



**TISBURY SELECT BOARD MEETING MINUTES
IN PERSON MEETING
Friday, August 5, 2022, at 3:00PM**

SELECT BOARD MEMBERS PRESENT: Larry Gomez, Roy Cutrer, John Cahill

STAFF PRESENT: John Grande, Town Administrator, Elena De Foe, Executive Assistant, Hillary Conklin, Town Clerk, Jonathan Snyder, Finance Director and Pam Bennett, Human Resources Coordinator

CALL TO ORDER

Vice-Chair Cutrer called the meeting to order at 3:00 PM

AUTHORIZATION AND AWARD OF TISBURY SCHOOL AND ROADS BOND

Select Board Clerk Cahill read all the required motions starting with the following that the sale of the \$59,250,000 General Obligation Municipal Purpose Loan of 2022 Bonds (Unlimited Tax) of the Town dated August 15, 2022 (the "Bonds"), to J.P. Morgan Securities LLC at the price of \$60,165,247.50 and accrued interest, if any, is hereby approved and confirmed. The Bonds shall be payable on August 15 of the years and in the principal amounts and bear interest at the respective rates. The Bonds maturing on August 15, 2047, and August 15, 2052 (each a "Term Bond") shall be subject to mandatory redemption or mature as follows. A table follows.

Member Cutrer moved as presented. Member Gomez seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Gomez moved that in connection with the marketing and sale of the Bonds, the preparation and distribution of a Notice of Sale and Preliminary Official Statement dated July 25, 2022, and a final Official Statement dated August 1, 2022 (the "Official Statement"), each in such form as may be approved by the Town Treasurer, be and hereby are ratified, confirmed, approved and adopted. Member Cutrer seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Cutrer moved that the Bonds shall be subject to redemption, at the option of the Town, upon such terms and conditions as are set forth in the Official Statement. Member Gomez seconded. Vice-Chair Cutrer asked for a Roll Call Vote was 3 in favor, 0 opposed and 0 abstained.

Member Gomez moved that the Town Treasurer and the Select Board be, and hereby are, authorized to execute and deliver a continuing disclosure undertaking in compliance with SEC Rule 15c2-12 in such form as may be approved by bond counsel to the Town, which undertaking shall be incorporated by reference in the Bonds for the benefit of the holders of the Bonds from time to time. Member Cutrer seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Gomez moved that we authorize and direct the Town Treasurer to establish post issuance federal tax compliance procedures and continuing disclosure procedures in such forms as the Town Treasurer and bond counsel deem sufficient, or if such procedures are currently in place, to review and update said procedures, in order to monitor and maintain the tax-exempt status of the Bonds and to comply with relevant securities laws. Member Cutrer seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Gomez moved that any certificates or documents relating to the Bonds (collectively, the "Documents"), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document; delivery of an executed counterpart of a signature page to a Document by electronic mail in a ".pdf" file or by other electronic transmission shall be as effective as

delivery of a manually executed counterpart signature page to such Document; and electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures. Member Cutrer seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Gomez moved that each member of the Select Board, the Town Clerk and the Town Treasurer be and hereby are, authorized to take any and all such actions, and execute and deliver such certificates, receipts or other documents as may be determined by them, or any of them, to be necessary or convenient to carry into effect the provisions of the foregoing votes. Member Cahill seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

APPROVE BALLOT QUESTION FOR TISBURY RENOVATION AND ADDITION PROJECT

Mr. Grande read the ballot question.

Member Cutrer motion to approve the proposition 2 ½ debt exclusion ballot question, as presented to this meeting by the Town Administrator, for the October 4, 2022, special election. Member Gomez moved. Member Cahill seconded the motion. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

APPROVE DATE FOR SPECIAL ELECTION FOR BALLOT QUESTION FOR TISBURY RENOVATION AND ADDITION PROJECT

Member Cutrer made the motion to call a special election for October 4, 2022, for a proposition 2 ½ debt exclusion vote for the supplemental borrowing appropriation for the Tisbury School renovation and building project which will be considered at the September 20, 2022, Special Town Meeting. Member Cahill amended the motion to addition instead of building. Member Gomez seconded the motion.

Ben Robinson stated we are talking about a ballot vote two weeks after the town meeting vote, and we are asking the state to exempt a ballot vote, so you don't want to wait two weeks to allow the taxpayers enough time to consider.

Mr. Grande stated he had discussed the potential special election dates with Town Clerk and October 4 was one of the dates that could be appropriate. Mr. Grande was hopeful he would have the Department of Revenue's decision by the end of the week unfortunately he did not. With the timing being so important he is working closely with Town Clerk to ensure no critical deadlines are missed.

Mr. Robinson believes two weeks is not enough time between the Special Town Meeting and the Ballot vote. He also believes the matter should be voted as a ballot question rather than following the DOR's process.

Mr. Grande explained that the DOR process is not new. It is a statutory process that if the Town does not follow would be a question why it was not followed. Mr. Grande stated that the Town has not been in a position to follow this process before. There are many other communities in the same position.

Member Cutrer brought the discussion back to the Board. **Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.** Vice-Chair Cutrer pointed that Tisbury School is not the only school in this situation and gave examples.

UPDATE- REOPENING AND CLOSING OF SPECIAL TOWN MEETING WARRANT FOR TUESDAY, SEPTEMBER 20, 2022

Member Cutrer read a motion request from Town Counsel David Doneski "at our meeting of July 27, 2022, the Select Board voted to call a Special Town Meeting for September 20, 2022, to consider a single warrant article for a supplemental appropriation for the Tisbury School renovation project, and also voted to open and close the warrant for the Special Town Meeting. The Town Clerk has advised that a copy of the warrant article should be on file prior to closing the warrant for the meeting. In order to avoid any conflict on this point I will ask for a motion to reopen the warrant for the Special Town Meeting at this point, as a hard copy of the warrant article language has now been filed with the Town Clerk."

Member Cahill made a motion to reopen the warrant for the September 20, 2022, Special Town Meeting to allow for the receipt of the appropriation warrant article. Member Gomez seconded the motion. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Cutrer read the motion to accept and approve the supplemental warrant article on file with the Town Clerk, subject to review by Town Counsel for the final form to be printed in the warrant, and to then close the warrant, as of the time of the vote under this motion. Member Gomez moved the motion. Member Cahill seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

APPROVE AND SIGN SEPTEMBER 6, 2022, STATE PRIMARY WARRANT

Member Cutrer made a motion to approve and sign the Warrant for September 6, 2022, State Primary. Member Cahill seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

SET THE DATE OF OCTOBER 4, 2022, FOR SPECIAL TOWN ELECTION

Member Gomez made the motion to assign Michael Ciano, Kenneth Barwick and Mark Campos in their capacity as constables to serve at the polls during the October 4, 2022, Special Town Election. Member Cahill seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Member Cahill made the motion to set the date to October 4, 2022, for Special Town Election and opt out of in Person Early Voting for this Election. Member Gomez seconded the motion. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

BEACH ROAD MUSIC FESTIVAL, LIAISON POSITION

Agenda Item Withdrawn .

PROSPECTIVE MEETINGS SCHEDULE AND AGENDA ITEMS

The Select Board provided time for public comment and clarification on the actions taken and to announce upcoming meetings regarding the school project. Mr. Grande stated the school committee has an upcoming meeting and the project will be discussing. Amy Houghton stated the next School Committee meeting is on Tuesday at 4pm. Present will be representatives from the contractor and managing company. It is a hybrid meeting. Anna Edith stated that there has been talk about starting the demolition in August. She asked if it would be happening before the school committee meeting? Mr. Grande responded that there is a demolition schedule which will be followed but he will leave the response to The School Committee. He also stated the schedule will be uploaded on the website. Amy Houghton confirmed there is an updated website that is coming up and it will be updated constantly. Tony Peaks was concerned with member Cutrer and his wife's involvement with the school as Select Board member and School Committee member, Mr. Grande stated that the Town Clerk and Mr. Cutrer will need to address this matter. Vice-Chair Cutrer clarified his position as an assistant educator with the school and that his wife is a s member of the School Committee. Jeff Robinson expressed his concerns about demolition beginning before everything is finalized. He thinks the gym should be left alone. Member Cutrer explained there is an approved scope of work and changes to it will only set the project back. Marie Laursen urged the board to not proceed with demolition before September 20. Member Cutrer stated her point is noted. Melinda Loberg asked the Board to keep the voters and the taxpayers in mind and not go through a waiver of the ballot question. Mr. Grande explained the process is not a waiver. It is an application to the Department of Revenue.

ADJOURNMENT

Member Gomez made a motion to adjourn the meeting. Member Cahill seconded. Vice-Chair Cutrer asked for a Roll Call Vote. The vote was 3 in favor, 0 opposed, and 0 abstained.

Meeting adjourned at 3:44 PM.

Meeting Minutes Recorded by Executive Assistant Elena De Foe

Meeting Minutes Approved _____

Larry Gomez
Chair



Roy Cutrer
Vice Chair



John Cahill
Clerk