



Meeting Minutes for November 29, 2022, at 6:30 PM,

This meeting was held in person, in meeting room #3 at the Carver Town Hall

This meeting is being videotaped and rebroadcast by Area 58 TV.

Attendees: Sharon Clarke, Chairman; Savery Moore, Vice Chairman; Johanna Leighton, Member Patrick Meagher, Treasurer

Also in attendance: Tom Bott, Planning and Development; Christine Joy, Plympton MA Selectboard; Robert Delhome, Rte. 44 Development; Paul Kelly

Absent: Roger Noblett, Member

Meeting opened by Ms. Clarke at 6:34 PM

Discussion and possible vote(s):

- Rte. 44 Project update
 - Route 44 project update - Ms. Clarke – As I am sure many are aware; the Hillwood Company has terminated their agreement with Route 44. Route 44 is here to give us an update. I also have a statement from Hillwood that I will read into the record, which will be attached to these minutes. I was disheartened by this news in light of all of the work and hours put into this project.

Robert Delhome, Rte. 44 Development – I echo that sentiment of appreciation and gratitude for all of the hours and effort that has gone into this project. Mac laid out, very clearly, the logic behind the inability to move forward. As for us, going forward right now with current conditions, will have us taking a pause and wait until the 1st quarter of 2023. At that time, we will reevaluate how to go back to the marketplace. In the meantime, we are continuing to invest with helping to resolve some of the site conditions around engineering relative to electric and gas. We will also be looking for sources for funding and mechanism for other utilities, in addition to electric and gas, that are related to the water supply. Rather than sitting back, we are using this time to advance more engineering and work to clearly resolve some of the remaining site challenges. Those challenges are clearly less than what we had.

Ms. Clarke – Are you still working with the North Carver Water District? Mr. Delhome – First we need to restart our mechanical and electric engineering in order to really understand what the gas and electrical utilization will be. Based off of that, to continue to advance some of the utility planning. The electric is pretty far along at this point. Eversource is currently working on a design, work order and budget. Where there is an opportunity to advance the design in order to better understand what the utility needs are, that is really around gas. As it relates to funding, it will ultimately bring us back to the North Carver Water District, as well as the RDA. Right now, we are working with our consultant and advisor in terms of what programs might be available and what would be the best funding for us to pursue.

Mr. Meagher – This brings us back to an unknown. We had 1000's of hours put into this to get us to what we thought was a good place. One of the most disappointing things was that there were literally millions of dollars for public safety, infrastructure, etc., that also disappeared with the agreement. I would hope that in the future there is some dialogue/negotiation to try to resurrect that. That was very important to the Town and now it's gone. Mr. Delhome – I can certainly appreciate or at least recognize the disappointment relative to the level of effort put in. That being said, all of the work that has been done is meaningful/substantive work. That really outlines the expectations in terms of going forward. I don't feel it necessarily disappeared; I think it is still there. Mr. Meagher – I hope so; I hope all of it can come back. That was such a big part of it for so many of us. The benefits to the Town and its residents would derive from that would help along the continuation of whatever it was that is going to be there. I just ask that you keep that in mind. Mr. Delhome – Absolutely. What is happening in the marketplace and how Mac and Hillwood see it, we also think that we need to get through this time of year and the economic

climate, as described by Mac. This will then allow us to get into the freshness of a new year. That is the appropriate time to start thinking about how to reposition the site out in the marketplace. It's going to be a select group of developers that are best in class with a strong track record and a resume at least equal to Hillwood.

Ms. Clarke – When I spoke with Chief Weston, I said that all the work that has been done by Chief Weston, Chief Duphily and Chief Ryan, gives them a blueprint. At least the Town now has that blueprint so we don't have to reinvent the wheel. Mr. Meagher – It was a very professional and congenial participation with all parties. Ms. Leighton – Working with Mr. Smolak, toward the end, they prepared some changes to the MEPA. Maggie Smith said they were minor changes. Now that there is no contract, is all of this going to be gone and now back to your original plan which was really only selling the property? What does this look like for you when you go out for a client? Ms. Clarke – We only sent in the draft; I will contact Maggie. A lot of the changes were changes based on the bylaw changes. Ms. Leighton – We are back to square one. I have a question for Kathleen; where do we (the RDA) go now? We are back to selling land. Ms. Clarke – I think we are exactly where we were before Hillwood knocked on the door. Mr. Delhome – I think we are there, but with an enhanced position. We will take a look at the MEPA filings in terms of what it means. My recollection would be to characterize them as enhancements of the work that had been done previously. It is certainly worth each of us taking a look at those amendments. Mr. Moore – Do you think that we should contact Maggie Smith and let her know what has happened? Ms. Leighton – Can we add notifying Kathleen O'Donnell as well please? Ms. Clarke – Yes, we can do that.

Mr. Moore – I have one question, The Community Benefits Agreement that we received through Hillwood, was based primarily on the fact that Hillwood was going to buy the entire parcel. Now, Mr. Delhome just replied to Mr. Meagher that you are looking for companies that have the same credentials as Hillwood, even better. Is it still your plan to sell it as a single parcel? Mr. Delhome – That is the intent, yes. Mr. Moore – Breaking it up into smaller ones; you don't have those smaller buyers with the impetus to come back to the community. Mr. Delhome – This is a very complicated project. In our minds, not implementing the concepts and the plans that we have all worked so hard to achieve, would not be the appropriate way to go. The value is in the concept that has been actualize over the last 18 months. It is our view that something different than that isn't delivering on the opportunity that is there, given the complexity and scale of the site. To then try to break it into smaller parcels, it starts to look like a lot of other parcels that are out there in the marketplace with imbedded, more complex infrastructure challenges. Keeping it at its scale is what we believe is the right approach. Mr. Bott – Having an assemblage of hundreds of acres in the site, right off Route 44, doesn't come along very often. This is a plumb spot for someone who is looking for distribution. I don't think it's a hotel site or affordable housing site. It's flat, troubled dirt, near a highway. There are plenty of people out there looking for something like that. Mr. Delhome – We are in agreement with that view as well. The site has its complexities. The uniqueness of it is that in North Carver, there are 245 acres; we've gone through the MEPA process, the concept has been vetted and we have a blueprint on how to move forward. We are taking the longer view and will remain as committed as we were in terms of that process when identifying Hillwood, at the time, as a really capable partner. That same resiliency to take the longer view remains intact. The market conditions shifted on us; things are beginning to stabilize. We will continue to have that high bar in terms of targeting a redevelopment partner who has at least the equivalent of a firm like Hillwood.

Ms. Leighton – With Hillwood, they hired a company to create a plan. Are you going to pick up where they left off? By creating one big parcel? Mr. Delhome – Yes, that has to be part of the process going forward. It will continue to exist as a single parcel. Ms. Leighton – They did all of that work. Will you use the same company? Mr. Delhome – That is a good question. We don't want to reinvent the wheel; however, we are just getting settled in and understanding each of the project's components. Ms. Leighton – I would like to see that going forward. That company did wonderful work. Mr. Delhome – Even with the pause due to the market, we will continue to invest time, effort, resources and capital towards putting in place enhancements that we can implement. A lot of the many complicated questions that existed around the site; we spent a lot of time and energy over the years being able to answer them in a responsible manner and will continue to do that. Things that we can do to enhance the site for redevelopment, we will continue to do. We will be investing in continued environmental remediation through the capping program, which will start in weeks, not months. It makes good sense to continue to make that investment. We will continue to invest in site enhancements.

Ms. Leighton – On the site today, exists four parcels of concern to me. The Fire Chief, at some point, talked about a gate so that people would have to go around, not through.

We still need to address these parcels -

1. There is an abandoned home needs to be removed
2. We need to do something with the Melville home, which is just sitting there, unoccupied; I am sure people are entering the home, illegally.
3. Two additional homes that have people living in them.

Mr. Delhome – With site control, we will look into the homes that would've been demolished. In regard to the residents, I don't know what you are suggesting. Ms. Leighton – Will there be a gate? This is a loose end that needs to be looked at.

Mr. Moore – You had mentioned that you are working on natural gas; was that something that Hillwood was looking at? Mr. Delhome - They hadn't advanced it to the point of getting a plan, workorder and budget with Eversource. In order to do that, you have to specify equipment use to determine what gas supply they need. For gas, it is usually at the end of the line. Mr. Moore – Where is the nearest gas, right now? Mr. Delhome – I believe the leg of the old Montello or just west of the site. I can share the diagram with you.

Ms. Clarke – I just ask that you keep us informed and I will keep you posted on our meetings. We also need to discuss Hillwood's presence on our website? Mr. Moore – We need to talk with Paul. There is no need for the website right now; Hillwood's name needs to be scrubbed; the by-law changes are passed so they can be removed. Ms. Clarke – We should talk to Paul. Ms. Leighton – We should just turn off the link. Mr. Bott – Someone who knows how to do that should handle that. Mr. Moore – I think it should just be put on hiatus until we need it. Mr. Kelly – The hosting / domain listings renew each year. Mr. Moore – We can just put an "Under Construction" page. Ms. Clarke - Paul and Savery will work on this. Mr. Meagher – Stopping it doesn't mean destroying it, correct? Mr. Kelly – It will no longer appear on the website. Mr. Moore – We will still have all of the files; it just won't be accessible on the website.

- Eminent Domain Taking/Deed – Ms. Clarke – The check came in and I handed him a copy of the recorded deed for the 4,700 sq. ft. piece. The check was \$85 over and can be returned to Rte. 44 or placed in their account.

- 90 Forest Street, Accounting

Ms. Clarke – We are down to about \$135K that was put in the bank. Johanna distributed her accounting.

Ms. Leighton – The bottom line -

- We will give back to the Town \$105,893.09.
- We kept \$180K (\$5k for Jack Williams and The D&D Electric of \$175K). The check originally was made out to Town of Carver. I returned to D&D and had him make out a new check. Mr. Meagher – That check has been deposited.
- The \$37,944.71 is the back taxes owed at the time of the taking, which we paid.
- \$1,598 fee for Kathleen O'Donnell
- \$17,500 is the 10% for administrative fee.
- All the expenses incurred, beginning in 2015, are listed on the right-hand side. \$17,500 is the 10% for administrative fees. In total we had \$25,814.20.

We will write a check to the Town of Carver, in the amount of \$105,893.09 and make a presentation to the Town. I would like to present the check. Ms. Clarke – I will check on when the next Select Board Meeting is. Only two of us can be there. Mr. Meagher – Let me know when the date is so that I can have the check ready.

Ms. Leighton – I have been here since day one on this committee. For the last 13 years, we have sold properties and given money back to the Town, just the way I explained to you today. Ms. Leighton distributed a list of properties sold. We started in 2009. In total, we have given back to the Town of Carver, the amount of \$649,209.93! In addition, we paid every back tax that was there. I will address this when I meet with the Selectboard on this sale. Dan is moving along; he has cleared his land and will be doing a foundation. He thanks us all for staying close during this process.

Ms. Leighton - The TOPS (Town Owned Properties) Committee was started in 2009. Jack Franey was on this committee. At the time, he was also a Selectman and the Treasurer/Collector. He had Tax Titled properties that he had which he felt could put money in our treasury while at the same time do some good. If you have an auction, you have no control. What we did was to accept the properties through the Town; sold on a market value basis, just like Forest Street. The RDA can do all of that. Kathy Kay may have some properties. The other groups that were part of the TOPS committee were the Recreation Committee and the Sports Committee. They would all meet to discuss the properties and determine who was most deserving. We had to go through Town Meeting and write an article, etc. We haven't done something like that in a while as we have been busy with the URP. Ms. Clarke – We will have a lull now; we could look into it after the first of the year. There are some properties over in Crystal Lake that may be looked at for Affordable Housing. We don't have possession of the properties. We have to be careful about what we take on. Ms. Leighton – Crystal Lake is a very sought-after place now. The foreclosure business did a lot of good for that area. They are selling houses for \$280-\$300K now. Ms. Clarke – There is a difference between empty properties and trying to develop it into an affordable duplex. In Plymouth they have a very active RDA. They buy up foreclosed single-family homes and turn them into affordable housing. Ms. Leighton – They have a pot of money available; we don't have that. I know a hand full of investors; I am foreclosure auctioneer. I could come up with something. Ms. Clarke – We just need one and a little piece of land. Ms. Leighton – If we change the model, we could easily keep the money, you could easily start buying foreclosed properties. Ms. Clarke – So we would have to write an article to change the funding? Ms. Leighton – No, it's only given to the Town as that was the model, we (RDA)

created; it has nothing to do with the Selectboard. The Town just gave CPC money to Mr. Badger (affordable housing). He was given that house over on Green Street by the Town. With the CPC money, he is asking Habitat for Humanity to fix it up and then that money will come. That is a whole different model. The RDA could change our model.

- Wade Street

- Update on Conservation Commission Meeting on 11/16/22 –

Ms. Clarke – I appeared in front of the Conservation Commission on 11/16/22. They seemed interested. Mr. Moore – They would like to do a site walk next Tuesday at about 10 AM. I will confirm the time for this property and let you know. We were not able to vote on the acceptance of the property as it was on the agenda as a discussion only.

According to Mr. Flaherty it would need to be advertised as a public hearing. It is just a change of ownership so we wouldn't have to notify abutters. Ms. Clarke – Do we need to schedule the Public Hearing or will they just do it? Mr. Moore – I don't believe I have the agenda yet, I will talk to Mr. Flaherty and let everyone know.

- Proposal for surveys –

Ms. Clarke – We have a second proposal that is half the price. Mr. Moore – Part of the discussion when we have the public hearing is a discussion about what the term "acquisition" means. I am of the opinion that it means acquiring not necessarily purchasing. The Con Comm has a Conservation Acquisition Fund which pays for surveys and pays for purchasing properties. I would think that the survey expense on a property we want to acquire would be covered under that and could be used to reimburse the RDA. Ms. Clarke – I will reach out to Art on his proposal. Ms. Leighton – What about stone bounds? Ms. Clarke – That was part of the proposal. Ms. Leighton – But its' optional. Mr. Moore – We should do that. Ms. Leighton – I calculated that and it would be about \$1200. There should also be a benchmark. The original one is covered up with pavement. Mr. Bott – They are able to find that.

Ms. Leighton – On Wade Street, I would like to inquire to Kathy Kay to find out the amount of back taxes. There will be taxes that are owed on that property. Mr. Moore – The discussions that we had before were that all of the residents in that development paid an extra amount on their property taxes, each year, that was set aside to pay for properties that were set aside as recreation area. Ms. Leighton – No, because the timing of these conservation subdivision was way before that was being done. Mr. Moore – I believe Brian Abatiello said it did happen. Ms. Leighton – I will check on it. Ms. Leighton – We need to talk to John Woods about the encroachment. Ms. Clarke – We have to do the survey first; and we would discuss as a group. Mr. Moore – If the property is donated to the Conservation Commission, the encroachment is no longer an issue for the RDA. Ms. Clarke – First we need to determine if it is an encroachment and then we will discuss it further between the RDA and Con Comm.

Ms. Leighton – The expenses that we incurred (we acquired in early 2010).

- Kathleen worked on a P&S and a Deed at the expense of \$413.00.
- AD Makepeace – we reimbursed AD Makepeace in the amount of \$1,351.56 as we reneged on the P&S.
- Kathleen O'Donnell to clear us on the AD Makepeace issue - \$525.00
- Survey \$8200 plus stone bounds at \$1200.

\$11,689.56 is the total amount owed from the Acquisition Fund.

Mr. Moore – I do not believe the Acquisition Fund would include anything for the RDA acquisition of the property back in 2010. Ms. Clarke – Those legal fees are from the issue with Makepeace, so the first 3 items don't really have anything to do with this. The RDA incurs some expenses. Mr. Moore – Correct. The expenses for transferring the property to the Con Comm would be included but not anything prior.

Treasurers Report:

Mr. Meagher -

Account Balances, October 31, 2022

- ⇒ Checking \$ 2710.99
- ⇒ Money Market - \$153,856.25
- ⇒ Hillwood \$9204.89
- ⇒ URP \$3255 (an addition \$4000 just came in)

Ms. Leighton – That \$4000 needs to be held onto as it is for the eminent domain issue. I believe it needs to be in an interest-bearing account. Ms. Clarke – I will check on that.

Mr. Meagher – There is one check outstanding, in the amount of \$1800 and we have the addition \$8750 from DK Properties. Ms. Clarke – Where is the \$127K? Mr. Meagher – It is in the Money Market Account.

Topics not anticipated by the Chair, 48 hours in advance of the meeting:

Nothing tonight

Members Notes:

Nothing tonight

- Sharon Clarke –
- Savery Moore -
- Pat Meagher -
- Roger Noblett –
- Johanna Leighton -

Minutes:

Meeting - 8/18/22 and 11/1/22 -

*Motion to approve the minutes of 8/18/22, as written: Ms. Leighton
Second: Mr. Moore*

Discussion:

Approved: Unanimous (5-0)

*Motion to approve the minutes of 11/1/22, as amended: Mr. Moore
Second: Mr. Meagher*

Discussion: Mr. Moore – Sue MoQuin should be page 2 under wade street Page 3 3rd paragraph from the bottom Moquin

Approved: 3-0-1, Ms. Leighton

Next Meeting:

Next Meeting will be held on January 17, 2023 at 6:30 PM. Mr. Meagher will not be in attendance.

Adjournment:

*Motion to adjourn at 7:50 PM: Mr. Moore
Second: Ms. Leighton
Approved: Unanimous (4-0)*

Exhibit(s)

A: Letter from Hillwood

B: Wade Street Accounting

It's unfortunate and disappointing the project did not advance as originally intended. Several factors have hurt this prospective investment i) interest rate movement has increased the cost to finance, ii) relatedly, due to interest rate increases, capital markets have reduced the value investors and prospective buyers assign to the completed project, iii) construction prices have increased; iv) extraordinary site development costs associated with the project exceeded our preliminary estimates. We continue to see prospective tenant demand in the market and are planning to stay in touch with Rt-44 to jointly evaluate potential paths forward given the realities noted above. We value the relationships formed with the RDA and the Town of Carver, and we absolutely appreciate the significant amount of time invested by you, Savery and Chief Weston in particular. You all were able to provide tremendous support while keeping the interests of Carver first and foremost. This is a challenging site that won't appeal to everyone, but it is still a good site and one I hope you are able to use one day to the benefit of Carver with or without Hillwood.

STATEMENT from Hillwood read at RDA
meeting 11-29-22

RDA 0 Wade Street expenses

ConComm is reviewing the acceptance of 0 Wade St. ConComm acceptance can reimburse RDA for expenses

Address	Name		Project
0 Wade St.	Kathleen O'Donnell	5/5/2010	Legal Inv # 16, Ck # 1070
	AD Makepeace	3/12/2012	RDA reimbursed their expenses
	Kathleen O'Donnell	3/15/2012	Legal
Survey/Encroachment	Art Borden	11/17/2022	includes Mylar showing encroachment
Stone Bounds			\$150 x 8 = \$1,200
			\$413.00
			\$1,351.56
			\$525.00
			\$8,200.00
			\$1,200.00
			\$11,689.56