

## ARTICLE 26

### COMMUNITY PRESERVATION COMMITTEE

#### Section 1: Establishment

There is hereby established a Community Preservation Committee, consisting of nine (9) voting members pursuant to MGL Chapter 44B (the "Act"). The composition of the committee, the appointment authority and the term of office for the committee members shall be as follows:

One member of the Shrewsbury Conservation Commission as designated by that Commission.

One member of the Shrewsbury Historical Commission as designated by that Commission.

One member of the Shrewsbury Planning Board as designated by that Board.

One member of the Shrewsbury Parks and Cemetery Commission as designated by that Commission.

One member of the Shrewsbury Housing Authority as designated by the Authority.

Four (4) members to be appointed at large by the Shrewsbury Board of Selectmen. At large members must be residents of Shrewsbury.

The members appointed by the Conservation Commission, the Historical Commission, the Planning Board, the Parks Recreation and Cemetery Commission, and the Housing Authority shall be appointed annually for a term of one year. The four (4) at large members appointed by the Board of Selectmen are appointed as follows: The at large members shall first be appointed in staggered terms (two (2) appointees for 3 year terms; One (1) appointee for a 2 year term; One (1) appointee for a 1 year term) and subsequently be appointed for a term of three years. After the initial appointment of the members of the Committee, any vacancy occurring in the Committee from any cause may be filled for the remainder of the unexpired term by the Commission, Board or Authority, as the case may be, which made the initial appointment, for the remainder of the unexpired term. Such appointment shall be made not less than seven days following notice of intent to fill such vacancy.

Should any of the Commissions, Boards, Councils, or Committees who have appointment authority under this Chapter be no longer in existence for whatever reason, the appointment authority for that Commission, Board, Council, or Committee shall become the responsibility of the Board of Selectmen.

The Committee shall elect a Chairman and Vice Chairman from among its members and shall elect a Secretary who need not be a member of the Committee. After having a public hearing and requesting recommendations from Town boards and committees, the Committee shall adopt policies, rules and regulations for conducting its affairs and for carrying out its responsibilities. Any member of the Committee may, after a public hearing before the Commission, Board or Authority which appointed the said member, be removed for cause by majority vote of such Commission, Board or Authority.

## Section 2: Duties

(1). The Community Preservation Committee shall study the needs, possibilities, and resources of the Town regarding community preservation. The Committee shall consult with existing municipal boards, including the Conservation Commission, the Historical Commission, the Planning Board, the Board of Selectmen, the Parks and Cemetery Commission and the Housing Authority, or persons acting in those capacities or performing like duties, in conducting such studies. As part of its study, the Committee shall hold one or more public informational hearings on the needs, possibilities and resources of the Town regarding community preservation possibilities and resources, notice of which shall be posted publicly and published for each of two weeks preceding a hearing in a newspaper of general circulation in the Town.

(2). The Community Preservation Committee, upon completion of a public hearing on each project, shall make recommendations to the Town Meeting for the acquisition, creation and preservation of open space; for the acquisition, preservation, rehabilitation and restoration of historic resources; for the acquisition, creation and preservation of land for recreational use; for the creation, preservation and support of community housing; and for the rehabilitation or restoration of open space, land for recreational use and community housing that is acquired or created as provided in this section. With respect to community housing, the Community Preservation Committee shall recommend, wherever possible, the reuse of existing buildings or construction of new buildings on previously developed sites.

(3). The Community Preservation Committee may include, in its recommendation to the Town Meeting, a recommendation to set aside for later spending funds for specific purposes that are consistent with community preservation but for which sufficient revenues are not then available in the Community Preservation Fund to accomplish that specific purpose or to set aside for later spending for general purposes that are consistent with community preservation. The Community Preservation Committee may recommend the issuance of general obligation bonds or notes in anticipation of revenues to be raised pursuant to section 3 of the Act.

In every fiscal year, the Community Preservation Committee shall recommend either that the legislative body spend, or set aside for later spending, not less than 10% of the annual revenues in the Community Preservation Fund in each of the following areas for (a) open space (not including land for recreational use), (b) historic resources; and (c) community housing.

As provided in the Massachusetts Community Preservation Act, no expenditures shall be made from the Community Preservation Fund without the approval of Town Meeting.

(4). The Community Preservation Committee shall present their recommended articles for inclusion on the Annual Town Meeting warrant and any Special Town Meeting warrant within the timeframe established by the Board of Selectmen for the warrant process.

## Section 3: Requirement for a quorum and cost estimates

The Community Preservation Committee shall comply with the provisions of the Open Meeting Law, G.L. c.39, 23B. The Community Preservation Committee shall not meet or conduct business without the presence of a quorum. A majority of the members of the Community

Preservation Committee shall constitute a quorum. The Community Preservation Committee shall approve its actions by majority vote. Recommendations to the Town Meeting shall include the Community Preservation Committee's anticipated costs.

#### Section 4: Amendments

This Chapter may be amended from time to time by a majority vote of the Town Meeting, provided that the amendments would not cause a conflict to occur with MGL, Chapter 44B.

#### Section 5: Severability

In case any section, paragraph or part of this chapter be for any reason declared invalid or unconstitutional by any court of last resort, every other section, paragraph or part shall continue in full force and effect.

#### Section 6: Effective Date

This bylaw shall take effect after all requirements of MGL Chapter 40, Section 32 have been met, including approval by the Attorney General of the Commonwealth, and the Town has accepted Chapter 44B, Section 3-7 inclusive. Each appointing authority shall have 30 days after approval by the Attorney General to make its initial appointments.

Adopted September 9, 2021

## ARTICLE 27

### AFFORDABLE HOUSING TRUST

There shall be the Town of Shrewsbury Affordable Housing Trust, the purpose of which shall be to provide for the preservation and creation of affordable housing in the Town of Shrewsbury for the benefit of low and moderate income households. The Trust shall be governed by a Board of Trustees in accordance with Massachusetts General Laws Chapter 44, Section 55C and the authority granted by this Bylaw.

#### Section 1: Name of the Trust

The trust shall be called the “Town of Shrewsbury Affordable Housing Trust” (hereinafter referred to as the “Trust”).

#### Section 2: Purpose

The purpose of the Trust shall be to provide for the creation and preservation of affordable housing in the Town of Shrewsbury for the benefit of low and moderate income households and for the funding of community housing, as defined in and in accordance with the provisions of Chapter 44B of the General Laws.

#### Section 3: Board of Trustees

There shall be a Board of Trustees (the “Board”) of the Shrewsbury Affordable Housing Trust which shall consist of five (5) Trustees as follows: one (1) member of the Board of Selectmen, the Town Manager or Assistant Town Manager, with the three (3) remaining of the Trustees to be appointed by the Board of Selectmen. Trustees shall serve for a term of two years, except that two of the initial trustee appointments shall be for a term of one year, and may be re-appointed at the discretion of the Board of Selectmen.

Excluding the Town Manager and Assistant Town Manager, only persons who are residents of the Town of Shrewsbury shall be eligible to hold the office of Trustee. Any Trustee who ceases to be a resident of the Town of Shrewsbury shall cease to be a Trustee hereunder and shall promptly provide a written notification of the change in residence to the Board and to the Town Clerk.

Any Trustee may resign by written instrument, signed and acknowledged by such Trustee and duly filed with the Town Clerk. 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 Board of Selectmen to fill such vacancy provided that in each case the said appointment and acceptance in writing by the Trustee so appointed is filed with the Town Clerk. Trustees may be removed at any time for cause by a majority vote of the Board of Selectmen following a properly noticed public hearing. Cause shall include, but not be limited to, violation of any local, state, or federal law; inactivity in business of the Board; incapacity to perform the duties of a Trustee; acts of the Trustee, that in the opinion of the Board of Selectmen, are negligent or detrimental to the Town of Shrewsbury or the Trust.

#### Section 4: Meetings of the Trust

The Board shall meet no less four (4) times per year at such time and at such place as the Board

shall determine. Notice of all meetings of the Board shall be given in accordance with the provisions of the Open Meeting Law, M.G.L. c.30A, §§18-25. A quorum at any meeting shall be a majority of the Board.

#### Section 5: Powers of Trustees

The Powers of the Trustees shall be the following, except that (a) any purchase, sale, lease, exchange, transfer or conveyance of any interest in real property must be approved by two-thirds vote of the Trustees; (b) the Board may incur debt, borrow money, grant mortgages and pledge Trust assets only in an amount not to exceed 80% of the Trust's total assets; (c) any debt incurred by the Board shall not constitute a pledge of the full faith and credit of the Town of Shrewsbury and all documents related to any debt shall contain a statement that the holder of any such debt shall have no recourse against the Town of Shrewsbury with an acknowledgement of said statement by the holder; and (d) any expenditure by the Trust to any one party in a cumulative amount exceeding \$200,000.00 or donations to any charitable organization by the Trust shall also be approved by a majority vote of the Board of Selectmen prior to finalizing the transaction.:

(1) to execute a Declaration of Trust and Certificate of Trust for the Shrewsbury Affordable Housing Trust to be recorded with Registry of Deeds and filed with the Land Court.

(2) 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 any ordinance or by-law or any general or special law or any other source, including money from chapter 44B; provided, however, that any such money received from 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, and such funds shall be accounted for separately by the Trust; and provided further, that at the end of each fiscal year, the Trust shall ensure that all expenditures of funds received from said chapter 44B are reported to the community preservation committee of the city or town for inclusion in the community preservation initiatives report, form CP-3, to the department of revenue;

(3) to purchase and retain real or personal property, including without restriction investments that yield a high rate of income or no income;

(4) to sell, lease, exchange, transfer or convey any personal, mixed, or real property 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 Board deems advisable notwithstanding the length of any such lease or contract;

(5) to execute, acknowledge and deliver deeds, assignments, transfers, pledges, leases, covenants, contracts, promissory notes, releases, grant agreements and other instruments sealed or unsealed, necessary, proper or incident to any transaction in which the Board engages for the accomplishment of the purposes of the Trust;

(6) subject to the approval of the Town Manager, in his/her sole and absolute discretion,

to employ advisors and agents, such as accountants, appraisers and lawyers as the Board deems necessary;

(7) subject to the approval of the Town Manager, in his/her sole and absolute discretion, to pay reasonable compensation and expenses to all advisors and agents and to apportion such compensation between income and principal as the Board deems advisable;

(8) with advice from the Town Treasurer, to apportion receipts and charges between incomes and principal as the Board deems advisable, to amortize premiums and establish sinking funds for such purpose, and to create reserves for depreciation depletion or otherwise;

(9) to carry property for accounting purposes other than acquisition date values;

(10) subject to the approval of the Board of Selectmen, with advice from the Town Treasurer, to borrow money on such terms and conditions and from such sources as the Board deems advisable, to mortgage and pledge Trust assets as collateral;

(11) to make distributions or divisions of principal in kind;

(12) subject to the approval of the Board of Selectmen, with advice from Town Counsel, to comprise, 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 this act, to continue to hold the same for such period of time as the Board may deem appropriate;

(13) to manage or improve real property; and, subject to the approval by the Board of Selectmen, to abandon any property which the Board determined not to be worth retaining;

(14) to hold all or part of the Trust property uninvested for such purposes and for such time as the Board may deem appropriate;

(15) to extend the time for payment of any obligation to the Trust; and

(16) to adopt rules and regulations governing the conduct of the Board, consistent with M.G.L. c. 44 s. 55c.

#### Section 6: Funds Paid to the Trust

Notwithstanding any general or special law to the contrary, all moneys paid to the Trust in accordance with any zoning by-law, exaction fee, or private contribution shall be paid directly into the Trust and need not be appropriated or accepted and approved into the Trust. General revenues appropriated into the Trust become Trust property and these funds need not be further appropriated to be expended. All moneys remaining in the Trust at the end of any fiscal year, whether or not expended by the Board within one year of the date they were appropriated into the Trust, remain Trust property.

#### Section 7: Acts of Trustees

Unless otherwise provided hereunder, a majority of Trustees may exercise any or all of the powers of the Trustees hereunder and may execute on behalf of the Trustees any and all instruments with the same effect as though executed by all the Trustees. 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.

#### Section 8: Liability

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. The Trust is public employer and the Trustees are public employees for the purposes of M.G.L. c. 258. The Trust shall be deemed a municipal agency and the Trustees special municipal employees for the purposes of M.G.L. c. 268A.

#### Section 9: Custodian of Funds

The Town Treasurer shall be the custodian of the funds of the Trust. The books and records of the Trust shall be audited annually by an independent auditor in accordance with accepted accounting practices for municipalities. Costs associated with the independent audit shall be borne by the Trust.

#### Section 10: Board of the Town

The Trust is a board of the Town for purposes of General Laws Chapter 30B and Section 15A of Massachusetts General Laws Chapter 40; but agreements and conveyances between the Trust and agencies, boards, commissions, authorities, departments and public instrumentalities of the Town shall be exempt from said Chapter 30B.

#### Section 11: Duration of the Trust

This Trust shall be of indefinite duration, until terminated by a 2/3 vote of the Shrewsbury Town Meeting. 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 Board of Selectmen for affordable housing purposes. In making any such distribution, the Trustees may, subject to the approval of the Board of Selectmen, 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 12: Compensation of Trustees.

Trustees shall not receive a salary, stipend, bonus or other means of compensation for their service as a Trustee, nor shall they be eligible for any benefits from the Town of Shrewsbury. Trustees may be compensated for reasonable out-of-pocket expenses for travel and other Trust-related expenses. All such out-of-pocket expenses shall be fully documented with receipts for expenses prior to payment by the Trust.

#### Section 13: Annual Report

The Board shall prepare an annual report describing the yearly activities of the Trust and shall be submitted to the Board of Selectmen and included in the Shrewsbury Annual Town Report. The report shall include an annual audit of the books and records of the Trust and shall be

performed by an independent auditor in accordance with accepted accounting practices. The details of the report shall contain, at minimum, a list all financial transactions conducted by the Trust including all revenues and costs, provide a balance sheet of liabilities and assets of the Trust, list an inventory of all affordable housing units created, sold, and/or managed by the Trust, and any other pertinent information related to the business of the Trust.

Adopted September 9, 2021