

Westport Land Conservation Trust, Inc.

Request for Proposals

**Berry Hill Farm
764 Pine Hill Road, Lot 2, Westport,
MA**

Request for Proposals

Terms & Conditions

The Westport Land Conservation Trust, Inc (hereinafter “WLCT” and/or “Seller”) seeks to sell a parcel of land comprising approximately 42.56 acres and located at 764 Pine Hill Road, Lot 2 in Westport to a qualified Applicant (hereinafter “Applicant”). The farm is known as the Berry Hill Farm. The parcel will be conveyed subject to a Conservation Restriction (“CR”), as explained in Section C below. A qualified Applicant is an experienced farmer(s) who currently owns or manages an established agricultural operation and is committed to protecting the conservation and agricultural resources on the Property (as outlined in the CR).

The Property, which currently consists of one 42.56-acre lot, is owned by WLCT pursuant to a deed dated November 15th, 2022, and recorded with the Bristol County Southern District Registry of Deeds in Book 14531, Page 157 (hereinafter “the Property” and/or “Premises”).

The information contained in this Request for Proposals (hereinafter “RFP”) is provided to prospective Applicants as a matter of convenience only, WLCT does not provide any warranty and no representation is made as to its accuracy or completeness. Prospective Applicants are responsible for conducting such due diligence of their own, as they consider appropriate, prior to submitting their proposals. All information contained within this RFP was derived from reliable sources, and is believed to be correct and to represent accurately the terms and conditions of the sale as proposed by the Seller, but is not guaranteed. Applicants will rely entirely on their own judgment, inspection, and evaluation of the documents proposed by the Seller as a part of this transaction. Applicants with questions about information provided in this RFP should avail themselves of the procedures described in Paragraphs A.5 and A.6 below, with the understanding that the information presented in the forums described in those Paragraphs is also not guaranteed or warranted.

A. Overview

1. **Project Guiding Principles.** WLCT and our various partners, including the Town of Westport, have established a framework of guiding principles to reflect the key goals of saving Berry Hill Farm. These principles are:
 - a) **Protect** the prime agricultural resources and rural character that distinguish the Town of Westport
 - b) **Facilitate** the continuation of the Town’s agricultural economy through the resale of protected farmland at fair market agricultural value to an established farm operation that will continue cultivation of blueberries (among other crops);
 - c) **Preserve** the town’s water quality and natural resources, more specifically

the predominant headwaters of Allen Creek leading to the east branch of the Westport River

2. **Intent.** WLCT's intent is to select an Applicant for the Property who can:
 - a) Demonstrate prior experience and capacity necessary to manage an agricultural operation on the Property;
 - b) Respond appropriately to any guidelines developed by WLCT; and
 - c) Best meet the Evaluation and Selection Criteria delineated in Section E of this RFP.
3. **Purchase Price.** The intent of this process is to sell the Property to a responsible Applicant who submits a complete application and the most advantageous proposal, taking into consideration the guiding principles and all the evaluation criteria set forth in the RFP. All bids submitted must have a total purchase price of \$300,000.
4. **Submission Deadline and Estimated Award Date.** Completed proposals must be received via U.S. Mail at:

Even Keel Realty
Attn: Nicole Plante, Seller Facilitator
803 Main Road
Westport, MA 02790
Office Phone Number: (508) 636 -0099
Cell Phone Number: (508) 265-3795

Or delivered in person to 803 Main Road, Westport, Massachusetts 02790. Proposals from both delivery methods are due to Even Keel Realty no later 5:00 pm on Friday, January 20th, 2023. *If an applicant wishes to have a review of the proposal conducted for completeness, please deliver the application by Friday, January 13th, 2023.* WLCT's intent is to select a winning proposal by February 21st, 2023, but reserves the right to take up to 60 days to make a decision. WLCT reserves the right to reject any or all proposals, extend the selection date, or to cancel this RFP in its sole discretion.

5. **Property Inspections:** To schedule a Property inspection, please contact Nicole Plante of Even Keel Realty at least 48 hours before intended visit, by email nicole@evenkeelrealty.com or (508) 265-3795. Only questions pertaining to the Property description will be answered on-site to the best of the Seller Facilitator's knowledge. If questions cannot be answered on site, Applicants may submit questions in writing, as detailed below.
6. **Questions and Answers:** To be fair to all Applicants, all questions must be submitted in writing (email is acceptable) to the Seller Facilitator. All questions submitted, and the answers thereto, will be posted on WLCT's website and the Seller Facilitator's website. (The individual submitting the question will not be identified.) An Applicant without internet access may submit questions by U.S. Mail or in person, and provide a mailing address for the written responses. Questions must be submitted in writing by 5:00 pm on January 6th, 2023. Written

answers to all questions submitted will be posted on WLCT's website by 5:00 PM on Tuesday, January 10th, 2023. Any clarifications made in response to the questions of any one potential Applicant will be posted on WLCT's website.

All questions shall be made in writing and directed to:

Even Keel Realty
Attn: Nicole Plante, Seller Facilitator
803 Main Road
Westport, MA 02790
Nicole@evenkeelrealty.com
Office Phone Number: (508) 636 -0099
Cell Phone Number: (508) 265-3795

B. PROPERTY DESCRIPTION

- 1. Location and Site Information:** The Property consists of one lot known as Lot 2 totaling approximately 42.56 acres, being shown on a plan of land entitled "Plan of Land A.P. 43 Lot 8, 764 Pine Hill Road, Pierce Farm Revocable Trust dated September 1, 2022 by Southcoast Engineering recorded at Bristol County South Registry of Deeds Book:185, Page: 1.

Lot 2 is encumbered by a Conservation Restriction (CR) co-held by the Town of Westport (Primary Holder) and the Westport Land Conservation Trust, Inc. (Secondary Holder). The Property has existing agricultural structures and a "special use area" designed for residential use should an applicant decide to build a single family home on the property.

For WLCT's title see Bristol County Southern District Registry of Deeds Book 14531, Page 157. The CR is recorded in Bristol County Southern District Registry of Deeds Book 14531, Page 163.

The Property will be acquired in as-is condition (including, without limitation, any environmental condition).

The Applicant is responsible for compliance with all provisions of the Westport Zoning Bylaws (the "Zoning Bylaws").

- 2. Deed Restrictions, Easement, or Covenants:**

- a) The entire 42.56-acre property will be conveyed subject to a Conservation Restriction (CR) co-held by the Town of Westport and the Westport Land Conservation Trust, Inc. The restriction is explained further in Section C.
- b) WLCT will furnish Title Examination and History with any Applicant upon request
- c) The CR includes a square foot restriction on the size of the allowable single residence on the Property within the Special Use Area
- d) The Applicant should perform an independent examination of the title to the Property, to determine whether the Property is subject to any other pre-existing easements, rights of way, liens, encumbrances or assessments.

3. **Utilities:** The Property does not currently contain any utilities on site. It is not serviced by municipal water or natural gas.
4. **Buildings and improvements:** There is currently a farmstand on the property, netting infrastructure for blueberries, and a man-made agricultural pond. The CR allows for additional agricultural improvements with Grantee approval and a single family residence within the Special Use Area. Applicants will be allowed to view the property at a pre-determined time via appointment with the Seller's Facilitator. The Property will be sold as-is, and WLCT makes no guarantees as to the condition of the Premises.
5. **Zoning:** The Premises are located in a Residence/Agriculture District. All Applicants must conform with local, state and federal laws and ordinances as defined by the Westport Zoning Bylaws and other applicable Bylaws.
6. **Applicant's responsibility and due diligence:** Prospective Applicants should undertake an independent review and analysis concerning physical conditions, environmental conditions, applicable zoning, permits and approvals and other development and legal considerations. WLCT provides no representation as to the condition of the Property or any of the above items.

C. CONSERVATION RESTRICTION (CR)

The Property is an agriculturally and ecologically significant site and is an iconic part of Westport's rural landscape. To protect these resources and the significant investments made to protect them, a Conservation Restriction (CR) has been placed on the Property in perpetuity, and all future owners must abide by its terms. It is Town of Westport and WLCT's responsibility to monitor and enforce this CR. The CR is described below and is attached as Exhibit B. WLCT strongly encourages all Applicants to thoroughly review the CR prior to completing your proposal to fully understand the prohibited and permitted activities.

Overview of CR

Introduction

The purpose of the CR is to ensure that the Premises will be preserved forever in their natural, scenic, agricultural, and open condition and to prevent any use of the Premises that will significantly impair or interfere with the conservation values of the Premises. The paragraphs below summarize significant provisions of the proposed CR, but the Applicant is advised to read Exhibit B in full, in order to be completely informed as to its requirements and its effect on the Property.

Prohibited Uses

To ensure that the conservation values of the Premises remain protected in perpetuity, activities are prohibited on the Premises. No more than one single-family residence (total) will be permitted and can only be located within the provided "Special Use Area." Other examples of prohibited activities include subdivision, mining, and dumping. Such prohibited uses are fully described in the

“Prohibited Uses” section of the CR.

Reserved Rights

Several rights are retained for the Property owner such as the right to carry out agricultural activities on the Property, construct a limited amount of agricultural buildings, or create and maintain retail space. Such Reserved Rights are fully described in the “Reserved Rights” section of the CR.

Affirmative Agricultural Duty

The CR requires that the owner of the Premises maintain the Premises in active agricultural use as described in the CR. This includes, maintaining a level of agricultural use as described in the document.

D. SUBMISSION REQUIREMENTS

The submitted proposal must be complete and must conform to all submission requirements. The Proposal Form can be downloaded or printed and completed by hand or applicants can append pages to the Proposal Form referencing the respective sections. All signatures must be made on the final, printed document. You may attach additional pages if there is insufficient space to answer any of the questions in the boxes provided.

One (1) complete hard copy of each proposal must be received via U.S. Mail (at 803 Main Road, Westport, Massachusetts 02790) or in person to Even Keel Realty at 803 Main Road, Westport, Massachusetts by **5:00 PM on Friday, January 20th, 2023**. Proposals received after the deadline will be deemed non-responsive and returned to the Applicant, unopened.

The envelope containing the proposal shall include the Applicants name, address and telephone number and shall be marked “Proposal for Acquisition of Berry Hill Farm.”

All proposals must include: a completed and signed Proposal Form as outlined above with answers to all questions, (which is attached as Exhibit F), and the deposit, to be considered a complete response to the RFP. The Proposal Form includes the following components:

- 1. Statement of Intent**
- 2. General Information**
- 3. Property Purchase Financing Plan**
- 4. Farm Plan**
- 5. Executed Statement of Understanding of Conservation Restriction**
- 6. Executed Affidavit of Disclosure of Beneficial Interests and Non-Collusion**
- 7. Offer and Acceptance Form and Deposit:** All proposals must be accompanied by a signed and completed Offer and Acceptance Form, along with a deposit in the form of certified check in the amount of \$500.00 payable to order of Even Keel Realty. Deposits will be held in a non-interest bearing escrow account managed by Even Keel Realty. WLCT will signify acceptance of the successful proposal by countersigning the Offer and Acceptance Form and mailing it to the winning Applicant at the address provided. Please see Exhibit F for the terms and procedures for concluding the sale pursuant to the Offer and Acceptance. The (\$500.00) proposal deposits of those Applicants not selected will be returned by Even Keel Realty.

E. EVALUATION AND SELECTION PROCEDURE

All packages submitted by the deadline will be opened and reviewed for completeness by the Seller Facilitator. All proposals deemed complete will be reviewed by WLCT with input from an advisory committee comprised of members with extensive agricultural, business, and conservation experience. WLCT reserves the right to make the final selection of the applicant. WLCT reserves the right to reject all proposals. Applicants' names, and any other identifying information, will be redacted before proposals are reviewed and will not be shared beyond the Seller Facilitator and staff of WLCT. As a reminder, WLCT and its various partners including the Town of Westport, have undertaken this project with the following guiding principles:

- a) **Protect** the prime agricultural resources and rural character that distinguish the Town of Westport
- b) **Facilitate** the continuation of the Town's agricultural economy through the resale of protected farmland at fair market agricultural value to an established farm operation that will continue cultivation of blueberries (among other crops);
- c) **Preserve** the town's water quality and natural resources, more specifically the predominant headwaters of Allen Creek leading to the east branch of the Westport River

1) Evaluation and Selection Criteria

In reviewing each complete proposal, WLCT will seek the Applicant that best meets following criteria:

- To what extent is the agricultural proposal financially and technically feasible?
- To what extent is it compatible with the terms and guiding principles set forth in this RFP and in the CR?
- To what extent has the Applicant demonstrated experience in the proposed agricultural operations?
- To what extent has the Applicant demonstrated the ability and willingness to implement his or her plans in a way that complies with the purposes and conservation values of the Conservation Restriction, and its required approvals?

WLCT reserves the right to make the final selection of the Applicant. WLCT reserves the right to request additional information from Applicants, including but not limited to a request to interview the Applicant and a request for consent to perform a credit check.

WLCT MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, AS TO THE ACCURACY AND/OR COMPLETENESS OF THE INFORMATION PROVIDED IN THIS RFP. THIS RFP (INCLUDING ALL ATTACHMENTS AND SUPPLEMENT(S)) IS MADE SUBJECT TO ERRORS, OMISSIONS, PRIOR SALES, LEASE OR FINANCING, AND WITHDRAWAL WITHOUT PRIOR NOTICE, AND TO CHANGES TO, ADDITIONAL, AND DIFFERENT INTERPRETATIONS OF LAWS AND REGULATIONS.

List of Exhibits

Exhibit A: Berry Hill Farm Survey and CR Plan

Exhibit B: Conservation Restriction Pine Hill Road

Exhibit C: Map of “Berry Hill CR Farmland Soils”

Exhibit D: Map of “Berry Hill CR Wetland Resources”

Exhibit E: Berry Hill Farm RFP Proposal Form