savings for all energy saving measures must be estimated for each year during the contract period. Savings must be able to be achieved each year (cannot report average annual savings over the term of the contract).
 - (3) Savings estimates must be limited to savings allowed by the Owner as described above.
 - (4) Percent cost-avoidance projected
 - (5) Description and calculations for any proposed rate changes

- (6) Explanation of how savings interactions between retrofit options is accounted for in calculations.
- (7) Operation and maintenance savings, including detailed calculations and description. Ensure that maintenance savings are only applied in the applicable years and only during the lifetime of the particular equipment.
- (8) Conclusions, observations, caveats
- c) Cost estimate -- detailed scope of the construction work needed. Include all anticipated costs associated with installation and implementation. Provide specifications for major mechanical components as well as detailed lighting and water fixture counts.
 - (1) Engineering/design costs
 - (2) Ameresco/vendor estimates for labor, materials, and equipment; include special provisions, overtime, etc., as needed to accomplish the work with minimum disruption to the operations of the facilities.
 - (3) Permit costs
 - (4) Construction management fees
 - (5) Environmental costs or benefits (disposal, avoided emissions, handling of hazardous materials, etc.)
 - (6) Conclusions, observations, caveats
- d) Other
 - (1) Estimate of average useful service life of equipment
 - (2) Preliminary commissioning plan
 - (3) Preliminary measurement and verification plan, following the International Performance Measurement and Verification Protocol (IPMVP) or other approved approach, explaining how savings from each measure is to be measured and verified (stipulated by Contract, utility bill analysis, end-use measurement and calculation, etc.).
 - (4) Discussion of impacts that facility would incur after contract ends. Consider operation and maintenance impacts, staffing impacts, budget impacts, etc., and identify who is responsible for maintenance.
 - (5) Compatibility with existing systems. NOTE: Include the name of the existing controls system, if new controls systems will have to be compatible with an existing brand of controls. Also note if a sole-source vendor is established for controls systems.
 - (6) Complete appendices that document the data used to prepare the analyses. Describe how data were collected.

j. **Meet with Owner to:**

Review the recommendations, savings calculations and impact of the measures on the operations of the facility. Describe how the projected project economics meet the terms for completing the Technical Energy Audit and Performance Contract Proposal. Discuss the willingness and capability of Owner to make capital contributions to the project to improve the economics of the overall project.

k. **Revise Audit as directed by Owner.**

- l. **Prepare an Energy Performance Contract Proposal (Term Sheet).** In anticipation of Ameresco and Owner entering into an Energy Performance Contract to design, install, and monitor the energy and water saving measures proposed in the Investment Grade Audit Report, Ameresco shall prepare a proposal of terms to be incorporated in a Energy Performance contract to include:

- 1) Project Cost is the total amount Owner will pay for the project and Ameresco's services. Costs must be consistent with maximum markups and fees established above. Costs may include but are not limited to: engineering, designing, packaging, procuring, installing performance/payment bond costs; construction management fees; commissioning costs; maintenance fees; monitoring fees; training fees; legal services; overhead and profit; other markups.
- 2) Include a List of Services that will be provided as related to each cost.
- 3) Expected term of the Energy Performance Contract.
- 4) Description of how the project will be financed including available interest rates and financing terms, based on interest rates likely available to Owner at this time.
- 5) Explanation of how the savings will be calculated and adjusted due to weather (such as heating and cooling degree days), occupancy or other factors. Monitoring and verification methods must be consistent with the International Performance Monitoring and Verification Protocol 2000 or other approved approach.
- 6) Analysis of annual cash flow for Owner during the contract term.



**MEMORANDUM OF UNDERSTANDING
FOR ENERGY MANAGEMENT SERVICES
SOLICITED BY THE METROPOLITAN AREA PLANNING COUNCIL
FOR ITS MEMBER COMMUNITIES**

This Memorandum of Understanding (MOU) is entered into between the Metropolitan Area Planning Council ("MAPC"), located at 60 Temple Place in Boston, Massachusetts, and Ameresco, Inc. ("Ameresco"), located at 111 Speen Street, Framingham, Massachusetts.

WHEREAS, MAPC issued a Request for Qualifications (RFQ) dated July 28, 2011 for Comprehensive Energy Management Services, under the Massachusetts General Laws, Chapter 25A, Section 111 on behalf of certain MAPC member municipalities (Participants), such RFQ attached hereto as Attachment A and incorporated herein;

WHEREAS, Ameresco submitted a proposal dated September 16, 2011 in response to the RFQ and made formal written responses to questions from MAPC about its offering and capabilities, all of which are attached to this MOU as Attachment B, summarized in Attachment C, and incorporated herein, and are binding upon Ameresco in its provision of services solicited through the RFQ;

WHEREAS, MAPC formed a Selection Committee to select the most highly qualified Energy Services Company (ESCO) for the program participants to enter into an agreement with any and all cities and towns ("Participants") listed in the RFQ, without prejudice and consistent with the RFQ, pursuant to MGL Ch. 25A, § 111;

WHEREAS, such Selection Committee reviewed the proposals received and selected Ameresco as the top ranked ESCO, subject to Ameresco's willingness to execute this MOU with MAPC;

WHEREAS, Ameresco agrees to offer services as described in Attachment A, Attachment B, and Attachment C, at the cost described in Attachment B;

Now, THEREFORE, in consideration of the mutual promises and covenants herein contained MAPC and Ameresco agree as follows:

1. Ameresco may proceed to enter into negotiations with each Participant to provide such Participant with Energy Management Services;
2. Ameresco will execute independent agreements with each Participant, in form and substance satisfactory to Ameresco and such Participant that describe the process and



terms whereby a Participant will receive Energy Management Services from Ameresco. MAPC will not be a party to any MOU or any subsequent contractual agreements between Ameresco and a Participant;

3. Energy Management Services offered by Ameresco shall be consistent with the services described in Attachment A and Attachment B, and are understood by the Participants to include, but not be limited to, the services outlined in Attachment C.

IN WITNESS WHEREOF, the parties have executed this MOU as of the date last written below.

For the Contractor: AMERESCO, INC.

By: David J. Anderson
DAVID J. ANDERSON
EXECUTIVE VICE PRESIDENT

Date: DECEMBER 12, 2011

Metropolitan Area Planning Council

By: Mark Draisen
Mark Draisen
Executive Director

Date: 12/13/11

ATTACHMENT C

SUMMARY OF ENERGY MANAGEMENT SERVICES TO BE PROVIDED TO PARTICIPATING CITIES AND TOWNS

Ameresco's proposal and subsequent written submissions and conversations with the Metropolitan Area Planning Council (MAPC) during the Energy Service Company (ESCO) selection process offered and committed Ameresco to provide an array of services with project pricing. The following list describes major service commitments made by Ameresco during this process. This Attachment C is not intended to be a complete presentation of all services and support that Ameresco has committed to provide to participating communities, as documented in its submissions to MAPC, included in the Memorandum of Understanding (MOU) as Attachment B.

- Pricing for services provided to all Participants shall be consistent with the Pricing section in the Ameresco proposal;
- Ameresco shall offer the same services to all program Participants without prejudice to Participant size, total energy use, number of buildings, number of potential energy conservation measures, and consistent with the RFQ, MGL Ch. 25A, § 111;
- After the execution of an Investment Grade Audit (IGA) agreement with a Participant at pricing consistent with Ameresco's proposal to MAPC, Ameresco shall provide the Participant a Preliminary Energy Audit (PEA). The PEA shall be consistent in quality and content provided with the sample PEA report Ameresco provided for the Hoover School in Melrose as part of MAPC's ESCO selection process and as described in the Ameresco proposal. If a Participant chooses to not proceed with the Investment Grade Audit with Ameresco after receiving the results of this Preliminary Energy Audit, the Investment Grade Audit agreement shall be voided and there shall be no IGA charge;
- At a Participant's request, Ameresco shall incorporate the cost for the Participant to independently secure and pay for an Owner's Agent in the IGA and/or Energy Services Agreement (ESA);
- As part of its Open Book pricing, Ameresco shall create contingency lines for individual Energy Conservation Measures (ECMs) and any unspent contingency shall be reconciled in the final cost accounting for an ECM;
- All energy savings in excess of guaranteed savings shall accrue to Participant;
- Ameresco shall apply its Alternative Financing resources to search out and assist each Participant to secure alternative sources of funding that will reduce the Participant's share of the project cost and / or potentially allow for an increase to project scope;

- As part of the Open Book pricing model, Ameresco shall solicit competitive bids for all ECMs' labor and equipment, and shall share the results of this competitive bids with the Participant on request;
- Substantial Project Completion by Ameresco for each ECM shall include successful commissioning, provision of complete documentation describing the ECM, and training of Participant staff that shall have responsibility for operating and maintaining installed equipment. This includes season-specific equipment and building commissioning and Participant staff training.

Item #8

IN BOARD OF SUDBURY SELECTMEN
TUESDAY, JANUARY 31, 2012

Present: Chairman Lawrence W. O'Brien, Vice-Chairman Robert C. Haarde and Town Manager Maureen G. Valente

Absent: Selectman John C. Drobinski

The statutory requirements as to notice having been complied with, the meeting was convened at 7:35 p.m. in the Lower Town Hall, 322 Concord Road.

Opening Remarks

At 7:35 p.m., Chairman O'Brien opened the meeting. He announced Selectman Drobinski has the flu and will be absent tonight. Chairman O'Brien welcomed six Boy Scouts from Troop 60 and their leader, Steve Kurtz, to the meeting. The Scouts introduced themselves and stated they are working towards their Citizenship in the Community badge.

Chairman O'Brien reviewed announcements from the Town Clerk's Office reminding residents to return their census forms and to renew dog licenses. He stated February 7, 2012, is the deadline to return nomination papers to the Town Clerk's Office for those planning to run for elected positions. Chairman O'Brien also stated the Town Clerk's Office will be open until 8:00 p.m. on February 15, 2012, which is the deadline for registration to vote in the Presidential Primary Election on March 6, 2012.

Chairman O'Brien reviewed the upcoming meeting dates of the Finance Committee, which will conduct public budget hearings on February 6, February 9, February 13 and February 16, 2012. Presentations will be given regarding budgets for the Town and Schools, and the meetings will be taped and available for television and online viewing.

Reports from the Town Manager
Neighboring Public Safety Retirements

Town Manager Valente announced the upcoming retirements of the Fire Chiefs from Lincoln and Wayland. Both individuals have worked well for several years with Sudbury's Fire Department and provided mutual assistance. Thus, Town Manager Valente prepared a note of well wishes to be sent to both Fire Chiefs, on behalf of Sudbury, and to be signed by the Board tonight. The Board concurred with this recommendation.

The Coolidge at Sudbury

Present: B'Nai B'rith Housing of New England Project Manager Holly Grace

The Board was previously in receipt of a draft letter of support to be sent from the Board to the Department of Housing and Community Development dated January 31, 2012, regarding The Coolidge at Sudbury project. Town Manager Valente explained this is a requirement for the requested funding sources.

It was on motion unanimously

VOTED: To authorize the Chairman of Sudbury's Board of Selectmen to sign a letter of support dated January 31, 2012, to be sent to the Department of Housing and Community Development, regarding The Coolidge at Sudbury project.

Reports from the Board of Selectmen

Vice-Chairman Haarde has attended the continuing Sudbury Public Schools (SPS) collective bargaining meetings. He also stated the Board held a joint meeting last week with Wayland's Board of Selectmen.

Chairman O'Brien attended a recent Energy and Sustainability Green Ribbon Committee meeting. He stated the Committee is conducting an energy analysis regarding solar panels for future use on the landfill.

Chairman O'Brien stated the joint meeting with Wayland's Selectmen was productive. He also has attended the ongoing Lincoln-Sudbury Regional High School collective bargaining meetings.

Public Hearing: Pongal II Restaurant – Request for Change of Premises

Present: Pongal II restaurant manager Falgun Pathuk and the applicant's attorney Stephen J. Lentine

At 7:45 p.m., Chairman O'Brien opened the Public Hearing regarding the application for a change of premises by Pongal II Restaurant, 103 Boston Post Road, for a 450 square foot addition to accommodate a 20-seat increase to the floor plan. The Board was previously in receipt of copies of a letter from Attorney Stephen Lentine and accompanying petition paperwork, an email request from Fire Chief Miles for the applicant to schedule a final fire alarm inspection dated January 25, 2012, and email messages from the Board of Health Director and Building Inspector stating no concerns. Chairman O'Brien explained the Alcoholic Beverages Commission requires a new application be submitted by any license holder for all modification requests.

The applicant's attorney Stephen J. Lentine confirmed that the State requires a new Public Hearing be held for any requested alterations. Mr. Lentine briefly described the proposal to add 20 new seats to the existing restaurant, and to relocate the existing bar to the new addition.

Chairman O'Brien noted the proposal is acceptable to the Board of Health.

In response to a question from Chairman O'Brien, Mr. Lentine stated the additional seats will bring the restaurant total seats to 54.

Vice-Chairman Haarde referenced a request from the Fire Chief for a final fire alarm inspection to be scheduled, and he asked if this has been completed.

Pongal II restaurant manager Falgun Pathuk stated it will likely occur next week. Mr. Lentine stated the applicant has been in contact with the Fire Department and will comply with all requests.

Chairman O'Brien asked if there are plans to hire new staff. Mr. Pathuk hopes to hire new staff, and he plans to advertise locally for the positions.

Chairman O'Brien emphasized all bartenders must be TIPS-certified. Mr. Pathuk stated he is aware of this requirement.

In response to a question from Chairman O'Brien, Mr. Lentine reviewed the restaurant's hours of operation, stating they would remain the same.

Town Manager Valente noted tonight's Public Hearing was duly noticed and advertised.

It was on motion unanimously

VOTED: As the Licensing Authority for the Town of Sudbury, in accordance with M.G.L. c138, s.12, to approve a change of premises for the Sales of All Alcoholic Beverages, issued to Sangam Restaurant Corporation, d/b/a Pongal II Restaurant, 103 Boston Post Road, Falgun Pathak, President and Manager, for a 450 sq.ft. addition to accommodate a 20-seat increase to the floor plan and within the Board of Health's permitted seating limit of 50, subject to any requirements outlined by the Fire Chief, Director of Health and Building Inspector.

Chairman O'Brien noted the variance in the stated seating limit of 50 to the proposed 54 seats. Mr. Lentine stated he will further research the requirement and adjust the seats accordingly.

Minutes

It was on motion unanimously

VOTED: To approve the Regular Session and Executive Session minutes of January 17, 2012.

Presidential Primary Election Ballot

It was on motion unanimously

VOTED: To sign the Service of Warrant for the March 6, 2012 Presidential Primary, which must be posted no later than Tuesday, February 28, 2012, as requested by the Town Clerk.

Commission on Disability – Donation

It was on motion unanimously

VOTED: To accept, on behalf of the Town, a \$2,500 donation from the Sudbury Commission on Disability to the Adaptive Sports & Recreation Program at the Park and Recreation Department, as requested by Anna Wood, said funds to be expended under the direction of the Adaptive Sports & Recreation Specialist.

Relay for Life – Date Change

It was on motion unanimously

VOTED: To approve a date change for the annual "Sudbury Relay for Life," previously approved for May 19-20, 2012, to Friday, May 18 at 4:00 p.m. to Saturday, May 19 at 9:00 a.m. to avoid a scheduling conflict with Lincoln-Sudbury Regional High School, as requested by Marisa Lutz, Relay for Life of Lincoln-Sudbury Chair, in an email dated January 17, 2012, subject to compliance with conditions outlined by the Peter Noyes School, the Police and Fire Departments, as well as Park and Recreation and the Presbyterian Church.

First Parish Church - Request for a One- Day Wine and Malt Beverages License

It was on motion unanimously

VOTED: As the Licensing Authority for the Town of Sudbury, to grant a one-day Wine and Malt Beverages License to Reed Shilts, 293 Concord Road, representing First Parish Church in Sudbury, 327 Concord Road, to accommodate a Member's Service Auction fundraiser on Saturday, March 31, 2012 from 7:00 p.m. to 11:00 p.m., subject to receipt of a Certificate of Liability.

NStar Electric Company and Verizon New England, Inc. – Utility Petition #12-02 – Great Road and North Road

It was on motion unanimously

VOTED: To approve Utility Petition UP #12-02 for joint petition by NStar Electric Company and Verizon New England, Inc. to relocate pole 78/256 and anchor guy to accommodate road reconstruction at Great Road and North Road, as requested by Richard M. Schifone, Supervisor, Rights and Permits, NStar Electric Company, in a letter dated January 11, 2012.

Town Trust Funds - FY12 Unaudited Second Quarter Financials

It was on motion unanimously

VOTED: Acting as Co-Trustees of Town Trust Funds, to accept the unaudited FY12 second quarter Financial Reports for the Town Trust Funds for the period ended December 31, 2011, as requested by the Finance Director, Andrea Terkelsen.

Walkway Account – Gift

It was on motion unanimously

VOTED: To accept, on behalf of the Town, a \$16,250 gift from Grouse Hill, LLC to be placed into the Walkway Account for construction of walkways on either Nobscot Road or Old Framingham Road in conjunction with the Grouse Hill Incentive Senior Development Special Permit, said funds to be expended under the direction of the DPW Director, as requested by Jody Kablack, Director of Planning and Community Development.

Energy and Sustainability Green Ribbon Committee – Appointments

It was on motion unanimously

VOTED: To appoint two new members to the Energy and Sustainability Green Ribbon Committee: Joseph F. Martino, Jr., 109 Maynard Farm Road, for a term to expire on April 30, 2012, filling a vacancy occasioned by the resignation of Dean Holden; and Kurt Reiss, 33 Briant Drive, for a term to expire on May 31, 2014, filling a vacancy occasioned by Jeff Beeler, who declined reappointment in 2011.

Articles for 2012 Annual Town Meeting & Ballot Questions – Take Positions

At 7:54 p.m., Chairman O'Brien opened a discussion regarding the Selectmen's 2012 Town Meeting articles. The Board was previously in receipt of a memorandum from Town Manager Valente dated January 27, 2012 regarding suggested Rail Trail Ballot and/or Town Meeting questions and options, draft warrant articles for the following articles: Hear Reports, FY12 Budget Adjustments, Stabilization Fund, Stabilization Fund Establishment – Minuteman Regional Vocational School District, Town Center Traffic Improvements, Street Acceptance, Town and School Roofs, Cable Television Revolving Fund, Rental Property Revolving Fund, and a draft list of the "2012 Annual Town Meeting Warrant Articles," dated January 27, 2012. Town Manager Valente distributed copies of language for three potential articles which have been submitted as bookmarks for the Town Meeting Warrant prior to today's deadline at 5:00 p.m., regarding rail trail interest.

Chairman O'Brien referenced discussion from the Board's January 17, 2012 meeting regarding how to gain a better sense of what the community thinks about proceeding with construction of a rail trail(s). He also referenced Ms. Valente's January 27, 2012 memo. He asked what the deadline is for determining the language for ballot questions. Town Manager Valente stated she will further research this information.

Town Manager Valente referenced tonight's handout, stating all three options were submitted before the 5:00 p.m. deadline for the Warrant, but the Board can decide whether to proceed with some or all of the articles. She emphasized any changes in language would need to be reviewed by Town Counsel to opine as to whether the revisions fall within the "four corners" of what was submitted.

Chairman O'Brien summarized the three ideas have been put forth to solicit the interest of the community for a rail trail: 1) a Town Ballot question, 2) a Town Meeting Warrant article, and/or 3) a telephone survey to include up to five questions. He opined that the combination of posing a ballot question and conducting a telephone survey might capture the broadest audience response.

Vice-Chairman Haarde stated his initial reaction was not keen to a telephone survey, because it would not provide as much of an opportunity for responders to provide feedback on the issue.

Chairman O'Brien noted none of the three options would actually provide public feedback because the Town Meeting article would be presented as a non-binding resolution, which does not include public comment, and nor is feedback available through the ballot process. It was noted placeholders have been submitted for three articles for Town Meeting. Town Manager Valente drew the Board's attention to the draft list of the "2012 Annual Town Meeting Warrant Articles," dated January 27, 2012.

Chairman O'Brien suggested that language be added to provide cost information so a responder can assess if they support a rail trail if it is not built to Department of Transportation specifications, and thus Sudbury taxpayers would bear the expense for construction and maintenance.

Vice-Chairman Haarde stated he liked Option A the best from Ms. Valente's memo to be presented as a ballot question and as a Warrant article. He suggested proponents and opponents of the rail trail be solicited to present strong arguments for and against the project for public consideration. Vice-Chairman Haarde stated public opinion should be solicited on a full rail trail and on the smaller portion suggested by the Friends of the Bruce Freeman Rail Trail, and he noted that none of the options provided explain the "Friends" proposal.

Town Manager Valente stated her understanding from the Board's last meeting was that the public had never been asked whether it wanted a rail trail, and that this question is what the Board wanted to pose to the community. Thus, she drafted some possible choices, which she distributed tonight to address the Board's request.

Vice-Chairman Haarde reiterated his belief that public input should be solicited for both a section of a rail trail and a full rail trail. He also stated he recalls requesting this at the last meeting, when the proposal for a smaller portion of the trail was discussed.

It was noted that it is too late to add a Warrant article regarding a smaller section of a rail trail, since the deadline to do so was today at 5:00 p.m.

Vice-Chairman Haarde expressed his dissatisfaction with this outcome. He stated there is no point in reviewing this as an agenda item tonight, if the deadline has already passed for input and revisions. Vice-Chairman Haarde questioned the integrity of the review process of this information.

Town Manager Valente noted this information was provided to the Board last Friday in the meeting packets. Since she had not received feedback from anyone regarding the information being incomplete, Ms. Valente worked with Town Counsel to develop the three possible bookmark articles for the Warrant to submit prior to the deadline.

Chairman O'Brien stated there is time to include a question to reflect the "Friends" proposal on the Town Ballot.

Vice-Chairman Haarde reiterated that there is no integrity in the process to discuss these options tonight, if the deadline has passed to propose any changes. He stated it was not clear to him from the packet information that the options for a smaller rail trail and a full rail trail would not both be presented in the Town Warrant and on the Town Ballot. Thus, Vice-Chairman Haarde believed he had no questions regarding the information, and had no reason to pursue their inclusion. He stated it is a surprise for him to discover tonight that the "Friends" proposal would not be presented in some form at Town Meeting.

Chairman O'Brien stated there is time to include a question to reflect the "Friends" proposal on the Town Ballot, but unfortunately, the deadline is closed for the Town Meeting Warrant.

Vice-Chairman Haarde read aloud two paragraphs from page 7 of the Board Meeting Minutes of January 17, 2012, indicating he specifically requested referendums be prepared for the Town ballot and the Town Warrant to present both options of a small portion of a rail trail and an entire rail trail to the public.

Chairman O'Brien stated this is not an issue of integrity. He emphasized that there has been nothing deceptive done in the preparation of this information, and that there has been no deliberate intent to not include the option. However, he stated that, if Vice-Chairman Haarde had wished additional options be included, he had time since receiving his meeting packet last Friday and the responsibility to bring this to the attention of Town staff.

Vice-Chairman Haarde reiterated that he did not see anything in the meeting packet to lead him to believe that his request from the last meeting would not be addressed, and thus he did not see any call to action required on his part. He believes the Board meetings are where the Town issues should be publicly discussed, and he questioned that this is apparently not the case.

Town Manager Valente stated she may have inadvertently misunderstand the direction given by the Board at its last meeting. She had understood the Board to want a non-binding resolution to be drafted for Town Meeting for a rail trail because it had been stated that Sudbury residents had never been asked this question before, and that a Town ballot question should also be prepared.

Vice-Chairman Haarde thanked Ms. Valente for her explanation. He suggested that, in order to avoid this confusion in the future, the Board should discuss potential Town meeting articles in advance of the deadline for the Warrant. Town Manager Valente stated this could be considered, and she noted the date that the Warrant closes is established in the bylaw.

Vice-Chairman Haarde stated he prefers Options A and C from Ms. Valente's memo for the Town Ballot. He reiterated that proponents and opponents of a rail trail should be asked to draft the arguments for and against the project. In addition, he stated conducting a phone survey would be possible too.

Chairman O'Brien stated Options A and C could be put on the Town Ballot and then a phone survey could be prepared to include up to five questions to be conducted with the public at a later date. He noted that only the summary portion of the explanation would appear on the Town Ballot. Chairman O'Brien also reviewed that for Town Meeting, the non-binding resolution could be one or all of the three placeholders submitted today.

Town Manager Valente stated the Board is set to order the Town Warrant at its next meeting.

Vice-Chairman Haarde stated the review process of Warrant articles seems to be done in reverse order. He referenced the January 27, 2012 draft list of articles, and he noted several blank articles and none designated for rail trail issues. He is frustrated by the fact that the draft seems incomplete, yet it has been stated that no changes can be made to anything. Vice-Chairman Haarde questioned why the Warrant is approached in this manner.

Chairman O'Brien reviewed the Town Ballot would include Option A with accompanying pro and con arguments. He further suggested Option C could be adapted to reflect the italicized paragraph within the January 25, 2012 letter from the Friends of the Bruce Freeman Rail Trail.

It was on motion unanimously

VOTED: To prepare and include a question on the Town Ballot adapting Option C to reflect the italicized paragraph within the January 25, 2012 letter from the Friends of the Bruce Freeman Rail Trail.

It was also on motion unanimously

VOTED: To prepare and include a question on the Town Ballot adapting Option A from Town Manager Valente's memorandum dated January 27, 2012 to also include input from relevant stakeholders regarding arguments for and against a rail trail, subject to review by the Board at a future meeting.

Chairman O'Brien reviewed three article placeholders for the Town Warrant were submitted today regarding the rail trail, and the language can be refined until the end of February.

Vice-Chairman Haarde stated, if revisions can be made until the end of February, he would like one of the placeholders to be modified to reflect the proposal made by the "Friends" for a small section of a rail trail. Town Manager Valente stated she will ask Town Counsel to satisfy this request, if it is possible within the procedural parameters allowed. Vice-Chairman Haarde stated he would appreciate pursuing this result.

The Board reviewed the three placeholders, commenting none seem ideal at this time and all are in need of revision. Chairman O'Brien noted that a Town Meeting resolution allows for a ten-minute presentation, wherein more information can be displayed and shared with the public.

Town Manager Valente stated the Conservation Commission Coordinator has suggested that the question posed to the public include environmental issues to be considered because it may alter how someone votes regarding construction of a rail trail. Chairman O'Brien stated the question should also address financial implications, which could also alter how someone votes on the issue.

Vice-Chairman Haarde stated his preference for the first placeholder article presented on tonight's handout to be incorporated into a Town Meeting resolution. He suggested a second article be drafted which reflects the "Friends" proposal for a limited rail trail. Town Manager Valente summarized Town Meeting

may present two questions to the public for consideration, since residents have never been asked before to weigh in on whether the Town wants a rail trail. She also cautioned that the language needs to clarify issues in such a manner so as to result in meaningful answers for what a "yes" and "no" vote really mean.

The Board briefly reviewed the draft list of warrant articles dated January 27, 2012. Vice-Chairman Haarde noted there is not an article listed regarding an inclusionary zoning bylaw. He recalls that, last year, more time was requested to further research presentation of this information. Town Manager Valente noted the date of the draft list, and she stated she does not know what other articles may have been submitted prior to today's deadline.

Board of Selectmen Appointments – Review of Term Expiration

The Board was previously in receipt of a copy of the relevant "Appointment Policy" section of the Selectmen's Policies and Procedures. Town Manager Valente explained the 2010 ATM Article 6 changed the ATM month from April to May, necessitating a change in term expiration, currently stated as April 30.

It was on motion unanimously

VOTED: To change the appointment term expiration date from April 30 to May 31 for all boards and committees and to amend Section D (Appointment Policy) of the Board of Selectmen's Policies and Procedures.

Sudbury's 375th Anniversary – Establish Committee

Town Manager Valente has asked Executive Assistant Mary McCormack to develop a mission statement for a 375th Anniversary Committee, and to research how other towns have celebrated such milestones. She stated it is possible some events may be scheduled in conjunction with Wayland, since the two towns have a shared history.

It was on motion unanimously

VOTED: To direct Town staff to develop and establish a committee to celebrate in 2014 Sudbury's 375th anniversary of incorporation which occurred in 1639.

Executive Session

At 8:43p.m., Chairman O'Brien announced the close of the regular meeting and it was on roll call unanimously

VOTED: To go into Executive Session for the purpose of discussing collective bargaining wherein strategy discussion in an open meeting may have a detrimental effect on the bargaining position of the public body, and discussion of ongoing litigation wherein an open meeting may have a detrimental effect on the litigation position of the public body, Chairman Lawrence W. O'Brien, aye and Vice-Chairman Robert C. Haarde, aye.

Chairman O'Brien announced regular session would not reconvene following Executive Session.

There being no further business, the meeting adjourned at 8:43 p.m.

Attest: _____

Maureen G. Valente
Town Manager-Clerk

IN BOARD OF SUDBURY SELECTMEN
TUESDAY, FEBRUARY 14, 2012

Present: Chairman Lawrence W. O'Brien, Vice-Chairman Robert C. Haarde, Selectman John C. Drobinski and Town Manager Maureen G. Valente

The statutory requirements as to notice having been complied with, the meeting was convened at 7:32 p.m. in the Lower Town Hall, 322 Concord Road.

Opening Remarks

At 7:32 p.m., Chairman O'Brien opened the meeting. He announced the Board signed an agreement with the Public Employees' Committee regarding the Town of Sudbury joining the Group Insurance Commission (GIC). Chairman O'Brien thanked Town Manager Valente and Assistant Town Manager Bilodeau for their efforts to successfully work with the union group representatives and the non-union and retiree groups. Open enrollment will begin in April 2012, and the projected savings are estimated at \$700,000 or more. He stated this is a significant accomplishment for the Town and Sudbury Public Schools (SPS).

Chairman O'Brien stated the Finance Committee has held budget hearings in the past few weeks. He noted the meetings have been taped and can be viewed on cable television and online. Through presentations given at the meetings, Chairman O'Brien highlighted the substantial impact out-of-district placements have on the school budgets.

Chairman O'Brien announced absentee ballots are available at the Town Clerk's Office for the Presidential Primary Election on March 6, 2012. The Town Clerk's Office will be open until 8 p.m. on February 15, 2012, to register to vote at the Presidential Primary on March 6, 2012, and also on March 6 to register to vote at the Annual Town Election on March 26. He also announced Town permits for burning are now available. Chairman O'Brien also reminded residents to return their census forms and to renew dog licenses.

Reports from the Town Manager

Town Manager Valente thanked Assistant Town Manager Bilodeau for her work on the municipal health plan changes. She noted a tremendous amount of work will be involved to convert every Town and SPS employee to new health plans.

Town Manager Valente also thanked Finance Director Andrea Terkelsen and the Town Department Heads for their outstanding work preparing financial information for the Finance Committee budget hearings. She noted the Finance Committee has also reviewed the Capital Improvement and Community Preservation Act budgets.

Emergency Reverse 911 System - Update

Town Manager Valente reported Sudbury has updated its Connect CTY/Blackboard Connect reverse 911 system. A public test will soon be coordinated. She noted the system will be able to identify differently emergency and informational messages.

Reports from the Board of Selectmen

Selectman Drobinski stated he has been discussing the impact of unfunded mandates, in particular regarding stormwater management, with State officials. As Chair of the Environmental Policy Committee for the Massachusetts Municipal Association, he also discussed the need to increase Chapter 90 funds with

the State's Lieutenant Governor today as a way to help create jobs in the Commonwealth and improve the State's infrastructure.

Vice-Chairman Haarde reported the Rail Trail Conversion Advisory Committee has asked him whether public forums can be held to publicly discuss the Town Ballot questions prior to the Town Election, since there will be no discussion allowed at Town Meeting regarding the relevant non-binding resolutions. Chairman O'Brien suggested this be discussed later in the evening when other rail trail agenda items are discussed.

Vice-Chairman Haarde stated the Board received an email from Director of Planning and Community Development Jody Kablack, after the Town Warrant deadline, reporting the Planning Board had decided not to proceed with an inclusionary zoning article at this year's Town Meeting. He had expected after last year's discussion, the additional time requested would result in an article for this year. Vice-Chairman Haarde stated he is disturbed by what he perceives as a breakdown in process and communication.

Chairman O'Brien stated the Planning Board discussed the issue and decided not to bring it forward this year, and that no one from this Board had tracked the issue throughout the year.

Vice-Chairman Haarde stated inclusionary zoning is a critical tool to address the Chapter 40B issues, and without it he believes a town will always run the risk of not meeting its affordable housing quota. He stated Wayland has an inclusionary zoning bylaw. Vice-Chairman Haarde opined this is a critical issue for Sudbury in light of the Johnson Farm proposal, and he does not understand why a zoning article was not prepared for this year.

Selectman Drobinski stated he believes it is inappropriate for any Town board to tell another board how to do its job. He believes Sudbury has been very active in trying to manage its Chapter 40B issues, and this Board sent a strong letter of opposition to State officials regarding the Johnson Farm proposal.

Vice-Chairman Haarde stated other towns have had housing production plans (HPP) for decades, and Sudbury's was filed after the Johnson Farm project application was filed. Chairman O'Brien disagreed, stating the housing production plan completed recently by Sudbury is a new State regulation, and Sudbury was one of the first communities to submit a plan. He also stated the Johnson Farm applicants carefully planned their filing submission date.

Vice-Chairman Haarde opined Sudbury should have done an HPP years ago. He asked the other Board members how they could not also be upset that the Planning Board did not complete the inclusionary zoning bylaw assignment.

Chairman O'Brien stated he believes Vice-Chairman Haarde is presenting an unfair picture, and he noted that no Selectman followed up on this issue during the year. He stated he trusts the members of the Planning Board to have made the best decision as they saw fit.

Vice-Chairman Haarde stated he believed this Board agreed last year that the article would be prepared for this year. Selectman Drobinski stated other priorities arise during the course of the year, adjustments are made, and that this is not the forum for this type of discussion.

Vice-Chairman Haarde stated he believes this is a breakdown in Town processes and communication and it should be discussed publicly.

Selectman Drobinski stated the Town has held Public Hearings regarding Johnson Farm. He further stated he was disappointed by Vice-Chairman Haarde's tone.

Vice-Chairman Haarde defended his tone and belief that this was a process and communication breakdown.

Vice-Chairman Haarde asked if the budget presentations with information on Out-of-District costs for the High School and Sudbury Public Schools are available. Town Manager Valente will ask the Superintendents and/or Finance Committee for copies of their presentations to the Finance Committee.

Public Hearing: Buddy Dog Humane Society, Inc. – Site Plan Application

Present: Director of Planning and Community Development Jody Kablack, Schofield Brothers of New England, Inc. Senior Vice President Bruce Ey, and Buddy Dog Board of Directors President Howard Levy

At 7:57 p.m., Chairman O'Brien opened the Public Hearing regarding the Site Plan application by Buddy Dog Humane Society, Inc., located at 152 Boston Post Road, for proposed improvements. Director of Planning and Community Development Jody Kablack reviewed file materials which were previously provided to the Board, including copies of the Application for Site Plan Approval and a letter from Schofield Brothers Engineering dated January 20, 2012 and accompanying plans, a memorandum summarizing Town staff comments and recommendations from Ms. Kablack dated February 7, 2012, a letter from the Planning Board Vice-Chairman Eric Poch dated February 8, 2012, urging the Board to consider requiring a connection between this site and Bosse Sports Club, a memorandum from Asst. Fire Chief John Whalen dated February 6, 2012, pre-application meeting notes dated July 26, 2011, a memorandum from Town Counsel Paul Kenny dated January 5, 2007 regarding the applicant's exempt status, a letter from Director of Public Works (DPW) Director Bill Place dated February 7, 2012, a memorandum from Health Director Bob Leupold dated February 8, 2012, and a memorandum from Building Inspector Jim Kelly dated February 8, 2012. In addition, copies of a memorandum from the Conservation Commission dated February 14, 2012, and an email message from Sudbury resident Bridget Hanson dated February 14, 2012, were also distributed to the Board for review.

Schofield Brothers of New England, Inc. Senior Vice President Bruce Ey explained the proposal includes construction of a roof over an outside dog exercise area, construction of a new pressure distribution septic system, stormwater management system, a new gravel parking area and a minor modification to the building façade. Mr. Ey stated the applicant has negotiated with NStar for additional parking to the west. He noted this area would remain a gravel surface, since there are electrical lines underground. Mr. Ey stated an application has been filed with the Department of Transportation for a street access permit.

Mr. Ey stated this proposal will provide the first formal drainage system for the site. He noted this is appreciated by the Conservation Commission and that a Public Hearing is scheduled with the Commission at the end of February. Mr. Ey stated the stormwater management system was designed to meet State Department of Environmental Protection (DEP) standards and to minimize disturbance. Mr. Ey noted the proposal meets current zoning setback requirements, and that it is subject to the Wetlands Protection Act and Town Wetlands Administration Bylaw. He clarified it does not meet the Town's standards' level, and that a waiver would be requested. Mr. Ey explained the proposed new septic system, stating it is in compliance with State Title V and Sudbury Board of Health regulations. He stated the proposal provides a safer facility for the patrons and animals and that the site improvements are estimated to cost \$165,000 to \$175,000.

Mr. Ey addressed the request by Ms. Kablack for sidewalk enhancements to the area. He explained why a sidewalk could not be constructed over the 20-foot easement area owned by NStar. Mr. Ey has met with

Department of Public Works (DPW) Director Bill Place to address his concerns and to review the proposed drainage system.

Buddy Dog Board of Directors President Howard Levy asked Mr. Ey to address the suggestion made by Mr. Place to widen the road. Mr. Ey stated there is not enough room to create a third turning lane and that District 3 does not want to construct a bypass lane. He also emphasized it is not within Buddy Dog's budget to redesign the intersection.

Selectman Drobinski stated that, with very few exceptions for 25- and 100-year storm events, the proposal improves the stormwater management of the site significantly. He also thanked Mr. Levy for the work Buddy Dog has done, as a no-kill shelter serviced by volunteers, to be a great community asset. Selectman Drobinski asked about curbing on Route 20. Mr. Ey stated a passing lane is not doable.

Vice-Chairman Haarde asked if additional access is planned. Mr. Ey explained the options available for exiting through the Bosse Sports site during non-peak times. Selectman Drobinski provided a brief history of the relationship between the Buddy Dog and Bosse sites regarding vernal pool issues and a conservation easement in the rear of the Buddy Dog parcel.

Vice-Chairman Haarde stated this is a very congested intersection, and he asked if the Buddy Dog entrance could be moved. Mr. Ey stated it is probably unlikely due to a lack of frontage.

Chairman O'Brien asked if low shrubs could be planted to screen the parking area from the street. Mr. Ey stated grass is a better choice, since sight lines are important to maintain in this area. Chairman O'Brien asked about curbing to keep cars from parking along the side of Route 20 during peak hours. He also suggested adding signage to direct customers to exit through the Bosse site.

Chairman O'Brien asked if the improvements will also increase the number of employees or the operations, and it was stated this is not anticipated.

Mr. Levy stated there would be no objections to signs and to keeping the driveway to Bosse Sports open by not striping two parking spaces.

Chairman O'Brien asked about landscaping plans and whether utilities could be installed underground. Mr. Ey addressed both topics. Overhead utilities currently service both Buddy Dog and Bosse and are not proposed for any changes.

Ms. Kablack suggested the front of the site be enhanced, possibly with a fence and plantings to screen the parking area in a way so as not to impede sight lines. Chairman O'Brien concurred, asking that this be considered on both sides of the entrance, citing the example of Carriage Lane. He also suggested upgrading the front sign.

Mr. Ey stated the Board of Directors is working with volunteers to develop landscape sketches which will be submitted to Ms. Kablack.

Selectman Drobinski suggested the Board conduct a site visit at a later date.

A brief discussion ensued regarding widening the shoulder southbound on Route 20. Ms. Kablack will pursue additional information with the Department of Transportation. She asked that a dumpster be indicated on plans, if one is intended for the site.

Vice-Chairman Haarde asked if approval has been given to disrupt the railroad tracks. Mr. Ey stated the tracks are on NStar's property, but that no problems are anticipated and there have been no indications of pollution.

It was on motion unanimously

VOTED: To direct Town staff to prepare an affirmative Site Plan decision based on tonight's comments regarding the Application by Buddy Dog Humane Society, Inc., for Site Plan approval in accordance with Town of Sudbury Zoning Bylaw Section 6300 for property located at 151 Boston Post Road, Town Assessor's Map K11, Parcel 0020, and to continue the Public Hearing regarding the Application to March 7, 2012 at 8:15 p.m.

Town Center Design and Conceptual Plan Discussion for 2012 Annual Town Meeting Potential Warrant Article

Present: Director of Planning and Community Development Jody Kablack, Department of Public Works Director Bill Place and members of the Sudbury Center Improvement Advisory Committee

At 8:51 p.m., Chairman O'Brien opened a discussion regarding the Sudbury Town Center Design project. The Board was previously in receipt of copies of the Draft January 31, 2012 Meeting Minutes of the Sudbury Center Improvement Advisory Committee (SCIAC) and a map entitled "Alternative 6 With Alignment Shifted Away from Homer House."

Director of Planning and Community Development Jody Kablack summarized recent actions pursued for the project. Ms. Kablack emphasized this project has been under consideration since 2005, and has progressed with the assistance of a very active Sudbury Center Improvement Advisory Committee (SCIAC) and consultant. She displayed plans of the proposal to move the north and south alignment of the intersection eight feet to the west. Ms. Kablack stated the Town consultant has been preparing the final design plans which will be able to go out to construction bid.

Ms. Kablack reported a grant application was submitted to the MassWorks Infrastructure program, but it resulted in no funding. Sudbury will re-apply for the second grant round in the fall of 2012, focusing the application on the project's preservation of the historic district. Ms. Kablack stated proposals have been submitted to the Community Preservation Committee (CPC) and the Capital Improvement Planning Committee (CIPC) for \$200,000 in FY13 for historic landscaping restoration.

Department of Public Works (DPW) Director Bill Place explained the proposal will improve the safety of the intersection. Mr. Place explained the agreement of First Parish to move the pavement eight feet into the front lawn and the plans to alter the green space in front of Town Hall and to install a crosswalk. It was noted a landscape plan is not included at this time, and the traffic light solutions have also not yet been decided.

Vice-Chairman Haarde asked if any turning lanes are to be added. Mr. Place said no. Vice-Chairman Haarde opined that during peak travel times, traffic at the intersection may increase as a result of this proposal. He suggested a passing lane be constructed instead of the median in front of First Parish on Concord Road. Mr. Place and Ms. Kablack stated the median is required for the traffic lights in order to avoid having an overhead masthead like the one in Wayland's Town Center. Chairman O'Brien stated the SCIAC discussed the aesthetics of the traffic lights and opined that the overhead signals would not be Sudbury's preference.

Vice-Chairman Haarde stated the aesthetics of the Town Center are important to consider as is its safety and traffic flow. He asked if a true right-hand lane into Grinnell Park heading eastbound could be added. Ms. Kablack stated the public opinions expressed over several years were that the goal of the Center improvements should be to make the area safer and not to expand the roadways in order to increase traffic flow.

An unidentified gentleman asked for the lighting technology to be further explained. Mr. Place explained currently it is not a digital system, and the proposal would improve the intersection's level of service grade from an "F" to a "C." He explained the new traffic signals will better calibrate vehicle movement and decrease current delays. Vice-Chairman Haarde concluded the technology upgrades to the lights could possibly result in some traffic flow improvements.

SCIAC and First Parish member Deborah Kruskal stated the opinions of both of these groups are that the traffic flow of the intersection is not as important as the historic character of the Town Center. Safety issues are also important and adding pedestrian access. She stated fixing the existing traffic signals will improve the safety of the intersection and the look of the Town Center.

Selectman Drobinski stated the Town is constrained by the character of the Center and the land ownership regarding this project. He believes the character of the Center should be maintained, and that adding more asphalt to the area would be a mistake. Selectman Drobinski stated this proposal seems to balance the historic preservation and character perspective with safe transit options with new traffic signals and walkways. Although it may not be a perfect solution, he believes it serves a purpose of improving existing conditions.

Chairman O'Brien asked Ms. Kablack to review the project budget. Ms. Kablack explained the project cannot be phased because of the location of the traffic lights. She stated the estimated cost is \$1.67 million plus \$200,000 for historic landscaping. Ms. Kablack stated the Town could potentially use \$500,000 of Chapter 90 funds for the project. Selectman Drobinski stated possibly using the Town's Chapter 90 funds for two years might help fund the project, since Sudbury's roads are currently in better shape than many surrounding towns. Mr. Place stated using funds for one year is possible, but two years would need to be further researched.

Vice-Chairman Haarde thanked both residents who spoke tonight. He asked if the one-way road in front of Town Hall could have a different surface to be blocked off, if needed, and whether the road should be two-way. Mr. Place stated the plans include installing a crosswalk in asphalt, and that a two-way road would require sacrificing some of the Town common area.

The Sudbury Foundation Trustee Rich Davison stated The Foundation is housed in the Grange, and thus is an abutter to the project. He stated the Foundation is very interested in the lighting for this project being done correctly for safety and aesthetic purposes. Mr. Davison also stated the Foundation supports the need for a long-term landscaping plan to be included. On behalf of the Foundation, he committed its participation in this project moving forward.

Town Manager Valente stated this project will also be presented to the Finance Committee and the Capital Improvement Planning Committee.

Chairman O'Brien noted SCIAC recommends the article be presented at Town Meeting to provide the opportunity for public comment and to present the final design plan, even if the article is indefinitely Postponed. Selectman Drobinski stated he believes discussion at Town Meeting would help the Town stand by its principles to preserve the character of its Center.

Recycling/Transfer Station – User-Incentive Program Proposal

Present: Department of Public Works Director Bill Place and Sudbury resident Len Simon

At 9:31 p.m., Chairman O'Brien opened the discussion regarding a proposal for a user-incentive program at the Transfer Station. The Board was previously in receipt of a memorandum from Department of Public Works (DPW) Director Bill Place and Sudbury resident Len Simon dated February 14, 2012, regarding the "Sudbury Recycling and Transfer Station (RTS) New User Incentive Proposal."

Sudbury resident Len Simon stated the purpose of the program is to increase usage of the RTS and to improve services. He stated a group of residents have worked voluntarily with the DPW Director and Town Manager to improve and expand the RTS. Suggestions have been made to improve signage, provide handicap-accessible ramps, provide volunteers to assist on site and to provide containers to recycle plastic bags. Mr. Simon stated the goal is to increase usage from 20% to 30% of Sudbury's households. He also commended Mr. Place for being a pleasure to work with to bring this idea to fruition.

The proposal includes free orientation sessions to better acquaint non-users with the benefits of the facility. Stickers would be given to participants for a free three-month trial along with a guide and five pay-per-throw bags. The program would only be available to current non-users and residents can only participate once. Mr. Simon stated the program can help residents save money and provide an opportunity for parents to teach their children how to be "green." He stated future plans include possible composting and Styrofoam recycling. Mr. Simon also reviewed the anticipated costs for the program.

Selectman Drobinski commended Mr. Simon on his work to bring this idea forward for the community. He believes the program can be beneficial in spreading the word about learning to recycle.

Vice-Chairman Haarde thanked Mr. Simon for proposing the program, which he thinks is good, and which he supports.

Chairman O'Brien thinks the program is a great idea. He encouraged Mr. Simon to reach out to the High School for volunteers and possible additional programming avenues and to record the orientation sessions for cable television viewing. Chairman O'Brien also suggested contacting the Sustainable Sudbury group. Mr. Simon plans to meet with the group in March. Chairman O'Brien further suggested working with the Town Assessor's Office and local realtors to find out when properties have new ownership. Mr. Simon stated a guide has been prepared to be distributed to realtors' offices.

Town Manager Valente stated Town Counsel has opined it is permissible to offer the features mentioned for free because it is funded through fees.

It was on motion unanimously

VOTED: To approve the proposal to create a new user-incentive program for the Recycling/Transfer Station and to authorize the free-of-charge and pay-per throw options included.

NStar Electric Company and Verizon New England, Inc. – Utility Petition #12-03 – 407 Boston Post Road

Present: NStar representative Christine Cosby

At 9:46 p.m., Chairman O'Brien opened the Public Hearing regarding the request for a grant of location for Utility Petition UP #12-03 from NStar Electric and Verizon New England, Inc. for the purpose of installing conduit at pole 14/1 on Raymond Road, providing underground utilities to 407 Boston Post Road. Vice-Chairman Haarde recused himself from the discussion.

The Board was previously in receipt of a letter from Richard M. Schifone, Supervisor, Rights and Permits, NStar Electric Company, in a letter dated January 24, 2012 and drafts of an "Order For Location for Conduits and Manholes" and an "Order for Pole & Conduit Location," accompanying map and email messages from DPW Director Bill Place dated January 27, 2012, noting a street opening permit will be required and not be available until April.

Selectman Drobinski asked if Verizon and Comcast could collocate in the same trench. NStar representative Christine Cosby stated she would research this issue. Town Manager Valente stated DPW Director Bill Place routinely pursues this coordination as well. Selectman Drobinski noted TD Bank has done precisely what the Town requested.

It was on motion unanimously

VOTED: To close the Public Hearing regarding the application to approve a grant of location for Utility Petition UP #12-03 from NStar Electric and Verizon New England, Inc. for the purpose of installing conduit at pole 14/1 on Raymond Road, providing underground utilities to 407 Boston Post Road.

It was on motion unanimously

VOTED: To approve a grant of location for Utility Petition UP #12-03 from NStar Electric and Verizon New England, Inc. for the purpose of installing conduit at pole 14/1 on Raymond Road, providing underground utilities to 407 Boston Post Road.

Minutes

Town Manager Valente noted the Regular Session minutes of January 31, 2012 should not be included in tonight's vote.

Vice-Chairman Haarde placed a hold on this agenda item. He asked that the Regular Session minutes of January 25, 2012 with the Wayland Board of Selectmen be revised on the first line of Page 7 to read "studies will further help to determine if this is a problem, as well as the study of methane gas.," which he believes better reflects the discussion which occurred.

It was on motion unanimously

VOTED: To approve the Executive Session minutes of December 2, 2011, the Regular Session minutes of January 25, 2012 with the Wayland Board of Selectmen as amended tonight, and the Executive Session minutes of January 31, 2012.

Easement Request – RG Sudbury, LLC - 407 Boston Post Road

Vice-Chairman Haarde placed a hold on this agenda item to ask who is building the sidewalks – TD Bank or the Town. Selectman Drobinski clarified TD Bank is building the sidewalk, but this easement will give the Town the right to maintain it.

It was on motion unanimously

VOTED: To approve the following easements located at 407 Boston Post Road and granted by RG Sudbury, LLC: Walkway Easement containing approximately 1,866 s.f., and extending along the frontage of Parcel 0007 Assessors Map K08 and Highway Easement, consisting of approximately 74 s.f., both as shown on a plan entitled “Easement Exhibit,” dated January 24, 2012, by Bohler Engineering.

Election Officers - Appointments

It was on motion unanimously

VOTED: To appoint 38 Sudbury residents as election officers (see attached list), each for terms to expire on August 14, 2012, as requested by the Town Clerk in an email dated February 9, 2012, and upon their qualification by the Town Clerk.

Vault Fire Suppression System – Award of Contract

It was on motion unanimously

VOTED: To approve award of contract by the Town Manager for the Vault Fire Suppression System to service the two Town Hall vaults to Fire Equipment, Inc. of Medford, pursuant to its February 3, 2012, response to the Town’s solicitation in the amount of \$20,725.

G-R Lexington LLC - Gift

Vice-Chairman Haarde placed a hold on this agenda item to ask how the \$2,500 gift is determined to be spent. Chairman O’Brien explained the typical process used for earmarked funds.

Town Manager Valente noted the use for this gift would likely be brought before the Board for approval in the future, since this amount is not enough to fund the purpose and because a location has not yet been identified.

It was on motion unanimously

VOTED: To accept, on behalf of the Town, a gift of \$2,500 from G-R Lexington LLC, developer of TD Bank, towards construction of an automobile electrical charging station to be located in the Town of Sudbury, and expended under the direction of the Town Manager.

Knights of Columbus - Request for a One- Day Wine and Malt Beverages License

It was on motion unanimously

VOTED: As the Licensing Authority for the Town of Sudbury, to grant a one-day Wine and Malt Beverages License to Bill Kneeland, 41 Pennymeadow Road, representing the Knights of Columbus Council #5188 of

Sudbury, to accommodate a St. Patrick's Day dinner/dance fundraising event at Our Lady of Fatima Parish Hall, 160 Concord Road, on Saturday, March 10, 2012, from 6:30 p.m. to 10:30 p.m., subject to receipt of a Certificate of Liability.

Picture Donation - John Sklenak

It was on motion unanimously

VOTED: To accept, on behalf of the Town, a prize-winning picture donation (with a value of \$425) from John Sklenak, 93 Robbins Road, for use on the Town of Sudbury website, as requested by the Town Manager.

Council on Aging – Appointment

Vice-Chairman Haarde placed a hold on this agenda item, and he asked that it be taken off the Consent Calendar, since he plans to vote against it.

It was on motion

VOTED: To approve the appointment of John J. Ryan, Jr., 155 Ford Road, to the Council on Aging for a term to expire on May 31, 2013, filling a vacancy occasioned by the resignation of Susan Kasle, as requested by Debra Galloway, Council on Aging Director.

Vice-Chairman Haarde opposed the vote.

Bruce Freeman Rail Trail – Public Opinion Advisory Ballot Questions

Present: Rail Trail Conversion Advisory Committee members Dick Williamson and Pat Brown

Chairman O'Brien opened discussion at 10:00 p.m. regarding the Bruce Freeman Rail Trail Public Opinion Advisory Ballot Questions. The Board was previously in receipt of copies of a memorandum from Town Manager Valente dated February 10, 2012, asking for clarification of the draft Town Ballot Questions, and copies of drafts "Non-binding Public Opinion Advisory Question 1, 2A and 2B and accompanying Arguments in Support and Opposition." In addition, copies of a memo from Town Counsel Paul Kenny to Town Manager Valente, dated February 10, 2012, was distributed to the Board by Ms. Valente.

Selectman Drobinski asked if the goal is to have two questions on the ballot. Town Manager Valente reviewed the draft Question #1, and she noted the comment provided by Sudbury resident and Rail Trail Conversion Advisory Committee (RTCAC) member Dick Williamson. She further stated Town Counsel Kenny has opined that the Board can ask for a public opinion, since there is no legal binding aspect to it.

Chairman O'Brien questioned whether the question should include the phrase "non-motorized recreation."

Selectman Drobinski noted that, since the vote is non-binding, the funding source is irrelevant. He also stated State funding for this project may not be available until 2020. Selectman Drobinski stated he has no problem with the language suggested for Question #1, but he recommended adding words to clarify that the Rail Trail would be "more or less" on the old rail right of way. He believes it is important for the public to know that due to information from previous studies, conditions might necessitate the trail be re-routed in certain locations. Vice-Chairman Haarde concurred.

Selectman Drobinski opined that Mr. Williamson's suggested revision seems confusing.

Friends of the Bruce Freeman Rail Trail representative Tom Michelman stated if the route varies off the rail bed then a rail trail is not being constructed.

Chairman O'Brien informed Mr. Michelman the Board is only developing these questions for the Town Ballot to obtain a general gauge of public opinion. He noted previous studies have indicated there are serious challenges in Sudbury of precisely following the rail bed. Thus, Chairman O'Brien believes it is prudent for the Board to inform the public the rail trail may not be in a straight line on the former right of way.

Selectman Drobinski stated it would be disingenuous of the Board to present a different scenario to the public. He also emphasized the Selectmen have jurisdiction to establish the Town Ballot language.

Sudbury resident Dan DePompei, 35 Haynes Road, stated he has no objection to the Board's intent or the suggested language. He asked Mr. Michelman to explain his comment noting "other concepts" considered. Mr. DePompei stated he is unaware of any concepts being disclosed to the public. Mr. Michelman replied the other concepts were developed by the Town of Concord or private individuals.

Chairman O'Brien stated no concepts have been fully developed by Town staff and any relevant information is available on the Town website.

Town Manager Valente noted the Ballot questions must be received by the Town Clerk by 5:00 p.m. on February 17, 2012. The Board will further consider the language of Question #1 and the suggested revision made by Selectman Drobinski and notify the Town Manager of any preferred language for the revision prior to the deadline.

Sudbury resident and Rail Trail Conversion Advisory Committee (RTCAC) Chair Pat Brown, 34 Whispering Pine Road, referenced the draft Summary for Question #1. She suggested the end of the location description in the second sentence be revised to state "...Frost Farm south to the end of the right of way west of Union Avenue near Station Road." The Board agreed with this revision.

Selectman Drobinski stated Question #2A as drafted seems appropriate. He noted that a non-binding resolution does not advise the Board whether to accept a gift but only on the question of whether Sudbury should design a half-mile segment. He further stated that the \$50,000 gift was offered with the caveat that the design would adhere to Department of Transportation standards. Selectman Drobinski stated Sudbury may decide it wants to do something different and design its own trail. He does not believe it is appropriate to give the public the impression the Town has decided on a design. Thus, Selectman Drobinski stated he could support Question #2A as originally drafted, and the Board could discuss the issue of accepting a gift at a later time.

Mr. Michelman strongly disagreed that a 25% design forces the Town down a certain path that cannot be altered.

Selectman Drobinski stated these questions will determine if the Town supports the project, since the residents may eventually need to pay for it, and if so, then the Board can have a subsequent discussion after Town Meeting. He emphasized a discussion now would be premature without the input from Park and Recreation and the Conservation Commission.

It was on motion unanimously

VOTED: To approve the Non-binding Public Opinion Advisory Ballot question #2A, as reviewed tonight, regarding the Bruce Freeman Rail Trail.

It was also on motion unanimously.

VOTED: To approve the Non-binding Public Opinion Advisory Ballot question #1, as revised tonight by Selectman Drobinski, unless more preferred language is presented to the Town Manager prior to 5:00 p.m. on February 17, 2012, regarding the Bruce Freeman Rail Trail.

Chairman O'Brien asked if these two questions are also adequate to be presented in the Town Warrant as non-binding resolutions.

Town Manager Valente referenced Town Counsel Kenny's memorandum to her and the possibility that the two forums could provide responses that negate each other.

Vice-Chairman Haarde stated he thought non-binding resolutions are not allowed to have Town Meeting presentations. Mr. DePompei explained a non-binding resolution is allowed a ten-minute presentation, which is followed by a vote without further discussion.

Vice-Chairman Haarde stated the potential result offered by Town Counsel could occur on everything voted on, but is unlikely. Thus, he believes the Town Warrant should include the non-binding resolution questions.

Selectman Drobinski noted the Board will need to prepare the presentations for Town Meeting, and that the Moderator will ensure it speaks only to the resolution language. Chairman O'Brien noted the presentation will need to clearly present the pros and cons of the issue to elicit a reliable vote from the public.

Town Manager Valente stated the Town Meeting questions can be finalized up until March 20, 2012.

Chairman O'Brien asked if the Board is in favor of presenting the same questions in the Town Warrant as it voted tonight for the Town Ballot. Vice-Chairman Haarde stated he cannot think of a reason to make them different.

Chairman O'Brien stated he sees no harm in presenting them at Town Meeting. He asked how to inform the public ahead of Town Meeting of the issues. Ms. Brown suggested a public presentation be scheduled. Selectman Drobinski stated such a forum would need to present a balanced perspective of pros and cons. Ms. Brown stated it would not have taken the RTCAC seven years to study this issue if the answers could so easily be captured in a "yes" or "no" answer. She believes the issue is complex and needs to be discussed with the public in advance of Town Meeting. Chairman O'Brien and Selectman Drobinski stated it would be beneficial for Board members to attend such a meeting. Ms. Brown will ask the RTCAC if it can coordinate the proposed discussion and report back to the Board. Mr. Michelman suggested a larger room than Town Hall be made available.

Sudbury resident Madeleine Gelsinon, 520 Concord Road, asked if opinions from other Town boards and committees will be included in the Town Warrant to help advise the public. Town Manager Valente stated typically reports from the Finance Committee and Board of Selectmen are included.

Town Manager Valente reviewed the process for communication and follow-up of tonight's discussion prior to the Board's next meeting. She stated she would send the Ballot questions to the Board by email for a final review this week prior to submission to the Town Clerk on February 17, 2012.

At the close of tonight's meeting, Mr. DePompei asked the Board to research whether there is an obligation for the Town to complete a concept plan before a design plan, since it voted a money article for a concept plan at a previous Town Meeting.

Annual Town Meeting Actions

The Board was previously in receipt of a draft list of the "2012 Annual Town Meeting Warrant Articles," dated February 10, 2012. The Board reviewed the list to accept them and to determine the final order of the articles. It was determined the Board would designate articles for the Consent Calendar and take positions as deemed appropriate at its next meeting.

It was on motion unanimously

VOTED: To refer zoning-related Articles #21, #22, #23 and #24, as noted on the listing below, to the Planning Board for Public Hearings. (NOTE: Revised after re-numbering.)

It was also on motion unanimously

VOTED: To accept the articles submitted for the Annual 2012 Town Meeting Warrant, received as of January 31, 2012, in the order presented, subject to reordering the numbers 1-35, due to Withdrawn article #20.

- #1 - Hear Reports
- #2 - FY12 Budget Adjustments
- #3 - Stabilization Fund
- #4 - FY13 Budget
- #5 - FY13 Capital Budget
- #6 - FY13 Transfer Station Enterprise Fund Budget
- #7 - FY13 Pool Enterprise Fund Budget
- #8 - FY13 Recreation Field Maintenance Enterprise Fund Budget
- #9 - Unpaid Bills
- #10 - Chapter 90 Highway Funding
- #11 - Real Estate Exemption
- #12 - Town/School Revolving Funds
- #13 - Establish Stabilization Fund – Minuteman Regional Vocational School District
- #14 - Town Center Traffic Improvements
- #15 - Fire Department Safety Equipment Purchase
- #16 - Pawnbroker Bylaw
- #17 - Nixon Roof Replacement & Repair – MSBA Program
- #18 - Natatorium HVAC & Associated Roofing
- #19 - Town and School Roofs
- #20 - WITHDRAWN
- #21 - Amend Zoning Bylaw Article IX, Appendix A – B.6 – Update definition of Agricultural Use - Refer to Planning Board
- #22 - Amend Zoning Bylaw Article IX – Appendix A – Sec. 2313 Regulate raising of roosters – Refer to Planning Board
- #23 - Amend Zoning Bylaw Article IX – Section 5331 – Senior Residential Community – Refer to Planning Board
- #24 - Amend Bylaw – Art. V(f) – Stormwater Management Bylaw – Refer to Planning Board

- #25 - Community Preservation Fund –Town Hall Architectural and Design Study
- #26 - Community Preservation Fund – Town Center Landscaping Restoration
- #27 - Community Preservation Fund – Historic Projects
- #28 - Community Preservation Fund – Town-Wide Walkways
- #29 - Community Preservation Fund – Town Clerk Historic Document Preservation
- #30- Community Preservation Fund - Sudbury Housing Trust 10% Allocation
- #31- Community Preservation Fund - Pantry Brook Farm Preservation Restriction
- #32 - Community Preservation Fund – Purchase and Restore Property - 15 Hudson Road
- #33 - Community Preservation Fund - Amend Art. 43 of the 2006 Town Meeting, Sudbury Housing Authority Unit Buy Down
- #34 - Community Preservation Fund - General Budget and Appropriations
- #35 - Resolution – Rail Trail
- #36 - Resolution - Rail Trail

Board of Selectmen/Town Manager 2011 Annual Report

The Board was previously in receipt of a draft copy of the Board of Selectmen/Town Manager Joint 2011 Annual Report for review. Town Manager Valente distributed copies of a revised version to the Board.

Chairman O'Brien suggested adding dollar amounts of the grants received by the Energy and Sustainability Green Ribbon Committee to section III.

Vice-Chairman Haarde stated he thinks Selectman Drobinski is serving his ninth term on the Board and he asked if this should be revised. He also stated he would be remiss if he did not note that the Board did not discuss or set new goals this year, but rather it discussed the status of previous goals.

Town Manager Valente noted that many of the goals on the Town's Master Plan have been achieved and that the ones that remain require significant resources and funding. She suggested the Board meet, possibly in conjunction with other boards and committees, to prioritize the seven remaining goals. Ms. Valente stated the Town needs to evaluate its process for capital improvements.

Vice-Chairman Haarde stated the ultimate goal is to address the structural deficit. He asked that the word "annually" be stricken from the second sentence of the second paragraph, since the Board does not set goals each year. He also noted Master Plans should be updated every ten years.

It was on motion unanimously

VOTED: To approve the Board of Selectmen/Town Manager Joint 2011 Annual Report, subject to incorporating the revisions suggested tonight, referencing to see the Energy and Sustainability Green Ribbon Committee Report and checking the number of terms served by Selectman Drobinski.

Executive Session

At 11:23 p.m., Chairman O'Brien announced the close of the regular meeting and it was on roll call unanimously

VOTED: To go into Executive Session for the purpose of discussing land acquisition wherein an open meeting may have a detrimental effect on the litigating position of the Board of Selectmen, Chairman Lawrence W. O'Brien, aye, Vice-Chairman Robert C. Haarde, aye and Selectman John C. Drobinski, aye.

Chairman O'Brien announced regular session would not reconvene following Executive Session.

There being no further business, the meeting adjourned at 11:23 p.m.

Attest: _____
Maureen G. Valente
Town Manager-Clerk

ITEM "15"

Date: 2/22/12

2012 ANNUAL TOWN MEETING WARRANT ARTICLES

ART#	SUBJECT (SPONSOR)	AMOUNT	SPEAKER	POSITION	CONSENT CALENDAR
	In Memoriam Resolution				
1.	Hear Reports (Selectmen)		_____		
2.	FY12 Budget Adjustments (Selectmen)	\$ _____			
3.	Stabilization Fund (Selectmen)	\$			
4.	FY13 Budget (Finance Committee)	\$ _____			
5.	FY13 Capital Budget (Capital Improvement Planning Committee)	\$			
6.	FY13 Transfer Station Enterprise Fund Budget (Finance Committee)	\$			
7.	FY13 Pool Enterprise Fund Budget (Finance Committee)	\$			
8.	FY13 Recreation Field Maintenance Enterprise Fund Budget (Finance Committee)	\$ _____			
9.	Unpaid Bills (Town Accountant)	\$ _____			
10.	Chapter 90 Highway Funding (Director of Public Works)				CC
11.	Real Estate Exemption (Board of Assessors)				CC
12.	Town/School Revolving Funds				CC
	Plumbing & Gas Inspectional Services	\$ 45,000			
	Portable Sign Admin. & Inspectional Svcs.	\$ 10,000			
	Cemetery - Cemetery Maintenance	\$ 20,000			
	Conservation - Wetlands	\$ 35,000			
	Conservation - Trail Maintenance	\$ 5,000			
	Council on Aging - Activities	\$ 35,000			
	Council on Aging - Van Transport. (MWRTA)	\$ 70,000			
	Fire Department - Permits	\$ 45,000			
	Goodnow Library	\$ 10,500			
	Recreation Programs	\$582,000			
	Teen Center	\$ 20,000			
	Bus	\$450,000			
	Instrumental Music	\$ 75,000			
	Cable Television	\$ 30,000			
	Regional Housing Services	\$150,000			
	Rental Property	\$ 40,000			
	Dog	\$ 50,000			
	Treasurer/Collector - Passport fees	\$ 13,000			
	Youth Programs (Park and Recreation)	\$ 50,000			
	Zoning Board of Appeals - Permits	\$ 25,000			

2012 ANNUAL TOWN MEETING WARRANT ARTICLES (Page 2)

ART#	SUBJECT (SPONSOR)	AMOUNT	SPEAKER	POSITION	CONSENT CALENDAR
13.	Establish Stabilization Fund - Minuteman Regional Vocational School Dist. (Board of Selectmen)				
14.	Town Center Traffic Improvements (Board of Selectmen)				
15.	Fire Dept. Safety Equipment Purchase (Fire Chief)				
16.	Pawnbroker Bylaw (Police Department) <i>WITHDRAWN FOR FURTHER STUDY</i>				
17.	Nixon Roof Replacement & Repair - (Bookmark) MSBA Program (School Committee and Sudbury Public Schools)				
18.	Natatorium HVAC & Associated Roofing (Building Department)				
19.	Town and School Roofs (Board of Selectmen and Sudbury Public Schools)				
20.	Amend Zoning Bylaw, Art. IX, Appendix A - B.6 - Update definition of Agricultural Use (Planning Board)				CC
21.	Amend Zoning Bylaw, Art. IX, Appendix A - Sec. 2313 - Regulate raising of roosters (Planning Board)				
22.	Amend Zoning Bylaw, Art. IX - Sec. 5331 - Senior Residential Community (Planning Board)				
23.	Amend Zoning Bylaw, Art. V(F) - Stormwater Management Bylaw (Planning Board)				
24.	Community Preservation Fund - Town Hall Architectural and Design Study (Community Preservation Committee)	\$			
25.	Community Preservation Fund - Town Center Landscaping Restoration (Community Preservation Committee)	\$			
26.	Community Preservation Fund - Historic Projects (Community Preservation Committee)	\$			
27.	Community Preservation Fund - Town-wide Walkways (Community Preservation Committee)	\$			
28.	Community Preservation Fund - Town Clerk Historic Document Preservation (Community Preservation Committee)	\$			

2012 ANNUAL TOWN MEETING WARRANT ARTICLES (Page 3)

ART#	SUBJECT (SPONSOR)	AMOUNT	SPEAKER	POSITION	CONSENT CALENDAR
29.	Community Preservation Fund - Sudbury Housing Trust 10% Allocation (Community Preservation Committee)	\$			
30.	Community Preservation Fund - Pantry Brook Farm Preservation Restriction (Community Preservation Committee)	\$			
31.	Community Preservation Fund - Purchase and Restore Property (15 Hudson Rd.) (Community Preservation Committee)	\$			
32.	Community Preservation Fund - Amend Art. 43 of the 2006 ATM, Sudbury Housing Authority Unit BuyDown (Community Preservation Committee)				
33.	Community Preservation Fund - General Budget and Appropriations (Community Preservation Committee)	\$			
34.	Resolution -(non-binding)- Rail Trail Concord Town Line to Union Avenue (Board of Selectmen)				
35.	Resolution -(non-binding)- Rail Trail (half-mile portion, Concord Town Line to Rt. 117 [North Road]) (Board of Selectmen)				

NOTES: S = Support
RTM = Report at Town Meeting
CC = Consent Calendar