

**MEETING MINUTES  
BOROUGH OF METUCHEN  
COUNCIL MINUTES  
November 10, 2014  
7:00 PM**

A Regular Meeting of the Borough Council was held in the Council Chambers of Borough Hall on Monday, November 10, 2014.

The Meeting was called to order at 7:00 p.m. by Mayor Vahalla and he read the Open Public Meetings Act statement which stated, “Adequate notice of this meeting has been given in accordance with the Open Public Meetings Act, pursuant to Public Law 1975, Chapter 231. Said notice was sent on November 7, 2014 to the Home News Tribune stating that the meeting time of the Mayor and Council’s November 10, 2014 meeting has been changed to 7:00 p.m. at Borough Hall and is posted on the bulletin board in Borough Hall and filed in the Borough Clerk’s office.”

Mayor Vahalla welcomed Susan Jackson as the new Borough Clerk to the Borough of Metuchen.

The Invocation given by Councilman Cammarano and was followed by the Pledge of Allegiance.

Present were Councilmembers Rasmussen, Inserro, Grayzel, Cammarano. Also present is Mayor Vahalla, William E. Boerth, Borough Administrator, Denis Murphy, Borough Attorney and Susan Jackson, Borough Clerk. Council President Muldoon and Councilmember Wallace were absent.

**Agenda Session:**

Councilman Cammarano asked if there are no objections to move the Agenda Session after the discussion on the Bond Sale. All were in agreement.

**Resolution 2014-210 Resolution Authorizing a Closed Executive Session**

Councilman Cammarano moved Resolution 2014-210, Councilwoman Rasmussen seconded.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION	CAMMARANO				SECOND	RASMUSSEN			
X – INDICATES VOTE			AB- ABSENT			NV- NOT VOTING			

Resolution 2014-210 adopted, 4-0

Resolution 2014-210

*Metuchen Borough  
 County of Middlesex  
 State of New Jersey*

**RESOLUTION AUTHORIZING AN EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSION OF PENDING PERSONNEL MATTERS**

**WHEREAS**, it is necessary for the Mayor and Council of the Borough of Metuchen to conduct an executive session closed to the public in order to discuss: pending personnel matters;

**NOW THEREFORE BE IT RESOLVED** that the Council of the Borough of Metuchen hereby moves to go into executive session in accordance with the provisions of the Open Public Meetings Act, N.J.S.A. 10:4-6 et. seq., for the purpose of discussing matters of pending litigation/personnel; and

**BE IT FURTHER RESOLVED** that the matters discussed in and minutes of the closed session shall be disclosed to the public when the reason for confidentiality no longer exists.

**Re-Enter Public Session**

On a motion by Councilmember Cammarano, seconded by Councilwoman Rasmussen, with all in favor the Borough Council reconvened in open session.

**Resolution 2014-211 Resolution Appointing Police Officer – Ptl. Christopher F. Fiore**

Councilman Cammarano moved Resolution 2014-211, Councilwoman Rasmussen seconded.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION	CAMMARANO				SECOND	RASMUSSEN			
X – INDICATES VOTE			AB- ABSENT		NV- NOT VOTING				

Resolution 2014-211 was adopted, 4-0

Resolution 2014-211

*Metuchen Borough  
 County of Middlesex  
 State of New Jersey*

**RESOLUTION TO APPOINT PATROLMAN TO THE POLICE DEPARTMENT-FIORE**

November 10, 2014  
Metuchen Borough Council Meeting

**BE IT RESOLVED** by the Borough Council of the Borough of Metuchen that **Christopher F. Fiore** be and is hereby appointed as a Police Officer of the Police Department of the Borough of Metuchen, Middlesex County, State of New Jersey in accordance with law at the starting rate of Patrolman with said appointment being effective November 11, 2014.

The Oath of Office was administered by the borough Attorney Denis Murphy, Esq.

Mayor Vahalla welcomed Police Officer Fiore to the Metuchen Police Department.

Chief Retenberg welcomed Police Officer Fiore to the Metuchen Police Department., Captain Irizarry welcomed

Police Officer Fiore to the Police Department and stated that it was a very rigorous process and from the very beginning Police Officer Fiore stood out above all the other candidates.

Lieutenant Kilker reiterated what was stated before about Police Officer Fiore and welcomed him to the Metuchen Police Department.

1. Presentation – Family Arts Council – Katie Fiske Massey

Ms. Massey thanked Councilman Grayzel for allowing her to speak on behalf of the Family Arts Council. The organization was founded one year ago and their mission is to foster the arts program for the children of Metuchen. They provided a Winter Concert Series this past year and it was very successful with sold-out shows. The Summer Concert Series was held outside and the park yard was filled with local families watching the shows.

The Borough Improvement League has helped to get this program off the ground. This year's Winter Snowflake Session will be January 18<sup>th</sup>, February 22<sup>nd</sup> and March 29<sup>th</sup>. The tickets are \$4.00 per person at the door.

Family Arts Council is looking for sponsors and/or donors to help pay for performances as well as volunteers to help organize the programs.

For information residents can go to their Facebook page or to [www.familyartsofmetuchen.org](http://www.familyartsofmetuchen.org).

Councilman Grayzel stated that the last five years the arts program has made a great impact on the residents of Metuchen.

2. Presentation – Metuchen Rescue Squad Benefit Car-Truck-Motorcycle Show.

The First Aid Squad was presented a \$1500.00 donation from the sponsors of the Car-Truck-Motorcycle Show.

3. Discussion for Appropriate Authority

Art Thibault, Borough Labor Attorney was present to discuss the Appropriate Authority Ordinance. He

November 10, 2014

Metuchen Borough Council Meeting

explained the authority of the Municipal Council is to establish the policies of the Borough and the Chief of Police establishes the day-to-day functions of the department. If the Chief wants to dismiss, demote or discipline an officer, there should be a discussion with the Council before any action is taken.

A discussion ensued about the Appropriate Authority between the Borough Council and The Labor Attorney.

#### 4. Discussion on Municipal Audit

Mr. Robert Swisher, CMA, Suplee, Clooney and Company was present to review the process of the audit for compliance and to determine if the financial statements are fairly stated according to the applicable standards. There were two minor findings from the 2013 Audit that will be discussed in the Corrective Action. The Borough has an AA2 rating which is an excellent rating for the Borough of Metuchen. The debt service of the Borough is in good shape with 1.03% borrowing rate which is less than the 3.5% allowable rate. His opinion is that the Audit is a very clean audit with the two very minor findings.

#### 5. Discussion on Bond Sale

Mr. Swisher spoke about the bond sale and the process that has been taken to incorporate all the bond debt, secure the lower interest rate and take advantage of the good bond rating that the Borough currently holds. With all these factors it is the right decision to incorporate the bond debts.

#### **Agenda Session:**

Councilman Cammarano moved to open the Agenda Session, seconded by Councilwoman Rasmussen, with all in favor the agenda session was opened.

With no items for the Agenda Session Councilman Cammarano moved to close the Agenda Session, seconded by Councilwoman Rasmussen, with all in favor the agenda session was closed.

#### **Open To Public**

Mayor Vahalla opened the meeting to the public for comment.

Chris McCosky– 73 Summit Ave., Metuchen, NJ asked if there was a way to simplify the discussion for the Correction Action items.

Borough Administrator, William Boerth went over the two corrective actions that was presented by the Municipal Auditor and the steps the Borough must take to correct the issues.

#### **PROCLAMATION AND RESOLUTIONS HONORING:**

Councilwoman Rasmussen presented the Resolution to Scott.

### ***RESOLUTION RECOGNIZING NOVEMBER AS LUNG CANCER AWARENESS MONTH***

November 10, 2014  
Metuchen Borough Council Meeting

**WHEREAS**, in 2014 an estimated 224,210 people will be diagnosed with lung cancer in the United States and 159,260 will die from the disease; and

**WHEREAS**, lung cancer is the number one cause of cancer deaths, far outnumbering deaths due to colon, breast, and prostate cancers combined; and

**WHEREAS**, lung cancer has only a 16% five-year survival rate; and

**WHEREAS**, the National Lung Cancer Partnership, a lung cancer advocacy organization made up of physicians and researchers working together with survivors and advocates, is dedicated to doubling the five-year lung cancer survival rate in the United States by 2022; and

**WHEREAS**, the Borough of Metuchen demonstrates its commitment by making lung cancer a public health priority, in supporting advocacy work on behalf of lung cancer patients and all those at risk for the disease, and by offering support and care for all those in our state and community affected by lung cancer;

**NOW THEREFORE, BE IT RESOLVED** that the Mayor and Council, on behalf of the residents of Metuchen, do hereby proclaim November 2014 as Lung Cancer Awareness Month in Metuchen, New Jersey and urge Metuchen citizens to join our effort to defeat lung cancer.

### **Communications Consent Agenda**

On a motion from Councilman Cammarano, seconded by Councilwoman Rasmussen, with all in favor the Communications Consent Agenda, Items 1, 2, 3 and 4 were approved.

1. Receive and Accept Accessibility Committee Meeting Minutes of September 23, 2014
2. Receive and Accept Shade Tree Commission Meeting Minutes of August 13, 2014
3. Receive and Accept Shade Tree Commission Meeting Minutes of September 10, 2014
4. Receive and Accept Metuchen Parking Authority Meeting Minutes of October 21, 2014

### **Other Communications**

#### **Reports of Councilmembers**

Councilman Cammarano has no reports at this time.

Councilwoman Rasmussen reported that the Shade Tree Commission had sent out quotes to vendors and currently there has been no reply. They are going to look at different options to see what can be done. Councilwoman Rasmussen did find out from the NJ Forestry Department that there is a deficit of trees in the State of NJ and the Commission is thinking that the vendors are having a hard time fulfilling some of the request.

November 10, 2014  
Metuchen Borough Council Meeting

The Shade Tree Commission is continuing to work on the Community Forestry Plan update. They are meeting tomorrow and finalizing some of the items that can be worked on for submittal.

Environmental Commission continues to gather more documentation to complete actions for Sustainable New Jersey Certification which is due and Councilwoman Rasmussen has reached out to other entities in the Borough and has been receiving great help and assistance. She thanked those that have been helping.

The Development Commission is excited about the associative designation through Main Street New Jersey. They are looking forward to whatever actions are needed to be taken next.

The Chamber of Commerce has some activities going on:

Scarecrows on Main Street with voting extended to midnight November 22, 2014.

Farmers' Market will continue until November 22<sup>nd</sup>

On November 30<sup>th</sup> the 61<sup>st</sup> Annual Winter Festival Parade will be at 2:00 PM. and will commence at Edgar School.

On December 5<sup>th</sup> the Christmas Tree Lighting will be at 7:00 PM at the BIL Building, the Old School House.

On December 9<sup>th</sup>, the Holiday Installation Reception Dinner will be held for the Chamber of Commerce.

Councilwoman Rasmussen also asked for donations to help offset the cost of the mailings done by Angela Sielski. She asked people that if they had any leftover Halloween candy and would like to donate it to the troops, to drop it off at her house and she would mail it to the troops. She collected about 100 pounds of candy and the cost was \$175.00. If there is anyone interested in donating please contact her – Angela Sielski, 68 Forest Street, Metuchen. Her email is [angelasielski@gmail.com](mailto:angelasielski@gmail.com).

Councilwoman Inzerro thanked Metuchen High School and all the volunteers for putting on the Metuchen Senior Inc. Luncheon a few weeks ago. It was well attended and enjoyed by all that attended.

On Wednesday, December 3<sup>rd</sup>, the Metuchen Seniors are looking forward to attending the Metuchen High School Fall production of “All in the Timing”, a collection of one-act plays by American Playwright David Ives. This is an annual event where the Seniors are invited for a dinner, followed by a dress rehearsal of the show.

The Board of Health will not meet until January 2015.

The Metuchen Municipal Alliance meets this Thursday at 7:30 PM.

The Department of Community Affairs informed that Metuchen was one of fifteen towns selected to become one of the next towns to become an Associate level of the Main Street of

November 10, 2014

Metuchen Borough Council Meeting

New Jersey Program. The Main Street of New Jersey works to revitalize Main Street downtown districts using the concept of four points approach. Information is on the web at [preservationnation.org/main-street](http://preservationnation.org/main-street).

Councilman Grayzel stated that the Finance Community has had a series of meetings and those meetings were reflecting in the meeting tonight. The Finance Community consists of the Borough Administrator, Bill Boerth; Borough CFO, Becky Cuthbert; Mayor Vahalla; Peter Cammarano and himself. During these meetings they went over the audit with the auditor, discussed the construction and design of the program to convert the revenue anticipation notes in bonds which is the **Segway** to Resolution 2014-212 on tonight's meeting.

**Reports of Officers**

Denis Murphy, Esq. has no reports.

William Boerth, Borough Administrator has no reports.

**Report of Mayor**

Mayor Vahalla reported that the Fire Department had responded to 29 alarms in October, 125 hours of fire alarms and emergencies, 67 hours of drills and training and 1101 hours of volunteering.

Mayor reminded the Council to let the Clerk know who will be going to the parade. The parade is on November 30<sup>th</sup> at 2:00 PM.

Mayor Vahalla spoke before the Chamber of Commerce at their meeting about the developments and the planned developments in the Downtown area and the Chamber were very enthusiastic and supportive of the efforts of that area.

**New Business Resolution Agenda**

**Resolution 2014-212 Resolution Authorizing a Review of Compliance with Prior Annual Continuing Disclosure Obligations and Participation in the Securities and Exchange Commission's Municipalities Continuing Disclosure Cooperation Initiative**

Councilman Cammarano moved Resolution 2014-212, Councilwoman Rasmussen seconded.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION	CAMMARANO				SECOND	RASMUSSEN			
X – INDICATES VOTE					AB- ABSENT		NV- NOT VOTING		

November 10, 2014  
Metuchen Borough Council Meeting  
Resolution 2014-212 adopted, 4-0

Resolution 2014-212

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION AUTHORIZING A REVIEW OF COMPLIANCE WITH PRIOR ANNUAL CONTINUING DISCLOSURE OBLIGATIONS AND PARTICIPATION IN THE SECURITIES AND EXCHANGE COMMISSION'S MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION INITIATIVE**

**WHEREAS**, the Borough of Metuchen in the County of Middlesex, New Jersey (the "Issuer") has previously issued one or more series of bonds, including in the past five (5) years pursuant to one or more preliminary and final official statements (collectively, the "Bonds"); and

**WHEREAS**, in connection with the issuance of such Bonds, the Issuer covenanted with Bondholders to provide certain secondary market information on an annual basis to the Nationally Recognized Municipal Securities Information Repositories (pre-2009) and to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access Data Port (2009 to present) ("EMMA"), including, but not limited to, audited financial statements, municipal budgets, other financial and operating data and ratings changes; and

**WHEREAS**, the Securities and Exchange Commission (the "SEC") has recently focused attention on what it alleges is widespread failure of local government issuers across the nation to meet their continuing disclosure obligations and misrepresentation through material misstatements in an official statement (innocently, inadvertently or otherwise) of past compliance with continuing disclosure obligations; and

**WHEREAS**, in an effort to remedy these perceived issues, the SEC has implemented the Municipalities Continuing Disclosure Cooperation Initiative (the "SEC Initiative"), a limited-time program ending on December 1, 2014, that encourages issuers of municipal bonds, including the Issuer, to self-report possible material misstatements or omissions, made in the past five (5) years in an official statement regarding compliance with prior continuing disclosure obligations; and

**WHEREAS**, by participating in the SEC Initiative, issuers agree to accept certain non-monetary penalties, in lieu of unknown monetary and non-monetary penalties the SEC has threatened on issuers that do not participate in the SEC Initiative, should the SEC determine that an issuer has made material misstatements in an official statement regarding compliance with prior continuing disclosure obligations; and

**WHEREAS**, by participating in the SEC Initiative, issuers agree to accept the following penalties, if imposed by the SEC (i) compliance with a cease and desist order in which the issuer

November 10, 2014

Metuchen Borough Council Meeting

neither admits nor denies the findings of the SEC, (ii) implementation of policies, procedures and training regarding continuing disclosure obligations, (iii) compliance with all existing continuing disclosure undertakings, (iv) cooperation with any further SEC investigation, (v) disclosure of settlement terms in any final official statement issued within five years of the date of institution of the proceedings, and (vi) production to the SEC of a compliance certificate regarding the applicable undertakings on the one year anniversary of the proceedings; and

**WHEREAS**, on July 23, 2014, the Division of Local Government Services issued Public Finance Notice 2014-9 (i) alerting New Jersey local governments to the SEC Initiative, (ii) strongly recommending that local governments examine their continuing disclosure contractual obligations and past official statements in order to determine if it is advisable for an issuer to participate in the SEC Initiative and (iii) cautioned that local governments that fail to complete a disclosure assessment in connection with the SEC Initiative will likely have difficulty accessing capital markets, difficulty in receiving timely approvals of the Local Finance Board or Director of the Division of Local Government Services, as applicable, and decreased scores on the future "Best Practices Questionnaires"; and

**WHEREAS**, the Issuer desires to conduct a disclosure audit which will (i) summarize the results of the Issuer's prior compliance with its secondary market disclosure obligations and (ii) compare those results to the statements made by the Issuer in its official statements regarding past compliance (the "Disclosure Audit"); and

**WHEREAS**, the Issuer further desires to retain the services of disclosure specialist to conduct the Disclosure Audit; and

**WHEREAS**, based on the results of the Disclosure Audit, and weighing heavily the known, non-monetary penalties that may come through the Issuer's participation in the SEC Initiative versus the unknown monetary and non-monetary penalties the SEC has threatened on issuers that do not self-report, the Issuer further desires to jointly delegate to the Chief Financial Officer and the Borough Administrator, in consultation with the Issuer's general attorney, bond counsel, auditor and other finance professionals, the power to prepare and submit all documentation required to enter the Issuer's Bond issues into the SEC Initiative, as necessary;

**NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF THE ISSUER, AS FOLLOWS:**

**Section 1.** The Issuer hereby authorizes completion of the Disclosure Audit.

**Section 2.** The Issuer hereby appoints Acacia Financial Group, Inc. as the disclosure specialist to complete the Disclosure Audit.

**Section 3.** In the event the Disclosure Audit reveals that the Issuer **may** have made a material misstatement regarding the Issuer's compliance with prior continuing disclosure undertakings, the Issuer hereby authorizes and directs the Chief Financial Officer and the

November 10, 2014

Metuchen Borough Council Meeting

Borough Administrator to jointly prepare and submit all documentation necessary to enter the Issuer's applicable Bond issues into the SEC Initiative.

**Section 4.** Any action taken by the Chief Financial Officer and the Borough Administrator, or any other officer of the Issuer, with respect to the Disclosure Audit, the engagement of a disclosure specialist and participation in the SEC Initiative is hereby ratified and confirmed.

**Section 5.** This resolution shall take effect immediately.

### Resolution 2014-213 Resolution Accepting 2013 Annual Audit

Councilman Cammarano moved Resolution 2014-213, Councilwoman Rasmussen seconded.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION	CAMMARANO				SECOND	RASMUSSEN			
X – INDICATES VOTE		AB- ABSENT			NV- NOT VOTING				

Resolution 2014-213 adopted, 4-0

### RESOLUTION 2014-213

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

### RESOLUTION ACCEPTING 2013 ANNUAL AUDIT

**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 **2013** 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**, R.S. 52:27BB-34 authorizes the Local Finance Board of the State of New Jersey to prescribe reports pertaining to the local fiscal affairs; 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

November 10, 2014

Metuchen Borough Council Meeting

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 regulations 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 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 Mayor and Council of the Borough of Metuchen, 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.

**Resolution 2014-214 Resolution to Receive and Accept Corrective Action Plan for 2013 Audit**

Councilman Cammarano moved Resolution 2014-214, Councilwoman Rasmussen seconded.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION	CAMMARANO				SECOND		RASMUSSEN		
X - INDICATES VOTE					AB- ABSENT		NV- NOT VOTING		

Resolution 2014-214 adopted, 4-0

**RESOLUTION 2014-214**

*Metuchen Borough  
 County of Middlesex  
 State of New Jersey*

**RESOLUTION TO RECEIVE AND ACCEPT CORRECTIVE ACTION PLAN FOR 2013  
 AUDIT**

**WHEREAS**, pursuant to Division of Local Government Services, Local Finance Notice 92-15, all local units are required to prepare and submit a Corrective Action Plan as part of their annual audit process;

**NOW, THEREFORE, BE IT RESOLVED** by the Borough Council of the Borough of Metuchen, that the Corrective Action Plan in connection with the 2013 Audit, prepared by Chief Finance Officer Rebecca Cuthbert and attached to the original of this resolution, shall be and is hereby approved; and

**BE IT FURTHER RESOLVED** that copies of said Corrective Action Plan, as approved by the Borough Council, be forwarded to the Chief Financial Officer Rebecca Cuthbert and the New Jersey Division of Local Government Services forthwith.

**Resolution 2014-215 Resolution Combining Bonds Authorized by Various Bond Ordinances Heretofore Adopted to Finance Part of the Cost of Various Capital Improvements In, By and For the Borough Of Metuchen, in the County of Middlesex, New Jersey Into One Consolidated Issue of Bonds in One or More Series and Providing for the Form, Maturities and Other Details of Said Consolidated Issue**

Councilman Cammarano moved Resolution 2014-215, Councilwoman Rasmussen seconded.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION	CAMMARANO				SECOND		RASMUSSEN		
X – INDICATES VOTE			AB- ABSENT		NV- NOT VOTING				

Resolution 2014-215, adopted, 4-0

**RESOLUTION 2014-215**

*Metuchen Borough  
 County of Middlesex  
 State of New Jersey*

November 10, 2014

Metuchen Borough Council Meeting

**RESOLUTION COMBINING BONDS AUTHORIZED BY VARIOUS BOND ORDINANCES HERETOFORE ADOPTED TO FINANCE PART OF THE COST OF VARIOUS CAPITAL IMPROVEMENTS IN, BY AND FOR THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY INTO ONE CONSOLIDATED ISSUE OF BONDS IN ONE OR MORE SERIES AND PROVIDING FOR THE FORM, MATURITIES AND OTHER DETAILS OF SAID CONSOLIDATED ISSUE.**

**WHEREAS**, the Borough Council of the Borough of Metuchen, in the County of Middlesex, New Jersey (the “Borough”), has heretofore adopted seventeen bond ordinances authorizing bonds to finance part of the cost of various capital improvements in the Borough; and

**WHEREAS**, it is necessary to issue bonds pursuant to said bond ordinances in an aggregate principal amount of \$8,660,000 and it is deemed advisable and in the best interests of the Borough, for the purposes of the orderly marketing of said bonds and for other financial reasons, to combine the bonds authorized under said seventeen bond ordinances into one consolidated issue in the aggregate principal amount of \$8,660,000 pursuant to the Local Bond Law, constituting Chapter 2 of Title 40A of the Revised Statutes of New Jersey (the “Local Bond Law”);

**NOW, THEREFORE, BE IT RESOLVED BY THE BOROUGH COUNCIL OF THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY** that:

**Section 1.** There shall be issued bonds of the Borough in the following principal amount pursuant to the following bond ordinances:

**A.** \$109,220 bonds, being a portion of the bonds authorized by an ordinance numbered 2000-7 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,220,000 AND AUTHORIZING \$1,016,500 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 8.31 years.

**B.** \$286,600 bonds, being a portion of the bonds authorized by an ordinance numbered 2001-5 and entitled:

November 10, 2014  
Metuchen Borough Council Meeting

“BOND ORDINANCE APPROPRIATING \$1,145,000 AND AUTHORIZING \$888,250 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 15.5 years.

**C.** \$468,400 bonds, being a portion of the bonds authorized by an ordinance numbered 2002-1 and entitled:

“BOND ORDINANCE APPROPRIATING \$7,220,000 AND AUTHORIZING \$7,220,000 BONDS OR NOTES OF THE BOROUGH FOR THE CONSTRUCTION OF A NEW BOROUGH HALL AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

as amended by an ordinance number 2004-11 and entitled:

“BOND ORDINANCE PROVIDING FOR A SUPPLEMENTAL APPROPRIATION OF \$600,000 FOR THE CONSTRUCTION OF A NEW BOROUGH HALL IN AND FOR THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY, AND AUTHORIZING THE ISSUANCE OF \$570,000 BONDS OR NOTES OF THE BOROUGH FOR FINANCING SUCH SUPPLEMENTAL APPROPRIATION”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 20 years.

**D.** \$247,000 bonds, being a portion of the bonds authorized by an ordinance numbered 2002-5 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,085,000 AND AUTHORIZING \$864,500 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 11.15 years.

**E.** \$100,000 bonds, being a portion of the bonds authorized by an ordinance numbered 2003-5 and entitled:

November 10, 2014  
Metuchen Borough Council Meeting

“BOND ORDINANCE APPROPRIATING \$1,858,000 AND AUTHORIZING \$1,005,100 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 13.5 years.

**F.** \$747,700 bonds, being a portion of the bonds authorized by an ordinance numbered 2005-4 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,757,000 AND AUTHORIZING \$1,233,100 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 9.29 years.

**G.** 999,950 bonds, being a portion of the bonds authorized by an ordinance numbered 2006-5 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,611,000 AND AUTHORIZING \$1,340,450 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 12.25 years.

**H.** \$1,131,000 bonds, being a portion of the bonds authorized by an ordinance numbered 2007-3 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,677,100 AND AUTHORIZING \$1,377,500 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 12.40 years.

November 10, 2014

Metuchen Borough Council Meeting

**I.** \$850,450 bonds, being a portion of the bonds authorized by an ordinance numbered 2008-7 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,312,500 AND AUTHORIZING \$1,014,125 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 12.95 years.

**J.** \$258,000 bonds, being a portion of the bonds authorized by an ordinance numbered 2008-8 and entitled:

“BOND ORDINANCE PROVIDING FOR POOL IMPROVEMENTS IN, BY AND FOR THE BOROUGH OF METUCHEN, NEW JERSEY, APPROPRIATING \$300,000 THEREFOR AND AUTHORIZING THE ISSUANCE OF \$300,000 BONDS OR NOTES OF THE BOROUGH FOR FINANCING PART OF SUCH APPROPRIATION”

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

**K.** \$366,750 bonds, being a portion of the bonds authorized by an ordinance numbered 2009-5 and entitled:

“BOND ORDINANCE APPROPRIATING \$705,420 AND AUTHORIZING \$418,950 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 12.58 years.

**K.** \$556,600 bonds, being a portion of the bonds authorized by an ordinance numbered 2010-3 and entitled:

“BOND ORDINANCE PROVIDING FOR VARIOUS 2010 CAPITAL IMPROVEMENTS, BY AND IN THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, STATE OF NEW JERSEY; APPROPRIATING \$1,093,100 THEREFOR (INCLUDING GRANTS EXPECTED TO BE RECEIVED IN THE AGGREGATE AMOUNT OF \$453,100) AND AUTHORIZING THE ISSUANCE OF \$608,000 BONDS OR NOTES OF THE BOROUGH TO FINANCE PART OF THE COST THEREOF”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 12.322 years.

**L.** \$906,160 bonds, being a portion of the bonds authorized by an ordinance numbered 2011-7 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,970,100 AND AUTHORIZING \$944,760 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 12.74 years.

**N.** \$770,070 bonds, being all of the bonds authorized by an ordinance numbered 2012-4 and entitled:

“BOND ORDINANCE APPROPRIATING \$1,088,700 AND AUTHORIZING \$770,070 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 16.32 years.

**O.** \$520,100 bonds, being a portion of the bonds authorized by an ordinance numbered 2013-9 and entitled:

“BOND ORDINANCE APPROPRIATING \$854,064 AND AUTHORIZING \$552,550 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 11.02 years.

**P.** \$342,000 bonds, being all of the bonds authorized by an ordinance numbered 2014-9 and entitled:

“BOND ORDINANCE APPROPRIATING \$734,129 AND AUTHORIZING \$342,000 BONDS OR NOTES OF THE BOROUGH FOR VARIOUS IMPROVEMENTS AND PURPOSES AUTHORIZED

TO BE UNDERTAKEN BY THE BOROUGH OF METUCHEN, IN  
THE COUNTY OF MIDDLESEX, NEW JERSEY”

heretofore finally adopted. The average period of usefulness stated in said ordinance is 13.9 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 \$8,660,000 and are sometimes hereinafter collectively referred to as the “Bonds.” The bonds referred to in subsections A, B, C, D, E, F, G, H, I, K, L, M, N, O and P of Section 1 hereof shall each be designated as “General Improvement Bonds of 2014” and shall be numbered with the prefix G from one consecutively upward or in such other manner as approved by the Chief Financial Officer of the Borough. The bonds referred to in subsection J of Section 1 hereof shall each be designated as “Pool Utility Bonds of 2014” and shall be numbered with the prefix P from one consecutively upward or in such other manner as approved by the Chief Financial Officer of the Borough

**Section 3.** The Bonds shall be dated the date of issue or such other date as determined by the Chief Financial Officer, 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 each series of the Bonds. Purchases of the Bonds will be made in book-entry form (without certificates) in the denomination of \$5,000 each or any integral multiple of \$1,000 in excess thereof.

The Bonds shall mature serially in numerical order on September 1, or such other date as determined by the Chief Financial Officer. The Bonds shall mature in each of the following years and in the following principal amounts:

\$8,402,000 General Improvement Bonds of 2014			
<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2015	\$440,000	2022	\$775,000
2016	445,000	2023	790,000
2017	450,000	2024	810,000
2018	455,000	2025	830,000
2019	460,000	2026	855,000
2020	457,000	2027	880,000
2021	755,000		

\$258,000 Pool Utility Bonds of 2014			
<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2015	\$18,000	2022	\$20,000
2016	20,000	2023	20,000

November 10, 2014

Metuchen Borough Council Meeting

2017	20,000	2024	20,000
2018	20,000	2025	20,000
2019	20,000	2026	20,000
2020	20,000	2027	20,000
2021	20,000		

The combined maturity schedule for the Bonds is as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2015	\$458,000	2022	\$795,000
2016	465,000	2023	810,000
2017	470,000	2024	830,000
2018	475,000	2025	850,000
2019	480,000	2026	875,000
2020	477,000	2027	900,000
2021	775,000		

The Bonds are subject to redemption prior to maturity.

**Section 4.** It is hereby found, determined and declared that the average period of usefulness of the improvements or purposes for which the General Improvement Bonds of 2014 are to be issued, taking into consideration the amount of the General Improvement Bonds of 2014 to be issued for said improvements or purposes, is 13.04 years.

**Section 5.** It is hereby found, determined and declared that the average period of usefulness of the improvements or purposes for which the Pool Utility Bonds of 2014 are to be issued, taking into consideration the amount of the Pool Utility Bonds of 2014 to be issued for said improvements or purposes, is 15 years.

**Section 6.** The Bonds shall bear interest from their date based on their outstanding principal amount at a rate or rates to be determined as hereinafter set forth in Section 9 of this resolution, payable semi-annually on the 1st day of March and September in each year until maturity, commencing on March 1, 2015, or such other dates as determined by the Chief Financial Officer, by check mailed on such interest payment date to the owners thereof registered as such as of each next preceding February 15 and August 15 on the registration books maintained by the Borough. Interest on the Bonds shall be calculated on the basis of a 360-day year consisting of twelve 30-day calendar months. Both principal of and interest on the Bonds shall be payable in lawful money of the United States of America. The principal of the Bonds shall be payable upon presentation thereof at the office of the Chief Financial Officer of the Borough or a paying agent appointed by the Borough.

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 Blanket Representation Letter executed by the Borough and DTC. Disbursal of such payments to the DTC participants is the responsibility of DTC, and

November 10, 2014

Metuchen Borough Council Meeting

disbursal of such payments to the beneficial owners of the Bonds is the responsibility of the DTC participants.

**Section 7.** The Bonds shall be signed by the Mayor and the Chief Financial Officer of the Borough, by their manual or facsimile signatures, and the corporate seal of the Borough shall be affixed thereto, or imprinted or reproduced thereon and shall be attested by the manual signature of the Clerk or Deputy Clerk of the Borough.

**Section 8.** The Chief Financial Officer of the Borough be and she hereby is authorized and directed to offer the Bonds for public sale through the submission of electronic proposals and to determine in her discretion the date for receipt for such proposals, all in accordance with the terms set forth in the Notice of Sale. 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 Chief Financial Officer of the Borough. The Notice of Sale or a summary thereof as permitted by applicable law shall be published in The Bond Buyer and such other newspaper published in the County of Middlesex, New Jersey and circulated in the Borough as the Chief Financial Officer of the Borough may select at least once at least seven (7) days prior to the date of public sale.

**Section 9.** The Bonds and the registration provisions endorsed thereon shall be in substantially the following form with such changes and modifications as may be required or necessary for the delivery thereof:

November 10, 2014  
Metuchen Borough Council Meeting

**(FORM OF BOND)**

**No. G-\_\_ or P-\_\_**

**BOROUGH OF METUCHEN,  
in the County of Middlesex, New Jersey**

**GENERAL IMPROVEMENT BONDS OF 2014  
or  
POOL UTILITY BONDS OF 2014**

**Date of Bond:** December \_\_, 2014

**Principal Amount:** \_\_\_\_\_

**Date of Maturity:** September 1, 20\_\_

**CUSIP:** \_\_\_\_\_

The **BOROUGH OF METUCHEN**, in the County of Middlesex, New Jersey, a municipal corporation of the State of New Jersey, (the "Borough") 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 \_\_\_\_\_ per centum (\_\_\_%) per annum payable on March 1, 2015 and thereafter semi-annually on the 1<sup>st</sup> day of September and March in each year. Principal of this bond will be paid in lawful money of the United States of America, upon surrender thereof at the office of the Chief Financial Officer of the Borough in Metuchen, New Jersey or any paying agent appointed by the Borough. Interest on this bond will be payable in lawful money of the United States of America by check mailed on such interest payment date to the registered owner hereof as shown on the books of the Borough on the fifteenth day of the month preceding the month in which interest is paid.

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 Blanket Representation Letter executed by the Borough 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 of this issue maturing prior to September 1, 20\_\_ are not subject to redemption prior to maturity. The bonds of this issue maturing on or after September 1, 20\_\_ are subject to redemption prior to maturity at the option of the Borough, in whole or in part at any time, and if in part, in inverse order of their maturity and by lot within a maturity if less than all of the bonds

November 10, 2014

Metuchen Borough Council Meeting

of such maturity are to be redeemed, on or after September 1, 20\_\_, upon notice of redemption given by the Borough by first class mail, postage prepaid, to the registered owner of any bond to be redeemed at the address shown on the registration books of the Borough not less than thirty (30) days nor more than sixty (60) days prior to the redemption date; provided, however, that failure to mail or to receive such notice, or any defect therein, shall not affect the validity of the proceedings for redemption. The bonds subject to redemption shall be redeemed at the redemption price of 100% of the principal amount thereof plus accrued interest to the date fixed for redemption.

If notice of redemption has been given by mail, 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 Borough kept for that purpose 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 Borough duly executed by the registered owner or such duly authorized attorney, and thereupon the Borough 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 Borough and any paying agent of the Borough 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 Borough 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 Borough entitled: "Resolution combining bonds authorized by various bond ordinances heretofore adopted to finance part of the cost of various capital improvements in, by and for the Borough of Metuchen, in the County of Middlesex, New Jersey into one consolidated issue of bonds and providing for the form, maturities and other details of said consolidated issue," adopted November 10, 2014 and the bond ordinances referred to therein.

The full faith and credit of the Borough 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 or a pledge of the faith and credit of the State.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or statutes of the State 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 does not exceed any limitation imposed thereon by said Constitution or statutes.

November 10, 2014  
Metuchen Borough Council Meeting

In the event the Borough determines that it is in the best interests of the beneficial owners of the bonds (the actual purchasers of the bonds) that they be able to obtain certificated bonds, the Borough may notify DTC of the availability of bond certificates. In such event, the Borough will appoint a paying agent for the bonds and the paying agent will issue, transfer and exchange bond certificates as required by DTC and others in appropriate amounts. 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 Borough and discharging its responsibilities with respect thereto. In the event of such determination, if the Borough fails to identify another qualified securities depository as successor to DTC, the Borough will appoint a paying agent for the bonds and the paying agent will issue, authenticate and deliver replacement bonds in the form of fully registered certificates. Whenever DTC requests the Borough to do so, the Borough will appoint a paying agent for the bonds and the paying agent will cooperate with DTC in taking appropriate action (a) to make available one or more separate certificates evidencing the bonds to any 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 BOROUGH OF METUCHEN** has caused this bond to be executed in its name by the manual or facsimile signatures of its Mayor and its 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 signature of the Borough Clerk, and this bond to be dated the \_\_\_ day of December, 2014.

**ATTEST:**

**THE BOROUGH OF METUCHEN**

[SEAL]

\_\_\_\_\_  
Borough Clerk

\_\_\_\_\_  
Mayor

\_\_\_\_\_  
Chief Financial Officer

November 10, 2014  
Metuchen Borough Council Meeting

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 - as tenants in common

TEN ENT - as tenants by the  
entireties

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

UNIF GIFT MIN ACT

\_\_\_\_\_Custodian\_\_\_\_\_  
(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.

November 10, 2014  
Metuchen Borough Council Meeting

**CERTIFICATE AS TO LEGAL OPINION**

The undersigned Clerk of the Borough of Metuchen, in the County of Middlesex, New Jersey **HEREBY CERTIFIES** that a true and correct copy of the original legal opinion of the law firm of McCarter & English, LLP, 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 Borough Clerk and a copy thereof may be obtained by the registered or beneficial owner hereof upon request.

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Borough Clerk

November 10, 2014

Metuchen Borough Council Meeting

**Section 10.** The Chief Financial Officer of the Borough 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 McCarter & English, LLP (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 Borough Clerk to certify to the truth and correctness of such copy of opinion by executing on each of the 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 the Bonds by the CUSIP Service Bureau of Standard & Poor's Corporation of New York, New York, 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 11.** Upon the date of issue of the Bonds, being the date of delivery of the Bonds to DTC on behalf of the Successful Bidder (as defined in the Notice of Sale) and the payment of the purchase price thereof in accordance with the Notice of Sale, the Chief Financial Officer of the Borough is hereby authorized and directed to execute and deliver a Tax Certificate with respect to the exclusion of interest on the Bonds from gross income of the holders thereof for Federal income tax purposes, including, inter alia, the status of the Bonds as other than "private activity bonds" within the meaning of section 141 of the Internal Revenue Code of 1986, as amended (the "Code") and the status of the Bonds as other than "arbitrage bonds" within the meaning of section 148 of the Code.

**Section 12.** 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 13.** The Chief Financial Officer of the Borough be and she is hereby authorized to distribute a Preliminary Official Statement (as defined in the Notice of Sale) which provides certain information in connection with the issuance of Bonds. The Chief Financial Officer of the Borough is hereby further authorized to disseminate the Preliminary Official Statement via electronic medium, in addition to or in lieu of physical, printed medium. The Chief Financial Officer of the Borough shall cause a final Official Statement, with such additions, modifications and deletions to such Preliminary Official Statement as the Chief Financial Officer may approve to be distributed.

**Section 14.** The Chief Financial Officer of the Borough is hereby authorized at her discretion to accept proposals for the Bonds and complete the award of the Bonds, pursuant to the terms and provisions of the Notice of Sale, by means of electronic media; provided that, with respect to the selection of the particular electronic media and the implementation of the procedures for the exercise thereof, the Chief Financial Officer of the Borough shall consult with counsel and other applicable professional advisors to the Borough with respect thereto.

November 10, 2014

Metuchen Borough Council Meeting

**Section 15.** The Borough hereby authorizes the bidders on the Bonds to aggregate consecutive principal maturities for which such bidder bids the same interest rate into term bonds, provided that mandatory sinking fund payments for which redemptions in lieu of the principal maturities are provided.

**Section 16.** The Mayor and the Chief Financial Officer of the Borough are hereby authorized and directed, as applicable, to approve, “deem final” in accordance with Rule 15c2-12 of the Securities and Exchange Commission and execute the Preliminary Official Statement of the Borough issued in connection with the Bonds, the final Official Statement of the Borough issued in connection with the Bonds, the Notice of Sale, the Continuing Disclosure Certificate and the DTC Blanket Representation Letter and their use in connection with the sale of the Bonds and are further authorized, as is the Clerk of the Borough, to execute all documents, including the final Official Statement, the Notice of Sale, the Continuing Disclosure Certificate and the DTC Blanket Representation Letter, necessary for the sale and delivery of the Bonds.

**Section 17.** The Borough Council hereby designates the Chief Financial Officer of the Borough to award the Bonds in accordance with the Notice of Sale and the provisions of the Local Bond Law and the Chief Financial Officer of the Borough is hereby directed to report to the Borough Council at the meeting next succeeding the date when any award of the Bonds pursuant to this resolution is made.

**Section 18.** The Borough hereby covenants to comply with the provisions of the Code applicable to the Bonds and covenants not to take any action that would cause the interest on the Bonds to lose the exclusion from gross income for federal income tax purposes provided under Section 103 of the Code. Further, the Borough will take all actions within its power that are necessary to assure that interest on the Bonds does not lose the exclusion from gross income for federal income tax purposes provided under Section 103 of the Code.

**Section 19.** The Borough hereby authorizes the Chief Financial Officer, the Borough Clerk, Bond Counsel, the Auditor and any other professionals of the Borough to proceed with the sale of the Bonds, including the drafting of any documents necessary therefor.

**Section 20.** The Borough hereby delegates to the Chief Financial Officer the authority to postpone the public sale of the Bonds in accordance with the Notice of Sale and the provisions of the Local Bond Law.

**Section 21.** The Borough hereby ratifies in all respects all actions, if any, taken by the Chief Financial Officer, the financial advisor to the Borough and bond counsel to the Borough prior to the date of adoption of this Resolution in connection with the issuance of the Bonds.

**Section 22.** This resolution shall take effect immediately.

**BOROUGH OF METUCHEN,  
in the County of Middlesex, New Jersey**

**NOTICE OF SALE OF  
\$8,660,000 GENERAL OBLIGATION BONDS OF 2014**

NOTICE IS HEREBY GIVEN that proposals (the “Proposal for Bonds”) will be received electronically via the Parity Electronic Bid System (“PARITY<sup>®</sup>”) of i-Deal LLC (“i-Deal”) in the manner described below under the heading “Procedures Regarding Electronic Bidding” until 11:00 a.m., New Jersey time on \_\_\_\_\_, \_\_\_\_\_, 2014 (the “Bid Date”) and then and there publicly opened and considered by the Borough for the purchase of the Borough’s \$8,402,000 principal amount of General Improvement Bonds of 2014 and \$258,000 principal amount of Pool Utility Bonds of 2014 (collectively, the “Bonds”).

Principal Amortization; Payment of Principal

The Bonds will consist of two series of serial bonds maturing on September 1 in the years 2015 through 2027 inclusive, except as otherwise may be determined if the “Term Bond Option” is selected, as set forth herein. The preliminary principal amounts (the “Preliminary Principal Amounts”) of each serial maturity shall be as set forth below, subject to the applicable limitations set forth herein under “Bid Specifications.” The aggregate Preliminary Principal Amount of the Bonds and the annual Preliminary Principal Amounts set forth below may be revised before the opening of sealed bids for the purchase of the Bonds. Any such revisions (the “Revised Principal Amounts”) will be announced on TM3 News Services (or any other news wire service widely recognized and relied upon by the municipal securities industry, “TM3”), or by any other available means, not later than 1:00 p.m. (New Jersey time) on the last business day prior to the Bid Date. In the event that no such revisions are made, the Preliminary Principal Amounts will constitute the Revised Principal Amounts. Bidders shall submit bids based on the Revised Principal Amounts.

The General Improvement Bonds of 2014 shall mature on September 1 as set forth in the following table:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2015	\$440,000	2022	\$775,000
2016	445,000	2023	790,000
2017	450,000	2024	810,000
2018	455,000	2025	830,000
2019	460,000	2026	855,000
2020	457,000	2027	880,000
2021	755,000		

The Pool Utility Bonds of 2014 shall mature on September 1 as set forth in the following table:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2015	\$18,000	2022	\$20,000
2016	20,000	2023	20,000
2017	20,000	2024	20,000
2018	20,000	2025	20,000
2019	20,000	2026	20,000
2020	20,000	2027	20,000
2021	20,000		

The combined maturity schedule for the Bonds set forth in the following table:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2015	\$458,000	2022	\$795,000
2016	465,000	2023	810,000
2017	470,000	2024	830,000
2018	475,000	2025	850,000
2019	480,000	2026	875,000
2020	477,000	2027	900,000
2021	775,000		

#### Redemption Provisions

The Bonds maturing prior to September 1, 20\_\_ are not subject to redemption prior to their stated maturities. The Bonds maturing on or after September 1, 20\_\_ are subject to redemption prior to maturity at the option of the Borough, in whole or in part at any time, and if in part, in inverse order of their maturity and by lot within a maturity if less than all of the Bonds of such maturity are to be redeemed, on or after September 1, 20\_\_. The Bonds subject to redemption shall be redeemed at the redemption price of 100% of the principal amount thereof plus accrued interest to the date fixed for redemption.

In the event of any redemption, notice thereof shall be mailed by first class mail, postage prepaid, to the registered owner of any Bonds to be redeemed at the address shown on the registration books of the Borough not less than thirty (30) days nor more than sixty (60) days prior to the redemption date; provided, however, that failure to mail or receive such notice, or any defect therein, shall not affect the validity of the proceedings for redemption.

If notice of redemption has been given by mail, 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.

#### Possibility of Mandatory Sinking Fund Installments

Bidders may elect to structure the issue to include term bonds (the “Term Bond Option”), which term bonds, if selected by the Bidder, will be subject to mandatory redemption prior to maturity, in the years and amounts shown above as serial maturities, upon payment of one hundred percent (100%) of the principal amount of the Bonds to be redeemed, together with accrued interest to the date fixed for such mandatory redemption. If the Bonds are awarded and no term bonds are designated in the Proposal for Bonds of the Successful Bidder (as defined herein), the Bonds will mature serially as shown in the preceding tables.

#### Interest Payment Dates; Payment of Interest

The Bonds will be dated the date of delivery thereof and will bear interest at the rate or rates per annum specified in the Proposal for Bonds of the Successful Bidder. Interest on the Bonds will accrue from the date of delivery thereof and will be payable semiannually on each March 1 and September 1, commencing on March 1, 2015 (each, an “Interest Payment Date”), in each year until maturity by check mailed on such Interest Payment Date to the owners thereof registered as such as of each next preceding February 15 and August 15 on the registration books maintained by the Borough. Interest on the Bonds shall be calculated on the basis of a 360-day year consisting of twelve 30-day months. The Bonds will be payable in lawful money of the United States of America.

#### Book-Entry-Only

The Bonds will be issued in fully registered form and when issued, will be registered in the name of and held by Cede & Co., as the registered owner thereof and nominee for DTC. The Bonds will be issued in the form of one certificate for the aggregate principal amount of each series of the Bonds maturing in each year.

Purchases of the Bonds will be made in book-entry-only form (without certificates) in the denomination of \$5,000 each or any integral multiple of \$1,000 in excess thereof.

In the event that either DTC determines not to continue to act as securities depository for the Bonds or the Borough determines that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain bond certificates, the Borough will appoint a paying agent and will issue and deliver replacement Bonds in the form of fully registered certificates. It shall be the obligation of the Successful Bidder to furnish to DTC an underwriter’s questionnaire and the denominations of the Bonds not less than seventy-two (72) hours prior to the delivery of the Bonds.

#### Bid Specifications

To be considered, each Proposal for Bonds must be unconditional and must specify:

a. a rate or rates of interest that the Bonds of each series are to bear, in a multiple of 1/8 or 1/20 of 1%;

b. the principal amount of Bonds the bidder will accept, which shall be \$8,660,000; and

c. the price the bidder will pay for the Bonds, which shall be not less than \$8,660,000 nor more than \$8,661,000.

The interest payable with respect to each Bond of each series on any one date will be evidenced by a single rate of interest. Not more than one rate may be named for Bonds of the same maturity of each series. There is no limitation on the number of rates that may be named. If more than one rate of interest is named, no interest rate named for any maturity in the same series may be less than the interest rate named for any prior maturity.

Bidders for a series of the Bonds shall be deemed to have designated all Revised Principal Amounts with respect to the Bonds of such series as serial bond maturities unless bidders designate the Term Bond Option. The respective Revised Principal Amounts may be designated as a term bond maturity(ies) with consecutive sinking fund installments, if so desired. Bidders selecting the Term Bond Option shall (i) fill in the interest rates for the serial bond maturities, as appropriate, (ii) cross out the consecutive serial bond maturities for each year in which the term bond maturity(ies) and consecutive sinking fund installment(s) have been designated; and (iii) complete the Term Bond Option table in the Proposal for Bonds. The term bond maturity(ies) designated in the Term Bond Option table shall be equal in aggregate Revised Principal Amount to, and with amortization requirements corresponding to, the consecutive serial bond maturities that have been crossed out by the bidders.

All bids submitted electronically via PARITY<sup>®</sup> pursuant to the procedures described below shall be deemed to constitute a “Proposal for Bonds” and shall be deemed to incorporate by reference all of the terms and conditions of this Notice of Sale. The submission of a bid electronically via PARITY<sup>®</sup> shall constitute and be deemed to be the bidder’s signature on the Proposal for Bonds.

#### Right to Reject Proposal for Bonds; Waive Irregularities

The Borough reserves the right to reject any and all Proposals for Bonds, and except as set forth in the next sentence, any Proposal for Bonds not complying with the terms of this Notice of Sale will be rejected. The Borough reserves the right to (i) reject any or all Proposals for Bonds, (ii) so far as permitted by law, waive any irregularity or informality in any or all Proposals for Bonds and (iii) generally take such action as it deems will best serve the public interest. The bidder, by submitting a bid, agrees to accept the determination of the Chief Financial Officer.

#### Bid Security and Method of Payment for Bonds

A Good Faith Deposit (“Deposit”) in the form of a certified, cashier’s or treasurer’s check or an electronic transfer of funds in the amount of \$173,200, payable to the order of the Borough, is required for each Proposal for Bonds to be considered. Wire instructions may be obtained by contacting the Chief Financial Officer of the Borough or its Financial Advisor by

calling the phone numbers listed in the last paragraph of this Notice of Sale and such wire must be received and confirmed by the Borough prior to 10:30 a.m. on the Bid Date. Such wire must also be accompanied by detailed wiring instructions for the return thereof in the event that such bidder is not the Successful Bidder. If a check is used, it must be a certified, cashier's or treasurer's check and must be provided to the Borough at 500 Main Street, Metuchen, New Jersey 08840, Attention: Chief Financial Officer, by 10:30 a.m., New Jersey time, on the Bid Date at the address referred to above. Each bidder accepts responsibility for delivering such deposit on time and the Borough is not responsible for any deposit that is not received on time. No interest on the Deposit will accrue to the Successful Bidder. The Deposit will be applied to the purchase price of the Bonds. In the event the Borough shall fail to deliver the Bonds on the Closing Date (as hereinafter defined), or if the Borough shall be unable to satisfy the conditions to the obligations of the Successful Bidder to pay for and accept delivery of the Bonds or if such obligations shall be terminated for any of the reasons specified herein, the amount of the Deposit shall immediately be returned to the Successful Bidder in full release of any claim that the Successful Bidder might have against the Borough on account of its failure to deliver the Bonds. In the event the Successful Bidder fails to honor its accepted bid, the Deposit will be retained by the Borough. Award of the Bonds to the Successful Bidder or rejection of all Proposals for Bonds is expected to be made within two hours after opening of the Proposals for Bonds, but the Successful Bidder may not withdraw its Proposal for Bonds until after 3:30 p.m., New Jersey time, on the Bid Date and then only if such award has not been made prior to the withdrawal. The balance of the purchase price shall be paid in Federal Funds by wire transfer to the Borough on or about December \_\_, 2014 (the "Closing Date").

Upon notice to the Successful Bidder, the Successful Bidder will make available to the Borough, by no later than 1:00 p.m. on the date of award of the Bonds, the public offering prices and re-offered yields for each maturity of Bonds.

#### Procedures Regarding Electronic Bidding

Bids may be submitted electronically via PARITY<sup>®</sup> in accordance with this Notice of Sale, until 11:00 a.m., New Jersey time on the Bid Date, but no bid will be accepted after the time for receiving bids specified above. To the extent any instructions or directions set forth in PARITY<sup>®</sup> conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about PARITY<sup>®</sup>, potential bidders may contact the Borough's Financial Advisor (using the telephone number set forth in the final paragraph of this Notice of Sale) or PARITY<sup>®</sup> at i-Deal at (212) 849-5021. The Borough may, but is not obligated to, acknowledge its acceptance in writing of any bid submitted electronically via PARITY<sup>®</sup>.

In the event that a bid for the Bonds is submitted via PARITY<sup>®</sup>, the bidder further agrees that:

1. The Borough may regard the electronic transmission of the bid through PARITY<sup>®</sup> (including information about the principal amount of the Bonds, the interest rate or rates to be borne by the various maturities of the Bonds, the premium bid for the Bonds and any other information included in such transmission) as though the same information was executed by a duly authorized signatory of the bidder. If a bid submitted electronically via PARITY<sup>®</sup> is

accepted by the Borough, the terms of the Proposal for Bonds and this Notice of Sale, as well as the information that is electronically transmitted through PARITY<sup>®</sup>, shall form a contract, and the Successful Bidder shall be bound by the terms of such contract.

2. PARITY<sup>®</sup> is not an agent of the Borough, and the Borough shall have no liability whatsoever based on any bidder's use of PARITY<sup>®</sup>, including but not limited to any failure by PARITY<sup>®</sup> to correctly or timely transmit information provided by the Borough or information provided by the bidder.

3. The Borough may choose to discontinue use of electronic bidding via PARITY<sup>®</sup> by issuing a notification to such effect via TM3, or by other available means, no later than 3:00 p.m. (New Jersey time) on the last business day prior to the Bid Date.

4. Once the bids are communicated electronically via PARITY<sup>®</sup> to the Borough, as described above, each bid will constitute a Proposal for Bonds and shall be deemed to be an irrevocable offer to purchase the Bonds on the terms provided in this Notice of Sale. For purposes of submitting all Proposals for Bonds, the time as maintained on PARITY<sup>®</sup> shall constitute the official time.

5. Each bidder shall be solely responsible to make necessary arrangements to access PARITY<sup>®</sup> for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the Borough nor i-Deal shall have any duty or obligation to provide or assure access to any bidder, and neither the Borough nor i-Deal shall be responsible for the proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, PARITY<sup>®</sup>. The Borough is using PARITY<sup>®</sup> as a communication mechanism, and not as the Borough's agent, to conduct the electronic bidding for the Bonds. By using PARITY<sup>®</sup>, each bidder agrees to hold the Borough harmless for any harm or damages caused to such bidder in connection with its use of PARITY<sup>®</sup> for bidding on the Bonds.

#### Clarification Prior to the Opening of Bids

The Borough may, in its sole discretion and prior to the opening of bids, clarify any term hereof, including, without limitation, its decision to discontinue use of electronic bidding via PARITY<sup>®</sup>, by issuing a notification of the clarification via TM3, or any other available means, no later than 3:00 p.m. (New Jersey time) on the last business day prior to any announced date for the receipt of bids.

The Borough further reserves the right to postpone, from time to time, the Bid Date. Any such postponement will be announced by TM3, or any other available means, not later than 9:00 a.m., New Jersey time, on the Bid Date. Any such alternative Bid Date and the time at which bids are due will be announced via TM3, or any other available means, at least 48 hours before bids are due. On any such alternative Bid Date, bidders shall submit Proposals for Bonds in conformity with all of the requirements hereof, other than the date of submission and sale and any further or contrary provisions set forth in such announcement, which further or contrary provisions must be complied with by all bidders.

### Adjustment of Bonds After the Opening of Bids

The Borough may, in its sole discretion, after the receipt and opening of bids, adjust the Revised Principal Amounts of each series (as adjusted, the “Final Principal Amounts”) provided that any change in the aggregate Final Principal Amount of Bonds shall not exceed 10% of the aggregate Revised Principal Amounts thereof. The Successful Bidder may not withdraw its bid or change the interest rates bid as a result of any changes made to the Revised Principal Amounts within this limit. The dollar amount bid by the Successful Bidder will be adjusted to reflect any adjustments in the aggregate principal amount of the Bonds. Such adjusted bid price will reflect changes in the dollar amount of the underwriters’ discount and original issue discount/premium, if any, but will not change the selling compensation per \$1,000 of par amount of Bonds. The interest rate specified by the Successful Bidder for each maturity will not change. The Borough shall notify the Successful Bidder of the Final Principal Amounts and the resulting adjusted purchase price no later than 8:00 a.m. New Jersey time on the day following the sale and award of the Bonds.

### Basis of Award

Unless all Proposals for Bonds are rejected, the Bonds will be awarded to the bidder (herein referred to as the “Successful Bidder”) offering such interest rate or rates which will produce the lowest true interest cost to the Borough over the life of the Bonds. True interest cost shall be computed by determining the interest rate, compounded semi-annually, necessary to discount the debt service payments to the date of the Bonds and to the price bid, excluding interest accrued to the delivery date. The true interest cost shall be calculated from the dated date of the Bonds and shall be based upon the Revised Principal Amounts of each serial maturity and the bid price set forth in each Proposal for Bonds submitted in accordance with this Notice of Sale. In case of a tie, the Borough may select the Successful Bidder by lot. It is requested that each Proposal for Bonds be accompanied by a computation of such true interest cost to the Borough under the terms of the Proposal for Bonds, but such computation is not to be considered as part of the Proposal for Bonds.

### Delivery and Payment

It is expected that delivery of the Bonds in definitive form will take place at the offices of DTC in New York, New York and that payment for the Bonds will take place at the offices of McCarter & English, LLP, Bond Counsel to the Borough (“Bond Counsel”), in Newark, New Jersey on or about the Closing Date. The Successful Bidder must be prepared to take delivery of the Bonds on the Closing Date and simultaneously pay the remainder of the purchase price thereof (including accrued interest) IN IMMEDIATELY AVAILABLE FEDERAL FUNDS by 9:30 a.m. (New Jersey time) on the Closing Date.

### Documents to be Delivered at Closing

The Successful Bidder shall be obligated to furnish to the Borough within forty-eight (48) hours prior to the Closing Date a certificate (the “Issue Price Certificate”) satisfactory to Bond Counsel to the effect that: (i) such Successful Bidder has made a bona fide offering to the

public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) of each maturity of the Bonds, at the initial public offering prices indicated for such maturity in its Proposal for Bonds, (ii) ten percent (10%) or more in par amount of the Bonds of each maturity were sold to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at the initial public offering price set forth in its Proposal for Bonds and (iii) at the time the Successful Bidder submitted its Proposal for Bonds, based upon then prevailing market conditions, the Successful Bidder had no reason to believe that any maturity of the Bonds would initially be sold to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) at a price greater than the initial public offering price set forth for such maturity in its Proposal for Bonds, or that the fair market value price of any maturity of the Bonds would be in excess of the initial public offering price for that maturity set forth in its Proposal for Bonds. In the event that the Bonds shall be held by the Successful Bidder for investment and not to be offered for resale to the public, the Successful Bidder shall specify on such Issue Price Certificate the purchase price being paid by the Successful Bidder to the Borough for each such maturity, which purchase price shall be at least equal to the fair market value price of such maturity or maturities.

The obligations hereunder to deliver and accept and pay for the Bonds will also be conditioned on the availability and the delivery on the Closing Date of the approving opinion of the law firm of McCarter & English, LLP, Newark, New Jersey, which will be furnished without cost to the Successful Bidder, substantially in the form set forth in the Official Statement distributed in preliminary form in connection with the sale of the Bonds. Such opinion shall state to the effect that the Bonds are valid and legally binding obligations of the Borough, and that all the taxable real property within the jurisdiction of the Borough is subject to the levy of ad valorem taxes, without limitation as to rate or amount, to pay the Bonds and the interest thereon; and will also state that under existing law, interest on the Bonds is not includable in gross income for purposes of Federal income taxation. The obligations hereunder to deliver and accept the Bonds shall be further conditioned on the availability and delivery on the Closing Date of (a) certificates in form satisfactory to Bond Counsel evidencing the proper execution and delivery of the Bonds and receipt of payment therefor and the setting forth the facts necessary to conclude that the interest on the Bonds will be excluded from gross income under Section 103 of the Code; (b) a certificate, in form and tenor satisfactory to Bond Counsel and dated as of the date of such delivery, to the effect that there is no litigation pending or (to the knowledge of the signer or signers thereof) threatened affecting the validity of the Bonds; (c) a certificate signed by the Borough relating to accuracy and completeness of the Preliminary Official Statement and the final Official Statement; and (d) a Continuing Disclosure Certificate evidencing compliance with the Rule 15c2-12 (as hereinafter defined) and the undertaking of the Borough with respect thereto.

### Insurance

If the Bonds qualify for the issuance of any policy of municipal bond insurance or commitment therefore at the option of a bidder, any purchase of such insurance or commitment therefore shall be at the sole option and expense of the bidder and any increased cost of issuance of the Bonds resulting by reason of such insurance, unless otherwise paid, shall be paid by such bidder. Any failure of the Bonds to be so insured or of any such policy of insurance to be issued

shall not in any way relieve the Successful Bidder of its contractual obligations arising from the acceptance of its Proposal for Bonds. In the event such a policy of municipal bond insurance is obtained, the Successful Bidder shall, simultaneously with its delivery of the Issue Price Certificate, furnish to the Borough a certificate, in form and substance satisfactory to Bond Counsel, containing such information as shall be required, in the opinion of Bond Counsel, to establish that such municipal bond insurance policy constitutes a “qualified guarantee” (as defined in Section 1.148-4(f) of the Treasury Regulations), the premium for which may be taken into account in determining the yield on the Bonds for purposes of Section 148 of the Code.

#### Preliminary and Final Official Statement

The Borough has issued an official statement with respect to the sale of the Bonds in preliminary form (the “Preliminary Official Statement”). The Borough, by accepting the Proposal for Bonds submitted by the Successful Bidder, (a) certifies to the Successful Bidder as of the date of acceptance of such Proposal for Bonds, that the Preliminary Official Statement furnished prior to the date of such acceptance has been “deemed final” as of its date by the Borough within the meaning of Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (“Rule 15c2-12”), except for certain omissions permitted thereunder and except for changes permitted by other applicable law and (b) agrees to provide to the Successful Bidder, in order to permit the Successful Bidder to comply with Rule 15c2-12, with up to seventy-five (75) copies of the final Official Statement with respect to the Bonds within seven (7) business days after the date of the acceptance by the Borough of such Proposal for Bonds at the sole cost and expense of the Borough, with any additional copies that the Successful Bidder shall reasonably request to be provided at the sole cost and expense of the Successful Bidder. The Successful Bidder, by executing its Proposal for Bonds, agrees to provide one copy of the final Official Statement to the Electronic Municipal Market Access (“EMMA”) facility for municipal securities disclosure of the Municipal Securities Rulemaking Board (the “MSRB”) upon receipt of the final Official Statement from the Borough and to comply with MSRB Rule G-32. The Successful Bidder shall notify the Borough of (i) the date which is the “end of the underwriting period” within the meaning of Rule 15c2-12 and (ii) the date on which the final Official Statement is filed with EMMA. The Successful Bidder further agrees that the Closing Date shall be the date of the “end of the underwriting period” for the Bonds within the meaning of Rule 15c2-12.

#### CUSIP Identification Numbers

It is anticipated that CUSIP Identification Numbers will be printed on the Bonds. Obtaining such CUSIP Identification Numbers and the CUSIP Service Bureau charge for the assignment of the numbers shall be the responsibility of and shall be paid for by the Successful Bidder. The Borough will assume no obligation for the assignment or printing of such numbers on the Bonds or for the correctness of such numbers, and neither the failure to print such numbers on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the Successful Bidder thereof to accept delivery of and make payment for the Bonds.

#### Additional Information

Copies of the Preliminary Official Statement, the Notice of Sale and the Proposal for Bonds may be obtained by contacting the Chief Financial Officer at (732) 632-8512 or the Borough's Financial Advisor, Acacia Financial Group, Inc. at (856) 234-2266.

The Borough of Metuchen, in  
the County of Middlesex, New Jersey

Dated: \_\_\_\_\_, 2014

By: Rebecca Cuthbert  
Chief Financial Officer

**New Business Consent Agenda**

Councilman Cammarano moved to approve the New Business Consent Agenda Resolutions 2014-216 through 2014-223., seconded by Councilwoman Rasmussen.

COUNCILMEMBER	YES	NO	NV	AB	COUNCILMEMBER	YES	NO	NV	AB
CAMMARANO	X				MULDOON				X
GRAYZEL	X				RASMUSSEN	X			
INSERRO	X				WALLACE				X
MOTION					SECOND				
X – INDICATES VOTE					AB- ABSENT		NV- NOT VOTING		

Consent Agenda approved, 4-0

**RESOLUTION NO.2014-216**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION AUTHORIZING BUDGET TRANSFERS**

**WHEREAS**, there are unexpended balances in various 2014 appropriation accounts not required for the balance of 2014; and

**WHEREAS**, additional sums are required for the operating expenses of other Borough accounts,

**NOW, THEREFORE, BE IT RESOLVED**, that the following transfers be approved:

Appropriation	From	To
Police S & W	49,000.00	
Sewers OE	30,000.00	
Buildings & Grounds OE	5,000.00	

Streets & Roads OE		25,000.00
Administration & Executive OE		31,000.00
Legal OE		15,000.00
Defined Contribution Retirement Plan		5,000.00
Gasoline & Diesel		10,000.00
Public Works Administration OE	1,000.00	
Forestry OE	1,000.00	
	86,000.00	86,000.00

**RESOLUTION NO.2014-217**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION REFUNDING SIDEWALK ESCROW FEE #14-029S  
49 MICHAEL DRIVE**

**WHEREAS**, Daniel Dembrowski posted \$112.00 for sidewalk replacement escrow fees at 49 Michael Drive; and

**WHEREAS**, the Planning Board Secretary has requested that the escrow fees be refunded Daniel Dembrowski.

**NOW, THEREFORE, BE IT RESOLVED**, that Daniel Dembrowski be refunded \$112.00 from the Sidewalk Inspection Escrow account.

**RESOLUTION NO.2014-218**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION REFUNDING SIDEWALK ESCROW FEE #14-030S  
59 CHARLES STREET**

**WHEREAS**, Anda Builder, LLCs posted \$240.50 for curb, apron and sidewalk replacement escrow fees at 59 Charles Street; and

**WHEREAS**, the Planning Board Secretary has requested that the escrow fees be refunded to Anda Builders, LLC,

**NOW, THEREFORE, BE IT RESOLVED**, that Anda Builders, LLC be refunded \$240.50 from the Sidewalk Inspection Escrow account.

**RESOLUTION NO.2014-219**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION REFUNDING SIDEWALK ESCROW FEE #14-031  
57 MICHAEL DRIVE**

**WHEREAS**, Christopher Haber posted \$184.00 for apron and sidewalk replacement escrow fees at 57 Michael Drive; and

**WHEREAS**, the Planning Board Secretary has requested that the escrow fees be refunded to Christopher Haber.

**NOW, THEREFORE, BE IT RESOLVED**, that Christopher Haber be refunded \$184.00 from the Sidewalk Inspection Escrow account.

**RESOLUTION NO.2014-220**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION REFUNDING SIDEWALK ESCROW FEE #14-034S  
34 SPEAR STREET**

**WHEREAS**, Red Umbrella Studio, LLC posted \$299.50 for apron and sidewalk replacement escrow fees at 34 Spear Avenue; and

**WHEREAS**, the Planning Board Secretary has requested that the escrow fees be refunded to Red Umbrella Studio, LLC.

**NOW, THEREFORE, BE IT RESOLVED**, that Red Umbrella Studio, LLC be refunded \$299.50 from the Sidewalk Inspection Escrow account.

**RESOLUTION NO.2014-221**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION REFUNDING SIDEWALK ESCROW FEE #14-036  
215 WEST CHESTNUT AVENUE**

**WHEREAS**, Patrick Lobdell posted \$220.00 for apron and sidewalk replacement escrow fees at 215 West Chestnut Avenue; and

**WHEREAS**, the Planning Board Secretary has requested that the escrow fees be refunded to Patrick Lobdell.

**NOW, THEREFORE, BE IT RESOLVED**, that Patrick Lobdell be refunded \$220.00 from the Sidewalk Inspection Escrow account.

**RESOLUTION NO.2014-222**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION REFUNDING SIDEWALK ESCROW FEE #14-037S  
111 HARVARD AVENUE**

**WHEREAS**, Eleanor Hiulmand posted \$274.00 for apron and sidewalk replacement escrow fees at 111 Harvard Avenue; and

**WHEREAS**, the Planning Board Secretary has requested that the escrow fees be refunded Eleanor Hiulmand.

**NOW, THEREFORE, BE IT RESOLVED**, that Eleanor Hiulmand be refunded \$274.00 from the Sidewalk Inspection Escrow account.

**RESOLUTION NO. 2014-223**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**RESOLUTION AUTHORIZING AND APPROVING THE APPLICATION FOR THE  
PERSON-TO-PERSON TRANSFER OF THE PLENARY RETAIL CONSUMPTION  
LICENSE FROM AJ LIQUORS, LLC TO WHOLE FOODS MARKET GROUP, INC.**

**WHEREAS**, by way of Resolution No. 2014-71, the Borough of Metuchen approved a Person-to-Person Transfer of Plenary Retail Consumption License Number 1210-33-006-004 from Sping Inc. t/a NJ's Tavern to AJ Liquors, LLC; and

**WHEREAS**, by way of Resolution No. 2014-128, the Borough of Metuchen authorized the renewal of the transferred liquor license transferred from Sping Inc. t/a NJ's Tavern to AJ Liquors, LLC;

**WHEREAS**, an application has been filed for a Person-To-Person Transfer of Plenary Retail Consumption License hereto issued to AJ Liquors, Inc. for an undetermined location (inactive pocket license) to Whole Foods Market Group, Inc.; and

**WHEREAS**, the Alcoholic Beverage Retail Licensee Clearance Certificate (Transfer) for the transfer of the liquor license from AJ Liquors, LLC. To Whole Foods Market Group, Inc. issued by the State of New Jersey, Department of Treasury, Division of Taxation has been submitted to the Borough; and

**WHEREAS**, an Affidavit of Publication setting forth the notice published on September 12, and 19, 2014 in the Home News Tribune of the proposed transfer and that objections to the same shall be filed with the Borough; and

**WHEREAS**, the submitted application along with the supplemental information provided by the Applicant is complete in all respects, the transfer fees have been paid, and the license has been properly renewed for the current license term; and

**WHEREAS**, the Applicant is qualified to be licensed according to all standards established by Title 33 of the New Jersey Statutes, regulations promulgated thereunder as well as pertinent local ordinances and conditions consistent with Title 33; and

**WHEREAS**, the Applicant has disclosed and the Borough of Metuchen Police Department has reviewed the source of funds used in the purchase of the license and has found no abnormalities; and

**WHEREAS**, the Municipal Clerk of the Borough received no objections as to why the application to transfer the Plenary Retail Consumption License from AJ Liquors, LLC to Whole Foods Market Group, Inc. should not be approved' and

**WHEREAS**, Whole Foods Market Group, Inc has indicated in its application for the person-to-person transfer that, at this point in time, Plenary Retail Consumption License will not be used at an operating place of business immediately upon the transfer. Hence, Plenary Retail Consumption shall remain inactive or in "pocket" license and in order to reactivate said license, Whole Foods Market Group, Inc or the current licensee must file an application for a place-to-place transfer of the license so that it may be sited at the new active business address.

**NOW, THEREFORE, BE IT RESOLVED** that the Borough Council of Metuchen does hereby approve, effective as of the date of this resolution, the transfer of the aforesaid Plenary Retail Consumption License from AJ Liquors, LLC to Whole Foods Market Group, Inc. and

**BE IT FURTHER RESOLVED** that the Municipal Clerk is hereby authorized and directed to endorse the license certificate to the new ownership as follows: "This license, subject to all its terms and conditions, is hereby transferred to Whole Foods Market Group, Inc. effective as of the date of this resolution." and

**BE IT FURTHER RESOLVED** that the Municipal Clerk is authorized and directed to forward a certified copy of the within resolution in notification of the transfer to the Division of Alcohol Beverage Control.

**Other New Business**

On a motion by Councilman Cammarano, seconded by Councilwoman Rasmussen with all in favor the Bill Resolution in the amount of \$8,556,944.48 was approved.

**Appointments**

Mayor Vahalla made the appointment of William Hoover to the Traffic and Transportation Committee.

On a motion by Councilman Cammarano, seconded by Councilman Grayzel, with all in favor the Mayor's appointment of William Hoover to the Traffic and Transportation Committee was approved.

**Ordinances – Introduction**

On a motion by Councilman Cammarano, second by Councilwoman Rasmussen, with all in favor Ordinance 2014-07 was taken up on first reading.

The Borough Clerk read the Ordinance by title only.

Ordinance 2014-07 **An Ordinance Creating Chapter 158 of The Code of the Borough of Metuchen Entitled, “Smoking” and to Prohibit Smoking in Public Places**

On a motion by Council President Muldoon, second by Councilwoman Rasmussen, Ordinance 2014-07 was passed on first reading and is to be published according to law and a public hearing date set for December 1, 2014.

**ORDINANCE 2014-07**

*Metuchen Borough  
County of Middlesex  
State of New Jersey*

**AN ORDINANCE CREATING CHAPTER 158 OF THE CODE OF THE BOROUGH OF METUCHEN ENTITLED, “SMOKING” AND TO PROHIBIT SMOKING IN PUBLIC PLACES**

**WHEREAS**, medical studies have revealed that the inhalation of secondhand smoke by children is harmful to their health and that children exposed to secondhand smoke have an increases risk of asthma, respiratory infections, sudden infant death syndrome, developmental abnormalities and lowered level lung function during childhood; and

**WHEREAS**, medical studies have revealed that secondhand smoke is particular hazardous to elderly people, individuals with cardiovascular disease, and individuals with impaired respiratory functions, including asthmatics and those with obstructive airway disease;

**WHEREAS**, pursuant to N.J.S.A. 40:48-2, the governing body of a municipality may make, amend, repeal, and enforce such other ordinances, regulations, rules and by-laws not contrary to the laws of this state or of the United States, as it may deem necessary and proper for the good of government, order and protection of person and property, and for the preservation of the public health, safety and welfare of the municipality and its inhabitants, and as may be necessary to carry into effect the powers and duties conferred and imposed by this subtitle, or by any law; and

**WHEREAS**, the previous State legislation which prohibited municipalities from passing strict local smoking laws that differed from the State standards was repealed and the State now expressly authorizes municipalities to enact strict ordinances regulating smoking under N.J.S.A. 26:3D-63; and

**WHEREAS**, N.J.S.A. 2C:33-13b also provides that the owner and/or operator of a public place, such as public parks and recreational areas, may prohibit smoking on such property; and

**WHEREAS**, Board of Health of the Borough of Metuchen has reviewed, among other things, the issue of smoking in public parks, recreational facilities and on property owned and /or leased by the Borough and has recommended to the Mayor and Council of the Borough of Metuchen to enact an Ordinance regulating the same; and

**WHEREAS**, the Mayor and Borough Council recognize the well-known health and safety risks posed by smoking and finds that it is within the public interest to prohibit smoking in public buildings and on public property, such as public parks and recreation areas; and

**WHEREAS**, the Mayor and Borough Council has determined that the public interest is especially implicated in preventing the youth of Metuchen from being exposed and succumbing to the temptations of experimenting with tobacco products; and

**WHEREAS**, the Mayor and Borough Council also find that the appearance of parks and recreation areas can be enhanced and the limited resources of the Borough's Department of Public Works can be conserved if smoking were to be banned from such areas, thereby keeping such areas free of the litter typically generated by the smoking of cigarettes, such as cigarette butts, ashes and packaging.

**NOW, THEREFORE BE IT RESOLVED**, by the Council of the Borough of Metuchen that the Code of the Borough of Metuchen, Chapter 158 "Smoking" shall be and is hereby created and shall state as follows:

### **Chapter 158**

**SMOKING**

**SECTION I**

**§ 158-1. Definitions.**

As used in this chapter, the following words shall have the following meanings:

ENCLOSED AREA shall mean all areas between a floor and a ceiling, extending to the outer perimeter walls of a structure.

PARKS AND RECREATIONAL FACILITIES shall include all public parks, playgrounds, ball fields, publicly owned or leased by the Borough of Metuchen and all property owned or leased by the Borough of Metuchen upon which the public is invited or upon which the public is permitted and where individuals gather for recreational activities, including all areas adjacent to such facilities, including, but not limited to, any parking area, driveway or drive aisle.

MUNICIPAL BUILDINGS shall include all structures owned, leased, rented and/or operated by the Borough of Metuchen and/or occupied by Borough employees and used for official business of the Borough of Metuchen.

SMOKING -- The burning of, inhaling from, exhaling the smoke from, or the possession of a lighted cigar, cigarette, pipe or any other matter or substance which contains tobacco or any other matter that can be smoked, or the inhaling or exhaling of smoke or vapor from an electronic smoking device.

**§158-2. Prohibition of smoking in public places; signs.**

A. Smoking shall be prohibited in all Municipal Buildings as defined herein. No-smoking signs or the international no-smoking symbol (consisting of a pictorial representation of a burning cigarette enclosed in a red circle with a diagonal red line through its cross section) shall be clearly, sufficiently and conspicuously posted at each Municipal Building entrance and within each closed area where smoking is prohibited by this chapter. The signs shall be clearly visible to the public and shall contain letters or a symbol which contrast in color with the sign, indicating that smoking is prohibited therein. The sign shall also indicate that violators are subject to a fine.

B. Smoking shall be prohibited within a fifty (50) foot radius of the entrances of all Municipal Buildings. No-smoking signs or the international no-smoking symbol (consisting of a pictorial representation of a burning cigarette enclosed in a red circle with a diagonal red line through its cross section) shall be clearly, sufficiently and conspicuously posted both on the building and in locations to provide adequate notice to the public that smoking is prohibited by this chapter. The signs shall be clearly visible to the public and shall contain letters or a symbol which contrast in color with the sign, indicating that smoking is prohibited therein. The sign shall also indicate that violators are subject to a fine. The within prohibition contained in this sub-

section shall not apply to a designated "Smoking Area" located at the Department of Public Works Building (44 Jersey Avenue) and the Volunteer Fire Department Building (583 Middlesex Avenue). The "Designated Smoking Area" at the above municipal buildings shall be determined and designated by the Borough Administrator after consultation with the Chief of the Fire Department and the Director of the Department of Public Works. "Designated Smoking Area" signs shall be clearly, sufficiently and conspicuously posted in all areas exempt from this subsection.

C. Smoking shall be prohibited in all public parks and recreation facilities owned or leased by the Borough of Metuchen and all property owned or leased by the Borough of Metuchen upon which the public is invited or upon which the public is permitted and where individuals gather for recreational activities, including all areas adjacent to such facilities, including, but not limited to, any parking area, driveway or drive aisle, which have been designated with no-smoking signs. No-smoking signs or the international no-smoking symbol (consisting of a pictorial representation of a burning cigarette enclosed in a red circle with a diagonal red line through its cross section) shall be clearly, sufficiently and conspicuously posted in all areas regulated by this chapter. The signs shall be clearly visible to the public and shall contain letters or a symbol which contrasts in color with the sign, indicating that smoking is prohibited at the designated area. The sign shall also indicate that violators are subject to a fine.

D. Smoking shall be prohibited in any vehicle registered to the Borough of Metuchen.

### **§158-3. Enforcement.**

The enforcement authority of this chapter shall be the Police Department, Fire Department, Recreation Department, Public Works Department and Health Department of the Borough of Metuchen.

### **§158-4. Violations and penalties.**

Any person who violates any provision of this chapter shall be subject to a fine of not less than \$250.00 for the first offense, \$500.00 for the second offense and \$1,000.00 for each subsequent offense. Any municipal employee found in violation of this chapter may also be subject to discipline in accordance with the provisions of the Borough of Metuchen's policies and procedures.

## **SECTION II**

If any section of provision of this ordinance shall be invalid in any court the same shall not affect the other sections or provisions of this ordinance except so far as the section or provision so declared invalid shall be inseparable from the remainder or any portion thereof.

## **SECTION III**

All ordinances or parts of ordinances to inconsistent herewith are hereby repealed to the extent of such inconsistency.

#### **SECTION IV**

This ordinance shall take effect upon publication as provided by law.

#### **Public Comment**

Mayor Vahalla opened the meeting to the public for comment.

Scott Reed, 6 Western Street, questioned about the ordinance that was presented tonight. He asked for a clarification as to why there are two designated smoking areas.

Mayor Vahalla responded that it deals with mostly the volunteers, particularly the Fire Department and as a curtesy to those that give their time to the community they will have an area that they can go to smoke and not be in violation of the ordinance.

Hearing no one else wishing to speak Mayor Vahalla closed the public comment portion of the meeting.

#### **Adjournment**

On a motion by Councilman Cammarano, seconded by Councilwoman Rasmussen, with all in favor, the meeting was adjourned.

Respectfully Submitted:

Susan D. Jackson, 6  
Borough Clerk