

MINUTES JOINT MEETING OF THE WOODRIDGE LAKE SEWER DISTRICT SEWER AUTHORITY  
AND THE BOARD OF DIRECTORS OF THE WOODRIDGE LAKE SEWER DISTRICT  
MONDAY, AUGUST 17, 2015, 4:00 P.M. CONFERENCE ROOM WOODRIDGE  
LAKE CLUB HOUSE. EAST HYERDALE DRIVE, COSHEN, CONNECTICUT

CALL TO ORDER: Jim Mersfelder, Vice Chairman and Vice President of both boards respectively, called the meeting to order at 4:00 P.M.

ATTENDANCE: Board Members Joan M. Lang, James Hiltz, Alternate John M. Kelley and by Conference phone Jim Mersfelder and Robert Goldfeld. Excused absence Raymond A. Turri. Also present, Plant Superintendent, Charlie Ekstrom.

APPROVAL OF MINUTES: The minutes of the July 20, 2015 joint meeting of the WLSDSA/WLSD were presented for approval. **A MOTION WAS MADE BY** Jim Hiltz seconded Joan Lang to approve said minutes as presented. There was no discussion on the minutes, **MOTION CARRIED.**

REPORT FROM PLANT SUPERINTENDENT: Plant Superintendent Charlie Ekstrom gave the following Operational report dated August 17, 2015. Said report is on file with the minutes of this meeting.

Plant personnel: Jason Patrick – 1 sick day, Mark Theriault, perfect attendance. New Hire – Interviews were held with eight of the ten applicants who applied for the position of Plant Operator to fill the vacancy left by Michael Migaldi. Hired for the position was Sean Baia of Torrington, a 2014 college graduate, a licensed EMT and currently working as a landscaping supervisor and capable of operating large equipment. Sean has no waste water experience but appears to be able and willing to learn quickly. He has passed his physical and is expected to start work the last week of August.

Plant Pump: Eastern is still waiting for the delivery of the impeller so that the pump can be rebuilt.

Pump Station #8: Shut off valves and replacement pump parts have been received and Eastern is expected to be in to finish the work by the end of this week.

DEEP NOV: The changes to the beds as recommended by Joe Wettemann of DEEP has been completed. The grass and vegetation to cover the repaired area should be grown in by the targeted return inspection date of September 15<sup>th</sup>.

Contracted Projects:

- (1) I/I project – Bypass work at Station #6 and Plant Pump. Nutmeg attempted to install the chamber at plant pump but ground water problems resulted in a slight relocation of the chamber at PS #6 with the second test pit to be dug at station #6 this week. The installation of both chambers is on hold until after Labor Day.
- (2) Manhole repairs- To date, Heitkamp has completed about 40% of the slated repairs.
- (3) Sewer main liners – Most of the scheduled short liners have been completed by Heitkamp.
- (4) Sewer main grouting/sealing - Most of the work has been completed.

- (5) SCADA – Final stages of installation are scheduled to begin on Tuesday the 18<sup>th</sup> with completion by the end of the week.

Plant Flows- The average daily flow for July was 98,000 gpd with a total precipitation of 1.80". For August to date, the average daily flow is 69,000 gpd with a precipitation total of 1.87". Charlie Ekstrom reported that there has been some changes in the flows but will need to have significant rainfall to be able to tell if it can be attributed to the I&I work being done.

Questioned was the previously suggested use of any excess funds appropriated for the I & I project for further I & I work. Jim Mersfelder noted that at the present time it is expected that there will be an overrun of expenses for the Pump Stations and it is best to wait for Nutmeg to finish the work before consideration is given for further I & I work. Work also needs to be done under USDA Grant to bring forward invoices the District already paid for the Facilities Plan related to these projects which can be recovered under the USDA Grant. .

There were no further items presented under the operational report and Charlie Ekstrom left the meeting at 4:15 P.M.

MONTHLY FINANCIAL REPORTS: Treasurer Jim Mersfelder reported on the following – There were additional delinquent payments made during the month of \$903.00. The amount of delinquent taxes due is the lowest it has ever been and is down by \$4,000.00 from last year at this time. The expenses are under in the operating budget for the first month in the 2015/2016 fiscal year by \$8,447.00.

A change noted under the Capital Budget was the addition to the expense for Regulatory Coordination Future Amendment #7 which has not been DEEP approved. Acting on the outcome of a meeting with Dave Prickett, Ray Turri gave the approval to raise the forecasted amount from \$48,000 to \$60,000.00. Efforts will be made to recoup the money from the State DEEP. No money has been spent to date for the refurbishment of Pump Station #8 and Plant Pump. The line item for I & I remediation (Construction) is currently running under by \$157,110.00. Pump Station construction is currently over spent by \$14,221 and that number is expected to go higher. The boring work expense came to \$97,000.00. The information as a results of the borings resulted in a reduction of the total projected forecast from seventeen million down to fourteen million. Working with Legal Counsel, work is being done to finish the necessary paper work to be able to close the loan for the SCADA and Pump station projects. The payment of the 969,000.00 for those projects is currently scheduled for September. The Bond Council Paperwork has been taken care of by Bruce Chudwick has been sent to USDA and Chip Roraback is completing the last group of documents to go to USDA that will certify that the WLS D has legal access or ownership to all the areas where connection work will be done. It is expected that the interest rates will be going up and a push is being made to get the loan agreement closed within the month of September.

Action was taken by the Board to adopt the required Loan Resolution: **A MOTION WAS MADE BY** Bob Goldfeld, seconded by Joan Lang to adopt the following -

RESOLVED, That the Loan Resolution (Public Bodies) RUS Bulletin 1780-27 Approval OMB No. 0572-0212, a copy of which Loan Resolution shall be appended to the minutes of this meeting is hereby adopted

and approved. There was no discussion on the motion. **The motion passed UNANIMOUSLY.** Said resolution is attached to the minutes of this meeting.

Action was taken by the Board to adopt the Certificate of Determination and the \$686,000 General Obligation Bond (i.e. payment as ad valorem):

**A MOTION WAS MADE BY** Joan Lang, seconded by James Hiltz to accept the following resolution - RESOLVED, That the Certificate of Determination and the \$686,000 General Obligation Bond shall be appended to the minutes of this meeting are hereby adopted and approved. **Said document was approved UNANIMOUSLY** and the Certificate of Determination will be signed by all Board members.

Jim Mersfelder explained the terms of the General Obligation Bond Format to be used at the projected September 2015 closing. The \$686,000 will be paid back in 40 annual installments, with the first installment of \$29,081.29 being payable in arrears on the first day of September, commencing on September 1, 2016.

Presented for Board Review and approval was a draft Resolution dated 8/16/15 to be used at a Special taxpayer meeting to appropriate funds for the construction of improvements to and extensions of the District's wastewater treatment system to connect with and use the City of Torrington's wastewater treatment facility if that is the going forward option selected by the Board. If the local option is selected a similar format will be utilized. It should be noted that the debt servicing would be as a general obligation of the District therefore via ad valorem to the taxpayers.

**A MOTION WAS MADE BY** Joan Lang seconded by Jim Hiltz to approve the proposed draft resolution dated 8/16/15 to be used at a Special Meeting of the taxpayers to appropriate funds for the construction of improvements required for the District to connect to Torrington. **The vote was UNANIMOUS.** Said draft resolution is on file with the minutes of this meeting.

Results of Meeting with Torrington: Jim Mersfelder discussed with the Board some of the issues that were raised by Torrington at the meeting on August 14th, one being Torrington's concern for protecting their capacity and the impact of additional flows if the DEEP should force Goshen to tie in the areas of Tyler Lake, Dog Pond and Goshen Center. Work will be done by Dave Prickett to acquire the number of buildable units in those areas to be used to provide the potential wastewater flow numbers along with the nitrogen and phosphorus loading data. The number of buildable unit information would be provided to Wright-Pierce an engineering firm used by Torrington. Using a Bio Win dynamic computer model of the Torrington WPCF, Wright-Pierce will determine if Torrington has sufficient capacity to accept these additional flows without a redesign. If the cost for the analysis work to be done running the model is reasonable, the District was in agreement to cover the cost for the work. A quote of \$6,100.00 was received by Jim Mersfelder for Wright – Pierce to do the work. The quote for the work was reviewed by Dave Prickett who found it to be reasonable. After a brief discussion on the matter, **A MOTION WAS MADE BY** Joan Lang and seconded by Bob Goldfeld to approve the expenditure of \$6,100.00 for the analysis work to be done by Wright-Pierce. No discussion, **SO VOTED.**

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Right of Way issue with Goodhouse/Wadhams property owners: Atty. Chip Roraback continues to work on trying to reach a resolution on the right of way issue with Goodhouse and Wadhams property owners as it relates to access route to the plant.

Pipe Line Route to Torrington - A discussion was held on the pipe line route to Torrington and the survey work that will need to be done for the route. Ray Turri and Ken Green were in agreement to and suggested that the survey work be done during September and October 2015. The estimated cost for the survey work is \$140,000.00. Under discussion it was noted that bids would be sought and the District should continue to look at the Torrington option. **A MOTION WAS MADE BY** Joan Lang seconded by Jim Hiltz to approve up to \$140,000.00 for the cost to survey the Torrington Pipe line route. No further discussion, **SO VOTED.**

USDA FUNDING: Jim Mersfelder gave the Board an update on the status of the USDA Funding. A Meeting will be held on a monthly basis with representatives from USDA. Dave Prickett and Construction engineers from Nutmeg and Heikamp who review and sign off on the work documents on the work done to date and the invoices are presented to the District for payment. USDA puts those invoices in their data base column which notes the District payout of the money. Discussed was the status of funding and the possible availability of funding if the project work was divided up into smaller pieces and the stipulations required needed to be able to do that. Work would continue to be done toward reducing the projected cost for the project. No meeting of the taxpayers will be held until the district has a better idea of what the total cost will be.

Revised Funding Options: Based on the current projected cost and funding assumptions, the Planning Committee at their August 3, 2015 meeting developed a revised worksheet based on USDA and Clean Water Funds information. Jim Mersfelder explained the five different scenarios. The Board would be provided with the revised worksheet numbers.

Other Business: Board approval of refund of sewer tax overpayments - **A MOTION WAS MADE BY** Jim Mersfelder seconded by Jim Hiltz to approve the following sewer tax overpayments – Refund to Anthony and Carol Renzullo in the amount of \$29.16 and a refund to Danny and Estelle Fong in the amount of \$2,770.58. There was no discussion on the motion, **SO VOTED.**

Discussed were possible dates for the holding of an informational meeting and a Special Meeting of the Taxpayers to vote on the funding but no dates were set at this time.

There was no other business to come before the meeting, **A MOTION TO ADJOURN WAS MADE BY** Jim Hiltz seconded by Bob Goldfeld. The meeting adjourned at 5:25 P.M.

Respectively submitted,

WOODRIDGE LAKE SEWER DISTRICT SEWER AUTHORITY  
WOODRIDGE LAKE SEWER DISTRICT

Joan M. Lang, Secretary and Clerk of both boards respectively

**LOAN RESOLUTION**  
(Public Bodies)

A RESOLUTION OF THE Board of Directors

OF THE Woodridge Lake Sewer District

AUTHORIZING AND PROVIDING FOR THE INCURRENCE OF INDEBTEDNESS FOR THE PURPOSE OF PROVIDING A PORTION OF THE COST OF ACQUIRING, CONSTRUCTING, ENLARGING, IMPROVING, AND/OR EXTENDING ITS

Special Purpose District

FACILITY TO SERVE AN AREA LAWFULLY WITHIN ITS JURISDICTION TO SERVE.

WHEREAS, it is necessary for the Woodridge Lake Sewer District

*(Public Body)*

(herein after called Association) to raise a portion of the cost of such undertaking by issuance of its bonds in the principal amount of Six Hundred Eighty-Six Thousand & 00/100 (\$686,000.00)

pursuant to the provisions of CT General Statutes; and

WHEREAS, the Association intends to obtain assistance from the United States Department of Agriculture, (herein called the Government) acting under the provisions of the Consolidated Farm and Rural Development Act (7 U.S.C. 1921 et seq.) in the planning, financing, and supervision of such undertaking and the purchasing of bonds lawfully issued, in the event that no other acceptable purchaser for such bonds is found by the Association:

NOW THEREFORE, in consideration of the premises the Association hereby resolves:

1. To have prepared on its behalf and to adopt an ordinance or resolution for the issuance of its bonds containing such items and in such forms as are required by State statutes and as are agreeable and acceptable to the Government.
2. To refinance the unpaid balance, in whole or in part, of its bonds upon the request of the Government if at any time it shall appear to the Government that the Association is able to refinance its bonds by obtaining a loan for such purposes from responsible cooperative or private sources at reasonable rates and terms for loans for similar purposes and periods of time as required by section 333(c) of said Consolidated Farm and Rural Development Act (7 U.S.C. 1983(c)).
3. To provide for, execute, and comply with Form RD 400-4, "Assurance Agreement," and Form RD 400-1, "Equal Opportunity Agreement," including an "Equal Opportunity Clause," which clause is to be incorporated in, or attached as a rider to, each construction contract and subcontract involving in excess of \$10,000.
4. To indemnify the Government for any payments made or losses suffered by the Government on behalf of the Association. Such indemnification shall be payable from the same source of funds pledged to pay the bonds or any other legal ly permissible source.
5. That upon default in the payments of any principal and accrued interest on the bonds or in the performance of any covenant or agreement contained herein or in the instruments incident to making or insuring the loan, the Government at its option may (a) declare the entire principal amount then outstanding and accrued interest immediately due and payable, (b) for the account of the Association (payable from the source of funds pledged to pay the bonds or any other legally permissible source), incur and pay reasonable expenses for repair, maintenance, and operation of the facility and such other reasonable expenses as may be necessary to cure the cause of default, and/or (c) take possession of the facility, repair, maintain, and operate or rent it. Default under the provisions of this resolution or any instrument incident to the making or insuring of the loan may be construed by the Government to constitute default under any other instrument held by the Government and executed or assumed by the Association, and default under any such instrument may be construed by the Government to constitute default hereunder.
6. Not to sell, transfer, lease, or otherwise encumber the facility or any portion thereof, or interest therein, or permit others to do so, without the prior written consent of the Government.
7. Not to defease the bonds, or to borrow money, enter into any contractor agreement, or otherwise incur any liabilities for any purpose in connection with the facility (exclusive of normal maintenance) without the prior written consent of the Government if such undertaking would involve the source of funds pledged to pay the bonds.
8. To place the proceeds of the bonds on deposit in an account and in a manner approved by the Government. Funds may be deposited in institutions insured by the State or Federal Government or invested in readily marketable securities backed by the full faith and credit of the United States. Any income from these accounts will be considered as revenues of the system.
9. To comply with all applicable State and Federal laws and regulations and to continually operate and maintain the facility in good condition.
10. To provide for the receipt of adequate revenues to meet the requirements of debt service, operation and maintenance, and the establishment of adequate reserves. Revenue accumulated over and above that needed to pay operating and maintenance, debt service and reserves may only be retained or used to make prepayments on the loan. Revenue cannot be used to pay any expenses which are not directly incurred for the facility financed by USDA. No free service or use of the facility will be permitted.

According to the Paperwork Reduction Act of 1995, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0572-0121. The time required to complete this information collection is estimated to average 1 hour per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.

11. To acquire and maintain such insurance and fidelity bond coverage as may be required by the Government.
12. To establish and maintain such books and records relating to the operation of the facility and its financial affairs and to provide for required audit thereof as required by the Government, to provide the Government a copy of each such audit without its request, and to forward to the Government such additional information and reports as it may from time to time require.
13. To provide the Government at all reasonable times access to all books and records relating to the facility and access to the property of the system so that the Government may ascertain that the Association is complying with the provisions hereof and of the instruments incident to the making or insuring of the loan.
14. That if the Government requires that a reserve account be established, disbursements from that account(s) may be used when necessary for payments due on the bond if sufficient funds are not otherwise available and prior approval of the Government is obtained. Also, with the prior written approval of the Government, funds may be withdrawn and used for such things as emergency maintenance, extensions to facilities and replacement of short lived assets.
15. To provide adequate service to all persons within the service area who can feasibly and legally be served and to obtain USDA's concurrence prior to refusing new or adequate services to such persons. Upon failure to provide services which are feasible and legal, such person shall have a direct right of action against the Association or public body.
16. To comply with the measures identified in the Government's environmental impact analysis for this facility for the purpose of avoiding or reducing the adverse environmental impacts of the facility's construction or operation.
17. To accept a grant in an amount not to exceed \$ 561,000.00

under the terms offered by the Government; that the Raymond Turri

and James Meersfelder of the Association are hereby authorized and empowered to take all action necessary or appropriate in the execution of all written instruments as may be required in regard to or as evidence of such grant; and to operate the facility under the terms offered in said grant agreement(s).

The provisions hereof and the provisions of all instruments incident to the making or the insuring of the loan, unless otherwise specifically provided by the terms of such instrument, shall be binding upon the Association as long as the bonds are held or insured by the Government or assignee. The provisions of sections 6 through 17 hereof may be provided for in more specific detail in the bond resolution or ordinance: to the extent that the provisions contained in such bond resolution or ordinance should be found to be inconsistent with the provisions hereof, these provisions shall be construed as controlling between the Association and the Government or assignee.

The vote was:                      Yeas 5                      Nays 0                      Absent 1

IN WITNESS WHEREOF, the Board of Directors of the

Woodridge Lake Sewer District has duly adopted this resolution and caused it

to be executed by the officers below in duplicate on this August 17 day of 2015

(SEAL)

Attest:

James M. Long  
Title Clerk

By Raymond Turri  
Title President, Board of Directors

**CERTIFICATION TO BE EXECUTED AT LOAN CLOSING**

I, the undersigned, as \_\_\_\_\_ of the Woodridge Lake Sewer District  
 hereby certify that the Board of Directors \_\_\_\_\_ of such Association is composed of  
 \_\_\_\_\_ members, of whom , \_\_\_\_\_ constituting a quorum, were present at a meeting thereof duly called and  
 held on the \_\_\_\_\_ day of \_\_\_\_\_ ; and that the foregoing resolution was adopted at such meeting  
 by the vote shown above, I further certify that as of \_\_\_\_\_ ,  
 the date of closing of the loan from the United States Department of Agriculture, said resolution remains in effect and has not been  
 rescinded or amended in any way.

Dated, this \_\_\_\_\_ day of \_\_\_\_\_

\_\_\_\_\_

Title \_\_\_\_\_

**WOODRIDGE LAKE SEWER DISTRICT, GOSHEN, CONNECTICUT  
 CERTIFICATE OF DETERMINATION  
 \$686,000 GENERAL OBLIGATION BOND**

WHEREAS, the Woodridge Lake Sewer District, Goshen, Connecticut (the "District") has duly authorized the issuance of bonds or notes of the District for the following project in the following amounts and now desires to issue a bond for the following amount:

<u>Project</u>	<u>Amount Appropriated</u>	<u>Amount of Bond Authorization</u>	<u>Amount Financed</u>
I/I, Pump Station/ SCADA Project	\$1,159,000	\$983,000	\$686,000

WHEREAS, the authorization for the issuance of the bonds or notes provides that the Board of Directors and Treasurer are authorized to determine the terms, details and particulars of such bonds or notes.

BE IT RESOLVED, that the bond shall be issued in the principal amount of \$686,000, shall bear interest at the rate of 2.875% per annum, and shall be known as the Woodridge Lake Sewer District \$686,000 General Obligation Bond (the "Bond"); and

FURTHER RESOLVED, that:

1. Issuance of the Bond. The Bond will be issued to the United States of America, acting through the Department of Agriculture (the "Payee") in accordance with the Letter of Conditions dated June 17, 2014 and the Letter of Approval dated August 18, 2014 from the Payee to the District (the "Approval Letters"). The President and Treasurer shall issue the Bond in substantially the form attached hereto, subject to the terms of this Certificate of Determination and the terms of the resolution approved by the voters at the Special Meeting of Taxpayers held on October 27, 2012 authorizing the issuance of the Bond.
2. Dated Date and Principal Interest Payment Dates. The Bond shall be dated on or before September 30, 2015, with level debt service payments of principal and interest payable annually over forty (40) years commencing on or about September 1, 2016.
3. Full Faith and Credit. The Bond shall be a general obligation of the District, and the full faith and credit of the District shall be irrevocably pledged to the prompt payment of both the principal of and interest on the Bond according to its terms.

4. Execution and Seal. The Bond shall be signed on behalf of the District by the President and Treasurer, by their manual or facsimile signatures. The seal of the District shall be impressed, or a facsimile thereof printed, on the Bond. In case any one or more of the officers of the District who shall have signed the Bond shall cease to be such officer, or in case the office of the officers of the District who shall have signed the Bond shall be changed or eliminated before the Bond so signed has been authenticated and delivered upon original issuance or upon the transfer or exchange thereof, the Bond may nevertheless be authenticated and delivered with the signatures of such persons and with such offices on the Bond.

5. Bond Form. The form and text of the Bond, with appropriate numbers, payment dates, interest rates, names of registered owners and principal amounts, shall be approved by the President and Treasurer.

6. Closing Documents. The President and Treasurer are authorized to enter into, execute and deliver a Signature and No Litigation Certificate, a Use of Proceeds Certificate, a Tax Certificate, a Tax Compliance Agreement and such other closing documents which may be necessary or desirable to affect the delivery of the Bond.

7. Appointment of Bank Agent; Bond Counsel. U.S. Bank National Association shall perform the duties as certifying agent, registrar and transfer agent and paying agent ("Bank Agent") for the Bond. The District may enter into a separate agreement further describing the duties and obligations of the District and the Bank Agent. Shipman & Goodwin LLP shall serve as bond counsel to the District for the issuance of the Bond.

8. Authentication. No bond shall be valid or become obligatory upon the District until authenticated by the certificate of the Bank Agent endorsed by the manual signature of a duly authorized officer or official of the Bank Agent.

9. Designation of Bond as a "Qualified Tax-Exempt Obligation". The Bond will not be designated as a "qualified tax-exempt obligation" in accordance with the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

10. Further Actions. The President, Treasurer and other proper officers of the District are authorized to execute any certificates and documents and take any other action which may be necessary or desirable to affect the issuance, sale and delivery of the Bond.

Dated as of August 17, 2015.

WOODRIDGE LAKE SEWER DISTRICT

By Raymond A. Turri  
Raymond A. Turri  
President

By James Mersfelder  
James Mersfelder  
Vice President and Treasurer

By Joan M. Lang  
Joan M. Lang  
Clerk

By Robert Goldfeld  
Robert Goldfeld  
Director

By James Hiltz  
James Hiltz  
Director

written notice to the registered owner hereof; such prepayments shall be in such amount as is determined by the District, plus accrued interest thereon to such payment date. Each such prepayment of principal shall be applied in inverse order of maturity, or, at the option of the District, pro rata, to the remaining annual installments of principal.

If at any time it shall appear to the Payee that the District is able to refinance the amount of the indebtedness to the Payee then outstanding, in whole or in part, by obtaining a loan for such purposes from responsible cooperative or private credit sources, at reasonable rates and terms for loans for similar purposes and periods of time, the District will, upon request of the Payee, apply for and accept such loan in sufficient amount to repay the Payee and will take all such actions as may be required in connection with such loan.

This Bond shall not constitute a lien upon any property of the District, including, without limitation, the Project or any portion thereof in respect of which the Bond is being issued, or any part thereof. Nothing in this Bond shall be construed as pledging the faith and credit of the State of Connecticut or any political subdivision thereof other than the District, or as obligating the State of Connecticut or any of its political subdivisions other than the District, to pay the principal or interest on this Bond.

This Bond is issued under and in conformity with proceedings duly taken under authority of the Connecticut General Statutes, as amended, and a resolution approved by the voters of the District at a Special Meeting of Taxpayers on October 27, 2012. It is hereby certified that this Bond has in all respects been issued in compliance with and in conformity law and that the full faith and credit of the Woodridge Lake Sewer District, Goshen, Connecticut are irrevocably pledged to the prompt payment of both the interest on and the principal of this Bond according to its terms.

This Bond shall not be obligatory upon the District until certified hereon by any authorized officer of official of U.S. Bank National Association.

IN WITNESS THEREOF, the Woodridge Lake Sewer District, Goshen, Connecticut has caused this Bond to be signed in its name by the manual signatures of its President and its Treasurer, and its seal to be hereto affixed, as of the \_\_\_ day of September, 2015.

WOODRIDGE LAKE SEWER DISTRICT,  
GOSHEN, CONNECTICUT

(SEAL)

By \_\_\_\_\_  
Raymond A. Turri  
President

By \_\_\_\_\_  
James Mersfelder  
Treasurer

CERTIFICATE OF U.S. BANK NATIONAL ASSOCIATION

U.S. Bank National Association, Hartford, Connecticut, hereby certifies that this Bond is the Bond of particular issue described herein; that the signatures hereon of the President and the Treasurer are the genuine signatures thereof; that the seal hereon is the genuine seal of the Woodridge Lake Sewer District; and that an opinion approving the legality of this Bond has been rendered by Shipman & Goodwin LLP, Attorneys-at-Law, of Hartford, Connecticut.

U.S. BANK NATIONAL ASSOCIATION

By: \_\_\_\_\_  
Authorized Officer of Official

**Amortization Schedule to Woodridge Lake Sewer District \$686,000 Bond**

Amount:	\$686,000.00	Payment:	\$29,081.29	Num Prmts:	40		
Rate:	2.875%	Period:	Annually				
Payment Number	Date	Prepayment	Principal	Interest	Payment Amount	Balance	Interest Rate
1	September 1, 2016		\$9,358.79	\$19,722.50	\$29,081.29	\$676,641.21	2.875%
2	September 1, 2017		\$9,627.86	\$19,453.43	\$29,081.29	\$667,013.35	2.875%
3	September 1, 2018		\$9,904.66	\$19,176.63	\$29,081.29	\$657,108.70	2.875%
4	September 1, 2019		\$10,189.42	\$18,891.87	\$29,081.29	\$646,919.28	2.875%
5	September 1, 2020		\$10,482.36	\$18,598.93	\$29,081.29	\$636,436.92	2.875%
6	September 1, 2021		\$10,783.73	\$18,297.56	\$29,081.29	\$625,653.19	2.875%
7	September 1, 2022		\$11,093.76	\$17,987.53	\$29,081.29	\$614,559.43	2.875%
8	September 1, 2023		\$11,412.71	\$17,668.58	\$29,081.29	\$603,146.73	2.875%
9	September 1, 2024		\$11,740.82	\$17,340.47	\$29,081.29	\$591,405.91	2.875%
10	September 1, 2025		\$12,078.37	\$17,002.92	\$29,081.29	\$579,327.53	2.875%
11	September 1, 2026		\$12,425.62	\$16,655.67	\$29,081.29	\$566,901.91	2.875%
12	September 1, 2027		\$12,782.86	\$16,298.43	\$29,081.29	\$554,119.05	2.875%
13	September 1, 2028		\$13,150.37	\$15,930.92	\$29,081.29	\$540,968.68	2.875%
14	September 1, 2029		\$13,528.44	\$15,552.85	\$29,081.29	\$527,440.24	2.875%
15	September 1, 2030		\$13,917.38	\$15,163.91	\$29,081.29	\$513,522.86	2.875%
16	September 1, 2031		\$14,317.51	\$14,763.78	\$29,081.29	\$499,205.35	2.875%
17	September 1, 2032		\$14,729.14	\$14,352.15	\$29,081.29	\$484,476.21	2.875%
18	September 1, 2033		\$15,152.60	\$13,928.69	\$29,081.29	\$469,323.61	2.875%
19	September 1, 2034		\$15,588.24	\$13,493.05	\$29,081.29	\$453,735.38	2.875%
20	September 1, 2035		\$16,036.40	\$13,044.89	\$29,081.29	\$437,698.98	2.875%
21	September 1, 2036		\$16,497.45	\$12,583.84	\$29,081.29	\$421,201.53	2.875%
22	September 1, 2037		\$16,971.75	\$12,109.54	\$29,081.29	\$404,229.79	2.875%
23	September 1, 2038		\$17,459.68	\$11,621.61	\$29,081.29	\$386,770.10	2.875%
24	September 1, 2039		\$17,961.65	\$11,119.64	\$29,081.29	\$368,808.45	2.875%
25	September 1, 2040		\$18,478.05	\$10,603.24	\$29,081.29	\$350,330.40	2.875%
26	September 1, 2041		\$19,009.29	\$10,072.00	\$29,081.29	\$331,321.11	2.875%
27	September 1, 2042		\$19,555.81	\$9,525.48	\$29,081.29	\$311,765.30	2.875%
28	September 1, 2043		\$20,118.04	\$8,963.25	\$29,081.29	\$291,647.27	2.875%
29	September 1, 2044		\$20,696.43	\$8,384.86	\$29,081.29	\$270,950.83	2.875%
30	September 1, 2045		\$21,291.45	\$7,789.84	\$29,081.29	\$249,659.38	2.875%
31	September 1, 2046		\$21,903.58	\$7,177.71	\$29,081.29	\$227,755.80	2.875%
32	September 1, 2047		\$22,533.31	\$6,547.98	\$29,081.29	\$205,222.48	2.875%
33	September 1, 2048		\$23,181.14	\$5,900.15	\$29,081.29	\$182,041.34	2.875%
34	September 1, 2049		\$23,847.60	\$5,233.69	\$29,081.29	\$158,193.74	2.875%
35	September 1, 2050		\$24,533.22	\$4,548.07	\$29,081.29	\$133,660.51	2.875%
36	September 1, 2051		\$25,238.55	\$3,842.74	\$29,081.29	\$108,421.96	2.875%
37	September 1, 2052		\$25,964.16	\$3,117.13	\$29,081.29	\$82,457.80	2.875%
38	September 1, 2053		\$26,710.63	\$2,370.66	\$29,081.29	\$55,747.17	2.875%
39	September 1, 2054		\$27,478.56	\$1,602.73	\$29,081.29	\$28,268.61	2.875%
Final	September 1, 2055		\$27,455.89	\$812.72	\$28,268.61	\$0.00	

**Total Interest & Payments**

\$477,251.65    \$1,162,438.92

THE WOODRIDGE LAKE SEWER DISTRICT  
SPECIAL MEETING OF TAXPAYERS

RESOLUTION TO APPROPRIATE \$ \_\_\_\_\_ FOR THE CONSTRUCTION OF IMPROVEMENTS TO AND EXTENSIONS OF THE DISTRICT'S WASTEWATER TREATMENT SYSTEM TO CONNECT WITH AND USE THE CITY OF TORRINGTON'S WASTEWATER TREATMENT FACILITY, AND TO AUTHORIZE THE ISSUE OF BONDS, NOTES OR OTHER OBLIGATIONS IN AN AMOUNT NOT TO EXCEED \$ \_\_\_\_\_ TO FINANCE THE APPROPRIATION

BE IT RESOLVED:

SECTION 1. That The Woodridge Lake Sewer District (the "District") appropriate \$ \_\_\_\_\_ for the construction of improvements to and extensions of the District's wastewater treatment system (the "System") to connect with and use the City of Torrington's wastewater treatment facility, as described in the \_\_\_\_\_ Report dated \_\_\_\_\_, and also known as the Regional Alternative (the "Project"). The appropriation may be expended for site improvements, costs related to the acquisition of land or rights therein, design, engineering and construction costs, equipment, materials, professional fees, and for administrative, legal and financing costs and other costs related to the Project. The appropriation shall include any federal, state or other grants-in-aid or other funds received for the Project. The District Board of Directors may reduce or modify the scope of the Project, and the entire appropriation may be expended on the Project as so reduced or modified.

SECTION 2. That the District finance the appropriation by issuing its bonds, notes or other obligations in an amount not to exceed \$ \_\_\_\_\_, or so much thereof as may be necessary after deducting any federal, state or other grants-in-aid or other funds received for the Project. The bonds, notes or other obligations shall be general obligations of the District secured by the irrevocable pledge of the full faith and credit of the District. The bonds, notes or other obligations shall be issued pursuant to the Connecticut General Statutes, as amended. The bonds, notes or other obligations may be sold as a single issue or consolidated with any other authorized issues of bonds or notes of the District. The bonds, notes or other obligations may be in the form of project loan obligations issued to the State of Connecticut under the State's Clean Water Fund Program or loans issued to the United States Department of Agriculture, Rural Development, Rural Utilities Service. The Treasurer shall keep a record of the bonds, notes or other obligations. The bonds, notes or other obligations shall be signed in the name and on behalf of the District by the District President and Treasurer, shall bear the District seal or a facsimile thereof and shall each recite that every requirement of law relating to its issue has been fully complied with and that such bond, note or other obligation is within every debt and other limit prescribed by

law. The terms, details and particulars of such bonds, notes or other obligations shall be determined by the District Board of Directors and Treasurer. Said bonds, notes or other obligations shall be sold by the District Board of Directors and Treasurer, in their discretion, at public sale or by negotiation, or to the State under the Clean Water Fund Program or to the United States Department of Agriculture, Rural Development, Rural Utilities Service.

SECTION 3. That the District President and Treasurer are authorized to issue temporary notes in anticipation of the receipt of the proceeds of said bonds, notes or other obligations, including issuing and renewing temporary notes in the form of interim funding obligations issued to the State of Connecticut under the State's Clean Water Fund Program, in anticipation of the receipt of the proceeds of said bonds, notes, other obligations or project loan obligations. The temporary notes shall be general obligations of the District secured by the irrevocable pledge of the full faith and credit of the District. The temporary notes shall be issued in accordance with the Connecticut General Statutes, as amended. The temporary notes shall be signed in the name and on behalf of the District by the District President and Treasurer, shall bear the District seal or a facsimile thereof and shall each recite that every requirement of law relating to its issue has been fully complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes, including renewals thereof, and the expense of preparing, issuing, and marketing such notes, to the extent paid from the proceeds from the issuance of bonds, notes, other obligations or project loan obligations, shall be included as a cost of the appropriation.

SECTION 4. That the District hereby declares its official intent under Treasury Regulation Section 1.150-2 of the Internal Revenue Code of 1986, as amended, that the Project costs may be paid from temporary advances of available funds and that the District reasonably expects to reimburse any such advances from the proceeds of borrowings in an aggregate principal amount not in excess of the amount of borrowing authorized for the Project; that the District President and Treasurer are authorized to bind the District pursuant to such representations and agreements as they deem necessary or advisable in order to ensure and maintain the continued exemption from federal income taxation of interest on the bonds, notes, other obligations or temporary notes authorized by this resolution, if issued on a tax-exempt basis, including covenants to pay rebates of investment earnings to the United States in future years; and that the District President and Treasurer are authorized to make representations and agreements for the benefit of the holders of the bonds, notes, other obligations or temporary notes to provide secondary market disclosure information and to execute and deliver on behalf of the District an agreement to provide such information with such terms and conditions as they, with the advice of bond counsel, deem necessary and appropriate, including bonds, notes, other obligations or temporary notes issued by the State under the State's Clean Water Fund Program or by the United States Department of Agriculture, Rural Development, Rural Utilities Service.

SECTION 5. That the bonds, notes, other obligations or temporary notes, or any portion thereof, may bear interest which is includable in the gross income of holders thereof for federal income tax purposes pursuant to the Internal Revenue Code of 1986, as amended, as the issuance of such taxable bonds, notes, other obligations or temporary notes is hereby determined to be in the public interest.

SECTION 6. That the District President, or his or her designee, is authorized to contract with engineers, contractors and others on behalf of the District and to approve construction expenditures for the Project. The District Board of Directors is authorized to enter into, and revise from time to time, agreements with the City of Torrington for the connection with and use of the City's wastewater treatment facility.

SECTION 7. That the District President, or his or her designee, is authorized to apply for and accept or reject any federal, state or other grants-in-aid or other funds for the Project, to execute and deliver to the State a project loan and project grant agreement under the Clean Water Fund Program, to execute and deliver to the United States Department of Agriculture, Rural Development, Rural Utilities Service any and all documents for grants and loans for the Project; and the District Board of Directors, Treasurer and other District officials and employees are authorized to take all actions necessary and proper to obtain such grants and loans, to implement such project loan and project grant agreement, to complete the Project and to issue the bonds, notes, other obligations or temporary notes to finance the appropriation.