

REPORT OF THE
GORHAM TOWN COUNCIL
REGULAR MEETING
DECEMBER 2, 2014

Gorham Municipal Center-Burleigh H Loveitt Council Chambers

Chairman Phinney opened the meeting with the Pledge of Allegiance to the Flag. There were 8 members of the public in attendance at the start of the meeting.

Roll Call: Chairman Phinney, Councilors; Roullard, Benner, Robinson, Hartwell, Moulton.
Also present; Town Manager David Cole and Deputy Clerk Laurie Nordfors.

Moved by Councilor Robinson, Seconded by Councilor Moulton and VOTED to approve the Town Council minutes from November 18, 2014. 6 yeas.

Open Public Communications

No one from the Public spoke.

Council Communications

Councilor Benner congratulated the Rec Department for a great job with the Tree Lighting. She reminded us that Baxter Memorial Library has a Giving Tree for the Holiday Season and is looking for gifts for ages 13-18.

Councilor Robinson received a letter from the Gorham/Westbrook Chambers about the Founders Festival. He would like to see the Council meet to discuss what direction to go next for future festivals.

Councilor Moulton reminded us that the Finance Committee is meeting December 18, 2014 and the Auditors will be present.

Councilor Roullard commented that the Tree Lighting was quite splendid and wanted to thank the Rec Department and all of its volunteers for their hard work and time put into the event.

Town Manager Report

David Cole reported that he gave a 10 year service pin to Katie Copponi and a 15 year service pin to Ken Fickett. He also received an e-mail from Darryl Wright stating that the Gorham/Westbrook Chambers will not move forward with the Founders Festival in its current format. He reported that five contractors took place in a Site Walk for the construction of the Public Safety project . The town also received the DEP site permit for the Chick Property.

School Committee Report

Dennis Libby reported that they have received 17 applications for the next Superintendent. They will now start the process of narrowing the search with the expectation of having two to three finalists to forward to the full School Committee for further review. He also commented that the renovations to the

High School are still on hold as of now. The next School Committee regular meeting is scheduled for December 10 2014.

Newly elected Town Councilor Ronald Shepard was sworn into office.

New Roll Call: Chairman Phinney, Councilors; Roullard, Benner, Robinson, Hartwell, Moulton, Shepard.

Item # 8545 Moved by Councilor Robinson, Seconded by Councilor Benner and VOTED that the Town Council appoint Councilor Ronald Shepard to serve on the Town Councils Finance Committee and the Appointments/Personnel I Committee. 7 years.

Item #8546 Moved by Councilor Moulton, Seconded by Councilor Shepard and VOTED to waive the reading of the order. 7 years.

Item #8546 Moved by Councilor Roullard, Seconded by Councilor Shepard and ORDERED that the Town Council authorize the issuance of General obligation Bonds and notes as follows:

GORHAM TOWN COUNCIL ORDER

AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION BONDS AND NOTES

WHEREAS, the voters of the Town of Gorham, Maine (the "Town") on November 4, 2014 approved a capital expenditure of a sum of money not to exceed \$4,990,000 for renovation, improvement and equipping of the existing public safety building and construction and equipping of a new police station on property located at 270 Main Street (the "Project"), and the issuance of general obligations bonds and/or notes of the Town to finance such costs; and

WHEREAS, the Town Council desires that General Obligations Bonds and/or Notes of the Town be issued to finance the Project; and

NOW, THEREFORE, be it voted, resolved, and ordered by the Town Council of Gorham, Maine:

Section 1. The sum of \$4,990,000 be and hereby is appropriated to finance the costs (as herein defined) of the Project, such amount to be raised by the issuance of general obligations bonds and/or notes of the Town.

Section 2. Pursuant to Maine law, the Town Charter of the Town, votes duly adopted by the inhabitants of the Town at the referendum election duly called and held on November 4, 2014, and all other authority thereto enabling, there is hereby authorized and approved the issuance of general obligation bonds (the "Bonds") of the Town and/or temporary notes in anticipation thereof (the "Notes") in an aggregate principal amount not to exceed \$4,990,000. The Bonds shall be designated "Town of Gorham, Maine, General Obligation Bonds" and any notes in anticipation thereof shall be designated "Town of Gorham General Obligation Bond Anticipation Notes." The proceeds of the Bonds and any Notes shall be used to finance the costs of the Project.

Section 3. The Treasurer is authorized to determine the date, form, interest rate(s) (which interest rate may be a fixed rate or a variable rate or some combination of the two), maturities and all other details of each issue of the Bonds and the Notes, including the form and manner of their sale and award.

Section 4. The Bonds shall mature at the times and shall be in the amounts, and be dated as of such date, bear interest at the rate or rates and be in such form and contain such terms and provisions (including but not limited to early redemption provisions, if any) as the Treasurer may hereafter determine or authorize.

Section 5. The Treasurer be and hereby is authorized to provide that any of the Bonds and Notes be made callable, with or without premium, prior to their maturity, and each Bond or Note issued hereunder shall be signed by the Treasurer, shall be countersigned by the Chair of the Town Council, and shall be sealed with the seal of the Town, attested to by its Clerk.

Section 6. The Treasurer be and hereby is authorized to select a financial advisor and/or an underwriter for the Bonds and Notes, and the Treasurer of the Town be and hereby is authorized and empowered to execute and deliver such contracts or agreements as may be necessary or appropriate in connection therewith.

Section 7. The Treasurer be and hereby is authorized to prepare, or cause to be prepared, a Notice of Sale and/or a Preliminary Official Statement and an Official Statement for use in the offering and sale of the Bonds and/or Notes, such Notice of Sale, Preliminary Official Statement and Official Statement to be in such form and contain such information as may be approved by the Treasurer, with the advice of the bond counsel for the Town, and that the distribution of the Notice of Sale and/or Preliminary Official Statement and the Official Statement in the name of and on behalf of the Town in connection with offering the Bonds and/or Notes be and hereby is approved.

Section 8. The Treasurer be and hereby is authorized to select the registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds and Notes and to execute and deliver such contracts and agreements as may be necessary or appropriate to secure their services.

Section 9. The Bonds and Notes shall be transferable only on registration books of the Town kept by the transfer agent, and said principal amount of the Bonds or Notes of the same maturity (but not of other maturity) in the denomination of \$5,000 or any multiple thereof (or such other minimum denomination as the Treasurer shall establish) upon surrender thereof at the principal office of the transfer agent, with a written instrument of transfer satisfactory to the transfer agent duly executed by the registered owner or his attorney duly authorized in writing. Upon each exchange or transfer of a Bond or Note the Town and the Transfer Agent shall make a charge sufficient to cover any tax, fee or any other governmental charge required to be payable with respect to such exchange or transfer, and with respect to such exchange or transfer, and subsequent to the first exchange or transfer, the cost of preparing new Bonds or Notes upon exchanges or transfer thereof to be paid by the person requesting the same.

Section 10. The Treasurer be and hereby is authorized to undertake all acts necessary to provide, if deemed necessary or appropriate by the Treasurer in her discretion, for the issuance and transfer of such Bonds and Notes in book-entry form pursuant to the Depository Trust Company Book-Entry Only System, as an alternative to the provisions of the foregoing Order above regarding physical transfer of Bonds and Notes, and the Treasurer be and hereby is authorized and empowered to enter into a Letter of Representation or any other contract, agreement or understanding necessary or, in her opinion, appropriate in order to qualify the Bonds or Notes for and participate in the Depository Trust Company Book-Entry Only System.

Section 11. The Treasurer and Chair of the Town Council from time to time shall execute such Bonds or Notes as may be required to provide for exchanges or transfers of Bonds or Notes as heretofore authorized, all such Bonds or Notes to be executed as above described, and in case any officer of the Town whose signature appears on any Bond or Note shall cease to be such officer before the delivery of

said Bond or Note, such signature shall nevertheless be valid and sufficient for all purposes, the same as if such officer had remained in office until delivery thereof.

Section 12. The Treasurer be and hereby is authorized to covenant and certify on behalf of the Town that no part of the proceeds of the issue and sale of the Notes or the Bonds authorized to be issued hereunder shall be used directly or indirectly to acquire any securities or obligations, the acquisition of which would cause such Notes or Bonds to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and that no part of the proceeds of the issue and sale of such Notes or Bonds (including any notes and bonds in renewal thereof) shall be used, directly or indirectly, in such manner which would cause the Notes or Bonds to be "private activity bonds" within the meaning of Section 141 of the Code.

Section 13. To the extent permitted under the Code, the Treasurer is authorized to designate any of the Bonds or Notes authorized to be issued hereunder as qualified obligations for purposes of Section 265(b) of the Code.

Section 14. The Treasurer be and hereby is individually authorized to covenant and agree, on behalf of the Town, for the benefit of the holders of the Bonds and Notes, that the Town will file any required reports and take any other action that may be necessary to ensure that interest on the Bonds and Notes will remain exempt from federal income taxation, and that the Town will refrain from any action that would cause interest on the Bonds or Notes to be subject to federal income taxation.

Section 15. The Treasurer be and hereby is authorized to covenant, certify and agree, on behalf of the Town, for the benefit of the holders of the Notes or Bonds, that the Town will file any required reports, make any annual financial or material event disclosure, and take any other action that may be necessary to insure that the disclosure requirements imposed by Rule 15c2-12 of the Securities and Exchange Commission, if applicable, are met.

Section 16. If any of the officers or officials of the Town who have signed or sealed the Bonds or Notes shall cease to be such officers or officials before the Bonds or Notes so signed and sealed shall have been actually authenticated or delivered by the Town, such Bonds or Notes nevertheless may be authenticated, issued, and delivered with the same force and effect as though the person or persons who signed or sealed such Bonds or Notes had not ceased to be such officer or official; and also any such Bonds or Notes may be signed and sealed on behalf of the Town by those persons who, at the actual date of the execution of such Bonds or Notes, shall be the proper officers and officials of the Town, although at the nominal date of such Bonds or Notes any such person shall not have been such officer or official.

Section 17. If the Treasurer, Chair of the Town Council or Clerk are for any reason unavailable to approve and execute the Bonds or Notes or any of the related financing documents, the person or persons then acting in any such capacity, whether as an assistant, a deputy, or otherwise, is authorized to act for such official with the same force and effect as if such official had herself performed such act.

Section 18. The Treasurer, Chair of the Town Council, Clerk and other appropriate officers of the Town are hereby authorized and empowered to do all such acts and things, and to execute, deliver, file, approve, and record all such financing documents, contracts, deeds, assignments, certificates, memoranda, abstracts, and other documents as may be necessary or advisable, with the advice of counsel for the Town, including but not limited to any certificates, bond insurance agreements, notices of sale and other documents as may be necessary or appropriate in connection with the sale of the Bonds and Notes and any letter of credit agreement or liquidity facility agreement necessary to the issuance of any Bonds or Notes, to carry out the provisions of the resolutions heretofore adopted at this meeting in connection with

the Project, the execution, sale, and delivery by the Town of the Bonds and Notes and the execution and delivery of any related financing documents.

Section 19. The term “cost” or “costs” as used herein and applied to the Project, or any portion thereof, includes, but is not limited to (1) the purchase price or acquisition cost of all or any portion of the Project; (2) the cost of construction, building, alteration, enlargement, reconstruction, renovation, improvement, and equipping of the Project; (3) the cost of all appurtenances and other facilities either on, above, or under the ground which are used or usable in connection with the Project; (4) the cost of landscaping, site preparation and remodeling of any improvements or facilities; (5) the cost of all labor, materials, building systems, machinery and equipment; (6) the cost of land, structures, real property interests, rights, easements, and franchises acquired in connection with the Project; (7) the cost of all utility extensions and site improvements and development; (8) the cost of planning, developing, preparation of specifications, surveys, engineering, feasibility studies, legal and other professional services associated with the Project; (9) the cost of environmental studies and assessments; (10) the cost of financing charges and issuance costs, including premiums for insurance, interest prior to and during construction and for a period not to exceed three (3) years from the issue date of the Bonds or Notes, underwriters' fees and costs, legal and accounting fees and costs, application fees, and other fees and expenses relating to the financing transaction; and (11) the cost of all other financing authorized hereunder, whether related or unrelated to the foregoing.

Section 20. In each of the years during which any of the Bonds or Notes issued hereunder are outstanding, there shall be levied a tax in an amount which, with other revenues, if any, available for that purpose, shall be sufficient to pay the interest on said Bonds or Notes, payable in such year, and the principal of such Bonds or Notes maturing in such year (except in the case of Notes to be refunded in that year by the issuance of Bonds).

Section 21. Any or all of the Bonds or Notes issued hereunder may be consolidated with and become a part of any other issue of temporary notes or general obligation bonds authorized to be issued by any previous or subsequent Order of the Town Council of the Town of Gorham.

Section 22. The investment earnings on the proceeds of the Bonds and Notes, if any, and the excess proceeds (including any premium) of the Bonds and Notes, if any, be and hereby are appropriated for the following purposes, such proceeds to be held and applied in the following order of priority: (a) to any costs of the Project in excess of the principal amount of the Bonds or Notes; and (b) in accordance with applicable terms and provisions of the Arbitrage and the Use of Proceeds Certificate delivered in connection with the sale of the Bonds or Notes.

Section 23. It is the intent of the Town Council that this Bond Order shall constitute the Town's declaration of official intent within the meaning of Treasury Regulation 1.150-2 to pay, on an interim basis, costs of the Project in an amount up to the principal amount of the Bonds to be issued, which costs the Town reasonably expects to reimburse with proceeds of the Bonds or Notes. 7 years.

Item #8547 Moved by Councilor Robinson, Seconded by Councilor Roullard and VOTED to make an amendment to Item #8547 to add **from a suburban residential zone into a contract zone.** 7 years.

Item #8547 Moved by Councilor Robinson, Seconded by Councilor Shepard and ORDERED that the Town Council refer a request from Barry King to rezone two parcels; one at 46 County Road and another parcel on Country Road (Tax Map 6, Lot 43.1) **from a suburban residential zone into a Contract Zone** to the Planning Board, and that the Town Council asks staff to draft the Contract Zone language to be similar to the existing contract zones in the South Gorham area. 5 years, 2 nays (Benner and Hartwell).

Item #8548 Moved by Councilor Shepard, Seconded by Councilor Robinson and ORDERED that the Town Council refer a request form Christopher Brassbridge to rezone his property at 35 County Road in South Gorham (Tax Map 6, Lot 43) into a contract zone to the Planning Board, and that the town Council asks staff to draft the contract zone language with language similar to the other existing contract zones in South Gorham. 5 yeas, 2 nays (Benner and Hartwell).

Item #8549 Moved by Councilor Moulton, Seconded by Councilor Roullard and ORDERED that the Town Council establish a reserve account to repair a large culvert on Buck Street and that the Town Council appropriate \$45,614 received from Eco Maine as a dividend into this reserve account. 0 yeas, 7 nays (all Councilors)

Item #8550 Moved by Councilor Moulton, Seconded by Councilor Roullard and ORDERED that the Town Council appropriate \$249,000 in Recreation Impact Fees to construct a multi-purpose athletic field at the Little Falls Recreation area. 7 yeas.

Item #8551 Moved by Councilor Roullard, Seconded by Councilor Moulton and ORDERED that the Town Council authorize the Town Manager to list a tax acquired property (Tax Map 14, Lot 6.102) located on Deering Road with a Real Estate Broker to sell the property. 2 yeas, 5 nays (Phinney, Roullard, Moulton, Hartwell, Shepard). Item fails.

Item #8552 Moved by Councilor Moulton, Seconded by Councilor Robinson and ORDERED that the Town Council refer a proposal to amend the Land Use and Development Code by adding the sale of industrial products as a permitted use in the Industrial Zone, to the Ordinance Committee for review and the Committees recommendation. 7 yeas.

Item #8853 Ordered that the Town Council go into executive session pursuant to Title 1 MRSA, Section 405 (6) (C) to discuss the disposition of property at 21 Main Street. Item Failed.

Moved by Councilor Moulton, Seconded by Councilor Robinson and VOTED to adjourn. 7 yeas
Time of adjournment 8:10pm

A True Record of Meeting

ATTEST: _____
Laurie Nordfors, Deputy Town Clerk