

**SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
BOARD OF COMMISSIONERS EXECUTIVE SESSION VIRTUAL MEETING
February 24, 2022, AT 5:15 P.M.**

Present for the Board: Chairman Gregory Dubreuil, Vice-Chair John Hine, Denise Presley, Ron Coutu, Kurt Schenker (arrived 5:25)

Present for SHELd: General Manager Sean Fitzgerald, Administrative Assistant Kim Mendoza, Financial Manager Michael Conchieri

Guest: David Moore, Commercial Real Estate Broker with Plotkin Real Estate

The virtual meeting open session was called to order at 5:15 P.M. by Chairman Dubreuil. It was voted to move into Executive Session to discuss potential property and for a fiber update, by a roll call vote.

Property:

Mr. Fitzgerald stated that SHELd negotiated a Letter of Intent to purchase up to 6 usable acres of land adjacent to the Big Y property, as discussed in January's executive session. Big Y countered with an offer of \$750K for the entire plot of land which is now listed as 9.38 acres. Originally the property was listed as 10.7 acres but when Bank of America built an ATM a few months ago they utilized some of the land. SHELd's offer is contingent upon approvals to build on 6 usable acres. Management requested the Board authorize a formal purchase and sale agreement for the \$750K for the 9.38 acres and take all necessary actions to get the land evaluated for 6 usable acres.

The Board had many questions for Mr. Moore on the property usage and the purchase process going forward. He stated that SHELd would execute the P&S with the offer being contingent on having 6 usable acres. Once the P&S is accepted by Big Y, SHELd would move forward with its next steps, a wetland delineation then a meeting with the Conservation Committee.

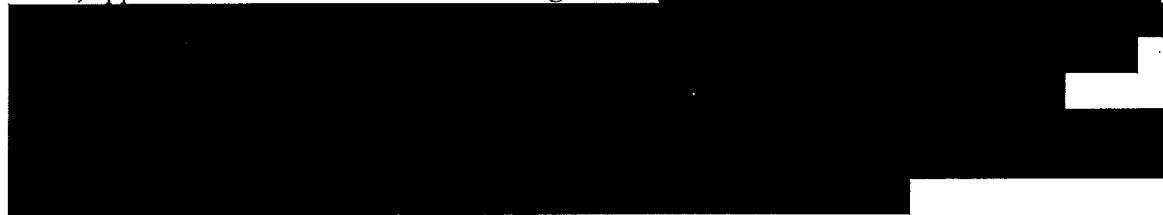
Mr. Dubreuil asked about access to and from the property and wanted confirmation that we did not intend to construct other entrances/exits to the property. That was confirmed. He also questioned the P&S reference to maintenance of the property which Mr. Fitzgerald said SHELd added but has not been addressed by Big Y yet. Mr. Dubreuil stated he did not feel comfortable completing the whole purchase process in executive session meetings. He felt a final discussion and vote should be done in open session. Mr. Hine agreed that once a final P&S was agreed to by both parties, that the Board should take a final vote in open session to authorize the final P&S for signature.

Mr. Fitzgerald asked Mr. Dubreuil to clarify the process he felt the Board should follow. Mr. Dubreuil stated the Board should vote tonight to move forward with the P&S process with Big Y, and as long as tonight's vote was unanimous, and after the P&S is agreed to by both parties and is in final form, they could have a special meeting with another vote in open session to ensure transparency.

Mr. Moore stated that once the Board approved the draft P&S, then Big Y will send it to their legal department. Then, if SHELd agrees with any changes Big Y might make, SHELd needs to sign the P&S and take its next steps for evaluation of the land within the set timeline. Mr. Moore did not think it would be a problem for Big Y if SHELd then holds a vote in open session at a special meeting. Mr. Moore said he will mention the additional vote to Big Y at that time.

Ms. Presley had several questions on specific language on the P&S that Mr. Moore addressed. One specific suggestion was that we should have a recorded easement if we are not building other access roads. Mr. Moore said he would address that with legal.

On a motion by Mr. Hine, seconded by Mr. Coutu, it was unanimously VOTED: that the Board agreed with the draft Purchase & Sale Agreement as presented and authorizes the General Manager to finalize negotiations with the seller and present the P&S back to the Board for a vote in open session, by a roll call vote: Mr. Hine – aye, Ms. Presley – aye, Mr. Coutu – aye, Mr. Schenker – aye, Mr. Dubreuil – aye.

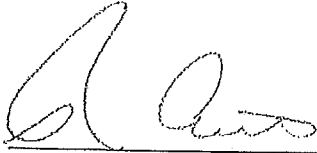

Mr. Fitzgerald discussed a trademark issue with the name Fibersonic. The California company, Sonic, appealed our trademark after it was registered. 


Mr. Fitzgerald also updated the Board:
Town of Leverett - final contracts are being reviewed. Town of Shutesbury - has selected SHELd over Westfield and final contracts are being reviewed.

Town of Southampton - SHELd did a presentation for the Southampton Ad Hoc Tech Committee at the request of their Town Administrator. A link to the video of the Southampton presentation was previously sent to the board members.

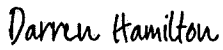
On a motion by Mr. Hine and seconded Mr. Coutu, it was unanimously

VOTED: to adjourn executive session and move to open session, by a roll call vote: Mr. Hine – aye, Ms. Presley – aye, Mr. Schenker-aye, Mr. Coutu – aye, Mr. Dubreuil – aye.



Ronald Coutu, Secretary

Approved: March 24, 2022

Signed by:

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Darren Hamilton, Light Board Clerk

Approved for Release with Redactions: October 22, 2026