

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution

Introduced by: Commissioner Steven L. Rogers *Date:* September 6, 2016
Seconded by: Commissioner Alphonse Petracco *No.* 212-16

WHEREAS, 2,500,000 families in the United States live with prostate cancer; and

WHEREAS, 1 in 7 males in the United States will be diagnosed with prostate cancer in their lifetimes; and

WHEREAS, Prostate cancer is the second leading cause of cancer death in American men, behind only lung cancer. About 1 man in 38 will die of prostate cancer; and

WHEREAS, the American Cancer Society estimates that in 2016, nearly 180,890 new cases will be diagnosed, and more than 26,120 men will die of prostate cancer; and

WHEREAS, Prostate cancer occurs mainly in older men. About 6 cases in 10 are diagnosed in men aged 65 or older, and it is rare before age 40. The average age at the time of diagnosis is about 66; and

WHEREAS, obesity is a significant predictor of the severity of prostate cancer; and

WHEREAS, males in the United States with 1 family member diagnosed with prostate cancer have a 33 percent chance of being diagnosed with the disease, males with 2 close family members diagnosed have an 83 percent chance, and males with 3 family members diagnosed have a 97 percent chance; and

WHEREAS, there are no noticeable symptoms of prostate cancer while in the early stages, making screening critical; and

WHEREAS, ongoing research promises further improvements in prostate cancer prevention, early detection, and treatment; and

WHEREAS, educating people in the United States, including health care providers, about prostate cancer and early detection strategies is crucial to saving the lives of males and preserving and protecting families; and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Township of Nutley, County of Essex, State of New Jersey, recognize September as

NATIONAL PROSTATE CANCER AWARENESS MONTH

BE IT FURTHER RESOLVED, that we urge all men and their families in the Township of Nutley to seek assistance in obtaining the facts and information about prostate cancer, and encourage residents to support the Nutley Football Alumni in their effort to benefit Prostate Cancer Research through their annual "Golf for a Cure" event on Monday, September 26, 2016.

. . .

I, Eléni Pettas, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that
Eléni Pettas

the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

<i>Record of Vote</i>	<i>Commissioner Steven L. Rogers</i>	<i>Commissioner Mauro G. Tucci</i>	<i>Commissioner Thomas J. Evans</i>	<i>Commissioner Alphonse Petracco</i>	<i>Mayor Joseph P. Scarpelli</i>
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution

Introduced by: Commissioner Steven L. Rogers *Date:* September 6, 2016
Seconded by: Commissioner Alphonse Petracco *No.* 213-16

WHEREAS, every year, communities across our country face emergencies from unforeseen natural disasters to deliberate acts; and

WHEREAS, during the month of September we encourage residents to rededicate themselves to the important task of being prepared in the face of any crisis; and

WHEREAS, the best time to prepare for an emergency is before it happens. Residents should take the time to review their own emergency plans and update their emergency kits; and

WHEREAS, by discussing with our families, friends, and neighbors how we will protect ourselves and our communities, we can contribute to and share in a stronger, more resilient society; and


WHEREAS, Federal, State and Local Agencies have resources to share with the community as to how to put together personal emergency kits and plans; and

WHEREAS, all Nutley residents are encouraged to participate in the Nutley Public Health Reserve Corps, an organization dedicated to educating and assisting the community in times of natural, medical and terroristic events;

NOW, THEREFORE BE IT RESOLVED that the Board of Commissioners of the Township of Nutley, County of Essex, State of New Jersey, recognize September 2016 as

NATIONAL PREPAREDNESS MONTH

and encourage all Nutley residents to recognize the importance of preparedness and work together to enhance our resilience and readiness.

I, , Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that
Eleni Pettas
the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

<i>Record of Vote</i>	<i>Commissioner Steven L. Rogers</i>	<i>Commissioner Mauro G. Tucci</i>	<i>Commissioner Thomas J. Evans</i>	<i>Commissioner Alphonse Petracco</i>	<i>Mayor Joseph P. Scarpelli</i>
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution

Introduced by: Commissioner Mauro G. Tucci *Date:* September 6, 2016
Seconded by: Commissioner Thomas J. Evans *No.* 214-16

WHEREAS, Harry Kirk is a lifelong resident of Nutley and a Nutley High School Graduate; and

WHEREAS, Harry has been a devoted husband to his wife, Robyn, for 41 years and they have three children, Jason, Jaimie and Craig, two daughter-in-law's Sarah and Sarah, a son-in-law Jaime and four beautiful grandchildren, Leah, Ava, Dillon and Mason; and

WHEREAS, Harry Kirk has served the Township of Nutley, Department of Parks, Recreation and Public Property with honor and personal devotion since 1973, serving in the following positions: Part Time Laborer from 1972-1973, Laborer from 1973-1975, Maintenance Worker from 1975-1979, Equipment Operator from 1979-1988, Assistant Supervisor from 1988-1989, Parks Supervisor from 1989-1992, Parks & Recreation Supervisor from 1992-2004 finally working his way up to General Supervisor from 2004 to present; and

WHEREAS, Harry also served as an assistant for the Office of Emergency Management from 1996-2002 and appointed Resource Coordinator of the Office of Emergency Management in 2003 until present; and

WHEREAS, Harry Kirk has conscientiously and capably served the community demonstrating the highest level of public service carrying out his responsibilities with dedication and the utmost integrity; and

WHEREAS, On July 29, 2016, Harry Kirk will be retiring after 43 years of loyal service with the Township of Nutley; and

NOW THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Township of Nutley, County of Essex, State of New Jersey join with the citizens of Nutley to honor and commend Harry Kirk for his valuable contribution and dedicated service to the Township of Nutley and extend our heartfelt best wishes as he continues to enjoy his retirement.

. . .

I, Eleni Pettas, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

<i>Record of Vote</i>	<i>Commissioner Steven L. Rogers</i>	<i>Commissioner Mauro G. Tucci</i>	<i>Commissioner Thomas J. Evans</i>	<i>Commissioner Alphonse Petracco</i>	<i>Mayor Joseph P. Scarpelli</i>
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution

<i>Introduced by:</i>	Commissioner Thomas J. Evans on Behalf of the Board of Commissioners	<i>Date:</i>	September 6, 2016
<hr/>			
<i>Seconded by:</i>	Commissioner Mauro G. Tucci	<i>No.</i>	215-16
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**RESOLUTION AUTHORIZING THE ISSUANCE OF NON-RECOURSE
REDEVELOPMENT AREA BONDS OF THE TOWNSHIP OF NUTLEY IN AN
AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$1,000,000 (HOFFMANN-LA
ROCHE PROJECT)**

WHEREAS, the Board of Commissioners (the “Board of Commissioners”) of the Township of Nutley (the “Township”) in the County of Essex, State of New Jersey (the “State”) identified certain properties in the Township designated as follows on the official Tax Map of the Township (collectively, the “Study Area”):

Block 102, Lots 2 and 9; Block 200, Lots 1, 2, 3, 4, 5, 6 and 24; Block 201, Lot 1; Block 300, Lots 1 and 20; Block 2000, Lots 1, 4 and 5; Block 2100, Lot 9 C0101, Lot 9 C0102, Lot 9 C0103, Lot 9 C0104, Lot 9 C0105, Lot 9 C0106, Lot 9 C0107, Lot 9 C0108, Lot 9 C0109, Lot 9 C0110, Lot 9 C0111, Lot 9 C0208, Lot 9 C0209, Lot 9 C0210, Lot 9 C0211, Lot 9 C0212, Lot 9 C0214, Lot 9 C0215, Lot 9 C0216 and Lot 9 C0217; Block 2101, Lot 1; and Block 2304, Lot 17, Lot 18 C0001, Lot 18 C0002, Lot 18 C0003 and Lot 18 C0203,

also known as the Hoffmann-La Roche site, to be considered for designation as a condemnation “area in need of redevelopment” under the Local Redevelopment and Housing Law, **N.J.S.A. 40A:12A-1 et seq.** (the “LRHL”); and

WHEREAS, on March 18, 2014, under Resolution No. 67-14, the Board of Commissioners directed the Planning Board of the Township (the “Planning Board”) to conduct a preliminary investigation to determine whether the Study Area, or any portions thereof, constitute a condemnation “area in need of redevelopment” according to the criteria set forth in **N.J.S.A. 40A:12A-5**; and

WHEREAS, the Board of Commissioners, under Resolution No. 67-14, further directed the Planning Board to develop a map reflecting the boundaries of the Study Area to be included within the proposed redevelopment area, to conduct a public hearing pursuant to **N.J.S.A. 40A:12A-6**, and to draft a report/resolution to the Board of Commissioners containing its findings; and

WHEREAS, a preliminary investigation/report entitled “Redevelopment Study Area, Determination of Need, Hoffmann La Roche Site – Nutley/Clifton, ‘HOFFMANN - LA ROCHE SITE’, Township of Nutley, Essex County, New Jersey,” dated February 5, 2015, was prepared and issued by Maser Consulting, P.A. (the “Preliminary Investigation”); and

WHEREAS, **N.J.S.A. 40A-12A-6(b)(4)-(5)** of the LRHL provides in pertinent part relative to the Planning Board’s public hearing on the Preliminary Investigation and whether the Study Area should be considered for designation as a condemnation “area in need of redevelopment”:

“(4) At the hearing, which may be adjourned from time to time, the planning board shall hear all persons who are interested in or would be affected by a determination that the delineated area is a redevelopment area. All objections to such a determination and evidence in support of those objections, given orally or in writing, shall be received and considered and made part of the public record.

(5) (a) After completing its hearing on this matter, the planning board shall recommend that the delineated area, or any part thereof, be determined, or not be determined, by the municipal governing body to be a redevelopment area”; and

WHEREAS, on February 24, 2015, the Planning Board held a public hearing during which any persons interested in or affected by a determination that the Study Area is a redevelopment area were given the opportunity to be heard, and any objections to such a determination and evidence in support of those objections, were received and considered and made part of the public record; and

WHEREAS, the Planning Board concurred and agreed with the reasons stated in the Preliminary Investigation that portions (excluding Block 102, Lot 9; Block 2100, Lot 9; and Block 2304, Lot 18) of the Study Area constitute and meet the criteria under the LRHL supporting the recommendation that portions of the Study Area be determined a condemnation “area in need of redevelopment”; and

WHEREAS, on February 24, 2015, the Planning Board adopted a resolution recommending that Block 102, Lot 2; Block 200, Lots 1, 2, 3, 4, 5, 6 and 24; Block 201, Lot 1; Block 300, Lots 1 and 20; Block 2000, Lots 1, 4 and 5; Block 2101, Lot 1, and Block 2304, Lot 17, as shown on the official Tax Map of the Township (the “Property”) be determined by the Board of Commissioners to be a condemnation “area in need of redevelopment” under the LRHL; and

WHEREAS, the Board of Commissioners concurred and agreed with Planning Board’s recommendation, as supported by the reasons stated in the Preliminary Investigation, that the Property constitutes and meets the criteria under the LRHL and that the Property should be determined and declared a condemnation “area in need of redevelopment,” which determination shall, among other things, authorize the Township to exercise the power of eminent domain to acquire all or any portion of such Property; and

WHEREAS, on March 3, 2015, the Board of Commissioners adopted a resolution declaring the Property a condemnation “area in need of redevelopment” under the LRHL; and

WHEREAS, on July 19, 2016, after conducting the requisite hearings therefor, the Board of Commissioners, adopted the redevelopment plan entitled “Redevelopment Plan – Nutley HLR/Phase I” (as may be amended and supplemented from time to time, the “Phase I Redevelopment Plan”) for an approximately 10.98 acre portion of the Property comprised of Block 201, Lot 1 and Block 300, Lot 1 (to be subdivided into Block 201, Lot 1.01; Block 201, Lot 1.02; Block 201, Lot 1.03; and Block 201, Lot 1.04 as shown on the Subdivision (as defined herein) (collectively, the “Phase I Premises”) in accordance with the provisions of the LRHL, which Phase I Redevelopment Plan provides, inter alia, that, at the Township’s discretion, the designated redeveloper of the Phase I Project Premises shall enter into a financial agreement with the Township under the Exemption Law (as defined herein); and

WHEREAS, on September 17, 2015, Hoffmann-La Roche, Inc., the fee owner of the Property, submitted an application to the Planning Board seeking preliminary and final subdivision approval as set forth on the plans and application materials annexed thereto (the “Subdivision”), which Subdivision was approved by the Planning Board on October 21, 2015 and has been or is about to be perfected and which Subdivision, inter alia (a) permits the subdivision of the Phase I Premises into a total of four

(4) separately identifiable lots and reserves space for certain future private roads as shown on the Subdivision; (b) creates one (1) lot (Block 201, Lot 1.03) on which will be located portions of the existing structures known as Building 123 and Building 123A, which consist of a six-story building (Building 123) containing approximately 412,092 gross square feet of building area, and a second six-story building (Building 123A) functioning as a wing of Building 123 containing approximately 65,059 gross square feet as shown on the Subdivision (collectively, the "Existing Buildings"); and (c) creates three (3) lots (Block 201, Lots 1.01, 1.02 and 1.04) to accommodate surface parking and open space for the Existing Buildings and/or the possible future redevelopment of same consistent and in accordance with the Phase I Redevelopment Plan (the "Undeveloped Lots"); and

WHEREAS, on August 2, 2016, the Board of Commissioners adopted a resolution (a) designating Kingsland Street Urban Renewal, LLC (the "Redeveloper" or the "Entity") as the redeveloper of the Phase I Premises, and (b) authorizing the Township to enter into a redevelopment agreement (the "Phase I Redevelopment Agreement") with the Entity, subject to certain conditions stated in such resolution; and

WHEREAS, the Phase I Redevelopment Agreement sets forth the terms and conditions by which the Entity will redevelop the Phase I Premises, including the renovation, redevelopment and occupancy of the Existing Buildings (such renovation, redevelopment and occupancy of the Existing Buildings, the "Phase I Project"); and

WHEREAS, the Phase I Redevelopment Agreement further sets forth the terms and conditions of the Entity's possible future development of the Undeveloped Lots within the Phase I Premises, the design and entitlement and construction of which shall all be in a manner consistent with the Phase I Redevelopment Plan and the Phase I Redevelopment Agreement if undertaken at the sole and unlimited discretion of the Entity and which may be completed in one (1) or more phases (collectively, the "Future Phase I Project"), and which Future Phase I Project is not a required part of the Phase I Project; and

WHEREAS, the Entity was formed pursuant to the Long Term Tax Exemption Law, N.J.S.A. 40A:20-1 et seq. (the "Exemption Law") to undertake the Phase I Project and occupy the Phase I Premises; and

WHEREAS, pursuant to and in accordance with the provisions of the Redevelopment Area Bond Financing Law, constituting Chapter 310 of the Pamphlet Laws of 2001 of the State, and the acts amendatory thereof and supplemental thereto (the "Redevelopment Bond Law", as codified in N.J.S.A. 40A:12A-64 et seq., and together with the Redevelopment Law and the Exemption Law, the "Acts"), specifically N.J.S.A. 40A:12A-66(a), the Township is authorized to provide for a tax exemption and payments in lieu of taxes in accordance with the Exemption Law, except that the provisions of the Exemption law: (i) establishing a minimum or maximum annual service charge and requiring staged increased in annual service charges over the term of the exemption period, and (ii) permitting the urban renewal entity to relinquish its status under the Exemption Law, shall not apply to redevelopment projects financed with bonds issued in accordance with the Redevelopment Bond Law; and

WHEREAS, the Board of Commissioners plans to adopt an ordinance (the "Exemption Ordinance"), granting the long term tax exemption requested by the Entity and authorizing the execution of that certain Financial Agreement which sets forth the terms thereof (the "Financial Agreement" and together with the Phase I Redevelopment Agreement and the Special Assessment as defined below, the "Phase I Agreements"); and

WHEREAS, pursuant to the Redevelopment Bond Law, a municipality may issue bonds to finance redevelopment projects pursuant to a redevelopment plan within an area in need of redevelopment, which bonds may be secured by, among other things, a special assessment on certain property within an area in need of redevelopment; and

WHEREAS, in furtherance of the transactions contemplated by the Phase I Agreements, the Township intends to issue redevelopment area bonds for purposes of financing, *inter alia*, the Phase I Project (the “Bonds”); and

WHEREAS, in order to secure repayment of the Bonds and payment of the Unpledged Annual Service Charge, the Township, the Entity and the owner of the Phase I Premises desire to enter into a Special Assessment Agreement under N.J.S.A. 40A:12A-66 of the Redevelopment Bond Law (the “Special Assessment Agreement”), pursuant to which the Township shall have a right to impose a special assessment (the “Special Assessment”), equal to the cost referred to therein, on the Phase I Project in accordance with the terms of the Special Assessment Agreement, such amount more specifically set forth in Section 4.2 thereof; and

WHEREAS, in order to effect the mechanism for the payment of the Special Assessment between the Township and the Entity, the Township intends to adopt an ordinance entitled “AN ORDINANCE OF THE TOWNSHIP OF NUTLEY, IN THE COUNTY OF ESSEX, STATE OF NEW JERSEY, PROVIDING FOR THE SPECIAL ASSESSMENT OF THE COST OF CERTAIN IMPROVEMENTS ON BLOCK 201, LOT 1.03 WITHIN THE HOFFMANN-LA ROCHE REDEVELOPMENT AREA AND ESTABLISHING A MECHANISM FOR PAYMENT OF THE COST THEREOF” (the “Assessment Ordinance” and together with the Exemption Ordinance, the “Ordinances”); and

WHEREAS, those certain improvements enumerated at Exhibit C (the “Local Improvements”) attached to the Special Assessment Agreement) constitute a portion of the Phase I Project and/or confer a benefit thereon and also constitute qualified improvements under the Local Improvements Law, N.J.S.A. 40:56-1, et seq. (the “Local Improvements Law”) and the Redevelopment Bond Law; and

WHEREAS, it is the intent of the Parties that, so long as the Redeveloper makes payment of all amounts required under the Financial Agreement, Redeveloper and the owner of the Property shall not be required to pay the Special Assessment under the Special Assessment Agreement (as defined therein); and

WHEREAS, in connection with the issuance of the Bonds the following additional documents shall be executed: (i) a project structure agreement setting forth the terms and conditions of the financing as well as the security for the Bonds (the “Project Structure Agreement”), (ii) a pledge and assignment agreement (the “Pledge Agreement”) pledging the Pledged Annual Service Charge to the Trustee (as defined in the Indenture) as security for the Bonds and (iii) a redeveloper contribution agreement (the “Redeveloper Contribution Agreement” and together with the Project Structure Agreement and the Pledge Agreement, the “Phase I Additional Agreements”) pursuant to which the Redeveloper shall pay to the Township an amount equal to the unpledged portion of the Annual Service Charge (as defined in the Financial Agreement) under the Financial Agreement, subject to applicable credits, if any, provided that it is the intent of the Parties that, so long as the Redeveloper makes payment of all amounts required under the Financial Agreement, Redeveloper shall not be required to pay any contribution under the Redeveloper Contribution Agreement; and

WHEREAS, the Township submitted an application (the "Application") to the Local Finance Board, in the Division of Local Government Services, New Jersey Department of Community Affairs (the "Local Finance Board") in connection with the issuance of the Bonds; and

WHEREAS, the Local Finance Board, on August 10, 2016, approved such Application.

NOW THEREFORE BE IT RESOLVED BY THE MAYOR AND TOWNSHIP BOARD OF COMMISSIONERS OF THE TOWNSHIP OF NUTLEY, IN THE COUNTY OF ESSEX, STATE OF NEW JERSEY, AS FOLLOWS:

Section 1. Determination to Issue. To accomplish the purposes and objectives of the Act and the Redevelopment Bond Law, the Township hereby determines to finance the Local Improvements and/or other Phase I Project Costs. In order to finance the Local Improvements and/or Phase I Project Costs, the Bonds are hereby authorized to be issued in the aggregate principal amount not to exceed \$1,000,000. The Bonds shall be issued in one or more series, shall be dated, shall bear interest at such rates of interest and shall be payable as to principal, interest and premium, if any, all as is specified therein. The Bonds shall be issued in the form, shall mature and shall have such other details and provisions as are prescribed by the hereinafter defined Trust Indenture.

Section 2. Bonds to Constitute Special, Limited Obligations. The Bonds shall be special, limited obligations of the Township, payable first pursuant to the Financial Agreement and secondly pursuant to the Special Assessment Agreement, and all such moneys are hereby pledged to the payment of the Bonds. The payment of the principal of, premium, if any, and interest on the Bonds shall be secured by a pledge and assignment of the Pledged Annual Service Charge pursuant to the Financial Agreement and the Pledged Portion of the Special Assessment and certain rights of the Township as provided in the Phase I Agreements. Neither the members of the Township Board of Commissioners nor any person executing the Bonds issued pursuant to this Resolution, the Act and the Redevelopment Bond Law shall be liable personally on the Bonds by reason of the issuance thereof. The Bonds shall not be in any way a debt or liability of the Township other than to the limited extent set forth in the Trust Indenture. Neither the faith and credit nor taxing power of the Township is pledged to the payment of, the principal of or interest on the Bonds.

Section 3. Authorization of Bonds. (a) The Bonds shall mature no later than 32 years from the date of issuance and shall be issued in an aggregate principal amount not exceeding \$1,000,000. The Bonds shall bear interest at a rate or rates of interest which shall not exceed the maximum interest rates approved by the Local Finance Board.

(b) The Mayor (including his/her designee, each an "Authorized Officer") are each hereby authorized to execute and deliver on behalf of the Township a contract of purchase for the purchase of the Bonds (the "Contract of Purchase") with a purchaser (the "Purchaser") to be determined by a certificate of award executed by an Authorized Officer (the "Award Certificate") as determined by an Authorized Officer in consultation with counsel, approval thereof to be evidenced by such Authorized Officer's execution thereof, for the purchase of all, but not less than all, of the Bonds. The Bonds may be sold pursuant to a competitive sale, negotiated sale, limited placement agency, or direct private purchase, all as determined by an Authorized Officer. A copy of the Contract of Purchase shall be filed upon execution with the records of the Township.

Section 4. Execution and Authentication. The Bonds shall be executed and authenticated in accordance with the Trust Indenture and First Supplemental Indenture (as defined herein) and shall be issued in registered form qualifying for book entry registration.

Section 5. Delivery of Bonds. Following execution of the Bonds, the Authorized Officers are each hereby authorized to deliver the Bonds to the Trustee for authentication and, after authentication, to deliver the Bonds to the Purchaser against receipt of the purchase price or unpaid balance thereof.

Section 6. Approval of Offering Document. The distribution of a Limited Offering Memorandum or Official Statement in preliminary form, if any (the "Preliminary Offering Document") relating to the Bonds (a draft of which shall be filed with records of the Township) in connection with the marketing of the Bonds, and the distribution of a final Limited Offering Memorandum or Official Statement relating to the Bonds to the Purchaser of the Bonds (the "Offering Document") is hereby authorized. The Authorized Officers are each hereby authorized to (i) determine to sell the Bonds in a private placement transaction without a Preliminary Offering Document or final Offering Document so long as the Purchaser signs a certificate to the effect, at a minimum, that it has reviewed all of the documentation it determines shall be necessary, desirable or convenient in order for it to make an informed decision, as an accredited investor, that it shall accept all of the risk of the transaction, including without limitation the risk of repayment of the principal of, and interest on the Bonds, or alternatively (ii) approve the contents of the Preliminary Offering Document with such changes therein and modifications thereto as counsel may advise and such officer of the Township may approve. The Authorized Officers are each hereby authorized to approve the contents of the Offering Document and to execute the Offering Document on behalf of the Township, which Offering Document shall be in substantially the form of the Preliminary Offering Document with such changes therein (including the insertion of the redemption provisions and the initial interest rates for the Bonds) and supplements thereto as counsel may advise and the officer of the Township executing the same may approve, such approval to be evidenced by such officer's execution thereof. The Authorized Officers are each hereby authorized to "deem final" the Preliminary Offering Document and to execute and deliver a certificate to the Purchaser to such effect.

Section 7. Approval of Trust Indenture. The form of the Trust Indenture ("Trust Indenture") presented at this meeting (a copy of each of which is on file with the records of the Township), and all instruments to be attached thereto or executed in conjunction therewith, including the form of supplemental indenture ("First Supplemental Indenture"), are each hereby approved and the Authorized Officers are each hereby authorized to execute, acknowledge and deliver, and the Township Clerk or Deputy Township Clerk are each hereby authorized to affix and attest the seal of the Township to the Trust Indenture and First Supplemental Indenture in substantially such form, with such changes therein as counsel may advise and the officers executing the same may approve, such approval to be evidenced by their execution thereof.

Section 8. Incidental Action. The Authorized Officers are hereby authorized to execute and deliver such other papers, instruments, certificates, opinions, affidavits and documents, including, without limitation, the Pledge Agreement, and to take such other action as may be necessary or appropriate in order to carry out the purpose of this Resolution, including effectuating the execution and delivery of the Trust Indenture, the Phase I Agreements and the Phase I Additional Agreements, and the issuance and sale of the Bonds, all in accordance with the foregoing sections hereof.

Section 9. Prior Resolutions. All prior resolutions of the Township or portions thereof inconsistent herewith are hereby replaced.

Section 10. Capitalized Terms. Capitalized terms used in this Resolution and not otherwise defined have the meaning given to such terms in the Phase I Agreements.

Section 11. Construction. In case any one of more of the provisions of this resolution, the Phase I Agreements, the Contract of Purchase, the Official Statement or the Bonds issued hereunder shall for any reason be held illegal or invalid, such illegality or invalidity shall not affect any other provision of this resolution of the Phase I Agreements, the Contract of Purchase, the Official Statement and the Bonds shall be construed and enforced as if such illegal or invalid provision had not been contained therein.

Section 12. Effective Date. This Resolution shall take effect immediately upon adoption.

. . .

I, Eleni Pettas, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

<i>Record of Vote</i>	<i>Commissioner Steven L. Rogers</i>	<i>Commissioner Mauro G. Tucci</i>	<i>Commissioner Thomas J. Evans</i>	<i>Commissioner Alphonse Petracco</i>	<i>Mayor Joseph P. Scarpelli</i>
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution

Introduced by: Commissioner Thomas J. Evans *Date:* September 6, 2016
Seconded by: Commissioner Mauro G. Tucci *No.* 216-16

WHEREAS, Edmund Benjamin Brown is a highly experienced Certified Tax Assessor and Real Estate Appraiser, and has satisfied the continuing education requirements for said certification; and

WHEREAS, the appointing authority of the Township of Nutley is desirous of appointing Edmund Benjamin Brown, CTA as the part-time Municipal Tax Assessor for the Township of Nutley in accordance with N.J.S.A. 54:1-35.31 et seq.; and

NOW THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Township of Nutley, County of Essex, State of New Jersey, hereby appoint Edmund Benjamin Brown to the part-time position of Municipal Tax Assessor in the Township of Nutley, commencing a four-year term on August 30, 2016 (as per N.J.S.A. 40A:9-148) and ending August 29, 2020.

. . .

I, Eleni Pettas, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

<i>Record of Vote</i>	<i>Commissioner Steven L. Rogers</i>	<i>Commissioner Mauro G. Tucci</i>	<i>Commissioner Thomas J. Evans</i>	<i>Commissioner Alphonse Petracco</i>	<i>Mayor Joseph P. Scarpelli</i>
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution


Introduced by: _____ Commissioner Thomas J. Evans *Date:* _____ September 6, 2016

Seconded by: _____ Commissioner Mauro G. Tucci *No.* _____ 217-16

BE IT RESOLVED, by the Board of Commissioners of the Township of Nutley, in the County of Essex, State of New Jersey, that the Treasurer be and she is hereby authorized to refund overpayment of **water charges** in the amount of **\$ 303.45** for the following account(s):

Block & Lot/Qual.	Address	Reason for Action	Refund Overpayment	Year
7704/19	326 Harrison St., Nutley	Retired Wat Meter Read	\$303.45	2015/2016
		Totals	\$303.45	

. . .

I,  _____, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held _____ September 6, 2016

Record of Vote	Commissioner Steven L. Rogers	Commissioner Mauro G. Tucci	Commissioner Thomas J. Evans	Commissioner Alphonse Petracco	Mayor Joseph P. Scarpelli
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY


Resolution

Introduced by: Commissioner Thomas J. Evans *Date:* September 6, 2016
Seconded by: Commissioner Mauro G. Tucci *No.* 218-16

BE IT RESOLVED, by the Board of Commissioners of the Township of Nutley, in the County of Essex, State of New Jersey, that the Treasurer be and she is hereby authorized to refund overpayments of the tax charges in the amount of **\$11,775.18** for the following account.

Block & Lot/Qual.	Address	Amount/Year
5303-22	3 CEDAR ST.	\$3,261.65/2016
1300-1-C2081	201 REGENTS DR.	\$2,719.53/2016
7102-20	136 CENTRE ST.	\$2,792.19/2015
800-1-C3050	349 WILSHIRE DR.	\$3,001.81/2016

. . .

I,  _____, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

Record of Vote	Commissioner Steven L. Rogers	Commissioner Mauro G. Tucci	Commissioner Thomas J. Evans	Commissioner Alphonse Petracco	Mayor Joseph P. Scarpelli
Yes	X	X	X	X	X
No					
Not Voting					
Absent/Excused					

BOARD OF COMMISSIONERS
TOWNSHIP OF NUTLEY, NEW JERSEY

Resolution

Introduced by: Commissioner Thomas J. Evans *Date:* September 6, 2016
Seconded by: Commissioner Steven L. Rogers *No.* 219-16

WHEREAS, Section 8 of the Open Public Meetings Act, Chapter 231, P.L. 1975, permits the exclusion of the public from a meeting in certain circumstances; and

WHEREAS, the public body is of the opinion that such circumstance exists; and

WHEREAS, the Board of Commissioners of the Township of Nutley, in the County of Essex, and State of New Jersey desires to proceed to closed executive session; and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Township of Nutley move into closed executive session to discuss:

1. Contract Negotiations

BE IT FURTHER RESOLVED, that the time when such discussions may be disclosed to the public shall be when and as such disclosure may be made without adversely affecting the Township of Nutley pending and/or anticipated legal, personnel, contractual matters and other matters within the exceptions provided for by statute.

. . .

I, Eleni Pettas, Township Clerk of the Township of Nutley, Essex County, NJ, do hereby certify that

the foregoing is a true copy of a resolution adopted by the Board of Commissioners at a regular meeting held September 6, 2016

<i>Record of Vote</i>	<i>Commissioner Steven L. Rogers</i>	<i>Commissioner Mauro G. Tucci</i>	<i>Commissioner Thomas J. Evans</i>	<i>Commissioner Alphonse Petracco</i>	<i>Mayor Joseph P. Scarpelli</i>
<i>Yes</i>	X	X	X	X	X
<i>No</i>					
<i>Not Voting</i>					
<i>Absent/Excused</i>					