

**Executive Session Minutes
Of
The Foxboro Water and Sewer Commissioners
February 23, 2010**

Members in Attendance: Chairman P. Henderson, Vice Chairman R. Olsen (at 6:10 p.m.), Clerk M. Stanton, Board of Selectmen Members: Paul Feeney, Linda Walsh, Paul Mortenson, Lorraine Brue, Larry Harrington, Finance Director Randy Scollins, AECOM Bob Bell, Town Manager Andy Gala, Town Counsel Paul DeRensis

A motion to enter into Executive Session to discuss the purchase, exchange or lease of real property with the intention of coming back to into regular session at the conclusion was approved by role call vote, M. Stanton – yes, P. Henderson – yes.

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

Town Counsel Paul DeRensis was asked to look at the previous advertising agreement and has noted that there is a potential 30B issue with the leasing of the billboards. He has been in consult with previous Town Counsel Gelerman who issued opinions in July 2003 and August 2004. In the first opinion, it appears the town agreed to comply with 30B, but the signed agreement does not. Atty. Gellerman is investigating and would like some time to look into this. 30B is needed to negotiate the advertising contract. Atty. DeRensis advises at this point to go forward with the negotiations while this is being looked into.

R. Olsen arrived at 6:10 p.m. The Chairman asked is she agreed to go into executive session, R. Olsen – yes.

Atty. DeRensis wants to know if he is to sort out the previous agreement or to put it aside and deal with it only if it comes up.

Town Manager Andy Gala stated that the Selectmen didn't want to get involved in water department property during the previous negotiations; the Selectmen would have been the ones to begin the 30B process as they are the licensing authority in town. The question is the leasing of the advertising space; the infrastructure would have been exempt. Atty. DeRensis stated that the consequences are if the ad space wasn't properly bid this may call to question a lot more than the ads; the treatment plant and the leeching fields could be nullified.

P. Henderson notified the Patriots of this potential problem and was told that they have no issue with it so far. He also spoke with Atty. Gelerman; he stated to him that he believed it was dealt with in the legislation.

Atty. De Rensis is also trying to locate a list mentioned in the agreement that was compiled by the ANF. He also stated that there has been talk of suing the Patriots to get their money back. L. Harrington felt that they should all be working together on a solution to this.

M. Stanton stated that the 1999 state legislative act dealt with the 360 acres the Patriots owned at the time, the billboards are across the street. He feels it's in the town's best interest to bid the business. He feels the maintenance of the agreement is more important than getting something to town meeting this spring.

Atty. DeRensis's recommendation is to go forward with negotiations and as part of the process get a different advertising deal that could be bid out and comply with the law. The current agreement is three years old and he is not looking to find fault, but it's his job to make sure any agreements from now on are legal.

It was noted that the liquor licenses were given out as part of this agreement. Negotiations about taking value of the sewer treatment plant with advertising are another part of the agreement. Mr. Scollins feels that the Patriots are planning on using their part of the advertising revenue to pay for the plant. The property value is bigger than the plant (tearing up the parking lot, disrupting the commercial enterprises). If all agreements are corrected from this point forward, everyone will be better off.

The Board of Selectmen questioned if Town Counsel comes back with an opinion contrary to 2007, will water and sewer have to deal with it. Atty. DeRensis wants clarification of instructions, do they want the answer right now. R. Scollins feels that this might be an issue that will be brought up and is uncomfortable entering into formal negotiations thinking they are going in bad faith; he feels the discussion needs to be had now, as there is no strategy going forward if it is true. They don't necessarily need an answer now. L. Harrington feels that they should go forward and if and when a deal is struck, make it legal at that point, if a deal is not reached, then they will have to look into the legality of the 2007 agreement.

R. Olsen stated that she just found out about this yesterday and feels that Town Counsel is handling it by looking into this situation, no one has brought this up before now, and it was not mentioned at the last Executive Session meeting.

R. Scollins stated that when he found out about the problem in January, he was told that Town Counsel was looking into it and it would not be brought up until Town Counsel issued an opinion. L. Brue stated that she had questions about town revenue when this issue was uncovered by Town Counsel. The group needs to decide how to handle negotiations as a group. P. Henderson stated that the Patriots are interested in negotiating; he asked Dan Kranz for some dates and was given a few in March.

It was discussed if the agreement deals with the reuse tank only and not the billboards. The question on a reasonable time frame must be discussed also.

L. Harrington is in support of Town Counsel's recommendation that negotiations go forward while they work towards a resolution of the 30B question. Town Counsel pledges that this will be a legal deal. P. Feeney would like an answer to know if they are in compliance of the law before negotiations take place. He also feels that they would be in violation by negotiating with a potential bidder.

A motion to enter negotiations was made by L. Harrington and seconded by L. Walsh, the motion passed 3-2 with P. Feeney and P. Mortensen against.

More meetings will be needed by the group.

A motion to adjourn the Executive Session was approved by role call vote, M. Stanton – yes, R. Olsen – yes, P. Henderson – yes.

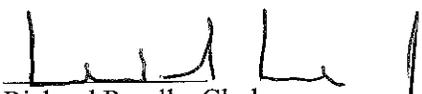
The Board of Selectmen members also voted to adjourn the Executive Session.

The Executive Session was adjourned at 7:00 p.m.

Respectfully Submitted,

Diana Gray

These executive session minutes of February 23, 2010 were approved as amended on September 27, 2011.


Richard Pacella, Clerk