

**Cedar Meadow Lake Watershed District
Minutes of Management Committee Meeting
April 25, 2012**

The meeting commenced at 7:31 P.M. at 1 Maple Glen Lane, Leicester.

In attendance: Paul Dufresne

Wayne Ridley

Richard Johnston, Clerk

Terence O'Coin, Treasurer

Minutes of Previous Meetings

The previously distributed Minutes of the Management Committee meeting on March 28, 2012 were offered for approval. A motion was made, seconded and voted unanimously to accept the Minutes as written.

Clerk's Report

Mr. Johnston reported the following communications since the last Management Committee meeting:

- 3/29 memo from Clerk to Management Committee describing changes in Dam inspection rules
- 3/31 memo from Clerk to Attorney Nickless regarding land below dam
- 4/11 letter from Clerk to Field Resources, Inc. covering agreement to survey dam and land below the dam
- 4/18 letter from Clerk to Green Mountain Club thanking them for \$100 contribution
- 4/18 letter from Clark Rowell of UniBank to USDA advising that District is unable to obtain long term financing from other potential lending sources
- 4/20 mailing of 127 newsletters to members and Friends
- 4/25 e-mail from Clerk to Kathy Pelley describing her share of judgement
- Exchange of e-mails and telephone calls between Clerk and UniBank
- Exchange of e-mails and telephone calls between Clerk and Lenard Engineering
- Exchange of e-mails and telephone calls between Clerk and Attorneys Nickless and Phillips
- Exchange of e-mails and telephone calls between Clerk and USDA Rural Development

Treasurer's Report

Mr. O'Coin presented a Treasurer's Report dated 4/25/12 showing that the District had \$10,143.84 on deposit in the Commerce Bank. He reviewed the report and the list of transactions. Most significant was the withdrawal of \$1,109.71 from the Commerce Bank stabilization account certificate of deposit upon its maturity. His intent was to deposit this check into a new certificate of deposit account at the Spencer Savings Bank. This attempt proved frustrating because employees of the bank refused to open the account because he did not have sufficient documentation regarding the District, although the District previously had accounts with the bank. Another attempt will be made through a bank vice president on 4/27. Mr. O'Coin also sought and received approval for Warrant #159.

Mr. O'Coin reported applying for and being assigned a Central Contractor's Registration CAGE number as part of the USDA loan application process.

Old Business

Draw Down Update:

Mr. Johnston reported that Mr. Lee and he reinstalled the flash boards and closed the low level outlet on 3/31. The water level at that time was 26 inches below the spillway elevation. The Spring period has been exceptionally dry and the water level remained down in the 24 to 26 inch below spillway elevation area until 4/24 when, following a period of heavy rain, the lake level rose to 16 inches below the spillway elevation.

Engineering Plan Update:

Mr. Johnston reported that working with Lenard Engineering was proving to be very rewarding. Exploratory test pits were dug by R. H. White Construction under the supervision of Lenard Engineering which verified and located the presence of a clay berm in the interior of the dam structure. The function of this impervious berm is to stop the flow of water through the dam. Mr. Johnston also reported engaging the services of Field Resources, Inc. to perform a topographical and metes and bounds survey of the dam as a prerequisite to dam repair engineering drawings by Lenard Engineering. The survey work was completed on 4/17 and was delivered to Lenard Engineering on 4/24. Engineering drawings will be available for review by the Office of Dam Safety as part of the Chapter 253 dam repair permit process during the week of 4/30.

Dam Repair Plan:

Repairs to the clay berm within the dam structure will be made over time. A shallow trench will be dug along the top of the existing berm. Additional clay will be applied between the top of the existing berm and the crest of the dam. The first effort, this Spring, will be to repair the berm to stop the leak near the gate house and, while equipment is there, to attempt to repair the berm near the spillway to stop minor seepage there. This work will continue in subsequent years in different sections of the dam as needed.

Line-of-credit Approval:

Mr. Johnston reported that he and Mr. O'Coin were planning to meet at the Spencer Saving Bank on Friday 4/27 to sign the loan documents.

USDA Loan Application:

On 4/17, officials of the USDA advised Clark Rowell of UniBank, the District's financial advisor, that they could meet to discuss an application for a Rural Development loan on 4/20. They asked that a number of forms be completed in preparation for this meeting. Mr. Johnston worked to complete these forms over the next two days and arrived at the 4/20 meeting with only a few pieces of information missing. James Fritz and Lyndon Nichols represented Rural Development. The meeting went well. The USDA Rural Development office had available money in the current quarter that must be committed by 4/30, and this money could be committed to the District if the application process with all its information requirements could be completed by 4/24. The loose ends were tied up with the assistance of Clark Rowell and attorney David Nickless on 4/23 and 4/24, and a commitment letter signing for a \$1,800,000, 40 year, 3.375% loan was arranged for 4/27.

Annual Meeting Preparation:

Mr. Johnston distributed draft copies the 2011-2012 Action Plan Status Report, 2012-2013 Action Plan, and the Warrant for the Annual Meeting showing key articles drafted by Attorney Phillips. It was agreed that the material to be distributed at the Annual Meeting would be reviewed for final approval on 5/4. Mr. Johnston would seek approval signatures on the Warrant on 4/28 and 4/29 and would get the Warrant posted and in the mail to members on 4/30.

Attorney Phillips, an expert on municipal law, will attend the Annual Meeting to help ensure that the vote on payment and financing of the judgement are handled correctly. Ruth Kaminski has agreed to by the Moderator.

New Business

Gift From Green Mountain Club:

The Green Mountain Club, now a tax exempt non-tax paying member of the District, donated \$100 to the District. Mr. Johnston shared a copy of a thank you letter.

Executive Session

A motion was made, seconded and voted unanimously to recess the meeting to conduct an Executive Session to discuss pending litigation. The meeting was recessed at 7:56 P. M.

The Executive Session commenced at 7:57 P.M. and adjourned at 8:16 P.M..

Regular Session

The regular session of the Management Committee meeting reconvened at 8:16 P.M.

Next Meeting

The next meeting of the Management Committee was schedule for Friday, 5/4 at 7:30 PM at 1 Maple Glen Lane, Leicester.

Adjournment

A motion was made, seconded and voted unanimously to adjourn the meeting. The meeting adjourned at 8:17 P.M..

A True Copy Attest:

Richard D. Johnston
District Clerk