

A special meeting of the Town Board of the Town of Moreau was held on January 17, 2012 in the Town of Moreau Office Building, 61 Hudson Street, South Glens Falls, New York, for the purpose of authorizing the Town Supervisor to sign a contract with the Moreau Emergency Squad and to interview in executive session engineers regarding the proposed new municipal/court complex.

Supervisor Jenkins called the meeting to order at 7:00 p.m.

The Town Clerk called the roll.

**Town Board Members Present**

Robert J. Vittengl, Jr.	Councilman
Bob Prendergast	Councilman
Gina LeClair	Councilwoman
Todd Kusnierz	Councilman
Preston Jenkins	Supervisor

**Town Board Members Absent**

None

**Also Present:** Jeanne Fleury, Town Clerk; Karla Buettner, Attorney for the Town; and the following Town Residents: Helen Glen, Huguette Delvaux, Annette Newcomb and Reed Antis, Town Resident and Alternate Member of the Town Planning Board

Supervisor Jenkins welcomed everyone to the meeting.

Supervisor Jenkins stated that the Public Hearing on the proposed contract for the Year 2012 with the Moreau Emergency Squad has already been closed. Therefore, there will be no discussion between the Town Board and the public on the contracts proposed between the Town and the Moreau Emergency Squad. He was going to ask for a resolution of support from the Town Board for him to sign one of two contracts between the Town and the Moreau Emergency Squad and then hopefully we can reach an agreement and the squad will sign one of the contracts. He said the Town's legal counsel has said that either contract would cover all the information discussed during the Public Hearing. There was only some minor language change and a change in the amount. He asked if the Town Board Members had any questions or comments.

Councilman Kusnierz said he wanted to make sure he had the right contracts. He said at the last meeting the Town Board was presented with two contracts and they were for different dollar amounts. He asked if there have been any changes to either of those contracts that were presented to the Town Board at that time.

Supervisor Jenkins said the only change that was made in the second contract was that the allocation of the \$231,000.00 showed that the first payment that would be due January 15<sup>th</sup> would be in the amount of \$100,000.00 and it should have read \$115,000.00 and the second payment that would be due May 15<sup>th</sup> read \$50,000.00 and it should have read \$58,000.00 and the third payment that would be due September 15<sup>th</sup> read \$50,000.00 and it should have read \$58,000.00.

Councilman Kusnierz asked if paragraph (f) had changed and Supervisor Jenkins said no it was exactly the same.

Councilman Kusnierz asked if there has been any new correspondence to the Town Board.

Supervisor Jenkins said there was some correspondence from the squad's legal counsel last week.

A special meeting of the Town Board of the Town of Moreau was held on January 17, 2012 in the Town of Moreau Office Building, 61 Hudson Street, South Glens Falls, New York, for the purpose of authorizing the Town Supervisor to sign a contract with the Moreau Emergency Squad and to interview in executive session engineers regarding the proposed new municipal/court complex.

Attorney Buettner and Supervisor Jenkins said that the Town Board Members had been copied on this correspondence.

Attorney Buettner stated that she spoke with the squad's legal counsel and informed him that the Public Hearing had been closed and that this meeting would be held tonight. They discussed the allocation.

Councilman Kusnierz asked if the squad's legal counsel was on board with either one of the contracts or are there outstanding issues.

Supervisor Jenkins said the squad's legal counsel didn't have a problem with the first contract other than the dollar amount and the second contract has the dollar amount he agrees with, but includes 2(f).

Attorney Buettner said that the squad's legal counsel did not indicate to her any concerns or an opinion one way or another about how the squad felt about the new paragraph (f) language.

Supervisor Jenkins said what he was looking for was approval from the Town Board to sign one of the contracts and then he would get in touch with the Moreau Emergency Squad and find out if they want to sign one of them.

Councilwoman LeClair said that in all the contract language we refer to them as the Moreau Emergency Squad, but in conversations with them it appears clear to her that they regard themselves as two entities, the volunteer side and the not-for-profit paid side. The fact that we called them the Moreau Emergency Squad, Inc. can that cause a problem later.

Attorney Buettner replied no, because that is the entity that they are. That is all that they are right now.

Supervisor Jenkins asked if there were anymore comments from the Town Board.

There was no response from any Town Board Member so Supervisor Jenkins asked for a resolution.

Councilwoman LeClair asked if the squad does not provide the Town Board with the information that they are asking for, full disclosure of all records from both entities, what happens once the contract is signed.

Attorney Buettner said she assumed that Councilwoman LeClair was talking about the proposed contract in the amount of \$231,000.00,

Councilwoman LeClair read from Article 2 (f) in the proposed contract as follows: "On a monthly basis, the SQUAD shall provide the TOWN with copies of all records of the SQUAD for its expenditures including invoices, checks and receipts for the prior month, whether for paid staff and members or volunteer staff and members and all payroll records for the prior month." She asked if they sign this contract with them and we give them their first payment and we don't get those records, what happens.

Attorney Buettner said the Town Board would declare the Moreau Emergency Squad to be in breach of contract. They would be in default and the Town Board could terminate the contract per Article 8, which is the termination clause. The Town Board would tell the Moreau Emergency Squad why the Town Board was terminating the contract.

Councilwoman LeClair made a motion authorizing the Town Supervisor to present both contracts, contract 1 in the amount of \$200,000.00 and contract 2 in the amount of \$231,000.00, to the Moreau Emergency Squad and authorizing the Town Supervisor to sign either contract 1 or 2, whichever contract the Moreau Emergency Squad accepts.

Councilman Prendergast asked if at that point the negotiations would continue.

A special meeting of the Town Board of the Town of Moreau was held on January 17, 2012 in the Town of Moreau Office Building, 61 Hudson Street, South Glens Falls, New York, for the purpose of authorizing the Town Supervisor to sign a contract with the Moreau Emergency Squad and to interview in executive session engineers regarding the proposed new municipal/court complex.

Attorney Buettner said there are two contracts before the Moreau Emergency Squad and it is almost a take it or leave it attitude. We aren't negotiating the terms anymore, these are the contracts. It is either contract 1 or contract 2. If they decide not to sign either one then it is up to the Town Board what to do next.

Councilman Prendergast said probably the second and third installment is what would bring this to a head.

Supervisor Jenkins stated that installment one is due now.

Councilman Vittengl seconded the motion made by Councilwoman LeClair.

Councilman Kusnierz asked why they were voting on both contracts together. He would like to see a separate resolution on each contract. He won't support voting on both of the proposed contracts together. He said he wasn't on board with one of the contracts. He doesn't want it to be construed that he supports both contracts.

Councilwoman LeClair withdrew her motion.

Councilman Kusnierz made a motion authorizing the Town Supervisor to engage a contract as prepared by counsel with the language that has been updated for the 2012 contract in the amount of \$231,000.00.

Councilwoman LeClair seconded the motion.

Roll call vote resulted as follows:

Councilman Prendergast	Yes
Councilwoman LeClair	Yes
Councilman Kusnierz	Yes
Councilman Vittengl	Yes
Supervisor Jenkins	Yes

Councilwoman LeClair made a motion authorizing the Town Supervisor to sign a contract with the Moreau Emergency Squad in the amount of \$200,000.00 if they so choose that contract.

Councilman Vittengl seconded the motion.

Roll call vote resulted as follows:

Councilwoman LeClair	Yes
Councilman Kusnierz	No
Councilman Vittengl	Yes
Councilman Prendergast	No
Supervisor Jenkins	Yes

A motion was made by Councilwoman LeClair and seconded by Councilman Prendergast to adjourn to executive session at 7:12 p.m. to interview three engineering firms separately regarding their proposals to provide engineering services in regards to the proposed new municipal/court complex.

A special meeting of the Town Board of the Town of Moreau was held on January 17, 2012 in the Town of Moreau Office Building, 61 Hudson Street, South Glens Falls, New York, for the purpose of authorizing the Town Supervisor to sign a contract with the Moreau Emergency Squad and to interview in executive session engineers regarding the proposed new municipal/court complex.

[Note: The three engineering firms interviewed were Environmental Design Partnership, Phinney Design Group and Garry Robinson]

Roll call vote resulted as follows:

Councilman Vittengl	Yes
Councilman Prendergast	Yes
Councilwoman LeClair	Yes
Councilman Kusnierz	Yes
Supervisor Jenkins	Yes

The Town Clerk did not sit in on the executive session.

The special meeting was adjourned following the executive session.

Respectfully submitted,

Jeanne Fleury  
Town Clerk