

August 13, 2019

**Old Colony Beach Club Association Board of Governors Meeting
Synagogue Beth El, Gorton Ave. Old Lyme, Ct**

The meeting was called to order at 6:32 PM by Board Chairman Doug Whalen.

ATTENDANCE: Members present- Janet Montano, Gavin Cartiera, Steve Humes, Rich Kingston and Doug Whalen.

Member absent - Joel Zimmerman

Six members of the public were present.

22 Hartung Place Roadway Adjustment Review: Doug stated that he had just learned of some new developments in regards to this issue. Doug read a letter dated January 22 of this year from Jeff Flowers; the architect for Deborah and Ira Feigenbaum, owners of 22 Hartung Avenue; requesting an easements on this property. Doug summarized the Board's discussion surrounding this issue since the initial request. Doug then read a statement into the record from an e-mail he received from Doug Brisee, the Fuss and O'Neill senior executive project manager for the OCBCA sewer project, regarding this issue (Attachment 1). After reading this letter into the record Doug explained that Fuss & O'Neill representatives had been working with Jeff Flowers all afternoon to arrive at a solution to this issue that would address the interests of both parties, OCBCA and the Feigenbaums, owners of 22 Hartung Place. Doug then described how the issue was negotiated between Fuss & O'Neill and the 22 Hartung Place architect Jeff Flowers. Doug stated that the Association's attorney advised that an easement or an exchange of land for the two pieces of property in question would be appropriate. The attorney proposed that property owned by OCBCA adjacent to Brookside Avenue be given to the homeowner on the condition that a temporary construction and a permanent maintenance easement be granted to the Association. In turn the homeowner would give that portion of the Hartung Place road that is currently on their property to the Association. Doug noted that there is a difference in the amount of square footage exchanged but the fact that the Hartung Place property exchange is outright with no easement sufficiently justifies the difference. Doug asked the homeowners of 22 Hartung Place if they had any comments. Jeff Flowers made some additional explanatory comments to further clarify the proposed exchange of property. Janet made the point that the amount of land given to 22 Hartung under this proposal is more than the amount that is listed in the proposal. Mr. Flowers explained that a landscape wall will be built by the owner but the easements to be granted along Brookside will allow access to

the sewer line wherever it is ultimately placed. Doug then polled the Board members to see if they had additional concerns. No Board member had anything further to say. A motion (Whalen/Kingston) was made to recommend to the members that the Board be allowed to negotiate a proposed revision to the common property lines of Hartung Place and Brookside Avenue. The current position of the Board is that the Hartung Place property of approximately 360 square feet should be given to Old Colony Beach Club Association and the Brookside Avenue property of approximately 600 square feet will in turn be given to the Feigenbaums, owners of 22 Hartung Place. Additionally, both a temporary construction easement and a permanent maintenance easement for the exchanged Brookside property would be given to the Old Colony Beach Club Association by the Feigenbaums. There was no further discussion. The motion passed with one abstention.

Executive Session: Doug stated that the Executive Session is no longer necessary.

Approval of the July 9, 2019 Board of Governors Meeting and July 17, 2019 Special Board of Governors Meeting Minutes: A motion was made (Humes/Montano) to accept the minutes from the July 9, 2019 Board of Governors Meeting. There was no discussion. The motion passed with one abstention. A motion was made (Cartiera/Humes) to accept the minutes from the July 17, 2019 Special Board of Governors Meeting. There was no discussion. The motion passed.

Treasurers Report (Janet Montano): Janet then presented the Treasurers Summary for the period ending July 31, 2019 (Attachment 2). A motion (Kingston/Cartiera) was made to accept the July 31, 2019 Treasurer Summary. There was no discussion. The motion passed. Janet also stated that she has also provided a report ending August 13, 2019 (Attachment 3).

Action Items Update: There were no outstanding Action Items as of this meeting.

Committee Reports-

Chairman's Report (Doug Whalen): Doug reviewed his Chairman's report (Attachment 4) with the Board.

Clerk's Report (Rich Kingston): Rich reminded the Board that the Semi-Annual General Membership Meeting is scheduled for Saturday, September 7th at 6:30 PM at the Shoreline Church. Rich asked the Board members to arrive a little earlier to assist in the meeting setup. Rich plans to send a letter to Joe Frutuoso to thank him on behalf of the Association for painting

the speed bumps within the Association. Rich stated that Joe worked all by himself for three days to get all of the speed bumps painted.

Tax Collector (Gavin Cartiera): Gavin reported that eleven (11) taxpayers have not yet paid their FY2020 taxes. Gavin also reported that the Association has sought assistance from its attorney to clarify tax collection procedures.

Recreation (Vacant): Doug reported that the last summer event besides the General Membership meeting on September 7th is the Sand Castle Contest to be held next Sunday.

Public Safety (Steve Humes): Steve reported that he had nothing to report. Doug noted that there was less complaints than last year regarding the performance of the security guards. Rich commented that he has been impressed that Association members have even been taking action when they see possible irregularities.

Public Works (Joel Zimmerman): In Joel's absence Rich read the Public Works report to the Board which Joel had e-mailed to him prior to this meeting (Attachment 5). In this e-mail Joel also officially notified that Board that he would not be seeking another term on the Board of Governors at the September meeting. Rich noted that only Janet has indicated that she would serve another term leaving two known Board vacancies without any candidates to fill them.

WPCA Report: Steve was unable to attend the last WPCA meeting so he nothing to report.

Bonding Proposal for Storm Drainage System – Doug explained that the original bonding approval for the sanitary sewer system did not include items that will not be covered by Clean Water Funds monies. The cost of the storm drain system itself, which is not covered by the Clean Water Fund program, is currently estimated to cost \$2 million. Doug stated that OCBCA needs to amend its Clean Water Fund bond to include expenses outside of the Clean Water Fund Act. In addition to including the storm drain funds in the bond the Association has been chosen as the administrative agency for the Clean Water Funds for the shared infrastructure for three other beaches (Old Lyme Shores, Miami Beach, and Soundview Beach). The cost for the shared infrastructure is \$5,955,000 of which \$1,889,000 is for Miami Beach, \$1,247,000 is for Old Lyme Shores, \$1,718,000 for Soundview Beach and Old Colony's share is \$1,501,000. Although the funds will ultimately be paid for by the separate beach organizations OCBCA needs to include these numbers in its Clean Water Fund bond. Fuss & O'Neill recommends that

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another \$700,000 should be added to the bonding package as a buffer as the initial costs were for the first bond were determined in 2012.

The total project costs are now projected to be \$12,866,000 rounded off to \$13,000,000. The Board needs to request that the membership approve a revised bond for the required \$13,000,000. Doug then read the entire document as it appears in Attachment 6, to wit: **resolution amending a resolution appropriating \$11,000,000 for the planning, acquisition, design and construction of a sanitary sewer system to serve the old colony beach club association and authorizing the issuance of \$11,000,000 clean water fund obligations of the Old Colony Beach Club Association to meet said appropriation.**

After Doug read the complete wording of the resolution a motion (Whalen/Humes) was made to adopt said resolution be adopted and introduced and read, following a discussion and a vote. Steve stated that the references in Section 5 and Section 7 to a specific law firm, Robinson and Cole, was inappropriate and that the language should be changed to "bond counsel designated by the Chairman." There was also some discussion of the numbering of different sections of this should be altered. An amendment to the resolution was made (Humes/Cartiera) to include these changes and Steve then moved the resolution. Rich noted that a two-thirds majority at the General Membership meeting is required to adopt this resolution. After further limited discussion the motion passed unanimously. Doug will place a notice in the New London Day as is legally required.

Part Time Paid Positions for Recreation and Public Works – Doug asked the Board members to think about hiring part time staff next year to perform some of the Recreation and Public Works functions that take up so much of his time as Chairman and the time and attention of the respective Board members. Doug would like the Board to discuss this issue at the next Board meeting in September. Rich suggested that the idea of using a management firm to attend to OCBCA business may be worth discussing.

Insurance Coverage Review – Doug informed the Board that he has spoken to the insurance company for Point of Woods. Doug stated that it is too late to change agencies but it might be worth pursuing next year. The Association could get improved insurance coverage similar to Point of Woods. Association resident Tony Camilleri has volunteered to assist us in this effort as he has an insurance background.

Construction Ordinance Language (Ch. 6.9) – Doug asked the Board members to think about a clear definition of what is allowed and not allowed by the OCBCA construction ordinance. Doug read "hammer laws" from Point of Woods and Old Lyme Shores as examples of language that could be used.

Burying of Utility Lines during Sewer Installation – Doug stated that he has not received any additional information about this issue. Doug will report this fact to the membership at the September 7th meeting.

Preparation for June 22 General Membership Meeting – The Board reviewed the items that need to be included with the mailing packet sent to members prior to the meeting. Doug will work on assembling this package as Rich will be out of the country until August 26th. Doug listed the motions that would appear on the agenda: 22 Hartung Avenue Property lines, nomination and election for the three vacant Board positions, and the Sewer Project resolution. Doug stated that since a representative from Fuss & O'Neill will be present to make the WPCA presentation that will be the first item on the agenda.

Other Old Business – There was no Other Old Business.

New Business – There was no New Business.

Public Comment – Jim Fazzina asked a question about the width of roads. Jim also asked that the Board clarify what parts of the sewer project are included in the Clean Water Funds grant and what parts are not at the General Membership meeting. Jim took some issue with the wording of his remarks that appear in the last meeting minutes. He believes his language as transcribed indicates an issue with the Board's authority and he wants to make clear that this attribution is inaccurate.

NEXT MEETING - The next Board of Governor's meeting is scheduled for Tuesday, September 10, 2019 at 6:30 PM at Synagogue Beth El.

A motion (Whalen/Humes) was made to adjourn at 8:13 PM. The motion passed.

Respectfully submitted



Richard Kingston
Clerk
August 30, 2019

Results of Voting at the August 13, 2019 Old Colony Beach Club Association Board of Governors Meeting. Board of Governor Members present- Janet Montano, Gavin Cartiera, Steve Humes, Rich Kingston and Doug Whalen.

22 Hartung Place Roadway Adjustment: A motion (Whalen/Kingston) was made to recommend to the members that the Board be allowed to negotiate a proposed revision to the common property lines of Hartung Place and Brookside Avenue. The current position of the Board is that the Hartung Place property of approximately 360 square feet should be given to Old Colony Beach Club Association and the Brookside Avenue property of approximately 600 square feet will in turn be given to the Feigenbaums, owners of 22 Hartung Place. Additionally both a temporary construction easement and a permanent maintenance easement for the exchanged Brookside property would be given to the Old Colony Beach Club Association by the Feigenbaums. There was no further discussion. The motion passed with one abstention.

Resolution amending a resolution appropriating \$11,000,000 for the planning, acquisition, design and construction of a sanitary sewer system: After Doug read the complete wording of the resolution a motion (Whalen/Humes) was made to adopt said resolution be adopted and introduced and read, following a discussion and a vote. Steve stated that the references in Section 5 and Section 7 to a specific law firm, Robinson and Cole, was inappropriate and that the language should be changed to "bond counsel designated by the Chairman." There was also some discussion of the numbering of different sections of this should be altered. An amendment to the resolution was made (Humes/Cartiera) to include these changes and Steve then moved the resolution. Rich noted that a two-thirds majority at the General Membership meeting is required to adopt this resolution. After further limited discussion the motion passed unanimously.

Attachment 1

From: Douglas Brisee <dbrisee@fando.com>
To: "DOUGLAS WHALEN (douglaswhalen@comcast.net)" <douglaswhalen@comcast.net>
Cc: "Kurt A. Mailman" <KMailman@fando.com>, Marshall Gaston <MGaston@fando.com>, Shawn Leamy <SLeamy@fando.com>
Date: August 13, 2019 at 11:59 AM
Subject: Old Lyme, CT - OCBCA & 22 Hartung Site Plan

Hi Doug,

We have reviewed the site plan provided by Jeff Flower, the architect for homeowner at 22 Hartung Place. Currently, the proposed 12-inch diameter sanitary trunk sewer which extends from OLSBA beneath the new twin 36-inch culverts and runs in the southerly direction to the intersection with Hartung Place is designed to be approximately 4 feet off of the eastern property line for 22 Hartung Place. This means that it is located approximately right in the middle of the area that OCBCA currently owns and is being proposed to be conveyed to 22 Hartung Place as part of the land swap.

In effort to construct and maintain the sanitary sewer line in this area, a temporary construction easement and permanent maintenance easement will be required. Pursuant to the attached sketch, we are proposing a 15 foot wide construction easement and a 10 foot wide permanent easement. The permanent easement would extend approximately 2 feet on to the property owned by 22 Hartung, and the temporary construction easement would extend 7 feet on to their property.

Given the sewer line will be approximately 8 feet deep in this area and the need to install a flow meter manhole within the subject area, we are requesting that the base footing for the proposed retaining wall surrounding the building at 22 Hartung Place be shifted to the west such that it is 4 feet off of their existing property line. Given the soils in this area, we want to be certain that the retaining wall doesn't get damaged during the construction of the sanitary sewer line.

Any questions or concerns, please feel free to reach out.

Thanks
Doug

Douglas Brisee, PE
Senior Project Engineer

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Attachment 2

Treasurer's Summary
OCBCA Board Meeting
August 13, 2019

Balance July 1, 2019	\$270,083.37
	\$ 85,518.89*
	(\$1.00) FY2019 tax overpayment made in 2018*
Income	\$ 85,517.89
Expenses	\$ 17,455.98
Balance July 31, 2019	\$338,145.28
General Fund Checking	\$ 68,435.35
General Fund MM Savings	\$168,156.45
Capital Fund MM Savings	<u>\$101,553.48</u>
Balance July 31, 2019	\$338,145.28

*QuickBooks does not consider tax overpayments made in one FY as income in that year but as income in the following FY.

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Attachment 3

1 **Old Colony Beach Club Association 2020 Fiscal Year Approved Budget
and Actual Expenditures to 8/13/19**

	Actual FY 2017	Actual FY 2018	Actual FY 2019	Budget FY 2020 APPROVED	Actual 8/13/2019
Revenues					
Property Taxes + finance charges	144,007.62	144,654.63	144,033.74	143,000.00	135,762.23
Town of Old Lyme	9,000.00	8,900.00	8,700.00	8,450.00	4,325.00
Vendor Fees	500.00	500.00	500.00	500.00	500.00
Reimbursement for Liens & Lien Releases					
Registrations	450.00	650.00	510.00	100.00	150.00
Reimbursement for Bank Charge					15.00
Gate Swipe Cards	470.00	350.00	315.00	100.00	115.00
Fines		40.00	20.00		
Sign damage payment			80.00		
Boat storage cost reimbursement	30.00				
Federation 1/2 dues returned	289.50	289.50	289.50		
CT Water funds overpayment returned	4,751.95				
Overcharged fees returned	1,166.00				
Interest Income General Fund	150.70	205.22	239.47	150.00	21.42
Interest Income Capital Account	123.43	164.37	180.73	100.00	12.94
State of Connecticut grant money	247,070.00	18,975.38			
Old Lyme Shores 1/2 cost Sheffield Brook Project		52,176.59			1,006.25
Purtill stub sale		12,000.00			
Recreation	2,460.00	2,510.00	3,481.00	3,000.00	2,157.00
Raffle	2,531.00	3,580.00	3,032.00	2,000.00	2,729.00
Merchandise	1,241.00	1,046.00	1,720.00	600.00	778.00
Total Revenues	414,241.20	246,041.69	163,101.44	158,000.00	147,571.84
Expenditures General Fund					
Public Safety	21,876.91	25,394.72	27,112.73	36,000.00	12,477.57
Public Works	27,194.90	33,963.98	38,586.43	37,000.00	11,371.80
Insurance	5,309.00	5,439.00	5,718.00	6,600.00	
General Administration	3,663.13	6,471.85	4,268.73	7,000.00	336.41
Electricity	4,586.25	5,295.42	5,758.72	6,200.00	900.59
Fire Protection (Hydrants)	9,787.10	10,068.06	10,564.32	12,000.00	1,799.71
Recreation	11,073.44	9,691.03	8,368.42	10,000.00	4,182.07
Raffle	512.32	778.73	503.64	500.00	473.97
Merchandise	1,658.40	1,820.50	1,117.00	2,000.00	2,065.25
Professional Fees	4,812.50	13,281.00	3,107.50	16,400.00	297.50
Bank Service Charge					15.00
Donations	200.00	200.00	200.00	300.00	100.00
Property Taxes	955.71	920.92	927.70	1,000.00	948.86
Subtotal	91,629.66	113,325.21	106,233.19	135,000.00	34,968.73
Contingency Fund Capital Account	18,000.00	16,000.00	16,000.00	8,000.00	8,000.00
General Fund Expenditures after \$ transfer	109,629.66	129,325.21	122,233.19		
Capital Improvements/Expenditures					
WPCA	22,000.00	22,000.00	22,000.00	15,000.00	
Fencing		1,399.68			
Sheffield Brook Permits	1,250.00				
Sheffield Brook	325,015.48	44,420.03			
Subtotal	348,265.48	67,819.71	22,000.00	23,000.00	
Total	439,895.14	181,144.92	128,233.19	158,000.00	34,968.73
Mill Rate	3.25	3.25	3.25	3.25	3.25
Profit/Loss	(25,653.94)	64,896.77	34,868.25		

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Attachment 4

Chairman's notes for August 13th meeting

- Worked with NRCS to finalize plans for easement area. Both trees will be taken down the week of the 5th or 12th under a NRCS contract. Around the week of the 19th All Habitat will begin working on invasive plants in the easement area. All Habitat will monitor the easement area monthly for invasive plants and will treat for same over the next 3-years under a NRCS contract.
- Spoke at the Point of Woods 100th anniversary event on Friday 7/26 as Chairman of OCBCA. Congratulated the Beach Association on 100 years of service.
- Worked on replacing the Solar batteries for the 6 pillar lights at the front entrances.
- Worked with Fuss & O'Neill on WPCA project informational packets to residents, worked with Fuss & O'Neill survey team to go over storm drain program and outline roadway ground testing locations for design information.
- Worked 8-hours with McVac to clean out all storm drains in community. Southwest corner of Grove & Gorton Aves was found to be in need of repair during cleaning. Fuss & O'Neill will be notified and that storm drain repair will be included in the road improvement project.
- Did movies on the beach, setup for music on the beach, setup for picnic on the beach
- Worked with Security company on verification of bill and security officer issues during the day & night shifts
- Provided gate cards & beach passes to residents, provided welcome packets to new residents, houses purchased on Old Colony & Breen Ave.
- Provided OCBCA clothing to residents
- Prepared sandcastle contest ribbons & Ice Cream coupons for Sandcastle event along with Gavin.
- Provided responses to phone calls & Emails from residents, on Association issues like, construction issues, cars on street issues, dogs on beach issues, gates open issues
- Submitted Eversource requests for streetlight repairs in Community
- Worked with Comcast business to fix Sheffield brook camera issue. Camera fixed through Comcast tech team online. No need for service to come out to site.
- Worked on Broughel pedestrian gate solar panel. Pole installed and panel re-energized with solar power. Worked on report of broken pedestrian gate, found magnetic plate torn off post and found on ground with wires torn out of unit. Worked on repair and also had plate reinforced. Working on camera install with Comcast
- Worked with Kerri Abronzino from Wethersfield to keep the YOGA program active through Labor Day weekend. Attendance has been very good and residents are paying instructor directly. It is only \$5.00 for a 1-hour class.
- Issued license plates to golf carts & scooters that submitted registration forms
- Submitted weekly eblasts to residents informing them of the weekly events in OCBCA
- Worked with insurance company to review insurance program, looking at other insurance companies to provide better coverage for Association
- Submitted M-20a Annual Report of Special tax District to the Town of Old Lyme Clerks office

Attachment 5

From: Joel [REDACTED]
Subject: **8/13 BOG Meeting - Public Works report**
Date: **Aug 8, 2019 at 6:55:56 PM**
To: **OCBCA Clerk Clerk@oldcolonybeach.org**

Hi Rich:

As you know, I will not be at the 8/13 meeting nor will I be calling in. Here is my report. I'd appreciate it if you would read it into the minutes:

- The H.S. Plaut and Nickerson companies are performing consistent with their contracts.
- We had Tom Montano regrade a portion of the east side of the beach to make it easier for jet skis to launch due to the steep grade.
- The beach, in this area, was observed before and after the regrading. The regrading appeared to last for several tide cycles, but eventually the steep hill returned. I can only surmise that there is an erosive action taking place between the tides and the new westerly groin that is eroding the beach in that area. This will need some further discussion by the next board.
- The August mosquito pellet round was not done due to the impending clean out of the storm sewers.
- Nickerson has assumed the new mowing pattern in the NRCS area in order to come into compliance with the NRCS requirements.

Rich. Since the August meeting is typically the meeting that nominations for board member replacements takes place, I would appreciate it if you would tell the rest of the board members that, due to my work schedule, I will not be running for reelection at the September meeting.

Thank you.

Joel Z

Attachment 6

RESOLUTION AMENDING A RESOLUTION APPROPRIATING \$11,000,000 FOR THE PLANNING, ACQUISITION, DESIGN AND CONSTRUCTION OF A SANITARY SEWER SYSTEM TO SERVE THE OLD COLONY BEACH CLUB ASSOCIATION AND AUTHORIZING THE ISSUANCE OF \$11,000,000 CLEAN WATER FUND OBLIGATIONS OF THE OLD COLONY BEACH CLUB ASSOCIATION TO MEET SAID APPROPRIATION

RESOLVED:

Section 1. Section 1 of the resolution of The Old Colony Beach Club Association in the Town of Old Lyme, Connecticut (the "Association"), entitled "Resolution Appropriating \$11,000,000 For The Planning, Acquisition, Design And Construction Of A Sanitary Sewer System To Serve The Old Colony Beach Club Association And Authorizing The Issuance Of \$11,000,000 Clean Water Fund Obligations Of The Old Colony Beach Club Association To Meet Said Appropriation" (the "Resolution"), is hereby amended to increase the amount appropriated therein from \$11,000,000 to \$13,000,000, such that Section 1 of the Resolution is deleted in its entirety and replaced with the following to read as follows:

"Section 1. The sum of \$13,000,000 is appropriated for the planning, acquisition, design and construction of a sanitary sewer system to serve The Old Colony Beach Club Association in the Town of Old Lyme, Connecticut (the "Association"), including, but not limited to, connection fees for the conveyance of sewage to an existing regional sewerage facility and all costs associated with connecting to said regional sewerage facility, pump stations, acquisition of real property as may be required for the project, engineering, land surveying, geophysical studies, rights of way and easements, storm drainage improvements, road reconstruction, and all other tasks related to the planning, acquisition, design and construction of said project, all to be completed in substantial accordance with plans and specifications as outlined in that certain study entitled "Wastewater Facilities Planning Report, Miami Beach Association, Old Lyme CT", dated June 19, 2015 prepared by Fuss & O'Neill, Inc., 146 Hartford Road, Manchester, Connecticut 06040, as it may be amended from time to time, and for administrative, printing, legal and financing costs related thereto, said appropriation to be inclusive of any and all State and Federal grants-in-aid less defrayment of any sewer project costs paid by The Old Lyme Shores Beach Association thereof (collectively, the "Project")."

Section 2. Section 2 of the Resolution is hereby amended to increase the amount of Clean Water Fund Obligations authorized therein from \$11,000,000 to \$13,000,000, such that Section 2 of the Resolution is deleted in its entirety and replaced with the following to read as follows:

"Section 2. The Chairman is authorized in the name and on behalf of the Association to apply for and accept any and all Federal and State loans and/or grants-in-aid of the Project and is further authorized to expend said funds in accordance with the terms hereof and in connection therewith to contract in the name of the Association with engineers, contractors, attorneys and others. To meet any portion of the costs of the Project determined by the State of Connecticut Department of Energy and Environmental Protection to be eligible for funding under Section 22a-475 et seq. of the Connecticut General Statutes, as the same may be amended from time to time (collectively, the "Clean Water Fund

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Program”), the Association is authorized and may issue interim funding obligations in anticipation of project loan obligations and project loan obligations (“Clean Water Fund Obligations”) in an aggregate amount not to exceed \$13,000,000 and in such denominations as the Chairman and Treasurer shall determine. Clean Water Fund Obligations, Project Loan and Grant Agreements under the Clean Water Fund Program, and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the Association by the manual or facsimile signatures of the Chairman and Treasurer, and bear the Association seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the Chairman and Treasurer. Said Clean Water Fund Obligations may be secured as to both principal and interest by (a) the full faith and credit of the Association, (b) a pledge of revenues to be derived from the project, including, without limitation, sewerage system use charges, sewerage system connection charges and sewerage system benefit assessments, or any combination thereof, or (c) a pledge of revenues to be derived from the Project, including, without limitation, sewerage system use charges, sewerage system connection charges and sewerage system benefit assessments, or any combination thereof, and also by the full faith and credit of the Association. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with, that such obligation is within every debt and other limit prescribed by law, and that either (a) the full faith and credit of the Association, or (b) a pledge of revenues to be derived from the Project, including, without limitation, sewerage system use charges, sewerage system connection charges and sewerage system benefit assessments, or any combination thereof, or (c) a pledge of revenues to be derived from the Project, including, without limitation, sewerage system use charges, sewerage system connection charges and sewerage system benefit assessments, or any combination thereof, and also the full faith and credit of the Association are pledged to the payment of the principal thereof and the interest thereon.”

Section 3. Section 3 of the Resolution is hereby deleted in its entirety and replaced with the following:

“Section 3. The Association hereby expresses its official intent pursuant to Section 1.150-2 of the Federal Income Tax Regulations, Title 26 (the “Regulations”), to reimburse expenditures paid sixty days prior to and any time after the date of passage of this resolution in the maximum amount and for the Project with the proceeds of Clean Water Fund Obligations, bonds or bond anticipation notes or other obligations (collectively, “Tax-Exempt Obligations”) authorized to be issued by the Association. Tax-Exempt Obligations shall be issued to reimburse such expenditures not later than 18 months after the later of the date of the expenditure or the substantial completion of the Project, or such later date the Regulations may authorize. The Association hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman or his designee is authorized to pay Project expenses in accordance herewith pending the issuance of Tax-Exempt Obligations, and to amend this declaration.”

Section 4. The Resolution is hereby further amended to include the following new sections at the end of the Resolution to read as follows:

“Section 5. To meet any portion of the costs of the Project, \$13,000,000 bonds of the Association or so much thereof as shall be necessary for such purpose, shall be issued,

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maturing not later than the maximum maturity permitted by the General Statutes of Connecticut, as amended from time to time (the "Connecticut General Statutes"). Said bonds may be issued in one or more series as determined by the Chairman and the Treasurer, in the amount necessary to meet the Association's share of the cost of the Project determined after considering the estimated amount of State and Federal grants-in-aid of the Project or the actual amount thereof if this be ascertainable, and the anticipated times of the receipt of the proceeds thereof, provided that the total amount of bonds to be issued shall not be less than an amount which will provide funds sufficient with other funds available for such purpose to pay the principal of and the interest on all temporary borrowings in anticipation of the receipt of the proceeds of said bonds outstanding at the time of the issuance thereof, and to pay for the administrative, printing and legal costs of issuing the bonds. The bonds shall be in the denomination of \$1,000 or a whole multiple thereof, be issued in fully registered form, be executed in the name and on behalf of the Association by the facsimile or manual signatures of the Chairman and the Treasurer, bear the Association seal or a facsimile thereof, be certified by a bank or trust company, which bank or trust company may be designated the registrar and transfer agent, be payable at a bank or trust company, and be approved as to their legality by Robinson & Cole LLP, Attorneys-at-Law, of Hartford. The bonds shall be general obligations of the Association and each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with, that such bond is within every debt and other limit prescribed by law, and that the full faith and credit of the Association are pledged to the payment of the principal thereof and interest thereon. The aggregate principal amount of the bonds of each series to be issued, the annual installments of principal, redemption provisions, if any, the certifying, registrar and transfer agent and paying agent, the date, time of issue and sale and other terms, details and particulars of such bonds, including the approval of the rate or rates of interest, shall be determined by the Chairman and the Treasurer, in accordance with the Connecticut General Statutes. The Association may issue taxable bonds or notes as the issuance of such taxable bonds or notes is hereby determined to be in the public interest.

Section 6. Said bonds shall be sold by the Chairman in a competitive offering or by negotiation, in his discretion. If sold in a competitive offering, the bonds shall be sold at not less than par and accrued interest on the basis of the lowest net or true interest cost to the Association. A notice of sale or a summary thereof describing the bonds and setting forth the terms and conditions of the sale shall be published at least five days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If the bonds are sold by negotiation, provisions of the purchase agreement shall be approved by the Chairman.

Section 7. The Chairman is authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes evidencing such borrowings shall be signed by the Chairman and the Treasurer, have the seal of the Association affixed, be payable at a bank or trust company designated by the Chairman, be approved as to their legality by Robinson & Cole LLP, Attorneys-at-Law, of Hartford, and be certified by a bank or trust company designated by the Chairman pursuant to Section 7-373 of the Connecticut General Statutes. They shall be issued with maturity dates which comply with the provisions of the Connecticut General Statutes governing the issuance of such notes, as the same may be amended from time to time. The notes shall be general obligations of the Association and each of the notes shall recite that every requirement of law relating to its issue has been duly complied with, that such

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note is within every debt and other limit prescribed by law, and that the full faith and credit of the Association are pledged to the payment of the principal thereof and the interest thereon. The net interest cost on such notes, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the Project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on any such notes then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 8. The Chairman is hereby authorized, on behalf of the Association, to enter into agreements or otherwise covenant for the benefit of bondholders to provide information on an annual or other periodic basis to the Municipal Securities Rulemaking Board (the "MSRB") and to provide notices to the MSRB of material events as enumerated in Securities and Exchange Commission Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds and notes authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved."

Section 5 The remaining provisions of the Resolution shall be applicable to this resolution as of the effective date of this resolution and shall remain in full force and effect.

Section 6. This resolution shall be effective upon its approval by each of the Board of Governors of the Association and the Association electors and persons qualified to vote at a duly warned Special Meeting to be held pursuant to the Association Charter and in accordance with the Connecticut General Statutes.