

**MINUTES – SELECTMEN’S MEETING
MONDAY, JULY 27, 2015 AT 4:45 P.M.
MARSHFIELD TOWN HALL – SELECTMEN’S HEARING ROOM**

Present: Matthew J. McDonough, Chairman, Stephen G. Robbins, Vice-Chair, Michael G. Bradley, Clerk, Rocco J. Longo, Town Administrator and Marcia Bohinc, Finance Director

Mr. McDonough opened the meeting at 4:45 p.m. and announced that the Board would be voting to Award Bond Anticipation Notes.

Mr. Robbins moved, seconded by Mr. Bradley to vote the following vote of the Board of Selectmen: I, the Clerk of the Board of Selectmen of the Town of Marshfield, Massachusetts (the “Town”), certify that at a meeting of the board held July 27, 2015, of which meeting all members of the board were duly notified and at which a quorum was present, the following votes were unanimously passed, all of which appear upon the official record of the board in my custody:

Voted: to approve the sale of a \$14,397,000 2.00 percent General Obligation Bond Anticipation Note of the Town dated July 29, 2015, and payable July 29, 2016 (the “Notes”), to TD Securities (USA) LLC at par and accrued interest, if any, plus a premium of \$236,746.98.

Further Voted: 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 July 16, 2015, and a final Official Statement dated July 23, 2015, each in such form as may be approved by the Town Treasurer, be and hereby are ratified, confirmed, approved and adopted.

Further Voted: that the Town Treasurer and the Board of Selectmen 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 undertakings shall be incorporated by reference in the Notes for the benefit of the holders of the Notes from time to time.

Further Voted: that we authorize and direct the Treasurer to establish post issuance federal tax compliance procedures in such form as the 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 such other issues of bond and notes as may be issued from time to time.

Further Voted: that each member of the Board of Selectmen, 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.

I further certify that the agenda for the meeting, a copy of which is attached hereto, was posted on the bulletin board of the town at least 24 hours before the meeting in compliance with Section 7-2 of the Town Charter.

I further certify that the votes were taken at a meeting open to the public, that no vote was taken by secret ballot, that a notice stating the place, date, time and agenda for the meeting (which agenda included the adoption of the above votes) was filed with the Town Clerk and a copy thereof posted in a manner conspicuously visible to the public at all hours in or on the municipal building that the office of the town Clerk is located or, if applicable, in accordance with an alternative method of notice prescribed or approved by the Attorney General as set forth in 940 CMR 29.03(2)(b), at least 48 hours, not including Saturdays, Sundays and legal holidays, prior to the time of the meeting and remained so posted at the time of the meeting, that no deliberations or decision in connection with the sale of the Notes were taken in executive session, all in accordance with G.L. c.30A §§ 18-25 as amended.

The vote was unanimous.

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Mr. McDonough motioned to adjourn the meeting at 5:00 p.m.

There was no Executive Session held.

Respectfully submitted,

Beverly Wiedemann

Documents and exhibits presented at this meeting were the following: copies of Bond Anticipation Notes and Vote of the Board of Selectmen.