

## SELECTMEN'S RECORD

March 23, 2018

### **ATTENDANCE AND CALL TO ORDER**

The meeting was called to order at 9:00 a.m. in the EOC/Training Room at the Police Station by Chairman John Hickey. Also present were: Selectmen Nancy Hyde, Selectmen Michael Walsh, and Town Administrator Michael Jaillet. Christine McCarthy record the minutes.

J. Hickey led the Pledge of Allegiance.

J. Hickey asked if anyone wishes to record the meeting and granted permission to Westwood Media Center to record.

### **SCHEDULED ACTION**

#### **Discuss Draft Land Disposition Agreement – Islington Center Redevelopment**

J. Hickey stated that the purpose of this meeting was to discuss the most recent draft of the Land Disposition Agreement (LDA) between the Town of Westwood and Petruzziello Properties with terms to be presented at the Finance and Warrant Commission Public Hearing on Monday. J. Hickey continued that the Town has been working for over 20 years, starting with when Westwood first acquired property in Islington Center. This included the Municipal Parking Lot parcel (former gas station) and subsequently the Islington Community Center (formally the Islington Community Church). These acquisitions were done with the intent that the Town would design a new center. There are seven (7) parcels of land being discussed in the proposed redevelopment.

In 2015, the Town issued a Request for Proposal to which Petruzziello Properties (the only developer) responded. Since then, the Town, Islington Center Task Force, other Boards and Committees and residents have studied and suggested improvements to the proposal. The Board of Selectmen is now at a point where it needs to review the options for the disposition of municipal owned property whether in exchange, sale or lease for a holistic development.

N. Loughnane and Special Counsel Gareth Orsmond, explained that the staff continued negotiating with the developer and came to terms on various aspects. The Land Disposition Agreement would allow the Town to transfer four (4) parcels of land to the developer (Petruzziello Properties) and receive back two (2) parcels of land and a sum of money. The sum of money has not been finalized at this time. The property closings will be in three phases:

Phase 1:       Town transfers the municipal parking lot parcel to Petruzziello  
                  Petruzziello provides first cash payment  
                  Petruzziello files for SHI listing of apartments at 321 Washington  
                  Street  
                  Town designs and bids work for Wentworth Hall  
                  Petruzziello constructs CVS and parking lots

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- Phase 2:      Town transfers the Wentworth parcel to Petruzziello  
                  Petruzziello transfers the two new Town parcels to the Town  
                  Petruzziello provides second cash payment  
                  Town moves Wentworth Hall, renovates Library and constructs  
                  addition  
                  Petruzziello renovates former CVS building and adds new space for  
                  MMO
- Phase 3:      Town transfers the ICC parcel and East Street parcel to Petruzziello  
                  Petruzziello provides final cash payment  
                  Petruzziello constructs new mixed-use building  
                  Petruzziello files for SHI listing of two additional apartments

N. Hyde asked what the estimated timing for phase 2 would be and if it would be completed before 2020? N. Loughnane responded that timing is a year out from the start of construction. If the LDA and articles are approved at Town Meeting and the articles are subsequently approved by the Attorney General, construction could begin in early fall 2018 with an anticipated completion of late summer, early fall 2018. At that point, housing units would be available for listing. G. Orsmond added that the draft agreement says 120 days from certificate of occupancy of CVS.

M. Walsh asked about possible contamination of the municipal parking lot site? G. Orsmond responded that the developer did some test pits (not samples); meaning they dug holes and did not see any visible signs of contamination where they want to build. The Town has not done any recent testing. The way the LDA is written is that both the Town and developer will each have a due diligence period in which the soil can be examined on the properties layout in the agreement.

G. Orsmond added that testing could be done on any parcel, but it is the municipal lot that is in focus because it is the site of a former Texaco Gas Station.

J. Hickey asked if testing was done at the time of removal of the tanks? M. Jaillet responded yes.

M. Walsh asked when the appraisal would be complete? N. Loughnane responded it is expected in early April. M. Walsh also stated that there was a very large gap that needed to be closed in terms of price. At this time, \$1.725 million is the original estimate for the Islington Community Center before concept planning. The concept plans for Wentworth Hall including moving it, renovating and adding an addition is in the range from \$3.5 to \$3.8 million dollars depending on which scheme is used.

M. Walsh explained that his biggest concern was the size of financial gap. He asked what would happen if the appraisal came back at \$2.5 million or \$2.25 million and

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where that leaves the project in terms of Town Meeting? N. Loughnane answered that it leaves the Town open for discussion on how it wants to proceed. The buildings that the Town currently owns have capital liability. The Town needs to either a) find the funds to continue its use within those buildings or b) put the funds into another project. The hope is that the Town will get as much as possible for the parcels it currently owns based on the proposal to allow the project to move forward without the use of Town funds. Unfortunately, that is unknown until the appraisal is complete. N. Loughnane stated that the Town is selling property that has a concrete value, and the Town cannot expect to receive more than the current appraised value, in the end that will be the limiting factor.

M. Jaillet added that there are two liabilities to the properties owned by the Town; 1) Code and maintenance work that needs to be done, of a significant amount (about \$2 million just to address current concerns) at the ICC and additional capital investment at Wentworth Hall. To make the ICC property a more usable space, the cost estimate (repartition Youth & Family Services, bringing the building up to code, roof replacement, window replacement, add air conditioning, an elevator, etc.) is estimated \$4.9 million.

J. Hickey stated that the Town should not spend \$4.9 million on a 50 year old building. N. Loughnane added that even with the expenditure of funds, it would still be an inefficient building. N. Loughnane also added that when the ICC was purchased, the intention was not for it to be a Town owned building in the long term. M. Jaillet stated that there seemed to be a misunderstanding about payment for the building and said the Town did pay \$500,000 for the ICC building in 2004.

M. Walsh asked if Town Meeting could be postponed a month until the Board of Selectmen had received the appraisal and could present it to the residents and the Finance and Warrant Commission make a recommendation on whether or not Town funds could be used to bridge any gap? M. Jaillet said it could be and it has been done once before after a failed override attempt. The process used at that time, after notification to the residents of the rescheduled date, gathered a group and have the Moderator declare no quorum present and immediately continue the meeting to another date.

M. Walsh expressed his opinion that this is the best course of action because the Board will be able to present the Finance and Warrant Commission and the public with the results of the appraisal. M. Walsh also feels that the gap from \$1.7 million to \$3.5 million (possibly \$3.8 million) is a big gap to close, adding the unknown of contamination under the municipal lot is another big factor. He suggested that the Board sample the land being transferred to the town as well.

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J. Hickey stated that this is the biggest project that has been the subject of more public meetings than anyone thought possible. M. Walsh stated he believes the Town should know where it stands on the difference between the appraisal and Petruzzello financial contribution before going to Town Meeting. He also stated that the Finance and Warrant Commission could hold another meeting before Town Meeting, if Town Meeting were to be postponed.

M. Walsh stated he needs to be able to stand up at Town Meeting to explain why the Town should support this project, and provide details on what the Town is getting. He feels strongly that there is currently not enough time to assess all the pieces. G. Orsmond is confident the Town will know everything it can know by mid-April. N. Loughnane stated that the Town will not have a design until it has an approved project and that money will not be spent until there is an approved project. The cost of the work that the Town has to do will remain unknown until the project is approved.

J. Hickey asked to confirm what it would cost to bring the ICC up to code? N. Loughnane responded that the Town has an estimate (approximately \$2 million) cost to bring the building up to code but, it would still have to be put out to bid to get the final cost. Until there are construction drawings that are put out to bid, there is no firm price.

J. Hickey voiced his concern about spending millions of dollars on a 14,000 square foot building that is 50 years old and incredibly inefficient. N. Loughnane clarified that the building has 11,000 square feet of usable space and is a total of 15,000 square feet. J. Hickey stated that this expenditure would be the worst real estate investment in the history of the Town and possibly in the state of Massachusetts.

M. Walsh stated he feels that it needs to be presented in solid numbers. And that the information needs to be provided to the public prior to Town Meeting.

N. Hyde asked M. Jaillet to provide the Board and public what the sequence of events would be if the information in its current form went to the regularly scheduled Town Meeting and what the sequence would be if Town Meeting was to be postponed. In addition, she wants to understand what the real benefits are to postponing Town Meeting.

M. Jaillet stated that next week, the Board will meet with the Finance and Warrant Commission to report on the current status of the LDA. However, the Selectmen have not finalized the financial payments to be made by the developer. If the Finance and Warrant Commission issues its report and recommendation after its meeting next week, it will not have a lot of the relative information. On the other hand, if Town Meeting were to be delayed, then the book would have all relative information and

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would be complete and comprehensive. M. Jaillet went on to say this was a good advantage to provide the public the full details of the project if Town Meeting were delayed.

N. Hyde agreed stating she feels that the Town needs more time. M. Walsh said the Town has spent two years working on this project and to rush it through, going to the developer, without an appraisal isn't in the Town's best interest.

J. Hickey indicated that the developer has made accommodations to all of the demands of the residents and Town and believes that if the Board is trying to get to a point to appease everyone, the Board is selling false hope. M. Walsh feels that the Town can't counter the developers offer, because the Town has nothing to counter with.

N. Hyde asked N. Loughnane what happens to the Planning Board's sequence of action if the Board votes to delay Town Meeting? N. Loughnane responded that the Planning Board has a Special Permit hearing and it would need to move forward with. The Planning Board is looking to the Board of Selectmen to hear what the terms of the LDA are and it is waiting to hear that there is authority for the Board of Selectmen to sign the LDA (provided by Town Meeting vote). The Planning Board decision would include a condition that requires the approval of the LDA following a Town Meeting vote. The Planning Board would need to understand what is being proposed. The Planning Board will likely be asked to vote on the application at their meeting on Tuesday, April 10, 2018.

G. Orsmond added the appraisal will give the value of the land at its highest and best use but it will not take into account the liability associated with the ICC.

N. Hyde stated that the Board of Selectmen could still update to the Finance and Warrant Commission on Monday night. N. Loughnane agreed adding that the presentation would be with the understanding that the Board of Selectmen should have more information in early April about what the dollar amount the Town would be receiving from the developer. By early April, the Board of Selectmen and Planning Board should have the information on the value of the land, the amount of money the developer is willing to include in the LDA, and a full picture of what the project looks like.

M. Walsh expressed concern about providing the Finance and Warrant Commission with a number that could be incorrect since the Town does not have the appraisal value back. N. Loughnane explained that the number that goes into the Finance and Warrant Commission book is based on the estimate of what the cost will be to renovate Wentworth Hall. The unknown is how much of that cost is being provided by the developer. The Planning Board can still make a motion and decide whether or not it wants to support the project under the condition the Town receive full

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payment from the developer to cover it or under the condition that lesser funds are received.

N. Loughnane stated that if the Finance and Warrant Commission was asked to take a vote on Monday night, the vote would have to be based on a worst case scenario where the developer gives the Town \$1.7 million and the Town project costs are estimated to be \$3.5 million. This would have to be with the understanding that the \$1.7 million would increase once the appraisal is received. All three Board of Selectmen members voiced concern on the Finance and Warrant Commission voting on a number that is not a "real" number.

N. Hyde asked M. Jaillet for his recommendation on what the Board should do. M. Jaillet stated that he feels the Board should postpone the Annual Town Meeting for a month until the appraisal is received. The public needs a full picture on what the Board is talking about.

J. Hickey clarified what needs to happen in terms of process to delay Town Meeting. The Board of Selectmen need to request that the Finance and Warrant Commission meet again in mid-April, Town Meeting date needs to be voted by the Selectmen to change the date.

**M. Walsh moved to continue Town Meeting from May 7, 2018 for approximately 30 days to a date to be determined based on availability of space and request that the Finance and Warrant Commission hold a third public hearing to review the possibly acquisition and disposition of municipal land in Islington Center; and to review and present a final Land Disposition Agreement. N. Hyde Seconded. Unanimous Vote: 3-0**

J. Hickey asked if there was any discussion from the public?

Resident Jennifer Ferraro, 130 Phillips Brook Road asked how moving Town Meeting affects elected officials beginning their terms? M. Walsh answered that the elected officials will begin their terms following the conclusion of Town Meeting. J. Ferraro also asked about the warrant article for the change in size of CVS, from 10,000-15,000 square feet? M. Walsh stated that article was a Planning Board article and as far as the Board of Selectmen is aware, the article will still be presented at Town Meeting. N. Loughnane stated the Planning Board has made the decision to move forward with the article and to continue to review the application. If the Planning Board decides the article is no longer necessary, it will recommend removal or amend it, if needed.

Christine Previterra, 16 Dean Street, commented on J. Hickey's earlier statement that spending millions of dollars to renovate an 11,000 square foot building that is 50 years old would be the worst real estate investment in the history of the Town and

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possibly in the state of Massachusetts was offensive. She stated she feels that the Islington Community Center building is the core of Islington Center and it is icon to past residents. J. Hickey said there was no offence meant he believed the investment does not make sense to have residents spend millions of dollars on the building.

Ellen Rollings, 86 Greenhill Road, asked for the Board to clarify why the appraisal of the Town owned properties is coming in late if the Town Meeting date has been known for several months? M. Walsh responded that the initial offer from the developer of \$1.725 million was based on financing ability from the developer, based on his appraisal of the properties. He suggested that if the Town felt the parcels are worth more, the Town needed to get its own appraisal. The Board of Selectmen has arranged for an appraisal, which will be done in April.

N. Loughnane stated that the language in the article titled "Authorization of Funding for Various Aspects of the Redevelopment of Islington, including the Relocation, renovation and possible expansion of Wentworth Hall" has been revised to:

*"To see if the Town will vote to appropriate a sum of money to pay costs of designing, relocating, constructing, originally equipping and furnishing a relocated and expanded Wentworth Hall, including the payment of all costs incidental and related thereto, such facility to be located on property across from the current location of the Islington Library, and to determine whether this amount shall be raised by taxation, transfer from available funds, borrowing or otherwise, or to take any other action relative thereto."*

This is the draft article Counsel is recommending to be sent to the Finance and Warrant Commission. Counsel has also provided a motion for the Finance and Warrant Commission to consider which reads:

*"That the Town appropriates \$3,500,000 to pay costs of designing, relocating, constructing, originally equipping and furnishing a relocated and expanded Wentworth Hall, including the payment of all costs incidental and related thereto, and that to meet this appropriation, the Treasurer, with the approval of the Selectmen, is authorized to borrow said amount under and pursuant to M.G.L. c. 44, §7(1), or pursuant to any other enabling authority, and to issue bonds or notes of the Town therefor. The amount authorized to be borrowed by this vote shall be reduced to the extent of amounts realized by the Town upon the sale of associated properties, net of any transaction costs associated therewith. Any premium received upon the sale of any bonds or notes approved by this vote, less any such premium applied to the payment of the costs of issuance of such bonds or notes, may be applied to the payment of costs approved by this vote in accordance with Chapter 44, Section 20 of the General Laws, thereby reducing the amount authorized to be borrowed to pay such costs by a like amount."*

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N. Loughnane clarified that the motion would allow the Town to borrow up to \$3.5 million dollars and that amount would be reduced based on the amount of funds received by the developer.

N. Hyde asked what the Planning Board is considering the appropriate size for the CVS? That decision will impact the economics of the transaction. N. Loughnane answered yes to a certain extent. It depends on the deal the developer has with CVS. At this point the dollar amount is the same regardless of the larger store without the drive thru or the smaller store with the drive thru. The tax value is based on the income the property will generate and that is still being worked out by the developer.

J. Hickey asked when the decision would be made on the final size of the CVS? N. Loughnane answered that the final decision on the special permit is expected on April 10<sup>th</sup> but she expects that at the April 4, 2018 Planning Board meeting, it will have more discussion on which building it likes (larger without a drive thru or smaller with a drive thru). The Planning Board's engineers are currently reviewing the submitted plans.

M. Jaillet added it's important to understand the three elements that affected the developer's ability to provide the Town with the money it needs; Rental vs. condo, CVS size vs. drive through, structure of the MMOs lease.

C. Previtara, 16 Dean Street, commented that in her memory, any time there has been a new development, 40B or something similar, it has been new construction. She then asked "what will be the new construction for the affordable housing if this project moves forward at the Ski Stop?" M. Walsh answered it is his understanding that it does not have to be new construction. It can be existing units that can be added to the housing inventory. C. Previtara went on to ask if the rent will be the same in the new units, next to Islington Pizza, as the older affordable units across the street. N. Loughnane answered that the rents are set according to what the properties are worth.

E. Rollings, 86 Greenhill Road, asked if the Board has a sense of how many affordable housing units the Town would be short by in 2020? J. Hickey answered that as of now, the Town is not under the 10% for affordable housing, but as the Town continues to grow, the number of housing stock has changed. G. Orsmond stated that if the Town is at 10% by 2020, it will remain that way for the next 10 years. N. Loughnane added that this is the project on the horizon that will get units listed on the SHI and it is extremely unlikely that another project will come up before 2020 to get the Town above 10%. E. Rollings asked what could be done to get the percentage to restrict 25% to be affordable for all new residential developments? J. Hickey answered that the Town could impose a deed restriction but that would cause developers not to build in Westwood because it would not be financially beneficial to them.



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**N. Hyde moved to approve the language presented at the Board's meeting for the article titled "Authorization of Funding for Various Aspects of the Redevelopment of Islington, including the Relocation, renovation and possible expansion of Wentworth Hall." M. Walsh Seconded. Unanimous Vote: 3-0**

### **Request for Funding for Appraisal – Islington Center**

As the Board and staff continue to work on a Land Disposition Agreement with the Developer of Islington Center, the Town Administrator has contracted a third-party appraiser to conduct an official appraisal on the Town owned properties in Islington. The purpose of the appraiser is to provide the Town with an updated assessment of the value of the properties, separate from the Assessor values presented in various meetings. The expectation is that the appraisal will establish the value based on highest and best use of the properties at this time.

M Walsh asked where the amount of \$6,500 came from? M. Jaillet answered it came from a contractor whom the Town has used many times.

**N. Hyde moved to approve the transfer of \$6,500 from the Selectmen Reserve Account to fund an appraisal of municipal owned property in Islington Center. M. Walsh Seconded. Unanimous Vote: 3-0**

### **OLD BUSINESS**

#### **Removal of article from 2018 ATM Warrant – Hedgerow Lane Abandonment**

The developer and residents have not come to an agreement related to the Hedgerow Lane so the article is recommended to be removed from consideration.

**M. Walsh moved to remove the article titled "Abandonment of portions of Hedgerow Lane as a public street and authorization of transfer of land within the current right-of-way to owners of abutting property" from the 2018 Annual Town Meeting Warrant." J. Hickey Seconded. Vote: 2-0-1. N. Hyde recused herself and was not present for the vote.**

### **OTHER BUSINESS THAT MAY PROPERLY COME BEFORE THE BOARD**

J. Hickey asked if there was any other business that may properly come before the board.

### **PUBLIC AND PRESS**

J. Hickey asked if there were any questions from the public or press?

### **NEXT MEETING**

Town of Westwood Meeting March 23, 2018

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The next regularly scheduled Board of Selectmen Meeting will be Monday, March 26, 2018 at 6:30PM in the Small Meeting Room at the Westwood Public Library.

**N. Hyde moved to adjourn. M. Walsh Seconded. Unanimous Vote: 3-0**

The meeting was adjourned 10:09 AM.

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Initial after reviewed



A handwritten signature in black ink that reads "Michael J. Jaillet". The signature is written in a cursive style with a large, sweeping initial "M". A horizontal line is drawn across the page, starting from the left edge and ending under the signature.

M. Jaillet  
Town Administrator