

Board of Directors Meeting Notice
Pittsfield Economic Development Authority

February 23, 2021 @ 8:30am

Berkshire Innovation Center - 45 Woodlawn Ave, Pittsfield, MA

Minutes

I. Administration

M. Callahan – Chairman

-Call to Order

Chair Callahan called the meeting to order at 8:30am.

Members Present:

Maurice Callahan, Chair	Pamela Green, Vice Chair	Jonathan Denmark
Krystle Blake	Michael Matthews	Michael Filpi
Paul Dalton	George Whaling	

Members Not Present:

Cristina Wynn	Leo Yantovsky
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Also Present:

Michael Coakley, Executive Director
Elisabeth Goodman, Cain Hibbard & Myers
Roger Matus
Deanna Ruffer, City of Pittsfield
Ted Kozlowski, City of Pittsfield

-October 8, 2020 meeting minutes

VOTE: Mr. Filpi made a motion to accept the minutes as presented; it was seconded by Ms. Blake and passed unanimously. (A copy of the vote is attached to the official record of this meeting.)

-Ryan Killeen resignation

Chair Callahan noted Mr. Killeen's resignation and thanked him for all his work on behalf of PED. He asked Mr. Coakley to send him a letter of thanks for all his service. They are currently looking for a replacement

Chair Callahan noted the organization is looking for one new board member. If anyone is interested or knows of someone suitable for nomination, please contact himself or Michael Coakley.

II. Financial Report

M. Matthews

-Review 4th Quarter Financials

Mr. Matthews reviewed the financial statements, which were distributed to members in advance. They try to keep the budget at around \$200k, and that varies with various projects that are going on. Mr. Coakley has done a good job at keeping things going. There is not much of an increase in overall expenses. YTD, expenses are staying around \$200k.

Mr. Adelson will begin the audit soon and will present it in April.

VOTE: There was a motion to approve the 4th Quarter Financials by Mr. Matthews; it was seconded by Mr. Filpi and passed unanimously.

III. Site 9 - Grant Applications

M. Coakley

-Site Readiness Program & Brownfields Program

Mr. Coakley would like the authorization to apply for and accept grants for Site 9.

VOTE: Mr. Filpi made a motion to grant Mr. Coakley authority to submit grant applications, take all measures necessary or convenient to finalize and execute all documents and accept awards, if any; it was seconded by Mr. Dalton and passed unanimously. (A copy of the vote is attached to the official record of this meeting.)

IV. Marketing Update

M. Coakley

Roger Matus reviewed the current website and the proposed updated site. He encouraged all members to send any suggestions to him at their earliest convenience. In addition to the web refresh, they have created a marketing brochure, as a companion piece to the website that will be both printed and electronic. Mr. Dalton felt the new website came together very nicely.

Mr. Coakley noted that PEDAs has listed the WSBP on LoopNet, the country's largest commercial real estate site. Since going live on the site, Mr. Coakley has received a few calls.

Ms. Goodman suggested mentioning the walking path around Silver Lake. Mr. Filpi suggested adding information about new housing for potential workers.

A discussion was had about adding a telecommuting element to the site. The BusinessPittsfield site tends to cover that. They will brainstorm on how best to integrate the two on that issue.

Mr. Denmark asked about search engine optimization, to drive traffic to the site. They have not done any paid advertising to this point, but are using SEO to improve traffic to the site. Mr. Matus will look into it.

Ms. Blake noted there is some overlapping of text on the mobile version.

V. Berkshire Kind Update

M. Coakley

Mr. Coakley noted everything is in motion and going well. Berkshire Kind is learning things move much slower than they hoped, given the backlog at the CCC. The Design Review Committee reviewed the plan. Mr. Denmark noted how visually pleasing it will look from the road. There were some good

takeaways. Mr. Filpi noted they're working with the city and their consultants on odor mitigation. Otherwise, it's a good solid plan for the site. The Committee approved the plan with some minor adjustments.

Berkshire Kind discovered the old concrete foundation under the fill at Site 4, and need to develop a revised foundation plan. They hope to start construction, after receiving a building permit from Pittsfield and the final approval from the CCC, by early summer, with about 7 ½ month buildout.

VI. Executive Session

Mr. Callahan stated, "As required by guidance regarding the open meeting law, I have determined that discussion in an open session regarding a Purchase and Sale Agreement by Berkshire Kind, Inc. for the Purchase of Site 4 in the William Stanley Business Park may have a detrimental effect on PEDAs negotiating position; therefore, I move that we enter into Executive Session."

The motion was seconded by Mr. Filpi and passed unanimously with a roll call vote.

Upon returning to open session at 9:05am, Chair Callahan announced that no votes had been taken during Executive Session and the public meeting continued.

VOTE: Ms. Blake made a motion to authorize the Interim Executive Director, Michael Coakley, to execute a draft purchase and sale agreement, in substantially the form as was distributed to the Board, with Berkshire Kind, Inc. Under Section 2.10 of the Bylaws, Mr. Coakley is authorized to execute the purchase and sale agreement and to perform such addition acts and execute or deliver other such documents, instruments or agreements as may be necessary or appropriate to implement the purchase and sale agreement in the name of and on behalf of PEDAs.

It was seconded by Mr. Filpi and approved unanimously.

VII. New Business

M. Coakley

-Mill Town Capital – parking lot lease

Mr. Coakley noted Mill Town has two entities working on construction projects on Tyler St and would like to sublease parking spaces for their contractors. The lease term will be one (1) year. Indemnification language is included in the agreement.

VOTE: Mr. Filpi made a motion to approve a parking sublease with Radio Place LLC and 765 Tyler Real Estate LLC by Mill Town Capital LLC, Manager; it was seconded by Mr. Matthews and passed unanimously. (A copy of the vote is attached to the official record of this meeting.)

-Eversource – parking lot lease renewal

Mr. Coakley reviewed the renewal of their parking lot lease.

VOTE: Ms. Blake made a motion to approve amendment and extension of lease with NSTAR Electric Company d/b/a Eversource; it was seconded by Ms. Green and passed unanimously. (A copy of the vote is attached to the official record of this meeting.)

VIII. Other Business

M. Callahan & M. Coakley

-Tyler St./Woodlawn Ave. Roundabout Easement

Mr. Callahan noted they were approached by the City regarding the Tyler St. roundabout. There is a small sliver of our land at the NW corner of Site 9 that is required, about 125sqft. An easement is the best way to go, rather than trying to sell the land. Ms. Ruffer noted all the funding has been secured for the roundabout and they expect construction to begin in the summer or early fall.

VOTE: Mr. Filpi made a motion to authorize the Chair of the Board of Directors to grant right of way easement relating to the construction of a rotary at the Tyler Street Intersection; it was seconded by Mr. Matthews and passed. Mr. Callahan abstained. (A copy of the vote is attached to the official record of this meeting.)

-Forebay dredging project

Mr. Coakley reviewed the history of the dredging. Quotes were very expensive, so he is looking for for a grant through the state to help pay for it.

VOTE: Mr. Whaling made a motion approve application for grant regarding the forebay; it was seconded by Mr. Filpi and passed unanimously. (A copy of the vote is attached to the official record of this meeting.)

-Second Amended 30's ERE

(VOTE)

Ms. Goodman noted this process has taken a long time. The previous reports had been signed by the prior executive director and now the agency wants the Interim Director to sign.

VOTE: Mr. Whaling made a motion to approve the second amended and restated grant of environmental restriction and easement; it was seconded by Ms. Green and passed unanimously. (A copy of the vote is attached to the official record of this meeting.)

-PEDA Office Task Force

Mr. Coakley noted the building is not in good shape, with the roof leaking pretty consistently. The PEDAside is not too bad, but the Greylock side is a mess. GE does not want to put any money into the building and asked that PEDAside begin looking for new office space. He asked if GE had any space to use; they will get back to him. Ms. Goodman was concerned about file storage and suggested digitizing the files. A group needs to be convened to look at options. Mr. Callahan reminded everyone that GE let us use the building for free for years.

-Other

Mr. Callahan commented that the relationship with our partners have been excellent. Mr. Coakley has done a great job and been very proactive. He's on the street and talking to prospects; at the next

meeting he may have more good news to share. PEDAs in a much better place because of him and our relationships. Going forward, he would like to have meetings every other month with more advanced notice. He's trying not to overburden the board with things that are not critical, so please check in with Mr. Coakley periodically.

-Next Board Meeting

TBD

IX. Adjournment

M. Callahan - Chairman

Mr. Matthews made a motion to adjourn at 9:30am; it was seconded by Mr. Filpi and passed unanimously.

Submitted by Ted Kozlowski, Staff

PITTSFIELD ECONOMIC DEVELOPMENT AUTHORITY
William Stanley Business Park of the Berkshires

Vote to Approve Application for Grant Agreements and Awards, If Granted
February 23, 2021

VOTED: The PED A Interim Executive Director is authorized to execute the following documents:

1. The Commonwealth of Massachusetts has grant funds available under the Site Readiness Program and the Brownfields program. The Interim Executive Director has prepared applications for these grant funds.
2. The Site Readiness grant would be used to complete engineering and design services required to complete the design, environmental permitting and bid ready documents for the construction of the phase one development plan, including the internal site roadway, utilities, storm water quality, and the estimated fees to demo (crack or crush) the existing pavements.
3. The Brownfields Remediation grant would be used to complete additional environmental assessment on Site 9 of the William Stanley Business Park in preparation for development of the site.
4. Therefore, pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws, the Board hereby approves the grant applications and delegates its authority to Michael Coakley, Interim Executive Director of PED A, to take all measures necessary or convenient to finalize and execute all documents, including the Grant Agreements and to accept the award of such grants for PED A, and to take such other actions as may be required to complete the transactions.

Motion to approve by: _____

Seconded by: _____

Voted: _____

Date: _____

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PITTSFIELD ECONOMIC DEVELOPMENT AUTHORITY
William Stanley Business Park of the Berkshires

February 23, 2021

Vote to Approve a Parking Sublease with Radio Place LLC and 765 Tyler Real Estate LLC, by Mill Town Capital LLC, Manager

VOTED: The Pittsfield Economic Development Authority ("PEDA") approves the Parking Sublease between PEDA and Radio Place LLC and 765 Tyler Real Estate LLC, by Mill Town Capital LLC, Manager, as noted herein:

1. Radio Place LLC and 765 Tyler Real Estate LLC desire to sublease parking spaces from PEDA on a parking lot currently leased by PEDA from the General Electric Company. The parking lot is located between Woodlawn Avenue, Forest Place, and Kellogg Street.
2. Radio Place LLC and 765 Tyler Real Estate LLC are both Massachusetts limited liability companies with a place of business located at 437 North Street in Pittsfield. Mill Town Capital, LLC is manager for both companies and is authorized to sign documents affecting an interest in real estate.
3. A copy of the Parking Lot Sublease is attached to this Vote.
4. Pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws, Michael Coakley, Interim Executive Director of PEDA, is authorized to execute the sublease and to perform such additional acts, and to execute and deliver such other documents, instruments or agreements as may be necessary or appropriate to implement the sublease in the name of and on behalf of PEDA.

Motion to approve by: _____

Seconded by: _____

Voted: _____

{ECG/13661-0002/00832483.1}

**PITTSFIELD ECONOMIC DEVELOPMENT AUTHORITY
William Stanley Business Park of the Berkshires**

February 23, 2021

**Vote to Approve Amendment and Extension of Lease with NSTAR ELECTRIC
COMPANY d/b/a Eversource**

VOTED: The Pittsfield Economic Development Authority ("PEDA") approves the following:

1. On January 8, 2019, PEDA and Eversource entered into a Use and Indemnification Agreement to permit Eversource to use a portion of the PEDA parking area located east of Wood Lawn Avenue and north of East Street in the William Stanley Business Park.
2. The term of that Agreement expired on December 31, 2021.
3. The PEDA Board wishes to ratify and affirm that the Agreement can be extended for a year through December 21, 2021. A copy of the Amendment and Extension Agreement between PEDA and Eversource is attached to this Vote.
4. Pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws, Michael Coakley, Interim Executive Director of PEDA, is authorized to execute the extension of the Agreement and to perform such additional acts, and to execute and deliver such other documents, instruments or agreements as may be necessary or appropriate to implement the Amendment and Extension Agreement in the name of and on behalf of PEDA.

Motion to approve by: _____

Seconded by: _____

Voted: _____

{ECG/13661-0002/00832486.1}

PITTSFIELD ECONOMIC DEVELOPMENT AUTHORITY
William Stanley Business Park of the Berkshires

**Vote to Authorize the Chair of the Board of Directors to Grant Right of Way Easement
Relating to the Construction of a Rotary at the Tyler Street Intersection**

February 23, 2021

VOTED: That Maurice Callahan, Jr. Chair of the Board of Directors for PEDDA is authorized to execute documents to grant an easement relating to the rotary on Tyler Street as noted herein:

1. The City of Pittsfield is undertaking reconstruction of the Tyler Street intersection adjacent to the William Stanley Business Park.
2. A small area of the rotary will encroach on land owned by PEDDA. A plan showing the small area in the rotary is attached. The City will require a permanent easement for access over the area shown on the plan.
3. The construction of the rotary will improve traffic flow and safety and enhance access to the William Stanley Business Park.
4. The Board now wishes to delegate to Maurice Callahan, Jr. the Chair of the Board of Directors authority to grant this roadway easement to the City.
5. Therefore, pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws Maurice Callahan, Jr, Chair of the Board of Directors of PEDDA, is authorized to perform such additional acts, and to execute and deliver such other documents, instruments or agreements as may be necessary or appropriate to implement the foregoing in the name of and on behalf of PEDDA.

Motion to approve by: _____

Seconded by: _____

Voted: _____

{ECG/13661-0002/00832471.3}

PITTSFIELD ECONOMIC DEVELOPMENT AUTHORITY
William Stanley Business Park of the Berkshires

Vote to Approve Application for Grant regarding the Forebay
February 23, 2021

VOTED: The PED A Interim Executive Director is authorized to execute the following documents:

1. The Commonwealth of Massachusetts has grant funds available as set forth in the Municipal Preparedness Vulnerability program.
2. The Interim Director intends to apply for these grant funds on behalf of PED A to be used to dredge the forebay on the William Stanley Business Park site.
3. Therefore, pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws, the Board hereby delegates its authority to Michael Coakley, Interim Executive Director of PED A, to complete the grant application, and take all measures necessary or convenient to finalize and execute all documents, including a grant agreement and to accept the award of any grant funds awarded as a result of the application.

Motion to approve by: _____

Seconded by: _____

Voted: _____

Date: _____

{ECG/13661-0001/00832468.1}

**PITTSFIELD ECONOMIC DEVELOPMENT AUTHORITY
William Stanley Business Park of the Berkshires**

**Vote to Approve the SECOND AMENDED AND RESTATED
GRANT OF ENVIRONMENTAL RESTRICTION AND EASEMENT**
42 U.S.C. § 9601 *et seq.*, and M.G.L. c. 21E, § 6.

April 10, 2019

“VOTED, that the PEDA Executive Director is authorized to execute a Second Amended and Restated Grant of Environmental Restriction and Easement for the 30s Complex at the William Stanley Business Park:

1. The Board affirms that the redevelopment of environmentally contaminated property is a key purpose of PEDA, as provided in the PEDA Enabling Act. In order to accomplish this goal, PEDA is authorized under its Enabling Act to accept the transfer of certain parcels of land subject to use restrictions known as Environmental Restriction and Easements (“ERE”), and PEDA may amend that ERE, as necessary and agreed to by the Massachusetts Department of Environmental Protection, the “Grantee” thereto.
2. Pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws, the Board may delegate its authority to Corydon Thurston, the Executive Director of PEDA, to take all measures necessary or convenient to carry out or perform actions authorized or taken by the Board;
3. The Board agrees to execute the Second Amended and Restated Grant of Environmental Restriction and Easement for the 30s Complex in substantially the same form as presented and Corydon Thurston is authorized to execute and perform any act necessary and appropriate to finalize, execute and record such amendment.”

Motion to approve by: _____

Seconded by: _____

Voted: _____