

Approved January 20, 2015

TOWN OF CORNWALL  
SELECT BOARD MEETING  
Cornwall Town Office  
Tuesday, January 6, 2015

**PRESENT:** Ben Wood, Magna Dodge, Ben Marks, Sue Johnson

**ALSO PRESENT:** Amy Quesnel, Mary Martin, Randy Martin, Bethany Menkart, Kathleen Grzb, Holly Noordsy, Geoffrey Demong, Michael Lee, Rudi Olsen, Andrew Marks, Raph Worrick, Melanie Peyser, George Gross, Jim Dumont James Gill

The meeting was called to order at 7:05 pm

Agenda - *approved*

General Fund and Highway Orders - *signed*

Report on Reconciled Bank Statement - *reviewed*

**MINUTES**

- *December 9, 2014* – Magna MOVED / Ben Marks SECONDED a motion to accept the December 9 minutes as distributed. Motion passed.
- *December 16, 2014* – Ben Marks MOVED / Magna SECONDED a motion to accept the December 16 minutes as distributed. Motion passed.

**CORRESPONDENCE REVIEW**

- Notice from Vermont Division of Historic Preservation of a meeting on January 15, 2015 to see if the First Congregational Church parsonage will be placed on the National Register of Historic Places.
- Letter from the Vermont Department of Taxes Division of Property Valuation and Review regarding the Certified Equalized Education Property Value, Coefficient of Dispersion and Common Level of Appraisal. Sue Johnson commented that the meaning of the letter is that Cornwall is in good shape, with percentages above minimums and below maximums.

**PUBLIC COMMENTS:**

- Mary Martin said that she was upset about the recent lack of communication between the board and Cornwall citizens, citing phone calls and emails she made to board members that were not returned. Ben Wood explained what may have happened and said the board would try to do a better job of it.
- Holly said that she and her family live in the historic parsonage being considered for the National Register of Historic Places and if anyone has questions, she is happy to answer them.

## **TOWN CLERK / TOWN TREASURER'S REPORT – Sue Johnson**

- Sue J. gave the board copies of the updated Town budgets for 2015-16
- The focus right now is getting ready for Town Meeting, and end-of-the-year work.

**ROAD COMMISSIONER'S REPORT – Sue Johnson on behalf of Stu Johnson**  
The pick up truck is ordered, and will arrive sometime this spring. Stu and crew are preparing for more inclement weather predicted this week.

## **OLD BUSINESS**

### ***Pipeline vote organization:***

#### **Introduction**

***Ben Wood and Ben Marks*** \* summarized what led up to tonight's agenda. At the Select Board meeting on December 16, 2014, which was well attended by Cornwall citizens, the board listened to citizens' concerns and took action by meeting again with Vermont Gas representative to modify specific terms that were most objectionable to the citizens. The Select Board told Vermont Gas that at best Cornwall would be neutral, and would not voice support of the project in any MOU and that a Town vote would be held before any MOU was signed. A Town vote is advisory, but the Select Board will listen.

#### **Discussion / Comments**

***Raph Worrick*** argued that the citizens did not direct the Town to proceed on two tracks. He thinks the dual track is suspect.

***Ben Marks*** replied that while the board is elected by the voters, has the power to make decisions, and also has the fiduciary responsibility to get the best deal for the whole town that it can.

***Jim Gill*** said that the main effect of this project is on the landowners. Points out that the company did not go to the landowners with an offer of a large sum of money, it went to the Town.

***Kathleen Grzb*** objected to the fact that the term sheet does not say that nothing else can go into the route once it is there.

***Ben Marks*** replied that this is just a term sheet, not the final MOU.

***Andrew Marks*** said that the terms sheet's benefit should be balanced with what the Town will lose in exchange. Feels that others all over the county are counting on us to stand up against this project.

***Jim Gill*** thinks that money from Vermont Gas should go to landowners, and clarified that he may or may not be an affected landowner in the coming months, as his land is for sale.

**Randy Martin** - Have there been meetings with Vermont Gas since last meeting on December 16?

**Ben Marks** - Yes, and the term sheet is result of that.

**Randy Martin** - Why not wait on any MOU, and just see what plays out? With this new delay in PSB proceedings, why not just wait?

**Holly Noordsy** said she feels there is something missing from the term sheet, not everyone is up to speed. Some framework is needed, if we are to present this document to the voters.

**Mary Martin** remarked that she's glad the last clause (about supporting the project) in the term sheet is gone. But the citizens did not know that their Select Board had met with Vermont Gas, until they heard it from Vermont Gas. Also, once the pipeline goes under Lake Champlain, it becomes an interstate project and the State of Vermont loses control. Do people know that? Regarding the vote - should we have Australian ballot or a paper ballot on town meeting day?

**Rudi Olsen** is glad the MOU agenda item was tabled on December 16. He feels that terms should reflect the landowners and the citizens, stating what the people actually want. Instead of a large payment to the Town, what about a check for every person in Cornwall, including renters? What about terms stipulating no eminent domain? This term sheet is unacceptable.

**Ben Wood** – said that attempted negotiations have been going on for over a year, and were not a last minute effort. Bruce Hiland did try to negotiate no eminent domain, but that was refused by Vermont Gas.

**Bethany Menkart** – Vermont Gas wants Cornwall. She feels that the board is on the side of Vermont Gas. Dual track sound like something Vermont Gas came up with, not the board.

**Amy Quesnel** thinks we should stop negotiating.

**Jim Gill** thinks it is all about money. It is a pay off.

**Melanie Peyser** – are you clear that regarding distribution lines, no permission is needed? A lot more landowners will be affected by distribution lines, which are different from transmission lines. Also, why do you even need an MOU? Do you think you can't get these terms from the decision from the PSB?

**Ben Marks** said that in litigation everyone has obligation to look after their own interests. The Town is involved for all the residents of Cornwall.

**Mary Martin** – feels that the MOU would adversely affect the defense of the landowners.

**Kathleen Grzb** – this board is a different board than then one we had two years ago when we first heard about this pipeline project.. I would like to hear from Ben Wood, the only member here tonight who was on the board for the whole time. Ben, are you for or against the pipeline?

**Ben Wood** – the board has done what it said we would do - proceed on two tracks at the same time. My personal opinion is that I am against the pipeline but I want to hear from the citizens.

**Raph Warrick** – does a financial payoff trump the risk of future damage to the town?

**Ben Marks** – if it is a good deal, we have to consider it. In my opinion little towns are usually not able to stop large-scale utility projects such as this one.

**Jim Dumont** replied that “little” towns can make a difference, though. In one case he was involved in, VELCO was forced to put a substation out of public view.

**Rudi Olsen** pointed out that Ben Marks did not vote to table the vote on the MOU at the December 16 meeting, citing conflict of interest but tonight he says he will vote. What is the difference?

**Ben Marks** said that to hear the sense of the town is not a conflict of interest. The difference is whether he will make money or not. He will not vote about an MOU, because if the Town continues with litigation, he will make money.

**Bethany Menkart** said she felt that Ben Marks should step down due to conflict of interest and because his dual role is not serving the town.

**Holly Noordsy** said that Vermont Gas has asked to put Phase II on hold indefinitely.

**Ben Marks** replied that Vermont Gas ‘s definition of “indefinitely” is not what you might think. They have told the PSB they will come back, probably in March, with better estimates of costs.

**Holly Noordsy** – How different will the project be?

**Ben Marks** replied it is likely to be not materially different.

**Mary Martin** – Who made the decision that economically this is in the public good for Cornwall? What is the analysis of this for the long run? Ben Marks – Terms came out of back and forth negotiations.

**Melanie Peyser** – What makes this a good deal. How did you determine that?

**Ben Marks** – The board used its best judgment.

**Randy Martin** said that the whole thing shifted this fall, because of new management at Vermont Gas, who opened up the purse strings. Now the

company has asked for the PSB process to be delayed. Will there be an opportunity to talk later after the dust settles?

**Raph Warrick** thinks it does make a difference to wait.

**Mary Martin** wants the Town to back off, wait and see. Feels the Town has plenty of time, and will not lose anything by waiting.

**Randy Martin** – is the Town going to support Jim Dumont’s most recent filing?

**Ben Marks** said that the Town will not be commenting on Jim’s filing.

Ben Marks called the question.

Ben Marks MOVED / Magna SECONDED a motion that the Select Board, having considered the comments of Cornwall residents, deems it necessary that a special meeting and town vote be held, with a vote by Australian ballot on February 12, 2015, on the following question:

“Article 1: In order to assist the Select Board in its decision making and to get a sense of the Town the Select Board is seeking an advisory vote on the following: are you in favor of the Select Board entering into a Memorandum of Understanding with Vermont Gas Systems, Inc. based on the draft term sheet attached to the Warning for this vote? The Memorandum of Understanding will ONLY become effective if the Public Service Board grants Vermont Gas Systems, Inc. a Certificate of Public Good for the Phase II pipeline project.”

Discussion on the motion:

**Sue Johnson** said there would be a modest additional cost for an Australian ballot, and most people will have the opportunity to weigh in.

**Mary Martin, Rudi Olsen, Jim Gill, Raph Warrick, and Andrew Marks** all expressed concerns about what information would go along with the term sheet, want it to be balanced, have considerations beyond just money, show both risks and benefits, something the people have put together.

**Andrew Marks** thinks Ben Marks is a defeatist on the issue.

**Kathleen Grzb** wants to vote on whether to continue to oppose the pipeline, not on the term sheet.

**Bethany Menkart** – why trust Vermont Gas? An MOU would encourage the PSB to approve the application.

**Geoff Demong** – Is this MOU binding?

**Ben Marks** said that the MOU would be incorporated into the Certificate of Public Good, and then it would be binding.

**Rudi Olsen** wants to know if the vote will be the end of feedback from the citizens.

**Ben Marks** replied that the Select Board SB can always ask the people for feedback.

**Melanie Peyser**– with the terms of this agreement, aren't you helping Vermont Gas making the case for the need? Are you at all concerned about that?

**George Gross** (from Shoreham) Before the Town of Shoreham signed its MOU, the Select Board held two public meetings for citizens to review the draft and to provide feedback which was then incorporated into the final MOU.

**Jim Gill** thinks Shoreham may have worked out a better deal with help from citizens.

**Geoff Demong** pointed out that after 10 years, according to these terms, the Town will get nothing.

**Ben Marks** said there will be a hearing before the special Town meeting and Australian ballot where all information can be presented.

**Randy Martin** – The February 12 vote on the table is a non-binding vote. He suggested waiting until Town Meeting day. Feels a presentation at town meeting would be a more balanced picture.

**Ben Wood** said that Dave Sears advocated for the Australian ballot, so that all citizens would have the opportunity to vote.

**Kathleen Grzb** agrees with Randy Martin.

**Michael Lee** – thinks that views being expressed at this point in the meeting have been expressed before and that the board should vote now on the question.

**Rudi Olsen** – Vermont Gas said “reset”. Let's reset. Ask the Town – since the board has already started to negotiate an MOU, do you want them to continue?

**Sue Johnson** is of the opinion that a separate special meeting is called for. Because Town Meeting is in the evening, many people cannot attend. The school can only hold 200 people, but there are 807 registered voters in Cornwall. The Town has plenty of other business to take up on Town Meeting day. A separate special meeting with Australian ballot, preceded by a public hearing, would allow for balanced information to be distributed and heard, and the most number of voters to weigh in.

The motion passed. 3 in favor, 0 opposed

Ben M. MOVED / Magna SECONDED a motion that the Town Clerk take all action necessary to warn the special meeting to be held on February 12, 2015, by posting copies of the warning at two public places and at the Town Clerk's office. The Cornwall Town Hall shall be the polling place, to be open between the hours of 7:00 am and 7:00 pm on the date of the special meeting. Copies of the warning shall also be posted in the Addison Independent and mailed to Cornwall voters.

The motion passed. 3 in favor, 0 opposed

**Holly Noordsy** said notice should also go in the newsletter.

Ben Marks MOVED /Magna SECONDED a motion that the board solicit opinions that should accompany the warning to get a balanced assessment.

After some discussion with the citizens, Ben Marks withdrew his motion. Magna Dodge asked that someone from the citizen group spearhead the effort to get information together for the public hearing. Holly Noordsy she will ask the CPC for information relevant to the Town Plan.

The Special Meeting needs to be warned by January 17 and the ballot posted between January 7-17. The board will set the date for the public hearing at its next regular meeting on January 20.

OLD BUSINESS continued

- **Dog Ordinance** – Magna said there is no news on this issue.

## **NEW BUSINESS**

**Re-organization of Selectboard Chair/Vice Chair** - Ben Wood reported that Bruce Hiland has resigned as Chair of the Select Board and that the Vice Chair (Ben Wood) is acting as Chair. Bruce Hiland is still a member of the Select Board. He asked Sue J. to include a note about Bruce's resignation as Chair in the next newsletter.

The meeting was adjourned at 10:12 pm  
Respectfully submitted, Sharon Tierra, Clerk of the Select Board

\* Ben Marks spoke on the pipeline issue in his role as the Town's Attorney in response to questions posed to the Select Board on the pipeline issue and moved and voted as a Select Board member on the question of the public vote.