

**A RESOLUTION AMENDING AND RESTATING THE RESOLUTION ENTITLED “A RESOLUTION APPROPRIATING \$22,000,600 FOR THE COSTS ASSOCIATED WITH THE RENOVATION AND EXPANSION OF MILL HILL ELEMENTARY SCHOOL AND AUTHORIZING THE ISSUANCE OF BONDS TO FINANCE SUCH APPROPRIATION” TO INCREASE THE AMOUNT OF THE APPROPRIATION AND THIS BOND AUTHORIZATION BY \$1,274,900 TO A TOTAL OF \$23,275,500.**

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**WHEREAS**, the Representative Town Meeting of the Town of Fairfield (the “Town”) adopted on May 28, 2018 a resolution entitled “A Resolution Appropriating \$1,500,000 for the Costs Associated with the Planning, Design and Obtaining Cost estimates for the Renovation and Expansion of Mill Hill Elementary School and the Cost of Relocation of Temporary Classrooms Installed at Mill Hill Elementary School and Authorizing the Issuance of Bonds to Finance such Appropriation” (the “2018 Resolution”); and

**WHEREAS**, the Representative Town Meeting of the Town adopted the resolution entitled “A Resolution Appropriating \$22,000,600 for the Costs Associated with the Renovation and Expansion of Mill Hill Elementary School and Authorizing the Issuance of Bonds to Finance Such Appropriation” (the “2019 Resolution”) on June 24, 2019, which was based on the then existing establishment of the costs associated with renovating and expansion of Mill Hill Elementary School and which included the \$1,500,000 appropriation and bond authorization of the 2018 Resolution; and

**WHEREAS**, the estimated costs associated with such renovation and expansion have increased to a total of \$23,275,500; and

**WHEREAS**, it is necessary to amend and restate the 2019 Resolution to reflect such increased estimated costs and to make appropriation and to authorize borrowing to fund such costs, the 2019 Resolution is hereby amended and restated to provide as follows:

**Resolved:**

1. As recommended by the Board of Finance and the Board of Selectmen, the Town hereby appropriates the sum of Twenty-three Million Two Hundred Seventy-five Thousand Five Hundred and 00/100 Dollars (\$23,275,500.00) for the costs associated with the renovation and expansion of Mill Hill Elementary School, which costs include but are not limited to costs of materials, construction, equipment, site work, fixtures, furniture, design, architectural engineering, specialty consultants, environmental, oversight, finance and other costs and expenses that are related thereto (the “Project”).

2. To finance such appropriation and as recommended by the Board of Finance and the Board of Selectmen, the Town may borrow a sum not to exceed Twenty-three Million Two Hundred Seventy-five Thousand Five Hundred and 00/100 Dollars (\$23,275,500.00) and issue its bonds for such indebtedness under its corporate name and seal and upon the full faith and credit of the Town in an amount not to exceed said sum for the purpose of financing such appropriation.
3. The funds appropriated from the proceeds of the bonds authorized in this Resolution can only be spent on costs to renovate and expand Mill Hill Elementary School to include the number of classrooms specified in the building specifications approved on June 11, 2019 which contemplated a school built to accommodate 441 students.
4. The Board of Selectmen, the Treasurer and the Fiscal Officer of the Town are hereby appointed a committee (the "Committee") with full power and authority to cause said bonds to be sold, issued and delivered; to determine their form and terms, including provision for redemption prior to maturity; to determine the aggregate principal amount thereof within the amount hereby authorized and the denominations and maturities thereof; to fix the time of issue of each series thereof and the rate or rates of interest thereon as herein provided; to determine whether the interest rate on any series will be fixed or variable and to determine the method by which the variable rate will be determined, the terms of conversion, if any, from one interest rate mode to another or from fixed to variable; to set whatever other terms of the bonds they deem necessary, desirable or appropriate; to designate the bank or trust company to certify the issuance thereof and to act as transfer agent, paying agent and as registrar for the bonds, and to designate bond counsel. The Committee shall have all appropriate powers under the Connecticut General Statutes to issue, sell and deliver the bonds and, further, shall have full power and authority to do all that is required under the Internal Revenue Code of 1986, as amended, and under rules of the Securities and Exchange Commission, and other applicable laws and regulations of the United States, to provide for issuance of the bonds in tax exempt form and to meet all requirements which are or may become necessary in and subsequent to the issuance and delivery of the bonds in order that the interest on the bonds be and remain exempt from Federal income taxes, including, without limitation, to covenant and agree to restriction on investment yield of bond proceeds, rebate of arbitrage earnings, expenditure of proceeds within required time limitations, the filing of information reports as and when required, and the execution of Continuing Disclosure Agreements for the benefit of the holders of the bonds and notes.
5. The First Selectman and Treasurer or Fiscal Officer, on behalf of the Town, shall execute and deliver such bond purchase agreements, reimbursement agreements, line of credit agreement, credit facilities, remarketing agreement, standby marketing agreements, bond purchase agreement, standby bond purchase agreements, and any other commercially necessary or appropriate agreements which the Committee determines are necessary, appropriate or desirable in connection with or incidental to the sale and issuance of

bonds, and if the Committee determines that it is necessary, appropriate, or desirable, the obligations under such agreements shall be secured by the Town's full faith and credit.

6. The bonds may be designated "Public Improvement Bonds of the Town of Fairfield", series of the year of their issuance and may be issued in one or more series, and may be consolidated as part of the same issue with other bonds of the Town; shall be in serial form maturing in not more than twenty (20) annual installments of principal, the first installment to mature not later than three (3) years from the date of issue and the last installment to mature not later than twenty (20) years from the date of issue. The bonds may be sold at an aggregate sales price of not less than par and accrued interest at public sale upon invitation for bids to the responsible bidder submitting the bid resulting in the lowest true interest cost to the Town, provided that nothing herein shall prevent the Town from rejecting all bids submitted in response to any one invitation for bids and the right to so reject all bids is hereby reserved, and further provided that the Committee may sell the bonds on a negotiated basis, at its discretion, as provided by statute. Interest on the bonds shall be payable semi-annually or annually. The bonds shall be signed on behalf of the Town by at least a majority of the Board of Selectmen and the Treasurer, and shall bear the seal of the Town. The signing, sealing and certification of the bonds may be by facsimile as provided by statute.
7. The Committee is further authorized to make temporary borrowings as authorized by the General Statutes and to issue temporary notes of the Town in anticipation of the receipt of proceeds from the sale of the bonds to be issued pursuant to this resolution. Such notes shall be issued and renewed at such time and with such maturities, requirements and limitations as provided by the Connecticut General Statutes. Notes evidencing such borrowings shall be signed by the First Selectman and Treasurer or Fiscal Officer, have the seal of the Town affixed, which signing and sealing may be by facsimile as provided by statute, be certified by and payable at a bank or trust company incorporated under the laws of this or any other state, or of the United States, be approved as to their legality by bond counsel, and may be consolidated with the issuance of other Town bond anticipation notes. The Committee shall determine the date, maturity, interest rates, form and manner of sale, including negotiated sale, and other details of said notes consistent with the provisions of this resolution and the Connecticut General Statutes and shall have all powers and authority as set forth above in connection with the issuance of bonds and especially with respect to compliance with the requirements of the Internal Revenue Code of 1986, as amended, and regulations thereunder in order to obtain and maintain issuance of the notes in tax exempt form.
8. Pursuant to Section 1.150-2, as amended, of the Federal Income Tax Regulations the Town hereby declares its official intent to reimburse expenditures (if any) paid for the Project from its General or Capital Funds, such reimbursement to be made from the proceeds of the sale of bonds and notes authorized herein and in accordance with the time limitations and other requirements of said regulations.

9. The First Selectman, Fiscal Officer and Town Treasurer 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 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.
10. The Committee is hereby authorized to take all action necessary and proper for the sale, issuance and delivery of the bonds and notes in accordance with the provisions of the Connecticut General Statutes and the laws of the United States.
11. The First Selectman or other proper Town official is hereby authorized to apply for and accept any available State or Federal grant in aid funding the Project, and to take all action necessary and proper in connection therewith.

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**WHEREAS**, the Representative Town Meeting of the Town of Fairfield (the “Town”) adopted on May 28, 2018 a resolution entitled “A Resolution Appropriating \$1,500,000 for the Costs Associated with the Planning, Design and Obtaining Cost estimates for the Renovation and Expansion of Mill Hill Elementary School and the Cost of Relocation of Temporary Classrooms Installed at Mill Hill Elementary School and Authorizing the Issuance of Bonds to Finance such Appropriation” (the “2018 Resolution”); and

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**WHEREAS**, the estimated costs associated with such renovation and expansion have increased to a total of \$23,275,500; and

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**Resolved:**

1. As recommended by the Board of Finance and the Board of Selectmen, the Town hereby appropriates the sum of Twenty-three Million Two Hundred Seventy-five Thousand Five Hundred and 00/100 Dollars (\$23,275,500.00) for the costs associated with the renovation and expansion of Mill Hill Elementary School, which costs include but are not limited to costs of materials, construction, equipment, site work, fixtures, furniture, design, architectural engineering, specialty consultants, environmental, oversight, finance and other costs and expenses that are related thereto (the “Project”).

2. To finance such appropriation and as recommended by the Board of Finance and the Board of Selectmen, the Town may borrow a sum not to exceed Twenty-three Million Two Hundred Seventy-five Thousand Five Hundred and 00/100 Dollars (\$23,275,500.00) and issue its bonds for such indebtedness under its corporate name and seal and upon the full faith and credit of the Town in an amount not to exceed said sum for the purpose of financing such appropriation.
3. The funds appropriated from the proceeds of the bonds authorized in this Resolution can only be spent on ~~construction~~ costs to renovate and expand Mill Hill Elementary School ~~pursuant to~~ to include the number of classrooms specified in the building specifications approved on June 11, 2019 which contemplated a school built to accommodate 441 students.
4. The Board of Selectmen, the Treasurer and the Fiscal Officer of the Town are hereby appointed a committee (the "Committee") with full power and authority to cause said bonds to be sold, issued and delivered; to determine their form and terms, including provision for redemption prior to maturity; to determine the aggregate principal amount thereof within the amount hereby authorized and the denominations and maturities thereof; to fix the time of issue of each series thereof and the rate or rates of interest thereon as herein provided; to determine whether the interest rate on any series will be fixed or variable and to determine the method by which the variable rate will be determined, the terms of conversion, if any, from one interest rate mode to another or from fixed to variable; to set whatever other terms of the bonds they deem necessary, desirable or appropriate; to designate the bank or trust company to certify the issuance thereof and to act as transfer agent, paying agent and as registrar for the bonds, and to designate bond counsel. The Committee shall have all appropriate powers under the Connecticut General Statutes to issue, sell and deliver the bonds and, further, shall have full power and authority to do all that is required under the Internal Revenue Code of 1986, as amended, and under rules of the Securities and Exchange Commission, and other applicable laws and regulations of the United States, to provide for issuance of the bonds in tax exempt form and to meet all requirements which are or may become necessary in and subsequent to the issuance and delivery of the bonds in order that the interest on the bonds be and remain exempt from Federal income taxes, including, without limitation, to covenant and agree to restriction on investment yield of bond proceeds, rebate of arbitrage earnings, expenditure of proceeds within required time limitations, the filing of information reports as and when required, and the execution of Continuing Disclosure Agreements for the benefit of the holders of the bonds and notes.
5. The First Selectman and Treasurer or Fiscal Officer, on behalf of the Town, shall execute and deliver such bond purchase agreements, reimbursement agreements, line of credit agreement, credit facilities, remarketing agreement, standby marketing agreements, bond purchase agreement, standby bond purchase agreements, and any other commercially necessary or appropriate agreements which the Committee determines are necessary,

appropriate or desirable in connection with or incidental to the sale and issuance of bonds, and if the Committee determines that it is necessary, appropriate, or desirable, the obligations under such agreements shall be secured by the Town's full faith and credit.

6. The bonds may be designated "Public Improvement Bonds of the Town of Fairfield", series of the year of their issuance and may be issued in one or more series, and may be consolidated as part of the same issue with other bonds of the Town; shall be in serial form maturing in not more than twenty (20) annual installments of principal, the first installment to mature not later than three (3) years from the date of issue and the last installment to mature not later than twenty (20) years from the date of issue. The bonds may be sold at an aggregate sales price of not less than par and accrued interest at public sale upon invitation for bids to the responsible bidder submitting the bid resulting in the lowest true interest cost to the Town, provided that nothing herein shall prevent the Town from rejecting all bids submitted in response to any one invitation for bids and the right to so reject all bids is hereby reserved, and further provided that the Committee may sell the bonds on a negotiated basis, at its discretion, as provided by statute. Interest on the bonds shall be payable semi-annually or annually. The bonds shall be signed on behalf of the Town by at least a majority of the Board of Selectmen and the Treasurer, and shall bear the seal of the Town. The signing, sealing and certification of the bonds may be by facsimile as provided by statute.
7. The Committee is further authorized to make temporary borrowings as authorized by the General Statutes and to issue temporary notes of the Town in anticipation of the receipt of proceeds from the sale of the bonds to be issued pursuant to this resolution. Such notes shall be issued and renewed at such time and with such maturities, requirements and limitations as provided by the Connecticut General Statutes. Notes evidencing such borrowings shall be signed by the First Selectman and Treasurer or Fiscal Officer, have the seal of the Town affixed, which signing and sealing may be by facsimile as provided by statute, be certified by and payable at a bank or trust company incorporated under the laws of this or any other state, or of the United States, be approved as to their legality by bond counsel, and may be consolidated with the issuance of other Town bond anticipation notes. The Committee shall determine the date, maturity, interest rates, form and manner of sale, including negotiated sale, and other details of said notes consistent with the provisions of this resolution and the Connecticut General Statutes and shall have all powers and authority as set forth above in connection with the issuance of bonds and especially with respect to compliance with the requirements of the Internal Revenue Code of 1986, as amended, and regulations thereunder in order to obtain and maintain issuance of the notes in tax exempt form.
8. Pursuant to Section 1.150-2, as amended, of the Federal Income Tax Regulations the Town hereby declares its official intent to reimburse expenditures (if any) paid for the Project from its General or Capital Funds, such reimbursement to be made from the

proceeds of the sale of bonds and notes authorized herein and in accordance with the time limitations and other requirements of said regulations.

9. The First Selectman, Fiscal Officer and Town Treasurer 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 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.
10. The Committee is hereby authorized to take all action necessary and proper for the sale, issuance and delivery of the bonds and notes in accordance with the provisions of the Connecticut General Statutes and the laws of the United States.
11. The First Selectman or other proper Town official is hereby authorized to apply for and accept any available State or Federal grant in aid funding the Project, and to take all action necessary and proper in connection therewith.

Summary Report	
Title	<b>pdfDocs compareDocs Comparison Results</b>
Date & Time	4/13/2020 9:42:17 AM
Comparison Time	2.43 seconds
compareDocs version	v4.3.400.132

Sources	
Original Document	[#8626259] [v3] AMENDED & RESTATED Resolution - Mill Hill Elementary Renovation & Expansion (\$23,275,500) (1-30-20).doc
Modified Document	[#8626259] [v4] AMENDED & RESTATED Resolution - Mill Hill Elementary Renovation & Expansion (\$23,275,500) (1-30-20).doc

Comparison Statistics	
Insertions	0
Deletions	1
Changes	2
Moves	0
Font Changes	0
Paragraph Style Changes	0
Character Style Changes	0
TOTAL CHANGES	3

Word Rendering Set Markup Options	
Name	Standard
<a href="#">Insertions</a>	
<del>Deletions</del>	
<a href="#">Moves / <del>Moves</del></a>	
Font Changes	
Paragraph Style Changes	
Character Style Changes	
Inserted cells	
Deleted cells	
Merged cells	
Changed lines	Mark left border.
Comments color	By Author.
Balloons	False

compareDocs Settings Used	Category	Option Selected
Open Comparison Report after saving	General	Always
Report Type	Word	TrackChanges
Character Level	Word	True
Include Headers / Footers	Word	True
Include Footnotes / Endnotes	Word	True
Include List Numbers	Word	True
Include Tables	Word	True
Include Field Codes	Word	True
Include Moves	Word	True
Flatten Field Codes	Word	True
Show Track Changes Toolbar	Word	True
Show Reviewing Pane	Word	False
Update Automatic Links at Open	Word	[Yes / No]
Summary Report	Word	End
Detail Report	Word	Separate (View Only)
Document View	Word	Print

Remove Personal Information	Word	False
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## **SUPPLEMENTAL RESOLUTION**

**WHEREAS**, the Town of Fairfield (the “Town”) has adopted at the request of the Water Pollution Control Authority (“WPCA”) a Resolution entitled “A Resolution Appropriating \$6,245,000 for the Costs Associated with the Construction of the Easton Turnpike Pump Station and Force Main Replacement and Authorizing the Issuance of Bonds to Finance such Appropriation” (the “Resolution”); and

**WHEREAS**, the Resolution appropriated \$6,245,000 for costs associated with the construction of the Easton Turnpike Pump Station and Force Main Replacement (the “Project”) and authorized the issuance of bonds (the “Bonds”); and

**WHEREAS**, while the Town is liable for the debt service on the Bonds, for internal accounting purposes, it is appropriate that the costs of the Project including debt service on the Bonds (the “Costs”) be allocated to the WPCA; and

**WHEREAS**, the Town’s WPCA has agreed to pay for the costs of the Project and the debt service on the bonds authorized by the Resolution (the “Bonds”).

### **RESOLVED,**

That the debt service on the Bonds as it becomes due shall be paid by the WPCA from its own funds and the obligation of the WPCA shall be set forth in a memorandum of understanding with the Town satisfactory to the Board of Selectmen.

Summary Report	
Title	<b>pdfDocs compareDocs Comparison Results</b>
Date & Time	4/13/2020 9:26:36 AM
Comparison Time	1.19 seconds
compareDocs version	v4.3.400.132

Sources	
Original Document	[#8691520] [v1] Supplemental Resolution - Allocation by WPCA.docx
Modified Document	[#8691520] [v2] Supplemental Resolution - Allocation by WPCA.docx

Comparison Statistics	
Insertions	0
Deletions	0
Changes	2
Moves	0
Font Changes	0
Paragraph Style Changes	0
Character Style Changes	0
TOTAL CHANGES	2

Word Rendering Set Markup Options	
Name	Standard
<u>Insertions</u>	
<del>Deletions</del>	
<u>Moves / Moves</u>	
Font Changes	
Paragraph Style Changes	
Character Style Changes	
Inserted cells	
Deleted cells	
Merged cells	
Changed lines	Mark left border.
Comments color	By Author.
Balloons	False

compareDocs Settings Used	Category	Option Selected
Open Comparison Report after saving	General	Always
Report Type	Word	TrackChanges
Character Level	Word	True
Include Headers / Footers	Word	True
Include Footnotes / Endnotes	Word	True
Include List Numbers	Word	True
Include Tables	Word	True
Include Field Codes	Word	True
Include Moves	Word	True
Flatten Field Codes	Word	True
Show Track Changes Toolbar	Word	True
Show Reviewing Pane	Word	False
Update Automatic Links at Open	Word	[Yes / No]
Summary Report	Word	End
Detail Report	Word	Separate (View Only)
Document View	Word	Print
Remove Personal Information	Word	False

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**WHEREAS**, the Resolution appropriated \$6,245,000 for costs associated with the construction of the Easton Turnpike Pump Station and Force Main Replacement (the “Project”) and authorized the issuance of bonds (the “Bonds”); and

**WHEREAS**, while the Town is liable for the debt service on the Bonds, for internal accounting purposes, it is appropriate that the costs of the Project including debt service on the Bonds (the “Costs”) be allocated to the WPCA; and

**WHEREAS**, the Town’s WPCA has agreed to pay for the costs of the Project and the debt service on the bonds authorized by the Resolution (the “Bonds”).

### **RESOLVED,**

That the debt service on the Bonds as it becomes due shall be paid by the WPCA from its own funds and the obligation of the WPCA shall be set forth in a memorandum of understanding with the Town satisfactory to the ~~First Selectwoman~~Board of Selectmen.