JOHNSON SELECTBOARD MEETING MINUTES
JOHNSON MUNICIPAL BUILDING
MONDAY, FEBRUARY 2, 2026

Present: Selectboard members: Mike Dunham, Peter Hammond, Adrienne Parker, Eben Patch, Paul Warden
Others: John Sutherland, Rosemary Audibert, Morna Flaum, Kelly Vandorn, Eric Schultz, Lois Frey (remote), Carl Rogers (remote), Tori Hellwig (remote), Kristin MacDowell (remote), Kim Dunkley, Scott Meyer, one other person

Note: All votes taken are unanimous unless otherwise noted.

1. ***Call Meeting to Order***
   Eben called the meeting to order at 6:32.
2. ***Consider Additions or Adjustments to the Agenda***
   One item was added to the agenda: rescheduling the next meeting.
3. ***Public Comment***
   Morna Flaum thanked the board for the letter of support for the blueberry festival.
4. ***Selectboard Updates and/or Concerns***
   No selectboard members had updates or concerns to bring up.
5. ***Consent Agenda***
   The consent agenda consisted of the minutes of January 22, 2026. **Paul moved to approve the consent agenda, Peter seconded and the motion was passed.**
6. ***Clerk & Treasurer's Report: Warrants, Licenses and Any Action Items***
   Rosemary handed out a budget status report through the end of January as well as reports on industrial park, library and river bank project expenses. Current taxes are $61.83% collected, slightly less than the same time for the past 2 years. The third installment is due next week. She gave the board a list of delinquent taxes. She will contact the attorney and see when they will be able to start work on the tax sale. Maybe it will be late enough that we can include every year of delinquent taxes. We have to wait at least a year before starting tax sale proceedings.
7. ***Library Discussion***
   Kelly Vandorn said she, John and Peter met today with the Vermont Department of Libraries. It was a good meeting. They were told that we can do our library project in phases and we don't have to complete it in order to meet the requirements of the grant. Catherine Delneo, the State Librarian, will come and meet with the library project committee. The architect will be there as well. They will figure out a way to open the library by December 31, 2026 and finish Phase 1, which will meet all requirements of the grant. So there is no worry about having to pay back money. The library board does still plan to apply for more grants and do fundraising. They want to finish the project as soon as they can.

   Paul asked, they have to open the old building to meet the grant requirements? Kelly said Catherine Delneo would like them to fix up the old part of the library and use that. The only two grant requirements regarding that building are that it be made ADA accessible and that there be a private space for telehealth. They will figure out how to do that.

   Paul said he thinks this information about meeting the grant requirements should be in writing. The library board should get it documented.

Eben asked if we need to change our contract with the builder. Kelly said there was a meeting with Back Forty Builders this past week. Brian Raulanaitis said the town can make changes that change the cost of the contract. We need to document what the changes are and how they change the cost.

Kelly said the town got an invoice from Tatro. Their original bid was $184,100 and the invoice amount was $205,310. She asked Rosemary to hold off on paying it. She didn't know if the bid is a binding contract. Are they required to do the work for that amount?

Eben said we approved an exact dollar amount. There are some add-ons that were never approved by the board. Rosemary said there was a change order. Eben agreed there was a change order for some work that really needed to be done, but maybe it should have come before the board.

Peter said approval of the additional amount for damp proofing was his fault. He got a call from Tatro because dirt was being brought to the library site as part of the Holmes Meadow project. It was to be banked against the foundation and no damp proofing of the foundation had been done. The Tatro project manager said that wasn't in their bid. The dirt was coming and someone had to approve damp proofing the foundation. He noticed that vapor barrier was mentioned in the RFP. Eric Schultz said his understanding was that the vapor barrier mentioned in the RFP was for the ground under the floor, not the walls. Some work was added that was not in the contract and some things were not done. There is a question about anchor bolts not getting done.

Kelly asked who can meet with Tatro to discuss this. Peter said he is planning to call them.

Eben said there are a number of extras that were not approved by the board that are included in the invoice: $8,500 for concrete cutting, $5,000 for a frost free hydrant, $5,610 for damp proofing, and $2,100 for interior drain installation. Eric asked if Tom Galinat could have given Tatro permission to do this work. Eben said the town administrator does not have authority to approve spending. However, if Tatro could furnish proof that someone from the town gave them the go-ahead, then it would be the town's responsibility to pay these amounts. If there was no approval, he feels we should not pay the extra amounts.

Kelly shared some information with the board. She showed how much money is available and how much the shortfall is. Before we got the Tatro bill, the shortfall was $331,892.08. With the Tatro bill, there is a higher figure and a lower figure, depending on how much of the Tatro invoice we intend to pay. It is in the $500K range. She also included a list of potential grants they will apply for and their due dates.

Mike said the information she provided says there are two serious major donors. Does she have a sense of how much they may donate? Kelly said the sense is that that they may donate more than $100,000. But that is not written in stone.

Kelly said the project is 80% funded. The shortfall is only 20% of the whole project, assuming no cuts in the project.

Kelly said Aurora Rivers is heading up the fundraising effort and Kelly is heading up the grant application effort. The information she handed out included the library board’s plan for fundraising, including a letter to potential donors. They have not released this to the public yet, but they will.

Paul asked about the payment schedule. Kelly said it may be changing. Paul asked when we will run out of the money we have now and will need more. Kelly said probably pretty soon. At the point where the inside of the old library is fixed up enough to open, with ADA compliant access and a closed off room, we will be finished with Phase 1 and will have met the grant requirements. Paul asked if there is an estimate of what Phase 1 will cost. Kelly said she thinks we have enough for Phase 1. Rosemary said, as she understands it, none of the grant money is to be used for the old building, just the insurance money. Kelly said Catherine Delneo said the Department of Libraries will change the parameters of the grant to allow for a phased project and the grant agreement will be rewritten.

Eben asked, we have paid out $1.4 million already? John said it was $1.2 million prior to the Tatro invoice. With the Tatro invoice, the amount will be $1.4 million.

Kelly said they asked about the extra $180,000 the Department of Libraries has available. When all the initial $1.5 million has been disbursed, we will fill out a form showing that the project is not finished and we still have a need, and then the extra $180,000 can be used. It is reserved for us.

Eric Schultz said he could see savings from not building the cupola. Eben and Mike said the selectboard already decided to cut the money for that and the granite steps. Eric said it may also be possible to cut landscaping, the gas fireplace and heat pumps, and use cheaper flooring.

Eben brought up communicating with the builder about changing to a phased project. Kelly said Brian Raulinaitis will be at the next committee meeting. We may have to renegotiate the contract.

Mike said granite steps last forever and concrete steps do not. He feels that if there is any possible way to do it, we should use granite steps, even though the board did not approve them.

Kelly said originally a gas insert was going to be put in the fireplace, but that doesn't have to be done right now. It could be done later when there is money. We don't have to buy cabinets right now. We can wait until we can afford it.

Paul said he thinks we need in writing that we can phase the project and we need to define in writing what Phase 1 is. The board agreed that we need a grant amendment and a contract amendment with the builder.

Adrienne asked if the board can approve the updated payment schedule, which is shifted by a month, with the project extended to November 1 instead of October 1. Paul said the payment schedule may change. Adrienne asked, since the next payment is February 28, do we want to approve this payment schedule now, so if a new schedule is not approved before then we don’t miss a payment? Eben said under the original payment schedule, a payment was due January 28. Adrienne said because of that, if the board doesn’t approve the new schedule, we are late a payment.

Peter moved and Paul seconded to approve the updated payment schedule for the library project. The motion was passed with Adrienne abstaining and Mike opposed.

Kelly said she knows the old granite library steps are in storage somewhere. She doesn't know how many of them are usable. She thinks they are where the road crew stores things.

Peter said he feels like we need to be clear on who our point person is for the library project so that if someone has a question they know who to call. Eben said change orders have to come before the board. Peter said we should have had a clerk of the works but we can't afford it. Eben said building questions should go to the architect and engineer. Paul said anything that costs money has to come to the selectboard. Other questions can go to the architect. Adrienne said so far questions about plans have been going to the architect.

Peter gave an example of a question that came up recently. Boulder Excavation was bringing dirt to the site and there was a question about who would be placing it against the foundation and who would be paying for that. This afternoon a Boulder employee was placing the fill against the foundation. Are we getting a bill for that? His original understanding was that they were trucking the dirt over under the Holmes Meadow grant, but there was no clarity about whether that included placing the material against the foundation. Mike said if no one told them to do it and they did it, they can't send us a bill.

Kelly said it does seem that it would be helpful to have one person overseeing things. Peter asked if we know what the architect or engineer would charge to do that. Eben said a clerk of the works does more than communication. They are the owner's representative, making sure work is done as specified. Paul asked if we should have John reach out to Mumley to find out what it would cost to have them act as clerk of the works. Eben said they won't provide full clerk of the works service, but there is probably project verification in the bid. It would be good to get clarification on that.

Eben asked how the grant amendment will be handled. Kelly said that will be done when Catherine is here.

Eben asked what happens if we run out of money. Kelly said she thinks when we renegotiate the contract we need to make it understood that we don't want any work done that we can't pay for – that work must stop when we don't have money.

Paul asked if we can have an update on the library project in March. Eben suggested having it on March 15.

8. Brownfield Assessments on Commercial Property Buyouts

Tori Hellwig of the Lamoille County Planning Commission said in spring 2025, the Vermont Department of Environmental Conservation recommended that commercial buyout properties get Phase 1 environmental assessments. The town worked with LCPC to get funding for the assessments and they were completed. Union Bank had no recognized environmental conditions. The health center and Sterling Market did have some identified, so Phase 2 environmental assessments are recommended for them. There is funding available through the LCPC brownfield program and state grant funds. The town can also enroll in BRELLA prior to acquiring the properties. That can provide liability protection and additional access to state grants and loans. The town needs to let Vermont Emergency Management know whether to move forward with closing, decide whether to move forward with the BRELLA program and decide whether to pursue funding with the LCPC brownfields program.

John said Tori mentioned that the health center and Sterling Market qualify for BRELLA but Union Bank does not. Tori said that is correct. Since no recognized environmental conditions were identified at Union Bank, it is not eligible. But there are funding avenues for assessing the site if needed.

Paul said it sounds like we would decide whether to enroll in BRELLA after the Phase 2 assessments are done. Tori said that is one approach the DEC recommended. It would be worth participating in a pre-application meeting with DEC to discuss the timing.

Eben said he thought assessment and cleanup would be done before the town accepted the properties. Tori said Phase 1 assessment was essentially background research and desktop assessment. Phase 2 would confirm what is there. There is nothing identified currently that needs to be cleaned up. The town can apply for funding through LCPC's brownfields program for the Phase 2 assessments. Eben said we don't own the properties, so why would we apply? Tori said because the town is the prospective purchaser.

Eben moved and Adrienne seconded to request that the Lamoille County Planning Commission use funding available through its brownfields program to pay for Phase 2 environmental assessments of the Johnson Health Center and Sterling Market properties and to request that the LCPC brownfields committee review whether their grant funds can be used to provide BRELLA coverage for the town on those two properties. Mike asked why the property owners are not paying for this. He would think they would do it. **The motion was passed with Mike opposed.**

Scott Meyer asked, if contamination is found, does the state require cleanup and if it does, who is paying for it? Tori said LCPC has funds to pay for everything through corrective action planning. There are assessment grants. There are cleanup grants through the state and the Two Rivers-Ottauqueechee Regional Commission has Community Development Block Grant disaster recovery funds.

Eben said he believes the general consensus is that the board wants to see Phase 2 assessment results before we close on the properties.

Kim asked how we can make the owners responsible for cleanup of the properties. Eben asked if Tori has an answer to that question. She said she doesn't.

Tori said the Swift Current funding which would pay for the Sterling Market buyout is currently on hold. The town needs to notify Vermont Emergency Management if it wants to move forward on closing on the Union Bank and health center properties.

Paul asked if we need property owner permission to do the Phase 2 assessments. Tori said yes and all the current property owners have given permission.

The board agreed to move forward with closing on the Union Bank property.

9. *Review and Consider Approving Rail Trail Lease Agreement*

Eben said Carl recommends approving the rail trail lease agreement between the state Agency of Transportation and the town.

Paul said the lineouts in the agreement seem like an odd way to formalize a legal document. None are initialed or dated. Is our attorney okay with that? Carl said the attorney feels this document is less than ideal, but the state has to use this template in many locations and they don't want to lose track of the master document, so rather than deleting sections, they want to leave them in and cross them out if they do not apply. He noted that the board could ask the town clerk to waive the recording fee so VTrans doesn’t have to write a check to the town that the town would then need to reimburse.

Paul moved to accept the rail trail lease agreement between the State of Vermont Agency of Transportation and the Town of Johnson as presented, with the stipulation that crossed-out sections be initialed and dated, and to authorize Eben to sign it, Peter seconded and the motion was passed with Mike opposed.

Rosemary said she is fine with waiving the recording fee.

10. Inclement Weather Protocol for Municipal Office

Adrienne said recently when there was a big storm she noticed that Morrisville and some other towns had closed their municipal offices. She is curious if we have any protocol about deciding when to close the office. Rosemary said there is no written policy. Adrienne said she wants to make sure employees are safe and are not trying to get here in severe weather if it is not necessary. Would we want to base it off what the elementary school does? Rosemary said the school may close if there is an inch of snow. Donna Griffiths said there are six towns in the supervisory union. They want them all to do the same thing, so they may close all schools if roads are bad in just some of the towns.

John said his policy where he has worked before has been that employees should give him a call if they do not feel it would be safe for them to come into the office.

Kim said she thinks not having a policy provides more flexibility and allows people to do the right thing.

John suggested he could reach out to the board if bad weather is predicted and he would like to close the office and also put something out on Facebook.

Adrienne asked if there has been any issue with people getting here in bad weather. Rosemary said the issue is more with getting home. Sometimes employees call the highway department and ask when a certain road will be getting plowed so they know when it will be a good time to go home.

Peter said he likes John's approach. He thinks if an employee makes a choice to stay home they should use leave and if we decide to close the office we should pay them.

Rosemary said the only time she remembers closing the office was the big Valentine's Day storm.

Scott said where he used to work, if he knew the weather was going to be bad, he would tell his staff to bring work home and work from home if they felt they could not come in.

Eben said currently Rosemary makes the call as to whether the office should be closed.

Paul said he thinks it might be better to have this conversation after we talk about organization and the chain of command.

Eben noted that it is not really fair if we tell office staff not to come in while expecting highway staff to come in and clear the roads. He noted that the Morrisville office closure was only until 10:00. They were not closed for the whole day.

11. Increasing Town Involvement in Public Office

Adrienne said she appreciates her fellow board members whose terms are up running again. Some may not have wanted to run but felt they had to because no one else was running. She reached out on

Facebook and Front Porch Forum posing a question to the community of why there is no involvement in town government. Responses she got included comments about length of meetings and about the board not being a welcoming space and recommendations for cutting off board members once they have made their point, moving to a town manager instead of a town administrator, having a program for teaching residents about Robert's Rules and public office, merging the town and village, term limits for board members, and moving to monthly meetings. Adrienne said we have had low involvement in our committees, which are a place when where newer people can get their feet wet before moving on to the selectboard. That step isn't happening.

Paul said Adrienne has identified the problem correctly. Mike said someone told him they had sent Adrienne an email and she had not responded. Adrienne said she hasn't gotten to all of the emails yet. Kim Dunkley thanked board members for their service. She appreciates those who are running again. She appreciates that the board understands that finances need to be taken into consideration because there are people in town who have fixed incomes.

Eben and Paul suggested that Adrienne send out the suggestions and comments she got in emails, without names.

Mike said Adrienne had said in a post that being on the selectboard doesn't require special credentials or experience, but he thinks that we need people with experience. It helps to have institutional knowledge and knowledge of the community and its people. Adrienne said she agrees. She was just stating the fact that there is no legal requirement. Who knows what people's assumptions may be about what is required?

Peter said he thinks it is worth having an ongoing conversation about how to encourage more civic involvement. One suggestion he got was that maybe after every meeting we should make a point of putting out communication about key topics from the meeting. Kim said she likes that idea. For instance, she doesn't know if everyone knows what is going on at Holmes Meadow. She thinks townwide training on Robert’s Rules could be helpful.

Adrienne asked if she should reach out to see what training the Vermont League of Cities and Towns has available. Eben said that would not hurt.

12. Employee Flow Chart

The board considered three different potential organizational charts Adrienne had presented.

Mike said he thought we had previously agreed that the town administrator should be under the selectboard and everyone else should be under the town administrator. Others said they don't know that that was agreed upon. Adrienne said she thinks there could be issues with having everyone under the town administrator. It could lead to the board not hearing from the town clerk/treasurer or the CEDS as often. She could see it leading to a bottleneck. Paul said he is not sure the CEDS and the committees should be under the town administrator because they deal more with development and that is not John’s responsibility.

Eben asked for Rosemary's thoughts. Rosemary noted that one of the options has the animal control officers being under the road foreman. She doesn't see that being a good idea. She also doesn't think the assessor should be under the town clerk/treasurer. She thinks the assessor could be under either the town administrator or the selectboard

Eben said Carrie Johnson's recommendation was to move everyone under the town administrator.

Paul passed around another possible chart.

Mike said he thinks John could possibly fill the CEDS role. We could give half what we would pay the CEDS to John to expand his role.

There was discussion about whether the rec coordinator should be under the CEDS. Paul said growing recreation is economic development but work like getting all the fields mowed is part of the functioning of the town. He feels like it would be a waste of the CEDS's time to be involved in that. Adrienne said her reason for suggesting that is that the CEDS is a main line of communication for committees. She asked, isn't the rec coordinator supposed to increase recreation? Is the role just to sustain what we have in place? Eben said pretty much. He doesn't see much growth. Adrienne asked, but don't we want growth?

Mike left at 8:55.

There was some discussion about whether the CEDS should report to the town administrator or the selectboard. More board members felt it should be the town administrator.

<u>Adrienne moved to adopt the organization chart labeled Option 1 amended to move the rec coordinator and the assessor under the town administrator.</u>

Peter said he remembers trouble in the past with the town administrator and the CEDS having no relationship. That is one of the reasons for that position to be under the town administrator.

<u>Paul seconded.</u>

Peter said he doesn't like Option 1 the way it stands now. He feels like we are rushing. Adrienne said we need to make a decision so we can hire a CEDS. John asked when we will advertise for a CEDS. He thinks Carl will be done in March, though he thinks he will have some flexibility. Adrienne said she hopes we will approve a flowchart tonight and then we can approve a job posting at the next meeting.

Eben said we probably need a CEDS position for a while. As things change and the number of projects change, maybe in the future we would be better off with a grant writer or planner or hiring a firm for specific projects.

Paul said it is hard to figure out where to put the CEDS if we do not know what their job description is. Adrienne said this organizational chart is not set in stone forever. If we drastically change the CEDS's rule, we can change the flowchart

<u>The motion was passed with Peter opposed.</u>

13. ***Discussion on Creating Town Revenue***
    Adrienne said the discussion on creating town revenue can be postponed until the next meeting.
14. ***Review and Consider a Revolving Loan Fund Application***
    <u>Peter moved to go into executive session to review a loan request under 1 V.S.A § 313(a)(11)(b), Paul seconded and the motion was passed at 9:13.</u>

The board came out of executive session at 9:23.

It was the consensus of the board to deny the loan due to insufficient information on the loan application and insufficient collateral to secure the loan amount requested. John will reach out to the applicant and update him on his application.

15. Reschedule Next Meeting

It was agreed to schedule the next meeting for Thursday, February 19, as February 16 is a holiday.

16. Adjourn

The meeting was adjourned at 9:26.

Minutes submitted by Donna Griffiths