

**JOURNAL
OF
THE BOARD OF FINANCE
OF
THE METROPOLITAN DISTRICT
COMMISSION**

FOR THE YEAR
2010

Published by authority of the Commission
And compiled by the
Office of the District Clerk

Membership of the District is made up of the City of Hartford and
The Towns of Bloomfield, Newington, Wethersfield, Windsor,
East Hartford, Rocky Hill and West Hartford

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MEMBERSHIP
OF
THE BOARD OF FINANCE
2010

PASQUALE J. SALEMI Chairman, Board of Finance
RICHARD MULREADY Vice Chairman, Board of Finance

ADAM M. CLOUD

MARTIN B. COURNEEN*

ALLEN HOFFMAN

LINDA KING-CORBIN*

WILLIAM P. HORAN

RICHARD MULREADY *

PASQUALE J. SALEMI

DALE A. RYAN*

WILLIAM CIBES*

*Citizen Member; two-year term expires December 31, 2011

MINUTES

OF

MEETINGS OF THE BOARD OF FINANCE

HELD IN 2010

**Meeting
of
BOARD OF FINANCE
The Metropolitan District**
555 Main Street, Hartford
Tuesday, January 19, 2010

PRESENT: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin and Dale Ryan (6)

ABSENT: Commissioner William P. Horan and Citizen Member Richard T. Mulready (2) (1-Vacancy)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
Christopher R. Stone, Assistant District Counsel
Brendan M. Fox Jr., Assistant District Counsel
Kristine C. Shaw, District Clerk
Robert Constable, Manager of Budgeting & Analysis
Stanley Pokora, Manager of Treasury
Carol Fitzgerald, Manager of Financial Control
Kerry E. Martin, Assistant to the Chief Executive Officer
Cynthia A. Nadolny, Executive Assistant
Richard H. Goldstein, Attorney, Pepe & Hazard LLP

CALL TO ORDER

The meeting was called to order by Attorney Christopher R. Stone at 5:02 P.M.

ROLL CALL AND QUORUM

The District Clerk informed Attorney Stone that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

ELECTION OF CHAIRMAN

Attorney Stone called for nominations for Chairman.

Citizen Member Courneen nominated Commissioner Pasquale J. Salemi for Chairman of the Board of Finance. There were no other nominations.

On motion made by Citizen Member Courneen and duly seconded, Commissioner Salemi was elected Chairman of the Board of Finance by unanimous vote of those present.

Commissioner Salemi assumed the Chair and thanked the members of the Committee.

ELECTION OF VICE CHAIRMAN

Chairman Salemi requested, if there was no objection, that Agenda Item # 3, Election of Vice Chairman, be postponed until the next scheduled meeting of the Board of Finance. There was no objection to his request.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Citizen Member Courneen and duly seconded the meeting minutes of December 21, 2009 were approved.

CLOSEOUT OF WATER, SEWER & CAPITAL PROJECT PROGRAMS – Report 6.

Closeout of Water Capital Project Programs

To: The Board of Finance for consideration January 19, 2010

The District has undertaken the task of updating its Capital Improvement Project (CIP) records. The task includes the identification of projects which have been completed, cancelled, or had a change of scope. Based upon the review, District staff now recommends that the following projects be closed:

Project Name	Year	BA	Town	Budget	Expended Amount	Remaining Balance
2000 AWP – Woods Rd	2000	2090	Bloomfield	\$30,080	\$30,080	\$0
Water Supply	1996	2090	Barkhamsted	\$427,752	\$427,752	
Bloomfield Water Treatment	1999	2090	Bloomfield	\$1,632,375	\$1,632,375	\$0
Subtotal BA 2090				\$2,090,207	\$2,090,207	\$0

G.P Water	1998	2191	Various	\$152,443	\$86	\$152,357
Subtotal BA 2191				\$152,443	\$86	\$152,357
AMR West Hartford	1998	2192	W. Hartford	\$7,977	\$0	\$7,977
AMR East Hartford	1998	2192	E. Hartford	\$105,652	\$16,673	\$88,979
AMR South WD	1998	2192	S. Windsor	\$21,200	\$0	\$21,200
Subtotal BA 2192				\$134,829	\$16,673	\$118,156
G.P. Water	1998	2197		\$168,960	\$39,066	\$129,894
Pump Station Improvement	1998	2197		\$119	\$0	\$119
Subtotal BA 2197				\$169,079	\$39,066	\$130,013
New London Tpk	1996	2199	Glastonbury	\$1,298,460	\$1,298,460	\$0
Water Stor/Hydro	1999	2199	W. Hartford	\$262	\$0	\$262
Contingency Reserve	1999	2199	Various	\$94,857	\$94,857	\$0
Hawley Rd PS	1999	2199	W. Hartford	\$850,000	\$0	\$850,000
New London Tpke	1999	2199	Glastonbury	\$351,540	\$0	\$351,540
Water Supply Imp	1999	2199	Barkhamsted	\$1,222,248	\$54,530	\$1,167,718
Cornwall Street	1999	2199	Hartford	\$136,402	\$0	\$136,402
Whitney Street	1999	2199	Hartford	\$25,500	\$4,000	\$21,500
Kitts Lane Feed	1999	2199	Newington	\$775,019	\$0	\$775,019
Chatham & Cornwall	1999	2199	Hartford	\$152,500	\$152,500	\$0
Subtotal BA 2199				\$4,906,788	\$1,604,347	\$3,302,441
GPW Reserve	2001	2201	Various	\$1	\$0	\$1
Subtotal BA 2201				\$1	\$0	\$1
South Mill Pump Station	2003	2203	Glastonbury	\$416,693	\$481	\$416,212
Automated Meter Reading	2003	2203	Various	\$218,067	\$209,222	\$8,845
Subtotal BA 2203				\$634,760	\$209,703	\$425,057
GWP – Land Acquisition	2004	2204	Barkhamsted	\$492,600	\$492,600	\$0
GWP – Goodrich Street	2004	2204	Hartford	\$550,000	\$494,561	\$55,439
Subtotal BA 2204				\$1,042,600	\$987,161	\$55,439
GPWP Pleasant St.	2007	2207	Windsor	\$190,000	\$1,623	\$188,377
Subtotal BA 2207				\$190,000	\$1,623	\$188,377
West Hartford Treatment Imp.	1999	2303	W. Hartford	\$3,171,126	\$3,168,357	\$2,769
Subtotal BA 2303				\$3,171,126	\$3,168,357	\$2,769
Electrical Upgrades, Phase II	2001	2305	W. Hartford	\$634,232	\$98,128	\$536,104
Subtotal BA 2305				\$634,232	\$98,128	\$536,104
Bloomfield Electrical Upgrades	2004	2307	Bloomfield	\$1,564,750	\$1,480,892	\$83,858
Subtotal BA 2307				\$1,564,750	\$1,480,892	\$83,858
W.H. Chemical Feed System	2004	2309	W. Hartford	\$355,667	\$347,640	\$8,027
Subtotal BA 2309				\$355,667	\$347,640	\$8,027
Hemlock Hill Drive	2002	2701	Glastonbury	\$199,667	\$113,202	\$86,465
Subtotal BA 2701				\$199,667	\$113,202	\$86,465

AW Regis Street	2002	2702	E. Hartford	\$300,000	\$242,661	\$57,339
Subtotal BA 2702				\$300,000	\$242,661	\$57,339
AW Kenmore Road	2004	2704	W. Hartford	\$2,335,000	\$2,244,526	\$90,474
Subtotal BA 2704				\$2,335,000	\$2,244,526	\$90,474
Total Water Programs				\$17,881,149	\$12,644,272	\$5,236,877

After reviewing the information contained herein

It is **RECOMMENDED** that it be

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

Resolved: That the District Board approves appropriation closeouts for the projects listed above.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

Closeout of Sewer Capital Project Programs

To: The Board of Finance for consideration January 19, 2010

The District has undertaken the task of updating its Capital Improvement Project (CIP) records. The task includes the identification of projects which have been completed, cancelled, or had a change of scope. Based upon the review, District staff now recommends that the following projects be closed:

Project Name	Year	BA	Town	Budget	Expended Amount	Remaining Balance
Oakridge Lane	1996	5089	W. Hartford	\$250,000	\$232,500	\$17,500
Subtotal BA 5089				\$250,000	\$232,500	\$17,500
SRP-Hudson St.	1997	5090	Hartford	\$1,045,000	\$505,838	\$539,162
Subtotal BA 5090				\$1,045,000	\$505,838	\$539,162
SRP-Southwest Trunk	1996	5093	W. Hartford	\$153	\$153	\$0
SRP-Stonehedge Area	1996	5093	Windsor	\$5,975	\$0	\$5,975
Subtotal BA 5093				\$6,128	\$153	\$5,975
SRP- Orchard St.	1996	5094	E. Hartford	\$8,500	\$0	\$8,500
SRP- Crosby St.	1996	5094	Hartford	\$19,500	\$1,464	\$18,036

Subtotal BA 5094				\$28,000	\$1,464	\$26,536
Regional Liquid Wast	1996	5096	Hartford	\$600,000	\$588,005	\$11,995
Subtotal BA 5096				\$600,000	\$588,005	\$11,995
WPC Facilities Preve	1997	5097	Hartford	\$255,000	\$242,477	\$12,523
WPC Facilities Infra	1997	5097	Hartford	\$449,300	\$443,424	\$5,876
Windsor Interceptor	1997	5097	Windsor	\$255,000	\$82	\$254,918
Contingency Reserve	1997	5097	Various	\$15,400	\$14,371	\$1,029
Hudson St. Sewer Rep	1997	5097	Hartford	\$247,000	\$207,460	\$39,540
Prospect Street, EH	1997	5097	East Hartford	\$605,539	\$540,428	\$65,111
Upper Albany Ave Stu	1997	5097	Hartford	\$60,000	\$41,212	\$18,788
SRP-Middletown Ave.	1998	5097		\$3,100	\$0	\$3,100
Subtotal BA 5097				\$1,890,339	\$1,489,454	\$400,885
Simmons Road Sewer	1998	5098	East Hartford	\$1,029,700	\$1,000,142	\$29,558
Pump Station Renovat	1998	5098	Various	\$75,000	\$48,862	\$26,138
Nahum Drive Sewer	1998	5098	Hartford	\$206,500	\$117,254	\$89,246
Burnside Ave, EH	1998	5098	East Hartford	\$670,000	\$633,843	\$36,157
Overbrook Road, Priv	1998	5098	W. Hartford	\$30,000	\$1,942	\$28,058
Windsor Interceptor	1998	5098	Windsor	\$272,000	\$8,134	\$263,866
Subtotal BA 5098				\$2,283,200	\$1,810,177	\$473,023
SRP- Charlott St	1999	5099	Hartford	\$516,000	\$272,003	\$243,997
SRP- Love Ln	1999	5099	Hartford	\$312,912	\$291,113	\$21,799
SRP- Ash Strge	1999	5099	Hartford	\$450,000	\$444,803	\$5,197
SRP- WPCF Infra	1999	5099	Hartford	\$900,000	\$898,069	\$1,931
SRP- Long Term	1999	5099	Hartford	\$350,000	\$309,578	\$40,422
Contingency	1999	5099	Various	\$193,450	\$185,255	\$8,195
SRP- Odor Contrl	1999	5099	Hartford	\$6,550	\$6,112	\$438
SRP- Woodpond	2000	5099	W. Hartford	\$10,000	\$2,500	\$7,500
Prospect St.	2001	5099	East Hartford	\$221,088	\$0	\$221,088
Subtotal BA 5099				\$2,960,000	\$2,409,433	\$550,567
Sewer Rehab	2000	5101	Various	\$1,540	\$1,540	\$0
Ash Disposal	2000	5101	Hartford	\$500,000	\$499,916	\$84
Consolidated	2001	5101	Various	\$250,000	\$216,162	\$33,838
WPCF Infrast	2001	5101	Hartford	\$750,000	\$749,459	\$541
Reserve	2001	5101	Various	\$35,000	\$0	\$35,000
SR Vernon	2001	5101	Hartford	\$223,619	\$223,431	\$188
SR Stowe Village	2001	5101	Hartford	\$86,332	\$86,332	\$0
Harbison Ave	2001	5101	Hartford	\$503,509	\$459,717	\$43,792
Subtotal BA 5101				\$2,350,000	\$2,236,557	\$113,443
GPS Park River 51" Interceptor Rep.	2008	5108	Hartford	\$300,000	\$242,528	\$57,472
Subtotal BA 5108				\$300,000	\$242,528	\$57,472
Sunny Reach Dr	1996	5630	W. Hartford	\$193,712	\$186,652	\$7,060
Unsch. L&A Projects	1999	5630	Various	\$300	\$0	\$300
Ferncliff Dr.	1999	5630	W. Hartford	\$1,919,953	\$1,675,025	\$244,928
Woodside Dr	1999	5630	Wethersfield	\$48,711	\$43,309	\$5,402

Sunny Reach- Construction	2002	5630	W. Hartford	\$813,288	\$803,090	\$10,198
Griswold Road	2002	5630	Wethersfield	\$26,944	\$21,329	\$5,615
Long View Rd.	1999	5630	W. Hartford	\$235,000	\$219,848	\$15,152
Highgate Lane & Westmont	2000	5630	W. Hartford	\$601,356	\$448,174	\$153,182
2001 Clarkridge Road	2001	5630	Wethersfield	\$220,000	\$205,935	\$14,065
ASP-Ridge Rd, South Wells	1999	5630	Wethersfield	\$1,303,700	\$764,222	\$539,478
ASP-Wolcott Hill Road	2001	5630	Wethersfield	\$56,984	\$51,833	\$5,151
SunnyReach, West Hartford	2002	5630	W. Hartford	\$106,580	\$73,696	\$32,884
ASP 1999-Kelley Ave	1999	5630	Wethersfield	\$100,000	\$69,616	\$30,384
2002-603 New Britain Ave	2002	5630	Newington	\$60,000	\$49,770	\$10,230
2002-ASP Spruce Lane	2002	5630	W. Hartford	\$550,000	\$547,277	\$2,723
2006 ASP Wolcott Hill Road	2006	5630	Wethersfield	\$750,000	\$679,111	\$70,889
2007 ASP Spruce Lane II	2007	5630	W. Hartford	\$1,300,000	\$990,075	\$309,925
Subtotal BA 5630				\$8,286,528	\$6,828,962	\$1,457,566
Wethersfield Cove Floatables	1998	5681	Wethersfield	\$1,000,000	\$0	\$1,000,000
Subtotal BA 5681				\$1,000,000	\$0	\$1,000,000
Maple Avenue Area CSO	1998	5682	Hartford	\$4,675,000	\$3,793,851	\$881,149
Subtotal BA 5682				\$4,675,000	\$3,793,851	\$881,149
Inflow & Infiltration Removal	1999	5689	Windsor W. Hartford	\$5,010,000	\$4,683,230	\$326,770
Subtotal BA 5689				\$5,010,000	\$4,683,230	\$326,770
2001 Maple Avenue Sewer Separ, Phase IIA	2001	5700	Hartford	\$2,500,000	\$2,450,871	\$49,129
Subtotal BA 5700				\$2,500,000	\$2,450,871	\$49,129
PCSI& A./Eff.Pump & PLC	2001	5704	Various	\$500,000	\$391,816	\$108,184
Subtotal BA 5704				\$500,000	\$391,816	\$108,184
Total Sewer Programs				\$33,684,195	\$27,664,839	\$6,019,356

After reviewing the information contained herein

It is **RECOMMENDED** that it be

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

Resolved: That the District Board approves appropriation closeouts for the projects listed above.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

Closeout of Combined Capital Project Programs

To: The Board of Finance for consideration January 19, 2010

The District has undertaken the task of updating its Capital Improvement Project (CIP) records. The task includes the identification of projects which have been completed, cancelled, or had a change of scope. Based upon the review, District staff now recommends that the following projects be closed:

Project Name	Year	BA	Town	Budget	Expended Amount	Remaining Balance
Security Mod. Prgm	1996	5678	Hartford	\$200,000	\$185,927	\$14,073
Security Mod. Prgm	1997	5678	Hartford	\$176,000	\$157,636	\$18,364
Subtotal BA 5678				\$376,000	\$343,563	\$32,437
Pump Station Assessment	2002	5653	Various	\$200,000	\$200,000	\$0
Subtotal BA 5653				\$200,000	\$200,000	\$0
Capital Equip Replacement	2006	5730	Various	\$1,400,000	\$1,392,050	\$7,950
Subtotal BA 5730				\$1,400,000	\$1,392,050	\$7,950
Total Combined Programs				\$1,976,000	\$1,935,613	\$40,387

After reviewing the information contained herein

It is **RECOMMENDED** that it be

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

Resolved: That the District Board approves appropriation closeouts for the projects listed above.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Commissioner Hoffman and duly seconded, the amended reports, which included removing line

items # 44 & # 51, relating to the Sewer Capital Project Programs, Sunny Reach Drive, West Hartford, with the remaining balance amounts of \$10,198.00 and \$32,884.00, respectively, was received and all three resolutions were recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin and Dale Ryan (6)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioners William Horan and Citizen Member Richard Mulready (2)

CUSTOMER ASSISTANCE PROGRAM UPDATE – Report 7.

Attorney Tony E. Jorgensen, Jorgensen Law Firm, provided Committee members with an update on the status of his firm's continuing efforts to design a customer assistance program for certain categories of MDC customers.

**REPORT ON LOW-INCOME
SUBSIDY PROGRAMS**

**PRESENTED TO
THE METROPOLITAN DISTRICT
BOARD OF FINANCE**

DRAFT

January 19, 2010

Produced By:

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Dennis C. Carroll, Esq.
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Hartford, CT 06106-1515
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Executive Summary

Like many water and sewer companies across the United States, the Metropolitan District faces many challenges when seeking to keep its rates affordable under the Environmental Protection Agency's affordability criteria. These struggles are compounded by the significant costs associated with complying with certain Clean Water Act mandates. To combat this issue, the District must carefully consider all of its options so that its prices can remain affordable to its low-income customer base.

This report provides a general overview of customer assistance programs in the water and sewer industry, focusing on the methodology employed to design the best program based on the specific characteristics and needs of the District. The report does not seek to supplant the policy-making and managerial authority of the District Board or Board of Finance, but, rather, seeks to identify the best practices associated with designing a customer assistance program for low-income customers.

The report is divided into three (3) sections addressing upon the organizational characteristics of the District, existing customer assistance programs in the water and sewer industry and design and implementation issues specific to the District.

Section I of this report summarizes the District's organizational structure, including an overview of its governing rules as set forth in its Charter, Bylaws and Ordinances. The core operating activities of the District are also discussed.

Section II provides a detailed narrative history of the water and sewer industry's struggle with setting and maintaining affordable rate structures given various market conditions including, without limitation, tighter regulatory standards and significant capital improvement costs associated with complying with these standards. The second part of Section II provides an outline for designing a subsidy program, including a detailed discussion of the various steps, as recommended by the EPA and other industry-based organizations and coalitions, for addressing planning, design and implementation issues.

Finally, Section III provides the District with an analysis of the legal, financial and statistical factors specific to the District in connection with its desire to implement an affordability program within its existing organizational parameters and budgetary constraints.

I INTRODUCTION

A. Organization and Structure of the Metropolitan District

The Metropolitan District ("MDC" or the "District") is a specially chartered, non-profit, municipal corporation established in 1929 by a Special Act of the Connecticut General Assembly (Sp. Act. 511) to provide potable water, sewage and other municipal services to its eight (8) member municipalities - Bloomfield, East Hartford, Newington, Rocky Hill, West Hartford, Wethersfield and Windsor and the City of Hartford (collectively, the "Member Towns"), and portions of eight (8) other towns throughout the greater Hartford region. The MDC currently provides potable water supply, water pollution control, mapping and household hazardous waste collection to approximately 400,000 customers.

All of the affairs of the MDC are governed by a board of commissioners (the "District Board") consisting of twenty-nine (29) commissioners, seventeen (17) of which are appointed by the legislative bodies of the Member Towns, eight (8) by the Governor of the State of Connecticut and four (4) by the leadership of the Connecticut General Assembly.

The District Board has divided its governmental duties amongst various committees, subcommittees, commissions, boards and bureaus who manage the operational activities of the four (4) major functional divisions of the District – Administrative, Finance, Operations and the Program Management Unit (PMU).

All activities of the District are managed by a Chief Executive Officer who, with the assistance of the chief officers of the four (4) functional divisions and other executive-level staff members, implements the policies and orders of the District Board, and its twelve¹ (12) committees, commissions, bureaus and boards.

The legal affairs of the District are managed by a District Counsel who, together with an Assistant District Counsel and a team of outside attorneys and law firms, provides legal advice and representation in connection with all legal matters affecting the interests of the District, including litigation, transactional matters and corporate governance issues.

¹ The District Board has divided its governmental functions amongst two (2) Bureau's (Water and Public Works), seven (7) Committees (Personnel, Pension and Insurance; Community Affairs; MDC Government; Organization; Strategic Planning; Audit; and CRRA Steering), a Board of Finance, a Subcommittee on Diversity and an Advisory Committee (Farmington River Watershed).

B. Charter, Bylaws and Ordinances of the Metropolitan District²

Special Act 511 of 1929, as amended, constitutes the organic law of the District setting forth its powers, rights, duties and form of governance (the “Charter”). The Office of the District Clerk periodically publishes the Compiled Charter of the Metropolitan District, incorporating all prior amendments enacted by way of Special Act.

The enabling legislation set forth in Sp. Act 511 grants the District Board the authority to establish such Bylaws and Ordinances as are necessary or convenient to carryout the powers and duties granted to the District by its Charter. Amongst these powers and duties is the authority to establish Bylaws, addressing the management of the District’s affairs at both the governing and operational levels, and Ordinances which set clear rules governing the District’s management and core operating activities.

C. Core Operating Activities of the Metropolitan District

1. Water Distribution. The District’s water supply comes entirely from surface water sources, consisting of the 30.3 billion gallon Barkhamsted Reservoir and the 9.5 billion gallon Nepaug Reservoir, where it flows by gravity to water treatment facilities in West Hartford and Bloomfield. In 2008, the MDC distributed approximately 53 million gallons of water per day to the approximately 400,000 residents living in District Towns.

2. Water Pollution Control/Treatment. The District operates and maintains more than 700 hundred miles of sewers that carry wastewater from faucets and toilets to state-of-the-art sewage treatment facilities located in East Hartford, Rocky Hill, Windsor and Hartford, the main treatment facility. Like most municipalities, the District treats sewage using two basic processes - primary treatment (a physical process) and secondary treatment (a biological process), then releases the treated wastewater back into the Connecticut River.

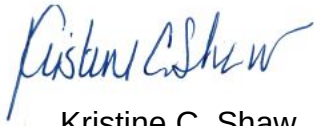
3. Geographic Information System – Mapping. The District has one of the oldest continuous mapping programs in the country. Beginning in 1929, with paper maps drawn by hand, to the development of today’s computerized geographic information system (GIS), the MDC has stayed on the leading edge of mapping technology. The District’s maps, including a comprehensive, interactive map depicting a variety of views, are available on the District’s website.

² Copies of the District’s current Charter and General, Water Supply and Sewer Ordinances can be viewed online at: <http://www.themdc.com/MDC%20Charter.pdf>, <http://www.themdc.com/General%20Ordinances.pdf>, <http://www.themdc.com/Water%20Ordinances.pdf> and <http://www.themdc.com/Sewer%20Ordinances.pdf>, respectively.

ADJOURNMENT

The meeting was adjourned at 6:05 P.M.

ATTEST:

A handwritten signature in blue ink, appearing to read "Kristine C. Shaw".

Kristine C. Shaw
District Clerk

February 23, 2010

Date of Approval

**Meeting
of
BOARD OF FINANCE
The Metropolitan District**
555 Main Street, Hartford
Tuesday, February 23, 2010

PRESENT: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members Linda King-Corbin, Richard Mulready, Dale Ryan, William Cibes and District Chairman William A. DiBella (8)

ABSENT: Commissioner William P. Horan and Citizen Member Martin B. Courneen (2)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
Brendan M. Fox Jr., Assistant District Counsel
Kristine C. Shaw, District Clerk
Robert Constable, Manager of Budgeting & Analysis
Carol Fitzgerald, Manager of Financial Control
Cynthia A. Nadolny, Executive Assistant
Reid Risteen, BlumShapiro
Stacy Nobitz, BlumShapiro
Richard H. Goldstein, Attorney, Pepe & Hazard LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 5:05 P.M.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

INTRODUCTION AND SWEARING IN OF NEW CITIZEN MEMBER

Chairman Salemi introduced Citizen Member William Cibes of Hartford, who was appointed to the Board of Finance; subsequently, the District Clerk administered the oath of office to Citizen Member Cibes.

ELECTION OF VICE CHAIRMAN

Chairman Salemi called for nominations for Vice Chairman.

Citizen Member Ryan nominated Citizen Member Richard Mulready for Vice Chairman of the Board of Finance. There were no other nominations.

On motion made by Citizen Member Ryan and duly seconded, Citizen Member Mulready was elected Vice Chairman of the Board of Finance by unanimous vote of those present.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Commissioner Cloud and duly seconded, the meeting minutes of January 19, 2010 were approved.

FISCAL YEAR 2009 AUDIT– REQUIRED AUDITOR COMMUNICATONS– REPORT 5.

John Zinzarella, Chief Financial Officer, introduced Reed Risteen to the Committee members and subsequently, Mr. Risteen and Stacy Nobitz provided the following report:

The Metropolitan District
Audit Communications – Audit Planning Stage
February 23, 2010

BlumShapiro

The Metropolitan District
Audit Communications – Audit Planning Stage
February 23, 2010

This Audit Committee Meeting presentation was prepared as part of our audit, has consequential limitations, is restricted to management and the Audit Committee and is not intended to be and should not be used by anyone other than these specified parties.

**THE METROPOLITAN DISTRICT
REQUIRED AUDIT COMMUNICATIONS - AUDIT PLANNING STAGE**

1. Scope of services
 - A. Audit of financial statements
 - B. Federal single audit (new for 2009)
 - C. State single audit
 - D. See engagement letter attached
2. Audit of financial statements
 - A. Objective - express an opinion as to whether the financial statements fairly present financial position and activities
 - B. We will not express an opinion on internal controls over financial reporting
 - C. Auditor responsibilities
 - i. Design audit procedures to give reasonable assurance of detecting material misstatements due to fraud, error or noncompliance with laws and regulations
 - ii. Communicate internal control weaknesses or other issues that deserve attention
 - Auditee responsibilities
 - i. Preparation of fairly stated financial statements
 - ii. Maintenance of effective internal controls over financial reporting
 - iii. Prevention or detection of fraud or errors affecting the financial statements
 - iv. Compliance with laws and regulations that could have a material effect on the financial statements in the event of noncompliance
3. Federal single audit
 - A. Objectives
 - i. Express an opinion on compliance with requirements of major federal awards
 - ii. Report on federal awards (earned)
 - B. Auditor responsibilities
 - i. Design audit procedures to give reasonable assurance of detecting material noncompliance with major federal awards
 - ii. Design audit procedures to give reasonable assurance that the schedule of federal awards is accurate in relation to the financial statements
 - C. Auditee responsibilities
 - i. Preparation of fairly stated schedule of federal awards
 - ii. Maintenance of effective internal controls over major program compliance
 - iii. Compliance with major federal program requirements
 - D. Anticipated federal major programs to be tested
 - i. Federal Clean Water Funds (ARRA)
 - ii. Federal Drinking Water Funds (ARRA)
4. State single audit
 - A. Objectives
 - i. Express an opinion on compliance with requirements of major state grants
 - ii. Report on state financial assistance (earned)
 - B. Auditor responsibilities
 - i. Design audit procedures to give reasonable assurance of detecting material noncompliance with major state financial assistance
 - ii. Design audit procedures to give reasonable assurance that the schedule of state financial assistance is accurate in relation to the financial statements

- C. Auditee responsibilities
 - i. Preparation of fairly stated schedule of state financial assistance
 - ii. Maintenance of effective internal controls over major program compliance
 - iii. Compliance with major state program requirements
- D. Anticipated state major programs to be tested
 - i. State Clean Water Funds
 - ii. State Drinking Water Funds
- 5. Timing of services
 - A. Audit planning In process
 - B. Interim work March 22 - 26
 - C. Financials prepared by management April 5
 - D. Final fieldwork April 12 - 30
 - E. CAFR review session Week of June 7
 - F. Post audit communication June 22
 - G. Final reports issued June 24
 - H. Applicable due dates
 - i. Financial statement audit June 30
 - ii. State single audit June 30
 - iii. Federal single audit September 30
- 6. Significant audit areas
 - A. Cash and equivalents
 - B. Investments (pension plan)
 - C. Water receivables and revenues
 - D. Inventory
 - E. Property and CIP
 - F. Payables, expenses and budget
 - G. Debt
 - H. Special assessment revenue
 - I. Member town taxation
 - J. Insurance and self insurance
 - K. Federal and state grants
- 7. Areas of higher risk
 - Compliance with requirements of federal ARRA funding
- 8. Industry developments
 - A. Accounting
 - GASB Stmt No. 53, *Accounting and Financial Reporting for Derivative instruments*
 - GASB Stmt No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*
 - Neither pronouncement expected to have a big impact on MDC
 - B. Auditing - federal and state single audits will be required to be performed on a risk basis next year
- 9. Board of Finance audit concerns
 - If any concerns, contact Reed Risteen at (860) 561-6848
- 10. Board of Finance knowledge of fraud affecting the financial statements
 - If any knowledge, contact Reed Risteen at (860) 561-6848

INTERNAL CONTROL CONSIDERATIONS IN AN AUDIT**Internal Controls Reviewed in Connection with Audit**

- Internal control over financial reporting
- Internal control over compliance with state clean and drinking water requirements
- Internal control over compliance with federal clean and drinking water requirements

Auditor's Responsibilities Regarding Internal Control

- Required to obtain a detailed understanding of internal control sufficient to plan the audit
- Required to document our understanding in our workpapers
- Required to report material weaknesses and significant deficiencies in internal control in writing
- Encouraged to report other internal control deficiencies that are not serious enough to be considered material weaknesses or significant deficiencies

Internal Control Deficiency Definitions

- Material Weakness - a deficiency in internal control such that there is a reasonable possibility that a material misstatement in the financial statements will not be prevented, detected or corrected on a timely basis by the auditee's controls
- Significant Deficiency - a deficiency in internal control such that is less severe than a material weakness, but important enough to merit attention by the governing body

Evidence of Internal Control Deficiencies

- An auditor initiated entry to correct the financial statements
- If entry is considered material to the financial statements - material weakness
- If entry is not material but still significant - significant deficiency
- Prior to 2009 there was a specific dollar amount of entry defined for a significant deficiency. Starting for 2009 the specific dollar amount has been removed so that items below that threshold could still be reported as significant deficiencies.

BUDGET TRANSFER – RE: MEDICAL EXPENSES – REPORT 6.**2009 Operating Budget Transfer**

To: Board of Finance for consideration on February 23, 2010

The 2009 Metropolitan District operating budget has experienced a deficit in the Employee Medical Insurances (Blue Cross/Blue Shield) budget. The deficit reflects higher than expected medical costs.

Management recommends that the required additional funding for employee medical insurance expenses be transferred from Contingency and surpluses available in the various department budgets identified below.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department 801 – Contingency	\$313,600.00	\$11,600.00	\$325,200.00
Department 720 – General Insurance	36,000.00	84,000.00	120,000.00
Department 701 – Water Debt Service	.00	102,200.00	102,200.00
Department 503 – Water Supply	.00	161,600.00	161,600.00
Department 502 – Water Treatment	<u>.00</u>	<u>211,000.00</u>	<u>211,000.00</u>
Total	\$349,600.00	\$570,400.00	\$920,000.00

John M. Zinzarella
Chief Financial Officer

It is therefore RECOMMENDED that it be:

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

Resolved: That transfers within the 2009 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 720 – General Insurance	\$36,000.00	84,000.00	120,000.00
Department 701 – Water Debt Service	.00	102,200.00	102,200.00
Department 503 – Water Supply	.00	161,600.00	161,600.00
Department 502 – Water Treatment	<u>.00</u>	<u>211,000.00</u>	<u>211,000.00</u>
Total:	\$36,000.00	\$558,800.00	\$594,800.00

To:	General	Water	Total
Department-801 Contingency	<u>\$36,000.00</u>	<u>\$558,800.00</u>	<u>\$594,800.00</u>
Total:	\$36,000.00	\$558,800.00	\$594,800.00

From:	General	Water	Total
Department 801 – Contingency	<u>\$349,600.00</u>	<u>\$574,400.00</u>	<u>\$920,000.00</u>
Total	\$349,600.00	\$570,400.00	\$920,000.00

To:	General	Water	Total

Department-711

Employee

Medical Insurance	<u>\$349,600.00</u>	<u>\$570,400.00</u>	<u>\$920,000.00</u>

Total:	\$349,600.00	\$570,400.00	\$920,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Mulready and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Richard Mulready, Linda King-Corbin and Dale Ryan (8)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioners William Horan and Citizen Member Martin B. Courneen (2)

CFO REPORT – REPORT 7.

Mr. Zinzarella provided the following report on the draft fund financials as of December 31, 2009:

General Fund:

1. Actual Revenues of \$51.8M v Budget Revenues of \$52.7M
 - a. Revenue shortfall of \$0.9M is due to reduced sludge revenues of approx \$0.5M and balance due to Mid CT spending at a level lower than anticipated driving both direct and indirect revenue sources lower than budget.
2. Actual Expenses of \$50.3M v Budget Expenses of \$52.7M
 - a. Favorable expenses associated with favorable expenses for fuel for incineration \$0.5M, polymers \$0.5M, chemicals \$0.25M, ash removal \$0.1M and nitrogen credit purchase program \$0.35M
3. General Fund surplus of \$1.6M for the year ended December 31, 2009

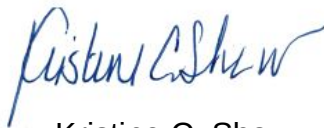
Water Utility Fund:

1. Actual Revenues of \$53.4M v Budget Revenues of \$57.2M
 - a. Revenue shortfall of \$3.8M is due to water consumption being approx 11.6% below budgeted consumption levels.
2. Actual Expenses of \$57.2M v Budget Expenses of \$52.7M
 - a. Favorable expenses realized on the water side were offset by increased expenses in legal and overtime associated with boil ban and due to higher than anticipated employee medical claims expenses.
3. Water Utility deficit of \$3.9M for the year ended December 31, 2009

ADJOURNMENT

The meeting was adjourned at 5:56 P.M.

ATTEST:



Kristine C. Shaw
District Clerk

March 15, 2010

Date of Approval

**Meeting
of
BOARD OF FINANCE
The Metropolitan District**
555 Main Street, Hartford
Monday, March 15, 2010

PRESENT: Commissioners Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Richard Mulready, Dale Ryan, and District Chairman William A. DiBella (6)

ABSENT: Commissioners Adam M. Cloud, William P. Horan and Citizen Members Martin B. Courneen, Linda King-Corbin (4)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Robert E. Moore, Chief Administrative Officer
Scott W. Jellison, Chief Operating Officer
John M. Zinzarella, Chief Financial Officer
R. Bartley Halloran, District Counsel
Christopher R. Stone, Assistant District Counsel
Kristine C. Shaw, District Clerk
Louise Guarnaccia, Project Controls Manager
Carol Fitzgerald, Manager of Financial Control
Stan Pokora, Manager of Treasury
Kerry E. Martin, Assistant to the Chief Executive Officer
Cynthia A. Nadolny, Executive Assistant
Richard Goldstein, Attorney, Pepe & Hazard LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 5:05 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

***On motion made by Citizen Member Ryan and duly seconded,
the meeting minutes of February 23, 2010 were approved.***

**BUDGET TRANSFER-RE: MEDICAL EXPENSES 2009-FINAL ADJUSTMENT –
REPORT 4.**

To: Board of Finance for consideration on March 15, 2010

The 2009 Metropolitan District operating budget experienced deficits for medical claims in the Employee Medical Insurances (Blue Cross/Blue Shield) budget. These deficits are the results of higher than expected increases in medical costs due to an aging workforce.

Management recommends that the required additional funding for employee medical insurance expenses be transferred from Contingency and surpluses available in the various department budgets identified below.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department – Retained Earnings	\$.00	\$263,500.00	\$263,500.00
Department 402 - Water Pollution Control	67,500.00	.00	67,500.00
Department 801 – Contingency	<u>94,000.00</u>	<u>.00</u>	<u>94,000.00</u>
Total	\$161,500.00	\$263,500.00	\$425,000.00

John M. Zinzarella
Chief Financial Officer

It is therefore RECOMMENDED that it be:

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

Resolved: That transfers within the 2009 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department – Retained Earnings	\$.00	\$263,500.00	\$263,500.00
Department 402 - Water Pollution Control	<u>67,500.00</u>	<u>.00</u>	<u>67,500.00</u>
Total	\$67,500.00	\$263,500.00	\$331,000.00

To:	General	Water	Total
Department 801– Contingency	<u>\$67,500.00</u>	<u>\$263,500.00</u>	<u>\$331,000.00</u>
Total	\$67,500.00	\$263,500.00	\$331,000.00

From:	General	Water	Total
Department 801 – Contingency	<u>\$161,500.00</u>	<u>\$263,500.00</u>	<u>\$425,000.00</u>
Total	\$161,500.00	\$263,500.00	\$425,000.00

To:	General	Water	Total
Department-711 Employee			

Medical Insurance	<u>\$161,500.00</u>	<u>\$263,500.00</u>	<u>\$425,000.00</u>
Total	\$161,500.00	\$263,500.00	\$425,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Mulready and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Richard Mulready and Dale Ryan (6)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioners Adam M. Cloud and William Horan, Citizen Members Martin B. Courneen and Linda King-Corbin (4)

JULY 2010 GENERAL OBLIGATION BOND SALE RESOLUTION-Report 5.

To: Board of Finance for consideration on March 15, 2010

Staff seeks authority for the District to issue up to \$125.0 million in general obligation (GO) bonds for sewer, water and combined funded projects. The bonds will be dated July 15, 2010 and will mature in twenty years with annual principal installments of \$6,250,000.

The District plans to sell the GO Bonds on June 24, 2010 to permanently finance notes from the July and November 2009 sales and provide new funding in the amount of \$31,425,000 for various capital improvement projects (CIP), see following table for more detail.

Exhibit A	Estimated	Total
Jul-10	GO Bond	Jun-10

	<u>BAN Maturity</u>	<u>Proceeds</u>	<u>Bond Sale</u>
June 2010 Bond Sale	\$93,575,000	\$31,425,000	\$125,000,000

The proceeds of the bond sale will finance CIP project expenses and reimburse the water and general operating funds.

It is therefore RECOMMENDED that it be:

VOTED: That the Board of Finance recommends to the District Board adoption of the following resolution:

RESOLUTION AUTHORIZING THE ISSUANCE AND SALE
OF NOT EXCEEDING \$125,000,000 GENERAL
OBLIGATION BONDS OF THE METROPOLITAN DISTRICT,
ISSUE OF 2010

Not exceeding \$125,000,000 Metropolitan District General Obligation Bonds, Issue of 2010 (the "Bonds") are hereby authorized to be issued to fund such portion of the authorized and unissued balances of the capital appropriations contained in certain resolutions for capital items enacted by the District Board in the years and in the amounts set forth on Exhibit A hereto attached. Proceeds of the Bonds shall be used to permanently finance \$93,575,000 bond anticipation notes of the District maturing on July 15, 2010 and to finance expenditures for any of the capital projects set forth on Exhibit A and for any other capital projects the Board of Finance and the District Board may from the date hereof authorize to be financed by the issuance of bonds. The Bonds shall be dated, mature annually on such dates and in such principal amounts and bear interest payable on such dates and at the rate or rates per annum as shall be determined by the Chairman and District Treasurer on behalf of the District in the best interest of the District, provided the final maturity shall occur no later than 2030 and the interest thereon shall be excludable from gross income of the owners thereof for federal income tax purposes, unless the Bonds are issued as build America bonds under the American Recovery and Reinvestment Act of 2009 and qualify for an interest subsidy. The Bonds shall be general obligations of the District and the full faith and credit of the District are pledged to the payment of the principal thereof and the interest thereon. The Bonds shall be issued in fully registered form, in denominations of \$5,000 or multiples thereof. The Bonds shall be payable at and certified by U.S. Bank National Association, which bank shall also serve as registrar and transfer agent for the Bonds. The Bonds shall be subject to redemption prior to maturity, at the election of the District, as the District Chairman and District Treasurer shall determine on behalf of the District in the best interest of the District. The Bonds shall be sold forthwith by the District Treasurer in a competitive offering and shall be awarded to the bidder or bidders offering to purchase the Bonds at the lowest true interest cost to the District, and in no case for a sum less than par and accrued interest to the date of delivery. The District Treasurer is hereby delegated the authority to determine the rate or rates of interest on the Bonds, and to deliver the Bonds to the purchaser thereof in accordance with this resolution. The

Chairman and the District Treasurer are authorized to execute and deliver a Tax Regulatory Agreement for the Bonds on behalf of the District in such form 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 are authorized to execute and deliver any and all agreements and documents necessary to effect the issuance and sale of the Bonds in accordance with the terms of this resolution.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

Exhibit A - Proposed July 2010 Bond Sale

<u>BA</u>	<u>Project Name</u>	<u>July 2009 Note Sale</u>	<u>November 2009 Note Sale</u>	<u>New GO Bonds</u>	<u>Total July 2010 Bonding</u>
2201 GPW 2001		3,000	0	0	3,000
2202 GPW 2002		40,000	13,000	0	53,000
2203 GPW 2003		1,200,000	0	0	1,200,000
2204 GPW 2004		1,280,000	0	0	1,280,000
2205 GPW 2005		800,000	0	0	800,000
2206 GPW 2006		568,000	0	0	568,000
2207 GPW 2007		894,000	0	0	894,000
2209 GPW 2009		192,000	2,232,000	0	2,424,000
2301 Water Treatment Facility Improvements		325,000	0	0	325,000
2302 Bloomfield Water Treatment Plant		1,134,000	27,000	0	1,161,000
2303 West Hartford Water Treatment Facility Improvements		63,000	1,000	0	64,000
2304 Dam Safety Improvements		326,000	0	0	326,000
2307 Electrical Upgrades - Bloomfield Water Treatment Plant		35,000	0	0	35,000
2308 Bloomfield Water Treatment Facility		97,000	12,000	0	109,000
2309 Chemical Feed System - West Hartford Plant		14,000	0	0	14,000
2312 Water Distribution System Improvements		284,000	35,000	0	319,000
2313 Radio Based Automated Meter Reading		20,000	0	0	20,000
2314 Water Supply Facility and Site Improvements		20,000	1,000	0	21,000
2315 Richard's Corner Gate House		5,000	12,000	0	17,000
2316 Raw Water Bypass Removal		200,000	0	0	200,000
2317 Water Treatment Facility Improvements		170,000	0	0	170,000
2318 Radio Based Automated Meter Reading		1,192,000	0	0	1,192,000
2318 Radio Based Automated Meter Reading		1,283,000	0	0	1,283,000
2319 Pump Station Improvements		30,000	1,214,000	0	1,244,000
2321 Replacement 36 Inch Water Main - Hartford		142,000	0	0	142,000
2322 2006 Paving		100,000	0	0	100,000
2323 2008 Paving		3,500,000	0	0	3,500,000
2324 Water Supply Facility Improvements		335,000	0	0	335,000
2325 Treatment Facility Upgrades		525,000	0	0	525,000
2326 Capital Equipment		1,800,000	0	0	1,800,000
2328 Water Administration		23,000	0	0	23,000
2328 Water Administration		350,000	0	0	350,000
2330 CSO Related Assets 2007		191,000	99,000	0	290,000
2333 Farmington Avenue Water Main Replacement		3,000	0	0	3,000
2334 Transmission Valve Replacements		500,000	0	0	500,000
5097 GPS 1997		10,000	0	0	10,000
5099 GPS 1999		10,000	0	0	10,000
5100 GPS 2000		201,000	0	0	201,000
5102 GPS 2002		50,000	0	0	50,000
5103 GPS 2003		308,000	0	0	308,000
5104 GPS 2004		11,000	0	0	11,000
5105 GPS 2005		400,000	0	0	400,000
5106 GPS 2006		2,132,000	0	0	2,132,000
5107 GPS 2007		583,000	51,000	0	634,000
5108 GPS 2008		472,000	0	0	472,000
5109 GPS 2009		327,000	176,000	0	503,000
5650 Facility Renovations		105,000	0	0	105,000
5651 Facility Renovations		1,268,000	0	0	1,268,000
5652 Vehicle and Equipment Replacement		617,000	0	0	617,000
5676 Connecticut River Cleanup Program Phase II		463,000	673,000	0	1,136,000
5677 Computer System Upgrade		930,000	0	0	930,000
5677 Information Systems Improvements		700,000	0	0	700,000
5680 Water Pollution Control Facility Improvements		10,000	0	0	10,000
5685 Biosolids Material Handling Systems Upgrade		4,000	0	0	4,000
5688 Overflow Alarm and Gate Repair		6,000	1,000	0	7,000
5689 Inflow and Infiltration		1,025,000	509,000	0	1,534,000
5693 Process Control Systems Design		5,000	0	0	5,000
5696 Upper Albany Avenue Area System Improvements - Ph I		10,000	0	0	10,000
5699 Safety & Regulatory Upgrades, Rocky Hill WPCF		225,000	0	0	225,000

Exhibit A - Proposed July 2010 Bond Sale

<u>BA</u>	<u>Project Name</u>	<u>July 2009 Note Sale</u>	<u>November 2009 Note Sale</u>	<u>New GO Bonds</u>	<u>Total July 2010 Bonding</u>
5701	Storm Drainage Improvements, Wethersfield Cover Area	295,000	784,000	0	1,079,000
5702	Incineration Modifications for Regulatory Compliance	150,000	0	0	150,000
5703	HWPCF Electrical System Improvements Ph III	300,000	0	0	300,000
5703	Electrical Systems Improvements - Ph III	1,140,000	0	0	1,140,000
5713	HWPCF Chlorine Toxicity Elimination	100,000	0	0	100,000
5721	Sludge Processing	59,000	0	0	59,000
5724	2006-Waste Treat Fac	1,087,000	0	0	1,087,000
5725	2006-WTF Incinerator	915,000	0	0	915,000
5726	2006 Wastewater PS	10,000	9,000	0	19,000
5728	Strategic Initiatives	441,000	0	0	441,000
5729	2006 Emergency Generator	250,000	0	0	250,000
5730	Capital Equipment Replacement	50,000	0	0	50,000
5733	2007 Waste Trt Fac	584,000	0	0	584,000
5740	2008 WPC Infra Repl	678,000	0	0	678,000
2208	GPW 2008	0	1,071,000	0	1,071,000
2323	2009 Paving	0	1,009,000	0	1,009,000
2324	Water Supply Facility & Site Improv 2008	0	121,000	0	121,000
2335	East Farmington Water Main Installation 2008	0	456,000	0	456,000
2340	Water Treatment Facility Improvements 2009	0	277,000	0	277,000
5200	LTCF Program Management	0	713,000	0	713,000
5200	CSO Abatement (82-2)	0	182,000	0	182,000
5200	Combined Sewer Separation	0	729,000	0	729,000
5200	CSO LTCF Dep Applications	0	915,000	0	915,000
5300	CWF Project 2006	0	25,972,000	0	25,972,000
5706	2004 Tower Brook Construction	0	393,000	0	393,000
5708	2002 Wethersfield Pump Station Replacement	0	685,000	0	685,000
5708	2004 Pump Station Replacment	0	2,685,000	0	2,685,000
5709	Upper Albany Ave CSO 2002	0	2,093,000	0	2,093,000
5709	Upper Albany Ave. 2003	0	284,000	0	284,000
5710	Nutrient Removal 2002	0	18,000	0	18,000
5710	Interim Nitrogen Removal 2004	0	112,000	0	112,000
5716	Fishfry Pump Station Reahab 2005	0	513,000	0	513,000
5718	Combined Sewer Separation 2005	0	9,000	0	9,000
5719	Combined Sewer LT Control Plan 2005	0	437,000	0	437,000
5720	Inflow & Infiltration Master Plan 2005	0	2,195,000	0	2,195,000
5723	Nitrogen Reduction Program	0	175,000	0	175,000
5728	Long Term Strategic Initiatives 2006	0	90,000	0	90,000
5728	2009 RFD/Bar Coding	0	575,000	0	575,000
5735	CMOM 2007	0	1,955,000	0	1,955,000
5735	CMOM Equipment & Staff 2008	0	2,989,000	0	2,989,000
5735	CMOM Equipment & Staff 2009	0	800,000	0	800,000
5741	2008 CMOM Compliance	0	834,000	0	834,000
5741	2009 CMOM Compliance	0	304,000	0	304,000
5800	2006 SSO Engineering Design	0	2,501,000	0	2,501,000
5800	2006 SSO Newington	0	327,000	0	327,000
5800	2006 SSO West Hartford	0	342,000	0	342,000
5800	2006 SSO Rocky Hill	0	569,000	0	569,000
5800	2006 SSO Wethersfield	0	1,759,000	0	1,759,000
5800	2006 SSO Windsor	0	62,000	0	62,000
TBD	Proposed New Bonds (TBD)	0	0	31,425,000.00	31,425,000
Total		33,575,000	60,000,000	31,425,000	125,000,000

On motion made by Citizen Member Mulready and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Richard Mulready and Dale Ryan (6)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioners Adam M. Cloud and William Horan, Citizen Members Martin B. Courneen and Linda King-Corbin (4)

CFO REPORT-Report 6.

John Zinzarella, Chief Financial Officer provided the following report on the January 2010 Financial results:

- Sewer Revenues for the month of January were on budget
- Water Revenues fell short of January budget by approximately \$0.94M
- Water revenue short fall is due to lower actual consumption versus budgeted consumption. 22% shortfall in consumption.

At this point in the year with one month of actual expenses, MDC Finance is watching certain expense items based upon 2009 experience to ensure that 2010 budget integrity will be maintained. Those expenses are:

1. Employee medical expenses
2. Materials from stock
3. Overtime expenses

Through the end of January, MDC finance has identified certain line items in the expense budget which may lead to potential favorable budget performance to offset any over budget performance on the above noted watch expense items.

Mr. Zinzarella presented the following data regarding the budget for Clean Water Project & Capital Improvement Plan construction projects:

**THE METROPOLITAN DISTRICT
CAPITAL IMPROVEMENT PLAN
For The Year To Date December 31, 2009**

		2009 Budget	Actual
<u>Wastewater</u>			
1000/5109	General Purpose Sewer	\$3,507,000	\$727,432
1000/5630	Assessable Sewer	7,904,000	313,890
1000/5735	CMOM	5,000,000	1,188,439
1000/5740	WPC Infra Repl & Improvements	9,343,000	15,565
1000/5741	CMOM Compliance	5,000,000	34,903
1000/5742	Backwater Valve/Priv	395,000	0
	Subtotal	31,149,000	2,280,230
<u>Water</u>			
1000/2209	General Purpose Water	3,515,000	816,667
1000/2318	Radio Freq Auto	5,000,000	506,686
1000/2323	Paving Program	3,000,000	2,372,935
1000/2330	A.M. CSO Related Assets	5,000,000	0
1000/2331	A.M. Non-CSO Related Assets	5,000,000	19,698
1000/2334	Trans. Valve Replacement	5,800,000	35,859
1000/2338	Water Main Replacement	6,095,000	15,912
1000/2339	Water PS Improvements	460,000	0
1000/2340	Water Treat Fac Improvements	2,785,000	80,066
1000/2341	Land Acquisitions	575,000	0
1000/2709	Assessable Water	2,731,000	77,776
	Subtotal	39,961,000	3,925,600
<u>Combined</u>			
1000/5650	Hqtrs Improvements	1,000,000	50,252
1000/5651	Facility & Bldg Improvements	322,000	0
1000/5652	Veh & Equip Replacement	1,956,500	1,094,445
1000/5677	Info Systems Development	1,222,500	1,056,769
1000/5728	Long-Term Strategic Planning	2,725,000	66,327
	Subtotal	7,226,000	2,267,793
	Total	78,336,000	8,473,623
Prior Years Appropriations			
		0	26,595,471
	Grand Total	\$78,336,000	\$35,069,094
<u>Prior Year Appropriation Spending</u>			
	2008		8,461,704
	2007		8,265,746
	2006		4,022,605
	2005		1,034,434
	2004		934,762
	2003		137,040
	2002		1,875,408
	2001		1,042,553
	2000 and prior		821,219
Total Prior Year Appropriations Spending			26,595,471

THE METROPOLITAN DISTRICT
CLEAN WATER PROJECT
For The Year To Date December 31, 2009

	Budget	Actual
2006 CWP Refer PHI	\$546,067,868	
Demo Compost Bldg	1,000,000	\$96,487
UV Disinfection Proj	18,000,000	887,814
Aeration Settle Tank	30,000,000	1,398,490
2007 CW SSO Gen Rep	20,556,250	9,993,651
2007 CWP PMU	4,800,000	3,244,164
2007 CWP Homestead	45,000,000	13,810,976
2007 CWP Tower Ave	9,813,500	615,711
2007 CWP HWPCF PH I	5,830,000	5,310,338
Htfd Drainage Master	3,000,000	0
Granby Str Outfall 1	8,690,000	271,530
Granby St Proj 2 & 5	1,300,000	643,070
Route 44 Storm Drain	8,590,218	560,544
Influent Pump & Grit	5,900,000	0
HWPCF Master Plan	5,000,000	730,295
2007 CWP PMC	5,000,000	776,287
2008 CWP PMC	4,000,000	3,551,375
2008 CWP PMU	5,605,000	3,392,299
Southe Branch CSO Con	510,000	361,780
South CSO Convey Tun	1,394,000	1,089,882
Farmington Ave PD	664,879	627,591
Park River Sep PD	722,380	630,576
Tower Ave Sep PD	212,173	89,577
Upper Albany Sep PD	700,590	666,814
Franklin Ave Area PD	3,920,000	1,948,751
Geotechnical Service	2,141,142	1,158,057
Upp Albany Edgewood	3,000,000	17,664
Tower Ave Area #1 Des	291,000	157,233
2008 Clean Water SSO	15,000,000	116,945
Farm Ave 1A Sew Sep	110,000	71,801
Incinerator #3 Rehab	17,586,000	5,047,469
2009 CWP PMU	5,845,000	4,569,663
Wet Weather Pilot St	1,000,000	0
2009 CWP PMC	5,100,000	2,721,823
Burton St. Sew Sep	6,400,000	0
Airport Rd PS F.M.	4,250,000	1,472
HWPCF SCADA	1,500,000	189,772
Ash Hand & Mercury	1,500,000	41,663
Total	\$800,000,000	\$64,791,563

Excludes Encumbrances

10

Based on a request from Chairman Salemi to provide a reporting vehicle for Clean Water Project and Capital Improvement construction projects, Louise Guarnaccia reviewed the following reports:

COSTS												
Design - Actual												
Construction - Bid												
Other Costs												
Utility Relocation												
Construction Admin.												
Equipment												
Contingency												
Real Estate												
Unallocated												
2006 Referendum												
Water CIP												
Sewer CIP												
FUNDING												
CWF 578 Grant												
CWF 578 Loan												
CWF 520 Grant												
CWF 520 Loan												
CWF 166 Loan												
CWF 619 Loan												
CWF 619 Grant												
CWF 626 Loan												
CWF 626 Grant												
CWF 633 Loan												
CWF 633 Grant												
Other Data												
Design Engineer	In-House	In-House	Malcolm Pirnie	Malcolm Pirnie	In-House & CDM	Woodard & Curran	Tighe & Bond	Tetra Tech	Tetra Tech			
Design Start Date						5/8/2009	8/11/2008	2/3/2010	2/3/2010			
Design Completion Date												
Contractor	In-House	In-House	Metra Industries	National Water	National Water							
Construction Start Date	11/5/2008	6/2/2009	11/15/2008	12/30/2009	12/30/2009							
Construction Completion Date			2/15/2010									
M&E/W&E Design/CA												
M&E/W&E Construction	9.0%	14.7%	8.5%	9.0%	9.0%	16.1%	8.6%	10.5%	10.5%			

CIP Monthly Status Report - March 2010

Active CONSTRUCTION Projects

Project Name	Lawrence Street, Hartford	Mountain Road, West Hartford	Capea Street, Windsor	Brookfield Street, Hartford	South Road Water Main, Farmington	South Road Pump Station, Farmington	Wood Pond/Tuxis Road, West Hartford
Water/Sewer	W/S	S	W	W	W	W	S
Total Budget ESTIMATE	\$752,000	\$650,000	\$1,000,000	\$4,700,000	\$9,500,000	\$1,500,000	\$2,289,478
Contract Amount	\$376,803	\$291,642	\$447,872	\$2,588,500	\$1,282,001	\$629,489	\$1,356,110
Erection Date	1/21/09	11/15/09	7/8/09	11/1/09	6/2/09	11/30/09	12/15/09
Schedule Start/Stop Date	4/15/09	4/1/10	6/1/09	4/30/10	5/31/09	4/30/10	4/1/10
Actual Work Start Date	5/14/09	TBD	6/30/09	TBD	6/30/09	TBD	TBD
Est. Completion Date	4/28/10	11/15/10	8/31/11	12/31/10	TBD	12/31/10	12/10/10
Payments to Date	\$126,589		\$386,070	\$35,241	\$833,326		
% of Contract	34%		75%	1%	65%		

Park Road, West Hartford	Oak Street, East Hartford	Burnside Avenue, East Hartford	Brenway Drive, West Hartford
W	W	W	W
\$800,600	\$4,850,000	\$376,000	\$861,000
\$525,225	\$2,176,152	\$242,460	TBD
3/27/09	1/15/10	4/1/10	TBD
4/9/10	5/31/10	4/5/10	6/2/10
TBD	TBD	TBD	TBD
TBD	1/10/11	6/29/10	6/30/10

OTHER BUSINESS

Mr. Sheehan provided a potential calendar of topics and issues that will be discussed or require action by the Board of Finance in the upcoming months. He said that the calendar would be updated shortly and distributed to Board members.

ADJOURNMENT

The meeting was adjourned at 6:17 p.m.

ATTEST:

A handwritten signature in blue ink, appearing to read "Kristine C. Shaw", is written over the printed name.

Kristine C. Shaw
District Clerk

April 19, 2010

Date of Approval

**Meeting
of
BOARD OF FINANCE
The Metropolitan District**
555 Main Street, Hartford
Monday, April 19, 2010

PRESENT: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Dale Ryan, and District Chairman William A. DiBella (7)

ABSENT: Commissioner William P. Horan and Citizen Members Linda King-Corbin and Richard Mulready (3)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
John M. Zinzarella, Chief Financial Officer
R. Bartley Halloran, District Counsel
Christopher R. Stone, Assistant District Counsel
Brendan M. Fox Jr., Assistant District Counsel
Kristine C. Shaw, District Clerk
Louise Guarnaccia, Project Controls Manager
Carol Fitzgerald, Manager of Financial Control
Stan Pokora, Manager of Treasury
Linda R. Foster, Executive Assistant
Frank D'Ercole, Attorney, Robinson & Cole
David Panico, Attorney, Robinson & Cole
William Fazioli, First Southwest
Janette Marcoux, First Southwest
Richard Goldstein, Attorney, Pepe & Hazard LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 5:06 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Commissioner Hoffman and duly seconded, the meeting minutes of March 15, 2010 were approved.

AMENDMENT TO STATE OF CONNECTICUT FINANCING-RE: INTERIM FUNDING OBLIGATION AND PROJECT LOAN OBLIGATION-Report 4.

CLEAN WATER FUND 166-CSL

To: Board of Finance for consideration on April 19, 2010

Staff seeks approval from your Board to execute and deliver an amended Interim Funding Obligation and Project Loan Obligation to the State of Connecticut for CWF-166CSL.

The amended low interest loan will increase funding from \$20,000,000 to \$27,500,000 for additional expenses associated with Sanitary Sewer Rehabilitation Projects.

Bond Counsel prepared the following resolution for your approval.

It is therefore RECOMMENDED that it be

VOTED: That the Board of Finance recommends to the District Board passage of the following resolution from Bond Counsel:

RESOLUTION WITH RESPECT TO THE ISSUANCE OF INTERIM FUNDING OBLIGATIONS AND PROJECT LOAN OBLIGATIONS PURSUANT TO PROJECT LOAN AND PROJECT GRANT AGREEMENT NO. 166-CSL AS AMENDED BETWEEN THE STATE OF CONNECTICUT AND THE METROPOLITAN DISTRICT UNDER THE CLEAN WATER FUND PROGRAM

WHEREAS, the Board of Finance at a duly called and held meeting on June 23, 2008 and the District Board at a duly called and held meeting on August 4, 2008 each adopted a resolution entitled: "Resolution With Respect To The Issuance Of Interim Funding Obligations And Project Loan Obligations Pursuant To Project Loan And Project Grant Agreement No. 166-CSL Between The State Of Connecticut And The Metropolitan District Under The Clean Water Fund Program" whereby the Metropolitan District Commission was authorized to execute and deliver Interim Funding Obligations and Project Loan Obligations in the aggregate amount not exceeding \$20,000,000 to fund the project costs pursuant to the Project Loan and Project Grant Agreement; and

WHEREAS, the aggregate amount of the Interim Funding Obligations and Project Loan Obligations to be issued pursuant to the Agreement, as defined below, will increase from \$20,000,000 to \$27,500,000.

RESOLVED:

Section 1. The Chairman and the District Treasurer are authorized to execute and deliver any and all Interim Funding Obligations and Project Loan Obligations in the aggregate amount not exceeding \$27,500,000.00. Such Interim Funding Obligations shall be dated as of their date of issue, shall mature within six months of the Scheduled Completion Date, shall bear interest at the rate of two percent (2%) per annum, shall be payable as to principal and interest as provided in the Project Loan and Project Grant Agreement entered into with the State of Connecticut as the same may be amended from time to time (as amended, the "Agreement") and, to the extent not paid prior to maturity from The Metropolitan District funds, may be renewed by the issuance of Interim Funding Obligations or Project Loan Obligations, all as provided in the Agreement. Capitalized terms used herein and not defined shall have the meanings ascribed to them in the Agreement.

Section 2. The Project Loan Obligations shall be dated as of their date of issue, shall mature no later than twenty years from the Scheduled Completion Date, shall bear interest at the rate of two percent (2%) per annum and shall be payable as to principal and interest as provided in the Agreement.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan, Citizen Members Linda King-Corbin and Richard Mulready (3)

CLEAN WATER FUND 619D

To: Board of Finance for consideration on April 19, 2010

Staff seeks approval from your Board to execute and deliver an amended Interim Funding Obligation and Project Loan Obligation to the State of Connecticut for CWF-619D.

The amended low interest loan will increase funding from \$9,600,000 to \$12,600,000 for additional expenses associated with the Combined Sewer Overflow Abatement Projects.

Bond Counsel prepared the following resolution for your approval.

It is therefore RECOMMENDED that it be

VOTED: That the Board of Finance recommends to the District Board passage of the following resolution from Bond Counsel:

RESOLUTION WITH RESPECT TO THE ISSUANCE OF INTERIM FUNDING OBLIGATIONS AND PROJECT LOAN OBLIGATIONS PURSUANT TO PROJECT LOAN AND PROJECT GRANT AGREEMENT NO. 619-D AS AMENDED BETWEEN THE STATE OF CONNECTICUT AND THE METROPOLITAN DISTRICT UNDER THE CLEAN WATER FUND PROGRAM

WHEREAS, the Board of Finance at a duly called and held meeting on June 23, 2008 and the District Board at a duly called and held meeting on August 4, 2008 each adopted a resolution entitled: "Resolution With Respect To The Issuance Of Interim Funding Obligations And Project Loan Obligations Pursuant To Project Loan And Project Grant Agreement No. 619-D Between The State Of Connecticut And The Metropolitan District Under The Clean Water Fund Program" whereby the Metropolitan District Commission was authorized to execute and deliver Interim Funding Obligations and Project Loan Obligations in the aggregate amount not exceeding \$9,600,000 to fund the project costs pursuant to the Project Loan and Project Grant Agreement; and

WHEREAS, the aggregate amount of the Interim Funding Obligations and Project Loan Obligations to be issued pursuant to the Agreement, as defined below, will increase from \$9,600,000 to \$12,600,000.

RESOLVED:

Section 1. The Chairman and the District Treasurer are authorized to execute and deliver any and all Interim Funding Obligations and Project Loan Obligations in the aggregate amount not exceeding \$12,600,000.00. Such Interim Funding Obligations shall be dated as of their date of issue, shall mature within six months of the Scheduled Completion Date, shall bear interest at the rate of two percent (2%) per annum, shall be payable as to principal and interest as provided in the Project Loan and Project Grant Agreement entered into with the State of Connecticut as the same may be amended from time to time (as amended, the "Agreement") and, to the extent not paid prior to maturity from The Metropolitan District funds, may be renewed by the issuance of Interim Funding Obligations or Project Loan Obligations, all as provided in the Agreement. Capitalized terms used herein and not defined shall have the meanings ascribed to them in the Agreement.

Section 2. The Project Loan Obligations shall be dated as of their date of issue, shall mature no later than twenty years from the Scheduled Completion Date, shall bear interest at the rate of two percent (2%) per annum and shall be payable as to principal and interest as provided in the Agreement.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan, Citizen Members Linda King-Corbin and Richard Mulready (3)

AMENDMENT TO INCREASE AUTHORITY-RE: 2010 GENERAL OBLIGATION BOND SALE-Report 5.

To: Board of Finance for consideration on April 19, 2010

Due to increased cash flow needs for the District's CIP projects and the competitive interest rate environment for municipal bonds, staff is seeking your Board's approval to increase the District's authority to sell General Obligation Bonds from \$125.0 million to \$150.0 million.

The District plans to sell the General Obligation Bonds on June 24, 2010 to permanently finance notes from the July and November 2009 sales, and provide new funding in the amount of \$56,425,000 for various capital improvement projects, see following table for more detail.

	Jul-10 <u>BAN Maturity</u>	Estimated GO Bond <u>Proceeds</u>	Total Jun-10 <u>Bond Sale</u>
June 2010 Bond Sale	\$93,575,000	\$56,425,000	\$150,000,000

The proceeds of the bond sale will finance CIP project expenses and reimburse the water and general operating funds.

It is therefore RECOMMENDED that it be:

VOTED: That the Board of Finance recommends to the District Board adoption of the following resolution

**RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF
NOT EXCEEDING \$150,000,000 GENERAL OBLIGATION BONDS
OF THE METROPOLITAN DISTRICT, ISSUE OF 2010**

Not exceeding \$150,000,000 Metropolitan District General Obligation Bonds, Issue of 2010 (the "Bonds") are hereby authorized to be issued to fund such portion of the authorized and unissued balances of the capital appropriations contained in certain resolutions for capital items enacted by the District Board in the years and in the amounts set forth on Exhibit A hereto attached. Proceeds of the Bonds shall be used to permanently finance \$93,575,000 bond anticipation notes of the District maturing on July 15, 2010 and to finance expenditures for any of the capital projects set forth on Exhibit A and for any other capital projects the Board of Finance and the District Board may from the date hereof authorize to be financed by the issuance of bonds. The Bonds shall be dated, mature annually on such dates and in such principal amounts and bear interest payable on such dates and at the rate or rates per annum as shall be determined by the Chairman and District Treasurer on behalf of the District in the best interest of the District, provided the final maturity shall occur **no later than 2040** and the interest thereon shall be excludable from gross income of the owners thereof for federal income tax purposes, unless the Bonds are issued as build America bonds under the American Recovery and Reinvestment Act of 2009 and qualify for an interest subsidy. The Bonds shall be general obligations of the District and the full faith and credit of the District are pledged to the payment of the principal thereof and the interest thereon. The Bonds shall be issued in fully registered form, in denominations of \$5,000 or multiples thereof. The Bonds shall be payable at and certified by U.S. Bank National Association, which bank shall also serve as registrar and transfer agent for the Bonds. The Bonds shall be subject to redemption prior

to maturity, at the election of the District, as the District Chairman and District Treasurer shall determine on behalf of the District in the best interest of the District. The Bonds shall be sold forthwith by the District Treasurer in a competitive offering and shall be awarded to the bidder or bidders offering to purchase the Bonds at the lowest true interest cost to the District, and in no case for a sum less than par and accrued interest to the date of delivery. The District Treasurer is hereby delegated the authority to determine the rate or rates of interest on the Bonds, and to deliver the Bonds to the purchaser thereof in accordance with this resolution. The Chairman and the District Treasurer are authorized to execute and deliver a Tax Regulatory Agreement for the Bonds on behalf of the District in such form 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 are authorized to execute and deliver any and all agreements and documents necessary to effect the issuance and sale of the Bonds in accordance with the terms of this resolution.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

Prior to the vote, Commissioner Cloud said he would like to hear some thoughts from First Southwest about the current market status.

William Fazioli of First Southwest distributed copies of the "Market Update and Refunding Analysis".

(A copy of this analysis is filed in the Office of the District Clerk.)

Mr. Fazioli said that the bond market for 2010, as it exists, is still very favorable. He said, in a nutshell, the 2009 municipal bond volume was the second largest in history and considering the state of what the bond market was like entering 2009, it was a very strong year. He said this continues in 2010 and the Build America bonds have been a very big impression in the market, in terms of being receptive and have lowered rates.

Commissioner Cloud made the following remarks:

"Through you, Mr. Chairman, to John. John, for the benefit of the Finance Board, some of the work that we're pursuing on the Diversity Committee is to help ensure that there's a level playing field across all opportunities of procurement in the District. One of the areas that we've identified is in the bond finance world where we've not historically had any participation from minority firms and when we do competitive sales historically there is a practice of less participation in competitive sales than in negotiated sales from minority and women-owned firms. I'd like to strongly urge that we consider the opportunity to consider negotiated sales provided we can get the same kind of tick in a negotiated sale. I'd be glad to talk with Bill further about that but the opportunity, expand the opportunity for minority and women-owned firms to participate

in our bond sales because that's the one area where we've not had a lot of participation and yet there's some very qualified firms that do work for all the quasi-publics as a senior manager including the Office of the State Treasurer so I'd like us to be considerate of that and I will begin to discuss that further with the Diversity Committee in conference with the Chair of Finance about opportunities that may present themselves in the future in negotiated sales."

Citizen Member Cibes made the following remarks:

"I generally am supportive of the notion that we ought to involve minority and women-owned bond firms and I've seen some experience at CHEFA where we do that with negotiated sales. We have approved bond firms that participate in syndicates. CSU has done competitive sales and I frankly am not aware of how that's turned out in terms of involving minority and women-owned firms but I think it would be helpful if your CFO would talk to the CFO at CSU System and see what results were with those competitive sales. You know, if it's possible to structure a syndicate that could bid in a competitive manner I think that would be the best of all possible worlds."

Chairman Salemi commented:

"Well, my understanding too, John, was that this was going to...the competitive sale option that's in front of us right now was something that could happen quicker than a negotiated sale and that we were trying to get this to the market before halfway through the year and before, you know, interest rates started...headed up or something. That was one of the reasons that I thought we were looking at a competitive sale versus negotiated.

John Zinzarella answered:

"Yes, one of the things that we looked at as well more or less in line for the refunding but you are absolutely right. In order to get it, we've talked with the Bond Counsel and one of the things that we were going to put together would be to put an RFQ out for underwriter services for a period of time so that we could get several quotes in so that when an opportunity arises to do a negotiated sale we would already have a pool of qualified underwriters so that we could then, if we had three or four of them, then we could submit out there amongst them to get a quote for it but the timeframe that we're operating under for an appropriate RFQP process would probably be a minimum of four to six weeks with turnaround with a contract so from a standpoint we're not there yet on the agenda but on the refunding and due to the timing with the issuance and taking out the existing bans this current situation may not be applicable to it but if we plan appropriately looking forward and have an on-call for lack of a better term...on-call RFQP for underwriters and have three or four that are qualified we'll be in a better position to do that and you could start accomplishing some of these. Mr. Chairman, you're actually correct...absolutely correct as to the timing on this one."

Attorney Frank D'Ercole commented:

"I might add to John Zinzarella's comments that the process he's described is similar to what the State of Connecticut does. This District is getting to

such a point with its debt issuance because of the nature and size of the Clean Water Program that we can't spend the time and effort on six or seven weeks finding a team of underwriters every time we have to do something and turn around and it's just not productive and so we've suggested and I think that it will be followed that you will go through a very rigorous process for choosing a number of investment banks as underwriters for the future of the program and you will be able to...you will be able to do that say every three years if you like but that will give you as John has said a pool of bankers from whom you can choose whenever because sometimes we have to move very quickly and one of the problems... We have two issues before you tonight. One is the new money issue. The other is the refunding issue. So far we've been talking about the new money issue but when we get to the refunding issue the same comments made by Mr. Cloud could be reiterated and certainly with the refunding issue it's more common to do a negotiated underwriting but we don't think we're going to do it this time because of the time that it would take to choose underwriters so I think that this new process will behoove us well and to the extent that minority underwriters are included in the pool that will be something for all of you to take into consideration with respect to their abilities and so forth."

Commissioner Cloud commented:

"If not now, then when, because quite frankly the timing issue to me doesn't carry a lot of weight because we can put together an RFP process and get an underwriting team in here for this 150 million dollar new money issue within four weeks. It so could be easily done and if that means we delay the sale at no risk to this District because to tell me to wait...us to wait another six months or when we do another 100 million dollars means that there's another opportunity that goes by where minority firms aren't participating and we all know this history of lack of participation. You know I don't like to beat a dead horse on this one but to hear the point around timing... Timing is not as important as creating a process in which we have all on this board of administration have focused on trying to create a level playing field and if that takes a little more time, provided we don't put at risk interest rate costs, I think it's well worth the effort to begin to create that process to create a pool. That pool structure that works well at OTT is a great process. It could be a three year piece. There are firms that have been here, interviewed, talked with our CFO in the past. Getting that information and getting a selection process together I don't think is going to take more than four weeks so I just stand very firm on that issue about if not now then when are we going to engage this process."

After further discussion, Mr. Sheehan commented:

"I think concurrently we've had Bond Counsel speak to us about the concurrent need to plan for the future and the need for on-call underwriters at the MDC and in the interest of what Commissioner Cloud is saying, we should proceed almost immediately to start to develop such an RFQ, RFP process. So that the demands of the program, and we all know the cash flow demands of this program are going way up, particularly with some of the waste water projects that are going to be bid in the next 18 months. So there will be near-term opportunities to use those on-call contracts and, although I'm not so certain we could issue at the MDC in compliance with all of our ordinances an RFQ and an RFP so quickly, I know we can move expeditiously to get those on-call contracts in place. So in the event the board sees fit to approach this, this

evening, we will move forward with the development of that process and report back to this committee with regard to a time frame within which we could have the on-call underwriters in place. And I've been through this in a public agency elsewhere and it took us longer than 30 days. Those short suspensions circulated to the field like that, where response times are so miniscule they'll send a signal to the market that...like the decisions are already made. And it doesn't add to the process, particularly if you're looking for diversity. So thoughtful way, to be responsive to Commissioner Cloud, because he speaks thoughtfully to the goals of inclusion and all of these important parts of the project, perhaps that would be a way to address both his concerns and the more immediate cash flow needs of the district with this competitive issuance. And I just put that on the table as a thought where perhaps we're addressing both issues."

Chairman Salemi commented:

"That is what I asked earlier too. And without objection I'd like to ask the staff through the CEO and the CFO to move forward with that immediately. I don't know if we need to even have a vote on it but unless there's an objection, we'll just move forward with it immediately."

There was no objection to the request.

Commissioner Cloud asked to make a final comment:

"This is not the first time that I've broached this subject with this Board of Finance. This is not the first time I've talked about opportunities to increase and/or to consider negotiated sales. If we go back on the record, I talked about this 2 years ago. I reiterate the point and so the argument about timing really slaps in the face of the fact that there was no consideration of these matters when the decision was made to go forth to look at new money and to look at refunding opportunities, in my humble opinion. I want to be very clear about how staunchly I feel about this matter and how I take Chuck's recommendation as a good one and we can move forward but I am very much disappointed that again we've got \$150 million of bond issuance that's happening and the likelihood of participation from M/WBE is going to be non-existent.

John Zinzarella, Chief Financial Officer, explained that there was a revision to the original resolution that was distributed which increased the final maturity shall occur no later than date from 2030 to no later than 2040.

On motion made by Commissioner Cloud and duly seconded, the original resolution was amended by unanimous vote of those present.

Subsequently, the amended resolution was presented and on motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan, Citizen Members Linda King-Corbin and Richard Mulready (3)

Following the foregoing resolution and as recommended by Frank D'Ercole, Bond Counsel, Citizen Member Cibes made a motion to add the Resolution Concerning the Maturity of Bonds of The Metropolitan District Commission to the agenda for consideration. His motion was duly seconded and the resolution was added to the agenda by unanimous vote.

**RESOLUTION CONCERNING THE MATURITY OF BONDS OF
THE METROPOLITAN DISTRICT**

To: The Board of Finance for consideration on April 19, 2010

Staff seeks approval from your Board to update prior bond resolutions previously authorized by the Board of Finance and District Board with an omnibus resolution to allow for the issuance of MDC bonds with a term of up-to forty years.

The District previously issued bonds with a term of twenty years. Issuance of forty year debt will allow the District to issue debt in affordable amounts for the District member municipalities and rate payers.

Bond Counsel prepared the following resolution for your approval.

It is therefore RECOMMENDED that it be

VOTED: That the Board of Finance recommends to the District Board passage of the following resolution from Bond Counsel:

WHEREAS, the Metropolitan District, Hartford, County, Connecticut (the "District") has prior to the effective date of this resolution approved bond resolutions to finance capital projects containing certain provisions pertaining to the maturity of bonds of the District (the "Prior Bond Resolutions"); and

WHEREAS, the Prior Bond Resolutions set forth on Exhibit A hereto contain provisions requiring bonds authorized therein to mature not later than the twentieth year after their date; and

WHEREAS, Section 4-1 of the Charter of the District, as amended, authorizes the District to issue bonds maturing at such time or times not later than forty years from the date of original issuance; and

WHEREAS, the District may determine, based on the advice of its financial advisors and other consultants, to issue any principal amount of its authorized unissued bonds maturing at such time or times not later than forty years; and

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE METROPOLITAN DISTRICT, HARTFORD COUNTY, CONNECTICUT:

Section 1. The Prior Bond Resolutions as set forth on Exhibit A hereto shall be amended to delete the requirement that bonds of the District authorized therein mature not later than the twentieth year after their date and the following provisions shall be substituted therefore:

“Bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, “Connecticut laws”), and the District’s Charter.”

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

EXHIBIT A

Resolutions adopted December 11, 2006, as amended (Capital Improvement Budget Program 2007)

Resolutions adopted December 5, 2005, as amended (Capital Improvement Budget Program 2006)

Resolutions adopted December 6, 2004, as amended (Capital Improvement Budget Program 2005)

Resolutions adopted December 10, 2003, as amended (Capital Improvement Budget Program 2004)

Resolutions adopted December 2, 2002, as amended (Capital Improvement Budget Program 2003)

Resolutions adopted December 17, 2001, as amended (Capital Improvement Budget Program 2002)

Resolutions adopted December 4, 2000, as amended (Capital Improvement Budget Program 2001)

Resolutions adopted December 6, 1999, as amended (Capital Improvement Budget Program 2000)

Resolutions adopted December 7, 1998, as amended (Capital Improvement Budget Program 1999)

Resolutions adopted December 1, 1997, as amended (Capital Improvement Budget Program 1998)

Resolutions adopted December 2, 1996, as amended (Capital Improvement Budget Program 1997)

On motion made by District Chairman DiBella and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan, Citizen Members Linda King-Corbin and Richard Mulready (3)

REFINANCE OF GENERAL OBLIGATION BONDS-RE: 2002-2004 BOND ISSUANCES-Report 6.

To: Board of Finance for consideration on April 19, 2010

Staff is seeking your Board's approval to refinance up to \$50.0 million in general obligations bonds. First Southwest has completed a financial analysis of the District's outstanding debt and recommended that the District refund various General Obligation Bond Issues between the years 2002-2004. Based on current market

conditions, First Southwest is projecting positive net present value savings for the refunding.

This resolution will expire on December 31, 2010.

Bond Counsel has prepared the following resolution for approval 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 WITH RESPECT TO THE AUTHORIZATION,
ISSUANCE AND SALE OF NOT EXCEEDING \$50,000,000
GENERAL OBLIGATION REFUNDING BONDS OF THE
METROPOLITAN DISTRICT

RESOLVED:

Section 1. Not exceeding \$50,000,000 General Obligation Refunding Bonds (the "Refunding Bonds") of the Metropolitan District (the "District") maybe issued in one or more series and in such principal amounts as the Chairman and District Treasurer shall determine to be in the best interests of the District for the purpose of achieving net present value savings and/or to moderate debt service payments. The Refunding Bonds are hereby authorized to refund all or any portion of any one or more series of the District's outstanding General Obligation Bonds (the "Refunded Bonds"). The Refunding Bonds shall be issued and sold either in a negotiated underwriting or a competitive offering, at such time or times as the Chairman and the District Treasurer shall determine to be most opportune for the District. Each series of Refunding Bonds shall mature in such amounts and on such date or dates as shall be determined by the Chairman and District Treasurer provided that no Refunding Bonds shall mature later than the final maturity date of the last maturity of any Refunded Bonds being refunded by such series. The Refunding Bonds shall bear interest payable at such rate or rates as shall be determined by the Chairman and District Treasurer. The Refunding Bonds shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the District Treasurer, bear the District seal or a facsimile thereof, and be approved as to their legality by Robinson & Cole LLP, and Levy & Droney PC, Bond Counsel. The Refunding Bonds shall be general obligations of the District and each of the Refunding 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 District are pledged to the payment of the principal thereof and the interest thereon. The aggregate denominations, form, details, and other particulars thereof, including the terms of any rights of redemption and redemption prices, the designation of the certifying, paying, registrar and transfer agent, shall be subject to the approval of the Chairman and District Treasurer. The net proceeds of the sale of the Refunding Bonds, after payment of underwriter's discount and other costs of issuance, shall be deposited in an irrevocable escrow account in an amount sufficient to pay the principal of, interest and

redemption premium, if any, due on the Refunded Bonds to maturity or earlier redemption pursuant to the plan of refunding. The Chairman and District Treasurer are authorized to appoint an escrow agent and other professionals and to execute and deliver any and all escrow, investment and related agreements necessary to provide for such payments on the Refunded Bonds and to provide for the transactions contemplated hereby. The Chairman and District Treasurer, are authorized to prepare and distribute preliminary and final Official Statements of the District for use in connection with the offering and sale of the Refunding Bonds, and they are hereby authorized to execute and deliver on behalf of the District a Bond Purchase Agreement, a Continuing Disclosure Agreement, a Tax Regulatory Agreement and such other documents necessary or desirable for the issuance of the Refunding Bonds and the payment of Refunded Bonds.

Section 2. This resolution shall be effective until December 31, 2010.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan, Citizen Members Linda King-Corbin and Richard Mulready (3)

CFO REPORT-Report 7.

John Zinzarella provided the following report:

“I wanted to give an update, today being April 19; the finance group traditionally closes the month approximately on the 15th of the month so I’m going to cite draft sales results. The water sales for the month of March, bringing year to date water revenues, are actual of \$11.8 million versus a budget year to date of \$13.7 million for an underperformance of \$1.8 million. The driver for that is the year to date consumption and CCFs of 4.4 million CCFs versus a budget of 5 million CCFs. That is roughly 12.5% below what was budgeted. In comparison, for the first 3 months the consumption in 2009, 4.5 million CCFs were consumed. We are about 1.5% below the quarterly

consumption of '09 this far in 2010. At the last Finance meeting, it was asked how is this distributed. It's distributed pretty evenly as well. One of the things that we're still in the process of investigating, as part of the March close, was about the consistency of the cycles. If there was any delays or offsets due to the calendar and the billing of cycles, as well as another item that came into attention was, as a result of the RF program, East Hartford was completed in December and East Hartford is basically a portion of the first 9 billing cycles, which are in the January billing. So there were a bunch of adjustments, whereas, if you had your customers who were at the end of getting RFs installed, they're the ones where we had trouble getting into. There's a high correlation of those folks with the people who are on high estimated bills that never put in readings. There are some adjustments downward. I have figures but I need to investigate them. The adjustments between gross and net sales for the year to date in 2010 were at 8 percent so we feel that a portion of the dip in the water revenues is associated with some of the adjustments that were made to high estimated bills in the member count such as East Hartford and now into West Hartford as we progress with the implementation of the RFs. As we go through the March closing process, we'll have better information on that and we can come back and brief the Board of Finance. At the May meeting, we will have the March Management Report issued in its entirety prior to the meeting but at this point in time I wanted to give an update as to where we are right now. On the sewer side, the revenues through the first three months of 2010 are consistent with the March 2010 first quarter budget and we anticipate still falling within our budgetary appropriations and in water we're continuing to monitor our medical expenses as well as potential...some other expenses both on the favorable as well as the unfavorable side. Previously, we identified that we were monitoring employee medical expenses and over time as potential overruns however we're also tracking favorable other employee benefits as well as nitrogen credits to potentially offset on the water and sewer side.

Carol Fitzgerald, Manager of Financial Control, provided the following report:

"The preliminary audit stage was completed the week of March 22. The preliminary stage includes walk-through of internal controls and processes, expenditure and payroll testing and compensated absences reviews have all been completed. The preliminary financial statements were presented to the auditors and fraud interviews were conducted with various members of staff. BlumShapiro, their audit team is in full force right now. They're taking residents in our conference room so field work has started and will continue for at least a couple more weeks. The final financial statements for 2009 were completed and presented to the auditors on August 8. Tomorrow we'll start the federal and state single audit work. Additional requested accounting information is being provided to the auditors on a daily basis. The auditors and the general accounting staff continue to work together to try to make the information more consistent in reporting between water and sewer so you'll see some minor changes when you see the final product. At this time, the auditors have told us we're ahead of schedule for last year. They have not brought any specific issues to our attention in terms of problems that we need to resolve but, we still have plenty of time for discussion. The auditors are scheduled to present a draft on May 31 and Reed Risteen, who is the partner on the engagement, is willing to meet with the Board of Finance. Staff is considering a two hour workshop, possibly a breakfast meeting, which

would give everybody an opportunity to ask questions. We can firm up the date but we're thinking the week of June 7.”

Mr. Zinzarella presented the following agenda schedule:

The Metropolitan District
Board of Finance
Agenda Schedule - Working Draft

Meeting Dates	Tuesday 19-Jan-10	Tuesday 16-Feb-10	Monday 15-Mar-10	Monday 19-Apr-10	Monday 17-May-10	Week of June 7 or 14	Monday 21-Jun-10	Monday 19-Jul-10
Agenda Items								
1	CFO Report/Update	Fiscal Year 2009 Audit - Required Auditor Communications - (Reed Risteen, Audit Partner)	CFO Report/Update	CFO Report/Update	CFO Report/Update	Proposed CAFR Workshop	Fiscal 2009 Audit - Closing Report from Blum Shapiro (Reed Risteen, Audit Partner)	Historically Cancelled
2	Resolution - Close Out of Water, Sewer & Combined Capital Project Programs	CFO Report/Update	Discussion of Jan 2010 Financial Reporting Packages	Discussion of February 2010 Reporting Package	Discussion of March 2010 Reporting Package		CFO Report/Update	
3	Briefing on Customer Assistance Program Update	Fiscal 2009 Budget Transfers (if needed)	Resolution - July 2010 Financing Alternatives	Fiscal 2009 Audit Progress Update	Fiscal 2009 Audit Progress Update		Discussion of April 2010 Reporting Package	
4	Fiscal 2009 Budget Transfers (if needed)	Discussion of December 2009 Financial Reporting Packages	Fiscal 2009 Budget Transfers (if needed)	Resolution - July 2010 Financing Alternatives	Discussion/Prese ntation - Customer Accounts Receivable		Discussion/Prese ntation - Detailed Mid-Year Budget Review	
5		State of CT - CWF or DWF IFO/PLO resolutions - if any	State of CT - CWF or DWF IFO/PLO resolutions - if any	State of CT - CWF or DWF IFO/PLO resolutions - if any	2011 Fiscal Budget - Discussion of timeline and key budget issues		State of CT - CWF or DWF IFO/PLO resolutions - if any	
6				1st Qtr 2010 Budget Transfers - if any	State of CT - CWF or DWF IFO/PLO resolutions - if any		2nd Qtr 2010 Budget Transfers - if any	
7					1st Qtr 2010 Budget Transfers - if any			

Legend

- Topic relates to Financial Audit and CAFR preparation
- Topic relates to Financial Administration of Fiscal 2010 Adopted Budget
- Topic relates to Fiscal 2011 Budget preparation
- Topic relates to MDC issuance of permanent G.O. Debt
- Topic relates to MDC CWF or DWF temporary/permanent loans and/or grants
- Topics requested for presentation to the Board of Finance
- Briefing with regard to current Financial performance versus Budget

The Met
Board o
Agenda

Meeting Dates	Week of Aug 15 or 23	Monday 23-Aug-10	Monday 20-Sep-10	Week of Oct 4 or 11	Monday 18-Oct-10	Monday 17-Nov-10	Monday 20-Dec-10
Agenda Items							
1	2011 Budget Workshop #1	Historically Cancelled	CFO Report/Update	2011 Budget Workshop #2	CFO Report/Update	CFO Report/Update	CFO Report/Update
2			Discussion of May, Jun, & Jul 2010 Reporting Package		Discussion of Aug. 2010 Reporting Package	Discussion of Sept. 2010 Reporting Package	Discussion of Oct. 2010 Reporting Package
3			Fiscal 2011 Budget - Process Update		Fiscal 2011 Budget - Process Update	Fiscal 2011 Budget Resolution	Appointment of Auditor Resolution
4			2nd Qtr 2010 Budget Transfers - if any		3rd Qtr 2010 Budget Transfers - if any	State of CT - CWF or DWF IFO/PLO resolutions - if any	State of CT - CWF or DWF IFO/PLO resolutions - if any
5			State of CT - CWF or DWF IFO/PLO resolutions - if any		State of CT - CWF or DWF IFO/PLO resolutions - if any		
6							
7							

Mr. Zinzarella said that at the June 21st Board of Finance meeting, Reed Risteen will come to discuss the federal and state single audits, the management letter and the appropriate auditing standard communications that are required. He said we thought it might be prudent to have the workshop with the members of the Board of Finance so that you can have the benefit of direct contact with Reed Risteen, as well as finance staff, to walk through some of the explanations of why things have changed up and down and what some of the disclosures are.

Chairman Salemi asked the members to consider having this workshop in the morning for about two hours.

Mr. Zinzarella said he would come back with some potential dates for consideration for the May Board of Finance meeting.

ADJOURNMENT

The meeting was adjourned at 6:45 p.m.

ATTEST:


Kristine C. Shaw
District Clerk

May 17, 2010

Date of Approval

**Meeting
of
BOARD OF FINANCE
The Metropolitan District**
555 Main Street, Hartford
Monday, May 17, 2010

PRESENT: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin and Dale Ryan (7)

ABSENT: Commissioner William P. Horan and Citizen Member Richard Mulready (2)

ALSO

PRESENT: Commissioner Daniel Lilly
Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
Christopher R. Stone, Assistant District Counsel
Brendan M. Fox Jr., Assistant District Counsel
Kristine C. Shaw, District Clerk
Robert Constable, Manager of Budgeting & Analysis
Carol Fitzgerald, Manager of Financial Control
Stan Pokora, Manager of Treasury
Cynthia A. Nadolny, Executive Assistant
Joe Vitale, Attorney
William Fazioli, First Southwest
Richard Goldstein, Attorney, Pepe & Hazard LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 5:05 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Citizen Member Courneen and duly seconded, the meeting minutes of April 19, 2010 were approved.

AMENDMENT TO 2010 CAPITAL IMPROVEMENT PROGRAM RESOLUTION-RE: HEADQUARTERS RENOVATION PROGRAM-Report 4.

To: The Board of Finance for consideration on May 17, 2010

Management, after consultation with Bond Counsel, proposes a revision to the 2010 Building Headquarters Renovations bonding Resolution. The purpose of the change is to allow for the charging of District labor and overhead to this CIP project in order to complete the speedy renovation of the Headquarters building. Bond Counsel has prepared the following resolution for your approval:

Therefore, it is recommended that it be:

VOTED: That the Board of Finance recommends to the District Board the following resolution:

RESOLUTION AMENDING A RESOLUTUION APPROPRIATING \$1,300,000 FOR THE PLANNING, DESIGN, ACQUISITION AND CONSTRUCTION OF RENOVATIONS AT THE DISTRICT'S HEADQUARTERS AND AUTHORIZING THE ISSUANCE OF \$1,300,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. Section 1 of the resolution entitled "Resolution Appropriating \$1,300,000 For The Planning, Design, Acquisition And Construction Of Renovations At the District's Headquarters And Authorizing The Issuance Of \$1,300,000 Bonds Of The District To Meet Said Appropriation And Pending The Issuance Thereof The Making Of Temporary Borrowings For Such Purpose" adopted by the District on December 7, 2009, is hereby amended by deleting said Section and substituting the following in lieu thereof, thereby making said Section read as follows:

"Section 1. The sum of \$1,300,000 is appropriated for the planning, design, acquisition and construction of renovations of the District's headquarters office layout, including electrical, plumbing, equipment and furniture, including allocation of labor costs of District employees and overhead expenses directly related to such project, and for legal, administrative, and other financing costs related thereto."

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan and Citizen Member Richard Mulready (2)

BUDGET TRANSFERS-FINANCE/OPERATIONS CLAIMS UNIT REORGANIZATION & REQUEST FOR QUALIFICATIONS (RFQ) 101-CLASSIFICATION & COMPENSATION STUDY-Report 5.

Finance/Operations Claims Unit Reorganization

To: The Board of Finance for consideration on May 17, 2010

The 2010 Metropolitan District operating budget is requiring an appropriation transfer to cover the transfer of salaries for two employees who were transferred to different departments in the current year. A Claims Agent position was transferred from the Finance-Treasury activity to Customer Service and a Management Analyst position was transferred from the Chief Operating Office to the Finance- Budget Unit.

Management recommends that the required funding for employee salary transfers be transferred from the various departments to and from Contingency.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

General

Water

Total

Department 180 – Finance -Treasury	\$27,875.61	\$29,013.39	\$56,889.00
Department 401 – Chief Operating Office	<u>38,317.19</u>	<u>36,814.57</u>	<u>75,131.76</u>
Total	\$66,192.80	\$65,827.96	\$132,020.76

John M. Zinzarella
Chief Financial Officer

Therefore, it is recommended that it be:

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

Resolved: That transfers within the 2010 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 180 – Finance -Treasury	\$27,875.61	\$29,013.39	\$56,889.00
Department 401 – Chief Operating Office	<u>38,317.19</u>	<u>36,814.57</u>	<u>75,131.76</u>
Total	\$66,192.80	\$65,827.96	\$132,020.76

To:	General	Water	Total
Department-801 Contingency	<u>\$66,192.80</u>	<u>\$65,827.96</u>	<u>\$132,020.76</u>
Total	\$66,192.80	\$65,827.96	\$132,020.76

From:	General	Water	Total
Department 801 – Contingency	<u>\$47,054.58</u>	<u>\$84,966.18</u>	<u>\$132,020.76</u>
Total	\$47,054.58	\$84,966.18	\$132,020.76

To:	General	Water	Total
Department 184 – Finance – Budget Unit	\$36,814.56	\$38,317.20	\$75,131.76
Department 210 – Customer Service	<u>10,240.02</u>	<u>46,648.98</u>	<u>56,889.00</u>
Total	\$47,054.58	\$84,966.18	\$132,020.76

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

RFQ 101-Classification & Compensation Study

To: The Board of Finance for consideration on May 17, 2010

The 2010 Metropolitan District operating budget requires an appropriation transfer to cover the costs associated with RFQ 101-Classification and Compensation Study for Fiscal Year 2010.

Management recommends that the required funding for the additional expenses be transferred from Contingency to the Executive Office Administration budget.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department 801 – Contingency	<u>\$120,540.00</u>	<u>\$125,460.00</u>	<u>\$246,000.00</u>
Total	\$120,540.00	\$125,460.00	\$246,000.00

John M. Zinzarella
Chief Financial Officer

Therefore, it is recommended that it be:

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

Resolved: That transfers within the 2010 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 801 – Contingency	<u>\$120,540.00</u>	<u>\$125,460.00</u>	<u>\$246,000.00</u>
Total	\$120,540.00	\$125,460.00	\$246,000.00

To:	General	Water	Total
Department-121 Executive Office - Administration	<u>\$120,540.00</u>	<u>\$125,460.00</u>	<u>\$246,000.00</u>
Total	\$120,540.00	\$125,460.00	\$246,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Commissioner Cloud and duly seconded, the reports were received and the resolutions were recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin and Dale Ryan (7)

Nays: None.

Abstentions: None.

Absent & Not Voting: Commissioner William Horan and Citizen Member Richard Mulready (2)

CUSTOMER ACCOUNTS RECEIVABLE REPORT-Report 5.

John Zinzarella, Chief Financial Officer provided the following report:

Reference page 22 in the March 2010 Financial Report:

- Pie charts on top of page noting March 2010 Water Rents A/R Balance of \$14.4M v. March 2009 Water Rents A/R Balance of \$14.6M
- Reference accounts by aging category tables as of March 2010 v. March 2009 – noticeable improving of aging buckets under 180 days past due as a result of heightened collection activity
- Reference bar chart customers paying in under 30 days – noticeable deterioration during 3rd/4th qtr of 2008 due to economic recession hitting a low in 2nd qtr 2009 which was compounded due to the suspension of shut off activity as a result of the boil ban in April/May 2009. Noticeable trend upward as a result of heightened collection activity – shut offs and referral to collection attorneys

Reference page 23 in March 2010 Financial Report

- During the Fiscal 2009 shut off period (March – October 2009), 607 services were terminated and \$544K in delinquent water rents were collected
- Fiscal 2010 shut off program just initiated
- Collection Attorney activities were ramped up significantly in Fiscal 2009 which resulted in approx \$2.3M collection of delinquent water rents which is up from the average of approx \$0.75M collected during periods of 2007 and 2008

Reference page 24 in March 2010 Financial Report

- Pie charts on top of page noting March 2010 Special Sewer Service Charge (SSSC) A/R Balance of \$2.9M v. March 2009 SSSC A/R Balance of \$1.6M. Growth associated with the increase in SSSC (Fiscal 2008 \$0.35 / CCF, Fiscal 2009 \$0.70 / CCF and 2010 \$1.05 / CCF)
- Note made to the amount of SSSC collected per year resulting in a balance of \$16.8M as of March 31, 2010

CFO REPORT-Report 6.

William Fazioli, First Southwest provided a report on Negotiated vs. Competitive Sales.

[A copy of this report is maintained in the Office of the District Clerk.]

John Zinzarella, Chief Financial Officer, highlighted the Financial Reporting Package, Month Ended March 31, 2010.

THE METROPOLITAN DISTRICT



Financial Reporting Package Month Ended March 31, 2010

UNAUDITED

FOR INTERNAL MANAGEMENT USE ONLY

CONFIDENTIAL

Revenue & Expenditure Report

UNAUDITED

FOR INTERNAL MANAGEMENT USE ONLY

CONFIDENTIAL

MANAGEMENT COMMENTARY**REVENUES**

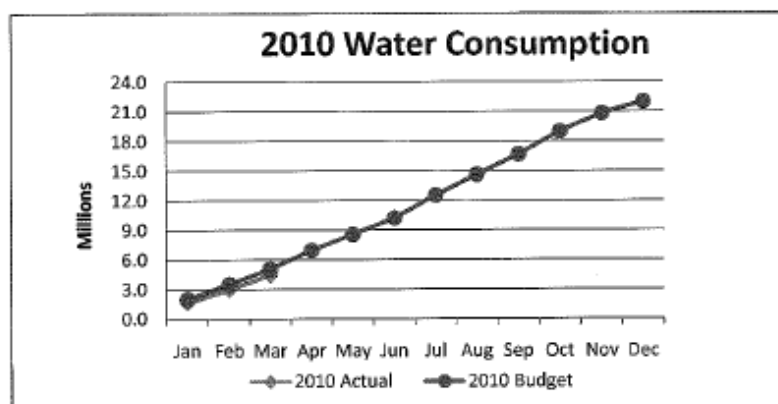
Year To Date March 31, 2010

WATER**Water Sales**

Water revenue for the month ended March 31, 2010 was \$4.03 million versus a budget of \$4.12 million and prior year sales results of \$3.88 million. On a year to date basis, water revenue is \$11.8 million versus a budget of \$13.7 million and prior year sales results of \$12.6 million.

Water Consumption

For the month of March 2010, water consumption in the aggregate was lower than the budgeted volume and higher than the volume consumed during March 2009 (6.0% lower than budget and 3.1% higher than prior year consumption). On a year to date basis, water consumption in the aggregate is at 87.8% of the budgeted volume.

**Water Year-To-Date Consumption (CCF's)**

	Budget	Actual	Variance	%	PY Actual	Variance	%
Domestic	3,451,857	2,983,066	(468,791)	-16%	3,068,001	(84,936)	-3%
Commercial	992,843	883,652	(109,191)	-11%	897,484	(13,832)	-2%
Industrial	202,107	132,112	(69,995)	-35%	161,388	(29,276)	-22%
Public Authorities	267,302	232,632	(34,770)	-13%	243,702	(11,170)	-5%
Other Water Companies	139,331	203,047	63,716	46%	129,197	73,850	36%
	5,053,440	4,434,409	(619,031)	-12%	4,499,772	(65,363)	-1%

Water Year-To-Date Revenues

	Budget	Actual	Variance	%	PY Actual	Variance	%
Domestic	\$7,320,146	\$6,249,624	(\$1,070,522)	-17%	\$6,858,382	(\$408,858)	-7%
Commercial	2,104,827	1,851,252	(253,575)	-12%	1,947,054	(95,802)	-5%
Industrial	428,484	276,853	(151,611)	-35%	349,795	(72,942)	-26%
Public Authorities	566,680	488,158	(78,524)	-14%	529,420	(41,284)	-8%
Other Water Companies	295,380	425,382	130,002	44%	279,713	145,669	34%
	\$10,715,497	\$9,291,167	(\$1,424,330)	-13%	\$9,784,364	(\$473,197)	-5%

MANAGEMENT COMMENTARY
REVENUES

Year To Date March 31, 2010

Other Water Operating Revenue and Non Operating Revenue

During March 2010, Other Water Operating Revenue and Non Operating Revenue were higher than the budgeted amounts by \$.017 million and above prior year amounts by \$.043 million. The favorable performance versus budget is due to higher Penalties/Fees offset in part by lower Investment Income. On a year to date basis, Other Water Operating Revenue and Non Operating Revenue were below budgeted amounts by \$.40 million and were below prior year amounts by \$0.18 million. Unfavorable performance versus budget is primarily due lower Water Utility Investment Income, Developer Bill Jobs and Contribution/Aid of Construction.

SEWER

All Revenue

Sewer revenue for the month ended March 31, 2010 was \$.70 million, which was below budget by \$.34 million and below the prior year by \$.32 million. Year to date sewer revenue was \$.37 million below budget and \$.34 million lower than the prior year. The primary reduction is related to reimbursement of CRRRA direct and indirect costs.

MANAGEMENT COMMENTARY
MAJOR EXPENDITURES

Year To Date March 31, 2010

Commitment Item Description	2010 Budget	2010 Total YTD	2010 Actual YTD	2010 Encumb.	% of Budget
Regular Pay	\$ 35,908,600	\$ 8,871,078	\$ 8,871,078	\$ -	24.7%
Overtime	3,610,800	1,351,186	1,351,186	0	37.4%
Temporary Help	486,400	32,468	32,468	0	6.7%
Colebrook Reservoir Lease (1)	429,300	429,222	429,222	0	100.0%
Police Services	446,200	158,154	158,154	0	35.4%
Property Taxes (2)	2,215,000	1,092,668	1,092,668	0	49.3%
OPEB Trust Contribution	1,500,000	0	0	0	0.0%
Material from Stock	1,506,500	490,124	490,124	0	32.5%
Water Treatment Chemicals	1,657,100	1,163,289	249,447	913,842	15.1%
Polymer	612,600	573,880	146,960	426,920	24.0%
Ash Disposal (3)	444,100	0	0	0	0.0%
Fuel for Incineration	915,600	790,138	156,135	634,003	17.1%
Fuel for Heating	741,500	336,092	224,124	111,968	30.2%
Workers' Compensation-Claims (4)	560,200	0	0	0	0.0%
Umbrella Liability	428,000	106,825	106,825	0	25.0%
Incurred But Not Rpted-Reserve (4)	700,000	175,000	175,000	0	25.0%
Outside Services	812,700	284,232	284,232	0	35.0%
DEP Nitrogen Credits (5)	1,041,700	0	0	0	0.0%
Legal Services	2,300,000	899,019	736,156	162,863	32.0%
Electricity	7,018,500	4,397,542	1,746,887	2,650,655	24.9%
Telephone - Data & Voice	450,000	444,340	202,402	241,938	45.0%
Interest on Bonds	6,122,000	745,172	745,172	0	12.2%
Blue Cross	3,000,900	1,230,000	1,230,000	0	41.0%
Blue Shield	1,504,400	617,000	617,000	0	41.0%
Major Medical	782,100	321,000	321,000	0	41.0%
Pension Regular (6)	5,260,000	4,060,000	4,060,000	0	77.2%
Social Security	2,777,400	770,440	770,440	0	27.7%
Treatment Equipment	1,273,900	631,144	280,629	350,515	22.0%
Infrastructure Software (7)	961,000	721,169	692,899	28,270	72.1%
Principal on Bonds	13,954,000	2,563,503	2,563,503	0	18.4%
Contingencies	1,500,000	0	0	0	0.0%
Other Expenditures	13,051,600	4,189,783	4,189,783	0	32.1%
Totals	\$113,972,100	\$37,444,467	\$31,923,493	\$5,520,974	28.0%

(1) Annual mortgage payments made in February.

(2) Payments are made semi-annually in January and July of each year.

(3) These services are typically performed during the period of April through December.

(4) Expenses for this expense item are traditionally booked in December based upon the actuarial study.

(5) Expense incurred in July when payment is due. Expense is currently forecasted at \$700k for Fiscal 2010

(6) Annual contribution is made in January based upon actuarial valuation.

(7) Expenses associated with seat licenses are primarily due in January causing a cyclicalness in expense pattern

**FINANCIAL ANALYSIS
MANAGEMENT WATCH LIST**

Year To Date March 31, 2010

Commitment Item	Commitment Item Description	2010 Budget	2010 Actual	Variance
Revenues				
501101	Water Sales (1)	\$10,715,497	\$9,291,167	(\$1,424,330)
Total		\$10,715,497	\$9,291,167	(\$1,424,330)
Expenditures				
501201	Overtime (2)	\$902,700	\$1,351,186	\$448,486
502061	Material from Stock (3)	376,625	490,124	113,499
502288	DEP Nitrogen Credits (4)	1,041,700	700,000	(341,700)
502292	Legal Services (5)	575,000	899,019	324,019
502500	Blue Cross (6)	750,225	1,230,000	479,775
502501	Blue Shield (6)	376,100	617,000	240,900
502502	Major Medical (6)	195,525	321,000	125,475
502505	Pension Regular (7)	5,260,000	4,060,000	(1,200,000)
Total		\$9,477,875	\$9,668,330	\$190,455
(Deficit) / Surplus				(\$1,233,876)

(1) Water consumption is down as compared to budget. Year-to-date rainfall is higher than the same period last year by 6.8 inches.

(2) Overtime is higher than expected due to the increase in UPA and RF replacement program, water main breaks and headquarters renovations. It is expected that the portions of overtime relating to the RF implementation and Building Renovations will be reclassified to the requisite CIP projects. For more specific details see Overtime Watch List

(3) Materials from Stock are expected to exceed budget in 2010 due to increased maintenance and capital projects activity.

(4) Nitrogen credits are expected to be favorable. These rates are set by DEP.

(5) Legal services are currently running above budget due to increased collection activity.

(6) Medical claims are higher than anticipated.

(7) Pension contribution is favorable to budget based upon the actuarial valuation which took into account the equity market recovery which occurred during the fourth quarter of 2009.

**THE METROPOLITAN DISTRICT
OVERTIME WATCH LIST COMPARATIVE ANALYSIS
FOR YEAR TO DATE MARCH 31, 2010**

		\$ Variances (Unf)/Fav				
		March 2010 Actual	March 2010 Budget	March 2009 Actual	Actual v Budget	CY Actual v LY Actual
1710015	INFORMATION SYSTEMS (1)	34,803	12,500	23,393	(22,303)	(11,410)
	CUSTOMER SERVICE					
2110015	ADMINISTRATION	23,078	7,501	28,517	(15,577)	5,439
2120015	EMERGENCY COMMAND CTR (2)	112,744	69,674	-	(43,070)	(112,744)
	OPERATIONS					
3040015	SYSTEMS REPAIR (3)	339,855	192,825	294,739	(147,030)	(45,116)
3050015	SYSTEMS MAINT. & OP. (4)	183,309	114,124	103,687	(69,185)	(79,622)
	MAINTENANCE					
4042015	FAC. AND ELECT. MAINT. (5)	219,760	101,000	59,397	(118,760)	(160,363)
4044215	ADMIN. FACILITIES MAINT. (6)	18,700	2,500	2,726	(16,200)	(15,974)
	WATER TREATMENT					
5023020	BLOOMFIELD (7)	50,038	15,074	14,800	(34,964)	(35,238)
5410020	PATROL (8)	18,838	-	37,181	(18,838)	18,343
TOTAL WATCH LIST		1,001,126	515,198	564,440	(485,928)	(436,686)

(1) OT has been reduced in an effort to stay within budget for the year.

(2) A portion of the OT is to be capitalized under the AMR program.

(3) OT is typically higher in winter due to water main breaks, this level is expected to lower through the fall.

(4) The OT is due to work related to the UPA and RF Program. OT is expected to be lower upon completion of the work in August.

(5) A portion of the OT is to be capitalized under the Hqtrs Renovation project.

(6) A portion of the OT is to be capitalized under the Hqtrs Renovation project.

(7) OT is related to running operations 24/7. The vacant positions are to be filled, which will reduce OT.

(8) The budget assumed different shifts requiring no OT. However, this has not occurred and a transfer will be made to cover the OT.

FUND POSITION ANALYSIS
WATER & SEWER SUMMARY
Year To Date March 31, 2010

Revenue & Expenditures	March 31, 2010 Ytd		
	Water	Sewer	Total
<u>Water</u>			
Water Sales	\$ 9,291,167		\$ 9,291,167
Customer Service Charge	1,650,021		1,650,021
Water Surcharges	167,680		167,680
Total Water Revenue	11,108,868		11,108,868
Other Operating Revenue	638,117		638,117
Non Operating	103,211		103,211
Total Non - Water Rent Revenue	741,328		741,328
Total Water Revenue	\$ 11,850,196		\$ 11,850,196
<u>Sewer</u>			
Total Ad Valorem		\$ 7,741,750	\$ 7,741,750
Gov't Agency Revenue		999,746	999,746
Other Sewer Revenue		266,091	266,091
Sewer User Charge		1,224,178	1,224,178
Total Non-Ad Valorem Revenue		2,490,015	2,490,015
Total Sewer Revenue		\$ 10,231,765	\$ 10,231,765
<u>Transfers</u>			
Sewer Bond Investment Income		8,750	8,750
Assessable Fund Investment Income		7,700	7,700
<u>Contributions</u>			
Revenue Surplus		736,500	736,500
Hydro Fund		387,500	387,500
Debt Expense Fund (compost)		187,500	187,500
Assessable Fund		768,050	768,050
Total Transfers/Contributions		\$ 2,096,000	\$ 2,096,000
Total Revenue	\$ 11,850,196	\$ 12,327,765	\$ 24,177,961
<u>Expenses</u>			
Executive	424,957	408,292	833,249
Administrative	3,294,594	1,902,942	5,197,537
Finance	438,846	421,637	860,483
Operations	7,620,507	9,795,545	17,416,052
Debt Service	453,324	2,856,351	3,309,675
Other MDC Functions	6,342,506	3,484,965	9,827,471
Total Expenses	18,574,735	18,869,732	37,444,467
Surplus / (Deficit)	\$ (6,724,539)	\$ (6,541,967)	\$ (13,266,506)

FUND ANALYSIS**WATER**

Year To Date March 31, 2010

	YTD Actual	YTD Budget	YTD Variance	2010 Budget
<u>REVENUES</u>				
Water Sales (1)	\$ 9,291,167	\$ 10,715,497	\$ (1,424,330)	\$ 47,582,335
Customer Service Charge	1,650,021	1,595,446	54,575	6,202,165
Water Surcharges	167,680	194,181	(26,501)	0
Subtotal	11,108,868	12,505,124	(1,396,256)	53,784,500
Other Operating Revenue	638,117	635,669	2,448	3,411,100
Non Operating	103,211	510,292	(407,081)	1,750,000
Subtotal	741,328	1,145,961	(404,633)	5,161,100
Total Revenue	\$ 11,850,196	\$ 13,651,086	\$ (1,800,890)	\$ 58,945,600
<u>EXPENDITURES</u>				
District Board	35,217	33,200	2,017	132,900
Executive Office	85,144	115,300	(30,156)	461,300
Administrative Services	37,124	32,400	4,724	129,500
Legal	267,471	262,400	5,071	1,049,500
Human Resources	202,371	253,600	(51,229)	1,014,600
Chief Administrative Office	52,334	58,300	(5,966)	233,000
Information Systems	1,589,496	965,200	624,296	2,905,500
Finance	438,846	436,300	2,546	1,745,400
Environment, Health & Safety	245,291	110,300	134,991	665,100
Engineering & Planning	506,066	476,100	29,966	1,904,200
Customer Service	699,035	632,600	66,435	2,530,500
Operations	2,038,945	1,825,200	213,745	7,300,800
Chief Operating Office	48,962	68,700	(19,738)	274,700
Water Pollution Control	-	-	-	-
Maintenance	1,156,772	1,094,600	62,172	4,378,700
Water Treatment	3,082,063	1,833,700	1,248,363	7,334,700
Water Supply	918,264	827,100	91,164	3,308,300
Patrol	375,501	265,700	109,801	1,062,600
Debt Service	453,324	531,900	(78,576)	7,268,000
Employee Benefits	3,823,482	3,961,200	(137,718)	8,268,200
General Insurance	230,876	505,900	(275,024)	2,023,500
Taxes and Fees	1,092,668	1,035,900	56,768	2,225,000
Special Agreements and Programs	902,195	390,800	511,395	873,900
Contingencies	-	191,300	(191,300)	765,000
Riverfront Park Systems	293,285	272,700	20,585	1,090,700
Total Expenses	\$ 18,574,735	\$ 16,180,400	\$ 2,394,335	\$ 58,945,600
Surplus / (Deficit)	\$ (6,724,539)	\$ (2,529,314)	\$ (4,195,225)	\$ -

VARIANCE EXPLANATIONS

Expenses drivers are shown on the Major Expenditure Analysis on Page 4.

FUND ANALYSIS **SEWER**

Year To Date March 31, 2010

	YTD Actual	YTD Budget	YTD Variance	2010 Budget
<u>REVENUES</u>				
Tax on Member Municipalities	\$ 7,741,750	\$ 7,741,750	\$ -	\$ 30,967,000
Revenue for Other Gov't Agencies	999,746	1,325,180	\$ (325,434)	6,292,300
Other Sewer Revenues	266,091	287,692	\$ (21,601)	4,294,300
Sewer User Charge Revenues	1,224,178	1,247,420	\$ (23,242)	5,088,900
Subtotal	10,231,765	10,602,041	(370,276)	46,642,500
Contr./Transfers from Other Funds	1,359,500	1,359,500	-	8,384,000
Surplus Designated from Prior Year	736,500	736,500	-	-
Subtotal	\$ 2,096,000	\$ 2,096,000	\$ -	\$ 8,384,000
Total Revenue	\$ 12,327,765	\$ 12,698,041	\$ (370,276)	\$ 55,026,500
<u>EXPENDITURES</u>				
District Board	33,836	31,900	1,936	127,600
Executive Office	81,805	110,800	(28,995)	443,100
Administrative services	35,669	31,100	4,569	124,500
Legal	256,982	252,100	4,882	1,008,300
Human Resources	194,435	243,700	(49,265)	974,800
Chief Administrative Office	50,282	56,000	(5,718)	223,900
Information Systems	782,886	475,400	307,486	1,431,000
Finance	421,637	419,300	2,337	1,676,900
Environment, Health & Safety	235,672	106,000	129,672	639,000
Engineering & Planning	486,220	457,300	28,920	1,829,500
Customer Service	153,447	138,900	14,547	555,400
Operations	679,648	608,400	71,248	2,433,600
Chief Operating Office	50,960	71,500	(20,540)	286,000
Water Pollution Control	7,953,527	4,013,700	3,939,827	17,096,400
Maintenance	1,111,409	1,051,800	59,609	4,206,900
Water Treatment	-	-	-	-
Water Supply	-	-	-	-
Patrol	-	-	-	-
Debt Service	2,856,351	2,800,700	55,651	12,858,000
Employee Benefits	3,128,303	3,240,900	(112,597)	6,764,900
General Insurance	98,947	216,800	(117,853)	867,200
Taxes and Fees	-	-	-	-
Special Agreements and Programs	257,715	13,800	243,915	744,500
Contingencies	-	183,800	(183,800)	735,000
Riverfront Park Systems	-	-	-	-
Total Expenses	\$ 18,869,732	\$ 14,523,900	\$ 4,345,832	\$ 55,026,500
Surplus / (Deficit)	\$ (6,541,967)	\$ (1,825,859)	\$ (4,716,108)	\$ -

FUND ANALYSIS HYDROELECTRIC

Year To Date March 31, 2010

	YTD Actual	YTD Budget	YTD Variance	2010 Budget
REVENUES				
Power Sales (1)	\$ 296,823	\$ 193,000	\$ 103,823	\$ 828,000
Interest Income (2)	1,345	2,000	(655)	8,000
Designated from (to) Surplus (3)	288,000	288,000	-	1,151,500
Total Revenue	\$ 586,168	\$ 483,000	\$ 103,168	\$ 1,985,500
EXPENDITURES				
<u>Goodwin / Colebrook</u>				
Operations (4)	27,230	63,000	(35,770)	251,500
Maintenance (5)	6,911	23,000	(16,089)	91,400
Capital Outlay	-	-	-	-
Subtotal	\$ 34,141	\$ 86,000	\$ (51,859)	\$ 342,900
<u>Development</u>				
Operations (6)	400,000	400,000	-	1,600,000
Contingencies	-	11,000	(11,000)	42,600
Subtotal	\$ 400,000	\$ 411,000	\$ (11,000)	\$ 1,642,600
Total Expenditures	\$ 434,141	\$ 497,000	\$ (62,859)	\$ 1,985,500
Surplus / (Deficit)	\$ 152,027	\$ (14,000)	\$ 166,027	\$ -
OPERATING ASSUMPTIONS				
<u>Goodwin Power</u>				
Kilowatts Sold	3,642,788	2,975,000	667,788	13,027,000
Average Kwh Price	\$ 0.0453	\$ 0.0453	\$ 0.0000	\$ 0.0453
<u>Colebrook Power</u>				
Kilowatts Sold	2,907,091	1,292,000	1,615,091	5,243,000
Average Kwh Price	\$ 0.0453	\$ 0.0453	\$ 0.0000	\$ 0.0453
Precipitation (2010 YTD vs 2009 YTD Actual)(Inches)	6.78			

VARIANCE EXPLANATIONS

- (1) Power generation is currently exceeding budget due to higher than expected inflows resulting in increased production.
- (2) Interest income is down due to lower than expected rates and continued reduction in the account balance.
- (6) Use of surpluses are in-line with budget. Actual cash transfer to occur at year end.
- (4) Costs are projected to be in-line with budget by year end.
- (5) Costs are projected to be in-line with budget by year end.
- (6) Contributions are in-line with budget. Actual cash transfer to occur at year end.

FUND ANALYSIS
MID-CONNECTICUT PROJECT
 Year To Date March 31, 2010

	YTD Actual	YTD Encumb.	YTD Budget	YTD Variance	2009-2010 Budget
<u>EXPENDITURES</u>					
Payroll (1)	5,077,908	-	7,747,000	\$ (2,669,092)	\$ 10,329,090
Operations (2)	1,962,319	1,015,685	1,216,000	\$ 1,762,004	1,621,300
Maintenance (3)	1,634,329	184,991	2,152,000	\$ (332,681)	2,869,900
Indirect Cost (4)	1,270,008	-	1,662,000	\$ (391,992)	2,215,890
Capital Outlay (5)	-	-	-	\$ -	-
Contingencies	-	-	229,000	\$ (229,000)	305,000
Total Expenditures	\$ 9,944,563	\$ 1,200,676	\$ 13,006,000	\$ (1,860,761)	\$ 17,341,180

OPERATING ASSUMPTIONS

Tons Processed	569,832		623,000	(53,168)	830,000
Total Headcount	76		81	(5)	81
Tons Processed / Hour	82.78		n/a	n/a	n/a

VARIANCE EXPLANATIONS

- (1) Below budget due to vacancies in staffing levels.
- (2) Actual expenses are above budget due to timing of encumbrances (Pension \$750k).
- (3) Actual expenses are currently below budget.
- (4) Charges are contingent upon actual expenses.
- (5) No variance to report at this time.

FINANCIAL ANALYSIS **CAPITAL IMPROVEMENT PLAN**

Year To Date March 31, 2010

		YTD 2010	
		Budget	Actual
<u>Wastewater</u>			
1000/5109	General Purpose Sewer	\$2,702,000	\$0
1000/5630	Assessable Sewer	510,000	0
1000/5735	CMOM	2,000,000	272,284
1000/5680	WPC Infra Repl & Impr*	10,103,000	0
1000/5803	Wastewater Coll Syst	4,009,000	0
	Subtotal	19,324,000	272,284
<u>Water</u>			
1000/2209	General Purpose Water	3,251,000	0
1000/2318	Radio Freq Auto	4,846,800	138,215
1000/2320	Water Dist Sys Impr*	39,553,400	0
1000/2323	Paving Program	3,000,000	19,249
1000/2324	Water Supply Fac Impr*	7,444,000	0
1000/2340	Water Treat Fac Impr*	8,898,350	647
1000/2341	Land Acquisitions	600,000	0
1000/2709	Assessable Water	1,584,000	0
	Subtotal	69,177,550	158,111
<u>Combined</u>			
1000/5651	Facility & Bldg Improvements	1,744,000	2,160
1000/5652	Veh & Equip Replacement	1,931,000	0
1000/5677	Info Systems Development*	9,376,000	492,305
1000/5801	Debt Service Comb	2,800,000	500
1000/5802	CIP Comb Other	2,000,000	356,345
	Subtotal	17,851,000	851,310
Total		\$106,352,550	\$1,281,705
<u>Prior Years Appropriations</u>			
2009 Appropriations			2,574,010
2008 Appropriations			2,748,915
2007 Appropriations			1,560,361
2006 Appropriations			136,743
2005 Appropriations			178,154
2004 Appropriations			6,805
2003 Appropriations			29,218
2002 Appropriations			1,124,916
2001 Appropriations			123,920
2000 Appropriations			87,229
	Subtotal	0	8,570,071
Grand Total		\$106,352,550	\$9,851,776

*Comprised of multiple appropriations.
 Excludes Encumbrances

**FINANCIAL ANALYSIS
CLEAN WATER PROJECT**

Year To Date March 31, 2010

	Budget	Project Inception to Date - Total Expense	Fiscal 2010 YTD Expense
2006 CWP Refer PHI	\$468,756,306		
Demo Compost Bldg	\$1,540,000	\$1,060,910	\$964,423
UV Disinfection Proj	\$45,463,000	\$1,176,160	\$288,347
Aeration Settle Tank	\$42,751,000	\$1,433,288	\$34,798
2007 CW SSO Gen Rep	\$20,556,250	\$11,366,823	\$1,373,172
2007 CWP PMU	\$3,244,797	\$3,244,797	\$633
2007 CWP Homestead	\$45,000,000	\$16,017,716	\$2,206,739
2007 CWP Tower Ave	\$9,813,500	\$1,067,976	\$452,265
2007 CWP HWPCF PH I	\$5,830,000	\$5,310,338	\$0
Granby Str Outfall 1	\$8,690,000	\$271,530	\$0
Granby St Proj 2 & 5	\$1,300,000	\$707,826	\$64,757
Route 44 Storm Drain	\$8,590,218	\$684,245	\$123,701
Influent Pump & Grit	\$5,900,000	\$0	\$0
HWPCF Master Plan	\$5,000,000	\$804,230	\$73,935
2007 CWP PMC	\$5,000,000	\$776,287	\$0
2008 CWP PMC	\$4,000,000	\$3,858,524	\$307,149
2008 CWP PMU	\$5,355,000	\$3,392,299	\$0
Southe Branch CSO Con	\$510,000	\$361,780	\$0
South CSO Convey Tun	\$1,394,000	\$1,183,059	\$93,177
Farmington Ave PD	\$664,879	\$627,591	\$0
Park River Sep PD	\$722,380	\$669,676	\$39,100
Tower Ave Sep PD	\$212,173	\$89,577	\$0
Upper Albany Sep PD	\$700,590	\$666,814	\$0
Franklin Ave Area PD	\$3,920,000	\$1,959,451	\$10,700
Geotechnical Service	\$2,141,142	\$1,295,991	\$137,934
Upp Albany Edgewood	\$3,000,000	\$36,321	\$18,657
Tower Ave Area #1 Des	\$291,000	\$157,819	\$586
2008 Clean Water SSO	\$15,000,000	\$1,322,152	\$1,205,207
Farm Ave 1A Sew Sep	\$110,000	\$74,156	\$2,356
Incinerator #3 Rehab	\$30,506,000	\$6,506,568	\$1,459,099
2009 CWP PMU	\$6,095,000	\$5,854,620	\$209,415
Wet Weather Pilot St	\$1,000,000	\$0	\$0
2009 CWP PMC	\$5,100,000	\$3,412,876	\$691,053
Burton St. Sew Sep	\$8,328,000	\$947	\$947
Airport Rd PS F.M.	\$4,250,000	\$1,472	\$0
HWPCF SCADA	\$1,500,000	\$270,337	\$80,565
2010 CWP PMU	\$11,636,000	\$1,401,912	\$1,401,912
Garden Street Htfd	\$7,649,400	\$1,580	\$1,580
Farmington Proj #7.1	\$487,544	\$14,614	\$14,614
Upper Albany Proj #3	\$1,148,314	\$0	\$0
Farmington Proj #6	\$885,870	\$30,571	\$30,571
Franklin Proj #4 - D	\$1,660,006	\$0	\$0
Franklin Proj #5-D	\$1,398,815	\$0	\$0
Franklin Proj #12 -D	\$1,398,815	\$0	\$0
Ash Hand & Mercury	\$1,500,000	\$88,866	\$47,203
Total	\$800,000,000	\$77,201,698	\$11,334,595

Excludes Encumbrances

Treasury Report

UNAUDITED

FOR INTERNAL MANAGEMENT USE ONLY

CONFIDENTIAL



Cash

(000's)

3/31/2010 12/31/2009 9/30/2009

Cash Components

Cash

Fiduciary	\$2,021	\$3,104	\$5,000
Concentration	\$208	\$251	\$251
Mid-Ct	\$116	\$87	\$1,306
Lock Box	\$454	\$564	\$681
Payroll	\$164	\$98	\$177
Total Cash	\$2,963	\$4,104	\$7,415

Investments

STIF	\$50,865	\$72,766	\$22,078
Treasuries	\$0	\$0	\$0
BofA Sweep	\$0	\$702	\$1,282
Total Investments	\$50,865	\$73,468	\$23,360

Cash Burn Rate Analysis

3/31/2010 12/31/2009 9/30/2009

Trailing 3 Month Avg.

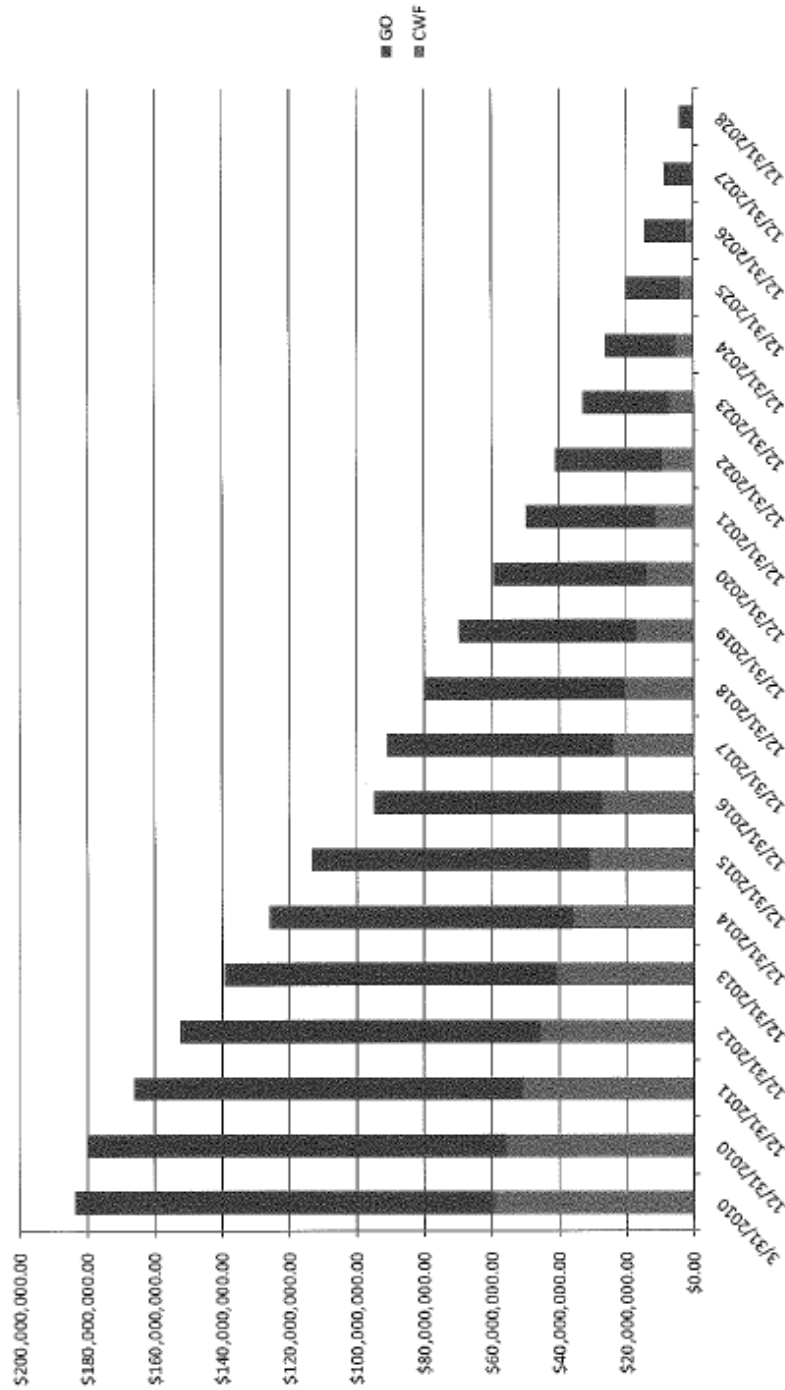
O & M	\$7,062	\$7,670	\$9,567
CIP	\$11,983	\$9,670	\$7,326
Total	\$19,045	\$17,340	\$16,893

Trailing 12 Month Avg.

O & M	\$9,102	\$8,414	\$8,870
CIP	\$7,275	\$6,584	\$5,230
Total	\$16,377	\$14,998	\$14,100

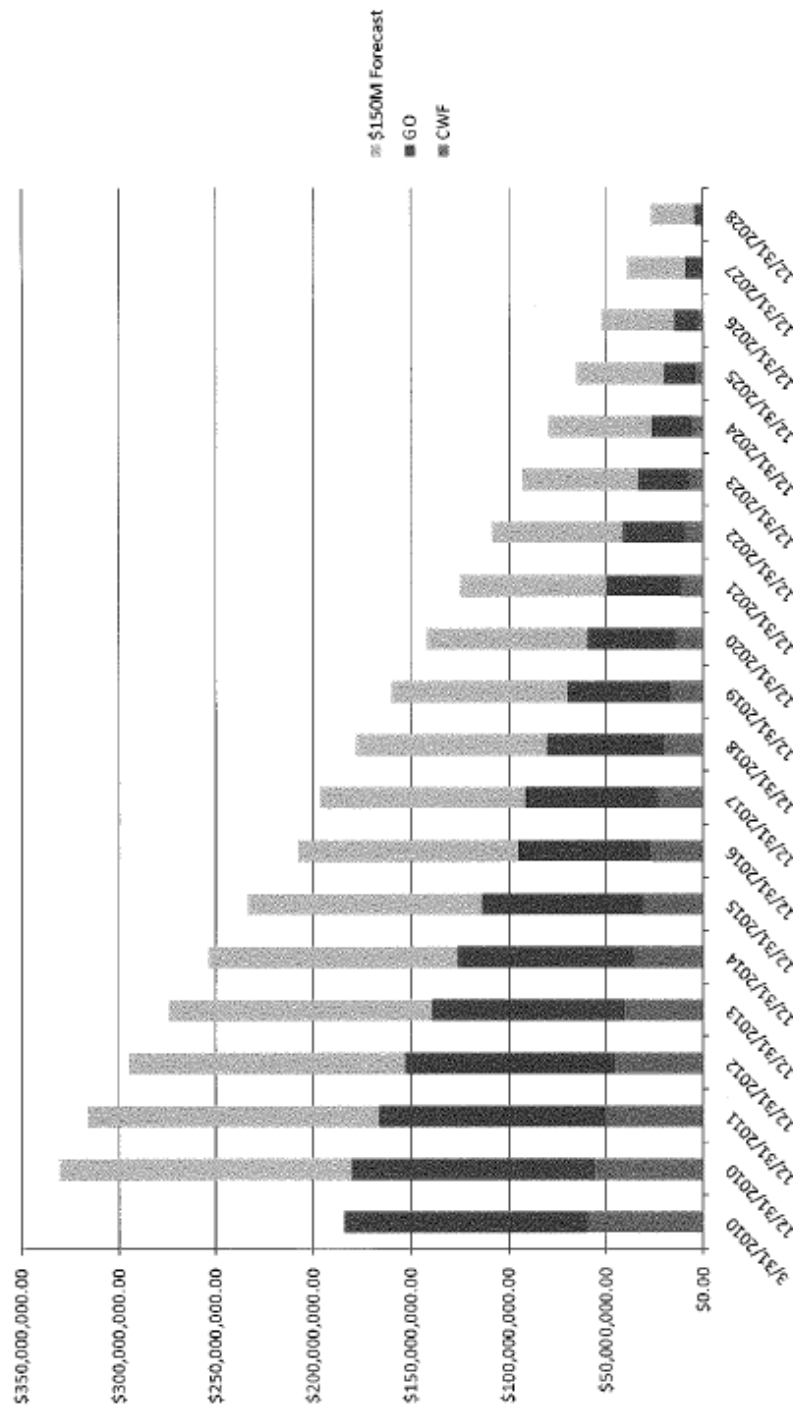


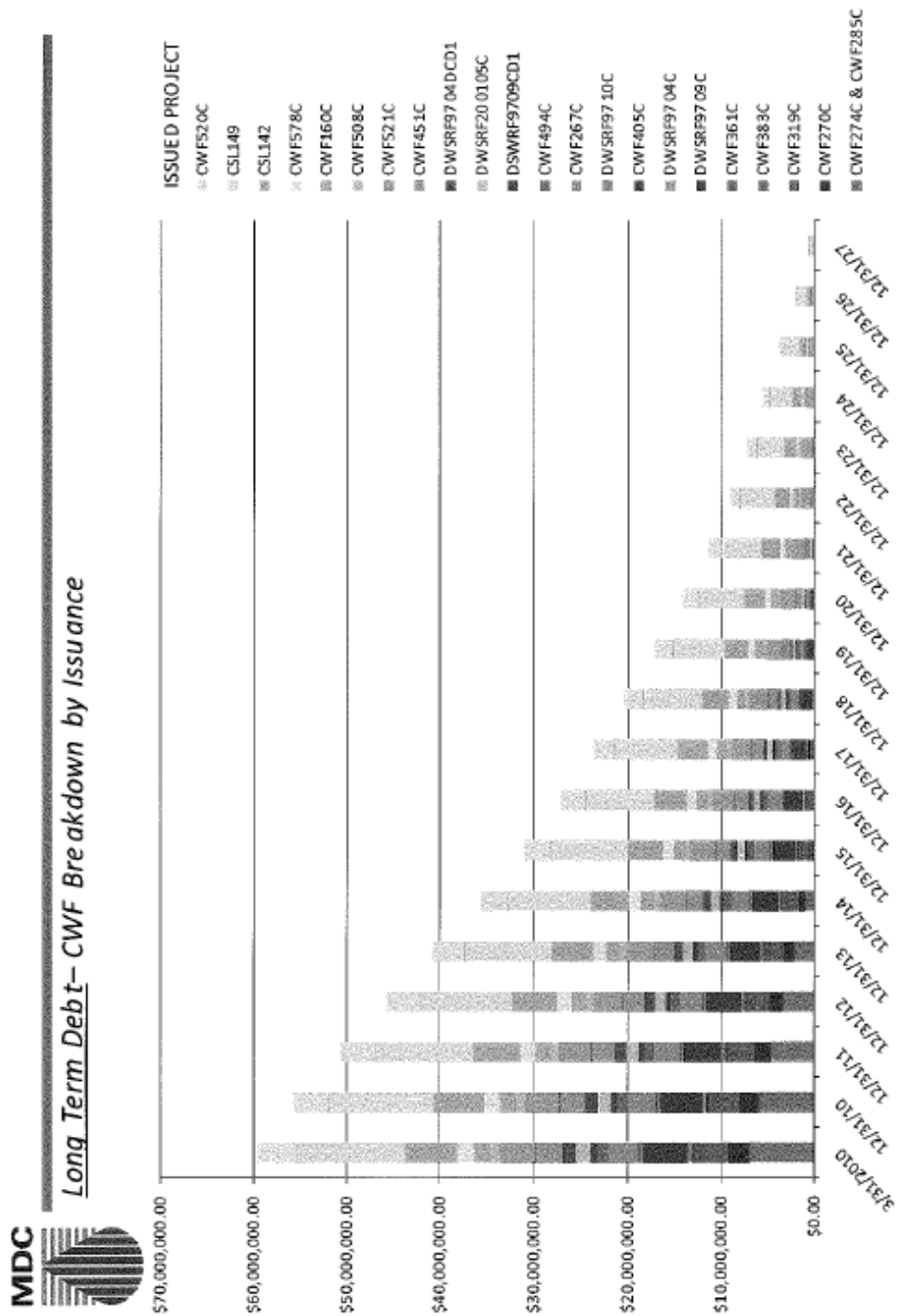
Long Term Debt- All Debt Principle - Breakdown Between CWF and GO





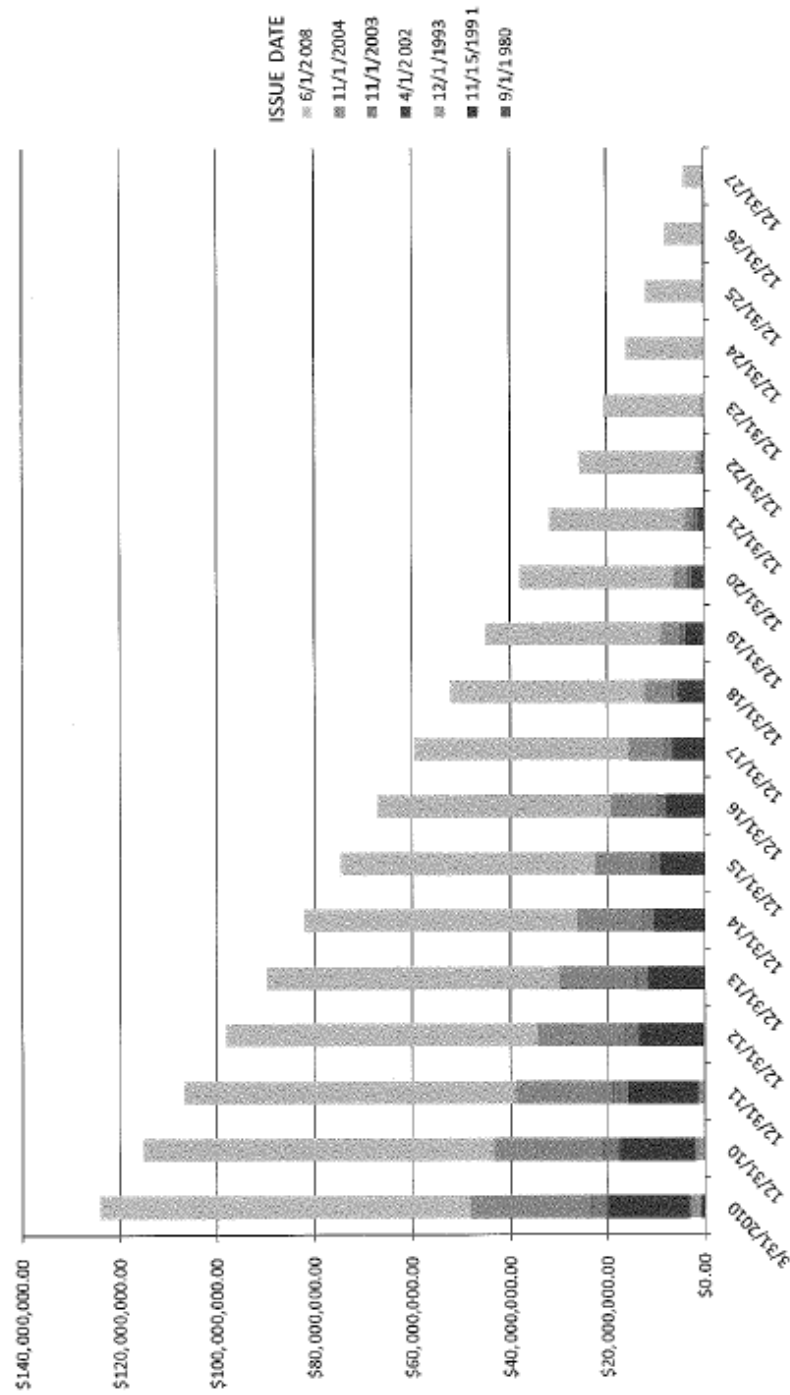
Long Term Debt - All Debt Principle - Breakdown Between CWF and GO with additional forecasted \$150M in 2010





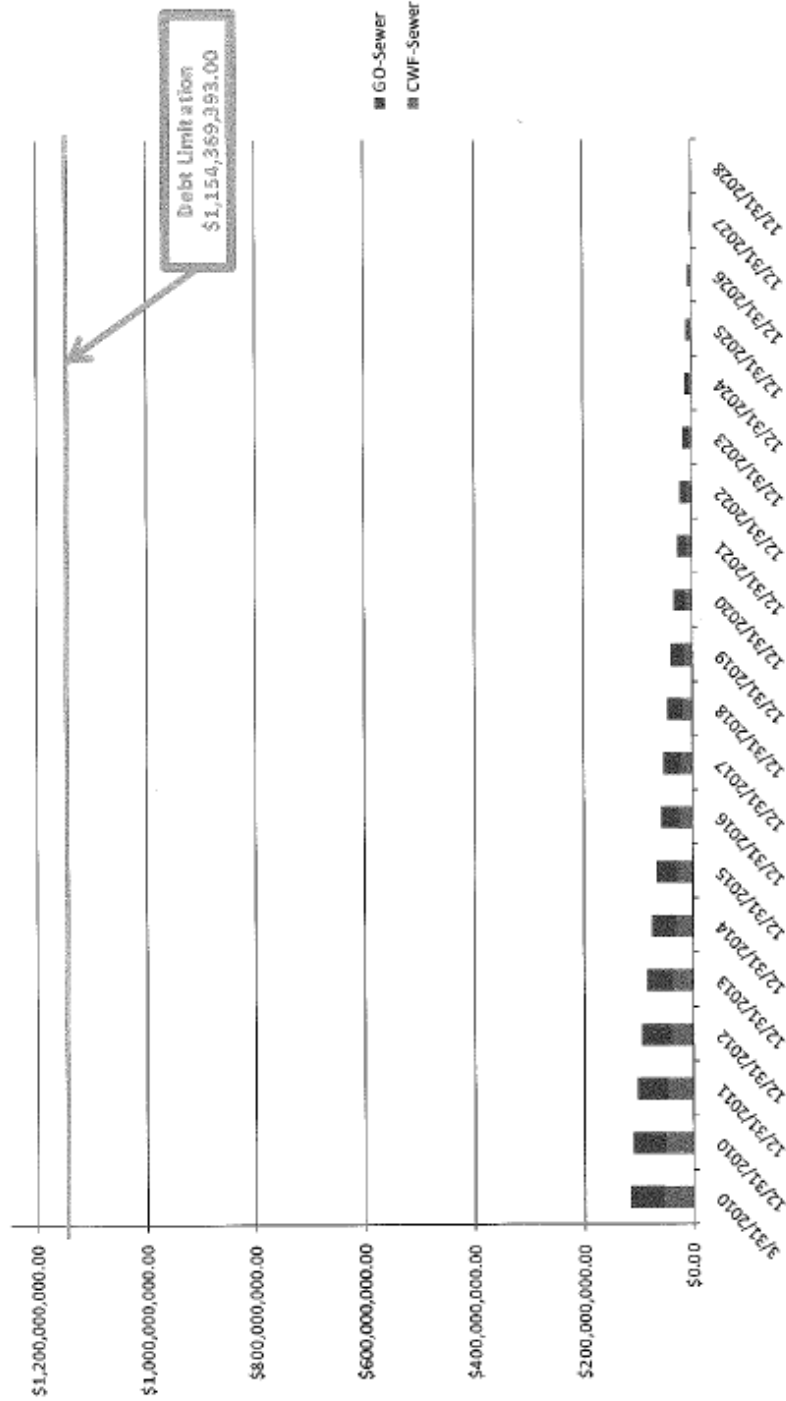


Long Term Debt—GO Breakdown by Issuance





Long Term Debt Limitation- GO and CWF Sewer Debt Only (No Water)

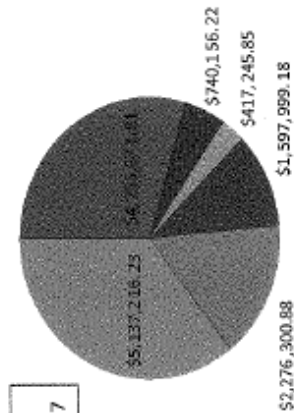




MDC *MDC Water Receivables Comparison March 2009 vs March 2010*

March 2010

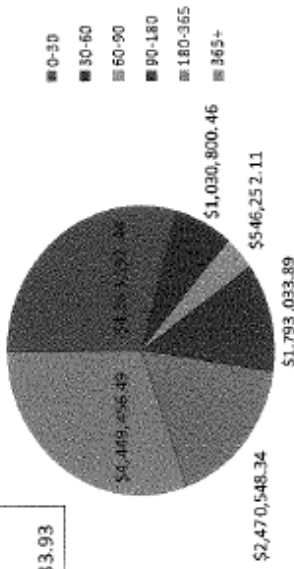
Total
\$14,424,590.17



Dollars by Aging
Category

March 2009

Total
\$14,553,283.93



Number of
Accounts by
Aging Category

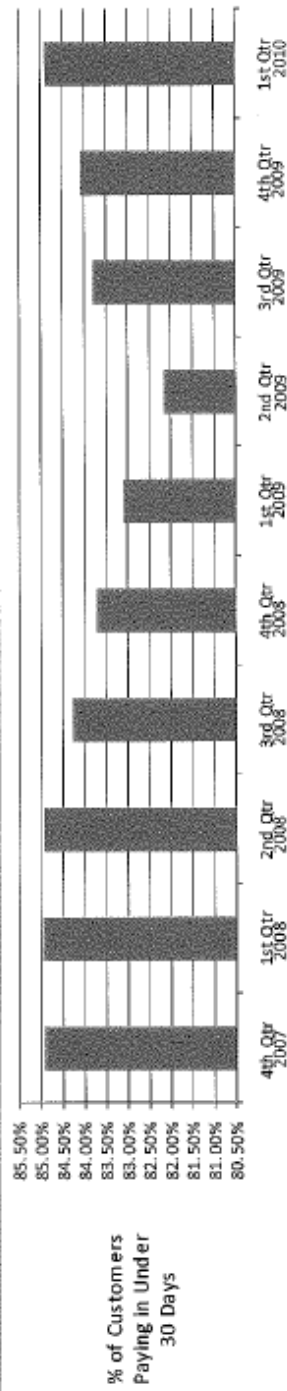
Aging Category	# of accts	% of accts
0-30	92278	84.88%
30-60	2700	2.46%
60-90	1705	1.55%
90-180	3347	3.05%
180-365	2863	2.60%
365+	6001	5.46%

Aging Category	# of accts	% of accts
0-30	91383	83.11%
30-60	3585	3.26%
60-90	2824	2.57%
90-180	3713	3.38%
180-365	3151	2.90%
365+	5296	4.78%

\$2,028,452.27

\$1,173,057.35

A/R Reserves



MDC MDC Water Receivables Collection Activity Results

Shut-Off Activities

	<u># of Shut Offs Completed</u>	<u>\$ Collected</u>
2009 (period 3/17/09 thru 10/29/09)	607	\$544,501.02
2010 (period 4/15/10 thru today)	6	\$4648.17

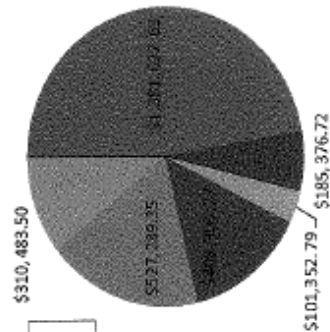
Attorney Activities

	<u># of Cases Assigned</u>	<u>\$ of Assigned Cases</u>	<u>\$ Collected</u>
2007	341	\$1,376,204.80	\$712,462.53
2008	224	\$1,382,551.61	\$817,173.19
2009	575	\$1,328,414.25	\$2,270,084.54
2010 (YTD)	132	\$571,398.77	\$280,665.30

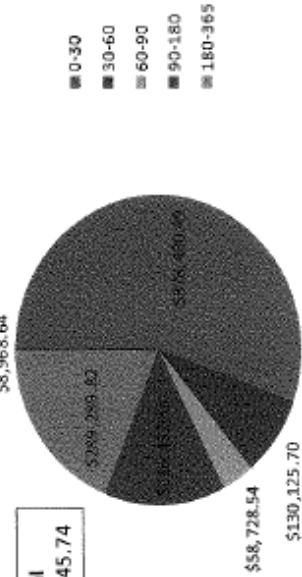


MDC Special Sewer Service Charge -A/R Analysis

March 2010



March 2009



INCEPTION (1/1/08)

2008 Receipts	\$4,326,801.39
2008 Uses	\$0.00
2008 Balance	\$4,326,801.39
2009 Receipts	\$9,661,761.61
2009 Uses	\$0.00
2009 Balance	\$9,661,761.61
2010 Receipts	\$2,845,680.85
2010 Uses	\$0.00
2010 Balance	\$2,845,680.85

Grand Totals	
Receipts	\$16,834,243.85
Uses	\$0.00
Balance	\$16,834,243.85

**The Metropolitan District
State of Connecticut - State Revolving Fund Utilization
(K\$)**

Clean Water Fund																
Application		Agreement Execution Date	Current Status - IFOP/LO	Amount of Authorized Funding			ARRA Stimulus \$			Receipts -March 31, 2010 YTD			Receipts - Execution to Date			
				Grant	Loan	Total	IFOP/LO Execution Date	Grant	Loan	Total	Grant	Loan	Total	Grant	Loan	Total
142 C		5/19/2006 PLO		\$	6,200	\$ 6,200	9/4/2008									
149 C		9/17/2007 PLO			12,710	12,710	3/31/2009									
160 C		7/28/2006 PLO		4,481	4,823	9,314	12/27/2007					1,801				
166 C		10/28/2008 IFO			20,000	20,000	1/9/2009			2,411						
508 C		9/17/2007 PLO		537	1,352	1,889	4/30/2008					509				
520 C		11/14/2007 PLO		2,069	4,637	6,696	3/31/2009					1,941				
521 C		11/14/2007 PLO					9/30/2008					4,212				
578C		5/19/2006 PLO		2,066	2,043	4,108	12/19/2008					2,066				
578 CD1		12/8/2008 IFO		3,910	4,094	7,994	12/19/2008			220	904	1,123				
619 D		9/11/2008 IFO		8,600	9,600	19,200	10/16/2008			359	359	738				
626 C		8/27/2009 IFO		30,000	30,000	60,000	9/15/2009			16,000	15,000	30,000				
633 C		1/28/2010 IFO		3,725	15,486	19,211	2/5/2010									
				\$ 56,389	\$ 111,134	\$ 167,522		\$ 18,863	\$ 22,743	\$ 39,605		\$ 2,906	\$ 6,084	\$ 9,070	\$ 25,225	\$ 58,345
																\$ 83,573

Legend

Application	Description
142 C	Fishy/Watersfield Pump Station
149 C	SSO Projects
160 C	Tower Brook
166 C	SSO Projects
508 C	East Hartford BNR
520 C	Hartford BNR
521 C	Tranmont St & Engineering Projects
578 CD1	Farmington Ave
619 C	CSO Projects
619 D	CSO Projects
626 C	Hornstead Avenue
633C	Heat Recovery

Addendum Schedules

COMPARATIVE ANALYSIS **WATER REVENUE**

Year To Date March 31, 2010

For the Month of March 2010

	March 2010 Actual	March 2010 Budget	March 2009 Actual	\$ Variances (Unf)/Fav	
				Mar 2010 Actual v Budget	Mar 2010 Actual v Mar 2009 Actual
<u>Sale of Water</u>					
Domestic	2,131,749	2,216,750	2,019,250	(85,001)	112,499
Commercial	578,603	634,532	577,410	(55,929)	1,193
Industrial	90,851	144,539	121,625	(53,688)	(30,774)
Public Authorities	122,406	158,733	136,446	(36,327)	(14,040)
Other Water Companies	114,097	103,399	151,567	10,698	(37,470)
Total Water Sales	\$ 3,037,706	\$ 3,257,953	\$ 3,006,298	\$ (220,247)	\$ 31,408
<u>Water Customer Service Charge</u>					
Domestic	587,186	476,912	514,031	110,274	73,155
Commercial	73,556	58,835	66,739	14,721	6,817
Industrial	10,275	9,553	10,160	722	115
Public Authorities	21,153	29,055	19,399	(7,902)	1,754
Other Water Companies	112	295	219	(183)	(107)
Total Customer Service Charge	\$ 692,282	\$ 574,651	\$ 610,548	\$ 117,631	\$ 81,734
<u>Surcharges</u>					
General	16,113	14,796	17,055	1,317	(942)
Special	3,119	3,931	3,094	(812)	25
Total Water Surcharges	\$ 19,232	\$ 18,727	\$ 20,149	\$ 505	\$ (917)
Total Water Revenue	\$ 3,749,220	\$ 3,851,331	\$ 3,636,995	\$ (102,111)	\$ 112,225
<u>Other Water Operating Revenues</u>					
Hydrant Maintenance	(3,040)	-	-	(3,040)	(3,040)
Fire Service %	122,493	113,948	111,808	8,545	10,685
Penalties/Fees	121,304	89,641	106,245	31,663	15,059
Water Property Rents	5,288	3,357	13,966	1,931	(8,678)
Sale of Materials	-	-	-	-	-
Total - Other Operating Revenue	\$ 246,045	\$ 206,945	\$ 232,019	\$ 39,100	\$ 14,026
<u>Non Operating Revenues</u>					
Investment Interest Water Utility	2,875	13,190	8,189	(10,315)	(5,314)
Investment Interest Water Bond	-	-	-	-	-
Main Pipe Interest	6,262	10,375	8,995	(4,113)	(2,733)
Indirect Costs (admin overhead)	1,223	1,722	1,140	(499)	83
Short Term Bill Jobs	3,483	3,215	7,050	268	(3,567)
Forestry	43,295	2,717	205	40,578	43,090
Gravel	-	-	-	-	-
Recreation	-	-	-	-	-
Miscellaneous / Non-Recurring	(22,488)	3,131	(3,231)	(25,619)	(19,257)
State and Federal Grants	-	-	-	-	-
Developers Bill Jobs (large projects)	574	12,836	(15,546)	(12,262)	16,120
Contribution/Aid of Construction	3,364	13,643	3,010	(10,279)	354
Total Non Operating	\$ 38,588	\$ 60,829	\$ 9,812	\$ (22,241)	\$ 28,776
Total Non - Water Rent Revenue	\$ 284,633	\$ 267,774	\$ 241,831	\$ 16,859	\$ 42,802
Total Water Revenue	\$ 4,033,853	\$ 4,119,105	\$ 3,878,826	\$ (85,252)	\$ 155,027

COMPARATIVE ANALYSIS **WATER REVENUE**

Year To Date March 31, 2010

March 31, 2010 Year to Date Activity

	March 2010 YTD Actual	March 2010 YTD Budget	March 2009 YTD Actual	\$ Variances (Unf)/Fav	
				Mar YTD 2010 Actual v Budget	Mar 2010 YTD Actual v Mar 2009 YTD Actual
<u>Sale of Water</u>					
Domestic	6,249,524	7,320,146	6,658,382	(1,070,622)	(408,858)
Commercial	1,851,252	2,104,827	1,947,054	(253,575)	(95,802)
Industrial	276,853	428,464	349,795	(151,611)	(72,942)
Public Authorities	488,156	568,680	529,420	(78,524)	(41,264)
Other Water Companies	425,382	295,380	279,713	130,002	145,669
Total Water Sales	\$ 9,291,167	\$ 10,715,497	\$ 9,764,364	\$ (1,424,330)	\$ (473,197)
<u>Water Customer Service Charge</u>					
Domestic	1,347,882	1,278,004	1,394,331	69,878	(46,449)
Commercial	203,222	178,605	205,341	24,617	(2,119)
Industrial	29,012	29,539	29,690	(527)	(678)
Public Authorities	69,570	108,418	70,894	(38,848)	(1,324)
Other Water Companies	335	880	673	(545)	(338)
Total Customer Service Charge	\$ 1,650,021	\$ 1,595,446	\$ 1,700,929	\$ 54,575	\$ (50,908)
<u>Surcharges</u>					
General	122,365	101,522	129,616	20,843	(7,251)
Special	45,315	92,659	45,178	(47,344)	137
Total Water Surcharges	\$ 167,680	\$ 194,181	\$ 174,794	\$ (26,501)	\$ (7,114)
Total Water Revenue	\$ 11,108,868	\$ 12,505,124	\$ 11,640,087	\$ (1,396,256)	\$ (531,219)
<u>Other Water Operating Revenues</u>					
Hydrant Maintenance	(3,040)	334	667	(3,374)	(3,707)
Fire Service %	347,436	350,376	352,677	(2,940)	(5,241)
Penalties/Fees	277,964	274,409	301,179	3,555	(23,215)
Water Property Rents	15,757	10,549	19,896	5,208	(4,139)
Sale of Materials	-	-	-	-	-
Total - Other Operating Revenue	\$ 638,117	\$ 635,669	\$ 674,419	\$ 2,448	\$ (36,302)
<u>Non Operating Revenues</u>					
Investment Interest Water Utility	6,779	42,082	30,231	(35,303)	(23,452)
Investment Interest Water Bond	-	-	-	-	-
Main Pipe Interest	22,476	29,987	35,296	(7,511)	(12,820)
Indirect Costs (admin overhead)	2,780	4,431	5,570	(1,651)	(2,790)
Short Term Bill Jobs	11,729	24,194	28,340	(12,465)	(16,611)
Forestry	43,535	23,828	78,766	19,707	(35,231)
Gravel	-	-	-	-	-
Recreation	-	-	-	-	-
Miscellaneous / Non-Recurring	(22,125)	9,992	(5,622)	(32,117)	(16,503)
State and Federal Grants	-	6,928	7,725	(6,928)	(7,725)
Developers Bill Jobs (large projects)	25,021	97,546	55,219	(72,525)	(30,198)
Contribution/Aid of Construction	13,016	271,305	10,574	(258,289)	2,442
Total Non Operating	\$ 103,211	\$ 510,292	\$ 246,099	\$ (407,081)	\$ (142,888)
Total Non - Water Rent Revenue	\$ 741,328	\$ 1,145,961	\$ 920,518	\$ (404,633)	\$ (179,190)
Total Water Revenue	\$ 11,850,196	\$ 13,651,086	\$ 12,560,605	\$ (1,800,890)	\$ (710,409)

COMPARATIVE ANALYSIS SEWER REVENUE

Year To Date March 31, 2010

For the Month of March 2010

For the Month of March 2010			\$ Variances (Unf)/Fav		
	March 2010 Actual	March 2010 Budget	March 2009 Actual	Mar 2010 Actual v Budget	Mar 2010 Actual v Mar 2009 Actual
<u>Sewer</u>					
<u>Ad Valorem Tax</u>					
Hartford	-	-	-	-	-
East Hartford	-	-	-	-	-
Newington	-	-	-	-	-
Wethersfield	-	-	-	-	-
Windsor	-	-	-	-	-
Bloomfield	-	-	-	-	-
Rocky Hill	-	-	-	-	-
West Hartford	-	-	-	-	-
Total Ad Valorem	\$ -	\$ -	\$ -	\$ -	\$ -
<u>Revenue From Other Gov't Agencies</u>					
State and Federal Grants	-	-	-	-	-
Sludge	197,668	226,076	210,466	(28,408)	(12,798)
Hazardous Waste Disposal	-	-	-	-	-
CRRA-Direct (operational costs)	-	115,001	90,960	(115,001)	(90,960)
CRRA-Indirect (admin overhead)	74,520	189,229	175,102	(114,709)	(100,582)
Total - Gov't Agency Revenue	\$ 272,188	\$ 530,306	\$ 476,528	\$ (258,118)	\$ (204,340)
<u>Other Sewer Revenue</u>					
Septage (private haulers)	40,883	33,553	37,588	7,330	3,295
HQ Rental (parking)	525	397	359	128	166
General Fund Investment Income	5,269	7,046	8,217	(1,777)	(2,948)
Non Taxable Fee (insurance refunds)	313	231	2,848	82	(2,535)
Taxable Fee (photocopies,map sales,)	(6,213)	(1,574)	(8,259)	(4,639)	2,046
Property Rents (cellular towers WPCP)	3,667	5,406	3,636	(1,739)	31
PM Unit Overhead	-	(19,844)	-	19,844	-
FOG Charges	50	8,232	(450)	(8,182)	500
Developers, Bill Jobs, (eng,inspec,additives)	33,246	10,397	40,680	22,849	(7,434)
Bill Jobs Revenue, Payroll, Mat., Equip.	-	10,397	-	(10,397)	-
Payroll Act. for Developers and Bill Jobs	-	3,669	-	(3,669)	-
Indirect Costs	-	3,058	-	(3,058)	-
Total - Other Sewer Revenue	\$ 77,740	\$ 60,966	\$ 64,619	\$ 16,774	\$ (6,879)
<u>Sewer User Charge</u>					
High Flow Net	77,326	98,565	106,694	(21,239)	(29,368)
Non Municipal Tax Exempt	168,331	158,097	164,033	8,234	2,298
Town of Manchester	9,839	1,871	6,178	7,968	3,661
Town of South Windsor	439	76	314	363	125
Town of Farmington	603	1,917	582	(1,314)	21
Town of Cromwell	26,116	734	316	25,382	25,800
CRRA Landfill Discharge Fees	314	27,694	19,785	(27,380)	(19,471)
Bradley/East Granby, Hamilton Std	26,866	106,691	107,070	(79,825)	(80,204)
Strength Charge	43,209	49,363	47,293	(6,154)	(4,084)
Penalty Fees (% unpaid balances)	822	7,138	5,846	(6,316)	(5,024)
Total Sewer User Charge	\$ 351,865	\$ 452,146	\$ 458,111	\$ (100,281)	\$ (106,246)
<u>Contributions/Transfers from Other Funds</u>	2,096,000	2,096,000	-	-	2,096,000
Total Non-Ad Valorem Revenue	\$ 2,797,793	\$ 3,139,418	\$ 1,019,258	\$ (341,625)	\$ 1,778,535
Total Sewer Revenue	\$ 2,797,793	\$ 3,139,418	\$ 1,019,258	\$ (341,625)	\$ 1,778,535

COMPARATIVE ANALYSIS SEWER REVENUE

Year To Date March 31, 2010

March 31, 2010 Year to Date Activity

				\$ Variances (Unf)/Fav	
	March 2010	March 2010	March 2009	Mar YTD 2010	Mar 2010 YTD
	YTD Actual	YTD Budget	YTD Actual	Actual v Budget	Actual v Mar 2009 YTD Actual
<u>Sewer</u>					
<u>Ad Valorem Tax</u>					
Hartford	2,137,200	2,137,200	2,137,200	-	-
East Hartford	970,200	970,200	970,200	-	-
Newington	657,125	657,125	657,125	-	-
Wethersfield	623,375	623,375	623,375	-	-
Windsor	689,250	689,250	689,250	-	-
Bloomfield	569,100	569,100	569,100	-	-
Rocky Hill	435,000	435,000	435,000	-	-
West Hartford	1,660,500	1,660,500	1,660,500	-	-
Total Ad Valorem	\$ 7,741,750	\$ 7,741,750	\$ 7,741,750	\$ -	\$ -
<u>Revenue From Other Gov't Agencies</u>					
State and Federal Grants	-	4,545	12,293	(4,545)	(12,293)
Sludge	622,730	696,093	649,891	(75,363)	(27,161)
Hazardous Waste Disposal	-	(7,914)	(6,977)	7,914	6,977
CRRA-Direct (operational costs)	-	237,979	188,230	(237,979)	(188,230)
CRRA-Indirect (admin overhead)	377,016	392,477	363,176	(15,461)	13,840
Total - Gov't Agency Revenue	\$ 999,746	\$ 1,325,180	\$ 1,206,813	\$ (325,434)	\$ (206,867)
<u>Other Sewer Revenue</u>					
Septage (private haulers)	159,218	120,346	134,819	38,872	24,399
HQ Rental (parking)	1,378	1,192	1,078	186	300
General Fund Investment Income	13,375	29,459	34,357	(16,084)	(20,982)
Non Taxable Fee (insurance refunds)	439	639	7,877	(200)	(7,438)
Taxable Fee (photocopies, map sales,)	(5,881)	(1,557)	(8,171)	(4,324)	2,290
Property Rents (cellular towers WPCP)	10,999	18,447	12,408	(7,448)	(1,409)
PM Unit Overhead	-	2,205	-	(2,205)	-
FOG Charges	-	26,930	50	(26,930)	(50)
Developers, Bill Jobs, (eng. inspec. additives)	(2,200)	34,012	133,084	(36,212)	(135,284)
Bill Jobs Revenue, Payroll, Mat., Equip.	88,763	34,012	-	54,751	88,763
Payroll Act. for Developers and Bill Jobs	-	12,004	-	(12,004)	-
Indirect Costs	-	10,004	-	(10,004)	-
Total - Other Sewer Revenue	\$ 266,091	\$ 287,692	\$ 315,502	\$ (21,601)	\$ (49,411)
<u>Sewer User Charge</u>					
High Flow Net	272,364	295,237	319,585	(22,873)	(47,221)
Non Municipal Tax Exempt	616,125	571,077	592,518	45,048	23,607
Town of Manchester	24,586	7,984	18,616	16,602	5,970
Town of South Windsor	2,140	3,690	1,340	(1,550)	800
Town of Farmington	26,358	6,400	28,282	19,958	(1,924)
Town of Cromwell	26,449	1,204	32,448	25,245	(5,999)
CRRA Landfill Discharge Fees	711	44,267	1,055	(43,556)	(344)
Bradley/East Granby, Hamilton Std	87,787	170,537	171,144	(82,770)	(83,377)
Strength Charge	164,860	126,405	121,105	38,255	43,555
Penalty Fees (% unpaid balances)	3,018	20,618	16,886	(17,600)	(13,868)
Total Sewer User Charge	\$ 1,224,178	\$ 1,247,420	\$ 1,302,979	\$ (23,242)	\$ (78,801)
Total Non-Ad Valorem Revenue	\$ 2,490,015	\$ 2,860,291	\$ 2,825,094	\$ (370,276)	\$ (335,079)
<u>Contributions/Transfers from Other Funds</u>	-	2,096,000	-	(2,096,000)	-
Total Sewer Revenue	\$ 10,231,765	\$ 12,698,041	\$ 10,566,844	\$ (2,466,276)	\$ (335,079)

**COMPARATIVE ANALYSIS
LEGAL EXPENSES
As of March 31, 2010**

Lawyer/Firm	General Legal	Special Programs (Collections)	Capital Improvement Program	Clean Water Project	Total
(1) Levy & Droney PC	\$ 7,644	\$ -	\$ -	\$ 2,310	9,954
(2) Mantak & Christensen	-	2,362	-	-	2,362
(3) Nassau, Griffith & Kelly, LLC	-	40,931	-	-	40,931
(4) Sandler & Mars PC	58,048	-	-	-	58,048
(5) Gaffney, Bernier and Associates Inc.	3,524	-	-	-	3,524
(6) Doyle and D'Amore	5,000	-	-	-	5,000
(7) Nuzzo & Roberts, LLC	-	-	-	-	-
(8) Robinson & Cole LLP	-	-	-	-	-
(9) Law Offices of Jay F. Meloynsky	30,645	-	-	39,733	70,378
(10) Law Offices of R. Bartley Halloran	37,280	-	-	38,675	75,955
(11) Marc Needleman	-	116,896	-	-	116,896
(12) Chadwick & Stone	4,208	-	-	44,113	48,320
(13) F. Timothy McNamara, PC	-	-	-	-	-
(14) Tydings & Rosenberg	4,672	-	-	18,013	22,685
(15) Law Offices of Alexander Aponte	13,378	-	-	17,539	30,917
(16) The Maley Law Firm	3,750	-	-	-	3,750
(17) Gordon, Muir and Foley, LLP	-	-	-	7,133	7,133
(18) Crumie Law Group LLC	179,419	-	-	173,486	352,905
(19) The Jorgensen Law Firm, LLC	56,611	-	-	41,561	98,172
(20) Reid and Reige, PC	858	-	-	-	858
(21) Dominick M. Di Gangi, P.E. Esq.	6,000	-	-	-	6,000
(22) JMS Consulting, LLC	30,000	-	-	-	30,000
(23) Ryan & Ryan	-	-	-	-	-
(24) Kilpatrick Stockton	-	-	-	-	-
(25) Shipman & Goodwin	-	-	-	-	-
(26) Nair & Levin, PC	-	33,056	-	-	33,056
(27) Clendenen & Shea, LLC	30,338	-	-	-	30,338
(28) Legal Support Services	(14,011)	-	-	-	(14,011.25)
TOTALS TO DATE*	457,262	195,245	-	382,562	1,035,069
2010 Budget	1,808,000	500,000	-	-	-
Remaining Balance	1,342,738	304,755	-	-	-

***Excludes Encumbrances**

- (1) Provides counsel concerning bonding and issues relating to clean water funding.
- (2) Assigned collection lawsuits for the District.
- (3) Handles collection matter for the District.
- (4) Handles energy related matters, which included the proposal to recapture waste heat at the sewage treatment plant, issues related to CRRA and issues relating to the purchase of energy.
- (5) Provides legislative oversight.
- (6) Provides legislative oversight.
- (7) Employment Litigation
- (8) Provides counsel relating to bonding issues.
- (9) Provides contract advice and approval for MDC's regular business and sewer improvement contracts, monitoring and advising the District concerning all related legislation.
- (10) Current District Counsel.
- (11) Handles collection matters for the District.
- (12) Involved in personnel matters, large collection matters, settlements of claims involving sewer backups and personal injury actions against the District.
- (13) Provides counsel concerning the District's obligations under the consent decree with the Environmental Protection Agency.
- (14) Provides assistance concerning diversity issues, capacity studies and minority hiring issues specifically related to the consent decree.
- (15) Provides services in the area of federal fund/resource identification and working closely with the respective CT congressional offices as well.
- (16) Provides advice and reviews procurement practices of the District regarding competitive bidding.
- (17) Provides counsel relating to customer bankruptcy and foreclosures.
- (18) Disparity Study Review, FARS, Compliance & Internal controls
- (19) Handles filings for all bankruptcies and foreclosures on behalf of MDC, review RFQ/P for CWP, Tower area north, general corporate counsel
- (20) Bond Sale of 2004
- (21) Matters relating to CRRA
- (22) Employment Litigation, labor relations
- (23) OCIP issues
- (24) Tax treatment of employer provided automobile
- (25) Handles collection matters for the District
- (26) Handling CRRA arbitration

COMPARATIVE ANALYSIS
HEADCOUNT

As of MARCH 31, 2010

COST CENTERS	DEPARTMENT	2010 Adopted	2010 Actual	Variance
1200000	Chief Executive Office	4	4	0
1310015	Administrative Services	1	1	0
1410015	Legal	3	3	0
1510015	Human Resources	11	11	0
1610015	Chief Administrative Office	3	3	0
1710015	Information Systems	15	15	0
1800000	Finance	37	36	(1)
1900000	Environment, Health & Safety (EH&S)	8	8	0
2000000	Engineering & Planning (E&P)	44	42	(2)
2100000	Customer Service	40	41	1
3000000	Operations	99	90	(9)
4010015	Chief Operating Office	4	2	(2)
4020000	Water Pollution Control	77	77	0
4040000	Maintenance	60	61	1
5020000	Water Treatment	50	50	0
5030000	Water Supply	29	29	0
5410020	Patrol	10	10	0
8310020	Riverfront Park Systems	6	6	0
Total	Operating Budget	501	489	(12)
Various	Capital Improvement Program	36	34	(2)
7920000	Clean Water Project	50	53	3
9000000	Mid-Connecticut Project	83	76	(7)
Grand Total		670	652	(18)

COMPARATIVE ANALYSIS
OVERTIME
 YEAR TO DATE MARCH 31, 2010

COST CENTERS	DEPARTMENT	2010	2010	Variance	Explanation
		Adopted	Actual		
1200000	Chief Executive Office	0.0%	0.0%	0.0%	
1311015	Administrative Services	0.0%	0.0%	0.0%	
1410015	Legal	0.0%	0.0%	0.0%	
1510015	Human Resources	0.8%	0.1%	-0.7%	
1610015	Chief Administrative Office	0.0%	0.0%	0.0%	
1710015	Information Systems	4.0%	11.3%	7.2%	Workload
1800000	Finance	2.9%	3.7%	0.8%	
1900000	Environment, Health & Safety	1.8%	0.0%	-1.8%	
2000000	Engineering & Planning	3.5%	3.2%	-0.3%	
2100000	Customer Service	12.0%	20.6%	8.5%	AMR Project
3000000	Operations	19.8%	35.1%	15.4%	UPA / RF / Breaks
4010015	Chief Operating Office	0.0%	0.0%	0.0%	
4020000	Water Pollution Control	12.9%	12.0%	-0.9%	
4040000	Maintenance	12.7%	25.1%	12.5%	Hqtr Renovation
5020000	Water Treatment	10.0%	13.2%	3.2%	
5030000	Water Supply	9.8%	7.7%	-2.2%	
5410020	Patrol	0.0%	11.0%	11.0%	Budgeted \$0 OT
8310020	Riverfront Park Systems	14.6%	4.5%	-10.1%	
	Total	10.1%	15.2%	5.2%	

COST CENTERS	DEPARTMENT	2010	2010	Variance	
		Adopted	Actual		
9000000	Mid-Connecticut Project	33.3%	28.1%	-5.2%	
Various	Capital Improvement Program	13.7%	19.2%	5.5%	
Various	Clean Water Project	5.3%	1.8%	-3.6%	
	Total	19.4%	16.8%	-2.6%	

COMPARATIVE ANALYSIS
MATERIAL FROM STOCK EXPENSES

Year To Date March 31, 2010

Cost Center	2010 Budget	2010 Actual YTD	% of Budget
2120015 Customer Service	\$ 3,500	\$ -	0.0%
3040015 Oper Sys Rep C	\$ 10,000	\$ 750	7.5%
3050015 Oper Sys Mnt C	\$ 847,600	\$ 253,898	30.0%
4022010 FO&M WPC Hfd S	\$ 419,400	\$ 157,091	37.5%
4023010 FO&M WPC EH S	\$ 1,500	\$ 849	56.6%
4024010 FO&M WPC Poq S	\$ 2,500	\$ 639	25.6%
4025010 FO&M WPC RH S	\$ 3,400	\$ 204	6.0%
4026010 FO&M WPC Lab S	\$ 100	\$ 5	5.5%
4042015 FO&M Mnt FEM C	\$ 25,000	\$ 12,117	48.5%
4044215 FO&M Mnt AFM C	\$ 6,000	\$ -	0.0%
4045015 FO&M Mnt CEM - Comb	\$ 175,000	\$ 60,582	34.6%
5022020 WT&S WT WHFD W	\$ 1,000	\$ 5	0.5%
5023020 WT&S WT Blfd W	\$ 2,000	\$ 29	1.5%
5033015 WT&S WS RsOp C	\$ 1,000	\$ 954	95.4%
8310020 Riverfrnt Prks Sys-W	\$ 8,500	\$ 3,001	35.3%
Totals	\$ 1,506,500	\$ 490,124	32.5%

Carol Fitzgerald, Manager of Financial Control, reported on the status of the Fiscal Year 2009 Audit.

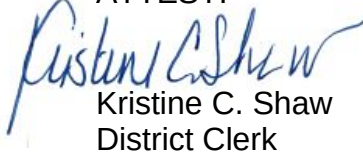
- The preliminary audit stage lasted approximately 1 ½ weeks and was completed the week of March 22nd

- Fieldwork started the week of April 12th and continued on site for 2 ½ weeks – the auditors left our site the first week of May. Since then, we have been in contact with them on a daily basis
- Auditors are scheduled to present a draft report to the District by May 31st
- Reed Risteen will meet to discuss the CAFR and 2009 audit with the Board of Finance the week of June 7th

ADJOURNMENT

The meeting was adjourned at 6:45 p.m.

ATTEST:


Kristine C. Shaw
District Clerk

June 29, 2010

Date of Approval

**Special Meeting
of
BOARD OF FINANCE
The Metropolitan District**

555 Main Street, Hartford

Tuesday, June 29, 2010

PRESENT: Commissioners Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Linda King-Corbin (5)

ABSENT: Commissioners Adam M. Cloud, William P. Horan, Citizen Members Richard Mulready and Dale Ryan (4)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
R. Bartley Halloran, District Counsel
Christopher R. Stone, Assistant District Counsel
Kristine C. Shaw, District Clerk
Linda R. Foster, Executive Assistant
Kerry E. Martin, Assistant to the Chief Executive Officer
Robert Constable, Manager of Budgeting & Analysis
Carol Fitzgerald, Manager of Financial Control
Stan Pokora, Manager of Treasury
Reed Risteen, Blum Shapiro
Richard Goldstein, Attorney, Pepe & Hazard LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 4:04 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Citizen Member Courneen and duly seconded, the meeting minutes of May 17, 2010 were approved.

FISCAL 2009 AUDIT – CLOSING REPORT FROM BLUM SHAPIRO-Report 4.

Reed Risteen reviewed the Post Audit Communications report with Committee members.

[A copy of the report as presented is maintained in the Office of the District Clerk]

CLOSEOUT OF WATER, SEWER AND COMBINED CAPITAL PROJECT PROGRAMS-Report 5.

Closeout of Water Capital Project Program

To: The Board of Finance for consideration June 29, 2010

The District has undertaken the task of updating its Capital Improvement Project (CIP) records. The task includes the identification of projects which have been completed, cancelled, or had a change of scope. Based upon the review, District staff now recommends that the following projects be closed:

Project Name	Name	Year	BA	Town	Budget	Expended Amount	Remaining Balance
CWN0000910	GPW2000 Water Supply Main Pipe Cleaning	2000	2090		804,547	804,547	0
CWN0001022	Valve Repl,Supply Main,New Htfd(FORM.246	1996	2090		450,608	450,608	0
CWN0001073	2004 GPW-Water Facilities Security Imp.	2004	2090		186,641	186,641	0
CWA0000301	1992 COMPLETED PROJECTS	1992	2090		152,198	152,198	0
CWA0000317	2001-Assessable Water Program	2001	2090		333	333	0
CWN0000909	GPW2000 Replace/Upgrade Fuel Storage	2000	2090		383,749	383,749	0
CWN0000911	GPW2000 Dev.Computer Model T/D systems	2000	2090		541,834	541,834	0
CWN0000912	GPW2000 Consultant Engineering Services	2000	2090		43,465	43,465	0
CWN0000913	GPW2000 Water P.S.	2000	2090		49,511	49,511	0

	Electrical Upgrade						
CWN0000915	GPW2000 Reserve	2000	2090		92,012	92,012	0
CWN0000922	Kitts Lane Feeder Main GPW-1999	1999	2090		4,981	4,981	0
CWN0000941	SIVL-GREENE TERRACE (FORM. 139)	1996	2090		6,686	6,686	0
CWN0000948	CLSD-SIVL-MAPLE AVE (FORM. 166)	1996	2090		445,557	389,745	55,812
CWN0000956	Instr. at West Hartford Filters (130)	1995	2090	West Hartford	570,004	570,004	0
CWN0000962	Wtr Supply & Treatm	1997	2090		361,353	361,353	0
CWN0000972	SIVL-Cornwall Street, Hartford (186)	1999	2090	Hartford	317,391	317,391	0
CWN0000973	SIVL-Allen- Barber	1996	2090		459,261	353,423	105,838
CWN0000975	Water Storage/Hydro.Tank Rest.(FORM.194)	1999	2090		299,738	299,738	0
CWN0000976	Contingency Reserve(FORM. 195)	1999	2090		104,544	104,544	0
CWN0000977	Clsd Watr Supply Improvements(FORM. 196)	1999	2090		427,752	427,752	0
CWN0000986	SIVL-Whitney Street, E, HTD/MIDD (188)	1999	2090	East Hartford	1,718	1,718	0
CWN0000987	SIVL-Broadview St., Newt.(FORM.244)	1996	2090	Newington	4,042	4,042	0
CWN0000989	Meter Conversion Program- 1990(FORM.901)	1990	2090		120,000	120,000	0
CWN0000991	Meter Conversion Program- 1991(FORM.902)	1991	2090		400,000	400,000	0
CWN0001011	Roslyn St. Water Repl, Htfd(FORM.178)	1998	2090	Hartford	9,177	9,177	0
CWN0001034	99 GPWPR-WATER BOTTLING PROJECT	1999	2090		600	600	0
CWN0001035	2000 Product Development	2000	2090		63,538	63,538	0
CWN0001039	Duncaster, Bloomfield	2000	2090	Bloomfield	2,560,300	2,560,300	0
CWN0001042	2001 GPW-Water Storage Facilities Improve	2001	2090		507,767	507,767	0
CWN0001043	2001 GPW-Reserve	2001	2090		68,550	68,550	0
CWN0001046	2002 LONG HILL/BURNHAM STREETS, EH CLASS	2002	2090	East Hartford	298,761	298,761	0
CWN0001048	2002 TERRY PLAINS ROAD, BLOOMFIELD,	2002	2090	Bloomfield	439,285	439,285	0

	CLAS						
CWN0001050	2002 IMPROVEMENTS TO WATER STORAGE FACIL	2002	2090		459,659	459,659	0
CWN0001052	2002 UPLANDS PUMP STATION UPGRADE	2002	2090		16,650	16,650	0
CWN0001053	2002 UNIONVILLE WATER CO. AGREEMENT RELA	2002	2090		453,796	453,796	0
CWN0001056	2002 WH.WATER TREATMENT PLANT WASTEWATE	2002	2090		43,520	43,520	0
CWN0001059	Vulnerability Assessment		2090		115,000	114,944	56
CWN0001064	2003 GIS LANDBASE DATABASE DEVELOPMENT	2003	2090		442,587	442,587	0
CWN0001066	2003 RESERVE	2003	2090		36,250	36,250	0
CWN0001068	2002 GPW-Hillsboro Drive, West Hartford	2002	2090	West Hartford	9,950	9,950	0
CWN0001071	2004 GPW- Roof Repairs at VWT&S	2004	2090		323	323	0
CWN0001072	2004 GPW-Radio Based Automated Meter	2004	2090		25	25	0
CWN0001075	2000 GPW-Nepaug Pipeline Repair	2000	2090		11,965	11,965	0
CWNSA00007	DAM REHABILITATION (FORM.104)	1998	2090		1,892,076	1,892,076	0
	Subtotal BA 2090				13,657,704	13,495,998	161,706
CWN0001082	Instr. at West Hartford Filters	1995	2195	West Hartford	329,996	304,104	25,892
	Subtotal BA 2195				329,996	304,104	25,892
CWN0001088	Roslyn St. Water Repl, Htfd	1998	2198	Hartford	151,500	90,425	61,075
CWN0001089	Pump Station Improvements	1998	2198		2,867	0	2,867
	Subtotal BA 2198				154,367	90,425	63,942
CWN0001102	GPW2000 Replace/Upgrade Fuel Storage	2000	2200		227,224	105,627	121,597
CWN0001103	GPW2000 DevComputer Modl T/D system	2000	2200	District Wide	208,166	19,353	188,813
CWN0001104	GPW2000 Consultant Engineering Svcs	2000	2200	District Wide	206,535	50,399	156,136
CWN0001105	GPW2000 Reserve	2000	2200		10,903	0	10,903
CWN0001106	2000 Product	2000	2200		2,419	0	2,419

	Development						
CWN0001107	SINCLAIR ST WINDSOR-2000 WTR REPL.	2000	2200	Windsor	50,000	0	50,000
CWN0001108	WILSON ST WATER REPL.	2000	2200	Windsor	276,500	0	276,500
CWN0001109	TUNXIS AV BLOOMFIELD-2000 WTR REPL.	2000	2200	Bloomfield	423,500	10,057	413,443
CWN0001110	2000 GPW-Nepaug Pipeline Repair	2000	2200		138,527	14,403	124,124
CWN0001111	Duncaster, Bloomfield	2000	2200	Bloomfield	97,177	0	97,177
	Subtotal BA 2200				1,640,951	199,839	1,441,112
CWN0001119	2001 GPW-System Improvements Various Loc	2001	2201		125,000	109,664	15,336
CWN0001120	2001 GPW-Water Storage Facilities Improve	2001	2201		42,233	28,239	13,994
	Subtotal BA 2201				167,233	137,903	29,330
CWN0001129	2002 VARIOUS SYSTEM IMPROVEMENTS	2002	2202	District Wide	774,285	614,403	159,882
CWN0001130	2002 GPW-Hillsboro Dr West Hartford	2002	2202	West Hartford	10,050	0	10,050
CWN0001131	2002 LONG HILL/BURNHAM ST, EH CLASS	2002	2202	East Hartford	11,703	2,586	9,117
CWN0001132	02 BIRCHWOOD RD WINDSr, CLASS I WATE	2002	2202	Windsor	700,000	628,219	71,781
CWN0001133	2002 TERRY PLAINS	2002	2202	Bloomfield	71,276	0	71,276
CWN0001134	2002 CLARK STREET	2002	2202	S. Windsor	300,000	110,175	189,825
CWN0001135	02 IMPROVEMNTS TO WTR STORGE FACIL	2002	2202		10,341	0	10,341
CWN0001138	02 UNIONVILLE WTR CO. AGREEMNT RELA	2002	2202	Farmington Unionville	546,204	121,404	424,800
CWN0001139	LAKE MCDONOUGH RECREATN AREA IMPR	2002	2202		200,000	196,395	3,605
CWN0001140	02 WH.WATER TREATEMENT PLANT WASTE	2002	2202	West Hartford	2,406,480	5,981	2,400,499
CWN0001141	2002 GPW-Goodrich Street, Hartford	2002	2202	Hartford	230,000	14,968	215,032
CWN0001160	2002 -Kelley Ave, Wethersfield	2002	2202	Wethersfield	100,000	88,901	11,099
	Subtotal BA 2202				5,360,339	1,783,032	3,577,307

CWN0001125	2004 GPW- Roof Repairs at VWT&S	2004	2204		442,677	414,541	28,136
	Subtotal BA 2204				442,677	414,541	28,136
CWN0001150	Land Aquisition	2005	2205		700,000	700,000	0
CWN0001149	Water Storage Fac	2005	2205		400,000	383,671	16,329
	Subtotal BA 2205				1,100,000	1,083,671	16,329
CWN0001163	2006 GPW-Storage Facilities	2006	2206		500,000	339,179	160,821
	Subtotal BA 2206				500,000	339,179	160,821
CWN0001193	2007 GPWP Mohawk Dr. West Hartford	2007	2207	West Hartford	500,000	487,379	12,621
	Subtotal BA 2207				500,000	487,379	12,621
CWN0001090	DAM REHABILITATION	1998	2300		130,185	102,821	27,364
	Subtotal BA 2300				130,185	102,821	27,364
CWN0001154	Radio Based Meter Reading	2005	2313		1,300,000	1,283,416	16,584
	Subtotal BA 2313				1,300,000	1,283,416	16,584
CWN0001157	Raw Water Bypass Removal	2005	2316	West Hartford	1,500,000	1,201,551	298,449
	Subtotal BA 2316				1,500,000	1,201,551	298,449
CWN0001174	2007-Paving Program	2007	2323		2,100,000	2,078,592	21,408
	Subtotal BA 2323				2,100,000	2,078,592	21,408
CWA0000340	2007 AWP Old Mill Lane, West Hartford	2007	2707	West Hartford	125,000	92,781	32,219
	Subtotal BA 2707				125,000	92,781	32,219
Total Water Program					29,008,452	23,095,232	5,913,220

Closeout of Sewer Capital Project Programs

To: The Board of Finance for consideration June 29, 2010

The District has undertaken the task of updating its Capital Improvement Project (CIP) records. The task includes the identification of projects which have been completed, cancelled, or had a change of scope. Based upon the review, District staff now recommends that the following projects be closed:

Project Name	Name	Year	BA	Town	Budget	Expended Amount	Remaining Balance
CSN0000972	SRP-Love Lane, Hartford	1999	5099	Hartford	312,912	291,113	21,799
CSN0000978	SRP-Lng Trm Cso Wtr Quality Monitori	1999	5099		350,000	309,578	40,422
CSN0000979	Contingency Reserve	1999	5099		193,450	185,255	8,195

CSN0001025	SRP-WOODPOND PMP STATION IMRPOVMNTS	1999	5099		10,000	2,500	7,500
	Subtotal BA 5099		5099		866,362	788,446	77,916
CSN0001026	2001 SEWER REHABILITATION PROJECTS	2001	5101		1,540	1,540	0
CSN0001038	2001 S.R.-Vernon St	2001	5101	Hartford	223,619	223,431	188
CSN0001040	STOWE VILLGE HRTFD HOUSING AUTHORIT	2001	5101		86,332	86,332	0
	Subtotal BA 5101				311,491	311,303	188
CSN0001108	West Primary Settling Tank Work	2003	5103		150,000	127,423	22,577
CSN0001109	Sludge PProcess Building Panel Mods.	2003	5103		90,000	77,988	12,012
	Subtotal BA 5103				240,000	205,411	34,589
CSN0001086	Sewer Inspection	2005	5105	District Wide	500,000	296,012	203,988
CSN0001087	2005 Reserve	2005	5105		80,250	80,250	0
	Subtotal BA 5105				580,250	376,262	203,988
CSN0001116	2007-GPS-Replace of Pump Station Equ	2007	5107		100,000	96,148	3,852
CSN0001118	2007 GPSP Various Roof Replacements	2007	5107		600,000	247,516	352,484
	Subtotal BA 5107				700,000	343,664	356,336
CSA0000427	1994 - Sunnyreach, West Hartford	1994	5630	West Hartford	106,580	73,696	32,884
CSA0000412	Sunny Reach	1993	5630	W. Hartford	813,288	803,090	10,198
CSA0000432	2002-99 Jordan Lane, Wethersfield	2002	5630	Wethersfield	103,000	7	102,993
CSA0000301	Old Mill Lane, West Hartford	1999	5630	West Hartford	596,000	408,038	187,962
	Subtotal BA 5630				1,618,868	1,284,831	334,037
CSN0000515	Connecticut River Interceptor, Htfd.	1996	5674	Hartford	1,057,641	1,057,641	0
CSN0000587	Regional Liquid Waste Receiving Fa	1996	5674		435,099	435,099	0
CSN0000588	Bar Screen #4	1996	5674		138,943	138,943	0
CSN0000590	Grit Chamber #4	1996	5674		239,298	239,298	0
CSN0000592	Flow Measurement	1996	5674		55,873	55,873	0
CSN0000596	Add'l PE & FE Pump #5 & Contr.	1996	5674		432,745	432,745	0
CSN0000598	Mototized Gates	1996	5674		166,241	166,241	0
CSN0000600	Diffuser Retrofit #5 & #6	1996	5674		1,132,618	1,132,618	0
CSN0000602	Structural Repairs	1996	5674		91,950	91,950	0
CSN0000604	Final Clarifiers - Baffles	1996	5674		236,588	236,588	0
CSN0000606	Pumping	1996	5674		792,902	792,902	0

	System/Return Sludge						
CSN0000607	Pump Station/Lagoon Storage	1996	5674		7,464,529	7,464,529	0
CSN0000609	Vortex Separators	1996	5674		391,266	391,266	0
CSN0000610	Screenings Handling Mod	1996	5674		336,917	336,917	0
CSN0000612	Compressor Houses MCC	1996	5674		180,403	180,403	0
CSN0000616	PE Pump 1-4 Controls	1996	5674		855,813	855,813	0
CSN0000620	Pump Sys./Eff. Flush & Foam Spray	1996	5674		523,266	523,266	0
CSN0000622	Thick. Imp./Pump Upg. & Sluge Recv.	1996	5674		275,822	275,822	0
CSN0000624	Polymer System Upgrade	1996	5674		234,483	234,483	0
CSN0000626	High Voltage Sys. Upgrade	1996	5674		1,053,561	1,053,561	0
CSN0000628	Roof Replacements	1996	5674		350,951	350,951	0
CSN0000630	Clarifier Polymer Sys	1996	5674		105,281	105,281	0
CSN0000632	Bar Screen 1, 2, 3	1996	5674		395,994	395,994	0
CSN0000633	Lagoon Excavation/Disposal	1996	5674		101,431	101,431	0
CSN0000634	Primary Tank Modifications	1996	5674		183,394	183,394	0
CSN0000635	Foam Spray	1996	5674		119,237	119,237	0
CSN0000636	Sludge Process HVAC	1996	5674		1,442,900	1,442,900	0
CSN0000640	EHWPCP Expansion	1996	5674		2,262,665	2,262,669	(4)
CSN0000642	Site Work	1996	5674		1,210,059	1,210,059	0
CSN0000644	Admin. Bldg. Mods	1996	5674		230,822	230,822	0
CSN0000646	Preliminary Treatment Facilities	1996	5674		1,040,819	1,040,819	0
CSN0000648	Raw Sewage Pump St	1996	5674		893,844	893,844	0
CSN0000650	Primary Settling Tanks	1996	5674		1,115,991	1,115,991	0
CSN0000654	Return Sludge Pump	1996	5674		661,381	661,381	0
CSN0000656	Secondary Settling Tank	1996	5674		726,401	726,401	0
CSN0000658	Clarifier Improvmnts	1996	5674		75,000	75,000	0
CSN0000660	Chlorine Building	1996	5674		172,786	172,786	0
CSN0000662	Effluent Pump Station	1996	5674		832,806	832,806	0
CSN0000664	Sludge Blending and Pump station	1996	5674		665,930	665,930	0
CSN0000668	Sampling Equipment	1996	5674		34,865	34,865	0
CSN0000670	Instrumentation & Control Egmt.	1996	5674		1,000,000	1,000,000	0

CSN0000672	Electrical Installation	1996	5674		1,419,356	1,419,356	0
CSN0000674	Emergency Generator	1996	5674		263,516	263,516	0
CSN0000675	Plant modification, East Hartford	1996	5674	East Hartford	775,578	775,578	0
CSN0000677	Dechlorination	1996	5674		199,809	199,809	0
CSN0000678	Risk Evaluation	1996	5674		15,840	15,840	0
CSN0000688	Private Property Inflow Redirection	1996	5674		41,734	41,734	0
CSN0000692	Aeration Tanks & Blower Building	1996	5674		50,000	50,000	0
CSN0000698	Clarifier Improvements	1996	5674		68,000	68,000	0
CSN0000700	Sludge Blending & Pump Station	1996	5674		53,117	53,117	0
CSN0000993	HWPC Plant Design	1996	5674		193,833	193,833	0
CSN0000516	78 Inteceptor	1996	5674	Hartford	11,655,513	11,655,513	0
CSN0000557	Franklin Sanitary Sewer	1996	5674	Hartford	4,054,647	4,054,647	0
CSN0000561	South, Campfield, Maple & Broad Sts	1996	5674	Hartford	3,142,284	3,142,284	0
CSN0000530	Franklin Avenue Area	1996	5674	Hartford	2,483,223	2,483,223	0
CSN0000680	RHWPCP Expansion	1996	5674	Rocky Hill	2,550,666	2,503,195	47,471
CSN0000555	Bond St Storm Sewer Franklin Av	1996	5674	Hartford	2,443,989	2,443,989	0
CSN0000542	Siphon@ S & Frankl	1996	5674	Hartford	1,958,559	1,958,496	63
CSN0000538	Proj. A:24 RCP Maple Av to Wyllys S	1996	5674	Hartford	1,761,592	1,761,592	0
CSN0000585	HWPCP Improvements	1996	5674	Hartford	1,405,737	1,405,737	0
CSN0000554	Proj. E: Storm Drain, Franklin Ave.	1996	5674	Hartford	1,406,757	1,406,757	0
CSN0000559	Chester Street Storm Sewer	1996	5674	Hartford	1,138,625	1,138,625	0
CSN0000580	Monitoring & Surveillance	1996	5674	Hartford	742,628	742,628	0
CSN0000540	Proj. B: C.B. Rehab Etc Frnkln Ave	1996	5674	Hartford	685,169	685,169	0
CSN0000544	Proj. P:MH Mod Franklin Av S/O So	1996	5674	Hartford	424,502	424,502	0
CSN0000586	Financing	1996	5674		249,844	249,843	1
CSN0000519	Dismantling Exp	1996	5674	Hartford	186,975	186,975	0
CSN0000546	ProjC: Flow Contrl Struct Frnkln Av	1996	5674	Hartford	71,441	71,441	0
CSN0000689	R.H. System T.V. Inspection	1996	5674	Rocky Hill	62,592	59,135	3,457
CSN0000679	Pitkin Home Sewer	1996	5674	East Hartford	2,425	2,425	0
CSN0000676	New Connecticut River Outfall	1996	5674	Hartford	6,232,708	6,073,600	159,108

CSN0001017	EHWPCF PLANT DESIGN-FORMERLY 511	1996	5674	East Hartford	2,315,571	2,315,571	0
CSN0001039	BA5674 Rocky Hill Safety & Regulator	1996	5674	Rocky Hill	2,225,257	1,974,899	250,358
	Subtotal BA 5674				80,000,002	79,539,548	460,454
CSN0001075	2004 Process Control Syste Improvements	2004	5704		4,090,000	3,250,568	839,432
	Subtotal BA 5704				4,090,000	3,250,568	839,432
CSN0001076	Pump Station Rehab	2004	5708	District Wide	3,350,000	2,768,429	581,571
CSN0001052	2002 WETHERSFLD PMP STATION REP	2002	5708		4,400,000	3,385,117	1,014,883
	Subtotal BA 5708				7,750,000	6,153,546	1,596,454
CSN0001053	2002 NUTRIENT REMOVAL PROGRAM	2002	5710		300,000	288,877	11,123
CSN0001065	2003 NITROGEN REMOVAL PROGRAM	2003	5710		500,000	494,233	5,767
CSN0001077	04 Interim Nitrogen Removal Program	2004	5710		1,300,000	1,292,623	7,377
	Subtotal BA 5710				2,100,000	2,075,733	24,267
CSN0001088	Fishfry Street Pmp	2005	5716	Hartford	5,000,000	3,935,832	1,064,168
	Subtotal BA 5716				5,000,000	3,935,832	1,064,168
CSN0001095	Nitrogen Reduction Program 2005	2005	5723		4,300,000	1,160,125	3,139,875
	Subtotal BA 5723				4,300,000	1,160,125	3,139,875
Total Sewer Program					107,556,973	99,425,269	8,131,704

Closeout of Combined Capital Project Programs

To: The Board of Finance for consideration June 29, 2010

The District has undertaken the task of updating its Capital Improvement Project (CIP) records. The task includes the identification of projects which have been completed, cancelled, or had a change of scope. Based upon the review, District staff now recommends that the following projects be closed:

Project Name	Name	Year	BA	Town	Budget	Expended Amount	Remaining Balance
CFP0000051	Headquarters Improvements	1999	5650	Hartford	1,750,000	1,749,976	24
CFP0000035	Headquarters Modificaitons	1998	5650	Hartford	500,000	499,206	794
CFP0000002	Headquarters Building	1997	5650	Hartford	250,000	248,371	1,629
CFP0000114	2004 Facility	2004	5650		200,000	199,853	147

	Renovations						
	Facility and Building Improvements						
CFP0000115		2005	5650		1,500,000	1,352,459	147,541
	Subtotal BA 5650				4,200,000	4,049,865	150,135
CFP0000127	2007 Various Roof Replacements	2007	5651		1,200,000	652,885	547,115
	Subtotal BA 5651				1,200,000	652,885	547,115
COM.CFP134.01	2008 Info Systems Equip. Replacem	2008	5677		700,000	699,586	414
CFP0000116	Computer System Upgrade	2005	5677		2,700,000	2,671,074	28,926
	Subtotal BA 5677				3,400,000	3,370,660	29,340
CFP0000112	2002 GIS LANDBASE DATABASE DEVELO	2002	5711		750,000	745,227	4,773
	Subtotal BA 5711				750,000	745,227	4,773
Total Combined Program					9,550,000	8,818,637	731,363

After reviewing the information contained herein

It is **RECOMMENDED** that it be

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

Resolved: That the District Board approves appropriation closeouts for the projects listed above.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Linda King-Corbin (5)

Nays: None

Abstentions: None

Absent & Not Voting: Commissioners Adam M. Cloud, William P. Horan, Citizen Members Richard Mulready and Dale A. Ryan (4)

BUDGET TRANSFER-RE: WATER UTILITY – PATROL-Report 6.

2010 Operating Budget Transfer

To: Board of Finance for consideration on June 29, 2010

The 2010 Metropolitan District operating budget requires an appropriation transfer to cover an Overtime deficit in the Patrol Department budget. The 2010 Patrol budget assumed no overtime due to a planned change in shifts. The shift change was implemented to minimize Overtime costs, but due to unanticipated employee illnesses and long-term absences overtime is required.

Management recommends that the required funding for Overtime be transferred from the Water Treatment and Water Supply departments to the Patrol budget.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department 502- Water Treatment	\$.00	\$25,000.00	\$25,000.00
Department 503– Water Supply	<u>.00</u>	<u>5,000.00</u>	<u>5,000.00</u>
Total	\$.00	\$30,000.00	\$30,000.00

John M. Zinzarella
Chief Financial Officer

It is therefore RECOMMENDED that it be:

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

Resolved: That transfers within the 2010 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 502- Water Treatment	\$.00	\$25,000.00	\$25,000.00
Department 503– Water Supply	<u>.00</u>	<u>5,000.00</u>	<u>5,000.00</u>
Total	\$.00	\$30,000.00	\$30,000.00

To:

Department-541 Patrol	<u>\$.00</u>	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total	\$.00	\$30,000.00	\$30,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution was recommended to the District Board by roll call vote.

The results of the roll call:

Yeas: Commissioners Allen Hoffman, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen and Linda King-Corbin (5)

Nays: None

Abstentions: None

Absent & Not Voting: Commissioners Adam M. Cloud, William P. Horan, Citizen Members Richard Mulready and Dale A. Ryan (4)

CFO REPORT-RE: DISCUSSION OF MID YEAR 2010 BUDGET REVIEW-Report 7.

John Zinzarella, Chief Financial Officer, presented the Mid Year Budget Update, YTD April 2010:

General Fund

- Revenues
 - YTD April 2010
 - Actual \$21.4 MM vs. Budget \$21.6 MM
- Expenses
 - YTD April 2010
 - Actual \$18.4 MM vs. Budget \$19.6 MM
 - Expenses are favorable versus budget primarily as a result of lower than anticipated operating costs and timing differences.
- Full Year Outlook
 - Revenues on Budget
 - Expenses on Budget to slightly favorable

Water Utility

- Revenues
 - YTD April 2010
 - Actual \$16.4 MM vs. Budget \$18.8 MM
 - Revenue shortfall of \$2.4 MM is primarily due to unfavorable consumption
- Expenses
 - YTD April 2010
 - Actual \$20.2 MM vs. Budget \$21.3 MM
 - Expenses are favorable versus budget primarily as a result of lower than anticipated operating costs and timing differences.
- Full Year Outlook
 - Revenues will be below Budget
 - Expenses will be at Budget

Analysis of Consumption

- Cycle 80 Customers
 - Top 10 customers increase of 18% over 2009 consumption
 - Removing sales to other water companies from the top 10 a decrease of 0.3% over 2009 (Top 8 customers)
 - Total Cycle 80 customers increase of 0.2% over 2009 driven by growth of sales to other water companies. Remove impact of top 10 customers a decrease of 4.2% over 2009 consumption level.

- Impact of economic conditions on industrial and commercial customers
- Non Cycle 80 Customers
 - Decrease of 9.7% over 2009 consumption
 - Impact of economic conditions on industrial and commercial customers
 - Impact of Automated Meter Reading Program.
 - Issuance of consumption credits as meter readings are trued up

MDC personnel tested meters from the RF Program which had an off reader greater than 40 CCF different from the expected reading:

Meters Tested	Meters Underestimated	Meters Overestimated
3,785	1,646	1,896
Total Diff (CCF)	452,669	695,991
Ave Diff per Meter (CCF)	275	367

- Revenue impact of test sample
 - Net decrease in revenue of \$0.5 million over period of September 2009 – April 2010.
- Extrapolation of sample results
 - Potential magnitude of consumption credits of upwards of \$3.3 million over period of September 2009 – April 2010.
 - Potential 2010 impact – adjustment downward of \$1.6 million through April 2010.
 - Ytd Water Utility Revenue shortfall April 2010 YTD versus Budget \$2.0 million

Peak Water Consumption Period

- May – October of any given year is peak consumption months
- Consumption is primarily inversely proportionate to rain fall
 - May through October average rainfall is 21.72 inches
 - May and June 2010 are below monthly average rainfall totals and the next 10 day forecast into July calls for minimal rainfall
 - Mid year rate increase
- Earliest potential rate increase possible would be either September or October 1st
 - Impact on 2010 would be marginal based upon historical consumption patterns (peak late second qtr and 3rd quarter)

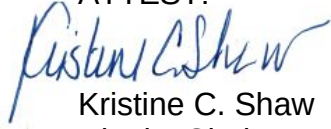
2010 Outlook

- Based upon lower than average rainfall through May/June, it is expected that the ytd April 2010 revenue shortfall will be eroded by higher than average consumption in May – July 2010 closing the budget shortfall on revenues.
- Simultaneous cost containment initiatives will help prevent erosion of water utility net asset.
- Situation will be continued to monitored month to month.
- Anticipation of a rate increase effective January 1, 2011.

ADJOURNMENT

The meeting was adjourned at 5:02 p.m.

ATTEST:


Kristine C. Shaw
District Clerk

September 20, 2010

Date of Approval

Meeting
BOARD OF FINANCE
The Metropolitan District
555 Main Street, Hartford
Monday, September 20, 2010

PRESENT: Commissioners Allen Hoffman, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin, Dale A. Ryan and William Cibes (6)

ABSENT: Commissioners Adam M. Cloud, William P. Horan and Citizen Member Richard Mulready (3)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
Brendan M. Fox, Jr., Assistant District Counsel
Stanley Pokora, Manager of Treasury
Kerry E. Martin, Assistant to the Chief Executive Officer
Linda R. Foster, Executive Assistant

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 5:05 p.m.

ROLL CALL AND QUORUM

The Assistant to the Chief Executive Officer, informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Citizen Member Courneen and duly seconded, the meeting minutes of June 29, 2010 were approved.

Citizen Member Dale A. Ryan abstained from voting.

2010 OPERATING BUDGET TRANSFER –MATERIALS FROM STOCK – Report 4a.

To: Board of Finance for consideration on September 20, 2010

The 2010 Metropolitan District operating budget is experiencing deficits in the various department's Materials from Stock accounts. These deficits are the results of increased maintenance and construction activity. Currently, the Metropolitan District is implementing a Centralized Maintenance Management System (CMMS) in SAP, which provides more control and accountability with respect to inventory management.

Management recommends that the required additional funding for the Materials from Stock accounts be transferred from Contingencies to the various department budgets identified below.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department 801 - Contingencies	<u>\$291,750.00</u>	<u>\$208,250.00</u>	<u>\$500,000.00</u>
Total	\$291,750.00	\$208,250.00	\$500,000.00

John M. Zinzarella
Chief Financial Officer

It is therefore RECOMMENDED that it be:

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

Resolved: That transfers within the 2010 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 801 - Contingencies	<u>\$291,750.00</u>	<u>\$208,250.00</u>	<u>\$500,000.00</u>
Total	\$291,750.00	\$208,250.00	\$500,000.00

To:	General	Water	Total

Department 300 – Operations	31,000.00	93,000.00	124,000.00
Department 402 – Water Pollution Control	175,000.00	.00	175,000.00
Department 404 – Maintenance	85,750 .00	89,250.00	175,000.00
Department 503 – Water Supply	.00	2,000.00	2,000.00
Department 831 – Riverfront Park Systems	<u>.00</u>	<u>24,000.00</u>	<u>24,000.00</u>
Total	\$291,750.00	\$208,250.00	\$500,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

***On motion made and duly seconded, the report was received
and the resolution recommended to the District Board by
unanimous vote.***

**2010 OPERATING BUDGET TRANSFER- CUSTOMER SERVICE/COMMAND
CENTER OVERTIME – Report 4b.**

To: Board of Finance for consideration on September 20, 2010

The 2010 Metropolitan District operating budget requires an appropriation transfer to cover an overtime deficit in the Customer Service/Command Center budget. The 2010 Customer Service/Command Center budget has a shortfall due to an employee retirement, unanticipated illnesses and long-term absences.

Management recommends that the required funding for Overtime be transferred from surpluses available in the Utility Services and Systems Maintenance department budgets to the Customer Service/Command Center budget.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department 204- Engineering & Planning -Utility Services	\$19,600.00	\$20,400.00	\$40,000.00
Department 305— Operations- Systems Maintenance & Operations	<u>11,250.00</u>	<u>33,750.00</u>	<u>45,000.00</u>
Total	\$30,850.00	\$54,150.00	\$85,000.00

John M. Zinzarella
Chief Financial Officer

It is therefore RECOMMENDED that it be:

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

Resolved: That transfers within the 2010 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 204- Engineering & Planning --Utility Services	\$19,600.00	\$20,400.00	\$40,000.00
Department 305— Operations -Systems Maintenance & Operations	<u>11,250.00</u>	<u>33,750.00</u>	<u>45,000.00</u>
Total:	\$30,850.00	\$54,150.00	\$85,000.00
To:	General	Water	Total

Department-801 Contingency	<u>\$30,850.00</u>	<u>\$54,150.00</u>	<u>\$85,000.00</u>

Total:	\$30,850.00	\$54,150.00	\$85,000.00

From:	General	Water	Total
Department 801 – Contingency	<u>\$15,300.00</u>	<u>\$69,700.00</u>	<u>\$85,000.00</u>
Total	\$15,300.00	\$69,700.00	\$85,000.00

To:	General	Water	Total
Department-211 Customer Service	<u>\$15,300.00</u>	<u>\$69,700.00</u>	<u>\$85,000.00</u>
Total:	\$15,300.00	\$69,700.00	\$85,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Commissioner Hoffman and duly seconded, the report was received and the resolution recommended to the District Board by unanimous vote.

APPOINTMENT OF QUALIFIED PUBLIC DEPOSITORY-TD BANK – Report 5.

To: Board of Finance for consideration on September 20, 2010

Staff is seeking approval from the Board of Finance and District Board for utilization of TD Bank as a qualified public depository.

TD Bank has assets of \$109 billion, a risk based capital ratio of 12.87%, a community reinvestment act (CRA) outstanding rating, and convenient branches within the limits of the Metropolitan District.

It is therefore RECOMMENDED that it be:

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

Resolved: That TD Bank be designated as a qualified public depository to conduct business with the District in support of the District's cash management program.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and the resolution recommended to the District Board by roll call vote.

**ISSUANCE OF INTERIM FUNDING OBLIGATIONS AND PROJECT LOAN
OBLIGATIONS CLEAN WATER FUND 639-C – Report 6.**

To: Board of Finance for consideration on September 20, 2010

Staff seeks approval from your Board to execute and deliver the Interim Funding Obligation and Project Loan Obligation to the State of Connecticut for CWF 639-C.

The low interest loan and grant will fund improvements to the Hartford Water Pollution Control Facility including the demolition of the former compost facility, the construction of the final settling and aeration tanks, and the construction of the ultra violet disinfection system project under the \$800.0 million CSO referendum program.

The State of Connecticut, through the Clean Water Program, will provide \$56,214,614 in state funding with approximately \$14,913,285.00 in grants and \$41,301,329.00 in low interest loans at 2.00% to fund the expenses associated with this agreement. Bond Counsel prepared the following resolution for your approval.

It is therefore RECOMMENDED that it be

VOTED: That the Board of Finance recommends to the District Board passage of the following resolution from Bond Counsel

RESOLVED:

Section 1. The Chairman and the District Treasurer or Deputy Treasurer are authorized to execute and deliver any and all Interim Funding Obligations and Project Loan Obligations in the aggregate amount not to exceed \$41,301,329.00. Such Interim Funding Obligations shall be dated as of their date of issue, shall mature within six months of the Scheduled Completion Date, shall bear interest at the rate of two percent (2%) per annum, shall be payable as to principal and interest as provided in the Project Loan and Project Grant Agreement to be entered into with the State of Connecticut (the

“Agreement”) and, to the extent not paid prior to maturity from The Metropolitan District funds, may be renewed by the issuance of Interim Funding Obligations or Project Loan Obligations, all as provided in the Agreement. Capitalized terms used herein and not defined shall have the meanings ascribed to them in the Agreement.

Section 2. The Project Loan Obligations shall be dated as of their date of issue, shall mature no later than twenty years from the Scheduled Completion Date, shall bear interest at the rate of two percent (2%) per annum and shall be payable as to principal and interest as provided in the Agreement

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

***On motion made by Citizen Member Ryan and duly seconded,
the report was received and the resolution recommended to
the District Board by unanimous vote.***

CFO REPORT 2010 FINANCIAL REVIEW – Report 7a.

John Zinzarella, Chief Financial Officer, presented the 2010 Financial Review, YTD April 2010:

- General Fund
 - Revenues
 - YTD July 2010
 - Actual \$35.5 MM vs. Budget \$35.4 MM
 - Expenses
 - YTD July 2010
 - Actual \$31.5 MM vs. Budget \$32.0 MM
 - Expenses are favorable versus budget primarily as a result of lower than anticipated operating costs and timing differences.
 - Full Year Outlook
 - Revenues on Budget
 - Expenses on Budget to slightly favorable
- Water Utility
 - Revenues
 - YTD July 2010
 - Actual \$29.6 MM vs. Budget \$33.6 MM
 - Revenue shortfall of \$4.0 MM is primarily due to unfavorable consumption
 - Expenses

- YTD July 2010
 - Actual \$35.7 MM vs. Budget \$38.0 MM
 - Expenses are favorable versus budget primarily as a result of lower than anticipated operating costs and timing differences.
- Full Year Outlook
 - Revenues will be below Budget
 - Expenses will be at Budget

CFO REPORT 2011 BUDGET UPDATE – Report 7b.

John Zinzarella, Chief Financial Officer, provided an update of the 2011 Budget and reviewed the report presented to the member towns on August 26, 2010.

2011 Budget Discussion

MDC

August 26, 2010

Five Year Water/Sewer Budgets

	Water	Sewer	Total
2006	\$51,113,725	\$43,966,275	\$95,080,000
2007	\$53,545,060	\$47,780,690	\$101,325,750
2008	\$60,276,075	\$51,085,900	\$111,361,975
2009	\$57,239,700	\$52,736,800	\$109,976,500
2010	\$58,945,600	\$55,026,500	\$113,972,100

Five Year Member Towns' Tax History

	Total Town Tax	Change
2006	\$29,214,143	8.2%
2007	\$30,966,992	6.0%
2008	\$32,670,177	5.5%
2009	\$30,967,000	-5.2%
2010	\$30,967,000	0.0%

Five Year History MDC Budgeted Authorized Positions

	Authorized Positions	CWP and CIP Positions	Mid-CT Positions
2006	523	12	90
2007	523	47	85
2008	532	71	89
2009	514	62	76
2010	501	87	82

CWP = Clean Water Project
CIP = Capital Improvement Program

2011 Presentation to Towns 8-26-10.ppt

2010 YTD Water Financials

YTD Jan-Jun	Actual	Adopted	Change
Revenues	\$24,200,778	\$27,685,200	(\$3,484,422)
Expenses	31,152,993	32,562,700	1,409,707
Surplus / (Deficit)	(\$6,952,215)	(\$4,877,500)	(\$2,074,715)

2010 YTD Sewer Financials

YTD Jan-Jun	Actual	Adopted	Change
Revenues	\$25,569,252	\$25,886,800	(\$317,548)
Expenses	27,129,421	27,518,400	388,979
Surplus / (Deficit)	(\$1,560,169)	(\$1,631,600)	\$71,431

2010 Variance Explanations

- **REVENUES**

- Water Sales are currently running below budget, however sales have increased mid-summer due to the warm dry weather.
- Sewer revenues are below budget due to lower than expected sludge sales and lower revenues from CRRA as a result of lower operating expenditures at the waste processing facility.

- **EXPENDITURES**

- Medical benefits are higher than budget.
- Materials from Stock and Overtime are above budget due to the increased maintenance and construction activities.

2011 Projected Budget Drivers

- **REVENUES**

- **WATER**

- ★ Consumption will be projected lower based upon current trends
 - ★ The special sewer surcharge will be increased \$.35 per ccf.

- **SEWER**

- ★ There will be no use of prior year surplus funds

- **EXPENDITURES**

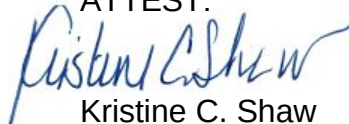
- Debt Service is increasing \$8.8M
 - Contribution to the OPEB Trust increased \$3.5M
 - Employee medical benefits have increased \$3.5M
 - Legal collection fees have increased \$500k
 - Information technology has been increased due to increased SAP users and additional training
 - Materials from Stock and Overtime are expected to be higher due to increased maintenance and construction activities

2011 Presentation to Towns 8-26-10.ppt

ADJOURNMENT

The meeting was adjourned at 6:12 p.m.

ATTEST:


Kristine C. Shaw
District Clerk

October 18, 2010

Date of Approval

Meeting
BOARD OF FINANCE
The Metropolitan District
555 Main Street, Hartford
Monday, October 18, 2010

PRESENT: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, William P. Horan, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin and William Cibes (8)

ABSENT: Citizen Members Richard Mulready and Dale A. Ryan (2)

ALSO

PRESENT: Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
Christopher R. Stone, Assistant District Counsel
Brendan M. Fox, Jr., Assistant District Counsel
Kristine C. Shaw, District Clerk
Carol Fitzgerald, Manager of Financial Control
Stanley Pokora, Manager of Treasury
Patricia Speicher Werbner, Director of Human Resources
Kerry E. Martin, Assistant to the CEO
Cynthia A. Nadolny, Executive Assistant
Richard H. Goldstein, Attorney, McElroy, Deutsch, Mulvaney & Carpenter/PH, LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 5:05 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

***On motion made by Commissioner Cloud and duly seconded,
the meeting minutes of September 20, 2010 were approved.***

2010 OPERATING BUDGET TRANSFER- PROPERTY TAXES – Report 4.

To: Board of Finance for consideration on October 18, 2010

The 2010 Metropolitan District operating budget is experiencing a deficit in the Taxes and Fees budget. This deficit is primarily the result of higher than expected tax increases for District watershed properties located in the non-member towns of Barkhamsted, Colebrook and New Hartford, Connecticut.

Management recommends that the required additional funding for Taxes and Fees expenses be transferred from Contingency.

CERTIFICATIONS:

In accordance with Section 3-8 of the Charter of The Metropolitan District, I hereby certify that there exists free from encumbrances, in the following appropriation, the amounts listed:

	General	Water	Total
Department 801 – Contingencies	<u>\$.00</u>	<u>\$90,000.00</u>	<u>\$90,000.00</u>
Total	\$.00	\$90,000.00	\$90,000.00

John M. Zinzarella
Chief Financial Officer

It is therefore RECOMMENDED that it be:

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

Resolved: That transfers within the 2010 Budget Appropriations be approved as follows:

From:	General	Water	Total
Department 801 – Contingency	<u>\$.00</u>	<u>\$90,000.00</u>	<u>\$90,000.00</u>
Total	\$.00	\$90,000.00	\$90,000.00

To:	General	Water	Total

Department 731 – Taxes and Fees	<u>\$.00</u>	<u>\$90,000.00</u>	<u>\$90,000.00</u>
Total	\$.00	\$90,000.00	\$90,000.00

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the report was received and resolution recommended to the District Board by unanimous roll call vote.

The results of the roll call:

Yeas: Commissioners Adam M. Cloud, William A. DiBella, Allen Hoffman, William P. Horan, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin and William Cibes (8)

Nays: None

Abstentions: None

Absent & Not Voting: Citizen Members Richard Mulready and Dale A. Ryan (2)

CFO REPORT – 2010 FINANCIAL REVIEW – Report 5a.

John Zinzarella, Chief Financial Officer, presented the 2010 Financial Review, YTD August 2010:

- General Fund
 - Revenues
 - YTD August 2010
 - Actual \$37.3 MM vs. Budget \$37.1 MM
 - Expenses
 - YTD August 2010
 - Actual \$34.9 MM vs. Budget \$35.2 MM
 - Expenses are favorable versus budget primarily as a result of lower than anticipated operating costs and timing differences.

- Full Year Outlook
 - Revenues on Budget
 - Expenses on Budget to slightly favorable
- Water Utility
 - Revenues
 - YTD August 2010
 - Actual \$35.5 MM vs. Budget \$39.5 MM
 - Revenue shortfall of \$4.0 MM is primarily due to unfavorable consumption relative to budget
 - Expenses
 - YTD August 2010
 - Actual \$39.6 MM vs. Budget \$47.7 MM
 - Expenses are favorable versus budget primarily as a result of lower than anticipated operating costs and timing differences
- Full Year Outlook
 - Revenues will be below Budget
 - Expenses will be at Budget
- Analysis of Consumption
 - Consumption August 2010 YTD vs. August 2009 is up 3.1%
 - MDC is experiencing growth in consumption in certain billing cycles whereas others show reductions in consumption
 - Comprehensive review is continuing with respect to cycles which are experiencing reductions in billed consumption to determine propriety
 - Baseline trends are difficult to interpret due to the significant amount of estimated billing which were in prior year periods
 - Cross functional team is analyzing performance of meters, RF units, conversation calculations within SAP from a sample of accounts

CFO REPORT – 2010 BUDGET UPDATE -RE: SECOND BUDGET WORKSHOP – Report 5b.

John Zinzarella, Chief Financial Officer, provided an update of the 2011 Budget and reviewed the report presented to the member towns on October 15, 2010.



2011 Budget Town Presentation



October 15, 2010

Agenda

- Budget Timeline
- 2010 Update
- 5 Year Budget History (Water / Sewer)
- Authorized Positions
- 2011 Budget
- Assumptions (Revenues / Expenditures)
- Capital Improvement Plan
- Handouts
 - Budget Summary
 - Changes by Commitment Item



Budget Timeline

- October 22nd Budget to Printer
- October 28th Hand Deliver Budget Books
- November 3rd District Board Meeting
- November 4th Board of Finance Workshop
- November 4th Meet with Towns
- November 4th Public Hearing
- November 15th Board Finance Meeting
- November 16th Water Bureau Meeting
- November 22-24th Publication of Proposed Budget
- December 6th MDC Government acts on Ordinance Amendments
- December 6th District Board Approves Budget
- December 10-31th Publication of 2011 Budget

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Five Year Water Budget History



	Budget	% Change	Water Rate	% Change
2006	\$51,113,725		\$1.84	
2007	53,454,060	4.6%	\$1.96	6.5%
2008	60,276,075	12.8%	\$2.21	12.8%
2009	57,239,700	-5.0%	\$2.07	-6.3%
2010	58,945,600	3.0%	\$2.12	2.4%
2011	64,413,000	9.3%	\$2.35	10.8%

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Five Year Sewer Budget History



	Budget	% Change	Town Tax	% Change	Sewer User Charge	% Change
2006	\$43,961,825		\$29,214,143		\$1.84	
2007	47,780,690	8.7%	30,966,992	6.0%	\$1.96	6.5%
2008	51,085,900	6.9%	32,670,177	5.5%	\$2.08	6.1%
2009	52,736,800	3.2%	30,967,000	-5.2%	\$2.08	0.0%
2010	55,026,500	4.3%	30,967,000	0.0%	\$2.08	0.0%
2011	62,838,300	14.2%	34,790,200	12.3%	\$2.35	13.0%

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Five Year Budget History Authorized Positions



	Authorized Positions	CWP and CIP Positions	MCP Positions
2006	523	12	85
2007	519	42	85
2008	532	71	85
2009	512	71	85
2010	501	86	82
2011	503	85	81

CWP = Clean Water Project
CIP = Capital Improvement Program
MCP = Mid-Connecticut Project

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2011 Proposed Budget



Summary	2010 Adopted	2011 Proposed	Difference
Water	\$58,945,600	\$64,413,000	\$5,467,400
Sewer	\$55,026,500	\$62,838,300	\$7,811,800
Total	\$113,972,100	\$127,251,300	\$13,279,200

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2011 Proposed Budget Revenue Assumptions



- Sewer
 - Rates
 - Ad valorem rates increasing by 12.3%
 - Increase in sewer user charge to \$2.35 / ccf
 - Other Financing Sources
 - Use of Special Sewer Service Surcharge to Pay Clean Water Debt
 - Increase in use of Debt Service Fund and Assessable Fund
- Water
 - Rates
 - Increase in water rates to \$2.35 / ccf
 - Increase in Special Sewer Service Surcharge to \$1.40 / ccf
 - Consumption and usage volumes based upon historical trends

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2011 Proposed Budget Expenditure Assumptions



- Debt Service - \$9,553,000
 - Increase from GO Bond sale in 2010
 - Water \$3,205,600
 - Sewer \$3,580,300
 - CWP \$2,767,100
- Blue Cross / Blue Shield - \$3,837,300
 - Increase in claims experience and anticipated in changes due to medical reform
- OPEB Trust Contribution - \$2,000,000
 - Increase in contribution as planned

2011 Proposed Budget Expense Drivers



	2010 Adopted	2011 Proposed	Change	Assumptions
Debt Service (P & I)	\$20,076,000	\$29,629,000	\$9,553,000	Reflects the GO Bond sale in 2010
Blue Cross / Blue Shield	4,505,300	8,342,600	3,837,300	Based upon 3 year average plus increase for anticipated changes in medical reform
OPEB Fiduciary Fund	1,500,000	3,500,000	2,000,000	Planned increase in OPEB Fiduciary Fund contribution to pay for retiree benefits
Regular Pay	35,908,600	36,842,500	933,900	Reflects increment increases and other payroll adjustments
Overtime	3,610,800	3,999,700	388,900	Increased customer service and maintenance support for sewer and water main breaks and CWP
Property Taxes	1,506,500	1,716,000	209,500	Increased due to personal tax increases
Materials from Stock	1,506,500	1,716,000	209,500	Increase in sewer and water maintenance
Diesel / Gasoline	601,000	944,800	343,800	Increased contract rates
Infrastructure Software	961,000	1,062,100	101,100	Based upon increased software requirements and increased user licenses

2010 Budget Expense Drivers (Cont'd)



	2009 Adopted	2010 Proposed	Change	Assumptions
Pension	\$5,260,000	\$3,885,300	-\$1,374,700	Actuary recommended contribution for operating budget portion only
Electricity / Fuel for Heating	7,018,500	5,795,100	-1,223,400	Assumes renegotiation of electricity contract
Major Medical	782,000	1,000	-781,000	To be funded from OPEB Fiduciary Fund
Legal Services	2,300,000	1,800,000	-500,000	Assumes a decrease in legal activity
Contingency	1,500,000	1,000,000	-500,000	Set at level deemed to be sufficient to cover potential shortfalls
Water Treatment Chemicals / Polymer	1,657,100	1,406,300	-250,800	Lower bid rates and operational changes
Nitrogen Credits	1,041,700	855,000	-186,700	Estimated to be lower, DEP to set actual rates
AMR Telephone Services	132,000	0	-132,000	Assumes certain meters to be converted to card read until replaced

2011 Budget Capital Improvement Plan



- Positions
 - No increase in headcount
 - Assumes increment increases
- Projects
 - Proposed CIP budget of \$89 million
 - Continued focus on upgrading and replacement of MDC horizontal and vertical assets

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ADJOURNMENT

The meeting was adjourned at 6:05 p.m.

ATTEST:


Kristine C. Shaw
District Clerk

November 15, 2010

Date of Approval

**Public Hearing
Board of Finance
The Metropolitan District
555 Main Street, Hartford
Monday November 15, 2010**

Present: District Chairman William A. DiBella
Commissioner John M. Grottole
Commissioner Allen Hoffman
Commissioner Alphonse Marotta
Commissioner J. Lawrence Price
Commissioner Pasquale J. Salemi
Commissioner Joseph Verrengia
Citizen Member William Cibes
Charles P. Sheehan, Chief Executive Officer
Robert E. Moore, Chief Administrative Officer
Scott Jellison, Chief Operating Officer
John M. Zinzarella, Chief Financial Officer
R. Bartley Halloran, District Counsel
Christopher R. Stone, Assistant District Counsel
Carol Fitzgerald, Manager of Financial Control
Robert Constable, Manager of Budgeting & Analysis
Stephanie Russo, Project Controls Manager
Patricia Speicher Werbner, Director of Human Resources
Kristine C. Shaw, District Clerk
Kerry E. Martin, Assistant to the Chief Executive Officer
Linda R. Foster, Executive Assistant
Scott Slifka, Mayor, Town of West Hartford
Denise Hall, Minority Leader, West Hartford Town Council
Ron Van Winkle, Town Manager, Town of West Hartford
Richard H. Goldstein, Attorney, McElroy, Deutsch, Mulvaney & Carpenter/PH, LLP

**PUBLIC HEARING ON PROPOSED 2011
METROPOLITAN DISTRICT BUDGET**

Commissioner Salemi, acting as Chairman, called the public hearing to order at 5:00 P.M.

At the direction of the Chairman, the District Clerk read the hearing notice that was published in the Hartford Courant on November 3 and 4, 2010 and November 10 and 11, 2010 and also made available to all Town Clerk's within The Metropolitan District's member municipalities into the record.

**NOTICE OF PUBLIC HEARING
ON PROPOSED YEAR 2011
METROPOLITAN DISTRICT BUDGET**

**The Metropolitan District
555 Main Street
Hartford, Connecticut**

November 3, 2010

A public hearing on The Metropolitan District's proposed Year 2011 Budget will be held by the District's Board of Finance in the Board Room at Metropolitan District Headquarters, 555 Main Street, Hartford, Connecticut, on **MONDAY, NOVEMBER 15, 2010 at 5:00 P.M.**

All interested parties from The Metropolitan District's member municipalities may appear to be heard.

Kristine C. Shaw
District Clerk

Chairman Salemi opened the floor to any individuals from the District's member municipalities who wished to speak relative to the proposed 2011 Metropolitan District Budget.

Scott Slifka, Mayor of West Hartford, made the following statement:

"Good evening Mr. Salemi and everyone else, especially my colleagues from West Hartford, I see Mr. Hoffman over there too. Thanks for having us this evening, I won't need the five minutes, I know you have a lot of work to do, and you know what we're here for. First, I want to acknowledge the fact, the increase, that is before us today that you've transmitted to my Town Manager, who is also here this evening, along with the Minority Leader of my Town Council, Denise Hall. I realize that it's a significant reduction from what was originally presented and we thank you for that. But as I understand today, that the increase to West Hartford would be an 11% increase, or approximately \$695,000. We all have very difficult jobs, I acknowledge the hard work that you're doing on the Clean Water Project and the fact that you, over the years, worked a lot more cooperatively with my administrators and perhaps we did in years past, so I want to acknowledge that. That said, just getting to the bottom line though, we need to ask you for a further reduction in that. As we look to our constituents, for all the merit that might be behind the increase, it's simply unacceptable at this period in time. We have a lot of great services we provide in our community:

schools, police, fire, etcetera, you know what they all are, and they're all wonderful. Unfortunately if Denise and I, and the Town Manager were to go to our community today and say 'It's going to be an 11% increase', they would not accept it. So, in turn I would ask you to put yourselves in the roll of responding to voters in a way like many of you have in positions, many of you do, in your current job. My colleague, Mr. Verrengia, is here and I know he relays these things to you. And simply understand that if this were to be directly sent to the public, the public wouldn't stand for it either. So I'll just leave you with that, I know the Town Manager may speak and may have some additional detail, but I do want to acknowledge that we know how hard your job is and we know what you're doing across the region, but the bottom line is it's just like ours. We're doing a good job too, but we have to learn to do more with less, we are not going to be defined by being in an age of limits, as opposed to many of us got in public service to do many things, I think these days we're going to be judged by our ability to do a smaller number of items within a limited budget, and that's just a new reality, so we ask you to take that to heart, and ask you to reduce the increase to West Hartford and our other member communities. I do know there were some of my mayoral colleagues across the member towns too, had intended to be here, had talked about being at the original hearing date, I think there may have been some confusion as to when it was rescheduled, as to whether they knew or could get here, so I know that there are more that stand here with me, but I know how you feel. When we have public hearings, you wonder if you take a barometer of public opinions sometimes, how many people show up and who says what and often we here back that 'well, you didn't come down and say something', so I wanted to be here to do that today, first to acknowledge the good work that you have done but also to ask that you please continue to work with us to find further reductions. So with that, thank you very much Mr. Salemi."

Denise Hall, West Hartford Town Council Minority Leader, made the following statement:

"Hi, my name is Denise Hall and I live at 21 Cedar Ledge Road in West Hartford, Connecticut and as noted, I am also on the West Hartford Town Council and currently serve as the Minority Leader. Obviously, I would like to reinforce Mayor Slifkas' comments and say that clearly, these type of increases would be very, very difficult for our citizens to bear right now. One of the things that we've been focusing, or at lease I've been focusing on a lot in terms of the cost at our own town is the benefit package and the un-sustainability of some of the increases in healthcare cost year after year that keep going up at our town, and I see that it is also something that effects the MDC's budget as well. I would just like to also put forward that one of the cost saving measures that we look at different ways to see what we can do about containing those health care costs. I know that we have worked with a number, looking at other municipalities and other States, we've seen where they've implemented things like the high deductible insurance plans, combined with the health savings accounts and other institutions and public entities have saved anywhere from 3% to 12% a year by implementing those consumer driven health care plans. So, I'd be more than happy to talk in more detail with anybody, but I would like, I would hope that this Board would consider some of those measures to help contain those costs. Thank you."

Ron Van Winkle, West Hartford Town Manager, made the following statement:

“Good evening, my name is Ron Van Winkle, I’m Town Manager in West Hartford. I would note there are 61,000 people in West Hartford, we have a line outside as all 61 will be here momentarily. I’m sure you’re tired of hearing from us already, but I live at 165 Wood Pond Road, West Hartford. Our budget is similar to yours. We’re doing similar things that you’re doing. We’ve met with that administration several times on the budget. I appreciate the openness, the quality of the presentations we’ve had, it’s been a great relationship working with the MDC’s administration and the town, and trying to understand what drives your budget and what’s going on in your budget. It rings bells with me all the time when we talk to you about your budget, I’ve got the same issues in the West Hartford budget, although I haven’t presented my budget numbers yet, we’re going to have a real strain this year trying to curtail the tax increases in West Hartford. There’s no growth going on, The State of Connecticut, who knows where they’re headed with that, but even without that we’re seeing declines in just about everything that we deal with. And, not to correct my Mayor, but our most recent calculation on our cost of your budget increase to West Hartford is \$739,200. That \$739,000 needs to come not from cuts because what I’m doing is cutting wherever I can. We have been doing that for several years, but really we’re going to be forced to turn to our tax payers, who are already strapped as you know that. We’ve done a number of things. I talked about some of them last year, Capital Expenditures, we’ve dramatically reduced our Capital Expenditures, anything that’s new or a new opportunity, we’ve just stayed away from those, we’ve done basic repair and maintenance of our infrastructure system. That makes it quite difficult because there are so many things that people call upon us to do. We received concessions from all of our Unions: police, fire, AFSCME, SEIU, have all sat down with us and given us concessions on our budget, I talked about that last year. That helped us through those issues last year. This year we expect a substantial loss in AERO money, the Federal money that came to the State and then to the town, a \$2.4 million loss in revenue there. All of those come together at a very bad time. The good news, like you, we’ve refinanced some of our debt and been able to sell debt at the lowest rate probably in more than 60 years. So, we’ve been trying to find those pennies throughout our budget and trying to squeeze where we can. We have a hiring freeze on, we have a travel freeze on, you name it we’ve turned every rock. So, I would ask you, and I know you’re doing these similar things at the MDC, but I’d ask you to take a careful look at that as I try to bring in a budget that is going to be palatable to the West Hartford tax payer I would ask that you try to do the same thing for us. Thank you.”

Mr. Zinzarella, Chief Financial Officer, made the following comments:

“Right now, the ad valorem on the MDC Fiscal Year, January – December 2011 versus January – December 2010 is an increase of 7%. When we look at specifically in West Hartford, it’s an increase of 7.28% for an increase of \$484,000. That’s in calendar year to calendar year, MDC years. That increase, it will be staggered that the January and April ad valorem payments of 2011 will maintain at the same level that that July and October payments will be, so going through their fiscal 2011, will be

consistent, and we have not, obviously the next two payments would be in your following fiscal year. I don't know how the 11% is calculated but it seems to be a little big higher than what we're seeing here."

Mr. Van Winkle responded:

"We're talking about the size of the budget is the issue, not the dollars, but we've done a calculation, our first payment which is July 1st of 2011 which is the budget you're adopting, our second payment comes on October 11th and the last two payments are adjustments because of the differences. We calculated to the \$739,000 and about an 11% increase in our fiscal year budget. You haven't adopted those second two years so we have to make some adjustments in that. So it's about an 11%, but if it were 10.5 or 9.9, that's really not the issue right now. It's about the size of the increase, and again I recognize that you've worked hard and you're doing a number of things to reduce your spending. These are just really hard times and we're obligated to come here and talk to you about this."

After further discussion, Chairman Salemi asked if there were any further comments from the public. No one else appeared to be heard.

ADJOURNMENT

The meeting was adjourned at 5:16 P.M.

ATTEST:



Kristine C. Shaw
District Clerk

January 10, 2011

Date Approved

**Special Meeting
BOARD OF FINANCE
The Metropolitan District**

555 Main Street, Hartford
Monday, November 15, 2010

PRESENT: Commissioners Adam M. Cloud, Allen Hoffman, William P. Horan, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin, William Cibes, Richard Mulready, Dale Ryan and District Chairman William A. DiBella (10)

ABSENT: None

ALSO

PRESENT: Commissioner Daniel Lilly
Commissioner J. Lawrence Price
Commissioner Joseph Verrengia
Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
R. Bartley Halloran, District Counsel
Kristine C. Shaw, District Clerk
Patricia Speicher Werbner, Director, Human Resources
Robert Constable, Manager of Budget & Analysis
Carol Fitzgerald, Manager of Financial Control
Stanley Pokora, Manager of Treasury
Stephanie Russo, Project Controls Manager
Kerry E. Martin, Assistant to the CEO
Linda R. Foster, Executive Assistant
Richard Goldstein, Attorney, McElroy, Deutsch, Mulvaney, & Carpenter/PH, LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 6:01 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Commissioner Hoffman and duly seconded, the meeting minutes of October 18, 2010 were approved.

FISCAL YEAR 2011- CAPITAL IMPROVEMENT BUDGET – Report 4a.

To: Board of Finance for consideration on November 15, 2010

It is **RECOMMENDED** that it be

Voted: That a Capital Improvement Budget for 2011 in the total amount of \$91,420,000 in appropriations to be funded from bond or note proceeds and other sources be referred to the District Board for acceptance and approval as follows:

APPROPRIATIONS**Wastewater**

CMOM –Staffing	\$ 2,000,000	
CMOM – Compliance	2,800,000	
Assessable Sewer	1,600,000	
General Purpose Sewer	2,000,000	
Sewer Pump Station Rehabilitation	2,000,000	
WPC Electronic Development	1,750,000	
WPC Equipment & Facility Refurbishment	1,200,000	
WPC Renewal & Replacements	2,250,000	
Sewer Study - Dividend Brook	4,500,000	
Sewer Pump Station Improvement Program	300,000	
Total Wastewater		\$20,400,000

Water

General Purpose Water	\$ 1,000,000
Ground Water Development	5,000,000
Nepaug 3 Pipeline Design	2,200,000
Assessable Water	1,500,000
Water Main Replacement – Longview Dr. Talcottview and Pheasant La. Bloomfield	1,700,000
Water Main Replacement – Cottage Grove Rd. Bloomfield	1,450,000
Water Main Replacement – Mountain Rd. & Clifford Dr. WH	400,000
Water Main Replacement – Colony Rd. WH	700,000
Water Main Replacement – Pine St. & Auburn Rd. WH	700,000
Water Main Replacement – East Hartford	2,450,000
Water Main Replacement – Simmons Road, EH	450,000
Water Main Replacement – Hartford	3,600,000

Transmission Main Replacement – Hamilton St. & Park Terrace, Hartford	3,250,000
Design of Water Main Replacements-outside CWP	1,000,000
Land Acquisition	300,000
Paving Program	3,000,000
Radio Frequency Automated Meter Reading	1,500,000
Water Supply Facility & Watershed Improvements	1,600,000
Water Pump Station Improvements	1,200,000
Water Storage Upgrades – Phase I	2,500,000
Dam Safety Improvements - Res #5	1,330,000
Dam Safety Improvements - Res #6	1,330,000
Water Treatment Facility Upgrades	1,000,000
WHWTF North Storage Tank Installation	4,800,000
CWP Water Main Replacements	3,750,000
CWP Water Main Replacement – Enfield, Street Hartford	685,000
CWP Water Main Replacement – Greenfield Street Hartford	240,000
CWP Water Main Replacement – Magnolia Street Hartford	575,000
CWP Water Main Replacement – Albany Avenue Hartford	150,000
CWP Water Main Replacement – Griswold Street Hartford	236,000
CWP Water Main Replacement – Harwich Street Hartford	545,000
CWP Water Main Replacement – Fairfield Avenue Hartford	305,000
CWP Water Main Replacement – Torwood Street Hartford	435,000
CWP Water Main Replacement – Maple Avenue Hartford	320,000
CWP Water Main Replacement – Wethersfield Ave. Hartford	60,000
CWP Water Main Replacement – Park River Area Hartford	117,000
CWP Water Main Replacement – North Beacon St. Hartford	1,060,000
CWP Water Main Replacement – Fenway Street Hartford	370,000
CWP Water Main Replacement – Farmington Ave Hartford	800,000
CWP Water Main Replacement – Warner Street/ Wethersfield /Mannz Street Hartford	1,632,000
Dam Safety Improvements - Res #2	1,640,000
CWP Water Main Replacement – Oxford Street Hartford	490,000

Total Water**\$57,370,000**

Combined

Facility Equipment & Improvements	\$	
	1,400,000	
Information System Improvements	700,000	
Security and SCADA	1,000,000	
GIS Enterprise System Development	450,000	
Pump Station Generators	4,800,000	
Short Term Interest & Debt Costs	1,800,000	
Survey & Construction Staffing	2,000,000	
Headquarters Renovation	<u>1,500,000</u>	
Total Combined		\$13,650,000

Wastewater, Water & Combined Total **\$91,420,000**

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

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Mulready and duly seconded the report was received and the resolution recommended to the District Board by roll call vote.

The District Clerk stated as she called the roll for the vote on the sixty individual appropriations listed, she would ask how each Board of Finance member wishes to vote on all sixty appropriations. She stated that each Board of Finance member may reply "Yes to all", or may cast a negative or affirmative vote on any or all of the individual appropriations listed.

The results of the roll call:

Yea to All: Commissioners Adam M. Cloud, Allen Hoffman, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (10)

Nays: None

Abstentions: None

Absent & Not Voting: None

RESOLUTION APPROPRIATING \$2,000,000 FOR CAPACITY MANAGEMENT, OPERATIONS AND MAINTENANCE STAFFING AND AUTHORIZING THE ISSUANCE OF \$2,000,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,000,000 is hereby appropriated for capacity management, operations and maintenance staffing related to the replacement and rehabilitation of the deteriorating segments of the District's sewer infrastructure, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants,

limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest

to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,800,000 FOR CAPACITY
MANAGEMENT, OPERATIONS AND MAINTENANCE COMPLIANCE AND
AUTHORIZING THE ISSUANCE OF \$2,800,000 BONDS OF THE
DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE
ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS
FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,800,000 is hereby appropriated for the inspection and repair of aging sewer infrastructure to comply with the requirements of the Clean Water Project and Consent Decree, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,800,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes

shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,600,000 FOR DISTRICT-WIDE
SEWER MAIN EXTENSIONS AND AUTHORIZING THE ISSUANCE OF
\$1,600,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION
AND PENDING THE ISSUANCE THEREOF THE MAKING OF
TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,600,000 is hereby appropriated for the extension of local sanitary sewer projects resulting from property owner petitions for sewer service within the District's service area, including, but not limited to Juniper Lane, Bloomfield, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,600,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or

certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's

Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,000,000 FOR SEWER MAIN
REHABILITATION AND AUTHORIZING THE ISSUANCE OF \$2,000,000
BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND
PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY
BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,000,000 is hereby appropriated for sewer main replacement and rehabilitation with various member towns, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents'

compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,000,000 FOR SEWER PUMP
STATION REHABILITATION DESIGN AND AUTHORIZING THE
ISSUANCE OF \$2,000,000 BONDS OF THE DISTRICT TO MEET SAID
APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE
MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,000,000 is hereby appropriated for design upgrades of twelve sewer pump stations, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income

for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance.

Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form

of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance

agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$300,000 FOR SEWER PUMP STATION IMPROVEMENTS AND AUTHORIZING THE ISSUANCE OF \$300,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$300,000 is hereby appropriated for improvements to existing sewer collection facilities and pump stations, including, but not limited to, the replacement of wastewater pumps, motors, sewage grinders and electrical upgrades, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$300,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap

Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,750,000 FOR WATER POLLUTION CONTROL FACILITY ELECTRONIC INFORMATION DEVELOPMENT AND CONSOLIDATION AND AUTHORIZING THE ISSUANCE OF \$1,750,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,750,000 is hereby appropriated for water pollution control facility electronic information development and consolidation and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,750,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies,

guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy

Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$4,500,000 FOR THE STUDY OF SEWER TRUNK MAINS ALONG DIVIDEND BROOK, ROCKY HILL AND AUTHORIZING THE ISSUANCE OF \$4,500,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$4,500,000 is hereby appropriated for the study of sewer trunk mains along Dividend Brook, Rocky Hill and to replace the Brook Street pump station and the Farms Village Road pump station, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$4,500,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants,

limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest

to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,200,000 FOR THE REFURBISHMENT, REBUILDING AND MAINTENANCE OF EQUIPMENT AT ALL WATER POLLUTION CONTROL FACILITIES AND AUTHORIZING THE ISSUANCE OF \$1,200,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,200,000 is hereby appropriated to refurbish, rebuild and maintain equipment and facilities at the District's water pollution control facilities, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,200,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive

bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase

agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a

variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,250,000 FOR DESIGN AND CONSTRUCTION OF MODERNIZED SYSTEMS AT THE FOUR WATER POLLUTION CONTROL FACILITIES AND AUTHORIZING THE ISSUANCE OF \$2,250,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,250,000 is hereby appropriated for the design and construction of modernized systems at each of the District's wastewater treatment facilities, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,250,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Chief of Program Management or the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. 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-478 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Clean Water Fund Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Clean Water Fund Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Clean Water Fund Obligations, Project Loan and Grant Agreements and any other instruments, agreements or certificates under the Clean Water Fund Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Clean Water Fund Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Clean Water Fund Obligations, subject to the provisions of the Clean Water Fund Program, shall be determined by the District Board, following recommendation of the Board of Finance. Clean Water Fund Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Clean Water Fund Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants,

limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest

to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Clean Water Fund Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Clean Water Fund Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,000,000 FOR VARIOUS WATER SYSTEM IMPROVEMENTS UNDER THE 2011 GENERAL PURPOSE WATER PROGRAM AND AUTHORIZING THE ISSUANCE OF \$1,000,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,000,000 is appropriated for the planning, acquisition and construction of various District-wide water projects and improvements, including replacement or rehabilitation of various pipelines outside of the Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which

provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with

Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$5,000,000 FOR DEVELOPMENT OF
GROUND WATER SUPPLY SOURCES IN GLASTONBURY AND
AUTHORIZING THE ISSUANCE OF \$5,000,000 BONDS OF THE
DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE
ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS
FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$5,000,000 is hereby appropriated for the design, land acquisition and construction of new ground water supply sources in Glastonbury and for the integration of the new sources of water with the District's existing water distribution system, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$5,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and

sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the

rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities

Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,500,000 FOR THE EXTENSION OF
WATER MAINS AND AUTHORIZING THE ISSUANCE OF \$1,500,000
BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND
PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY
BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,500,000 is hereby appropriated for the planning, acquisition and construction of assessable water main extensions resulting from property owner petitions for water service within the District's service area, including, but not limited to, Lexton Drive, Farmington, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,500,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the

Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby

authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest

to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,200,000 FOR THE PLANNING AND DESIGN OF A NEW WATER LINE FROM NEPAUG RESERVOIR TO THE WEST HARTFORD WATER TREATMENT FACILITY AND AUTHORIZING THE ISSUANCE OF \$2,200,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,200,000 is hereby appropriated for the planning and design of a new 42" water transmission pipeline to convey water from Nepaug reservoir to the West Hartford water treatment facility, and for engineering, equipment, legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$2,200,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which

provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with

Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,700,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN AREAS OF BLOOMFIELD AND AUTHORIZING THE ISSUANCE OF \$1,700,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,700,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in Longview Drive, Talcottview and Pheasant Lane, Bloomfield, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,700,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and

sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other

terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements,

and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,450,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN A PORTION OF COTTAGE GROVE ROAD, BLOOMFIELD AND AUTHORIZING THE ISSUANCE OF \$1,450,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,450,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in a portion of Cottage Grove Road, Bloomfield, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,450,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by

competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and

the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to

manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be

necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$400,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN PORTIONS OF MOUNTAIN ROAD AND CLIFFORD DRIVE, WEST HARTFORD AND AUTHORIZING THE ISSUANCE OF \$400,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$400,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in portions of Mountain Road and Clifford Drive, West Hartford, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$400,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants,

limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an

index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$700,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN COLONY ROAD, WEST HARTFORD AND AUTHORIZING THE ISSUANCE OF \$700,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$700,000 is hereby appropriated for the planning, acquisition and construction of replacement of a portion of water mains in Colony Road from Norwood Road to Albany Avenue, West Hartford, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$700,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive

bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy

Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$700,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN WEST HARTFORD AND AUTHORIZING THE ISSUANCE OF \$700,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$700,000 is hereby appropriated for the planning, acquisition and construction of replacement of water mains in portions of Pine Street from Quaker Lane to Auburn Road and in Auburn Road from Asylum Avenue to Middlebrook Road, West Hartford, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$700,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies,

guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a

variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,450,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN EAST HARTFORD AND AUTHORIZING THE ISSUANCE OF \$2,450,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,450,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in Forbes Street, Highland Street, Holdstock Place, Leland Drive, Rider Lane, Ridgewood Road, Gold Street, Carroll Road, Pitkin Street and Burnside Avenue, East Hartford, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,450,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies,

guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a

variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$450,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN SIMMONS ROAD EAST HARTFORD AND AUTHORIZING THE ISSUANCE OF \$450,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$450,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in Simmons Road, from Silver Lane to Cumberland Drive, East Hartford, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$450,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive

bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy

Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$3,600,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN HARTFORD AND AUTHORIZING THE ISSUANCE OF \$3,600,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$3,600,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in Clinton Street, Fraser Place, Popieluszko Court, Townley Street, Ashley Street, Ely Street, Fairmount Street, Center Street, Battles Street, Garfield Street and Olds Place, Hartford, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$3,600,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies,

guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a

variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$3,250,000 FOR THE PLANNING, ACQUISITION AND CONSTRUCTION OF REPLACEMENT WATER MAINS IN HARTFORD AND AUTHORIZING THE ISSUANCE OF \$3,250,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$3,250,000 is hereby appropriated for the planning, acquisition and construction of replacement water mains in Hamilton Street and Park Terrace, Hartford, Phase II, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$3,250,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive

bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy

Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,000,000 FOR THE PLANNING AND DESIGN OF REPLACEMENT WATER MAINS AND AUTHORIZING THE ISSUANCE OF \$1,000,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,000,000 is hereby appropriated for the planning and design of replacement water mains and appurtenances in various locations in the District, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of

the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$300,000 FOR THE PURCHASE OF LAND, DEVELOPMENT RIGHTS OR CONSERVATION EASEMENTS AND AUTHORIZING THE ISSUANCE OF \$300,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$300,000 is appropriated for purchase of land, development rights or conservation easements in and around the District's watersheds, to protect the public drinking water supply and maintain high water quality in the Barkhamsted and Nepaug Reservoirs, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$300,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements,

auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay

project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$3,000,000 FOR DISTRICT-WIDE
PAVING PROGRAM AND AUTHORIZING THE ISSUANCE OF \$3,000,000
BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND
PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY
BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$3,000,000 is hereby appropriated for the restoration and paving of excavation sites, spoil material disposal and materials from stock related to paving, for labor costs and associated overhead expenses directly related to such project, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$3,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by

the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the

rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable

to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,500,000 FOR RADIO FREQUENCY
AUTOMATED METER READING AND AUTHORIZING THE ISSUANCE
OF \$1,500,000 BONDS OF THE DISTRICT TO MEET SAID
APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE
MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,500,000 is hereby appropriated for the purchase and installation of radio transmitters, meters and appurtenances, and for labor costs and associated overhead expenses directly related to the Radio Frequency Automated Meter Program, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,500,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District

by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the

State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate or rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations

shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,600,000 FOR WATER SUPPLY FACILITY AND WATERSHED LAND IMPROVEMENTS AND AUTHORIZING THE ISSUANCE OF \$1,600,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,600,000 is hereby appropriated for water supply facility and watershed land improvements including, but not limited to, the rehabilitation of paved and gravel roads, purchase and installation of security fencing, dam instrumentation and recreation facility upgrades and ADA compliance measures, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,600,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the

District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by

the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be

pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,200,000 FOR THE DESIGN OF
WATER PUMP STATION REFURBISHMENT, REPLACEMENT AND
UPGRADES AND AUTHORIZING THE ISSUANCE OF \$1,200,000
BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND
PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY
BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,200,000 is hereby appropriated for the design of refurbishment and upgrades to the Newington and Orchard Street pump stations, Glastonbury, the replacement of the Buckingham pump station, Glastonbury, and the Vexation Hill pump station, Newington, including, but not limited to process, mechanical,

and electrical systems, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,200,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the

proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which

provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,500,000 FOR REHABILITATION OF
AND IMPROVEMENTS TO WATER STORAGE TANKS – PHASE I AND
AUTHORIZING THE ISSUANCE OF \$2,500,000 BONDS OF THE
DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE
ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS
FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,500,000 is hereby appropriated for the rehabilitation of and improvements to various water storage tanks within the District's water distribution system, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,500,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the

Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans

and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate or rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations

shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,640,000 FOR THE DESIGN, ACQUISITION AND CONSTRUCTION OF DAM SAFETY IMPROVEMENTS AT RESERVIOR NO. 2 AND AUTHORIZING THE ISSUANCE OF \$1,640,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,640,000 is hereby appropriated for the design, acquisition and construction of structural and stability improvements to the District's water supply dam at Reservoir No. 2, including labor costs and associated overhead expenses related thereto, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$1,640,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and

other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws

and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized

Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,330,000 FOR THE DESIGN, ACQUISITION AND CONSTRUCTION OF DAM SAFETY IMPROVEMENTS AT RESERVOIR NO. 5 AND AUTHORIZING THE ISSUANCE OF \$1,330,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,330,000 is hereby appropriated for the design, acquisition and construction of structural and stability improvements to the District's water supply dam at Reservoir No. 5, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,330,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined

that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board,

following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form

of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any

tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,330,000 FOR THE DESIGN, ACQUISITION AND CONSTRUCTION OF DAM SAFETY IMPROVEMENTS AT RESERVOIR NO. 6 AND AUTHORIZING THE ISSUANCE OF \$1,330,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,330,000 is hereby appropriated for the design, acquisition and construction of structural and stability improvements to the District's water supply dam at Reservoir No. 6, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,330,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby

authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an

index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,000,000 FOR WATER TREATMENT FACILITY AND WATER QUALITY IMPROVEMENTS AND AUTHORIZING THE ISSUANCE OF \$1,000,000 BONDS OF THE DISTRICT TO MEET SAID

APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING
OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,000,000 is hereby appropriated for the design and construction of improvements and upgrades, and equipment replacement at the District's water treatment facilities, including the West Hartford Water Treatment Facility, Reservoir No. 6 - Bloomfield Water Treatment and Collinsville Water Treatment Facility, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on

behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of

the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or

facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$4,800,000 FOR THE WEST HARTFORD WATER TREATMENT FACILITY NORTH STORAGE TANK INSTALLATION AND AUTHORIZING THE ISSUANCE OF \$4,800,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$4,800,000 is hereby appropriated for the acquisition and installation of a 2.5MG storage basin, piping and valves on the north side of the West Hartford Water Treatment Facility, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$4,800,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations

and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the

RESOLUTION APPROPRIATING \$3,750,000 FOR WATER MAIN REPLACEMENT IN VARIOUS AREAS OF THE DISTRICT IN CONJUNCTION WITH THE CLEAN WATER PROJECT AND AUTHORIZING THE ISSUANCE OF \$3,750,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$3,750,000 is hereby appropriated for water main replacement in various areas of the District, in conjunction with the Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$3,750,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations

and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$685,000 FOR WATER MAIN REPLACEMENT ENFIELD STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$685,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$685,000 is hereby appropriated for water main replacement in Enfield Street, Hartford, between Greenfield Street and Mather Street, in conjunction with the Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$685,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$240,000 FOR WATER MAIN REPLACEMENT GREENFIELD STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$240,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$240,000 is hereby appropriated for water main replacement in Greenfield Street, Hartford, from Middlefield Street to Enfield Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$240,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants,

limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest

to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$575,000 FOR WATER MAIN REPLACEMENT MAGNOLIA STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$575,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$575,000 is hereby appropriated for water main replacement in Magnolia Street, Hartford, between Greenfield Street and Mather Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$575,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$150,000 FOR DESIGN OF WATER MAIN REPLACEMENT IN ALBANY AVENUE - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$150,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$150,000 is hereby appropriated for the design of replacement water mains in Albany Avenue, Rte. 44, Hartford, from Homestead Avenue to Brook Street, including intersecting side streets, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$150,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations

and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$236,000 FOR WATER MAIN REPLACEMENT GRISWOLD STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$236,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$236,000 is hereby appropriated for water main replacement in Griswold Street, Hartford, between Torwood Street and Maple Avenue, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$236,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations

and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$545,000 FOR WATER MAIN REPLACEMENT HARWICH STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$545,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$545,000 is hereby appropriated for water main replacement in Harwich Street, Hartford, between Roxbury Street and Grandview Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$545,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$305,000 FOR WATER MAIN REPLACEMENT FAIRFIELD AVENUE - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$305,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$305,000 is hereby appropriated for water main replacement in Fairfield Avenue, Hartford, between Ansonia and Roxbury Streets, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$305,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$435,000 FOR WATER MAIN REPLACEMENT TORWOOD STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$435,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$435,000 is hereby appropriated for water main replacement in Torwood Street, Hartford, between Salem and Griswold Streets, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$435,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$320,000 FOR WATER MAIN REPLACEMENT MAPLE AVENUE - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$320,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$320,000 is hereby appropriated for water main replacement in Maple Avenue, Hartford, between Salem and Griswold Streets, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$320,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase

agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a

variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$60,000 FOR DESIGN OF WATER MAIN REPLACEMENT WETHERSFIELD AVENUE - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$60,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$60,000 is hereby appropriated for the design of water main replacement in Wethersfield Avenue, Hartford, between Elliot Street and Olds Place, including interconnecting streets, in conjunction with the District's Clean Water Project, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$60,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the

District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$117,000 FOR DESIGN OF WATER MAIN REPLACEMENT PARK RIVER AREA—HARTFORD AND AUTHORIZING THE ISSUANCE OF \$117,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$117,000 is hereby appropriated for the design of water main replacement in the Park River Area, Hartford, in conjunction with the District's Clean Water Project, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation 117,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,632,000 FOR THE DESIGN AND CONSTRUCTION OF WATER MAIN REPLACEMENT WARNER STREET, MANNZ STREET AND WETHERSFIELD AVENUE - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$1,632,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,632,000 is hereby appropriated for the design and construction of water main replacements in Warner Street, Mannz Street, Annanwan Street and Wethersfield Avenue, Hartford, between Wyllis Street and Elliot Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,632,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes

or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase

agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a

variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,060,000 FOR THE DESIGN AND CONSTRUCTION OF WATER MAIN REPLACEMENT NORTH BEACON STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$1,060,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,060,000 is hereby appropriated for the design and construction of water main replacement in North Beacon Street, Hartford, from Cone Street to Elizabeth Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,060,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the

District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$800,000 FOR THE DESIGN AND CONSTRUCTION OF WATER MAIN REPLACEMENT FARMINGTON AVENUE - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$800,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$800,000 is hereby appropriated for the design and construction of water main replacement in Farmington Avenue, Hartford, from Prospect Avenue to Whitney Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$800,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such

manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements

("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations

and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$370,000 FOR WATER MAIN REPLACEMENT FENWAY STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$370,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$370,000 is hereby appropriated for the design and construction of water main replacement in Fenway Street, Hartford, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$370,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive

bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies,

guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy

Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$490,000 FOR WATER MAIN REPLACEMENT OXFORD STREET - HARTFORD AND AUTHORIZING THE ISSUANCE OF \$490,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$490,000 is hereby appropriated for water main replacement in Oxford Street, Hartford, from Farmington Avenue to Cone Street, in conjunction with the District's Clean Water Project, including labor costs and associated overhead expenses related thereto, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$490,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of

indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. The Chairman and the Treasurer are authorized in the name and on behalf of the District to apply for and accept any and all federal and state loans and/or grants-in-aid for the project and are further authorized to expend said funds in accordance with the terms thereof. To meet any portion of the costs of the project determined by the State of Connecticut Department of Environmental Protection and the State of Connecticut Department of Public Health to be eligible for funding under Section 22a-475 et seq. of the General Statutes of Connecticut, Revision of 1958, as amended (the "Drinking Water Program"), the District may issue bonds, notes or certificates of indebtedness authorized hereby in the form of interim funding obligations in anticipation of project loan obligations and project loan obligations ("Drinking Water Obligations") as the District Board shall determine, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. Drinking Water Obligations, Project Loan Agreements and any other instruments, agreements or certificates under the Drinking Water Program shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The aggregate principal amount of the Drinking Water Obligations to be issued, the dated date, final maturity, rate or rates of interest, the date, time of issue and sale and all other terms, details and particulars of such Drinking Water Obligations, subject to the provisions of the Drinking Water Program, shall be determined by the District Board, following recommendation of the Board of Finance. Drinking Water Obligations may be secured by the full faith and credit of the District and/or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the Drinking Water Obligations shall recite that every requirement of law relating to its issue has been duly complied with and that such obligation is within every debt and other limit prescribed by law.

Section 5. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit

Facility Providers”) to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust (“Indentures”) with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Trustees”), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the “Reoffering Agreements”) with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer (“Reoffering Agents”), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents’ compensation and the disclosure of the District’s financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 8. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District’s Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District’s Charter (“Swap Agreements”), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the “Swap Providers”), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 9. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 10. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized Obligations or Drinking Water Obligations. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 11. In connection with the issuance of Authorized Obligations and Drinking Water Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,400,000 FOR THE DESIGN, ACQUISITION AND CONSTRUCTION OF FACILITY AND EQUIPMENT IMPROVEMENTS AND AUTHORIZING THE ISSUANCE OF \$1,400,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,400,000 is appropriated for the design, acquisition and construction of improvements to the District's facilities and for repairs/ replacement of HVAC systems, electrical services, fire systems and roofs, including labor costs and associated overhead expenses related thereto, and for engineering, equipment, legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$1,400,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or

facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make,

execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$700,000 FOR INFORMATION SYSTEM IMPROVEMENTS AND AUTHORIZING THE ISSUANCE OF \$700,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$700,000 is hereby appropriated for information system improvements, including, but not limited to, equipment and software upgrades, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$700,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or

certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering

Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable

bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,000,000 FOR SECURITY AND SCADA COMMUNICATIONS UPGRADES AND AUTHORIZING THE ISSUANCE OF \$1,000,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,000,000 is appropriated for security and SCADA communications upgrades at the District's water treatment facilities, Hartford Water Pollution Control Facility and the command center, including, but not limited to, new access control measures, intrusion detection devices and monitoring equipment and PTZ CCTV cameras, including labor costs and associated overhead expenses related thereto, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$1,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices

and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such

expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$450,000 FOR GIS SERVICES AND
DATA DEVELOPMENT AND AUTHORIZING THE ISSUANCE OF
\$450,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION
AND PENDING THE ISSUANCE THEREOF THE MAKING OF
TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$450,000 is appropriated for the GIS services and data development, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$450,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon,

whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking

associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$4,800,000 ACQUISITION AND
INSTALLATION OF PUMP STATION EMERGENCY GENERATORS AND
AUTHORIZING THE ISSUANCE OF \$4,800,000 BONDS OF THE
DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE
ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS
FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$4,800,000 is appropriated for the acquisition and installation of pump station emergency generators at 20 pump stations and electrical control panels to support portable generators at 6 other pump stations, including labor costs and associated overhead expenses related thereto, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$4,800,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended

to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the

principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,800,000 FOR SHORT TERM FINANCING AND ISSUANCE COSTS FOR CAPITAL PROJECTS AND AUTHORIZING THE ISSUANCE OF \$1,800,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,800,000 is appropriated for short term financing and issuance costs for multiple borrowings related to capital projects.

Section 2. To meet said appropriation \$1,800,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter.

Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and

Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or

required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$2,000,000 FOR SURVEY AND CONSTRUCTION STAFFING RELATED TO THE DISTRICT'S CAPITAL PROJECTS AND AUTHORIZING THE ISSUANCE OF \$2,000,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$2,000,000 is appropriated for survey and construction inspection of all water and sewer projects within the District's service area, including labor costs and associated overhead expenses for projects installed under District contract and developer permit agreements, and for legal, administrative and other financing costs related thereto.

Section 2. To meet said appropriation \$2,000,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements,

auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay

project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

RESOLUTION APPROPRIATING \$1,500,000 FOR THE PLANNING, DESIGN, ACQUISITION AND CONSTRUCTION OF RENOVATIONS AT THE DISTRICT'S HEADQUARTERS AND AUTHORIZING THE ISSUANCE OF \$1,500,000 BONDS OF THE DISTRICT TO MEET SAID APPROPRIATION AND PENDING THE ISSUANCE THEREOF THE MAKING OF TEMPORARY BORROWINGS FOR SUCH PURPOSE

RESOLVED:

Section 1. The sum of \$1,500,000 is appropriated for the planning, design, acquisition and construction of renovations of the District's headquarters office layout, including electrical, plumbing, equipment and furniture, including labor costs and associated overhead expenses related thereto, and for legal, administrative, and other financing costs related thereto.

Section 2. To meet said appropriation \$1,500,000 bonds of the District are authorized to be issued in one or more series in accordance with applicable General Statutes of Connecticut, Revision of 1958, as amended to date and as amended from time to time in the future, public acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future, and special acts of the Connecticut General Assembly, as amended to date and as amended from time to time in the future (together, "Connecticut laws"), and the District's Charter. Said bonds shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or the Deputy Treasurer, and bear the District seal or a facsimile thereof. The bonds may be secured by the full faith and credit of the District and/or by special revenues of the District pledged thereto by the District Board, in accordance with Connecticut laws and the District's Charter. Each of the bonds shall recite that every requirement of law relating to its issue has been duly complied with and that such bond is within every debt and other limit prescribed by law. The aggregate principal amount of the bonds to be issued, the form of issuance as serial, term or discount bonds, the dated date, final maturity, annual installments of principal, whether interest on the bonds will be fixed or variable, the rate or rates of interest, or method of determining interest rates thereon, whether such interest shall be excluded or included in gross income for federal income

tax purposes, denominations, terms of redemption, if any, the date, time of issue and sale and all other terms, details and particulars of such bonds shall be determined by the District Board, in accordance with Connecticut laws and the District's Charter, following recommendation of the Board of Finance. It is hereby found and determined that the issuance of any such bonds the interest on which is included in gross income for federal income tax purposes is in the public interest. The bonds may be sold by competitive bid or negotiated sale, as determined by the District Board. If sold by competitive bid, a notice of sale, or summary thereof, shall be published at least five (5) days in advance of the sale in a recognized publication carrying municipal bond notices and devoted primarily to financial news and the subject of state and municipal bonds. If sold by negotiated sale, the form and details of the bond purchase agreement for the sale of the bonds shall be determined by the District Board.

Section 3. The Treasurer and the Deputy Treasurer are authorized to make temporary borrowings in anticipation of the receipt of the proceeds of said bonds. Notes or certificates of indebtedness evidencing such borrowings may be sold by competitive bid or negotiated sale, as determined by the Treasurer or Deputy Treasurer, in such manner as shall be determined by said Officers. Said notes or certificates of indebtedness shall be issued in fully registered form, be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer, and bear the District seal or a facsimile thereof. The notes or certificates of indebtedness may be secured by the full faith and credit of the District and/ or by special revenues of the District pledged therefore by the District Board in accordance with Connecticut laws and the District's Charter. Each of the notes shall recite that every requirement of law relating to its issue has been duly complied with and that such note is within every debt and other limit prescribed by law. The net interest cost on such notes or certificates of indebtedness, including renewals thereof, and the expense of preparing, issuing and marketing them, to the extent paid from the proceeds of such renewals or said bonds, shall be included as a cost of the project. Upon the sale of the bonds, the proceeds thereof, to the extent required, shall be applied forthwith to the payment of the principal of and the interest on such notes or certificates of indebtedness then outstanding or shall be deposited with a bank or trust company in trust for such purpose.

Section 4. In connection with the issuance of the bonds, notes or certificates of indebtedness authorized hereunder ("Authorized Obligations"), the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, standby bond purchase agreements, letters of credit, lines of credit, financial guaranty insurance policies, guarantees of the District or third parties, surety agreements, or any similar agreements ("Credit Facilities") with one or more financial institutions providing Credit Facilities ("Credit Facility Providers") to provide for additional security for and the purchase upon tender of the Authorized Obligations, if any, under circumstances set forth in the Indentures (defined herein). Credit Facilities shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 5. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to approve the terms and conditions of indentures of trust or other instruments of trust ("Indentures") with commercial banks or national banking

associations with trust powers or trust companies to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Trustees"), which provide for, among other things, the rate of rates of interest, or method of determining interest rates thereon, procedures for conducting auctions in an auction rate mode, the denominations, the tender rights of holders, if any, the rights of redemption and redemption prices, the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District necessary to issue the variable rate bonds, and the execution of various other instruments. Indentures shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 6. In connection with the issuance of Authorized Obligations bearing interest at variable interest rates, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to enter into, remarketing agreements, broker-dealer agreements, auction agency agreements and other agreements (the "Reoffering Agreements") with remarketing agents, investment banking firms or other financial institutions to be appointed by the Chairman and the Treasurer or Deputy Treasurer ("Reoffering Agents"), which provide for, among other things, the terms and conditions for reoffering Authorized Obligations bearing interest at variable interest rates, the Reoffering Agents' compensation and the disclosure of the District's financial condition. Reoffering Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer.

Section 7. In connection with the issuance of Authorized Obligations, if permitted by Connecticut laws and the District's Charter, the District Board is hereby authorized to approve the terms and conditions of, including necessary covenants, limitations and restrictions on the District necessary to obtain, an interest rate swap agreement in the form of the International Swaps and Derivatives Association, Inc. (ISDA) Master Agreement, together with applicable annexes, schedules and confirmations thereto, contracts to manage interest rate risk, including interest rate caps, options, puts, call or similar arrangements, or such other agreements permitted by Connecticut laws and the District's Charter ("Swap Agreements"), with one or more counterparties to be selected by the Chairman and Treasurer or Deputy Treasurer, as Swap Provider (the "Swap Providers"), which provides for, among other things, the effective date or dates of the Swap Agreements, the rate of interest to be paid by the District to the Swap Providers on the principal amount of the bonds (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the rate of interest to be received by the District from the Swap Providers (which may be a fixed rate or a variable rate based on an index determined by the Chairman and Treasurer or Deputy Treasurer), the payment of certain fees, the imposition of certain covenants, limitations and restrictions on the District and the execution of various other instruments. Swap Agreements shall be executed in the name and on behalf of the District by the manual or facsimile signatures of the Chairman and the Treasurer or Deputy Treasurer. To the extent provided by Connecticut laws, the full faith and credit of the District may be pledged to any and all payments to be made by the District with respect to the Swap Agreements, including, any termination or netting payments to be made by the District.

Section 8. The Chairman and Treasurer or Deputy Treasurer are hereby authorized, on behalf of the District, 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 the Securities and Exchange Commission Securities Exchange Act Rule 15c2-12, as amended, as may be necessary, appropriate or desirable to effect the sale of the bonds, notes and certificates of indebtedness authorized by this resolution. Any agreements or representations to provide information to the MSRB made prior hereto are hereby confirmed, ratified and approved.

Section 9. The District hereby expresses its official intent pursuant to Treasury Regulations Section 1.150-2 to reimburse expenditures paid sixty days prior to and anytime after the date of passage of this Resolution in connection with the project with the proceeds of Authorized. Said obligations shall be issued to reimburse such expenditures not later than 18 months after the date of the expenditure or such later date the Regulations may authorize. The District hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Chairman and the Treasurer or Deputy Treasurer are each individually authorized to pay project expenses in accordance herewith pending the issuance of the Authorized Obligations. This Section is included herein solely for purposes of compliance with Treasury Regulations Section 1.150-2 and may not be used or relied on for any other purpose.

Section 10. In connection with the issuance of Authorized Obligations, the District Board is hereby authorized to, and if any such action shall heretofore have been taken, such action is hereby ratified and confirmed, (a) publish such notices, hold such hearings, make such representations and agreements, and take such other actions as shall be necessary to enable bond counsel to render its opinions as to the validity of the said obligations and the exclusion of the interest thereon, if applicable, from gross income for federal income tax purposes, (b) make, execute and deliver all such additional and supplemental documents, including, but not limited to any tax compliance agreements, tax certificates, tax forms, investment agreements or assignments, and (c) do and perform such acts and take such actions as may be necessary or required for the consummation of the transactions provided for and contemplated by this Resolution.

FISCAL YEAR 2011 - BUDGET EXPENDITURES – Report 4b.

To: Board of Finance for consideration on November 15, 2010

It is **RECOMMENDED** that it be:

Voted: That the estimated 2011 budget expenditures in the total amount of \$124,036,700 be referred to the District Board for acceptance and approval as follows:

Budget Appropriations	Water	Sewer	Total
District Board	126,000	121,000	247,000
Executive Office	517,300	497,100	1,014,400
Administrative Services	127,200	122,300	249,500
Legal	829,700	797,100	1,626,800
Chief Administrative Office	351,700	337,900	689,600
Human Resources	1,025,700	985,500	2,011,200
Information Technology	3,038,900	1,496,700	4,535,600
Finance	1,787,700	1,717,700	3,505,400
Environment, Health and Safety	665,100	639,000	1,304,100
Engineering and Planning	1,248,300	1,199,400	2,447,700
Customer Service	3,211,000	1,659,300	4,870,300
Chief Operating Office	253,800	243,800	497,600
Operations	7,272,400	2,424,000	9,696,400
Water Pollution Control	-	16,715,300	16,715,300
Maintenance	5,024,900	4,827,700	9,852,600
Water Treatment	7,074,000	-	7,074,000
Water Supply	3,381,100	-	3,381,100
Patrol	1,216,800	-	1,216,800
Debt Service	10,473,600	19,205,400	29,679,000
Employee Benefits	7,725,400	6,320,800	14,046,200
General Insurance	1,998,500	856,500	2,855,000
Taxes and Fees	2,455,000	-	2,455,000
Special Agreements and Programs	1,047,800	566,000	1,613,800
Contingencies	839,900	417,000	1,256,900
Riverfront Park Systems	1,195,400	-	1,195,400
Total Water and Sewer Budget	62,887,200	61,149,500	124,036,700

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded the report was received and the resolution recommended to the District Board by roll call vote.

The results of the roll call:

Yeas : Commissioners Adam M. Cloud, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (9)

Nays: None

Abstentions: Allen Hoffman (1)

Absent & Not Voting: None

FISCAL YEAR 2011 - BUDGET REVENUES – Report 4c.

To: Board of Finance for consideration on November 15, 2010

It is **RECOMMENDED** that it be

Voted: That the 2011 Budget Revenues in the total amount of \$124,036,700 be referred to the District Board for acceptance and approval as follows:

WATER REVENUES

Sale of Water and Other Operating Revenue	\$60,507,200
Non-Operating Revenues	<u>2,380,000</u>
Sub-Total - Water Revenues	\$62,887,200

OTHER FINANCING SOURCES

Contribution from Working Funds	\$ <u>0</u>

Total Source of Revenues and Other Financing Sources – Water Operations	<u>\$62,887,200</u>

SEWER REVENUES

Tax on Member Municipalities	\$33,134,800
Revenue from Other Government Agencies	6,733,000
Other Sewer Revenues	5,691,700
Sewer User Charge Revenue	<u>5,717,900</u>
Sub-Total - Sewer Revenues	\$51,277,400

OTHER FINANCING SOURCES

Contributions/Transfers from Other Funds	\$9,872,100
Revenue Surplus Designated from Prior Year	<u>0</u>
Sub-Total - Other Financing Sources	\$9,872,100

**Total Source of Revenues and Other Financing
Sources – Sewer Operations****\$61,149,500****TOTAL REVENUE AND OTHER FINANCING
SOURCES - WATER AND SEWER OPERATIONS****\$124,036,700**

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

***On motion made by Commissioner Cloud and duly seconded
the report was received and the resolution recommended to
the District Board by roll call vote.***

The results of the roll call:

Yeas : Commissioners Adam M. Cloud, Allen Hoffman, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (10)

Nays: None

Abstentions:

Absent & Not Voting: None

**FISCAL YEAR 2011 - HYDROELECTRIC EXPENDITURES AND REVENUES –
Report 4d.**

To: Board of Finance for consideration on November 15, 2010

It is **RECOMMENDED** that it be

Voted: That the Board of Finance recommends to the District Board for acceptance and approval an appropriation of \$2,018,100 for the operation of the Hydroelectric Program.

Further

Voted: That the Board of Finance recommends to the District Board for acceptance and approval estimated Hydroelectric revenues of \$2,018,100 in support of operations as follows:

Power Sales

\$ 852,800

Interest Income	8,000
Designated from Surplus	<u>1,157,300</u>
Total Hydroelectric	<u>\$ 2,018,100</u>

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Commissioner Cloud and duly seconded the report was received and the resolution recommended to the District Board by roll call vote.

The results of the roll call:

Yeas : Commissioners Adam M. Cloud, Allen Hoffman, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (10)

Nays: None

Abstentions:

Absent & Not Voting: None

FISCAL YEAR 2011 - MID-CONNECTICUT PROJECT EXPENDITURES AND REVENUES – Report 4e.

To: Board of Finance for consideration on November 15, 2010

It is **RECOMMENDED** that it be

Voted: That the Board of Finance recommends to the District Board for acceptance and approval an appropriation of \$17,536,600 for the operation of the Mid-Connecticut Project.

Further

Voted: That the Board of Finance recommends to the District Board for acceptance and approval estimated Mid-Connecticut Project revenues of \$17,536,600 to be reflected as reimbursements from the Connecticut Resources Recovery Authority in support of operations.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Commissioner Hoffman and duly seconded the report was received and the resolution recommended to the District Board by roll call vote.

The results of the roll call:

Yeas : Commissioners Adam M. Cloud, Allen Hoffman, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (10)

Nays: None

Abstentions:

Absent & Not Voting: None

REFERRAL OF PROPOSED 2011 BUDGET – Report 4f.

To: Board of Finance for consideration on November 15, 2010.

Upon disposition of the preceding votes, it is **RECOMMENDED** that it be

Voted: That, in compliance with Section 3-7 of the Charter of The Metropolitan District, the accompanying budget of said District for the fiscal year 2011, as set forth in the tabulations entitled “Budget for The Metropolitan District for the Fiscal Year 2011,” after publication as required by law, shall be referred to the District Board at its December meeting, for acceptance and approval.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Commissioner Cloud and duly seconded the report was received and the resolution recommended to the District Board by unanimous vote.

FISCAL YEAR 2011 - TAX ON MEMBER MUNICIPALITIES – Report 5.

To: Board of Finance for consideration on November 15, 2010

A Fiscal Year 2011 Tax Levy on The Metropolitan District’s member municipalities in the amount of \$33,134,800 is recommended in support of the proposed

2011 budget. In accordance with the District Board's policy, taxes may be paid in quarterly installments. To coincide with the fiscal year cycle (July 1 – June 30) adhered to by the member municipalities, the quarterly tax payments are unbalanced. The amount of the tax due in the first half of 2011 will be equivalent to 50% of the total 2010 tax levy. This amount (when paid) will be subtracted from the total 2011 tax levy: the balance is the amount due in the second half of the year.

Apportionment of the Fiscal Year 2011 tax among the member municipalities and the amount due on each installment will be as follows:

Member Municipality	Amount Due Jan 19, 2011	Amount Due Apr 20, 2011	Amount Due Jul 20, 2011	Amount Due Oct 19, 2011	Total Tax 2011
Hartford	\$2,153,700	\$2,153,700	\$2,477,800	\$2,477,800	\$9,263,000
East Hartford	939,300	939,300	990,650	990,650	3,859,900
Newington	657,100	657,100	773,700	773,700	2,861,600
Wethersfield	627,725	627,725	713,575	713,575	2,682,600
Windsor	691,600	691,600	789,700	789,700	2,962,600
Bloomfield	567,225	567,225	660,975	660,975	2,456,400
Rocky Hill	442,375	442,375	514,575	514,575	1,913,900
West Hartford	1,662,725	1,662,725	1,904,675	1,904,675	7,134,800
Total	\$7,741,750	\$7,741,750	\$8,825,650	\$8,825,650	\$33,134,800

It is therefore **RECOMMENDED** that it be

Voted: That the District Board approve the following resolution:

Resolved: That, in accordance with Section 3-12 and 3-13 of the District Charter, a tax on the member municipalities comprising The Metropolitan District, in the sum of \$33,134,800, shall be due and payable in favor of The Metropolitan District in four installments on the following due dates: the first installment, totaling \$7,741,750, shall be due and payable on January 19, 2011; the second installment, totaling \$7,741,750, shall be due and payable on April 20, 2011; the third installment, totaling \$8,825,650, shall be due and payable on July 20, 2011; and the fourth installment, totaling \$8,825,650, shall be due and payable October 19, 2011. Apportionment of the Fiscal Year 2011 tax among the member municipalities and the amount due on each installment shall be as follows:

Member Municipality	Amount Due Jan 19, 2011	Amount Due Apr 20, 2011	Amount Due Jul 20, 2011	Amount Due Oct 19, 2011	Total Tax 2011
Hartford	\$2,153,700	\$2,153,700	\$2,477,800	\$2,477,800	\$9,263,000
East Hartford	939,300	939,300	990,650	990,650	3,859,900
Newington	657,100	657,100	773,700	773,700	2,861,600
Wethersfield	627,725	627,725	713,575	713,575	2,682,600
Windsor	691,600	691,600	789,700	789,700	2,962,600
Bloomfield	567,225	567,225	660,975	660,975	2,456,400
Rocky Hill	442,375	442,375	514,575	514,575	1,913,900
West Hartford	1,662,725	1,662,725	1,904,675	1,904,675	7,134,800
Total	\$7,741,750	\$7,741,750	\$8,825,650	\$8,825,650	\$33,134,800

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded the report was received and the resolution recommended to the District Board by roll call vote.

The results of the roll call:

Yeas : Commissioners Adam M. Cloud, Allen Hoffman, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (10)

Nays: None

Abstentions:

Absent & Not Voting: None

FISCAL YEAR 2011 - REVISIONS TO DISTRICT SEWER USER CHARGE RATES – Report 6.

To: Board of Finance for consideration on November 15, 2010

In accordance with Section S12j of the District's Ordinances, sewer use unit charge rates shall be determined annually in conjunction with adoption of the District Budget. The 2011 budget in support of sewer operations calls for a sewer user charge rate of \$2.35, which is 12.98% than the prior year.

Following the cost trends for the sewer user charge rate, it is recommended the BOD and COD rate be increased to \$0.28 per pound respectively. In addition, the suspended solids strength charge will increase to \$0.23 per pound. These unit charges, which apply to high flow users, low flow/high strength users and non-municipal tax-exempt users, are for the following:

1. Liquid flow charge rate based on sewer flow in hundreds of cubic feet (CCF).
2. a. BOD (biochemical oxygen demand) strength charge rate based on pounds of BOD for the concentration of BOD exceeding 300 milligrams per liter (mg/l).

- b. COD (chemical oxygen demand) strength charge rate based on pounds of COD for that concentration of COD exceeding 700 mg/l.
3. Suspended solids strength charge rate based on pounds of suspended solids for that concentration exceeding 300 mg/l.

Additionally, in accordance with Section S12x of the District's Ordinances, the special sewer service charge primarily for payment of principal and interest on certain bonds and loans which proceeds are used to finance the costs associated with the Clean Water Project. The special sewer service charge is set annually in conjunction with adoption of the District Budget. Effective January 1, 2011, said charge shall be \$1.40 per hundred cubic feet (ccf) to be uniformly applied and to be proportional to the quantity of water used by District customers who utilize the District sewer system and are furnished water directly by the Metropolitan District. The special sewer service charge shall appear separately on the water bills of the District.

It is **RECOMMENDED** that it be

Voted: That the District Board approve the following resolution:

Resolved: That, in accordance with Section S12j of the District Ordinances, Unit Charges For Computing The Sewer User Charge, a sewer user charge rate of two dollars and thirty-five cents (\$2.35) per hundred cubic feet of sewer flow be effective for meter readings on and after January 1, 2011 and that, effective January 1, 2011, a BOD strength charge of twenty-eight cents (\$0.28) per pound be billed on sewer flow for that concentration of BOD exceeding 300 milligrams per liter; a COD strength charge of twenty-eight cents (\$0.28) per pound be billed on sewer flow for that concentration of COD exceeding 700 milligrams per liter; and a suspended solids strength charge of twenty-three (\$0.23) per pound be billed on sewer flow for that concentration of suspended solids exceeding 300 milligrams per liter.

Further

Resolved: In accordance with Section S12x of the District's Ordinances, the rate for the special sewer service charge shall be \$1.40 per ccf commencing January 1, 2011.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded the report was received and resolution recommended to the District Board by roll call vote.

The results of the roll call:

Yeas : Commissioners Adam M. Cloud, Allen Hoffman, William Horan, Pasquale J. Salemi, Citizen Members William Cibes, Martin B. Courneen, Linda King-Corbin, Richard Mulready, Dale Ryan and District Chairman William DiBella (10)

Nays: None

Abstentions:

Absent & Not Voting: None

ADJOURNMENT

The meeting was adjourned at 6:50 p.m.

ATTEST:


Kristine C. Shaw
District Clerk

January 10, 2011

Date of Approval

**SPECIAL MEETING
BOARD OF FINANCE
The Metropolitan District
555 Main Street, Hartford
Monday, December 6, 2010**

PRESENT: Commissioners Adam M. Cloud, Allen Hoffman, William P. Horan, Pasquale J. Salemi, Citizen Members Martin B. Courneen, Linda King-Corbin, Dale Ryan and District Chairman William A. DiBella (8)

ABSENT: Citizen Members William Cibes and Richard Mulready (2)

ALSO

PRESENT: Commissioner Daniel Camilliere
Commissioner Joseph H. Kronen
Commissioner J. Lawrence Price
Commissioner Joseph Verrengia
Charles P. Sheehan, Chief Executive Officer
Scott W. Jellison, Chief Operating Officer
Robert E. Moore, Chief Administrative Officer
John M. Zinzarella, Chief Financial Officer
R. Bartley Halloran, District Counsel
Christopher R. Stone, Assistant District Counsel
Kristine C. Shaw, District Clerk
Robert Constable, Manager of Budget & Analysis
Carol Fitzgerald, Manager of Financial Control
Stanley Pokora, Manager of Treasury
Kerry E. Martin, Assistant to the CEO
Cynthia A. Nadolny, Executive Assistant
Richard Goldstein, Attorney, McElroy, Deutsch, Mulvaney, & Carpenter/PH, LLP

CALL TO ORDER

The meeting was called to order by Chairman Salemi at 4:49 p.m.

ROLL CALL AND QUORUM

The District Clerk informed Chairman Salemi that a quorum of the Board of Finance was present, and the meeting was declared a legal meeting of The Metropolitan District of Hartford County, Connecticut.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

REVISED FISCAL YEAR 2011 BUDGET EXPENDITURES – Report 3a.

To: Board of Finance for consideration on December 6, 2010

It is **RECOMMENDED** that it be:

Voted: That the estimated 2011 budget expenditures in the total amount of \$124,036,700 be referred to the District Board for acceptance and approval as follows:

Budget Appropriations	Water	Sewer	Total
District Board	126,000	121,000	247,000
Executive Office	517,300	497,100	1,014,400
Administrative Services	127,200	122,300	249,500
Legal	829,700	797,100	1,626,800
Chief Administrative Office	210,100	201,800	411,900
Human Resources	985,000	946,400	1,931,400
Information Technology	2,886,600	1,421,800	4,308,400
Finance	1,634,100	1,570,200	3,204,300
Environment, Health and Safety	634,400	609,500	1,243,900
Engineering and Planning	1,142,700	1,097,900	2,240,600
Customer Service	3,004,400	1,571,700	4,576,100
Chief Operating Office	253,800	243,800	497,600
Operations	7,227,000	2,408,900	9,635,900
Water Pollution Control	-	15,891,800	15,891,800
Maintenance	4,876,100	4,684,900	9,561,000
Water Treatment	6,662,800	-	6,662,800
Water Supply	3,045,800	-	3,045,800
Patrol	1,216,800	-	1,216,800
Debt Service	10,473,600	19,205,400	29,679,000
Employee Benefits	9,559,800	7,821,800	17,381,600
General Insurance	1,998,500	856,500	2,855,000
Taxes and Fees	2,455,000	-	2,455,000
Special Agreements and Programs	1,047,800	521,000	1,568,800
Contingencies	895,600	558,600	1,454,200
Riverfront Park Systems	1,077,100	-	1,077,100
Total Water and Sewer Budget	62,887,200	61,149,500	124,036,700

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded, the report was received and the resolution recommended to the District Board by unanimous vote of those present.

REVISED BUDGET FOR FISCAL YEAR 2011-BUDGET REVENUES – Report 3b.

To: Board of Finance for consideration on December 6, 2010

It is therefore **recommended** that it be:

Voted: That the 2011 Budget Revenues in the total amount of \$124,036,700 be referred to the District Board for acceptance and approval as follows:

WATER REVENUES

Sale of Water and Other Operating Revenue	\$60,507,200
Non-Operating Revenues	<u>2,380,000</u>
Sub-Total - Water Revenues	\$62,887,200

OTHER FINANCING SOURCES

Contribution from Working Funds	\$ <u> 0</u>

Total Source of Revenues and Other Financing Sources – Water Operations	<u>\$62,887,200</u>

SEWER REVENUES

Tax on Member Municipalities	\$32,360,500
Revenue from Other Government Agencies	5,733,000
Other Sewer Revenues	5,691,700
Sewer User Charge Revenue	<u>5,717,900</u>
Sub-Total - Sewer Revenues	\$49,503,100

OTHER FINANCING SOURCES

Contributions/Transfers from Other Funds	\$10,872,100
Revenue Surplus Designated from Prior Year	<u>774,300</u>

Sub-Total - Other Financing Sources	\$11,646,400
Total Source of Revenues and Other Financing Sources – Sewer Operations	<u>\$61,149,500</u>
TOTAL REVENUE AND OTHER FINANCING SOURCES - WATER AND SEWER OPERATIONS	<u>\$124,036,700</u>

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded, the report was received and the resolution recommended to the District Board by unanimous vote of those present.

REFERRAL OF REVISED PROPOSED 2011 BUDGET – Report 3c.

To: Board of Finance for consideration on December 6, 2010

Upon disposition of the preceding votes, it is **RECOMMENDED** that it be:

Voted: That, in compliance with Section 3-7 of the Charter of The Metropolitan District, the accompanying revised budget of said District for the fiscal year 2011, as set forth in the tabulations entitled “Budget for The Metropolitan District for the Fiscal Year 2011,” shall be referred to the District Board at its December meeting, for acceptance and approval.

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by Citizen Member Courneen and duly seconded, the revised proposed 2011 budget was referred to the District Board by unanimous vote of those present.

REVISED FISCAL YEAR 2011 - TAX ON MEMBER MUNICIPALITIES – REPORT 4.

To: Board of Finance for consideration on December 6, 2010

A Fiscal Year 2011 Tax Levy on The Metropolitan District's member municipalities in the amount of \$32,360,500 is recommended in support of the proposed 2011 budget. In accordance with the District Board's policy, taxes may be paid in quarterly installments. To coincide with the fiscal year cycle (July 1 – June 30) adhered to by the member municipalities, the quarterly tax payments are unbalanced. The amount of the tax due in the first half of 2011 will be equivalent to 50% of the total 2010 tax levy. This amount (when paid) will be subtracted from the total 2011 tax levy: the balance is the amount due in the second half of the year.

Apportionment of the Fiscal Year 2011 tax among the member municipalities and the amount due on each installment will be as follows:

	Amount Due	Amount Due	Amount Due	Amount Due	Total Tax
Member Municipality	Jan 19, 2011	Apr 20, 2011	Jul 20, 2011	Oct 19, 2011	2011
Hartford	\$2,153,700	\$2,153,700	\$2,369,600	\$2,369,600	\$9,046,600
East Hartford	939,300	939,300	945,550	945,550	3,769,700
Newington	657,100	657,100	740,250	740,250	2,794,700
Wethersfield	627,725	627,725	682,225	682,225	2,619,900
Windsor	691,600	691,600	755,100	755,100	2,893,400
Bloomfield	567,225	567,225	632,275	632,275	2,399,000
Rocky Hill	442,375	442,375	492,175	492,175	1,869,100
West Hartford	1,662,725	1,662,725	1,821,325	1,821,325	6,968,100
Total	\$7,741,750	\$7,741,750	\$8,438,500	\$8,438,500	\$32,360,500

It is therefore recommended that it be:

Voted: That the District Board approve the following resolution:

Resolved: That, in accordance with Section 3-12 and 3-13 of the District Charter, a tax on the member municipalities comprising The Metropolitan District, in the sum of \$32,360,500 shall be due and payable in favor of The Metropolitan District in four installments on the following due dates: the first installment, totaling \$7,741,750 shall be due and payable on January 19, 2011; the second installment, totaling \$7,741,750 shall be due and payable on April 20, 2011; the third installment, totaling \$8,438,500 shall be due and payable on July 20, 2011; and the fourth installment, totaling \$8,438,500 shall be due and payable October 19, 2011. Apportionment of the Fiscal Year 2011 tax among the member municipalities and the amount due on each installment shall be as follows:

	Amount Due	Amount Due	Amount Due	Amount Due	Total Tax
Member Municipality	Jan 19, 2011	Apr 20, 2011	Jul 20, 2011	Oct 19, 2011	2011
Hartford	\$2,153,700	\$2,153,700	\$2,369,600	\$2,369,600	\$9,046,600
East Hartford	939,300	939,300	945,550	945,550	3,769,700

Newington	657,100	657,100	740,250	740,250	2,794,700
Wethersfield	627,725	627,725	682,225	682,225	2,619,900
Windsor	691,600	691,600	755,100	755,100	2,893,400
Bloomfield	567,225	567,225	632,275	632,275	2,399,000
Rocky Hill	442,375	442,375	492,175	492,175	1,869,100
West Hartford	1,662,725	1,662,725	1,821,325	1,821,325	6,968,100
Total	\$7,741,750	\$7,741,750	\$8,438,500	\$8,438,500	\$32,360,500

Respectfully submitted,

Charles P. Sheehan
Chief Executive Officer

On motion made by District Chairman DiBella and duly seconded, the report was received and the resolution was recommended to the District Board by unanimous vote of those present.

ADJOURNMENT

The meeting was adjourned at 5:20 p.m.

ATTEST:



Kristine C. Shaw
District Clerk

January 10, 2011

Date of Approval

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