

The Regional School District 13 Board of Education met in special session on Thursday, November 18, 2021 at 6:00 PM in the library at Coginchaug High School.

Board members present: Mrs. Booth, Mrs. Caramanello (by phone), Mr. Hicks, Mr. Moore, Mrs. Petrella, Mr. Roraback, Dr. Taylor (arrived late) and Mr. Yamartino (arrived late - by phone)

Board members absent: Dr. Friedrich and Ms. Geraci

Administration present: Dr. Schuch, Superintendent of Schools and Mrs. Neubig, Director of Finance

Guest: Mr. Ritter, Partner, Shipman & Goodwin

Pledge of Allegiance

The Pledge of Allegiance was recited.

Approval of Agenda

Mr. Hicks made a motion, seconded by Mrs. Booth, to approve the agenda, as presented.

In favor of approving the agenda: Mrs. Booth, Mrs. Caramanello, Mr. Hicks, Mr. Moore, Mrs. Petrella and Mr. Roraback.

Discussion of confidential attorney-client privileged communication regarding conveyance of real property (proposed for executive session)

The board decided that it was not necessary to enter executive session as the communication is pretty much described in the MOU.

Resolution to approve a Memorandum of Understanding between Regional School District 13 and the Town of Durham for the conveyance of the Korn School Property to the Town of Durham

Mr. Hicks made a motion, seconded by Mrs. Booth, to approve the resolution to approve the Memorandum of Understanding between the Regional School District 13 and the Town of Durham for the conveyance of the Korn property to the Town of Durham.

Mr. Moore explained that Mrs. Petrella had some questions about Pickett Lane. Mr. Moore understood that that was off the table in terms of our discussions and it was not part of this MOU. Dr. Schuch added that it was not something that the Town of Durham was interested in.

Mrs. Petrella thought that the town was not interested because of the repairs that were needed and the expense associated with those repairs, but felt that the repairs had been made so it may have changed. Mr. Moore added that the culvert repairs will not be done until next summer and paving the following summer.

Mrs. Petrella believed that with Allyn Brook Park and Korn School potentially become a community center that the road should be public. She noted the case of Middlefield contributing to the cost of the tennis courts as an example.

Mr. Moore felt that would be an issue for the board and the town to deal with in the future since it is not part of this MOU. He also felt that that would involve a traffic study and that a case could probably be made that the road is being 50 percent used by non-school activities.

Mrs. Petrella wondered if the Town of Durham would consider at least putting some money aside to address the road in the future. Mr. Moore felt that the issue could come up with issues like snow plowing, but felt that it would kill the agreement if they were to push it now.

Mrs. Petrella also asked if the bond was paid off for Korn School and Mrs. Neubig stated that there was one more payment due in March.

Mrs. Petrella also had some questions about the survey and Mrs. Neubig reported that, to date, the district has spent about \$8,500 with Nathan Jacobson Architects. When Center School was transferred to Middlefield, it was a separate campus without the need to identify lot lines or underground. Because this is a subdivision, a survey had to be done and she and Dr. Schuch approved of the expenditure to move the MOU forward.

Mrs. Neubig went on to explain that there is a list of easements included in the MOU. And those were included with the survey as well as the maps, the subdivision and the lot lines.

Mrs. Petrella asked about the actual lot lines on the map and Mr. Moore reviewed the map for her, explaining the precise lot lines. The parking lots were also discussed and shared parking is included in the MOU. The lot consists of 7.24 acres.

Dr. Taylor arrived at the meeting at this point and expressed his general feeling that if it's desirable for the board to have this go through, that they should make every step possible to alleviate concerns from townspeople on both sides because there seems to be a lot of questions out there. He believes that the board has to present a strong, unified front along with the towns' Boards of Selectmen. He reminded everyone that if the vote gets turned down, the alternative is that the building stays with the school district and they either pay a continued bill of \$30,000 to \$50,000 or \$80,000 and the building continues to deteriorate or spend \$1 million plus in demolition cost. He has heard complaints that the board is somehow trying to circumvent the towns.

Mr. Moore explained that the board's action is to approve the MOU similar to what the Board of Selectmen did. The district meeting vote will need to be carefully worded so that people understand they're not voting on the use of the building, but just whether or not the district accepts the MOU. There will be other components that need to be resolved in the future, including language about the use of the parking lots.

Attorney Ritter explained that the goal is to get to a purchase and sale agreement which needs to be done in steps. The resolution was worded so as to avoid going back to another district meeting.

Mrs. Booth confirmed that the town voted to acquire the property in May and it has taken all these months to get to this MOU. Mr. Moore explained that the town had to do due diligence as well as inspections and the survey had to be done. Mrs. Booth wanted it to be clear that they were not dragging their feet on this and felt that there should be some type of mailer or it should be in the Town Times or on the website to make sure people are aware.

Mr. Moore explained that the district has to issue a notice of the meeting which will contain the information related to what will happen at the meeting. He also believes it should include the map so

people know clearly where the property is. Mrs. Neubig asked Attorney Ritter if that was acceptable to do and he explained that it was as the pending referendum rules do not apply to a district meeting.

Dr. Taylor felt it was important to send out the prior vote numbers as well because some people feel that town meetings carry less weight within the town system than a general referendum. Mr. Moore mentioned that voters from Middlefield will also be attending the district meeting and Dr. Taylor noted that Middlefield has more to lose if the transfer doesn't occur.

Mr. Moore went on to note that there are several other steps that will need to occur after this vote, including land use issues that the town has to go through. Dr. Taylor asked what the next steps would be if this vote was to fail. Attorney Ritter explained that the need for this district meeting is crystal clear in the statutes as the Board of Education does not have authority to transfer property. He would assume that people who are at the meeting will speak and say why they would vote it down and the board and the town would take that feedback and revise the MOU accordingly. There would then need to be another district meeting. He explained that there is no law that prohibits how often you can vote, but he would hope that the board and the town would take the feedback and try to accommodate the requests of the people who voted no.

Mr. Moore emphasized that they would not be changing the town's vote on referendum to acquire the property with this vote on the MOU. Mrs. Petrella felt that people might vote no in the hopes that the transfer won't go through.

Mr. Yamartino asked if the MOU can be modified at the district meeting as is done at town meetings and Attorney Ritter stated that it would be inappropriate to increase the purchase price at the meeting. But there are court cases that say that amending a clause within the MOU would probably be okay. Mr. Yamartino gave the example of Pickett Lane and if that were to be brought up at the district meeting, Attorney Ritter felt that that could happen, but that would mean that the Durham approval of the MOU is not valid anymore as they approved a certain document that would no longer exist. Mr. Moore felt that the Town of Durham would then reject it.

Dr. Schuch summarized that, from his talks with Mrs. Neubig and the town that the issue of the road was a non-starter and their goal had been to move this forward and to say that that is an issue that could be resolved in the future. Mentioning the snow plowing, Mrs. Neubig added that the town had agreed to follow the school calendar as much as possible. They recognized that the district may not plow the road as quickly, as they would like.

Mrs. Petrella noted that this was really her first time to read the MOU and asked for clarification on the easements. Mrs. Neubig explained that one temporary easement was for the water lines, another for the water sprinkler fire supply and one for the culvert replacement because they're going to need to get on that property to do the replacement. There's also a permanent easement because part of the culvert, in order to maintain it, will still be on that property.

Mrs. Petrella then asked what the expected time line was for the transference of the property and Attorney Ritter explained that he is not a real estate lawyer, but wouldn't expect it to take any longer than a couple of months, barring any unforeseen developments. Mr. Moore hoped to have a time line available for the district meeting.

Mrs. Petrella added that she would like it on record that she felt that Pickett Lane should be a Durham town road at some point if not now.

Attorney Ritter explained that Pete Maher will be at the district meeting as he knows that Greg is not available. He didn't feel that they would need two lawyers present, but they would make sure that Attorney Maher is fully briefed. Mr. Moore added that they will ask Rich Roberts, the town's attorney, to be present as well.

Mr. Yamartino stated that he would have liked to have seen something in the MOU about what happens in the event that the town decides to abandon the property or to sell the property. He would like to be sure that the district has right of first refusal on the purchase of the property or know if the town would be obligated to demolish the building. Mr. Moore felt that possibly that could be included in the final agreement as the town had some issues about putting some language in the final agreement as well.

At this point, Mr. Moore asked for a vote on the motion and took a roll call.

In favor of approving the resolution to approve the Memorandum of Understanding between the Regional School District 13 and the Town of Durham for the conveyance of the Korn property to the Town of Durham: Mrs. Booth, Mrs. Caramanello, Mr. Hicks, Mr. Moore, Mrs. Petrella, Mr. Roraback, Dr. Taylor and Mr. Yamartino. Motion carried unanimously.

Resolution to Call a Special District Meeting to approve the conveyance to the Town of Durham of the Korn School Property, to approve the Memorandum of Understanding between Regional School District 13 and the Town of Durham for the conveyance of the Korn School Property and to authorize the Superintendent and Board Chairperson to take any actions necessary to complete the sale of the Korn School Property, including the execution of a purchase and sale agreement or similar agreement

Dr. Schuch asked for clarification on what type of communication the board would like him to put out. He felt that the main thing would be to be sure everyone knows that the vote by the town was not sufficient in and of itself to convey this property transfer and that the district now has to vote to convey it. Mrs. Booth urged that they be clear that vote will not negate the vote that was taken in May. She also felt that the sooner the better the information gets out and then possibly send something else out closer to the day of the vote.

Mr. Moore felt that the most important thing is to get the map out because people have been questioning the property line and how much property is included. Mrs. Booth asked if the board could advocate for the vote and Attorney Ritter assured her that they can. Mrs. Booth wanted to be sure that everyone knows that if they don't vote yes, the building could potentially stay with the district and they will spend a million dollars to knock it down.

Mr. Hicks made a motion, seconded by Dr. Taylor, to approve a Resolution to Call a Special District Meeting to approve the conveyance to the Town of Durham of the Korn School Property, to approve the Memorandum of Understanding between Regional School District 13 and the Town of Durham for the conveyance of Korn School Property and to authorize the Superintendent and Board Chairperson to take any actions necessary to complete the sale of the Korn School Property, including the execution of a purchase and sale agreement or similar agreement.

Mr. Yamartino felt that the entirety of the Memo of Understanding should be available on the website along with the map and whatever information is sent out. He added that it should be sent to every single household and asked Attorney Ritter if non-resident taxpayers can vote as well. Attorney Ritter stated that all persons, electors and persons qualified to vote at town meetings of Durham and Middlefield can vote at this district meeting. They will also need to have someone available to sign people in at the meeting to demonstrate that they are a voter and, if they are a non-resident taxpayer, they will need to bring a tax bill or some sort of proof that they are assessed \$1,000 or more in one of the two towns. That information should be included in the notice as well.

Mr. Moore asked if that would be covered by the public notice and Attorney Ritter explained that it would be legally sufficient. They do need to let the registrars in both towns know and someone needs to check people in because there will be a vote. Mrs. Petrella felt that the registrars would do that. Mr. Yamartino felt that if they want to have full disclosure and be totally transparent, the information should be clear, concise and be mailed out to everybody. There should also be links back to the RSD13 website and to both towns which should have the Memorandum of Understanding and the maps posted. Dr. Schuch agreed to share a draft of whatever they plan to send out.

Mr. Moore called for a vote by roll call.

In favor of approving a Resolution to Call a Special District Meeting to approve the conveyance to the Town of Durham of the Korn School Property, to approve the Memorandum of Understanding between Regional School District 13 and the Town of Durham for the conveyance of Korn School Property and to authorize the Superintendent and Board Chairperson to take any actions necessary to complete the sale of the Korn School Property, including the execution of a purchase and sale agreement or similar agreement: Mrs. Booth, Mrs. Caramanella, Mr. Hicks, Mr. Moore, Mrs. Petrella, Mr. Roraback, Dr. Taylor and Mr. Yamartino. Motion carried unanimously.

Mrs. Petrella asked if there was a date set for the district meeting and it was confirmed that it will be held on December 1, 2021.

Mr. Hicks made a motion, seconded by Dr. Taylor, to adjourn the special meeting of the Board of Education.

In favor of adjourning the special meeting of the Board of Education: Mrs. Booth, Mr. Hicks, Mr. Moore, Mrs. Petrella, Mr. Roraback, Dr. Taylor and Mr. Yamartino. Motion carried unanimously.

Meeting was adjourned at 7:49 PM.

Respectfully submitted,

Debi Waz

Debi Waz
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