

NOTICE OF A SPECIAL TOWN MEETING
TOWN OF RIDGEFIELD, CONNECTICUT
WEDNESDAY, MAY 8, 2024 AT 7:30 PM

RECEIVED
@ 12:03 PM
MAY 01 2024
Wendy Gannon Lionetti
BY TOWN CLERK'S OFFICE
RIDGEFIELD CT

Notice is hereby given that a formal Special Town Meeting for residents will be held on Wednesday, May 8, 2024, at 7:30 pm in the Town Hall Large Conference Room located at 400 Main Street, Ridgefield, CT 06877 to vote on items pertaining to the following:

1. ACT – Proposed use of LoCIP funds to complete roof repairs and extend the current lease agreement between ACT and the Town of Ridgefield to a 25-year term. See the Town calendar for details at www.ridgefieldct.gov.


Rudy Marconi, First Selectperson



TOWN OF RIDGEFIELD
Office of the First Selectman

May 13, 2024

Wendy Gannon Lionetti
Town Clerk

RECEIVED
@ 10:07 am
MAY 13 2024
Wendy Gannon Lionetti
BY TOWN CLERK'S OFFICE
RIDGEFIELD, CT

This letter is to affirm that the legal public notices for the Special Town Meeting held on May 8, 2024, appeared in the *Ridgefield press* on Thursday, May 2, 2024.


Gillian Sheerin
First Selectperson's Office

Special Town Meeting May 8, 2024

First Selectperson Rudy Marconi called the meeting to order at 7:30 pm in the large conference room of Town Hall. Mr. Marconi asked the audience to stand and recite the Pledge of Allegiance.

R. Marconi stated that the first order of business was to appoint a Moderator. **Selectperson Maureen Kozlark moved and Selectperson Sean Connelly seconded the motion to appoint Ed Tyrrell Moderator for the Special Town Meeting. The "Aye" votes were unanimous and Ed Tyrrell was appointed Moderator.**

Moderator Ed Tyrrell called the meeting to order and requested a motion to appoint a secretary. **Selectperson Barbara Manners moved and Maureen Kozlark seconded the motion to appoint Wendy Gannon Lionetti, Town Clerk, secretary. The "Aye" votes were unanimous and Wendy Gannon Lionetti was appointed secretary.**

Moderator Ed Tyrrell read the legal notice of the meeting that appears on page 76.

John Tartaglia, 638 Danbury Road, stated as a point of order -- he has an objection. Are all the people here electors of the Town? The notice does not comply with Freedom of Information and the Town Charter related to the disposal of property. This process bypassed Finance. It is procedurally incorrect.

The Moderator then asked for a motion to approve. **Sean Connelly moved and Alisa Trachtenberg, 16 Hulda Lane, seconded the motion to approve the use of LoCIP funds to complete roof repairs and extend the current lease agreement between ACT and the Town of Ridgefield to a 25-year term.**

First Selectperson Rudy Marconi provided background information. The lease is for the Schlumberger auditorium that the Town purchased and leased approximately seven years ago. The \$1/year lease was approved by a Town Meeting and the tenants agreed to a complete remodeling of the space. The requested modifications of the lease are: extending the term to 25 years (in order to qualify for grant money); and to change a clause in the lease that currently states the tenant is responsible for roof repairs. This clause does not appear in any other lease the Town has with other 501c3 tenants. It would be a financial hardship to the organization and they have requested its removal. The LoCIP funds are not general funds; they are state funds that we receive every year and this year we expect \$230,000. Estimates for roof repair are \$240,000-307,000.

John Tartaglia stated the motion should be denied. In addition to the procedural grounds previously stated, the BOS does not have sufficient information regarding the tenant's income and expenses to determine whether there is a hardship. The available IRS 990 filing reflects \$2M/year income with possibly as high as \$3M. It is a subsidy for a particular part of the Town culture which may be unlawful because it favors one particular subgroup as opposed to the pledge to take care of the Town in general. The Town could use the LoCIP money for another use. The Schlumberger Report says the property should be rented, controlled, and maintained. The organization is 'flighty'—they made reference to leaving if they did not get their way. I could not find the Assessor's field card on this property—there is no way to know whether improvements were made. The BOS has a fiduciary duty to the entire Town. You are focusing the economy of this Town on arts and culture.

Daniel Levine, 35 Oscaleta Road, Co-founder and Artistic Director of ACT, stated we are lucky to live and work in a town where the arts are thriving. Regional theater is in trouble and we want to be here for the long run. We feel we contribute so much to this town—not only the artists but also the audiences that we bring to Town that then generate income for local merchants. The 990 form that was referenced was from 2021-22 when we received SVOG (shuttered venue operators grant) money. The audit happened at the time that we received the grant money. We did not threaten to leave; rather we stated if the roof is not covered, we would have to cancel production and performances. We would lose so much income that we might have to close down.

Richard Larson, 10 Belvedere Court, former Chair of the Schlumberger Committee, stated that seven years ago we voted in this same room whether to approve a recommendation from the committee to lease the property to ACT. At that point the auditorium was in complete disrepair and subject to demolition. That meeting voted 139-0 to pursue a lease of the auditorium to ACT. Here we are seven years later and ACT has created a beautiful state-of-the-art performance venue and Ridgefield has benefited economically and culturally. ACT, as a nonprofit arts organization, realizes just 40% of its income from ticket sales. The rest of its budget comes from donations and contributions. The lease is not a sweetheart deal. The cost to renovate the auditorium was well over \$1 million and now we have a first-class theater that would be the envy of any town. It is appropriate to review the lease now that we are seven years into it.

Sean Archambeault, Ramapoo Road, stated I have been to a number of performances at ACT and think it is an asset to our Town. However, this is a business, and based on the sheet, it appears they have made a tiny profit. A lease is a contract. There are ways to have gotten around it—splitting it 60/40, etc. Amortizing the loan would be appropriate; I am disappointed in the attitude. The responsibility resides with ACT. We could use the LoCIP money for schools or other projects.

Shelley Terry, 75 Acre Lane, Director of Development at ACT. It is true that ticket sales do not cover the cost to run the theater. My job is to raise the additional funds through individual donations, foundation grants,, government grants. We were able to keep our doors open with the SVOG. The government funding has gone away and now we must get back to fundraising. We do not have a surplus to pay for the roof. I, a resident, benefit by having a job at the theater. The economic benefit to our community should not go unnoticed.

Selectperson Chris Murray, Ivy Hill Road, stated it is unfortunate that we didn't learn of ACT's financial standing at the public hearing. The 990 being circulated is outdated and that is unfortunate; we should have a current document. I came prepared to say that we should slow down before making this decision because of the

information that had been shared. However, after learning that you don't really have the money which is what were originally told, I am going to vote with the original plan.

Erin Craig, 387 Wilton Road West, is the Producing Director of ACT. The 990 did not come up in the original conversation; we are in the process of our 2023 990 audit. We definitely do not have the money to repair the roof. We have 182 seats and are capped out at income, even with adding shows to original runs. ACT provides theater for everyone and we are proud to be part of the entire community—not just high-paying ticket patrons.

Kirk Carr, 62 Prospect Ridge, agrees ACT is great. The BOS should have demanded a current balance sheet. The 990 shows \$2.3M in the bank at the end of 2022. I don't think ACT would walk away; it is a sweetheart deal. I think this is a mistake and would like to talk about LoCIP separately. LoCIP funds must be used on items in the capital improvement plan or an emergency—this does not meet those criteria. I would like to move to table the motion until the BOF has a chance to look it over.

Selectperson Sean Connelly encouraged those present to support this change in the lease. Every other nonprofit organization that leases from the Town does not have this clause; in keeping with fairness, it should be removed.

Alisa Trachtenberg, 16 Hulda Lane, stated ACT does many good things for disadvantaged people. It is fair and logical to be consistent with other leases to nonprofits. It is a liability for the Town as owner if the space is leaking. We have the first cultural district in Connecticut, which attracts many people to our Town; it helps everybody.

Greg Kabasakalian, Two Washington Street, stated although I am a Board of Finance member, I am not speaking for the BOF. If the request came before the BOF, I would ask the request be broken in half. LoCIP money is for roofs, parking lots, and infrastructure. I have been studying this for two weeks and I am still not sure how to vote.

Caroline Kellen, 79 Peaceable Street, is a Foundation Director. My family funds many organizations in town; it is my job to assess the needs of the organization when making decisions. I am very familiar with the financials of ACT and this ask is fair. The ACT lease should have the same provisions that other 501c3 organizations have in their leases.

Kirk Carr stated that given the fact that we don't have current financial information, we should take a little more time to get it. I would also like to look at the leases of other 501c3 organizations with the Town.

John Tartaglia stated we cannot operate by joy and compassion; we don't know the financials and therefore cannot make an evaluation.

Kirk Carr moved and John Tartaglia seconded the motion to table the main motion to allow more time to get up to date information. The moderator called for a vote; the "Nay" votes were overwhelming (several attendees voted "Aye"); the motion was denied.

First Selectperson Marconi clarified that there are no field cards for any Town-owned buildings. This clause is not in any other lease and the Town never asks nonprofits for their 990; I urge approval. All leases go to a Town Meeting for approval after being negotiated.

Selectperson Chris Murray stated this is a contentious issue; it would have been better if we had more information earlier. We are going to do better with making decisions such as this going forward.

Shelley Terry stated that if someone could share the process for submitting financial information, then it could be provided.

Mr. Tyrrell called for a vote on the motion to approve the resolution. The "Aye" votes carried overwhelmingly (several attendees voted "Nay"); the motion was approved.

Selectperson Barbara Manners moved and Chris Murray seconded the motion to adjourn the meeting at 8:15 pm. Motion carried unanimously and the meeting was adjourned.

Respectfully submitted,
Wendy Gannon Lionetti, Town Clerk