



Town of Hamilton
 Board of Selectmen
 Monday, July 13, 2020
 6:30 p.m.

AMENDED AGENDA

- Shawn Farrell,
Chair
- William Olson
- Rosemary
Kennedy
- Darcy Dale
- Jamie
Knudsen

**Town Hall is Open but Public Meetings are Being Held
 With Only Online or Phone-In Options:**

Join Zoom Meeting
<https://us02web.zoom.us/j/87394237714?pwd=MVJlejZQeGZvN1ArdFBiVkhqUWNZZz09>
 Meeting ID: 873 9423 7714
 Password: 395548
 One tap mobile
 +19292056099,,87394237714#,,,,0#,,395548# US (New York)

6:30 p.m.	Call to order - Memorial Room Pledge of Allegiance
ANNOUNCEMENTS & BOARD OPENINGS	
	Board and Committee openings: <ul style="list-style-type: none"> • Council on Aging opening • Hamilton Historic District Commission (2) openings • Community Preservation Committee (3) openings • Hamilton Affordable Housing Trust opening • Hamilton Board of Appeals opening
	Public Comment (3 minutes on topics not already on the agenda)
	Selectmen/Town Manager Reports
AGENDA	
7:00 p.m.	<ul style="list-style-type: none"> • Approve Minutes of the May 5, 2020 and June 29, 2020 Board of Selectmen Meetings • Approve Minutes of the May 18th, 2020 Joint Board of Selectmen and Finance Advisory Committee Meeting • End of Year Transfers – Review and Vote • Verizon Cable License Renewal – Presentation by Bill August/Vote • Community House Parade and Play – Presentation by Melissa Elmer/Vote • Conservation Restriction for Canterbrook Farms – Review and Vote • Special Municipal Employee Designation Discussion and Vote • Flag Raising Policy – Review and Discussion • Town Meeting Recap - Discussion
Consideration of topics for discussion at future Board of Selectmen meetings	

Cemetery Deeds 1189, 1191 and 1192

Items may be heard out of the listed order. The agenda items listed are those items which were reasonably anticipated by the Chair to be discussed at the meeting. Not all items listed on the agenda may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.

Board/Committee Chairs

Current as of 7/8/20

Affordable Housing Trust
Margaret "Marnie" Crouch

Board of Health
David Smith

Capital Improvement Committee
Heather Ford

Community Preservation Committee
Jay Butler

Conservation Commission
Richard Luongo

Council on Aging
Sherry Leonard

Finance and Advisory Committee
David Wanger

Hamilton Foundation
Heather Ford

Hamilton Development Corporation
Rick Mitchell

Historic District Commission
OPEN

Open Space Committee
Richard Boroff

Patton Homestead Inc.
Marc Johnson

Planning Board
Brian Stein

Town Hall Building Committee
Mike Twomey

Waste Reduction Committee
Gretel Clark

Zoning Board of Appeals
Bill Bowler (Leaving)

HAMILTON BOARD OF SELECTMEN
MINUTES OF LEGISLATIVE ROUNDTABLE MEETING

Teleconference

May 5, 2020

Hamilton Selectmen Present:	Chair Jeffrey Hubbard, Shawn Farrell, William Olson, Darcy Dale, and Rosemary Kennedy
Wenham Selectmen Present:	Catherine Harrison, Chair Jack Wilhelm, and John Clemenzi
HW Regional School Committee Present:	Michelle Bailey, Chair David Polito, Peter Wolczik, Michelle Horgan, and Stacey Metternick
Town Manager:	Joe Domelowicz
Wenham Town Administrator:	Anthony Ansaldi
Others Present:	Finance Director Marisa Batista, Interim Superintendent of Schools Dr. Julie Kukenberger, and Assistant Superintendent of Finance and Administrative Vincent Leone

** This meeting was conducted via Zoom teleconference with all the above participants remaining in their homes.*

Hamilton Board of Selectmen (BOS) Chair Jeff Hubbard took roll call at approximately 4:18 p.m. The full Board was present. There was a delay from the 4 p.m. start time while waiting for State Representative Brad Hill and State Senator Bruce Tarr to arrive. Wenham BOS did not have a quorum at the start; the sole participating member was Catherine Harrison, although Chair Jack Wilhelm and John Clemenzi arrived later in the meeting. The School Committee had a quorum with four members attending. Per the agenda, no votes were taken.

Joint Roundtable Discussion with the Hamilton BOS, Wenham BOS, and Hamilton Wenham Regional School Committee

Rep. Hill noted he'd been in close contact with the two towns' and the schools' leaders throughout the crisis [pandemic] and thanked them for their partnership. He said it had been a busy eight weeks. He'd had a conference call with Governor Charlie Baker today about local aid for the current fiscal year. He said the Governor feels strongly that with the Federal help they're receiving, the State will get to the finish line (end of FY'20) without seeing cuts to local aid. However, regarding FY'21, he was concerned. He said \$3 trillion was already spent during this crisis. There is almost \$3.5 billion in the "rainy day account" and a lot of that will be used going into FY'21, so things won't be as bad as they otherwise would have been. He said a revenue drop of between \$2.5 billion to \$3 billion is expected. In light of the education bill passed last year, he and Sen. Tarr want to keep their promise of more education funding, but he didn't think they would see the increases they had hoped for. He discussed various aspects of the phased reopening of the economy planned for May 18.

As things stand, Rep. Hill said Wenham wouldn't be allowed to hold its Town Meeting at the high school because town meetings have to be held within town borders; however, there is a bill proposed that would allow it, which is currently being deliberated on. The House will meet tomorrow from their homes as there were a couple of virus cases at the State House. He added that lottery proceeds had seen a 30% to 40% drop in just eight weeks. Darcy Dale asked for specifics of the remote meeting being held tomorrow, wondering if the public can tune in. He gave details, saying he would be watching the same streaming as the public may watch and said he will be calling in his vote.

School Committee member Michelle Bailey noted Sen. Tarr had joined the meeting. Sen. Tarr said the Senate was continuing to have sessions live-streamed, as was the House. He said there was a shortfall in April that exceeds \$2 billion, but part of that is attributable to the postponement of the due date for income tax payments—a timing issue. To cover the gap, the State needs to do some borrowing, which requires a roll call vote (2/3 majority). Essentially the State will sell bonds and repay them back within a short period of time. He said he feels confident the State can meet its obligations through the end of this fiscal year, but doing so depends on how the process goes. The bill originates with the House and is then sent to the Senate. The next fiscal year, he said, will be much more challenging situation. There is an unemployment rate of about 24% to 26%, which could get even worse in the second quarter. It will be a fairly long time before the State can replenish the stabilization fund, so they must withdraw from it in a careful way, maximizing all the federal reimbursement they can get.

Ms. Harrison asked if they had a sense of what the budget process will look like for FY'21 and when a budget might be available. Rep. Hill said his understanding is that they are waiting to get better numbers. They are looking at possibly just having one budget (combining the House and Senate budgets) and perhaps doing a 1/12 budget; his hope is the House will have a preliminary budget plan in the middle of June with a final in the fall. Sen. Tarr said they started with an estimate in January and now it is almost totally irrelevant. On average, economists have predicted a shortfall of somewhere between \$4

billion to \$5 billion. They hope to work from a singular budget, but there are many permutations being discussed. It may make more sense to take smaller bites rather than trying to project for the whole year.

Ms. Bailey said the Schools don't know what the money from the State will be, but don't seem to have the same option to approve their budget in chunks; she asked for advice. Rep. Hill said the School Committee should move forward expecting to see a cut of about 20% to their local aid. He said his hope was that because of last year's education bill, they won't see that deep a cut, but he wanted them to be prepared. Sen. Tarr discussed that cities and towns are being given an opportunity to do 1/12 budgets and might extend that as it is hard to conduct a whole year's budgeting process.

Ms. Bailey asked (pertaining to Town Meeting) if the Governor was going to allow large gatherings (groups of more than 10). Rep. Hill said some towns have been granted the ability to reduce their quorum requirements. He added towns were looking to hold their town meetings outside. Sen. Tarr said he thought they'd be allowed to reduce their quorums to not lower than 10% and have the meetings in a remote location. He said legislation allowing for that was moving ahead. He said he looked up cuts during the recession of FY'09 and '10 to see what was done. He found that unrestricted general aid (UGA) was reduced by 23.8%, special education was reduced by 42.1%, and transportation for schools was reduced by 30.5%. He said to keep in mind that was for two fiscal years.

Shawn Farrell noted Hamilton's bylaw ties its election to its Town Meeting. He wanted to know what they would do about the election if something happens and they can't hold Town Meeting and have to go to 1/12 budget. Rep. Hill said they'd have to revisit the legislation making its way through now and change some language. He pointed out another piece in the pending legislation gives school districts the ability to pay for services that aren't necessarily rendered in the present time, for example, school transportation, since sometimes it might be advantageous to continue making the payments, although current State law says you can't pay for anything unless you've actually already received the services.

Dr. Kukenberer said pertaining to their collaborative partners, kids are still receiving services and there is not a contracted agreement in place currently. Rep. Hill said they were trying to provide some relief and appreciated her making that point.

Ms. Harrison asked about Wenham's election date and noted the overrides and debt exclusion articles are on the ballot and it wouldn't be good to have them separated too far from each other.

Sen. Tarr reminded the panelists things can't be allowed to change [reopen] until health indicators are moving in the right direction, which may go past the May 18 timeframe. Ms. Harrison said she was proud of the administration for holding on to the health guidelines and thought it prudent.

Ms. Bailey asked if they should apply the 20% reduction figures to transportation and circuit breaker reimbursement. Rep. Hill said they should use 20% as the round figure, but was hoping things would come in better than that. He said they will know better in July. Ms. Bailey said if extra money comes in, they can't spend it if it isn't budgeted. She asked if they held a Special Town Meeting, could they use that money. He said he thought yes. Mr. Ansaldi agreed. He said they were holding off on capital items until fall Town Meeting. There was a discussion about holding off on warrant articles that weren't of the highest priority. Sen. Tarr said if they were fortunate enough to have a change in situation and if there were more revenue than predicted, he and Rep. Hill would make a commitment to return those funds to the communities.

School Committee Chair David Polito asked about "low hanging fruit," such as the fact that marijuana dispensaries aren't open now while liquor stores are. He said the State is missing out on that revenue. Also, it was noted that golf courses aren't open and many people want them to reopen. Mr. Polito and the public were advised to go to the link on Mass.gov and send in their testimonies so the State could hear these opinions.

Mr. Hubbard asked about the CPA [Community Preservation Act] funds situation, which he gathered was grim. Sen. Tarr said no aspect of the State budget is left untouched; it's just a matter of degree. He said CPA funds come from recording fees at the registry, and that presents an element of volatility. Boston joining the CPA relatively recently has resulted in less reimbursement money available in the pool for other cities and towns. He said they had added a line item after the fact to put some more money into it because it is such a successful program.

School Committee member Stacey Metternick asked if there would be a spending freeze at the MSBA [Massachusetts School Building Authority]. Rep. Hill said his concern is that the drop in sales tax revenue would result in a drop in funds given to the MSBA. He said it was a good conversation they needed to have.

Ms. Bailey said before everything happened [COVID-19 virus], the Schools already had approved budgets, but now are needing to revisit that. She said it sounded like the guidance was to expect 20% less in State aid. Rep. Hill confirmed anyone doing budgeting was going back and revisiting, as they are also doing at the State level.

Interim School Superintendent Dr. Julie Kukenberger asked if there was value in having a 1/12 budget and looking toward the fall for holding the Town Meeting. Ms. Dale said from what she understood about the 1/12 budget, not all payments come due equally and Hamilton had been trying to head that complication/problem off. Town Manager Joe Domelowicz said Hamilton gets most of its revenues from property tax revenue and not from the State, so there was something to be said for giving it [the budget] their best guess and moving ahead.

Ms. Bailey said the picture of what education looks like will change and they don't even know what it will look like. She said towns pay their assessments monthly, but perhaps in July and August the assessment could be reduced some and then made up when they do

know what their budget is. Dr. Kukenberger said they definitely need direction. They were already looking at a 20% reduction in Chapter 70 funds and have responsibility to notify staff as to whether or not they have employment. Cutting \$800K equals cutting about 10 teachers, she pointed out.

Assistant Superintendent of Finance and Administrative Vincent Leone said he wanted to confirm what percentage would be cut from the circuit breaker. Rep. Hill said he would look at a 20% cut [of what they are getting for 2020] across the board. He was wanting to be optimistic because of what they did last year for education, but wanted them to be prepared. He said he'd rather have them deal with a windfall than a greater loss than expected.

Ms. Harrison said the School Committee and two towns needed brainstorm to gain clear understanding of their situations. Mr. Hubbard agreed and asked Dr. Kukenberger if she could work out a schedule to touch base. Dr. Kukenberger said she would and suggested the Finance and Advisory Committees join them. Ms. Bailey thanked Rep. Hill and Sen. Tarr for their time and for their work over these last eight weeks.

Adjournment

Ms. Dale made motion to adjourn for the BOS at 5:20 p.m. Ms. Farrell seconded the motion. A roll call vote was taken with "ayes" from Mr. Farrell, Ms. Dale, Rosemary Kennedy, William Olson, and Mr. Hubbard, (5-0) unanimous.

Ms. Bailey made a motion to adjourn for the School Committee. Michelle Horgan seconded the motion. A roll call vote was taken with "ayes" from Peter Wolczik, Ms. Bailey, Ms. Metternick, and Mr. Polito, (4-0) unanimous among those present.

HAMILTON BOARD OF SELECTMEN

MINUTES OF MEETING

Teleconference

June 29, 2020

Selectmen Present: Shawn Farrell, William Olson, Darcy Dale, Rosemary Kennedy, and Jamie Knudsen.

Other Town Staff Present: Michellelee Carroll, Assistant to the Town Manager

** This meeting was conducted via Zoom teleconference with all the above participants remaining in their homes.*

Call to Order

At 6:02 p.m., Vice Chair Rosemary Kennedy called the Board of Selectmen (BOS) online meeting to order. The Pledge of Allegiance was recited. Town Manager Joe Domelowicz was not present.

Board and Committee Openings

Ms. Kennedy welcomed new Selectman Jamie Knudsen.

The Council on Aging, Hamilton Affordable Housing Trust, Hamilton Board of Appeals, and Conservation Commission each have one opening. The Hamilton Historic District Commission has two openings, and the Community Preservation Committee has three openings.

Public Comment

Hamilton Wenham Regional School District School Committee member Michelle Horgan asked the BOS to consider the possibility of resurrecting talks about potentially merging the two towns to make them more feasible fiscally and to open up opportunities.

Selectmen/Town Manager Reports

Shawn Farrell said the Department of Housing and Community Development had approved the Hamilton's Housing Production Plan (HPP).

William Olson reported on Town Meeting: 150 people were expected and 550 attended; there weren't enough "clickers" [automated vote counters]. He thanked the police and fire departments and everyone who worked hard to make the event successful, including Town Moderator Bill Bowler. Mr. Olson also reported on the Town Election held Thursday, July 25. He encouraged people who did not win their election seats to please volunteer to serve on Town boards and committees.

Darcy Dale reiterated what Mr. Olson had said and complimented Mr. Bowler for being nimble. She said it was a hot day with people wearing masks and thanked everyone who attended.

Mr. Knudsen said he was humbled to be participating on the BOS and looked forward to serving. He has lived in Town for 25 years and his kids have gone through the school system.

Ms. Kennedy offered congratulations to those winning seats in the election, especially Town Clerk Carin Kale, who will tie Town Hall to the public.

CONSENT AGENDA

There were no meeting minutes to approve and the Consent Agenda had been removed from the amended agenda.

AGENDA

Vote to Appoint BOS New Chair, Vice Chair, and Secretary

Chair—Decision

Ms. Dale nominated Mr. Farrell for Chair. Mr. Olson seconded the motion. A roll call vote was taken with "ayes" from Mr. Farrell, Mr. Knudsen, Mr. Olson, Ms. Dale, and Ms. Kennedy, (5-0) unanimous.

* Ms. Kennedy said the roll call for the vote will also serve as the attendance roll call.

BOS Vice Chair—Decision:

Ms. Dale nominated Ms. Kennedy as Vice Chair. She said she was enjoying the role and policy side, and accepted the nomination, seconding the motion.

Further Discussion:

Mr. Olson said while Ms. Kennedy did a good job, it was his third year on the BOS and he had not held a position and would like to go for the position as Vice Chair.

Vice Chair Decision (Continued):

A roll call vote was taken with “ayes” from Ms. Kennedy and Ms. Dale, and “nays” from Mr. Olson, Mr. Farrell, and Mr. Knudson, (2-3). The motion did not carry.

Decision 2:

Mr. Knudsen nominated Mr. Olson as Vice Chair. Ms. Dale seconded the motion. A roll call vote was taken with “ayes” from Ms. Kennedy, Mr. Olson, Ms. Dale, Mr. Knudsen, and Mr. Farrell, (5-0) unanimous.

BOS Secretary—Decision

Mr. Farrell noted that traditionally the role of Secretary (Clerk) went to the rookie. He nominated Mr. Knudsen. Mr. Olson seconded the motion. Mr. Knudsen accepted the nomination.

Further Discussion:

It was discussed that Ms. Dale had done a good job and would overlap in the beginning with Mr. Knudsen to give him advice. Ms. Kennedy said Ms. Dale had done an outstanding job and is diligent and said she would like to see her continue in the role of secretary.

Secretary Decision (Continued):

A roll call vote was taken with a “nay” from Ms. Kennedy and “ayes” from Mr. Olson, Mr. Farrell, Mr. Knudsen, and Ms. Dale. Ms. Kennedy then changed her vote to “aye,” (5-0) unanimous.

Mr. Farrell said at a future meeting they will discuss the way meeting minutes are done and trying to save the cost.

Approve Myopia Hunt Club Outdoor Seating Request

Mr. Farrell noted the BOS had received this request via email prior to the meeting.

Decision:

Mr. Olson made a motion to approve Myopia Hunt Club’s outdoor seating request. Ms. Kennedy seconded the motion. A roll call vote was taken with “ayes” from Ms. Kennedy, Mr. Olson, Mr. Knudsen, Ms. Dale, and Mr. Farrell, (5-0) unanimous.

Approve Proposed BOS Meeting Dates—July thru December

The list of BOS meeting dates was in the BOS packet. Ms. Kennedy said Town Hall is typically closed on Columbus Day so they might have to move that meeting. Mr. Farrell said he thought the BOS could vote to approve holding it on Columbus Day if desired. Mr. Olson said he preferred they not hold a meeting on Yom Kippur, Sept. 28. The BOS agreed to move that meeting to Tuesday, Sept. 29.

Mr. Olson suggested a return to a 7 p.m. meeting time. Ms. Kennedy wanted to make it 6:30 p.m. Mr. Olson said 6:30 was OK, but was curious what the others thought about continuing

Zoom meetings vs. meeting in person and asked when they should make that decision. Mr. Farrell said for now, the Governor's order is for groups of only 10 people or less. Ms. Dale suggested keeping Zoom meetings for now, with start time of 6:30 p.m., until they know what is going to happen in light of COVID-19.

Decision:

Mr. Olson made a motion that the BOS approve the meeting schedule from July through December with the caveat that the Sept. 28 meeting be moved to Sept. 29 and that they meet on Columbus Day, Oct. 12. Ms. Dale seconded the motion. A roll call vote was taken with "ayes" from Ms. Kennedy, Mr. Olson, Ms. Dale, Mr. Knudsen, and Mr. Farrell, (5-0) unanimous.

Water Abatement—Vote

Ms. Kennedy said the abatement was for 77 Gardner St.; last name: Wilton. Mr. Farrell explained there was a crack in the boiler in the basement. The owner of the home was deceased and the daughter had discovered the leak. Department of Public Works (DPW) Director Tin Olson had recommended the abatement.

Decision:

Ms. Kennedy made a motion to approve the water abatement application for Wilton, 77 Gardner St., in the amount of \$122.64. A roll call vote was taken with "ayes" from Ms. Kennedy, Mr. Olson, Ms. Dale, Mr. Knudsen, and Mr. Farrell, (5-0) unanimous.

Review Committee Appointments—Vote to Extend Terms to September

Mr. Olson made a motion the BOS extend all current committee appointments until September 2020. Ms. Kennedy seconded the motion. A roll call vote was taken with "ayes" from Ms. Kennedy, Mr. Olson, Ms. Dale, Mr. Knudsen, and Mr. Farrell, (5-0) unanimous.

Mr. Farrell asked the Selectmen to reach out to the boards to whom they are liaisons and let them know the appointments will be extended, and if anyone wants to step down prior to September to let them know ASAP.

OTHER BUSINESS

Consideration of Topics for Discussion at Future BOS Meetings

- Invite new Superintendent of Schools to meet.
- BOS sign-up for liaison roles.
- Hamilton Town Meeting wrap-up.

Adjournment

Ms. Dale made a motion to adjourn the meeting at 6:37 p.m. Mr. Knudsen seconded the motion. A roll call vote was taken with “ayes” from Ms. Kennedy, Mr. Olson, Ms. Dale, Mr. Knudsen, and Mr. Farrell.

The BOS thanked Michellelee Carroll for her help and wished her well in her new position as new regional HR director.

HAMILTON BOARD OF SELECTMEN

&

HAMILTON FINANCE AND ADVISORY COMMITTEE

MINUTES OF JOINT MEETING

Teleconference

May 18, 2020

Selectmen Present: Chair Jeffrey Hubbard, Shawn Farrell, William Olson, Darcy Dale, and Rosemary Kennedy

Finance and Advisory Committee Members Present: Chair David Wanger, John Pruellage, Valerie McCormack, Christina Schenk Hargrove, and Nicholas Tensen

Town Manager: Joe Domelowicz

Other Town Staff Present: Finance Director Marisa Batista, Director of Planning & Inspections Patrick Reffett

** All of the above participated remotely. This meeting was conducted via Zoom teleconference with all board members remaining at home.*

Call to Order/ Pledge of Allegiance

At 6:03 p.m., Board of Selectmen (BOS) Chair Jeff Hubbard took a roll with all BOS members present. Finance and Advisory Committee (FinCom) Chair David Wanger took a roll call with four of five members present. John Pruellage had not yet arrived. The Pledge of Allegiance was recited.

Public Comment

None.

Consent Agenda

- Approve Minutes of Joint Emergency Meeting on April 6, 2020—BOS, Board of Health (BOH), and FinCom.

BOS Decision:

Ms. Dale made a motion to approve the Consent Agenda. Ms. Kennedy seconded. A roll call vote was taken with “ayes” from Ms. Dale, Mr. Olson, Mr. Farrell, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

The FinCom discussed and agreed they were prepared to vote on the joint minutes.

FinCom Decision:

Ms. Schenk Hargrove made a motion that the FinCom adopt the April 6, 2020 joint minutes. Mr. Tensen seconded. A roll call vote was taken with “ayes” from Ms. McCormack, Ms. Schenk Hargrove, Mr. Tensen, and Mr. Wanger, (4-0) unanimous among those present.

AGENDA

Update from BOH Chair David Smith

BOH Chair David Smith gave an update on COVID-19 numbers. He said they had succeeded in flattening the curve. On all counts, the trend is down. Recently residents have complained of violations, such as gathering of groups larger than 10 and failure to wear masks. Mr. Smith said the media had done a poor job communicating the Governor’s order, which is that you are not required to wear a face mask unless you can’t maintain a six-foot distance from others. Last week, the Hamilton BOS and Wenham BOS met to discuss reopening recreational facilities and the library. They had a one-hour conference call this morning with the State regarding guidance on enforcing new COVID-19 orders, some issued today and some to be issued in a week. “Stay safer at home” continues to be the theme. There’s no change in guidance on face masks. Hamilton’s local order is to wear masks when you walk into a businesses. Mr. Smith discussed what is considered unconfined outdoor space. A person’s backyard and a parking lot aren’t considered unconfined. He also talked about fines. For a first violation, there’s a verbal consultation.

Shawn Farrell asked if the BOH would be helping the businesses understand the guidelines. Mr. Smith said the Department of Public Health has guidance documents on its website for various types of businesses, such as churches and hair salons. William Olson said the State had done a thorough job with its instructions and they (the BOH/Town/BOS) would just needed to provide those links and encourage residents to reach out to the BOH if they have questions. Rosemary Kennedy said she was confident Hamilton residents are cautious and will reach if needed. Mr. Farrell asked that consumers remain patient and kind. Mr. Olson pointed out there are separate guidelines for high-risk populations.

Letter of Support for Traggorth Companies’ Willow Street Project

Town Manager Joe Domelowicz shared the letter onscreen. Mr. Olson said he had done some research and thought Traggorth Companies did nice work.

Ms. Kennedy said she supported the proposed letter, but was uncomfortable with some of the superlatives since the BOS doesn’t have firsthand knowledge of the track record of this

company. She suggested four edits: 1) “support” rather than “strong support”; 2) “lot” not “underutilized lot”; 3) “part” rather than “vital part”; and “proposed high quality” rather than “high quality.” Mr. Farrell countered he did want to say “vital” and was fine with “strong support.” Mr. Olson said the developer was seeking funding and this was the right direction for the Town.

Hamilton Development Corporation (HDC) President Rick Mitchell agreed with Ms. Kennedy that it was a political document, but he said the wording was intentional, although he didn’t think minor word changes would undermine the letter. Ms. Dale agreed with Ms. Kennedy on using neutral language as they don’t have a basis for more subjective language.

Hamilton Affordable Housing Trust (HAHT) Chair Russ Tanzer suggested saying “full support.” He noted the project is fully permitted and the developer was going to build what was permitted. However, Ms. Kennedy said they can’t vouch for the quality of the materials.

Ms. Dale asked if the developer had been working with the neighbors. Mr. Mitchell said yes and cited examples. Direct abutter Anthony Passaretti is an Associate Member of the HDC. He said he had also turned over more than 300 abutter names to the developer. The closing is expected by the end of Dec. with groundbreaking in spring 2021 and completion in fall 2022.

Mr. Mitchell suggested “proposed quality” rather than “high quality” and changing “vital” to “important.” The BOS were supportive of those changes.

Decision:

Mr. Farrell made a motion to approve the letter of support to Traggorth Companies with the edits as discussed and agreed upon. Ms. Dale seconded the motion. A roll call vote was taken with “ayes” from Mr. Farrell, Ms. Dale, Mr. Olson, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Letter of Support for the HWRSD [Hamilton Wenham Regional School District] 1/12 Budget Request.

Mr. Domelowicz shared the document and explained it will only happen if Town Meeting doesn’t occur by July 1. There was a discussion on the meaning of the 1/12 budget. Mr. Domelowicz explained it is 1/12 of the previous year’s adopted budget. The total difference between the 1/12 budget and the budget being proposed is about \$62K. Mr. Hubbard confirmed the letter was a backup plan in the event Wenham doesn’t pass its budget or hold its Town Meeting. Mr. Farrell said he heard Wenham was considering not holding its Town Meeting and looking to a fall Town Meeting. Mr. Domelowicz said the Wenham BOS was still determining that.

Nick Tensen said the Schools had proposed a drop in budget of \$1.3M. Mr. Domelowicz said they hadn’t voted yet to make those reductions. They are making proposals to make reductions to match revenue loss. Mr. Tensen asked if they do make those changes, would

the Schools' spend for FY'21 be the same as FY'20 or less? Mr. Domelowicz said it still represents an increase over FY'20, but not as much as was previously proposed.

Mr. Wanger said Finance Director Marisa Batista had distributed a worksheet for the FY'21 estimated tax rate that showed for the Schools' expenses, the exact same assessments they were previously proposing. The towns are going down in their budgets while the Schools are going up by 8.25%. Ms. Kennedy said she had a hard time with that.

Mr. Farrell said he was in support of providing the opportunity to work with a 1/12 budget. Mr. Olson and Ms. Kennedy concurred. Mr. Wanger said FinCom hadn't been given any prior notice of it and could have debated it if so. Mr. Domelowicz apologized for that. Ms. Dale asked if there were a deadline for the letter. Ms. Batista said she didn't know a deadline, but should be send ASAP. Ms. Dale suggested they stick to the regular order of business and that FinCom meet on it so they can discuss it next Monday. Mr. Farrell wanted to discuss it now. Mr. Wanger said they could do that if the other members of FinCom agreed. Mr. Pruellage, who was now online, said yes. Mr. Wanger said he thought the concept seemed appropriate. Mr. Tensen, Mr. Pruellage, Ms. Schenk Hargrove, and Ms. McCormack all agreed and thought the BOS should sign it.

Decision:

Ms. Dale made a motion that the BOS accept and sign the letter [pertaining to the 1/12 budget]. Ms. Kennedy seconded the motion. A roll call vote was taken with "ayes" from Ms. Dale, Mr. Olson, Mr. Farrell, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Update from THBC [Town Hall Building Committee]

Town Hall Building Committee Chair Mike Twomey said the THBC was continuing to work on the project, which came in below budget by \$438K. Now they need a green light from the BOS to provide a contract and release the funds (\$412,767) to the architect. They are on schedule to have documents and bids back by Oct. 1. Mr. Farrell said he wanted to give them the green light and keep the momentum. Mr. Olson noted this will get them to October, but asked what would be the ask after that. Mr. Twomey said at Town Meeting in the fall, they would have everything needed pertaining to the construction costs.

Mr. Domelowicz said this was just continuing Town Meeting's will as it had approved the spend for getting to bid documents. Mr. Wanger said FinCom was fully supportive. Ms. Dale, Mr. Olson, and Ms. Kennedy expressed support. Mr. Farrell asked Community Preservation Committee (CPC) Chair Jay Butler if the CPC-allocated funds had sunsets. He replied no.

Ms. Batista said if they were referring to the last Town Meeting vote on \$467K, those funds aren't available yet because the Town hadn't borrowed them. They had been waiting on a timeline of when the funds would be needed. Mr. Farrell asked about the bonding schedule. She said she will check with the bond lawyer. She said interest rates are low and suggested short-term borrowing followed by long-term. There was a discussion about special procedures pertaining to construction due to COVID-19, but Mr. Twomey thought it

manageable. No vote was taken, but Mr. Twomey said he had the direction he needed. He will forward a rendering of the Town Hall addition to the BOS soon via the Dropbox.

Finalize FY'21 Budget Proposal

Mr. Domelowicz shared the two-page budget summary completed by Ms. Batista today. He referred to the end of the second page, highlighting that for FY'20 there was \$13, 860,858 in the budget. For FY'21, he said they were originally proposing 14,090,249, but had brought that down to \$13,444,319. However, he said that was not without pain. Most of the decrease is in capital, not personnel, although they are doing some staff reorganization and seasonal DPW workers won't be hired. Cuts across the budget are being made and it will have an impact on people. He added that the School Committee will be considering budget reductions on Wed. night, due to a decrease in aid, but are not making revisions to their expenses. Ms. Batista noted there are no capital expenses in the FY'21 budget.

Mr. Hubbard suggested a public service announcement to let the public know the seasonal services won't be getting done, and, for example, to remind people to carry trash in and out of the park. Mr. Farrell said volunteers may come forward to do weeding and other things.

Mr. Wanger said pertaining to the discussion of whether the Schools' budget articles should be split into two articles, he can share a summary of what the FinCom had recommended regarding the structure. The FinCom vote was (4-1) with himself as the dissenter. The four other members thought the loss of State aid was enough of an intrusion and they should not exacerbate it; also it would be confusing to Town Meeting members and could engender debate rather than streamline the process. Also there could be a motion to consolidate it on the floor. Ms. Schenk Hargrove said the public could check out the minutes of the FinCom meeting to learn more information.

Mr. Wanger said his reason for recommending the split was that the FinCom and BOS had been in step to get the School Committee to be responsive to restraint year to year and there was a reach-out to them for collaboration. But that definition of collaboration means they will be reducing their budget by \$1.3M (due to reduction in State aid), but they were maintaining their full budget requests and not reducing their assessments to the Town, which he said was a posture without consideration of the burden on the taxpayers who are perhaps not in the best of financial positions given the current situation [pandemic, unemployment, etc.].

Mr. Olson reminded everyone a new Superintendent was just hired. He said a huge amount of the Schools' spending is on out-of-district expenses. If they lower the budget, they are hurting the students, he said. There was a long discussion on whether to split the two budget articles split. Mr. Farrell was leaning toward the split. Ms. Dale said she favored the split, knowing there might be opportunities for money to come from State and Fed down the line. She said they don't know what school will even look like and want to eliminate a possibility of a failed budget. Mr. Hubbard asked what the tax difference would be with an increase of 8%. Mr. Wanger replied about 40 cents on the tax rate. Mr. Domelowicz said they were projecting keeping property valuations as they are.

Mr. Mitchell said that he thinks splitting the articles is a wonderful education moment even if the voters override it. It is an unsustainable budget, and they will be back next year and the following. Mr. Farrell agreed. He noted Hamilton schools are ranked 30th in the State but the monies are unsustainable. The older demographics of the town can't sustain the increase in the tax rate. He thinks it's time to educate the public.

Mr. Tensen said one objective of combining the articles was to have some simplicity in the Town Meeting so as not to keep people at the meeting too long. Mr. Wanger noted the Schools were seeking an 8.25% increase while the Town was seeking less. There was a lot more discussion following this. Mr. Wanger clarified whether a yes vote this evening meant they were giving the article a favorable recommendation. Mr. Domelowicz said no, it just meant they were recommending how much money would be on the articles and if they would be split. Ms. Kennedy questioned why they were debating it now when the Schools were holding their meeting this coming Wednesday and their budget isn't finalized. Mr. Domelowicz said the assessment to the Town was still being represented the same way.

Anna Siedzik, 227 Highland St., she thought there was a conflation of issues, but for purposes of the moment, encouraged cooperation and then to look later at how the boards were working together as a community. Ms. Dale said while there was tension in the process, the boards do manage to work together, respect, and like each other. Mr. Olson said moving forward they do need better dialogue to build on what they're doing.

Decision #1:

Mr. Farrell made a motion to approve the proposed budget put forth by Mr. Domelowicz and Ms. Batista today. He said while the BOS had reservations about the number for the Schools, they approved the proposed budget amount. Mr. Olson seconded the motion.

Further Discussion:

Mr. Wanger asked if FinCom wanted to vote on the issue also so it can be presented to the voters.

Decision #2:

Mr. Tensen made a motion that for the purposes of Town Meeting, FinCom vote to adopt a budget, but he qualified that it does not constitute a determination to recommend the budget. Ms. McCormack seconded the motion. A roll call vote was taken with "ayes" from Ms. McCormack, Ms. Schenk Hargrove, John Pruellage, Mr. Tensen, and Mr. Wanger, (5-0) unanimous.

Ms. Dale has a relative in the Fire Department and said she would need to recuse herself from the vote due to perceived conflict of interest. She will bring paperwork to the Town Clerk and receive clarification, but for now, would abstain from voting.

Decision #1 (Continued):

A roll call vote to accept the proposed budget proposal was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Kennedy, and Mr. Hubbard, (4-0-1) with Ms. Dale abstaining.

Finalize ATM [Annual Town Meeting] Warrant with Recommendations

In response to a question from Mr. Farrell, Mr. Domelowicz said he planned to print out all the appendices and send them out with the warrant prior to Town Meeting rather than hand them out at the event.

Mr. Domelowicz and the BOS went through the warrant articles and took votes.

Article 1-1 Decision: A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 1-2 Decision: A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 1-3 (Consent Motion) Decision: A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-1 Discussion: The final classification/compensation table isn’t ready for this evening. There are still line items to be included based on union contracts that support the budget document. It will be ready next week. It was discussed if the BOS should wait to approve it later, but Mr. Domelowicz said this article just informs how that calculation was made. **Decision:** A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-2 Decision: Mr. Olson made a motion to combine Articles 2-2 and 2-3. Mr. Farrell seconded the motion.

Further Discussion:

Ms. Batista said that the budget would be expected to change due to a change concerning Essex Aggie. Mr. Farrell said he was swayed to go with one budget article because of the current climate and the harsh realities the School Superintendent has to deal with.

Decision (Continued):

A roll call vote was taken with “ayes” from Mr. Olson and Mr. Farrell and “nays” from Ms. Kennedy and Mr. Hubbard. Ms. Dale abstained for reasons cited previously. The motion did not pass.

Decision #2:

Ms. Kennedy made a motion that the BOS vote favorably on Article 2-2. Mr. Farrell seconded the motion.

Further Discussion:

The BOS deliberated whether they wanted to keep the article budget amount at a 5% increase over last year. Mr. Olson noted the amount the Schools were asking for was the same as it had been; the request hadn’t changed. Mr. Domelowicz noted they were only

voting on the bottom line budget for the Schools and not on cuts. Ms. Batista said if the other article (Article 2-3) didn't pass, the Schools would be asked to reduce the budget by \$1.8M (\$1.3M plus \$600K for the second article).

Decision #2 (Continued):

Ms. Kennedy made a motion that the BOS recommend favorable action on Article 2-2. Mr. Farrell seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Kennedy, and Mr. Hubbard, (4-0-1). Ms. Dale abstained.

Article 2-3 Decision: Mr. Olson made a motion that the BOS recommend favorable action. Mr. Farrell seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-4 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Ms. Dale seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-5 Decision: Mr. Olson made a motion that the BOS recommend favorable action. Ms. Dale seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-6 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Mr. Olson seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-7 Decision: Ms. Dale made a motion that the BOS recommend favorable action. Mr. Farrell seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 2-8 Decision: Ms. Kennedy made a motion that the BOS recommend favorable action. Mr. Olson seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0).

Article 2-9 Decision: Ms. Dale made a motion that the BOS recommend favorable action. Mr. Farrell seconded it. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0).

Article 2-10 Decision: Mr. Olson made a motion that the BOS recommend favorable action. Ms. Dale seconded the motion. A roll call vote was taken with "ayes" from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0).

Article 2-11 Discussion: Ms. Batista read the new request and said Patton Homestead Director had reduced her hours, from 37.5 to 25 and some of that will come back to the General Fund. Ms. Kennedy made a comment she believes strongly the money should be allocated not as an operating expense but as a "winding down" expense. **Decision:** Ms. Dale made a motion that the BOS recommend favorable action. Mr. Farrell seconded the motion.

A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, and Ms. Dale and “nays” from Ms. Kennedy and Mr. Hubbard, (3-2).

Article 2-12 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Ms. Kennedy seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0).

Article 2-13 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Ms. Kennedy seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0).

Article 2-14 Discussion: Mr. Domelowicz had the suggestion to call it the Union Education Incentive to more clearly identify what it is. It is a recurring article. Ms. Batista commented that another item included is that the Town Manager has the authority to hire up to a Step 3. **Decision:** Ms. Kennedy made a motion that the BOS recommend favorable action using Mr. Domelowicz’s language of “Education Incentives and Personnel Expenses.” Mr. Farrell seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0).

Article 3-1 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Ms. Kennedy seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 3-2 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Ms. Dale seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous. It was recommended to put this on the Consent Agenda.

Article 3-3 Decision: Mr. Farrell made a motion that the BOS recommend favorable action. Ms. Dale seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 3-4 Decision: Ms. Dale made a motion to recommend favorable action. Ms. Kennedy seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Article 3-5 (Citizen’s Petition) Discussion: The BOS had agreed to maintain the every-week solid waste pickup until the date of Special Town Meeting in the fall. In return, the proponent would have the option to ask the BOS to do a BOS-sponsored warrant article, so the proponent wouldn’t have to go out and collect signatures again. At that time, Mr. Domelowicz noted, the BOS could put on the warrant article and recommend unfavorable action on it. Ms. Kennedy noted it was an advisory petition, not a binding petition. She asked why they would agree to do something that 4 out of the 5 of them weren’t in favor of. Mr. Olson said that they were making a compromise or otherwise, the Article needed to go on the warrant. Ms. Kennedy didn’t like doing it. Ms. Dale asked what the extra costs of the trash pickup had been. Mr. Domelowicz said in January and February, the Town had seen a

reduction in tonnage levels of solid waste, but in April saw a large increase. However, the Town is contesting it. It was noted that FinCom had recommended unfavorable action on the article. Mr. Farrell asked if they should table the action until they hear back from the petitioner. Mr. Olson noted it could withdraw it on the floor. **Decision:** Mr. Olson made a motion that if Article 3-5 remains on the warrant, that the BOS recommend unfavorable action. Mr. Farrell seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, and Ms. Kennedy and “nay” from Mr. Hubbard, (4-1). Mr. Farrell asked Mr. Wanger to carry the message back to the petitioner. He said he felt somewhat awkward about it, but agreed to do it.

Update from Steering Committee

Not discussed due to the late time (the meeting had been going on for four hours) and wanting to take the next agenda item.

Vote on Housing Production Plan

Director of Planning & Inspections Patrick Reffett outlined some of what was in the Housing Production Plan (HPP), describing the state of housing and housing options in Hamilton. The HPP helps the Town push for local preference when it comes to affordable housing, he said, and helps the State understand there is a large population of seniors in Hamilton needing housing. The HPP had been presented publicly in October.

Ms. Dale asked if the FinCom had a chance to look at the document. Mr. Wanger said they had not. Ms. Dale recommended that the FinCom do an analysis. She said she felt the whole environment they were in was new and they are going to have to rethink some of their models; she thinks high-density housing may no longer be in demand and there could be changes to square-foot minimums. Also, she’s aware there may be commercial properties in Town needing to be repurposed and thinks they should look at new ways of thinking before signing.

Mr. Olson asked what Mr. Reffett was needing from the BOS. Mr. Reffett said he was looking for the BOS to take a vote, which he would then send to the Department of Housing and Community Development (DHCD). Mr. Olson wasn’t sure about having FinCom look at the document because he felt enough time had already been spent on looking at the plan. He said they would be voting on the process that had already been done, the many meetings, drafts, etc. Mr. Farrell said the document had been out in finished form for six months or more and said it was in poor form to stall. Mr. Farrell said in today’s climate, they need affordable housing more than ever.

Ms. Kennedy said the Town currently doesn’t have a HPP, but that hasn’t stopped the Town from planning to build 18 plus units (at Mac’s Shoe/Willow Street) plus other units. She said she isn’t sure the HPP would give the Town what it needs, which is senior housing. She said the HPP was not mandatory, and that the DHCD stressed family housing units rather than senior units. Mr. Olson disagreed with Ms. Kennedy in the sense that he thought having a Plan was mandatory for gaining certain considerations from the State.

Decision:

Mr. Olson made a motion to vote favorably for the Housing Production Plan. Mr. Farrell seconded the motion.

Ms. Dale made an amendment to the motion that the BOS vote after the FinCom had a chance to review the document. Ms. Kennedy seconded Ms. Dale's amended motion.

Further Discussion:

Mr. Farrell said he thought the DCHD would not listen to the Town in its effort to have senior housing if it didn't show good faith on working for affordable family housing. Ms. Kennedy disagreed, saying they could accomplish their goal of providing senior housing without having the HPP. Mr. Olson said the HPP was just a "book of possibilities." Mr. Farrell said pertaining a previous plan (calling for 14 affordable housing units to be built per year), the Town hasn't been able to meet it.

Mr. Wanger asked if the HPP could be approved this evening and then amended later on after the FinCom had reviewed it. Mr. Reffett said yes.

Anna Siedzik, 227 Highland St., spoke about the Plan as factual and said it represented citizens' viewpoints. She said whether they liked 40B or not, it was required. There was disagreement with Ms. Kennedy who said the HPP and 40B weren't binding. Ms. Siedzik said they'd had the HPP in hand since last fall and if the BOS had respect for the Planning Board and professionals, they needed to take the vote. Ms. Dale said she didn't see a need for prioritizing this kind of development in Hamilton. Ms. Siedzik said the HPP established useful benchmarks and took issue with the statement that there wasn't a need for density housing.

Mr. Farrell clarified with Mr. Reffett that the Town could revise the HPP later as it went along, knowing there would be things in the Plan that the Town would be unable to meet. Mr. Reffett said yes, absolutely. Mr. Farrell said the Town was on the right track with the types of projects it was doing lately. He said his fear is that if they don't have the HPP, they might be in danger of large unfriendly 40B projects.

Decision (Continued):

Ms. Dale withdrew her previous amended motion.

Mr. Olson made the motion that the BOS vote favorably for the Housing Production Plan as presented by Mr. Reffett with the understanding that the FinCom will review the Plan over the next weeks, make a recommendation, and report back to the BOS that it would later then vote on. Mr. Farrell seconded the motion.

Discussion:

Ms. Kennedy brought up other related matters needing consideration, such as the Town's water supply. Mr. Olson said she could make redlines to the Plan if she wanted to. Ms. Dale said she was struggling with the issue. She brought up the previous Longmeadow situation

and how some citizens had even left town over it. She said looking to the future, there were many uncertainties pertaining to housing and she did not think the HPP was right for the Town.

Decision (Continued):

A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, and Mr. Hubbard and “nays” from Ms. Kennedy and Ms. Dale, (3-2).

Consideration of Topics for Discussion at Future BOS Meetings

None discussed.

Adjournment

Ms. Dale made a motion to adjourn for the BOS at approximately 10:20 p.m. Ms. Kennedy seconded the motion. A roll call vote was taken with “ayes” from Mr. Olson, Mr. Farrell, Ms. Dale, Ms. Kennedy, and Mr. Hubbard, (5-0) unanimous.

Mr. Tensen made a motion to adjourn for the FinCom. Ms. Schenk Hargrove seconded the motion. A roll call vote was taken with “ayes” from Ms. McCormack, Ms. Schenk Hargrove, Mr. Pruellage, Mr. Tensen, and Mr. Wanger, (5-0) unanimous.



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MEMORANDUM

TO: Board of Selectmen and Finance Committee
FROM: Marisa Batista, Finance Director/Town Accountant
DATE: July 6, 2020
SUBJECT: Year-End Budget Transfers

Year-End Budget Transfer Overview

I am presenting Year-End Budget Transfer Requests in accordance with Massachusetts General Law Chapter 44 Section 33B and Chapter 77 of the Acts of 2006 ("CH44 S33B"). These types of year-end transfers require both Finance Committee and Board of Selectmen approval and have the following limitations:

- Timeframe: limited from May 1 – July 15 to approve these transfers
- Excludes: School Department

FY20 Requested CH44 S33B Transfers

FY20 #1 – From Retirement fund account budget to fund Cherry Sheet Assessments Expenses - \$6,433; actual State assessment exceeded estimated budget.

FY20 #2 – From Celebrations Operating Expenses to Library Operating Expenses - \$448.94; actual State assessment exceeded estimated budget.

See the attached transfer summary for more information regarding the transfers. Rather than Reserve Fund transfers, the departments, for the most part, determined that they had available funds in their other voted budgets (either Personal Services or Other Expenses) to support their needs.

Town of Hamilton
 Year-End Budget Transfer Request in accordance with M.G.L. CH44 Section 33B
 June 30, 2020

No.	(Funding Source) Transfer From	Account	Amount	(Potential Deficit Budget) Transfer To	Account	Amount	Fin Com Approval	BOS Approval
FY20 #1	Retirement Fund Account	15911-510070	6,433.00	Cherry Sheet Assessment - State Mosquito	15820-560039	698.00		
				Cherry Sheet Assessment - Air Pollution	15820-560040	38.00		
				Cherry Sheet Assessment - Metro Area	15820-560041	119.00		
				Cherry Sheet Assessment - RMV Non-Ren	15820-560046	560.00		
				Cherry Sheet Assessment - MBTA	15820-560061	5,018.00		
			6,433.00					
FY20 #2	Celebrations - Groundskeeping Supplies	15692-540060	448.94	State/Wenham Assessment	15610-560001	448.94		

RE: Hamilton Wenham Verizon cable license renewal

DATE: June 17, 2020

FROM: Bill August, Esq.

This responds to a request for a cable license renewal timeline and preliminary estimated costs. The following includes attorney work product and attorney client communications regarding future negotiations subjects and is not in a form for circulation to other parties.

I have included some detailed discussion of the nature of the work about to be undertaken as an orientation to enable the Towns to better understand the process and hopefully ‘hit the ground running’ if authorized to proceed as well as timeline and estimated hours of work on different components of the renewal process.¹ While the timeline shows services and estimated costs anticipated for both Towns, renewal negotiations can take some unpredictable twists and turns so the following is a good faith projection but not an immutable template. Also, consistent with Bill August representing Hamilton in coordination with Attorney Bill Solomon representing Wenham, each attorney will separately bill each Town and there can be some variations in billings as between the two towns, but subject to both attorneys exercising best efforts to track the below mutually agreed upon coordination framework.

1. July 1 – July 15th – Comparison of Current HW Verizon & Comcast licenses as part of ‘Level Playing Field’ Analysis: Outline of existing license key terms

The Hamilton Wenham (“HW”) cable licenses are subject to ‘level playing field’ clauses and considerations making it advisable to lower (not eliminate) the risk of the upcoming Verizon renewal licenses not being substantially equivalent to the Comcast 2015 licenses. By pursuing reasonable equivalency (notwithstanding some material differences) we lessen the likelihood of Comcast exercising ‘level playing field’ rights to reduce its obligations to lower Verizon levels when equivalency is not maintained. This requires review and outlining of existing HW Comcast licenses for key financial impact terms to use as baseline for what we negotiate with Verizon (3 hours) and outlining of both Verizon licenses (2 hours) and preparation of a Level Playing Field analysis (multiple factors are usually

¹ The Cable Act provides for two approaches to renewal:

- 1) Use of the ‘informal renewal process’ which includes ascertainment of needs, public hearing, informal negotiations and drafting and executing cable licenses; OR
- 2) Use of the formal renewal process, which includes the above procedures (ascertainment of needs, public hearing, negotiations and license drafting) but adds in municipal issuance of a “Request for Proposal” to be issued not less than five months before the May 22, 2021. The company then provides a formal written response to Town RFPs and this becomes basis for continued negotiations.

As **most towns conclude renewal through use of the ‘informal renewal process’** without recourse to the more costly ‘formal renewal process’ with RFP issuance, the timeline, discussion and cost estimates assumes use of the informal process; however, discussion of the use of the formal process timeline and costs will be discussed separately during our conference call.

analyzed, including per subscriber capital payments; identifying specialized Comcast commitments to count in Comcast baseline) and generating a brief but useful level playing field analysis requires approximately 2 hours of license comparison work and drafting memo.

(Estimated subtotal for this item: 7 hours)

2. July 1 – September 15, 2020 - Due Diligence regarding collateral Town cable documents

When starting a renewal it is necessary for counsel to be provided any cable documents relating to cable finances, services and operations, including but not limited to: any formal contract(s) between Town and HWCAM regarding studio, I-Net or other operations; any MOUs, settlement agreements or other documents entered into between Towns and cable companies; and municipal authorizations to companies other than Comcast and Verizon for use of the public ways to provide video services, if any; and contracts the Town or HWCAM having for maintaining Town fiber video, data and audio transmissions used by municipal and school buildings or sites; Town warrant articles authorizing any expenditures of existing cable license funds. Many of the foregoing require some preliminary counsel to towns to determine Town needs and options.

(Subtotal estimated for this item: 5 hours)

3. July 1, 2020 – December 2020 Ascertainment of Cable Needs (Ascertainment Process) – Ascertainment likely to continue beyond December 2020 if Town stays with ‘Informal Renewal Process’ and does not switch into ‘Formal Renewal Process’

The governing law, the Federal Cable Act, provides for municipalities, through their license Issuing Authorities (known as Franchising Authorities under the Cable Act) conducting ‘ascertainment’ of needs to establish a basis for renewal negotiations. Many of the cable company negotiators insist on having some credible ‘Ascertainment Reports’ or ‘Ascertainment Findings’ to show town needs for renewal negotiations. And it can make it easier for cable negotiators to meet our requests if we give them ascertainment documents to show their corporate supervisors that our Towns are serious and informed about identifying and proving needs. To build an ascertainment record we will work with the Towns and stakeholders on the following 3 major renewal tasks, listed below, plus other renewal tasks discussed later in this memo:

- 1. Preparation of Budgets - Public, Educational and Government (PEG) Access** proposed renewal term capital (equipment and facility) and operating budgets, itemized and with credible detail, to justify financial requests for capital and operating support during renewal negotiations. Since most of the PEG Access expenditure is on the local cable studio, Hamilton Wenham Community Access Media, Inc., we foresee the capital and operating budgets being a consolidated two-town community TV studio budget, unless otherwise directed by the Towns.

- 2. Holding of Public Ascertainment Hearing (See suggested dates and details below)**
- 3. Preparation of ‘Ascertainment Report’ or ‘Ascertainment Findings’** on capital and operating budgets for PEG Access and Town needs and other needs identified by Towns, PEG Access designees, stakeholders and the general public. The most effective Ascertainment Reports are adopted and issued by the Selectmen as licensing authorities, as that adds strength to the negotiation positions. A good ascertainment report reflects awareness of Cable Act ascertainment and renewal criteria which counsel will include in Town ascertainment documents. (Drafting Ascertainment Report, including numerous meetings with HWCAM executive director and others to generate necessary information requires approximately fifteen hours. Unless otherwise directed by the Towns, the Ascertainment Report could be a 2-Town signed and issued by both Towns as their ‘Joint Ascertainment Report’) Working with Town Administrator/Manager and Selectmen, including drafting memos as needed for Selectmen adoption of Ascertainment Report).

The following sets forth timelines and cost estimates, and further details, for the budgets, narrative report, public hearing and Ascertainment Report tasks outlined above:

Ascertainment Timeline Detail:

Ascertainment Phase 1 – development of budgets and related documentation/narrative report - July 1 – August 31, 2020

July 2020, Working with Towns and with technical assistance of HWCAM, prepare renewal term capital budgets: (by end of July 2020)

Committee/Town should develop a capital/equipment budget(s) showing PEG and/or INet-related (if seek INet funds), showing credible line items and thereby providing cost-justifications for capital budget to be negotiated during renewal. (I would prefer to shorten this time frame if doable by Town working with HWCAM.)

(Estimated subtotal: 4 hours)

August 2020, Working with Towns and with technical assistance of HWCAM, prepare renewal term operating budgets: (by end of August 2020)

Committee/Town should develop operating budgets showing ongoing PEG expenses. I can provide sample budgets used by other towns, not to copy, but as examples for you developing your own budgets. (I would prefer to shorten this time frame if doable by Town working with HWCAM.)

(Estimated subtotal: 4 hours)

August 2020, Working with Towns and with technical assistance of HWCA, Prepare narrative report on capital and operating budgets (by end of August 2020)

(Estimated subtotal: 8 hours)

July 1 – September 21, 2020 Ascertainment Phase 2 – Prepare for and attend Public Ascertainment Hearings or Joint 2-Town Hearing

The Cable Act and Mass regulations require the holding of a public ascertainment hearing. Holding a hearing with good testimony sends a good negotiations signal to Verizon. The ascertainment findings of need are strengthened by holding a hearing where the public has an opportunity to provide feedback on cable needs.

Counsel provide necessary legal notices, opening statement for hearing and identifies testimony and information needs to be incorporated into the hearing record and counsel attend hearing and represent town at hearing.

The more testimony the better, if testimony is credible and reasonable and to the point. Cover the main subjects (PEG, cable technology, service area, consumer issues, senior discount, etc.). Emphasis should be on needs, needs and needs (and growing demand for more local PEG Access facilities and services, e.g., more meeting coverage, more educational access serving schools, etc.)

Additional ascertainment hearings and meetings can be scheduled as needed.

(Subtotal for the above estimated at seven hours)

Ascertainment Phase 3 – Ascertainment report and findings (by October 15, 2020)

As noted above, the ‘ascertainment findings’ will be prepared for adoption by the Board of Selectmen draft the findings, attaching the budgets.

I am a firm believer that we have much more leverage in negotiations if we base our negotiations on ascertainment findings adopted by the Board of Selectmen, and as recommended and approved by the Committee. Includes counsel to Towns on Report and renewal issues addressed in report.

(Estimated subtotal for this item: 20 hours)

Additional Ascertainment Tasks- July 1, 2020 – December 2020

I-Net/Video Return Line Review (to be discussed during conference call)

(Estimated subtotal: 1 hour)

Counsel and research on new FCC rules allowing offset of certain license benefits against the 5% franchise fee (Estimated 2 hours)

Counsel on Important Renewal Issues: Verizon insistence on short-term renewal license and early termination options; Verizon ‘level playing field clauses’ and implications for Town licensing (Estimated 1 1/2 hours)

Counsel on Formal Renewal Process and Pros and Cons (as we approach cut-off for doing RFP) (Estimated 1 hour)

Counsel on new Department of Revenue and Inspector General guidance respectively on PEG Access funding and grant agreements (Estimated 1 hour)

Compliance review. Part of due diligence is review of license for possible noncompliance; notice and opportunity to cure; negotiations of compliance in event of non-compliance; other compliance procedures can be discussed if applicable. This should be done early in the process.

(Estimated subtotal: 2 hours assuming no material noncompliance found and assuming no enforcement actions taken)

Technology and Service Area assessment: signal quality problems? Service area? Video origination links?

Identify any known technical problems.

(Estimated subtotal: 3 hours)

Further comment on Ascertainment timetable: If the Town switches from informal to formal renewal process, ascertainment closes upon issuance of formal process “RFP” which must occur no later than 5 months prior to license expiration, being December 21, 2020. We anticipate use of informal process without RFP in which case ascertainment can proceed beyond December 2020, subject to Towns confirming use of informal renewal in lieu of formal renewal process (to be discussed during conference call)

Key point is that from now until such future date we are **ascertaining needs, ascertaining needs, ascertaining needs AND documenting ascertainment, keeping ascertainment exhibits and records.**

4. Informal Negotiations and License Drafting and Revisions - October 15, 2020 – May 2021

Schedule negotiations with Verizon. If have strong ascertainment documents, circulate ascertainment documents to Verizon around time of initiation of negotiations.

Timetable: negotiations are strongest after the adoption of Board of Selectmen ascertainment findings which we scheduled (above) to be issued by October 15, 2020. Negotiations often require multiple meetings with Verizon and municipal officials to review Verizon proposals and numerous drafts of license and revisions to Licenses. During negotiations we will be reviewing and proposing revisions to many boilerplate Verizon language designed to favor Verizon. Negotiations and developing negotiation goals in consultation with Towns and HWCAM often is 7 hours/month (45 hours estimate) and review, revisions, proof-reading multiple drafts approximately 7 hours/month (39 hours estimated)

Additional renewal tasks:

- 5. Review of Verizon “Form 100”** (DTC required renewal application form) and prepare public notice of Town receipt of application form (1.5 hours)
- 6. Final public hearings for approval of negotiated licenses;** legal notices; briefing memos to towns to prepare for final public hearings; attending hearings and related counsel (eight hours estimated)
- 7. If licenses are approved and fully executed, prepare and file Towns’ Statement of Reasons with Mass. Dept. of Telecommunications and Cable.**

(one hour estimated)

Total estimated hours: 116 hours @ \$200/hour (\$23,200.00) (approximately \$11,600.00 per Town). Note, if the above tasks can be performed with fewer hours of work than estimated, if process moves along smoothly, billings will be reduced accordingly. However, given the unpredictable nature of negotiations and the uncertainties surrounding Verizon's implementation of new FCC rules, the \$23,200.00 figure (above) is an estimate, and not an absolute ceiling. Consistent with Bill August representing Hamilton but in coordination with Attorney Bill Solomon representing Wenham, each attorney will separately bill each Town and there can be some variations in billings as between the two towns, but subject to both attorneys exercising best efforts to track the mutually agreed upon coordination framework.

Consistent with this coordinated license renewal framework each town reserves the right to pursue independent decisions in consultation with its counsel on any matter consistent with each Town reserving and having independent licensing authority.

Action plan: Since we have less than a year until license expiration, and decision about use of formal process must be finalized almost six months before expiration, we should jump right into the ascertainment tasks and scheduling of an ascertainment hearing, and then schedule back to back informal negotiations so we rapidly figure out if Verizon is likely to reasonably meet Town needs without recourse to the formal process RFP issuance, which means we would want to have completed significant negotiations by mid-December so that Town could have option of switching into formal process with issuance of RFP by December 21, 2020 (meeting requirement to issue RFP not less than 5 months before May 2021). Most towns forego the RFP formal process option and rely on the informal negotiations process, thereby enabling continued informal negotiations beyond the RFP deadline; however, even in the informal process, negotiations strength is projected by completing the major ascertainment tasks as soon as possible.

Saved at: Renewal outline Hamilton WA Wenham WS

**FEE AGREEMENT
FOR LEGAL SERVICES
BY AND BETWEEN
THE TOWN OF HAMILTON MASSACHUSETTS
AND
ATTORNEY WILLIAM AUGUST
FOR
VERIZON CABLE LICENSE RENEWAL PROCESS**

This Agreement by and between the Town of Hamilton, Massachusetts, a municipal corporation with its Town Hall located at 577 Bay State Road, Hamilton, MA 01936 ("Client" or "Town"), and William August, Esq. of Epstein & August, LLP, 875 Massachusetts Avenue, Suite 31, Cambridge, MA 02139 ("Attorney") to perform legal services related to the cable television license renewal processes with Verizon New England, Inc. (Verizon) and/or its successors, and such other related legal services to the extent otherwise provided hereby.

1. The Attorney will bill at a rate of \$200.00 per hour.
2. The parties agree that where the Attorney's participation can be effectively provided by telephone call or video conference, the Attorney may participate by phone or video conference, rather than in person. Telephone or video conference participation by the Attorney may apply to in-person negotiations with Verizon as determined by the Town and Attorney.
3. These legal services shall include work up to and including the execution of a cable license including but not limited to ascertainment of the Town's cable-related needs and drafting of findings of need for use in license renewal negotiations; assisting with the holding of a license renewal public hearing; working with the Town to identify annual operating and capital budget needs for local channels, facilities and equipment; conducting license renewal negotiations with Verizon and providing related legal counsel as customary in license renewal. This Agreement and the legal services covered hereby do not include the Town's handling, processing, appropriation and/or disbursement of cable or related funds.
4. The Client shall reimburse the Attorney for reasonable expenses and disbursements, including, copying (any document 30 pages or greater), in-hand delivery, overnight mailing or certified mail and other material and necessary incidental expenses. The Attorney agrees to obtain the Client's approval before incurring any such disbursement in excess of \$50.00. The Attorney will not bill for mileage; however, hourly billing shall include reasonable travel time if and when necessary to meet in the Town.
5. Legal fees and disbursements shall be billed monthly or at the completion of a particular stage of work or monthly, as reasonably determined by the Attorney and are payable within 30 days of receipt of the bill.
6. With respect to the Verizon license renewal, the Town has requested that Attorney August assist with coordinating a mutually beneficial renewal process with the adjacent Town of Wenham, Massachusetts, notwithstanding each of Hamilton and Wenham shall reserve any and all rights to act independently in their own best interests. The Town of Hamilton is aware that the Town of Wenham shall be represented by separate and independent counsel, William H. Solomon, and Attorney August and Attorney Solomon shall consult with each other to carry out said purpose of coordinating a mutually beneficial two-town renewal process to the extent consistent with each Town's best

interests, and as determined by the Town of Hamilton's cable license Issuing Authority and its Town Manager with respect to the Town of Hamilton. The Attorneys shall coordinate Hamilton and Wenham work such that the costs of work common to each Town, including ascertainment of needs, negotiations and license drafting shall not be billed to one Town but shall be split as between both Towns to enable each Town to garner the benefits of the work at one half of the cost of the work to the extent appropriate and reflective of the work being common to both Towns.

7. The scope of services under this Agreement and the legal services covered hereby do not include, unless otherwise agreed: (i) a preliminary denial or final denial of Verizon's cable license, other than: (a) the preparation of a preliminary denial motion and, if necessary, a subsequent written decision and (b) any extension of time for further action by the Town and further negotiations by and between the Town and Verizon and the completion of a renewal license pursuant thereto; nor (ii) the Town's handling, processing, appropriation and/or disbursement of cable or related funds. Further, the parties acknowledge it is their intent to use the Cable Act informal renewal process (ascertainment of needs, negotiations and renewal license agreement) and not use the Cable Act formal process (more formal ascertainment of needs, issuance of a Request for Proposal (RFP) to Verizon, negotiations and if needed, a formal response to the Verizon proposal) unless otherwise requested by the Town which shall be subject to applicable legal limitations. In any event, Attorney shall fully brief Town on its options with respect to use of the formal renewal process so that the Town may reach an informed decision.

8. The Client may discharge the Attorney at any time, and the Attorney may withdraw from providing services at any time (subject to Court approval if a legal action has commenced and Town disagrees).

9. While the Attorney will use his best efforts in his representation of the Client, no assurance of a particular outcome can be or is made. The Attorney and Client state that no such results have been guaranteed by the Attorney to the Client and that this Agreement is not based upon any such promises or anticipated results. With respect to the foregoing, the Town is aware that the Federal Communications Commission has recently adopted new rules governing the calculation of annual franchise fees payable to Towns, including mandating counting of certain "in-kind contributions" toward and as part of the franchise fee, thereby reducing franchise fee payments to Towns, and that cable operators, including Verizon, are still at the beginning stages of determining how the new franchise fee calculation rules shall be implemented.

10. This Agreement may be amended providing such amendment(s) is/are in writing and executed by authorized signatory parties.

11. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original. This Agreement and any counterpart so executed shall be deemed to be one and the same instrument. It shall not be necessary in making proof of any counterpart hereof to produce or account for any of the other counterparts.

This Agreement Is A Legally Binding Contract. Each Party States That It Has Read The Above Agreement Before Signing It.

TOWN OF HAMILTON

**WILLIAM AUGUST
Attorney at Law**

Joseph Domelowicz
Town Manager

William August
Epstein & August, LLP

Dated: _____

Dated: _____

-

MichelleLee Carroll

From: Sharon George
Sent: Monday, June 29, 2020 8:19 AM
To: MichelleLee Carroll
Subject: FW: Stage 284 at The Community House Outdoor Concert September Request for Approval
Attachments: Patton Park (1) .pdf; Patton Park (2).pdf

This event probably needs to be put on the Selectmen's agenda???

From: Marianne Peters
Sent: Monday, June 29, 2020 8:12 AM
To: Sharon George
Subject: FW: Stage 284 at The Community House Outdoor Concert September Request for Approval

wouldn't Selectmen's office be in charge of permits for venues?

From: Katie Clarke [<mailto:katie@communityhouse.org>]
Sent: Saturday, June 27, 2020 3:00 PM
To: Sharon George <sgeorge@hamiltonma.gov>; Marianne Peters <mpeters@hamiltonma.gov>
Subject: Stage 284 at The Community House Outdoor Concert September Request for Approval

Hi Sharon and Marianne :)!

My name is Katie Clarke and I work at The Community House. I am submitting a request for two dates in September for a socially-distanced outdoor concert of "The Secret Garden" that was shut down in March due to Covid-19 the day before it was set to open. I spoke with the board of health about 12 feet spacing between cast members, audience members, and masks.

The event would occur on one date but I have requested two for safety in case of inclement weather.

Please let me know if I should send this to anyone else.

Thank you so much for your help!

Katie

Katie Clarke
Artistic Director
Stage 284 at The Community House
284 Bay Road (Route 1A)
South Hamilton, MA 01982
978-468-4818 x 16
978-468-0178 - f
www.stage284.org
www.communityhouse.org

Town of Hamilton

Recreation Department
16 Union St
S. Hamilton, MA 01982
978-468-5590

Park Director: _____
Recreation Director: _____
Police Chief: _____
Fire Chief: _____

REQUEST FOR USE OF PATTON PARK FACILITIES

Today's Date

Organization Name

Organization Address

Date of Event Time

Type of Event Park Recreation School Town

Description of Event

Area/Field you are requesting

Number of Attendants

accepts full responsibility to comply with and abide by all regulations of the Town of
Name

Hamilton governing the use of Patton Park and to hold harmless and to defend the Town of Hamilton against claims of any type whatsoever arising in any way from use by our organization of the park and its facilities. The town requires a certificate of insurance naming the Town of Hamilton as an additionally insured party for a minimum of \$1,000,000 per incident general liability coverage and \$3,000,000 aggregate general liability coverage.

It is understood that the use of alcoholic beverages, marijuana, or illegal substances on park property is prohibited. It is further understood that parking is only permitted in designated parking areas and never permitted on the grass or other lawn areas. All litter and refuse of any kind shall be removed and the park returned to its condition before use. If the Town incurs any expense due to our failure to comply with the above terms, we agree to be responsible and to pay the Town's expenses forthwith.

We agree to notify the Hamilton Police Department to inform them of the event and to pay for a police detail if required.

Signature

Print Name

Date

Approval for the Town _____ Date _____

Town of Hamilton

Recreation Department

16 Union St
S. Hamilton, MA 01982
978-468-5590

Park Director: _____
Recreation Director: _____
Police Chief: _____
Fire Chief: _____

REQUEST FOR USE OF PATTON PARK FACILITIES

Today's Date

Organization Name

Organization Address

Date of Event Time

Type of Event Park Recreation School Town

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We agree to notify the Hamilton Police Department to inform them of the event and to pay for a police detail if required.

Signature

Print Name

Date

Approval for the Town _____ Date _____

HAMILTON CONSERVATION COMMISSION

MINUTES OF MEETING

June 10, 2020

Virtual Zoon Meeting 843 6148 7739

Members Present: Virginia Cookson, Chris Currier, George Tarr, and Richard Luongo (Chairman).

Coordinator: Bert Comins

This meeting was called to order at 7:00 pm. A quorum was established and all attendees were present via Zoom.

Canter Brook Farm Condominiums Conservation Restriction.

Melissa Ogden (Mann and Mann) was present to discuss the open space Conservation Restriction (Parcel A), which in accordance to the special permit approval, needed to be approved before the tenth occupancy permit could be issued. The Conservation Commission needed to accept the Conservation Restriction before the applicant could go before the Selectmen and then the State for approval. The open space area was approximately 8.8 acres around the building footprints. The Conservation Restriction reflected the maintenance of the mailboxes, which were located at the driveway and two wells, which were located on the other side of unit 21. Larry Smith said the well on Asbury St. had been capped but required occasional maintenance. The other well would be used for irrigation.

Virginia Cookson said this was the first time the Commission was aware of the Conservation Restriction and wondered who would be responsible for the land. Larry Smith responded that the homeowner's association was responsible for the maintenance of the land. Non-motorized access for the town for passive recreation was being offered. The trails were 75% constructed and would be maintained by the condo association. Melissa Ogden said the maintenance was part of the Planning Board special permit decision. Part of the decision included restoring the landscape and maintaining the trails. The association would come to the Commission for marking and clearing of existing trails and managing non-native vegetation removal and restoration of native communities. Ms. Ogden said the property was subject to existing Orders of Conditions, which were issued in 2018. Guest parking was provided on Canterbrook Lane.

Members of the Commission discussed the potential of the Town accepting the responsibility of maintenance. Melissa Ogden said presently the obligation of the association was to maintain the signage and trails but at some point, the Town could find themselves with the obligation. Larry Smith said the condo association must maintain the open space area, which was clarified in the condo documents that every owner was subject to.

The Commission was being asked to approve the restriction, which would grant an easement to the Town. As a requirement of the statute, the Commission would approve the restriction for conservation purposes.

Motion made by Chris Currier that the Conservation Commission of the Town of Hamilton accept the Conservation Restriction as proposed as recited in the restriction documentation including the plan presented tonight at this meeting for Canterbrook Development.

Virginia Cookson seconded.

Vote: Virginia Cookson aye, Chris Currier, aye, George Tarr aye, and Richard Luongo aye. Vote: Unanimous in favor.

GRANTOR: CANTER BROOK CAPITAL, LLC
GRANTEE: TOWN OF HAMILTON
ADDRESS OF PREMISES: 354 Highland Street,
Hamilton, MA 01983
FOR GRANTOR'S TITLE SEE: Essex South District
Registry of Deeds at Book 37203, Page 77

CONSERVATION RESTRICTION

CANTER BROOK CAPITAL, LLC, a Massachusetts limited liability company with an address of 176 Barton Road, Stow, Massachusetts 01775, being the Declarant under that certain Master Deed of the Canter Brook Condominium, dated January 30, 2020, and recorded with the Essex South Registry of Deeds in Book 38230, Page 415, as amended of record (the "Master Deed"), pursuant to the powers reserved to it under Section 13 of said Master Deed, for its successors and assigns (the "Grantor"), acting under Sections 31, 32 and 33 of Chapter 184 of the Massachusetts General Laws, for consideration of less than One Hundred Dollars (\$100.00), hereby grants with QUITCLAIM COVENANTS to the TOWN OF HAMILTON, a Massachusetts municipal corporation, acting by and through its CONSERVATION COMMISSION (the "Conservation Commission") by authority of Section 8C of Chapter 40 of the Massachusetts General Laws, with a mailing address of 577 Bay Road, Hamilton, Massachusetts 01936, and their successors and permitted assigns (the "Grantee"), IN PERPETUITY AND EXCLUSIVELY FOR CONSERVATION PURPOSES, the following Conservation Restriction on an 8.8 acre portion of a 13.99 acre parcel of land located in Hamilton, Essex County, Massachusetts (the "Premises"), which Premises is more particularly described in Exhibit A and shown as Open Space Parcel A on the reduced copy of a plan in Exhibit B, both of which are incorporated herein and attached hereto. The Premises were subdivided from a 13.99 acre parcel of land (the "Property"), which Property is further described in Paragraph I, below.

I. PURPOSES:

This Conservation Restriction is defined in and authorized by Sections 31-33 of Chapter 184 of the General Laws and otherwise by law. The purpose of this Conservation Restriction is to assure that the Premises will be maintained in perpetuity for conservation purposes, in a

natural, scenic and undeveloped condition, and to prevent any use or change that would impair or interfere with its conservation and preservation values ("Conservation Values").

This Conservation Restriction is granted pursuant to and in accordance with the requirements set forth in that certain Findings and Decisions of the Town of Hamilton Planning Board (the "Board") dated January 20, 2016, which Findings and Decisions include a Senior Housing Special Permit and Storm Water Special Permit and is recorded with Essex South District Registry of Deeds in Book 34758, Page 606, and modified by that certain Extension recoded in Book 361813, Page 502 and that certain Findings and Decision 2019 2nd Modification of the Board recorded in Book 37438, Page 70 (together the "Approvals").

The Approvals provide for the use and development of a 5.18 acre section of the Property, shown as Remaining Land on the plan attached hereto as Exhibit B (the "Residential Parcel") as a twenty-three (23) unit residential development consisting of detached single family homes, duplex and triplex structures for individuals who have attained the age of fifty-five (55) years (the "Age Restricted Condominium") together with the Baseline Report (defined below) and the Landscape Plans referenced in the Approvals, collectively referred to herein as the "Plans".

Subject to compliance with all of the terms and conditions of the Approvals, the Grantor has the right to complete the construction of the Age Restricted Condominium (including but not limited to access drives, driveways, waste water disposal system, and storm water systems, parking, and landscaped areas) within the Residential Parcel.

This Conservation Restriction will preserve the Conservation Values, which are further described below:

1. Protecting various wetland related natural resources that constitute approximately two and forty-nine one-hundredths (2.49) acres of land within the Premises which resources include but are not limited to bordering vegetated wetland and associated buffer zones, and vernal pools.
2. Preserving wetland areas as well as the wooded upland and open grass fields located within the Premises that serve as wildlife habitat, and contribute to the protection of public and private water supply as the entirety of the Premises is located within a Zone II Wellhead Protection Area, pollution prevention, groundwater supply flood control and storm damage prevention.
3. Preserving the open and vegetated areas in the Premises and other natural features is important to the character of the Town of Hamilton and serves the purposes described in the Approvals as well as the reduction of infrastructure and the promotion of passive recreation.
4. Protecting and enhancing the scenic landscape and open space attributes and the recreational, human enjoyment, and ecological value of the land contained within the Premises. The Premises abut land already permanently conserved and owned in fee by the Essex County Greenbelt Association.

Grantor and Grantee acknowledge that the Approvals required the creation of an open space parcel and as part of the Approvals required that the Premises be shown on the approved site plan as Open Space Parcel "A" and that the Approvals require the placement of a perpetual restriction, enforceable by the Grantee, on the Premises that limits its use to passive recreation as follows:

1. Preserving open space in the Premises for conservation and/or recreation purposes.
2. Providing trails for residents of the Age Restricted Condominium within the Premises for the purposes of quiet, non-motorized passive recreational activities such as walking, running, hiking, bicycling, and wildlife observation (collectively, the "Passive Recreational Uses") within the Premises, which trails are depicted on the Plans.
3. Granting this Conservation Restriction to the Town of Hamilton serves to fulfill Grantor's obligation to satisfy and comply with the conditions of the Approvals.

These and other Conservation Values of the Premises, as well as its current uses and state of improvements, are described in a Baseline Documentation Report ("Baseline Report") prepared by Grantor, consisting of maps, photographs, and other documents and on file with the Grantee and referenced herein. The Baseline Report (i) is acknowledged by Grantor and Grantee to be a complete and accurate representation of the condition and values of the Premises as of the date of this Conservation Restriction, (ii) is intended to fully comply with applicable Treasury Regulations, and (iii) is intended to serve as an objective information baseline for subsequent monitoring of compliance with the terms of this Conservation Restriction as described herein. Notwithstanding the foregoing, the parties may utilize any evidence of the condition of the Premises at the time of this grant other than the Baseline Report, should the Baseline Report be unavailable or if it does not adequately address the issues presented.

II. PROHIBITED ACTS AND USES, EXCEPTIONS THERETO, AND PERMITTED USES

A. Prohibited Acts and Uses

Subject to the exceptions set forth herein, the Grantor will not perform or allow others to perform the following acts and uses which are prohibited on, above, and below the Premises:

- (1) Constructing, placing or allowing to remain any temporary or permanent building, tennis court, landing strip, mobile home, swimming pool, asphalt or concrete pavement, sign, fence, billboard or other advertising display, antenna, utility pole, tower, solar panel, solar array, conduit, line or other temporary or permanent structure or facility on, above or under the Premises;
- (2) Mining, excavating, dredging or removing from the Premises of soil, loam, peat, gravel, sand, rock or other mineral resource or natural deposit or otherwise

making topographical changes to the area;

- (3) Placing, filling, storing or dumping of soil, refuse, trash, vehicle bodies or parts, rubbish, debris, junk, tree and other vegetation cuttings generated off-site, waste or other substance or material whatsoever or the installation of underground storage tanks;
- (4) Cutting, removing or otherwise destroying trees, grasses or other vegetation;
- (5) Activities detrimental to drainage, flood control, water conservation, water quality, erosion control, soil conservation, wildlife habitat, or archaeological conservation;
- (6) Use, parking or storage of vehicles including motorcycles, mopeds, all-terrain vehicles, trail bikes, or any other motorized vehicles on the Premises except for vehicles necessary for public safety (i.e., fire, police, ambulance, other government officials) in carrying out their official duties or as necessary for the mobility impaired;
- (7) Subdivision or conveyance of a part or portion of the Premises alone, or division or subdivision of the Premises (as compared to conveyance of the Premises in its entirety which shall be permitted), and no portion of the Premises may be used towards building or development requirements on this or any other parcel; and
- (8) The use of the Premises for business, residential or industrial use, or for more than *de minimis* commercial recreation.
- (9) Any other use of the Premises or activity which is inconsistent with the purpose of this Conservation Restriction or which would impair its Conservation Values.

B. Reserved Rights and Exceptions. The Grantor reserves the right to conduct or permit the following activities and uses on the Premises, but only if such uses and activities do not impair the Conservation Values or purposes of this Conservation Restriction:

- (1) Landscape Restoration. At the time of this Conservation Restriction's recording, the Premises was undergoing plantings in accordance with the Approvals and as further shown in the Plans in order to revegetate areas that were previously used as horse riding areas, which efforts may continue as consistent with the Approvals and the Plans and as consistent with this Conservation Restriction.
- (2) Limited Hard-Surfaced Trails. With the approval of the Grantee, the construction, maintenance, repair, and replacement of a limited amount of hard-surfaced trails not to exceed a width of six (6) feet or an aggregate length of 250 feet;

- (3) Trails with Permeable Surfaces. The marking, clearing and maintenance of existing trails as shown in the Plans. With prior approval of the Grantee, the construction of new unpaved trails or boardwalks or the relocation or alteration of existing trails (whether unpaved or hard-surfaced), provided that any construction, relocation, or alteration results in trails that are no wider than six (6) feet.
- (4) Vegetation Management. The selective minimal removing of brush, pruning and cutting to prevent, control or remove hazards, disease, insect or fire damage, or to preserve the present condition of the Premises, including vistas as documented in the Baseline Report, woods roads, fence lines and trails and meadows;
- (5) Non-native or nuisance species. The removal of non-native or invasive species, the interplanting of native species, and the control of species in a manner that minimizes damage to surrounding, non-target species and preserves water quality;
- (6) Wildlife Habitat Improvement. With the prior written approval of Grantee, measures designed to restore native biotic communities, or to maintain, enhance or restore wildlife, wildlife habitat, or rare or endangered species including selective planting of native trees, shrubs and plant species;
- (7) Outdoor Passive Recreational Activities. Hiking, horseback riding, cross-country skiing and other non-motorized outdoor recreational activities that do not materially alter the landscape, do not degrade environmental quality, and do not involve more than minimal use for commercial recreational activities;
- (8) Signs. The erection, maintenance and replacement of signs with respect to trespass, trail access, identity and address of the occupants, sale of the Premises, the Grantee's interest in the Premises, any gift, grant, or other applicable source of support for the conservation of the Premises, the Reserved Rights, and the protected Conservation Values;
- (9) Site Restoration. Any work undertaken in conjunction with the Reserved Rights described in this Paragraph B shall seek to minimize disturbance to the Conservation Values and other natural features within the Premises that may be impacted as a result of exercising of any of the Reserved Rights described herein. Upon completion of any site work performed in conjunction with the Reserved Rights described in this Paragraph B, any disturbed areas shall be restored substantially to the conditions with respect to soil material, grade, and vegetated ground cover as documented in the Plans and the Baseline Report, as applicable, or in conformance with the conditions with respect to soil material, grade, and vegetated ground cover that existed prior to said work, if said work is done in

any area not documented in the Plans or the Baseline Report;

- (10) Permits, Regulations, Laws. The exercise of any right reserved by Grantor under this Paragraph B shall be in compliance with zoning, the Wetlands Protection Act, and all other applicable federal, state and local laws, rules, regulations, and permits. The inclusion of any reserved right requiring a permit from a public agency does not imply that the Grantee or the Commonwealth takes any position whether such permit should be issued;
- (11) Best Management Practices. The exercise of any right reserved by Grantor under this Paragraph B shall follow, when available and if applicable, established, up to date, and regionally-applicable Best Management Practices or similar standards developed by a governmental agency or other entity with known expertise in the area of practice and designed to protect the natural features potentially affected by the action(s);
- (12) Other Activities. Such other non-prohibited activities or uses of the Premises may be permitted with the prior approval of the Grantee provided that the Grantee has made a finding, such finding to be documented in writing and kept on file at the office of the Grantee, that such activities are consistent with the Reserved Rights, do not impair the Conservation Values and purposes of this Conservation Restriction, and, where feasible, result in a net gain in conservation value of the Premises.

C. Notice and Approval.

- 1. Whenever notice to or approval by Grantee is required, Grantor shall notify Grantee, by a method requiring proof of receipt, in writing not less than 60 days prior to the date Grantor intends to undertake the activity in question. The notice shall describe the nature, scope, design, location, timetable and any other material aspect of the proposed activity in sufficient detail to permit the Grantee to make an informed judgment as to its consistency with the purposes of this Conservation Restriction. Where Grantee's approval is required, Grantee shall grant or withhold approval in writing within 60 days of receipt of Grantor's request. Grantee's approval shall not be unreasonably withheld, but shall only be granted upon a showing that the proposed activity shall not impair the purposes of this Conservation Restriction.
- 2. Subject to any applicable law or regulation, failure of Grantee to respond in writing within 60 days shall be deemed to constitute approval by Grantee of the request as submitted, so long as the request sets forth the provisions of this section relating to deemed approval after 60 days in the notice, the requested activity is not prohibited herein, and the activity will not impair the Conservation Values or purposes of this Conservation Restriction. This Section II(C)(2) shall not apply to Section II(B)(12), in which case a failure of the Grantee to respond shall be deemed a denial of the request

(hereinafter, a "Deemed Denial"). A Deemed Denial is not final or binding on Grantee, and Grantor may submit the same or a similar request for approval.

III. LEGAL REMEDIES OF THE GRANTEE

A. Legal and Injunctive Relief.

The rights hereby granted shall include the right to enforce this Conservation Restriction by appropriate legal proceedings and to obtain injunctive and other equitable relief against any violations, including, without limitation, relief requiring restoration of the Premises to their condition prior to the time of the injury complained of (it being agreed that the Grantee will have no adequate remedy at law). The rights hereby granted shall be in addition to, and not in limitation of, any other rights and remedies available to the Grantee for the enforcement of this Conservation Restriction. Grantee agrees to cooperate for a reasonable period of time prior to resorting to legal means in resolving issues concerning violations provided Grantor ceases objectionable actions and Grantee determines there is no ongoing diminution of the Conservation Values of the Conservation Restriction.

Grantor covenants and agrees to reimburse to Grantee all reasonable costs and expenses (including reasonable counsel fees) incurred in enforcing this Conservation Restriction or in taking reasonable measures to remedy, abate or correct any violation thereof, provided that a violation of this Conservation Restriction is acknowledged by Grantor or determined by a court of competent jurisdiction to have occurred. In the event of a dispute over the boundaries of the Conservation Restriction, Grantor shall pay for a survey and to have the boundaries permanently marked.

B. Non-Waiver.

Enforcement of the terms of this Conservation Restriction shall be at the discretion of Grantee. Any election by the Grantee as to the manner and timing of its right to enforce this Conservation Restriction or otherwise exercise its rights hereunder shall not be deemed or construed to be a waiver of such rights.

C. Disclaimer of Liability

By acceptance of this conservation restriction, the Grantee does not undertake any liability or obligation relating to the condition of the Premises pertaining to compliance with and including, but not limited to, hazardous materials, zoning, environmental laws and regulations, or acts not caused by the Grantee or its agents.

D. Acts Beyond the Grantor's Control

Nothing contained in this Conservation Restriction shall be construed to entitle the Grantee to bring any actions against the Grantor for any injury to or change in the Premises resulting from

causes beyond the Grantor's control, including but not limited to fire, flood, storm and earth movement, or from any prudent action taken by the Grantor under emergency conditions to prevent, abate, or mitigate significant injury to the Premises resulting from such causes. In the event of any such occurrence, the Grantor and Grantee will cooperate in the restoration of the Premises, if desirable and feasible.

IV. ACCESS

The Grantor hereby grants to the Grantee, or its duly authorized agents or representatives, the right to enter the Premises upon reasonable notice and at reasonable times, for the purpose of inspecting the Premises to determine compliance with or to enforce this Conservation Restriction. The Grantor also grants to the Grantee, after notice of a violation and failure of the Grantor to cure said violation, the right to enter the Premises for the purpose of taking any and all actions with respect to the Premises as may be necessary or appropriate to remedy or abate any violation hereof, including but not limited to the right to perform a survey of boundary lines. Nothing herein shall restrict access to the Premises by any residents of the Age Restricted Condominium.

V. EXTINGUISHMENT

A. Termination of Restriction. If circumstances arise in the future such as render the purpose of this Conservation Restriction impossible to accomplish, this restriction can only be terminated or extinguished, whether in whole or in part, by a court of competent jurisdiction under applicable law after review and approval by the Massachusetts Secretary of Energy and Environmental Affairs. If any change in conditions ever gives rise to extinguishment or other release of the Conservation Restriction under applicable law, then Grantee, on a subsequent sale, exchange, or involuntary conversion of the Premises, shall be entitled to a portion of the proceeds in accordance with Paragraph V(B), below, subject, however, to any applicable law which expressly provides for a different disposition of the proceeds and after complying with the terms of any gift, grant, or funding requirements. Grantee shall use its share of the proceeds in a manner consistent with the conservation purpose set forth herein.

B. Proceeds. Grantor and Grantee agree that the donation of this Conservation Restriction gives rise to a real property right, immediately vested in the Grantee, with a fair market value that is at least equal to the proportionate value that this Conservation Restriction bears to the value of the unrestricted property. Such proportionate value of the Grantee's property right shall remain constant. Any proceeds will be distributed only after complying with the terms of any gift, grant, or other funding requirements if applicable.

C. Grantor/Grantee Cooperation Regarding Public Action. Whenever all or any part of the Premises or any interest therein is taken by public authority under power of eminent domain or other act of public authority, then the Grantor and the Grantee shall cooperate in recovering the full value of all direct and consequential damages resulting from such action. All related expenses incurred by the Grantor and the Grantee shall first be paid out of any

recovered proceeds, and the remaining proceeds shall be distributed between the Grantor and Grantee in accordance with Paragraph V(B), above, after complying with the terms of any law, gift, grant, or funding requirements. If a less than fee interest is taken, the proceeds shall be equitably allocated according to the nature of the interest taken. The Grantee shall use its share of the proceeds like a continuing trust in a manner consistent with the conservation purposes of this grant.

VI. DURATION & ASSIGNABILITY

A. Running of the Burden. The burdens of this Conservation Restriction shall run with the Premises in perpetuity, and shall be enforceable against the Grantor and the successors and assigns of the Grantor holding any interest in the Premises.

B. Execution of Instruments. The Grantee is authorized to record or file any notices or instruments appropriate to assuring the perpetual enforceability of this Conservation Restriction; the Grantor, on behalf of itself and its successors and assigns, appoints the Grantee their attorney-in-fact to execute, acknowledge and deliver any such instruments on its behalf. Without limiting the foregoing, the Grantor and its successors and assigns agree themselves to execute any such instruments upon request.

C. Running of the Benefit. The benefits of this Conservation Restriction shall run to the Grantee, shall be in gross and shall not be assignable by the Grantee, except in the following instances:

As a condition of any assignment, the Grantee shall require that the purpose of this Conservation Restriction continues to be carried out; that the Assignee is not an owner of the fee in the Property, and the Assignee, at the time of the assignment, qualifies under Section 170(h) of the Internal Revenue Code of 1986, as amended, and applicable regulations thereunder, and is a donee eligible to receive this Conservation Restriction under Section 32 of Chapter 184 of the General Laws of Massachusetts. Any assignment will comply with Article 97 of the Amendments to the Constitution of the Commonwealth of Massachusetts, if applicable.

VII. SUBSEQUENT TRANSFERS

The Grantor agrees to incorporate by reference the terms of this Conservation Restriction in any deed or other legal instrument which grants any interest in all or a portion of the Premises, including a leasehold interest and to notify the Grantee not less than twenty (20) days prior to the execution of such transfer. Failure to do any of the above shall not impair the validity or enforceability of this Conservation Restriction. Any transfer will comply with Article 97 of the Amendments to the Constitution of the Commonwealth of Massachusetts, if applicable.

The Grantor shall not be liable for violations occurring after their ownership. Liability for any acts or omissions occurring prior to any transfer and liability for any transfer if in violation of this Conservation Restriction shall survive the transfer. Any new owner shall cooperate in the

restoration of the Premises or removal of violations caused by prior owner(s) and may be held responsible for any continuing violations.

VIII. ESTOPPEL CERTIFICATES

Upon request by the Grantor, the Grantee shall, within sixty (60) days execute and deliver to the Grantor any document, including an estoppel certificate, which certifies the Grantor's compliance or non-compliance with any obligation of the Grantor contained in this Conservation Restriction.

IX. NON MERGER

The parties intend that any future acquisition of the Premises shall not result in a merger of the Conservation Restriction into the fee. The Grantor agrees that it will not grant, and the Grantee agrees that it will not take title, to any part of the Premises without having first assigned this Conservation Restriction to a non-fee owner that is qualified under Section 170(h) of the Internal Revenue Code of 1986, as amended, and applicable regulations thereunder and is eligible to receive this Conservation Restriction under Section 32 of Chapter 184 of the General Laws of Massachusetts in order to ensure that merger does not occur and that this Conservation Restriction continues to be enforceable by a non-fee owner.

X. AMENDMENT

If circumstances arise under which an amendment to or modification of this Conservation Restriction would be appropriate, Grantor and Grantee may jointly amend this Conservation Restriction; provided that no amendment shall be allowed that will affect the qualification of this Conservation Restriction or the status of Grantee under any applicable laws, including Section 170(h) of the Internal Revenue Code of 1986, as amended, or Sections 31-33 of Chapter 184 of the General Laws of Massachusetts. Any amendments to this conservation restriction shall occur only in exceptional circumstances. The Grantee will consider amendments only to correct an error or oversight, to clarify an ambiguity, or where there is a net gain in conservation value. All expenses of all parties in considering and/or implementing an amendment shall be borne by the persons or entity seeking the amendment. Any amendment shall be consistent with the purposes of this Conservation Restriction, shall not affect its perpetual duration, shall be approved by the Secretary of Energy and Environmental Affairs and if applicable, shall comply with the provisions of Art. 97 of the Amendments to the Massachusetts Constitution, and any gifts, grants or funding requirements. Any amendment shall be recorded in the Essex South District Registry of Deeds.

XI. EFFECTIVE DATE

This Conservation Restriction shall be effective when the Grantor and the Grantee have executed it, the administrative approvals required by Section 32 of Chapter 184 of the General Laws have been obtained, and it has been recorded in a timely manner in the Essex South

District Registry of Deeds.

XII. NOTICES

Any notice, demand, request, consent, approval or communication that either party desires or is required to give to the other shall be in writing and either served personally or sent by first class mail, postage pre-paid, addressed as follows:

To Grantor: CANTER BROOK CAPITAL, LLC
176 Barton Road
Stow, MA 01775

To Grantee: Town of Hamilton by and through its
Conservation Commission
577 Bay Road
Hamilton, MA 01936

or to such other address as any of the above parties shall designate from time to time by written notice to the other or, if notice is returned to sender, to an address that is reasonably ascertainable by the parties.

XIII. GENERAL PROVISIONS

A. Controlling Law. The interpretation and performance of this Conservation Restriction shall be governed by the laws of the Commonwealth of Massachusetts.

B. Liberal Construction. Any general rule of construction to the contrary notwithstanding, this Conservation Restriction shall be liberally construed in favor of the grant to effect the purpose of this Conservation Restriction and the policy and purposes of Chapter 184, Sections 31, 32, and 33 of the Massachusetts General Laws. If any provision in this instrument is found to be ambiguous, any interpretation consistent with the purpose of this Conservation Restriction that would render the provision valid shall be favored over any interpretation that would render it invalid.

C. Severability. If any provision of this Conservation Restriction or the application thereof to any person or circumstance is found to be invalid, the remainder of the provision of this Conservation Restriction shall not be affected thereby.

D. Entire Agreement. This instrument sets forth the entire agreement of the parties with respect to this Conservation Restriction and supersedes all prior discussions, negotiations, understandings or agreements relating to the Conservation Restriction, all of which are merged herein.

XIV. MISCELLANEOUS

A. Pre-existing Public Rights. Approval of this Conservation Restriction pursuant to Chapter 184, Section 32 of the Massachusetts General Laws by any municipal officials and by the Secretary of Energy and Environmental Affairs is not to be construed as representing the existence or non-existence of any pre-existing rights of the public, if any, in and to the Premises, and any such pre-existing rights of the public, if any, are not affected by the granting of this Conservation Restriction.

B. Subordination. The Grantor shall record at the appropriate Registry of Deeds simultaneously with this Conservation Restriction all documents necessary to subordinate any mortgage, promissory note, loan, lien, equity credit line, refinance assignment of mortgage, lease, financing statement or any other agreement which gives rise to a surety interest affecting the Premises.

C. Attached hereto and incorporated herein by reference are the following:

Signature pages:

Grantor

Grantee Acceptance

Approval by Town of Hamilton Board of Selectmen

Approval of the Secretary of Energy and Environmental Affairs

Exhibits:

Exhibit A: Legal Description of Premises

Exhibit B: Reduced Copy of Plan of the Premises

WITNESS my hand and seal this ____ day of _____, 2020.

CANTER BROOK CAPITAL, LLC

By: _____
Lawrence Smith, Manager

COMMONWEALTH OF MASSACHUSETTS

Essex, ss.

On this _____ day of _____, 2020 before me, the undersigned notary public, personally appeared LAWRENCE SMITH proved to me through satisfactory evidence of identification, which was his driver's license, to be the person whose name is signed on the foregoing instrument, and acknowledged to me that he signed it voluntarily for its stated purpose as Manager of CANTER BROOK CAPITAL, LLC.

, Notary Public
My commission expires:

ACCEPTANCE BY HAMILTON CONSERVATION COMMISSION

We, the undersigned, being a majority of the Conservation Commission of the Town of HAMILTON, Essex County, Massachusetts, hereby certify that at a public meeting duly held on _____, 2020, the Conservation Commission voted to accept the foregoing Conservation Restriction from CANTER BROOK CAPITAL, LLC, pursuant to Massachusetts General Laws, Chapter 40, §8C and Chapter 184, §32, and agree to be bound by its terms.

HAMILTON CONSERVATION COMMISSION

Richard Luongo, Chairman

Virginia Cookson, Vice-Chair

Mary Lester

Chris Currier

Keith E. Gildden

George E. Tarr

Tom Myers

John Roads

John Hendrickson

COMMONWEALTH OF MASSACHUSETTS
Essex, ss.

On this _____ day of _____, 2020 before me, the undersigned notary public, personally appeared the above members of the Conservation Commission for the Town of HAMILTON, who are personally known to me to be the individuals whose name is signed above, acknowledged to me that each signed it voluntarily for its stated purpose.

Notary Public
My commission expires:

APPROVAL OF TOWN OF HAMILTON BOARD OF SELECTMEN

We, the undersigned, being a majority of the Board of Selectmen of the TOWN OF HAMILTON, Essex County, Massachusetts, hereby certify that at a public meeting duly held on _____, 2020, the Board of Selectmen voted to approve the foregoing Conservation Restriction from CANTER BROOK CAPITAL, LLC to the TOWN OF HAMILTON ACTING BY AND THROUGH ITS CONSERVATION COMMISSION in the public interest pursuant to G. L. Chapter 184, Section 32.

Hamilton Board of Selectmen

Jeffrey M. Hubbard, Chairman

Rosemary Kennedy, Vice-Chair

Darcy Dale

Shawn M. Farrell

Bill Olson

COMMONWEALTH OF MASSACHUSETTS
Essex, ss.

On this ___ day of _____, 2020, before me, the undersigned notary public, personally appeared the above members of the Board of Selectmen for the Town of Hamilton, who are personally known to me to be the individuals whose name is signed above, acknowledged to me that each signed it voluntarily for its stated purpose.

Notary Public
My commission expires:

**APPROVAL BY SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
COMMONWEALTH OF MASSACHUSETTS**

The undersigned, Secretary of Energy and Environmental Affairs of the Commonwealth of Massachusetts, hereby certifies that the foregoing Conservation Restriction from CANTER BROOK CAPITAL, LLC to the TOWN OF HAMILTON ACTING BY AND THROUGH ITS CONSERVATION COMMISSION has been approved in the public interest pursuant to Massachusetts General Laws, Chapter 184, Section 32.

Dated: _____, 2020

KATHLEEN A. THEOHARIDES
Secretary of Energy and Environmental Affairs

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, ss:

On this _____ day of _____, 2020, before me, the undersigned notary public, personally appeared KATHLEEN A. THEOHARIDES, and proved to me through satisfactory evidence of identification which was _____ to be the person whose name is signed on the proceeding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose.

Notary Public
My Commission Expires:

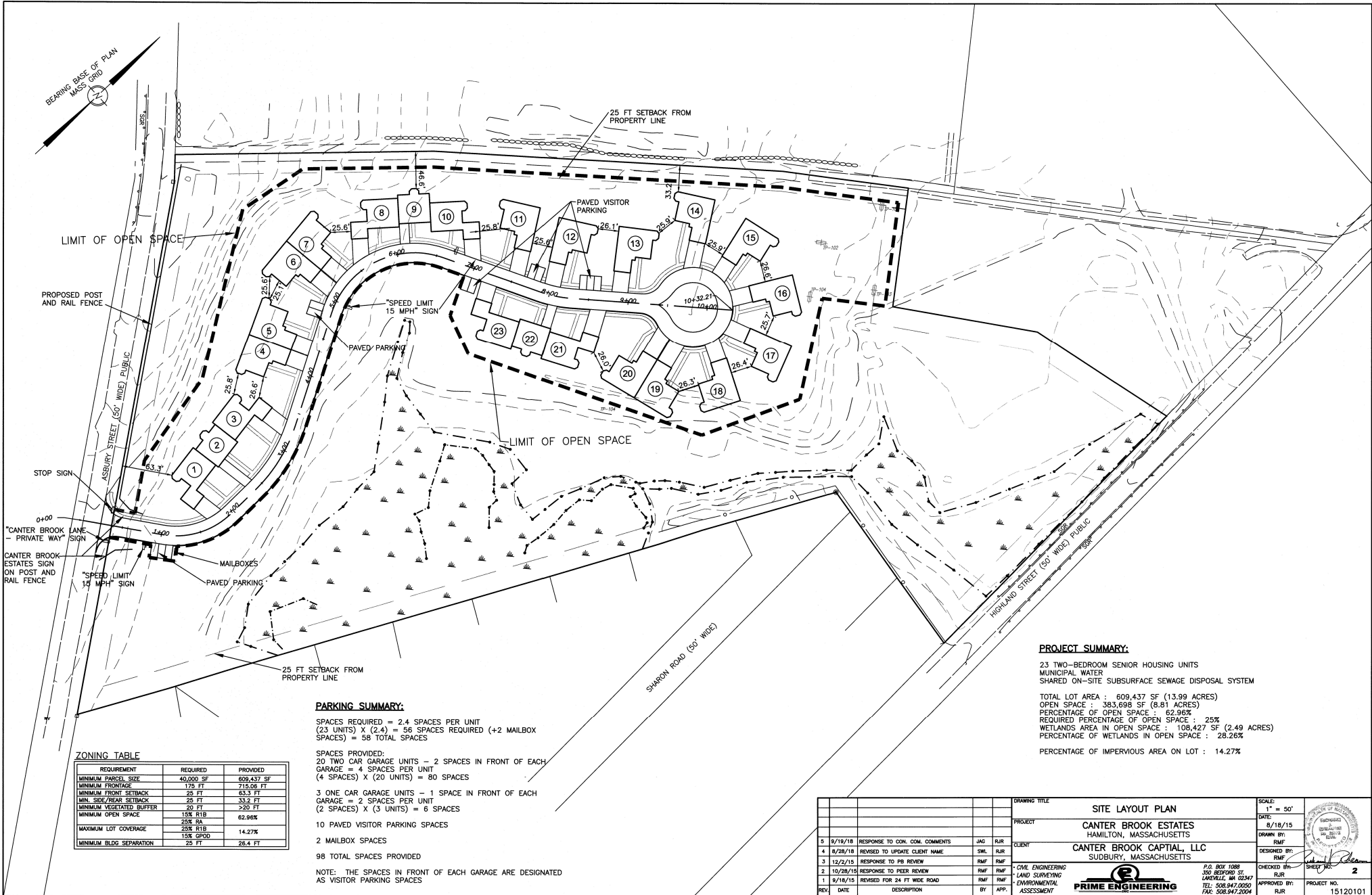
EXHIBIT A

Legal Description of Premises

The Premises is shown as Open Space Parcel A (8.8 acres) on a Plan of Land entitled "Condominium Site Plan of Land located in Hamilton, Massachusetts (Essex County)" dated May 7, 2020, prepared by Meridian Associates, and recorded in the Essex South District Registry of Deeds as Plan No. 78 of Plan Book 476. A reduced copy of said plan is attached hereto as Exhibit B.

EXHIBIT B

Reduced Copy of Plan of the Premises



PROJECT SUMMARY:

23 TWO-BEDROOM SENIOR HOUSING UNITS
 MUNICIPAL WATER
 SHARED ON-SITE SUBSURFACE SEWAGE DISPOSAL SYSTEM

TOTAL LOT AREA : 609,437 SF (13.99 ACRES)
 OPEN SPACE : 383,698 SF (8.61 ACRES)
 PERCENTAGE OF OPEN SPACE : 62.96%
 REQUIRED PERCENTAGE OF OPEN SPACE : 25%
 WETLANDS AREA IN OPEN SPACE : 108,427 SF (2.49 ACRES)
 PERCENTAGE OF WETLANDS IN OPEN SPACE : 28.26%
 PERCENTAGE OF IMPERVIOUS AREA ON LOT : 14.27%

PARKING SUMMARY:

SPACES REQUIRED = 2.4 SPACES PER UNIT
 (23 UNITS) X (2.4) = 56 SPACES REQUIRED (+2 MAILBOX SPACES) = 58 TOTAL SPACES

SPACES PROVIDED:
 20 TWO CAR GARAGE UNITS - 2 SPACES IN FRONT OF EACH GARAGE = 4 SPACES PER UNIT
 (4 SPACES) X (20 UNITS) = 80 SPACES

3 ONE CAR GARAGE UNITS - 1 SPACE IN FRONT OF EACH GARAGE = 2 SPACES PER UNIT
 (2 SPACES) X (3 UNITS) = 6 SPACES

10 PAVED VISITOR PARKING SPACES
 2 MAILBOX SPACES

98 TOTAL SPACES PROVIDED

NOTE: THE SPACES IN FRONT OF EACH GARAGE ARE DESIGNATED AS VISITOR PARKING SPACES

ZONING TABLE

REQUIREMENT	REQUIRED	PROVIDED
MINIMUM PARCEL SIZE	40,000 SF	609,437 SF
MINIMUM FRONTAGE	176 FT	715.06 FT
MINIMUM FRONT SETBACK	25 FT	63.3 FT
MIN. SIDE/REAR SETBACK	25 FT	33.2 FT
MINIMUM VEGETATED BUFFER	20 FT	>20 FT
MINIMUM OPEN SPACE	15% R1B	62.96%
MAXIMUM LOT COVERAGE	25% R1B	14.27%
MINIMUM BLDG SEPARATION	15% GPOD	28.4 FT

DRAWING TITLE		SITE LAYOUT PLAN		SCALE:	1" = 50'
PROJECT		CANTER BROOK ESTATES HAMILTON, MASSACHUSETTS		DATE:	8/18/15
CLIENT		CANTER BROOK CAPITAL, LLC SUDBURY, MASSACHUSETTS		DRAWN BY:	RMF
DESIGNED BY:		RMF		CHECKED BY:	RMF
BY:		RMF		APPROVED BY:	RMF
APP:		RMF		PROJECT NO.	15120101
REV	DATE	DESCRIPTION	BY	APP.	
5	9/19/18	RESPONSE TO CON. COM. COMMENTS	JAC	RJR	
4	8/28/18	REVISED TO UPDATE CLIENT NAME	SWL	RJR	
3	12/2/15	RESPONSE TO PB REVIEW	RMF	RMF	
2	10/28/15	RESPONSE TO PEER REVIEW	RMF	RMF	
1	9/18/15	REVISED FOR 24 FT WIDE ROAD	RMF	RMF	

PRIME ENGINEERING

P.O. BOX 1088
 350 BEDFORD ST.
 LAKEMILL, MA 02447
 TEL: 508.947.0050
 FAX: 508.947.2004



CHECKED BY: RMF
 APPROVED BY: RMF
 PROJECT NO. 15120101

Joe:

This is to follow-up on our earlier discussion. It is my understanding that a newly elected Regional School Committee member has asked to be designated as a special municipal employee. It is my further understanding that she is involved with a number of local boards and is concerned that her election will impact her ability to remain actively involved with these community organizations and appear before Town boards and committees. As we discussed, the special municipal employee designation applies to positions, not individuals. Accordingly, the designation would apply to all of the members of the Regional School Committee, not just the individual in question. A position is eligible for designation by vote of the Board of Selectmen if: the position is unpaid; or the position is part-time and the person is able to work another job during normal working hours; or the position is paid, but for not more than 800 hours by the Town in the preceding 365 days. It is a policy decision for the Board whether to designate a position as a special municipal employee.

If a position is so designated, certain provisions of the Conflict of Interest Law, apply in a less restrictive manner. Specifically, under G.L. c.268A, §17, a municipal employee is generally prohibited from representing a private party before municipal boards or departments. This section also prohibits municipal employees from acting as agent or attorney for a private party in connection with any matter of direct and substantial interest to the city or town, and prohibits municipal employees from accepting pay or other compensation in connection with any matter of direct and substantial interest to the municipality. However, a special municipal employee is not subject to the same restrictions and may represent private parties before municipal boards other than her own, act as an agent before other boards or committees and receive compensation for her work. For example, if the Conservation Commission is designated as a special municipal employee, a member of the Commission who is an engineer or attorney may appear before the Zoning Board or Planning Board or behalf of private clients, provided that the person had no official involvement in the matter. He or she may also be paid by the private client for his or her services.

Similarly, the restrictions under G.L. c.268A, §20 with respect to having an interest in contracts with the Town and on holding multiple municipal positions are also less restrictive. Section 20 greatly restricts a municipal employee's ability to have a financial interest in a contract with the Town, whether it is a contract for goods and services or a second position or office with the Town that is compensated. Special municipal employees may have an interest in such a contract, however, by filing a written disclosure with the Town Clerk, or by obtaining an exemption from the Board of Selectmen if the second position is within the employee's own agency or department. Additional examples and details can be found on the State Ethics Commission website: <https://www.mass.gov/service-details/special-municipal-employees>.

Finally, I note that the State Ethics Commission has determined that in order for an eligible regional district position to be designated as a special municipal employee, it requires a vote of the Board of Selectmen of all district members. Here is the Commission's advisory on the subject: <https://www.mass.gov/advisory/advisory-84-02-municipal-districts-and-authorities-and-their-special-municipal-employees>. It is my understanding that Wenham has already designated the School Committee as specials.

If you have any questions, please do not hesitate to contact me.

Tom

Thomas W. McEnaney, Esq.

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**TOWN OF HAMILTON
BOARD OF SELECTMEN**

POLICY NAME: Third-party flag raising policy

AFFECTED: () All employees () Boards () Committees () Elected
() Appointed (X) Town Wide

DATE OF VOTE:

EFFECTIVE DATE:

POLICY TYPE: (X) New () Amendment

1. A third-party organization or individual may apply to have the Town raise a particular flag on the Town Hall or other town-owned flag pole. All such applications must be submitted to the Town Manager for review. The Town Manager will notify the applicant whether the request is approved or denied.
2. Whether the application is approved or denied is in the sole discretion of the Town, acting through the Town Manager, which may do so for any reason or no reason at all.
3. The choice of which flag to raise on the Town Hall flagpole – including the approval or denial of the application noted above – is government speech, to which the strictures of the Free Speech Clause of the First Amendment do not apply.
4. The Town does not, nor has it ever, intended to designate the flagpole(s) as a public forum by permitting a third party to raise a particular flag on the same. Accordingly, nothing in this policy, the town's choice of which flag to raise, or the manner in which it makes such choice should be interpreted as designating the flagpole as a public forum.
5. No event on Town Hall property or elsewhere which accompanies the raising of any third-party flag shall have any effect on the town's intent as set forth in Sections 3 and 4 above.
6. Applicants must complete a flag-raising application, which can be found at www.hamiltonma.gov or by visiting Town Hall.
7. Applications must be submitted to the Town Manager at least 30 business days prior to the date on which the applicant is seeking to raise the flag and must contain the following information:
 - a. The name of the applicant;
 - b. Contact information for the applicant;
 - c. The purpose for which the applicants to raise the proposed flag;
 - d. If the applicant is an organization or an individual on behalf of an organization, a description of the organization, including any local, national or international

affiliation a brief history of the organization, the organization's website address, its non-profit status, and any other relevant information;

- e. The date and time on which the applicant is seeking to raise the flag;
 - f. The duration for which the applicant wishes the flag to remain raised;
 - g. A colored picture of the proposed flag (front and back) and its proposed dimensions.
8. Generally, third party flag-raising must occur on normal business workdays (state and federal holidays are not normal business workdays) between 10:00 a.m. and 3:00 p.m. An applicant may request to raise a flag outside of the foregoing window, but must then submit a sufficient reason for the Town to allow the applicant to do so.
 9. If approved, the applicant must deliver the flag to the Town Manager 48 hours before the scheduled raising thereof and retrieve the same flag after the flag has come down. The flag must be clean and serviceable with dimensions no less than (...) and no greater than (...). The Town will not be responsible of flags that are not retrieved within 48 hours of being taken down.
 10. Applicants may be required to pay for security, custodial or other costs incurred by the town in raising the proposed flag.
 11. If ordered, third party flags will be lowered to comply with the U.S. Flag Code. If the Governor of the Commonwealth or other authority of competent jurisdiction orders that the U.S. Flag be flown at half-staff, no other flag may be flown higher than the U.S. Flag.
 12. The Town will deny Applications to raise a third-party flag which contains content that:
 - a. Poses a danger to public health or public safety;
 - b. Violates the Town bylaws, regulations, practices, or ethics.