

SELECTBOARD & TRUSTEES

**TOWN OF ESSEX SELECTBOARD
VILLAGE OF ESSEX JUNCTION TRUSTEES
JOINT MEETING MINUTES
Thursday, August 20, 2020**

SELECTBOARD: Elaine Haney, Chair; Vince Franco; Dawn Hill-Fleury; Patrick Murray; Andy Watts.

TRUSTEES: Andrew Brown, President; Raj Chawla; Dan Kerin; Amber Thibeault; George Tyler.

ADMINISTRATION and STAFF: Evan Teich, Unified Manager; Sarah Macy, Finance Director; Susan McNamara-Hill, Clerk/ Treasurer; Dan Richardson, Town Attorney.

OTHERS PRESENT: Bob Bancroft; Devin Bates; Kevin Collins; Tim Miller; Marybeth Redmond; Patty Larose-Kent; Gregg Denton; Adam Kavanaugh; Lori Houghton; Annie Cooper; Tracy Delphia; Helen Diplock; Brad Kennison; Russell Mills; Roseanne Prestipino; Brian Shelden; Ken Signorello; Margaret Smith; Irene Wrenner; Lorraine Zaloom; Mike Nosak, Essex Reporter.

1. CALL TO ORDER

Andrew Brown called the meeting of the Village of Essex Junction Board of Trustees to order to enter into joint business with the Essex Selectboard at 6:32 PM.

Elaine Haney called the meeting of the Town of Essex Selectboard to order to enter into joint business with the Village of Essex Junction Board of Trustees at 6:32 PM.

2. AGENDA ADDITIONS/CHANGES

There were no additions/changes to the Agenda. Mr. Teich noted that Mr. Richardson would be available for questions after 7:30 PM. Members agreed to the format changes proposed, which were to have a check in and public input at 8:30 PM and to allow discussion on business and non-business items at Public To Be Heard.

3. PUBLIC TO BE HEARD

- Mr. Ken Signorello gave examples of communities in Maine that managed to stay separate, but have common services through inter-local agreements. He wondered if the proposed merged charter was the best the community could do given that this issue has failed since 1958. He believed that a vote in November would create months of heated debate and animosity that usually comes after each vote. He said they should set a higher bar for the charter.

4. BUSINESS ITEMS

Discuss and possible action to finalize the amended draft merger charter language

The issue is for the Trustees and the Selectboard (SB) to discuss and potentially take action to finalize the proposed merger charter language.

Ms. Haney asked the Trustees why they are asking the SB to take action on a merged charter for November.

Mr. Brown was in favor of placing a merged charter on the ballot in November because it was a mail-in presidential election, which would result in a significant higher voter turn-out and an opportunity to hear from as many people as possible. He also believed that merger was not something new, was older than he was, and that the charter was a conversation that's been going on for a while and, with the 12-year phase tax relief, it could be finalized.

52

53 Mr. Kerin agreed with Mr. Brown and added that he also wanted to move forward with this issue for the
54 Village business owners who are not property owners, but pay taxes and don't get a vote.

55

56 Mr. Tyler wanted to understand the intentions of the SB. He provided a recap on the merged process for the
57 past three years that included a unanimous vote last February by both boards in favor of an outline of a
58 merger plan. Word from the Government Operations Committee (GOC) was that the communities were on
59 the right track. He never heard during this process that any member did not agree with this direction. Then it
60 was put on hold to address the technical issues of a 3+3 representation model and because of Covid-19. He
61 then learned that the SB was considering two amendments to the Town Charter. Mr. Tyler listed the reasons
62 he was in favor of finalizing the merged charter and placing it on the November ballot.

63

- 64 1) It honors the work that the SB and Trustees have done for the last three years.
- 65 2) It gives the Trustees an opportunity to have a good conversation with Village residents regarding
66 representation, financing and a back-up plan.
- 67 3) It takes the pressure off the boards to meet jointly for the next several months.

68

69 He asked the SB members for a clear signal regarding their intentions for merger.

70

71 Ms. Thibeault agreed that if not for Covid-19, the boards would be moving forward with a vote in November.
72 She looked forward to hearing the SB's thoughts on the work completed by the Trustees.

73

74 Mr. Chawla was optimistic because the boards are so close to finalizing the merged charter. He looked
75 forward to their feedback.

76

77 Ms. Haney appreciated the honesty from the Trustees and asked for input from the SB.

78

79 Mr. Murray stated that while each board has the purview to act on their own, it doesn't make it easy on the
80 other board. He said that the vote should be delayed because, in his opinion, merger was the best option. He
81 also has heard from the Town, outside the Village (TOV), residents that they will not pass merger until they
82 get a definitive answer from the State regarding 3+3. He personally did not favor a 3+3 as he said it was
83 problematic.

84

85 Mr. Gonillo heard the same feedback from TOV residents. He was willing to move forward with the Trustees
86 on this issue, but wanted merger to pass. Therefore, he leaned toward getting confirmation of the 3=3 and
87 delaying the vote to ensure its success.

88

89 Mr. Watts had wanted to slow down because there wasn't a good way to engage the public during Covid. He
90 also said cramming in meetings was not favorable to getting public input, which had been an established
91 keystone to this process. His biggest concern about placing the merged charter on the November ballot was
92 that it would severely limit public input. He had several comments on the proposal from the Trustees, but
93 there were two main issues that he would "die on the hill for." He opposed the 3+3+1 and section 307b, which
94 gives the right to the SB to criticize Town employees.

95

96 Ms. Hill-Fleury wanted everything lined up with the merged charter so there can be no more objections. She
97 didn't understand why this was being rushed and why there was a lack of support for the positive vote

98 regarding 3+3. She was opposed to a November timeframe because she wanted to get confirmation from the
99 GOC, financials from Ms. Macey and public input.

100
101 Ms. Haney agreed with her SB colleagues. She was concerned that if this merged charter passed in the Village,
102 it may need updating later, which could be inconvenient. confusing and costly. She stated that the SB is
103 compelled to pursue a citizen approved vote, which is why it sent a letter for confirmation to the GOC. She
104 explained that the decision-making process for the SB is deliberate and slow, but understood that Village
105 residents want change now. At the same time, she said it was in the best interest of the community to agree
106 together for a vote at Town Meeting and finish the work before the holidays. She asked the Village to stay at
107 the table and wait until March so both boards could put this on the ballot together.

108
109 Mr. Brown appreciated knowing that the SB wants to move forward with this issue. He preferred the Trustees
110 remain partners and stay at the table with the SB. He suggested agreeing on everything, but representation.
111 The Village could vote in November and then again as part of the Town in March without needing a special
112 vote. He agreed with Mr. Murray that there can be an uncomfortable feeling when one partner makes a
113 unilateral decision without the other because the Trustees have said that from previous meetings. Having a
114 vote in November would help the Trustees know if they are going in the right direction for its constituents. He
115 stated that he believes in merger and would prefer to do it together.

116
117 Mr. Chawla was dismayed to hear the concern in the comments from the SB regarding TOV residents without
118 a thought process for TIV residents. He pointed out that the Village is spreading out the tax increase in a
119 merged community for the TOV over 12 years to help provide relief to those taxpayers. He commented that
120 the 3+3 vote was strictly for the current Town charter, not the proposed merged charter. He said that if this
121 vote is put off until March, it puts off tax relief for Village residents, so that would need to be revisited. He is
122 struggling a little with putting this issue on the November ballot, but is hearing from his constituents that they
123 are ready to move forward now.

124
125 Mr. Tyler said that the boards could agree on section 307b and keep the representation different because
126 charters can be amended. He has learned from past votes, including the recreation vote, that no matter how
127 much education and public input, the merger vote could still be defeated. He stated that the Village wants a
128 back up plan if the merger vote fails in March, and he is anxious to have that conversation with Village
129 residents.

130
131 Mr. Gonillo appreciated the urgency from Village voters, which was why he wanted to slow down to ensure
132 that merger passes. It was confirmed for Mr. Gonillo that the Boards could not put this on the ballot without
133 representative language in the charter.

134
135 Mr. Murray explained that he has heard from a lot of TOV residents, but not TIV residents on this issue. When
136 he speaks of the TOV it is not to discount the TIV. He added that he has seen so much widespread
137 misinformation on social media about the tax structure in the community and suggested creating a 5-minute
138 video showing how taxes currently work on the municipal side, including the income sensitivity formula. He
139 also noted that some people want to take advantage of this misunderstanding to shut down merger. Taxes will
140 go up for TOV residents in a merger because 42% of taxes are spent in places that don't impact the Village.
141 Some think it is related to Village infrastructure like the pool. This misunderstanding needs to be cleared up or
142 they will continue to see failed votes.

143

144 Mr. Teich clarified that Ms. Macey is currently tasked with financials for the cost of separation. Currently, the
145 cost for a merged community for the TOV is about a \$26-\$30 increase per year on an average \$280,000 dollar
146 home, over a 12-year span if nothing else changes in the financing of the joint community. Mr. Richardson,
147 the Town Attorney, was available for questions.

148

149 Ms. Haney suggested focusing first on the big issue of representation in the merged charter, and members
150 agreed.

151

152 Mr. Watts heard from TOV residents that in order for them to support the merger, the Village needs to give
153 something up. He wanted the Village to give up the 3+3+1 model and change it to 3+3. He stated that 61% of
154 the community voted in favor of that representation model and unless it has 3+3 in it, he would not support
155 it.

156

157 Mr. Murray would have a tough time putting anything else but 3+3 in the merged charter because of the
158 passed vote, even though he feels 3+3 is fundamentally a problem. He preferred to wait until they get an
159 answer from GOC before moving forward with this provision in the charter.

160

161 Ms. Hill-Fleury asked Mr. Richardson, if the Village passes a merged charter with 3+3+1 and then the
162 Legislator approves 3+3, can the Village amend their charter? Mr. Richardson explained that the Village vote
163 for a merged charter doesn't matter if the Town isn't voting on it as well. He added that in theory, there is
164 room to propose minor changes to the GOC. If there was a major change that was not supported by popular
165 vote, it would be advised to hold a revote. In this scenario, it could be confusing and expensive. Therefore, he
166 recommended getting it right the first time. Mr. Richardson confirmed for Mr. Watts that the community can
167 complete the merger with one Town-wide vote, upon Legislative approval of the new charter and merger, and
168 then the old charters and entities would be dissolved.

169

170 With regard to Mr. Watt's comment about the Village needing to give up on the argument for 3+3+1, Mr.
171 Chawla pointed out that the TIV is already spreading out their tax relief over 12 years and is still paying capital
172 money to the TOV with no return. He was not sure what else there was to give up and wondered what the
173 TOV was giving up. Mr. Brown added that the Village is also giving up control of Brownell Library, its Ecomic
174 Development Committee, Community Development, Planning Commission Recreation Department and all of
175 their assets, including their Wastewater Treatment Plant.

176

177 Mr. Watts disagreed with Mr. Chawla about capital being spent outside of the Village. He stated that the 2
178 cent tax collection (39%) in FYE 2021 goes to shared expenses on shared projects. 42% of the grand list is in
179 the Village, but in the Town Budget, 77% of it is shared services. He suggested this all be documented and
180 that the boards take the time to have this discussion.

181

182 Mr. Tyler was opposed to 3+3 under present circumstances because it would be the Town gerrymandering the
183 Village. In a merged community, all the resources are shared. He asked Mr. Richardson for his opinion on how
184 the GOC would address the 3+3 representation model in a merger charter. Mr. Richardson said the GOC could
185 pass it, not pass it or adjust it. It wouldn't be passed without a lot of questions about good governance
186 because even-number boards are generally not favored. Mr. Tyler thought there was a strong chance the GOC
187 would adjust a 3+3 representation. He asked, if the Village accepted a 3+3 model in this merged charter,
188 would the SB agree to put it on the November ballot?

189

190 Mr. Watts heard Mr. Richardson say that there is a stronger chance a 3+3 would be approved, rather than
191 modified. Mr. Richardson explained that it would depend on who is on the GOC. At the same time, the Town
192 will need to answer questions from the GOC and have a compelling case for 3+3. Mr. Tyler noted that the only
193 argument for 3+3 he has heard is that it is easier to get elected in the Village than the town, which he believes
194 is not true. He thought that the reality would be that the GOC would not accept a 3+3 model and wondered if
195 someone could come up with a reason why having one single community-wide seat is a bad idea.
196

197 Mr. Richardson explained to Mr. Brown that if it wants, the Legislature could decide to merge the Village and
198 the Town, and if it wants to take up two inconsistent merger plans and come up with their own, legally it
199 could. However practically, he is not aware of it doing that in modern times. Mr. Brown stated that the 3+3
200 vote passed in the Town, but not in the Village. He hoped the SB could see why the Trustees would have a
201 hard time not representing its constituents. If the Village passed a merged charter that was the same as the
202 Town's except the representation model, he thought there would be a strong argument for the State to break
203 the deadlock. Mr. Brown suggested moving on to discuss other parts of the charter and wondered if the SB
204 would be in favor of putting the agreed charters out to a vote.
205

206 Ms. Hill-Fleury said that the 3+3 issue was not the only disagreement, and as a result, she was not ready to
207 put it out to a vote. She confirmed with Ms. Sopchak that she would be ok putting it to a vote if 3+3 was the
208 only disagreement. Mr. Gonilla was fine with that as well. Mr. Watts was not in favor because of the lack of
209 public input. Mr. Murray thought it would be odd for Village voters to get two questions, and he is not sure he
210 would feel comfortable explaining it to voters.
211

212 With regard to Adoption of Ordinances, Section 601, Mr. Tyler asked which method the SB preferred and what
213 the SB thought about language regarding the regulation of tobacco and cannabis. Ms. Haney explained that
214 the Town uses the process that is in the Town Charter, and she has not had time to read the State Statute.
215 With regard to the tobacco and cannabis ordinance, Ms. Haney said that it was a very large topic, and she was
216 not willing to sign off without reading it. Mr. Richardson reviewed the difference between the Town's process
217 for adopting ordinances and the State Statute. He explained that if an ordinance for tobacco is in the charter,
218 then the municipality would have the power to regulate it. The State is about to announce its marijuana
219 regulatory policy so what is adopted today may not reflect what the State decides. The State did approve the
220 tobacco language in the St. Johnsbury charter.
221

222 With regard to the tobacco and cannabis ordinance, Mr. Chawla clarified that he used language from St.
223 Johnsbury, but also the joint report from the Vermont League of Cities and Towns and the Chittenden County
224 Regional Planning Commission.
225

226 Mr. Richardson and Mr. Teich confirmed for Mr. Tyler that a general plan of merger needed to be final and
227 published by September 3rd. The ballot question needs to be to Ms. McNamara-Hill by tomorrow so she could
228 get it to the printers on time.
229

230 • Ms. Tracy Delphia had major concerns with placing the proposed merger charter on the ballot this
231 November without a merged plan and any regard to the 3+3 vote. She did not like the idea of
232 amending the charter later as it seemed like a "bait and switch" She stated that the only way to move
233 past this issue is to have equal representation, and believed that it is disingenuous to say that the 3+3
234 vote is only for the current charter.
235

- 236 • Ms. Margaret Smith asked whether the Village residents got to vote on an issue twice as she thought
237 this was an ongoing problem for the TOV, and it wasn't fair. Ms. Sopchak explained that the Village
238 residents live in both communities so they get to vote twice.
239
- 240 • Ms. Patty Larose-Kent stated that she first needed to see the data that showed what it would look like
241 in a merged community and in a separated community. She thought equal representation of 3+3 was
242 simple math because there is equal population on both sides. She was in favor of 3+3 before a tax
243 shift.
244
- 245 • Ms. Lorrain Zaloom didn't understand how 3+3 representation was gerrymandering and instead,
246 thought that 3+3+1 was gerrymandering. It was clarified for Ms. Zaloom that the Village is paying
247 twice for capital budget items. Ms. Zaloom thought things were shared, and could understand why
248 the Village would be upset. Ms. Haney agreed that it was complicated issue to understand, but that
249 Ms. Zaloom was on the right track.
250
- 251 • Mr. Sheldon asked about severability and if parts of governance plans could be removed by a court or
252 the GOC. He stated that he is not convinced that the GOC or the court would accept a passed merger
253 with a 3+3 model.
254
- 255 • Mr. Watts confirmed for Ms. Annie Cooper that the first date of a citizen-led charter change for 3+3
256 was around December 17, 2019. Ms. Cooper was happy about the engagement from the board
257 members. She asked the members to check in with themselves in case they could decide to move
258 forward together in November.
259
- 260 • Ms. Wrenner was concerned about voter confusion and asked the members not to offer up two ballot
261 questions that point to two different charters. She stated that every time the Village asks to talk about
262 merger, the Town puts thousands of dollars towards attorney fees, staff time and surveys. On July 28th,
263 the SB agreed to prioritize reviewing each section of the merged charter and that is also something
264 the Town gives up. Meanwhile, other towns are moving forward with policing plans, climate change
265 plans, etc. She asked the members not to rush this for November because each section of the merged
266 charter hasn't been vetted or aligned.
267

268 Mr. Brown and Ms. Haney discussed whether the boards should continue discussion if they could not come to
269 consenses on the charter changes proposed by the Trustees.
270

271 Ms. Haney outlined the following three areas, other than the 3+3, that the SB wanted to address with the
272 Trustees:

- 273 1) alignment of ordinances
- 274 2) Meeting with the Planning Commisions
- 275 3) public input

276
277 **5. Discuss and possible action to place Merger on November ballot.**
278

279 Ms. Haney was not ready to place this issue on the November ballot, but wanted to continue working with
280 the Trustees with enough time to address these issues and have public input. Mr. Brown thought the boards
281 could still put this issue on the November ballot and continue the work. Ms. Haney was concerned about

282 sending a confusing message to the public. She hoped the Trustees would not place this issue on the
283 November ballot, but would set up meetings to continue the discussion with the SB so they could move
284 forward together.

285
286 Mr. Tyler understood the reasons for the SB's decision, but stated that the Village wants to take advantage of
287 the November election. He said that there were still concerns about the SB's intentions for merger and that
288 the Village needed a back up plan. He wondered if the boards were going in different directions and
289 reiterated that charters can be revised at any time.

290
291 Ms. Sopchak understood the sentiment and urgency from the Trustees, but reassured Mr. Tyler that the
292 intentions of the SB were that they want merger to work. However, there are significant decisions that still
293 need agreement. She pointed out that when the Trustees' letter arrived on Tuesday, the SB members spent a
294 huge amount of time reviewing it and making comments. At the same time, she didn't think that they could
295 come to agreement about placing this item on the November ballot.

296
297 Mr. Kerin was frustrated with how long this conversation has been going on in the community. He said the
298 elephant in the room was taxation, not representation. He stated that the reason the Village votes twice is
299 because it is taxed twice. He reiterated that status quo is intolerable, which is why this issue keeps coming up.
300 He asked, how much public input did they need? Are we going to change something dramatically when
301 another public member brings something else up? He said the discussions could go on forever and that it was
302 ridiculous.

303
304 Ms. Sopchak hears the frustration in every Village voter. Budget discussions are coming up, and she said that
305 there was a lot they could do with the Capital Budget for tax relief for Village residents now while they work
306 on merger charter together all in time for Town Meeting day.

307
308 Mr. Murray pointed out that if the two communities separate, the TOV will see a substantial increase in taxes,
309 which may not have been clear. He understood the Village voters are fed up and they don't have the money to
310 continue paying an inequitable bill. He asked the Trustees if their intent is to move forward with separation,
311 and if so, moving forward with the merger plan seemed irrelevant.

312
313 Mr. Brown clarified that, like the SB, the Trustees want a plan of merger. However, if merger should not pass,
314 the status quo is not tolerable. He wanted to place this issue on the November ballot as a bellweather for the
315 Trustees, but that he would wait until March before taking a different approach.

316
317 Mr. Chawla was concerned about the SB making more changes to the merged charter, other than the 3+3. He
318 said that would be confusing and others would take advantage of that. Ms. Haney agreed that many of the
319 merged charter issues could get resolved quickly, but that there were some major areas that need discussion.

320
321 Ms. Hill-Fluery asked if Mr. Brown knew that there would be a separate ballot from the presidential ballot,
322 and Mr. Brown understood. She said that there was no guarantee that the Trustees will get a high return back
323 on that second question.

324
325 Mr. Tyler didn't think it was fruitful to keep discussing this issue and that the Trustees needed to make a
326 decision.

327

328 Ms. Haney received consensus from the SB members that they needed more time and could not place this
329 issue on the November ballot. She thanked the Trustees for respecting their process, but also understands the
330 urgency from the Village constituents.

331

332 **DAWN HILL- FLEURY made a motion seconded by PAT MURRAY to adjourn for members who wanted to**
333 **leave. The motion passed 3-2 with dissenting votes from ANDY WATTS and ELAINE HANEY, at 9:13 PM.**

334

335 **AMBER THIBEAULT made a motion seconded by DAN KERIN to approve the proposed merger of the Village**
336 **of Essex Junction with the Town of Essex consistent with the plan of merger.**

337

338 Mr. Richardson confirmed for Mr. Tyler that the rest of the charter needed to be completed by September
339 3rd.

340

341 Mr. Chawla was concerned that the charter in March could be radically different than the one tonight, did not
342 want the Village to vote twice, and wanted more public input. Mr. Richardson clarified that they could change
343 the language to say "to a date certain," instead of "12 years." He agreed that the more opportunity for
344 obfuscation, the more the Trustees are opening themselves up for trouble. The Legislature is more likely to
345 pass a compromised document where there is intent from both communities to merge. If you change
346 ordinances and add different components, you haven't reached the idea of merger. The risk for the Village is
347 that it locks itself into one version of the charter, and if the Town's version is radically different, the Village
348 may have to revote and make adjustments in order to get to an agreement. Mr. Chawla was not in favor of a
349 revote or the risks discussed by Mr. Richardson. He also thought it may lead to more misinformation.

350

351 Mr. Richardson clarified for Mr. Kerin that having time to work out the details once it reaches the GOC
352 depends on whether a detail is minor or major and who sits on the GOC.

353

354 Mr. Tyler agreed with Mr. Chawla that this is a big step with a lot of uncertainty. He asked Mr. Richardson if
355 there was anything that was glaringly wrong with putting the proposed merger to a vote in the Village for
356 November. Mr. Richardson replied that legally it is fine, but that there might be some strategic or political risks
357 by locking into this version. Mr. Brown said, if the vote fails, then the Trustees would know how the Village
358 residents feel about merger and would need to find out from them what direction to take.

359

360 Mr Chawla received feedback that some village residents were not aware of the 12-year phase in proposal,
361 and if the SB insisted on 3+3, then there was room for negotiation about the length of tax relief to the TOV. He
362 didn't see any harm in waiting for Town Meeting so they could continue those discussions with the SB and get
363 more public input. Mr. Kerin said that the public has had opportunity to comment in a number of ways and
364 that this vote could give them an indication of how the Village feels about this merged charter proposal. He
365 wanted to take advantage of the current momentum and stated that there is no guarantee in March. Mr. Tyler
366 was surprised to have heard support for separation from some constituents. If the November vote is defeated
367 with a desire to separate, then he wants to honor the decision from the Village residents. Mr. Chawla
368 wondered if the data from Ms. Macey might lead Village residents to separate, which is just as difficult as
369 merger. He was in favor of getting that data and public input first. Mr. Brown pointed out that this issue has
370 been going on for 50 to 60 years and that there is nothing new in the merged charter proposal other than the
371 representaion model, 12-year phase in and the tobacco ordinance. He understood the vote locks them in to
372 this version, but it would be a bellweather for the community with Village residents voting in November and
373 then March. He wondered about adding another option to the ballot by asking. "Do you want to merge? Do
374 you want to separate? Then he commented that this would be counterintuitive to the process.

375

376 Ms. Cooper was nervous when she heard Mr. Richardson say that the Village could lose strategy, which she
377 didn't think was a good idea. She stated that as she watched Mr. Watts and Ms. Haney vote against
378 adjourning so they could stay at the meeting, it made her wonder what it would feel like to not be completely
379 at the table in the conversation for a document that would go to the entirety of the community.

380

381 **The motion passed 4-1 with dissenting vote from RAJ CHAWLA.**

382

383 **6. Reading File**

384 a. Member comments

385

386 Mr. Brown suggested requesting the comments on the merged charter from the SB, and members agreed. Mr.
387 Teich thought it would be helpful if the SB approved sending those comments to the Trustees. Mr. Brown
388 stated that this vote should not be viewed as the Trustees unilaterally taking action. That opinion would be
389 misconstruing the truth, and he asked people to please tell the Trustees if anyone is putting out that kind of
390 information.

391

392 Members discussed the next dates to meet for work on the merger plan. Mr. Brown would poll the Trustees to
393 find why days would work after September 25th.

394

395 **DAN KERIN made a motion, seconded by RAJ CHAWLA to adjourn at 9:54 PM. The motion passed 5-0.**

396

397

398

399 Respectfully Submitted,

400 Saramichelle Stultz

401 Recording Secretary

402

403

404

405