

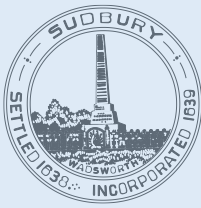
SUDBURY BOARD OF SELECTMEN  
TUESDAY SEPTEMBER 23, 2014  
7:30 PM, TOWN HALL - LOWER LEVEL

Item #	Time	Action	Item
			Call to Order
	7:30 PM		Opening remarks by Chairman
	7:35 PM		Reports from Town Manager
	7:45 PM		Reports from Selectmen
	7:50 PM		Citizen's comments on items not on agenda
<b>OTHER TIMED ITEMS</b>			
1.	8:00 PM	<i>VOTE</i>	Question of whether to vote to Appoint Kelley Cronin, 244 Lincoln Road, as a member of the Sudbury Housing Trust for a Term to Expire April 30, 2016, to Fill a Vacancy Occasioned by the Resignation of Daniel Hewitt, and to send a letter of appreciation to Mr. Hewitt.
<b>MISCELLANEOUS</b>			
2.		<i>VOTE</i>	Question of whether to vote to add a third Town Counsel finalist to be interviewed on Tuesday, October 7, 2014, 7:00 PM, Lower Town Hall.
3.		<i>VOTE</i>	Question of whether to vote to approve Selectmen's Draft Meeting Schedule for 2015.
<b>CONSENT CALENDAR</b>			
4.		<i>VOTE</i>	Vote to Approve the Regular Session Meeting Minutes of September 3, 2014 and September 10, 2014.
5.		<i>VOTE</i>	Vote to Approve the Appointment of Bella Wong, Superintendent/Principal of Lincoln-Sudbury Regional High School to the Vocational Education Options Committee for a Term Ending 5/31/15.
6.		<i>VOTE</i>	Vote to Accept a Technical Services Grant from the DOER in the Amount of \$12,500 to Fund the Services of a Consultant (Peregrine Energy Group) in Connection with Energy Management Services Related to Energy Savings Performance Contract (ESCO); and to Authorize the Town Manager to Execute Documents Related Thereto Inclusive of the Grant Contract and MAPC Agreement for Peregrine's Services.

*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.*

<b>Item #</b>	<b>Time</b>	<b>Action</b>	<b>Item</b>
7.		<i>VOTE</i>	Vote to Accept, on Behalf of the Town, Donations from Sudbury Garden Club, William & Christiane Densel, Joan Burns, Robert & Martha Coe, Esme Green and Sudbury Earth Decade Committee Totaling \$135 to be Used by the Town of Sudbury for the Purpose of the Sudbury Celebrates 375/Sudbury Day Committee Celebration, and May be Used for Another Similar Purpose as Authorized by the Board of Selectmen in the Event that All Funds Are Not Expended at the Conclusion of the Aforementioned Celebration.
8.		<i>VOTE</i>	Vote to Grant a Special Permit to the Fieldhouse Sudbury, to Hold the “The Fieldhouse 5K” Walk/Run on Saturday, November 8, 2014, from 8:00 A.M. through Approximately 10:30 A.M., Subject to Police Department Safety Requirements, Proof of Insurance Coverage and the Assurance that Any Litter Will be Removed at the Race’s Conclusion.
9.		<i>VOTE</i>	Vote to Approve Award of Contract to Sudbury Design Group by the Town Manager for the Town Center Landscape Plan.
<b>EXECUTIVE SESSION</b>			
10.		<i>VOTE</i>	Vote to Enter into Executive Session Regarding Strategy with Respect to Land Negotiations If an Open Meeting May Have a Detrimental Effect on the Bargaining Position of the Public Body and the Chair So Declares. Also Approval of 4/29/14 Executive Session Minutes.

*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.*



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**1: Interview Sudbury Housing Trust Candidate for Appointment**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Question of whether to vote to Appoint Kelley Cronin, 244 Lincoln Road, as a member of the Sudbury Housing Trust for a Term to Expire April 30, 2016, to Fill a Vacancy Occasioned by the Resignation of Daniel Hewitt, and to send a letter of appreciation to Mr. Hewitt.

Financial impact expected:

Approximate agenda time requested:

Representative(s) expected to attend meeting: Applicant Kelly Cronin

OTHER TIMED ITEMS

MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:



# Town of Sudbury

Planning and Community Development Department

Jody A. Kablack, Director

Flynn Building  
278 Old Sudbury Rd  
Sudbury, MA 01776  
978-639-3387  
Fax: 978-443-0756

<http://www.sudbury.ma.us/services/planning>  
[kablackj@sudbury.ma.us](mailto:kablackj@sudbury.ma.us)

TO: Maureen Valente, Town Manager  
FROM: *JAK* Jody Kablack, Planning and Community Development Director  
DATE: September 2, 2014  
RE: Sudbury Housing Trust Appointment

Two Trustees of the Sudbury Housing Trust resigned their positions over the summer. The Trust has advertised for members on the Town's website since June 6, 2014, and Kelley is the only candidate to date to submit an application. Kelley is an outstanding candidate for this position, as her professional experience as the Executive Director of the Acton Housing Authority for the last 9 years will enable her to quickly understand the Housing Trust's work. The Housing Trust interviewed Kelley on August 12, 2014 and unanimously recommends her appointment to replace Daniel Hewitt. I have attached the minutes of that meeting, as well as Kelley's Application for Appointment.

If she is appointed, please have the Selectmen execute the attached Certificate of Appointment for recording at the Middlesex Registry of Deeds. The Sudbury Housing Trust Trustees are appointed for a 2 year term, expiring on April 30<sup>th</sup>. Attached is also Article IV of the Trust - Appointment and Tenure of Trustees.

The Trust continues to seek one additional member.

Enclosures

Attachment: HousingTrustAppt (1014 : Interview Sudbury Housing Trust Candidate for Appointment)

#### ARTICLE IV APPOINTMENT AND TENURE OF TRUSTEES

There shall be a Board of Trustees consisting of not less than five and not more than nine Trustees appointed by the Board of Selectmen. At least one of the Trustees shall be a member of the Board of Selectmen, who shall serve as the representative of the Board of Selectmen.

The Trustees shall be appointed for a two (2) year term, such term to end on April 30 of the expiration year or until such time as a successor is appointed, should said appointment be delayed. Two of the initial Trustee appointments shall be for a term of one (1) year, and may be re-appointed at the discretion of the Board of Selectmen. Trustees may be appointed for no more than five (5) consecutive terms.

In the event of a vacancy in the position of Trustee, the appointment shall be made in the same manner as the original appointment.

All Trustees must be current residents of Sudbury upon initial appointment. Any Trustee who ceases to be a resident of the Town of Sudbury shall promptly provide a written notification of the change in residence to the Trust and to the Town Clerk. Said Trustee may continue to serve with the approval of the remaining Trustees, and may be reappointed by the Board of Selectmen.

Any Trustee may resign by written instrument signed and acknowledged by such Trustee and duly filed with the Town Clerk. If a Trustee shall die, resign, or for any other reason cease to be a Trustee hereunder before his/her term of office expires, a successor shall be appointed by the Board of Selectmen to fill such vacancy provided that in each case the said appointment and acceptance in writing by the Trustee so appointed is filed with the Town Clerk. No such appointment shall be required so long as there are five (5) Trustees in office. Upon the appointment of any succeeding Trustee and the filing of such appointment the title to the Trust estate shall thereupon and without the necessity of any conveyance be vested in such succeeding Trustee jointly with the remaining Trustees.

Rec 7/15/14

**TOWN OF SUDBURY  
APPLICATION FOR APPOINTMENT**

BOARD OF SELECTMEN  
278 OLD SUDBURY ROAD  
SUDBURY, MA 01776

FAX: (978) 443-0756  
E-MAIL: selectmen@sudbury.ma.us

Board or Committee Name: Housing Trust

Name: Kelley Cronin  
Address: 244 Lincoln Road Email Address: thecroningrealeys@yahoo.com  
Home phone: 978-443-4497 Work or Cell phone: 617-592-4682

Years lived in Sudbury: 35

Brief resume of background and pertinent experience:  
Director of Acton Housing Authority since 2005, financed and constructed affordable housing, manage over 300 units of housing in Acton. Former Commissioner of Sudbury Housing Authority, Sudbury Community Preservation Committee and Committee to make recommendations for St. Anselm's property.

Municipal experience (if applicable):  
See Above

Educational background:  
Graduate of Lincoln Sudbury and U-Mass Amherst

Reason for your interest in serving:  
I have been an affordable housing advocate since 1987, grew up in Sudbury and moved back to Town to raise my family here. It is a wonderful community and I would like to volunteer for a committee where my professional experience can be of assistance.

Times when you would be available (days, evenings, weekends):  
Fairly flexible schedule  
Do you or any member of your family have any business dealings with the Town? If yes, please explain:  
No

KC \_\_\_\_\_ (Initial here that you have read, understand and agree to the following statement)

I agree that if appointed, I will work toward furtherance of the committee's mission statement; and further, I agree that I will conduct my committee activities in a manner which is compliant with all relevant State and Local laws and regulations, including but not limited to the Open Meeting Law, Public Records Law, Conflict of Interest Law, Email Policy and the Code of Conduct for Town Committees.

I hereby submit my application for consideration for appointment to the Board or Committee listed above.

Signature  Date 7/15/14

Attachment: HousingTrustAppt (1014 : Interview Sudbury Housing Trust Candidate for Appointment)

**SUDBURY HOUSING TRUST  
MEETING MINUTES**

Tuesday, August 12, 2014

8:00 a.m.

Flynn Building, Silva Room, 278 Old Sudbury Road

In Attendance: Lydia Pastuszek, Chair; Mike Buoniconi; Peter Abair; Andrew Kaye; Amy Lepak; Bob Morrison; and Larry O'Brien.

Absent:

Staff in Attendance: Leonardi Aray, Jody Kablack; Jim Kupfer; and Elizabeth Rust.

Members of the Public in Attendance: Pat Brown, Dan DePompei, Kelley Cronin

Ms. Pastuszek called the meeting to order at 8:05 a.m.

First on the agenda was an interview with trustee candidate Kelley Cronin. Ms. Cronin is a Sudbury resident and is the Executive Director of the Acton Housing Authority. She has served on the Board of the Sudbury Housing Authority and volunteered at Sudbury schools. Ms. Cronin said that Acton's affordable housing process is similar to Sudbury's in that there are scattered condominiums, some being rental, and so she would be happy to serve to use her experiences to assist the Housing Trust. Ms. Rust noted that she and Ms. Cronin have worked together with the Regional Housing Services Office and on the SHA board.

Mr. O'Brien said that he was pleased to see Ms. Cronin's application. He recalled her experience on other boards and her qualifications and felt that she would bring some new perspective and ideas to the Trust. He said that he would support her becoming a member and would recommend her appointment to the Selectmen.

A motion was made and unanimously voted to recommend that the BOS appoint Ms. Cronin to the Sudbury Housing Trust.

Ms. Rust explained that with the addition of Ms. Cronin the Housing Trust would have eight members. There needs to be a minimum of five with one representative from the BOS. She said that a notice of Board vacancy has been advertised since the beginning of May. It was decided that the Board should continue advertising for one additional member. It was suggested that Board members talk to people in town who might have architectural and banking experience to round out the experiences of the Board.

SUDBURY HOUSING TRUST  
CERTIFICATE OF APPOINTMENT  
OF TRUSTEE AND ACCEPTANCE

We, Patricia Brown, Robert C. Haarde, Lawrence W. O'Brien, Leonard A. Simon, and Charles C. Woodard, the duly elected and serving members of the Sudbury Board of Selectmen pursuant to Article IV of the SUDBURY HOUSING TRUST recorded at the Middlesex South District Registry of Deeds at Book 49096, Page 353, do hereby certify that we, having accepted the resignation of Trustee Daniel Hewitt, by an instrument in writing date June 16, 2014, appointed and designated

Kelley Cronin

to serve as Trustee for a term of two years, expiring on April 30, 2016, or until her successor is appointed and qualified.

EXECUTED as a sealed instrument this 23<sup>rd</sup> day of September 2014

\_\_\_\_\_  
Charles C. Woodard

\_\_\_\_\_  
Patricia Brown

\_\_\_\_\_  
Robert C. Haarde

\_\_\_\_\_  
Lawrence W. O'Brien

\_\_\_\_\_  
Leonard A. Simon

COMMONWEALTH OF MASSACHUSETTS

Middlesex, ss \_\_\_\_\_, 2014

On this 23<sup>rd</sup> day of September, 2014, personally appeared before me Patricia Brown, Robert C. Haarde, Lawrence W. O'Brien, Leonard A. Simon, and Charles C. Woodard who proved to me through satisfactory evidence of identification, to wit, personal knowledge, to be the signers of the foregoing document, and acknowledged to me that they signed same voluntarily for its stated purpose.

\_\_\_\_\_  
Notary Public  
My Commission expires:

Attachment: HousingTrustAppt (1014 : Interview Sudbury Housing Trust Candidate for Appointment)



I, the undersigned, hereby accept appointment as successor Trustee of the above-captioned Trust.

EXECUTED as a sealed instrument this      day of      , 2014

\_\_\_\_\_  
Kelley Cronin

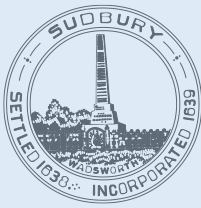
COMMONWEALTH OF MASSACHUSETTS

Middlesex, ss      \_\_\_\_\_, 2014

On this      day of      , 2014, personally appeared before me Kelley Cronin, who proved to me through satisfactory evidence of identification, to wit, personal knowledge, to be the signer of the foregoing document, and acknowledged to me that he signed same voluntarily for its stated purpose.

\_\_\_\_\_  
Notary Public  
My Commission expires:

Attachment: HousingTrustAppt (1014 : Interview Sudbury Housing Trust Candidate for Appointment)



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**2: Additional Town Counsel Finalist**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Question of whether to vote to add a third Town Counsel finalist to be interviewed on Tuesday, October 7, 2014, 7:00 PM, Lower Town Hall.

Financial impact expected:

Approximate agenda time requested:

Representative(s) expected to attend meeting:

MISCELLANEOUS

MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:



**TOWN OF SUDBURY**  
*Office of the Asst. Town Manager/HR Director*

Maryanne Bilodeau  
 Asst. Town Manager/HR Director

278 Old Sudbury Road  
 Sudbury, Massachusetts 01776  
 Tel: (978) 639-3386  
 Email: bilodeaum@sudbury.ma.us

To: Maureen Valente  
 From: Maryanne Bilodeau *MB*  
 Re: Town Counsel Search Committee  
 Date: September 19, 2014

Maureen,

Attached are several documents that the BOS may find useful as they determine whom, if anyone, they wish to interview for Town Counsel, other than the two other finalists recommended by the committee. Both of the finalists will be available to interview with the BOS on Tuesday, October 7<sup>th</sup>.

**Town Counsel Search Committee's Final Recommendations for Town Counsel**

This will recap the final recommendations of the Committee to include comments on why Petrini & Associates and Kopelman & Paige were recommended as finalists.

**2013 Town Counsel Search Committee Timeline 10/17/13**

Timeline includes all steps used in the process along with the committee meeting dates.

**RFP for Town Counsel Services**

The Request for Proposals (RFP) that was used for soliciting the Town Counsel services. It was posted on 10/25/13 and proposals were due by 12/2/13.

**Rating Sheets**

The Committee rated finalists based on several criteria. Attached are three Rating Sheets that were used by each member of the committee to rate each proposal based on what experience the recipients had related to various areas of *Municipal Law* and *Litigation*, along with rating their *Price Proposals*. On each of these Rating Sheets you will find various categories of preferred experience that the members of the committee felt were important for Town Counsel to possess.

**Town Counsel Interview Questions**

Interview questions that were developed by the committee to use as a guide.

**References**

Attached are the minutes from the Committee's February 3, 2014 meeting where the Committee discussed references that were checked by various members of the Committee.

**Town Counsel Search Committee Website**

All meeting agendas and minutes are available on the Town's website at: <https://sudbury.ma.us/tcsc/documents/>. (Please note that this webpage is located in the *Archived Committees* section under *Committees* on the Town's website.)

Attachment: TCounsel\_complete (1029 : Additional Town Counsel Finalist)

**Date:** February 3, 2014  
**To:** Board of Selectmen  
**From:** Town Counsel Search Committee  
**RE:** Search Committee's Final Recommendations for Town Counsel

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The Town Counsel Search Committee (further noted as Search Committee) has completed its mission as voted on September 3, 2013 by the Board of Selectmen, and at this time would like to give our final report and recommendations.

The Search Committee met over a series of seven meetings. The Search Committee elected Myron Fox as Chairman; Len Simon as Vice-Chairman; and Jody Kablack as Clerk. A Request for Proposal (further noted as RFP and attached) was prepared by the Search Committee. The RFP for Town Counsel Services was posted on the Town's Web-site on October 25, 2013. It was also advertised in the following: Massachusetts Lawyers Weekly, the Massachusetts Municipal Association (MMA) website, Mass Municipal Lawyers Association (MMLA). All RFP's were due by 5:00 p.m. Monday, December 2, 2013. The Timeline of the Search Committee is attached.

The Search Committee received nine responses to the RFP. We evaluated and discussed in detail all nine responses and narrowed the field to the top four responses. The firms interviewed were: Miyares and Harrington, Kopelman and Paige, and Petrini & Associates. The Search Committee was also interested in scheduling an additional interview in connection with an RFP received from Mr. Paul Kenny who currently serves as Sudbury's Town Counsel. However, based on advice from Labor Counsel we did not interview Mr. Kenny because he is currently an employee and his proposal is to remain as an employee of the Town. Employment interviews are considered personnel matters and are not within the purview of the Search Committee.

The Search Committee pondered the following questions: What are the advantages to Sudbury to change Town Counsel? What legal services are available compared to Sudbury's existing legal services? Did we see something beneficial which would warrant our recommending a change? Our ultimate questions, after considering all proposals, are: Do we want to recommend to the Board of Selectmen to keep the existing model and Counsel or change them? If the Search Committee decided to recommend a change in Counsel, which applicant(s) would the Search Committee recommend?

The Search Committee weighed the RFP responses and interviewed three firms, and our recommendation to the Board is detailed below. Additionally, we felt it appropriate to rank the three candidates and lay out the pros and cons of each. The Search Committee's recommendations are as follows: (1) Paul Kenny; (2) Petrini & Associates; and (3) Kopelman and Paige (in that order).

**Search Committee Recommendations:**

1. We recommend Paul Kenny for the following reasons:
  - a. The members of the Search Committee already have in-depth knowledge and familiarity with Mr. Kenny's legal experience and skills from working with him over the course of years.
  - b. Mr. Kenny has 37 years of successful service to the Town.
  - c. Based on our knowledge of this candidate and after due consideration of the application materials and interviews of the others, we are convinced that our current Town Counsel structure provides the most advantageous level of legal services for the Town at this time and at a reasonable cost.
  - d. Mr. Kenny provides significantly more onsite legal access to Town staff, Boards and Committees than proposed by any of the other applicants.

- e. The Search Committee received eight reference letters (attached) for Mr. Kenny from residents, attorneys and town employees, all supporting his work over the years as Sudbury Town Counsel.

Therefore the committee recommends that the Board of Selectmen favorably consider Mr. Kenny's candidacy to continue as the Sudbury Town Counsel. It is the Search Committee's recommendation that the BOS vote to enter into negotiations to extend Mr. Kenny's contract.

- 2. If the Board prefers to interview other candidates, the Search Committee recommends the following two firms ranked in this order:
  - a. Petrini & Associates
  - b. Kopelman and Paige

Both of these firms were creative with their proposals and will offer on-site Town Counsel Services and general retainers for a set price.

We found Petrini & Associates to be the more responsive of the firms interviewed. They clearly did research and were familiar with Sudbury's legal needs. Barbara Saint Andre who would be our Town Counsel came across to the Search Committee as approachable and sincere, confident, honest in her assessment of her legal skills and ability, and very knowledgeable in a broad variety of municipal law matters. The fixed fee retainer for basic services they proposed was \$60,000 for years 1 and 2; and \$65,000 in the third year. This includes office hours at the Flynn Building each week. Ms. Saint Andre's hourly rate would be \$190.00 for litigation and services not included in the fixed fee retainer. They have five attorneys in their firm. The Search Committee was concerned that their fixed fee retainer seemed low and would not cover all of Sudbury's legal needs. Christopher J. Petrini, the senior partner at the firm, was designated back-up Town Counsel. There is a detailed description of their fees and expenses starting on page 13 of their proposal.

Kopelman and Paige also did considerable research on Sudbury's legal needs. If we went with this firm, Sudbury would have a legal team, rather than a single Town Counsel relationship. Jonathan Silverstein would be our Primary Town Counsel and Brian Riley the back-up Town Counsel. They proposed a \$5,000 per month (\$60,000 annually) for a retainer, which would include office hours at the Flynn Building two days a week for 3 hours each. For legal services outside of the matters included in the retainer we would be billed \$185 per hour (in years 1 and 2) and \$190 per hour in year 3 up to an annual cap of \$110,000 in years 1 and 2; and \$115,000 in years 3 and 4. There are some exclusions from this cap which are further described in their proposal (Tab B, page 3). They also had some alternative Fee Proposals. The proposed fees and expenses are shown in Tab B of their proposal. Again, the Search Committee has concerns with their fee proposal.

The three proposals that we have recommended are attached to this memo, as well as the six proposals that we have not recommended.

Sincerely,

Town Counsel Search Committee:

Maryanne Bilodeau, Maryanne Bilodeau, Asst. Town Manager/HR Director

John Drobinski, John Drobinski, Board of Selectmen, Chairman

Myron Fox, Myron Fox, Town Moderator

Jody Kablack, Jody Kablack, Planning and Community Development Director

James F. Kelly, James Kelly, Combined Facilities Director

Scott Nix, Scott Nix, Police Chief

Len Simon, Len Simon, Board of Selectmen

Andrea Terkelsen, Andrea Terkelsen, Finance Director

Liam Vesely, Liam Vesely, Board of Assessors, Chairman

Attachment: TCounsel\_complete (1029 : Additional Town Counsel Finalist)

## 2013 Town Counsel Search Timeline 10-17-13

- √ Develop “draft” Timeline - MB
- √ Decide Who should serve on Town Counsel Search Committee - BOS
  - What departments/committees should be represented? How many members?
  - Are these people interested and available? (See time constraints in Timeline.)
- √ 9/19/13 Committee meets organizes itself (eg. Chair, Vice-Chair, Secretary)  
Discuss “Draft” Timeline and “Draft” Desired Expertise/Experience for BOS
- √10/1/13 BOS Meeting
  - Officially appoint Committee members
  - Review/comment/vote on “Draft” Broad Timeline:
    - 1/31/14: Names of Finalists to Selectmen’s Office
    - 3/17/14: Projected Start Date for Town Counsel
  - Give committee direction for Open Meeting Law, etc.
- √10/2/13 Committee develops Advertisement/RFP and finalizes Timeline
- 10/16/13 Committee begins developing Rating Grid for RFP’s and Interview Questions  
(Thompson Room)
- 10/22/13 BOS reviews/comments/votes on finalized Timeline and RFP
- 10/28/13 Review comments from BOS on final Timeline and RFP  
(Silva Room) Vote to accept edited documents and advertise  
Finalize Rating Grid, Interview Questions, discuss Interview process
- 11/04/13 Advertise with due date of 12/02/13 by 3 p.m.
- 12/16/13 Committee reviews Proposals/Applications and chooses which firms/attorneys to interview  
(Thompson Room)
- 1/06/14 Committee interviews Applicants  
(Silva Room)
- 1/13/14 Committee interviews Applicants  
(Silva Room)
- 2/03/14 Committee reviews all references/recommendations; Committee votes for finalists  
Snowdate 2/05/14 (Silva Room)
- 2/07/14 List of finalists and Proposals to Selectmen’s Office
- 2/10/14 to 3/04/14 BOS interviews finalists and chooses Town Counsel
- by 3/18/14 Contract negotiated/signed/appointment made
- 7/1/14 Projected start date

**Town Counsel Services***Town of Sudbury*

Town of Sudbury seeks proposals for Town Counsel Services effective July 1, 2014. Interested firms/applicants should meet or exceed RFP qualifications and be experienced in municipal law and related fields; adhere to standards of professional conduct and ethics; and be committed to rendering sound legal advice with suitable objectivity and professional detachment.

Written and Electronic submissions are required, which are detailed in the RFP. Personal interviews will also be required of the finalists. The appointment will be made by the Board of Selectmen and will be renewed for each fiscal year. The RFP may be obtained on the town's website at <http://sudbury.ma.us/departments/ATM> Written and Electronic Proposals are due to: Maryanne Bilodeau, Asst. Town Manager/HR Director, 278 Old Sudbury Road, Sudbury, MA 01776 on or before December 2, 2013 by 3 p.m.





## TOWN OF SUDBURY, MASSACHUSETTS

### REQUEST FOR PROPOSALS FOR TOWN COUNSEL SERVICES

#### I. Objective

The Town of Sudbury, Massachusetts seeks to appoint a highly qualified attorney or law firm as Town Counsel effective on July 1, 2014. The successful appointee must meet or exceed the qualifications stated herein and, in general, must be readily accessible to authorized public officials, exceptionally experienced in municipal law as further described below, scrupulous in adhering to required standards of professional conduct and ethics, and committed to rendering sound legal advice with suitable objectivity and professional detachment.

#### II. Background

The Town of Sudbury is located in Metrowest Boston and has a population of approximately 18,000 residents. The town is predominantly residential with some commercial area, primarily along Route 20. The Town approved a FY 14 budget of \$86 million and maintains a AAA Standard and Poor's credit rating.

The Town's general government structure established under the Town's current Charter (July 1, 1996) provides for appointment of a Town Manager by the Board of Selectmen. The Town Manager oversees all Town department functions. The Town has an open Town Meeting. The Town Moderator, Board of Assessors, Park and Recreation Commission, Board of Selectmen, Board of Health and Planning Board, among several other boards, are elected, while there are numerous other appointed boards, including the Zoning Board of Appeals, Conservation Commission, and Permanent Building Committee. The Town's decision-making process is highly collaborative and consensus driven. The Town takes great advantage of, and is fortunate for, the willingness of citizens with advanced knowledge and experience in many professional and technical fields to contribute to the community on volunteer boards, committees and task forces. Applicants are encouraged to learn more about the Town of Sudbury through its municipal website: [www.sudbury.ma.us](http://www.sudbury.ma.us) and its FY 14 Budget and Financing Plan at: <http://sudbury.ma.us/departments/finance/news4383/>.

### III. Town Counsel Services

The Town seeks counsel experienced in the following matters:

- General Municipal Law, established under Massachusetts General Law and case law;
- Municipal Finance;
- Town bylaws and regulations;
- Open Meeting, public record, executive session, conflicts of interest law;
- Zoning and land use issues;
- Real estate issues: acquisitions, sales, eminent domain, easements, leases, tax takings; licenses; conservation and agricultural restrictions; right-of-first refusal;
- Town Meeting: drafting and review of warrant articles and motions, advice on issues before and at Town Meeting;
- Drafting and monitoring special legislation;
- Public bidding, public construction, and municipal procurement issues including lease-purchasing of equipment and contract approval;
- Affordable Housing; MGL. C. 40B; MGL c. 44, s. 55C (Municipal Housing Trusts)
- Subdivision control law;
- Community Preservation Act;
- Wetlands regulations;
- Environmental issues;
- Elections law and procedures;
- Licensing;
- Representation of the Town in all courts, including appellate level, and administrative agencies and other litigation;
- Appellate Tax Board matters;
- Property and Liability claims against Town;

The Town expects Town Counsel attendance at the following:

- All sessions of Special and Annual Town Meetings (Annual Town Meeting starts at the beginning of May and is held on the first Monday, Tuesday and Wednesday evenings);

- Upon request of the Board of Selectmen (BOS) and/or Town Manager, be present at BOS meetings or other Town agency meetings. BOS meetings are generally held 1<sup>st</sup> and 3<sup>rd</sup> Tuesday evenings of the month from September through July; and generally once in August.
- The Selectmen may have special counsel (i.e. labor issues, tax takings, wetland issues, energy supply contracting; solar projects; environment/DEP permitting, etc.) and as such Town Counsel may need to collaborate or consult with Special Counsel.

#### IV. Minimum Qualifications

##### A. Bar Admissions

The appointee and all those who serve as back-up to the appointee (see below) must be a member in good standing of the Massachusetts Bar and of the Federal Bar for the District of Massachusetts.

##### B. Experience

The appointee must represent or have represented as Town Counsel (or functional equivalent) a minimum of one Massachusetts municipality for no less than five years each; or represented other Massachusetts municipalities in specific areas of municipal law; or possess equivalent experience. References for all municipalities currently represented or represented in the past ten years by the appointee must be furnished.

##### C. Accessibility and Accountability

The appointee must commit to be available for frequent contact either through in person meetings or via telephone or email, responding to all communications from authorized officials either himself/herself or through a qualified back up attorney within 24 hours of the call/email. Our current model for legal services has worked well with Town Counsel being available on-site during certain days/hours and via email/telephone to answer inquiries, including calls at home or on cell phone when necessary. The Town has a preference for the availability of Town Counsel in person in the Sudbury Town offices. The preference would be that the attorney be available in the Flynn Building two days a week for at least three hours each day. The appointee must be accessible to Town staff and Board members. The Town Manager's Office manages requests for Town Counsel legal advice. The appointee must also commit, as a general rule, to responding to requests for written opinions within one week unless the circumstances of the opinion warrant a shorter or longer time frame for a response. The appointee must commit to preparing a brief written summary each month of all open issues at no cost to the Town and to preparing a report for the Town's Annual Report, also at no cost to the Town.

##### D. Back-up

The appointee must have within his or her firm or through an established relationship at least one other qualified attorney, who is specifically assigned as a back-up for Sudbury, and who is available to render advice and otherwise represent the interests of the Town of Sudbury when the appointee is unavailable. In this context, "qualified attorney" shall mean another lawyer who substantially meets the minimum qualifications set forth herein for the appointee.

**E. Billing**

The appointee must commit to providing a summary of legal services rendered and invoices for services ordered, rendered and accepted on a monthly basis. Each statement, if based on an hourly rate for services, must disclose, at a minimum, the date of the service, the identity of the lawyer or staff person performing the service, the subject matter reference for the service, a description of the service performed, the time it took to perform that function, and the hourly rate for the individual performing the function. (See Attachment B.) Expense items must also be itemized. Billings may be subject to external review.

**F. Insurance Requirements**

Evidence of valid minimum insurance coverage must be submitted by the selected firm or individual prior to or upon the execution of the contract, as follow:

Workers' Compensation Insurance as required by law

Insurance Certificates with the Town named as an additional insured for each:

General Liability of at least \$1,000,000 Bodily Injury and Property Damage Liability, Combined Single Limit with a \$3,000,000 Annual Aggregate Limit.

Automobile Liability (applicable for any contractor who has an automobile operating exposure) of at least \$1,000,000 Bodily Injury and Property Damage per accident.

Lawyers Professional Liability of at least \$1,000,000/occurrence, \$3,000,000 aggregate.

The Town reserves the right to modify these insurance requirements.

**V. Fees and Expenses**

The Town is committed to containing legal costs and wishes to understand the basis on which the responding attorneys propose fees and expenses. Any attorney/law firm wishing to be considered for appointment may submit with its application alternative proposals to the traditional hourly rate arrangement. For example, responding attorneys may propose a fixed retainer for a specified scope of services with an hourly rate for work outside the established scope of services, or a fixed cost for a set number of hours per month.

Towards this end, responding attorneys are encouraged to clearly outline how they might assist the Town in containing legal costs.

Any single expense/disbursement exceeding \$500 requires prior approval from Town Manager.

If a minimum annual contract is proposed, define what would be included in such an arrangement. Responding attorneys should feel free to be creative in this regard so long as the proposal is workable and reasonable.

Whether or not an alternative fee arrangement is proposed by the responding attorney, the attached fees and expenses response sheet must be filled out completely.

The Town seeks pricing structure proposals for 3 years; however, appointment of Town Counsel is made annually by the Board of Selectmen; therefore, although there will be a pricing structure in effect for three years, there's no guarantee of reappointment each year.

## VI. Selection

In seeking Town Counsel, the Board of Selectmen of the Town of Sudbury is not bound by M.G.L. c.30B or by any other constraints apart from the sound judgment of the Selectmen. This process is being used to communicate the desired qualifications of Town Counsel and to solicit information in an orderly fashion for rough comparative purposes.

A nine member Search Committee composed of two Selectmen, Town staff and others has been established whose function will be to recommend three finalists for consideration by the Board of Selectmen. Personal interviews will be part of the process for selecting the finalists. The finalists will interview with the Board of Selectmen during an open meeting. Ultimately, the Board of Selectmen will select the candidate deemed to be in the best interests of the Town, in its sole discretion. Consequently, the Board of Selectmen and Town of Sudbury reserve the right to waive any irregularities in the RFP process and to accept or reject any or all proposals. It is anticipated that the selection process will conclude by March 18, 2014. The appointment of Town Counsel is made by the Board of Selectmen for each fiscal year.

Below are the projected dates for this process. The Town reserves the right to modify this schedule as it determines convenient:

Nov. 4, 2013	RFP issued
Dec. 2, 2013	Proposals due by 3:00 pm
Dec. 16, 2013 - Feb. 3, 2014	Search Committee screening/interview process
Feb. 7, 2014 – March 4, 2014	Board of Selectmen interviews finalists/makes decision
July 1, 2014	Effective date of appointment

## VII. Application

Qualified attorneys or law firms interested in responding to this RFP should fill out the attached forms completely and attach copies of all documents requested therein. Kindly return the same in a sealed envelope labeled "Town Counsel RFP" to Maryanne Bilodeau, Asst. Town Manager/HR Director and a member of the Search Committee, who also will be available to respond to questions at:

Maryanne Bilodeau  
Asst. Town Manager/HR Director  
Town of Sudbury  
278 Old Sudbury Road  
Sudbury, MA 01776  
[bilodeaum@sudbury.ma.us](mailto:bilodeaum@sudbury.ma.us)

Please provide 10 (10) hard copies of the RFP response and all associated documentation on 8 ½ by 11 paper, along with one digital copy in Adobe pdf format at the address above.

**All responses to this RFP must be received at the above address no later than 3:00 p.m. on Monday, December 2, 2013.**

**ATTACHMENT A**  
**RESPONSE TO REQUEST FOR PROPOSALS FOR**  
**TOWN OF SUDBURY TOWN COUNSEL**

<b>Name:</b>	
<b>BBO#</b>	
<b>Name of Firm:</b>	
<b>Street</b>	
<b>City, State,</b>	
<b>Telephone:</b>	
<b>Fax Number:</b>	
<b>Email:</b>	
<b>Website:</b>	

**Please respond to each of the following, using separate pages as necessary:**

1. Please identify by name (and BBO #, address and phone number if different than above) the proposed Town Counsel, and, if applicable, lead counsel as well as members of a team, and each proposed back-up counsel.
2. Please attach resumes or *curriculum vitae* for each attorney identified above.
3. Do each of the attorneys identified above meet the minimum bar admission requirements of the RFP? If other than "yes", please explain.
4. With respect to each attorney identified, please list each and every Massachusetts municipality represented by the attorney within the past ten years, the years of such representation, and the name, address and phone number of at least one contact person in each municipality with knowledge of the attorney's representation.
5. Please describe each identified attorney's experience in municipal law.
6. Please describe how you propose to satisfy the Accessibility and Accountability requirements of the RFP.

- 7. Please describe how you propose to satisfy the attorney back-up requirements of the RFP.
- 8. If services are to be provided by a team of lawyers, describe how the team approach would work. For example, will specific attorneys be assigned to specific cases or subject matters? Will the specific attorney remain the contact throughout the case or matter?
- 9. How would you conduct or oversee litigation, including administrative proceedings, in which the Town and its boards are involved in their official capacity, to the extent such legal services are not provided by the Town's insurance carriers or outside counsel?
- 10. Are you available to review and approve as to form and content all contracts to which the Town is a party?
- 11. Do you provide regular updates on regulations, legislation and court decisions affecting municipalities and, if so, would this be a separate expense?
- 12. Do you provide training in legal obligations and compliance for elected, appointed and compensated Town employees on issues such as conflict of interest, ethics, freedom of information, open meeting law and harassment, and, if so, would this be a separate expense?
- 13. Please describe your suggestions for the transition from current Town Counsel.
- 14. Please describe any complaints with the Board of Bar Overseers or suits against each identified attorney in the last ten (10) years and how the complaints or suits have been resolved.
- 15. For each Town you and, if applicable, members of your firm have represented, please list those cases where municipal litigation has been undertaken in the last five (5) years (do not list special ed or appellate tax board cases) and the results of such litigation.

By my signature, I certify that the information contained in this Response to Request for Proposals are complete and accurate, to the best of my knowledge and belief.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

Attachment: TCounsel\_complete (1029 : Additional Town Counsel Finalist)

**ATTACHMENT B****RESPONSE TO REQUEST FOR PROPOSALS FOR TOWN OF SUDBURY  
TOWN COUNSEL - FINANCIAL INFORMATION****Fees and Expenses Response Sheet**

(To be attached to and made a part of the overall Response to Request for Proposals)

1. Please list the name and hourly rate for proposed Town Counsel and for each attorney intended or likely to serve as back-up.
2. If you propose to bill for services provided by paralegals, clerical staff, or other non-attorney personnel, please list by title and by hourly rate each position for whom you may bill.
3. Please provide a complete listing of all charges for expenses you intend to impose as incurred (i.e., any and all copy charges, telephone charges, fax charges, mileage charges and the like, but excluding any fees for stenographers, court fees, service fees and the like).
4. In what hourly increments do you intend to bill?
5. Do you bill out attorney time out of the office on a portal-to-portal basis or some other basis? Please describe.
6. Please describe any proposed alternative fee arrangement.
7. For each city or town you represent list the legal budget (broken down) the last five years and the actual amount spent that year, with an explanation for any substantial differences.
8. For each city and town, describe cost containment procedures you have implemented to keep the legal budget reasonable and cost effective.



ATTACHMENT C

MUNICIPAL LAW EXPERIENCE CHECKLIST  
(To be completed for each team member)

Rate your experience within the last five years in the following areas of municipal law using the scale below

- 1. No experience
- 2. Limited experience
- 3. Moderate experience
- 4. Advanced experience
- 5. Extensive experience

- \_\_\_\_\_ General Municipal Law, established under Massachusetts General Law and case law;
- \_\_\_\_\_ Municipal Finance;
- \_\_\_\_\_ Town bylaws and regulations;
- \_\_\_\_\_ Open Meeting, public record, executive session, conflicts of interest law;
- \_\_\_\_\_ Zoning and land use issues;
- \_\_\_\_\_ Real estate issues: acquisitions, sales, eminent domain, easements, leases, tax takings; licenses; conservation and agricultural restrictions; right-of-first refusal;
- \_\_\_\_\_ Town Meeting: drafting and review of warrant articles and motions, advice on issues before and at Town Meeting;
- \_\_\_\_\_ Drafting and monitoring special legislation;
- \_\_\_\_\_ Public bidding, public construction, and municipal procurement issues including lease-purchasing of equipment and contract approval;
- \_\_\_\_\_ Affordable Housing; MGL. C. 40B; MGL c. 44, s. 55C (Municipal Housing Trusts)
- \_\_\_\_\_ Subdivision control law;
- \_\_\_\_\_ Community Preservation Act;
- \_\_\_\_\_ Wetlands regulations;
- \_\_\_\_\_ Environmental issues;
- \_\_\_\_\_ Elections law and procedures;
- \_\_\_\_\_ Licensing;
- \_\_\_\_\_ Representation of the Town in all courts, including appellate level, and administrative agencies and other litigation;
- \_\_\_\_\_ Appellate Tax Board matters;
- \_\_\_\_\_ Property and Liability claims against Town;

Attachment: TCounsel\_complete (1029 : Additional Town Counsel Finalist)

ATTACHMENT D

STATEMENT OF LITIGATION EXPERIENCE  
(To be completed for each team member)

Rate your experience with in the last five years practicing with the following Courts, Boards and Commissions based on the scale listed below.

- 1. No experience
- 2. Limited experience
- 3. Moderate experience
- 4. Advanced experience
- 5. Extensive experience

- \_\_\_\_\_ Trials before State Courts (District, Superior, Land Courts)
- \_\_\_\_\_ Trials before Federal District Courts
- \_\_\_\_\_ Appeals before Massachusetts Appeals Court
- \_\_\_\_\_ Appeals before Massachusetts Supreme Judicial Court
- \_\_\_\_\_ Administrative Proceedings before Massachusetts Civil Service Commission
- \_\_\_\_\_ Arbitration Proceedings
- \_\_\_\_\_ Mediation Proceedings
- \_\_\_\_\_ Administrative Proceedings before Massachusetts Appellate Tax Board
- \_\_\_\_\_ Administrative Proceedings before Massachusetts Department of Environmental Protection
- \_\_\_\_\_ Administrative Proceedings before the ABCC
- \_\_\_\_\_ Administrative Proceedings before the Housing Appeals Committee
- \_\_\_\_\_ Administrative Proceedings before Division of Administrative law Appeals

Attachment: TCounsel\_complete (1029 : Additional Town Counsel Finalist)

Town Counsel RFP Municipal Litigation Experience Ratings											Overall Comments					
Preferred Experience (Please rate 1 to 5 w/ 5 being highest)												Score Overall Rating (1-5; 5 being the highest)				
Firm Name	City/State	Trial: State Courts (Dist, Sup, Land)	Trial: Federal District Court	Appeals before MA Appeals Court	Appeals before MA SJC	Adm Proceedings before MA Civil Service Commission	Arbitration Proceedings	Mediation Proceedings	Adm Proceedings > MA Appellate Tax Board	Adm Proceedings > MA DEP	Adm Proceedings > ABCG		Adm Proceedings > Housing Appeals Committee	Adm Proceedings > Division of Adm Law Appeals	Back-up Attorney's experience?	
1 Blatman, Bobrowski & Mead	Newburyport														0	
2 Brackett & Lucas	Worcester														0	
3 DeutschWilliams	Boston														0	
4 Kopelman and Paige	Boston														0	
5 Miyares and Harrington LLP	Belmont														0	
6 Murphy Hess Toomey	Quincy														0	
7 Paul Kenny	Andover														0	
8 Petrinti & Associates	Framingham														0	
9 Urbellis & Fieldsteel	Boston														0	
10															0	
11															0	

Town Counsel RFP Municipal Law Experience Ratings		Preferred Experience (Please rate 1 to 5, with 5 being highest)														Score	Overall Comments							
Firm Name	City/State	General Municipal Law	Municipal Finance	Town Bylaws/Regulations	Open Meeting Law	Zoning and Land Use	Real Estate Acquisitions, sales, eminent domain, etc.	Town Meeting articles, motions, etc.	Special Legislation	Public Bidding/Constr./Procurement	Affordable Housing - 40B	Subdivision Control Law	CPA	Wetland Regulations	Environmental Issues	Elections law/procedures	Licensing	Representation in all courts	Appellate Tax Board matters	Property & Liability Claims	Back-up Attorney's experience?	Overall Rating (1-5: 5 being the highest)	Interview Y or N?	Comments
1 Blatman, Bobrowski & Mead	Newburyport																					0		
2 Brackett & Lucas	Worcester																					0		
3 Deutsch/Williams	Boston																					0		
4 Kopelman and Paige	Boston																					0		
5 Miyares and Harrington LLP	Belmont																					0		
6 Murphy Hess Toomey	Quincy																					0		
7 Paul Kenny	Andover																					0		
8 Petriani & Associates	Frammingham																					0		
9 Urbelis & Fieldsteel	Boston																					0		
10																						0		
11																						0		
12																						0		
23																						0		

Town Counsel RFP Pricing Ratings													Overall Comments	
Proposed Costs												Score		
Firm Name	City/State	Hourly Rate	Retainer?	Presence at Flynn?	Billing comments?	Special proposals?	Cost Containment Strategies?	Email access?	Phone Access?	Ability to discuss matters informally?	Oral/email advice vs. written options?	Support Staff	Overall Rating (1-5; 5 being the highest)	Comments
1 Blatman, Bobrowski & Mead	Newburyport													
2 Brackett & Lucas	Worcester													
3 Deutsch/Williams	Boston													
4 Kopelman and Paige	Boston													
5 Miyares and Harrington LLP	Belmont													
6 Murphy Hess Toomey	Quincy													
7 Paul Kenny	Andover													
8 Petriani & Associates	Framingham													
9 Urbellis & Fieldsteel	Boston													
10														
11														

### Town Counsel Interview Questions Final 10/17/13

- 1) How quickly are you able to consult and respond to legal questions?  
What is your average response time to other municipal clients?  
What if we had something happen at 5:00 p.m. on a Friday night and some quick guidance was needed?
- 2) Do you feel comfortable with giving verbal advice, as opposed to a written opinion?
- 3) What is the depth of the expertise of your legal staff in regards to paralegals, litigators, secretarial support, etc?
- 4) Please name three areas that you or your firm is well known for.
- 5) What familiarity do you have in regards to similar issues facing Sudbury?
- 6) How much and how long will the primary attorney be available to us? (Case Loads, other commitments?)
- 7) By taking on Sudbury what changes would you need to make within your firm to take on the additional workload?
- 8) How does the firm/attorney contribute to public management professional development and knowledge in the area of municipal law by efforts such as newsletter, training at MMA sessions, MMPA, or other means?
- 9) How would you handle this case: (Give a controversial case and see how they would have handled it.)
- 10) Is there a particular case that you handled that you felt had an exceptional outcome for the municipality you represented?
- 11) Were there any that you weren't pleased with the outcome?
- 12) What are three areas of municipal focus where you feel you or your firm could expand in the future?
- 13) How will you measure your accountability and effectiveness in Sudbury?
- 14) As the attorney who will represent Sudbury, what are your three greatest personal strengths?

- 15) What are three areas you wish to improve in?
- 16) If we were to choose you, what are the first few things you would do to prepare for taking us on as a client?
- 17) What is a reasonable time for returning a call for town?
- 18) What is reasonable time for responding to an email?
- 19) How would you handle calls and emails on weekends/holidays?
- 20) How to transition with existing Town Counsel?
- 21) Knowing that change of Town Counsel can be disruptive to town – What steps would you take to ensure that you would remain Town Counsel for more than 1 or 2 years?
- 22) What would you do if determined there was a conflict while you were representing the town?
- 23) Need to engage outside counsel – if one of your decisions was challenged?
- 24) How many Town Meetings have you attended as Town Counsel?
- 25)

**Rating Sheet for Committee members to use as we interview each attorney:**

**Personal Qualities of Lead Attorney:  
(Rate from 1 to 5, with 5 being the highest)**

- \_\_\_\_\_ Demeanor
- \_\_\_\_\_ Temperament and style? Low key? Combative? Aggressive?
- \_\_\_\_\_ Presence?
- \_\_\_\_\_ Articulation?
- \_\_\_\_\_ Strategic thinker?
- \_\_\_\_\_ Sense of humor?
- \_\_\_\_\_ Energy?
- \_\_\_\_\_ Good listener?
- \_\_\_\_\_ Creative?
- \_\_\_\_\_ Good fit for Town employees and boards?

**Personal Qualities of Back-up Attorney:  
(Rate from 1 to 5, with 5 being the highest)**

- \_\_\_\_\_ Demeanor
- \_\_\_\_\_ Temperament and style? Low key? Combative? Aggressive?
- \_\_\_\_\_ Presence?
- \_\_\_\_\_ Articulation?
- \_\_\_\_\_ Strategic thinker?
- \_\_\_\_\_ Sense of humor?
- \_\_\_\_\_ Energy?
- \_\_\_\_\_ Good listener?
- \_\_\_\_\_ Creative?
- \_\_\_\_\_ Good fit for Town employees and boards?



**Town Counsel Search Committee DRAFT Minutes**  
**February 3, 2014**  
**7:30 pm Flynn Building**

Present: Liam Vesley, John Drobinski, Andrea Terkelsen, Maryanne Bilodeau, Myron Fox, Scott Nix, Jim Kelly, Jody Kablack

Absent: Len Simon

Meeting was called to order at 7:30 pm

**Minutes**

The minutes of 12/16/13 were reviewed and voted as amended tonight. Andrea Terkelsen abstained from voting on 12/16 minutes.

The minutes of 1/6/14 were reviewed and voted as amended tonight.

The minutes of 1/13/14 were reviewed and voted as amended tonight.

**References**

Several Committee members checked with their counterparts in towns represented by interviewed firms.

Jim Kelly called several references for both Kopelman & Paige and Petrini & Associates in West Brookfield, Sherborn, Medway, Westford, Boxborough and Brookfield. All references indicated good performance or above and no problems with either firm. It was also reported that none of these towns utilize Town Counsel office hours. Several towns indicated they have a gate keeper for Town Counsel services and staff must get permission to utilize the services. This would be a switch for Sudbury. Mr. Kenny allows unlimited access. References for Barbara Saint Andre were particularly good.

Scott Nix spoke with several police chiefs and they mirrored what Jim Kelly found.

Maryanne Bilodeau checked several references who provided excellent references for Petrini & Associates. The reference indicated that they don't bill for every interaction.

Jody Kablack had previously received information from several area Town Planner's on their Town Counsel experiences. One town uses Kopelman & Paige. It was noted that all legal opinions were given in writing (letter or email).

Briefly reviewed and discussed reference letters for Paul Kenny in comparison to these verbal references.

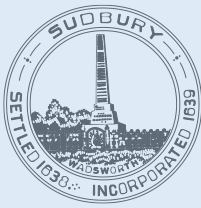
**Recommendations**

The Search Committee next reviewed the draft report to the Board of Selectmen and amended it collectively.

MOTION: to send the letter as revised tonight to the Selectmen, subject to final review of the letter by the Chairman. Voted unanimously.

Committee members should be in attendance when this issue is discussed at a future Selectmen's meeting.

Meeting adjourned 9:45 pm



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**3: 2015 Meeting Calendar**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Question of whether to vote to approve Selectmen's Draft Meeting Schedule for 2015.

Financial impact expected:N/A

Approximate agenda time requested:

Representative(s) expected to attend meeting:

MISCELLANEOUS

MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:

**TOWN OF SUDBURY**

**Board of Selectmen Meeting Schedule - DRAFT**

Meetings Commence at 7:30 PM at Town Hall, 322 Concord Rd. (see Town website for updates)

**2015**

JANUARY						
S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

FEBRUARY						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28

MARCH						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

APRIL						
S	M	T	W	T	F	S
		1	2	3	4	
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

MAY						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

JUNE						
S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30				

JULY						
S	M	T	W	T	F	S
		1	2	3	4	
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

AUGUST						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

SEPTEMBER						
S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30			

OCTOBER						
S	M	T	W	T	F	S
			1	2	3	
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

NOVEMBER						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30					

DECEMBER						
S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

Jan. 1 New Year's Day  
 Jan. 19 MLK Day  
 Feb. 16 President's Day  
 Feb. 17-20 School Vacation  
 March 30 Annual Town Election

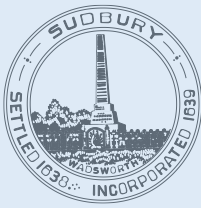
April 3 (evening) - 11 Passover  
 April 3 Good Friday  
 April 5 Easter Sunday  
 April 20 Patriots' Day  
 April 21-24 School Vacation  
 May 4-6 Annual Town Meeting @LSRHS  
 May 25 Memorial Day

July 3 Independence Day Observed  
 Sept. 7 Labor Day  
 Sept. 13 (evening) - 15 Rosh Hashanah  
 Sept. 22 (evening) - 23 Yom Kippur

Oct. 12 Columbus Day  
 Nov. 11 Veterans Day  
 Nov. 26 Thanksgiving Day  
 Dec. 6 (evening) - 14 Hannukah  
 Dec. 23-31 School Vacation  
 Dec. 25 Christmas Day

Yellow=BOS Mtg

Blue=Holiday/other event



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**4: Minutes Approval**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Approve the Regular Session Meeting Minutes of September 3, 2014 and September 10, 2014.

Financial impact expected:

Approximate agenda time requested:

Representative(s) expected to attend meeting:

CONSENT CALENDAR

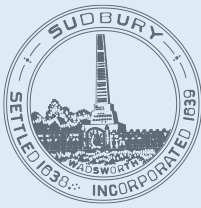
MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**5: Appoint Bella Wong to Vocational Education Options Committee**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Approve the Appointment of Bella Wong, Superintendent/Principal of Lincoln-Sudbury Regional High School to the Vocational Education Options Committee for a Term Ending 5/31/15.

Financial impact expected:

Approximate agenda time requested:

Representative(s) expected to attend meeting:

CONSENT CALENDAR

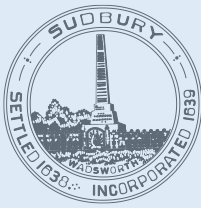
MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:



## SUDBURY BOARD OF SELECTMEN

Tuesday, September 23, 2014

**6: DOER Owner's Agent Technical Assistance Grant**REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Accept a Technical Services Grant from the DOER in the Amount of \$12,500 to Fund the Services of a Consultant (Peregrine Energy Group) in Connection with Energy Management Services Related to Energy Savings Performance Contract (ESCO); and to Authorize the Town Manager to Execute Documents Related Thereto Inclusive of the Grant Contract and MAPC Agreement for Peregrine's Services.

Financial impact expected:

Approximate agenda time requested:

Representative(s) expected to attend meeting:

CONSENT CALENDAR

The Metropolitan Area Planning Council (MAPC) has procured the services of Peregrine Energy Group, Inc. in connection with ESCO projects developed under the MAPC energy program. This grant will pay for services provided by Peregrine in relation to performance contracting.

---

The Energy Committee applied for an Owners Agent Technical Assistance Grant (OATA) from the Massachusetts Department of Energy Resources (DOER). The grant (attached) was submitted this past summer, and was awarded to the Town on August 29<sup>th</sup>.

Grant award is \$12,500.00

MEETING NOTES SECTION

Board's action taken:

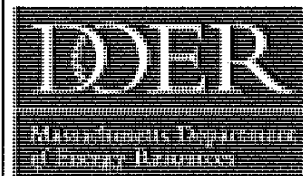
Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:



## Owner's Agent Technical Assistance Grants: June 2014



# GRANT APPLICATION

## GENERAL INFORMATION

- Owner's Agents are independent third parties who aid municipalities, regional school districts, or water/wastewater districts in the negotiation, development and management, or who perform studies to support the development of energy projects.
  - DOER's Green Communities Division is making available **grants** for Owner's Agents Technical Assistance (OATA) to **ALL** Massachusetts municipalities, regional school districts, and water/wastewater districts, regardless of Green Community designation status.
  - In addition, DOER will provide funding to Regional Planning Agencies (RPA) to serve as owner's agents, providing assistance to two or more municipalities in any of the project areas.
- NOTE: Entities that previously received OATA support from the Green Communities Division under the solicitation issued in August 2013 (PON-ENE-2014-004) are NOT eligible to apply for this current opportunity.**
- DOER is providing funds for applicant municipalities, regional school districts, and water/wastewater districts to hire their own Owner's Agents. Applicants may apply for OATA grants that meet the eligibility requirements specified in the application for the following projects types:
    - municipal solar PV systems no less than 15 kW in size, on property owned by a municipality  
This can include net metering agreements for projects on property not owned by the applicant.
    - assessment or development of community shared solar (CSS)
    - energy management services, i.e. energy savings performance contracts
    - ASHRAE<sup>1</sup> Level 2 audits<sup>2</sup> in oil or propane heated buildings only
    - assessments or feasibility studies for a zero-net energy building (ZNEB)
    - engineering studies for more efficient heating systems (e.g. conversion from steam to hot water; NOT a more efficient boiler) or conversion to renewable or alternative fuel sourced heating system, including wastewater energy recovery
  - Applications must contain, at a minimum, the information requested in the application. DOER will reject incomplete applications.

<sup>1</sup> American Society of Heating, Refrigerating and Air-Conditioning Engineers

<sup>2</sup> See circular figure at the bottom of this webpage: <http://www.ashrae.org/resources--publications/bookstore/procedures-for-commercial-building-energy-audits> to better understand ASHRAE Energy Audit Levels.

- A total of \$325,000 is available for disbursement by the Green Communities Division.
- A single applicant may receive a grant of up to \$12,500 for owner's agent technical assistance, except for the zero-net energy assessment, where the maximum allowable amount is \$5,000.
- Each RPA will be eligible for up to \$2,500 per assisted municipality, for a total maximum allowable amount of \$12,500.
- **NOTE: DOER will assume an applicant is requesting the maximum allowable amount, unless noted otherwise in Summary required in Attachment A.**
- All disbursements will be based on DOER's receipt of invoices for services, except for an initial disbursement of \$2,000 after execution of the grant contract.
- **Applications will be reviewed and awards made based on the order in which completed applications are received until all available funds are disbursed. Applicants will be notified of one of the following:**
  - An application is complete and all required information has been provided and an OATA grant will be awarded.
  - An application is incomplete. Such applications will no longer be in the queue and will require resubmission of the missing information. The place of the application in the queue will be based on when the missing information is received. Please note that in some past rounds of OATA grants, applications that were not complete<sup>3</sup> upon initial submission were unable to be funded, as all available funds were awarded prior to resubmission.
  - All funding for this grant opportunity has been awarded and the application is therefore not eligible for review.

**NOTE: In order to be deemed complete, an application MUST contain the required signature in Attachment B; the attachments *with* the required information requested under Eligibility Requirements below as appropriate; and all information requested in Attachment A.**

### **SUBMISSION INFORMATION**

**Applications may be submitted beginning August 1, 2014 at 9:00 am EST. Any applications received prior to that date and time will be rejected.**

All applications must be submitted through an online submission process. Instructions for the online process are contained at the end of this application.

### **ASKING QUESTIONS**

This application information is available at [www.commBUYS.com](http://www.commBUYS.com) as PON-ENE-2014-044 and at [www.mass.gov/energy/grantsandcontracts](http://www.mass.gov/energy/grantsandcontracts). ALL questions must be submitted to Meg Lusardi at [Meg.Lusardi@state.ma.us](mailto:Meg.Lusardi@state.ma.us), by 5pm on July 29, 2014 with "PON-ENE-2014-044 OATA" in the subject line. Responses will not be sent individually to inquirers, rather questions and answers will be posted weekly on the DOER website at [www.mass.gov/energy/grantsandcontracts](http://www.mass.gov/energy/grantsandcontracts).

<sup>3</sup> For example, applications missing a signature in Attachment B, a phone number or required documentation.



## APPLICANT INFORMATION

Municipality/Regional School District/Water or Wastewater District/Regional Planning Agency		Point of Contact James F. Kelly	
<b>TOWN OF SUDBURY</b>			
Street Address 278 Old Sudbury Road		Title Facilities Director	
City/Town Sudbury	State MA	Telephone 978-440-5465	Email kellyj@sudbury.ma.us
Zip Code 01776			

### Applying for Owner's Agents Technical Assistance for (please check the appropriate box):

- Municipal Solar PV systems no less than 15 kW in size on property owned by a municipality; this can include net metering agreements for projects on property not owned by the applicant
- Community Shared Solar (CSS)
- An assessment to explore a community shared solar system on private or public property
  - Development of a community shared solar system on private or public property
- Energy Savings Performance Contract, including streetlights
- AHSRAE Level 2 audit in oil or propane heated building<sup>2</sup>
- ZNEB evaluations
- An assessment for the municipality to consider a ZNEB for the construction of a new municipal building. Typically this would include the hiring of a facilitator to work with the building committee and conduct a charrette with some technical experts
  - A feasibility study for a ZNEB to be included in an already planned feasibility study for a new municipal building
- NOTE:** DOER has a separate solicitation for funding the design and construction of Zero Net Energy Buildings. Information on this solicitation can be found [here](#).
- Heating System Conversion Engineering Study
- Conversion of heating system type – boiler or furnace along with controls and distribution system – to a more efficient type (e.g. steam to hot water, or combined heat and power)
  - Conversion to clean burning efficient biomass or wood pellet or chips fueled heating system
  - Conversion to high-efficiency heat pump system (air, water or ground sourced)
  - Addition of a solar water collector to supplement domestic hot water and/or space heating (either stand-alone or in combination with one of the above heating systems)
  - Conversion to wastewater energy recovery

**NOTE:** MassCEC, in conjunction with DOER, has a separate solicitation for funding the design and installation of efficient, low emission biomass heating systems and efficient water and ground source heat pumps, district heating systems. Information on this solicitation can be found [here](#).

**NOTE:** DOER has a separate solicitation for funding the design and installation of wastewater energy recovery systems. Information on this solicitation can be found [here](#).

**ELIGIBILITY REQUIREMENTS: All applications must meet the following requirements to be eligible for OATA.** Please provide complete answers in the spaces provided. All required documentation must be provided to confirm eligibility.

- For Municipal Solar PV projects, a site assessment must be provided. Please **attach a feasibility study or site assessment for the site**. A study or assessment must, at a minimum, include the following:
- Roof-mounted systems,
    - o evidence that the roof has a 20-year life span,
    - o visuals that demonstrate limited HVAC equipment on the roof and no trees that could cause shading,
    - o visuals that demonstrate the roof is either flat or south facing.
- NOTE: OATA services may be used to confirm a roof is structurally sound to support the additional load of a solar PV system
- For ground-mounted systems,
    - o Visuals that demonstrate there is no shading (buildings, structures, trees). **Noting that trees will be removed is not acceptable.** DOER discourages installation of ground-mounted solar in "locations that require significant tree cutting, because of the important water management, cooling and climate benefits trees have." (Please see our Ground Mounted Solar PV Guide.)
    - o Visuals that demonstrate there are utility lines nearby.
    - o Visuals that demonstrate the site is either flat, or if sloping, that the system will face south.

- For CSS Assessment projects, letters of expression of interest from at least 5 residences or businesses in the community, as well as a letter from a solar industry representative familiar with CSS documenting a conversation it has had with the community.

- For CSS Development projects on private or public property, a site assessment, an outline of the business/ownership model, an assessment of community interest. Please **attach a feasibility study or site assessment for the identified site, an outline of the proposed business/ownership model, and letters of commitment from at least 5 CSS participants**. A study or assessment must, at a minimum, include the following:
- Roof-mounted systems,
    - o evidence that the roof has a 20-year life span,
    - o visuals that demonstrate limited HVAC equipment on the roof and no trees that could cause shading,
    - o visuals that demonstrate the roof is either flat or south facing.
- NOTE: OATA services may be used to confirm a roof is structurally sound to support the additional load of a solar PV system
- For ground-mounted systems,
    - o Visuals that demonstrate there is no shading (buildings, structures, trees). **Noting that trees will be removed is not acceptable.** DOER discourages installation of ground-mounted solar in "locations that require significant tree cutting, because of the important water management, cooling and climate benefits trees have." (Please see our Ground Mounted Solar PV Guide.)
    - o Visuals that demonstrate there are utility lines nearby.
    - o Visuals that demonstrate the site is either flat, or if sloping, that the system will face south.

Google earth maps or <http://maps.nrel.gov/imby> are resources for site assessment information.

See Community Shared Solar: Review and Recommendations for Massachusetts Models

See Community Shared Solar: Implementation Guidelines for Massachusetts Communities

- For Energy Savings Performance Contracts, a solicitation for an Energy Services Company (ESCO) must have been issued for each affected municipality, and solicitations must be filed with DOER per M.G.L. ch 25A. **For each affected municipality, please specify the date the procurement was issued for selection of the ESCo vendor.**

The MAPC RFQ for Comprehensive Energy Management Services was issued on July 27, 2011 on behalf of 14 municipalities, including Sudbury.

**For each affected municipality, please specify the date of acknowledgement of receipt from DOER of the "Notice of EMS Procurement" per M.G.L. c. 25A**

- DOER acknowledgement was received on July 11, 2011.

- For ASHRAE Level 2 audits of oil or propane heated buildings, an electric audit completed within the last 3 years or recent efficiency improvements within the last 5 years must have been completed. **Please attach a copy of the audit for the building.** For an efficiency project, please describe the project in Attachment A and attach all related invoices.

- For a ZNEB assessment, documentation that the appropriate governing body (e.g. Board of Selectman, Town Council, Mayor, School committee), has formed a building committee to consider a new building. **Please attach a copy of certified meeting minutes**

- For a ZNEB feasibility study, documentation that the governing body (e.g. Board of Selectman, Town Council, Mayor, School committee), has authorized appropriated funds for a feasibility study for a new building. **Please attach a copy of certified meeting minutes.**

For Heating System Conversion Engineering Studies, the building must have at least one of the following:

- An audit that confirms the building is properly weatherized and insulated, i.e., measures to address the building envelope were not recommended in the audit due to the building being well-sealed. **Please attach a copy of this building audit.**
- Documentation that the building has been properly weatherized and insulated within the last 5 years; this can include invoices for air sealing and insulation. **Please attach a copy of this documentation**
- An audit stating that the building cannot be further insulated without major renovation. For example, brick or masonry buildings cannot add wall insulation without major renovations to add insulation on the interior wall of every room. Attic spaces in these buildings, however, often can be insulated without major renovation and documentation must be shown that these spaces have been weatherized and insulated. **Please attach a copy of this audit.**

**For Regional Planning Agencies Only**

- A description of the services being provided to the municipalities for the identified project. These services cannot duplicate any other OATA services that a municipality may be seeking separately under this OATA application or for which a municipality has already contracted through the OATA issued by DOER in August 2013 (PON-ENE-2014-004.) Please include this information in Attachment A.
- A signed agreement between the RPA and the CEO of each municipality for the projects outlining the responsibilities of each party. **Please attach a copy of this documentation.**

## Attachment A

### PLEASE ATTACH A DETAILED SUMMARY OF THE PROJECT, LIMITING YOUR RESPONSE TO THE SPACE PROVIDED BELOW

*The following must be included in order for the application to be deemed complete. You must address each bullet:*

- Estimated annual clean energy benefits (e.g. kWh saved, MMBtu saved, clean energy kWh generated);
- What steps have been completed in the project to date (e.g. town approvals),
  - for a ZNEB feasibility study, please include some evidence that the municipality has completed some form of official assessment for consideration of a ZNEB;
  - for a CSS development project, please include some evidence that the CSS participants have completed some form of assessment for consideration of a CSS
- Why an owner's agent is critical for your municipality to implement this project;
- A discussion of the specific tasks you expect the owner's agent to perform once services are awarded; and
- If an applicant is not requesting the maximum allowable amount of \$12,500, or \$5,000 for a zero-net energy building assessment, please note that in the summary.
- **For Regional Planning Agencies only:**
  - *A description of the services being provided to the municipalities for the identified project. These services cannot duplicate any other OATA services that a municipality may be seeking separately under this OATA application or for which a municipality has already contracted through the OATA issued by DOER in August 2013 (PON-ENE-2014-004.) Please include this information in Attachment A.*
  - *A list of each municipality included in the application*

**Estimated annual clean energy benefits:** The Town of Sudbury will annually save the following: 429,944 kWh's; 14,039 Therms; 200 gallons of water; \$3,174.00 in operation and maintenance expenses; \$77,018.00 energy costs. Sudbury will be eligible for an estimated \$118,928.00 in utility rebates.

**What steps have been completed in the project to date?:** The Metropolitan Area Planning Council (MAPC) issued a request for qualifications dated July 28, 2011 for comprehensive energy management services, under the Massachusetts General Laws, Chapter 25A, Section 11I on behalf of Sudbury (along with a dozen other communities). The MAPC entered into an agreement with Ameresco on behalf of the Town of Sudbury in December of 2011. On January 11, 2012 MAPC and Ameresco held a meeting in Ameresco's headquarters in Framingham, introducing the staff at Ameresco and providing next steps and information needed from the Town to move forward. It was stressed that contractual issues and obligations are well defined. There were also discussions as to the timelines, and the steps involved to complete a successful Energy Services Project. On March 23, 2012 the Town of Sudbury and the Sudbury Public Schools signed an agreement with Ameresco to conduct an energy audit of the facilities, analyze the existing facilities' energy consuming systems, and prepare and deliver an estimated cost savings for the project. On April 11, 2012 The Town of Sudbury Energy Committee and Ameresco held the ESCO Project Kick-Off meeting. This meeting set our agenda, timelines, technical information gathering, and dates for deliverables. In May and June of 2012 Ameresco conducted several site visits at 15 of the Town and School buildings in Sudbury, analyzing over 230,000 square feet of facilities to produce the baseline utility data for a preliminary energy audit. On July 17, 2012 Ameresco delivered the Preliminary Audit to the Town to review. In this audit there were over 100 measures presented to the town for consideration in order to reduce or carbon footprint. The Energy Committee selected 64 of the measures with a total estimated cost of 1.6 million to be further evaluated by Ameresco. On November 20, 2012 The Sudbury Energy Committee directed Ameresco to proceed with the Investment Grade Audit (IGA) and set a goal to bring the ESCO project the Annual Town Meeting in May of 2013. The IGA was delivered to the town in April of 2103 and the work to assess the various option and energy savings measures began. It was at this time the Town was fortunate enough to be awarded an OATA grant, and the assistance from the grant was instrumental to the success

to date of the Energy Service Project. With that Grant, Sudbury engaged Peregrine Energy Group to assist the town to evaluate of the IGA and review projected costs, projected energy savings overall economics. The Energy Committee, with Peregrine's support, was able to choose the best measures, with the most effective energy benefit, and, most importantly, to prepare for seeking Town Meeting approval. Peregrine presented to numerous Boards and committees throughout the fall, winter, and spring of 2013 and 2014. Last May 6<sup>th</sup>, the Committee received overwhelming support for the one million dollar performance contracting article at Town Meeting and we are now beginning implementation of the construction phase.

This current OATA grant opportunity will help the Town and Energy Committee to ensure this town approved project is properly planned, constructed and commissioned. This opportunity to get funding for owner's agent technical assistance could not come at a better time. The Town would like to continue its associate with Peregrine and have their expertise in reviewing and support available to us as Ameresco implements the project. Peregrine's professional assistance has been critical to the success to date of this ESCO project and will be equally critical to the success in the next phase.

The \$12,500 DOER grant, coupled with the commitment of additional town funds for this purpose, will support Peregrine's work through negotiating the final Energy Service Agreement (ESA) through construction, and finally commissioning of the ESMs. The Town would immediately engage our consultants to review the ESA with the goal to have all the construction completed before winters end.

**Why an owner's agent is critical for your municipality to implement this project;**

MAPC recommends that Sudbury engage an independent owner's agent with prior performance contracting experience to assist us in this process, including the planning, contractual agreements, construction administration, commissioning and final acceptance.

Independent expert support will help ensure that there is someone knowledgeable sitting on the Towns side of the table at critical decision points such as finalizing contract language, finalizing selected projects, specifying equipment requirements, confirming proper installation and operation, and verifying savings. This grant opportunity will assist Sudbury in its efforts and goals to reduce its carbon footprint and achieve its Green Community Goals of reducing energy consumption. The ESCO project is critical for the success of Sudbury's energy reduction plan, and this grant for technical assistance will provide the residents assurance of the merits and savings associated with the project financing and effectiveness.

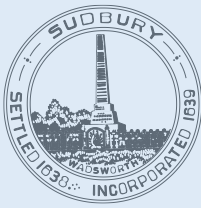
**Discussion of the specific tasks you expect the owner's agent to perform once services are awarded.**

The following are specific tasks that we expect the owner's agent to perform:

- Maintain communications with Ameresco about project progress and the status of deliverables.
- Review the Town of Sudbury's savings risk as a party of the ESPC's measurement and verification (M&V) plan. Is the savings risk appropriately shared between the parties of the agreement? Is the cost for M&V reasonable relative to the services proposed?
- Independently visit Town Buildings if requested to evaluate building issues and needs.
- Ensure that solutions and projects being implemented by Ameresco are appropriate, complete, and consistent with town needs and goals.
- Review technical scopes proposed by Ameresco for individual projects and suggest ways to improve the quality, performance, and value of projects.
- Review and help negotiate Ameresco pricing.
- Offer comments on the ESA, the ESPC's energy savings agreement. For example, is the "Changes in

Use" language in the ESA fair to the Town of Sudbury?

- Participate in site visits arranged by Ameresco for potential subcontractors to secure project pricing
- Validate savings projections for individual measures by Ameresco.
- Provide second opinion on cost estimates and suggest alternate solutions to increase value created.
- Review and critique Measurement and Verification methodologies tied to performance guarantees proposed for individual projects to ensure they will satisfy Town requirements.
- Support the review of Ameresco contract documents and suggest changes if appropriate.
- Continue to support the project during the upcoming design and construction phase by review and critique of design submittals and equipment specifications prepared by Ameresco for projects being undertaken, for accuracy, completeness, and appropriateness, and identify any missing elements or changes required.
- Serve as the Towns representative as appropriate to ensure that projects are proceeding to plan.
- As projects are being completed, observe installations, commissioning, and testing by Ameresco to ensure that equipment is properly installed and that any controls sequences and schedules are consistent with design.



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**7: Sudbury Celebrates 375/Sudbury Day Committee Donations**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Accept, on Behalf of the Town, Donations from Sudbury Garden Club, William & Christiane Densel, Joan Burns, Robert & Martha Coe, Esme Green and Sudbury Earth Decade Committee Totaling \$135 to be Used by the Town of Sudbury for the Purpose of the Sudbury Celebrates 375/Sudbury Day Committee Celebration, and May be Used for Another Similar Purpose as Authorized by the Board of Selectmen in the Event that All Funds Are Not Expended at the Conclusion of the Aforementioned Celebration.

Financial impact expected:\$135

Approximate agenda time requested:

Representative(s) expected to attend meeting:

CONSENT CALENDAR

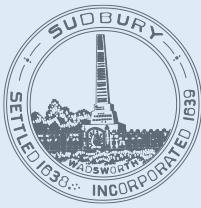
MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**8: Fieldhouse 5K**

REQUESTOR SECTION

Date of request: September 18, 2014

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Grant a Special Permit to the Fieldhouse Sudbury, to Hold the "The Fieldhouse 5K" Walk/Run on Saturday, November 8, 2014, from 8:00 A.M. through Approximately 10:30 A.M., Subject to Police Department Safety Requirements, Proof of Insurance Coverage and the Assurance that Any Litter Will be Removed at the Race's Conclusion.

Financial impact expected:N/A

Approximate agenda time requested:

Representative(s) expected to attend meeting:

CONSENT CALENDAR

MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:





TOWN OF SUDBURY

Office of Selectmen **RECEIVED**  
www.sudbury.ma.us BOARD OF SELECTMEN  
SUDBURY, MA

2014 SEP -5 P 2:21

Flynn Building  
278 Old Sudbury Rd  
Sudbury, MA 01776-1843  
978-639-3381  
Fax: 978-443-0756  
Email: [selectmen@sudbury.ma.us](mailto:selectmen@sudbury.ma.us)

APPLICATION FOR A CHARITABLE WALK/RELAY PERMIT ON A PUBLIC WAY

Written permission to conduct a fundraising walk or relay race in any public street, public sidewalk or public way within the Town must be obtained from the Board of Selectmen prior to the event. The Chief of Police will determine the appropriate public safety requirements for this event and the cost of such special duty officers, if any required, will be borne by the applicant. The Town of Sudbury requires a Certificate of Insurance of no less than \$1,000,000, naming the Town as an additional insured. All cleanup from the event will be completed by the applicant within 8 hours after the stated ending time or applicant will be billed for the Towns cost to clean up. Application processing can take up to four weeks as approval from the Police, Building and Park & Recreation departments may be required prior to Board of Selectmen approval. Processing begins after all required materials are received, so please plan accordingly.

Organization Name The FIELDHOUSE Sudbury

Event Name FIELDHOUSE 5K - a road race to support the ACP

Organization Address 31 Union Ave Sudbury, MA 01776

Name of contact person in charge Eliza Noddy

Telephone Number(s) of contact 978 440 9944 ext 203 (cell)

Email address [REDACTED]

Date of event 11/8/2014 Rain Date N/A

Starting time 8:00am Ending time 10:30am

Route of the race/relay and portion of the road requested to be used (please indicate on map and attach to this application) attached

Anticipated number of participants 100-150 (pre-registration will be available)

Assembly area (enclose written permission of owner if private property to be used for assembly) The Fieldhouse parking lot & lobby (if raining)

Organization that proceeds will go to Accelerated Cure Project for Multiple Sclerosis

Any other important information \_\_\_\_\_

*The undersigned applicant agrees that the applicant and event participants will conform to applicable laws, by-laws and regulations as well as any special requirement that may be made as a condition of the granting of permission pursuant to this application. I/we agree to hold the Town of Sudbury harmless from any and all liability and will defend the Town of Sudbury in connection therewith.*

Signature of Applicant [Signature] Date 8/31/2014



# TOWN OF SUDBURY

Office of Selectmen  
www.sudbury.ma.us

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

Email: [selectmen@sudbury.ma.us](mailto:selectmen@sudbury.ma.us)

## CONTINUED: APPLICATION FOR A CHARITABLE WALK/RELAY PERMIT...

### Application Checklist:

- Application Form
- Map of Route
- Evidence of Certificate of Insurance (please see details above)

Please submit completed application and materials to:

Board of Selectmen  
278 Old Sudbury Rd.  
Sudbury, MA 01776  
Fax: 978-443-0756  
Email: [BOSSadmin@sudbury.ma.us](mailto:BOSSadmin@sudbury.ma.us)

-----**FOR INTERNAL USE ONLY**-----

Application received in Selectmen's office by \_\_\_\_\_ Date \_\_\_\_\_

Recommendation and requirements of Sudbury Chief of Police: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signature of Police Chief \_\_\_\_\_ Date \_\_\_\_\_

## Fieldhouse 5K Department Feedback

### Fire Department Approval:

From: Miles, William  
Sent: Monday, September 08, 2014 10:41 AM  
Subject: **Accepted:** Fieldhouse 5K

---

### Highway Department Approval:

From: Place, Bill  
Sent: Monday, September 08, 2014 2:04 PM  
Subject: **Accepted:** Fieldhouse 5K

Leila, the DPW has no issues.

Bill

---

### Park & Recreation Approval:

From: McShea, Nancy  
Sent: Monday, September 08, 2014 10:01 AM  
Subject: **Accepted:** Fieldhouse 5K

Park and Recreation has no problems with this event. Thanks

---

### Police Department Approval:

From: Nix, Scott  
Sent: Monday, September 08, 2014 12:48 PM  
Subject: **Accepted:** Fieldhouse 5K

---

Attachment: Fieldhouse 5K (1025 : Fieldhouse 5K)

YAHOO! MY HOME DISCOVER IMPROVE

mapmyrun

Try MVP

Try Route Genius for fresh local routes of your target distance!

Choose map location

Address or Zip/Postal

SEARCH

EDIT COPY CLOSE

Import

### FH 5K OUT AND BACK

**Begins in:** Sudbury, MA, United States

**Creator:** eliza53763964

**Privacy:** Friends

This is a 3.05 mi route in Sudbury, MA, United States. This map was created by eliza53763964 on 08/20/2014. View other maps that eliza53763964 has done or find similar maps in Sudbury

**DISTANCE**  
3.05 MI

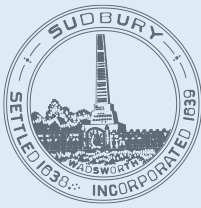
**Distance Markers**  
 Imperial  Metric

Elevation  Traffic  Weather  Bicycle Paths

Scroll to Zoom

Go MVP - No Advertisements

employees) the event holders, the event sponsors (and their directors, officers, volunteers,



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**9: Sudbury Design Group**

REQUESTOR SECTION

Date of request: September 18, 2014

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Approve Award of Contract to Sudbury Design Group by the Town Manager for the Town Center Landscape Plan.

Financial impact expected:Funds approved by Town Meeting

Approximate agenda time requested:

Representative(s) expected to attend meeting:

CONSENT CALENDAR

The Landscape phase of the Town Center project was voted under Article 25 at the 2012 Annual Town Meeting using CPA funds.

MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date:

## AGREEMENT FOR TECHNICAL SERVICES

The Town of Sudbury, acting by and through its Town Manager (the "Town") hereby agrees to pay for and Sudbury Design Group (the "Contractor") hereby agrees to provide landscape architect services related to design of landscaping elements in and around the Town Center intersection project, in accordance with the following terms and conditions.

1. COST OF SERVICES (check applicable option)

     a) For performance of the services described in \_\_\_\_\_, the Town shall pay the fixed sum of \$\_\_\_\_\_. Any additional services shall be paid on a time and materials basis in accordance with the hourly rates submitted by the Contractor, subject to approval by the Town.

XX b) The Town shall pay for the services described in the attached Landscape Design Proposal, Town of Sudbury, Town Center Intersection Improvement Plan, dated September 11, 2014 (Appendix A) on a time and materials basis, as needed and in accordance with the payment and fees schedule described in Appendix A, not to exceed \$20,000.00.

2. PAYMENT The Contractor shall submit invoices to the Town on a monthly basis according to the percentage of work completed, and the Town shall make payment within thirty (30) days after receipt of an invoice.
3. TIME The Contractor shall complete performance of its services hereunder on or before June 30, 2015, unless extended by the Town.
4. CONTRACTOR RESPONSIBILITIES The Contractor represents that it can and shall perform the services hereunder in a competent and professional manner, as proposed in the Proposal, and in accordance with the standards generally accepted for the performance of such services. The Contractor shall at all times be acting as an independent contractor and not as an agent for, partner or joint venturer with the Town.
5. ASSIGNMENT The rights and obligations of the Contractor hereunder may not be assigned without the written consent of the Town.
6. ENTRY ONTO PROPERTY If performance of the services described in The Proposal requires the Contractor to make entry onto land or other property,

the Town hereby grants (for property it owns) or agrees that it has obtained (for property it does not own) permission to enter such property for the purpose of performing such services. The Contractor hereby agrees that it shall conduct its activities on such property in such a manner as to minimize any damage, disruption or alteration to the site, and shall, so far as is reasonable and consistent with the nature of the activities conducted thereon, restore the site to its condition prior to entry by the Contractor.

7. PROVISION OF INFORMATION AND EXTENT OF LIABILITY The Town shall make available to the Contractor all information in its possession which relates to the subject of the services to be performed hereunder. The Town does not warrant the accuracy or completeness of such information; however, unless stated by the Town in writing, the Contractor shall be entitled to rely upon such information, subject to the following conditions. The Contractor shall be responsible for reviewing the information for any inaccuracies which are apparent upon a view of the site or discrepancies between such information and any materials, measurements, analysis or data prepared independently by the Contractor which concern the same subject matter; and the Contractor shall not be entitled to rely on information which such review shows, or reasonably should have shown, consistent with due professional diligence and generally accepted standards of performance in the Contractor's field of practice, to be incorrect. The Contractor shall not be liable to the Town in connection with errors, acts or omissions directly resulting from the Contractor's reasonable and justified reliance, in accordance with the requirements of this paragraph, on information furnished to it by the Town. All information provided to the Contractor by the Town shall remain the property of the Town.
8. HAZARDOUS WASTE OR MATERIALS If the services to be performed hereunder involve the detection, exploration or analysis of hazardous waste or materials or contamination of a site, the following provisions shall apply.
- a) Provided it acts within the scope of services set forth in the Proposal and in accordance with the other requirements hereunder, the Contractor shall not be deemed to be, nor have the responsibilities of a generator, handler, treater, storer, transporter or disposer of hazardous waste or materials;

- b) The Contractor shall comply with all federal, state and local laws and regulations relating to hazardous waste and materials, including, without limitation, the Resource Conservation and Recovery Act of 1976 – 42 U.S.C. s.6901 et seq., the Comprehensive Environmental Response, Compensation and Liability Act of 1980 – 42 U.S.C. s.9601 et seq., and the Massachusetts Oil and Hazardous Material Release Prevention and Response Act – M.G.L. Ch. 21E;
  - c) The Contractor shall not be responsible or liable for any violation by the Town of any of the such laws and regulations.
9. DISCOVERY OF TOXIC OR HAZARDOUS WASTE OR MATERIALS If, during the course of performing services hereunder, the Contractor discovers or observes at the site any previously unreported, unknown or unidentified toxic or hazardous waste or materials or substances the Contractor suspects or has reason to believe are toxic or hazardous, the Contractor shall immediately notify the Massachusetts Department of Environmental Protection and the Sudbury Board of Health.
10. UNFORSEEN OCCURRENCES If, during the performance of services hereunder, the Contractor encounters any unforeseen conditions or occurrences, including the discovery of toxic or hazardous waste or materials, which affect the Contractor's performance of services hereunder, the Contractor shall promptly notify the Town. After such notification the Town and the Contractor agree to either
- a) proceed with completion of the services, with or without an adjustment in the cost therefore; or
  - b) modify the scope of services and cost therefore to reflect a reduction of or addition to such services on account of the unforeseen occurrence; or
  - c) terminate this agreement, in which case the Town shall pay the Contractor for all services rendered to the Town prior to such termination.
- Election of action pursuant to option a), b) or c) shall be in writing signed by both parties.
11. FORCE MAJEURE The Contractor shall not be responsible for failure to perform or for delay in performance on account of circumstances beyond its control, including strikes, riots, wars, acts of nature or acts of government preventing performance. In the event of delay in performance on account of such circumstances, the



time for performance shall be extended by a period necessary to allow completion; however, the Town may elect to terminate this agreement upon seven (7) days notice in writing if any such delay exceeds twenty-one (21) days or continuation of the delay will result in the Town being unable to meet a requirement of state or local law for action on any matter pending before it within a certain time.

## 12. TERMINATION

- a) If the Town fails to make payment hereunder when due or fails to comply with any of its responsibilities hereunder, the Contractor may terminate this agreement upon fourteen (14) days written notice.
- b) The Town may terminate this agreement upon seven (7) days written notice if the Contractor fails to comply with any of its responsibilities hereunder, fails to prosecute its work hereunder in a timely fashion or fails to comply with any requirement of law or regulation applicable to this agreement or the services hereunder.
- c) The Town may terminate this agreement at any time upon seven (7) days written notice. If such termination is without the fault of the Contractor, the Town shall pay the Contractor all compensation and reimbursement due to the Contractor up to the date of termination.

## 13. NOTICE

Notices shall be sent to the Town at:

Jody Kablack, Director of Planning and Community Development  
278 Old Sudbury Road  
Sudbury, MA 01776

and to the Contractor at:

Michael J. Coutu, Principal  
Sudbury Design Group  
740 Boston Post Road  
Sudbury, MA 01776

- 14. OWNERSHIP OF DOCUMENTS All documents and materials of whatever kind prepared by the Contractor and delivered to the Town pursuant to this agreement shall become the property of the Town; provided, that the Contractor may use its copies of such materials for educational or promotional purposes or for required submissions to governmental bodies.
- 15. INDEMNIFICATION The Contractor shall indemnify, defend and save harmless the Town and all of its officers, agents and employees against all costs, damages, suits and claims of liability of every name and nature arising out of the negligence or intentional wrongful act of the Contractor in the performance of this Contract and shall indemnify the Town for any third-party claim arising out of injuries to the Contractor's employees or others performing services for the Contractor directly or indirectly.
- 16. CONTRACTOR INSURANCE The Contractor shall provide a certificate of professional liability coverage in the amount of one million dollars (\$1,000,000.00).
- 17. AMENDMENT OF AGREEMENT Any amendments to this agreement shall be in writing and signed by both parties.
- 18. APPLICABLE LAW This agreement shall be deemed to be executed and delivered within the Commonwealth of Massachusetts and shall be governed and construed in accordance with the laws of said Commonwealth.

TOWN OF SUDBURY:

by its Town Manager

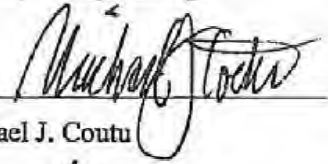
\_\_\_\_\_

Maureen G. Valente

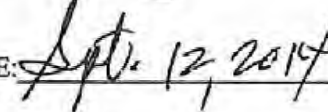
DATE: \_\_\_\_\_

CONTRACTOR:

Sudbury Design Group

By 

Michael J. Coutu

DATE: 

Appendix A

# SUDBURY DESIGN GROUP

LANDSCAPE ARCHITECTURE | CONSTRUCTION | GARDEN SERVICES

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## LANDSCAPE DESIGN PROPOSAL

Town of Sudbury  
Town Center  
Intersection Improvement  
Plan

Attachment: TownCenterLandscape (1027 : Sudbury Design Group)

**STANDARD FORM OF AGREEMENT BETWEEN OWNER AND SUDBURY DESIGN GROUP, INC.**

**THIS AGREEMENT**, entered into this 11<sup>th</sup> day of September 2011 by and between Town Center Intersection Improvement Plan, Town of Sudbury, Sudbury, MA 01776 (hereinafter called "Owner") and Sudbury Design Group, Inc. 740 Boston Post Road, Sudbury, MA 01776 (hereinafter called "Landscape Architect")

**ARTICLE 1: DESCRIPTION OF THE PROJECT**

The project will consist of the following: to design and draft a conceptual landscape plan within the Intersection Improvement Area to include: Improvements and connections to affected properties including: Heritage Park, Grinnell Park, 15 Hudson Road, and all publicly owned properties. The conceptual plan will include recommendations for planting, benches, sidewalks, signage, lawn areas and lighting, and miscellaneous site amenities.

**ARTICLE 2: SERVICES**

The professional services of the Landscape Architect shall be as follows:

- a. Site inventory and analysis;
- b. Preparation of a plan of existing conditions based upon engineering provided by the Town of Sudbury;
- c. Conceptual design development including sketch vignettes, as necessary to communicate concept;
- d. Preparation of estimate for completed cost of construction;
- e. Consultation with town staff and/or the Advisory Committee throughout the design process;
- f. Additional services to be performed, as follows:  
If, at the discretion of the Advisory Committee, elevation drawings are required for key areas, those drawings will be provided by the Landscape Architect per Article 4c.

In addition to consultation throughout the design process, the Landscape Architect will attend three (3) public meetings. Any additional presentations will be completed on an hourly basis as per Article 4c.

**ARTICLE 3: PAYMENT AND FEES**

The Owner agrees to pay the Landscape Architect for professional services as follows:

- a. Hourly per Article 4c. Not to Exceed: \$20,000.00
- b. Retainer due upon signing: \$ 5,000.00

- c. Periodic invoices as services are rendered

#### **ARTICLE 4: ITEMS SUPPLIED AND EXTRA WORK**

- a. The Owner shall furnish to the Landscape Architect at the Owner's cost and expense all necessary property line and topographical data; full information as to location of utilities, both public and private, whether located above or below ground; grades, lines of streets, alleys and adjoining properties; rights of ways; restrictions, easements, zoning and deed restrictions; dimensions and locations of existing buildings; and any additional topographical information applicable to the designated improvement. If a soil test should be required or requested it shall be additional.
- b. The Landscape Architect shall be reimbursed for blueprinting and duplication of other documents at the cost of reproduction, as follows: Bond/vellum \$1.50/sq. ft.; color copies \$2.50/sq. ft.
- c. If during the progress of the development of plans or during construction the Owner finds it necessary to cause the Landscape Architect to perform additional services other than those set forth in this Agreement, the payment for such additional work shall be as follows:
 

Design/Project Management:	\$150 per hr.
Drafting/CAD:	\$100 per hr.

All change orders and/or agreements for additional services shall be in writing and signed by all parties to this Agreement.

#### **ARTICLE 5: ABANDONMENT OF PROJECT**

If the Owner finds it necessary to abandon the project for any reason, or fails to approve a preliminary plan, the Landscape Architect shall be compensated for all work completed after the signing of this Agreement, on an hourly basis, at the rates set forth in Article 4c., above and the Landscape Architect shall apply the Design Retainer towards these fees.

#### **ARTICLE 6: OTHER PARTIES**

- a. It is mutually agreed that this Agreement is not transferable by either signatory to a third party without the consent of the other principal party.
- b. Original plans, specifications and instructions of service remain the property of the Landscape Architect. Unauthorized use or duplication of plans and specifications without the prior written consent of the Landscape Architect is strictly prohibited.

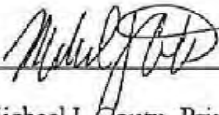
**ARTICLE 7: TERMINATION**

- a. This Agreement may be terminated at any time by the Owner or the Landscape Architect upon giving seven days' written notice. Termination by the Owner shall comply with Article 5.
- b. This Agreement, unless previously terminated by written notice, shall be terminated by final payment for the finished work.

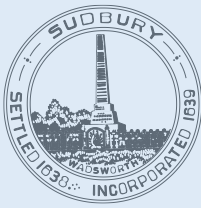
**IN WITNESS WHEREOF** the parties hereto have executed this Agreement as of the day and year first above written.

Witness: \_\_\_\_\_

Owner(s): \_\_\_\_\_

  
 \_\_\_\_\_  
 Michael J. Goutu, Principal

Attachment: TownCenterLandscape (1027 : Sudbury Design Group)



SUDBURY BOARD OF SELECTMEN  
Tuesday, September 23, 2014

**10: Call Executive Session**

REQUESTOR SECTION

Date of request:

Requested by: Leila S. Frank

Recommendations/Suggested Motion/Vote: Vote to Enter into Executive Session Regarding Strategy with Respect to Land Negotiations If an Open Meeting May Have a Detrimental Effect on the Bargaining Position of the Public Body and the Chair So Declares. Also Approval of 4/29/14 Executive Session Minutes.

Financial impact expected:

Approximate agenda time requested:

Representative(s) expected to attend meeting:

EXECUTIVE SESSION

MEETING NOTES SECTION

Board's action taken:

Follow-up actions required:

- Requestor:
- Board of Selectmen:
- Staff:

Future agenda date: