

**Bristol Town Administrator**

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**From:** Kevin E. Brown <KBrown@langrock.com>  
**Sent:** Tuesday, November 27, 2018 2:27 PM  
**To:** Bristol Town Administrator  
**Cc:** Michelle S. Perlee  
**Subject:** RE: Bristol: Stanley Livingston Property [DRM-ID.FID967671]  
**Attachments:** ACT152 As Enacted.pdf

Hi Valerie,

In recent years, Bristol, like many towns has simply quit-claimed its interest in perpetual lease lands (a/k/a glebe lands) for no consideration, simply to make property transactions easier. This practice, however, violated 24 V.S.A. §2406 and therefore was not legal.

The General Assembly addressed the issue during the 2018 regular session and made the real estate/municipal world much simpler. I have attached a copy of Public Act No. 152 (effective July 1, 2018).

In a nutshell, all public rights in perpetual lease land rights will evaporate on January 1, 2020, unless the municipality affirmatively votes to retain ownership of some or all of the perpetual lease lands. 24 V.S.A. §2409(b)(1).

Rather than wait for Jan. 1, 2020, a selectboard may vote to relinquishes interest in some or all perpetual lease lands within the municipality. If and when the selectboard so votes, fee simple title to the perpetual lease lands vests in the current leaseholder of record (the property owner”). 24 V.S.A. §2409(b)(2).

Bristol stopped collecting annual lease payments many years ago. There is no reason not to place on the Selectboard’s agenda for a vote to release the Town’s interests in all perpetual lease lands pursuant to 24 V.S.A. §2409(b)(2).

Yes, this would be a conveyance of municipal real estate; but, no, the Town would not have to go through the advance public notice procedure of 24 V.S.A. §1061(a) (even if Bigelow et al wanted you to). This is because, the legislature added conveyances of lease lands to the exceptions from the advance public notice requirements. See the last section of Public Act No. 152 which adds subsection 4 to 24 V.S.A. §1061(c).

**Kevin E. Brown, Esq.**

**Langrock Sperry & Wool, LLP**

PO Drawer 351  
Middlebury, VT 05753-0351  
Phone: 802.388.6356  
Fax: 802.388.6149

[kbrown@langrock.com](mailto:kbrown@langrock.com)

[www.langrock.com](http://www.langrock.com)



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**From:** Bristol Town Administrator [<mailto:townadmin@bristolvt.org>]  
**Sent:** Tuesday, November 27, 2018 12:17 PM  
**To:** Kevin E. Brown  
**Cc:** Michelle S. Perlee  
**Subject:** FW: Bristol: Stanley Livingston Property [DRM-ID.FID967671]

Hi Kevin,

I've been playing phone tag with K. Brennan about this. And I've asked Peter Coffey, Lister Craig Scribner, and others about how this kind of thing has been handled in the past. Peter recalled that the Selectboard had approved prior ones. Thoughts?

--Valerie

Valerie Capels, Town Administrator  
Town of Bristol  
1 South Street  
P.O. Box 249  
Bristol, VT 05443  
P: (802) 453-2410 ext. 22  
E: [townadmin@bristolvt.org](mailto:townadmin@bristolvt.org)  
W: [www.bristolvt.org](http://www.bristolvt.org)  
FB: <https://www.facebook.com/bristolvt/>  
Tw: @BristolTownAdm

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**From:** Kevin Brennan <[kevin@bpd.legal](mailto:kevin@bpd.legal)>  
**Sent:** Tuesday, November 20, 2018 8:50 AM  
**To:** Bristol Town Administrator <[townadmin@bristolvt.org](mailto:townadmin@bristolvt.org)>; [kevin@bpd.legal](mailto:kevin@bpd.legal)  
**Subject:** RE: Bristol: Stanley Livingston Property [DRM-ID.FID967671]

In the past, the Town has agreed to execute quit claim deeds to release any so-called "lease lands" going back to the original first or second division of the Town. So Attorney Dodge is inquiring to see if the Town is still agreeable to doing so.

Kevin

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**From:** Bristol Town Administrator <[townadmin@bristolvt.org](mailto:townadmin@bristolvt.org)>  
**Sent:** Monday, November 19, 2018 4:20 PM  
**To:** [kevin@bpd.legal](mailto:kevin@bpd.legal)  
**Subject:** RE: Bristol: Stanley Livingston Property [DRM-ID.FID967671]

Hi Kevin,

Belated thanks. Can you tell me what this is for? I cannot quite tell from the thread of things.

--Valerie

Valerie Capels, Town Administrator  
Town of Bristol  
1 South Street  
P.O. Box 249  
Bristol, VT 05443  
P: (802) 453-2410 ext. 22  
E: [townadmin@bristolvt.org](mailto:townadmin@bristolvt.org)  
W: [www.bristolvt.org](http://www.bristolvt.org)  
FB: <https://www.facebook.com/bristolvt/>  
Tw: @BristolTownAdm

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**From:** [kevin@bpd.legal](mailto:kevin@bpd.legal) <[kevin@bpd.legal](mailto:kevin@bpd.legal)>  
**Sent:** Monday, November 12, 2018 7:29 AM  
**To:** Bristol Town Administrator <[townadmin@bristolvt.org](mailto:townadmin@bristolvt.org)>  
**Subject:** FW: Bristol: Stanley Livingston Property [DRM-ID.FID967671]

Hi Valerie,

Attached and below is an email I received from Attorney Dodge requesting the Town to release any lease land interest it may have.

I let Attorney Dodge know that I would forward the email to you for your consideration and that would likely hear back directly from you or Kevin Brown.

Please do not hesitate to call or email if you have any questions.

Take care,

Kevin

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**From:** Will Dodge <[wdodge@drm.com](mailto:wdodge@drm.com)>  
**Sent:** Monday, October 29, 2018 3:39 PM  
**To:** 'kevin@bpd.legal' <[kevin@bpd.legal](mailto:kevin@bpd.legal)>  
**Cc:** Alexis L. Peters <[APeters@drm.com](mailto:APeters@drm.com)>  
**Subject:** Bristol: Stanley Livingston Property [DRM-ID.FID967671]

Hi Kevin:

Thanks again for the discussion last week regarding glebe lands in Bristol, VT, and the possibility of securing a release from the Town. As I mentioned, our client, Marina Energy, LLC, has a solar facility at the Livingston property off 1541 Hardscrabble Road pursuant to a lease agreement, and we're trying to clean up the title in connection with a pending transaction.

I've attached the following for your review and for discussion with the Town Manager:

- Draft Quitclaim Deed from the Town to Stanley S. Livingston
- DRM Title Memorandum concerning the Property (which includes the various warranty and QC deeds mentioning perpetual leases; and
- Copy (from a text message) of a deed granted by the Town to one of Stanley Livingston's successors in interest (Tonya Lawyer) ironically for glebe lands, but only on Ms. Lawyer's property.

Let me know if you need any additional information or if there's an alternate process we should pursue for making the request. Thanks in advance. I'm copying my associate, Alexis Peters, on the transmittal as she would likely attend any Selectboard meeting to authorize the transaction.

**William J. Dodge** | Director | Energy, Environment and Telecommunications Group  
**Downs Rachlin Martin PLLC** | **Business Sense · Legal Ingenuity**  
199 Main Street, PO Box 190 | Burlington, VT 05402-0190  
Direct: 802-846-8395 | Mobile: 802-324-2114 | Main: 802-863-2375 | Fax: 802-862-7512  
[wdodge@drm.com](mailto:wdodge@drm.com) | [www.drm.com](http://www.drm.com)

Admitted in VT, NH.

Downs Rachlin Martin PLLC is the exclusive member firm for Vermont of [Lex Mundi](#), the world's leading association of independent law firms with in-depth experience in 100+ countries worldwide.

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**No. 152. An act relating to requiring municipal corporations to affirmatively vote to retain ownership of lease lands.**

(H.859)

It is hereby enacted by the General Assembly of the State of Vermont:

Sec. 1. 24 V.S.A. § 2409 is added to read:

§ 2409. RETENTION OF MUNICIPAL OWNERSHIP OF LEASE LANDS

(a) As used in this section:

(1) “Legislative body” means the officer or officers of a municipal corporation who are charged with the care of the municipal corporation’s lease lands.

(2) “Lessee” means the person entitled to possess, enjoy, and use land subject to a perpetual lease and shall include the person’s heirs, executors, administrators, and assigns.

(3) “Municipal corporation” shall have the same meaning as “municipality” in 1 V.S.A. § 126 and shall also include every municipal corporation identified in subdivision 1751(1) of this title, county grammar schools, any unorganized towns and gores in the State, and any of the unified towns and gores of Essex County. “Municipal corporation” shall not include the University of Vermont and State Agricultural College.

(4) “Perpetual lease” means any leasehold interest in Vermont land, and every estate in Vermont land other than fee simple absolute, the title to which is held by a municipal corporation according to section 2401 of this title, arising out of or created by an instrument of lease that conveys to a person

designated as lessee the right to possess, enjoy, and use the land in perpetuity or substantially in perpetuity. "Perpetual lease" shall include leasehold interests that are subject to restrictions on the lessee's use of the land and shall include lands that the municipal corporation may repossess for nonpayment of rent or other default under the terms of the lease.

(5) "Perpetual lease land" means all land described in a perpetual lease that is owned by or vested in a municipal corporation. "Perpetual lease land" does not include land described in a perpetual lease that is held in title by any person other than a municipal corporation, or any land described in a perpetual lease over which the municipal corporation acts exclusively as trustee.

(b)(1) On January 1, 2020, fee simple title to perpetual lease lands shall vest in the current lessee of record, free and clear of the interest of a municipal corporation in the perpetual lease lands held in accordance with section 2401 of this title, unless prior to that date the legislative body of the municipal corporation votes in the affirmative to retain ownership of some or all of the perpetual lease lands within that municipal corporation.

(2) At any time, the legislative body of a municipal corporation may vote to relinquish its interest in some or all of the perpetual lease lands within that municipal corporation held in accordance with section 2401 of this title. Upon such a vote, fee simple title to perpetual lease lands shall vest in the current lessee of record.

(3) When fee simple title to perpetual lease land vests in the current lessee of record pursuant to this subsection, the land shall remain subject to any other encumbrances of record, including municipal encumbrances and easements.

(c) Nothing in this section shall prevent a municipal corporation that has retained its interest in perpetual lease land held in accordance with section 2401 of this title from later conveying the land in accordance with section 2406 of this title.

Sec. 2. 24 V.S.A. § 1061 is amended to read:

§ 1061. CONVEYANCE OF REAL ESTATE

\* \* \*

(c) Notwithstanding the provisions of subsections (a) and (b) of this section, the legislative body of a town or village may authorize the conveyance of municipal real estate if the conveyance:

\* \* \*

(3) Involves real estate used for housing or urban renewal projects under chapter 113 of this title.

(4) Involves lease land pursuant to chapter 65, subchapter 1 of this title.

\* \* \*

Sec. 3. EFFECTIVE DATE

This act shall take effect on July 1, 2018.

Date Governor signed bill: May 21, 2018