

JOHNSON SELECTBOARD/TRUSTEE MEETING MINUTES
JOHNSON MUNICIPAL BUILDING
MONDAY, AUGUST 28, 2017

Present:

Selectboard Members: Nat Kinney, Doug Molde, Kyle Nuse, Eric Osgood

Village Trustees: Dave Goddette, Scott Meyer, Walter Pomroy, Gordy Smith

Others: Dave Williams (moderator), Brian Story, Rosemary Audibert, Lea Kilvadyova, Rick Aupperlee, one other community member

Note: All votes taken are unanimous unless otherwise noted.

1. *Call to Order*

Dave Williams called the meeting to order at 6:00.

2. *Adjustments, Changes and Additions to Agenda*

Walter said he would like to hear the selectboard's plans for form based code. Dave Williams said he would add that at the end.

Gordy said Bob had a scheduled appointment so he could not be here.

3. *Regional Energy Planning*

Meredith reviewed her draft comments on the regional energy plan. She said the selectboard heard some comments on the wind siting part of the plan. She thinks the plan reflects sentiments expressed by the public at LCPC meetings. Bennington also has a 1 km buffer for wind installations and their plan got certification from the Public Service Board and they have substantial deference. There will be an opportunity to get feedback on whether the plan is too restrictive and change it. Meredith thinks more should be added to the plan regarding coordination with utilities and impact on rates. The plan talks about greater use of heat pumps and electric vehicles. That could lead to an increase in demand that could impact utilities. Act 56 requires utilities to meet specific targets. Communities and regions need to know about those requirements. They should be mentioned in the plan. Johnson is near the southern border of an area with transmission limitations. There will probably be problems developing any large scale generation in this area. That should be noted in the plan. Meredith has asked VPPSA to look at the plan from a utility-wide perspective. She will probably add to her comments based on feedback from VPPSA.

Meredith said the trustee board has not expressed concern about the limitations on wind siting that are in the plan now. She hasn't heard any communities saying they were worried about way the plan is written now.

Walter asked if the selectboard plans to develop a municipal plan in hopes of getting substantial deference. There is also the question of where we want to be with regard to renewable energy. Being very aggressive about being green could be a development tool. Do we want to set an aggressive goal for economic purposes?

Eric said the selectboard has not put any effort into energy planning yet or given direction to the Planning Commission about how to develop a plan. Pretty much everyone on the

selectboard has commented on not really wanting to see windmills on ridgelines. Other than that, they have not approached the issue.

Eric said we didn't get funding from LCPC for development of an energy plan. Lea said she got indication from the Planning Commission that they are interested in developing an enhanced energy plan. LCPC has drafted plans for 4 towns in the first year. They expect to be able to add more towns. They would like to revisit assisting Johnson with writing a plan. They are ready to assist if the town wants them to.

Brian said the Planning Commission's work on form based code has put off energy planning work. Energy planning could be the Planning Commission's next project. They are also looking at river corridors guidelines. They may do both, especially if LCPC provides assistance with energy planning.

Doug said he recalls that Walter felt the village should brand itself as green. Walter said he may just have raised the question, as he is now. We could speed up the process of getting to 90% renewables, even though we don't have to. Renewable energy won't necessarily be cheaper. He doesn't necessarily want to go down that road unless the community wants it but he wants to start a conversation. It's a way to distinguish ourselves.

Lea said one way the regional energy plan is useful is that it provides quantifiable information on what it means to get to 90% renewable energy by 2050. It would require an enormous leap. The plan has figures towns need to think about if they want to align themselves with the "90 by 50" goal. The plan is pretty restrictive about siting for wind generation. That leaves us with solar. That has implications for land use. In Lamoille County we would need about 1000 acres of land dedicated to renewable energy.

Walter said energy efficiency projects should be something people can borrow from the community loan fund for.

Meredith said once she gets VPPSA's feedback she can revise her comments and send them to Brian. Where the town and village agree they can make comments together. Some comments might be different for the village and the town. Comments are due by the end of October.

4. Railroad Street Area Wide Plan Presentation

Lea Kilvadyova gave a presentation on the Railroad Street Area Wide Plan. There is a planning project that focuses on redevelopment possibilities on Railroad Street. It is funded by LCPC's Brownfields program. The Village of Johnson applied and got a grant to do this planning work. The funds for LCPC's Brownfields program are provided by EPA. Typically what this program does is focus on site specific assessment. LCPC has a project supporting the Village of Johnson in assessment of the powerhouse building. That is typical. This project is different in that it is an area wide plan. The underlying focus of the program is on looking at the area as a whole but also identifying specific sites that might be underutilized and might have environmental contamination. It focuses on turning those sites into drivers of economic development. The area being studied goes from the old talc mill property to the other end of Railroad Street. A steering committee has been meeting for the past 4 or 5 months. Meredith, Dave Goddette, Kyle Nuse, Bobbi Rooney and Lea are on it. They are working with a team

of consultants. Weston & Sampson, an environmental consulting firm, is leading. There is a marketing specialist from Crane Associates and a landscape architect. The marketing consultant identified existing assets that distinguish Johnson. Essential assets are the rail trail, the Lamoille River and Johnson's artistic roots and the presence of art. The marketing consultant analyzed different economic development sectors and how they grow in Vermont. Food processing is a field that is still growing in some areas. The committee also has talked to Johnson State College about what they might need to grow their campus in the village. They provided specific ideas of what is of interest to them – maker space, incubator space, artist studios, facilities to support their hospitality program, accommodations in Johnson for visitors, and additional housing for employees.

The concepts the consultants came up with are based somewhat on property owner input. The three sites identified for focus were the property on the corner of Main and Railroad Streets, the Manchester Lumber site, and the talc mill property. The market analyst believes the one that could have the most benefit to the economic development of Johnson is the talc mill site because of its proximity to the rail trail. Lea showed drawings of some possible concepts for the 3 sites. She has heard a health center mentioned as a possibility for the corner property. For Manchester Lumber there are two lines of thought. One is to focus on housing on one side of the street with more recreational uses on the other side of the street. Or there could be combination of housing and some uses for JSC, like a maker space or incubator space. Possible ideas for the talc mill complex include a food processing facility, a brewery, a tasting hall, events, a culture park, and a welcome center. The landscape architect identified some things that could be done to accommodate bikers and pedestrians, such as crosswalks. The committee wants to show the concepts at Tuesday Night Live, then zero in on a few key ideas.

Walter asked if there will be funding sources for implementation. Will the report identify implementation steps? Lea said that is the goal.

Walter said if the talc mill property is redeveloped there is the question of where our crews go. We need a plan for that in development at the same time. Lea agreed that is needed to enable redevelopment.

Eric asked if any thought was given to the Manchester property as a good spot for a hotel with access to the rail trail. Meredith said that idea was mentioned. The idea was that it could be a place for JSC students to work. Lea said our marketing consultant keeps reminding us that it takes a certain size hotel to be economically viable. He doesn't see that for Johnson now. Perhaps establishing a number of Airbnbs could be a more viable option.

Gordy said Bob Sweetser was wondering if, instead of going through Parker and Stearns for rail trail access, we could see if we could negotiate access between Manchester Lumber and Parker and Stearns. Has that been considered? Lea said she thinks one of the conceptual drawings shows a passage in that area that could serve as a connection.

Gordy said none of Chan Parker's children want to take over his business. Eventually he will probably sell. We should make sure we don't disrupt his property so another buyer doesn't see it as an attractive site to buy. We should be careful how we treat that business. He asked

if Chan has seen these plans. Lea and Meredith said no. Dave, Meredith, and Michael Crane met with him a few months ago. Gordy asked if someone could show them to him as a courtesy. Meredith said the committee wanted guidance from the boards about showing these plans as possibilities.

Lea said the first couple of reactions to the post on Front Porch Forum about these plans were about solving the situation around Parker and Stearns. People seem to see that as a priority.

Gordy said the village trustees would have questions about putting in a sidewalk to the library. There are utilities buried under there.

5. *Branding and Marketing*

Brian Story said we did not get the USDA grant for branding and marketing. We do have the money we had budgeted. We don't have to spend it, but it does give us options. Brian is interested in pursuing a branding and marketing plan. We can look for grant funds again for implementation. He thinks data-driven research about identifying a potential audience and developing a few different ways of reaching out to them would be helpful. He is interested in putting out an RFP to get estimates. He wants to find out how strongly committed the two boards are.

Dave said he thinks it's a great idea. He is in favor of any way we can promote ourselves. Does Brian have any suggestions as far as agencies or consultants? Brian said the Town of Killington recently had good luck with their efforts. He has been in light contact with their agency but he has no relationship with any agency.

Dave asked if Brian is looking for a committee that might include trustees, selectboard members and community members to steer the marketing efforts. Brian said he thinks that would be worthwhile. It would be time consuming for decisions to go through both boards. He is not sure at what stage we want to form that committee.

Kyle said she agrees this is something we should really make a priority. She wonders if analysis from Michael Crane, who is working on the area wide plan, could be useful, since he has worked for our town twice already. Brian said he is one of the people he wants to get in touch with. Kyle said she thinks we should work with the school as much as we can on this.

Walter said we should work with Northern Vermont University. But he thinks there are a few things we should do first to make our house look good, such as putting up signage and a mural. The person who will start the next business in Johnson will probably pedal by. He wants to put a great face on Johnson – put sharrows on Railroad Street, put signage at Parker and Stearns. He feels the priority should be there now. The town and village should put their resources in that direction first, then come back to branding and marketing.

Kyle said Kate, who is working on the area wide plan, did signage for Hyde Park – nice light blue signs pointing to the rail trail. She said they were very inexpensive. They look great. There are some inexpensive ways we can make an impact right away.

Walter said he thinks we should take the \$10K that has been budgeted and get those things done and next year put money in the budget for marketing and branding.

Dave said a marketing and branding plan goes hand in hand with the area wide plan. If we have information and research on how to promote ourselves along with the ideas from the area wide plan we can wrap them all into a proposal we can present to potential investors.

Walter said he doesn't disagree. He thinks it will be easier to sell Johnson to a developer when we have done these basic things. Let's move one part of this process first and do what Dave is talking about second.

Nat said he not sure why they couldn't be done concurrently. Sharrows are going in this week. Signs cost much less than \$10K. Dave said he agrees that we could do both concurrently. Doug agreed. He said by having someone propose a plan we are almost committing ourselves to fund implementation of it, which he thinks we should do.

Scott said signage is important. He and his wife have found people parking on Parker and Stearns property to use the rail trail, not even knowing Old Mill Park was there. When people head down Railroad Street they know the rail trail is there but they don't know about our other assets. Signage would be great and it would take a burden off Parker and Stearns.

Dave said a lot of great things are happening in Johnson. Being on the Brownfields committee has opened his eyes. He has had the opportunity to talk to business people and community members. We have a diamond in the rough. We need to not only improve access to the rail trail but let people know what we have in Johnson. The only way to do that is to develop a plan on effectively promoting ourselves. That starts with speaking with a consultant who specializes in that. People don't know where the park is what is going on in Johnson. We need to look at how to promote Johnson, not just locally but throughout New England or internationally. We need to come up with a plan and figure out how to pay for it.

Doug said he thinks we should have a committee that has dual board representation. He would love to see trustees on the beautification committee he and Kyle have been on. They have a budget of \$4K this year.

Eric said he thinks we need to do both what Walter proposes and what Brian proposes concurrently. Things such as signage and stripes on the road are relatively cheap and quick. Branding and marketing is much longer range thinking. Marketing and branding reach outside of Johnson. The other efforts help people once they here.

Dave said this also plays into economic development. He hopes our efforts will invite businesses and people who want to invest or buy homes. Let's make Johnson a place people want to live, work and play.

Meredith said she has reached out about signage to VTrans. She wants a professional opinion about proper signage to make sure what we put up is right.

Brian said he will submit his draft RFP to both boards for their September meetings. If both boards approve it, he will send it out. Once we get proposals and have an idea of cost we can have further discussion.

6. *Conflict of Interest Policy*

Meredith said the trustees looked at the VLCT model conflict of interest policy at their last meeting. They are hoping both boards can adopt the same policy, one that is closely modeled after the VLCT one. They talked about adding language to it guiding future amendments to the policy. If one board wanted to modify it they would need to notify the other board. There is a requirement for boards to have a conflict of interest policy by 2019. Walter said it has to be approved by the voters. Unless the boards want to have special meetings it should be ready for approval at the town and village annual meetings.

Walter said this policy was written by lawyers for lawyers. There is also a memo from VLCT that talks about it and explains conflict of interest better than the formal policy. He wants the policy to be readable by people on the tree board, rec committee, etc. He suggested we could take language from the memo to make the policy more readable and also include examples. He feels the policy needs to be more readable than the model policy.

Brian suggested writing an explanation document to go along with the policy rather than making significant changes to the policy, so we don't accidentally weaken ourselves.

Walter said a normal person won't understand this policy. The memo actually explains it.

Eric said the policy needs to be something that we can defend in court. There can be a summary that explains it. He likes the VLCT model policy. He suggests keeping close to that as it will be court tested someday and therefore more defensible.

Gordy said something that is not in this policy is a requirement for anyone from the trustee board or selectboard who wants to run for another board to let the voters know ahead of time. In the past there have been some disagreements between the boards that could be a conflict of interest for someone on both.

Scott said he thinks it is good to have a plain language document along with the legal policy, but how do we make sure a new board member doesn't just read the bullet points and fail to follow the policy because they didn't have the knowledge to figure it out? Meredith said we would make it clear that one is the legal policy and the other is a plain language summary. Brian said we would have to include in the explanation document that the plain language version is not the enforced version.

Scott asked who will explain the documents to a board member who doesn't understand them. Brian said he or Meredith will.

Meredith said we may want to ask anyone in an appointed or elected position to sign a copy of the policy. Walter said he agrees any board member or anyone appointed to a committee should sign it. Brian said we should have an orientation packet for new members that would include this.

Eric said this policy is not enforceable against an individual member. What is really binding is state statute. The board can ask a member to resign but can't force a resignation. There is

no real enforcement power behind the policy unless a board member violates state statute – but even then there is no way to remove an elected official.

7. *Joint Employees*

Brian said to the best of his knowledge everyone's intent is not to change the day to day work employees do. Whether there are joint employees or not, we will need a strong agreement between the town and village outlining discipline, management, etc. for employees who do work for both the town and village. The question is whether we are going to have joint employees or a sole employer for each employee. We will have to get into the details of an agreement between the two boards pretty soon. Not having a formal agreement between boards exposes us to risk.

Scott said for him it would be helpful to have an organization chart so we can see all employees and who they work for. Eric said Rosemary is elected and Jan is appointed and serves at Rosemary's pleasure. Only Anne and Susan are joint employees. Brian said both boards pay Rosemary's salary but she doesn't work for either board. Scott said job descriptions for those working for both village and town would be helpful before discussion.

Dave said we are only talking about 2 employees. Meredith said in terms of budgeting, the town and village are also sharing expenses for Rosemary and Jan. They are treated as joint employees.

Brian said she thinks it should be at Rosemary's discretion how she is paid – whether it is by both the town and the village.

Walter said the joint employees are contracted out from one municipality to the other. Each is on one payroll and the other reimburses part of the cost of their salary. We call them joint employees. We can call them anything. But we need a memorandum of understanding so we agree about how to handle it if a disciplinary issue arises. Scott said we can't just call them anything we want. There is employment law. He worries about contractor-subcontractor language. That is complicated. Walter said they are paid 100% by one entity and the other entity reimburses. Scott said he thinks we need to look at employment laws. Brian said this gets at the heart of the problem. We don't have a clear understanding of how we intend to treat them and how we currently treat them.

Gordy said he hopes we can keep joint employees. He feels it keeps the boards together. He understands it may be a bookkeeping problem for Rosemary. He feels we should have a memorandum of understanding and keep joint employees. Nat agreed.

Dave Williams asked if Johnson is the only town and village that has this problem. Brian said no. Essex Town and Village recently decided to update their MOU and have joint employees.

Gordy said he doesn't think we want to be like Hyde Park, where the town and village are completely split.

Eric said feedback from employees is that they don't care how it is done as long as duties don't change. Gordy said years ago we had employees that were either village or town and some years one entity gave a big raise and the other didn't. That is why the two boards

moved to deciding together on wages. Meredith said joint employees just want to be treated fairly and not feel like one board is treating them better than the other. Rosemary said she thinks fairness is a big thing. They want all to be treated equally.

Walter said this year the village did an analysis of village crew wages and their wage adjustments were totally different from what was agreed on for joint employees. They used a totally different method to determine their salaries. Doug asked, was that perceived as fair or unfair? Walter said the village did the right thing in his opinion because of the different natures of the jobs. Gordy said the board gave justification because they were comparing to other similar jobs in the state and felt the village was falling way behind. They wanted to be competitive with neighboring utilities.

Eric said the town has done salary surveys and made adjustments. He thinks those things would still have to happen. Rosemary asked, should there be a subcommittee for that? Eric said we used to use Duncan in that role. All the salary information is provided by VLCT.

Doug said presumably when we decide on salary increases for joint employees it is not just based on cost of living but compared to similar jobs elsewhere.

Rosemary suggested that a subcommittee of a couple of board members make recommendations for salary increases. Meredith said it sounds like we don't compare to other communities every year. Rosemary said it has been several years for the office.

Doug said he suggests that the same methodology be used for all positions, including joint employees.

Walter said he thinks Brian and Meredith should write up a memorandum of understanding for both boards to review and Rosemary should come up with a proposal for both boards regarding what would make life easier on the accounting side. Eric said Rosemary should make a recommendation on the best administrative way to handle employees who do work for both entities. It might be joint employees or it might not be. Brian said he, Meredith and Rosemary will work together on this. Scott said he would still like an organization chart. Brian said they will provide an organization chart and job descriptions.

8. *Old Mill House Engineering RFP*

Brian said the cost for work on the municipal building was more than budgeted. That threw a wrench in the plans for the old mill house. He would at least like to have an assessment of the building done. He wants to circulate an RFP with local engineers.

Doug said the building may be key for starting a business such as an Airbnb. Dave said a project in that building may be an easy project to start with as part of a larger project. There may be grant funding available. He is sure there is energy efficiency money. Meredith said this is a really important site. The village and town have control and the ability to drive change there. Kyle said the consultants highlighted that the buildings at the talc mill site already exist and it wouldn't take too much to repurpose them. Dave said in his mind repurposing them means allowing private investors to repurpose them. That comes back to marketing. We need to market this community so people are invited to invest.

Doug asked if there is any thought of having rooms where people could stay in that house. There is great need for that. Dave said he thinks what we need to do is promote ourselves to organizations that may want to come to Johnson and invest in developing rooms. It is not our responsibility. We need to invite private entities to come into Johnson and build or renovate.

Walter said if we are going to keep that building we need to know what will cost to fix it and if someone else is going to do it, it would still be helpful to know the cost to fix it up.

Gordy thanked Nat for keeping this on the front burner. The old mill house is one of the first things people see when they go to the park or trail. We need to fix it up.

It was agreed that Brian should put out an RFP to engineers. He said he may or may not have results by the September meetings.

9. *Form Based Code Update*

Eric said the Planning Commission had its first hearing on form based code. They were given feedback. Brian said they are going to make minor changes and have another hearing. The next hearing will be September 6. They hope to have the final form based code document to the selectboard by its next meeting. The selectboard wants a special town meeting in September or early October for the Jewett property and form based code. The public hearing will probably be at a regular board meeting.

Walter said he thought the selectboard had to have two public hearings. Brian said he thinks they need to have a public hearing and a separate vote.

Walter asked, the voting will be done by whoever shows up at the special town meeting and not by Australian ballot? Eric said it will be a non-binding vote, but to his knowledge the selectboard is committed to following the results of the vote.

Dave asked that the special meeting be promoted heavily so everyone knows about it. It could be promoted on Front Porch Forum or Facebook or maybe by direct mail to all taxpayers. Walter said the village can put mailers in electric bills, though that will only reach part of the town. Dave said the village will put it on its Facebook page. The selectboard and Brian agreed the special meeting should be well-promoted.

10. *Other Business*

Scott said the pavilion at Old Mill Park has truss plates that are blowing apart. Walter said the Powerhouse Bridge also needs some hammer and nail work.

11. *Adjourn*

Walter moved and Dave seconded to adjourn the trustee board meeting at 7:46 and the motion was passed. The selectboard adjourned at 7:46.