

## Agenda Summary

June 24, 2019

### Agenda Item No. 5

#### SFD#3 & Town Merger Discussion of Legal Documents

---

Summary: Enclosed is a draft Assignment and Deed transferring Stowe Fire District #3 property to the Town of Stowe. Also, attached is a draft Assignment and Assumption Acknowledgement that the Town will be responsible for outstanding debt obligations for SFD#3. Please remember that under the Plan of Merger approved into law the Town has the right to assess a surcharge to former SFD#3 customers to recover the money to pay off the debt service.

This time has been set aside for discussion purposes only to see if the Water Commissioners or other users have any questions with adoption scheduled for the Selectboard meeting.

Town Plan Impact: N/A

Fiscal Impact: N/A

Recommendation: No action is necessary at this time.

## DEED

KNOW ALL PERSONS BY THESE PRESENTS, that STOWE FIRE DISTRICT #3 of Stowe, in the County of Lamoille and State of Vermont, Grantor, in consideration of TEN AND MORE Dollars paid to its full satisfaction by the TOWN OF STOWE, in the County of Lamoille and State of Vermont, Grantee, and pursuant to the merger agreement between the parties, by these presents does freely GIVE, GRANT, SELL, CONVEY AND CONFIRM unto the said Grantee, TOWN OF STOWE, and its successors and assigns forever, certain real property, real property interests and improvements located in the Town of Stowe, County of Lamoille and State of Vermont, described as follows, viz:

Being all and the same lands and premises owned and possessed by, and conveyed to Stowe Fire District #3 including but not limited to, those described in the following instruments:

Warranty Deed of Brian Wheeler dated July 2, 1996 and recorded in Book 318 at Pages 130-32 of the Land Records of the Town of Stowe;

Easement Deed of Ampersand Properties Limited jointly to Grantor and Grantee dated June 13, 1996, and recorded in Book 318 at Pages 133-38 of said Land Records;

Easement Deed of Ruth S. Sachs Living Trust dated March 28, 1995, and recorded in Book 318 at Pages 139-43 of said Land Records;

Easement Deed of Town of Stowe (for water system booster pump location) dated May 2, 1996, and recorded in Book 318 at Pages 144-48 of said Land Records;

Easement Deed of Town of Stowe (for water pipelines along Sylvan Park Road) dated May 2, 1996, and recorded in Book 318 at Pages 149-53 of said Land Records;

Easement Deed of Milton C. Beard, Jr. and Joan T. Beard dated April 19, 1996, and recorded in Book 318 at Pages 154-56 of said Land Records;

Easement Deed of Richard Brackenbury and Erika W. Brackenbury dated June 21, 1996, and recorded in Book 318 at Pages 157-59 of said Land Records;

Easement Deed of Collins Associates dated June 5, 1996, and recorded in Book 318 at Pages 160-62 of said Land Records;

Easement Deed of Jay Allen Cooke and Ann Learned Cooke dated June 21, 1996, and recorded in Book 318 at Pages 163-65 of said Land Records;

Easement Deed of Paul H. Hansel and Barbara J. Hansel dated April 19, 1996, and recorded in Book 318 at Pages 166-68 of said Land Records;

Easement Deed of Timothy P. Meehan and Barry Joan Meehan, and Alan A. Green and Sherry R. Green dated June 20, 1996, and recorded in Book 318 at Pages 169-72 of said Land Records;

Easement Deed of R. Bruce Nourjian dated May 16, 1996, and recorded in Book 318 at Pages 173-75 of said Land Records;

Easement Deed of George Rau and Elaine Rau dated April 23, 1996, and recorded in Book 318 at Pages 176-78 of said Land Records;

Easement Deed of Stoware Common Associates, L.P., dated June 13, 1996, and recorded in Book 318 at Pages 179-81 of said Land Records;

Agreement between Stowe Fire District #3 and David S. Merz and Nancy K. Merz, dated May 13, 1996 and recorded in Book 318 at Pages 182-91 of said Land Records;

Agreement between Stowe Fire District #3 and Richard V. deGrasse and Kathleen K. deGrasse, dated March 29, 1996 and recorded in Book 312 at Pages 322-33 of said Land Records;

The lands and premises hereby conveyed are shown or depicted on various site plans and maps of record in the Town of Stowe Land Records including:

A Map entitled "Stowe Fire District # 3 Stowe Lower Village" dated January 1992, prepared by Charles Burnham, Inc. Land Planning and Environmental Services, and recorded in Map Book 11 at Page 3 of said Land Records;

A Site Map entitled "Stowe Fire District No. 3, Stowe, VT, Water System Improvements, Contract No. 1, Centre Village Transmission Line General Plans," Sheets 3, 4, and 5 of 8 dated January 1996 prepared by Michael J. Chenette Professional Engineer and recorded in Map 11 at Pages 4-6;

A Site Plan entitled "Stowe Fire District No. 3, Stowe, VT, Sylvan Park Water System Improvements, Contract No. 2, As Built Reservoir Plan/Profile," Sheets 3 and 4 of 20 dated March 1996 prepared by Michael J. Chenette, Professional Engineer and recorded in Map Book 11 on Pages 7-8 of said Land Records; and

A Site Plan entitled "Stowe Fire District #3, Stowe, VT, Sylvan Park Water System Improvements, Contract No. 2" Sheets 6-9 of 20, dated March 1996 prepared by Michael J. Chenette, Professional Engineer and recorded in Map Book 11 on Pages 9-12 of said Land Records.

Meaning hereby to convey all rights, title and interest presently held by Grantor in and to the lands and premises comprising its water system.

Reference is hereby made to the above mentioned instruments, the records thereof, the references therein made, and their respective records and references, in further aid of this description.

**TO HAVE AND TO HOLD** all said granted premises, with all the privileges and appurtenances thereof, to the said Grantee, **TOWN OF STOWE**, and its successors and assigns, to its own use and behoof forever; And the said Grantor, **STOWE FIRE DISTRICT # 3**, for itself and its successors and administrators, does covenant with the said Grantee, **TOWN OF STOWE**, and its successors and assigns that until the ensealing of these presents it is the sole owner of the premises, and has good right and title to convey the same in manner aforesaid, that said premises are **FREE FROM EVERY ENCUMBRANCE**; except as aforesaid; and Grantor hereby engages to **WARRANT AND DEFEND** the same against all lawful claims whatever, except as aforesaid.

**IN WITNESS WHEREOF**, Grantor hereunto sets its hand and seal this \_\_\_th day of June, 2019.

**IN PRESENCE OF:**

**STOWE FIRE DISTRICT #3**

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Duly Authorized

STATE OF VERMONT  
COUNTY OF LAMOILLE, ss.

At \_\_\_\_\_, Vermont, this \_\_\_\_ day of \_\_\_\_\_, 2019, Elizabeth C. Bushueff, personally appeared and she acknowledged this instrument by her subscribed, to be her free act and deed and the free act and deed of Stowe Fire District #3.

Before me, \_\_\_\_\_  
Notary Public

My Commission Expires: 1/31/2021

**VT Form**  
**PTT-172**

**VERMONT**  
**PROPERTY TRANSFER TAX RETURN**

**For Town Use Only**

**A. TRANSFEROR'S (Seller's) INFORMATION**

Entity TRANSFEROR Name <b>STOWE FIRE DISTRICT 3</b>			Web request key / Confirmation code		
<b>OR</b>	Individual TRANSFEROR Last Name	First Name	Initial	<b>OR</b>	Federal ID Number
					Social Security Number
TRANSFEROR Mailing Address Following Transfer <b>312 SOUTH MAIN STREET</b>					
Line 2 for Mailing Address Following Transfer (if needed)					
City <b>STOWE</b>	State <b>VT</b>	ZIP Code <b>05672</b>	<b>For Department Use Only</b>		
Foreign Country (if not United States)					

**B. TRANSFEREE'S (Buyer's) INFORMATION**

Entity TRANSFEREE Name <b>TOWN OF STOWE</b>			Federal ID Number <b>036000701</b>		
<b>OR</b>	Individual TRANSFEREE Last Name	First Name	Initial	<b>OR</b>	Social Security Number
TRANSFEREE Mailing Address Following Transfer <b>PO BOX 730</b>					
Line 2 for Mailing Address Following Transfer (if needed)					
City <b>STOWE</b>	State <b>VT</b>	ZIP Code <b>05672</b>	<b>For Department Use Only</b>		
Foreign Country (if not United States)					

**C. PROPERTY INFORMATION**

Property Physical Location - Number and Street or Road Name <b>MULTIPLE</b>		Land Size (in acres) <b>.</b>
City or Town <b>STOWE VERMONT</b>	Check if property is located in multiple cities or towns <input type="checkbox"/>	SPAN

**D. HOLDING PERIOD**

Date Acquired by Transferor (mm dd yyyy)	Date of this Closing (mm dd yyyy)	Time Held _____ Years _____ Months
--	-----------------------------------	---------------------------------------

**E. EXEMPTIONS**

- E1. If transfer is exempt from Property Transfer Tax, enter exemption number (see quick reference guide) . E1. 02
- E2. If sale was between family members, enter corresponding number (see quick reference guide) . . . . . E2. \_\_\_\_\_
- E2a. If Line E2 is "05," enter description. . . . . E2a. \_\_\_\_\_
- E3. Land Gains exemption number (see quick reference guide). . . . . E3. 01

(continued on next page)



\* 1 6 1 7 2 1 1 0 0 \*

Transferee's Name \_\_\_\_\_  
Property Location MULTIPLE  
Date of this Closing \_\_\_\_\_ STOWE VERMONT



**F. TRANSFER INFORMATION**

- F1. How did the Transferor acquire this property? (see quick reference guide) ..... F1. 01  
F1a. If Line F1 is "04," enter description ..... F1a. \_\_\_\_\_
- F2. Interest conveyed in this transfer (see quick reference guide) ..... F2. 03  
F2a. If Line F2 is "07," enter percent of interest here ..... F2a. \_\_\_\_\_ %  
F2b. If Line F2 is "08," enter description ..... F2b. \_\_\_\_\_
- F3. Type of building construction at time of transfer (see quick reference guide) .... F3. 20  
F3a. If Line F3 is "05," enter number of units transferred ..... F3a. \_\_\_\_\_  
F3b. If Line F3 is "06," enter number of dwelling units transferred ..... F3b. \_\_\_\_\_  
F3c. If Line F3 is "20," enter description ..... F3c. INSTALLED WATER UTIL SYSTEM
- F4. Was the transferee a tenant prior to this transfer? ..... F4.  Yes  No
- F5. Financing ..... F5.  Conventional/Bank  Owner Financing  Other  
F5c. If Line F5 is "Other," enter description ..... F5c. MUNICIPLE MERGER
- F6. Do you intend to record this return with the Town/City within 60 days of the closing? .. F6.  Yes  No

**G. AGRICULTURAL / MANAGED FOREST LAND USE VALUE PROGRAM, 32 V.S.A. CHAPTER 124**

- G1. Is the property being transferred enrolled in the Current Use (Use Value Appraisal) Program? ..... G1.  Yes  No
- G2. To continue enrollment in the Current Use Program, the new owner must submit a Current Use Application within 30 days of the recording date. Will the new owner be submitting that application? ..... G2.  Yes  No

**H. TRANSFER INFORMATION**

- H1. Transferor's use of property **BEFORE** transfer (see quick reference guide) ..... H1. 06  
H1a. If Line H1 is "07," "08," or "09," enter description .... H1a. \_\_\_\_\_
- H2. Transferee's use of property **AFTER** transfer (see quick reference guide) ..... H2. 06  
H2a. If Line H2 is "07," "08," or "09," enter description .... H2a. \_\_\_\_\_
- H3. Was the property rented **BEFORE** transfer? ..... H3.  Yes  No
- H4. Will the property be rented **AFTER** transfer? ..... H4.  Yes  No
- H5. Have development rights previously been conveyed? ..... H5.  Yes  No
- H6. Does the transferee hold title to any adjoining property? ..... H6.  Yes  No

(continued on next page)

For Town Use Only

Transferee's Name \_\_\_\_\_  
Property Location MULTIPLE  
Date of this Closing \_\_\_\_\_ STOWE VERMONT



**I. REAL ESTATE WITHHOLDING CERTIFICATION**

- I1.** The transferee certifies that 2.5% VT Income tax has been withheld from the purchase price and will be remitted to the Vermont Commissioner of Taxes with Form REW-171 within 30 days of the date of this closing. . . . . **I1.**  Yes  No
- I2.** If Line I1 is "No," enter the withholding exemption number (see quick reference guide). . . . . **I2.** 01
- I2a.** If Line I2 is "04," enter Commissioner's Certificate number. . . . . **I2a.** \_\_\_\_\_

**J. TAX CALCULATION**

**Tax on Special Rate Property**

- J1.** Amount of value eligible for special principal residence rate (see instructions). . . . . **J1.** \_\_\_\_\_
- J2.** If transfer happened prior to July 1, 2011, enter the amount of value eligible for a special rate. (see instructions). . . . . **J2.** \_\_\_\_\_
- J3.** Total amount of value eligible for special rate (Add Lines J1 & J2) . . . . . **J3.** \_\_\_\_\_
- J4.** Tax due on amount of value eligible for special rate (Multiply Line J3 by the tax rate of **0.005**). . . . . **J4.** \_\_\_\_\_
- J5.** Only If Line E1 is "99": Enter any amount of value in excess of \$110,000 but below \$200,000. . . . . **J5.** \_\_\_\_\_
- J6.** Tax due on amount of value eligible for exemption 99 special rate (Multiply Line J5 by the tax rate of **0.0125** for exemption 99 only) . . . . . **J6.** \_\_\_\_\_
- J7.** Total due on amount of value eligible for special rates. (Add Lines J4 and J6) . . . . **J7.** \_\_\_\_\_

**Tax on General Rate Property**

- J8.** Value paid or transferred as defined in 32 V.S.A. § 9601(6). . . . . **J8.** 0.00
- J9.** Value paid or transferred for personal property . . . . . **J9.** \_\_\_\_\_
- J10.** Value paid or transferred for real property (Subtract Line J9 from Line J8) . . . . . **J10.** \_\_\_\_\_
- J11.** Enter amount from Line J3 above . . . . . **J11.** \_\_\_\_\_
- J12.** Enter amount from Line J5 above . . . . . **J12.** \_\_\_\_\_
- J13.** Subtract Lines J11 and J12 from Line J10. . . . . **J13.** \_\_\_\_\_
- J14.** Tax due on amount of value subject to the General Rate (Multiply Line J13 by the tax rate of **0.0145** which includes a 0.002 surcharge for the Clean Water Fund, 32 V.S.A. § 9602a) . . . . . **J14.** \_\_\_\_\_

**Total Tax Due**

- J15.** Total Tax Due (Add Lines J7 and J14). . . . . **J15.** 0.00

(continued on next page)

For Town Use Only

Transferee's Name \_\_\_\_\_  
Property Location \_\_\_\_\_  
Date of this Closing \_\_\_\_\_ STOWE



**LOCAL AND STATE PERMITS AND ACT 250 NOTICE**

This serves as notice that:

- The property being transferred may be subject to regulations governing **potable water supplies** and **wastewater systems** under 10 V.S.A. chapter 64 and **building, zoning and subdivision** regulations;
- The property being transferred may be subject to Act 250 regulations regarding land use and development under 10 V.S.A. chapter 151;
- The parties have an obligation to investigate and disclose knowledge regarding **flood regulations** affecting the property.

To determine if the property is in compliance with or exempt from these rules, contact the relevant agency. Contact information is provided in the instructions.

Transferor and Transferee state that the information submitted on this return is true, correct and complete to the best of their knowledge.

Prepared by (print or type) ROBERT E FLETCHER ESQ  
 Preparer's Address PO BOX 1507 Preparer's Email Address REF@FIRMSPF.COM  
BURLINGTON, VT 05402 Preparer's Telephone (802) 660-2555

**Town or City: Please forward original to the Vermont Department of Taxes within 30 days of receipt.**

**This section to be completed by Town or City Clerk**

Book Number	Page Number	Grand List year
City or Town	Parcel ID Number	Date of Record
Grand List Value	Grand List Category*	SPAN
Comments, additional information, etc.		

Duplicate Return Suspected

Original Return Waiting on Deed

**ACKNOWLEDGMENT**

Return received.

SIGNED \_\_\_\_\_, Clerk      DATE \_\_\_\_\_

\* Please use the following numeric two-digit grand list category codes

Residential <6 Acres . . . . . 01	Seasonal >6 Acres . . . . . 06	Utilities Other . . . . . 11
Residential >6 Acres . . . . . 02	Commercial . . . . . 07	Farm . . . . . 12
Mobile Home/Un . . . . . 03	Commercial Apt . . . . . 08	Other . . . . . 13
Mobile Home/La. . . . . 04	Industrial . . . . . 09	Woodland . . . . . 14
Seasonal <6 Acres . . . . . 05	Utilities Elec . . . . . 10	Miscellaneous . . . . . 15

For Town Use Only



**ASSIGNMENT**

Pursuant to the terms of the merger agreement between the Town of Stowe (the "Town") and Stowe Fire District No. 3 (the "Fire District"), effective July 1, 2019, by these presents the Fire District grants, sells, conveys, transfers, assigns and sets over to the Town all of the Fire District's real estate and personal property, tangible and intangible.

This Assignment shall serve as a bill of sale to convey to the Town all of the Fire District's assets, including, without limitation, (1) all of the District's rights, title, claims and interests in and to its public water supply system, together with all fixtures, equipment, improvements, licenses, easements and appurtenances thereto; (2) all of the Fire District's permits, contract rights, deposits, franchises, accounts and receivables; and (3) all of the Fire District's records, plans and drawings. These physical assets comprising the Fire District's public water supply system are conveyed to the Town free "as is", where is" without warranty as to their condition.

Contemporaneous with the execution and delivery of these presents, the Fire District shall execute and deliver to the Town a deed in the form attached hereto, conveying to the Town all of the Fire District's right, title and interest in and to real property and interests therein held by it in the Town of Stowe.

By its acceptance of these presents, and the Fire District's complementary deed, the Town acknowledges receipt, custody and control of the real estate and personal property assigned, together with assumption of all of the District's liabilities, including without limitation the District's payables, obligations, contract undertakings, service agreements, permit conditions and assessments.

IN WITNESS WHEREOF, Stowe Fire District No. 3 has caused these presents to be executed and delivered by Elizabeth C. Bushueff, its duly authorized Prudential Committee Chair this \_\_\_ day of June, 2019.

IN THE PRESENCE OF:

STOWE FIRE DISTRICT NO. 3

\_\_\_\_\_

Witness

By: \_\_\_\_\_  
Prudential Committee Chair

STATE OF VERMONT  
LAMOILLE COUNTY, ss

At the Town of Stowe this \_\_\_ day of June, 2019 personally appeared Elizabeth C. Bushueff, Chair of the Stowe Fire District No. 3 Prudential Committee, and she acknowledged the foregoing instrument, by her subscribed, to be her free act and deed individually and as Stowe Fire District No. 3 Prudential Committee Chair.

Before me, \_\_\_\_\_  
Notary Public  
Commission Expires \_\_\_\_\_

Accepted this \_\_\_ day of June, 2019

TOWN OF STOWE

By: \_\_\_\_\_  
Selectboard Chair

ASSIGNMENT AND ASSUMPTION ACKNOWLEDGEMENT

Pursuant to a plan of merger between the Town of Stowe (the “Town”) and Stowe Fire District No. 3 (the “Fire District”), approved by the Town and the Fire District on March 5, 2019, and subsequently confirmed by the Vermont General Assembly on May 14, 2019, and enacted as No. M-4 of the Acts of 2019, the parties acknowledge that, effective July 1, 2019, payment of the Fire District’s November 1, 2012 General Obligation Refunding Bond, the registered owner thereof being the Vermont Municipal Bond Bank, shall be assigned to and assumed by the Town.

Done this \_\_\_ day of June, 2019

TOWN OF STOWE

STOWE FIRE DISTRICT NO. 3

By: \_\_\_\_\_  
Chair, Selectboard

By: \_\_\_\_\_  
Chair, Prudential Committee