



**Bernstein, Shur,
Sawyer & Nelson, P.A.**
100 Middle Street
PO Box 9729
Portland, ME 04104-5029

T (207) 774 - 1200
F (207) 774 - 1127

Katherine Joyce
207-228-7297
kjoyce@bernsteinshur.com

VIA EMAIL – rpierce@nhdlaw.com

May 2, 2025

Russell B. Pierce Jr., Esq.
Norman Hanson & DeTroy, LLC
2 Canal Plaza
PO Box 4600
Portland, ME 04112-4600

Re: DEP Consolidated Petition for Release from Dam Ownership related to Silver Lake, Alamoosook Lake, and Toddy Pond, 38 M.R.S. §§ 901, et seq (the “Petition”).

Dear Attorney Pierce:

Bucksport Mill, LLC (“Bucksport Mill”) hereby responds to the March 27, 2025 letter request from the Towns of Orland, Blue Hill, Penobscot, and Surry (the “Towns”) for additional information and clarification. As indicated in its February 21, 2025 letter (the “February 2025 Production”), Bucksport Mill produced responsive information that was accessible, disclosable, and in its possession to assist the Towns in their evaluation of the dams for potential ownership. Bucksport Mill intends for this process to be collaborative and appreciates the Town of Bucksport’s patience as we searched historic databases and worked through potential confidentiality and privilege issues to produce the additional responsive information contained herein.

In this production, Bucksport Mill first addresses your enumerated requests in turn, and then describes and produces additional responsive information in its possession.

1. *Please identify with particularity all property rights that are within the scope of Buckmill’s petition which Buckmill intends to transfer under Article 6 of Title 38 (38 M.R.S. § 906(2)). By way of examples only,*
 - i. *Buckmill’s petition and attached map describes “Toddy Pond Dam Lots” and refers to the Toddy Parcel by reference to the deed at Book 979, Page 144, which deed in turn describes 9 parcels (one of which includes flowage rights). Does Buckmill consider all nine parcels described in this deed to be within the scope of its transfer obligations of Title 38?*
 - ii. *Buckmill’s petition refers to the deed at Book 711, Page 434, Section 39, as the real estate to be transferred with the Alamoosook Lake Dam. The petition does not appear to include the parcel described in the deed at Book 802, Page 585, which may be necessary to gain access to the upper dam for repair and maintenance purposes. Does*

Buckmill consider the transfer of this parcel to be within the scope of its transfer obligations of Title 38? Further, Section 40 of the Book 711, Page 434 deed refers to flowage rights. Is Section 40 included in the scope of Buckmill's transfer obligations of Title 38?

As described in a Title Memorandum included as part of the Petition, the deeds at Book 979, and Page 144, and at Book 711, Page 434 that are referenced above are historical deeds that conveyed to Bucksport Mill's predecessors larger real estate interests that included the dams. The intention of the Title Memorandum was to provide broad and general evidence of Bucksport Mill's right, title and interest in the dams for purposes of the Petition. These memorandums do not encompass a full title review of Bucksport Mill's interests, nor do they describe the specific parcels constituting the Water System (as defined below) owned by Bucksport Mill as of 2025.

As evidenced by the 2006 Title Policy (as updated in 2015) (the "Title Policy") that was included as part of Attachment 1 to Bucksport Mill's February 2025 Production, there have been numerous in and out conveyances in the years since these historic deeds that may include parts of the Water System. Given the extensive, complex, and potentially uncertain history of the real estate in question, it is also possible additional conveyances were made to Bucksport Mill's predecessors in interest that are not reflected in the Title Policy, such as the deed at Book 802, and Page 585, which likely was passed to Bucksport Mill through the chain of title from St. Regis Paper Company.

Bucksport Mill's intention is to transfer any and all assets currently owned in fee that contain the dams and dam structures as well as all appurtenant rights, easements and access rights, flowage rights, and all other rights necessary for the ownership and operation of Toddy Pond Dam, the Alamoosook Lake Dam and the Silver Lake Dam (altogether, the "Water System"). To the best of Bucksport Mill's knowledge, it has not sold or transferred any property or equipment in fee related to the fresh water supply system since Bucksport Mill took ownership.

However, Bucksport Mill acknowledges that it cannot clearly describe in a schedule with specificity and in a reliable fashion the exact holdings encompassing the Water System, nor what delineates what portion of the Water System applies to each dam, since such an exercise has not been undertaken since acquiring ownership, if ever. The contents of the Title Policy constitute the entirety of Bucksport Mill's prior diligence into the relevant real estate holdings to which the Water System is a part. As a result, Bucksport Mill cannot make any affirmative representations or warranties regarding what precisely is owned as part of the Water System, nor the quality of its title to the Water System. Bucksport Mill respectfully suggests that the Towns conduct their own real estate diligence on all of the relevant interests in the Water System, as would be conducted by a buyer in a standard commercial sale, and Bucksport Mill will respond to specific issues as presented by that diligence effort.

With the above in mind, Bucksport Mill intends to fully participate in a collaborative and commercially reasonable process with the Towns to attempt to determine the specific real estate boundaries of and inclusions in the Water System, including its divisions. As part of this second response to the Towns' requests for disclosures, and as a show of good faith, Bucksport Mill has conducted additional research and is producing additional documentation that is believed to be locus (meaning specifically related to the physical location of) to the Water System. Bucksport Mill cannot be certain that these materials encompass all recorded real estate interests in any way related to the Water System but is providing all new documents found in historic databases that are clearly locus to assist the Towns in their diligence. Bucksport Mill intends to continue to disclose materials within its control at all stages of the

conveyance process, as requested, if the Towns' due diligence suggests additional documents may be relevant to determinations of title and boundaries of the Water System.

- **Attachment 1A:** Modified Index Plan Showing General Location of Fee Parcels and Easement Rights. (NOTE: We have modified this plan in April 2025 from 2014 to reflect our current broad understanding of what parcels and pipelines likely constitute the Water System (marked in blue). This map is not certified in any way and is not intended to be used as a definitive or comprehensive statement of interests held, but can provide broad guidance when reviewing documents that may or may not be locus to the Water System. Green parcels are either no longer held by Bucksport Mill or are not part of the Water System.)
- **Attachment 1B:** Research and Reconnaissance Plan, Alamoosook Lake Flowage Rights (Reflecting information contained within the Title Policy.)
- **Attachment 1C:** Research and Reconnaissance Plan, Aqueduct Easement Corridor (Reflecting information contained within the Title Policy.)
- **Attachment 1D:** ALTA/ACSM Land Title Survey, Land Fill Tract (Reflecting information contained within the Title Policy. Note that, as suggested by Attachment 1A, Bucksport Mill does not intend to convey the Landfill, however this survey may be useful as it contains references to pipelines, water supply lines, and various related easement and other appurtenant rights that may be part of the Water System.)
- **Attachment 1E:** ALTA/ACSM Land Title Survey, Mill Site Tract (Reflecting information contained within the Title Policy. Note that, as suggested by Attachment 1A, Bucksport Mill does not intend to convey the parcels shown on this survey, however this survey may be useful to the extent it may contains references to pipelines, water supply lines, and various related easement and other appurtenant rights that may be part of the Water System.)
- **Attachment 1F:** ALTA/ACSM Land Title Survey, North End Tract (Reflecting information contained within the Title Policy. Note that, as suggested by Attachment 1A, Bucksport Mill does not intend to convey the parcels shown on this survey, however this survey may be useful to the extent it may contains references to pipelines, water supply lines, and various related easement and other appurtenant rights that may be part of the Water System.)
- **Attachment 1G:** ALTA/ACSM Land Title Survey, Town Site Tract (Reflecting information contained within the Title Policy. Note that, as suggested by Attachment 1A, Bucksport Mill does not intend to convey the parcels shown on this survey, however this survey may be useful as it contains references to pipelines, water supply lines, and various related easement and other appurtenant rights that may be part of the Water System.)
- **Attachment 1H:** Declaration of Covenants Regarding Property of Verso Bucksport LLC, Bucksport and Orland, Hancock County, Maine

- **Attachment 1I:** Water System Flow Diagram (Representing a very broad understanding of what encompasses the entire Water System. Note that, as suggested by Attachment 1A, Bucksport Mill does not intend to convey the Mill itself or any part of the Mill as part of the transfer, only the Water System.)
 - **Attachment 1J:** Updated Title Memorandum (Representing additional in and out conveyances from July 28, 2006 through April 3, 2025, some of which may already be reflected in the Title Policy, including easements related to the Water System. Please note that, for practical purposes and given issues of feasibility, the creation of this document was limited in scope to clearly locus instruments recorded under the relevant grantor names. It is possible that not all documents related to the Water System are referenced herein, and it is possible third parties have made other related conveyances to easement parcels and other ancillary interests in this time period that are not reflected in the memo.)
2. *Please provide a copy of the March 2015 revised Lake Level Management Plan described as the “Verso Paper Corp. Lake Level Management Plan” in the 2019 Easement between Bucksport Mill, LLC and Bucksport Generation, LLC, including any subsequent revisions to this plan or similar; subsequent documents.*

Please see **Attachment 2**, the “Verso Paper Corp. Lake Level Management Plan.”

3. *Please provide a full copy of the contract (as described in the dams’ Emergency Action Plans) with Ironclad Energy Partners, LCC (Bucksport Generation) describing Bucksport Generation’s responsibility for operating, maintaining, and completing routine inspections of the Alamoosook Lake and Toddy Pond dams and identifying any Bucksport Mill, LLC costs or other obligations associated with this activity.*

Bucksport Mill’s February 2025 Production references an agreement with Bucksport Generation regarding the provision of certain services in connection with the Water System. This agreement is also referenced in the Town of Bucksport’s March 28, 2025 request. The agreement was withheld from the initial production while Bucksport Mill evaluated and addressed confidentiality concerns. Bucksport Mill is actively seeking counterparty consent to produce the agreement and will provide it after obtaining such consent. To Bucksport Mill’s knowledge, there are no other agreements between Bucksport Mill and any other entity regarding the Water System.

4. *Copies of the June 2024 Haley Ward inspection report, and all other Haley Ward inspection reports for the Alamoosook Lake and/or Toddy Pond dams, including any inspection report (whether by Haley Ward or another entity) within the past six years.*

Please see **Attachment 3**, June 2024 Commercial Diver Inc. Inspection Reports for Alamoosook Dam, Silver Lake Dam, and Toddy Pond Dam and **Attachment 3B**, dam inspection checklists from 2024 completed by Bucksport Generation.

5. *Copies of all documents provided to the Alamoosook Lake Association or any of its agents, attorneys, or representatives, which have not been provided to the Towns of Orland, Surry, Penobscot, and Blue Hill.*

Please see **Attachment 4**.

6. *For Copies of the general ledger of either Buckmill or any related or affiliated entity that form the underlying basis for the Haley Ward Capital Expenditure (CAPEX) Plan, Contingent CAPEX Plan, and Operations and Maintenance (O&M) budgets.*

In response to the Towns' initial request for information, Bucksport Mill provided CapEx plans and O&M budgets. The general ledgers of Bucksport Mill or any related or affiliated entity are not germane to the Towns' evaluation of potential dam ownership and Bucksport Mill objects to the production of such confidential financial records.

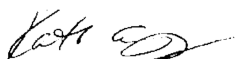
Bucksport Mill hereby produces the following additional information that was not included in its February 2025 Response:

- **Attachment 5:** Phase I Environmental Site Assessment dated July 2014. Bucksport Mill notes that this Phase I ESA was performed on the entire Bucksport Mill facility.
- **Attachment 6:** Water Supply Agreement by and between Bucksport Mill LLC and Maine Maritime Academy. The attachment is an unexecuted execution version of the agreement dated as of "June __, 2019." Bucksport Mill has been unable to locate an executed version of this agreement and notes that the agreement was terminated.

Bucksport Mill's petition was accepted for processing by the Maine DEP on November 1, 2024, starting the clock on the 180-day consultation period. Bucksport Mill acknowledges that it took longer than anticipated to gather and produce responsive information and appreciates the Town of Bucksport's patience. Bucksport Mill supports requesting a 180-day extension to the consultation period to allow for continued discussion and to ensure no disadvantage to any interested parties. Bucksport Mill also reminds all interested parties that Bucksport Mill's initial petition, the February Production, and this production, are publicly available on the Maine DEP website created for this Petition.

Bucksport Mill has endeavored to provide all information in its possession known to be responsive to the Towns' requests and relevant to the Towns' evaluation of potential dam ownership. At this stage, Bucksport Mill suggests the Towns, the Town of Bucksport, and Bucksport Mill hold a meeting, with or without a representative from the Maine DEP, to continue the discussion. Finally, Bucksport Mill is amenable to both hosting a site visit and/or providing site access to independent surveyors engaged by the Towns, to the extent either or both would be helpful in clarifying the full scope of property that would be conveyed as part of any potential transfer.

Sincerely,



Katherine Joyce
Attachments