



Office of the
BOARD OF SELECTMEN
272 Main Street, Townsend, Massachusetts 01469

Wayne Miller, *Chairman*
James M. Kreidler, Jr.,
Town Administrator

Don Klein, *Vice-Chairman*

Veronica Kell, *Clerk*
(978) 597-1701

Governor Baker declared a State of Emergency to respond to COVID-19 on March 10, 2020 and ordered a suspension of certain provisions of the Open Meeting Law M.G.L. c. 30A, s 20.

The Board of Selectmen closed the town offices, including boards and committee meetings consistent with the Governor's order, to public access to promote social distancing and reduce the spread of COVID-19.

SELECTMEN'S MEETING MINUTES FOR AUGUST 4, 2020 AT 6:00 P.M.

- I. PRELIMINARIES - VOTES MAY BE TAKEN:
 - 1.1 WM called the meeting to order at 6:00P.M.
Roll call vote showed 3 members attending virtually. Chairman Wayne Miller (WM), Vice-Chairman Don Klein (DK) and Clerk Veronica Kell (VK)
 - 1.2 Pledge of Allegiance
 - 1.3 WM announced the meeting is being tape recorded and will be posted on you tube. VK inquired as to how long that process would take. Town Administrator, James Kreidler relayed it does take some time to process before it can be uploaded.
 - 1.4 Chairman's Additions or Deletions. (none)
VK asked to add the appointments for MRPC and MJPC. WM commented he did not consider the appointment an emergency and will add to the next agenda. VK will forward letter from Brad Harris, MRPC, with request to WM as it was sent only to JK and CS.
 - 1.5 Organization of Board Members.

WM informed the Board he will be stepping down as Chairman within the next few months. WM asked the Board members to think about who would take the Chair seat. Both WM & VK agreed the next Chair would be in line of succession. DK commented he would take the Chair position. WM to put on a future agenda for a vote.

1.4.1 Liaison Assignments.

Mr. Kreidler looked up the liaison list and reviewed with the Board (see attached). VK to take the liaison representative for general government. DK and WM to keep the assignments previously taken.

VK moved that we assign liaison for general government to VK, public works and elected boards commissions and officials to DK, and public safety to WM. WM seconded. VK (yes), WM (yes) and DK (yes).

1.5 Public Comment Period.

Linda Johannsen asked the Board to make a list outlining the number of years the town can contract for. Mr. Kreidler to get a list from Town Counsel.

Laura Doell spoke to the Conservation Commission appointments and expressed concern regarding a member who does not live in Townsend. Ms. Doell commented that she was concerned with conflict of interest issues when appointing the members for Conservation.

VK asked how the agenda is done relaying she would like items that she requests to be put under meeting business. WM commented VK should work with Carolyn and/or Jim to discuss where VK would like the agenda items placed and if a report or update is needed it should be under the Town Administrator.

II. APPOINTMENTS OF OFFICIALS/PERSONNEL - VOTES MAY BE TAKEN:

- 2.1 VK moved to appoint Judith Poudrier to the Council on Aging for three-year term effective July 1, 2020 to June 30, 2023. DK seconded. Unanimous vote.

VK informed the Board she was at the Council of Aging meeting when they nominated Judith.

III. MEETING BUSINESS - VOTES MAY BE TAKEN:

- 3.1 Review/Approve/Sign a disclosure for the Administrative Assistant for the Board of Health as required by M.G.L. c.268A, s19.

VK moved to review the disclosure for the Administrative Assistant for the Board of Health as required by M.G.L. c.268A, s19., the conflict of interest law. DK seconded.

Mr. Kreidler explained the request of the Administrative Assistant is in accordance with the Ethics Commission as she needs to perform certain duties (Mr. Kreidler read the form and explanation - see attached). Mr. Kreidler commented the form is online under the Commission. The Administrative Assistant is asking the Board to consider the section 19 as the appointing authority further relaying that Mr. Kreidler would sign the payroll for her son who does work at the recycling center. VK asked that the box be checked on the section 19 form indicating that there is a financial gain for a family member.

Carla Walter, Administrative Assistant (attended the meeting virtually) relayed that was fine and it must have been an error that it was not checked. Mr. Kreidler asked permission to check the box to which Carla Walter agreed. Mr. Kreidler explained what is being asked is located on the second page of the form and it is to find as the Appointing Authority in accordance with M.G.L. c 268A, section 19 that you have reviewed the particular matter and the financial interest as defined on the form is to determine the financial interest is not so sustainable as deemed likely to effect the integrity of the service which is expected of the employee. Mr. Kreidler explained if the Board by majority vote can support the request than a vote is needed to sign outside of the session. WM asked if Counsel would review and advise the Board regarding the s19. VK and DK agreed. VK asked that Counsel review both the s19 and s23b. VK reviewed and read the chapters of law.

VK questioned if Paul had been previously appointed as a temporary employee. VK asked what meeting he was appointed at and if he was appointed as a temporary employee and ask why Carla Walter did not request a s,19 be approved prior to the temporary appointment. Mr. Kreidler explained disclosures are kept on file with the town clerk. Ms. Spofford, Town Clerk inquired as to why it is being discussed at the meeting noting it's a small number of hours and was never done in the past. She wondered what the point is. VK questioned whether the employee can write evaluations even with a Section 19 disclosure. Motion was changed to refer the disclosure to Town Counsel for review. Motion passed.

3.2 Review/Approve/Sign the warrant for the 2020 State Primary.

IV. WORK SESSION – VOTES MAY BE TAKEN:

4.1 Town Administrator updates and report.

4.1.1 After action discussion, RE: Town Meeting.

4.2 Board of Selectmen announcements, updates, and reports.

Veronica Kell:

4.2.1 Shared Streets & Sidewalks grant: status/timeline.

4.2.2 Covid-19 relief funding update.

4.2.3 Solar energy discussion.

The Board asked Mr. Kreidler to reach out to the Energy Committee to either meet or have a joint meeting with the Board to discuss the solar plan.

4.2.4 Townsend Community Access and Media, Inc.

VK stated that she had three questions. The first was what is there an agreement with the BOS and TCAM. What are the bylaws of TCAM as there is only articles of incorporation. VK asked Mr. Kreidler how long the Board of Directors longevity/term is. Mr. Kreidler responded that answers are no, no, and he doesn't know. Mr. Kreidler explained once the article was approved at town meeting then Counsel would draft the agreement. VK expressed concern the agreement has not been finalized with the funding for Mr. Pleshaw to only last until the end of August. Mr. Kreidler explained the cable Attorney is working on the agreement and it will be presented to the Board once complete. VK inquired as to why Mr. Racette and his wife and neighbor are named as the Board of Directors and who made that decision. Mr. Kreidler outlined the history of the formation of the corporation and will respond to VK with further updates. VK explained the current Board of Directors do not wish to continue and inquired how the process would work. Mr. Kreidler and VK to work on the update and status of the agreement and what the next steps would be and present back to the Board for discussion.

4.2.5 Sidewalk project.

VK asked what the status is on the project for the sidewalks at the common. VK asked for it to be on the next agenda.

4.2.6 Policy creation, RE: posting, hiring, and supervision of positions.

WM asked Mr. Kreidler to work with Town Counsel to develop a policy regarding hiring. Mr. Kreidler explained Article 6 of the Personnel Policies does have the hiring process and the conflict of interest law. Mr. Kreidler explained many of the union contracts outline vacancies and postings of positions additionally 7-10 charter outlines what is to be done

when a vacancy occurs. VK asked this be discussed further at the next meeting after Counsel has reviewed and made any recommendations.

4.2.7 Discuss letter from citizen regarding recycling.

The Board reviewed the letter addressed to the Board of Selectmen from a citizen, Linda Johansen and made clear she submitted the letter as a citizen not a member of the Board of Health. Ms. Johansen's letter (see attached) asks that the recycling center operations be transferred over to Highway or Cemetery & Parks. Ms. Johansen joined the conversation and added she would like to discuss the cash operations as well. Ms. Johansen expressed concern and commented the Board of Health is policy driven not operational responsibility. WM asked that he and Mr. Kreidler work together to discuss the feasibility of consolidation Mr. Kreidler explained the Board of Health is an elected board and they would need to agree as the recycling center is under their control. DK relayed he has seen other communities with the recycling under the control of a DPW. Mr. Kreidler to schedule a meeting with the Board of Health for further discussion.

4.2.8 Appointments for Conservation Commission.

VK explained she wanted this on the agenda to discuss the timeline for appointments with Mike Turgeon vacancy notification. Mr. Kreidler explained once the Board officially receives the resignation the Selectmen would then have 30 days to fill the vacancy. Mr. Kreidler informed the Board they did receive a recommendation for re-appointment of Karen Hill and Anne LeCuyer. The Town Clerk, Kathleen Spofford informed Mr. Kreidler there were two vacancies and two requests for re-appointments.

4.2.9 Best practices for email responses.

VK asked when people send emails what is the expected time to respond. Mr. Kreidler commented he would respond to the email from the Board right away and ask for more time to gather the information being requested if necessary. Mr. Kreidler commented, staff that do not have access to their emails at home should be responding within 24 hours.

VK asked when people could expect Mr. Kreidler to be in the office and what are the office hours. Mr. Kreidler suggested giving a call and/or email before stopping by. Mr. Kreidler explained the hours vary due to evening hours with meetings or appointments. Mr. Kreidler informed VK generally his office hours are 7:30A.M. to 4:00P.M. unless at another location or meeting. Mr. Kreidler inquired if there was a concern about his office hours.

VK asked how the Board would be notified if he was out for sick or on vacation. Mr. Kreidler stated he would notify the Chair. VK commented she has been reviewing the Selectmen's handbook and explained she wanted to know how it works with notification to the Board.

4.2.10 Municipal email address request.

VK inquired if the Board/Commissions could get a municipal email address. Mr. Kreidler explained all offices have been converted to the townsendma.gov domain. Mr. Kreidler to set up municipal email addresses for the Board of Selectmen. Mr. Kreidler informed the Board each email address has a cost so additional discussion should occur for email addresses to other Boards/Committees.

Don Klein:

4.2.11 Schedule meeting with Water Commissioners.

DK informed the Board that the Water Commissioners would like to meet and discuss the Superintendent position and the White Mountain contract. Mr. Kreidler explained the Town Accountant was waiting for the procurement information from the Water Department. Mr. Kreidler commented the Procurement has been received as of today and will be forwarded to the Town Accountant for release of the contract. Mr. Kreidler to schedule the Water Commissioners for the next Board meeting.

4.3 Clerk of the Board announcements for events. (none)

4.4 Reports from Board liaisons.

VK commented the DLTA grant will be discussed at the next Planning Board meeting. VK to forward the information about the grant award to the Board.

VK inquired about the road safety audit and asked Mr. Kreidler if he has contacted Pepperell to see if they have their audit. Mr. Kreidler relayed he has not spoken with Pepperell however, it is on his list and he should have the information available at the next meeting.

4.5 VK moved to review and sign the bills payable warrants out of session.

V. ADJOURNMENT:

VK moved to adjourn at 7:58P.M. DK seconded. Unanimous vote.

Respectfully submitted by,

Carolyn Smart, Executive Assistant

Voted to approve the meeting minutes for the meeting of August 4, 2020 by the Board of Selectmen this 23RD day of November, 2020.

1.4.4

General Government		
Town Accountant	Lauri Plourde	aplourde@townsend.ma.us
Treasurer/Collector	Anna Noyes	anoyes@townsend.ma.us
Conversation Agent/Commission	David Henkles	dhenkles@townsend.ma.us
West Townsend Reading Room	Lois Rearick	lrearick@comcast.net
Land Use/Zoning Board	Beth Faxon	bfaxon@townsend.ma.us
Memorial Day/Band Concert	Betty Mae Tenney	
Amanda Dwight Entertainment		
Abraham French Fund	Renee Fossey	rsfossey@yahoo.com
Council on Aging/Senior Center	Karin Moore	kmoore@townsend.ma.us
Veterans' Agent	Joe Mazzola	jmazzola@townsend.ma.us
MRPC		
MBTA		
Energy Committee	Brent Carney	brcarney1015@gmail.com
Masterplan Committee		
Capital Planning	Don Klein	
Finance Committee	Andrea Wood	andrea_wood1@verizon.net
Historic Commission		
Housing Authority	Lauri Shifrin	laurie@townsendcenterrealty.com
Public Works and Elected Boards/Commissions/Officials		
Recreation Commission	Emy Hoff	ehtownrec@yahoo.com
Town Clerk/Registrars	Kathleen Spofford	kspofford@townsend.ma.us
Highway Department	Jim Smith	jsmith@townsend.ma.us
Tree Warden	Don Massucco	(978) 602-7597
Cemetery & Parks Department	Roger Rapoza	cemetery@townsend.ma.us
Facilities Maintenance/Memorial Hall	Mark Mercurio	mmercurio@townsendpd.org
Water Department	Paul Rafuse	paulr@townsend.ma.us
Planning Board	Beth Faxon	bfaxon@townsend.ma.us
Board of Health	Carla Walter	boardofhealth@townsend.ma.us
Solid Waste/Landfill	Carla Walter	boardofhealth@townsend.ma.us
Trust Fund Commissioners		
Trustees of Soldiers Memorials		
Nashoba Tech		
North Middlesex		
Public Safety		
Police/Communications Department	Jay Sartell	jsartell@townsendpd.org
Fire-EMS Department	Mark Boynton	mboynton@townsendpd.org
Inspectional Services/Building Commission		

Animal Control Officer	Mary Letourneau	aco.at@verizon.net
Inspector of Animals	John King	johnkimking@verizon.net
Emergency Management (TEMA)	Shirley Coit	mamacoit@aol.com
IT/MIS		
Parking Clerk	Kathleen Spofford	kspofford@townsend.ma.us
Burial Agent	Kathleen Spofford	kspofford@townsend.ma.us



Office of the
BOARD OF SELECTMEN
272 Main Street Townsend, Massachusetts 01469

Sue Lisio, Chairman

Cindy King, Vice-Chairman

Wayne Miller, Clerk

James M. Kreidler, Jr.,
Town Administrator

Office (978) 597-1701
Fax (978) 597-1719

POLICY #3-2018

BOARD OF SELECTMEN

Purpose: To clarify the role of an individual member of the Board of Selectmen as a liaison to the other Departments/Boards or Committees.

Policy: LIAISON POLICY

Assignments. Liaison assignments are generally made by the Chairman of the Board as soon as practical after the annual town election.

Each department/committee/board shall be notified as to their Board liaison by the Board of Selectmen.


It is requested that each department/committee/board which has been assigned a selectman as a liaison include the Board of Selectmen liaison in the distribution of all general meeting correspondence (reports, meeting agendas, minutes, etc.). This will make for a more effective liaison assignment. Each committee/board which has an assigned liaison should use that person as the first point of contact to the Board of Selectmen.

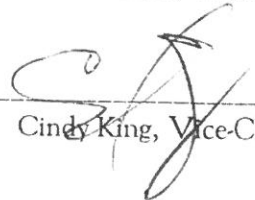
Temporary assignments. The Chairman shall appoint a liaison to each ad hoc committee created by the Board. The Chairman may also make temporary liaison assignments to other committees, boards, or groups if so requested, or if a majority of the current Board of Selectmen votes to make such an assignment.

Expectations. Each Board member should try to maintain some level of communication with each department/ committee/board to which he/she is assigned. It is important to keep Board colleagues informed of critical issues and other areas of interest.

Participation. The Board of Selectmen liaison is not considered a member of each assigned department/committee/board. He/she should not actively participate in meetings unless invited to do so or as needed to provide or obtain information and feedback. The liaison does not represent the Board of Selectmen. Decisions required of the Board of Selectmen, if any, much come before the Board at a posted meeting for discussion and vote.

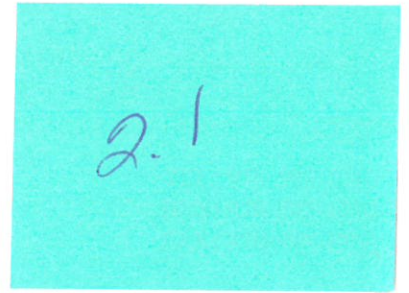
ADOPTED BY THE BOARD OF SELECTMEN ON 7/31, 2018.


Sue Lisio, Chairman


Cindy King, Vice-Chair

Wayne Miller, Clerk

16 Dudley Road
Townsend, Massachusetts 01469



Council On Aging
Townsend Senior Center

July 23, 2020

Board of Selectmen
Town of Townsend
Memorial Hall
272 Main Street
Townsend MA 01469

At their meeting on July 21, 2020, the Council on Aging unanimously voted to recommend Judith Poudrier, 105 Bayberry Hill Road, West Townsend, Massachusetts for appointment to the Council on Aging Board for a term from July 1, 2020 to June 30, 2023. Enclosed is a copy of her Volunteer Response Form.

Thank you for your consideration.

Karin Canfield Moore, Director
Townsend Council on Aging/Senior Center

VOLUNTEER RESPONSE FORM



RECEIVED
JUN 10 2020

TOWN OF TOWNSEND
TOWN CLERK

Town government needs citizens who are willing to give time in the service of their community. The Talent Bank is a means of compiling names of interested citizens to serve, on a voluntary basis, on boards and committees. This file is available for use by the public as well as the Moderator and the Selectmen.

Talent Bank files are being updated to include categories consistent with the changing needs of the town.

Indicate your order of preference and return the form below to:

Talent Bank c/o Board of Selectmen
272 Main Street
Townsend, MA 01469

Name: Judith R. Poudrier Telephone No. (978) 597-2573
Work No. () _____ Cell No. (978) 400-6828 e-mail jp@verizon.net
Address: 105 Bayberry Hill W. Townsend, MA 01474
Occupation: Retired
Amount of time available (per week/per month): _____
Background/Experience _____

LIST ORDER OF PREFERENCE

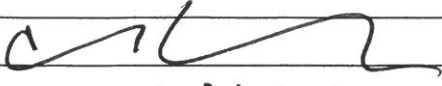
<i>Land Use and Preservation</i>	<i>Culture/Recreation</i>	<i>Other</i>
Conservation Commission	275th Anniversary Committee	Board of Registrars
*Planning Board	Cultural Council	Election Officials
Development & Industrial Commission	*Amanda E. Dwight Entertain.	Townsend Emergency Mang. Agency
Zoning Board of Appeals	American Flag Committee	Memorial Hall Restoration Committee
Historic District Commission	James H. Tucker Fund Committee	*Water Commission
Master Plan Committee	*Cemetery & Parks Commission	West Townsend Reading Room
Fence Viewer	*Recreation Commission	*Republican Town Committee
	*Library Trustees	*Trust Fund Commissioners
		*Democratic Town Committee
<i>General Government</i>	<i>Other</i>	<i>Human Services</i>
*Board of Selectmen		*Board of Health
Finance Committee		Council On Aging ✓
*Moderator		*Trustees of Soldiers' Memorials
*Assessors		Abram S. French Fund Committee
Town Properties Committee	<i>School Committee Rep</i>	
Constables	Nashoba Valley Tech High School	<i>Housing</i>
Capital Planning Committee	North Middlesex Regional High School	*Housing Authority
Strategic Planning Committee		
Cable Television Advisory Committee		

**Unless a vacancy exists on an Elected Board prior to an Election, all * (asterisks) positions require nominations papers. Please see the Town Clerk for further information.*

**DISCLOSURE BY NON-ELECTED MUNICIPAL EMPLOYEE OF FINANCIAL INTEREST
AND DETERMINATION BY APPOINTING AUTHORITY
AS REQUIRED BY G. L. c. 268A, § 19**

3.1

	MUNICIPAL EMPLOYEE INFORMATION
Name:	Carla Hitzenbuhler
Title or Position:	Health Administrator
Municipal Agency:	Townsend Board of Health
Agency Address:	272 Main Street, Townsend, MA 01469
Office Phone:	978-597-1713
Office E-mail:	chitzenbuhler@townsend.ma.us
	My duties require me to participate in a particular matter, and I may not participate because of a financial interest that I am disclosing here. I request a determination from my appointing authority about how I should proceed.
	PARTICULAR MATTER
Particular matter E.g., a judicial or other proceeding, application, submission, request for a ruling or other determination, contract, claim, controversy, charge, accusation, arrest, decision, determination, or finding.	Please describe the particular matter. Employee leaves recycling center during CO-VID Pandemic. BOS appoint Paul Walter as a temporary employee and to post the job. Paul is an immediate family member.
Your required participation in the particular matter: E.g., approval, disapproval, decision, recommendation, rendering advice, investigation, other.	Please describe the task you are required to perform with respect to the particular matter. Supervise, sign payroll. Health Administrator will not be involved in discipline or payroll and personnel matters. Town Administrator and be direct report to sign payroll and other expenses. Board of Health to vote on changing any procedures.
	FINANCIAL INTEREST IN THE PARTICULAR MATTER
Write an X by all that apply.	<input checked="" type="checkbox"/> I have a financial interest in the matter. <input type="checkbox"/> My immediate family member has a financial interest in the matter. <input type="checkbox"/> My business partner has a financial interest in the matter. <input type="checkbox"/> I am an officer, director, trustee, partner or employee of a business organization, and the business organization has a financial interest in the matter. <input type="checkbox"/> I am negotiating or have made an arrangement concerning future employment with a person or organization, and the person or organization has a financial interest in the matter.
Financial interest	Please explain the financial interest and include a dollar amount if you know it. No interest Paul is

in the matter	an adult has not lived with me for in the last ten (10) years. Position is \$12.71/hr 14 hours a month.
Employee signature:	
Date:	2-24-2020

DETERMINATION BY APPOINTING OFFICIAL

	APPOINTING AUTHORITY INFORMATION
Name of Appointing Authority:	
Title or Position:	
Agency/Department:	
Agency Address:	
Office Phone:	
Office E-mail	
	DETERMINATION
Determination by appointing authority:	As appointing official, as required by G.L. c. 268A, § 19, I have reviewed the particular matter and the financial interest identified above by a municipal employee. I have determined that the financial interest is not so substantial as to be deemed likely to affect the integrity of the services which the municipality may expect from the employee.
Appointing Authority signature:	
Date:	
Comment:	

Attach additional pages if necessary.

The appointing authority shall keep this Disclosure and Determination as a public record.

4.2.7

June 29, 2020

To the Board of Selectman:

Disclosure: I am submitting this request as a resident albeit I am currently serving on the Board of Health with one-year remaining.

I am asking the Board of Selectman to evaluate the reorganization of the Townsend Recycling Center Operations under the Highway Department like other towns have done. The Park and Cemeteries department could be another established operation that is staffed with a supervisory role. Some towns continue to have the BOH maintain the policy decision making authority over solid waste and recycling.

I am also requesting that in addition to a reorganization, the cash system at the Recycling Center be moved to a e-payment system and minimize the cash payments within reason. For instance, a light bulb that is \$.50 or \$1.00 may be paid in cash, but larger items by e-payment only.

In November 2015, The Board of Selectman, at the request of the DPW Exploratory Committee, voted to study the town's public-works-related functions; including the streets and highways department, facilitates department, tree warden, cemetery and parks department, and water department. It incorporated refuse collection/disposal, recycling center, and capped landfill maintenance an engineering, all of which are overseen by the board of health. In January 2016, The Technical Assistance Bureau for DLS published the Town of Townsend Public Works Consolidation Analysis report (attached for your review).

As noted in the report, two-thirds of communities statewide have combined related functions like a DPW or have formed a highway department like a DPW. Of those, 80% are handling the operations of solid waste and 79% recycling.

It is conceived that this initiative died to the turbulent political climate at the time and that residents strongly opposed the merger of the water department. I would request that the selectman review this report and request with the feasibility of making smaller impactful changes than tackling it in its entirety. Therefore, I am requesting the evaluation of reorganizing the recycling center operations only.

The main reasons driving my request are limited resources, efficiency, and ethics.

The administrator supervises the employees who work at the recycling center, schedules the operating dates, repairs on equipment as needed, and the trash hauler when disposal is needed at the center. In addition, she reports revenues from the center to the treasurer. She also applies for a grant that supplements the revenue, which this year we scored 18 points out of 26 available points. The recycling center has two-part time employee positions, one which recently terminated his employment, the other which is a family member of the administrator.

Although a disclosure has been filed regarding the employment of the family member, the administrator is restricted from signing the timesheet or conducting performance reviews. When the other employee resigned on short notice, the administrator fell back on another family member (also a former employee) to back-fill this position temporarily. Again, disclosure was on file. However, I am concerned

that this center has the appearance of a family operation without proper oversight. To my knowledge, this position is or will be posted.

With some consolidation, coverage could be delegated to other staff members in the department. By moving the operations to another fully staffed department, it could provide the larger pool of staff for additional coverage when needed as proposed in the DLS analysis.

Regarding the cashless pay method system, in 2015, auditors Melanson Heath noted a deficiency in the Town of Townsend Management report for written Policies and Procedures over collection, remittance, and handling money at the Recycling Center. They also noted a related party could increase the risk of errors and irregularities and not be detected. To date and to my knowledge, this policy has not been written.

The town's response indicated that the Ethics committee was contacted, and they did not have an issue with minimal hours but asked the Chairman to sign payroll sheets and perform the review for the related employee. However, last year when I asked the administrator who performs the review for that employee, she indicated the former employee because of the conflict. I did confirm with the Town Administrator that he did not perform the review. However, it is not clear if the former Chair performed this review as proposed by the Ethics committee. I have asked the BOH Administrator for confirmation on who performed the reviews for the last five years.

Two years after the audit report was issued, there was confusion over who was signing the timecard—whether the chair or the Town Administrator who now oversees the day-to-day operations of employees serving boards. With consolidation, payroll timesheet approval and performance reviews would no longer be an issue.

In addition, the audit report states the [former] board of health rejected a ticket system for recycling center materials because "Townsend's recycling center is regional". Under the Sustainable Materials Recovery Program, Townsend receives one point at a current value of \$600 in grant funds for allowing bordering communities access to the Recycling Center. Although, I have not made the correlation as to why the ticketing system would not work for regional communities, the board should be evaluating these options in more depth. If necessary, re-evaluate whether the grant fund value exceeds the value in changing operational practices. Ticket systems can be an inconvenience to some residents, and therefore, not well received. However, this should not be a deterrent to evaluating improvements to removing or mostly eliminating a cash system.

Some towns also use a permit system for an annual fee, in addition to, assessments for each item and some towns use e-payment systems. Townsend should be assessing the best organizational fit and collection system for the town like ACH system (credit or debit card) or e-wallet systems (like PayPal or Venmo).

However, to implement an e-payment system at the Recycling Center, it would require WIFI and may be cost prohibited to contract. The recycling center is currently not being served by the town IT infrastructure like the rest of the town buildings. This is a town property and should have similar services. Townsend should evaluate their current online pay systems under contract and to see if there is a good fit or not for the Recycling Center to adopt. While the Mass DEP may be exploring the benefits

of offering an affordable option for all municipalities to join since this has been a shared concern of many communities (to become cashless) since the COVID-19 pandemic began.

The board also indicated, "We would investigate an online payment to eliminate the handling of cash". However, five years later this system was never approved, and cash is still handled at the Recycling Center to date.

As a board member, last year I expressed concern that we are relying too heavily on grant funding to offset the cost of disposing the materials, esp. due to the rising costs of imposed on waste companies since China stopped importing recyclable material. Although, some prices were increased slightly at the Recycling Center in 2020, there is no efficient process to accumulate the volume of material we accept and pay to dispose of. An online payment system may address this depending on the selected system. For instance, selecting a system that offered categorization method and reporting would be ideal. Or at the very least, improving the process through redesigning a spreadsheet to aggregate total fees collected for specific materials.

I believe transitioning the recycling operations under another department would require a change in the charter put forward as an article on the town warrant. Therefore, it would be advantageous if the BOS reviewed the feasibility of an organizational change first. Thank you for the consideration.

Respectfully,

Linda Johansen

Linda Johansen
11 Birch Lane

TOWN OF TOWNSEND, MASSACHUSETTS

Management Letter

For the Year Ended June 30, 2015

TABLE OF CONTENTS

	<u>PAGE</u>
INTRODUCTORY LETTER	1
INTRODUCTION	3
<u>FOLLOW-UP ON PRIOR YEAR RECOMMENDATIONS:</u>	
1. Improve Controls Over Water Activity	3
2. Develop a More Formal Risk Assessment Process	4
<u>CURRENT YEAR RECOMMENDATIONS:</u>	
3. Engage a Consultant to Re-establish Complete Reconciliations (Material Weakness)	5
4. Implement Policies and Procedures at the Recycling Center	5



10 New England Business
Center Dr. • Suite 107
Andover, MA 01810
(978) 749-0005
melansonheath.com

Additional Offices:

Nashua, NH
Manchester, NH
Greenfield, MA
Ellsworth, ME

To the Board of Selectmen and Town Administrator
Town of Townsend, Massachusetts

In planning and performing our audit of the basic financial statements of the Town of Townsend, Massachusetts (the Town), as of and for the year ended June 30, 2015, in accordance with auditing standards generally accepted in the United States of America, we considered the Town's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we do not express an opinion on the effectiveness of the Town's internal control over financial reporting.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses and therefore, significant deficiencies or material weaknesses may exist that have not been identified. However, as discussed below, we identified certain deficiencies in internal control that we consider to material weaknesses.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. Material weaknesses are noted in the table of contents and comment headings.

During our audit, we also became aware of certain other matters that we believe represent opportunities for strengthening internal controls and operating efficiency. The recommendations that accompany this letter summarize our comments and suggestions concerning those matters.

The Town's written responses to the recommendations identified from our audit have not been subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on it.

This communication is intended solely for the information and use of management, Board of Selectmen, others within the organization, and is not intended to be and should not be used by anyone other than these specified parties.

After you have had an opportunity to consider our comments and recommendations, we would be pleased to discuss them with you.

Melanson Heath

March 8, 2017

INTRODUCTION:

The following section summarizes prior recommendations that have not been fully implemented and that we think are still worthy of consideration.

PRIOR YEAR RECOMMENDATIONS:

1. Improve Controls Over Water Activity

Prior Year Issue:

In the prior year, we recommended that individuals involved with abatements and postings to water customer accounts be restricted from the handling of collections.

Current Year Status:

The issue is not fully resolved. We understand that the Town implemented corrective action in fiscal year 2015 by using a lock box service to reduce over-the-counter transactions. However in the year under audit, the Water Department remained responsible for all phases of the water-related activity including, but not limited to:

- Billing
- Posting of revenue to customer accounts
- Abatement approval and posting
- Billing adjustments and posting

When one individual or department is responsible for all functions of a transaction cycle, this results in a lack of segregation of duties and increases the risk that errors or irregularities could occur and go undetected.

Further Action Needed:

We recommend that the Town continues to monitor internal controls and revise where applicable to ensure that the controls are operating effectively and promote a segregation of duties.

Town's Response:

The majority of the payments are now received and posted by an outside lockbox firm (Century Bank). Additionally, payments are now accepted online through Unipay. The Water Department is in the process of working with their billing software to allow these Unibank online payments to post directly to Water Customer accounts via an electronic file.

The Treasurer/Collectors office now receives all checks and cash that residents mail or come in to pay. These payments are deposited by the Treasurer's

Office. A log of these payments is sent to the Water Department along with the corresponding coupons.

At this time, the Water Department is posting the payments received by the Treasurer. The Water Department then creates a turnover for these payments and gives a copy to the Accountant and the Treasurer. The Treasurer reconciles the turnovers to the bank statements. The Accountant reconciles the turnovers to the Water Department receivables.

All abatements for the Water Department are handled and signed off on by the Water Department Board of Commissioners. If an abatement is approved, they sign it. The Water Department then sends a copy of the signed abatement to the accountant and is integrated into the receivable reconciliation process.

Checks returned for insufficient funds and billing adjustments are signed off on by the Water Department Superintendent. This authority was given by the Water Commissioners. A copy of the NSF information is sent to the Treasurer and the Accountant. The Treasurer verifies these to the bank statement and enters in a negative receipt. The Accountant includes this in the receivable reconciliation process.

Refunds are processed through the vendor warrant. All refunds are signed by the Water Commissioners and submitted to accounting. This happens only when a resident pays a bill twice in error. Usually this is the result of a home sold, and the bill is paid at closing as well as by the resident, or they pay it online and also by check. The Water Department keeps a book with copies of relevant material showing the overpayment.

2. Develop a More Formal Risk Assessment Process

Prior Year Issue:

In the prior year, we recommended that the Town develop a more formal risk assessment process.

Current Year Status:

This issue remains unresolved. Although the Town informally performs risk assessment for possible fraud or material misstatement through various policies and procedures and regular reviews of trends in the financial statements, it is not performed in a formal and documented methodology. Risk assessment is a management function designed to identify where an organization may be vulnerable to errors and/or irregularities. A complete risk assessment process involves a written description of risk areas identified by those charged with governance (management and elected officials) and a description of how the organization intends on responding to the risks, including potential related party transactions and conflicts of interest.

Further Action Needed:

We continue to recommend that the Town implement a more formal risk assessment process that includes written identification of areas where potential fraud or material misstatements to the basic financial statements may occur. Regular department head meetings could be used as a starting point for such risk assessment discussion.

Town's Response:

It our my understanding the risk assessment item is taken care of as a result of the Town of Townsend joining the Red Flag Program. Please refer to the video presentation by Eric Demas at the meeting on August 11, 2015.

CURRENT YEAR RECOMMENDATIONS:

3. Engage a Consultant to Re-establish Complete Reconciliations (Material Weakness)

The Town continues to experience significant turnover in key financial areas. As a result, the June 30, 2015 general ledger reconciliations were substantially delayed and lacked completeness as variances remained in cash and receivables. Additionally, we understand that minimal fiscal year 2016 revenues have been posted the general ledger.

We recommend that the Town engage an outside service provider to assist the Town in re-establishing controls over the general ledger as well as cash and receivable reconciliations.

Town's Response:

Receipts have now been entered through Fiscal Year end 2016. We are in the process of reconciling cash and accounts receivables. The Treasurers' office has closed the gap between the number of months entered and the current date down to 4 months. Previously there was a gap of 9 months. We have entered many pieces of the 4 months and will start the reconciliation process as soon as FY16 is closed. To satisfy the suggestion of hiring an outside consultant, our prior/retired accountant will continue to work until the end of March 2017. She is helping the new Accountant to make the transition a smooth one as well as dedicating a large portion of her hours to reconciling and closing FY16. This action is supported by the Selectmen and Finance Committee.

4. Implement Policies and Procedures at the Recycling Center

During our audit, we became aware that the Town does not have formal policies and procedures over the collection, handling, and remittance of monies collected at the Recycling Center. We were also informed that related

parties may work at the facility. As a result, there is an increased risk that errors and irregularities could exist and not be detected by employees in the normal course of performing their duties.

We recommend that the Town implement formal written policies and procedures over the assessment of fees, collection, handling, and remittance of monies generated at the facility. The policies and procedures should address, at a minimum, the following: the uniform format of receipt records and receipts logs, establishment of audit trails, frequency of remittances to the Treasurer, overnight security, and check-cashing procedures.

Town's Response:

The Recycling Center is open 2-3 days a month. Ethics was contacted with regard to the related parties and do not have an issue with the minimal hours worked with the employee but asked the Chairman of the Board of Health to sign any time sheets instead of the Health Administrator. This has been done and continues. The Chairman will also be evaluating this employee for their performance review.

Currently, the employees at the Center write receipts for the items that are being recycled by taking cash or checks. The Board is currently reviewing online payments as a possibility to get out handling cash. They have previously explored stickers for residents but the Center is a regional facility and the Board decided against this route. The Town has not increased the fees at the Recycling Center since January 2011. They are currently reviewing these fees and will adjust accordingly in January 2017.

All revenue generated is locked in the secured locked safe in the garage Saturday afternoon and picked up Monday morning along with payroll. The receipts are balanced on a spreadsheet which is submitted to the Treasurer on Friday with other payments such as permits and fees. The recycling center garage is locked and only the four Center employees, the Chairman of the Board, and the Health Administrator have keys to this building. There is also a separate gate to enter the facility which currently has 20 keys out to various department heads, trash haulers, and engineers. We also have an extensive security system with four cameras on the building.

3.1

TOWN OF TOWNSEND

PUBLIC WORKS CONSOLIDATION ANALYSIS

JANUARY 2016



DLS

DIVISION OF LOCAL SERVICES
MA DEPARTMENT OF REVENUE



DLS

DIVISION OF LOCAL SERVICES
MA DEPARTMENT OF REVENUE

Mark E. Nunnelly
Commissioner of Revenue

Sean R. Cronin
Senior Deputy Commissioner

January 20, 2016

Board of Selectmen
Town of Townsend
272 Main Street
Townsend, MA 01469

Dear Board Members:

It is with pleasure that I transmit to you the enclosed Public Works Consolidation Analysis for the Town of Townsend. I truly believe that if the town follows the recommendations presented here, it will develop a public works department model that will meet the community's future needs efficiently and effectively. I also would like to thank Melinda Ordway for her work in producing this report.

As a routine practice, we will post the report on the Division's website, www.mass.gov/dls, and forward copies to the town's state senator and representative.

If you have any questions regarding the report, please feel free to contact Zack Blake, Director of the Division's Technical Assistance Bureau, at 617-626-2376 or at blakez@dor.state.ma.us.

Sincerely,

Sean R. Cronin
Senior Deputy Commissioner

cc: Senator Jennifer L. Flanagan
Representative Sheila C. Harrington

Supporting a Commonwealth of Communities

mass.gov/DLS | P.O. Box 9569 Boston, MA 02114-9569 | (617) 626-2300

TABLE OF CONTENTS

INTRODUCTION	1
Town Overview	1
Current Public Works Operations	4
Proposed Public Works Consolidation	7
APPENDIX.....	11
ACKNOWLEDGMENTS.....	15

INTRODUCTION

At the request of the board of selectmen, the Technical Assistance Bureau for the Division of Local Services (DLS) completed an analysis of the formation of a department of public works (DPW) in the Town of Townsend. Our review focused on how the community's various independent public works operations function and explored potential efficiencies and cost savings of consolidating them into a single department.

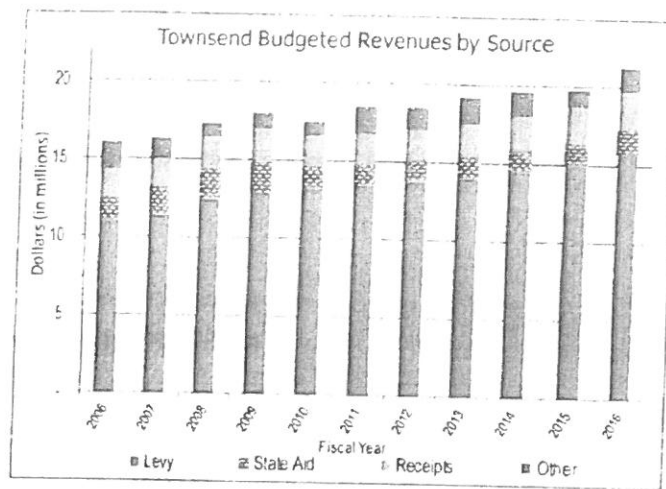
Our recommendations are based on a site visit and telephone conversations with members of the board of selectmen, public works study committee, board of health, cemetery and parks commission, and water commission. We also interviewed the former town administrator, highway superintendent, facilities manager, water superintendent and office manager, cemetery and parks superintendent and clerk, and board of health administrator. In addition, we reviewed the charter, bylaws and special acts, staff job descriptions, financial reports, and budget documents.

Town Overview

Townsend is a community in northern Middlesex County on the New Hampshire border with a population of 9,194 people (2013 US Census) and having 94.9 road miles across 32.9 square miles. While the town is predominantly residential, it also is home to the national headquarters of the Sterilite Corporation, a leading manufacturer of plastic houseware products. Townsend's FY2016 total operating budget is \$21 million. The town offers a full range of municipal services, including a full-time police force, fire department, ambulance service, streets and highways department, library, recreation, and council on aging. Townsend is a member of the North Middlesex Regional School District (pk-12) and the Nashoba Valley Technical High School (9-12).

Annually, Townsend officials take great care to craft operating budgets that exist within the town's available fiscal means. The community makes efforts to use recurring revenues for recurring operating expenditures and to build its general and capital stabilization funds. Townsend prefers to avoid using free cash and other reserves to balance the budget because it is not a good financial practice, instead using one-time reserves for capital or one-time purchases.

As noted in our 2011 Financial Management Review of Townsend, the community has been very fortunate despite recent difficult financial times. The Sterilite Corporation has been a generous corporate citizen, having made contributions to the schools, fire and emergency medical services (EMS) department, and local civic groups. Sizable contributions to the town include a highway garage with salt shed and fuel pumps built in 2008 and a library/senior center building in 2009. Sterilite Corporation also donated the funding to build the new, six apparatus bay, fire and EMS headquarters after the 2014 annual town meeting rejected an \$11.3 million borrowing authorization for the project. While the maintenance and operating expenditures for the new structures have increased slightly, Townsend's debt service costs have not.



Townsend Budgeted Revenues by Source

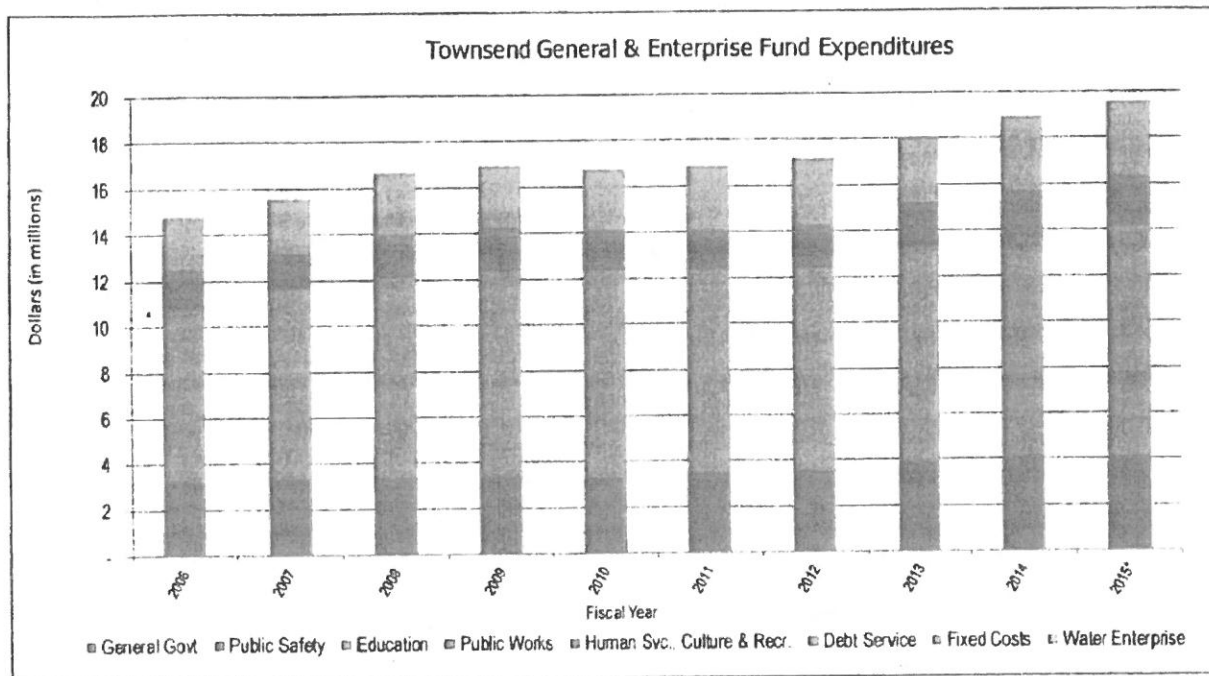
Fiscal Year	Levy	State Aid	Local Receipts	Other	Total
2006	10,996,539	1,409,606	1,912,510	1,705,939	16,024,595
2007	11,399,285	1,789,314	1,838,990	1,293,424	16,321,013
2008	12,447,674	1,860,149	2,112,909	877,273	17,298,005
2009	12,938,385	1,892,874	2,141,917	1,013,446	17,986,622
2010	13,219,271	1,395,542	2,061,905	832,213	17,508,931
2011	13,478,102	1,357,165	1,989,301	1,661,868	16,486,436
2012	13,776,257	1,295,868	2,021,735	1,406,730	18,500,591
2013	14,060,601	1,373,603	2,146,113	1,615,205	19,195,522
2014	14,522,618	1,423,571	2,120,930	1,544,369	19,611,488
2015	14,967,395	1,433,806	2,335,121	1,003,920	19,740,242
2016	15,775,385	1,480,574	2,500,492	1,440,393	21,206,844

Source: Massachusetts Department of Revenue, Division of Local Service Data Bank report

Despite its efforts and good fortune, Townsend has experienced recent budget troubles. In FY2013, the North Middlesex Regional School District (NMRSD) presented a budget with a sizable increase. To cover the added expense, Townsend and the other two district members, Ashby and Pepperell, presented overrides that were defeated. The communities then held second overrides shortly afterwards for a smaller budget increase. Those votes passed in Ashby and Pepperell but failed in Townsend. Per the regional school agreement, Townsend was obligated to fund its portion of the approved NMRSD budget. It then held a third override attempt that fall, which voters decisively rejected (482 votes in favor and 1,026 against). To address the \$417,728 school assessment, the town used \$27,000 from free cash, another \$123,611 in available funds, and made \$267,117 in departmental operating cuts.

In FY2015, education-related spending represented the largest portion of the town's annual operating budget at more than 50 percent of the combined general and enterprise funds. Because it is such a large share of the town's budget, even a small district-wide budget increase can translate into a significant impact for Townsend. Case in point is the FY2016 assessment. While NMRSD certified its budget with a 2.48 percent increase over FY2015, the town's assessment increased by over 6.8 percent, or \$612,800. This put Townsend in an even more difficult financial situation as all

the town's departments have received only negligible spending increases in recent years. Local officials readily admit that continuing to level-fund them is unsustainable due to rising costs, and in their own words, the town has a revenue problem. Short of an override, which probably would not be well received based on previous attempts, the selectmen are looking at potential cost saving options.



Townsend General & Enterprise Fund Expenditures

Fiscal Year	General Government	% Total	Public Safety	% Total	Education	% Total	Public Works	% Total	Human Svc., Culture & Recreation	% Total	Debt Service	% Total	Fixed Costs & Other	% Total	Water Enterprise	% Total	Total Expenditures
2006	744,334	5.0	2,470,650	16.7	7,536,513	51.1	1,982,483	9.4	387,393	2.6	620,145	4.2	1,194,474	8.1	417,248	2.8	14,755,240
2007	782,722	5.1	2,534,361	16.3	8,251,056	53.0	1,288,071	8.3	351,477	2.3	569,314	3.7	1,253,004	8.0	536,515	3.4	15,576,520
2008	794,775	4.8	2,544,418	15.3	8,773,233	52.6	1,529,320	9.2	363,692	2.2	669,946	4.0	1,303,321	7.8	647,498	3.9	16,626,203
2009	746,819	4.4	2,646,112	15.6	8,953,243	52.8	1,564,703	9.2	376,777	2.2	658,343	3.9	1,308,838	8.2	618,586	3.6	16,951,521
2010	622,837	4.9	2,452,625	14.7	9,025,234	54.0	1,510,620	9.0	329,123	2.0	639,317	3.8	1,336,335	8.0	605,337	3.6	16,723,428
2011	893,270	5.3	2,582,408	15.3	8,873,619	52.7	1,389,773	8.2	349,093	2.1	748,681	4.4	1,455,755	8.6	557,777	3.3	16,850,376
2012	915,046	5.3	2,606,810	15.2	8,858,628	51.6	1,570,297	9.2	366,075	2.1	691,582	4.0	1,508,399	8.8	644,313	3.8	17,161,150
2013	943,967	5.2	2,927,412	16.3	9,444,928	52.5	1,486,673	8.3	413,566	2.3	589,248	3.3	1,579,499	8.8	801,038	3.3	17,987,131
2014	1,093,419	5.8	2,894,255	15.8	9,544,256	50.4	1,603,206	8.5	460,424	2.4	562,198	3.0	1,605,550	9.5	873,872	4.6	18,937,180
2015*	1,035,276	5.3	3,073,530	15.7	10,021,440	51.2	1,714,814	8.8	488,797	2.5	538,912	2.8	1,841,539	9.4	867,191	4.4	19,582,470

Source: Massachusetts Department of Revenue, Division of Local Services, Data Bank reports. These figures do not include special revenue funds.
 * Preliminary closing information from Townsend Accountant's expenditure reports.

One area of interest that the selectmen voted to study is the town's public works functions. As proposed by the selectmen to us, this study analyzes the town's current public-works-related functions, including the streets and highways department, facilities department, tree warden, and regional household hazardous materials assessment. It encompasses the cemetery and parks department and the water department, both of which report to separately elected commissions. The study also incorporates refuse collection/disposal, the recycling center, and the capped landfill maintenance and engineering, all of which are overseen by the board of health.

Consolidating departments is not a new concept for the community. In 2007, the fire and ambulance operations merged, creating the fire-EMS department, which works well together. As for the public works functions, this is not the first time the community has explored the possibility, which goes as far back as the 1960's. In 2003, selectmen appointed a DPW exploratory committee, and between 2006 to 2009, they appointed a budget sustainability task force that also touched on the matter. However, this past fall, selectmen appointed a three-member DPW study committee charged with exploring the advantages and disadvantages of a consolidated department. Committee members have started talking with department heads and contacting other communities with consolidated public works functions, but they readily admit that the process has just begun and could take time.

Current Public Works Operations

Below are the various public-works-related functions that the selectmen stated they would like to consolidate into a single departmental operation. Currently, these functions fall under the oversight of four separate authorities: the board of selectmen, cemetery and parks commission, board of health, and water commission.

1. Selectmen – The streets and highways department, facilities department, and tree warden operate under the policy direction of the board of selectmen and the day-to-day operational oversight of the town administrator. In addition, the fire department administers the town's assessment for the Devens Regional Household Hazardous Products Collection Center (Devens HHW).
 - Streets and Highways Department – The department is managed by a highway superintendent, who is responsible for the maintenance, repair and patching of the town's public roads and sidewalks, including street sweeping, brush clearing, drainage system and catch basin cleaning and maintenance, and winter plowing and sanding. He has a budgeted staff of six, including a working foreman, a fleet mechanic, three heavy equipment operators, and a driver, although the driver position is vacant at the present time. The superintendent schedules and monitors contractors for construction and other, more involved projects, as well as those recruited to supplement snow and ice removal efforts.
 - Facilities Department – The facilities manager cares for and maintains specific town buildings, their surrounding grounds and any related equipment. These structures include the Memorial Hall and Annex, Hart Library, library/senior center, police station, and fire facilities. Due to the construction of the new fire headquarters, the town increased the facilities manager's hours to 40 per week and reclassified the position up one grade this

year. He supervises part-time custodial staff, oversees contractors, and hires seasonal laborers as needed. The streets and highways, water, and cemetery and parks departments maintain their own buildings.

- Tree Warden – The selectmen appoint a tree warden, who serves a three-year term and receives a yearly stipend appropriated by town meeting. The tree warden is a certified arborist responsible for the care and control of all public shade trees, shrubs and growths in the town, except those within state highways, or public parks or open places under the jurisdiction of the cemetery and park commission. He provides opinions on whether tree trimming and removal is warranted, and he coordinates contractors to remove dead trees and limbs overhanging wires that pose safety hazards.
- Devens HHW – Townsend participates in the Devens HHW program along with ten other communities to help reduce construction debris and hazardous waste from being disposed in household trash. Such items include antifreeze, electronics, fluorescent bulbs, appliances, household solvents, and cleaning products. Residents and prequalified member community businesses may bring waste to the facility, for a fee or free depending on the item and quantity, on specific days from March to December.

2. Cemetery and Parks Department – The commission is an elected, three-member board that oversees the town's three cemeteries, public parks, playgrounds, and town common. Under the commission, a full-time superintendent is responsible for day-to-day department operations, including buildings and grounds, plans for new burial sections and lots, and interments. He also oversees administrative functions, such as managing the department's budget, purchasing materials and supplies, maintaining cemetery records (i.e., lot owners and burials), processing burial permits, and billing and collecting cemetery fees. He is assisted by a part-time foreman (32 hours/week) who helps supervise the seasonal, part-time laborers, and a part-time clerk who keeps the board's minutes and assists with administrative duties. Generally, the department employs about a half-dozen seasonal laborers as needed for maintenance, repair, snow removal, and sanding.

3. Board of Health – Consisting of three, independently elected members, this board reviews and regulates matters relating to housing, food, smoking, animal inspections, and other public health issues, such as disease control, hoarding, hazards, nuisances, pools and beaches, private well/water regulations, septic systems, and solid waste. The board employs a full-time administrator to oversee the office, monitor and enforce local health regulations and board promulgations, and supervise staff and volunteers. She also handles the North Central Regional Solid Waste Collaborative (MassToss), a multi-community cooperative that provides technical assistance and group buying power in all areas of solid waste handling, including negotiating

and facilitating waste-related contracts, such as recycling, collection, hauling, hazardous waste removal, transfer station contracts, and inspections. Operations germane to this study include the following:

- Landfill Operations and Engineering – The town's landfill is closed and capped. Working with engineers and maintenance contractors, the BOH administrator monitors the status of the landfill lagoons, coordinates discharges and associated permits, and oversees the maintenance of the property year round.
 - Curbside Trash and Recycling – The BOH administrator manages the curbside trash and recycling contract. She monitors charges submitted, forwards bills to be paid, turns over revenues, and handles issues as they arise. Townsend regulates how much residents may place at curbside weekly for trash pickup and require the use of town issued overflow bags for any excess. Townsend also has weekly curbside single stream recycling that allows residents to comingle acceptable household goods, such as paper, cardboard, glass, plastic containers and metals, into one 64-gallon container.
 - Recycling Center – The BOH administrator oversees Townsend Recycling Center operations and maintenance. She supervises part-time employees and volunteers, arranges for disposal of recyclable materials, and reports revenues taken in to the treasurer.
4. Water Department – Townsend's water department provides service to about 60 percent of residents, while the rest have private wells. The town accounts for its water department within an enterprise fund under M.G.L. c. 44, § 53F½, which restricts the use of its revenues to water-related expenditures and enables the department to retain its investment income and any operating surplus as retained earnings. The water department's direct costs, debt, and employee expenses are covered by user charges. Other support costs, such as the treasurer, collector and accountant's time, are subsidized by the general fund.

The water department functions under the direction of an elected, three-member commission that oversees a water superintendent to manage the department. He is responsible for operating and maintaining the pumping and distribution systems, testing water quality, and doing repairs. The superintendent works with commissioners to develop the annual budget, draft policies and procedures, recommend capital improvements and acquisitions, and oversee material and supply purchasing. The department employs an office manager to handle administrative duties and customer billing and two water technicians to support operations, including fire hydrant maintenance, treatment processing and pumping station maintenance, and other repairs. In the FY2016 budget, a third water technician position is funded, but remains vacant.

Currently, the FY2016 cumulative budgets for the identified public works functions total almost \$2.6 million (see Appendix). While these functions operate under separate boards, the department heads understand the challenges of continuing to perform near the same level of services year after year with little or no increased spending after escalating labor and operating costs are factored. Because many employees across departments have similar skills and operating licenses, most departments assist one another with various activities, such as mowing, winter operations, excavating, making repairs, and loaning equipment. While there is cooperation, each department's core activities have primary focus, while assistance to other departments is secondary.

Proposed Public Works Consolidation

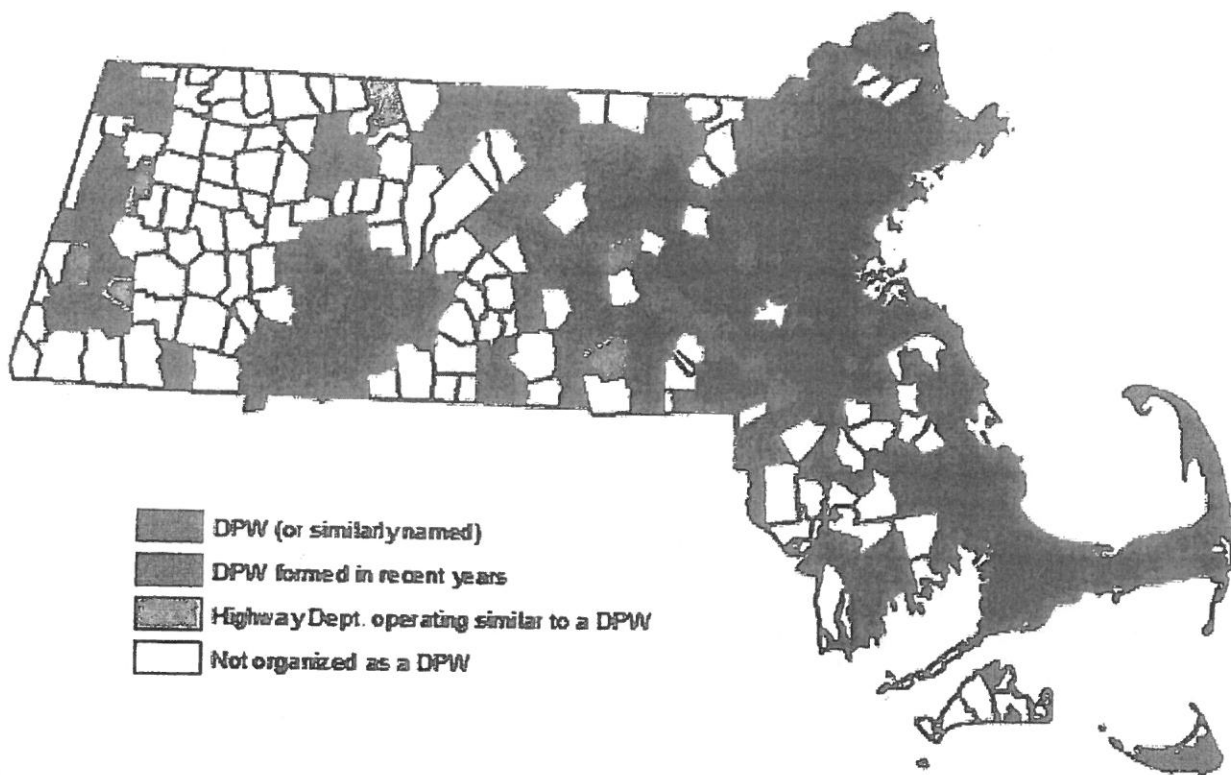
In light of Townsend's tight finances, we feel the community would benefit by consolidating its public works functions into a single, operating department. A DPW would enable the town to merge staff and combine resources to provide greater coverage and more flexibility in managing activities. Currently, both the BOH and facilities departments function as single-person operations. If either person is out of the office due to illness, vacation or off-site meetings, there is no office coverage. Similarly, the cemetery and parks department is a two-person operation, meaning that if one person is out then the other must balance the responsibilities of supervising seasonal staff with assisting grieving parties in making burial arrangements.

Having a larger pool of staff will assist with managing daily tasks, long-term planning, and emergencies in a more coordinated fashion. Merging the maintenance for all town buildings under the facilities manager would be a prime example. In another instance, future road projects could be synchronized to include all potential improvements across water and highway divisions to avoid ripping up freshly paved roadways, which needlessly wastes taxpayer dollars. In a consolidated operation, the department head would be responsible for ensuring all core functions are executed properly, staff assigned effectively, and resources used efficiently.

We found that in reviewing communities statewide, about two-thirds have established public works departments or have informally combined related functions similar to DPWs. Of these, all are responsible for highway-related activities (e.g., road and sidewalk maintenance, sweeping, drainage, and winter operations), and most also manage parks (78 percent), tree services (75 percent), and public cemeteries (66 percent). Many others include water (69 percent), sewer (73 percent), solid waste (80 percent) and recycling (79 percent) divisions. The absence of utility services in some DPWs may be because they are managed by outside districts or private contracts, or the community does not provide the service. Other functions, like engineering (44 percent) and facility maintenance (38 percent), are to lesser degrees part of these departments, either because

these activities are outsourced or because each department or building is responsible for its own maintenance.

In the appendix, we provide a closer comparison of 37 communities with similar-sized populations and budgets as Townsend, 24 of which have formed DPWs and one that has a highway department effectively operating as a DPW. The map below illustrates how public works functions are organized across the state.



In restructuring the town's departmental operations, we recommend that officials elevate one of the existing superintendent positions to a DPW director. Given the size of the community and its fiscal challenges, adding another position over the current structure makes little financial sense. By retooling an existing superintendent's responsibilities to that of a DPW director, the town could enhance management capabilities, while only moderating increasing overall compensation.

To the extent possible, we also recommend cross-training DPW staff to enhance skills and ensure that tasks will continue to be performed seamlessly when employees are unavailable due to vacation, illness, or retirement. However, the lack of certain operating licenses, such as managing the water system's distribution and treatment, means that specific activities may not be performed.

Regardless, any change could be subject to impact bargaining and necessary revisions to job descriptions.

Over time, other cost savings opportunities would likely arise as a result of the consolidation. The new director, for instance, could determine that it is unnecessary to fill the vacant driver or water technician positions. He also may decide that the town needs less seasonal help. As in many communities, the selectmen also could require that the director serve as the town's tree warden rather than appointing a separate individual. With the retirement or attrition of current personnel, the new director could propose replacing existing supervisory positions with laborers. Additionally, the town's facilities, vehicles, and equipment could be another area for savings. Provided available space, the cemetery and water administrative functions could be moved to the highway garage. Similarly, a thorough review of current vehicles and other assets could reveal excess inventory that could be sold off as surplus.

A consolidated DPW also might offer some offsetting costs. While the new director's salary would be a modest increase, a portion of it could be allocated to the water enterprise fund. The inclusion of the nonunion positions into the union contract could be harmless at the onset, if, similar to the addition of the water staff a few years ago, the positions were brought in at the current salaries. However, this would be subject to negotiations. The merging of offices also could require space alterations or augmentations.

To consolidate existing operations into a DPW, we recommend that the town seek a special act. A special act would enable Townsend to establish a new structure and clarify any legal authority or transition-related issues, such as the need to abolish current boards and commissions. Of the 25 communities that have formed DPWs over the last 20 years, 22 obtained special legislation. One community, Northfield, obtained special legislation (c. 40 Acts of 1996) to abolish the cemetery commission and the tree warden and transfer responsibilities to the superintendent. Although they created a highway department, it effectively operates as a consolidated DPW.

In our opinion, the special act should:

- Identify all potential functions that could be consolidated into the DPW – While the community may initially identify some specific departments to consolidate at the onset, it may want to make changes in the future. Rather than having to return to the legislature, we recommend including all potential divisions in the legislation. As the Town of Medway wrote in its legislation (c. 84 Acts of 2008), "Operations may include, but need not be limited to, the following operations: refuse collection and disposal, sewer, water supply and distribution, forestry services and maintenance of town infrastructure, including town buildings, roads,

parks and cemeteries.” Townsend also should make sure that the act provides a procedural method for subsequently adding functions. For example, “Other offices, the functions of which are related to a DPW, may be assigned to the department in accordance with the bylaws.”

- Create a management and reporting structure – To help ensure accountability, the DPW director should report to the town administrator rather than to a part-time board. Admittedly, DLS has a bias towards a top-down management structure. We have seen communities that have benefited from the appointment of a department head who is qualified and knowledgeable to manage and coordinate daily DPW functions, supervise staff, and provide input on the town’s short- and long-term operational and capital needs of the department.
- Include any changes to the town charter and bylaws – The town should thoroughly review its charter, special acts and bylaws to identify all conflicts and propose necessary changes. Many DPW-related special acts abolished elected boards and officials and transferred all responsibilities vested by general law, special act or bylaw to the DPW director and department. Some transferred staff, operations and fiscal oversight of DPW-related functions to the new DPW, while retaining separate boards as policymakers only. One community, Norfolk, abolished the separate boards, but also created an interim, five-member board to serve in an advisory role during a three-year transition period.

Finally, we encourage the public works study committee to regularly post updated information for the public and to allow residents to attend meetings and provide input to the process. It is our understanding that the committee is in the process of meeting with existing departments and boards to discuss a possible consolidation. Members also are contacting other communities to learn about their processes, what they implemented, and their thoughts in retrospect on what could have been done differently. While gathering this information is valuable to the overall process, the public also needs to be included. During the course of its meetings, the committee should review and approve minutes and post them to the town’s website along with supplemental information gathered. Providing the information for residents could encourage input from different viewpoints and raise questions not considered by the members. This could assist in developing the best proposal to present to the selectmen, other boards involved, and the public at large. The committee also could distribute a link to an online survey to collect data and opinions regarding consolidated DPW structure or alternative options.

APPENDIX

Town of Townsend: Public Works Related Functions

	Actual FY2012	Actual FY2013	Actual FY2014	Actual FY2015	Budget FY2016
Selectmen					
Facilities (GG)					
Personnel Services					
Facilities Manager	28,790	36,363	33,942	37,705	44,771
Overtime	261	30	211		
Other	300	300	300	675	600
Temp wages	5,779	4,937	5,233	5,112	14,256
	35,129	41,629	39,685	43,492	59,627
Expenses	159,771	149,901	159,670	170,587	182,225
Total Facilities	194,900	191,530	199,355	214,079	241,852
Fire (PS)					
Devens Hazardous Waste Collaborative exp	-	4,457	4,457	4,457	4,457
Tree Warden (PS)					
Stipend	9,666	9,666	9,908	10,155	10,410
Expenses	11,235	11,025	11,216	10,801	11,324
Total Tree Warden	20,901	20,691	21,124	20,956	21,734
Highway (PW)					
Personnel Services					
Superintendent salary	74,708	74,709	76,577	78,491	80,500
Staff wages	209,450	206,359	186,113	226,658	277,972
Overtime & Differentials	25,853	2,160	3,581	4,455	-
Other	10,354	10,779	10,189	13,687	15,200
Temp wages	-	-	6,230	7,043	7,665
	320,365	294,008	282,690	330,334	381,337
Expenses	109,792	106,656	158,184	124,531	107,180
	430,158	400,664	440,875	454,865	488,517
Winter Operations exp	177,322	301,352	382,089	499,707	175,000
Street Lights exp	16,925	16,825	17,500	18,348	17,500
Capital/Special articles	222,053	29,956	29,576	-	-
Total Highway	846,457	748,797	870,039	972,920	681,017

- Continued on next page -

Town of Townsend: Public Works Related Functions (continued)

	Actual FY2012	Actual FY2013	Actual FY2014	Actual FY2015	Budget FY2016
Cemetery & Parks Commission					
Cemetery & Parks (CR)					
Personnel Services					
Superintendent wages	42,513	46,833	49,163	50,052	50,933
Staff wages	8,133	20,349	21,252	34,483	41,625
Overtime	1,309	1,302	1,215	1,610	-
Other	300	300	300	600	640
Temp wages	20,901	21,816	24,108	22,383	21,891
	73,157	90,600	96,038	109,128	115,089
Expenses	9,408	9,413	9,686	9,344	9,421
Cemetery Improvement Fund/Articles	9,249	6,119	4,116	1,123	6,300
Total Cemetery & Parks	91,813	106,132	109,840	119,595	130,810
Board of Health					
Solid Waste Services (PW)					
Landfill operations exp	9,051	16,284	13,077	10,142	14,400
Curbside pickup exp	654,091	610,262	605,320	606,959	619,000
Household Haz. Waste-N Central Reg. Collab.	9,655	5,198	5,198	5,198	5,198
Total Solid Waste Services	672,797	631,744	623,594	622,299	638,598
Landfill Engineering exp (PW)	17,270	17,500	20,400	20,400	15,500
Recycling Revolving Fund (SR)					
Personnel Services	4,671	4,306	3,344	4,916	5,600
Expenses	6,544	7,422	3,981	3,664	4,900
Total Recycling Revolving Fund	11,215	11,729	7,325	8,580	10,500
Water Commission					
Water Enterprise Fund (EF)					
Personnel Services					
Superintendent salary	65,873	68,078	70,055	71,911	73,900
Staff wages	131,782	143,398	149,957	152,710	187,972
Overtime/On-call	17,567	17,016	19,532	19,049	24,374
Commissioners stipends	-	-	-	-	3
Other	4,870	4,986	5,780	7,300	9,100
Temp wages	-	-	-	-	1
	220,092	233,479	245,324	250,970	295,350
Expenses	241,651	245,861	247,427	263,045	253,401
Capital/Special Articles/Construction	78,613	18,542	277,164	249,218	-
Debt Service	103,957	103,957	103,957	103,958	105,380
Indirect Charges	142,386	166,855	172,022	170,951	197,864
Total Water Enterprise Fund	786,699	768,693	1,045,893	1,038,142	851,995
Grand Total Public Works Related Expenditures	2,642,053	2,501,272	2,902,027	3,021,428	2,596,463

GG-Reported on the Schedule A report to DOR under general government

PS-Reported on the Schedule A report to DOR under public safety

PW-Reported on the Schedule A report to DOR under public works

CR-Reported on the Schedule A report to DOR under culture & recreation

SR-Reported on the Schedule A report to DOR under special revenues

EF-Reported on the Schedule A report to DOR under enterprise funds

Source: Townsend Town Reports, Expenditure Reports and Town Accountant

Town of Townsend: Public Works Related Staffing

Department	Administrative Position	hours/wk	Union Positions Position	hours/wk	Non-union Positions Position	hours/wk	Part-time/Temp Help	hours/wk
Facilities					Manager	40	Contractual assistance	varies
Tree Warden					Tree Warden	as needed		
Highway	Superintendent	40	Working Foreman	40			Seasonal laborers	varies
			Heavy Equipment Oper.	40				
			Heavy Equipment Oper.	40				
			Heavy Equipment Oper.	40				
			Fleet Mechanic	40				
			Driver (vacant)	40				
Cemetery & Parks	Superintendent	40			Foreman	32	Seasonal laborers	varies
					Clerk	as needed		
Recycling Center							Part-time employees	7*
Water	Superintendent	40	Water Technician	40				
			Water Technician	40				
			Office Administrator	40				
			Water Technician (vacant)	40				

* Most Saturdays

Source: Townsend budget documents and job descriptions

Town of Townsend: DPW Related Assets

Structure	Year	Vehicle/Equipment	Year	Vehicle/Equipment	Year
<u>Highway</u>		<u>Highway</u>		<u>Highway (continued)</u>	
Garage	2010	Dodge truck	1976	Sander body	2009
<u>Cemetery & Parks</u>		Dump truck	1966	Truck rescue engine #4	1979
Cemetery office	1970	Dump truck	1978	Asphalt hot box	2012
Hillside Cemetery storage	1970	Dump truck	1979	Dump truck w/plow	2012
Hillside Cemetery vault	1970	Dump truck	1986	Dump truck w/sander	2012
Howard Park storage	1970	Dump truck	1986	Skid Steer loader, cold planer, rail pallet	2004
Riverside Cemetery storage	1971	Dump truck	1997		
Riverside Cemetery storage renovation	1975	Dump truck	1999	<u>Cemetery & Parks</u>	
Riverside Cemetery vault	1975	Pickup truck	1984	Pickup truck	1997
<u>Landfill</u>		Pickup truck	1999	Dump truck	2010
Recycling Barn and shed	1980	Pickup truck	2006	SUV	2003
Wastewater treatment site improvem.	2006	Truck	1989	Tractor/excavator	1986
<u>Water</u>		Dump truck	2002	Bobcat mini excavator	2007
Garage	1935	Dump truck	2008		
Office	1989	SUV Hybrid	2011	<u>Landfill</u>	
Harbor Trace pump station	2008	Generator	1977	Skid Steer loader	2000
Witch's Brook pump station	2008	Trash compactor	1989		
Cross St pump station	1981	Chipper	2001	<u>Water</u>	
Main St pump station	1935	Backhoe	1996	Dump Truck	2002
Harbor Trace pump station-solar upgrade	2011	Fuel pumps	1988	Pickup truck	2005
Water tank (1M ga)	1978	Grader	1959	Pickup truck	2007
Water tank (.5M ga)	1935	Loader	1988	Pickup truck	2014
		Loader	2000	Air compressor	1996
		Tractor	1972	Interrogator	1997
		Tractor	1999	Interrogator	1997
		Mower attachment (tractor)	1990	Boring machine	1995
		Snow blower (tractor)	1990	Metering system	1999-04
		Dump truck w/plow and sander	2002	Main St station tank controls	2004
		Truck/street sweeper	1992	Backhoe/loader	2005
		Truck/street sweeper	1999	Main St system enhancements	2005
		Cobra Curber	2002	Witch's Brook pumping equipment	2006
		Truck-fire engine #1	1986		

Source: Townsend Asset Report

Comparable Communities
Population 6,000 - 12,000 Persons & FY2015 Budget \$13-27 Million

Municipality	2013 Population	2015 Ave. Single Family Tax	2011 DOR Income Per Capita	2012 EQV Per Capita	Land Area (mi ²)	2013 Total Road Miles	FY2015 Total Budget	Organized DPW
Townsend	9,194	4,311	29,093	92,182	32.9	94.9	19,740,242	No
Adams	8,332	2,887	19,128	62,970	22.9	64.1	15,086,055	Yes
Ashburnham	6,155	4,493	28,509	100,428	38.7	97.1	17,651,650	Yes
Athol	11,619	2,451	17,944	61,879	32.6	111.1	21,382,490	Yes
Berkley	6,516	4,183	30,710	123,678	16.5	63.9	19,030,246	No
Blackstone	9,079	4,593	26,267	97,196	10.9	46.6	23,543,485	Yes
Dalton	6,725	3,922	27,946	94,973	21.8	47.7	15,431,696	Yes*
Dighton	7,214	4,099	30,391	125,811	22.4	64.7	18,090,565	No
Dudley	11,516	2,629	24,442	79,020	21.1	90.9	17,250,292	No
Freetown	9,035	3,670	29,908	137,472	36.6	107.7	23,307,839	No
Granby	6,290	4,153	27,512	96,254	27.9	68.8	19,752,790	Yes
Great Barrington	6,996	5,138	32,871	198,109	45.2	95.8	26,462,862	Yes
Groveland	7,019	5,155	33,558	125,708	8.9	42.3	16,762,367	No
Halifax	7,606	5,218	28,934	110,522	16.2	59.0	21,739,713	No
Hanson	10,324	4,556	29,180	118,379	15.0	66.0	24,495,405	No
Harvard	6,569	9,301	56,549	170,536	26.4	78.6	26,166,088	Yes
Lakeville	11,144	4,146	33,771	138,916	29.9	111.4	25,527,016	No
Lancaster	8,054	5,469	28,682	105,844	27.7	71.1	20,927,903	Yes
Merrimac	6,612	5,267	31,488	106,886	8.5	48.3	16,029,246	Yes
Monson	8,722	3,559	25,254	87,206	44.3	110.2	26,505,714	No
Montague	8,377	3,087	19,806	88,695	30.4	113.3	21,154,759	Yes
Newbury	6,853	4,854	49,894	191,812	24.3	66.8	18,380,390	Yes
Orange	7,756	2,867	16,378	66,864	35.4	103.5	20,739,005	Yes
Pepperell	11,876	4,443	31,804	102,887	22.6	85.4	25,692,604	Yes
Rehoboth	11,837	4,185	35,127	142,814	46.5	142.4	25,333,633	No
Rowley	6,031	5,678	37,666	153,022	18.7	50.9	21,457,891	No
Rutland	8,256	4,235	31,796	97,636	35.3	104.9	19,962,902	Yes
Salisbury	8,580	3,783	24,547	177,491	15.4	56.4	25,803,846	Yes
Shirley	7,613	4,438	22,958	80,845	15.8	52.2	15,588,289	Yes
Southwick	9,634	4,085	31,340	109,975	31.0	85.0	24,837,467	Yes
Spencer	11,766	2,811	23,711	84,852	32.9	111.4	20,856,893	Yes
Sterling	7,894	4,966	39,709	129,863	30.5	106.6	22,908,684	Yes
Templeton	8,134	2,869	22,149	79,002	32.0	100.5	14,939,974	No
Topsfield	6,388	8,530	60,741	192,510	12.7	60.6	26,033,068	Yes
Upton	7,668	6,200	42,100	140,125	21.5	80.4	22,639,554	Yes
West Boylston	7,901	4,715	28,783	113,783	12.9	63.1	26,611,296	Yes
Westminster	7,404	4,371	33,584	121,177	35.5	110.0	23,678,039	Yes
Williamstown	7,599	5,552	31,087	143,009	46.9	76.0	22,104,148	Yes

* A highway department that has assumed additional responsibilities, effectively operating as a DPW

Source: Massachusetts Division of Local Services Data Bank reports, and city and town DPW information provided

**Communities with Special Acts
Creating a DPW**

Municipality	Population	Chapter	Year
Abington	16,124	113	2015
Avon	4,454	133	2013
Belmont	25,332	21	2004
Braintree	36,727	160	2001
East Bridgewater	14,090	178	2005
Groton	11,115	50	2010
Hadley	5,271	148	2009
Harwich	12,202	18	2006
Hatfield	3,282	171	1998
Holliston	14,162	162	2014
Hopkinton	15,918	375	1998
Hubbardston	4,464	292	2012
Medway	13,053	84	2008
Merrimac	6,612	392	2008
Norfolk	11,689	101	2004
Pepperell	11,876	40	2002
Royalston	1,263	417	1996
Shirley	7,613	399	2000
Wayland	13,444	347	2008
West Newbury	4,437	184	2005
Westborough	18,630	79	2012
Westminster	7,404	214	1997

Source: Massachusetts Legislature Session Laws 1996-2015

ACKNOWLEDGMENTS

In preparing this report, the Division of Local Service interviewed the following individuals:

Gordon Clark, Selectman
Carolyn Smart, Selectman
Andrew Sheehan, former Town Administrator
John Hussey, Department of Public Works Study Committee
Joseph Shank, Department of Public Works Study Committee
Kevin Smith, Department of Public Works Study Committee
Edward Kukkula, Highway Superintendent
Mark Mercurio, Facilities Manager
John Barret, Cemetery and Parks Commission
Raymond Boyes, Sr., Cemetery and Parks Commission
Roger Rapoza, Cemetery and Parks Superintendent
Pam Haman, Cemetery and Parks Clerk
Niles Busler, Water Commission
Paul Rafuse, Water Superintendent
Brenda Boudreau, Water Office Manager
Nancy Rapoza, Board of Health
Carla Walter, Board of Health Administrator

4.2.5

JG
Examiner

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

ARTICLE I

The exact name of the corporation is:

Townsend Community Access and Media, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The purpose of the corporation shall be exclusively charitable, educational and scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code as it may from time to time be amended, including as the primary purpose the operation of a Public, Educational, and Governmental (PEG) Access community television facility serving the general public and the Town of Townsend, Massachusetts. The corporation will provide customary cable television and related access and programming services including but not limited to those contemplated under the Public, Educational and Governmental access sections of the Federal Cable Act at 47 United States Code 531 and other applicable laws as they may from time to time be amended.

The purpose of the corporation includes providing the residents of the Town of Townsend with access to and training in the use of community television facilities, channels, equipment and related resources and facilities, and will provide the general public, organizations based in Townsend, the Town and schools with primarily educational and noncommercial opportunities to enhance community programming, information, education and communications. The purposes of the corporation shall include those activities customary for a community television access organization, and such other lawful activities as may be carried out by the corporation consistent with the limitations of Section 501(c)(3) of the Internal Revenue Code and applicable law as they may from time to time be amended.

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ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

See annexed Article IV Attachment incorporated herein by reference. The Attachment to Article IV sets forth provisions required for tax exempt status under Section 501(c)(3) of the Internal Revenue Code and other provisions with respect to, among other things, rights and powers of the corporation.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

Continuation Sheet

**Page 1 of Annexed Article IV of Articles of Organization of:
Townsend Community Access and Media, Inc.**

ARTICLE IV

1. The following are adopted as required for tax exempt status under Section 501(c)(3) of the Internal Revenue Code and to otherwise set forth lawful powers of the Corporation:

(a) No part of the assets of the Corporation shall inure to the benefit of any officer, member, director or trustee of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to the Corporation to the extent authorized in accordance with the bylaws of the Corporation and subject to applicable law) and no officer, member, director or trustee shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization. It is intended that the Corporation shall be entitled to exemption from federal income tax under Section 501(c)(3), and related laws and regulations, of the Internal Revenue Code as it may from time to time be amended.

(b) The Corporation may authorize for its dissolution to be filed in accordance with Section 11 of Chapter 180 of the Massachusetts General Laws or if applicable, in accordance with Section 11A of Chapter 180 of the General Laws, or as may otherwise be authorized by Massachusetts law, by the affirmative vote of the Board of Directors, or members if any, as applicable and in accordance with law and at a meeting with a quorum of Directors, or members if any, as applicable. In the event of any liquidation, dissolution, termination or winding up of the Corporation (whether voluntary, involuntary, or by operation of law), the property or assets of the Corporation remaining after providing for the payment of its debts and obligations shall, unless otherwise required by law, be conveyed, transferred, distributed, and set over outright to one or more tax exempt nonprofit organizations selected by said Corporation and created and organized for one or more nonprofit purposes similar to those of the Corporation, which qualify as exempt from income tax under Section 501(c) of said Code subject to being consistent with all applicable law. Without limiting the foregoing, in the event the Corporation has a Board of Directors but no general members with voting powers, if and to the extent allowed by applicable law, the Board of Directors may authorize dissolution of the Corporation by a vote of not less than two thirds (2/3) of a quorum of Directors, subject to and in accordance with the above terms and conditions with respect to dissolution to the extent consistent with applicable federal and Massachusetts law, including but not limited to Chapter 180 of the Massachusetts General Laws.

(c) Except as may be otherwise required by law, the Corporation may merge or consolidate only with or into any corporation that is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and which is organized for one or more of the purposes of the Corporation as set forth in its Articles of Organization as from time to time amended or for purposes substantially similar thereto, subject to any and all applicable requirements of federal and state law.

(d) Notwithstanding any other provisions of these articles, the Corporation is organized exclusively for one or more purposes as specified in Section 501(c)(3) of the Internal

Continuation Sheet

**Page 2 of Annexed Article IV of Articles of Organization of:
Townsend Community Access and Media, Inc.**

of any subsequent federal tax laws. No amendment to these Articles of Organization shall in any way authorize or permit the Corporation to be operated for any purpose or in any manner that would deprive it of exemption from federal and state income taxes.

(e) In any taxable year in which the Corporation is a private foundation as described in IRC 509(a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self-dealing as defined in IRC 4941(d), (b) retain any excess business holdings as defined in IRC 4943(c), (c) make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) make any taxable expenditures as defined in IRC 4945(d) or corresponding provisions of any subsequent federal tax laws.

(f) In the event the Corporation creates any membership classes, the Corporation shall at all times maintain non-discriminatory membership rules and membership services.

2. The Corporation may have any and all such other powers as are lawful and consistent with Section 501(c)(3) of the Internal Revenue Code, Chapter 180 of the General Laws of Massachusetts and applicable law, all as amended, including but not limited to customary and lawful transactional powers such as: the power to purchase, receive, take by grant, gift, devise, bequest or otherwise, lease or acquire, own, mortgage, pledge, encumber, hold, improve, make contracts of any lawful kind, invest, borrow, employ use; engage in real and personal property transactions of any kind consistent with law; and otherwise undertake any lawful activity consistent with these Articles of Organization and applicable law. In furtherance of the foregoing and further to the lawful exercise of its powers, subject to the bylaws of the Corporation, the Board of Directors shall have the right by vote of two thirds of the Board of Directors to adopt and amend bylaws of the Corporation except with respect to any provision thereof which by law, the Articles of Organization or the bylaws otherwise require.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in *Massachusetts* is:

c/o Town Hall, 272 Main Street, Townsend, MA 01469

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Jerry D. Racette	72 Vinton Pond Rd, W. Townsend MA*	same
Treasurer:	Mariny A. Cruz	72 Vinton Pond Rd, W. Townsend MA*	same
Clerk:	Scott D. Gleason	73 Vinton Pond Rd, W. Townsend MA*	same
Directors: (or officers having the powers of directors)	Mariny A. Cruz	72 Vinton Pond Rd, W. Townsend MA*	same
	Jerry D. Racette	72 Vinton Pond Rd, W. Townsend MA*	same
	Scott D. Gleason	73 Vinton Pond Rd, W. Townsend MA*	same

*01474 zip code for all of above

c. The fiscal year of the corporation shall end on the last day of the month of: **December**

d. The name and business address of the resident agent, if any, of the corporation is:

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 12th day of June, 2020.

Mariny A. Cruz

Jerry D. Racette

Scott D. Gleason

72 Vinton Pond Rd.

72 Vinton Pond Rd.

73 Vinton Pond Rd.

West Townsend, MA 01474

West Townsend, MA 01474

West Townsend, MA 01474

Note: If an existing corporation is acting as incorporator, this is the name of the corporation.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 35.00 having been paid, said articles are deemed to have been filed with me this 23 day of June 20 20

Effective date: _____



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

Contact information:

JERRY D. RACETTE
72 VINTON POND ROAD
W. TOWNSEND, MA 01474
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Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

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CORPORATIONS DIVISION

2020 JUN 24 AM 11:32

SECRETARY OF THE
COMMONWEALTH

Carolyn Smart

From: Bill August <billaugust@epsteinandaugust.com>
Sent: Thursday, June 25, 2020 11:16 AM
To: James Kreidler Jr.; Jerry Racette; Carolyn Smart
Cc: 'Bill August'
Subject: State approved Articles of Organization - copy attached
Attachments: 2020_06_25_11_09_17.pdf

Hi all. I am very pleased to report that the Massachusetts Secretary of the Commonwealth has formally approved the Articles of Organization submitted to form a nonprofit community television access corporation in Townsend, Townsend Community Access and Media, Inc. as shown in the attachment to this email which you should save the file on nonprofit formation. The attached document is Articles of Organization with the Secretary of Commonwealth's approval signature on the last page, and approval initials by the state's examiners on cover pages, as well as the state's stamped date of approval on back page. This should supersede and replace your early file copies as it is the version as signed off on by the state that becomes the real articles of organization, not the prior copy with only signatures of the incorporators. Congrats. Please call with any questions. Note that a copy is also available online at the website of the state's corporations division in the Sec. of Commonwealth. Best, Bill August

Bill August, Esq.
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