

TOWN OF STRATFORD
STRATFORD, CONNECTICUT

ANY INDIVIDUAL WITH A DISABILITY WHO NEEDS SPECIAL ASSISTANCE TO PARTICIPATE IN THE MEETING SHOULD CONTACT THE ADA COORDINATOR AT 203 385-4020 OR 203 385-4022 (TDD) 5 DAYS BEFORE THE MEETING, IF POSSIBLE.

NOTICE OF SPECIAL MEETING

WATER POLLUTION CONTROL AUTHORITY

APRIL 9, 2015

PURSUANT TO THE DIRECTION OF HON. JOSEPH KUBIC, CHAIRMAN, THE STRATFORD WATER POLLUTION CONTROL AUTHORITY (“SWPCA”) WILL CONDUCT A SPECIAL MEETING ON THURSDAY, APRIL 9, 2015 IN COUNCIL CHAMBERS OF STRATFORD TOWN HALL, 2725 MAIN STREET, STRATFORD, CT IMMEDIATELY FOLLOWING SPECIAL TOWN COUNCIL MEETING WHICH IS SCHEDULED TO BEGIN AT 7:30 P.M.

TO DISCUSS THE FOLLOWING

I. CALL TO ORDER

- A. The proposed sale of the assets of the SWPCA to the Greater New Haven Water Pollution Control Authority (“GNHWPCA”).
- B. The Asset Purchase Agreement related to the sale of SWPCA assets to GNHWPCA by and among GNHWPCA, as Buyer, and each of the Town of Stratford and SWPCA, as Sellers (the “Asset Purchase Agreement”).

(For II.A-B Please See Attached **RESOLUTION AUTHORIZING THE SALE OF ASSETS OF THE STRATFORD WATER POLLUTION CONTROL AUTHORITY TO THE GREATER NEW HAVEN WATER POLLUTION CONTROL AUTHORITY**)

II. ADJOURNMENT

A RESOLUTION AUTHORIZING THE SALE OF ASSETS OF THE STRATFORD WATER POLLUTION CONTROL AUTHORITY TO THE GREATER NEW HAVEN WATER POLLUTION CONTROL AUTHORITY

sponsored by: Hon. Joseph Kubic – Ninth district Council Member

WHEREAS, the Stratford Water Pollution Control Authority (the “SWPCA”) owns certain assets (the “Assets”) used in connection with operating the SWPCA wastewater systems and wastewater treatment activities (collectively, the “Wastewater Activities”); and

WHEREAS, the Greater New Haven Water Pollution Control Authority (the “GNHWPCA”) is a regional water pollution control authority created pursuant to Connecticut General Statutes (“C.G.S.”) §§ 22a-500-519 by the municipalities of New Haven, East Haven, Hamden and Woodbridge, which adopted concurrent ordinances to create GNHWPCA, and such municipalities are currently all of the municipalities comprising GNHWPCA; and

WHEREAS, the Town of Stratford, Connecticut (the “Town”) desires to become a constituent municipality of GNHWPCA by adopting a Concurrent Ordinance along with the municipalities of New Haven, East Haven, Hamden and Woodbridge; and

WHEREAS, GNHWPCA desires to purchase from SWPCA, and SWPCA desires to sell to GNHWPCA (the “Transaction”), the Assets; and

WHEREAS, the Town owns certain real property and assets (collectively, the “Town Assets”) used in connection with running the Wastewater Activities, and GNHWPCA desires to purchase from the Town, and the Town desires to sell to GNHWPCA the Town Assets; and

WHEREAS, SWPCA and the Town desire to enter into that certain Asset Purchase Agreement (the “Purchase Agreement”) by and among SWPCA, the Town and GNHWPCA, in substantially the form presented to the SWPCA, effectuating the Transaction and the sale of the Town Assets and the Assets to GNHWPCA; and

WHEREAS, for reasons more fully set forth herein, the SWPCA finds and determines it to be in the best interest of SWPCA to authorize the sale of the Assets and consummate the Transaction;

NOW, THEREFORE, BE IT DULY RESOLVED BY THE SWPCA:

Section 1. SWPCA is hereby authorized to enter into and carryout the Transaction, and take all action in furtherance thereof as the Mayor of the Town of Stratford (the “Mayor”) deems necessary or desirable to effectuate the purposes thereof.

Section 2. The SWPCA has reviewed the terms and conditions of the Purchase Agreement and each of the documents contemplated thereby (collectively, the “Transaction Documents”) and finds it advisable and in the best interest of SWPCA to enter into and consummate the Transaction and enter into the Purchase Agreement and each of the Transaction Documents to which it is a party, substantially in the form presented to the SWPCA. Accordingly, the terms

and provisions of the Purchase Agreement and each of the Transaction Documents, and the transactions contemplated therein (including the Transaction), be, and such terms, provisions and transactions hereby are, in all respects approved and adopted substantially in the form presented to the SWPCA.

Section 3. The Mayor, or his designee, on behalf of SWPCA, is authorized to execute and deliver the Purchase Agreement and each Transaction Document to which SWPCA is a party, with such additions to, deletions of, and other non-substantive changes in the terms and provisions thereof as may be approved by the Mayor or such designee, acting in conjunction with counsel to the Town, such approval to be conclusively evidenced by the Mayor's or his designee's execution and delivery of the Purchase Agreement and each of the Transaction Documents in definitive form, and any other commercially necessary or appropriate agreements which are necessary, appropriate or desirable in connection with or incidental to the Transaction.

Section 4. The Mayor, or his designee, on behalf of SWPCA, is authorized to take or cause to be taken all such further action, and to execute and deliver or cause to be executed and delivered, and, if appropriate, file or record, or cause to be filed and recorded, any and all documents, as the Mayor or such designee deems necessary, desirable or appropriate to carry out and consummate the Transaction, the Purchase Agreement, the Transaction Documents, and any and all agreements and the transactions contemplated by the Purchase Agreement and each of the Transaction Documents, and otherwise to carry out and consummate the intent and purposes of the foregoing Sections and each of them.

Section 5. This Resolution shall become effective immediately upon passage.