**Board of Directors Meeting Notice**

**Pittsfield Economic Development Authority**

**February 13, 2025 @ 8:30am**

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

**Minutes**

1. **Administration**

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

**Members Present:**

Jonathan Denmark, Chair

Pamela Green

Leo Yantovsky

Rich Rowe

Michael Filpi

Maurice Callahan

Adam Rice

Paul Dalton

A quorum was present.

**Members Not Present:**

Krystle Blake

George Whaling

**Also Present:**

Michael Coakley, Executive Director

Mr. Filpi made the motion:

WHEREAS the Board of Directors of the Pittsfield Economic Development Authority met on December 18, 2024 at the Berkshire Innovation Center in Pittsfield, MA; and

WHEREAS the Board has reviewed the record of the meeting set forth in the December 18, 2024 Minutes.

NOW THEREFORE the Board hereby approves the December 18, 2024 Minutes.

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

**II. PEDA FINANCIAL REPORT**

Mr. Rice reviewed the financials. He’s been reviewing QuickBooks and doing various analyses of the numbers.

Mr. Callahan asked about the retainage for Site 9. Do we have a closeout date? Could we forecast it, and what’s the amount? The retainage is 5%, and it will probably be released in the next few months. We’re on budget and hopefully a little under budget.

Mr. Yantovsky made the motion:

WHEREAS the Board of Directors of the Pittsfield Economic Development Authority were provided with the Fourth Quarter Financial Report for PEDA; and

WHEREAS the Board has reviewed the 2024 Fourth Quarter Report, discussed any questions, and agrees with the proposed Report.

NOW THEREFORE, the Board hereby approves the Fourth Quarter Financial Report for 2024 attached to this Vote.

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

**III. PEDA BOARD Appointment**

Mr. Dalton reviewed the board appointments. He is pleased to announce Linda Clairmont was recently appointed to the board.

Ms. Green made the motion:

WHEREAS, by Order effective March 5, 2025, the Mayor of the City of Pittsfield, Peter M. Marchetti, reappointed the following members to the PEDA Board, and appointed Ms. Clairmont to the PEDA Board for the following terms:

|  |  |  |
| --- | --- | --- |
|  **Member** | **Date Appointed** | **Term Expires** |
| Pamela Green  | March 5, 2025 | March 5, 2027 |
| Michael Filpi | March 5, 2025 | March 5, 2027 |
| Krystle Blake | March 5, 2025 | March 5, 2027 |
| Paul W. Dalton | March 5, 2025 | March 5, 2026 |
| George Whaling | March 5, 2025 | March 5, 2026 |
| Leo Yantovsky | March 5, 2025 | March 5, 2026 |
| Richard Rowe | March 5, 2025 | March 5, 2026 |
| Linda Clairmont | March 5, 2025 | March 5, 2026 |
| Adam Rice | March 5, 2025 | March 5, 2027 |

WHEREAS, the appointed members are qualified to serve; and

NOW THEREFORE, the Board hereby affirms the appointments of board members for the terms set forth above, to serve until the qualification of their successor.

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

**IV. AMENDED ERE**

Mr. Coakley noted the Environmental Restrictions and Easements (ERE) need to be amended. Ms. Goodman and Ed Weigel are working on it and have sent a draft to DEP.

Mr. Rice made the motion:

The PEDA Executive Director is authorized to execute an Amended and Restated Grant of Environmental Restriction and Easement for the 19s Complex (now called Site 9) 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 purpose, PEDA is authorized under its Enabling Act to redevelop the parcels of land transferred to PEDA from the General Electric Company 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 Michael Coakley, the Interim 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 Amended and Restated Grant of Environmental Restriction and Easement for the 19s Complex and Michael Coakley is authorized to execute and perform any act necessary and appropriate to finalize, execute and record such amendment.”

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

 **V. PURCHASE & SALE AGREEMENT**

Mr. Coakley reviewed the agreement, based on the Letter of Intent signed with Mill Town. The vote authorizes Mr. Denmark to act on behalf of the board.

Mr. Rice made the motion:

WHEREAS, in August, 2024, the Board of Directors approved execution of a letter of intent (the “Letter of Intent”) with Mill Town Capital LLC regarding the sale of certain parcels in Site 9 of the William Stanley Business Park and the transfer of parcels on Woodlawn Avenue now owned by the General Electric Corporation; and

WHEREAS, the Letter of Intent included an agreement to enter into a purchase and sale agreement, the terms of have now been negotiated; and

WHEREAS, the proposed purchase and sale agreement fulfills the terms of the Letter of Intent.

NOW THEREFORE, pursuant to the authority vested in the Board by the Section 2.10 of the Bylaws Jonathan Denmark, Chair of the Board of Directors of PEDA, is authorized to execute the Purchase and Sale Agreement, and to perform such additional acts, and to execute and deliver the deed 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 Mr. Yantovsky and was approved unanimously.

**VI. SITE 9 AND 100 WOODLAWN AVE UPDATE**

Mr. Coakley noted the P&S Agreement is still working. The project is about 90% done. There was a GE sewer easement that was amended and recorded. They are still working on the ANR. The draft ERE has been sent to DEP. The Woodlawn deed transfer needs some edits. They are waiting on the final As-Built survey; SLR needs to make some edits and will send final construction documents. They hope to be a few weeks away. The two roads will be turned over to the city once the transfer and sale are done.

**VII. OTHER BUSINESS**

The next meeting will be May. An April meeting will be TBD.

**VIII.** **ADJOURNMENT**

Ms. Green made a motion to adjourn at 9:20; it was seconded by Mr. Rice and was approved unanimously.

Submitted by Ted Kozlowski, Staff