

Select Board

February 9, 2022

Present:

- Select Board: Ms. Liz Klein, Acting Chair, and Mr. Joe Fisher
- Ms. Michelle Monsegur, Assistant Town Administrator for Finance
- Mr. Art Robert, Assistant Town Administrator for Operations
- Ms. Sue Nickerson, Town Accountant
- Ms. Lori Magner, Treasurer/Collector

4:01 PM: Call to order

Ms. Klein called the meeting to order and read the following statement:

“This meeting is being held remotely as an alternate means of public access pursuant to an Order issued by the Governor of Massachusetts dated March 12, 2020 Suspending Certain Provisions of the Open Meeting Law. You are hereby advised that this meeting and all communications during this meeting may be recorded by the Town of Hingham in accordance with the Open Meeting Law. If any participant wishes to record this meeting, please notify the chair at the start of the meeting in accordance with M.G.L. c. 30A, § 20(f) so that the chair may inform all other participants of said recording. “

She announced that Select Board members participating in the meeting were herself, Ms. Liz Klein, and Mr. Joe Fisher. Chair Bill Ramsey was unable to attend due to military service.

Vote to approve the issuance and details of a bond anticipation note to be dated and closed on February 16, 2023 and sign related closing papers

Ms. Lori Magner, Treasurer/Collector, presented. She explained that, on Tuesday, February 7th, a competitive sale was held for the issuance of an \$83,542,880 one year Note. The Note was awarded to Jefferies LLC with a net interest cost of 2.86%. The Town received three competitive bids in a market that has seen interest rates exceeding 3% recently. The Aaa bond rating of the Town of Hingham was a contributing factor for the favorable bids that were received. This borrowing is to finance \$20,616,920 of the new Public Safety Facility and \$62,925,960 of the new Foster Elementary School for the project's estimated construction expenditures for the next year. A vote of approval by the Select Board is required for the notes to issue. The closing is scheduled for February 16, 2023 and the notes will mature on February 16, 2024. Closing documents will be available in the Select Board office by Friday and will need to be executed and returned to Bond Counsel by February 12, 2023 for the closing.

Ms. Monsegur thanked Capital Markets Advisors and Ms. Kara Adams of Locke Lord for their help in the completion of the sale. She said that the Town is excited that the interest rate is below 3%. She was happy to report that both projects are already underway. Ms. Klein echoed her remarks about the interest rate being below 3%. Ms. Klein also commented on Hingham's Aaa bond rating, noting how hard previous Town leadership has worked to achieve it. She also said that, because of this Aaa rating, the Town saw a cost savings of approximately \$264,000, as opposed to if the Town had Aa rating. She noted that the Select Board members work hard to be good stewards of the Town so its Aaa rating continues. There was also some additional discussion regarding the calculation of the premium and the Town's net interest costs.

Vote: Mr. Fisher made a motion that we hereby determine, in accordance with M.G.L. c.70B, that the cost of the Foster Elementary School construction project authorized by a vote of the Town passed on November 1, 2022 (Article 1) being financed with proceeds of a portion of the Notes as defined below, together with all other bonds and notes of the Town previously issued to pay costs of this project, does not exceed the portion of the total cost of the project that is not being paid by the school facilities grant and we hereby approve the issuance of notes and bonds to finance this project under M.G.L. c.70B.

He further moved to approve the sale of \$83,542,880 4.00 percent General Obligation Bond Anticipation Notes (the "Notes") of the Town dated February 16, 2023, and payable February 16, 2024 to Jefferies LLC at par and accrued interest, if any, plus a premium of \$949,047.12.

He further moved that, in connection with the marketing and sale of the Notes, the preparation and distribution of a Notice of Sale and Preliminary Official Statement dated January 26, 2023, and a final Official Statement dated February 7, 2023, each in such form as may be approved by the Town Treasurer, be and hereby are ratified, confirmed, approved and adopted.

He further moved that the Town Treasurer and the Select Board be, and hereby are, authorized to execute and deliver a significant events disclosure undertaking in compliance with SEC Rule 15c2-12 in such form as may be approved by bond counsel to the Town, which undertaking shall be incorporated by reference in the Notes for the benefit of the holders of the Notes from time to time.

He further moved that we authorize and direct the Town Treasurer to establish post issuance federal tax compliance procedures and continuing disclosure procedures in such forms as the Town Treasurer and bond counsel deem sufficient, or if such procedures are currently in place, to review and update said procedures, in order to monitor and maintain the tax-exempt status of the Notes and to comply with relevant securities laws.

He further moved that any certificates or documents relating to the Notes (collectively, the "Documents"), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document; delivery of an executed counterpart of a signature page to a Document by electronic mail in a ".pdf" file or by other electronic transmission shall be as effective as delivery of a manually executed counterpart signature page to such Document; and electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures.

He further moved that each member of the Select Board, the Town Clerk and the Town Treasurer be and hereby are, authorized to take any and all such actions, and execute and deliver such certificates, receipts or other documents as may be determined by them, or any of them, to be necessary or convenient to carry into effect the provisions of the foregoing votes. Ms. Klein seconded.

Roll Call Vote:

Mr. Fisher: yes

Ms. Klein: yes

Vote: Mr. Fisher made a motion to adjourn. Ms. Klein seconded.

Roll Call Vote:

Mr. Fisher: yes

Ms. Klein: yes

The meeting adjourned at 4:15PM.

Documents: A complete meeting packet of supporting documentation is on file and available for public review in the Select Board office.