

Approved April 26, 2021

**Advisory Committee Meeting
Zoom Video Conference
Wednesday, April 7, 2021, 6:30 p.m.**

Those present from Advisory Committee included Shawn Baker, Julie Bryan, Jake Erhard, Jennifer Fallon, Neal Goins, John Lanza, Jeff Levitan, Bill Maynard, Deed McCollum, Corrine Monahan, Patti Quigley, Mary Scanlon, and Doug Smith.

Julie Bryan called the meeting to order at 6:30 pm.

6:30 p.m. Citizen Speak

Jim Roberti, 235 Weston Road, addressed issues raised surrounding the Affordable Housing Trust (AHT), stating that expertise was required to create the housing trust. The current Executive Director is an expert in affordable housing and is the appropriate person to create the trust. In addition, other affordable housing experts contributed to the creation of the Housing Production Plan (HPP). The final product reflects this expertise.

It was determined that the housing trust requires autonomy. WHDC actions need approval of the BOS. To correct this problem, it was recommended that Wellesley create a semi-public/non-profit organization with more autonomy. The housing trust is the alternative to the WHDC which currently has no independence and therefore faces difficulties in accomplishing its goals.

Wellesley has a vision for the development of affordable housing. Chapter 7 of the Unified Plan has this vision and speaks of a housing plan. The HPP's goals are in its vision and includes an action plan and strategy. This has been looked at for the last five years. We are not starting from scratch. In addition, the HPP is not out of date and it has been certified by DHCD and is valid through 2023.

Marjorie Freiman, 75 Grove Street, echoed the previous speaker's comments regarding concerns about the readiness to develop AHT. It is the explicit outcome from two recent Town-wide planning initiatives. This idea has been thoroughly vetted by the Town and there is a vision for housing and for the AHT.

The AHT will be poised to act on affordable housing. Developers were able to circumvent zoning requirements and the Town was unable to direct its own planning efforts. The Town wanted to reach safe harbor through its own planning. The Select Board (SB) at the time was unanimous that the 10% was not the limit but that the attainment of the 10% would put Town back in control of its development future and in a better position. A group working with the Planning Board's comprehensive plan, and first-ever strategic planning, met for two years and convened additional public forms.

Published in March 2019, the Unified Plan explicitly states the value in supporting the plan. The first priority listed from the various public visioning forums was diversity followed by people, housing, affordability and income. 90% of respondents to a survey of Town residents identified diversity as the highest goal for the Town. Within the vision, in addition to reaching safe harbor, the plan specifically recommended the creation of an AHT.

At the same time, the creation of the HPP also included visioning workshops. The HPP was unanimously approved by the BOS in September, 2018. The top two goals from the HPP were the creation of a variety of affordable and mixed income housing to help make Wellesley a welcoming community for all socio-economic groups, and to provide more housing options for low- and middle-income families and seniors and individuals with disabilities through a variety of mechanisms to create housing choice. The HPP is

Approved April 26, 2021

very much a current plan in place through 2023. Over 150 people were involved in the creation of the Unified Plan and HPP.

The AHT is perfectly timed to continue the work that forms Wellesley's housing vision from these two plans.

Advisory

The Advisory Chair commented that Advisory members should feel free not to engage in one-on-one conversations if they are called by individuals about any matter being considered by Advisory. If there is additional information that needs to be presented to Advisory, then members are encouraged to have people contact Advisory leadership about how best to provide that information to Advisory. Advisory's role is to gather information and make inquiries. Advisory is the eyes, ears and voice of TMMs, and is charged with presenting what is believed to be the right course of action for the Town in the Report. Ideally, information should be presented to all members at the same time, and therefore one-on-one conversations about matters before Advisory should be kept to a minimum.

6:45 p.m. Discussion and Vote on 2021 ATM Warrant Articles

Tom Harrington, Town Counsel; Meghan Jop, Executive Director; Tom Ulfelder, Chair, Select Board (SB) Lise Olney, Vice Chair, SB; Colette Aufranc, SB; Ann Mara Lanza, SB; and Beth Sullivan Woods were present to answer questions on Article 26.

Continued Discussion of Article 26 – Vote tabled from March 31, 2021 meeting

- There was a question about the language of the statute regarding whether to add language about modifying the MGL.
 - The question is about the vote to accept the provisions of MGLs to establish Wellesley AHTF. Specifically, should “as modified below” be inserted because we are modifying power in the bylaw.
 - The answer is No, because we are accepting the statute and the place to make modifications is in the bylaw by omitting or adding powers.
- What was the reason for the deletion of the statutory language in Section 55C A 1?
 - The language was summarized. Whether we include the language or not, the AHT will only be eligible for affordable housing funds from the Community Preservation Committee (CPC). And whether the language is there or not, the AHT will have to participate in drafting the CPC-3 form.
 - The CPC bylaw says nothing about filling out the CPC-3 form but they must fill it out. Therefore, we did not want to have the language appear under the AHT and not under the CPC as this might create confusion. Wellesley has a robust finance department who assists all groups with filling out forms and will work with the AHT to fill out the forms as well.
- A comment was made that the restriction of the use of funds for affordable housing, and that the AHT accounts for funds separately, seem like good things to have.
 - Requirements are in the statute, and the AHT will be required to do this. This language does not need to be in the bylaw. The AHT could not get money from CPC for anything other than community housing. Creation documents are only for affordable housing. It was felt this does not inadvertently open up opportunities, but is clearer for the reader as to what is being done so that different statutes don't have to be reviewed.
 - With respect to the language for funds to be accounted for by the trust, the AHT will have Town support, and the Finance Dept. will help with the tracking of the expenditure of funds. In addition, the AHT will be audited every year.

- What are the creation documents?
 - Acceptance of statute, adoption of bylaw, and Declaration of Trust. The Declaration of Trust will be created by the Trust when appointed, and this will be the first task. Trustees participate in the creation of the Declaration of Trust. The Declaration of Trust must live within the limits of the bylaw. The Town creates the bylaws and the powers of the AHT. The AHT creates and records the document, and can then do business.
- Which supersedes - state statute or Town bylaws?
 - State is the superior law. Follow state law first unless the state law grants wiggle room; if so, then go to Town bylaw and, in this case, the Declaration of Trust.
- What is the expectation that the liability clause will be included in the Trust?
 - It is in our bylaw and it would be in the trust documents. But, whether or not it is in there, the Trust could never bind the Town to a bad business decision or loan. The only way the Town can be bound to pay a loan is if it is so voted by Town Meeting.
- If the trust defaults on a loan and Town is not responsible for the payment, then what happens to that property?
 - If a bank were to foreclose on a property, they could sell the property and keep whatever it was owed, returning to the AHT any funds over the amount owed. While the AHT does have the ability to borrow money, it is difficult to get a loan. A bank will need to see an income stream to approve a loan. That will be difficult for an AHT because an AHT does not typically have an income stream.
 - If an AHT needs to borrow money, they likely will come to the Town to get Town's bonding authority. If they need funding to purchase something, they would have to come to Town Meeting.
- A comment was made that the AHT seems autonomous without accountability.
 - It is autonomous for small things but it is felt that the AHT will not be doing big projects as land is expensive. The SB and Town Meeting will need to be included in bigger deals.
- What is the current state of the WHDC and what happens to it and its funds if the AHT is not approved?
 - The WHDC does not have enough members to form a quorum so it cannot meet to do business. Board members are needed so the WHDC can conduct business as it holds money and files tax returns. Currently, it is a dormant HDC.
 - The likely process would be to dissolve the WHDC. One of the provisions in the special act is that assets would need to be returned to the Town. With an AHT in existence when the WHDC is dissolved, the money can go to the AHT. The process involves many steps and the AG will ultimately decide where the funds will go.
- Does the WHDC have to be dissolved by a certain date?
 - We have a Board that cannot meet because it does not have enough members for a quorum, but they need to complete important work.
- A comment was made that someone said that the AG will turn over the \$460,000 held by the WHDC to another Town.
 - The AG does ultimately decide where these funds will go, but the special act requires it comes to Town of Wellesley. We prefer to proactively dissolve the WHDC rather than let it lie dormant and have it dissolved administratively due to a failure to file. The WHDC needs to meet in a quorum and that is not happening.
- How many directors does the WHDC have?
 - The WHDC currently has one director. The full Board is five directors. The Select Board is responsible for appointing directors.
- When did people start resigning from the HDC, and when did we start talking with Jennifer Goldston?

- Some directors' terms were up, and they asked not to renew. Two members stayed on to make sure the 40R was work done. Tim Barrett was reappointed from Nov. 2020 to Dec. 2020 to execute work on the Town's behalf. Bob Goldkamp is up for renewal June 30.
- The Town started talking with Jennifer, one of the Town's consultants, on the HPP in 2018. She has been working with the Town in year's past. The Housing Task Force gave a presentation on AHT to the Town. The Unified Plan and HPP have been going on for a while.
- Since the WHDC is unique, if a developer had a choice to work with an AHT versus a HDC, would they rather work with AHT?
 - The AHT is a favored entity. Developers are creatures of habit and they know how AHTs work and they have a higher level of comfort when working with an entity they have worked with before. It does not mean they would not do a deal with WHDC, but it would be more complicated.
- Why not dissolve the WHDC now and get the money back?
 - The WHDC played an important role in the 40R and they are the monitoring agent. We could replace the monitoring agent and we could go on the open market for a monitoring agent. WHDC is not operating but it does have tasks.
- There was a discussion about the SB discussions regarding the AHT Board and the setting of the mission statement. The purpose of the AHT is to create low- and moderate-income housing. The new AHT should develop the mission statement and action plan.
- Is Jennifer Goldston retained by the Town?
 - She is not currently retained but was retained for the presentation in November to the housing task force. She has not worked on the bylaw or trust.
- What is the relationship of the AHT with Town leadership and how do they interact? Is the vision a collaborative effort or is the Town driving it?
 - As with any type of public process it is all tied into Town leadership. The AHT would be a public Board that operates in the public realm. An SB representative on the Board is a mandate. The plan and mission would be a public process no different than that of other Boards. The mission would be promulgated through a public process.
- A comment was made that the creation of the AHT is like the creation of the NRC. The NRC accomplishes things which the Town would not be able to accomplish without the NRC. The Town creates entities to accomplish specific tasks.
- A review of comparable communities was presented and discussed.
- A question was asked about the rationale to not require Wellesley residents on the Board, and whether options such as a minimum number of residents or another configuration of residents and non-residents were discussed.
 - The objective would be to have residents on the Board.
- There was a discussion and clarification of the terms for the trustees. Trustees would serve two years, but half of the first appointments would be for a year so that the term expirations are staggered.
- A request was made to detail AHT funding and sources, and expected annual amounts.
 - Types of funding include CPC funds and inclusionary zoning payments (the WHDC has these in a separate account). The AHT can accept grants, property, and general funds. Funds from the WHDC would be the immediate funds that would flow into the AHT.
- How much inclusionary money is anticipated annually? ‘
 - It is only as negotiated, and is project-based rather than an income stream.
- Would all the funds WHDC has be given to the Town?
 - Yes, these would be held under the treasurer for the trust. WHDC is set up as a 501c3. The AHT would be set up as a municipal account.

- The SB can reappoint members for additional terms, and there are no term limits as part of the bylaw.
- Why is the SB moving ahead with the AHT now rather than hammering out more details and waiting and presenting this in the Fall at STM?
 - The SB wanted to move forward with the AHT given that interest in serving on the WHDC Board has dried up. The recommendation came out in 2018 and has been under discussion since then. This felt like the logical next step. The WHDC was not the key driver in the creation of the AHT, but it was a factor. It has become more urgent because of the loss of interest in the WHDC.
- Concern was expressed that if this was priority in 2018 then why are we talking about it in 2020 and 2021?
 - The HPP was approved in October 2018, and we were working on the 40R at that time. The 40R and the execution of other items got us to safe harbor by meeting/exceeding the 10% threshold. Then, the pandemic hit and things have taken longer.
 - This is an evolutionary step as a tool to address affordable housing in Wellesley consistent with Town concerns about affordable housing. It has taken this much time to create the proper entity.
- Concerns were expressed about the ability to populate the AHT Board because of the issues with sustaining interest in the WHDC Board.
 - In speaking with people in other Towns, the AHT's advantage is its nimbleness and, as a result, it is a more appealing as a volunteer assignment.
- Concern was expressed about the oversight of the AHT, and that there seem to be many outstanding issues.
- A comment was made that the residency issue is a concern.
- Support was expressed for the AHT, and it was felt that the questions asked had been answered. A comment was made that the Town has a decentralized form of government and the SB grants powers to many Boards. The SB is appointing members and entrusting these people to run the trust. Residency requirement is not a problem as the SB does not have to put someone on the Board if they do not want to. The SB would be putting people in place that they trust. The AHT is a nimbler way to deal with affordable housing.
- A comment was made that, in speaking with the WHDC, the biggest problem was that they did not have enough autonomy to move quickly and to get credibility. We have an opportunity to put this in place, and now is the right time to move it forward. The residency issue is in there to give the AHT flexibility. We want residents if we can find them.
- Support was expressed as this is consistent with the HPP and the Unified Plan, and it was felt there was sufficient oversight by the SB. Confidence was expressed that bylaws will codify what the goals will be. Further, having an AHT will help the Town have a good partnership with developers.
- What happens if the AHT Board decides not to follow the action plan and statement? Would that be cause for the SB to remove people?
 - Yes.
- Concern was expressed that if the Town is committed to affordable housing, this should have the full support of the SB. Additional concern was expressed about the degree of obligation the AHT has to fulfill the needs of the Town.
- A comment was made that more work needs to be done on this, and it was felt the governance is too loose and therefore cannot be supported.
- A comment was made that it was felt that the lack of oversight is too broad, and that we need to strike a balance in the community.
- Support was expressed and a comment was made that the AHT does not operate on its own. It would be highly dependent on the Town helping them get what they need to accomplish things.

Approved April 26, 2021

- A comment was made that it would be worth taking more time to make sure issues such governance are buttoned up, and then take this to Town Meeting Members with unanimous support from the SB and Advisory.

ARTICLE 26. Neal Goins made and Mary Scanlon seconded a motion for favorable action on Warrant Article 26, as proposed by the Select Board, that the Town vote to 1) accept the provisions of Chapter 44, Section 55C of the Massachusetts General Laws to establish a trust to be known as the Wellesley Affordable Housing Trust Fund, whose purpose shall be to provide for the creation and preservation of housing that is affordable in the Town of Wellesley for the benefit of low and moderate income households; and 2) amend the General Bylaws of the Town by inserting a new Article 20 to be entitled “Wellesley Affordable Housing Trust Fund”, as set forth in the Warrant and Motion.

Roll call vote:

Bill Maynard – no
Patti Quigley – no
John Lanza – no
Mary Scanlon - yes
Deed McCollum - no
Jennifer Fallon – yes
Jeff Levitan – no
Corinne Monahan - no
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – no
Tom Cunningham – no
Lauren Duprey – absent
Neal Goins – no

Advisory does not recommend favorable action on Article 26, 4 to 9.

ARTICLE 27. Neal Goins made and Corinne Monahan seconded a motion for favorable action on Warrant Article 27, as proposed by the Select Board, that the Town vote to amend the Zoning Bylaw by deleting every instance of the term “Wellesley Housing Development Corporation” and inserting, in place thereof, the term “Affordable Housing Trust” or “Board of Trustee”, as applicable, from the Zoning Bylaw and any amendment to the Zoning Bylaw approved at the Annual Town Meeting beginning April 26, 2020, as set forth in the Warrant and Motion.

Discussion:

Roll call vote:

Bill Maynard – no
Patti Quigley – no
John Lanza – no
Mary Scanlon - yes
Deed McCollum - no
Jennifer Fallon – yes
Jeff Levitan – no
Corinne Monahan - no
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – no

Approved April 26, 2021

Tom Cunningham – no
Lauren Duprey – absent
Neal Goins – no

Advisory does not recommend favorable action on Article 27, 4 to 9.

Mary Scanlon made and Corinne Monahan seconded a motion to rescind the Advisory vote on Article 3 due to the addition Article 4 to the Consent Agenda.

Roll call vote:

Bill Maynard – yes
Patti Quigley – yes
John Lanza – yes
Mary Scanlon - yes
Deed McCollum - yes
Jennifer Fallon – yes
Jeff Levitan – yes
Corinne Monahan - yes
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – yes
Tom Cunningham – yes
Lauren Duprey – absent
Neal Goins – yes

ARTICLE 3. Neal Goins made and Doug Smith seconded a motion for favorable action on Warrant Article 3, as proposed by the Select Board, that the Town vote to act on certain articles set forth in this warrant by a single vote, pursuant to a consent agenda. The Advisory Committee has recommended favorable action unanimously on each of the articles to be included in the consent agenda, and they are:

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| Article 4: | Amend Job Classification Plan (Human Resources) |
| Article 9: | Set Revolving Funds Amounts for Next Year |
| Article 10: | Injured on Duty Stabilization Fund Appropriation |
| Article 11: | Special Education Reserve Fund Appropriation |
| Article 12: | Baler Stabilization Fund Contribution from Free Cash |
| Article 13: | Water Program |
| Article 14: | Sewer Program |
| Article 35: | Appoint Fire Engineers |

Roll Call Vote

Bill Maynard – yes
Patti Quigley – yes
John Lanza – yes
Mary Scanlon - yes
Deed McCollum - yes
Jennifer Fallon – yes
Jeff Levitan – yes
Corinne Monahan - yes
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – yes

Approved April 26, 2021

Tom Cunningham – yes
Lauren Duprey – absent
Neal Goins – yes

Article 7, Motion 9

An explanation of this motion was provided by Morgan Dwinell, Budget Analyst.

Motion 9 (insurance claim costs). Neal Goins made and Jenn Fallon seconded a motion favorable action on Warrant Article 7, Motion 9, as proposed by the Select Board, that the Town vote to appropriate 35,000 for insurance claim costs to Select Board Shared Services - Risk Management from Group Insurance, under motion 2 of Article 8 of the Warrant for the 2020 Annual Town Meeting.

Roll Call Vote

Bill Maynard – yes
Patti Quigley – yes
John Lanza – yes
Mary Scanlon - yes
Deed McCollum - yes
Jennifer Fallon – yes
Jeff Levitan – yes
Corinne Monahan - yes
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – yes
Tom Cunningham – yes
Lauren Duprey – absent
Neal Goins – yes

Advisory recommends favorable action on Article 7, Motion 9, 13 to 0.

Administrative Matters/Liaison Reports/Minutes

8:56 p.m. Minutes Approval

Corinne Monahan made and Doug Smith seconded a motion to approve the March 31, 2021 minutes with the removal of Jake Erhard as he was not present for the meeting.

Roll call vote:

Bill Maynard – yes
Patti Quigley – yes
John Lanza – yes
Mary Scanlon - yes
Deed McCollum - yes
Jennifer Fallon – yes
Jeff Levitan – yes
Corinne Monahan - yes
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – abstain
Tom Cunningham – yes

Approved April 26, 2021

Lauren Duprey – absent
Neal Goins - yes

April 7, 2021 minutes were approved 12 to 0 with 1 abstention

9:01 p.m. Adjourn

Patti Quigley made and Deed McCollum seconded a motion to adjourn.

Roll call vote

Bill Maynard - yes
Patti Quigley – yes
John Lanza – yes
Mary Scanlon - yes
Deed McCollum - yes
Jennifer Fallon – yes
Jeff Levitan - yes
Corinne Monahan - yes
Shawn Baker – yes
Doug Smith – yes
Jake Erhard – yes
Tom Cunningham – yes
Lauren Duprey – absent
Neal Goins – yes