

**OFFICIAL MINUTES OF THE BOARD OF TRUSTEES  
FOR THE VILLAGE OF BATH  
SPECIAL MEETING  
JANUARY 6, 2014**

This meeting of the Board of Trustees of the Village of Bath was held on the 6th day of January 2014 at the Village of Bath, Village Hall, located at 110 Liberty St., Bath, NY 14810. This meeting was called to order by Mayor William von Hagn at 5:30 p.m.

**Present:**

Mayor:	William von Hagn	Street Superintendent:	Jeff Muller
Deputy Mayor/Trustee:	Jeanne Glass	Code Enforcement:	Ralph Senese
Trustee:	Mike McNally	Chief of Police:	David Rouse
Trustee:	Mark Bardeen	Clerk/Treasurer:	Jacqueline Shroyer
Trustee:	Michael Sweet	BEGWS Director:	Guy Hallgren

**Absent:**

**Bond Resolution for BEGWS:**

Motion made by Trustee Sweet, seconded by Trustee Bardeen to approve the BOND Resolution for \$15,500,000 for the wastewater treatment plant. All present were in favor and the motion was carried.

**BOND RESOLUTION OF THE BOARD OF TRUSTEES OF THE  
VILLAGE OF BATH, STEUBEN COUNTY, NEW YORK (THE  
“VILLAGE”), AUTHORIZING THE CONSTRUCTION,  
RECONSTRUCTION AND INSTALLATION OF UPGRADES AND  
IMPROVEMENTS TO THE VILLAGE’S EXISTING WASTEWATER  
TREATMENT FACILITY; ESTIMATING THAT THE TOTAL COST  
THEREOF IS \$15,500,000; APPROPRIATING SAID AMOUNT  
THEREFOR; AUTHORIZING THE ISSUANCE OF \$15,500,000 IN  
SERIAL BONDS OF THE VILLAGE TO FINANCE SAID  
APPROPRIATION**

WHEREAS, the Board of Trustees (the “Board”) of the Village of Bath (the “Village”) is considering undertaking a project consisting of the construction, reconstruction and installation of upgrades and improvements to the Village’s existing wastewater treatment facility, to include the following: (i) the construction of a new influent building to house the facility’s mechanical units, wet well, influent pumps, screening equipment, a grit removal system, and flow metering, (ii) the installation or reconstruction of activated sludge process tanks, including the construction and installation of piping, process equipment, controls and other related improvements, (iii) upgrades associated with future tertiary filtration and post-equalization, (iv) upgrades to the process control building, (v) upgrades to the solids handling process and structures, and (vi) related and ancillary improvements, services,

equipment and apparatuses in connection with the foregoing (collectively, the "Project") all at a total estimated cost not to exceed \$15,500,000; and

WHEREAS, by resolution adopted on January 6, 2014, immediately prior to the consideration of this resolution, the Board determined that the Project constitutes a "Type II" action under the State Environmental Quality Review Act, and the regulations promulgated hereunder (collectively, "SEQRA"), and that no further action is required of the Board under SEQRA in connection with the Project; and

WHEREAS, the Board now wishes to appropriate funds for the Project and to authorize the issuance of the Village's serial bonds and bond anticipation notes to be issued to finance said appropriation.

NOW, THEREFORE, THE VILLAGE BOARD OF TRUSTEES OF THE VILLAGE OF BATH, STEUBEN COUNTY, NEW YORK HEREBY RESOLVES (by the affirmative vote of not less than two-thirds of all the members of such body), AS FOLLOWS:

SECTION 1. The Village is hereby authorized to undertake the Project, and to issue up to \$15,500,000 principal amount of serial bonds (including, without limitation, statutory installment bonds) pursuant to the provisions of the Local Finance Law, constituting Chapter 33-a of the Consolidated Laws of the State of New York (the "Law") to finance the estimated cost of said specific object or purpose, or bond anticipation notes in anticipation of the such bonds.

SECTION 2. It is hereby determined that the maximum aggregate cost of the aforesaid specific object or purpose is \$15,500,000, said amount is hereby appropriated therefore and the plan for the financing thereof shall consist of (i) the issuance of up to \$15,500,000 in serial bonds of the Village, or bond anticipation notes issued in anticipation of such serial bonds, and (ii) the levy and collection of taxes on all the taxable real property in the Village to pay the principal of said bonds or bond anticipation notes and the interest thereon as the same shall become due and payable.

SECTION 3. It is hereby determined that the period of probable usefulness of the aforementioned specific object or purpose is forty (40) years, pursuant to subdivision 4. of paragraph (a.) of Section 11.00 of the Law.

SECTION 4. The temporary use of available funds of the Village, not immediately required for the purpose or purposes for which the same were borrowed, raised or otherwise created, is hereby authorized pursuant to Section 165.10 of the Law, for the capital purposes described in Section 1 of this resolution. The Village shall reimburse such expenditures with the proceeds of the bonds or bond anticipation notes authorized by this resolution. This resolution shall constitute the declaration of the Village's "official intent" to reimburse the expenditures authorized by Section 1 hereof with the proceeds of the bonds and notes authorized herein, as required by the United States Treasury Regulations Section 1.150-2.

SECTION 5. The final maturity of the bonds herein authorized to be issued shall be in excess of five (5) years measured from the date of issuance of the first serial bond or bond anticipation note issued pursuant to Section 1 of this resolution.

SECTION 6. Each of the serial bonds authorized by this resolution and any bond anticipation notes issued in anticipation of said bonds shall contain the recital of validity prescribed by Section 52.00 of the Law and said serial bonds and any bond anticipation notes issued in anticipation of said bonds shall be general obligations of the Village, payable as to both principal and interest by a general tax upon all the real property within the Village without legal or constitutional limitation as to rate or amount. The faith and credit of the Village are hereby irrevocably pledged to the punctual payment of the principal and interest on said serial bonds and bond anticipation notes and provisions shall be made annually in the budget of the Village by appropriation for (a) the amortization and redemption of the bonds and bond anticipation notes to mature in such year and (b) the payment of interest to be due and payable in such year.

SECTION 7. Subject to the provisions of this resolution and of the Law, pursuant to the provisions of Section 30.00 relative to the authorization of the issuance of serial bonds and bond anticipation notes or the renewals of said obligations and of Sections 21.00, 50.00, 54.90, 56.00 through 60.00, 62.10 and 63.00 of the Law, the powers and duties of the Village Board relative to authorizing serial bonds and bond anticipation notes and prescribing terms, form and content as to the sale and issuance of the bonds herein authorized, including without limitation the determination of whether to issue bonds having substantially level or declining debt service and all matters related thereto, and of any bond anticipation notes issued in anticipation of said bonds, and the renewals of said bond anticipation notes, are hereby delegated to the Village Treasurer, as the chief fiscal officer of the Village (the "Village Treasurer"). Further, in connection with bonds and bond anticipation notes issued under the authority of Section 1 hereof, the power to issue and sell bonds or bond anticipation notes to the New York State Environmental Facilities Corporation pursuant to Section 169.00 of the Law is hereby delegated to the Treasurer. Such bonds or notes shall be of such terms, form and contents as may be prescribed by said Treasurer consistent with the provisions of the Local Finance Law. Further, pursuant to paragraph b. of Section 11.00 of the Law, in the event that bonds to be issued for any of the objects or purposes authorized by this resolution are combined for sale, pursuant to paragraph c. of Section 57.00 of the Law, with bonds to be issued for one or more objects or purposes authorized by other resolutions of the Board, then the power of the Board to determine the "weighted average period of probable usefulness" (within the meaning of paragraph a. of Section 11.00 of the Law) for such combined objects or purposes is hereby delegated to the Treasurer, as the chief fiscal officer of the Village.

SECTION 8. The Village Treasurer is hereby further authorized, at his sole discretion, to execute a project financing and loan agreement, and any other agreements with the New York State Department of Environmental Conservation and/or the New York State Environmental Facilities Corporation, including amendments thereto, and including any instruments (or amendments thereto) in the effectuation thereof, in order to effect the financing or refinancing of the specific objects or

purposes described in Section 1 hereof, or a portion thereof, by a serial bond, a statutory installment bond and/or a bond anticipation note issue in the event of the sale of same to the New York State Environmental Facilities Corporation.

SECTION 9. The Village Treasurer is hereby further authorized to take such actions and execute such documents as may be necessary to ensure the continued status of the interest on the bonds authorized by this resolution and any notes issued in anticipation thereof, as excludable from gross income for federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code") and to designate the bonds authorized by this resolution and any notes issued in anticipation thereof, if applicable, as "qualified tax-exempt bonds" in accordance with Section 265(b)(3)(B)(i) of the Code.

SECTION 10. The Village Treasurer is further authorized to enter into a continuing disclosure undertaking with or for the benefit of the initial purchaser of the bonds or notes in compliance with the provisions of Rule 15c2-12, promulgated by the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934.

SECTION 11. The intent of this resolution is to give the Village Treasurer sufficient authority to execute those applications, agreements and instruments, or to do any similar acts necessary to effect the issuance of the aforesaid serial bonds or bond anticipation notes without resorting to further action of the Board.

SECTION 12. In accordance with Section 36.00 of the Law, this resolution is subject to permissive referendum in the manner prescribed by Article 9 of the Village Law of the State of New York (the "Village Law"). The Village Clerk is authorized and directed, within ten (10) days after the date of adoption of this resolution by the Board, to post and publish a notice with respect to this resolution satisfying the requirements of Section 9-900 of the Village Law, which shall set forth the date of adoption of this resolution, shall contain an abstract hereof, and shall specify that this resolution was adopted subject to a permissive referendum. Such notice shall be published in the official newspaper of the Village for such purposes. In accordance with the Village Law, this resolution will take effect thirty (30) days after the date of its adoption, unless prior to the close of such thirty-day period there is filed with the Village Clerk a petition, subscribed and acknowledged by at least twenty percent (20%) of the qualified electors of the Village, as shown on the Village's register of electors for the last general Village election, protesting against this resolution and requesting that it be submitted for approval or disapproval by the qualified electors of the Village. If such a qualifying petition is filed, a proposition for approval of this resolution shall be submitted at a special election held not less than ten (10) and not more than sixty (60) days after the filing of such petition.

SECTION 13. As soon as reasonably possible after the date that this resolution takes effect, the Village Clerk is hereby authorized and directed to cause a copy of this resolution, or a summary thereof, to be published in full in the official newspaper of the Village for such purposes, together with a notice of the Village Clerk in substantially the form provided in Section 81.00 of the Law.

SECTION 14. The validity of the bonds authorized by this resolution and of any bond anticipation notes issued in anticipation of said bonds may be contested only if:

(a) such obligations are authorized for an object or purpose for which the Village is not authorized to expend money; or

(b) the provisions of law which should be complied with at the date of the publication of such resolution are not substantially complied with,

and an action, suit or proceeding contesting such validity is commenced within twenty (20) days after the date of such publication; or

(c) such obligations are authorized in violation of the provisions of the constitution.

The following vote was taken and recorded in the public or open session of said meeting:

AYES: 5 NAYS: 0

Date: January 6, 2014

STATE OF NEW YORK )  
COUNTY OF STEUBEN ) ss.:

I, the undersigned Clerk of the Village of Bath, DO HEREBY CERTIFY as follows:

1. I am the duly qualified and acting Clerk of the Village of Bath, Steuben County, New York (the "Village") and the custodian of the records of the Village, including the minutes of the proceedings of the Board of Trustees, and am duly authorized to execute this certificate.

2. A regular meeting of the Board of Trustees of the Village of Bath, Steuben County, State of New York, was held on January 6, 2014, and Minutes of said meeting have been duly recorded in the Minute Book kept by me in accordance with law for the purpose of recording the minutes of meetings of said Board.

3. Attached hereto is a true and correct copy of a board resolution duly adopted at a meeting of the Board of Trustees held on January 6, 2014 and entitled:

BOND RESOLUTION OF THE BOARD OF TRUSTEES OF THE VILLAGE OF BATH, STEUBEN COUNTY, NEW YORK (THE "VILLAGE"), AUTHORIZING THE CONSTRUCTION, RECONSTRUCTION AND INSTALLATION OF UPGRADES AND IMPROVEMENTS TO THE VILLAGE'S EXISTING WASTEWATER TREATMENT FACILITY; ESTIMATING THAT THE TOTAL COST THEREOF IS \$15,500,000; APPROPRIATING SAID AMOUNT THEREFOR; AUTHORIZING THE ISSUANCE OF \$15,500,000 IN SERIAL BONDS OF THE VILLAGE TO FINANCE SAID APPROPRIATION

4. That said meeting was duly convened and held and that said resolution was duly adopted in all respects in accordance with the law and regulations of the Village. To the extent required by law or said regulations, due and proper notice of said meeting was given. A legal quorum of members of the Board of Trustees was present throughout said meeting, and a legally sufficient number of members (2/3's of the Board of Trustees) voted in the proper manner for the adoption of the resolution. All other requirements and proceedings under the law, said regulations, or otherwise, incident to said meeting and the adoption of the resolution, including the publication, if required by law, have been duly fulfilled, carried out and otherwise observed.

5. Public Notice of the time and place of said meeting was duly posted and duly given to the public and the news media in accordance with the Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, and that all members of said Board had due notice of said meeting and that the meeting was in all respects duly held and a quorum was present and acted throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and have hereunto affixed the corporate seal of the Village of Bath this 6 day of January, 2014.

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Jackie Shroyer, Village Clerk

**SEQR Resolution for BEGWS:**

Motion made by Trustee Sweet, seconded by Trustee Glass to Approve the SEQR Resolution for BEGWS. All present were in favor and the motion was carried.

**SEQR RESOLUTION**  
***DETERMINATION OF ENVIRONMENTAL SIGNIFICANCE***  
***ON***  
***VILLAGE OF BATH***  
***WASTEWATER TREATMENT PLANT IMPROVEMENTS PROJECT***  
***VILLAGE OF BATH, STEUBEN COUNTY, NY***

**WHEREAS**, the Village of Bath Board of Trustees (hereinafter referred to as Village Board) has reviewed and accepted the State Environmental Quality Review (SEQR) Short Environmental Assessment Form (EAF) Parts I, II & III on the above referenced Village of Bath Wastewater Treatment Plant Improvements Project (hereinafter referred to as Action); and

**WHEREAS**, the Village Board has determined that the proposed improvements and upgrades to the existing Wastewater Treatment Plant (WWTP) are needed to comply with the current New York State Department of Environmental Conservation (NYSDEC) State Pollutants Discharge Elimination System (SPDES) Permit requirements and provide the Village with a WWTP that will consistently meet the requirements for the next 20 years; and

**WHEREAS**, the Village Board has determined the Action to be Type II Action under Part 617.5 (c) (2) of the State Environmental Quality Review (SEQR) Regulations; and

**WHEREAS**, the Village Board has determined that the Action is subject to a single agency review pursuant to Part 617.6 of the SEQR Regulations; and

**WHEREAS**, the Village Board has given consideration to the criteria for determining significance as set forth in Section 617.7(c) (1) of the SEQR Regulations; and

**WHEREAS**, Type II Actions are not subject to further review under Part 617.6.

**NOW, THEREFORE, BE IT RESOLVED THAT** the Village Board in making this Classification has satisfied the procedural requirements under SEQR and directs this Resolution to be placed in the file on this Action.

Motion made by Member Sweet : Seconded by Member Glass

Dated: January 6, 2014

The above Resolution was duly adopted on January 6, 2014 by the Village of Bath Board of Trustees.

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William von Hagn, Mayor  
Village of Bath

**Financial Consulting Resolution for BEGWS:**

Motion made by Trustee Bardeen, seconded by Trustee Glass to approve Bernard Donegan, Inc as the financial consultants on the wastewater treatment plant BOND. All present were in favor and the motion was carried.

**VILLAGE OF BATH  
RESOLUTION AUTHORIZING EXECUTION OF PROPOSAL FOR  
FINANCIAL CONSULTING SERVICES**

At a Special Meeting of the Board of Trustees of the Village of Bath, Steuben County, New York, held on the 6 day of January, 2014, the following were:

PRESENT: Mayor von Hagn  
Trustee Glass  
Trustee Bardeen  
Trustee Sweet  
Trustee McNally

ABSENT:

The following resolution was offered by Trustee Bardeen, who moved its adoption, seconded by Trustee Glass, to wit:

BE IT RESOLVED BY THIS BOARD OF TRUSTEES AS FOLLOWS:

- (1) The firm of Bernard P. Donegan, Inc., is hereby designated financial consultant to the Village of Bath
- (2) Said firm shall be compensated for its services to be rendered in connection with the proposed Wastewater Treatment Plant upgrades in accordance with its proposal letter dated December 20, 2013.
- (3) The Mayor is hereby authorized to execute and deliver said proposal letter.
- (4) This Resolution shall take effect immediately.

The motion having duly offered and seconded, the following votes were cast:

Mayor von Hagn	voting AYE
Trustee Glass	voting AYE
Trustee Bardeen	voting AYE
Trustee Sweet	voting AYE
Trustee McNally	voting AYE

**Chamber of Commerce Lease Agreement:**

Motion made by Trustee Glass, seconded by Trustee Sweet to approve the lease agreement with the Chamber of Commerce for rent. All present were in favor and the motion was carried.

**Approve Mayor to sign Disability Policy:**

Motion made by Trustee Glass, seconded by Trustee Bardeen to approve the mayor to sign the First Rehab Life Disability Insurance Policy. All present were in favor and the motion was carried.

**Engineering Evaluation for Front of Building:**

Motion made by Trustee Bardeen, seconded by Trustee Glass to approve an engineer to evaluate the front of the building where the pillars are and make recommendations whether they can be repaired or if they have to be replaced. Along with the recommendation, to give the Village a quote of what it may cost. All present were in favor and the motion was carried.

**Adjourn Regular Meeting/Executive Session:**

Motion made by Trustee Glass, seconded by Trustee Sweet to adjourn the regular meeting of the Board of Trustees of the Village of Bath at 5:47 p.m. to go into executive session for personnel reasons. All present were in favor and the motion was carried.

**Return to Regular Session:**

Motion made by Trustee McNally, seconded by Trustee Bardeen to return to regular session at 6:08 p.m. All present were in favor and the motion was carried.

**Adjournment:**

Motion made by Trustee Bardeen, seconded by Trustee McNally to adjourn the special meeting at 6:10 p.m. All present were in favor and the motion was carried.

Respectfully submitted by:

Jacqueline Shroyer  
Clerk/Treasurer