LEGAL NOTICE AND WARNING
OF SPECIAL TOWN MEETING

TOWN OF WINDHAM, CONNECTICUT

All electors and persons qualified to vote in Town Meetings of the Town of Windham (The "Town"), Connecticut, are hereby notified that the Town Council of the Town is convening a Special Town Meeting to be held at the Windham Town Hall, Bellingham Auditorium, 979 Main Street, Willimantic, Connecticut at 6:00 p.m. on December 15, 2015 for the following purposes:

RE: Appropriation and Bond Authorization of $4,964,000 for the Microgrid Project.

RESOLVED: that the Town Council of the Town of Windham (the "Town") approves and recommends to the Board of Finance that the sum of $4,964,000 be appropriated for the cost of the Microgrid Project, such project to include, but not be limited to, the replacement of the Middle School roof and the purchase, construction and installation of a combined heat and power microgrid system and solar photovoltaic system, including all site preparation work, as well as engineering, architectural and temporary and permanent financing costs (the "Project") and to meet said appropriation and in lieu of a tax therefor, general obligation bonds of the Town be issued pursuant to Chapter 109 of the Connecticut General Statutes, as amended, or any other provision of law thereto enabling, in the amount of $4,964,000 or so much thereof as may be necessary after deducting grants or other sources of funds available therefor. It is expected that approximately 70% of the cost of the Project will be paid with grant funds.

BE IT FURTHER RESOLVED that should the appropriation and bond authorization be approved by the Board of Finance and the voters at Town Meeting,

(i) the Town Manager and the Treasurer be authorized to issue and sell such bonds and notes in anticipation of such bonds and to determine the amount, date, date of maturity, interest rate, form and other details of such bonds and notes, pursuant to Chapter 109 of the Connecticut General Statutes, as amended, or any other provision of law thereto enabling; and

(ii) the Town Manager and the Treasurer shall sign the bonds and notes by either manual or facsimile signatures and that the law firm of Pullman & Comley, LLC is designated as bond counsel to approve the legality of the bonds; and

(iii) the Town Manager and the Treasurer, or either of them, is authorized to designate a bank or trust company to be the certifying bank, registrar, transfer agent and paying agent of the bonds; to sell the bonds and notes at public or private sale or negotiation; to deliver the bonds and notes; and to perform and comply with all requirements of the Internal Revenue Code of 1986, as amended, and to perform all other acts and execute such documents which are necessary or appropriate to issue the bonds and notes including, but not limited to, the execution and delivery of a bond purchase agreement, tax compliance agreement and bond insurance agreement; and

(iv) should such bonds be issued as bonds whose interest is includable in gross income, it is hereby found that such issuance is in the public interest.

BE IT FURTHER RESOLVED that the Town reasonably expects to incur expenditures (the "Expenditures") in connection with the capital project for which a general functional description is provided above. The Town reasonably expects to reimburse itself for the cost of the Expenditures with the proceeds of bonds of the Town described above. The maximum principal amount of such debt is not expected to exceed $4,964,000. This declaration of official intent is a declaration of official intent made pursuant to Treasury Regulation Section 1.150-2; and

BE IT FURTHER RESOLVED that should the Board of Finance approve an appropriation and bond authorization for the Microgrid Project, a Special Town Meeting is hereby called to be held on December 15, 2015 at the Windham Town Hall, Bellingham Auditorium, 979 Main Street, Willimantic, Connecticut 06226 at 6:00 p.m. to consider and vote upon the resolution for the Microgrid Project as set forth above.

RE: Appropriation of $500,000 for the Rehabilitation of the Hop River Trail Bridge

RESOLVED: That the Town of Windham appropriate $500,000 from the undesignated fund balance of the General Fund for rehabilitation of the Hop River Trail Bridge over the Willimantic River subject to 100% reimbursement from the Connecticut Department of Transportation.

The appropriation may be expended on engineering, surveying, construction and other expenses related to the project. The Town intends to reimburse the General Fund for expenditures pursuant to the appropriation from grants administered by the Connecticut Department of Transportation. No portion of the appropriation shall be expended until such time as approval to proceed with the project has been received from the Connecticut Department of Transportation.

To move to a Town Meeting on December 15, 2015 at 6:20 p.m. contingent upon Board of Finance approval.

RE: Appropriation and Bonds Authorization of $4,000,000 for the Road & Sidewalk Phase III Project.

RESOLVED: that the Town Council approves and recommends to the Board of Finance that the sum of $4,000,000 be appropriated for the cost of the Road & Sidewalk Phase III Project, such project to include the construction, reconstruction, repair and resurfacing of roads, guard-rails, sidewalks and appurtenances in the Town of Windham (the "Town"), as well as site improvement, engineering, architectural and temporary and permanent financing costs (the "Project") and to meet said appropriation and in lieu of a tax therefor, bonds of the Town be issued pursuant to Chapter 109 of the Connecticut General Statutes, as amended, or any other provision of law thereto enabling, in the amount of $4,000,000 or so much thereof as may be necessary after deducting grants or other sources of funds available therefor, which bonds shall be general obligations of the Town to which its full faith and credit is pledged; and

BE IT FURTHER RESOLVED that should the appropriation and bond authorization be approved by the Board of Finance and the voters at Town Meeting,

(i) the Town Manager and the Treasurer be authorized to issue and sell such bonds and notes in anticipation of such bonds and to determine the amount, date, date of maturity, interest rate, form and other details of such bonds and notes, pursuant to Chapter 109 of the Connecticut General Statutes, as amended, or any other provision of law thereto enabling; and

(ii) the Town Manager and the Treasurer shall sign the bonds and notes by either manual or facsimile signatures and that the law firm of Pullman & Comley, LLC is designated as bond counsel to approve the legality of the bonds; and

(iii) the Town Manager and the Treasurer, or either of them, is authorized to designate a bank or trust company to be the certifying bank, registrar, transfer agent and paying agent of the bonds; to sell the bonds and notes at public or private sale or negotiation; to deliver the bonds and notes; and to perform and comply with all requirements of the Internal Revenue Code of 1986, as amended, and to perform all other acts and execute such documents which are necessary or appropriate to issue the bonds and notes including, but not limited to, the execution and delivery of a bond purchase agreement, tax compliance agreement and bond insurance agreement; and

(iv) the Town reasonably expects to incur expenditures (the "Expenditures") in connection with the capital project for which a general functional description is provided above. The Town reasonably expects to reimburse itself for the cost of the Expenditures with the proceeds of bonds of the Town described above. The maximum principal amount of such debt is not expected to exceed $4,000,000. This declaration of official intent is a declaration of official intent made pursuant to Treasury Regulation Section 1.150-2; and

BE IT FURTHER RESOLVED that should the Board of Finance approve an appropriation and bond authorization for the Road and Sidewalk Phase III Project, a Special Town Meeting is hereby called to be held on December 15, 2015 at the Windham Town Hall, Bellingham Auditorium, 979 Main Street, Willimantic, Connecticut 06226 at 6:40 p.m. to consider and vote upon the resolution for the Road and Sidewalk Phase III Project as set forth above.

The full text of the authorizing resolutions adopted by the Town Council and Board of Finance authorizing the above described appropriation, bonds and notes are on file and open to inspection at the office of the Town Clerk, Town Hall, 979 Main Street, Willimantic, Connecticut to any interested person.

Dated at Windham, Connecticut, this 20th day of November, 2015.

Neal J. Beets

Neal J. Beets, Town Manager

Patricia P. Spruance

Patricia P. Spruance, Town Clerk

RECEIVED FOR RECORD
2015 NOV 23 A 11: 19
Barbara J McKinney Deputy
WINDHAM TOWN CLERK

ALL THREE PROPOSED APPROPRIATIONS PASSED UNANIMOUSLY.