

**HUDSON, NH BOARD OF SELECTMEN**  
**Minutes for the August 12, 2008 Meeting**

1. **CALL TO ORDER** by Chairman Ben Nadeau at 7:00 in the Selectmen's Meeting Room at Town Hall.
2. **PLEDGE OF ALLEGIANCE** led by Selectman Jasper.
3. **ATTENDANCE**

**Selectmen:** Ben Nadeau, Rick Maddox, Ken Massey, Shawn Jasper and Roger Coutu

**Staff/Others:** Steve Malizia, Town Administrator; Gary Webster, Temp. Town Engineer; Lisa Nute, IT Director; Michael Bergeron, NH DRED; Mike Bolko, Entegris; Kevin Thatcher, Clough Harbor; Jamie Poliquin, Ottarnic Cooperative; Joe Cote, TEL; Gina Votour, HLN

4. **PUBLIC INPUT**

**Lisa Nute, IT Director,** said a remark made last Tuesday at the Selectmen's meeting prompted her to come forward tonight. Under Old Business, Selectman Maddox had stated that he was still waiting for wiring costs, and someone told her they thought it was directed at her, which was confirmed as such by Selectman Coutu, but she didn't think she had any open items. She went back to the June 10<sup>th</sup> minutes and it wasn't her understanding there was anything open for her. She wasn't trying to withhold information because she has nothing to hide. She asked for clarification of what it was the Board was looking for because the Board had voted 4-1 to cover the overages of copper. There was some discussion by Selectman Maddox about the percentage of overage that that represented. The Board indicated that the information would not make a difference and went on with the vote to transfer the funds, and the matter appeared closed. She put together a copy of the quotes from the vendor for this project and she had the list of payments that were made to the vendor regarding the project that represents a 11% increase. She also copied the quotation and authorization to proceed. As they were going through the project, there were some additional items she had to request. There was a state mandate and more lines had to go into the Town Clerk's Office, HCTV requested the TV upstairs, they took over a room in the back, etc. She asked if that was what the Board needed, which she would forward to them so she could move on. Since the time of the quote, the cost of copper has gone up 77%.

Selectman Maddox said he had some questions and had asked the Town Administrator the very next day, and four to five times after that, for the information that Ms. Nute has that the Board has not seen. He'd still like to see a copy of the contract, how the bid was put out. He questioned how the \$7,995 into rolls of copper that went up \$120 is 66 rolls of wire. He is having a tough time doing that extrapolation. Ms. Nute asked what the \$7,900 was. Selectman Maddox said that's the amount that was transferred for the overage--\$7,995. Ms. Nute said she requested \$5,000 and covered the rest from the lines she requested. The quote was two years out and things changed within that time, including the additional lines that were required by the state; they went on line with motor vehicles; a TV was requested outside the Town Clerk's Office; the room in the back was added for cable; and there weren't enough lines in the admin building. Within her managerial rights, she needs to shift money where she can, or cut some times to afford something else. She asked for only \$5,000, not the whole amount. She wasn't asking for additional labor, nor did her vendor charge her for that. She wanted to make clear to the Board that if there is a problem with this vendor, during the budget process, it was a budget item. During the budget meeting--which she was hoping to find in the minutes, but she didn't know where the Budget Committee minutes are stored because they are not on line—it was understood that this phone project would be done by the current phone vendor. This is not a new phone system, it's an upgrade. Otherwise, it would have cost more to replace every phone on the desks. They have to relocate the phone from the Fire Department where they have a minimum amount of users, to Town Hall, where it makes more sense. We are maxed out over here and don't have enough phone lines and this is all tied into one project, which is the reason there is phone equipment on the same quote. They are relocating to be able to upgrade the phone system. She needs CAT-6 cable in this building. She can't get by with CAT-5, which was last run. During the budget process, it was agreed that this does not need to go out to bid; it's an upgrade and the current phone vendor knows this building inside and out and the phone system inside and out and she's more than pleased with the service they have provided.

Selectman Maddox said he was doing his job as a Selectman asking questions. Now that she has that information, she will provide it to the Town Administrator, who will distribute it and they will look at it. He heard that she ran CAT-6 cable, which you can hire any number of people to do. He's looking at a \$40,000 contract that went over by \$8,000 or 20%. Ms. Nute said 11%. Selectman Maddox said he was looking to where the contract was signed, what it was for, how they were allowed to give them more money if they had signed a contract. He was just doing his job, as Selectman, asking where the tax dollars are being spent. Once she provides that information to the Town Administrator, the Board can look at it and take it from there.

Ms. Nute said Selectman Maddox was her liaison and there was no reason why he could not pick up the phone and ask her anything. If he came to her to ask her anything, she'd be glad to answer it. Selectman Maddox said he has several times. He ran it through the Selectmen's Office that he called and he stopped by twice. He just needs the information and, if she can provide that, he will follow through.

Selectman Jasper thought he was hearing two different things. Selectman Maddox keeps talking about "contract," and Ms. Nute talks about "vendor" and "quote." He asked if there was a signed contract to perform certain work, or did they just have a vendor like they do for many other projects where they do the work on an hourly basis. He asked how the job was accomplished, in terms of being billed. Ms. Nute said this phone system was put in years ago and they've been doing this project piecemeal. They did Highway first, several years ago. They then upgraded the Police phones and now they're working on Town Hall phones. Eventually, they are all going to be networked. They've been piecemealing this through the budget process, as they do each section. She's getting ready to do the final section and Town Hall. She has been working with the Library and they have been good about doing the same thing, compatible equipment, where she can network all of the systems together. Selectman Jasper believed the answer was there is no signed contract. Ms. Nute said that was correct. Selectman Jasper asked if they were billed on a hourly basis for the work that was performed by the vendor. Ms. Nute said the town was charged for labor but mainly for the cable they used. They knew they had quoted a certain figure, but things happen. Some lines in admin had been

overlooked, and the vendor put those in with no extra cost for labor. They had a difficult time in these old facilities to finally get through and all of that added extra length and more runs. Three technicians were here until 2:00 a.m. to get the Fire Department up and running as soon as possible. Technicians were running back and forth to their office to get equipment, but they charged her for only one tech. They are a good vendor and have been decent all through the years.

Selectman Jasper told Selectman Maddox he was not going to be seeing a signed contract. Selectman Maddox said obviously not, but he'd still like to see how they got a \$40,000 bill that went over by \$8,000. He wants to see how they got there—sole bidding to one place. He wants to see some paperwork that details how they got to that point. Selectman Jasper said he's heard most of that already—additional lines, increased cost of copper, etc. Ms. Nute said it would be more clear when they see the actual paperwork. It was \$20,000 to rewire Town Hall; \$23,250 to rewire Central Fire Station, which was the more difficult one when they got up there and that's when they ended up having to go from Point A to Point C before getting to Point B, which adds additional cable. This Board transferred \$5,000 for the overage.

**Michael Bergeron from the Department of Resources and Economic Development (DRED) for the State of NH** said he was a business recruiter, so his job is to go to other states to recruit businesses to come into New Hampshire. Tonight, he was representing Entegris, who is looking at Nashua, Hudson and northern Massachusetts. He hoped the Selectmen can come up with a creative way to work with the company. So far, the Board has been very helpful and business-friendly. If he had to boil down to three factors what businesses consider when they are looking to relocate to the state are 1) the lowest cost occupancy, so they look at the tax burdens and the cost of real estate. They often do an analysis and compare NH with other states, which include all kinds of factors. 2) Excellent, skilled labor. On average, this company recruits labor at about \$50,000. Even though they are a manufacturing company, they will be attracting skilled people. While a good portion of them will be relocating to the state, they will be hiring in the state and in most cases, the community in which they do locate, they do hire people, so there is a secondary benefit when you consider retail. 3) Businesses want to be someplace that is business-friendly and is reasonable in terms of their accommodation for regulations. If Selectmen are prompt and fairly quick at responding to questions, so the company has a sense of certainty that when they come into a community, they know there is a process that moves fairly swiftly. Entegris is an excellent company that would be great for New Hampshire and for Hudson. Any creative activity that the Board has at its disposal that doesn't give away taxpayer money, but provides them an opportunity to reduce their overall cost of occupancy in place that might be beneficial to all concerned is appreciated.

Selectman Coutu said if Entegris hasn't already gotten the message, they never will, that Hudson is waiting with open arms and they hoped that Hudson is their final choice. He believed the Board was willing to work with the company to make it as financial feasible for them to come into town, better than it would be in most other communities. If they did an analysis of the tax base in Hudson as compared to other municipalities within the state, they'll find that Hudson is a bargain for industry.

5. **CONSENT ITEMS**

*Motion by Selectman Coutu to approve Consent Items A, C & D, seconded by Selectman Massey, carried 5-0.*

A. **Assessing Items**

2006 & 2007 Abatement Application Settlement Agreement, Map 162/Lot 3

B. **Licenses & Permits**

Hawker & Peddler License for Brothers Grill at Sagamore Park from August 13 – November 30.

Selectman Coutu asked for an explanation on how this isn't going to open a Pandora's Box. Mr. Malizia said these gentlemen applied for this permit. They have a mobile cart and they have the appropriate food service licenses. It's not a permanent structure and will be moving around. Selectman Coutu asked if that meant just moving around Sagamore Park. Mr. Malizia said they would be staying in the vicinity of the Sagamore Park location. Selectman Massey said these people came to the Planning Board and they were reticent to just put this on the site plan, so they thought a Hawker and Peddler license was the way to go. This is only going to be until November 30 of this year so they can see if any issues arise. Selectman Coutu asked if at the Planning Board meeting, their interrogatories were satisfactorily addressed. Selectman Maddox said once these men explained what they wanted, the Planning Board determined it was not a matter for them, but for the Selectmen. This mobile trailer will be pulled in at 8:00 a.m. and will leave at 3:00 p.m. Every day, they will set up and tear down. It's basically tied to one facility, but people from the industrial park can stop, too. Selectman Massey said he was having a little difficulty with this one because two years ago, at the very minimum, they passed a policy that said a trailer could only be at a given spot no more than two hours. He referred to the hot dog cart and wondered how this differed from that.

Chairman Nadeau asked the two applicants to come forward to answer questions. Ed Canto and Brent Davis introduced themselves. Mr. Canto said this will be a small concession trailer that will be pulled by a van and it will never be unhooked. The intent is to tow it in and start selling hot dogs and sausages for breakfast and lunch at about 7:00 a.m. and will be out by 2:00 p.m. They will bounce around a little bit in the park. It's another alternative for the people who seem to make a mass exodus out of the park to go to lunch, creating a lot of traffic congestion on Lowell Road. They did some research and saw that happening. They have been in business about eight years, mostly in Nashua, which has been very successful. People love their products, so they thought Sagamore Park in Hudson would be a good place to go. They've gone door to door to the businesses in the park and they said it was long overdue. There were only positive remarks; they all thought it was a fantastic idea, so they decided to expand their present business and move into Sagamore Industrial Park during the Monday through Friday timeframe.

Selectman Coutu said he's new to the Board of Selectmen, but he was well aware that there was a major controversy two years ago, which dragged out for quite some time. A woman had applied to have a hot dog cart in town on Route 102 and the end result

was that it was never approved. Selectman Massey said it was approved, with stipulations that it couldn't be in one place for longer than two hours and not overnight. Selectman Coutu said if the town put that kind of stipulation on one person, they'd be hard-pressed to allow somebody else to come in with a whole different set of stipulations and could subject the town to a lawsuit.

Selectman Jasper said he's heard two things. The applicants said they were going to be moving around the park, but Selectman Maddox said they were going to be predominantly in one location. Mr. Canto said they wouldn't be in any one location for longer than two hours. Their original intent was to be in just one spot, Atrium Medical, who said they'd be more than glad to have them on their property, but that changed because there is such a large interest in having them in the park. It's much like the canteen trucks that go in and out every day. Selectman Jasper said this was different from the other application because this vehicle was going to be in an industrial park, where the other one was going to be on the side of the road and pull traffic in and out of a busy intersection. Mr. Canto said they also have the blessing of Chief Gendron, who said there was enough room in the park and he didn't see any issues with it. In fact, he said it would be a great idea.

Selectman Massey was glad to hear they are going to be moving around, but it raises a question. Before the Board approves the license, they should see a copy of the letter from the landowner or person who occupies the property, as indicated on the application. At the Planning Board, one owner spoke in support of having this, but if they are going to do this, they should follow the application. Mr. Malizia said there is a letter on file from Atrium Medical, but in the past, canteen drivers have never had to get permission from every owner they pull into. Selectman Jasper thought that was going too far. He thought that applied to things like the individual selling flowers for the Blushing Rose at True Value, where he's at one location and just stays there. Or Christmas tree sales. These gentlemen are going to be moving around and it's going to be incumbent on them to have permission to pull in. If a property owner doesn't want them there, they can simply ask them to leave. This is a mobile unit and they are asking for permission to sell around the park. They could be in dozens of sites. He didn't have any problem with this application, given that they aren't going to be staying at one site, but even if they were, since it's the industrial park, he wouldn't care because his only concern before was they were looking at a busy intersection and the person was looking to pull traffic in from the road, going back out again, which he considered to be a less than safe situation. If they were at Atrium Medical all day, he didn't think that would have an impact at all because they're not pulling people off of Lowell Road. This one was fine and he'd like to see them move on and not turn this into another on-going saga.

Selectman Coutu asked Brent if he met with Rhonda when she checked the cart. He said he wasn't physically there, but his business partner was and met with her. Selectman Coutu asked if they had product liability insurance. They said yes. Selectman Maddox agreed with Selectman Jasper, saying they have enough things to regulate. As a person who spends a lot of time eating off a lunch truck, it would be tough, logistically, to know who had given permission on any given day. They just don't have the manpower or the need for that. If people aren't going to buy the product, they won't stay long. This license is only good through November 30, so they should just see what happens—being the business-friendly community that they are.

Motion by Selectman Coutu to approve Consent Item B, seconded by Selectman Jasper, carried 5-0.

Selectman Massey said he didn't ever recall seeing any Hawker Peddler license requests for any of the food carts that come into town. They've only seen the one for the Blushing Rose. Mr. Malizia said he hasn't seen any, either, this year. He didn't know if business has died, or what. He hasn't done an audit of who may be driving around, but there are some on file for previous years.

**C. Acceptance of Minutes**

Minutes of the Board of Selectmen's Special Meeting of August 5, 2008

**D. Calendar**

08/13 7:00 Planning Board in CD Mtg. Rm.	08/20 7:00 Senior Council/Aging CD Mtg. Rm.
08/14 5:30 Sewer Utility in BOS Mtg. Rm.	08/21 7:30 Budget Committee in BOS Mtg. Rm.
08/18 6:30 School Board in BOS Mtg. Rm.	08/25 7:00 Green Team in CD Mtg. Rm.
08/18 5:00 Water Utility in CD Mtg. Rm.	08/25 7:00 Recycling Committee in BOS Mtg. Rm.
08/19 7:00 Cable Committee in BOS Mtg. Rm.	08/26 7:00 Board of Selectmen in BOS Mtg. Rm.
08/20 7:00 Library Trustees in BOS Mtg. Rm.	08/27 7:00 Planning Board in CD Mtg. Rm.

**6. OLD BUSINESS**

**A. Votes taken after Nonpublic Session on August 5, 2008**

Motion by Selectman Jasper, seconded by Selectman Coutu, to adjourn at 8:30 p.m. carried 4-1. Selectman Massey voted no.

**B. Sewer Allocation/Capacity for Entegris (deferred from August 5, 2008)**

Selectman Massey said Engineering put together the document that was before them. The pertinent pieces of information are the sewer allocation formula, instituted in 1987, so any company that acquire sewer capacity prior to that did not pay an access fee, and that includes HADCO, BAE, which was then Sanders, and the Telegraph. The Telegraph did do some work in 2000, but it did not increase the capacity. Some of the numbers seem odd, but when he checked with Engineering, these are the actual monies paid. The gallons per day capacity may not be as accurate, but the dollars that were paid are. Bottom line, the capacity they are talking about making available from HADCO was not paid for by HADCO. The town received no money for that capacity.

Motion by Selectman Massey that a fee of \$50,000 be assessed for the cost of 100,000 gallons of discharge to be paid prior to occupancy of the building, seconded by Selectman Coutu.

Selectman Massey said \$50,000 seemed like a reasonable number, in view of their last discussion. Any form of on-going rebate program for as long as they stayed would require bookkeeping on the town's part and, in the long run, that wouldn't be easy. When this is finished, he was going to recommend that the Board ask the Sewer Utility Committee to revisit the allocation formula. Selectman Coutu said he did let the Sewer Utility Committee know that Board was going to discuss that. He agreed with Selectman Massey that, in this case, they ought to initiate a one-time fee to get Entegris in the building, but he was willing to listen to any other arguments.

Selectman Jasper agreed with the concept, but not the dollar value because of 276 Lowell Road, who paid in excess of \$150,000 for 44,000. To then charge only \$50,000 for 100,000 isn't fair. He'd rather do the policy now and say they are going to follow the formula and that formula works up to 50,000 gallons above 50,000 gallons capacity. They recognize the other benefits to the town and there is no fee for capacity above 50,000 gallons. That treats everyone the same and would be a reasonable policy. That is not an unreasonable amount and probably puts them somewhere less than \$200,000 for their capacity.

Selectman Maddox said he was going to try to be pro-business to the businesses they already have. They paid good money and this is a finite resource. He disagreed with anything above 50,000 because now they will bring in companies that will eat up the capacity quickly. They are talking about 5% of the entire town's capacity for sewer. \$50,000 is a number he could not support, and probably couldn't support five times that number. The policy is what it is. He didn't have a problem revisiting the policy, but to simply say \$50,000 for 5% of the capacity—everybody would be coming in, asking for 100,000 gallons capacity so they could do whatever. He's having a real tough time going from \$1/2 million down to \$50,000.

Selectman Massey said they can't lose sight of the fact that the Sewer Utility policy says that the town can purchase back the gallonage for the price it paid. HADCO paid zero dollars to get 100,000 gallons. He was not wedded to \$50,000 but he didn't see how the town could charge someone \$500,000 for something they never received \$500,000 for. Selectman Jasper said HADCO has a capacity of 800 GPD. Selectman Massey said HADCO hasn't been in business. The town collected no money from HADCO, so they can't buy back the allocation. However, it's not fair to companies who came to town after 1987 for them not to charge some money. They are not switching money from HADCO to Entegris. If they think \$50,000 is the wrong number, he's not wedded to that amount, but \$500,000 was not the right number, either.

Selectman Maddox said they are not buying back something because they didn't pay for it. They are charging a fee that's been in place for over 20 years, based on the gallons per day flow, so it's not like they're getting something in. There's a finite number. That fee was established to be able to provide monies for upgrades to whatever was put in place, and it's been in place for 20 years. Just because HADCO didn't pay it doesn't mean they can give it away for the same price. He didn't see the correlation between what HADCO paid. Selectman Massey said they're not talking about taking new, available discharge and providing it for a fee. They are talking about taking an existing allocation that's included in the current used capacity, transferring that used capacity from one company to another company. The first company paid zero dollars for that capacity. They are just transferring that capacity, which they've already agreed to do, to Entegris. Since they charged the first company zero dollars for that capacity, they shouldn't be charging this company to transfer that capacity what the allocation formula says they should.

Selectman Jasper said he came at it slightly different than that. If they realized that HADCO didn't pay for this, they should look at what HADCO is using—about 1,100 a day—and say they had an allocation of 120,000 and say to them they don't need 100,000 and are taking it back, that gives the town 84,000 or 87,000 that they already had available. They now would have 187,000 to sell when people come looking for flow. Are they going to sell half of that for \$50,000 and then say everyone else is going to pay a different price? He didn't think many people would come in looking for 100,000 gallons of flow; this is his first time in 14 years on the Board that this subject has come up. He didn't think it'd be an every day occurrence, but \$500,000 is totally ridiculous. They have to look at fairness. There is a company in town who paid for 44,550 gallons, based on the formula. If they are going to be reasonable, they'd got to pay at least that much, and probably more, or they will get in a situation where everyone is knocking on their doors, asking why they are playing favorites with this company. They need to have a formula, such as the one he suggested—50,000 and after that, it could be at 25%. It needs to be a policy they can live with. He didn't want to keep these people on the hook, not knowing forever, but that's where he'd like to go. Full freight for the first 50,000 and then at some percentage after that. There is no magic formula. It's not costing them anything. They are going to pay for the flow. This money is just going in for upgrades down the road and, as they already know, they literally have millions in the bank for those upgrades and future capacity.

Selectman Maddox said on Page 2, there is a 1998 capacity increase and a 2000 capacity increase of almost 10,000; they paid \$91,000 for that. Selectman Massey said the gallonages on those are wrong, according to the Engineering Department, but the dollars are correct. Selectman Maddox asked if they were higher or lower. Selectman Massey said they couldn't tell; this was the best gallon figure they could come up with. Selectman Maddox said he couldn't vote for the motion because it was undefendable. They can't tell everyone else that comes in or that has already come in that this company is special. He thought last week's motion that he made was that they pay 50% up front and the balance over a number of years. They can work out that percentage, but that, at least, is defensible. They pay for the 50,000 at the full rate and then pro-rate, much like Selectman Jasper said. He can't see the motion on the floor right now as defensible to the current customers.

Chairman Nadeau agreed. Upgrades will need to be done to the sewer system. Yes, they have the money, but they only have so much capacity, so if they need to buy more, they will have the money. He can't support the motion the way it is, but unless they come up with a defensible number, he can't support this, either. Selectman Massey said none of the money in the capital reserve fund can be used to purchase additional capacity from Nashua. It can only be used for upgrades or for extending the system. They own 12.58% and that's the town's 2,000,000 gallons. Currently, they have an unallocated amount of about 84,000 of that.

Amendment by Selectman Jasper, seconded by Selectman Maddox, to change the policy, sewer allocation fees, that the current fees apply to the first 50,000 gallons purchased, and that any capacity purchased over 50,000 gallons be at 25% of the first 50,000 gallon rate.

Selectman Jasper said they all said that \$500,000 is a very high number. There are very few users in the system, and nobody is currently using over 50,000 gallons a day. One company is looking to come in. They need to recognize the bills will be extremely high on a quarterly basis and monthly basis for both water and sewer discharge and that this is not a usual situation. They may never see another one again. It's the Board's desire to be business friendly and recognize the situation, but to also be fair to all other people that may come in with a similar situation. This isn't unfair to anyone.

Selectman Maddox said in theory, he likes it, but would still have a tough time defending it if that is going to be the policy from now on. First off, they've jumped over the Sewer Utility Committee. Secondly, if XYZ Corp. comes in and wants 100,000 gallons for whatever purpose, and it may not have good paying jobs, or it may not have a lot of them, then this is the policy. They need to spend more time on the policy instead of trying to negotiate on television in a hurry. Government isn't fast. He didn't disagree with the end result, but how they got there seems a little quick for them. Selectman Jasper said policies can be revisited. If they were to later revise it and decide 25% wasn't right and decide to go to 50%, at this point, no one would be harmed and one company would benefit, adding that Selectman Maddox was the one who brought this forward last week, and wanted the Board to get something going so this company could come in. This amendment is a suggestion on how to get there. Yes, they are jumping over the Sewer Utility Committee, but that's the Board's prerogative because that committee is the Board's creation. Maybe in the long term, 25% isn't right, but they are trying to do something for this one company at this time. Does it hold everyone who is currently in the system who has paid fees harmless? Yes, it does. Maybe, this one time, someone is going to get more of a break than somebody else might in the future, but policies can be changed by this Board at any meeting.

Selectman Massey said if the word policy had not been in that motion, he might have been persuaded to vote for it, but the Sewer Utility Committee has proven to be an extremely valuable aid to the Board of Selectmen over the years and he didn't want to establish a de facto policy that they are then forced to defend, so he will vote against the amendment.

Selectman Maddox said he was going to muddy the waters even more and made the following amendment to the amendment: "Everything that Selectman Jasper's amendment states, except the amount is 50% and, if after reviewed by the Sewer Utility Committee and approval of the Board of Selectmen, that it reduces down to any amount they will pay the lower amount." He said that was \$125,000 off the full freight. Chairman Nadeau asked for a second, but there wasn't any, so the motion failed.

Selectman Jasper understood where Selectman Massey was coming from on the policy and the committee. He's willing to send it to the committee with the Board's recommendation, but everybody has been telling him that they need to get this done and he didn't think they wanted to wait until September. He's not comfortable doing it as a one time thing for one company. When they do things of this magnitude, it needs to be by policy. They need to explain to the Sewer Utility that they can reassess the situation and they can make recommendations to the Board for a future policy change. If this is a time-sensitive matter and they want to get this company in here, then this is what they need to do. Maybe his number isn't right, but they need to do something by policy. It's bad policy to make exceptions to policies for specific businesses.

Selectman Coutu said he agreed in theory with Selectman Jasper's proposal. Bottom line, what is it going to cost Entegris? Selectman Jasper said he didn't know what the rate is. Mr. Malizia thought it was \$5.16 per gallon, so half of that is \$2.58 and another quarter of that is about \$.63. (Talking over each other re. calculations.) Selectman Jasper said it was about \$322,000, give or take, which would be about \$175,000 off of what they would have paid.

Vote on the amendment (to change the policy, sewer allocation fees, that the current fees apply to the first 50,000 gallons purchased, and that any capacity purchased over 50,000 gallons be at 25% of the first 50,000 gallon rate).

Chairman Nadeau said it was a 2-2 tie, with no abstentions. Selectman Maddox said that's why he picked that half-way, to go back to them. They might still end up at this final number. They were putting it up a little higher to say they gave some... they are starting at the bottom and trying to wiggle up. It's a lot easier to give a rebate than to ask... that's not going to happen.

Selectman Coutu asked for a roll call vote. Selectmen Coutu, Jasper and Nadeau voted in the affirmative; Selectmen Maddox and Massey voted in opposition. Chairman Nadeau declared that the amendment passed.

Vote on the main motion, i.e., the amendment, carried 3-2. Selectmen Massey and Maddox voted in opposition.

**7. NEW BUSINESS**

**A. Contract Amendment for the Ottarnic Pond Cooperative Sewer and Water Improvements Project**

Town Administrator Steve Malizia said they were going great guns on this project, but because there is DES money involved, there is a requirement for constant inspection of the project itself. The proposal before the Board tonight was as the request of the Ottarnic Pond Cooperative, for a net amount of \$56,115.43 for inspections of the sewer project.

Selectman Jasper asked how this would be paid for, how the money would be recouped. Temporary Engineer Gary Webster said his understanding was 20% was covered by DES. Right now, the sewer is about 80% complete, so he thought the number was

high. They've only got about three to four weeks where they'd need full-time service. He believed the money would be coming from the Sewer Utility. Mr. Malizia said the Sewer Utility is basically fronting the money that will be paid by the Cooperative, along with grants to offset that money. From the Big Picture perspective, it's the Co-op, offset by grants, that pays for it. This is a requirement that has come up because DES money is involved—full-time inspection when there is a sewer project. He's not sure why that wasn't factored in at the beginning, but it is before them now. The concern by the Cooperative is that if the inspections are not performed, certified and signed off, the DES funding—the grant money—will be in jeopardy.

Selectman Maddox said the word that comes to mind is accountability. It was fascinating that with this project that has been on-going for two years, somebody just figured out that they have to have on-site inspections. Mr. Webster told them he is there regularly, but the person who is supposed to be there every day isn't. The money they already have in the project to cover inspections should cover the inspections for the last few weeks. He asked the person from Clough Harbor to explain that scenario.

Kevin Thatcher from Clough Harbor said the contract for the design dates back to '07. At that time, Marty Risley, also of Clough Harbor, did bring it up with Tom Sommers, who was the Engineer at the time, that because this was a DES project, an inspection would be required. Mr. Sommers told Mr. Risley that the town would be able to handle inspections. Now that they are in construction, the town doesn't have the capability to do that, so that is the reason why this proposal is before them tonight. Relative to the number before them, \$56,115.43, it is a high end estimate, but it is lower, based on a negotiation with the state in that CHA is providing inspection on a basis of two or three days a week, as needed, as work is progressing, as opposed to being there every hour that work is progressing. It also represents an estimate, based on the total allowable contract time for substantial completion of the project, which is 100 plus days. But as Gary mentioned, they have completed a large percentage of the project and are looking to be well ahead of schedule. Since this is on an hourly basis, if they finish before the contractual time obligation, then that's a reduction off of that number. The proposal tonight also takes \$12,500 out of the agreement with CHA from January 2007, which was allocated for construction administration—approving shop drawings, assisting with the bid process, etc. By removing it from that contract, where it was not available for state grant reimbursement and placing it with this, it is now available for state grant reimbursement, so 20% of those dollars, which were being paid 100% by the town, now will be paid 80%, so that's another potential savings or cost reductions.

Selectman Maddox said but it's four times as much, so 20% of four times as much isn't a good deal. The proposal states 65 working days. Based on what Mr. Webster said, that could be 30 days. Mr. Thatcher said that seems reasonable, based on what he's seen to this point. Selectman Maddox asked why they don't just approve half of that amount. Mr. Thatcher said they have only one shot at the state, so if they approve this at a lower number and for whatever reason it does take closer to the 65 days, then that difference is not available for inclusion in the grant.

Selectman Jasper said he was confused because the memo states there is backup that relates to the \$56,000 and he can't find it. Selectman Massey explained that it was the net amount of two amendments. (Calculations continued, with Selectman Jasper stating that it was as clear as mud.) Selectman Massey said there are two contracts—one for the design of the project and one for the construction. When the Board approved the contract, 50% was going to be paid by the Sewer Utility and then reimbursed by the Cooperative. 30% was going to be paid through a CDBG and 20% from DES. He asked if the CHA portion of the project was included in all of that. Mr. Webster said yes. Selectman Massey asked, if the Board approved this tonight, the state would reimburse 20% of that. Mr. Webster said that was correct. Selectman Massey asked if the Sewer Utility would be paying \$45,000 which would then go to the 50% piece they were talking about. Mr. Webster said yes, that would be part of the promissory note. Selectman Massey asked, if the project only has an estimated three weeks left, conceivably they've already spent some of the inspection money. Mr. Thatcher said that was correct, \$8,000 - \$10,000. Selectman Massey asked what would happen if they were to change the contract to read, "not to exceed," and they would see invoices to substantiate the difference. (Talking back and forth.) Selectman Jasper said "not to exceed" is usually based on an hourly contract, and he can't find that in the contract. Selectman Maddox said it says the resident inspector was getting \$20.83 for 524 hours, 10<sup>th</sup> page in. Selectman Jasper said the amendment was only six pages in. Page 5 of 6 is where Larry Fairchild signed the amendment, so why would he look beyond the signature page for the amendment? Discussion continued.

Selectman Coutu asked if there was any oversight by the town to verify the amount of hours are being provided. Mr. Webster said he is out there every day and he's seen the inspector out there a few times. If he keeps the once or twice a week schedule, they will be way below the estimated amount. Selectman Coutu asked who, at Clough, was monitoring the inspector to ascertain how many hours he is putting in. Mr. Thatcher said that would be Marty Risley.

Selectman Maddox said the hourly rate of \$20.83 is then multiplied by 1.73 for their indirect cost, plus a mileage charge, so that person is probably costing \$36 an hour. Mr. Webster said the inspector was \$64 an hour, plus travel from Keene or VT to come down here. Selectman Massey said even if he takes \$100 an hour, 100 hours is \$10,000. That would mean 500 additional hours. Is that what they are talking about? The way they would measure the not to exceed is how many hours are going to be charged to this project. The invoices that come in should be based on the number of hours this inspector is working, and if he only works 200 hours, then it's going to be 200 times whatever that factor is.

Selectman Jasper said the hourly rate is on page 2 of 2, but this is a pretty poor way to do business. They all know it's part of the record, but this should have been page 7 or 8 or something. To have an amendment which stops at page 6, after the signature page, and then have new numbered pages that are also part of the amendment, how does anybody ever figure that out later in life, five years down the road? It's a poor way to do an amendment. Selectman Coutu said on page 2 of 2 of the cost analysis of this contract, the language on the top says, "The estimate is based on providing part-time observation of the contractor's work over the construction period. If additional time is required above the estimated provided, an additional fee will be required. For

estimating purposes, it is assumed that two or three days per week will be required for 20 weeks.” That means they left the door open for them to come back and ask for more money. Even though it says “not to exceed,” the amendment states they could charge the town even more because it’s possible they could require more time. How much time is this guy going to be there? The next ten years? Mr. Thatcher said it’s based on 65 working days. Selectman Coutu asked again who was monitoring it. Selectman Massey said the town, in theory. Mr. Webster said he is there every day and leaves when the inspector shows up. Selectman Jasper said this is bureaucracy at its worst. Everybody has to pay more money which no one has. What a bunch of garbage.

Motion by Selectman Maddox, seconded by Selectman Jasper, to approve the amendment via the addendum, the \$56,115.43, not to exceed; and effective August 13, 2008, Clough Harbor’s representative must get a signature from a town staff employee for that days’ work. Otherwise, they have no way of knowing.

Selectman Maddox said they have to approve this; they have to get the contract done, but he’s not giving anyone a blank check, which is what it sounds like they are signing. He wants to protect the town. If they do not have a signature from either the Civil Engineer or the Community Development Department, Building Inspector, that says that man was here from this time to this time, the town will not pay those invoices. Fair enough? Good answer. Thank you.

Vote: Motion carried 5-0.

Selectman Massey said not to lose sight of the fact that this a critical project. There were 31 failed septic systems. Selectman Maddox said that’s why he made the motion he didn’t like making. Selectman Massey said this action will significantly help that neighborhood. Mr. Webster said they are way ahead of schedule. They just did the water tap today. All the sewer mains are done and they are going to start the building next week. It’s a matter of putting in the pumps and the sewer connections. Hopefully, it will end up being a lot less than what was proposed.

**B. Public Hearing/Acceptance of a \$5,000 Donation by BAE Systems to the Fire Department for Thermal Imaging Camera**

Fire Chief Shawn Murray asked the Board to accept the \$5,000 grant from BAE, as part of their community grant program, to put towards the purchase of a third thermal imaging camera, which will be located at the Robinson Road station. There is an established thermal imaging camera account. In 2003, the department purchased two such cameras, which has been a highly successful technological device in locating downed victims in buildings.

Chairman Nadeau opened the Public Hearing at 8:30 p.m. and asked if anyone in the audience wished to speak on this. There being no one, he closed the hearing.

Motion by Selectman Jasper, seconded by Selectman Coutu, to accept the \$5,000 donation from BAE and put it in the thermal imaging account, with the Board’s thanks, carried 5-0.

**C. 9/11 Observance**

Town Administrator Steve Malizia said this item was on the agenda at the request of Selectman Massey. The town has held an observance ever since that fateful day, and it’s getting to be that time again. This year, 9/11 is on a Thursday, unlike last year, when it coincided with the Selectmen’s meeting.

Selectman Jasper said at some point, it’s appropriate to stop doing this. They don’t have observances for Pearl Harbor Day or a lot of other tragic events, and this observance isn’t terribly well attended. His personal opinion is that it isn’t serving a very productive purpose any longer.

Selectman Massey said they still do observe December 7, which is coordinated by the American Legion or VFW. Nine-11 was an event that seared the national soul and they can never forget what happened that day. It’s critical that they continue to observe this day because they need to continue to remember that freedom is not free. The price paid for not paying attention is unacceptable. He believes it is important to continue with the observance, even if the Selectmen are the only people that show up.

Selectman Maddox said he agreed with Selectman Jasper, in 27 years, most likely. They don’t remember the Maine any more; they don’t remember the Alamo, unless you’re in Texas, but this is something that is only seven years old and Americans have a very short attention span. The five Selectmen represent the citizens of Hudson and even if it’s only the five of them, that’s what it should be. In time, at some point, there will be some other item, but at this point, it’s their duty to be there.

Motion by Selectman Massey that the Board of Selectmen hold a Nine-eleven on Thursday, September 11 at 6:30 p.m. at Library Park, seconded by Selectman Coutu, carried 5-0.

Selectman Jasper said if they are going to have an observance, they need to plan it. He asked what they were going to do. Selectman Maddox said it was on the second page of the memo. Mr. Malizia said the proposed program was similar to what has been held in past years. Selectman Jasper asked if they were going to approve the draft program. Chairman Nadeau said they did. Selectman Maddox said it’s worth attending just to hear Sgt. Dyac sing. Selectman Massey said and to hear the bugles from the American Legion.

8. **OTHER BUSINESS/REMARKS BY THE SELECTMEN**

**Selectman Jasper** said someone spoke to him yesterday, who was asked by several people to speak to Selectman Jasper, indicating that they had gone to Community Development for a permit and were told what they needed to do, and they did, and when they came back, they were told they needed to do something else in addition. Apparently, this happened more than once that people aren't given all of the information needed in order to complete whatever task they wanted to do. The suggestion was a brochure or something that would explain the different steps for the different types of permits. Unfortunately, when he asked for specifics he was just told this happens by a number of different people. He didn't know what the particulars were, but if this is happening, there should be a procedure where people are given all of the information and know what is required to get to the final approval. If this is happening, he encouraged people to call any member of the Board and explain exactly what happened because it is impossible to deal with a situation when there are no specifics. If people don't step forward and explain when, what and where, the Board can't help them. Otherwise, they'll be doing what he is doing tonight and nothing will happen as a result of that. People need to come forward with specifics.

Selectman Maddox said there is a meeting on Thursday to continue on with that committee that is trying to document what needs to be done so that at some point, that will be on the web site and there will be clear direction as to what should be done. They did hear that when they met with the Planning Board. It is something that is ongoing and something they all know needs to be done.

Selectman Coutu said most of the people who are faithful viewers of the Selectmen's meetings are aware of the fact that the Selectmen are on the web site, including each of their e-mail addresses. Anything that is sent to him would be held in confidence. That's the first fear people have, that their name is going to be bandied about if they complain. If people have a complaint, they should let the Board members or a Board member know what the specifics are so they can look into it.

➤ Maybe it will be on the next agenda, but department heads will be doing their budget preparations soon and they normally do parameter-setting beforehand. Mr. Malizia said he was going to bring forth an item for the Board to discuss at the next meeting.

**Selectman Coutu** said he'd like the Town Administrator to contact the attorney to render a clearly written opinion on whether or not a member of the Board of Selectmen, attending a meeting of any committee, whether he is a member or not, can attend an attorney client conference. Mr. Malizia asked if he meant that if a Selectman attended a meeting of another body of the town, whether it is an elected or an appointed board, and if that body holds an attorney client session, if that Selectman is allowed to attend that attorney client session.

Selectman Jasper said the question has been asked in the past and his recollection is if it's another elected body, the Selectman can be asked to leave. If it is an appointed Board, the Board of Selectmen, in essence, is the client and they do have the ability to stay. Selectman Coutu said that's what it was, an appointed board. Selectman Jasper said he believed that was the answer they'd get, but it never hurts to ask.

Selectman Maddox said he could answer that and save Steve a step; he did call the attorneys the next day and the attorney said, in hindsight, Selectman Coutu would have been allowed to stay. As an appointed board, a Selectman is the client, so he or she can sit there. He didn't ask about nonpublic session, however; only about attorney client sessions. Maybe that's something that should be cleared up, too. No one has ever kicked him out, probably because he's such a charming human being. Selectman Coutu said he was kicked out, and that was before he cut his hair, so he'd like that information for himself, for the Board and for future boards.

➤ During a Recreation Committee meeting, the Stop & Shop field came up, and he'd like to see this come to a resolution. He'd like to see the ball field built and didn't think the state was going to do anything with that land—and he'd like this to be on the next agenda. Selectman Jasper said as much as he has tried, he didn't think they were going to get an answer any different than what they've already gotten, which is no. The Governor's staff hasn't done anything in that area. He hasn't followed up recently because of the letter from the state saying no. He can do that one last time, but didn't think the answer would be any different. At this point, they need to give the money back because the state has just been unreasonable. One Commissioner went back on another Commissioner's word and the Governor has apparently declined to get involved and to hold the state to its word. Selectman Coutu said he wanted them to know that he has been in contact with the Governor's Office and they are going to be calling him tomorrow and the Board may see the Governor sitting at the guest table. Chairman Nadeau said not to hold his breath. Selectman Coutu said he wouldn't, but he wanted to see if they were going to continue with violating the trust that was placed in them or if they will keep their word. The Governor is in the midst of a campaign, but he may make time to come to Hudson and they can talk a little more about Benson's and Stop & Shop. Mr. Malizia asked if it should or should not be an item for the next agenda. Selectman Coutu said to wait and see what happens with the Governor's Office. He will know by Thursday.

➤ The Recreation Department wanted to know if they could meet with the Board at a workshop because a presentation was made to them by two individuals purported to represent a lot of people and it had to do with the property at Robinson Pond. They have a vision for a large facility, which they are willing to begin construction on and build fields and pay for it themselves. He'd like the Selectmen to hear that presentation, which was well done and well received by the Recreation Committee. Selectman Maddox said it sounds like a great workshop item. Selectman Jasper said it'd have to be in September, if it's going to be in the budget. Mr. Malizia said budgets are coming up, but the schedule is flexible. Selectman Maddox said it probably wouldn't get in the budget this year; it's a big picture plan. Selectman Jasper said there may be components that would be for the budget. The consensus was to schedule this for the September 2<sup>nd</sup> workshop. Selectman Coutu said he would contact them to see if that date would work.

➤ He thanked the people who came to Old Home Days and participated. He publicly thanked Selectman Jasper who, in absentia, dunked Selectman Coutu in the tank. Selectman Jasper was in Chicago at the time, so it was a hell of a throw. He gave Selectman Maddox some money to take some shots at Selectman Coutu, and he succeeded in dunking him in the tank. They were able to raise the money they wanted to, so he had to have his head shaved. He didn't have the figures, but felt it was in excess of \$600 for that hour. He thanked all of the other people who participated in the dunk tank. If those four class officers were any indication of the product that is being turned out at

Alvirne High School, and what's in store for the community and the world, things are looking up. He was very, very impressed. What also impressed him was the former class president, Mike Maglio, showed up and did the dunk tank to help these kids raise some money. He didn't know if he'd do it again, but it was a lot of fun—and he's a lot uglier without hair than he is with hair.

**Selectman Maddox** said as election draws near, it is imperative upon the Board to stop having to answer questions about Benson's that they don't have any control over. They want to do something, but just can't get anywhere. If Selectman Coutu can do something, great! But the Board should invite the Governor to a meeting in the very near future, such as the second meeting in September, for a 6:00 walk-thru with the Board to take a look at Benson's and to see the condition of the buildings, which the state has allowed to deteriorate, and the town is now expected to do something with them. The Governor needs to see first-hand what those buildings look like and then be here for the 7:00 meeting to tell the citizens of Hudson why this isn't done. He must have had 25 questions from people at Old Home Days about what's going on with Benson's—and 24 of them were from Esther! It's nothing the Board can control. Selectman Jasper has kept trying to push this elephant up hill, but it's not going anywhere. He thinks a formal letter from the Board of Selectmen, inviting the Governor. They need to hear a straightforward answer from the Governor. He needs to sit in front of the Selectmen and tell them why, after seven years of going around in circles, this isn't done. This is a no-brainer. To go out to reevaluate this and keep the same easements over the property makes it no more valuable; it's just a waste of state money, for what? To hope the town will go away? No, they are persistent. He hoped the Board supported sending a letter or if someone could get him to come in, this needs to be answered once and for all. This is an election year, and maybe that's what it takes.

Mr. Malizia asked if the direction was to send a letter to the Governor, inviting him to a meeting if Selectman Coutu does not hear back from him tomorrow. The consensus was in favor of Selectman Maddox's request. Chairman Nadeau asked if the Executive Councilor should be asked at the same time. The response was in favor of that, too.

Selectman Massey said he was asked what the status of Benson's was this week and he made it very clear that the Board of Selectmen voted to send to the state a contract with the language the state has asked them to put in there. The town said they would accept it, and has been met with overwhelming silence. They sent the contract to the state over a month ago, via the attorney. The citizens of Hudson should understand, from Day One, it has not been the town that has procrastinated and lollygagging; it has been the state. In many cases, they've gone almost a year without the state responding to a single letter on one of the original draft contracts. It's not for lack of the town trying this hasn't happened; it's the state.

➤ Selectman Maddox said he's thankful he's finally going to get some answers on the wire. He didn't think there was anything wrong, but as a Selectman, he was elected to represent the citizens of Hudson, the taxpayers, and maybe he asks more questions than others. He just wanted some answers. Obviously, there is a packet put together. He'll look at that and see where he goes. He's just always looking to see if there's a reason why they spend money unnecessarily, much like the Clough Harbor thing. They were trapped. They had nowhere to go with that. There just seems to be a lot of that. There seems to be a lack of accountability in government. He understands that the five of them run it part-time at night. All those things he heard, but he's going to keep asking questions because the five of them are accountable. They put their name on the ballot and, hopefully, enough people fill in the oval to bring them back because they've done a good job. That accountability needs to travel all the way down. They need to look at that, as they keep moving forward.

➤ Finally, on a happy note, the things they do to get elected. He's not shaving his head, but the involvement—even Selectman Jasper, taking \$3 out of his wallet to dunk Roger—they all try to be involved. They all try. It's amazing the commitment people make to the community. The amount of man hours that must have gone into the preparation for Old Home Days, to have that as a function every year, to do all that, to bring in the people of Hudson. He saw fewer people than in past years, but there was still a good crowd the days he was there. There was a lot of good-natured ribbing. Some people were yelling to people, dying to have them come over and hit him with a ball. They have a great community and whether or not they agree on everything, the citizens of Hudson realize this is a great place.

**Selectman Massey** commended the Police Department. Through their initiative they were able to solve a string of home burglaries, which were occurring with people in the house. As a result of finding who they were and discovering some of the items that they apparently misappropriated, it appears they may be in a position to solve some car burglaries. Kudos to the Police Department.

➤ People who travel Lowell Road will notice a lot of markings on the pavement because the sidewalk project, at last, has started.

➤ Selectman Massey wished Selectman Coutu a Happy Birthday for tomorrow.

**Selectmen Nadeau** thanked everyone who came out for Old Home Days. A lot of high school students were there in different booths and a lot of community groups, and from the Fire Department and Police Department. It was a good event, even though attendance was way down due to the weather.

## 9. **NONPUBLIC SESSION**

*Motion by Selectman Jasper, seconded by Selectman Coutu, to enter Nonpublic Session under 91-A:3 II (a) The dismissal, promotion or compensation of any public employee or the disciplining of such employee, or the investigation of any charges against him, unless the employee affected has a right to a meeting and requests that the meeting be open, in which case the request shall be granted; (d) Consideration of the acquisition, sale or lease of real or personal property which, if discussed in public, would likely benefit a party or parties whose interests are adverse to those of the general community; (e) Consideration or negotiation of pending claims or litigation which has been threatened in writing or filed against the body or agency or any subdivision thereof, or against any member thereof because of his membership in such body or agency, until the claim or litigation has been fully adjudicated or otherwise settled, carried 5-0 by roll call vote.*

Nonpublic Session was entered into at 9:10 p.m., thus ending the televised portion of the meeting. Any votes taken upon entering open session will be listed on the Board's next agenda. Open session was entered into at 11:20 p.m.

10. **ADJOURNMENT**

*Motion by Selectman Massey, seconded by Selectman Maddox, to adjourn at 11:21 p.m., carried 5-0.*

Recorded by HGTV; transcribed by Priscilla Boisvert, Executive Assistant

**HUDSON BOARD OF SELECTMEN**

\_\_\_\_\_  
Benjamin J. Nadeau, Chairman

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Richard J. Maddox, Vice-Chairman

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Kenneth J. Massey, Selectman

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Shawn N. Jasper, Selectman

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Roger E. Coutu, Selectman