

5-C COMMUNICATIONS

- 2. Town Attorney re Professional services agreement with e3communications

Motion by Supervisor Meegan, seconded by Councilman Hanley, to authorize the Supervisor to execute the necessary documents to enter into an agreement with e3communications to provide professional public relations services to the town effective March 1 – December 31, 2018 at the monthly fee of \$3000.

On the question, Councilman Hart thought this should be a month to month contract rather than a long term contract to the end of the year.

Ayes: (2) Councilman Hanley, Supervisor Meegan

Noes: (1) Councilman Hart Motion Carried

- 3. Chief Denz re Attendance at International Chiefs of Police training conference

Motion by Supervisor Meegan, seconded by Councilman Hart, to authorize Chief Denz and Assistant Chief Boehringer to attend the International Chiefs of Police training conference, October 5 – 10, 2018 in Orlando, Florida at a cost not to exceed \$3800.

On the question, Chief Denz noted the cost of this training will be taken from Asset Forfeiture Funds, so it will not impact the budget.

Ayes: All Noes: None Motion Carried

- 4. Recreation Supervisor re West Seneca Community 5K Run/Walk

Motion by Supervisor Meegan, seconded by Councilman Hanley, to authorize the Supervisor to execute the necessary documents to enter into an agreement with West Seneca Sports Boosters (USA Track & Field, Inc) for the 2018 West Seneca Community 5K Run/Walk.

On the question, Councilman Hanley questioned if there will be notification to the affected residents. Recreation Supervisor Lauren Masset stated she will look into the requirements.

Ayes: All Noes: None Motion Carried

5-D REPORTS

- Jacqueline A Felser, Town Clerk's Report for February 2018 received and filed.
- John Gullo, Code Enforcement Building & Plumbing Report for February 2018 received and filed.

5-E APPROVAL OF WARRANT

Motion by Supervisor Meegan, seconded by Councilman Hart, to approve the vouchers submitted for audit, chargeable to the respective funds as follows: General Fund - \$43,779.80; Highway Fund - \$89,483.41; Special Districts - \$4636.76; Capital Fund - \$637.50 (vouchers 104027 - 104288) Trust - \$284,045.01 (vouchers 104222 - 104242)

Ayes: All

Noes: None

Motion Carried

ISSUES OF THE PUBLIC

- Public comments on library/community center project & bonding
 - ✓ A Mill Road resident commented on the reduction in bonding from \$5.1 million to \$1.9 million and questioned why additional funds are needed. Town Attorney John Fenz stated the initial bonding was based upon a project estimate. The Town Board set a bid date and the bids returned were in excess of the estimated project cost. At that time, Town Engineer Steven Tanner noted that an additional \$2.2 million would likely be needed.
 - ✓ An Indian Church Road resident questioned if the public will be allowed to vote on the \$1.9 million bonding. Mr. Fenz responded the \$1.9 million bonding is subject to a permissive referendum. The resident further questioned if \$601,000 for engineering is going to Clark Patterson Lee, noting they already receive a fee under their contract with the town for engineering services. Mr. Tanner stated the contractual agreement between Clark Patterson Lee and the town is for general engineering (i.e. site plan review, drainage reviews, etc.). Special projects such as capital projects require engineering and architecture that is above and beyond the contractual agreement.
 - ✓ A Sherwood Lane resident questioned if the town is obligated to pay the \$1.9 million. Mr. Fenz stated the town will lose grant funds if the project is not finished. Director of Finance Megan Wnek stated the average impact on property owners is \$5.45 per year for 25 years.
 - ✓ A Lyndale Court resident questioned where the savings came from. Mr. Fenz stated there was a savings of \$144,000 but it is more a clarification and restructuring of how the funds will be paid. An interfund loan will be issued to bridge the grants and there was also a miscommunication among the professionals concerning the energy performance contract. Mr. Fenz noted the total cost of project is \$13.5 million.

ISSUES OF THE PUBLIC

- Public comments on library/community center project & bonding (continued)
 - ✓ A Woodward Crescent resident questioned if furnishings for the library are included in the total amount of the project, if additional employees will be needed to clean the building and when the parking lot will be constructed. Mr. Fenz advised that library furnishings are included in the project cost. Councilman Hart stated the library has its own cleaning staff and the community center will have a town employee. Mr. Tanner stated there is a separate \$250,000 grant for the parking area which will be located in the vicinity of the construction vehicles. No final parking lot plan has been selected yet.
 - ✓ A Burch Avenue resident commented on the charge for inspections and questioned why the job was given to a third party inspector. Mr. Fenz explained industry standards for construction projects and the required role of Clerk of the Works. The Clerk of the Works makes sure contractors are doing the specifics of what is named in the contracts and supplies daily reports to the town. Mr. Tanner stated a third party is required to perform these functions above and beyond the town building inspectors.
- A Union Road resident commented on the history of the town's Ethics Committee and suggested it be updated and reinstated as a preventative measure.
- Public comments/questions on hiring of public relations firm
 - ✓ A W Bihwood Drive resident questioned the role of e3communications. Supervisor Meegan stated the public feels the board members are not communicating with them enough. E3communications is a public relations firm and will help keep the public better informed. Projects will be communicated and the public will be invited to be a part of them.
 - ✓ A Woodward Crescent resident questioned if there was a request for proposals for the public relations firm. Supervisor Meegan stated there was no request for proposals as this is professional services; however, firms were interviewed and the funding will be taken from the Town Attorney's budget.
- A Pine Court resident suggested the Town Board allow the public to speak prior to voting on items and also suggested holding Town Board meetings on a different night than School Board meetings. Supervisor Meegan responded the board members are aware other towns are allowing the public to speak first and there have been discussions on implementing this procedure. The Town Board meeting schedule is set in January and the School Board sets their meeting schedule in May.
- A Covington Drive resident suggested televising meetings so the public can watch the proceedings. Supervisor Meegan responded the town's IT team is currently working on attaching audio of the meetings to the town's website.

WEST SENECA TOWN OFFICES
1250 Union Road
West Seneca, NY 14224

TOWN BOARD PROCEEDINGS
Minutes #2018-05
March 12, 2018
Page six . . .

ISSUES OF THE PUBLIC

- A Harwood Road resident commented on the increase in sewer district taxes for some residents due to the sewer project. Councilman Hart commented on the benefits of the sewer project to the district residents. Town Engineer Steven Tanner stated the amount of calls received by the Engineering Department for flooded basements has been drastically reduced.

PRESENTATION OF COMMUNICATIONS BY BOARD MEMBERS AND DEPARTMENT HEADS

RECREATION SUPERVISOR LAUREN MASSET

- Summer program registrations are currently taking place.
- Skate with the Easter Bunny will be held Sunday, March 25th

ADJOURNMENT

Motion by Supervisor Meegan, seconded by Councilman Hart, to adjourn the meeting at 8:00 P.M.

Ayes: All

Noes: None

Motion Carried

JACQUELINE A FELSER, TOWN CLERK



JOHN FENZ
TOWN ATTORNEY
jfenz@tw.sny.org

TOWN OF WEST SENECA

TOWN SUPERVISOR
SHEILA M. MEEGAN
TOWN COUNCIL
EUGENE P. HART
WILLIAM P. HANLEY, JR.

March 12, 2018

The Honorable Town Board
1250 Union Road
West Seneca, New York 14224

Re: Revocation of January 18, 2018 Resolution authorizing up to \$5,100,000
Adoption of resolution only authorizing up to \$1,900,000

Honorable Town Board:

Following up on my discussions with each of you over the past two (2) weeks and upon reviewing all the information available I have concluded that the Town needs to borrow a *significantly lesser* amount of money. The cost of the Project is \$13,532,045:

Contractors			
General Contractor		\$	8,591,718.10
Mechanical Contractor			838,539.95
Electrical Contractor			805,950.00
Plumbing Contractor			440,000.00
Fire Protection Contractor			139,333.00
Energy Performance Contract			<u>1,430,459.00</u>
Total Contractors			<u>12,246,000.05</u>
Engineering			601,030.00
Furnishings			424,000.00
Inspections			150,319.87
Miscellaneous Owner Hard Costs			<u>110,695.00</u>
	Total	\$	<u>13,532,044.92</u>

The first bond resolution in May of 2016 permitted the Town to borrow funds in an amount up to \$8,432,045. This resolution was adopted prior to final design and the project being publicly bid. The second bond resolution was in the amount of \$5,100,000 bringing the total borrowing authorization to \$13,532,045. See below:

1st Borrowing Authorization	8,432,045
2nd Borrowing Authorization	<u>5,100,000</u>
	13,532,045

At the time that the Town began discussing the second borrowing, the Town's outside professionals recommended that the Town authorize borrowing in the full amount of the project budget to allow project costs to be paid while the Town was awaiting funds from other sources. This is typically called a "bridge."

The components of the \$5,100,000 were as follows:

State ED/DASNY Grant I	439,018
State ED/DASNY Grant II	411,099
DASNY Grant I	400,000
DASNY Grant II	250,000
SAM Grant	125,000
Anticipated Grants	1,625,117

Anticipated Grants	1,625,117
Energy Performance Contract	1,430,759
Additional funds needed	2,044,124
2nd Borrowing Authorization	5,100,000

The only part of the \$5,100,00 that is a permanent borrowing is the \$2,044,124. The remaining portion of the \$5,100,000 was considered a bridge. However, the Town's consultants were not aware that some grant funds had been received and the funds to pay for the Energy Performance Contract were available. A bridge is not necessary for the received or available funds. While the prior resolution authorizing borrowing "up to" \$5.1mm, that amount could not have been borrowed when the funds it was bridging were already received or available. Understandably this is a prominent source of confusion.

Further, the Director of Finance is recommending that the Town bridge the grants not yet received using an interfund loan of \$1,186,099.¹ Therefore, to complete construction on schedule and preserve the Town's receipt of additional grant funds, the only borrowing authorization that the Town needs is for the \$2,044,124 not covered by the Energy Performance Contract or grants. See below:

¹ See Exhibit A

1st Borrowing Authorization	8,432,045	
State ED/DASNY Grant I	439,018	Received
State ED/DASNY Grant II	411,099	Bridge with Interfund Loan
DASNY Grant I	400,000	Bridge with Interfund Loan
DASNY Grant II	250,000	Bridge with Interfund Loan
SAM Grant	125,000	Bridge with Interfund Loan
Anticipated Grants	1,625,117	
Energy Performance Contract	1,430,759	Received
Additional funds needed	2,044,124	
Total Project Cost	13,532,045	

You further requested the following information: status of construction; project costs incurred to date; costs necessary to complete the building; obligations under existing contracts; ability to complete portions but not all the work and any associated savings; ability to mothball some or all the project. These questions have been answered by the Town's Engineering firm.²

The Town Board requested a report of the costs associated with stopping work. Pursuant to the Town's five (5) contracts with the separate contractors (general contractor; mechanical contractor; plumbing contractor; electrical contractor; fire protection contractor) The Town may either suspend the work or terminate the contract for its convenience. I provide that section of the respective contracts for your reference.³ In addition to contractual damages, failure to complete library construction would jeopardize the receipt of any grants conditioned upon project completion on or before June 30, 2018.

The Town Engineering Firm, Director of Finance and I have reviewed the various contracts in place for completion of the project and are confident through saving and deduct change orders we can reduce the costs by a minimum of \$144,124 which will further reduce the funds needed to complete the project to \$1,900,000

Total Project Cost	13,532,045
Savings and Deducts	(144,124)
	13,387,921
Additional funds needed	2,044,124
Additional saving (Rounded)	144,124
Revised Bond	1,900,000

Last there is the issue with the January 18, 2018 Bond Resolution. It misstated the total cost of the project at \$14,932,045. The approximate cost of the Energy Performance

² See Exhibit B.

³ See Exhibit C.

Hon. Town Board
March 12, 2018

Improvements of \$1,400,000 was included in the cost twice based upon a miscommunication from the Engineering Consultant to Bond Counsel. This mistake did not authorize the Town to spend more money but certainly creates confusion. The Town is only authorized to spend up to the total of the contracts and other obligations that it validly enters of \$13,532,045.

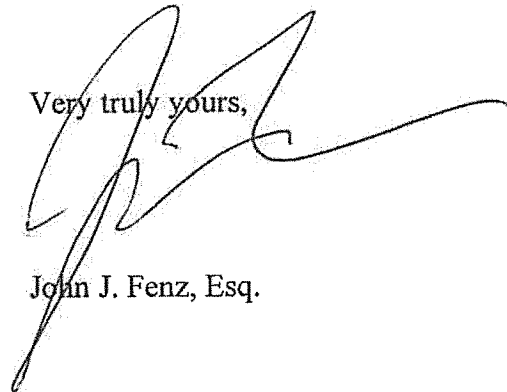
Therefore, it is recommended that the Town should:

1. Authorize an interfund loan in the amount of \$1,186,099 to bridge the remaining grants and permit the Town to resume expending funds to meet its contractual obligations;⁴ and
2. Adopt a resolution to revoke the prior resolution which authorized borrowing up to \$5,100,000;⁵
3. Adopt a resolution authorizing borrowing up to the amount of \$1,900,000.⁶

If another petition for a permissive referendum to submit the resolution to qualified electors for their approval or disapproval at a special election is timely filed and sufficient to be placed on the ballot at a special town election, then the Town may:

1. Stop expenditures and await the referendum, jeopardizing completion and grant funds;
2. Rescind the resolution and adopt another with 5-year payback which precludes permissive referendum; or
3. Rescind the resolution and increase taxes in 2019 to fund the project budget shortfall.

Very truly yours,



John J. Fenz, Esq.

⁴ See Exhibit D.

⁵ See Exhibit E.

⁶ See Exhibit F.

EXHIBIT A



Memo

Short-term Interfund Loan – Community Center/Library Project

March 12, 2018

Megan Wnek, CPA, Director of Finance

The Town of West Seneca, New York has been awarded the following grants related to the Community Center/Library Project:

- State Ed/DASNY – Library Phase II – \$411,099
- DASNY – Library Phase I – \$400,000
- DASNY – Library Phase I – \$250,000
- SAM Grant – Furniture – \$125,000

These grants will be disbursed on a reimbursement basis and have a deadline for completion of June 30, 2018. As such, the Community Center/Library Project must be completed by June 30, 2018 or the Town will lose grant funding.

Chapter 195 of the New York State Laws of 1989 provides that Towns may temporarily advance moneys from one fund to any other fund for a period not to exceed one year.

The Town's General Fund has available cash at March 12, 2018.

As such, the Town may provide \$1,186,099 as an Interfund loan from the General Fund to the Capital Projects fund to be repaid upon receipt of grant reimbursement funds.

EXHIBIT B

March 10, 2018

John J. Fenz, Esq.
1250 Union Road
West Seneca NY 14224

RE: West Seneca Community Center and Library

Dear Mr. Fenz:

As directed on February 26, 2018 we have been working with to provide you an update on the West Seneca Community Center and Library Project.

The project was awarded to 5 prime contractors and agreements were entered into with them on December 5, 2016. The 5 prime contractors are: Resetarits Construction, General Contractor in the amount of \$8,295,000; JW Danforth Inc. in the amount of \$788,000; Frey Electric in the amount of \$747,000, MKS Plumbing in the amount of \$440,000 and Allied Fire Protection in the amount of \$130,700. Change orders to date to all contractors have totaled \$413,404.29 mostly related to the build out of the first-floor office space.

In addition to the contractors, the Town hired our firm in the amount of \$601,030 for design services; U and S Services, via State Bid pricing in the amount of \$110,695.00 for mechanical controls; purchased furnishings from Mid-City Office Equipment and Library Concepts in the amount of \$440,000. The Town also has contracted for third party special inspections as well as part time construction inspection. The Third Party Special inspections are code required and have been completed by SJB, Inc. The onsite construction inspection is being completed by Kheops Architecture and Engineering. To date, the special inspections and construction inspections have totaled \$125,547.50.

The total of all of the above costs is \$12,257,266.05. The town has paid \$8,481,325.37 to contractors to date and holds \$599,924.60 in retainage. There are currently \$413,404.29 worth of pending payments in the town's accounting system. The above is for work through the end of January, therefore more billings should be expected for work completed in February prior to February 26th. Remaining work totals \$2,762,611.79. In addition to the above, a portion of the work on the existing library building was completed under a separate Energy Performance Contract (Phase 2) that include other improvements throughout town. The library portion of the EPC work totals \$1,430,459.

Based on projecting through the end of February the total work completed through the end of February is about 88%.

We have reviewed with each of the contractors the work remaining and areas where value engineering can provide some relief in remaining costs and expect that we can save approximately \$150,000 relative to value engineering items.

We have not been able to fully ascertain the costs associated with mothballing the project, however it is our understanding that some of the grant money provided to this project will be lost should mothballing occur. Given that some work would remain to mothball the project and not prevent further damages to the building, there are a number of items that need to be completed. The heating system will need to be made operational to prevent damage to already installed finishes and utilities. Any water to the building will need to be drained and blown out to prevent broken pipes, the exterior finish where Terra Cotta is scheduled needs to be completed as the waterproofing that is currently in place is susceptible to UV damage if not covered within 120 days of installation. We would also recommend that roofing be finished to prevent water damage to wood blocking and the first layer of roofing materials currently installed. We anticipate the cost to complete this work would be \$750,000.

The Town could choose not to complete remaining work in the first floor office space, remaining work in the recreation space or any additional work in the Café Space. These spaces would need to be closed off and locked out of access. Most of the materials required to finish these spaces have already been purchased, so the only savings associated with not completing these areas would be labor associated with installing the finishes (floors, ceilings, light fixtures, diffusers). We approximate the saving of not installing this work would be \$50,000 or less. Please advise us should additional information be necessary and what steps we should take moving forward with this project.

Very truly yours, **Clark** Patterson Lee

Steven R. Tanner, P.E. Principal Associate

EXHIBIT C

§ 14.3 SUSPENSION BY THE OWNER FOR CONVENIENCE

§ 14.3.1 The Owner may, without cause, order the Contractor in writing to suspend, delay or interrupt the Work in whole or in part for such period of time as the Owner may determine.

§ 14.3.2 The Contract Sum and Contract Time shall be adjusted for increases in the cost and time caused by suspension, delay or interruption as described in Section 14.3.1. Adjustment of the Contract Sum shall include profit. No adjustment shall be made to the extent

- .1 that performance is, was or would have been so suspended, delayed or interrupted by another cause for which the Contractor is responsible; or
- .2 that an equitable adjustment is made or denied under another provision of the Contract.

§ 14.4 TERMINATION BY THE OWNER FOR CONVENIENCE

§ 14.4.1 The Owner may, at any time, terminate the Contract for the Owner's convenience and without cause.

§ 14.4.2 Upon receipt of written notice from the Owner of such termination for the Owner's convenience, the Contractor shall

- .1 cease operations as directed by the Owner in the notice;
- .2 take actions necessary, or that the Owner may direct, for the protection and preservation of the Work; and
- .3 except for Work directed to be performed prior to the effective date of termination stated in the notice, terminate all existing subcontracts and purchase orders and enter into no further subcontracts and purchase orders.

§ 14.4.3 In case of such termination for the Owner's convenience, the Contractor shall be entitled to receive payment for Work executed, and costs incurred by reason of such termination, along with reasonable overhead and profit on the Work not executed.

EXHIBIT D

Resolution to Approve Short-Term Interfund Loan for \$1,186,099 from the General Fund to the Capital Projects Fund in anticipation of the receipt of grant awards

WHEREAS, the Town expects to receive reimbursement related to \$1,186,099 of expenditures related to the Community Center/Library Project from the following sources:

- State Ed/DASNY \$411,099
- DASNY \$400,000
- DASNY \$250,000
- SAM Grant \$125,000

WHEREAS, Chapter 195 of the New York State Laws of 1989 provides that Towns may temporarily advance moneys from one fund to any other fund,

WHEREAS, the Town's General Fund has available cash at March 12, 2018

NOW, THEREFORE, be it

RESOLVED, that the Town Board does hereby authorize the General Fund to provide a short term Interfund loan in the amount of \$1,186,099 as of March 12, 2018 to support the Capital Projects Fund to be repaid upon the receipt of grant reimbursement.

EXHIBIT E

At a regular meeting of the Town Board of the Town of West Seneca, in the County of Erie, New York, held at Town Hall, 1250 Union Road, West Seneca New York 14224 on March 12, 2018

PRESENT: Sheila M. Meegan, Supervisor
William P Hanley Jr., Councilman
Eugene P. Hart, Councilman

ABSENT: None

The following resolution was offered by Supervisor Meegan, who moved its adoption, seconded by Councilman Hanley, to-wit:

RESOLUTION DATED MARCH 12, 2018

RESOLUTION OF THE TOWN OF WEST SENECA, NEW YORK, RESCINDING THE BOND RESOLUTION PREVIOUSLY ADOPTED ON JANUARY 18, 2018.

RESOLVED BY THE TOWN BOARD OF THE TOWN OF WEST SENECA, NEW YORK, AS FOLLOWS:

WHEREAS, this Board has heretofore duly authorized the issuance of bonds to finance the cost of additional borrowing required, in addition to other funding sources, for the partial reconstruction of and construction of an addition to the Public Library building at 1300 Union Road, pursuant to the Bond Resolution adopted January 18, 2018; and

WHEREAS, the estimated maximum cost of such project and amount of such additional borrowing required has been reduced; and therefore such bond authorization should be rescinded for this project in anticipation of this Board adopting a new revised bond authorization for the additional borrowing required;

BE IT ENACTED BY THE TOWN BOARD OF THE TOWN OF WEST SENECA, NEW YORK, AS FOLLOWS:

Section (A). The Bond Resolution duly adopted by this Town Board on January 18, 2018 authorizing the issuance of \$5,100,000 bonds to finance the cost of additional financing for the partial reconstruction of and construction of an addition to the Public Library building at 1300 Union Road is hereby rescinded.

Section (B). This Resolution shall take effect immediately.

STATE OF NEW YORK)
COUNTY OF ERIE) S.S.:

I, the undersigned Clerk of the Town of West Seneca, DO HEREBY CERTIFY as follows:

1. I am the duly qualified and acting Clerk of the Town of West Seneca, Erie County, New York (the "Town") and the custodian of the records of the Town, including the minutes of the proceedings of the Town Board, and am duly authorized to execute this certificate.

2. A regular meeting of the Town Board of the Town of West Seneca, Erie County, State of New York, was held on March 12, 2018, 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 Town Board held on March 12, 2018 and entitled:

RESOLUTION DATED MARCH 12, 2018


RESOLUTION OF THE TOWN OF WEST SENECA, NEW YORK, RESCINDING THE BOND RESOLUTION PREVIOUSLY ADOPTED ON JANUARY 18, 2018.

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 Town. 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 Town Board was present throughout said meeting, and a legally sufficient number of members (2/3 of the Town Board) 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 Town of West Seneca this 13th day of March, 2018.

[SEAL]


Jacqueline A. Felser, Town Clerk

At a regular meeting of the Town Board of the Town of West Seneca, in the County of Erie, New York, held at Town Hall, 1250 Union Road, West Seneca, New York 14224 on March 12, 2018

PRESENT: Sheila M. Meegan, Supervisor
William P Hanley Jr., Councilman
Eugene P. Hart, Councilman

ABSENT: None

The following resolution was offered by Supervisor Meegan, who moved its adoption, seconded by Councilman Hanley, to-wit:

BOND RESOLUTION OF THE TOWN BOARD OF THE TOWN OF WEST SENECA, ERIE COUNTY, NEW YORK, AUTHORIZING ADDITIONAL FINANCING FOR PARTIAL RECONSTRUCTION OF AND CONSTRUCTION OF AN ADDITION TO THE PUBLIC LIBRARY BUILDING; ESTIMATING THAT THE TOTAL COST THEREOF IS \$13,387,921; APPROPRIATING SAID AMOUNT THEREFOR; AND AUTHORIZING THE ISSUANCE OF \$1,900,000 SERIAL BONDS OF THE TOWN TO FINANCE A PORTION OF SAID APPROPRIATION, IN ADDITION TO THE \$8,432,045 PREVIOUSLY AUTHORIZED AND APPLICATION OF \$1,430,759 OF ENERGY PERFORMANCE CONTRACT FUNDING AND \$1,621,917 GRANT FUNDS RECEIVED OR EXPECTED TO BE RECEIVED FROM THE STATE OF NEW YORK TO BE EXPENDED TOWARDS THE COST OF SAID OBJECT OR PURPOSE OR REDEMPTION OF THE TOWN'S OBLIGATIONS ISSUED THEREFOR, OR TO BE BUDGETED AS AN OFFSET TO THE TAXES FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SAID BONDS

WHEREAS, the Town Board of the Town of West Seneca (the "Town") has authorized the partial reconstruction of and construction of an addition to the Public Library building at 1300 Union Road (the "Project"); and

WHEREAS, the Town Board has heretofore duly authorized the issuance of \$8,432,045 bonds and application of \$1,400,000 of energy performance contract funding and any grant funds expected to be received from the State of New York to finance the cost of the Project, pursuant to the Bond Resolution adopted May 23, 2016; and

WHEREAS, the Town Board now wishes to revise the plan of financing, appropriate additional funds for the Project and authorize the issuance of additional Towns serial bonds or bond anticipation notes to finance said appropriation.

NOW, THEREFORE, THE TOWN BOARD OF THE TOWN OF WEST SENECA, ERIE 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 Town is hereby authorized to issue up to \$1,900,000 principal amount of serial 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 provide additional financing for the partial

reconstruction of and construction of an addition to the Public Library building at 1300 Union Road, including (i) renovation of the existing approximately 8,100 square feet library space to house community recreation and support space along with storage space, new restrooms and renovated mechanical rooms; (ii) addition of approximately 22,500 square feet of newly constructed space to house new library and support services, a maker space and study rooms, a children's library and associated support space, shell space for a café and café support, flexible assembly space, leasable office space, office space for the Town, circulation space, toilet rooms and associated mechanical spaces, (iii) site work for the relocation of the veterans memorial along with new veteran's memorial space, and (iv) creation of a new drop off area for book returns. It is hereby determined that the maximum estimated cost of the aforementioned objects or purposes is \$13,387,921; said amount is hereby appropriated therefor and the plan of financing thereof shall include the issuance of up to \$1,900,000 in serial bonds of the Town to finance a portion of said appropriation, in addition to the \$8,432,045 bonds previously authorized pursuant to the bond resolution adopted by the Town Board on May 23, 2016, and any bond anticipation notes issued in anticipation of the sale of such bonds, application of \$1,430,759 funding from the Equipment Lease/Purchase Agreement dated as of February 12, 2016 between Banc of America Public Capital Corp. and the Town related to the Energy Performance Contract dated November 15, 2014 between John W. Danforth Company and the Town, as amended; and application of \$1,621,917 grant funds received or expected to be received from the State of New York to be expended towards the cost of said object or purpose or redemption of the Town's obligations issued therefor, or to be budgeted as an offset to the taxes for the payment of the principal of and interest on said bonds and notes.

SECTION 2. It is hereby determined that the period of probable usefulness for the aforementioned specific object or purpose described in Section 1 is twenty-five (25) years, pursuant to subdivision a. 12(a)(1) of Section 11.00 of the Law.

SECTION 3. Current funds are not required to be provided prior to the issuance of the bonds authorized by this resolution or any bond anticipation notes issued in anticipation thereof, pursuant to Section 107.00 d.9. of the Law.

SECTION 4. The temporary use of available funds of the Town, 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 this resolution. This resolution shall constitute a declaration of "official intent" to reimburse the expenditures as part of the projects described herein with the proceeds of the bonds and bond anticipation notes authorized herein, as required by United States Treasury Regulation 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.

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 Town, payable as to both principal and interest by a general tax upon all the real property within the Town. The faith and credit of the Town 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 Town 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 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, 63.00 and 168.00 of the Law, the powers and duties of the Town Board relative to authorizing bond anticipation notes and prescribing the terms, form and contents as to the sale and issuance of 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, and relative to executing agreements for credit enhancement, are hereby delegated to the Town Supervisor, the chief fiscal officer of the Town (the "Town Supervisor"). Further, pursuant to subdivision b. of Section 11.00 of the Law, in the event that bonds to be issued for one or more of the objects or purposes authorized by this resolution are combined for sale, pursuant to subdivision 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 Town Board, then the power of the Town Board to determine the "weighted average period of probable usefulness" (within the meaning of subdivision a. of Section 11.00 of the Law) for such combined objects or purposes is hereby delegated to the Town Supervisor, as the chief fiscal officer of the Town.

SECTION 8. The Town Supervisor 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 9. The Town Supervisor is further authorized to enter into continuing disclosure undertakings 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 10. The intent of this resolution is to give the Town Supervisor sufficient authority to execute those applications, agreements, 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 this Town Board.

SECTION 11. Pursuant to subdivision b. of Section 35.00 of the Law, this resolution is subject to a permissive referendum in the manner prescribed by Article Seven of the Town Law of the State of New York (the "Town Law"). The Town Clerk is hereby authorized and directed, within ten (10) days after the date of adoption of this resolution, to post and publish a notice satisfying the requirements of Section 90 of the Town 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 Town for such purpose.

SECTION 12. This resolution shall take effect thirty (30) days after the date of its adoption or, if within such thirty (30) day period there is filed with the Town Clerk a petition subscribed and acknowledged by the number of qualified electors of the Town required by Section 91 of the Town Law and in the manner specified in such Section, if approved by the affirmative vote of a majority of such qualified electors voting on a proposition for its approval. As soon as reasonably possible after the date that this resolution takes effect, the Town Clerk is hereby authorized and directed to cause a copy of this resolution to be published in full in the official newspaper of the Town for such purpose, together with a notice of the Town Clerk in substantially the form provided in Section 81.00 of the Law.

SECTION 13. 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 Town 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: All

NAYS: None

STATE OF NEW YORK)
COUNTY OF ERIE) S.S.:

I, the undersigned Clerk of the Town of West Seneca, DO HEREBY CERTIFY as follows:

1. I am the duly qualified and acting Clerk of the Town of West Seneca, Erie County, New York (the "Town") and the custodian of the records of the Town, including the minutes of the proceedings of the Town Board, and am duly authorized to execute this certificate.

2. A regular meeting of the Town Board of the Town of West Seneca, Erie County, State of New York, was held on March 12, 2018, 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 Town Board held on March 12, 2018 and entitled:

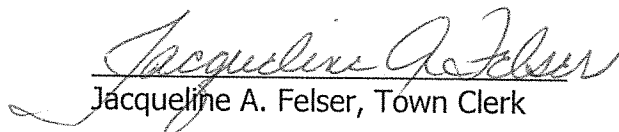
BOND RESOLUTION OF THE TOWN BOARD OF THE TOWN OF WEST SENECA, ERIE COUNTY, NEW YORK, AUTHORIZING ADDITIONAL FINANCING FOR PARTIAL RECONSTRUCTION OF AND CONSTRUCTION OF AN ADDITION TO THE PUBLIC LIBRARY BUILDING; ESTIMATING THAT THE TOTAL COST THEREOF IS \$13,387,921; APPROPRIATING SAID AMOUNT THEREFOR; AND AUTHORIZING THE ISSUANCE OF \$1,900,000 SERIAL BONDS OF THE TOWN TO FINANCE A PORTION OF SAID APPROPRIATION, IN ADDITION TO THE \$8,432,045 PREVIOUSLY AUTHORIZED AND APPLICATION OF \$1,430,759 OF ENERGY PERFORMANCE CONTRACT FUNDING AND \$1,621,917 GRANT FUNDS RECEIVED OR EXPECTED TO BE RECEIVED FROM THE STATE OF NEW YORK TO BE EXPENDED TOWARDS THE COST OF SAID OBJECT OR PURPOSE OR REDEMPTION OF THE TOWN'S OBLIGATIONS ISSUED THEREFOR, OR TO BE BUDGETED AS AN OFFSET TO THE TAXES FOR THE PAYMENT OF THE PRINCIPAL OF AND INTEREST ON SAID BONDS

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 Town. 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 Town Board was present throughout said meeting, and a legally sufficient number of members (2/3 of the Town Board) 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 Town of West Seneca this 13th day of March, 2018.

[SEAL]


Jacqueline A. Felser, Town Clerk