

REPORT OF THE
GORHAM TOWN COUNCIL
REGULAR MEETING
DECEMBER 3, 2019

Chairman Hartwell opened the meeting with the Pledge of Allegiance to the Flag. There were 24 members of the public in attendance at the start of the meeting.

Roll Call: Chairperson Phillips, Councilors Shepard, Hartwell, Hager, Pratt and Wilder Cross. Also in attendance were Town Manager Ephrem Paraschak, Town Clerk Laurie Nordfors and Town Attorney Mark Bower.

Moved by Councilor Hartwell, seconded by Councilor Wilder Cross and VOTED to accept the minutes of the November 12, 2019 regular Town Council meeting and the November 12, 2019 special Town Council Meeting. **6 yeas**

Open Public Communications

Charlie Pearson, Mighty Street voiced his opinion on the clarification of the description of an Officer of the Town and also whether an employee of the Town should be seated on the Town Council. He believes the Council made the correct decision last month to not seat an employee of the Town on the Town Council.

Martha Farnham, South Street and Clair Miner, Green Street, spoke on behalf of many people who live on South Street that are concerned about the speed of drivers on that road. They presented a signed petition and a quote to install two electronic active feedback speed limit road signs on South Street and hoped the Council will consider their request.

Councilor Communications

Councilor Hager reported that the Finance Committee has established their 2020 meeting dates and will report after each at the Council Meeting. He also reminded people about the danger of running a generator inside the home when electricity is lost because of the risk of deadly carbon monoxide.

Councilor Wilder Cross thanked the Rec Department for a wonderful time this past weekend at the 22nd annual Run Off the Turkey Race and the annual light parade and tree lighting ceremony. She also revealed that the upcoming New Year Gorham event will have plenty of fun entertainment for everybody. The cost for a bracelet is \$5 per person or there is a \$20 family bracelet. Bracelets can be purchased at Hannaford or at the Rec Department.

Councilor Hartwell reminded everyone that the Town Council did vote to not support the name change at USM. He also noted that a friend of his started a Facebook page called "Save USM".

Councilor Pratt reported that he is in the process of scheduling a Capital Improvement Committee meeting and also jokingly thanked Heather Perry, on behalf of his son, for the recent snow day.

Town Manager Report

Town Manager Paraschak thanked everyone involved in the light parade and tree lighting. He congratulated the Blue Pig Diner and Station Square for their recent ribbon cutting and grand opening and wished them all the best. He reminded people that the Town Offices will be closed on Christmas Day and New Year's Day and also that winter sand (two 5 gallon buckets per storm) is available at Public Works for non-commercial use. He revealed that contractors will be out sometime next month to replace light fixtures and install LED lights throughout the Town. He also noted that there is a tentative joint Town Council and School Committee meeting set for January 14th to discuss the High School renovation/expansion project.

School Committee Report

Stewart McCallister, Chairman reported that members of the School Committee will be attending individual PIE meetings at each of the schools over the next couple of months. He noted that the Gorham Middle School will be having their 6th grade career day on December 4th beginning at 9am, the GHS Chamber Singers and Gorham's Community Chorus will present Prelude to Christmas on December 8th from 3pm to 5pm at the GHS auditorium, the GMS band and chorus concert will be on December 9th at 6pm at the GMS auditorium and if you are looking to catch some early GHS basketball action, you can see both the girls and boys play at home this Friday. He also revealed the Wreaths Across America will be coming to GHS on December 9th. The ceremony at GHS is a closed ceremony to invited guests and students only; however members of the public are encouraged to be outside to welcome the convoy and to cheer it on as it leaves GHS that morning. The convoy will enter Gorham via County Road (route 22) and turn onto South Street to Morrill Avenue and into the High School. If folks are interested in welcoming the convoy, the best place to stand will be out on South Street at approximately 7:30am. After the presentation at the High School at approximately 8:45am, the convoy will then leave GHS onto Access Road to Narragansett Street and will travel to Buxton and then to Thornton Academy. The next School Committee meeting is scheduled for December 11th.

A Point of Order was called by Councilor Hartwell. He noted that in the Town Charter, section 201, it states that each member of the Council shall be elected for a term of 3 years and until his successor is elected and qualified. Because the Council did not qualify Ms. Kuech last month, he believes that Paul Smith is still on the Town Council.

Chairperson Phillips responded that the point is not well taken and she disagrees with Councilor Hartwell's interpretation.

Town Attorney Mark Bower explained Item #9513, the item of reconsideration, and the steps that need to be taken to vote on the item.

A Point of Order was called by Councilor Hartwell. He pointed out the his interpretation of Roberts Rules states that if you have reconsideration and it passes you go back to where you were just before You took the vote which means the motion and the second has already taken place. He does not see why a new motion and second is needed for Item #9513.

Town Attorney Mark Bower responded and stated that it should be up to the Chairman to make the Decision whether there should be a new motion and second.

Old Business

Item #9513 Moved by Councilor Wilder Cross, seconded by Councilor Pratt and ORDERED, that the Town Council reconsider Order # 9513 from the November 12, 2019 Special Town Council Meeting, an action to consider, in accordance with Sec. 207 of the Town Charter, whether Janet H. Kuech meets the qualifications as set forth in the Town Charter to serve as a Town Councilor.

Councilor Wilder Cross disclosed her many concerns of a Town Employee being seated on the Town Council. She believes that her decision last month to not seat Ms. Kuech was the right decision.

Councilor Hartwell noted that after more research, his interpretation of the Council Rules and the Town Charter states that no Town Employee shall be seated on the Town Council while still employed by the Town of Gorham. He noted that he would be changing his vote tonight.

Councilor Pratt revealed that he had spoken to one of the original members of the Town Council when the Charter was originally written and he said that it was the original intent of the Charter to state that if you were an employee of the Town you could not be seated on the Town Council.

Councilor Shepard also stated that he had talked to one of the original members of the Charter Commission and they also stated that it was the intent of the Charter to read that if you were an employee of the Town in any capacity that you were not allowed to be seated on the Town Council.

Councilor Hager also reflected that an Employee of the Town should not serve as a member of the Town Council because of a huge conflict of interest and reported that he will not be changing his vote.

Item #9513 was VOTED 0 yeas, 6 nays (All Councilors)

The Item fails.

Chairperson Phillips opened public hearing #1. There were no comments from the public and the hearing was closed.

Item #9525 Moved by Councilor Hager, seconded by Councilor Shepard and ORDERED, that the Town Council issue a renewal liquor license to Lucky Thai LLC, 593 Main Street. **6 yeas**

New Business

Item #9526 Moved by Councilor Hager, seconded by Councilor Shepard and ORDERED, that the Town Council instruct staff to work with legal counsel to draft charter amendment language for review by the Council that would clarify that no municipal or school department employee may serve on the Town Council or School Committee while being employed by the Town of Gorham. **6 yeas**

Item #9527 Moved by Councilor Wilder Cross, seconded by Councilor Hager and ORDERED, that that the Town Council instruct the Town Manager to incorporate sustainability efforts into municipal operations and planning whenever feasible; and,
Be It Further Ordered that the Town Manager report back to the Council from time to time on the Town's green sustainability efforts. **6 yeas**

Item #9528 Moved by Councilor Wilder Cross, seconded by Councilor Hager and ORDERED, that the Town Council forward to the Ordinance Committee, for their recommendation, a proposal to amend the contract zone of Hans Hansen in South Gorham to allow for senior housing units. **4 years, 2 nays (Pratt, Phillips)**

Item #9529 Moved by Councilor Hager, seconded by Councilor Wilder Cross and ORDERED, that the Town Council formally requests that the School Committee's Capital Project Committee meet with the Town Council's Economic Development and Capital Improvements Committee from time to time to better coordinate municipal project planning. **6 years**

Moved by Councilor Shepard, seconded by Councilor Hager and VOTED to waive the reading of item #9530 due to length. 6 years

Item #9530 Moved by Councilor Shepard, seconded by Councilor Pratt and ORDERED, WHEREAS, the voters of the Town of Gorham, Maine (the "Town") on June 11, 2019 and November 5, 2019 approved a capital expenditure of a sum of money not to exceed (a) \$2,800,000 for modular classrooms at the Narragansett Elementary School plus (b) \$5,900,000 for the purchase and development of an industrial park; and

WHEREAS, the Town Council desires that General Obligations Bonds and/or Notes of the Town be issued to finance the Projects; and

NOW, THEREFORE, be it voted, resolved, and ordered by the Town Council of Gorham, Maine:

Section 1. The sum of \$8,700,000 be and hereby is appropriated to finance the costs (as herein defined) of the Projects, such amount to be raised by the issuance of general obligations bonds and/or notes of the Town.

Section 2. Pursuant to Maine law, the Town Charter of the Town, votes duly adopted by the inhabitants of the Town at the referendum election duly called and held on June 11, 2019 and November 5, 2019, and all other authority thereto enabling, there is hereby authorized and approved the issuance of general obligation bonds (the "Bonds") of the Town and/or temporary notes in anticipation thereof (the "Notes") in an aggregate principal amount not to exceed \$8,700,000. The Bonds shall be designated "Town of Gorham, Maine, General Obligation Bonds" and any notes in anticipation thereof shall be designated "Town of Gorham General Obligation Bond Anticipation Notes." The proceeds of the Bonds and any Notes shall be used to finance the costs of the Projects.

Section 3. The Treasurer is authorized to determine the date, form, interest rate(s) (which interest rate may be a fixed rate or a variable rate or some combination of the two), maturities and all other details of each issue of the Bonds and the Notes, including the form and manner of their sale and award.

Section 4. The Bonds shall mature at the times and shall be in the amounts, and be dated as of such date, bear interest at the rate or rates and be in such form and contain such terms and provisions (including but not limited to early redemption provisions, if any) as the Treasurer may hereafter determine or authorize.

Section 5. The Treasurer be and hereby is authorized to provide that any of the Bonds and Notes be made callable, with or without premium, prior to their maturity, and each Bond or Note issued

hereunder shall be signed by the Treasurer, shall be countersigned by the Chair of the Town Council, and shall be sealed with the seal of the Town, attested to by its Clerk.

Section 6. The Treasurer be and hereby is authorized to select a financial advisor and/or an underwriter for the Bonds and Notes, and the Treasurer of the Town be and hereby is authorized and empowered to execute and deliver such contracts or agreements as may be necessary or appropriate in connection therewith.

Section 7. The Treasurer be and hereby is authorized to prepare, or cause to be prepared, a Notice of Sale and/or a Preliminary Official Statement and an Official Statement for use in the offering and sale of the Bonds and/or Notes, such Notice of Sale, Preliminary Official Statement and Official Statement to be in such form and contain such information as may be approved by the Treasurer, with the advice of the bond counsel for the Town, and that the distribution of the Notice of Sale and/or Preliminary Official Statement and the Official Statement in the name of and on behalf of the Town in connection with offering the Bonds and/or Notes be and hereby is approved.

Section 8. The Treasurer be and hereby is authorized to select the registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds and Notes and to execute and deliver such contracts and agreements as may be necessary or appropriate to secure their services.

Section 9. The Bonds and Notes shall be transferable only on registration books of the Town kept by the transfer agent, and said principal amount of the Bonds or Notes of the same maturity (but not of other maturity) in the denomination of \$5,000 or any multiple thereof (or such other minimum denomination as the Treasurer shall establish) upon surrender thereof at the principal office of the transfer agent, with a written instrument of transfer satisfactory to the transfer agent duly executed by the registered owner or his attorney duly authorized in writing. Upon each exchange or transfer of a Bond or Note the Town and the Transfer Agent shall make a charge sufficient to cover any tax, fee or any other governmental charge required to be payable with respect to such exchange or transfer, and with respect to such exchange or transfer, and subsequent to the first exchange or transfer, the cost of preparing new Bonds or Notes upon exchanges or transfer thereof to be paid by the person requesting the same.

Section 10. The Treasurer be and hereby is authorized to undertake all acts necessary to provide, if deemed necessary or appropriate by the Treasurer in her discretion, for the issuance and transfer of such Bonds and Notes in book-entry form pursuant to the Depository Trust Company Book-Entry Only System, as an alternative to the provisions of the foregoing Order above regarding physical transfer of Bonds and Notes, and the Treasurer be and hereby is authorized and empowered to enter into a Letter of Representation or any other contract, agreement or understanding necessary or, in her opinion, appropriate in order to qualify the Bonds or Notes for and participate in the Depository Trust Company Book-Entry Only System.

Section 11. The Treasurer and Chair of the Town Council from time to time shall execute such Bonds or Notes as may be required to provide for exchanges or transfers of Bonds or Notes as heretofore authorized, all such Bonds or Notes to be executed as above described, and in case any officer of the Town whose signature appears on any Bond or Note shall cease to be such officer before the delivery of said Bond or Note, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery thereof.

Section 12. The Treasurer be and hereby is authorized to covenant and certify on behalf of the Town that no part of the proceeds of the issue and sale of the Notes or the Bonds authorized to be issued hereunder shall be used directly or indirectly to acquire any securities or obligations, the acquisition of which would cause such Notes or Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and that no part of the proceeds of the issue and sale of such Notes or Bonds (including any notes and bonds in renewal thereof) shall be used, directly or indirectly, in such manner which would cause the Notes or Bonds to be "private activity bonds" within the

meaning of Section 141 of the Code.

Section 13. To the extent permitted under the Code, the Treasurer is authorized to designate any of the Bonds or Notes authorized to be issued hereunder as qualified obligations for purposes of Section 265(b) of the Code.

Section 14. The Treasurer be and hereby is individually authorized to covenant and agree, on behalf of the Town, for the benefit of the holders of the Bonds and Notes, that the Town will file any required reports and take any other action that may be necessary to ensure that interest on the Bonds and Notes will remain exempt from federal income taxation, and that the Town will refrain from any action that would cause interest on the Bonds or Notes to be subject to federal income taxation.

Section 15. The Treasurer be and hereby is authorized to covenant, certify and agree, on behalf of the Town, for the benefit of the holders of the Notes or Bonds, that the Town will file any required reports, make any annual financial or material event disclosure, and take any other action that may be necessary to insure that the disclosure requirements imposed by Rule 15c2-12 of the Securities and Exchange Commission, if applicable, are met.

Section 16. If any of the officers or officials of the Town who have signed or sealed the Bonds or Notes shall cease to be such officers or officials before the Bonds or Notes so signed and sealed shall have been actually authenticated or delivered by the Town, such Bonds or Notes nevertheless may be authenticated, issued, and delivered with the same force and effect as though the person or persons who signed or sealed such Bonds or Notes had not ceased to be such officer or official; and also any such Bonds or Notes may be signed and sealed on behalf of the Town by those persons who, at the actual date of the execution of such Bonds or Notes, shall be the proper officers and officials of the Town, although at the nominal date of such Bonds or Notes any such person shall not have been such officer or official.

Section 17. If the Treasurer, Chair of the Town Council or Clerk are for any reason unavailable to approve and execute the Bonds or Notes or any of the related financing documents, the person or persons then acting in any such capacity, whether as an assistant, a deputy, or otherwise, is authorized to act for such official with the same force and effect as if such official had herself performed such act.

Section 18. The Treasurer, Chair of the Town Council, Clerk and other appropriate officers of the Town are hereby authorized and empowered to do all such acts and things, and to execute, deliver, file, approve, and record all such financing documents, contracts, deeds, assignments, certificates, memoranda, abstracts, and other documents as may be necessary or advisable, with the advice of counsel for the Town, including but not limited to any certificates, bond insurance agreements, notices of sale and other documents as may be necessary or appropriate in connection with the sale of the Bonds and Notes and any letter of credit agreement or liquidity facility agreement necessary to the issuance of any Bonds or Notes, to carry out the provisions of the resolutions heretofore adopted at this meeting in connection with the Projects, the execution, sale, and delivery by the Town of the Bonds and Notes and the execution and delivery of any related financing documents.

Section 19. The term “cost” or “costs” as used herein and applied to the Projects, or any portion thereof, includes, but is not limited to (1) the purchase price or acquisition cost of all or any portion of the Projects; (2) the cost of construction, building, alteration, enlargement, reconstruction, renovation, improvement, and equipping of the Projects; (3) the cost of all appurtenances and other facilities either on, above, or under the ground which are used or usable in connection with the Projects; (4) the cost of landscaping, site preparation and remodeling of any improvements or facilities; (5) the cost of all labor, materials, building systems, machinery and equipment; (6) the cost of land, structures, real property interests, rights, easements, and franchises acquired in connection with the Projects; (7) the cost of all utility extensions and site improvements and development; (8) the cost of planning, developing, preparation of specifications, surveys, engineering, feasibility studies, legal and other professional services associated with the Projects; (9) the cost of environmental studies and assessments; (10) the cost of financing charges and issuance costs, including premiums for insurance, interest prior to and during

construction and for a period not to exceed three (3) years from the issue date of the Bonds or Notes, underwriters' fees and costs, legal and accounting fees and costs, application fees, and other fees and expenses relating to the financing transaction; and (11) the cost of all other financing authorized hereunder, whether related or unrelated to the foregoing.

Section 20. In each of the years during which any of the Bonds or Notes issued hereunder are outstanding, there shall be levied a tax in an amount which, with other revenues, if any, available for that purpose, shall be sufficient to pay the interest on said Bonds or Notes, payable in such year, and the principal of such Bonds or Notes maturing in such year (except in the case of Notes to be refunded in that year by the issuance of Bonds).

Section 21. Any or all of the Bonds or Notes issued hereunder may be consolidated with and become a part of any other issue of temporary notes or general obligation bonds authorized to be issued by any previous or subsequent Order of the Town Council of the Town of Gorham.

Section 22. The investment earnings on the proceeds of the Bonds and Notes, if any, and the excess proceeds (including any premium) of the Bonds and Notes, if any, be and hereby are appropriated for the following purposes, such proceeds to be held and applied in the following order of priority: (a) to any costs of the Projects in excess of the principal amount of the Bonds or Notes; and (b) in accordance with applicable terms and provisions of the Arbitrage and the Use of Proceeds Certificate delivered in connection with the sale of the Bonds or Notes.

Section 23. It is the intent of the Town Council that this Bond Order shall constitute the Town's declaration of official intent within the meaning of Treasury Regulation 1.150-2 to pay, on an interim basis, costs of the Projects in an amount up to the principal amount of the Bonds to be issued, which costs the Town reasonably expects to reimburse with proceeds of the Bonds or Notes.

Item #9530 was VOTED 6 yeas

Moved by Councilor Shepard, seconded by Councilor Hager and VOTED to waive the reading of Item #9531 due to length. 5 yeas, 1 nay (Hartwell) The item was read by the Clerk.

Item #9531 Moved by Councilor Shepard, seconded by Councilor Wilder Cross and ORDERED, that the Town Council extend the moratorium on new rooming houses for an additional six months as follows:

WHEREAS, a moratorium on the location or operation of new rooming houses within the Town was enacted by the Town Council on June 18, 2019, for a period of one hundred and eighty (180) days from the date of applicability of the moratorium, *i.e.*, until December 15, 2019; and

WHEREAS, the moratorium was necessary to provide the Town with time to study its own ordinances to determine the implications of future proposed development proposals involving the location or operation of new rooming houses within the Town and to develop reasonable ordinances to address the concerns identified in the moratorium ordinance; and

WHEREAS, the problems giving rise to the need for the moratorium still exist, and reasonable progress is being made to alleviate the problems giving rise to the need for the moratorium, but the Town has not yet completed that work;

NOW, THEREFORE, all provisions of the Town of Gorham Moratorium Ordinance on Rooming Houses are hereby extended for an additional one hundred and eighty (180) days, from December 15, 2019 to June 12, 2020. Dated: December 3, 2019

Item #9531 was VOTED 4 yeas, 2 nays (Hartwell, Phillips)

Item #9532 Moved by Councilor Shepard, seconded by Councilor Hager and ORDERED, that the Town Council grant an abatement of taxes to Jonathan Jensen in the amount of \$90.10 for the 2017 tax year on account number 3538RE.

Moved by Councilor Wilder Cross, seconded by Council Hartwell and VOTED to amend the Order to read; ORDERED, that the Town Council grant an abatement of taxes to Jonathan Jensen for three tax years, using the same rationale as the abatement granted for the 2018 and 2019 tax year, pursuant to MRSA 36, section 841 because of an error in the assessment of a swimming pool. **6 yeas**

Item #9532 VOTED as amended, 6 yeas

Moved by Councilor Hartwell, seconded by Councilor Shepard and VOTED to adjourn. **6 yeas**

Time of adjournment, 8:30pm

A True Record of Meeting
12/03/2019

ATTEST _____ 12/04/2019
Laurie Nordfors, Town Clerk