

BOARD OF SUDBURY SELECTMEN

EXECUTIVE SESSION

MONDAY, JULY 14, 2020

VIRTUAL MEETING

Present: Chairman Daniel E. Carty, Vice-Chairman Patricia Brown, Selectman Janie Dretler, Selectman William Schineller, Selectman Jennifer Roberts, Town Manager Henry L. Hayes, Jr., Assistant Town Manager Maryanne Bilodeau, Director of Planning and Community Development Adam Duchesneau, Environmental Planner Beth Suedmeyer, and Town Counsel Lee Smith

Executive Session

The statutory requirements as to notice having been complied with, the meeting was convened at approximately 6:00 p.m.

Chairman Carty called the meeting to order.

Open in regular session and immediately vote to enter Executive Session to consider the purchase, exchange, lease or value of real property if the chair declares that an open meeting may have a detrimental effect on the negotiating position of the public body, pursuant to General Laws chapter 30A, §21(a)(exception 6) with respect to the Framingham portion of the CSX rail corridor.

Town Manager Hayes stated that he, Beth Suedmeyer and Patty Golden have had positive conversations with Framingham city officials. He announced that a CSX rail corridor meeting has been scheduled with Framingham officials and Sudbury officials for August 3, 2020 at 2:00 pm.

Town Manager Hayes mentioned that he recently spoke to Thatcher Kezer, COO of Framingham, who confirmed that Framingham might not be in the position to move forward with the CSX purchase at this time, but would be willing to provide a written statement to affirm serious intent.

Select Board members were in favor of the virtual meeting with Framingham officials, and agreed that Chair Carty and Selectman Roberts would represent the Board at that meeting.

Vice-Chair Brown noted that Sudbury and Framingham have been in unison with past CSX negotiations. Ms. Suedmeyer agreed and stated that Framingham and Sudbury had entered into that agreement concurrently.

Vice-Chair Brown requested confirmation that Framingham is under the same time limit requirements by CSX. Ms. Suedmeyer responded that Framingham was under the same constraints issued by the Service Transportation Board, but was unclear if a time extension would be granted to Framingham.

The Select Board members opined as follows.

Selectman Schineller questioned:

- The current funding situation in Framingham
- Receipt of a prepared site appraisal
- Receipt of a P&S (Purchase and Sale) draft document
- Increase of project expense due to bridges, or other structures in Framingham

Selectman Roberts questioned:

- Framingham project performance timeline

- If the Framingham rail trail extension followed the rail bed pattern
- If Framingham residents have awareness of the proposed CSX purchase

Vice-Chair Brown questioned:

- Consideration of Framingham access points and parking.

Selectman Dretler questioned:

- Framingham's access to project funding
- Potential parking areas – such as Water Street or Hemenway Elementary School

Selectman Schineller questioned Framingham's experience regarding other trails.

Vice-Chair Brown queried when Framingham might be able to consider purchase of the CSX rail trail portion.

Chair Carty asked about associated environmental challenges in Framingham.

Sudbury portion of the CSX rail corridor

Attorney Smith explained that he received P&S draft revisions from the CSX representative and also had a conversation on June 26th with the representative. CSX is willing to move forward with another P&S draft to be presented later this week, and itemized several areas amended by CSX:

- Elimination of deposit clause
- Due diligence contingencies clause/s to be kept open as long as needed.

Attorney Smith proposed a due diligence end date of November 27, 2020.

Vice-Chair Brown suggested that Patty Golden contact Representative Carmine Gentile's office regarding associated CPA monies.

Chair Carty questioned where the funding was coming from in order to commence with due diligence measures. He mentioned that such funding would not be known until November 3, which might not reflect enough time for investigation. Attorney Smith stated that he would reach out to the Service Transportation Board.

Ms. Suedmeyer stated that she had not heard from Mass. Trails to date regarding the prospective grant with a limit of \$300,000. She affirmed that she would follow-up on this matter.

Chair Carty reiterated that waiting until November 3rd to examine related investigations might not be realistic and inquired about the contingency clause. Attorney Smith responded that CSX referred to the previous settlement agreement and questioned what particular areas had not been addressed in consideration of mediation. He noted that CSX indicated they would prefer to deal with those contingencies outside of the P&S document.

Attorney Smith commented that CSX would be willing to examine and review such mediation and would allow a site visit to review those areas before a P&S was signed.

Selectmen Schineller mentioned the culvert issue being considered in a separate derailment settlement. Attorney Smith responded affirmatively.

Attorney Smith acknowledged that he had previous documentation and photos that could be submitted in connection to the settlement agreement. He stressed that CSX desired to retain the easement rights.

Chair Carty emphasized that retaining such easement rights would be a major issue for him and further indicated that he would not feel comfortable moving forward if the easement clause could not be negotiated.

Selectman Roberts agreed that the easement factor would be problematic, as CSX could do something that might not be in the Town's best interest. She added that she would be willing to consider the original asking price in order to eliminate the easement/s clause/s.

Chair Carty summarized next steps:

- Eliminate easement clauses
- Town Manager Hayes and Ms. Suedmeyer would research possible funding for the CSX purchase and report back to the Board.

Attorney Smith confirmed that he would update the Board when he hears from CSX.

Also to review executive session meeting minutes, pursuant to G.L. c. 30A, § 21(a)(7) “[t]o comply with, or act under the authority of, any general or special law or federal grant-in-aid requirements” (“Purpose 7”), citing to the Open Meeting Law, G.L. c. 30A, §§ 22(f), (g).

The Board tabled the minutes of June 11, 2019, June 18, 2019 and February 4, 2020 (subcommittee minutes).

Vote to close executive session and resume open session

It was on motion unanimously

VOTED: To close executive session and resume in open session. Carty-aye, Brown-aye, Dretler-aye, Schineller-aye, Roberts-aye; (5-0).

There being no further business, executive session was adjourned at approximately 6:56 p.m.