

REGULAR TOWN BOARD MEETING

NOVEMBER 10, 2016

7PM

Present: Sup Granger  
Coun Barber  
Coun Hurst  
Coun Vitagliano  
Coun Klein

Also present: J. Koch, R. Eliaz, L. Holz, E. Parker, A. Gregg, M. Hotchkiss

Sup Granger called the meeting to order at 7PM

The following vouchers were audited:

GENERAL FUND – TOWNWIDE	\$30,066.74
GENERAL FUND – OUTSIDE VILLAGE	3,197.56
HIGHWAY FUND – TOWNWIDE	40,851.31
HIGHWAY FUND – OUTSIDE VILLAGE	59,145.20
SILVER LAKE SEWER DISTRICT	5,852.21
GARDEAU WATER DISTRICT	144.62
SILVER LAKE INSTITUTE WATER DISTRICT	3,311.31
SILVER LAKE LIGHTING DISTRICT	599.80
TOTAL	\$143,168.75

A motion was made by Coun Barber, seconded by Coun Hurst to approve the vouchers totaling \$143,168.75.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

At 7:01PM Sup Granger opened the Public Hearing for the adoption of the 2017 Budget.

Public Comments

R. Eliaz questioned what PILOTS the Town currently has.

Clerk Draper stated that there are 3, Alpine Acres, CFI and Maple Pro.

A motion was made by Coun Klein, seconded by Coun Vitagliano to approve the minutes from the 10/11/16 meeting.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

A motion was made by Coun Vitagliano, seconded by Coun Barber to approve the Supervisors Report.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
 Noes: None Carried

J. Koch presented his Water/Sewer Report. He stated that he coordinated with Clark Patterson Lee and that they did 7 test holes in areas that the new water lines will be installed. This will help to determine the cost of the quote as it lets them know what type of soil they are dealing with and how hard it will be to install the lines. He stated that it is mostly shale. He also stated that he has been pulling meters for the seasonal residents and that Pumps Station 4 and Lift Station 7 are totally up and running with the Multi Smarts and that there are now 5 that have been outfitted with the Multi Smarts.

Sup Granger stated that he has been in contact with the Village of Perry and that they will be meeting on Thursday regarding our concerns with being overbilled.

D. Nourse presented his Highway Report. Road work has been done in preparation for Nova chips on Club Road and Shearman Road, along with chipping done on Chicago Ave and the upper section of Shearman Road. 900 tons of crushed gravel was purchased, they also helped the Town of Perry with roadwork.

The Zoning Report was reviewed.

The Assessors Report was reviewed.

At 7:08PM Sup Granger closed the Public Hearing.

A motion was made by Coun Vitagliano, seconded by Coun Barber to adopt the 2017 budget as presented.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
 Noes: None Carried

A motion was made by Coun Hurst, seconded by Coun Klein to adopt the following wage schedule.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
 Noes: None Carried

**2017 WAGE SCHEDULE:**

<u>Office</u>	<u>Name</u>	<u>Pay Period</u>	<u>Annual Salary or Hourly Wage</u>
Supervisor	Keith Granger	Bi-weekly	\$ 5,500
Dep.Hwy. Sup.	Darryl Nourse	Bi-weekly	\$ per Union Contract (\$22.40)
MEO Part-Time	Edward James	Bi-Weekly	\$ 11.00
MEO Part-Time	Gerald Fuller	Bi-weekly	\$ 11.00
MEO Part-Time	Gary Loomis	Bi-Weekly	\$ 11.00
Town Clerk	Vickie Draper	Bi-weekly	\$30,900
Deputy Town Clerk	Marie-Elena Deeney	4 weeks (hourly)	\$ 10.44

Deputy Town Clerk	Christa Gardner	Bi-Weekly	\$ 9.65
Vital Statistics Registrar	Vickie Draper	Annually (May)	\$ 445
Tax Collector	Vickie Draper	Bi-Weekly	\$ 3,679
Zoning Secretary	Vickie Draper	Bi-Weekly	\$ 5,850
Town Justice	Alphonse Milillo	Bi-weekly	\$ 6120
Town Justice	Judy McClurg	Bi-weekly	\$ 6120
Justices' Clerk	Valerie Miller	Bi-weekly	\$ 4,400
Councilman	John Hurst	Quarterly	\$ 2,750
Councilman	Stanley Klein	Quarterly	\$ 2,750
Councilman	Frank Vitagliano	Quarterly	\$ 2,750
Councilman	Mark Barber	Quarterly	\$ 2,750
Assessor	Tina McQuillen	Bi-weekly	\$22,580
Attorney for Town	Michael Kelly	Bi-weekly	\$ 5,000
Historian	Linda Little	Quarterly	\$ 950
Zoning Enforcement Officer	David Swede	Bi-weekly (hourly)	\$ 15.93
Board of Assessment Review		10.00 hr	min. \$ 100
Planning and Zoning Board - Per Regularly Scheduled Monthly Meeting \$40.00 for Chairman, \$30.00 for members			
Mileage rate: 50 cents			
Highway Department-	As per Union Contract		\$ 20.40
Sewer Department	Jason Koch	Bi-weekly (hourly)	\$ 20.90
Sewer Department	Dylan Draper	Bi-Weekly (hourly)	\$ 11.22

**PROCEDURES FOR PUBLIC PARTICIPATION AT TOWN BOARD MEETINGS**

Any person wishing to address the Town Board must request from the Town Clerk at least 48 hours in advance to be placed on the agenda for the regular town meeting, and must advise the Town Clerk of the subject of their presentation. Each presentation and/or presenter will be limited to five (5) minutes unless extended by questioning by the board. If two or more individuals wish to present on the same subject, the time limit is reduced to three (3) minutes each. The Board may, at its discretion, reply to the presentation, table the matter, or take it under consideration for determination at a future meeting. Any person at the meeting, but not on the evening agenda may, at the discretion of the presiding official, be allowed to present after the conclusion of all items on the evening's agenda. Board members will be allowed to broach subjects not on the agenda, but non-board members will not be allowed to present on these subjects, except under the above rules.

A motion was made by Coun Hurst, seconded by Coun Klein to appoint Louis Cichelli to the Zoning Board of Appeals as an alternate member for the term of 1/1/17-12/31/21.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

A motion was made by Coun Vitagliano, seconded by Coun Klein to re-appoint R. Elias and B. Bliss (alternate) to the Planning Board for the term of 1/1/17-12/31/21.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

A motion was made by Sup Granger, seconded by Coun Hurst to approve the following Appointment Schedule.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

Town of Castile - appointments, designations  
and wage schedules for 1/1/16 - 12/31/17

Appointments: (1/1/16 - 12/31/17, unless specified otherwise)

Deputy Supervisor	Stanley Klein
Dep. Highway Superintendent	Darryl Nourse
Electrical/Pipe Maintenance Worker	Jason Koch
Town Clerk	Vickie Draper
Tax Collector	Vickie Draper
Zoning Secretary	Vickie Draper
Vital Registrar	Vickie Draper
Deputy Registrar	Johanna Gozelski
Town Attorney	Michael Kelly, Devon Kelly
Historian	Linda Little
Zoning Officer	David Swede
Town Justice Clerk	Valerie Miller
Board of Appeals - term expires 12/31/18	Ronald Klein
Board of Appeals - term expires 12/31/19	Richard Bausch (Chairperson)
Board of Appeals - term expires 12/31/21	Louis Cichelli (alternate)
Board of Appeals - term expires 12/31/17	Gary Baxter
Board of Appeals - term expires 12/31/20	William Barton
Board of Appeals - term expires 12/31/18	Ann Heizmann
Board of Appeals – term expires 12/31/20	Kevin Bohn (alternate)
Director of Youth Recreation	Kristi Weaver
Castile Planning Board - term expires 12/31/21	William Bliss (alternate)
Castile Planning Board - term expires 12/31/21	Richard M Eliasz
Castile Planning Board – term expires 12/31/19	Joseph Backer
Castile Planning Board - term expires 12/31/18	Linda Holz
Castile Planning Board - term expires 12/31/17	Alan Gregg
Castile Planning Board – term expires 12/31/20	Timothy McMullen
Castile Planning Board – term expires 12/31/19	Eric Parker (alternate)

Committees: (First named Board member is designated chairperson  
and/or voting member)

Highway and Cemetery: Coun. Klein, Hurst, Supv. Granger  
Planning and Zoning: Coun. Barber, Vitagliano, Supv. Granger  
Insurance: Coun. Vitagliano, Hurst, Supv. Granger  
Silver Lake Watershed Commission: Coun. Klein, Barber, Supv. Granger  
Water and Sewer: Sup. Granger, Coun. Hurst, Klein  
Library: Coun. Barber, Hurst, Supv. Granger  
Youth Recreation: Coun. Hurst, Barber, Supv. Granger  
Cablevision: Coun. Vitagliano, Supv. Granger

Labor Management: Coun. Klein, Supv. Granger  
Solid Waste: Coun. Klein, Vitagliano, Supv. Granger  
Auditing: All Councilman  
Building Committee: Sup. Granger, Coun. Vitagliano, alt. Coun. Barber  
Sexual Harrassment Committee: Coun. Vitagliano, Coun. Klein  
Silver Lake Trail: Supv. Granger

Designations:

Town Depository: Bank of Castile (Castile)  
Official Newspapers: Perry Herald  
Official Regular Meeting Night for Town Board: Second Thursday of each month at 7:00 PM. See procedures for public participation  
Town Justice Court: Mondays 7:30 PM at Town Hall Court Room.

REGULAR TOWN BOARD MEETING                      NOVEMBER 10, 2016                      7PM

A motion was made by Coun Vitagliano, seconded by Coun Barber to re-appoint Rachel Siewert to the Board of Assessment Review for the term of 1/1/17-12/31/21.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
          Noes: None    Carried

A motion was made by Coun Barber, seconded by Coun Klein allowing Sup Granger to sign the permanent easement as prepared by Atty Kelly in conjunction with the Silver Lake Water Expansion project and the placement of the pump station in the Village of Perry.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
          Noes: None    Carried

To: John A. Alessi, Esq.  
      Partner  
      Hodgson Russ LLP  
      The Guaranty Building  
      140 Pearl Street, Suite 100  
      Buffalo, New York 14202

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Re: Town of Castile, Wyoming County, New York;

Increase and Improvement of Facilities of the  
Town of Castile Silver Lake Institute – Castile Water District No. 1 (2016)

Date: November 10, 2016

I hereby enclose the following legal documents:

\_\_\_\_\_ two original copies of the Order;

\_\_\_\_\_ two executed Affidavits of Posting; and

\_\_\_\_\_ two original Affidavits of Publication (with original newspaper clipping attached).

Forwarded by: \_\_\_\_\_ phone: \_\_\_\_\_

Questions:

	Phone	Fax	E-mail
John A. Alessi, Esq.	716.848.1567	716.819.4660	jalessi@hodgsonruss.com
Catherine Schindler	716.848.1696	716.819.4660	cschindl@hodgsonruss.com

EXTRACT OF MINUTES  
Meeting of the Town Board of the  
Town of Castile, in the  
County of Wyoming, New York  
November 10, 2016

\* \* \*

A meeting of the Town Board of the Town of Castile, in the County of Wyoming, New York, was held at the Town Hall, in said Town, on November 10, 2016.

There were present: J. Koch, D. Nourse, R. Eliaz, L. Holz, E. Parker, A. Gregg, M. Hotchkiss

Town Supervisor: Keith Granger

Councilpersons: Councilman Klein, Councilman Vitagliano, Councilman Barber, Councilman Hurst

There were absent: none

Also present: Vickie Draper, Town Clerk

\* \* \*

The following resolution was offered by Supervisor Granger and seconded by Councilman Hurst, to wit;

A meeting of the Town Board of the  
Town of Castile, in the County of  
Wyoming, New York, was held at the  
Town Hall, in said Town, on November  
10, 2016.

PRESENT:

Hon. Keith Granger, Supervisor  
Stanley Klein , Councilperson  
Frank Vitagliano , Councilperson  
John Hurst , Councilperson  
Mark Barber , Councilperson

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In the Matter

of the

Increase and Improvement of Facilities of the  
Town of Castile Silver Lake Institute – Castile Water  
District No. 1, in the Town of Castile, County of Wyoming,  
New York, pursuant to Section 202-b of the Town Law.

**ORDER CALLING  
PUBLIC HEARING TO BE HELD ON  
DECEMBER 29, 2016**

WHEREAS, the Town Board of the Town of Castile (herein called “Town Board” and “Town”, respectively), in the County of Wyoming, New York, has, pursuant to Town Law, created the Town of Castile Water District No. 1 (commonly known as the Town of Castile Silver Lake Institute – Castile Water District No. 1) (the “District”); and

WHEREAS, the Town Board has directed Clark Patterson Lee, competent engineers licensed in New York, to prepare a preliminary map, plan and report for a water system capital improvements project within the District; and

WHEREAS, such water system capital improvements project will generally consist of the installation of approximately 6,300 linear feet of 8-inch water main along various roads in the Town including, but not limited to, Standpipe Road, South Main Street, NYS Route 39, Camp Road, Chapman Avenue and Locust Lane, along with the installation of a new booster pump station, and the installation of hydrants, pressure reducing valves and meter vaults, as well as other such improvements as more fully identified in (or contemplated by) such map, plan and report referred to above, all of the forgoing to include all necessary site work, equipment, apparatus and other improvements and costs incidental thereto and in connection with the financing thereof (collectively, the “District Improvement”); and

WHEREAS, pursuant to the direction of the Town, the Engineer has completed and filed with the Town Board such preliminary map, plan and report for such increase and improvement of facilities of the District and has estimated the total cost thereof to be an estimated maximum amount of \$985,000; said cost to be financed by the issuance of serial bonds of the Town in an aggregate principal amount not to exceed \$985,000, offset by any federal, state, county and/or local funds received;

**NOW, THEREFORE, BE IT**

**ORDERED** that a meeting of the Town Board of the Town of Castile will be held at the Town Hall, 53 North Main Street, Castile, New York, on December 29, 2016 at 7PM o'clock or shortly thereafter (prevailing Time) to consider said increase and improvement of facilities of the District and to hear all persons interested in the subject thereof concerning the same and for such other action on the part of the Town Board with relation thereto as may be required by law; and be it

**FURTHER ORDERED**, that the expense of said increase and improvement of the facilities shall be financed by the issuance of serial bonds of the Town in an aggregate amount not to exceed \$985,000, said amount to be offset by any federal, state, county and/or local funds received, and unless paid from other sources, charges or fees, the costs of said increase and improvement of facilities shall be paid by the assessment, levy and collection of special assessments from the several lots and parcels of land within the District, which the Town Board shall determine and specify to



be especially benefited thereby, so much upon and from each as shall be in just proportion to the amount of benefit conferred upon the same, to pay the principal of and interest on said bonds as the same shall become due and payable, except as provided by law; and be it

FURTHER ORDERED, that the Town Clerk publish at least once in each newspaper designated as the official newspaper of the Town for such publication, and post on the sign board of the Town maintained pursuant to subdivision 6 of Section 30 of the Town Law, a copy of this Order, certified by said Town Clerk, the first publication thereof and said posting to be not less than ten nor more than 20 days before the date of such public hearing

TOWN BOARD OF THE  
TOWN OF CASTILE

The adoption of the foregoing Order Calling for Public Hearing was duly put to a vote on roll call, which resulted as follows:

AYES: Granger, Klein, Vitagliano, Barber, Hurst

NOES: None

ABSENT: None

The Order Calling for Public Hearing was declared adopted.

**CLERK'S CERTIFICATE**

(Town of Castile Silver Lake Institute – Castile Water District No. 1)

STATE OF NEW YORK    )  
                                  :SS:  
COUNTY OF WYOMING    )

I, the undersigned Town Clerk of the Town of Castile, in the County of Wyoming, New York, DO HEREBY CERTIFY that I have compared the preceding Order Calling public Hearing with the original thereof filed in my office on November 10, 2016, and that the same is a true and correct copy of said original and of the whole thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said Town on this 10th day of November, 2016.

(SEAL)

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Town Clerk



our extensive public finance and municipal law experience, our local presence, and our commitment to serving Western New York clients and investing in the Western New York community make Hodgson Russ uniquely qualified to serve the Town as bond counsel. We are right here in Western New York, and our bond counsel practice exists within a larger firm that understands and values municipal clients and has organized itself to serve municipalities in many diverse areas. We will be available to you and responsive to you, no matter what questions you may ask us. We appreciate your confidence and trust, and we will strive to exceed your expectations. The attorneys in our Public Finance Practice Group have acted as bond counsel for a great many bond and note issuers in Western New York and throughout New York State, including the majority of the school districts, cities, villages and towns in this part of the State. We have rendered our approving opinions on billions of dollars of New York public financings, and our bond counsel practice continues to grow State-wide. The addition of Richard Alessi as Special Counsel in our Public Finance Practice Group further enhanced our public finance capabilities. The response to Richard's affiliation with us was overwhelmingly favorable. Nearly all of the many school district, town, village, city and fire district clients who worked with Richard over the years followed him to Hodgson Russ. Although my father has formally retired from our firm, he has worked very closely with our Public Finance Practice Group. I am proud to carry on the tradition of client service for which my father was so well known and respected. In my work with you and the Town, I will always strive to live up to the standards of excellent client service and responsiveness that my father demonstrated. This is the letter that we send at the outset of an engagement, and from time to time thereafter, to outline and confirm the services which we would provide as bond counsel, the general nature of the transaction, fees, and other similar matters. The information in the paragraphs which follow is provided to that end. Additionally, we understand that this letter will be supplemented with a "not to exceed" cost figure for any project identified as a Rural Development Agency or Environmental Facilities Corporation matter once a tentative multi-year borrowing schedule has been established for any such project. Keith Granger, Town Supervisor November 10, 2016 Page 2 Responsibilities of Bond Counsel As a matter of custom and prudence, both issuers and the purchasers of tax-exempt bonds and notes have come to require an opinion of recognized bond counsel in connection with the issuance of such obligations. Bond counsel is retained as a professional whose primary responsibility is to render an objective legal opinion with respect to such obligations. The opinion of bond counsel ordinarily provides, among other things, that (1) the obligations have been properly authorized and issued and are valid, and (2) the interest on the obligations is excludable from the gross income of the owners of such obligations for federal income tax purposes and is exempt from personal income taxes imposed by the State of New York (and by the City of New York). It is the certainty and confidence provided by an opinion of recognized bond counsel that allows towns and other municipal issuers to receive the most favorable possible interest rate bids when they issue bonds or notes. In order to establish the factual basis for the important legal conclusions expressed in our opinion, we prepare a detailed record of proceedings (or transcript) which contains all documents and other materials necessary in our view to ensure that the form and substance of the transaction conform with the requirements of the Internal Revenue Code of 1986, the Securities Act of 1933, the Securities Exchange

Act of 1934, the Local Finance Law, the General Municipal Law, the Town Law and other applicable statutes (and related regulations). Included in the record of proceedings are various resolutions adopted by the governing board of the Town (the "Town Board") authorizing the issuance of the obligations. Also included are certificates as to various factual matters which serve to establish the tax-exempt status of the obligations and any applicable arbitrage-related exemptions. We are responsible for drafting these resolutions and certificates, as well as other documents which are customary and appropriate in these transactions. In performing our work, we coordinate our efforts with those of Town officials, the Town's financial advisor (if one is retained), the Town's regular attorney or law firm, and any involved state or federal agencies or officials. In addition, we typically prepare the notice of sale and summary notice of sale in bond transactions, as well as detailed continuing disclosure undertakings (if applicable). We also review and comment on the official statement and other sale documents prepared by the Town's financial advisor in publicly-offered bond or note sales. Our review is for the limited purpose of ensuring conformity with the described record of proceedings. Except for such limited review of the official statement, we typically assume no responsibility for any disclosure which may be required under state or federal securities laws in connection with the issuance and sale of the obligations (excepting only the description of the obligations and the record of proceedings appearing in the offering documents) or for the accuracy, completeness or fairness of statements, representations, information or financial data supplied by the Town, by its financial advisor, or by any financial institution providing credit enhancement for the obligations.

Fees In the absence of any current (i.e., within the last two years) written arrangements governing particular New York State Environmental Facilities Corporation (EFC) or United States Department of Agriculture - Rural Development Agency (Rural Development) projects (we will provide supplemental engagement letter for the aforementioned matters), our fees for our professional services as bond counsel to the Town will be computed for each set of underlying Town proceedings, and for each subsequent issue of obligations, as follows (these arrangements are in effect for all future bills to be rendered, until such time as we modify them with you in writing). Keith Granger, Town Supervisor November 10, 2016 Page 3 Our fees are as set forth in the following schedule:

Proceedings: Fees: Establishment of single district (water, sewer or lighting) (Article 12) \$3,000 Establishment of single district (water, sewer or lighting) (Article 12-A) \$2,250 Establishment of improvement area (Article 12-C) \$3,250 OSC approval for a particular proceeding (if required) \$8,000 Town Law 202-b proceeding (special single district) \$1,800 Town Law 202-b proceeding (multiple districts) \$2,500 Consolidation proceedings To be determined on a case by case basis Bond resolution, effective immediately (single purpose) \$850 Bond resolution, effective immediately (multiple purposes) \$900 plus \$300 for each additional purpose Single-purpose bond resolution, subject to permissive referendum (without subsequent vote) \$1,100 Single-purpose bond resolution, subject to referendum or special election (on Town Board motion) \$1,800 Bond resolution, subject to referendum or special election as a result of voter petition \$2,500 Refunding bond resolution \$2,500 (plus \$750 for each underlying series of bonds to be refunded) Reserve fund - establishment - immediately \$1,250 Reserve fund - expenditure – immediately \$1,250 Reserve fund - establishment or expenditure - permissive referendum \$2,500 Borrowings: Notes Issue Size Fees Base

Fees: \$1,500 (new) or \$1,250 (renewal) (local closing/no official statement) \$1,750 (new) or \$1,500 (renewal) (DTC closing/no official statement) \$3,500 (new) or \$2,750 (renewal) (local closing/official statement) \$3,750 (new or EFC Note) or \$3,250 (renewal) (DTC closing/official statement) plus: First \$2,500,000 \$1.00 per thousand Amount from \$2,500,000 to \$5,000,000 \$.60 per thousand Amount from \$5,000,000 to \$15,000,000 \$.40 per thousand Amount over \$15,000,000 \$.25 per thousand Keith Granger, Town Supervisor November 10, 2016 Page 4 In the case of a note issue involving both new money and renewal money components for the same project, we would charge separate base fees for each new money component and for each renewal money component. The first of these base fees would be based on the nature of the transaction (for example, whether there was an official statement, and whether the closing was conducted through DTC). Any additional base fees would be at the lowest level under our fee schedule that reflects the nature of the closing, without reference to the sale documentation. Additionally, to the extent that a different project is added to a financing (or in the case of multi-note/multi-purchaser issues), we would follow the same methodology, using our lowest level base fees that reflect the nature of the closing, without reference to the sale documentation. Under any scenario, the total of our additional base fees (beyond the first) will never exceed \$3,500 regardless of the number of projects being collectively financed. For purposes of this item, "notes" includes bond anticipation notes, bond anticipation renewal notes, revenue anticipation notes, tax anticipation notes, capital notes and budget notes. Bonds Fees Base fee: \$4,750 (\$4,250 for a privately-sold bond issue that is solely for the redemption of bond anticipation notes), excluding Rural Development and EFC financings, for a single project financing. For each additional project being financed in a combined issue, there would be an additional base fee of \$1,000 (\$750 for a privately-sold bond issue that is solely for the redemption of bond anticipation notes). Under any scenario, the total of our additional base fees (beyond the first) will never exceed \$4,500 regardless of the number of projects being collectively financed. Rural Development and EFC matters will have a base fee of \$5,000. plus: First \$5,000,000 \$1.00 per thousand Amount from \$5,000,000 to \$10,000,000 \$.75 per thousand Amount over \$10,000,000 \$.50 per thousand We have sought to create a simple and predictable fee schedule for bond issues that is fair and understandable to all parties and that covers all the normal bond counsel services we anticipate performing. Unlike some other bond counsel firms, we have deliberately avoided setting artificially low "base" fees and then charging extra for a host of specific services that we consider to be part of the job (such as reviewing and commenting on the official statement as described above, drafting continuing disclosure documents, setting up and printing the bonds and preparing and filing required IRS documents) We will submit bills to you on these occasions: (1) upon the Town's adoption of a bond resolution and (2) upon the later closing of each subsequent issue of obligations. We understand that the Town may be considering financing various projects through participation in financing programs offered by EFC or Rural Development. If the Town were to finance a project with EFC or Rural Development, our fees would be increased to reflect the additional work related to EFC and Rural Development financing programs. Our additional fees would be determined based on our normal hourly rates as set forth below. Absent extenuating circumstances and discussions with the Town, we would agree to cap our additional legal fees for services as bond counsel at \$5,000

when such programs are utilized. Keith Granger, Town Supervisor November 10, 2016  
Page 5 For advance refunding transactions, which involve more participants and are more complex in nature, our fee for issues under \$10,000,000 will be calculated off of a flat fee of \$17,500, plus an additional \$2,500 for each underlying series of bonds or notes being refunded. For transactions in excess of \$10,000,000, our fee will be subject to negotiation and agreement in light of the total size of the transaction and the savings involved. Current refundings will be evaluated on a case-by-case basis, but our fees for those refundings will not exceed our stated fees for advance refundings. Note that these refunding transaction fees include within them all of our out-of-pocket disbursements (in order to provide for the absolute fee certainty that is necessary in these complicated transactions). Our fees are payable on closing and will be factored into the underwriter's cost of issuance calculations for payment out of the transaction proceeds--the Town would not typically pay them separately. These refunding transaction quotes assume the absence of any unusual complicating factors. For typical lease/purchase transactions (including any related energy performance contract or other document review and negotiation) and absent any special fee arrangements, we will charge for all the work involved on an hourly basis, using our rates as set forth below (with a minimum fee equal to the fee that we would have charged had the transaction been conducted as a "new money" private bond sale). Our fee would cover all of our work on the lease/purchase financing, including the negotiation and delivery of the package of lease documents and the delivery of our final approving opinion in form satisfactory to the lessor. The legal fees set forth above cover all services outlined above. If we are asked to research extraordinary questions of tax law, securities law or state law, or are called upon to perform extraordinary services with regard to financial analysis or marketing of the obligations, or with regard to real estate matters, environmental compliance matters (such as contract and bid reviews or SEQRA analysis and compliance), unusually complicated reserve fund or equipment financing analysis, extensive lease-related negotiations, unusual or complex debt limit analysis or compliance work, structuring of taxable issues, or other aspects of the financing falling outside the routine responsibilities of bond counsel on a typical taxexempt financing, we will charge for these extraordinary or related services (or for our basic preliminary bond counsel services if a bond proposition is defeated) on an hourly basis in accordance with our normal hourly rates as determined each January. The following hourly rates would be applicable for such extraordinary questions and special work as identified. My current hourly rate is \$300. The current hourly rates of other attorneys that are likely to be primarily involved in this transaction range from \$210 to \$420. Paralegal rates average approximately \$145 per hour. You will be charged at the current hourly rate (for such work referenced above) for any attorney or paralegal working on this matter, which will be disclosed to you at your request. We will utilize paralegals and associate attorneys where appropriate. We understand that the term of our engagement will be for the period required to complete the authorization, structuring and financing for a particular project. In the event that the Town determines to terminate our engagement prior to the completion of a project, we will bill the Town for our legal services based on the aforementioned hourly rates. In addition to listing our fee, will also request reimbursement of our direct, out-of-pocket disbursements that we incur on your behalf. These are usually quite modest. They would typically include charges for photocopies of

various documents, mileage reimbursement, extraordinary required travel costs (quite rare), overnight courier charges, and long distance telephone calls. To the extent such charges are continuing to be incurred as a final statement is rendered, we will make a good faith estimate of such charges and will make note of that on the final bill, rather than sending subsequent small "cleanup" statements. Keith Granger, Town Supervisor November 10, 2016 Page 6 Disbursements: Hodgson Russ disbursements (postage, etc.) are generally nominal and are billed at cost. Client Information In performing our services as bond counsel to the Town, our client is the Town, and we represent its interests in connection with the issuance of the obligations. While the Town Board is the finance board of the Town under the New York Local Finance Law, the Town Board will usually delegate to the Town Supervisor the responsibility of providing for the issuance of the obligations and undertaking the projects to be funded thereby. We anticipate that the majority of our conversations and discussions will be with the Town Supervisor, the Attorney for the Town, other appropriate officials of the Town, the Town Clerk and other officers having responsibility for the issuance of the obligations. By acceptance of this letter, the Town Board agrees that communications with such persons will fulfill our professional duty as bond counsel to communicate with the Town Supervisor and/or the Town. We will work cooperatively with the Attorney for the Town, and will rely on such other counsel to address matters falling outside the scope of our traditional bond counsel services (unless we are specifically requested to perform such services). Examples of such matters may include issues involving architectural, engineering and construction contracts, SEQRA compliance work (unless undertaken by us, with the Town's approval, in connection with our work as bond counsel), and matters relating to litigation, public bidding and the general municipal laws governing the project(s) to be financed. To the extent that we are asked to perform any of these related (but "non-core") services, we will bill for our additional work in accordance with this letter and will state any such charges as additional amounts due under the statements we render in connection with our provision of our regular bond counsel services. We believe that this approach best enables the Town to conveniently keep track of all project-related legal costs. We assume that any other parties involved in the issuance of the obligations will retain such counsel as they deem necessary and appropriate to represent their respective interests. Our representation of the Town will not alter our responsibility to render an objective opinion as bond counsel. Conflicts of Interest The Lawyer's Code of Professional Responsibility prohibits representation of multiple clients if the exercise of independent professional judgment on behalf of a client will be or is likely to be adversely affected by such multiple representation. As described above, in connection with the issuance of the Obligations by the Town, the Town will be our client. We will not represent any other party involved in the issuance of the Obligations or any substantially related matter. As a matter of course, our firm regularly represents public authorities, banks, investment bankers and other corporate clients in public finance and other matters. Any one or more of these clients might become involved in the issuance of the Obligations or any substantially related matter. Our representation of these clients has occurred in the past, is presently ongoing, and we hope will continue in the future. Our conflicts partner has indicated to us that, if we represent a regular client in matters not related to the issuance of the Obligations, a "potential" conflict of interest may arise if such client subsequently becomes a party to this transaction (by, for example, being the



lowest bidder for the Obligations), even if we are not representing such client in this transaction. Acceptance of this proposal will constitute a waiver by the Town of all such “potential” conflicts of interest, but will not constitute a waiver of an “actual” conflict of interest. An “actual” conflict of interest would exist in a situation where this firm represents the Town and another client in the same matter, such as representing a potential Keith Granger, Town Supervisor November 10, 2016 Page 7 purchaser of the Obligations in preparing its bid for the sale of the Obligations by the Town. However, as noted above, we will not represent any bank, investment banker or other client in any matter related to the issuance of the Obligations by the Town or any substantially related matter. As we have discussed, you are aware that we represent many other clients in numerous and diverse matters. It is possible that, during the time that we are representing the Town as bond counsel, some of our past, present or future clients may have transactions with the Town. The Town agrees that we may continue to represent, or may undertake in the future to represent, existing or new clients in any matter that is not substantially related to our work as bond counsel for the Town (even if the interests of such clients in those other matters is directly adverse to the interests of the Town; however, we agree that your prospective consent to conflicting representation shall not apply in any instance where, as a result of our representation of the Town, we have obtained proprietary or other confidential information of a nonpublic nature, that, if known to such other client, could be used in any such other matter by such client to your material disadvantage. Acceptance of this proposal further constitutes authorization by the Town to permit the Supervisor, or other authorized Town officials, to execute any writing required by our conflicts partner to resolve any such “potential” conflicts of interest that may arise in the future. Arbitration In the event that a dispute arises between us relating to our fees, you may have the right to arbitration of the dispute pursuant to Part 137 of the Rules of the Chief Administrator of the Courts, a copy of which will be provided to you upon request. Conclusion We hope that the information set out above will be helpful to you. Please call us if you have any questions. If this arrangement is satisfactory to the Town, please arrange for the appropriate Town official to date and sign two copies of this agreement where indicated and return one to me by fax or email. Please retain an original for the Town’s records. In closing, we want to reiterate that we appreciate the opportunity you have given us to be of service to the Town as bond counsel. Very truly yours, John A. Alessi JAA/jap ACCEPTED AND AGREED ON NOVEMBER \_\_\_\_, 2016 TOWN OF CASTILE, WYOMING COUNTY, NEW YORK By: Name/ Title: Keith Granger, Town Supervisor

REGULAR TOWN BOARD MEETING

NOVEMBER 10, 2016

7PM

A motion was made by Coun Klein, seconded by Coun Hurst to roll the Cemetery Maintenance bid over for 2 more years to Darshane Conklin at the cost of \$12,085.00.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

A motion was made by Coun Klein, seconded by Coun Barber allowing Sup Granger to sign the SEQRA regarding the Comprehensive Plan.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

A motion was made by Coun Barber, seconded by Coun Hurst accepting the Comprehensive Plan as presented by the Planning Board and forwarding it, along with the SEQRA to go to the Wyoming County Planning Department for comments/approval.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

A motion was made by Coun Vitagliano, seconded by Coun Barber allowing Clerk Draper to attend the Regional Meeting in Buffalo on 12/4/16-12/5/16.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

Sup Granger thanked the Planning Board for all the hard work that they did getting this project completed.

R. Elias stated that it was a group effort getting this project completed.

A motion was made by Coun Klein, seconded by Coun Hurst to give a \$250 donation to the Community Club as a donation towards the Castile Christmas Party.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried

At 7:28PM a motion was made by Sup Granger, seconded by Coun Klein to adjourn the meeting.

Polled: Ayes: Hurst, Klein, Vitagliano, Barber, Granger  
Noes: None Carried