



Town of Simsbury

933 HOPMEADOW STREET

P.O. BOX 495

SIMSBURY, CONNECTICUT 06070

Thomas F. Cooke - Director of Administrative Services

BOARD OF SELECTMEN MEETING AGENDA SUBMISSION FORM

1. **Title of submission:** Dorset Crossing Land Exchange Agreement
2. **Date of submission:** April 17, 2013
3. **Date of Board Meeting:** April 22, 2013
4. **Individual or Entity making the submission:**

Thomas F. Cooke – Director of Administrative Services
Robert M. DeCrescenzo, Esq. – Town Counsel

5. **Action requested of the Board of Selectmen (Acceptance of gift, creation of reserve, approval of contract, information only, etc. Be as specific as possible with respect to the desired action of the Board.):**

The Individual or Entity making the submission requests that the Board of Selectmen:

Finalize the land exchange agreement between the Town of Simsbury and Dorset Crossing, LLC. by:

- (a) Approving the attached Memorandum of Understanding between Dorset, CL&P and the Town;
- (b) Authorizing Town Counsel to send a letter to DOT accepting the demand \$160,000 in compensation for release of the existing deed restriction on the subject property;
- (c) Agreeing to accept \$160,000 from Dorset Crossing in exchange for conveying Area 2B to Dorset Crossing for \$1.00;
- (d) Agreeing to convey Area 1 to CL&P for \$1.00; and
- (e) Authorizing the First Selectman to execute all necessary documents.

6. **Individual(s) responsible for submission (Please include complete contact information. The identified individual(s) should be prepared to present information to the Board of Selectmen at the Board Meeting.):**

Thomas F. Cooke – Director of Administrative Services – (860) 658-3230
Robert M. DeCrescenzo, Esq. – Town Counsel - (860) 548-2600

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An Equal Opportunity Employer
8:30 - 7:00 Monday
8:30 - 4:30 Tuesday through Friday

7. **Summary of Submission** (Include in your summary (i) relevant dates and timelines; (ii) parties involved; (iii) a description of financial terms and conditions specifically identifying the financial exposure/commitment of the Town of Simsbury; (iv) whether or not contracts, licenses and other legal documents have been reviewed by the Town's counsel; and (v) other information that will inform the Board of Selectmen's consideration of your submission. Include any additional information in an attached memorandum.):

On June 25, 2012 the Board of Selectmen approved a land exchange agreement between the Town and Dorset Crossing LLC designed to:

- Permit the expansion of the CL&P substation; and
- Provide Dorset Crossing with the land it needs to relocate, at the request of the Town, the roadway within its proposed development.

As explained in detail by Town Counsel in his April 17, 2013 letter, the goal of the agreement was to meet the needs of the Town, Dorset Crossing and CL&P without triggering a reverter of the Town-owned property to the State Department of Transportation ("DOT"). DOT is demanding \$160,000 for release of the reverter.

The agreement was revised by the Board of Selectmen on March 11, 2013. Subsequent to that approval, to avoid further delays in the construction of the expanded substation, CL&P approved funding in the amount of \$160,000 to permit the Town to purchase the reversion rights from the Department of Transportation. This positive development requires further modifications to the land exchange agreement which are set forth in the attached Memorandum of Understanding ("MOU"). Pursuant to the MOU:

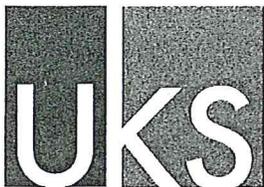
- Dorset Crossing will convey title to Area 3 to CL&P for \$160,000;
- Dorset Crossing will then pay \$160,000 to the Town of Simsbury to permit the Town to pay DOT for the release of the reverter;
- Dorset Crossing will then construct a road over Area 2A and a parking lot on area 2B; and
- Under the MOU, the Town will convey title for Area 1 to CL&P and title to Area 2B to Dorset Crossing, each for nominal consideration. Area 2B will remain in Town ownership.

Dorset Crossing and CL&P have already executed the MOU.

8. **Description of documents included with submission** (All documents must be in final form and signed by the appropriate party.):

The following documents are included with this submission and attached hereto:

April 17, 2013 letter from Town Counsel with attachments
Memorandum of Understanding
Draft letter to Christina L. Smith, Department of Transportation
December 7, 2012 letter from Christina L. Smith to Town Counsel



III MERITAS LAW FIRMS WORLDWIDE

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April 17, 2013

Mary A. Glassman
First Selectman
Town of Simsbury
933 Hopmeadow Street
Simsbury, CT 06070

Re: Dorset Crossing Land Exchange Agreement

Dear Mary:

On June 25, 2012 the Simsbury Board of Selectmen approved a land exchange agreement between the Town and Dorset Crossing, LLC. The land exchange affects a four acre parcel of town land currently encumbered by a CL&P easement for its substation and an adjacent 1.07 acre parcel of land currently owned by Dorset Crossing, LLC. The purpose of the land exchange is to allow an expansion of the CL & P substation and to provide Dorset Crossing with the land it needs to relocate the roadway within its proposed development. The road relocation is being done at the request of the Town.

On March 11, 2013, the Board of Selectmen approved a revised Agreement. Subsequent to the approval of the revised Agreement, to avoid further delays in the construction of the expanded substation, CL&P has approved funding to purchase the reversion rights from the DOT in accordance with the terms and conditions outlined in a Memorandum of Understanding ("MOU"). This letter is to outline the revision of the Plan as set forth in the attached MOU.

I will recite the relevant facts of this proposed transaction. The configuration of the three parcels affected by the Agreement and the MOU is graphically depicted on the attached map entitled "Land to be Conveyed to and Easements to be Granted From the Town of Simsbury, Dorset Crossing Drive, Simsbury, CT Date 04-11-2012 revised to 3-7-2013" ("the Plan"). The Plan describes the three parcels of land as follows: (a) **Area 1**, owned by the Town subject to an existing CL&P easement, is the current location of the substation (there is no change in the revised Agreement to Area 1); (b) **Area 2a and 2b**, owned by the Town, subject to the CL&P easement and (c) **Area 3** owned by Dorset to be conveyed to CL& P to allow them the area they need to expand the substation.

As you know, Area 2a and 2b is a 2.1 acre portion of the four acre parcel purchased by the Town for \$8,000 from the State Department of Transportation in 1972. The deed to the DOT parcel includes a provision, known as a reverter, which states that title to the land reverts to the state if the parcel is not used for municipal purposes. The reason for the further revision of the Agreement is to resolve the issue of the state's reverter that encumbers the larger four acre

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Mary A. Glassman
Page 2
April 17, 2013

parcel by satisfying DOT's demand for \$160,000 in exchange for the release of the reverter. The funds will be provided by CL&P according to the terms and conditions of the attached MOU.

Under the second revised plan, Dorset Crossing will convey title to Area 3 to CL&P for \$160,000. Dorset will then pay the \$160,000 to the Town. The Town will then pay DOT for the release of the reverter. Dorset will then construct a road over Area 2A and a parking lot on Area 2B. Under the MOU, the Town will convey title for Area 1 to CL&P and title to Area 2B to Dorset, each for nominal consideration, all as outlined in the MOU. Area 2B will remain in Town ownership.

This proposed modification of the Agreement and the MOU to accomplish this change is consistent with the Board's previous approvals of the original Land Exchange Agreement.

To finalize and execute the revised Agreement, the Board of Selectmen needs to (a) approve the attached MOU between Dorset, CL&P and the Town; (b) authorize me to send a letter to DOT accepting the \$160,000 in compensation which will initiate the DOT land transaction upon receipt of the letter. Once it received the letter, DOT will execute a right of entry that will allow the Dorset Crossing road construction activities to continue on Area 2A; (c) agree to accept the \$160,000 from Dorset in exchange for conveying Area 2B to it for \$1.00; (d) agree to convey Area 1 to CL&P for \$1.00; and (e) authorize the First Selectman to execute all documents.

As a result of the above described transactions, Area 1, 2B and 3 will become taxable property.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Robert M. DeCrescenzo, Esq.
Town Attorney

RMDe/psm
Enclosure