



NORWICH BOARD OF PUBLIC UTILITIES' COMMISSIONERS
&
SEWER AUTHORITY OF THE CITY OF NORWICH
REGULAR MEETING

September 24, 2024

The Regular Meeting of the Norwich Board of Public Utilities' Commissioners and the Sewer Authority of the City of Norwich was held on Tuesday, September 24, 2024, by Teams and in the 2nd Floor Board Room of NPU's Administrative Offices at 16 South Golden Street, Norwich.

Item 1. The Meeting was called to order at 6:02 p.m. by Chairman Stewart Peil.

Present: Chairman Stewart Peil, Secretary William Warzecha and Commissioner Robert Staley. Commissioner Michael Goldblatt joined remotely. Vice Chairman Ashon Avent joined the meeting remotely at 6:03pm. NPU staff in attendance were General Manager Chris LaRose, Steve Sinko, Jeff Brining, Brenton Terry, Laura Huren, Shayleen Alfieri, Matt Hross, Valerie Kent, Chris Riley, Mary Lou Rychling, Alisa Morrison, Eric McDermott, and Simone Oliva. NPU staff Barry Ellison, David Poore and John Covey joined the meeting remotely.

Item 2. Fifteen Minute Public Comment Period

There were no public comments.

Item 3. Approval of the Minutes of the Regular Board of Public Utilities' Commissioners Meeting and Sewer Authority of the City of Norwich held on Tuesday, August 20, 2024.

- Motion to approve made by Secretary Warzecha, seconded by Commissioner Staley. Unanimously approved.

Item 4. Information and Updates provided to the Board in advance of the meeting

- Financial Update. No discussion.
- Leadership Team Update. Secretary Warzecha asked brief questions related to ongoing projects. Informative.
- Strategic Plan Dashboard Update. Informative.

Item 5. Finance & Audit Subcommittee Update

- General Manager Chris LaRose provided a summary of the most recent Finance & Audit Subcommittee meeting on September 10. Commissioner Staley asked about the process related to revenue bonds for future investment in NPU infrastructure Informative.

Item 6. NEPPA Update

- Vice Chairman Avent provided an update on the NEPPA Annual Conference held in August. Informative.

Item 7. Strategic Discussions

- PPA/PGA Charges. Chris LaRose discussed the details provided in the September 10 Finance & Audit Subcommittee meeting. No changes made. Informative.
- Sewer Rates Update. Chris LaRose provided brief comments on the proposed rates as presented in the August NPU Board meeting. Commissioner Staley and Chairman Peil provided brief comments. Informative.
- Change to Energy Efficiency Charges. Chris LaRose provided a brief overview of the proposed changes as presented at the August NPU Board meeting. Informative.
- 2025-2028 Strategic Plan. Chris LaRose provided a high-level overview of how the process for developing the next NPU Strategic Plan will proceed. Commissioner Staley expressed his satisfaction with the process for developing the 2022-2025 Strategic Plan.

Item 8. Presentations

- Seasonal Disconnect Charges. Mary Lou Rychling provided an explanation of how NPU plans to address seasonal disconnects with information from other utilities. Discussion followed. Informative.
- DWSRF Projects. Alisa Morrison provided an update around the three proposed water projects. Discussion followed. Informative.
- Greeneville Dam Repairs. Eric McDermott provided an overview of the work that has been underway for the past two weeks. Discussion followed. Informative.
- Wastewater Plant Upgrade. Matt Hross provided an overview of the construction progress being made at the plant. Discussion followed. Informative.

Item 10. Action Items

Sewer Rates Adoption

- Motion to approve the proposed new sewer rates as presented, made by Secretary Warzecha, seconded by Commissioner Staley.
Unanimously approved.

Electric Energy Efficiency Rate Adoption

- Motion to approve the energy efficiency charge as presented made by Commissioner Goldblatt, seconded by Vice Chairman Avent.
Unanimously approved.

West Town Street Water Main Rehabilitation Resolution

- Motion to approve the West Town Street water project as presented made by Secretary Warzecha, seconded by Commissioner Staley.
Unanimously approved.

Norwichtown Well - PFAS Treatment System Project Resolution

- Motion to approve the PFAS wellsite project as presented made by Secretary Warzecha, seconded by Commissioner Staley. Unanimously approved.

Route 2 Galvanized Pipe Project Resolution

- Motion to approve Route 2 pipe project as presented made by Commissioner Staley, seconded by Secretary Warzecha. Unanimously approved.

Item 9. Executive Session

Executive Session – To Discuss Confidential Trade Secret & Commercially Valuable Confidential or Proprietary Information Not Subject to Inspection or Public Disclosure Pursuant to Section 1-210[5] and 7-232a of the CT General Statutes. This information is commercially valuable, confidential and proprietary and is not public disclosure, pursuant to Public Act No. 98-212; and, To Discuss Personnel Matters of an Employee(s) and/or Public Official, pursuant to Chapter 14, Section 1-200 (6) (A) of the CT General Statutes.

- Secretary Warzecha, seconded by Commissioner Staley moved to enter Executive Session at 7:26 p.m. Unanimously approved. General Manager LaRose, Steve Sinko, Jeff Brining and Chris Riley were asked to stay for the Executive Session.
- No votes taken.
- Commissioner Goldblatt seconded by Secretary Warzecha moved to adjourn the meeting at 8:30 p.m. Unanimously approved. The Board came out of Executive Session at 8:31 p.m.

Commissioner Staley seconded by Secretary Warzecha moved to adjourn the meeting at 8:32 p.m. Unanimously approved.

The next Regular Meetings are scheduled to be held on Tuesday, October 22, 2024.

Attest:

William Warzecha
Secretary

**LEGAL NOTICE
CITY OF NORWICH
DEPARTMENT OF PUBLIC UTILITIES**

At its regular meeting held on September 24, 2024, the City of Norwich Board of Public Utilities Commissioners approved the following electric rates and fees. The proposed rates and fees were the subject of a public hearing held on August 20, 2024, and were filed with the City Clerk on September 25, 2024. Any appeals from such charges must be taken within twenty-one days after such filing. Rates and fees will become effective for bills rendered on or after November 1, 2024.

**NORWICH PUBLIC UTILITIES
ELECTRIC SERVICE RATES**

ENERGY EFFICIENCY FUND

A charge will be applied to all billed kWh consumption to recover the costs of investment in renewable energy resources and energy efficiency and load reduction initiatives through the NPU Energy Efficiency Fund. This charge will be reviewed and adjusted periodically as necessary to meet funding needs, to comply with applicable State of Connecticut legislative requirements, and to reflect all applicable taxes.

RATE EFFECTIVE: **NOVEMBER 1, 2024**

Electricity Used: All kWh \$0.00533 per kWh

EFFECTIVE: For bills rendered on or after **November 1, 2024**.

LEGAL NOTICE
SEWER AUTHORITY OF THE CITY OF NORWICH

At its regular meeting held on September 24, 2024, the Sewer Authority of the City of Norwich approved the following sewer rates and fees. The proposed rates and fees were the subject of a public hearing held on August 20, 2024, and were filed with the City Clerk on September 25, 2024. Any appeals from such charges must be taken within twenty-one days after such filing. Rates and fees will become effective for bills rendered on or after November 1, 2024.

SEWER AUTHORITY OF THE CITY OF NORWICH
SEWER SERVICE RATES

AVAILABILITY: Available to all customers, whether Residential, Commercial, or Industrial. All customers utilizing the sewer system of the City of Norwich Sewer Authority will be charged monthly.

CUSTOMER CHARGE: The monthly customer charge shall be determined by the size of the customer’s meter installation, as follows:

RATE EFFECTIVE: **NOVEMBER 1, 2024**

<u>Size of Water Meter:</u>	<u>Charge Per Month</u>
5/8 inch	\$19.71
1 inch	\$37.50
1 ½ inch	\$47.95
2 inch	\$71.97
3 inch	\$126.16
4 inch	\$271.85
6 inch	\$318.33
8 inch	\$359.59

SEWER USAGE CHARGE PER 100 CUBIC FEET (CCF): The measurement of cubic feet of sewage will be according to the amount of water measured coming into the premises by the water meter. All customers utilizing the sewer system of the City of Norwich Sewer Authority with sewer strength above the average, as indicated by Biochemical Oxygen Demand (BOD) or Suspended Solids (SS) levels exceeding 300mg/L, will be charged a surcharge for the increased BOD or SS.

RATE EFFECTIVE: **NOVEMBER 1, 2024**

All Meter Sizes: \$11.825

MINIMUM CHARGE: All customers utilizing the sewer system of the City of Norwich Sewer Authority will be billed a minimum charge per month which is the Customer Charge.

PENALTY: A penalty charge equal to 1.5% of the unpaid balance compounded monthly is added to all bills not paid within 25 days of the billing date.

EFFECTIVE: For bills rendered on or after **November 1, 2024**.

Norwich Board of Public Utilities' Commissioners Resolution

RESOLUTION APPROVING AN ORDINANCE APPROPRIATING \$3,700,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE WEST TOWN STREET WATER MAIN REHABILITATION PROJECT IN THE CITY OF NORWICH, AUTHORIZING THE ISSUANCE OF \$3,700,000 REVENUE BONDS OF THE CITY SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO.

Resolved, the Board of Public Utility Commissioners (the "Board") having considered:

1. The costs of the planning, design and construction of the West Town Street water main rehabilitation project in the City of Norwich, Connecticut (the "Project"),
2. An Ordinance proposed to be adopted by the Council of the City of Norwich (the "Council") entitled:

AN ORDINANCE APPROPRIATING \$3,700,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE WEST TOWN STREET WATER MAIN REHABILITATION PROJECT IN THE CITY OF NORWICH, AUTHORIZING THE ISSUANCE OF \$3,700,000 REVENUE BONDS OF THE CITY SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO (the "Council Ordinance" attached hereto), and

3. The Joint Resolution of the City of Norwich, Connecticut and the Board of Public Utility Commissioners of the City of Norwich, Water System General Revenue Bond Resolution approved by the City Council on August 7, 2000 and the Board on July 17, 2000, as amended, (the "General Resolution"),

all of which are in connection with the costs of the planning, design and construction of the West Town Street water main rehabilitation project, including, but not limited to, the installation of cured-in-place pipe lining from the intersection of Yantic Road and West Town Street to the property located at 58 Yantic Flats Road, insertion pit excavation, installation of water main, valves and fittings to modify existing connections, and all related site work, easements, land acquisition, materials, installation and deployment costs, and such additional improvements as may be accomplished within said appropriation provided herein, and including all administration, advertising, printing, legal, and financing costs as more fully set forth in the Ordinance attached hereto (the "Project"),

hereby authorizes, approves and ratifies: 1) the Ordinance and recommends its adoption to the City Council, and the General Resolution which it approves and ratifies, 2) the Project, and 3) entering

into Project Loan and Subsidy Agreement with respect to the Project including any amendment, as applicable. The General Manager is authorized on behalf of the Board to enter into a loan agreement with such additions, revisions and deletions as in his judgment are in the best interest of the Board, including a schedule to fund a debt service reserve fund, and to revise the General Resolution, including the addition of information, completion of schedules, or such other changes as may facilitate the project and its financing, provided, the full faith and credit of the City shall not be pledged to secure the bonds authorized to finance the Project. The Board specifically authorizes and approves the Project, the issuance of up to \$3,700,000 of water system revenue bonds (inclusive of any prior PLOs and any outstanding IFOs, if any), the pledge established by the General Resolution, the delegation to the General Manager of authority and responsibility, the terms and conditions of issuing debt, all as set forth therein, and covenants to establish the rates necessary to pay the bonds and to comply with the provisions and requirements therein. The Board recommends that the City Council take all action necessary to approve the Project and its financing, including approval of the Ordinance.

The General Manager is hereby authorized, on behalf of the Board, to enter into any other agreements, instruments, documents and certificates for the consummation of the transactions contemplated by this resolution. The General Manager is hereby authorized, on behalf of the Board, to apply for and accept any and all Federal and State grants for the Project, to expend said funds in accordance with the terms hereof, and in connection therewith to contract in the name of the City of Norwich Department of Public Utilities with engineers, contractors and others.

COUNCIL ORDINANCE

AN ORDINANCE APPROPRIATING \$3,700,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE WEST TOWN STREET WATER MAIN REHABILITATION PROJECT IN THE CITY OF NORWICH, AUTHORIZING THE ISSUANCE OF \$3,700,000 REVENUE BONDS OF THE CITY SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO.

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NORWICH:

Section 1. The sum of \$3,700,000 is appropriated for the costs of the planning, design and construction of the West Town Street water main rehabilitation project, including, but not limited to, the installation of cured-in-place pipe lining from the intersection of Yantic Road and West Town Street to the property located at 58 Yantic Flats Road, insertion pit excavation, installation of water main, valves and fittings to modify existing connections, and all related site work, easements, land acquisition, materials, installation and deployment costs, and such additional improvements as may be accomplished within said appropriation provided herein, and including all administration, advertising, printing, legal, and financing costs as more fully set forth in this Ordinance (hereafter the “Project”) as shall be determined by the City of Norwich Department of Public Utilities (the “Department”). Said appropriation shall be inclusive of State and Federal grants in aid thereof. The Department is authorized to enter into contracts, expend the appropriation and implement the Project herein authorized.

Section 2. The estimated useful life of the Project is thirty years. The total estimated cost of the Project is \$3,700,000. \$3,700,000 of the total Project cost is estimated to be financed by or through the State of Connecticut pursuant to its Clean Water Fund Program (as hereinafter defined), through a subsidized interest loan and grants, if applicable. The Project is a general benefit to the City of Norwich and its general governmental purposes.

Section 3. To meet said appropriation:

(i) bonds of the City or so much thereof as shall be necessary for such purpose, shall be issued, maturing not later than the twentieth year after their date (or such longer term as may be authorized). Said bonds may be issued in one or more series as determined by the City Manager, the Comptroller - acting on behalf of the City herein - and General Manager of the City of Norwich Department of Public Utilities - acting on behalf of the Department and the Board of Public Utilities Commissioners (hereafter the “Board”) herein - (the “Issuer Officials”) and the amount of bonds of each series to be issued shall be fixed by the Issuer Officials in

the amount necessary to meet the Issuer's share of the cost of the Project determined after considering the estimated amount of the State and Federal grants-in-aid of the Project, or the actual amount thereof if this be ascertainable, and the anticipated times of the receipt of the proceeds thereof, provided that the total amount of bonds to be issued shall not be less than an amount which will provide funds sufficient with other funds available for such purpose to pay the principal of and the interest on all temporary borrowings in anticipation of the receipt of the proceeds of said bonds outstanding at the time of the issuance thereof, and to pay for the administrative, printing and legal costs of issuing the bonds. The bonds shall be in the denomination of \$1,000 or a whole multiple thereof, or, be combined with other bonds of the Issuer and such combined issue shall be in the denomination per aggregate maturity of \$1,000 or a whole multiple thereof, be issued in bearer form or in fully registered form, be executed in the name and on behalf of the City by the facsimile or manual signatures of the Issuer Officials bear the City seal or a facsimile thereof, be certified by a bank or trust company designated by the Issuer Officials, which bank or trust company may be designated the registrar and transfer agent, be payable at a bank or trust company designated by the Issuer Officials and be approved as to their legality by Bond Counsel. They shall bear such rate or rates of interest as shall be determined by the Issuer Officials. The issuance of such bonds in one or more series, the aggregate principal amount of bonds to be issued, the annual installments of principal, redemption provisions, if any, the date, time of issue and sale and other terms, details and particulars of such bonds shall be determined by the Issuer Officials, in accordance with the Joint Resolution. In the case of Parity Indebtedness as defined in the Joint Resolution between the City of Norwich and the Board (as hereinafter defined as the "Joint Resolution"), the Issuer Officials, shall also determine the revenues and property to be pledged for payment of such Parity Indebtedness; or

(ii) temporary notes of the City may be issued in one or more series pursuant to Section 7-244a of the General Statutes of Connecticut, as amended. The amount of such notes to be issued, if any, shall be determined by the Issuer Officials, and they are hereby authorized to determine the date, maturity, interest rate, form and other details and particulars of such notes, and to sell, execute and deliver the same; or

(iii) interim funding obligations and project loan obligations or any other obligations of the City (hereinafter "Clean Water Fund Obligations") evidencing an obligation to repay any portion of the costs of the Project determined by the State of Connecticut Department of Environmental Protection, Public Health or other department as applicable to be eligible for funding under Section 22a-475 et seq. of the Connecticut General Statutes, as the same may be amended from time to time (the "Clean Water Fund Program"). The General Manager of the Department is hereby authorized, on behalf of the City and the Board, to enter into any other agreements, instruments, documents and certificates for the consummation of the transactions contemplated by this Ordinance. The General Manager of the Department is hereby authorized, on behalf of the City and the Board, to apply for and accept any and all Federal and State grants for the Project, to expend said funds in accordance with the terms hereof, and in connection therewith to contract in the name

of the Department with engineers, contractors and others. The City may issue Clean Water Fund Obligations in one or more series and in such denominations as the Issuer Officials shall determine, provided that the total of all such Clean Water Fund Obligations, bonds and notes issued and appropriation expended pursuant to this ordinance shall not exceed \$3,700,000. The Issuer Officials are hereby authorized to determine the amount, date, maturity, interest rate, form and other details and particulars of such interim funding obligations and project loan obligations, subject to the provisions of the Clean Water Fund Program, and to execute and deliver the same. Clean Water Fund Obligations shall be secured solely from a pledge of water system revenues; or

(iv) promissory notes, bonds or other obligations made payable to the United States of America to meet any portion of the costs of the Project determined by the federal government, including acting through the Rural Utility Service of the United States Department of Agriculture (“USDA”) or other federal program or agency, to be eligible for loan and/or grant monies; or

(v) any combination of bonds, temporary notes, notes, or obligations as set forth in the preceding subsections may be issued, provided that the total, aggregate principal amount thereof outstanding, and including the amount of grant funding obtained pursuant to a Project Grant and Project Loan Agreement, at any time shall not exceed \$3,700,000.

Section 4.

(i) Bonds, temporary notes, or water assessment notes, Clean Water Fund Obligations and federal obligations all as set forth in section 3 are hereafter referred to as “Bonds.” The Bonds shall be water revenue bonds of the City, the payment of principal and interest on which shall be secured solely by revenues derived from the operation of the water system, including use charges, connection charges, benefit assessments or any combination thereof, investment income derived therefrom, or other property of the water system or revenue derived from the operation of the water system in accordance with the Joint Resolution. Each of the Bonds shall recite to the effect 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, that such Bond does not constitute a general obligation of the City for which its full faith and credit is pledged, and that such Bond is payable solely from revenues, assessments, charges or property of the water system specifically pledged therefore.

(ii) The bonds authorized to be issued by section 3 shall be, issued and secured pursuant to the Joint Resolution approved by the City Council on August 7, 2000, and the Board on July 17, 2000, as amended, and as supplemented by various supplemental Resolutions adopted pursuant to the Joint Resolution, and which is hereby ratified, confirmed and approved in its entirety, including without limitation, the rate and revenue covenants therein. The Board irrevocably agrees to comply with the provisions of the Joint Resolution, including Supplemental

Resolutions, including but not limited to: to set, establish and collect and maintain rates and revenue as necessary to continually comply with the terms, conditions and covenants of the General Resolution. The City irrevocably agrees to comply with the provisions of the General Resolution. In order to implement the provisions of the Joint Resolution the City and the Board may enter into an indenture of trust with a bank and trust company which indenture may contain provisions customarily included in revenue bond financings, including provisions of a similar nature to those in the Joint Resolution and which are necessary, convenient or advisable in connection with the issuance of the Bonds and their marketability. The Issuer Officials are hereby authorized to execute and deliver on behalf of the City and the Board an indenture in such final form and containing such terms and conditions as they shall approve, and their signatures on any such indenture shall be conclusive evidence of their approval as authorized hereby.

(iii) The Issuer Officials on behalf of the City and the Board are authorized to agree to additional terms and to delete or change existing terms and otherwise amend the form of Joint Resolution in order to obtain State or federal funding, provide better security for the bonds, correct any matter, cure any ambiguity or defect or otherwise benefit the Issuer in their judgment. Such additional or different terms may include restrictions on the use of water funds or fund balance or water operations, coverage ratios, additional or changed reserve requirements, identification and pledge of revenues securing the Bonds, providing for the form of the Bonds, conditions precedent to the issuance of Bonds and additional Bonds, the establishment and maintenance of funds and the use and disposition there from, including but not limited to accounts for the payment of debt service, the payment of operating expenses, debt service reserve and other reserve accounts, providing for the issuance of subordinated indebtedness, defining an event of default and providing for the allocation of revenues in such event, credit enhancement, providing for a pledge and allocation of water revenues to pay for obligations issued by third parties, and provisions of a similar and different nature to those in the Joint Resolution and which are necessary, convenient or advisable in connection with the issuance of the Bonds and their marketability, and to obtain the benefits of any State or Federal grant or low interest loan program, including but not limited to the Clean Water Fund and Federal Department of Agriculture Programs. The Issuer Officials are hereby authorized, in addition to the General Resolution, to execute and deliver on behalf of the Issuer and the Board an indenture of trust in such final form and containing such terms and conditions as they shall approve, and their signatures on any such indenture shall be conclusive evidence of their approval as authorized hereby.

Section 5. The issue of the Bonds aforesaid and of all other bonds or notes of the City heretofore authorized but not yet issued, as of the effective date of this Ordinance, would not cause the indebtedness of the City to exceed any debt limit calculated in accordance with law.

Section 6. Said Bonds shall be sold by the Issuer Officials in a competitive offering or by negotiation, in their discretion. If sold in a competitive offering, the Bonds

shall be sold upon sealed proposals at not less than par and accrued interest on the basis of the lowest not or true interest cost to the City. A notice of sale or a summary thereof describing the bonds and setting forth the terms and conditions of the sale shall be published at least five 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 the Bonds are sold by negotiation, the Issuer Officials, are authorized to execute a purchase agreement on behalf of the City and Board containing such terms and conditions as they deem appropriate and not inconsistent with this Ordinance.

Section 7. Resolution of Official Intent to Reimburse Expenditures with Borrowings. The City of Norwich (the “Issuer”) hereby expresses its official intent pursuant to section 1.150-2 of the Federal Income Tax Regulations, Title 26 (the “Regulations”), to reimburse expenditures paid sixty days prior to and after the date of passage of this Resolution in the maximum amount and for the capital project defined in Section 1 with the proceeds of bonds, notes, or other obligations (“Bonds”) authorized to be issued by the Issuer. The Bonds shall be issued to reimburse such expenditures not later than 18 months after the later of the date of the expenditure or the substantial completion of the project, or such later date the Regulations may authorize. The Issuer hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Comptroller, and General Manager of the City of Norwich Department of Public Utilities or their designee is authorized to pay project expenses in accordance herewith pending the issuance of reimbursement bonds, and to amend this declaration.

Section 8. It is hereby found and determined that it is in the public interest to issue all, or a portion of, the Bonds, Notes or other obligations of the City authorized to be issued herein as qualified private activity bonds, or with interest that is includable in gross income of the holders thereof for purposes of federal income taxation. The Issuer Officials are hereby authorized to issue and utilize without further approval any financing alternative currently or hereafter available to municipal government pursuant to law, including but not limited to any “tax credit bond,” or “Build America Bonds” including Direct Payment and Tax Credit Versions.

Section 9. This Ordinance shall be effective upon adoption by the City Council and its approval by the Board.

Norwich Board of Public Utilities' Commissioners Resolution

RESOLUTION APPROVING AN ORDINANCE APPROPRIATING \$7,500,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE NORWICHTOWN WELL PFAS TREATMENT SYSTEM, AUTHORIZING THE ISSUANCE OF \$7,500,000 REVENUE BONDS OF THE CITY OF NORWICH SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO.

Resolved, the Board of Public Utility Commissioners (the "Board") having considered:

1. The costs of the planning, design and construction of the Norwichtown well PFAS treatment system (the "Project"),
2. An Ordinance proposed to be adopted by the Council of the City of Norwich (the "Council") entitled:

AN ORDINANCE APPROPRIATING \$7,500,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE NORWICHTOWN WELL PFAS TREATMENT SYSTEM, AUTHORIZING THE ISSUANCE OF \$7,500,000 REVENUE BONDS OF THE CITY OF NORWICH SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO (the "Council Ordinance" attached hereto), and

3. The Joint Resolution of the City of Norwich, Connecticut and the Board of Public Utility Commissioners of the City of Norwich, Water System General Revenue Bond Resolution approved by the City Council on August 7, 2000 and the Board on July 17, 2000, as amended, (the "General Resolution"),

all of which are in connection with the costs of the planning, design and construction of the Norwichtown well PFAS treatment system, including, but not limited to, the establishment of a new facility either adjacent to or as an addition to the existing wellhead building, and all related site work, easements, land acquisition, materials, installation and deployment costs, and such additional improvements as may be accomplished within said appropriation provided herein, and including all administration, advertising, printing, legal, and financing costs as more fully set forth in the Ordinance attached hereto (the "Project"),

hereby authorizes, approves and ratifies: 1) the Ordinance and recommends its adoption to the City Council, and the General Resolution which it approves and ratifies, 2) the Project, and 3) entering into Project Loan and Subsidy Agreement with respect to the Project including any amendment, as applicable. The General Manager is authorized on behalf of the Board to enter into a loan agreement with such additions, revisions and deletions as in his judgment are in the best interest

of the Board, including a schedule to fund a debt service reserve fund, and to revise the General Resolution, including the addition of information, completion of schedules, or such other changes as may facilitate the project and its financing, provided, the full faith and credit of the City shall not be pledged to secure the bonds authorized to finance the Project. The Board specifically authorizes and approves the Project, the issuance of up to \$7,500,000 of water system revenue bonds (inclusive of any prior PLOs and any outstanding IFOs, if any), the pledge established by the General Resolution, the delegation to the General Manager of authority and responsibility, the terms and conditions of issuing debt, all as set forth therein, and covenants to establish the rates necessary to pay the bonds and to comply with the provisions and requirements therein. The Board recommends that the City Council take all action necessary to approve the Project and its financing, including approval of the Ordinance.

The General Manager is hereby authorized, on behalf of the Board, to enter into any other agreements, instruments, documents and certificates for the consummation of the transactions contemplated by this resolution. The General Manager is hereby authorized, on behalf of the Board, to apply for and accept any and all Federal and State grants for the Project, to expend said funds in accordance with the terms hereof, and in connection therewith to contract in the name of the City of Norwich Department of Public Utilities with engineers, contractors and others.

COUNCIL ORDINANCE

AN ORDINANCE APPROPRIATING \$7,500,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE ROUTE 2 PIPE REPLACEMENT PROJECT, AUTHORIZING THE ISSUANCE OF \$7,500,000 REVENUE BONDS OF THE CITY OF NORWICH SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO.

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NORWICH:

Section 1. The sum of \$7,500,000 is appropriated for the costs of the planning, design and construction of the Norwichtown well PFAS treatment system, including, but not limited to, the establishment of a new facility either adjacent to or as an addition to the existing wellhead building, and all related site work, easements, land acquisition, materials, installation and deployment costs, and such additional improvements as may be accomplished within said appropriation provided herein, and including all administration, advertising, printing, legal, and financing costs as more fully set forth in this Ordinance (hereafter the “Project”) as shall be determined by the City of Norwich Department of Public Utilities (the “Department”). Said appropriation shall be inclusive of State and Federal grants in aid thereof. The Department is authorized to enter into contracts, expend the appropriation and implement the Project herein authorized.

Section 2. The estimated useful life of the Project is thirty years. The total estimated cost of the Project is \$7,500,000. \$7,500,000 of the total Project cost is estimated to be financed by or through the State of Connecticut pursuant to its Clean Water Fund Program (as hereinafter defined), through a subsidized interest loan and grants, if applicable. The Project is a general benefit to the City of Norwich and its general governmental purposes.

Section 3. To meet said appropriation:

(i) bonds of the City or so much thereof as shall be necessary for such purpose, shall be issued, maturing not later than the twentieth year after their date (or such longer term as may be authorized). Said bonds may be issued in one or more series as determined by the City Manager, the Comptroller - acting on behalf of the City herein - and General Manager of the City of Norwich Department of Public Utilities - acting on behalf of the Department and the Board of Public Utilities Commissioners (hereafter the “Board”) herein - (the “Issuer Officials”) and the amount of bonds of each series to be issued shall be fixed by the Issuer Officials in the amount necessary to meet the Issuer’s share of the cost of the Project determined after considering the estimated amount of the State and Federal grants-in-aid of the Project, or the actual amount thereof if this be ascertainable, and the anticipated

times of the receipt of the proceeds thereof, provided that the total amount of bonds to be issued shall not be less than an amount which will provide funds sufficient with other funds available for such purpose to pay the principal of and the interest on all temporary borrowings in anticipation of the receipt of the proceeds of said bonds outstanding at the time of the issuance thereof, and to pay for the administrative, printing and legal costs of issuing the bonds. The bonds shall be in the denomination of \$1,000 or a whole multiple thereof, or, be combined with other bonds of the Issuer and such combined issue shall be in the denomination per aggregate maturity of \$1,000 or a whole multiple thereof, be issued in bearer form or in fully registered form, be executed in the name and on behalf of the City by the facsimile or manual signatures of the Issuer Officials bear the City seal or a facsimile thereof, be certified by a bank or trust company designated by the Issuer Officials, which bank or trust company may be designated the registrar and transfer agent, be payable at a bank or trust company designated by the Issuer Officials and be approved as to their legality by Bond Counsel. They shall bear such rate or rates of interest as shall be determined by the Issuer Officials. The issuance of such bonds in one or more series, the aggregate principal amount of bonds to be issued, the annual installments of principal, redemption provisions, if any, the date, time of issue and sale and other terms, details and particulars of such bonds shall be determined by the Issuer Officials, in accordance with the Joint Resolution. In the case of Parity Indebtedness as defined in the Joint Resolution between the City of Norwich and the Board (as hereinafter defined as the "Joint Resolution"), the Issuer Officials, shall also determine the revenues and property to be pledged for payment of such Parity Indebtedness; or

(ii) temporary notes of the City may be issued in one or more series pursuant to Section 7-244a of the General Statutes of Connecticut, as amended. The amount of such notes to be issued, if any, shall be determined by the Issuer Officials, and they are hereby authorized to determine the date, maturity, interest rate, form and other details and particulars of such notes, and to sell, execute and deliver the same; or

(iii) interim funding obligations and project loan obligations or any other obligations of the City (hereinafter "Clean Water Fund Obligations") evidencing an obligation to repay any portion of the costs of the Project determined by the State of Connecticut Department of Environmental Protection, Public Health or other department as applicable to be eligible for funding under Section 22a-475 et seq. of the Connecticut General Statutes, as the same may be amended from time to time (the "Clean Water Fund Program"). The General Manager of the Department is hereby authorized, on behalf of the City and the Board, to enter into any other agreements, instruments, documents and certificates for the consummation of the transactions contemplated by this Ordinance. The General Manager of the Department is hereby authorized, on behalf of the City and the Board, to apply for and accept any and all Federal and State grants for the Project, to expend said funds in accordance with the terms hereof, and in connection therewith to contract in the name of the Department with engineers, contractors and others. The City may issue Clean Water Fund Obligations in one or more series and in such denominations as the Issuer Officials shall determine, provided that the total of all such Clean Water

Fund Obligations, bonds and notes issued and appropriation expended pursuant to this ordinance shall not exceed \$7,500,000. The Issuer Officials are hereby authorized to determine the amount, date, maturity, interest rate, form and other details and particulars of such interim funding obligations and project loan obligations, subject to the provisions of the Clean Water Fund Program, and to execute and deliver the same. Clean Water Fund Obligations shall be secured solely from a pledge of water system revenues; or

(iv) promissory notes, bonds or other obligations made payable to the United States of America to meet any portion of the costs of the Project determined by the federal government, including acting through the Rural Utility Service of the United States Department of Agriculture (“USDA”) or other federal program or agency, to be eligible for loan and/or grant monies; or

(v) any combination of bonds, temporary notes, notes, or obligations as set forth in the preceding subsections may be issued, provided that the total, aggregate principal amount thereof outstanding, and including the amount of grant funding obtained pursuant to a Project Grant and Project Loan Agreement, at any time shall not exceed \$7,500,000.

Section 4.

(i) Bonds, temporary notes, or water assessment notes, Clean Water Fund Obligations and federal obligations all as set forth in section 3 are hereafter referred to as “Bonds.” The Bonds shall be water revenue bonds of the City, the payment of principal and interest on which shall be secured solely by revenues derived from the operation of the water system, including use charges, connection charges, benefit assessments or any combination thereof, investment income derived therefrom, or other property of the water system or revenue derived from the operation of the water system in accordance with the Joint Resolution. Each of the Bonds shall recite to the effect 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, that such Bond does not constitute a general obligation of the City for which its full faith and credit is pledged, and that such Bond is payable solely from revenues, assessments, charges or property of the water system specifically pledged therefore.

(ii) The bonds authorized to be issued by section 3 shall be, issued and secured pursuant to the Joint Resolution approved by the City Council on August 7, 2000, and the Board on July 17, 2000, as amended, and as supplemented by various supplemental Resolutions adopted pursuant to the Joint Resolution, and which is hereby ratified, confirmed and approved in its entirety, including without limitation, the rate and revenue covenants therein. The Board irrevocably agrees to comply with the provisions of the Joint Resolution, including Supplemental Resolutions, including but not limited to: to set, establish and collect and maintain rates and revenue as necessary to continually comply with the terms, conditions and covenants of the General Resolution. The City irrevocably agrees to comply with

the provisions of the General Resolution. In order to implement the provisions of the Joint Resolution the City and the Board may enter into an indenture of trust with a bank and trust company which indenture may contain provisions customarily included in revenue bond financings, including provisions of a similar nature to those in the Joint Resolution and which are necessary, convenient or advisable in connection with the issuance of the Bonds and their marketability. The Issuer Officials are hereby authorized to execute and deliver on behalf of the City and the Board an indenture in such final form and containing such terms and conditions as they shall approve, and their signatures on any such indenture shall be conclusive evidence of their approval as authorized hereby.

(iii) The Issuer Officials on behalf of the City and the Board are authorized to agree to additional terms and to delete or change existing terms and otherwise amend the form of Joint Resolution in order to obtain State or federal funding, provide better security for the bonds, correct any matter, cure any ambiguity or defect or otherwise benefit the Issuer in their judgment. Such additional or different terms may include restrictions on the use of water funds or fund balance or water operations, coverage ratios, additional or changed reserve requirements, identification and pledge of revenues securing the Bonds, providing for the form of the Bonds, conditions precedent to the issuance of Bonds and additional Bonds, the establishment and maintenance of funds and the use and disposition there from, including but not limited to accounts for the payment of debt service, the payment of operating expenses, debt service reserve and other reserve accounts, providing for the issuance of subordinated indebtedness, defining an event of default and providing for the allocation of revenues in such event, credit enhancement, providing for a pledge and allocation of water revenues to pay for obligations issued by third parties, and provisions of a similar and different nature to those in the Joint Resolution and which are necessary, convenient or advisable in connection with the issuance of the Bonds and their marketability, and to obtain the benefits of any State or Federal grant or low interest loan program, including but not limited to the Clean Water Fund and Federal Department of Agriculture Programs. The Issuer Officials are hereby authorized, in addition to the General Resolution, to execute and deliver on behalf of the Issuer and the Board an indenture of trust in such final form and containing such terms and conditions as they shall approve, and their signatures on any such indenture shall be conclusive evidence of their approval as authorized hereby.

Section 5. The issue of the Bonds aforesaid and of all other bonds or notes of the City heretofore authorized but not yet issued, as of the effective date of this Ordinance, would not cause the indebtedness of the City to exceed any debt limit calculated in accordance with law.

Section 6. Said Bonds shall be sold by the Issuer Officials in a competitive offering or by negotiation, in their discretion. If sold in a competitive offering, the Bonds shall be sold upon sealed proposals at not less than par and accrued interest on the basis of the lowest not or true interest cost to the City. A notice of sale or a summary thereof describing the bonds and setting forth the terms and conditions of the sale shall be

published at least five 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 the Bonds are sold by negotiation, the Issuer Officials, are authorized to execute a purchase agreement on behalf of the City and Board containing such terms and conditions as they deem appropriate and not inconsistent with this Ordinance.

Section 7. Resolution of Official Intent to Reimburse Expenditures with Borrowings. The City of Norwich (the “Issuer”) hereby expresses its official intent pursuant to section 1.150-2 of the Federal Income Tax Regulations, Title 26 (the “Regulations”), to reimburse expenditures paid sixty days prior to and after the date of passage of this Resolution in the maximum amount and for the capital project defined in Section 1 with the proceeds of bonds, notes, or other obligations (“Bonds”) authorized to be issued by the Issuer. The Bonds shall be issued to reimburse such expenditures not later than 18 months after the later of the date of the expenditure or the substantial completion of the project, or such later date the Regulations may authorize. The Issuer hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Comptroller, and General Manager of the City of Norwich Department of Public Utilities or their designee is authorized to pay project expenses in accordance herewith pending the issuance of reimbursement bonds, and to amend this declaration.

Section 8. It is hereby found and determined that it is in the public interest to issue all, or a portion of, the Bonds, Notes or other obligations of the City authorized to be issued herein as qualified private activity bonds, or with interest that is includable in gross income of the holders thereof for purposes of federal income taxation. The Issuer Officials are hereby authorized to issue and utilize without further approval any financing alternative currently or hereafter available to municipal government pursuant to law, including but not limited to any “tax credit bond,” or “Build America Bonds” including Direct Payment and Tax Credit Versions.

Section 9. This Ordinance shall be effective upon adoption by the City Council and its approval by the Board.

Norwich Board of Public Utilities' Commissioners Resolution

RESOLUTION APPROVING AN ORDINANCE APPROPRIATING \$2,400,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE ROUTE 2 PIPE REPLACEMENT PROJECT, AUTHORIZING THE ISSUANCE OF \$2,400,000 REVENUE BONDS OF THE CITY OF NORWICH SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO.

Resolved, the Board of Public Utility Commissioners (the "Board") having considered:

1. The costs of the planning, design and construction of the Route 2 pipe replacement project (the "Project"),
2. An Ordinance proposed to be adopted by the Council of the City of Norwich (the "Council") entitled:

AN ORDINANCE APPROPRIATING \$2,400,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE ROUTE 2 PIPE REPAACEMENT PROJECT, AUTHORIZING THE ISSUANCE OF \$2,400,000 REVENUE BONDS OF THE CITY OF NORWICH SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO (the "Council Ordinance" attached hereto), and

3. The Joint Resolution of the City of Norwich, Connecticut and the Board of Public Utility Commissioners of the City of Norwich, Water System General Revenue Bond Resolution approved by the City Council on August 7, 2000 and the Board on July 17, 2000, as amended, (the "General Resolution"),

all of which are in connection with the costs of the planning, design and construction of the Route 2 pipe replacement project, including, but not limited to, the replacement of galvanized and copper pipe along Route 2, and all related site work, easements, land acquisition, materials, installation and deployment costs, and such additional improvements as may be accomplished within said appropriation provided herein, and including all administration, advertising, printing, legal, and financing costs as more fully set forth in the Ordinance attached hereto (the "Project"),

hereby authorizes, approves and ratifies: 1) the Ordinance and recommends its adoption to the City Council, and the General Resolution which it approves and ratifies, 2) the Project, and 3) entering into Project Loan and Subsidy Agreement with respect to the Project including any amendment, as applicable. The General Manager is authorized on behalf of the Board to enter into a loan agreement with such additions, revisions and deletions as in his judgment are in the best interest of the Board, including a schedule to fund a debt service reserve fund, and to revise the General

Resolution, including the addition of information, completion of schedules, or such other changes as may facilitate the project and its financing, provided, the full faith and credit of the City shall not be pledged to secure the bonds authorized to finance the Project. The Board specifically authorizes and approves the Project, the issuance of up to \$2,400,000 of water system revenue bonds (inclusive of any prior PLOs and any outstanding IFOs, if any), the pledge established by the General Resolution, the delegation to the General Manager of authority and responsibility, the terms and conditions of issuing debt, all as set forth therein, and covenants to establish the rates necessary to pay the bonds and to comply with the provisions and requirements therein. The Board recommends that the City Council take all action necessary to approve the Project and its financing, including approval of the Ordinance.

The General Manager is hereby authorized, on behalf of the Board, to enter into any other agreements, instruments, documents and certificates for the consummation of the transactions contemplated by this resolution. The General Manager is hereby authorized, on behalf of the Board, to apply for and accept any and all Federal and State grants for the Project, to expend said funds in accordance with the terms hereof, and in connection therewith to contract in the name of the City of Norwich Department of Public Utilities with engineers, contractors and others.

COUNCIL ORDINANCE

AN ORDINANCE APPROPRIATING \$2,400,000 FOR COSTS OF THE PLANNING, DESIGN AND CONSTRUCTION OF THE ROUTE 2 PIPE REPLACEMENT PROJECT, AUTHORIZING THE ISSUANCE OF \$2,400,000 REVENUE BONDS OF THE CITY OF NORWICH SECURED SOLELY BY WATER REVENUE TO MEET SAID APPROPRIATION, AND AUTHORIZING THE CITY AND DEPARTMENT OF PUBLIC UTILITIES TO ENTER INTO GRANT AND LOAN AGREEMENTS AND A JOINT RESOLUTION WITH THE STATE OF CONNECTICUT WITH RESPECT THERETO.

BE IT ORDAINED BY THE COUNCIL OF THE CITY OF NORWICH:

Section 1. The sum of \$2,400,000 is appropriated for the costs of the planning, design and construction of the Route 2 pipe replacement project, including, but not limited to, the replacement of galvanized and copper pipe along Route 2, and all related site work, easements, land acquisition, materials, installation and deployment costs, and such additional improvements as may be accomplished within said appropriation provided herein, and including all administration, advertising, printing, legal, and financing costs as more fully set forth in this Ordinance (hereafter the “Project”) as shall be determined by the City of Norwich Department of Public Utilities (the “Department”). Said appropriation shall be inclusive of State and Federal grants in aid thereof. The Department is authorized to enter into contracts, expend the appropriation and implement the Project herein authorized.

Section 2. The estimated useful life of the Project is thirty years. The total estimated cost of the Project is \$2,400,000. \$2,400,000 of the total Project cost is estimated to be financed by or through the State of Connecticut pursuant to its Clean Water Fund Program (as hereinafter defined), through a subsidized interest loan and grants, if applicable. The Project is a general benefit to the City of Norwich and its general governmental purposes.

Section 3. To meet said appropriation:

(i) bonds of the City or so much thereof as shall be necessary for such purpose, shall be issued, maturing not later than the twentieth year after their date (or such longer term as may be authorized). Said bonds may be issued in one or more series as determined by the City Manager, the Comptroller - acting on behalf of the City herein - and General Manager of the City of Norwich Department of Public Utilities - acting on behalf of the Department and the Board of Public Utilities Commissioners (hereafter the “Board”) herein - (the “Issuer Officials”) and the amount of bonds of each series to be issued shall be fixed by the Issuer Officials in the amount necessary to meet the Issuer’s share of the cost of the Project determined after considering the estimated amount of the State and Federal grants-in-aid of the Project, or the actual amount thereof if this be ascertainable, and the anticipated

times of the receipt of the proceeds thereof, provided that the total amount of bonds to be issued shall not be less than an amount which will provide funds sufficient with other funds available for such purpose to pay the principal of and the interest on all temporary borrowings in anticipation of the receipt of the proceeds of said bonds outstanding at the time of the issuance thereof, and to pay for the administrative, printing and legal costs of issuing the bonds. The bonds shall be in the denomination of \$1,000 or a whole multiple thereof, or, be combined with other bonds of the Issuer and such combined issue shall be in the denomination per aggregate maturity of \$1,000 or a whole multiple thereof, be issued in bearer form or in fully registered form, be executed in the name and on behalf of the City by the facsimile or manual signatures of the Issuer Officials bear the City seal or a facsimile thereof, be certified by a bank or trust company designated by the Issuer Officials, which bank or trust company may be designated the registrar and transfer agent, be payable at a bank or trust company designated by the Issuer Officials and be approved as to their legality by Bond Counsel. They shall bear such rate or rates of interest as shall be determined by the Issuer Officials. The issuance of such bonds in one or more series, the aggregate principal amount of bonds to be issued, the annual installments of principal, redemption provisions, if any, the date, time of issue and sale and other terms, details and particulars of such bonds shall be determined by the Issuer Officials, in accordance with the Joint Resolution. In the case of Parity Indebtedness as defined in the Joint Resolution between the City of Norwich and the Board (as hereinafter defined as the "Joint Resolution"), the Issuer Officials, shall also determine the revenues and property to be pledged for payment of such Parity Indebtedness; or

(ii) temporary notes of the City may be issued in one or more series pursuant to Section 7-244a of the General Statutes of Connecticut, as amended. The amount of such notes to be issued, if any, shall be determined by the Issuer Officials, and they are hereby authorized to determine the date, maturity, interest rate, form and other details and particulars of such notes, and to sell, execute and deliver the same; or

(iii) interim funding obligations and project loan obligations or any other obligations of the City (hereinafter "Clean Water Fund Obligations") evidencing an obligation to repay any portion of the costs of the Project determined by the State of Connecticut Department of Environmental Protection, Public Health or other department as applicable to be eligible for funding under Section 22a-475 et seq. of the Connecticut General Statutes, as the same may be amended from time to time (the "Clean Water Fund Program"). The General Manager of the Department is hereby authorized, on behalf of the City and the Board, to enter into any other agreements, instruments, documents and certificates for the consummation of the transactions contemplated by this Ordinance. The General Manager of the Department is hereby authorized, on behalf of the City and the Board, to apply for and accept any and all Federal and State grants for the Project, to expend said funds in accordance with the terms hereof, and in connection therewith to contract in the name of the Department with engineers, contractors and others. The City may issue Clean Water Fund Obligations in one or more series and in such denominations as the Issuer Officials shall determine, provided that the total of all such Clean Water

Fund Obligations, bonds and notes issued and appropriation expended pursuant to this ordinance shall not exceed \$2,400,000. The Issuer Officials are hereby authorized to determine the amount, date, maturity, interest rate, form and other details and particulars of such interim funding obligations and project loan obligations, subject to the provisions of the Clean Water Fund Program, and to execute and deliver the same. Clean Water Fund Obligations shall be secured solely from a pledge of water system revenues; or

(iv) promissory notes, bonds or other obligations made payable to the United States of America to meet any portion of the costs of the Project determined by the federal government, including acting through the Rural Utility Service of the United States Department of Agriculture (“USDA”) or other federal program or agency, to be eligible for loan and/or grant monies; or

(v) any combination of bonds, temporary notes, notes, or obligations as set forth in the preceding subsections may be issued, provided that the total, aggregate principal amount thereof outstanding, and including the amount of grant funding obtained pursuant to a Project Grant and Project Loan Agreement, at any time shall not exceed \$2,400,000.

Section 4.

(i) Bonds, temporary notes, or water assessment notes, Clean Water Fund Obligations and federal obligations all as set forth in section 3 are hereafter referred to as “Bonds.” The Bonds shall be water revenue bonds of the City, the payment of principal and interest on which shall be secured solely by revenues derived from the operation of the water system, including use charges, connection charges, benefit assessments or any combination thereof, investment income derived therefrom, or other property of the water system or revenue derived from the operation of the water system in accordance with the Joint Resolution. Each of the Bonds shall recite to the effect 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, that such Bond does not constitute a general obligation of the City for which its full faith and credit is pledged, and that such Bond is payable solely from revenues, assessments, charges or property of the water system specifically pledged therefore.

(ii) The bonds authorized to be issued by section 3 shall be, issued and secured pursuant to the Joint Resolution approved by the City Council on August 7, 2000, and the Board on July 17, 2000, as amended, and as supplemented by various supplemental Resolutions adopted pursuant to the Joint Resolution, and which is hereby ratified, confirmed and approved in its entirety, including without limitation, the rate and revenue covenants therein. The Board irrevocably agrees to comply with the provisions of the Joint Resolution, including Supplemental Resolutions, including but not limited to: to set, establish and collect and maintain rates and revenue as necessary to continually comply with the terms, conditions and covenants of the General Resolution. The City irrevocably agrees to comply with

the provisions of the General Resolution. In order to implement the provisions of the Joint Resolution the City and the Board may enter into an indenture of trust with a bank and trust company which indenture may contain provisions customarily included in revenue bond financings, including provisions of a similar nature to those in the Joint Resolution and which are necessary, convenient or advisable in connection with the issuance of the Bonds and their marketability. The Issuer Officials are hereby authorized to execute and deliver on behalf of the City and the Board an indenture in such final form and containing such terms and conditions as they shall approve, and their signatures on any such indenture shall be conclusive evidence of their approval as authorized hereby.

(iii) The Issuer Officials on behalf of the City and the Board are authorized to agree to additional terms and to delete or change existing terms and otherwise amend the form of Joint Resolution in order to obtain State or federal funding, provide better security for the bonds, correct any matter, cure any ambiguity or defect or otherwise benefit the Issuer in their judgment. Such additional or different terms may include restrictions on the use of water funds or fund balance or water operations, coverage ratios, additional or changed reserve requirements, identification and pledge of revenues securing the Bonds, providing for the form of the Bonds, conditions precedent to the issuance of Bonds and additional Bonds, the establishment and maintenance of funds and the use and disposition there from, including but not limited to accounts for the payment of debt service, the payment of operating expenses, debt service reserve and other reserve accounts, providing for the issuance of subordinated indebtedness, defining an event of default and providing for the allocation of revenues in such event, credit enhancement, providing for a pledge and allocation of water revenues to pay for obligations issued by third parties, and provisions of a similar and different nature to those in the Joint Resolution and which are necessary, convenient or advisable in connection with the issuance of the Bonds and their marketability, and to obtain the benefits of any State or Federal grant or low interest loan program, including but not limited to the Clean Water Fund and Federal Department of Agriculture Programs. The Issuer Officials are hereby authorized, in addition to the General Resolution, to execute and deliver on behalf of the Issuer and the Board an indenture of trust in such final form and containing such terms and conditions as they shall approve, and their signatures on any such indenture shall be conclusive evidence of their approval as authorized hereby.

Section 5. The issue of the Bonds aforesaid and of all other bonds or notes of the City heretofore authorized but not yet issued, as of the effective date of this Ordinance, would not cause the indebtedness of the City to exceed any debt limit calculated in accordance with law.

Section 6. Said Bonds shall be sold by the Issuer Officials in a competitive offering or by negotiation, in their discretion. If sold in a competitive offering, the Bonds shall be sold upon sealed proposals at not less than par and accrued interest on the basis of the lowest not or true interest cost to the City. A notice of sale or a summary thereof describing the bonds and setting forth the terms and conditions of the sale shall be

published at least five 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 the Bonds are sold by negotiation, the Issuer Officials, are authorized to execute a purchase agreement on behalf of the City and Board containing such terms and conditions as they deem appropriate and not inconsistent with this Ordinance.

Section 7. Resolution of Official Intent to Reimburse Expenditures with Borrowings. The City of Norwich (the “Issuer”) hereby expresses its official intent pursuant to section 1.150-2 of the Federal Income Tax Regulations, Title 26 (the “Regulations”), to reimburse expenditures paid sixty days prior to and after the date of passage of this Resolution in the maximum amount and for the capital project defined in Section 1 with the proceeds of bonds, notes, or other obligations (“Bonds”) authorized to be issued by the Issuer. The Bonds shall be issued to reimburse such expenditures not later than 18 months after the later of the date of the expenditure or the substantial completion of the project, or such later date the Regulations may authorize. The Issuer hereby certifies that the intention to reimburse as expressed herein is based upon its reasonable expectations as of this date. The Comptroller, and General Manager of the City of Norwich Department of Public Utilities or their designee is authorized to pay project expenses in accordance herewith pending the issuance of reimbursement bonds, and to amend this declaration.

Section 8. It is hereby found and determined that it is in the public interest to issue all, or a portion of, the Bonds, Notes or other obligations of the City authorized to be issued herein as qualified private activity bonds, or with interest that is includable in gross income of the holders thereof for purposes of federal income taxation. The Issuer Officials are hereby authorized to issue and utilize without further approval any financing alternative currently or hereafter available to municipal government pursuant to law, including but not limited to any “tax credit bond,” or “Build America Bonds” including Direct Payment and Tax Credit Versions.

Section 9. This Ordinance shall be effective upon adoption by the City Council and its approval by the Board.