

HOUSE No. 4442

The Commonwealth of Massachusetts

PRESENTED BY:

William C. Galvin and Walter F. Timilty

To the Honorable Senate and House of Representatives of the Commonwealth of Massachusetts in General Court assembled:

The undersigned legislators and/or citizens respectfully petition for the adoption of the accompanying bill:

An Act relative to the Revere & Son Heritage Trust Corporation.

PETITION OF:

NAME:	DISTRICT/ADDRESS:	DATE ADDED:
<i>William C. Galvin</i>	<i>6th Norfolk</i>	<i>1/27/2020</i>
<i>Walter F. Timilty</i>	<i>Norfolk, Bristol and Plymouth</i>	<i>1/27/2020</i>

HOUSE No. 4442

By Representative Galvin of Canton and Senator Timilty, a joint petition (subject to Joint Rule 9) of William C. Galvin and Walter F. Timilty (by vote of the town) that the town of Canton be authorized to establish the Revere & Son Heritage Trust, Inc. and to acquire land for the creation and operation of the Paul Revere Museum of Discovery and Innovation and Paul Revere Heritage Site in said town. Municipalities and Regional Government. [Local Approval Received.]

The Commonwealth of Massachusetts

**In the One Hundred and Ninety-First General Court
(2019-2020)**

An Act relative to the Revere & Son Heritage Trust Corporation.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

1 SECTION 1. The purposes of this Act are as follows:

2 (a) The Town of Canton has acquired or agreed to acquire the land and buildings of
3 historical significance being the location of a copper mill and related operations of Paul Revere
4 and his sons, a location powered historically by waterpower of the East Branch of the Neponset
5 River and related water bodies. From this site were manufactured copper plates used and
6 installed in many places during colonial times or early Republic times, including copper used
7 and installed on the U.S. Frigate Constitution (“Old Ironsides”), and on the state capital building
8 dome in Boston. The town is dedicating this land and buildings as the Paul Revere Heritage Site
9 for the benefit of residents of the town, the Commonwealth and the Nation and the benefit of
10 visitors and guests.

11 (b) The Town of Canton seeks authority to establish a body politic and corporate as an
12 affiliated instrumentality, appointed in part by the Board of Selectmen, and reporting to the
13 Board of Selectmen, and using from time to time both public and private funds, to operate a Paul
14 Revere Museum of Discovery and Innovation at this Heritage site, including the control and
15 management of the museum site consisting of the interior of the Revere Barn, the interior of the
16 second floor of the Rolling Mill not leased exclusively to others, and performance, programming
17 and event open space to the east of the barn between the barn and the U.S. Army Corps of
18 Engineers diversion channel, as leased or licensed to the Corporation by the Board of Selectmen,
19 together with the responsibility and authority to operate ancillary supporting activities, such as
20 teaching and educational services and programs, and other amenities and attractions, and the like
21 for guests, employees and visitors, including the installation of interpretive signage at the
22 Heritage Site open space.

23 (c) A public corporation is necessary to ensure that these public purposes are carried out,
24 that public control and public funds may be so spent on this purpose, and that the exercise of
25 powers by the Corporation and any assistance which may be given by the town, the
26 Commonwealth, the United States or any other public body in connection therewith, are public
27 uses and purposes for which public money may be expended.

28 SECTION 2. As used in this act the following words shall, unless a different meaning
29 clearly appears from the context, have the following meanings:

30 "Board of Selectmen", the duly elected Board of Selectmen of the Town of Canton.

31 "Corporation", the Revere & Son Heritage Trust Corporation established by section 3.

32 “Museum premises”, an open-to-the-public Paul Revere Museum of Discovery and
33 Innovation and Paul Revere Heritage Site located in the Revere Barn and Rolling Mill second
34 floor not leased exclusively to others which buildings are shown on the plan entitled
35 "Subdivision Plan of Land in Canton Massachusetts" prepared by VHB, Inc. and dated October
36 8, 2018, and performance, programming and event open space to the east of the barn between the
37 barn and the U.S. Army Corps of Engineers diversion channel, as leased or licensed to the
38 Corporation by the Board of Selectmen, together with the responsibility and authority to operate
39 ancillary supporting activities, such as teaching and educational services and programs, and
40 other amenities and attractions, and the like for guests, employees and visitors, including the
41 installation of interpretive signage at the Heritage Site open space.

42 "Town", the Town of Canton.

43 “Majority vote”, a vote of at least a majority of the voters of the Town of Canton present
44 and voting at a town meeting duly called.

45 SECTION 3. There is hereby created a body politic and corporate to be known as the
46 Revere & Son Heritage Trust Corporation. The Corporation is a public instrumentality separate
47 from the town, and is not an authority, board or committee of the town. The Corporation is
48 empowered to carry out the provisions of this act, and the exercise by the Corporation of the
49 powers conferred by this act are the performance of essential public functions.

50 (a) Notwithstanding any other general or special law to the contrary, the town, acting
51 through the Board of Selectmen, is specifically authorized to lease to the Corporation the Barn
52 interior and Rolling Mill second floor area not leased exclusively by others, upon such terms and
53 conditions as the Board of Selectmen shall determine. The lease shall also provide that the lease

54 shall terminate if the Corporation ceases to use the museum premises for the declared public
55 purpose described in section 1. In addition, the town, acting through the Board of Selectmen, is
56 authorized to lease or license to the Corporation, upon such terms as the Board of Selectmen
57 shall determine, performance, programming and event open space to the east of the barn between
58 the barn and the U.S. Army Corps of Engineers diversion channel, together with the
59 responsibility and authority to operate ancillary supporting activities, such as teaching and
60 educational services and programs, and other amenities and attractions, and the like for guests,
61 employees and visitors, including the installation of interpretive signage at the Heritage Site open
62 space. Fees charged for the use of the Rolling Mill second floor area not leased exclusively by
63 others, and for such performance, programming and event open space adjacent to the barn, shall
64 be used as additional funding for museum premises expenses; provided that no fees shall be
65 charged to an authority, board or committee of the town for its use of said spaces.

66 (b) The town shall not incur any financial obligation as a result of any action by the
67 Corporation, absent a majority vote or a vote of the Board of Selectmen.

68 (c) For the purposes of chapter 30B of the General Laws, the Corporation shall be a
69 governmental body. Improvement of any property owned or leased by the Corporation or leased
70 by the Corporation to another party, including design, development, construction and operation
71 shall be subject to sections 38A to 38O, inclusive, of chapter 7, section 39M of chapter 30 and
72 sections 44A to 44M, inclusive, of chapter 149 of the General Laws. For the purposes of clause
73 Twenty-sixth of section 7 of chapter 4 of the General Laws, and chapter 66 of the General Laws,
74 the records of the Corporation shall be public records. For the purposes of chapter 268A of the
75 General Laws, the Corporation shall be considered a municipal agency. The members of the
76 board of directors and employees of the Corporation, together with any person who performs

77 professional services for the Corporation on a part-time, intermittent, or consultant basis, such as
78 those of an architect, attorney, engineer, planner, or construction, financial, or real estate expert,
79 shall be special municipal employees if so designated by the Board of Selectmen.

80 (d) The Corporation shall be subject to all applicable local by-laws and regulations of the
81 town, provided however that employees of the Corporation shall not be subject to any applicable
82 personnel local by-laws or regulations of the town except as may be specifically agreed to
83 pursuant to Section 5(d) of this Act.

84 (e) The exercise of powers by the Corporation and any assistance which may be given by
85 the town, the Commonwealth, the United States or any other public body in connection
86 therewith, are public uses and purposes for which public money may be expended.

87 (f) The Corporation may be designated by Canton town meeting as a spending authority
88 for municipal revolving accounts pursuant to Chapter 44, section 53E1/2 of the General Laws.
89 Funds payable from municipal revolving accounts established by Canton town meeting, for
90 purposes of the creation and/or operation of the museum premises, Paul Revere Heritage Site
91 rolling mill and Paul Revere Heritage Site open space, shall first be used to provide additional
92 funding for museum premises expenses and, in the event that funding is not needed to provide
93 for museum premises expenses in that fiscal year, such excess funds may be used for rolling mill,
94 museum exterior and open space expenses.

95 (g) The Corporation shall submit a plan of service and budget to the Board of Selectmen
96 on an annual basis (the "Annual Plan") to obtain funds payable from municipal revolving
97 accounts regarding which the Board of Selectmen is the spending authority. The Annual Plan of
98 Service and Budget shall be a report of the various uses for said expenditures. The Annual Plan

99 shall reflect the accounts and museum activities for which the money will be spent relative to
100 operating and capital expenses. The report will detail staffing, programs and ongoing expenses
101 for the Corporation and will reflect any strategic plan in place at the time of the report. The
102 Board of Selectmen shall review the Annual Plan and vote whether to release such funds as the
103 Board of Selectmen shall determine, prior to sixty days before the Corporation's proposed fiscal
104 year.

105 (h) Endowment funds that benefit the museum premises may be established pursuant to
106 Chapter 44, section 53A of the General Laws. Grants, donations or investment income drawn
107 from such endowments may be credited to municipal revolving accounts regarding which the
108 Corporation has been designated by Canton town meeting as a spending authority.

109 SECTION 4. The powers, duties and obligations of the Corporation shall be vested in and
110 exercised by a board of directors consisting of at least five and not more than twenty-five
111 members, not more than twelve of whom shall be appointed by the Board of Selectmen and the
112 remainder of whom shall be appointed by the board of directors.

113 (a) The original five members of the board of directors shall be appointed by the Board of
114 Selectmen within 60 days following the effective date of this act. Of the members of the board of
115 directors first appointed, one shall be appointed to serve for a term of one year, one for a term of
116 two years, one for a term of three years, one for a term of four years, and one for a term of five
117 years. All terms thereafter shall be for five years. Upon the expiration of the term of office of any
118 member of the board of directors, or any subsequent member of the board of directors, the
119 successor of such member shall be appointed for a term of five years. In the event of a vacancy
120 on the board of directors, a successor member shall be appointed to complete the term of service

121 for the member whose term has not expired; provided, however, that for the purposes of this
122 section, service to complete the term of another member shall constitute service for one term if
123 the balance of said term being completed is more than 50 per cent of the original term. Unless
124 reappointed no member of the board of directors shall hold office after the expiration of his term.
125 Unless waived by the Board of Selectmen, no member of the board of directors of the
126 Corporation shall hold office for more than two consecutive terms.

127 (b) Any member of the board of directors of the Corporation may be removed by the
128 Board of Selectmen after reasonable notice and a public hearing by the Board of Selectmen,
129 unless the notice and hearing are in writing expressly waived by the member of the board subject
130 to removal.

131 (c) The board of directors shall appoint a treasurer who may, but need not be, a member
132 of the board. Said Treasurer must be bonded at the cost of the Corporation in an amount
133 satisfactory to the Board of Selectmen. The Corporation shall cause at all times accurate
134 accounts to be kept of all receipts and expenditures of the funds of the corporation and shall
135 make a report annually to the Board of Selectmen and to Canton town meeting, containing an
136 abstract of such accounts and detailed information of all receipts and expenditures. All
137 Corporation funds shall be held in the custody of the Treasurer of the Town of Canton.

138 (d) The members of the board of directors shall not receive compensation for the
139 performance of their duties hereunder, but each member shall be reimbursed by the Corporation
140 for expenses actually incurred in the performance of their duties. Notwithstanding the foregoing,
141 members shall seek and obtain from the Treasurer and a majority of the Board of Directors pre-

142 approval of expenses over \$100.00. Every such reimbursement shall be open to public inspection
143 from and after the requisition therefor.

144 (e) The Corporation may be dissolved only in accordance with the following procedure.
145 The Board of Selectmen shall make a finding that the Corporation is no longer needed or that the
146 purpose of the Corporation as set forth in section 1 of this act has been fulfilled, or that the
147 Corporation has failed to fulfill such purposes. If such a finding is made, the Board of Selectmen
148 shall hold a public hearing on whether the Corporation should be dissolved. Notice of the public
149 hearing shall be published no later than two weeks prior to the hearing date in two newspapers
150 having general circulation in the town. After the public hearing, the Board of Selectmen shall
151 make a recommendation to Town Meeting as to whether the Corporation shall be dissolved.
152 Following a positive vote of dissolution by the Town Meeting as described herein, the
153 Corporation shall transact only such business as is necessary to conclude its affairs. Following
154 dissolution of the Corporation, the town shall assume all legal obligations, and liabilities, assets,
155 debts, leases, contracts and all real and other property of the Corporation.

156 SECTION 5. The board of directors, on behalf of the Corporation, shall have the
157 following powers, duties and obligations:

158 (a) to adopt a corporate seal for the corporation and designate the custodian thereof;

159 (b) to sue and be sued in its own name, but only to the extent and upon the same
160 conditions that a city or town may be sued, and to plead and be impleaded;

161 (c) to adopt rules for the regulation of its affairs and the conduct of its business and to
162 alter the same;

163 (d) to employ consultants, an executive director, superintendents, managers, legal
164 counsel, financial and technical advisors and such other employees, agents and consultants as
165 may be necessary in its judgment to achieve any of its purposes. Notwithstanding any general
166 or special law to the contrary, employees of the Corporation shall not be deemed to be
167 employees of the town, nor shall they be deemed to be “employees” or “public employees” of a
168 governmental or public agency, nor shall they be entitled to participate, by reason of such
169 employment by the Corporation, in any benefits provided to such “employees” or “public
170 employees ” under any other general or special law, except as provided as follows: the town and
171 the Corporation may agree in writing to allow, at the sole expense of the Corporation, employees
172 of the Corporation to participate in employee health and life insurance, retirement or other
173 benefit programs offered by the town to town employees. To the extent the town agrees to
174 provide such benefits, then, for those specific benefits only, each such Corporation employee
175 shall be deemed and treated for each such benefit as if such employee was classified a town
176 employee.

177 (e) to oversee, manage or operate the museum premises as may be leased to the
178 Corporation by the Town pursuant to Section 3(a) of this Act and be responsible for the museum
179 collection, including the establishment of ownership, acquisition, accessioning, deaccessioning
180 and disposal policies (subject to the requirements of MGL Chapter 30B), and those related to
181 exhibit planning, programming, fund raising and event planning;

182 (f) to engage an individual, corporation or other entity to oversee, manage and or operate
183 the museum premises and Paul Revere Heritage Site pursuant to the terms of a management or
184 operating agreement, subject to the approval of the Board of Selectmen;

185 (g) to accept and use as part of its operating or capital budgets any grants, donations,
186 gifts, endowments or contributions intended for the use of or by the museum premises and any
187 rentals, admission receipts or event fees arising from the museum premises, as may be leased to
188 the Corporation pursuant to Section 3(a) of this Act, or funded by municipal revolving accounts
189 pursuant to Sections 3(g) and (f) of this Act;

190 (h) to make and enter into all contracts and agreements necessary or incidental to the
191 performance of its duties or as may be assigned to the Corporation by the Board of Selectmen
192 regarding the museum premises and Paul Revere Heritage Site;

193 (i) to seek annual operating and capital revenue appropriations for the museum premises
194 and Paul Revere Heritage Site, as needed, by submitting town meeting warrant articles to the
195 Board of Selectmen for possible consideration and approval of Canton town meeting;

196 (j) to establish and work with volunteer Friends of the Museum.

197 (k) to apply for, receive and expend funds and other property in aid of its public purposes
198 whether by gift, contribution, donation, grant, endowment, loan or otherwise, and to invest funds
199 in an investment legally permitted for a city or town provided that the custodian of such funds be
200 the treasurer of the Town of Canton;

201 (l) subject to MGL Chapter 30B to acquire and hold by bequest, devise, grant, gift,
202 purchase, exchange, lease, judicial order or decree, or otherwise, for any of its objects and
203 purposes, any property, either real or personal, or any interest therein; notwithstanding the
204 forgoing the Corporation shall seek Selectmen approval of the acquisition or disposition of any
205 interest in real property.

206 (m) to procure insurance against any loss in connection with its property and other assets
207 and operations in such amounts and from such insurers as it deems desirable;

208 (n) to improve personal property acquired by or loaned to it, and to engage in or contract
209 for the demolition, construction, reconstruction, development, redevelopment, rehabilitation,
210 remodeling, alteration or repair thereof;

211 (o) to sublease, transfer, option, exchange, or otherwise dispose of any real property, or
212 any interest therein, as the objects and purposes of the Corporation may require, subject to the
213 approval of the Board of Selectmen and a two third vote of the Canton Town Meeting provided
214 however that the Corporation may enter into leases up to 20 years in duration with the approval
215 of only the Board of Selectmen;

216 (p) to establish and collect fees for the use of any properties owned or leased by the
217 Corporation including the museum premises and any of its facilities;

218 (q) to do any and all acts and other things necessary or convenient to carry out the powers
219 expressly granted in this act, and all other things incidental or related to the powers of the
220 Corporation.

221 SECTION 6. The Corporation shall be liable in contract and in tort in the same manner as
222 a municipal corporation. The directors, employees, officers and agents of the Corporation shall
223 be liable as such in contracts and tort, in the same manner as municipal employees under the
224 General Laws. The Corporation shall indemnify its employees under sections 9 and 13 of
225 Chapter 258 of the General Laws as public employees.

226 SECTION 7. The real estate and tangible personal property of the Corporation shall be
227 deemed public property used for the essential public and governmental purposes and shall be
228 exempt from taxation by the Commonwealth or any subdivision thereof and from betterments
229 and special assessments;

230 SECTION 8. This Act shall take effect upon passage.