

**TOWNSHIP OF CEDAR GROVE
ESSEX COUNTY NEW JERSEY**

COUNCIL STAFF MEETING

MINUTES

JUNE 12, 2023

1. ROLL CALL – OPEN PUBLIC MEETING STATEMENT BY MAYOR

Mayor Maceri called the meeting to order at 7:00 p.m. and made the required announcement concerning the Open Public Meetings Act as follows: Adequate notice of this meeting was duly provided to the Verona-Cedar Grove Times and the Star Ledger, filed with the Township Clerk, and posted on the public bulletin board in the Municipal Building’s lobby in accordance with the Open Public Meetings Act.

Present: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
Also Present: Township Manager Zichelli, Township Attorney Nabbie, Township Clerk Forde, Councilman-Elect Zazzali
Absent: Councilwoman Skabich

2. APPROVAL OF MINUTES

a) Executive Session – May 1, 2023

Deputy Mayor Peterson moved approval of the minutes without release, seconded by Councilman Tanella, and passed by the following vote:

AYE: Councilmember Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSTAIN: Councilwoman Mega
ABSENT: Councilwoman Skabich

b) Staff Meeting – May 15, 2023

Councilman Tanella moved approval of the minutes as presented, seconded by Deputy Mayor Peterson, and passed by the following vote:

AYE: Councilmember Tanella, Deputy Mayor Peterson
NO: None
ABSTAIN: Councilwoman Mega, Mayor Maceri
ABSENT: Councilwoman Skabich

3. TOWNSHIP MANAGER – The Township Manager reported the Anderson Parkway project was completed under budget. The Township Manager reported the Township would lease an ambulance for one year to allow for daytime coverage. Township Manager requested an Executive Session to discuss personnel and litigation.

4. TOWNSHIP ATTORNEY – The Township Attorney requested an Executive Session to discuss pending litigation.

5. TOWNSHIP CLERK – No Report.

6. COUNCIL REPORTS

Councilman Tanella – No Report.

Councilwoman Mega – Councilwoman Mega thanked Councilman Tanella for his years of service and wished him an enjoyable retirement.

Deputy Mayor Peterson – Deputy Mayor Peterson requested a proclamation for the Cedar Grove High School Softball Team to be presented at the July 10th Meeting.

Mayor Maceri – No Report.

Members of Council discussed which Member would serve as Liaison to which Committees /Boards for the year 2023-2024.

7. NEW BUSINESS

- a) To consider resolution concerning an interim Chief Financial Officer.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

WHEREAS, Lubna Muneer has informed the Township Manager and Township Council of her intention to resign from the Township of Cedar Grove as Finance Director, Chief Financial Officer, and Tax Collector effective May 27, 2023; and

WHEREAS, the Township has advertised for the position of Certified Tax Collector and Certified Municipal Finance Officer on the NJ League of Municipalities and Government Finance Officers Association websites; and

WHEREAS, by resolution dated June 6, 2023, the Township Council authorized the Township Manager to promote Christopher Tufaro to Certified Tax Collector; and

WHEREAS, the need exists for an interim Chief Financial Officer to ensure the continued operations of the Township maintain until such time that a suitable replacement is appointed; and

WHEREAS, pursuant to N.J.S.A. 5:32-2.5, when a vacancy occurs in the office of Chief Financial officer following the appointment of a certified municipal finance officer to that office, the municipality's Governing Body may appoint a temporary Chief Financial Officer; and

WHEREAS, the Township Council deems it in the best interest of the Township to continue smooth operations of both the Finance Department and the Township as a whole; and

WHEREAS, the Township Manager assents to serving as the interim Chief Financial Officer for no additional compensation or renumeration;

NOW, THEREFORE, BE IT RESOLVED, that the Township Council of the Township of Cedar Grove hereby appoints Joseph M. Zichelli, Esq., Township Manager as interim Chief Financial Officer effective June 13, 2023, until such time that a suitable replacement is permanently installed.

Councilwoman Mega moved adoption of the resolution, seconded by Councilman Tanella and passed by the following vote:

The Township Manager reported there were a lot of activities on which the CFO needed to take action. He reported he assumed the role of Interim Township Manager, with full CFO powers, but with no additional compensation.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

- b) To consider resolution concerning annual renewal of inactive ABC license for 2023-2024.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

WHEREAS, the following corporation has applied for the renewal of his Alcoholic Beverage License for the period from July 1, 2023 through June 30, 2024, namely:

<u>LICENSE NO.</u>	<u>APPLICANT</u>	<u>TRADENAME</u>	<u>FEE</u>
0704-33-010-003	Shu Box, Inc. 256 Pompton Ave.	N/A	\$2,002.

WHEREAS, the above corporation has submitted application for renewal to the Township Clerk, and said application complies with the State Laws regulating the sale and distribution of alcoholic beverages; and

WHEREAS, the licensee filed the required verified petition to the Division of Alcoholic Beverage Control of the State of New Jersey requesting authorization for the local issuing authority to consider its renewal application for the 2023-2024 license term pursuant to the provisions of N.J.S.A. 33:1-12.39; and

WHEREAS, the Division of Alcoholic Beverage Control of the State of New Jersey has authorized the Mayor and Council of the Township of Cedar Grove to consider the application

of Shu Box, Inc. for renewal of his license for the 2023-2024 license term as an inactive license and to grant or deny said application in the reasonable exercise of their discretion and;

WHEREAS, the licensee must file an amendment to said license application pursuant to N.J.A.C. 13:2-2.4 to activate the license during the 2023-2024 term.

NOW, THEREFORE, BE IT RESOLVED by the Township Council of the Township of Cedar Grove that the application for renewal of existing alcoholic beverage license from Shu Box, Inc. be approved; and

BE IT FURTHER RESOLVED that the Township Clerk be and is hereby authorized to issue said license to the applicant for the period from July 1, 2023 through June 30, 2024.

Deputy Mayor Peterson moved adoption of the resolution, seconded by Councilwoman Mega and passed by the following vote:

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

- c) To consider resolution concerning annual renewal of active ABC licenses for 2023-2024.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

WHEREAS, the following individuals and corporations have applied for the renewal of their Alcoholic Beverage Licenses for the period from July 1, 2023 through June 30, 2024, namely:

<u>LICENSE NO.</u>	<u>APPLICANT</u>	<u>TRADENAME</u>	<u>FEE</u>
0704-33-006-002	Sege Restaurant Ent. 182 Stevens Ave.	LuNello's	\$2,002.00
0704-33-011-007	Caidie LLC 505 Pompton Ave.	DelMonico's	\$2,002.00

WHEREAS, the above individuals and corporations have submitted their municipal fee for renewal to the Township Clerk, and received the required tax clearance certificate; and

WHEREAS, said applications comply with the State Laws regulating the sale and distribution of alcoholic beverages.

NOW, THEREFORE, BE IT RESOLVED by the Township Council of the Township of Cedar Grove that the applications for renewal of existing alcoholic beverage license from the above mentioned individuals and corporations be approved; and

BE IT FURTHER RESOLVED that the Township Clerk be and is hereby authorized to issue said licenses to the applicants for the period from July 1, 2023 through June 30, 2024.

Councilwoman Mega moved adoption of the resolution, seconded by Deputy Mayor Peterson, and passed by the following vote.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

- d) To consider resolution concerning 2022 Municipal Audit.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

WHEREAS, N.J.S.A.40A:5-4 requires the governing body of every local unit to have made an annual audit of its books, accounts, and financial transactions, and

WHEREAS, The Annual Report of Audit for the year 2022 has been filed by a Registered Municipal Accountant with the Municipal Clerk as per the requirements of N.J.S.A.40A:5-6, and a copy has been received by each member of the governing body, and

WHEREAS, the Local Finance Board of the State of New Jersey is authorized to prescribe reports pertaining to the local fiscal affairs, as per R.S. 52:27BB-34, and

WHEREAS, the Local Finance Board has promulgated N.J.A.C. 5:30-6.5, a regulation requiring that the governing body of each municipality shall, by resolution certify to the Local Finance Board of the State of New Jersey that all members of the governing body have reviewed, as a minimum, the sections of the annual audit entitled “Comments and Recommendations”; and

WHEREAS, the members of the governing body have personally reviewed as a minimum the Annual Report of Audit, and specifically the sections of the Annual Audit entitled “Comments and Recommendations”, as evidenced by the group affidavit form of the governing body attached hereto; and

WHEREAS, such resolution of certification shall be adopted by the governing body no later than forty-five days after the receipt of the annual audit, pursuant to N.J.A.C. 5:30-6.5; and

WHEREAS, all members of the governing body have received and have familiarized themselves with, at least, the minimum requirements of the Local Finance Board of the State of New Jersey, as stated aforesaid and have subscribed to the affidavit, as provided by the Local Finance Board, and

WHEREAS, failure to comply with the promulgations of the Local Finance Board of the State of New Jersey may subject the members of the local governing body to the penalty provisions of R.S. 52:27BB-52, to wit:

R.S. 52-27BB-52 – “A local officer or member of a local governing body who, after a date fixed for compliance, fails or refuses to obey an order of the director (Director of Local Government Services), under the provisions of this Article, shall be guilty of a misdemeanor and, upon conviction, may be fined not more than one thousand dollars (\$1,000.00) or imprisoned for not more than one year, or both, in addition shall forfeit his office.”

NOW, THEREFORE BE IT RESOLVED, that the Township Council of the Township of Cedar Grove, hereby states that it has complied with N.J.A.C. 5:30-6.5 and does hereby submit a certified copy of this resolution and the required affidavit to said Board to show evidence of said compliance.

Deputy Mayor Peterson moved adoption of the resolution, seconded by Councilwoman Mega, and passed by the following vote.

The Township Manager reported the current fund for the year ending December 31, 2022 was \$73,577,000 in revenue, \$65,513,000 in expenditures and \$5,487,000 utilized fund balance. The Township Manager reported the Township was aggressively paying down its debt. The Township Manager reported on the Water and Sewer Utility Fund. He explained Cedar Grove was a little low and he wanted to increase rates, but would wait until the new meters were installed. The Township Manager reported there were some over-expenditures. He explained the system needed upgrading.

Mayor Maceri asked where the money was drawn from if the bill weren't paid. The Township Manager responded the General Fund.

The Township Manager reported that the important comments made by the Auditors were that revenues and appropriations be monitored to prevent over-expenditures and deficits in operations, interfund balances be liquidated on a timely basis, bank reconciliations be prepared with accuracy and greater care be taken in on the preparation and maintenance of the accounting records of the Township.

Councilman Tanella asked if the Township was breaking even. The Township Manager responded the Township over-expended by \$4,000.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

- e) To consider resolution concerning Corrective Action Plan for 2022 Municipal Audit.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

BE IT RESOLVED by the Township Council of Cedar Grove, Essex County, New Jersey, that:

WHEREAS, the 2022 Annual Audit of the Township of Cedar Grove, conducted by Nisivoccia and Company, contained certain recommendations requiring action; and

WHEREAS, these recommendations have been reviewed by the Township Manager; and

WHEREAS, The Township Manager, in accordance with the requirements promulgated by the New Jersey Division of Local Government Services, has developed a plan to address the recommendations listed by the auditor;

NOW, THEREFORE, BE IT RESOLVED, by the Township Council of the Township of Cedar Grove that the Corrective Action Plan for the 2022 Annual Municipal Audit, hereto attached, is hereby approved and accepted; and

BE IT FURTHER RESOLVED that the Township Clerk is hereby directed to transmit a certified copy of this resolution and its attachments to the New Jersey Division of Local Government Services.

Corrective Action Plan

Comments and Recommendations:

The 2022 Township of Cedar Grove Audit contained the following recommendations: 1) the Township consider the implementation of a fixed asset accounting and reporting system; 2) the Township record encumbrances on an ongoing basis in order to ensure compliance with the New Jersey Administrative Code Accounting Requirements; 3) the State portion of animal control licenses be turned over to the State of New Jersey on a monthly basis; and 4A) Finance: revenues and appropriations be monitored to prevent over expenditures and deficits in operations; 4B) Finance: all interfund balances be liquidated on a timely basis and every effort be made to limit interfund activity, especially those due to the Current Fund, in the future; 4C) Finance: bank reconciliations be prepared with accuracy to include all activity; 4D) Finance: Greater care be taken in the preparation and maintenance of the accounting records of the Township to ensure that all activity is being correctly posted to the appropriate revenue, expenditures, and balance sheet accounts.

Corrective Action:

With respect to comment three, the Health Department has been made aware of the reporting requirements and is to copy the Township Manager on any due reports monthly such that reporting is followed and there are no lapses in license turn over to the State.

With respect to comment one and two, the Township performs an internal fixed asset management plan as part of the regular budget process whereby each department head provides the fixed assets of their office(s). In the future, electronic codification of this will be implemented.

With respect to comment four, the Township will be implementing Edmunds Finance Software over the next twelve (12) months to eliminate much of the manual work currently being

performed, including the manual reconciliation of the bank statements. The current finance software vendors have been called to monitor over expenditures and place a block on the appropriation of funds that were already expended. In the search for a new Chief Financial Officer, transitioning the Township to new software and working with the Township Manager, Auditors, and Counsel will be a priority to increase communication, methods of record retention, and interoffice communications. Weekly reports on the finance department will be received by the Township Manager.

Councilman Tanella moved adoption of the resolution, seconded by Deputy Mayor Peterson, and passed by the following vote.

The Township Manager reported the Corrective Action Plan must be submitted to the State.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

- f) To consider resolution authorizing the Purchase of the North End Fire House property located at 170 E. Lindsley Rd.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

RESOLUTION AUTHORIZING THE PURCHASE OF THE NORTH END FIRE HOUSE PROPERTY LOCATED AT 170 EAST LINDSLEY ROAD

WHEREAS, the Township desires to enter into a contract to acquire the North End Fire House Property located at 170 East Lindsley Road and identified as Block 360, Lot 71 on the Tax Map of the Township of Cedar Grove (the “Property”); and

WHEREAS, pursuant to the contract, the Township will acquire the Property for a nominal sum not to exceed one dollar (\$1.00); and

WHEREAS, the Township Council has determined that the acquisition of the Property is in the best interests of the Township; and

NOW THEREFORE BE IT RESOLVED by the Township Council of the Township of Cedar Grove, County of Essex, State of New Jersey, as follows:

Section 1. The aforementioned recitals are incorporated herein as though fully set forth at length.

Section 2. The Township Manager and Mayor, are authorized to take any action necessary and to execute any documents as may be necessary to effectuate the purchase of the North End Fire House Property located at 170 East Lindsley Road and identified as Block 360, Lot 71 on the Tax Map of the Township of Cedar Grove for a nominal sum not to exceed one dollar (\$1.00)

Section 3. This Resolution shall take effect immediately.

Councilwoman Mega moved adoption of the resolution, seconded by Deputy Mayor Peterson, and passed by the following vote.

The Township Manager reported this action was one step closer to demo and reconstruction. He explained this authorized the Township to purchase the property and award in July. He reported the bid came in at 3.9 million and the Township had \$3.4 million to be funded by the CARES Act.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri

NO: None

ABSENT: Councilwoman Skabich

- g) To consider resolution concerning approval of raffle application – Cooperman Barnabas Medical Center.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

WHEREAS, an application for raffle license has been received from:

APPLICANTS

EVENTS, DATES TIMES & PLACE

Cooperman Barnabas Medical Center	On-Premise 50/50 Raffle to be held
94 Old Short Hills Road	November 1, 2023 from 6:00 p.m. to 10:00 p.m. at
Livingston NJ 07039	The Grove, 691 Pompton Ave., Cedar Grove NJ 07009

WHEREAS, the fees have been paid, and the application has been reviewed by the Township Clerk and found acceptable.

NOW, THEREFORE, BE IT RESOLVED by the Township Council of the Township of Cedar Grove that it does hereby approve said application.

Deputy Mayor Peterson moved adoption of the resolution, seconded by Mayor Maceri, and passed by the following vote.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri

NO: None

ABSENT: Councilwoman Skabich

- h) To consider resolution concerning approval of raffle application – Cooperman Barnabas Medical Center.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

Councilman Tanella moved adoption of the resolution, seconded by Deputy Mayor Peterson, and passed by the following vote.

WHEREAS, an application for raffle license has been received from:

APPLICANTS

EVENTS, DATES TIMES & PLACE

Cooperman Barnabas Medical Center
94 Old Short Hills Road
Livingston NJ 07039

On-Premise Merchandise Draw Raffle to be held
November 1, 2023 from 6:00 p.m. to 10:00 p.m. at
The Grove, 691 Pompton Ave., Cedar Grove NJ 07009

WHEREAS, the fees have been paid, and the application has been reviewed by the Township Clerk and found acceptable.

NOW, THEREFORE, BE IT RESOLVED by the Township Council of the Township of Cedar Grove that it does hereby approve said application.

Councilwoman Mega moved adoption of the resolution, seconded by Deputy Mayor Peterson, and passed by the following vote.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

- i) To consider resolution combining bonds aggregating the principal sum of \$13,742,000 authorized by four bond ordinances heretofore adopted to finance part of the cost of various general improvements in the Township of Cedar Grove, County of Essex, New Jersey into one consolidated issue of bonds and providing for the form, maturities and other details of said consolidated issue.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

RESOLUTION COMBINING BONDS AGGREGATING THE PRINCIPAL SUM OF \$13,742,000 AUTHORIZED BY FOUR BOND ORDINANCES HERETOFORE ADOPTED TO FINANCE PART OF THE COST OF VARIOUS GENERAL IMPROVEMENTS IN THE TOWNSHIP OF CEDAR GROVE, COUNTY OF ESSEX, NEW JERSEY INTO ONE CONSOLIDATED ISSUE OF BONDS AND PROVIDING FOR THE FORM, MATURITIES AND OTHER DETAILS OF SAID CONSOLIDATED ISSUE.

WHEREAS, the Township Council of the Township of Cedar Grove, in the County of Essex, New Jersey (the “Township”), has heretofore adopted four ordinances authorizing bonds to finance part of the cost of various general improvements in said Township; and

WHEREAS, it is necessary to issue bonds pursuant to said ordinances in an aggregate principal amount of \$13,742,000 and it is deemed advisable and in the best interests of the Township, for

the purpose of the orderly marketing of said bonds and for other financial reasons, to combine the bonds authorized under said four ordinances into one consolidated issue in the aggregate principal amount of \$13,742,000 pursuant to the Local Bond Law, constituting Chapter 2 of Title 40A of the Revised Statutes of New Jersey; NOW, THEREFORE,

BE IT RESOLVED BY THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF CEDAR GROVE IN THE COUNTY OF ESSEX, NEW JERSEY that:

Section 1. There shall be issued bonds of the Township in the following principal amounts pursuant to the following bond ordinances:

A. \$8,275,000 bonds, being a portion of the bonds authorized by an ordinance entitled: (Ord. No. 18-835)

“BOND ORDINANCE AUTHORIZING THE ACQUISITION OF PROPERTY IN AND FOR THE TOWNSHIP OF CEDAR GROVE, IN THE COUNTY OF ESSEX, NEW JERSEY, APPROPRIATING \$11,525,000 THEREFORE AND AUTHORIZING THE ISSUANCE OF \$10,975,000 BONDS OR NOTES TO FINANCE PART OF THE COST THEREOF.”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 40 years.

B. \$1,190,000 bonds, being all of the bonds authorized by an ordinance entitled: (Ord. No. 21-878)

“BOND ORDINANCE AUTHORIZING THE ACQUISITION OF REAL PROPERTY IN AND FOR THE TOWNSHIP OF CEDAR GROVE, IN THE COUNTY OF ESSEX, NEW JERSEY, APPROPRIATING \$1,250,000 THEREFORE AND AUTHORIZING THE ISSUANCE OF \$1,190,000 BONDS OR NOTES TO FINANCE PART OF THE COST THEREOF.”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 40 years.

C. \$952,000 bonds, being all of the bonds authorized by an ordinance entitled: (Ord. No. 22-897)

“BOND ORDINANCE AUTHORIZING THE ACQUISITION OF REAL PROPERTY IN AND FOR THE TOWNSHIP OF CEDAR GROVE, IN THE COUNTY OF ESSEX, NEW JERSEY, APPROPRIATING \$1,000,000 THEREFORE AND AUTHORIZING THE ISSUANCE OF \$952,000 BONDS OR NOTES TO FINANCE PART OF THE COST THEREOF.”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 40 years.

D. \$3,325,000 bonds, being all of the bonds authorized by an ordinance entitled: (Ord. No. 23-905)

“BOND ORDINANCE AUTHORIZING THE DEMOLITION OF THE EXISTING NORTH END FIRE HOUSE AND CONSTRUCTION OF A NEW FIRE HOUSE IN AND FOR THE TOWNSHIP OF CEDAR GROVE, IN THE COUNTY OF ESSEX, NEW JERSEY, APPROPRIATING \$3,500,000 THEREFORE AND AUTHORIZING THE ISSUANCE OF \$3,325,000 BONDS OR NOTES TO FINANCE PART OF THE COST THEREOF.”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 15 years.

Section 2. The bonds referred to in Section 1 hereof are hereby combined into one consolidated issue of bonds in the aggregate principal amount of \$13,742,000 and are sometimes hereinafter collectively referred to as the “Bonds.” The bonds referred to in subsections A through D of Section 1 shall each be designated “General Obligation Bonds, Series 2023” and shall be numbered with the prefix G from one consecutively upward. The bonds of said consolidated issue shall be dated the date of delivery and will be issued in fully registered form. When issued, the Bonds will be registered in the name of and held by Cede & Co., as the owner thereof and nominee for The Depository Trust Company, New York, New York (“DTC”), an automated depository for securities and clearinghouse for securities transactions.

Upon issuance, the Bonds will be delivered to DTC in single denominations for each maturity of the General Obligation Bonds, Series 2023. Individual purchases of beneficial interests in the Bonds will be made in book-entry form (without certificates) in the denomination of \$1,000 each or any integral multiple thereof.

Principal of the Bonds will be paid annually, subject to prior optional redemption, on the first day March in the following years and in the following aggregate amounts:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2024	\$916,000	2032	\$916,000
2025	916,000	2033	916,000
2026	916,000	2034	916,000
2027	916,000	2035	916,000
2028	916,000	2036	916,000
2029	916,000	2037	916,000
2030	916,000	2038	918,000
2031	916,000		

The Bonds maturing on or prior to March 1, 2031 shall not be subject to redemption prior to their respective maturity dates. The Bonds maturing on or after March 1, 2032 shall be subject to redemption prior to their respective maturity dates, on or after March 1, 2031 at the option of the Township, either in whole or in part at any time in any order of maturity at one hundred percent (100%) of the principal amount of the Bonds being redeemed (the “Redemption Price”), plus in each case accrued interest thereon to the date fixed for redemption.

Notice of redemption shall be given by mailing by first class mail in a sealed envelope with postage prepaid to the registered owners of such Bonds at their respective addresses as they last appear on the registration books kept for that purpose by the Township, at least thirty (30) but not more than sixty (60) days before the date fixed for redemption. However, so long as DTC (or any successor thereto) acts as securities depository for the Bonds, notices of redemption shall be sent to such depository and shall not be sent to the beneficial owners of the Bonds, and will be done in accordance with DTC procedures. Any failure of such depository to advise any of its participants or any failure of any participant to notify any beneficial owner of any notice of redemption shall not affect the validity of the redemption proceedings. If the Township determines to redeem a portion of the Bonds of a maturity, such Bonds shall be selected by lot. If notice of redemption has been given as described herein, the Bonds, or the portion thereof called for redemption, shall be due and payable on the date fixed for redemption at the Redemption Price, together with accrued interest to the date fixed for redemption. Payment shall be made upon surrender of the Bonds redeemed.

Section 3. It is hereby found, determined and declared that the average period of usefulness of the improvements or purposes for which the said General Obligation Bonds, Series 2023 are to be issued, taking into consideration the amount of such General Obligation Bonds, Series 2023 to be issued for said improvements or purposes, is 33.95 years.

Section 4. The Bonds shall bear interest from their date based on their outstanding principal amount at a rate to be determined as hereinafter set forth in Section 6 of this resolution, shall be payable as to principal in lawful money of the United States of America at the administration office of the Township in Cedar Grove, New Jersey, payable semi-annually on the 1st day of March and September in each year until maturity or prior optional redemption, commencing on September 1, 2023, by check or draft mailed on such interest payment date to the owners thereof registered as such as of each next preceding August 15 and February 15. Interest on the Bonds shall be calculated on the basis of a 360-day year of twelve 30-day calendar months.

Notwithstanding any other provision herein to the contrary, so long as DTC or its nominee, Cede & Co., is the registered owner of the Bonds, payments of the principal of and interest on the Bonds will be made directly to Cede & Co., as nominee of DTC in accordance with the provisions of the DTC Letter of Representations to be executed by the Township and DTC. Disbursal of such payments to the DTC participants is the responsibility of DTC, and disbursal of such payments to the beneficial owners of the bonds is the responsibility of the DTC participants.

Section 5. The Bonds shall be signed by the Mayor and the Interim Chief Financial Officer, by their manual or facsimile signatures, and the corporate seal of the Township shall be affixed thereto, or imprinted or reproduced thereon and shall be attested by the manual or facsimile signature of the Clerk or Deputy Clerk of the Township.

Section 6. The Interim Chief Financial Officer is hereby authorized and directed to take all actions necessary to offer the Bonds for public sale upon the submission of electronic proposals in accordance with all applicable statutes and to determine in his discretion the date for receipt for such proposals, all in accordance with the terms set forth in the Notice of Sale. The Interim

Chief Financial Officer is further hereby authorized and delegated the authority to sell and award the Bonds in accordance with the terms of the Notice of Sale and directed to report in writing to the Township Council at the next meeting succeeding the date when any sale or delivery of the Bonds pursuant to this resolution is made, such report to include the principal amount, description, interest rate and maturities of the Bonds sold, the price obtained and the name of the purchaser. The "Notice of Sale" shall comply in all respects with the applicable statutes relating thereto and shall be substantially in the form attached hereto as Exhibit A, with such additions, modifications or deletions as determined by the Township Manager. The Notice of Sale shall be published in a newspaper published and circulated in the Township as the Township Manager may select and a summary of the Notice of Sale shall be published in The Bond Buyer at least once at least seven (7) days prior to the date of public sale. The Interim Chief Financial Officer is authorized and delegated the authority to postpone a public sale without readvertisement in accordance with all applicable statutes relating thereto.

Section 7. The Bonds and the registration provisions endorsed thereon shall be in substantially the following form:

No. 2023 G-__

UNITED STATES OF AMERICA
STATE OF NEW JERSEY

TOWNSHIP OF CEDAR GROVE,
IN THE COUNTY OF ESSEX

GENERAL OBLIGATION BOND, SERIES 2023

Date of Bond: July 7, 2023

Principal Amount: \$

Date of Maturity: March 1, 20__

CUSIP:

The TOWNSHIP OF CEDAR GROVE, a municipal corporation of the State of New Jersey, (the "Township") hereby acknowledges itself indebted and for value received promises to pay to Cede & Co. or registered assigns, the sum specified above as the Principal Amount on the date specified above as the Date of Maturity, upon presentation and surrender of this Bond, and to pay to the registered owner hereof interest on such sum, from the Date of Bond specified above until the Date of Maturity specified above, at the rate of ____ and ____ Hundredths per centum (____%) per annum payable on September 1, 2023 and thereafter semi-annually on the 1st day of March and September in each year. Principal of this Bond will be paid in lawful money of the United States of America, at the administration office of the Township in Cedar Grove, New Jersey. Interest on this Bond will be payable in lawful money of the United States of America by check or draft mailed on such interest payment date to the registered owner hereof as shown on the books of the Township kept for such purpose by the Interim Chief Financial Officer of the Township (the "Bond Registrar") as of the fifteenth day of the month preceding the month in which the payment of interest is to be made.

All of the bonds, of which this Bond is one, shall be initially issued as one fully registered bond for each maturity in the name of Cede & Co., as registered owner and nominee for The Depository Trust Company ("DTC"). Notwithstanding any other provision herein to the contrary, so long as DTC or its nominee, Cede & Co., is the registered owner of the Bonds, payments of the principal of and interest on the Bonds will be made directly to Cede & Co., as nominee of DTC in accordance with the provisions of the DTC Letter of Representations executed by the Township and DTC relating to the Bonds. Disbursal of such payments to the DTC participants is the responsibility of DTC, and disbursal of such payments to the beneficial owners of the Bonds is the responsibility of the DTC participants.

The Bonds maturing on or prior to March 1, 2031 shall not be subject to redemption prior to their respective maturity dates. The Bonds maturing on or after March 1, 2032 shall be subject to redemption prior to their respective maturity dates, on or after March 1, 2031 at the option of the Township, either in whole or in part at any time in any order of maturity at one hundred percent (100%) of the principal amount

of the Bonds being redeemed (the “Redemption Price”), plus in each case accrued interest thereon to the date fixed for redemption.

Notice of redemption shall be given by mailing by first class mail in a sealed envelope with postage prepaid to the registered owners of such Bonds at their respective addresses as they last appear on the registration books kept for that purpose by the Township, at least thirty (30) but not more than sixty (60) days before the date fixed for redemption. However, so long as DTC (or any successor thereto) acts as securities depository for the Bonds, notices of redemption shall be sent to such depository and shall not be sent to the beneficial owners of the Bonds, and will be done in accordance with DTC procedures. Any failure of such depository to advise any of its participants or any failure of any participant to notify any beneficial owner of any notice of redemption shall not affect the validity of the redemption proceedings. If the Township determines to redeem a portion of the Bonds of a maturity, such Bonds shall be selected by lot. If notice of redemption has been given as described herein, the Bonds, or the portion thereof called for redemption, shall be due and payable on the date fixed for redemption at the Redemption Price, together with accrued interest to the date fixed for redemption. Payment shall be made upon surrender of the Bonds redeemed.

This Bond is transferable only upon the books of the Bond Registrar, by the registered owner hereof in person or by his attorney duly authorized in writing, upon surrender hereof together with a written instrument of transfer satisfactory to the Bond Registrar duly executed by the registered owner or such duly authorized attorney, and thereupon the Township shall issue in the name of the transferee a new bond or bonds of the same aggregate principal amount, series, designation, maturity and interest rate as the surrendered bond. The Township and any paying agent of the Township may treat and consider the person in whose name this Bond is registered as the holder and absolute owner hereof for the purpose of receiving payment of, or on account of, the principal and interest due hereon and for all other purposes whatsoever.

This Bond is one of an authorized issue of bonds of the Township and is issued pursuant to the Local Bond Law, constituting Chapter 2 of Title 40A of the Revised Statutes of the State of New Jersey, a resolution of the governing body of the Township entitled: “Resolution Combining Bonds Aggregating the Principal Sum of \$13,742,000 Authorized by Four Bond Ordinances Heretofore Adopted to Finance Part of the Cost of Various General Improvements in the Township of Cedar Grove, County of Essex, New Jersey Into One Consolidated Issue of Bonds and Providing for the Form, Maturities and Other Details of Said Consolidated Issue,” adopted June 12, 2023 and by virtue of certain bond ordinances referred to therein.

The full faith and credit of the Township are hereby irrevocably pledged for the punctual payment of the principal of and interest on this Bond according to its terms. This Bond shall not be or be deemed to be a debt or liability of the State of New Jersey or a pledge of the faith and credit of the State of New Jersey.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or statutes of the State of New Jersey to exist, to have happened or to have been performed precedent to or in the issuance of this Bond exist, have happened and have been performed, and that the issue of bonds of which this is one, together with all other indebtedness of the Township, does not exceed any limitation imposed thereon by said Constitution or statutes.

In the event the Township determines that the beneficial owners of the Bonds (the actual purchasers of the Bonds) shall be able to obtain certificated bonds, the Township shall notify DTC of the availability of bond certificates. In such event, the Township will appoint a paying agent and the Township will issue, transfer and exchange bond certificates in appropriate amounts as required by DTC and others. DTC may determine to discontinue providing its services with respect to the bonds at any time by giving a reasonable amount of notice in writing to the Township. In the event of such determination, if the Township fails to identify another qualified securities depository as successor to DTC, the Township will appoint a paying agent and the Township will issue and deliver replacement bonds in the form of fully registered certificates. Whenever DTC requests the Township to do so, the Township will cooperate with DTC in taking appropriate action (a) to make available one or more separate certificates evidencing the bonds to any DTC participant (participants of DTC) having bonds credited to its DTC account or (b) to arrange for another securities depository to maintain custody of certificates evidencing the bonds.

IN WITNESS WHEREOF, THE TOWNSHIP OF CEDAR GROVE has caused this Bond to be executed in its name by the manual or facsimile signatures of its Mayor and its Interim Chief Financial Officer, and its corporate seal (or facsimile thereof) to be affixed, imprinted or reproduced hereon, and this Bond and said seal to be attested by the manual or facsimile signature of the Township Clerk, and this Bond to be dated the 7th day of July, 2023.

Attest:

By: _____
Joseph Maceri
Mayor

Dale A. Forde
Township Clerk

By: _____
Joseph M. Zichelli
Interim Chief Financial Officer

The following abbreviations, when used in the inscription on this bond, shall be construed as though they were written out in full according to applicable laws or regulations (additional abbreviations may also be used though not in the following list):

TEN COM
TEN ENT

as tenants in common
as tenants by the

UNIF GIFT MIN ACT
___Custodian___

JT TEN entireties
as joint tenants with
right of survivorship
and not as tenants
in common

(Cust) (Minor)
under Uniform Gifts
to Minors Act

(State)

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR OTHER IDENTIFYING NUMBER OF
ASSIGNEE (FOR COMPUTER RECORD ONLY)

(Please Print or Typewrite Name and Address of Transferee)

the within bond, and all rights thereunder, and hereby irrevocably constitutes and
appoints

Attorney, to transfer the within bond on the books kept for the registration thereof, with
full power of substitution in the premises.

Dated:

NOTICE: The signature to this assignment must correspond with the name as it appears
upon the first page of the within bond in every particular, without alteration or
enlargement or any change whatever.

CERTIFICATE AS TO LEGAL OPINION

The undersigned Clerk of the Township of Cedar Grove, New Jersey hereby certifies that a true and correct copy of the original legal opinion of the law firm of Gibbons P.C., Newark, New Jersey as to the validity of the issue of Bonds of which the within bond is one is available for inspection at the Office of the Clerk of the Township of Cedar Grove, New Jersey and a copy thereof may be obtained by the registered or beneficial owner hereof upon request.

Township Clerk

Section 8. The Interim Chief Financial Officer is hereby authorized and directed (a) to cause a copy of the written opinion with respect to the Bonds which is to be rendered by the firm of Gibbons P.C. (complete except for omission of its date) to be printed or referred to on the Bonds, and at the time of the original delivery of payment for the Bonds and when such written opinion is rendered, to cause the Township Clerk to certify to the truth and correctness of such copy of opinion by executing on each of said Bonds, by manual or facsimile signature, a certificate subjoined to each such copy, and to file a signed duplicate of such written opinion in such Clerk's office and at each place at which the Bonds are payable, (b) to cause the applicable CUSIP number (if any) assigned for each of said Bonds by the CUSIP Global Services, which is managed on behalf of the American Bankers Association by S&P Global Market Intelligence, to be printed on each of the Bonds, and (c) to cause, in the event that the Bonds shall qualify for issuance of any policy of municipal bond insurance at the option of the purchaser thereof, such legend or reference (if any) of such insurance to be printed (at the expense of such purchaser) on the Bonds.

Section 9. Upon the date of issue of the Bonds, being the date of delivery of the Bonds to DTC on behalf of the successful bidder and the payment of the purchase price thereof in accordance with the Notice of Sale, the Interim Chief Financial Officer is hereby authorized and directed as of said date of issue, to execute and deliver to said successful bidder (a) an arbitrage certification with respect to the Bonds under and for the purpose of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and (b) an accompanying opinion of Gibbons P.C. as of said date of issue with respect to said arbitrage certification for the purposes of said Section 148.

Section 10. The proceeds of the Bonds shall be applied in the amounts and for the purpose provided in Section 1 hereof, and to pay and fund any bond anticipation notes theretofore issued for such purpose and then outstanding.

Section 11. The Mayor, the Interim Chief Financial Officer and Township Manager are hereby authorized and directed to approve the Preliminary Official Statement of the Township issued in connection with the Bonds, the Official Statement of the Township issued in connection with the Bonds, the Notice of Sale and the DTC Letter of Representation and their use in connection with the sale of the Bonds and are further authorized, as is the Township Clerk, to execute all documents, including, but not limited to, the Continuing Disclosure Certificate, the Preliminary Official Statement, the Official Statement, the Notice of Sale and the DTC Letter of Representation, necessary for the sale and delivery of said Bonds.

Section 12. This resolution shall take effect immediately.

Councilman Tanella moved adoption of the resolution, seconded by Deputy Mayor Peterson, and passed by the following vote.

The Township Manager explained casting of municipal bonds and debt restructuring. He recommended moving forward, the Township should cast debt through long term note financing and diversifying that debt. The Township Manager reported the Township could re-cast over a certain amount of time. He explained cash would return to the Township.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

8. CONTRACT AND AGREEMENTS

- a) To consider award of Contract to Suburban Consulting Engineers for DEP Permitting of Peckman River.

The following resolution had been posted on the bulletin board, and a brief synopsis was given by the Township Clerk:

A resolution awarding concerning the Award of Contract to Suburban Consulting Engineers concerning Cleaning and De-snagging of the Peckman River and permitting associated thereto.

WHEREAS, the Township of Cedar Grove embarked on immediate recovery and bank reestablishment of the Peckman River after Hurricane Ida; and

WHEREAS, the Township of Cedar Grove performed cleaning and de-snagging of the Peckman River immediately after Hurricane Ida that consisted of reestablishing the natural banks and removing fallen trees and other debris that would impede the natural flow of water; and

WHEREAS, the Township of Cedar Grove received a Notice of Violation (PEA220001-0704-22-0001.1) regarding the Peckman River Cleaning and de-snagging work alleging violations of N.J.A.C. 7:7A and N.J.A.C. 7:13; and

WHEREAS, the Township of Cedar Grove had an immediate telephone call with the New Jersey Department of Environmental Protection (“NJDEP”) and scheduled a pre-application meeting with the proper authorities to discuss curing the alleged violation; and

WHEREAS, the Township of Cedar Grove solicited Request for Proposals (“RFPs”) for services to remedy the violation, including obtaining the proper permitting and all work associated thereto; and

WHEREAS, proposals were opened on Wednesday, April 19, 2023 at 10:00 am at the Cedar Grove Municipal Building; and

WHEREAS, Suburban Consulting Engineering was the sole responding entity; and

WHEREAS, the Township Manager has determined there is sufficient funding in the 2022 and 2023 Capital Budget to pay for the services;

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Council of the Township of Cedar Grove that the Township Manager is authorized to enter into a contract with Suburban Consulting Engineers for the Cleaning and De-Snagging of the Peckman River Violation for an amount not to exceed forty-four thousand eight-hundred dollars (\$44,800).

Councilwoman Mega moved adoption of the resolution, seconded by Deputy Mayor Peterson and passed by the following vote:

The Township Manager reported the Township received a hefty violation from DEP because the permits were never pulled. He reported the Township either pull the permits or pay for the violation. The Township Manager reported he went out to bid and Suburban was the only bidder to cover the permitting.

AYE: Councilmember Mega, Tanella, Deputy Mayor Peterson, Mayor Maceri
NO: None
ABSENT: Councilwoman Skabich

9. PUBLIC COMMENT

Mayor Maceri opened this portion of the meeting to anyone wishing to be heard.

There being no one else present wishing to be heard, Mayor Maceri closed this portion of the meeting.

AUTHORIZATION TO GO INTO EXECUTIVE SESSION

WHEREAS, Section 8 of the Open Public Meetings' Act (N.J.S.A.10:4-12 (b) (1-9) permits the exclusion of the public from a Meeting of the Mayor and Council in certain circumstances; and

WHEREAS, the Mayor and Council of the Township of Cedar Grove are of the opinion that such circumstances exist.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Council of the Township of Cedar Grove, County of Essex, State of New Jersey that:

1. The public shall be excluded from discussion of any action in the Executive Session of the Meeting of the Mayor and Council of June 12, 2023.
2. The general nature of the subject matter to be discussed is personnel and pending litigation.
3. It is anticipated at this time that the above stated subject matter will be made public as soon thereafter as it is deemed in the public interest to do so.
4. This Resolution shall take effect immediately.

Deputy Mayor Peterson moved adoption of the resolution, seconded by Councilman Tanella, and passed by the following vote:

AYE: Councilmember Tanella, Zazzali, Deputy Mayor Peterson, Mayor Peterson
NO: None
ABSENT: Councilwoman Skabich

11. ADJOURNMENT

There being nothing further to discuss, the staff council meeting adjourned at 7:37 p.m. by acclim.