The Bozrah Board of Selectmen held a SPECIAL MEETING on Wednesday May 15, 2019 at 6:00 PM in the Meeting Room of the Bozrah Town Hall at 1 River Road, Bozrah, Connecticut.

MINUTES

1) Call to order/attendance: Meeting called to order at 6:00 PM with full Board of Selectmen in attendance and three members of the public: Raymond Barber, Evelyn Brown, Patricia Goff

2) Public comment(s): None

3) Optimus (Bozrah Senior Living): Revisions to First Amendment To Contract For Sale of Water and Sewer Assets- DRAFT-Dated May 10, 2019:
   Typos found in line two of opening paragraph: changed “a” to “and”. With revision, MOTION: Zorn/SECONDED: Ballinger PASSED-UNANIMOUS*
   *First Selectman Pianka voted to move the matter along with the notation that he does not support the payment/acquisition of the $95,000 expenditure of the gas line component.
   See EXHIBIT “A”- Three pages attached

   RESOLUTION concerning the above agenda item-DRAFT Dated 05/12/19
   MOTION: Pianka/SECONDED: Ballinger PASSED-UNANIMOUS
   See EXHIBIT “B”- Two pages attached

4) Review proposed Ordinance To Create And Establish The Bozrah Water Pollution Control Authority- DRAFT- Dated May 15, 2019
   Discussion resulted in Alternative to Section 2 to be utilized
   See EXHIBIT “C” – One page attached

   RESOLUTION to call Special Town Meeting- As adopted 05/12/19
   MOTION: Ballinger/ SECONDED: Pianka PASSED-UNANIMOUS
   See EXHIBIT “D”- One page attached

   RESOLUTION To post Warning of Special Town Meeting on selected date of Wednesday May 22, 2019 at 7:00 PM
   MOTION: Ballinger/Seconded: Pianka PASSED-UNANIMOUS
   See EXHIBIT “E”- Two pages attached

5) Review financing strategy concerning Agenda Item #3 (above) and resultant changes to proposed FY 19/20 Town of Bozrah Budget:
   Minor adjustments made with new information on several building(s) lines involving increased costs in electricity and phone/internet services. The major change was to use the “worst case scenario” under the Capital 190 Section regarding the utilities acquisition/financing: $277,000 for
Utilities Payment Principle and $31,163 for Utilities Payment Interest. These numbers are based upon the currently approved Optimus Water/Sewer Line contract dated 12/14/17 and are subject to change (substantially lower) after the Town Meeting on the refinancing issue on May 22, 2019.

6) **Public comment(s):** Raymond Barber, Goshen Road  General commentary regarding a water line currently going into Sprague and the financing surrounding that project... might it be applicable to the Bozrah project?

7) **Adjourn:** Meeting adjourned 7:30 PM

Respectfully Submitted,

Glenn S. Pianka
First Selectman
FIRST AMENDMENT TO CONTRACT FOR SALE OF
WATER AND SEWER ASSETS

In consideration of the promises and the mutual obligations of the parties hereto, and other good valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Buyer and the Seller hereby agree to amend the Contract of Sale of Water and Sewer Assets between them dated December 14, 2017, as follows:

1. Paragraph 2 is hereby amended regarding the purchase price. The purchase price is increased by NINETY-FIVE THOUSAND AND NO/100 DOLLARS ($95,000.00) for a revised total amount of ONE MILLION FOUR HUNDRED SEVENTY THOUSAND AND NO/100 DOLLARS ($1,470,000.00).

2. Paragraph 1 is hereby amended to add to the definition of “water and sewer assets” any and all pipes, conduit, fixtures and equipment that make up the gas line connecting from, and in between, the Norwich Public Utilities facilities at or near the Bozrah Town line, and the Seller’s property located at Bozrah Assessor’s Map 19, Lot 60 Route 82, Bozrah, Connecticut. The parties acknowledge and agree that the Town will not take title to the water and gas line assets; such assets will be transferred directly to Norwich Public Utilities for inclusion into its water and gas line utility systems.

3. Subparagraph 5.H. is hereby amended to add the follow sentence at the end thereof: Subject to any necessary approvals from authorizing entities, including but not limited to Norwich Public Utilities, the Seller shall not object to, and will not hinder or prevent, any Town of Bozrah resident and/or property owner from connecting to the gas line which was installed to service the improvements at its property located at Bozrah Assessor’s Map 19, Lot 60 Route 82, Bozrah, Connecticut.

4. Paragraph 3 is amended to read as follows:

3. PAYMENT OF PURCHASE PRICE. The Purchase Price of ONE MILLION FOUR HUNDRED SEVENTY THOUSAND AND NO/100 DOLLARS ($1,470,000.00) shall be paid in installments as follows:

A. SEVEN HUNDRED THIRTY-FIVE THOUSAND AND NO/100 DOLLARS ($735,000.00) shall be paid at the time of closing.

B. SEVEN HUNDRED THIRTY-FIVE THOUSAND AND NO/100 DOLLARS ($735,000.00) shall be placed in an interest bearing escrow account at closing. The Seller’s real and personal property tax bills, beginning with the July 1, 2019 tax bill and continuing through the January 1, 2022 tax bill, shall be paid out of the escrow funds, until said escrow funds and any accrued interest are extinguished or February 1, 2022, whichever comes first. If after February 1, 2022 there are any funds left in the escrow account, said funds shall be released to the Seller.

5. Subparagraph 6.A. is amended to read as follows:
A. The instruments of transfer or assignment to be delivered at the Closing will transfer or assign all of the water and sewer assets covered by this Agreement free of all encumbrances and with assurances of title as may be acceptable to the Buyer (for the sewer assets) and to Norwich Public Utilities (for the water and gas line assets).

6. Paragraph 6 is amended to add the following new subparagraph D:

D. The Seller hereby agrees that its property located at Bozrah Assessor's Map 19, Lot 60 Route 82, Bozrah, Connecticut shall remain taxable (i.e., subject to Town real and personal property taxation) through the October 1, 2022 Grand List. In the event that the Seller sells all or any portion of its property on or before December 31, 2023 to a tax exempt entity, or if all or any portion of Seller's property should, for any reason, no longer be taxable by the Town on or before December 31, 2023, the Seller hereby agrees to guarantee and/or be obligated to pay to the Buyer any and all real and personal property taxes that would have been payable on said property if the property had remained taxable through and including the January 1, 2024 tax bill.

7. The second paragraph in Paragraph 10 is amended to add the following sentence:

Seller agrees that (a) this appraised value of the property will be the present true and actual valuation of the property used by the Buyer's Tax Assessor in determining the real property taxes due and owing by the Seller, and (b) the Seller shall not contest or otherwise appeal such appraised value on the October 1, 2019 or October 1, 2020 Grand Lists of the Town.

8. Paragraph 15 is amended to read as follows:

15. OPERATIONAL CONTROL OF WATER AND GAS LINES. The parties acknowledge and agree that Norwich Public Utilities, its successors and assigns, shall retain and be obligated for operational control, management and billing of the water and gas flowing through the water and gas line assets, including the obligation to maintain the quality of said water and gas.

9. The Buyer and Seller expressly agree that the terms and conditions of this First Amendment shall survive the closing of the water and sewer (and gas line) assets.

10. All other terms and conditions of the Agreement not in conflict with this Amendment shall remain in full force and effect and are hereby restated by the parties as though fully set forth herein.

[REST OF PAGE LEFT INTENTIONALLY BLANK]
IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals, this ___ day of May, 2019.

BUYER:

__________________________
Glenn Pianka, First Selectman  
Duly Authorized

SELLER:

__________________________
Frederick Mielke  
Duly Authorized Managing Member
TOWN OF BOZRAH
BOARD OF SELECTMEN

RESOLUTION RECOMMENDING THE FIRST AMENDMENT TO THE CONTRACT OF
SALE OF WATER AND SEWER ASSETS, THE INSTALLATION OF AN ADDITIONAL 700
LINEAR FEET OF WATER LINE ON ROUTE 82, AND AN AMENDED APPROPRIATION
AND BOND AUTHORIZATION OF $1,700,000 TO FINANCE THE COSTS OF THE
CONTRACT AND THE INSTALLATION

RESOLVED, that the Board of Selectmen recommends that the Town of Bozrah (the
"Town") approve the First Amendment (the "First Amendment") to the Contract of Sale of
Water and Sewer Assets between the Town and Bozrah Senior Living, LLC (the "Seller") dated
December 14, 2017 (the "Contract of Sale," and as amended, the "Amended Contract of Sale").
The First Amendment provides, in part, that the Town pay $95,000 of the Seller’s cost of the
natural gas line connecting from the Norwich Public Utilities facilities to the Seller’s property on
Route 82.

FURTHER RESOLVED, that the Board of Selectmen recommends that the Town install
approximately 700 linear feet of additional water line along Route 82 to connect the Norwich
Public Utilities reservoir feed from the Town of Montville at Noble Hill Road to the terminus of
the Bozrah Senior Living, LLC facility water line on Route 82.

FURTHER RESOLVED, that the Board of Selectmen recommends that the Town
appropriate the amended amount of $1,700,000 for costs related to the Amended Contract of Sale
and the installation of the additional water line on Route 82. The appropriation may be expended
for the cost of the water, sewer and natural gas line assets pursuant to the Amended Contract of Sale,
the acquisition of land and/or rights or interests in land, site improvements, design,
construction, reconstruction, repair, excavation, inspection, evaluation and surveying costs for
the additional water line on Route 82, financing fees and costs for the bond issuance, and other
costs related to the projects, all in the amounts as follows:

Cost of the Water and Sewer Assets (and
natural gas line) pursuant to the Amended
Contract of Sale $1,470,000

Installation of Additional Water Line on Route
82 200,000

Financing Fees and Costs for Bond Issuance 30,000

TOTAL $1,700,000
The appropriation shall include any federal, state or other grants-in-aid or other funds received for the projects. The amount authorized to be expended for each purpose shall not exceed the amount set forth opposite each purpose, provided that the Board of Selectmen, upon approval of the Board of Finance, may, by resolution, transfer unexpended funds among purposes, so long as the total appropriation and bond authorization is not increased.

FURTHER RESOLVED, that the Board of Selectmen recommends that the Town of Bozrah issue its bonds, notes or temporary notes in an amount not to exceed $1,700,000 to finance the appropriation.

FURTHER RESOLVED, that the Board of Selectmen hereby refers the projects to the Bozrah Planning and Zoning Commission for a report under Section 8-24 of the Connecticut General Statutes.

FURTHER RESOLVED, that the Board of Selectmen recommends that the Town approve a transfer of $66,955 from the Town’s General Fund to the Board of Education 2018-2019 budget to pay for unanticipated special education costs and dental insurance premiums for Board of Education employees, as requested by the Board of Education and approved by the Board of Finance.

FURTHER RESOLVED, that the Board of Selectmen recommends that the Town approve an ordinance to create and establish the Bozrah Water Pollution Control Authority.
TOWN OF BOZRAH

ORDINANCE TO CREATE AND ESTABLISH THE
BOZRAH WATER POLLUTION CONTROL AUTHORITY

The Town of Bozrah hereby ordains that:

Section 1. Pursuant to Chapter 103 of the Connecticut General Statutes, Revision of 1958, Revised to 2019, as amended, the Bozrah Water Pollution Control Authority is hereby created and established.

Section 2. There shall be five (5) members of the Bozrah Water Pollution Control Authority consisting of the three (3) members of the Board of Selectmen and two (2) members of the general public appointed by the Board of Selectmen. All members of the Bozrah Water Pollution Control Authority shall serve without compensation. The two (2) members of the general public appointed by the Board of Selectmen shall serve (a) at the pleasure of the Board of Selectmen and (b) for a two (2) year term coterminous with the terms of office of the members of the Board of Selectmen.

Section 3. The Bozrah Water Pollution Control Authority shall have all the rights, powers and authority conferred by, and be subject to the provisions of, said Chapter 103 of the Connecticut General Statutes, Revision of 1958, Revised to 2019, as amended.

SUBSTITUTE SECTION 2

Alternative to Section 2.

There shall be five (5) members of the Bozrah Water Pollution Control Authority consisting of the three (3) members of the Board of Selectmen and two (2) members of the general public appointed by the Board of Selectmen. All members of the Bozrah Water Pollution Control Authority shall serve without compensation. The two (2) members of the general public appointed by the Board of Selectmen shall serve for a two (2) year term ending on the 15th day of November in even-numbered years, except that, for the first appointments following the enactment of this ordinance, the two (2) members of the general public appointed by the Board of Selectmen shall serve from their date of appointment through November 15, 2020.
TOWN OF BOZRAH  
BOARD OF SELECTMEN  
RESOLUTION TO CALL SPECIAL TOWN MEETING

WHEREAS, the Board of Selectmen has recommended that the Town of Bozrah approve 1.) the First Amendment to the Contract of Sale of Water and Sewer Assets between the Town and Bozrah Senior Living, LLC dated December 14, 2017; the installation of approximately 700 linear feet of additional water line along Route 82 to connect the Norwich Public Utilities reservoir feed from the Town of Montville at Noble Hill Road to the terminus of the Bozrah Senior Living, LLC facility water line on Route 82; an appropriation of the amended amount of $1,700,000 for costs related to the Amended Contract of Sale and the installation of the additional water line on Route 82; and the authorization for the issuance of bonds, notes or temporary notes in the amount of $1,700,000 for costs related to the projects; and 2.) a transfer of $66,955 from the Town’s General Fund to the Board of Education 2018-2019 budget to pay for unanticipated special education costs and dental insurance premiums for Board of Education employees; and

WHEREAS, the Board of Finance has recommended these appropriations and bond authorization; and

WHEREAS, the Board of Selectman has recommended that the Town approve an ordinance to create and establish the Bozrah Water Pollution Control Authority.

BE IT RESOLVED, that the attached detailed appropriation and bonding resolution for the Water and Sewer Assets (and natural gas line) projects (the “Resolution”), the attached Ordinance to Create and Establish the Bozrah Water Pollution Control Authority, and the resolution to transfer $66,955 from the Town’s General Fund to the Board of Education 2018-2019 budget to pay for unanticipated special education costs and dental insurance premiums for Board of Education employees are hereby approved and shall be submitted to a Special Town Meeting to be held on _____________, May ____, 2019 in accordance with the attached Warning of Special Town Meeting, which is also hereby approved.
TOWN OF BOZRHA
WARNING OF
SPECIAL TOWN MEETING
MAY 22, 2019

The electors and those persons eligible to vote in town meetings of the Town of Bozrah, Connecticut, are hereby warned and notified that a Special Town Meeting will be held at the Fields Memorial School, 8 Bozrah Street Extension, Bozrah, Connecticut, on
MAY 22, 2019, at 7:00 P.M. for the following purposes:

ITEM 1. To consider and vote on a resolution:

(a) To approve the First Amendment to the Contract of Sale of Water and Sewer Assets between the Town and Bozrah Senior Living, LLC (the “Seller”) dated December 14, 2017 (as amended, the “Amended Contract of Sale”). The First Amendment provides, in part, that the Town pay $95,000 of the Seller’s cost of the natural gas line connecting from the Norwich Public Utilities facilities to the Seller’s property on Route 82;

(b) To approve the installation of approximately 700 linear feet of additional water line along Route 82 to connect the Norwich Public Utilities reservoir feed from the Town of Montville at Noble Hill Road to the terminus of the Bozrah Senior Living, LLC facility water line on Route 82;

(c) To appropriate the amended amount of $1,700,000 for costs related to the Amended Contract of Sale and the installation of the additional water line on Route 82, and authorize the issuance of bonds, notes or temporary notes in the amount of $1,700,000 to finance the costs related to the projects;

(d) To authorize the First Selectman and Treasurer to determine the terms, conditions, and other details of the bonds, notes or temporary notes;

(e) To declare the Town’s intent to finance the projects so that project costs can be temporarily advanced; to authorize the First Selectman and Treasurer to enter into agreements to bind the Town in connection with financing the projects; and to determine that, if necessary, financing the projects on a taxable basis is in the public interest; and

(f) To authorize the First Selectman to apply for and accept or reject grants-in-aid for the projects; and to authorize the First Selectman to execute agreements and other documents on behalf of the Town for the projects and for financing the projects.

ITEM 2. To consider and vote on a transfer of $66,955 from the Town’s General Fund to the Board of Education 2018-2019 budget to pay for unanticipated special
education costs and dental insurance premiums for Board of Education employees, as requested by the Board of Education and approved by the Board of Finance.

**ITEM 3.** To consider and vote on an Ordinance to Create and Establish the Bozrah Water Pollution Control Authority.

Copies of the full text of the Resolution described in Item 1 above and the Ordinance described in Item 3 above are on file and available for public inspection in the Office of the Town Clerk.

Dated at Bozrah, Connecticut this 15th day of May, 2019.

**BOARD OF SELECTMEN**

Glenn S. Pianka  
First Selectman

William E. Ballinger  
Selectman

Carl Zorn  
Selectman