

NOTES OF AUGUST 29, 2013 RYE TOWN HALL COMMITTEE MEETING
Final Revision C – Provided by the Rye Civic League

Present: Selectmen Craig Musselman, Priscilla Jenness, Beth Yeaton, Victor Azzi, Peter White, Paula Merritt, Mark Luz (arrived slightly late), Paul Goldman, Lucy Neiman, Michael Magnant, Cyndi Gillespie, Kim Reed (the last three were sitting in the audience). Not present: Peter Kasnet. Also present: Dyana Ledger.

Approval of minutes (6:30:55 p.m.)

The minutes of the July 25, 2013 meeting were approved unanimously without changes.

Peter White stated that, with regard to the August 15, 2013 minutes, the motion to come out of the non-public session, and the motion to seal the minutes had not been seconded by him. He speculated that it might have been Peter Kasnet who had done so.

Paul Goldman then indicated that he was not present at the July 25, 2013 meeting. The motion to approve the minutes was then made again, with Paul Goldman and Mark Luz (who had just arrived) abstaining as they had not been at that meeting.

Selectman Jenness indicated that the approval of the August 15, 2013 minutes would be tabled to check on who had seconded the two motions. She then passed out sealed copies of the minutes of the non-public session on August 15, 2013.

Organization of Committee (6:34:25 p.m.)

The Committee then proceeded to organization. Selectman Jenness noted that 1/3 of the members had been absent from the July 25 meeting. The August 15 meeting was a marathon, she said. Thus, they had not gotten to organization.

With regard to the Clerk position, it was noted that Dyana would be able to handle most of the work, unlike the first few sessions of the prior year's Space Needs Committee that Beth Yeaton had written up.

Lucy Neiman nominated Paul Goldman to be Chairman. Mr. Goldman declined, stating that he was Chairman of the Budget Committee and is also on the ZBA and lacked sufficient time. *Editor's note: Mr. Goldman is an alternate on the ZBA.*

Paula Merritt nominated Lucy Neiman to be Chairman. Ms. Neiman stated that she could not serve in that position, and suggested either Selectman Musselman or Selectman Jenness. Both agreed that having a selectman serve as Chairman would not be the best solution.

Mr. Luz then suggested that there be continuity from the Space Needs Committee, and suggested Peter White. Before Peter White could respond, Selectman Musselman, apparently joking, nominated Peter Kasnet (who was not present). Beth Yeaton then asked Paula Merritt how she felt about serving as Chairman. Ms. Merritt indicated that she could not. Ms. Yeaton indicated that she could not serve either, given the 55 hours that she spends a week working for the Town.

Selectman Jenness then asked Peter White how he felt about serving.

Mr. White stated that he did not believe that he was the best person to serve given his thinking on the historical issues. He said that he might be critiquing more than the Chairman should.

(6:42:00 p.m.)

Mr. Goldman asked whether Mr. White felt comfortable serving on the committee at all. Mr. White stated that he felt comfortable serving. Mr. Goldman casually replied “okay.”

Selectman Jenness then looked at Victor Azzi. Mr. Azzi then made a comment suggesting that he might be the only remaining choice, the “bottom of the barrel,” he said. Selectman Jenness said that, while she respected Mr. Azzi for his providing engineering expertise, she was unsure as to how well he could conduct the business of the committee. Mr. Azzi responded that he thought that he could do well, and, perhaps nobody else could do it better. However he wanted the support of the Committee. He pointed to Selectman Musselman and indicated that he thought that Mr. Musselman wanted to jump in with something to say.

Selectman Musselman stated that the “Civic League” was taking an aggressive and strident position. He stated that it would not be appropriate for a member of the Civic League to be Chairman, as it would then look like a Civic League led effort. *Editor’s note: The Rye Civic League (“RCL”) has not taken an official position on any issue since the middle of 2012 and focuses its official efforts on publishing the Civic News and conducting candidates’ forums. That does not mean that its members are prohibited from taking public positions. In fact, the Rye Civic League strongly encourages public debate and the taking positions by all Rye residents, which is the essence of democracy and the mission of the RCL.*

Mr. Azzi stated that he did not feel that he should have to defend himself and his associations. The remarks of his critics were unfair and demeaning, he said. He would want to be judged on what he does, and not on labels that some people might choose to place on him. He does not suffer labels kindly. He stated that he could do a fair, honest and professional job.

Paula Merritt then nominated Victor Azzi as chairman, for discussion. Beth Yeaton seconded the nomination.

(6:45:34 p.m.)

Paul Goldman stated that he would support Mr. Azzi 100 percent based on his technical ability and proven background. However, he shares the same concerns as Selectman Musselman. He would support Mr. Azzi 100 percent if Mr. Azzi could be fair, impartial and objective, apart from all of his other ties.

Peter White asked about Mr. Goldman’s concern. Mr. Goldman then launched into a discussion of the “troublesome” way that a letter had come in at the eleventh hour. He suggested that it included innuendo and insinuations by people who were not at the prior meeting, and were not privy to the proposals. He stated that some things are somewhat inaccurate. *Editor’s note: This is incorrect, Peter Crawford, who wrote the letter that Mr. Goldman was referring to, had personally viewed the entire videos of the two meetings to date (those of July 25 and August 15) and had read through the proposals of the three finalists (AG, SMC and Port One).* Mr. Goldman continued,

stating that he wants an assurance from people on the committee that there are no hidden agendas.

Lucy Neiman stated that she had the same questions. Referring to the letter, she stated that she did not know where the quotes that it contains came from. Mr. Azzi responded that he does not need to defend the RCL, the letter, or the letter's author. If she had any issues with the letter, she should ask the author. *Editor's note: The letter's author was present in the room. The quotes that Ms. Neiman did not recognize were from the presentation by AG Architects, that had occurred before she arrived at the August 15, 2013 meeting. They were obtained from the video recording of that meeting.*

Mr. Azzi stated that all that she or anyone else needed to do was to watch and listen to the video. Ms. Neiman responded that it was not in the minutes. Ms. Neiman stated that, although she had not been present for the non-public session, based on her review of the minutes provided earlier that evening, there was nothing in the non-public session that was secret, or that they were trying to hide from the public. *Editor's note: This is of course the point. Peter Crawford noted in his letter that there was no valid reason for the Committee to go into a non-public session unless there were a valid reason for secrecy.*

Peter White interrupted, asking whether the Committee could get back to the agenda.

Mr. Azzi (referring to Mr. Goldman's concerns about being fair, impartial and objective) stated that he could ask the same questions of others on the Committee. He asked whether the work that the others could do would be of a higher caliber, or whether they would be more dedicated to the task at hand.

Beth Yeaton stated that Mr. Azzi's name was not in the letter, and that he should not be labeled based on the letter.

(6:54:10 p.m.)

Selectman Musselman suggested Selectman Jenness as Chairman and Mr. Azzi as Vice Chairman. Selectman Jenness stated that she would view it as co-chairs.

Victor Azzi stated that, with all that had been said, he would not agree to be Vice Chairman or Co-chairman, because it creates a façade of trying to protect the public from him. Why? That is demeaning, he said. A few minutes ago, the Selectmen had said that a Selectman should not be Chairman. Now it is the magic bullet.

Lucy Neiman stated that the letter seemed to reflect Mr. Azzi's opinions. Mr. Azzi reiterated that his name was not on the letter and the questions should be addressed to the author.

Paula Merritt asked whether Victor Azzi would be willing to work with her if he is Chairman and she is Vice-Chairman. Selectman Jenness stated that that would be the perfect solution.

There was then discussion about the role of the Chairman.

Selectman Musselman stated that he would most likely vote no, but that he would be able to work with Mr. Azzi should he be elected Chairman.

(7:04:00 p.m.)

The motion that was already on the table, to elect Mr. Azzi as Chairman passed. Mr. Azzi abstained, Selectman Musselman and Lucy Neiman voted no.

Beth Yeaton nominated Paula Merritt as Vice Chairman, Selectman Mussulman seconded the motion. All were in favor.

Beth Yeaton then agreed that she would serve as Clerk, provided that the work load was not too high. It appeared that Selectman Musselman nominated Ms. Yeaton. A number of persons seconded the motion, which carried unanimously.

Discussion of references (7:06:30 p.m.)

Selectman Jenness then turned the meeting over to Mr. Azzi. Mr. Magnant then passed out several pages of reference summaries. Mr. Magnant stated that, at the end of the last meeting, he had felt that he had been charged only with checking the references of AG. However, at the end of last week, Selectman Musselman had requested that the reference checks be broadened to include both SMP and Port One as well.

Mr. Azzi asked whether Mr. Magnant had, in addition to checking the references, also worked on a contract with AG. Mr. Magnant confirmed that he had. He stated that the cost had needed to be nailed down.

Selectman Musselman stated that the matter had been tabled at the last Board of Selectman's meeting the prior Monday. He stated that the decision had nothing to do with outside input. He stated that the Civic League had written a letter, but the decision had come prior to receipt of the letter. *Editor's note: The letter had come from Alex Herlihy, who is President of the Rye Civic League. However, the letter does not mention the Rye Civic League.*

(7:11:30 p.m.)

Mr. Azzi asked why the Selectmen had chosen to interview the references of the other firms, given that AG had been selected by the Committee at the previous meeting. Selectman Musselman initially sidestepped the question, responding curtly that the other references could be set aside and ignored. He then stated that they did it to be thorough.

(7:12:45 p.m.)

Mae Bradshaw, present in the audience, asked, on behalf of the Heritage Commission, whether she could be provided with copies of the reference interview summaries. *Editor's note: Ms. Bradshaw is Chairman of the Heritage Commission.* Mr. Magnant turned towards the Committee, which appeared to concur. Copies were then distributed to the members of the public present.

There was a substantial pause as the members of the Committee and the public read through the documents passed out.

Mr. Azzi stated that he believed that it was appropriate to check the additional references. It is important that the judgment and choice be made based on all of the available information. In a normal search process for an architectural/engineering ("A/E") firm of this type, references would be checked for all short-listed firms, and the results would be an important component in the final decision-making process. The Committee had gotten off to a late start after the voters had elected to proceed the prior March. The Committee had very quickly gone from 5 firms, to 3, and then to 1. All too quickly, the vote was taken essentially to go with AG unless something negative was found.

Selectman Musselman stated that he had been practicing 38 years, and his firm has submitted 15-20 proposals per year. In only 2-3 cases have multiple references been checked. It may, however, more frequently be the practice with regard to architects. Mr. Azzi responded that, in contrast to the kind of work done by Selectman Musselman's firm, in Mr. Azzi's long experience with A/E firms engaged for institutional buildings, multiple references of architects/engineers are almost always checked.

Mr. Magnant then indicated that he had obtained some negative information with regard to one of the firms, and asked whether the Committee wanted to go into non-public session to discuss it.

(7:32:10 p.m.)

Selectman Jenness then made a motion to go into a non-public session pursuant to RSA 91-A:3, II(c), reputation. Peter White seconded the motion, all were in favor in the roll call vote.

Non-public session (7:32:50 p.m.)

It is unknown what occurred during the 35 minutes that this session lasted.

Vote to reconsider (8:07:40 p.m.)

Upon reconvening, and after the members of the public present had filed back in, Lucy Neiman moved to reconsider the Committee's prior vote to recommend the award of the contract to AG Architects. Paul Goldman seconded the motion. There was no discussion. All were in favor.

Mr. Azzi stated that the choice of a firm is now open to discussion.

Mr. Goldman stated that, as the process evolved they had had reason to reconsider based on the information available to date. He asserted that the Committee is trying to follow a due diligent and a fair and proper process. "It's never too late to reconsider or make a better decision," he remarked.

Peter White stated that the focus should be on restoration and not on rehabilitation or renovation.

Beth Yeaton stated that she had attended the meeting with Peter Michaud.

Editor's note: Mr. Michaud is an expert with the state on historic buildings. She does not think that that is what is being planned for this building. They are not planning to bring the building back to a particular date. Selectman Musselman concurred, stating that the first floor was not planned for restoration. The upstairs will need an H&V system to handle large groups. Editor's note: H&V is apparently referring to "heating and ventilation." The system can be unobtrusive, but the upstairs will not look exactly the same. It will have the feel of the 1800s but will be a modern building.

Ms. Yeaton stated that the letter from Mr. Crawford had "beaten up" the whole restoration thing.

Peter White stated that the Great Hall and curvilinear staircases had been determined by the prior Committee to be restored. There was general agreement that they were all on the same page.

The discussion then turned to whether additional interviews should be done. Peter White stated that there was interest in SMP and whether Mr. Palson could come back. Selectman Jenness indicated that it could be two firms or three.

Selectman Musselman said that, in the interest of transparency, the other two firms could be informed of the shortcomings of their proposals and be invited back. One option might be also be to request a new set of proposals, which might delay the process a year.

(8:17:40 p.m.)

Selectman Musselman suggested that the bid amount envelopes of the other two bidders be opened. As the conversation proceeded, Cyndi Gillespie left the room and returned with two envelopes, that she placed in front of Mr. Azzi.

Mr. Azzi asked a question about SMP and its principal, Eric Palson. Selectman Musselman stated that it appeared to him that the Committee was of a mind that, if Mr. Palson put SMP over the top, that the Committee would want him to be the creative force. *Editor's note: This appears to be speculation as there was no discussion of this nature, at least in the public session.* Questions arose as to the possible increase in SMP's fee in this case. Selectman Musselman stated that an important question was whether SMP would change its proposal to include Mr. Palson, and whether he had time to take on the assignment.

The discussion then turned to Port One. Selectman Musselman stated that there were questions with regard to their attention to detail. Messrs. White and Goldman expressed concerns about Port One. Beth Yeaton stated that they should be quizzed on their historic building experience. There was then discussion about whether Port One should be invited back. Mr. Goldman noted that Port One had received only one first place vote and one second place vote.

(8:34:10 p.m.)

Mr. Azzi suggested that the bid amount envelopes be opened. There seemed to be general agreement. He handed two envelopes to Selectman Jenness. Selectman Jenness announced the results:

SMP	\$59,000.00
Port One	\$42,450.00 including reimbursable expenses and marketing for Town vote

Selectman Musselman stated that there might be some special Ts and Cs that would need to be negotiated out.

Paula Merritt made a motion to invite SMP to make a presentation, including Mr. Palson if he wishes to attend, to answer the questions that have been raised. Paul Goldman seconded the motion. There was no further discussion. All were in favor. Mr. Azzi had earlier made the point that it would not be fair to invite any firm back, as an exercise, without any judgment that serious consideration was being given to the firm's proposal.

Editor's note: No comparable vote was taken with respect to Port One. It appeared that they would not be invited back, but there was no decision specifically so deciding. Nor was anything decided with respect to AG.

After Mr. Azzi asked Mr. Magnant whether he understood all of the questions to be relayed to SMP, and Mr. Magnant responded that the issue was somewhat unclear, Mr. Azzi offered to work with Mr. Magnant to draft a document. Selectman Musselman asked to be permitted to concur, which appeared to be agreed.

Setting of next meeting date (8:38:25 p.m.)

There was a long discussion regarding the next meeting date. It was agreed at the end that the next meeting would be September 10, 2013 at 5:00 p.m

(8:53:20)

Beth Yeaton indicated that, given the delay, the process may not be leading up to a vote the following March. Selectman Musselman stated that, if they wanted to proceed on the basis of a March vote, the first meeting would need to be the last week of September. *Editor's note: Selectman Musselman appeared to be referring to the first meeting with the architect who had been selected, although this was unclear.* It was then agreed that the Committee's first meeting after the September 10, 2013 meeting would be on Thursday, September 26, 2013 at 6:30 pm.

Public input (8:54:50 p.m.)

Mr. Azzi asked whether there was any public input. He stated that, although this agenda did not provide for that, in the future the agendas would so provide.

Burt Dibble, a Town resident, then spoke. He emphasized that, not only was public input needed, but there must be public assent with the decision.

Beth Yeaton indicated that the absence of public input was one of the reasons that she did not favor Port One. SMP had built this into their proposal.

Paul Goldman responded, stating that the Committee had talked about the lessons, for the firms as well as the Committee. One of the lessons was input and involvement in a fair and proper way. They did not want to go through another process with a concept presented and the problems that resulted. *Editor's note: He was apparently referring to the process in late 2011 and early 2012 with AG.* Thus, they are sensitive to this issue.

Beth Yeaton stated that, having served on the Space Needs Committee, the give and take with the public had not been as pleasant as it should have been, on both sides. She hopes that all people deal with each other with respect next time.

Mr. Azzi stated that he concurred. He continued, stating that he knew what it was like, having been involved on both sides of the table. Laughter ensued.

Adjournment (9:00:05 p.m.)

Whereupon the motion to adjourn was made and carried unanimously.