



## Natick Finance Committee

Pursuant to Chapter 40, Section 3 of the Town of Natick By-Laws, I attest that the attached copy is the approved copy of the minutes for the following meeting:

**Town of Natick Finance Committee**  
**Meeting Date: September 24, 2013**

The minutes were approved through the following action:

Motion:	Approval
Made by:	Mr. Evans
Seconded by:	Mr. Ciccariello
Vote:	9-0-1
Date:	October 17, 2013

Respectfully submitted,

James Everett  
Secretary  
Natick Finance Committee

**NATICK FINANCE COMMITTEE MEETING MINUTES**

**September 24, 2013**

**Natick Town Hall  
School Committee Meeting Room, Third Floor**

This meeting has been properly posted as required by law.

**MEMBERS PRESENT:**

Jonathan Freedman, Chairman	Bruce Evans, Vice Chairman
Karen Adelman Foster – left at 9:55 p.m.	James Everett, Clerk
Mari Barrera – left at 9:55 p.m.	Michael Ferrari
Jimmy Brown	Patrick Hayes
John Ciccariello	Mark Kelleher – left at 11:15 p.m.
Cathleen Collins	Edward Shooshanian
Catherine M. Coughlin	

**MEMBERS ABSENT:**

Jerry Pierce  
Christopher Resmini

**ATTACHMENTS:**

- A. Agenda for this evening's meeting
- B. Article 5: Amend Zoning By-Laws: Limited Salesroom for Motor Vehicles
- C. Natick Finance Committee Standard Set of Warrant Article Questions – Article #: 5, Date: September 19, 2013, Title: Limited Salesroom for Motor Vehicles, Sponsor(s): Planning Board
- D. Memorandum to Jonathan Freedman, Chairman Finance Committee, from Patrick Reffett, Community Development Director, dated September 19, 2013, Re: Article 5 - Amend Zoning By-Laws: Limited Salesroom for Motor Vehicles
- E. Memorandum to Board of Selectmen from Martha White, Town Administrator, dated 9/19/2013, Subject: Article 6 – Amend Section 6-3 of the Charter to Allow Greater Flexibility Re: Comptroller Position
- F. Natick Finance Committee Standard Set of Warrant Article Questions – Article #: 7, Date: September 17, 2013, Title: Senior Tax Work Program to Specify up to 125 Hours of Work vs. Current \$1,000 Dollar Limit, Sponsor(s): Council on Aging Board
- G. Natick Finance Committee Standard Set of Warrant Article Questions – Article #: 9, Date: September 24, 2013, Title: Feasibility Study of the Kennedy Middle School, Sponsor(s): Dr. Peter Sanchioni, Superintendent of Schools
- H. Email from Martha White to Kathy Bacon, dated Wed. Sep 18, 2013, re: motions for retirement board articles

- I. Letter to Jonathan H. Freedman, Chairman, Town of Natick Finance Committee, from Michael Sacco, dated September 13, 2013, Re: Natick Retirement Board – Town Meeting Articles
- J. Town of Natick Meeting Notice: Natick Contributory Retirement Board, Wednesday June 26, 2013 4:00 PM
- K. Town of Natick Meeting Notice: Natick Contributory Retirement Board, Wednesday June 26, 2013 4:05 PM
- L. Town of Natick Meeting Notice: Natick Contributory Retirement Board, Thursday July 25, 2013 4:00 PM
- M. Letter to Town of Natick Board of Selectmen from Kathleen S. Bacon, Director, Town of Natick Contributory Retirement System, dated August 14, 2013, Re: Articles for Fall Town Meeting Warrant
- N. DRAFT Minutes – Natick Board of Retirement Meeting of July 25, 2013
- O. Letter to Natick Board of Selectmen from Mike Rourke, 89 North Avenue

Meeting was called to order by Mr. Freedman at 7:03 p.m.

The Chairman reviewed the evening’s agenda.

**MEETING MINUTES:**

Mr. Freedman turned the floor over to Mr. Everett to chair the discussion of Meeting Minutes.

**September 12, 2013 General Government Subcommittee Meeting:**

Mr. Everett referred the members to Draft Minutes for the General Government Subcommittee’s meeting of September 12, 2013, distributed previously via email, and advised that four of the members present were eligible to vote these Minutes. He asked if there were any corrections or additions. There were none.

A motion was made, at 7:06 p.m., to accept the Minutes of the September 12, 2013 General Government Subcommittee Meeting as written.

Moved/Motioned by:	Mr. Evans
Seconded by:	Mr. Kelleher
Motions or Debates:	None
Vote:	4 – 0 – 0 (unanimous)

**NEW BUSINESS:**

**Strategic Planning Review Committee:**

Ms. Adelman Foster, the Finance Committee’s representative to the Strategic Planning Review Committee, announced that the first Natick All Board Conference would take place on November 2, 2013 at a time to be determined. She reported that every member of every appointed and elected board and committee within the town would be invited to participate in this review of the Natick 360 Strategic Plan which was developed several years ago. She said invitations and more information would be forthcoming and urged everyone to save this date and plan to attend. She also noted that the event would be open to the public but the intent was that the invited board and committee members would be the participants.

**OLD BUSINESS:**

Warrant Schedule Changes:

Mr. Everett noted that possible reconsideration of Article 19 had been added to the posted agenda for the September 26, 2013 Finance Committee meeting.

Subcommittee Updates:

Mr. Evans announced that the General Government Subcommittee would meet at 6 p.m. on September 26, 2013, prior to the full Finance Committee meeting.

Public Hearing FY 2013 Fall Annual Town Meeting Warrant Articles:

A motion was made, at 7:12 p.m., to open the public hearing on the FY 2013 Fall Annual Town Meeting Warrant Articles.

Moved/Motioned by:	Mr. Ciccariello
Seconded by:	Mr. Evans
Motions or Debates:	None
Vote:	13 – 0 – 0 (unanimous)

Article 7 – Senior Tax Work Program (to Specify up to 125 Hours of Work vs. Current \$1,000 Dollar Limit):

Mr. Freedman referred the members to the responses to the Standard Questions for this Article (Attachment F) in the meeting packet and welcomed Ms. Sue Salamoff, Chair of the Council on Aging Board, to the podium to present information relating to Article 7.

Ms. Salamoff explained the purpose and rationale for this Article as documented in the responses to the Standard Questions.

Member questions and discussion included the following:

- The current provisions for a maximum of 125 hours and \$1,000 per year for this program correspond to the current State minimum wage hourly rate of \$8. Unless this is modified, any future increase in the state’s minimum wage would force a reduction in the number of hours below 125 which would be too few to provide practical value to the participating town departments or justify the necessary training required for potential program participants.
- This revision corresponds to the terminology of the Veterans Tax Work-Off program approved at 2013 Spring Town Meeting.
- Any participants who earn more than \$600 through this program must be issued a 1099 tax form.

Public concerns and comments:

Mr. Josh Ostroff, a member of the Board of Selectmen, explained that the State statute governing this local option allows for a cap of either 125 hours or \$1,000 and the property tax credit given is based on the minimum wage.

A motion was made, at 7:23 p.m., to move favorable action on the subject matter of Article 7.

Moved/Motioned by:	Ms. Barrera
Seconded by:	Mr. Ciccariello
Motions or Debates:	<ol style="list-style-type: none"> <li>1. Ms. Barrera said she applauded the town for its leadership in providing this opportunity for the town’s veterans and seniors and was glad to support any improvements which could be made.</li> <li>2. Mr. Ciccariello said he felt this continued the town’s</li> </ol>

	<p>commitment, made several years ago, to seniors in need of this type of assistance by giving them the opportunity to volunteer and work, noting that some volunteered without any reimbursement. He said some seniors were veterans and it was important to assure that the provisions of both programs corresponded and he hoped all would support this.</p>
<p>Vote:</p>	<p>13 – 0 – 0 (unanimous)</p>

**Article 9 – Feasibility Study of the Kennedy Middle School:**

Mr. Freedman referred the members to the responses to the Standard Questions for Article 9 (Attachment G) and welcomed Mr. William Hurley, Director of Financial and Management Services for the Natick Public Schools, to the podium.

Mr. Hurley reviewed the objective and rationale for Article 5, as detailed in the responses to the Standard Questions, reporting that the School Department had submitted a statement of interest to the Massachusetts School Building Authority (MSBA) in April regarding the need to address acute overcrowding at the Kennedy Middle School. He explained that a response from MSBA was anticipated to be received in late November or early December and, in the event the Authority’s response was positive, a feasibility study would be initiated for which funding was being requested under this Article.

Member questions and discussion included the following:

- The total amount being requested is \$750,000 to be funded from tax levy borrowing. As the MSBA has a pay-as-you-go provision whereby expenses may be reimbursed in increments throughout the process, it is not anticipated that the full amount would need to be borrowed. No funds will be expended, however, unless or until MSBA approves the statement of interest submitted.
- If approval is received from the MSBA to proceed with the feasibility study, there is potential to receive reimbursement from the Authority at a rate potentially as high as the 53.63% rate received by the town for the recent high school project. The actual rate received will depend on a variety of factors ultimately determined by decisions made regarding the project design, scope and features.
- The decision as to whether to replace or remodel the Kennedy School will be one of the major outcomes of the proposed feasibility analysis. If the results of the study determine one course and the town were to decide to proceed in a different direction, it is likely that would result in forfeit of the prospective MSBA reimbursement for the project.
- Costs associated with renewal of the lease for the eight modular classrooms now being used to supplement classroom capacity at Kennedy will be added to the FY 2015 School Department budget. The initial two years lease expense was rolled into a special capital Article which also included the construction costs.
- The School Committee and Selectmen have voted to constitute a building committee for this project, assuming MSBA approval, which would be identical in size and composition to that which oversaw the high school project.
- If the town does not approve the funding for the feasibility study, this potential project would automatically be dropped from consideration in the MSBA program.
- Enrollment is continuing to increase at all levels within the system. Once the Middle School pressure is addressed through this potential project, it is likely a building or renovation project to address enrollment growth at the elementary level would be

necessary. A recently completed Master Plan explored many of these long range issues and projections.

- The feasibility study is expected to take approximately one year from the point at which MSBA approval is received and funding is available.

A motion was made, at 7:53 p.m., to move favorable action on the amount of \$750,000 for the Kennedy School feasibility study to be funded from tax levy borrowing.

Moved/Motioned by:	Mr. Everett
Seconded by:	Mr. Evans
Motions or Debates:	<ol style="list-style-type: none"> <li>1. Mr. Everett said the need to address the school population growth and the inadequacies of the Kennedy School classrooms was obvious. He pointed out that no funds would be spent unless this was approved by the MSBA and then as much as 50% of the cost could be reimbursed so this was not as onerous as if the full \$750,000 would be required. He also noted that this was a lengthy process and if it didn't get started, the overcrowding would only get worse so he urged all to support this.</li> <li>2. Mr. Evans concurred with the previous speaker's comments and said he was glad the town had had such positive experiences with the high school and the Community-Senior Center projects and hoped that some of the people involved in those projects had energy remaining to participate in another.</li> <li>3. Mr. Brown pointed out that the town's demographics were changing and urged consideration of a variety of models to address future growth in the school population including the possibility of building a third middle school rather than looking at the school system from a building by building perspective.</li> <li>4. Mr. Hayes said he expected that cohort-survival studies would be used in building projections of future school enrollment growth and urged aggressive analysis of the migration component and other elements of these studies to assure that the significant amount of new construction over the past several years was adequately taken into account and potential growth in the future was not underestimated. Stressing that he was not criticizing the new high school, he nevertheless pointed out that he did not believe the need for four lunch periods at this early point had been anticipated in that project. He said he would support this motion.</li> <li>5. Ms. Adelman Foster noted that the it would be the MSBA's decision which would determine how large a school the town would be permitted to build.</li> <li>6. Mr. Ciccariello said everyone had learned from the experience of several recent projects that the town's voters and taxpayers wanted any project to complete its thorough due diligence. He noted that, with the Wilson School project, on the first go-round, the proper studies weren't done and all the necessary information wasn't available. With the Community-Senior Center, he pointed out that eleven years had been spent putting that project together and in the end, Town Meeting and the voters recognized that the amount of information provided in terms of needs, cost and all the impacts on taxes, etc., was the result of a feasibility study and</li> </ol>

	<p>all the advance work done. He said it was the same case with the high school, which began with a feasibility study and, as that project grew, more and more information became available; so he believed a feasibility study was the necessary first step to assure the residents that the School Administration does its due diligence. They know that the Finance Committee, the Board of Selectmen and the School Committee will all look for that to cover all the necessary elements to assure that everyone is fully aware of what’s taking place and going to happen. He said he wasn’t worried about the \$750,000 because the town would get some of that back and this was not throwing money away; rather, this is part of the community’s responsibility.</p> <p>7. Mr. Freedman agreed with previous comments and said he had been fortunate enough to be involved with both the Wilson School and the high school projects – with Wilson while he was on the School Committee and as a member of the building committee for the high school – and, from those two perspectives he could verify that the process which had evolved over this period was very effective and provided a high degree of oversight with good tough questions being asked all along the way to drive the process. He noted that this was just the first step but was the right process for the right reasons and he was in full support.</p>
Vote:	13 – 0 – 0 (unanimous)

**Article 6 – Amend Section 6-3 of the Charter to Allow Greater Flexibility Re: Comptroller Position:**

Referring the members to a memorandum from the Town Administrator (Attachment E) in the evening’s handouts, Mr. Freedman welcomed Ms. Martha White, Natick Town Administrator, to the podium to speak to this Article.

Mr. Freedman also distributed a letter (Attachment O) regarding this Article from Mr. Mike Rourke who was unable to attend the evening’s meeting.

Ms. White provided an overview and background information regarding this Article, as outlined in Attachment E, highlighting the following:

- The current Charter language with respect to the Town Comptroller position is more restrictive than that for any other town position mentioned, including that of the Town Administrator, in that it is interpreted by Town Counsel as prohibiting any other employment by the individual holding this position.
- The Article proposes to amend Section 6-3 of the Charter by inserting the phrase “...as committed to and agreed upon by the Board of Selectmen...” to provide for the same flexibility, with authorization by the Selectmen, as that provided for all other town positions in this regard.

Member questions and discussion included the following:

- The Selectmen voted 4-0-0 to support favorable action on this Article as it relates strictly to the proposed Charter change. Other issues related to the employment of the current Comptroller, but distinct from the proposed Charter amendment, will continue to be debated by the Selectmen in coming weeks.

- Town Counsel's interpretation of this language is that a longer term arrangement to employ the current Comptroller would be prohibited unless the individual discontinued all other work she is currently performing for anyone other than the town.
- Although the additional language proposed to be added through this amendment specifies the commitment and agreement of the Board of Selectmen to any potential employment terms, it fails to specify corresponding commitment and agreement to the arrangement by a prospective Comptroller.
- The town has experienced continuing and significant problems in recruitment and retention of suitably qualified individuals for this position. The specialized requirements in the area of municipal accounting in Massachusetts are extremely complex and demanding and the Administration is seeking greater flexibility, under the Selectmen's oversight, to accommodate the realities of the current job market.
- The recruitment challenges experienced by the town over the past several years are being experienced by many other municipalities and relate more to the unique demands of this role and the paucity of qualified candidates than to the compensation level provided for in the town's current Pay Plan.
- The outstanding results produced by the incumbent interim Comptroller, described as extraordinarily well qualified, have been delivered through a contract for fewer than 40 hours per week but including the individual's availability 24/7.
- Questions were raised as to whether motions containing alternative wording to that included on the Warrant would be accepted by the Moderator to be within the scope of the Article.
- As the Charter requires the Comptroller to be appointed every three years, a three-year contract could potentially stipulate specific conditions provided they comply with other Charter provisions.
- The State statute which is interpreted by Counsel to prohibit employment of an independent contractor to provide these services does not address some of the unique aspects of municipal government and there is no additional case law to further clarify its application to the current situation.

Public concerns and comments:

Mr. Josh Ostroff, Vice Chair of the Board of Selectmen, saying he was not speaking for that Board, reported that the town had employed five different Comptrollers during his 7.5 years as a Selectmen, as well as several more individuals who served in an interim capacity for various intervals in between. These individuals had included persons with considerable municipal accounting experience who proved not to be right for Natick, as well as others with private sector background who were not prepared for the demands of the municipal environment. He said the reality was that the candidate pool for this position had not kept pace with the evolving job demands, and this change would provide needed flexibility to be able to employ an extraordinarily well qualified individual who had proven to be capable of meeting the demands of the job. He said he, personally, had no objection to the Comptroller having outside employment, such as teaching or consulting to another municipality, as long as that work was not in conflict with the town's requirements; and said this change would offer the flexibility to be able to hire the candidate who was, in the judgment of the Selectmen, the best person for this job. He encouraged the members to review other provision of the Charter relating to the Comptroller's position which, he pointed out, included a very detailed set of requirements, before reaching a decision regarding this matter.

A motion was made, at 9:08 p.m., to move referral of Article 6 to the sponsor.

Moved/Motioned by:	Ms. Coughlin
Seconded by:	Ms. Collins

A motion was made, at 9:09 p.m., to move favorable action on the subject matter of Article 6.

Moved/Motioned by:	Mr. Evans
Seconded by:	Mr. Ciccariello

Motions or Debates:	<ol style="list-style-type: none"><li>1. Ms. Coughlin said she had difficulty with the intent of questioning the original writers of the town’s Charter. She pointed out that both the Town Administrator and a member of the Board of Selectmen had confirmed this was an important position which required much attention to detail and other requirements which she believed would have been taken into consideration when the Charter was written, and she believed Charter change should be approached with caution. Noting that the Town Administrator had said the proposed language did not reflect her intent, she said several legal colleagues she had consulted had said the proposed insertion meant nothing to them. She also reminded all that this was being proposed to accommodate a specific individual who had initially been presented as an interim, and her expectation would be that this would be a full-time position.</li><li>2. Ms. Collins said her preference was to have a full-time Comptroller dedicated to Natick’s affairs, although she commended the current incumbent for her significant contributions to the town having received a clean audit for the first time in her tenure on the Audit Advisory Committee. She said the fact that the town was presently out of synch with the Charter was the reason given for proposing this Charter change, and she did not consider that to be a sufficient reason. She said if it were decided that something less than full-time was allowed in this position she would like to see more specific language regarding what was allowed, in terms of outside activity, rather than what was prohibited. She pointed out that the proposed language only referenced the commitment and agreement of the Selectmen with no reference to any second party, and agreed that wordsmithing a Charter change was dangerous, so she supported referral.</li><li>3. Mr. Evans pointed out the testimony that this was not the ideal world and said the Administration and Selectmen needed latitude to address the recruiting challenges to continue to deliver the results the town had been able to achieve in the recent years. He said there was also need for continuity in the relationship, which would contribute further in terms of efficiency and understanding of all parties. He noted that the Selectmen would establish criteria for any contract, and pointed out that that Board, which represented several diverse perspectives, had voted unanimously to support this. He said he viewed this not as an addition to the Charter language, but rather deletion of language which was not well defined and led to confusion. He also felt the suggested development of a list of prohibited activities was too restrictive and would require frequent updates to reflect many future</li></ol>
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	<p>permutations. Finally, he said he assumed this would be an “at will” contract which would give the Selectmen the option to terminate the contract at any time for just cause. He urged support to give the Administration and Selectmen the flexibility they needed to recruit a well-qualified and capable candidate.</p> <p>4. Mr. Ciccariello said previous speakers had made good points. With regard to opinions, he said he thought, if the question were asked, each of the 13 members present would probably have a different opinion of the definition of “entire time;” and he did not believe it was the job of the Finance Committee to solicit opinions from other legal counsel regarding this, as the town relied on the opinion of Natick’s Town Counsel who was retained by the Board of Selectmen to provide legal opinion and support regarding other contract matters. With respect to whether the Comptroller position should be “full time” or “40-hours” he said time spent didn’t necessarily mean good work or good performance, and cited his experience as a Selectman with a Comptroller who spent many hours in the job but had not kept up with evolving computer technology. He pointed out that, in addition to the hours worked by the town’s department heads doing their jobs, most put in many additional hours attending meetings of the town’s various boards, generally at night, and although no extra compensation was provided for that, this was accepted as part of their job. He said he didn’t think the Selectmen had employed the current Comptroller with the intention of this being a “temporary fix;” rather, the intent was to find the best candidate who could take the mess the town was in and turn it around, which included working with the employees in that department to train and develop them. He pointed out that it was not uncommon in today’s world for people to take temporary or part-time jobs in addition to their full-time positions, as he had done in the past when it was not in conflict with his responsibilities to his employer; and noted that individuals from other town departments worked second jobs and weren’t prevented from doing so. He said he would support this and was confident that if Town Meeting members weren’t happy with the language they would modify it, but he understood that Town Counsel had reviewed this and indicated it was appropriate so he urged support.</p> <p>5. Mr. Brown said he hoped the proponents of this Article would request no action, but in the event they did not, he would support referral. He said the idea that the town’s Charter would be changed to accommodate one individual scared him as this was the town’s constitution and he didn’t believe it should be altered for one individual. He said it was clear from the testimony and the answers to members’ questions that this was driven by the wish to encourage the current incumbent to stay, and if the town was having so much difficulty hiring someone for this job, the town’s hiring practices should be examined and perhaps a consultant could assist. He said the idea that the town could be considering a part-time commitment for this job also scared him, and pointed out that this position was classified in the same grade</p>
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	<p>as the Deputy Police Chief, the Public Works Director, the Finance Director and the Deputy Town Administrator and he didn't think any of those would be considered to be part-time jobs. He said if the intent was simply to give the Selectmen the flexibility to allow a Comptroller the opportunity to have additional outside employment, that wasn't what the Article said. He suggested that the opposition to this expressed this evening was a mere tip of the iceberg of what could be expected at Town Meeting.</p> <p>6. Ms. Barrera said she would support favorable action, saying she saw this as updating the town's Charter to assure equity and parity for all the town's employees. She said if there was an expectation that the town's professional employees should only work for Natick and devote their entire time, then perhaps the Charter should be amended in the other direction to state that expectation for everyone; however she didn't expect the workforce would tolerate that, nor did she believe that was what the current workplace needed. She said it wasn't "time in chair" that mattered, but intellect, and ability to communicate, manage, learn and teach colleagues; and she saw this as bringing the Charter into the modern day to provide equity and parity. Noting the proposed language was not perfect, and the modification proposed by another member might be beneficial, she nevertheless thought this allowed the needed flexibility and also didn't rule out a situation where the town felt that more, rather than fewer hours were needed. She felt this change offered greater flexibility for hiring and managing than was presently available to address a situation where the demand has outstripped the supply of individuals with the required skill set. Although she shared the opinion that this job needed someone full time, she said that was not her area of expertise and cited the evidence of positive improvements in the operations recently made.</p> <p>7. Mr. Everett agreed that the responsibilities of this job probably required a full-time position but said he didn't believe the proposal precluded that. He also didn't think this specifically rewarded the present incumbent, even though the issue was prompted by the current situation, since he thought this would have come up anyway and need to be addressed at some point in the future. With regard to alternative legal opinions, he said one could always expect different opinions from multiple lawyers, but said he thought this change would take the question of whether outside work was, or was not allowed out of the equation. As to the question of Charter change, he pointed out that the Constitution originally allowed for slavery and limited women's rights and suggested it was necessary sometimes to change to adjust to the times and he felt this change would allow the town to meet the challenges of today's world and marketplace rather than the world as it was when the Charter was drafted.</p> <p>8. Mr. Hayes said an expert wasn't always right and a second opinion didn't always mean one was opinion shopping, but could help to deal with risks and in seeing other options which might otherwise have been missed. He said he believed the intent of</p>
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	<p>this was to be able to recruit and retain a highly capable person to fill this specific role and he accepted that as the intent. He said he also believed it to be extremely important to give the Town Administrator and department heads the tools they needed to enable them to do their work because that would enable them to continue to move the town forward, and the proposed language might in fact provide those tools to the Administration, the Selectmen and others who needed them specifically for this position. He said the problem with the current Charter language was that it was vague and ambiguous with respect to the meaning of “entire time” and the problem he had with the proposed language was that it was also vague and ambiguous, and he didn’t think this had reached the point desired. He said he didn’t see this as addressing a specific individual, number of hours or contract; rather, it attempted to deal with flexibility for the Selectmen to enter into a contract or agreement with a person to fill the role of Comptroller; but he didn’t think the language as written provided that ability so he would support referral.</p> <p>9. Ms. Adelman Foster said she would also reluctantly vote for referral primarily because she thought the language didn’t accomplish what was intended. She said Charter change was an important issue and, having served on the Charter &amp; By-Law Review Committee, she knew how important it was to get the language right the first time so that it said what it was supposed to mean and she didn’t think this reached that goal. She said she would love to support this if some improved wording could come back either to the Finance Committee or to Town Meeting and said she hoped that any revision might add some limitation on what the Board of Selectmen could do in terms of the amount of time for performance of the duties of this position because she thought the original intent might have been to allow Town Meeting to limit the minimum amount of time the Selectmen could elect to have for this position in the future. She also suggested that if it was intended to allow additional employment that should be spelled out as neither of those things was presently clear.</p> <p>10. Mr. Kelleher said he thought this proposal addressed what was intended and wouldn’t second-guess the town’s Counsel. He also thought this addressed a particular situation related to facilitating access to highly competent individuals to get a needed job done rather than the specific needs of one individual. He said he was comfortable giving the Selectmen the discretion to allow the incumbent to use whatever extra time was left after meeting the responsibilities of this position. He said he didn’t support specification of what was prohibited or allowed in the Charter and thought this was a perfectly legitimate change to bring the Charter in line with current hiring practice and supported the situation the town currently found itself in which should be allowed to continue. He urged support for favorable action.</p> <p>11. Mr. Shooshanian said he agreed with the intent but also agreed with previous speakers that the language was still unclear and thought Town Counsel had missed the important point raised by a</p>
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	<p>member. Although he was in favor of providing the necessary discretion to the Selectmen to respond to the current environment he would support referral to allow for further clarification of the language.</p> <p>12. Mr. Ferrari said he was sympathetic to the challenges of filling this position in the current environment but was also sensitive to the issues associated with changing the Charter having served on a charter commission in another community. He said he thought any Charter change must be considered very carefully and said although it was impossible to discern the intent of the original drafters he suggested that might have been to bar any performance by the Comptroller of other financial functions in the town, and suggested caution regarding any hasty change. He said he would support referral.</p> <p>13. Mr. Freedman said he would support favorable action noting that many good arguments had been presented. He explained that his decision was based on the issues of parity and equity with respect to other town positions and the points made regarding time and the quality of output. He said he agreed that the number of hours put in was not a measure of the quality of the output and he didn't want to tie the Selectmen's or Administration's hands in finding the right person for the right job. He said a model had been shown to be successful and satisfactory and therefore he viewed the issue of full-time vs. part-time as a red herring and pointed out that nothing in the proposal specified one or the other. Regarding the language he expected that any arrangement other than full time committed to and agreed upon by the Selectmen would be in writing and would be made by two parties and would therefore require the agreement of both parties so he didn't have a problem with the existing language. He said he considered this model to be sufficiently flexible and structured in such a way as to ensure the right outcomes.</p>
<p>Vote: <b>(Referral)</b></p>	<p>7 – 6 – 0</p>
<p>Vote: <b>(Favorable Action)</b></p>	<p>6 – 7 – 0</p>

Mr. Freedman pointed out that, as neither motion had received the required 8 vote majority, the Finance Committee would have no recommendation on Article 6.

The Chair called a recess at 9:49 p.m.

The Chair called the members back to order at 10:03 p.m.

Article 5 – Amend Zoning By-Laws: Limited Salesroom for Motor Vehicles:

The Chairman welcomed Mr. Julian Munnich, a member of the Natick Planning Board, to the podium to present information relating to Article 5 which was sponsored by that Board.

Ms. Coughlin raised a point of order related to the posting requirements for any proposed zoning by-law change. Citing Massachusetts General Law Chapter 40A Section 5, and detail from the newspaper notice of the Planning Board's public hearing on this matter she advised that that notice had failed to include the identification of the location at which relevant texts and maps could be examined by interested parties and therefore did not comply with the posting requirements as delineated in the statute. In view of this, Ms. Coughlin suggested that the Finance Committee's hearing on this Article be postponed.

Mr. Freedman declined to postpone the hearing pointing out that the issue raised fell within the purview of the Planning Board for follow up and, as the Finance Committee schedule included only one remaining meeting for which the posting deadline had passed, Mr. Freedman said he would prefer that the hearing of this Article proceed.

Ms. Coughlin requested that her objection be noted for the record.

Mr. Munnich reviewed the background and rationale for this Article, as documented in Attachments B & C.

Mr. Munnich was joined at the podium by Mr. John Burke, an attorney from Sherborn representing Tesla Motors, a vendor of electric automobiles which currently operates a salesroom at the Natick Mall under a temporary special permit issued by the Planning Board which will expire in March 2014.

Member questions and discussion included the following:

- In contrast to Natick other towns in the Commonwealth have not restricted this type of use; however, there has not been evidence of proliferation of this type of activity elsewhere.
- Attorney Burke explained that Tesla Motors was challenged in the courts by the Massachusetts Automobile Dealers Association under the franchise law but the Association lost on three successive occasions regarding whether a manufacturer could sell automobiles directly to consumers rather than through the traditional franchise arrangement which has been in place since World War II.
- Several questions were raised for clarification of the terminology and codes appearing in the proposed motion for this Article (Attachment B). It was recommended that these details be clarified with further documentation for Town Meeting.
- This by-law addresses sales only and would not apply to rentals.
- Issues related to the amount of gasoline potentially stored in vehicles inside the Mall would fall under the fire department review for occupancy permits.
- The decision to bring this forward at this time as a separate Article from the larger review and update of the zoning by-laws is partly due to the delay in the larger review timetable and partly to be responsive to the application from Tesla which raise issues associated with a new approach to automobile marketing.
- Enforcement mechanisms exist to monitor compliance of permit holders with terms of the special permits granted. In addition, motor vehicle sales operate under the Class I license issued by the Board of Selectmen.
- If this is approved by Town Meeting it will then be submitted to the Attorney General's office for approval by the legislature.

Public concerns and comments:

Speaking on behalf of Tesla Motors, Mr. Burke said that company was proud to be a Natick business and hoped to continue to be. He said their model represented a new type of marketing and this proposed by-law change would recognize the changes in technology which were propelling that. He said Tesla sold automobiles in the same manner that Apple sold computers and this was a different form of retail for a different product; and that this by-law represented progressive zoning which made Natick different and the reason many great companies chose to come to the town. He said Tesla had gone through a similar process of zoning changes in other parts of the country to permit sales of their product in a Mall environment which provided high foot traffic vs. the traditional highway model. With

respect to potential proliferation, he pointed out that most malls protected their tenants with lease provisions to prevent like vendors from being positioned nearby; and the practical realities associated with the need to minimize gas storage made it unlikely there would be people selling many gas-powered vehicles in malls. He said Tesla hoped to remain in Natick and hoped the Finance Committee would support this change.

Mr. Edward Arthur, a 19-year resident of Natick, said he had owned a Tesla for eight months with which he was very happy. He likened the presence of this company at the Natick Mall to the attraction of the American Girl Store which he described as a “destination” store which attracted visitors to the town and its businesses through their program which appealed to owners of these dolls and their families. Saying the Natick Tesla store served all of New England, with the next nearest located in Westchester, NY, he said he wished the store had been available when he purchased his vehicle because he had had to complete the transactions online due to lack of an available facility nearby. He pointed out that if Tesla were turned away from Natick it was likely they would relocate to one of the neighboring Malls and he hoped the town wouldn’t turn away such good business from the town.

Mr. Ostroff, saying he was speaking only for himself, said he was interested in this because of its impact on the economic life of the town. He said he was grateful to the Planning Board for their stewardship of the town’s economic engine which allowed the town to employ excellent personnel and to prosper. He pointed out that Natick’s was the largest mall in New England and that this was a magnet for many stores and shoppers, which he attributed to good planning. He noted that approximately two-thirds of the town’s commercial tax revenue came from the Route 9 Mall area and the Natick Mall represented up to one third of that. He said he wouldn’t want to see a showcase vendor leave because the town didn’t have the flexibility and foresight to amend its zoning laws to keep pace with the times. He said this was not just about one manufacturer, as there were other possible vendors who might be attracted by this opportunity. He said he hoped the Finance Committee would support this.

Ms. Laura Burns of 96 Hersey Street in Hingham said she had made four trips to Natick to visit the Tesla salesroom before buying her vehicle, and had never previously been to the town. She said she had had to make her purchase online and was glad that others wouldn’t need to do that. Citing her previous experience in Hingham town government, including as a member of their Board of Selectmen, she said she understood the process underway and the concerns about unintended consequences. Saying she understood why the original restriction had been put in place, she suggested that it was really an unintended consequence of that original by-law which prompted the necessity of this change since no one anticipated the idea of a car dealer without acres of land when the by-law was initially enacted.

A motion was made, at 11:04 p.m. to move favorable action on the subject matter of Article 5 – Amend Zoning By-Laws: Limited Salesrooms for Motor Vehicles.

Moved/Motioned by:	Mr. Ciccariello
Seconded by:	Mr. Evans
Motions or Debates:	<ol style="list-style-type: none"><li>1. Mr. Ciccariello said when he first saw this and read about it he was concerned this was intended to accommodate a specific type of vehicle, but after further review and hearing the answers to questions this evening, he saw nothing in the proposed revision that would prohibit anyone from renting space in one of these areas and selling four unique vehicles, whether they be motorcycles, antique cars, or something else, as long as they complied with the provisions of the special permit. He said he thought this was good for the town.</li><li>2. Mr. Evans concurred with the previous speaker and said it was</li></ol>

	<p>nice to see some positive unintended consequences since usually they were negative. He said he thought this opened up a new model for the future, noting that there was a trend of more and more commerce migrating to the internet and it was nice to see a model where sales would be done locally vs. online. Further, he said he was reassured that this activity would continue to be monitored by the special permitting process. He encouraged support for favorable action.</p> <ol style="list-style-type: none"> <li>3. Ms. Coughlin said she intended to abstain due to her belief that this was not properly posted and didn't understand how the Finance Committee could deliberate and vote on something regarding which the public had not been properly notified regarding the time, place and subject matter as well as where pertinent documents were available for review. She said that was a statutory requirement which shouldn't be taken lightly and urged the members to abstain as well.</li> <li>4. Ms. Collins said she would also abstain because the Article as posted in the Warrant had no specificity which meant the public posting was even more important because there was no text to review. She said her abstention had nothing to do with the merits of the Tesla, but only related to her belief that this Article was not properly before the body.</li> <li>5. Mr. Everett said he was also concerned about the postings and especially aware of these issues because of his responsibility for posting the Finance Committee meetings. He said he understood the challenges of doing it correctly but also appreciated the consequences if it was not done properly. Noting that it was outside the purview of the Finance Committee to determine whether this was, or was not properly posted, he said if the eventual ruling, by the appropriate individual, deemed this to be acceptable to go forward to Town Meeting, he felt the Committee needed to be prepared with a recommendation on the matter and said he would support favorable action at this time.</li> <li>6. Mr. Brown said he would abstain for the reasons cited earlier.</li> <li>7. Mr. Ferrari said he agreed with a previous speaker who noted that the limited nature of this change and the fact that a special permit was still required would assure that appropriate review and oversight would continue. He said he was persuaded that the potential economic benefits to the town were positive and appreciated the contribution of this company toward increasing energy efficiency and reducing fossil fuel consumption.</li> </ol>
Vote:	8 – 0 – 3

The Chairman welcomed Mr. Michael Sacco, Counsel to the Natick Retirement Board, and Ms. Kathleen Riley, of the Segal Company, to the podium to present information relating to Articles 20 and 22.

Mr. Freedman reminded the members that the Finance Committee had heard the substance of these Articles at a previous meeting and had postponed consideration because the proposed language of the actual motions was not available for review. He noted the motion language, in the form and specificity requested by the Natick Retirement Board, and which had been reviewed and approved by that Board, was now available. He also noted that, at the time of the previous discussion, questions had been raised regarding whether these Articles were

properly placed on the Warrant, and whether an Open Meeting Law (OML) violation had occurred in the posting of these items when they were discussed by the Retirement Board. He stated that he had consulted with both Town Counsel and the Town Moderator and referenced correspondence related to this included in the handouts (Attachments H-N) and said it was his opinion, based on those discussions, that the determination of these issues fell outside the jurisdiction of the Finance Committee and that it was the responsibility of the Finance Committee to consider the Articles as they had been presented in order to make a recommendation to Town Meeting.

A lengthy discussion followed regarding the issues which had been raised and the appropriateness of proceeding with discussion of the merits of the Articles in view of these concerns. Highlights of the discussion included the following:

- The question of whether these Articles were properly placed on the Warrant related to whether the Natick Retirement Board should be considered to be a “multiple member body” as defined in the town’s Charter and By-laws. It was stated by a member that Town Counsel had indicated that an appeals court had held that, as the Retirement Board was an independent body and not part of the town, that Board should not be represented by the Town Administrator in sponsoring an Article on the Warrant.
- The Chair proposed to proceed with the discussion in order that a recommendation regarding the merits of the Articles would be in place for Town Meeting in the event the Articles were determined to be legally appropriate for discussion at that upcoming meeting.

Article 20 – Retirement Board – Section 101 Increase:

Additional member questions and discussion included the following:

- The proposed benefit increase for eligible recipients would take effect immediately upon approval by Town Meeting and proper certification by the Clerk.
- Although the statute allows the benefit to be as much as \$12,000 per year, the Retirement Board’s recommendation at this time is only to increase the minimum for this benefit to \$9,000 per year.
- Although nine individuals were identified to be potentially eligible for an increase, four of those individuals were subsequently found to be receiving an amount already above the threshold.

A motion was made, at 11:36 p.m., to move favorable action on the subject matter of Article 20.

Moved/Motioned by:	Mr. Evans
Seconded by:	Mr. Everett
Motions or Debates:	<ol style="list-style-type: none"> <li>1. Mr. Evans said notwithstanding the procedural and legal questions which had been raised, this was the right thing to do for these grandfathered individuals, the number of which was limited, since the cost of this action would not be expected to increase except as cost of living increases were implemented.</li> <li>2. Ms. Coughlin said, in keeping with her previous decision, she would abstain from this vote as she saw no benefit to discussing or sending this to Town Meeting, based on the information received from Town Counsel; and there was no need to wait for a ruling on the OML question since it was clear this was not properly placed on the Warrant. She asked, in view of the knowledge that this was not correct, why the Finance Committee</li> </ol>

	<p>would vote on it.</p> <ol style="list-style-type: none"><li>3. Ms. Collins said she would also abstain and urged her colleagues to do so as well saying although it might not be within the purview of the Finance Committee to determine the legal and procedural issues, she thought that Town Counsel’s comments on the matter were quite explicit. She reviewed the sequence, dates and agenda related to the Retirement Board’s discussions of these matters and said she would not vote to support any of these motions based on that information.</li><li>4. Mr. Freedman asked the members to consider voting for or against these Articles based on their merits, rather than abstaining because of the procedural issues, saying he believed the Finance Committee had an obligation to make recommendations to Town Meeting based on the Articles’ merits and should allow the appropriate parties to rule on the legal and procedural issues.</li><li>5. Mr. Brown questioned whether a referral motion should be considered as an alternative to abstaining.</li><li>6. Mr. Freedman said, based on his understanding of the sentiments of the members choosing to abstain, he did not believe referral would send an accurate message.</li><li>7. Mr. Brown said he could not vote in favor due to the way this had been presented yet did not wish to vote against because he was not opposed to the concept, so he would abstain.</li><li>8. Mr. Hayes raised a question as to whether a potential minority opinion would, in fact, be that depending upon how a majority of members voted.</li><li>9. Mr. Freedman pointed out that abstention represented no recommendation which was why he was asking members not to abstain.</li><li>10. Ms. Coughlin stated that she would abstain because she could not vote to support something she believed was not legitimately before the members and yet did not wish to vote against because she was not opposed to the content of the Article.</li><li>11. Mr. Ciccariello said he would vote favorable action because of the merits of the Article and he felt this increase was warranted, although he had concerns regarding the potential OML violations and understood the reasons for abstention by other members. He said he believed these should be clearly presented for Town Meeting members’ full understanding.</li><li>12. Mr. Ferrari said he was in strong support of the substance of the Article and would therefore vote favorable action as the Chair had requested notwithstanding the fact that he believed this was not properly placed on the Warrant. In addition, he questioned whether there was a way to limit further costs to the town related to the need for further legal investigation regarding these matters.</li><li>13. Mr. Everett said he thought all agreed on the merits of what was proposed but many questions had been raised as to whether this was done correctly. He said he would like to abstain but agreed that that decision was not the Finance Committee’s purview so he would vote for the fairness of this and questioned whether a definitive and authoritative source would be able to correct this in time for any possible reconsideration before Town Meeting.</li></ol>
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Vote:	7 – 0 – 3
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Mr. Freedman noted that as the required 8 vote majority was not achieved the Finance Committee would have no recommendation on this Article for Town Meeting. He said he would try to express the members’ sentiments in terms of both the merits and concerns raised when drafting the Committee’s report for Town Meeting.

Article 22 – Retirement Board – Statutory Minimum Survivor Allowance:

Mr. Sacco advised that an identical process had been followed when at least five previous Articles had been put forward by the Retirement Board and he viewed this as consistent with Chapter 32 which required such recommendations, which had potential financial impact on the town, to be voted by the Board and then approved by Town Meeting. He said he was aware of no other mechanism for getting such proposals before Town Meeting. He reported that that Board had not discussed the OML issue, but would do so shortly at a properly posted meeting.

Mr. Sacco reviewed the proposed benefit increase noting that this benefit applied to a relatively small number of individuals whose spouse had died while employed by the town due to causes not related to their employment. He reminded the members that of 19 individuals currently eligible for this benefit, the proposed increase in the minimum monthly benefit from \$250 to \$500 would affect seven individuals and would increase the town’s funding obligation by \$14,577.94 in FY 2015.

Member questions and discussion included the following:

- This benefit would potentially be available to future employees and future cost of living increases could be anticipated.
- As those qualifying for this would be comparatively short-term, and likely younger employees, the expectation is that the eligible pool would continue to be small.

A motion was made, at 11:59 p.m., to move favorable action on the subject matter of Article 22.

Moved/Motioned by:	Mr. Evans
Seconded by:	Mr. Everett
Motions or Debates:	<ol style="list-style-type: none"> <li>1. Mr. Evans said he thought the substance of this was an appropriate adjustment for those affected.</li> <li>2. Mr. Everett said this was similar to the increase proposed under Article 20 and he was in support.</li> <li>3. Ms. Coughlin said ethically she could not vote in favor of this due to the reasons she had previously cited.</li> </ol>
Vote:	6 – 0 – 4

Mr. Freedman thanked Mr. Sacco and Ms. Riley for their patience and input.

A motion was made, at 12:02 a.m., to close the public hearing on the FY 2013 Fall Annual Town Meeting Warrant Articles.

Moved/Motioned by:	Mr. Ciccariello
Seconded by:	Mr. Evans
Motions or Debates:	None
Vote:	10 – 0 – 0 (unanimous)

Discussion followed regarding the challenges presented by the procedural uncertainties associated with several of the Articles on this Warrant and the discomfort some members experienced with the choice of either opposing items with which they agreed, in substance, or

abstaining based on the opinion that the Articles were not appropriately on the Warrant. Mr. Freedman reiterated his view of the role of the Finance Committee as focused on the substance of the Articles rather than the procedural matters related to whether the Articles should or would be heard at Town Meeting. He promised the members that he would make every effort to assure that the Committee's report to Town Meeting reflected the entire Finance Committee's perspectives.

**ADJOURN (12:23 A.M.):**

A motion was made to Adjourn at 12:23 a.m.

Moved/Motioned by:	Mr. Ciccariello
Seconded by:	Ms. Collins
Motions or Debates:	None
Vote:	10 – 0 – 0 (unanimous)