

Town of Petersham Request for Proposals for the Transfer, Reuse, and
Redevelopment of the Nichewaug Inn:

The Petersham Committee Response

"It is in the shelter of each other that the people live."
Old Irish Proverb

Section I: Applicant Information

Name: The Petersham Committee, Inc.

Address: 181 Nichewaug Road c/o James Regan
Petersham, MA 01366

Email: petershamcommittee@gmail.com

Telephone: 978-724-0304

Section II: Proposed Reuse

1. The long-term preservation of the Nichewaug Inn property and surrounding landscape.

As evidenced in the RFP, the Nichewaug has been a defining, integral, physical presence on the town common since the 1800s. For most of its existence, it had also served this community in many ways, as an employer, an educational institution, a destination, and a source of pride.

We all know times have changed. We believe the time is right to restore the Nichewaug Inn to its former place as a source of pride as an employer, a tax generator, and most importantly, a home to many of our residents. We will do so in a way that is sustainable for generations.

Over the last several months, a group of Petersham residents have developed a plan and formed a non-profit entity to implement our ideas. Among other concerns, this plan will address several long-standing issues our community faces, including:

- Lack of appropriate residential options for our aging and disabled residents. As we know, most individuals who “age out” of their homes end up leaving the community they have called home for many years. Aging parents caring for their children living with disabilities are gravely concerned for the future.
- Inconsistent service availability for elders and people with disabilities living in our rural community.
- Lack of employment opportunities, particularly for our younger residents.
- Dwindling younger population due to lack of employment opportunity.
- Putting the property back on the tax roles.
- ADA compliant meeting space for official town business.

By tapping into the rich natural beauty and huge array of talented people and businesses in our region, The Petersham Committee, Inc. has a bold but realistic and achievable plan to accomplish the following through partnerships with for-profit developers and service providers. We have partnered with Jordan O'Connor and Associates, Architects based in Petersham, and Clearview Development/Clearview Contracting, Stephen Kieras, Principal, also of Petersham, to achieve our goals:

The redevelopment of the Nichewaug will take place in phases over approximately two years under optimal conditions. (See Sections III, Redevelopment plan summary.) After the initial phases of permitting, design, etc., work will begin on the development of the centerpiece and main engine for this development: 30 to 36 one and two bedroom condo units in the historic section of the Nichewaug Inn. The plan restores and maintains the historic architecture while creating homes within, including universally designed* accessible homes, for an intergenerational population with a focus on elders and disability needs. Additionally, the plan calls

for multi-functional community spaces and other amenities such as, office space including space for the Town, and conference rooms. There will also be an indoor pool (which will also serve as the sprinkler reservoir) and a small gym. These amenities may be open to the public, but their main function will be to serve the residents of the Nichewaug and will not be dependent on membership revenue.

The landscape surrounding the Inn will be meticulously designed to fit perfectly with the history of the Inn merged with the current state of the Common neighborhood.

The “back” building will be repaired and preserved for future use to include: non-retail commercial space, such as offices (raw, incubator type space, finished offices with high speed internet for local self employed people), wellness businesses such as yoga/dance studio space. A probable use will include secure storage for residents of the Inn, many of who are moving from large homes with many cherished items they may not want to part with and could conveniently rent space on site. The Petersham Committee will engage in an inclusive advisory process with the abutters, Petersham Historical District Commission, prior to any future use of this space.

Included in the configuration, we will build the capacity to offer a variety of on- and off-site services, including:

- Services that support aging in place for elders and people with disabilities living at home, including home health and personal care; service coordination and access; financial counseling and planning; home maintenance such as lawn care and snowplowing; and many more. For many of these services, we are looking to adopt the Village-to-Village model, which began in Brookline MA and is now almost nationwide. In this model, The Petersham Committee becomes a member and joins the VtV Network. The VtV is an organized and proven methodology whereby services are provided through a combination of direct service provision using staff that are employed and trained; by partnering with vetted service providers such as the Gardner VNA and Franklin County Home Care; and through the recruitment of volunteers.
- Adult Day services and recreation focused first and foremost on meeting the needs of the Nichewaug residents and our community, and potential space for our local Council on Aging activities. Adult day services support the health, nutritional, social support, and daily living needs of adults in a professionally staffed, group setting. Adult day services centers serve as an emerging provider of transitional care and short-term rehabilitation following hospital discharge, which many of the Inn’s residents may need over time. The service will provide meals, meaningful activities, and general supervision. Our services will focus on socialization and prevention services and although services will be available for any eligible adult, the main target population will be residents of Petersham.
- Respite services. Respite will be provided in three reserved units in the reconstructed Inn. Respite would be offered to families caring for elders and/or

family members with disabilities. Families can reserve time (i.e., a week or weekend) for their family member who is cared for by professionally trained staffed 24 hours a day, thus providing a much needed break for caregivers. The aging and/or disabled family member enjoys a week or weekend away with planned activities and high quality care. These services are in high demand across the state.

The provision of services through or arranged by the Petersham Committee, which will be based in offices in the Nichewaug, will have the positive effect of making it possible for people who wish to stay in their homes in the community to do so for as long as possible. For people who do not wish to or cannot stay in their homes, options will be available for them to move to the Nichewaug and its supportive structure if desired. They will no longer have to leave the town and community they love. Additionally, service provision will generate substantial revenue, allowing for less dependence on the number of living units for fiscal viability.

* Universal design is a relatively new paradigm that emerged from 'barrier-free' or 'accessible design' and 'assistive technology.' Barrier-free design and assistive technology provide a level of accessibility for people with disabilities, but often result in separate and stigmatizing solutions - for example, a ramp that leads to a different entry to a building than its main stairway. By contrast, universal design strives to be a broad-spectrum solution that helps everyone - not just people with disabilities. Moreover, the design concept recognizes the importance of how things look in order to appeal to a wide range of consumers. As life expectancy rises and modern medicine has increased the survival rate of those with significant injuries, illnesses and birth defects, there is a growing interest in universal design.

2. The Surrounding Buildings

Our goal is to ensure that any impact or effect on the buildings surrounding the Nichewaug will be a positive one.

Our hope is to engage the current owners of the Winterwood in a mutually beneficial business relationship that will culminate in the Winterwood eventually becoming part of a larger Nichewaug community. In the short term, the Winterwood will benefit from increased traffic during the planning and implementation of the project. Post development, the residents and staff of the Nichewaug will be in constant need of short-term stays for their visiting relatives and friends. In the long term, we hope to raise the necessary funds to purchase the Winterwood outright, and make it a permanent part of the array of residences and service provision.

The Memorial Library will benefit in many ways. First and foremost, we will endeavor to address the long-standing water and septic issues the library faces through this development. There are several ways to approach this ranging from an advanced, shared septic system, to granting an easement to the library to address

the problem on their own, and we will research and achieve the best solution for all involved. Secondly, the membership and number of people accessing and becoming active in the library will certainly see a significant increase, thus ensuring a vibrant library community.

The recently revived Country Store will benefit greatly from the development stage through completion and well into the future. The increased foot traffic and activity during the planning and construction phases will most certainly increase Store traffic. Once complete, we intend to work with the proprietors to provide goods and services to residents of the new Nichewaug community. For example, pre-ordered and delivered meals to residents, grocery orders, and of course lunch at the store, could all be possibilities that will mutually benefit the residents and the store, particularly in the slower winter months.

We will engage all private abutters initially and frequently through his process to ensure that their needs are being heard and addressed to the fullest extent possible, and one (Stephen Kieras) is taking part in the endeavor. We will do whatever is possible to be good neighbors and a positive presence on the Common.

3. The Historic Value of the Nichewaug Property

The values of the Nichewaug property and its history are integrally connected to the Petersham Common, the houses and historic building surrounding the Common and the two hundred and fifty years of history that have taken place on the Common and across the way in the North Common Meadow. Our plans for the revitalized Nichewaug Inn property will keep these values specifically in mind.

For example, we will emphasize the renewal of the Inn building specifically, restoring the shakes, architectural lines and many of the historic interior features of this 19th century building and adapting the newer 20th century addition through updates and renovations that are consistent with overall project integrity. The project will value, where possible, the view-shed of the residential units appreciating the east horizon and Wachusett Mountain, as well as the placement of gardens and outdoor features for residents.

Although any proposed reuse of the Nichewaug property will have an effect, we are mindful of the quiet and peaceful nature of the Common and wish to contribute to this quality. We will plan for limited impact on the traffic patterns and parking of the area by directing traffic from the street to the facilities as a normally directed traffic flow. We will also make ambulation as unencumbered as possible through walkways that are safe, lighted and inviting. We will also work with the Town to extend those principals to the walkways on the Common and to the North Common Meadow. Parking will be directed to the facilities whenever possible, keeping the street open without contributing additional street parking.

We appreciate, and look forward, to working with the Petersham Historical District Commission as they have responsibilities to insure the renovations will be melded appropriately and genuinely with the architecture enhancing the buildings on and near the Common. We also are likely to work with the Massachusetts Historical Commission, which has grant funds to help in achieving specific improvements in the buildings while maintaining historical consistency.

4. The natural environment of the Petersham Common District.

The Town of Petersham is near the center of the Commonwealth of Massachusetts geographically. It rises to 1187 feet in altitude at the Petersham Common and continues to 1300 feet above sea level as one proceeds northward on Main Street toward Athol. The Center with its practical and gracious Common has witnessed many events through its evolution of nearly three centuries.

First and foremost as the center of a town whose name has changed from Volunteertown in 1730, to Nichewaug in 1733 to its incorporation as Petersham in 1754, it has watched its population fluctuate from a high point of 1794 in 1800 to 642 in 1920 to a stable small town of 1,234 citizens at present.

Secondly, many homes, churches, and businesses from retail supply to factories have flourished around the elliptically shaped common dissected by West Street. Circuses have visited, and the Petersham Brass Band, beginning in 1900, has entertained townspeople for well over a Century. As a town on the Hill it offers incredible views of the dominating vistas of forest and farmland, particularly to the east where Mt. Wachusett is in splendid view.

Petersham is fortunate to have had so many ecologically minded preservationists living in and caring about our natural setting including James Brooks, Richard Fisher of the Harvard Forest and more recently Ernie Gould. Trees have been significant in the life of the Common area and continue to be closely tended to today. Elms were once flourishing on the Common and birch and conifers have also had their day. Today maples provide shade as one looks north and east across the North Common Meadow. It must be noted emphatically that this view of a 20 acres meadow adjacent to the Common is unmatched within the State. Along with forestland just behind the Nichewaug Inn building Petersham possesses unparalleled hiking trails for all types of outdoor activities. Also, adjacent to these are the inviting reading areas of the Petersham Library, located directly across from the Common.

In the past year the Petersham Country Store has reopened, bringing back old friends of the Common and many new explorers to the wonderful Town of Petersham.

Now more than ever, the pride of townspeople for its Center has many supporting the redevelopment of the Nichewaug Inn parcel. Our goal is restore the Inn and return it to the audience of buildings, views, trees and habitat that graces a town common that is one of the few remaining public spaces in the state with so much to offer to townspeople and visitors alike.

Section III: Redevelopment Plan Summary.

Overview of Time Schedule for the Nichewaug Redevelopment

Overall, this is a two-year project if the zoning relief and permits are granted in a timely manner. Additionally, time frames will be affected by how the start of the project aligns with the seasons. Beginning the Construction Phase in the Spring season allows for the shortest completion. It is our best estimate at this time with the knowledge in hand that the development will take place in phases:

1. Architectural and Engineering Work—3 months
2. Zoning and Permitting-within 6 months.
3. Construction Phase-12-21 months.
In phase 3, the entire structure will be repaired and the front, historic section will be completed first including the residential units, common and public spaces, and the indoor pool and gym, office space, and other amenities. Secure storage for residents in the back section will be completed.
4. Back section. -16-24 months. Exploration for use of the back section, which has been repaired and preserved in Phase 3, will begin. It should be noted that “raw” space might still be available after the initial 24-month period.

In regard to the “price” of the property as referenced in Part V: Proposal Evaluation, we would seek to negotiate with the Town to mitigate most, if not all of the Town’s potential \$600,000 to \$1.6 million liability it faces to abate the hazardous materials or to fully demolish the property in exchange for a nominal price for the property.

Section IV: Sustainability

The Petersham Committee and partners will maintain sound “Green Building” methodologies throughout the process. First, the fact that we are repurposing an existing structure starts us on the track to meet thresholds for green building as defined by the U.S. Green Building Council. Minimally, we will meet or exceed all current building and energy code requirements for construction and building materials such as insulation requirements and energy efficient windows and doors, etc. We are committed to using state of the art heating and cooling systems, including investigating the use of photovoltaic powered systems. As part of the

design process we will investigate the feasibility of seeking full LEED certification for the building, and we will also actively seek input from the Petersham Energy Committee.

The developer is keenly aware of the issues around sewage and water management in a facility of this size, particularly in light of the space available, and is committed to researching, designing, and constructing a state of the art system. Prudent water management will be a hallmark of the buildings.

Additionally, we will investigate the feasibility of alternative energy sources such as solar panels on the roof of the “back” building and other alternatives

Section V: Accessibility

Accessibility is a cornerstone of this plan. The target population includes a focus on homes for an aging population as well as individuals living with a range of impairments. It is our goal to maximize the number of fully ADA compliant homes. All parties involved in this project are very familiar with regulatory requirements and building codes, etc. and have vast experience in both the physical plant and service elements of successfully implementing and supporting accessible living. O'Connor and Associates and Steve Kieras/Clearview Development have a long history of designing and building not only ADA compliant structures, but homes that are well-appointed and attractive as well. Mr. Regan was a former ADA compliance trainer while working in the field of disability services for over 30 years. Over and above minimum requirements, we intend to employ, wherever possible, the principals of universal design, creating living spaces and common spaces that are attractive and accessible to all, regardless of their abilities.

Section VI: Experience and qualifications, Sections A, B.

This proposal brings to bear a wide range of highly qualified and experienced professionals. What makes this proposal unique is that these talented professionals call Petersham their home.

The Petersham Committee board brings is a well-rounded group of local citizens and professionals whose sole mission is the well-being and success of Petersham as a community. Board list is attached.

James Regan, President and founder, is a Petersham resident who has been active in the community for many years, serving as: Advisory Finance Committee member and Vice Chair for over ten years, past president and active member of the Petersham Lions club for over ten years, member of the St. Peter's and North Quabbin Parish Cluster finance committees. Professionally, Mr. Regan brings to the table a long history of relevant experience:

Mr. Regan has been working in community development and human services for over 30 years, focusing on program innovation, development, and implementation to assist a variety of communities and populations. Jim has held management and program development positions in provider and state agencies throughout Massachusetts, including: Out of School Time Coordinator and Grants Manager for the Amherst Regional Public School District; Founder and President of The Communities Collaborative, Inc.; Chief Operating Officer, The Polus Center for Social & Economic Development, Inc.; Area Director, Metro Boston Area, Commonwealth of Massachusetts, Department of Developmental Services; (formerly Dept. Of Mental Retardation); Director of Residential Services, Commonwealth of Massachusetts, Department of Developmental Services, Metro Boston Region. Jim also served as a founding member of the board and treasurer of The North Central Incubator for Green Economics, Inc. dba Greenworks, based in Orange, MA. Jim has gained insight and experience in virtually all aspects of development, organization, contracting, fund raising, and service provision.

Mr. Stephen Kieras Principal at Clearview Development and Contracting and Petersham resident, served on the recent Nichewaug Task force, the Senior Housing Committee, and was the General Contractor for the re-opening of the Country Store. He has a broad range of relevant experience nationally and internationally, including:

- Managed construction and renovation projects in United States, Sub-Saharan Africa (Kenya, South Africa, and Namibia), and Honduras, Central America (residential and commercial construction).
 - Built, rehabilitated and/or repurposed over 175 homes/buildings and completed thousands of smaller contracting projects.
- Launched and managed projects from concept through design, complex in-country permitting, and construction.
- Since 2010 has rehabbed over 90 properties throughout the United States
- 60 townhouses/condos were completely rehabbed in 7 months after sitting dormant for 6 years after a hurricane in Louisiana.
- Three properties in Petersham have been recently renovated: 15 North Main St., 37 South Main St., and one other.

In addition, Mr. Kieras is a registered nurse as well as a licensed real estate broker.

Mr. Jordan O'Connor, Principal at Jordan O'Connor and Associates, is a long term Petersham resident and has been active in the community for many years. He is a long-standing member of the St. Peter's Parish Council, a past member of the Cultural Arts Council, and a consulting volunteer for the Country Store. Jordan and his firm have a long history of relevant experience. Among the many recent projects: M.I.T./Lincoln South Lab facilities management; \$5,000,000 Paxton Center School addition and renovation; consultation for \$23,000,000 school construction for Douglas Public Schools; numerous classroom/laboratory and office renovations at Worcester Polytechnic Institute; Physical Rehabilitation Clinic for Heywood

Hospital; New Parish complex for St. Nicholas Romanian Orthodox Church; Priory Expansion and renovation of the St. Scholastica Priory in Petersham. Mr. O'Connor is a registered NCARB Architectural professional in Massachusetts, Connecticut, and New Hampshire. Mr. O'Connor received the Design Award from Preservation Worcester for his work in Renovation of Fraternity houses.

In addition, we are consulting with Mr. Peter Gagliardi. Mr. Gagliardi, an Athol resident, is the President and CEO of HAPHousing, Inc. a non-profit development corporation with a long history that includes the successful redevelopment of many distressed and at risk properties. These properties include:

- Church Street School Senior housing in Ware, a massive redevelopment of an aging school building into attractive, affordable senior homes.
- Butternut Farm in Amherst, where HAPHousing re-purposed an aging farm complex into attractive apartments.
- Paradise Pond Apartments on the site of the old Northampton State Hospital.

Amongst his many skills as a developer, Mr. Gagliardi is well-versed in identifying and successfully obtaining state and local grants and development funding and has agreed to consult with the Nichewaug project in obtaining similar funding.

Also, Ms. Lynne Feldman, our newest board member and Petersham resident, has agreed to assist with program development and identifying and accessing elder services. As the Director of Community Services for Franklin County Home Care Corporation, a well-respected provider of elder services in the region, Ms. Feldman is well versed in the services available to elders and the complexities of putting these services in place.

Section VII: Miscellaneous Financial Information

To accomplish the goals of returning the property to the tax roles and attracting local and non-local investment, The Petersham Committee is facilitating the formation of a for-profit corporation, tentatively titled The Nichewaug Communities, that will act as the vehicle for investment and development through the sale of shares. We expect that the assets acquired and developed will serve as protection for the principal investments.

We will also aggressively pursue any and all available local, state, and federal funding and have qualified and successful individuals including Mr. Gagliardi, leading this charge.

In addition, the pre-sale of condo units will be aggressively pursued. Once we have a number of commitments, traditional bank financing will be sought and obtained.

We intend to approach several institutions to obtain the best possible financing arrangement.

The Petersham Committee and its associates in this endeavor have no history of bankruptcy.

Section VIII: Organizational Structure

A. Legal Structure.

The Petersham Committee is a non-profit corporation organized in Worcester County, Massachusetts. IRS Form 1023 has been filed and our 501c-3 status is pending.

B. Legal history.

The Petersham Committee is a relatively new corporation formed by a concerned group of citizens with this express mission:

The Petersham Committee, in partnership with the citizens, businesses, and service organizations in our community, will utilize innovative, creative, and forward-thinking development strategies to support and enhance employment, housing, recreational, and service opportunities for all who choose this community as their home.

Our current Certificate of Good Standing is attached.

C. Articles of Incorporation. Articles are attached.

D. Corporate Structure,

The Petersham Committee consists of a President who reports to a board of directors.

The corporation has no paid employees at present, but this will change as the project develops.

Section IX: Statement of Tax Compliance

Each proposal must include the following certification:

Pursuant to MGL Chapter 62C, Section 49A*, I, hereby certify that the Proposer named herein has filed all state tax returns, has paid all state taxes required under law, and has no outstanding obligations to the Commonwealth of Massachusetts, Department of Revenue and has complied with all laws of the Commonwealth relating to reporting of employees and contractors, and withholding and remitting child support.

Signed under the pains and penalties of perjury on this 25th day of 2015.

47-1473208

James R. Har

Federal Tax ID Number and Signature

President, the Petersham Committee

Printed Name and Title

Section X: Disclosure Statement Concerning Beneficial Interest

I hereby state, under penalties of perjury, that the true names and addresses of all persons who have or will have a direct or indirect beneficial interest (including the amount of their beneficial interest accurate to within ten percent) in the project are listed below:

NAME, ADDRESS, AND PERCENTAGE INTEREST



(Name and residence of all persons with said beneficial interest)

Although there are clearly individuals who may benefit from this endeavor, such as the developer, architect, consultants, and others, it is not knowable at this stage to identify who and how much they will benefit. This is to be determined.

It is our firm belief that the major benefit will be to the residents of the Town of Petersham.

The undersigned also acknowledges and states that none of the above-listed individuals is an official elected to public office in the Town of Petersham, or is an employee of the town.

SIGNED under the penalties of perjury.

 
Signature Date

Section XI: Conflict of Interest**Each proposal must include the following certification:**

The Proposer covenants that he/she will not employ or retain any company or person (other than a full-time bona-fide employee working for the Proposer) to solicit or secure any agreement related to this Proposal, and that he/she has not/will not pay any company or person (other than such an employee) any gift, contribution, fee, commission, percentage, or brokerage fee, contingent upon or resulting from the execution of any agreements resulting from this Proposal.

No member, official or employee of the Town of Petersham shall have any personal interest, direct or indirect, in any agreement entered into or in the Proposer/purchaser, nor shall any such member, official or employee participate in any decision relating to any agreements which affects his / her personal interest or the interests of any corporation, partnership, or association in which he/she is, directly or indirectly, interested. No member official or employee of the Town of Petersham shall be personally liable to the Proposer/purchaser or any successor in interest in the event of any default or breach by the Town of Petersham or for any amount which may become due to the Proposer/purchaser or to its successor on any obligations under the terms of this Proposal or any agreements which follow. For the purpose of this statement, employees of the Town shall be deemed to include so-called independent (03) consultant employees.

Date: 2/25/15 By: 

Section XII: Anti-Discrimination**Each proposal must include the following certification:**

The Proposer agrees that in the construction of the improvements and otherwise in any agreements made pursuant to this Proposal, it shall cause all contractors, tenants and users to comply with all applicable laws, ordinances, regulations and orders from time to time in effect relating to nondiscrimination, equal employment opportunity, contract compliance and affirmative action.

Date: 2/25/15 By: 

Part VI. Section B: Conflict of Interest and Non-Collusion.

The Undersigned certifies under penalties of perjury that this bid or proposal has been made and submitted in good faith and without collusion or fraud with any other person. As used in the certification, the "person" shall mean any natural person, business, partnership, corporation, union, committee, club or other organization, entity, or group of individuals.



Signature of individual

The Petersham Committee, Inc.

Name of Business

Attachments

1. List of current Petersham Committee Board of Directors
2. Articles of Organization
3. Certificate of Good Standing.

**The Petersham Committee, Inc.
Current Board of Directors
February, 2015**

Chair: Ms. Karen Davis, Petersham, MA
President: Mr. James Regan, Petersham, MA
Treasurer: Mr. Jonathan Haverly, Easton, MA
Director: Mr. John Woolsey, Petersham, MA(Part Time)
Director: Ms. Lynne Feldman, Petersham, MA
Director: Mr. Mick Huppert, Petersham, MA



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

[Special Filing Instructions](#)

Articles of Organization

(General Laws, Chapter 180)

Federal Employer Identification Number: 001117156 (must be 9 digits)

ARTICLE I

The exact name of the corporation is:

THE PETERSHAM COMMITTEE, INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

THE CORPORATION IS ORGANIZED AND SHALL AT ALL TIMES BE OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES WITHIN THE MEANING OF SECTION 501 (C)3 OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, AND WITHIN THE MEANING OF G.L. C.180, SECTION 4, AS AMENDED. WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, THE CORPORATION'S PRIMARY PURPOSE SHALL BE: (A) TO FACILITATE THE DEVELOPMENT OF INTERGENERATIONAL, UNIVERSALLY DESIGNED MIXED HOUSING OPPORTUNITIES INCLUDING A WIDE RANGE OF SUPPORT SERVICES TO ALLOW PEOPLE REGARDLESS OF AGE OR ABILITY TO LIVE COMFORTABLY AND PRODUCTIVELY IN HOMES OF THEIR CHOOSING. (B) TO FACILITATE, ASSIST, AND ENCOURAGE THE CREATION OF EMPLOYMENT OPPORTUNITIES AND ECONOMIC GROWTH IN PETERSHAM AND SURROUNDING COMMUNITIES, PARTICULARLY AS THEY RELATE TO THE CREATIVE ARTS, ARTISANSHIP, AND COMMUNITY SERVICE; AND: (C) TO CARRY ON ANY ACTIVITY CONNECTED WITH OR INCIDENTAL TO THE FOREGOING PURPOSES. IN CARRYING OUT THE FOREGOING PURPOSES, THE CORPORATION SHALL HAVE ALL OF THE POWERS GRANTED TO A CORPORATION FORMED UNDER CHAPTER 180 OF THE GENERAL LAWS, AS NOW IN EFFECT OR AS HEREAFTER AMENDED, AND, IN ADDITION, (I) SHALL HAVE THE POWER TO BECOME A PARTNER, GENERAL OR LIMITED, IN ANY BUSINESS ENTERPRISE THAT THE CORPORATION WOULD HAVE THE POWER TO CONDUCT BY ITSELF, AND (II) SHALL HAVE ALL OTHER POWERS NECESSARY OR CONVENIENT TO EFFECT ANY OR ALL OF THE PURPOSES FOR WHICH THE CORPORATION IS FORMED EXCEPT, AND TO THE EXTENT THAT, ANY POWER (OR ITS EXERCISE IN ANY INSTANCE) IS INCONSISTENT WITH SAID CHAPTER 180 OR ANY OTHER CHAPTER OF THE GENERAL LAWS.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

THE CORPORATION SHALL HAVE NO MEMBERS

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

(If there are no provisions state "NONE")

(A) IN ADDITION TO THE POWERS GRANTED TO THE CORPORATION B, GENERAL LAWS, CHAPTER 180, THE CORPORATION SHALL HAVE AND MAY EXERCISE IN FURTHERANCE OF ITS CORPORATE PURPOSES EACH OF THE POWERS SPECIFIED IN SECTION 9A AND 9B OF MASSACHUSETTS GENERAL LAWS CHAPTER 156B. (B.) THE DIRECTORS MAY MAKE, AMEND, OR REPEAL THE BYLAWS IN WHOLE OR IN PART. (C) NOTWITHSTANDING ANYTHING ELSE HEREIN PROVIDED. THE CORPORATION IS ORGANIZED AND SHALL BE OPERATED EXCLUSIVELY FOR EDUCATIONAL, CHARITABLE, OR LITERARY PURPOSES, AS SAID TERMS HAVE BEEN AND SHALL BE DEFINED PURSUANT TO SECTIONS 170(E) AND 501 (C)(3) OF THE INTERNAL REVENUE CODE. ALL POWERS OF THIS CORPORATION SHALL BE EXERCISED ONLY IN SUCH MANNER AS WILL ASSURE THE OPERATION OF THIS CORPORATION EXCLUSIVELY FOR SAID EDUCATIONAL, CHARITABLE, OR LITERARY PURPOSES AS SO DEFINED. IT BEING THE INTENTION THAT THIS CORPORATION SHALL BE EXEMPT FROM FEDERAL INCOME TAX AND THAT CONTRIBUTIONS TO IT SHALL BE DEDUCTIBLE PURSUANT TO SAID SECTIONS OF SAID CODE. AND ALL PURPOSES AND POWERS HEREIN SHALL BE INTERPRETED AND EXERCISED CONSISTENTLY WITH THIS INTENTION. (D) NO PART OF THE NET EARNING OF THE CORPORATION SHALL INURE TO THE BENEFIT OF; OR BE DISTRIBUTED TO ITS MEMBERS. DIRECTORS, OFFICERS, PRIVATE SHAREHOLDERS OR INDIVIDUALS EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES ACTUALLY RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE CORPORATION'S PURPOSES SET FORTH IN ARTICLE 2 OF THESE ARTICLES OF ORGANIZATION. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSIST OF THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION (EXCEPT AS OTHERWISE PROVIDED IN SECTION 501(H) OF THE INTERNAL REVENUE CODE), AND THE CORPORATION SHALL NOT PARTICIPATE OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. (E) EXCEPT AS MAY BE OTHERWISE REQUIRED BY LAW, THE CORPORATION MAY AT ANY TIME AUTHORIZE A PETITION FOR ITS DISSOLUTION TO BE FILED WITH THE SUPREME JUDICIAL COURT OF THE COMMONWEALTH OF MASSACHUSETTS BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE DIRECTORS OF THE CORPORATION THEN IN OFFICE; PROVIDED, HOWEVER, THAT IN THE EVENT OF ANY LIQUIDATION, DISSOLUTION, TERMINATION OR WINDING UP OF THE CORPORATION (WHETHER VOLUNTARY, INVOLUNTARY OR BY OPERATION OF THE LAW), THE PROPERTY OF ASSETS OF THE CORPORATION REMAINING AFTER PROVIDING FOR THE PAYMENT OF ITS DEBT AND OBLIGATIONS SHALL BE CONVEYED, TRANSFERRED, DISTRIBUTED AND SET OVER OUTRIGHT TO ONE OR MORE EDUCATIONAL, CHARITABLE, OR LITERARY INSTITUTIONS OR ORGANIZATIONS, CREATED AND ORGANIZED FOR NONPROFIT PURPOSES SIMILAR TO THOSE OF THE CORPORATION, WHICH QUALIFY AS EXEMPT FROM INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS A MAJORITY OF THE TOTAL NUMBER OF THE DIRECTORS OF THE CORPORATION MAY BY VOTE DESIGNATE AND IN SUCH PROPORTIONS AND IN SUCH MANNER AS MAY BE DETERMINED IN SUCH VOTE; PROVIDED, FURTHER THAT THE CORPORATION'S PROPERTY MAY BE APPLIED TO CHARITABLE OR EDUCATIONAL PURPOSES IN ACCORDANCE WITH THE DOCTRINE OF CY-PRES IN ALL RESPECTS AS A COURT HAVING JURISDICTION IN THE PREMISES MAY DIRECT. (F) NO OFFICER OR DIRECTOR SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR ANY BREACH OF FIDUCIARY DUTY BY SUCH OFFICER OR DIRECTOR AS AN OFFICER OR DIRECTOR NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, EXCEPT THAT, TO THE EXTENT PROVIDED

BY APPLICABLE LAW. THIS PROVISION SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF ANY OFFICER OR DIRECTOR (I) FOR BREACH OF THE OFFICER'S OR DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION (II) FOR ACTS OR OMISSION NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW OR (III) FIX ANY TRANSACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT. NO AMENDMENT OR REPEAL OF THIS PROVISION SHALL DEPRIVE AN OFFICER OR DIRECTOR OF THE BENEFIT HEREOF WITH RESPECT TO ANY ACT OR OMISSION OCCURRING PRIOR TO SUCH AMENDMENT OR REPEAL. NOTE: THE PRECEDING FOUR (4) ARTICLES ARE CONSIDERED TO BE PERMANENT AND MAY ONLY BE CHANGED BY FILING APPROPRIATE ARTICLES OF AMENDMENT.

Notes: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (*post office boxes are not acceptable*) of the principal office of the corporation in *Massachusetts* is:

No. and Street: 181 NIHCEWAUG ROAD
City or Town: PETERSHAM State: MA Zip: 01366 Country: USA

b. The name, residential street address and post office address of each director and officer of the corporation is as follows:

| Title | Individual Name First, Middle, Last, Suffix | Address (no PO Box) Address, City or Town, State, Zip Code | Expiration of Term |
|-------------|--|--|-----------------------|
| PRESIDENT | JAMES GERARD REGAN | 181 NICHEWAUG RD PETERSHAM, MA 01366 USA 181 NICHEWAUG RD PETERSHAM, MA 01366 USA | 6/30/2014 |
| TREASURER | JONATHAN HAVERLY | 15 BAY ROAD EASTON, MA 02356 USA 15 BAY ROAD EASTON, MA 02356 USA | 6/30/2014 |
| CLERK | RACHEL BOWEN | 245 LINCOLN AVENUE AMHERST, MA 01002 USA 245 LINCOLN AVENUE AMHERST, MA 01002 USA | 6/30/2014 |
| CHAIRPERSON | KAREN DAVIS | 95 MAPLE LANE PETERSHAM, MA 01366 USA 95 MAPLE LANE PETERSHAM, MA 01366 USA | 6/30/2014 |
| DIRECTOR | MICHAEL HUPPERT | 15 MAPLE LANE PETERSHAM, MA 01366 USA 15 MAPLE LANE PETERSHAM, MA 01366 USA | 6/30/2014 |

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
June

d. The name and business address of the resident agent, if any, of the business entity is:

Name:

No. and Street:

City or Town:

State:

Zip:

Country:

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

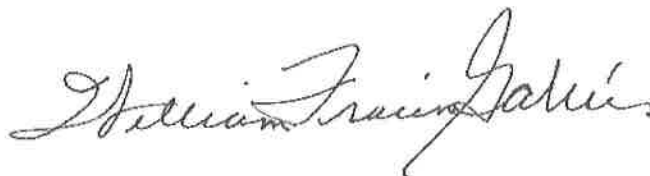
IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 26 Day of September, 2013. *(If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)*

JAMES GERARD REGAN

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

September 26, 2013 09:46 AM

A handwritten signature in cursive script, reading "William Francis Galvin". The signature is written in dark ink and is centered on the page.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

Date: February 20, 2015

To Whom It May Concern :

I hereby certify that according to the records of this office,

THE PETERSHAM COMMITTEE, INC.

is a domestic corporation organized on **September 26, 2013**

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 180 section 26 A, for revocation of the charter of said corporation; that the State Secretary has not received notice of dissolution of the corporation pursuant to Massachusetts General Laws, Chapter 180, Section 11, 11A, or 11B; that said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 15021815320

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by: nmc