

**Board of Finance
Special Meeting Minutes
Tuesday, April 23, 2019
7:00pm Senior Center**

Present: Jeffrey Otto, Kenneth Dykstra, Heather Allen, Sandra Brodeur, Andrew Dionne, Kim Conroy, and April Lamothe; Recording Secretary

Also Present: Patricia Buell, Joseph Voccio, Rick Ives, Aaron Kerouac, and Lou Brodeur

- 1) Call to Order and determination of a quorum:** Jeff Otto called the meeting to order at 7:00pm and with four members present, a quorum was determined.
- 2) Hear and review a report of the Solar Panel Building Committee:** The Solar Panel Building Committee, Joseph Voccio, chairman, Kenneth Dykstra, Jules D'Agostino, Lou Brodeur, and May Lyons, interviewed two companies, PM Resources and Commercial Solar Works (CSW), for Project Manager last month and chose CSW. Joseph Voccio said that CSW has been working on the educational specs and meeting with the Department of Administrative Services (DAS) on good faith so far.
 - Jeffrey Otto asked about the scope of the project. Joseph Voccio said during a Board of Education presentation the Committee heard options of either leasing the roof and equipment or the Town owning the solar equipment. Zero-Emission Renewable Energy Credits (ZREC) is a tax credit for the owner of equipment and a fifteen-year revenue stream for owners of solar engird systems, in addition to the value of reduced utility bills. The Committee needs to submit their application to the Department of Administrative Services (DAS) by the end of April. Then the project would go to bid and the final project cost would have to be approved by the tax payers. Construction should begin around September/October and finished by spring 2020.
- 3) To review the Project Manager contract proposed to be executed by the Town and CSW, LLC:** Joseph Voccio said that the overall contract amount is \$77,775.00 (\$38,887.50 per project). There are five phases: Due Diligence and Development, RFP Administration, Design and Permitting, Construction Phase, and Project Closeout. Payment terms: \$7,775.00 upon engagement and \$12,150 for Phase 1. The Board of Education will pay the \$7,775.00.
 - Jeffrey Otto asked why the effective date of March 27, 2019 is on the contract. Joseph Voccio replied that CSW has been working in good faith since they were hired on March 27th.
 - Jeffrey Otto commented about the language of the Project Team; he is concerned about the Project Team being defined as the contractors and the Project Manager, excluding the Committee. He would prefer that the Committee or members of the Committee engage with the project. Joseph Voccio responded that CSW expects the Committee to be involved as the owners.
 - Jeffrey Otto voiced his concern about the Project Manager introducing the warrantee holders on the roofs and that Project Manager should be involved if there are any issues. Joseph Voccio said that the contract says that the work that is approved will not void the warranty of the roof.
 - Jeffrey Otto said that there is no mention of Project Manager coordinating construction activities with the school. Joseph Voccio said it was a given because CSW has already been

communicating with Patricia Buell and Tony Tusia. Also they have full authority to stop the job if it is interfering with the operation of the schools.

- Jeffrey Otto said that the contract details the services that the Project Manager will not provide, such as accounting, engineering, and other aspects of the project. He feels that Project Manager should be able to coordinate with any other service providers, instead of the Town being responsible in engaging the third-party service providers. Joseph Voccio replied that a project manager does not routinely sub-contract those disciplines out and the Town has its own legal and financial staff. The third-party service providers would be decided upon before they are needed. Discussion ensued. Rick Ives asked about accounting and who will be filing the paperwork with the State. Joseph Voccio said that CSW will file with DAS and accounting would be done by the Town. Patricia Buell said that DAS only allows the superintendent to file.
 - Jeffrey Otto mentioned that if this is brought to court, the contract says the Town does not have the right to a trial by jury and the court would be in New Haven County. Joseph Voccio said that not having a trial by jury is a minimal concession and a judge would decide the case. Discussion ensued.
 - Jeffrey Otto said that the contract states that any intellectual property developed during this agreement, it belongs to Project Manager. He feels that if the Project Manager develops the intellectual property by himself, it is his, but if it is developed collaboratively, it should not be the Project Managers. Joseph Voccio said that he doubts that there will be any intellectual property, but if it is developed, there will be a discussion about licensing.
- 4) **To approve the expenditure, for purposes of this project of up to \$20,000 to be appropriated from the Contingency Funds of the current town budget:** Jeffrey Otto said that by using this fund, it would not be able to be spent on anything else.
- Andrew Dionne asked since the Board of Education will be paying \$7,775, why is \$20,000.00 needed; Joseph Voccio said that the full \$20,000 is needed, \$12,150 is needed for the work. He did not ask for \$20,000, but if that is given, the remainder amount would be for a partial payment towards Phase 2. Andrew Dionne and Kenneth Dykstra prefer appropriating \$12,150. Discussion ensued.
 - Heather Allen made a motion to approve the expenditure, for purposes of this project of \$12,150 to be appropriated from the Contingency Funds of the current town budget. Andrew Dionne seconded the motion. No discussion. Motion passed 6-0.
- 5) **Public Comment:** None
- 6) **Adjourn:** Andrew Dionne made a motion to adjourn the meeting at 8:04pm. Kenneth Dykstra seconded the motion. No discussion. Motion passed.

Respectfully submitted,
April Lamothe
Recording Secretary