

MINUTES OF THE CHESHIRE TOWN COUNCIL SPECIAL MEETING HELD ON TUESDAY, JULY 26, 2016 AT 7:00 p.m. IN COUNCIL CHAMBERS, TOWN HALL, 84 SOUTH MAIN STREET, CHESHIRE, CT 06410

PRESENT

Chairman Rob Oris, Vice Chairman Paul Bowman, Tim Slocum, Michael Ecke, Liz Linehan, Patti Flynn-Harris, and Tom Ruocco.

Absent: Peter Talbot, Sylvia Nichols.

Staff: Town Manager Michael A. Milone, Town Planner William Voelker, Town Attorney Al Smith, Consultant of BETA Group Joe McCloughlin, Town Attorney Associate Jen Corvo, Police Chief Neil Dryfe, Deputy Chief Brian Pichnarcik, and Finance Director Jim Jaskot.

PLEDGE OF ALLEGIANCE

The group Pledged Allegiance to the Flag

2 and 3. EXECUTIVE SESSION, PENDING LITIGATION AND LAND ACQUISITION

MOTION by Ms. Flynn-Harris, seconded by Mr. Slocum.

MOVED to enter executive session at 7:00 p.m. and to invite Michael A. Milone and Al Smith, and also Bill Voelker, Jen Corvo, and Joe Mcloughlin for their respective items.

VOTE The motion passed unanimously by those present.

Councilmember Sylvia Nichols arrived at 7:30 p.m. and entered executive session. Michael Milone, Bill Voelker and Joe Mcloughlin left executive session at 7:50 p.m.

MOTION by Mr. Ruocco, seconded by Ms. Flynn-Harris.

MOVED to exit executive session at 8:20 p.m.

VOTE The motion was passed unanimously by those present.

4. APPROPRIATION AND CALL FOR REFERENDUM FOR LAND ACQUISITION FOR THE CHAPMAN PROPERTY

MOTION by Mr. Slocum, seconded by Ms. Flynn-Harris

MOVED that the Town Council approve Resolution # 072612-1.

BE IT RESOLVED, That the Town Council approves Resolution #072616-1

RESOLUTION #072616-1

RESOLUTION APPROPRIATING 1,500,000 FOR THE ACQUISITION OF THE CHAPMAN PROPERTY AND AUTHORIZING THE ISSUANCE OF \$1,500,000 BONDS OF THE TOWN TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

BE IT RESOLVED:

Section 1. The sum of \$1,500,000 is appropriated to fund a portion of the anticipated \$3,000,000 acquisition cost of an approximately ten (10) acre property, including the improvements thereon, located on South Main Street and generally referred to as the "Chapman Property", said appropriation to be inclusive of any and all private, State and Federal gifts and grants-in-aid thereof, and for administrative, printing, legal and financing costs related thereto. The remaining portion of the acquisition cost of the Chapman Property is expected to be funded from prior appropriations for "Land Acquisition For Recreational, Open Space, Conservation, Educational And Municipal Purposes".

Section 2. To meet said appropriation \$1,500,000 bonds of the Town or so much thereof as shall be necessary for such purpose, shall be issued, maturing not later than the maximum maturity permitted by the General Statutes of Connecticut, as amended from time to time (the "Connecticut General Statutes"). Said bonds may be issued in one or more series as determined by the Town Manager and the Town Treasurer, in the amount necessary to meet the Town's share of the cost of such project determined after considering the estimated amount of State and Federal grants-in-aid of such project or the actual amount thereof if this be ascertainable, and the anticipated times of the receipt of the proceeds thereof, provided that the total amount of bonds to be issued shall not be less than an amount which will provide funds sufficient with other funds available for such purpose to pay the principal of and the interest on all temporary borrowings in anticipation of the receipt of the proceeds of said bonds outstanding at the time of the issuance thereof, and to pay for the administrative, printing and legal costs of issuing the bonds. The bonds shall be in the denomination of \$1,000 or a whole multiple thereof, be issued in fully registered form, be executed in the name and on behalf of the Town by the facsimile or manual signatures of the Town Manager and the Town Treasurer, bear the Town seal or a facsimile thereof, be certified by a bank or trust company, which bank or trust company may be designated the registrar and transfer agent, be payable at a bank or trust company, and be approved as to their legality by Robinson & Cole LLP, Attorneys-at-Law, of Hartford. The bonds shall be general obligations of the Town and each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with, that such bond is within every debt and other limit prescribed by law, and that the full faith and credit of the Town are pledged to the payment of the principal thereof and interest thereon. The aggregate principal amount of the bonds of each series to be issued, the annual installments of principal, redemption provisions, if any, the certifying, registrar and transfer agent and paying agent, the date, time of issue and sale and other terms, details and particulars of such bonds, including the approval of the rate or rates of interest, shall be determined by the Town Manager and the Town Treasurer, in accordance with the Connecticut General Statutes.

Section 3. Said bonds shall be sold by the Town Manager in a competitive offering or by negotiation, in his discretion. If sold in a competitive offering, the bonds shall be sold at not less than par and accrued interest on the basis of the lowest net or true interest cost to the Town. A notice of sale or a summary thereof describing the bonds and setting forth the terms and conditions of the sale shall be

published at least five days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If the bonds are sold by negotiation, provisions of the purchase agreement shall be approved by the Town Manager and the Town Treasurer.

Section 4. The Town Treasurer is authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes evidencing such borrowings shall be signed by the Town Manager and the Town Treasurer, have the seal of the Town affixed, be payable at a bank or trust company designated by the Town Treasurer, be approved as to their legality by Robinson & Cole LLP, Attorneys-at-Law, of Hartford, and be certified by a bank or trust company designated by the Town Treasurer pursuant to Section 7-373 of the Connecticut General Statutes. They shall be issued with maturity dates which comply with the provisions of the Connecticut General Statutes governing the issuance of such notes, as the same may be amended from time to time. The notes shall be general obligations of the Town and each of the notes shall recite that every requirement of law relating to its issue has been duly complied with, that such note is within every debt and other limit prescribed by law, and that the full faith and credit of the Town are pledged to the payment of the principal thereof and the interest thereon. The net interest cost on such notes, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on any such notes then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 5. The Town Manager and the Town Treasurer are authorized in the name and on behalf of the Town to apply for and accept any and all Federal and State loans and/or grants-in-aid of the project set forth in Section 1 and are further authorized to expend said funds in accordance with the terms hereof.

Section 6. The Town hereby expresses its official intent pursuant to Section 1.150-2 of the Federal Income Tax Regulations, Title 26 (the "Regulations"), to reimburse expenditures paid sixty days prior to and any time after the date of passage of this resolution in the maximum amount and for the Project with the proceeds of bonds or bond anticipation notes or other obligations ("Tax-Exempt Obligations") authorized to be issued by the Town. The Tax-Exempt Obligations shall be issued to reimburse such expenditures not later than 18 months after the later of the date of the expenditure or the substantial completion of the Project, or such later date the Regulations may authorize. The Issuer hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Town Manager or his designee is authorized to pay Project expenses in accordance herewith pending the issuance of Tax-Exempt Obligations, and to amend this declaration.

Section 7. The Town Manager and the Town Treasurer are hereby authorized, on behalf of the Town, to enter into agreements or otherwise covenant for the benefit of bondholders to provide information on an annual or other periodic basis to the Municipal Securities Rulemaking Board (the "MSRB") and to provide notices to the

MSRB of material events as enumerated in Securities and Exchange Commission Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds and notes authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 8. This resolution shall become effective upon its approval by the Town electors and persons qualified to vote at a duly warned referendum to be held pursuant to Sections 7-3 and 7-4 of the Town Charter.

Discussion

Mr. Slocum read the resolution in its entirety and focused on the amount of monies that the town would appropriate to purchase the Chapman property, which will be used for open space, educational and municipal purposes, other uses include, but are not limited to, land recreational purposes.

There are also previous monies set aside (approved at other referendum) to cover the remaining 1.5 million to purchase the property. Mr. Ruocco explained that he was not comfortable voting on this referendum just yet. He said that he was of the mind set to wait until we have more information.

MOTION by Mr. Ruocco, seconded by Mr. Ecke.

MOVED to table Resolution 072616-1.

VOTE The motion to table failed to pass with a 1 to 7 vote, Mr. Ruocco in support.

It was explained that the money to acquire this property has already been approved by previous referendum in the amount of 2.17 million to purchase open space. There will be 671K left over to buy additional property.

VOTE The original motion was approved 7 to 1 vote, Mr. Ruocco opposed.

MOTION by Mr. Slocum, seconded by Ms. Flynn-Harris.

MOVED that the Town Council approved Resolution #072616-2.

BE IT RESOLVED, That the Town Council approves Resolution #072616-2

RESOLUTION #072616-2

BE IT RESOLVED:

That the resolution entitled “Resolution Appropriating \$[1,500,000] For The Acquisition Of The Chapman Property And Authorizing The Issuance of \$[1,500,000] Bonds Of The Town To Meet Said Appropriation And Pending The Issuance Thereof The Making Of Temporary Borrowings For Such Purpose”, adopted by the Town Council on

July 26, 2016, be submitted to the Town electors for approval or disapproval at a referendum at a date yet to be determined.

Shall the resolution entitled “Resolution Appropriating \$1,500,000 For The Acquisition Of The Chapman Property And Authorizing The Issuance of \$1,500,000 Bonds Of The Town To Meet Said Appropriation And Pending The Issuance Thereof The Making Of Temporary Borrowings For Such Purpose”, adopted by the Town Council on July 26, 2016, be approved?

The ballot label for said question shall read as follows:

Shall the \$1,500,000 appropriation and bond authorization for acquisition of the Chapman Property (with the remainder of the \$3,000,000 purchase price to be paid from previously approved appropriations and bond authorizations of the Town) be approved?

YES NO

The warning shall also state that the full text of the aforesaid bond resolution is on file, open to public inspection, in the office of the Town Clerk, that the vote on the aforesaid bond resolution is taken under the authority of Sections 7-3 and 7-4 of the Charter of the Town of Cheshire, and Chapter 90 of the Connecticut General Statutes, as amended, and that absentee ballots will be available in accordance with law in the office of the Town Clerk.

BE IT FURTHER RESOLVED, that the Town Clerk is authorized to develop and produce in significant quantity the explanatory text for said referendum question.

Discussion

There was a discussion regarding the potential uses of the Chapman property and how that would be made clear to the public. The land acquisition language in the resolution identifies the parameter of uses which are recreation, open space, conservation, education and municipal purposes, and those parameters are inherent in the language of the referendum question, which is merely asking the voters whether or not the Town should acquire the Chapman property. The explanatory text will provide more details to the voters. It was clarified that the sample plan for the property on the Town website was merely a sample and not a definitive plan.

VOTE The motion passed 7 to 1, Mr. Ruocco opposed.

5. TOWN ATTORNEY CONTRACT

MOTION by Ms. Nichols and seconded by Mr. Slocum.

MOVED that the Town Council approves Resolution #072616-3

BE IT RESOLVED, That the Town Council approves Resolution #072616-3

RESOLUTION #072616-3

BE IT RESOLVED, that the Town Council appoints Alfred E. Smith, Jr. of Murtha Cullina LLC as the Town Attorney for the Town and Cheshire for the term of January 1, 2016 through December 31, 2017, and

BE IT FURTHER RESOLVED, that the Town Council approves the following fees:

Services will be provided on (1) the basis of a monthly retainer for specified relatively routine matters, and (2) on an hourly basis for all other matters.

Effective as of January 1, 2016, the monthly retainer will remain at \$20,000. Effective January 1, 2017, the monthly retainer will increase to \$21,000. The retainer will continue to cover normal day-to-day handling of Town legal matters, including but not limited to: attendance at regular Town Council meetings; attendance at monthly meeting with the Town Manager and his staff; preparation and review of Town ordinances; preparation of written legal opinions; routine written and oral advice with respect to Town matters; preparation and/or review of RFPs, contracts, and other Town documents; and routine monitoring of litigation that is handled by attorneys other than those of Murtha Cullina LLP. The retainer covers Attorney Smith's services as Town Attorney, and such other members of Murtha Cullina as the Town Attorney deems appropriate. The Town Attorney is responsible for the coordination and execution of all work performed by Murtha Cullina.

For legal services not covered by the retainer, hourly billing rates will remain at \$247 until January 1, 2017. As of January 1, 2017, the hourly rate for attorneys would increase to \$255. The hourly rate for paralegals will remain at \$160 throughout the term. The services that are subject to hourly rates will continue to include, without limitation: (a) litigation (other than litigation before Town administrative bodies), court appeals, and enforcement actions on behalf of the Town; (b) the incremental time on any single project that requires more than 25 hours of attorney work, including such items as a large building project or a complete review of the Town's benefits plan. Non-retainer work will also include legal work (c) performed with respect to projects that will be capitalized by the Town, and (d) as to which the Town will be reimbursed by the federal or state governments or by third parties such as developers and beneficiaries of tax abatements.

No charges shall be made for routine photocopying, long distance telephone calls, secretarial services, and faxes. The Town will be billed for outside photocopying services (i.e. for large jobs), deliveries, mileage charges for firm travel, and out-of-pocket disbursements (including charges for computer-based research).

For matters not covered by the retainer, lawyers would continue to charge one-half of the hourly rate for travel time between the Town and the firm's Hartford or New Haven offices.

Discussion

Mr. Smith explained what the retainer covers. He also explained that litigation, administrative proceedings, and any small matters that turn into bigger matters are covered by the retainer until they reach 25 hours, after which they will be billed at the new hourly rate.

Ms. Nichols applauded the services of the firm and approved the use of the services. Mr. Slocum echoed Ms. Nichols sentiments on the services received and said he was happy with the minimal fee increases. He also remarked that he likes that we are dealing with a firm that has multiple attorneys with backgrounds in all areas of municipal law; he explained that the firm has assisted the Town with all types of matters. The days of using one attorney are over and he is very happy that we use a multi-faceted firm. The sentiment was expressed that the Town is very happy with services rendered because they are always done in a timely and cost-effective fashion.

VOTE The motion passed unanimously by those present.

6. APPROVAL OF MUTUAL AID AGREEMENTS WITH TOWN OF WALLINGFORD

MOTION by Mr. Bowman, seconded by Mr. Slocum.

MOVED that Resolution #072616-4 be approved.

BE IT RESOLVED, That the Town Council approves Resolution #072616-4

RESOLUTION #072616-4

BE IT RESOLVED, that the Town Council approves and authorizes execution of an Interlocal Agreement Between the Towns of Wallingford and Cheshire for Police Services and a Mutual Police Assistance Agreement Between Wallingford Police Department and Cheshire Police Department, and

BE IT FURTHER RESOLVED, that the Council authorizes Town Manager Michael A. Milone to execute said agreements upon the terms presented and attached.

Discussion

Police Chief Neil Dryfe stepped up to the podium to take any questions from the council about the Mutual Aid Agreement (see attached).

The Chief explained that the mutual aid agreement is to cover two specific purposes: one is to create a Special Response Team consisting of 12 sworn officers from both towns when needed and two is for general police services. He also stated that we are moving in the same direction as other states. The Chief pointed out that this is not a "cross-swearing agreement." Simply stated this does not give either town the official jurisdiction, when not asked, to go policing in each other's community for arbitrary

purposes. The agreement is used to assist each town when short staffed in emergency situations and other policing services, such as, DUI stops.

The Chairman explained that he has come around to supporting the idea of mutual aid agreements because they are cost-effective. Agreements like these help each town fill in gaps when short staffed and cut down of training costs. Neither town is obligated at any time to fill in. The Town's will fill in if they have staff readily available.

Mr. Slocum made it a point expressing his support for this agreement and its goals. He believes this is the way of the future for policing in towns.

Mr. Ruocco dissented on the agreement because he believes that the cost savings in police services should come from the police union contracts. He believes that the fiscal issues and challenges are in those agreements. He said that he does not support this mutual aid agreement and thinks that the public in Cheshire would much rather deal with their own town police.

VOTE The motion was approved 7-1, Mr. Ruocco opposed.

9. ADJOURNMENT

MOTION by Mr. Ecke, seconded by Mr. Bowman.

MOVED to adjourn the Special Town Council Meeting at 9:35 p.m.

VOTE The motion passed unanimously by those present.

Attest:

Tara Pisaturo-Pelatowski
Acting Clerk of Council