

Electric Light Department

Town of South Hadley

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SOUTH HADLEY ELECTRIC LIGHT BOARD

Minutes of the Meeting of June 23, 2016

Present: Anne Awad, Vernon Blodgett, Jr., John Hine, Gregory Dubreuil
Staff present: Paul Byrne Interim Manager, Michael Conchieri, Financial Manager

Ms. Awad convened the meeting at 6:35 PM.

Public Comment:

Mr. Jeffrey Millard asked a number of questions and made a number of comments, including:

- The Board noted that it might do the Manager search on its own and invite several ratepayers to participate. He offered to serve.
- The proposed building on Old Lyman Road was to cost approximately \$10 million dollars two years ago. Cost increases with delay add \$800,000 in his opinion. Any further delay adds costs. Some of the permits that were applied for will expire soon, creating new costs when we need to resubmit for those permits.
- Have we heard from Axia and what is happening with the fiber optic project? (Board response was that Axia has apparently been taken over by another corporation so there are internal changes that could prevent Axia from engaging in the assertive manner they employed previously. We have not given up on Axia. We are also exploring other alternatives. Mr. Hine noted that the members of the Fiber optics Committee have been invited to reconvene and a meeting will be scheduled.
- The Board voted to establish a fund of \$25,000 for the purpose of hiring consultants or attorneys for the Board. Was it determined that the practice was allowed under law? K Ms. Awad responded that the Board has retained legal counsel. Information provided by the Office of the Inspector General states that, in spite of the Mass General Law (MGL) language that the Manager retains consultants), that the Board can direct the manager (also language in the same MGL) to retain consultants for purposes identified by the Board.
- Minutes do not appear on the website.
He stated that Minutes are critical for people to understand what is going on with a Board and should be posted in a timely manner. Ms. Awad noted that there has been no clerical support and the Members have planned how they will catch up. She apologized

for the lag in getting minutes approved and posted. She noted that there will be many sets of minutes reviewed later in this meeting so the Board is catching up.

- Extending the IBEW contract for one year seems to be appropriate.
- The Board should indicate whether there is going to be a vote on options discussed at the meeting. It allows people to decide whether to come to the meeting to speak on an issue or not. Ms. Awad noted that occasionally it will appear as a “possible vote” because a discussion could lead to a vote.....or not and it could be upsetting to people to find out that there was a vote on a certain issue.
- Mr. Millard would like a public comment section at both ends of the meeting, beginning and end in order to allow the public to address things that came up in the meeting. Ms. Awad noted that the Board has been quite accommodating to audience participation. For most issues, simply raising your hand during a discussion would allow you to comment on an issue as it is discussed.

Mr. John Howard noted that he uses the SHCATV video demand function to view meetings in the full that he missed or if he wishes to check a fact or statement made.

Mr. Hine noted that in the Select Board meetings there is a *caveat* that states the agenda represents what the Chair reasonably expects to discuss but there may be other items that come up. Things do arise sometimes after an agenda is posted and before the meeting occurs. All Board members have been through Open Meeting Law trainings offered by the Attorney General. The posted agenda is the best effort of the Board to show what is expected to be discussed but that other matters may come up as unanticipated. Mr. Hine further noted that in his years on the Select Board, agenda items are listed and discussed with no indication of whether there is going to be a vote taken or not. He does not recommend scheduling votes (stating on the agenda that a vote is expected).

Management Consultant Discussion:

Ms. Awad introduced Mr. Scott Fry of Mycoff, Fry and Prouse, a management search consulting firm that specializes in utility management. Mr. Fry noted that the Mycoff, Fry and Prouse firm (MFP) was founded in 1974 and is a small family firm which is based in Conifer, Colorado. It has exclusively recruited for the utilities around the country. This includes just about every segment within the utilities industry and the municipal public power districts, the different varieties of public utilities, the co-ops and their power suppliers, investor-owned utilities, all of the private iterations that have come out of the utilities in more recent years, energy marketers and consultants, and a little bit of work with some of the vendors to the utilities around the country. The recruiting focuses primarily in the top three tiers of a typical utility’s organizational chart, so Chief Executive Officer, leading to Vice President, Manager and Director level. Mr. Fry referred to the MFP response to our proposal. The first step of the process is information gathering. He has done some work on South Hadley Electric Light Department, a little bit of internet research, talked to some of the folks known in the grapevine out here, and has gotten a broad view of what the SHELd organization looks like. This information gathering stage is an opportunity to engage with the governing body and staff, stakeholders, whoever may have a vested interest, and working with the organization to determine the strategic objectives and goals. We want to know a lot about where you are, but we’re also looking for where is the organization headed. It is important to know SHELd’s current condition so there is data gathering and identifying strategic objectives for the organization. The recruiting process

begins with this information gathering phase. Most important is determining where SHELD is heading as this leads the organization to the right Manager, with the persona, background, and experience needed. We also need to know about the area, the Town, and resources. If we may be moving someone in from another area, it is important to know as much as possible up front for the best match. Compensation expectations are also important.

The information gathered is compiled into a search description. This is a sort of long format job description that we use on the grapevine. The search description describes the role, the challenges, and the requirements that are laid out and includes a little about the region and a lot about the utility itself. Email these days is the primary conduit to get to people and we try to send out that search description as broadly as possible. It includes web links for prospective candidates to explore information on their own.

When the search description is approved by the Board, the search is in the MFP hands. Our process may be a little different than what you've seen, if you've seen other recruiters work in this environment. We handle a lot of direct solicitation. So we'll get into our database which is about 25,000 contacts within the utility industry all around the country. We've built that database by hand. We don't buy those contacts. It's 40 plus years of making contacts and keeping a whole lot of records and updates on people. For the South Hadley search, we'll pull out about 80 to 100 target contacts in that database. We get on the telephones and start calling. There's a combination of profiles within that target group. Of course it will be dominated by those who may fit the position, but it's also reference outreach for us. It's an opportunity for us to talk to other people in the region out here. It's "...who do you know that's good, who could fit this opportunity?" We'll also manage the advertising in the process here, look to you all to look for maybe the more regional or local outlets that are industry oriented. We'll also have some advice for you in terms of more national outlets to spread the word. We'll be out there talking to people. Usually we round out about 120 to 140 telephone contacts by the time we're compiling a candidate list. Those who say they are interested, we'll usually spend about an hour with each one of those individuals over the telephone, just an initial review, determining what their match is for the role, what their experiences look like in comparison to the requirements that you all have laid out, and developing what we call a long list. That long list of candidates will come out to the Board, and we'll get together and talk through those prospects and look through the resumes. At that point we're moving on to select a short list of candidates, those most likely prospects. Within those screenings we are also having what we call a logistics discussion, (why are you interested?) If they're actively looking around or unemployed, why are you unemployed, why are you not in a position to jump right into something like this. We schedule and facilitate those interviews with candidates. We work with the Board in terms of interview preparation, developing interview questions, and coaching along the way. We're doing a lot of work behind the scenes, notifying candidates of their selection or rejection before and after this process, and we're assisting the Board to complete those professional reference checks. We can also assist with the background check with the successful individual at the end of the process, and assisting the Board with the employment negotiations.

We focus on those factors most important. These include general ability, talent, intellect, demonstrated ability to execute, and industry experience. We test for character and integrity and ethics. Strategic vision is very important these days. The industry is changing at an extremely rapid pace. Mr. Fry noted that the most important metric in his opinion is safety. There are the obvious reasons that safety should be at the top of the list. We want everyone going home in the same condition they came to work in every day. The less obvious reason that safety is at the top

of the list is that continually over the years MFP has noticed that those organizations that have the stronger safety metrics also have good financial metrics. They have good operational metrics. A good safety culture creates excellent morale in the organization, focus in the organization, and those other metrics tend to fall into place.

So why utilize a recruiter's services? MFP has been doing this work for more than 40 years. We have extensive contacts within the industry nationally and regionally. What you'll find these days is a lot of people are not looking for jobs in this industry. We actually have a shortage of personnel in this industry, and it's creating, especially with the Gen-X generation, there's just not enough around, and you have to go out to proactively seek out the folks these days. There's too much opportunity for them to be out working the job lines. They're waiting for positions to come to them these days. We have a pre-established knowledge of a lot of the candidates that are out there. They may have been candidates with other processes, maybe people that we've run into at conferences and all of those levels in between. Using a recruiter allows you to stay on track. The search process is managed and ends with a Manager in place. Also, maintaining the legal boundaries, keeping everyone out of trouble is a big part of that process, especially as we get into the interview phase. We have some third-party autonomy, and not that we would be skirting employment laws, but we can screen candidates without constraints of Open Meeting Law, until you reduce the candidate list to finalists for public interviews and the Board is directly involved.

We lend some credibility to the search process, and I hear this with some regularity. When a candidate knows that a board has gone out and hired a recruiting firm to assist with the process, especially a reputable firm, it lends credibility to the process. They feel better themselves being prepared coming into the later stages. We also offer a guarantee. There's a one-year guarantee on the placement.

Mr. Fry stated that he knows this organization at least in what he's read has tried to become as transparent as possible. Transparency during a recruiting process is a very difficult thing. I've recruited for in just the last year, year and a half, a couple of the larger municipal utilities in the country that have very transparent relationships with their communities and one is in Florida. They have a Florida Sunshine Law. The other is in Texas which has a law very similar. If he/she submits a resume and those are going to be public knowledge immediately, you're limiting yourself to almost an extreme level in your resource pool. It's a question of how many candidates want their bosses or their communities to know that they're a candidate for a position somewhere else. So, from understanding sensitivity of transparency to the community, transparency with candidates can really limit you.

Mr. Hine noted that there are state level regulations that finalist interviews have to be done in open session. But preliminary interviews could be in executive session if it's deemed that holding those interviews in open session would be detrimental to the search process. Mr. Fry noted that the earlier in the process that candidates are exposed, the more limited the response. Ms. Awad noted that at the point where you are going to name two or possibly three finalists, you should say to them that at this point their name could become public. The candidate could then decide to go forward or pull out. Mr. Fry noted his preference is to advise them as early as possible that there could be some exposure.

Ms. Awad noted that we are not in a hurry. We have a good interim management team in place, and we want to do this process so we end up with a sound manager coming in and the employees

at SHELD are ready to receive that person, the community understands they are coming in and both community and staff look forward to the new leadership.

Mr. Blodgett asked what he knows about SHELD, its size, scope of its operations, the role that our general manager plays, etc. Is SHELD competitive in attracting talent? Mr. Fry stated that if you focus on the right resource pool from the beginning, you will likely attract someone from the municipal realm, and likely a utility around this size, and maybe a position reporting to a general manager. You do have to watch out for those types that may consider this a short-term step in their career. You don't want to have more turnover if you can avoid it.

Mr. Hine asked about fiber optics and whether our interest in fiber optic development poses complications for the search. Mr. Fry suggested that it is a pro and a con. It's a pro in that it makes the position more attractive as it shows SHELD is interested in the evolution of technology and is moving its resources in that direction. The con is that once they gain the experience, they become very attractive to other utilities. It could become a retention challenge for you.

Mr. Byrne asked about retention data. Mr. Fry responded that their placements average above five years in their positions.

Ms. Zieminski asked about the guarantee. How does it work? Mr. Fry stated that if the candidate hired does not stay for one year, MFP will redo the search at no charge. She also asked about the salary. Mr. Fry noted that there is a problem in this industry right now in that it did not prepare itself very well in developing the next generation to come up and assume the positions for the baby boomers who are retiring in hoards right now. This industry was amazingly populated with baby boomers as of five years ago. In the 1990s, when we should have been preparing Generation X to be ready now to take over these leadership positions, the industry was focused more on deregulation. We stopped hiring, we stopped training programs. The HR budgets were really cut back in this industry at that time. We also had the IT boom, so a lot of the engineers and technicians that may have come to this industry, they went into the IT realm, and not as many degreed engineers were entering the field. We started to see a resource pool problem about five years ago. You'll probably draw from the vice president or assistant manager level and those positions have been targeted by current employers for retention, with bonuses, compensation, guarantees of succession. Mr. Fry felt that we should anticipate that most of the candidates are going to fall within the range of expecting about \$140,000 to \$180,000.

Ms. Awad closed the discussion and advised Mr. Fry that the Board could engage in a discussion now as to whether to engage MFP or to do a direct search on their own. Mr. Hine noted that the hiring of a new Manager is probably the most important decision this Board will make. He knows that the \$45,000 fee sounds like a lot of money to many people but it could be very cost effective to conduct a good search, get a qualified candidate, a good candidate to run the department as effectively and efficiently as possible. Using a search firm professionalizes the process and helps reduce the politics that might be caught in the process. Mr. Hine suggested that we take some time to consider this and to hear from other people who might have feelings one way or the other. The board agreed to meet one week from tonight, 6/30/2016, in open session to make the decision.

Chair Report

A Professional Services Agreement is in tonight's packet to the Board. Holyoke Gas & Electric (H G & E) has been providing backup engineering to us for the duration of the Manager's and

Engineer's leave, and then there was a hiatus when we returned the engineer to active status. When he was placed on leave again, H G & E stepped back in for back-up. It is a regulation that a municipal utility must have engineering services. H G and E have played a crucial role, one that we fortunately have not needed to use. They are ready to help us if we need to, but it's one of those things that you want to have in place in case you need it because in a huge crisis of an electrical sort, engineers back up the line staff when they're in the field, and it's a very important safety issue. So Mr. Lavelle, the Manager over at Holyoke Gas & Electric, has provided us with a draft Professional Services Agreement. We do not need to read this line by line as I will not be asking for a vote on this tonight, but perhaps next week when we meet. We have a handshake agreement right now but signing a professional services agreement together is a good model of collaboration. One of our co-interim Managers has mentioned that Chicopee has been enormously helpful in the past and recently in our shortage of engineering capacity. So our neighbors are being truly neighborly. We have appreciated working with them, and we hope this is a way to build other shared services. Mr. Lavelle, Mr. Cady and I have talked about doing something on a monthly basis with all engineers, sort of honor system, no stealing of each other's engineers, but just a professional breakfast or shared trainings or something to that effect so that it provides professional connections to engineers who tend to be lonely, rattling around in utilities without a lot of peers.

Ms. Awad asked about the possibility of Board members having tablets like the one used by Mr. Hine during meetings. This was positively received by Board Members. The request was referred to the IT Director (aka Business Manager, aka Interim Co-Manager) and the Financial Manager. Mr. Hine suggested that staff talk with Bob Smith who arranged for the select Board tablets.

Ms. Awad noted that we received correspondence related to the last Open meeting Law complaint filed by the former manager. It consisted of the Attorney General notifying his lawyer that they are in the process of making a decision.

Ms. Awad praised Mr. Conchieri's initiative in pursuing a review of our insurance coverage through PURMA, which is the public utility entity that places insurance for utility companies and munis. He is reviewing some options to increase limits on certain types of insurance and we will be reporting on that at a future Board meeting. It would be a good idea to invite a representative from PURMA to come and sit with the Board and review all types of coverage so we all understand what is in place.

The Co-Interim Managers are in the process of interviewing engineering candidates and reviewing resumes for the Administrative Assistant position, both of which were posted within the last month.

The 3 year union contract with the International Brotherhood of Electrical Workers which represents our line staff was to expire at the end of June but Ms. Awad noted that she has negotiated a proposed one year extension of the contract with a 3% pay increase (in line with recently negotiated increases for the Chicopee and Westfield municipal utility staff). This must be approved by the Board. The new Manager will negotiate a new 3 year contract for July 1, 2017. Mr. Dubreuil moved and Mr. Blodgett seconded that the IBEW contract extension for one year with a three percent increase be approved. The motion passed unanimously.

Ms. Awad noted that she has discovered discrepancies between benefits for Town staff and SHELD staff. For example, a newly hired, nonunion staff person must work for ten years to move from two weeks' vacation to three weeks' vacation, whereas it is five years for Town staff.

We should look at the personnel policy manual, look at vacation allotments, review language and make updates. The last policy manual is from 2006.

Mr. Dubreuil moved and Mr. Blodgett seconded a motion to extend the 3% increase to non-union staff. The motion passed unanimously.

Budget Discussion:

Mr. Dubreuil noted that he worked with Mr. Blodgett and with Mr. Conchieri to understand current status of an annual budget and financial reporting. Mr. Conchieri has put a lot of effort into what he considers the budget and pulling interim financial reporting from it. It is a manual process given that the general ledger is not currently on the same platform as the rest of the financial system. He did circulate some preliminary reports to us. There are reports that are full financial statements on a GAAP basis, there are reports year-to-year with variances, a report current year-to-date with variance to budget, current month with variance to budget, consumption information, as well as graphs that tie to a lot of this. Mr. Dubreuil suggested to the Board that he and Mr. Blodgett work with Mr. Conchieri to determine an appropriate reporting level that will not overwhelm us but which would allow the Board to monitor operations.

Old Lyman Road Options

This is part of the agenda by request of a Board member who suggested that we continue last month's discussion and clarify where we are, what was meant by last month's Board action or non-action, and what do we want to do going forward. The Old Lyman Road project was, for almost 20 years, under development for a new site that would combine operations and management and place staff into an attractive new facility. There are many problems with the current building, but there were enough questions about the process of developing a new facility, especially over the last few years, that it made it very difficult to feel whether it was actually an advantage to go out to Old Lyman Road or not. Ms. Awad noted that she has heard from many ratepayers who expressed relief that we were not going to do anything, who wished for a more definitive action and some who wanted to see the original conception implemented on Old Lyman Road. From informal testing, most people in Town seem to understand the need for a new facility but also most understand the value of keeping in the Falls neighborhood in Town. Mr. Blodgett noted that after our brief discussion at the last meeting, the notion of just continuing without making any new decision, but letting a decision to stop development that was made a year ago stay in place until some future time, which might mean until after a new manager is hired or some other development might take place, left it feeling inconclusive. Mr. Blodgett continued that given the strong community sense which he has experienced, there is a strong community desire to see SHELDA be some part of ideally the South Hadley Falls or South Hadley Redevelopment Authority's look at how things might be laid out in the Falls neighborhood area. Given such things as a meeting that was held, sponsored by Know Your Town last year, and we heard from people who felt that there were some reasonable alternatives to be looked into that he did not believe ever have been looked into any further, and given that even though there have been funds expended to date on plans and some permits, and also having attended as recently as two nights ago a joint meeting with the Planning Board and the Select Board at which the Redevelopment Authority presented a fairly detailed concept and look at what might be done in the Falls area, including the presence of SHELDA, Mr. Blodgett felt that it might make good

sense right now to say that SHEL D does not intend to develop the site on Old Lyman Road and would be open to pursuing other possibilities in town, not restricting it to the Falls area necessarily, but certainly looking first there where so much has been said about it, both from the point of view of organizations and residents in the Falls who have expressed a desire to see it be an ongoing business/municipal component of the new development, and from the point of view of folks who might not want to see it stay in the current building it's in, but would perhaps like to see that property redeveloped for something so it could be relocated, split up, or whatever.

Waiting indefinitely to try to address that is leaving a lot of people in some sort of limbo, and also doesn't necessarily seem to be something that a new Manager is going to have a better solution for than the people who have been grappling with this now for quite a while.

Mr. Blodgett moved and Mr. Dubreuil seconded a motion the SHEL D make a formal decision to permanently suspend plans to develop a new operations facility and administrative facility on Old Lyman Road and instead look for alternatives elsewhere in Town, first and foremost in the South Hadley Falls Redevelopment Area that has been defined. Discussion: Mr. Dubreuil stated that it is important to make a decision and thus a statement on this project, something that has been foremost in SHEL D business for quite some time. He feels that taking a formal action to abandon pursuit of the Old Lyman Road property and project would allow us to focus our efforts on trying to keep SHEL D in the Falls. It is part of the commerce of the fall; it is part of the Redevelopment Plan for the Falls. The residents of the Falls want it to be there. This should not wait for a new Manager who would need to spend a great deal of time evaluating a highly political issue before bringing recommendations to the Board. This should be a Board decision. The new Manager will have enough to worry about once hired without trying to worry about where the new SHEL D facility should be.

Mr. Dubreuil stated that we know that it is within the 100-year or 200-year flood plain for federal disaster response purposes and that is one of the issues with the current facility. We could have alternative sites from which SHEL D could operate, move their trucks should the Falls flood. There may be other locations within the Falls where the building could be relocated to, to still be within that economic boundary of the Falls neighborhood and still satisfy the redevelopment plans that are being pursued pretty aggressively at this point without pulling it out of there.

Mr. Hine stated that he would not want us to say we would never reconsider the Lyman Road site. We should look at other alternatives. We have all talked about South Hadley Falls and the redevelopment effort that we're trying to make happen down there. SHEL D could play a big part of that. Mr. Hine stated that he had no problem with the motion from the point of view that we can always go back and decide at a later date that maybe that is the best option. He did think it important to wait for the new Manager to be in place. The industry is changing, SHEL D is going to change, and the facility should anticipate what those changes might be and what its needs may be in five, ten, twenty years. He is not convinced that the building as currently designed for Old Lyman Road reflects the impending change. A new manager would want to have that task before him because we are going to be asking for somebody to step in, to look at operations, the whole fiber optic part of the business, what could be happening there and how will that impact a building design. A decision needs to be made in terms of whether administrative offices could be separate from the truck storage and equipment storage. Also, Mr. Hine has read the building assessment on the webpage. It is an old building, there are obvious issues, but he didn't get a sense that it was going to fall down in a month. There is time, and this is a very important decision. Mr. Hine noted that it is true that building costs go up when building is delayed. He is

not convinced we need a \$10,000,000 facility. If we could build a 5-6 million dollar facility, we would not be spending as much as we would have on the current design.

Mr. Dubreuil stated that obviously a new Manager will engage with the Board and be very helpful in the decisions about the type of facility we need going forward. It is important, however, for the Board to start to identify potential sites. We aren't going to select a site, secure it and build a facility before we have a Manager to engage in leading such a project. Taking Old Lyman Road off the table and actively pursuing other alternative locations and the structural feasibility of doing something with the existing facility is something that we could do, and it will track with hiring a manager so that at that point, if we have some sites identified, the Manager can then participate with what we do really need. We have some sites identified, let the Manager get in, get his or her feedback relative to the operations, and then decide if it is a \$10 million facility or a \$5 or \$6 million facility that we really need. Mr. Dubreuil noted his concern that we brought the community through a roller coaster ride relative to the location of this facility for too long, and he thinks it is poor practice to make a motion and take a vote on something that really means nothing, that we're just going to go right back to or potentially go back to at some point in the future. If we make a commitment as a Board to formally abandon the Old Lyman Road site, we should do it officially and end discussion relative to pursuing Old Lyman Road. Ms. Awad noted that she agreed with everything all have said. She feels the Board needs to own this. About \$600,000 has been spent to date, with purchase of the land and the architect and so forth, but we could recoup that with selling the land. There's seven plus another few acres out there. So it is not something to do impulsively this minute, but it is definitely something to consider because that could take care of the money that we've put out to date. She also maintained that because we've spent \$600,000, to go forward and spend \$10 million would be a huge error. We have heard from outside people tonight that the industry is changing. We're adding in the fiber optics activities. What kind of facility do we need? The facility that was designed is rather old-fashioned for the kind of "old mode" of municipal energy delivery. Probably we can do better and more modestly with something in the future, especially with a Manager leading the effort. There was some talk probably a year ago that if we did not pursue Old Lyman Road, perhaps the Board would put out an RFP to seek alternative sites. Ms. Awad would not recommend doing that at this time. The Board has been very active, going to community meetings and networking with key informants and being very involved in where should SHEL D be and what should it look like. We should continue that mode. If it's true, what Mr. Fry said tonight, it will be suddenly we are going to have a Manager here, and that will make a huge difference in the support we receive and the support we can give to a Manager to really assess options. Short of gutting the present building and putting \$5 million into that, Ms. Awad suggested some modest things could be done at the current facility to improve appearance and safety. Ms. Awad has been working in there for some months now and the building is a little too big for the current staffing, but the way it is laid out, nobody has particularly good space. It is awkwardly arranged. It might be with cubicles and shifting around, some space planning analysis with some basic improvements that staff have very good ideas about how to team and how to set people out that are abutters in job duties basically, current staff could implement some ideas so that they make the current space more pleasant, so that they don't feel kind of dragged down and demoralized by some general dishevelment or isolation within the place.

Ms. Awad supports the motion. It provides some clarity in direction and it is a good message for a new Manager coming in.

Mr. Dubreuil noted several other factors. If serious about abandoning the Old Lyman Road site, the site has about 400 feet of road frontage. The average home on Old Lyman Road has about 125 feet of frontage. Just on Old Lyman Road that would be about three homes that could be built there and there is potential that you could run a small *cul de sac* in to gain more lots. The Town has lost tax revenues for 20 years were these lots to have been developed into taxable real estate instead of being held by a public entity. Selling the property and getting it back on the tax rolls to build new homes also benefits the Town. If we are serious about abandoning, let us turn it into a revenue producing piece of property for the town as well while we actively try to find an alternative location.

Mr. John Howard asked about paying for the project as conceived on Old Lyman Road. He had heard that we had the money in the bank. Members of the Board also heard this but it is not true. The former Manager told the Board last year that we would borrow the money from MMWEC. MMWEC will loan capital project money to munis.

Mr. Millard noted that it was inconsistent to give up on a piece of property when we don't have a viable alternative. The alternatives in the Falls are speculative and costly to develop. He suggested reviewing with Rinehart, the architect for the Old Lyman Road project, the needs assessment done to design the building. Mr. Blodgett responded and stated that the Planning Board-Select Board joint meeting to receive the Redevelopment plan cited numerous options for development in the Falls. The guiding concept for him is that there is not just one possible location. There is energy in Town and within the leadership of the Planning Board and Select Board members and SHELd should be working with them. At a public meeting on this project last Fall, people said that no one had ever asked for proposals on another site, no one has ever explored these other options. The only option pushed by Management was the Old Lyman Road project which presents with many challenges and, in the meantime, something else has been developed which is a thoughtful and comprehensive approach to a redevelopment plan for South Hadley Falls. We would be better served as an organization to say that we don't have all our eggs in the Old Lyman Road basket and that we are open to looking for solutions that would work for us in the Falls area or even in some other part of town. Ms. Awad noted that if the motion passes, we are taking Old Lyman Road off the table because it is a distraction to a creative process that has to go on. SHELd should be part of the good energy that is percolating in the Falls.

Ms. Awad called the vote on the motion on the floor. It was a unanimous vote.

Structural Engineering Review

We do have a structural engineering report available for review that is posted on the website. The report was prepared by a subcontractor for the architectural firm which designed the new facility for Old Lyman Road. We know there are a number of issues with the building. It is in the 100 year flood zone. There are cracks in the brick masonry. The roof, particularly of the "new" section from the 1960's, is weak and requires shoveling if there is heavy snowfall. ADA access is an issue although there is a ramp to the front door (but it ends with a heavy outside door that opens out). There is no elevator to the second floor. There are other safety issues to be identified. Mr. Dubreuil suggested that we engage a structural engineer to review the existing assessment and to recommend safety improvements and short term remedies as well as to suggest whether the building is worth investment for the future. Mr. Hine does not want to invest a lot of money in the current facility but feels that safety would be the priority. He noted

that the issues are similar with Town Hall...that it is an aging building that is not ideal in layout for a Town Hall...but that some investment has been made to make it more attractive and a better place to work and to visit. Mr. Blodgett felt that addressing some appearance and safety issues could help staff and public make use of the building while other plans are made.

Ms. Awad felt that staff could convene and hold a brainstorming session about ways they would like to improve the space for improved comfort and function. Bringing in a new structural analysis with space planning as a package would make a lot of sense to addressing urgent problems in the building.

The Board did not take a vote to engage a structural engineer to triage building safety and structural issues...but did agree that by consensus, we would do so.

Renewable Energy Trust

This was an update on the previous discussions regarding the Renewable Energy Trust (RET). Many ratepayers in town are very interested in having us join the Renewable Energy Trust. We have explored it before, and backed off because we're just not sure about the right process, what type of municipal utility are we, so which form do we sign to join the Renewable Energy Trust, should we vote to do so. While it is one requirement of the Green Communities program, there has been a suggestion that the Town begin to get itself into the Green Communities program before we consider the Trust. The Green Communities process is quite challenging. It requires the town adopting stretch code zoning.

Ms. Awad noted that she is not in favor of waiting until the Town moves toward green Communities status. She has reviewed the RET and there are tremendous benefits for individual ratepayers, both commercial, educational (Mt Holyoke College), and homeowners (including landlords and tenants). It requires commitment because, if you join, there is an annual cost and unless you are actively writing grants and interacting with the Trust, the benefits will not come to us. We do need to confirm the kind of municipal utility we are. One form has the Board of SHELD signing to join and the alternative form goes up through the Select Board and town Meeting. She believes that from our history and relationship with the Town that we are an independent Board and we have the power to take the vote to join the Renewable Energy Trust. We will need legal counsel to assist us in this. Town Counsel would sign off on our vote regardless.

Mr. Hine stated that to be a Green Community, we have to do several things as a town. So the question is do we go after each piece one at a time or do we present a comprehensive plan to the community to say it is important to be a Green Community and here are the things we are going to need to do. Do we bring everybody along on all the items together rather than going for one and then going for another and then going for a third.? So that's one consideration as to whether we act independently or whether we participate in a broad community effort to see that all the elements gain support. The stretch zoning code is going to be difficult. It adds cost to building, to construction. The Renewable Energy Trust, which Mr. Hine supports, does add cost. So if we do it one at a time, are we risking the community at some point saying we had to pay more already, more is coming out of our pockets for this, we don't want to go any further, or do we present it as a plan, everybody understands the scope of it and buys in across the board or not? Mr. Hine leans towards presenting all the requirements for a Green Community together, and trying to buy total commitment from the town on all the elements. The other concern he has specifically about the Renewable Energy Trust. He does not know how many people are really

aware of it out in the community. Before we make this decision we need to inform the community better that this is what we'd like to do, it will add to your monthly charge, not a lot, but it will. Before we take a vote, we need to present this, to make this known among community members, that this is what we are considering, why we think it is important, and to understand that there will be an increase in the monthly bills to support this effort.

Ms. Awad thought Mr. Hine offered a good direction. She suggested possible joint meetings of the SHEL D Board, the Select Board, and the Planning board to review Green Communities. Only SHEL D can take the vote to join the Renewable Energy Trust so SHEL D could be the catalyst to challenge the other Boards. An initial meeting of the three Boards could be held in the Town hall Auditorium and be preceded by marketing to try to get public attention to really look at all the components of the Green Communities. SHEL D could present the advantages of joining the RET. Ms. Awad noted that she would not want to hold up membership in the RET for the entire process of green Communities to play out as the Stretch Zoning issue could take several years. Mr. Blodgett was agreeable to the concept as long as it was understood that the RET vote could be taken at any time...and using that to show how RET connects to the other components of Green Communities which are in the hands of the other Boards.

Minutes

June 13, 2016. Mr. Hine moved to accept the draft of the minutes, Mr. Dubreuil seconded his motion. Edits noted: "Posting requirement and it was disciplinary.", Proposal should be "proposal". Mr. Hine amended his motion to state that minutes be approved with recommended edits. Mr. Dubreuil seconded his amended motion. Unanimous vote.

June 2, 2016. This was an Executive Session. Edits noted were to add the convened time of 5 P.M. and to add that Kurt Schenker was absent. Mr. Blodgett moved that the minutes be approved with edits and not be released at this time. Mr. Hine seconded the motion. The vote was unanimous to approve the minutes, with edits, and not to release at this time.

May 26, 2016. Executive Session.

Mr. Blodgett recommended that we change "Mass Commission Against Discrimination complaint filed by Mr. Doerpholz and a number of Open Meeting Law violations filed by him"...to state "...a number of complaints alleging Open meeting Law violations filed by him". He also asked about a statement at the bottom, "The Municipal Light Board authorized payment. Motion passed unanimously with all members present voting." He asked if it should state it as a roll call vote. Ms. Awad said that you need the roll call vote to convene and to adjourn but not within the Executive Session. Mr. Hine moved and Mr. Dubreuil seconded a motion to approve the minutes with the edits offered by Mr. Blodgett and to not release at this time. Vote was unanimous.

March 23, 2016. Open Meeting. Typos noted and recommended as edits. Mr. Hine moved and Mr. Blodgett seconded the approval of the minutes. Unanimous vote to approve.

February 25, 2016. Executive Session. A number of “typo” edits were noted. Mr. Blodgett moved to approve the minutes with edits and to not release them at this time. Mr. Hine seconded his motion. Unanimous vote.

February 17, 2016. Open Meeting. A number of “typo” edits were noted (minutes are transcribed, word for word and the formatting is difficult when one types summary minutes from the formatted text).

Mr. Dubreuil moved to approve the minutes, as edited. Mr. Hine seconded. Unanimous vote.

February 9, 2016, Executive Session. There were problems with these minutes. Mr. Schenker took them after legal advice to keep the minutes terse and brief. Time convened was not noted but is available through Attorney Alice Pizzi minutes of the session. It was convened at 3:02 and adjourned at 4:00 PM. Board decided to set aside these minutes to carefully edit, using Attorney notes of the session.

January 21, 2016. Open Meeting. Mr. Hine moved and Mr. Blodgett seconded a motion to approve the minutes. Unanimous vote to approve.

January 20, 2016. Executive Session. The board noted that the convened time was not included. It convened at 1508 (3:03 PM) Mr. Blodgett move d to approve the minutes and to not release them at this time. Mr. Hine seconded the motion. Unanimous vote to approve, with edits.

December 16, 2015. Executive Session. Minutes are very brief and need expanding. Needed edits noted. Mr. Hine moved and Mr. Blodgett seconded a motion to approve the minutes with edits. Unanimous vote to approve.

December 3, 2015. Open Session. The three Board members posted an open session meeting so they could attend a training at MMWEC. The training covered the purchase of power and delivery to member entities and aa review of the billing that is sent to SHELD by MMWEC. Edits noted. Mr. Blodgett moved and Mr. Hine seconded a motion to accept the minutes. Unanimous vote to approve.

November 19, 2015. Open Meeting. Mr. Hine moved and Mr. Blodgett seconded a motion to approve the minutes. Unanimous vote to approve.

November 19, 2015. Open meeting. This was the first of two MMWEC meetings that the Board attended. Posting necessary as all three Board members were present. Edits noted to add names of participants. Mr. Blodgett moved and Mr. Dubreuil seconded a motion to approve the minutes with edits offered. Unanimous vote to approve.

October 22, 2016. Open Meeting. Edits noted. Mr. Blodgett moved and Mr. Hine seconded a motion to approve the minutes with edits. Unanimous vote to approve.

Adjourn

Mr. Dubreuil moved and Mr. Hine seconded a motion to adjourn. Unanimous vote to approve.
Meeting adjourned at 9:48 PM.



Clerk