



BOARD OF SELECTMEN
Meeting Minutes
September 24, 2012

Approved: October 15, 2012

PRESENT: Les Fox, Chair; Frank Powers, Clerk; Vincent Amoroso, Member; and Robert Stemple, Member

ABSENT: Raid Suleiman

ALSO PRESENT: Selina Shaw, Town Administrator; Finance Committee: Chair, Karim Raad & members Neal Hesler; Dilip Subramanyam, Jim Ham, Susan Bak, and Jeff Scott

Chair Fox called the meeting to order at 7:03 PM in the Town Administrator's office. Chair Fox stated that to conduct such sessions in an open meeting may have a detrimental effect on the bargaining position of the Board.

EXECUTIVE SESSION

Member Powers moved to adjourn to executive session to discuss strategy with respect to collective bargaining (Massachusetts Coalition of Police, Local 200, Police and Boxborough Professional Firefighters, Local 4601) and to reconvene in open session in the Grange Meeting Room at approximately 7:45 PM to continue with the regular business on the agenda. Seconded by Member Amoroso. **Approved 4-0 by Roll Call Vote: Fox "aye," Powers "aye," Amoroso "aye" and Stemple "aye."**

Chair Fox reconvened the meeting, in Open Session at 8:20 P.M. in the Grange Meeting Room of Town Hall.

The documents discussed herein have been included with the file copy of the agenda packet for the above referenced date and are hereby incorporated by reference.

ALSO PRESENT: Cheryl Mahoney, Department Assistant

ANNOUNCEMENTS

Chair Fox read the announcements.

APPOINTMENTS

- The Selectmen took up the ratification and execution of two agreements. Summarizations of the terms of each of these agreements were provided.
 - ◇ Shawn Gray and Eoin Bohnert were present representing Boxborough Professional Firefighters, Local 4601. Member Powers moved to ratify & execute the Agreement between the Town of Boxborough and Boxborough Professional Firefighters, Local 4601 for the period July 1, 2012 through June 30, 2015, subject to the approval by Town Meeting of the appropriation necessary to fund the cost items of the first year of the Agreement. Seconded by Member Amoroso. **Approved 4-0.**
 - ◇ Member Powers moved to ratify & execute the Agreement between the Town of Boxborough and Massachusetts Coalition of Police, Local 200, Police for the period July 1, 2012 through June 30, 2015, subject to the approval by Town Meeting of the appropriation necessary to fund the cost items of the first year of the Agreement. Seconded by Member Stemple. **Approved 4-0.**

Background was provided on these negotiations and there was discussion as to the Special Town Meeting process necessary to obtain approval of these appropriations.

- Members of the Finance Committee were present to discuss the FY 14 budget process, and the draft FY 14 budget timeline/task outline was reviewed. There are not real changes to the time frame structure for FY 14. It is based on previous years' and is designed to incorporate Selectmen meetings. FinCom Chair Raad advised that FinCom would like to see some revisions to the existing budget "change submission process." FinCom is recommending that any changes after January 15th go directly to FinCom and then they would forward to the Accountant. There was discussion as to the breakdown in the communication concerning budget change submissions during the FY 13 budget process. There was a consensus that there was a loss of some

control of the management process last year and that there needs to be a better job done in tracking changes and the providing rationales for changed items. There was a review of how the current process is supposed to work. It is the responsibility of the department head to provide back-up materials and detailed descriptions of changes throughout the budget process. These changes should be communicated to the FinCom and Selectmen through their respective liaisons and the Accountant so that this information is provided in parallel. It was determined that Member Stemple will work with FinCom to review the process and prepare recommended changes to the process, if needed.

The Board took agenda item #8a, out of order.

NEW BUSINESS

- The Board took up discussion on the potential timeline for a Special Town Meeting. The Finance Committee remained for this discussion. A proposed timeline, with a meeting date of December 10, 2012, was reviewed. The consensus of both the FinCom and the Selectmen was that January 7, 2013, was preferable for this Special Town Meeting; and that the timeframe would be adjusted to reflect this new date. TA Shaw advised that this alternative date has been vetted by the School and there are no conflicts. Member Amoroso moved to call a special town meeting, on Monday, January 7, 2013, to be held at the Blanchard Memorial. Seconded by Member Stemple. **Approved 4-0.**

APPOINTMENTS (Continued)

- Judi Resnick was present regarding the use of Steele Farm on Sunday, October 14th for a Vizsla Fun Day. Resnick explained that her organization, the Vizsla Club of Western New England holds an annual social gathering for member families and their dogs. She provided information on the Vizsla breed of dog, the VCWNE organization and the planning for this event. This is the first time they have held this event at Steele Farm. SFAC Chair, Ed Whitcomb, confirmed that the SFAC has given their approval. At this time the actual times have not been determined but Resnick anticipates an 11:00 AM – 3:00 PM timeframe. The dogs that will be attending will be under the owners' control – voice command “recall trained” or will be on-leash. Owners are aware that they are to clean up after their pets. The Board suggested that information on this event be published in the Beacon and posted at Steele Farm so that other users of the property can be made aware of this event and plan accordingly. Chair Fox moved to approve the use of the Steele Farm property on October 14, 2012, for a Vizsla Fun Day. Seconded by Member Powers. **Approved 4-0.**

The Board took agenda item #7a, out of order.

OLD BUSINESS

- BHC Chair, Alan Rohwer; SFAC Chair, Ed Whitcomb and Members, Bruce Hager & Judi Resnick; John Fallon, BHS; Rita Gibes-Grossman; and Norm Hanover, ConsCom were present to discuss the recent proposed revisions to the Steele Farm preservation restriction and to review Town Counsel additional input on the same. Some of the specific items discussed public water system access; the number of parking spaces and extinguishment. It was determined that, for now, the number of parking spaces would be identified by [TBD] and TTOR will be consulted on a working number. The further revisions to *Section D – Extinguishment* were reviewed. It was determined that the benchmark for the monetary value would be seventy-five percent (75%) of the “appraised/fair market” value. TTOR will be advised of this determination. Member Power moved to set seventy-five percent (75 %) as the proportional value under Section D1. Seconded by Member Stemple. **Approved 4-0.** If this was exercised, the intention is that the settlement amount would be shared equally among the stakeholders and the purpose of these funds would be to acquire another parcel that could be preserved in kind. There was additional discussion on some of the wording within Section - D. Town Counsel will be consulted on this wording. There was also discussion as to the next step in this process. It is possible that the final document could be approved and ready for the Board's signature next month.

APPOINTMENTS (Continued)

- Under Citizens' concerns, Moderator Fallon announced that there are currently three openings on the Finance Committee and he is seeking volunteer who are willing to take on these responsibilities.

SELECTMEN REPORTS

- Member Amoroso reported on Regionalization Study Committee activities. A new financial statement has been circulated based on recently projected Chapter 70 reimbursement. This could change the financial impact previous breakout reported by the RSC as to potential cost savings. There has been communication with the State about how our communities could get some of this money back. Boxborough School Committee Chair, Maria Neyland, was present and commented that the Town should be mindful that RSC discussions should also include whether Boxborough School staff and faculty health insurance coverage would be absorbed into the Acton Health Trust or if they their coverage would remain with the Town. This could affect

Boxborough's membership in the Minuteman Nashoba Health Trust. Member Amoroso noted that the RSC is aware of this concern and the A/B Regional School Committee has been approached about addressing these concerns.

- Member Stemple reported that the only meeting he had attended was last week's Joint School Committee/Selectmen meeting.
- Chair Fox reported that he attended the September 18th BLF meeting.

OLD BUSINESS (Continued)

Chair Fox provided an update on the Town's VoIP project. Information Systems Coordinator, Matt Frost, was present. This working group consists of: BITcom Chair Bhatia, IS Coord Frost, TA Shaw, Chief Ryder, Chief White and himself. Presently there are two leading vendors. There are several upcoming meetings to discuss how to proceed, and then the procurement process will begin.

SELECTMEN REPORTS (Continued)

Member Powers reported that the Fire Department is preparing an Emergency Medical Zone Plan, which will be coming before the Selectmen for approval.

He also reported that has been in discussion with Chief White regarding the fueling specifications for the proposed emergency generators. Chief White has advised that diesel fueling is required. Member Powers related the Chief's explanation as to the background and the rationale behind this specification. There was discussion as to the operation of the Town's existing emergency generators. Member Powers will continue to review the specifications for this project.

CONCERNS OF THE BOARD

- Arrangements for Saturday's Appreciation Event were reviewed.

MINUTES

- The Selectmen passed over approval of the minutes for the Executive sessions of September 10, 2012 and September 12, 2012.
- Member Powers moved to accept the minutes for the Regular Sessions of July 16, 2012 and September 10, 2012, as revised. Seconded by Member Stemple. **Approved 4-0.**

ADJOURN

- At 10:47 PM Member Power moved to adjourn. Seconded by Member Amoroso. **Approved 4-0.**

SELECTMEN'S ANNOUNCEMENTS

SEPTEMBER 24, 2012

The necessary contact information is available at the end of these announcements.

- **Town Volunteer and Staff members** are invited to the Board of Selectmen 5th Annual **Volunteer and Staff Appreciation BBQ** to be held here at Boxborough Town Hall on Saturday, September 29th. If you have not already sent your R.S.V.P. please respond to Cheryl Mahoney. We look forward to seeing you and your family on Saturday.

- The Boxborough Police Department has been working with Blanchard administration on a new “flow-through” **school traffic pattern** for buses and cars to reduce back-ups on Mass Ave and improve safety for student drop-off and pick-up. A proposed plan is being reviewed and may be implemented by October 9th. Blanchard families will be receiving notices in the school letter. The Police have placed a message board on Mass Ave to alert drivers of the upcoming changes to the traffic circulation pattern.

- **October 17th** is the last day for residents to register to vote in order to be eligible to vote in the November 6th **Presidential Election**. The Town Clerk's office will be open on October 17th from 9am-8pm.

- The Acton-Boxborough Cultural Council (ABCC) is accepting applications for their FY13 Grant Cycle. Individuals, non-profit groups, schools, libraries and religious organizations may apply for funding for arts projects. Grant application forms and guidelines are available at on the ABCC or Mass. Cultural Council's websites. Printed copies of the grant guidelines also are available at both Town Halls and all town libraries. However, applications are **ONLY AVAILABLE ON-LINE**, and must be completed on-line, then printed out and mailed along with supporting materials - to ABCC's P. O. Box, and must be postmarked on or before **October 15th, 2012**. Potential applicants are encouraged to contact the ABCC via email to abccinformation@gmail.com or by mail, in advance, of the deadline to ask questions and for help in completing applications.

- The Boxborough Board of Health would like to remind you that your outdoor activity may expose you to a number of **insects which can transmit disease**. Prevention is your best defense. Residents should use commonsense to protect themselves and their pets from exposure. Links to information on how to protect yourself can be found under “NEWS” on the Town’s homepage or on the Board of Health’s webpage.

- The Nashoba Boards of Health will be conducting a **Seasonal Flu Clinic** here in Boxborough on Monday, October 22nd, from 3:00-6:00 PM at the Blanchard School. This clinic is free and open to Boxborough residents. Additional information is available on the Town’s website.

- **This year’s Hazardous Waste Day** will take place on Saturday, October 27th from 9:00 AM to 1:00 PM, at the Highway Barn, 577 Mass Ave. not the Transfer Station. An informational flyer has been posted at the Town Hall, Transfer Station, on the Town’s website and various locations around Town.

- The Boxborough Police Department and the Governor’s Auto Theft Strike are sponsoring a **“VIN Etching Day.”** on **October 27th** from 9:00 a.m. to 2:00 p.m. at the Boxborough Fire Station at 502 Massachusetts Avenue. This process entails marking on all windows, with the car’s own unique Vehicle Identification Number (VIN), making your vehicle less wanted by car thieves. A certificate will be issues which can be submit to your insurer to receive a discount on their comprehensive auto insurance. There is a \$10.00 (**CASH ONLY**) fee for this etching service. No appointment is necessary, and vehicles will be done on a first-come, first-served basis. Go to the Boxborough Police Department website for more information.

- The **Well-Being Committee** is conducting an on-line survey of Boxborough residents regarding their family's health and well-being. The input received will be used to help develop programs to address wellness issues. Go to the Link on the Town's website under "NEWS" to provide your opinion with this on-line survey.

- The Towns of Acton and Boxborough are considering expanding the **Regional School District** to include grades Pre-K through 12. Residents are invited to provide their input to the Regionalization Study Committee. An informational flyer was included in your recent real estate tax bills with the Committee's internet contact information.

- The **Stow Road Concept Development Committee** continues its effort to reach out to residents to hear what you would like to see built at 72 Stow Road. You learn more by going to the Link on the Town's website under "NEWS" for background on the project and to provide your opinion by completing a brief on-line "Suggestion Box" survey.

- Town Departments welcome your questions and feedback on services. Please contact them through the email hyperlink appearing on each department's web page, give them a call or stop in to chat. If you are unable to stop in during normal office hours, don't hesitate to call and make an appointment for a mutually convenient time outside of normal hours.

- The Selectmen want to hear from you and invite residents to contact them regarding issues of concern. The Board can be contacted via e-mail from the link on the Selectmen's webpage.

➤ The Board of Selectmen continues to look for volunteers willing to serve on the various Town boards and committees, many of which have openings: Airport Study Committee (1), ZBA (1 alternate member), Housing Board (1), BITcom (2), ConsComm (1), Design Review Board (1 at-large member), Energy Committee (1), Recreation Commission (4) and the Steele Farm Advisory Committee. Also, the Town Moderator is seeking 3 volunteers to serve on the Finance Committee. Please consider participating on a town board. You will find it to be a worthwhile and rewarding experience. No matter what your knowledge or interest is, we can use your help in making Town government work.

- Contact information is available on the town website: <http://www.town.boxborough.ma.us> or you may call Town Hall at 978-263-1116 if you have any questions.
- The Selectmen can be contacted directly at selectmen@town.boxborough.ma.us.
- If you wish to find out more about **volunteer opportunities** on Town boards or committees contact Town Administrator Selina Shaw Selina.shaw@town.boxborough.ma.us
- If you have not already sent your response in for the **Appreciation Event** please RSVP to: cheryl.mahoney@town.boxborough.ma.us or by phone 978-263-1116, x 103.
- For more information on **voter registration** or absentee ballots go to the Town Clerk's webpage or you may call Town Clerk, Liz Markiewicz at 978-263-1116 extension 117.
- Additional information on insect borne disease can be found at the following websites www.cdc.gov/ticks and www.mass.gov/dph/wny or by contacting us at the Boxborough Board of Health office 978 263 1116 x115 or on the Town's website.
- Go to the Boxborough Police Department website www.boxboroughpolice.com for more information on the **October 27th "VIN Etching Day."**
- For more information or to apply for grant funding for an arts project FY 13 from the Acton-Boxborough Cultural Council (ABCC) go to: www.actonboxboroughculturalcouncil.org or www.massculturalcouncil.org for application forms and guidelines. However, the actual applications must be completed, printed out and made to the ABCC to P.O. Box 2291, Acton, MA, 01720, and must be postmarked on or before **October 15th 2012**. Potential applicants are encouraged to contact the ABCC via email to abccinformation@gmail.com or by mail in advance of the deadline to ask questions and for assistance in completing applications.
- Information on the **Regionalization Study Committee** can be found on the web at: www.ab.mec.edu or email your comments to: rsd_study_comm@mail.ab.mec.edu.



BOARD OF SELECTMEN
Meeting Agenda
September 24, 2012
Boxborough Town Hall
Grange Meeting Room

1. CALL TO ORDER, 7:00 PM [Town Administrator's Office]

2. EXECUTIVE SESSION (with members of the Finance Committee)

Collective bargaining

Move to adjourn to executive session to discuss strategy with respect to collective bargaining (Massachusetts Coalition of Police, Local 200, Police and Boxborough Professional Firefighters, Local 4601) and to adjourn immediately thereafter

**ROLL CALL
VOTE:**

Chair shall state: "To conduct such sessions in an open meeting may have a detrimental effect on the bargaining position of the Board."

RECONVENE IN OPEN SESSION IN GRANGE MEETING ROOM, 7:45 PM

3. ANNOUNCEMENTS

4. APPOINTMENTS

[Please be advised that times are approximate; please plan to arrive 15 minutes earlier than scheduled]

- a) Boxborough Professional Firefighters, Local 4601 representatives, 7:50PM

Move to ratify and execute the Agreement between the Town of Boxborough and Boxborough Professional Firefighters, Local 4601 for the period July 1, 2012 through June 30, 2015, subject to the approval by Town Meeting of the appropriation necessary to fund the cost items of the first year of the Agreement

VOTE:

- b) Massachusetts Coalition of Police, Local 200, Police, 7:55 PM

Move to ratify and execute the Agreement between the Town of Boxborough and Massachusetts Coalition of Police, Local 200, Police for the period July 1, 2012 through June 30, 2015, subject to the approval by Town Meeting of the appropriation necessary to fund the cost items of the first year of the Agreement

VOTE:

- c) FinCom, discussion regarding FY 14 budget process, 8:00 PM

- d) Judi, Resnick, regarding use of Steele Farm on Sunday, October 7th for a Vizsla Day, 9 PM

VOTE:

- e) Citizens' concerns

5. MINUTES

- a) Regular session, July 16, 2012

ACCEPT & POF

- b) Regular session, September 10, 2012

ACCEPT & POF

- c) Executive session, September 10, 2012

ACCEPT & POF

- d) Executive session (Contract Negotiating Team, Police), September 12, 2012

ACCEPT & POF

6. SELECTMEN REPORTS

7. OLD BUSINESS

- a) Steele Farm preservation restriction
- b) VoIP update

8. NEW BUSINESS

- a) Fall Special Town Meeting – discuss potential timeline

9. CORRESPONDENCE

ACCEPT & POF

- a) Internal Communications
- b) Minutes, Notices & Updates
- c) General Communications

10. PRESS TIME

11. CONCERNS OF THE BOARD

12. ADJOURN

BUDGET & WARRANT ARTICLE TIMELINE FY 2014

FOR DISCUSSION PURPOSES 9/24/12

October 15	<p>BoS discusses budgetary guidelines:</p> <ul style="list-style-type: none"> ▪ Prepare a zero-based budget. Budget managers (i.e. dept heads/committee chairs) should prepare their budgets from the bottom up, starting from zero. (The prior year's budget should NOT be used as the base). Define the level of budget necessary for the operation of the department/board and identify the key underlying assumptions. Be prepared to provide a rationale for your budgetary decisions identifying how the funding requested relates to the level of service proposed. Salaries will be tied to contractual obligations, which will soon be under negotiation, or for those employees under the Personnel Plan, to Schedule B. For the purposes of preparing the first pass at the budget, Schedule B wages should be calculated with a 1% increase and a step increase where appropriate.
October TBD	<p>Staff Meeting</p> <ul style="list-style-type: none"> ▪ Relate budget message. ▪ Review budget process and timeline.
October 19	<p>Accountant distributes budget packages (hard and soft copies) to all departments and committees.</p>
October 19 – November 16	<p>Budget managers prepare budgets with assistance provided by TA and Accountant if requested. Mechanical issues, as well as questions regarding growth, operations, etc. and clarifications on budget guidelines, should be directed to TA.</p>
November 16	<p>Deadline for returning budget packages to Accountant (hard and soft copies). Any submitted without summary document will be returned to preparer. Budget managers shall also submit intent and scope of proposed capital warrant articles for Annual Town Meeting (hard copy to accountant; soft copy to TA).</p>
November 16 – 30	<p>Accountant, with assistance from admin support staff (or senior tax work-off participant), assembles budget books for TA, BoS & FinCom.</p>
December 3	<p>BoS and FinCom receive budget books.</p>
December 5 – 12	<p>BoS liaisons, along with respective FinCom liaisons, meet individually with primary department heads (Police, Fire, Dispatch, DPW, and TA) to begin first review of budgets, ensuring consistency with budget guidelines and working with department heads to make reductions or other changes as necessary. Dept heads revise budgets accordingly...</p>
December 17	<p>Cursory review of budgets (& warrant articles) by BoS. Selectmen note "red flag issues" and determine which board/departments they would like to invite in for further discussion. BoS liaison and TA work with those budget managers to revise budgets as necessary and to schedule appointment with full BoS on January x and February x as needed...</p> <p>FinCom starts review of budgets, receiving additional input/clarification as necessary from TA and budget preparers. If needed, FinCom will prepare additional analyses and run scenarios.</p> <p>[N.B. BoS will determine appropriate service levels]</p>

January 7, 7 p.m. start	BoS meeting. BoS and FinCom meet with 2 primary department heads on alternating basis to review budgets.
January 14, 7 p.m. start	BoS meeting. BoS and FinCom meet with remaining 2 primary department heads on alternating basis to review budgets.
January 28	BoS meeting. Board meets with boards/committees as necessary to review budgets.
February 11	BoS meeting. Board meets with additional boards/committees as necessary to review budgets.
February 25	BoS meeting. BoS closes warrant to any new articles. [BoS liaison to the committee/department will work with sponsor of article and will be responsible for writing the recommendation on behalf of the BoS, as well as presenting at ATM. If liaison is away, Chair will assign responsibility to another member].
March 11	BoS meeting. Joint Public Hearing (BoS & Personnel Board) on any proposed Personnel Plan changes (may try to move this up, depending upon other proposed changes to Personnel Plan). Public hearing on any other proposed general bylaws.
March 14 (Thurs.)	Departments/Committees submit final language for warrant articles in electronic format to TA.
March 18	BoS meeting. BoS finalizes language for warrant articles.
March 21 (Thurs.)	Committees submit recommendations in electronic format to TA. (Recommendations should apply only to the scope and responsibility of the board).
March 25	BoS meeting. Final deadline for written recommendations. Meet with FinCom and determine funding sources for articles. FinCom deadline for the FinCom Report
April 1	BoS meeting. Absolute final votes (BoS/FinCom) on budget & warrant articles. BoS signs warrant.
April 26 (Fri.)	Warrant to be posted by Constable and mailed to town's residents.

NB: "Committee," "Board," and "Commission" are used synonymously.
Budget manager and dept head/committee used synonymously as well...

Still to be added to timeline: deadlines re: Capital Plan

PROCESS

- In order to maintain control of the master budget, only the Accountant will update the electronic master file.
- As soon as budgets are voted by FinCom, the information will be forwarded to the Accountant by e-mail or in hard copy.
- Likewise, as the Selectmen review budgets and recommend changes, TA will relay to the Accountant and FinCom.
- Accountant will update **electronic** budget file and provide **electronically** to Town Clerk, for placement on the town's website **no more than once a week, on Fridays**. There will be two versions: 1) for internal use with password protected access and 2) a public display version which excludes salary worksheets.
- Accountant will also provide an **electronic** summary document showing a listing of the revised budgets and an explanation of the changes from the previous version.
- Accountant will include revision date on the budget and updated detail line items.
- Accountant will distribute paper copies of individual revised department/committee budgets only to the affected department heads and committees.
- Any revisions must be submitted to Accountant by 10 a.m. on the Friday in order to be included in that week's revisions.

Selina S. Shaw

From: EWhitcomb1@comcast.net
Sent: Wednesday, September 19, 2012 4:41 PM
To: Selina S. Shaw
Cc: Judi Resnick
Subject: Re: Steele Farm Event

Selina,

The SFC voted to approve this activity subject to the Selectmen's approval and any conditions they may want to add.

Ed

From: "Selina S. Shaw" <selina.shaw@town.boxborough.ma.us>
To: jrez@aol.com
Cc: ntarbox@verizon.net, "Ed Whitcomb" <ewhitcomb1@comcast.net>, "Robert Stemple" <bstemple@verizon.net>, "Robert T. Stemple" <RSTEMPLE@PARTNERS.ORG>, "Les Fox" <lesfox@comcast.net>, "Cheryl Mahoney - ToB" <cheryl.mahoney@town.boxborough.ma.us>, "Elizabeth Markiewicz (work)" <elizabeth.markiewicz@town.boxborough.ma.us>
Sent: Wednesday, September 19, 2012 4:09:37 PM
Subject: RE: Steele Farm Event

Dear Judi,

We have added this to Monday night's busy agenda, but the Board will not be able to take up the matter until 9-ish. This is the only meeting the BoS has prior to your event. You will want to speak with Town Clerk Liz Markiewicz (cc-ed above) about the issuance of a raffle permit. Also, Ed should provide a note (email is fine) stating that the SFAC has voted to approve. I will not be in the office again until mid afternoon on Friday, so please send the info to Les, with a cc to Cheryl (and myself for the record) so she can include in the Board's agenda packet. As for a porta potty, Sue Reuther, formerly a RecComm member may be able to give you some input on possible rental firms. Cheryl may have already contacted you about this. Look forward to seeing you on Monday evening.

Regards,
 Selina

Selina S. Shaw
 Town Administrator
 29 Middle Road
 Boxborough, MA 01719
 978-263-1116, ext. 101
 978-264-3127 (fax)
<http://www.town.boxborough.ma.us>

When writing or responding, please be aware that the Secretary of State has determined that most email is a public record and, therefore, may not be kept confidential.

From: jrez@aol.com [mailto:jrez@aol.com]
Sent: Wednesday, September 19, 2012 12:36 PM
To: cheryl.mahoney@town.boxborough.ma.us; selina.shaw@town.boxborough.ma.us
Cc: ntarbox@verizon.net
Subject: Steele Farm Event

9/19/2012

Hi Cheryl & Selina:

I'd like to host a Vizsla Fun Day at Steele Farm on Sunday, October 7th. Vizsla is my dog breed and our club has a get together each Fall.

It would entail probably 15 dogs and owners, we'd be mostly in the field, using the picnic tables and barn for snacks and a raffle. We would car pool where possible to minimize cars and parking. The SFAC has approved it but I want to let Selina know for the BOS approval and I want to ask Cheryl what arrangements I need to make for a porta-potty on site that day, and any other arrangements I should make with you.

Thanks
Judi Resnick

Selina S. Shaw

From: jrez@aol.com
Sent: Wednesday, September 19, 2012 12:36 PM
To: cheryl.mahoney@town.boxborough.ma.us; selina.shaw@town.boxborough.ma.us
Cc: ntarbox@verizon.net
Subject: Steele Farm Event

Hi Cheryl & Selina:

I'd like to host a Vizsla Fun Day at Steele Farm on Sunday, October ^{14th}~~7th~~. Vizsla is my dog breed and our club has a get together each Fall.

It would entail probably 15 dogs and owners, we'd be mostly in the field, using the picnic tables and barn for snacks and a raffle. We would car pool where possible to minimize cars and parking. The SFAC has approved it but I want to let Selina know for the BOS approval and I want to ask Cheryl what arrangements I need to make for a porta-potty on site that day, and any other arrangements I should make with you.

Thanks
Judi Resnick

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2012 Annual Vizsla Fun Day, hosted by the **Vizsla Club of Long Island**. Every year we hold a picnic at a local park, so that all of the club members can gather to socialize, enjoy a nice lunch, and watch our dogs interact with one another. Most of them are off-leash, except for a few, who are not reliable off-leash for one reason or another, who are kept leashed.

A trainer in the making



Can't beat a great game of chase



Running through the fields



Vizsla - the original lap dog



Friends relaxing Together



A chuck it! A chuck it! Someone has a Chuck-It!



I want to run till I drop!



Lets play!



Still zooming...

Chilling with new friends



Hanging round the 'water hole'



DOG TIRED





BOARD OF SELECTMEN
Meeting Minutes
July 16, 2012

Approved: _____

PRESENT: Les Fox, Chair; Frank Powers, Clerk; Raid Suleiman, Member; Vincent Amoroso, Member; and Robert Stemple, Member

ALSO PRESENT: Selina Shaw, Town Administrator and Cheryl Mahoney, Department Assistant

The documents discussed herein have been included with the file copy of the agenda packet for the above referenced date and are hereby incorporated by reference.

Chair Fox called the meeting to order at 7:30 P.M. in the Grange Meeting Room of Town Hall.

ANNOUNCEMENTS

Chair Fox read the announcements.

APPOINTMENTS

- Members of the Planning Board; Town Planner Elizabeth Hughes; Police Chief Warren Ryder and Minuteman Village of Foxborough LLC (“Minuteman Village”) principals, Mike Jeanson; John Lyons; Donna Cisek; their architect, George Dimakarakos and attorney, Diahn McGlynn, were present to discuss a proposed affordable housing development on Stow Road. Residents/interested parties were also in attendance. Chair Fox clarified that this is just an initial discussion. The primary purpose is for the Selectmen to listen to the developer’s concept. Chair Fox provided a review of the current status of this project and the application process for a proposed affordable housing development (aka 40B), in general. Mr. Dimakarakos opened the discussion on behalf of Minuteman Village – providing a history of the property; describing the proposed number of units; and affordable housing component of this project. There was further discussion as to the local & veteran preference ratios; various preferential criteriaes include those for veterans and the Affordable Housing lottery process. In response to the Selectmen’s questions the Minuteman Village representatives provided additional information on their organization’s experience at to residential development; this development’s size; price range and size of the proposed units; the parcel’s size and configuration. Town Planner Hughes noted that single family dwellings are not a by right use in the Town Center zoning. She went on to discuss the original intent when this zoning district was created. There was discussion about access/egress, density, public safety and infrastructure concerns. There was discussion on the information provided and not provided to MassHousing in the Minuteman Village’s application. There was general discussion as to a potential timeline and the proposed development phases. Chair Fox noted that the Selectmen will be gathering input on this proposal from various town board & officials and compiling these comments into a letter that will be submitted to MassHousing. It was noted that MassHousing has, yet, to provide a date for their site visit.
- Energy Committee Chair, Francie Nolde, presented Richard Garrison as a candidate for appointment to the Energy Committee. Garrison related his background in recycling/waste management. The Selectmen were updated on the improvements being made at the Transfer Station. Further to the recommendation of the Energy Committee, Member Suleiman moved to appoint Richard Garrison to serve a three-year term on the Energy Committee, effective July 16, 2012 through June 30, 2015. Seconded by Member Powers. **Approved 5-0.**
- BITcom member, Eric Wong, was present to discuss pending improvements to the Town’s website. He explained some of the options that would now be available using the new platform and the timeline for implementation. He recognized Minuteman Tech student, Annie Vigggh’s, contributions to this project. There was also discussion on switching to a new host for the website and explained the benefits of acquiring a new domain name. The Selectmen complimented him on all of his hardwork and determined that Wong should move forward in acquiring the new domain name for the Town.

- Police Chief Warren Ryder was present to discuss his, occasionally, working outside details. Member Powers provided background on the terms negotiated with the Chief when he accepted this promotion and the intent when these terms were originally negotiated. The Chief is before the Board seeking clarification as to his working details. Chief Ryder noted that since accepting the promotion, to Police Chief, his annual income has been reduced by 10 % because of the loss of income due to foregoing detail work. In subsequent conversations, since his promotion, it has been discussed that he would like that the Town be more flexible in allowing him to work outside details, under specific conditions. His ability to work details in outside communities is permitted under his current contract. There was discussion on what would be the allowable circumstances and the level of oversight the Selectmen would have in approving/allowing these detail assignments. There was discussion as to mechanics of notifying the Selectmen of these assignments. Details in Boxborough would require Selectmen approval prior to accepting the assignment. Chief Ryder affirmed that, as Chief, he is contracted to be available 24/7. So, in emergency situations he would leave any detail that he was working to fulfill this obligation. There was general discussion on the Department's current overtime rate.

MINUTES

- Chair Fox moved to accept the minutes for the July 2, 2012, Executive Session - Contract Negotiating Team, Dispatch, as written. Seconded by Member Powers. **Approved 5-0.**
- Member Powers moved to accept the minutes for the July 2, 2012, Executive Session - Contract Negotiating Team, Police, as revised. Seconded by Member Stemple. **Approved 5-0.**

SELECTMEN REPORTS

- Member Powers reported that an agreement has been reached with Dispatch. However, they have reached an impasse with the Police union and the parties will now be seeking mediation.

He also reported that there had been some flooding in the basement of the Community Center. There seems to be little damage to the CoA equipment stored there but BERG still has to determine if their stored items suffered any damage. Due to this occurrence it has been suggested to the UCC that additional keys be made available. There has also been discussion about acquiring newer A/C units for the Community Center.

- Member Stemple reported that he attended the FinCom meeting earlier this evening - all of the RFTs were approved.
- Member Suleiman reported that the Energy Comm. is working on the getting the recycling compactor installed at the Transfer Station. They are also continuing their efforts to find ways for Boxborough to obtain the benefits available through the State's Green Communities programs. We are currently excluded because we are serviced by a municipal lighting company.
- Member Amoroso reported on Regionalization Study Committee activities. At the July 30th Selectmen's meeting he will provide a more extensive report and the other Selectmen will be asked for input that he can bring forth at the August 7th RSC meeting. The Beacon has published information on the RSC and their contact information has been mailed to resident. The public input that has been received is being compiled.
- Chair Fox reported that the Steele Farm preservation restrictions will also be on the agenda for July 30th. He requested the Selectmen provide their input on this by the end of the month.

OLD BUSINESS

- Discussion was opened on the status of the Minuteman Regional High School feasibility study for the proposed building project and recent communications generated by the towns of Belmont and Carlisle related to this. Cheryl Mahoney, as Minuteman School Comm. Rep., participated in this discussion. It was noted that these communities have concerns about non-district towns not having to contribute to the capital costs for the proposed building project. Boxborough has previously voiced similar concerns. There was discussion on the various lobbying efforts, both locally and at the state level, that are being conducted by Minuteman on this issue and related items. It was determined that Mahoney will communicate to the School Committee a suggestion from the Selectmen that the Minuteman School Committee schedule a forum on this one issue and that stakeholders and state legislators be invited to participate.
- There was discussion on the Selectmen's appreciation event for Town volunteers and employees. The date was changed to September 29, 2012; preparations and tasks were reviewed and assigned.

CONCERNS OF THE BOARD

- There was discussion on the Town Hall painting project.

NEW BUSINESS

- Member Suleiman moved to accept with regrets and place on file the resignation of K.C. Donovan from the Energy Committee effective immediately. Seconded by Member Powers. **Approved 5-0.**

ADJOURN

- At 10:13 PM Member Stemple moved to adjourn. Seconded by Member Amoroso. **Approved 5-0.**



BOARD OF SELECTMEN
Meeting Minutes
September 10, 2012

Approved: _____

PRESENT: Les Fox, Chair; Frank Powers, Clerk; Raid Suleiman, Member; Vincent Amoroso, Member; and Robert Stemple, Member

ALSO PRESENT: Selina Shaw, Town Administrator and Cheryl Mahoney, Department Assistant

The documents discussed herein have been included with the file copy of the agenda packet for the above referenced date and are hereby incorporated by reference.

Chair Fox called the meeting to order at 7:30 P.M. in the Grange Meeting Room of Town Hall.

ANNOUNCEMENTS

Chair Fox read the announcements.

APPOINTMENTS

- Town Planner Elizabeth Hughes, members of the Planning Board, Fire Chief Randolph White, DPW Director Tom Garmon and Police Chief Warren Ryder (Ryder arrived at ~8:00 PM), were present to discuss proposed intersection improvements at Stow & Burroughs Roads and Chester & Burroughs Roads. Residents/interested parties were also in attendance. The purpose of tonight is simply to review background as to what precipitated these proposed improvements and to provide a status update to the Selectmen. It further was clarified that there is no formal process and no public hearing is required for the Town to change a layout within an existing layout of a town roadway. Town Planner Hughes reviewed the history of this project and existing conditions at these locations. She also provided the details as to what investigative work has been done and data collected to date. They have been working with the Town's consulting engineer. The engineer has taken the data compiled (i.e. the turning radius for the largest school bus & fire apparatus and observations when cones & signs were placed to revise traffic flow), and has adjusted the plans for these configurations/layouts accordingly. The intention is to conduct a final "dry-run" and then proceed with the work. The current proposal is to take back/tear-up pavement and restoring loam/grass at both intersections and to install signage, as needed. It was further noted that the intersection at Chester and Burroughs Roads would go from a 3-way stop to a "T" configuration. Director Garmon, Chief White and Chief Ryder also provided input. The proposed re-configurations are a low cost and low maintenance ways to improve the safety and traffic flow at these locations, while maintaining the rural aspects of these roadways. Several abutters and interested residents spoke to their concerns about the existing conditions and provided their input as to the proposed re-configuration. The consensus of the abutters that were present seems to be in favor of this work.
- Owen Neville remained to present a citizen's concern. There has been discussion about moving the Town's war memorials down to the proposed turf area at the Burroughs/Stow Roads intersection. He is concerned about placing all of these memorials in just one location. These memorials need to be properly maintained, not moved. He further noted that the Town has no memorials for those conflicts after World War II.

MINUTES

- Member Powers moved to accept the minutes for the Executive Session of August 1, 2012 (Contract Negotiating Team, Fire); August 2, 2012 (Contract Negotiating Team, Police); August 27, 2012; September 5, 2012 (Contract Negotiating Team, Fire); and September 6, 2012, (Contract Negotiating Team, Police), as written. Seconded by Member Suleiman. **Approved 5-0.**

SELECTMEN REPORTS

- Member Amoroso reported and updated the Board on Regionalization Study Committee activities. The RSC submitted a report to the ABRSC last week, and requested the A/B School Committee's input. The RSC shall review the A/B School Committee's input; addressing the concerns raised, as the necessary. Ultimately the RSC will be presenting a proposal to the residents of both Boxborough and Acton.

- Member Suleiman reported that the Personnel Board continues its work on possible revisions to the Town's compensation model.

He also reported that the Acton Water District Legislative Bill has been signed. He thanked the various Acton officials for their cooperation in this effort.

- Member Stemple reported FinCom is starting FY 14 budget preparations. They are awaiting the cost figures for the various contracts. They have acknowledged Free Cash. A new member was at tonight's meeting, he also learned, tonight, that Amy Burke is resigning. FinCom is currently down by three members.
- Member Suleiman further reported that Burke has indicated that she would like to now serve on the Recreation Commission. However, she needed to formally resign from FinCom before she could seek this new position.
- Chair Fox reported that he has participated in several contract negotiation meetings since the last Selectmen's meeting.

He also reported that he attended a MAGIC meeting last week – one of the items discussed was a new Agricultural Survey project. They will be working on the project's final scope in the coming weeks.

- Member Powers reported that the contract negotiating team has reached an agreement with the Firefighter's union. Town Counsel is preparing the final language. They are scheduled to meet with the Police Union on Wednesday. Chair Fox noted that as the negotiation team is hopeful that they will be wrapping up Police Union negotiations soon. Then we can start preparations for the Special Town Meeting to approve the funding of these contracts.

Member Powers reported that he met with the Holiday Inn's General Manager on their providing salad for the Appreciation Event.

Member Powers also reported that the focus has shifted for the next Well-being Committee meeting. There is a significant concern about substance abuse especially among high-school aged youths. This is a concern both here and in Acton, so, representatives from Acton have been invited to participate to this meeting.

- Chair Fox reported that the Town's position letter to MassHousing on Minuteman Village 40B proposal has been submitted.

He also announced the details on the Selectmen's annual Appreciation Event.

NEW BUSINESS

- The Board took up the re-assignment of two members of the Zoning Board of Appeals (ZBA). Chair Fox noted that this restructuring had previously been discussed when these ZBA members were re-appointed back in June.
 - ◊ Chair Fox moved to accept with regrets and place on file the resignation of Christian Habersaat (as a full member) from the ZBA, effective immediately. Seconded by Member Powers. **Approved 5-0.**
 - ◊ Chair Fox moved to accept with regrets and place on file the resignation of Karen Warner (as an alternate member) from the ZBA, effective immediately. Seconded by Member Powers. **Approved 5-0.**
 - ◊ Chair Fox moved to appoint Karen Warner to the ZBA effective immediately to complete the unexpired term of Christian Habersaat, expiring June 30, 2015. Seconded by Member Powers. **Approved 5-0.**
 - ◊ Chair Fox moved to appoint Christian Habersaat to serve as an alternate member on the ZBA effective immediately to complete the unexpired term of Karen Warner, expiring June 30, 2013. Seconded by Member Powers. **Approved 5-0.**
- Member Amoroso opened discussion on the United Nations Association of Greater Boston's request for Boxborough to recognize October 24, 2012, as United Nations Day, referring to a memorandum that he had prepared. The other Board members related some of their personal experiences with various UN programs. Member Amoroso moved to recognize October 24, 2012 as United Nations Day. Seconded by Member Suleiman. **Approved 5-0.**

CORRESPONDENCE

- There was discussion on the notification from MEMA that they have grant funds available for hazard mitigation. This grant program was initiated by concerns that came to light after Oct. 2011 snow storm.
- There was discussion on the FY 13 State Budget - Chapter 70 disbursement information provided by Senator Eldridge.
- There was discussion on the notice from the State's Information Technology Division that they are proceeding with a GIS project to map tax parcels at no cost to Town. This seems to be a state-wide effort.

EXECUTIVE SESSION

- At 8:52 PM, Member Powers moved to adjourn to executive session to consider the purchase, exchange, lease or value of real estate, and to continue in executive session to discuss strategy with respect to collective bargaining (Massachusetts Coalition of Police, Local 200, Police and Boxborough Professional Firefighters, Local 4601) and to adjourn immediately thereafter. Seconded by Member Suleiman. Chair Fox stated to conduct such sessions in an open meeting may have a detrimental effect on the bargaining position of the Board. **Approved 5-0 by Roll Call Vote: Fox “aye,” Powers “aye,” Stemple “aye,” Suleiman “aye,” and Amoroso “aye.”**

8a

Timeline for Special Town Meeting Proposed for December 10, 2012

Call STM	Monday, 9/24/12
Submit intent and scope of proposed warrant articles to TA in electronic format	Thursday, 10/11/12
Submit final language for warrant articles to TA in electronic format	Thursday, 10/18/12
Board of Selectmen closes warrant	Monday, 10/22/12
Board of Selectmen finalizes language for warrant articles.	Monday, 10/22/12
Submit recommendations to TA in electronic format	Thursday, 11/1/12
Final votes (BoS/FinCom) on warrant articles. Deadline for written recommendations.	Monday, 11/5/12
Warrant to be signed by BoS	Monday, 11/5/12
Warrant to be posted by Constable and mailed to Town's residents	Wednesday, 11/21/12

7a

From: "Jeanne McKnight" <[REDACTED]>
Subject: RE: Steele Farm Conservation Restriction
Date: September 19, 2012 6:23:18 PM EDT
To: "Selina S. Shaw" <selina.shaw@town.boxborough.ma.us>
Cc: "John Giorgio" <[REDACTED]>, "Les Fox" <lesfox@comcast.net>

Selina:

You are right to highlight B (14) Water Supply. The issue of whether the installation of water supply infrastructure would be subject to the prior approval of the Grantee was not discussed. Neither was the requirement that a request for approval must be accompanied by any environmental impact studies (presumably any that are required for the project under state and federal law but that is not clear) and that "documentation deemed necessary by the Grantee to determine the impact of the activity on the conservation and historic values of the Premises" be submitted with the request for approval.

Likewise, the amount of additional parking spaces that would be allowed was not discussed at our September 13th meeting, as highlighted.

I failed to notice that Section D.5. dealt with the ongoing trust and I should have simply changed that wording. I recommend deleting Section D.5 and renumbering Extinguishment by Eminent Domain as Section D.5 and making the trust provision Section D.6, so the trust provision is at the end of Section D.

Jeanne

Jeanne S. McKnight, Esq.
Kopelman and Paige, P.C.
101 Arch St.
12th floor
Boston, MA 02110
([REDACTED]) (Direct Line)
([REDACTED]) (Fax)
[REDACTED]

This message and the documents attached to it, if any, are intended only for the use of the addressee and may contain information that is PRIVILEGED and CONFIDENTIAL and/or may contain ATTORNEY WORK PRODUCT. If you are not the intended recipient, you are hereby notified that any dissemination of this communication is strictly prohibited. If you have received this communication in error, please delete all electronic copies of this message and attachments thereto, if any, and destroy any hard copies you may have created and notify me immediately.

From: Selina S. Shaw [mailto:selina.shaw@town.boxborough.ma.us]
Sent: Wednesday, September 19, 2012 5:51 PM
To: Jeanne McKnight
Cc: John Giorgio; 'Les Fox'
Subject: RE: Steele Farm Conservation Restriction

Dear Jeanne,

Looks like you caught everything. A comment.... I had totally missed D 5:

5. Continuing Trust of Grantee's Share of Proceeds of Conservation Restriction Disposition. The Grantee shall use its share of the proceeds solely within the Town of Boxborough in a manner consistent with the conservation purposes of this grant.

Perhaps the newly added D 7 should simply replace language in section D5?

In the attached, I have accepted prior changes and kept only the new... I will wait for your input on combining D5 and D7 and then would like to send to group for review and include in BoS agenda packet.. I am out of the office until Friday afternoon.. I expect to have access to email and should be available by cell (508-208-9783), but may need to phone back.

An additional note... for the town's reference... I have highlighted B14 and B16 because the comments you made have not yet been addressed by the group

Thanks for your help.

Regards,
Selina

Selina S. Shaw
Town Administrator
29 Middle Road
Boxborough, MA 01719
978-263-1116, ext. 101
978-264-3127 (fax)
<http://www.town.boxborough.ma.us>

When writing or responding, please be aware that the Secretary of State has determined that most email is a public record and, therefore, may not be kept confidential.

From: Jeanne McKnight [mailto:████████████████████]
Sent: Tuesday, September 18, 2012 3:43 PM
To: selina.shaw@town.boxborough.ma.us
Cc: John Giorgio
Subject: Steele Farm Conservation Restriction

Selina:

Attached is a second revised version of the proposed conservation restriction, which is marked to show changes from the version you originally sent me. This version differs from the version I sent you on August 20, 2012, and reflects the changes that were discussed at the meeting I attended on September 13, 2012. The changes deal with: proportionate value of the fee ownership interest in the Premises, and the value of the restriction (where I left blanks since this is to be further discussed); the use by the Grantee(s) of funds the Grantee(s) may receive from termination of the restriction or taking of the restriction by eminent domain (only for properties within the Town of Boxborough); assignment by the Grantee(s) of the restriction to a different entity or entities; and adding a limited costs of enforcement clause that would not apply to the Town.

If you have questions or comments regarding these changes, let me know.

Jeanne

Jeanne S. McKnight, Esq.
Kopelman and Paige, P.C.
101 Arch St.
12th floor
Boston, MA 02110

CONSERVATION AND HISTORIC PRESERVATION RESTRICTION
to
THE TRUSTEES OF RESERVATIONS
and
BOXBOROUGH HISTORICAL SOCIETY

STEELE FARM, BOXBOROUGH, MASSACHUSETTS

THE TOWN OF BOXBOROUGH, with an address of 29 Middle Road, Boxborough, MA 01719, being the sole owner of the granted premises and intending hereby to bind itself and its successors and assigns, who are collectively referred to herein as "Grantor", acting pursuant to Sections 31, 32, and 33 of Chapter 184 of the Massachusetts General Laws, hereby grants, with quitclaim covenants, to The Trustees of Reservations, a Massachusetts charitable corporation established under Chapter 352 of the Acts of 1891, and qualified to hold Conservation and Preservation Restrictions in accordance with Chapter 184 of the Massachusetts General Laws, and having an address at 572 Essex Street, Beverly, MA, 10915, its successors and permitted assigns, and the Boxborough Historical Society, Inc., qualified to hold Conservation and Preservation Restrictions in accordance with Chapter 184 of the Massachusetts General Laws, having an address at 29 Middle Road, Boxborough, MA, 01719, its successors and permitted assigns, (collectively the "Grantee"), in perpetuity and exclusively for conservation and historic preservation purposes, as a gift, the following described Conservation and Historic Preservation Restriction (hereinafter, the "Restriction") on a parcel of land described in the below-referenced deed as having 34 acres and 10 rods more or less, and shown on Town Assessor's map as having 36.19 acres, located at 484 Middle Road in the Town of Boxborough, Massachusetts, said parcel being described in Exhibit A, attached hereto, and shown in the sketch plan in Exhibit B, attached hereto ("Premises"), said exhibits A and B being incorporated into this Restriction by this reference. For Grantor's title to the Premises, see deed from James T. Van Buren, guardian of the estate of Myrtle J. Steele, to the Town of Boxborough, recorded on August 25, 1994 in the Middlesex South District Registry of Deeds, Book 24806, Page 143.

Purpose. This Conservation and Historic Preservation Restriction is defined in and authorized by Sections 31-33 of Chapter 184 of the Massachusetts General Laws and otherwise by law. Its purpose is to assure that the Premises will be retained in perpetuity predominantly in its natural, scenic, and open condition, and for agricultural, forestry, recreational and water supply uses, and for the preservation of its historic structures and landscape, and to prevent any use of the Premises that will materially impair or interfere with the conservation and historic values of the Premises.

The intent of this Restriction is to provide protections consistent with the goals of the residents of the Town of Boxborough when the property was acquired in 1994, and to maintain the lands and buildings in the appearance and style of an 18th and 19th century working farm characteristic of Boxborough's rural, agricultural heritage, and to promote ongoing public education, enjoyment and use.

The public benefits resulting from conservation and preservation of the Premises include, without limitation:

- (1) Protection of Scenic Resources. The Premises comprise part of a highly scenic landscape visible from Middle Road. Protection of the Premises will preserve the scenic character of Middle Road and scenic views of an open, historic agricultural landscape.
- (2) Historic Preservation. The Premises are included in the National Register of Historic Places as the Levi Wetherbee Farm, listed on December 12, 2006 (NRHP #06001128). The National Register of Historic Places Nomination Form is hereby attached hereto and incorporated into this Restriction as Exhibit D. Protecting the Premises will preserve a farmhouse, a barn and an icehouse and its associated rural, agricultural landscape dating to the mid-19th century.
- (3) Protection of Agriculture. Protection of the Premises will allow for continued productive agricultural activities and will conserve important soils classified by the United States Department of Agriculture's Natural Resource Conservation Service as Prime Agricultural Soils (Sudbury fine sandy loam).
- (4) Protection of Wildlife Habitats. Conservation of the Premises will protect habitat (including grasslands, meadows, woodlands and wetlands) used by a variety of wildlife, including nesting grassland birds. The protection of the Premises will enhance the ecological value and integrity of adjacent, similarly protected lands, including the Beaver Brook Meadow.
- (5) Protection of Recreational Resources. Preservation of the Premises will preserve the public's use and enjoyment of Steele Farm for passive recreation and compatible public events.
- (6) Aquifer Protection. The Premises is located near, or itself may become, a potential municipal drinking water well site. Protection of the Premises will contribute to the preservation of this public water supply.
- (7) Furtherance of Government Policy, Boxborough. Protection of the Premises is consistent with the Town of Boxborough's most recently completed Open Space and Recreation Plan (2002) and the Boxborough Master Plan (2002).
- (8) Furtherance of Government Policy, Massachusetts. Protection of the Premises is in furtherance of the policy of the Commonwealth of Massachusetts, Department of Conservation and Recreation, Heritage Landscape Inventory Program, which recommends the permanent protection of Steele Farm in the Boxborough Reconnaissance Report/Freedom's Way Landscape Inventory.

The terms of this Restriction are as follows:

A. Prohibited Uses. Except as provided in the reserved rights set forth in paragraph B below, the Grantor will neither perform nor allow others to perform the following acts and uses, which are expressly prohibited on, above and under the Premises:

- (1) Any alterations to or removal of existing buildings;
- (2) Constructing, placing or allowing to remain any temporary or permanent building, tennis court, landing strip, mobile home, swimming pool, asphalt or concrete pavement, sign, fence, billboard or other advertising display, antenna, utility pole, tower, conduit, line or other temporary or permanent structure or facility on, above or under the Premises;
- (3) Mining, excavating, dredging or removing from the Premises of soil, loam, peat, gravel, sand, rock or other mineral resource or natural deposit; alteration of the existing natural topography of the Premises; withdrawal of surface or ground water from the Premises.
- (4) Placing, filling, storing or dumping on the Premises of soil, refuse, trash, vehicle bodies or parts, rubbish, debris, junk, waste or other substance or material whatsoever or the installation of underground storage tanks;
- (5) Cutting, removing or otherwise destroying trees, grasses or other vegetation;
- (6) Activities detrimental to drainage, flood control, water conservation, water quality, erosion control, soil conservation, or archaeological conservation;
- (7) The use, temporary or permanent parking, or storage of motorcycles, motorized trail bikes, snowmobiles and all other motor vehicles, except as provided in paragraph B below, or as necessary for the police, firefighters or other governmental agents to carryout their lawful duties;
- (8) The disruption, removal, or destruction of the stone walls or granite fence posts on the Premises;
- (9) Conveyance of a part or portion of the Premises alone, or division or subdivision of the Premises; conveyance of a part or portion of the Premises, or division or subdivision of the Premises for conservation purposes, shall be permitted with the written consent of the Grantee; conveyance of the Premises in its entirety shall be permitted, provided that any such conveyance is subject to, and consistent with, the terms of this Restriction;
- (10) The use of the Premises for:
 - a. subsequent transferal of development rights to any property, whether or not adjacent to the Premises;
 - b. use in any calculations involving development of this or any other property, whether or not adjacent to the Premises, in any manner whatsoever.

- (11) Any other use of the Premises or activity thereon that is inconsistent with the purpose of this Restriction or that would materially impair significant conservation interests unless necessary in an emergency for the protection of the conservation and historic interests that are the subject of this Restriction.

B. Reserved Rights. All acts and uses not prohibited in paragraph A are permissible, provided they do not materially impair the purposes of this Restriction. The following acts and uses, otherwise prohibited in Paragraph A, are permitted, but only if such uses and activities do not materially impair the purpose of this Restriction:

- (1) Maintenance of Historic Structures. With prior written approval of Grantee, alterations to the existing buildings' exteriors are allowed, providing that they are (a) clearly of minor nature and not affecting the characteristics which contribute to the architectural, archeological and historical integrity of the Premises, or (b) the Grantee determines that it will not impair such characteristics after reviewing plans and specifications submitted by the Grantor, or (c) required by casualty or other emergency promptly reported to the Grantee. Any activity shall be carried out in a manner consistent with the United States Secretary of the Interior's "Standards for Treatment of Historic Properties, with Guidelines for Preserving, Rehabilitating, Restoring and Reconstructing Historic Buildings (36 CFR 67 and 68)," an excerpt of which is attached hereto as Exhibit C, as these may be amended from time to time (hereinafter the "Secretary's Standards"). With prior written notice to Grantee, the maintenance, restoration or alteration of the existing buildings' interiors is permitted.

i. The Barn. With the prior written approval of the Grantee, the barn may be extended beyond the limits of its original perimeter solely for the purposes of fully implementing uses consistent with the purposes of this Restriction. In no such case shall such extension diminish the architectural quality or style as originally designed and constructed nor the general profile or architectural features.

ii. Minor Structures. The construction, maintenance, repair and replacement of (1) minor structures for use by the public for educational and passive recreational purposes, such as but not limited to interpretive signs, exhibits, shelters and benches, (2) ancillary decorative or landscape structures as may be desirable in support of the historic landscape restoration program or restoration of historic landscape elements, and (3) minor structures needed for compliance with the American with Disabilities Act (ADA) standards. All such structures shall be designed and located so as not to have deleterious impact on the historic and conservation values of the Premises.

Notwithstanding the foregoing provisions if, after an inspection, the Building Inspector finds that a building subject to this Restriction poses an immediate threat to public health or safety due to its deteriorated condition and that there is no reasonable alternative to the immediate repairs or demolition of the building or

structure, then the Building Inspector may issue an emergency repair or demolition permit. The Building Inspector shall then prepare a report explaining the condition of the building and the basis for his decision, which shall be forwarded to the Grantees before such repairs or demolition can take place.

- (2) Recreational Activities. Hiking, horseback riding, cross-country skiing, sledding, dog walking, jogging, bird and nature watching, camping, mountain biking, snowshoeing, amateur astronomy in both daylight and night-time hours, kite-flying, model aircraft flying, model rocketry, camping with permit and other outdoor recreational activities (including activities permitted pursuant to Paragraph B(1), above and activities described in the Management Plan referred to in Section A.11. of this Restriction) that do not materially alter the landscape or degrade environmental quality.
- (3) Events. The use of the Premises, including the existing buildings, for public or private events, including but not limited to official Town festivals (such as winter fest and employee/volunteer recognition functions), historic re-enactments, concerts, or private functions, such as weddings or reunions, and erection of temporary tents, provided that any event does not materially alter the landscape or degrade environmental quality.
- (4) Trails. The construction, maintenance and marking of trails for pedestrian use, mountain biking and horseback riding, including the construction, maintenance, repair and replacement of boardwalk trails or footbridges where such use is consistent with the purposes of the Restriction.
- (5) Wood Roads. The maintenance of presently existing wood roads, as identified in the baseline documentation report completed prior to the grant of this Restriction, located on the Premises substantially in their present condition, or as reasonably necessary for the uses permitted herein, and, with the prior written permission of Grantee, the construction of new wood roads for such purposes.
- (6) Agriculture. Agricultural, horticultural, and animal husbandry operations carried on in accordance with the then-current scientifically-based practices recommended by the U.S. Cooperative Extension Service, U.S. Natural Resources Conservation Service, or other government or private natural resource conservation and management agencies then active, and to the extent possible, with respect to, and in accordance with, the scenic, historic and ecological values of the property (including but not limited to the clearing and cultivation of fields, the mowing and grazing of meadows, the haying of the grasslands, the selective planting of trees, shrubs and flowers, including without limitation those for shade, ornament or fruit-bearing purposes, planting, cultivating and harvesting of Christmas trees, keeping of farm animals and bees, small-scale commercial activities in association with such operations, and community gardens).

- (7) Field Expansion. With prior written approval of Grantee, the expansion of existing fields for agricultural, animal husbandry, or horticultural use.
- (8) Forestry. In accordance with generally accepted forest management practices, (a) selective pruning and cutting to prevent, control or remove hazards, disease or insect damage, fire or to preserve the present condition of the Premises, including vistas wood roads and trails; (b) harvesting trees for use or sale on the Premises; and (c) following notice to Grantee, the cutting of trees for any purpose, including, without limitation, commercial timber production, in accordance with a forest stewardship plan, prepared by a professional forester, that is designed to protect the conservation and historic values of the Premises, including without limitation, scenic, historic and ecological values. Grantor agrees to provide a copy of the forest management plan to the Grantee. Where Grantor intends to implement a forest management plan, Grantor agrees to provide Grantee written notice and a cutting plan 30 days prior to any forestry activity.
- (9) Composting. The stockpiling, occasional burning, and composting of stumps, tree and brush limbs and similar biodegradable materials originating on the Premises in locations where the presence of such activities will not have a deleterious impact on the purposes (including scenic values) of this Restriction.
- (10) Wildlife Habitat Improvement. With prior written approval of Grantee, and in consultation with the Conservation Commission, measures designed to restore native biotic communities, or to maintain, enhance or restore wildlife, wildlife habitat, or rare or endangered species.
- (11) Archaeological Investigations. The conduct of archaeological activities, including without limitation survey, excavation and artifact retrieval, following submission of an archaeological field investigation plan and its approval in writing by Grantee and the State Archaeologist of the Massachusetts Historical Commission (Massachusetts General Laws, Chapter 9, section 27C, 950 C.M.R. 70.00), or the appropriate successor official.
- (12) Signs. The erection, maintenance and replacement of signs with respect to hunting, trespass, rules for use of the property, trail access, identity and address of the property, the Grantee's interest in the property, and the protected conservation and historic values.
- (13) Access to Well Site on Adjacent Lands. The use of the Premises to gain access to adjacent, Town-owned lands (including without limitation the so-called "Picnic Trust" property), that may be the location of one or more future municipal drinking water wells, but only where there are no feasible alternative routes that would bypass the Premises. Temporary access to the Picnic Trust land include activities required for the exploration and testing drinking of water well sites and construction of one or more drilled or driven wells. Permanent access to a constructed municipal well or wells on the Picnic Trust site or other Town-owned

land shall be permitted to maintain, repair or replace the well(s), and to construct, route and service underground utility lines needed to operate the well(s), including electric power and pipes to carry the water from the well(s), as long as any access is carried out in a manner that preserves the existing conditions of the Premises to the greatest possible extent.

- (14) Water Supply. **[Subject to the prior written approval of the Grantee?], the site exploration and testing, design, installation, maintenance and replacement of a new public water supply well or wells and related water supply structures, including without limitation pumps, pump houses, water mains, water filtration system and any other building or structure used for public water supply purposes, and any access thereto and related parking facility on the Premises. [A request for approval of a well must be accompanied by any environmental impact studies and documentation deemed necessary by Grantee to determine the impact of the activity on the conservation and historic values of the Premises.]**
- (15) Motorized Vehicles. The use of motorized vehicles by the Grantor or its agents as necessary in exercising any of the reserved rights in this paragraph B, provided that such use shall be limited to roads to the extent possible and shall be conducted so as not to cause erosion or other adverse impacts on the conservation and historic values of the Premises. The use of mobility assistance devices by persons with disabilities, for access to and within the Premises, provided that such use and access do not create a hazard to the safety of either the user of such device or other persons on the Premises.
- (16) Parking. The construction, replacement, repair, maintenance, use and expansion to not more than **X** additional parking spaces, and, with prior written approval of Grantee, further expansion of the existing designated parking area, now accommodating **XX** parking spaces, shown in Exhibit B, for permitted activities on the Premises.

The exercise of any right reserved by Grantor under this paragraph B shall be in compliance with all the Town of Boxborough bylaws and regulations, including then-current Zoning By-Law, Wetlands Bylaw, and all other land use and environmental regulations, the Wetlands Protection Act (Massachusetts General Laws Chapter 131, Section 40) and all other applicable federal, state laws and regulations. The inclusion of any reserved right in this paragraph B requiring a permit from a public agency does not imply that the Grantee or the Commonwealth takes any position as to whether such permit should be issued.

C. Notice and Approval. Whenever notice to or approval by Grantee is required under the provisions of paragraphs A or B, Grantor shall notify Grantee in writing not less than sixty (60) days prior to the Grantor's commencement of the activity in question. The notice shall describe the nature, scope, design, location, timetable and any other material aspect of the

proposed activity in sufficient detail to permit Grantee to make an informed judgment as to its consistency with the purposes of this Restriction.

1. Where Grantee's approval is required under paragraph B(1) *Maintenance of Historic Structures*, the Boxborough Historical Society, Inc. ("BHS"), its successor or assign, shall, within thirty (30) days of receipt of Grantor's request, notify The Trustees of Reservations ("TTOR"), its successor or assign, of BHS's decision. Following receipt of BHS's notice, but in no case later than sixty (60) days following TTOR's receipt of Grantor's written request, TTOR shall either affirm or reverse the decision of BHS. TTOR's decision shall in all cases be final and controlling as to Grantee. In the event that no decision is received from BHS within said thirty (30) days, TTOR shall proceed to issue its decision within sixty (60) days of receipt of Grantor's written request. Failure of TTOR to act within said sixty (60) days shall be deemed to constitute approval of either BHS's decision, if one has been issued, or, in the absence of BHS's decision, of Grantor's request as submitted, so long as the request sets forth the provisions of this section relating to deemed approval after the passage of time. Grantee's approval shall not be unreasonably withheld, but shall be granted only upon a showing that the proposed activity will not materially impair the purposes of this Restriction.

2. Where Grantee's approval is required under all other provisions of paragraphs A or B, TTOR shall grant or withhold its approval in writing within sixty (60) days of receipt of Grantor's written request therefor, provided that the Grantor's request complies in every respect with the requirements of this paragraph. TTOR's approval shall not be unreasonably withheld, but shall be granted only upon a showing that the proposed activity will not materially impair the purposes of this Restriction. Failure of TTOR to respond in writing within such 60 days to a request which complies with the requirements of this paragraph shall be deemed to constitute approval by TTOR of the request as submitted, so long as the request sets forth the provisions of this section relating to deemed approval after the passage of time.

D. Extinguishment.

1. Grantee's Receipt of Property Right. The Grantor(s) and the Grantee agree that the donation of this Restriction gives rise for purposes of this paragraph to a real property right, immediately vested in the Grantee, with a fair market value that is equal at least to the proportionate value (percent (%)) that this Restriction, determined at the time of the gift and documented in the Baseline Documentation Report (\$), bears to the value of the unrestricted Premises at that time (\$).

2. Right of Grantee to Recover Proportional Value at Disposition. If circumstances arise in the future that render the purpose of this Restriction impossible to accomplish, this Restriction can be terminated, released or extinguished, whether in whole or in part, only by proceedings consistent with MGL 184 Sections 31-33 or judicial proceedings in a court of competent jurisdiction. In case of any such extinguishment or other release of the Restriction, then Grantee, on a subsequent sale, exchange or involuntary conversion of the Premises, shall be entitled to a portion of the proceeds in accordance with paragraph D.1, above, subject, however, to any applicable law that expressly provides for a different disposition of proceeds, after complying

with the terms of any gift, grant or funding requirements. Grantee shall use its share of the proceeds in a manner consistent with the conservation purpose set forth herein.

3. Grantor/Grantee Cooperation Regarding Public Action. Whenever all or any part of the Premises or any interest therein is taken by public authority other than the Town of Boxborough under power of eminent domain or other act of public authority, then the Grantor and the Grantee shall cooperate in recovering the full value of all direct and consequential damages resulting from such action.

4. Allocation of Expenses upon Disposition. All related expenses incurred by the Grantor and the Grantee shall first be paid out of any recovered proceeds, and the remaining proceeds shall be distributed between the Grantor and the Grantee in shares proportional to their interests in the Premises, as described in paragraphs D.1 and D.2, above, after complying with the terms of any gift, grant or funding requirements. The Trustees of Reservations and the Boxborough Historical Society, Inc., as co-holders, shall share equally in any proceeds due to the Grantee under the provisions of section D of this Restriction.

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~~5. Continuing Trust of Grantee's Share of Proceeds of Conservation Restriction Disposition. The Grantee shall use its share of the proceeds solely within the Town of Boxborough in a manner consistent with the conservation purposes of this grant.~~

~~65. Extinguishment by Eminent Domain by Town of Boxborough. Whenever the entirety or any provision of this Restriction is taken by eminent domain by the Town of Boxborough for a public purpose under G.L. c.79 or any special act, damages calculated in accordance with paragraph D.1, above shall be due to the Grantee, based upon an appraisal by an independent appraiser obtained by the Grantor and Grantee hereby waives any right to an award of additional damages.~~

~~6. Proceeds to be Held in Trust by Grantee. The Grantee shall hold all proceeds paid to the Grantee under section D of this Restriction in trust to be used to acquire real property or interests in real property, including without limitation restrictions, which real property shall be located within the Town of Boxborough, for conservation purposes and/or for historic preservation purposes, and, whether or not the Town of Boxborough holds the fee ownership interest in the Premises at the time the proceeds is paid to the Grantee, the Grantee shall consult with the Board of Selectmen (or the officer or board then acting as chief executive officer of said municipality) upon the site or sites chosen for such acquisition, and The Trustees of Reservations and the Boxborough Historical Society, Inc. shall consult with each other in the choice of such sites. If the fee ownership interest in any real property is acquired by the Grantee with said trust funds, the property shall be held in trust in perpetuity for such conservation and/or historic preservation purposes and if a restriction is acquired, it shall be a perpetual conservation restriction and/or historic preservation restriction pursuant to G.L. c.84, §§31-32. If any circumstance arises whereby a court of competent jurisdiction determines that this trust is no longer able to be accomplished by either Grantee, the remainder of the funds held by that Grantee shall be given to the Town of Boxborough to be held in trust for conservation and/or historic preservation purposes.~~

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E. Access. The Restriction hereby conveyed does not grant to Grantee, to the public generally, or to any other person any right to enter upon the Premises except as follows:

1. Grantor hereby grants to the Grantee and its representatives the right to enter the Premises (a) at reasonable times and in a reasonable manner for the purpose of regular monitoring and inspecting the same to determine compliance herewith, including the right to access the Premises over roads and rights of way owned by the Grantor and any rights of way or other access ways now or hereafter available to Grantor for access to the Premises, and (b) after 30 days' prior written notice, to take any and all actions with respect to the Premises as may be necessary or appropriate, with or without order of court, to remedy, abate or otherwise enforce any violation hereof.

2. Grantor hereby grants to the public the right to enter upon the Premises for passive outdoor recreational uses of the Premises in a manner that is consistent with the Permitted Uses in Section B, above, and M.G.L. Chapter 40, Section 8c and M.G.L. Chapter 132A, Section 11 and Sections 2b and 2d, such as walking, jogging, cross-country skiing, sledding, fishing, birding, horseback riding, hiking, dog walking, picnicking, wildlife observation, camping with permit and other similar activities, subject to reasonable terms and conditions determined by the Grantor for such access.

F. Grantee's Right to Post Identifying Signage. The Grantee shall have the right to post signs, no more than one foot by one foot in size, on the boundaries of the Premises, identifying the interest of the Grantee in the Premises, and informing the public of the nature and public benefit of the conservation and preservation of the Premises.

G. Legal Remedies of Grantee. The rights hereby granted shall include the right to enforce this Restriction by appropriate legal proceedings and to obtain injunctive and other equitable relief against any violations, including without limitation relief, if feasible and subject to appropriation, requiring restoration of the Premises to their condition prior to such violation (it being agreed that Grantee will have no adequate remedy at law). The rights hereby granted shall be in addition to, and not in limitation of, any other rights and remedies available to Grantee. Grantor covenants and agrees to reimburse Grantee for all reasonable costs and expenses (including without limitation reasonable counsel fees) incurred in enforcing this Restriction or in taking reasonable measures to remedy or abate any violation thereof, provided that a violation of this Restriction is acknowledged by Grantor or determined by a court of competent jurisdiction to have occurred, and provided further that such reimbursement obligation shall not be enforceable against the Town of Boxborough if at the time of violation said Town continues to be the holder of the fee ownership interest in the Premises. By its acceptance of this Restriction, Grantee does not undertake any liability or obligation relating to the condition of the Premises, including with respect to compliance with hazardous materials or other environmental laws and regulations. Any election by the Grantee as to the nature and timing of its actions pursuant to its right to enforce this Restriction or otherwise exercise its rights hereunder shall not be deemed or construed to be a waiver of such rights.

H. Acts Beyond Grantor's Control. Nothing contained in this Restriction shall be construed to entitle Grantee to bring any action against Grantor for any injury to or change in the

Premises resulting from causes beyond the Grantor's control, including, but not limited to, fire, flood, storm and earth movement, or from any prudent action taken by Grantor under emergency conditions to prevent, abate, or mitigate significant injury to the Premises resulting from such causes. The parties to this Restriction agree that in the event of damage to the Premises from acts beyond the Grantor's control, if it is desirable that the Premises be restored, the parties will cooperate in attempting to restore the Premises if feasible.

I. Duration and Assignability. The burdens of this Restriction shall run with the Premises and shall be enforceable against Grantor in perpetuity. Grantee is authorized to record or file any notices or instruments appropriate to assuring the perpetual enforceability of this Restriction. The Grantor appoints the Grantee its attorney-in-fact to execute, acknowledge and deliver any such instruments on its behalf. Without limiting the foregoing, the Grantor agrees itself to execute any such instruments upon request. The benefits of this Restriction shall be in gross and shall not be assignable by Grantee, except in the following instances from time to time: (i) as a condition of any assignment, Grantee requires that the purpose of this Restriction continue to be carried out; (ii) the assignee, at the time of assignment, qualifies under Section 32 of Chapter 184 of the Massachusetts General Laws, as an eligible donee to receive this Restriction directly; ~~and~~ (iii) Grantee complies with the provisions required by Article 97 of the Amendments to the State Constitution, if applicable; and (iv) while the Town of Boxborough continues to be the holder of the fee ownership interest in the Premises, said Town, acting by and through its Board of Selectmen (or the officer or board then acting as chief executive officer of said municipality) approves the assignee in writing, which approval shall not unreasonably be denied. Grantor and Grantee intend that the restrictions arising hereunder shall take effect when all requisite signatures pursuant to Section 32 of Chapter 184 of the General Laws have been obtained and the document has been recorded in the Middlesex South District Registry of Deeds. This Restriction shall be recorded in a timely fashion.

J. Subsequent Transfers. Grantor agrees to incorporate by reference the terms of this Restriction in any deed or other legal instrument by which Grantor conveys any interest in all or a portion of the Premises, including, without limitation, a leasehold interest. Grantor further agrees to give written notice to Grantee of the proposed transfer of any such interest at least twenty (20) days prior to the date of such transfer. Failure of Grantor to do so shall not impair the validity of this Restriction or limit its enforceability in any way

K. Termination of Rights and Obligations. Notwithstanding anything to the contrary contained herein, the rights and obligations under this Restriction of any party holding any interest in the Premises terminate upon transfer of that party's interest, except that liability for acts or omissions occurring prior to transfer, and liability for the transfer itself if the transfer is in violation of this Restriction, shall survive the transfer.

L. Estoppel Certificates. Upon request by Grantor, Grantee shall within forty-five (45) days execute and deliver to Grantor any document, including an estoppel certificate, that certifies the status of Grantor's compliance with any obligation of Grantor contained in this Restriction, or that otherwise evidences the status of this Restriction, as may reasonably be requested by Grantor.

M. Amendment. If circumstances arise under which an amendment to or modification of this Conservation Restriction would be appropriate, Grantor, acting by and through its Board of Selectmen (or the officer or board then acting as chief executive officer of said municipality) if the Town of Boxborough is still the owner of the Premises, and Grantee may jointly amend this Conservation Restriction; provided that no amendment shall be allowed that will affect the qualification of this Conservation Restriction or the status of Grantee under any applicable laws, including sections 31-33 of Chapter 184 of the General Laws of Massachusetts; any amendment shall be consistent with the purposes of this Restriction, and shall not affect its perpetual duration. Any amendment shall occur only in exceptional circumstances. Any amendment shall be consistent with the purposes of this Restriction, shall not affect its perpetual duration, shall be approved by the Secretary of Energy and Environmental Affairs and the Massachusetts Historical Commission or as required by applicable statutes in effect at the time of the proposed amendment and, if applicable, shall comply with the provisions of Article 97 of the Amendments to the Massachusetts Constitution. Any such amendment shall be recorded in the Middlesex South District Registry of Deeds.

N. Effective Date. This Conservation Restriction shall be effective when the Grantor and the Grantee have executed it, the administrative Approvals required by Section 32 of Chapter 184 of the General Laws have been obtained, and it has been recorded in the Middlesex South District Registry of Deeds.

O. Recordation. The Grantee shall record this instrument in timely fashion in the Middlesex South District Registry of Deeds.

P. Notices. Any notice, demand, request, consent, approval, or communication that either party desires or is required to give to the other shall be in writing and either served personally or sent by first class mail, postage pre-paid, addressed to the party to be notified, at the address last known to the notifying party, or to such address as is reasonably ascertainable.

Q. Miscellaneous

(1) Controlling Law. The interpretation and performance of this Restriction shall be governed by the laws of the Commonwealth of Massachusetts.

(2) Liberal Construction. Any general rule of construction to the contrary notwithstanding, this Restriction shall be liberally construed in favor of the grant to effect the purpose of this Restriction and the policy and purpose of Mass. Gen. Laws Chapter 184, Sections 31-33. If any provision in this instrument is found to be ambiguous, an interpretation consistent with the purpose of this Restriction that would render the provision valid shall be favored over any interpretation that would render it invalid.

(3) Severability. If any provision of this Restriction shall to any extent be held invalid, the remainder shall not be affected.

(4) Entire Agreement. This instrument sets forth the entire agreement of the parties with respect to the Restriction and supersedes all prior discussions, negotiations, understandings, or agreements relating to the Restriction, all of which are merged herein.

(5) Joint Obligation. The obligations imposed by this Restriction upon the parties that together comprise "Grantor" shall be joint and several.

(6) Captions. The captions in this instrument have been inserted solely for convenience of reference. They are not a part of this instrument and shall have no effect upon construction or interpretation.

(7) Pre-existing rights of the Public. Approval of this Restriction pursuant to M.G.L Chapter 184, Section 32 by any municipal officials, by the Secretary of Energy and Environmental Affairs, and by the Massachusetts Historical Commission is not to be construed as representing the existence or non-existence of any pre-existing rights of the public, if any, in and to the Premises. Any such pre-existing rights of the public, if any, are not affected by the granting of this Restriction.

(8) Counterparts. This Restriction may be executed in counterparts and shall constitute a single agreement whether or not all signatures appear on a single copy hereof.

(9) Baseline Documentation. In order to establish the present condition of the Premises and the conservation and historic values thereon which are protected by this Conservation Restriction, so as to enable the Grantee to monitor future uses of the Property and to assure compliance with the terms hereof, Grantor and Grantee have prepared an inventory of the relevant features and conditions of the Premises (the "Baseline Documentation Report"), and agree that the same is an accurate representation of the condition of the Premises as of the date of the execution of this Restriction. Verified originals of the Baseline Documentation Report will be deposited with the Grantor and in the permanent records of the Grantee.

(10) Subordination. Grantor represents, and Grantee relies on Grantor's representation, that the Premises are free from any lien, encumbrance, or other interest by any third party in the Premises.

(11) Management Plan. Grantor and Grantee recognize the importance of and need for a property management plan for the Premises. In order to achieve the purpose of this Restriction, the Grantor shall develop a written management plan, consistent with the Conservation Restriction, in consultation with the Grantee that is designed to balance the multiple permitted uses and protect the conservation and historic preservation values of the Premises. Such Management Plan may be amended from time to time by Grantor, in consultation with Grantee.

No documentary stamps are required, as this Restriction is a gift.

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We, the undersigned, being a majority of the Selectmen of the Town of Boxborough, Massachusetts, hereby certify that at a meeting duly held on _____, 20__ the Selectmen voted to grant the foregoing Conservation and Historic Preservation Restriction to _____ and _____ pursuant to M.G.L. Chapter 184, Section 32.

Executed under seal this _____ day of _____, 20__.

Selectmen:

Leslie R. Fox, Chair

Francis J. Powers, Clerk

Vincent M. Amoroso

Robert T. Stemple

Raid M. Suleiman

COMMONWEALTH OF MASSACHUSETTS

_____, ss. _____, 20__

On this ____ day of _____, 20__, before me, the undersigned notary public, personally appeared _____, _____, _____, _____, and _____, proved to me through satisfactory evidence of identification, which was _____, to be the persons whose names are signed on the preceding or attached document, and acknowledged to me that they signed it voluntarily for its stated purpose.

Notary Public
My commission expires:

ACCEPTANCE OF GRANT

The above Conservation and Historic Restriction is accepted this _____ day of _____, 20__.

THE TRUSTEES OF RESERVATIONS

By _____
Kathryn Abbott
Acting President

COMMONWEALTH OF MASSACHUSETTS

_____, ss. _____, 20__

On this ____ day of _____, 20__, before me, the undersigned notary public, personally appeared _____, proved to me through satisfactory evidence of identification, which was _____, to be the persons whose names are signed on the preceding or attached document, and acknowledged to me that they signed it voluntarily for its stated purpose.

Notary Public
My commission expires:

ACCEPTANCE OF GRANT

The above Conservation and Historic Preservation Restriction is accepted this _____ day of _____, 20__.

BOXBOROUGH HISTORICAL SOCIETY, INC.

By Duncan Brown, President

COMMONWEALTH OF MASSACHUSETTS

_____, ss. _____, 20__

On this ____ day of _____, 20__, before me, the undersigned notary public, personally appeared _____, proved to me through satisfactory evidence of identification, which was _____, to be the persons whose names are signed on the preceding or attached document, and acknowledged to me that they signed it voluntarily for its stated purpose.

Notary Public
My commission expires:

APPROVAL BY SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
COMMONWEALTH OF MASSACHUSETTS

The undersigned, Secretary of the Executive Office of Environmental Affairs of the Commonwealth of Massachusetts, hereby certifies that the foregoing Conservation Restriction to The Trustees of Reservations has been approved in the public interest pursuant to M.G.L. Chapter 184, Section 32.

Date: _____, 20__

Richard K. Sullivan, Jr., Secretary of Energy and
Environmental Affairs

COMMONWEALTH OF MASSACHUSETTS

_____, ss. _____, 20__

On this ____ day of _____, 20__, before me, the undersigned notary public, personally appeared _____, proved to me through satisfactory evidence of identification, which was _____, to be the persons whose names are signed on the preceding or attached document, and acknowledged to me that they signed it voluntarily for its stated purpose.

Notary Public
My commission expires:

APPROVAL BY MASSACHUSETTS HISTORICAL COMMISSION
COMMONWEALTH OF MASSACHUSETTS

The undersigned Executive Director and Clerk of the Massachusetts Historical Commission hereby certifies that foregoing preservation restriction agreement has been approved pursuant to Massachusetts General Law, chapter 184, section 32.

Date: _____

BRONA SIMON, Executive Director
And Clerk

COMMONWEALTH OF MASSACHUSETTS

_____, ss.

On this _____ day of _____, 2012, before me, the undersigned notary public, personally appeared Brona Simon, proved to me through satisfactory evidence of identification, which was (a current driver's license) (a current U.S. passport) (my personal knowledge of the identity of the principal), to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purposes.

Notary Public
My Commission Expires _____

Exhibit A

The Premises consist of a parcel of land located at 484 Middle Rd.in Boxborough, Massachusetts, lying on the South side of Middle Road, shown as 07-3-125-0.0 on a plan entitled Boxborough Assessor's Map, prepared by Boxborough Assessor , dated FY 03and on Exhibit B herein. The Premises are bounded and described as follows:

For Grantor's title to the Premises, see Middlesex South Registry of Deeds Book 24806, Page 143.

Exhibit B – Sketch Plan of the Premises

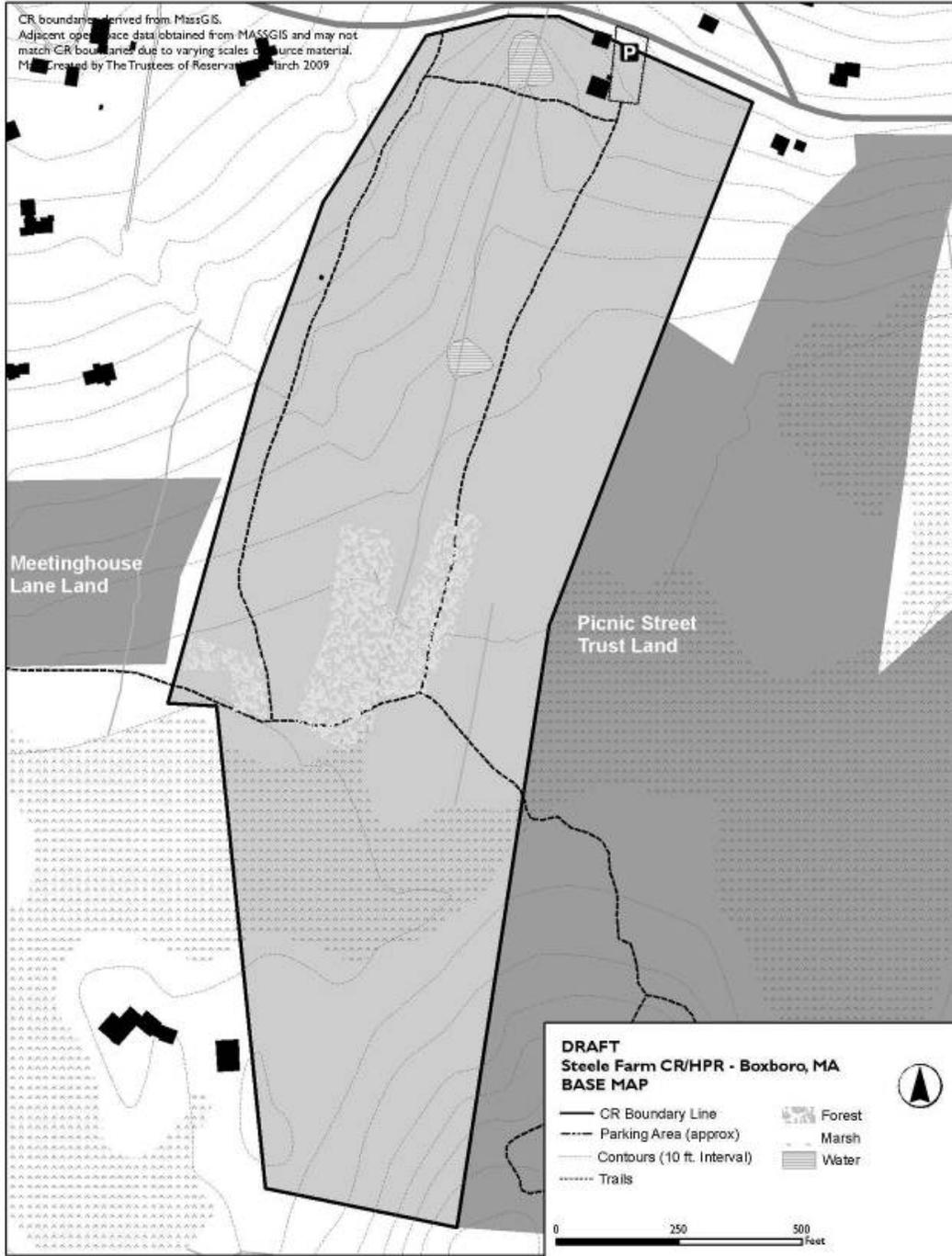


Exhibit C

Standards for the Treatment of Historic Properties

PART 68—THE SECRETARY OF THE INTERIOR'S STANDARDS FOR THE TREATMENT OF HISTORIC PROPERTIES

Authority: The National Historic Preservation Act of 1966, as amended (16 U.S.C. 470 *et seq.*); sec. 2124 of the Tax Reform Act of 1976, 90 Stat. 1918; EO 11593, 3 CFR part 75 (1971); sec. 2 of Reorganization Plan No. 3 of 1950 (64 Stat. 1262).

Source: 60 FR 35843, July 12, 1995, unless otherwise noted.

§ 68.1 Intent.

The intent of this part is to set forth standards for the treatment of historic properties containing standards for preservation, rehabilitation, restoration and reconstruction. These standards apply to all proposed grant-in-aid development projects assisted through the National Historic Preservation Fund. 36 CFR part 67 focuses on “certified historic structures” as defined by the IRS Code of 1986. Those regulations are used in the Preservation Tax Incentives Program. 36 CFR part 67 should continue to be used when property owners are seeking certification for Federal tax benefits.

§ 68.2 Definitions.

The standards for the treatment of historic properties will be used by the National Park Service and State historic preservation officers and their staff members in planning, undertaking and supervising grant-assisted projects for preservation, rehabilitation, restoration and reconstruction. For the purposes of this part:

- (a) *Preservation* means the act or process of applying measures necessary to sustain the existing form, integrity and materials of an historic property. Work, including preliminary measures to protect and stabilize the property, generally focuses upon the ongoing maintenance and repair of historic materials and features rather than extensive replacement and new construction. New exterior additions are not within the scope of this treatment; however, the limited and sensitive upgrading of mechanical, electrical and plumbing systems and other code-required work to make properties functional is appropriate within a preservation project.
- (b) *Rehabilitation* means the act or process of making possible an efficient compatible use for a property through repair, alterations and additions while preserving those portions or features that convey its historical, cultural or architectural values.
- (c) *Restoration* means the act or process of accurately depicting the form, features and character of a property as it appeared at a particular period of time by means of the removal of features from other periods in its history and reconstruction of missing features from the restoration period. The limited and sensitive upgrading of mechanical, electrical and plumbing systems and other code-required work to make properties functional is appropriate within a restoration project.
- (d) *Reconstruction* means the act or process of depicting, by means of new construction, the form, features and detailing of a non-surviving site, landscape, building, structure or object for the purpose of replicating its appearance at a specific period of time and in its historic location.

§ 68.3 Standards.

One set of standards—preservation, rehabilitation, restoration or reconstruction—will apply to a property undergoing treatment, depending upon the property's significance, existing physical condition, the extent of documentation available and interpretive goals, when applicable. The standards will be applied taking into consideration the economic and technical feasibility of each project.

(a) *Preservation.* (1) A property will be used as it was historically, or be given a new use that maximizes the retention of distinctive materials, features, spaces and spatial relationships. Where a treatment and use have not been identified, a property will be protected and, if necessary, stabilized until additional work may be undertaken.

(2) The historic character of a property will be retained and preserved. The replacement of intact or repairable historic materials or alteration of features, spaces and spatial relationships that characterize a property will be avoided.

(3) Each property will be recognized as a physical record of its time, place and use. Work needed to stabilize, consolidate and conserve existing historic materials and features will be physically and visually compatible, identifiable upon close inspection and properly documented for future research.

(4) Changes to a property that have acquired historic significance in their own right will be retained and preserved.

(5) Distinctive materials, features, finishes and construction techniques or examples of craftsmanship that characterize a property will be preserved.

(6) The existing condition of historic features will be evaluated to determine the appropriate level of intervention needed. Where the severity of deterioration requires repair or limited replacement of a distinctive feature, the new material will match the old in composition, design, color and texture.

(7) Chemical or physical treatments, if appropriate, will be undertaken using the gentlest means possible. Treatments that cause damage to historic materials will not be used.

(8) Archeological resources will be protected and preserved in place. If such resources must be disturbed, mitigation measures will be undertaken.

(b) *Rehabilitation.* (1) A property will be used as it was historically or be given a new use that requires minimal change to its distinctive materials, features, spaces and spatial relationships.

(2) The historic character of a property will be retained and preserved. The removal of distinctive materials or alteration of features, spaces and spatial relationships that characterize a property will be avoided.

(3) Each property will be recognized as a physical record of its time, place and use. Changes that create a false sense of historical development, such as adding conjectural features or elements from other historic properties, will not be undertaken.

- (4) Changes to a property that have acquired historic significance in their own right will be retained and preserved.
- (5) Distinctive materials, features, finishes and construction techniques or examples of craftsmanship that characterize a property will be preserved.
- (6) Deteriorated historic features will be repaired rather than replaced. Where the severity of deterioration requires replacement of a distinctive feature, the new feature will match the old in design, color, texture and, where possible, materials. Replacement of missing features will be substantiated by documentary and physical evidence.
- (7) Chemical or physical treatments, if appropriate, will be undertaken using the gentlest means possible. Treatments that cause damage to historic materials will not be used.
- (8) Archeological resources will be protected and preserved in place. If such resources must be disturbed, mitigation measures will be undertaken.
- (9) New additions, exterior alterations or related new construction will not destroy historic materials, features and spatial relationships that characterize the property. The new work will be differentiated from the old and will be compatible with the historic materials, features, size, scale and proportion, and massing to protect the integrity of the property and its environment.
- (10) New additions and adjacent or related new construction will be undertaken in such a manner that, if removed in the future, the essential form and integrity of the historic property and its environment would be unimpaired.
- (c) *Restoration.* (1) A property will be used as it was historically or be given a new use that interprets the property and its restoration period.
- (2) Materials and features from the restoration period will be retained and preserved. The removal of materials or alteration of features, spaces and spatial relationships that characterize the period will not be undertaken.
- (3) Each property will be recognized as a physical record of its time, place and use. Work needed to stabilize, consolidate and conserve materials and features from the restoration period will be physically and visually compatible, identifiable upon close inspection and properly documented for future research.
- (4) Materials, features, spaces and finishes that characterize other historical periods will be documented prior to their alteration or removal.
- (5) Distinctive materials, features, finishes and construction techniques or examples of craftsmanship that characterize the restoration period will be preserved.
- (6) Deteriorated features from the restoration period will be repaired rather than replaced. Where the severity of deterioration requires replacement of a distinctive feature, the new feature will match the old in design, color, texture and, where possible, materials.
- (7) Replacement of missing features from the restoration period will be substantiated by documentary and physical evidence. A false sense of history will not be created by adding

conjectural features, features from other properties, or by combining features that never existed together historically.

(8) Chemical or physical treatments, if appropriate, will be undertaken using the gentlest means possible. Treatments that cause damage to historic materials will not be used.

(9) Archeological resources affected by a project will be protected and preserved in place. If such resources must be disturbed, mitigation measures will be undertaken.

(10) Designs that were never executed historically will not be constructed.

(d) *Reconstruction.* (1) Reconstruction will be used to depict vanished or non-surviving portions of a property when documentary and physical evidence is available to permit accurate reconstruction with minimal conjecture and such reconstruction is essential to the public understanding of the property.

(2) Reconstruction of a landscape, building, structure or object in its historic location will be preceded by a thorough archeological investigation to identify and evaluate those features and artifacts that are essential to an accurate reconstruction. If such resources must be disturbed, mitigation measures will be undertaken.

(3) Reconstruction will include measures to preserve any remaining historic materials, features, and spatial relationships.

(4) Reconstruction will be based on the accurate duplication of historic features and elements substantiated by documentary or physical evidence rather than on conjectural designs or the availability of different features from other historic properties. A reconstructed property will recreate the appearance of the non-surviving historic property in materials, design, color and texture.

(5) A reconstruction will be clearly identified as a contemporary re-creation.

(6) Designs that were never executed historically will not be constructed.

Exhibit D

Copy of The National Register of Historic Places Nomination Form (NRHP #06001128), which is a historic baseline.

[NOTE: At The Massachusetts Historical Commission's instruction, an image of the National Register Nomination Form is to be added here.]



**Internal Communications and Outgoing Communications
September 24, 2012**

1. Communications from MMA Executive Director Geoffrey Beckwith, to "Local Official":
 - a. Dated September 6, 2012, advising of the fall 2012 Regional Legislative Breakfast schedule. #
 - b. Dated September 7, 2012, regarding a Chapter 90 Local Road Funding Survey that they are conducting.
2. Coverletter from Northwest Suburban Health Alliance's CHNA 15 Steering Committee, received on September 17, 2012, to TA Shaw, providing a complimentary copy of their recently released Health Assessment Report concerning the communities that comprise the CHNA 15 communities. [*e-copy may be downloaded from their website www.chna15.org*].
3. Letter from TA Shaw, dated September 17, 2012, to Mass. Green Communities Division, Regional Coordinator, Kelly Brown, advising that Energy Comm. member, Margaret Webber is an authorized user in regards to the MassEnergyInsight reporting system.
4. Copy of a certified letter from Interim Inspector of Bldgs., Craig Martin, dated September 17, 2012, to Viktoria Prokopovich, 156 Burroughs Road regarding Wetlands Protection Act Violations. *
5. Letter from Selectmen Chair, Leslie R. Fox, dated September 19, 2012, to .GOV Domain Registration to requesting authority over the domain name boxborough-ma.gov and authorizing the payment for same.

* Indicates that the item is included in the agenda packet as well as in the general notebook.

Indicates that the item had been previously distributed.



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BOS-IC*

BOXBOROUGH BUILDING DEPARTMENT
29 Middle Road, Boxborough, Massachusetts 01719
Phone: (978) 263-1116 ext. 115
www.town.boxborough.ma.us

September 17, 2012

VIA CERTIFIED MAIL

Viktoria Prokopovich
156 Burroughs Road
Boxborough, MA 01719

RE: 156 Burroughs Road -- Wetlands Protection Act Violation

Dear Ms. Prokopovich,

Please be advised that it has come to my attention that violations to the Massachusetts Wetlands Protection Act and Boxborough Wetlands Regulations may exist at 156 Burroughs Road. Approximately 60 yards of uncovered soil is located with the 100-foot buffer to an adjacent wetland.

You are hereby directed to cease any activity related to uncovered soil and attend the next Conservation Commission meeting at 8:00 pm on September 19, 2012 at the Town Hall. Be prepared to explain the reason for the stockpile of soil and the intended use.

The Conservation Commission will evaluate the information and determine the requirements necessary to comply with the Wetlands Protection Act and Boxborough Wetlands Regulations.

Please contact Boxborough Conservation Commission Chairman Dennis Reip at 978-490-5575 with any questions.

Thank you in advance for your cooperation.

Respectfully,

Craig Martin
(ma)

Craig Martin
Interim Inspector of Buildings/
Code Administration Officer

CM/mga

cc: Board of Selectmen ✓
Selina Shaw, Town Administrator
Elizabeth Hughes, Town Planner
Mary Nadwairski, Conservation Commission



**Minutes, Notices and Updates
September 24, 2012**

Minutes

1. Finance Committee meeting minutes from July 16, 2012

Notices

1. Notice of a Housing Board meeting held September 12, 2012.
2. Notice of an Acton-Boxborough Cultural Council meeting held September 7, 2012.
3. Notice of a Boxborough Leadership Forum meeting held September 18, 2012.
4. Notice of a Board of Health meeting held September 19, 2012.
5. Notice a Public Celebrations and Ceremonies Committee meeting held September 20, 2012.
6. Notice of a Joint Board of Selectmen & School Committee meeting held September 20, 2012.
7. Notice of School Committee's meetings:
 - a. Held September 13, 2012
 - b. Negotiation Subcommittee:
 - i. Held September 18, 2012
 - ii. To be held October 2, 2012
8. Notice of a Finance Committee meeting to be held September 24, 2012
9. Notice of a Board of Selectmen meeting to be held on September 24, 2012
10. Notice of a Boxborough Information Technology Committee meeting to be held September 25, 2012.
11. Notice of a Personnel Board meeting to be held on October 3, 2012
12. Notice of Boxborough Leadership Forum to be held October 23, 2012 [*Agenda – TBD*]
13. Notice of an Energy Committee meeting to be held November 7, 2012.
14. Legal Notice of a Complaint to Foreclose Tax Lien by the Town of Boxborough against Hemphill Drilling & Blasting Co., Inc., etals regarding the property located on Codman Hill Road. [*Map attached for reference*]
15. Invitation from the ABCC to the unveiling of a sculpture "Hollyhock" at the Library on September 22, 2012.

9c



**General Correspondence
September 24, 2012**

1. Summer 2012 Newsletter, *The Talking Piece*, from the Communities for Restorative Justice.
2. August/September 2012 Newsletter, *TransReport*, from the Boston Region Metropolitan Planning Organization.
3. Fall 2012 Newsletter, *Insights*, from Wright-Pierce Engineering [*A sustainable water, wastewater & infrastructure engineering firm*].

