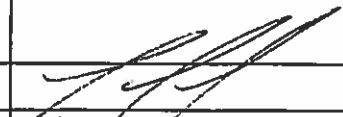



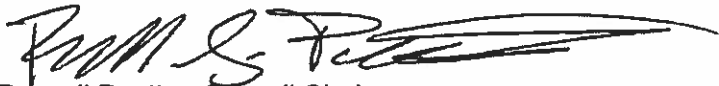
**DISCLOSURE BY AN APPOINTED COUNTY EMPLOYEE OF FINANCIAL INTEREST  
AND DETERMINATION BY APPOINTING AUTHORITY  
AS REQUIRED BY G. L. c. 268A, § 13**

2010 MAY 10 AM 11:22

<b>COUNTY EMPLOYEE INFORMATION</b>	
Name:	Todd D. Ford
Title or Position:	Executive Director
County Agency:	Hampshire Council of Governments
Agency Address:	99 Main Street Northampton, MA 01060
Office Phone:	413-584-1300, ext. 121
Office E-mail:	tford@hcg-ma.org
My duties require me to participate in a particular matter, and I may not participate because of a financial interest that I am disclosing here. I request a determination from my appointing authority about how I should proceed.	
<b>PARTICULAR MATTER</b>	
Particular matter  E.g., a judicial or other proceeding, application, submission, request for a ruling or other determination, contract, claim, controversy, charge, accusation, arrest, decision, determination, or finding.	Please describe the particular matter.  The Board of Councilors of the Hampshire Council of Governments has decided to offer HCG's remaining energy and energy-related programs, contracts, and assets for sale. As part of that decision the Board of Councilors has authorized me to solicit interest from potential purchasers, including by offering the migration of staff including but not limited to myself as part of any transaction, and to seek bids from prospective purchasers.
Your required participation in the particular matter:  E.g., approval, disapproval, decision, recommendation, rendering advice, investigation, other.	Please describe the task you are required to perform with respect to the particular matter.  As Executive Director, my duties would otherwise require me to participate in this matter by: evaluating proposals, representing HCG in negotiations; making decisions with respect to negotiations; and providing advice and recommendations to HCG's Board of Councilors regarding any proposed transaction.
<b>FINANCIAL INTEREST IN THE PARTICULAR MATTER</b>	
Write an X by all that apply.	<input checked="" type="checkbox"/> I have a financial interest in the matter. <input type="checkbox"/> My immediate family member has a financial interest in the matter. <input type="checkbox"/> My business partner has a financial interest in the matter. <input type="checkbox"/> I am an officer, director, trustee, partner or employee of a business organization, and the business organization has a financial interest in the matter. <input type="checkbox"/> I am negotiating or have made an arrangement concerning future employment with a person

	or organization, and the person or organization has a financial interest in the matter.
Financial interest in the matter	<p>Please explain the financial interest and include a dollar amount if you know it.</p> <p>My employment may migrate as part of any sale of HCG's remaining energy and energy-related programs, contracts, and assets.</p>
Employee signature:	
Date:	 APR 8 2019

# **DETERMINATION BY APPOINTING OFFICIAL**

	<b>APPOINTING AUTHORITY INFORMATION</b>
Name of Appointing Authority:	Russell Peotter, on behalf of the Board of Councilors
Title or Position:	Council Chairman
Agency/Department:	Hampshire Council of Governments
Agency Address:	99 Main Street Northampton, MA 01060
Office Phone:	413-584-1300, ext. 120
Office E-mail	
	<b>DETERMINATION</b>
Determination by appointing authority:  Write an X by your selection.	As appointing official, as required by G.L. c. 268A, § 13, I have reviewed the particular matter and the financial interest identified above by a county employee.  <input type="checkbox"/> I am assigning the particular matter to another employee, or <input checked="" type="checkbox"/> I am assuming responsibility for the particular matter, or <input checked="" type="checkbox"/> I have determined that the financial interest is not so substantial as to be deemed likely to affect the integrity of the services which the county may expect from the employee.
Appointing Authority signature:	 Russell Peotter, Council Chairman
Date:	April 12, 2019
Comment:	Please see attached.

## DETERMINATION BY APPOINTING OFFICIAL CONTINUED

### Comment, continued:

The Board of Councilors ("Board") of the Hampshire Council of Governments ("HCG") is HCG's legislative body and the appointing authority with respect to its Executive Director, per Article Three of the Council's Charter. With a quorum present, the Board has considered the disclosure of the Executive Director pursuant to M.G.L. c. 268A, § 13 with respect to the Board's decision to offer HCG's remaining energy and energy-related contracts (collectively, the "Energy Operations") for sale and that migration of key staff associated with HCG's Energy Operations may be offered as part of any solicitation and subsequent sale (the "Matter") and has made the following determination.

The Board has determined to assume responsibility for the Matter and to assign oversight of the Matter to the Council Chairman, as its designee. All decisions regarding the negotiation of the material terms of any proposed transaction are to be referred to and made by the Council Chairman. The Board has retained the final authority to accept or reject any proposed transaction and no transaction shall be consummated without further vote of the Board.

As disclosed, any financial interest of the Executive Director that may arise is contingent upon the future course of negotiations with respect to the Matter. At the same time, the Board cannot meaningfully engage in negotiations with potential purchasers without the assistance of the Executive Director. Therefore, the Executive Director's financial interest is not so substantial as to be deemed likely to affect the integrity of the following services which HCG expects from the Executive Director:

- 1) Preparing and disseminating a bid submittal form/invitation for bids for use by potential purchasers who wish to submit bids for the purchase of the Energy Operations.
- 2) Receiving inquiries from potential bidders and responding to inquiries from potential bidders, provided that the response to any inquiry seeking a qualitative analysis, as opposed to inquiries seeking quantitative or purely factual information, shall be approved by the Council Chairman in advance.
- 3) Receiving bids for the purchase of the Energy Operations, provided that all bids and subsequent communications regarding the material terms of any proposed transaction are immediately forwarded to or, in the case of verbal communications, reported to the Council Chairman.
- 3) Upon request, preparing and providing information and documents pertinent to the Matter to the Board and/or to the Council Chairman and/or to legal counsel for HCG.
- 4) Upon request, assisting the Board and/or the Council Chairman and/or legal counsel for HCG in preparing and presenting information and documents.
- 5) Upon request, assisting the Council Chairman in negotiations with respect to the Matter so long as the Council Chairman and/or legal counsel for HCG are privy to all of the Executive Director's substantive communications with third parties with respect to the Matter.
- 6) Receiving such information as may be required in the judgment of the Board and/or to the Council Chairman or legal counsel for HCG regarding the status of negotiations.
- 7) Such other tasks as may be assigned from time to time by the Board and/or the Council Chairman and/or legal counsel for HCG.
- 8) Supervising or directing the efforts of HCG employees whose assistance may be required in connection with any of the foregoing.
- 9) Immediately upon receiving an offer of employment from a prospective purchaser of the Energy Operations and/or before entering into negotiations concerning future employment with a person or organization that has a financial interest in the Matter, the Executive Director shall make further disclosure pursuant to G.L. c. 268A, § 13.