

**Executive Session Minutes  
Of  
The Foxboro Water and Sewer Commissioners  
April 12, 2010**

Members in Attendance: Chairman P. Henderson, Vice Chairman R. Olsen, Clerk M. Stanton, Water and Sewer Superintendant L. Potter, Board of Selectmen Members: Paul Feeney, Linda Walsh, Lorraine Brue, Larry Harrington, Paul Mortenson (at 7:40 p.m.), Finance Director Randy Scollins, AECOM Bob Bell, Town Manager Andy Gala, Town Counsel Paul DeRensis, William Euerle

The meeting was called to order at 6:00 in the McGinty Room of the Public Safety Building.

A motion to enter into Executive Session to discuss the purchase, exchange or lease of real property was approved by role call vote, R. Olsen – yes, M. Stanton – yes, P. Henderson – yes.

The Board of Selectmen members also voted to go into executive session.

P. Henderson informed those in attendance that he had checked with Town Counsel if William Euerle could sit in on this session as he is running unopposed for Rene Olsen's seat on the Board of Water and Sewer Commissioners in the upcoming election. Ms. Olsen is not seeking re-election. Atty. DeRensis stated that he had no objection as long as the members of the Board of Selectmen had no objections. The Board of Selectmen members present had no objection to Mr. Euerle's presence.

P. Henderson stated that there have been three meetings with members of the Patriots and he feels that they are moving forward. There has been discussions on a range of values, some hard (the treatment plant, signage, easement for leeching fields) and some objective (control of the signage, elimination of the treatment plant, potential destruction of parking lots for leeching field). They are presently discussing a range of value between \$24.1 and \$45.3 million. The Patriots have been discussing attaching probabilities as part of the process, including additional liquor licenses.

BOS member Larry Harrington stated the he and Mr. Henderson are the negotiating as representatives of this group with the Patriots. He stated that they now have three choices before them: 1. Do nothing, 2. Set the value of not building the plant at \$10 million and keep the ad revenue as it is presently. 3. Keep trying for the \$29 million that is needed for the regional buy in. The Patriots reps have met with Jonathan Kraft and he has a problem with the Board of Selectmen, he says that they are anti-Patriots and anti-Kraft, especially the Chairman. He cited two recent examples of the story that was provided to the Boston Globe about the illegal aliens working at the stadium and the lack of support for the proposed footbridge. Mr. Harrington stated that he feels that the rest of the Patriot's representatives are in support of a value larger than \$10 million, but Jonathan Kraft is resistant due to the Board of Selectmen. Currently they have put a value on the plant at \$10 million; Mr. Kraft has stated that he would not be willing to give any extra money as all they get is heartache from the town. P. Henderson added that they need to put a package together for the Kraft's, one of good will from the town. He also believes that the Patriots want to do a deal for the town. He was told that the Patriot's reps worked on Mr. Kraft all weekend to get an answer, this indicates to him that they are willing to work on a deal.

BOS Chair Paul Feeney stated that he didn't feel this discussion belonged in Executive Session, but would explain his side of their arguments. There was a discussion in November with Mr. Kranz about attending the meeting with the state on the proposed footbridge; the meeting was the next day from this discussion. Mr. Feeney stated that he had no prior information on this meeting as the Patriot's did not come to the Board of Selectmen beforehand and he would have preferred to discuss it with the BOS before attending any meeting as a representative of the Board, therefore he was uncomfortable attending this meeting

without the rest of the Board's knowledge. He would have supported it if they would have come to the whole Board first.

Mr. Harrington feels that they shouldn't turn these negotiations into being about one person, he pointed out that the Patriot's are now the largest taxpayers in town and the town has a sewer problem. He feels the rest of the group wants to help; they just need to get past Mr. Kraft. He still feels that the options now are to take the advertizing revenue back and take the \$10 million and rework the signage deal or continue to push for a goodwill payment above the \$10 million by showing Mr. Kraft that there is no anti-Kraft animosity towards the Patriots organization.

Someone from the Patriot's called today about the assessment of the vacant space at Patriot's Place, they feel that they are being overcharged and this is another negative from the town. This is a separate issue and is not part of the negotiations and will not be discussed here.

BOS member Lynda Walsh pointed out that the town repaired the dam near the stadium, if that hadn't been repaired his complex would have been underwater so they can't say the town doesn't do anything for them.

Dan Kranz has stated that they would agree to control the ad revenue and would be interested in getting more liquor licenses and feels that a positive position from the town would be helpful. The town fought for the licenses that have already been granted.

If the original deal included a value for the liquor licenses, then the only thing left on the list is the water treatment plant.

Finance Director R. Scollins summarized that the value of the plant is not equal to the value of the advertising. The Patriot's don't believe the value of the assets the town lists are worth \$30 million, but they are willing to give \$10 million to buyout the plant and if the town wants an additional \$20 million then they want more liquor licenses and all the ad revenue. Mr. Kraft has a problem with the Board of Selectmen being against him and his family, how does the town prove they are not, good faith is needed.

If the town would support four additional liquor licenses, then that would be a good faith statement and also if the Board of Selectmen would publicly and enthusiastically support a train station at the stadium, that would be a good faith statement.

Atty. DeRensis feels that the discussion is falling out of the purview of executive session, discussing political support for projects. He also noted that the Warrant is being printed on Thursday, the Board of Selectmen are meeting tomorrow (Tuesday) and this needs to be on the warrant, a commitment in writing is needed by tomorrow, he feels that there is no time to do a deal anymore.

Town Manager Andy Gala inquired if they could put a Special Town Meeting in with the Annual. Mr. Scollins felt that a Special Town Meeting could be called when this is done; don't hold up Town Meeting now.

M. Stanton reminded everyone that the regional authority is also looking for an answer, but feels that they should take the time to do it right.

Mr. Harrington referred back to the three choices facing the group, do nothing, take the \$10 million and 30B correction or go for the whole \$30 million.

P. Henderson feels that some of the items the Patriots want are out of the scope of the Board of Water and Sewer Commissioners, like the liquor licenses, he also is not sure that good will can be quantified. The representatives need guidance to get the value to \$30 million.

For the 12 liquor licenses granted already, the town received \$2.9 million in mitigation over 12 years as well as road improvements worth \$2-3 million and the building of a sewer plant and leeching fields.

Atty. DeRensis stated that he can find no legal documentation for the 12 liquor licenses. Mr. Scollins feels that they are in the town meeting documents. The question is what else the Patriot's owe the town; the values on the presentation should be at the top of the range, not the bottom.

BOS member Lorriane Brue stated that the 30B bidding process is still an issue. Atty. DeRensis stated that they can construct a new deal without worrying about the past one. Once an agreement with the Patriot's is reached, then the 30B can be included in it. No complaints were ever filed about the current 30B so it will be fixed going forward. Ms. Brue wanted to know if talking values with a potential bidder is a violation. Atty. DeRensis stated that it's like telling someone a value of a house and a minimum bid; they are comfortable that their lawyers and Town Counsel can come up with an agreement that will be in compliance. Mr. Harrington stated that he needs to know is the Board of Selectmen want to undo the present 30B or go forward.

Mr. Gala stated that the length of the agreement needs to be worked out and that is needs to be explained to the voters, the giving up of the plant and a long term contract needs to be voted on at Town Meeting.

Ms. Brue stated that she would like to see a professional put together an RFP for the new 30B agreement. P. Henderson feels that the advertizing cannot be separated from the plant and leeching as it was included in the original agreement. Ms. Brue feels that there were mistakes with the 2007 agreement and can't understand how the plant and sign revenue can be in the same agreement. She would like the value of the sign revenue appraised.

A motion for discussion to pursue the position for proposal from NPP for a \$30 million deal including a new 30B agreement and the signage in a positive and cooperative way was made by M. Stanton and seconded by R. Scollins.

\$25- 30 million is \$8,000 per user for a new sewer plant. The group feels that giving back the town's half of the signage to get \$1 million a year for 30 years is a wash. Mr. Feeney feels that they should stay focused, no matter what deal is worked out, the Patriot's are still going to come to the town for 4 additional liquor licenses and support of the train station and the town would still want something in return.

In 30 years, the ad revenue should be more than \$1 million a year. The Patriot's don't feel appreciated like the previous largest taxpayer, the Foxboro Company did.

The consensus of those present is to pursue option 3, the \$30 million. Town Counsel would like to see everything tied together on one sheet and clearly documented.

Everyone has come a long way since 2007, they are all trying to come up with a solution for the town and this time instead of an agreement with the Board of Water and Sewer, they will have an agreement with the town.

Mr. Euerle stated that he was in the 2007 negotiations, the sewer issues were worked separately and the signing of the final town agreement was contingent on the Commissioners agreement being signed.

Paul Mortenson arrived at 7:40 p.m.

Mike Stanton left at 7:41 p.m.

Paul Feeney would like to know the worth of 4 liquor licenses.

Atty. DeRensis stated that the Patriot's are looking for a 13<sup>th</sup> liquor license and then 4 additional (total of 5 possibly) the town needs to figure out how to get them one at no charge.

Mr. Gala and Mr. Scollins will work on figuring out the value of the 12 they have already received.

The Water and Sewer department needs to work on the procurement of the 30B as it is on their property, the Board of Selectmen and Town Meeting cannot.

The Executive Session was adjourned at 7:44 p.m.

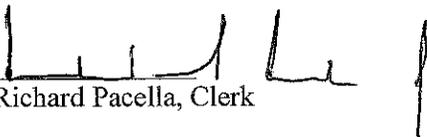
The meeting was adjourned at 7:45 p.m.

Respectfully Submitted,

Diana Gray

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These executive session minutes of April 12, 2010 were approved as amended on September 27, 2011.

  
Richard Pacella, Clerk