

**PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT
FUNDING ASSISTANCE (WEST VIRGINIA CWSRF)**

Closing Date: November 14, 2013

TRANSCRIPT

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723860.00003

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT

RESOLUTION AUTHORIZING THE ACQUISITION AND CONSTRUCTION OF CERTAIN IMPROVEMENTS AND EXTENSIONS TO THE EXISTING PUBLIC SEWER FACILITIES OF THE PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT AND THE FINANCING OF THE COST THEREOF, NOT OTHERWISE PROVIDED, THROUGH THE ACCEPTANCE BY THE DISTRICT OF FUNDING ASSISTANCE IN THE AGGREGATE PRINCIPAL AMOUNT OF \$1,592,282 THROUGH THE WEST VIRGINIA CLEAN WATER SRF PROGRAM; AUTHORIZING EXECUTION AND DELIVERY OF ALL DOCUMENTS RELATING TO ACCEPTANCE OF SUCH FUNDING; APPROVING, RATIFYING AND CONFIRMING THE FUNDING ASSISTANCE AGREEMENT RELATING TO SUCH FUNDING ASSISTANCE.

BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT:

WHEREAS, this Resolution (together with any resolution supplemental hereto or amendatory hereof, or both, the "Resolution") is adopted pursuant to the provisions of (i) Chapter 16, Article 13A and (ii) Chapter 22C, Article 2 of the West Virginia Code of 1931, as amended (collectively, the "Act"), and other applicable provisions of law;

WHEREAS, the Preston County Sewer Public Service District (the "Local Government") is authorized and empowered by the Act to acquire, construct, improve, operate and maintain a wastewater treatment project and to finance the cost of acquisition and construction of the same from grants or other funding assistance consisting of a new packaged wastewater treatment plan, gravity sewer line, force main, grinder lift station, manholes, including all necessary appurtenances (the "Project");

WHEREAS, the Local Government has submitted an application for the Project to the West Virginia Department of Environmental Protection (the "DEP") and the West Virginia Water Development Authority (the "Authority");

WHEREAS, in reviewing the application for the Project, the DEP and the Authority have determined to offer funding assistance to the Local Government for the Project through a principal forgiveness loan (the "Funding Assistance") as provided in the Funding Assistance Agreement a copy of which is attached hereto and incorporated herein by reference (the "Funding Assistance Agreement");

WHEREAS, the Funding Assistance Agreement has been presented to the Local Government;

WHEREAS, the capitalized terms used herein and not otherwise defined shall have the same meaning set forth in the Funding Assistance Agreement when used herein;

WHEREAS, the Local Government has complied with all terms and requirements set forth in the Funding Assistance Agreement; and

WHEREAS, the Governing Body deems it essential and desirable that this Resolution be adopted, that the Funding Assistance Agreement be approved and ratified, that the exact principal amount, date, and other terms of the Funding Assistance be fixed hereby in the manner stated herein, and that other matters relating to the Funding Assistance be herein provided for.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT, AS FOLLOWS:

Section 1. A. There is hereby authorized and ordered the implementation of the Project at an estimated cost not to exceed \$1,662,282 which includes the acquisition and installation of the Project in accordance with the plans and specifications which have been prepared by the Consulting Engineers, heretofore filed in the office of the Governing Body. The proceeds of the Funding Assistance hereby authorized shall be applied to the costs of the Project. The Local Government has received bids and will enter into contracts for the acquisition and installation of the Project, in an amount otherwise compatibly with the financing plan submitted to the Authority and the DEP.

B. The cost of the Project is estimated not to exceed \$1,662,282 of which \$1,592,282 will be obtained from the proceeds of the Funding Assistance and \$70,000 will be obtained from a West Virginia Infrastructure and Jobs Development Council grant.

Section 2. The Local Government hereby ratifies, approves and accepts the Funding Assistance Agreement, including all schedules and exhibits attached thereto, a copy of which is incorporated herein by reference, and the execution and delivery of the Funding Assistance Agreement by the Chairperson of the Governing Body and the performance of the obligations contained therein, on behalf of the Issuer, are hereby authorized, approved and directed.

Section 3. The Local Government hereby affirms all covenants and representations made in the Funding Assistance Agreement and in the application to the DEP. The Local Government hereby agrees to comply with all covenants, conditions and requirements set forth in the Funding Assistance Agreement.

Section 4. The Local Government shall complete the Project and operate and maintain the System in good condition.

Section 5. The Local Government shall provide written notice and request approval of the disposition of the assets to the Authority and the DEP of any sale or other disposal of the System as a whole or substantially as a whole; provided that if said sale or other disposition is to a non-governmental entity the Local Government shall obtain an appraisal of the assets purchased with the Funding Assistance and remit to the Authority for deposit into the Clean Water Revolving Loan Fund an amount equal to the then depreciated value of the assets purchased.

Section 6. The Local Government will carry such insurance as is customarily carried with respect to works and properties similar to the System.

Section 7. The Local Government will not render any free services of the System.

Section 8. To the extent legally allowable, the Local Government will not grant any franchise to provide any services which would compete with the System.

Section 9. The Local Government shall annually cause the records of the System to be audited by an independent certified public accountant or independent public accountant and shall submit the report of said audit to the Authority and DEP, which report shall include a statement that notes whether the results of tests disclosed instances of noncompliance that are required to be reported under government auditing standards and, if they are, describes the instances of noncompliance and the audited financial statements shall include a statement that notes whether the Local Government's revenues are adequate to meet its Operating Expenses and debt service and reserve requirements.

Section 10. The Local Government shall annually adopt a detailed, balanced budget of the estimated revenues and expenditures for operation and maintenance of the System during the succeeding fiscal year and shall submit a copy of such budget to the Authority and DEP within 30 days of adoption thereof.

Section 11. To the extent authorized by the laws of the State and the rules and regulations of the PSC, prospective users of the System shall be required to connect thereto.

Section 12. The Local Government shall, to the full extent permitted by applicable law and the rules and regulations of the PSC, terminate the services of any water facility owned by it to any customer of the System who is delinquent in payment of charges for services provided by the System and will not restore the services of the water facility until all delinquent charges for the services of the System have been fully paid or, if the water facility is not owned by the Local Government, then the Local Government shall enter into a termination agreement with the water provider.

Section 13. The Local Government shall submit all proposed change orders to the DEP for approval. The Local Government shall obtain the written approval of the DEP before expending any proceeds of the Funding Assistance held in "contingency" as set forth in

the final Schedule A attached to the certificate of the Consulting Engineer. The Local Government shall obtain the written approval of the DEP before expending any proceeds of the Funding Assistance available due to bid/construction/project underruns.

Section 14. DEP shall advance the proceeds of the Funding Assistance from time to time upon receipt of a requisition evidencing the costs incurred, in the form provided on Exhibit C to the Funding Assistance Agreement. Such amounts advanced under the Funding Assistance Agreement shall be deemed forgiven on the 30th day of June in the fiscal year in which they were advanced.

Section 15. The Local Government hereby appoints and designates Clear Mountain Bank, Bruceton Mills, West Virginia, to serve as Depository Bank for the Funding Assistance.

Section 16. The proceeds of the Funding Assistance, as advanced from time to time, shall be deposited in or credited to the Valley Point Sewer Project, as received by the Local Government for payment of costs of the Project, including costs of issuance of the Funding Assistance.

Section 17. The Chairperson and Secretary of the Governing Body are hereby authorized and directed to execute and deliver such other documents and certificates required or desirable in connection with the Funding Assistance hereby and by the Funding Assistance Agreement approved and provided for, to the end that the Funding Assistance may be delivered to the Local Government pursuant to the Funding Assistance Agreement on or about November 12, 2013.

Section 18. The acquisition and construction of the Project and the financing thereof with proceeds of the Funding Assistance are in the public interest, serve a public purpose of the Local Government and will promote the health, welfare and safety of the residents of the Local Government.

Section 19. The Local Government hereby approves and accepts all contracts relating to the financing, acquisition and construction of the Project and the Chairperson of the Governing Body is hereby authorized and directed to execute and deliver all such contracts.

Section 20. The Local Government hereby approves the costs of issuance and authorizes the payment of the same.

Section 21. This Resolution shall be effective immediately following adoption of the same.

[Remainder of Page Intentionally Blank]

Adopted this 22nd day of October, 2013.



Robert H. Lee

Chairman

CERTIFICATION

Certified as a true copy of a Resolution duly adopted by the Board of Preston County Sewer Public Service District on the 22nd day of October, 2013.

Dated: November 14, 2013.

[SEAL]

Hazel Spiker
Secretary

SRF-PF-1*
(07/13)

FUNDING ASSISTANCE AGREEMENT

THIS WATER POLLUTION CONTROL REVOLVING FUND FUNDING ASSISTANCE AGREEMENT (the "Funding Assistance Agreement"), made and entered into in several counterparts, by and among the WEST VIRGINIA WATER DEVELOPMENT AUTHORITY, a governmental instrumentality and body corporate of the State of West Virginia (the "Authority"), the WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION (the "DEP"), and the local government designated below (the "Local Government").

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT (2011S-1272/C-544487)
(Local Government)

W I T N E S S E T H:

WHEREAS, the United States Congress under Title VI of the federal Clean Water Act, as amended (the "Clean Water Act"), has provided for capitalization grants to be awarded to states for the express purpose of establishing and maintaining state water pollution control revolving funds for the planning, design, construction, acquisition and/or improvement of wastewater treatment facilities;

WHEREAS, pursuant to the provisions of Chapter 22C, Article 2 of the Code of West Virginia, 1931, as amended (the "Act"), the State of West Virginia (the "State") has established a state water pollution control revolving fund program (the "Program") to acquire bonds of particular local governments pursuant to the Clean Water Act;

WHEREAS, under the Act the DEP is designated the instrumentality to enter into capitalization agreements with the United States Environmental Protection Agency ("EPA") to accept capitalization grant awards (U.S. General Services Administration; Catalog of Federal Domestic Assistance, 32nd Edition ' 66.458 (1998)) and DEP has been awarded capitalization grants to partially fund the Program;

* 100% Principal Forgiveness Projects only.

WHEREAS, under the Act and under the direction of DEP, the Authority has established a permanent perpetual fund known as the “West Virginia Water Pollution Control Revolving Fund” (hereinafter the “Fund”);

WHEREAS, pursuant to the Act, the Authority and DEP are empowered to utilize moneys from the Fund to provide funding assistance to local governments to provide the financing for the acquisition or construction of wastewater treatment projects by such local governments, all subject to such provisions and limitations as are contained in the Clean Water Act and the Act (hereinafter “Funding Assistance”);

WHEREAS, the Local Government constitutes a local government as defined by the Act;

WHEREAS, the Local Government is included on the DEP State Project Priority List and the Intended Use Plan and has met DEP’s pre-application requirements for the Program;

WHEREAS, the Local Government is authorized and empowered by the statutes of the State to acquire, construct, improve, operate and maintain a wastewater treatment project and to finance the cost of acquisition and construction of the same from grants or other funding assistance;

WHEREAS, the Local Government intends to construct, is constructing or has constructed such a wastewater treatment project at the location and as more particularly described and set forth in the application filed with DEP, as hereinafter defined (the “Project”); and

WHEREAS, the Local Government is either a “disadvantaged community” as defined in the applicable Intended Use Plan, and/or meets the definition of decentralized treatment system as defined herein.

NOW, THEREFORE, in consideration of the premises and the mutual agreements hereinafter contained, the Local Government, DEP and the Authority hereby agree as follows:

[The remainder of this page is intentionally blank.]

ARTICLE I

Definitions

1.1 Except where the context clearly indicates otherwise, the terms “Authority,” “cost,” “fund,” “local government,” and “project” have the definitions and meanings ascribed to them in the Act or in the SRF Regulations.

1.2 “Consulting Engineers” means the professional engineer, licensed by the State, designated in the Application and any successor thereto.

1.3 “Decentralized System” means wastewater treatment systems that treat wastewater, then reusing and/or dispersing the reclaimed water, as close to where it is generated as practical in each circumstance. A Decentralized System may include: on-site systems contained entirely within the simple boundaries of the lot it serves; small-scale collective systems, with their reuse/dispersal sites on easements on the lots served, on vacant lots purchased for this purpose, on off-site properties, or a combination of these; larger scale collective systems utilizing dispersed or aggregated reuse/dispersal sites or discharging to surface water.

1.4 “Operating Expenses” means the reasonable, proper and necessary costs of operation and maintenance of the System, as hereinafter defined, as should normally and regularly be included as such under generally accepted accounting principles.

1.5 “Program” means the wastewater treatment facility acquisition, construction and improvement program coordinated through the capitalization grants program established under the Clean Water Act and administered by DEP.

1.6 “Project” means the wastewater treatment facility project hereinabove referred to, to be constructed or being constructed by the Local Government in whole or in part with Funding Assistance or being or having been constructed by the Local Government in whole or in part with the proceeds of bond anticipation notes or other interim financing, which is to be paid in whole or in part with the net proceeds of the Funding Assistance.

1.7 “SRF Regulations” means the regulations set forth in Title 47, Series 31 of the West Virginia Code of State Regulations, as amended.

1.8 “System” means the wastewater treatment facility owned by the Local Government, of which the Project constitutes all or to which the Project constitutes an improvement, and any improvements thereto hereafter constructed or acquired from any sources whatsoever.

1.9 Additional terms and phrases are defined in this Funding Assistance Agreement as they are used.

ARTICLE II

The Project and the System

2.1 The Project shall generally consist of the construction and acquisition of the facilities described in the application filed with the DEP, to be, being or having been constructed in accordance with plans, specifications and designs prepared for the Local Government by the Consulting Engineers, the DEP and Authority having found, to the extent applicable, that the Project is consistent with the applicable provisions of the Program.

2.2 Subject to the terms, conditions and provisions of this Funding Assistance Agreement and the Local Act, the Local Government has acquired, or shall do all things necessary to acquire, the proposed site of the Project and shall do, is doing or has done all things necessary to construct the Project in accordance with the plans, specifications and designs prepared for the Local Government by the Consulting Engineers.

2.3 All real estate and interests in real estate and all personal property constituting the Project and the Project site heretofore or hereafter acquired shall at all times be and remain the property of the Local Government, subject to any mortgage lien or other security interest as is provided for in the Local Statute unless a sale or transfer of all or a portion of said property is approved by DEP and the Authority.

2.4 The Local Government agrees that the Authority and DEP and their respective duly authorized agents shall have the right at all reasonable times to enter upon the Project site and Project facilities and to examine and inspect the same. The Local Government further agrees that the Authority and DEP and their respective duly authorized agents shall, prior to, during and after completion of construction and commencement of operation of the Project, have such rights of access to the System site and System facilities as may be reasonably necessary to accomplish all of the powers and rights of the Authority and DEP with respect to the System pursuant to the pertinent provisions of the Act.

2.5 The Local Government shall keep complete and accurate records of the cost of acquiring the Project site and the costs of constructing, acquiring and installing the Project, in accordance with generally accepted governmental accounting standards. The Local Government shall permit the Authority and DEP, acting by and through their Directors or duly authorized agents and representatives, to inspect all

books, documents, papers and records relating to the Project and the System at any and all reasonable times for the purpose of audit and examination, and the Local Government shall submit to the Authority and DEP such documents and information as it may reasonably require in connection with the construction, acquisition and installation of the Project, the operation and maintenance of the System and the administration of the Funding Assistance proceeds or of any State and federal grants or other sources of financing for the Project.

2.6 The Local Government agrees that it will permit the Authority and DEP and their respective agents to have access to the records of the Local Government pertaining to the operation and maintenance of the System at any reasonable time following completion of construction of the Project and commencement of operation thereof or if the Project is an improvement to an existing system at any reasonable time following commencement of construction.

2.7 The Local Government shall require that each construction contractor furnish a performance bond and a payment bond, each in an amount at least equal to one hundred percent (100%) of the contract price of the portion of the Project covered by the particular contract as security for the faithful performance of such contract and shall verify or have verified such bonds prior to commencement of construction.

2.8 The Local Government shall require that each of its contractors and all subcontractors maintain, during the life of the construction contract, workers' compensation coverage, public liability insurance, property damage insurance and vehicle liability insurance in amounts and on terms satisfactory to the Authority and DEP and shall verify or have verified such insurance prior to commencement of construction. Until the Project facilities are completed and accepted by the Local Government, the Local Government or (at the option of the Local Government) the contractor shall maintain builder's risk insurance (fire and extended coverage) on a one hundred percent (100%) basis (completed value form) on the insurable portion of the Project, such insurance to be made payable to the order of the Authority, the Local Government, the prime contractor and all subcontractors, as their interests may appear. If facilities of the System which are detrimentally affected by flooding are or will be located in designated special flood or mudslide-prone areas and if flood insurance is available at a reasonable cost, a flood insurance policy must be obtained by the Local Government on or before the Date of Closing.

2.9 The Local Government shall provide and maintain competent and adequate engineering services satisfactory to the Authority and DEP covering the supervision and inspection of the development and construction of the Project and bearing the responsibility of assuring that construction conforms to the plans, specifications and designs prepared by the Consulting Engineers, which have been approved by all necessary governmental bodies. Such engineer shall certify to the

Authority, DEP and the Local Government at the completion of construction that construction is in accordance with the approved plans, specifications and designs, or amendments thereto, approved by all necessary governmental bodies. The Local Government shall require the Consulting Engineers to submit Record Drawings, as defined in the SRF Regulations, to it within 60 days of the completion of the Project. The Local Government shall notify DEP in writing of such receipt. The Local Government shall submit a Performance Certificate, the form of which is attached hereto as Exhibit A, and being incorporated herein by reference, to DEP within 60 days of the end of the first year after the Project is completed.

2.10 The Local Government shall require the Consulting Engineers to submit the final or updated Operation and Maintenance Manual, if necessary as defined in the SRF Regulations, to DEP when the Project is 90% completed. The Local Government shall at all times provide operation and maintenance of the System in compliance with any and all State and federal standards. The Local Government shall employ a state certified plant operator prior to the Project being 50% complete and notify the DEP of such employment. The Local Government shall retain the operator(s) to operate the System as required by State law.

2.11 The Local Government hereby covenants and agrees to comply with all applicable laws, rules and regulations issued by the Authority, DEP or other State, federal or local bodies in regard to the construction of the Project and operation, maintenance and use of the System.

2.12 The Local Government, commencing on the date contracts are executed for the acquisition or construction of the Project and for two years following the completion of acquisition or construction of the Project, shall each month complete a Monthly Financial Report, the form of which is attached hereto as Exhibit B and incorporated herein by reference, and forward a copy by the 20th of each month to the DEP and the Authority.

2.13 The Local Government, during construction of the Project, shall complete Payment Requisition Forms, the form of which is attached hereto as Exhibit C and incorporated herein by reference, and forward such forms to DEP in compliance with the Local Government's construction schedule.

2.14 The Local Government, prior to the closing of the Funding Assistance, shall provide the DEP and the Authority with the opinion of local counsel, the form of which is attached hereto as Exhibit F and incorporated herein by reference.

ARTICLE III

Conditions to Advance of Funding Assistance

3.1 The agreement of the Authority and DEP to advance Funding Assistance hereunder:

(a) The Local Government shall either have received bids or entered into contracts for the construction of the Project, which are in an amount and otherwise compatible with the plan of financing described in the application filed with DEP; provided that, if the proceeds of the Funding Assistance will refund an interim construction financing, the Local Government must either be constructing or have constructed its Project for a cost and as otherwise compatible with the plan of financing described in the application filed with DEP; and, in either case, the Authority and DEP shall have received a certificate of the Consulting Engineers to such effect, the form of which certificate is attached hereto as Exhibit D;

(b) The Local Government shall have obtained all permits required by the laws of the State and the federal government necessary for the construction of the Project, and the Authority and DEP shall have received a certificate of the Consulting Engineers to such effect;

(c) The Local Government shall have obtained all requisite orders of and approvals from the Public Service Commission of West Virginia (the "PSC") and the West Virginia Infrastructure and Jobs Development Council necessary for the construction of the Project and operation of the System, with all requisite appeal periods having expired without successful appeal and the Authority and DEP shall have received an opinion of counsel to the Local Government, which may be local counsel to the Local Government, bond counsel or special PSC counsel but must be satisfactory to the Authority and DEP, to such effect;

(d) The Local Government shall have obtained any and all approvals of rates and charges required by State law and shall have taken any other action required to establish and impose such rates and charges (imposition of such rates and charges is not, however, required to be effective until completion of construction of the Project), with all requisite appeal periods having expired without successful appeal, and the Authority and DEP shall have received an opinion of local counsel to the Local Government, to such effect;

(e) Such rates and charges for the System shall be sufficient to comply with the provisions hereof, and the Authority and DEP shall have received a certificate of the accountant for the Local Government, or such other person or firm

experienced in the finances of local governments and satisfactory to the Authority and DEP, to such effect; and

(f) The Funding Assistance, together with all moneys on deposit or to be simultaneously deposited (or, with respect to proceeds of grant anticipation notes or other indebtedness for which a binding purchase contract has been entered, to be deposited on a date certain) and irrevocably pledged thereto and the proceeds of grants irrevocably committed therefor, shall be sufficient to pay the costs of construction and acquisition of the Project as set forth in the application filed with DEP, and the Authority and DEP shall have received a certificate of the Consulting Engineers, or such other person or firm experienced in the financing of wastewater treatment projects and satisfactory to the Authority and DEP, to such effect, such certificate to be in form and substance satisfactory to the Authority and DEP, and evidence satisfactory to the Authority and DEP of such irrevocably committed grants.

3.2 The Local Government shall provide DEP with the appropriate documentation to comply with the special conditions regarding the public release and audit requirements, established by federal and State regulations as set forth in Exhibit E attached hereto at such times as are set forth therein.

ARTICLE IV

Other Agreements of the Local Government

4.1 Covenants substantially as follows:

(a) That the Local Government shall complete the Project and operate and maintain the System in good condition;

(b) That the Local Government shall provide written notice and request approval of the disposition of the assets to the Authority and the DEP of any sale or other disposal of the System as a whole or substantially as a whole; provided that if said sale or other disposition is to a non-governmental entity the Local Government shall obtain an appraisal of the assets purchased with the Funding Assistance and remit to the Authority for deposit into the Clean Water Revolving Loan Fund an amount equal to the then depreciated value of the assets purchased;

(c) That the Local Government will carry such insurance as is customarily carried with respect to works and properties similar to the System;

(d) That the Local Government will not render any free services of the System;

(e) That, to the extent legally allowable, the Local Government will not grant any franchise to provide any services which would compete with the System;

(f) That the Local Government shall annually cause the records of the System to be audited by an independent certified public accountant or independent public accountant and shall submit the report of said audit to the Authority and DEP, which report shall include a statement that notes whether the results of tests disclosed instances of noncompliance that are required to be reported under government auditing standards and, if they are, describes the instances of noncompliance and the audited financial statements shall include a statement that notes whether the Local Government's revenues are adequate to meet its Operating Expenses and debt service and reserve requirements;

(g) That the Local Government shall annually adopt a detailed, balanced budget of the estimated revenues and expenditures for operation and maintenance of the System during the succeeding fiscal year and shall submit a copy of such budget to the Authority and DEP within 30 days of adoption thereof;

(h) That, to the extent authorized by the laws of the State and the rules and regulations of the PSC, prospective users of the System shall be required to connect thereto;

(i) That the Local Government shall, to the full extent permitted by applicable law and the rules and regulations of the PSC, terminate the services of any water facility owned by it to any customer of the System who is delinquent in payment of charges for services provided by the System and will not restore the services of the water facility until all delinquent charges for the services of the System have been fully paid or, if the water facility is not owned by the Local Government, then the Local Government shall enter into a termination agreement with the water provider; and

(j) That the Local Government shall submit all proposed change orders to the DEP for approval. The Local Government shall obtain the written approval of the DEP before expending any proceeds of the Funding Assistance held in "contingency" as set forth in the final Schedule A attached to the certificate of the Consulting Engineer. The Local Government shall obtain the written approval of the DEP before expending any proceeds of the Funding Assistance available due to bid/construction/project underruns.

4.2 The Local Government hereby acknowledges to the Authority and DEP its understanding of the provisions of the Act, vesting in the Authority and DEP certain powers, rights and privileges with respect to wastewater treatment projects in the event of default by the Local Government in the terms and covenants of this Funding Assistance Agreement, and the Local Government hereby covenants and agrees that, if the Authority should hereafter have recourse to said rights and powers, the Local Government shall take no action of any nature whatsoever calculated to inhibit, nullify, void, delay or render nugatory such actions of the Authority in the due and prompt implementation of this Funding Assistance Agreement.

4.3 The Local Government hereby warrants and represents that all information provided to the Authority and DEP in this Funding Assistance Agreement, in the application filed with DEP or in any other application or documentation with respect to financing the Project was at the time, and now is, true, correct and complete, and such information does not omit any material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading. Prior to the Local Government receiving the Funding Assistance, the Authority and DEP shall have the right to cancel all or any of their obligations under this Funding Assistance Agreement if (a) any representation made to the Authority and DEP by the Local Government in connection with the issuance of the Funding Assistance shall be incorrect or incomplete in any material respect or (b) the Local Government has violated any commitment made by it in its application filed with DEP or in any supporting documentation or has violated any of the terms of the Act, the SRF Regulations or this Funding Assistance Agreement.

4.4 The Local Government hereby agrees to file with the Authority and DEP upon completion of acquisition and construction of the Project a schedule in substantially the form of Amended Schedule A to the application filed with DEP, setting forth the actual costs of the Project and sources of funds therefor.

ARTICLE V

Miscellaneous

5.1 Schedule X shall be attached to this Funding Assistance Agreement by the Authority as soon as practicable after the Date of Closing is established and shall be approved by an official action of the Local Government supplementing the Local Act, a certified copy of which official action shall be submitted to the Authority.

5.2 If any provision of this Funding Assistance Agreement shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such provision shall not affect any of the remaining provisions of this Funding Assistance

Agreement, and this Funding Assistance Agreement shall be construed and enforced as if such invalid or unenforceable provision had not been contained herein.

5.3 This Funding Assistance Agreement may be executed in one or more counterparts, any of which shall be regarded for all purposes as an original and all of which constitute but one and the same instrument. Each party agrees that it will execute any and all documents or other instruments and take such other actions as may be necessary to give effect to the terms of this Funding Assistance Agreement.

5.4 No waiver by any party of any term or condition of this Funding Assistance Agreement shall be deemed or construed as a waiver of any other terms or conditions, nor shall a waiver of any breach be deemed to constitute a waiver of any subsequent breach, whether of the same or of a different section, subsection, paragraph, clause, phrase or other provision of this Funding Assistance Agreement.

5.5 This Funding Assistance Agreement supersedes all prior negotiations, representations and agreements between the parties hereto relating to the Funding Assistance and constitutes the entire agreement between the parties hereto in respect thereof.

5.6 This Funding Assistance Agreement shall terminate upon written notice of termination to the Local Government and the Authority by the DEP.

IN WITNESS WHEREOF, the parties hereto have caused this Funding Assistance Agreement to be executed by their respective duly authorized officers as of the date executed below by the Authority.

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT

(SEAL)

Attest:

By: _____
Its: Chairman
Date: November 14, 2013

Its: Secretary

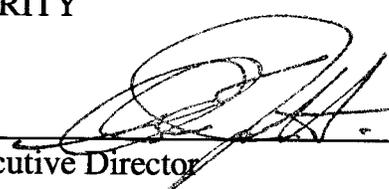
WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION, DIVISION OF WATER AND WASTE MANAGEMENT

By: _____
Its: Director
Date: November 14, 2013

WEST VIRGINIA WATER DEVELOPMENT AUTHORITY

(SEAL)

Attest:

By:  _____
Its: Executive Director
Date: November 14, 2013


Its: Authorized Officer

EXHIBIT A

FORM OF PERFORMANCE CERTIFICATE

[To Be Provided By DEP]

EXHIBIT B

MONTHLY FINANCIAL REPORT

Name of Local Government _____
Name of Bond Issue(s) _____
Type of Project _____ **Water** _____ **Wastewater** _____
Fiscal Year _____ **Report Month** _____

<u>Item</u>	<u>Current Month</u>	<u>Total Year To Date</u>	<u>Budget Year To Date</u>	<u>Budget Year To Date Minus Total Year To Date</u>
1. Gross Revenues	_____	_____	_____	_____
2. Operating Expenses	_____	_____	_____	_____
3. Bond Payments:				
<u>Type of Issue</u>	_____	_____	_____	_____
Clean Water SRF	_____	_____	_____	_____
Drinking Water TRF	_____	_____	_____	_____
Infrastructure Fund	_____	_____	_____	_____
Water Development Authority	_____	_____	_____	_____
Rural Utilities Service	_____	_____	_____	_____
Economic Development Administration	_____	_____	_____	_____
Other (Identify)	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
4. Renewal and Replacement Fund Deposits	_____	_____	_____	_____

Name of Person Completing Form

Address

Telephone

INSTRUCTIONS FOR COMPLETING MONTHLY FINANCIAL REPORT

Item 1 You will need a copy of the current fiscal year budget adopted by the Local Government to complete Items 1 and 2. In Item 1, provide the amount of actual **Gross Revenues** for the current month and the total amount year-to-date in the respective columns. Divide the budgeted annual Gross Revenues by 12. For example, if Gross Revenues of \$1,200 are anticipated to be received for the year, each month the base would be increased by \$100 ($\$1,200/12$). This is the incremental amount for the Budget Year-to-Date column.

Item 2 Provide the amount of actual **Operating Expenses** for the current month and the total amount year-to-date in the respective columns. Any administrative fee should be included in the Operating Expenses. Divide the budgeted annual Operating Expenses by 12. For example, if Operating Expenses of \$900 are anticipated to be incurred for the year, each month the base would be increased by \$75 ($\$900/12$). This is the incremental amount for the Budget Year-to-Date column.

Item 3 Provide the **Bond Payments (principal, interest and reserve account)** for all the outstanding bonds of the Local Government according to the source of funding. For example, Clean Water State Revolving Fund loan from Department of Environmental Protection, Drinking Water Treatment Revolving Fund loan from Bureau for Public Health, Infrastructure Fund loan from Infrastructure and Jobs Development Council, or a loan from the Water Development Authority, etc.

Item 4 Provide the amount deposited into the **Renewal and Replacement Fund** each month. This amount is equal to 2.5% of Gross Revenues minus the total reserve account payments included in Item 3. If Gross Revenues are \$1,200, then \$30 (2.5% of \$1,200), LESS the amount of all reserve account payments in Item 3 should be deposited into the Renewal and Replacement Fund. The money in the Renewal and Replacement Fund should be kept separate and apart from all other funds of the Local Government.

The Local Government must complete the Monthly Financial Report and forward it to the Water Development Authority by the 20th day of each month, commencing on the date contracts are executed for the acquisition or construction of the Project and for two years following the completion of acquisition or construction of the Project.

EXHIBIT C

PAYMENT REQUISITION FORM

(All Copies to Be Provided by DEP for Each Project)

EXHIBIT D

FORM OF CERTIFICATE OF CONSULTING ENGINEER

(Issuer)

(Name of Bonds)

I, _____, Registered Professional Engineer, West Virginia License No. _____, of _____, Consulting Engineers, _____, hereby certify as follows:

1. My firm is engineer for the acquisition and construction of _____ to the _____ system (the "Project") of (the "Issuer"), to be constructed primarily in _____ County, West Virginia, which acquisition and construction are being permanently financed in part by the above-captioned bonds (the "Bonds") of the Issuer. Capitalized words not defined herein shall have the same meaning set forth in the bond _____ adopted or enacted by the Issuer on _____, and the Funding Assistance Agreement by and among the Issuer, the West Virginia Water Development Authority (the "Authority"), and the West Virginia Department of Environmental Protection (the "DEP"), dated _____

2. The Bonds are being issued for the purposes of (i) _____, and (ii) paying certain issuance and other costs in connection therewith.

3. To the best of my knowledge, information and belief, (i) within the limits and in accordance with the applicable and governing contractual requirements relating to the Project, the Project will be constructed in general accordance with the approved plans, specifications and designs prepared by my firm and approved by the DEP and any change orders approved by the Issuer, the DEP and all necessary governmental bodies; (ii) the Project, as designed, is adequate for its intended purpose and has a useful life of at least _____ years, if properly operated and maintained, excepting anticipated replacements due to normal wear and tear; (iii) the Issuer has received bids for the acquisition and construction of the Project which are in an amount and otherwise compatible with the plan of financing set forth in Schedule attached hereto as Exhibit A, and my firm¹ has ascertained that all successful bidders have made required provisions

¹If another responsible party, such as the Issuer's attorney, reviews the insurance and

for all insurance and payment and performance bonds and that such insurance policies or binders and such bonds have been verified for accuracy; (iv) the successful bidders received any and all addenda to the original bid documents; (v) the bid documents relating to the Project reflect the Project as approved by the DEP and the bid forms provided to the bidders contain all critical operational components of the Project; (vi) the successful bids include prices for every item on such bid forms; (vii) the uniform bid procedures were followed; (viii) the Issuer has obtained all permits required by the laws of the State of West Virginia and the United States necessary for the acquisition and construction of the Project and operation of the System; (ix) as of the effective date thereof², the rates and charges for the System as adopted by the Issuer will be sufficient to comply with the provisions of the Funding Assistance Agreement; (x) the net proceeds of the Bonds, together with all other moneys on deposit or to be simultaneously deposited and irrevocably pledged thereto and the proceeds of grants, if any, irrevocably committed therefor, are sufficient to pay the costs of acquisition and construction of the Project approved by the DEP; (xi) the Project was designed and will be constructed in compliance with the provisions of West Virginia Code Chapter 22, Article 29; and (xii) attached hereto as Exhibit A is the final amended "Schedule A - Total Cost of Project; Sources of Funds and Cost of Financing" for the Project.

WITNESS my signature and seal on this _____ day of _____, _____.

By _____

West Virginia License No. ____

[SEAL]

payment bonds, then insert the following: [and in reliance upon the opinion of _____, Esq.] and delete "my firm has ascertained that".

²If the Rule 42 Exhibit and/or rate structure was prepared by an accountant, then insert the following: "In reliance upon the certificate of _____ of even date herewith," at the beginning of (ix).

EXHIBIT E

SPECIAL CONDITIONS

A. **PUBLIC RELEASE REQUIREMENT** – The Local Government agrees to include, when issuing statements, press releases, requests for proposals, bid solicitations, ground breaking or project dedication program documents and other documents describing projects or programs funded in whole or in part with Federal money, (1) the percentage of the total costs of the program or project which will be financed with Federal money, (2) the dollar amount of Federal funds for the project or program, and (3) percentage and dollar amount of the total costs of the project or program that will be financed by non-governmental sources.

B. **ASSET MANAGEMENT** – The Local Government shall submit an acceptable asset management plan or where applicable, updated plans, to DEP no later than six months following substantial completion of the Project. This requirement shall be included in the bond closing documents.

C. **WAGE RATES** – The Local Government shall require that all laborers and mechanics employed by its contractors and subcontractors be paid wages at rates not less than those prevailing on projects of a character similar in the locality as determined by the Secretary of Labor (DOL) in accordance with subchapter IV of chapter 32 of title 40, United States Code. The Local Government must require that contractors and subcontractors obtain wage determinations from DOL and comply with DOL guidance and regulations implementing wage rate requirements.

D. **CLOSING REQUIREMENTS** – [Reserved].

EXHIBIT F

OPINION OF LOCAL COUNSEL FOR LOCAL GOVERNMENT

[To Be Dated as of Date of Closing]

[Name of Local Government]
_____, West Virginia

West Virginia Water Development Authority
1009 Bullitt Street
Charleston, WV 25301

West Virginia Department of Environmental Protection
601 57th Street
Charleston, West Virginia 25304

Re: \$_____ Funding Assistance (West Virginia Clean
Water SRF Program)

Ladies and Gentlemen:

[I am/We are] counsel to _____ (the "Local Government"), a
_____.

[I/We] have examined a certified copy of proceedings and other papers relating to the authorization of a Funding Assistance Agreement dated _____, 20__, including all schedules and exhibits attached thereto (the "Funding Assistance Agreement"), among the Local Government, the West Virginia Water Development Authority (the "Authority") and the West Virginia Department of Environmental Protection (the "DEP"). All capitalized terms used herein and not otherwise defined herein shall have the same meanings set forth in the Funding Assistance Agreement and the Local Act.

The Funding Assistance is being provided for the purposes of (i) _____, and (ii) paying certain issuance and other costs in connection therewith.

[I/We] have also examined the applicable provisions of _____ of the Code of West Virginia, 1931, as amended (the "Local Statute"), and the ordinance/resolution duly adopted or enacted by the Local Government on _____, 20__ (the "Local Act"), pursuant to and under which Local Statute and Local Act, the Funding Assistance is authorized and the Funding Assistance Agreement

has been undertaken. The Funding Assistance is forgivable at the end of each fiscal year in which funds are advanced for the Project.

Based upon the foregoing and upon [my/our] examination of such other documents as [I/we] have deemed necessary, [I am/we are] of the opinion as follows:

1. The Funding Assistance Agreement has been duly authorized by and executed on behalf of the Local Government and is a valid and binding special obligation of the Local Government, enforceable in accordance with the terms thereof.

2. The Funding Assistance Agreement inures to the benefit of the Authority and the DEP and cannot be amended so as to affect adversely the rights of the Authority or the DEP or diminish the obligations of the Local Government without the consent of the Authority and the DEP.

3. The Local Government is a duly organized and validly existing , with full power and authority to acquire and construct the Project, to operate and maintain the System, to adopt or enact the Local Act and to enter into the Funding Assistance Agreement, all under the Local Statute and other applicable provisions of law.

4. The members and officers of the governing body of the Local Government have been duly and properly authorized and elected, have taken the requisite oaths and are thereby authorized to act on behalf of the Local Government in their respective capacities.

5. The Local Act and all other necessary orders and resolutions have been legally and effectively adopted or enacted by the Local Government and constitute valid and binding obligations of the Local Government, enforceable against the Local Government in accordance with their terms. The Local Act contains provisions and covenants substantially in the form of those set forth in Section 4.1 of the Funding Assistance Agreement.

6. The execution and delivery of the Funding Assistance Agreement and the consummation of the transactions contemplated by the Funding Assistance Agreement and the Local Act, and the carrying out of the terms thereof, do not and will not, in any material respect, conflict with or constitute, on the part of the Local Government, a breach of or default under any resolution, agreement or other instrument to which the Local Government is a party or any existing law, regulation, court order or consent decree to which the Local Government is subject.

7. The Local Government has received all permits, licenses, approvals, consents, exemptions, orders, certificates and authorizations necessary for the creation and existence of the Local Government, the acceptance of the Funding Assistance, the

acquisition and construction of the Project, and the operation of the System, including, without limitation, all requisite permits, approvals, orders and certificates from _____, the DEP and the West Virginia Infrastructure and Jobs Development Council.

8. To the best of [my/our] knowledge, there is no litigation, action, suit, proceeding or investigation at law or in equity before or by any court, public board or body, pending or threatened, wherein an unfavorable decision, ruling or finding would adversely affect the transactions contemplated by the Funding Assistance Agreement or the Local Act, the acquisition and construction of the Project, or the operation of the System.

9. All successful bidders have made the required provisions for all insurance and payment and performance bonds and such insurance policies or binders and such bonds have been verified for accuracy. Based upon our review of the contracts, the surety bonds and the policies or other evidence of insurance coverage in connection with the Project, [I am/we are] of the opinion that such surety bonds or policies: (1) are in compliance with the contracts; (2) are adequate in form, substance and amount to protect the various interests of the Local Government; (3) have been executed by duly authorized representatives of the proper parties; (4) meet the requirements of the Act, the Local Act and the Funding Assistance Agreement and (5) all such documents constitute valid and legally binding obligations of the parties thereto in accordance with the terms, conditions and provisions thereof.

10. The contracts contain language requiring the contractors to provide affidavits from all contractors and subcontractors indicating that each contractor and subcontractor have a drug-free workplace policy pursuant to Chapter 21, Article 1D of the West Virginia Code of 1931, as amended. The contractor has submitted a plan to implement the drug-free workplace policy prior to the awarding of the contract pursuant to Chapter 21, Article 1D of the West Virginia Code of 1931, as amended.

All counsel to the transaction may rely upon this opinion as if specifically addressed to them.

Very truly yours,

SCHEDULE X

DESCRIPTION OF FUNDING ASSISTANCE

Principal Amount of Funding Assistance \$1,592,282

The Authority at the direction of the DEP shall forgive the principal amount of the Funding Assistance. The principal amounts advanced under the Funding Assistance Agreement will be deemed forgiven on the 30th day of June in the fiscal year in which advanced.

Number of New Customers: 42

Location: Valley Point, Preston County



Chase Tower, Eighth Floor
P.O. Box 1588
Charleston, WV 25326-1588
(304) 353-8000 (304) 353-8180 Fax
www.steptoe-johnson.com

Writer's Contact Information
(304) 353-8196 – Telephone
(304) 353-8181 – Facsimile
John.Stump@steptoe-johnson.com

October 11, 2013

Via Hand Delivery

Sandra Squire, *Executive Secretary*
Public Service Commission of West Virginia
201 Brooks Street
Charleston, West Virginia 25323

03:50 PM OCT 11 2013 PSC EXEC SEC DIV

CASE NO.: 12-1141-PSD-CN

PRESTON COUNTY PUBLIC SERVICE DISTRICT

Dear Ms. Squire:

Enclosed herein for filing on behalf of the Preston County Public Service District, please find an affidavit by the District's certified public accountant.

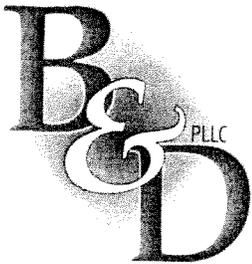
Please file the enclosed affidavit and distribute the additional copies to the appropriate parties at the Commission. Additionally, I ask that you date stamp the file copy provided and return it with our messenger. Thank you in advance for your attention to this matter, and should you have any questions please contact me at (304) 353-8196.

Best Regards,

A handwritten signature in black ink, appearing to read 'John C. Stump'.

John C. Stump
(W. V. State Bar No. 6385)

Enclosures



Bennett & Dobbins PLLC

CERTIFIED PUBLIC ACCOUNTANTS

317 Cleveland Avenue
Fairmont, WV 26554-1604
Telephone: (304) 366-4295 Fax: (304) 366-4311

GARY K. BENNETT, MBA-CPA
ZACHARY D. DOBBINS, CPA

PUBLIC SERVICE COMMISSION OF WEST VIRGINIA

CASE NO.: 12-1141-PSD-CN

PRESTON COUNTY PUBLIC SERVICE DISTRICT

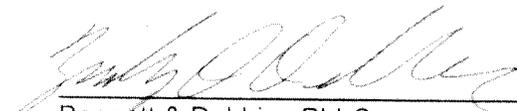
STATE OF WEST VIRGINIA
COUNTY OF MARION, TO-WIT:

AFFIDAVIT

We have reviewed the Recommended Decision of the Public Service Commission of West Virginia in Case No. 12-1141-PSD-CN entered November 26, 2012 which became a Final Order on December 16, 2012 approving the financing consisting of a Clean Water State Revolving Fund "green" forgiveness loan in the amount of \$1,751,000 and a West Virginia Infrastructure and Jobs Development Council grant in the amount of \$70,000.

Based upon all the information that has been provided, to date, we are of the opinion that the rates and charges are not affected by the revised funding consisting of a Clean Water State Revolving Fund "green" forgiveness loan in the amount of \$1,592,282 and a West Virginia Infrastructure and Jobs Development Council grant in the amount of \$70,000.

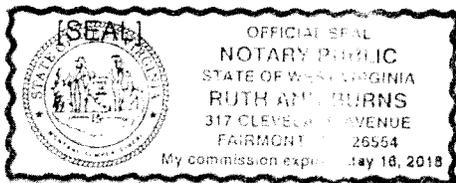
This Affidavit is executed on the 10th day of October, 2013.


Bennett & Dobbins PLLC

Taken, subscribed and sworn to before me this 10th day of October, 2013.

My commission expires May 16, 2018


Notary Public



PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON

FINAL
12/16/2012

Entered: November 26, 2012

CASE NO. 12-1141-PSD-CN

PRESTON COUNTY PUBLIC SERVICE DISTRICT,

Application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the area of the Glade Meadows Subdivision which is located south of the Town of Bruceton Mills, Preston County, along State Route 26 in an area generally identified as Valley Point.

RECOMMENDED DECISION

This Order grants the certificate and adopts the Staff-recommended rates.

On August 14, 2012, Preston County Public Service District (Utility) filed an application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the Glade Meadows Subdivision.

On August 14, 2012, the Commission ordered the Utility to publish notice of its filing.

On August 28, 2012, the Commission referred the matter requiring a decision on or before December 27, 2012.

On October 11, 2012, the Utility filed an affidavit of publication indicating that the Utility properly published notice in Preston County. There have been no protests filed pursuant to the notice.

On November 13, 2012, Staff recommended that the Utility be granted a certificate. Staff recommended a \$5.75 per month per customer service charge in addition to the Utility's normal tariff for customers in the new territory. The Utility's original filing sought a \$20.13 per month per customer charge.

On November 21, 2012, the Utility informed the Commission that it was in agreement with the Staff rate and other recommendations.

FINDINGS OF FACT

1. On August 14, 2012, the Utility filed an application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the Glade Meadows

Subdivision. The new system has the potential to add 42 customers to the Utility. (Application and Staff filing of November 13, 2012).

2. The Utility operates a sewer system that currently has 182 domestic and commercial customers. (Id.).

3. The proposed collection system and treatment plant will replace an existing stabilization pond used by the Glade Meadows Subdivision for the treatment of wastewater. The West Virginia Division of Environmental Protection has issued a notice of violation for numerous unsatisfactory conditions at the existing facility. (Staff filing of November 13, 2012).

4. The stabilization pond serves 22 existing customers. (Id.).

5. The remaining potential customers to be served by the new system utilize failing individual septic systems or discharge sewage directly into streams. (Id.).

6. The project includes the decommissioning of the existing stabilization pond. (Id.).

7. The project includes a new 10,000 gallon-per-day packaged wastewater treatment plant, 4,965 feet of 8-inch gravity sewer line, 2,800 feet of 6-inch gravity sewer line, 1,950 feet of 4-inch gravity service lateral, 2,680 feet of 3-inch force main, 1,040 feet of 2-inch force main, one duplex grinder lift station, and 42 manholes. (Id.).

8. The project has been approved by the West Virginia Infrastructure Council. (Project No. 2011S-1272).

9. The total estimated cost of the project is \$1,821,000, which is reasonable for the scope of the project. (Staff filing of November 13, 2012).

10. The cost per customer is \$47,921 which is high. (Id.).

11. The project is funded entirely by a debt forgiveness loan and a grant. The proposed loan is from the Clean Water State Revolving Fund and is a "green" forgiveness loan in the amount of \$1,751,000. The remaining financing of \$70,000 is from a West Virginia Infrastructure and Jobs Development Council grant. (Id.).

12. The engineering costs for the project total \$251,000, or 17% of the construction cost, which is within the guidelines of the American Society of Civil Engineers manual of practice. (Id.).

13. Operation and maintenance expenses are estimated to increase by \$23,888. (Id.).

14. The State Office of Environmental Health Services has issued a permit for the project. (Id.).

15. The DEP has issued an NPDES permit for the project. (Staff filing of November 13, 2012).

16. The plans and specifications for the project do not conflict with the Commission's rules and regulations. (Id.).

17. The Utility proposes no rate increase to its existing customers. (Id.).

18. The Utility proposed an additional service charge of \$20.13 per customer per month in the new project area. Staff recommended a per month per customer charge in the new territory of \$5.75. The \$5.75 per month charge is in addition to the existing tariff rate of the Utility. The regular tariff rate and the \$5.75 surcharge together amount to a \$31.96 monthly bill based on 3,600 gallons of service for the new customers. (Id.).

19. The Staff-recommended rates will provide the Utility a surplus of \$1,202. (Id.).

20. The Staff proposed surplus is the same surplus the Utility has per books. The Utility anticipates no capital expenditures paid from operating funds. (Id.).

21. The Utility currently has no debt and will not incur debt with this project. (Id.).

22. The proposed surcharge for the new territory is based solely upon the estimated increase in operating and maintenance expenses caused by the project. (Id.).

23. Staff recommended issuing the certificate. (Id.).

CONCLUSIONS OF LAW

1. The public convenience and necessity require the proposed project.

2. The proposed financing is reasonable and should be approved.

3. The Staff-recommended proposed rates are reasonable, just, based primarily on the cost of providing service and should be approved for use by the Utility upon substantial completion of the project.

ORDER

IT IS, THEREFORE, ORDERED that Preston County Public Service District be, and hereby is, granted a certificate of convenience and necessity to construct the proposed sanitary sewer collection and treatment system as described in its application of August 14, 2012. The cost of the project shall not exceed \$1,821,000.

IT IS FURTHER ORDERED that the proposed financing, consisting of a Clean Water State Revolving Fund "green" forgiveness loan in the amount of \$1,751,000 and a West Virginia

Infrastructure and Jobs Development Council grant in the amount of \$70,000, be, and hereby is, approved.

IT IS FURTHER ORDERED that, if the scope or plans for the project change, or project costs or financing changes require a further rate increase beyond any disclosed in this order, the Utility must obtain prior Commission approval before commencing construction. Changes in project costs or financing do not require separate approval if those changes do not affect rates and the Utility submits an affidavit from a certified public accountant to this effect.

IT IS FURTHER ORDERED that the Utility provide the Commission with a copy of an engineer's certified bid tabulation for all contracts ordered in this project, as soon as they are available, but no later than ten days after the bid opening date.

IT IS FURTHER ORDERED that the Utility submit to the Commission a copy of the certificate of substantial completion issued for each construction contract associated with the project, as soon as they are available, but no later than ten (10) days after the issuance of such documents.

IT IS FURTHER ORDERED that the Utility comply with all rules and regulations of the Division of Highways regarding the use of Division of Highways' rights-of-way.

IT IS FURTHER ORDERED that the rates attached be approved for use by the Utility for all service rendered on and after the date of substantial completion of the project approved in this order.

IT IS FURTHER ORDERED that the Utility provide the Commission an original and five copies of a tariff reflecting the rates approved with the Commission within thirty (30) days of the date that they are effective.

IT IS FURTHER ORDERED that the matter be removed from the open docket.

The Executive Secretary is hereby ordered to serve a copy of this order upon the Commission by hand delivery, and by electronic service upon all parties of record who have filed an e-service agreement with the Commission and by United States Certified Mail, return receipt requested, upon all parties of record who have not filed an e-service agreement with the Commission.

Leave is hereby granted to the parties to file written exceptions supported by a brief with the Executive Secretary of the Commission within fifteen (15) days of the date this order is mailed. If exceptions are filed, the parties filing exceptions shall certify to the Executive Secretary that all parties of record have been served the exceptions.

If no exceptions are so filed this order shall become the order of the Commission, without further action or order, five (5) days following the expiration of the fifteen (15) day time period, unless it is ordered stayed by the Commission.

Any party may request waiver of the right to file exceptions to an Administrative Law Judge's order by filing an appropriate petition in writing with the Secretary. No such waiver will be effective until approved by order of the Commission.



Keith A. George
Administrative Law Judge

KAG:cdk
121141aa.doc

PRESTON COUNTY PUBLIC SERVICE DISTRICT
CASE NO. 12-1141-PSD-CN

APPROVED RATES

APPLICABILITY

Applicable within the entire territory served except for the Valley Point territory

AVAILABILITY

Available for general domestic, commercial and industrial service.

RATES (customers with metered water supply)

First	3,600 gallons of water used per month	\$7.28 per 1,000 gallons
All Over	3,600 gallons of water used per month	\$7.28 per 1,000 gallons

FLAT RATE CHARGE (customers with non-metered water supply)

Equivalent of 3,600 gallons of water usage or \$26.21 per month.

MINIMUM CHARGE

No bill will be rendered for less than \$26.21 per month.

FEDERAL BUREAU OF PRISONS BULK RATE

All water for bulk purchase will be billed at the approved rate of \$2.00 per 1,000 gallons of water used per month.

RETURNED CHECK CHARGE

A service charge equal to the actual bank fee assessed to the District, not to exceed \$25.00, will be imposed upon any customer whose check for payment of charges is returned by their bank due to insufficient funds.

DISCONNECT/RECONNECT/ADMINISTRATIVE FEE

Whenever water service has been disconnected for non-payment of sewer bills in conjunction with a water service termination agreement with the Bruceton Water Department, a disconnection fee of \$10.00 shall be charged; or in the event the delinquent sewer bill is collected by the water company, an administrative fee of \$10.00 shall be charged.

Whenever water service, which has previously been disconnected or otherwise withheld for non-payment of a sewer bill in conjunction with a water service termination agreement with the Bruceton Water Department, is reconnected, a fee of \$10.00 shall be charged.

DELAYED PAYMENT PENALTY

The above schedule is net. On all accounts not paid in full when due, ten percent will be added to the net current amount unpaid. This delayed payment penalty is not interest and is to be collected only once for each bill where it is appropriate.

TAP FEE

The following charge is to be made whenever the utility installs a new tap to serve an applicant:

A tap fee of \$200.00 will be charged to all customers who apply for service outside of a certificate proceeding before the Commission for each new tap to the system.

INCREMENTAL LEAK ADJUSTMENT

\$3.80 per 1,000 gallons is to be used when the bill reflects unusual consumption which can be attributed to eligible leakage on the customer's side of the meter. This rate shall be applied to all such consumption above the customer's historical average usage.

SECURITY DEPOSIT

Not to exceed two-twelfths (2/12) of the average annual usage of the applicant's specific customer class, or fifty dollars, whichever is greater. This fee may be changed by applicable statutory provisions.

Schedule IIAPPLICABILITY

Applicable within the Valley Point territory.

AVAILABILITY

Available for general domestic, commercial and industrial service.

RATES (customers with metered water supply)

Service Charge		\$5.75 per month
First	3,600 gallons of water used per month	\$7.28 per 1,000 gallons
All Over	3,600 gallons of water used per month	\$7.28 per 1,000 gallons

FLAT RATE CHARGE (customers with non-metered water supply)

Equivalent of 3,600 gallons of water usage or \$31.96 per month.

MINIMUM BILL

\$31.96 per month which is the equivalent of 3,600 gallons of usage with a 5/8" meter.

RETURNED CHECK CHARGE

A service charge equal to the actual bank fee assessed to the District, not to exceed \$25.00, will be imposed upon any customer whose check for payment of charges is returned by their bank due to insufficient funds.

DISCONNECT/RECONNECT/ADMINISTRATIVE FEE

Whenever water service has been disconnected for non-payment of sewer bills in conjunction with a water service termination agreement with the Bruceton Water Department, a disconnection fee of \$10.00 shall be charged; or in the event the delinquent sewer bill is collected by the water company, an administrative fee of \$10.00 shall be charged.

Whenever water service, which has previously been disconnected or otherwise withheld for non-payment of a sewer bill in conjunction with a water service termination agreement with the Bruceton Water Department, is reconnected, a fee of \$10.00 shall be charged.

DELAYED PAYMENT PENALTY

The above schedule is net. On all accounts not paid in full when due, ten percent (10%) will be added to the net current amount unpaid. This delayed payment penalty is not interest and is to be collected only once for each bill where it is appropriate.

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\$3.80 per 1,000 gallons is to be used when the bill reflects unusual consumption which can be attributed to eligible leakage on the customer's side of the meter. This rate shall be applied to all such consumption above the customer's historical average usage.

SECURITY DEPOSIT

Not to exceed two-twelfths (2/12) of the average annual usage of the applicant's specific customer class, or fifty dollars, whichever is greater. This fee may be changed by applicable statutory provisions.

Sheila Kae Williams

ATTORNEY AT LAW

GARDEN TOWERS, SUITE 314
202 TUNNELTON STREET

Kingwood, West Virginia 26537

(304) 329-1173
(304) 329-1203 FAX

October 4, 2012

Public Service Commission
of West Virginia
P. O. Box 812
201 Brooks Street
Charleston, WV 25323
ATTN: Sandra Squire
Executive Secretary

12:42 PM OCT 11 2012 PSC EXEC SEC DIV

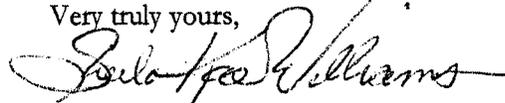
Re: Preston County Sewer Public Service District
Case No. 12-1141-PSD-CN

Dear Ms. Squire:

Attached hereto is the original and twelve (12) copies of the publication of the legal Notice of Filing as published in the Preston County Journal on August 29, 2012. Please file the same appropriately.

Your kind and timely attention to this request and filing is appreciated.

Very truly yours,



Sheila Kae Williams
State Bar No. 4069

encl.

Certificate of Publication

I, **Carol Peters**, the undersigned Advertising Manager of The Preston County Journal, a weekly newspaper of general circulation, published at Kingwood, Preston County, West Virginia, do hereby certify that the notice

Preston Co. PSD

a copy of which notice is hereto annexed, was published in said paper for One successive weeks, beginning with its issue of 8/29/12

and expiring with its issue of 8/29/12

And, I do further certify that on 8/29/12

I posted and left posted, a copy of said notice at the front door of the Courthouse of said county.



ADVERTISING MANAGER

Subscribed and sworn to before me this the 29th day of August, 2012



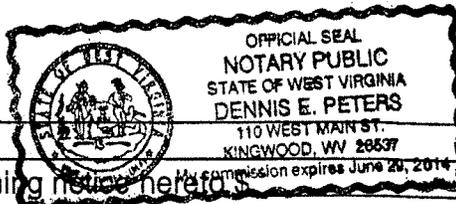
NOTARY PUBLIC

My commission expires 6/29/2014

Kingwood, WV

Received of _____

Amount for publishing notice hereto \$ _____



ADVERTISING MANAGER

**LEGAL NOTICE
PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON**

Entered by the Public Service Commission of West Virginia, in the City of Charleston on the 14th day of August 2012.

CASE NO. 12-1141-PSD-CN

PRESTON COUNTY PUBLIC SERVICE DISTRICT

Application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the area of the Glad Meadows Subdivision which is located south of the Town of Bruceton Mills, Preston County, along State Route 26 in an area generally identified as Valley Point.

NOTICE OF FILING

On August 14, 2012, Preston County Public Service District (District) filed an application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the area of the Glad Meadows Subdivision which is located south of the Town of Bruceton Mills, Preston County, West Virginia, along State Route 26 in an area generally identified as Valley Point which would replace a stabilization pond that has several unsatisfactory conditions. This project would also eliminate septic systems from other homes in the area and will involve the installation of a 8" gravity sewer line, a 2" force main, a 4" service line, 2 duplex grinder lift stations, one 10,000 GPD packaged wastewater treatment plant and 30 EA of sanitary manholes and various other appurtenances.

The improvements include the installation of a sanitary sewer collection and treatment system which would replace a stabilization pond that has several unsatisfactory conditions. This project would also eliminate septic systems from other homes in the area and will involve the installation of a 8" gravity sewer line, a 2" force main, a 4" service line, 2 duplex grinder lift stations, one 10,000 GPD packaged wastewater treatment plant and 30 EA of sanitary manholes and various other appurtenances.

The District does not have any alternative project deductions or additions that it intends to make in the event project modification becomes necessary.

The application is on file with and available for public inspection at the Public Service Commission, 201 Brooks Street, in Charleston, West Virginia.

The District estimates that construction will cost approximately \$1,821,000.00. It is proposed that the construction will be financed as follows: \$1,751,000.00 from CWSRF Green Reserve debt forgiveness and a \$70,000.00 from an IJDC grant.

The District anticipates charging the following increased rates for new customers in Valley Point and the rates for existing customers are not proposed to be increased, which rates have not been approved by Public Service Commission and will be reviewed during the certificate process:

APPLICABILITY

Applicable within the Valley Point territory.

AVAILABILITY

Available for general domestic, commercial and industrial service.

RATES (Customers with metered water supply)

Service Charge \$20.13

First 3,600 gallons of water used per month \$7.28 per 1,000 gallons

All over 3,600 gallons of water used per month \$7.28 per 1,000 gallons

FLAT-RATE (Customers with non-metered water supply)

Equivalent of 3,600 gallons of water usage or \$46.34 per month

MINIMUM BILL

\$46.34 per month which is the equivalent of 3,600 gallons of usage with 5/8" meter

These rates represent project-related and non project-related increases to become effective for Valley Point customers only upon substantial completion of the project:

(\$)	INCREASE	(\$)	INCREASE
Residential (only one class in PSD, applies to all users)	\$46.34	0%	
Commercial	N/A		
Industrial	N/A		
Resale	N/A		
Other	N/A		

This proposed rate increase, to the Valley Point customers only, related to the non-project and project related increases will produce approximately \$21,303.00 annually in additional revenue, an increase of 6%. The total increase granted will not exceed this estimate unless further notice is provided.

The District does not have any resale customers.

The increases shown are based on averages of all customers in the indicated class. Individual customers may receive increases that are greater or less than average. Furthermore, the requested rates and charges among the various classes of customers are only a proposal and are subject to change (increases or decreases) by Public Service Commission in its review of this filing.

Anyone desiring to protest or intervene should file a written protest or notice of intervention within thirty (30) days following the date of this publication unless otherwise modified by Commission order. Failure to timely protest or intervene can affect your right to protest aspects of this certificate case, including any associated rate increases, or to participate in future proceedings. All protests or requests to intervene should briefly state the reason for the protest or intervention. Requests to intervene must comply with the Commission's rules on intervention set forth in the Commission's Rules of Practice and Procedure. All protests and interventions should be addressed to Sandra Squire, Executive Secretary, P.O. Box 812, Charleston, West Virginia 25323.

In the absence of substantial protest received within thirty (30) days of this publication, the Commission may waive formal hearing and grant the application based on the Commission's review of the evidence with the application.



WEST VIRGINIA

Infrastructure & Jobs Development Council

11/9/12

Gov. Earl Ray Tomblin
Chairman

Friday, November 09, 2012

Kenneth Lowe, Jr.
Public Member

Hazel Spiker
Preston County Public Service District
P.O. Box 166 99

David "Bones" McComas
Public Member

Bruceton Mills, WV 26525-0166

Ron Justice
Public Member

Re: Preston County Sewer PSD (Valley Point)
Project 2011S-1272
IJDC Binding Commitment
(Action Required by Friday, November 30, 2012)

Louis R. Spatafore
Public Member

Joseph Freeland
Public Member

Dear Ms. Spiker:

D. K. "Bud" Carr
Public Member

The West Virginia Infrastructure and Jobs Development Council (Council) has reviewed the preliminary application for the above-named project (Project). The Council provides this binding offer of an Infrastructure Fund grant for the above-referenced Project.

James W. Ellars, P.E.
Executive Director

Below is grant information for this Project:

Barbara J. Pauley
Executive Assistant

CWSRF "Green Reserve" debt forgiveness - \$1,751,000.00 - Committed
IJDC District 1 Grant - \$70,000.00 - Committed

The Grant will be subject to the terms set forth on Schedule A attached hereto and incorporated herein by reference. The final Grant amount will be established after the Sponsor has received acceptable bids for the Project. The Council will set aside a portion of the Infrastructure Fund to make the Grant upon the Sponsor's compliance with the program requirements.

If the Sponsor has any questions regarding this commitment, please contact James W. Ellars at (304) 414-6501.

Sincerely,

Kenneth Lowe, Jr.

Attachment

WEST VIRGINIA INFRASTRUCTURE & JOBS DEVELOPMENT COUNCIL

Sewer Project No. 2011S-1272
Preston County Public Service District

SCHEDULE A

A. Approximate Amount: \$70,000 Grant

B. Grant: \$70,000

1. Grant Advancement Date(s): Monthly, upon receipt of proper requisition and after advancement of all Loan funding.

2. Special Conditions: None

NOTICE: The terms set forth above are subject to change following the receipt of construction bids.

C. Other Funding: CWSRF "Green Reserve" \$1,751,000
debt forgiveness

D. Total Project Cost: \$1,821,000

E. Proposed User Rates: Approximately \$53.62 / 4000 gallons

Hazel Spiker
November 9, 2012
Page 2 of 3

cc: DEP Rep Name, DEP
Roberta Baylor, Preston County Economic Development Authority
Clay P Riley, Thrasher Engineering, Inc.
Dorinda Kisner, Dorinda K. Kisner CPA, PLLC
Jackson Kelly PLLC

NOTE: Please acknowledge receipt below, keep one original, and immediately return one copy to the Infrastructure Council.

PRESTON COUNTY PUBLIC SERVICE DISTRICT

Hazel Spiker, Secretary
11/9/12

By: *Robert Metheny*
Its: *Brook Menkin*
Date: *11/9/12*



west virginia department of environmental protection

Division of Water and Waste Management
601 57th Street SE
Charleston, WV 25304
Phone: (304) 926-0495
Fax: (304) 926-0496

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
dep.wv.gov

August 31, 2012

Mr. Martin Wotring, Chairman
Preston Co. Sewer Public Service District
P.O. Box 89
Bruceeton Mills, West Virginia 26525

RE: Preston County Sewer PSD – Valley Point
SRF No. C-544487
Binding Commitment

Dear Mr. Wotring:

This letter is to confirm our intention of providing long-term financing through the Clean Water State Revolving Fund Program for the District's wastewater improvement project. The project involves a decentralized wastewater system to serve the Valley Point area of Preston County.

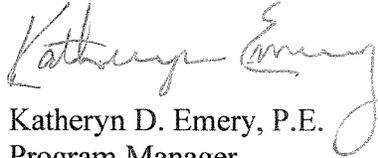
We are hereby committing a loan in the amount of \$1,751,000 on which the debt will be forgiven because the project qualifies for a "green" designation under the CWSRF program. These funds are being provided through the base CWSRF program. The final amount may be adjusted after receipt of bids and a formal application is submitted.

If the District's bonds have not been issued to the Fund prior to March 3, 2013, it is understood that the Fund reserves the right to discontinue processing the Town's application and on that day, will have no further responsibilities or obligations hereunder.

Mr. Martin Wotring, Preston Co. Sewer PSD
August 31, 2012
Binding Commitment
Page Two

Should you have any questions, please do not hesitate to contact me at (304) 926-0499, extension 1596, or at Katheryn.D.Emery@wv.gov.

Sincerely,



Katheryn D. Emery, P.E.
Program Manager
Clean Water SRF Program

KDE/cg

cc: Ms. Roberta Baylor, Preston Co EDA
Ms. Sheila Williams, Williams Law Office
Mr. Clay Riley, Thrasher Engineering
Mr. John Stump, Steptoe & Johnson
Ms. Samme Gee, Jackson Kelly

20-862 Permit app Approval File



WEST VIRGINIA

Infrastructure & Jobs Development Council

Clay Riley

RECEIVED

SEP 12 2011

- Gov. Earl Ray Tomblin
Chairman
- Kenneth Lowe, Jr.
Public Member
- David "Bones" McComas
Public Member
- Ron Justice
Public Member
- Louis R. Spatafore
Public Member
- Joseph Fresland
Public Member
- D. K. "Bud" Carr
Public Member
- James W. Ellars, P.E.
Executive Director
- Barbara J. Pauley
Administrative Secretary

September 8, 2011

Martin Wotring
Preston County Public Service District
P.O. Box 166
Bruneton Mills, WV 26525

THRASHER ENGINEERING, INC.

Re: Preston County Public Service District
Sewer Project 2011S-1272 (Revised - formerly 2007S-972)

Dear Mr. Wotring:

The West Virginia Infrastructure and Jobs Development Council (Infrastructure Council) has reviewed the Preston County Public Service District's (District) revised preliminary application for approval and funding to install a sanitary sewer collection system and a WTP for the Valley Point area (Project).

Based on the findings of the Sewer Technical Review Committee, the Infrastructure Council has determined that the Project is technically feasible within the guidelines of the Infrastructure and Jobs Development Act. The District should carefully review the enclosed comments of the Sewer Technical Review Committee as the District may need to address certain issues raised in said comments as it proceeds with the Project.

Upon consideration of the revised preliminary application, the Infrastructure Council recommends that the District utilize pursue \$1,751,000 Clean Water State Revolving Fund Green Reserve debt forgiveness. Please contact the West Virginia Division of Environmental Protection office at 304-926-0499 (X1596) for specific information on the steps the District needs to follow to apply for these funds. Please note that this letter does not constitute funding approval from this agency.

The Infrastructure Council also determined that the District may be eligible for a \$70,000 Infrastructure Fund grant pending final determination of the Project's eligibility and readiness to proceed. The total Project cost is \$1,821,000. This letter is not a commitment letter of Infrastructure Funds. The Project will be placed on the Infrastructure Council's pending list of projects.

If you have any questions regarding this matter, please contact Jim Ellars at 304-414-6501 (X106).

Sincerely,

Kenneth Lowe, Jr.

Enclosure

cc: Kathy Emery, P.E., DEP (w/o enclosure) (via e-mail)
Clay Riley, P.E., Thrasher Engineering, Inc.
Roberta Baylor, Preston County EDA

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT
FUNDING ASSISTANCE (WEST VIRGINIA CWSRF)

RECEIPT FOR FUNDING ASSISTANCE PROCEEDS

The undersigned Chairman of the Preston County Sewer Public Service District (the "Issuer"), for and on behalf of the Issuer, hereby certifies this 14th day of November as follows:

On the 14th day of November, 2013, the Issuer received and hereby acknowledges receipt from the West Virginia Water Development Authority (the "Authority"), on behalf of the Clean Water State Revolving Fund, pursuant to a Funding Assistance Agreement between the Authority, the Issuer and the West Virginia Department of Environmental Protection dated November 14, 2013 (the "Funding Assistance"), of the \$186,250, being a portion of the \$1,592,282 principal amount of the Funding Assistance. The Issuer understands that the remaining proceeds of the Funding Assistance will be advanced to the Issuer from time to time as construction proceeds to completion.

WITNESS my signature on this 14th day of November, 2013.

PRESTON COUNTY SEWER PUBLIC
SERVICE DISTRICT



Chairman



Chase Tower, Eighth Floor
P.O. Box 1588
Charleston, WV 25326-1588
(304) 353-8000 (304) 353-8180 Fax
www.steptoe-johnson.com

Writer's Contact Information

November 14, 2013

Preston County Sewer Public Service District
Bruceton Mills, West Virginia

West Virginia Water Development Authority
Charleston, West Virginia

West Virginia Department of Environmental Protection
Charleston, West Virginia

Re: \$1,592,282 Funding Assistance (West Virginia Clean Water SRF Program)

Ladies and Gentlemen:

We are counsel to Preston County Sewer Public Service District (the "Local Government"), a public service district and as a public corporation and political subdivision organized and existing under the laws of the State of West Virginia.

We have examined a certified copy of proceedings and other papers relating to the authorization of a Funding Assistance Agreement dated November 14, 2013, including all schedules and exhibits attached thereto (the "Funding Assistance Agreement"), among the Local Government, the West Virginia Water Development Authority (the "Authority") and the West Virginia Department of Environmental Protection (the "DEP").

The Funding Assistance is being provided for the purposes of (i) paying the costs of acquisition and construction of certain improvements and extensions to the existing public sewerage system of the Issuer (the "Project"); and (ii) paying certain issuance and other costs in connection therewith.

We have also examined the applicable provisions of Chapter 16, Article 13A and Chapter 22C, Article 2 of the Code of West Virginia, 1931, as amended (the "Local Statute"), and the resolution duly adopted by the Local Government on October 22, 2013 (the "Local Act"), pursuant to and under which Local Statute and Local Act, the Funding Assistance is authorized and the Funding Assistance Agreement has been undertaken. The Funding Assistance is forgivable at the end of each fiscal year in which funds are advanced for the Project.

Based upon the foregoing and upon our examination of such other documents as we have deemed necessary, we are of the opinion as follows:

1. The Funding Assistance Agreement has been duly authorized by and executed on behalf of the Local Government and is a valid and binding special obligation of the Local Government, enforceable in accordance with the terms thereof.

2. The Funding Assistance Agreement inures to the benefit of the Authority and the DEP and cannot be amended so as to affect adversely the rights of the Authority or the DEP or diminish the obligations of the Local Government without the consent of the Authority and the DEP.

3. The Local Government is a duly organized and validly existing public service district and as a public corporation and political subdivision of the State of West Virginia, with full power and authority to acquire and construct the Project, to operate and maintain the System, to adopt or enact the Local Act and to enter into the Funding Assistance Agreement, all under the Local Statute and other applicable provisions of law.

4. The members and officers of the governing body of the Local Government have been duly and properly authorized and elected, have taken the requisite oaths and are thereby authorized to act on behalf of the Local Government in their respective capacities.

5. The Local Act and all other necessary orders and resolutions have been legally and effectively adopted or enacted by the Local Government and constitute valid and binding obligations of the Local Government, enforceable against the Local Government in accordance with their terms. The Local Act contains provisions and covenants substantially in the form of those set forth in Section 4.1 of the Funding Assistance Agreement.

6. The execution and delivery of the Funding Assistance Agreement and the consummation of the transactions contemplated by the Funding Assistance Agreement and the Local Act, and the carrying out of the terms thereof, do not and will not, in any material respect, conflict with or constitute, on the part of the Local Government, a breach of or default under any resolution, agreement or other instrument to which the Local Government is a party or any existing law, regulation, court order or consent decree to which the Local Government is subject.

All counsel to the transaction may rely upon this opinion as if specifically addressed to them.

Very truly yours,



STEPHENS & JOHNSON PLLC

Sheila Kae Williams

ATTORNEY AT LAW

GARDEN TOWERS, SUITE 314
202 TUNNELTON STREET

Kingwood, West Virginia 26537

(304) 329-1173

(304) 329-1203 FAX

OPINION OF LOCAL COUNSEL

November 14, 2013

Preston County Sewer Public Service District
Bruceton Mills, West Virginia

West Virginia Water Development Authority
Charleston, West Virginia

West Virginia Department of Environmental Protection
Charleston, West Virginia

Re: \$1,592,282 Funding Assistance (West Virginia Clean Water SRF Program)

Ladies and Gentlemen:

I am counsel to Preston County Sewer Public Service District (the "Local Government"), a public service district and as a public corporation and political subdivision organized and existing under the laws of the State of West Virginia.

I have examined a certified copy of proceedings and other papers relating to the authorization of a Funding Assistance Agreement dated November 14, 2013, including all schedules and exhibits attached thereto (the "Funding Assistance Agreement"), among the Local Government, the West Virginia Water Development Authority (the "Authority") and the West Virginia Department of Environmental Protection (the "DEP").

Based upon the foregoing and upon our examination of such other documents as I have deemed necessary, I am of the opinion as follows:

1. The Local Government is a duly organized and validly existing public service district and as a public corporation and political subdivision of the State of West Virginia, with fully power and authority to acquire and construct the Project, to operate and maintain the System, to adopt or enact the October 22, 2013 authorizing resolution (the "Local Act") and to enter into the Funding Assistance Agreement, all under Chapter 16, Article 13A and Chapter 22C, Article 2 of the Code of West Virginia of 1931, as amended (the "Local Statute") and other applicable provisions of law.

2. The members and officers of the governing body of the Local Government have been duly and properly authorized and elected, have taken the requisite oaths and are thereby authorized to act on behalf of the Local Government in their respective capacities.

3. The Local Government has received all permits, licenses, approvals, consents, exemptions, orders, certificates and authorizations necessary for the creation and existence of the Local Government, the acceptance of the Funding Assistance, the acquisition and construction of the Project, and the operation of the system, including, without limitation, all requisite permits, approvals, orders and certificates from the DEP; the West Virginia Infrastructure and Jobs Development Council; and the Public Service Commission of West Virginia, including the Recommended Decision dated November 26, 2012, which became a Final Order on December 16, 2012, in Case No. 12-1141-PSD-CN of the West Virginia Public Service Commission granting to the Issuer a certificate of convenience and necessity for the Project, approving rates & charges for the System and approving the financing for the Project. An Affidavit of CPA dated October 10, 2013, was filed pursuant to such Order. The Order remains in full force and effect.

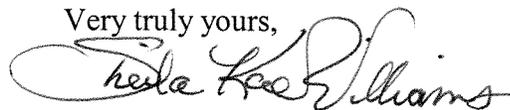
4. To the best of my knowledge, there is no litigation, action, suit, proceeding or investigation at law or in equity before or by any court, public board or body, pending or threatened, wherein an unfavorable decision, ruling or finding would adversely affect the transactions contemplated by the Funding Assistance Agreement or the Local Act, the acquisition and construction of the Project, or the operation of the System.

5. All successful bidders have made the required provisions for all insurance and payment and performance bonds and such insurance policies or binders and such bonds have been verified for accuracy. Based upon my review of the contracts, the surety bonds and the policies or other evidence of insurance coverage in connection with the Project, I am of the opinion that such surety bonds or policies: (1) are in compliance with the contracts; (2) are adequate in form, substance and amount to protect the various interests of the Local Government; (3) have been executed by duly authorized representatives of the property parties; (4) meet the requirements of the Act, the Local Act and the Funding Assistance Agreement and (5) all such documents constitute valid and legally binding obligations of the parties thereto in accordance with the terms, conditions and provisions thereof.

6. The contracts contain language requiring the contractors to provide affidavits from all contractors and subcontractors indicating that each contractor and subcontractor have a drug-free workplace policy pursuant to Chapter 21, Article 1D of the West Virginia Code of 1931, as amended. The contractor has submitted a plan to implement the drug-free workplace policy prior to the awarding of the contract pursuant to Chapter 21, Article 1D of the West Virginia Code of 1931, as amended.

All counsel to the transaction may rely upon this opinion as if specifically addressed to them.

Very truly yours,

A handwritten signature in black ink, appearing to read "Sheila Kae Williams". The signature is written in a cursive, flowing style with some loops and flourishes.

Sheila Kae Williams

Sheila Kae Williams

ATTORNEY AT LAW

GARDEN TOWERS, SUITE 314
202 TUNNELTON STREET

Kingwood, West Virginia 26537

(304) 329-1173

(304) 329-1203 FAX

November 4, 2013

West Virginia Department of
Environmental Protection
601 57th Street, S.E.
Charleston, WV 25304

West Virginia Infrastructure Council
1009 Bullitt Street
Charleston, WV

West Virginia Water Development Authority
1009 Bullitt Street
Charleston, WV

Re: Final Title Opinion for the Preston County
Sewer Public Service District/Valley Point
sewer project

Ladies and Gentlemen:

The undersigned represents the Preston County Sewer Public Service District ("PSD"), with regard to a proposed project to install a sanitary sewer collection and treatment system in the area of the Glade Meadows Subdivision which is located south of the Town of Bruceton Mills, Preston County, West Virginia, along State Route 26 in an area generally identified as Valley Point which would replace a stabilization pond that has several unsatisfactory conditions (the "Project") with the use of Department of Environmental Protection (DEP) funds and a IJDC grant and provides this final title opinion on behalf of the PSD to satisfy the requirements of WVDEP for the Project. Please be advised of the following:

1. I am of the opinion that the Preston County Sewer Public Service District is a duly created and validly existing public service district, as created upon the Petition of the Preston County Commission and approved by Order of the West Virginia Public Service Commission on January 24, 2000, and is possessed with all of the powers and authority granted to public service districts under the laws of the State of West Virginia to construct, operate and maintain the Project as approved by the DEP.

2. I have investigated and ascertained the location of, and am familiar with the legal description of the necessary sites, including easements and/or rights of way, required for the Project as set forth in the plans for the Project and Schedule of Line Easements as prepared by Thrasher

Engineering, the consulting engineers for the Project.

3. I have examined the records on file in the Office of the Clerk of the County Commission of Preston County, West Virginia, the county in which the Project is to be located, and, in my opinion, based upon the Schedule of Line Easements and site requirements prepared by Thrasher Engineering, the PSD has acquired legal title or such other estate or interest in 100% of the necessary site components for the Project, including easements and/or rights of way, sufficient to assure undisturbed use and possession for the purpose of construction, operation and maintenance for the estimated life of the Project. All rights-of-way requirements and site requirements that have been obtained have been recorded in the office of the Clerk of the County Commission of Preston County. The four Right of Entry Orders obtained from the Circuit Court of Preston County have been signed and filed in the Circuit Clerk's office and are also recorded in the aforesaid County Clerk's office.

4. All easements and rights of way which have been acquired to date by the PSD together with the Right of Entry Orders have been duly recorded in the Office of the Clerk of the County Commission of Preston County, West Virginia, to protect the legal title to and interest of the PSD.

5. That the PSD has obtained all necessary permits and approvals for the construction of the Project or has permit applications submitted to the appropriate agencies, in accordance with information provided by the PSD's engineering firm, Thrasher Engineering.

If you have any questions regarding any of the information contained in this final title opinion, or need anything further, please do not hesitate to let me know.

Very truly yours,

A handwritten signature in cursive script that reads "Sheila Kae Williams". The signature is written in black ink and is positioned above the printed name.

Sheila Kae Williams

SKW/skw

Preston County Sewer Public Service District
\$1,592,282 Funding Assistance (West Virginia Clean Water SRF Program)

CERTIFICATE OF CONSULTING ENGINEER

I, Clay P. Riley, Registered Professional Engineer, West Virginia License No. 015634, of The Thrasher Group, Inc., Bridgeport, West Virginia, Consulting Engineers, hereby certify this 14th day of November, 2013 as follows:

1. My firm is engineer for the acquisition and construction of certain additions, betterments, improvements and extensions (the "Project") to the existing public sewerage system (the "System") of Preston County Sewer Public Service District (the "Issuer"), to be constructed primarily in Preston County, West Virginia, which acquisition and construction are being permanently financed by the above-captioned funding assistance (the "Funding Assistance") of the Issuer. Capitalized words not defined herein shall have the same meaning set forth in the Resolution adopted by the Issuer on October 22, 2013, and the Funding Assistance Agreement by and among the Issuer, the West Virginia Water Development Authority (the "Authority"), and the West Virginia Department of Environmental Protection (the "DEP"), dated November 14, 2013.

2. The Funding Assistance is being issued for the purposes of (i) paying a portion of the costs of acquisition and construction of the Project, and (ii) paying certain issuance and other costs in connection therewith.

3. To the best of my knowledge, information and belief, (i) within the limits and in accordance with the applicable and governing contractual requirements relating to the Project, the Project will be constructed in general accordance with the approved plans, specifications and designs prepared by my firm and approved by the DEP and any change orders approved by the Issuer, the DEP and all necessary governmental bodies; (ii) the schematic design for the Project began before July 1, 2012; (iii) the Project, as designed, is adequate for its intended purpose and has a useful life of at least 10 years, if properly operated and maintained, excepting anticipated replacements due to normal wear and tear; (iv) the Issuer has received bids for the acquisition and construction of the Project which are in an amount and otherwise compatible with the plan of financing set forth in Schedule attached hereto as Exhibit A, and Sheila Williams, counsel, will ascertain that all successful bidders have made required provisions for all insurance and payment and performance bonds and that such insurance policies or binders and such bonds have been verified for accuracy; (v) the successful bidders received any and all addenda to the original bid documents; (vi) the bid documents relating to the Project reflect the Project as approved by the DEP and the bid forms provided to the bidders contain all critical operational components of the Project; (vii) the successful bids include prices for every item on such bid forms; (viii) the uniform bid procedures were followed; (ix) the Issuer has obtained all permits required by the

laws of the State of West Virginia and the United States necessary for the acquisition and construction of the Project and operation of the System; (x) the net proceeds of the Funding Assistance, together with all other moneys on deposit or to be simultaneously deposited and irrevocably pledged thereto and the proceeds of grants, if any, irrevocably committed therefor, are sufficient to pay the costs of acquisition and construction of the Project approved by the DEP; (xi) the Project design was performed in compliance with the provisions of West Virginia Code Chapter 22, Article 29; and (xii) attached hereto as Exhibit A is the final amended "Schedule A - Total Cost of Project; Sources of Funds and Cost of Financing" for the Project.

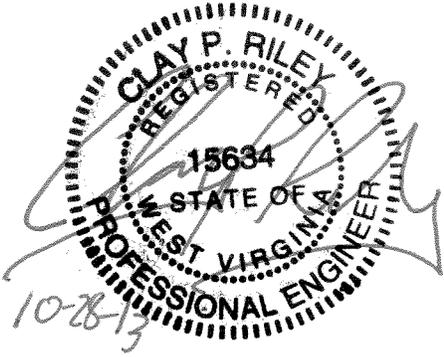
4. The Project has been designed to, and the construction contracts provide for, sewer service for 42 new customers in the Glade Meadows area.

[Remainder of Page Intentionally Blank]

WITNESS my signature and seal on the day and year first written above

THE THRASHER GROUP, INC.

[SEAL]



By 
Clay Riley, P.E.
West Virginia License No. 015634

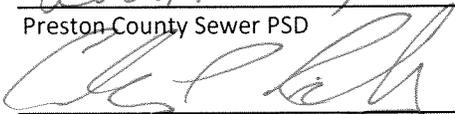
WEST VIRGINIA INFRASTRUCTURE AND JOBS DEVELOPMENT COUNCIL
SCHEDULE B --TOTAL PROJECT
PRESTON CO SEWER PSD
DEP CWSRF C-544487, IJDC 2011S-1272

10/9/2013

A. Cost of Project	Total	DEP CWSRF (Forgivable)	IJDC Grant
1. Construction			
a. Contract 1	1,148,840	1,148,840	0
2. Technical Services [Thrasher]			
a. Planning	28,500	0	28,500
b. Design & Bidding	141,750	130,250	11,500
c. Construction & Post-Construction	80,750	80,750	0
d. Special Services	50,000	50,000	0
3. Legal			
a. Legal (Project/PSC) - Williams	26,000	26,000	0
b. Legal (Funding) S&J	5,000	5,000	0
4. Accounting [Bennet & Dobbins]	25,000	25,000	0
5. Administrative [PCEDA]	30,000	30,000	0
6. Sites and Other Lands			
a. Sites and Lands	30,000	0	30,000
b. Right-of-way Activities	0	0	0
7. Miscellaneous			
a. Permits	7,500	7,500	0
b. Electrical Services	30,000	30,000	0
c. Miscellaneous	1,500	1,500	0
8. Interim Financing	0	0	0
9. Construction Contingency 5.00%	57,442	57,442	0
10 Total of Lines 1 through 9	1,662,282	1,592,282	70,000
B. Cost of Financing			
11 Bond Counsel	0	0	0
12 Bank Registrar Fee	0	0	0
13 Funded Reserve	0	0	0
14 Total Cost of Financing	0	0	0
15 Total Project Cost (line 10 plus line 14)	1,662,282	1,592,282	70,000
C. Sources of Funds			
16 Federal Grants:	0	0	0
17 State Grants (IJDC)	70,000	0	70,000
18 Other Grants	0	0	0
19 Total of Sources	70,000	0	70,000
20 Size of Bond Issue	1,592,282	1,592,282	0



 Preston County Sewer PSD



 The Thrasher Group, Inc.

10-22-13

Date

11-13

Date



Bennett & Dobbins PLLC

CERTIFIED PUBLIC ACCOUNTANTS

317 Cleveland Avenue
Fairmont, WV 26554-1604
Telephone: (304) 366-4295 Fax: (304) 366-4311

GARY K. BENNETT, MBA-CPA
ZACHARY D. DOBBINS, CPA

November 14, 2013

Preston County Sewer Public Service District

Preston County Sewer Public Service District
Bruceeton Mills, West Virginia

West Virginia Department of Environmental Protection
Charleston, West Virginia

West Virginia Water Development Authority
Charleston, West Virginia

Ladies and Gentlemen:

Based upon the rates and charges of the Preston County Sewer Public Service District (the "Issuer"), set forth in the Recommended Decision dated November 26, 2012 which became a Final Order on December 16, 2012 of the Public Service Commission of West Virginia in Case No. 12-1141-PSD-CN and the projected operating expenses and the anticipated customer usage as furnished to us by the Preston County Sewer Public Service District (the "Issuer"), it is our opinion that such rates and charges will be sufficient to provide revenues which, together with other revenues of the sewerage system (the "System") of the Issuer, will pay all operating expenses of the System.

Sincerely,

Bennett & Dobbins PLLC

BENNETT & DOBBINS PLLC

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PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON

Entered: October 20, 1999

CASE NO. 99-0100-PSWD-PC

PRESTON COUNTY COMMISSION

Petition for consent and approval to consolidate both Preston County Public Service District No. 1 and Preston County Public Service District No. 2 and rename said District; to expand the boundaries of and rename Preston County Public Service District No. 4; to expand and rename the Bructon-Brandonville Public Service District; and to dissolve Valley Sanitary District.

RECOMMENDED DECISION

PROCEDURE

On December 15, 1998, the Preston County Commission (Preston or Applicant) filed a petition which, in part, seeks approval to consolidate Preston County Public Service District No. 1 with Preston County Public Service District No. 2; expand Preston County Public Service District No. 4; expand Bructon-Brandonville Public Service District; and dissolve Valley Sanitary District.

On February 1, 1999, the Public Service Commission issued a Referral Order in this matter referring this proceeding to the Division of Administrative Law Judges for a decision to be rendered on or before July 13, 1999.

On February 9, 1999, Meyishi Blair, Staff Attorney, filed an Initial Joint Staff Memorandum prepared by James Boggess, Utilities Analyst II, Water and Wastewater Division, recommending approval of the proposed consolidation.

By Procedural Order entered on March 11, 1999, this case was set for hearing in the Council Chambers, Municipal Building, Room 313, Tunnelton Street, Kingwood, West Virginia, on April 7, 1999, at 11:00 a.m. By that same Order, the Preston County Commission was required to publish a specified notice one time before April 7, 1999, in a newspaper, duly qualified by the Secretary of State, published and of general circulation

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in Preston County. Any person affected by the consolidation could appear at said hearing and make statements of protest or support.

By Procedural Order issued on March 12, 1999, it was noted that the style of the case on all previous orders did not contain all of the actions and descriptions as proposed by the Preston County Commission's Resolution and Order of November 30, 1998. It was, therefore, ordered that the Preston County Commission not publish the Notice of Hearing attached to the Procedural Order of March 11, 1999, but, instead, publish the Notice attached to the Procedural Order of March 12, 1999, one time before April 7, 1999, in a newspaper, duly qualified by the Secretary of State, published and of general circulation in Preston County.

On April 6, 1999, Commission Staff filed the Final Joint Staff Memorandum recommending approval of the various proposals, with certain conditions.

On April 7, 1999, the hearing was held as scheduled. Those present were Victoria A. Cole, President of the Preston County Commission, Darwin Wolfe and Ronald L. Crites, Commissioners. Mr. Jeff Bolyard, Esquire, was present on behalf of Preston County PSD No. 2, and James T. Daily, Jr., Esquire, also appeared as co-counsel for Preston County PSD No. 2. Cassius H. Toon, Esquire, appeared on behalf of Commission Staff.

EVIDENCE

Mr. James Boggess, a Utilities Analyst with the Public Service Commission, was called as a witness on behalf of Commission Staff. Mr. Boggess testified that in the course of his employment, he conducted a review of this case and reduced his findings to writing in a Final Internal Memorandum dated April 5, 1999. (Tr., p. 10).

On cross-examination, Mr. Boggess explained that he was not aware of a \$2.8 million water line extension project that is being undertaken by Preston County PSD No. 2. However, he explained that, if the bonds have already been issued for that project and there is bondholder approval for the merger, in his opinion, he did not see how Preston County PSD No. 2's project would be adversely affected by the merger if the rates have already been established. (Tr., pp. 11-13).

Ms. Victoria Cole, President of the Preston County Commission stated that, in the County Commission's list of exemptions from the service territory of the proposed West district, the District failed to include the area of Arthurdale's water system, the Scotch Hill Water Project and the Denver Water Association. Ms. Cole then asked that these areas be included as exemptions in the Order. (Tr., p. 18). Mr. Toon stated that he had no objection to those being placed in the Order. (Tr., p. 18).

Mr. Weldon Barlow, a customer of Preston County PSD No. 2, commented that PSD No. 2 is too close to bringing water to 103 customers and he does not want anything to jeopardize this project. (Tr., p. 28).

POST-HEARING SUBMISSIONS

On April 21, 1999, the Preston County Commission filed a letter with the Commission requesting that any decision on the consolidation of PSD No. 1 and PSD No. 2 be delayed until October 1999.

On May 11, 1999, Cassius H. Toon, filed a Further Final Joint Staff Memorandum prepared by James Boggess, Utilities Analyst, Water and Wastewater Division. According to Staff, the West Virginia Division of Environmental Protection, Administrator of the Abandoned Mine Lands Funding Program, has filed a letter stating that, in his opinion, the consolidation of District No. 1 and District No. 2 will not affect the primary focus of the project, which is to bring clean and safe drinking water to the residents in the project area. The letter was signed by Patrick G. Park, Assistant Chief, Office of Abandoned Mine and Lands Reclamation. Another letter was received from Fred Cutlip, Director, Community Development Division, West Virginia Development Office, which administers the Small Cities Block Grant Program. Mr. Cutlip stated that, as long as the scope of the project has not changed as a result of the consolidation, he did not foresee a problem.

According to Staff, since the funding agencies involved did not see the consolidation as hindering the water line extension project, Staff continued to recommend that the consolidations, expansions and dissolution be approved with the stipulation that the West District Board notify the Commission in the event it desires to alter the scope, number of customers or the funding requirements for County No. 9 water line extension, designated as Case No. 99-0248-PWD-CN.

On May 19, 1999, Jeffrey S. Bolyard, counsel for Preston County PSD No. 2, filed a response to Commission Staff's Further Final Joint Staff Memorandum filed on May 11, 1999. According to Mr. Bolyard, the Technical Staff had not addressed any of the operational concerns raised regarding the proposed merger of Preston County PSD No. 1 and PSD No. 2. The resources and attentions of PSD No. 2 are currently absorbed by its \$2.8 million water line extension project. According to Mr. Bolyard, just because the Public Service Commission has received assurances that the funding will not be jeopardized by the merger, does not mean that the project will not be significantly delayed or even lost because of the strain placed upon PSD No. 2's Board and Staff by the dual burdens of coping with the merger at the same time they are trying to get the water line project under way.

Secondly, Mr. Bolyard noted that the party seeking the merger, the Preston County Commission, has submitted a letter to the Public Service Commission requesting that the proposed merger be delayed until at least October 1999.

By Order entered on June 29, 1999, the Commission extended the ALJ decision due date until January 10, 2000.

DISCUSSION

Since it is now October 1999, this proceeding is ripe for a final decision. The Preston County Commission fulfilled the requirements of West Virginia Code §16-13A-2 regarding its various proposals and

Commission Staff has recommended approval thereof, with certain conditions. The County Commission did not object to the conditions enumerated in the Memorandum received in evidence as Staff Exhibit No. 1. Accordingly, the Preston County Commission's Order dated January 7, 1999, adopting the various consolidations, expansions, and dissolution more particularly described in the County Commission's Order of November 30, 1998, will be approved, with the additional exclusions requested by the County Commission at the hearing held herein along with the Staff conditions.

FINDINGS OF FACT

1. On December 15, 1998, the Preston County Commission filed a petition which seeks approval to consolidate Preston County Public Service District No. 1 with Preston County Public Service District No. 2, expand the boundaries of the resulting district, with certain exclusions; rename that district; expand the boundaries of Preston County Public Service District No. 4 with certain exclusions; rename that district; expand the boundaries of the Bruceton-Brandonville Public Service District, with certain exclusions; rename that district; and dissolve the Valley Sanitary District. (Orders dated November 30, 1998, and January 7, 1999).

2. On April 7, 1999, a hearing was held on the County Commission's proposals, at which no protest was expressed to the substance of the proposals, but at which some protest was expressed concerning the timing of the Commission approval. (Tr., pp. 21-25).

3. The funding agencies that are involved in the Public Service District No. 2's County No. 9 Water Line Extension Project filed post-hearing letters stating that the consolidation will not affect the primary focus of the project which is to bring clean and safe drinking water to the residents in the project area, and that, as long as the scope of the project does not change as a result of the consolidation of Public Service District No. 1 and Public Service District No. 2, the agencies did not foresee a problem. (See letters filed on May 7, 1999, and Further Final Joint Staff Memorandum filed May 11, 1999).

CONCLUSION OF LAW

Since the funding agencies have determined that the proposed consolidation will not adversely affect the funding for the project and since Public Service District No. 2 in its letter dated April 9, 1999, stated that it will not object to the merger as long as this project will not be adversely affected, it is reasonable to approve the merger of Preston County Public Service District No. 1 and Public Service District No. 2, as well as all of the other elements of the County Commission's Order of January 7, 1999.

ORDER

IT IS, THEREFORE, ORDERED that the Order of January 7, 1999, of the Preston County Commission adopting the various public service district

consolidations, expansions, renamings and dissolution as more particularly described in the County Commission's Order of November 30, 1998, be, and it hereby is, approved, with the following further amendment: In addition to the exclusions from Preston County Public Service District West, set forth in the November 30, 1998 Order, there shall also be excluded therefrom the service areas of the Arthurdale water system, the Scotch Hill Water Project and the Denver Water Association.

IT IS FURTHER ORDERED that the following conditions recommended by Commission Staff be, and they hereby are, adopted:

1. The merger of Preston County PSD No. 1 and Preston County PSD No. 2 be in accordance with 14.1. Rule 31 of the Rules and Regulations for the Government of the Construction and Filing of Tariffs of Public Utilities and Common Carriers by Motor Vehicle. The newly formed District, to be known as Preston County Public Service District West, shall file, issue, and post an adoption notice on the form furnished by the Public Service Commission. The rule requires the rates for each entity of the newly formed District to be maintained separately. All revenues shall be used for debt service payments, debt reserve payments, and operation and maintenance of the respective systems. In the event any revenues remain after meeting the obligation of the entities, the excess shall not be commingled, but rather be deposited into a separate account for each entity. Cash assets or interest accrued from these unrestricted assets shall not be used to supplant revenue shortfalls. These assets may be used to make extensions or emergency repairs on the respective systems.
2. Preston County PSD No. 1 has outstanding long-term indebtedness of \$1,924,992 as of June 30, 1998. Preston County PSD No. 2 has long-term indebtedness of \$268,343 for the same period. Both entities shall obtain bondholder approval prior to becoming known as Preston County Public Service District West.
3. Preston County PSD No. 4 shall notify bondholders of all issues of the name change to Preston County Public Service District East.
4. Bruceton-Brandonville PSD shall notify bondholder of being renamed Preston County Public Service District.
5. Staff also recommends the consolidated district file a rate case after completing 18 months of operations so that the Public Service Commission can determine an adequate rate structure for the consolidated utilities.

The Executive Secretary is hereby ordered to serve a copy of this order upon the Commission by hand delivery, and upon all parties of record by United States Certified Mail, return receipt requested.

Leave is hereby granted to the parties to file written exceptions supported by a brief with the Executive Secretary of the Commission within fifteen (15) days of the date this order is mailed. If exceptions are filed, the parties filing exceptions shall certify to the Executive Secretary that all parties of record have been served said exceptions.

If no exceptions are so filed this order shall become the order of the Commission, without further action or order, five (5) days following the expiration of the aforesaid fifteen (15) day time period, unless it is ordered stayed or postponed by the Commission.

Any party may request waiver of the right to file exceptions to an Administrative Law Judge's order by filing an appropriate petition in writing with the Secretary. No such waiver will be effective until approved by order of the Commission, nor shall any such waiver operate to make any Administrative Law Judge's Order or Decision the order of the Commission sooner than five (5) days after approval of such waiver by the Commission.

Miles C. Cary

Miles C. Cary
Administrative Law Judge

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PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON

At a session of the Public Service Commission of West Virginia, in the City of Charleston, on the 24th day of January, 2000.

CASE NO. 99-0100-PWD-PC

PRESTON COUNTY COMMISSION

Petition for consent and approval to consolidate both Preston County Public Service District No. 1 and Preston County Public Service District No. 2 and rename said District; to expand the boundaries of and rename Preston County Public Service District No. 4; to expand and rename the Bruceton-Brandonville Public Service District; and to dissolve Valley Sanitary District.

COMMISSION ORDER

PROCEDURE AND BACKGROUND

On December 15, 1998, the Preston County Commission (County Commission) filed a petition which, in part, seeks approval to consolidate Preston County Public Service District No. 2 (PSD No.2) with Preston County Public Service District No. 1 (PSD No. 1); to expand Preston County Public Service District No. 4; to expand the Bruceton-Brandonville Public Service District; and to dissolve Valley Sanitary District.

This matter was referred to the Division of Administrative Law Judges (ALJ) by order entered February 1, 1999, setting a decision due date of July 13, 1999.

In a Final Joint Staff Memorandum filed April 6, 1999, Commission Staff recommended that the petition, including the proposed consolidation, be approved.

A hearing on the petition was conducted on April 7, 1999, during which Staff was advised, for the first time, that PSD No. 2 was in the initial stages of a \$2.8 million water line extension project, which will upgrade the existing system and extend service to approximately 103 new customers. See Case No. 99-0248-PWD-CN. It was the concern of PSD No. 2 that its consolidation with PSD No.1 not jeopardize the water line extension project. See April 7, 1999 hearing transcript, pp. 14, 16, 17, 22, 23.

At the conclusion of the hearing, Staff agreed to reexamine the proposed consolidation in light of PSD No. 2's water line extension project and to file a further recommendation.

By letter filed April 21, 1999, the County Commission requested that the ALJ's decision with regard to the consolidation of PSD No. 1 and PSD No. 2 be delayed until October 1999. Attached to the County Commission's letter of request was a letter to the County Commission from PSD No. 2's Board members which, among other things, expressed concern that logistical problems might occur in connection with coordinating the consolidation during the construction of a major water line extension project.

On May 11, 1999, Staff filed its Further Final Joint Staff Memorandum, in which it opined that, based upon documents received from the agencies funding the water line extension project, the financing of the project will not be adversely affected by the consolidation. Staff reiterated its recommendation that the consolidation be approved.

On October 20, 1999, the ALJ entered a Recommended Decision, approving the consolidation, as well as the expansions and dissolution described in the petition, with certain conditions recommended by Staff.

In a letter filed October 29, 1999, the County Commission requested that the Recommended Decision not be entered as a final Commission order until March 15, 2000, for the reasons previously stated.

Similarly, in a letter filed November 3, 1999, PSD No. 2 also requested that the Commission stay the Recommended Decision until completion of the water line extension project. Alternatively, PSD No. 2 proposed that the Commission stay only that portion of the Recommended Decision which approves the consolidation of PSD Nos. 1 and 2.

Also on November 3, 1999, Staff filed its Further Joint Staff Memorandum, in which it reiterated that it had received written assurances from the various agencies providing funding for PSD No. 2's extension project that the financing of the project will not be impacted so long as its scope is not altered. Thus, Staff recommended that the Recommended Decision not be modified and that it be adopted by the Commission.

PSD No. 2 filed a subsequent letter in which it argued that Staff failed to address its exceptions; that no hearing has been conducted on whether the consolidation of PSD Nos. 1 and 2 will hinder the latter's water line extension project; and that the October 29, 1999 letter filed by the County Commission constituted a "withdrawal of consent" to the consolidation under W.Va. Code §16-13A-2.

Finally, on November 18, 1999, Staff filed a Further Joint Staff Memorandum, in which it again recommended that the Commission adopt the October 20, 1999 Recommended Decision as a final order. Staff further pointed out, however, that while the consolidation is approved pursuant to Commission Order, the consolidation is then implemented by the public service districts. As noted by Staff, there is no deadline for implementation of the consolidation, which "may be delayed by the Preston County Commission until after the [water line extension] project is completed without violating the letter or spirit of W.Va. Code §16-13A-2 or the Commission's Rules and Regulations for the Government of Public Service Districts." Further Joint Staff Memorandum, November 18, 1999.

DISCUSSION

The Commission is persuaded that consolidation of PSD Nos. 1 and 2 will not adversely impact PSD No. 2's water line extension project. Notwithstanding the consolidation, Staff has been assured by the various agencies providing funds for the extension project that the project's financing will remain intact. Moreover, the Commission

finds it to be significant that the County Commission may implement the consolidation at its discretion, without violating either W.Va. Code §16-13A-2 or the Commission's rules and regulations.

The process of implementing a consolidation begins with the approval by the County Commission of new board members to the consolidated district, pursuant to W.Va. Code §16-13A-3. At its earliest opportunity, the County Commission should appoint new board members to the consolidated district. At the district level, the implementation of the consolidation may also require bond holder approval.

Given the amount of time that it will take for the County Commission to appoint new board members, and for the consolidated district to acquire bond holder approval, if necessary, the Commission anticipates that PSD No. 2's water line extension project will be long-completed and thus, will not be jeopardized by the entering of this Commission Order.

Based upon the foregoing, the Commission will adopt the October 20, 1999 Recommended Decision as a final order of the Commission.

FINDINGS OF FACT

1. On December 15, 1998, the Preston County Commission (County Commission) filed a petition which, in part, seeks approval to consolidate Preston County Public Service District No. 2 (PSD No.2) with Preston County Public Service District No.1(PSD No. 1); to expand Preston County Public Service District No. 4; to expand the Bruceton-Brandonville Public Service District; and to dissolve Valley Sanitary District.

2. This matter was referred to the Division of Administrative Law Judges (ALJ) by order entered February 1, 1999, setting a decision due date of July 13, 1999.

3. In a Final Joint Staff Memorandum filed April 6, 1999, Commission Staff recommended that the petition, including the proposed consolidation, be approved.

4. A hearing on the petition was conducted on April 7, 1999, during which Staff was advised, for the first time, that PSD No. 2 was in the initial stages of a \$2.8 million water line extension project, which will upgrade the existing system and extend service to approximately 103 new customers. See Case No. 99-0248-PWD-CN. It was the concern of PSD No. 2 that its consolidation with PSD No.1 not jeopardize the water line extension project. See April 7, 1999 hearing transcript, pp. 14, 16, 17, 22, 23.

5. At the conclusion of the hearing, Staff agreed to reexamine the proposed consolidation in light of PSD No. 2's water line extension project and to file a further recommendation.

6. By letter filed April 21, 1999, the County Commission requested that the ALJ's decision with regard to the consolidation of PSD No. 1 and PSD No. 2 be delayed until October 1999. Attached to the County Commission's letter of request was a letter to the County Commission from PSD No. 2's Board members which, among other things, expressed concern that logistical problems might occur in connection with coordinating the consolidation during the construction of a major water line extension project.

7. On May 11, 1999, Staff filed its Further Final Joint Staff Memorandum, in which it opined that, based upon documents received from the agencies funding the water line extension project, the financing of the project will not be adversely affected by the consolidation. Staff reiterated its recommendation that the consolidation be approved.

8. On October 20, 1999, the ALJ entered a Recommended Decision, approving the consolidation, as well as the expansions and dissolution described in the petition, with certain conditions recommended by Staff.

9. In a letter filed October 29, 1999, the County Commission requested that the Recommended Decision not be entered as a final Commission order until March 15, 2000, for the reasons previously stated.

10. Similarly, in a letter filed November 3, 1999, PSD No. 2 also requested that the Commission stay the Recommended Decision until completion of the water line extension project. Alternatively, PSD No. 2 proposed that the Commission stay only that portion of the Recommended Decision which approves the consolidation of PSD Nos. 1 and 2.

11. Also on November 3, 1999, Staff filed its Further Joint Staff Memorandum, in which it reiterated that it had received written assurances from the various agencies providing funding for PSD No. 2's extension project that the financing of the project will not be impacted so long as its scope is not altered. Thus, Staff recommended that the Recommended Decision not be modified and that it be adopted by the Commission.

12. PSD No. 2 filed a subsequent letter in which it argued that Staff failed to address its exceptions; that no hearing has been conducted on whether the consolidation of PSD No. 1 and 2 will hinder the latter's water line extension project; and that the October 29, 1999 letter filed by the County Commission constituted a "withdrawal of consent" to the consolidation under W.Va. Code §16-13A-2.

13. Finally, on November 18, 1999, Staff filed a Further Joint Staff Memorandum, in which it again recommended that the Commission adopt the October 20, 1999 Recommended Decision as a final order.

14. Staff further pointed out, however, that while the consolidation is approved pursuant to Commission Order, the consolidation is then implemented by the public service districts. As noted by Staff, there is no deadline for implementation of the consolidation, which "may be delayed by the Preston County Commission until after the [water line extension] project is completed without violating the letter or spirit of W.Va. Code §16-13A-2 or the Commission's Rules and Regulations for the Government of Public Service Districts." Further Joint Staff Memorandum, November 18, 1999.

CONCLUSION OF LAW

The Commission will adopt the Recommended Decision entered October 20, 1999 as a final order of the Commission.

ORDER

IT IS THEREFORE ORDERED that the Recommended Decision entered October 20, 1999, in Case No. 99-0100-PWD-PC, is hereby adopted as a final order of the Commission.

IT IS FURTHER ORDERED that this case is hereby resolved and shall be removed from the Commission's docket of active cases.

IT IS FURTHER ORDERED that the Commission's Executive Secretary shall serve a copy of this order upon all parties of record by United States First Class Mail, and upon Commission Staff by hand delivery.

Otis D. Casto

Otis D. Casto, Commissioner

John S. Reger II

John S. Reger II, Commissioner

Charlotte R. Lane

Charlotte R. Lane, Chairman

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Law
Order
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REGULAR SESSION

JANUARY 7, 1999

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, Ss:

The meeting was called to order by Victoria Cole.

A roll call was taken with the following Commissioners present: Darwin Wolfe, Ronald Crites and Victoria Cole. Also present were Dianna Hartman, Commission's Administrative Secretary and Charles Haney, Chief Deputy of the Preston County Sheriff's Department.

The first item of business on the agenda is to elect a President for the 1999 year.

Commissioner Wolfe moved that Victoria Cole be reappointed President of the Preston County Commission for 1999. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Newly-elected President Victoria Cole was administered the Oath of Office.

Nick Ciccarello and Chuck Knurek, of the West Virginia Public Service Commission were present in reference to the consolidation of Preston County Public Service Districts.

Mr. Crites said that while some people do have questions and concerns about the consolidation he pointed out that the entire county will now be covered by a Public Service District. He believes that consolidation will bring only "pluses".

Commissioners discussed for a brief period some of the changes that will be brought about by the consolidation.

Commissioner Crites moved that the Commission implement the Order to consolidate and expand those Public Service Districts as listed in the Order adopted by this Commission on November 30, 1998. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Linda Moore, of the County Clerk's Office, presented Estate Settlements and Proceedings in Vacation.

Steve Clemens, Program Director of Mountain's Promise gave an update on the "Warming of Preston County" project, which involves the collection and distribution of blankets and firewood. He also briefed Commissioners on the educational aspect of the Mountain's Promise program. According to Mr. Clemens, the "warming" project has met with overwhelming success.

Cindy Shockey, the County Grants Writer, addressed the Commission regarding the Arthurdale Heritage project.

Commissioner Wolfe moved to approve three draw-downs for Phases I, II and III for the Arthurdale Heritage project with C.J. Street Home Improvements as the contractor. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Mr. Haney was recognized but had no business to come before the Commission at this time.

There was nothing further under Old Business to come before the Commission.

Under New Business, Mrs. Hartman presented copies of the minutes from the December 21 meeting.

Mrs. Hartman presented a letter from Buffalo Coal Company, Inc. advising that it is applying for a Phase I release on Permit No. S-2011-92 issued for 59 acres and located in Union District of Preston County, 4.5 miles north of Thomas.

Commissioner Crites moved to approve letters of direct billing to the Marriott Hotel for the Office of the Circuit Clerk and the County Commission when those personnel attend the Association of Counties meeting to be held from February 6 thru 9, 1999. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Wolfe moved to approve the following dates for the Commission to hold meetings for the Review and Equalization of Assessments for the year 1998:

Monday, February 1, 1999	10:30 a.m. to 12:00 noon 1:30 p.m. to 3:00 p.m.
Tuesday, February 2, 1999	7:00 p.m. to 8:30 p.m.
Friday, February 5, 1999	10:30 a.m. to 12:00 noon

Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Dave Marino, of Region VI Planning and Development Council, addressed the Commission at this time.

Commissioner Crites moved to authorize payment of an invoice from High Country Contractors, Inc. for the retainage on exterior renovations to the Brown Building. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Wolfe moved to approve the amendment and revisions to the Public Service District No. 4 Small Cities Block Grant Application. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Greg Cain, Director of Office of Emergency Management, presented the schedule for his office for the week of January 4.

Commissioners briefly discussed the estimate received for bathroom renovations for Mr. Cain's office. They feel that some "frills" have been added when in reality they are not sure the work quoted in the estimate will actually solve the problems that currently exist. Mr. Cain will reevaluate the work needed done as well as the estimate that has been submitted.

Commissioners discussed with Mr. Haney and Mr. Cain whose responsible for the WEAPONS payment. The Sheriff's Department currently has one terminal and the 911 center has two terminals. Therefore, Mr. Cain and Mr. Haney agreed that the Sheriff's Department will be responsible for paying one-third of the invoice amount with the 911 center assuming responsibility for the remaining two-thirds of the payment.

Sheila Williams, Attorney for the City of Kingwood, addressed the Commission in reference to the 300,000 gallon water tank located at the old Kinney Shoe Building. This water tank is not being used by Sheidow Bronze who is now leasing and occupying the property. However, Sheidow Bronze is having to pay to keep the water in the tank heated. Ms. Williams asked that the County Commission deed the property containing the water tank to the City of Kingwood. She reported that Sheidow Bronze is in agreement of this arrangement. Ms. Williams stated that this tank is important to the City of Kingwood to provide water not only to the City but to a Public Service District in the future. This transaction will not in any manner alter the amount that Sheidow Bronze currently pays the County toward that building. The property on which the tank sits, together with the right-of-way could be deeded to the City of Kingwood.

Commissioner Wolfe moved to approve negotiation to deed to the City of Kingwood the water tank located on the Kinney Shoe Building property, without charge to the City. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Kris Ward, of Master Gardeners, presented tokens of appreciation to Commissioners for their assistance in past projects.

Commissioner Crites moved to cancel the Commission meetings regularly scheduled for January 18 and February 7, 1999, and that no Commission meeting will be rescheduled at this time for those two weeks. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Wolfe moved to authorize payment of all properly approved bills. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Crites moved that the following estate settlements, having been filed for a period of thirty (30) days since the date of first publication of notice thereof, and there being no exceptions or objections filed thereto, be approved and confirmed:

REPORTS OF RECEIPTS AND DISBURSEMENTS as follows:

Estate of Ivan Paul Bishop, deceased - filed by Zana Cheryl Morris,
Administratrix
Estate of Ruth T. Bishop, deceased - filed by Zana Cheryl Morris,
Administratrix
Estate of Marie M. Blosser, deceased - First and Final Settlement -
filed by Ricky Lee Blosser, Executor
Estate of Jesse H. Dixon, deceased - filed by Franklin Dixon,
Executor
Estate of Denzil C. Feather, deceased - filed by Marion T. Feather,
Administratrix
Estate of Elizabeth E. Greaser, deceased - filed by Pauline Castle,
Executrix
Estate of William Raymond Grimes, deceased - Waiver of Final
Settlement - filed by Charlotte S. Grimes, Personal Representative
Estate of Laurie Anne Grose, deceased - filed by Jane Tanton,
Administratrix
Estate of Geraldine L. Hauser, deceased - filed by William W.
Hauser, Administrator
Estate of Donald Ray Hileman, deceased - filed by Lisa A. Hileman,
Administratrix
Estate of Jack J. Koontz, deceased - filed by Patricia A. Koontz,
Administratrix
Estate of Richard Milton Loughry, deceased - filed by Judith Ann
Loughry, Administratrix
Estate of Anna J. Miller, deceased - filed by Charles N. Shaw,
Executor
Estate of Myron Harold Moyers, deceased - filed by Angela Blythe,
Administratrix
Estate of Beulah N. Sanders, deceased - filed by Melba J. Thompson
and Judith L. Talerico, Co-Executrices
Estate of Florence Elizabeth Seese, deceased - filed by Donald P.
Seese, Executor
Estate of Ted Teets, deceased - Waiver of Final Settlement - filed
by Evelyn M. Teets, Executrix

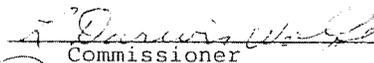
Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Wolfe moved to dispense with the reading in open court of the proceedings of the Clerk of this Commission, had in vacation from December 2, 1998, to December 21, 1998, inclusive, and to approve and confirm the same as presented by the County Clerk, there having been no exceptions or objections filed thereto. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Critesi and Cole voting yes. Motion carried.

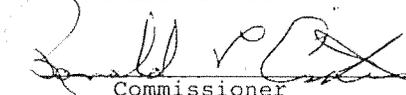
Commissioner Wolfe moved to adjourn. Motion was seconded by Commissioner Crites. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.



Commissioner



Commissioner



Commissioner

- - - o o o - - -

Law Order / 0259
Book 42

REGULAR SESSION

November 30, 1998

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, Ss:

The Preston County Commission met in Regular Session at 9:30 a.m., November 30, 1998, in the Commission Meeting Room.

The meeting was called to order by President Victoria Cole.

A roll call was taken with the following Commissioners present: Darwin Wolfe, Ronald Crites and Victoria Cole. Also present were Dianna Hartman, Commission's Administrative Secretary and Charles Haney, Chief Deputy of the Preston County Sheriff's Department.

Tag Stiles, representing HOSPICE, now presented an award to Commissioner Ron Crites congratulating him as Super Waiter and Ticket Seller for a recent dinner and for his continued support of HOSPICE Care Corporation.

President Cole recognized Chief Deputy Charles Haney at this time but Mr. Haney had no business to come before the Commission.

Mrs. Hartman advised there is no Old Business to be brought before the Commission at this time.

Under New Business, Mrs. Hartman presented copies of the minutes from the Commission meeting of November 16, 1998.

Mrs. Hartman presented a notice that Coastal Coal is applying for a Phase I Bond Release on Permit No. D-39-82, issued for 9 acres in Pleasant District.

Mrs. Hartman reminded Commissioners that they are in receipt of a letter from Vincent Padovini, Deputy Director of the counties E-911 System. Mr. Padovini's letter explains that during the past year at least four Telecommunicators were off duty on sick leave for extended periods of time. While these individuals were off, it was very difficult for other Telecommunicators to use vacation or compensatory days at a regular rate. Therefore, he is requesting that the Commission grant his department an extension of time to use up the accrued time.

Commissioner Wolfe moved that Mr. Padovini be granted his request that an extension of time be granted, with the deadline being July 1, 1999, for E-911 Telecommunicators to use their accrued CDO and annual leave time for the 1998 year. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Crites requested that Mr. Padovini furnish the Commission with a list of Telecommunicators and the number of unused CDO and annual leave days each one has through December 1, 1998.

Dave Marino, of Region VI Planning and Development Council, addressed the Commission.

Commissioner Crites moved that President Cole be authorized to sign the Small Cities Block Grant Program Final Performance Report for the Public Service District No. 4 water system. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Wolfe moved to approve the final invoice from West Virginia University Controller's Office to be paid from the Special-Purpose Multi-Purpose Grant for work done for Main Street. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Crites moved to approve payment of invoices from the Special-Purpose Multi-Purpose grant for work done by Paul D. Marshall and an insurance premium from Erie Insurance Group involving the Brown Building project. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Under Miscellaneous Business, Mr. Crites reported that he had scheduled a meeting with Walter Grimm for 9:00 a.m. this morning to review wiring work that is needed at the jail. However, Mr. Grimm had to cancel that appointment but will reschedule.

Mrs. Cole reported that the bid has been awarded to United Sound for installation of fire alarm panels in the jail at a cost of \$1,724.

Commissioner Wolfe moved to dispense with the reading in open court of the minutes of the meetings held on August 14, 17, 24, 27 and 31, 1998; September 8, 14, 21 and 28, 1998; October 7, 13, 14, 19 and 26, 1998 and November 2, 9, 10 and 13, 1998. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Crites moved to appoint Neil A. Reed as a Fiduciary Commissioner, effective November 30, 1998, and replacing Tamara Sisler. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Greg Cain, Director of Office of Emergency Management, presented the schedule for his office for the week of November 30.

Commissioner Wolfe moved to authorize payment of all properly approved bills. Motion was seconded by Commissioner Crites. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Crites moved to dispense with the reading in open court of the proceedings of the Clerk of this Commission, had in vacation from November 2, 1998, to November 24, 1998, inclusive, and to approve and confirm the same as presented by the County Clerk, there having been no exceptions or objections filed thereto. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Commissioner Wolfe moved that the following estate settlements and/or waivers thereof, having been filed for a period of ten (10) days prior to the commencement of this term, and there being no exceptions or objections filed thereto, be approved and confirmed:

Estate of Anna V. Beckman, deceased - First Settlement -
filed by Cynthia G. Simpson, Executrix

Estate of Robert Lee Snyder, deceased - Report of Receipts and
Disbursements - filed by Patricia L. Snyder, Executrix

Estate of Glenn White Smith, deceased - First and Final
Settlement - filed by William F. Smith and Kathleen
Taggart, Co-Administrators

Estate of Susie Mae Thomas, deceased - First and Final
Settlement - filed by Clarence F. Thomas, Administrator

Motion was recorded by Commissioner Crites. Discussion called
for. Question called for. A roll call vote was taken with
Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

Nick Ciccarello, of the WV Public Service Commission,
accompanied by Jeffrey Bennett and Chuck Knurek addressed
the Commission at this time in reference to the consolidation
of Public Service Districts in Preston County.

The following persons also registered their attendance
for this presentation: Roger L. Weaver, Carl Collins, Mike
Adams and Louis Bernatowicz.

Mr. Ciccarello said that the sole mission of his presence
today is to bring Commissioners up to date on where the Public
Service Commission stands on consolidation throughout the State
and to give the PSCs assessment of Preston County Public Service
Districts. He hopes that the Commission will vote today on
consolidating PSD No. 1 into PSD No. 2. A date will then need
to be set to hold a Public Hearing. Mr. Ciccarello told
Commissioners that one of the main desires behind consolidation
is to ultimately provide water to every citizen in Preston County.

Mr. Bennett reported on the technical background of PSD No.
1 and 2. He also provided a brief history of these two PSDs.

Mr. Bennett stated that consolidation can improve current operations and future planning.

Mike Adams, Board Member of PSD No. 1, said that he does not see any logistics in what Mr. Bennett is proposing. He brought attention to some of the problems that he believes will be encountered. He said it appears that consolidation will really only consolidate paperwork. He told Commissioners he believes they should have a greater insight into the logistics of the consolidation before it votes to act on this matter.

Mr. Knurek, Financial Analyst with the Public Service Commission, said it will need to be decided whose tariff should be used. However, there does not seem to be a rate disparity between the two PSDs. The rates would probably remain the same for each of the Public Service Districts until such time as the Public Service Commission would designate a tariff for the newly consolidated PSD. Mr. Knurek reminded that there is currently existing debt in each of the PSDs, and bond holders will have to give approval. Also, loss of employees may or may not happen.

Mr. Knurek explained that PSD No. 1 currently has a computerized billing system while PSD No. 2 does not. This could possibly be expanded to include PSD No. 2 billing. Also, the consolidated PSD will consist of 5 board members which will mean the loss of 1 board member.

Mr. Ciccarello reviewed the ORDER that he is asking Commissioners to adopt today. He advised that adoption of the ORDER simply allows for public notice to be given for a Public Hearing to be held. Adoption of the ORDER today does not compel the County Commission to consolidate.

President Cole asked if anyone else present would like to comment.

Roger Weaver, of PSD No. 2 said that he would save his comments for the Public Hearing.

Louis Bernatowicz, of PSD No. 2 said that he is mainly concerned about the financial aspect of consolidation.

Mr. Wolfe said that he does not want it to appear that PSD No. 2 is gobbling up PSD No. 1. He feels that the consolidated PSD should receive an entirely new name .

Mr. Ciccarello reminded that if a name change is to take place, it must be included in the Order.

Throughout the presentation, Mr. Adams several times expressed concerns that he has with consolidation.

Mr. Bennett encouraged the two Public Service Districts to meet to discuss the consolidation procedures.

Commissioner Crites moved to adopt the following Resolution and Order and to set January 6, 1999, at 7:00 p.m., as the date and time of the Public Hearing for the consolidation of Preston County Public District Service No. 1 and 2. Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

BEFORE THE COUNTY COMMISSION OF PRESTON COUNTY

**A RESOLUTION AND ORDER PROPOSING THE
CONSOLIDATION OF THE
PRESTON COUNTY PUBLIC SERVICE DISTRICTS**

WHEREAS, the County Commission of Preston County desires to facilitate the expansion of development in Preston County; and

WHEREAS, West Virginia Code 16-13A-2 provides that a county commission may consolidate public service districts in order to achieve efficiency of operations.

NOW, THEREFORE, BE IT, AND IT IS, HEREBY, RESOLVED AND ORDERED by the County Commission of Preston County as follows; the realignment will come in three phases:

1. the Preston County PSD #1 (water) will be merged into Preston County PSD #2 (PCPSD2) (water) and the boundaries will be expanded to include all the area of Preston County west of the Cheat River, except within the boundaries of and the areas currently serviced by the Towns of Newburg, Rowlesburg, Masontown, Albright, Kingwood and Tunnelton, and shall be known as the Preston County Public Service District West. Preston County Commission reserves the right to expand the board of directors of PCPSD-West to five members in order to better reflect the area to be served.

2. will expand the boundaries of Preston County Public Service District #4 (Water, PCPSD-4) to include all the area of Preston County east of the Cheat River, except within the boundaries of and the areas currently serviced by the Towns of Bruceton Mills, Alpine Lake, Terra Alta, Rowlesburg and Albright, and shall be known as PCPSD-East.

3. Bruceton-Brandonville Public Service District (BBPSD-Sewer) boundaries will be expanded to include all the area of Preston County except within the boundaries of and the areas currently serviced by the Towns of Albright, Alpine Lake, Kingwood, Reedsville, Rowlesburg, Tunnelton, Masontown and Terra Alta, and shall be known as Preston County Sewer PSD.

4. That it is now deemed desirable by the County Commission of Preston County to adopt a resolution and order proposing the dissolution of the Valley Sanitary District.

5. That the County Commission of Preston County, West Virginia, shall hold a hearing on the proposed consolidation on the 6th day of January, 1999, in the Preston County Courthouse in Kingwood, WV at 7:00 p.m.

That the Clerk of the County Commission of Preston County shall cause notice of hearing and a description of all of the territory proposed to be included in the boundaries of the consolidated Preston County Public Service Districts to be published as a Class I legal advertisement at least ten (10) days prior to the hearing.

That the County Commission of Preston County shall post the notice of the hearing and description of the consolidated public service district's boundaries in at least five (5) conspicuous places within the proposed service territory of the consolidated Preston County Public Service District East, Preston County Public Service District West and Preston County Sewer Public Service District.

That the Clerk of the County Commission of Preston County shall cause a copy of the Resolution and Order to be filed with the Executive Secretary of the Public Service Commission of West Virginia no later than ten (10) days prior to the hearing set forth herein.

ENTERED into the permanent record of Preston County, West Virginia, this 30th day of November, 1998.

S/ Victoria A. Cole
President

S/ L. Darwin Wolfe
Commissioner

S/ Ronald L. Crites
Commissioner

ATTEST:

S/ Nancy Reckart
Clerk

Motion was seconded by Commissioner Wolfe. Discussion called for. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.

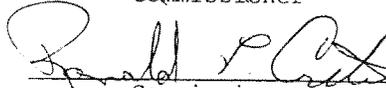
Mary Ellen Wiles was present and invited Commissioners to a Public Hearing to be held at the History House in Terra Alta, at 7:00 p.m., on December 3, in reference to the North Central Highways and Biways.

Commissioner Wolfe moved to adjourn. Motion was seconded

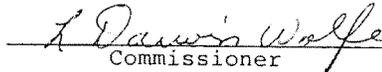
by Commissioner Crites. Question called for. A roll call vote was taken with Commissioners Wolfe, Crites and Cole voting yes. Motion carried.



Commissioner



Commissioner



Commissioner

- - - o o o - - -

REGULAR SESSION

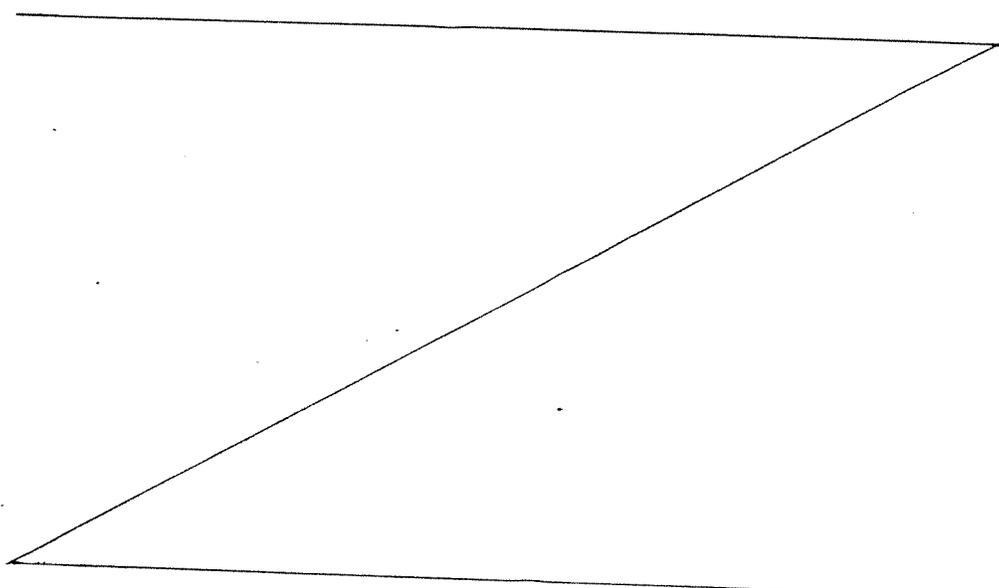
January 3, 1977

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, Ss: •

The Preston County Commission met in Regular Session on Monday, January 3, 1977, at 9:30 A.M., with the following members being present:

Ward Thomas, James Heath, David Toothman, Theodore Holmes, Eldon Cale, Philip Larew, Wade Hauser and Wayne DeBerry, Commissioners; also present was Nancy Reckart, County Clerk, and Ronald R. Brown, Prosecuting Attorney.

* * * * *



On motion by Eldon Cale, seconded by Theodore Holmes, and unanimously carried, the Commission enters the following order:

WHEREAS, the County Commission of Preston County, West Virginia, by virtue of the provisions of Chapter 16, Article 13A, of the West Virginia Code, as amended, is vested with the authority to create within said Preston County public service districts to exercise the powers and authority therein set forth; and it appearing to the Commission that there are apparently many persons residing within the Town of Bruceton and the Town of Brandonville, and within the area hereinafter described, that desire to have a public service district formed for the purpose

SA

herein set forth; and that the proposed public service district is located within a part of Grant District, Preston County, West Virginia, and the apparent public good will be promoted by the entry of an order proposing the creation of such public service district and fixing the time of a hearing before this Commission as to the creation of said proposed public service district, it is therefore,

ORDERED that the County Commission of Preston County, West Virginia, upon its own motion, as evidenced by the entry of this Order, does hereby propose the creation of a public service district, to be known as the "Bruceton-Brandonville Public Service District" for the purpose of supplying sewer facilities within the boundary of said district hereinafter described and to exercise the powers and authority set forth and contained in Chapter 16, Article 13A, of the West Virginia Code, as amended, in regard to such proposed public service district,

and which proposed public service district is located within Grant District, Preston County, West Virginia, and includes therein the Towns of Bruceton and Brandonville, and which public service district is more particularly bounded and described as follows:

Beginning at the Southwest corner of said public service district, which is located at the point of the intersection of coordinates W. 79 degrees 39' 30" longitude, and N. 39 degrees 38' 30" latitude; thence extending North along the Western boundary of said district with W. 79 degrees 39' 30" longitude a distance of 2.33 miles to the point at which said longitude intersects N. 39 degrees 40' 30" latitude and being the Northwest corner of said district; thence E. with N. 39 degrees 40' 30" latitude to a distance of 2.68 miles to the point at which said latitude intersects W. 79 degrees 36' 30" longitude, and being the Northeast corner of said public service district; thence South with said W. 79 degrees 36' 30" longitude, a distance of 2.33 miles to the point at which said longitude intersects N. 39 degrees 38' 30" latitude, and being the Southeast corner of said public service district; thence West with said N. 39 degrees 38' 30" latitude, a distance of 2.68 miles to the beginning.

It further appearing to the County Commission that a hearing is required as to the creation of said proposed public service district for the purpose aforesaid, and that the date for such public hearing shall not be less than twenty (20) nor more than forty (40) days from the date of entry of this Order, it is hereby further ORDERED that there be a public hearing before the County Commission of Preston County, at the County Commission Room in the Preston County Courthouse, Kingwood, West Virginia, on the 1st day of February, 1977, at 2:30 o'clock P.M., at which time all persons residing in, owning, or having any interest in property in said proposed public service district shall have an opportunity to be heard for or against the creation thereof.

It is further ORDERED that the Clerk of this Commission do publish in The Preston County Journal, a weekly newspaper having general circulation within the area of the above described proposed public service district and within Preston County, a notice setting forth the objectives and purposes for the proposed creation of said district, the description of all territory therein proposed to be included, the date of the proposed hearing as herein set

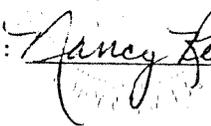
forth, and that such notice be published at least once a week in said newspaper at least ten (10) days prior to said hearing. There shall be posted in at least five (5) conspicuous places in the proposed public service district a notice containing the same information as contained in the published notice. The posted notices shall be posted not less than ten (10) ^{said} days before said hearing and publication is to be made on or before the 20th day of January, 1977.

* * * * *

On motion, the Commission adjourned until Tuesday, February 1, 1977, at 9:30 A.M., when it will meet as a Board of Equalization and Review, and to transact any other matters of business coming before it at that time.

Ward Thomas, President.

A copy from the record -
Law Order Book No. 28, pages 94-99.

ATTEST:  Nancy Seckert County Clerk.

ADJOURNED REGULAR SESSION
AND
BOARD OF REVIEW AND EQUALIZATION

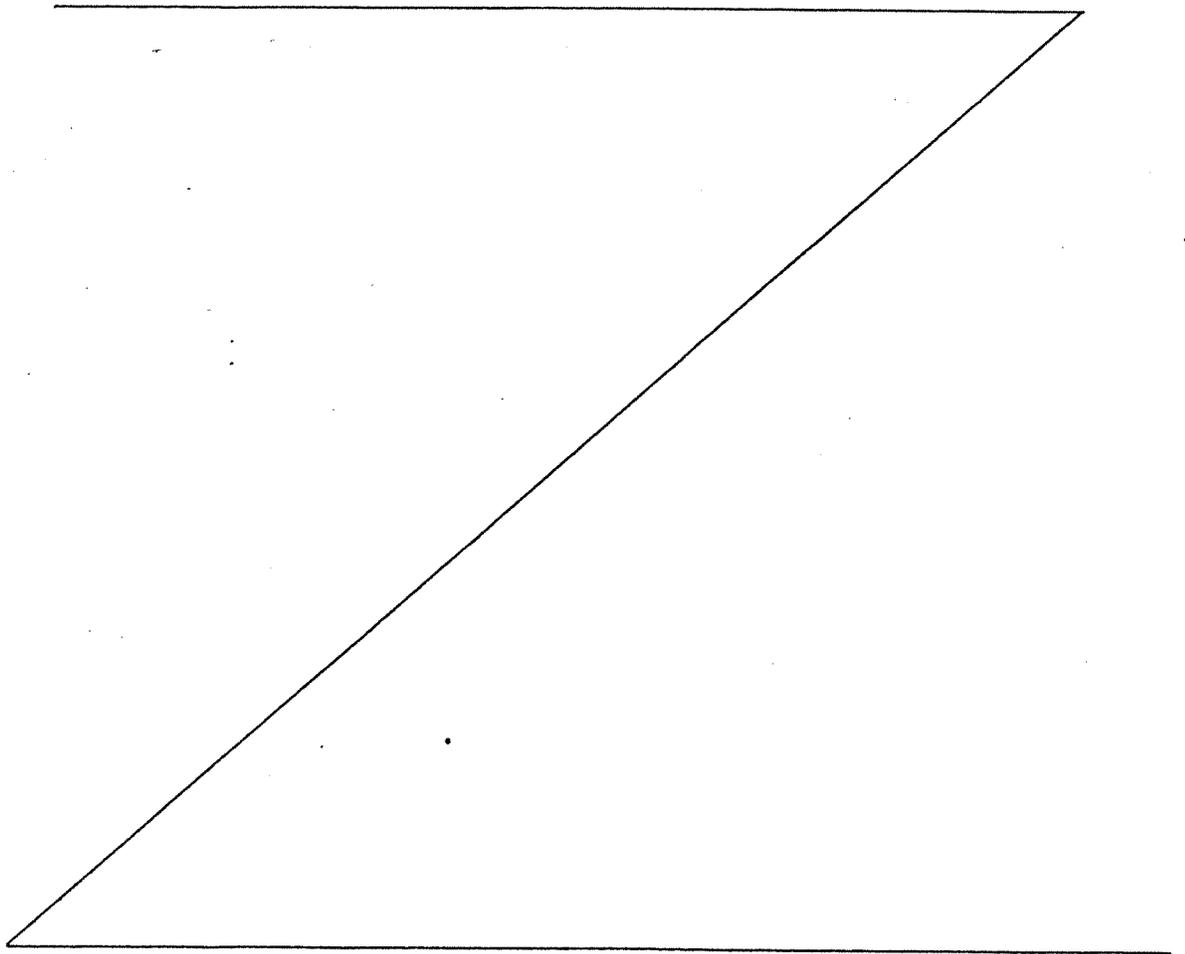
FEBRUARY 1, 1977

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, Ss:

The Preston County Commission met in Continuance of Regular Session and as a Board of Review and Equalization on Tuesday, February 1, 1977, at 9:30 A.M.

Those present included Ward Thomas, President; James Heath, David Toothman, Theodore Holmes, Eldon Cale, Philip Larew, Wade Hauser, and Wayne DeBerry, Commissioners; also present were Ronald R. Brown, Prosecuting Attorney, Charles R. Whetsell, Assessor, and Nancy Reckart, County Clerk.

* * * * *



On motion by David Toothman, seconded by Philip Larew, and unanimously carried, the Commission enters the following order:

ORDER CREATING BRUCETON-BRANDONVILLE
PUBLIC SERVICE DISTRICT

Pursuant to an order of the County Commission of Preston County, West Virginia, entered on the 3rd day of January, 1977, proposing the creation of Bruceton-Brandonville Public Service District located in a part of Grant District of said Preston County and including therein the Town of Bruceton and the Town of Brandonville, and setting a hearing upon the creation of said proposed public service district before said County Commission on the 1st day of February, 1977, at 2:30 o'clock p.m., after notice of said hearing was duly published in The Preston County Journal, a weekly newspaper, and proper notices posted within said proposed public service district, more than ten (10) days prior to said hearing; said notices setting forth a description of all of the territory proposed to be included therein; whereupon a hearing was held before said County Commission as specified in said notice at 2:30 o'clock p.m. on the 1st day of February, 1977, for the purpose of determining the feasibility of the creation of said Bruceton-Brandonville Public Service District, at which hearing there appeared certain persons who testified in favor of the creation of said Bruceton-Brandonville Public Service District, and at which hearing no person appeared in opposition to the creation thereof, and there was no written protest filed in opposition to the creation of said Bruceton-Brandonville Public Service District, requiring a referendum of voters concerning the creation thereof.

Upon mature consideration and after conducting the hearing required by Chapter 16, Article 13A of the West Virginia Code, the County Commission of Preston County accordingly hereby finds that the financing, construction, operation and maintenance of a facility to be used for, or in connection with, the collection, treatment, purification and disposal of liquid or solid wastes, sewage, and the like, hereinafter sometimes referred to as "sewer facilities" with the limits of the territory of said Bruceton-Brandonville Public Service District, hereinafter described, will be conducive to the public health, comfort and convenience in such area, and the citizens residing therein; and it further duly appearing to said County Commission, and the County Commission accordingly hereby further finds that the creation of said Bruceton-Brandonville Public Service District for the purpose aforesaid, is feasible, and that the creation thereof, as well as the construction or acquisition by purchase or otherwise and the financing, construction, operation and maintenance of sewer facilities by such Public Service District will be conducive to the preservation of the public health, comfort and convenience in such area, and it is accordingly hereby ORDERED and ADJUDGED that ^{under} the power vested in the County Commission of Preston County, West Virginia, by virtue of Chapter 16, Article 13A of the West Virginia Code of 1931, as amended, that there be created, and there is hereby created a public service district to be known as Bruceton-Brandonville Public Service District, for the purpose of constructing or acquiring, by purchase or otherwise, and for the construction, operation, financing and maintenance of a facility to be used for, or in connection with, the collection, treatment, purification and disposal of liquid or solid wastes, sewage, and the like, to be known as "sewer facilities," in the hereinafter described part of Grant District, Preston County, West Virginia, and including

therein the towns of Bruceton and Brandonville, and which public service district is more particularly bounded and described as follows:

Beginning at the Southwest corner of said public service district, which is located at the point of the intersection of coordinates W. 79 degrees 39' 30" longitude, and N. 39 degrees 38' 30" latitude; thence extending North along the Western boundary of said district with W. 79 degrees 39' 30" longitude a distance of 2.33 miles to the point at which said longitude intersects N. 39 degrees 40' 30" latitude, and being the Northwest corner of said district; thence E. with N. 39 degrees 40' 30" latitude to a distance of 2.68 miles to the point at which said latitude intersects W. 79 degrees 36' 30" longitude, and being the Northeast corner of said public service district; thence South with said W. 79 degrees 36' 30" longitude, a distance of 2.33 miles to the point at which said longitude intersects N. 39 degrees 38' 30" latitude, and being the Southeast corner of said public service district; thence West with said N. 39 degrees 38' 30" latitude, a distance of 2.68 miles to the beginning.

It is further hereby ORDERED that from and after the date of entry of this Order that said Bruceton-Brandonville Public Service District shall hereafter be a public corporation and political subdivision of the State of West Virginia, with the powers set forth to be used, exercised and enjoyed by said public service district under the provisions of the aforesaid Chapter 16, Article 13A of the West Virginia Code.

The Commission hereby appoints as members of the governing board of Bruceton-Brandonville Public Service District the following three (3) persons who are all residents in the district, namely:

1. Robert Murphy of Bruceton Mills, WV, for a 6-year term.
2. Ralph Miller of Brandonville, WV, for a 2-year term
3. Ray Spiker, member at large, for a 4-year term.

A map showing the lines of the above-described Bruceton-Brandonville Public Service District is hereto attached and made a part hereof by reference.

* * * * *

On motion, the Commission adjourns until Thursday, February 3, 1977, at 7:00 P.M., at which time it will continue in Regular Session and as a Board of Review and Equalization.

James Heath, President Pro-Tem.

A copy from the record -
Law Order Book No. 28, pages 109-112.

ATTEST: Nancy Robert, Clerk.

LINDA HIGGINS
PRESTON COUNTY COMMISSION
100 W WALN ST STE 103
KINGWOOD, WV 26537-1131

BOOK 1:006 PAGE 0479

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, SS:

I, HARRY WOLFE do solemnly swear that I will support

the Constitution of the United States and the Constitution of this State; and that I will faithfully discharge the duties of my office of Preston County Sewer Public Service District

Retrospective to January 31, 2012

of Preston County, for the SIX-YEAR term commencing on the 29th day of May, 2012, and terminating on the 31st day of January, 2018.

day of May, 2012, to the best of my skill and judgment. So help me God.

(Sign Here) Harry Wolfe

Subscribed and sworn to before the undersigned this 7th day of June, 2012

Ken Dixon, Deputy

County Clerk
Kingwood, W. VA.

PRESTON COUNTY CLERK
106 N MAIN ST STE 103
KINGWOOD, WV 26537-1151

BOOK 0006 PAGE 485

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, SS.

I, Robert Matheny do solemnly swear that I will support

the Constitution of the United States and the Constitution of this State; and that I will faithfully discharge the duties of my office of Preston County Sewer Public Service District

_____ Retroactive to January 31, 2012
of Preston County, for the six-year term commencing on the 29th
and terminating on the 31st day of January 2018.
day of MAY, 2012 XPD to the best of my skill and judgment. So help me God.

(Sign Here) Robert Matheny

Subscribed and sworn to before me undersigned this 3rd day of August, 2012.

James D. ...

County Clerk
Kingwood, W. VA.

STATE OF WEST VIRGINIA, COUNTY OF PRESTON, SS.

I, MARTIN MOLLING

do solemnly swear that I will support

the Constitution of the United States and the Constitution of this State; and that I will faithfully discharge the duties of my office of Preston County Sewer Public Service District

Retrospective to February 1, 2009

of Preston County, for the six-year

term commencing on the 1st

and terminating on the 1st day of February 2015.

day of FEBRUARY, 2009

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to the best of my skill and judgment. So help me God.

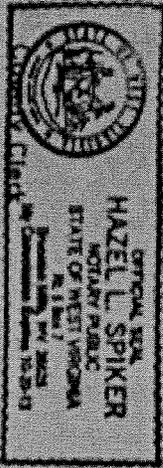
(Sign Here)

Martin Molling

Subscribed and sworn to before me the undersigned this 28 day of July

Hazel L Spiker

192009



Kingwood, W. VA.

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1. Name: PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT.

Section 2. The principal office of Preston County Sewer Public Service District (the "District") is located in Bruceton Mills, Preston County, West Virginia.

Section 3. The Common Seal of the District shall consist of 2 concentric circles between which circles shall be inscribed Preston County Sewer Public Service District, and in the center shall be inscribed the corporate seal.

Section 4: The fiscal year of the District shall begin on July 1 of each year and shall end on the following June 30.

ARTICLE II

PURPOSE

This District is organized exclusively for the purposes set forth in Chapter 16, Article 13A of the Code of West Virginia of 1931, as amended (the "Act").

ARTICLE III

MEMBERSHIP

Section 1. The members of the Board of the District (the "Board") shall be those persons appointed by The County Commission of Preston County, West Virginia, or otherwise appointed pursuant to the Act, who shall serve for such terms as may be specified in the order of the County Commission or otherwise.

Section 2. Should any member of the Board resign or otherwise become legally disqualified to serve as a member of the Board, the Secretary shall immediately notify the County Commission or other entity provided under the Act and request the appointment of a qualified person to fill such vacancy. Prior to the end of the term of any member of the Board, the Secretary shall notify the County Commission or other entity provided under the Act of the pending termination and request the County Commission or other entity provided under the Act to enter an order of appointment or re-appointment to maintain a fully qualified membership of the Board.

ARTICLE IV
MEETINGS OF THE PUBLIC SERVICE BOARD

Section 1. The members of the Board shall hold regular monthly meetings on the fourth (4th) Tuesday of each month, at such place and hour as the members shall determine from time to time. If the day stated shall fall on a legal holiday, the meeting shall be held on the following day. Special meetings of the Board may be called at any time by the Chairman or by a quorum of the Board.

Section 2. At any meeting of the Board, two (2) members shall constitute a quorum. Each member of the Board shall have one vote at any membership meeting and if a quorum is not present, those present may adjourn the meeting to a later date.

Section 3. Unless otherwise agreed, notice to members of regular meetings shall not be required. Unless otherwise waived, notice of each special meeting of the membership shall be given to all members by the Secretary by fax, telephone, mail or other satisfactory means at least two (2) days before the date fixed for such special meeting. The notice of any special meeting shall state briefly the purposes of such meeting and the nature of the business to be transacted. No business other than that stated in the notice or incidental thereto shall be transacted at any such special meeting.

PUBLIC NOTICE OF MEETINGS

Section 4. Pursuant to Section 3, Article 9A, Chapter 6 of the West Virginia Code of 1931, as amended (1999 Revision), notice of the date, time, place and agenda of all regularly scheduled meetings of the Board, and the date, time, place and purpose of all special meetings of the Board, shall be made available, in advance, to the public and news media (except in the event of an emergency requiring immediate action) as follows:

A. Regular Meetings. A notice shall be posted and maintained by the Secretary of the Board at the front door or bulletin board of the office of the District and, if different from the office, at the front door or bulletin board of the place fixed for regular meetings of the Board not less than three (3) business days before a regularly scheduled meeting is to be held, stating the date, time and place fixed and entered of record by the Board for the holding of regularly scheduled meetings. In addition, a copy of the agenda for each regularly scheduled meeting shall be posted at the same locations by the Secretary of the Board not less than three (3) business days before such regular meeting is to be held. The agenda listing the matters requiring official action that may be addressed at the meeting may be amended up to two (2) business days prior to the meeting. If a particular regularly scheduled meeting is cancelled or postponed, a notice of such cancellation or postponement shall be posted at the same locations as soon as feasible after such cancellation or postponement has been determined.

B. Special Meetings. A notice shall be posted by the Secretary of the Board at the front door or bulletin board of the office of the District and at the front door or bulletin board of the place fixed for the regular meetings of the Board not less than two (2) business days before a special meeting is to be held, stating the date, time, place and purpose for which such special meeting shall be held. In addition, a copy of the agenda listing the matters requiring official action that may be addressed at the meeting for each special meeting shall be posted at the same locations by the Secretary of the Board not less than two (2) business days before such special meeting is to be held. If the special meeting is cancelled, a notice of such cancellation shall be posted at the same locations as soon as feasible after such cancellation has been determined.

For the purposes of calculating the number of days in any notice period based upon business days, Saturdays, Sundays, legal holidays and the day of the meeting are not counted.

ARTICLE V **OFFICERS**

Section 1. The officers of the Public Service Board shall be a Chairman, a Secretary and a Treasurer. The Chairman shall be elected from the members of the Public Service Board. The Secretary and Treasurer need not be members of the Public Service Board, and may be the same person.

Section 2. The officers of the Public Service Board shall be elected each year by the members at the first meeting held in such year. The officers so elected shall serve until the next annual election by the membership and until their successors are duly elected and qualified. Any vacancy occurring among the officers shall be filled by the members of the Public Service Board at a regular or special meeting. Persons selected to fill vacancies shall serve until the following January meeting of the Board when their successors shall be elected hereinabove provided.

ARTICLE VI **DUTIES OF OFFICERS**

Section 1. When present, the Chairman shall preside as Chairman at all meetings of the Public Service Board. The Chairman shall, together with the Secretary, sign the minutes of all meetings at which he or she shall preside. The Chairman shall attend generally to the executive business of the Board and exercise such powers as may be conferred by the Board, by these Rules of Procedure, or as prescribed by law. The Chairman shall execute, and if necessary, acknowledge for record, any deeds, deeds of trust, contracts, notes, bonds, agreements or other papers necessary, requisite, proper or convenient to be executed by or on behalf of the Board when and if directed by the members of the Board.

Section 2. The Secretary shall keep a record of all proceedings of the Board which shall be available for inspection as other public records. The Secretary shall, together with the Chairman, sign the minutes of the meetings at which he or she is present. The Secretary shall have charge of the minute book, be the custodian of the Common Seal of the District and all deeds and other writings and papers of the Board. The Secretary shall also perform such other duties as he or she may have under law by virtue of the office or as may be conferred from time to time by the members of the Board, these Rules of Procedure or as prescribed by law.

Section 3. The Treasurer shall be the lawful custodian of all funds of the District and shall disburse funds of the District on orders authorized or approved by the Board. The Treasurer shall keep or cause to be kept proper and accurate books of accounts and proper receipts and vouchers for all disbursements made by or through him and shall prepare and submit such reports and statements of the financial condition of the Board as the members may from time to time prescribe. He shall perform such other duties as may be required of him by law or as may be conferred upon him by the members of the Board, these Rules of Procedure or as prescribed by law.

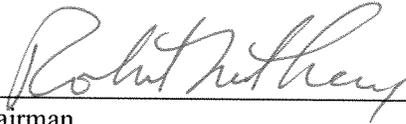
Section 4. If the Chairman, Secretary or Treasurer is absent from any meeting, the remaining members of the Board shall select a temporary chairman, secretary or treasurer, as necessary, who shall have all of the powers of the absent officer during such period of absence.

ARTICLE VII
AMENDMENTS TO RULES OF PROCEDURE

These Rules of Procedure may be altered, changed, amended, repealed or added to at any regular or special meeting of the Board by a majority vote of the entire Board, or at any regular or special meeting of the members when a quorum is present in person and a majority of those present vote for the amendment; but no such change, alteration, amendment, repeal or addition shall be made at any special meeting unless notice of the intention to propose such change, alteration, amendment, repeal or addition and a clear statement of the substance thereof be included in the written notice calling such meeting.

These Rules of Procedure shall replace any and all previous rules of procedure, bylaws or similar rules heretofore adopted by the District.

Adopted: October 22, 2013



Chairman

Sheila Kae Williams

ATTORNEY AT LAW

GARDEN TOWERS, SUITE 314
202 TUNNELTON STREET

Kingwood, West Virginia 26537

(304) 329-1173
(304) 329-1203 FAX

October 4, 2012

Public Service Commission
of West Virginia
P. O. Box 812
201 Brooks Street
Charleston, WV 25323
ATTN: Sandra Squire
Executive Secretary

12:42 PM OCT 11 2012 PSC EXEC SEC DIV

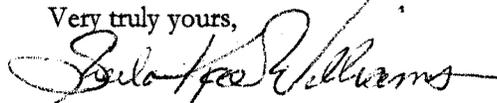
Re: Preston County Sewer Public Service District
Case No. 12-1141-PSD-CN

Dear Ms. Squire:

Attached hereto is the original and twelve (12) copies of the publication of the legal Notice of Filing as published in the Preston County Journal on August 29, 2012. Please file the same appropriately.

Your kind and timely attention to this request and filing is appreciated.

Very truly yours,



Sheila Kae Williams
State Bar No. 4069

encl.

Certificate of Publication

I, **Carol Peters**, the undersigned Advertising Manager of The Preston County Journal, a weekly newspaper of general circulation, published at Kingwood, Preston County, West Virginia, do hereby certify that the notice

Preston Co. PSD

a copy of which notice is hereto annexed, was published in said paper for One successive weeks, beginning with its issue of 8/29/12

and expiring with its issue of 8/29/12

And, I do further certify that on 8/29/12

I posted and left posted, a copy of said notice at the front door of the Courthouse of said county.



ADVERTISING MANAGER

Subscribed and sworn to before me this the 29th day of August, 2012



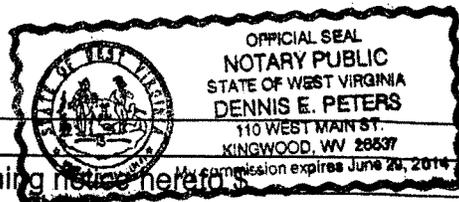
NOTARY PUBLIC

My commission expires 6/29/2014

Kingwood, WV _____

Received of _____

Amount for publishing notice hereof \$ _____



ADVERTISING MANAGER

**LEGAL NOTICE
PUBLIC SERVICE COMMISSION
OF WEST VIRGINIA
CHARLESTON**

Entered by the Public Service Commission of West Virginia, in the City of Charleston on the 14th day of August 2012.

CASE NO. 12-1141-PSD-CN

PRESTON COUNTY PUBLIC SERVICE DISTRICT

Application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the area of the Glad Meadows Subdivision which is located south of the Town of Bruceton Mills, Preston County, West Virginia, along State Route 26 in an area generally identified as Valley Point.

NOTICE OF FILING

On August 14, 2012, Preston County Public Service District (District) filed an application for a certificate of convenience and necessity to install a sanitary sewer collection and treatment system in the area of the Glad Meadows Subdivision which is located south of the Town of Bruceton Mills, Preston County, West Virginia, along State Route 26 in an area generally identified as Valley Point which would replace a stabilization pond that has several unsatisfactory conditions. This project would also eliminate septic systems from other homes in the area and will involve the installation of a 8" gravity sewer line, a 2" force main, a 4" service line, 2 duplex grinder lift stations, one 10,000 GPD packaged wastewater treatment plant and 30 EA of sanitary manholes and various other appurtenances.

The improvements include the installation of a sanitary sewer collection and treatment system which would replace a stabilization pond that has several unsatisfactory conditions. This project would also eliminate septic systems from other homes in the area and will involve the installation of a 8" gravity sewer line, a 2" force main, a 4" service line, 2 duplex grinder lift stations, one 10,000 GPD packaged wastewater treatment plant and 30 EA of sanitary manholes and various other appurtenances.

The District does not have any alternative project deductions or additions that it intends to make in the event project modification becomes necessary.

The application is on file with and available for public inspection at the Public Service Commission, 201 Brooks Street, in Charleston, West Virginia.

The District estimates that construction will cost approximately \$1,821,000.00. It is proposed that the construction will be financed as follows: \$1,751,000.00 from CWSRF Green Reserve debt forgiveness and a \$70,000.00 from an IJDC grant.

The District anticipates charging the following increased rates for new customers in Valley Point and the rates for existing customers are not proposed to be increased, which rates have not been approved by Public Service Commission and will be reviewed during the certificate process:

APPLICABILITY

Applicable within the Valley Point territory.

AVAILABILITY

Available for general domestic, commercial and industrial service.

RATES (Customers with metered water supply)

Service Charge \$20.13

First 3,600 gallons of water used per month \$7.28 per 1,000 gallons

All over 3,600 gallons of water used per month \$7.28 per 1,000 gallons

FLAT-RATE (Customers with non-metered water supply)

Equivalent of 3,600 gallons of water usage or \$46.34 per month

MINIMUM BILL

\$46.34 per month which is the equivalent of 3,600 gallons of usage with 5/8" meter

These rates represent project-related and non project-related increases to become effective for Valley Point customers only upon substantial completion of the project:

(\$)	INCREASE	(\$)	INCREASE
Residential (only one class in PSD, applies to all users)	\$46.34	0%	
Commercial	N/A		
Industrial	N/A		
Resale	N/A		
Other	N/A		

This proposed rate increase, to the Valley Point customers only, related to the non-project and project related increases will produce approximately \$21,303.00 annually in additional revenue, an increase of 6%. The total increase granted will not exceed this estimate unless further notice is provided.

The District does not have any resale customers.

The increases shown are based on averages of all customers in the indicated class. Individual customers may receive increases that are greater or less than average. Furthermore, the requested rates and charges among the various classes of customers are only a proposal and are subject to change (increases or decreases) by Public Service Commission in its review of this filing.

Anyone desiring to protest or intervene should file a written protest or notice of intervention within thirty (30) days following the date of this publication unless otherwise modified by Commission order. Failure to timely protest or intervene can affect your right to protest aspects of this certificate case, including any associated rate increases, or to participate in future proceedings. All protests or requests to intervene should briefly state the reason for the protest or intervention. Requests to intervene must comply with the Commission's rules on intervention set forth in the Commission's Rules of Practice and Procedure. All protests and interventions should be addressed to Sandra Squire, Executive Secretary, P.O. Box 812, Charleston, West Virginia 25323.

In the absence of substantial protest received within thirty (30) days of this publication, the Commission may waive formal hearing and grant the application based on the Commission's review of the evidence with the application.

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT
FUNDING ASSISTANCE (WEST VIRGINIA CWSRF)

EXCERPT OF MINUTES ON ADOPTION OF ELECTION OF
OFFICERS, RULES OF PROCEDURE, FUNDING
ASSISTANCE RESOLUTION AND DRAW RESOLUTION

The undersigned SECRETARY of Preston County Sewer Public Service District hereby certifies that the following is a true and correct excerpt of the minutes of a regular meeting of the said Public Service District:

Preston County Sewer Public Service District met in regular session, pursuant to notice duly posted, on the 22nd day of October, 2013, in Bruceton Mills, West Virginia, at the hour of 7:00 pm.

PRESENT: Harry Wolfe, Treasurer
Robert Matheny, Acting Chair
Hazel Spiker, Secretary
Tom Aman, Steptoe & Johnson
Steve Spiker, Plant Operator
Ken Bernard, Plant Operator

Robert Matheny, Acting Chairman, presided, and Hazel Spiker, acted as Secretary. The Acting Chairman announced that a quorum of members was present and that the meeting was open for any business properly before it.

Martin Wotring was nominated as Chairman for calendar year 2013. It was unanimously voted that Martin Wotring act as Chairman for calendar year 2013.

Hazel Spiker was nominated as Secretary for calendar year 2013. It was unanimously voted that Hazel Spiker act as Secretary for calendar year 2013.

Robert Matheny was nominated as Acting Chairman for this meeting and authorized to sign documents relating to the Valley Point Sewer Project on behalf of the District. It was unanimously voted that Robert Matheny act as Acting Chairman for this meeting and authorized to sign documents relating to the Valley Point Sewer Project on behalf of the District.

Next, the Acting Chairman presented a proposed resolution concerning the rules of procedure with respect to the Open Governmental Proceedings Act. Thereupon, on motion duly made by Robert Matheny and seconded by Harry Wolfe, it was unanimously ordered that the said Resolution be adopted and be in full force and effect on and from the date hereof.

Next, the Acting Chairman presented a proposed Funding Assistance Resolution in writing entitled:

RESOLUTION AUTHORIZING THE ACQUISITION AND CONSTRUCTION OF CERTAIN IMPROVEMENTS AND EXTENSIONS TO THE EXISTING PUBLIC SEWER FACILITIES OF THE PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT AND THE FINANCING OF THE COST THEREOF, NOT OTHERWISE PROVIDED, THROUGH THE ACCEPTANCE BY THE DISTRICT OF FUNDING ASSISTANCE IN THE AGGREGATE PRINCIPAL AMOUNT OF \$1,592,282 THROUGH THE WEST VIRGINIA CLEAN WATER SRF PROGRAM; AUTHORIZING EXECUTION AND DELIVERY OF ALL DOCUMENTS RELATING TO ACCEPTANCE OF SUCH FUNDING; APPROVING, RATIFYING AND CONFIRMING THE FUNDING ASSISTANCE AGREEMENT RELATING TO SUCH FUNDING ASSISTANCE.

and caused the same to be read and there was discussion. Thereupon, on motion duly made by Robert Matheny and seconded by Harry Wolfe, it was unanimously ordered that the said Funding Assistance Resolution be adopted and be in full force and effect on and from the date hereof.

Next, the Chairman presented a proposed Draw Resolution for the approval of invoices. Thereupon, on motion duly made by Harry Wolfe and seconded by Robert Matheny, it was unanimously ordered that the said Draw Resolution be adopted.

There being no further business to come before the meeting, on motion duly made and seconded, it was unanimously ordered that the meeting adjourn.

CERTIFICATION

I hereby certify that the foregoing is a true copy of the minutes of Preston County Sewer Public Service District and that such actions remain in full force and effect and have not been amended, rescinded, superseded, repealed or changed.

WITNESS my signature on this 14th day of November, 2013.


Secretary

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT
FUNDING ASSISTANCE (WEST VIRGINIA CWSRF)

EXCERPT OF MINUTES ON ADOPTION OF ELECTION OF
OFFICERS, RULES OF PROCEDURE, FUNDING
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CERTIFICATION

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WITNESS my signature on this 14th day of November, 2013.


Secretary

WV MUNICIPAL BOND COMMISSION

900 Pennsylvania Avenue
Suite 1117
Charleston, WV 25301
(304) 558-3971

NEW ISSUE REPORT FORM

Date of Report: 11/14/2013

ISSUE: <u>Preston County Sewer Public Service District</u> <u>Funding Assistance (CWSRF)</u>	
ADDRESS: <u>206 S. Main Street, Bruceton Mills, West Virginia 26525</u>	COUNTY: <u>Preston</u>
PURPOSE OF ISSUE: New Money: <u>X</u> Refunding: _____	
ISSUE DATE: <u>11/14/2013</u>	REFUNDS ISSUE(S) DATED: _____
ISSUE AMOUNT: <u>\$1,592,282</u>	CLOSING DATE: <u>11/14/2013</u>
1ST DEBT SERVICE DUE: <u>NA</u>	RATE: <u>0% Principal Forgiveness</u>
1ST DEBT SERVICE AMOUNT <u>NA</u>	1ST PRINCIPAL DUE <u>NA</u>
	PAYING AGENT: <u>NA</u>
BOND COUNSEL: Firm: <u>Steptoe & Johnson PLLC</u> Contact <u>John Stump, Esquire</u> Phone: <u>304.353.8196</u>	UNDERWRITERS COUNSEL Firm: <u>Jackson Kelly PLLC</u> Contact: <u>Samme L. Gee</u> Phone: <u>304.340.1318</u>
CLOSING BANK: Bank: _____ Contact: _____ Phone: _____	ESCROW TRUSTEE: Firm: _____ Contact: _____ Phone: _____
KNOWLEDGEABLE ISSUER CONTACT Contact: <u>Hazel Spiker</u> Position: _____ Phone: <u>304.379.6753</u>	OTHER: Agency: <u>WV DEP</u> Contact: <u>Rose Brodersen</u> Position: <u>Program Manager</u> Phone: <u>304.926.0449 ext 1608</u>
DEPOSITS TO MBC AT CLOSE By: _____ Wire _____ _____ Check _____ Accrued Interest: \$ _____ Capitalized Interest: \$ _____ Reserve Account: \$ _____ Other: \$ _____	
REFUNDS & TRANSFERS BY MBC AT CLOSE By: _____ Wire _____ _____ Check _____ _____ IGT _____ To Escrow Trustee \$ _____ To Issuer \$ _____ To Cons. Invest. Fund \$ _____ To Other: _____ \$ _____	
NOTES: <u>Principal Forgiveness</u> _____ _____	
FOR MUNICIPAL BOND COMMISSION USE ONLY: DOCUMENTS REQUIRED: _____ TRANSFERS REQUIRED: _____ _____	

10-862
Permit

plans incl - Clay Kelley

State of West Virginia

OFFICE OF ENVIRONMENTAL HEALTH SERVICES

350 CAPITOL STREET, ROOM 313

CHARLESTON, WV 25301-3713

Telephone (304) 558-2981

PERMIT

(Water)
PROJECT: Valley Point Sewage System

PERMIT NO.: 18,694

LOCATION: Valley Point

COUNTY: Preston

DATE: 11-1-2010

THIS IS TO CERTIFY that after reviewing plans, specifications, application forms, and other essential information that

**Preston County Sewer Public Service District
P. O. Box 166
Bruceton Mills, West Virginia 26525**

is hereby granted approval to: install approximately 1,865 LF of 6" and 5,815 LF of 8" sewer line; one (1) 21 GPM duplex submersible sewage lift station; approximately 1,030 LF of 2" force main; a 10,000 GPD packaged extended aeration sewage treatment plant with flow equalization, fixed media, aerated sludge holding and ultraviolet disinfection; a 63 GPM duplex sewage effluent pump station; approximately 2,680 Lf of 3" sewage effluent force main; a cascade aerator; and all necessary valves, controls and appurtenances; with effluent discharge to Fickey Run. Sewage treatment facilities are to be enclosed by a minimum six (6) feet high fence with a locking gate.

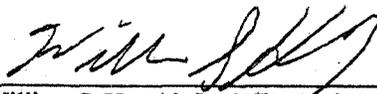
Facilities are to serve 46 customers in the Community of Valley Point.

Note: This permit is contingent upon maintaining a minimum ten (10) feet horizontal separation between sewer and water lines and a minimum 18" vertical separation between crossing sewer and water lines, with the water line to be above the sewer line.

The Environmental Engineering Division of the OEHS-Philippi District Office, (304) 457-2296, is to be notified when construction begins.

Validity of this permit is contingent upon conformity with plans, specifications, application forms, and other information submitted to the West Virginia Bureau for Public Health.

FOR THE DIRECTOR


William S. Herold, Jr., P.E., Assistant Manager
Infrastructure and Capacity Development
Environmental Engineering Division

WSH: plk

pc: Thrasher Engineering, Inc
Katheryn Emery, P.E., DEP
Robert Coontz, P.E., WV DEP, Division of Water and Waste
Ingrid Ferrell, PSC-Engineering Division
Amy Swann, PSC
Preston County Health Department
OEHS-EED Philippi District Office

RECEIVED

NOV 3 2010

THRASHER ENGINEERING, INC.

OWR Permit Details

(1)OWR Permit		
PERMITTEE	PRESTON COUNTY SEWER PSD	
DEP OFFICE	OWR	
PERMIT ID	WVG551459	
ISSUE/REISSUE DATE	03/28/12	
EXPIRATION DATE	09/23/15	
FACILITY NAME	Valley Point Sanitary Sewer Collection & Treatment System	
DESCRIPTION	N/A	
No. of CUSTOMERS		
DISTURBED ACRES		
SLUDGE TONNAGE		
DESIGN FLOW(MGD)	0.010000	
AVERAGE FLOW(MGD)		
MAJOR FACILITY	N	
EXTENSION DATE		
(1) County / Quad		
County: Preston	Quad: VALLEY POINT	
(2) Inspectable Units		
INSPECTABLE UNIT CODE	TYPE	
ENTIRE	Entire Default	
001	Outlet	
(2) Permit Geography		
INSPECTABLE UNIT CODE:	001	Show Map
MAGISTERIAL DIST:		
NEAREST POST OFFICE:		
LATITUDE:	39° 34'25.5500"	
LONGITUDE:	79° 38'5.5800"	
COUNTY:	Preston	
INSPECTABLE UNIT CODE:	ENTIRE	Show Map
MAGISTERIAL DIST:		
NEAREST POST OFFICE:		
LATITUDE:	39° 34'25.5500"	
LONGITUDE:	79° 38'5.5800"	
COUNTY:	Preston	
USWRC WATERSHED:	Cheat River	
SCS WATERSHED:	Cheat River Direct Drains	
USWRC WATERSHED:	Cheat River	
SCS WATERSHED:	Cheat River Direct Drains	

SC-IC-1
(10/13)

GRANT AGREEMENT
(2011S-1272/C-544487)

This Grant Agreement entered into by and between the WEST VIRGINIA WATER DEVELOPMENT AUTHORITY (the "Authority"), at the direction of the WEST VIRGINIA INFRASTRUCTURE AND JOBS DEVELOPMENT COUNCIL (the "Council") and the PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT (the "Governmental Agency").

RECITALS

WHEREAS, the Council has authorized the Authority to make a grant to the Governmental Agency in the amount not to exceed \$70,000 (the "Grant") for the purposes of the design, acquisition or construction of a project for which a preliminary application has been submitted and approved by the Council;

WHEREAS, the Governmental Agency wishes to accept the Grant upon such terms and conditions as are hereinafter set forth for the purposes of designing, acquiring or constructing the project described in Exhibit B attached hereto and incorporated herein by reference (the "Project");

WHEREAS, this Grant Agreement sets forth the Council, the Authority and the Governmental Agency's understandings and agreements with regard to the Grant.

NOW, THEREFORE, in consideration of the premises and the mutual agreements hereinafter contained, the Authority and the Governmental Agency hereby agree as follows:

TERMS

1. Prior to the distribution of the Grant, the Governmental Agency shall provide the Authority with a Project budget and an anticipated monthly draw schedule reflecting the receipt dates and amounts from other funding sources. The Project budget shall not be amended unless the Governmental Agency has received the prior written consent of the Council.

2. The Authority shall advance the Council's share of the Project costs from the Grant from time to time upon receipt of a requisition evidencing the costs incurred, which requisition must be satisfactory to the Authority.

3. The monthly requisition will also set forth (i) the amounts requested for that requisition period from all other funding agencies, and (ii) the amounts advanced for the Project to date from all other funding agencies.

4. The Authority shall wire the approved requisition amount using the wiring instructions provided in Exhibit A, unless the Council and Authority are provided replacement instructions in writing.

5. The Governmental Agency will use the proceeds of the Grant only for the purposes specifically set forth in Exhibit B.

6. The Governmental Agency shall comply with and is bound by the Council's rules set forth as Title 167, Series 1 and more particularly Section 5.9 with respect to the sale of the Project.

7. The Governmental Agency acknowledges that the Grant may be reduced, from time to time, to reflect actual Project costs and availability of other funding.

8. The Governmental Agency shall list the Grant provided by the Authority and the Council in any press release, publication, program bulletin, sign or other public communication that references the Project, including but not limited to any program document distributed in conjunction with any groundbreaking or dedication of the Project.

9. This Grant Agreement shall be governed by the laws of the State of West Virginia.

IN WITNESS WHEREOF, the parties hereto have caused this Grant Agreement to be executed by the respective duly authorized officers as of the date executed below by the Authority.

PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT

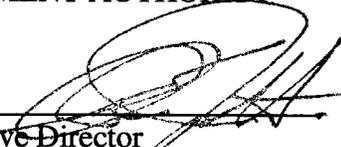
By: _____
Its: Chairman
Date: November 14, 2013

(SEAL)

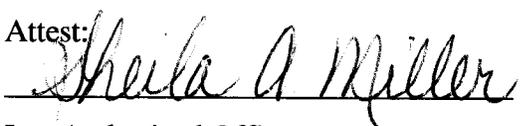
Attest:

Its: Secretary

WEST VIRGINIA WATER DEVELOPMENT AUTHORITY

By: 
Its: Executive Director
Date: November 14, 2013

(SEAL)

Attest: 
Its: Authorized Officer

[To Be Placed on Letterhead]

Exhibit A

Wiring Instructions

_____, 20__

Preston County Sewer Public Service District
206 S. Main Street
Bruceton Mills, WV 26525

Payor: West Virginia Water Development Authority
Source: Grant Proceeds
Amount: \$ _____
Date: _____
Form: Electronic Funds Transfer
Payee: Preston County Sewer Public Service District
206 S. Main Street
Bruceton Mills, WV 26525

Contact Name: _____
Telephone: (304) _____
Bank Name: Clear Mountain Bank
Bank Street Address: 160 Morgantown St., Bruceton Mills, WV 26525
Bank Contact: Vicky Whetsell
Telephone: (304) 379-2265
ABA: 051502599
Account #: 1318721
Account: Valley Point Sewer Project

Exhibit B

Project Description

The Project consists of installing sanitary sewer collection system and wastewater treatment plant for the Valley Point area.

Number of New Users: 42

Location: Valley Point area, Preston County

CLOSING MEMORANDUM

To: Financing Team
From: John C. Stump, Esquire
Date: November 14, 2013
Re: Preston County Sewer Public Service District
206 S. Main Street, Bruceton Mills, WV 26525

DISBURSEMENTS TO THE PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT

- A. Payor: West Virginia Clean Water SRF
Source: CWSRF Funding Assistance
Amount: \$186,250
Form: Wire
Payee: Preston County Sewer Public Service District
ABA #: 051502599
Account #: 1318721
Bank: Clear Mountain Bank, 160 Morgantown St., Bruceton Mills, WV 26525
Contact: Vicky Whetsell, 304.379.2265
Account: Valley Point Sewer Project
- B. Payor: West Virginia Infrastructure & Jobs Development Council
Source: Grant
Amount: \$55,541.65
Form: Wire
Payee: Preston County Sewer Public Service District
ABA #: 051502599
Account #: 1318721
Bank: Clear Mountain Bank, 160 Morgantown St., Bruceton Mills, WV 26525
Contact: Vicky Whetsell, 304.379.2265
Account: Valley Point Sewer Project



west virginia department of environmental protection

Division of Water and Waste Management
601 57th Street SE
Charleston, WV 25304
Phone: (304) 926-0495
Fax: (304) 926-0496

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
dep.wv.gov

October 31, 2013

Mr. Martin Wotring, Chairman
Preston County Sewer PSD
PO Box 89
Bruceton Mills, West Virginia 26525

RE: Preston Co Sewer PSD
SRF No. C-544487
Payment Request

Dear Mr. Wotring:

The CWSRF bond closing has been scheduled for November 14, 2013.

The 1st payment reimbursement request in the amount of \$186,250 has been approved by this office. A wire transfer to the construction account at Clear Mountain Bank in the amount of \$186,250 will be made available on that same date.

Enclosed is a copy of the RF-91 payment request form that was processed by our office.

Should you have any questions please do not hesitate to contact Carrie Grimm at 304/926-0499 extension #1605 or Carrie.L.Grimm@wv.gov.

Sincerely,

Rosalie Brodersen
Management Section Manager
Clean Water SRF Program

RB/cg

Email: Ms. Roberta Baylor, Preston Co EDA (w/enc)
Ms. Samme Gee, Jackson Kelly
Mr. John Stump, Steptoe Johnson

SRF PAYMENT REQUISITION FORM

Rev 04/07/09

1. LOAN RECIPIENT/VENDOR:

NAME: Preston Co Sewer PSD ✓
 ADDRESS: 15599 N Preston Highway ✓
Bruceston Mills, WV 26525
 FEIN: 300261738 ✓
 DUNS: 078828963 ✓

2. SRF #: C-544487 ✓

3. INVOICE NUMBER: 1

4. PERIOD COVERED BY THIS REQUEST (MO/DAY/YR)

FROM: (MO/DAY/YR) 10/3/2013 ✓ TO: (MO/DAY/YR) 10/22/13

5. % PHYSICAL CONSTRUCTION COMPLETION 0%

CLASSIFICATION	A) APPROVED BUDGET	B) PREVIOUS APPROVED	C) THIS REQUEST	D) TOTAL COLUMNS B&C	E) AGENCY USE ONLY
					SRF
1) CONSTRUCTION	\$ 1,148,840		0	\$ -	
2) ENGINEERING				\$ -	
a. Planning				\$ -	
B. Design	\$ 130,250		130,250	\$ 130,250	130,250
c. Const & Post Const	\$ 20,750		0	\$ -	
d. Special Services	\$ 50,000		0	\$ -	
e. Inspection	\$ 60,000		0	\$ -	
3) LEGAL	\$ 31,000		31,000	\$ 31,000	31,000
4) ACCOUNTING	\$ 25,000		25,000	\$ 25,000	25,000
5) ADMINISTRATIVE	\$ 30,000		0	\$ -	
6) CONTINGENCY	\$ 57,442		0	\$ -	
7) Permits	\$ 7,500		0	\$ -	
8) Electrical Services	\$ 30,000		0	\$ -	
9) Postage/Advertisement	\$ 1,500		0	\$ -	
10) CLOSING COSTS	\$ -		0	\$ -	
11) SUBTOTAL	\$ 1,592,282	\$ -	186,250	\$ 186,250	186,250
12) LESS PREVIOUSLY PAID				\$ -	-00
13) INVOICE AMOUNT				\$ 186,250	186,250

14) <u>[Signature]</u> <u>10-22-13</u> AUTHORIZED SIGNATURE DATE _____ TYPED OR PRINTED NAME AND TITLE	15) <u>[Signature]</u> <u>10-22-13</u> PERSON PREPARING FORM SIGNATURE DATE Katy Mallory TYPED OR PRINTED NAME AND TITLE
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AGENCY USE ONLY:

THIS REQUEST APPROVED BY: <u>[Signature]</u> <u>10/31/13</u> PROJECT REVIEWER DATE	WV DEPARTMENT OF ENVIRONMENTAL PROTECTION <u>[Signature]</u> <u>11/1/13</u> AUTHORIZED OFFICER DATE
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**Preston County Sewer Public Service District
2011S-1272**

**RESOLUTION OF THE PRESTON COUNTY SEWER PUBLIC SERVICE DISTRICT APPROVING
INVOICES RELATING TO PAYMENT SEWER PROJECT
AND AUTHORIZING PAYMENT THEREOF,**

WHEREAS, the Preston County Sewer Public Service District, has reviewed the invoices attached hereto and incorporated herein by reference relation to the Project funded by the West Virginia Infrastructure and Jobs Development Council (IJDC) and the Clean Water State Revolving Fund ("CWSRF") and find as follows:

- a) That none of the items for which payment is proposed to be made has formed the basis for any disbursement theretofore made.
- b) That each item for which the payment is proposed to be paid is or was necessary in connection with the Project and constitutes a Cost of the project.
- c) That each of such costs has been otherwise properly incurred.
- d) That the payment for each of the items proposed is due and owing.

NOW, THEREFOR, BE IT RESOLVED Preston County Sewer Public Service District by as follows:
There is hereby authorized and directed the payment of the attached invoices as follows:

Vendor	Total	CWSRF	IJDC
Bennett & Dobbins	25,000.00	25,000.00	0.00
Steptoe & Johnson	5,000.00	5,000.00	0.00
Thrasher	170,250.00	130,250.00	40,000
Sheila Williams	28,806.65	26,000.00	2,806.65
Preston County Sewer PSD	12,735.00	0.00	12,735.00
PCDA	0.00	0.00	0.00
Total	241,791.65	186,250.00	55,541.65

ADOPTED BY the Preston County Sewer Public Service District, at the meeting held on the 22nd day of October, 2013

Preston County Sewer Public Service District

By: 

Its: Chairman

State of West Virginia
 WATER DEVELOPMENT AUTHORITY
 1009 Bullitt Street, Charleston, WV 25301
 (304)414-6500 - (304)414-0865 (Fax)
 Internet: www.wvwda.org - Email: contact@wvwda.org

Date 11/13/13 Time 11:50 LGA Preston County Sewer PSD Program CW/IDDC

NAME	COMPANY, AGENCY, OR ORGANIZATION	TELEPHONE	FAX	E-MAIL
<u>Sheila Miller</u>	<u>WDA</u>	<u>304-414-6500</u>	<u>304-414-0865</u>	<u>smiller@wvwda.org</u>
<u>Spame Lee</u>	<u>Trask & Ly LLC</u>	<u>304 340 1319</u>	<u>304 340 1272</u>	<u>sglee@traskslly.com</u>
<u>Rosalie Brodersen</u>	<u>WV DEP</u>	<u>304 926 0499 x1608</u>	<u>304 926 0496</u>	<u>rosalie.m.brodersen@wvdep</u>
<u>John Stump</u>	<u>Spitzer Wilson PLLC</u>	<u>304.553.8196</u>	<u>304.353.8181</u>	<u>john.stump@spitzerwilson.com</u>

The Authority requests that they following information concerning the individual who will be responsible for sending Debt Service Payments to the Municipal Bond Commission be provided. (If that individual is in attendance, he/she should also sign above.) Please Print:

Name Hazel Spiker, Chairperson Telephone 304.379.6753 E-Mail N/A
 Address 206 S. Main Street, Bruceton Mills, West Virginia ~~26525~~ 26525

REMINDER: As a participant in this program, the Local Governmental Agency (LGA) agrees and is required to submit annually to the WDA a copy of its audited financial statements and a copy of its adopted budget. Also, pursuant to the Loan Agreement and the Non-Arbitrage Certificate (both of which are contained in the bond transcript) you are to provide annually to the WDA a rebate calculation certificate or an exception opinion showing whether a rebate amount is due to the US Government under arbitrage requirements in Section 148(f) of the US Internal Revenue Code 1986 as amended.