

**Approved Minutes**  
**BOARD OF FINANCE REGULAR MEETING**  
**JULY 21, 2009**  
**Room 206-7:30 PM**

The meeting was called to order by Chairman Murry Stegelmann at 7:35 PM. Present at the meeting were Lori Bora, Tom Volpe, Jon Zagrodzky and Liz Mao. Absent were Martha Banks and Gwen Mogenson. Kate Clarke Buch, Finance Director, was also present. The meeting was not broadcast.

Sewers at Goodwives River Road

Murry Stegelmann reported that the Selectmen unanimously voted in favor of going ahead with the sewer project. He also said that he is in favor of proceeding as the current lack of sewers could be a health issue. Jon Zagrodzky moved that the Board of Finance recommend to the RTM that it approve the Resolution Appropriating \$2.7 Million for the Goodwives River Sewer project. The motion was seconded and approved by a vote of 5-0.

The Bond Resolution is attached to these minutes.

Transfers Under \$5,000

Liz Mao made a motion to approve agenda items a-d, the following transfers under \$5,000:

- a. Police –vehicle repair \$1,125
- b. Police-generator repair \$1,150
- c. Fire Commission-Variou \$2,650
- d. Post 53-Paramedic Services \$1,211

The motion was seconded and approved 5-0.

Liz Mao then made a motion to approve item e. Emergency Preparedness FY 2010 reverse 911 of \$3,500. This is for new software, not hardware. The motion was seconded and approved 5-0.

Transfers over \$5,000

Kate Clarke Buch proposed a transfer from Actuarial Services and Dental Insurance Accounts totaling \$11,504 to cover Employee Benefits including insurance, social security, leave redemption and unemployment insurance. Tom Volpe made a motion to approve the transfer. The motion was seconded and approved 5-0.

Tom Volpe then made a motion to approve the transfer of \$7, 163 from the Health Services' professional services account to the fulltime salary account. The motion was seconded and approved 5-0.

#### Contingency Transfers

Tom Volpe made a motion to approve the transfer of \$1,307 from Contingency to the RTM Office Supplies account. The motion was seconded and approved 5-0. It was reported that Contingency now has over \$400,000 in the account.

Tom Volpe then made a motion to approve the transfer of \$5, 197 from Salary Contingency to the Senior Center account for the payout of vacation pay. The motion was seconded and approved 5-0.

#### Financial Report

Kate Clarke Buch reported that the Regulatory Counsel expenses were not as bad as they could have been. The Tax Collector is "happy" and July tax Collections look normal.

#### Special Assignments

The Flood Mitigation Committee is to meet on July 22, 2009.

The Audit Committee, Gwen Mogenson, Lori Bora and Jon Zagrodzky met as a committee to formalize themselves as an Audit Committee. They agreed on the following:

- To develop a formal letter scoping the duties and authorities of the Audit Committee
- To assemble and review all policies relating to Financial Matters with a view to adopting best practices

Liz Mao reported that the Police Commission requested guidance from the Board of Selectmen with respect to the possible commencement of the renovation of the Police Building.

Lori Bora reported that the RTM investigated zoning regulations and found that 35 Leroy could support as many as 27 or 28 units.

Chairman's Report

Murry Stegelmann requested that the Board of Finance get an early jump on preparing a new five-year forecast, and called for volunteers.

Tom Volpe made a motion to appoint a 5 Year Plan committee, the members being Murry Stegelmann, Jon Zagrodzky or Lori Bora, and another person, preferable a Democrat, to be of the Chairman's choosing. The motion was seconded and approved 5-0.

Other Business

Liz Mao made a motion to go to Other Business. The motion was seconded and approved 5-0.

Murry Stegelmann spoke at length about Tom Volpe's 10 years of outstanding service to the Board of Finance and to the Town and Police Pension Boards. Tom Volpe reported that the Pension Funds' accounts are only down about 5 percent this year, an outstanding performance give the economic situation.

Tom Volpe informed the Board that he will be resigning from the Board of Finance following the meeting. Various members thanked Tom Volpe for his service to Darien and agreed that he will be missed by all.

Tom Volpe then moved to adjourn the meeting. The motion was seconded and approved 5-0.

The meeting was adjourned at 8:23 PM.

Respectfully submitted,  
Elizabeth Smith Mao, Clerk

**RESOLUTION APPROPRIATING \$2,700,000 FOR  
THE DESIGN AND CONSTRUCTION OF SEWER  
EXTENSION PROJECTS IN THE TOWN OF DARIEN  
AND THE PURCHASE OF REAL PROPERTY  
AND AUTHORIZING THE ISSUE OF \$2,700,000 BONDS,  
NOTES, OR OTHER OBLIGATIONS OF THE TOWN  
TO MEET SAID APPROPRIATION**

**RESOLVED:**

Section 1. The sum of \$2,700,000 is appropriated for (i) the design and construction of sewer extension projects, (ii) the design and construction of sewer systems connecting to existing sewers, laterals to each property line, surveying and contingency in various areas of the Town of Darien (the “Town”), including, without limitation, Goodwives River Road, Hawthorne Road (a.k.a. Salem Straits), Beverly Place, Candlewood Lane, Conant Place, Whaling Road, Peabody Place and a portion of Old Kings Highway South, (iii) the purchase of real property between Goodwives River Road and Gorham’s Pond and (iv) administrative, printing, legal and financing costs related thereto (the “Project”), said appropriation to be inclusive of any and all state and federal grants-in-aid thereof.

Section 2. To meet said appropriation and in lieu of a tax therefor, bonds of the Town may be issued in the amount of \$2,700,000 or so much thereof as shall be necessary for such purpose, maturing not later than the thirtieth year after their date. Said bonds may be issued in one or more series as determined by the Board of Finance, or any Town official designated by the Board of Finance, and the amount of bonds of each series issued shall be fixed by the Board of Finance, or any Town official designated by the Board of Finance in the amount necessary to meet the Town’s share of the cost of the Project determined after considering the estimated amount of the state and federal grants-in-aid on the Project, and the anticipated times of the receipt of the proceeds thereof. The

bonds shall be in the denomination of \$5,000 or a whole multiple thereof, be issued in fully registered form, be executed in the name and on behalf of the Town by the facsimile or manual signatures of the First Selectwoman and the Treasurer, bear the Town 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 Pullman & Comley, LLC of Hartford, Connecticut. The bonds shall be general obligations of the Town 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 Town is 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 the 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 Board of Finance, or any Town official designated by the Board of Finance, in accordance with the General Statutes of the State of Connecticut, as amended (the "General Statutes").

Section 3. Said bonds shall be sold by the Board of Finance, or any Town official designated by the Board of Finance, and the Treasurer, in a competitive offering or by negotiation, in their 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 true interest cost to the Town. If the bonds are sold by negotiation, provisions of the purchase agreement shall be subject to the approval of the Board of Finance, or any Town official designated by the Board of Finance.

Section 4. The Board of Finance, or any Town official designated by the Board of Finance, is authorized to issue and sell notes in anticipation of the receipt of the proceeds of any series of said bonds and to determine the amount, date, date of maturity, interest rate, form and other details of such notes pursuant to the General Statutes. Notes evidencing such borrowings shall be signed by the First Selectwoman and the Treasurer,

bear the Town Seal or a facsimile thereof, be payable at a bank or trust company designated by the Board of Finance, or any Town official designated by the Board of Finance and be certified by a bank or trust company designated by the Board of Finance, or any Town official designated by the Board of Finance. The notes shall be general obligations of the Town and each of the notes shall recite that every requirement of law relating to its issue has been duly complied with, that such note is within every debt and other limit prescribed by law, and that the full faith and credit of the Town is 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 or notes, shall be included as a cost of the Project.

Section 5. The Board of Finance, or any Town official designated by the Board of Finance, and the Treasurer is authorized to issue, sell and secure sewer assessment notes of the Town pursuant to Section 7-269a of the General Statutes and to determine the amount, date, maturity, interest rate, form and other details and particulars of such notes. Such notes shall be signed by the First Selectwoman and the Treasurer have the Town Seal or a facsimile thereof, affixed, be payable at a bank or trust company designated by the Board of Finance, or any Town official designated by the Board of Finance and be certified by a bank or trust company designated by the Board of Finance, or any Town official designated by the Board of Finance. If the receipts and other revenues pledged to the repayment of such sewer assessment notes shall be insufficient to pay the principal of and interest on such sewer assessment notes at the time prescribed by Section 7-269a of the General Statutes, or if the Board of Finance shall deem it advisable to pay such sewer assessment notes with the proceeds of bonds, the Board of Finance, or any Town official designated by the Board of Finance, and the Treasurer are hereby authorized to issue and sell bonds of the Town under the authority of Section 1 of this resolution, in an amount sufficient to pay any such sewer assessment notes.

Section 6. The First Selectwoman is authorized in the name and on behalf of the Town to apply for and accept any and all federal and state loans and/or grants-in-aid

for 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 Town with engineers, contractors and others. To meet any portion of the costs of the Project determined by the State of Connecticut Department of Environmental Protection to be eligible for funding under Section 22a-475, *et seq.* of the General Statutes, as the same may be amended from time to time (the "Clean Water Fund Program"), the Town may issue interim funding obligations in anticipation of project loan obligations and project loan obligations in such denominations as the First Selectwoman shall determine. The First Selectwoman, the Finance Officer, the Treasurer and the Board of Finance or any town official designated by the Board of Finance are hereby authorized to determine the amount, date, maturity, interest rate, form and other details and particulars of such interim funding obligations and project loan obligations, subject to the provisions of the Clean Water Fund Program, and to execute and deliver the same. Said obligations shall be general obligations of the Town for which the full faith and credit of the Town is pledged to the payment of the principal thereof and the interest thereon. The First Selectwoman is hereby authorized to execute and deliver to the State of Connecticut in the name of and on behalf of the Town, Project Loan and Project Grant Agreements under the Clean Water Fund Program.

Section 7. The Town hereby expresses its official intent pursuant to §1.150-2 of the Federal Income Tax Regulations, Title 26 (the "Regulations"), to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this resolution in the maximum amount of and for the Project defined herein with the proceeds of bonds, notes, or other obligations ("Bonds") authorized to be issued by the Town. The Bonds 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 that the Regulations may authorize. The Town hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Board of Finance, or any Town official designated by the Board of Finance is authorized to pay Project expenses in accordance herewith pending the issuance of reimbursement bonds, and to amend this declaration.

Section 8. The First Selectwoman, the Treasurer and the Finance Officer, or any one of them, are hereby authorized, on behalf of the Town, to enter into agreements or otherwise covenant for the benefit of bondholders to provide information on an annual or other periodic basis to nationally recognized municipal securities information repositories or state based information repositories (the "Repositories") and to provide notices to the Repositories 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 and to perform all acts and execute any instruments or documents which are necessary or appropriate to issue and deliver the obligations authorized by the resolution. If such obligations are issued on a tax-exempt basis, the First Selectwoman, the Treasurer and the Finance Officer, or any one of them, are authorized to bind the Town pursuant to such representations and covenants as they deem necessary or advisable in order to maintain the continued exemption from federal income taxation of interest on the bonds or notes, including covenants to pay rebates of investment earnings to the United States in future years.