

**Board of Selectmen's Meeting
Open Session Meeting Minutes
35 Central Street – Town Hall
2nd Floor Conference Room
June 23, 2016**

Members Present: Chairwoman Ann Marie O'Neill, Vice Chairwoman Caroline Colarusso, Secretary Anthony Wilson, Selectman Thomas Boussy, Selectman George Seibold

Also Present: Attorney William Solomon, Attorney Robert Galvin, Acting Town Administrator Robert Markel

Call to Order: Chairwoman O'Neill called the meeting to order at 7:00 p.m.

Agenda Item 1: Pledge of Allegiance

Agenda Item 2: Discussion of employment contracts signed or otherwise authorized by Town Administrator David Ragucci in June, 2016. Special Counsel Robert Galvin stated that the purpose of the meeting was to discuss three contracts that were signed by Town Administrator David Ragucci at the end of his tenure: 1. Fire Chief Matthew Grafton's contract, signed by Ragucci on June 9, 2016, but not signed by Town Counsel William Solomon; 2. Police Chief James McIntyre's contract, signed by Ragucci on June 13, 2016, but not signed by Town Counsel Solomon; and 3. Interim Finance Liason Ronald Florino's contract, signed by Ragucci on June 15, 2016, but not signed by Town Counsel Solomon. Galvin stated his concern that these contracts, all signed at the end of Ragucci's tenure, could be, pursuant to case law, considered void as against public policy; that none of the contracts were signed by Town Counsel Solomon; that Ragucci requested that the Board meet in executive session regarding the contracts and then did not attend the noticed meeting; that Ragucci requested input from the Selectmen and then did not incorporate the input. Galvin recommended that the Interim Town Administrator review the contracts to see if they are fair and reasonable. Galvin stated that the contracts could also be held and reviewed by the new TA.

Selectman Seibold asked Town Counsel Solomon if there was a reason he didn't sign the contracts. Solomon stated that he was unaware of Florino's contract until Selectman Boussy called and asked him about it. He also stated that he did not sign the Chiefs' contracts because the matter had been sent to the Board for review and it was not appropriate to sign off on a matter that was before the Board for review and there was also the question of Chief Grafton's probationary period.

Selectman Wilson asked Solomon about past practice when it comes to contractual matters. Solomon stated that the Town Administrator had the authority to sign the contracts at issue, but generally forwarded them to the Board for review.

Selectwoman Colarusso stated that there is a timeliness issue in this case as well. She stated that Chief McIntyre's contract was drafted in July, 2015, and Chief Grafton's was drafted in February, 2016. She questioned whether it was by lack of effort, time, or by intention that the contracts were delayed so long; especially in light of the fact that the Chiefs met with Ragucci on almost a daily basis. She asked Solomon if this type of delay was typical of Ragucci. Solomon said that it was not, and that he has no idea why they were delayed so long.

Selectman O'Neill stated that she is concerned about process and that the Board has not had a chance to review contracts that were drafted months ago. She stated that the Board has the right to have the new Town Administrator or the Interim TA review the contract for content.

Selectman Seibold stated that the Police Chief is one of the lowest paid Chief's around and suggested that his salary could be one of the reasons the contract was not signed.

Selectman Wilson asked if the contracts are legal without Solomon's signature. Galvin stated that the contracts are suspect and merit review because Solomon did not sign them, Ragucci was leaving his position when he signed them, public policy disfavors contracts signed at the end of a term, and Ragucci intended the Board to review the contracts and give input. He stated that it is Solomon's charge to approve all employment contracts under the Town Code and contracts without Solomon's signature are voidable if not void. Galvin stated that knowing his term was at an end and knowing that the Board wanted to review the contracts, Ragucci signed them nonetheless, making them questionable.

Selectman Seibold questioned why the Board is reviewing the contracts if they are good in Solomon's opinion and now we have delayed this issue by three weeks.

Selectman Wilson stated that he provided Ragucci with feedback that is not incorporated in the contracts.

Selectwoman O'Neill stated that Ragucci put the matter on the Agenda in order to review the contracts with the Board and then he did not attend the meeting. She questioned how that delay could be attributed to the Board. She also stated that the Board wants the contracts to be reviewed to take the cloud off of the heads of the two Chiefs so that they, and the new TA, can proceed with properly executed and reviewed contracts.

Selectman Seibold stated that the Chiefs have been with the Town for a while, why question them now.

Selectwoman Colarusso stated that we are not questioning them, rather we are questioning the propriety of the contracts. She questioned why the Board would want to take the autonomy away from the new TA and why the new TA, and the Town, should have to live with contracts that were bargained by the old TA. Selectman Boussy stated that Ragucci had months to deal with the contracts and he didn't and that he requested to meet with the Board and then he didn't. He continued that the steps that should have been followed were not and now we get to review this and do it right. Selectwoman Colarusso stated that the review has nothing to do with the

Chiefs. It simply does not look right to sign a contract walking out the door. She questioned whether it was lack of time or effort, and stated that the new TA should be able to pick his or her team and have contracts that have performance markers included.

Selectman Wilson stated that his feedback was that there were no performance markers included in the contracts, but he is concerned with the message this will send. Selectwoman Colarusso stated that her concern is for accountability and this is a new Board and there is room for improvement in these contracts and improvement in the process. Selectman Wilson stated that these people work hard and is concerned with the message that this is sending. Selectman Seibold stated that in his opinion Chief McIntyre is underpaid and questioned whether the Board wanted to go down this road. Selectman Wilson stated that an independent comparison of salaries should be performed because Woburn's Chief is paid roughly the same and was not included in the review performed on this matter. Selectman Boussy stated that McIntyre is a young chief with less steps. Selectman Wilson stated that he would love to pay the Chiefs more if it is tied to performance and performance review metrics are included in the contract.

Galvin stated that Markel has contract authority now and that the Board should get his recommendation to affirm or reject these contracts. He does not recommend allowing this matter to wait two months for the new TA to be hired.

Markel stated that section 12 of the Town Administrator's Act gives the TA the right to set performance reviews and that language should be added. In addition, language should be added that gives the TA right to establish goals at the beginning of the fiscal year. He recommended that the Board send him their thoughts and concerns, he make the appropriate changes to the contract, speak to the Chiefs, and have a new contract for the Board's review by July 12, 2016.

Chairwoman O'Neill stated that she they also needed to discuss Ron Florino's contract. She stated that Town Accountant Donald Piatt has had ample training at this point. Galvin stated that Florino's contract should be reviewed by Markel to determine need and to review budget issues involving this contract.

Selectman Boussy moved to charge Markel with the review of Chief McIntyre and Chief Grafton's contracts, accepting input form the Board members, take the information back to the Chiefs, and bring the contract back to the Board for review.

Voting in Favor:

Chairwoman O'Neill
Vice Chairwoman Colarusso
Secretary Wilson
Selectman Boussy

Voting Against:

Selectman Seibold

Motion carries (4-1).

The Board discussed dates for its upcoming meetings.

The Board did not enter into executive session.

A motion to adjourn was made by Selectwoman Colarusso 8:10 p.m. This motion was seconded by Selectman Boussy. Voted unanimously.

The meeting was adjourned at 8:10 p.m.

Respectfully submitted,

Dava Felch Kilbride
Secretary to the Board of Selectmen