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October 1, 2024

BY CERTIFIED AND FIRST-CLASS MAIL

David J. Murphy, Esq.  
Peres, Zoppo & Associates PLLC  
6 Cabot Place, Suite 10  
Stoughton, MA 02072

Re: S.M.A.C. and Aug. 9, 2023 Access Corp. Agreement  
Demand for Records and Litigation Hold Notice

Dear Mr. Murphy,

This office serves as Town Counsel to the Town of Stoughton (the "Town"). We have been asked to write to you concerning the Stoughton Media Access Corporation ("SMAC") and the August 9, 2023 Access Corporation Agreement (the "Agreement") between the SMAC and the Town of Stoughton. A copy of the Agreement is enclosed for your reference. We understand that your office services as legal counsel to SMAC and we are therefore providing this demand and notice to you in that capacity. We have been asked to conduct a review with regard to potential breach of SMAC's duties under the Agreement as well as Federal and State law. To that end, and in accordance with Article V, Section 12 of the Agreement, demand is hereby made for the following records:

1. Any and all annual reports or audits of SMAC finances and operations from 2020 to the present;
2. Any and all books, records, accounts, returns, correspondence regarding SMAC's finances and/or accounting, and/or financial or accounting records related thereto kept, maintained, or available to SMAC from 2020 to the present;
3. Any and all notices of meetings concerning SMAC's Board of Directors from 2020 to the present;
4. Any and all minutes of Board of Directors meetings from 2020 to the present, including closed/private sessions if any;
5. Any and all recordings (audio and/or video) of all Board of Director's meetings from 2020 to the present;
6. Any and all records referenced, utilized, received or created at any such Board of Director's meeting from 2020 to the present;
7. Any and all public statements made justifying any bases for any closed/private session of a Board of Director's meeting, if any, from 2020 to the present.

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*Newburyport Office*  
30 Green Street  
Newburyport, MA 01950  
Phone 978.463.7700  
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*New Bedford Office*  
227 Union Street, Suite 606  
New Bedford, MA 02740

## Litigation Hold Notice

This notice is intended to make clear your obligations in the event of litigation ensuing from this inquiry, both to the Town and to any other parties. The destruction or loss of relevant information, evidence, documents, and other materials can lead to spoliation issues that will adversely affect the Town's ability to assess liability and damages in any future litigation, and will expose you to potential sanctions, spoliation instructions, and other consequences.

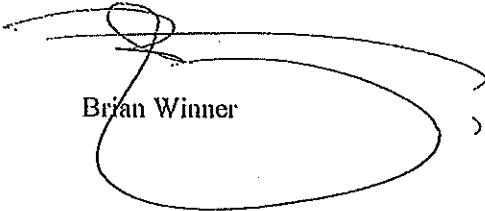
SMAC, its offices, its custodians of records, and its agents, servants, and employees must preserve:

- 1) Any and all relevant documents, including, but not limited to:
  - a. statements, whether recorded, handwritten, or electronic;
  - b. communications, whether oral, written, electronic, or telephonic, including letters, memoranda, correspondence, voicemails, and instant or text messages;
  - c. forms, reports, schedules, calendars, worksheets, plans, journals, appointment books, project diaries or daily records, photographs, videos, digital audio or video files, security logs, telephone logs, safety briefing or meeting records, and any other documents, files, or evidence, in any format, relating to work or services performed by SMAC for or regarding the Town of Stoughton since 2020;
  - d. photographs, videos, images, and depictions of any kind and format relating to work or services performed by SMAC for or regarding the Town of Stoughton since 2020;
  - e. notes, transcripts, minutes, or records of any kind relating to work or services performed by SMAC for or regarding the Town of Stoughton since 2020;
  - f. notices to any governmental agencies, whether municipal, state, or federal;
  - g. notices to any nongovernmental organizations, including private entities of any kind;
  - h. permits, authorizations, or permissions from any entity, whether governmental or nongovernmental that relating to work or services performed by SMAC for or regarding the Town of Stoughton since 2020;
  - i. citations, violations, notices of sanction, or any similar document issued by any entity, whether governmental or private, to any party or entity, which are in your possession, custody, or control relating to work or services performed by SMAC for or regarding the Town of Stoughton since 2020;
  - j. records, notes, minutes, transcripts, or recordings of any meetings held by SMAC, any of its departments, officers, or agents, and any entities or officials of the Commonwealth of Massachusetts and the federal government relating to work or services performed by SMAC for or regarding the Town of Stoughton since 2020.
- 2) Identify any individuals or entities within your knowledge with personal knowledge of the work or services performed by SMAC for or regarding the Town of Stoughton since 2020 and maintain their identity, contact information, and location.
- 3) Place a hold on any system for automatically deleting or destroying information, whether preserved physically or electronically, and suspend the operation of any document retention or deletion program that would result in the destruction or loss of information bearing upon the work or services performed by SMAC for or regarding the Town of Stoughton since 2020.
- 4) Instruct your officers, directors, custodians of records, and agents, servants, and employees to preserve any information, documents, or evidence of any kind relevant to these events and ensure that it is segregated, maintained, preserved, and not deleted, altered, or lost in any form or manner.
- 5) Instruct your officers, directors, custodians of records, and agents, servants, and employees that any information preserved, maintained, and segregated, whether stored physically or electronically, is backed up, copied, or otherwise protected against even accidental loss or destruction.

This notice of preservation is not limited to formal or final documents, and applies to any and all documents, including drafts, informal notes, handwritten documents, work papers, or records of any kind whatsoever. This notice includes information, documents, and evidence maintained in any format, including: paper files and hard copy; computer hard drives; computer servers; voice mail systems; removable or transportable media, e.g., CDs, DVDs, Blu-Ray disc, flash drives, USB memory devices, external hard drives, backup tapes, and the like; laptop or tablet computers or mobile devices; telephones; cell phones, smartphones, and other mobile devices; cloud storage; and any other location or format in which relevant information and evidence might be maintained. This notice likewise is not limited to information, documents, or evidence maintained solely on work devices or sources, and includes information that may exist on home or personal computers, laptops, tablets, cell phones, smartphones, email accounts, private social media accounts, cloud storage, or private residences.

Although Article V, Section 12 of the Agreement provides only for a reasonable time to respond, we request that you make all efforts to tender the responsive records within thirty (30) days. Thank you for your attention to this matter and we look forward to hearing from you.

Very truly yours,



Brian Winner

Enc.

cc: Select Board  
Town Manager