

Board of Directors Meeting
October 15, 2012 @ 4:00pm
SSTTC Town Hall Conference Room

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

Also Present: Kevin R. Donovan, Chief Executive Officer
James A. Wilson, Chief Financial Officer
Jim Young, Project Manager
Steve Ivas, Conservation Agent
Jim Toomey, SSTTDC Legal Counsel
Scott Bois, Treasurer/Collector
Keith Nastasia, Public Works Superintendent
Bill Ryan and Paul Hickey, LNR
Brian Brewer, KHA/LNR

The Chairman made a statement about compliance with the Open Meeting Law, the conduct of the Board's meeting and the two Agenda topics that would include public comment.

The Chairman called the Board of Directors, Conservation Commission and Applicable Subdivision Board meetings to order at 4:00pm

4:00 PM PUBLIC HEARING – Conservation Commission

The Hearing opened at 4:01pm.

The Project Manager and the Conservation Agent received and reviewed the LNR application submitted by KHA to amend the existing Order of Conditions on the Phase 1A Definitive Subdivision Plan for three temporary construction activities and one permanent improvement.

Mr. Brewer identified the three temporary activities that would take place within wetland buffer zones on the west and east side of the Southfield Highlands area:

- 1) Relocate an 8-inch sanitary force main and 15-inch storm drainage outfall on parcels R7F and R8B
- 2) Relocate 4,300 cubic feet of storage within French Stream's 100-year flood plain from parcel R7F to parcel R5B
- 3) Excavate and remove structurally unsuitable soil on parcels R2E and R3E

The permanent improvement consisted of the construction of a multi-use stone dust trail extension across parcels R5B and R8B.

Mr. Wall inquired if the force main could be relocated to the alleyway, and was informed that would not be feasible due to conflicts with existing and proposed utilities.

Mr. Wall was also informed that the stormwater discharge from the northwest corner of the Eventide site would be improved with the additional flood storage on Parcel R5B.

The Chairman was informed that work on the 20,000 square foot flood plain storage area would temporarily impact a portion of the 200 ft. Riverfront Area of French Stream. It was expected that the relocation of the force main/storm drainage outfall and flood plain work would be completed by year's end. The trail and excavation work would most likely take place in the spring.

Mr. Connolly was informed that the proposed trail would run 1,150 ft. along the wetlands and wooded areas and, by connecting to the existing trail north of the Eventide site, would create a half mile of uninterrupted multi use trail from the north end of Snow Bird Ave. to Trotter Rd.

The Board was informed that the Conservation Agent & Project Manager held pre-permitting meetings to work out details with the applicant prior to the official filing.

Mr. Ivas stated that the proposed work did not significantly change the purpose or the scope of the original Order, and that it met the performance standards for stormwater.

Mr. Ivas noted a few new Conditions related to erosion control, dewatering and marking the limit of work area. The Project Manager stated the proposed work was consistent with the Development Plan approved by SSTTDC. The Chairman was informed that the unsuitable soil materials would be hauled off site.

PUBLIC HEARING COMMENTS

Mary Parsons, Rockland, asked several questions regarding the backfill, trail system and force main relocation, and was informed that most of the backfill materials were already stockpiled on the work site, but there may be a need to haul some material to the site.

The multi-use trail system was wheelchair friendly, future connectivity would run south from Trotter Road and eventually continue on to the golf course. The flow in the sanitary force main was directed south and up Memorial Grove Ave., the force main relocation work would occur within the French Stream riverfront area, would provide 4,300 cubic feet of flood storage further upstream, and did not involve wetland replication. Ms. Parsons was also informed that the water table was approximately 3 feet below grade in this area.

Lenore White, Wetland Strategies (independent observer for Mass DEP), was informed by the Conservation Agent that a separate filing was not required for this application.

VOTED: Motion of John Ward, seconded by James Lavin, to close the Public Hearing

Unanimous vote

The Hearing closed at 4:20pm

Board Measure 12-055 Amended Order of Conditions

VOTED: Motion of John Ward, seconded by James Lavin, to approve the request for Amended Order of Conditions, Phase 1A Definitive Subdivision Plan dated September 27, 2012, submitted by LNR South Shore, LLC, all conditions of the approval shall be as noted in the Amended Order of Conditions prepared by the Corporation's Conservation Agent.

Unanimous vote

Applicable Subdivision Board – LNR Covenant Release Proposal

Mr. Toomey, Legal Counsel, reviewed LNR's proposal to secure remaining construction work associated with Phase 1A Definitive Subdivision Plans approved to date through a performance bond in the amount of \$881,856. The Board reviewed the Release of

Covenant, the Performance Bond, and the punch list for full completion of work. Mr. Wall was informed that the costs associated with the punch list were reviewed by SSTTDC staff, and matched the amount of the performance bond.

Board Measure 12-056 Release of Covenant

VOTED: Motion of John Ward, seconded by James Lavin, to release Parcels C1, C2, R1, R2E, R3E, R5B, R6, R7, R8 and R12 from the covenant dated May 24, 2007, as amended and supplemented, by executing a Release of Covenant; issuance of the Release of Covenant shall be contingent on LNR South Shore, LLC securing a proper performance bond in the amount of Eight Hundred Eighty-One Thousand, Eight Hundred and Fifty-Six Dollars (\$881,856.000)

Unanimous vote

FINANCIALS

FY13 Budget

The Board was informed of the need to increase appropriation for SSTTDC operations by \$700K to cover overlay for abatements, and add a new line item for the education and transport of SouthField public school children, Veterans administration appropriations, street lighting, legal budget for environmental issues, outside audits and an increased reserve fund for unforeseen expenditures. Appropriations for Veterans are required by Mass Law, expenses include medical and housing assistance for those Veterans residing within the boundaries of the Base.

The Board was informed that SSTTDC payroll function was now handled in-house and that all inspector services changed from 1099 forms to salary positions. The Budget approved in June totaled \$2.7M, now it totaled \$3.4M.

Discussion ensued on working with the Host Town Veteran Agents on Veteran issues.

The Board was informed that street light expenditures included maintenance and replacement of lights and provision of electricity. Mr. Connolly was informed that if there were no unforeseen expenses then unexpended funds would fall to free cash.

Mr. Wall was informed that an outside audit was coming up as DOR did not agree with our calculation for new state revenues as per the claw-back provision under the East/West Parkway Bond Issue.

Board Measure 12-058 FY13 Budget

VOTED: Motion of Jeffrey Wall, seconded by James Lavin that the South Shore Tri-Town Development Corporation raise and appropriate the sum \$3,424,189 to provide for all the expenses for the maintenance and operation of SSTTDC's several departments and activities for the fiscal year 2013 in accord with the attached Exhibit A (an increase in the operation expenses of SSTTDC of \$700,000)

Unanimous vote

Status of Excess Revenues

The Board was informed that Mass Department of Revenue's certification of FY12 Free Cash was not projected to be completed until Jan. 2013. The Board was required, per Enabling Legislation Section 19a, to make a determination within 120 days of the end of the fiscal year for excess revenues available for distribution to the Host Communities.

Board Measure 12-057 – Excess Revenues

VOTED: Motion of James Lavin, seconded by John Ward, that the Board of Directors, after a review of the cash needs of the SSTTDC, votes to establish that no excess FY12 tax revenues are available for distribution to the towns of Abington Rockland and Weymouth.

Unanimous vote

Police Service Agreement with Weymouth

The CEO reviewed the Police Service Agreement which delineated patrols, emergency responses and public record statutes.

Mr. Connolly was informed that Police dispatch would know when patrols were on the Base, and that all SouthField incidents would be documented for billing purposes.

Mr. Wall was informed that if the Service Agreement caused a negative effect on the Police Department mitigation discussions would take place.

Board Measure 12-059 Police Service Agreement with Weymouth

VOTED: Motion of James Lavin, seconded by John Ward, that the Board of Directors authorized the CEO to sign the Police Service Agreement by and between South Shore Tri-Town Development Corporation and the Town of Weymouth for Fiscal Year 2013 and 2014 as presented at this meeting

4-0-1 vote Director Eramo abstained

Fire Service Agreement with Weymouth

Mr. Wall stepped out of the meeting as per the Mass Conflict of Interest Law Chapter 268A. The CEO reviewed the emergency and inspectional services and the public record statutes in the Agreement. The Board was informed that SSTTDC would be responsible for all false alarms on the Base. Discussion ensued on funding the costs of one Weymouth firefighter to perform inspections and reviews for SouthField development.

Mr. Lavin was informed that the 2-year contract would be effective immediately, and that as buildout continued there would be geographical boundary issues to discuss with Rockland and Abington Fire Departments.

Mr. Connolly was informed that incident reports would be reviewed on an annual basis to determine appropriate adjustments to the service agreements and financial arrangements for both SSTTDC and the Fire Department for the year 2015.

Board Measure 12-060 Fire Service Agreement with Weymouth

VOTED: Motion of John Ward, seconded by James Lavin, that the Board of Directors authorized the CEO to sign the Fire Services Agreement by and between SSTTDC and the Town of Weymouth for Fiscal Year 2013 and 2014 as presented at this meeting

Unanimous vote

Mr. Wall returned to the meeting.

Water/Wastewater Agreement with Weymouth

The CFO noted the proposed Agreement between Weymouth and SSTTDC was meant to be incorporated into the existing Water and Wastewater Agreement. Mr. Wilson presented an overview of water and sewer rates, and the economic impacts to the Corporation and the residents.

Jessica Landerholm, speaking for the many residents at the apartments in SouthField, voiced great concern that their water charges were excessive; and inquired what other measures were being taken to purchase water elsewhere. Ms. Landerholm stated the residents at the Commons were not told and did not receive any documentation stating that they would be paying commercial water rates, and were also dismayed to learn that they were not considered residents of the Town of Weymouth; that they lived on an island within the town.

Peter Mahoney, Corcoran Development, stated the entire apartment complex had one meter on site and each apartment had a sub-meter. The water bill was divided out to average rate for each apartment's consumption. Mr. Mahoney further stated that when Tri-Town voted the higher water rate (in May) several apartments had already been rented. He acknowledged that each apartment user paid 50% more than other Weymouth apartment users, and hoped something better could be worked out to benefit residents at the SouthField. The current water rate impacted Corcoran's ability to develop further. The Board agreed that Ms. Landerholm had a valid argument, and that the Corporation was bound by the Agreement with Weymouth for the current year. SSTTDC would continue their effort to find a more cost effective water supply, noting that costs would include bringing water lines from the source to the Base. The Board had noted the big discrepancy in Weymouth water rate charges and costs of water use for the residents of SouthField at their May meeting.

Board Measure 12-061 Water and Wastewater Agreement with Weymouth

VOTED: Motion of Joseph Connolly, seconded by Jeffrey Wall, that the Board of Directors authorized the CEO to sign the Amendment #1 Memorandum of Agreement for Provision of Water and Wastewater Service by and between SSTTDC and the Town of Weymouth as presented at this meeting
Unanimous vote

LNR Commercial Update

Mr. Ryan and Mr. Hickey presented an update on commercial trends and demands in the South Shore area, and informed the Board that Joseph Timmons was securing final details with Mass AFL/CIO to be the anchor tenant in his 101,000 s/f commercial building to be located on Shea Drive. Retail tenants for the commercial space located in the apartment complex on Trotter Road were awaiting the opening of the East/West Parkway.

There has been more encouraging interest from Bio Tech users. LNR's focus was on commercial end users who need to be in this area, to get them anchored here.

The movie studio was still trying to get their equity together. Two parties were interested in transforming Hangar 2 into a sound stage. A deal could most likely be put together under a LIFO sublease.

Amenities Update

Mr. Ryan noted the Sports Complex was in the design stage. LNR was investing in the complex and was expecting to receive a business plan from a designated developer. LNR would transfer title once they accepted the business plan, and the final design plan would be presented to the Board of Directors for public input.

The trail system would continue to develop as horizontal development proceeded from west to east. LNR was moving forward with actual design and construction of the many

elements and components of the Amenities Plan. Various uses would be in place prior to Phase 2 development along with a shuttle system sometime in 2013. LNR was also expecting a final business plan from the Golf Course developers.

Minutes

VOTED: Motion of James Lavin, seconded by John Ward to accept the minutes of the Board of Directors meeting held on September 10, 2012

Unanimous vote

VOTED: Motion of Joseph Connolly, seconded by Jeffrey Wall, to adjourn the meeting

Unanimous vote

The meeting ended 6:15PM

Mary Cordeiro, Recording Secretary

Gerard Eramo, Chairman