

Town Clerks Return

**TOWN OF HADLEY
ANNUAL TOWN MEETING WARRANT
June 20, 2020**

To the Constable of the Town of Hadley in the County of Hampshire:

GREETINGS:

In the name of the Commonwealth of Massachusetts, you are hereby required to notify and warn the inhabitants of said Town qualified to vote in Elections and Town affairs to meet at Hopkins Academy, located at 131 Russell Street, on Saturday, the twentieth day of June 2020 at 10:00 a.m. to act on the following articles:

Article 1

To see if the Town will vote to authorize the Select Board to apply for and expend Massachusetts Small Cities Program grants or monies, or any Federal or State grants or monies, received as set forth in the appropriate application, or take any action relative thereto.

Finance Committee recommends 5-0-0
Select Board recommends 5-0-0

Article 2

To see if the Town will vote to appropriate funds provided to the Town by the State under Chapter 90 Type money and such other funds as the Commonwealth of Massachusetts Department of Transportation may provide, and to authorize the Select Board to enter into contracts with Commonwealth of Massachusetts Highway Division for Chapter 90 Type money allocated to the Town by the State, or take any action relative thereto.

Finance Committee recommends 5-0-0
Select Board recommends 5-0-0

Article 3

To see if the Town will vote to authorize the Treasurer with the approval of the Select Board, to borrow money from time to time in anticipation of the revenue of the fiscal year beginning July 1, 2020 in accordance with the provisions of the Massachusetts General Laws, Chapter 44, Section 4 and to issue a note or notes therefor, payable within one year, and to renew any note or notes as may be given for a period of less than one year, in accordance with Massachusetts General Laws, Chapter 44, Section 17, or take any action relative thereto.

Finance Committee recommends 5-0-0
Select Board recommends 5-0-0

Article 4

To see if the Town will vote to transfer the following balances as follows:

Meeting	Description	Account Number	Balance Returned	Fund Replenished
ATM 19	Septage Truck	60-440-5853-S70000	\$40,000	Sewer Impact Fees
STM 18	Hockanum Cemetery	21-5290-21100	\$10,013.70	Community Preservation Act
STM	Plainville Cemetery	21-491-5290-21100	\$1,107.50	Community Preservation Act

And further to amend the borrowing authorizations as follows:

Meeting	Description	Account Number	Original Authorized Borrowing Amount	Amended Authorized Borrowing Amount
STM 18	DPW F-550 Dump Truck	30-422-5851-301004	\$85,000	\$82,477.65
STM 18	Police Cruiser	30-210-5851-301002	\$47,000	\$43,072.07

Or take any action relative thereto.

Finance Committee recommends 5-0-0
 Select Board recommends 4-0-0

Article 5

To see if the Town will vote to extend the deadlines for the Hopkins Academy athletic field project and Town Hall Columns restoration funded by Community Preservation Act funds as follows:

Meeting	Description	Account Number	Deadline Extension
STM 16	Hopkins Playing Fields	21-650-5300-S64	ATM 2022
ATM 18	Town Hall Columns	21-196-5825-21100	ATM 2022

Or take any action relative thereto.

Finance Committee recommends 5-0-0
 Select Board recommends 5-0-0
 Community Preservation Act Committee recommends 8-0-0

Article 6

To see if the Town will vote to transfer **\$26,000.00** from Water Reserves to the Water Plant Filtration Stabilization fund as per the provisions of Massachusetts General Law Chapter 40, Section 5B, for the purpose of repairing and replacing water plant filtration membranes and associated expenses, or take any action relative thereto.

Finance Committee recommends 5-0-0
 Select Board recommends 5-0-0

Article 7

To see if the Town will vote to act on the report of the Community Preservation Committee on the fiscal year 2021 budget and to reserve for later appropriation the following sums of money from the Community Preservation Fund estimated annual revenues:

Open Space Preservation	\$43,380.00
Historic Preservation	\$96,572.00
Housing	\$43,380.00

and appropriate the sum of **\$3,000.00** from the Community Preservation Fund estimated FY2021 annual revenues for all necessary and proper expenses of the Community Preservation Committee for the year, including any administrative expenses, and further to appropriate from the Community Preservation Fund a sum or sums of money for Community Preservation projects or purposes as may be recommended by the Community Preservation Committee, or take any action relative thereto.

Community Preservation Act Committee recommends 8-0-0
 Finance Committee recommends 5-0-0
 Select Board recommends 5-0-0

Article 8

To see if the Town will vote to raise and appropriate or transfer from available funds, a sum of money, for the maintenance and operation of the town in fiscal year 2021 as recommended by the Finance Committee, including debt and interest, and to fix the salary of all elected officials, including, if appropriate, Select Board, Town Clerk, Town Collector, Town Assessors, Town Constables, Board of Health, Elector under the Oliver Smith Will, Planning Board and Park and Recreation Commission, and to provide a reserve fund, or take any action relative thereto.

Finance Committee recommends 5-0-0
Select Board recommends 5-0-0

Article 9

To see if the Town will vote to raise and appropriate or transfer from available funds, a sum of money, for the salaries, expenses, and debt, and to provide a reserve fund, for the Wastewater Division Enterprise Fund, the Water Division Enterprise Fund, and the Hadley Media Enterprise Fund for the ensuing fiscal year, such sums of money to be offset by revenues of the Sewer Division Enterprise Fund, the Water Division Enterprise Fund, and the Hadley Media Enterprise Fund received during fiscal year 2021, or take any action relative thereto.

Finance Committee recommends 5-0-0
Select Board recommends 5-0-0

Article 10

To see if the Town will vote to raise and appropriate, transfer from Free Cash, or otherwise provide **\$15,000** to be used by the Board of Assessors in defending assessed values at the Appellate Tax Board, or take any action relative thereto.

Finance Committee recommends 5-0-0
Select Board recommends 5-0-0

Article 11

To see if the Town will vote to amend Section 86-9 of Chapter 86 of the Code of the Town of Hadley by adding a new revolving fund pursuant to the provisions of Massachusetts General Law Chapter 44, Section 53E½ as follows:

Description	Responsible Department	Purpose	Source of Funds	Annual Expenses Allowed
Council on Aging Van	Council on Aging	Underwrite expenses associated with operating the COA van	Fees collected from riders.	\$3,000

And further to amend Section 86-9 of Chapter 86 of the Code of the Town of Hadley to establish Annual Expenses Allowed for existing revolving funds pursuant to the provisions of Massachusetts General Law Chapter 44, Section 53E½ as follows:

Description	Responsible Department	Purpose	Source of Funds	Annual Expenses Allowed
Burial	Cemetery Committee or Public Works Department	Wages and expenses of interment specialists and Department of Public Works expenses	Interment fees	\$7,000

		associated with services related to burials.		
Electrical Inspection	Electrical Inspectors	Wages of inspectors or contractual services related to electrical inspections and services	90% of electrical inspection fees	\$20,000
Tax Title	Collector and Treasurer	Expenses associated with initiating an managing tax title processes	Tax title fees and charges	\$10,000
Recyclables	Select Board	Contracted recycling vendor costs	State recycling payments	\$15,000
Dog Control	Dog Officer	Expenses associated with controlling dogs	50% of fines, fees, and reimbursements associated with dog control, but excluding dog license fees	\$2,000
Russell School	Select Board	Expenses associated with repairs and operations of the Russell School	Rental income from use of the Russell School	\$35,000
Sealer of Weights and Measures	Select Board	Sealer of Weights and Measures services	Fees and fines for weights and measurers	\$29,000
Park and Recreation	Park and Recreation Commission	Wages and expenses associated with Park and Recreation programs	Program fees	\$50,000
Lost Books	Trustees of the Library	Replace lost or damaged library materials	Fines and fees associated with lost or damaged library materials	\$1,000
Tax Liens	Treasurer	Underwrite legal expenses associated with collecting tax liens	Fines and fees associated with collecting tax liens	\$7,500
Conservation Administration	Conservation Commission	Support operations of the Conservation Commission	Fees associated with plan review	\$1,000
After School Program	Park and Recreation Commission	Support of children's recreational programs and personnel associated with	Fees associated with hosting and administrating children's recreational	\$45,000

		program enrollment	programs	
--	--	--------------------	----------	--

Or take any action relative thereto.

Finance Committee recommends 5-0-0
 Select Board recommends 5-0-0

Article 12

To see if the Town will vote to establish the following funds and to transfer the following sums to said funds as delineated below:

Funding Source	Amount to be Transferred	Receiving Account
Free Cash	\$25,000	Unemployment Trust Fund
Free Cash	\$183,383	Stabilization Fund

Or take any action relative thereto.

Finance Committee recommends 5-0-0
 Select Board recommends 5-0-0

Article 13

To see if the Town will vote to raise and appropriate, transfer from available funds, transfer from Free Cash, authorize the Treasurer to borrow, or otherwise provide **\$175,600.00** for the following capital projects:

Department	Project	Expense	Source
Fire and Police Departments	Public Safety Complex Emergency Generator	\$105,000	Borrow within the levy
Hadley Media	Equipment	\$5,000	Hadley Media Reserves
Agricultural Commission	Right to Farm Signs	\$600	Free Cash
Department of Public Works	Water Tank Fences	\$65,000	Water Reserves

Or take any action relative thereto.

Capital Planning Committee recommends 4-0-0
 Finance Committee recommends 5-0-0
 Select Board recommends 5-0-0

Article 14

To see if the Town will vote to amend Section 68-1 of Chapter 68 of the Code of the Town of Hadley by establishing the Town Annual Election as the first Tuesday following the date of the Annual Town Meeting, provided that this provision shall take effect in calendar year 2022 and to authorize the Town Clerk to make formatting and numbering changes to the Code as may be necessary to preserve consistency.

Or take any action relative thereto.

Finance Committee recommends 5-0-0
 Select Board recommends 3-2-0

Article 15

To see if the Town will vote to transfer **\$110,000.00** from the Community Preservation Act open space/recreation set aside to the Hadley Parks and Recreation for a fitness park for Zatyрка Park, said expenditure to be conducted within two years of the

date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 5-3-0
Finance Committee recommends 5-0-0

Article 16

To see if the Town will vote to transfer **\$6,000.00** from the Community Preservation Act open space/recreation set aside to the Hadley Department of Parks and Recreation for electrical service and picnic tables for the Hadley Elementary School pavilion, said expenditure to be conducted within two years of the date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 8-0-0
Finance Committee recommends 5-0-0

Article 17

To see if the Town will vote to transfer **\$2,250.00** from the Community Preservation Act Historical set-aside to the Goodwin Library Board of Trustees for historic preservation purposes to preserve and display in the new library of the round window and metal brackets of the Hooker Elementary School, said expenditure to be conducted within two years of the date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 7-0-1
Finance Committee recommends 5-0-0

Article 18

To see if the Town will vote to transfer **\$1,500.00** from the Community Preservation Act general fund to the Hadley Health Department for water testing for public safety, and all incidental and related expenses, said expenditure to be conducted within two years of the date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 6-2-0
Finance Committee recommends 5-0-0

Article 19

To see if the Town will vote to transfer **\$25,000.00** from the Community Preservation Act Historic set aside to the Municipal Building Committee for an elevator design study for the Goodwin Memorial Library building, and all incidental and related expenses for historic preservation purposes, said expenditure to be conducted within two years of the date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 8-0-0
Finance Committee recommends 5-0-0

Article 20

To see if the Town will vote to transfer **\$226,093.00** from the Community Preservation Act general fund to the Hadley Select Board for the renovation and conversion of the Goodwin Memorial Library building into town offices, and all incidental and related expenses for historic preservation purposes, said expenditure to be conducted within two years of the date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 8-0-0
Finance Committee recommends 5-0-0

Article 21

To see if the Town will vote to transfer **\$4,200.00** from the Community Preservation Act Historical set aside to the Hadley Historical Commission for the preservation of two 1740 maps of the Town of Hadley Massachusetts, said expenditure to be conducted within two years of the date of Town Meeting approval or unspent funds will automatically be returned to the appropriate Community Preservation Act fund by that date.

Or take any action relative thereto.

Community Preservation Act Committee recommends 8-0-0
Finance Committee recommends 5-0-0

Article 22

To see if the Town will vote to amend Section 5.4 of the Hadley Zone Bylaw by amending Section 5.4.1 and adding Section 5.4.3, provided that the Town Clerk may make formatting and numbering changes as may be necessary to preserve consistency in the Zone Bylaw, as follows:

5.4.1 Any building hereafter constructed or modified, altered or expanded for limited business, business, or industrial use (except as provided in Section 5.4.3 below, which shall supersede the parking requirements of this Section 5.4.1) shall be so located upon its parcel of land that there may be provided an off-street parking area equal to twice the floor area of the building to be constructed or existing building to be modified, altered or expanded. "Floor area" is defined as gross square footage under cover, as well as outdoor storage areas, outdoor display areas, outdoor seating and/or outdoor food service areas, and any other outdoor facilities related to the use. The Planning Board may (but is not required to) waive additional parking for modifications, alterations or expansions of less than 10% of the existing floor area.

5.4.3 Any building hereafter constructed or modified, altered, or expanded for Industrial/Manufacturing Use in the Industrial Zoning District shall provide off-street parking spaces equal to 1 space per 300 square feet of Office Space Floor Area, 1 space per 10,000 square feet of Other Floor Area, and 1 space for every employee on shift; provided, however, that this requirement may be lowered, increased, or waived by a majority vote of the Planning Board upon a finding that such parking will be adequate for the proposed use and as approved will not constitute a substantial inconvenience or hazard to abutters, vehicles, or pedestrians. "Off-street parking spaces" shall be defined as a paved, delineated space at least 9' by 18' in dimension and sufficient for vehicles which are currently licensed/registered for over the road use. "Other Floor Area" shall be defined as storage, manufacturing, processing, warehousing, garaging, or similarly used floor area. Outdoor storage of vehicles at a warehouse or storage facility shall not count towards the Floor Area. Parking for vehicles used in furtherance of the Industrial/Manufacturing Use (such a delivery vehicles, maintenance vehicles, box trucks or the like) and existing on site shall have designated parking spaces on-site in

dimensions appropriate for and commensurate with the particular vehicle(s), this requirement shall be in addition to the Off-Street Parking Spaces identified above.

Or take any action in relation thereto.

Article 23

To see if the Town will vote to accept the provisions of Massachusetts General Laws Chapter 44, Section 55C, and to establish a trust known as the Hadley Affordable Housing Trust Fund, which purpose shall be to provide for the preservation and creation of affordable housing in the Town of Hadley for the benefit of low and moderate income households, and, further, to amend the General Bylaws of the Town by inserting a new Chapter 87, to be entitled "Hadley Affordable Housing Trust Fund," as follows:

Chapter 87

HADLEY AFFORDABLE HOUSING TRUST FUND

Section 1: Name of Trust

The Trust shall be called the "Hadley Affordable Housing Trust Fund."

Section 2: Purpose of Trust

The purpose of the Trust shall be to provide for the acquisition, creation, preservation, rehabilitation and support of affordable housing in the Town of Hadley for the benefit of low and moderate income households as defined by the Massachusetts Department of Housing and Community Development (DHCD) or successor agency. In furtherance of this purpose, the Trust shall be authorized to acquire, by gift, purchase, or otherwise, real estate and personal property, both tangible and intangible, of every sort and description, and to provide funds for the benefit of low and moderate income households to assist in the acquisition, creation and preservation of housing affordable for such families. The Trust shall use such property, both real and personal, and shall dispense such funds in such manner as the Board of Trustees shall deem most appropriate to carry out such purpose consistent with the policies adopted from time to time by the Selectboard regarding affordable housing provided, however, that any monies received from Massachusetts General law Chapter 44B shall be used exclusively for community housing and shall remain subject to all the rules, regulations, and limitations of that chapter when expended by the Trust.

Section 3: Board of Trustees

There shall be a Board of Trustees of the Hadley Affordable Housing Trust Fund, composed of at least five (5) Trustees, as determined by the Selectboard, at least one (1) of whom shall be a member of the Selectboard to be designated by said Selectboard; at least one (1) of whom shall be a member of the Planning Board as recommended to the Selectboard; and at least three (3) other members. The Selectboard shall appoint the members of the Board of Trustees for renewable terms not to exceed two (2) years. To the extent possible, the Selectboard shall appoint as Trustees individuals with a background or interest in affordable housing. The Selectboard may remove any member of the Board of Trustees for cause after that member has been provided an opportunity to be heard by the Selectboard. The term "cause" shall include, but not be limited to, four (4) consecutive unexcused absences from Board of Trustees meetings. To be eligible for appointment, a Trustee must be a resident of the Town of Hadley. Any Trustee who ceases to be a resident of the Town of Hadley shall promptly provide a written notification of the change in residence to the Trust, whereupon the Trustee shall cease to be a member of the Board of Trustees and action shall be taken promptly to fill such vacancy. Notice of such resignation and appointment shall be filed with the Town Clerk, and, if the Trustees have any right, title or interest in registered land, filed with the Registry District of the Land Court. Any Trustee may resign by written instrument signed and acknowledged by such Trustee and duly filed with the Town Clerk, and filed with the Registry District of the Land Court, if applicable.

If a Trustee shall die, resign, or for any other reason cease to be a Trustee hereunder before his/her term of office expires, a successor shall be appointed by the Selectboard to fill such vacancy for the remainder of the unexpired term, provided that in each case the

said appointment and acceptance in writing by the Trustee so appointed shall be filed with the Town Clerk, and filed with the Registry District of the Land Court, if applicable. Upon the appointment of any succeeding Trustee and the filing of such appointment or a certificate of such election, the title to the Trust estate shall thereupon and without the necessity of any conveyance be vested in such succeeding Trustee jointly with the remaining Trustees. Reference to the Trustee shall mean the Trustee or Trustees for the time being hereunder.

The Trustees shall annually elect a Trustee to serve as Chair. The Chair may establish sub-committees and/or ad hoc task-related committees to carry out the purposes of the Trust. Chairs of the sub-committees may be selected by the members of the sub-committees.

Of the original Trustees, three members shall serve for a term of two (2) years, and two members shall serve for a term of one (1) year.

Section 4: Powers of Trustees

The powers of the Trustees, all of which shall be carried on in furtherance of the purposes set forth in G.L. c. 44, §55C, and pursuant to the provisions of this Declaration of Trust, shall include the following:

- (a) to accept and receive real property, personal property or money, by gift, grant, contribution, devise, or transfer from any person, firm, corporation or other public or private entity, including but not limited to, money, grants of funds or other property tendered to the Trust in connection with provisions of any by-law or any General Law or Special Act of the Commonwealth or any other source, including money from G.L. c. 44B, provided that to accept and receive real property, personal property or money reasonably determined by the Trustees, by appraisal or otherwise, to have a value equal to or greater than \$5,000 shall require the approval of the Selectboard, unless previously approved or appropriated by Town Meeting;
- (b) to purchase and retain real or personal property, and to enter into legal investments, provided that the purchase of real or personal property for consideration equal to or greater than \$5,000 shall require the approval of the Selectboard, unless funded by an appropriation made by Town Meeting;
- (c) to sell, lease, exchange, transfer or convey any personal, mixed, or real property and to grant, lend, or otherwise dispose of funds, either "one time only" or as part of an ongoing program to or for the benefit of low and moderate income persons and families for the acquisition, creation, preservation, rehabilitation and support of affordable housing (provided, however, that CPA funds may be used only for purposes permitted under the requirements of the CPA) at public auction or by private contract for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter into such undertaking relative to Trust property as the Trustees deem advisable notwithstanding the length of any such lease or contract, provided that any sale, exchange, transfer or conveyance of any item of personal, mixed or real property for consideration equal to or greater than \$5,000 shall require the approval of the Selectboard, unless approved by Town Meeting;
- (d) to execute, acknowledge and deliver deeds, assignments, transfers, pledges, leases, covenants, contracts, promissory notes, releases and other instruments sealed or unsealed, necessary, proper or incident to any transaction in which the Trustees engage for the accomplishment of the purposes of the Trust;
- (e) to employ advisors and agents, including but not limited to, accountants, appraisers and lawyers, as the Board of Trustees deems necessary for services in amounts not to exceed \$5,000 per transaction and cumulatively, not to exceed \$10,000 in any fiscal year unless previously approved by the Selectboard;
- (f) to pay reasonable compensation and expenses to all advisors and agents and to apportion such compensation between income and principal as the Board of Trustees deems advisable;
- (g) to apportion receipts and charges between income and principal as the Board of Trustees deems advisable, to amortize premiums and establish sinking funds for such purpose, and to create reserves for depreciation depletion or otherwise;
- (h) to participate in any reorganization, recapitalization, merger or similar transactions; and to give proxies or powers of attorney with or without power of substitution to vote any securities or certificates of interest; and to consent to any contract, lease, mortgage, purchase or sale of property, by or between any corporation and any other corporation, person or entity;

- (i) to deposit any security with any protective reorganization committee, and to delegate to such committee such powers and authority with relation thereto as the Board of Trustees may deem proper and to pay, out of Trust property, such portion of expenses and compensation of such committee as the Board of Trustees may deem necessary and appropriate;
- (j) to carry property for accounting purposes other than acquisition date values;
- (k) to borrow money on such terms and conditions and from such sources as the Board of Trustees deems advisable, to mortgage and pledge Trust assets as collateral, provided that any borrowing equal to or greater than \$10,000 and any mortgage or pledge to secure an obligation equal to or greater than \$10,000 shall require the approval of the Selectboard unless authorized or approved by Town Meeting;
- (l) to make distributions or divisions of principal in kind;
- (m) to compromise, attribute, defend, enforce, release, settle or otherwise adjust claims in favor or against the Trust, including claims for taxes, and to accept any property, either in total or partial satisfaction of any indebtedness or other obligation, and subject to the provisions of G.L. c. 44, §55C, to continue to hold the same for such period of time as the Board of Trustees may deem appropriate, provided that to adjust any claim or accept any property in satisfaction of any indebtedness where the Trustees reasonably determine that the value of the claim or amount of the indebtedness is equal to or greater than \$10,000 shall require the approval of the Selectboard, unless authorized or approved by Town Meeting;
- (n) to manage or improve real property owned by the Trust or by others and in which the Board of Trustees has an interest; and to abandon any interest in property which the Board of Trustees determines not to be worth retaining;
- (o) to hold all or part of the Trust property uninvested for such purposes and for such time as the Trustees may deem appropriate;
- (p) to extend the time for payment of any obligation to the Trust;
- (q) to issue policy goals and statements to serve as guidelines for the Trust;
- (r) to exercise such additional powers, if any, as may be set forth in G.L. c. 44, §55C, as same may, from time to time, be amended; and
- (s) to acquire, create, preserve, rehabilitate and support community housing, as permitted under the CPA, and to enter into grant agreements with the Town of Hadley for the foregoing purposes.

Section 5: Audit Requirement

The Board of Trustees shall provide for an annual audit of the books and records of the Trust within the scope of the Town of Hadley's audit. Such audit shall be performed by an independent auditor in accordance with accepted accounting practices. Upon receipt of the audit by the Board of Trustees, a copy shall be provided forthwith to the Selectboard.

Section 6: Meetings of the Trustees

The Trustees shall meet at least quarterly at such time and such place as the Trustees shall determine. Special meetings may be called by the Chair or by any two (2) Trustees. Notice of any meeting of the Trust shall be filed with the Town Clerk and posted in accordance with the Open Meeting Law, G.L. c. 30A, §§18-25, as it may be amended from time to time. The Board of Trustees shall be subject to all other provisions of the Open Meeting Law. While a majority of the full Board of Trustees shall constitute a quorum for the transaction of any business of the Board of Trustees, less than a quorum may, subject to the requirements of the Open Meeting Law, continue a meeting to a time, date and place certain.

Section 7: Acts of Trustees

Any action of the Board of Trustees shall be approved by a majority of those present and voting at a duly called meeting, provided that a quorum is present, and any and all instruments executed by such majority shall be binding upon the Trust, and shall be conclusive evidence that such action has been duly authorized. The Trustees may, by instrument executed by all the Trustees, delegate to any attorney, agent or employee such other powers and duties as they deem advisable, including power to execute and deliver instruments as fully as the Trustees might themselves and to sign and endorse checks for the account of the Trustees of the Trust. The Trustees shall not delegate the authority to amend or terminate the Trust and no such delegation shall be effective. No Trustee shall

be required to give bond. No license of court shall be required to confirm the validity of any transaction entered into by the Trustees with respect to the Trust estate. No one dealing with the Trustees need inquire concerning the validity of any act of the Trustees or see to the application of anything paid to or upon the order of the Trustees. No Trustee shall be liable for the act, negligence or default of any other Trustee or any employee, agent, or representative of the Trustees selected with reasonable care, nor for errors in judgment, nor mistakes of law or fact made in good faith nor in reliance in good faith on advice of counsel nor for other acts or omissions in good faith.

In exercising these powers, the Trustees shall recognize the role of the Selectboard as the principal procurement officer under G.L. c.30B, including the bidding and awarding of all contracts. Where an act of the Trustees requires prior written notice to the Selectboard, notice shall be deemed given when addressed to the Selectboard, and an affidavit by the Chairman of the Board of Trustees that notice was given as required by this Section 7 shall be conclusive and binding evidence to that effect, provided that in the case of the acquisition and disposition of any right, title and interest in real property, such affidavit is recorded with the appropriate Registry of Deeds or filed with the Registry District of the Land Court.

Section 8: Liability; Conflict of Interest

Neither the Trustees nor any agent or officer of the Trust shall have the authority to bind the Town, except in the manner specifically authorized herein. In accordance with the provisions of G.L. c.44, §55C, the Trust is a public employer and the Trustees are public employees for the purposes of G.L. c. 258. The Trust shall be deemed a municipal agency and the Trustees special municipal employees for the purposes of G.L. c. 268A.

Section 9: Town Treasurer as Custodian of Trust Funds

The Town Treasurer shall be the custodian of the Trust's funds and shall maintain separate accounts and records for said funds. The Treasurer shall invest the Trust's funds in the manner authorized by G.L. c. 44, §55B. Any income or proceeds received from the investment of unrestricted funds shall be credited to and become part of the Trust. The yearly approved budget, and any approved budget revisions, will be filed with the Town Treasurer. As custodian, the Treasurer shall issue checks or transfer monies as directed by the Trustees and approved by the Selectboard. In addition to the requirements of G.L. c. 44, § 55C, the Trust shall comply with all requirements, if any, of all the funds deposited into the Trust, and shall ensure that restricted funds, and any interest thereon, are appropriately segregated and reported.

Section 10: Duration of the Trust

This Trust shall continue so long as authorized under the Laws of the Commonwealth of Massachusetts. Notwithstanding the foregoing, this Trust may be terminated in accordance with G.L. c. 4, §4B, provided that an instrument of termination together with a certified copy of the Town Meeting vote are duly recorded with the Registry of Deeds and the Registry District of the Land Court, if applicable. Upon termination of the Trust, subject to the payment of or making provisions for the payment of all obligations and liabilities of the Trust and the Trustees, the net assets of the Trust shall be transferred to the Town and held by the Selectboard for affordable housing purposes except that any net funds generated pursuant to G.L. c. 44B which shall be returned to the CPA Fund for community housing. In making any such distribution, the Trustees shall, subject to the approval of the Selectboard, sell all or any portion of the Trust property and distribute the net proceeds thereof or they may distribute any of the assets in kind. The powers of the Trustees shall continue until the affairs of the Trust are concluded.

Section 11: Construction of Terms

In the construction hereof, whether or not so expressed, words used in the singular or in the plural respectively include both the plural and singular, words denoting males include females and words denoting persons include individuals, firms, associations, companies, trusts and corporations unless a contrary intention is to be inferred from or required by the subject matter or context. All the powers and provisions of the Trust herein contained shall take effect and be construed according to the laws of the Commonwealth of Massachusetts.

Section 12: Recording

This Declaration of Trust shall be recorded with the Hampshire Registry of Deeds and the Hampshire Registry District of the Land Court, as applicable.

Section 13: Amendments

This Declaration of Trust may be amended from time to time except as to those provisions specifically required under G.L. c.44, §55C, by an instrument in writing signed by a majority of the Trustees and approved at a meeting called for that purpose, and approved by the Selectboard, provided that in each case, a certificate of amendment shall be recorded with the Registry of Deeds and the Registry District of the Land Court, as applicable.

Section 14: Record to be Conclusive; Certificate as to Facts

Every contract, deed, mortgage, lease and other instrument executed in compliance with Section 7, as appears from instruments or certificates recorded with the Registry of Deeds and Registry District of the Land Court to be Trustees hereunder shall be conclusive evidence in favor of any person relying thereon or claiming hereunder, that at the time of the delivery thereof this Trust was in full force and effect and that the execution and delivery of such instrument was duly authorized by the Trustees except that delegations of authority pursuant to Section 7 hereof and instruments of amendment pursuant to Section 13 and an instrument of termination pursuant to Section 10 hereof shall be conclusive only if it appears that the delegations, amendments or termination have been executed by a majority of the Trustees. Any person dealing with the Trust property or the Trustees may rely on a certificate signed by any person appearing from instruments or certificates so recorded to be a Trustee hereunder as to the identity of the then current Trustees or as to the existence or non-existence of any fact or facts which constitute conditions precedent to acts by the Trustees or in any other manner germane to the affairs of the Trust.

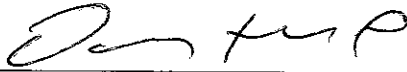
Section 15: Titles

The titles to the various Sections herein are for convenience only and are not to be considered part of said Sections nor shall they affect the meaning or the language of any such Section.

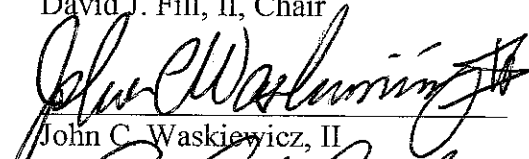
Or take any action relative thereto.

And you are hereby directed to serve this warrant by posting attested copies in the usual places: one at the Town Hall, one at the Hadley Post Office, one in the Public Safety Complex, and in said Town, seven days at least, not including the day of posting, before the time of holding said meeting.

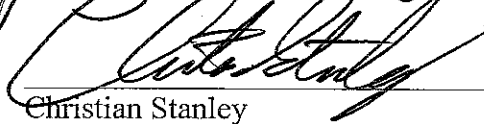
Given under your hands this 5th day of June 2020



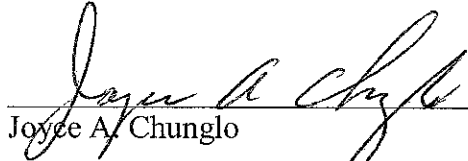
David J. Fill, II, Chair



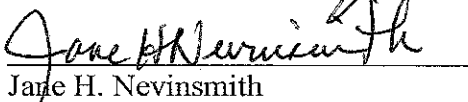
John C. Waskiewicz, II



Christian Stanley

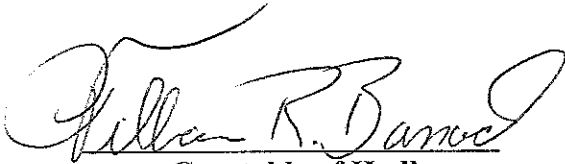


Joyce A. Chunglo



Jane H. Nevinsmith

HADLEY SELECT BOARD



Constable of Hadley

Date: 6-8-2020

CONSTABLE'S RETURN

June 20, 2020

Pursuant to the within warrant, I have notified and warned the inhabitants of the Town of Hadley, Massachusetts, qualified to vote in Town elections and Town affairs, by posting up attested copies of the same, at the usual places: one at the Town Hall, one at the Hadley Post Office, one at the Public Safety Complex, all in said town seven days before the date hereof as within directed.