



Executive Minutes Accepted/Released 2024/2025 (5/21/24 - 3/11/25)

- 1. Executive Minutes Accepted/Released 2024/2025 (5/21/21 - 3/11/25);
May 21, 2024; July 23, 2024; August 13, 2024; September 10, 2024;
September 24, 2024; October 29, 2024; November 26, 2024; March 4,
2025; And March 11, 2025.**

Documents:

[2024 MAY 21 EX SESSION MINUTES.PDF](#)
[2024 JULY 23 EX SESSION MINUTES.PDF](#)
[2024 AUGUST 13 EX SESSION MINUTES \(2\).PDF](#)
[2024 SEPTEMBER 10 EX SESSION MINUTES.PDF](#)
[2024 SEPTEMBER 24 EX SESSION MINUTES.PDF](#)
[2024 OCTOBER 29 EX SESSION MINUTES.PDF](#)
[2024 NOVEMBER 26 EX SESSION MINUTES.PDF](#)
[2025 MARCH 4 EX SESSION MINUTES.PDF](#)
[2025 MARCH 11 EX SESSION MINUTES.PDF](#)

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY MAY 21, 2024
TIME 8:30 PM**

Roll Call 11 present.

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Asst. City Solicitor Tim French, Melissa Desroches (Manager's Office), Shawn Machado (Asst. City Mgr.), Conor Baldwin (CFO), Camilo Espitia (DPD) and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Ms. Baez-Rose provided history of the Hamilton Canal District noting prior developers, including Trinity, Winn and the current developer Lupoli. Ms. Baez-Rose outlined what City has done to attract developers to the project and commented on current LDA with Lupoli Companies outlining different parcels and phases involved with the agreement. Ms. Baez-Rose noted that Lupoli Companies have presented request for changes to the agreement due to market conditions they are facing, which include removing tower element of the site, extended deadlines, combining parcels, covered parking and code changes. Ms. Baez-Rose indicated if you change the code, you must change the LDA. C. Mercier noted the vast changes to the site and was not pleased with the developers as she feels they were not being trustworthy. C. Mercier noted that the developer did not request any changes to developments in other communities and was trying to take advantage of the City. Ms. Baez-Rose indicated the vast amount of money the City has invested in infrastructure and commented on the proposed changes which called for shorter but wider development. Mr. Espitia commented on the changes to parking along with other elements of the changes. Manager Golden, Jr. outlined the parameters of the current negotiations with Lupoli. C. Scott recognized a trust issue with Lupoli and that new contract would change the LDA. C. Mercier questioned scenario if the City retained ownership of the parcels. C. Gitschier noted company was in violation of LDA and that they should be put on notice immediately of the fact. Ms. Baez-Rose noted that there has been

no notice of default sent to Lupoli at this point in time. City Solicitor William commented on possible default and what a notice of that would trigger in terms of contract language indicating that such notice could delay project for several years. City Solicitor Williams noted that if the City were to redeem the property that it would come with any mortgages the developers has placed on them since transfer. C. Descoteaux commented on third party review of the current situation with development. Manager Golden, Jr. commented on the study regarding the financials of the development and indicated that report would support the developers concerns. C. Robinson was not pleased with the current situation and indicated that the City should separate from the developer if won't adhere to current contract. Mr. Espitia commented on the tower proposal set out at the beginning of the project and the reasoning behind it. Manager Golden, Jr. noted that Lupoli needs this development to financially support the newly constructed parking garage and further commented on potential link with LINC Project from UMass-Lowell. C. Nuon commented on the violation of the LDA that needs to be resolved. C. Leahy noted that the project is over 40 years and that something needs to be done. C. Yem recognized the increase costs and the challenges of the development, but solution is not litigation but could be resolved with changes to the LDA. C. Chau recognized trust issues with partner, but the solution is changing the LDA with input from Council to get a better deal for the City. C. Jenness voiced his concerns indicating that this is no where close to the original proposal which indicated a mixed-use friendly neighborhood. C. Jenness indicated he would be fine with changes, but the mixed-use livable street scape must be included. C. Descoteaux noted the importance of bringing LINC into the development and that credence should be given to the third-party report by the City moving forward. Atty. Williams indicated that if it is the will of the body to change the LDA then notice of default is not the best way to approach that and if not interested in changes, then notice of default should be issued.

Motion by C. Gitschier, seconded by C. Robinson to request City Manager send Notice of Default to Lupoli Companies (Developer) regarding violation of the LDA within the Hamilton Canal District. Defeated per Roll Call vote 4 yeas, 7 nays (C. Chau, C. Descoteaux, C. Jenness, C. Leahy, C. Mercier, M. Rourke, C. Yem). So voted. M. Rourke indicated that there should be no tax break to developer if changes are made. Ms. Baez-Rose noted that there must be some changes to code to move with project and that there is prior indication that the City would do that. Atty. William noted possible reliance argument regarding that prospect. Ms. Baez-Rose noted that in the world of planning changes are constantly made to adapt to outside influences. C. Jenness noted that Lupoli Companies signed a contract and that there should be some accountability with that. **Motion** by C. Jenness, seconded by C. Descoteaux to have City Manager negotiate with Lupoli Companies regarding changes to the LDA to resolve outstanding issue in the best interest of the City. Adopted per Roll Call vote 9 yeas, 2 nays (C. Gitschier, C.

Robinson). So voted. C. Mercier noted negotiations need to be specific to City needs. M. Rourke noted the need for tax breaks to be discussed.

Motion to Adjourn by C. Mercier, seconded by C. Nuon. So voted

Adjourned at 9:40 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY JULY 23, 2024
TIME 9:55 PM**

Roll Call 9 present, 1 absent (C. Jenness).

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Shawn Machado (Asst. City Mgr.), Conor Baldwin (CFO), and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Solicitor Williams outlined a recent Open Meeting Law violation and requested permission to answer same on behalf of the body. **Motion** by C. Robinson, seconded by C. Gitschier to allow City Solicitor respond to the complaint regarding an alleged open meeting violation. Adopted per Roll Call vote 9 yeas, 1 recuse (C. Jenness). So voted. C. Jenness was not present during this portion of the Executive Session due to conflict. C. Jenness entered room after discussion had ended and the second agenda item was put before the body. C. Jenness was present in the session at 10:00 PM.

Manager Golden, Jr. Commented on the current situation with Lupoli Companies in the Hamilton Canal District. Brian Golden (Keegan & Werlin, LLP) and John Keily (Hawthorne Partners), consultants for the City, reviewed the financials and the proposal of the Lupoli Companies and reported to Council their opinion regarding recent offering of Lupoli. Mr. Golden noted that a steel high rise in this economy is not sustainable due to cost of labor and materials as well as interest rates. Mr. Keily commented on the history of the project and the effect of pandemic on construction and available office space. C. Robinson commented on forecasting costs and the interest rate. C. Descoteaux noted that there would not be a steel building there and that the developers would still be looking for tax breaks. Ms. Baez-Rose noted the request for a TIE incentive. Mr. Golden noted only sense for this deal is a tax

incentive. C. Yem questioned the length of a TIE incentive noting the less time the better. Mr. Keily noted that is negotiable. C. Jenness commented on surrounding communities use of tax incentives on projects. C. Robinson commented on other cities' projects. Manager Golden, Jr. Noted the information from these consultants was valuable to fully understand and review the project changes. C. Jenness questioned the commitment of the developer and of a possible default situation. Solicitor Williams indicated the City consent to entertain changes would be beneficial in any possible litigation. Manager Golden, Jr. commented on the tax incentives for market rate housing. M. Rourke suggested that City request what they and move forward with negotiation. **Motion** by C. Descoteaux, seconded by C. Mercier to have City Manager continue negotiations with Lupoli with presentation of plan developed by the City. Adopted per Roll Call vote 8 yeas 2 nays (C. Gitschier, C. Robinson). So voted.

Motion to Adjourn by C. Nuon, seconded by C. Yem. So voted

Adjourned at 10:45 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY AUGUST 13, 2024
TIME 9:20 PM**

Roll Call 9 present, 2 absent (C. Jenness, C. Scott).

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), Conor Baldwin (CFO), Asst. City Solicitor Garrett Beaulieu and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Asst. Solicitor Beaulieu outlined a recent Open Meeting Law violation and requested permission to answer same on behalf of the body. **Motion** by C. Robinson, seconded by C. Descoteaux to allow City Solicitor respond to the complaint regarding an alleged open meeting violation. Adopted per Roll Call vote 9 yeas, 2 absent (C. Jenness, C. Scott). So voted.

Motion to Adjourn by C. Mercier, seconded by M. Rourke. So voted

Adjourned at 9:25 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY SEPTEMBER 10, 2024
TIME 8:45 PM**

Roll Call 11 present.

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Shawn Machado (Asst. City Mgr.), Conor Baldwin (CFO), and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Manager Golden, Jr. noted his objective was to protect the City from litigation and outlined the proposals by the City in response to Lupoli claims and that the presentation before Council tonight was lackluster at best. Manager Golden, Jr. indicated that the City was not in a position to do a 20-year tax agreement with them but 15 would be preferable. Solicitor Williams noted that the City has shown good faith in their response to Lupoli and that the counter proposal was never responded to. **Motion** by C. Gitschier, second by C. Robinson to terminate agreement with Lupoli if the terms of the original LDA are not complied with. There was discussion regarding original proposal and subsequent ones put forth by Lupoli, along with the response of the City. C. Jenness noted that there is only one signed LDA. C. Descoteaux noted that steel construction is out and questioned the return on investment with the property. C. Nuon noted only one agreement. Solicitor Williams noted scenarios which could be either issue a default letter or have a mutual parting of the ways. Manager Golden, Jr. suggested a final letter with tight deadline for Lupoli to respond to City counter proposal. C. Gitschier withdrew his original motion without objection. **Motion** by C. Gitschier, seconded by C. Robinson to instruct City Solicitor forward letter to Lupoli with a demand to respond to counter proposal within a 10-day period of receipt. Adopted per Roll Call vote, 11 yeas. So voted.

Motion to Adjourn by C. Nuon, seconded by C. Yem. So voted

Adjourned at 9:00 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY SEPTEMBER 24, 2024
TIME 9:08 PM**

Roll Call 10 present, 1 absent (M. Rourke).

Vice Chair Yem presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Shawn Machado (Asst. City Mgr.), Conor Baldwin (CFO), and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by Vice Chair Yem in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Manager Golden, Jr. Informed the Council of the prospect of purchasing the Align Credit Union on Market Street for use by the City. The Manager described the structure and how it would benefit operations within the City in terms of moving departments from City Hall to alleviate serious space issues within the City Hall. C. Jenness questioned the financials on the deal. Mr. Baldwin outlined the financial structure of the possible purchase and what the building currently yields in taxes (\$59,000 per year). C. Scott questioned use of the old Freshman Academy. C. Descoteaux commented on the use of that building for school purposes. C. Gitschier noted that the HHS department was in a lease for a ten-year period. Mr. Baldwin noted that any purchase by the City would have to go through the RFP process. C. Chau noted preference for City ownership of buildings. C. Scott commented that they should develop a master plan for municipal uses of buildings. **Motion** by C. Chau, seconded by C. Jenness to have City Manager move forward with due diligence regarding purchase of the Align Credit Union building in terms of entering into a purchase and sales agreement to be approved by Council. Adopted per Roll Call vote 10 yeas, 1 absent (M. Rourke). So voted.

Ms. Baez-Rose opened second item on agenda regarding continued negotiations with Lupoli Companies. Ms. Baez-Rose outlined the terms being negotiated in a back-and-forth manner indicating the terms each party had proposed and the responses to those terms, noting that the

parties have not reached an agreement. Some terms included in the negotiations were length of tax benefit, square footage, commercial use, milestones and timeline of construction.

Motion by C. Gitschier, seconded by C. Robinson to request City Manager terminate and default current contract with Lupoli. After lengthy discussion C. Gitschier withdrew motion without objection. Atty. Williams outlined consequences of termination and default indicating time frames that would result. C. Chau indicated the need to put the City in the best position possible. Atty. Williams noted the best approach was to explore possibility to resolve matter amicably between the parties before any default. C. Descoteaux commented on extended time frames due to default. Manager noted best effort should be made to dissolve matter amicably before default. C. Belanger noted that final ultimatum should be put before Lupoli Companies. C. Mercier noted best approach would be resolve amicably. C. Gitschier wanted fairness in the process and that 30-day period to try and resolve or dissolve the matter is fine and withdrew the motion. C. Chau noted his time concerns with a default. Manager outlined the final terms before Lupoli Companies and noted if not accepted they would attempt to resolve matter between the parties. C. Descoteaux noted no changes should be made and then attempt to settle the matter. C. Gitschier noted that the parties would not come to an agreement so an attempt to be made to settle is proper. C. Scott noted there is a current contract in place.

Motion by C. Chau, seconded by C. Jenness to request City Manager put forth the best and final offer to Lupoli Companies for acceptance and if rejected then attempt to resolve issues between the parties amicably short of issuing a default. Adopted per Roll Call vote 6 yeas, 4 nays (C. Gitschier, C. Nuon, C. Robinson, C. Scott), 1 absent (M. Rourke). So voted. C. Scott originally put forth this motion then withdrew same.

Motion to Adjourn by C. Mercier, seconded by C. Jenness. So voted

Adjourned at 9:55 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
CITY COUNCIL CHAMBER
TUESDAY OCTOBER 29, 2024
TIME 8:53 PM**

Roll Call 9 present, 2 absent (C. Descoteaux, C. Jenness).

M. Rourke presiding.

Others Present: Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Shawn Machado (Asst. City Mgr.), Conor Baldwin (CFO), and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Ms. Baez-Rose outlined the response of Lupoli Companies regarding the letter regarding the development in the Hamilton Canal. Ms. Baez-Rose indicated that Lupoli Companies were willing to negotiate but would not accept any offers from the letter. Atty. Williams indicated that the response was prepared by a law firm and that Lupoli Companies made no movement to resolving matters. **Motion** by C. Gitschier, seconded by C. Scott to send default of contract letter to Lupoli Companies regarding development in the Hamilton Canal. Adopted per Roll Call vote 9 yeas, 2 absent (C. Descoteaux, C. Jenness). So voted.

Motion to Adjourn by C. Yem, seconded by C. Robinson. So voted

Adjourned at 9:10 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY NOVEMBER 26, 2024
TIME 7:30 PM**

Roll Call 8 present (C. Belanger, C. Chau, C. Descoteaux, C. Gitschier, C. Mercier, M. Rourke, C. Scott, C. Yem), 3 absent (C. Jenness, C. Nuon, C. Robinson).

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Shawn Machado (Asst. City Mgr.), Conor Baldwin (CFO) and Yovani Baez-Rose (DPD),

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

City Solicitor Williams provided update regarding an open meeting complaint against the Council from Laura Ortiz. **Motion** by C. Mercier, seconded by C. Yem to allow City Solicitor to represent the body and file response. Adopted per Roll Call vote 8 yeas (C. Belanger, C. Chau, C. Descoteaux, C. Gitschier, C. Mercier, M. Rourke, C. Scott, C. Yem), 3 absent (C. Jenness, C. Nuon, C. Robinson). So voted.

Motion to Adjourn by C. Mercier, seconded by C. Yem. So voted

Adjourned at 7:35 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY MARCH 4, 2025
TIME 9:10 PM**

Roll Call 10 present (C. Belanger, C. Chau, C. Descoteaux, C. Gitschier, C. Jenness, C. Mercier, C. Robinson, M. Rourke, C. Scott, C. Yem), 1 absent (C. Nuon).

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Conor Baldwin (CFO), Shawn Machado (Asst. City Mgr.) and Camilo Espitata (DPD).

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Manager Golden, Jr. outlined the continued negotiations with Lupoli Companies regarding LDA agreement and indicated progress being made and that timelines are shrinking, and the hope is to avoid litigation. Atty. Williams indicated that major shift in the LDA would be the setting of milestones for the project. Manager noted that upgraded LDA format will benefit the City in the future. C. Descoteaux noted possible transaction fee. Manager noted that would be viewed as penalty for nonperformance. C. Yem questioned current parties. Manager noted that Lupoli would be selling his interest. Mr. Espitata noted the major change would be use of milestones. C. Gitschier noted that there were three parties involved, and that the City should hold to the agreement. Atty. Williams noted City offered to buy property back. Manager noted the City was looking to build not litigate. C. Robinson noted litigation could benefit as other parcels would be developed during that time and the risk was worth it. M. Rourke noted negotiations should continue and no need for any action at this point. C. Scott commented on upgrade to LDA. C. Robinson noted the need protect large scale developments.

Motion to Adjourn by C. Chau, seconded by C. Yem. So voted

Adjourned at 9:30 PM.

Michael Q. Geary
City Clerk

**IN CITY COUNCIL
EXECUTIVE SESSION
MAYOR'S RECEPTION ROOM
TUESDAY MARCH 11, 2025
TIME 9:30 PM**

Roll Call 11 present (C. Belanger, C. Chau, C. Descoteaux, C. Gitschier, C. Jenness, C. Mercier, C. Nuon, C. Robinson, M. Rourke, C. Scott, C. Yem).

M. Rourke presiding.

Others Present: City Manager Golden, Jr., Austin Ball (Asst. CFO), City Solicitor Corey Williams, Melissa Desroches (Manager's Office), Conor Baldwin (CFO), Shawn Machado (Asst. City Mgr.) and Yovani Baez-Rose (DPD).

The purpose of the Executive Session was stated by M. Rourke in the open session followed by a Roll Call. The public was informed the body would not return to the open session and would adjourn in Executive Session upon completion.

EXECUTIVE SESSION

Manager Golden, Jr. presented to the body comparison of the LDA for Lupoli originally as to what it is going to be negotiated with the new party. The Manager noted this new format will benefit the City in the future as they will include milestones, damages and transfer fees. The Manager noted that the proposal for a new LDA from Lupoli did not include any of the aforementioned conditions. The Manager outlined the parameters of a new proposal for the sight in which Lupoli would have no financial interest in the venture, milestones in place with a tighter schedule, and new TIE/TIF agreements. Manager noted some milestones for due diligence, engineering, approvals, financing, city permits, and finish date will be included in the new agreement. The Manager compared other proposals and indicated this was best result for the City. C. Gitschier commented on grant eligibility for these developers. Ms. Baez-Rose noted that there are strict requirements for grant eligibility. C. Robinson noted some differences between the TIE and TIF agreements. Ms. Baez-Rose outlined the subsidies. C. Scott questioned the process for deciding the TIE and TIF formulas. The Manager noted the use of a consultant to establish those terms. C. Scott questioned if milestones were defined in the agreement. C. Belanger noted interest rates and TIE/TIF agreements. C. Yem commented on use and length of subsidies. Ms. Baez-Rose noted lengths can be as long as thirty years with the

ability to extend them. C. Jenness questioned all associated risks involved. The Manager noted that the agreement has claw back terms to protect against potential risks. The Manager indicated better avenue to follow as opposed to litigation with Lupoli. **Motion** by C. Descoteaux, seconded by C. Yem to approve amended LDA and allow Manager and team to finalize agreement regarding Lupoli sites. Adopted per Roll Call vote 9 yeas (C. Belanger, C. Chau, C. Descoteaux, C. Jenness, C. Mercier, C. Nuon, M. Rourke, C. Scott, C. Yem), 2 nays (C. Gitschier, C. Robinson). So voted. **Motion** by C. Jenness, seconded by C. Scott to approve TIE/TIF agreements and allow Manager and team to finalize terms of 15-year length and parameters of 96% - 62%. Adopted per Roll Call vote 9 yeas (C. Belanger, C. Chau, C. Descoteaux, C. Jenness, C. Mercier, C. Nuon, M. Rourke, C. Scott, C. Yem), 2 nays (C. Gitschier, C. Robinson). So voted.

Motion to Adjourn by C. Descoteaux, seconded by C. Chau. So voted.

Adjourned at 10:10 PM.

Michael Q. Geary
City Clerk