

**MIDDLETON SELECT BOARD  
MEETING AGENDA  
FULLER MEADOW SCHOOL, NATHAN MEDIA CENTER  
143 SOUTH MAIN STREET, MIDDLETON, MA 01949  
TUESDAY, JUNE 29, 2021**

*This meeting is being recorded*

*This meeting will be a hybrid of in-person and remote via ZOOM. To join the meeting remotely, go to:*

<https://us02web.zoom.us/j/89500039592?pwd=dm1MTWliZUF1ZHv5NjY5MU5aalRSZz09>

- 6:30 **Executive Session** under GL c. 30A, s. 21(a) (2), to discuss strategy with respect to non-union personnel, namely the Town Accountant/Chief Financial Officer.

7:00 **Adjourn to Open Session**

7:00 Warrant: #2127

Minutes: Open Session: June 15, 2021

Town Administrator updates and reports

7:15 Public Comment Period

7:30 Joint session with Planning Board to fill three regular seats on the Planning Board until the next Annual Town Election pursuant to c. 41, s. 11, and to fill the Alternate Planning Board seat through June 30, 2022

7:45 Review and vote to appoint William Renault, Jr. as an alternate member of the Zoning Board of Appeals

7:50 Review and vote to accept a donation to the Food Pantry in the amount of \$1,000 from the Independent Order of Odd Fellows Bethesda Lodge #30

8:00 Review and vote to establish the maximum useful life of the Fire Department Pumper Truck (20 years) and Trash Roll-Off Truck (12 years) authorized under Article 19 of the June 5, 2021 Annual Town Meeting

8:10 New Business: Reserved for topics that the Chair did not reasonably anticipate would be discussed

Upcoming Meetings: July 13 Regular BOS meeting  
August 17 Regular BOS meeting  
September 7 Regular BOS meeting

*The Board reserves the right to consider items on the agenda out of order. Not all items listed may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.*

MEETING MINUTES  
BOARD OF SELECTMEN  
Tuesday, June 15, 2021 7:00 PM  
Flint Public Library  
This meeting was recorded

**NOTE: This meeting included a hybrid component using ZOOM, an internet-based meeting space.**

*Present: Brian Cresta, Tim Houten, Kosta Prentakis, Jeff Garber*

*Absent: Rick Kassiotis*

*Others Attending: Town Administrator Andy Sheehan, Assistant Town Administrator Tanya Shallop, Minutes Secretary Judi Stickney, Paul Pellicelli, Adam Stone, Town Clerk Ilene Twiss, Representative Brad Jones, Representative Sally Kerans, Senator Bruce Tarr, Frank Twiss, Alice Lipinski Tierney, Town Accountant/CFO Sarah Wood, Anne Cote, Gene and Joan Nigrelli, Fire Chief Tom Martinuk, and others*

**7:08 PM** With a quorum present, Clerk Tim Houten called the meeting to order.

**7:08 PM Board Reorganization**

On a **MOTION** made by **Prentakis**, second by **Garber**, the Select board **VOTED** unanimously to elect Brian Cresta as Chair of the Board.

On a **MOTION** made by **Prentakis**, second by **Garber**, the Select Board **VOTED** unanimously to elect Tim Houten as Clerk of the Board.

After the vote, Chair Cresta congratulated Kosta Prentakis on his re-election and welcomed the newly elected member of the Board, Jeff Garber. Cresta also thanked everyone for taking down their lawn signs and asked those who haven't yet, to please take them down.

Chair Cresta publicly thanked the Town Administrator, Assistant Town Administrator, the CFO, all committee and board members who put a lot of work into providing a COVID-safe Town Meeting and the Town Meeting Warrant. He also thanked all the voters who came out to Town Meeting as well as the following Saturday to cast ballots at the local election, which resulted in the approval for a new police station, fire station, town hall, and community center.

**7:14 PM ROUTINES**

- **Warrant Approval:** Town Administrator Andy Sheehan provided a brief review of Warrant #2126: Payroll: \$1,229,169; Bills Payable: \$1,027,682, noting that the Town Accountant had reviewed the warrant and requested the Board's approval. After a brief discussion, the Board took the following action:

On a **MOTION** made by **Prentakis**, second by **Houten**, the Board of Selectmen **VOTED** unanimously by roll call vote to approve the warrant as presented.

- **Minutes:** After a brief review of available minutes, the Board took the following action:

On a **MOTION** made by **Houten**, second by **Prentakis**, the Board of Selectmen **VOTED** to accept the open session minutes of June 1, 2021 as written. **Garber abstained**.

- **Town Administrator's Report:** Town Administrator Andy Sheehan provided the Board with information and updates on the following:
  - **Town Meeting:** Sheehan thanked all who attended Town Meeting and voted in the town election. None of the costs for holding Town Meeting outdoors, under a tent, was paid for through the operating budget; it was funded through the CARES Act.
  - **Upcoming Joint Meeting with Planning Board:** Sheehan advised the Board that they will be having a joint meeting with the Planning Board at the next Select Board meeting in July to fill two vacant seats as well as the alternate seat. Sheehan noted that a Housing Authority vacancy will be filled that night as well.
  - **End of State of Emergency:** Sheehan reported that the State of Emergency ended at midnight last night, noting that most town buildings are back to regular operations. Sheehan expressed his thanks to all who battled the virus that killed 600,000 Americans, and thanks to employees who helped get the town through the virus. He added that he is very proud of what everyone did over the past year and he is looking forward to getting back to normal.

**7:21 PM Public Comment Period:**

- Frank Twiss, former fire chief and member of the Master Development Planning Committee, thanked the voters for approving the South Main Street project. He added, in anticipation of the meeting with the Legislative delegation, that the Middleton Jail is the largest single source of ambulance calls for which the Town receives no payment in lieu of taxes from the State.

**7:24 PM Legislative Delegation: Senator Bruce Tarr, Representative Sally Kerans, and Representative Bradley Jones:** Representative Sally Kerans and Representative Brad Jones were in attendance. Chair Cresta noted that the Senate is presently in session and Senator Tarr was tied up with that, but hoped to make it to the meeting.

- **Representative Sally Kerans:** Rep. Kerans congratulated the town on approving the new public facilities project. She advised the Board that she will be looking for funding sources for the town to help support the project.
- **Representative Brad Jones:** Rep. Jones congratulated Kosta Prentakis on his re-election and to Jeff Garber for his election to the Board. He congratulated the town on approving the public facilities project, noting, too, that they will be working on the town's behalf to find funding to move the project along. Jones advised that they have a bill pending in the House, House 3178, finalizing the transfer of certain properties to Middleton. Jones advised that they are voting tonight on extending outdoor dining, remote meetings and related matters.

Select Board Chair Cresta advised the delegation that a disproportionate number of medical aid calls that the fire department respond to are at the jail. They don't mind the jail being in town but wanted to know if there is some funding that might be apportioned to Middleton to help offset those ambulance charges that are not being paid by the jail. PILOT payments was discussed as a form of mitigation.

- **Senator Bruce Tarr:** Sen. Tarr advised there are mitigation funds for hosting prisons, in addition to PILOT payments. He will work with Rep. Kerans and Rep. Jones to build a case. A lengthy discussion ensued on solving the issue.

Select Board Chair advised Rep. Jones that they are getting an increase in calls about traffic on Route 114 and asked about engaging with the Dept. of Transportation to look at the corridor of Route 114 and do a comprehensive study on the traffic. Rep. Jones will see if he can get some district people out to look at it.

**7:57 PM Review Correspondence Regarding Naming of a Subdivision Way at 123 River Street:** Chair Cresta advised that the person they were going to name the subdivision after respectfully requested that his name not be used for the street. Cresta recommended that it be named Couture Way, noting that Ed Couture was a Vietnam veteran and went on to serve the town as a police officer and died in an accident, in the line of duty. With no discussion, the Board took the following action:

On a **MOTION** made by **Houten**, second by **Prentakis**, the Select Board **VOTED** unanimously that the name of the subdivision way at 123 River Street will be Couture Way.

**8:01 PM Town Meeting Follow-Up. Specific Actions Needed**

- **Discuss and Vote to Dissolve the Master Development Planning Committee:** Chair Cresta advised the work of the Master Development Planning Committee has ended and the committee needs to be dissolved. The Board took the following action:

On a **MOTION** made by **Houten**, second by **Prentakis**, the Select Board **VOTED** unanimously to dissolve the Master Development Planning Committee.

- **Discuss and Vote to Establish a Building Committee:** The Town Administrator advised the Board that they need to establish a Building Committee to oversee the design and construction of the buildings at 105 South Main Street. He provided the Board with a Charge and Mission for the Building Committee, noting he suggested a 7-9 member committee. A discussion ensued on the make-up of the committee, as well as a term. Sheehan will advertise for interested residents and the Board will vote on the mission and appointments at a later meeting.

**8:12 PM Review and Vote on Application for SmokeKing MA LLC:** Chair Cresta advised the Board that they have an application for SmokeKing MA LLC, d/b/a Smoke King, at 239 Maple Street license number 00001-RS-0704 for approval to Transfer the On premise, Restaurant All Alcoholic Liquor License, Common Victualler's License and Entertainment license from China Villa of Middleton d/b/a China Villa. This will also include a change of Manager to Joan Nigrelli. Gene Nigrelli, owner of the restaurant advised they are going to make many improvements on the property and it will serve pan-Asian and wood-smoked barbecue. They will keep all of the staff employed and expects to close for a month to make the interior improvements. When asked about the operating hours, Nigrelli advised they will not be open until 1AM, but will plan on closing at midnight. After discussion, the Board took the following action:

On a **MOTION** made by **Houten**, second by **Prentakis**, the Select Board **VOTED** unanimously to approve the application for SmokeKing MA LLC, d/b/a Smoke King, at 239 Maple Street license number 00001-RS-0704 for approval to Transfer the on premise, Restaurant All Alcoholic Liquor License, Common Victualler's License and Entertainment license from China Villa of Middleton d/b/a China Villa. This will also include a change of Manager to Joan Nigrelli, with the amended hours.

**8:21 PM Review and Vote to Appoint Richard Benevento as a Full Member of the Zoning Board of Appeals:** After a brief discussion, the Board took the following action:

On a **MOTION** made by **Houten**, second by **Garber**, the Select Board **VOTED** unanimously to appoint Richard Benevento as a full member of the Zoning Board of Appeals for a term ending June 30, 2024.

**8:22 PM Review and Vote to Approve Ambulance Write-Offs:** Chair Cresta advised they have a request from Town Accountant/CFO Sarah Wood to vote to approve ambulance write-offs for FY2017 and FY2018 in the amount of \$109,035.91. Cresta asked the Board to consider a meeting with the sheriff or their CFO to find out why they owe us over \$100,000 for ambulance runs, before they vote on this. Wood advised this was for the previous vendor the jail used. She has sent all the claims to a third-party collection agency. They have done their due diligence. After a lengthy discussion, Cresta asked that, after the vote, the Town schedules the meeting with the Sheriff's Department and the Board took the following action:

On a **MOTION** made by **Houten**, second by **Prentakis**, the Select Board **VOTED** unanimously to approve ambulance write-offs for FY2017 and FY2018 in the amount of \$109,035.91.

**8:20 PM Review and Vote Annual Reappointments:** Chair Cresta advised the Board they have a list of officials and board and committee members to reappoint. He noted that Laurie York has declined reappointment to the Conservation Commission and publicly thanked her for her service to the town. Cresta read aloud the list of board and committee appointments:

- Craig Hartwell, Board of Appeals, for a term ending 2026
- Anne LeBlanc-Snyder, Board of Appeals Alternate for a term ending 2022
- Raymond Cryan, Board of Health, for a term ending 2024
- Paul LeBlanc, Board of Health, for a term ending 2024
- Gerald Gove, Conservation Commission, for a term ending 2024
- Gerald Gove, Council on Aging, for a term ending 2024
- Francis Leary, Jr., Council on Aging, for a term ending 2024
- Leah Magnifico, Council on Aging, for a term ending 2024
- Shirley Raynard, Historical Commission, for a term ending 2024
- Robert Murphy, Industrial and Commercial Design Review Committee, for a term ending 2024
- Michael Watkin, Industrial and Commercial Design Review Committee, for a term ending 2024
- Scott Saulnier, Memorial Day Committee, for a term ending 2024
- Deborah Carbone, Municipal Property Tax Relief Committee, for a term ending 2024
- James DesRocher, Recreational Committee, for a term ending 202
- Eileen Bakopian, Election Worker, for a term ending 2024
- Mead Talerman and Costa, Town Counsel, for a term ending 2024

On a **MOTION** made by **Prentakis**, second by **Garber**, the Select Board **VOTED** unanimously to appoint all of the above for the terms as stated.

Chair Cresta read aloud the list of municipal employees to be reappointed:

- Ron Beauregard, Assistant Health Agent, for a term ending 2022
- Leo Cormier, Assistant Health Agent, for a term ending 2022

- Belinda Young, Treasurer/Collector, for a term ending 2024
- Kristin Kent, Conservation Agent, for a term ending 2024
- Gary Paul, Plumbing and Gas Inspector, for a term ending 2024
- Michael Medas, Chaplain, for a term ending 2024
- Tanya Shallop, Assistant Town Administrator/HR Director, for a term ending 2024

A lengthy discussion ensued on the Assistant Town Administrator's salary, with Select Board member Garber noting that the salary for the Assistant Town Administrator is higher than what was in the Town Meeting book. He asked that each employee be voted on separately. After a lengthy discussion, where it was explained that they are voting on the reappointments only and not on the salary, the Board took the following action:

On a **MOTION** made by **Houten**, second by **Prentakis**, the Select Board **VOTED** unanimously to appoint all the municipal employees for the terms as stated.

**9:07 PM Review and Vote to Approve End-of-Year Transfers of Appropriations:** Chair Cresta advised the Board that this was an annual end-of-year process for transfers needed. Town Administrator Andy Sheehan provided the Board with details on the transfers:

- \$3,000 to be transferred from BC/BS to Insurance
- \$20,703 to be transferred from Compensation Reserve:
  - \$6,961.00 to Salaries and Wages
  - \$1,235.07 to Salaries and Wages
  - \$4,235.20 to Department Head Salary
  - \$540.91 to Salaries and Wages
  - \$1,858.00 to Department Head Salary
  - \$370.75 to Department Head Salary
  - \$2,022.01 to Department Head Salary
  - \$3,480.34 to Salaries and Wages

After a brief discussion, the Board took the following action:

On a **MOTION** made by **Prentakis**, second by **Houten**, the Board of Selectmen **VOTED** unanimously to approve the transfers as presented.

**9:09 PM Other Business**

- **Chief Will's Day is On:** Select Board member Tim Houten announced that Chief Will's Day is on for Saturday, June 26<sup>th</sup>, at 4PM, with fireworks included.
- **Sidewalk Summit:** Chair Cresta requested that a committee be formed to study the sidewalk issues. He would like to see a member or 2 of the Select Board, two members of the Planning Board, 2 from Board of Appeals, 2 from Conservation Commission, the Town Planner, DPW Director, Fire Chief, Police Chief, a Representative from the School Department, and the Town Administrator. They should convene a public meeting to start talk about plans for sidewalks in town. He noted that there has been a lot of talk on social media and a lot of discussions in town around sidewalks.

**9:15 PM Adjourn**

With no further business, on a **MOTION** made by **Houten**, the Board of Selectmen's meeting of June 15, 2021 adjourned at 9:15 PM.

**Upcoming Meetings:**

June 29:	Regular BOS meeting
July 13:	Regular BOS meeting
August 17:	Regular BOS meeting

Respectfully submitted,



Judith A. Stickney, Minutes Secretary

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Timothy P. Houten, BOS Clerk

Documents either distributed to the Board of Selectmen before the meeting in a packet or at the meeting:

- Agenda: June 15, 2021
- Warrant #2126: Payroll: \$1,229,169; Bills Payable: \$1,027,682
- Minutes:
  - June 1, 2021
- Letter from Pike Messenger to Select Board, Re: Naming of Street, 6/8/21
- Committee Charge and Mission: Master Development Planning Committee, April 4, 2019
- Email from Rich Benevento to Town Administrator, Re: Full ZBA Member, 6/9/21
- Town of Middleton Office of the Town Accountant: Ambulance Receivable Write-Off June 2021: \$109,035.91
- Boards and Commissions Reappointments
- Memo from Town Accountant/CFO to Select Board and Finance Committee, Re: Request for Transfer of Appropriations, \$3,000, 6/2/21
- Memo from Town Accountant/CFO to Select Board and Finance Committee, Re: Request for Transfer of Appropriations, \$20,703.28, 6/4/21
- "Administration Awards \$1M in Efficiency and Regionalization Grants", Municipal Marketplace, 6/7/21
- Memo from Town Administrator to Select Board, Re: Vacation Leave – Summer 2021, 6/8/21
- Committee Charge and Mission: Town Building Committee, 6/15/21
- 20 Manning Avenue Call Statistics: 2016-2021

## Procedures for Filling Vacancies on Elected Boards and Commissions

3.

This procedure follows the steps outlined in MGL c. 41, s. 11, Appointment to fill vacancy in town office. C. 41, s. 11 reads:

Section 11. As used in this section, the term "vacancy" includes a failure to elect. If a vacancy occurs in any town office, other than the office of selectman, town clerk, treasurer, collector of taxes or auditor, the selectmen shall in writing appoint a person to fill such vacancy. If there is a vacancy in a board consisting of two or more members, except a board whose members have been elected by proportional representation under chapter fifty-four A, the remaining members shall give written notice thereof, within one month of said vacancy, to the selectmen, who, with the remaining member or members of such board, shall, after one week's notice, fill such vacancy by roll call vote. The selectmen shall fill such vacancy if such board fails to give said notice within the time herein specified. A majority of the votes of the officers entitled to vote shall be necessary to such election. The person so appointed or elected shall be a registered voter of the town and shall perform the duties of the office until the next annual meeting or until another is qualified.

Within one (1) month of a vacancy the board or commission shall give written notice to the Board of Selectmen;

Selectmen shall post notice of a joint meeting at least one week in advance of the meeting; alternatively the Board of Selectmen and the board or commission shall separately post notices of their meetings at least one week in advance so long as the item is reflected on the agenda of each;

Chair of the Board of Selectmen calls the joint meeting to order or announces the agenda item;

Chair calls for nominations to fill the vacancy;

Chair calls for seconds to nominations;

Chair calls for roll call vote of nominees by the members of the Board of Selectmen and the members of the board or commission;

Chair declares the candidate who receives a majority of votes;

The candidate so chosen shall fill the vacancy until the next annual election.

**Part I**

## ADMINISTRATION OF THE GOVERNMENT

**Title VII**

## CITIES, TOWNS AND DISTRICTS

**Chapter 41**

## OFFICERS AND EMPLOYEES OF CITIES, TOWNS AND DISTRICTS

**Section 11**

## APPOINTMENT TO FILL VACANCY IN TOWN OFFICE

Section 11. As used in this section, the term "vacancy" includes a failure to elect. If a vacancy occurs in any town office, other than the office of selectman, town clerk, treasurer, collector of taxes or auditor, the selectmen shall in writing appoint a person to fill such vacancy. If there is a vacancy in a board consisting of two or more members, except a board whose members have been elected by proportional representation under chapter fifty-four A, the remaining members shall give written notice thereof, within one month of said vacancy, to the selectmen, who, with the remaining member or members of such board, shall, after one week's notice, fill such vacancy by roll call vote. The selectmen shall fill such vacancy if such board fails to give said notice within the time herein specified. A majority of the votes of the officers entitled to vote shall be necessary to such election. The person so appointed or elected shall be a registered voter of the town and shall perform the duties of the office until the next annual meeting or until another is qualified.



**Town of Middleton**  
Memorial Hall  
48 South Main Street  
Middleton, Massachusetts  
01949-2253  
978-774-3589  
[www.middletonma.gov](http://www.middletonma.gov)

4.

## **TOWN OF MIDDLETON TALENT BANK APPLICATION**

The Board of Selectmen maintains a Talent Bank of names of citizens of Middleton willing to serve on boards, commissions and committees. Names in this file are available for use by all Town Departments.

Names: WILLIAM RENAULT Telephone: \_\_\_\_\_  
Address: 19 PARK AVE Bus. Telephone: (781) 246-6300  
Email Address: wrenault@wakefield.ma.us  
Occupation: TOWN ENGINEER - WAKEFIELD, MA  
Background Experience: PROFESSIONAL CIVIL ENGINEER WITH OVER 20 YEARS OF  
DESIGN & CONSTRUCTION EXPERIENCE. FORMER CHAIR OF MASTER DEV. PLANNING COMM.

I am interested in serving on Town Boards and Committees involved in the following areas:  
(Please check all that apply. The Board encourages you to attach a recent resume if available.)

- |                                                      |                                                                             |
|------------------------------------------------------|-----------------------------------------------------------------------------|
| <input type="checkbox"/> Board of Health             | <input type="checkbox"/> Recreation Commission                              |
| <input type="checkbox"/> Council on Aging            | <input type="checkbox"/> Historical Commission                              |
| <input type="checkbox"/> Finance Committee           | <input type="checkbox"/> Planning Board                                     |
| <input checked="" type="checkbox"/> Board of Appeals | <input type="checkbox"/> Scholarship Committee                              |
| <input type="checkbox"/> Master Plan Committee       | <input type="checkbox"/> Library Services                                   |
| <input type="checkbox"/> Conservation Commission     | <input type="checkbox"/> Industrial Commercial Development Review Committee |
| <input type="checkbox"/> Cultural Council            | <input type="checkbox"/> Zoning Bylaw Review Committee                      |

Amount of Time Available: \_\_\_\_\_

Are you available year round for committee meetings? Yes  No \_\_\_\_\_  
If not, when are you available?

\_\_\_\_\_ Winter \_\_\_\_\_ Spring \_\_\_\_\_ Summer \_\_\_\_\_ Autumn

Are there any Boards or Committees in which you are particularly interested?

ZBA & TOWN BUILDING COMMITTEE

  
Signature

6/21/21

Date

Please submit all responses to the Town Administrator's Office via the mailing address above or via email at:  
[michelle.creasi@middletonma.gov](mailto:michelle.creasi@middletonma.gov)



**Council on Aging**  
Old Town Hall  
38 Maple Street  
Middleton, MA. 01949  
978-777-4067  
[www.townofmiddleton.org](http://www.townofmiddleton.org)

5.

June 16, 2021

Board of Selectmen  
48 South Main Street  
Middleton, MA. 01949

Re: Middleton Food Pantry Donation

Please add the following donation to your agenda for acceptance by the Board of Selectmen for the Middleton Food Pantry and notify me when the check has been accepted so that it can then be deposited.

Thank you,

*Jillian Smith*

Jillian Smith  
COA Director

A Donation has been made payable to the Middleton Food Pantry:

Date: 5/29/21

Name Bethesda Lodge #30

Donation: \$1,000.00

Check Number 2619

This donor would like to remain anonymous



May 26, 2021

Dear Food Pantry,

Happy Spring to your organization!

As we start to turn the corner on the Pandemic, one of our members has asked us to provide a donation to your Food Pantry to help you provide food for your community.

Please accept this check for \$1,000 on behalf of the IOOF Bethesda Lodge #30, 403 Washington Street, Braintree, Massachusetts.

Please note the members name is on the memo line of the check.

Sincerely,

*Joseph F. Mahoney Jr*

Joseph F. Mahoney Jr

Treasurer

BETHESDA LODGE NO. 30100 F  
GENERAL FUND  
403 WASHINGTON ST.  
BRAINTREE, MA 02184

53-7128/2113

2619

DATE 19<sup>th</sup> July 2011

SECURED BY  
TECHNICLE

PAY TO THE  
ORDER OF

*Mission Food Pantry*

\$ 100.00

*On This Day I Thee Do*

DOLLARS

← Heat  
Reactive  
Ink



**Norwood Bank**  
Norwood, MA 02062  
(781) 782-1800 • [www.norwoodbank.com](http://www.norwoodbank.com)

AMOUNT

*[Redacted]*

MP

6.

## SELECT BOARD VOTE

I, the Clerk of the Select Board of the Town of Middleton, Massachusetts, certify that at a meeting of the board held \_\_\_\_\_, 20\_\_\_\_, of which meeting all members of the board were duly notified and at which a quorum was present, the following vote was unanimously passed, all of which appears upon the official record of the board in my custody:

Voted: that the maximum useful life of the departmental equipment listed below to be financed with the proceeds of the \$910,000 borrowing authorized by the vote of the Town passed June 5, 2021 (Article 19) is hereby determined pursuant to G.L. c.44, §7(1) to be as follows:

<u>Purpose</u>	<u>Borrowing Amount</u>	<u>Maximum Useful Life</u>
Roll Off Truck	\$200,000	<u>12</u> Years
Pumper Engine 1	\$710,000	<u>20</u> Years

I further certify that the votes were taken at a meeting open to the public, that no vote was taken by secret ballot, that a notice stating the place, date, time and agenda for the meeting (which agenda included the adoption of the above votes) was filed with the Town Clerk and a copy thereof posted in a manner conspicuously visible to the public at all hours in or on the municipal building that the office of the Town Clerk is located, or, if applicable, in accordance with an alternative method of notice prescribed or approved by the Attorney General as set forth in 940 CMR 29.03(2)(b), at least 48 hours, not including Saturdays, Sundays and legal holidays, prior to the time of the meeting and remained so posted at the time of the meeting, that no deliberations or decision in connection with the subject matter of this vote were taken in executive session, all in accordance with G.L. c.30A, §§18-25 as amended.

Dated: \_\_\_\_\_, 20\_\_\_\_

Clerk of the Select Board



111 Huntington Avenue  
9th Floor  
Boston, MA 02199-7613  
Telephone: 617-239-0100  
Fax: 617-227-4420  
www.lockelord.com

Kara K. Adams  
Direct Telephone: 617-239-0387  
Direct Fax: 866-644-8575  
kara.adams@lockelord.com

June 18, 2021

Andrew J. Sheehan  
Town Administrator  
Town of Middleton  
48 South Main Street  
Middleton, MA 01949

Dear Andy: (Town of Middleton Various Purpose Bonds)

In order to examine the issuance of the following bonds by the Town of Middleton, Massachusetts:

\$61,700,000*	Municipal Complex Construction Bonds (Fire and Police Public Safety Building and Community Center and Town Hall Building), payable within 30 years from their dates under G.L. c.4, §7(1) and a vote of the Town passed June 5, 2021 (Article 22) and excluded from the limitations of Proposition 2 ½ (so-called) by a vote of the Town passed June 12, 2021 (Question 1), and
\$910,000*	Equipment Bonds (\$200,000 Roll-Off Truck, \$710,000 Pumper Engine 1), payable within 5 years from their dates, or payable within such period of time, not to exceed 20 years from their dates, based upon the maximum useful life of the equipment as determined by the Select Board years from their dates under G.L. c.4, §7(1) and a vote of the Town passed June 5, 2021 (Article 19),

we shall need the following papers:

1. A certified copy of each amendment of or addition to the bylaws of the Town since last certified to us on July 10, 2020, affecting the name of the Board of Selectmen, the authorization, sale or issuance of bonds, including the calling and conduct of town meetings, or the use of assessments or other charges imposed to pay for any

\* The par amount of the bonds is subject to change. The vote authorizing the bonds provides for the Town to apply any premium or accrued interest received upon delivery of bonds or notes (less the cost of preparing, issuing and marketing them) towards project costs, thereby reducing the amount authorized to be borrowed.

project financed by bonds. If there is a more recent compilation of the bylaws, please send us instead a certified copy of the complete recompilation, with any relevant amendments or additions since the compilation date. If there are no such amendments or additions to the Town's bylaws, please provide a certificate of the Town Clerk indicating there have been no such amendments or additions.

2. A certified copy of each amendment of or addition to the Town's charter since last certified to us on July 10, 2020, affecting the authorization, sale or issuance of bonds, including the calling and conduct of town meetings, or the use of assessments or other charges imposed to pay for any project financed by bonds. If there are no such amendments or additions to the Town's charter, please provide a certificate of the Town Clerk indicating there have been such amendments or additions.

3. A certified copy of the warrant for the June 5, 2021 annual town meeting, together with a certified copy of the return of service showing how and when notice of the meeting was given.

4. Certified extracts from the minutes of the June 5, 2021 annual town meeting showing: (a) the time and place at which each session convened; (b) the presence of a quorum; (c) the text of each vote authorizing the bonds and its passage by a unanimous or counted two-thirds vote.

5. A certified copy of the vote adopted under Article 16 of the warrant for the June 5, 2021 annual town meeting.

6. If the votes adopted under Articles 19 and 22 were declared a 2/3rds vote by the moderator, certified copy of a town bylaw or a certified copy of a vote adopting a rule for the June 5, 2021 annual town meeting permitting the moderator to declare a vote passed by two-thirds pursuant to G.L. c.39, §15 as amended.

7. A certified copy of the recommendations of the Finance Committee on the Articles 19 and 22 of the June 5, 2021 annual town meeting.

8. A certificate of the Town Clerk stating, if such is the case, that there were no motions for reconsideration, with respect to the Articles 19 and 22 of the June 5, 2021 annual town meeting.

9. If the Town has accepted the provisions of G.L. c.53, §18B, a certified copy of the vote of the Town Meeting accepting the provisions of G.L. c.53, §18B. Please advise us if the Town has not accepted the provisions of G.L. c.53, §18B.

10. A certified copy of the vote of the Select Board placing on the ballot for the June 12, 2021 annual town election the question of whether to exempt payments of debt service on the bonds from the annual tax limitation, pursuant to G.L. c.59, §21C(k), with evidence of its passage by a two-thirds vote of the entire board at a regular or duly called special meeting of the board.

11. A certified copy of the warrant calling the election, together with a certified copy of the return of service showing how and when notice of the election was given.
12. A certified copy of the ballot used at the election.
13. A certificate of the Town Clerk showing the results of the vote to exempt the bond issue.
14. If the term of any of the \$910,000 Departmental Equipment Bonds is to exceed 5 years, a certified copy of the vote of the Select Board determining the maximum useful life of the equipment to be purchased with the proceeds of the bonds pursuant to G.L. c.44, §7(1), together with evidence of its passage at a regular or duly called special meeting of the board. (A suggested form is enclosed.)
15. A certificate from an appropriate Town official stating the total estimated cost if the municipal complex projects, and the amount of community preservation act funds (ie, any appropriation under Article 12 of the 2021 annual town meeting, federal and state aid and other funds available or expected for the project.
16. A certified copy of any leases, licenses, contracts or other arrangements with third parties, including (but not limited to) management and operation contracts or arrangements pertaining to the operation of cafeterias or food services, the placement of solar panels, wind turbines or wireless equipment on the buildings to be constructed with the proceeds of the bonds, or use of space in such buildings on terms that are longer than 50 days per contract, presently in effect or contemplated by the Town relating to the municipal complex buildings to be constructed with the proceeds of the bonds, or a certificate from an appropriate Town official stating that the Town has no contract or other arrangement, and will not have any contracts or arrangements that are not applicable to the general public under which a party (other than the Commonwealth, but including the federal government and any non-profit entity) is to have the use of the municipal complex buildings to be constructed with the proceeds of the bonds. If the Town is contemplating entering into one or more of the arrangements described above, please advise us of the nature (purpose, payment options, etc.) of the arrangements being contemplated and provide a copy of the current version of the contemplated arrangement.
17. Debt statements in the enclosed form dated as of June 5, 2021 and June 12, 2021.
18. A draft of the offering material for the bonds, including the notice of sale and accompanying financial and descriptive information concerning the Town. Although we take no responsibility for the accuracy or adequacy of the offering material, we request an opportunity to see it substantially in advance of its use.

Examination of these items may reveal the need for additional papers.

We assume that the Town has not voted to exempt debt service payments on the equipment bonds from the tax limits of Proposition 2½. We also assume that no federal or state aid is

expected in connection with equipment projects. We should be advised promptly if either assumption is incorrect.

Under federal tax law bonds may be private activity bonds (the interest on which may be taxable) where benefits and costs of the project being financed are substantially transferred to commercial, industrial or other private users or if certain contracts or special arrangements exist for the use of any project financed by the bonds. For this reason, we assume and plan to confirm in the closing documents to be signed at the time the bonds are issued, that:

(a) Other than as provided to us in response to this letter, the Town does not have or plan to have any contract or other arrangement not applicable to the general public under which a party (other than the Commonwealth or a local governmental unit) is to have the use of a particular project financed by the bonds, or is to make payments based on costs of the project.

If this is not the case, we should be promptly advised so that we can explore the matter further.

If any funds are to be advanced for any of the projects and reimbursed from bond proceeds, please note the requirements of G.L. c.44, §20A and the guidelines issued by the Director of Accounts. We assume that no funds to be reimbursed from bond proceeds were advanced for any of the projects prior to the adoption of the votes authorizing the bonds. In addition, federal tax law contains rules regarding when the use of bond proceeds to reimburse a borrower for expenses previously incurred will be treated as an expenditure of bond proceeds for tax purposes. Generally, the Town must issue bonds or notes for the purpose of reimbursement of expenditures previously made by the later of either (a) 18 months after the expenditure was paid or (b) 18 months after the project financed by the expenditure was placed in service, but in no event later than 3 years after the original expenditure. Unless we are otherwise advised, we assume and plan to confirm in the closing documents that:

(b) None of the proceeds of the bonds are being used to reimburse the Town for expenditures previously made from funds other than proceeds of a borrowing and no expenditures to be reimbursed with bond proceeds were made prior to the adoption of the votes authorizing the bonds.

If this is not the case, we should be promptly advised of the Town's intent to use proceeds of the issue for reimbursement and of the date of the earliest expenditure for each project.

We are also making the following assumptions which we plan to confirm by including appropriate statements in the closing documents:

(c) Other than as provided to us in response to item 2 above, the Town has not further amended its home rule charter since the amendments certified to us as of August 13, 2015 and the Town has not amended or repealed any special law relating to the Town through the use of home rule procedures except by adoption of the charter.

(d) Other than as provided to us in response to item 2 above, the following bylaws are the only bylaws or standing votes of the Town affecting the authorization, sale or issue of the bonds, including calling and conduct of town meetings, or the use of

assessments or other charges imposed to pay for any project financed by the bonds and there has been no amendment or addition thereto affecting those matters in any way except as indicated:

General bylaws compiled of the Town as certified to us on July 10, 2020.

(e) Other than the town meeting called pursuant to G.L. c.39, §10 at which the bonds were authorized all proceedings essential to the issue of the bonds will have been taken at meetings open to the public; notice of each meeting will have been filed and posted in the time and manner set forth in the General Laws, as amended, in effect at the time of each meeting (Chapter 39, §23B for proceedings occurring prior to July 1, 2010 and Chapter 30A, §§18-25 for proceedings occurring on or after July 1, 2010) or, if applicable, in accordance with an alternative method of notice prescribed or approved by the Attorney General as set forth in 940 CMR 29.03(2)(b); no deliberations, decisions or votes relating to the bond issue will have been taken in executive session and no vote was taken by secret ballot; and the official record of each meeting will have been made available to the public as set forth in G.L. c.39, §23B or c.30A, §§18-25, as amended, further suspended, supplemented or modified by the Executive Order of the Governor of The Commonwealth of Massachusetts Suspending Certain Provisions of the Open Meeting Law, Chapter 30A, §20 dated March 12, 2020, as applicable.

(f) The Town has not established any development districts pursuant to G.L. c.40Q.

If any of these assumptions is incorrect or becomes incorrect before the bonds are issued, we should be notified promptly.

Enclosed is a copy of a memorandum entitled "Role of Bond Counsel", which describes our services. As noted in the memorandum, we would be pleased to discuss it if you have any questions concerning it.

For our final opinion we shall need the usual signature, no litigation and official statement certificate, tax certificate, continuing disclosure certificate, IRS Form 8038-G, and Select Board's vote, and an opportunity to examine a bond as executed. We will provide you with the forms of necessary closing documents prior to the closing of each bond issue.

Yours faithfully,



Kara K. Adams

Enclosures

cc: Sarah Wood  
Belinda Young  
Tanya Shallop  
Peter Frazier  
Kristy Tofuri

**DEBT STATEMENT**  
of the  
Town of Middleton, Massachusetts

(A)	Equalized valuation under G.L. c.58, s.10C as of January 1, 2020	\$
(B)	Debt limit (5%)	\$
	Total outstanding debt	\$
	Debt authorized but not yet incurred, <u>including</u> this issue	\$ _____
(C)	Gross debt	\$
(D)	Amount of outstanding debt which is outside the debt limit (Itemized on page 2)	\$
(E)	Amount of authorized but not yet incurred debt which is outside the debt limit (Itemized on page 2)	\$
(F)	Outstanding debt outside the debt limit plus authorized but not yet incurred debt outside the debt limit (D plus E)	\$ _____
(G)	Net debt subject to the debt limit including this issue (C minus F)	\$
	Remaining borrowing capacity under debt limit (B minus G)	\$

I certify that the foregoing financial statement is true as of June \_\_\_\_\_, 2021.

\_\_\_\_\_  
Title:

Itemized list of the amount of the outstanding debt which is outside the debt limit, with reference to statute providing that such debt is outside the debt limit:

Purpose	Statute
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
(D) Total outstanding debt which is outside the debt limit (Enter on page 1 of form)	\$ _____

Itemized list of the amount of authorized but not incurred debt which is outside the debt limit, with reference to statute providing that such debt is outside the debt limit:

Purpose	Statute
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
Chap. _____ of _____	\$ _____
(E) Total authorized but not yet incurred debt which is outside the debt limit (Enter on page 1 of form)	\$ _____

### Role of Bond Counsel

Introduction. Municipal finance is in a period of accelerating change, increasing complexity and expanding disclosure. In the face of these developments we think it is useful to describe the role of bond counsel so as to avoid any misunderstanding as to what the bond counsel has and has not undertaken to do. We have written this memorandum to set forth what we do when we act as bond counsel for counties, cities, towns and other political subdivisions on general obligation bonds and notes. Our role may be changed from that set forth in this memorandum by special agreement between the client and Locke Lord LLP ("Locke Lord").

Bond counsel services. The services offered by Locke Lord as bond counsel include such of the following as may be needed, upon request by the issuer or by a financial advisor on behalf of the issuer:

1. Preliminary advice with respect to the legal feasibility of proposed financings and the permitted maturities and applicable procedures.
2. Drafting or review of legislation authorizing the issuance of bonds or notes. Drafting or review of corrective or validating legislation where required.
3. Preparation of a request for an advisory court opinion, or pleadings for a test case, where required. Research and preparation of briefs.
4. Where a new entity is needed for the issue, such as a regional or special purpose entity, advice and assistance in its organization, including the drafting of a charter or governing agreement and by-laws.
5. Advice and assistance, including drafting, with respect to charter, ordinance, by-law or other amendments relating to the issue of bonds or notes.
6. Drafting of proceedings authorizing the issuance of bonds or notes.
7. Review and advice with respect to the tax-exempt status of the bonds or notes under federal and state law.
8. Preparation of requests for tax rulings where required and attendance at conferences with Internal Revenue Service representatives.
9. Preparation of a requirements letter setting forth the documents required to evidence the lawful issue of the bonds or notes.

10. Drafting of the required certifications and other documents (including the no arbitrage and tax exemption certificates and reporting forms under the Internal Revenue Code of 1986 and U.S. Treasury regulations).

11. Consult with the parties to each transaction prior to the issuance of the bonds or notes.

12. Review of the certified proceedings and other executed documents to determine the validity and tax-exemption of the bonds or notes.

13. Review of the notice of sale or purchase contract and other non-disclosure related materials and proceedings providing for the sale of the bonds or notes to determine compliance with applicable legal requirements.

14. Undertake such additional duties as we deem necessary to render an approving opinion of the bonds or notes.

15. Subject to the completion of proceedings to our satisfaction, rendering an opinion as to the validity of the bonds or notes and their exemption from federal and state income taxes and local property taxes.

If special arrangements are made, we also undertake to perform the additional services described under Disclosure below.

Fees. In the absence of special circumstances, the fee for a particular issue of bonds or notes depends on the type and size of issue. If an issue is not completed, Locke Lord reserves the right to bill for the work actually done but does not ordinarily do so in the case of a continuing client if the work has not been substantial. For work not relating to a particular bond or note issue, the fee would be based on the time involved, at our hourly rates as in effect from time to time, and the novelty of the issues presented. Again, in the case of a continuing client, if this work is not substantial, Locke Lord ordinarily sends no bill.

For transactions involving special tax complications, IRS audits of outstanding bonds and the like, we would be prepared to provide a not to exceed fee quote as a particular transaction presents itself.

Our fees for the issuance of bonds and notes are currently as follows and are subject to revision from time or time. For the issuance of bond anticipation notes of \$1,000,000 or less our fee is \$3,100, which would also be charged upon each renewal of the bond anticipation note prior to its issuance as a long term bond. For bond anticipation note issues in excess of \$1,000,000, our fee is \$3,100, plus \$0.50 per thousand issued. For each issue of long term bonds, our fees would be as follows: for issues up to \$7,000,000 our fee is \$3.50 per thousand issued, for issues between \$7,000,000 and \$20,000,000 our fee is \$25,000, plus \$1.00 per thousand issued in excess of \$7,000,000, for issues in excess of \$20,000,000, our fee is \$38,000, plus \$0.75 per thousand issued in excess of \$20,000,000. Each fee is subject to additional charges for advance refundings, special tax benefitted obligations, and to cover time allotted to the matter. If you can advise us of the level of anticipated reimbursement and the anticipated plan of finance (*i.e.*, the

numbers and sizes of each note and bond issue), we would be pleased to provide you with a more specific estimate of issuance fees based on the foregoing schedule. For the provision of a “green light letter” to the Department of Revenue’s Division of Local Services to permit the issuance of state house notes, our fee would not exceed \$3,500. If, at any time, we believe that circumstances require an adjustment of our fees, we will notify you. Our fee is usually paid at the closing of a bond or note issue, and we customarily do not submit any statement until such closing unless there is a substantial delay in completing the financing.

Disclosure. Under federal and state securities laws primary responsibility for disclosure rests with the issuer and its officials who participate in the sale of the obligations or in providing information for inclusion in the Official Statement or other offering literature. Unless special arrangements are made, and except as described below, the scope of Locke Lord’s engagement as bond counsel does not extend to passing upon or assuming any responsibility for the accuracy or adequacy of the Preliminary Official Statement, the Official Statement or any other offering literature (other than statements of legal matters specifically attributed to Locke Lord with the consent of Locke Lord) and any review undertaken by Locke Lord is undertaken solely for its own protection from potential liability under federal and state securities laws. To this end, an appropriate legend as to the scope of Locke Lord’s engagement will need to be included in the Preliminary Official Statement, the Official Statement, or any other offering literature.

If special arrangements are made, Locke Lord is prepared to offer the following additional services:

16. Review and assistance in the preparation of the Preliminary Official Statement and the Official Statement used by the issuer in the sale of the bonds or notes, including examination of the historical and projected financial experience of the issuer (in reliance upon financial and statistical data furnished by the issuer), together with research with respect to, and drafting of portions of the Official Statement relating to, the legal and fiscal structure of the issuer, its debt management, budgeting and accounting procedures, and material economic and demographic data.

17. Participation in conferences with officers of the issuer and others where appropriate and preparation and review of certificates or letters of such persons verifying representations made in the Preliminary Official Statement and the Official Statement.

18. Rendering a supplemental opinion to the underwriters and the issuer to the effect that we have assisted in the preparation of the Preliminary Official Statement and the Official Statement (other than the financial and statistical data mentioned above and other customary exceptions) and that, although we have not undertaken to verify the same, no material misstatement or omission has come to our attention.

In order to perform the services referred to in items 17 and 18 in a timely and effective fashion we should also be engaged to participate actively in the preparation of the Preliminary Official Statement and the Official Statement as outlined in item 16 subject to appropriate variation in individual cases.

The additional services described in items 16 to 18 require substantial time and involve substantial responsibility. Arrangements should be made for these services well in advance. These additional services will necessitate significant additional fees, for which estimates will be given upon request.

State Securities Laws. Where offering literature should be filed by the issuer with a state agency pursuant to a State securities law (e.g., Mass. G.L. c.110A, s.403), the normal practice is for the financial advisor to make the filing on behalf of the issuer.

Opinions and Certifications. In performing our services as bond counsel, our client will be the municipality issuing the bonds or notes and we will represent its interests. We assume that other parties to the transaction will retain such counsel as they deem necessary and appropriate to represent their interests in the transaction. Our representation of the municipality issuing the bonds or notes does not alter our responsibility to render an objective opinion as bond counsel.

In rendering our opinions, we will rely upon the certified proceedings and other certifications of public officials and other persons furnished to us without undertaking to verify the same by independent investigation. Responsibility for the accuracy of certificates relating to an issue of bonds or notes rests with the signing officer or officers, who should carefully read all such certificates which they have not themselves prepared. The drafting by Locke Lord of forms for certification (such as but not limited to a general certificate, tax certificate, certificate as to official statement and continuing disclosure certificate) does not constitute a representation by Locke Lord to the signing officer or officers or others as to the accuracy of any factual matters or estimates set forth in the forms.

Our opinions will be executed and delivered in written form on the closing date when the related bonds or notes are exchanged for their purchase price and will be based on facts and law existing at that time. Following the delivery of our opinions, we will not undertake (unless separately engaged) to provide continuing advice to the client or any other party concerning (a) any actions necessary to assure that interest paid on the bonds or notes will continue to be excluded from gross income for federal income tax purposes or (b) any actions necessary to assure compliance with continuing disclosure obligations to SEC Rule 15c2-12. We would be happy to provide such advice from time to time upon request and we expect that an acceptable fee arrangement would be determined at that time.

Conclusion. We would be pleased to discuss any matter raised in this memorandum with any of our clients and to work out any variation which may be considered necessary or desirable for any particular financing.

**DEBT STATEMENT**  
**of the**  
**Town of Middleton, Massachusetts**

(A)	Equalized valuation under G.L. c.58, s. 10C as of January 1, 2020	\$	2,366,454,600
(B)	Debt limit (5%)	\$	118,322,730
	Total outstanding debt*	\$	11,977,772
	Debt authorized but not yet incurred, <u>including this issue</u>	\$	66,439,969
(C)	Gross debt	\$	78,417,741
(D)	Amount of outstanding debt which is outside the debt limit (itemized on the back of this sheet)	\$	10,082,772
(E)	Amount of authorized but not yet incurred debt which is outside the debt limit (itemized on the back of this sheet)	\$	84,969
(F)	Outstanding debt outside the debt limit plus authorized but not yet incurred debt outside the debt limit (D plus E)	\$	10,167,741
(G)	Net debt subject to the debt limit including this issue (C minus F)	\$	68,250,000
	Remaining borrowing capacity under debt limit (B minus G)	\$	50,072,730

I certify that the foregoing financial statement is true as of June 12, 2021.

\_\_\_\_\_  
Title:

\*MCWT subsidies are not reflected.

Requested in requirements letter dated June 18, 2021 .

Itemized list of the amount of the outstanding debt which is outside the debt limit, with reference to statute providing that such debt is outside the debt limit:

Dated Date	Purpose	Statute	
7/6/1984	Water Mains	Ch.44 s.8(5)	\$ 15,000
7/1/2004	Septic System Betterment	Ch.111 s. 127B 1/2	\$ 10,772
12/18/2007	Septic System Betterment	Ch.111 s. 127B 1/2	\$ 7,000
8/17/2012	School Construction	Ch. 70B	\$ 9,465,000
3/16/2017	School Project	Ch. 70B	\$ 585,000
(D) Total outstanding debt which is outside the debt limit (Enter on page 1 of form)			\$ <u>10,082,772</u>

Itemized list of the amount of authorized but not incurred debt which is outside the debt limit, with reference to statute providing that such debt is outside the debt limit:

Date of Authorization	Purpose	Statute	
5/15/1997	Septic Loan	Ch.29C	\$ 84,969
(E) Total authorized but not yet incurred debt which is outside the debt limit (Enter on page 1 of form)			\$ <u>84,969</u>

TOWN OF MIDDLETON, MASSACHUSETTS

6/12/2021  
#249993

Hilltop Securities

## **Correspondence and informational materials**

## Andrew Sheehan

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**From:** Jeffrey Garber <jeffreypgarber@gmail.com>  
**Sent:** Wednesday, June 23, 2021 9:26 AM  
**To:** Ilene Twiss  
**Cc:** Andrew Sheehan; Tanya Shallop  
**Subject:** Board of Assessors

Ilene,

Due to my being elected to the Select Board I hereby resign my position on the Board of Assessors effective today June 23, 2020. I notified Cassandra last week of my intention and asked her to discontinue the stipend for that position.

Jeff Garber