

August 10, 2009

The regular meeting of the Town Council of the Town of Newton was held on the above date at 7:00 p.m. Present were Mrs. Unhoch, Mrs. Becker, Mrs. Le Frois, Mr. Ricciardo, Mayor Elvidge and Town Manager, Mr. Thomas Russo, Jr.

Mayor Elvidge made the following declaration that “in accordance with the Open Public Meetings Act, notice of this public meeting was given to the two newspapers of record and posted on the official bulletin board on December 22, 2008”.

Mayor Elvidge led the invocation, “We assemble this evening on the people’s business. Sworn to protect our freedoms and uphold our laws, we all seek to serve the citizens of the Town of Newton. Although our opinions may differ and our debate may be robust, we are united by the goal of honorable representation. We are grateful for the example of officials who have served before us and we strive to leave a worthy legacy for those who will serve after us. As a reflection of our freedom and respectful society, we each draw upon different sources for guidance: from the personal to the intellectual; from the philosophical to the Divine. With this perspective, let us now dedicate a few moments, in silence to invoke our personal sources of inspiration to guide our thoughts and actions as we set about the people’s business”.

Mayor Elvidge led the Pledge of Allegiance to the flag. The Clerk called the roll and upon completion of same, upon motion made by Mr. Ricciardo seconded by Mrs. Unhoch and carried that the minutes of July 27, 2009 (Regular) and July 27, 2009 (Executive Session) were unanimously approved.

Mayor Elvidge declared the meeting open to the public.

**PUBLIC**

Mr. Raymond Storm, 202 Main Street, thanked the Town of Newton for sweeping Main Street and for eliminating the weeds on West Nelson Street, Newton. He and “his neighbors greatly appreciate it”. Mr. Storm also questioned maintenance issues at the corner of Merriam Avenue and Pine Street, which were addressed by Mr. Russo. Mr. Russo advised that the amended property maintenance ordinance will address Mr. Storm’s concerns regarding absent or non-responsive property owners. Mr. Storm also inquired about the Armory Property and was updated by Mr. Russo.

Ms. Mary Ellen Heath, 238 Spring Street, indicated that Neighborhood Health Services Center located at 238 Spring Street would like to hold their annual Health Fair on Thursday, August 13, 2009 from 1 pm to 3 pm. They requested use of the sidewalk in front of the Health

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Center and after a brief discussion, Mr. Russo requested Mr. Heath to contact his office as soon as possible so the necessary documents could be provided prior to their Health Fair on Thursday, August 13<sup>th</sup>.

### **Council & Manager Reports**

Mr. Russo reported that he will forward Council an additional memo on Friday regarding the work completed at Memory Park as of August 2009. To date there has been progress and Mr. Russo will continue to keep Council apprised of the repairs and upgrades at Memory Park.

Mr. Russo distributed a synopsis from FKA Architects regarding the Council Chambers Renovation project. If the governing body has any additional questions or comments please advise. The sub-committee will meet and review the end of August or early part of September with Mr. Tom Kosten, Architect.

Councilman Ricciardo inquired about a wrecked van and another vehicle which have been at the No. 2 Firehouse for several months. Mr. Russo will check with the Fire Chief on the status of the vehicles.

Councilman Ricciardo had several other complaints regarding property maintenance throughout the Town which will be addressed by Mr. Russo.

Mr. Ricciardo also asked if the doors at the Fire Museum could have a coat of polyurethane to protect them.

Councilwoman Unhoch congratulated Mrs. Read, Paris Grant Manager and the Town of Newton for receipt of an award of \$20,000 for the 2009-2010 PARIS Grant.

Councilwoman Le Frois questioned the protocol for procedures on the several projects which are on-going as well as the information disseminated to the Council. Mr. Russo advised that he keeps the Council informed via the newsletter or through the Council meetings and keeps a log of all the updates.

### **ORDINANCES**

Mayor Elvidge directed the Clerk to read aloud the following Ordinance relative to introduction of same.

#### **ORDINANCE #2009-21**

#### **AN ORDINANCE AMENDING CHAPTER 3, OF THE REVISED GENERAL ORDINANCES**

Mr. Russo noted that the date of the final passage of this Ordinance will be on September 16<sup>th</sup>, not September 14<sup>th</sup> as noted.

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The following **ORDINANCE** was offered by Mr. Ricciardo, who moved its introduction, seconded by Mrs. Le Frois and roll call resulted as follows:

Mrs. Unhoch	Yes	Mrs. Becker	Yes
Mrs. Le Frois	Yes	Mr. Ricciardo	Yes
Mayor Elvidge		Yes	

**BE IT RESOLVED** by the Town Council of the Town of Newton that the above Ordinance be introduced for the first reading, with hearing on same to be held on September 16, 2009.

The Clerk will advertise the above Ordinance according to law.

**OLD BUSINESS**

**RESOLUTION #141-2009**

**PERSON-TO-PERSON TRANSFER OF PLENARY RETAIL CONSUMPTION  
LICENSE NO. 1915-33-009-001**

Upon motion of Mrs. Le Frois, seconded by Mr. Ricciardo and carried, that Resolution #141-2009 will be tabled, once again, and roll call resulted as follows:

Mrs. Unhoch	Yes	Mrs. Becker	Yes
Mrs. Le Frois	Yes	Mr. Ricciardo	Yes
Mayor Elvidge		Yes	

Mr. Russo noted that the Town spoke to the Deputy Attorney General today who advised that they are working on their report and the Town hopes that this Resolution can be considered at the next Council Meeting on August 24<sup>th</sup>.

**CONSENT AGENDA**

Mayor Elvidge read the following statement:

“All items listed with an asterisk (\*) are considered to be routine and non-controversial by the Town Council and will be approved by one motion. There will be no separate discussion of these items unless a Council member so requests, in which case the item will be removed from the Consent Agenda and considered in its normal sequence on the Agenda.”

It was requested that Resolutions #159-2009 and #160-2009 be removed from the Consent Agenda for separate discussion.

**RESOLUTION #158-2009\***

**AUTHORIZE CREDITS DUE WATER AND SEWER UTILITY ACCOUNTS**

**WHEREAS**, the Water and Sewer Collector has determined that the following Water and Sewer Utility Accounts are due credits for the reason stated;

**NOW, THEREFORE BE IT RESOLVED** by the Town Council of the Town of Newton that the Water and Sewer Collector is hereby authorized to credit the following accounts for amounts billed incorrectly due to the reason stated

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**Accounts should have been inactive, not estimated:**

<u>Account</u>	<u>Address</u>	<u>Amount</u>
2760	2 East Clinton Street	\$75.00
2784	6 East Clinton Street	\$75.00

**Account over-estimated two quarters:**

<u>Account</u>	<u>Address</u>	<u>Amount</u>
3160	33 Hamilton Street	\$414.48

**Utility Board recommends waiver of penalty:**

<u>Account</u>	<u>Address</u>	<u>Amount</u>
1357	9 Cedar Street	\$7.84

**Utility Board recommends waiver of portion of sewer charge:**

<u>Account</u>	<u>Address</u>	<u>Amount</u>
16113	88 Merriam Avenue	\$67.50

**Utility Board recommends reduction of bill to total \$261.00 balance:**

<u>Account</u>	<u>Address</u>	<u>Amount</u>
12704	88 ½ Madison Street	\$327.14

**Utility Board recommends reducing charge to On/Off charge:**

<u>Account</u>	<u>Address</u>	<u>Amount</u>
14451	56 Dogwood Drive	\$450.00

**RESOLUTION #161-2009\***

**REJECT BIDS FOR ASPHALT PAVER**

**WHEREAS**, the Town of Newton publicly received bids for the Asphalt Paver on Wednesday, July 22, 2009 at 11:00am as follows:

<u>Name and Address of Bidder</u>	<u>Option A</u>	<u>Option B</u>	<u>Warranty</u>
Construction & Industrial Equip. Corp. 200 Route 17 Lodi, NJ 07644	\$125,000	\$128,600	\$6,850
Jesco, Inc. 118 St. Nicholas Avenue South Plainfield, NJ 07080	\$96,000	\$96,000	\$3,500 or \$5,000

**WHEREAS**, the above bid by Construction & Industrial Equipment Corp. did not contain a New Jersey Business Registration Certificate required under N.J.S.A. 52:32-44(b); and

**WHEREAS**, the asphalt paver bid upon was required to comply with the specifications or their equivalent and the above bid by Jesco, Inc., included items which were found to be overwhelmingly not equivalent by the Town of Newton Purchasing Agent and Department of Public Works Director; and

**WHEREAS**, pursuant to N.J.S.A. 40A:11-13.2(d), the Town of Newton wants to substantially revise the specifications for the asphalt paver.

**NOW, THEREFORE BE IT RESOLVED** by the Town Council of the Town of Newton that the bids submitted for the asphalt paver are hereby rejected.

**BE IT FURTHER RESOLVED** that a certified copy of this resolution be provided to Construction & Industrial Equipment Corp., and Jesco, Inc.

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**RESOLUTION #162-2009\***

**TO AUTHORIZE EXECUTION OF A BANKING SERVICES AGREEMENT WITH  
LAKELAND BANK**

**WHEREAS**, the Town of Newton prepared a request for proposals for banking services and received several responses; and

**WHEREAS**, Lakeland Bank has offered a 1.75% fixed rate, plus reimbursement of payroll and merchant service costs as more fully set forth in the proposal, for a three year period, and

**WHEREAS**, the Chief Financial Officer recommends the governing body accept the three year proposal offered by Lakeland Bank.

**NOW, THEREFORE BE IT RESOLVED**, by the Town Council of the Town of Newton that it hereby authorizes and directs the Chief Financial Officer and Town Manager to execute an agreement with Lakeland Bank to secure an interest rate of 1.75% for a three year period beginning September 1, 2009 continuing until August 31, 2012.

**BE IT FURTHER RESOLVED** that a certified copy of this resolution be forwarded to Lakeland Bank, and a copy of said agreement be kept on file in the Municipal Clerk's office for public viewing.

**RESOLUTION #163-2009\***

**APPROVE BILLS AND VOUCHERS FOR PAYMENT**

**BE IT RESOLVED** by the Town Council of the Town of Newton that payment is hereby approved for all vouchers that have been properly authenticated and presented for payment, representing expenditures for which appropriations were duly made in the 2008 and 2009 Budgets adopted by this local Governing Body, including any emergency appropriations, and where unexpended balances exist in said appropriation accounts for the payment of such vouchers.

**TOWN BILLS**

2,437.67	Civic Plus	25757
273.47	Quill corporation	25758
101.94	Staples Credit Plan	25759
29.32	Harold Pellow & Assoc., Inc.	25760
153.60	Airmark Pools	25761
200.14	G & H Service, Inc.	25762
12,696.42	Jersey Central Power & Light	25763
1,280.91	New Jersey Herald	25764
4,635.00	Pumping Services	25765
871.95	SCMUA	25766
327.37	EMBARQ	25767
35.00	EMBARQ	25768
121.83	EMBARQ	25769
2,232.00	EMBARQ	25770
667,180.24	County Purpose Tax	25771
19,701.88	County Health Tax	25772
56,214.36	County Library Tax	25773
2,724.40	Delta Dental	25774
2,526.73	Delta Dental	25775
33.12	Campbell's Small Engine	25776
67.60	Lock & Key World	25777
120.40	Timmerman Company	25778
35.24	Federal Express	25779
131.25	Willco, Inc.	25780
10.00	Newton Trophy	25781
175.00	Minisink Press Inc.	25782

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2,016.00	Office Business Systems, Inc.	25783
294.40	Sebring Auto Parts	25784
193.01	Zee Medical	25785
244.50	S/NJ Dept. of Labor & Workforce Dev.	25786
189.92	Airgas	25787
119.90	Mobile-vision, Inc. L-3 Comm.	25788
603.31	Boonton Tire Supply	25789
384.68	McGuire	25790
30.00	Division of Fire Safety	25791
777.14	Vision Service Plan	25792
186.13	Verizon Wireless	25793
295.64	Universal Supply Group, Inc.	25794
190.00	North Jersey Portable Toilets	25795
70.00	Wildflowers with Tami	25796
188.95	Advance Commercial	25797
1,644.75	The Home Depot	25798
84.69	Excelsior Lumber Company	25799
262.50	Scarinci & Hollenbeck, LLC	25800
88.00	Signs, Etc.	25801
784.51	Buckman's Inc.	25802
100.00	Sussex County Community College	25803
222.61	Staples Business Advantage	25804
149.61	Lowe's	25805
41.80	Nestle Waters	25806
1,491.67	Andrews & Company, LLC	25807
265.25	Magarino Ford	25808
3,227.09	Rachles/Michele's Oil Company	25809
3,461.48	Taylor Oil Co.	25810
217.83	Action Office Supplies	25811
57.80	JC Grill House	25812
12.05	R & R Radar, Inc.	25813
148.00	Sign-A-Rama	25814
671.60	Garden State Highway Products	25815
95.00	AA 206 Carwash	25816
82,925.05	United Methodist Homes of NJ	25817
298.73	NJ State Police Office of EMG Management	25818
199,808.75	Depository Trust Company	25819
196,046.23	Payroll Account	910059

**CAPITAL**

2,525.00	Houghton, Quarty, Warr	7363
24,010.67	Current Account	930013
526.15	New Jersey Herald	7364
16,899.73	McManimon & Scotland	7365
34.03	Weldon Asphalt Company	7366
1,403.60	Sherwin-Williams	7367
105.27	Sherwin-Williams	7368
1,037.50	Houghton, Quarty, Warr	7369
216.06	The Home Depot	7370
148.26	Excelsior Lumber Company	7371
9,173.92	BCI Burk Company	7372
42.89	Staples Business Advantage	7373
407.85	Polowy Stone Mason & Landscape Supp.	7374
751.00	Firefighter One	7376
1,771.00	Barco Products	7377

**Total TOWN BILLS \$1,331,258.63**

**WATER AND SEWER ACCOUNT**

6,575.00	Montgomery Watson Harza	10899
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2,437.67	Civic Plus	10900
1,584.65	Lou's Glass	10901
50.26	Quill Corporation	10902
4,425.41	Lee Company	10903
10,198.80	Jersey Central Power & Light	10904
14.00	New Jersey Herald	10905
7,200.00	Pumping Services	10906
239.40	SCMUA	10907
386.91	Sussex County Plumbing	10908
12.00	Paul Baldwin	10909
8,733.92	Coyne chemical Corp., Inc.	10910
65.39	EMBARQ	10911
781.36	Delta Dental	10912
278.61	Campbell's Small Engine	10913
4,857.00	Garden State Laboratories, Inc.	10914
442.00	Hamburg Plumbing Supply Co., Inc.	10915
1,500.00	Cosper Environmental Services, Inc.	10916
18.00	Ervin Lasso	10917
170.46	Limecrest Quarry (CEMEX)	10918
22.49	Ridgewood Corporation	10919
144.67	Vision Service Plan	10920
120.00	Accurate Door, Inc.	10921
6,444.00	Passaic Valley Sewerage Comm.	10922
945.00	Main Pool & Chemical Co.	10923
70.00	Wildflowers with Tami	10924
232.10	The Home Depot	10925
600.00	Hydro Technology, LLC	10926
17.76	Staples Business Advantage	10927
325.55	Lowe's	10928
7.77	Nestle Waters	10929
18.00	Eric Tompkins	10930
710.00	United Fire Protections	10931
2,349.84	Basic Chemical Solutions	10932
350.00	EM Signs	10933
26,766.77	Payroll Account	960027

**Total WATER & SEWER BILLS \$99,094.79**

**TRUST ACCOUNT**

2,850.88	Harold Pellow & Assoc. Inc.	2672
504.00	Hollander, Hontz, Hinkes & Pasculli, LLC	2673
100.00	Art Frisbie's Airworx	2674
30.00	Vogel, Chait, Collins, Schneider, PC	2675
1,165.72	The Emblem Authority	2676
200.00	Newton/Kittatinny American Legion	2677
1,974.60	Payroll Account	971017

**Total WATER & SEWER BILLS \$6,825.20**

A motion was made by Mr. Ricciardo to approve the **COMBINED ACTION**

**RESOLUTIONS**, seconded by Mrs. Le Frois and roll call resulted as follows:

Mrs. Unhoch	Yes	Mrs. Becker	Yes
Mrs. Le Frois	Yes	Mr. Ricciardo	Yes
Mayor Elvidge	Yes		

Mrs. Le Frois, for edification purposes, had several questions regarding Resolutions

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#159-2009 and #160-2009, which were addressed by Ms. Babcock, CFO and Mr. Russo.

Mayor Elvidge read a Resolution of the Town of Newton, in the County of Sussex, New Jersey Authorizing the Issuance, Sale and Award of Not Exceeding \$4,618,000 of its General Obligation Bonds, Series 2009 in Connection with the Morris County Improvement Authority's County of Morris Guaranteed Loan Program Bonds, Series 2009 (Town of Newton Project); Authorizing and Approving the Execution and Delivery of a Loan and Security Agreement in Connection Therewith to be Secured by the Town's Payment Obligations Under its Series 2009 Bonds; Making Certain Determinations and Covenants in Connection Therewith and Authorizing Actions Related Thereto

**RESOLUTION #159-2009**

**WHEREAS**, The Morris County Improvement Authority (including any successors and assigns, the "Authority") has been duly created by resolution no. 42 entitled "Resolution of the Board of Chosen Freeholders of Morris County, New Jersey creating the Morris County Improvement Authority," duly adopted by the Board of Chosen Freeholders (the "County of Morris Board of Freeholders") of the County of Morris (the "County of Morris") in the State of New Jersey (the "State") on April 10, 2002 as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"), and other applicable law;

**WHEREAS**, the Authority is authorized by law to enter into financial agreements with certain local governmental units located within or without the County of Morris, including without limitation, the Town of Newton ("Newton") for participation in the hereinafter defined Series 2009 Loan Program;

**WHEREAS**, the County of Sussex, New Jersey (the "County of Sussex") does not presently have its own county improvement authority, and therefore the Authority is authorized under the Act to provide the financing for the Newton Project (as defined below) on behalf of Newton;

**WHEREAS**, certain conditions precedent had to be satisfied in order for the Authority to participate in the financing of a project on behalf of Newton, including without limitation, seeking and obtaining the various designations and authorizations from the County of Sussex and the consent of the County of Sussex through the Board of Chosen Freeholders of the County of Sussex (the "County of Sussex Board of Freeholders") under Section 13 (N.J.S.A. 40:37A-56) of the Act;

**WHEREAS**, Newton has requested the Authority's assistance in (i) refinancing bond anticipation notes originally issued for various purposes including acquisition of equipment, renovation of buildings and infrastructure and initial planning expenses for redevelopment planning, all as more particularly described in certain bond ordinances of Newton (the "Bond Ordinances," duly and finally adopted by Newton and published in accordance with the requirements of applicable law and more specifically described in a resolution of the Town Council of Newton combining the issues of bonds into a single issue of bonds, adopted on this date (the "Combination Resolution"); and (ii) payment of certain costs of issuance in connection with the issuance of the Newton Bond described below (the "Newton Project") pursuant to this resolution authorizing the issuance of the Newton Bond to the Authority pursuant to N.J.S.A. 40A:2-27(a)(2) (the "Newton Bond Resolution");

**WHEREAS**, the Authority is authorized by law to finance public facilities through the acquisition of debt (the "Series 2009 Loan Program"), including without limitation the general

obligation bond in an aggregate principal amount not to exceed \$4,618,000 (the "Newton Bond") of Newton);

**WHEREAS**, the Newton Bond will be purchased with the proceeds from the Authority's "County of Morris Guaranteed Loan Program Bonds, Series 2009 (Town of Newton Project)" in an aggregate amount not to exceed \$4,618,000 (the "Series 2009 Bonds") to be issued under the Authority's bond resolution entitled "RESOLUTION AUTHORIZING THE ISSUANCE OF COUNTY OF MORRIS GUARANTEED LOAN PROGRAM BONDS, SERIES 2009 (TOWN OF NEWTON PROJECT) OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY" (the "Authority Bond Resolution");

**WHEREAS**, the issuance of the Series 2009 Bonds for the purpose of acquiring the Newton Bond to finance the Newton Project shall collectively be referred to as the "Series 2009 Project");

**WHEREAS**, the principal of, redemption premium, if any, and interest on the Series 2009 Bonds shall be secured by the pledge of the Trust Estate as defined in the Bond Resolution by the Authority to the Trustee named therein, which Trust Estate shall include, among other things, the principal of, redemption premium, if any, and interest on the Newton Bond, the payment on which shall be made by Newton in accordance with the Local Bond Law or other law as applicable, and which in the case of Newton shall be made from the levy of *ad valorem* taxes upon all the taxable property within the jurisdiction of Newton, without limitation as to rate or amount, and which Newton Bond shall be assigned by the Authority to the Trustee as further security for the payment of the Series 2009 Bonds in accordance with the terms of the Authority Bond Resolution;

**WHEREAS**, payment of the principal of (including mandatory sinking fund installments, if any) and interest on the Series 2009 Bonds shall be fully, unconditionally and irrevocably guaranteed in an amount not to exceed \$4,618,000 in accordance with (i) the terms of a guaranty ordinance of the County of Morris to be finally adopted by the Morris County Board of Freeholders, (ii) by a guaranty certificate to be executed by an authorized officer of the County on the face of each Series 2009 Bond and (iii) as may be required by any rating agency, underwriter, Series 2009 Bond purchaser or other entity that will allow the Authority to sell the Series 2009 Bonds at the lowest possible cost to Newton, an agreement setting forth the County's obligation to make any such guaranty payments in accordance with and within the parameters set forth in the guaranty ordinance (collectively, the "County Guaranty"), all pursuant to Section 37 ("Section 37") of the Act (N.J.S.A. 40:37A-80) and other applicable law, which payments shall also be included as part of the Trust Estate applicable to the Series 2009 Bonds pledged by the Authority to the Trustee under the Authority Bond Resolution;

**WHEREAS**, in accordance with the terms of the Authority Bond Resolution and the County Guaranty, the Trustee shall not notify the County of Morris of the possible need for payments from the County under the County Guaranty to pay all of a portion of the principal of and interest on the Series 2009 Bonds when due until the respective payment dates for Newton under their Newton Bond shall have passed and Newton shall have failed to make their required payments thereunder in full;

**WHEREAS**, since Newton constitutes a "materially obligated person" within the meaning and for the purposes set forth in Rule 15c2-12 ("Rule 15c-12") promulgated by the Securities and Exchange Commission pursuant to the Securities and Exchange Act of 1934, as amended, Newton will be required to enter into that certain "Newton Continuing Disclosure Agreement" to be dated as of the first day of the month of issuance of the Newton Bond (as the same may be amended and supplemented from time to time in accordance with its respective terms, the "Local Unit Continuing Disclosure Agreement") with the Authority and the Trustee, as dissemination agent (the "Dissemination Agent") in order to satisfy the secondary market disclosure requirements of Rule 15c2-12;

**WHEREAS**, pursuant to the terms of the Authority Bond Resolution, as a "materially obligated person" within the meaning and for the purposes set forth in Rule 15c2-12, the County of Morris will also be required to enter into that certain "County Continuing Disclosure Agreement" to be dated as of the first day of the month of issuance of the Series 2009 Bonds (as the same may be amended and supplemented from time to time in accordance with its terms, the

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“County Continuing Disclosure Agreement” and together with the Newton Continuing Disclosure Agreement, the “Continuing Disclosure Agreements”) with the Dissemination Agent in order to satisfy the secondary market disclosure requirements of Rule 15c2-12;

**WHEREAS**, pursuant to the terms of the Authority Bond Resolution, the Authority (i) shall not be considered a “materially obligated person” within the meaning and for the purposes set forth in Rule 15c2-12 and (ii) shall be required to provide certain material events notices in accordance with Rule 15c2-12, and accordingly, the Authority (a) shall be required to enter into the Continuing Disclosure Agreements, and (b) shall be required to provide such material events notices under the terms of the Continuing Disclosure Agreements, all in order to satisfy the secondary market disclosure requirements of Rule 15c2-12;

**WHEREAS**, in order to market and sell the Series 2009 Bonds, the Authority: (i) made an application (the “Local Finance Board Application”) to seek, and obtained and officially recognized, the findings from the Local Finance Board (the “Local Finance Board”) in the Department of Local Government Services of the State Department of Community Affairs, all in accordance with N.J.S.A. 40A:5A-6, 7 and 8 of the Local Authorities Fiscal Control Law, which Local Finance Board Application, hearing and process, to the extent permitted by applicable law, incorporated the requests for approval by the Local Finance Board of the issuance of the Series 2009 Bonds, (ii) authorized the distribution of a preliminary official statement “deemed final” within the meaning and for the purposes of Rule 15c2-12 describing the terms of the Series 2009 Bonds, the Series 2009 Project and the other transactions contemplated hereby (the “Preliminary Official Statement”), (iii) will enter into a bond purchase agreement with an underwriter selected by a fair and open process (the “Underwriter”) by the Authority in accordance with its policy for the selection of underwriters as established by Authority resolution no. 02-10 adopted July 24, 2002 and entitled, “Resolution Adopting a Policy for the Selection of Underwriters and other Ancillary Service Providers in connection with the Sale of Securities,” for the sale of all of the Series 2009 Bonds (the “Bond Purchase Agreement”), (iv) will execute and deliver a final Official Statement incorporating the terms of the sale of the Series 2009 Bonds and certain other information into the Preliminary Official Statement (the “Official Statement”), (v) obtain the required resolutions and ordinances of Newton necessary in order to authorize the Newton Project and the financing of the Newton Project through the Series 2009 Project (the Newton Official Action”), (vi) cause Newton to make certain representations, warranties and covenants concerning the loans, the Newton Bond, by no later than the execution and delivery of the Bond Purchase Agreement (the “Newton Letter of Representations”) and (vii) cause Newton to make certain representations, warranties and covenants concerning the applicable Newton Project and Newton Bond, the use of the funds attributable to the Newton Project and the transactions contemplated hereby, by no later than the execution and delivery of the Bond Purchase Agreement, all in connection with preserving the exclusion of the interest of the Series 2009 Bonds from the gross income of the holders thereof for federal income tax purposes (the “Newton Tax Letter of Representations” and together with the Preliminary Official Statement, the Bond Purchase Agreement, the Official Statement and the Newton Letter of Representations, the “Sale Documents”);

**WHEREAS**, the Authority shall have no obligation with respect to the Series 2009 Project other than the financing thereof;

**WHEREAS**, in accordance with Section 13 (“Section 13”) of the Act (N.J.S.A. 40:37A-56), prior to the issuance of the Series 2009 Bonds, the Authority has made a detailed report of the Series 2009 Project to the County of Morris Board of Freeholders and the County of Sussex Board of Freeholders, which report will include, without limitation, descriptions of the Bond Resolution, the Series 2009 Bonds, the master forms of the Continuing Disclosure Agreements, and if necessary, desirable or convenient as determined by the Authority and the County, such other applicable agreements that may include one or more of the Local Finance Board Application or any Sale Documents (collectively, the “Financing Documents”); and

**WHEREAS**, it is the desire of Newton to: (i) authorize and approve the issuance, sale and award of the Newton Bond in the aggregate principal amount of \$4,618,000, which Newton Bond shall secure the Loan Payments (the “Loan Payments”) owed to the Authority pursuant to a Loan Agreement (“the Loan Agreement”); (ii) authorize and approve the execution and delivery of the Loan Agreement; and (iii) authorize certain related determinations, covenants and actions in connection with the foregoing.

**NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NEWTON, IN THE COUNTY OF SUSSEX, NEW JERSEY (NOT LESS THAN TWO-THIRDS OF ALL THE MEMBERS THEREOF AFFIRMATIVELY CONCURRING), PURSUANT TO THE PROVISIONS OF THE LOCAL BOND LAW, AS FOLLOWS:**

Section 1. Pursuant to the Local Bond Law, the Combination Resolution and the Bond Ordinances, the Newton Bond is hereby authorized to be issued as a negotiable general obligation bond of Newton, to be designated substantially "General Obligation Bond, Series 2009", in an aggregate principal amount no to exceed \$4,618,000 (the "Newton Bond"), and is hereby authorized to be sold to the Authority pursuant to the Act for a purchase price equal to the par amount thereof, or the par amount plus a premium, to secure the obligations of Newton pursuant to and in accordance with the Loan Agreement.

Section 2. The Newton Bond shall be dated its date of issuance, shall be issued in such principal amount and mature in the years and in the amounts as shall be determined by the Town Chief Financial Officer or Treasurer upon the issuance and sale of the Authority Bonds as set forth in accordance with this resolution and within the parameters established by the Local Finance Board Application. The Town Chief Financial Officer or Treasurer is hereby authorized and directed to make such determinations pursuant to and in accordance with the requirements of N.J.S.A. 40A:2-27 and pursuant to the direction provided by this resolution. Interest on the Newton Bond shall be payable on each Loan Payment Date (as defined in the Authority Bond Resolution) until maturity, acceleration or earlier redemption of the Authority Bonds at the rate or rates per annum to be determined in the Loan Agreement.

Section 3. The Newton Bond shall be subject to redemption upon the terms and conditions determined by the Chief Financial Officer or Treasurer upon the issuance and sale of the Authority Bonds. The Chief Financial Officer or Treasurer is hereby authorized and directed to make such determinations in accordance with the direction provided by this resolution.

Section 4. The Newton Bond will be issued in registered form payable to the Authority and shall be assigned to the Trustee for the benefit of the holders of the Authority Bonds. One certificate shall be issued for the aggregate principal amount of the Newton Bond. Both the principal of and interest on the Newton Bond will be payable in lawful money of the United States of America. The Newton Bond will be executed on behalf of Newton by the manual or facsimile signatures of the Mayor of Newton and Town Chief Financial Officer or Treasurer, attested by the Town Clerk or Deputy Clerk (such execution shall constitute conclusive approval by Newton of the form of the Newton Bond), and shall bear the affixed, imprinted or reproduced seal of Newton thereon.

Section 5. Pursuant to Section 27 of the Local Bond Law, N.J.S.A. 40A:2-27(a)(1), the Chief Financial Officer or Treasurer is hereby authorized and directed to issue, sell and award the Newton Bond at a private sale to the Authority. At the next meeting of the Town Council after the issuance and sale of the Newton Bond, the Town Chief Financial Officer or Treasurer shall report, in writing, to the Town Council the aggregate principal amount, the rate or rates of interest, the maturity dates, the dates upon which interest on the Newton Bond shall be paid and the redemption provisions related to the Newton Bond.

Section 6. The preparation of a preliminary official statement ("Preliminary Official Statement") relating to the Authority Bonds in connection with the Series 2009 Project, and the distribution of said Preliminary Official Statement, in electronic or physical form, to prospective purchasers of the Authority Bonds and others having an interest therein, is hereby authorized and directed. The Mayor of Newton, Town Chief Financial Officer or Treasurer are each hereby authorized to approve any information pertaining to Newton, and the Authority is authorized to deem the Preliminary Official Statement "final", as contemplated by paragraph (b)(1) of Rule 15c2-12 promulgated by the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934, as amended ("Rule 15c2-12").

Section 7. The preparation of a final official statement ("Official Statement") with respect to the Authority Bonds including information pertaining to Newton is hereby authorized and directed. Within seven (7) business days of the sale of the Authority Bonds and in sufficient time to accompany any confirmation that requests payment from a customer, the Authority shall

deliver sufficient copies of the Official Statement to the purchaser of the Authority Bonds in order for the Authority to comply with Paragraph (b)(4) of Rule 15c2-12. The Mayor of Newton, Town Chief Financial Officer or Treasurer are hereby authorized to approve any information pertaining to Newton to be included in the Official Statement in final form, and the distribution thereof to purchasers and others is hereby authorized and directed. The execution of a certificate in connection with the final Official Statement shall constitute conclusive evidence of approval by Newton of the changes therein from the Preliminary Official Statement. The Mayor, and Chief Financial Officer or Treasurer are each hereby severally authorized to approve any amendments of or supplements to the Official Statement.

Section 8. The Newton Bond shall be a general obligation of Newton. The full faith and credit of Newton are irrevocably pledged to the punctual payment of the principal of and interest on the Newton Bond and, to the extent payment is not otherwise provided, Newton shall levy ad valorem taxes on all taxable real property within Newton without limitation as to rate or amount for the payment thereof.

Section 9. The Loan Agreement heretofore prepared or to be prepared in connection with the Authority Bonds, substantially in the form currently on file or to be filed in the offices of the Chief Financial Officer or Treasurer, with such changes as may be recommended by counsel to Newton, is hereby authorized and approved.

Section 10. The Mayor and Chief Financial Officer or Treasurer are hereby severally authorized to execute the Loan Agreement on behalf of Newton. The Town Clerk and Deputy Clerk of the Board are hereby severally authorized to attest said signature and to affix Newton's seal unto the same. The execution of the Loan Agreement by the Mayor or Chief Financial Officer or Treasurer shall conclusively evidence Newton's approval of the terms thereof and no further action shall be required.

Section 11. In order to assist the underwriters of any bonds, notes or other obligations issued by the Authority on behalf of Newton in connection with the Series 2009 Project, in complying with the secondary market disclosure requirements of Rule 15c2-12, the Mayor and Chief Financial Officer or Treasurer are each hereby severally authorized to execute on behalf of Newton before the issuance of such bonds, notes or other obligations Newton the Continuing Disclosure Agreement. The Chief Financial Officer or Treasurer is hereby authorized to enter into a the Newton Continuing Disclosure Agreement with Wells Fargo Bank, N.A., as dissemination agent, for the services to be provided under said agreement.

Section 12. Newton hereby covenants as follows: (A) it will not make any use of the proceeds of the Newton Bond or do or suffer any other action that would cause (i) the Authority Bonds to be "arbitrage bonds" as such term is defined in Section 148(a) of the Internal Revenue Code of 1986, as amended ("Code"), and the regulations promulgated thereunder; (ii) the interest on the Authority Bonds to be included in the gross income of the owners thereof for federal income taxation purposes; (iii) the interest on the Authority Bonds to be treated as an item of tax preference under Section 57(a)(5) of the Code; and (B) it shall make, or cause to be made, any rebate required by Section 148(f) of the Code in the manner described in the regulations promulgated thereunder as such regulations and statutory provisions may be modified insofar as they apply to the Authority Bonds.

Section 13. The Bond Resolution, the Loan Agreement, the Newton Bond, the Newton Tax Certificate between the Authority and Newton related to the loan of the proceeds of the Newton Bond (the "Newton Tax Certificate"), the Newton Continuing Disclosure Agreement, and any other documents required to be executed or delivered by Newton to provide security for or to issue the Authority Bonds, to acquire and construct the Newton Project and to perform or accomplish any of the transactions and activities in connection therewith or contemplated thereby (collectively, the "Bond Documents") are hereby approved substantially in the forms generally used in transactions of this type, with any changes, insertions or omissions that may be approved by the Mayor, Chief Financial Officer, Treasurer or any other officer or official of the Town who shall have power to execute and deliver such agreements. The Mayor and Chief Financial Officer or Treasurer are each hereby authorized to execute, acknowledge and deliver each of the foregoing Bond Documents with any changes, insertions and omissions as may be approved by the Mayor, Chief Financial Officer or Treasurer in consultation with Newton's professional advisors. The Town Clerk or Deputy Clerk or any other officer or official of

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Newton who shall have the power to do so are each hereby authorized to affix the seal of Newton on each of the foregoing Bond Documents and attest the same. The execution and delivery of each of the foregoing Bond Documents shall be conclusive evidence of any approval required by this Section 13.

Section 14. All actions heretofore taken and documents prepared or executed by or on behalf of the Newton by the Mayor, Chief Financial Officer, Treasurer, Town Clerk, Deputy Clerk, other Newton officials or Newton’s professional advisors, in connection with the authorization, issuance and sale of the Newton Bond and the Authority Bonds are hereby ratified, confirmed, approved and adopted.

Section 15. The Mayor, Chief Financial Officer, Treasurer, Town Clerk of the Board and Deputy Clerk are each hereby authorized to determine all matters and execute all documents and instruments in connection with the Newton Bond not otherwise determined or directed to be executed by the Local Bond Law or by this or any subsequent resolution, and the signatures of the Mayor, Chief Financial Officer, Treasurer, Town Clerk or Deputy Clerk on such documents or instruments shall be conclusive as to such determinations.

Section 16. All other resolutions, or parts thereof, inconsistent herewith are hereby rescinded and repealed to the extent of any such inconsistency.

Section 17. This resolution shall take effect immediately upon adoption this 10th day of August, 2009.

The foregoing resolution was adopted by the following vote:

A motion was made by Mr. Ricciardo to approve **RESOLUTION #159-2009**, seconded by Mrs. Le Frois and roll call resulted as follows:

Mrs. Unhoch	Yes	Mrs. Becker	Yes
Mrs. Le Frois	Yes	Mr. Ricciardo	Yes
	Mayor Elvidge	Yes	

Mayor Elvidge read a Resolution Providing for the Combination of Certain Issues of General Improvement Bonds of the Town of Newton, the County of Sussex, New Jersey into a Single Issue of Bonds Aggregating \$4,618,000 in Principal Amount.

**RESOLUTION #160-2009**

**BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF NEWTON, IN THE COUNTY OF SUSSEX, NEW JERSEY AS FOLLOWS:**

Section 1. Pursuant to the provisions of N.J.S.A. 40A:2-26(f), the bonds of the Town of Newton, in the County of Sussex, New Jersey (the “Town”) authorized pursuant to the bond ordinances of the Town heretofore adopted and described in Section 2 hereof shall be combined into a single and combined issue of bonds in the principal amount of \$4,618,000.

Section 2. The principal amount of bonds authorized by each ordinance to be combined into a single issue as above provided, the bond ordinances authorizing the bonds described by reference to the number, the improvement description and the date of adoption, and the period or average period of usefulness determined in each of the bond ordinances are respectively as follows:

<b>Principal Amount of Bonds</b>	<b>Number of Ordinance</b>	<b>Description of Improvement and Date of Adoption of Ordinance</b>	<b>Useful Life</b>
\$828,900	2006-15	Various capital improvements, finally adopted 6/12/06	7.8 years
\$536,150	2007-9	Various capital improvements, finally adopted 4/23/07	7.09 years
\$71,400	2007-08	Supplemental for preliminary planning expenses for redevelopment planning, finally adopted 6/11/07	15 years
\$238,000	2007-21	Preliminary planning expenses for redevelopment planning, finally adopted 8/27/07	15 years
\$332,500	2007-22	Roof replacement and renovations to municipal properties, finally adopted 9/10/07	40 years
\$238,000	2008-4	Supplemental for preliminary planning expenses for redevelopment planning, finally adopted 2/25/08	15 years
\$1,106,750	2008-7	Various capital improvements, finally adopted 4/28/07	7.8 years
\$238,000	2009-5	Supplemental for preliminary planning expenses for redevelopment planning, finally adopted 2/23/09	15 years
\$1,028,300	2009-9	Various capital improvements, finally adopted 4/27/09	10.61 years

Section 3. The following matters are hereby determined with respect to the combined issue of Bonds:

- a. The average period of usefulness, computed on the basis of the respective amounts of bonds presently authorized to be issued pursuant to each of the bond ordinances and the respective periods or average period of usefulness therein determined, is not less than 11.88 years.
- b. The bonds of the combined issue shall be designated "General Obligation Bonds, Series 2009".
- c. The bonds of the combined issue shall be sold and issued in accordance with the provisions of the Local Bond Law applicable to the sale and the issuance of bonds authorized by a single bond ordinance and accordingly may be sold with other issues of bonds.

Section 4. The following additional matters are hereby determined, declared, recited and stated:

- a. None of the bonds described in Section 2 hereof has been sold or issued heretofore, and the several bond ordinances described in Section 2 have not been rescinded and now remain in full force and effect as authorizations for the respective amounts of bonds set opposite the descriptions of the bond ordinances in Section 2.
- b. The several purposes or improvements authorized by the respective bond ordinances described in Section 2 hereof are purposes for which bonds may be issued lawfully pursuant to

the Local Bond Law and are all purposes for which no deduction may be taken in any annual or supplemental debt statement.

Section 5. This resolution shall take effect immediately.

A motion was made by Mr. Ricciardo to approve the **RESOLUTION #160-2009**, seconded by Mrs. Le Frois and roll call resulted as follows:

Mrs. Unhoch	Yes	Mrs. Becker	Yes
Mrs. Le Frois	Yes	Mr. Ricciardo	Yes
	Mayor Elvidge	Yes	

**Intermission (10 minutes)**

**DISCUSSION (WORK SESSION)**

**a. Wind and Solar Ordinance**

Mrs. Jessica Caldwell, Planner, reviewed the draft Ordinance establishing regulations for Wind and Solar Energy systems. Mrs. Caldwell addressed several questions asked by the Governing Body. After a brief discussion, the consensus of the Town Council was to introduce the Wind and Solar Energy Ordinance as presented. It was noted that the wind turbines will allow for one per permanent structure and the solar panels will allow for multiple panels per structure. This Ordinance will be introduced at the next Council meeting on Monday, August 24, 2009.

**OPEN TO THE PUBLIC**

Mayor Elvidge opened the meeting to the public. There was no one from the public to be heard.

**COUNCIL & MANAGER COMMENTS**

Mayor Elvidge registered some property issues at the Acme parking lot, which is currently vacant. Mr. Elvidge also addressed issues with front yard parking. Mr. Russo will forward these complaints to the appropriate departments.

Mayor Elvidge had other complaints related to traffic and was advised to address these questions at the Circulation Plan Subcommittee meeting scheduled for Thursday, August 13<sup>th</sup>.

Mrs. Unhoch addressed property maintenance issues in front of the Post Office and was advised that our Town Engineer will be requested to address same.

Mr. Ricciardo recapped the firehouse renovation discussion from the last Council Meeting, and believes that the cost will be over budget due to the alternate options suggested by Council.

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Mayor Elvidge addressed possible discussions with Hampton for the future betterment of Newton. Mr. Russo will continue to communicate with all surrounding municipalities and attempt to schedule a meeting with Hampton Township Governing Body.

Mrs. Le Frois updated Council on the website progress. Mrs. Le Frois addressed the vacant seat on the Fire Truck Committee and agreed to fill that vacancy. Mr. Russo advised that a Resolution will be created for the next Council meeting. It was noted that Mrs. Millikin will also be involved as the Town's Purchasing Agent.

Mrs. Le Frois requested an update on the Able Energy application before the Planning Board which was addressed by Mrs. Millikin.

The Town Council entered into Executive Session via Resolution #164-2009 at 8:55 p.m.

The Town Council returned from Executive Session at 10:00 p.m.

The Town Council thanked the Town Manager for his service during the past year and informed Mr. Russo that his contractual raise can proceed accordingly.

Councilwoman Le Frois inquired about volunteers and background checks. Mr. Russo will address this with Mark Hontz, Esq., Town Attorney.

There being no further business to be conducted, upon motion of Mr. Ricciardo, seconded by Mrs. Unhoch and unanimously carried, the meeting was adjourned at 10:07 p.m.

Respectfully submitted,

Lorraine A. Read, RMC  
Municipal Clerk