

**Stoneham Select Board  
Hearing Room  
Town Hall  
35 Central Street  
Wednesday, September 7, 2022  
7:00 P.M.**

**Stoneham Select Board Meeting - Wed., Sept. 7, 2022**

Login starts at 6:30 PM

Meeting starts at 7:00 PM

**Please join my meeting from your computer, tablet or smartphone.**

<https://meet.goto.com/776873829>

**You can also dial in using your phone.**

United States: +1 (571) 317-3122

**Access Code: 776-873-829**

Please announce yourself and then click mute until you are called on to speak.

You may also participate in this meeting by emailing your comments to the Select Board at [publiccomment@stoneham-ma.gov](mailto:publiccomment@stoneham-ma.gov). Your comments will be read by the Board's Office Manager during Agenda Item 3. Your name and address must be included with your comment.

ITEM	TIME	DESCRIPTION	DISPOSITION
<b>Open Session</b>			
1		Open Meeting (roll call vote required)	
2		Pledge of Allegiance	
<b>Citizens' Comments</b>			
3		Citizens' Comment	
<b>Regular Business</b>			
4		Approve Minutes: 7/11/22; 8/16/22 (roll call vote	

required)

- 5 Remote Participation Policy (third reading)
- 6 Select Board Employee Reviews:  
a. Eric Duffy, Town Accountant  
b. Dava Kilbride, Office Manager  
c. Dennis Sheehan, Town Administrator (mid-year)
- 7 High School Building Project Update
- 8 Municipal Affordable Housing Trust – Trustee  
applications due on 9/9/22

**Town Administrator**

- 9 Town Administrator’s Report – Dennis Sheehan

**Miscellaneous**

- 10 Non-Deliberative Announcements and Scheduling
- 11 Adjourn Select Board (roll call vote required)

**Stoneham Select Board  
Meeting Minutes  
Monday, July 11, 2022  
2:00 p.m.**

**Open Session**

**Members Present:** David Pignone, Heidi Bilbo (remote), Shelly MacNeill (remote)

**Also Present:** Town Administrator Dennis Sheehan, Superintendent of Schools John Macero

**Call to Order:** Pignone called the meeting to order at 2:00 p.m. (To view this meeting in its entirety go to Stoneham TV on Demand available from the Town's homepage at [www.stoneham-ma.gov](http://www.stoneham-ma.gov))

**Agenda Item 1: Open Meeting** Pignone opened the meeting with a roll call vote.

**Agenda Item 2: Pledge of Allegiance**

**Agenda Item 3: Citizens' Comments** No comments were received.

**Agenda Item 4: ARPA Funds – Discussion**

**a. Capital Committee Recommendations** Sheehan stated that the Board requested that the Capital Committee convene to make recommendations regarding the use of ARPA funds for capital projects that were not recommended at Town Meeting. The Capital Committee recommended the use of ARPA funds for the following items/projects:

Arena	\$ 145,572.50	Ice Resurfacers
DPW	\$ 125,000.00	Mini Excavator
Golf	\$ 25,000.00	Removal of break room
Golf	\$ 50,000.00	Clubhouse Renovations
Historical Comm	\$ 27,090.00	Old Burying Ground Preservation Plan
Schools	\$ 517,000.00	Robin Hood Roof Restoration
Schools	\$ 30,000.00	Colonial Park gutter replacement
Dispatch	\$ 388,000.00	Dispatch radio infrastructure (console/radios)
Clerk	\$ 75,000.00	Voting Equipment
DPW	\$ 100,000.00	(TBD) Veterans Lane
DPW	\$ 300,000.00	Streets and Sidewalks
IT	\$ 52,450.00	Replacement server
Total:	\$1,835,112.50	

Sheehan noted that the Veteran's Lane project total could change depending on the type of bids that we receive. Bilbo, the Board's representative on the Capital Committee stated that the

majority of the items on the list have been requested repeatedly by the departments. The Capital Committee voted unanimously to submit this list for ARPA funding.

Bilbo moved to use ARPA funding to fund the list of items and projects recommended by the Capital Committee. MacNeill seconded the motion. A roll call vote was taken.

Voting in favor:

David Pignone  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (3-0)

**b. High School Building Project Budget Review and Discussion** Sheehan stated that the impact of inflation has greatly affected the high school building project. Marie Christie, Co-chair of the School Building Committee stated that the Committee must present the 60% figures to the state by 7/13/22 and that they are almost 4 million dollars short even with the extensive cuts already made. Christie stated that the next round of cuts will be items that cannot be put back into the project and that they are looking for assistance.

Joel Seeley, project manager, stated that the committee has already value engineered \$12,000,000 from the project while maintaining community use, educational use, and energy efficiency. He stated that the project continues to be \$4,000,000 over budget and tonight the School Building Committee will need to make more difficult decisions.

NB: The meeting was paused at 2:13 p.m. as MacNeill lost connection to the GoTo meeting application. MacNeill regained connection at approximately 2:14 p.m. and the meeting commenced.

Seeley stated that having the use of ARPA funds will make up a portion of the deficit and mitigate project cuts.

Sheehan stated that using \$2,200,000 of ARPA funds would allow the build out of the pre-k shell as well as maintain the turf field, lighting, and ledger at Spartan Stadium while leaving \$1,500,000 in ARPA funds to be used for unforeseen events. Sheehan noted that the allocation should be made broadly to allow the Committee to determine the best use of funds. Macero stated that he is concerned about what happened when they shelled out the district offices to decrease the budget. He stated that the pre-k portion of this project could be lost without funding, leaving the pre-k at the elementary schools where space is limited.

Pignone stated that the entire process has been extremely frustrating, but must continue to come in on budget and on time. He stated that we need to have a plan and budget that everyone can get behind. He stated that if the Committee continues to make cuts the resultant project will not be what the Town voted for or wanted.

Macero stated that he spoke with the executive director of the MSBA and that the MSBA acknowledges that we, and many other communities, are concerned about the funding for their building projects. He stated that the legislature needs to step in assist with funding.

MacNeill stated that she fully supports moving forward with the ARPA funding. She stated that residents voted for a project for a certain price and now, through no fault of our own, the funding does not match the project. She continued that there is a balance where we can say that we tried to give back some of what could be lost. She stated Stoneham is not alone in this.

Bilbo stated that there was a request from the Committee for the remaining ARPA funds and there is Sheehan's recommendation for 2.1 or 2.2 million dollars. Sheehan stated that the Committee's letter was a draft request and it is prudent to keep a balance for unforeseen needs. Bilbo stated that they had a similar discussion at Capital Committee and that she is comfortable keeping a balance in the ARPA fund.

MacNeill moved that 2.2 million dollars from ARPA funding be used by the School Building Committee to supplement the school building project. Bilbo seconded the motion. A roll call vote was taken.

Voting in favor:

David Pignone  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (3-0)

**Agenda Item 5 : Town Administrator's Report** Sheehan stated that a paving project is about to begin on Franklin Street and we will coordinate with the school contractors. There are problems with the traffic signal at the entrance of the high school that he will look into. Sheehan thanked the Booster Club for a well-run carnival.

**Agenda Item 6: Non-Deliberative Announcements and Scheduling** No announcements were made.

**Agenda Item 7: Adjourn** MacNeill moved to adjourn the meeting. Bilbo seconded the motion. A roll call vote was taken.

Voting in favor:

David Pignone  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (3-0)

Respectfully submitted,

Dava Feltch Kilbride, Office Manager

**Stoneham Select Board  
Meeting Minutes  
Tuesday, August 16, 2022  
7:00 p.m.**

**Open Session**

**Members Present:** George Seibold, Raymie Parker, Heidi Bilbo, Shelly MacNeill (remote)

**Also Present:** Town Administrator Dennis Sheehan

**Call to Order:** Seibold called the meeting to order at 7:00 p.m. (To view this meeting in its entirety go to Stoneham TV on Demand available from the Town's homepage at [www.stoneham-ma.gov](http://www.stoneham-ma.gov))

**Agenda Item 1: Open Meeting** Seibold opened the meeting with a roll call vote.

**Agenda Item 2: Pledge of Allegiance**

Seibold opened by taking a point of personal privilege and remembering Matthew Hamilton, an employee at the arena who passed away on 8/7/22, and Elio Commito, a resident who passed away on 8/1/22, just shy of his 100<sup>th</sup> birthday, with a moment of silence.

**Agenda Item 3: Citizens' Comments** Marcia Wengen read a letter requesting that the Board revoke its 2.2 million ARPA fund appropriation to the school to correct the motion to assure that if other funding becomes available the money is returned to the Town.

**Agenda Item 4: 95 Maple Street – Site Plan Review** Bilbo read the notice of hearing. Attorney Charles Houghton described the project stating that his client is building 270 units of housing and will comply with the inclusionary housing bylaw. He stated that his client has been to the Board of Appeals, Planning Board, and Stormwater Review Board. Houghton stated that it is a 5 story build with 408 indoor parking spaces and that he expects the construction will begin next year. Bilbo confirmed that there will be a total of 459 parking spaces with 408 inside and 51 spaces outside. Parker stated that she wanted to be sure that multimodal installations would be available on site and that all department comments would be complied with. Houghton agreed.

MacNeill stated that she had no questions but encouraged the Board members to review the parameters of site plan review prior to the Summit meeting. Parker asked about the landscaping. April Ferraro, Senior Engineer, described the landscaping plan. Seibold closed the public hearing.

Bilbo moved to approve the site plan for 95 Maple Street provided that all applicable requests of the state, town, boards, and commissions are met. Parker seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 5: 57 Wright Street – Site Plan Review** Bilbo read the notice of hearing. Houghton stated that his client is remodeling a three family dwelling and creating two units in the house and one unit in the garage. Parker stated that the garage should be 57 rear Wright Street. Seibold closed the public hearing. Bilbo moved to approve the site plan for 57 Wright Street provided that all applicable requests of the state, town, boards, and commissions are met. Parker seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 6: 44 Montvale Avenue – Site Plan Review** Bilbo read the notice of hearing. Houghton stated that his client would like to have a dental office and one residential unit at 44 Montvale Avenue. He stated that the residential use is nonconforming and required Board of Appeals approval. Parker asked about the parking requirement. Houghton stated that six spaces are required and that they obtained a variance for four spaces. Bilbo asked about the basement area and Houghton stated that it would be used for the mechanicals and storage. Seibold closed the public hearing. Bilbo moved to approve the site plan for 44 Montvale Avenue provided that all applicable requests of the state, town, boards, and commissions are met. Parker seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 7: Out of State Travel Approval** Parker moved to approve the out of state travel of Treasurer Paulette Gerry (annual conference in New Hampshire). Bilbo seconded the motion. A roll call vote was taken.



Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 8: Stoneham Coalition for a Safe and Healthy Community – Street Closing Request**

Frank Gould appeared for the Coalition stating that the Coalition is planning a recovery event for 9/24/22 from 4-7p.m. and would like to use the common and the parking lot on the south side of the common, and close Church Street. Grand Theft Audio will be playing and there will be food vendors. MacNeill asked if there was a rain date. Gould stated that he would like to request the use of the auditorium in case of rain. Bilbo moved to approve the event and street closing. MacNeill seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 9: Stoneham Community Access Television – ARPA Request** Executive Director of Stoneham Community Access Television, Amy Palmerino, requested the use of ARPA funding to create a hybrid meeting space and HD broadcasting capability at Stoneham TV. Sheehan stated that he and Eric Duffy met with the auditors and they felt that because of the contract that Stoneham TV has with the Town this is an authorized use of funds. The auditor stated that moving forward all non-profits would need to submit to an application process. Parker stated that the entire Town utilizes Stoneham TV and that she is in favor of the appropriation. Bilbo stated that the Capital Committee discussed this matter and no formal recommendation was given. She continued that this type of request is not typically before the Committee as Stoneham TV is not a department. She stated that she feels that this is a good use of the funds. MacNeill stated that this touches everyone and moved to approve the use of ARPA funds for Stoneham TV up to \$100,000 and authorized the Town Administrator to work with Stoneham TV to that end. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

Jeanne Craigie stated that as a new trustee at Stoneham TV she appreciated the unique position of Stoneham TV being a non-profit and working with all other non-profits in town and town departments. She thanked the Board and stated that the rest of the trustees will appreciate this action.

**Agenda Item 10: Approve Minutes: 7/11/22; 7/19/22** The approval of the minutes for 7/11/22 were tabled until the next meeting. MacNeill moved to approve the minutes from 7/19/22. Parker seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Shelly MacNeill

Motion Passes (3-0-1) with Bilbo abstaining.

**Agenda Item 11: Remote Participation Policy (second reading)** Seibold stated that this is the second reading of the Remote Participation Policy and asked if there were questions or concerns.

**Agenda Item 12: 2022 State Primary – Set Location for State Primary** Parker moved to hold the State Primary, scheduled for September 6, 2022, in the town hall auditorium at 35 Central Street, from 7 a.m. to 8 p.m. Bilbo seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 13: Appoint Election Officers for Stoneham Democratic and Republican Town Committees** Bilbo moved to appoint the following election officers for the Democratic Town Committee: Warden – August Niewenhous; Deputy Warden – John Fusco; Inspector – Ellen McBride; Deputy Inspector – Joan Quigley and to appoint the following election officers for the Republican Town Committee: Clerk – Qianwen Wu; Deputy Clerk – Jacob Konenczy; Inspector – Maureen Slater; Deputy Inspector – Barbara Young. The motion was seconded by Parker. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 14: The VOTES Act** Parker moved to allow the Police Chief or his designee the authority to provide the proper police detail at the polling location for all elections occurring within the Town of Stoneham. MacNeill seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 15: Change Select Board Meeting Date from 9/6/22 to 9/7/22** Parker moved to change the Select Board meeting from 9/6/22 to 9/7/22. Bilbo seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 16: High School Building Project Update** Sheehan stated that the new traffic and parking plan have been distributed and the main drive way has been temporarily paved for the school year. There is also a temporary walkway for pedestrians. Sheehan continued that the School Building Committee had another tough meeting and steel bids came in much higher than anticipated. Seibold asked why the steel was not part of the original bid package. Bilbo asked if we are keeping track of the trees removed. Sheehan stated that the landscape architect would have that information.

**Agenda Item 17: Municipal Affordable Housing Trust** Seibold requested that the upcoming trustee appointments be published in the Independent and on the website. Bilbo moved to nominate Parker as the Board's representative to the Municipal Affordable Housing Trust. MacNeill seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

**Agenda Item 18: Town Administrator's Report** Sheehan stated that the orange line will be shut down as of Friday, 8/19/22. He stated there will be a traffic impact on the area and that there is information on the website regarding shuttle connections. Parker stated that residents are distraught because this will interfere with their livelihoods. Parker and MacNeill stated their belief that the shutdown will be longer than one month.

Sheehan stated that the Purple Heart Celebration was a special event and thanked the Board for their participation in the event on such short notice.

**Agenda Item 19: Non-Deliberative Announcements and Scheduling.**

**Agenda Item 20: Adjourn** Bilbo moved to adjourn the meeting. Parker seconded the motion. A roll call vote was taken.

Voting in favor:

George Seibold  
Raymie Parker  
Heidi Bilbo  
Shelly MacNeill

Motion Passes (4-0)

Respectfully submitted,

Dava Feltch Kilbride, Office Manager

## Updated Remote Participation Policy (7/19/22 – First Reading)

### 12. Remote Participation:

It is the express desire of the Select Board to allow remote participation in meetings. Chairs of Town Boards are encouraged to allow members and the general public to participate remotely. The Covid-19 pandemic changed the way municipalities do business and maintaining a hybrid model allowing remote participation by both members of boards as well as the general public encourages more participation.

A member of a Town Board shall be permitted to participate remotely in a meeting as long as the following requirements are met:

- a. Members of any Town Board who wish to participate remotely must complete an Authorization to Utilize Remote Participation Form and submit it to the Chair in advance of the meeting (this is not required under emergency legislation);
- b. Members of the Town Board who participate remotely and all persons present at the meeting locations shall be clearly audible to each other;
- c. The Select Board should also designate which of the available methods of remote participation are authorized and notify the AG of the methodology it approves. The permissible forms are: (1) telephone, (2) internet, (3) satellite enables audio or video conferencing; or (4) any other technology that enables the remote participant and all persons present at the meeting location to be clearly audible to one another;
- d. Any time technical difficulties arise when utilizing remote participation, the chair presiding is encouraged, wherever possible, to suspend discussion while reasonable efforts are made to correct any problem that interferes with a remote participant's ability to hear or be heard clearly by all persons present at the meeting location. If technical difficulties result in a remote participant being disconnected from the meeting, that fact and the time and date which the disconnection occurred shall be noted in the meeting minutes;
- e. A quorum of the Town Board, including the chair or the person authorized to chair the meeting, shall be physically present at the meeting locations in accordance with M.G.L. c.30A, Sec. 20(d) (this is not required under emergency legislation);
- f. Members of the Town Board who participate remotely should have access to the same materials being used at the meeting location;
- g. Members of the Town Boards who participate remotely may vote and shall not be deemed absent for the purposes of M.G.L. c.39, Sec. 23D(a);

h. All votes taken shall be by roll call;

i. Executive sessions require adherence to the same rules and additionally the board member participating must attest to the Chair or Counsel that they no other person is present and/or able to hear the discussion at the remote location, unless the presence of that person is approved by a simple majority vote of the public body;

j. Remote participation may be utilized where physical attendance would be unreasonably difficult;

i. The general public or other participants may participate remotely without notification.

# Chapter 25 Municipal Affordable Housing Trust

State law reference - G.L. c. 44B Community Preservation, G.L. c. 44, Secs. 55, 55A, 55B and 55C and G.L. c. 30A "Open Meeting Law".

## Town of Stoneham Municipal Affordable Housing Trust Bylaw (5-5-22, Art. 10)

### Section

- 25-1. Municipal Affordable Housing Trust.
- 25-2. Name of the Trust.
- 25-3. Purpose.
- 25-4. Trustees.
- 25-5. Meetings of the Trust.
- 25-6. Powers of the Trustees.
- 25-7. Treasurer as Custodian of Funds
- 25-8. Miscellaneous.
- 25-9. Recordings; Amendments.
- 25-10. Declaration of the Trust.
- 25-11. Record to be Conclusive, Certificate as to Facts.

### Sec. 25-1. Municipal Affordable Housing Trust.

There shall be in the Town of Stoneham an Affordable Housing Trust created pursuant to the authority set forth in Massachusetts General Laws c. 44, § 55C.

### Sec. 25-2. Name of the Trust.

The Trust shall be called the "Stoneham Municipal Affordable Housing Trust" (the "Trust")

### Sec. 25-3. Purpose.

The purpose of the Trust shall be to provide for the preservation and creation of affordable housing in the Town of Stoneham for the benefit of low and moderate income

households and for the funding of community housing, as defined in and in accordance with the provisions of chapter 44B.

**Sec. 25-4. Trustees.**

There shall be a Board of Trustees (the "Board"), which shall include no less than five (5) and no more than seven (7) Trustees, including one member of the Select Board, each of whom, to the extent possible, have a background or interest in affordable housing, and in finance, law, real estate or real estate development.

All Trustees shall be appointed by majority vote of the Select Board.

All Trustees shall be appointed by majority vote of the Select Board. Trustees shall serve for a term of two (2) years, except that one less than a majority of the initial Trustee appointments shall be for a term of one (1) year. Trustees may be reappointed for up to two (2) additional terms.

Nothing in this subsection shall prevent the Select Board from appointing the Town Administrator as a Trustee.

Only persons who are residents of Stoneham shall be as appointed as a Trustee. Any Trustee who ceases to be a resident of the Stoneham shall cease to be a Trustee hereunder and shall promptly provide a written notification of change in residence to the Board and to the Town Clerk.

The Town Administrator, if appointed as a Trustee, need not be a resident of Stoneham. A Trustee may be removed by the Select Board for cause. Any Trustee may resign by written instrument signed and acknowledged by such Trustee and duly filed with the Town Clerk. Vacancies shall be filled by the Select Board for the remainder of the unexpired term.

If any Trustee is absent from five (5) consecutive, regularly-scheduled meetings of the Trust, except in the case of illness, such Trustee's position shall be deemed vacant and shall be filled with a new appointment as set forth above.

The Trustees shall elect officers annually consisting of a Chair, Vice Chair and Clerk. The Trustees may establish subcommittees or ad hoc related committees to carry out the purpose of the Trust.

A majority of Trustees then serving may exercise any or all of the powers of the Trustees hereunder and may execute on behalf of the Trustees any and all instruments



with the same effect as though executed by all the Trustees. No Trustee shall be required to give bond. No license of court shall be required to confirm the validity of any transaction entered into by the Trustees with respect to the Trust Estate.

No Trustee shall be liable for the acts, negligence, or defaults of any other Trustee or any employee, agent, or representative of the Trustees selected with reasonable care, not for errors in judgment, nor mistakes of law or facts made in good faith, nor in reliance in good faith on advice of counsel, nor any other acts or omissions in good faith.

Neither the Trustees nor any agent or officer of the Trust shall have the authority to bind the Town of Stoneham.

#### **Sec. 25-5. Meeting of the Trust.**

The Trust shall meet at least quarterly at such time and at such place as the Trustees shall determine.

The Trust is a governmental body for purposes of Massachusetts General Laws c. 30A, §§ 18-25 (the "Open Meeting Law"). Notice of all meetings of the Trust shall be given in accordance with the provisions of the Open Meeting Law, as may be amended from time to time, including provisions regarding remote participation.

The Clerk shall prepare minutes of meetings of the Trust and shall maintain records thereof.

A quorum at any meeting shall be a simple majority of the Trustees then serving.

#### **Sec. 25-6. Powers of the Trustees.**

The powers of the Board, all of which shall be carried out in furtherance of the purposes set forth herein, shall include the following powers, except that the Board shall require prior approval of the Select Board: to borrow money; to mortgage or pledge trust assets; or to purchase, accept, sell, lease, exchange, transfer, abandon, or convey any interest in real, personal, or mixed property.

1. To accept and receive real property, personal property or money, by gift, grant, contribution, devise or transfer from any person, firm, corporation or other public or private entity, including but not limited to money, grants of funds or other property tendered to the Trust in connection with any bylaw or any general or special law or any other source, including money from Massachusetts General Laws c. 44B;

2. To purchase and retain real or personal property, including without restriction investments that yield a high rate of income or no income;
3. To sell, lease, exchange, transfer or convey any personal, mixed, or real property at public auction or by private contract for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter into such undertaking relative to Trust property as the Board deems advisable notwithstanding the length of any such lease or contract;
4. To execute, acknowledge and deliver deeds, assignments, transfers, pledges, leases, covenants, contracts, promissory notes, releases, grant agreements and other instruments sealed or unsealed, necessary, proper or incident to any transaction in which the Board engages for the accomplishment of the purposes of the Trust;
5. To employ advisors and agents, such as accountants, appraisers and lawyers as the Board deems necessary;
6. To pay reasonable compensation and expenses to all advisors and agents and to apportion such compensation between income and principal as the Board deems advisable;
7. To apportion receipts and charges between income and principal as the Board deems advisable, to amortize premiums and establish sinking funds for such purpose, and to create reserves for depreciation depletion or otherwise;
8. To participate in any reorganization, recapitalization, merger or similar transaction; and to give proxies or powers of attorney with or without power of substitution to vote any securities or certificates of interest; and to consent to any contract, lease, mortgage, purchase or sale of property, by or between any corporation and any other corporation or person;
9. To deposit any security with any protective reorganization committee, and to delegate to such committee such powers and authority with relation thereto as the Board may deem proper and to pay, out of Trust property, such portion of expenses and compensation of such committee as the Board may deem necessary and appropriate;
10. To carry property for accounting purposes other than acquisition date values;

11. To borrow money on such terms and conditions and from such sources as the Board deems advisable, to mortgage and pledge Trust assets as collateral, but any mortgage or pledge of assets as collateral greater than the extent of the Trust's assets requires approval by a super-majority vote of an Annual or Special Town Meeting;
12. To make distributions or divisions of principal in kind;
13. To compromise, attribute, defend, enforce, release, settle or otherwise adjust claims in favor or against the Trust, including claims for taxes, and to accept any property, either in total or partial satisfaction of any indebtedness or other obligation, and subject to the provisions of this Trust, to continue to hold the same for such period of time as the Board may deem appropriate;
14. To manage or improve real property; and to abandon any property which the Board determined not to be worth retaining;
15. To hold all or part of the Trust property uninvested for such purposes and for such time as the Board may deem appropriate;
16. To extend the time for payment of any obligation to the Trust;
17. To make recommendations on proposals to Town Meeting when such proposals create or support affordable housing for low- and moderate-income households.
18. To develop policy goals and statements, consistent with the Town's adopted housing goals, and subject to approval by the Select Board, to serve as guidelines for the Trust; and
19. To exercise such additional powers consistent with the provisions of this bylaw and Massachusetts General Laws c. 44, § 55C, as may be amended from time to time.
20. To compensate Town employees for services provided to the Trust in connection with the Trust's activities, including but not limited to dedicated staff to Trustees, engineering support for project-specific activities, and other Town services, as requested by the Trustees to the Town Administrator and authorized by the Town Administrator;
21. To establish criteria and qualifications for recipients and expenditures in accordance with Trust's stated purposes;

22. To serve as a lottery and monitoring agent for affordable housing, and to accept compensation for providing such services into the Trust.

Notwithstanding any general or special law to the contrary, all moneys paid to the Trust in accordance with any Town bylaw or regulation, or private contribution shall be paid directly into the Trust and need not be appropriated or accepted and approved into the Trust. General revenues appropriated into the Trust become Trust property and to be expended these funds need not be further appropriated. All moneys remaining in the Trust at the end of any fiscal year, whether or not expended by the Board within 1 year of the date they were appropriated into the trust, remain Trust property.

#### **Sec. 25-7. Treasurer as Custodian of Funds.**

The Town of Stoneham Treasurer shall be the custodian of the Trust's funds and shall maintain separate accounts and records for the Trust's funds.

The Treasurer shall invest the funds in the manner authorized by Massachusetts General Laws c. 44, § 55 (Public Funds on Deposit; Limitations; Investments,) § 55A, (Liability of Depositor for Losses Due to Bankruptcy), and § 55B (Investment of Public Funds).

Any income or proceeds received from the investment of funds shall be credited to and become part of the Trust.

Expenditures by the Trust shall be processed through the Town's payment warrant but shall be subject to the provisions of Massachusetts General Laws c. 44, § 55C. The Trust's approved annual budget, and any approved budget revisions, shall be submitted to the Select Board.

As custodian, the Treasurer shall issue checks as directed by the Trustees. In accordance with Massachusetts General Laws c. 44, § 55C, the books and records of the Trust shall be audited annually by an independent auditor in accordance with accepted accounting practices for municipalities. Upon receipt of the audit by the Board, a copy shall be provided forthwith to the Select Board.

The Trustees shall keep a record of its activities and at the close of every fiscal year, shall make a report thereof to the Select Board. The report shall include a description and source of funds received and expended and the type of affordable housing programs or properties assisted with the funding.

**Sec. 25-8. Miscellaneous.**

The Trust is a public employer and the members of the Board are public employees for purposes of Massachusetts General Laws c. 258. Trustees are designated as public agents for purposes of the constitution of the Commonwealth. The Trust shall be considered a municipal agency and the Trustees shall be considered special municipal employees and shall be subject to the provisions of Massachusetts General Laws c.268A. The Trustees shall serve without compensation. The Trust is exempt from Massachusetts General Laws c. 59 and c. 62, and from any other provisions concerning payment of taxes based upon or measured by property or income imposed by the Commonwealth or any political subdivision thereof. The Trust is a Board of the Town for purposes of procurement under Massachusetts General Laws c. 30B and c. 40 § 15A; but agreements and conveyances between the Trust and agencies, Boards, commissions, authorities, departments and public instrumentalities of the Town of Stoneham shall be exempt from Massachusetts General Laws c. 30B. Trustees shall not receive a salary, stipend, bonus or other means of compensation for their service as a Trustee, nor shall they be eligible for any benefits from the Town of Stoneham. Trustees may be compensated for reasonable out-of-pocket expenses for travel and other Trust-related expenses. All such out-of-pocket expenses shall be fully documented with receipts for expenses prior to payment by the Trust.

**Sec. 25-9. Recordings; Amendments.**

The Trustees are hereby authorized to record a Declaration of Trust and a Certificate of Trustees for the Trust with the Middlesex South District Registry of Deeds and the Registered Land Division of the Land Court Registration Office. The Declaration of Trust may be amended from time to time except as to those provisions specifically required under Massachusetts General Laws c. 44, § 55C, by an instrument in writing signed by all of the Trustees then serving and approved at a meeting called for that purpose, and approved by the Select Board provided that in each case, a certificate of amendment shall be recorded with the Middlesex South District Registry of Deeds and, if necessary, the Registered Land Division of the Land Court.

**Sec. 25-10. Duration of the Trust.**

The Trust shall continue so long as authorized under the Laws of the Commonwealth of Massachusetts. Notwithstanding the foregoing, The Trust may be terminated by a majority vote of the Town Meeting in accordance with Massachusetts General Laws c. 44, § 55C, provided that an instrument of termination together with a certified copy of the Town Meeting vote are duly recorded with the Middlesex South District Registry of Deeds and, if necessary, the Registered Land Division of the Land Court.

Upon termination of the Trust, subject to the payment of or making provisions for the payment of all obligations and liabilities of the Trust and the Trustees, the net assets of the Trust shall be transferred to the Town and held by the Select Board for affordable housing purposes. In making any such distribution, the Trustees may, subject to the approval of the Select Board, sell all or any portion of the Trust property and distribute the net proceeds thereof or they may distribute any of the Trust's assets in kind. The powers of the Trustees shall continue until the affairs of the Trust are concluded.

**Sec. 25-11. Record to be Conclusive, Certificate as to Facts.**

Every contract, deed, mortgage, lease and other instrument executed by a majority of the Trustees then serving as appears from instruments or certificates recorded with the Registry of Deeds and Registered Land Division of the Land Court to be Trustees hereunder shall be conclusive evidence in favor of any person relying thereon or claiming thereunder, that at the time of the delivery thereof this Trust was in full force and effect and that the execution and delivery of such instrument was duly authorized by the Trustees except that instruments of amendment pursuant to Section 9 and an instrument of termination pursuant to Section 10 hereof shall be conclusive only if it appears that the delegations, amendments or termination have been executed by all of the Trustees then serving. Any person dealing with the Trust property or the Trustees may rely on a certificate signed by any person appearing from instruments or certificates so recorded to be a Trustee hereunder as to the identity of the then current serving Trustees or as to the existence or non-existence of any fact or facts which constitute conditions precedent to acts by the Trustees or in any other manner germane to the affairs of the Trust.