**Town of Walden**

Meeting Minutes

August 25, 2020

**call to order of the special called meeting**

Mayor Trohanis called the special called meeting of the Town of Walden to order utilizing the Zoom online platform.

**roll call**

Fern Lockhart called the roll and noted the presence of Mayor William Trohanis, Vice Mayor Lee Davis, Alderwoman Sarah McKenzie and Town Attorney Sam Elliott.

**NEW BUSINESS**

1. **consideration of a mediation settlement, if any, reached on or about august 20, 2020 in pending litigation concerning ordinance 331**

Town Attorney Sam Elliott stated that, after a full day of mediation on August 20, 2020, the mediation is continuing as no settlement was reached. It is understood that a proposal is expected from one of the parties the following day, but at this time there is no consideration or action needed by the Board regarding the mediation.

1. **consideration of the open space and site plans for the lop development**

Mayor William Trohanis opened this item for the purpose of discussion by making a motion to approve the Open Space Protection Plan (OSPP), with revisions made to the conservation easement by the town attorney, and to approve the Site Plan (SP) as presented. Alderwoman Sarah McKenzie noted that she would like to propose some amendments before seconding the motion.

Alderwoman McKenzie requested that approval of the SP be subject to the Board’s approval of the architectural elevations showing the outside design and the materials’ palette for each exterior wall. Further, the architect must submit these requested items no later than two weeks prior to the regular October meeting. The second amendment includes submission to the Board – at least 45 days before commencement of site grading – evidence of soil analysis, the viability of the sewage treatment system, and evidence that the wastewater will not impair headwaters. The third amendment includes submission of evidence of compliance with stormwater erosion controls by a certified engineer prior to application for land disturbance permits. The fourth amendment includes submission of full plans and specifications, including the signage plan, for review by the town’s consultant for compliance with the ordinance at least two weeks prior to applying for a building permit. Mayor Trohanis, with the guidance of Town Attorney Sam Elliott, stated that he accepts the amendments made to his motion by Alderwoman McKenzie.

Vice Mayor Lee Davis noted that he still has questions about the OSPP and whether or not it includes the conservation easement and the green spaces along Taft Hwy and Timesville Rd. Developer John Anderson verified that these items were included in the OSPP, and covered in Sections 1 through 4.

Vice Mayor Davis shared several other points of concern for discussion and consideration with the Board, including: (1) The location of the pavilion at LOP is very close to the Pumpkin Patch playground, possibly tempting children to cross Taft Hwy between the two, (2) He doesn’t feel the conservation easement document is ready to be voted on, as he believes the actual easement area to be “a scrap of land that is being left to us,” and (3) There is contradictory language in paragraph 3 regarding the expectations for both grantor and grantee of the property, and this language could potentially negate the designation and preservation of the land as a conservation easement. Town Attorney Sam Elliott noted that he would amend the document to strike the language mentioned in point (3).

Vice Mayor Lee Davis continued his concerns noting: (4) The “hold harmless” provision on page 3 includes “negligence” along with “willful misconduct” in the indemnity clause, which could put the town at risk for liability and litigation. Mr. Anderson suggested a compromise of adding “gross” before negligence, and Town Attorney Sam Elliott agreed that this would be an acceptable addition. Though Mayor William Trohanis and Alderwoman Sarah McKenzie also approved of this amendment, Vice Mayor Lee Davis again expressed his concern over leaving any reference to negligence in the document.

Vice Mayor Lee Davis further continued his concerns: (5) Needs clarification on the “Transfer of Property” language on page 9, and also the “Conveyance of Easement” language on page 10. Town Attorney Sam Elliott provided such clarification. Mr. Anderson clarified that the Conservation Easement area, noted in yellow on the site plan, has not changed – other than it is no longer considered part of the (wastewater) field bed. Town Attorney Sam Elliott also verified that the verbiage in the OSPP does prevent the addition of a field bed in this location to any future owners of the property. Attorney Elliott then suggested that the board begin discussion and consideration of the SP.

Discussion on the SP began with Alderwoman Sarah McKenzie reviewing her four amendments required for the board’s approval of the SP. Vice Mayor Lee Davis requested to add a fifth condition, allowing for an easement for parking and pedestrian traffic for the pavilion and conservation easement for town use. Vice Mayor Davis expressed his concern regarding future owners of the LOP site not allowing for parking near the pavilion, thus making the Town Hall lot the nearest parking area. Attorney Elliott will work on putting this condition in writing, and both Alderwoman McKenzie and Mayor Trohanis agreed.

MAYOR WILLIAM TROHANIS MADE THE MOTION AT THE OPENING OF DISCUSSION TO APPROVE THE OSPP WITH CONDITIONS AND SP AS PRESENTED. SECONDED BY ALDERWOMAN SARAH MCKENZIE WITH FOUR ADDITIONAL CONDITIONS, AND A FIFTH CONDITION BY VICE MAYOR LEE DAVIS. THROUGH A ROLL CALL VOTE: MAYOR WILLIAM TROHANIS – YES; VICE MAYOR LEE DAVIS – NO; ALDERWOMAN SARAH MCKENZIE – YES.

The meeting adjourned by motion.

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Respectfully submitted:

Fern Lockhart, Recorder

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Approved:

William Trohanis, Mayor