

West Windsor Selectboard  
Draft Minutes  
August 10, 2015

Present: Tom Kenyon, Ted Siegler, Nate Pion (Aldrich + Elliott), Jason Booth (Aldrich + Elliott), Mike Spackman, Cathy Boedtke, Kelsey Allen, Sherry Barbour, Marisa Becker, Tom Urban, Gretel Schuck, George Calver (VT Standard), Martha Harrison

1. Call to Order – Selectboard Vice Chair Tom Kenyon called the meeting to order at 6:30 PM and noted that the Chair is absent.
2. Changes or additions to the agenda – Letter from Trace Landino
3. Announcements/Public Comment – Fourth of July Committee: Cathy Boedtke said the committee is disappointed that they have not had an official response from the Selectboard to their email questioning the Selectboard’s authority to withdraw privately donated funds not related to tax revenue. Cathy said the committee would like the opinion of town counsel on that question. Cathy said she also thinks the Selectboard has an obligation to notify the committee if they change their position on something. Tom said the Chair has asked that this issue be put on the agenda for the next meeting. Ted asked if the total amount in question is \$182. Cathy said she doesn’t know and it’s irrelevant; the committee isn’t questioning whether the funds were available, they are questioning what occurred on June 9<sup>th</sup> and then what occurred on July 27<sup>th</sup>, as noted in the Selectboard’s minutes. Ted said if we’re talking about \$182, he doesn’t want to spend money on an attorney to figure it out. Ted added that if the Chair prefers to discuss it at the next meeting that’s fine with him. The next meeting is August 24<sup>th</sup> at 6:30 PM.
4. Village sewer project update - Review A+E’s bid tabulation, bid analysis report and Disadvantaged Business Enterprise Report and Consider A+E’s recommendation regarding bid acceptance: Nate Pion presented A+E’s report and noted that Zaluzny Excavation out of Vernon, VT is the apparent low bidder. Nate said Zaluzny’s bid is both responsive and compliant. Nate said A+E checked Zaluzny’s references, contacted their bid bond and insurance agency and banking company and made sure there weren’t any red flags. Nate said the report also includes proof of the advertisement for bids that went into the Rutland Herald and the Valley News. Nate said A+E recommends that the contract for the base bid be awarded to Zaluzny for \$1,601,392 and that the contract for the bid alternate also be awarded to Zaluzny for \$278,502, contingent on receiving all project approvals, which includes obtaining the remaining six easements and getting concurrence from the Facilities Engineering Division (FED) with regard to the state’s pump station concerns. Tom asked about the sink hole concerns raised by the Town of Bradford following Zaluzny’s work in that town. Nate said A+E was not involved in that project. Martha asked if West Windsor can include something in our contract to address any potential post-construction issues. Jason said A+E has worked with Zaluzny in the past and the quality of the work has always been very good, although project management is somewhat slow to respond. Jason said the contractor is required to have performance and payment bonds so if Zaluzny is not responsive to an issue the town can call their bonding company and work through a resolution. Jason said once the project is substantially complete, there’s a one year warranty period during which the contractor has to address any and all issues that arise. Jason noted that the reference from Bradford was mixed; the town had some issues with the owner of the company, Steve Zaluzny, not being responsive but found the superintendent on the project, Dave Clark, to be very responsive. Jason said it’s his understanding that Dave Clark is going to be the superintendent on this project as well. Jason said Bradford did have an issue with sink holes but he does not know how that issue was resolved. Tom noted that the system worked. Ted asked where the cost savings were in Zaluzny’s bid. Nate noted some cost savings in the pump stations. Ted asked if this is going to be a two-season project. Jason said yes. Jason said the contractor will have to provide a schedule but A+E’s thought is that the mainline, and the pump stations to a point, will be installed this year. In the spring, Jason said, the pumps and controls will be installed, the pump stations will be tested, the house services will

be installed and the septic tanks will be decommissioned. Ted asked about the timing of the directional drill. Jason said he would envision the directional drills and the jack and bores being done this year. Nate provided copies of the most recent total project cost chart, broken out by funding source, with most of the VCDP grant funds going to construction, including the four interior re-plumbs. The remaining construction costs, the cleaning and inspection of the emergency storage tanks at pump station #1, 5% construction contingency, preliminary engineering, final design, construction services, and other miscellaneous costs are covered by the CWSRF loan. Jason said the preliminary engineering costs were paid through a CWSRF planning loan. Nate said the archeological services provided by Hartgen were billed directly to the town; additional archeological studies were done as part of A+E's preliminary engineering study. Nate described the construction services and noted that Bob Moulton will be A+E's Resident Project Representative. The estimated total project cost, Nate said, is \$2,478,870. Tom asked about the "short term interest" line item. Nate said towns sometimes have to take out a short-term loan to cover a partial pay estimate from the contractor while waiting for reimbursement from VCDP or CWSRF. Martha asked if A+E will provide a cash flow analysis. Jason said yes. Nate noted that the VCDP grant is \$891,547 and the remaining funds are coming from a CWSRF loan. Jason said payments on the loan are not due until two years after substantial completion. Jason said the town will pay the invoices associated with the project and then request reimbursement from CWSRF and VCDP; reimbursements are made twice a month. Jason said contractor invoices are based on progress made (e.g. amount of pipe laid), which A+E keeps track of on a daily basis. Nate explained that costs associated with connecting the identified point of pollution to pump station #1 are eligible for a state pollution abatement grant. Nate said he revised the eligible costs based on Zaluzny's estimate and then carried that same percentage (52%) through the remaining project costs. The eligible costs total \$1,249,528. Since the pollution abatement grant amounts to 35% of eligible costs, the total grant amount is \$437,335. Nate said the legislature will not make a decision on that grant until 2017. Jason said right now, the town is looking at a CWSRF loan of \$1,587,323; if the legislature approves a pollution abatement grant of \$437,335 in 2017, the CWSRF loan will drop to \$1,149,988. Martha said the legislature figured out the debt service with and without the grant and agreed to cover the difference in the debt service for the next two years until they re-consider awarding the grant in 2017. Ted asked about the time period for the debt service. Jason said it is a 20-year, 2% loan. Martha said she got an email today saying that the state is considering extending the loan term to 30 years and asking if the town would be interested. Tom noted that the inclusion of the bid alternate makes a big difference in the annual user fee. Ted noted that the loan is being re-paid by all the taxpayers and the operation and maintenance costs are being paid by the users. Nate reviewed A+E's efforts with regard to Disadvantaged Business Enterprises (DBEs), as well as Zaluzny's efforts. Nate said A+E has determined that Zaluzny complied with the DBE requirements and recommends that the town accept their effort. **Ted moved to concur with the recommendation of Aldrich + Elliott that the town accept the DBE effort from Zaluzny Excavation and award the contract to Zaluzny for both the base bid and bid alternate #1, for \$1,879,894, contingent upon all project approvals being received prior to contract signing. Tom seconded the motion, which passed unanimously.** Tom noted that the Selectboard Chair is absent. Sewer system pump station 1 & 2: Nate said the state has concerns about emergency storage capacity at pump station #2, which Windsor now owns. According to the memorandum of understanding between Windsor and West Windsor, Windsor accepted pump station #2 in "as is, where is" condition so, in A+E's opinion, it is Windsor's responsibility to address the storage capacity issue. Regarding pump station #1, A+E is waiting for power outage information from Green Mountain Power so they can determine that the emergency storage tanks are adequate. Jason said the tanks at pump station #1 can hold about 92,000 gallons, or 17 hours-worth of storage, so if the longest power outage over the past three years (not including unusual events) is less than 17 hours then there's no problem. Nate explained that ps#2 tells ps#1 to stop pumping if there's a problem so the only volume that ps#2 needs to be able to handle is the volume in the forcemain from the high point down to ps#2, along with the volume from Dairy Lane. Martha asked about discussions between Jeff Fehrs and Windsor. Jason said Jeff's unofficial

position is that the wastewater management program will not put requirements on the Brownsville project relative to pump station #2 because that is Windsor's issue. Jason said the Facilities Engineering Division can then decide whether or not to concur with Jeff's position, once he makes it official. Martha noted that Windsor has an issue with pump station #2 regardless of whether or not the village sewer system is constructed. Jason agreed and said it's a pre-existing condition. Sewer easements & subordinations: Nate said 21 easements have been signed, six still need to be signed, and three don't need easements because they are owned by the town. Martha noted a letter from Trace Landino expressing concern about her barn not being connected, and a memo drafted by A+E indicating the reasons. Tom Urban was present on behalf of Trace. Tom Urban asked if a pump could be installed. Jason said a grinder pump would cost \$23,000. Tom Urban was concerned about what happens in the future if the current system serving the barn fails. Nate explained the reasons for not connecting the barn. Tom Urban asked if a wye could be installed to provide for a future connection if necessary. The town and the engineers agreed to install a stub. Tom Urban agreed that the proposed solution is acceptable. A+E will send a revised map. Jason said we need the easements signed and a Certificate of Title to Site from Town Attorney Matt Birmingham before we can proceed with the village sewer project. There was discussion about the difficulty of obtaining subordination agreements from the large banks. Martha reviewed the current status of the unsigned easements. CWSRF construction loan amendment application: Nate said, based on the revised total project cost estimate, the town will need a CWSRF loan of \$1,587,323. Nate said the increase in the loan amount needed is due to the inclusion of the bid alternate. Jason said it is also due to the fact that the town is still waiting for the legislature to approve a pollution abatement grant. **Ted moved to authorize Tom Kenyon to sign a Clean Water Loan amendment application increasing the amount requested to \$1,587,323. Tom seconded the motion, which passed unanimously.** Tom noted, again, that the Chair is absent. Jason noted that the total project cost is an estimate that will fluctuate over the course of the project. Act 250 permit: Nate said Act 250 is just waiting for a concurrence letter from DEC and FED regarding pump station 1 and 2 before issuing a permit. Jason asked if the town has signed a grant agreement with VCDP. Martha said not yet; Nathan Cleveland said he will get the agreement to the town before the Selectboard's next meeting on August 24<sup>th</sup>.

5. Water system update – Nate referenced Joe Duncan's August 3<sup>rd</sup> email about options for the water system and added that everyone is waiting for the acquisition of the water system by the town to be approved by the Public Service Board (PSB). Ted said he's not convinced that the proposed solution is the most logical or the most cost effective. Ted said it's obvious that no work is going to be done this fall. Nate briefly described the three options proposed in Joe's email. Ted asked A+E to provide cost estimates for each of the options by late fall/early winter, so we can have a bond vote at Town Meeting. Nate said at this point there won't be any construction until Spring 2016. Ted noted that the town needs to talk with the water system operator and come up with a plan to get through the winter with the current conditions. Tom asked whose responsibility it is to make it safe for Patricia and Dennis to go into the building – the town or the owner of the building. Leak: Martha noted that there's a major water leak and the source has not been identified.
6. Highway Foreman's Report – Mike said the highway department is installing culverts and ditching. Mike asked if we have billed Windsor for maintenance of Brook Road. Martha said not yet.
7. Shattuck Hill runoff – Tom described the drainage problem, which is affecting Gretel Schuck's property. Tom suggested applying for a grant to solve the problem. Mike said there was work done in that area in the mid-1990s when Shattuck Hill ended up in the Matteson's yard. There was discussion of the options. Mike said an engineer would need to be involved in designing a solution. Gretel said in the past the highway department has always cleared out her driveway culvert, which is now full of sand, but when she called them this year she was told that they would not clean it out. Gretel said cleaning out the culvert would be simpler than re-engineering the road. Mike said the culvert is not in the highway right-of-way and Gretel was informed several years ago that the highway department would not continue to clean it out. Ted said if the culvert is not in the ROW, the town does not have the legal right or the responsibility to maintain it. All agreed that Gretel's house is vulnerable. Mike

suggested an easement allowing the town to maintain the culvert. Gretel said she doesn't think she would have a problem with that, she just doesn't think it's fair that she has to deal with all the water coming off Shattuck Hill. Ted said he thinks the town has an obligation to help solve the problem. The Selectboard agreed to do a site visit to Shattuck Hill and the Schuck property with Mike Spackman on September 14<sup>th</sup> at 6:00 PM.

8. Public Assembly application: Trace Landino (81 Brownsville-Hartland Road) for a wedding on September 26 from 3:00 PM until midnight – Tom said he has not heard any objections from any neighboring property owners. **Tom moved to approve the application for public assembly by Trace Landino for a wedding at 81 Brownsville-Hartland Road on September 26<sup>th</sup> from 3:00 PM until midnight. Ted seconded the motion, which passed unanimously.**
9. Public Assembly application: Lucy MacKenzie Humane Society (4832 Route 44) for a volunteer recognition dinner on August 20 from 5:30 PM until 9:00 PM – **Tom moved to approve the Lucy MacKenzie Humane Society's application for a volunteer dinner at 4832 Route 44 from 5:30 PM until 9:00 PM. Ted seconded the motion, which passed unanimously.**
10. Sign Town Clerk's orders – None
11. Town Clerk/Treasurer's Report – None
12. Highway access application: Cowshed Trail (near intersection with Cemetery Rd.) – Martha said the application has been revised. The applicants, Peter and Melanie Gale, are now requesting an access on Cemetery Road. Specifically, they would like to convert the existing agricultural access for the barn to a residential driveway. Mike said he is okay with granting initial approval for either location, although the Cemetery Road access is better. **Ted moved to grant the Gale's application for initial approval for a residential highway access to parcel #5-71.1 on Cemetery Road. Tom seconded the motion, which passed unanimously.**
13. Sign Better Backroads grant agreement – Martha said the town got a \$9,200 grant from Better Backroads. **Ted moved to authorize the Vice Chair to sign the Better Backroads grant agreement on behalf of the Selectboard. Tom seconded the motion, which passed unanimously.**
14. Discuss MOU re: Deer Run Road – Due to the absence of the Chair, **Tom moved to table consideration of the Deer Run Road MOU. Ted seconded the motion, which passed unanimously.**
15. Mountain property acquisition update – Base Lodge: Ted asked if there was discussion about the Base Lodge at the Regional Planning Commission meeting. Tom said there was discussion but no motions were made. Ted said Dick is working on an option agreement and he'd really like to get it to Mark Blundell as soon as possible. Mile Long Field: Martha said the property owner's plan is to access the field off Lemire Road. Ted asked if Lemire Road is a public highway. Martha said yes. Tom asked if we know exactly where it ends. Martha said Bob Farnsworth is going to survey it so we'll find out. Tom asked if we already have approval for the subdivision. Martha said we have water/wastewater and Act 250 approvals. Cell tower: Martha said she has not received a revised map from AT&T for the proposed new cell tower. Negative covenants: Martha asked the Selectboard if they are okay with the town being restricted from engaging in commercial telecommunications on the property being acquired from MFW Associates. Ted asked if the restrictions were part of the original purchase and sales agreement between MFW and TPL. Martha said the purchase and sales agreement included a telecommunications easement over the entire 3.38-acre maintenance shed parcel. Martha said the town would like the easement limited to a specific area so the town can use the rest of the parcel. Martha said Kate was going to clarify that the town could use the property for non-commercial telecommunications such as police or public works communications. Ted was concerned about giving up a potential revenue source. Martha said we would just be giving it up on this parcel because the conservation easement restricts us from commercial uses on the 460-acre parcel. Ted said we might be able to amend the conservation easement. Ted suggested asking Kate if this is a new request by MFW or if it was in the original purchase and sales agreement. Martha agreed to contact Kate. Underground storage tank: Ted said the state is not going to pay to remove the tank unless they can't

sample without removing it. Ted said he has asked Matt Becker, the Brownfields project manager, if we can fill it with sand rather than removing it and is waiting for an answer.

16. Request to clear ski trails – Tom said there is a question about liability. Tom noted that we don't own the property yet. Martha said we do have it under lease. Ted said he wants to know if our insurance will cover us if someone tips over a tractor. Martha said she is looking into that with VLCT and meeting with Jim Lyall and Laura Farrell to find out more about their plans.
17. EC Fiber contract – Martha said it's her understanding that we're waiting on a legal opinion from Paul Giuliani that the contract is in compliance with the bond vote. Ted said he thought we had already received Paul's opinion. Tom said the trees on Banister Road have been removed. Ted said he'd like to get this done.
18. Cunningham lease issue – Tom said this issue has been resolved. The town is going to allow Orange Lake's contractor to use the parking area until September 18<sup>th</sup>.
19. Sheddsville Cemetery update – Tom said additional fill has been added and graded and the wall is in. Tom said there's going to be a white farm fence for access.
20. Town Hall projects update – Tom said he would like to ask Dave Silvester for an estimate to fix the windows in the upstairs hall.
21. Tree Warden update – Tom said Judith Wilson had a tree come down and he worked out a deal with Knox. Tom said there are also some ash trees on Banister Road that need to come down and he will get price quotes. Tom said there's also a dead tree on Hammond Hill for which he will get a price.
22. Other Business - None
23. Approve Minutes - July 27: **Ted moved to approve the minutes of July 27 as written. Tom seconded the motion, which passed unanimously.** July 28 & 30: **Tom moved to table the minutes of July 28 & 30. Ted seconded the motion, which passed unanimously.**
24. Adjourn – **Ted moved to adjourn at 8:26 PM. Tom seconded the motion, which passed unanimously.**

Respectfully submitted,

Martha Harrison