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New Hampshire Fish and Game Department

HEADQUARTERS: 11 Hazen Drive, Concord, NH 03301-6500
(603) 271-3421
FAX (603) 271-1438

www.WildNH.com
e-mail: info@wildlife.nh.gov
TDD Access: Relay NH 1-800-735-2964

September 2, 2015

Her Excellency Governor Margaret Wood Hassan
And the Honorable Council
State House
Concord, NH 03301

REQUESTED ACTION

Authorize the New Hampshire Fish and Game Department (NHFGD) to accept deed restrictions on 2.60 acres along the Soucook River in Concord from Liberty Utilities Corporation, upon date of Governor and Council approval. No funding involved,

EXPLANATION

The New Hampshire Fish and Game Department proposes to accept conservation deed restrictions from Liberty Utilities on 2.6 acres of a 6.6 acre property located on Manchester Street in Concord. The conservation restrictions will protect wildlife and fisheries habitat along the Soucook River.

Respectfully submitted,

Glenn Normandeau
Executive Director

Kathy Ann LaBonte
Chief, Business Division

REGION 1
629B Main Street
Lancaster, NH 03584-3612
(603) 788-3164
FAX (603) 788-4823
email: reg1@wildlife.nh.gov

REGION 2
PO Box 417
New Hampton, NH 03256
(603) 744-5470
FAX (603) 744-6302
email: reg2@wildlife.nh.gov

REGION 3
225 Main Street
Durham, NH 03824-4732
(603) 868-1095
FAX (603) 868-3305
email: reg3@wildlife.nh.gov

REGION 4
15 Ash Brook Court
Keene, NH 03431
(603) 352-9669
FAX (603) 352-8798
email: reg4@wildlife.nh.gov

STATE OF NEW HAMPSHIRE

Inter-Department Communication

DATE May 26, 2015

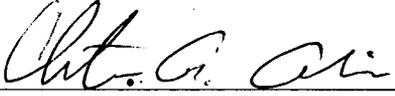
FROM: Christopher G. Aslin
Assistant Attorney General

AT (OFFICE) Department of Justice
Environmental Protection Bureau

SUBJECT: Liberty Utilities Grant of Conservation Restrictions, Concord, NH

TO: Richard Cook, Land Agent
Fish and Game Department

The Office of the Attorney General has reviewed the Grant of Conservation Restrictions Deed and supporting documents provided in connection with the above referenced acquisition and approves the acquisition for form and substance only. Following approval by Governor and Executive Council, the fully executed Deed should be returned to this office for approval of execution before the Deed is recorded.



Christopher G. Aslin

THIS IS A CONVEYENCE TO AN
INSTRUMENTALITY OF THE STATE
OF NEW HAMPSHIRE WHICH IS EXEMPT
FROM THE NEW HAMPSHIRE REAL
ESTATE TRANSFER TAX PURSUANT
TO NEW HAMPSHIRE RSA 78-B:2, I
AND FROM THE LCHIP SURCHARGE
PURSUANT TO RSA 478:17-g, II.

GRANT OF CONSERVATION RESTRICTIONS

Liberty Utilities (Energynorth Natural Gas) Corp., a New Hampshire corporation, having a mailing address of 15 Buttrick Road, Londonderry, New Hampshire 03053 (the "Grantor"), for good and valuable consideration to us paid by the State of New Hampshire, acting through the **New Hampshire Fish and Game Department** (sometimes referred to as "NHF&G" or the "Conservation Restriction Holder," which, unless the context clearly indicates otherwise, includes its successors and assigns), with a mailing address of 11 Hazen Drive, City of Concord, Merrimack County, State of New Hampshire 03301, grant to NHF&G certain Conservation Restrictions more particularly described herein below (the "Conservation Restrictions") on the property herein described. The Property was restricted as a condition of the NHDES Alteration of Terrain Permit #AOT-0805.

The Property located in Concord, Merrimack County, New Hampshire, hereby conveyed and made subject to the Conservation Restrictions shown as **Conservation Easement P/O Map 109 Block 2 Lot 4 and Conservation Easement P/O Map 109 Block 1 Lot 3** on a plan entitled "Conservation Restriction Plan, Map 109 Block 1 Lot 3 & Map 109 Block 2 Lot 4 (Route 3) Manchester Street, Broken Bridge Road, Soucook River, Concord, NH" dated February 24, 2015, prepared by JPS & Associates and recorded in the Merrimack County Registry of Deeds contemporaneously herewith, more particularly bounded and described as follows:

TRACT ONE:

A certain parcel of land located in the City of Concord, County of Merrimack, State of New Hampshire, situated on Broken Bridge Road, being described more particularly as follows:

Beginning at a point located on the South West side of a discontinued portion of Broken Bridge Road at the high water mark of the Soucook River; thence along the Soucook River in a South Westerly direction 827 Feet more or less to a point at the high water mark; thence North 00° 23' 59" East a distance of 103.65 Feet to a point; thence South 88° 07' 31" East a distance of 125.74 Feet to a point; thence North 81° 23' 08" East a distance of 112.52 Feet to a point; thence North 52° 12' 53" East a distance of 109.04 Feet to a point; thence North 27° 42' 52" East a distance of 199.69 Feet to a point; thence North 14° 58' 43" East a distance of 178.81 Feet to a

point; thence North 25° 28' 55" East a distance of 13.21 Feet to a point at the South West side of a discontinued road known as Broken Bridge Road; thence along the South West side line of Broken Bridge Road, South 40° 34' 16" East a distance of 162.36 Feet to the point of beginning.

Containing an area of 2.00 acres or 87,100 s.f., more or less.

TRACT TWO:

A certain parcel of land located in the City of Concord, County of Merrimack, State of New Hampshire, situated on Broken Bridge Road, being described more particularly as follows:

Beginning at a point located on the North East side of a discontinued portion of Broken Bridge Road at the Soucook River; thence along the North East side of Broken Bridge Road North 40° 34' 16" West a distance of 162.63 Feet to a point; thence North 25° 28' 55" East a distance of 30.59 Feet to a point; thence North 42° 11' 26" East a distance of 81.75 Feet to a point; thence North 63° 09' 18" East a distance of 100.35 Feet to a point; thence North 68° 56' 06" East a distance of 50.80 Feet to a point on the South West side of Manchester Street also known as Route 3; thence along the South West side of Manchester Street South 29° 49' 45" East a distance of 101.18 Feet to a point at the high water mark at the Soucook River; thence along the Soucook River in a South Westerly direction 290 Feet more or less to the point of beginning.

Containing an area of 0.60 acres or 26,310 s.f., more or less.

The above parcels are collectively hereafter referred to as the "Restricted Property."

This conveyance is made subject to the following Conservation Restrictions, which shall run with the land and be enforceable Conservation Restrictions as defined in NH RSA 477:45 – 47, for the benefit of the New Hampshire Fish and Game Department and its successors. The following restrictions apply:

1. No structure or improvement, including, but not limited to, a dwelling, any portion of a septic system, detention basins and/or swales, educational building, tennis court, swimming pool, dock, athletic field, pavilion, shooting range, aircraft landing strip, tower, including cell towers, mobile home, or wind powered generator or similar development, shall be constructed, placed, or introduced onto the Restricted Property.
2. There shall be no vegetative management undertaken by the Grantor, its successors or assigns unless approved by the New Hampshire Fish and Game Department in writing; provided that the Grantor shall not be liable and shall have no obligation to manage or restrict any vegetative management conducted by the holder of any easement located within the Restricted Property.
3. The New Hampshire Fish and Game Department shall have the right to enter and go upon the Restricted Property for wildlife surveys and conservation purposes at its sole discretion after reasonable advanced notice to the Grantor.

4. The New Hampshire Fish and Game Department shall retain the right, but not the obligation, to manage and maintain the Restricted Property as wildlife habitat at its sole discretion; provided that the Grantor shall have no obligation to manage or maintain the Restricted Property.

The foregoing Conservation Restrictions above shall be enforceable by the Conservation Restriction Holder in perpetuity by actions at law or by proceedings in equity.

The Conservation Restrictions serve the following purposes:

1. Assuring that the Restricted Property will be retained in its forested, wetland and open space condition.
2. Protecting and conserving the natural biological diversity of the region including the Frosted Elfin, Karner Blue Butterfly, Pine Barrens Zanclognatha Moth, Eastern Hognose Snake, Northern Black Racer and other rare plants and animals, exemplary natural communities, wetlands and other significant wildlife habitats on the Restricted Property.
3. Protecting and conserving the wetlands and/or forest lands of which the Restricted Property consists and the wildlife habitat thereon.

The Conservation Restrictions set forth in this Grant are created solely for the protection of the Restricted Property, and for the consideration and values set forth above, and Grantor reserves the ownership of the fee simple estate upon the Restricted Property and all rights appertaining thereto, including the right to engage in all acts or uses not prohibited by this Grant and not inconsistent with the conservation purposes hereof. It is expressly understood and agreed that the terms of this Grant do not grant or convey to members of the general public any rights of ownership, entry or use of the Restricted Property.

The Restricted Property is conveyed TOGETHER WITH all recorded conditions, restrictions, and agreements that lawfully apply to the Restricted Property or any part thereof and SUBJECT TO all matters of record and to real estate taxes accruing after the date hereof

By accepting this deed, the Grantor agrees to maintain the Restricted Property in its open and undeveloped state. The Conservation Restrictions set forth above shall burden the Restricted Property in perpetuity and shall be binding on the Grantor and its successors and assigns.

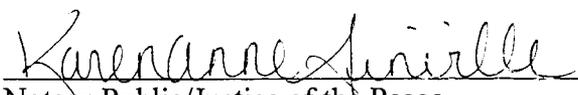
Executed on this 23 day of March, 2015.

Liberty Utilities (Energynorth Natural Gas) Corp.

By: 
Name: Daniel G. Saad
Title: President - NH

STATE OF NEW HAMPSHIRE
COUNTY OF Hillsborough

On this, the 23rd day of March, 2015, before me, the undersigned officer, personally appeared Daniel G. Saad, who acknowledged himself to be the President of Liberty Utilities (EnergyNorth Natural Gas) Corp., Inc., a New Hampshire corporation, and that he, as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.


Notary Public/Justice of the Peace
My Commission Expires: 7/2/2019

KAREN ANNE SINVILLE
Justice of the Peace, State of New Hampshire
My Commission Expires July 2, 2019

Accepted by the State of New Hampshire on this ____ day of _____, 2015.

**Glenn Normandeau, Executive Director
New Hampshire Fish and Game
Department**

THE STATE OF NEW HAMPSHIRE
COUNTY OF MERRIMACK

Personally appeared, Glenn Normandeau, Executive Director of the New Hampshire Fish and Game Department, this ____ day of _____, 2015, and being duly authorized acknowledged the foregoing on behalf of the State of New Hampshire.

Before me, _____
Print Name _____
Justice of the Peace/Notary Public
My commission expires: _____

Approved as to form, substance, and execution on this ____ day of _____, 2015.

Assistant Attorney General

Approved by the New Hampshire Governor and Executive Council:

Approval Date: _____ Item # _____

State of New Hampshire Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that Liberty Utilities (EnergyNorth Natural Gas) Corp. is a New Hampshire corporation duly incorporated under the laws of the State of New Hampshire on July 23, 1945. I further certify that all fees and annual reports required by the Secretary of State's office have been received and that articles of dissolution have not been filed.



In TESTIMONY WHEREOF, I hereto
set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 3rd day of June, A.D. 2015

A handwritten signature in cursive script, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State

CERTIFICATE OF VOTE

The undersigned Secretary of Liberty Utilities (EnergyNorth Natural Gas) Corp. does hereby certify that:

1. I am the duly elected Secretary of Liberty Utilities (EnergyNorth Natural Gas) Corp.
2. The attached Exhibit A is a true copy of the Unanimous Written Consent Resolutions duly adopted by the Board of Directors of Liberty Utilities (EnergyNorth Natural Gas) Corp. dated and effective as of August 13, 2015.
3. The attached resolutions have not been amended or revoked and remain in full force and effect as of the date written below.
4. Daniel G. Saad is the duly appointed President of the Organization.

IN WITNESS WHEREOF, I have hereunto set my hand as the Secretary of Liberty Utilities (EnergyNorth Natural Gas) Corp., this 27th day of August, 2015.

Kevin M. Saad
V.P. Finance, Treasurer, Secretary

STATE OF NEW HAMPSHIRE
County of Rockingham

On this the 27th day of August, 2015, before me, the undersigned officer, personally appeared Kevin McCarthy, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he/she executed the same for the purposes therein contained. In witness whereof, I hereunto set my hand and official seal.

Karen Anne Sinville-Dupuis
Notary Public / Justice of the Peace
My commission expires: 7/2/19

KAREN ANNE SINVILLE
Justice of the Peace, State of New Hampshire
My Commission Expires July 2, 2019

EXHIBIT A

**UNANIMOUS WRITTEN CONSENT RESOLUTIONS
OF THE BOARD OF DIRECTORS
OF
LIBERTY UTILITIES (ENERGYNORTH NATURAL GAS) CORP.**

The undersigned, being all of the Directors of Liberty Utilities (EnergyNorth Natural Gas) Corp., a corporation duly incorporated in the State of New Hampshire (the "Corporation"), do hereby waive all notice of the time, place and purposes of meetings of the Board of Directors of the Corporation and consent, pursuant the New Hampshire Business Corporation Act, to the adoption of the following resolutions with the same force and effect as if adopted at a duly convened meeting of the Board of Directors of the Corporation and hereby direct that this written consent be filed with the minutes of the proceedings of the Board of Directors of the Corporation:

- RESOLVED:** That the Board hereby deems it desirable and in the best interests of the Corporation to grant certain conservation restrictions for the benefit of the State of New Hampshire over property of the Corporation located on Broken Bridge Road in Concord, New Hampshire and identified as (i) City of Concord Tax Map 109, Lot 2-4 and (ii) City of Concord Tax Map 109, Lot 1-3 (collectively, the "Property") pursuant to the terms of New Hampshire Department of Environmental Services Alteration of Terrain Permit No. AoT-0805.
- RESOLVED:** That the granting of the foregoing conservation restrictions over the Property by the Corporation is hereby approved, authorized, ratified and confirmed in all respects.
- RESOLVED:** That Daniel G. Saad, as President of the Corporation is hereby authorized, empowered and directed, for and on behalf of the Corporation, to do, and to cause any and all of the Corporation's counsel and advisors to do, any and all acts, deeds and things, and to sign, seal, execute, acknowledge, file, record and deliver any and all documents, instruments, certificates or undertakings which may be or may become necessary, desirable or appropriate to effectuate the purposes of the foregoing resolution, and to incur and pay all such fees and expenses as he shall in his good faith and judgment determine to be necessary, desirable or advisable to carry out fully the intent and purposes of the foregoing resolution and the execution by him of any such document, instrument or certificate or the payment of any such fees and expenses or the doing by him of any act in connection with the foregoing matters shall conclusively establish his authority therefor and the approval of the documents, instruments or certificates so executed, the expenses so paid, the filings so made and the actions so taken.

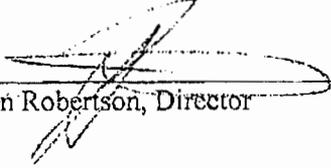
documents, instruments or certificates so executed, the expenses so paid, the filings so made and the actions so taken.

RESOLVED: That all actions heretofore taken by the Board or any officer of the Corporation in connection with any matter referred to in or contemplated by any of the foregoing resolutions be, and hereby are approved, ratified and confirmed in all respects.

RESOLVED: That the Board hereby authorizes the Secretary or any other officer of the Corporation to certify to any person a copy of these resolutions and the names and signatures of the Corporation's officers or employees hereby authorized to act in the premises, and any person to whom such a certificate is delivered is hereby expressly authorized to rely upon such certificate until formally advised by a like certificate of any change therein, and is hereby authorized to rely on any such additional certificates.

Notice of the meeting and all other formalities in connection with these consent resolutions and the matters addressed therein are hereby waived.

Dated and Effective as of the 13th day of August, 2015.



Ian Robertson, Director

Gregory Sorenson, Director

Richard Leehr, Director

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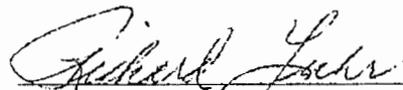
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Richard Leehr, Director