

GREAT NORTHWOODS, LLC

v.

GREAT LAKES HYDRO AMERICA, LLC

Argued April 8, 2008

Decided May 8, 2008

Panel: SAUFLEY, C.J., and CLIFFORD, ALEXANDER, LEVY, SILVER,  
MEAD, and GORMAN, JJ.

#### MEMORANDUM OF DECISION

Great Northwoods, LLC, appeals from a judgment entered in the Superior Court (Piscataquis County, *Hjelm, J.*) finding that Great Northwoods was required to convey conservation easements to Great Lakes Hydro America, LLC, for no consideration. Contrary to Great Northwoods's contention, the applicable language of the purchase and sale agreement executed by the parties' predecessors in interest is unambiguous, and establishes that Great Northwoods is required to grant Great Lakes the conservation easements at issue without receiving compensation in return. *See Lee v. Scotia Prince Cruises Ltd.*, 2003 ME 78, ¶ 9, 828 A.2d 210, 213 ("Whether a contract is ambiguous is a question of law that we review de novo."); *Am. Prot. Ins. Co. v. Acadia Ins. Co.*, 2003 ME 6, ¶ 11, 814 A.2d 989, 993 (providing that language in a contract should be given its plain meaning and is only ambiguous "when it is reasonably susceptible of different interpretations").

In addition, the trial court was not compelled to find that Great Lakes failed to fulfill its contractual obligation to make reasonable efforts to avoid any FERC-imposed conservation easements where Great Northwoods failed to present evidence of what additional efforts by Great Lakes would have been reasonable. *See Johnson v. Thorndike*, 56 Me. 32, 40 (1868) ("[W]hether the conditions and

terms of the contract have, or have not been complied with by either party, involves questions of fact . . . .”).

The entry is:

Judgment affirmed.

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