

**MASSACHUSETTS DEVELOPMENT FINANCE AGENCY**

**Meeting of the Board of Directors  
(Hybrid meeting: In person and by Remote Participation)  
Thursday, March 10, 2022  
10:00 a.m.**

**MINUTES**

**DIRECTORS PRESENT:** Ashley Stolba, Assistant Secretary of Housing & Economic Development, Acting Chair  
Gary Campbell  
Joan Corey  
Francesca Maltese  
Juan Carlos Morales  
Kristina Spillane  
Ellen Zane

**DIRECTORS ABSENT:** Brian Kavogian, Vice Chair  
Mark Attia, Designee for Secretary of Administration & Finance  
James Chisholm

**Agency Staff:** Dan Rivera, President and CEO  
Theresa Park, SEVP and Deputy Director  
Simon Gerlin, Chief Financial Officer  
Ricks Frazier, General Counsel and Secretary  
Laura Canter, EVP, Finance Programs  
Tania Hartford, Interim EVP, Real Estate  
Jessica Strunkin, EVP, Devens  
Marcos Marrero, EVP, Community Development  
Victoria Stratton, Recording Secretary  
Rob Anderson  
Hillary Andrews  
Roy Angel  
Kelly Arvidson  
David Bancroft  
Naomi Baruch  
Mika Brewer  
Jeff Buckley  
Sean Calnan  
Frank Canning  
Rob Carley  
Onix Castro  
Steve Chilton

*Approved:  
April 14, 2022*

Jen Cohen  
Sheri Corbeil  
Julie Cowan  
Meg Delorier  
Brenda Doherty  
Carol Edwards  
Kathryn Fraser  
Margaret Gabriel  
Mike Galligan  
Amanda Gregoire  
Joe Grivers  
Roy Herzig  
Erikk Hokenson  
Tonya Ingram  
Amie Jaiteh  
Michael Ray Jefferies  
Brett Kimball  
Connie Kirby  
Nivi Kumari  
Orlando Lewis  
Alejandro Lopez  
Sydney Ly  
John Marc-Aurele  
Shyla Matthews  
Marianna McCormick  
Shane Melone  
Mike Mitchell  
Matthew Mogavero  
Jim Moore  
Dan Morais  
Lillian Muñoz  
Ben Murphy  
Leigh Natola  
Jan Nuzzolo  
Ivette Olmeda  
Claire O'Neill  
Jay Pateakos  
Tom Pope  
Annabelle Rondon  
Kelsey Schiller  
Robert Seega  
Pedro Soto  
Joseph St. Pierre  
Ed Starzec  
Rebecca Sullivan

*Approved:  
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Cyndy Tonucci  
Eleni Varitimos  
Shanta Vaughan  
Larry Wang  
Benny Wong

Guests: Frank Holmes  
Scott Krause  
James Townsend, Lt. Col., U.S. Air Force, Deputy Chief,  
Force Protection Division  
Nick Wasinger, C-sUAS Lead Engineer, U.S. Air Force

A Meeting of the Board of Directors of Massachusetts Development Finance Agency (“MassDevelopment” or the “Agency”) was held Thursday, March 10, 2022, by Remote Participation, as well as in person (See Secretary’s Note, below), pursuant to notice duly given.

The Acting Chair welcomed everyone and, confirming the presence of a quorum in the room and/or on the videoconference, she called the meeting to order at 10:00 a.m. She asked if there were any guests present and there were those identified.

*[Secretary’s Note: It was noted that this Board meeting was taking place in person, as well as remotely – via zoom videoconference – pursuant to Section 20 of Chapter 20 of the Acts of 2021 Extending Certain COVID-19 Measures Adopted During the State of Emergency, as amended by Section 7 of Chapter 22 of the Acts of 2022, as well as the Agency’s Remote Participation Policy. Access codes for general public use were included in the Public Notice for this meeting.]*

## **MINUTES**

### **1. VOTE – Meeting Minutes (February 10, 2022)**

The Acting Chair asked if there were any comments on the draft revised minutes of the February 10, 2022 Board meeting, and there were none. She asked for a vote to approve these minutes and, upon motion duly made and seconded, by a roll call of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves the revised minutes of its February 10, 2022 Board meeting, which are attached and made a part of the minutes of this meeting.

## **2. VOTE – Executive Session Meeting Minutes (February 10, 2022)**

The Acting Chair stated that if there are any comments on the draft Executive Session minutes of the February 10, 2022 Board meeting, they must be discussed in Executive Session. There were no comments. She asked for a vote to approve these minutes and, upon motion duly made and seconded, by a roll call of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves the Executive Session minutes of its February 10, 2022 Board meeting, which are attached and made a part of the minutes of this meeting.

### **PRESIDENT / CEO REPORT**

Mr. Rivera reported that the FY2023 budget season at MassDevelopment has begun. In addition to working with the Massachusetts Executive Office of Housing & Economic Development (“HED”) on the creation of a new program to be funded through the State Small Business Credit Initiative, the Agency is also coordinating with HED on the upcoming Community One Stop for Growth program solicitation round.

Mr. Rivera advised that he joined Secy. Kennealy for the announcement of 13 new Transformative Development Initiative, or TDI, Districts (approved by this Board last month), which will result in a \$23 million investment in communities all across the Commonwealth. He met with the Chairs of the Housing Committees in both the Massachusetts House and Senate; he also met with residents of Fitchburg to discuss ways to create housing incentives in that City. Meanwhile, the State Piers continue to be active, as the Agency sees shipping traffic returning and begins negotiating an extension of its management agreement with the Department of Conservation and Recreation. Staff is considering issuing a Request for Proposals (“RFP”) for development opportunities at the New Bedford State Pier. In addition, a Request for Qualifications for House Doctor contracts will be posted by the Real Estate Division on March 14.

Internally, Mr. Rivera reported that staff resumed a hybrid return-to-work on February 14. The members of the Agency’s Diversity / Equity / Inclusion Cultural Council were announced and the Council’s first meeting will take place tomorrow, co-chaired by Sean Calnan and Theresa Park. On February 16, staff participated in a viewing of the documentary, “Jubilee, Juneteenth & the Thirteenth,” followed by a lively and informative conversation with the writer / director / producer of the film.

Mr. Rivera stated that an active recruiting program for vacant positions at MassDevelopment is going on, and Human Resources is always looking for personal referrals. He noted that the Agency has not been immune to the impact of what is being called “the great resignation.” Mr. Rivera advised that everyone is doing extra work and picking up the slack and, for this, he noted his appreciation and thanks.

**3. Employee Introduction(s).** Mr. Rivera advised of the following new hires: Pedro Soto, Creative Economy Senior Fellow; Maggie Gabriel, Devens Firefighter; and Nery Vega, Senior Accountant, who each made brief comments. He then commended long-time employee – Shelly Testa, Administrative Assistant Public Safety (11 yrs.).

### GENERAL

• **VOTE – Re-Appointment of Vice Chairperson of the MassDevelopment Board**

With no discussion and without opposition, the Acting Chair asked for a vote to approve the reappointment of Brian Kavogian as Vice Chair of this Board – a position he has held since 2016 – and, upon motion duly made and seconded, by a roll call of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves the reappointment of Brian Kavogian as Vice Chair of the MassDevelopment Board of Directors.

**4. FY2021 Annual Report on MassDevelopment’s Diverse Business Enterprises (“DBE”) Program.** Pointing out that this is the fourth year of such reporting, Ms. Park advised that MassDevelopment spent just over \$16.3 million on all vendors in FY2021, of which, roughly \$814,000, or 5 percent, were determined to be certified DBEs (meaning those companies and organizations that have obtained certification through the Massachusetts Supplier Diversity Office (“SDO”). She noted, however, that when non-certified DBE vendors and subcontractors are factored in, that number increases to 11.1 percent. She stated that the Agency is looking carefully at how it selects its vendors and is encouraging eligible businesses to become SDO certified.

**5. – VOTE – Contract for Owners’ Project Manager Services related to the Selection and Implementation of Agency Enterprise Resources Planning System**

Mr. Gerlin described this request for authority to enter into a contact for the assessment and implementation of an Agency-wide Enterprise Resource Planning (“ERP”) solution with the understanding that a separate contract for the ERP system itself will be required. Having identified the municipal ERP system by Tyler Technologies, Inc., as the Agency’s optimal software solution, Mr. Gerlin stated that an RFP resulted in three responses and interviews were conducted with each respondent. He said this endeavor will be expensive, but the Agency will take advantage of an experienced staff member, Karen Carvalho, who has been with MassDevelopment for almost 24 years, to reduce costs. Mr. Rivera added that this expenditure follows a recommendation in the recent BlumShapiro Report for I.T. infrastructure and will consolidate 6 or 7 different software programs and databases into 1, through an integrated process. The Acting Chair asked for a vote and, upon motion duly made and seconded, by a roll call of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment authorizes the Agency to enter into a contact to advise on the assessment and implementation of an ERP solution, as outlined in the memorandum and vote dated March 10, 2022, which are attached and made a part of the minutes of this meeting.

### **BOND TRANSACTIONS**

**6. Bond Detail Memorandum.** For informational purposes, the Bond Memorandum is attached and made a part of the minutes of this meeting. Mr. Chilton provided a brief summary, noting no changes to the March Board materials.

The Acting Chair then advised that the Board would vote on the approval and findings for the matters in Tabs 7 through 12, to be considered following the opportunity for discussion, pursuant to Section 8 of Chapter 23G of the General Laws, as amended.

### **Bonds: Official Action Approvals**

#### **Official Action Project without Volume Cap Request**

7. Upon motion duly made and seconded, by a roll call vote of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves and adopts the resolution that is attached and made a part of these minutes regarding:

a project of New Heights Charter School of Brockton, in Brockton, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$6,732,000.

### **Bonds: Final Approvals**

#### **Final Approval Projects without Volume Cap Requests**

8. Upon motion duly made and seconded, by a roll call vote of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves and adopts the Official Action / Final Approval (“OA/FA”) resolution that is attached and made a part of these minutes regarding:

a project of the Lifeworks, Inc., in numerous Massachusetts cities and towns, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$7,500,000.

9. Upon motion duly made and seconded, by a roll call vote of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves and adopts the OA/FA resolution that is attached and made a part of these minutes regarding:

a project of Concord Academy, in Concord, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$7,000,000.

10. Upon motion duly made and seconded, by a roll call vote of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves and adopts the OA/FA resolution that is attached and made a part of these minutes regarding:

a project of The Children's Center for Communication, Inc., in Beverly, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$4,776,000.

11. Upon motion duly made and seconded, by a roll call vote of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves and adopts the resolution that is attached and made a part of these minutes regarding:

a project of Cape Cod Young Men's Christian Association, Inc., in Sandwich and West Barnstable, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$3,800,000.

### **Final Approval Project with Volume Cap Request**

12. Upon motion duly made and seconded, by a roll call vote of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves and adopts the revised resolution that is attached and made a part of these minutes regarding:

a project of Caleb Mohawk Limited Partnership, in North Adams, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such affordable housing project in an amount not to exceed \$15,666,800.

## **STANDING BOARD COMMITTEE REPORTS**

It was reported that neither the Origination & Credit Committee nor the Real Estate Development & Operations Committee met this month.

### **Real Estate and Devens**

#### **13. – VOTE – Devens – Wastewater Treatment Plant – Screening Building Upgrade – Award of General Contractor Contract**

Mr. Moore described this request for approval to enter into a General Contractor contract for needed upgrades to the 22 year old screening building at the Devens wastewater treatment plant to greatly improve the functions of the building. He was pleased to note that the project will be using three SDO-certified subcontractors. The Acting Chair asked for a vote and, upon motion duly made and seconded, by a roll call of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment authorizes the Agency to enter into the requested General Contractor contract, as outlined in the memorandum and vote dated March 10, 2022, which are attached and made a part of the minutes of this meeting.

### **Community Development**

#### **14. – VOTE – Transformative Development Initiative – TDI Equity Grant Recommendation for Redevelopment of 759-769 Main Street, Fitchburg**

Ms. Rondon described this request to approve a \$315,175 grant from the TDI Equity Investments Fund to help redevelop this vacant, highly visible downtown property into a mixed-use building with four market rate apartments above a commercial space for a café or similar use. She reviewed the background of the TDI Equity Investments program, including the process for application, vetting and selecting projects. She then went through this property's history, commenting that it was built in 1945 and that the second floor has been vacant for longer than anyone can remember. She advised that the developers are committed to the project; they hold title to the property and have already invested \$365,000 of personal funds. Located adjacent to the Theatre Block site, it is hoped that the redevelopment of this property will boost additional redevelopment in the community. The Acting Chair asked for a vote and, upon motion duly made and seconded, by a roll call of the directors present and/or on the videoconference, it was, unanimously

**VOTED:** that the Board of Directors of MassDevelopment approves the TDI Equity Grant award for the proposed purchase of 759-769 Main Street, Fitchburg, as outlined in the memorandum and revised vote dated March 10, 2022, which are attached and made a part of the minutes of this meeting.



## **QUARTERLY REPORTS**

**15. Quarterly Community Development Division Update.** For informational purposes, the Quarterly Community Development Update is attached and made a part of the minutes of this meeting. Mr. Marrero stated that it has been one year since his onboarding with MassDevelopment and the beginning of the Community Development Division to bolster communities across the Commonwealth. Explaining that the Agency’s various programs work synergistically, Mr. Marrero said he hopes the impact of the CD Division will grow beyond TDI Districts and Gateway Cities. Regional workplans for staff are being developed, and strengths and weaknesses are being documented.

Mr. Marrero reminded everyone of the Agency’s new, data-driven Universal Intake Form that captures key information Agency-wide, noting the Form has been in use for a full quarter now. In addition, the Agency launched a new Regional Analysis of Property Transactions on Record, or RAPTOR, initiative to collect and analyze real estate transactions across Massachusetts. This will allow staff to identify opportunities for Agency assistance more quickly. Finally, Mr. Marrero advised that the Commonwealth’s One Stop for Growth program has come through one full cycle and the CD Division will be working with HED to integrate the Agency’s Commonwealth Places Program into One Stop.

**16. Devens Quarterly Update.** For informational purposes, the Devens Quarterly Update is attached and made a part of the minutes of this meeting. Ms. Strunkin introduced Lt. Col. James Townsend and Nick Wasinger from the U.S. Air Force. Lt. Col. Townsend explained how the nation’s security forces develop the technology needed to support its troops through such endeavors as the partnership with MassDevelopment and the use of Moore Field, specifically. He then introduced Mr. Wasinger for a presentation on Unmanned Aircraft Systems (“UAS”). Mr. Wasinger described how his unit designed, built, and maintains the U.S. Air Force’s Medusa weapons system. He explained that industry partners play a big part of the Air Force’s business, describing the ability to test and practice with technologies like UAS as “vital.” Advising that a pre-deployment training exercise is taking place now at Ft. Devens and another is scheduled for next week, Mr. Wasinger called the former Moore Army Air Field an ideal space for these endeavors. He said MassDevelopment provides the infrastructure so that the Air Force can focus on its mission. He also mentioned the Air Force’s relationship with the Massachusetts State Police, calling it a great partnership. As a result of combining the testing at Moore Field with Shepley Hill and at Ft. Devens South Base, the Air Force has been able make upgrades to power and communication systems which have resulted in energy savings of 77 percent. The data gleaned are also valuable to the Commonwealth. In fact, the AFLCMC/HBUC unit is working with MassDOT on a system for Logan Airport. Mr. Wasinger concluded by confirming that Massachusetts attracts the best and brightest and he noted that, ironically, his unit uses drones to help it do its job, which is to defeat attacks by drones.

Ms. Strunkin thanked Lt. Col. Townsend and Mr. Wasinger, noting this partnership took 18 months to finalize and observing that it will not only bring long term benefits to all parties, but also revenues to support Devens operations. She was proud of Devens' working partnerships for multi purposes, noting that staff is near to finalizing the Memorandum of Agreement with the State Police for its continued use of Moore Field.

In other Devens news, Ms. Strunkin informed of new hires in the Devens Fire Department and advised that staff is in the midst of Collective Bargaining Agreement negotiations with the Local S-19 Firefighters Union. The Devens Jurisdiction Framework Committee met on March 9 and the focus of discussion was a possible consultant to advise on the ultimate future of the Devens Regional Enterprise Zone, or DREZ. Ms. Strunkin reminded everyone of the six stakeholders (Harvard; Ayer; Shirley; the Devens Enterprise Commission; MassDevelopment; and a small group consisting of one Devens resident and representatives of two Devens businesses – Bristol-Myers Squibb and Little Leaf Farms), and recalled that there is no prescribed outcome for what the DREZ will look like after 2033. She stated that the legislative co-Chairs of the local Housing Commission toured Devens recently. Ms. Strunkin said she visited recently with Northrop Group and attended a topping off ceremony at Commonwealth Fusion Systems; she reported lots of activity at KSP/Pathway. Finally, Ms. Strunkin announced the return of the Devens shuttle, which pivoted to an on-call basis during the pandemic.

### **INFORMATIONAL ITEMS**

**17. Community Investment – Delegated Authority Report (as of February 22, 2022).** For informational purposes only, the Delegated Authority report for the Community Investment Department is attached and made a part of the minutes of this meeting. There was no discussion of this Report.

**18. Approved Minutes of Brownfield Advisory Group meeting (October 19, 2021).** For informational purposes only, the approved minutes of the October 19, 2021 Brownfields Advisory Group meeting are attached and made a part of the minutes of this meeting. There was no discussion of this item.

**19. Lending – Delegated Authority Report for Loan Approvals (January 2022).** For informational purposes only, the Delegated Authority Report regarding Loan Approvals is attached and made a part of the minutes of this meeting. There was no discussion of this report.

**20. Media Report (February 2022).** For informational purposes only, the Selected Press Clips, Media Report, and Web Statistics for the previous month are attached and made a part of the minutes of this meeting. No discussion of these items took place.

**MISCELLANEOUS: OLD BUSINESS / NEW BUSINESS**

The Acting Chair asked if there was any new or old business to consider, and there was none.

*[Secretary's Note: At this time in the meeting the Acting Chair asked for one roll call vote, upon motion duly made and seconded, to approve the following: the minutes (Tabs 1 and 2); the reappointment of Mr. Kavoojian as Vice Chairperson; the ERP contract (Tab 5); the bond transactions (Tabs 7 through 12); the Devens contract (Tab 13); and the TDI grant award (Tab 14). Accordingly, all items were approved as indicated above.]*

**EXECUTIVE SESSION**

**21. VOTE – Grafton – Proposed Sale of 124 Westboro Road**

Due to components involving valuation of real property in Grafton, Massachusetts, and potential purchase and lease terms, the discussion of this item occurred in Executive Session.

**22. VOTE – Northampton – Proposed Sale of Lot 12B, Earl Street**

Due to components involving valuation of real property in Northampton, Massachusetts, and potential purchase and lease terms, the discussion of this item occurred in Executive Session.

**23. VOTE – Selection of Real Estate Broker**

Due to components involving valuation of real property in Springfield, Massachusetts, and potential purchase and lease terms, the discussion of this item occurred in Executive Session.

- **Potential Litigation Update**

The discussion of this item occurred in Executive Session.

The Board Secretary advised, at 11:10 a.m., that, pursuant to Mass. General Laws Chapter 23G, Section 2(1), and Chapter 30A, Sections 21 & 22, the Board of Directors of MassDevelopment was going into Executive Session, following a roll call vote, which was taken and unanimously voted in favor, to discuss (i) matters involving valuation of real property in Grafton, Northampton, and Springfield, Massachusetts, and potential purchase and lease terms, and (ii) a potential litigation matter, the discussion of any of which in Open Session may have a detrimental effect on the negotiating position(s) of the Agency. The

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Board Secretary instructed all persons who are not Board members or staff involved in these matters to leave the room and/or the videoconference. He noted that the Board will not reconvene in Open Session following Executive Session.

*[Executive Session held]*

There being no further discussion or business before the Board of MassDevelopment, the Board Meeting *and* its Executive Session were adjourned in Executive Session at 11:32 a.m.