

**MEETING OF THE MASSACHUSETTS
CLEAN WATER TRUST
BOARD OF TRUSTEES**

June 13, 2018

1:30 PM

3 Center Plaza, Suite 430
Boston, Massachusetts

AGENDA

CALL TO ORDER

Item #1 **MOTION- VOTE REQUESTED**

Acceptance and approval of minutes of the meeting held on May 2, 2018.

Item #2 **MOTION- VOTE REQUESTED**

Acceptance and approval of minutes of the meeting held on July 13, 2016.¹

Item #3 **REPORT OF THE EXECUTIVE COMMITTEE**

Item #4 **MOTION- VOTE REQUESTED**

Approval of Funding Aspects of the Drinking Water Program Through the Administrative Expense Fund

1. That in lieu of funding portions of Drinking Water program through ‘set-asides’ from the federal Drinking Water grants received by the Trust, the Trust may instead provide all or a portion of such funding from the Administrative Expense Fund established under the Master Trust Agreement between the Trust and U.S. Bank National Association, as Master Trustee; provided, that the amount of funding shall be decided by the Executive Committee as an appropriate amount to expend from the Administrative Expense Fund.
2. That the Executive Director and such other officers of the Trust as the Executive Director may delegate are hereby authorized to deliver such certifications and notices and perform all such further steps and actions as necessary or convenient to affect the funding described in this vote.

¹ The minutes from the Board Meeting held on July 13, 2016 and approved by the Board on August 3, 2016 listed MFN Regional Wastewater District CW-15-25A incorrectly as “MFN Regional Wastewater District CW-15-15A.”

Item #5

MOTION- VOTE REQUESTED

That as an Interim budget for the fiscal year beginning July 1, 2018

1. The Massachusetts Clean Water Trust may expend 1/6 of the amount authorized for the fiscal year 2018 budget from the Administrative Fund for the administration of the programs of the Trust during the interim period between July 1, 2018 and August 31, 2018; and
2. The Massachusetts Clean Water Trust may transfer to the Department of Environmental Protection up to an amount equal to 1/6 of the fiscal year 2018 budget for the Department approved by the Trust, from the Clean Water State Revolving Fund and the Drinking Water State Revolving Fund, for the administration of the State Revolving Fund programs during the interim period between July 1, 2018 and August 31, 2018.

Item #6

MOTION- VOTE REQUESTED

Resolution Authorizing the Issuance of Bonds

1. That the Executive Director is hereby authorized (i) to provide for the issuance by the Trust of a series of new money State Revolving Fund Bonds (the "Bonds") to be sold by negotiated sale and issued for the purpose of financing or refinancing costs of water pollution abatement and drinking water projects for local governmental units and other eligible borrowers; and in furtherance thereof the Executive Director, with respect to the issuance of the Bonds, is hereby delegated all powers of the Board of Trustees of the Trust under Section 9 of Chapter 29C of the Massachusetts General Laws.
2. That the Executive Director and such other officers of the Trust as the Executive Director may designate are hereby authorized to do any and all acts and things and to approve, adopt, execute, and deliver any and all documents, certificates, notices, and other instruments as the Executive Director or any such other designated officer shall determine to be necessary or desirable in connection with the issuance of the Bonds, including, without limitation (a) one or more supplemental trust agreements providing for the issuance of the Bonds, (b) preliminary and final official statements with respect to the Bonds, (c) continuing disclosure certificates, (d) bond purchase agreement for the sale of the Bonds to the underwriters named therein, (e) tax certificate, (f) amendments to the Amended and Restated Agreement for Contract Assistance between the Trust and the State Treasurer and Receiver-General, and (g) such other agreements, certificates, notices, and other instruments as determined by the Executive Director, with the advice of counsel to the Trust, to be necessary or convenient for the successful issuance and sale of the Bonds.
3. That the Executive Director and such other officers of the Trust as the Executive Director may designate are hereby authorized to perform all such further steps and actions and undertake all such further arrangements necessary to accomplish the foregoing.

Item #7

MOTION- VOTE REQUESTED

Approval of Principal Forgiveness from Contract Assistance

1. That the Board hereby approves an additional \$3,039,100 be to be applied to additional subsidies for projects on the 2018 Intended Use Plan and the transfer that amount from the Contract Assistance Fund into the 2018 IUP additional subsidy account.

Item #8

MOTION- VOTE REQUESTED

Resolution Authorizing the Housing Choice Loan Program

1. That the Trust approves the establishment of a program (the “Housing Choice Loan Program”) to provide an additional subsidy equivalent to a loan made at an interest rate of less than two percent, as provided in Section 6 of the Enabling Act, to local governmental units that have achieved “Housing Choice” designation under the Commonwealth’s Housing Choice Initiative. New loans made under the Housing Choice Loan Program to borrowers with such designation shall, subject to sufficient appropriation of contract assistance by the Commonwealth, provide for debt service equivalent to a loan made at an interest rate not below 1.50%.
2. That the Executive Director and such other officers of the Trust as the Executive Director may delegate are hereby authorized to develop such additional Housing Choice Program description and documentation to solicit proposals for loans eligible for the Housing Choice Loan Program and to deliver such certifications, agreements and notices and perform all such further steps and actions as necessary or convenient to effect implementation of the Housing Choice Loan Program.

Item #9

MOTION- VOTE REQUESTED

Resolution Authorizing the Asset Management Grant Program

1. That the Trust approves the establishment of a program (the “Asset Management Grant Program”) to provide assistance in the form of grants to Eligible Borrowers under G.L. c.29C (“Recipients”) to pay the costs of Water Pollution Abatement Projects and Drinking Water Projects (as defined in the G.L. c.29C) consisting of the development of asset management plans for such Recipients’ clean water system or drinking water system, as applicable.
2. The Trust designates up to \$2 million, from the unrestricted funds on deposit in the Equity Funds under the Master Trust Agreement, to be applied to provide grant assistance to Recipients under the Asset Management Grant Program.
3. That the Executive Director and such other officers of the Trust as the Executive Director may delegate are hereby authorized to develop such additional Asset Management Grant Program description and documentation (including without limitation grant agreements) to solicit proposals for grant assistance from the Asset Management Grant Program and to deliver such certifications, agreements and notices and perform all such further steps and actions as necessary or convenient to effect implementation of the Asset Management Grant Program.

Item #10

MOTION- VOTE REQUESTED

Approval of the Series 2017 Refunding Savings Allocation

1. That the allocation of debt service savings resulting from the Trust's use of Series 2017 Bond proceeds to refund its Series 15 Bonds, Series 16 Bonds and Series 2012 Bonds is hereby approved in substantially the form described in the memorandum presented at or prior to this meeting (the "Allocation Memo"), including, without limitation, the determination of the present value of such savings.
2. That the Executive Director of the Trust is hereby authorized to apply such savings as described in the Allocation Memo, including without limitation, by depositing the present value of savings (a) allocated to contract assistance into the Contract Assistance Fund for use to provide additional subsidy in the form of principal forgiveness as permitted by the Trust's Enabling Act and (b) allocated to borrower payments to the Additional Subsidy Fund within the Trust's Equity Fund for application to Trust borrowers for future programs and/or subsidies or as otherwise determined by the Board.

Item #11

MOTION- VOTE REQUESTED

Clean Water Loan Commitment

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Equivalent Interest Rate</u>
CW-18-08	Pepperell	\$4,452,800	2%

Item #12

MOTION- VOTE REQUESTED

Drinking Water Loan Commitment

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Equivalent Interest Rate</u>
DW-18-01	Wayland	\$700,000	2%

Item #13

MOTION- VOTE REQUESTED

Clean Water Loans/ Local Government Obligations and Financing Agreements

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Equivalent Interest Rate</u>
CW-17-34	MWRA	\$3,249,355	2%
CW-17-35	MWRA	\$4,786,700	2%
CW-17-36	MWRA	\$3,759,930	2%
CWP-17-30	West Springfield	\$4,347,308	2%

Item #14

MOTION- VOTE REQUESTED

Drinking Water Loans/Local Government Obligations and Financing Agreements

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Equivalent Interest Rate</u>
DWP-17-10	Brockton	\$1,329,778	2%
DWP-17-08	Fall River	\$3,074,306 ²	2%
DW-17-15	MWRA	\$28,249,355	2%
DWP-17-13	West Springfield	\$6,914,958	2%

OTHER BUSINESS

ADJOURN

² First Revision: Original PRA Amount was \$1,301,610