

Aquinnah Board of Selectmen
Minutes of Meeting 2/7/2012
Aquinnah Town Hall Selectmen's Mtg Room

Members present: Jim Newman, Chairman, Beverly Wright, Spencer Booker

Also present: Adam Wilson, Town Administrator; Town Counsel Ron Rappaport, Attorney Fain Hackney, Barbara Bassett, June Manning, Simon Bollin, Jay Smalley, Theresa Manning, Police Chief Randhi Belain, Linda Coombs, Wampanoag Tribal Administrator Tobias Vanderhoop, Animal Control Officer Angela Waldron, Detective Ryan Ruley, Alex Taylor, Accountant Margie Spitz, Vineyard Power President Richard Andre, Sergeant Paul Manning others...

The meeting began at 5:00 pm

Under old business was a review of the minutes from 1/17. Beverly made a motion to accept the minutes as presented, Jim seconded.

The Board voted 2 – 0 - 1 in favor. The motion passed.

1st on the agenda was a vote to go into executive session with Town Counsel Ron Rappaport to discuss current legal cases that involved the Town.

Board Members Spencer, Beverly and Jim all voted “yay.”The Board went into executive session.

-When the Board returned from Executive Session, Ron introduced Attorney Hackney to discuss the 1st new business agenda item dealing with the ground lease and power purchase/energy management agreement the Town was about to enter into with Vineyard Power.

Fain talked about the Power Purchase Agreement that when signed will allow the developer to put together the plan to design and build the photovoltaic (PV) solar array on the Town Landfill. He said the lease for the site is ten years and there can be an extension for 3 additional five year periods. Fain said the Town can buy the PV system for its “fair market” value after the initial 10 year. There was discussion about how an appraiser is used to determine the fair market value if the two parties can't agree on a price. Ron added that the Town is under no obligation to have to purchase the system.

-Fain stated the rent is \$3,900 per year but it is deferred until the end of the 10 year lease. There is also interest to be paid but that would be paid to the town each year. V. Power has to get all the necessary permits, build the system and maintain it. The Town buys 100% of the electricity generated by the PV system, and gets net metering credits for energy it doesn't use. The Town pays for the electricity but gets a 10% discount from the applicable NSTAR Rate. Rent, interest and a 10% discount on electricity the Town buys from the developer.

-Richard Andre stated that in the ground lease, V. Power has the right to extend the lease for 3 additional five year periods if the Town chooses not to buy the PV system. He spoke about the design of the array was to accommodate the estimated 60,000 Kwh the town uses to power its municipal buildings, street lights and parking lot establishments. He said the recent demand has gone down due to some energy efficient moves by the Town so there will be a buildup of credit that NSTAR will retain until either energy use gets higher or by issuing a check. Richard said if the Town chooses not to buy 100% (say it only needs 90), then V. Power could then find another customer to sell the extra electricity (The Tribe, V. Museum for the lighthouse), at the same 10% discount. Ron asked if the purchase arrangement needs to be modified so that scenario could occur. Richard said it could. There was discussion about the

additional rent being paid every year after the 1st ten years. Jim asked what happens at the end of 25 years. Richard said that the Town is not obligated to extend any additional leases and it's up to V. Power at that point to either ask for another lease to continue to run the system because it is still economically viable or to remove it if it is obsolete or costs too much to maintain.

-There was discussion about bankruptcy. What happens if V. Power goes out of business and there is termination of the contracts but no money for removal of the PV system? Ron suggested there be a segregated escrow account holding the estimated cost of dismantling the system in case the Town had to remove it due to bankruptcy. Richard said that account could occur after the initial ten years if the Town chooses not to buy the system. Spencer asked what happens if V. Power goes bankrupt in year five? Richard thought that if it's only year five, the system is a valuable asset the Town would try to maintain and would not want to have removed from a site that serves no other purpose except to have an array system sit on top of.

-There was discussion about who could sell the extra electricity the Town may not need. Richard said V. Power is in a better position to manage the sale of any extra the system produces. He told Ron that solar electricity does not cost more to produce than the conventional means NSTAR uses. Prices are guaranteed to match current electric rates.

-Richard talked about the value of the PV system after 10 years. He said that the "net present value" of the system at the ten year mark is 150K. Based on that, the fair market value would be 50K. The cost to put up the system brand new is \$330K. The life span of the panels is 25+ years. Ron asked about the arrangement the Town would have with NSTAR if it acquired the system. Richard said it would be the same as the developer's in that the energy goes into the utility company's grid and the town receives the same amount of net energy credits. There was discussion about the cost to produce and transport of electricity.

-Richard reviewed the Town boards who have already given approval for the project. He said they still need DEP approval and an ok from Town Counsel to sign and execute the contracts.

-There was more discussion about bankruptcy. Richard said that V. Power LLC's only asset will be this system. Adam said there is a section in the agreement that in case of default, there is language to terminate the contracts and a window of 90 days to remove the system. He said the proposed agreement is a merged document combining the provisions of V. Power's Power Purchase Agreement and the DOER's template Energy Management Services Agreement.

-Richard said the cost to remove the system would be 8 – 12K. Ron said there may have to be an account put aside to cover that cost if V. Power disappears and the system needs to be removed. Richard pointed out that the bank would either want to keep the system intact because of its money making potential or pay for its removal since components would still have great value for other systems on or off island. A system that young would also have significant recycling value as well. Richard and Beverly talked about the value the system would have after ten years for the Town to consider buying the system.

-It was agreed that Richard, Adam and Counsel would get together to resolve the issues presented at the meeting and report back to the Board on the 21st for a final report and possible sign off.

-There was discussion about the impact of replacement costs and the impact the extra 5 year leases would have on the Town's commitment to the renewable energy project. There was brief discussion on V. Power's project at Croenig's Market and the effectiveness of old panels and their long standing recycling value.

-Next on the Agenda was Linda Coombs request to do the Native Artisans festival in the Circle this year. She said last year's turnout was small and might be attributable to the location in the field below the

Cultural Center. The event is planned for July 28th. There would be a 30 X 50' Tent right across the street from the ACC.

Spencer made a motion to allow the Native Artisans Festival in the Aquinnah Circle on July 28th. Jim Seconded.

The Board voted 3 – 0. The Motion passed.

Jim requested that the Festival planners talk with Randhi about parking and crowd control issues.

-Next on the agenda was an update from Acting Deputy Chief Simon Bollin on the Fire Department. He stated the following:

1. The new rescue truck has to go back off island for warranty repairs since there are some electrical issues that need to be fixed;
2. Four new people have joined the Department;
3. There will be a coordinated drill Sunday morning with Chilmark's FD for a simulated event up at the Cliff Stores;
4. There have been pump outs of certain standpipes to tanks that have more water than originally told (5K vs 1K gallons);
5. There is a need to update the 9 Scottpacks the department currently has. They are no longer up to code. A total of 4 new ones are needed at a cost of approximately \$4,500 each. There was discussion about buying 2 at the end of the current fiscal year and two in FY '13;
6. The Department now has 12 members.

-There was discussion about the Fire Department have a charitable organization to support fundraising efforts.

-Next on the agenda was Police Chief Randhi Belain's request to promote Detective Ryan Ruley to a new position as "Staff Sergeant" effective March 1st, 2012. He said a pay raise would be needed for the position but at the present time he feels he has enough money in his budget to cover the additional expense. He said the new position would have a six month probationary period as well.

There was discussion about the position being new and if it should be advertised. Randhi said it's an in house promotion. Jim pointed out the position is not in the collective bargaining agreement. Adam asked if the position has been offered to the Patrolman's Association. Randhi said it is now as of this meeting. Beverly asked why this position has become available. Randhi said it is due to recent personnel issues.

-Jim said the matter has to be discussed 1st in executive session between the Selectmen and the bargaining unit because if it is approved, the CBA would have to be amended.

-A meeting was scheduled between the Board and the Patrolman's Association for February 21st @ 3 pm.

-There was discussion about the role the Board plays in deciding matters since there are no volunteers serving the Town on the Personnel Board.

-Next on the agenda was ACO Angela Waldron to report a dog bite complaint. The incident occurred on January 6th and the complaint was received the 27th. The injury occurred in the dog owner's home. The bite required 30 stitches to close. She said because of the nature of the bite, the Town has to have a hearing to decide what to do about the dog. Angela reported that the dog did bite someone else a couple of years ago in the home in a similar social situation. No complaint was filed. The dog is six years old. It's a yellow Labrador.

The Board agreed to hold a hearing on the matter as a 1st agenda item at the February BOS Meeting at 5:30 pm.

-Next on the agenda was a vote to go into executive session to interview a candidate for the Fire Chief's position.

Board Members Spencer, Beverly and Jim all voted "yay." The Board went into executive session.

-When the Board returned from Executive Session, the next agenda item to discuss was the current open positions of BOH Clerk and Administrative Assistant to the Planning Board. Adam talked of a need to fill those positions but to consider instead an AA to a number of community review boards, including the Planning Board, Board of Health and the Conservation Commission and Zoning Board of Appeals. He said it's his idea to have a person who knows, or is trained to know how to "perfect" those types of meetings that need posting, timely newspaper advertising, abutter notification, intensive minutes taking and help in drafting decisions that are filed on time and to the correct authorities. Adam said that it would not be full time but could have enough hours to qualify for benefits. Adam said the cost of this type of service would pay back in spades in preventing lawsuits against the Town for procedural screw ups. Adam also said for volunteer community review boards, a professional assistant greatly helps those wanting to commit to help the town knowing there is assistance in that board's meetings.

Beverly asked for a job description. Adam said he has one and would pass it along for further consideration. Adam said he's talked with the Chairman of both the P. Board and ConCom and they are in favor of it. There was discussion about this person also assisting the Town Administrator, in the summer, if there weren't enough hours to do the other job responsibilities. There was discussion about how the position could be funded.

-Adam reported that the storage facility has begun taking documents and that the shelves have been ordered.

-Next on the agenda was a report by Adam about performance evaluations. Adam asked for guidance in figuring what to do with the evaluations the Town Employees have done for themselves and the ones he's done for them. He read from the personnel by-laws that states "in the classification plan everyone shall have a written evaluation and there shall be a decision of having a step increase based on the result of the evaluation." There was discussion about the step increase and the proposed COLA.

-Adam said there is a gap in scoring the two evaluations and what to do about it. There was discussion about how personnel goals should be set.

The Board, by consensus, decided that there be a policy where a performance evaluation needs to be signed off by both the employee and the Town Administrator or member of the Board. If there is a gap in the grading between Town Administrator and the employee, they are to meet and try to come to an agreement on a final grade. If they cannot, the remedy will be to bring the evaluation to the selectmen (because they are at the moment the Personnel Board), for final determination.

In the Town Administrator's report the following was stated:

- The mooring and skiff permits have been updated. Waterway Regulations are being worked on by Chip and after approval from the Shellfish Committee will come to the Board for approval;
- The Town Hall's hallways are out for bid to be re-floored.
- There is a remediation report from Wright-Pierce that says the Landfill's gas vents have been evaluated and some will need to be replaced. There's a need to stay on top of this because it could impede the solar array project;
- There needs to be a postponement of the Town Retreat until March. Too much going on at the present time;
- The Town Poet Laureate process that W. Tisbury did was explained if the Board still wants to go forward to nominating someone for Aquinnah;

- A reminder that Adam is away the last week in February and posting of the Agenda will have to occur before he leaves;
- The “Solarize Our Schools” contract involving the fire station expired 12/31/11. There will be a check coming from Cape Light Compact in March for the Renewable Energy Credits (REC’s) the Town is entitled to. CLC is not renewing the contract and what is to be done next is anyone’s guess.
 - Beverly asked for an update on the Menemsha Leases. Adam said the plan was to re-meet with the tenants at the March 7th meeting. There was discussion about asking Ron for an opinion about the leaseholder’s usage being nonconforming but allowed over the years.
Adam was to write to Ron for an opinion on what recourse the Board has in renewing leases for the Menemsha Lots to tenants that have not complied with the statutory act regarding usage for commercial fisherman only.

Beverly made a motion to adjourn. Spencer seconded.

The Board voted 3 – 0. The motion passed.

The meeting adjourned at 8:00 pm.