

SUBJECT TO APPROVAL

MEETING DATE: MONDAY, MAY 2, 2016
6:30 P.M.

MEETING PLACE: JAMES MADISON ROOM (ROOM A) - TOWN CAMPUS

BOARD OF SELECTMEN SPECIAL MEETING MINUTES

Special Session

First Selectman Banisch called the Special Meeting of the Board of Selectmen of to order at 6:31 p.m. and led the Pledge of Allegiance.

Present were First Selectman Thomas Banisch, Selectman Goldberg, Selectman Hale, Selectwoman Walker (via phone) and Selectman Wilson.

Also present were: Finance Director, Stacy Nobitz; Debra Milardo, Human Resources Director.

1. Public Comment

Gus Horvath of Aylesbury Circle stated that regarding the Shoreline Arts he thought that as part of the new process, the Board should look at the financial implications. He stated that there are minutes from April 11th from the Ad-Hoc committee and Mr. Horvath therefore estimated the bonding costs and the lost revenues if the building were not put on the tax roll. He also stated that the building may attract people to town, but he wasn't sure how this could be quantified. He noted that the Board may want to speak with DRA Associates who did the marketing study for the building and see what their thoughts were. The bottom line, Mr. Horvath stated was that the Board should consider all aspects of the building's use.

Edward Raff of Flintlock Road stated that he was in attendance to request consistency from the Board. He stated that the Board turned down releasing funds in the amount of \$100,000 to fund a study for the Academy Street School. He noted that a decision must be made on the Health Director position and being reasonable would dictate that the Town should enter into a Health District as it was cheaper and the budget issues had not been resolved this year.

Kathi Traugh of Boston Post Road stated that she was in attendance to speak on the Health District model and she would like to also speak about the in-house model. She stated that the in-house model is a bad idea for Madison. She stated that she gathered the annual reports from Towns close in size to Madison and there were roughly 20 Towns that matched these criteria. She stated that 14 of those 20 Towns belong to a Health District. Of the remaining six Towns, five of them have a larger staff than Madison. She stated that these Towns employ part-time nursing help and a full-time Sanitarian outside of the Health Director. She stated that if the Town sticks with an in-house model then the Town will then need to hire more staff to support this position. Therefore this in-house

option is more expensive and provides fewer services. She also stated that the in-house model has no medical advisor no qualified staff to perform communicable disease control. She stated therefore that that Town would need to charge user fees. She stated that she felt strongly that the Town deserved to be serviced by a Health District model.

Steve Nikituck, Shellfish Commission Chair stated that his biggest concern regarding the Health Department was that whoever takes over understands the shellfish requirements and needs. He noted that shellfish requirements are complicated and critical. He stated that the Town currently manages this very well. He added that the public seems to be concerned about the costs of each of these options and he noted that he didn't feel a cost analysis had been presented yet to the public.

Eric Dillner of the Shoreline Arts Alliance stated that the organization requested that they should be informed when a meeting was held where an agenda item discussed this project and/or their organization. He also requested a copy of what Gus Horvath provided the Board.

David Goodkind of the Shoreline Arts Alliance Board of Directors, stated that if the Town of Branford had a building capable of this project, he would expect the Board of Selectmen of that town to determine all things necessary to bring the building to use. He stated that unless the Town was going to demolish the building, they were only putting off the process by tabling decisions.

Heather Crawford of Summerhill Road and Conservation Commission Chair stated that she echoed Mr. Nikituk's comments and noted that they applied to the Conservation Commission as well. She stated that as more resources are flowing through the Town, and changes in policy happened at the state and federal level, it made more sense for the Town to enter a Health District.

Douglas Gillespie of Wildcat Road and a Board of Directors of the Shoreline Arts Alliance stated that he walked by the Academy School recently and noted that the building was in bad shape (doors boarded, glass on steps, deterioration from the exterior including rocks thrown through windows). He stated that the longer the building sits, the more expensive it will be to rehabilitate the building. He noted that the building may at some point become beyond repair. He asked what the cost would be if the building was condemned and needed to be torn down. He stated that the townspeople should be notified of all costs whether the building was rehabilitated or torn down, etc. He also noted the emotional attachment that the townspeople have to this building.

Selectman Wilson read into the record a memo from the WPCA which is as follows:

To: Madison Board of Selectmen
From: Madison WPCA
Date: 4/27/16

The Madison Water Pollution Control Authority (WPCA) has discussed the options proposed by the Board for replacing the town's health director. This brief correspondence is a summary of our input

and we hope that it is useful to the Board in making a decision on how to move forward.

The WPCA works closely with the health director in his/her role as town sanitarian. We have prepared a list of duties and services performed by the health director in support of the WPCA mission (copy attached). With regard to the three models that the town is considering (in-house, East Shore or Valley Health District) we understand that there are multiple criteria for making the decision. But under any of these models, there will be a need for a full time sanitarian who can also serve as the WPCA administrator or coordinator to handle the daily activities associated with wastewater disposal in the town. This full time sanitarian/administrator does not need to be the official health director but would work under the health director's supervision.

Thank you for your efforts on behalf of the town and the WPCA. Please feel free to contact the WPCA if you wish to discuss this matter further.

Respectfully submitted;
Madison Water Pollution Control Authority

2. Discuss and take action on moving forward with entering a Health District; or moving forward with hiring an in-house Health Director.

DISCUSSION: First Selectman Banisch noted that the search committee had interviewed a candidate for the Health Director position. He stated that this candidate did have experience with shellfish. He also noted that there was not a big difference between the cost of entering a Health District and the cost of hiring a Health Director and assessing fees for services provided by this individual. However, First Selectman Banisch stated that he felt there was less flexibility with a Health District. He asked for each Selectman to provide their opinion on the matter as well.

Selectman Wilson stated that one of the concerns he's had in this process is that when he has asked for any kind of financial accountability (i.e. how are they spending the monies, how are the revenues collected from each Town used for services for the Towns), he did not get a straight answer. He noted that his other concern was that it made sense when the Town is subscribing for the first year of service the Town would pay at the standard rate; however, for year two, the new income base for the district would be re-distributed to the current member towns and if there is a true economy of scale then all of the member towns should see a discount. He reiterated that the Town did not receive a clear answer as to why there wouldn't be a discount in the years following the initial year after sign-up.

Selectman Hale stated that there also wasn't an answer received as to the grant that the districts could apply for should Madison join. He stated that there was roughly \$20,000 in grant funds available for a health district should Madison join and he felt that these funds should also contribute to a discount in Madison's fees. Selectman Hale added that he was in favor of a health district for some time, however, he felt now that there was a serious reduction in state funds to the Town of Madison and Pilot Grant funds were also reduced.

Since the Town has asked for a 5% reduction from each department this same type of reserve could not be assessed from a health district. Also, the Town is exploring other shared service opportunities to help control costs and expand opportunities. Also, the Town is looking for revenues to help offset the operating budget and there would be no income for fees for health services should the Town join a health district. He noted that he was now leaning to not joining a health district and stated that the Town could make the determination to join a health district down the road should an in-house Health Director position not work.

Selectman Wilson added that Madison was surrounded by Towns that are not part of a health district and these towns mirror Madison. He noted that Madison is not similar demographically to East Haven, for instance.

Selectman Goldberg stated that when the Board took up this issue, he tried to make use of his experience in the healthcare field and as a member of the Board of Selectmen. He stated that there might be three different models. The in-house model which is a continuation of what the Town has been doing for many years. The second model is the district model and a third model is to form our own district and work with area Towns to share services. He stated that he finds the first model extremely less attractive as time goes on. He noted that most Towns with 16-20,000 residents have moved to a district model as noted by the research of Kathi Traugh. He stated that although an in-house model has worked for many years, he felt that the Town was fooling itself on how to price out this model. The current pricing is based on 1.2 full-time equivalents and the other towns similar in size to Madison have 4.5 full-time employees. He asked Ms. Nobitz for clarification and she stated that there are less than 1.5 full-time equivalent employees. Ms. Milardo stated that there was also staff completing certification and the total full-time equivalent employees would be increasing. Selectman Goldberg clarified with Ms. Traugh that on her exhibit the total full-time employees were actually less, for instance, for Bethel, there are 2.3 full-time equivalent employees. He stated that then, overall; there was a difference of roughly 1 full-time equivalent employee missing from the Town of Madison's model. He stated then, that the person hired will be required to devote all of their time to environmental health work and therefore not the community health initiatives. He cautioned that the Town would be short-changing itself under this model. Also, he added that the Town could open itself up to liability if the state health codes are not enforced. He stated that the in-house model was fine, but it was understaffed with only one employee. This internal model will end up costing more because there will be a full-time sanitarian needed and another employee devoted to the public health needs of the Town. He stated that there wasn't a database to determine what the community public health needs were and if the Town continues on an under-resourced in-house model, then this database would never be established. Selectman Goldberg stated that long-range public health steps were not being planned. As a Selectman, he didn't want the Town to continue to "fly blind". He also stated that there isn't an advisory board of clinicians with the in-house model. The Director of Public Health doesn't have a formal touchstone to provide input guidance and community reaction to the current state of public health. The final issue he had with the in-house model was that policy makers at the state and federal levels were moving to accreditation programs for public health programming and public health programs will be held accountable to meeting accreditation standards. He referenced the Police Department's current accreditation process; and he added that the in-house model has no possibility of receiving accreditation.

Selectman Goldberg added that the second model to enter into a health district. He stated that he spoke to a state official and questioned the possibility of municipal districting for certain services and he was told that the state would not allow such an agreement. He stated that forming a municipal district would be lengthy and costly. He concluded by saying that he felt joining a health district was a low cost solution which provided more services over the long run. He also stated that the Town could be eligible for more grants with the health district versus staying with an in-house model. There has been concern that if the Town enters into a health district, then there wouldn't be health department staff in Madison. He stated that in conversations with each health district, one district offered to staff their employees at our location and the other agreed to find an office space between the existing towns and Madison to set up an office space. He stated that he agreed with Selectman Wilson that more information was needed but he cautioned that the proposed costs were the high-end estimates, not necessarily the actual negotiated costs. He stated that if these negotiations went forward then better cost analysis could be provided to the Town. Also, Selectman Goldberg added that there had been public comment from residents who are also in the healthcare field, as well as from Representative Kokoruda that entering into a health district would be the best option for Madison.

Selectman Walker stated that she agreed with Selectman Goldberg's points. She stated that the candidate interviewed for the Health Director position was a wonderful candidate and was highly qualified; however, she stated that more staff members would be needed to work alongside this individual. Her concern was that the costs would escalate under the in-house director model. She added that the boards most impacted have approached the Board of Selectmen to voice that they need more than one person devoted to the health department in order to provide all of the services necessary. She stated that even Guilford has 2.5 full-time equivalent employees. She stated that the Board owes it to the taxpayers to find the correct resolution.

First Selectman Banisch stated that Town provides other services through the VNA which runs certain health programs, and through the Senior Services Department and Youth and Family Services Department. He stated that therefore the staff in these departments that oversee health initiatives were not figured in to the full-time equivalent employee calculations. He stated that the Town has few restaurants and commercial locations that need health inspections and right now every service needs part-time coverage. He stated that there is no full-time sanitarian needed, currently. He added that many residents and business owners have stated that they know John Bowers and like the personal service that they receive from him. First Selectman Banisch added that the candidate who was interviewed was well-qualified and wanted to take on a personal approach similar to that of John Bowers. He again stated that he was in favor of continuing with the in-house model.

Selectwoman Walker stated there was a lot coming down the road that required a full time sanitarian and she cautioned that the state may force the Town to address some issues. She also added that the WPCA sent in a memo that stated that they felt a full-time sanitarian was needed.

First Selectman Banisch responded that in fact the water off of the Madison coast was cleaner than the water in some neighboring towns. Mr. Nikituk stated that Guilford was clean and well-monitored but that the waters off of Clinton were not as clean.

Selectman Wilson added that although he agreed that Selectman Goldberg's point regarding negotiating a better price with either health district could be a way to move forward, he was still apprehensive to join a district as neither would provide concrete financial information to the Town.

Selectman Goldberg responded that this could be cleared up in the long run. He also stated that the state identifies 10 public health initiatives that each town should be offering and he feels that the under-resourced in-house model does not meet these 10 initiatives. He stated that he didn't feel the Town could meet these 10 initiatives with the in-house model.

Selectman Hale added that he agreed with Selectman Goldberg that the Town should do better and he stated that the Town has the opportunity to do better. He also stated that he felt it was short-sighted on the part of the state to not allow regional efforts between municipalities. He stated that perhaps the state representatives need to address this at a state level.

Selectwoman Walker responded that 70% of Towns the size of Madison are in a health district and she felt that this was the way the state was headed. She cautioned that if there are regional services and something falls through the cracks then there is a liability to the Town i.e. if an employee of Guilford misses something for a Town of Madison issue.

Selectman Wilson questioned how this was different from the regional efforts at the Fire and Ambulance departments. Selectwoman Walker responded that these departments are primary for the Town but regional services provide additional mutual support. However, the primary line is fully staffed for what the Town needs.

Selectman Wilson questioned if more staff was needed even if the Town entered into a health district and Selectman Goldberg clarified that if the health department was kept in-house then more staff was needed. He added that there would probably be the need for one more full time employee in order to provide the same services that the health district can offer the Town.

Selectman Wilson stated that he liability was a concern to him and he questioned if there was an issue with liability with the in-house health department model under the prior director. Selectman Goldberg stated that this is not a new issue and the public health department enforces the state code. The Town is responsible to provide the resources to support the state codes. And if the Town fails to provide these resources then the courts could allow a claim for actions to proceed against the Town. He stated that this is something the Town needs to pay attention to.

MOVED by Selectman Goldberg and seconded by Selectwoman Walker for the Town to move forward with negotiation discussions with a health district.

Selectman Wilson responded that he is not comfortable with the joining the East Shore Health District and was more comfortable with the Valley Shore Health District. However, he didn't feel that either choice was a good choice for the Town.

Selectman Hale agreed with Selectman Wilson and stated that the Valley Shore Health District was new and the cost was high. He added that the Town is dissimilar to other towns in the East Shore Health District.

Selectwoman Walker stated that Valley Shore Health District had proposed to reduce their fees down for the first year to match the quote from East Shore Health District.

First Selectman Banisch clarified that the Valley Shore Health District was unable to agree to this reduction to match the East Shore Health District.

Selectwoman Walker stated that the make-up of Madison demographically works in the favor to join a health district because then the Town will be more open to grant opportunities through the health district based on the overall demographic of the district. She stated that comments at the public hearing indicated that the East Shore Health District was a great district to work with. She stated that the only way she could agree to an in-house model would be for another full time employee to be hired. She stated that a full time sanitarian was needed based on the needs of the WPCA and a full time professional was needed to address the public health initiatives. She stated that there are many more instances, in her opinion, of asthma sufferers in the younger generation of the Town. She stated again that one person cannot do all of this work and there needed to be a department devoted to these initiatives.

Selectman Goldberg clarified that he was only motioning for the Town to continue discussions and negotiations with a health district; he was not motioning for the Town to agree to enter into a health district, yet. If in the negotiations the Town cannot reach the agreement that it wants, then the Board can go in another direction.

First Selectman Banisch stated that his feeling was, after having spoken to the in-house candidate a few times, who has been involved in several aspects of public health, the goal was to have interns who would be helping to fulfill the initiatives. He stated that had the Town not found such an extraordinary candidate, then he wouldn't be advocating for the in-house Health Director.

Selectwoman Walker responded that the interns can help on a lot of things, but then can't help develop long-term strategic planning, etc. She cautioned that qualified, certified, employees were needed. She stated again that the job was bigger than what one person could handle.

VOTE: the motion was turned down with three votes opposed (Banisch, Hale, Wilson) and two in favor (Goldberg, Walker).

MOVED by Selectman Wilson and seconded by Selectman Hale for the Town to move forward with the in-house Health Director position.

Selectman Goldberg stated that although the Town had a terrific candidate, he would be voting against this motion because it was the wrong model at the resource level of the Town. Selectwoman Walker agreed with this statement.

VOTE: the motion was approved with three votes in favor (Banisch, Hale, Wilson) and two opposed (Goldberg, Walker).

3. Discuss next steps regarding Shoreline Arts Alliance.

DISCUSSION: First Selectman Banisch stated that he had some thoughts with how the Town and the Shoreline Arts Alliance could move forward to a positive resolution. He asked Selectman Wilson to review the current status on this topic.

Selectman Wilson stated that after the last Board of Selectmen meeting on this topic, he met with the Shoreline Arts Alliance separately and it was a great meeting. He stated that during this conversation, Eric Dillner reiterated his commitment to funding and the ability to fund the project and the effective catch 22 of not having an agreement with the Town. He added that he had concerns in renewing the letter of intent if it wasn't serving either group. Instead, Mr. Dillner stated that a lease agreement needs to be brought forward. The Board of Selectmen needs to bring out what concerns they have and all issues need to be addressed and reflected in a document to present to the Shoreline Arts Alliance, hopefully quickly. The longer the building is left, the worse the condition deteriorates. He added that his hope was for an honest and open exchange of what the hopes and fears are from both parties and then the process can move forward for a formal agreement with the Shoreline Arts Alliance that helps them to begin their process.

First Selectman Banisch added that since the Shoreline Arts Alliance representatives have indicated that they can fund the entire scope of the project he wanted to bring the idea to the Board that the Town enters into a lease with the Shoreline Arts Alliance subject to approval at referendum. The vote can then be brought to the voters and they can have the final say. The conditions of the lease would be as follows: they Shoreline Arts Alliance will take immediate possession and responsibility for the building, assuming all costs going forward including planning, development, design and construction and ongoing maintenance. The Shoreline Arts Alliance will be offered the opportunity to take over the contract with Centerbrook Architects and begin the process as laid out in the timetable provided by Centerbrook. A lease will be signed for a term of 25 years (renewable) and it will provide for 3 years at no rent while SAA completes their buildout. The Town will start to charge rent in year 4 on a square foot basis based on the percentage of the building used.

Selectwoman Walker stated that asking the Shoreline Arts Alliance to undertake funding the project and then charging them rent on top of this expense was one-sided. She stated that the Town should instead consider giving the Shoreline Arts Alliance ownership of the building. She asked to hear from Mr. Dillner of his understanding of the conversations. She stated that as there was nothing in writing from the Shoreline Arts Alliance to confirm what Selectman Wilson stated; she wanted to hear from a representative from the Shoreline Arts Alliance this evening.

Selectman Wilson stated that he felt the representatives from the Shoreline Arts Alliance had affirmed that they believe they have a path to raising the funds and this issue of the lease that constitutes support from the Town is interfering with this fundraising effort. He stated that he discussed that with the affirmation from the Town, a letter of understanding is the wrong vehicle for them. Instead, the Shoreline Arts Alliance needs a lease to move forward with their fundraising efforts.

Selectwoman Walker stated that a member of the Board, and she volunteered to be this member, should negotiate a lease with the Shoreline Arts Alliance, to be approved by the

Town's legal counsel and the Board as whole. This way the process can be moved forward with conditions that are considered fair for all parties involved.

Selectman Wilson stated that until the Board of Selectmen comes to a collective consensus then negotiating a lease is putting the cart before the horse. He stated that because this process has been dragged on for many years, there must be unrecognized objections to the project and it can only move forward if the five Selectmen are in agreement. He stated that if the Board brings this item to the public for a vote, he felt that it should be with the hope of an approval by the townspeople.

Selectwoman Walker responded that the Board of Selectmen may want to call a separate meeting to hear input specifically from all parties involved and the Selectmen should have an idea of where they were headed.

First Selectman Banisch responded that what he wanted to do was come up with a way to get the process moving along and to bring the process one step closer to referendum.

Selectman Hale agreed and stated that they needed to have a unified approach to go forward.

The Board discussed if this item should be a regular agenda item to discuss this agreement. Selectwoman Walker also added that the Board should invite the representative from Centerbrook Architects. The Board discussed that the two Board members who served on the Ad-hoc committee should be able to answer any questions regarding the architectural services contract. The Board also discussed that more discussions were needed before the Town could vote on when to allow the Shoreline Arts Alliance occupancy, etc. The Board agreed that the architect should be invited to a future meeting, but not the next meeting on May 9th.

5. Public Comment

Kathryn Hunter of the Shoreline Arts Alliance stated that she felt like the process had regressed back a year or two. She stated that there is a Letter of Intent dated March 30, 2015 that provides details of what the lease agreement should be including: that the lease would have an initial term of 25 years, renewable in five-year increments after that; the use would be as a Cultural Arts Center; rent for the initial term would be \$1 / year and rent for the renewable periods would be at a rate agreeable to both parties. She stated that this business term was arrived at after a fair amount of discussion and arrived at based on the fact that the Town would deliver the building to the Shoreline Arts Alliance in some kind of habitable condition and that the Shoreline Arts Alliance would be raising funds between \$8-15 million. She stated that it was unrealistic to expect the tenant to take possession of the building, raise funds to bring the building up to use and then expect a market rate rent. She stated that the Letter of Intent had other provisions such as an option to purchase the building, parking plans, signage and a provision relative to insurance. The Letter of Intent also includes the following language:

“the Town shall not solicit, accept, provide factual information or negotiate any offer to lease or purchase the Premises with any person or entity other than Shoreline”

Ms. Hunter stated that whether you intend it or not, the nature of the conversation held tonight makes it seem that there aren't already business terms between the Shoreline Arts Alliance and the Town. She also added that there is a draft lease in existence which was brought to Town counsel for review. She stated that the project has not been stalled because of the lack of a business deal, or lease, but rather there were other reasons. One being that six months ago, the Town, including three of the sitting Selectpersons decided that for the Town to deliver the number of what the project would cost, the Town needed a further study. She stated that the feeling at that time was that if the Board of Selectmen brought this project to the Town for a vote, they needed to have factual numbers of what funding would be needed from the Town and from the Shoreline Arts Alliance. She stated that this process ended when the Board of Selectmen voted down the next steps of the process that it started six months ago. She added that the Shoreline Arts Alliance would also like to move forward with the discussions and with negotiating a lease agreement.

First Selectman Banisch thanked Ms. Hunter for her statement..

6. Adjournment to Budget Workshop.

There being no objections, First Selectman Banisch adjourned the meeting at 8:03 p.m.

Lauren Rhines
Executive Assistant