

Town of Clinton
Resolution No. of 2025

Resolution Approving Justice Court Audit

WHEREAS, Section 2019-a of the Uniform Justice Court Act requires that Town and Village justices annually provide their court records and dockets to their respective Town and Village auditing boards;

NOW, THEREFORE, BE IT RESOLVED, BY THE TOWN BOARD THAT Councilwoman Marion Auspitz has reviewed and completed the annual court audit checklist in examination of the Town of Clinton court records for the year 2024; and

BE IT FURTHER RESOLVED THAT the examination and audit of the Town of Clinton court records for 2024 have been found to be maintained in an organized and proper manner; and a copy of this resolution, along with the Appendix 9 Annual Check Lists, be forward to the Director of Internal Audit, NYS Office of Court Administration for annual filing.

DATED: April 8, 2025

Carol-Jean Mackin
Town Clerk



HUDSON VALLEY APPRAISAL CORPORATION

Michael J. Bernholz, CCIM, SRA, MAI

Real Property Valuation Services

Route 9W and Sunset Drive • P.O. Box 1004 • Port Ewen NY 12466-1004
Tel: (845) 331-8545 • Fax: (845) 339-1665

April 2, 2025

Michael Whitton, Supervisor
Town of Clinton
1215 Centre Road
Rhinebeck, NY 12572

RE: Cohen/Kramer v. Town of Clinton
1 West Meadowbrook Lane, Clinton, NY
Parcel: 6267-00-940330

Dear Mr. Whitton:

Hudson Valley Appraisal will provide a trial ready appraisal report of the above referenced property for the purpose of determining the market value as of July 1, 2023. The intended users will be The Town of Clinton and Cappillino, Rothschild & Egan LLP. The intended use is for tax certiorari proceedings.

Our appraisal will be prepared in conformity with the Code of Ethics and Standards of Professional Conduct of the Appraisal Institute and the Uniform Standards of Professional Appraisal Practice as currently amended. The appraisal report is not intended for use by a federally insured depository institution in a federally related transaction.

In preparing the appraisal, the appraiser will:

- * inspect the subject site and improvements;
- * view information from a survey or maps if provided, and view information from the assessor's records;
- * inspect the subject market area and influences such as schools, and support facilities;
- * apply the Sales Comparison Approach utilizing market sales to arrive at an indication of market value for the subject property.
- * report our findings on the industry standard General Purpose Appraisal Report form.

This assignment will include appropriate discussions of the data, reasoning, and analyses that were used in the appraisal process to develop the appraiser's opinion of value. The depth of discussion contained in this report is specific to the needs of the client and is for the intended use stated herein.

Our fee for this appraisal will be \$2,000.00. We understand that the appraisal exchange date is July 1, 2025.

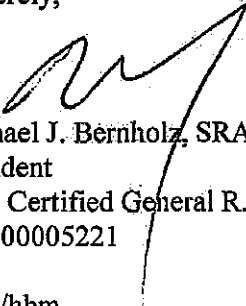


Michael J. Bernholz, CCIM, SRA, MAI

Any pre- and post-appraisal consultation will be invoiced at \$295 per hour. Our court fees are as follows. Expert testimony or time spent for legal proceedings is billed on a daily basis at a rate of \$1,800.00 for any portion of one-half day and \$3,000.00 per day, for any portion over one-half day.

Should you wish us to move forward please sign below indicating your acceptance to these terms and authorization to proceed.

Sincerely,


Michael J. Bernholz, SRA, CCIM, MAI
President
NYS Certified General R.E. Appraiser
#4600005221

Michael Whitton, Supervisor
Town of Clinton
Re: Cohen/.Kramer v. Clinton

MJB/hbm

RESOLUTION OF 2025

At a regular meeting of the Town of Clinton duly held at the Town Hall, Centre Road in the Town of Clinton on the 8th day of April, 2025. Upon the calling of the roll by the Clerk the following members were:

Present:

Absent:

The following resolution was offered for adoption by _____
which resolution was seconded by _____

**RESOLUTION AUTHORIZING THE PROSECUTION OF VIOLATIONS
OF CHAPTER 250 OF THE TOWN CODE AT 92 DEER RIDGE DRIVE BY
THE ZONING ADMINISTRATOR AND ATTORNEY TO THE TOWN.**

WHEREAS, violations of Chapter 250 of the Town Code have been found by the Zoning Administrator at the property located at 92 Deer Ridge Drive in the Town of Clinton, Parcel Grid No.132400-6368-00-289180-0000;

WHEREAS, Section 250-88 of the Town Code requires Town Board authorization to prosecute violations of Chapter 250 of the Town Code;

WHEREAS, Section 250-88 of the Town Code allows the Attorney to the Town the authority to prosecute violations of Chapter 250 of the Town Code;

WHEREAS, Section 268 of the N.Y. Town Law permits the Town Board to grant the authority to prosecute Town Code violations to local authorities including, the Attorney to the Town.

NOW THEREFORE BE IT RESOLVED that the Attorney to the Town and Zoning Administrator are authorized to take all actions necessary to prosecute violations of Chapter 250 of the Town Code found on the property located at 92 Deer Ridge Drive, Parcel Grid No. 132400-6368-00-289180-0000, such actions shall include but not be limited to the issuance of appearance tickets and commencing an enforcement action in the Town Justice Court.

The vote having been taken upon such resolution the result was as follows:

Michael Whitton, Town Supervisor voting

Eliot Werner, Councilperson voting

Katherine Mustello, Councilperson voting

Charles Dykas, Councilperson voting

Marion Auspitz, Councilperson voting

There being a majority of the Town Board voting to approve the resolution, the resolution was declared by the Supervisor to have been adopted.

IN WITNESS WHEREOF, I affix the seal of the Town of Clinton as the Clerk thereof, this 8th day of April, 2025.

DATED: Clinton, New York
April 8, 2025

TOWN OF CLINTON, NEW YORK

Town Clerk: _____
Carol Mackin

HAZARD COMMUNICATION PROGRAM FOR THE TOWN OF CLINTON

Adopted by the Clinton Town Board

April 8, 2025

Sections

PURPOSE

CONTRACTORS

RECORD RETENTION

SAFETY DATA SHEETS

PICTOGRAMS

SAMPLE LABEL

HAZARDOUS CHEMICALS LIST

PURPOSE

The Town of Clinton is committed to the prevention of chemical exposures that may result in injury and/or illness. The purpose of this program is to make sure that all affected employees and on-site contractors understand the information concerning the dangers of all known hazardous chemicals used by the Town and to protect those who may come in contact with hazardous chemicals while performing their job duties.

All employees are required to follow the procedures outlined in this program. Any deviations from this program must be immediately brought to the attention of management.

Program Responsibilities

Management. Management at the Town understands the importance of informing employees about chemical hazards encountered in the workplace and will regularly communicate with employees about the program.

Program Administrator. The program administrator is responsible for the program's implementation, management, and record-keeping requirements. The program administrator will report to management and be responsible for this program. All safety data sheets (SDS's), control measures for chemical handling, personal protective equipment (PPE) requirements, and training will be coordinated under the direction of the program administrator in collaboration with management. The program administrator will monitor aspects of this program to determine if additional areas of focus are needed. The program administrator will also:

- Develop a comprehensive list of all chemicals in the workplace.
- Obtain SDS's for all chemicals used in the workplace and distribute applicable sheets to all departments.
- Ensure that initial and annual training is performed for all employees and maintain training logs.
- Provide any contractors with any part(s) of this program necessary to safely complete their jobs.
- Review this program annually.

Department Managers. Department managers will:

- Be accountable for the health and safety of all employees within their department and actively support this program.
- Develop a list of all chemicals used in their area and submit such to the program administrator.
- Maintain said list and SDS's for all chemicals used in their area.
- Attend initial and annual training on this topic.
- Ensure that all of their employees receive initial and annual training on this topic.
- Ensure that recommended controls are implemented and/or used appropriately.
- Notify the program administrator when new hazardous chemicals are purchased.
- Notify the program administrator when a new employee is hired.

Employees. Employees are responsible for conducting themselves in accordance with this program. All employees will:

- Attend training on this topic initially upon hiring and annually thereafter.
- Become familiar with all aspects of this program.

Safety Data Sheets

An SDS provides detailed information on each hazardous chemical including its potentially hazardous effects, physical and chemical characteristics, and recommendations for appropriate PPE. The program administrator will maintain an SDS for every hazardous chemical at the workplace and will distribute all applicable SDS's to each department head. SDS's will be readily available to all employees.

Labeling

The chemical manufacturer, importer, or supplier is responsible for labeling chemicals containers sent to the Town. Employees receiving chemical shipments are responsible for ensuring that the chemical containers are properly labeled and will report any mislabeling to their department manager, who will report such to the program administrator. Chemical transfers to secondary containers must also be appropriately labeled.

The procedures for proper labeling of all containers is as follows:

- Inspect incoming containers to ensure they have legible labels.
- Manufacturer chemical labels should never be removed or defaced until the chemical is completely used; empty containers that are saved for reuse must have the original label removed or completely marked out; empty containers that are used for waste or chemical products must have a new label affixed per OSHA's standard.
- Secondary containers must be labeled with the chemical name and hazard per OSHA's standard.

The Town will use labels in compliance with OSHA's standard for all secondary containers used. No containers or chemicals will be used if not properly labeled. If there is a question about the accuracy of a label, contact the program administrator.

Training

Each employee who works with or is potentially exposed to hazardous chemicals will receive initial and annual training on OSHA's standard and the safe use of those hazardous chemicals. Additional training will be provided for employees whenever a new hazard is introduced into their work areas. Training will be overseen by the program administrator.

The training will emphasize these elements:

- A summary of the standard and this written program.
- Physical and health hazards associated with potential exposure to workplace chemicals.
- Procedures to protect against hazards (e.g., personal protective equipment, work practices, and emergency procedures).
- Hazardous chemical spill and leak procedures.
- An explanation of the labels received on shipped containers and the workplace labeling system used by their employer; the SDS sheets, including their location; and guidance on how employees can obtain and use the appropriate hazard information.

The program administrator will maintain records of employee training and advise management on training needs.

CONTRACTORS

Contractors working on our property or job site are required to bring a copy of their hazard communication program, including copies of SDS's for all hazardous materials. They will be supplied with a copy of this program and the location of all applicable SDS's. It is the responsibility of the contractors' managers to properly train their employees on the OSHA standard.

RECORD RETENTION

All training and program review records will be retained for ten years. All SDS's will be archived and retained indefinitely.

SAFETY DATA SHEETS







The Hazard Communication Standard (HCS) requires chemical manufacturers, distributors, or importers to provide Safety Data Sheets to communicate the hazards of hazardous chemical products. As of June 1, 2015, the HCS will require new SDS's to be in a uniform format and include the section numbers, headings, and associated information under the organization below.




- *Section 1, Identification* includes product identifier; manufacturer or distributor name, address, and phone number; emergency phone number; recommended use; restrictions on use.
- *Section 2, Hazard(s) identification* includes all hazards regarding the chemical and required label elements.
- *Section 3, Composition/information on ingredients* includes information on chemical ingredients and trade secret claims.
- *Section 4, First aid measures* includes important acute and delayed symptoms/effects and required treatment.
- *Section 5, Firefighting measures* lists suitable extinguishing techniques, equipment, and chemical hazards from fire.
- *Section 6, Accidental release measures* lists emergency procedures, protective equipment, and proper methods of containment and cleanup.
- *Section 7, Handling and storage* lists precautions for safe handling and storage, including incompatibilities.
- *Section 8, Exposure controls/personal protection* lists OSHA's Permissible Exposure Limits (PELs), Threshold Limit Values, appropriate engineering controls, and personal protective equipment.
- *Section 9, Physical and chemical properties* lists the chemical's characteristics.
- *Section 10, Stability and reactivity* lists chemical stability and possibility of hazardous reactions.
- *Section 11, Toxicological information* includes routes of exposure, related symptoms, acute and chronic effects, and numerical measures of toxicity.
- *Section 12, Ecological information**
- *Section 13, Disposal considerations**
- *Section 14, Transport information**
- *Section 15, Regulatory information**
- *Section 16, Other information* (including the date of preparation or last revision).

*Note. Since other Agencies regulate this information, OSHA will not be enforcing Sections 12 through 15 (29 CFR 1910.1200(g)(2)).

Employers must ensure that SDS's are readily accessible to employees. See Appendix D of 1910.1200 for a detailed description of SDS contents.

PICTOGRAMS

<p style="text-align: center;">Health Hazard</p> <p style="text-align: center;"></p> <ul style="list-style-type: none"> ▪ Carcinogen ▪ Mutagenicity ▪ Reproductive Toxicity ▪ Respiratory Sensitizer ▪ Target Organ Toxicity ▪ Aspiration Toxicity 	<p style="text-align: center;">Flame</p> <p style="text-align: center;"></p> <ul style="list-style-type: none"> ▪ Flammables ▪ Pyrophorics ▪ Self-Heating ▪ Emits Flammable Gas ▪ Self-Reactives ▪ Organic Peroxides 	<p style="text-align: center;">Exclamation Mark</p> <p style="text-align: center;"></p> <ul style="list-style-type: none"> ▪ Irritant (skin and eye) ▪ Skin Sensitizer ▪ Acute Toxicity ▪ Narcotic Effects ▪ Respiratory Tract Irritant ▪ Hazardous to Ozone Layer (non-mandatory)
<p style="text-align: center;">Gas Cylinder</p> <p style="text-align: center;"></p> <ul style="list-style-type: none"> ▪ Gases under Pressure 	<p style="text-align: center;">Corrosion</p> <p style="text-align: center;"></p> <ul style="list-style-type: none"> ▪ Skin Corrosion/Burns ▪ Eye Damage ▪ Corrosive to Metals 	<p style="text-align: center;">Exploding Bomb</p> <p style="text-align: center;"></p> <ul style="list-style-type: none"> ▪ Explosives ▪ Self-Reactives ▪ Organic Peroxides

Flame over Circle	Environment	Skull and Crossbones
 Oxidizers	(Non-Mandatory)  Aquatic Toxicity	 Acute Toxicity (fatal or toxic)

SAMPLE LABEL

Product Identifier

CODE _____

Product Name _____

Supplier Identification

Company Name _____

Street Address _____

City _____ State _____

Postal Code _____ Country _____

Emergency Phone Number _____

Precautionary Statements

Keep container tightly closed. Store in cool, well ventilated place that is locked.
Keep away from heat/sparks/open flame. No smoking.
Only use non-sparking tools.
Use explosion-proof electrical equipment.
Take precautionary measure against static discharge.
Ground and bond container and receiving equipment.
Do not breathe vapors.
Wear Protective gloves.
Do not eat, drink or smoke when using this product.
Wash hands thoroughly after handling.
Dispose of in accordance with local, regional, national, international regulations as specified.

In Case of Fire: use dry chemical (BC) or Carbon dioxide (CO₂) fire extinguisher to extinguish.

First Aid

If exposed call Poison Center.
If on skin (on hair): Take off immediately any contaminated clothing. Rinse skin with water.

Hazard Pictograms



Signal Word

Danger

Hazard Statement

**Highly flammable liquid and vapor.
May cause liver and kidney damage.**

Supplemental Information

Directions for use

Fill weight: _____ Lot Number _____

Gross weight: _____ Fill Date: _____

Expiration Date: _____



March 25, 2025

Orrick, Herrington & Sutcliffe LLP
51 West 52nd Street
New York, New York 10019-6142
+1 212-506-5000
Orrick.com

VIA E-MAIL
(townsupervisor@townofclinton.com)

Douglas E. Goodfriend
E dgoodfriend@orrick.com
D +1 212 506 5211
F +1 212 506 5151

Mr. Michael Whitton
Town Supervisor
Town of Clinton
1215 Centre Road
Rhinebeck, New York 12572

Re: Bond Counsel Work for:
Town of Clinton, Dutchess County, New York

Dear Mr. Whitton:

On behalf of Orrick, Herrington & Sutcliffe LLP ("Bond Counsel"), I would like to express our appreciation for the opportunity to work with the **Town of Clinton, New York** (the "Issuer"), in connection with the proposed issuance of notes and/or bonds by the Issuer. There is no change in fees from last year.

1. Scope of Services. Bond Counsel shall perform the following legal services:
 - (1) Analysis of eligibility of the object or purpose for financing under State law and for financing with tax-exempt bonds under federal tax law.
 - (2) Consultation with representatives of the Issuer, including your financial adviser, underwriters and underwriters' counsel (if applicable), and others, with respect to the timing, terms, and legal structure of any proposed Bonds/Notes.
 - (3) Preparation of documents to be adopted or entered into by the Issuer required for the authorization, sale and issuance of Bonds/Notes (excluding any Bond or Note Purchase Agreement to be prepared by underwriters' counsel), including preparation of bond resolutions and related notice(s).
 - (4) Preparation of the Continuing Disclosure Agreement/Certificates.
 - (5) Attendance at such meetings or hearings of the Issuer and working group meetings or conference calls as Issuer may request.
 - (6) Preparation of final closing papers to be executed by Issuer required to effect delivery of the Bonds/Notes (including a Tax Compliance Agreement) and coordination of closing for the Bond/Notes.

Mr. Michael Whitton
March 25, 2025
Page 2

(7) Rendering of Bond Counsel's customary form of final legal opinion to the Issuer on the validity of the Bonds/Notes and the tax-exempt status of interest thereon.

(8) Preparation and dissemination of closing transcripts.

Our services are limited to those specifically set forth above. For example, our services do not include representing any party in any litigation or other legal or administrative proceeding, audit or investigation. Our services also do not include any responsibility for federal or state securities laws, for real estate, land use, insurance or environmental laws, or for preparation or content of the official statement. This Agreement and all legal services to be rendered under it as to any particular issue of Bonds/Notes will terminate upon issuance of the Bonds/Notes. Our services also do not include matters after closing, such as arbitrage rebate, other post issuance tax compliance or continuing disclosure compliance, unless we are separately engaged in writing for any such work.

2. Fees and Expenses.

a. Fees for debt issuance. (see attached Fee Schedule).

b. Payment. Debt issuance fees and expenses shall be payable by Issuer at or after issuance of the Bonds/Notes. District establishment fee(s) shall be payable upon final establishment of a district.

3. Termination of Agreement, Legal Services and Other Obligations. This Agreement and all legal services to be rendered under it may be terminated at any time by written notice from either party, with or without cause. In that event, all finished and unfinished documents prepared for adoption or execution by Issuer, shall, at the option of Issuer, become its property and shall be delivered to it or to any party it may designate; provided that Bond Counsel shall have no liability whatsoever for any subsequent use of such documents. In the event of termination by Issuer, Bond Counsel shall be paid for all satisfactory work at its usual hourly rates, unless the termination is made for cause, in which event compensation, if any, shall be adjusted in the light of the particular facts and circumstances involved in the termination. If not sooner terminated as aforesaid, this Agreement and all legal services to be rendered under it shall terminate upon issuance of the Bonds; provided that Issuer shall remain liable for any unpaid compensation or reimbursement due under Section 2 hereof. Upon termination, Bond Counsel shall have no future duty of any kind to or with respect to the Bonds/Notes or the Issuer. This Agreement shall not be the basis of any breach of contract claim that would have the effect of extending the statute of limitations pertaining to legal malpractice to the statute of limitations pertaining to breach of contract. Except as state above, Bond Counsel retains the right to discard any files and materials. It is Bond Counsel's current policy (subject to change) to discard all files and materials after issuance of the Bonds/Notes (except the closing transcript until after the Bonds/Notes are paid or defeased) or following cessation of work on the financing without issuance of Bonds/Notes.

Mr. Michael Whitton
March 25, 2025
Page 3

4. Nature of Engagement; Client Relationships With Other Parties. The role of bond counsel, generally, is to prepare or review the proceedings for issuance of the bonds, notes or other evidence of indebtedness and to provide an expert legal opinion with respect to the validity thereof and other subjects (usually including the tax status of interest thereon) addressed by the opinion. Consistent with the historical origin and unique role of bond counsel, and reliance thereon by the public finance market, Bond Counsel's role as bond counsel under this Agreement is to provide opinions and related legal services that represent an objective judgment on the matters addressed rather than the partisan position of an advocate.

In performing its services as bond counsel in connection with the Bonds/Notes, Bond Counsel will act as special counsel to Issuer (as such and not any particular body, board, office or official) with respect to issuance of the Bonds/Notes; i.e., Bond Counsel will assist Issuer counsel in representing Issuer but only with respect to validity of the Bonds/Notes and the legal documents related thereto and tax status of interest on the Bonds/Notes, and in a manner not inconsistent with the role of Bond Counsel described in the first sentence of this section.

Issuer acknowledges that Bond Counsel regularly performs legal services for many private and public entities in connection with a wide variety of matters. For example, Bond Counsel has represented, is representing or may in the future represent other public entities, underwriters, trustees, rating agencies, insurers, credit enhancement providers, lenders, contractors, suppliers, financial and other consultants/advisors, accountants, investment and swap providers/brokers, providers/brokers of derivative products and others who may have a role or interest in the financing or the Project or that may be involved with or adverse to Issuer in this or some other matter. Bond/Note Counsel agrees not to represent any such entity in connection with the Bond/Note financing, during the term of this Agreement, without the consent of Issuer. Given the special, limited role of bond counsel described above, Issuer acknowledges and agrees that no conflict of interest exists or would exist, and waives any actual or potential conflict of interest that might be deemed to arise, now or in the future, from this Agreement or any such other relationship that Bond Counsel may have had, have or enter into, and Issuer specifically consents to any and all such relationships.



Mr. Michael Whitton
March 25, 2025
Page 4

5. Limitation of Rights to Parties. Nothing in this Agreement or in any of the documents contemplated hereby, expressed or implied, is intended or shall be construed to give any person other than Issuer and Bond Counsel any legal or equitable right or claim under or in respect of this Agreement, and this Agreement shall inure to the sole and exclusive benefit of Issuer and Bond Counsel. If you have any questions, please feel free to contact the undersigned. If these arrangements are satisfactory, I would appreciate it if you would sign and return a copy of this letter to me.

Sincerely yours,

ORRICK, HERRINGTON & SUTCLIFFE LLP

A handwritten signature in black ink, appearing to read "Doug Goodfriend", written over a horizontal line.

By: _____

Name: Douglas E. Goodfriend, Esq.
Title: Partner

Accepted on behalf of the Town of Clinton,
New York this ____ day of _____,
2025.

Name: Michael Whitton
Title: Supervisor

ORRICK, HERRINGTON & SUTCLIFFE LLP
GENERAL OBLIGATION FEE SCHEDULE (2025)

BOND ANTICIPATION NOTES

<u>Principal Amount</u>		<u>Fee</u>	
Up to		\$ 99,000	\$ 950
\$100,000	to	\$299,000	\$1,075
\$300,000	to	\$599,000	\$1,295
\$600,000	to	\$799,000	\$1,575
\$800,000	to	\$999,999	\$2,750
\$1,000,000	to	\$1,999,999	\$2,750 <i>plus</i> \$1.00 per \$1,000 on amount over \$1,000,000
\$2,000,000	to	\$2,999,999	\$3,750 <i>plus</i> 85 cents per \$1,000 on amount over \$2,000,000
\$3,000,000	to	\$3,999,999	\$5,265 <i>plus</i> 75 cents per \$1,000 on amount over \$3,000,000
\$4,000,000	to	\$19,999,999	\$8,735 <i>plus</i> 65 cents per \$1,000 on amount over \$4,000,000
\$20,000,000	to	\$49,999,999	\$21,500 <i>plus</i> 55 cents per \$1,000 on amount over \$20,000,000
\$50,000,000	and up		\$38,500 <i>plus</i> 50 cents per \$1,000 on amount over \$50,000,000

PLUS \$300 for each extra set of closing papers (separate purchasers).

PLUS A one-time charge of \$350 for the drafting of any bond resolution, \$700 for multipurpose bond resolutions (if not previously billed).

PLUS \$875 for review of Notice of Sale/Official Statement.

PLUS \$350 for Material Events or Continuing Disclosure certification.

PLUS \$350 for bond tax law review including Construction Election Certificate determining to pay penalty or arbitrage rebate for construction projects, if applicable.

NO INCIDENTAL FEES OR EXPENSE CHARGES

NO HOURLY RATES

24/7/365 ACCESSIBILITY

CASH FLOW FINANCINGS

Budget or Deficiency Notes: Base fee \$3,500 plus \$1.00 per \$1,000.

RANs: Base fee \$3,500, plus \$1.00 per \$1,000 for the first \$10,000,000, 75 cents per \$1,000 for the next \$30,000,000 and 60 cents per \$1,000 thereafter.

TANs: Base fee \$3,500, plus \$1.00 per \$1,000 for the first \$10,000,000, 75 cents per \$1,000 for the next \$30,000,000 and 60 cents per \$1,000 thereafter.

PLUS \$875 for review of Notice of Sale/Official Statement.

PLUS \$350 for Material Events or Continuing Disclosure (SEC Rule 15c2-12) certification.

PLUS \$350 for bond tax law review. (IRS Arbitrage rules)

No charge for RAN/TAN resolutions.

NO INCIDENTAL FEES OR EXPENSE CHARGES

NO HOURLY RATES

24/7/365 ACCESSIBILITY

BOND ISSUES (PUBLIC SALE)

- \$8,500 base fee **PLUS** (if applicable):
- 1) \$875 Review of Official Statement.
 - 2) \$500 Review of bond insurance documents, if applicable.
 - 3) \$350 Continuing Disclosure certification (SEC Rule 15c2-12).
 - 4) \$350 Bond Tax Law Review including Construction Election Certificate (**IRS Arbitrage Rule**) determining to pay penalty or arbitrage rebate for construction projects, **with Arbitrage Certificate**, if applicable.
 - 5) \$1.75/\$1,000 principal amount of the issue up to and including the first \$25,000,000 principal amount of the bond issue.
 - 6) \$1.50/\$1,000 principal amount above \$25,000,000 to \$50,000,000.
 - 7) \$1.25/\$1,000 thereafter.
 - 8) A one-time charge of \$350 for the drafting of any bond resolution, \$700 for multipurpose bond resolutions (if not previously billed).

NO INCIDENTAL FEES OR EXPENSE CHARGES

NO HOURLY RATES

24/7/365 ACCESSIBILITY

SERIAL BOND ISSUES LESS THAN \$5,000,000 (PRIVATE SALE)

The same fee schedule and billing procedure set forth for Bond Issues (Public Sale) shall apply for bond issues with a principal amount of less than \$5,000,000 sold at private sale, except that the base fee shall be \$5,250 for issues sold on a non-competitive basis (hence, no Notice of Bond Sale) and \$7,500 for issues sold on a competitive basis (necessitating a Notice of Bond Sale). Additional fee for sale of bonds to DASNY or EFC, to be approved in advance.

**SERIAL BOND ISSUES \$5,000,000 AND OVER (NEGOTIATED SALE)
(E.G., ADVANCE REFUNDINGS, DISCOUNT, DASNY OR EFC BONDS)**

Same as for public sale with the addition of negotiated fee for time expended in connection with documents, conferences and other matters relating to issue. To be approved in advance. Additional fee for sale of bonds to DASNY or EFC, to be approved in advance.

NO INCIDENTAL FEES OR EXPENSE CHARGES

NO HOURLY RATES

24/7/365 ACCESSIBILITY

STATUTORY INSTALLMENT BONDS

\$4,750 base fee.

PLUS \$1.50/\$1,000 principal amount of the issue.

PLUS A one-time charge of \$350 for the drafting of any bond resolution, \$700 for multi-purpose bond resolutions (if not previously billed).

NO INCIDENTAL FEES OR EXPENSE CHARGES

NO HOURLY RATES

24/7/365 ACCESSIBILITY

DISTRICT PROCEEDINGS/ELECTION PROCEEDINGS

\$5,000 for Town district formation proceedings.

\$2,500 to assist Town Attorney with Application for State Comptroller to approve district establishment

\$7,500 for Town district consolidation proceedings.

\$1,500 for Town district Section 202-b improvement proceedings.

\$1,500 for School District proposition election proceedings or Town, Village or Fire District election proceedings for bond resolution referendum, or Town district establishment referendum.

\$5,000 for BOCES unanimous consent election proceedings and intermunicipal agreement.

NO INCIDENTAL FEES OR EXPENSE CHARGES

NO HOURLY RATES

24/7/365 ACCESSIBILITY

HOURLY RATES

All billings will be on the basis of this fee schedule without the addition of hourly rates for attorneys or paralegals, unless the express written permission of the client, in advance of performance of any duties to be based on hourly rates, has been obtained.

NO TIME CHARGES TO TALK ON THE TELEPHONE OR
VIDEO CALLS OR EXCHANGE EMAILS

NO INCIDENTAL FEES OR EXPENSE CHARGES

24/7/365 ACCESSIBILITY

* * * * *

ORRICK'S FEE COVENANTS

Orrick makes the following covenants with respect to its fees:

- 1) Once retained as Bond Counsel by any client pursuant to this schedule, the fees for any financing initiated on or after the date of this schedule shall be charged according to this schedule and will not be subject to increase by any subsequent fee schedule changes;
- 2) Any fees charged pursuant to this schedule shall remain in full force and effect for the entire course of the financing no matter how long it takes to complete the financing;
- 3) Orrick will not share any portion of its fees with any other professionals engaged by the Issuer in connection with the proposed financing; and
- 4) Orrick will not share in the fees of any other professionals engaged by the issuer in connection with the proposed financing.

Douglas E. Goodfriend, Esq.
Orrick, Herrington & Sutcliffe LLP
51 West 52nd Street
New York, New York 10019-6142
Telephone: (212) 506-5000
Fax: (212) 506-5151
Email: dgoodfriend@orrick.com

BOND RESOLUTION
(Permissive Referendum)

At a regular meeting of the Town Board of the Town of Clinton, Dutchess County, New York, held at the Town Hall, in Rhinebeck, New York, in said Town, on April 8, 2025 at 6:30 P.M., Prevailing Time.

The meeting was called to order by _____, and upon roll being called, the following were

PRESENT:

ABSENT:

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

BOND RESOLUTION DATED APRIL 8, 2025.

A RESOLUTION AUTHORIZING, SUBJECT TO PERMISSIVE REFERENDUM, THE PURCHASE OF TWO TRUCKS FOR CONSTRUCTION AND MAINTENANCE PURPOSES, FOR THE TOWN OF CLINTON, DUTCHESS COUNTY, NEW YORK, AT A MAXIMUM ESTIMATED COST OF \$600,000 AND AUTHORIZING THE ISSUANCE OF \$600,000 SERIAL BONDS OF SAID TOWN TO PAY THE COST THEREOF.

WHEREAS, the capital project hereinafter described, as proposed, has been determined to be a Type II Action pursuant to the regulations of the New York State Department of Environmental Conservation promulgated pursuant to the State Environmental Quality Review Act, which regulations state that Type II Actions will not have a significant adverse impact on the environment; NOW, THEREFORE,

WHEREAS, it is now desired to authorize the financing of such capital project; NOW, THEREFORE,

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

Section 1. The purchase of two trucks for construction and maintenance purposes, each item of which costs \$30,000 or over, for the Town of Clinton, Dutchess County, New York, including incidental equipment and expenses in connection therewith, is hereby authorized at a maximum estimated cost of \$600,000.

Section 2. The plan for the financing of the aforesaid maximum estimated cost is by the issuance of \$600,000 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 class of objects or purposes is fifteen years, pursuant to subdivision 28 of paragraph a

of Section 11.00 of the Local Finance Law. It is hereby further determined that the maximum maturity of the bonds herein authorized will exceed five years.

Section 4. The faith and credit of said Town of Clinton, Dutchess 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. 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 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. All other matters, except as provided herein relating to such bonds, including determining whether to issue such bonds having substantially level or declining annual debt service and all matters related thereto, prescribing whether manual or facsimile signatures shall appear on said bonds, prescribing the method for the recording of ownership of said bonds, appointing the fiscal agent or agents for said bonds, providing for the printing and delivery of said bonds (and if said bonds are to be executed in the name of the Town by the facsimile signature of the Supervisor, providing for the manual countersignature of a fiscal agent or of a designated official of the Town), the date, denominations, maturities and interest payment dates,

place or places of payment, and also including the consolidation with other issues, shall be determined by the Supervisor. 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 52.00 of the Local Finance Law, as the Supervisor shall determine.

Section 7. 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 8. 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 9. Upon this resolution taking effect, the same shall be published in summary form in the official newspaper of said Town for such purpose, together with a notice of the Town Clerk in substantially the form provided in Section 81.00 of the Local Finance Law.

Section 10. **THIS RESOLUTION IS ADOPTED SUBJECT TO PERMISSIVE REFERENDUM.**

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

_____	VOTING	_____
_____	VOTING	_____
_____	VOTING	_____
_____	VOTING	_____
_____	VOTING	_____
_____	VOTING	_____
_____	VOTING	_____

The resolution was thereupon declared duly adopted.

* * * * *



TOWN OF CLINTON HIGHWAY DEPT.
 TODD M. MARTIN
 SUPT. OF HIGHWAYS
 1215 Centre Road
 Rhinebeck, New York 12572
 (845) 266-5853

TOWN OF CLINTON SURPLUS EQUIPMENT

	Description	Make/Model	Sold	
1	C-16 Backhoe 56,718 Hours	1999 Ferrec Vin#X8604583 and (2) buckets		
2	C-15 Pickup Truck 148,581 miles	2013 Ford F150 Vin#KF43502		
3	C-12 Dump Truck 131,547 miles	1990 International Dump Vin#LH258524		
4	Portable Welding Machine	Miller Welder Serial# LB147045		
5	Hydraulic Crimping Machine with various fittings	Gates Crimper machine Model # PC707 Series #700		
6	(4) Liquid Saddle Poly Tanks			
7	Stone Spreader Tray			
8	Stainless Sander 6 to 7 yard capacity	Highlander		
9	Plow/wing set	Everest		

RESOLUTION OF INTRODUCTION

Local Law No. _____ of 2025

The following proposed local law, to be known as Local Law No. _____ of 2025 of the Town of Clinton, entitled "Conference Center, Hotel and Motel Moratorium", a copy of which is attached hereto and made part hereof, is hereby introduced.

WHEREAS, the Town Board of the Town of Clinton has determined that a moratorium on the granting of permits and approvals for Conference Centers, Hotels and Motels for which there are no applications currently pending is in the best interest of the Town in order to provide sufficient time for the Town to develop appropriate zoning regulations regarding the manner in which such land uses may be allowed in the Town; and

WHEREAS, the action to adopt a moratorium is a Type II Action under the New York State Environmental Quality Review Act regulations for which no environmental review is required;

NOW THEREFORE BE IT RESOLVED, the Town Board hereby refers the proposed Local Law to the Dutchess County Department of Planning and Development for review and recommendations pursuant to 239-m of the General Municipal Law;

BE IT FURTHER RESOLVED, the Town Board directs the Town Clerk to notify the Town Clerks of each of the surrounding towns of the date, the time, and the purpose of the public hearing pursuant to Section 239-nn of the New York General Municipal Law; and

BE IT FURTHER RESOLVED, that a public hearing be held in relation to the proposed Local Law as set forth in the form of notice, hereinafter provided, at which hearing parties in interest and citizens shall have an opportunity to be heard, to be held at the Town Hall on May 13, 2025, at 6:25 o'clock p.m., Prevailing Time, and that notice of said meeting shall be published in the official newspaper of general circulation in the Town of Clinton by the Town Clerk, at least five (5) days before such hearing and that such notice shall be in the following form:

Town Board

Notice of Public Hearing

PLEASE TAKE NOTICE that the Town of Clinton will hold a Public Hearing on Tuesday, May 13, 2025 at the Town of Clinton Town Hall, 1215 Centre Rd, Rhinebeck (Town of Clinton), New York at 6:25 p.m. Prevailing Time, or as soon thereafter as the matter is reached on the agenda, concerning proposed Local Law No. __ of 2025, entitled, "Conference Center, Hotel and Motel Moratorium" pursuant to Article 16 of the N. Y. Town Law.

This Local Law will take effect immediately upon filing with the Secretary of State. Complete copies of the proposed Local Law are available at the Town of Clinton Clerk's Office for inspection during regular business hours.

All interested persons and citizens shall have an opportunity to be heard on said proposals at the date, time and place aforesaid.

Dated: April 8, 2025

By order of the Town of Clinton

Carol Mackin, Town Clerk

Motion:

Second:

Roll Call Vote:

Supervisor Michael Whitton VOTING _____

Councilman Eliot Werner VOTING _____

Councilman Charles Dykas VOTING _____

Councilwoman Katherine Mustello VOTING _____

Councilwoman Marion Auspitz VOTING _____

Local Law No. ___ of 2025 entitled:

“Conference Center, Hotel and Motel Moratorium”

BE IT ENACTED BY, the Town Board of the Town of Clinton as follows:

Section 1. PURPOSE

The Town Board of the Town of Clinton (the “Town Board”) has determined that the potential increase in the number of Conference Centers, Hotels and Motels is of concern. In particular, gatherings at such facilities and land uses can have a deleterious effect on the rural character of and quality of life in residential and non-residential neighborhoods. Presently the Town of Clinton (the “Town”) regulates Conference Centers in Chapter 250 § 45 of the Town of Clinton Town Code (the “Town Code”), Hotels and Motels in Chapter 250 § 58 and in the Schedule of Use Regulations annexed to Chapter 250 of the Town Code, which permits or prohibits these uses based on Zoning District. The Town Board has determined that these provisions of the Town Code, as well as others relating to these uses, likely require revisions.

Ill-planned development of Conference Centers, Hotels and Motels may significantly reduce the desirability of residential and non-residential areas, increase the flow of traffic on Town roadways, and adversely affect open space lands. Decisive measures are needed to protect the quality of the Town’s neighborhoods, open space, and infrastructure while planning appropriately for Conference Centers, Hotels and Motels.

The Town’s existing procedures and laws should have the practical effect of ensuring that new development and redevelopment are in accordance with the Town’s planning objectives. The practical reality, however, is that Conference Centers, Hotels and Motels are not currently regulated in a manner necessary to protect the rural character of and quality of life in the Town’s residential and non-residential areas. The Town Board therefore finds it necessary to impose a temporary moratorium on the processing and granting of approvals and permits for Conference Centers, Hotels and Motels for which there are no applications currently pending. This action is necessary in order to protect the public health, safety, and welfare of Town residents.

Section 2. AUTHORITY

This moratorium is enacted by the Town Board of the Town of Clinton pursuant to its authority to adopt Local Laws under the New York State Constitution Article IX and N.Y. Municipal Home Rule Law §10.

Section 3. ENACTMENT OF TEMPORARY MORATORIUM

For a period of six (6) months following the effective date of this Local Law, after which date this Local Law shall lapse and be without further force and effect, and subject to any other Local Law adopted by the Town Board during the six (6) month period:

- 1) The Town Board, the Planning Board, the Zoning Board of Appeals, and the Building Department shall not accept for review, hold a hearing, make any decision, or grant any

approval or permit in regard to any application for a Conference Center, Hotel or Motel that was submitted on or before the effective date of this law. Any statutory and municipally enacted time periods for processing and making decisions on such application or permit and all aspects of approval are suspended and stayed while this Local Law is in effect. The Town Board, the Planning Board, the Zoning Board of Appeals, and the Building Department may continue to review, hold a hearing, make any decision, or grant any approval or permit in regard to any application that was submitted prior to the effective date of this law.

- 2) For the purpose of this Section, the terms Town Board, Planning Board, Zoning Board of Appeals, and Building Department shall be interpreted to include all Departments, employees, and consultants of the Town involved in the review of applications as cited in the preceding Paragraph 1.

Section 5. CONFLICT WITH STATE STATUTES AND AUTHORITY TO SUPERSEDE

To the extent that any provisions of this Local Law are in conflict with or are construed as inconsistent with the provision of the N.Y. Town Law this Local Law supersedes, amends, and takes precedence over the N.Y. Town Law pursuant to the Town's municipal home rule powers, pursuant to N.Y. Municipal Home Rule Law § 10(1)(ii)(d)(3); § 10(1)(ii)(a)(14) and § 22 to supersede any inconsistent authority.

This Local Law supersedes any inconsistent provisions of the N.Y. Town Law Article 16 and Chapter 250 of the Town Code which require any board, agency, or department of the Town to act upon, hold hearings on, and make decisions concerning approvals and permits for Conference Centers, Hotels or Motels within specified time periods. This Local Law suspends and stays the running of time periods for processing, holding hearings on, making decisions, and taking action on such applications provided for in those laws.

This Local Law supersedes any inconsistent provisions of N.Y. Town Law §§§§ 267, 267-a, 267-b and 267-c, and Article VII, § 250-98 of the Town Code relating to the authority to grant variances, waivers or other relief from the Town Code.

This Local Law supersedes any inconsistent provisions of N.Y. Town Law § 274-a and Article VII, § 250-95 and § 250-96 of the Town Code which requires that the Planning Board process, review, hold hearings on, and act upon such applications for site plans within specified time periods.

This Local Law suspends and stays the running of time periods for processing, review, holding hearings on, making decisions, and taking action on such applications provided for in those laws and is intended to supersede and said inconsistent authority.

Section 6. APPEAL PROCEDURES

- a. The Town Board shall have the authority to vary or waive the application of any provision of this Local Law, in its legislative discretion, upon its determination that such variance or waiver is required to alleviate an unnecessary hardship affecting a parcel of property. To grant such a request, the Town Board must find that a variance or waiver will not adversely affect the purpose of the local law or the health, safety, or welfare of the Town. The Town Board shall take into account the existing land use in the immediate vicinity of

the subject property and the impact of the variance or waiver on open space and recreational areas, neighborhood and community character, and natural resources of the Town. The application must comply with all other applicable provisions of the Town Code.

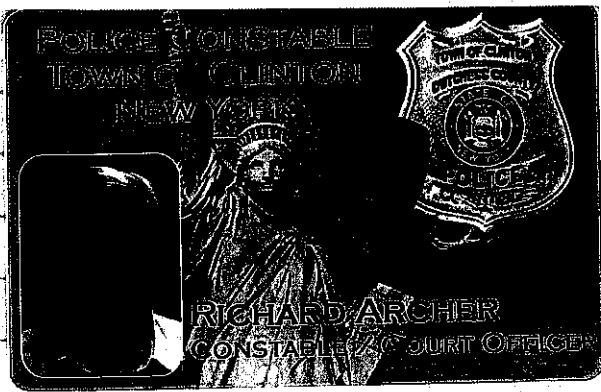
- b. Any application for a variance or waiver shall be filed with the Town Clerk and shall include a fee of two hundred fifty (\$250.00) dollars for the processing of such application, along with copies of such plat or plan showing all required improvements in accordance with the procedures of the Town Code.
- c. All applications for a variance or waiver of this Local Law shall, within five (5) days of receipt by the Town Board, be referred to the Zoning Board of Appeals. The Zoning Board of Appeals shall have forty-five (45) days following receipt of the application to make a recommendation to approve, modify, or disapprove a variance or waiver of this Local Law. The failure of the Zoning Board of Appeals to issue a recommendation within 45 days following receipt of the application shall be deemed a recommendation to approve said application. The Zoning Board of Appeals recommendation shall be transmitted to the Town Board, which may conduct a public hearing and make a final decision on the application, with or without conditions.

Section 7. SEVERABILITY

If any clause, sentence, paragraph, section, or part of this Local Law shall be adjudicated by any court of competent jurisdiction to be invalid, the judgment shall not affect the validity of this law as a whole or any part thereof other than the part so decided to be unconstitutional or invalid.

Section 8. EFFECTIVE DATE

This Local Law shall take effect immediately upon filing with the Secretary of State as provided by law.



Rec 3/19/25
Jm

Mod 17, 2021

To: Chief Johnson
cc TOWN of Chft Soper

It is with deep regret that I
must resign from the Court due to
my health issues my Diabetes has gotten
worse and cannot continue at this
post. It has been a great pleasure
working in the Court post five yrs - I wish
most success to the Court in the future -

Respectfully -
Richard Archer