

**SPECIAL TOWN BOARD MEETING – MARCH 31, 2009**

**CDA RESOLUTIONS:**

**CDA**

**Res. #9      A Resolution Calling a Public Hearing on the Community Development Agency's Designation of REPCAL LLC as a Qualified and Eligible Sponsor for the Purchase and Development of Approximately 300 Acres Located within the Light Industrial Zoning District of the Premises Known as the Enterprise Part at Calverton (EPCAL), Consistent with the Goals and Objectives of the Calverton Enterprise Park Urban Renewal Plan (1998)**

**CDA**

**Res. #10      Accepting Request to Extend the Due Diligence Period Pursuant to the Agreement of Sale Dated October 2, 2007 with REPCAL LLC**

**TOWN BOARD RESOLUTIONS:**

**Res. #289      Accepting Request to Extend the Due Diligence Period Pursuant to the Agreement of Sale Dated October 2, 2007 with REPAL LLC**

**PUBLIC COMMENT ON ANY TOWN BOARD RESOLUTION**  
**LISTED BELOW – SPECIAL TOWN BOARD MEETING**  
**MARCH 31, 2009:**

- Res. #277** Authorizes the Resolution of a Disputed Account and Payment to the Long Island Power Authority for Certain Facility Upgrades EPCAL
- Res. #278** Authorizes the Supervisor to Execute a Professional Services Agreement with Milliman, Inc. for Actuary Services
- Res. #279** Bond Resolution Authorizing the Upgrade to the Telephone System in and for the Town of Riverhead, Suffolk County, New York, at a Maximum Estimated Cost of \$60,000, and Authorizing the Issuance of Up to \$60,000 Bonds of Said Town to Pay the Cost Thereof.
- Res. #280** Bond Resolution Authorizing the Purchase and Installation of a Keyless Entry System in Various Facilities of the Town of Riverhead, Suffolk County, New York, at a Maximum Estimated Cost of \$25,000, and Authorizing the Issuance of Up to \$25,000 Bonds of Said Town to Pay the Cost Thereof
- Res. #281** Public Interest Order In the Matter of the Increase and Improvement of Facilities of Calverton Sewer District in the Town of Riverhead, Suffolk County, New York
- Res. #282** Bond Resolution Authorizing the Issuance of \$6,500,000 Bonds of the Town of Riverhead, Suffolk County, New York, to Pay the Cost of the Increase and Improvement of the Calverton Sewer District, in the Town of Riverhead, Suffolk County, New York
- Res. #283** Public Interest Order in the Matter of the Increase and Improvement of Facilities of the Riverhead Sewer District in the Town of Riverhead, Suffolk County, New York (Wastewater Treatment Plant)

- Res. #284 Bond Resolution Authorizing the Issuance of \$17,800,000 Bonds of the Town of Riverhead, Suffolk County, New York, to Pay the Cost of the Increase and Improvement of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York (Wastewater Treatment Plant)**
- Res. #285 Public Interest Order In the Matter of the Increase and Improvement of Facilities of the Riverhead Sewer District in the Town of Riverhead, Suffolk County, New York (DeFriest Pump Station)**
- Res. #286 Bond Resolution Authorizing the Issuance of \$6,500,000 Bonds of the Town of Riverhead, Suffolk County, New York, to Pay the Cost of the Increase and Improvement of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York (DeFriest Pump Station)**
- Res. #287 Authorizes Town Clerk to Post and Publish a Notice to Bidders for the Town of Riverhead Tennis Court Renovations Contract**
- Res. #288 Authorizes Town Clerk to Post and Publish a Notice to Bidders for the Annual Construction Contract**

March 31, 2009

TOWN OF RIVERHEAD

CDA RESOLUTION # 9

A RESOLUTION CALLING A PUBLIC HEARING ON THE COMMUNITY DEVELOPMENT AGENCY'S DESIGNATION OF REPCAL LLC AS A QUALIFIED AND ELIGIBLE SPONSOR FOR THE PURCHASE AND DEVELOPMENT OF APPROXIMATELY 300 ACRES LOCATED WITHIN THE LIGHT INDUSTRIAL ZONING DISTRICT OF THE PREMISES KNOWN AS THE ENTERPRISE PART AT CALVERTON (EPCAL), CONSISTENT WITH THE GOALS AND OBJECTIVES OF THE CALVERTON ENTERPRISE PARK URBAN RENEWAL PLAN (1998)

**COUNCILWOMAN BLASS**

\_\_\_\_\_ offered the following

**COUNCILMAN DUNLEAVY**

resolution, which was seconded by \_\_\_\_\_

WHEREAS, the Town of Riverhead Community Development Agency (AGENCY) owns, among other properties at the Enterprise Park at Calverton, some 300 acres of property located in the Light Industrial Zone, south of Route 25, Calverton, New York; and

WHEREAS, by Resolution # 16 of 2007, the AGENCY determined that REPCAL, LLC was a Qualified and Eligible Sponsor pursuant to Section 507(2)(d) of the General Municipal Law for the redevelopment of the approximately 300 acres of property as an industrial development of approximately 2,500,000 square feet of industrial space construction; and

WHEREAS, by Resolution # 1005 of 2007, the Town Board approved the determination of the AGENCY; and

WHEREAS, a Contract of Sale was entered into among REPCAL, the AGENCY and the Town of Riverhead on October 2, 2007; and

WHEREAS, the parties are contemplating a modification of the terms of the Contract of Sale which will require a public hearing pursuant to Section 507(2)(d) of the General Municipal Law to determine whether REPCAL is a Qualified and Eligible Sponsor for the redevelopment of the approximately 300 acres of property as an industrial development of approximately 2,500,000 square feet of industrial space construction, pursuant to the terms of the Contract of Sale as modified by the terms of the proposed Modification; and

WHEREAS, the Agency is considering designating REPCAL LLC, a limited liability company formed under the laws of the State of New York, as the "qualified and eligible sponsor (the "Sponsor"), pursuant to Section 507 (2) (d) of the General Municipal Law under the terms of the Contract of Sale as

modified by the terms of the proposed Modification in accordance with the established rules and procedures of the Agency; and

WHEREAS, by resolution of the Town Board, the Riverhead Development Corporation no longer has an initial review function with respect to proposals affecting the EPCAL property; and

WHEREAS, the Town and the Agency are considering selling approximately 300 acres of the Light Industrial District zoned property to REPCAL LLC in accordance with the terms of the Contract of Sale as modified by the terms of the proposed Modification in order to facilitate this urban renewal project, a copy of the Contract of Sale and Modification will be on file in the Office of the Town Clerk of the Town of Riverhead on or before April 9<sup>th</sup>, 2009 and will be available for public inspection during regular business hours, which Contract of Sale and proposed Modification provide for the purchase price of the approximately 300 acres for no less than \$ 18,000,000.00, for redevelopment as industrial space, with an additional contract deposit of \$250,000 to be made upon the signing of the Modification, which shall be non-refundable except upon Seller's default, and with an additional modification that the three \$250,000 contract extension fees, if paid, will be nonrefundable except upon Seller's default; and

WHEREAS the Contract of Sale and proposed Modification that will be on file in the Office of the Town Clerk of the Town of Riverhead on or before April 9<sup>th</sup>, 2009, will further provide that under certain specified circumstances that may occur in the future, an additional approximate 110 acres of contiguous property could, at the Agency's sole and absolute discretion, be sold to REPCAL LLC for a price of up to \$ 2,000,000.00. Alternatively, the Contract of Sale and proposed Modification provide that in the event the Agency seeks to sell this additional property at some point in the future, REPCAL LLC shall have a right of first refusal to purchase this additional property at 102% of the price offered to the Agency by a bona fide purchaser. In addition, within ten (10) years from the date of closing, the Purchaser shall also have the right of first refusal to purchase the parcel comprising some 145 acres and known as Suffolk County Tax Map 0600-135-1-7.4, in the event that acreage is rezoned Light Industrial Zoned, at a price equal to 102% of the price offered to the Agency by a bona fide purchaser. The terms of these provisions will be available by inspecting the Contract of Sale and proposed Modification which will be on file with the office of the Town Clerk on or before April 9<sup>th</sup>, 2009.

WHEREAS, Section 507(2)(d) of the General Municipal Law requires that a public hearing, following at least ten (10) days public notice, be held by the Agency on the question of designating REPCAL LLC the Sponsor for the redevelopment of the aforesaid properties; and

WHEREAS, the Agency now desires to call a public hearing on the designation of REPCAL LLC as the Sponsor for the redevelopment of and the sale of the Town owned or to be owned portions of the property;

NOW, THEREFORE BE IT RESOLVED,

A public hearing will be held at the Riverhead Town Hall, 200 Howell Avenue, Riverhead, New York 11901, on April 21, 2009 at 7:35 pm, prevailing time, on the question of designating REPCAL LLC, the Sponsor for the redevelopment of the approximately 300 acres of Light Industrial District property located in EPCAL south of Route 25, Calverton, New York, consistent with the Calverton Enterprise Park Urban Renewal Plan (1998), and to hear all persons interested in the subject thereof, concerning the same, and to take such action thereon as is required or authorized by law; and it is further

RESOLVED, that the Town Clerk is hereby directed to publish the attached notice of public hearing once in the April 9, 2009 edition of the *News Review*, the newspaper hereby designated as the official newspaper for this purpose and one having general circulation in and available to residents to the Town. Such publication shall be made no less than ten (10) days before the date designated for the public hearing. The Clerk is further authorized and directed to cause a copy of such notice of public hearing to be posted in such places as she deems appropriate under the circumstances, such posting to be done not less than ten (10) days before the date designated for the public hearing; and it is further

RESOLVED, that the Town Clerk is hereby directed to forward a certified copy of this resolution and attached notice to Smith, Finkelstein, Lundberg, Isler & Yakaboski, LLP., 456 Griffing Avenue, Riverhead, New York 11901, Guy Germano, Esq., Germano & Cahill, PC., 4250 Veterans Memorial Highway, Suite 275, Holbrook, New York 11741; Chris Kempner, Director of the Community Development Agency, and Dawn C. Thomas, Esq., Town Attorney.

THIS RESOLUTION HAS BEEN PREPARED BY FRANK A. ISLER, SPECIAL COUNSEL.

THE VOTE  
Buckley  yes  no Wooten  yes  no  
Dunleavy  yes  no Blass  yes  no  
Cardinale  yes  no  
THE RESOLUTION  WAS  WAS NOT  
THEREFORE DULY ADOPTED

Notice of Public Hearing  
Town of Riverhead Community Development Agency  
Town of Riverhead, Suffolk County, New York

NOTICE IS HEREBY GIVEN, that the Town of Riverhead Community Development Agency, Town of Riverhead, Suffolk County, New York (the "Agency") will hold a public hearing at Riverhead Town Hall, 200 Howell Avenue, Riverhead, New York 11901, on April 21, 2009 at 7:35 pm, prevailing time, pursuant to General Municipal Law 507(2)(d) for the purpose of considering whether the REPCAL LLC should be designated the "qualified and eligible sponsor" for the redevelopment of approximately 300 acres of the EPCAL site located within the Light Industrial District and whether the portion of said property currently owned by the Town of Riverhead Community Development Agency should be sold to the REPCAL LLC pursuant to a certain Contract of Sale and proposed Modification among the Agency, the Town of Riverhead, and REPCAL LLC, which Contract of Sale and proposed Modification are on file in the office of the Town Clerk of the Town of Riverhead and are available for public inspection during regular business hours for a sales price of no less than \$ 18,000,000.00 for the redevelopment of the property as an industrial development of approximately 2,500,000 square feet of industrial space, consistent with the goals and objectives of the Calverton Enterprise Park Urban Renewal Plan (1998), with an additional contract deposit of \$250,000 to be made upon the signing of the Modification, which shall be non-refundable except upon Seller's default, and with an additional modification that the three \$250,000 contract extension fees, if paid, will be non-refundable except upon Seller's default.

The aforesaid Contract of Sale and proposed Modification on file in the Office of the Town Clerk of the Town of Riverhead further provide that under certain specified circumstances that may occur in the future, an additional approximate 110 acres of contiguous property could, at the Agency's sole and absolute discretion, be sold to REPCAL LLC for a price of up to \$2,000,000.00. Alternatively, the Contract of Sale and proposed Modification provide that in the event the Agency seeks to sell this additional property at some point in the future, REPCAL LLC shall have a right of first refusal to purchase this additional property at 102% of the price offered to the Agency by a bona fide purchaser. In addition, within ten (10) years from the date of closing, the Purchaser shall also have the right of first refusal to purchase the parcel comprising some 145 acres and known as Suffolk County Tax Map 0600-135-1-7.4 in the event that acreage is rezoned Light Industrial Zoned, at a price equal to 102% of the price offered to the Agency by a bona fide purchaser. The terms of these provisions are available by inspecting the Contract of Sale and proposed Modification during regular business hours.

At said public hearing, the Community Development Agency will hear all persons interested in the subject matter thereof.

Dated: Riverhead, New York  
April 9, 2009

BY ORDER OF THE TOWN BOARD OF  
THE TOWN OF RIVERHEAD AS THE  
GOVERNING BODY OF THE TOWN OF  
RIVERHEAD COMMUNITY  
DEVELOPMENT AGENCY.

Diane Wilhelm, Town Clerk

Adopted

March 31, 2009

TOWN OF RIVERHEAD

CDA RESOLUTION # 10

ACCEPTING REQUEST TO EXTEND THE DUE DILIGENCE PERIOD  
PURSUANT TO THE AGREEMENT OF SALE DATED OCTOBER 2, 2007 WITH  
REPCAL LLC

**COUNCILMAN DUNLEAVY**

\_\_\_\_\_ offered the following  
resolution, which was seconded by \_\_\_\_\_ **COUNCILMAN WOOTEN**

WHEREAS, the Town of Riverhead and the Town of Riverhead  
Community Development Agency have entered into an Agreement of Sale to sell  
some 300 acres of property located in the Light Industrial Zone at the  
Enterprise Park at Calverton, south of Route 25, Calverton, New York; to  
Repcal LLC; and

WHEREAS, the parties had previously agreed to extend the Due Diligence  
Period as defined in the October 2, 2007 Agreement to March 31, 2009; and

WHEREAS, Repcal LLC has requested an additional extension of the Due  
Diligence; and

NOW, THEREFORE BE IT RESOLVED,

RESOLVED, that REPCAL LLC'S request to extend the due diligence is  
hereby granted; and it is further

RESOLVED, that the Due Diligence Period as defined in the October 2,  
2007 Agreement is hereby extended to May 8, 2009;

RESOLVED, that the Town Clerk is hereby directed to forward a copy of  
this resolution and attached notice to Smith, Finkelstein, Lundberg, Isler &  
Yakaboski, LLP., 456 Griffing Avenue, Riverhead, New York 11901, Guy  
Germano, Esq., Germano & Cahill, PC., 4250 Veterans Memorial Highway,  
Suite 275, Holbrook, New York 11741; Chris Kempner, Director of the  
Community Development Agency, and Dawn C. Thomas, Esq., Town Attorney.

THIS RESOLUTION HAS BEEN PREPARED BY FRANK A. ISLER, SPECIAL  
COUNSEL.

THE VOTE			
Buckley	<input type="checkbox"/> yes	<input type="checkbox"/> no	Wooten <input checked="" type="checkbox"/> yes <input type="checkbox"/> no
Dunleavy	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no	Blass <input checked="" type="checkbox"/> yes <input type="checkbox"/> no
	Cardinale	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
THE RESOLUTION <input checked="" type="checkbox"/> WAS <input type="checkbox"/> WAS NOT			
THEREFORE DULY ADOPTED			

TOWN OF RIVERHEAD

Adopted

Resolution # 277

**AUTHORIZES THE RESOLUTION OF A DISPUTED ACCOUNT AND PAYMENT TO THE LONG ISLAND POWER AUTHORITY FOR CERTAIN FACILITY UPGRADES EPCAL**

**COUNCILWOMAN BLASS** offered the following resolution, was seconded by

**COUNCILMAN DUNLEAVY** :

**WHEREAS**, the Town of Riverhead and the Long Island Power Authority (**LIPA**) wish to resolve an issue involving a street lighting account for \$ 646,000.00, and

**WHEREAS**, the LIPA and the Town wish to implement electric metering upgrades for properties owned by certain Town of Riverhead municipal districts located at EPCAL including: Town of Riverhead Water District, Town of Calverton Sewer District, Town of Riverhead Community Development Agency and Town of Riverhead Street Lighting District, and

**WHEREAS**, the foregoing actions have been recommended by the Town Attorney and are done without making any admission to the merits of any claims that may have been asserted,

**NOW, THEREFORE be it**

**RESOLVED**, that the Town Board of the Town of Riverhead hereby authorizes the Supervisor to execute vouchers for each of the involved municipal districts in the maximum amount \$18,750.00 per municipal district, and be it further

**RESOLVED**, that the Town Clerk is hereby directed to send a copy of this resolution to Michael Reichel, Superintendent Calverton Sewer District, the Office of Accounting, Frank Isler, Esq. and the Town Attorney.

THE VOTE

~~Buckley~~ yes no Wooten yes no  
Dunleavy yes no Blass yes no  
Cardinale yes no

THE RESOLUTION 1 WAS 1 WAS NOT THEREFORE DULY ADOPTED

March 31, 2009

TOWN OF RIVERHEAD

Adopted

Resolution # 278

**AUTHORIZES THE SUPERVISOR TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH MILLIMAN, INC. FOR ACTUARY SERVICES**

**COUNCILMAN DUNLEAVY**

\_\_\_\_\_ offered the following resolution, was seconded by

**COUNCILMAN WOOTEN** :

**WHEREAS**, The Town Board of the Town of Riverhead requires actuary services for the Office of Accounting for compliance with GASB 45 requirments, and

**WHEREAS**, Milliman, Inc. has submitted a proposal to provide their professional services in connection with the Town's above noted needs.

**NOW, THEREFORE, be it hereby**

**RESOLVED** that the Town Board authorizes the Supervisor to execute a professional services agreement with Milliman, Inc. in substantially the form annexed hereto, and be it further

**RESOLVED**, that the fee for the work to be provided shall not exceed \$15,500.00 without the prior authorization of this Board, and be it further,

**RESOLVED**, that the Town Clerk is hereby directed to forward a certified copy of this resolution to Milliman, Inc. One Pennsylvania Plaza, 38<sup>th</sup> Floor, New York, New York 10119, the Office of the Town Attorney and the Office of Accounting.

THE VOTE

Buckley	<input type="checkbox"/> yes	<input type="checkbox"/> no	Wooten	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
Dunleavy	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no	Blass	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
Cardinale	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no			

THE RESOLUTION  WAS  WAS NOT THEREFORE DULY ADOPTED

## PROFESSIONAL SERVICES AGREEMENT

This Agreement is entered into effective March \_\_\_\_, 2009, between Milliman, Inc. ("Milliman") with offices located at One Pennsylvania Plaza, 38<sup>th</sup> Floor, New York, NY 10119, c/o Ken Friedman and the Town of Riverhead (the "Town"), 200 Howell Avenue, Riverhead, NY 11901 c/o of Town Attorney's Office. The Town has engaged Milliman to perform consulting services as described in Schedule A attached hereto. Such services may be modified in writing subject to resolution of the Town Board of the Town of Riverhead. In consideration for Milliman agreeing to perform these services, Town agrees as follows:

**1. Engagement Terms.** Town acknowledges the obligation to pay Milliman for services rendered pursuant to Schedule A the maximum fee of Twelve Thousand Five Hundred Dollars (\$12,500.00) together with all properly documented, reasonable out-of-pocket expenses incurred for the first year of this agreement including postage, mileage at 48.5 cents per mile (which shall cover any and all vehicle expenses associated with the travel) and extraordinary printing costs, all of which shall be document in writing (with receipts when available) upon request for reimbursement. Provided that Milliman has complied with its confidentiality obligations set forth in the Business Associate Agreement attached hereto as Exhibit A, the Town will compensate Milliman an additional Three Thousand Dollars (\$3,000.00) for the second year of this agreement. Milliman will bill the Town following the submission of completed product to the Town during each year of this agreement. All invoices are payable within 30 days of receipt. Milliman reserves the right to stop all work if any bill for which all necessary Town procedures (including completed signed vouchers and necessary back-up materials) are followed goes unpaid for 60 days. Furthermore, Milliman's engagement may be terminated without cause upon ninety days written notice by Milliman or thirty days written notice by Town. Regardless of the reason for termination of services, Milliman shall be entitled to payment for services completed prior to such termination and Milliman shall retain any records it has relating to the Town plans for a period of at least three years from date of termination.

### **2. Term and Termination.**

(a) Term. This Agreement shall be effective as of the date first written above, and shall continue for a period of two years. Within 15 business days of termination, all PHI shall be destroyed by Milliman or returned to the Town at the Town's option upon five (5) business days written notice. If Milliman determines, in accordance with subsection 4(c)(ii) below, that it is infeasible to return or destroy PHI, Milliman will notify the Town in writing within 15 days of the termination of this agreement and the protections of this Agreement with respect to such PHI shall remain in effect until such PHI is returned or destroyed.

(b) Termination. Upon the Town's knowledge of a material breach by Milliman, the Town shall either:

(i) Provide an opportunity for Milliman to cure the breach or end the violation and terminate this Agreement if Milliman does not cure the breach or end the violation within the time specified by the Town; or

(ii) Immediately terminate this Agreement if Milliman has breached a material term of this Agreement and cure is not possible.

### (c) Effect of Termination.

(i) Except as otherwise provided in subsection 4(c)(ii) below, upon termination of this Agreement for any reason, Milliman shall return or destroy all PHI at Client's option upon five (5) days written notice. This provision shall also apply to PHI that is in the possession of subcontractors or agents of Milliman.

(ii) If Milliman determines that returning or destroying any or all PHI is infeasible, Milliman shall extend the protections of this Agreement to such PHI, and limit further uses and disclosures of PHI to those purposes that make the return or destruction infeasible, for so long as Milliman maintains such PHI. Client hereby acknowledges and agrees that infeasibility means that Milliman needs to retain PHI for purposes of complying with its work product documentation standards.

**3. Tool Development.** Milliman shall retain all rights, title and interest (including, without limitation, all copyrights, patents, service marks, trademarks, trade secret and other intellectual property rights) in and to all technical or internal designs, methods, ideas, concepts, know-how, techniques, generic documents and templates that have been previously developed by Milliman or developed during the course of the provision of the Services provided such generic documents or templates do not contain any Town Confidential Information or proprietary data. Rights and ownership by Milliman of original technical designs, methods, ideas, concepts, know-how, and techniques shall not extend to or include all or any part of the Town's proprietary data or Town Confidential Information. To the extent that Milliman may include in the materials any pre-existing Milliman proprietary information or other protected Milliman materials, Milliman agrees that Town shall be deemed to have a fully paid up license to make copies of the Milliman owned materials as part of this engagement for its internal business purposes and provided that such materials cannot be modified or distributed outside the Town without the written permission of Milliman.

**4. Limitation of Liability.** Milliman will perform all services in accordance with applicable professional standards. The parties agree that Milliman shall not be liable to Town, whether in tort, contract or otherwise, for any damages in excess of three (3) times the total professional fees paid to Milliman during the 12 month plan year cycle during which the work in question is performed. In no event shall Milliman be liable for lost profits of Town. The foregoing limitations shall not apply in the event of the intentional fraud or willful misconduct of Milliman. Milliman agrees to indemnify, defend and hold the Town harmless to the full extent allowed by law for any and all damages, incidental or consequential, including the Town's reasonable attorneys fees incurred by the Town as a result of Milliman's breach of its confidentiality obligations set forth in Section 5 (Handling of Data and Other Confidential Information) herein or in Exhibit A attached hereto.

**5. Third Party Distribution.** Milliman's work is prepared solely for the use and benefit of Town in accordance with its statutory and regulatory requirements. Milliman recognizes that materials it delivers to Town may be public records subject to disclosure to third parties, however, Milliman does not intend to benefit and assumes no duty or liability to any third parties who receive Milliman's work and may include disclaimer language on its work product so stating. To the extent that Milliman's work is not subject to disclosure under applicable public records laws, Town agrees that it shall not disclose Milliman's work product to third parties without Milliman's prior written consent; provided, however, that Town may distribute Milliman's work to (i) its professional service providers who are subject to a duty of confidentiality and who agree to not use Milliman's work product for any purpose other than to provide services to Town, or (ii) any applicable regulatory or governmental agency, as required.

**6. Handling of Data and Other Confidential Information.** Milliman shall use reasonable efforts to identify errors in data and obtain corrections to erroneous data, but Milliman cannot warrant the correctness of data supplied by Town or other parties, nor can Milliman be responsible for data not provided in a timely manner.

Any information received from Town will be considered "Confidential Information." However, information received from Town will not be considered Confidential Information if (a) the information is or comes to be generally available to the public during the course of Milliman's work; (b) was independently developed by Milliman without resort to information from the Town; or (c) Milliman receives the information from another source who is not under an obligation of

confidentiality to Town. Milliman agrees that Confidential Information shall not be disclosed to any third party.

**7. Status of Milliman.** Milliman will provide the services covered by this agreement as an independent contractor. No other relationship to the Town nor the plan is implied or intended. Milliman shall not be deemed to be a "named fiduciary" or "plan administrator" as these terms are defined under ERISA or any similar or successor law.

**8. Choice of Law.** The construction, interpretation, and enforcement of this Agreement shall be governed by the substantive contract law of the State of New York without regard to its conflict of laws provisions. In the event any provision of this Agreement is unenforceable as a matter of law, the remaining provisions will stay in full force and effect.

**9. Publicity.** Neither party shall use the other party's name or logo in any press release or advertising materials without the prior written approval of the other party; provided, however, that Town hereby consents to Milliman using Town's name and logo solely for the purpose of identifying Town as a client of Milliman so long as Town's name is not used in any manner suggesting any special endorsement of Milliman by Town.

**10. Defined Terms.** Capitalized terms used, but not otherwise defined, in this Agreement shall have the same meaning as those terms in the Privacy Rule and the Security Rule set forth in Exhibit A.

**11. Miscellaneous.**

(a) Regulatory References. A reference in this Agreement to a section in the Privacy Rule or the Security Rule means the section as in effect or as amended, and for which compliance is required.

(b) Amendment. The Parties agree to take such action as is necessary to amend this Agreement from time to time in writing subject to resolution of the Town Board of the Town of Riverhead as is necessary for Client to comply with the requirements of the Privacy Rule, the Security Rule and HIPAA.

**MILLIMAN, INC.**

**TOWN**

By: \_\_\_\_\_

By: \_\_\_\_\_

Name: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

## SCHEDULE A

### Description of Services to be provided to the Town of Riverhead Related to Other Post-Employment Benefits

#### 1. GASB 45 Valuation Services

Milliman will provide the Town with the following services with regard to preparation of a GASB 45 Actuarial Valuation:

- a. Request for employee census data;
- b. Request for asset information (if any);
- c. Processing of data collected and preparing the data for valuation, including reconciliation of census data from prior valuation (not applicable for first valuation);
- d. Processing of asset information (if any), including reconciliation of assets from prior year (not applicable for first valuation);
- e. Calculation of the actuarial obligations (liability) under the plan as of the beginning of the valuation fiscal year;
- f. Calculation of Annual Required Contribution for the valuation fiscal year;
- g. Calculation of Net OPEB Liability as of the end of the fiscal year, as well as other information required for disclosure under GASB 45; and
- h. Meeting to present results.

Milliman assumes receipt of all data will occur in a usable form. *Additional fees may be charged if the data is inaccurate or will require extensive editing or manipulation in order to upgrade it to valuation ready.* In addition, any out of pocket expenses incurred in providing these services will be billed directly.

As stated in our proposal, the fee for the valuation as of January 1, 2008, including disclosure information as of December 31, 2008, is \$12,500.

#### 2. Off-Year Results

Milliman will provide information required for the fiscal year ended December 31, 2009, including disclosure as of December 31, 2009 based upon a projection from the January 1, 2008 valuation. As stated in our proposal, the fee for these services is \$3,000.

If an interim valuation is desired, in lieu of the off-year results described above, Milliman can perform the interim valuation for a fee to be determined at that time.

#### 3. Funding Options

At the request of the Town, Milliman will explore various funding options and develop funding requirements based upon scenarios to be determined. The extent of our efforts in this area is less foreseeable since the project may expand or contract as the needs and desires of the Town unfold and various conclusions are reached. Thus, the overall level of charges for this work is less predictable. Based upon our

general experience, fees for this type of analysis will range from \$3,500 to \$7,000.

#### **4. General Consulting and Ad hoc Assignments**

Milliman is prepared to provide additional services upon request including but not limited to:

- a. Drafting plan documents and Summary Plan Descriptions;
- b. Projecting contributions and/or expense for multiple years;
- c. Handling method and/or assumption changes; and
- d. Discussions regarding plan administration.

These services will be provided on a time and expense basis. Fee estimates will be provided upon request.

The 2009 hourly billing rates for each particular staff level is as follows:

Senior Consultant	\$340 - \$565
Consultant / Actuary	\$275 - \$425
Actuarial Associate	\$180 - \$300
Actuarial Assistant	\$130 - \$210
Administrative Assistant / Analyst	\$ 65 - \$140

EXHIBIT A  
BUSINESS ASSOCIATE AGREEMENT

RECITALS

A. The Town is a Covered Entity and is therefore subject to the Health Insurance Portability and Accountability Act of 1996 ("HIPAA") and its implementing regulations, including the Standards for Privacy of Individually Identifiable Health Information (the "Privacy Rule") and the Security Standards for the Protection of Electronic Protected Health Information (the "Security Rule").

B. The Town wishes to engage the services of Milliman, Inc. to assist the Town in complying with the Town's obligations as a municipality as set forth in paragraph A above. Milliman will provide actuary services valuing the Town's post employment benefits to allow the Town to calculate future costs in providing health insurance as is required by GASB 45. Milliman will provide these services to the Town for each year of this agreement.

C. Protected Health Information received from the Town or created or received by Milliman on behalf of Town ("PHI") may be needed for Milliman to perform the services (the "Services") requested by the Town and described in the Professional Services Agreement between the parties (the "Services Agreement").

1. Milliman's Obligations and Permitted Activities.

(a) Milliman agrees to provide the Town of Riverhead with a completed actuary product in compliance with the requirements of GASB 45 such that the Town may submit the information to the required entity pursuant to the GASB 45. Should Milliman fail to provide the Town with the information in a timely manner as set forth above Milliman and the Town agree that such an event will constitute a material breach of this agreement.

(b) Milliman and the Town agree that to the extent Milliman needs to access PHI to perform the Services, it will be acting as a Business Associate of the Town and may use PHI only as described in this Business Associate Agreement.

(c) Milliman agrees to not use or further disclose PHI other than as required to perform the Services, requested by the Town or Required by Law.

(d) Milliman agrees to use appropriate "state of the art" safeguards to prevent use or disclosure of PHI other than as provided for by this Agreement, and shall develop, implement, maintain and use appropriate administrative procedures, and physical and technical safeguards, to reasonably preserve and protect the confidentiality, integrity and availability of electronic PHI.

(e) Milliman agrees to report to the Town any use or disclosure of PHI not provided for by this Agreement to the Town in writing immediately upon determination that disclosure has taken place and the extent to which the Town's private information may have been compromised. In addition, Milliman agrees to report to the Town any Security Incident of which Milliman becomes aware; provided, however, that the parties acknowledge and agree that this section constitutes notice by Milliman to the Town of the existence and occurrence of any and all attempted but unsuccessful Security Incidents arising during the term of this Agreement. Unsuccessful Security Incidents shall include, but not be limited to, pings and other broadcast attacks on Milliman's firewall, port scans, unsuccessful log-on attempts, denials of service and any combination of the above, so long as such incidents do not result in unauthorized access, use or disclosure of the Town's electronic PHI.

(f) Milliman agrees to ensure that any agent or subcontractor to whom it provides PHI agrees to the same restrictions and conditions that apply through this Agreement to Milliman with respect to such PHI.

(g) Within five (5) business days of the Town's written request, if, in order to determine the Town's compliance with the Privacy Rule, the Town Financial Administrator or Town Attorney requires access to Milliman's internal practices, books and records relating to the use and disclosure of PHI, Milliman agrees to make such information reasonably available.

(h) Within five (5) business days of the Town's written request, Milliman agrees to provide access to PHI maintained in a Designated Record Set in order to assist the Town in meeting its requirements under the Privacy Rule.

(i) Within five (5) business days of the Town's written request, Milliman agrees to make any amendment(s) to PHI maintained in a Designated Record Set as the Town so directs or agrees to pursuant to the Privacy Rule.

(j) Within five (5) business days of the Town's written request, Milliman agrees to assist the Town in documenting disclosures of PHI made by Milliman as necessary to permit the Town to respond to a request by an Individual for an accounting of disclosures of PHI in accordance with the Privacy Rule. The Town acknowledges and agrees that neither this Agreement nor the Consulting Agreement requires Milliman to make any disclosure for which an accounting would be required under the Privacy Rule.

(k) Milliman may disclose PHI for Milliman's proper management and administration, provided that: (i) Milliman obtains written assurances containing proper indemnity and hold harmless provisions in favor of the Town of Riverhead identical to that provided from Milliman to the Town pursuant to this agreement from the person to whom PHI is disclosed that it will remain confidential and used or further disclosed only as Required By Law or for the purpose for which it was disclosed to the person; and (ii) the person notifies Milliman of any instances of which it is aware in which the confidentiality of PHI has been breached. Milliman also may make disclosures that are required by law.

(l) Milliman may use PHI to provide Data Aggregation services to Tas permitted by the Privacy Rule.

(m) Milliman may, at its option:

(i) Deidentify PHI in accordance with the requirements of the Privacy Rule and maintain such deidentified health information indefinitely; provided that all identifiers are destroyed or returned in accordance with this Agreement.

(ii) Create a Limited Data Set for the purpose of providing the Services, provided that Milliman:

[a] Does not use or further disclose PHI contained in the Limited Data Set except as necessary to provide the Services or as provided for in this Agreement or otherwise Required By Law;

[b] Uses appropriate "state of the art" safeguards to prevent the use or disclosure of PHI contained in the Limited Data Set other than as provided for by this Agreement;

[c] Immediately reports to the Town any use or disclosure of PHI contained in the Limited Data Set of which Milliman becomes aware that is not provided for by this Agreement;

[d] Ensures that any agents or subcontractors to whom it provides access to the Limited Data Set agree to the same restrictions and conditions that apply to Milliman under this Agreement; and

[e] Does not re-identify PHI or contact the Individuals whose information is contained within the Limited Data Set.

2. The Town's Obligations.

(a) The Town shall not request Milliman to use or disclose PHI in any manner that would not be permissible under the Privacy Rule or the Security Rule if done by the Town. If the Town requests Milliman to make a disclosure for which an accounting must be created under this Agreement, the Town shall provide Milliman prior written notice that such disclosure must be accounted for under the Privacy Rule so that Milliman may ensure its compliance with such requirement.

(b) The Town shall provide Milliman with only that PHI which is minimally necessary for Milliman to provide the Services.

(c) The Town shall clearly and conspicuously designate all PHI as such before providing it to Milliman.

Adopted

43219-2-New

**BOND RESOLUTION**

At a regular meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York, in said Town, on the 31<sup>st</sup> day of March, 2009, at 11:30 o'clock A.M., Prevailing Time.

The meeting was called to order by Supervisor Philip Cardinale, and upon roll being called, the following were

PRESENT:

ABSENT:

**COUNCILMAN WOOTEN**

The following resolution was offered by ~~Trustee~~ \_\_\_\_\_, who moved its adoption, seconded by ~~Trustee~~ **COUNCILWOMAN BLASS**, to-wit:

THE VOTE  
Buckley yes no Wooten  yes no  
Dunleavy  yes no Blass  yes no  
Cardinale  yes no  
THE RESOLUTION  WAS WAS NOT  
THEREFORE DULY ADOPTED

BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE UPGRADE TO THE TELEPHONE SYSTEM IN AND FOR THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, AT A MAXIMUM ESTIMATED COST OF \$60,000, AND AUTHORIZING THE ISSUANCE OF UP TO \$60,000 BONDS OF SAID TOWN TO PAY THE COST THEREOF.

BE IT RESOLVED, by the affirmative vote of **not less than two-thirds of the total voting strength** of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. The upgrade to the telephone system in and for the Town of Riverhead, Suffolk County, New York, including installation of cable and phone lines, original furnishings, equipment, machinery, apparatus, appurtenances, as well as site improvements and incidental improvements and expenses in connection therewith, is hereby authorized at a maximum estimated cost of \$60,000.

Section 2. It is hereby determined that the plan for the financing of the aforesaid maximum estimated cost is by the issuance of up to \$60,000 bonds of said Town hereby authorized to be issued therefor pursuant to the provisions of the Local Finance Law.

Section 3. It is hereby determined that the period of probable usefulness of the aforesaid specific object or purpose is 5 years, pursuant to subdivision 32 of paragraph a of Section 11.00 of the Local Finance Law.

Section 4. Subject to the provisions of the Local Finance Law, the power to authorize the issuance of and to sell bond anticipation notes in anticipation of the issuance and sale of the bonds herein authorized, including renewals of such notes, is hereby delegated to the Supervisor, the chief fiscal officer. Such notes shall be of such terms, form and contents, and shall be sold in such manner, as may be prescribed by said Supervisor, consistent with the provisions of the Local Finance Law.

Section 5. The faith and credit of said Town of Riverhead, Suffolk County New York, are hereby irrevocably pledged to the payment of the principal of and interest on such obligations as the same respectively become due and payable. An annual appropriation shall be made in each year sufficient to pay the principal of and interest on such obligations becoming due and payable in such year. There shall annually be levied on all the taxable real property in said Town a tax sufficient to pay the principal of and interest on such obligations as the same become due and payable.

Section 6. The powers and duties of advertising such bonds for sale, conducting the sale and awarding the bonds, are hereby delegated to the Supervisor, who shall advertise such bonds for sale, conduct the sale, and award the bonds in such manner as the Supervisor shall deem best for the interests of the Town.

Section 7. All other matters except as provided herein relating to the bonds herein authorized including the date, denominations, maturities and interest payment dates, within the limitations prescribed herein and the manner of execution of the same, including the consolidation with other issues, and also the ability to issue bonds with substantially level or declining annual debt service shall be determined by the Supervisor, the chief fiscal officer of such Town. Such bonds shall contain substantially the recital of validity clause provided for in Section 52.00 of the Local Finance Law, and shall otherwise be in such form and contain such recitals, in addition to those required by Section 51.00 of the Local Finance Law, as the Supervisor shall determine consistent with the provisions of the Local Finance Law.

Section 8. This resolution shall constitute a statement of official intent for purposes of Treasury Regulations Section 1.150 - 2. Other than as specified in this resolution, no monies

are, or are reasonably expected to be, reserved, allocated on a long-term basis, or otherwise set aside with respect to the permanent funding of the object or purpose described herein.

Section 9. The validity of such bonds and bond anticipation notes may be contested only if:

- 1) Such obligations are authorized for an object or purpose for which said Town is not authorized to expend money, or
- 2) The provisions of law which should be complied with at the date of publication of this resolution are not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of such publication, or
- 3) Such obligations are authorized in violation of the provisions of the Constitution.

Section 10. This resolution, which takes effect immediately, shall be published in full or summary form in the official newspaper, together with a notice of the Clerk in substantially the form provided in Section 81.00 of the Local Finance Law.

The adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

This resolution was thereupon declared duly adopted.

\* \* \* \* \*

**CERTIFICATION**

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF SUFFOLK    )

I, the undersigned Clerk of the Town of Riverhead, Suffolk County, New York (the "Issuer"), DO HEREBY CERTIFY:

1. That a meeting of the Issuer was duly called, held and conducted on the 31<sup>st</sup> day of March, 2009.
2. That such meeting was a **special regular** (circle one) meeting.
3. That attached hereto is a proceeding of the Issuer which was duly adopted at such meeting by the Board of the Issuer.
4. That such attachment constitutes a true and correct copy of the entirety of such proceeding as so adopted by said Board.
5. That all members of the Board of the Issuer had due notice of said meeting.
6. That said meeting was open to the general public in accordance with Section 103 of the Public Officers Law, commonly referred to as the "Open Meetings Law".
7. That notice of said meeting (*the meeting at which the proceeding was adopted*) was caused to be given **PRIOR THERETO** in the following manner:

**PUBLICATION** (here insert newspaper(s) and date(s) of publication - should be a date or dates falling prior to the date set forth above in item 1)

**POSTING** (here insert place(s) and date(s) of posting- should be a date or dates falling prior to the date set forth above in item 1)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Issuer this \_\_\_\_\_ day of March, 2009.

\_\_\_\_\_  
Town Clerk

(CORPORATE SEAL)

## LEGAL NOTICE OF ESTOPPEL

The bond resolution, a summary of which is published herewith, has been adopted on March 31, 2009, and the validity of the obligations authorized by such resolution may be hereafter contested only if such obligations were authorized for an object or purpose for which the Town of Riverhead, Suffolk County, New York, is not authorized to expend money, or if the provisions of law which should have been complied with as of the date of publication of this notice were not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of publication of this notice, or such obligations were authorized in violation of the provisions of the Constitution.

A complete copy of the resolution summarized herewith is available for public inspection during regular business hours at the Office of the Town Clerk for a period of twenty days from the date of publication of this Notice.

Dated: Riverhead, New York,

March 31, 2009.

Diane M. Wilhelm  
Town Clerk

### BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE UPGRADE TO THE TELEPHONE SYSTEM IN AND FOR THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, AT A MAXIMUM ESTIMATED COST OF \$60,000, AND AUTHORIZING THE ISSUANCE OF UP TO \$60,000 BONDS OF SAID TOWN TO PAY THE COST THEREOF.

<b>Specific object or purpose:</b>	Upgrade to the telephone system.
<b>Maximum estimated cost:</b>	\$60,000
<b>Period of probable usefulness:</b>	5 years
<b>Amount of obligations to be issued:</b>	\$60,000
<b>SEQRA Status:</b>	Type II Action

43219-2-New

RESOLUTION# 280

**Adopted**

**BOND RESOLUTION**

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York, in said Town, on the 31<sup>st</sup> day of March, 2009, at 11:30 o'clock A.M., Prevailing Time.

The meeting was called to order by Supervisor Philip Cardinale, and upon roll being called, the following were

PRESENT:

ABSENT:

The following resolution was offered by ~~Trustee~~ COUNCILWOMAN BLASS, who moved its adoption, seconded by ~~Trustee~~ COUNCILMAN DUNLEAVY, to-wit:

THE VOTE

Buckley	<input type="checkbox"/> yes	<input type="checkbox"/> no	Wooten	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
Dunleavy	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no	Blass	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
			Cardinale	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no

THE RESOLUTION    WAS    WAS NOT THEREFORE DULY ADOPTED

BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE PURCHASE AND INSTALLATION OF A KEYLESS ENTRY SYSTEM IN VARIOUS FACILITIES OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, AT A MAXIMUM ESTIMATED COST OF \$25,000, AND AUTHORIZING THE ISSUANCE OF UP TO \$25,000 BONDS OF SAID TOWN TO PAY THE COST THEREOF.

BE IT RESOLVED, by the affirmative vote of **not less than two-thirds of the total voting strength** of the Town of Riverhead, New York, as follows:

Section 1. The purchase and installation of a keyless entry system in various facilities of the Town of Riverhead, Suffolk County, New York, including, original equipment, machinery, apparatus, appurtenances, as well as incidental improvements and expenses in connection therewith, is hereby authorized at a maximum estimated cost of \$25,000.

Section 2. It is hereby determined that the plan for the financing of the aforesaid maximum estimated cost is by the issuance of up to \$25,000 bonds of said Town hereby authorized to be issued therefor pursuant to the provisions of the Local Finance Law.

Section 3. It is hereby determined that the period of probable usefulness of the aforesaid specific object or purpose is 5 years, pursuant to subdivision 35 of paragraph a of Section 11.00 of the Local Finance Law.

Section 4. Subject to the provisions of the Local Finance Law, the power to authorize the issuance of and to sell bond anticipation notes in anticipation of the issuance and sale of the bonds herein authorized, including renewals of such notes, is hereby delegated to the Supervisor, the chief fiscal officer. Such notes shall be of such terms, form and contents, and shall be sold in such manner, as may be prescribed by said Supervisor, consistent with the provisions of the Local Finance Law.

Section 5. The faith and credit of said Town of Riverhead, Suffolk County, New York, are hereby irrevocably pledged to the payment of the principal of and interest on such obligations as

the same respectively become due and payable. An annual appropriation shall be made in each year sufficient to pay the principal of and interest on such obligations becoming due and payable in such year. There shall annually be levied on all the taxable real property in said Town a tax sufficient to pay the principal of and interest on such obligations as the same become due and payable.

Section 6. The powers and duties of advertising such bonds for sale, conducting the sale and awarding the bonds, are hereby delegated to the Supervisor, who shall advertise such bonds for sale, conduct the sale, and award the bonds in such manner as the Supervisor shall deem best for the interests of the Town.

Section 7. All other matters except as provided herein relating to the bonds herein authorized including the date, denominations, maturities and interest payment dates, within the limitations prescribed herein and the manner of execution of the same, including the consolidation with other issues, and also the ability to issue bonds with substantially level or declining annual debt service shall be determined by the Supervisor, the chief fiscal officer of such Town. Such bonds shall contain substantially the recital of validity clause provided for in Section 52.00 of the Local Finance Law, and shall otherwise be in such form and contain such recitals, in addition to those required by Section 51.00 of the Local Finance Law, as the Supervisor shall determine consistent with the provisions of the Local Finance Law.

Section 8. This resolution shall constitute a statement of official intent for purposes of Treasury Regulations Section 1.150 - 2. Other than as specified in this resolution, no monies are, or are reasonably expected to be, reserved, allocated on a long-term basis, or otherwise set aside with respect to the permanent funding of the object or purpose described herein.

Section 9. The validity of such bonds and bond anticipation notes may be contested only if:

- 1) Such obligations are authorized for an object or purpose for which said Town is not authorized to expend money, or
- 2) The provisions of law which should be complied with at the date of publication of this resolution are not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of such publication, or
- 3) Such obligations are authorized in violation of the provisions of the Constitution.

Section 10. This resolution, which takes effect immediately, shall be published in full or summary form in the official newspaper, together with a notice of the Clerk in substantially the form provided in Section 81.00 of the Local Finance Law.

The adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
 \_\_\_\_\_ VOTING \_\_\_\_\_  
 \_\_\_\_\_ VOTING \_\_\_\_\_  
 \_\_\_\_\_ VOTING \_\_\_\_\_

This resolution was thereupon declared duly adopted.

\* \* \* \* \*

**CERTIFICATION**

STATE OF NEW YORK        )  
  ) ss.:  
COUNTY OF SUFFOLK        )

I, the undersigned Clerk of the Town of Riverhead, Suffolk County, New York (the "Issuer"), DO HEREBY CERTIFY:

1. That a meeting of the Issuer was duly called, held and conducted on the 31st day of March, 2009.
2. That such meeting was a **special regular** (circle one) meeting.
3. That attached hereto is a proceeding of the Issuer which was duly adopted at such meeting by the Board of the Issuer.
4. That such attachment constitutes a true and correct copy of the entirety of such proceeding as so adopted by said Board.
5. That all members of the Board of the Issuer had due notice of said meeting.
6. That said meeting was open to the general public in accordance with Section 103 of the Public Officers Law, commonly referred to as the "Open Meetings Law".
7. That notice of said meeting (*the meeting at which the proceeding was adopted*) was caused to be given **PRIOR THERETO** in the following manner:

**PUBLICATION** (here insert newspaper(s) and date(s) of publication - should be a date or dates falling prior to the date set forth above in item 1)

**POSTING** (here insert place(s) and date(s) of posting- should be a date or dates falling prior to the date set forth above in item 1)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Issuer this \_\_\_\_\_ day of March, 2009.

\_\_\_\_\_  
Town Clerk

(CORPORATE SEAL)

## LEGAL NOTICE OF ESTOPPEL

The bond resolution, a summary of which is published herewith, has been adopted on March 31, 2009, and the validity of the obligations authorized by such resolution may be hereafter contested only if such obligations were authorized for an object or purpose for which the Town of Riverhead, Suffolk County, New York, is not authorized to expend money, or if the provisions of law which should have been complied with as of the date of publication of this notice were not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of publication of this notice, or such obligations were authorized in violation of the provisions of the Constitution.

A complete copy of the resolution summarized herewith is available for public inspection during regular business hours at the Office of the Town Clerk for a period of twenty days from the date of publication of this Notice.

Dated: Riverhead, New York,

March 31, 2009.

Diane M. Wilheom  
Town Clerk

### BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE PURCHASE AND INSTALLATION OF A KEYLESS ENTRY SYSTEM IN VARIOUS FACILITIES OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, AT A MAXIMUM ESTIMATED COST OF \$25,000, AND AUTHORIZING THE ISSUANCE OF UP TO \$25,000 BONDS OF SAID TOWN TO PAY THE COST THEREOF.

<b>Specific object or purpose:</b>	Installation of keyless entry system.
<b>Maximum estimated cost:</b>	\$25,000
<b>Period of probable usefulness:</b>	5 years
<b>Amount of obligations to be issued:</b>	\$25,000
<b>SEQRA Status:</b>	Type II Action

Adopted

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York in said Town, on March 31, 2009, at 11:30 o'clock A.M., Prevailing Time.

**COUNCILMAN DUNLEAVY**

offered the following resolution, which was seconded

by **COUNCILMAN WOOTEN**

PRESENT:

Philip Cardinale

Supervisor

**COUNCILWOMAN BLASS**

Councilman

**COUNCILMAN DUNLEAVY**

Councilman

**COUNCILMAN WOOTEN**

Councilman

Councilman

<p>In the Matter of The Increase and Improvement of Facilities of the Calverton Sewer District in the Town of Riverhead, Suffolk County, New York</p>	<p>PUBLIC INTEREST ORDER</p>
---	------------------------------

WHEREAS, the Town Board of the Town of Riverhead, Suffolk County, New York, has duly caused to be prepared a map, plan and report including an estimate of cost, pursuant to Section 202-b of the Town Law, relating to the proposed increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and conversion of the existing secondary treatment process to tertiary treatment at the Calverton Sewer Treatment Plant, including, but not limited to membrane biological reactor process, tanking, yard piping, generator, blowers, and influent grit screening, force main, leaching beds and site improvements, and including original furnishings,

equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated cost of \$6,500,000, and

WHEREAS, at a meeting of said Town Board duly called and held on March 3, 2009, an Order was duly adopted by it and entered in the minutes specifying the said Town Board would meet to consider the increase and improvement of facilities of the Riverhead Sewer District in said Town at a maximum estimated cost of \$6,500,000, and to hear all persons interested in the subject thereof concerning the same at the Riley Avenue Elementary School, in Riverhead, New York, in said Town, on March 17, 2009 at 7:15 o'clock P.M., Prevailing Time; and

WHEREAS, said Order duly certified by the Town Clerk was duly published and posted as required by law; and

WHEREAS, a public hearing was duly held at the time and place set forth in said notice, at which all persons desiring to be heard were duly heard; NOW, THEREFORE, BE IT

ORDERED, by the Town Board of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. Upon the evidence given at the aforesaid public hearing, it is hereby found and determined that it is in the public interest to make the increase and improvement of the facilities of the Calverton Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and conversion of the existing secondary treatment process to tertiary treatment at the Calverton Sewer Treatment Plant, including, but not limited to membrane biological reactor process, tanking, yard piping, generator, blowers, and influent grit screening, force main, leaching beds and site improvements, and including original furnishings, equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated cost of \$6,500,000.

Section 2. This Order shall take effect immediately.

The question of the adoption of the foregoing order was duly put to a vote on roll, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

The order was thereupon declared duly adopted.

\* \* \* \* \*

THE VOTE  
Buckley  yes  no Wooten  yes  no  
Dunleavy  yes  no Blass  yes  no  
Cardinale  yes  no  
THE RESOLUTION  WAS  WAS NOT  
THEREFORE DULY ADOPTED

43219-2-29

RESOLUTION # 282

Adopted

**BOND RESOLUTION**

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York, in said Town, on the 31<sup>st</sup> day of March, 2009, at 11:30 o'clock A.M., Prevailing Time. The meeting was called to order by Supervisor Philip Cardinale, and upon roll being called, the following were

PRESENT:

ABSENT:

The following resolution was offered by Councilman COUNCILMAN WOOTEN who moved its adoption, seconded by Councilman COUNCILWOMAN BLASS to-wit:

THE VOTE  
Buckley yes no Wooten  yes no  
Dunleavy  yes no Blass  yes no  
Cardinale  yes no  
THE RESOLUTION  WAS WAS NOT  
THEREFORE DULY ADOPTED

BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$6,500,000 BONDS OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, TO PAY THE COST OF THE INCREASE AND IMPROVEMENT OF THE CALVERTON SEWER DISTRICT, IN THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK.

WHEREAS, the capital project hereinafter described has been determined to be an Unlisted Action pursuant to the regulations of the New York State Department of Environmental Conservation promulgated pursuant to the State Environmental Quality Review Act, the implementation of which as proposed, it has been determined will not result in any significant environmental effects; and

WHEREAS, pursuant to the provisions heretofore duly had and taken in accordance with the provisions of Section 202-b of the Town Law, and more particularly an Order dated the date hereof, said Town Board has determined it to be in the public interest to improve the facilities of the Calverton Sewer District, in the Town of Riverhead, Suffolk County, New York, at a maximum estimated cost of \$6,500,000; NOW, THEREFORE, BE IT

RESOLVED, by the Town Board of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. For the specific object or purpose of paying the cost of the increase and improvement of the facilities of the Calverton Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and conversion of the existing secondary treatment process to tertiary treatment at the Calverton Sewer Treatment Plant, including, but not limited to membrane biological reactor process, tanking, yard piping, generator, blowers, and influent grit screening, force main, leaching beds and site improvements, and including original furnishings, equipment, machinery, apparatus, appurtenances, and

incidental improvements and expenses in connection therewith, at a maximum estimated cost of \$6,500,000, there are hereby authorized to be issued \$6,500,000 bonds of said Town pursuant to the provisions of the Local Finance Law.

Section 2. It is hereby determined that the plan for the financing of said object or purpose is by the issuance of the \$6,500,000 serial bonds of said Town authorized to be issued pursuant to this bond resolution.

Section 3. It is hereby determined that the period of probable usefulness of the aforesaid specific object or purpose is forty years pursuant to subdivision 4 of paragraph a of Section 11.00 of the Local Finance Law. It is hereby further determined that the maximum maturity of the serial bonds herein authorized will exceed five years.

Section 4. The faith and credit of said Town of Riverhead, Suffolk County, New York, are hereby irrevocably pledged for the payment of the principal of and interest on such bonds as the same respectively become due and payable. An annual appropriation shall be made in each year sufficient to pay the principal of and interest on such bonds becoming due and payable in such year. To the extent not paid from monies raised from said Calverton Sewer District as applicable in the manner provided by law, there shall annually be levied on all the taxable real property of said Town, a tax sufficient to pay the principal of and interest on such bonds as the same become due and payable.

Section 5. Subject to the provisions of the Local Finance Law, the power to authorize the issuance of and to sell bond anticipation notes in anticipation of the issuance and sale of the serial bonds herein authorized, including renewals of such notes, is hereby delegated to the Supervisor, the chief fiscal officer. Such notes shall be of such terms, form and contents, and

shall be sold in such manner, as may be prescribed by said Supervisor, consistent with the provisions of the Local Finance Law.

Section 6. The powers and duties of advertising such bonds for sale, conducting the sale and awarding the bonds, are hereby delegated to the Supervisor, who shall advertise such bonds for sale, conduct the sale, and award the bonds in such manner as she shall deem best for the interests of said Town, including, but not limited to, the power to sell said bonds to the New York State Environmental Facilities Corporation; provided, however, that in the exercise of these delegated powers, the Supervisor shall comply fully with the provisions of the Local Finance Law and any order or rule of the State Comptroller applicable to the sale of municipal bonds. The receipt of the Supervisor shall be a full acquittance to the purchaser of such bonds, who shall not be obliged to see to the application of the purchase money.

Section 7. All other matters except as provided herein relating to the serial bonds herein authorized including the date, denominations, maturities and interest payment dates, within the limitations prescribed herein and the manner of execution of the same, including the consolidation with other issues, and also the ability to issue serial bonds with substantially level or declining annual debt service, shall be determined by the Supervisor, the chief fiscal officer of such Town. Such bonds shall contain substantially the recital of validity clause provided for in Section 52.00 of the Local Finance Law, and shall otherwise be in such form and contain such recitals, in addition to those required by Section 51.00 of the Local Finance Law, as the Supervisor shall determine consistent with the provisions of the Local Finance Law.

Section 8. The Supervisor is hereby further authorized, at his or her sole discretion, to execute a project finance and/or loan agreement, and any other agreements with the New York State Department of Environmental Conservation and/or the New York State Environmental

Facilities Corporation, including amendments thereto, and including any instruments (or amendments thereto) in the effectuation thereof, in order to effect the financing or refinancing of the specific object or purpose described in Section 1 hereof, or a portion thereof, by a bond, and/or note issue of said Town in the event of the sale of same to the New York State Environmental Facilities Corporation.

Section 9. The power to issue and sell notes to the New York State Environmental Facilities corporation pursuant to Section 169.00 of the Local Finance Law is hereby delegated to the Supervisor. Such notes shall be of such terms, form and contents as may be prescribed by said Supervisor consistent with the provisions of the Local Finance Law.

Section 10. The validity of such bonds and bond anticipation notes may be contested only if:

- 1) Such obligations are authorized for an object or purpose for which said Town is not authorized to expend money, or
- 2) The provisions of law which should be complied with at the date of publication of this resolution are not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of such publication, or
- 3) Such obligations are authorized in violation of the provisions of the Constitution.

Section 11. This resolution shall constitute a statement of official intent for purposes of Treasury Regulations Section 1.150-2. Other than as specified in this resolution, no monies are, or are reasonably expected to be, reserved, allocated on a long-term basis, or otherwise set aside with respect to the permanent funding of the object or purpose described herein.

Section 12. This resolution, which takes effect immediately, shall be published in summary form in the official newspaper, together with a notice of the Town Clerk in substantially the form provided in Section 81.00 of the Local Finance Law.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

The resolution was thereupon declared duly adopted.

\* \* \* \* \*

**CERTIFICATION**

STATE OF NEW YORK                    )  
  ) ss.:  
COUNTY OF SUFFOLK                )

I, the undersigned Clerk of the Town of Riverhead, Suffolk County, New York (the "Issuer"), DO HEREBY CERTIFY:

1. That a meeting of the Issuer was duly called, held and conducted on the 31<sup>st</sup> day of March, 2009.
2. That such meeting was a **special regular** (circle one) meeting.
3. That attached hereto is a proceeding of the Issuer which was duly adopted at such meeting by the Board of the Issuer.
4. That such attachment constitutes a true and correct copy of the entirety of such proceeding as so adopted by said Board.
5. That all members of the Board of the Issuer had due notice of said meeting.
6. That said meeting was open to the general public in accordance with Section 103 of the Public Officers Law, commonly referred to as the "Open Meetings Law".
7. That notice of said meeting (the meeting at which the proceeding was adopted) was given PRIOR THERETO in the following manner:

**PUBLICATION** (here insert newspaper(s) and date(s) of publication)

**POSTING** (here insert place(s) and date(s) of posting)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Issuer this \_\_\_\_\_ day of March, 2009.

\_\_\_\_\_  
Town Clerk

(CORPORATE SEAL)

## LEGAL NOTICE OF ESTOPPEL

The bond resolution, a summary of which is published herewith, has been adopted on March 31, 2009, and the validity of the obligations authorized by such resolution may be hereafter contested only if such obligations were authorized for an object or purpose for which the Town of Riverhead, Suffolk County, New York, is not authorized to expend money, or if the provisions of law which should have been complied with as of the date of publication of this notice were not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of publication of this notice, or such obligations were authorized in violation of the provisions of the Constitution.

A complete copy of the resolution summarized herewith is available for public inspection during regular business hours at the Office of the Town Clerk for a period of twenty days from the date of publication of this Notice.

Dated: Riverhead, New York,  
March \_\_\_\_\_, 2009.

Diane M. Wilhelm  
Town Clerk

### BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$6,500,000 BONDS OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, TO PAY THE COST OF THE INCREASE AND IMPROVEMENT OF CALVERTON SEWER DISTRICT , IN THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK.

<b>Specific object or purpose:</b>	Improvement of Calverton Sewer Treatment Plant
<b>Period of probable usefulness:</b>	Forty years
<b>Maximum estimated cost:</b>	\$6,500,000
<b>Amount of obligations to be issued:</b>	\$6,500,000 bonds
<b>SEQRA Status:</b>	Unlisted Action – SEQRA materials available in office of the Town Clerk for inspection during regular office hours.

Adopted

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York in said Town, on March 31, 2009, at 11:30 o'clock A.M.,  
Prevailing Time.

COUNCILWOMAN BLASS

offered the following resolution, which was seconded by

COUNCILMAN DUNLEAVY

PRESENT:

Philip Cardinale

Supervisor

COUNCILWOMAN BLASS

Councilman

COUNCILMAN DUNLEAVY

Councilman

COUNCILMAN WOOTEN

Councilman

Councilman

<p>In the Matter of The Increase and Improvement of Facilities of the Riverhead Sewer District in the Town of Riverhead, Suffolk County, New York</p>	<p>PUBLIC INTEREST ORDER</p>
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WHEREAS, the Town Board of the Town of Riverhead, Suffolk County, New York, has duly caused to be prepared a map, plan and report including an estimate of cost, pursuant to Section 202-b of the Town Law, relating to the proposed increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and construction of improvements to the Wastewater Treatment Plant, including but not limited to the addition of membrane biological reactor process, tanking, yard piping, generator, blowers, and influent grit screening, and including original furnishings, equipment, machinery, apparatus, appurtenances, and incidental

improvements and expenses in connection therewith, at a maximum estimated cost of \$17,800,000, and

WHEREAS, at a meeting of said Town Board duly called and held on March 3, 2009, an Order was duly adopted by it and entered in the minutes specifying the said Town Board would meet to consider the increase and improvement of facilities of the Riverhead Sewer District in said Town at a maximum estimated cost of \$17,800,000, and to hear all persons interested in the subject thereof concerning the same at the Riley Avenue Elementary School, in Calverton, New York, in said Town, on March 17, 2009 at 7:05 o'clock P.M., Prevailing Time; and

WHEREAS, said Order duly certified by the Town Clerk was duly published and posted as required by law; and

WHEREAS, a public hearing was duly held at the time and place set forth in said notice, at which all persons desiring to be heard were duly heard; NOW, THEREFORE, BE IT

ORDERED, by the Town Board of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. Upon the evidence given at the aforesaid public hearing, it is hereby found and determined that it is in the public interest to make the increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and construction of improvements to the Wastewater Treatment Plant, including but not limited to the addition of membrane biological reactor process, tanking, yard piping, generator, blowers, and influent grit screening, and including original furnishings, equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated cost of \$17,800,000.

Section 2. This Order shall take effect immediately.

The question of the adoption of the foregoing order was duly put to a vote on roll, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

The order was thereupon declared duly adopted.

\* \* \* \* \*

THE VOTE  
Buckley  yes  no Wooten  yes  no  
Dunleavy  yes  no Blass  yes  no  
Cardinale  yes  no  
THE RESOLUTION  WAS  WAS NOT  
THEREFORE DULY ADOPTED

43219-2-29

RESOLUTION # 284

Adopted

**BOND RESOLUTION**

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York, in said Town, on the 31<sup>st</sup> day of March, 2009, at 11:30 o'clock A.M., Prevailing Time. The meeting was called to order by Supervisor Philip Cardinale, and upon roll being called, the following were

PRESENT:

ABSENT:

The following resolution was offered by Councilman COUNCILMAN DUNLEAVY who moved its adoption, seconded by Councilman COUNCILMAN WOOTEN to-wit:

THE VOTE  
Buckley yes no Wooten yes no  
Dunleavy yes no Blass yes no  
Cardinale yes no  
THE RESOLUTION WAS WAS NOT  
THEREFORE DULY ADOPTED

BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$17,800,000 BONDS OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, TO PAY THE COST OF THE INCREASE AND IMPROVEMENT OF THE RIVERHEAD SEWER DISTRICT, IN THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK.

WHEREAS, the capital project hereinafter described has been determined to be an Unlisted Action pursuant to the regulations of the New York State Department of Environmental Conservation promulgated pursuant to the State Environmental Quality Review Act, the implementation of which as proposed, it has been determined will not result in any significant environmental effects; and

WHEREAS, pursuant to the provisions heretofore duly had and taken in accordance with the provisions of Section 202-b of the Town Law, and more particularly an Order dated the date hereof, said Town Board has determined it to be in the public interest to improve the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, at a maximum estimated cost of \$17,800,000; NOW, THEREFORE, BE IT

RESOLVED, by the Town Board of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. For the specific object or purpose of paying the cost of the increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and construction of improvements to the Wastewater Treatment Plant, including but not limited to the addition of membrane biological reactor process, tanking, yard piping, generator, blowers, and influent grit screening, and including original furnishings, equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated

cost of \$17,800,000 there are hereby authorized to be issued \$17,800,000 bonds of said Town pursuant to the provisions of the Local Finance Law.

Section 2. It is hereby determined that the plan for the financing of said specific object or purpose is by the issuance of the \$17,800,000 serial bonds of said Town authorized to be issued pursuant to this bond resolution.

Section 3. It is hereby determined that the period of probable usefulness of the aforesaid specific object or purpose is forty years pursuant to subdivision 4 of paragraph a of Section 11.00 of the Local Finance Law. It is hereby further determined that the maximum maturity of the serial bonds herein authorized will exceed five years.

Section 4. The faith and credit of said Town of Riverhead, Suffolk County, New York, are hereby irrevocably pledged for the payment of the principal of and interest on such bonds as the same respectively become due and payable. An annual appropriation shall be made in each year sufficient to pay the principal of and interest on such bonds becoming due and payable in such year. To the extent not paid from monies raised from said Riverhead Sewer District as applicable in the manner provided by law, there shall annually be levied on all the taxable real property of said Town, a tax sufficient to pay the principal of and interest on such bonds as the same become due and payable.

Section 5. Subject to the provisions of the Local Finance Law, the power to authorize the issuance of and to sell bond anticipation notes in anticipation of the issuance and sale of the serial bonds herein authorized, including renewals of such notes, is hereby delegated to the Supervisor, the chief fiscal officer. Such notes shall be of such terms, form and contents, and shall be sold in such manner, as may be prescribed by said Supervisor, consistent with the provisions of the Local Finance Law.

Section 6. The powers and duties of advertising such bonds for sale, conducting the sale and awarding the bonds, are hereby delegated to the Supervisor, who shall advertise such bonds for sale, conduct the sale, and award the bonds in such manner as she shall deem best for the interests of said Town, including, but not limited to, the power to sell said bonds to the New York State Environmental Facilities Corporation; provided, however, that in the exercise of these delegated powers, the Supervisor shall comply fully with the provisions of the Local Finance Law and any order or rule of the State Comptroller applicable to the sale of municipal bonds. The receipt of the Supervisor shall be a full acquittance to the purchaser of such bonds, who shall not be obliged to see to the application of the purchase money.

Section 7. All other matters except as provided herein relating to the serial bonds herein authorized including the date, denominations, maturities and interest payment dates, within the limitations prescribed herein and the manner of execution of the same, including the consolidation with other issues, and also the ability to issue serial bonds with substantially level or declining annual debt service, shall be determined by the Supervisor, the chief fiscal officer of such Town. Such bonds shall contain substantially the recital of validity clause provided for in Section 52.00 of the Local Finance Law, and shall otherwise be in such form and contain such recitals, in addition to those required by Section 51.00 of the Local Finance Law, as the Supervisor shall determine consistent with the provisions of the Local Finance Law.

Section 8. The Supervisor is hereby further authorized, at his or her sole discretion, to execute a project finance and/or loan agreement, and any other agreements with the New York State Department of Environmental Conservation and/or the New York State Environmental Facilities Corporation, including amendments thereto, and including any instruments (or amendments thereto) in the effectuation thereof, in order to effect the financing or refinancing of

the specific object or purpose described in Section 1 hereof, or a portion thereof, by a bond, and/or note issue of said Town in the event of the sale of same to the New York State Environmental Facilities Corporation.

Section 9. The power to issue and sell notes to the New York State Environmental Facilities corporation pursuant to Section 169.00 of the Local Finance Law is hereby delegated to the Supervisor. Such notes shall be of such terms, form and contents as may be prescribed by said Supervisor consistent with the provisions of the Local Finance Law.

Section 10. The validity of such bonds and bond anticipation notes may be contested only if:

- 1) Such obligations are authorized for an object or purpose for which said Town is not authorized to expend money, or
- 2) The provisions of law which should be complied with at the date of publication of this resolution are not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of such publication, or
- 3) Such obligations are authorized in violation of the provisions of the Constitution.

Section 11. This resolution shall constitute a statement of official intent for purposes of Treasury Regulations Section 1.150-2. Other than as specified in this resolution, no monies are, or are reasonably expected to be, reserved, allocated on a long-term basis, or otherwise set aside with respect to the permanent funding of the object or purpose described herein.

Section 12. This resolution, which takes effect immediately, shall be published in summary form in the official newspaper, together with a notice of the Town Clerk in substantially the form provided in Section 81.00 of the Local Finance Law.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

The resolution was thereupon declared duly adopted.

\* \* \* \* \*

THE VOTE  
Buckley \_\_\_ yes \_\_\_ no Wooten \_\_\_ yes \_\_\_ no  
Dunleavy \_\_\_ yes \_\_\_ no Blass \_\_\_ yes \_\_\_ no  
Cardinale \_\_\_ yes \_\_\_ no  
THE RESOLUTION \_\_\_ WAS \_\_\_ WAS NOT  
THEREFORE DULY ADOPTED

**CERTIFICATION**

STATE OF NEW YORK            )  
  ) ss.:  
COUNTY OF SUFFOLK         )

I, the undersigned Clerk of the Town of Riverhead, Suffolk County, New York (the "Issuer"), DO HEREBY CERTIFY:

1. That a meeting of the Issuer was duly called, held and conducted on the 31<sup>st</sup> day of March, 2009.
2. That such meeting was a **special regular** (circle one) meeting.
3. That attached hereto is a proceeding of the Issuer which was duly adopted at such meeting by the Board of the Issuer.
4. That such attachment constitutes a true and correct copy of the entirety of such proceeding as so adopted by said Board.
5. That all members of the Board of the Issuer had due notice of said meeting.
6. That said meeting was open to the general public in accordance with Section 103 of the Public Officers Law, commonly referred to as the "Open Meetings Law".
7. That notice of said meeting (the meeting at which the proceeding was adopted) was given PRIOR THERETO in the following manner:

**PUBLICATION** (here insert newspaper(s) and date(s) of publication)

**POSTING** (here insert place(s) and date(s) of posting)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Issuer this \_\_\_\_\_ day of March, 2009.

\_\_\_\_\_  
Town Clerk

(CORPORATE SEAL)

## LEGAL NOTICE OF ESTOPPEL

The bond resolution, a summary of which is published herewith, has been adopted on March 31, 2009, and the validity of the obligations authorized by such resolution may be hereafter contested only if such obligations were authorized for an object or purpose for which the Town of Riverhead, Suffolk County, New York, is not authorized to expend money, or if the provisions of law which should have been complied with as of the date of publication of this notice were not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of publication of this notice, or such obligations were authorized in violation of the provisions of the Constitution.

A complete copy of the resolution summarized herewith is available for public inspection during regular business hours at the Office of the Town Clerk for a period of twenty days from the date of publication of this Notice.

Dated: Riverhead, New York,  
March \_\_\_\_\_, 2009.

\_\_\_\_\_  
Diane M. Wilhelm  
Town Clerk

### BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$17,800,000 BONDS OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, TO PAY THE COST OF THE INCREASE AND IMPROVEMENT OF THE RIVERHEAD SEWER DISTRICT , IN THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK.

<b>Specific object or purpose:</b>	Wastewater Treatment Plant improvements.
<b>Period of probable usefulness:</b>	Forty years
<b>Maximum estimated cost:</b>	\$17,800,000
<b>Amount of obligations to be issued:</b>	\$17,800,000 bonds
<b>SEQRA Status:</b>	Unlisted Action – SEQRA materials available in office of the Town Clerk for inspection during regular office hours.

Adopted

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York in said Town, on March 31, 2009, at 11:30 o'clock A.M.,  
Prevailing Time.

COUNCILMAN WOOTEN

offered the following resolution, which was seconded

by COUNCILWOMAN BLASS

PRESENT:

Philip Cardinale

Supervisor

COUNCILWOMAN BLASS

Councilman

COUNCILMAN DUNLEAVY

Councilman

COUNCILMAN WOOTEN

Councilman

Councilman

<p>In the Matter of The Increase and Improvement of Facilities of the Riverhead Sewer District in the Town of Riverhead, Suffolk County, New York</p>	<p>PUBLIC INTEREST ORDER</p>
---	------------------------------

WHEREAS, the Town Board of the Town of Riverhead, Suffolk County, New York, has duly caused to be prepared a map, plan and report including an estimate of cost, pursuant to Section 202-b of the Town Law, relating to the proposed increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and reconstruction of the Defriest Pump Station, including, but not limited to wet wells, variable speed drive motors, pumps, generator, yard piping, building reconstruction, land acquisition and site improvement and, including original

furnishings, equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated cost of \$6,500,000, and

WHEREAS, at a meeting of said Town Board duly called and held on March 3, 2009, an Order was duly adopted by it and entered in the minutes specifying the said Town Board would meet to consider the increase and improvement of facilities of the Riverhead Sewer District in said Town at a maximum estimated cost of \$6,500,000, and to hear all persons interested in the subject thereof concerning the same at the Riley Avenue Elementary School, in Calverton, New York, in said Town, on March 17, 2009 at 7:10 o'clock P.M., Prevailing Time; and

WHEREAS, said Order duly certified by the Town Clerk was duly published and posted as required by law; and

WHEREAS, a public hearing was duly held at the time and place set forth in said notice, at which all persons desiring to be heard were duly heard; NOW, THEREFORE, BE IT

ORDERED, by the Town Board of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. Upon the evidence given at the aforesaid public hearing, it is hereby found and determined that it is in the public interest to make the increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and reconstruction of the Defriest Pump Station, including, but not limited to wet wells, variable speed drive motors, pumps, generator, yard piping, building reconstruction, land acquisition and site improvement and, including original furnishings, equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated cost of \$6,500,000.

Section 2. This Order shall take effect immediately.

The question of the adoption of the foregoing order was duly put to a vote on roll, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

The order was thereupon declared duly adopted.

\* \* \* \* \*

THE VOTE  
Buckley \_\_\_ yes \_\_\_ no Wooten  yes \_\_\_ no  
Dunleavy  yes \_\_\_ no Blass  yes \_\_\_ no  
Cardinale  yes \_\_\_ no  
THE RESOLUTION  WAS \_\_\_ WAS NOT  
THEREFORE DULY ADOPTED

Adopted

43219-2-29

RESOLUTION # 286

**BOND RESOLUTION**

At a special meeting of the Town Board of the Town of Riverhead, Suffolk County, New York, held at the Town Hall, in Riverhead, New York, in said Town, on the 31<sup>st</sup> day of March, 2009, at 11:30 o'clock A.M., Prevailing Time. The meeting was called to order by Supervisor Philip Cardinale, and upon roll being called, the following were

PRESENT:

ABSENT:

The following resolution was offered by Councilman COUNCILWOMAN BLASS who moved its adoption, seconded by Councilman COUNCILMAN DUNLEAVY to-wit:

THE VOTE

Buckley	<input type="checkbox"/> yes	<input type="checkbox"/> no	Wooten	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
Dunleavy	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no	Blass	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no
Cardinale	<input checked="" type="checkbox"/> yes	<input type="checkbox"/> no			

THE RESOLUTION  WAS  WAS NOT THEREFORE DULY ADOPTED

BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$6,500,000 BONDS OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, TO PAY THE COST OF THE INCREASE AND IMPROVEMENT OF THE RIVERHEAD SEWER DISTRICT, IN THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK.

WHEREAS, the capital project hereinafter described has been determined to be an Unlisted Action pursuant to the regulations of the New York State Department of Environmental Conservation promulgated pursuant to the State Environmental Quality Review Act, the implementation of which as proposed, it has been determined will not result in any significant environmental effects; and

WHEREAS, pursuant to the provisions heretofore duly had and taken in accordance with the provisions of Section 202-b of the Town Law, and more particularly an Order dated the date hereof, said Town Board has determined it to be in the public interest to improve the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, at a maximum estimated cost of \$6,500,000; NOW, THEREFORE, BE IT

RESOLVED, by the Town Board of the Town of Riverhead, Suffolk County, New York, as follows:

Section 1. For the specific object or purpose of paying the cost of the increase and improvement of the facilities of the Riverhead Sewer District, in the Town of Riverhead, Suffolk County, New York, consisting of, design planning, engineering and reconstruction of the Defriest Pump Station, including, but not limited to wet wells, variable speed drive motors, pumps, generator, yard piping, building reconstruction, land acquisition and site improvement and, including original furnishings, equipment, machinery, apparatus, appurtenances, and incidental improvements and expenses in connection therewith, at a maximum estimated cost of

\$6,500,000, there are hereby authorized to be issued \$6,500,000 bonds of said Town pursuant to the provisions of the Local Finance Law.

Section 2. It is hereby determined that the plan for the financing of said specific object or purpose is by the issuance of the \$6,500,000 serial bonds of said Town authorized to be issued pursuant to this bond resolution.

Section 3. It is hereby determined that the period of probable usefulness of the aforesaid specific object or purpose is forty years pursuant to subdivision 4 of paragraph a of Section 11.00 of the Local Finance Law. It is hereby further determined that the maximum maturity of the serial bonds herein authorized will exceed five years.

Section 4. The faith and credit of said Town of Riverhead, Suffolk County, New York, are hereby irrevocably pledged for the payment of the principal of and interest on such bonds as the same respectively become due and payable. An annual appropriation shall be made in each year sufficient to pay the principal of and interest on such bonds becoming due and payable in such year. To the extent not paid from monies raised from said Riverhead Sewer District as applicable in the manner provided by law, there shall annually be levied on all the taxable real property of said Town, a tax sufficient to pay the principal of and interest on such bonds as the same become due and payable.

Section 5. Subject to the provisions of the Local Finance Law, the power to authorize the issuance of and to sell bond anticipation notes in anticipation of the issuance and sale of the serial bonds herein authorized, including renewals of such notes, is hereby delegated to the Supervisor, the chief fiscal officer. Such notes shall be of such terms, form and contents, and shall be sold in such manner, as may be prescribed by said Supervisor, consistent with the provisions of the Local Finance Law.

Section 6. The powers and duties of advertising such bonds for sale, conducting the sale and awarding the bonds, are hereby delegated to the Supervisor, who shall advertise such bonds for sale, conduct the sale, and award the bonds in such manner as she shall deem best for the interests of said Town, including, but not limited to, the power to sell said bonds to the New York State Environmental Facilities Corporation; provided, however, that in the exercise of these delegated powers, the Supervisor shall comply fully with the provisions of the Local Finance Law and any order or rule of the State Comptroller applicable to the sale of municipal bonds. The receipt of the Supervisor shall be a full acquittance to the purchaser of such bonds, who shall not be obliged to see to the application of the purchase money.

Section 7. All other matters except as provided herein relating to the serial bonds herein authorized including the date, denominations, maturities and interest payment dates, within the limitations prescribed herein and the manner of execution of the same, including the consolidation with other issues, and also the ability to issue serial bonds with substantially level or declining annual debt service, shall be determined by the Supervisor, the chief fiscal officer of such Town. Such bonds shall contain substantially the recital of validity clause provided for in Section 52.00 of the Local Finance Law, and shall otherwise be in such form and contain such recitals, in addition to those required by Section 51.00 of the Local Finance Law, as the Supervisor shall determine consistent with the provisions of the Local Finance Law.

Section 8. The Supervisor is hereby further authorized, at his or her sole discretion, to execute a project finance and/or loan agreement, and any other agreements with the New York State Department of Environmental Conservation and/or the New York State Environmental Facilities Corporation, including amendments thereto, and including any instruments (or amendments thereto) in the effectuation thereof, in order to effect the financing or refinancing of

the specific object or purpose described in Section 1 hereof, or a portion thereof, by a bond, and/or note issue of said Town in the event of the sale of same to the New York State Environmental Facilities Corporation.

Section 9. The power to issue and sell notes to the New York State Environmental Facilities corporation pursuant to Section 169.00 of the Local Finance Law is hereby delegated to the Supervisor. Such notes shall be of such terms, form and contents as may be prescribed by said Supervisor consistent with the provisions of the Local Finance Law.

Section 10. The validity of such bonds and bond anticipation notes may be contested only if:

- 1) Such obligations are authorized for an object or purpose for which said Town is not authorized to expend money, or
- 2) The provisions of law which should be complied with at the date of publication of this resolution are not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of such publication, or
- 3) Such obligations are authorized in violation of the provisions of the Constitution.

Section 11. This resolution shall constitute a statement of official intent for purposes of Treasury Regulations Section 1.150-2. Other than as specified in this resolution, no monies are, or are reasonably expected to be, reserved, allocated on a long-term basis, or otherwise set aside with respect to the permanent funding of the object or purpose described herein.

Section 12. This resolution, which takes effect immediately, shall be published in summary form in the official newspaper, together with a notice of the Town Clerk in substantially the form provided in Section 81.00 of the Local Finance Law.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

\_\_\_\_\_ VOTING \_\_\_\_\_  
\_\_\_\_\_ VOTING \_\_\_\_\_

The resolution was thereupon declared duly adopted.

\* \* \* \* \*

**CERTIFICATION**

STATE OF NEW YORK                    )  
  ) ss.:  
COUNTY OF SUFFOLK                 )

I, the undersigned Clerk of the Town of Riverhead, Suffolk County, New York (the "Issuer"), DO HEREBY CERTIFY:

1. That a meeting of the Issuer was duly called, held and conducted on the 31<sup>st</sup> day of March, 2009.
2. That such meeting was a **special regular** (circle one) meeting.
3. That attached hereto is a proceeding of the Issuer which was duly adopted at such meeting by the Board of the Issuer.
4. That such attachment constitutes a true and correct copy of the entirety of such proceeding as so adopted by said Board.
5. That all members of the Board of the Issuer had due notice of said meeting.
6. That said meeting was open to the general public in accordance with Section 103 of the Public Officers Law, commonly referred to as the "Open Meetings Law".
7. That notice of said meeting (the meeting at which the proceeding was adopted) was given PRIOR THERETO in the following manner:

**PUBLICATION** (here insert newspaper(s) and date(s) of publication)

**POSTING** (here insert place(s) and date(s) of posting)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Issuer this \_\_\_\_\_ day of March, 2009.

\_\_\_\_\_  
Town Clerk

(CORPORATE SEAL)

## LEGAL NOTICE OF ESTOPPEL

The bond resolution, a summary of which is published herewith, has been adopted on March 31, 2009, and the validity of the obligations authorized by such resolution may be hereafter contested only if such obligations were authorized for an object or purpose for which the Town of Riverhead, Suffolk County, New York, is not authorized to expend money, or if the provisions of law which should have been complied with as of the date of publication of this notice were not substantially complied with, and an action, suit or proceeding contesting such validity is commenced within twenty days after the date of publication of this notice, or such obligations were authorized in violation of the provisions of the Constitution.

A complete copy of the resolution summarized herewith is available for public inspection during regular business hours at the Office of the Town Clerk for a period of twenty days from the date of publication of this Notice.

Dated: Riverhead, New York,  
March \_\_\_\_\_, 2009.

Diane M. Wilhelm  
Town Clerk

### BOND RESOLUTION DATED MARCH 31, 2009.

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$6,500,000 BONDS OF THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK, TO PAY THE COST OF THE INCREASE AND IMPROVEMENT OF THE RIVERHEAD SEWER DISTRICT , IN THE TOWN OF RIVERHEAD, SUFFOLK COUNTY, NEW YORK.

<b>Specific object or purpose:</b>	Reconstruction of DeFriest Pump Station.
<b>Period of probable usefulness:</b>	Forty years
<b>Maximum estimated cost:</b>	\$6,500,000
<b>Amount of obligations to be issued:</b>	\$6,500,000 bonds
<b>SEQRA Status:</b>	Unlisted Action - SEQRA materials available in office of the Town Clerk for inspection during regular office hours.

March 31, 2009

Adopted

TOWN OF RIVERHEAD

RESOLUTION # 287

AUTHORIZES TOWN CLERK TO POST AND PUBLISH  
A NOTICE TO BIDDERS FOR THE  
TOWN OF RIVERHEAD TENNIS COURT RENOVATIONS CONTRACT

~~COUNCILMAN DUNLEAVY~~ offered the following resolution which was  
seconded by COUNCILMAN WOOTEN

RESOLVED, that the Town Board of the Town of Riverhead be and does hereby  
authorize the Town Clerk to post and publish the attached Notice to Bidders in the April  
9, 2009 issue of the official Town newspaper for the Town of Riverhead Tennis Court  
Renovations Contract, Riverhead, New York; and

BE IT FURTHER RESOLVED, that the Town Clerk be and is hereby authorized to  
forward a copy of this resolution to Christine Fetten, P.E., Assistant Town Engineer,  
Purchasing Department, Recreation Department, IT Department and the Office of  
Accounting.

THE VOTE  
Buckley yes no Wooten  yes no  
Dunleavy  yes no Blass  yes no  
Cardinale  yes no  
THE RESOLUTION  WAS WAS NOT  
THEREFORE DULY ADOPTED

TOWN OF RIVERHEAD  
NOTICE TO BIDDERS

Sealed proposals for the Town of Riverhead Tennis Court Renovations Contract will be received by the Town of Riverhead in the Office of the Town Clerk, Riverhead Town Hall, 200 Howell Avenue, Riverhead, New York until 11:05 April 30, 2009 at which time they will be publicly opened and read aloud.

Plans and specifications may be examined and/or obtained on or about April 9, 2009 at the Office of the Town Clerk between the hours of 8:30 am and 4:30 pm weekdays, except holidays or by visiting the Town of Riverhead website: [www.riverheadli.com](http://www.riverheadli.com) and click on Bid Requests.

A non-refundable fee of \$50.00 will be required for each hard copy of the contract documents obtained from the Office of the Town Clerk.

Each proposal must be submitted on the form provided and must be in a sealed envelope clearly marked "Town of Riverhead Tennis Court Renovations Contract".

PLEASE TAKE FURTHER NOTICE, that the Town Board reserves the right to reject in whole or in part any or all bids, waive any informality in the bids and accept the bid which is deemed most favorable in the interest of the Town of Riverhead. The Town Board will use its discretion to make judgmental determination as to its best estimate of the lowest bidder.

BY ORDER OF THE RIVERHEAD TOWN BOARD  
DIANE M. WILHELM, Town Clerk  
Riverhead, New York 11901

Dated: March 31, 2009

THE VOTE

Dunleavy  Yes  No

Buckley  Yes  No

Blass  Yes  No

Wooten  Yes  No

Cardinale  Yes  No

THE RESOLUTION \_\_\_ WAS \_\_\_ WAS NOT  
THEREFORE DULY ADOPTED.

March 31, 2009

Adopted

TOWN OF RIVERHEAD

RESOLUTION # 288

AUTHORIZES TOWN CLERK TO POST AND PUBLISH  
A NOTICE TO BIDDERS FOR THE  
ANNUAL CONSTRUCTION CONTRACT

COUNCILMAN WOOTEN offered the following resolution which was

seconded by COUNCILWOMAN BLASS

RESOLVED, that the Town Board of the Town of Riverhead be and does hereby authorize the Town Clerk to post and publish the attached Notice to Bidders in the April 9, 2009 issue of the official Town newspaper for the Annual Construction Contract, Riverhead, New York; and

BE IT FURTHER RESOLVED, that the Town Clerk be and is hereby authorized to forward a copy of this resolution to Christine Fetten, P.E., Assistant Town Engineer, Purchasing Department, Highway Department, IT Department and the Office of Accounting.

THE VOTE

Buckley  yes  no Wooten  yes  no  
Dunleavy  yes  no Bläss  yes  no  
Cardinale  yes  no

THE RESOLUTION  WAS  WAS NOT  
THEREFORE DULY ADOPTED

TOWN OF RIVERHEAD  
NOTICE TO BIDDERS

Sealed proposals for the Annual Construction Contract will be received by the Town of Riverhead in the Office of the Town Clerk, Riverhead Town Hall, 200 Howell Avenue, Riverhead, New York until 11:10 April 30, 2009 at which time they will be publicly opened and read aloud.

Plans and specifications may be examined and/or obtained on or about April 9, 2009 at the Office of the Town Clerk between the hours of 8:30 am and 4:30 pm weekdays, except holidays or by visiting the Town of Riverhead website: [www.riverheadli.com](http://www.riverheadli.com) and click on Bid Requests.

A non-refundable fee of \$50.00 will be required for each hard copy of the contract documents obtained from the Office of the Town Clerk.

Each proposal must be submitted on the form provided and must be in a sealed envelope clearly marked "Annual Construction Contract".

PLEASE TAKE FURTHER NOTICE, that the Town Board reserves the right to reject in whole or in part any or all bids, waive any informality in the bids and accept the bid which is deemed most favorable in the interest of the Town of Riverhead. The Town Board will use its discretion to make judgmental determination as to its best estimate of the lowest bidder.

BY ORDER OF THE RIVERHEAD TOWN BOARD  
DIANE M. WILHELM, Town Clerk  
Riverhead, New York 11901

Dated: March 31, 2009

THE VOTE

Dunleavy  Yes  No

Buckley  Yes  No

Blass  Yes  No

Wooten  Yes  No

Cardinale  Yes  No

THE RESOLUTION \_\_\_ WAS \_\_\_ WAS NOT  
THEREFORE DULY ADOPTED.

Adopted

March 31, 2009

RESOLUTION # 289  
TOWN OF RIVERHEAD

ACCEPTING REQUEST TO EXTEND THE DUE DILIGENCE PERIOD  
PURSUANT TO THE AGREEMENT OF SALE DATED OCTOBER 2, 2007 WITH  
REPCAL LLC

COUNCILMAN WOOTEN

offered the following

resolution, which was seconded by COUNCILWOMAN BLASS

WHEREAS, the Town of Riverhead and the Town of Riverhead  
Community Development Agency have entered into an Agreement of Sale to sell  
some 300 acres of property located in the Light Industrial Zone at the  
Enterprise Park at Calverton, south of Route 25, Calverton, New York; to  
Repcal LLC; and

WHEREAS, the parties had previously agreed to extend the Due Diligence  
Period as defined in the October 2, 2007 Agreement to March 31, 2009; and

WHEREAS, Repcal LLC has requested an additional extension of the Due  
Diligence; and

NOW, THEREFORE BE IT RESOLVED,

RESOLVED, that REPCAL LLC'S request to extend the due diligence is  
hereby granted; and it is further

RESOLVED, that the Due Diligence Period as defined in the October 2,  
2007 Agreement is hereby extended to May 8, 2009;

RESOLVED, that the Town Clerk is hereby directed to forward a copy of  
this resolution and attached notice to Smith, Finkelstein, Lundberg, Isler &  
Yakaboski, LLP., 456 Griffing Avenue, Riverhead, New York 11901, Guy  
Germano, Esq., Germano & Cahill, PC., 4250 Veterans Memorial Highway,  
Suite 275, Holbrook, New York 11741; Chris Kempner, Director of the  
Community Development Agency, and Dawn C. Thomas, Esq., Town Attorney.

THIS RESOLUTION HAS BEEN PREPARED BY FRANK A. ISLER, SPECIAL  
COUNSEL.

THE VOTE

Buckley yes no Wooten  yes no  
Dunleavy  yes no Blass  yes no  
Cardinale  yes no

THE RESOLUTION  WAS   WAS NOT  
THEREFORE DULY ADOPTED