

Board of Directors meeting
October 7, 2013 @ 9:00am
SSTTDC Town Hall Conference Room

Directors Present: Joseph Connolly, Chairman
John Ward, Vice Chairman
James Lavin, Clerk
Gerard Eramo
Jeffrey Wall

Also Present: Kevin R. Donovan, CEO
Jim Young, Project Manager
Beth Mitchell, Legal Counsel

The Chairman called the meeting to order at 9:00am.

Report from Starwood on its plan for Southfield

Mr. Glantz, Starwood Land Ventures, introduced Matthew Barry as the local Starwood Vice President. He stated that SouthField was not currently a viable project for private investors and listed several problems that had stalled the development including regulations that ignored market realities, and uncertain financial sources for the creation of water, sewer and other services.

He also stated that the Board of Directors was missing key voices from professional groups and needed to be re-energized; members with state-level expertise would be added to the Board. The all new Board would be in the bonding/taxing business, would control technical/regulatory aspects of the zoning by-laws, would be required to work with LNR/Starwood to update the DDA and adopt/manage revised regulations/agreements to reflect realistic planning concepts, and would be compelled to live within its means on a small buffer plus development entitlement fees.

He presented solutions that included a LNR/Starwood takeover of water and wastewater responsibilities from SSTTDC; shifting the parkway funding obligation over to federal or state government and empowering the Host Towns to take local control with the authority to amend zoning use within its borders with SouthField property taxes paid directly to each Town. In return the Towns would provide municipal services at no extra charge to its portion of the SouthField project. Weymouth would continue to educate all SouthField children. Recreation plans would be modified to respond to actual community needs and affordable/workforce housing would be reduced by 10%. LNR would continue to maintain the Host Community Agreements.

He indicated that these solutions required legislative approval of a new revised Enabling Act and that the Reuse Plan and Master Plan would be revoked with their core elements retained and revised to reflect the new Enabling Act, which would allow the market to dictate when commercial space and senior housing was built. Mr. Glantz stated that permanent jobs in their proposed plan would be more than the projected jobs in the original plan because the original plan didn't work and the project would come to a hard stop; no commercial development would occur without a water/sewer solution.

Mr. Ward was informed that LNR/Starwood would draft an amended and restated enabling act to be circulated to SSTDTC and the Towns for feedback, then submitted to the state for approval (bypassing the town meeting process).

Mr. Lavin was informed that "Home Rule" applied to the land within the borders of each Town being controlled by each Town for zoning, building permits, inspections and development plan changes. The Town would provide all municipal services within their borders. Mr. Lavin stated that in the real estate business market conditions did cause changes to plans.

Mr. Wall was informed that LNR/Starwood planned to sell 27 residential lots on Snowbird, 108 residential units in Winter Woods; 200 condo units (non-rental) in the transit village, and that Rte. 18 traffic made commercial development a tough sell for SouthField. Mr. Wall voiced concern on how the process would work for Police and Fire Department contracts; that Weymouth would be on the hook for the entire cost of educating SouthField students with no end in sight; that commercial development was the backbone of the plan, and that right now the burden was squarely on the Town of Weymouth. He asked if SSTDTC would be allowed to participate in drafting the legislation prior to sending it to the 3 Towns and was told that LNR/Starwood would author the initial document and SSTDTC would be able to make comments.

Mr. Eramo stated Starwood should have made a good faith effort to come to the Board to start working on changes to the plan and inquired why they didn't. He was informed that Mr. Glantz appreciated the efforts of the Board but the structure of Tri-Town was not a formula for investment and not an atmosphere for LNR/Starwood to move forward with a \$100M investment.

Mr. Glantz stated that changes needed to happen, that the Three Towns would have a voice; that he was working closely with the Mayor's staff to present economic figures to Town Council that would show the numbers were consistent and that Weymouth would immediately and over time reap an actual benefit. Mr. Wall requested that those economic figures be provided to him and to Mr. Connolly as soon as possible.

Mayor Kay, Weymouth, was informed that LNR/Starwood planned to fund all the capital for on-site infrastructure development, and that a permanent water source could involve the Weymouth water system. LNR/Starwood would create an on-site utility district with a wastewater treatment plant that Weymouth would eventually own, operate and maintain. Southfield homeowners would pay Weymouth's residential rate for water.

Mr. Kimball, Rockland Board of Selectmen, invited Mr. Glantz to a Board meeting on Oct. 21st for a more in depth explanation of the plan. Mr. Glantz accepted, and informed Mr. Kimball that the legislative changes would be ready for review at the end of October.

Ms. Hackett, Weymouth Town Counsel, was informed that changes to density or style of residential units would be approved by Weymouth; Weymouth Town Council would be in a position to control what happened in Weymouth. Mr. Glantz stated specific changes would not be discussed until the Enabling Act was changed.

Mr. Burke, Weymouth Town Counsel, was informed that the SouthField residents duly formed a group that was recognized by the State, and that the group would nominate two members to serve on the SSTDTC Board of Directors and submit to the State for approval.

Mr. Conlon, Weymouth Town Council, invited the officials of Abington and Rockland to attend LNR/Starwood's presentation to Weymouth Town Council. He stated that every time fire equipment went to SouthField other parts of Weymouth were not covered; a survey done by fire experts indicated the Base needed a fire station with an engine and 20 men. He asked if LNR/Starwood planned to pay for the station and staffing, and was informed that it was customary for developers to pay their own way by donating land and paying fire safety fees as a result of increased development.

Mr. LaFond, Abington Town Manager, indicated he was confused by LNR/Starwood's intent to usurp the organization in place rather than work with them, when the path of least resistance would be to engage their help to make the needed changes; it seemed like a diplomatic hostile takeover.

Mr. Shea, Abington, stated the changes should go to the Three Towns for approval so that the Towns are not at the developer's mercy, and was informed that the new Enabling Act proposed that control goes back to home rule in each town and that it would be submitted to the Three Towns for review in a month, and voted upon by legislature in late winter/early spring.

Ms. Parsons, Rockland, stated that LNR had done nothing in the past 6 years about a water source. She also found it odd that SouthField residents would have their own representation on the Board when they already had Weymouth representatives.

Ms. Gillen, Weymouth, stated Mr. Glantz was not being consistent acknowledging SouthField residents as Weymouth residents and also as their own entity with special voting rights; he was picking and choosing what was convenient for LNR/Starwood. Mr. Glantz stated he was only trying to create normalization for SouthField residents to be treated equally for use of Weymouth municipal services.

Mr. Koplovsky, Hingham, was informed that Starwood purchased LNR Property Corporation for \$1.05B, one of the asset components was Southfield, and that LNR/Starwood was trying to take something that was stalled and move it forward. Mr. Koplovsky suggested that they revise the DDA to suit their purposes rather than change the legislature and was told that the Board of Directors needed professional knowledge and that LNR/Starwood was looking to change things in a way where SSTITDC had a different and limited role.

Mr. Rochman, SouthField resident, stated he was happy to pay his taxes to Weymouth and inquired if the tax surcharge for SSTITDC would be 5%. Mr. Glantz stated no commercial business would be attracted here with a 5% surcharge and that SSTITDC would receive a small overhead (\$0.3-0.5 mills) plus income from development entitlement fees.

Mr. Welch, Weymouth, stated the location of the sewage treatment plant near Abington/Weymouth border was not good for his neighborhood and they (not just Abington) should have a say where it's located.

The Chairman called for a 10 minute break at 11:05am.

Mr. Lavin departed the meeting.

The Board reconvened at 11:15am.

Board Measure 13-033

VOTED: Motion of John Ward, seconded by Gerard Eramo, that the Board of Directors authorize the Chief Executive Officer to send the proposal as submitted by LNR South Shore LLC, aka Starwood, to the Mayor and Town Council of Weymouth, the Rockland Board of Selectmen, the Abington Board of

Selectmen, the SSTTDC Advisory Board, the State Executive Office for Administration and Finance and the United State Navy for its advice and consent and to take any other action to gauge input prior to the Board of Directors taking any action on the same
Unanimous 4-0 vote

Applicable Subdivision Board

Mr. Young noted the 8th revision to the Phase 1A Definitive Subdivision Plan supported the Corcoran project by allowing a 350 ft. extension of Snow Bird Avenue, connecting Memorial Grove Avenue and Trotter Road; the work was consistent with the Subdivision Rules and Regulations and the Phase 1A Development Plan.

Mr. Wall was informed that the Certificate of Action would require a performance bond to complete all the associated work in order to release a lot from the 8th Revision Covenant.

Board Measure 13-036

VOTED: Motion of John Ward, seconded by Jeffrey Wall, to approve with conditions, the Revised Phase 1A Definitive Subdivision Plans dated September 10, 2013 submitted by LNR South Shore, LLC All conditions of the approval shall be as noted in the Certificate of Action
Unanimous 4-0 vote

Financials

FY13 Unpaid Bill – Board Measure 13-032

The CEO noted the invoice was a 4th quarter payment to MUNIS, credits were applied on Sept. 10th, the balance after the credits was \$2,141.

VOTED: Motion of Jeffrey Wall, seconded by Gerard Eramo that the Board of Directors authorizes the transfer of the sum of \$2,141.000 from the Reserve Fund (Program 132 Balance = \$34,758.70) to line item 11336730.578107 for the purpose of paying the following FY2013 unpaid bill: MUNIS/Tyler Technologies in the amount of \$1,242.00 and that the Accountant with the assent of the Chief Executive Officer is authorized to pay such bills in such amounts as they deem appropriate but not to exceed the total amount stated above

Unanimous 4-0 vote

Stabilization Fund Expenditure - Board Measure 13-038

The CEO noted that engineering services were required by a MaDEP Enforcement Order for a replacement structure for the TACAN Outfall Ditch Weir at a cost of \$22,500.

VOTED: Jeffrey Wall, seconded by Gerard Eramo, that the Board of Directors appropriates the sum of \$22,500 from the Stabilization Account for the purpose of paying for the engineering services required by an Enforcement Order dated September 17, 2013

Unanimous 4-0 vote

FY14 Abington Police Services Agreement – Board Measure 13-034

The CEO noted in the unlikely event that Abington assistance was needed by Weymouth or Rockland on the Base, the services agreement gave Abington Police authority for directed patrols and emergency response.

VOTED: Motion of John Ward, seconded by Jeffrey Wall, to approve the Abington Police Services Agreement as presented by the CEO on Oct. 7, 2013

Unanimous 4-0 vote

MassDOT Traffic Control Agreement – Board Measure 13-035

Mr. Young stated the Traffic Control Agreement covered the section of the Parkway constructed by MassDOT within Weymouth (District 6). The Chairman was informed that the roadway covered two districts; the traffic control agreement for the Rockland portion (District 5) was previously executed.

VOTED: Motion of Jeffrey Wall, seconded by Gerard Eramo that in accordance with 23 U.S.C. Sections 109 (d) and 116, the Board of Directors execute Traffic Control Agreement #72925 with the Massachusetts Department of Transportation – Highway Division pertaining to the future operation and maintenance of that section of the East/West Parkway constructed as Federal Aid Project Number STP – 002S (138)

Unanimous 4-0 vote

One Day Liquor License – Board Measure 13-037

The Board was informed of LNR's third fall festival event to be held on Oct. 12th.

VOTED: Motion of Gerard Eramo, seconded by John Ward, as per M.G.L. Chapter 138 and the rules made thereunder, and section 37, sub-section 6 (2) of the Chapter 303 of the Acts of 2008, Rob Lucente d/b/a Peak Organic Brewing Co. is hereby granted a one day license to sell, store, pour and consume Wine and Malt beverages on October 12, 2013 between the hours of 11am and 3pm during the SouthField Fall Festival

Unanimous 4-0 vote

Minutes

VOTED: Motion of Jeffrey Wall, seconded by John Ward, to accept the minutes of the Board of Directors meeting held on July 29, 2013

Unanimous 4-0 vote

VOTED: Motion of Jeffrey Wall, seconded by John Ward, to adjourn the meeting

Unanimous 4-0 vote

The meeting ended at 11:17am

Mary Cordeiro, Recording Secretary

Joseph Connolly, Chairman of the Board