

**Kingston, New Hampshire  
Board of Selectmen  
Meeting of November 13, 2023  
FINAL MINUTES**

The meeting was called to order at 6:30 PM by the Chairman.

**PRESENT:** Chair Chris Bashaw; Glenn Coppelman, Laurie Szwed, Ellie Alessio, Select Board Members

**ABSENT:** Vice Chair Chuck Hart

**PUBLIC HEARING**

Revision Energy presented information about solar project options for the Town, specifically for a large solar array proposed for the closed landfill on Route 125. Dan Weeks, Vice President of Business Development, and Mark Zenkel, Director of Community Solar Farms shared information via a Power Point presentation and question and answer period.

Mr. Zenkel gave an overview of ReVision, and then Mr. Weeks went through the steps to be taken in the solar development process. He said that the first three, identifying the goals of the Town, doing a load analysis to determine net meter strategy, and detailed site assessments, have been completed. He said that next, the municipality and its partner (ReVision) agree on an ownership/financing approach (Turnkey, PPA, or lease). He said that leasing the land to an investor makes the most sense for a town of Kingston's size; this would involve no capital costs or responsibility for maintaining or decommissioning the project.

Mr. Weeks said that this evening they will be asking for the Town to enter into an option agreement to allow ReVision to start utility interconnection study procedures, which they will do at their own expense. They would then finalize the system design and engineering for the Town's approval, which would involve extensive Planning Board review. In addition, they would complete the local and state permitting requirements. Finally, the project would be built.

Mr. Weeks showed an early-stage GIS assessment of the land, and said it is larger than many landfills, and relatively flat, and that they rarely see a site as ideal for a solar project. He said they will be going forward with much more detailed on-the-ground assessments. He said there is very good access with a perimeter road inside the fence, and a power pole with 3-stage power. He said that a key point is that there is Unitil interconnection capacity, and 9.6 mW available from the East Kingston substation. He said that this project would have a 5-mW cap, so this would not limit the ability of residents to install their own systems.

Mr. Weeks then talked about the preliminary design; the landfill's cap will be left completely intact. He showed photographs of completed projects and said that they no longer use concrete ballasts, but instead they are geoballasts, which are rocks in baskets. As for a timeline, he said the total duration for the project is 30 months. Mr. Weeks said that Revision has a full Operations and Maintenance division for performance monitoring and inspections/maintenance.

Mr. Zenkel then went through the steps for the land lease process and benefits to the Town. This would begin with the Town and Revision signing a 4-year Land Option Agreement, for which the Town would receive an annual option payment. During this time, Revision would undertake project development, permitting and financing. The next step would be seeking Town Meeting approval for the project and executing a land lease agreement. Once the project is built and started up, the Town will receive annual lease payments and payments in lieu of taxes (PILOT).

Mr. Zenkel went on to give some sample financial summaries to show what the Town might receive in revenue from the project over the 35-year term. He said that Kingston's hosting capacity looks very promising but gave a "worst case scenario" that reflected higher costs such as for utility upgrades or permanent compliance costs. This low-end estimate added up to \$2,013,213 of net revenue over 35 years. He gave another scenario based on higher energy rates that was over \$3 million. He said that they can't tell the Town today what the rates will be, but that Revision is conservative about what they present to customers.

### **COMMENTS/QUESTIONS OF THE BOARD**

Chairman Bashaw asked if there is anything binding the Town if after entering the option agreement there is no agreement on the terms of the lease.

Mr. Weeks said there is not, that Revision is taking the risk that after they have spent money in 6 figures under the option the Town may not accept the lease agreement. He said that this is why they present all the information up front. He said that the Town could choose to go with a purchase and build option, which would be about a \$20 million project, and then ongoing maintenance costs as well.

There was some discussion of past project proposals, that were affected by the net metering limits and also, for a smaller project, by the lessening of the energy demand of the school due to their changeover to LED lights. It was pointed out that this is not a lot of money over 35 years but that it is a positive cash flow, which is an improvement.

Chairman Bashaw asked if international investors are allowed and how investors are vetted overall. Mr. Weeks said that the question of international investors has never come up, but that they have a strong preference for local investors and most of them are from Massachusetts, Maine or New Hampshire.

Chairman Bashaw asked if there were provisions in the contract for any damage caused to the landfill cap. He said the Town does have a substantial investment in the landfill and also that obviously environmental hazards need to be avoided. Mr. Weeks said that Revision holds a high level of insurance that is required by the investors. He also referred to their newest landfill project, in the Town of Jaffrey, and said they had retained the law firm of Sheehan Finney to review the contracts and came out of it with a much more robust lease agreement. He said they spent a lot of time going over indemnification for things like damage that might occur to the cap. He said Kingston may want to look at this as it was developed specifically with towns in mind.

Chairman Bashaw asked if there has been any consideration about on-site energy storage. Mr. Weeks said it is not part of their design at this time, that New Hampshire does not have any incentives at this time, so it does not make economic sense, but may in the future.

Chairman Bashaw then asked if the Fire Department may need specialized equipment to mitigate any hazards on the site. Mr. Weeks said that they have not experienced any

such events, and that anything that happened would almost certainly be at the central inverter and not on the lower voltage circuits. He added that there is a lot of protection built into the individual panels.

Chairman Bashaw asked who bears the responsibility for monitoring the gases at the landfill during construction. Mr. Weeks said that they contract for very strict monitoring during the installation. Selectwoman Szwed pointed out that there are parts of the landfill that will not be in use for the project, and wanted to know if the Town is responsible for those portions. Mr. Weeks said that that is the case, but that Revision is responsible for any damage within the perimeter of the project, so it often makes sense to lease the entire area. Selectman Coppelman asked who is responsible for maintaining the grass. Mr. Weeks said that the lease holder would be responsible. There is fencing that is friendly to wildlife, allowing them to pass underneath. For general security, 7-foot fencing with locked gates is required.

#### **PUBLIC COMMENT:**

Elsa Voelcker, Rockrimmon Road, asked who is responsible for deconstructing the system after 35 years. Mr. Zankel said that the system owner, not the Town, would be responsible for decommissioning the system at the end of the lease. However, he said that these solar panels last a long time, and it may be that the lease is extended at the end of the 35-year lease.

Pam Brown, 23 Sunshine Drive, made comments which she later submitted in writing: "I attended Revision's presentation on Oct. 26<sup>th</sup> as well as tonight. As I understand it there will be 3 "partners": Revision - does construction, including landfill cap work, design, permitting, and M&O. Investors - will finance \$20 million needed for Revision's work. Kingston - provides land, leases it to investors.

Our land would be leased for 25-35 years. We'd earn only \$50K per year, which is a relatively small amount as Selectwoman Elessio pointed out.

This seems a zero sum game. They need our land, we need some cash. We should get an estimate of the projected annual return to potential investors - and because it's a "green" project they will likely receive tax breaks. We could - potentially - earn more than \$50K per year for the lease. During the prior presentation Revision implied they would "find" investors for us. Our town enjoys financially-modest tax revenues. We need to ensure Revision remains impartial during the final contract negotiation so that we obtain a mutually-agreeable deal that is best for the town.

Two unknowns were noted at their prior presentation. The Solar Farm will be a 5 MegaWatt project with over 11,000 panels. One unknown is, the East Kingston substation we need to sell power has a maximum capacity of 9.6MegaWatt. Once the Station reaches this maximum load, it cannot take more in the short term. Revision noted on Oct. 26 that it's "1st come, 1st served" for the use of the SubStation. They indicated other towns in the area such as Newton may have land they'll also want to develop with solar arrays -- and they will need to plug into the East Kingston station. Revision admitted that "the last person in is left with the full operating costs." Meaning - it could cost as much as \$4 million to upgrade East Kingston substation in order to take more Watts. In short, we'd receive potentially \$1 Million in lease revenue over 35 years but could then be liable for \$4 Million in station upgrades, meaning a net loss of \$3 Million if we don't resolve the substation issue.

The 2<sup>nd</sup> unknown is that Revision still needs to assess the integrity of existing "cap" on the Kingston Landfill. If the cap surface is in poor condition, they may need to modify it which would add to costs. Revision explained that if the Town signs the "option" to have them do the construction, it does not mean we are obligated to proceed. They will first need to assess the cap and do other "de-risking" assessments. We have few options but to use them since they are apparently the biggest Solar player in the region and have some monopoly power. However, their RFP has already been

submitted. Shouldn't these "de-risking" assessments have been completed as part of their initial RFP? They stated they've had an interest in a solar project at our Landfill location for years!"

Mr. Weeks responded that he understands the question to be "is this a good deal for Kingston?", and part of the short answer is that he doesn't know how good of a deal it is because at this stage the costs have a lot of unknowns, and the utility sets the price. He said that Ms. Brown is right that they have been looking at this and talking to the Town for years. He pointed out that Revision will be spending a minimum of \$30,000 for system impact studies and environmental impact studies will add approximately \$100,000, and there will also be state and local permits to obtain.

Mr. Weeks gave some information about the studies being conducted by the NH Dept of Energy

Mr. Zankel said that the cost of the energy and net metering are being studied by the NH Dept. of Energy now, and in the next year it should be known what the future price of energy will be. He said that the price of energy can increase, in which case the investor will get a higher rate of return and the town should demand a higher lease value.

Mr. Weeks said that the good thing about the option agreement is that at the end of it, Revision will have to come back and sell the project again before it goes to Town Meeting in a warrant article.

Ryan Magnus, 159 Main Street, asked what the current annual cost to the Town is to maintain the landfill.

In answer to this question, Director of Public Works Phil Coombs said that he wanted to address Selectman Coppelman's comment that the landfill is costing the Town money. He said he would say that rather it is drawing from its retirement and said that in 1999 it contributed \$1,600,000 to the Town. He said the current landfill infrastructure fund which pays for maintenance activity at the landfill, is at \$2 million, and has paid for the new library, DPW garage, half of the Fire Station, and various equipment.

Selectman Coppelman said there is a difference between the investment fund and what the actual costs are currently. Mr. Coombs said it costs between \$3,000 and \$5,000 per year depending on tests needed. Selectwoman Alessio said there are actually two funds, the maintenance fund and the large infrastructure fund, and that no tax money is used for maintenance. She said that the infrastructure fund was originally \$6 million and continues to accrue interest.

Mr. Coombs said that his department is directly responsible for maintenance, and as a direct downstream abutter, he also has environmental concerns. He said that he thinks even the 4-year commitment to the option agreement should go to the voters.

Mr. Weeks said that as for the concerns, he thinks that the State and Federal permit process is good, that there is expertise there. He added that the project will also have to go to the Planning Board and other local boards, and he expects a lot of scrutiny during that process. He said that the option will allow the project to get in the "queue", and that delaying runs the risk of another project being planned ahead of this one, that could potentially require upgrades that would make this project more costly.

Rick Russman, Chair of the Solar Committee, said that the important thing to remember about the option is that it costs the town nothing, but allows Revision to spend \$100,000 - \$150,000 to conduct studies. It says that the Town trusts this local company to do due diligence on the project. He said that other local towns such as Exeter should be approached, as they have been through the process. He said that the town should not

be trying to grind every penny from the investors, but rather to see this as an opportunity for all to make some money and come to the table with reasonableness. He said that in reference to the option agreement, other towns are looking at projects, and getting in the queue is important.

Mr. Russman also pointed out that Revision will have to do any repair work needed on the site both before the project is built and afterwards, and that there is the possibility that they will come back to the town to say this will not work because too many repairs are needed. He said he hopes the town will take this opportunity to explore further.

Shaw Tilton, 10 South Road, asked if it is expected that once Revision has determined the cost of the project, the Town will then negotiate the percentage it will receive, or if that will be up to Revision or the investor to set. Mr. Zankel said there will be good faith negotiation, and that they want the Town to benefit as much as possible. He said that at the end of the option period they will know the interconnection and permitting costs and will go to the investors to find out what they can offer and negotiate at that point. Mr. Tilton said that it would be a benefit to the Town to utilize solar power and that with a Solar rebate program it could take additional benefits later.

A sample lease will be provided, using the Jaffrey lease as a template.

James Merrick, 25 Hooke Avenue, asked if demand has an effect on the rates offered. Mr. Weeks gave information about cash flow models and said that total demand could have an impact on the rates, that the need for more generation would increase the value and put the Town in a better position to negotiate a better lease agreement.

Seeing no further public comment, Chairman Bashaw closed the Public Hearing.

There was a discussion on whether the decision on the option should be pushed out to allow for a second public hearing to make sure the public is well aware. Selectman Coppelman said that this hearing was well advertised and also that this first step represents very low commitment for the Town.

**MOTION:** by Selectwoman Alessio, to go forward with the initial step of having Revision Energy negotiate and execute an option agreement with the town to study the landfill solar project, and authorize the Chair to act on the Town's behalf to sign agreement documents.

**SECOND:** by Selectman Coppelman

**All in favor**

Mr. Weeks said that a draft of the agreement with a template attached will be sent to the Select Board office.

## **APPOINTMENTS**

### **DPW Director re: Contract with Verdantas for years 7 & 8 of the MS-4 Permit**

Director Coombs said that Verdantas has handled the technical aspects of the MS-4 permit for the last 4 years. He said the contract has a July-June time frame. He said the initial quote he got was \$38,000 per year; it is now \$24,700 and is an estimate of what time and materials will be needed; the Town will only be charged for actual costs. He said this covers stormwater catchbasin cleaning.

Mr. Coombs said that as a professional service contract he believes the Town can go forward without soliciting bids, which will save the process of starting over with a new firm.

The general consensus of the Board was that this is reasonable; and Mr. Coombs will review the contract for multi-year language and bring back to the Board.

#### **Route 125 improvement project - Town-owned land easement**

Mr. Coombs said he had met with a representative of the NH DOT on site of a vacant Town parcel that is in the right-of-way area of the upcoming Route 125 expansion project. He said it is a very small, steep, unbuildable lot and the state offered \$500 for the portion they need. He said he would like the timber value factored in, and said the town would be more interested in dispersing the whole parcel for full price plus the timber value. He said he will review the revised appraisal and bring it forward for approval.

#### **PUBLIC COMMENT 1: One-deferred to Old Business discussion, below**

#### **COMMITTEE LIAISON REPORTS**

Selectwoman Alessio said the Wage Matrix Committee met last week, and will be presenting their findings this Wednesday, November 15, to a joint meeting of the Budget Committee and Select Board.

Selectman Coppelman said there will be public recognition made this Friday for Partners Bank's contribution to the Steppingstones playground. He was asked to attend as liaison but will be out of town. Selectwoman Szwed will attend in his place and other members are encouraged to attend also; this will take place at 1 pm at the playground.

Selectman Coppelman reported on the Museum Committee's meeting, saying they are thrilled their heating tank is in. He said the excavation for underground tank, done by the DPW, was very well done. He said they are looking forward to other projects. He said there was an extensive evaluation of the building done in 2015 by FSC Engineering, and a list of projects made. One that has not been done is to lower the floor of the basement to increase the headroom to make it a more usable space. There was some discussion of whether this project would be cost effective, and whether it could affect the integrity of the structure.

Selectwoman Szwed said that the Kingston Days Committee will meet on Thursday to elect new committee members and they are hoping for a lot of participation. She then reported that as Stacy Dion has resigned as head of the Solid Waste and Recycling Committee, she will be meeting with the DPW Director to talk about the future of that committee. Selectwoman Szwed then reported on the informal Social Services group that has been meeting; she said that the Library Director, Human Services Director and Recreation Director are moving forward with the nuts and bolts of formalizing the committee and are including others such as Camp Lincoln and SoRock in the meeting. Selectwoman Szwed said that Human Services Director had reported that food donations are down; she said that checks are coming in but not so much food. She said people are being generous but in different ways, and that check donations limit her somewhat as to where the money can be spent. The list of holiday food items needed is

posted on the website and sent out to contacts. The “giving tree” will be set up in the Town Hall this week.

## **OLD BUSINESS**

### **POET Project Contract - updates**

Chairman Bashaw said that the Board had awarded this contract to Allied Clearwater (he cited the fact that the town is required to award to the lowest bidder unless it is verified that they are not a responsible bidder), but it had to be approved by NHDES first, and they rejected it due to not having included all requirements of the proposal document. He said he is disappointed in Sanborn Head, as they had been hired to consult on the bidding process and had missed some basic items. He said at this time, both bids have been rejected and the Town will be going back out for bids. The Administrative Assistant informed the Board that the Request for Proposals document had been sent back to Sanborn Head for clarification, and they had added quite a lot of language that NH DES is reviewing now. This may slow the process a bit more, as if it is changed substantially the bid window will have to be another 14 days. She confirmed that Sanborn Head had been expected to submit a bid tabulation did not but will be asked to do so this time. She said she hopes to have the authorization from DES to proceed soon and will be talking with them tomorrow.

Chairman Bashaw said that if the Town was invoice by Sanborn Head for work they failed to complete, this should be taken up with them.

### **Capital Improvement Projects**

Chairman Bashaw said that the only project that is currently under the Board for the CIP is perambulations, as other projects discussed are under DPW. There was a brief discussion of the amount identified for perambulations based on using a surveyor; the consensus was that the DPW Director could do this the old-fashioned way and just walk the lines with other towns, eliminating the need for CIP funding.

### **Assessing Contract**

The new 5-year contract for assessing services with Corcoran Consulting Associates has been reviewed by NH DRA and also by the town’s attorney for inclusion of escape clause language required for multi-year contracts.

**MOTION:** by Selectwoman Alessio, to accept and authorize the Chair to sign the 2024-2028 agreement for cyclical assessing services and 2028 revaluation of Town properties by Corcoran Consulting Associates.

**SECOND:** by Selectwoman Szwed

**All in favor**

## **NEW BUSINESS**

### **Code/Building Inspector**

The Chair said that the current interim inspector has said he will be reaching the end of his tenure as temporary inspector and has very limited availability. The Administrative Assistant has requested that the hiring committee be formed and the process started. Selectman Coppelman said that he and Selectman Szwed are the Board members on that committee, and also included will be two department heads and an inspector; he said he thought that Permitting Clerk Tori Dobrowolski would be an appropriate addition

as she works directly with the inspectors. Selectwoman Szwed said that she has not read the job description but thinks this would be inappropriate as the new hire may be in a supervisory role over the permitting clerk. Ms. Dobrowolski will be asked to submit questions for interviews.

There was a discussion of who else to include, suggestions were made for a real estate agent such as Lynne Merrill, or the Town Planner, who works closely with the Building and Code Inspector. Chairman Bashaw authorized Selectmen Coppelman and Szwed to spearhead the committee.

It was noted by Selectman Coppelman that some projects that are awaiting inspections are likely moving forward with or without permission because they don't want to wait. Chairman Bashaw said the inspector in Epping has said he can help in urgent situations; the Administrative Assistant will call him to see about his availability.

## **PUBLIC COMMENT 2:**

Dan Doyle, 156 Main Street, asked if NH DES is working with the Town on the bid proposals and then also rejected them, why that was. It was explained that Sanborn Head was contracted to write the specifications and also to vet the bids; both bidders (Water Techs and Allied Clearwater) had failed to include all the requirements. It was explained that the process going forward will be to re-advertise. Mr. Doyle asked for a copy of the RFP once it is approved. He said his problem is that he has bottled water that will be freezing in the barn, and this project was supposed to go forward before the cold weather set in.

Jim McDougall, 9 Rockrimmon Road, said that he was the recipient of one of the first filtration systems, installed by NH DES. He said it has been maintained by Water Techs, and he is very happy with their services, so that while he understands the need to go with the low bidder, he hopes the Town will ensure that he receives the same level of service.

## **BOARD BUSINESS**

### **Review Executive Budget**

The Board went over their budget and discussed several areas that are showing increases. The budget is on the Budget Committee's agenda for November 19.

## **CORRESPONDENCE, APPLICATIONS, PURCHASE ORDERS:**

- Two Veterans Tax Credit applications were approved.
- A Facilities Use application for use of the Town Hall for contradance was approved for December 30.
- A bond reduction worksheet for the Fieldstone project, signed by the Town Engineer and Planning Board Chair, was signed by the Board Chair.
- A cease-and-desist letter for violations at 51 North Road, written by the Code Officer in response to a report of people living in a barn, was approved for mailing and serving in hand.

## **APPROVAL OF MEETING MINUTES:**

**MOTION:** By Selectwoman Alessio, to approve the meeting minutes of November 6, 2023, public and non-public, as submitted.

**SECOND:** by Selectman Coppelman



**All in favor**

The next meeting will be on November 15, in joint session with the Budget Committee, to hear the presentation by the Wage Study Committee. On November 19 the Select Board will meet with the Budget Committee; the meeting will be posted in case there is a quorum of members in attendance. On November 20, there will be no meeting, but Chairman Bashaw said that if the tax rate information is received from NH DRA, an emergency meeting will be called to set the tax rate. He said it is very late this year, and not only for Kingston, as only 30% of towns in the state have been able to set their tax rates to date.

**Meeting Adjourned at 9:37 PM**

Respectfully submitted:

Susan H. Ayer, Administrative Assistant to the Select Board