



TRUSTEES SPECIAL MEETING NOTICE & AGENDA
THURSDAY, JUNE 14, 2018 at 7:00 PM
LINCOLN HALL MEETING ROOM, 2 LINCOLN STREET

1. **CALL TO ORDER/ PLEDGE OF ALLEGIANCE TO FLAG** [7:00 PM]
2. **AGENDA ADDITIONS/CHANGES**
3. **APPROVE AGENDA**
4. **PUBLIC TO BE HEARD**
 - a. Comments from Public on Items Not on Agenda
5. **JOINT MEETING WITH ESSEX JUNCTION BOARD OF TRUSTEES** [7:05 PM]
 - a. Extension of Memorandum of Agreement for Consolidation of Public Works Services – Evan Teich
 - b. Approval of definitions of commonly-used words around governance and consolidation – Elaine Sopchak & Irene Wrenner
 - c. Setting goals for evaluation of Unified Manager – Andrew Brown, Irene Wrenner, Lori Houghton, and Mike Plageman
 - d. Discussion of next steps for governance structure options and timeline – Evan Teich
6. **READING FILE**
 - a. Memo from Evan Teich and Greg Duggan re: Priorities to be accomplished through consolidation
 - b. Essex Community Tax History
 - c. Memo from Travis Sabatase re: Fiscal Year End 2019 Delta Dental Rates
 - d. Memo from Travis Sabatase re: Revised employment application
 - e. Memo from Will Moran re: Essex Rescue Response Statistics
7. **ADJOURN**

Meetings of the Trustees are accessible to people with disabilities. For information on accessibility or this agenda, call the Village Manager's office at 878-6944.

**VILLAGE OF ESSEX JUNCTION
BOARD OF TRUSTEES
MINUTES OF SPECIAL MEETING
June 14, 2018**

TRUSTEES: George Tyler, President, Dan Kerin, Elaine Sopchak, Andrew Brown, Lori Houghton.

SELECTBOARD: Max Levy, Chair, Irene Wrenner, Andrew Watts, Elaine Sopchak.

OTHERS PRESENT: Evan Teich, Unified Manager; Greg Duggan, Deputy Town Manager; Paul Austin; Diane Clemens; Paula DeMichele; Betsy Dunn; Jerry Fox; Mary Lou Hurley; Bruce S. Post; Marybeth Redmond; Margaret Smith.

1. CALL TO ORDER/PLEDGE OF ALLEGIANCE TO FLAG

Mr. Tyler called the Trustee meeting to order at 7:00 p.m.

Mr. Levy called the Selectboard (SB) meeting to order at 7:00 p.m.

Mr. Levy invited those present to join him in reciting the "Pledge of Allegiance."

2. AGENDA ADDITIONS/CHANGES

Mr. Duggan provided the following addition: an updated version of the Memorandum of Agreement (MOA) between the Town and Village regarding the Public Works Services.

3. APPROVE AGENDA

GEORGE TYLER MOVED AND DAN KERIN SECONDED A MOTION TO APPROVE THE AMENDED AGENDA. THE MOTION PASSED 4-0.

IRENE WRENNER MOVED AND ELAINE SOPCHAK SECONDED A MOTION TO APPROVE THE AMENDED AGENDA. THE MOTION PASSED 5-0.

4. PUBLIC TO BE HEARD

There were no comments from the public.

5. JOINT MEETING WITH ESSEX SELECTBOARD

a. Extension of Memorandum of Agreement for Consolidation of Public Works Services - Evan Teich

Mr. Teich introduced the issue of whether the SB and Trustees will approve Amendment Number One to the MOA between the Town and the Village regarding Consolidation of Public Works Services. Mr. Teich explained that changes were made to clarify vague language and to ensure that both boards will have the final say and approval of any actions towards consolidation of the public works services. Both attorneys have agreed on these changes.

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50 With regard to #5 Termination, Mr. Watts pointed out that if one party wants to terminate and it goes to
51 a vote, the Village and the Town annual meetings are held at different times. He wondered about adding
52 language to clarify when one party has to notify the other if it wants to terminate the agreement. Mr.
53 Teich agreed because staff would rather know before going into the budget season if one party would
54 like to terminate the agreement. Members discussed having a specific deadline of December 1 so that
55 the other party has enough notice for the next budget process. Additionally, if there is a termination by
56 one party, staff will need as much time as possible into the following year to make the full separation.
57 Members discussed how this would impact both budgets, and decided on a deadline of October 1 of
58 any year for notification in order to implement the separation for the following fiscal year. Ms.
59 Houghton wondered if termination language was needed since the boards are continuing with the status
60 quo at this time. Mr. Kerin was in favor of keeping the termination language in the MOA because there
61 could be different members serving on the boards in the future.

62
63 Mr. Teich explained that if approval from the boards did not occur tonight, the original agreement
64 would stand until approval of a new agreement is made. Members decided to continue separate
65 discussions with their respective boards, once the attorneys have made these updates, and return at a
66 joint meeting for a vote. There were no objections from any member to continue the existing agreement.

67
68 Mr. Bruce Post questioned a comment earlier regarding line reductions or increases at the Annual
69 Meeting being only advisory. He wanted to know if there was a statutory prohibition against this
70 practice or if it was an unwritten policy. Mr. Levy understood that the voters at Town Meeting can vote
71 to add or subtract dollars from the budget and can request where they would like those dollars cut or
72 added. It would be at the peril of the members not to follow the voters' requests. Members and staff
73 could not provide a statute related to this issue, but the Moderator has stated at annual meetings that
74 voters can propose a change to the budget, but not to a specific number line.

75
76 Ms. Betsy Dunn wondered if the public understood everything surrounding the term MOA. She felt
77 that a simple merger is a lot cleaner than all these MOAs. Mr. Levy stated that there have been
78 explanations about this MOA at the Town Annual Meeting. Ms. Dunn noted that not many people
79 attend the Annual Meeting. Ms. Sopchak clarified that there is a MOA for the public works services
80 because it is a budgetary issue. She reminded Ms. Dunn that the budget meetings are open to the public
81 at all times, with multiple public hearings. Also, both boards attended numerous public events to
82 provide outreach about the MOA and placed an article in the Essex Reporter. Ms. Paula DeMichele felt
83 this was a good argument for having a Communications Position for the Town.

84
85 Mr. Paul Austin suggested getting the highlights of this proposal efficiently disseminated out in the
86 community. Ms. Houghton pointed out that the boards are deciding to keep everything as it has been
87 for the past three years. She felt that residents also have the obligation to find out what is going on. Mr.
88 Jerry Fox stated that there was significant discussion in both the Village and Town reports, which are
89 available to the public.

90
91 **GEORGE TYLER MOVED AND ELAINE SOPCHAK SECONDED A MOTION TO**
92 **CONTINUE THE ORIGINAL AGREEMENT WITH PUBLIC WORKS UNTIL A NEW**
93 **AGREEMENT IN JULY. THE MOTION PASSED 4-0.**

94
95 **IRENE WRENNER MOVED AND ANDREW WATTS SECONDED A MOTION TO**
96 **CONTINUE THE ORIGINAL AGREEMENT WITH PUBLIC WORKS UNTIL A NEW**
97 **AGREEMENT IN JULY. THE MOTION PASSED 5-0.**

b. Approval of Definitions of Commonly-Used Words Around Governance and Consolidation - Elaine Sopchak & Irene Wrenner

Ms. Sopchak introduced the issue and explained that any big process like this should have a clear, common language to avoid any potential pitfalls of defining words.

Mr. Watts was concerned about the language under “consolidation” because it says, “as well as maintaining and preserving the quality of services.” In his opinion, the community could still have quality services with fewer services and thought that should be considered as they are discussing consolidation. Ms. Sopchak felt that the definition did not describe how to maintain and preserve the quality of services and that ultimately it was up to the residents. Mr. Kerin commented that it was difficult to quantify “quality.” Mr. Brown liked the definition as presented and felt that it did not preclude a reduction of services. Mr. Watts suggested striking that phrase as part of the definition for “consolidation.” Ms. Houghton didn't think that language was specific to changing the level of service if needed and suggested referencing “appropriate level of service in the consolidation.” Ms. Sopchak felt that quality was an important aspect of consolidation. Mr. Tyler suggested saying “including the elimination of duplicate services or unnecessary services.” Mr. Watts favored the language suggested by Ms. Houghton. Ms. Houghton agreed, but thought it should be referenced. Mr. Teich understood the definition of “consolidation” as follows: “Combining of two or more departments, committees or service areas with a goal of efficiency and cost effectiveness as well as maintaining appropriate levels of services, so that the resulting entity operates under a single point of authority.” The members all agreed.

With regard to “governance”, Mr. Watts wondered if the structure of governance, such as number of members, representation, etc. should be included. Ms. Sopchak replied that they streamlined the definition because there are so many different ways to define it. Mr. Levy suggested, “the act of governing to establish, implement and monitor policies by members of a governing body who exercise authority on behalf of the electorate.” Mr. Watts didn't think it answered his original question of the structure of the government. Mr. Kerin felt that the definition should be broad and liked how Mr. Levy defined “governance.” Mr. Brown did not like using “governing” in the governance definition. Mr. Levy suggested they ask the subcommittee to continue work on this definition, and members agreed.

With regard to “tax equity,” Mr. Watts suggested adding language about access to the services everyone is paying for. Mr. Tyler suggested adding “and have access to all those services, regardless of where they live” after “municipal.”

With regard to the definition of “transparency,” Mr. Watts wanted to make sure there were no barriers to access for anyone, including the members. Mr. Levy suggested adding “in accordance with freedom of information legislation” at the end of the definition. Ms. Sopchak suggested simply saying, “according to law,” and members agreed.

Ms. Wrenner noted that she and Ms. Sopchak forgot to add the definition for “community,” which was requested by Mr. Mark Banks at the last joint meeting. Members decided to table this discussion and have Ms. Wrenner and Ms. Sopchak update the definitions based on the deliberations.

Mr. Austin, with regard to tax equity, noted that if the Village wants to have a service that the Town does not provide, it can raise the revenue on its own. He thought it was fair and reasonable to Village residents to charge additional fees to those outside the Village for services paid for by the Village only.

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146 The problem he saw was that the tax rate today is probably higher for the Town outside the Village
147 residents because of the smaller consolidation efforts, which is conflictual. Mr. Tyler clarified that for a
148 service like Planning and Development, the Village is paying for its own, but also paying for the
149 Planning and Development in the Town, which doesn't do anything for the Village. The same example
150 could be found with capital funds for roads and infrastructure. Therefore, the issue in the Village is that
151 it is funding two different fundamental services in both communities.

152
153 Mr. Fox suggested listing the finalized definitions in the Essex Reporter. He felt that the future is the
154 Village and that the Town is becoming an urban area like the Village, but with bigger lots.

155
156 Ms. DeMichele suggested adding a disclaimer because from a legal standpoint these definitions are not
157 all-inclusive.

158
159 Ms. Dunn asked if they have defined the future governance that operates under a single point of
160 authority. Ms. Sopchak replied that “governance” is deliberately unspecific as there could be different
161 options in the future.

162
163 Mr. Post stated that it would be helpful to elaborate the definitions with examples. He agreed with Mr.
164 Watts’ remarks about “transparency.” He thought they should give people some understanding of how
165 they arrived at the definitions.

166
167 Ms. Sopchak liked the idea of a disclaimer because these definitions won’t be all-inclusive. She
168 clarified that the meaning of the definitions is to help the two boards understand what each other is
169 referring to so they can communicate more clearly. She added that it is a tool for the boards to start the
170 conversation on the same footing.

171
172 **c. Setting Goals for Evaluation of Unified Manager - Andrew Brown, Irene Wrenner, Lori**
173 **Houghton, and Mike Plageman**

174
175 The issue is whether, and when, the SB and Trustees will set goals for the evaluation of the Unified
176 Manager. A subcommittee was created on May 14 to identify goals and priorities for approval by both
177 boards. Due to scheduling difficulties, the subcommittee will not be able to meet until June 21. Staff
178 identified the following three options: 1) Extend the 2018 deadline from July 1 to August 1. 2) Have a
179 special meeting prior to July 1. 3) Choose and prioritize goals reviewed at past meetings.

180
181 Mr. Tyler commented that the boards need to give Mr. Teich his goals in a timely manner. Members
182 further deliberated on this issue and whether the work would be completed by the next joint meeting.

183
184 Ms. DeMichele asked if Mr. Teich has given a list of his goals to the boards, other than general
185 consolidation. She believed that there were critical and urgent economic goals, such as affordable
186 housing to be addressed. She wanted one of the Unified Manager's goals to be the creation of an
187 Affordable Housing Trust for the community. Mr. Teich did not think this could be achievable in the
188 next 6 months and thought the first step would be to see if the Trustees and SB want to work on this
189 issue together. He did not think it should be a goal for the Unified Manager since it is a policy decision,
190 and Mr. Tyler agreed. Mr. Tyler added that it would take the staff and citizens to carry an Affordable
191 Housing Trust forward with the Unified Manager involved and having some oversight. However, they
192 can’t put it under the Unified Manager’s purview if he does not have control over it.

193

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194 **ANDREW WATTS MOVED AND IRENE WRENNER SECONDED A MOTION TO EXTEND**
195 **THE 2018 DEADLINE FROM JULY 1 TO AUGUST 1. THE MOTION PASSED 4-0.**

196
197 **ANDREW BROWN MOVED AND DAN KERIN SECONDED A MOTION TO EXTEND THE**
198 **2018 DEADLINE FROM JULY 1 TO AUGUST 1. THE MOTION PASSED 5-0.**

199
200 **d. Discussion of Next Steps for Governance Structure Options and Timeline - Evan Teich**

201
202 The issue is whether the Trustees and SB form a subcommittee to research and present options for
203 governance structure and timelines to the rest of the boards. All members of the boards, at joint
204 meetings on April 25 and May 14, have said they would like the current consolidation efforts to result
205 in end goals of one community/municipality, one legislative body with equal representation, one budget
206 and one tax rate. Opinions differ in regard to how and when to meet those goals. Representation and a
207 tax equity plan seem to be the highest priority issues.

208
209 Mr. Tyler discussed the concept he suggested at the last joint meeting of a seven-member council, but
210 that he realized it would probably not work and would take a significant amount of legal work to get a
211 solid answer. Mr. Watts stated that his idea from the last joint meeting would also not work. He
212 suggested using the school district as a model. Ms. Sopchak suggested having someone from the
213 Secretary of State's office invited to the next joint meeting. Mr. Tyler noted that the school created a
214 new entity from four school districts and three municipal entities. Ms. Houghton was in favor of doing
215 the same thing as the school district and having one new community. She announced at the last Trustee
216 meeting that she will no longer be voting on smaller consolidation efforts.

217
218 Ms. Wrenner was in favor of a ten-member board where everyone votes at large on everything and told
219 Ms. Sopchak that an attorney is necessary to determine the charter for that model.

220
221 Mr. Watts suggested that his original idea of creating a Union Municipal District may be a way to
222 temporarily keep the two charters intact while working together. Mr. Tyler commented that counsel will
223 need time to provide answers for these questions. Mr. Teich suggested sending questions that he could
224 forward to the Vermont League of Cities and Towns (VLCT) and the State.

225
226 Mr. Tyler asked if members wanted a subcommittee for this issue to take the pressure off the staff. Ms.
227 Sopchak was in favor of a subcommittee. Members discussed the timing for a ballot question for this
228 issue and agreed that they could not meet a November ballot deadline. They also agreed to meet as
229 individual boards to discuss who would like to serve on the subcommittee. Mr. Tyler also suggested
230 that the SB create a survey for the residents outside the Village to find out what they are concerned
231 about with regard to governance, tax equity, representation and consolidation, etc.

232
233 Mr. Fox asked Ms. Houghton what she felt was wrong with the Town charter. Ms. Houghton thought
234 that the school district did it right by creating one new entity with one new charter. Mr. Fox did not see
235 why they needed a new charter if they were just consolidating all the services under single department
236 heads. Ms. Houghton appreciated Mr. Fox' comments, but stated that many Village residents are
237 concerned with being "eaten up" by the Town in the same way the Town, outside the Village, residents
238 felt about the Essex Junction Recreation Department.

239
240 Mr. Post suggested asking the VLCT about the legal authority for this alignment process so they are
241 clear. Mr. Post agrees with Ms. Houghton about creating one new charter. It was confirmed for Mr. Post

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242 that the subcommittee meetings are all subject to the Open Meeting Law. Mr. Post was also concerned
243 about the legality of the inter-municipal agreements.

244 Ms. Dunn suggested the boards go back to what was discussed during the all-day workshop on
245 governance, which had a good cross-section of representation from the Village and the Town, outside
246 the Village, residents. She didn't think they had to "recreate the full wheel," but could work from past
247 templates of merger efforts and discussions. She was in favor of a vote no later than next March and
248 also agreed with Ms. Houghton about having one charter and a ten-member board, all at large.

249
250 Ms. Marylou Hurley agreed with Ms. Houghton that a whole new charter was needed.

251
252 Mr. Austin stated that the people outside the Village are concerned about the board being balanced and
253 with taxes increasing, which he felt would happen to a greater extent if they continue to consolidate
254 little by little. He was also in favor of a new charter.

255
256 Mr. Fox stated that the voters have authority about consolidation when they approve the Town and
257 Village budgets.

258
259 **ELAINE SOPCHAK MOVED AND ANDREW WATTS SECONDED A MOTION TO APPOINT**
260 **TWO MEMBERS TO A SUBCOMMITTEE TO RESEARCH GOVERNANCE ISSUES FOR**
261 **CONSOLIDATION AND COME BACK TO A JOINT MEETING FOR SUGGESTIONS AND**
262 **DISCUSSION ON GOVERNANCE STRUCTURE.**

263
264 Ms. Wrenner wanted to be sure that the assumption going forward with a subcommittee is to only
265 appoint an equal number of people inside and outside the Village. Mr. Watts was concerned about
266 whether two members who lived outside the Village would volunteer. Mr. Levy thought that would be
267 for the SB to discuss.

268
269 **THE MOTION PASSED 4-0.**

270
271 **DAN KERIN MOVED AND ANDREW BROWN SECONDED A MOTION TO APPOINT TWO**
272 **MEMBERS TO A SUBCOMMITTEE TO RESEARCH GOVERNANCE ISSUES FOR**
273 **CONSOLIDATION AND COME BACK TO A JOINT MEETING FOR SUGGESTIONS AND**
274 **DISCUSSION ON GOVERNANCE STRUCTURE.**

275
276 Mr. Tyler felt that if they couldn't make any progress at the separate meetings, then they could revisit
277 this issue. Mr. Brown felt that it was unfortunate that the subcommittee couldn't be formed tonight,
278 which pushes things further back. Ms. Houghton asked that the members be realistic in what could be
279 accomplished as staff already has a full plate with consolidation efforts underway. She wanted the
280 Trustees to discuss this and start looking at other issues of importance, such as economic development.
281 Mr. Tyler stated that having a subcommittee to discuss this issue could reduce the number of joint
282 meetings. Ms. Houghton wanted the framework for that work to be outlined.

283
284 **THE MOTION PASSED 5-0.**

285
286 It was confirmed that the next joint meeting is on July 18 to discuss Unified Manager goals and the
287 MOA of public works. In October, a joint meeting time will be arranged to discuss Governance.
288 Consultants from VLCT and the State will be invited to attend.

289

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290 **6. READING FILE**

291

292 a. Memo from Evan Teich and Greg Duggan re: Priorities to be accomplished through consolidation

293 b. Essex Community Tax History

294 c. Memo from Travis Sabataso re: Fiscal Year End 2019 Delta Dental Rates

295 d. Memo from Travis Sabataso re: Revised employment application

296 e. Memo from Will Moran re: Essex Rescue Response Statistics

297

298 There were no comments on the Reading File.

299

300 **7. ADJOURN**

301

302 **IRENE WRENNER MOVED AND ELAINE SOPCHAK SECONDED A MOTION TO**

303 **ADJOURN AT 9:50 P.M. THE MOTION PASSED 4-0.**

304

305 **GEORGE TYLER MOVED AND DAN KERIN SECONDED A MOTION TO ADJOURN AT**

306 **9:50 P.M. THE MOTION PASSED 5-0.**

307

308 **Respectfully submitted,**

309

310 Saramichelle Stultz

311 Recording Secretary