

**Edward Farrar Utility District
Commissioners' Meeting
November 9, 2022
4:30 P.M.
Minutes**

Present: P.H. Flanders, L. Sayah, Cindy Parks, R. Finucane (by ZOOM) Commissioners; W. Woodruff, T. Leitz, W. Shepeluk, staff. Members of the public attending: Alyssa Johnson-by Zoom.

Chairperson Flanders called the meeting to order at 4:37 P.M.

Approve Agenda: **C. Parks made a motion to approve the agenda, L. Sayah seconded the motion;** Flanders asked to include a discussion about a Housing Task Force the select board is trying to establish, Shepeluk asked to add consideration of an engagement letter from Sullivan, Powers & Co, PC, and to add an item to consider the transfer of a .5 acre parcel to Chila Russel. **The commissioners voted to approve the agenda, as amended to include the three additional items.**

Public: There was no comment by the public.

P.H. Flanders invited Alyssa Johnson of the select board to make a presentation about the town's Housing Task Force. Ms. Johnson summarized the vision for the task force as expressed by the select board and the planning commission. The select board has expressed a willingness to allow EFUD to appoint a commission member to serve on the task force. **L. Sayah moved to nominate P. H. Flanders as EFUD's representative to the Waterbury Housing Task Force. C. Parks seconded the motion and it passed 4-0.**

Staff updated the board on the status of the proposed dissolution of the Duxbury-Moretown Fire District #1 (DMFD#1), the prudential committee of which has proposed a takeover of that system by EFUD. Minutes from the "Annual Meeting" of the DMFD#, held on August 6, 2022 had been delivered to the EFUD offices by a former prudential committee member and were presented to the commissioners by staff. Four persons, but only two voters of the DMFD#1 attended that meeting. The minutes state those voters present approved the dissolution of the fire district and the transfer of all the assets and liabilities of the DMFD#1 to the Edward Farrar Utility District. The EFUD commissioners asked if staff knew what assets and liabilities existed, whether a deed had been prepared to make this transfer and whether legal rights of way where water mains, hydrants and other appurtenances are located had been transferred, as well. Staff had no information to answer any of those questions and had no knowledge of assets or liabilities of the DMFD#1. The commissioners directed staff to contact Joe McLean at the law firm of Stitzel, Page & Fletcher, asking him to contact Eli Emmerson, the attorney for the DMFD#1, to work this out, protecting the interests of EFUD.

The commissioners asked staff for an update on the potential water main upgrade and extension to serve Rt 100 from Howard Ave to McNeil Rd and possibly East Wind Mobile Home Park. B. Woodruff reported survey work and wetland delineation was on-going as the cross-country route from Guptil Rd to Rt 100 now appears preferable. The estimated project cost is \$3 million. P.H. Flanders asked if grant money might be available to cover all or a significant portion of the costs. He said, while there are many worthwhile benefits to support moving forward, it is not likely the current water users on the system will want to pay for this significant infrastructure improvement. He opined the new customers would need to pay some of the cost of the improvements, in addition to allocation fees. If dollars being made available through various pieces of "COVID legislation" could be granted rather than loaned it could help make the

project affordable. The commissioners also discussed with staff the possibility of cost sharing by the town through use of ARPA funds or even taxes. No decisions were made.

Bill Woodruff updated the commissioners on progress toward the consideration of new water regulations. Alec Tuscany is continuing his drafting work with attorney Joe McLean. Before proceeding, we are awaiting comments from Cindy Parks on the draft ordinance and standards. C. Parks indicated she hoped to provide the comments within a few weeks.

B. Shepeluk, T. Leitz and B. Woodruff updated the commissioners on staffing issues facing both EFUD and the town, particularly in the water department. Both operators have resigned, S. Guyette at the end of October and B. Roy will leave his position in December. Pay, the need for one operator to be “on-call” every day, and family time were all reasons for the resignations. Staff reported the highway department in the town is facing similar challenges and this issue is now common in municipalities across the state. B. Woodruff suggested the recruiting process is underway. Attracting licensed operators may be difficult and pay rates, even for those with no licenses and little or no experience, will likely be forced upward. In addition, concessions to grant more leave time may be necessary. The commissioners expressed their appreciation for the update and told the management staff they would trust them to do what is necessary to keep the systems operating. B. Woodruff let the commissioners know how helpful Matt Jones and Tony Millus of the sewer department had been, stepping up to fill gaps where necessary. T. Leitz and B. Shepeluk expressed appreciation for all the extra work done over the last month by B. Woodruff. The commissioners acknowledged all of this and offered their appreciation, as well.

Given the vacancies and staffing issues just discussed, no department reports were written this month.

P.H. Flanders, on behalf of the commissioners, expressed appreciation to the near 300 persons who attended the Special Utility District Meeting and to all those who attended Commissioners’ Meeting and Public Information Meetings concerning the proposed sale of 51 S. Main Street. All agreed the process was beneficial and the public participation throughout was encouraging.

The commissioners next discussed the next steps toward finalizing the sale of 51 S. Main St. to Downstreet. While waiting for the 30 day appeal period to pass, the manager recommended agreeing to an option with Downstreet for the sum of \$10,000 to allow Downstreet to move forward with a required environmental evaluation of the property. A “clean” report would then allow Downstreet to enter into a Purchase and Sale Agreement with EFUD. **L. Sayah made a motion to approve the option (attached) with Downstreet, in consideration for a \$10,000 down payment from the potential buyer, subject to a legal review of the option by EFUD’s attorney. C. Parks seconded the motion. It passed unanimously.**

Staff suggested some negotiation between EFUD and Downstreet may be necessary when the time comes to enter into the purchase and sale agreement for the property. **P.H. Flanders appointed L. Sayah and C. Parks to work with staff to negotiate the agreement.**

W. Shepeluk reminded the commission that it amended the terms of the UDAG loan to the Ice Center at a meeting held on September 14, 2022. He has now updated the mortgage document and the promissory note to reflect the changes. He asked the commissioners to approve them and to authorize the manager to sign them as necessary. **L. Sayah made a motion to approve the loan documents for the UDAG loan to the Ice Center of Washington West and authorized the manager to execute them. C. Parks seconded the motion and the commissioners voted 5-0 in favor of it.**

B. Shepeluk reported to the commissioners that T. Leitz had signed the contract, as offered by EFUD, to be the Utility District Manager. **L. Sayah made a motion to approve it as the final contract and to authorize its signing. B. Finucane seconded and it was approved unanimously.**

Staff presented an engagement letter from Sullivan, Powers & Co, PC outlining the process for the 2022 audit, which will be conducted next year. **A motion was made and duly seconded (Parks, Sayah) to approve the letter and authorize its signing. Approved unanimously.**

W. Shepeluk reminded the commissioners that Chilia Russell was transferring land she owns on Blush Hill to a land trust and that she was hoping to purchase a small parcel of about a half-acre from EFUD, effectively a boundary line adjustment, before doing so. If EFUD approves the requested transaction, she will be able to donate 125 acres in all to the land trust. The land in question is part of Blackberry Lane, EFUD has an easement over the rest of that private road to access the reservoir there on Blush Hill. **L. Sayah made a motion to approve the conveyance of a +/-0.46-acre parcel of land westerly of Blush Hill Road and beneath so-called Blackberry Lane from EFUD to L. Chila Russell, with EFUD reserving easements for municipal water and sewer lines, by Quitclaim Deed and Notice of Sale of Municipal Real Estate and to authorize EFUD Commissioner P.H. “Skip” Flanders or Manager William Shepeluk to execute the Quitclaim Deed and any other related closing documents provided that no petition is submitted objecting to the conveyance in response to the Notice of Sale. C. Parks seconded the motion which was then approved unanimously.**

P.H. Flanders, on behalf of the EFUD Commissioners entered into the record of the meeting a “Thank You” to Ingrid Shepeluk for all her work to organize and produce the Open House that was put on to honor Carla Lawrence and Bill Shepeluk on the occasion of their retirements from public service to Waterbury. The commissioners unanimously concurred.

L. Sayah made a motion to approve minutes of the Commissioners Meetings held on October 12th and October 18th and of the Special District Meeting held on October 24th. C. Parks seconded the motion and it was passed 4-0.

C. Parks made a motion, seconded by L. Sayah to adjourn the meeting at 6:10 p.m. The motion was approved and the meeting adjourned.