

TOWN OF WOODBURY  
NOTICE AND WARNING OF  
SPECIAL TOWN MEETING -- MARCH 17, 2015

Pursuant to Sections 203 and 204 of the Woodbury Charter, all electors and citizens qualified to vote in town meetings of the Town of Woodbury, Connecticut, are hereby notified and warned that a Special Town Meeting will be held at Senior Community Center, 265 Main Street South, in Woodbury, Connecticut, on Tuesday, March 17, 2015 at 8:00 p.m. for the following purposes:

1. To consider and act upon a resolution,

(a) to appropriate \$3,605,000 for costs related to the Town's 2015 Road Plan, the scope of work contemplated to be completed as described in the road plan document approved by the Board of Selectmen at meeting held January 22, 2015, a copy of which is on file in the Office of the Town Clerk, related work and improvements, and the financing of the appropriation. The Board of Selectmen shall be authorized to determine the scope and particulars of the project, and to reduce or modify the scope of the project, including without limitation the elimination from the scope of the project of all or portions of any of the roads set out in said road plan document and, to the extent of available funds, the addition of work on such other roads as determined by the Board of Selectmen. The appropriation may be spent for costs of planning, engineering, surveys, design, inspection, reclaiming, paving, repaving, reconstruction, milling, curbing, drainage, catch basins, easements, appurtenances, legal fees, net temporary interest and other financing costs, and other expenses related to the project or its financing;

(b) to authorize the issue of bonds or notes of the Town in an amount not to exceed \$3,605,000 to finance the appropriation; to provide that the amount of bonds and notes authorized shall be reduced by the amount of grants, if any, received by the Town and not separately appropriated to pay project costs; to authorize the issue of temporary notes of the Town in amount not to exceed \$3,605,000 in anticipation of such bonds or notes and the receipt of grants; and to authorize the First Selectman and the Treasurer of the Town to determine the amounts, dates, interest rates, maturities, redemption provisions, form and other details of the bonds or notes and temporary notes; and to perform all other acts which are necessary or appropriate to issue the bonds or notes and temporary notes. Prior to the sale of each borrowing for the project, the Board of Finance shall determine the maximum dollar amount of the borrowing and whether such borrowing shall be in the form of a bond, note or temporary note;

(c) to take such action to allow temporary advances of available funds which the Town reasonably expects will be reimbursed from the proceeds of borrowings; and to authorize a majority of the First Selectman and the Treasurer to bind the Town pursuant to such representations and covenants as they deem necessary or advisable in order to maintain the continued exemption from federal income taxation of interest on the bonds or notes and temporary notes authorized by the resolution if issued on a tax-exempt basis, including covenants to pay rebates of investment earnings to the United States in future years;

(d) to authorize the First Selectman and the Treasurer to make representations and enter into written agreements for the benefit of holders of the bonds or notes to provide secondary market disclosure information, which agreements may include such terms as they deem advisable or appropriate in order to comply with applicable laws or rules pertaining to the sale or purchase of such bonds or notes; and

(e) to authorize the First Selectman, the Board of Selectmen, the Treasurer and other proper officers and officials of the Town to take all other action which is necessary or desirable to complete the project and to issue bonds or notes and obtain grants to finance the aforesaid appropriation.

2. To consider and act upon a resolution,

(a) to appropriate \$2,065,000 for costs related to the Town's 2015 Five-Year Capital Equipment Program, the scope of work contemplated to be completed as described in the document titled "Upcoming equipment needs of the Town 2015-2021 by cost", as approved by the Board of Selectmen at meeting held January 22, 2015, a copy of which is on file in the Office of the Town Clerk, and the financing of the appropriation. The Board of Selectmen shall be authorized to determine the scope and particulars of the project, and to reduce or modify the scope of the project, including without limitation the elimination from the scope of the project of any of the capital equipment set out in said 2015 Five-Year Capital Equipment Program document and, to the extent of available funds, the addition of such capital equipment as is determined by the Board of Selectmen. The appropriation may be spent for acquisition, replacement and refurbishment costs, related equipment, commissioning costs, legal fees, net temporary interest and other financing costs, and other expenses related to the project or its financing;

(b) to authorize the issue of bonds or notes of the Town in an amount not to exceed \$2,065,000 to finance the appropriation; to authorize the issue of temporary notes of the Town in amount not to exceed \$2,065,000 in anticipation of such bonds or notes; and to authorize the First Selectman and the Treasurer of the Town to determine the amounts, dates, interest rates, maturities, redemption provisions, form and other details of the bonds or notes and temporary notes; and to perform all other acts which are necessary or appropriate to issue the bonds or notes and temporary notes. Prior to the sale of each borrowing for the project, the Board of Finance shall determine the maximum dollar amount of the borrowing and whether such borrowing shall be in the form of a bond, note or temporary note;

(c) to take such action to allow temporary advances of available funds which the Town reasonably expects will be reimbursed from the proceeds of borrowings; and to authorize a majority of the First Selectman and the Treasurer to bind the Town pursuant to such representations and covenants as they deem necessary or advisable in order to maintain the continued exemption from federal income taxation of interest on the bonds or notes and temporary notes authorized by the resolution if issued on a tax-exempt basis, including covenants to pay rebates of investment earnings to the United States in future years;

(d) to authorize the First Selectman and the Treasurer to make representations and enter into written agreements for the benefit of holders of the bonds or notes to provide

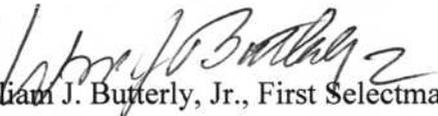
secondary market disclosure information, which agreements may include such terms as they deem advisable or appropriate in order to comply with applicable laws or rules pertaining to the sale or purchase of such bonds or notes; and

(e) to authorize the First Selectman, the Board of Selectmen, the Treasurer and other proper officers and officials of the Town to take all other action which is necessary or desirable to complete the project and to issue bonds or notes to finance the aforesaid appropriation.

3. To consider and act upon a resolution,

(a) to approve the Commercial Property Assessed Clean Energy ("C-Pace") Agreement between the Town of Woodbury and Connecticut Green Bank, a public instrumentality and political subdivision of the State of Connecticut and to authorize the First Selectman to execute and deliver the C-PACE Agreement substantially in the form on file in the Town Clerk's Office and made available at the Special Town Meeting for the purposes provided therein, together with such other documents as he may determine to be necessary and appropriate to evidence, secure and otherwise complete the C-PACE Agreement.

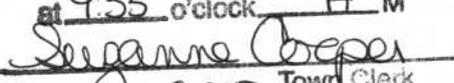
Dated at Woodbury, Connecticut, this 2nd day of March, 2015.

  
William J. Butterly, Jr., First Selectman

  
Martin Overton, Selectman

  
Barbara Perkinson, Selectman

  
Linda Carlson, Town Clerk

RECEIVED & FILED  
IN WOODBURY, CT  
This 2nd day of March 2015  
at 9:35 o'clock A M  
  
Suzanne Cooper  
Asst. Town Clerk