

JOHNSON SELECTBOARD/TRUSTEE BOARD JOINT MEETING MINUTES
JOHNSON MUNICIPAL BUILDING
MONDAY, MAY 13, 2019

Present:

Selectboard Members: Mike Dunham, Nat Kinney, Doug Molde, Kyle Nuse, Eric Osgood
Village Trustees: Scott Meyer, Brian Raulinaitis, Gordon Smith, Bob Sweetser, Phil Wilson
Others: Brian Story, Meredith Birkett, Rosemary Audibert

Note: All votes taken are unanimous unless otherwise noted.

1. Call to Order

Gordy called the trustees to order at 5:42. Eric called the selectboard to order at 5:43.

2. Review of Agenda and Any Adjustments, Changes and Additions

It was agreed to delete the joint employee discussion in the interest of time.

3. Merger Study Proposal Review

Mike said the scoring sheet he was given had 20 points for experience, 20 for methodology, 5 for timeline and 5 for cost. He felt he would prefer to put a different emphasis on the different categories, so he changed it to 15 points for experience, 15 for methodology, 10 for timeline and 10 for cost. If others want him to, he can use the original scoring, but he will adjust his scores so it still comes out the same. Eric said he thinks Mike has to change to use the same scoring everyone else used. Mike said he would do that but the numbers would still come out the same.

Eric asked if the trustees had an opportunity to discuss the proposals. Meredith said they had a very general discussion. They were saving further discussion for this meeting. Eric said the same is true for the selectboard. He thinks if money were no object the selectboard would have gone in one direction and yet money is an object. The selectboard felt the two less expensive proposals were lacking in experience in areas where the board wanted them to have background knowledge. That was the general discussion the selectboard had.

Bob said he felt all the proposals were after the same thing. He can't see any difference. He scored all of them the same because they all had the same intent.

Phil said the cheapest of the 3 proposals is also the shortest. It only mentions interviewing 10 people. He doesn't think that is sufficient. It could be done in two weeks time. He doesn't feel the cheapest proposal is worth pursuing. That is the proposal from Steadman Hill. Nat said the Steadman Hill proposal says it will take six weeks rather than two, but Phil's point is taken.

Eric said his concern with Steadman Hill was that the consultant had a preconceived opinion that it makes sense to merge. He is not looking for a preconceived opinion. Also Steadman Hill had no merger experience.

Gordy said if he were going to support one proposal it would be the cheapest because the will of the people was for the boards to spend up to \$8,000. He thinks the Steadman Hill proposal gives a strict accounting of dollars and cents and does not get into operations. The \$32,000

proposal gets into operations. The boards could spend a lot of money on a study and then the voters could say that there should be no merger.

Eric said one thing he liked about the \$32,000 proposal from CGR was that CGR were the only ones that had experience with this. They probably are very familiar with our kind of setup. But we don't have \$32,000.

Nat said another issue in addition to the cost is the timeline. CGR's timeline was 6 months. His concern is that although they will do a thorough job it will take staff time and in-house resources. The CGR proposal is clearly the best study but he wonders if they would be going further in-depth than what we require at this stage.

Gordy said the trustees are authorized to spend up to \$4,000. Is the selectboard willing to spend more than \$4,000 and if so how much? Eric said the selectboard wasn't held to the same limit. He doesn't remember how much the town budgeted but it was not \$32,000. He is not sure how much the selectboard would be willing to spend. They went into this thinking the cost would be in the \$8-\$10,000 range.

Doug said the CGR proposal is the only one he feels is worth doing but it is too expensive. He thinks we would be throwing away money on the others because we wouldn't get anything useful to us. Unless CGR can provide an alternative that is lower in cost but still uses their skills he would pass on all the proposals. He doesn't feel we would get the information we need from the other proposals.

Meredith said after looking at all the scoring sheets that had been submitted by board members CGR's average score was 41.7%, Ascent's average score was 27.2 and Steadman Hill's average score was 32.7.

Scott said he was a little alarmed by the high cost of the CGR proposal because it was quite a bit more than the RFP but he might consider CGR if they were willing to renegotiate. He didn't like the lowest cost proposal at all. It seemed top-down. He feels everyone has to be involved. He likes the middle proposal from Ascent.

Kyle said another concern with Steadman Hill is that he has worked under Meredith in the past. She believes him when he says that will have no bearing on this. But she feels the intent was to have a real third-party study done with no influence.

Brian R. asked if it is worth talking to CGR about reconsidering. Eric said Brian Story approached them but because the boards hadn't made a decision yet on the proposals they were hesitant to undermine their own bid. Eric said he thinks if we chose none of the proposals they might come in with something more reasonable.

Phil asked, could we approach them and instead of telling them what we want from them ask them what they would be willing to provide? Eric said he thinks that is what the selectboard is thinking of asking. What could they do with \$8-10K? Doug said we might be able to ask

them what they think we would need in order to make a decision and what it would cost to produce that for us.

Meredith said she thinks that would be reasonable since they were the highest scoring. If their proposal had not been the highest scoring she would say that all three should be given a second chance. But she thinks it is reasonable to go to the highest score and ask them how they can work with us. She thinks that is a reasonable and fair approach.

Mike said his preference would be not to spend any money. The board had talked about grad students doing the study for free through UVM or Dartmouth. He still thinks that is the best approach. Bob said a concern with that is the length of time and the amount of work managers will have to do to dig out everything the students want. Mike said it is possible the managers might have to do that anyway. Bob said he doubts it.

Meredith said she thinks Brian had conversations with a college but they wouldn't be able to start until next spring. Eric and Meredith said that the scope would have to be narrowed if we used students.

Gordy said village employees are wondering if they are going to have a job in the future. They are wondering if they should start looking elsewhere. He wouldn't blame them if they started looking. Mike said it will be a long time until anything changes for them. We would have to have the study and a vote and we don't know what the result of the vote would be. Gordy said he knows it is uncomfortable for many of our employees not knowing what will happen. It is not easy for them. But if we don't do a study now the issue will come up again in two or three years.

Doug said he feels we have to hire people who are experienced. We have to figure out if a study can be done for an affordable price. He doesn't want to hire people he doesn't think would generate a quality report. He doesn't want to waste money. He would be hesitant to go with grad students just because they are free.

Scott asked if any comments were made to the selectboard from the public about the cost. Gordy said the \$8,000 figure was mentioned on the floor at town meeting. He second-guessed it at the time. Scott said the proposals are such a drastic difference compared to the amount discussed on the floor. Eric said the town could never afford the amount in the highest proposal. They didn't budget for that. They would be stretching trying to find \$15,000. Scott asked, even if CGR reduced the amount of their proposal down to \$20,000, would that be okay for the taxpayers? A lot of people were complaining about not being able to afford taxes in this community. He wants the best consultant to look at this but there is a question of whether the taxpayers have the stomach to pay for it. (*Brian Story arrived at 6:06.*) Do we want to get an idea from the voters what their appetite is for more cost? Kyle said the question is where the town could come up with the money. It is a moot point as we don't have that in our budget. We need to stick close to \$8,000 or \$10,000. Scott asked, will it be worthwhile to ask them what they could do for \$20,000 less?

Brian S. said CGR had indicated in their proposal that they could talk to us again about this. He started a conversation but they were concerned about bidding against themselves. They suggested we could cut the scope of work into pieces and start doing the first part of the work under one contract and revisit the rest in the future. Scott asked, won't that drag it on? Eric said he doesn't like the idea of just dividing up the work without renegotiating the price.

Doug said his suggestion was to ask them what they think we would need and what the price for that would be. Brian S. said they may be willing to have a more detailed conversation if we say we had a vote and their bid was declined. They were uncomfortable negotiating against themselves. He can try to get more detail now.

Mike said he is not interested in paying \$28,000 even if it is split over 4 years.

Phil asked about the possibility of getting a Municipal Planning Grant. Brian said we can go out for one. This year we went for a Municipal Planning Grant, which was declined, for engineering work for the light industrial park. Most grant funds that are available would also be available for other projects. We would have to assign priorities and identify what our first priority is. We can submit more than one proposal but we may not want to. We almost certainly won't get more than one award.

Eric said he agrees with Doug. He wouldn't support any of these proposals. He feels the affordable ones wouldn't be worth the money. He would reject all of them. Doug agreed that he would reject all the proposals and ask the managers to make an inquiry

Kyle asked, what if a new proposal still came back too high? Would we go back out to bid? Doug said no; he would leave it for a while.

Eric said he thinks the consensus of the selectboard is to reject all the proposals. Gordy asked how the trustees feel. Scott asked what the next step is if we reject all three proposals. Phil said he likes what Doug suggested. And Plan B after that could be to reach out to a university again.

Brian Story said these proposals tell us how much it will cost for the scope of work we initially put out there. Any future discussion will have to include a new scope of work. We can try to devise a new scope of work with CGR that fits under our dollar amount or we can look at alternatives to bring that down. We might use students to collect data to give to a more experienced consultant to save some money on data collection. The key point is that we will have to explore a new scope of work.

Bob said he wonders if the Steadman Hill proposal would give us as much as doing one section of the highest cost proposal. We want a starting point. He doesn't think it would be the worst thing to go with Steadman Hill and get the basics. Other consultants might know more about how a merger would work but he thinks that would be a good starting point.

Mike moved to accept the bid from Steadman Hill. The motion died for lack of a second.

Gordy suggested going back to CGR to see what they can do for \$8,000 or \$9,000 and then comparing that to the Steadman Hill proposal. Meredith said she would be hesitant to go back to CGR without telling them the maximum amount we can spend. She would suggest asking what they can do for us for \$8-10,000. Mike questioned how much we would get for \$8,000 from CGR when they started at \$32,000. If Steadman Hill says they will do the whole study for \$9,300 we should go with them.

Scott said he recommends refusing all three bids. He suggested coming up with a list of strong and weak points and why the proposal was refused for each of the consultants and letting them know that if they are willing to fix the weak points they can resubmit. That way we would give all three consultants a chance.

Nat said for him important shortcomings have to do with experience, so how are they going to fix that? Scott said they can bring in someone with more experience. Doug said the lower cost proposals are from single person shops. Scott said they can bring the talent on board.

Mike said if we go with Steadman Hill the study could be done in 7 weeks and we could move forward and take a vote at a special town and village meeting and have an answer by the end of the summer. Scott said that doesn't necessarily mean it will be quality work. He is seeing that proposal includes a limited amount of people to be interviewed. It doesn't seem to be a good dig into the possibility of a merger. Mike said just because you pay a lot it doesn't necessarily mean you will get a good product. Scott said he is basing his opinion on the proposals. He thought that proposal was weak. Meredith noted that Scott had scored Steadman Hill the highest. She thinks he is confusing Ascent with Steadman Hill. Scott said she is right. But he is still sticking with what he said.

Doug said he would reject the two lower cost proposals whatever the price. He wouldn't vote for the highest cost one because of its cost. He would ask Meredith and Brian to see if CGR can provide a quality product tuned to our needs.

Gordy moved and Bob seconded to reject all three proposals. Scott asked if we can notify the consultants of their strengths and weaknesses. He doesn't want to vote to say no to all three unless he knows feedback will be given to all three. Gordy and Bob withdrew their motion. **Scott moved to reject all three proposals and give all three firms comments on why their proposals were rejected in hopes they will correct those weaknesses, Brian seconded and the motion was passed.**

Doug said he doesn't think that would move us ahead. No one on the selectboard wanted to make a similar motion. **Doug moved and Kyle seconded to inform CGR that their proposal was the highest scoring but that no proposals were accepted and that we want to see if their proposal could be tailored to our ability to pay.**

Mike said Steadman Hill has 30 years experience. They have a decent resume and a decent price. He will not support the motion. Nat said the experience was mostly in transportation planning. Mike said planning is planning.

The motion was passed with Mike opposed.

Scott asked what will happen since the trustee's motion called for reaching out to all three consultants and the selectboard's motion only called for reaching out to one consultant. Nat said we don't want two different messages to go out from Brian and from Meredith. Meredith asked if we could give feedback to all three and ask all of them to come back with revised proposals. Scott said we could always say no. Meredith said they may decline to come back with revised proposals. Nat said he agrees with Meredith's suggestion. Doug said he does not agree. Doug said he doesn't want to encourage people to bid when he feels that he would not accept their proposals because he doesn't think they have the experience. He doesn't think we will get revised proposals from people unless they know they are at the head of the pack. If we let a consultant know that we told everyone what was wrong with their proposals he feels they won't come back with a new bid.

4. Gardening Plan

Gordy said the beautification committee got beautiful drawings and prices from Andrea Blaisdell for the areas by the flagpole and the welcome sign and options for landscaping at the village green.

5. Adjourn

The select board adjourned at 6:34. It was moved and seconded to recess the trustee board meeting at 6:34 and the motion was passed.

Minutes submitted by Donna Griffiths