

**SOUTH HADLEY ELECTRIC LIGHT DEPARTMENT
BOARD OF COMMISSIONERS EXECUTIVE SESSION VIRTUAL MEETING
MARCH 29, 2023 AT 6:00 P.M.**

Present for Board: Chair John Hine, Vice Chair Denise Presley, Paul Dobosh, Kurt Schenker

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

Guests: Lisa Brodeur-McGan and Katharine Shove from Brodeur-McGan, P.C, counsel for the Board

After the meeting was called to order by Chair John Hine at 6:03 P.M, and he told the Board the purpose of the meeting (to discuss an open meeting law complaint), there was a motion and a second and the Board moved into executive session after a roll call vote to discuss the complaint (see open session minutes).

Ms. Brodeur-McGan introduced Ms. Shove and reminded the Board that the reason for an executive session must be stated in the open session, and on the agenda, before moving into executive session. During discussion of Mr. Hamilton's open meeting law complaint, Ms. Brodeur-McGan discussed the procedures for responding to the complaint. She stated that the Board could either respond to the complaint themselves, or they could refer the complaint to counsel. Ms. Brodeur-McGan stated that the complaint was complicated in nature and that responding to it involved reference to trade secret information embedded in the conversations regarding the manager's contract. She recommended the Board take a vote to refer the complaint to legal counsel and the GM, and to state at the next open meeting that the matter was referred to counsel.

Ms. Brodeur-McGan asked Mr. Hine, and board members who attended the December 20, 2022 meeting, to review the events of the meetings leading up to receiving the open meeting law complaint. Mr. Hine outlined that the Board met on December 8, 2022 for contract negotiations and could not agree on a proposal to offer Mr. Fitzgerald. Then they met on December 20, 2022, without Mr. Fitzgerald and, after discussions, a vote was taken on a bargaining position proposal to be presented to Mr. Fitzgerald to see if it was acceptable to him. With a majority vote for the proposed salary increase, Mr. Hine met with Mr. Fitzgerald who did agree to the proposal. The Board then met on January 26th in open session and each board member was asked to state their position on the GM proposed contract increase before a vote was taken to approve the new GM contract.

Ms. Brodeur-McGan discussed with the Board the importance of not comingling topics discussed in executive sessions. For example, sometimes the Board may not plan to talk about certain topics (such as trade secrets), but such topics come up during discussions of other executive session topics listed on the agenda. Ms. Brodeur-McGan further reminded the Board that some of the executive session privileges expire, and some do not. She advised the Board to

ensure it states during open meeting that trade secrets will be discussed during executive session so the public will know the minutes will not be released.

Ms. Brodeur-McGan asked if the other board members, present at the December 20, 2022 meeting, had any other recollections from that meeting before they voted on an option for responding to the complaint. Ms. Presley and Mr. Dobosh agreed with Mr. Hine's recollection of the December 20, 2022, meeting.

Mr. Hine said that the complaint alleged that there was not enough detail in the December 20, 2020 minutes so the public could understand how the Board reached its decision. Mr. Hine reviewed the options brought before the board for responding to the complaint before the Board took a vote. The Board could either handle the complaint themselves or refer the complaint to counsel to handle the response.

Mr. Schenker moved to accept the proposal to refer the matter to counsel, Mr. Dobosh seconded the motion. The motion passed 4-0, by a roll call vote: Mr. Dobosh-aye, Mr. Schenker-aye, Ms. Presley-aye, Mr. Hine-aye.

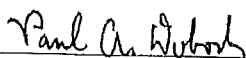
Mr. Hine stated that at the April 27th open meeting, there will be an agenda item topic and would state that the open meeting law complaint was referred to counsel.

Adjourn

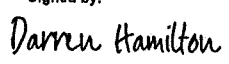
On a motion by Mr. Dobosh and seconded by Mr. Schenker, it was

VOTED: To adjourn the executive session, by roll call vote; Ms. Presley-aye, Mr. Dobosh-aye, Mr. Schenker-aye, Mr. Hine-aye.

The Executive Session ended at 7:03 PM.


Paul Dobosh, Clerk

Approved: April 27, 2023

Signed by:

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Darren Hamilton, Light Board Clerk

Approved for release w/ no redactions: October 22, 2026