



Minutes of the Town Council  
November 25, 2024, 7:30 p.m.  
Online by Zoom Videoconference  
Approved January 10, 2025

**This Special Town Council Meeting was held to review the status of preparation of the contract document to be executed with SMI Environmental for Stormwater Infrastructure Maintenance.**

**To enhance the Minutes for this meeting, the Zoom AI-generated meeting summary has been included (below). It captures the discussion in significant detail.**

[All documents marked with an asterisk \(\\*\) may be obtained until at least July 1, 2025 here.](#)

**Call to Order:** Mayor John Compton called the meeting to order at 7:30 pm. In attendance were Councilors Rob Gilmore, Kriss Grisham, Peter Nagrod, Eva Patrone, and Barbara Raimondo. Also in attendance were Treasurer Jean Moyer and a number of residents.

**Approval of Agenda:** Peter Nagrod moved to approve the agenda. Rob Gilmore seconded the motion.

**Action:** *Vote: 5-0, Agenda approved.*

**Stormwater Infrastructure Maintenance Contract with SMI Environmental\***

Discussion of the contract terms and approval to finalize the Contract. Mayor Compton reported that contract document was still a work-in-progress. He reviewed the terms being proposed for the contract and discussed with SMI, which were thoroughly discussed by Council.

**Actions:**

- Mayor Compton to finalize the contract details with SMI Environmental based on the discussed terms and schedule of values and aim to have the finalized contract ready for review and approval at the December 9th Town Council meeting.
- Mayor Compton to involve the Town Attorney to ensure the Town's town boilerplate contract language is included.
- Bob Booher will be prepared to present and discuss the contract at the December 9th meeting in the mayor's absence.

**Next Meeting:** Monday December 9, 2024 at 7:30 pm – Virtual Regular Town Council meeting.

There being no further business, the meeting was adjourned at 8:55 p.m.

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/s/  
Kathryn L. Lehman

# AI-Generated Meeting Summary for Town Council Zoom Meeting

November 25, 2024 06:29 PM Eastern Time (US and Canada) ID: 297 850 640

*The content of this AI-generated summary has not been edited and may be inaccurate or misleading. Accuracy may be checked by comparing with the Zoom recordings available in the documents folder for the meeting (see link on previous page).*

## Quick recap

The team discussed a proposed contract for stormwater management projects, focusing on the budget, key terms, and the need for legal review. They also discussed the nature of the contract, the commitment of funds, and the process for submitting invoices for work done. The conversation ended with a plan to move forward with the contract, with a tentative date set for the final review and approval.

## Next steps

1. John to finalize the contract details with SMI Environmental based on the discussed terms and schedule of values.
2. John to have Jason review the finalized contract for any issues.
3. John to have Suellen review the contract to ensure town boilerplate language is included.
4. John to aim to have the finalized contract ready for the December 9th Town Council meeting.
5. Bob to be prepared to present and discuss the contract at the December 9th meeting in John's absence.

## Summary

John led a meeting with Barbara, Rob, Ava, Chris, and Peter, where they discussed the proposed contract. The main points of discussion included the budget for stormwater management, the resolution of key terms, and the need for legal review. John also mentioned that they had a meeting with SMI earlier in the day to resolve the main terms. The goal of the meeting was to explain the proposed contract, respond to questions, and potentially authorize the mayor to sign the contract after certain conditions are met. John also mentioned that he had sent a draft of the contract to Andre and that he would share a document with the team. The conversation ended with John promising to share a document and to address any further questions or comments at the end of the meeting.

### ***Stormwater Management Budget and Contracts***

John discussed the budget for stormwater management projects, which includes \$720,000 in available funds. He proposed a \$25,000 reserve for unforeseen expenses and \$25,000 for contract oversight. He also suggested engaging Steve Werts as a site logistics person and Soltesz for engineering oversight. The contract sum for design is not certain anymore, but it should not exceed the available funds. John also discussed the nature of the contract, which is an exhibit to a standard AIA contract. He proposed a strategy to sign a main contract as soon as possible and

amend it as needed to accommodate design options. The key terms of the contract include the contract sum, term, deliverables, guaranteed maximum price, payment procedure, and schedule of values. John proposed a contract period of 9 months, with 3 months for complete design and 6 months for construction. He also mentioned a provision for seasonal issues.

### ***Proof of Funds Commitment Discussion***

Peter raised a question about the commitment of funds for the \$720,000 contract, specifically whether they needed to show proof of contracts for the grantees or just evidence of beginning the project. John clarified that they needed to show proof of commitment to spend the funds before the end of the year, which would be reported in their annual report due in April. He also mentioned that for the State funds, they would be reimbursed for expenditures after submitting evidence of spending. Jean confirmed that they would need invoices as proof of reimbursement requests. Robert added that the contract process involves submitting invoices on a monthly basis for the work done, and John mentioned that the contract could include provisions for auditing the funds spent.

### ***Project Contract and Cost Structure***

John discussed the contract for a project, which includes a short description of the project, a term of 9 months, and deliverables. He mentioned that the Request for Proposal (RFP) was incorporated into the contract, but some minor tweaks were needed to address concerns from Smi. The contract includes a schedule of values, which allocates funds and is used as the basis for adjusting the guaranteed maximum price based on design changes. John also explained the cost structure, which includes a design fee and a guaranteed maximum price for the construction work. He emphasized that the contract allows for adjustments based on design changes, with a contingency fund to cover any additional costs.

### ***Contract Discussion and Progress Payments***

John discussed the proposed contract for a project, which includes a maximum spend of \$570,000, with \$527,000 allocated for identified work and \$45,000 as contingency. The contract also includes provisions for permits, which will be paid separately. John explained that the contract allows for additional work, such as bioswales, if the ground conditions permit, but any costs exceeding the contract sum would require an amendment. The contract also includes provisions for progress payments, with the contractor submitting invoices for payment. Jean asked if Jason would review these payments, to which John confirmed. The conversation ended with John stating that the contract is now clear and the final wording can be worked out if the Council agrees to the proposed spend.

### ***Contract Approval and Future Meeting***

John proposed a plan to move forward with the contract in substantially the same form as presented, with the understanding that any significant changes would need to be reviewed and approved by the Council. Peter suggested a motion to approve the contract, which was seconded by Eva. Robert expressed concerns about committing to a contract without a more complete version, but agreed to review it. The team decided to schedule another meeting after John's return from his trip, likely in mid-December.

### ***Motion and Contract Development Discussion***

The meeting involved discussions about a motion and its amendments. The original motion was about authorizing the town to proceed towards developing a final contract consistent with the terms presented by John. However, an amendment was proposed by Robert, which suggested authorizing the town to proceed towards developing a final contract and then having a meeting between John's return and the end of the year to vote to authorize the final contract. The amendment also suggested that the contract should be brought back to the Town Council for final review prior to signing. The conversation ended with a consensus that the contract should be in virtually final shape before it is approved, and a tentative date of Monday, the 23rd of December was set for the final review and approval.