

JOHNSON VILLAGE TRUSTEE BOARD MEETING MINUTES  
JOHNSON MUNICIPAL BUILDING  
MONDAY, NOVEMBER 9, 2015

**Present:**

Trustees: Gordon Smith, Walter Pomroy, David Goddette, Scott Meyer, Bob Sweetser

Others: Sandy Miller (Interim Manager), Rosemary Audibert (Clerk), Tom Elwood, Troy Dolan, Doug Molde, Brian Monaghan

**Note: All votes taken are unanimous unless otherwise noted.**

**1. Call to Order**

Gordy called the meeting to order at 5:58.

**2. Changes, Additions to Proposed Agenda**

The board agreed to add an update on the municipal building roof project.

**3. Transfer of Ownership**

Doug said the Katy-Win mobile home park was recently sold by Desmarais Park Realty Trust to ShipSevin2 LLC. He represented the Desmaraises in the transaction. He found a deed for a pump house at Katy-Win that was provided to the village years ago but never recorded. He updated it to reflect the equipment that is currently there.

David asked if the village has a right of way. Doug said there were two prior deeds giving easements there were recorded.

Tom asked which pump house this deed is for. There are 3 in Katy-Win. After reviewing the information in the deed, Tom said he guesses the deed refers to the main pump house. There are 2 others and the village is maintaining all of them. Doug thinks the others are in the prior deeds.

Tom said we were looking for a complete map of the water system in Katy-Win. Is that something that could be provided? Doug said he asked about that. George Desmarais Jr. said he would be happy to take people around and show them where things are so they could mark locations. It sounds like he doesn't have a map. Walter said the Desmaraises came in here and gave us the best maps that existed.

Sandy noted that one paragraph in the deed indicates that the property owners can do what they want with the water lines and supply lines. Tom said that can't be allowed. Gordy said they can't do repairs in the pump house. Tom agreed. Sandy said he doesn't think that paragraph is legal. Doug said it is beyond his hands at this point. The board would have to talk to the attorney for ShipSevin2 LLC. Sandy said he feels we need an attorney to review this. **David moved to table acceptance of the pump house deed until the board receives legal counsel, Scott seconded, and the motion was passed.** Doug said he will pass it on the other attorney. (*Doug left.*)

**4. Meet with Brian Monaghan to Discuss Attorney Services**

Brian Monaghan joined the board at 6:12. Sandy said we talked at the last meeting about having Brian come in and introduce himself with the idea that we might want to speak with him about representing the village in some matters. Sandy learned the Brian has some history with the village. He asked Brian to speak about that. Brian said he has sometimes represented individual members of VPPSA, including Johnson. He has worked with Duncan a little. He started his career working

at VLCT. He has been in private practice for about 10 years. He represents municipalities all over the state. Municipal law is really all he does.

Walter asked who else in his firm could be a resource for us. Brian said there are 5 other attorneys in his firm and 2 non-lawyers on staff. Others in addition to him also do a lot municipal work. Walter said we are looking at revising our personnel policy. We would probably want an attorney to review it. Would Brian's firm be capable of that? Brian said when he first started working at VLCT he realized employment issues are huge for municipalities. He thinks he has come to have pretty deep expertise in that area. He has written personnel policies from scratch and commented on them and his firm is one that PACIF calls on to represent towns when they are sued. Walter asked, if we had an established relationship with Brian, would PACIF direct our case to him or do the opposite? Brian said in his experience both things have happened. He thinks it depends on what the PACIF adjuster wants to do. Sandy said sometimes PACIF wants an attorney they have picked because PACIF's interests are not the same as the municipality's interests. PACIF may be more interested in settling, for instance.

Walter asked if Brian is willing to provide us with a list of municipalities that could serve as references. Brian said he could. He agreed to send a list to Sandy.

Sandy asked Brian his rate. Brian said it is \$165/hr.

Walter asked if Brian is up to date on Open Meeting Law. He said yes.

David asked if that rate includes mileage. Brian said if he had to come out to Johnson to a meeting he probably wouldn't charge for travel time. He thinks charging for mileage at the IRS rate is fair but his general practice is not to charge for travel time.

Sandy asked Brian to talk about other attorneys at his firm. Brian said his partner Claudine Safar also does a lot of municipal work. She has deep experience in municipal law and general litigation. Ed Adrian also does a lot of municipal work. There are also some younger associates. They charge less and he tries to have them do work when he can to save money for the client.

Sandy said asked if Brian has any other clients in the Johnson area that might lead to conflicts of interest. Brian said not that he knows of. He represents Stowe in a water line case through VLCT. Walter asked if he represents any other municipal electric departments. Brian said he doesn't regularly represent any. Around 5 years ago he was representing some relative to purchases VPPSA was doing.

Sandy asked if he knows the town attorney, Dave Barra. He said he does.

**David moved to enter executive session to discuss the situation with Encore monies owed to the Village of Johnson for the JSC solar project and the claim filed by Diane Porter-Geoffrey as premature public disclosure would place the village at a substantial disadvantage, Walter seconded, the motion was passed and the board entered executive session at 6:25. Walter moved to exit executive session at 7:17, Scott seconded, and the motion was passed.**

**Walter moved to direct Sandy to work with Monaghan Safar Ducham regarding the Encore issue, the Porter-Geoffrey issue, and the warranty deed/ShipSevin2 LLC issue at a rate of \$165/hour, David seconded and the motion was passed.**

Sandy said last month we talked about the possibility of creating a special assessment district and he had told the board he would need to speak with an attorney to get more information about the legal issues involved. Would the board be willing to allow him to work with Brian on that issue as well? Walter said it wasn't clear to him which landowners have said they are interested. Sandy said it is not clear to him either but Jake Loeffler told him two adjacent landowners were interested. The board agreed Sandy should work with Brian's firm on the assessment district issue. Walter said unless he hears that all the affected property owners want to be involved he doesn't want to go very far with a special assessment district. Sandy said he has some basic questions about special assessment districts that he wants answered. He needs to get additional information as the board asked. If a majority of the board prefers not to explore the idea until everyone comes on board then we don't have to do work on this now. Scott and Gordy said they want to move forward with it. David said it is good to have research on our side. He thinks that is all Sandy is asking for. (*Brian left at 7:23.*)

5. ***Review and Approve Minutes of Meetings from October 12 and 28, 2015***

**Walter moved to approve the minutes of October 12 and October 28, 2015, Scott seconded and the motion was passed.**

6. ***Treasurer's Report/Review and Approve Bills and Warrants/Budget Status Report/Action Items***

Rosemary passed out a delinquent tax listing. She said Sharon Green is retiring and is no longer going to be doing tax sales. She has contacted Angela Ross, who is willing to do the town tax sale and presumably the village's as well.

**Walter moved to authorize Gordy to sign a sewer and water lien release for Alice Godin, Bob seconded, and the motion was passed.**

**Walter moved to authorize Gordy to sign the management representation letter from auditing firm Gene Besaw for the village and all the enterprises, David seconded, and the motion was passed.**

We have a generator preventative maintenance agreement to sign for 2016. The cost is \$1975. Rosemary said there is money in the budget for this. Tom said the company still needs to inspect one of the generators this year. The board agreed the agreement should be brought back in December for the board to sign after we know all 4 generators have been taken care of.

The board agreed to holiday pay of \$100 for all employees, including Jeff Parsons, who recently became a full-time employee but has been working part-time since last December.

Water income is at 85% and expenses are at almost 80%. Sewer revenues are at 84%. Electric revenue is at 85%. Walter said at this point in the year it should be 83.3%.

Rosemary said Belvidere paid its full fire contract amount, as did the Town of Johnson. Waterville will make its next payment in December. The college has not paid its donation. We usually have to ask them to pay. Gordy asked Sandy to send a reminder letter to JSC about its donation.

Gordy asked about credit cards. Is there just one shared between the village and town? Rosemary said the village and town do not have the same credit card. Troy has one, Cliff has one, and Rosemary has one.

**7. WWTF Chief Operator Report and Action Items**

Tom said the sewer plant is running really well. The lift station at Highland Heights was cleaned. He thinks new air releases are needed for the pumps there and he has ordered some. The catch basins on Clay Hill Rd. from the college entrance to Pearl St. were cleaned with the Vactor. There was a lot of plywood and debris in them. Plywood forms from when the manholes were poured were lying in the bottom. They pulled out a third of a pickup truck of wood. All hydrants were flushed and pumped down and checked to make sure there were no leaks, except that the hydrants by the School St. project were not flushed, just pumped down. A hydrant on the corner of Pearl and School Streets has been moved and still needs to be raised.

There is an abandoned curb stop on College Hill that is broken and was leaking water. We have capped it. We don't know how it got opened. It appears the contractor on the School St. project may have done it. After being notified of the leak, Tom shut off the line to Brad Moore's property but it didn't stop the leak. Brad Moore asked a tenant of his to dig to find the problem. They put in a Dig Safe request and Cliff marked it but the tenant didn't follow Cliff's directives. He dug into the primary and damaged the cable. Fortunately we had de-energized it just in case. Dealing with it took 6 hours of our time. They dug into it a second time and didn't tell us but a plumber they hired spotted the primary and we were called. Scott asked who would usually pay in a situation like this. Troy said he would assume it would be the property owner. Sandy agreed. But Tom and Troy pointed out the complicating factor that none of this would have happened if not for the leaking curb stop. The contractor may have opened it. They shouldn't have opened or closed any lines. Sandy said they weren't supposed to be encountering any service lines so there was no provision in the contract about procedures for dealing with them. The lines were not shown on the plans so no one knew to look for them. Sandy said the leaking water from the abandoned line took out Brad Moore's parking lot. There is a question of who is responsible. Tom said he doesn't know who put in the abandoned line that was never capped. Sandy said we contacted the construction engineer and told them out about our concern. The abandoned line is capped now but needs to be capped nearer to the curb stop.

Sandy said the School St. project is shut down for the winter. The contractor is talking about starting again April 18 and working for 3 weeks. We haven't received additional change order prices we have asked for repeatedly. Change Order #2 was a \$550 deduct. The plan called for 18-inch bases for the lights and we needed 24-inch bases, but we decided to put in 3 lights instead of 4, so overall it was a deduct from the original estimate.

David asked, didn't we hire a manager for the School St. project? Sandy said yes, we hired a construction management firm. Today on the phone we went over the notes with the principal in charge. They are clear and detailed up until the time when the problem must have occurred. There is no detailing of what happened when they reconnected the line. We expressed displeasure that they made connections without us being there to inspect them. David asked, isn't the manager there to make sure things like this don't happen and to make sure the project is completed on time? Sandy said there is room to be concerned about many different components of how the project was designed, constructed and managed. There is also concern regarding communications. They were not up to what he would consider standard practice, let alone best practice.

Scott said he is surprised there were not detailed notes from the construction manager about the issue with the abandoned line. In his experience, when something goes wrong notes get more detailed. Troy said he doesn't think they would have known what they did. Tom said they documented everything up until they would have turned the water on and they didn't document that they did that. They put a new Y in the sewer line and didn't have us come look at it. He asked for a warranty on the sewer lines they installed but the answer we have gotten is that it is an AOT contract and there is no warranty for sewer work. Sandy said he finds this hard to believe. That is something else for us to look at. *(Tom left at 8:09.)*

**8. Foreman Report and Action Items**

In the past few weeks the crew has made good progress cutting right of ways. During the past month a service on Clay Hill Rd. was upgraded and a service on 100C was retired. On Oct. 22 we participated in the ISO New England fall voltage reduction with no issues. Most of the catch basins on Railroad St. have been cleaned and hopefully the rest will be finished, weather permitting. Cliff and Nate spent a lot of time locating water and sewer lines for the contractor on School St. and College Hill. Rubber gloves and other rubber goods were sent out for their 3 month test. All the fire extinguishers owned by the village went through the required 6 month inspection. Two representatives from VELCO came in during the monthly safety meeting to discuss operation of the radios and any concerns with them. We don't have any issues with them. They don't work well right in the village, but they are used for mutual aid. Troy completed a draft budget for the long term vehicle replacement plan. He also worked on a sidewalk replacement schedule and worked with Lea to resolve some lighting issues related to the School St. project. The replacement transformer for the sewer plant has been ordered and should be here within the next 6 weeks. Troy has started purchasing the safety equipment and apparel Jeff will need to do tree trimming and ground work on the electrical system.

We get our uniforms through G&K Services. Troy recently learned that we had an agreement with them that renewed automatically for 36 months. Because we did not take any steps to keep it from renewing it renewed starting January 1. David asked what the cost to get out of the contract is. Troy said he doesn't know. They provide a good service. Steve Towne signed the contract with them. Gordy said the board never saw this contract. Gordy said he would like to look at the contract and cost at budget time.

Walter asked if there is some indoor place to store the Village Green picnic tables during winter or if they can at least be tipped up. Troy said he will have to check. He may have a spot.

A spreadsheet on sidewalks was distributed. It had information related to condition provided by Troy. Sandy added columns for use, funding options, and comments on how to proceed. Sandy said he talked with Lea about funding options. The Clay Hill section is probably the only section eligible for grant funds because the current sidewalks are asphalt, not concrete, which is substandard. They could be an LTF project. There may be other betterment work we would want to associate with sidewalk replacement in that area because of the 80-20 funding split.

Walter asked about putting down something like sure-pack for sidewalks. Would the crew be able to plow them then? Troy said probably not. He thinks that could end up as a mud hole.

David said he thinks if we could get a grant with a 20% match he would suggest we explore that. His only question would be where the 20% match would come from. Walter said we have Main St. money coming back and School St. money and we have been setting money aside. We would have 2 or 3 budget years to put aside money before a project would realistically start.

David said he feels all the sidewalks should be equally good quality, not sure-pack. Gordy said he thinks we should take care of any existing sidewalk before taking on grants for new sidewalks.

Walter suggested it would be helpful if the spreadsheet showed how much the work on each section of sidewalk would cost.

Sandy said while we are waiting for grant funds for Clay Hill sidewalks we might be able to take care of some other sections.

Troy said the worst sidewalks are the Clay Hill ones and the ones not being replaced on School St. All the others were put in at around the same time and are in similar condition.

Sandy said to come up with cost estimates we need some idea of distances. Troy said he can take some measurements. Sandy said any sidewalk we put in now should be 5 ft. wide. Scott asked, when we replace the sidewalk on Clay Hill, will the new sidewalk be 5 ft. wide? The current sidewalk is narrower than that. Sandy said the sidewalk should be 5 ft. to conform with ADA. Scott said that will pinch the property owners. Sandy said if want a grant for the sidewalks we will have to conform with ADA. Scott said he thinks the property owners should be warned of the loss of space. Walter suggested seeing what the property owners want. Sandy said he will work with Troy to come up with cost estimates for each section.

Walter suggested also measuring out places where we don't currently have sidewalks but might want to put them in. David said there is no point doing that because the time when we might put in new sidewalk is so far in the future.

Scott asked if the large tree by the power lines on Eric Osgood's side of Clay Hill would have to come out during the sidewalk work. Troy said the tree will die anyway if we start digging there. Scott asked if taking down trees would be included in the grant. Sandy said that seems like it would be part of the project.

Sandy said he and Troy can add cost estimates for existing sidewalk to the spreadsheet and then the board can tell them if they want a wish list of future sidewalks to be included. David said he doesn't even want to think about a wish list because we can't take care of the sidewalks we have. He doesn't want to give Troy more work when he needs to focus on the project at hand. Walter said that is all right with him.

Sandy said the selectboard discussed a crosswalk to the library and they indicated Brian would work with Troy to see if something appropriate could be done that would be ADA-compliant. Troy said at some point he and Brian will shoot grades where the crosswalk would be. There will be issues because the crosswalk would meet up with the handicapped ramp going to the library.

Troy asked if he should get uniforms for Jeff through G&K. Sandy said we have to use G&K because we have a contract with them. He will get out the contract and look at it and report back about the cancellation penalty clause. The board agreed Troy should go ahead and get uniforms for Jeff.

**9. Manager's Report and Action Items**

Sandy said we received one \$1000 bid on the Honda Civic that was not sealed. He opened two sealed bids. One was \$1500 and the other was \$1207.50. **David moved to authorize Sandy to contact the highest bidders, Ashley Correia and Jason Bissell and accept their bid of \$1500 and if they do not consummate the transaction within 7 days to contact Jason Lang and accept his bid of \$1207.50 and if he does not consummate the transaction within 7 days to accept Chris Damato's bid of \$1000. Walter seconded and the motion was passed.** [Note: Tuesday morning, 11/10/2015, it was discovered a clerical error occurred and not all qualified bids were opened. The trustees scheduled a meeting for Friday, 11/13 at 10:00 a.m. at the Municipal Building to correct the error.]

David asked where the revenue from the sale will go. Rosemary said it will go to the electric department, which bought the vehicle originally.

The selectboard discussed the welcome sign at their last meeting and agreed to purchase it at a price of \$1,895. JSC has agreed to contribute \$250 to the cost. The selectboard is asking the village to contribute half the remaining cost, \$827.50. The town has already ordered the sign. Walter said he is both a town resident and a village resident, which means he will end up paying twice for this. Village residents are 28% of the Grand List so village residents will really end up paying about 2/3 of the cost.

David said the village originally brought up replacing the sign. Why didn't the selectboard come back to us before they bought it? Sandy said he asked Duncan and Lea to see if the town would be willing to pay for half of the sign and they bought it. He had this information prior to the trustee board's last meeting but neglected to include it on the agenda.

David said based on Walter's reasoning the village's share should be \$345.45. **Walter moved to contribute \$345.45 toward the cost of a welcome sign, seconded by Scott.** David said this sign welcomes people to the village so he feels it should be the village's responsibility. But the town ordered it without giving the village the information and asked us to help pay for it. He thinks we should just pay the \$827.50. **Walter and Scott withdrew the motion. David moved to contribute \$827.50 as the village's portion of the replacement cost of the welcome sign on Route 15, Walter seconded and the motion was passed.**

Sandy summarized the discussion at the personnel policy committee meeting in his written report. The committee will be meeting again tomorrow. Today he got quotes on short-term and long-term disability. The committee will review Duncan's summary from last year comparing benefits with other munis. Sandy and Duncan worked on a memo to other municipal managers asking them questions about their benefits. Committee members brought up a number of things that need to be cleaned up in the policy. One issue is that now that we have a separate village manager and town administrator we need to address who does what when it comes to things like discipline of joint employees. Gordy, Bob, and Scott are interested in getting financially-related aspects of the policy advanced as fast as possible

Gordy said he wanted to explain his comments about the need for a nepotism clause. He is only concerned about situations where supervision is involved. Walter said that raises all kinds of issues, especially in the fire department. Sandy said those in the fire department are considered employees for worker's comp but they are not considered employees in the traditional sense. The policy could specifically address whether members of the fire department are or are not included.

The village manager position was re-drafted and re-posted as a 24-30 hour per week position (with an occasional need to work 40 hours) with a range of \$33-44/hr. Rosemary will be posting it elsewhere. Sandy contacted each candidate individually. Many have said they are not interested in a part-time position, but several are interested.

A VEPP Blanket Agreement was sent to us with a request that we sign. Sandy discussed this with Duncan who agreed that it was pro forma. After Sandy signed it and sent it back we heard from VPPSA that they had some concerns and suggested we not sign. Sandy contacted them and they indicated we should not worry as several other munis had already signed.

We received registration forms for net-metered photovoltaic systems for 2 people. Troy told them where meter placement would be required. Troy said we still have a long way to go before we reach the 15% cap.

Troy, Susan and Sandy talked about the fact that we currently do not have a waiver of liability form to use when we are asked to reconnect electric and water service so they created a simple waiver form. He would like to pass it along to our attorney. The board discussed possibly also asking people to sign the form when they first sign up for service. It was agreed that the waiver form should be implemented.

LCPC has notified us that they had their first public hearing on the 2015-2023 Lamoille County Regional Plan on September 22 and will be holding a second public hearing on November 24 at 6:45 at the Tegu Building in Morrisville.

Sandy distributed the Abridged Power Bill Summary for September 2015.

We were asked if the village might want to buy wreaths for downtown decorations from the Lancer Soccer Club, which is doing a fundraiser. The board agreed not to do this.

Sandy said the office renovations are completed and the listers' and village manager's offices are fully functional. Gordy suggested a thank-you letter to the contractor for the work. It was agreed Sandy would include one with the check to the contractor.

Richard Whittemore has requested a renewal of water/wastewater capacity and paid the fee for the renewal. **Walter moved to renew for one year Richard and Nicole Whittemore's water and wastewater capacity for 157 Route 100C, expiring December 8, 2016 and the motion was seconded and passed.**

Sandy got a copy of the South Burlington RFQ seeking renewable power production partners. Duncan got a copy of Hardwick's. Milton did one recently and Lea will contact them about it and

will also contact South Burlington to see how their project went. Our RFP will include an attachment with a map and details of all town and village properties. We can probably have a draft of our RFP in about a month. Walter asked if the possible industrial park will be included on the map. Sandy said he doesn't think we can solicit a proposal on a property we don't own. Maybe if we had an option on it. Walter explained that we do have an option. Sandy said he will talk to Duncan about it.

Bob said at some point in time the state is going to require us to have alternative power sources. Walter said VPPSA as a whole needs to meet the targets so the burden is not on us alone. But he thinks we do want to go that way. Sandy said there is a requirement that municipal utilities have renewable power as part of their portfolios. Because we are part of VPPSA we might still be okay even if we did nothing, but that is not a wise approach. There are ways to benefit taxpayers with alternative power.

Scott asked, if we can't find a good place for solar panels can we pursue an arrangement where a company puts up panels for us in another place? Sandy said he is not sure. Walter said yes, that would count.

The Monthly Water System Operation Report for October was signed and filed.

Troy contacted Tatro to get an estimate for the Pearl St. catch basins but they haven't replied so Sandy asked Troy to contact other firms for estimates. The board discussed merging catch basin work with sidewalk work in that area. Sandy said that would be a perfect fit for an LTF grant.

No former Cypress Minerals reimbursement form was received for October.

Sandy said we have a final bill for the municipal building roofing project. We uncovered some rotted wood that needs to be addressed. Clemens suggested budgeting \$15-20K to replace the rotting wood. David asked if this can wait until the next budget. Sandy said it has to wait until spring.

Gordy suggested reviewing the old business listed at the bottom of the agenda to see if any items can be removed. One item is having the town convey the East Johnson sewer line to the village. Gordy doesn't think we will want to take that on until after the bridge job is done in 2017, so he doesn't think there is any need to list this item every month. The board agreed to take it off the agenda. It was also agreed to remove the item about the Morrisville distribution line through Johnson service territory. Walter said he thinks the item about Comcast pole attachments should stay. Sandy asked if something should be done about it. Walter said he couldn't quite remember why it is there. Sandy said he will talk to Duncan about it. Items 4 and 5 are related to each other and will be left on. Item 6 is a draft water and sewer line ordinance which was sent to Stitzel Paige and Fletcher for review. We haven't heard back from them in months. Sandy said we could discuss this in the context of a new attorney. The other items will be left on.

Eric Osgood had forwarded some email correspondence he had with Katie Orost. The village is peripherally involved in what they have been discussing in that Katie raised the issue of separate village and town administrators and the need for more hours now that there are two people. Gordy said he and Eric had talked about trying to have a staggered schedule for Sandy and Duncan so

they could each help fill in if the other was out. He thinks we should follow up with that. He is also concerned about morale.

**Walter moved to enter executive session to discuss a personnel matter and contract negotiations, premature disclosure of which would potentially put the village at a substantial disadvantage, Scott seconded, the motion was passed and the board entered executive session at 9:26. Walter moved to exit executive session at 10:27, David seconded, and the motion was passed.**

There was a discussion about developing a policy to require employees to keep hours posted on the “Outlook calendar” and share with all other employees to insure safety, accountability and transparency. **Walter moved to have Sandy develop a policy for village employees to use the Outlook Calendar feature to post their work hours/locations and to require that their calendars are shared with all other employees and to communicate this initiative to the town. Dave seconded and the motion was passed.**

***10. Adjourn***

**Walter moved and Bob seconded to adjourn, the motion was passed and the meeting was adjourned at 10:29.**

*Minutes submitted by Donna Griffiths*