**Board of Directors Meeting Notice**

**Pittsfield Economic Development Authority**

**August 22, 2024 @ 8:30am**

**Berkshire Innovation Center - 45 Woodlawn Ave, Pittsfield, MA**

**MINUTES**

1. **Administration**

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

**Members Present:**

Michael Matthews, Chair

Krystle Blake Jonathan Denmark

Pamela Green Paul Dalton

George Whaling Michael Filpi

Leo Yantovsky

A quorum was present.

**Members Not Present:**

Maurice Callahan Rich Rowe Adam Rice

**Also Present:**

Michael Coakley, Executive Director

Elisabeth C. Goodman, Counsel for PEDA

Ed Weigel, Roux

Jim Ziter, Pittsfield Fire Department

Justine Dodds, City of Pittsfield

Peter Marchetti, City of Pittsfield

Ms. Green made the motion:

WHEREAS the Board of Directors of the Pittsfield Economic Development Authority met on May 22, 2024 at the Berkshire Innovation Center in Pittsfield, MA; and

WHEREAS the Board has reviewed the record of the meeting set forth in the May 22, 2024 Minutes.

NOW THEREFORE the Board hereby approves the May 22, 2024 Minutes.

It was seconded by Mr. Whaling and was approved unanimously.

1. **AIR METHODS EMERGENCY MEDICAL HELICOPTOR**

**Dep. Chief Jim Ziter, PFD** noted they normally use Wahconah Park and the alternate sites are Reed Middle School or the airport. They’re told the airport is too far from the hospital and Reed is problematic when school is in session. Using the Silver Lake parking lot would be more convenient. This will only be a temporary situation. They usually do about 3 flights a week, sometimes more.

Ms. Green made the motion:

WHEREAS, the Board of Directors has been asked to allow temporary use of the Silver Lake Boulevard parking lot within the William Stanley Business Park by Air Methods Corporation, a company that provides helicopter transport for medical emergencies; and

WHEREAS, to allow this use the Board should have a written access agreement.

NOW THEREFORE, 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 negotiate the terms of the access 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 transaction in the name of and on behalf of PEDA.

It was seconded by Mr. Dalton and was approved unanimously.

1. **PEDA & MASSDOT EAST STREET EASEMENT**

Chair Matthews reviewed the background for the easements. There will be a mix of temporary and permanent easements. The board has had time to review the agreement.

Mr. Weigel noted that all the expenses will be reimbursed by the state.

Mr. Dalton asked about stormwater. Most of the stormwater will be going directly through Silver Lake and the detention basin. There will not be a significant change in the flow. Everything has been reviewed by all parties. They expect to start work in 2025.

Mr. Denmark made the motion:

VOTED: That Michael Matthews Chair of the Board of Directors for PEDA is authorized to execute documents to grant an easement relating to reconstruction of East Street in Pittsfield as noted herein:

1. The Commonwealth of Massachusetts Department of Transportation (“MDOT”) is undertaking reconstruction of East Street adjacent to the William Stanley Business Park. The project includes construction of a multiuse bike and pedestrian path along the side of East Street.

2. A portion of the new multi-use path will encroach on land owned by PEDA. A plan showing the area is attached. The MDOT requires both a temporary and permanent easement for access over the area shown on the plan.

3. The project includes changes in the drainage, and some will be redirected into the existing drainage basin in the William Stanley Business Park and some drainage will be discharged into Silver Lake.

4. The Board hereby delegates to Michael Matthews. the Chair of the Board of Directors authority to grant this roadway easement to the MDOT pursuant to the terms of the easement attached to this Vote.

5. Now therefore, pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws Michael Matthews Chair of the Board of Directors of PEDA, 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 PEDA.

**IV. EXECUTIVE SESSION**

Chair Matthews noted that as required by guidance regarding the open meeting law, he has determined that discussion in an open session regarding a possible transfer of property located on Site 9 in the William Stanley Business Park and on the adjacent Woodlawn Avenue property may have a detrimental effect on PEDA’s negotiating position; therefore, I move that we enter Executive Session at 8:45am.

WHEREAS the Board of Directors of the Pittsfield Economic Development Authority convened in open session; and

WHEREAS the Chairman has stated that he has determined that a discussion in Open Session regarding possible transfer of property located on Site 9 and on Woodlawn Avenue may have a detrimental effect on PEDA’s negotiating position, therefore, he moves to have the Board enter into Executive Session; and that after the Executive Session the Board will reconvene in Open Session.

NOW THEREFORE the Board hereby approves the motion to enter executive session by taking a roll call vote.

It was seconded by Mr. Denmark and was approved unanimously by a Roll Call vote.

The board came out of Executive Session at 9:15am.

Mr. Denmark made the motion:

WHEREAS, General Electric Corporation is agreeable to transfer of certain of its property located on Woodlawn Avenue to the Board of Directors subject to the terms of a Transfer Agreement, a copy of which has been presented to the Board and is attached to this Vote; and

WHEREAS, the proposed Transfer Agreement is hereby approved; and the execution of the Transfer Agreement by Michael Matthews, the Chair of the Board of Directors, is hereby authorized.

NOW THEREFORE, pursuant to the authority vested in the Board by Section 2.10 of the Bylaws, the Board hereby delegates its authority to Michael Matthews, Chair of the Board of Directors to execute and deliver to General Electric Corporation the Transfer Agreement, and such other agreements, certifications and documents as required in connection with the Transfer Agreement, all in such form and upon such terms and conditions as the Chair, in his sole discretion, shall deem necessary or appropriate to implement and effectuate the Transfer Agreement.

It was seconded by Mr. Dalton and was approved unanimously.

Mr. Denmark made the motion:

WHEREAS, the Board of Directors has received an offer from Mill Town Capital LLC regarding possible sale of certain parcels in Site 9 of the William Stanley Business Park and transfer of parcels on Woodlawn Avenue: and

WHEREAS, the Letter of Intent includes an agreement to enter into a purchase and sale agreement (the “Definitive Agreement”) the terms of which are still to be fully negotiated; and

WHEREAS, the proposed Letter of Intent, a copy of which has been presented to this meeting, is hereby approved; and the execution of the Letter of Intent by Michael Matthews, the Chair of the Board of Directors, is hereby approved; and

WHEREAS, Michael Matthews, as Chair of the Board of Directors, is hereby authorized to negotiate the final terms of the Definitive Agreement, and to execute the Definitive Agreement, subject to final approval by the Executive Committee of the Board of Directors.

NOW THEREFORE, pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws Michael Matthews Chair of the Board of Directors of PEDA, is authorized to perform such additional acts, and to execute and deliver the Letter of Intent and such other documents, instruments or agreements as may be necessary or appropriate to implement the foregoing in the name of and on behalf of PEDA.

It was seconded by Ms. Green and was approved unanimously.

**VII. ADJOURNMENT**

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

Submitted by Ted Kozlowski, Staff