

COMMONWEALTH OF MASSACHUSETTS

NORFOLK, ss.

SUPERIOR COURT
CIVIL ACTION NO.
1582CV00213

BOSTON EXECUTIVE HELICOPTERS, LLC,
MII AVIATION SERVICES, LLC, and
HB HOLDINGS LLC,

Plaintiffs,

vs.

FLIGHTLEVEL NORWOOD, LLC, EAC
REALTY TRUST II, and PETER EICHLEAY,

Defendants.

DEPOSITION of NICHOLAS BURLINGHAM

Thursday, March 8, 2018 - 10:00 a.m.

Held at: Pierce & Mandell, P.C.

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Boston, Massachusetts 02108

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1 A. Yes.
2 Q. Okay. So how many other FlightLevel
3 entities are there?
4 A. Five.
5 Q. And can you just tell me where they
6 operate?
7 A. Lakeland, Florida; Cape May, New Jersey;
8 Norwood, Massachusetts; Poughkeepsie, New York;
9 and Brunswick, Maine.
10 Q. Are all the FlightLevel entities that you
11 just described LLCs?
12 A. Yes.
13 Q. Are they all owned by the same person or
14 entity?
15 A. No.
16 Q. Okay. Who owns FlightLevel Norwood, LLC?
17 A. ARR -- excuse me, ARR Aviation and ARR
18 Aviation II. Both LLCs.
19 Q. Does ARR Aviation or ARR Aviation II,
20 LLC, own any beneficial or equity interest in any
21 of the other FlightLevel entities?
22 A. No.
23 Q. Do you own any beneficial interest or
24 equity interest in any of the FlightLevel

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1 entities?
2 A. No.
3 Q. Does Peter Eichleay own any beneficial
4 interest or equity interest in any of the
5 FlightLevel entities?
6 A. Yes.
7 Q. Which ones?
8 A. FlightLevel Brunswick, FlightLevel
9 Norwood -- excuse me -- I'm sure you'll come back
10 to it. FlightLevel Cape May, and FlightLevel
11 Dutchess, which is the Poughkeepsie, New York.
12 Q. Okay. But --
13 A. And FlightLevel Lakeland.
14 Q. So Peter Eichleay owns an equity or
15 ownership interest in -- I'm sorry.
16 Peter Eichleay owns a beneficial or
17 equity interest in all of the FlightLevel
18 entities that you testified about with the
19 exception of Norwood -- FlightLevel Norwood, LLC.
20 Is that right?
21 A. That's not right.
22 Q. Okay. So I heard you testify that he
23 owns -- and I'm talking Peter Eichleay. That he
24 owns a beneficial or equitable interest in

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1 Brunswick, Poughkeepsie, Cape May and Lakeland.
2 Is that correct?
3 A. Correct.
4 Q. And he also owns a beneficial interest in
5 Norwood; is that correct?
6 A. Yes.
7 Q. And what is the amount or units of
8 beneficial interest or equity that Mr. Eichleay
9 owns in FlightLevel Norwood, LLC?
10 A. I believe it's 20 percent.
11 Q. Okay. And the remaining 20 percent is
12 owned by ARR Aviation -- I'm sorry -- 80 percent
13 is owned by ARR Aviation, LLC, and ARR II --
14 Aviation II, LLC?
15 A. Not exactly.
16 Q. Okay. Who owns the remaining 80 percent
17 of FlightLevel Norwood, LLC?
18 A. ARR and ARR II own 100 percent of the
19 equitable interest in FlightLevel Norwood, LLC.
20 Q. Okay.
21 A. Mr. Eichleay owns a beneficial interest
22 equal to 20 percent.
23 Q. And I'm not sure I understand how that
24 works. 100 percent of the equitable interest is

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1 owned by ARR Aviation in one of those two
2 entities?
3 A. Correct.
4 Q. And the 20 percent that Mr. Eichleay owns
5 is derived from what?
6 A. A contract.
7 Q. Does that contract allow Mr. Eichleay to
8 participate in the benefits of ownership of ARR
9 Aviation, LLC, or ARR II Aviation, LLC?
10 MR. HARTZELL: Objection.
11 BY MR. FEE:
12 Q. I can restate.
13 A. I don't believe I can answer that based
14 on attorney-client privilege.
15 Q. You're asserting attorney-client
16 privilege with respect to that question?
17 A. With respect to the substance of the
18 contract between --
19 Q. I didn't ask that.
20 A. Well then reask, please.
21 Q. I'm trying to figure out what Eichleay
22 owns. Whether he owns an interest in FlightLevel
23 Norwood, LLC, which would be in the form of a
24 membership unit, or if he owns an interest in the

ARR-ARR2-only own
FlightLevel Norwood, LLC
they have no ownership
in any other
FlightLevel
Eichleay only

ARR entities
100%
Norwood

Page 18

1 ARR entities, which you say own 100 percent of
2 FlightLevel Norwood, LLC. That's what I'm trying
3 to understand.

4 A. The ARR entities, by virtue of a
5 contract, provided Mr. Eichleay with a beneficial
6 interest of 20 percent --

7 Q. In what entities?

8 A. -- whereas the ARR --
9 In FlightLevel Norwood.

10 Q. Okay. I'm sorry if I'm being thick, but
11 I'm trying to understand your testimony. Because

12 you're telling me that the ARR entities own
13 100 percent of the membership units in
14 FlightLevel Norwood, LLC.

15 A. That's correct.

16 Q. And then some portion of that 100 percent
17 has been allocated to Mr. Eichleay pursuant to a
18 contract. Is that fair to say?

19 A. No.

20 Q. How does Mr. Eichleay derive his 20
21 percent interest in FlightLevel Norwood, LLC?

22 A. He has a contract with the owners of
23 FlightLevel Norwood pursuant to which he is
24 entitled to 20 percent of the -- of its benefits.

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1 Q. I understand. Okay. Thank you.

2 But technically he owns no beneficial
3 interest or membership interest in FlightLevel
4 Norwood, LLC. Correct?

5 A. He owns no equitable interest in
6 FlightLevel Norwood, LLC.

7 Q. Or legal interest.

8 A. Or legal interest.

9 Q. Okay. So showing you what's been marked
10 as Exhibit 40, it appears to be a screenshot of
11 the Secretary of State's website, latest annual
12 report for FlightLevel Norwood, LLC.

13 Do you prepare and file the annual
14 reports for FlightLevel Norwood, LLC?

15 A. Sometimes.

16 Q. Did you prepare and file FlightLevel
17 Norwood, LLC's, annual report in 2007 -- I'm
18 sorry -- 2017?

19 A. No.

20 Q. Okay. To the best of your knowledge, as
21 the vice president and general -- I'm sorry. You
22 said you were general counsel and vice
23 president --

24 A. Of administration.

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1 Q. Okay.

2 -- of FlightLevel Norwood, LLC, can you
3 take a look at Exhibit 40 and confirm that all of
4 the information contained in it is accurate?

5 A. No.

6 Q. What's inaccurate about it?

7 A. Warren Michael DeLaria is not a manager
8 of this LLC.

9 Q. Okay. Who are the -- who is the manager
10 or managers of this LLC? FlightLevel Norwood,
11 LLC.

12 A. ARR and ARR II.

13 Q. Are the managers?

14 A. Yes.

15 Q. Okay. Who are the members? Is that also
16 ARR and ARR II?

17 A. Certainly the members.

18 Q. Are there any additional members beyond
19 ARR Aviation, LLC, and ARR Aviation II, LLC?

20 A. I may have misstated, Counselor.

21 Q. Please restate whatever you want to
22 restate.

23 A. I believe that Peter Eichleay is the
24 manager of FlightLevel Norwood, LLC, and that ARR

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1 Aviation, LLC, and ARR Aviation II, LLC, are the
2 members of the LLC --

3 Q. All right. Other than --

4 A. -- of FlightLevel Norwood, LLC.

5 Q. I'm sorry. I didn't mean to talk over
6 you. Stop me if I do that.

7 A. ARR Aviation, LLC, and ARR Aviation II,
8 LLC, are the members of FlightLevel Norwood, LLC.

9 Q. So my follow-up question is: Are
10 there -- other than Mr. Eichleay, are there any
11 other managers of FlightLevel Norwood, LLC?

12 A. In the context of the administration of
13 the company?

14 Q. No. I'm talking about its legal
15 organization. I'm not talking about how its run
16 practically. I'm talking about how it's
17 organized as a legal entity.

18 A. No.

19 Q. And other than the ARR entities, are
20 there any other members of FlightLevel Norwood,
21 LLC?

22 A. No.

23 Q. Okay. Does FlightLevel Norwood, LLC,
24 have an operating agreement?

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1 A. Yes.
2 Q. Is it in writing?
3 A. Yes.
4 Q. And is FlightLevel Norwood, LLC, member
5 managed or manager managed?
6 A. Manager managed.
7 Q. Okay. I'm showing you a document that's
8 been marked Exhibit 41. It appears to be a
9 Secretary of State screenshot for an entity known
10 as ARR, LLC, and the screenshot includes the
11 business entity summary, the certificate of
12 organization, and the most recent annual report
13 filed in 2017.
14 Do you know anything about ARR, LLC?
15 A. Yes.
16 Q. Does it have any relation to ARR
17 Aviation, LLC, and ARR Aviation II, LLC?
18 A. I don't know.
19 Q. Do you know if -- I'm sorry. Do you know
20 who the members of ARR Aviation, LLC, are?
21 A. Say it again.
22 Q. Do you know who the members -- strike
23 that.
24 Do you know who the members of ARR, LLC,

Page 23

1 are?
2 A. Only by virtue of looking at this Exhibit
3 41 that you just showed me.
4 Q. You said that you know something about
5 ARR, LLC. What do you know?
6 A. I know that it's one of Alan Radlo's
7 entities.
8 Q. Does ARR, LLC, have any interest in
9 FlightLevel Norwood, LLC?
10 A. I don't believe so.
11 Q. Okay. Let me show you a document that's
12 been marked as Exhibit 42. It appears to be a
13 Secretary of State's screenshot for ARR Aviation,
14 LLC, as well -- and which includes the business
15 entity summary as well as the most recent -- I'm
16 sorry -- the certificate of organization for ARR
17 Aviation, LLC.
18 You mentioned earlier that ARR Aviation,
19 LLC, is one of the members of FlightLevel
20 Norwood, LLC. Is that fair to say?
21 A. Yes.
22 Q. And do you know who the members of ARR
23 Aviation, LLC, are?
24 A. Yes.

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1 Q. Who are they?
2 A. It's a single-member entity and the
3 member is Alan R. Radlo.
4 Q. And is ARR Aviation, LLC, member managed
5 or manager managed?
6 A. I'm not sure --
7 Q. Okay.
8 A. -- as I sit here.
9 Q. Are you -- strike that.
10 Do you have any responsibility for filing
11 the corporate paperwork with the Secretary of
12 State on behalf of ARR Aviation, LLC?
13 A. No.
14 Q. Who does that?
15 A. I don't know.
16 Oh, I'm sorry. Did you say "aviation"
17 or --
18 Q. Aviation.
19 A. Yes.
20 Q. Okay. All right.
21 A. Would you like to ask that question
22 again?
23 Q. Sure.
24 A. Please.

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1 Q. Do you have any responsibility for filing
2 the cooperate paperwork for ARR Aviation, LLC?
3 A. Yes.
4 Q. What do you do?
5 A. I would file the annual report.
6 Q. And did you file the most recent annual
7 report for 2017 for ARR Aviation, LLC?
8 A. May I see it?
9 Q. It's attached to document 42. I think
10 it's the third page.
11 MR. HARTZELL: I'm sorry. What was the
12 question?
13 BY MR. FEE:
14 Q. Do you have any responsibility for filing
15 with the secretary -- I'm sorry. The question
16 was: Did you file the 2017 annual report for ARR
17 Aviation, LLC, that's been marked as Exhibit 42?
18 A. I believe so.
19 MR. HARTZELL: Wait a minute. You said
20 2017? What is it? I thought it was 2016.
21 MR. FEE: Good point. The document
22 that's been marked as Exhibit 42 includes the
23 most recent annual report filed by ARR Aviation,
24 LLC, and it appears to have been filed on

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1 December 9, 2016. So thanks for catching that.
2 BY MR. FEE:
3 Q. Did you file this?
4 A. I only see a certificate of organization.
5 Am I missing something?
6 Q. Let me see. Yes. I thought there was an
7 annual report annexed to this. Sorry. My
8 mistake.
9 Let me circle back to that question. Is
10 it your belief that you have filed annual reports
11 on behalf of ARR Aviation, LLC?
12 A. No.
13 Q. Okay. How about ARR Aviation II, LLC?
14 Have you filed annual reports on their behalf?
15 A. I don't believe so.
16 Q. I'm going to show you a document that's
17 been marked as Exhibit 43. Have you seen that
18 before?
19 A. Yes.
20 Q. And what is it?
21 A. This is a business entity summary and a
22 certificate of organization for ARR -- well, it's
23 a business entity for ARR II.
24 MR. HARTZELL: Hold on one second. Has

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1 this been marked?
2 MR. FEE: Yes, it has.
3 MR. HARTZELL: It's 43?
4 MR. FEE: 43.
5 BY MR. FEE:
6 Q. You know what? Let me come back to this.
7 This is not right.
8 Let me show you Exhibit 44. Have you
9 seen that before?
10 A. No. Not that I recall.
11 Q. Okay. Exhibit 44 appears to be the
12 Norwood -- I'm sorry -- the FlightLevel Norwood,
13 LLC, fiscal year 2018 commercial permit
14 application. Is that right?
15 A. Yes.
16 Q. Okay. And you haven't seen this before?
17 A. Not that I recall.
18 Q. Who's responsible for filing the
19 commercial permit applications on behalf of
20 FlightLevel Norwood, LLC?
21 A. I'm not sure who's responsible for it.
22 Q. Who does it?
23 A. I believe Mike DeLaria does it.
24 Q. And the stamp in the top right-hand

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1 corner indicates that it was filed on or about
2 June 1, 2017. Is that correct?
3 A. It says "paid."
4 Q. Okay. Do you have any reason to believe
5 that this commercial permit application wasn't
6 filed on or about June 1, 2017?
7 A. I have no reason to believe it wasn't.
8 Q. At that time ARR Aviation, LLC, and ARR
9 Aviation II, LLC, had acquired an interest or
10 controlling interest in FlightLevel Norwood.
11 Correct?
12 MR. HARTZELL: I'm sorry. As of what
13 time?
14 BY MR. FEE:
15 Q. As of June 1, 2017, ARR Aviation, LLC,
16 and ARR Aviation II, LLC, had acquired a
17 controlling interest in FlightLevel Norwood, LLC.
18 Correct?
19 A. Correct.
20 Q. Okay. And can you tell me why ARR
21 Aviation entities are not listed as a person
22 holding more than 10 percent interest in the
23 company on the 2018 FlightLevel Norwood
24 commercial permit application?

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1 A. No.
2 Q. Do you know if FlightLevel Norwood made
3 any disclosure whatsoever to the Norwood Airport
4 Commission regarding the acquisition of a
5 controlling interest in it by the ARR entities?
6 A. Yes.
7 Q. And what did it do?
8 A. Well, I reported it to the airport
9 manager. And quiet frankly, the airport manager
10 asked me to submit a response to this section,
11 which I have not done.
12 Q. When did the airport manager ask you to
13 submit a response to that section of 44 that is
14 incorrect?
15 A. About six months ago.
16 Q. And any reason why you've declined or
17 failed to respond to that request?
18 A. I didn't decline. I did fail, and the
19 reason is without excuse. I should have done
20 that.
21 MR. FEE: Off the record.
22 (Discussion off the record.)
23 BY MR. FEE:
24 Q. When you reported to the airport manager

FIN 2018 Commercial Permit
Application Phony

reported to
Ross Maguire
around Sept/Oct
2017
did Maguire never
anything

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1 that FlightLevel Norwood, LLC, had been acquired
2 by the ARR entities, did you do so in writing or
3 was that a verbal report at a meeting?
4 A. Well, technically speaking, the
5 membership interests in FlightLevel Norwood were
6 acquired. It was a membership interest transfer
7 and not an asset transfer, as a result of which
8 there was no duty to get prior consent for it.
9 And with that prelude, can you please
10 reask your question?
11 Q. Yes. How did you inform the airport
12 commission of this transfer of membership
13 interest?
14 A. I don't recall.
15 Q. Okay. And it's your position that the
16 consent of the Norwood Airport Commission was not
17 required?
18 A. That is -- calls for a legal conclusion.
19 And it's my recollection, having studied the
20 contracts at play, that that was the case.
21 Although, as I sit here today, I can't remember
22 exactly what I read.
23 Q. Were you involved in advising FlightLevel
24 Norwood, LLC, with respect to the acquisition of

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1 membership interest by the ARR entities?
2 A. Yes.
3 Q. Okay. And in connection with providing
4 that advice, did you review all of FlightLevel
5 Norwood, LLC's, leases and contracts to determine
6 whether there were any that required consent?
7 A. Yes.
8 Q. Okay. What is the basis for your belief
9 that consent of the Norwood Airport Commission
10 was not required to allow transfer of the
11 membership interest?
12 A. The basis for my opinion also calls for a
13 legal conclusion. And since the contracts
14 between the Norwood Airport Commission and
15 FlightLevel were unaffected by the membership
16 transfer and were otherwise unaltered in any way,
17 there was no requirement to go and ask for prior
18 consent.
19 Q. Okay. So as we sit here today,
20 FlightLevel Norwood's obligations and duties as a
21 lessor, lessee, sublessor, sublessee, vendor at
22 the Norwood Memorial Airport are unaffected in
23 any way by the transfer of membership interest to
24 the ARR entities. Is that fair to say?

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1 A. That also calls for a legal conclusion.
2 And my recollection from the work that I did in
3 preparation for the transfer is that that is a
4 fair thing to say.
5 Q. Okay. I thought that we would talk a
6 little bit about the layout of the airport.
7 MR. FEE: Let's take a five-minute break.
8 (Recess taken at 10:27 a.m.)
9 (Deposition resumed at 10:29 a.m.)
10 BY MR. FEE:
11 Q. Back for a moment to the ARR membership
12 interest transfer. Do you know exactly when that
13 occurred?
14 A. You mean the FlightLevel Norwood, LLC,
15 membership interest transfer?
16 Q. Yes. That we were discussing previously.
17 A. Yes and no.
18 Q. A cryptic answer, Counselor. Do you
19 recall which documents were signed effectuating
20 the transfer of FlightLevel Norwood's membership
21 interest to the ARR entities?
22 A. Not without looking at them.
23 Q. Can you approximate?
24 A. Yes.

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1 Q. And what month or year was that in?
2 A. The intention was to complete the legal
3 transfer so that ARR Aviation and ARR Aviation
4 II, LLC, would be in place January 1, 2017.
5 Q. Okay. And did that happen?
6 A. I believe so.
7 Q. And so --
8 A. With some luck.
9 Q. And so it's your understanding that the
10 effective date of the transaction was on or about
11 January 1, 2017?
12 A. Correct.
13 Q. Okay. So as you might imagine, we're
14 going to talk a little bit about the airport
15 today. And I want to show you a document that
16 I'm going to mark as the next exhibit.
17 (Exhibit No. 45 marked for identification.)
18 BY MR. FEE:
19 Q. Now, I'm going to show you a plan that my
20 client prepared, and it has markings regarding an
21 NFPA setback and a TOFA/OFA area. And I don't
22 want to hold you to any of those. I'm not asking
23 you to authenticate this plan in any way.
24 I just want to use it in our discussions

Alan Radlo
October 29, 2018

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Defendants.

DEPOSITION of ALAN RADLO

Monday, October 29, 2018 - 2:00 p.m.

Held at: Norwood Memorial Airport

Boston Executive Helicopters' Hangar

125 Access Road

Norwood, Massachusetts 02062

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<p>1</p> <p>2 WITNESS</p> <p>3 ALAN RADLO</p> <p>4 Examination by Mr. Fee</p> <p>5</p> <p>6 EXHIBITS</p> <p>7 No. Description Page</p> <p>8 Exhibit 540 Previously marked 79</p> <p>9 Exhibit 542 Previously marked 71</p> <p>10 Exhibit 590 Subpoena Duces Tecum 5</p> <p>11 Exhibit 591 Alan Radlo's Response to Document Requests in Schedule A of Subpoena Duces Tecum 5</p> <p>12 Exhibit 592 Affidavit of Alan Radlo 5</p> <p>13 Exhibit 593 ARR Aviation, LLC, Certificate of Organization 5</p> <p>14</p> <p>15 Exhibit 594 ARR Aviation II, LLC, Certificate of Organization 5</p> <p>16 Exhibit 595 FlightLevel Norwood, LLC, Membership Interest Transfer 5</p> <p>17</p> <p>18 Exhibit 596 Limited Liability Company Resolution - ARR Aviation, LLC 56</p> <p>19 Exhibit 597 Limited Liability Company Agreement of FlightLevel Norwood, LLC, dated as of October 11, 2007 58</p> <p>20</p> <p>21</p> <p>22 Exhibit 598 First Amendment to Limited Liability Company Agreement of FlightLevel Norwood, LLC 59</p> <p>23</p> <p>24</p> <p>Page 3</p>	<p>1 PROCEEDINGS</p> <p>2 (Exhibit Nos. 590 through 595 pre-marked for identification.)</p> <p>3</p> <p>4 ALAN RADLO,</p> <p>5 first having been satisfactorily identified by the production of his driver's license and duly sworn by the Notary Public, testified under oath as follows:</p> <p>6</p> <p>7 EXAMINATION</p> <p>8</p> <p>9 BY MR. FEE:</p> <p>10</p> <p>11 Q. Good afternoon, Mr. Radlo. My name is Michael Fee. I'm an attorney. I represent Boston Executive Helicopters in litigation that's pending between Boston Executive Helicopters and FlightLevel Norwood.</p> <p>12</p> <p>13 I assume you're here today for your deposition. Is that fair to say?</p> <p>14</p> <p>15 A. Yes.</p> <p>16</p> <p>17 Q. Okay. So I'm going to show you a document that's been marked as Exhibit 590. Have you seen that before?</p> <p>18</p> <p>19 MR. FEE: Off the record for a second. (Discussion off the record.)</p> <p>20</p> <p>21 A. I believe I may have gotten this, but I'm</p> <p>22</p> <p>23</p> <p>24</p> <p>Page 5</p>

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1 various leasehold interests that FlightLevel and
2 its related entities held at Norwood Airport?

3 A. It was far too complicated for me.
4 That's why I sought outside counsel to look at
5 those.

6 Q. And so you got independent legal advice
7 regarding the structure of the real estate
8 agreements that were in place at Norwood Airport?
9 Is that fair to say?

10 A. I received advice, yes.

11 MR. HARTZELL: I just caution the witness
12 not to disclose what the advice was.

13 MR. FEE: I'm trying to be very careful
14 not to step on that privilege and, obviously, if
15 I do, please let me know.

16 BY MR. FEE:

17 Q. Did you have any meetings or interactions
18 with Mr. Kassap, Harry Kassap or Sigmund Kassap,
19 during the due diligence process?

20 A. No, I did not.

21 Q. At what point did you realize Harry and
22 Sigmund Kassap held an ownership interest in
23 FlightLevel Norwood?

24 A. I was told that there was a Kassap

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1 partnership. I did not know how many people were
2 involved in the partnership.

3 Q. Did you know them previously?

4 A. Never heard of them.

5 Q. Okay. Did you have any discussions with
6 anyone regarding acquiring an interest in the
7 other FlightLevel entities? In other words, not
8 just FlightLevel Norwood, LLC.

9 A. Yes.

10 Q. And what other FlightLevel entities did
11 you discuss potential acquisition?

12 A. I thought the business was interesting
13 and wanted to know how I could invest in all the
14 FlightLevel companies.

15 Q. And did you ultimately invest in other
16 FlightLevel companies other than FlightLevel
17 Norwood?

18 A. No, I did not.

19 Q. Are you currently in discussions to
20 acquire an interest in other FlightLevel
21 companies?

22 A. Not at this time.

23 Q. Have you had any -- can you describe for
24 me any discussions that you've had with either

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1 Mr. Eichleay or Mr. Burlingham regarding
2 acquiring an interest in other FlightLevel
3 entities?

4 A. I thought I would like to be involved, in
5 a more streamlined basis, with Peter and have an
6 investment in all his companies.

7 Q. And those discussions are ongoing?

8 A. No.

9 Q. Was there a broker involved in your
10 acquisition of FlightLevel Norwood?

11 MR. HARTZELL: Objection.

12 BY MR. FEE:

13 Q. You can answer.

14 A. You mean like in Wall Street? An
15 investment banker?

16 Q. Like a business broker or --

17 A. No.

18 Q. Other than the numbers that you reviewed,
19 did FlightLevel provide you with any other
20 information regarding its operations? Did it
21 provide you with a business plan or other
22 nonnumeric information regarding their business?

23 A. I was aware of the complication of it,
24 but I had the numbers, I asked multiple

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1 questions, did my own analysis, saw what was
2 going on in other airports, saw what they were
3 being sold at to make my analysis.

4 Would you refer to that question again?
5 I want to answer your question.

6 Q. I want to know if they gave you any other
7 written documentation other than the financial
8 statements and P&L and budgets and financial
9 information that they provided to you? Did they
10 provide you any nonfinancial information
11 regarding FlightLevel Norwood, LLC?

12 A. Written? No.

13 Q. Okay. Did you discuss -- and again, I'm
14 focusing on this time between the execution of
15 the LOI in September of 2016 and the closing,
16 which was in December of 2016. In that
17 three-month window, did you have any discussions
18 with any representative of FlightLevel Norwood
19 regarding Boston Executive Helicopters?

20 A. Yes.

21 Q. Can you tell me what was said to you and
22 what you said to them?

23 MR. HARTZELL: I just caution the witness
24 to the extent any information was given to you by

No interest in any other FlightLevel entity

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1 A. I would imagine it was before because
2 that's when the corporations were formed.
3 Q. Right. Well, do you have any
4 recollection of when you signed it?
5 A. It was probably somewhere in December, I
6 would imagine.
7 Q. Okay. So prior to signing the document,
8 in or about December of 2016, had you reviewed
9 drafts prior to signing the document?
10 A. I believe I saw drafts, but they were
11 just from my business purposes. It was far too
12 extensive for me to have an understanding of
13 everything that was involved in the leases that
14 were involved and people that were involved and
15 everything that was involved. Particularly --
16 MR. HARTZELL: I just caution the
17 witness. I believe the question just asked you
18 was, "Had you seen a draft?"
19 A. Yes.
20 MR. HARTZELL: That's all the question
21 asked.
22 THE WITNESS: Thank you, sir.
23 BY MR. FEE:
24 Q. And the answer is you can't remember

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1 seeing a draft or -- I wasn't sure what your
2 answer was.
3 A. I'm sure I saw a draft.
4 Q. Okay. And can you describe in your own
5 words what your understanding of the nature of
6 this transaction was?
7 A. Yes. The investment companies that I was
8 the sole holder of were investing in a master
9 lease that FlightLevel had with the Norwood
10 Airport Commission.
11 Q. And as part of that, you agreed and the
12 entities that you controlled agreed to give
13 promissory notes to the sellers; is that correct?
14 A. I'm figuring out the transaction. Yes.
15 Q. And also as part of that transaction, you
16 placed a certain amount of cash in escrow; is
17 that correct?
18 A. I don't know the -- all the complexities
19 of the closings but, yes, I put up cash and --
20 Q. How much cash did you put up?
21 MR. HARTZELL: Objection. Pursuant to
22 the order from the court, anything having to do
23 with numbers is confidential and you don't have
24 to disclose that.

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1 MR. FEE: That's a misstatement regarding
2 the order, and I'm going to ask the question and
3 if you want to instruct him not to answer, that's
4 fine. But for our purposes, my understanding of
5 the order is that you were allowed to redact
6 information regarding numbers and percentages
7 from the documents to be produced.
8 There's no restriction on the questions
9 that I can ask him at deposition, and I'm going
10 to ask him. And if you want to instruct him not
11 to answer, that's fine and we can deal with that
12 with Judge Connors on another date.
13 MR. HARTZELL: I will state for the
14 record that the concept that numbers and
15 documents are confidential but then you can ask
16 the witness the numbers at a deposition makes no
17 sense to me. So it's all confidential.
18 Any questions about numbers, I'll
19 instruct you not to answer, but go ahead. Ask
20 the questions, and I'll instruct you not to
21 answer.
22 MR. FEE: That's fine.
23 BY MR. FEE:
24 Q. How much cash did you put up?

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1 MR. HARTZELL: Objection. I believe this
2 is covered by the confidentiality order from the
3 court, and I instruct the witness not to answer.
4 MR. FEE: Just to be clear, there's an
5 order on your motion to quash and there is no
6 confidential agreement that's been executed. So
7 would you care to be more specific about what
8 confidentiality agreement you're talking about?
9 MR. HARTZELL: I'm not talking about a
10 confidentiality agreement. I'm talking about the
11 order from the court. The numbers having to do
12 with this transaction are confidential and,
13 therefore, we're not disclosing them.
14 MR. FEE: Okay.
15 MR. HARTZELL: Whether in writing or
16 orally.
17 BY MR. FEE:
18 Q. Let's turn your attention to page 2 of
19 the document.
20 A. Yes.
21 Q. It's Radlo08 on the bottom.
22 A. Yes. Correct.
23 Q. So in the middle of the page it says:
24 "Exhibit 2.2, Form of Promissory Note to

Radlo-ARR-ARR2
Holds Master lease with NAC
Never notified NAC

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1 A. I can answer that if you --
2 Q. I didn't ask you about what your lawyer
3 told you so --
4 MR. HARTZELL: Hold on a second. Can we
5 go off the record for a second?
6 (Recess taken at 2:51 p.m.)
7 (Deposition resumed at 2:52 p.m.)
8 MR. HARTZELL: Could you repeat your
9 question?
10 BY MR. FEE:
11 Q. Sure. Without asking you about any
12 numbers, do you have any understanding of what
13 the adjustments to purchase price were and what
14 criteria were used to determine whether an
15 adjustment would be made?
16 A. I would answer the same way as I prior
17 did, in that I can't tell you exactly what was
18 there but in buying a company, there were going
19 to be adjustments made for what fuel might be
20 left in the tank, what receivables might be bad.
21 There were just monetary type of adjustments that
22 were to be managed.
23 I can't tell you specifically the
24 specific accounts payables or bad debt expenses

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1 or whatever.
2 Q. Right.
3 A. That's the adjustments that I was led to
4 believe were involved in that right there.
5 Q. Were there any adjustments provided for
6 with respect to the outcome of litigation between
7 FlightLevel Norwood, LLC, and Boston Executive
8 Helicopters?
9 A. In addressing that, I would address it
10 the same way as -- I was a knowledgeable buyer
11 and I bought the company, not the assets.
12 Therefore, I assumed in the purchase any
13 liabilities that might come with the purchase of
14 the corporation and not the assets.
15 Q. And my question was whether or not, if
16 you remember, were there any adjustments
17 discussed in this portion of the purchase
18 agreement that dealt with Boston Executive
19 Helicopters and any potential adverse results of
20 litigation with Boston Executive Helicopters?
21 A. None.
22 Q. Okay. I'm on 17 now.
23 A. Okay.
24 Q. Just a technical question now.

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1 A. Yes, sir.
2 Q. Just to confirm my understanding that
3 FlightLevel Norwood, LLC, is currently the
4 100 percent owner and beneficiary of EAC Realty
5 Trust, EAC Realty Trust II, S&T Realty Trust of
6 Norwood, and EAC Realty Trust IV. Is that your
7 understanding?
8 A. That's what it says here, but it's too
9 complicated for me. There's a lot of companies
10 under it.
11 Q. Okay. And you're relying on others to
12 make sure that your interests are --
13 A. That is correct.
14 Q. -- are represented well. Okay.
15 I'm on 319 -- I'm sorry. Radlo22.
16 A. Okay. Yes, sir.
17 Q. And it talks about the environmental due
18 diligence that was done. Did you have any -- I'm
19 sorry.
20 Did you read any Phase I site assessments
21 that were done on FlightLevel property for this
22 transaction?
23 A. I had a study conducted for me.
24 Q. Yes. And did you review it?

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1 A. No. I was told it passed.
2 Q. Okay. And did you know -- do you know
3 who performed that study?
4 A. No. I just paid the bill.
5 Q. Okay.
6 A. I asked for it to be done.
7 Q. Radlo30.
8 A. Yes.
9 Q. It talks about -- paragraph 9 at the
10 bottom talks about the seller's obligations after
11 closing to ensure Lot 5 lease extension and Lot 6
12 and Lot 7 lease extension. Do you see that?
13 A. Under 9?
14 Q. Yes.
15 A. 9.1 you mean?
16 Q. Right.
17 A. To the best of my recollection, I believe
18 there was something going on with leases at that
19 time.
20 Q. Right. And to your knowledge have
21 those --
22 A. Yes. I think --
23 MR. HARTZELL: Hold on.
24

FIN LLC
100% owner
of EAC
Realty Trust
Radlo
Sole holder
member
ARR-
ARR2-
FLN

1 A. Not by me.
2 Q. Anybody else?
3 A. I cannot answer that.
4 Q. Okay.
5 (Exhibit No. 597 marked for
6 identification.)
7 BY MR. FEE:
8 Q. Mr. Radlo, I'm showing you Exhibit 597.
9 It appears to be the limited liability operating
10 agreement for FlightLevel Norwood dated 2007.
11 A. Yes.
12 Q. Have you seen that before?
13 A. There's such a litany of papers. It's
14 quite possible. It's quite possible I didn't.
15 This is a lot of paperwork.
16 Q. I'm not trying to overwhelm you with
17 paper. My question is: If you have a
18 recollection of seeing it before, I'd like to ask
19 you about it. If you don't, that's fine too.
20 A. I cannot honestly say yes or no to having
21 seen this.
22 Q. Fair enough. I'll take it back.
23 A. Thank you.
24

1 (Exhibit No. 598 marked for
2 identification.)
3 BY MR. FEE:
4 Q. Mr. Radlo, I'm going to show you Exhibit
5 598, which is a document that was executed in
6 connection with this transaction, and I just want
7 to ask you a few questions about it. Is that
8 your signature on the second page?
9 A. Absolutely.
10 Q. And, sir, is it your understanding that
11 as part of this transaction that the operating
12 agreement was amended? Is that correct?
13 A. I have no idea.
14 Q. Do you know whether you, or by and
15 through your entities, control 100 percent of
16 FlightLevel Norwood, LLC?
17 MR. HARTZELL: Objection.
18 A. I believe my entities control 100 percent
19 of FlightLevel Norwood's lease. Yes.
20 BY MR. FEE:
21 Q. Does anyone else have any ownership
22 interest in FlightLevel Norwood, LLC, that you're
23 aware of?
24 MR. HARTZELL: It's your memory.

1 A. I own 100 percent of the stock.
2 BY MR. FEE:
3 Q. Does anyone else hold any ownership
4 interest in FlightLevel Norwood, LLC?
5 A. No.
6 Q. Okay.
7 MR. HARTZELL: Off the record for a
8 second.
9 (Discussion off the record.)
10 THE WITNESS: Can I ask you a question?
11 MR. HARTZELL: Not in front of counsel.
12 (Recess taken at 3:14 p.m.)
13 (Deposition resumed at 3:15 p.m.)
14 BY MR. FEE:
15 Q. As part of the due diligence process, I
16 know that you said you had never met with any
17 representative of the Norwood Airport Commission
18 or the Norwood Airport manager, but do you know
19 if your attorney did?
20 A. My private attorney did not.
21 Q. Do you know if anyone acting on your
22 behalf met with any member of the Norwood Airport
23 Commission or any representative of the town of
24 Norwood?

1 MR. HARTZELL: Objection. What time
2 frame?
3 MR. FEE: I'm talking prior to the
4 acquisition.
5 A. I have no definitive knowledge.
6 BY MR. FEE:
7 Q. Other than your attorney, was there
8 anyone else conducting due diligence analysis on
9 your behalf?
10 A. My attorney was being -- asking
11 questions. I was doing my own due diligence.
12 Q. My question was a little different.
13 A. Go ahead.
14 Q. Other than your attorney, was there
15 anyone else conducting due diligence on
16 FlightLevel Norwood on your behalf?
17 A. No outside parties --
18 Q. So --
19 A. -- that I'm aware of.
20 Q. And you don't know whether your attorney
21 met with members of the Norwood Airport
22 Commission or the airport manager. Is that fair
23 to say?
24 A. That's correct.

No one
other than
FIN LLC

ARR entities Control 100% leases,
of FlightLevel Norwood, LLC leases.
has never
provided
any info
for leases
to NAC?

Not sure if ANC
Consent necessary for
Taking over
Norwood
leaves
Airport for FAN LLC

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1 A. Legal advice told me how to go about my
2 business.
3 BY MR. FEE:
4 Q. I'm asking you what your personal
5 understanding of it was.
6 A. From legal advice.
7 Q. Right. And so again I'll ask you: Do
8 you have any understanding as to whether or not a
9 consent by the Norwood Airport Commission was
10 required in connection with any aspect of your
11 acquisition of and ownership interest in
12 FlightLevel Norwood?
13 MR. HARTZELL: Objection.
14 A. I'm not aware of it.
15 BY MR. FEE:
16 Q. Okay. Do you know whether, at any time,
17 FlightLevel Norwood advised the Norwood Airport
18 Commission that you had -- or ARR had acquired
19 any ownership interest in FlightLevel Norwood?
20 A. I would have to make an assumption that
21 they did.
22 Q. Okay.
23 A. But you never gave me a time frame
24 either.

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1 Q. I'm happy to give you --
2 A. Because I'm sure there's a period of time
3 in which they knew because I had met with them.
4 Q. Understood. I'm going to show you a
5 document that's been marked as Exhibit 542 to the
6 Ryan deposition. It appears to be a letter from
7 Mr. Burlingham to the Norwood Airport Commission
8 disclosing the acquisition of a membership
9 interest by ARR entities. Have you seen this
10 document before?
11 MR. HARTZELL: Objection.
12 A. No. I have not seen this document.
13 BY MR. FEE:
14 Q. Did you have any discussion with anyone
15 at FlightLevel regarding the -- disclosing to the
16 Norwood Airport Commission that ARR entities had
17 acquired an interest in FlightLevel?
18 A. They're my legal counsel. I trusted them
19 to do what was appropriate. Whether this is
20 appropriate or not appropriate, I don't know.
21 Q. I'm not asking you if it's appropriate.
22 I'm asking you if you had any discussions with
23 anyone at FlightLevel regarding disclosure to the
24 Norwood Airport Commission regarding your -- I'm

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1 sorry -- the ARR entities' acquisition of a
2 membership interest in FlightLevel?
3 MR. HARTZELL: I would just caution the
4 witness that if you had communications with
5 counsel at FlightLevel, that would be privileged.
6 But if you had communications outside of counsel,
7 those would not be privileged. Arguably not be
8 privileged.
9 A. As this came from my counsel, then I feel
10 I shouldn't answer the question.
11 BY MR. FEE:
12 Q. Let me phrase it a different way. Did
13 you have communications with anyone at
14 FlightLevel, other than counsel, regarding
15 disclosure of an ownership interest in
16 FlightLevel by the ARR entities?
17 A. That would only be done -- to the best of
18 my recollection, it would only have been done
19 with my counsel's advice.
20 Q. Okay.
21 A. I had contact with my counsel, internal
22 counsel.
23 Q. So you said you hadn't seen this letter
24 before today; is that right?

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1 A. March 13, 2018. So this was just put out
2 six months ago. I don't know the purpose of this
3 on March 13, 2018, for something that happened in
4 2016. So I don't even understand what's going on
5 here.
6 Q. Okay. So my question was: Have you seen
7 this letter before today?
8 A. No. I've never seen this document
9 before.
10 Q. Okay.
11 (Exhibit No. 599 marked for
12 identification.)
13 BY MR. FEE:
14 Q. I'm showing you a document that's been
15 marked as Radlo599. It appears to be a letter
16 dated April 2, 2018, to FlightLevel from the
17 manager of the Norwood Memorial Airport. Why
18 don't you just take a look at it. I'll ask you a
19 question.
20 A. Okay. So that's what this is in
21 reference to?
22 Q. It appears -- the document that I've
23 shown you appears to include an attachment
24 which -- of the previously marked Exhibit 542.

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1 So have you had a chance to look at it?
2 A. So that's the same. I have some
3 understanding what this is about.
4 Q. My question is: Have you seen this
5 before?
6 A. I have not seen this document, no.
7 Q. Have you had any discussions with anyone
8 at FlightLevel other than Mr. Burlingham
9 regarding the Norwood Airport Commission's
10 request that ARR and FlightLevel -- strike that.
11 That FlightLevel Norwood provide
12 financial information?
13 A. This is strictly between myself and
14 counsel.
15 Q. Okay. And is that counsel
16 Mr. Burlingham?
17 A. Yes.
18 Q. Did you have any discussions with
19 Mr. Eichleay about the Norwood Airport
20 Commission's request that financial information
21 be provided regarding your -- I'm sorry -- the
22 ARR entities' acquisition of a membership
23 interest in FlightLevel Norwood?
24 A. Other than being at a commission meeting

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1 where this was asked of us and then I turned this
2 over to my in-house counsel to take care of.
3 Q. Did --
4 A. So he may have been at that meeting
5 conceivably.
6 Q. Do you know if it was ever requested of
7 you that you provide a personal financial
8 statement?
9 A. Not that I'm aware of.
10 Q. Was it ever requested by the Norwood
11 Airport Commission that you provide income tax
12 returns?
13 A. Not that I'm aware of.
14 Q. Was it ever requested by the Norwood
15 Airport Commission that you provide a personal
16 guarantee?
17 A. Not that I'm aware of.
18 Q. Did the Norwood Airport Commission ever
19 ask you to provide any financial information
20 regarding ARR Aviation or ARR Aviation II, LLC?
21 A. I believe this would be in reference to
22 that. Yes.
23 Q. And what, if any, information regarding
24 ARR and ARR II was provided to the Norwood

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1 ~~Airport Commission?~~
2 A. Probably nothing.
3 Q. It's your understanding that no financial
4 information regarding ARR Aviation or ARR
5 Aviation II, LLC, was provided to the Norwood
6 Airport Commission. Is that fair to say?
7 A. It's fair to say that they received
8 something.
9 Q. Well, let's look at the letter that's in
10 front of you. 599.
11 A. Yes.
12 Q. It appears to be seeking information
13 regarding FlightLevel Norwood. Is that fair to
14 say?
15 A. Yes.
16 Q. And so my question -- ~~and~~ it is your
17 understanding that FlightLevel Norwood responded
18 to this request for information.
19 A. Yes.
20 Q. And provided financial information
21 regarding FlightLevel Norwood.
22 A. That is correct.
23 Q. And it's also your understanding that no
24 financial information regarding ARR or ARR

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1 Aviation II, LLC, was provided to the NAC at any
2 time. Is that fair to say?
3 A. To the best of my recollection, yes.
4 Q. And to the best of your recollection, is
5 it fair to say that no personal financial
6 information -- Allan Radlo personal financial
7 information -- was requested by the NAC or
8 provided?
9 A. Not that I'm aware of.
10 Q. Okay. Now, were you present -- when did
11 you start to go to -- strike that.
12 Have you attended any NAC meetings?
13 A. Yes.
14 Q. And when?
15 A. I probably started in -- 2018 is probably
16 when I started attending the meetings.
17 Q. Do you remember --
18 A. It's quite possible I was at the November
19 meeting or December, but it probably wasn't
20 until -- maybe the end of 2017 is when I started
21 attending.
22 Q. And do you attend them on a regular
23 basis?
24 A. When I'm in town, yes.

No info ever provided
by Radlo for NAC?

ARR never
provided any
info to
NAC

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1 2017.
2 Q. But when you said hello to him on
3 September 6, 2017, you said that you didn't
4 introduce yourself as the new owner of
5 FlightLevel. In fact, you weren't sure --
6 A. I don't even tell anyone I'm an owner.
7 Q. Understood. But I'm trying to understand
8 when Mr. Ryan may have become aware of the fact
9 that you were, in fact, an owner of FlightLevel.
10 A. I can't give you that answer.
11 Q. So when did you have your first meeting
12 with him to discuss the landscaping project?
13 A. Sometime after September of 2017, I
14 believe, and I brought a landscape person with
15 me.
16 Q. So I'm going to show you a document that
17 was marked as Exhibit 591, and it contains
18 several e-mails between Mr. Ryan and your
19 landscaper -- I'm sorry -- the landscape
20 consultant. It's dated in February of 2018. I'm
21 just wondering --
22 A. Right. So the time frame would have been
23 correct. It was after September of 2017.
24 Q. Right. Does that refresh your

Page 83

1 recollection as to when you met with Mr. Ryan
2 regarding the landscape project?
3 A. It's -- I think I -- well, "See you then
4 at the site."
5 I remember my dad was here and they
6 happened to be eating at the restaurant, and it
7 was the same day Mr. Ryan came over to visit the
8 landscape architect to go over plans that we had
9 drawn up without Mr. Ryan.
10 Q. Okay.
11 A. It was between -- myself and the
12 landscape architect drew up plans to present to
13 him.
14 Q. And that was in or about February of
15 2018. Is that fair to say?
16 A. It appears that's when it is. It seemed
17 to be a little bit earlier than that when they
18 worked on the designs but --
19 Q. Do you recall any other meetings with
20 Mr. Ryan?
21 A. I've had -- to the best of my
22 recollection, December of -- September of 2016
23 meeting over the landscaping, and I believe I've
24 had two private meetings with my counsel and

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1 Peter to discuss moving the airport forward.
2 Q. Right. I'm talking about meetings with
3 Mr. Ryan, though.
4 A. My -- only time that I've seen Mr. Ryan
5 solely -- I have never seen Mr. Ryan solely
6 except for the landscape architect meeting.
7 Q. In the meetings that you had with
8 Mr. Ryan in which your counsel was present, when
9 were those?
10 A. I believe they -- I think it was cold
11 out, so it must have been the end of 2017, I
12 would imagine.
13 Q. Where were those meetings?
14 A. It was in their offices.
15 Q. You say "their offices." Whose offices?
16 A. The Norwood Airport Commission at the
17 highway department's offices.
18 Q. How many meetings did you have with
19 Mr. Ryan?
20 A. Possibly two or three at the highway
21 department.
22 Q. What did you discuss with Mr. Ryan during
23 those meetings?
24 A. Strategic things that were going on in

Page 85

1 the industry that I thought the Norwood Airport
2 Commission needed to take notice of or perish as
3 an airport.
4 Q. What types of things did you discuss with
5 Mr. Ryan?
6 A. We discussed that if we don't have an
7 extended runway, there probably won't be an
8 airport here too much longer and went into the
9 economics of what's going on in the real world
10 and what's going on at other airports that have
11 expanded runways and what's going on at this
12 airport versus other airports.
13 Q. And can you give me a time frame when
14 you're having these conversations with Mr. Ryan;
15 if you can recall?
16 A. I'm trying -- to the best of my
17 recollection, I think it was cold out. So there
18 could have been some at the end of 2017 and there
19 could have been some in the beginning of 2018, as
20 late as maybe March of this year possibly.
21 Q. So Q4 '17, Q1 '18?
22 A. May have been even March/April of 2018,
23 but there were two or three meetings. He was
24 there both -- all times. And Mr. Sheehan was

NAC Highway
Department
Offices

Secret Meetings

More Secret
Meetings

Selectmen
at Meetings

Page 86

1 there, and then another meeting there was -- one
2 selectman was there and another selectman in
3 another meeting. That's why I get three or four
4 meetings possibly.
5 Q. At all of these meetings you discussed a
6 plan or a concept of extending the runway at the
7 airport. Is that fair to say?
8 A. That was the basis of the meeting, yes.
9 Q. Did you make a commitment on behalf of
10 FlightLevel to undertake that project?
11 A. I couldn't do the project on my own.
12 Q. I understand that.
13 A. I don't know the specific question.
14 Undertake what? Excuse me. I'm not doing the
15 questioning but --
16 Q. I'll reframe the question if you don't
17 understand.
18 A. Thank you, sir.
19 Q. During the time frame, did you make any
20 commitments on behalf of FlightLevel to
21 contribute to this planned expansion of the
22 runway?
23 A. Being naive, I asked, "How the heck do we
24 get this thing done? If I pay for it, will you

Page 87

1 do it? Who's going to do it? Is it legal to pay
2 for it? Can it be done? How do we get this
3 done? How do -- what are the steps we go
4 through?
5 "Here's the economics. Here's my
6 strategy. Here's what's going on in the real
7 world. Here's what's going on with FlightLevel
8 Norwood that I can see."
9 Q. Okay.
10 A. I want to grow. I want to grow -- impart
11 to the town, the importance of -- economic
12 importance of what a good regional airport does,
13 and they don't maybe fully understand that.
14 Analog Devices has a big division in California
15 and can't even use an airport in their backyard
16 to get to California.
17 And what if they leave town and their
18 thousands of employees leave town? I'm trying to
19 impart on them my wisdom as a consultant,
20 basically, and to the beneficiary of the airport
21 and to myself as an investor.
22 Q. Right. Did you make commitments or --
23 strike that.
24 Did you discuss any other planned

Page 88

1 improvements at the airport?
2 A. Yes. I want to build hangars here.
3 Q. And specifically on which lots?
4 A. I don't know the numbers of the lots
5 here.
6 Q. Do you know what types of hangars you
7 want to build?
8 A. I want to build corporate hangars.
9 Q. To take jets --
10 A. Yes.
11 Q. -- or to house jets. Correct?
12 A. Yes.
13 Q. You said earlier that you thought that
14 the cash flow for FlightLevel was satisfactory.
15 Is that fair to say?
16 MR. HARTZELL: Objection.
17 A. Satisfactory to me.
18 BY MR. FEE:
19 Q. Right.
20 A. Maybe not to somebody else.
21 Q. That's all I'm asking. Was it
22 satisfactory to you?
23 A. Yes.
24 Q. And do you know the source of

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1 FlightLevel's revenue? Do you know the sources
2 of their revenue?
3 A. Yes.
4 Q. Is it fair to say that one source is
5 leasehold rental?
6 A. I love rental.
7 Q. And that's one source of FlightLevel
8 revenue --
9 A. Yes.
10 Q. -- but there's also fuel sales. Do you
11 know that?
12 A. I love rental.
13 Q. What about fuel sales? How do you feel
14 about that?
15 A. If I'm renting a hangar, I'm going to be
16 selling fuel.
17 Q. Do you have an understanding of the
18 strength of FlightLevel's revenue from fuel
19 sales?
20 A. I know the numbers of this company now.
21 Yes.
22 Q. At the time that you were doing your due
23 diligence, did you make an assessment regarding
24 FlightLevel's fuel sales?

Build hangars -
NAC (Ryan)
Plans already made
in secret

Volume II
Pages 208-455
Exhibits 415A-499

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF THE TRIAL COURT

NORFOLK, SS.

SUPERIOR COURT
NO. 1582CV00213

BOSTON EXECUTIVE HELICOPTERS, LLC;
MII AVIATION SERVICES, LLC, AND
HB HOLDINGS, INC.,

Plaintiffs,

v.

FLIGHTLEVEL NORWOOD, LLC;
EAC REALTY TRUST II; AND
PETER EICHLEAY,

Defendants.

DEPOSITION OF FRANCIS "RUSS" MAGUIRE, III

TAKEN JUNE 25, 2018

AT THE LAW OFFICES OF

PIERCE MANDELL, P.C.

11 BEACON STREET, SUITE 800

BOSTON, MASSACHUSETTS

Reporter: Raymond F. Catuogno, Jr.

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1 FlightLevel." Do you see that?

2 A. Yes.

3 Q. Do you recall any discussion
4 regarding the rationale behind having that
5 requirement?

6 A. I don't recall a discussion, no.

7 Q. Is it fair to say at this point in
8 time it was unclear what, if any, space —
9 amount of space would be offered to BEH to
10 conduct its FBO?

11 MR. SIMMS: Objection. Go
12 ahead.

13 A. This was 26 — there had already
14 been one or several offers at that point.

15 Q. But you would agree with me that
16 the maximum amount of space was offered was
17 above \$23,000 square feet on the west apron; is
18 that fair to say?

19 A. I believe so.

20 Q. Is it also fair to say that
21 FlightLevel leases over 600,000 square feet on
22 the airport?

23 A. I believe so.

24 Q. So in light of the disparate

447

1 third time. Go ahead. Objection.

2 A. I don't. Can you restate the
3 question one more time?

4 Q. Sure. Can you give me any insight
5 into the rational why the Airport Commission
6 required, in June of 2016, that BEH have the
7 same coverage at the same level as FlightLevel
8 as opposed to simply what is in the minimum
9 standards?

10 A. I believe they were using the
11 minimum standards as a reference, five million
12 dollars.

13 Q. Okay. But the caveat cited in
14 Exhibit 499 does not reference the minimum
15 standard — or the condition. It does not
16 reference the minimum standard. It references
17 FlightLevel. Do you know what level of
18 insurance FlightLevel had in 2016?

19 A. Their insurance actually — I don't
20 recall what it was at that time.

21 Q. Was it more than a minimum
22 standard?

23 A. I believe it was.

24 Q. Okay. So in June of 2016, the

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1 amounts of real estate controlled by each
2 entity, can you explain to me the rationale for
3 requiring a new FBO to have the same insurance
4 coverage as the exhibiting FBO?

5 MR. SIMMS: Objection.

6 MR. HARTZELL: Objection.

7 A. There is nothing in the minimum
8 standards that differentiates between an FBO A
9 and FBO B based on their lease space.

10 Q. And there is nothing in the minimum
11 standards that says insurance coverage has to
12 exceed five million dollars, correct?

13 A. No. And I don't think that is what
14 the commission has been looking for. They are
15 looking for a coverage limit of five million.

16 Q. I'm trying to understand the reason
17 why the commission voted to require BEH to have
18 insurance coverage in the same amounts as
19 FlightLevel?

20 MR. SIMMS: What is the
21 question?

22 Q. (By Mr. Fee) Do you understand my
23 question?

24 MR. SIMMS: Well, this is the

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1 commission is asking that BEH have insurance
2 coverage that is in excess of the minimum
3 standards; is that fair to say?

4 A. Based on this, I would agree.

5 Q. Do you know Alan Radlo?

6 A. Yes.

7 Q. Have you met him?

8 A. Maybe twice.

9 Q. And did you have any meetings where
10 you discussed airport business?

11 A. No, two hellos and two goodbyes.

12 Q. So were you not present at the
13 presentation that was made regarding the
14 extension of the runway?

15 A. No.

16 Q. So your testimony is that you have
17 never had any substantive conversation with
18 Mr. Radlo?

19 A. That's correct.

20 Q. And you're aware that the
21 FlightLevel commercial permit that was submitted
22 in 2017 did not list Mr. Radlo?

23 A. I am aware of that.

24 Q. And as a result of — when did you

449

1 become aware of that?

2 A. I actually became aware of it after
3 public records request.

4 Q. Okay. And what did you do in
5 response to becoming aware of that
6 information -- strike that.

7 At some point did you become aware
8 of the fact that Mr. Radlo acquired FlightLevel?

9 MR. HARTZELL: Objection.

10 A. Yes.

11 Q. And at that point did you request
12 that FlightLevel update its filings with the
13 commission?

14 A. Yes.

15 Q. And did you consider it an
16 important piece of information, understanding
17 who FlightLevel was owned by?

18 MR. HARTZELL: Objection.

19 A. Yes.

20 Q. Okay. And did you require
21 Mr. Radlo to provide any kind of financial
22 documentation or information regarding his
23 status financially?

24 MR. HARTZELL: Objection.

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1 A. Not -- once we determined that he
2 was actually a principal interest in the
3 company, we did forward that request to
4 FlightLevel.

5 Q. What did you request?

6 A. I don't recall exactly what we
7 requested of him, but --

8 Q. Did you request a financial
9 statement for ARR Aviation, LLC?

10 A. I don't recall what the exact
11 request was.

12 Q. Did you request any financial
13 information regarding the entity that is now the
14 sole shareholder of FlightLevel?

15 A. I believe we did.

16 Q. Has that information been provided?

17 A. My understanding is it's to be
18 provided through a third party.

19 Q. Is that third party Mr. Radlo's
20 accountant?

21 A. I don't believe so.

22 Q. Okay.

23 A. I believe that is not correct.

24 Q. Okay. Did you request a personal

451

1 guarantee from Mr. Radlo?

2 A. I don't believe so.

3 Q. Mr. Eichleay has given a personal
4 guarantee regarding FlightLevel's obligations to
5 the NAC; is that correct?

6 A. That is correct.

7 Q. You are aware of the fact that
8 Mr. Eichleay owns no part of FlightLevel
9 Norwood, LLC; is that correct?

10 MR. HARTZELL: Objection.

11 Q. (By Mr. Fee) Do you know whether
12 Mr. Eichleay owns any portion of FlightLevel
13 Norwood, LLC?

14 A. I'm not entirely sure about that
15 since the dynamic of that company has changed.

16 MR. FEE: Okay. I don't have
17 any further questions.

18 MR. HARTZELL: I probably have
19 a few follow-ups, but I don't know what
20 counsel's position is. I think we're over
21 the limit.

22 MR. SIMMS: My view is this
23 deposition is over.

24 MR. HARTZELL: Just for the

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1 record, I have a few follow-up questions
2 and I would simply reserve my right to ask
3 them at an appropriate time.

4 MR. SIMMS: Okay.

5 MR. FEE: In light of that,
6 I'll suspend.

7 MR. SIMMS: I'm not agreeing
8 to any suspension, so you're bringing this
9 witness back only under a Court Order at
10 this point.

11 MR. FEE: That is clear.

12 MR. HARTZELL: And I join in
13 the suspension. I understand your
14 objection.
15 (Deposition suspended)

Pages 1-117
Exhibits 106-108

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF THE TRIAL COURT

NORFOLK, SS.

SUPERIOR COURT
NO. 1582CV00213

BOSTON EXECUTIVE HELICOPTERS, LLC;
MII AVIATION SERVICES, LLC, AND
HB HOLDINGS, INC.,
Plaintiffs,

v.

FLIGHTLEVEL NORWOOD, LLC;
EAC REALTY TRUST II; AND
PETER EICHLEAY,
Defendants.

DEPOSITION OF KEVIN J. SHAUGHNESSY

TAKEN MARCH 19, 2018

AT THE LAW OFFICES OF

LeCLAIR RYAN

ONE INTERNATIONAL PLACE, 11TH FLOOR

BOSTON, MASSACHUSETTS

Reporter: Raymond F. Catuogno, Jr.

<p style="text-align: right;">2</p> <p>APPEARANCES:</p> <p>For the Plaintiffs: PIERCE & MANDELL, P.C. 11 Beacon Street, Suite 800 Boston, MA 02108 BY: MICHAEL C. FEE, ESQ. 617-720-2444 mfee@piercemandell.com</p> <p>For the Defendants: LeCLAIR RYAN One International Place, 11th Floor Boston, MA 02110 BY: A. NEIL HARTZELL, ESQ. 617-502-8259 neilhartzell@leclairryan.com</p> <p>For the Norwood Airport Commission: PIERCE, DAVIS & PERRITANO, LLP 10 Post Office Square, Suite 1100N Boston, MA 02109 BY: ADAM SIMMS, ESQ. 617-350-0950 asimms@piercedavis.com</p> <p>In Attendance:</p> <p>Christopher Donovan, Boston Executive Helicopters, LLC Peter Eichleay, FlightLevel</p>	<p style="text-align: right;">4</p> <p>1 KEVIN SHAUGHNESSY, Deponent, having 2 produced satisfactory identification by means of 3 a Massachusetts Driver's License, was duly 4 sworn, deposes and states as follows: 5 EXAMINATION BY MR. HARTZELL: 6 Q. Mr. Shaughnessy, good afternoon. 7 I'm Neil Hartzell and I represent FlightLevel 8 Norwood, LLC, EAC Realty Trust II, and Peter 9 Eichleay in connection with certain claims 10 brought against them by Boston Executive 11 Helicopters and others. Have you ever given a 12 deposition before? 13 A. Yes. 14 Q. How many times? 15 A. I believe this is my third time. 16 Q. So just briefly to go over the 17 ground rules, you have to wait until I finish 18 asking the question before you start your answer 19 because the court reporter can only take down 20 one person at a time. If you don't understand 21 anything that I ask you, please let me know and 22 I'll rephrase it. 23 MR. HARTZELL: I will read 24 some stipulations into the record. The</p>
<p style="text-align: right;">3</p> <p>INDEX:</p> <p>WITNESS: KEVIN J. SHAUGHNESSY PAGE</p> <p>Examination by Mr. Hartzell 4</p> <p>Examination by Mr. Fee 70</p> <p>EXHIBITS:</p> <p>Exhibit 106, Notice Of Taking Deposition ... 5</p> <p>Odstrechel Exhibit 75 14</p> <p>Odstrechel Exhibit 76 15</p> <p>Odstrechel Exhibit 77 16</p> <p>Odstrechel Exhibit 78 19</p> <p>Odstrechel Exhibit 79 20</p> <p>Odstrechel Exhibit 80 22</p> <p>Odstrechel Exhibit 81 23</p> <p>Odstrechel Exhibit 84 34</p> <p>Odstrechel Exhibit 85 36</p> <p>Odstrechel Exhibit 86 37</p> <p>Odstrechel Exhibit 87 42</p> <p>Odstrechel Exhibit 88 43</p> <p>Odstrechel Exhibit 91 56</p> <p>Odstrechel Exhibit 92 59</p> <p>Odstrechel Exhibit 93 60</p> <p>Exhibit 107, Photograph 64</p> <p>Odstrechel Exhibit 98 67</p> <p>Odstrechel Exhibit 99 102</p> <p>Exhibit 108, Norwood Memorial Airport FY2018 Commercial Permit Application 113</p>	<p style="text-align: right;">5</p> <p>1 witness may read and sign under the pains 2 and penalties and does not need to have 3 his signature notarized. All objections, 4 except as to the form of the question, and 5 all motions to strike are reserved until 6 the time of trial. 7 I'd like to have this marked 8 as Exhibit 106. 9 (Exhibit 106, Notice Of Taking Deposition, 10 marked for identification) 11 Q. (By Mr. Hartzell) Sir, I'm showing 12 you what has been marked as Exhibit 106 and ask 13 you, is that the Notice of Deposition that you 14 received a copy of to appear here today? 15 A. Yes, I believe it is. 16 Q. And we've changed the date 17 obviously. A few preliminary questions: Where 18 do you live, sir? 19 A. 45 Alden Drive in Norwood, 20 Massachusetts. 21 Q. What is your occupation? 22 A. I'm an assistant superintendent for 23 the Norwood Municipal Light Department. 24 Q. How long have you held that</p>

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- 1 regulations?
- 2 A. I don't know.
- 3 Q. Now, Mr. Hartzell asked you if this
- 4 snow that was piled up was preventing access to
- 5 the fuel farm and you said you thought so; is
- 6 that right?
- 7 A. Yes.
- 8 Q. And how did it prevent access to
- 9 the fuel farm?
- 10 A. Like you couldn't maneuver. If you
- 11 were driving over trying to get to the fuel
- 12 farm, it would be pretty hard to do.
- 13 Q. Isn't there an alternate access
- 14 point to the fuel farm?
- 15 A. I assume so.
- 16 Q. Are you familiar with FlightLevel's
- 17 fuel plan?
- 18 A. They recently submitted another
- 19 one, so I've seen it.
- 20 Q. You're familiar with it?
- 21 A. I would not say I'm familiar with
- 22 it, no.
- 23 Q. Do you know who Alan Radlo is?
- 24 A. I do.

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- 1 Q. Who is he?
- 2 A. I believe he is a partner with
- 3 Mr. Eichleay and FlightLevel.
- 4 Q. And when did you first become
- 5 familiar with Alan Radlo?
- 6 A. Within the past year, I believe.
- 7 Q. How did you become familiar with
- 8 Mr. Radlo?
- 9 A. I believe he started showing up to
- 10 the meetings, the Airport Commission meetings.
- 11 Q. And you were introduced to him?
- 12 A. I was introduced to him at a
- 13 function that -- FlightLevel built some new
- 14 hangars and they had a function there where they
- 15 had jets or all of these different things. They
- 16 had kind of an open house. I met him there.
- 17 Q. Did he introduce himself as
- 18 FlightLevel's new owner?
- 19 MR. HARTZELL: Objection.
- 20 A. I don't recall. I do know that he
- 21 had -- he was in business with Peter. I don't
- 22 think he would have termed it "new owner".
- 23 Q. So when you met him, you did not
- 24 understand him to be the owner of FlightLevel.

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- 1 just someone that was in business with Peter; is
- 2 that fair to say?
- 3 A. Yes.
- 4 Q. At some point did you become aware
- 5 of Radlo's -- the full extent of Radlo's
- 6 ownership interest in FlightLevel?
- 7 MR. HARTZELL: Objection.
- 8 A. I'm still not aware what his
- 9 business agreement or business interest is.
- 10 Q. Would you expect to know that as a
- 11 commissioner? Isn't that something that needs
- 12 to be disclosed by FlightLevel?
- 13 MR. HARTZELL: Objection.
- 14 A. I don't know. I looked him up to
- 15 see who he was, kind of quickly Googled him.
- 16 And I think he was a manager, a fund manager of
- 17 Fidelity, so I assume he's another wealthy guy
- 18 down at the airport.
- 19 Q. But did Radlo provide you with any
- 20 information regarding his financial
- 21 capabilities?
- 22 A. He may have provided the manager.
- 23 I'm not aware of it.
- 24 Q. But you have not seen it?

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- 1 A. I haven't seen it.
- 2 Q. And so the manager has never
- 3 provided to the commissioners any information
- 4 regarding Mr. Radlo's ownership interest in
- 5 FlightLevel?
- 6 A. He may have. I don't recall it.
- 7 Q. Well, it would be in the meetings
- 8 if he did, right?
- 9 MR. HARTZELL: Objection.
- 10 Q. (By Mr. Fee) I'm sorry, in the
- 11 meeting minutes?
- 12 MR. HARTZELL: Objection.
- 13 A. I don't know.
- 14 Q. Do you know if the -- let me show
- 15 you this.
- 16 MR. FEE: Can I have this
- 17 marked as the next exhibit?
- 18 (Exhibit 108, Norwood Memorial Airport
- 19 FY2018 Commercial Permit Application,
- 20 marked for identification)
- 21 MR. SIMMS: Off the record.
- 22 (Off-record conference)
- 23 MR. FEE: Back on the record.
- 24 Q. (By Mr. Fee) Mr. Shaughnessy, I'm

Not aware
of Business at
Norwood
Airport

Not
Recall if
Radlo Provided
any Financial
info

Volume II
Pages 236-399
Exhibits 286-305

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF THE TRIAL COURT

NORFOLK, SS.

SUPERIOR COURT
NO. 1582CV00213

BOSTON EXECUTIVE HELICOPTERS, LLC;
MII AVIATION SERVICES, LLC, AND
HB HOLDINGS, INC.,
Plaintiffs,

v.

FLIGHTLEVEL NORWOOD, LLC;
EAC REALTY TRUST II; AND
PETER EICHLEAY,
Defendants.

DEPOSITION OF NICHOLAS BURLINGHAM

TAKEN APRIL 19, 2018

AT THE LAW OFFICES OF

LeCLAIR RYAN

ONE INTERNATIONAL PLACE, 11TH FLOOR

BOSTON, MASSACHUSETTS

Reporter: Raymond F. Catuogno, Jr.

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In Attendance:

Christopher Donovan,
Boston Executive Helicopters, LLC

EXHIBITS: (continued)

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NICHOLAS BURLINGHAM, Deponent, having
produced satisfactory identification by means of
Massachusetts Driver's License, was duly sworn,
deposes and states as follows:

EXAMINATION BY MR. FEE:

Q. Good morning, Mr. Burlingham.

A. Good morning, Counselor.

Q. Welcome back to day two, hopefully
the conclusion of your deposition. I want to
follow up on a few things.

First of all, with respect to
Exhibit 44, I showed you this the last time.
It's the FlightLevel 2018 Commercial Permit
Application. I asked you to fill it out and you
said that you thought that Mr. DeLaria did. And
when I asked Mr. DeLaria whether he filled this
out, he said no. So I'm wondering if you have
any further information regarding who at
FlightLevel filled out Exhibit 44 before
submitting it?

A. I don't have any further
information from FlightLevel, no.

Q. Okay. So I also asked Mr. Eichleay

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1 Airport Commissioner's office?

2 A. Yes.

3 Q. And is FlightLevel the landlord for
4 the airport manager's office?

5 A. Yes.

6 Q. And is FlightLevel the landlord for
7 the space in which the NAC meets?

8 A. I think you already described that,
9 but yes.

10 Q. Okay.

11 A. But it does not cast a vote on the
12 Norwood Airport Commission.

13 Q. Okay. Paragraph 42, back to that
14 wall of snow and ice, Mr. Eichleay alleges that,
15 again, Mr. -- BEH's actions rendered it
16 impossible for FlightLevel to receive fuel
17 deliveries at the airport, but also that it is
18 "jeopardizing the airport's fuel supply." Do
19 you see that?

20 A. I do.

21 Q. And is there any information or
22 facts to support that the airport's fuel supply
23 was in any way compromised by the actions of BEH
24 or Mr. Donovan?

378

1 A. Yes.

2 Q. What is that information?

3 A. If the single fuel farm on the
4 airport can't be accessed, the airport's fuel
5 supply is jeopardized.

6 Q. And Mr. Eichleay goes on to say
7 that it forces FlightLevel to retain a
8 third-party contractor to remove the snow and
9 ice, right?

10 A. That is what it says.

11 Q. That was P.J. Hayes?

12 A. I don't have personal knowledge of
13 that, but I understand from the other people
14 that have testified in this case that that was,
15 indeed, P.J. Hayes.

16 Q. Okay now, in 44, were you present
17 at this February 11, 2015 NAC meeting?

18 A. Yes.

19 Q. Okay. And I've heard this
20 testified to a couple times, that Mr. Donovan
21 allegedly said that he plowed snow onto Lot H on
22 the advice of counsel. Do you see that?

23 A. Yes.

24 Q. Were you present when Mr. Donovan

379

1 uttered those words?

2 A. Yes.

3 Q. And you believe -- or do you
4 believe that he actually said to the NAC that he
5 was plowing snow on advice of counsel?

6 A. Yes.

7 Q. And did he expound at all on that?

8 A. What do you mean by "expound"?

9 Q. Well, did anyone ask him, what do
10 you mean you're plowing snow on advice of
11 counsel?

12 A. I don't recall.

13 Q. You recall Mr. Sheehan's
14 deposition --

15 A. Yes.

16 Q. -- in this case?

17 A. Yes.

18 Q. You were present, right?

19 A. Yes.

20 Q. And Mr. Sheehan talked about a
21 meeting he attended with Mr. Radlo at the DPW
22 building?

23 A. Yes.

24 Q. Recently?

380

1 A. Define recently.

2 Q. Within the last six months.

3 A. Yes.

4 Q. And were you present?

5 A. I was present at one of two
6 meetings, that I know of.

7 Q. Why don't you take me through these
8 meetings? Did both of these meetings take place
9 at the DPW?

10 A. The one that I attended did.

11 Q. Tell me who was present.

12 A. I'm not sure now, as I think about
13 it today. My current recollection is that I was
14 only at one meeting. If there were two
15 meetings, I was at one. If there were three
16 meetings, I may have been at two. They're sort
17 of blurring together right now. I think there
18 were two meetings.

19 Q. And these were meetings at which
20 Mr. Radlo was present?

21 A. Representing FlightLevel Norwood at
22 the meeting I was present at were Mr. Radlo,
23 Mr. Eichleay, and myself.

24 Q. And who was present from the NAC?

381	<p>1 A Present from the NAC were Chairman Ryan and Vice Chairman Sheehan.</p> <p>2 Q Anyone else?</p> <p>3 A Not that were invited to attend the meeting, but there was some -- I don't know, an IT person or an audio-visual person that helped with a PowerPoint presentation.</p> <p>4 Q Anyone else from the NAC?</p> <p>5 A No.</p> <p>6 Q How about Mr. Maguire?</p> <p>7 A No.</p> <p>8 Q Anyone else from the Town of Norwood?</p> <p>9 A No.</p> <p>10 Q This was the meeting that Mr. Sheehan described where the parties discussed extension of the four-thousand-foot runway?</p> <p>11 A Yes.</p> <p>12 Q Anything else discussed at that meeting?</p> <p>13 A No.</p> <p>14 Q Did you speak at that meeting?</p> <p>15 A Yes.</p>	382	<p>1 Q What did you say?</p> <p>2 A I think I made some points about the benefits to the Town of extending the runway.</p> <p>3 Q Tell me about these one or two other meetings that you recall attending recently with Mr. Radio?</p> <p>4 A I think I now recall attending two. The first meeting was an introductory meeting in which we, the Flight Level attendees, wanted to present what was -- what steps complicated the proposal and get some initial feedback on what the Town would need to hear in order to take it seriously.</p> <p>5 Q Did this precede the DPW meeting?</p> <p>6 A That was the first DPW meeting, and then the second DPW meeting that I attended -- boy, I honestly can't recall if I attended or just helped with the PowerPoint at this point. But the second meeting was the presentation of sort of a first iteration of a proposal that would ostensibly deal with sound issues and, you know, educational element with respect to the types of aircraft that would be using an extended</p>
383	<p>1 Q Do you recall who was present at this meeting?</p> <p>2 A I'm struggling with whether I was or not. I know that this case was taking a great deal of time and I might not have been, but I do recall helping Peter with the PowerPoint presentation. And if I wasn't there, it would have been Alan Radio and Peter Fichleay only representing Flight Level Norwood. And I'm not sure who on behalf of the Town would have been there, but it would have likely been Mark Ryan. And I'm not sure whether Mike Sheehan attended the second meeting.</p> <p>3 Q You said you had a recollection of, perhaps, a third meeting as well on the same topic?</p> <p>4 A Mike, I've got to tell you, I'm honestly not sure. I'm confused about these meetings. They were ancillary to my daily chores and I can't recall how many there were.</p> <p>5 Q Fair enough.</p> <p>6 MR. FEE: I'm going to mark this as the next exhibit.</p>	384	<p>1 (Exhibit 303, Handwritten Note dated August 8, 2017, marked for identification) Q. (By Mr. Fee) 303 appears to be a handwritten note dated August 8, 2017. Have you ever seen this before?</p> <p>2 A Yes.</p> <p>3 Q And is it written by Mr. Putnam?</p> <p>4 A It may have been.</p> <p>5 Q It says Kevin at the bottom?</p> <p>6 A I didn't get there. Yes. That would be a good indication it was written by Kevin.</p> <p>7 Q And at the top it says, "Avgas delivery at 12:41. I arrived at the farm, noticed the camera on the tripod in Unit 8 of the enclosed T-hangars (currently infested by BEH)." Did I read that correctly?</p> <p>8 A You did.</p> <p>9 Q Okay. So is there some hostility or anger amongst Flight Level employees towards BEH?</p> <p>10 MR. HARTZELL: Objection.</p> <p>11 A. Well, I would suggest that you have to ask them.</p>

Secret
with Meetings
Sheehan Ryan

Open Meetings

PAGES: 1- 127
EXHIBITS 119-127

COMMONWEALTH OF MASSACHUSETTS

NORFOLK, ss.

SUPERIOR COURT NO.
1582CV00213

BOSTON EXECUTIVE HELICOPTERS, LLC;
MII AVIATION SERVICES, LLC, and
HB HOLDINGS, INC.,

Plaintiffs,

vs.

FLIGHTLEVEL NORWOOD, LLC;
EAC REALTY TRUST II; and
PETER EICHLEAY,

Defendants.

DEPOSITION of MICHAEL SHEEHAN

Tuesday, March 27, 2018 - 10:00 a.m.

Held at: The Law Offices of LeClair Ryan

One International Place, 11th Floor

Boston, Massachusetts 02110

Kimberley J. Bouzan, CSR No. 153017	
Real Time Court Reporting	
One Monarch Place	9 Hammond Street
1414 Main Street	Worcester, MA 01610
13th Fl, Suite 1330	508-767-1157
Springfield, MA 01144	

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1 the NAC was requesting that BEH provide in terms
2 of financial information to support its FBO
3 request?
4 MR. HARTZELL: Objection.
5 A. It doesn't say anything here about an
6 FBO.
7 BY MR. FEE:
8 Q. Well, why else would the NAC request
9 financial information from BEH if it wasn't in
10 connection with its FBO request?
11 MR. SIMMS: Objection.
12 MR. HARTZELL: Objection. Go ahead.
13 A. I think it is shortly after my first
14 meeting, and at the time this was what we were
15 requiring.
16 BY MR. FEE:
17 Q. Okay. So this is what the NAC was
18 requiring. Exhibit 122 fairly represents what
19 the NAC was requiring in terms of financial
20 information from BEH in April of 2014. Is that
21 fair to say?
22 A. Yes.
23 Q. And did those requirements evolve over
24 time?

Page 99

1 A. Yes. Because of BEH's concern that some
2 of the information might be harmful to their
3 business, we agreed upon, at their
4 recommendation, a third-party review which was
5 done and the commission accepted.
6 Q. Do you know who Alan Radlo is?
7 A. I think he's now involved with
8 FlightLevel.
9 Q. How do you know that?
10 A. If it's the same Alan, he appeared at our
11 last meeting.
12 Q. Is that the first time you heard or saw
13 or knew of Alan Radlo?
14 A. No.
15 Q. When did you first hear of Alan Radlo?
16 A. At a meeting.
17 Q. Which meeting?
18 A. That FlightLevel had with Chairman Ryan
19 and myself.
20 Q. When was that?
21 A. A couple of months ago. I'm not sure of
22 the exact time frame.
23 Q. Was it sometime in 2018?
24 A. I would say it was in the last six

Page 100

1 months.
2 Q. So sometime between September of 2017 and
3 today?
4 A. Correct.
5 Q. And where did that meeting take place?
6 A. At the DPW conference room.
7 Q. And who called the meeting?
8 A. I was contacted by Mr. Ryan on my
9 availability to talk about extending the runways
10 at Norwood Airport and there would be some
11 information, and I attended the meeting.
12 Q. And Mr. Radlo was present?
13 A. Alan; right?
14 Q. Right. Alan.
15 A. Yes.
16 Q. And you were present and Mr. Ryan was
17 present?
18 A. Yes.
19 Q. Anybody else?
20 A. FlightLevel, Peter Eichleay, and
21 FlightLevel's counsel.
22 Q. Mr. Burlingham?
23 A. Yes.
24 Q. Okay. Was Mr. Maguire there?

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1 A. No.
2 Q. And how long did the meeting last?
3 A. I would say about a half an hour.
4 Q. Was that the first time you met
5 Mr. Radlo?
6 A. Yes.
7 Q. Prior to that time, did you have any
8 knowledge of Mr. Radlo's involvement in
9 FlightLevel?
10 A. Not that I can recall.
11 Q. Do you know if FlightLevel has submitted
12 to the commission any formal notification of
13 Mr. Radlo's acquisition of an interest in
14 FlightLevel?
15 MR. HARTZELL: Objection.
16 A. I recall being told that he was, you
17 know, involved with the business. I'm not sure
18 of his position.
19 BY MR. FEE:
20 Q. When was the first time you were told
21 that?
22 A. At that meeting.
23 Q. Okay. And I'll ask again. Do you know
24 if FlightLevel has submitted any written

Secret
Oct DPW
Conference
Room

Not sure a
Year later if
Radlo owns
FLN.

Mark Ryan
July 18, 2018.

Ryan

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Page 175

VOLUME II
EXHIBITS 500-547

COMMONWEALTH OF MASSACHUSETTS

NORFOLK, ss.

SUPERIOR COURT NO.
1582CV00213

BOSTON EXECUTIVE HELICOPTERS, LLC;
MII AVIATION SERVICES, LLC, and
HB HOLDINGS, INC.,

Plaintiffs,

vs.

FLIGHTLEVEL NORWOOD, LLC;
EAC REALTY TRUST II; and
PETER EICHLEAY,

Defendants.

Ryan
7-18-18

DEPOSITION of MARK RYAN

Wednesday, July 18, 2018 - 9:18 a.m.

Held at: Pierce Mandell, P.C.

11 Beacon Street

Boston, Massachusetts 02108

Kimberley J. Bouzan, CSR No. 153017	
Real Time Court Reporting	
One Monarch Place	9 Hammond Street
1414 Main Street	Worcester, MA 01610
13th Fl, Suite 1330	508-767-1157
Springfield, MA 01144	

Page 176		Page 178	
1	APPEARANCES:	1	WITNESS
2		2	MARK RYAN
3	PIERCE & MANDELL, P.C.	3	Examination By Mr. Fee
4	Michael C. Fee, Esquire	4	
5	11 Beacon Street, Suite 800	5	
6	Boston, Massachusetts 02108	6	
7	617-720-2444	7	
8	mfee@piercemandell.com	8	
9	On behalf of the Plaintiffs	9	
10		10	
11	LECLAIR RYAN	11	
12	A. Neil Hartzell, Esquire	12	
13	One International Place	13	
14	Eleventh Floor	14	
15	Boston, Massachusetts 02110	15	
16	617-502-8209	16	
17	neil.hartzell@leclairryan.com	17	
18	On behalf of the Defendants	18	
19		19	
20		20	
21		21	
22		22	
23		23	
24		24	
Page 177		Page 179	
1	PIERCE, DAVIS & PERRITANO, LLP	1	
2	Adam Simms, Esquire	2	
3	10 Post Office Square, Suite 1100N	3	
4	Boston, Massachusetts 02109	4	
5	asimms@piercedavis.com	5	
6	On behalf of the Norwood Airport Commission	6	
7		7	
8	Also Present:	8	
9	Christopher Donovan	9	
10	Neil Burlingham, Esquire	10	
11		11	
12		12	
13		13	
14		14	
15		15	
16		16	
17		17	
18		18	
19		19	
20		20	
21		21	
22		22	
23		23	
24		24	

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1 from Eastern Air Center. Correct?

2 A. I know that. Yes.

3 Q. Do you know if they retained anybody

4 else?

5 A. That I don't know.

6 Q. So you know for sure they retained one

7 person from Eastern Air Center.

8 A. Correct.

9 Q. Is there any other reason that gave the

10 commission confidence that a 26-year-old recent

11 college graduate would be able to run a

12 successful FBO at Norwood in 2008?

13 MR. HARTZELL: Objection.

14 MR. SIMMS: Same objection. Go ahead.

15 A. From their presentation, they all seemed

16 to have some kind of aviation -- past experience

17 in aviation. So they weren't new to the aviation

18 industry.

19 BY MR. FEE:

20 Q. Who are you referring to?

21 A. Page 4.

22 Q. Yes. Did the commission require any

23 verification of the information that's provided

24 in Exhibit 208?

Page 373

1 A. That I don't recall.

2 Q. Do you recall getting a resume or

3 references with respect to any of the individuals

4 that are identified in 208?

5 A. That I don't recall.

6 Q. Okay.

7 (Exhibit No. 539 marked for

8 identification.)

9 BY MR. FEE:

10 Q. I'm going to show you a document that's

11 been marked as 539. It appears to be a letter

12 dated May 8, 2015, to the FAA from you. I want

13 to ask you if your signature appears on page 46.

14 A. I'm very wordy. Yes, that's my

15 signature.

16 MR. FEE: Off the record.

17 (Discussion off the record.)

18 BY MR. FEE:

19 Q. So you signed the letter, but did you

20 write it?

21 A. No.

22 Q. Who wrote it?

23 A. My recollection is Russ Maguire.

24 Q. Okay. So I'm going to draw your

Page 374

1 attention to page 43. The second paragraph in

2 the middle of the page says:

3 "In fact" -- and then it's underlined --

4 "BEH would have been required to provide the

5 airport commission with both the FBO plan and

6 financial information had an RFP for a second FBO

7 been formally advertised.

8 "This 'mission creep' by BEH has,

9 intentionally or not, allowed BEH to effectively

10 circumvent the formal process of soliciting for a

11 second FBO."

12 Did I read that correctly?

13 A. You did.

14 Q. Okay. So do you remember we talked about

15 mission creep before?

16 A. I do.

17 Q. A term used by Mr. Eichleay in one of his

18 letters to you; right?

19 A. Yes.

20 Q. And you describe that as not being a

21 phrase that you would use to describe BEH's

22 tactics. Correct?

23 MR. HARTZELL: Objection.

24 A. I did say that. Yes.

Page 375

1 BY MR. FEE:

2 Q. So did Mr. Eichleay write this letter?

3 A. No.

4 Q. Okay. Do you know if parts of

5 Mr. Eichleay's letter were incorporated into the

6 NAC's response to the FAA as part of the Part 16

7 Complaint process?

8 A. That I don't know.

9 Q. But you think Mr. Maguire wrote this?

10 A. Yes.

11 MR. HARTZELL: I'm sorry. What number?

12 MR. FEE: 539.

13 BY MR. FEE:

14 Q. So when did you meet Alan Radlo?

15 A. Maybe a year ago.

16 Q. In what context?

17 A. We came under the understanding that

18 FlightLevel had some new ownership interest, and

19 I believe Peter Eichleay introduced me to him.

20 Q. In or about July of 2017?

21 A. That sounds approximate.

22 Q. Did you meet him at the airport?

23 A. May have been in my office at the public

24 works, but I'm not sure.

mission creep

Radlo

met around 7/17 at his DPW office

1 Q. Was it a situation where Mr. Richleay
2 brought Mr. Radlo to meet with you?
3 A. Yes.
4 Q. And that was the initial time that you
5 met Mr. Radlo. Correct?
6 A. Correct.
7 Q. And you've met him on subsequent
8 occasions as well. Correct?
9 A. Yes.
10 Q. Now, on the first occasion, did Mr. Radlo
11 tell you the nature of his ownership interest in
12 FlightLevel Norwood?
13 A. Like percentage?
14 Q. No. Did he tell you anything about what
15 he had acquired in FlightLevel?
16 A. That he always loved Norwood Airport and
17 the aviation industry and was excited to be a
18 partner in FlightLevel.
19 Q. Did he tell you that he owned FlightLevel
20 in its entirety?
21 MR. HARTZELL: Objection.
22 A. I don't recall that.
23 BY MR. FEE:
24 Q. Was it your understanding that Mr. Radlo

1 now owned and controlled FlightLevel and that
2 Mr. Richleay no longer owned and controlled
3 FlightLevel?
4 MR. HARTZELL: Objection.
5 A. That I don't recall.
6 BY MR. FEE:
7 Q. Okay. You had no understanding one way
8 or another as to what percentage of ownership
9 interest Mr. Radlo had acquired in FlightLevel in
10 July of 2017?
11 A. I did not.
12 Q. At some point did you learn what
13 percentage interest Mr. Radlo had acquired in
14 FlightLevel?
15 A. I do not.
16 Q. Do you know today?
17 A. I do not.
18 Q. Okay.
19 (Exhibit No. 540 marked for
20 identification.)
21 BY MR. FEE:
22 Q. 540 appears to be meeting minutes from
23 the airport commission's meeting on January 10,
24 2018. And under "New Business" -- first of all,

1 were you present at this meeting?
2 A. Yes.
3 Q. And under "New Business," second item, it
4 says "Welcome to Alan Radlo, owner of
5 FlightLevel, recognized for his commitment to the
6 airport." Do you see that?
7 A. Yes.
8 Q. And were those words that you spoke?
9 A. I did welcome him as a new owner of --
10 from FlightLevel. Yes.
11 Q. So by January of 2018, did you know that
12 Mr. Radlo was now the owner and controller of
13 FlightLevel?
14 MR. HARTZELL: Objection.
15 A. By percentage, I do not know.
16 BY MR. FEE:
17 Q. Well, you introduced him as the owner.
18 A. Right.
19 Q. So I'm wondering: Was it your
20 understanding that he was now the owner and
21 Mr. Richleay was no longer the owner?
22 MR. HARTZELL: Objection.
23 A. I did not know what Mr. Richleay's
24 ownership interest was in FlightLevel at that

1 time.
2 BY MR. FEE:
3 Q. Okay. So you didn't know one way or
4 another?
5 A. I did not.
6 Q. And you recognized him for his commitment
7 to the airport. Do you know what you meant by
8 that?
9 A. The commitment to build new hangers at
10 the airport was his commitment, that I
11 understood.
12 Q. Had you had a discussion with Mr. Radlo
13 subsequent to your initial meeting in or about
14 July of 2017 regarding his plans for the airport?
15 A. In our meeting he talked about his
16 interest in expanding the airport as far as
17 building hangers, and also improving the hill
18 that overlooks the airport and making it more of
19 an attractive area for people to watch airport
20 operations.
21 Q. Did you also have a meeting with him to
22 discuss extending the airport runway?
23 A. Yes.
24 Q. When was that?

introduced
as new
owner but
Not sure

Radlo Can build
the hanger
I designed
in secret

Page 380

1 A. I don't know the dates.
2 Q. Was that meeting that you had with
3 Mr. Radlo at the DFW office?
4 A. With the runway extension?
5 Q. Yes.
6 A. Yes.
7 Q. And who was present at that meeting?
8 A. The first meeting was myself, Mike
9 Sheehan, Mr. Radlo, Peter Eichleay, and I'm not
10 sure if there was anyone else there.
11 Q. And you've had several meetings to
12 discuss runway extension; is that right?
13 A. Correct.
14 Q. How many?
15 A. There were two more after that.
16 Q. When was the last one?
17 A. I don't know the date.
18 Q. Was it within the last month?
19 A. No.
20 Q. The last three months?
21 A. No.
22 Q. The last six months?
23 A. Possibly. I just don't know the dates.
24 Q. What is the status of the discussions to

Page 381

1 potentially extend the runway at the airport?
2 A. Well, just like the prior FBO, there's
3 always been them advocating for 5,000 feet to
4 improve business at Norwood Airport. So
5 FlightLevel wanted to show us what they believed
6 are the benefits to the town and, of course, to
7 their benefit, and they were doing comparisons of
8 other airports that had 5,000 feet.
9 So they presented it to us. Just what
10 their feelings were, the benefits were, and the
11 necessity to do it to compete with other airports
12 and to stay financially solvent.
13 And then we -- after that meeting, we --
14 Mr. Sheehan and I thought it would be appropriate
15 to show a couple of the selectmen because at the
16 time we were going to start our master plan
17 update. And our master plan in '07 talked about
18 potential runway extensions, and we felt that
19 that discussion is going to come up again and,
20 you know, there's many people in town that don't
21 like the idea of airport expansion.
22 So we wanted to give a couple of
23 selectmen just a heads-up that this will be
24 coming out soon. And as far as discussion on the

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1 mini-master plan update of runway extension --
2 and we don't want them caught off guard. And we
3 wanted them -- to show one of the reasons we
4 thought it was appropriate by having FlightLevel
5 show them their -- what they'd come up with as
6 reasoning to extend the runway.
7 Q. Okay. So Radlo owns FlightLevel. That's
8 your understanding; right?
9 MR. HARTZELL: Objection.
10 BY MR. FEE:
11 Q. And Eichleay owns S&T Trust. Is that
12 your understanding?
13 MR. HARTZELL: Objection.
14 A. I know Alan Radlo is a majority owner, my
15 understanding, of FlightLevel.
16 BY MR. FEE:
17 Q. What's your understanding of the
18 ownership interest of S&T Trust?
19 A. No understanding.
20 Q. Okay. At some point you asked Eichleay
21 to give a personal guarantee; is that right?
22 A. The commission did.
23 Q. I'm sorry. I didn't mean that.
24 The commission asked Eichleay to provide

Page 383

1 a personal guarantee; is that correct?
2 A. Correct.
3 Q. And I'm going to show you what's been
4 marked as Exhibit 205. Now, did town counsel
5 prepare this agreement? This guarantee
6 agreement.
7 A. That I do not recall.
8 Q. In the document, page 2, No. 2, it says
9 that the "Guarantor, both personally and as
10 trustee of S&T Trust, hereby guarantees the
11 performance of each of the obligations of S&T
12 Trust under the leases."
13 Do you see that?
14 A. Yes.
15 Q. So it's fair to say that the airport
16 commission has succeeded in getting a personal
17 guarantee from Mr. Eichleay regarding the
18 obligations of S&T Trust. Correct?
19 MR. HARTZELL: Objection.
20 A. Guarantee from S&T Trust. Yes.
21 BY MR. FEE:
22 Q. So does the commission have any
23 guarantee -- personal guarantee from FlightLevel
24 regarding the obligations of FlightLevel as the

No idea about
hold trust which
leases
with
MAC

Guarantee
from Eichleay -
he owns
nothing at
Norwood
Airport

Peter W. Eichleay
May 31, 2017

Eichleay

1
Page 1

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

C.A. No.
1:15-CV-13647-RGS

BOSTON EXECUTIVE HELICOPTERS, LLC,

Plaintiff,

vs.

FRANCIS T. MAGUIRE, ET AL.,

Defendant.

DEPOSITION of PETER W. EICHLEAY

Wednesday, May 31, 2017 - 10:00 a.m.

Held at: Pierce & Mandell, P.C.

11 Beacon Street, Suite 800

Boston, Massachusetts 02108

Kimberley J. Bouzan, CSR #153017

REALTIME COURT REPORTING

One Monarch Place

1414 Main St.-Suite 1330

Springfield, MA 01144

9 Hammond Street

Worcester, MA 01610

508-767-1157

1 economics and German.
2 Q. When did you graduate from Bowdoin?
3 A. 2004.
4 Q. Did you have any further education after
5 Bowdoin?
6 A. What do you mean by "education"?
7 Q. Did you attend any postgraduate programs?
8 A. No.
9 Q. Did you attend any other forms of
10 education after Bowdoin?
11 A. Yes.
12 Q. What did you do?
13 A. Some flying education, pilot licenses.
14 Q. Do you have a pilot's license?
15 A. I do.
16 Q. Any other licenses?
17 A. Driver's license.
18 Q. Okay. And are you married?
19 A. Yes.
20 Q. And how long have you been married?
21 A. It will be five years.
22 Q. Kids?
23 A. Yes.
24 Q. How many?

1 A. Two.
2 Q. And the West Bath, Maine, address is your
3 permanent residence?
4 A. Correct.
5 Q. Do you have -- do you maintain a
6 residence in Massachusetts as well?
7 A. No.
8 Q. You're familiar with the entity known as
9 FlightLevel of Norwood, LLC?
10 A. It's not FlightLevel of Norwood. No.
11 Q. Do you know an entity known as
12 FlightLevel Norwood, LLC?
13 A. Yes.
14 Q. And what is that entity?
15 A. That is the entity that operates an
16 aviation business out of the Norwood Memorial
17 Airport.
18 Q. Do you have an interest in that entity?
19 A. I do.
20 Q. What is your interest in it?
21 A. I'm the president of the company.
22 Q. Okay. Is it fair to say that Norwood --
23 FlightLevel Norwood, LLC, is an LLC? Limited
24 liability company.

1 A. Yes.
2 Q. Okay. And do you know who the managers
3 or members are of FlightLevel, LLC?
4 A. Yes.
5 Q. Who are they?
6 A. It's ARR Aviation, LLC, and ARR Aviation
7 II, LLC. I believe I'm the managing member.
8 Q. You're the managing member of FlightLevel
9 Norwood, LLC; is that correct?
10 A. I believe so. I'm not 100 percent sure
11 on that.
12 Q. Okay. ARR Aviation II, LLC, and ARR --
13 ARR Aviation, LLC, are entities formed under the
14 jurisdiction of what state?
15 A. Massachusetts, I believe.
16 Q. And they are the members of FlightLevel
17 Norwood, LLC?
18 A. I believe so.
19 Q. And who are the members of ARR Aviation
20 and ARR Aviation II, LLC?
21 A. Allan Radlow.
22 Q. Who is Allan Radlow?
23 A. He is an investor.
24 Q. Are you a member of ARR Aviation, LLC, or

1 ARR Aviation II, LLC?
2 A. I might be. I'm not sure.
3 Q. Do ARR Aviation, LLC, and ARR Aviation
4 II, LLC, have operating agreements?
5 A. I believe so.
6 Q. Okay. When were the ARR entities formed?
7 A. The past year. I don't know the exact
8 date.
9 Q. Did they acquire the membership interest
10 in FlightLevel Norwood, LLC?
11 A. Yes.
12 Q. Prior to the ARR entities acquiring the
13 membership interest of FlightLevel Norwood, LLC,
14 who were the members of FlightLevel Norwood, LLC?
15 A. I can't remember all of them.
16 Q. It's an investor group?
17 A. Yes.
18 Q. And approximately how many people?
19 A. A dozen entities.
20 Q. People and entities or just entities?
21 A. Mostly entities.
22 Q. Okay. And that was an investment group
23 that you formed?
24 A. Yes.

1 Q. And did you form that investment group to
2 hold membership interest in FlightLevel Norwood,
3 LLC, at or about the time of the formation of
4 FlightLevel Norwood, LLC?

5 A. Yes.

6 Q. And FlightLevel Norwood, LLC, is
7 incorporated in Delaware; is it not?

8 A. I believe so.

9 MR. FEE: 63, please.

10 (Exhibit No. 63 marked for
11 identification.)

12 BY MR. FEE:

13 Q. Did Allan Radlow acquire all of the
14 membership interest -- I'm sorry. You said that
15 Allan Radlow holds all of the membership interest
16 in the ARR aviation entities; is that correct?

17 A. Yes.

18 Q. Okay. And did the ARR aviation entities
19 acquire all of the interest in FlightLevel
20 Norwood, LLC?

21 A. Yes.

22 Q. And you said that it was in this year
23 that that happened?

24 A. This year or last. '16/'17.

1 Q. Okay. And has the change in membership
2 interest affected the operations of FlightLevel
3 Norwood, LLC, in any way?

4 A. No.

5 Q. Has there been any change in managers?

6 A. No.

7 Q. Just a change in ownership interest; is
8 that fair to say?

9 A. Yes.

10 Q. Okay. So I'm showing you a document
11 that's been marked as Exhibit 63. It appears to
12 be an application for registration as a foreign
13 limited liability company dated January 9, 2008.

14 And on page 2, there's a signature line
15 that appears to -- that states Peter Eichleay.
16 Is that your signature?

17 A. Yes.

18 Q. So my question is: Directing your
19 attention back to the first page, paragraph 5 of
20 the document suggests that there are no managers
21 for FlightLevel Norwood, LLC. At that time of
22 the formation, is that -- was that accurate?
23 Were there no managers?

24 A. Possibly. I can't remember.

1 Q. At some point in time did FlightLevel
2 Norwood, LLC, shift it's form from a member
3 managed LLC to a manager managed LLC?

4 A. I don't know.

5 Q. Who would know that?

6 A. My lawyers at the time probably.

7 Q. Who are they?

8 A. I can't remember the name of the firm.

9 Q. Okay. But you were represented by
10 counsel in the formation of FlightLevel Norwood,
11 LLC, in Delaware and its subsequent registration
12 as a foreign company in Massachusetts. Correct?

13 A. Yes.

14 Q. And at the time that FlightLevel Norwood,
15 LLC, was formed, how old were you? And I can do
16 the math.

17 A. Approximately 26.

18 Q. And had you had any prior experience in
19 the aviation industry?

20 A. Yes.

21 Q. And what was that?

22 A. I worked in finance and strategy for US
23 Airways, and I worked for an investment bank
24 after that that specialized in transportation.

1 Q. Okay. It seems like a good time to ask
2 you about your work experience. You graduated
3 Bowdoin in 2004. Correct?

4 A. Correct.

5 Q. Can you walk me through your job
6 experience after you graduated?

7 A. Like I said, US Airways.

8 Q. For how long?

9 A. About a year.

10 Q. For one year?

11 A. One to two years.

12 Q. Okay. What did you do there?

13 A. I worked in finance and route strategy.

14 Q. Okay. Until approximately 2004 -- 2005
15 or 2006?

16 A. Correct.

17 Q. Okay. And what did you do after that?

18 A. I worked for a company called
19 MergeGlobal.

20 Q. What was the business of MergeGlobal?

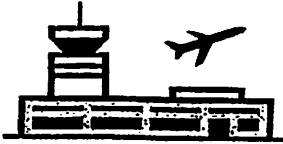
21 A. Transportation consulting and investment
22 banking.

23 Q. Where are they located?

24 A. Ballston, Virginia. They may not be

APPROVED

8/10/11



PAID

TK NO
7726

DATE
7-13-11

old permit

Norwood Memorial Airport
FY 2012 Commercial Permit Application

The Norwood Airport Commission (NAC) issues permits for aeronautical operations under six categories, depending on the type of services offered. The applicant must identify each service within a category for which a permit is requested. The permit will identify specific services allowed. A full-service, fixed-base operator's permit will be issued only to those companies that offer to supply the full spectrum of services in categories II, III and IV.

Check (✓) the applicable categories:

- I. **Full-service, fixed-base operator**
- II. **Flight Operations, including:** [Office space area 8460 Sq. Ft.]
() Passenger charter (FAR Part 135)
() Freight charter
- III. **Flight Operations, including:** [Office space area ____ Sq. Ft.]
() Flight instruction
() Aircraft rental
() Flying club
() Sightseeing flights
() Aircraft sales or exchange
- IV. **Ground Operations, including: Line** [Office space area 500 Sq. Ft.]
(✓) Hangar space rental [Hangar space area 50 Sq. Ft.]
(✓) Aircraft and avionics maintenance
(✓) Line services
() Aircraft cleaning
- IV. **Fuel Storage and Dispensing** [Office space area 120 Sq. Ft.]
- VI. **Unique Services, including:** [Office space area ____ Sq. Ft.]
() Aerial photography
() Aerial advertising
() Aerial survey
(✓) Other services Car Rental (2 mi)

Company Name:

Address:

Flightlevel Norwood LLC
125 Access Rd Norwood, MA 02062

Check One: Corporation ☒ Partnership ☐ Proprietorship ☐ Other ☐

LLC

Company Telephone:

781-769-8680

Company E-Mail Address:

R Powers @ FlightlevelAviation.Com

Company Officers:

Peter Eichleay
(President)

← Gone in 2018

Name/Address of each person holding more than 10% interest in this company:

KASSAP INVESTMENTS 3635 Old Court Rd
Suit 309 Baltimore, MD 21208

Morris Helman 7100 Rutherford Rd Baltimore
Manica Tepulis 90 Tepulis Travel 244 Perimeter Rd
Center Parkway Suite 280 Atlanta, GA 30346

Parent Company (if any):

List days and hours of operations: Days Seven Hours: 0700-2000 Mon-Sun

Type and number of equipment:

Fixed wing, single-engine: _____

Fixed wing, twin: _____

Rotary wing: _____

Other: _____

N/A

Hangar and/or tie-down spaces:

65 Hangar(s) Where? Various

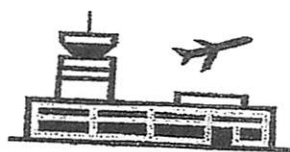
110 Space(s) Where? Various

Will you have spaces available to rent to others?

☐ Yes

☐ No

All applicants must comply with the Norwood Airport Regulations/Minimum Standards, and show evidence of the appropriate FAA licenses and certificates required to provide services. An insurance policy, identifying the Town of Norwood, the Norwood Airport Commission, the Airport Manager and Assistant Manager as additionally insured should accompany the application. No commercial operations are allowed without authorization from the NAC. All operators are required to renew the permit by July 1st of each year. The \$30 permit fee must accompany the application.

**PAID**

RNO DATE

3509 6-1-17

Incorrect
Application

Norwood Memorial Airport

FY 2018 Commercial Permit Application

The Norwood Airport Commission (NAC) issues permits for aeronautical operations under six categories, depending on the type of services offered. The applicant must identify each service within a category for which a permit is requested. The permit will identify specific services allowed. A full-service, fixed-base operator's (FBO) permit will be issued only to those companies that offer to supply the full spectrum of services as defined in the Norwood Airport General Regulations.

Check (✓) the applicable categories:

- I. **Full-service, fixed-base operator** (✓)
- II. **Flight Operations, including:** [Office space area _____ Sq. Ft.]
() Passenger charter (FAR Part 135)
() Freight charter
- III. **Flight Operations, including:** [Office space area _____ Sq. Ft.]
() Flight instruction
() Aircraft rental
() Sightseeing flights
() Aircraft sales or exchange
- IV. **Ground Operations, including:** [Office space area _____ Sq. Ft.]
(✓) Hangar space rental [Hangar space area _____ Sq. Ft.]
(✓) Aircraft and avionics maintenance
(✓) Line services
(✓) Aircraft cleaning
- V. **Fuel Storage and Dispensing** [Office space area _____ Sq. Ft.]
- VI. **Unique Services, including:** [Office space area _____ Sq. Ft.]
() Aerial photography
() Aerial advertising
() Aerial survey
(X) Other services Avis/Budget & Taso's Greek Restaurant
- Company Name: FlightLevel Norwood, LLC
Address: 0125 Access Rd, Norwood, MA 02062

Check One: Corporation Partnership Proprietorship Other

Company Telephone:

781-769-8680

Company E-Mail Address:

Company Officers:

Peter Eichleay

Mike Delaria

Nick Burlingham

Name/Address of each person holding more than 10% interest in this company:

Parent Company (if any):

List days and hours of operations: Days 7 Hours: 6 AM - 8 PM

Type and number of equipment:

Fixed wing, single-engine:

Rotary wing:

Fixed wing, twin:

Other:

Hangar and/or tie-down spaces:

Hangar(s)

Where?

Space(s)

Where?

Will you have spaces available to rent to others? (☒) Yes () No () N/A

All applicants must comply with the Norwood Airport General Regulations/Minimum Standards, and show evidence of the appropriate FAA licenses and certificates required to provide services. An insurance policy, identifying the Town of Norwood, the Norwood Airport Commission, the Airport Manager and Assistant Manager as additionally insured should accompany the application. No commercial operations are allowed without authorization from the NAC. All operators are required to renew the permit by July 1st of each year. The \$30 permit fee must accompany the application.

No Radio

ARR Aviation

Radio - ARR-ARR2
owned since
1-1-2017

but never told
NAC?