SELECT BOARD AGENDA
Regular Meeting
6:00 p.m. December 3, 2024

Town Hall
Select Board Chambers
1471 Highland Avenue
Needham, MA 02492
&
Zoom

Pursuant to Chapter 2 of the Acts of 2023, meetings of public bodies may be conducted virtually provided that adequate access is provided to the public.

To listen and view this virtual meeting on a phone, computer, laptop, or tablet, download the "Zoom Cloud Meeting" app in any app store or at www.zoom.us. At the above date and time, click on "Join a Meeting" and enter the meeting or click the link below to join the webinar:

Link:
https://needham-k12-ma-us.zoom.us/j/82601013229?pwd=OE82V1MxQnJUZHVXZjFNbWJXRFJoQT09
Webinar ID: 826 0101 3229
Passcode: 652800
One tap mobile: +16469313860,,82601013229#,,,,*652800#

This is a public meeting of the Needham Select Board. The meeting is open to the public both in person and via Zoom. Residents are invited to provide comment during the public comment period (as set forth below) and for any item explicitly listed as a public hearing. Public comment is not available during other agenda items.

	6:00	Public Comment Period Residents are encouraged to inform the Office of the Town Manager in advance via email (OTM@needhamma.gov), telephone (781) 455-7500 extension 204, or in person by the end of the business day prior to the meeting of their intent to participate in the public comment period. The Chair will first recognize those who have communicated in advance their desire to speak for up to three minutes. If time allows, others wishing to speak will be recognized in an order determined by the Chair for up to three minutes. The Board's policy on public participation in meetings can be found here.
1.	**6:00**	Public Hearing: Grant of Location – 43 Whitman Road • Joanne Callendar, Eversource Representative

2.	**6:00**	Public Hearing: Grant of Location – Tolman Street (Continued from 11/26/2024) • Alex Marrero, Verizon Representative
3.	**6:15**	Snow and Ice Update • Carys Lustig, Director of Public Works
4.	**6:30**	Introduction of Needham's First Poet Laureate • Rob MacLean, Director of the Needham Free Public Library
5.	**6:45**	Approve Sale of Bond Anticipation Note • David Davison, Deputy Town Manager/Director of Finance • Cecilla Simchak, Assistant Director of Finance • Ellyse Glushkov, Town Treasurer/Collector
6.	**7:00**	Preliminary FY2026 - FY2030 Capital Improvement Plan • Kate Fitzpatrick, Town Manager • David Davison, Deputy Town Manager/Director of Finance • Katie King, Deputy Town Manager • Cecilia Simchak, Assistant Director of Finance
7.	**7:15**	Town Manager • Needham Power Choice Update • Update to List of Special Municipal Employees • Town Manager Report
8	**7:30**	Board Discussion • Town Manager Search Process • Position on Ballot Measure • Committee Reports

APPOINTMENT CALENDAR

1.	Kevin Keane	Town Manager Screening Committee Term Exp: 6/30/2025
2.	Heidi Frail	Town Manager Screening Committee Term Exp: 6/30/2025
3.	Corinna Kraemer	Needham Community Revitalization Trust Fund Term Exp: 6/30/2026

CONSENT AGENDA *Supporting Documents in Agenda Packet

1.	Approve for calendar year 2025 requests for license renewals of Restaurant – All Alcoholic Beverages License for each of the following establishments (subject to receipt of required completed paperwork): • Fusion Cuisine Inc. d/b/a Gari Japanese Fusion Bistro • Henry Hospitality Inc. d/b/a The James • Fuyuan Inc. d/b/a Fuji Steak House • Spiga LLC d/b/a Spiga • CEED Corp d/b/a Cook Needham • Blue Restaurant Needham LLC d/b/a Blue on Highland • Metrowest Dining LLC d/b/a The Common Room

	• Capella LLC d/b/a Cappella • Sai Restaurants, Inc. d/b/a Masala Art • Needbobcon d/b/a Conrad's Restaurant • Low & Zhang Co d/b/a Mandarin Cuisine
2.	Approve for calendar year 2025 request for license renewal of Restaurant – Wine and Malt Beverage License for the following establishment (subject to receipt of required completed paperwork): • PM Story Corporation d/b/a Little Spoon
3.	Approve for calendar year 2025 requests for license renewals of Package Stores- All Alcoholic Beverages for the following establishments (subject to receipt of required completed paperwork): • Volante Farms Inc. d/b/a Volante Farms • Reveler Beverage Company, LLC d/b/a Reveler Beverage Company • Needham Wine & Spirits, LLC d/b/a Needham Wine & Spirits
4.	Approve for calendar year 2025 request for Innholder – All Alcoholic License Renewal for the following establishments (subject to receipt of required completed paperwork): • 365 Management Company, LLC d/b/a Residence Inn by Marriott Needham
5.	Approve for calendar year 2025 requests for license renewals of Club – All Alcoholic Beverage Licenses for the following establishments (subject to receipt of required completed paperwork): • Village Club Building Association Inc d/b/a The Village Club • The Needham Golf Club d/b/a Needham Golf Club
6.	Approve for calendar year 2025 requests for license renewals of Common Victualler Licenses for the following establishments (subject to receipt of required completed paperwork): • TH McCoy Restaurant Group, LLC d/b/a McDonald's • Treat LLC d/b/a Treat Cupcake Bar • Just Salad 669 Highland Avenue LLC d/b/a Just Salad Store #83 • Starbucks Corporation d/b/a Starbucks Coffee #7227 • Coffee and Fresh Bagels Inc. d/b/a Café Fresh Bagel • CEED Corp d/b/a Cook Needham • Henry Hospitality Inc d/b/a The James • K & K Pie Company, Inc d/b/a Domino's Pizza Needham • The Cookie Monstah Company d/b/a The Cookie Monstah • Beth Israel Deaconess Needham Hospital d/b/a/ Trotman Family Glover Café • Niki Corp. d/b/a Town House of Pizza • Shallots Needham Inc d/b/a Sweet Boba • Fuyuan Inc. d/b/a Fuji Steak House • Blue Restaurant Needham LLC d/b/a Blue on Highland • Fusion Cuisine, Inc. d/b/a Gari Japanese Fusion Bistro • Volante Farms Inc. d/b/a Volante Farms • Chapel Street Corporation d/b/a Fresco

	• Spiga LLC d/b/a Spiga • Village Club Building Association Inc d/b/a The Village Club • Boston Bread, LLC d/b/a Panera Bread • 365 Management Company LLC d/b/a Residence Inn by Marriott • PM Story Corporation d/b/a Little Spoon • Needham Food and Beverage LLC d/b/a The Heights • Metrowest Dining LLC d/b/a The Common Room • Lyco Investment LLC d/b/a Dragon Chef • French Press LLC d/b/a French Press • Low & Zhang Co d/b/a Mandarin Cuisine • Capella LLC d/b/a Cappella • A New Leaf d/b/a A New Leaf • The Needham Golf Club d/b/a Needham Golf Club • ND Donuts LLC d/b/a Dunkin' (1203 Highland Avenue) • ND Donuts LLC d/b/a Dunkin' (260 Chestnut Street) • ND Donuts LLC d/b/a Dunkin' (399 Great Plain Avenue) • Eat Farmhouse d/b/a The Farmhouse
7.	Approve for calendar year 2025 the following requests for Class II Used Car Dealer Licenses (subject to receipt of required completed paperwork): • Copley Motorcars Corp.
8.	Approve for calendar year 2025 requests for various license renewals as detailed below for the following establishments (subject to receipt of required completed paperwork): • CEED Corp. d/b/a Cook Needham – Seven Day Entertainment License • Henry Hospitality Inc. d/b/a The James – Seven Day Entertainment License • Babson College – Lodging License • The Needham Golf Club Inc. – Weekday Entertainment License • Blue Restaurant Needham d/b/a Blue on Highland – Seven Day Entertainment License • Metrowest Dining LLC d/b/a The Common Room – Seven Day Entertainment License • Sai Restaurants, Inc d/b/a Masala Art – Seven Day Entertainment License
9.	Accept the following donations made to the Needham Health Division: • $30 from Claire Blum for Needham's Domestic Violence Action Program • $100 from Shahin Sagafi for Needham's Gift of Warmth Program
10.*	Approve Open Session Minutes of November 12, 2024
11.*	Endorse the approval of Water Sewer Abatement #1329.

NOTICE OF APPROVED ONE-DAY SPECIAL ALCOHOL LICENSES

Hosting Organization	Event Title	Location	Event Date
Temple Aliyah Inc.	Hanukkah Party	Temple Aliyah	12/19/2024

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 8/13/2024

Agenda Item	Public Hearing: Eversource Grant of Location – 43 Whitman Road
Presenter(s)	Joanne Callender, Eversource Representative

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**

Eversource Energy requests permission to install approximately nine feet of conduit in Whitman Road. The reason for this work is to provide service to 43 Whitman Road.

The Department of Public Works has approved this petition, based on Eversource Energy's commitment to adhere to the Town's regulation that all conduit installed must be 3" schedule 40 minimum; and, that when buried, that conduit must be placed at 24" below grade to the top of the conduit.

2.	**VOTE REQUIRED BY SELECT BOARD**

Suggested Motion: That the Select Board approve and sign a petition from Eversource Energy to install approximately nine feet of conduit in Whitman Road.

3.	**BACK UP INFORMATION ATTACHED**

a. DPW Review Sheet
b. Letter of Application
c. Petition
d. Order
e. Petition Plan
f. Notice Sent to Abutters
g. List of Abutters

TOWN OF NEEDHAM
PUBLIC WORKS DEPARTMENT

NEEDHAM, MA 02492 Telephone: (781) 455-7550
www.needhamma.gov/dpw

TO: Myles Tucker, Select Board Office
FROM: DPW Office
DATE:
RE:

For Select Board Meeting of

Abutters list & labels at Assessors Office.

Please email confirmation date & time of hearing

GRANT OF LOCATION PETITION REVIEW

DATE OF FIELD REVIEW: 11-18-24 REVIEWER: R.W.W.

SITE LOCATION: #43 WHITMAN RD UTILITY REQUESTING: EVERSOU RCE

Conduit Work Area Description

(A) Sidewalk/Grass Strip Crossing Only Peer Review tar-11/26/24

B Work Within Paved Road Perpendicular Crossing Peer Review _____

C Work Within a Plaza Area/Landscaped Island/Parallel Along Roadway

Peer Review _____ Div. Head Review _____

D Other Peer Review _____ Div. Head Review _____

- [x] Petition Plan Consistent with Field Review
- [x] Diameter of Conduit 3"
- [x] Depth of Conduit
- [x] Utility Conflicts
- [x] Crossing Perpendicular to Road
- [x] Public Road
- [x] Double Pole No
- [x] Old Pole Removed N/A
- [x] Cables Transferred to New Pole N/A
- [x] New Riser on Pole No
- [x] Visible Trench Patch across Road/Sidewalk No
- [ ] Abutters List Complete
- [ ] Photos Included

Department Head _____

COMMENTS:

THIS ONE IS O.K. NO TRENCHING VISIBLE, RISERS THAT ARE ATTACHED TO POLE DO NOT APPEAR TO BE RECENTLY PLACED.

The application is in order pending a public hearing- tar

EVERSOURCE ENERGY

180 Calvary Street
Waltham, Ma 02453

November 13, 2024

Select Board
Town Hall
1471 Highland Avenue
Needham, MA 02192

RE: Whitman Road
Needham, MA
W.O.# 18704918

Dear Members of the Board:

The enclosed petition and plan are being presented by the NSTAR ELECTRIC COMPANY dba EVERSOURCE ENERGY for the purpose of obtaining a Grant of Location to install approximately 9 feet of conduit in Whitman Road.

The reason for this work is to provide service to #43 Whitman Road.

If you have any further questions, contact Joanne Callender at (781) 314-5054.
Your prompt attention to this matter would be greatly appreciated.

Very truly yours,

Richard M. Schifone

Richard M. Schifone
Rights and Permits, Supervisor

RMS/HC
Attachments

ORDER FOR LOCATION FOR CONDUITS AND MANHOLES
Town of NEEDHAM

WHEREAS, **NSTAR ELECTRIC COMPANY dba EVERSOURCE ENERGY** has petitioned for permission to construct a line for the tranmission of electricity for lighting, heating or power under the public way or ways of the Town thereinafter specified, and notice has been given and a hearing held on said petition as provided by law.
It is ORDERED that **NSTAR ELECTRIC COMPANY dba EVERSOURCE ENERGY** be and hereby is granted permission to construct and a location for, such a line of conduits and manholes with the necessary wires and cables therein under the following public way or ways of said Town:

Whitman Road - **Westerly from pole 416/4, approximately 520 feet south of Charles River Street, install approximately 9 feet of conduit.**

W.O.# 18704918

All construction work under this Order shall be in accordance with the following conditions:
1. Conduits and manholes shall be located as shown on the plan made by **K. Rice, dated October 4, 2024** on the file with said petition.
2. Said company shall comply with the requirements of existing by-laws and such as may hereafter be adopted governing the construction and maintenance of conduits and manholes.
3. All work shall be done to the satisfaction of the Select Board or such officer or officers as it may appoint to supervise the work.

1 _____
2 _____
3 _____
4 _____
5 _____

Select Board
the Town of
NEEDHAM

CERTIFICATE

We hereby certify that the foregoing Order was adopted after due notice and a public hearing as prescribed by Section 22 of Chapter 166 of the General Laws (Ter. Ed.), and any additions thereto or amendments thereof, to wit:-after written notice of the time and place of the hearing mailed at least seven days prior to the date of the hearing by the Selectmen to all owners of real estate abutting upon that part of the way or ways upon, along or across which the line is to be constructed under said Order, as determined by the last preceding assessment for taxation, and a public hearing held on the _____ day of _____ 2024 at _____ in said Town.

1 _____
2 _____
3 _____
4 _____
5 _____

Select Board
the Town of
NEEDHAM

CERTIFICATE

I hereby certify that the foregoing are true copies of the Order of the **Select Board** of the Town of **NEEDHAM,** Masssachusetts, duly adopted on the _____ day of _____, 2024 and recorded with the records of location Orders of said Town, Book _____, Page _____ and of the certificate of notice of hearing thereon required by Section 22 of Chapter 166 of the General Laws (Ter.Ed.) and any additions thereto or amendments thereof, as the same appear of record.

Attest: _____
Clerk of the Town of **NEEDHAM,** Massachusetts

PETITION OF NSTAR ELECTRIC COMPANY dba EVERSOURCE ENERGY FOR LOCATION FOR CONDUITS AND MANHOLES

To the **Select Board** of the Town of **NEEDHAM** Massachusetts:

Respectfully represents **NSTAR ELECTRIC COMPANY dba EVERSOURCE ENERGY** a company incorporated for the transmission of electricity for lighting, heating or power, that it desires to construct a line for such transmission under the public way or ways hereinafter specified.

WHEREFORE, your petitioner prays that, after due notice and hearing as provided by law, the Board may by Order grant to your petitioner permission to construct, and a location for, such a line of conduits and manholes with the necessary wires and cables therein, said conduits and manholes to be located, substantially as shown on the plan made by **K. Rice, dated October 4, 2024,** and filed herewith, under the following public way or ways of said Town:

Whitman Road - **Westerly from pole 416/4, approximately 520 feet south of Charles River Street, install approximately 9 feet of conduit.**

W.O.# 18704918

NSTAR ELECTRIC COMPANY
dba EVERSOURCE ENERGY

By: *Richard M. Schifone*
Richard M. Schifone, Supervisor
Rights & Permits

Dated this 13th day of November 2024

Town of **NEEDHAM** Massachusetts

Received and filed _____2024

_____

N:\SHARED-mmas-vf02\CIMAGE\BASELINS\NEE\NEE-WHITMAAF.dwg

NAD 1983

#43
WHITMAN
ROAD

EVERSOURCE TO INSTALL
1-3" PVC PIPE
SCHEDULE 40, NO CONCRETE
SECTION 1 FIG. 1 9±

APPROX. PT.
OF PICKUP

R.O.W./BSW
DWY
SIDEWALK(BIT.)
GRASS
EOP
416/4
DWY
R.O.W./BSW
SIDEWALK(BIT.)
GRASS
EOP

APPROX. 520'± TO
CHARLES RIVER ST.

WHITMAN RD

EOP
DWY
APPROX. EDGE OF PAVEMENT (EOP)
R.O.W.
APPROX. RIGHT OF WAY(R.O.W.)

#54
WHITMAN
ROAD

SECTION - 1

STREET SURFACE

APPROX. DEPTH
2'-6"

SECTION OF PROPOSED LINE

1-IRON PIPE OR
1-PVC CONDUIT (SCH.40)
OR 1-FIBRE DUCT

FIGURE - 1

APPROX. ℄

#34
WHITMAN
ROAD

0 20 40
SCALE IN FEET

BY YOUR USE OF THE INFORMATION CONTAINED IN THIS MAP, YOU AGREE THAT NO WARRANTY OF ANY KIND, EXPRESS OR IMPLIED, IS GIVEN WITH RESPECT TO THE INFORMATION. NEITHER NSTAR ELECTRIC COMPANY, NSTAR GAS COMPANY NOR ITS PARENTS, AFFILIATES, OFFICERS, DIRECTORS, SHAREHOLDERS, EMPLOYEES OR AGENTS (COLLECTIVELY THE "NSTAR ENTITIES") SHALL BE LIABLE FOR ANY LOSS OR INJURY CAUSED IN WHOLE OR IN PART BY USE OF THIS INFORMATION OR IN RELIANCE UPON IT. TO THE MAXIMUM EXTENT ALLOWED BY LAW, YOU AGREE BY YOUR ACCEPTANCE OF THE INFORMATION TO RELEASE, INDEMNIFY AND HOLD THE NSTAR ENTITIES HARMLESS FROM ANY SUCH LOSS OR INJURY.

THE INFORMATION MAY NOT REPRESENT A SURVEY, MAY NOT BE THE MOST COMPLETE AND IS SUBJECT TO CHANGE WITHOUT NOTICE. NO LIABILITY IS ASSUMED FOR THE ACCURACY OF THE INFORMATION, EITHER EXPRESSED OR IMPLIED. UNAUTHORIZED ATTEMPTS TO MODIFY THE INFORMATION OR USE THE INFORMATION FOR OTHER THAN ITS INTENDED PURPOSES ARE PROHIBITED

MASS. LAW
REQUIRES 72 HOURS ADVANCE NOTICE TO UTILITY COMPANIES BEFORE DIGGING BY ANYONE. CALL DIG-SAFE 1-888-344-7233

C# 297-24	NSTAR ELECTRIC d/b/a EVERSOURCE
Ward #	1165 MASSACHUSETTS AVE. DORCHESTER, MASS. 02125
Work Order # 18704918	*Plan of* WHITMAN ROAD
Surveyed by: N/A	NEEDHAM
Research by: GR	Showing PROPOSED CONDUIT LOCATION
Plotted by: SJ	
Proposed Structures: SJ	
Approved: K. RICE	Scale 1"=20' Date OCTOBER 4, 2024
P#	SHEET 1 of 1

TOWN OF NEEDHAM, MASSACHUSETTS

BUILDING INSPECTION DEPARTMENT

Assessor's Map & Parcel Number: 305-18

Building Permit No.: _____

Zoning District: RURAL RESIDENCE – CONSERVATION

Lot Area: 43,500± S.F.

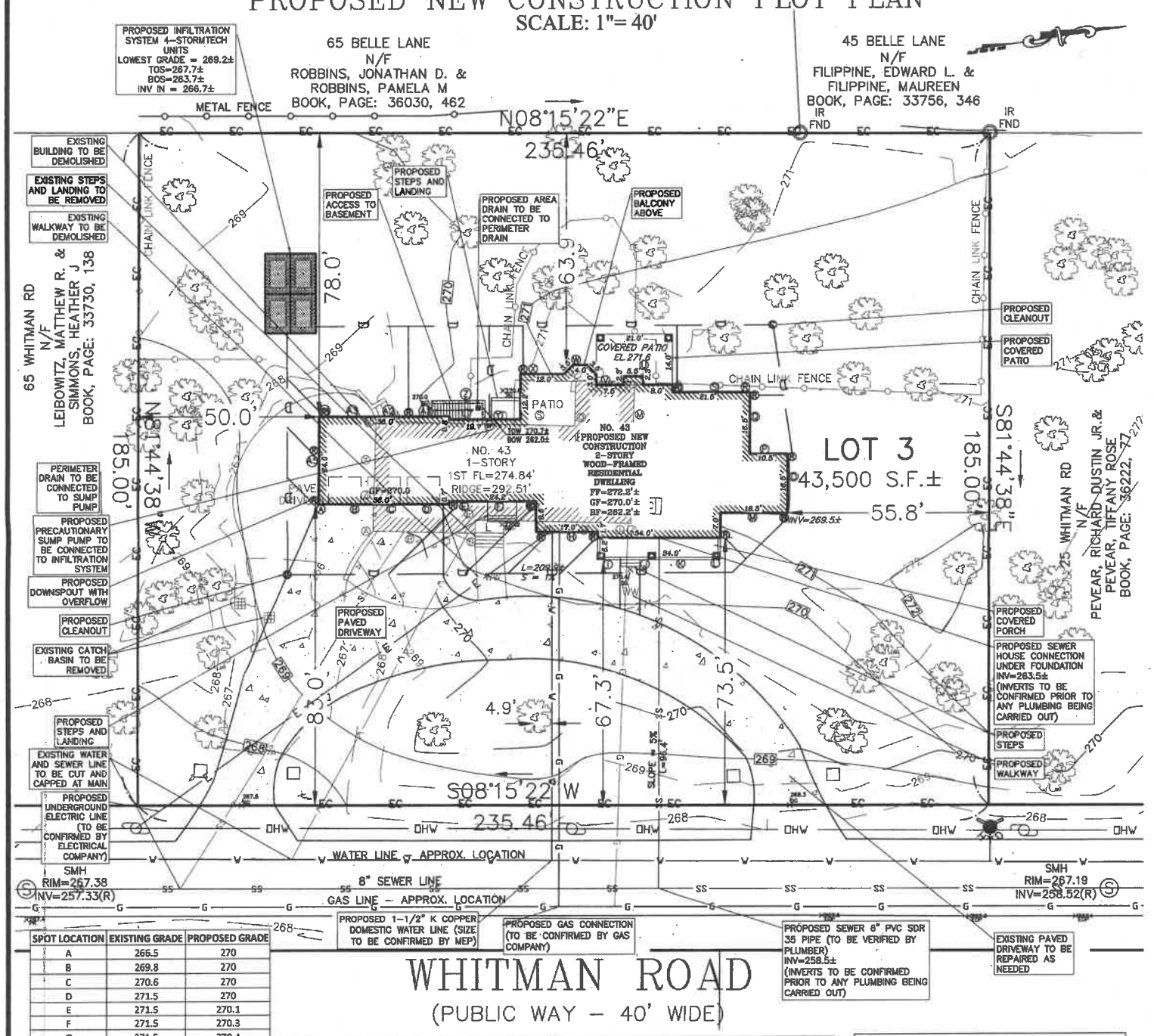
Address: NO. 43 WHITMAN ROAD

Owner: CURRAGH WHITMAN, LLC

Builder: _____

PROPOSED NEW CONSTRUCTION PLOT PLAN

SCALE: 1"= 40'



SPOT LOCATION	EXISTING GRADE	PROPOSED GRADE
A	266.5	270
B	269.8	270
C	270.6	270
D	271.5	270
E	271.5	270.1
F	271.5	270.3
G	271.5	270.4
H	271.5	270.3
I	271.6	270.3
J	271.6	270.5
K	271.5	270.5
L	271.7	270.5
M	271.8	271
N	271.7	271
O	271.9	271
P	271.9	271
Q	271.9	271.1
R	271.7	271.4
S	271.7	271.4
T	271.2	271.4
U	271	271.6
V	270.2	271.6
W	269.3	271.1
X	266.4	270.8
Y	266.4	270.7
Z	266.5	270.5
A1	-	270
A2	-	269.9
A3	-	269.7
A4	-	269.5
A5	-	269.7
TOTAL	7034.4	8387.3
AVERAGE	270.6	270.6

–EC– = EROSION CONTROL: FILTER SOCK OR COMPOST/STRAW WATTLE STAKED IN PLACE. MAINTAIN UNTIL SOIL STABLE

PROPOSED "SC-740 STORMTECH" CHAMBERS OR EQUIVALENT TO BE INSTALLED PER MANUFACTURER'S SPECIFICATIONS

EXISTING LOT COVERAGE = 5.0%

PROPOSED LOT COVERAGE = 9.3%

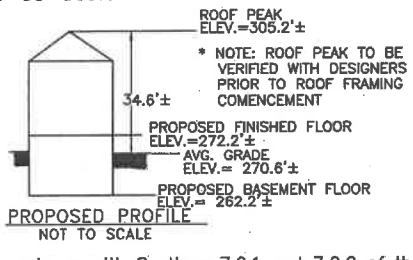
EXISTING AVERAGE GRADE = 270.6'

PROPOSED AVERAGE GRADE = 270.6'

PROPOSED AVERAGE GRADE = 270.6'

RETAINING WALLS OVER 4 FT HEIGHT TO BE DESIGNED BY STRUCTURAL ENGINEER

MAX BUILDING HEIGHT
EXISTING GRADE +35=270.6
+ 35=305.6±



PROPOSED PROFILE
NOT TO SCALE

COMMONWEALTH OF MASSACHUSETTS PETER J. NOLAN No. 49185 REGISTERED PROFESSIONAL LAND SURVEYOR

Note: Plot Plans shall be drawn in accordance with Sections 7.2.1 and 7.2.2 of the Zoning By-Laws for the Town of Needham. All plot plans shall show existing structures and public & private utilities, including water mains, sewers, drains, gas lines, etc.; driveways, septic systems, wells, Flood Plain and Wetland Areas, lot dimensions, lot size, dimensions of proposed structures, sideline, front and rear offsets and setback distances (measured to the face of structure) and elevation of top of foundations and garage floor. For new construction, lot coverage, building height calculations, proposed grading and drainage of recharge structures. For pool permits, plot plans shall also show fence surrounding pool with a gate, proposed pool and any accessory structures*, offsets from all structures and property lines, existing elevations at nearest house corners and pool corners, nearest storm drain catch basin (if any) and sewage disposal system location in areas with no public sewer.

*Accessory structures may require a separate building permit – See Building Code.

I hereby certify that the information provided on this plan is accurately shown and correct as indicated.

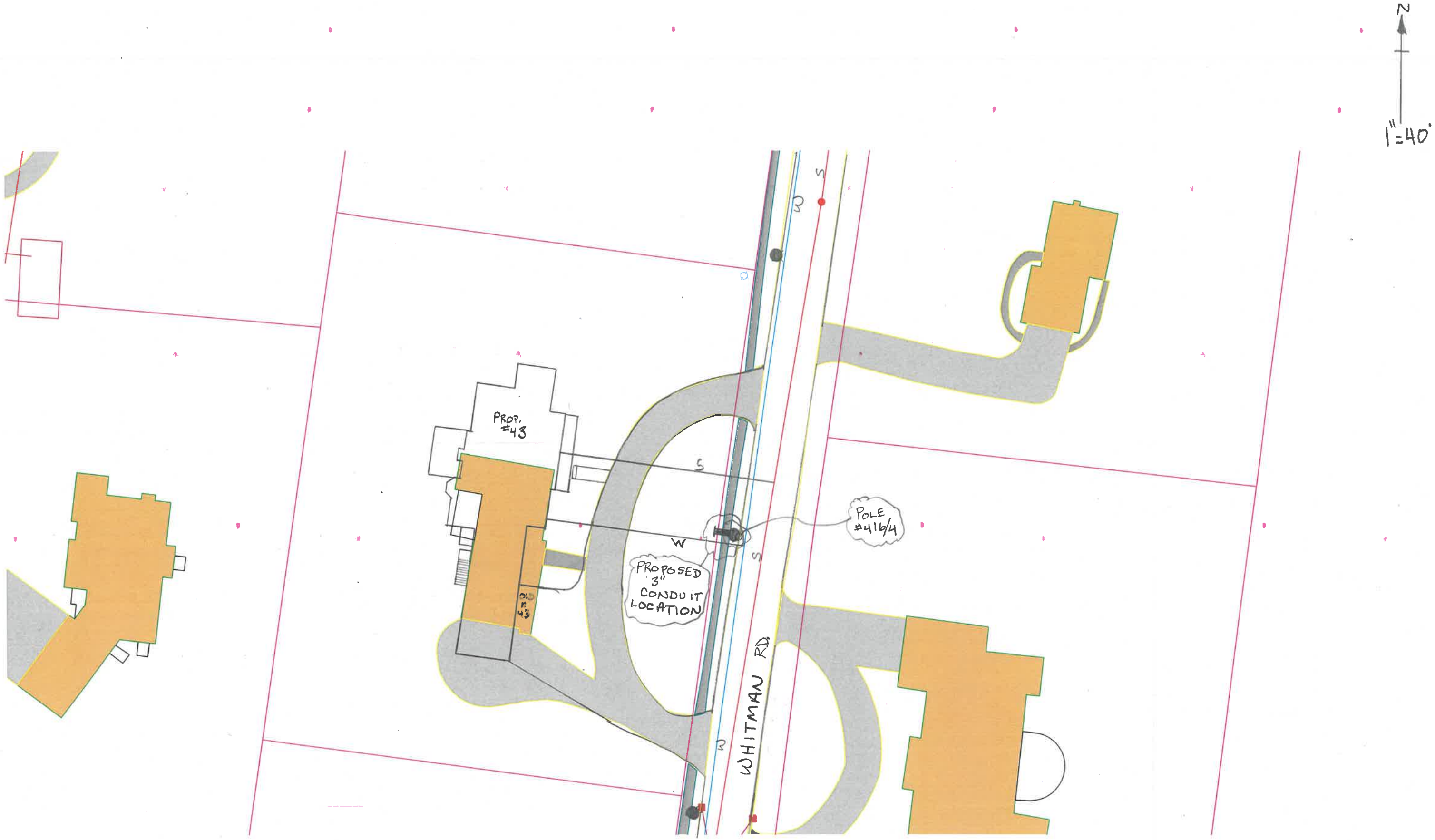
The above is subscribed to and executed by me this: 11TH day of: JUNE 2024

Name: PETER J. NOLAN Registered Land Surveyer #: 49185

Address: 80 JEWETT STREET, SUITE 1 City: NEWTON State: MA Zip: 02458 Tel. No: (857) 891-7478

_____ Director of Public Works: _____ Date _____

Approved: _____ Building Inspector: _____ Date _____


N
1"=40'
PROP. #43
S
W
POLE #416/4
PROPOSED 3" CONDUIT LOCATION
WHITMAN RD.

ROOF
AGELESS
CONSTRUCTION CORP
978-339-3975
KING
TIMBER FRAMING
978-827-7760
ONLY
WWW.YORKEXPOOLSLLC.COM
603.400.2957

NOTICE

To the Record

You are hereby notified that a public hearing will be held **at 6:00 p.m. on Tuesday, December 3, 2024 in person at Town Hall, 1471 Highland Avenue, Needham, MA 02492 and via Zoom** upon petition of Eversource Energy dated November 13, 2024 to install approximately nine feet of conduit in Whitman Road. The reason for this work is to provide service to 43 Whitman Road.

A public hearing is required and abutters are hereby notified.

If you have any questions regarding this petition, please contact Joanne Callender, Eversource Energy representative at (781) 314-5054.

Kevin Keane
Heidi Frail
Catherine Dowd
Marianne Cooley
Joshua Levy

SELECT BOARD

You are invited to a Zoom webinar:
https://needham-k12-ma-us.zoom.us/j/82601013229?pwd=OE82V1MxQnJUZHVXZjFNbWJXRFJoQT09
Passcode: 652800
Webinar ID: 826 0101 3229

Dated: November 25, 2024

43 WHITMAN ROAD

PARCEL ID	OWNER NAME 1	OWNER NAME 2	MAILING ADDRESS	CITY	ST	ZIP
199/305.0-0018-0000.0	HASLIP, JOHN H. TR	HASLIP, NANCY C, TR	43 WHITMAN RD	NEEDHAM	MA	02492
199/305.0-0033-0000.0	MALONEY, SEAN P. &	MALONEY, AMY C	87 BELLE LN	NEEDHAM	MA	02494
199/305.0-0003-0000.0	DEAMORE, DENISE A. TR.	THE JARED TRUST-2000	54 WHITMAN RD	NEEDHAM	MA	02492
199/305.0-0004-0000.0	ALFORD, LEE &	ALFORD, ABBE	70 WHITMAN RD	NEEDHAM	MA	02492
199/305.0-0019-0000.0	PEVEAR, RICHARD DUSTIN JR.&	PEVEAR, TIFFANY ROSE	25 WHITMAN RD	NEEDHAM	MA	02492
199/305.0-0031-0000.0	FILIPPINE, EDWARD L. &	FILIPPINE, MAUREEN	45 BELLE LN	NEEDHAM	MA	02494
199/305.0-0001-0000.0	LENZA, PETER TR.	GALLAGHER 2018 QUALIFIED PERSONAL TRUST	47 SUMMIT ROAD	WELLESLEY	MA	02482
199/305.0-0017-0000.0	LEIBOWITZ, MATTHEW R. &	SIMMONS, HEATHER J	65 WHITMAN RD	NEEDHAM	MA	02492
199/305.0-0032-0000.0	ROBBINS, JONATHAN D. &	ROBBINS, PAMELA M	65 BELLE LN	NEEDHAM	MA	02492
199/305.0-0030-0000.0	SAVENOR, MARC		27 BELLE LN	NEEDHAM	MA	02492
199/305.0-0002-0000.0	LUEDERS, WALLACE M, CARL L,&	LUEDERS, KAREN A & MARK A.& CARL J	78 PHEASANT LANDING I	NEEDHAM	MA	02492
199/305.0-0016-0000.0	STRAPP, HENRY F. TR.	81 WHITMAN ROAD REALTY TRUST	81 WHITMAN RD	NEEDHAM	MA	02492
199/305.0-0020-0000.0	ABRISHAMIAN, RAMIN &	ABRISHAMIAN, DIANA V. GARCIA M. DE	534 CHARLES RIVER ST	NEEDHAM	MA	02492

Certified as list of parties in interest under Mass. General Laws and Needham Zoning By-Law, to the Best of our knowledge
for the Needham Board of Assessors.....

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Public Hearing: Verizon Grant of Location – Tolman Street (Continued from 11/26/2024)
Presenter(s)	Alex Marrero, Verizon Representative

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**

Verizon New England requests permission to install one (1) JO Pole, P.3 on the westerly side of Toman Street, approximately 75 feet southwesterly from existing JO pole, P.2. The reason for this work is to provide service to new construction.

The Department of Public Works has approved this petition, based on Verizon New England and Eversource Energy's commitment to adhere to the Town's regulation that all conduit installed must be 3" schedule 40 minimum; and, that when buried, that conduit must be placed at 24" below grade to the top of the conduit.

The item is continued as voted by the Select Board at its November 26, 2024 meeting.

2.	**VOTE REQUIRED BY SELECT BOARD**

Suggested Motion: That the Select Board approve and sign a petition from Verizon New England to install one (1) JO Pole, P. 3 on the westerly side of Toman Street, approximately 75 feet southwesterly from existing JO pole, P.2.

3.	**BACK UP INFORMATION ATTACHED**

a. DPW Review Sheet
b. Letter of Application
c. Petition
d. Order
e. Petition Plan
f. Notice Sent to Abutters
g. List of Abutters

TOWN OF NEEDHAM
PUBLIC WORKS DEPARTMENT

NEEDHAM, MA 02492 Telephone: (781) 455-7550
www.needhamma.gov/dpw

TO: Myles Tucker, Select Board Office
FROM: DPW Office
DATE:
RE:

For Select Board Meeting of

Abutters list & labels at Assessors Office.

Please email confirmation date & time of hearing

GRANT OF LOCATION PETITION REVIEW

DATE OF FIELD REVIEW: 11-5-24 REVIEWER: RGWGW.

SITE LOCATION: #23-#35 TOLMAN ST. UTILITY REQUESTING: VERIZON

Conduit Work Area Description

(A) Sidewalk/Grass Strip Crossing Only Peer Review tar 11/19/24

B Work Within Paved Road Perpendicular Crossing Peer Review _____

C Work Within a Plaza Area/Landscaped Island/Parallel Along Roadway

Peer Review _____ Div. Head Review _____

D Other Peer Review _____ Div. Head Review _____

- [x] Petition Plan Consistent with Field Review
- [x] Diameter of Conduit N/A
- [x] Depth of Conduit N/A
- [x] Utility Conflicts
- [x] Crossing Perpendicular to Road N/A
- [x] Public Road
- [ ] Double Pole No
- [x] Old Pole Removed N/A
- [x] Cables Transferred to New Pole No
- [x] New Riser on Pole N/A
- [x] Visible Trench Patch across Road/Sidewalk N/A
- [ ] Abutters List Complete
- [x] Photos Included

Department Head _____

COMMENTS:

NO NEW POLE INSTALLED AS OF YET.

The application is complete pending a public hearing- tar 11/19/24

Karen Levesque
Right of Way Manager

verizon

85 High Street, 3rd Floor
Pawtucket, RI 02860

Mobile 774-504-1279
Karen.levesque@one.verizon.com

November 5, 2024

Needham Select Board
Needham Town Hall
1471 Highland Avenue
Needham, MA 02492

RE: Petition for Verizon job # 1A7M0VK
Tolman Street, Needham, MA

Dear Honorable Select Board:

Enclosed find the following items in support of the above-referenced project:

1. Petition;
2. Petition Plan;
3. Order;
4. Abutters.

A Public Hearing and notice to abutters is required. A Verizon representative will attend the Public Hearing. Should any questions or comments arise concerning this matter prior to the hearing, please contact me at 774-504-1279. Your assistance is greatly appreciated.

Sincerely,

Karen Levesque

Karen Levesque
Right of Way Manager

Enc

PETITION FOR JOINT OR IDENTICAL POLE LOCATIONS

November 4, 2024

To the Select Board

In **NEEDHAM**, Massachusetts

VERIZON NEW ENGLAND, INC. and **NSTAR ELECTRIC COMPANY D/B/A EVERSOURCE ENERGY** request permission to locate poles, wires, cables and fixtures including the necessary anchors, guys and other such sustaining and protecting fixtures to be owned and used in common by your petitioners, along and across the following public way or ways:

Tolman Street:

Install one (1) JO Pole, P.3 on the westerly side of Tolman Street ±75' southwesterly from existing JO pole, P.2.

This petition is necessary to accommodate new construction.

Wherefore they pray that after due notice and hearing as provided by law, they be granted joint or identical locations for and permission to erect and maintain poles, wires and cables, together with anchors, guys and other such sustaining and protecting fixtures as they may find necessary, said poles to be erected substantially in accordance with the plan filed herewith marked-VZ N.E. Inc. Plan No. **1A7M0VK** Dated **November 8, 2024.**

Also for permission to lay and maintain underground laterals, cables and wires in the above or intersecting public ways for the purpose of making connections with such poles and buildings as each of said petitioners may desire for distributing purposes.

Your petitioners agree that space shall be reserved and maintained for the limited purpose of attaching one-way low voltage fire and police signaling wires owned by the municipality or governmental entity for public safety purposes only.

VERIZON NEW ENGLAND INC.

By Karen Levesque

Karen Levesque - Manager - Rights of Way

Dated this 4th day of November, 2024

NSTAR ELECTRIC COMPANY D/B/A EVERSOURCE ENERGY

By

Right of Way Representative

Dated this 5th day of November, 2024

verizon

PETITION PLAN

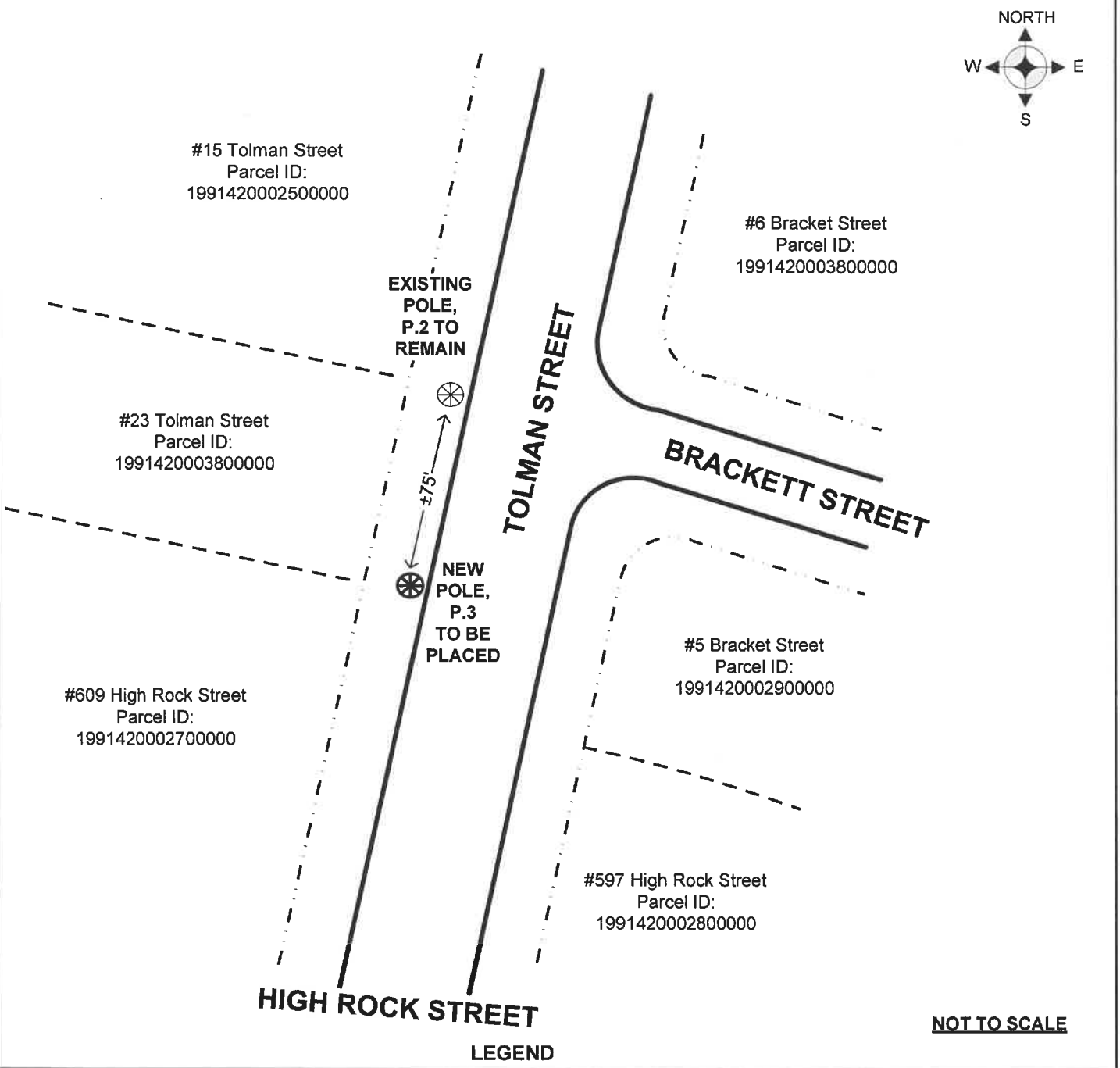
MUNICIPALITY NEEDHAM

VZ. N.E. INC. NO. 1A7M0VK

VERIZON NEW ENGLAND, INC AND
NSTAR ELECTRIC COMPANY D/B/A EVERSOURCE ENERGY

DATE : November 4, 2024

SHOWING PROPOSED INSTALLATION OF ONE POLE ON TOLMAN STREET



NOT TO SCALE

LEGEND

PROPERTY LINE

EDGE OF PAVEMENT

EDGE OF ROADWAY

EXISTING JOINTLY OWNED POLE TO REMAIN

PROPOSED NEW JOINTLY OWNED POLE TO BE INSTALLED

ORDER FOR JOINT OR IDENTICAL POLE LOCATIONS

By the Select Board of **NEEDHAM**, Massachusetts.

Notice having been given and a public hearing held, as provided by law,
IT IS HEREBY ORDERED:
that VERIZON NEW ENGLAND INC. and NSTAR ELECTRIC COMPANY D/B/A EVERSOURCE ENERGY be, and they are hereby granted joint or identical locations for and permission to erect and maintain poles and their respective wires and cables to be placed thereon, together with anchors, guys and other such sustaining and protecting fixtures as said Companies may deem necessary, in public way or ways hereinafter referred to, as requested in petition of said Companies dated the 4th day of November, 2024.

Tolman Street:

Install one (1) JO Pole, P.3 on the westerly side of Tolman Street ±75' southwesterly from existing JO pole, P.2.

This petition is necessary to accommodate new construction.

All construction under this order shall be in accordance with the following conditions:

Poles shall be of sound timber, and reasonably straight and shall be set substantially at the points indicated upon the plan marked-VZ N. E. Inc. No. **1A7M0VK** in a package Dated **November 8, 2024** - filed with said petition.

The following are the public ways or parts of ways along which the poles above referred to may be erected, and the number of poles, which may be erected thereon under this order:

Tolman Street
1 JO pole to be installed

Also that permission be and hereby is granted to each of said Companies to lay and maintain underground laterals, cables and wires in the above or intersecting public ways for the purpose of making connections with such poles and buildings as each may desire for distributing purposes.

I hereby certify that the foregoing order was adopted at a meeting of the Select Board of the Town of NEEDHAM, Massachusetts held on the _____ day of _____ 2024.

_____
Town Clerk

We hereby certify that on _____ 2024, at _____ o'clock _____m., at the _____ a public hearing was held on the petition of the VERIZON NEW ENGLAND INC. and NSTAR ELECTRIC COMPANY D/B/A EVERSOURCE ENERGY for permission to erect the poles, wires, cables, fixtures and connections described in the order herewith recorded, and that we mailed at least seven days before said hearing a written notice of the time and place of said hearing to each of the owners of real estate (as determined by the last preceding assessment for taxation) along the ways or parts of ways upon which the Companies are permitted to erect poles, wires, cables, fixtures and connections under said order. And that thereupon said order was duly adopted.

_____ _____

_____ _____

Select Board of the Town of NEEDHAM, Massachusetts

CERTIFICATE

I hereby certify that the foregoing is a true copy of location order, and certificate of hearing with notice adopted by the Select Board of the Town of NEEDHAM, Massachusetts, on the _____ day of _____ 2024, and recorded with the records of location orders of said Town, Book _____ Page _____. This certified copy is made under the provisions of Chapter 166 General Laws and any additions thereto or amendments thereof.

Attest:

_____

Town Clerk

ABUTTERS LIST

Parcel ID: 1991420003800000
6 Brackett Street

MACDUFF, IAN D. TR. &
MACDUFF, TERI M. TR
6 Brackett Street
Needham, MA 02492

Parcel ID: 1991420002900000
5 Brackett Street

CUNOOSAMY, MOOTOOSAMY POOLAY &
KURIAN, NISHA
5 Brackett Street
Needham, MA 02492

Parcel ID: 1991420002800000
597 High Rock Street

HOLLY, MARK H. &
HOLLY, NANCY L
597 High Rock Street
Needham, MA 02492

Parcel ID: 1991420002700000
609 High Rock Street

SUTCLIFFE, DAVID G. &
SUTCLIFFE, ELIZABETH A
609 High Rock Street
Needham, MA 02492

Parcel ID: 1991420002600000
23 Tolman Street

SHAFF, ERIC D. &
SHAFF, SHARON L
23 Tolman Street
Needham, MA 02492

Parcel ID: 1991420002500000
15 Tolman Street

GREENSTEIN, GARY L &
GREENSTEIN, SHARYN A
15 Tolman Street
Needham, MA 02492

LEGEND

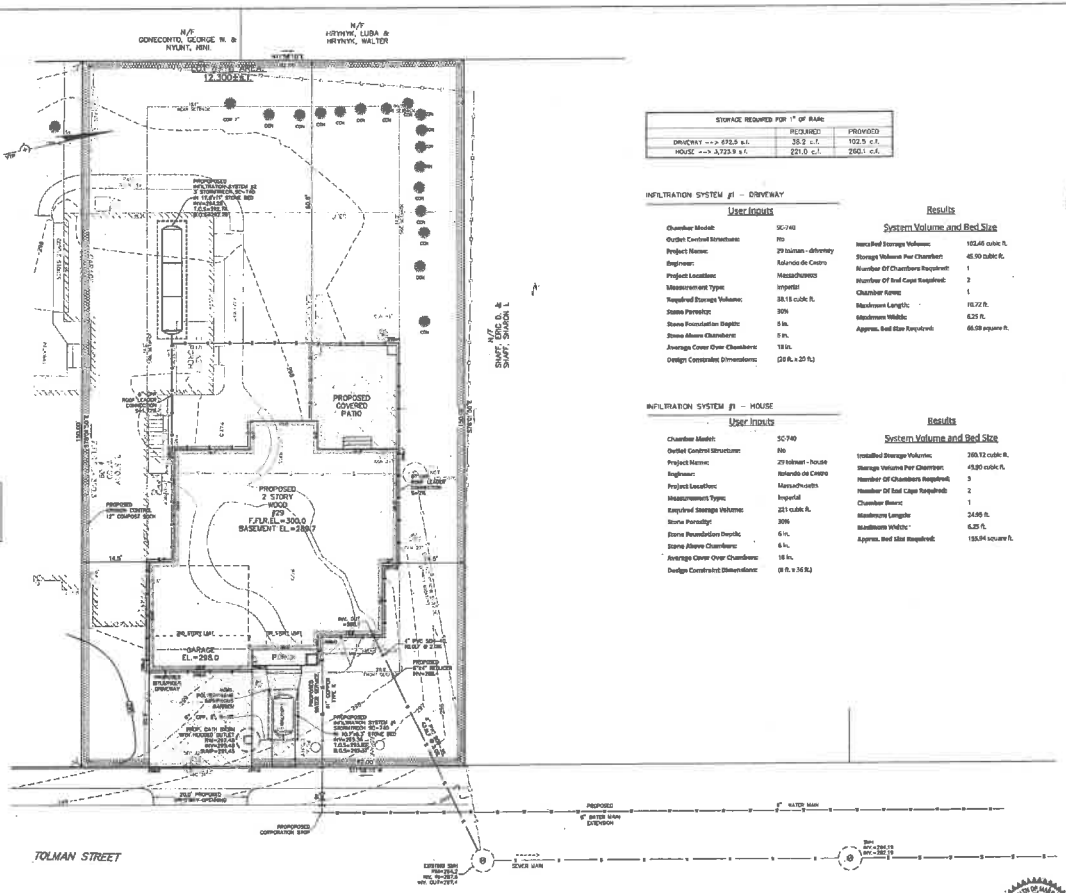
EXISTING BUILDING
PROPOSED BUILDING
PROPERTY LINE
CONTOUR
STOCKADE FENCE
CHAINLINK FENCE
PICKET FENCE
SEWER LINE
DRAIN LINE
WATER LINE
WATER/GAS VALVE
DRAIN/SEWER MANHOLE
CATCH BASIN
UTILITY/LIGHT POLE
DECIDUOUS TREE
CONIFEROUS TREE
FIRE HYDRANT
WETLAND FLAG

NORFOLK COUNTY REGISTRY OF DEEDS

DEED REFERENCE
BOOK 41558 PAGE 289

PLAN REFERENCE
BOOK 725 PAGE 75

OWNER OF RECORD
29 TOLMAN STREET, LLC



STORAGE REQUIRED FOR 1" OF RAIN:		
	REQUIRED	PROVIDED
DRIVEWAY --> 692.5 s.f.	35.2 c.f.	102.5 c.f.
HOUSE --> 3,723.9 s.f.	221.0 c.f.	260.1 c.f.

INFILTRATION SYSTEM #1 – DRIVEWAY

User Inputs

Chamber Model:	SC-740
Outlet Control Structure:	No
Project Name:	29 tolman - driveway
Engineer:	Rolando de Castro
Project Location:	Massachusetts
Measurement Type:	Imperial
Required Storage Volume:	38.15 cubic ft.
Stone Porosity:	30%
Stone Foundation Depth:	6 in.
Stone Above Chambers:	6 in.
Average Cover Over Chambers:	18 in.
Design Constraint Dimensions:	(20 ft. x 20 ft.)

Results

System Volume and Bed Size

Installed Storage Volume:	102.46 cubic ft.
Storage Volume Per Chamber:	45.90 cubic ft.
Number Of Chambers Required:	1
Number Of End Caps Required:	2
Chamber Rows:	1
Maximum Length:	16.22 ft.
Maximum Width:	6.25 ft.
Approx. Bed Size Required:	66.59 square ft.

INFILTRATION SYSTEM #1 – HOUSE

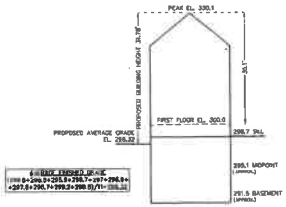
User Inputs

Chamber Model:	SC-740
Outlet Control Structure:	No
Project Name:	29 tolman - house
Engineer:	Rolando de Castro
Project Location:	Massachusetts
Measurement Type:	Imperial
Required Storage Volume:	221 cubic ft.
Stone Porosity:	30%
Stone Foundation Depth:	6 in.
Stone Above Chambers:	6 in.
Average Cover Over Chambers:	18 in.
Design Constraint Dimensions:	(8 ft. x 36 ft.)

Results

System Volume and Bed Size

Installed Storage Volume:	260.12 cubic ft.
Storage Volume Per Chamber:	45.90 cubic ft.
Number Of Chambers Required:	5
Number Of End Caps Required:	2
Chamber Rows:	1
Maximum Length:	34.96 ft.
Maximum Width:	6.25 ft.
Approx. Bed Size Required:	155.84 square ft.



PROPOSED BUILDING HEIGHT
NOT TO SCALE

ZONING CHART			
NEEDHAM, MASSACHUSETTS			
ZONE: SR-B SUBMISSION: PROPOSED			
REGULATION	REQUIRED	EXISTING	PROPOSED
LOT AREA	10,000s.f.	12,300±s.f.	12,300±s.f.
LOT FRONTAGE	80.0'	82.0'	82.0'
FRONT SETBACK	20.0'	–	20.5'
SIDE SETBACK	14.0'	–	14.0'
REAR SETBACK	10.0'	–	69.8'
BUILDING HEIGHT	35.0'	–	31.75'
AVERAGE GRADE	–	–	296.32
LOT COVERAGE	25%-30%	–	18.4%

DIG SAFE

DIG SAFE
EXCAVATORS BEFORE YOU DIG CONTACT THE DIG SAFE CENTER TO PREVENT DAMAGE TO UTILITIES. DAMAGE TO ELECTRIC UNDERGROUND FACILITIES OF MINIMUM DEPTHS. CALL TOLL FREE 1-888-344-7233. MASSACHUSETTS STATE LAW REQUIRES NOTIFICATION AT LEAST THREE BUSINESS DAYS BEFORE YOU START DIGGING OPERATIONS. IN AN EMERGENCY, CALL IMMEDIATELY

0 10 20 30 40
SCALE: 1" = 10'

GENERAL NOTES:

1. THE CONTRACTOR SHALL BE RESPONSIBLE FOR VERIFYING AND DETERMINING THE LOCATION, SIZE AND ELEVATION OF ALL EXISTING UTILITIES, SHOWN OR NOT SHOWN ON THIS PLAN, PRIOR TO ANY CONSTRUCTION. THE ENGINEER SHALL BE NOTIFIED IN WRITING OF ANY UTILITIES FOUND INTERFERING WITH THE PROPOSED CONSTRUCTION AND APPROPRIATE REMEDIAL ACTION BEFORE PROCEEDING IN THE WORK.
2. THE LOCATION OF ALL UTILITIES SHOWN HEREON ARE APPROXIMATE AND ARE BASED ON THE FIELD LOCATION OF ALL VISIBLE STRUCTURES SUCH AS CATCH BASINS, MANHOLES, WATER GATES, ETC. AND GOVERNMENT AGENCIES.
3. ALL THE PROPOSED DOWNSPOUTS TO CONNECT INTO ONSITE INFILTRATION SYSTEMS.

VERITY NOTE:
ALL UTILITY INFORMATION SHOWN IS FROM AVAILABLE RECORDS, TO BE VERIFIED IN FIELD PRIOR TO ANY CONSTRUCTION

TOPOGRAPHIC SITE PLAN
NEEDHAM, MASSACHUSETTS

SHOWING PROPOSED CONDITIONS AT
#29 TOLMAN STREET

SCALE: 1in.=10ft. DATE: MARCH 4, 2024

PROJECT: 223184

VTP ASSOCIATES INC.
LAND SURVEYORS – CIVIL ENGINEERS
132 ADAMS STREET 2ND FLOOR SUITE 3
NEWTON, MA 02458
(617) 332-8271

SHEET 1 OF 2

LEGEND

EXISTING BUILDING
PROPOSED BUILDING
PROPERTY LINE
CONTOUR
STOCKADE FENCE
CHAINLINK FENCE
PICKET FENCE
SEWER LINE
DRAIN LINE
WATER LINE
WATER/GAS VALVE
DRAIN/SEWER MANHOLE
CATCH BASIN
UTILITY/LIGHT POLE
DECIDUOUS TREE
CONIFEROUS TREE
FIRE HYDRANT
WETLAND FLAG

NORFOLK COUNTY REGISTRY OF DEEDS

DEED REFERENCE
BOOK 41555 PAGE 292

PLAN REFERENCE
BOOK 722 PAGE 73

OWNER OF RECORD
35 TOLMAN STREET, LLC

ROOF DOWNSPOUT SYSTEM TO BE MIN. 4" PVC SCH-40, UNLESS NOTED. PVC SCH-80 UNDER DRIVEWAY AND PARKING AREAS WITH LESS THAN 4' OF COVER. S=0.005MIN.

CONTRACTOR TO FIELD LOCATE ROOF DOWNSPOUT SYSTEM AND ADJUST PIPE LENGTHS AS NECESSARY TO ACCOMMODATE ACTUAL DOWNSPOUTS. DOWNSPOUT LOCATIONS SHOWN ARE APPROXIMATE.

STORAGE CALCULATION FOR 1" OF RAIN		
	REQUIRED	PROVIDED
DRIVEWAY --> 672.5 s.f.	56 c.f.	102.5 c.f.
HOUSE --> 3,725.9 s.f.	310.5 c.f.	334.5 c.f.

INFILTRATION SYSTEM #1 – DRIVEWAY

User Inputs

Chamber Model:	SC-740
Outlet Control Structure:	No
Project Name:	35 tolman - driveway
Engineer:	Rolando da Castro
Project Location:	Massachusetts
Measurement Type:	Imperial
Required Storage Volume:	56.10 cubic ft.
Stone Porosity:	30%
Stone Foundation Depth:	6 in.
Stone Above Chamber:	6 in.
Average Cover Over Chambers:	18 in.
Design Constraint Dimensions:	(29 ft. x 20 ft.)

Results

System Volume and Bed Size

Installed Storage Volume:	102.46 cubic ft.
Storage Volume Per Chamber:	45.90 cubic ft.
Number Of Chambers Required:	1
Number Of End Caps Required:	2
Chamber Rows:	1
Maximum Length:	10.72 ft.
Maximum Width:	6.25 ft.
Approx. Bed Size Required:	66.98 square ft.

INFILTRATION SYSTEM #1 – HOUSE

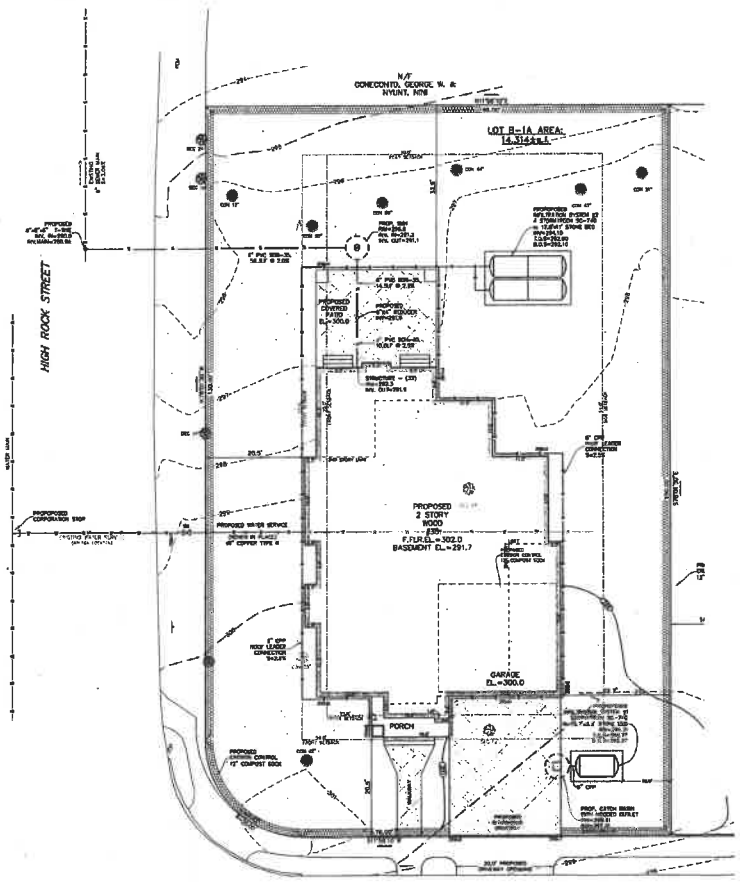
User Inputs

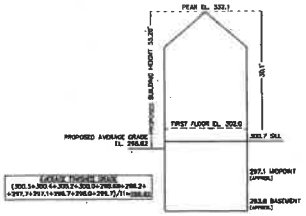
Chamber Model:	SC-740
Outlet Control Structure:	No
Project Name:	35 tolman - house
Engineer:	Rolando da Castro
Project Location:	Massachusetts
Measurement Type:	Imperial
Required Storage Volume:	310.50 cubic ft.
Stone Porosity:	30%
Stone Foundation Depth:	6 in.
Stone Above Chamber:	6 in.
Average Cover Over Chambers:	18 in.
Design Constraint Dimensions:	(29 ft. x 20 ft.)

Results

System Volume and Bed Size

Installed Storage Volume:	334.50 cubic ft.
Storage Volume Per Chamber:	45.90 cubic ft.
Number Of Chambers Required:	4
Number Of End Caps Required:	4
Chamber Rows:	2
Maximum Length:	17.83 ft.
Maximum Width:	11 ft.
Approx. Bed Size Required:	196.17 square ft.





PROPOSED BUILDING HEIGHT
NOT TO SCALE

ZONING CHART			
NEEDHAM, MASSACHUSETTS			
ZONE: SR-B SUBMISSION: PROPOSED			
REGULATION	REQUIRED	EXISTING	PROPOSED
LOT AREA	10,000 s.f.	14,314 s.f.	14,314 s.f.
LOT FRONTAGE	80.0'	107.42'	107.42'
FRONT SETBACK	20.0'	–	20.5'
SIDE SETBACK	14.0'	–	20.5'
REAR SETBACK	10.0'	–	23.5'
BUILDING HEIGHT	35.0'	–	33.29'
AVERAGE GRADE	–	–	298.82
LOT COVERAGE	25%-30%	–	26.0%

TOPOGRAPHIC SITE PLAN
NEEDHAM, MASSACHUSETTS

SHOWING PROPOSED CONDITIONS AT
#35 TOLMAN STREET

SCALE: 1in.=10ft. DATE: MARCH 4, 2024

PROJECT: 223184

VTP ASSOCIATES INC.
LAND SURVEYORS – CIVIL ENGINEERS
132 ADAMS STREET 2ND FLOOR SUITE 3
NEWTON, MA 02458
(617) 332-8271

SHEET 1 OF 2

DIG SAFE

EXCAVATORS BEFORE YOU DIG CONTACT THE DIG SAFE CENTER TO PREVENT DAMAGE TO TELEPHONE, GAS OR ELECTRIC UNDERGROUND FACILITIES OF MEMBER UTILITIES. CALL TOLL FREE, 1-888-344-7233. MASSACHUSETTS STATE LAW REQUIRES NOTIFICATION AT LEAST THREE BUSINESS DAYS BEFORE YOU START DIGGING OPERATIONS. IN AN EMERGENCY, CALL IMMEDIATELY

0 10 20 30 40
SCALE: 1" = 10'

GENERAL NOTES:

1. THE CONTRACTOR SHALL BE RESPONSIBLE FOR VERIFYING AND DETERMINING THE LOCATION, SIZE AND ELEVATION OF ALL EXISTING UTILITIES, SHOWN OR NOT SHOWN ON THIS PLAN, PRIOR TO ANY CONSTRUCTION. THE ENGINEER SHALL BE NOTIFIED IN WRITING OF ANY UTILITIES FOUND DIFFERING FROM THE PROPOSED CONSTRUCTION AND APPROPRIATE REMEDIAL ACTION BEFORE PROCEEDING WITH THE WORK.
2. THE LOCATION OF ALL UTILITIES SHOWN HEREON ARE APPROXIMATE AND ARE BASED ON THE FIELD LOCATION OF ALL VISIBLE STRUCTURES SUCH AS CATCH BASINS, MANHOLES, WATER GATES, ETC. AND GOVERNMENT AGENCIES.
3. ALL THE PROPOSED DOWNSPOUTS TO CONNECT INTO ONSITE INFILTRATION SYSTEMS.

UTILITY NOTE:
ALL UTILITY INFORMATION SHOWN IS FROM AVAILABLE RECORDS. TO BE VERIFIED IN FIELD PRIOR TO ANY CONSTRUCTION

TOWN OF NEEDHAM, MASSACHUSETTS

ENG

Building Inspection Department

Assessor's Map & Parcel No. MAP 142 PARCEL 26

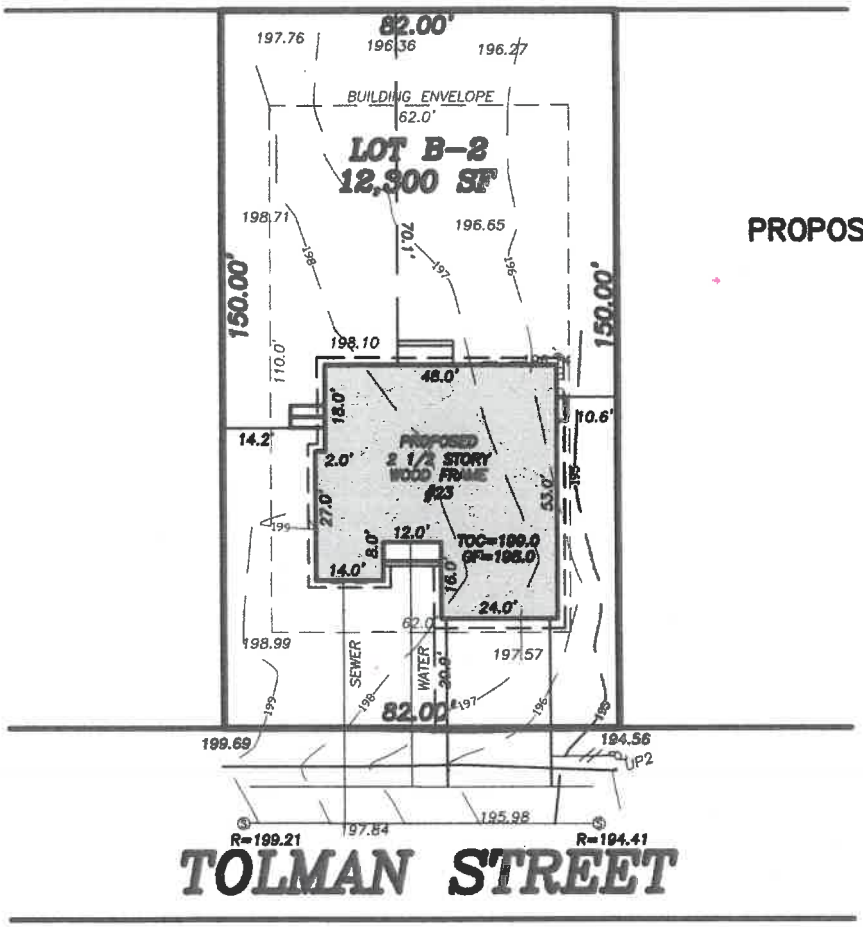
Building Permit No. B12014 1050 At No. 23 TOLMAN STREET

Lot Area 12,300 SF Zoning District SRB

Owner _____ Builder _____

PLOT PLAN
40 Scale

Field Resources, Inc.
LAND SURVEYORS
P.O .Box 324 Auburn, MA 01501 508 832 4332
281 Chestnut Street Needham, MA 02492 781 444 5936
fieldresources@hotmail.com



PROPOSED LOT COVERAGE = 19%

COMMONWEALTH OF MASSACHUSETTS
BRADLEY J. SIMONELLI
47581
PROFESSIONAL LAND SURVEYOR

088-14

Note: Plot plans shall be drawn in accordance with Sections 7.2.1 and 7.2.2 of the Zoning By-Laws for the Town of Needham. All plot plans shall show existing structures and public utilities, including water mains, sewers, drains, gaslines, etc.; driveways, Flood Plain and Wetland Areas, lot dimensions, dimensions of proposed structures, sideline offsets and setback distances, (allowing for overhangs) and elevation of top of foundations and garage floor. For new construction, elevation of lot corners at street line and existing and approved street grades shall be shown for grading along lot line bordering streetline. For pool permits, plot plans shall also show fence surrounding pool with a gate, proposed pool and any accessory structures*, offsets from all structures and property lines, existing elevations at nearest house corners and pool corners, nearest storm drain catch basin (if any) and, sewage disposal system location in unsewered area.
(*Accessory structures may require a separate building permit - See Building Code)

I hereby certify that the information provided on this plan is accurately shown and correct as indicated.
The above is subscribed to and executed by me this 19TH day of AUGUST 2014
Name Bradley J. Simonelli , PLS Registered Land Surveyor No 47581
Address 281 CHESTNUT ST City NEEDHAM State MA Zip 02492 Tel No 781-444-5936
Approved R. P. Merson Director of Public Works Date 9/5/14
Approved _____ Building Inspector

JEH

N
1" = 40'
POLE #2
PROPOSED POLE #3 LOCATION
#1210 CENTRAL AVE.
#23
#29
#62
#35
#40
#6
#5
#15
#21
#59
#14
#12
BRACKETT ST.
TOLMAN ST.
HIGH ROCK ST.
W
S
D

OMFICE
COMMERCIAL - RESIDENTIAL
NEW STYLE

NOTICE

To the Record

You are hereby notified that a public hearing will be held **at 6:00 p.m. on Tuesday, November 26, 2024 in person at Town Hall, 1471 Highland Avenue, Needham, MA 02492 and via Zoom** upon petition of Verizon dated November 4, 2024 to install one (1) JO Pole P.3 on the Westerly side of Tolman Street ± 75' southwesterly from existing JO pole, P.2. The reason for this work is to provide service to accommodate new construction.

A public hearing is required and abutters are hereby notified.

If you have any questions regarding this petition, please contact Karen Levesque, Verizon representative at (774) 504-1279.

Kevin Keane
Heidi Frail
Catherine Dowd
Marianne Cooley
Joshua Levy

SELECT BOARD

You are invited to a Zoom webinar:
https://us02web.zoom.us/j/82601013229?pwd=OE82V1MxQnJUZHVXZjFNbWJXRFJoQT09
Passcode: 652800
Webinar ID: 826 0101 3229

Dated: November 18, 2024

23 TOLMAN STREET GOL

PARCEL ID	OWNER NAME 1	OWNER NAME 2	MAILING ADDRESS	CITY	ST	ZIP
199/142.0-0025-0000.0	GREENSTEIN, GARY L &	GREENSTEIN, SHARYN A	15 TOLMAN ST	NEEDHAM	MA	02492-
199/142.0-0003-0000.0	BOWE, ALAN J. & BETTY S. TRS	BOWE REALTY TRUST	1200 CENTRAL AVE	NEEDHAM	MA	02492-
199/142.0-0001-0000.0	GONECONTO, GEORGE W. &	NYUNT, NINI	621 HIGH ROCK ST	NEEDHAM	MA	02492-
199/142.0-0028-0000.0	HOLLY, MARK H. &	HOLLY, NANCY L	597 HIGH ROCK ST	NEEDHAM	MA	02492-
199/142.0-0004-0000.0	SHAMESH LLC		55 SOUTH BRADFORD ST	NORTH ANDC	MA	01845-
199/142.0-0029-0000.0	CUNOOSAMY, MOOTOOSAMY PO	KURIAN, NISHA	5 BRACKETT ST	NEEDHAM	MA	02492-
199/142.0-0026-0000.0	SHAFF, ERIC D. &	SHAFF, SHARON L	23 TOLMAN ST	NEEDHAM	MA	02492-
199/142.0-0027-0000.0	SUTCLIFFE, DAVID G. &	SUTCLIFFE, ELIZABETH A	58 FAY LN	NEEDHAM	MA	02494-
199/142.0-0038-0000.0	MACDUFF, IAN D. TR. &	MACDUFF, TERI M. TR	6 BRACKETT ST	NEEDHAM	MA	02492-
199/142.0-0002-0000.0	HRYNYK, LUBA &	HRYNYK, WALTER	1210 CENTRAL AVE	NEEDHAM	MA	02492-

Certified as list of parties in interest under Mass. General Laws and Needham Zoning By-Law, to the Best of our knowledge
for the Needham Board of Assessors.....

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Snow and Ice Update
Presenter(s)	Carys Lustig, Director of Public Works

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**

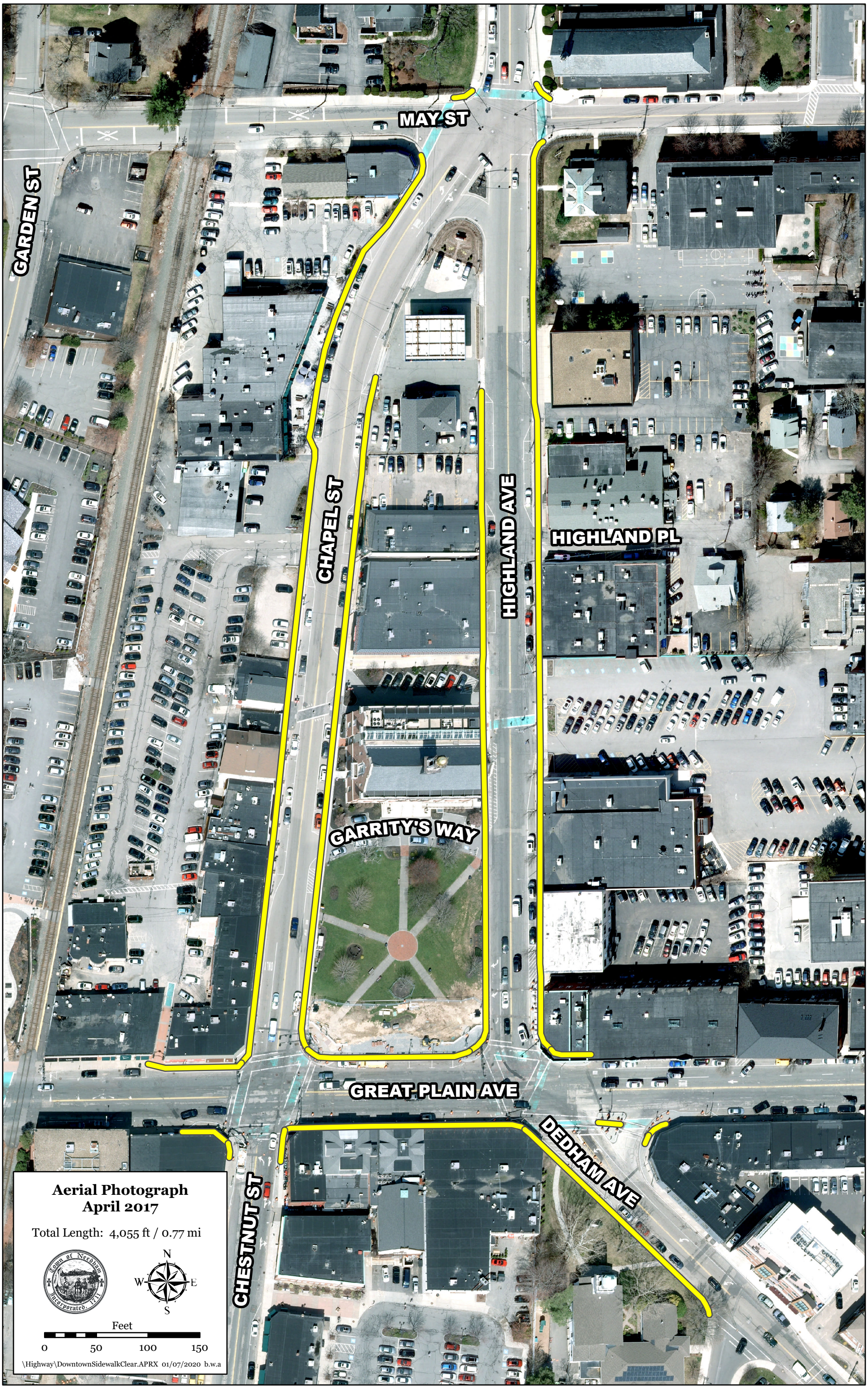
Carys Lustig, Director of Public Works, will provide an update for the current winter snow season including staffing levels, contractor support levels, and preliminary winter reports. This will include an update on the four-year long pilot in the downtown where the Town has provided after-hours snow removal on sidewalks in selected locations.

2.	**VOTE REQUIRED BY SELECT BOARD**

N/A – Discussion Only

3.	**BACK UP INFORMATION ATTACHED**

a) Map of Pilot Area
b) Downtown Pilot Press Release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HIGHLAND AVE
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GREAT PLAIN AVE
DEDHAM AVE
CHESTNUT ST
Aerial Photograph
April 2017
Total Length: 4,055 ft / 0.77 mi
Town of Needham
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Town of Needham, Massachusetts
Media Release

Office of the Town Manager
Town Hall, 1471 Highland Ave, Needham, MA 02492

FOR IMMEDIATE RELEASE
Tuesday, January 14, 2020

CONTACT
Cyndi Roy Gonzalez
croygonzalez@needhamma.gov

Needham Department of Public Works Announces Snow Clearing Pilot Program in Downtown Business District

Program Aims to Make Downtown Businesses More Accessible During and After Winter Storms

Needham—Tuesday, January 14, 2020 – The Needham Department of Public Works today announced that it has launched a pilot snow clearing program in the Downtown Business District to help customers and employees better access restaurants, retail stores and other businesses in the area during and immediately after snow storms. The pilot program is a joint effort of the Town of Needham and the area's commercial businesses.

In order to improve accessibility for pedestrians, on-street parking, and vehicle traffic flow, the pilot program establishes standards for snow and ice removal from sidewalks for abutting commercial property owners. At the conclusion of the winter season, various snow clearing equipment and operational plans will be evaluated to determine success.

While the Town will deploy snow clearing equipment in the downtown area during designated snow and ice events, commercial business owners, tenants, occupants or agents in charge are still responsible for snow and ice removal as mandated by the Town's Commercial Property Sidewalk Regulation, Article 3.1.9.1. That regulation remains in full effect throughout the pilot.

"Snow and ice storms can adversely affect our local business and make it hard for customers to visit the shops and restaurants they rely on," said Rick Merson, Director of Public Works. "Through this pilot program, we're working with business owners in the downtown area to try to minimize the impact our winter weather plays on their daily operations and make it easier for customers to access their stores."

As part of the snow clearing pilot, the Town received approval last year from Town Meeting to purchase a stand-on plow that is more maneuverable than a traditional sidewalk plow. The machine has a 42" plow, a 34" snow blower, and a 38" broom. It

enables the operator to push through and relocate snow as it goes through difficult snow banks, faster than a push-behind snow blower.

The Town will clear a five-foot pathway adjacent to the building or curb line during business hours in the pilot area once sidewalk plow units are dispatched under the following stages of the Town's current program:

- Stage 2 – Modified De-Icing Chemical Operation
- Stage 3 – Full Plow Operation
- Stage 4 – Snow Removal & Hauling Operation

The Town will also complete a full removal from the sidewalks in the pilot area during Stage 5 – Snow Removal and Hauling Operation of the Town's current program.

Pilot Area (see attached map)
The length of sidewalk in the Downtown Business District pilot area is 4,250 feet, including 16 curb cuts and 560 feet of Town Hall Common Sidewalk.

The pilot area includes:

- Sidewalks on both sides of Great Plain Avenue between Chapel Street and Highland Avenue
- Sidewalks on both sides of Chapel Street and Highland Avenue between Great Plain Avenue and May Street

###

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Introduction of Needham's First Poet Laureate
Presenter(s)	Rob MacLean, Library Director

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**
Mr. MacLean will introduce the Town's first Poet Laureate Anne E.G. Nydam.	
2.	**VOTE REQUIRED BY SELECT BOARD**
N/A – Discussion Only	
3.	**BACK UP INFORMATION ATTACHED**
a. Resume for Anne E.G. Nydam b. Poet Laureate of Needham Program Description and Guidelines	

ANNE E.G. NYDAM

[redacted]
Needham MA [redacted]
[redacted]

RELEVANT EXPERIENCE

2007-2024 **Needham Open Studios**
Lead organizer and President of the Board (as well as one of the participating artists)

2021-2024 **Strong Women-Strange Worlds**
Co-organizer of a twice-monthly live reading series of women and non-binary authors of sci fi, fantasy, and horror. Events are free and open to the public on Zoom.

2016-2024 **North Hill Independent Living, Boskone sci fi and fantasy convention, Arisia sci fi and fantasy convention, and others**
Presenter of workshops, lectures, and readings, participant on panels on a variety of topics in art, writing, and linguistics (for adults)

2021 **Boston Book Festival**
Author, reading work with Broad Universe author group

2009-2014 **Eliot Elementary School, Hillside Elementary School, and High Rock School**
Teacher of workshops on creative writing, especially writing fiction (grades 3, 4, 6)

2016 **Pollard Middle School (NEF grant)**
Teacher of workshop on Shakespeare's language for all Needham 8th graders, with supplementary support program and materials for the teachers

2018-2024 **Needham Community Education, Newton Community Education, Wellesley Council on Aging, North Hill Independent Living**
Teacher of relief block printing classes and workshops for adults

2012-2018, 2023 **Needham Community Education Summer Explorations**
Teacher of relief block printing classes and art classes for children grades 3-9

1997 - 2002 **Dana Hall School** Wellesley MA
Teacher of 6th, 7th and 8th grade art, student advisor, field hockey coach
Designed all curriculums for middle school art.
Also taught the Shakespeare unit of 9th grade English as a maternity substitute.

1992 - 1996 **Westminster School** Oklahoma City OK
1994 -1996: Teacher of 7th grade art and integrated curriculum, Librarian
1992 -1994: Teacher of 6th and 7th gr. art, 7th gr. German, integrated curriculum
Designed curriculums for all 7th grade art and German classes.
Co-taught poetry unit with English teacher.
(Westminster is a coed Pre-K - 8 independent school)

2002-2024 **Artist** regularly exhibiting original limited edition relief blocks prints at numerous local shows, libraries, open studios events, and galleries

EDUCATION

1988 - 1992 **Yale University** New Haven CT

Bachelor of Arts in Linguistics, May 1992
Cum Laude, Distinction in the Major, Phi Beta Kappa

SELECTED PUBLICATIONS

"The Green Girl Thinks of Home," poem in *New Myths* magazine, forthcoming Summer 2025.

Bittersweetness & Light, collection of short stories, poetry, and art, forthcoming January 2025.

"Knitting," poem in *New Myths* magazine, forthcoming Winter (December) 2024.

"Good," short story in *Friends Journal*, forthcoming November 2024.

"Bee and Rose," and "Tiny Galaxy," poems in *When Flowers Sing: A Poetry Anthology*, ed. Christina Isobel, 2024.

"Pandora's Gifts," short story in *Friends Journal*, November 2023.

"Some Assembly Required," graphic short story in *Fantasy Magazine*, May 2023.

"The Conduits," short story in *Friends Journal*, November 2022.

"Love Potion," short story in *Cosmic Roots & Eldritch Shores* magazine, February 2022, reprinted in anthology *To Ukraine, With Love*, ed. Fran Eisemann, 2024.

On the Virtues of Beasts of the Realms of Imagination, illustrated medieval-inspired bestiary of imaginary creatures, 2019.

This Holy Day, illustrated poetry anthology inspired by medieval Books of Hours, 2017.

The Extraordinary Book of Doors, middle grade fantasy novel, 2014.

Interview on the importance of a liberal arts education in my life, The Phi Beta Kappa Society's "Behind the Key" feature, October 2014.

"In Search of the Wild Ape-Leprechauns of Borneo," short story in *The Journal of Irreproducible Results*, May 2012.

Amazing, Beguiling, Curious: 26 Fascinating Creatures, illustrated animal alphabet book (non-fiction), 2010.

The Bad Advice of Grandma Hasenfuss, middle grade novella, 2010.

"Kate and Sam Adventures" trilogy of gentle fantasy read-aloud chapter books, 2009-2012.
Kate and Sam to the Rescue, Kate and Sam and the Chipmunks of Doom,
Kate and Sam and the Cheesemonster,

"The Otherworld Series" of six fantasy novels, 2008-2011.
Song Against Shadow, Sleeping Legends Lie, Return to Tchrkkusk, Vision Revealed,
A Threatening of Dragons, Ruin of Ancient Powers

Hey, Diddle Diddle! and Other Rhymes, illustrated nursery rhyme collection, 2005.

"Scheherazade, The First Night," poem in *MOBIUS: The Poetry Magazine*, May 1996.

"Learning About Fear" and "Yellow Afternoon, Sestina," poems in *MOBIUS: The Poetry Magazine*, November 1995.

POET LAUREATE OF NEEDHAM

Program Description and Guidelines

6.27.2024

POET LAUREATE OF NEEDHAM, MASSACHUSETTS
PROGRAM DESCRIPTION AND GUIDELINES

Program Description and Mission: Poetry as Windex

The intent of the Poet Laureate program is to promote public awareness of poetry. The Poet Laureate will encourage the reading and writing of poetry by creating programs and holding events, such as workshops for writers, poetry slams, readings and similar events, throughout the Town and in the Schools. The Poet Laureate will:

- enhance cultural life in Needham;
- promote awareness and appreciation of the literary arts to a wide range of audiences;
- utilize the literary arts to celebrate community events;
- connect members of the Needham community through literary arts; and
- create programming in collaboration with the Needham Public Library, Health & Human Services, Park & Recreation, and the Needham Public Schools.

Poetry Improves language, sparks creativity, improves self-awareness, & expands world views. "Poetry is so important because it helps us understand and appreciate the world around us. Poetry's strength lies in its ability to shed a "sideways" light on the world, so the truth sneaks up on you. No question about it. Poetry teaches us how to live. Poetry is like the Windex on a grubby car window—it bares open the vulnerabilities of human beings so we can all relate to each other a little better." - Alice Osborne

The Town's Race Equity Statement commits us as individuals to be intentional in our efforts to learn and practice anti-bias and antiracism, transforming our thinking, attitudes and behaviors. Poetry will be our Windex.

The Poet Laureate will be appointed by the Town Manager with input from local cultural organizations, Town staff and public officials.

Program Guidelines

<u>Administration</u>
The Poet Laureate Program will be administered by staff at the Needham Free Public Library in cooperation with the Office of the Town Manager. The Library will:

- assign a staff member to serve as a liaison to the Poet Laureate;
- publicize events that feature the Poet Laureate;
- maintain an archive of the Poet Laureate's activities;
- facilitate the activities of the Poet Laureate by helping to make initial contacts with appropriate community members;
- assist the Poet Laureate with questions/concerns that may arise in conjunction with the position; and
- Provide the Town Manager with a report on the Program to be presented to the Select

Board and Board of Library Trustees, as requested.

Eligibility

The Poet Laureate must:

- Live or work in Needham;
- have a demonstrated commitment to the community;
- have a deep understanding of the role of poetry in society;
- commit to the Town's Race Equity Vision Statement;
- have a substantial body of or more forms of literary arts, including poetry; and
- Have the ability and enthusiasm to fulfill the duties of the Poet Laureate.

All candidates are eligible regardless of age, race, gender, belief, national origin, sexual orientation, or physical ability.

Submission Requirements

Applicants should submit a letter of interest outlining their reasons for applying, vision for the position, ideas for and record of public engagement with poetry, along with a curriculum vitae and a selection of representative work.

Term

Initially, the Poet Laureate will serve for a term of one year, beginning on or about July 1.

Duties/Requirements

At a minimum, the Poet Laureate will:

- Give appropriate readings or performances at two Town events in each year – the events will be determined by the Library staff and Office of the Town Manager.
- Lead a workshop for students in conjunction with Needham Public Schools.
- Attend and moderate the Library's poetry club meeting in April for National Poetry Month.
- Provide substantive input and guidance at the end of the term on how to improve the Poet Laureate of Needham Program.
- Attend meetings as requested to report on activities.

Selection Committee

The selection committee will consist of some or all of the following members, depending on availability:

- The Town Manager
- The Library Director
- The Reference Supervisor from the Library
- The Economic Development Manager
- A member or representative of the Library Board of Trustees
- A member or representative of the Select Board
- A member or representative of the Needham Center for Arts and Culture
- A writer or recognized authority on poetry and other literary genres

Selection Criteria

- Poetic merit of submitted representative work
- Ideas for community readings and student workshop
- Record of public engagement to promote poetry

Stipend and Budget

The stipend will be $500 total for the year paid in its entirety in July (or the first month of the assignment, if different). The Office of the Town Manager and Needham Public Library will provide funding for any approved expenses associated with the program.

Creator-in-Residence Program

In the event that the success of the Poet Laureate of Needham Program outpaces the number of qualified and eligible applicants, the Program may be adapted into a Creator-in-Residence Program that expands the spotlight beyond poetry to include other literary arts as well as the visual and performing arts, science, innovation, and technology.

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/03/2024

Agenda Item	Approve Sale of Bond Anticipation Note
Presenter(s)	David Davison, Deputy Town Manager/Director of Finance Cecilla Simchak, Assistant Director of Finance Ellyse Glushkov, Town Treasurer/Collector

1. BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED

We will review the results of the bond anticipation note sale and discuss future borrowings with the Board.

2. VOTE REQUIRED BY SELECT BOARD

Suggested Motions: (please note there are six (6) motions to be acted upon by the Board)

Motion A
Move to approve the sale of $6,660,000 4.00 percent General Obligation Bond Anticipation Notes (the "Notes") of the Town dated December 19, 2024, and payable July 30, 2025, to Truist Securities, Inc. at par and accrued interest, if any, plus a premium of $42,624.

Motion B
Move that in connection with the marketing and sale of the Notes, the preparation and distribution of a Notice of Sale and Preliminary Official Statement dated November 12, 2024, and a final Official Statement dated November 19, 2024, each in such form as may be approved by the Town Treasurer, be and hereby are ratified, confirmed, approved and adopted.

Motion C
Move that the Town Treasurer and the Select Board be, and hereby are, authorized to execute and deliver a significant events disclosure undertaking in compliance with SEC Rule 15c2-12 in such form as may be approved by bond counsel to the Town, which undertaking shall be incorporated by reference in the Notes for the benefit of the holders of the Notes from time to time.

Motion D
Move that we authorize and direct the Town Treasurer to establish post issuance federal tax compliance procedures and continuing disclosure procedures in such forms as the Town Treasurer and bond counsel deem sufficient, or if such procedures are currently in place, to review and update said procedures, in order to monitor and maintain the tax-exempt status of the Notes and to comply with relevant securities laws.

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

Motion E
Move that any certificates or documents relating to the Notes (collectively, the "Documents"), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document; delivery of an executed counterpart of a signature page to a Document by electronic mail in a ".pdf" file or by other electronic transmission shall be as effective as delivery of a manually executed counterpart signature page to such Document; and electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures.

Motion F
Move that each member of the Select Board, the Town Clerk and the Town Treasurer be and hereby are, authorized to take any and all such actions, and execute and deliver such certificates, receipts or other documents as may be determined by them, or any of them, to be necessary or convenient to carry into effect the provisions of the foregoing votes.

BACK UP INFORMATION ATTACHED

a. Cover Memo from Deputy Town Manager/Director of Finance Dated November 27, 2024 (64 pages)
b. Signed Certificate of Award $6,660,000 (1 page)
c. Final Official Statement Dated November 19, 2024 may be obtained at this link: https://www.needhamma.gov/DocumentCenter/View/46748/N-24-12-19-Needham-BAN-Final-OS?bidId= (143 pages)

Town of Needham
Finance Department

Memorandum

To: Select Board

From: David Davison, Deputy Town Manager/Director of Finance

CC: Kate Fitzpatrick, Town Manager; Cecilia Simchak, Assistant Director of Finance, Ellyse Glushkov, Treasurer/Collector; Michelle Vaillancourt, Town Accountant

Date: November 27, 2024

Re: Bond Anticipation Note Sale

The Town held a sale for a bond anticipation note (BAN) on Tuesday, November 19, 2024. The Town received six bids on the $6,660,000 BAN which will mature on July 30, 2025. This was the highest number of bidders for the Town's short-term borrowing in several years. A reflection of the Town's market acceptance and credit quality. The lowest bidder, Truist Securities, offered a coupon rate of 4.00%, with a premium of $42,624.00 which results in a net interest cost (NIC) of 2.9575% which is the basis for the award.

Bidder	Amount	Rate	Interest	Premium	Net Interest	NIC
Truist Securities	$6,660,000	4.000%	$163,540.00	$42,624.00	$120,916.00	2.957500%
Fidelity Capital Markets	$6,660,000	4.000%	$163,540.00	$39,493.80	$124,046.20	3.034000%
Jefferies LLC	$6,660,000	4.000%	$163,540.00	$28,438.20	$135,101.80	3.304400%
TD Securities	$6,660,000	4.000%	$163,540.00	$25,707.60	$137,832.40	3.371200%
Oppenheimer & Company	$6,660,000	4.000%	$163,540.00	$24,042.60	$139,497.40	3.411900%
Piper Sandler & Co	$6,660,000	4.000%	$163,540.00	$18,181.80	$145,358.20	3.555300%

Interestingly, all six bidders offered the same coupon interest rate of four percent. The difference was the amount of the premium, ranging between a low of $18,181.80 to a high of $42,624.00. This resulted in NIC range between 3.56% to 2.96%. Both the coupon rate at 4.00% and the NIC at 2.96% offered by the lowest bidder are lower than recent sales over the past 18 months. The BAN which matures on December 19, 2024, had a rate of 4.25% and a NIC of 3.72%. The table below shows the history of the Town's short-term borrowings from 2020 with the amount borrowed, the number of bidders, the coupon interest rate range (low to high), and the winning rates.

Description	Issue Date	Maturity	Amount	Bidders	Range of Interest Rates	Winning Rate	NIC
2020 BAN - 1	25-Jun-20	18-Dec-20	$1,200,000	2	1.30% - 1.75%	1.30%	0.68%
2020 BAN - 2	18-Dec-20	15-Apr-21	$2,800,000	4	0.54% - 2.00%	1.75%	0.50%
2021 BAN - 1	15-Apr-21	15-Jun-21	$730,485	2	0.50% - 1.63%	0.50%	0.50%
2022 BAN - 1	14-Apr-22	15-Jun-22	$2,716,000	3	1.50% - 2.50%	1.50%	1.38%
2023 BAN - 1	26-May-23	30-Jun-23	$2,940,000	2	4.75% - 6.25%	4.75%	4.63%
2023 BAN - 2	26-May-23	16-Oct-23	$3,060,000	3	4.25% - 5.00%	4.50%	3.77%
2023 BAN - 3	16-Oct-23	30-Jul-24	$2,282,000	5	4.00% - 5.05%	4.50%	3.87%
2024 BAN - 1	15-Mar-24	14-Jun-24	$2,705,000	5	4.00% - 5.00%	4.00%	3.41%
2024 BAN - 2	27-Jun-24	19-Dec-24	$8,645,000	4	4.25% - 4.50%	4.25%	3.72%
2024 BAN - 3	19-Dec-24	30-Jul-25	$6,660,000	6	4.00%	4.00%	2.96%

This borrowing is for projects previously approved by Town Meeting and the funds will pay related project expenses. The proceeds are to be used to cover expenses related to the Emery Grover renovation project, Rooftop Units on the Eliot School, the project at Claxton Field, and improvements to the Town's water distribution system and replacement of water service connections that have lead. $4,542,135 of the $6,660,000 being borrowed is to refund a portion of the funds that were borrowed in June 2024 and come due on December 19, 2024. The table below shows the projects that are being funded by the bond anticipation note.

Project	Town Meeting	Art	Authorized	Open Authorization	Borrow
Emery Grover Renovation	4-May-22	21	$14,150,000	$7,819,585	$3,103,450
Water Distribution System Improvements	6-May-19	41	$4,500,000	$2,800,000	$1,900,000
Water Service Connections	1-May-21	41	$1,000,000	$196,550	$196,550
Rooftop Unit Replacements (Broadmeadow & Eliot Schools)	1-May-23	27	$9,000,000	$6,970,000	$1,000,000
Athletic Facility Improvements - Claxton Field	6-May-24	27	$3,600,000	$3,600,000	$460,000
TOTAL			$32,250,000	$21,386,135	$6,660,000

The BAN that matures on December 19, 2024, the Town will pay $1,799,415 in principal related to the Emery Grover project that is funded by General Fund debt and CPA debt, $2,000,000 in principal related to RTU replacements at the elementary schools funded by General Fund debt, and $303,450 in principal related to water service replacements funded by Water Enterprise debt. The debt amounts being retired are based on the available budgets to do so. When the new BAN matures on July 30, 2025, we anticipate making further principal reductions, the exact amounts will be determined next summer. All the projects are still in progress and future borrowings against the unissued portion of the original authorizations will be necessary. The table below shows the amounts being paid from the debt budgets and the amounts being refunded by the new BAN.

Project	BAN Due December 19, 2024	Principal to be Paid from Budget	Principal to be Refunded by new BAN
Emery Grover Renovation Design	$15,000	$15,000	$0
Emery Grover Renovation CPA	$1,930,000	$144,415	$1,785,585
Emery Grover Renovation GF	$2,300,000	$1,640,000	$660,000
Water Distribution System Improvements	$1,900,000	$0	$1,900,000
Water Service Connections	$500,000	$303,450	$196,550
Rooftop Unit Replacements (Broadmeadow & Eliot Schools)	$2,000,000	$2,000,000	$0
TOTAL	$8,645,000	$4,102,865	$4,542,135

The Board will be asked to approve the sale of the BAN and to authorize various actions that have been or may need to be taken. The documents to be signed by the Board include the Note (sample copy attached), Significant Events Disclosure Certificate (sample copy attached), Signature, No Litigation and Official Statement Certificate (sample copy attached), Tax Certificate (sample copy attached), and Certification of the Vote by the Select Board (which is signed by the Clerk of the Select Board only).

The actual signature pages will be brought to the meeting for execution by the Treasurer. Please do not hesitate to contact me if you have any questions prior to the meeting.

Registered
Number 1

Registered
$6,660,000

United States of America

The Commonwealth of Massachusetts

TOWN OF NEEDHAM

GENERAL OBLIGATION
BOND ANTICIPATION NOTE
(Municipal Purpose Loan of 2024)

Interest Rate	Maturity Date	Registration and Original Issue Date	CUSIP
4.00%	July 30, 2025	December 19, 2024	639846 7B4

PRINCIPAL AMOUNT: SIX MILLION SIX HUNDRED SIXTY THOUSAND DOLLARS

REGISTERED OWNER: CEDE & CO.

REGISTRAR AND
PAYING AGENT: U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION

The Town of Needham, Massachusetts (the "Town") for value received, promises to pay to the Registered Owner of this note or registered assigns the Principal Amount specified above in lawful money of the United States of America on the Maturity Date upon presentation and surrender hereof, with interest (calculated on the basis of a 30-day month and a 360-day year) at the Interest Rate per annum, payable on the Maturity Date. This note will bear interest from the Original Issue Date.

This note certificate is the only instrument representing an issue of $6,660,000 aggregate principal amount of notes issued by the Town pursuant to Chapters 44 and 44B of the General Laws as amended in anticipation of bonds authorized for water, building improvements, school and recreation purposes.

The notes are general obligations of the Town and the full faith and credit of the Town is pledged for the payment of principal of and interest on the notes as the same shall become due.

The notes are being issued by means of a book entry system, with a note certificate immobilized at The Depository Trust Company, New York, New York ("DTC") evidencing ownership of the notes in principal amounts of $1,000 or integral multiples thereof, and with transfers of beneficial ownership effected on the records of DTC and its participants pursuant to

rules and procedures established by DTC. Note certificates are not available for distribution to the public. The principal of and interest on this note are payable by U.S. Bank Trust Company, National Association, or its successor as paying agent (the "Paying Agent") for the Town, in immediately available funds to the Registered Owner of this note, as nominee of DTC. Transfer of principal and interest payments to participants of DTC is the responsibility of DTC; transfer of principal and interest payments to beneficial owners by participants of DTC will be the responsibility of such participants and other nominees of beneficial owners. The Town is not responsible or liable for maintaining, supervising or reviewing the records maintained by DTC, its participants or persons acting through such participants.

Unless this note certificate is presented by an authorized representative of The Depository Trust Company to the Paying Agent for registration of transfer, exchange or payment, and any note certificate issued is registered in the name of Cede & Co. or such other name as requested by an authorized representative of The Depository Trust Company and any payment is made to Cede & Co., ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL since the registered owner hereof, Cede & Co., has an interest herein.

In the event that (a) DTC determines not to continue to act as securities depository for the notes or (b) the Town determines that continuation of the book entry system of evidence and transfer of ownership would adversely affect the interests of the beneficial owners of the notes, the Town will discontinue the book entry system with DTC. If the Town fails to identify another qualified securities depository to replace DTC, the Paying Agent will authenticate and deliver replacement notes in the form of fully registered certificates.

This note is transferable only upon the registration books kept by the Paying Agent as registrar, but only in a manner which will maintain immobilization of note certificates at one or more securities depositories. This note may not be transferred or exchanged in a manner which would involve the delivery of note certificates to the beneficial owners unless the book entry system has been discontinued by the Town in accordance with the terms of this note, in which case replacement notes may be issued in accordance with law and such procedures as the Town shall deem appropriate.

The Town hereby covenants that it will take all lawful action necessary to comply with all requirements of the Internal Revenue Code of 1986, as amended, that must be satisfied subsequent to the issuance of the notes in order that interest on the notes be and continue to be excluded from gross income for federal income tax purposes and it will refrain from taking any action that would cause interest on the notes to become included in gross income for federal income tax purposes.

[Remainder of page intentionally omitted; signature page follows.]

In connection with the offering of the notes the Town has executed a Significant Events Disclosure Certificate dated as of the date hereof (as it may be amended from time to time, the "Certificate"). The Town hereby covenants to comply with the provisions of the Certificate, and reference is made to the Certificate for a description of the nature and extent of the obligations of the Town and the rights of the owners of the notes under the Certificate. The Certificate is described in the Official Statement relating to the notes. A copy of the Certificate is available from the Town upon request.

TOWN OF NEEDHAM,
MASSACHUSETTS

By: _____
Treasurer

Countersigned:

_____

_____

_____

_____

_____
Select Board

(Town Seal)

SAMPLE

[Signature page to Note]

LEGAL OPINION

The following opinion is based on facts and the law existing on the date of original delivery of the notes described therein.

LOCKE LORD LLP
111 Huntington Avenue
Boston, Massachusetts

Ellyse Glushkov, Treasurer
Town of Needham
Needham, Massachusetts

$6,660,000
Town of Needham, Massachusetts
General Obligation Bond Anticipation Notes

We have acted as bond counsel to the Town of Needham, Massachusetts (the "Town") in connection with the issuance by the Town of the above-referenced notes (the "Notes") dated December 19, 2024 and payable July 30, 2025. In such capacity, we have examined the law and such certified proceedings and other papers as we have deemed necessary to render this opinion.

As to questions of fact material to our opinion we have relied upon representations and covenants of the Town contained in the certified proceedings and other certifications of public officials furnished to us, without undertaking to verify the same by independent investigation.

Based on our examination, we are of the opinion, under existing law, as follows:

1. The Notes are valid and binding general obligations of the Town and, except to the extent they are paid from the proceeds of the bonds in anticipation of which they are issued or from any other available moneys, the principal of and interest on the Notes are payable from taxes which may be levied upon all taxable property in the Town, subject to the limit imposed by Chapter 59, Section 21C of the General Laws.

2. Interest on the Notes is excluded from the gross income of the owners of the Notes for federal income tax purposes. In addition, interest on the Notes is not a specific preference item for purposes of the federal individual alternative minimum tax. However, interest on the Notes will be included in the "adjusted financial statement income" of certain corporations that are subject to the alternative minimum tax under Section 55 of the Internal Revenue Code of 1986 (the "Code"). In rendering the opinions set forth in this paragraph, we have assumed compliance by the Town with all requirements of the Code, that must be satisfied subsequent to the issuance of the Notes in order that interest thereon be, and continue to be, excluded from gross income for federal income tax purposes. The Town has covenanted to

comply with all such requirements. Failure by the Town to comply with certain of such requirements may cause interest on the Notes to become included in gross income for federal income tax purposes retroactive to the date of issuance of the Notes. We express no opinion regarding any other federal tax consequences arising with respect to the Notes.

3. Interest on the Notes is exempt from Massachusetts personal income taxes and the Notes are exempt from Massachusetts personal property taxes. We express no opinion regarding any other Massachusetts tax consequences arising with respect to the Notes or any tax consequences arising with respect to the Notes under the laws of any state other than Massachusetts.

This opinion is expressed as of the date hereof, and we neither assume nor undertake any obligation to update, revise, supplement or restate this opinion to reflect any action taken or omitted, or any facts or circumstances or changes in law or in the interpretation thereof, that may hereafter arise or occur, or for any other reason.

The rights of the holders of the Notes and the enforceability of the Notes may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted to the extent constitutionally applicable, and their enforcement may also be subject to the exercise of judicial discretion in appropriate cases.

/S/ LOCKE LORD LLP

139336797v.1

SAMPLE

(Please Note: The following certificate is an essential part of the permanent record and creates ongoing obligations of the Issuer. Please read it carefully before signing. Advise Locke Lord LLP of any inaccuracy.)

SIGNIFICANT EVENTS DISCLOSURE CERTIFICATE

This Significant Events Disclosure Certificate (the "Disclosure Certificate") is executed and delivered by the Town of Needham, Massachusetts (the "Issuer") in connection with the issuance of $6,660,000 General Obligation Bond Anticipation Notes dated December 19, 2024 (the "Notes"). The Issuer covenants and agrees as follows:

SECTION 1. Purpose of the Disclosure Certificate. This Disclosure Certificate is being executed and delivered by the Issuer for the benefit of the Owners of the Notes and in order to assist the Participating Underwriter in complying with the Rule.

SECTION 2. Definitions. For purposes of this Disclosure Certificate the following capitalized terms shall have the following meanings:

"Listed Events" shall mean any of the events listed in Section 3(a) of this Disclosure Certificate.

"MSRB" shall mean the Municipal Securities Rulemaking Board as established pursuant to Section 15B(b)(1) of the Securities Exchange Act of 1934, or any successor thereto or to the functions of the MSRB contemplated by this Disclosure Certificate. Filing information relating to the MSRB is set forth in Exhibit A attached hereto.

"Obligated Person" shall mean the Issuer.

"Owners of the Notes" shall mean the registered owners, including beneficial owners, of the Notes.

"Participating Underwriter" shall mean any of the original underwriters of the Notes required to comply with the Rule in connection with offering of the Notes.

"Rule" shall mean Rule 15c2-12 adopted by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as the same may be amended from time to time.

SECTION 3. Reporting of Significant Events.

(a) The Issuer shall give notice, in accordance with the provisions of this Section 3, of the occurrence of any of the following events with respect to the Notes:

1. Principal and interest payment delinquencies.

2. Non-payment related defaults, if material.

3. Unscheduled draws on debt service reserves reflecting financial difficulties.

4. Unscheduled draws on credit enhancements reflecting financial difficulties.

5. Substitution of credit or liquidity providers, or their failure to perform.

6. Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Notes, or other material events affecting the tax status of the Notes.

7. Modifications to rights of the Owners of the Notes, if material.

8. Bond calls, if material, and tender offers.

9. Defeasances.

10. Release, substitution or sale of property securing repayment of the Notes, if material.

11. Rating changes.

12. Bankruptcy, insolvency, receivership or similar event of the Obligated Person.*

13. The consummation of a merger, consolidation, or acquisition involving an Obligated Person or the sale of all or substantially all of the assets of the Obligated Person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material.

14. Appointment of a successor or additional trustee or the change of name of a trustee, if material.

15. Incurrence of a financial obligation of the Obligated Person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the Obligated Person, any of which affect Owners of the Notes, if material.†

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* As noted in the Rule, this event is considered to occur when any of the following occur: (i) the appointment of a receiver, fiscal agent or similar officer for an Obligated Person in a proceeding under the U.S. Bankruptcy Code or in any proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of an Obligated Person, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or (ii) the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Obligated Person.

† For purposes of event numbers 15 and 16 in Section 3(a) of this Disclosure Certificate, the term "financial obligation" means a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) guarantee of (i) or (ii). The term "financial obligation" excludes municipal securities for which a final official statement has been provided to the MSRB consistent with the Rule.

16. Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation of the Obligated Person, any of which reflect financial difficulties.†

(b) Upon the occurrence of a Listed Event, the Issuer shall, in a timely manner not in excess of ten (10) business days after the occurrence of the event, file a notice of such occurrence with the MSRB.

SECTION 4. Transmission of Information and Notices. Unless otherwise required by law, all notices, documents and information provided to the MSRB shall be provided in electronic format as prescribed by the MSRB and shall be accompanied by identifying information as prescribed by the MSRB.

SECTION 5. Termination of Reporting Obligation. The Issuer's obligations under this Disclosure Certificate shall terminate upon the legal defeasance or payment in full of all of the Notes.

SECTION 6. Default. In the event of a failure of the Issuer to comply with any provision of this Disclosure Certificate the sole remedy under this Disclosure Certificate shall be an action for specific performance of the Issuer's obligations hereunder and not for money damages in any amount. Any failure by the Issuer to comply with any provision of this Disclosure Certificate shall not constitute a default with respect to the Notes.

SECTION 7. Amendment. Notwithstanding any other provision of this Disclosure Certificate, the Issuer may amend this Disclosure Certificate and any provision of this Disclosure Certificate may be waived if such amendment or waiver is permitted by the Rule, as evidenced by an opinion of counsel expert in federal securities law (which may also include bond counsel to the Issuer) to the effect that such amendment or waiver would not cause this Disclosure Certificate to violate the Rule.

[Remainder of page intentionally left blank; signature page follows.]

SECTION 8. Beneficiaries. This Disclosure Certificate shall inure solely to the benefit of the Owners of the Notes from time to time, and shall create no rights in any other person or entity.

Date: December 19, 2024

TOWN OF NEEDHAM,
MASSACHUSETTS

By: _____
Treasurer

_____

_____

_____

_____

_____
Select Board

SAMPLE

[Signature page to Significant Events Disclosure Certificate]

EXHIBIT A

Filing information relating to the Municipal Securities Rulemaking Board is as follows:

Municipal Securities Rulemaking Board

http://emma.msrb.org

SAMPLE

CJD/BMM 11/19/24

(Please Note: The following statements are an essential part of the permanent record. Read them carefully before signing this certificate. Advise Locke Lord LLP of any inaccuracy.)

Town of Needham, Massachusetts
$6,660,000 General Obligation Bond Anticipation Notes
dated December 19, 2024

SIGNATURE, NO LITIGATION AND OFFICIAL STATEMENT CERTIFICATE

A. Certificate of Authorized Officers. We, the Treasurer and the members of the Select Board of the Town of Needham, Massachusetts (the "Town"), certify that we have signed the $6,660,000 4.00 percent General Obligation Bond Anticipation Notes (the "Notes") of the Town dated December 19, 2024 and payable July 30, 2025. A book entry system is being used to evidence ownership and transfer of the Notes on the records of The Depository Trust Company ("DTC"). The Notes are issued in the form of a single Note for the full principal amount, registered in the name of "CEDE & CO." as nominee for DTC and immobilized in the custody of DTC. The Note bears the Town seal which is also affixed to this certificate.

We, the said officers, also certify as follows:

1. Authority. The Notes are issued in the respective amounts set forth below in anticipation of the sale of bonds authorized pursuant to the following statutes and votes of the Town and a vote of the Select Board duly adopted on December 3, 2024:

(a) $3,103,450 - $14,150,000 Emery Grover Building Addition and Renovation Bonds under G.L. c.44, §7(1) or c.44B and a vote of the Town passed on May 4, 2022 (Article 21);

(b) $1,900,000 - $4,500,000 Water Main Bonds under G.L. c.44, §8(5) and a vote of the Town passed on May 6, 2019 (Article 41);

(c) $1,000,000 - $9,000,000 School Bonds (Replacing Rooftop HVAC Units) under G.L. c.44, §7(1) and a vote of the Town passed on May 1, 2023 (Article 27);

(d) $460,000 - $3,600,000 Claxton Field Renovation Bonds under G.L. c.44, §7(1) and a vote of the Town passed on May 6, 2024 (Article 27); and

(e) $196,550 - $1,000,000 Water Bonds under G.L. c.44, §8(5) and a vote of the Town passed on May 1, 2021 (Article 41).

2. Description and Purpose of Notes. The Town is issuing and delivering the Notes simultaneously with the delivery of this certificate. The following amounts of the issue are for the following purposes including the payment of $4,542,135 bond anticipation notes:

	Amount		Purpose
(a)	$3,103,450	-	renovation of and addition to the Emery Grover Building and associated grounds;
(b)	$1,900,000	-	improvements to the Town's Water Distribution System;
(c)	$1,000,000	-	replacement of rooftop units at the Broadmeadow and Eliot Schools;
(d)	$460,000	-	Claxton Field renovation project; and
(e)	$196,550	-	water service connections.

3. Other Debt. No other debt has been incurred under those votes except for the following bond anticipation notes:

(a)
- $1,290,000 notes issued as State House Notes dated May 26, 2023 and payable June 30, 2023, which were paid on such date with available funds of the Town;
- $420,000 notes issued as State House Notes dated May 26, 2023 and payable October 16, 2023, on which date $132,650 was paid with available funds of the Town; and $287,350 notes dated October 16, 2023 and payable July 30, 2024, which were paid on such date from available funds of the Town;
- $286,000 rescinded on October 30, 2023;
- $2,550,000 notes dated March 15, 2024 and payable June 14, 2024, which were paid on such date from available funds of the Town; and
- $4,230,000 notes dated June 27, 2024 and payable December 19, 2024, on which date $1,784,415 will be paid with available funds of the Town and $3,103,450*.

(b)
- $350,000 notes dated April 15, 2021 and payable June 15, 2021, which were paid on such date with available funds of the Town;
- $150,000 notes dated April 14, 2022 and payable June 15, 2022, which were paid on such date with available funds of the Town;

- $260,000 notes issued as State House Notes dated May 26, 2023 and payable June 30, 2023, which were paid on such date with available funds of the Town;

- $2,440,000 notes issued as State House Notes dated May 26, 2023 and payable October 16, 2023, on which date $445,350 was paid with available funds of the Town;

- $1,994,650 notes dated October 16, 2023 and payable July 30, 2024, on which date $494,650 was paid with available funds of the Town; and

- $1,900,000* notes dated June 27, 2024 and payable December 19, 2024.

(c)
- $30,000 notes dated March 15, 2024 and payable June 14, 2024, which were paid on such date with available funds of the Town; and

- $2,000,000 notes dated June 27, 2024 and payable December 19, 2024, which will be paid on such date from available funds of the Town.

(d)
- None.

(e)
- $300,000 notes issued as State House Notes dated May 26, 2023 and payable June 30, 2023, which were paid on such date with available funds of the Town;

- $200,000 notes issued as State House Notes dated May 26, 2023 and payable October 16, 2023, which were paid on such date with available funds of the Town; and

- $500,000 notes dated June 27, 2024 and payable December 19, 2024, on which date $303,450 will be paid with available funds of the Town and $196,550*.

* To be renewed with a portion of the proceeds of this issue.

4. Consolidated Issue. The Notes constitute a consolidated issue for purposes of G.L. c.44, §16.

5. Approval of Sale. We approve the sale of the Notes to Truist Securities, Inc. (the "Purchaser") at par and accrued interest, if any, plus a premium of $42,624.

B. Delivery and Receipt. I, the Treasurer, further certify that the Notes were delivered on this date and that the full purchase price including accrued interest for the period, if any, from the date of the Notes to this date was received from the Purchaser on or before this date.

C. Certification Regarding Official Statement. I, the Treasurer, certify as follows:

(a) I have reviewed the Preliminary Official Statement dated November 12, 2024 (the "Preliminary Official Statement") and the Official Statement dated November 19, 2024 (the "Official Statement") relating to the sale of the Notes.

(b) To the best of my knowledge and belief, the Preliminary Official Statement did not, as of its date and as of the date of sale of the Notes, and the Official Statement (excluding the price or yield on the cover page, as to which no view is expressed) did not as of its date and does not as of this date (which is the date of delivery of the Notes), contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made therein, in light of the circumstances under which they were made, not misleading.

(c) Since the date of the Official Statement there has been no material adverse change in the financial condition or affairs of the Town except as set forth in or contemplated by the Official Statement.

D. Debt Limit. I, the Treasurer, certify that at the time of their authorization, the Notes and the bonds in anticipation of which they are issued were and on the date hereof are within every applicable debt and other limit prescribed by law or otherwise.

E. Certificate of Town Clerk. I, the Town Clerk, certify as follows:

(a) Signatures and Incumbency. The signatures of the Treasurer and the members of the Select Board as appearing below are the genuine signatures of the persons who executed the Notes and who held those offices when the Notes were signed and when the Notes were delivered.

(b) Open Meeting Law. Except for the town meetings called pursuant to G.L. c.39, §10, all proceedings essential to the issue of the Notes and the authorization of the bonds and deliberations of a quorum relating thereto have been taken at a meeting or meetings open to the public; notice of each such meeting was filed in my office and publicly posted in the time and manner set forth in G.L. c.30A, §§18-25, as amended, or, if applicable, in accordance with an alternative method of notice prescribed or approved by the Attorney General as set forth in 940 CMR 29.03(2)(b); no deliberations, decision or vote in connection with the Notes or bonds were taken in executive session and no vote was taken by secret ballot; and the official record of each such meeting was made available to the public and remains available to the public as set forth in G.L. c.30A, §§18-25, as amended.

(c) Proceedings. No proceeding essential to the issue of the Notes or bonds has been repealed or amended except as stated in paragraph (1) above and no proceedings have been taken relating to the Notes or bonds other than those certified to Locke Lord LLP.

(d) Bylaws. The bylaws described below are the only bylaws or standing votes of the Town affecting the authorization, sale or issue of the Notes or bonds, including the calling and conduct of town meetings, or the use of assessments or other

charges imposed to pay for any project financed by the Notes, and there has been no change therein affecting those matters in any way except as may be indicated below:

Town of Needham, General By-Laws July 2022 Compilation, as amended through May 2023 and certified to Locke Lord LLP on October 25, 2024.

(e) Home Rule. The Town has not further amended its home rule charter enacted pursuant to Chapter 403 of the Acts of 1971, as amended by Chapter 277 of the Acts of 2022, and the Town has not amended or repealed any special law relating to the Town through the use of home rule procedures except by adoption of the charter.

(f) No Referendum. No petition for a referendum has been filed with respect to any of the proceedings essential to the issue of the Notes or the bonds.

(g) Development Districts. The Town has not established any development districts pursuant to G.L. c.40Q.

F. Execution of Counterparts and Delivery by Electronic Means. This certificate, as well as any other certificates or documents relating to the Notes (collectively, the "Documents"), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document. Delivery of an executed counterpart of a signature page to a Document by electronic mail in a ".pdf" file or by other electronic transmission shall be as effective as delivery of a manually executed counterpart signature page to such Document. Electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures.

[Remainder of page intentionally left blank; signature page follows.]

G. No Litigation; No Financial Interest. All of the undersigned certify that there has been no litigation affecting the validity of the Notes or bonds or the power of the Town to levy and collect taxes to pay them; that none is pending or to our knowledge threatened; that neither the corporate existence nor boundaries of the Town nor the title of any of us to our respective offices is being contested; and that none of us and, to the best of our knowledge, no other official of the Town has any direct or indirect financial interest in or relationship with the Purchaser.

Date: December 19, 2024
(Date of delivery of and payment for the Notes)

_____

_____

_____

_____

_____
Select Board

_____
Treasurer

_____
Town Clerk

(Town Seal)

SAMPLE

[Signature page to Signature, No Litigation and Official Statement Certificate]

(Please Note: The following statements are an essential part of the permanent bond record. Read them carefully before signing this certificate. Advise Locke Lord LLP of any inaccuracy.)

TAX CERTIFICATE

This Tax Certificate is executed and delivered by the Town of Needham, Massachusetts ("Issuer"), in connection with the issuance of $6,660,000 stated principal amount of its General Obligation Bond Anticipation Notes dated the Issue Date ("Issue"). The Issue is issued pursuant to Votes duly adopted by the Issuer and the Massachusetts General Laws. Pursuant to Reg §§ 1.141-2(d)(1) and 1.148-2(b)(2)(i), the Issuer certifies, covenants, warrants and represents as follows in connection with the issuance of the Issue:

ARTICLE I. IN GENERAL

1.1 Delivery of the Notes of the Issue. On the Issue Date, in exchange for receipt of good funds, the Issuer is delivering the notes of the Issue to the Successful Bidder, for resale to the Public.

1.2 Purpose of Tax Certificate. The Issuer is delivering this Tax Certificate to Bond Counsel, with the understanding that Bond Counsel will rely in part upon this Tax Certificate in rendering its opinion that interest on the Issue is excluded from gross income for federal income tax purposes under Section 103.

1.3 Definitions and References. All capitalized terms used in this Tax Certificate include either the singular or the plural. All terms used in this Tax Certificate, including terms specifically defined, shall be interpreted in a manner consistent with Sections 103 and 141-150 and the applicable Regulations thereunder except as otherwise specified. Capitalized terms used and not otherwise defined herein and in the exhibits hereto and in the schedules and attachments to those exhibits shall have the respective meanings set forth in Appendix A and Appendix B hereto. Reference to a Section means a section of the Code. Reference by number only (for example, "2.10") means that numbered paragraph of this Tax Certificate.

1.4 Purpose of Financing. The Issue is being issued to provide funds (i) to finance on a "new money" basis the capital costs of certain municipal projects as more fully described in the Signature Certificate relating to the Issue, including the payment of Capitalized Interest, if any ("New Money Projects"), and Funded Interest, if any, (ii) to refund on a current basis the Refunded Notes, which were originally issued to finance and/or refinance the capital costs of certain municipal projects as more fully described in the Signature Certificate relating to the Issue, including the payment of Capitalized Interest, if any ("Refinanced Projects" and together with the New Money Projects, "Projects"), and Funded Interest, if any, and (iii) to pay Issuance Costs and other common costs of the Issue.

1.5 Single Issue. The notes of the Issue were sold to the Successful Bidder on the Sale Date. No other governmental obligations of the Issuer which are expected to be paid out of substantially the same source of funds as the Issue have been or will be sold less than 15 days apart from the Sale Date pursuant to the same plan of financing as the Issue.

1.6 Reliance. With respect to certain matters contained in this Tax Certificate, the Issuer specifically relies upon the certifications of the Successful Bidder set forth in Exhibit A, the certifications of the Municipal Advisor set forth in Exhibit B, and upon the certifications set forth in the other exhibits attached hereto or as otherwise described herein. The Issuer is not aware of any facts or circumstances that would cause it to question the accuracy or reasonableness of any representation made in this Tax Certificate including the exhibits hereto.

ARTICLE II. GENERAL TAX LIMITATIONS

2.1 Application of Sale Proceeds and Certain Other Moneys. On the Issue Date, the Sale Proceeds, $6,702,957.00, less an underwriter's discount of $333.00, will be deposited to the General Fund and applied as follows:

New Money Projects		$2,117,865.00
Payment of Refunded Notes		4,542,135.00
Issuance Costs		17,465.00
Payment of a portion of the interest on the Issue due July 30, 2025		25,159.00
	TOTAL:	$6,702,624.00

Investment Proceeds earned on the amounts in the General Fund will be commingled with other revenues of the Issuer, and are expected to be expended for operating or other expenses of the Issuer within six months after deposit of the Investment Proceeds therein. Pursuant to Reg § 1.148-6(d)(6), all such Investment Proceeds will be treated as expended when so commingled.

2.2 Expenditure of Gross Proceeds. For purposes of this Tax Certificate, Sale Proceeds and, to the extent not deemed expended as described in 2.1, Investment Proceeds allocable to the Nonrefunding Portion will be treated as spent when they are used to pay or reimburse disbursements by the Issuer that are (i) capital expenditures, including any Capitalized Interest, if any and to the extent allowable, (ii) Issuance Costs with respect to the Nonrefunding Portion, (iii) Funded Interest, (iv) initial operating expenses directly associated with the New Money Projects (in an aggregate amount not exceeding 5% of the Sale Proceeds), or (v) other miscellaneous expenditures described in Reg § 1.148-6(d)(3)(ii).

The Issuer hereby certifies that no disbursement to be paid or reimbursed from Gross Proceeds allocable to the Nonrefunding Portion shall have been previously paid or reimbursed from the proceeds of any other obligation, whether issued by the Issuer or any other party.

To the extent that Sale Proceeds allocable to the Nonrefunding Portion will be applied to reimburse expenditures made by the Issuer prior to the Issue Date, the Issuer hereby certifies that such expenditures either (i) constitute capital expenditures incurred not earlier than 60 days prior to the applicable Vote, which Votes constitute the Issuer's declarations of official intent to issue debt to finance the costs of the New Money Projects, or (ii) constitute Preliminary Expenditures to the extent permitted by Massachusetts law.

The Issuer further certifies that any such reimbursement described in clause (i) of the preceding sentence shall be made not later than 18 months after the later of the date of the expenditure or the date on which the New Money Project component to which such expenditure relates is placed in service, but in no event more than 3 years after the date of such expenditure.

2.3 Governmental Bond Status. Absent an Opinion of Bond Counsel, the Issuer will not loan more than 5% of the Proceeds to one or more Nongovernmental Persons. Absent an Opinion of Bond Counsel, the Issuer has not allowed and will not allow more than 10% of the Proceeds, any of the Prior Issues, or the Projects to be used directly or indirectly by any Nongovernmental Person in any trade or business, other than as a member of the general public, and has not allowed and will not allow more than 5% of the Proceeds, any of the Prior Issues, or the Projects to be so used to the extent such use is unrelated or disproportionate to the governmental uses thereof. Absent an Opinion of Bond Counsel, for purposes of this 2.3, a Nongovernmental Person will be treated as "using" Proceeds, proceeds of the Prior Issues or the Projects to the extent the Nongovernmental Person:

(i) borrows Proceeds of the Issue or any Prior Issues;

(ii) uses any portion of the Projects as owner, lessee, service provider, operator, or manager;

(iii) acquires the output of the Projects; or

(iv) enters into any other arrangement that provides a special legal entitlement or special economic benefit to a Nongovernmental Person.

As of the Issue Date, the Issuer certifies that there are no contracts or other arrangements for any such use of any component of the Projects by any party other than a Governmental Unit. Absent an Opinion of Bond Counsel, the Issuer will not enter into any contract or other arrangement after the Issue Date for any such use of any component of the Projects by any party other than a Governmental Unit.

2.4 Qualified Equity. The Issuer reasonably expects that a portion of the cost of the Projects being financed and/or refinanced in part with the Sale Proceeds may be paid from Qualified Equity. In this regard, the Issuer has applied or will apply $5,250,000 aggregate amount from free cash, Overlay Surplus, and Community Preservation Act funds for the Emery Grover Building project being financed and refinanced in part with Sale Proceeds. The Issuer intends that the undivided portion or portions of any of the Projects paid with Qualified Equity may be used for Private Business Use without restriction. Qualified Equity will be allocated to any Private Business Use of the Projects before any Proceeds are allocated to any such Private Business Use. To the extent that Private Business Use of the Projects ever exceeds the applicable limitation under the "private business tests" imposed pursuant to Section 141(b), the Issuer hereby allocates Qualified Equity to the Projects. In addition, the Issuer reserves the right to allocate this Qualified Equity to the Projects if and as needed in the future.

2.5 Change in Use. The Issuer reasonably expects to use all Proceeds and all facilities that are financed and refinanced therewith as set forth in 2.3 for the entire stated term to maturity of the Issue. Absent an Opinion of Bond Counsel, the Issuer in fact will use all Proceeds and each facility financed and refinanced therewith as set forth in 2.3.

2.6 Registered Form. The notes of the Issue are being issued in registered form.

2.7 Federal Guarantee. The Issuer will not directly or indirectly use or permit the use of any Proceeds or any other funds of the Issuer or any Related Party or take or omit to take any action that would cause the notes of the Issue to be obligations that are "federally guaranteed." In furtherance of this covenant, the Issuer will not allow the payment of principal or interest with respect to the Issue to be guaranteed (directly or indirectly) in whole or in part by the United States or any agency or instrumentality thereof. Except as provided in the next sentence, the Issuer will not use 5% or more of the Proceeds to make or finance loans the payment of principal or interest with respect to which is guaranteed in whole or in part by the United States or any agency or instrumentality thereof, nor will it invest 5% or more of the Proceeds in federally insured deposits or accounts. The preceding sentence shall not apply to (i) investments in the portions of the General Fund described in 3.5 and 3.6 during the temporary period described therein, (ii) investments in the Bona Fide Debt Service Fund, and (iii) investments in obligations issued by the United States Department of Treasury.

2.8 Information Reporting. The Issuer will cause a properly completed and executed IRS Form 8038-G to be filed with respect to the Issue no later than the 15th day of the second month of the calendar quarter immediately following the calendar quarter of the Issue Date.

2.9 Partial Current Refunding. The Issuer will use Sale Proceeds allocable to the Refunding Portion in the amount of $4,542,135.00 to pay the Refunded Notes on the Issue Date of the Issue. Proceeds will not be used directly or indirectly to make principal, interest or redemption premium payments with respect to any governmental obligation other than the Refunded Notes and, to the extent described in 2.1, the Issue.

2.10 No Unexpended Proceeds. No Proceeds of the 2024 Issue remain unspent as of the Issue Date of the Issue.

2.11 No Pooling. The Issuer will not use any Proceeds directly or indirectly to make or finance loans to two or more ultimate borrowers.

2.12 No Hedge Bonds. As of the respective issue dates of each issue comprising the Original Issues, the Issuer reasonably expected to expend more than 85% of the Net Sale Proceeds of each such issue within three years of original issuance for the governmental purposes of such Original Issues. Not more than 50% of the Proceeds of each such issue was invested at a substantially guaranteed yield for four years or more. The Issuer reasonably expects that more than 85% of Net Sale Proceeds of the Nonrefunding Portion of the Issue will be expended for the governmental purposes thereof within three years after the Issue Date. Not more than 50% of the Nonrefunding Portion of the Proceeds will be invested at a substantially guaranteed yield for four years or more.

2.13 Useful Life. The weighted average maturity of the Issue is 0.614 years, which does not exceed 120% of the remaining average reasonably expected economic life of the assets comprising the Projects.

ARTICLE III. ARBITRAGE GENERAL

3.1 Reasonable Expectations. This Article III states the Issuer's reasonable expectations with respect to the amounts and uses of Proceeds and certain other moneys.

3.2 Issue Price of the Issue. On the Issue Date, the Issuer is delivering the notes of the Issue to the Successful Bidder in exchange for an aggregate payment of $6,702,624.00 (which represents the total amount of Sale Proceeds, $6,702,957.00, less an underwriter's discount of $333.00). As reflected in Exhibit B, the Municipal Advisor has certified that the competitive sale requirements (as defined in the Notice of Sale) were met with respect to the notes of the Issue. Accordingly, based on the advice of the Successful Bidder as set forth in Exhibit A, the Issue Price of the Issue is $6,702,957.00, which is the reasonably expected initial offering price to the Public for the notes of the Issue.

3.3 Funds and Accounts. The Issuer will use certain portions of its General Fund (or accounts or subaccounts within the General Fund) to hold certain of the Proceeds, as more particularly described in this Article III. The Issuer does not expect that either it or any other Person benefiting from the issuance of the Issue will use any moneys in any fund or account other than the Bona Fide Debt Service Fund to pay debt service on the Issue; nor is any other fund or account so pledged as security for the Issue that there is a reasonable assurance that amounts held in such other fund or account will be available if needed to pay debt service on the Issue.

3.4 Bona Fide Debt Service Fund.

3.4.1 Payment of the Issue. The notes of the Issue are general obligations of the Issuer payable from revenues available therefor pursuant to the Massachusetts General Laws and, when and as applicable, Sale Proceeds, Investment Proceeds, and the Proceeds of Refunding Obligations.

3.4.2 Revenues. Except for the debt service to be paid from a portion of the Sale Proceeds, Investment Proceeds, and the Proceeds of Refunding Obligations, each when and as applicable, payments of debt service on the Issue are expected to be derived from current revenues of the Issuer and current revenues are expected to equal or exceed such amount of debt service on the Issue during the payment period.

3.4.3 Match Between Revenues and Debt Service. The portions of the Issuer's General Fund that are reasonably expected to be used to pay debt service on the Issue (such portions of the Issuer's General Fund being referred to herein as the "Debt Service Fund") will be allocated to the payment of debt service on the Issue on a "first in, first out" (FiFo) basis. Accordingly, the Debt Service Fund will be used primarily to achieve a proper matching of revenues and debt service within the Bond Year. Amounts in the Debt Service Fund will be invested without regard to yield.

3.5 Three-Year Temporary Period. A portion of the Sale Proceeds allocable to the Nonrefunding Portion in the amount of $2,117,865.00, will be deposited in the General Fund for the purpose of paying costs of the New Money Projects. The Issuer's expenditure expectations with respect to the Proceeds allocable to the New Money Projects are reflected in Exhibit C. The Issuer reasonably expects that at least 85% of the Net Sale Proceeds will be spent to pay costs of the New Money Projects within three years from the Issue Date. The Issuer heretofore has incurred or within six months hereafter will incur a binding obligation to one or more unrelated parties involving an expenditure of not less than 5% of Net Sale Proceeds. Completion of the New Money Projects and allocations of Net Sale Proceeds and Investment Proceeds to costs of the New Money Projects will proceed with due diligence. Net Sale Proceeds allocable to paying costs of the New Money Projects held in the General Fund, and Investment Proceeds earned thereon, will be invested without regard to yield during the period ending on the third anniversary of the Issue Date.

3.6 90-Day Temporary Period. As reflected in 2.1 and 2.9, (i) a portion of Sale Proceeds allocable to the Refunding Portion in the amount of $4,542,135.00 will be deposited in the General Fund and used to retire the Refunded Notes on the Issue Date of the Issue and (ii) a portion of Sale Proceeds in the amount of $17,465.00 will be deposited to the General Fund pending its expenditure for Issuance Costs. Such portions of the Sale Proceeds may be invested without regard to yield during the period that ends 90 days after the Issue Date of the Issue.

3.7 No Overissuance. Taking into account anticipated Investment Proceeds, the Sale Proceeds do not exceed the amount necessary to pay (i) costs of the New Money Projects, (ii) the Refunded Notes, (iii) Funded Interest, if applicable, and (iv) Issuance Costs and other common costs of the Issue.

3.8 No Other Replacement Proceeds. Neither the Issuer nor any Related Party will use any Gross Proceeds directly or indirectly to replace funds of the Issuer or any Related Party, which funds are or will be used directly or indirectly to acquire Investment Property reasonably expected to produce a yield that is materially higher than the Yield on the Issue.

3.9 No Expected Sale. It is not expected that the Projects or any part thereof financed and/or refinanced in whole or in part by the Issue will be sold or otherwise disposed of before July 30, 2025, the scheduled final maturity date of the Issue, except for minor portions due to normal wear or obsolescence.

ARTICLE IV. ARBITRAGE - YIELD AND YIELD RESTRICTION

4.1 Yield. The Yield on the Issue, adjusted as may be required for substantial original issue premium or discount, has been calculated by the Municipal Advisor to be 2.9255645%, as reflected in Exhibit B.

4.2 No Qualified Hedges. No Qualified Hedge has been, and (absent an Opinion of Bond Counsel) no Qualified Hedge will be, entered into such that failure to take the Qualified Hedge into account would distort the Yield on the Issue or otherwise would fail clearly to reflect the economic substance of the transaction.

4.3 Yield Restriction. Absent an Opinion of Bond Counsel, if the sum of (A) any Proceeds allocable to the payment of the Projects held in the General Fund after the third anniversary of the Issue Date, or, if applicable, the Issue Date of any Original Issue, plus (B) any amounts held in the Bona Fide Debt Service Fund and remaining unexpended after 13 months from the date of accumulation in such fund (excluding any amounts held for Capitalized Interest and Funded Interest), plus, if applicable, (C) any Proceeds allocable to the retirement of any Refunded Bonds and Refunded Notes held in the General Fund after 90 days from the Issue Date, plus, if applicable, (D) any Transferred Proceeds held in the General Fund after the third anniversary of any Original Issue, plus (E) any Proceeds held in the Issuer's General Fund to pay Issuance Costs after 90 days from the Issue Date, at any time in the aggregate exceeds $100,000, the excess will be invested as follows: (i) in Investment Property with a yield not exceeding the Yield on the Issue, or such other issue of Tax-Exempt Bonds to which such amounts are then allocated as proceeds, (ii) in assets that are not treated as Investment Property (e.g., Tax-Exempt Bonds), or (iii) in assets that satisfy the requirements for Yield Reduction Payments.

ARTICLE V. REBATE

5.1 Undertakings. The Issuer hereby covenants to comply with requirements of the Code pertaining to the Rebate Requirement. The Issuer acknowledges that the United States Department of the Treasury has issued Regulations with respect to certain of these undertakings, including the proper method for computing whether any rebate amount is due the federal government under Section 148(f). (Reg §§ 1.148-1 through 1.148-11A, 1.150-1, and 1.150-2.) The Issuer further acknowledges that the United States Department of the Treasury may yet issue additional Regulations with respect to certain of these undertakings. The Issuer covenants that it will undertake to determine what is required with respect to the rebate provisions contained in Section 148(f) and said Regulations from time to time and will comply with any requirements that may apply to the Issue.

5.2 Recordkeeping. The Issuer shall maintain or cause to be maintained detailed records with respect to each Nonpurpose Investment allocable to Gross Proceeds, including: (a) purchase date; (b) purchase price; (c) information establishing fair market value on the date such investment became a Nonpurpose Investment; (d) any accrued interest paid; (e) face amount; (f) coupon rate; (g) periodicity of interest payments; (h) disposition price; (i) any accrued interest received; and (j) disposition date. Such detailed recordkeeping is required to facilitate the calculation of the Rebate Requirement.

5.3 Exceptions to the Rebate Requirement.

5.3.1 Bona Fide Debt Service Fund Exception. Based on the representations set forth in 3.4.3 and this 5.3.1, no rebate calculations need be made in respect of amounts in the Bona Fide Debt Service Fund (i) if (a) the weighted average maturity of the Issue is longer than 5 years and (b) the Issue is a Fixed Yield Issue or (ii) if clause (i) does not apply, to the extent the earnings thereon in the Bond Year are less than $100,000.

5.3.2 Six-Month Expenditure Exception. If applicable, no rebate calculations will be required to be made with respect to the Adjusted Gross Proceeds allocable to the Refunding Portion if all such Adjusted Gross Proceeds are expended within six months of the Issue Date.

5.3.3 Eighteen Month Spending Exception. In general, when applicable, no rebate calculations will be required with respect to Adjusted Gross Proceeds of the Nonrefunding Portion if the Eighteen Month Spending Exception is met. The Issuer's spending expectations with respect to the Adjusted Gross Proceeds are included in Exhibit C.

5.3.4 Two Year Spending Exception. The Issuer reasonably expects that at least 75% of Available Construction Proceeds will be expended for Construction Expenditures with respect to the Projects. The Issuer's spending expectations with respect to the Proceeds allocable to the New Money Projects or the Projects, as applicable, are reflected in Exhibit C. In general, when applicable, no rebate calculations will be required with respect to Available Construction Proceeds if Available Construction Proceeds are spent in accordance with the Two Year Spending Exception. Additionally, Proceeds of the Issue that are used to pay Issuance Costs will be treated, together with all Investment Proceeds thereon, as satisfying the Rebate Requirement if the Two Year Spending Exception is satisfied and all such Issuance Costs are paid within twenty-four months after the Issue Date.

5.4 Rebate Requirement with Respect to the Prior Issues. The Issuer covenants to, and will, pay any Rebate Requirement or Yield Reduction Payments due with respect to the Prior Issues within 60 days from the Computation Date for the respective obligations or, if later, within 60 days of missing one of the relevant spending milestones set forth in 5.3, as required by Section 148(f)(3).

5.5 Rebate Requirement or Yield Reduction Payments with Respect to the Issue. The Issuer covenants to, and will, pay any Rebate Requirement or Yield Reduction Payments due with respect to the Issue within 60 days from the Computation Date for the Issue or, if later, within 60 days of missing one of the spending milestones set forth in 5.3, as required by Section 148(f)(3).

ARTICLE VI. OTHER MATTERS

6.1 Expectations. The undersigned are authorized representatives of the Issuer acting for and on behalf of the Issuer in executing this Tax Certificate. To the best of the knowledge and belief of the undersigned, there are no other facts, estimates or circumstances that would materially change the expectations as set forth herein, and said expectations are reasonable.

6.2 Covenant to Comply. The Issuer hereby covenants that it will not take or permit to be taken on its behalf any action or actions that would adversely affect the exclusion from federal income taxation of interest on the Issue and will take or require to be taken such acts as may reasonably be within its ability and as may from time to time be required under applicable law to maintain the exclusion from federal income taxation of interest on the Issue.

6.3 Post Issuance Compliance Procedures. The Issuer has written procedures to monitor compliance with the arbitrage Yield restriction and rebate requirements of Section 148

after the Issue Date. The Issuer also has written procedures to ensure that all Nonqualified Bonds are remediated in accordance with Reg § 1.141-12. Such procedures are substantially in the form attached hereto as Appendix C. The Issuer will monitor the expenditure of Gross Proceeds and the use of facilities financed and/or refinanced by the Issue, and will undertake, if necessary, any available measures under Reg § 1.141-12 to ensure compliance after the Issue Date with the applicable covenants contained herein.

6.4 Record Retention. In order to ensure that interest on the Issue continues to be excluded from gross income for federal tax law purposes, the Issuer acknowledges that records should be maintained to support the representations, certifications, and expectations set forth in this Tax Certificate (including the exhibits hereto) at least until the date three (3) years after the later of (a) the date on which the Issue is retired, or (b) the date on which the last of the Refunding Obligations is retired. In addition to the items described in 5.2, records to be retained include, but are not limited to:

(i) basic records and documents relating to the Issue, and, when applicable, the Prior Issues and any Qualified Equity relating to the Projects;

(ii) documentation evidencing the expenditure of the Proceeds and, when applicable, Proceeds of the Prior Issues;

(iii) documentation evidencing the use of the Projects or any component thereof by public and private sources (i.e., copies of management contracts, research agreements, leases, etc.);

(iv) documentation evidencing all sources of payment or security for the Issue and, when applicable, the Prior Issues;

(v) documentation evidencing compliance with the timing and allocation of expenditures of the Proceeds, and, when applicable, Proceeds of the Prior Issues and any Qualified Equity relating to the Projects; and

(vi) records of all amounts paid to the United States in satisfaction of the Rebate Requirement for the Issue and IRS Forms 8038-T (or successor forms thereto) related to such payments or to Yield Reduction Payments.

6.5 Amendments. Notwithstanding any other provision of this Tax Certificate, the Issuer may amend this Tax Certificate and thereby alter any actions allowed or required by this Tax Certificate if such amendment is signed by an authorized officer and is supported by an Opinion of Bond Counsel.

[Remainder of page intentionally left blank; signature page follows.]

6.6 Survival of Payment or Defeasance. Notwithstanding any provision in this Tax Certificate or in any other agreement or instrument relating to the Issue to the contrary, the obligation to remit the Rebate Requirement, if any, to the United States Department of the Treasury and to comply with all other requirements contained in this Tax Certificate shall survive payment or defeasance of the Issue.

6.7 Execution of Counterparts and Delivery by Electronic Means. This Certificate, as well as any other certificates or documents relating to the Issue (collectively, the "Documents"), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document. Delivery of an executed counterpart of a signature page to a Document by electronic mail in a ".pdf" file or by other electronic transmission shall be as effective as delivery of a manually executed counterpart signature page to such Document. Electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures.

Dated: December 19, 2024

TOWN OF NEEDHAM, MASSACHUSETTS

By: _____
Treasurer

By: _____

_____

_____

_____

_____
Select Board

[Signature page to Tax Certificate]

APPENDIX A
GENERAL DEFINITIONS

For purposes of the Tax Certificate to which this Appendix A is attached, and the exhibits to the Tax Certificate and any schedules or attachments to those exhibits, the following capitalized terms have the following meanings:

501(c)(3) Organization means any entity described in Section 501(c)(3).

Adjusted Gross Proceeds generally means Gross Proceeds, less amounts held in the Bona Fide Debt Service Fund.

Available Construction Proceeds has the meaning set forth in Reg § 1.148-7(i) and generally means all Sale Proceeds reduced by Issuance Costs or, if applicable, all Sale Proceeds allocable to the Nonrefunding Portion, reduced by Issuance Costs allocable to the Nonrefunding Portion financed with Sale Proceeds, plus all Investment Proceeds earned thereon before the earlier of two years after the Issue Date or substantial completion of the New Money Projects or Projects, as applicable. In determining the amount of Available Construction Proceeds as of any date, there shall be included the amount of investment earnings reasonably expected after such date, together with investment earnings actually received or accrued as of such date.

Bona Fide Debt Service Fund has the meaning set forth in Reg § 1.148-1(b) and generally means the Debt Service Fund identified in 3.4.3.

Bond Counsel means Locke Lord LLP or, if applicable, another law firm with a nationally recognized public finance practice.

Bond Notice of Sale means, when applicable, the separate Notice of Sale for the bonds of the Issue.

Bond Purchaser means, when applicable, an entity that purchases the bonds of the Issue, or, when applicable, a Prior Issue, for its own account without a present intent to resell.

Capitalized Interest means interest on the Issue, or, when applicable, a Prior Issue, from the Issue Date to the placed in service date of the Projects, that is properly capitalized in the cost of the Projects under general federal income tax principles.

Code means the Internal Revenue Code of 1986, as amended.

Computation Date has the meaning set forth in Reg § 1.148-3(e) and generally means the date not later than the fifth Bond Year and each five years thereafter and the final maturity date of the Issue, each as applicable.

Construction Expenditures has the meaning set forth in Reg § 1.148-7(g)(1) and generally means capital expenditures that are allocable to the cost of real property or constructed personal property and includes costs of reconstruction and rehabilitation, but does not include costs of acquiring any interest in land or other existing real or personal property.

Controlled Group has the meaning set forth in Reg § 1.150-1(c) and generally means a group of entities controlled directly or indirectly by the same entity or group of entities.

Debt Service Fund means the Debt Service Fund described in Article III.

Deliberate Action has the meaning set forth in Reg § 1.141-2(d)(3) and generally means any action taken by the Issuer that is within its control, but excludes (i) an involuntary or compulsory conversion under Section 1033 or (ii) an action taken in response to a regulatory directive made by the federal government.

Eighteen Month Spending Exception has the meaning set forth in Reg § 1.148-7(d) and generally means Adjusted Gross Proceeds are spent at least as quickly as follows:

15% within six months after the Issue Date

60% within twelve months after the Issue Date

100% within eighteen months after the Issue Date

The requirement that 100% of Adjusted Gross Proceeds be spent within eighteen months after the Issue Date will be met if at least 95% of Adjusted Gross Proceeds is spent within eighteen months and the remainder is held as a Reasonable Retainage, as permitted by contracts with the Issuer's contractors, and such remainder is spent within thirty months after the Issue Date.

Fixed Yield Bond has the meaning set forth in Reg § 1.148-1(b) and generally means any bond whose yield is fixed and determinable on its Issue Date.

Fixed Yield Issue has the meaning set forth in Reg § 1.148-1(b) and generally means any issue of which each bond of the issue is a Fixed Yield Bond.

Funded Interest means interest on the Issue, or, when applicable, a Prior Issue, other than Capitalized Interest, through the later of three years after the Issue Date, or, if applicable, the Issue Date of a Prior Issue, or one year after the first component of the Projects is placed in service as set forth in Reg § 1.148-6(d)(3)(ii)(A)(3).

General Rule Maturities means, when applicable, those Maturities listed as the general rule maturities in Schedule A to the attached Issue Price Certificate for the Bonds of the Issue or the Notes of the Issue, as applicable.

Governmental Person has the meaning set forth in Reg § 1.141-1(b) and generally means a Governmental Unit.

Governmental Unit means a State or Local Governmental Unit.

Gross Proceeds has the meaning set forth in Reg § 1.148-1(b) and generally means all proceeds derived from or relating to the Issue, or, when applicable, a Prior Issue, including Proceeds and Replacement Proceeds.

Guidelines means Reg §1.141-3(b)(4) and Revenue Procedure 2017-13 or any applicable predecessor or successor thereto.

Hold-the-Offering-Price Maturities means, when applicable, those Maturities listed as the hold-the-offering-price maturities in Schedule A to the attached Issue Price Certificate for the Bonds of the Issue or the Notes of the Issue, as applicable.

Holding Period means, with respect to a Hold-the-Offering-Price Maturity, the period starting on the Sale Date and ending on the earlier of (i) the close of the fifth business day after the Sale Date, or (ii) the date on which the Successful Bidder/Successful Bond Bidder/Successful Note Bidder sold at least 10% of such Hold-the-Offering-Price Maturity to the Public at prices that are no higher than the initial offering price for such Hold-the-Offering-Price Maturity.

Investment Proceeds has the meaning set forth in Reg § 1.148-1(b) and generally means earnings received from investing and reinvesting Proceeds and from investing and reinvesting such earnings.

Investment Property has the meaning set forth in Section 148(b)(2) and generally means any security or obligation, any annuity contract, or any other investment-type property, but does not include any Tax-Exempt Bond.

Issuance Costs has the meaning set forth in Reg § 1.150-1(b) and generally means costs, to the extent incurred in connection with, and allocable to, the issuance of the Issue within the meaning of Section 147(g), and includes: underwriters' spread; counsel fees; financial advisory fees; credit rating fees; trustee fees; paying agent fees; bond registrar, certification, and authentication fees; accounting fees; printing costs; public approval process costs; engineering and feasibility study costs; and similar costs.

Issue Date has the meaning set forth in Reg § 1.150-1(b) and generally means the date the Issue, or, when applicable, a Prior Issue, was delivered to the Underwriter or Purchaser thereof and payment was received therefor.

Issue Price has the meaning set forth in Reg § 1.148-1(f) and generally means (i) the Expected Offering Price of a Successful Bidder/Successful Bond Bidder/Successful Note Bidder, (ii) the amount paid by the Purchaser for the Issue, the notes of the Issue, and/or the bonds of the Issue, and/or (iii) the price at which at least 10% of each maturity of the General Rule Maturities were sold by the Successful Bidder/Successful Bond Bidder/Successful Note Bidder, all as set forth in Exhibit A, or, when applicable, the sum of the applicable clauses above.

Maturity means bonds and/or notes of the Issue with the same credit and payment terms. Bonds and/or notes of the Issue with different maturity dates, or with the same maturity date but different stated interest rates, are treated as separate maturities.

Minor Portion has the meaning set forth in Section 148(e) and generally means any amount of Gross Proceeds that does not exceed the lesser of (i) 5% of the Proceeds or (ii) $100,000.

Net Sale Proceeds has the meaning set forth in Reg § 1.148-1(b) and generally means the Sale Proceeds allocable to the Nonrefunding Portion, less the portion of those Sale Proceeds

invested in a reasonably required reserve or replacement fund pursuant to Section 148(d) or as part of the Minor Portion.

Nongovernmental Person means any Person other than a Governmental Person. Nongovernmental Person includes the United States and any agency or instrumentality of the United States.

Nonpurpose Investment means any Investment Property in which Gross Proceeds are invested that is not a Purpose Investment.

Nonqualified Bonds has the meaning set forth in Reg § 1.141-12(j) and generally means the portion of outstanding bonds of an Issue that, as of the date of a Deliberate Action, would not meet the private business use test in Section 141(b) or the private loan financing test in Section 141(c).

Nonrefunding Portion means, when applicable, the portion of the Issue or the Prior Issue, as applicable, that is not allocable to the Refunding Portion.

Note Notice of Sale means, when applicable, the separate Notice of Sale for the notes of the Issue.

Note Purchaser means, when applicable, an entity that purchases the notes of the Issue, or, when applicable, a Prior Issue, for its own account without a present intent to resell.

Notice of Sale means the Notice of Sale, or, when applicable, collectively the Bond Notice of Sale and Note Notice of Sale, attached as Attachment 1 to Exhibit B.

Opinion of Bond Counsel means a written opinion of nationally recognized bond counsel, delivered to the Issuer, to the effect that the exclusion from gross income for federal income tax purposes of interest on the Issue will not be adversely affected.

Original Issues means, when applicable, collectively, the portions of the Refunded Bonds and/or Refunded Notes and the issues that were issued to finance the Projects on a "new money" basis and any other obligations all or a portion of which were issued to finance the Projects on a new money basis which have been ultimately refinanced by this Issue.

Person has the meaning set forth in Section 7701(a)(1) and generally includes an individual, trust, estate, partnership, association, company or corporation.

Preliminary Expenditures has the meaning set forth in Reg § 1.150-2(f)(2) and generally means architectural, engineering, surveying, soil testing, Issuance Costs, including, when applicable, Issuance Costs allocable to the Nonrefunding Portion, and similar costs paid with respect to the Projects in an aggregate amount not exceeding 20% of the Issue Price of the Issue, or, when applicable, the Issue Price of the Issue allocable to the Nonrefunding Portion. However, Preliminary Expenditures do not include land acquisition, site preparation or similar costs incident to the commencement of construction.

Prior Issue(s) means, when applicable, individually or collectively, the Original Issues and each series of exclusively current refunding obligations all or a portion of which were thereafter issued to refinance the Original Issues.

Private Business Use has the meaning set forth in Reg § 1.141-3(a) and generally means use (directly or indirectly) in a trade or business carried on by any Nongovernmental Person other than use (i) as a member of, and on the same basis as, the general public or (ii) pursuant to the Guidelines or the Research Guidelines. Any activity carried on by a Nongovernmental Person (other than a natural Person) shall be treated as a trade or business.

Proceeds has the meaning set forth in Reg § 1.148-1(b) and generally means Sale Proceeds, Investment Proceeds and Transferred Proceeds of the Issue or, when applicable, a Prior Issue.

Public has the meaning set forth in Reg § 1.148-1(f)(3)(ii) and generally means any Person other than an Underwriter or a Related Party to an Underwriter.

Purchaser means, when applicable, an entity, including a Successful Bidder, that purchases the Issue, or, when applicable, a Prior Issue, for its own account without a present intent to resell.

Purpose Investment has the meaning set forth in Reg §1.148-1(b) and generally means an investment that is acquired by the Issuer to carry out the governmental purpose of the Issue.

Qualified Equity has the meaning set forth in Reg § 1.141-6(b)(3) and generally means funds that are not derived from proceeds of a Tax-Advantaged Bond.

Qualified Guarantee has the meaning set forth in Reg § 1.148-4(f) and generally means an arrangement that imposes a secondary liability that unconditionally shifts substantially all of the credit risk for all or part of the payments on the Issue to the guarantor under that arrangement.

Qualified Hedge has the meaning set forth in Reg § 1.148-4(h) and generally means a contract entered into by the Issuer with a hedge provider primarily to modify the Issuer's risk of interest rate changes with respect to all or a part of the Issue.

Reasonable Retainage has the meaning set forth in Reg § 1.148-7(h) and generally means an amount, not to exceed 5% of Available Construction Proceeds or Adjusted Gross Proceeds, as applicable, on the date 24 months, or 18 months, as applicable, after the Issue Date, that is retained for reasonable business purposes relating to the Projects, including to ensure or promote compliance with a construction contract.

Rebate Requirement means the amount of rebatable arbitrage with respect to the Issue, computed as of the last day of any Bond Year pursuant to Reg § 1.148-3.

Refunded Bonds means, when applicable, all or the portion of each of the series of bonds being refunded by the Issue, as identified in Appendix B.

Refunded Notes means, when applicable, all or the portion of each of the series of notes being refunded by the Issue, as identified in Appendix B.

Refunding Obligations means a Tax-Advantaged Bond issued to refund any portion of the Issue, including any subsequent Tax-Advantaged Bond in a series of refundings thereof.

Refunding Portion means, when applicable, the portion of the Issue allocable to the refunding of the Refunded Bonds and/or Refunded Notes, together with the portion of the Issue allocable to the financing of a ratable share of Issuance Costs and other common costs of the Issue.

Regulations or Reg means the applicable Treasury Regulations promulgated by the Secretary of the Treasury of the United States under the Code.

Related Party has the meaning set forth in Reg §1.150-1(b) and generally means, in reference to a Governmental Unit or a 501(c)(3) Organization, any member of the same Controlled Group, and in any reference to any other Person, any two or more Persons who have more than fifty percent (50%) common ownership, directly or indirectly.

Replacement Proceeds has the meaning set forth in Reg §1.148-1(c) and generally means amounts that have a sufficiently direct nexus to the Issue or to the governmental purpose of the Issue to conclude that the amounts would have been used for that governmental purpose if the Proceeds of the Issue were not used, and includes a sinking fund, a pledged fund, and other replacement proceeds, each as defined in Reg § 1.148-1(c).

Research Guidelines means Reg §1.141-3(b)(6) and Revenue Procedure 2007-47 or any applicable successor thereto.

Sale Date has the meaning set forth in Reg § 1.150-1(c)(6) and generally means the first day on which there is a binding contract in writing for the sale of a Maturity.

Sale Proceeds has the meaning set forth in Reg § 1.148-1(b) and generally means amounts actually or constructively received from the sale of the Issue, or, when applicable, a Prior Issue.

Signature Certificate means the Signature, No Litigation and Official Statement Certificate or similar certificate prepared by Bond Counsel relating to the Issue or, when applicable, a Prior Issue.

Small Issuer Exception has the meaning set forth in Section 148(f)(4)(D) and Reg § 1.148-8(a) and generally means that, as of the Issue Date, either (i) the Issue meets the exception for a current refunding under Section 148(f)(4)(D)(v) or (ii) the Issuer reasonably expects that the aggregate Issue Price of Tax-Exempt Bonds (other than (a) current refunding bonds to the extent the amount thereof does not exceed the outstanding amount of the obligations to be refunded thereby and (b) qualified private activity bonds) issued and to be issued by or on behalf of the Issuer during the current calendar year will not exceed $5,000,000 except by the lesser of (1) $10,000,000 or (2) the aggregate face amount of bonds, in either case attributable to financing the construction of public school facilities, as provided in Section 148(f)(4)(D)(vii). In addition, the Issuer must have the power to impose or to cause the imposition of taxes of general applicability which, when collected, may be used for the general purposes of the Issuer. The Issuer's power to impose or cause the imposition of such taxes cannot be contingent on approval by any other Governmental Unit. The Issuer cannot form or avail itself of an entity for the purpose of avoiding the volume limitation described above.

State or Local Governmental Unit has the meaning set forth in Reg § 1.103-1(a) and is generally a state or any political subdivision of a state, but excludes the United States and its agencies or instrumentalities.

Successful Bidder(s) means, when applicable, the Successful Bidder(s) set forth in Appendix B.

Successful Bond Bidder means, when applicable, the Successful Bond Bidder set forth in Appendix B.

Successful Note Bidder means, when applicable, the Successful Note Bidder set forth in Appendix B.

Tax-Advantaged Bond has the meaning set forth in Reg § 1.150-1(b) and generally means a tax-exempt bond or a taxable bond that provides a federal tax benefit that reduces the Issuer's borrowing costs.

Tax Certificate means the Tax Certificate to which this Appendix A is attached.

Tax-Exempt Bond means any obligation the interest on which is excluded from gross income for federal income tax purposes pursuant to Section 103, other than a "specified private activity bond" within the meaning of Section 57(a)(5)(C), as well as (i) stock in a "regulated investment company" (within the meaning of Section 852) to the extent at least 95 percent of income to the stockholder is treated as interest on Tax-Exempt Bonds and (ii) any demand deposit obligation issued by the United States Department of the Treasury pursuant to Subpart C of 31 CFR Part 344.

Transferred Proceeds has the meaning set forth in Reg § 1.148-9(b) and generally means Proceeds of a Prior Issue that become Proceeds of the Issue under the transferred proceeds allocation rule in Reg § 1.148-9(b).

Two Year Spending Exception has the meaning set forth in Reg § 1.148-7(e) and generally means Available Construction Proceeds are expended at least as quickly as follows:

10% within six months after the Issue Date

45% within twelve months after the Issue Date

75% within eighteen months after the Issue Date

100% within twenty-four months after the Issue Date

The requirement that 100% of Available Construction Proceeds be spent within twenty-four months after the Issue Date will be met if at least 95% of Available Construction Proceeds is spent within twenty-four months and the remainder is held as Reasonable Retainage, as permitted by contracts with the Issuer's contractors, and such remainder is spent within thirty-six months after the Issue Date.

Underwriter means (i) any Person, including, when applicable, a Successful Bidder/Successful Bond Bidder/Successful Note Bidder, that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the bonds and/or notes of the Issue, or, when applicable, a Prior Issue, to the Public, and (ii) any Person that agrees pursuant to a written contract directly or indirectly with a Person described in clause (i) of this paragraph to participate in the initial sale of such bonds and/or notes of the Issue, or, when applicable, a Prior Issue, to the Public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of such bonds and/or notes of the Issue, or, when applicable, a Prior Issue, to the Public).

Votes means the authorizations for the Issue specified in the Signature Certificate.

Yield has the meaning set forth in Reg § 1.148-4 for an issue and Reg § 1.148-5 for investments, and generally means, as to the Issue, or, when applicable, a Prior Issue, or Investment Property, as applicable, that discount rate which, when used in computing the present value of all unconditionally payable payments representing (i) principal, adjusted, as required, for any substantial discounts or premiums, (ii) interest, including costs of Qualified Guarantees, and (iii) payments or receipts on Qualified Hedges, produces an amount equal to the Issue Price of the Issue, or, when applicable, a Prior Issue, or the purchase price of Investment Property, as appropriate.

Yield Reduction Payment means a "qualified yield reduction payment" to the United States Department of the Treasury that reduces the yield on Investment Property, as set forth in Reg § 1.148-5(c).

APPENDIX B
ISSUE SPECIFIC DEFINITIONS

For purposes of the Tax Certificate to which this Appendix B is attached, and the exhibits to the Tax Certificate and any schedules or attachments to those exhibits, the following capitalized terms have the following meanings:

2024 Issue means the Issuer's $8,645,000 General Obligation Bond Anticipation Notes, issued on its Issue Date, on a new money and current refunding basis, and payable December 19, 2024.

Bond Year means the period beginning on the Issue Date and ending on July 30, 2025, which is the last day on which any notes of the Issue will remain outstanding for federal tax purposes.

Issue Date means, as to the Issue, the date of this Tax Certificate, December 19, 2024.

Municipal Advisor means Hilltop Securities Inc., as municipal advisor to the Issuer in connection with the Issue.

Refunded Notes means the $4,542,135.00 portion of the 2024 Issue. The remainder of the 2024 Issue will be retired with other moneys of the Issuer.

Sale Date of the Issue is November 19, 2024.

Sale Proceeds means as to the Issue, the amount of $6,702,957.00, comprising the stated principal amount of the Issue ($6,660,000), plus original issue premium thereon in the amount of $42,957.00.

Successful Bidder means Truist Securities, Inc.

APPENDIX C
POST-ISSUANCE TAX COMPLIANCE PROCEDURES
TAX-EXEMPT OBLIGATIONS AND OTHER TAX-BENEFITED OBLIGATIONS

I. Introduction

These post-issuance compliance procedures of the Issuer are designed to provide for the effective management of the Issuer's post issuance compliance program for tax-exempt and other tax-benefited obligations in a manner consistent with state and federal laws applicable to such obligations.

II. Post-Issuance Tax Compliance

The Treasurer of the Issuer, or such other designated officer (the "Compliance Officer") shall be the primary bond compliance officer responsible for each issuance by the Issuer of tax-exempt (or otherwise tax-benefited) bonds, notes, financing leases, or other obligations (herein, collectively referred to as "bonds"). All information related to each bond issue and the facilities, equipment and other assets financed by such issue shall be maintained by or on behalf of the Compliance Officer and the actions taken under subsections A through C of this Section II shall be taken by the Compliance Officer or on behalf of the Compliance Officer by such other officers or employees of the Issuer as appropriate.

A. Tax Certificate and Continuing Education

1. **Tax Certificate** – A Tax Certificate is prepared for each issuance of bonds. Immediately upon issuing any bonds, the Compliance Officer, in conjunction with the Issuer's bond counsel and financial advisor, shall review the Tax Certificate and make notes regarding specific compliance issues for such bond issue on the Post-Issuance Compliance Notes form at Exhibit A. The Tax Certificate and Notes shall clearly define the roles and responsibilities relating to the ongoing compliance activities for each bond issue and will identify specific compliance requirements.

2. **Continuing Education** – The Compliance Officer will actively seek out advice of bond counsel on any matters that appear to raise ongoing compliance concerns and may attend or participate in seminars, teleconferences, etc. sponsored by organizations such as the Massachusetts Collector-Treasurer Association and the Massachusetts Government Finance Officers Association that address compliance issues and developments in the public finance bond arena. In addition, national organizations such as the Securities Industry and Financial Markets Association (SIFMA) and the National Association of Bond Lawyers (NABL) offer numerous training opportunities and materials which may be useful to the Compliance Officer.

B. Tax-Exempt Bonds Compliance Monitoring

1. **Restrictions against Private Use** – The Compliance Officer will continuously monitor the expenditure of bond proceeds and the use of facilities or equipment financed or refinanced with bonds to ensure compliance with Section 141 of the Internal Revenue Code (the

"Code") which generally establishes limitations on the use of bond-financed facilities by non-state or local governmental entities, such as individuals using bond-financed assets on a basis other than as a member of the general public, corporations and the federal government and its agencies and instrumentalities.

a. **Use of Bond Proceeds** – The Compliance Officer will monitor and maintain records with respect to expenditures to ensure that bond proceeds are being used on capital expenditures for governmental purposes in accordance with the bond documents and document the allocation of all bond proceeds. Such monitoring is required not only for tax-exempt bonds, but also for tax credit bonds.

b. **Use of the Bond-Financed Facility or Equipment**

   i. **Equipment assets financed with bonds** will be listed in a schedule for each bond issue, which schedule may be included in the Tax Certificate. Equipment assets generally are not to be disposed of prior to the earlier of (a) the date the bonds and all subsequent refundings of such bonds are fully paid, or (b) the end of the useful life of such equipment. The Compliance Officer will maintain the list of all bond-financed equipment for each bond issue, together with the equipment's expected useful life.

   ii. **Constructed or acquired assets financed with bonds** – In order to ensure that assets constructed or acquired using bond proceeds, such as infrastructure assets, are not leased, sold or disposed of prior to the end of the term of the bonds and of all subsequent refundings of such bonds:
      - Any asset constructed or acquired with bond proceeds shall be flagged in the Issuer's records, and
      - These projects will be monitored by the Compliance Officer.

   iii. If there is any proposal to change the use of a bond-financed facility from a governmental purpose to a use in which a private entity may have the use or benefit of such a facility on a basis that is different from the rest of the general public, the Compliance Officer will consult with bond counsel <u>prior</u> to the occurrence of the proposed change in use.

2. **Qualification for Initial Temporary Periods and Compliance with Restrictions against Hedge Bonds**

a. **Expectations as to Expenditure of "New Money" Bond Proceeds**

   i. In order to qualify under the arbitrage rules for an initial temporary period of 3 years for "new money" issues during which bond proceeds can be invested without regard to yield (but potentially subject to rebate), the Issuer must reasonably expect to spend at least 85% of "spendable proceeds" by the end of the temporary period. In general under Code Section 149, in order to avoid classification of an issue of bonds as "hedge bonds," the Issuer must both (x) reasonably expect to spend 85% of the "spendable proceeds" of the bond issue within the 3 year period beginning on the date the bonds are issued and (y)

invest not more than 50% of the proceeds of the issue in investments having a substantially guaranteed yield for 4 years or more. These expectations have been documented for the Issuer's outstanding bond issues in the tax certificates executed in connection with each bond issue.

ii. If, for any reason, the Issuer's expectations concerning the period over which the bond proceeds are to be expended change from what was documented in the applicable tax certificate, the Compliance Officer will consult with bond counsel.

b. **Project Draw Schedule Compliance Monitoring** – While there are unspent proceeds of a bond issue, the Compliance Officer will compare and analyze the original anticipated project draw schedule and the actual expenditure payouts and reimbursements on each bond-financed project on an annual or more frequent basis. The purpose of this analysis is to determine the variances from the original expected draw schedule for each project and to document the reasons for these variances to provide a continual record on the spending progress of each bond-financed project. Factors relevant to the analysis include unexpected delays in the project timelines, extreme weather, contract time extensions due to unexpected events, supplemental agreements and any other factor with a potential to impact the progress or completion of the projects. Generally, there should be no effect on the tax-exempt status of the bonds under either the temporary period rules or the hedge bond rules if the actual disbursements do not meet the original project draw schedule, unless circumstances surrounding the actual events cast doubt on the reasonableness of the stated expectations on the issuance date. Therefore, it is important for the Compliance Officer to update the progress of each project at least annually, and consult with bond counsel as to any variance from the original schedule.

c. **Bond Proceeds Expenditure Schedule Compliance Monitoring** – While there are unspent proceeds of bonds, the Compliance Officer will compare and analyze the bond proceeds expenditure schedule and the actual investment earnings on each project on an annual or more frequent basis. The purpose of this analysis is to determine any variances from the expected expenditure schedule and to document the reasons for these variances.

3. **Arbitrage Rebate Compliance**

a. Bonds may lose their tax-favored status, retroactive to the date of issuance, if they do not comply with the arbitrage restrictions of section 148 of the Code. Two general sets of requirements under the Code must be applied in order to determine whether governmental bonds are arbitrage bonds: the yield restriction requirements of section 148(a) and the rebate requirements of section 148(f).

b. **Yield Restriction Requirements** – The yield restriction requirements provide, in general terms, that gross proceeds of a bond issue may not be invested in investments earning a yield higher than the yield of the bond issue, except for investments (i) during one of the temporary periods permitted under the regulations (including the initial three

year temporary period described above), (ii) in a reasonably required reserve or replacement fund or (iii) in an amount not in excess of the lesser of 5% of the sale proceeds of the issue or $100,000 (the "minor portion"). Under limited circumstances, the yield on investments subject to yield restriction can be reduced through payments to the IRS known as "yield reduction payments." The Tax Certificate will identify those funds and accounts associated with a particular issue of bonds known, as of the date of issuance, to be subject to yield restriction.

c. Rebate Requirements

i. If, consistent with the yield restriction requirements, amounts treated as bond proceeds are permitted to be invested at a yield in excess of the yield on the bonds (pursuant to one of the exceptions to yield restriction referred to above), rebate payments may be required to be made to the U.S. Treasury. Under the applicable regulations, the aggregate rebate amount is the excess of the future value of all the receipts from bond funded investments over the future value of all the payments to acquire such investments. The future value is computed as of the computation date using the bond yield as the interest factor. At least 90% of the rebate amount calculated for the first computation period must be paid no later than 60 days after the end of the first computation period. The amount of rebate payments required for subsequent computation periods (other than the final period) is that amount which, when added to the future value of prior rebate payments, equals at least 90% of the rebate amount. For the final computation period, 100% of the calculated amount must be paid. Rebate exceptions and expectations are documented for each bond issue in the tax certificate executed at the time of such bond issue.

ii. **While there are unspent proceeds of bonds, the Issuer will engage an experienced independent rebate analyst to annually calculate any rebate that may result for that year and annually provide a rebate report to the Compliance Officer. Bond counsel can assist with referrals to qualified rebate analysts.**

d. Timing of Rebate Payments

The Compliance Officer will work with the rebate analyst to ensure the proper calculation and payment of any rebate payment and/or yield-reduction payment at the required time:

i. First installment due no later than 60 days after the end of the fifth anniversary of each bond issuance;

ii. Succeeding installments at least every five years;

iii. Final installment no later than 60 days after retirement of last bond in the issue.[1]

4. Refunding Requirements

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[1] Generally, rebate payments must be paid not later than 60 days after retirement of the last bond in the issue.

a. **Refunded Projects** – The Compliance Officer will maintain records of all bond financed assets for each bond issue, including assets originally financed with a refunded bond issue.

b. **Yield Restriction** – The Compliance Officer will work with its financial advisor and bond counsel to maintain records of allocation of bond proceeds for current and advance refundings of prior bond issues to ensure that such bond proceeds are expended as set forth in the applicable tax certificate executed at the time the refunding bonds are issued. Any yield restricted escrows will be monitored for ongoing compliance.

C. Record Retention

1. Section 6001 of the Code provides the general rule for the proper retention of records for federal tax purposes. The IRS regularly advises taxpayers to maintain sufficient records to support their tax deductions, credits and exclusions. In the case of a tax-exempt bond transaction, the primary taxpayers are the bondholders. In the case of other tax benefited bonds, such as "build America bonds" or "recovery zone economic development bonds", the Issuer will be treated as the taxpayer. In order to ensure the continued exclusion of interest to such bondholders, it is important that the Issuer retain sufficient records to support such exclusion.

2. **In General**

   a. All records associated with any bond issue shall be stored electronically or in hard copy form at the Issuer's offices or at another location conveniently accessible to the Issuer.

   b. The Compliance Officer will ensure that the Issuer provides for appropriate storage of these records.

   c. If storing documents electronically, the Issuer shall conform with Rev. Proc. 97-22, 1997-1 C.B. 652 (as the same may be amended, supplemented or superseded), which provides guidance on maintaining books and records by using an electronic storage system. Bond counsel can furnish a copy of this Revenue Procedure if needed.

3. **Bonds** – Unless a longer period of time is required by state law, the Issuer shall maintain the bond record as defined in this section for the longer of the life of the bonds plus 3 years or the life of refunding bonds (or series of refunding bonds) which refunded the bonds plus 3 years. The bond record shall include the following documents:

   a. **Pre-Issuance Documents**

      i. **Guaranteed Investment Contracts ("GICs") and Investments (other than Treasury's State and Local Government Series Securities, "SLGs")** – If applicable, the Compliance Officer shall retain

all documentation regarding the procurement of each GIC or other investment acquired on or before the date of bond issuance, including as applicable the request for bids, bid sheets, documentation of procurement method (i.e., competitive vs. negotiated), etc. If investments other than SLGs are used for a defeasance escrow, the documentation should include an explanation of the reason for the purchase of open market securities and documentation establishing the fair value of the securities and compliance with safe harbor bidding rules. If SLGs are purchased, a copy of the final subscription shall be maintained.

ii. **Project Draw Schedule** – The Compliance Officer shall retain all documentation and calculations relating to the draw schedule used to meet the "reasonable expectations" test and use of proceeds tests (including copies of contracts with general and sub-contractors or summaries thereof).

iii. **Issue Sizing** – The Compliance Officer shall maintain a copy of all financial advisor's or underwriter's structuring information.

iv. **Bond Insurance** – If procured by the Issuer, the Compliance Officer shall maintain a copy of insurance quotes and calculations supporting the cost benefit of bond insurance, if any.

v. **Costs of Issuance documentation** – The Compliance Officer shall retain all invoices, payments and certificates related to costs of issuance of the bonds.

b. **Issuance Documents –** The Compliance Officer shall retain the bound bond transcript delivered from bond counsel.

c. **Post-Issuance Documents**

i. **Post-Issuance Guaranteed Investment Contracts and Investments (Other than SLGs)** – the Compliance Officer shall retain all documentation regarding the procurement of any GIC or other investment acquired after bond issuance, including as applicable the request for bids, bid sheets, documentation of procurement method (i.e., competitive vs. negotiated), etc. If investments other than SLGs are used for a defeasance escrow, the documentation should include an explanation of the reason for the purchase of open market securities and documentation establishing the fair value of the securities and compliance with safe harbor bidding rules.

ii. **Records of Investments** shall be retained by the Compliance Officer.

iii. **Investment Activity Statements** shall be retained by the Compliance Officer.

iv. **Records of Expenditures** – The Compliance Officer shall maintain or shall cause to be maintained all invoices, etc. relating to equipment purchases and constructed or acquired projects, either electronically or in hard copy.

v. **Records of Compliance**

- **Qualification for Initial Temporary Periods and Compliance with Restrictions against Hedge Bond Documentation** – The Compliance Officer shall prepare the annual analysis described in Section II(B)(2) above and maintain these records.
- **Arbitrage Rebate Reports** may be prepared by the Compliance Officer or a third party as described in section II (B)(3) of this document and retained by the Compliance Officer.
- **Returns and Payment** – Shall be prepared at the direction of the Compliance Officer and filed as described in Section II(B)(3) of this document.
- **Contracts under which any bond proceeds are spent (consulting engineering, acquisition, construction, etc.)** – The Compliance Officer shall obtain copies of these contracts and retain them for the bond record.

d. General

i. **Audited Financial Statements** – The Compliance Officer will maintain copies of the Issuer's annual audited Financial Statements.

ii. **Reports of any prior IRS Examinations** – The Compliance Officer will maintain copies of any written materials pertaining to any IRS examination of the Issuer's bonds.

III. Voluntarily Correcting Failures to Comply with Post-Issuance Compliance Activities

If, in the effort to exercise due diligence in complying with applicable federal tax laws, a potential violation is discovered, the Issuer may address the violation through the applicable method listed below. The Issuer should work with its bond counsel to determine the appropriate way to proceed.

A. Taking remedial actions as described in Section 141 of the Internal Revenue Code

B. Utilizing the Voluntary Closing Agreement Program (VCAP) – Section 7.2.3 of the Internal Revenue Manual establishes the voluntary closing agreement program for tax-exempt bonds (TEB VCAP) whereby issuers of tax-exempt bonds can resolve violations of the Internal Revenue Code through closing agreements with the Internal Revenue Service.

IV. Post Issuance Tax Compliance Procedures Review

The Compliance Officer shall review these procedures at least annually, and implement revisions or updates as deemed appropriate, in consultation with bond counsel.

Exhibit A

POST ISSUANCE COMPLIANCE NOTES
[Name of Bond]

Transaction Parties

Overall Responsible Party for Debt Management Activities _____

Bond Counsel _____

Paying Agent _____

Rebate Specialist _____

Other _____

EXHIBIT A

$6,660,000
Town of Needham, Massachusetts
General Obligation Bond Anticipation Notes
Dated December 19, 2024

ISSUE PRICE CERTIFICATE AND RECEIPT

The undersigned, on behalf of the Successful Bidder, hereby certifies as set forth below with respect to the sale of the above-captioned obligations ("Issue") of the Issuer. Capitalized terms used and not otherwise defined herein shall have the respective meanings set forth in the Tax Certificate to which this Exhibit A is attached.

1. Reasonably Expected Initial Offering Price.

(a) As of the Sale Date, the reasonably expected initial offering price of the notes of the Issue to the Public by the Successful Bidder is the price listed in Schedule A ("Expected Offering Price"). The Expected Offering Price is the price for the notes of the Issue used by the Successful Bidder in formulating its bid to purchase the Issue. Reflected in Schedule B is a true and correct representation of the bid provided by the Successful Bidder to purchase the notes of the Issue.

(b) The Successful Bidder was not given the opportunity to review other bids prior to submitting its bid.

(c) The bid submitted by the Successful Bidder constituted a firm offer to purchase the notes of the Issue.

2. Receipt. The Successful Bidder hereby acknowledges receipt of the notes of the Issue from the Issuer and further acknowledges receipt of all certificates, opinions and other documents required to be delivered to the Successful Bidder, before or simultaneously with the delivery of such notes of the Issue, which certificates, opinions and other documents are satisfactory to the Successful Bidder.

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Successful Bidder's interpretation of any laws, including specifically Sections 103 and 148 and the Regulations thereunder.

[Remainder of page intentionally left blank; signature page follows.]

The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate and with respect to compliance with the federal income tax rules affecting the Issue, and by Locke Lord LLP in connection with rendering its opinion that the interest on the Issue is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Issue.

Dated: December 19, 2024

TRUIST SECURITIES, INC.

By: _____
Name:
Title:

SCHEDULE A TO EXHIBIT A

EXPECTED INITIAL OFFERING PRICE TO THE PUBLIC

Town of Needham, Massachusetts

$6,660,000 General Obligation Bond Anticipation Notes
Dated December 19, 2024

Pricing Summary

Maturity	Type of Bond	Coupon	Yield	Maturity Value	Price	Dollar Price
07/30/2025	Serial Note	4.000%	2.930%	6,660,000.00	100.645%	6,702,957.00
Total	-	-	-	$6,660,000.00	-	$6,702,957.00

SCHEDULE B TO EXHIBIT A

SUCCESSFUL BIDDER'S BID

Truist Securities, Inc. - Charlotte , NC's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,702,624.00, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	2.9300	100.645

Bid:	100.640000
Premium:	$42,624.00
Net Interest Cost:	$120,916.00
NIC:	2.957466

Time Last Bid Received On:11/19/2024 10:10:35 EST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Truist Securities, Inc., Charlotte , NC
Contact: Keon Williams
Title:
Telephone:716-245-9181
Fax:

Issuer Name: Town of Needham

Company Name: _____

Accepted By: _____

Accepted By: _____

Date: _____

Date: _____

EXHIBIT B

$6,660,000
Town of Needham, Massachusetts
General Obligation Bond Anticipation Notes
Dated December 19, 2024

CERTIFICATE OF THE MUNICIPAL ADVISOR

The undersigned, on behalf of the Municipal Advisor, has assisted the Issuer in soliciting and receiving bids from potential underwriters in connection with the sale of the notes of the Issue in a competitive bidding process in which bids were requested for the purchase of such notes at specified written terms set forth in the Notice of Sale, a copy of which is attached to this certificate as Attachment 1. Capitalized terms used and not otherwise defined herein shall have the respective meanings set forth in the Tax Certificate to which this Exhibit B is attached. The competitive sale requirements (as defined in the Notice of Sale) for the notes of the Issue were met. The Municipal Advisor further advises as follows:

1. The notes of the Issue were offered for sale at specified written terms more particularly described in the Notice of Sale, which was distributed to potential bidders.

2. The Notice of Sale dated November 12, 2024 was disseminated electronically through PARITY on November 13, 2024. The method of distribution of the Notice of Sale is regularly used for purposes of disseminating notices of sale of new issuances of municipal bonds, and notices disseminated in such manner are widely available to potential bidders.

3. To the knowledge of the Municipal Advisor, all bidders were offered an equal opportunity to bid to purchase the notes of the Issue so that, for example, if the bidding process afforded any opportunity for bidders to review other bids before providing a bid, no bidder was given an opportunity to review other bids that was not equally given to all other bidders (that is, no exclusive "last-look").

4. The Issuer received bids for the notes of the Issue from at least three Underwriters who represented that they have established industry reputations for underwriting new issuances of municipal bonds. Based upon the Municipal Advisor's knowledge and experience in acting as the Municipal Advisor for other municipal issues, the Municipal Advisor believes those representations to be accurate. Copies of any written bids received are attached to this certificate as Attachment 2. Bids not reflected in Attachment 2, if any, were received by telephone rather than in writing.

5. The winning bidder for the notes of the Issue was the Successful Bidder, whose bid was determined to be the best conforming bid in accordance with the terms set forth in the Notice of Sale, as shown in the bid comparison attached as Attachment 3 to this certificate. The Issuer awarded the notes of the Issue to the Successful Bidder.

6. The Yield on the Issue is 2.9255645% as shown on the attached Schedule A.

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Municipal Advisor's interpretation of any laws, including specifically Sections 103 and 148 and the Regulations thereunder.

[Remainder of page intentionally left blank; signature page follows.]

The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate to which this certificate is attached and with respect to compliance with the federal income tax rules affecting the Issue, and by Locke Lord LLP in connection with rendering its opinion that the interest on the Issue is excluded from gross income for federal income tax purposes, in the preparation of the Internal Revenue Service Form 8038-G, and in providing other federal income tax advice that it may give to the Issuer from time to time relating to the Issue. The Issuer and Locke Lord LLP may also rely on the foregoing information for purposes of determining compliance with Section 21A of Chapter 44 of the Massachusetts General Laws, if applicable. No other Persons may rely on the representations set forth in this certificate without the prior written consent of the Municipal Advisor.

Dated: December 19, 2024

HILLTOP SECURITIES INC.

By: _____

Name:

Title:

ATTACHMENT 2 TO EXHIBIT B

COPIES OF WRITTEN BIDS RECEIVED

Truist Securities, Inc. - Charlotte , NC's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,702,624.00, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	2.9300	100.645

Bid:	100.640000
Premium:	$42,624.00
Net Interest Cost:	$120,916.00
NIC:	2.957466
Time Last Bid Received On:11/19/2024 10:10:35 EST	

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Truist Securities, Inc., Charlotte , NC
Contact: Keon Williams
Title:
Telephone:716-245-9181
Fax:

Issuer Name: Town of Needham Company Name: _____

Accepted By: _____ Accepted By: _____

Date: _____ Date: _____

Fidelity Capital Markets - Boston , MA's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,699,493.80, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	2.8500	100.693

Bid:	100.593000
Premium:	$39,493.80
Net Interest Cost:	$124,046.20
NIC:	3.034027
Time Last Bid Received On:	11/19/2024 10:38:12 EST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Fidelity Capital Markets, Boston , MA
Contact: Tricia Kenney
Title: Associate
Telephone: 617-775-7523
Fax: 617-692-5949

Issuer Name: Town of Needham Company Name: _____

Accepted By: _____ Accepted By: _____

Date: _____ Date: _____

Jefferies LLC - New York , NY's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,688,438.20, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	3.1500	100.511

Bid:	100.427000
Premium:	$28,438.20
Net Interest Cost:	$135,101.80
NIC:	3.304434

Time Last Bid Received On:11/19/2024 10:40:18 EST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Jefferies LLC, New York , NY
Contact: Dan Kiley
Title:
Telephone:212-336-7163
Fax:

Issuer Name: Town of Needham

Company Name: _____

Accepted By: _____

Accepted By: _____

Date: _____

Date: _____

TD Securities - New York , NY's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,685,707.60, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	3.2500	100.451

Bid:	100.386000
Premium:	$25,707.60
Net Interest Cost:	$137,832.40
NIC:	3.371222

Time Last Bid Received On:11/19/2024 10:27:26 EST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: TD Securities, New York , NY
Contact: Chris Dimon
Title:
Telephone:212-827-7171
Fax:

Issuer Name: Town of Needham

Company Name: _____

Accepted By: _____

Accepted By: _____

Date: _____

Date: _____

Oppenheimer & Co., Inc. - Philadelphia , PA's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,684,042.60, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	3.0000	100.602

Bid:	100.361000
Premium:	$24,042.60
Net Interest Cost:	$139,497.40
NIC:	3.411946

Time Last Bid Received On:11/19/2024 9:44:44 EST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Oppenheimer & Co., Inc., Philadelphia , PA
Contact: Darren Smith
Title: Executive Director
Telephone:215-656-2893
Fax: 215-656-2896

Issuer Name: Town of Needham

Company Name: _____

Accepted By: _____

Accepted By: _____

Date: _____

Date: _____

Piper Sandler & Co - New York , NY's Bid

PARITY

Needham (Town)
$6,660,000 General Obligation Bond Anticipation Notes

For the aggregate principal amount of $6,660,000.00, we will pay you $6,678,181.80, plus accrued interest from the date of issue to the date of delivery. The Bonds are to bear interest at the following rate:

Maturity Date	Amount $	Coupon %	Yield %	Dollar Price
07/30/2025	6,660M	4.0000	3.3000	100.421

Bid:	100.273000
Premium:	$18,181.80
Net Interest Cost:	$145,358.20
NIC:	3.555294
Time Last Bid Received On:	11/19/2024 10:53:38 EST

This proposal is made subject to all of the terms and conditions of the Official Bid Form, the Official Notice of Sale, and the Preliminary Official Statement, all of which are made a part hereof.

Bidder: Piper Sandler & Co, New York , NY
Contact: Joanna Brody
Title: Underwriter
Telephone: 212-284-9421
Fax: 212-284-9411

Issuer Name: Town of Needham Company Name: _____

Accepted By: _____ Accepted By: _____

Date: _____ Date: _____

ATTACHMENT 3 TO EXHIBIT B

BID COMPARISON

Town of Needham, Massachusetts

$6,660,000 General Obligation Bond Anticipation Notes

Sale Date:	11/19/2024
Dated Date:	12/19/2024
Delivery Date:	12/19/2024
Due Date:	7/30/2025
Days Per Year:	360
Day Count:	221
Bank Qualified:	No
Rating:	None

HilltopSecurities
Investment Banking Solutions

Bidder	Underwriter	Principal	Coupon Rate	Premium	Interest	Net Interest	NIC	Prorata Premium	Prorata Interest	Award	Reoffering Yield
Truist Securities	•	$6,660,000	4.00%	$42,624.00	$163,540.00	$120,916.00	2.9575%	$42,624.00	$163,540.00	$6,660,000	2.93%
Fidelity Capital Markets	•	$6,660,000	4.00%	$39,493.80	$163,540.00	$124,046.20	3.0340%				
Jefferies LLC	•	$6,660,000	4.00%	$28,438.20	$163,540.00	$135,101.80	3.3044%				
TD Securities	•	$6,660,000	4.00%	$25,707.60	$163,540.00	$137,832.40	3.3712%				
Oppenheimer & Co.	•	$6,660,000	4.00%	$24,042.60	$163,540.00	$139,497.40	3.4119%				
Piper Sandler & Co.	•	$6,660,000	4.00%	$18,181.80	$163,540.00	$145,358.20	3.5563%				
Award Totals								$42,624.00	$163,540.00	$6,660,000	

Weighted Average Net Interest Cost: 2.9575%

SCHEDULE A TO EXHIBIT B

PROOF OF YIELD ON THE ISSUE

Town of Needham, Massachusetts

$6,660,000 General Obligation Bond Anticipation Notes
Dated December 19, 2024

Proof of Bond Yield @ 2.9255645%

Date	Cashflow	PV Factor	Present Value	Cumulative PV
12/19/2024	-	1.0000000x	-	-
07/30/2025	6,823,540.00	0.9823284x	6,702,957.00	6,702,957.00
Total	$6,823,540.00	-	$6,702,957.00	-

Derivation Of Target Amount

Par Amount of Bonds	$6,660,000.00
Reoffering Premium or (Discount)	42,957.00
Original Issue Proceeds	$6,702,957.00

EXHIBIT C

SPENDING SCHEDULE

Renewal Money Purpose	This Issue	Spent to Date 12/19/2024	Spent By Original Issue Date - 5/26/2023	Spent By 11/26/2023
Water Distribution Improvements	$1,500,000	$1,500,000	$1,500,000	$1,500,000
Total	$1,500,000	$1,500,000	$1,500,000	$1,500,000

Renewal Money Purpose	This Issue	Spent to Date 12/19/2024	Spent By Original Issue Date - 6/27/2024	Spent By 12/27/2024
Water Distribution Improvements	$400,000	$400,000	$269,096	$400,000
Water Service Connections	$196,550	$196,550	$196,550	$196,550
Emery Grover Building Addition and Renovation	$2,445,585	$2,445,585	$2,445,585	$2,445,585
Total	$3,042,135	$3,042,135	$2,911,231	$3,042,135

New Money Purpose	This Issue	Date of First Expenditure*	Spent By Original Issue Date - 12/19/2024	Spent By 6/19/2025
Emery Grover Building Addition and Renovation	$657,865	12/22/2023	$657,865	$657,865
Broadmeadow and Eliot School Rooftop Unit Replacement	$1,000,000	1/19/2024	$1,000,000	$1,000,000
Athletic Facility Improvements - Claxton Field	$460,000	9/20/2024	$460,000	$460,000
Total	$2,117,865		$2,117,865	$2,117,865

VOTE OF THE SELECT BOARD

I, the Clerk of the Select Board of the Town of Needham, Massachusetts, certify that at a meeting of the board held December 3, 2024, of which meeting all members of the board were duly notified and at which a quorum was present, the following votes were unanimously passed, all of which appear upon the official record of the board in my custody:

Voted: to approve the sale of $6,660,000 4.00 percent General Obligation Bond Anticipation Notes (the "Notes") of the Town dated December 19, 2024, and payable July 30, 2025, to Truist Securities, Inc. at par and accrued interest, if any, plus a premium of $42,624.

Further Voted: that in connection with the marketing and sale of the Notes, the preparation and distribution of a Notice of Sale and Preliminary Official Statement dated November 12, 2024, and a final Official Statement dated November 19, 2024, each in such form as may be approved by the Town Treasurer, be and hereby are ratified, confirmed, approved and adopted.

Further Voted: that the Town Treasurer and the Select Board be, and hereby are, authorized to execute and deliver a significant events disclosure undertaking in compliance with SEC Rule 15c2-12 in such form as may be approved by bond counsel to the Town, which undertaking shall be incorporated by reference in the Notes for the benefit of the holders of the Notes from time to time.

Further Voted: that we authorize and direct the Town Treasurer to establish post issuance federal tax compliance procedures and continuing disclosure procedures in such forms as the Town Treasurer and bond counsel deem sufficient, or if such procedures are currently in place, to review and update said procedures, in order to monitor and maintain the tax-exempt status of the Notes and to comply with relevant securities laws.

Further Voted: that any certificates or documents relating to the Notes (collectively, the "Documents"), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document; delivery of an executed counterpart of a signature page to a Document by electronic mail in a ".pdf" file or by other electronic transmission shall be as effective as delivery of a manually executed counterpart signature page to such Document; and electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures.

Further Voted: that each member of the Select Board, the Town Clerk and the Town Treasurer be and hereby are, authorized to take any and all such actions, and execute and deliver such certificates, receipts or other documents as may be determined by them, or any of them, to be necessary or convenient to carry into effect the provisions of the foregoing votes.

I further certify that the votes were taken at a meeting open to the public, that no vote was taken by secret ballot, that a notice stating the place, date, time and agenda for the meeting (which agenda included the adoption of the above votes) was filed with the Town Clerk and a copy thereof posted in a manner conspicuously visible to the public at all hours in or on the municipal building that the office of the Town Clerk is located or, if applicable, in accordance with an alternative method of notice prescribed or approved by the Attorney General as set forth in 940 CMR 29.03(2)(b), at least 48 hours, not including Saturdays, Sundays and legal holidays, prior to the time of the meeting and remained so posted at the time of the meeting, that no deliberations or decision in connection with the sale of the Notes were taken in executive session, all in accordance with G.L. c.30A, §§18-25, as amended.

Dated: December 3, 2024

_____
Clerk of the Select Board

[Signature page to Vote of the Select Board]

Certificate of Award

I, the Treasurer of the Town of Needham, Massachusetts, hereby award the $6,660,000 General Obligation Bond Anticipation Notes dated December 19, 2024 (the "Notes") to the bidder or bidders submitting the bid or bids attached hereto in accordance with the terms set forth in the attached bid or bids and in the Notice of Sale dated November 12, 2024, relating to the Notes, subject to the approval of this award by the Select Board.

Date: November 19, 2024

E. Glushkov

Treasurer

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Preliminary FY2026 - FY2030 Capital Improvement Plan
Presenter(s)	Kate Fitzpatrick, Town Manager David Davison, Deputy Town Manager/Director of Finance Katie King, Deputy Town Manager Cecilia Simchak, Assistant Director of Finance

1. BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED

We will continue to review the FY2026 – FY2030 project submissions and discuss the preliminary cash capital and debt financed recommendations at your meeting on December 3rd and will seek final approval of the Capital Improvement Plan on December 17th.

In accordance with Section 20C of the Town Charter: "All boards, departments, committees, commissions and officers of the town shall annually, at the request of the town manager, submit to the town manager in writing a detailed estimate of the capital expenditures as defined by by-law, required for the efficient and proper conduct of their respective departments and offices for the ensuing fiscal year and the ensuing 4-year period. The town manager, after consultation with the select board, shall submit in writing to the select board a careful, detailed estimate of the recommended capital expenditures for the aforesaid periods, showing specifically the amount necessary to be provided for each office, department and activity and a statement of the amounts required to meet the debt service requirements or other indebtedness of the Town. The select board shall transmit a copy of the capital budget to the finance committee along with the select board's recommendations relative thereto. The calendar dates on or before which the capital budget is to be submitted and transmitted shall be specified by by-law." In accordance with section 2.2.2.1 of the General Bylaw: "…. The Select Board shall transmit the capital budget to the Finance Committee no later than the first Tuesday after the first Monday in January." **(Tuesday, January 7, 2025).**

2. VOTE REQUIRED BY SELECT BOARD

N/A – Discussion Only

3. BACK UP INFORMATION ATTACHED

a. FY2026 – FY2030 Preliminary Recommendations – under separate cover
b. Capital Project Requests for Fiscal Years 2026 – 2030 provided previously (11/26/2024 packet)

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Needham Power Choice Update
Presenter(s)	Kate Fitzpatrick, Town Manager

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**
The Town Manager will provide the Board an update on the steps taken relative to identification of an energy supplier since the last discussion of this topic on November 12, 2024.	
2.	**VOTE REQUIRED BY SELECT BOARD**
N/A – Discussion Only	
3.	**BACK UP INFORMATION ATTACHED**
None.	

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Update to List of Special Municipal Employees
Presenter(s)	Kate Fitzpatrick, Town Manager

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**

The State Guidance on special municipal employees states that the Town should file with the Ethics Commission a list of all local special municipal employees. ("A list of all the 'special municipal employee' positions should be on file at the town or city clerk's office. This list should also be filed with the Ethics Commission.")

Since 2021, the Select Board has included in the committee charge and composition the Special Municipal Employee status of positions under its jurisdiction.

The Town Manager will recommend that the Board vote to designate positions recently approved by Town Meeting.

2.	**VOTES REQUIRED BY SELECT BOARD**

Suggested Motions:

1. That the Board vote to designate the position of member of the Needham Center Project Working Group as special municipal employee pursuant to General Laws Chapter 268A.

2. That the Board vote to designate the position of member of the Town Manager Screening Committee as special municipal employee pursuant to General Laws Chapter 268A.

3. That the Board vote to designate the position of member of the Tree Preservation Planning Committee as special municipal employee pursuant to General Laws Chapter 268A.

4. That the Board vote to place a list of special municipal employees, updated in accordance with its prior votes taken during this meeting, on file with the Town Clerk and to deliver a copy to the State Ethics Commission.

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

3.	**BACK UP INFORMATION ATTACHED**

a. Updated Special Municipal Employee List, 12/3/2024
b. Special Municipal Employee Information from the Ethics Commission

TOWN OF NEEDHAM
SPECIAL MUNICIPAL EMPLOYEE DESIGNATION
Additions in **Bold**/Deletions in ~~Strikethrough~~
Per Vote of the Select Board 12/3/2024
Changes from Last Select Board Vote 6/11/2024

Affordable Housing Trust
Board of Appeals
Board of Assessors
Board of Health
Climate Action Committee
Commission on Disabilities
Commissioners of Trust Funds
Community Preservation Committee
Conservation Commission
Council of Economic Advisors
Constables
Contributory Retirement Board
Council on Aging
Design Review Board
Finance Committee
Future School Needs Committee
General Bylaw Review Committee*
Golf Course Advisory Committee
Historic District Commission*
Historical Commission
Housing Authority
Housing Needham (HONE) Advisory Group
Human Resources Advisory Committee
Human Rights Committee
Juneteenth Celebration Committee
Large House Review Study Committee
Local Emergency Planning Committee
MBTA Advisory Board Representative
Metropolitan Area Planning Council Representative
Metropolitan Area Planning Council Three Rivers Interlocal Council Member Representative
Minuteman School Committee Representative
Mobility Planning Coordinating Committee
Moderator
MWRA Advisory Board Representative
Needham Branding & Town Seal Committee
Needham Center Project Working Group
Needham Community. Revitalization Trust Fund
Needham Community Television Development Corporation
Needham Council for Arts & Culture
Needham Domestic Violence Action Committee
Norfolk County Advisory Board Representative

Needham Unite Against Racism Working Group
Park & Recreation Commission
Permanent Public Building Committee
Personnel Board
Planning Board
Property Tax Assistance Committee
Quiet Zone Working Group
Rail Trail Advisory Committee
Regional Transportation Advisory Council Representative
Registrar of Voters
School Committee
Single Parcel Historic District Study Committee
Solid Waste Disposal/Recycling Advisory
Stormwater By-Law Working Group
Subcommittee to Study Minuteman School
Taxation Aid Committee
Technology Advisory Board
Transportation Safety Committee
Tree Preservation Planning Committee
Town-Financed Community Housing Oversight Committee
Town Manager Screening Committee
Trustees of Memorial Park
Trustees of Public Library
Water/Sewer Rate Structure Committee
Youth Commission

*Pending Attorney General Review

An official website of the Commonwealth of Massachusetts Here's how you know

Special Municipal Employees

An explanation of how the conflict of interest law applies to "Special Municipal Employee" positions

The conflict of interest law, G.L. c. 268A, covers all municipal officials and employees, whether elected or appointed, paid or unpaid, full-time or part-time. However, two sections of the conflict law apply less restrictively to those part-time or unpaid municipal officials who have been designated as "special municipal employees."

"Special municipal employee" status can be assigned to certain municipal positions by a vote of the board of selectmen, board of aldermen, town council or city council. Several specific municipal positions are automatically designated as "special" under the law. Your position is eligible to be designated as a "special municipal employee" position provided that:

- you are not paid; or
- you hold a part-time position which allows you to work at another job during normal working hours; or
- you were not paid by the city or town for more than 800 working hours (approximately 20 weeks full-time) during the preceding 365 days.

It is the municipal position that is designated as having "special" status, not the individual. Therefore, all employees holding the same office or position must have the same classification as "special municipal employees." For instance, one member of a school committee cannot be classified as a "special" unless all members are similarly classified.

The designation may be made by a formal vote of the board of selectmen, board of aldermen, town council or city council at any time. Votes should be taken individually for each board or position being designated, expressly naming the positions being designated. Once a position is designated as having "special" status, it remains a "special municipal employee" position unless and until the classification is rescinded. A list of all the "special municipal employee" positions should be on file at the town or city clerk's office. This list should also be filed with the Ethics Commission.

Under no circumstances may a mayor, city councilor, town councilor, alderman, or selectman in a town with a population of more than 10,000 be designated as a "special." However, in towns of 10,000 or less, selectmen are automatically considered "special" employees. Other municipal positions in towns with a population of less than 10,000 must still be designated as "special municipal employee" positions by the selectmen.

The Legislature may also designate certain positions to have "special municipal employee" status. For example, board members and part-time employees of local housing and redevelopment authorities are defined by law as "special municipal employees" and do not need to have local authorities approve their designation as "specials." (See G.L. c. 121B, section 7.)

THE CONFLICT LAW IS LESS RESTRICTIVE FOR "SPECIALS"

Only two sections of the conflict of interest law apply less restrictively to "specials", §§ 17 and 20. All other sections of the conflict law that govern regular municipal employees apply to "special municipal employees" in exactly the same way. See the Summary of the Conflict Law for Municipal Managers or the Practical Guide to the Conflict Law for Municipal Employees for information on your responsibilities under the law (these publications are available from the State Ethics Commission). Remember that even if you serve on an unpaid part-time board or commission, you are still considered a regular municipal employee, unless your position has been expressly designated as having "special municipal employee" status.

Section 17 - Acting on Behalf of Others

Section 17 generally prohibits municipal employees from representing a private party before municipal boards or departments. It also prohibits municipal employees from acting as agent (or attorney) for a private party in connection with any matter of direct and substantial interest to their city or town. Finally, it prohibits municipal employees from accepting pay or other compensation in connection with any matter of direct and substantial interest to their municipality.

However, if you are a "special municipal employee," you may:

- represent private parties before municipal boards other than your own, provided that you have not officially participated in the matter and the matter is not now (and was not within the past year) within your official responsibility;
- act as agent for private parties in connection with a matter of interest to your city or town, provided that you have not participated in the matters as a municipal official, and that the matter is not (and has not been, during the past year) within your official responsibility; and
- receive pay or other compensation in connection with matters involving your city or town, provided that you have not officially participated in the matters and they are not (and have not been, within the past year) within your official responsibility.

Example: You are a Conservation Commissioner. The Commission has been given "special municipal employee" status. You are also an engineer in private practice in town.

- You may be hired as site engineer and represent a private development company at a Planning Board hearing, as long as the hearing does not in any way involve Conservation Commission matter.

- However, if the hearing is about a wetlands dispute, you could not represent the developer before the Planning Board because the matter is under your official responsibility as Conservation Commissioner.

- Also, if you prepare site plans, blueprints, structural analyses or other professional documents, you may not allow the developer to submit those materials to the Conservation Commission (or to any other municipal boards, in connection with matters under the Conservation Commission's responsibility).

- Also, you may not be paid for giving the developer advice about how to get his project approved by the Conservation Commission, or for any other activity related to the Conservation Commission review process.

Note that the prohibition against "acting as agent" covers any type of activity that involves representing someone other than your city or town. Activities which can be considered "acting as agent" include: serving as someone's spokesperson; making phone calls or writing letters; acting as a liaison; affixing professional seals or signing supporting documentation; and participating as an electrician, plumber or other contractor during municipal building inspections. For more information about section 17, request Advisory No. 13: Municipal Employees Acting as Agent from the State Ethics Commission.

Section 20 -- Restrictions on Having an Interest in Contracts with your City or Town

Section 20 generally prohibits municipal employees from having a direct or indirect financial interest in a contract with their city or town. However, there are many exemptions in this section of the law. For instance, a municipal employee may own less than 1% of the stock of a company that does business with the municipality.

Also, a municipal employee may have a financial interest in a contract with a municipal department which is completely independent of the one where he works, provided that the contract has been publicly advertised or competitively bid, and the employee has filed a disclosure of his interest in the contract with the city or town clerk. Note that there are additional requirements for personal services contracts: contact your town counsel or city solicitor or the State Ethics Commission's Legal Division for more information.

However, if you are a "special municipal employee," you have two additional exemptions to section 20:

As a "special municipal employee," you may have a financial interest in a contract with a department which is completely independent of the one where you work, provided that you file a disclosure of your interest in the contract with the city or town clerk (there is no "public notice" or "competitive bid" requirement for this "special municipal employee" exemption).

As a "special municipal employee", you may even have a financial interest in a contract with your own department (or with a department which has overlapping jurisdiction with your department), provided that

you file a disclosure of your interest in the contract with the city or town clerk and the board of selectmen, board of aldermen, town council or city council vote to grant you an exemption to section 20.

Example: You are a member of the School Committee, which has been given "special municipal employee" status. You also own a hardware store in town.

- You may sell light bulbs to the town's Department of Public Works, because Public Works is not under the jurisdiction of the School Committee; however, you must file a disclosure of your interest in the light bulb sales with the Town Clerk.

- You also may sell light bulbs to the School Department (which is under the School Committee's jurisdiction), but only if you file a disclosure of your interest in the light bulb sales with the Town Clerk and the Board of Selectmen vote to exempt your light bulb sales from the restrictions of section 20.

For more information about restrictions on holding an interest in municipal contracts, contact your city solicitor or town counsel or the Legal Division of the State Ethics Commission.

Section 20 -- Restrictions on Holding Multiple Municipal Positions

Because the restrictions of section 20 also apply to employment contracts, municipal employees are generally prohibited from holding more than one municipal position. However, there are many exemptions to this general prohibition. If you are a municipal employee -- regular or "special", you may:

- hold any number of unpaid positions, because you do not have a financial interest in any of the positions (however, if you hold even one paid appointed position, you must look for other exemptions);
- hold any number of elected positions, whether paid or unpaid, because you serve in those positions by virtue of your election, rather than because of an appointment or employment contract (however, if you hold even one paid appointed position, you must look for other exemptions); and
- in some instances, you may hold more than one paid appointed position, provided that the jobs are in separate departments (which do not have overlapping responsibilities) and all paid jobs have been publicly advertised. However, your board of selectmen, board of aldermen, town council or city council must vote to exempt you from section 20, and there are also other requirements you must meet. For more information, see Advisory No. 7: Multiple Office Holding from the State Ethics Commission, or contact your town counsel or city solicitor or the State Ethics Commission's Legal Division.
- If you serve in a town with a population of less than 3,500, you may hold more than one position with the town if the board of selectmen formally approves the additional appointments.

If you are a "special municipal employee", you may also:

- hold any number of other "special municipal employee" positions, provided that the positions are with totally independent departments and you file a disclosure of your financial interest in all the positions with the city or town clerk;
- hold any number of other "special municipal employee" positions, even if the departments' jurisdictions overlap, provided that you file a disclosure of your financial interest in all the positions with the city or

town clerk, and the board of selectmen, board of aldermen, town council or city council vote to exempt you from section 20.

Example: As a Cemetery Commissioner, you are a "special municipal employee."

- You may also hold "special municipal employee" positions on the Board of Library Trustees and on the Waterways Commission, because the three positions are completely independent of each other. However, you must file a disclosure of your financial interest (e.g., stipends, per diem payments, salary) in the positions with the Town Clerk.

If you wish to hold a "special municipal employee" position with the Department of Public Works (which maintains buildings on the cemetery grounds) or as the town's Tree Warden (who cares for the trees on the cemetery grounds), you must file a disclosure of your financial interest in the positions with the Town Clerk, and the Board of Selectmen must vote to exempt you from section 20.

For more information about holding more than one municipal position, request Advisory No. 7: Multiple Office Holding from the State Ethics Commission, or contact your town counsel or city solicitor or the State Ethics Commission's Legal Division.

* * *

The definition of "special municipal employee" can be found in section 1(n) of the conflict of interest law (G.L. c. 268A). Note that town councils are empowered by G.L. c. 39, section 1 to exercise all duties and powers of boards of aldermen.

* * *

Commission Fact Sheets are prepared and issued by the Public Education Division of the State Ethics Commission. They are intended to provide guidance to public officials and employees concerning practical applications of the conflict law. For further information, contact your town counsel or city solicitor, or the Legal Division of the State Ethics Commission.

ISSUED: May 1987

REVISED: March 1990

REVISED: January 1991

REVISED: August 1992

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Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Town Manager's Report
Presenter(s)	Kate Fitzpatrick, Town Manager

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**
The Town Manager will update the Board on issues not covered on the agenda.	
2.	**VOTE REQUIRED BY SELECT BOARD**
N/A – Discussion Only	
3.	**BACK UP INFORMATION ATTACHED**
None	

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Town Manager Search Process
Presenter(s)	Board Discussion

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**
Board members may wish to discuss the status of the search process. This will be a standing item for the next several months.	
2.	**VOTE REQUIRED BY SELECT BOARD**
N/A – Discussion Only	
3.	**BACK UP INFORMATION ATTACHED**
None	

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Ballot Question
Presenter(s)	Board Discussion

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**

Board members to discuss whether the Select Board shall take a position on the ballot question to be presented to the voters at the January 14, 2025 Special Town Election and, if so, what position the Select Board shall take.

2.	**VOTE REQUIRED BY SELECT BOARD**

Suggested Motion: That the Board vote to support the "no" position on the ballot question and the repeal of the zoning adopted under Articles 8 and 9, including the amendments in Articles 10 and 11, of the October 21, 2024 Special Town Meeting.

OR

That the Board vote to support the "yes" position on the ballot question and the ratification of the zoning adopted under Articles 8 and 9, including the amendments in Articles 10 and 11, of the October 21, 2024 Special Town Meeting.

3.	**BACK UP INFORMATION ATTACHED**

a. Ballot Question and Text

BALLOT QUESTION

QUESTION 1:

Shall the Town vote to amend the Needham Zoning By-Law as set forth in Articles 8 and 9 of the October 21, 2024 Special Town Meeting Warrant, including the amendments set forth in Articles 10 and 11?

YES ___ NO ____

Fair and Concise Summary

The October 21, 2024 Special Town Meeting voted to adopt a set of zoning amendments presented under Articles 8, 9, 10 and 11. This set of zoning amendments is collectively referred to as the "Neighborhood Housing Plan", and it creates a new "Multi-family Overlay District" with multiple sub-districts in which multi-family housing is allowed by right at a greater density than is allowed under existing zoning. The zoning amendments include dimensional regulations for each sub-district, development standards, a process for site plan review, minimum affordability requirements, and other regulations applicable to multi-family housing developments. The full text of the zoning amendments, in the form adopted by the motions presented to Town Meeting, is printed in the information booklet.

These zoning amendments were presented to Town Meeting in the context of Massachusetts General Laws Chapter 40A, §3A, the so-called MBTA Communities Act, which requires MBTA communities to have a zoning by-law that provides for at least one district of reasonable size in which multi-family housing is permitted as of right.

A yes vote on Question 1 would affirm the Town's adoption of the zoning amendments described above.

A no vote on Question 1 would repeal the Town's adoption of the zoning amendments described above.

Select Board
TOWN OF NEEDHAM
AGENDA FACT SHEET

MEETING DATE: 12/3/2024

Agenda Item	Committee Reports
Presenter(s)	Board Discussion

1.	**BRIEF DESCRIPTION OF TOPIC TO BE DISCUSSED**
Board members may report on the progress and/or activities of their Committee assignments.	
2.	**VOTE REQUIRED BY SELECT BOARD**
N/A – Discussion Only	
3.	**BACK UP INFORMATION ATTACHED**
None	

Town of Needham
Select Board
Minutes for Tuesday, November 12, 2024
Select Board Chambers and
Via ZOOM
https://us02web.zoom.us/j/89068374046

6:00 p.m. Call to Order:
A meeting of the Select Board was convened by Chair Kevin Keane. Those present were Vice Chair Heidi Frail, Marianne Cooley, Cathy Dowd, Joshua Levy, and Town Manager Kate Fitzpatrick. David Davison, Deputy Town Manager/Director of Finance, Katie King, Deputy Town Manager, and Susan Metropol, Recording Secretary, were also in attendance.

6:01 p.m. Public Comment Period:

Laura Tashie, 108 Newell Avenue, advocated for the Nicotine Free Generation Policy. After hearing about the increased use of nicotine and the access youth have to these products, she has become an advocate to protect younger generations from these products. This policy may be perceived as taking away rights from adults, but could do so much to create a community where youth and young adults do not have access to these types of substances. Addressing the concerns of convenience store owners, she believes that this is a time of industry disruption, and the policy allows store owners to pivot over a long period of time.

Isabel Tashie, 108 Newell Avenue, is a junior at Needham High School and offered a youth perspective on this topic. She noted she has held multiple leadership positions at the state level to address nicotine and tobacco issues in communities. She referenced her own peers' experiences with nicotine and tobacco and emphasized that the current laws do not protect children from manipulation.

6:10 p.m. Public Hearing: Grant of Location – 365 Charles River Street:
Presenter: Joanne Callender, Eversource Representative

Eversource Energy requested permission to install approximately 20 feet of conduit in Charles River Street. The reason for this work is to provide service to 365 Charles River Street. The Department of Public Works has approved this petition, based on Eversource Energy's commitment to adhere to the Town's regulation that all conduit installed must be 3" schedule 40 minimum; and, that when buried, that conduit must be placed at 24" below grade to the top of the conduit.

Motion by Ms. Frail that the Board vote to approve and sign a petition from Eversource Energy to install approximately 20 feet of conduit in Charles River Street.
Second: Ms. Dowd. Unanimously approved 5-0.

6:11 p.m. Application for Amendment to an All-Alcohol Restaurant License – Ceed Corp, d/b/a Cook Needham:
Presenters: Stephanie Maldonado, Proposed Manager of Record, Edison Gutierrez, Owner

Cook Needham, 109 Chapel Street, has applied for a Change of Manager. The review indicated that Stephanie Maldonado meets the statutory requirements to serve as a manager of a facility licensed to dispense alcohol. The requisite filing materials appear to be in order.

Mr. Gutierrez, Owner, explained that the previous Manager of Record has had health challenges and therefore they are requesting a new Manager of Record. Ms. Maldonado has been working with Mr. Gutierrez for approximately nine years and at previous establishments as catering manager and bar manager. Ms. Maldonado presented her experience in the restaurant industry for more than 20 years, working in multiple restaurants. She expressed confidence in her knowledge and ability to manage the bar at Cook Needham responsibly. Ms. Maldonado added that as a prior bar manager at 3 Amigos Bar & Grill in Malden, Massachusetts, she did not have any issues. Ms. Maldonado added that Cook Needham has an ID scanner.

Motion by Ms. Dowd that the Board, as Local Licensing Authority, approve and sign an application for a Change of Manager for Cook Needham, 109 Chapel Street, and to forward this application to the ABCC for approval.
Second: Ms. Cooley. Unanimously approved 5-0.

6:16 p.m. Keno License: Needbobcon, Inc. d/b/a Conrad's:
Presenter: Robert Conrad, Owner

Needbobcon, Inc. d/b/a Conrad's located at 1257 Highland Avenue has applied to the Massachusetts State Lottery Commission (MSLC) for a Keno license. Keno is a screen-based game regulated by the Commonwealth via the MSLC. If opposed to the issuance of this license, the Select Board must take an "official action" where the applicant has the opportunity to appear, to include a scheduled meeting. The Town received an extension from the MSLC to hold this meeting outside of the standard 21-day window from receipt of the notification letter. There is currently one active Keno license in Needham, located at The Village Club.

Discussion ensued regarding the Board's concerns about access to participation and how restaurant gambling is controlled and monitored. Board members also discussed the location of Conrad's and the potential access for minors to this type of activity.

Motion by Ms. Dowd that the Board vote to object to the issuance of a Keno license to Needbobcon, Inc. d/b/a Conrad's and authorize the Town Manager to notify the Massachusetts State Lottery Commission of their objection.
Second: Ms. Frail. Unanimously approved 5-0.

6:35 p.m. Concept Dog Park and Trails: Hillside, Mills, and Rosemary Lake:
Presenters: Carys Lustig, Director of Public Works, Stacey Mulroy, Director of Park & Recreation, Thomas Ryder, Town Engineer

The Active Recreation Assets Working Group recommended several potential locations for the Town to permit off-leash dogs. Staff presented information relative to the feasibility of allowing off-leash dogs at three of these locations: Mills Field, the former Hillside School, and the Rosemary Trail.

Ms. Lustig and Mr. Ryder discussed the advantages and disadvantages of each site, taking into consideration lighting, trash receptables, seating areas, accessibility, and shade. The Town engage Fuss & O'Neill in order to assess the sites as well.

Discussion ensued with Board members about the length of trails available at each site, the amenities that may need to be upgraded at each location, and other Town activities for which the fields and trails are currently used. Board members also asked questions about the budget for this project and how each site compares in this way, in addition to safety concerns about off-leash areas that are close to other public spaces, such as the parking lot at the Rosemary Recreation Complex. In summary, work will continue to investigate Rosemary as a short-term option and Mills Field as a smaller park in the Capital Improvement Plan.

7:30 p.m. Town Manager:

Zero Emission Vehicle First Policy
Board members reviewed the proposed Zero Emission First Vehicle Policy, which was discussed at their October 22, 2024 meeting. Gabby Queenan, Sustainability Manager, answered questions from Board members about the Town's procurement process for Electric Vehicles.

Motion by Ms. Frail that the Board vote to adopt SB-ADMIN-007, Zero-Emission First Vehicle Policy.
Second: Mr. Cooley. Unanimously approved 5-0.

Needham Power Choice Program Options
At its meeting on October 22, the Select Board discussed next steps in the Town's municipal electricity aggregation program, Needham Power Choice. Ms. Fitzpatrick and Ms. Queenan recommended that the Board adopt the following guidance for the three programs levels:

- Needham Basic: The price chosen should be below the anticipated average price of Eversource's default service over the contract term. This option should include the minimum percentage of renewable electricity required by state law.
- Needham Standard: The price chosen should be no higher than the anticipated average price of Eversource's default service over the contract term, and below the Eversource default service price if possible. This option should include

more MA Class I Renewable Energy Credits (RECs) than the minimum required by state law while remaining within the price conditions.
- Needham 100% Green: This program should include 100% MA Class I RECs.

Motion by Ms. Cooley that the Board vote:
- **That the price chosen for the Needham Basic program should be below the anticipated average price of Eversource's default service over the contract term and include the minimum percentage of renewable electricity required by state law; and**
- **That the price chosen for the Needham Standard Program should be no higher than the anticipated average price of Eversource's default service over the contract term, and below the Eversource default service price if possible, including more MA Class I RECs than the minimum required by state law while remaining within the price conditions; and**
- **That the Needham 100% Green Program should include 100% MA Class I RECs.**

Second: Ms. Frail. Unanimously approved 5-0.

MBTA Communities Act Zoning Referendum

The Town Manager, Deputy Town Manager Katie King, and Town Counsel Chris Heep updated the Board on procedures related to the potential referendum on the action of Town Meeting on Articles 8, 9, 10, and 11 – the Base Compliance Plan and the Neighborhood Housing Plan.

Ms. Fitzpatrick referenced Section 13 of the Town Charter, which outlines that petitioners have 20 days, excluding Sundays and legal holidays, to submit the petition requiring 3,764 valid signatures. Ms. Fitzpatrick then reviewed the procedure involving the Select Board if a special election is needed. Attorney Heep and Ms. King also provided information regarding the timing of the election, the form of the ballot, and funds that may be at risk if the Town is non-compliant with the MBTA Communities Act.

7:40 p.m. Appointment Calendar and Consent Agenda:

Motion by Ms. Frail that the Board vote to approve the Appointment Calendar and Consent Agenda.

Second: Ms. Cooley. Unanimously approved 5-0.

APPOINTMENT CALENDAR

1.	Shuaib Raza	Council of Economic Advisors Term Exp: 6/30/2026
2.	Adam Block	Council of Economic Advisors Term Exp: 6/30/2027
3.	Adam Meixner	Council of Economic Advisors Term Exp: 6/30/2027
4.	Lise Elcock	Council of Economic Advisors

		Term Exp: 6/30/2027
5.	Bhuren Patel	Council of Economic Advisors Term Exp: 6/30/2027
6.	Kevin Keane	Needham Center Project Working Group Term Exp: 6/30/2027
7.	Felix Zemel	Needham Center Project Working Group Term Exp: 6/30/2027
8.	Lise Elcock	Needham Center Project Working Group Term Exp: 6/30/2027
9.	Diane Nanni	Needham Center Project Working Group Term Exp: 6/30/2027
10.	Avery Newton	Needham Center Project Working Group Term Exp: 6/30/2027
11.	Heidi Frail	Tree Preservation Planning Committee Term Exp: 6/30/2026
12.	Joshua Levy	Tree Preservation Planning Committee Term Exp: 6/30/2026
13.	Fred Moder	Tree Preservation Planning Committee Term Exp: 6/30/2026
14.	Artie Crocker	Tree Preservation Planning Committee Term Exp: 6/30/2026

CONSENT AGENDA

1.	Approve Open Session Minutes of October 8, 2024; October 17, 2024; October 21, 2024; and October 22, 2024 and Executive Session Minutes of October 22, 2024.
2.	Accept the following donation made to the Needham Community Revitalization Trust Fund: • $114 from Mr. & Mrs. Ryan McKee
3.	Accept the following donation made to Needham Youth & Family Services: • $50 from the Pollard School Committee
4.	Accept the following donation made to the Needham Health Division: • $350 from Volante Farms • $25 from Caire Blum
5.	Accept the following donations to the Needham Aging Services Division: • $1,600 from Maryanne Dinell • $25 from Mirtha Leslie • $100 from Harry Friedman • $10 from Donna Jachowicz • $5 from Kalpana Shah
6.	Approve and sign the contract extension between the Town and the Town Manager.

NOTICE OF APPROVED BLOCK PARTIES

Name	Address	Party Location	Date	Time	Rain Date
Bryan McCorry	61 Bradford Street	Cleveland Road	10/20/24	1pm-4pm	N/A

NOTICE OF APPROVED ONE-DAY SPECIAL ALCOHOL LICENSES

Hosting Organization	Event Title	Location	Event Date
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	10/30/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	10/31/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/06/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/07/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/13/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/14/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/20/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/21/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/27/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	11/28/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/04/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/05/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/11/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/12/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/18/2024

North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/19/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/25/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/26/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	12/31/2024
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/01/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/15/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/02/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/08/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/09/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/15/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/16/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/22/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/23/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/29/2025
North Hill Needham, Inc.	Intermission Lounge Open House	865 Central Avenue	1/30/2025

*Note: A maximum of thirty (30) one-day special alcohol licenses may be issued to a single entity per calendar year

7:41 p.m. Town Manager (Continued):

Request to Discharge Firearm on Public Property

Ted Van Sickle has asked the Select Board to approve a request to discharge a firearm for the purpose of duck hunting on public property, located on the Charles River approximately 900 feet to the southeast of the Town's Charles River Water Treatment Facility. Per Town By-Laws, this request must be approved by the Select Board. Mr. Van Sickle could not attend this meeting and requested the decision be

made in his absence. Board members discussed the implications of approving this request, considering the distance of and public access to the area.

Motion by Ms. Cooley that the Board vote to deny a request by Ted Van Sickle to discharge a firearm on public property located on the Charles River approximately 900 feet to the southeast of the Town's Charles River Water Treatment Facility.
Second: Ms. Frail. Unanimously approved 5-0.

American Rescue Plan Act Funding
Ms. Fitzpatrick recommended that the Board vote to approve a request for reallocation between line items in the following categories:
- COVID-19 Direct Impact
- Ventilation Upgrades
- Technology Improvements
- Water Sewer Drains

Motion by Ms. Frail that the Board vote to approve the requested reallocation of funding for the Town's ARPA Allotment.
Second: Mr. Levy. Unanimously approved 5-0.

Town Manager Report
- Ms. Fitzpatrick reported that a Poet Laureate has been selected and a press release will be published in due course.
- Mr. Davison provided an update on the water and sewer online billing system. Town Treasurer Ellyse Glushkov explained in further detail how the Department has been addressing concerns and questions from residents. Due to issues with the auto-pay feature in the online system, residents have been advised to make one-time payments until this issue is resolved.

8:07 p.m. Nicotine Free Generation Overview:
Presenter: Timothy McDonald, Director of Health & Human Services

Mr. McDonald provided an overview of the Nicotine Free Generation concept and the Board of Health's consideration to amend its Article 1: Regulation Affecting Smoking and the Sale and Distribution of Tobacco Products in Needham. The biggest potential change is the proposed adoption of the Nicotine Free Generation (NFG) policy, whereby the legal sales age would move from 21 years old to a gatekeeping date of January 1, 2004 (as an example) making persons born after that date forever ineligible to purchase nicotine and tobacco products in the Town of Needham.

Board members discussed the changes made by this policy, enforcement, and whether this policy has been effective in smoking cessation and youth tobacco use rates. Board members asked about realistic efforts to encourage smoking cessation and what other municipalities have found as a result of similar initiatives.

Motion by Mr. Levy that the Board vote to ask the Town Manager to submit comments on behalf of the Select Board to the Board of Health for their November 22 hearing regarding the adoption of the Nicotine Free Generation Policy.
Second: Ms. Frail. Unanimously approved 5-0.

8:40 p.m. Board Discussion:

Town Manager Search Process

The Board discussed a timeline for the Town Manager search process and a request for quotes for a search consultant. Board members discussed the importance of finalizing this decision by April 1, 2025, to ensure the new Town Manager is approved by the current sitting Board. Ms. Dowd noted that this process is aligned with the best practices of the Mass Municipal Association, including collaborating with a consultant through the entirety of the process.

Motion by Ms. Frail that the Board vote to approve the request for quotes for a Town Manager search consultant as presented and the Composition and Charge.
Second: Ms. Cooley. Unanimously approved 5-0.

Committee Reports

Ms. Cooley reported that Tighe & Bond was awarded the design contract for the various proposed Quiet Zones in Needham. Tighe & Bond has recommended that this be completed as a single project and not breaking out intersections.

Ms. Cooley also reported that she and Ms. Dowd met as part of the Subcommittee to Study the Minuteman School for the fall update with Heidi Driscoll, the new Superintendent of the Minuteman School. The student population continues to grow, with the school discussing how they will provide additional capacity going forward. Ms. Cooley noted that Pollard is working collaboratively with Minuteman to identify students who might benefit from these efforts.

Ms. Frail spent an afternoon with Girl Scout Brownie Troop 64025, discussing voting and the issues that are important to them.

Ms. Dowd reported that T-CHOC met to approve some expenditures and are on track to apply for funding at the end of November. The full update will occur on December 10.

Mr. Levy reported that the Stormwater By-Law Working Group is in the process of developing a draft by-law after examining the examples from Natick and Weston. This includes understanding the minimum amount of water that is required to be kept on property and the factors affecting this amount.

Mr. Keane reported that the Branding & Town Seal Committee continues their work on the Town Seal and branding.

9:04 p.m. Adjourn:

Motion by Ms. Frail that the Select Board vote to adjourn the Select Board meeting of Tuesday, November 12, 2024.
Second: Ms. Cooley. Unanimously approved 5-0.

A list of all documents used at this Select Board meeting is available at:
http://www.needhamma.gov/Archive.aspx?AMID=99&Type=&ADID

A recording of this Select Board Meeting is available at:
https://www.youtube.com/watch?v=dyDzwROfplM

The next Select Board meeting is scheduled for Tuesday, November 26, 2024, at 6:00 p.m.

Town of Needham
Water Sewer Billing System
Abatement Form

FROM: DEPARTMENT OF PUBLIC WORKS
TO: TOWN TREASURER AND COLLECTOR
CC: TOWN ACCOUNTANT

WHEREAS the approporate divisions of the Department of Public Works have submitted to you the following commitment(s) on the dates listed below for the collection of water, sewer revenue and

WHEREAS certain inadvertent error(s) were made in said commitment(s), it is hearby requested that you abate these particular account(s) in the amount(s) stated below.

Water Sales:	$0.00
Water Irrigation:	-$88,658.69
Water Admin Fees:	$0.00
Sewer Sales:	$0.00
Stormwater Fees:	$0.00
Transfer Station Charges:	$0.00
Total Abatement:	-$88,658.69

Order #: 1334
Read and Approved:

Date 11/27/24

Director of Public Works

Town Manager

Date

Town of Needham
Water Sewer Billing
Abatement Form

Customer Name	Customer ID #	Location ID #	Street #	Street Name	Domestic Water	Sewer	Irrigation Water	Stormwater	Total	Reason Code	Prepared By:
Silva Development	48643	5460	27	Gayland Rd	$0.00	$0.00	-$88,658.69	$0.00	-$88,658.69	MRE	KW
					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
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					$0.00	$0.00	$0.00	$0.00	$0.00	ADM	KB
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									$0.00		
									$0.00		
				Totals:	$0.00	$0.00	-$88,658.69	$0.00	-$88,658.69		

ALSO, LET THIS SERVE AS AUTHORIZATION TO ABATE ANY PENALTY OR INTEREST WHICH HAS ACCRUED DUE TO THE NON-PAYMENT OF AMOUNTS AS STATED ABOVE.

Verified By:

Management Analyst, DPW