

RESOLUTION CERTIFICATE - (Exhibit I)

I certify that I am the duly elected and qualified Clerk of the Town of St. Johnsbury, a municipal corporation located in the County of Caledonia, State of Vermont; that I have custody of the books, records and seal of the Town; and that the following is a true and exact copy of a Resolution duly adopted at a meeting of the Selectboard of the Town, duly called, noticed and held on July 26, 2021, at which a quorum of members of the Board was present and voting; and that the same remains in full force and effect, and has not been amended, rescinded, abridged, modified or contested in any way:

RESOLVED, that the public interest and necessity demand the acquisition, reconstruction, rehabilitation and conversion of the so-called Armory for use by the Town as a public safety building, at an estimated cost of \$5,851,993; and

BE IT FURTHER RESOLVED, that the cost of completing the Town's share of the costs of making such improvements, after application of available state and federal grants-in-aid, and the application of available reserves, will be too great to be paid out of the annual revenue of the Town; and

BE IT FURTHER RESOLVED, that a proposal for the issuance of general obligation bonds or notes of the Town in the aggregate amount not to exceed Five Million Four Hundred Thousand Dollars (\$5,400,000) to pay for the cost of such improvements,, subject to reduction through the receipt of any state or federal grants-in-aid and other financial assistance, should be submitted to the legal voters of the Town at a special meeting thereof to be duly called and held for that purpose on September 14, 2021; and

BE IT FURTHER RESOLVED, that all acts relating to the proposition of incurring bonded indebtedness and the issuance of general obligation bonds or notes of the Town of St. Johnsbury for the purpose of making and operating said improvements within the corporate limits of the Town be in accordance with the provisions of No. 231 of the Acts of 1965, as amended, and Chapter 53 of Title 24, Vermont Statutes Annotated; and

BE IT FURTHER RESOLVED, that the attached Warning and form of Ballot be adopted for use in connection with consideration of the above-stated proposition of making said public improvements and incurring bonded indebtedness therefor.

Dated: July 27, 2021

ATTEST:

SEAL

Town Clerk

DECLARATION OF OFFICIAL INTENT - (Exhibit II)
OF THE TOWN OF ST. JOHNSBURY
TO REIMBURSE CERTAIN EXPENDITURES
FROM PROCEEDS OF INDEBTEDNESS

WHEREAS, the Town of St. Johnsbury, Vermont (the "Issuer") intends to construct a public safety building to be considered by the Issuer at an annual or special meeting thereof be held for that purpose; and

WHEREAS, the Issuer expects to pay certain capital expenditures (the "Reimbursement Expenditures") in connection with the Project prior to the issuance of indebtedness for the purpose of financing costs associated with the Project on a long-term basis;

WHEREAS, the Issuer reasonably expects that for that part of the Project consisting of design, engineering, permitting, financing, environmental remediation, construction and acquisition costs, debt obligations in an amount not expected to exceed \$5,200,000 will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures; and

WHEREAS, the Issuer declares its reasonable official intent to reimburse prior expenditures for the above-described part of the Project with proceeds of a subsequent borrowing:

NOW THEREFORE, the Issuer declares:

Section 1. The Issuer finds and determines that the foregoing recitals are true and correct, and that all of the capital expenditures covered by this Resolution were or will be made not earlier than 60 days prior to the date of this Resolution.

Section 2. This declaration is made solely for the purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the Issuer to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The Issuer hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures, within 18 months of either the date of the first expenditure of funds by Issuer for such Project or the date that such Project is placed in service, whichever is later (but in no event more than three years after the date of the original expenditure of Issuer funds for such Project), and to allocate an amount not to exceed \$5,200,000 of the proceeds thereof to reimburse itself for its expenditures in connection with the Project.

Section 4. The Issuer's debt obligations for the aforementioned purpose will not be "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986.

Section 5. All prior actions of the officials and agents of Issuer that are in conformity with the purpose and intent of this Resolution and in furtherance of the Project shall be and the same hereby are in all respects ratified, approved and confirmed.

Section 6. All other resolutions of the legislative body of the Issuer, or parts of resolutions, inconsistent with this Resolution are hereby repealed to the extent of such inconsistency.

Section 7. It is hereby found that all discussions and deliberations of the legislative body of the Issuer leading to the adoption of this Resolution occurred at one or more meetings of the legislative body conducted pursuant to public notice and open to public attendance.

Section 8. This declaration shall take effect from and after its adoption.

The undersigned, Town Clerk of the Issuer, hereby certifies that the foregoing is a full, true and correct copy of the declaration of the legislative body of said Issuer duly made at a meeting thereof held on the date, specified below, and that said declaration has not been amended, modified or revoked.

Stacy Jewell
Town Clerk

08/13/, 2020

Tommy A. Well
Selectboard, Chair or Vice Chair

08/13, 2020

WARNING - Exhibit III

The legal voters of the Town of St. Johnsbury, Vermont, are hereby notified and warned to meet in the Town Office Building, at 51 Depot Square, in the Town of St. Johnsbury on Tuesday, September 14, 2021, between the hours of ten o'clock (10:00) in the forenoon (a.m.), at which time the polls will open, and seven o'clock (7:00) in the afternoon (p.m.), at which time the polls will close, to vote by Australian ballot upon the following Article of business:

ARTICLE I

Shall general obligation bonds of the Town of St. Johnsbury in an amount not to exceed Five Million Four Hundred Thousand Dollars (\$5,400,000), subject to reduction from available state and federal grants-in-aid, be issued for the purpose of financing the cost of making public improvements, namely, acquisition, reconstruction, renovation and conversion of the former Armory for use as a public safety building, the aggregate estimated cost of such improvements being Five Million Eight Hundred Fifty One Thousand Nine Hundred Ninety Three Dollars (\$5,851,993).

The legal voters of the Town of St. Johnsbury are further notified that voter qualification, registration and absentee voting relative to said special meeting shall be as provided in Chapters 43, 51 and 55 of Title 17, Vermont Statutes Annotated.

The legal voters of the Town of St. Johnsbury are further notified that informational meetings will be held on Monday, August 23, 2021 and on Tuesday, September 7, 2021 in the Town Office Building, at 51 Depot Square, in the Town of St. Johnsbury at six (6:00) o'clock (pm) in the evening, for the purpose of explaining the proposed improvements and the financing thereof.

Adopted and approved at a regular meeting of the Selectboard of the Town of St. Johnsbury duly called, noticed and held on July 26, 2021. Received for record and recorded in the records of the Town of St. Johnsbury on July 27, 2021.

ATTEST: _____
Town Clerk

Select Board

**OFFICIAL BALLOT
SPECIAL TOWN MEETING
TOWN OF ST. JOHNSBURY, VERMONT
SEPTEMBER 14, 2021**

INSTRUCTIONS TO VOTERS

A. TO VOTE, completely fill in the OVAL to the RIGHT of your choice like this: ☒

ARTICLE

ARTICLE 1

Shall general obligation bonds of the Town of St. Johnsbury in an amount not to exceed Five Million Four Hundred Thousand Dollars (\$5,400,000), subject to reduction from available state and federal grants-in-aid, be issued for the purpose of financing the cost of making public improvements, namely, acquisition, reconstruction, renovation and conversion of the former Armory for use as a public safety building, the aggregate estimated cost of such improvements being Five Million, Eight Hundred Fifty One Thousand, Nine Hundred Ninety Three Dollars (\$5,851,993)?

YES ☐

NO ☐

CERTIFICATE OF POSTING

PUBLICATION AND VOTE

The undersigned, being the Clerk of the Town of St. Johnsbury, does certify that:

- (1) The attached Resolution (Exhibit I) was duly adopted at a duly warned meeting of the Select Board of the Town of St. Johnsbury held on July 26, 2021
- (2) The attached Declaration of Official Intent (Exhibit II) was duly adopted at a duly warned meeting of the Select Board of the Town of St. Johnsbury held on August 13, 2020
- (2) The attached Warning (Exhibit III) was duly approved and adopted at a duly warned meeting of the Selectboard of the Town of St. Johnsbury held on July 26, 2021.
- (3) The attached form of Ballot (Exhibit IV) was duly approved and adopted at a duly warned meeting of the Selectboard of the Town of St. Johnsbury held on July 26, 2021 for use at the special meeting of the Town of St. Johnsbury held on September 14, 2021.
- (4) The attached Warning (Exhibit III) was published in the Caledonian Record, a newspaper published in St. Johnsbury, Vermont, and generally circulating in the County of Caledonia and in the Town of St. Johnsbury and said Warning appeared in said newspaper on August 24, August 31 and September 7, 2021.
- (5) The attached Resolution (Exhibit I), Warning (Exhibit III) were received for record and recorded on July 27, 2021, in the records of the Town of St. Johnsbury.
- (6) The attached Declaration of Official Intent (Exhibit II) was received for record and recorded on August 13, 2020, in the records of the Town of St. Johnsbury.
- (7) The attached Warning (Exhibit III), Ballot (Exhibit IV) and Notice to Voters (Exhibit V) were posted on the Town website (www.stjvt.com) and in the following public places in the Town of St. Johnsbury from August 12, 2021 through September 14, 2021, the date of the special Town meeting.

- (a) Town Clerk's Office (with current voter checklist)
 - (b) The St. Johnsbury Athenaeum
 - (c) The St. Johnsbury Public Safety Building
 - (d) The East St. Johnsbury Post Office
 - (e) _____
- (7) The vote by Australian ballot (Exhibit IV) on the proposition stated therein was:

ARTICLE I

IN FAVOR _____

OPPOSED _____

BLANK _____

SPOILED _____

TOTAL VOTES _____

- (8) No petition has been filed seeking reconsideration or rescission of the action taken at said special meeting nor is there any litigation pending or threatened in any state or federal court contesting or challenging either the proceedings set forth in Paragraphs (1) through (7) of this Certificate, the works of improvement so authorized or, the issuance of bonds or notes of the Town to finance the same.

DATED: October ____, 2021.

Town Clerk