

**BOARD OF FINANCE
SPECIAL MEETING
The Metropolitan District
555 Main Street, Hartford
Wednesday, November 12, 2014**

PRESENT: Commissioners Luis Caban, Allen Hoffman, Pasquale J. Salemi; Citizen Members Ron Angelo, William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready and District Chairman William A. DiBella (9)

ABSENT: Commissioner William P. Horan (1)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
John M. Zinzarella, Deputy Chief Executive Officer, Business Services
Christopher R. Stone, Assistant District Counsel
John S. Mirtle, District Clerk
Gerald J. Lukowski, Director of Operations
Kelly Shane, Director of Procurement
Stanley Pokora, Manager of Treasury
Sue Negrelli, Director of Engineering
Kerry E. Martin, Assistant to the Chief Executive Officer
Cynthia A. Nadolny, Executive Assistant

CALL TO ORDER

Chairman Salemi called the meeting to order at 3:35 PM

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Citizen Member Mulready and duly seconded, the meeting minutes of the Board of Finance meeting of October 8, 2014 were approved.

DEBT ISSUANCE RESOLUTION FOR BANS ISSUANCE OF UP TO \$23,000,000 IN BOND ANTICIPATION NOTES – Report 4.

To: Board of Finance for consideration on November 12, 2014.

Staff is seeking authority for the District to issue up to \$23,000,000 in bond anticipation notes that will fund CIP projects.

Series G bond anticipation notes in the approximate aggregate principal amount of amount of \$23,000,000 will be dated on or about December 4, 2014 and will mature on March 23, 2015.

Bond counsel prepared the following resolution for consideration by the Board of Finance:

It is therefore RECOMMENDED that it be:

Voted: That the Board of Finance recommends to the District Board passage of the following resolution:

RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF NOT EXCEEDING \$23,000,000 GENERAL OBLIGATION BOND ANTICIPATION NOTES OF THE METROPOLITAN DISTRICT

Not exceeding \$23,000,000 Metropolitan District General Obligation Bond Anticipation Notes (the "Notes") are hereby authorized to be issued in anticipation of the issuance of bonds to fund such portion of the authorized and unissued balances of the capital appropriations contained in certain bond resolutions adopted to finance capital budget items enacted by the District Board in the years and in the amounts set forth on Exhibit A hereto attached. Proceeds of the Notes shall be used on a first-spent basis to temporarily finance the expenditures for any of the purposes or projects set forth on Exhibit A and for any supplemental purposes or projects the Board of Finance and the District Board may from the date hereof authorize to be financed by the issuance of bonds. The Series G Notes shall be dated on or about December 4, 2014, and shall mature on March 23, 2015, bear interest payable at maturity and be issued in fully registered form. The Notes shall be payable at and certified by U.S. Bank National Association, which bank shall also serve as registrar and transfer agent for the Notes. The Notes shall be sold by the District Treasurer, or in his absence, the Deputy Treasurer, in a competitive offering and shall be awarded to the bidder or bidders offering to purchase the Notes at the lowest net interest cost to the District, and in no case for a sum less than par and accrued interest to the date of delivery or shall be sold in a negotiated offering, in the discretion of the Treasurer or, in his absence, the Deputy Treasurer. The District Treasurer, or in his absence the Deputy Treasurer, is hereby delegated the authority to determine the rate or rates of interest on the Notes, and to deliver the Notes to the purchaser or purchasers thereof in accordance with this resolution. The Chairman and the District Treasurer, or in his absence, the Deputy Treasurer, are authorized to execute and deliver a Tax Regulatory Agreement and, in the case of a negotiated sale, a Note Purchase Agreement for the Notes on behalf of the District in such forms as they shall deem necessary and appropriate, and to rebate to the Federal government such amounts as may be required pursuant to the Tax Regulatory Agreement for the purpose of complying with the requirements

of the Internal Revenue Code of 1986, as amended. The Chairman and the District Treasurer, or in his absence, the Deputy Treasurer, are authorized to execute and deliver a Continuing Disclosure Agreement and any and all agreements and documents necessary to effect the issuance and sale of the Notes in accordance with the terms of this resolution.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the resolution was adopted by unanimous vote of those present.

**REALLOCATION OF PROCEEDS OF CERTAIN GENERAL OBLIGATION BOND
ANTICIPATION NOTES – Report 5.**

To: Board of Finance for consideration on November 12, 2014.

Staff is seeking authority for the District to reallocate proceeds from the District's \$90, 459,000 General Obligation Bond Anticipation Notes, Series C dated March 24, 2014 as follows:

- (i) \$51,000 comprised of \$44,000 from the 2006 General Purpose Water project and \$7,000 from the 2006 Water Distribution Improvements project to the 2008 General Purpose Water project;
- (ii) \$156,000 comprised of \$138,000 from the 2009 CSO Related Assets project, \$10,000 from the 2011 Paving Program and \$8,000 from the 2008 CSO – Related Assets project to the 2012 Water Main Replacement – Farmington Avenue project;
- (iii) \$26,000 comprised of \$21,000 from the 2011 CWP Water Main Replacement – Warner Street, Wethersfield Ave/Mannz Street, Hartford project and \$5,000 from the 2011 Water Main Replacement – Pine Street and Auburn Road, West Hartford project to the 2013 Water Main Replacement Oakwood Avenue, West Hartford project;
- (iv) \$1,743,000 from the 2013 Paving Program project, \$151,000 to the 2012 Pump Station Program – Canal Road, West Hartford, and \$1,592,000 to the 2013 General Purpose Water project;
- (v) \$50,000 from the 2006 Sanitary Sewer Overflow (SSO) - Windsor project to the 2008 General Purpose Sewer project;
- (vi) \$91,000 comprised of \$90,000 from the 2008 Sewer System Capital Equipment and Staffing project and \$1,000 from the 2009 Hartford Odor Control Construction project to the 2010 WPC Renewal & Replacements project;

- (vii) \$12,000 comprised of \$8,000 from the 2010 Headquarters Renovation project and \$4,000 from the 2010 Information Systems Improvements #1 project to the 2011 Information Systems Improvements project; and

(vi) \$1,373,000 comprised of \$995,000 from the 2012 Brainard Rd Building Renovation project, \$283,000 from the 2013 231 Brainard Rd Building Renovation project and \$95,000 from the 2013 Information Technology - Applications project to the 2013 Information Technology – SAP Oracle project.

Staff is also seeking authority for the District to reallocate proceeds from the District's \$15,000,000 General Obligation Bond Anticipation Notes, Series E dated June 27, 2014 as follows:

- (i) \$11,000 from the 2011 Water Main Replacement – Colony Road, West Hartford project to the 2012 Water Main Replacement – Farmington Avenue project;
- (ii) \$14,000 from the 2012 Dike Penetration and Improvements project to the 2013 Water Main Replacement Oakwood Avenue, West Hartford project; and
- (iii) \$5,000 from the 2011 WPC Electronic Development project to the 2012 Sewer Pump Station Upgrades – Ridge Street, Windsor project.

Bond counsel prepared the following resolution for consideration by the Board of Finance:

It is therefore RECOMMENDED that it be:

Voted: That the Board of Finance recommends to the District Board passage of the following resolution:

RESOLUTION AUTHORIZING THE REALLOCATION OF \$3,381,000 IN GENERAL OBLIGATION BOND ANTICIPATION NOTES OF THE METROPOLITAN DISTRICT

Proceeds from the District's \$90, 459,000 General Obligation Bond Anticipation Notes, Series C dated March 24, 2014 (the "2014 Series C Notes") are hereby reallocated as follows:

- (i) \$51,000 comprised of \$44,000 from the 2006 General Purpose Water project and \$7,000 from the 2006 Water Distribution Improvements project to the 2008 General Purpose Water project;
- (ii) \$156,000 comprised of \$138,000 from the 2009 CSO Related Assets project, \$10,000 from the 2011 Paving Program and \$8,000 from the 2008 CSO – Related Assets project to the 2012 Water Main Replacement – Farmington Avenue project;
- (iii) \$26,000 comprised of \$21,000 from the 2011 CWP Water Main Replacement – Warner Street, Wethersfield Ave/Mannz Street, Hartford project and \$5,000 from the 2011 Water Main Replacement – Pine

Street and Auburn Road, West Hartford project to the 2013 Water Main Replacement Oakwood Avenue, West Hartford project;

- (iv) \$1,743,000 from the 2013 Paving Program project, \$151,000 to the 2012 Pump Station Program – Canal Road, West Hartford, and \$1,592,000 to the 2013 General Purpose Water project;
- (v) \$50,000 from the 2006 Sanitary Sewer Overflow (SSO) - Windsor project to the 2008 General Purpose Water project;
- (vi) \$91,000 comprised of \$90,000 from the 2008 Sewer System Capital Equipment and Staffing project and \$1,000 from the 2009 Hartford Odor Control Construction project to the 2010 WPC Renewal & Replacements project;
- (vii) \$12,000 comprised of \$8,000 from the 2010 Headquarters Renovation project and \$4,000 from the 2010 Information Systems Improvements #1 project to the 2011 Information Systems Improvements project; and

(vi) \$1,373,000 comprised of \$995,000 from the 2012 Brainard Rd Building Renovation project, \$283,000 from the 2013 231 Brainard Rd Building Renovation project and \$95,000 from the 2013 Information Technology - Applications project to the 2013 Information Technology – SAP Oracle project.

Proceeds from the District's \$15,000,000 General Obligation Bond Anticipation Notes, Series E dated June 27, 2014 (the "2014 Series C Notes") are hereby reallocated as follows:

- (i) \$11,000 from the 2011 Water Main Replacement – Colony Road, West Hartford project to the 2012 Water Main Replacement – Farmington Avenue project;
- (ii) \$14,000 from the 2012 Dike Penetration and Correction Installations project to the 2013 Water Main Replacement Oakwood Avenue, West Hartford project; and
- (iii) \$5,000 from the 2011 WPC Electronic Development project to the 2012 Sewer Pump Station Upgrades – Ridge Street, Windsor project.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Mulready and duly seconded, the resolution was adopted by unanimous vote of those present.

ADJOURNMENT

The meeting was adjourned at 3:41 PM

ATTEST:

John S. Mirtle, Esq.
District Clerk

Date of Approval