
NEW JERSEY DEPARTMENT OF COMMUNITY AFFAIRS
LOCAL FINANCE BOARD

May 10, 2023

Oral sworn testimony in the
above-captioned matter taken via remote
videoconference before LISA F. PENROD, Certified
Court Reporter (XI01753) and Registered Professional
Reporter, on the above date, commencing at 10:55
a.m., there being present:

1 A P P E A R A N C E S:

2 Jacquel yn Suarez, Chai rwoman

 Al an Avery

3 Adri an Mapp

 Domi ni ck Di Rocco

4 Wi l l i am Cl ose

 I di da Rodri guez

5 Ni chol as Bennett

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1 MS. SUAREZ: So I think so first up is
2 we have the April 12, 2023, meeting minutes. Any
3 questions on that?

4 Hearing none, do we have a motion to
5 approve the meeting minutes?

6 MR. MAPP: Yes, motion to approve.

7 MR. Di ROCCO: Second.

8 MR. BENNETT: I have Mr. Mapp and
9 Mr. Di Rocco.

10 Ms. Suarez.

11 MS. SUAREZ: Yes.

12 MR. BENNETT: Mr. Mapp.

13 MR. MAPP: Yes.

14 MR. BENNETT: Mr. Di Rocco.

15 MR. Di ROCCO: Yes.

16 MR. BENNETT: Mr. Close.

17 MR. CLOSE: Yes.

18 MR. BENNETT: Mr. Avery.

19 MR. AVERY: Yes.

20 MR. BENNETT: And Ms. Rodriguez.

21 MS. RODRIGUEZ: Yes.

22 MR. BENNETT: Motion approved.

23 MS. SUAREZ: And then I think we're
24 going to jump right into complaint considerations.

25 Ms. Jones, can you walk us through

1 those.

2 MS. JONES: Yes, thank you, Director.

3 All right. First up for the board's

4 vote is C17-30, subsections (c), (d), (e) and

5 9-22.6A.

6 MS. SUAREZ: Do we have any questions

7 on that one?

8 Hearing none, do we have a motion?

9 MR. MAPP: Motion to approve.

10 MR. Di ROCCO: I'll second it.

11 MR. BENNETT: Mr. Mapp and

12 Mr. Di Rocco.

13 Ms. Suarez.

14 MS. SUAREZ: Yes.

15 MR. BENNETT: Mr. Mapp.

16 MR. MAPP: Yes.

17 MR. BENNETT: Mr. Di Rocco.

18 MR. Di ROCCO: Yes.

19 MR. BENNETT: Mr. Close.

20 MR. CLOSE: Yes.

21 MR. BENNETT: Mr. Avery.

22 MR. AVERY: Yes.

23 MR. BENNETT: And Ms. Rodriguez.

24 MS. RODRIGUEZ: Yes.

25 MR. BENNETT: Motion approved.

1 MS. JONES: Next up for the board's
2 vote is 17-34, which is a notice of investigation
3 for subsection (c) and (d).

4 MS. SUAREZ: Any questions on this
5 one?

6 Hearing none, do we have a motion?

7 MR. AVERY: So moved.

8 MS. RODRIGUEZ: Second.

9 MR. BENNETT: Mr. Avery and Ms.
10 Rodriguez.

11 Ms. Suarez.

12 MS. SUAREZ: Yes.

13 MR. BENNETT: Mr. Mapp.

14 MR. MAPP: Yes.

15 MR. BENNETT: Mr. Di Rocco.

16 MR. Di ROCCO: Yes.

17 MR. BENNETT: Mr. Close.

18 I did not hear you, Mr. Close.

19 MR. CLOSE: Yes.

20 MR. BENNETT: Thank you.

21 Mr. Avery.

22 MR. AVERY: Yes.

23 MR. BENNETT: And Ms. Rodriguez.

24 MS. RODRIGUEZ: Yes.

25 MR. BENNETT: Motion approved.

1 MS. JONES: Last before the board is
2 the matter of 17-020. The board is being asked to
3 approve this settlement agreement for a matter that
4 is currently at OAL.

5 MS. SUAREZ: Do we have any questions
6 on this one?

7 Hearing none, do we have a motion?

8 MR. MAPP: Motion to approve.

9 MS. RODRIGUEZ: I make a motion.

10 MR. BENNETT: I had Mr. Mapp first.

11 Ms. Rodriguez, would you like to
12 second?

13 MS. RODRIGUEZ: Yes.

14 MR. BENNETT: Ms. Suarez.

15 MS. SUAREZ: Yes.

16 MR. BENNETT: Mr. Mapp.

17 MR. MAPP: Yes.

18 MR. BENNETT: Mr. Di Rocco.

19 MR. Di ROCCO: Yes.

20 MR. BENNETT: Mr. Close.

21 MR. CLOSE: Yes.

22 MR. BENNETT: Mr. Avery.

23 MR. AVERY: Yes.

24 MR. BENNETT: And Ms. Rodriguez.

25 MS. RODRIGUEZ: Yes.

1 MR. BENNETT: Motion approved. The
2 ethics portion is concluded.

3 MS. SUAREZ: Thank you, and thank you
4 Ms. Jones.

5 So as we're going to move on to the
6 applications. I just remind everybody to please
7 remain muted until your application is called. If
8 you are appearing by phone, star 6 will both mute
9 and unmute your phone.

10 Also, as you come before the board to
11 testify, please just make sure your cameras are on
12 and you speak up when your application is called.
13 That will just populate your image and we'll get you
14 sworn in.

15 So the first application before the
16 board today is Allendale Borough.

17 Okay. I see Ms. Altano. You're still
18 muted.

19 MS. ALTANO: Now I can go ahead.

20 MS. SUAREZ: I'm going to have to I
21 believe get you sworn in.

22 Is there anybody else with you from
23 the borough?

24 ALISON ALTANO
25 is duly sworn by a Notary Public of the State of New

1 Jersey and testifies under oath as follows:

2 MS. SUAREZ: Okay, the floor is yours.

3 MS. ALTANO: Okay. The Borough of
4 Allendale had requested a cap base adjustment to be
5 increased as a result of our water utility being
6 sold in 2022. As a result, the borough has needed
7 to absorb numerous fees into the current fund budget
8 as a result of the sale.

9 With that, we are requesting several
10 expenditures, which included salaries and wages,
11 property taxes on a small easement, health benefits
12 for the employee that was once partially funded
13 through the water utility, insurance costs and the
14 social security as part of the salaries and wages,
15 as well as our auditor expenditure fee.

16 MS. SUAREZ: Okay. Does the board
17 have any questions?

18 Now, Ms. Altano, I just want to verify
19 one thing because I did not hear it. Didn't mean
20 you didn't say it, but I just wanted to confirm that
21 the voters did approve this by referendum in
22 November; is that accurate?

23 MS. ALTANO: Yes.

24 MS. SUAREZ: Okay. Any other
25 questions from the public or the board?

1 Okay, hearing none, this is a pretty
2 straightforward application, I'm going to ask for a
3 motion.

4 MR. AVERY: So moved.

5 MR. CLOSE: Second.

6 MR. BENNETT: Mr. Avery and Mr. Close.

7 Ms. Suarez.

8 MS. SUAREZ: Yes.

9 MR. BENNETT: Mr. Mapp. Mr. Mapp.

10 MR. MAPP: Yes.

11 I'm sorry, I was on mute.

12 MR. BENNETT: Mr. Di Rocco.

13 MR. Di ROCCO: Yes.

14 MR. BENNETT: Mr. Close.

15 MR. CLOSE: Yes.

16 MR. BENNETT: Mr. Avery.

17 MR. AVERY: Yes.

18 MR. BENNETT: And Ms. Rodriguez.

19 MS. RODRIGUEZ: Yes.

20 MR. BENNETT: Motion approved.

21 MS. SUAREZ: Next up on our agenda, we
22 have Hamilton Township.

23 MS. LINDSAY: Good morning. Can you
24 hear me?

25 MS. SUAREZ: I can hear you, just

1 haven't seen you yet.

2 Okay, yes, now I see Ms. Lindsay.

3 MS. LINDSAY: Thank you very much.

4 Good morning, Madam Chair, the commissioners of the

5 Local Finance Board. My name is Cynthia Lindsay.

6 I'm the CFO for the Township of Hamilton in Atlantic

7 County.

8 Also in attendance is our auditor,

9 Leon Costello. John Cantalupo, bond counsel, and

10 Bonnie Lindlaw, treasurer, and also in the wings are

11 administrator Brett Noll.

12 MS. SUAREZ: Okay, great. So let's

13 get everyone sworn in who needs to be. I think that

14 might be everybody but Mr. Cantalupo.

15 MS. LINDSAY: Yes, and maybe our

16 administrator Brett Noll.

17 MS. SUAREZ: Unless he's acting as the

18 attorney on the application, he's going to have to

19 get sworn in.

20 CYNTHIA LINDSAY

21 LEON COSTELLO

22 BONNIE LINDLAW

23 BRETT NOLL

24 is duly sworn by a Notary Public of the State of New

25 Jersey and testifies under oath as follows:

1 MS. SUAREZ: Okay, Ms. Lindsay, the
2 floor is yours. I don't know who wants to take the
3 lead, but I'll defer to the group.

4 MS. LINDSAY: I'll take the lead,
5 thank you.

6 The basis of this project comes from
7 the county with the construction of a new
8 dam/spillway. The construction is critical of the
9 containment in Monmouth County of the flow of water
10 from the upstream to the downstream upper Egg Harbor
11 River.

12 The existing dam built in 1840 must be
13 replaced because it was designed and constructed in
14 a matter that fails to meet modern global stability
15 requirements that are applicable to a high hazard
16 class one dam.

17 The New Jersey Office of Dam Safety
18 has indicated that in the event of a dam breach,
19 flood related property damage and the potential for
20 loss of life would extend through a large portion of
21 Mays Landing and along the Great Egg Harbor River as
22 well as its tributaries within municipalities of
23 Hamilton, Weymouth, Egg Harbor Township and Estelle
24 Manor.

25 The flood waters would affect hundreds

1 of properties and structures in the event of a dam
2 breach.

3 The Department of Dam Safety concluded
4 that the dam/spillway structure must be replaced and
5 a new dam be constructed.

6 Title to the property that constitutes
7 the dam/spillway and its related structures are
8 owned or controlled by the township and the county
9 jointly. The construction of the dam/spillway and
10 its related improvements are outlined in an
11 interagency agreement.

12 This dam is currently classified as a
13 high hazard class one structure by the New Jersey
14 Department of Environmental Protection high dam
15 safety. A high hazard dam is one, if fails, would
16 result in extensive property damage and probable
17 loss of life.

18 Because of the need to replace the
19 existing dam/spillway and to minimize the impact to
20 the tax payer, the county and the township jointly
21 applied and was successful in being awarded a \$4.6
22 million hazard mitigation grant. The county acted
23 as the lead agency in this endeavor.

24 The township is now asking the Local
25 Finance Board to grant the enjoyment to the

1 benefits of using the grant for its downpayment as
2 the bond law permits and waive the 5 percent
3 downpayment on the township's 50 percent portion of
4 the project costs.

5 The total project costs total \$14.6
6 million and after applying the grant and splitting
7 the cost 50/50, the township's portion is \$5
8 million.

9 The township's approved 2023 budget
10 already sees an unprecedented tax increase of 5.8
11 cents, or \$95.82 to the average homeowner of
12 \$165,200. This is due to the increased costs,
13 insurances, pensions, utilities, solid waste,
14 recycling and other goods and services.

15 Efforts taken by the township to
16 reduce spending and prepare for reasonably
17 foreseeable financial challenges have been not to
18 fill certain open positions and postpone projects
19 that are not of an urgent nature.

20 In summary, the proposed waiver of
21 downpayment on this \$5 million bond ordinance would
22 allow the township to not have to increase its 2023
23 budget by \$238,000, the amount needed in the capital
24 improvement fund for downpayment purposes.

25 Additionally, and most important, the

1 impact to the tax payers would be another 1.2 cents
2 to the tax rate, or an additional \$19.82 on the
3 average home owner if this waiver was not approved.

4 Therefore, the township respectfully
5 requests approval of the Local Finance Board of this
6 application for waiver of the downpayment
7 requirement for the bond ordinance pursuant to the
8 Local Bond Law.

9 MS. SUAREZ: Thank you, Ms. Lindsay.

10 Is anybody else from the group going
11 to make any remarks?

12 MR. CANTALUPO: Not at this time.

13 MS. SUAREZ: Gentlemen, I just have a
14 couple of quick questions that I wanted to flush out
15 for the record.

16 Could you please just tell us for how
17 many years and how much Hamilton Township has
18 budgeted for this project? Because my understanding
19 there were a few things that were already kind of
20 done possibly over decades. So I just want to flush
21 that out to know what's already been done by the
22 township.

23 MS. LINDSAY: For several years, the
24 past 15 years, the township has approved bond
25 ordinances to put Band-Aids on this project, several

1 hundred thousand dollars per year in each one of its
2 general improvement authorizations.

3 MS. SUAREZ: Okay. Any sense as to
4 what that total is?

5 MS. LINDSAY: Hold on one second.

6 MS. SUAREZ: Sure.

7 MS. LINDSAY: I would say over the
8 last several years, approximately 3 or \$4,000,000.

9 MS. SUAREZ: Okay. I appreciate that.
10 And if you could just put like a finer
11 point on this. How much did this actually go up
12 compared to what the township was going to be and
13 the county thought it was going to be at the outset?

14 MS. LINDSAY: The bids received for
15 the spillway and the cofferdam were in excess of
16 \$4.6 million of what the engineer's cost estimate
17 was.

18 MS. SUAREZ: And then lastly, I heard,
19 of course, not just on the application, but in your
20 presentation that the share going to the township's
21 about 5 million right now.

22 I guess, what's the expectation for
23 when the debt would actually be fully defeased?

24 MS. LINDSAY: We were not looking to
25 need to pay out these funds until most likely the

1 fourth quarter of this year, given the need to have
2 the appropriation, that's the more urgent nature.
3 It doesn't look like we'll need to do any borrowing
4 until sometime next year in 2024.

5 MS. SUAREZ: Okay. And for how long
6 do you plan to borrow.

7 MS. LINDSAY: Leon, could you comment?

8 MR. COSTELLO: Yes. Between 10 and 12
9 years will be a normal maturity schedule for the
10 township providing any useful lines of anything in
11 that issue will equal that amount.

12 MS. SUAREZ: All right. Those are all
13 the questions that I had so I'll open it up to see
14 if there are any questions from the public or the
15 other board members.

16 All right, hearing none, do we have a
17 motion to approve the waiver of downpayment?

18 MR. Di ROCCO: I'll make the motion.

19 MR. MAPP: I'll second the motion.

20 MR. BENNETT: Mr. Di Rocco and
21 Mr. Mapp.

22 Ms. Suarez.

23 MS. SUAREZ: Yes.

24 MR. BENNETT: Mr. Mapp.

25 MR. MAPP: Yes.

1 MR. BENNETT: Mr. Di Rocco.

2 MR. Di ROCCO: Yes.

3 MR. BENNETT: Mr. Close.

4 MR. CLOSE: Yes.

5 MR. BENNETT: Mr. Avery.

6 MR. AVERY: Yes.

7 MR. BENNETT: Ms. Rodriguez.

8 MS. RODRIGUEZ: Yes.

9 MR. BENNETT: Motion approved.

10 MS. LINDSAY: Thank you.

11 MS. SUAREZ: You're welcome. Best of
12 luck with the project.

13 I believe next we have the Essex
14 County Improvement Authority, and I see
15 Mr. Draikiwicz already and Ms. Edwards.

16 MR. DRAIKIWICZ: Ready to rock and
17 roll. I thought I may introduce the folks that are
18 available.

19 MS. SUAREZ: Yes, and then we'll get
20 them sworn in.

21 MR. DRAIKIWICZ: John Draikiwicz from
22 Gibbons, PC, bond counsel for the authority; Jerome
23 St. John county counsel; Steve Rother, executive
24 director to the improvement authority; Lucy
25 Sapiński, director of operations from the

1 improvement authority; and Jennifer Edwards and Joe
2 Calogero from Acacia.

3 MR. ST. JOHN: The computers aren't
4 working so the county administrator is here, Mr.
5 Jackson, and our chief financial officer Mr. Mohamed
6 is here also. They can be sworn in in case they're
7 called upon.

8 MS. SUAREZ: Thank you.

9 STEVE ROTHER

10 LUCY SAPINSKI

11 ROBERT JACKSON

12 HOSSAM MOHAMED

13 JOE CALOGERO

14 JENNIFER EDWARDS

15 is duly sworn by a Notary Public of the State of New
16 Jersey and testifies under oath as follows:

17 MR. DRAIKIWICZ: May I proceed?

18 MS. SUAREZ: All right, Mr.

19 Draikiwicz, the floor is yours.

20 MR. DRAIKIWICZ: Thank you, Director.

21 The Essex County Improvement Authority requests
22 positive findings in connection with the issuance of
23 not to exceed \$180,000,000 of its debt obligations,
24 the proceeds of which will be utilized by the county
25 of Essex to finance the planning, design,

1 construction and equipping of a new family court
2 building to be located in Newark, New Jersey.

3 The facility will be leased by the
4 improvement authority by the County of Essex
5 pursuant to a lease agreement under which the county
6 will be obligated to make general obligation lease
7 payments to the authority in an amount sufficient to
8 pay debt service on the obligations that are issued.

9 The bonds will also be secured by a
10 guarantee from the County of Essex which obligations
11 are to be guaranteed are an amount not to exceed
12 \$180,000,000, and we hereby also request positive
13 findings in connection with the guarantee.

14 The authority plans to issue one-year
15 project notes in the amount of \$120,000,000, again
16 for a one-year period, which is the amount that is
17 estimated to be used by the county in the
18 construction of its project over the next 12 months.

19 After the 12-month period ends, the
20 authority will issue either notes or bonds next year
21 to pay the remaining cost of the project.

22 The county will also be responsible
23 for the bidding and the operations of the project as
24 well.

25 With that background, I'd like to turn

1 it over to Jerome St. John, Essex County counsel, to
2 define the project in a little more detail and give
3 it a little more flavor to the county's thought
4 process.

5 MR. ST. JOHN: Thank you very much.
6 The name really says it all. We're building a
7 building for the judiciary and the family courts
8 will be housed in the judiciary, and we all know the
9 family courts do the good stuff, which is adoptions
10 and children in court and other things, and then
11 some of the more difficult things, domestic
12 violence, termination of parental rights, etc.

13 So this building will be dedicated for
14 family courts. And where are the family courts now,
15 you may ask? They're in the Gibraltar Building,
16 which is a very, very old building in Newark as
17 well.

18 The county owns a condominium unit in
19 that building, a couple floors, and we're going to
20 be moving out of that to a modern building for the
21 benefit of the public, for the public that uses the
22 judiciary, and of course for the benefit of
23 judiciary.

24 The judiciary has been involved in the
25 planning of this building from day one. It's gone

1 through all of the approvals that you need when you
2 build a courthouse, courtrooms and security issues
3 with regard to judiciary.

4 The assignment judge has been involved
5 from day one, is on our planning committee, and
6 we've now received all approvals from the judiciary.
7 The matter went out for bid. We're doing a
8 competitive bid for the construction of the
9 building. We've received bids back and so we're
10 ready to go, with your approval.

11 MR. DRAIKIWICZ: Jerome, if I may ask,
12 could you let the director know what the plans are
13 once the people are moved out of Gibraltar Building
14 in terms of what will happen to the building
15 afterwards, people have been transferred out.

16 MR. ST. JOHN: Sure. We own that
17 condominium unit and so we will not need it for any
18 other operations of the county. We hope to sell the
19 condominium unit to another party.

20 The logical choice would be the entity
21 that owns the other floors of the building that
22 surrounds our condominium unit and we hope that we
23 will be able to negotiate a sale with them. We've
24 had some conversations with them. We are not under
25 any contract at this point in time.

1 MR. DRAIKIWICZ: And the proceeds --

2 MR. ST. JOHN: The use of the

3 proceeds, if we are to sell -- if we are successful

4 in selling the building, roughly \$7 million of debt

5 outstanding. Obviously, the money would be used

6 first to pay off the outstanding debt, and then to

7 the extent there is excess proceeds from the sale of

8 the condominium unit, we use it either for this

9 project, for overruns or for other purposes or for

10 other capital purposes of the county. So that would

11 be our intention.

12 MR. DRAIKIWICZ: If I could -- go on.

13 MS. EDWARDS: I was just going to

14 note, too, with the current family court building

15 project that the county has already expended about

16 \$9 million in their budget for purpose of the land

17 and for design of the building. I think the land

18 was about 4 and-a-half million and design of the

19 building was 4.6 million, so they've already

20 contributed a substantial amount towards the

21 project.

22 MR. ST. JOHN: That is correct.

23 MR. DRAIKIWICZ: And Jen, can we just

24 add, in terms of thoughts between notes and bonds

25 and what the thought was financially as to the

1 thought process in terms of issuing notes first and
2 bonds later?

3 MS. EDWARDS: Well, first, the county
4 did not want to issue the full amount in bonds until
5 we had the final project cost. So the amount to be
6 expended, expected to be expended over the next 12
7 months is approximately 120 million.

8 The thought is to keep it in notes so
9 that we have a more final amount once we reach that
10 one-year maturity.

11 In addition, by structuring this
12 through the authority, in combination with the
13 county's outstanding debt service, as shown in
14 Exhibit A, we're taking a very conscious approach of
15 the existing debt service of the county and
16 structuring the notes and the bond issue, future
17 bond issue, to coincide with the maturities of the
18 existing debt, such that the county will end up not
19 having any tax impact with this project as they have
20 declining debt service over the next several years.

21 MR. DRAKIWICZ: And with that,
22 Director, I think we are going to request positive
23 findings in connection with the \$180,000,000 project
24 financing as well as positive findings on the county
25 guarantee in the amount not to exceed \$180,000,000,

1 and we're open to answer any questions that you and
2 the board may have.

3 MS. SUAREZ: Thank you. I always
4 appreciate your anticipation of some of my
5 questions, which is typically why we're going
6 through the improvement authority and the benefits.
7 So I appreciate that very much, Ms. Edwards, about
8 the maturity schedule.

9 Also appreciate you addressing, I know
10 no downpayment is required, but always want to know
11 what's been done, so I appreciate how much funding's
12 already utilized by the county to get this up and
13 running.

14 As far as the condo unit itself, when
15 I think of a condo unit, I don't think of a very
16 large space. So I'm just curious as to how big of a
17 condo unit this is and if we have any anticipation
18 as to what that might bring once it's placed on the
19 market.

20 MR. ST. JOHN: Be happy to.

21 MR. MOHAMED: 203,000.

22 MR. ST. JOHN: 203,000 square feet.

23 MS. SUAREZ: Much bigger than any
24 condo I know.

25 MR. ST. JOHN: That's Mr. Draikiwicz's

1 condo size.

2 MS. SUAREZ: I might have to go take a
3 look at that.

4 MR. ST. JOHN: We are not under
5 contract, as I said. We have already started
6 negotiations with the owner of the surrounding
7 condominium units in that building, and we'd like to
8 get over \$10 million dollars, if we could, but
9 there's no assurance as to what we would get.

10 So it's not like we're going to get
11 \$30 million and we have this tremendous amount of
12 excess proceeds. If they would pass 30, we'd be
13 very happy to get it, but I don't anticipate we're
14 going to get a whole lot more than \$10 million, 11,
15 12 million, something like that.

16 We're certainly not negotiating with
17 ourselves at this point in time.

18 MS. SUAREZ: I appreciate that very
19 much.

20 Okay. Thank you for explaining that
21 in greater detail for me.

22 And the last question that I just have
23 is, as you know, as we go through these, I always
24 have financial regulations unit, just kind of take a
25 quick look, and I happen to notice that the budget

1 was a little late this year for the authority, and I
2 just wanted to make sure, see if there were any
3 reasons for that and just make sure it's not going
4 to be repeated again next go-round.

5 MR. ROTHER: Well, that was because
6 there was certain information that was coming from
7 the state that still hadn't been received.

8 Lucy, if you want to add to that.

9 MS. SAPINSKI: That's exactly what it
10 was.

11 MR. ROTHER: We were waiting for
12 information from the State of New Jersey that was
13 required, a projection. I believe it was retirement
14 funds, if I'm not mistaken, Lucy, and it was only
15 when we received those funds that we were able to
16 file.

17 MS. SUAREZ: So pension and benefits
18 you were waiting from treasury?

19 MS. SAPINSKI: Yes, yes.

20 MS. SUAREZ: Well, fingers crossed we
21 won't run into that again next year.

22 All right. That concludes the
23 questions that I had.

24 I will open it up just to see if the
25 other members or anyone from the public has

1 questions or comments they'd like to raise.

2 Okay, hearing none, do we have a
3 motion to issue positive findings on the project and
4 county guarantee?

5 MR. MAPP: Motion to issue positive
6 findings.

7 MR. Di ROCCO: I make a motion.

8 MR. BENNETT: A heard Mr. Mapp and Ms.
9 Rodriguez making a motion at the same time.

10 MR. MAPP: I'll second the motion.

11 MR. BENNETT: Okay. Ms. Rodriguez
12 moves, Mr. Mapp seconds.

13 Ms. Suarez.

14 MS. SUAREZ: Yes.

15 MR. BENNETT: Mr. Mapp.

16 MR. MAPP: Yes.

17 MR. BENNETT: Mr. Di Rocco.

18 MR. Di ROCCO: Yes.

19 MR. BENNETT: Mr. Close.

20 MR. CLOSE: Yes. Nice presentation.

21 MR. BENNETT: Mr. Avery.

22 MR. AVERY: Yes.

23 MR. BENNETT: And Ms. Rodriguez.

24 MS. RODRIGUEZ: Yes.

25 MR. BENNETT: Motion approved.

1 MR. ST. JOHN: Director, I know you're
2 not supposed to say anything once you're approved,
3 but I just wanted to comment to the members of the
4 board on the very, very professional way that the
5 county has been treated by the director and by the
6 staff. It was a real pleasure working with them,
7 and this is my first time in this role. So I do
8 appreciate the professionalism that you showed to
9 the county. So thank you all very much.

10 MS. SUAREZ: You're very welcome.
11 Thank you for that. I appreciate it. Staff works
12 really hard on that so I give them the kudos.

13 MR. ST. JOHN: Thank you very much.

14 MS. SUAREZ: You're welcome. Best of
15 luck with the project.

16 MR. ST. JOHN: Thank you. You have to
17 come for a visit, all the members come for a visit
18 when we get it up. Thank you.

19 MS. SUAREZ: Of course.

20 The next application we have before
21 the board do is for the Monmouth County Improvement
22 Authority, and I believe Mr. DiRocco will be
23 recusing for this one.

24 MR. DiROCCO: Yes. Thank you,
25 Director. I'll be recusing.

1 MS. SUAREZ: Mr. Dra i ki wi cz, you' re
2 sticking around, correct?

3 MR. DRAI KI WI CZ: I am.

4 MS. SUAREZ: Who else do we have here
5 for this one?

6 MR. KELLY: Joe Kelly, CFO for
7 Monmouth County.

8 MS. LITZEBAUER: Heather Litzebauer,
9 the financial advisor for the improvement authority.

10 MR. CANTALUPO: John Cantalupo from
11 Archer and Greiner, bond counsel to the county.

12 MR. SOLIMINE: Tony Solimine, bond
13 counsel to the Monmouth Ocean Educational Services
14 Commission.

15 MR. MULLENS: Christopher Mullens,
16 School Business Administrator for Monmouth Ocean
17 Educational Services Commission.

18 MS. SUAREZ: Okay. Will that round it
19 out so we can get those folks sworn in who need to
20 be sworn in?

21 JOE KELLY

22 HEATHER LITZEBAUER

23 CHRIS MULLENS

24 is duly sworn by a Notary Public of the State of New
25 Jersey and testifies under oath as follows:

1 MR. DRAIKIWICZ: Thank you, and
2 Director I will start, get us in the proper order
3 this time, so I'm getting better.

4 The Monmouth County Improvement
5 Authority proposed issue its bonds in an amount not
6 to exceed \$17,500,000, the proceeds of which will be
7 utilized by the Monmouth Ocean Educational Services
8 Commission to renovate its existing facility and to
9 construct a two-story addition to its existing
10 facility, which is located in Tinton Falls, New
11 Jersey.

12 The facilities will be leased by the
13 authority to the Monmouth Ocean Educational Services
14 Commission pursuant to a lease agreement under which
15 the commission will be obligated to make lease
16 payments in an amount sufficient to pay debt service
17 on the bonds. These lease payments are subject to
18 appropriation and are not a general obligation and
19 are not supported by the general taxes power of the
20 district, again, subject to appropriation.

21 The bonds will be secured by a debt
22 service reserve fund as well as a guarantee for the
23 County of Monmouth.

24 At this time I'd like to turn it over
25 to Chris Mullens, the business administrator to the

1 Education Service Commission for two reasons. One,
2 to describe a little more detail what the
3 Educational Service Commission is, because that's --
4 this is an application that's not too common to the
5 Local Finance Board; and second, to have Chris to
6 describe a little further the plans for the
7 commission on this particular facility and how this
8 is going to serve the mission of the commission.

9 Chris, I may turn it to you.

10 MR. MULLENS: Sure. Thanks, John.

11 Monmouth Ocean Educational Services
12 Commission, while we had the name for Monmouth and
13 Ocean County, which is where the majority of our
14 work is performed, actually provides services all
15 throughout the state, with significant work in
16 Mercer County, as well as in Atlantic County.

17 So what a commission does is we are
18 charged with combining and creating financial
19 savings for programs and services needed for school
20 districts. Our largest generated revenue is an area
21 of transportation where we transport over 10,000
22 students a day throughout the State of New Jersey.

23 What this project is allowing for us
24 is for us to expand both our Regional Achievement
25 Academy, which is a program for struggling students,

1 sometimes behavioral, but especially post-pandemic,
2 somewhat school phobia, and just where the typical
3 middle school and high school program doesn't work.
4 There aren't a lot of options for regular students
5 to attend schools in the area.

6 And additionally, we have a tenant in
7 the building, which is another commission which is
8 also run by myself and Dr. Jones, the superintendent
9 that runs an autistic program. That has a waiting
10 list right now. We already have 59 students in
11 there, and the renovations will allow for additional
12 classrooms and additional rent income.

13 So that's how a commission works. We
14 have needs. We have 15 superintendents is what our
15 board is so that's who we're constantly answering
16 to, and similar to how the presentation before us,
17 we do have investment in this.

18 The \$15 million is the construction
19 portion, but the commission is already paying all
20 the architecture and engineering fees and will
21 continue to pay that out of our pocket as our
22 project. We're not borrowing all the funds.

23 MR. DRAIKIWICZ: If I also now could
24 turn it over to Heather Litzebauer, she can describe
25 the financial analysis that was performed to give

1 the county additional security as to the ability for
2 the commission to pay off the debt service.

3 So Heather, if I could turn it over to
4 you.

5 MS. LITZEBAUER: Sure. There are
6 three revenue services that are being used to pay
7 back the debt service. The lease with the Bayshore
8 Jointure Commission which be \$400,000 with the
9 expansion, the increased classroom size for the
10 regional achievement academy program. Currently
11 there's four classrooms that will expand to ten
12 classrooms with the addition and will be able to
13 house 100 students.

14 And then bus and transportation
15 contracts, that's over 90 percent of the
16 commission's revenues.

17 In the 2023 school year, that's
18 approximately \$52,000,000. The commission receives
19 a 5.5 percent administrative fee on top of those
20 contracts, which is basically pure profit.

21 That equates to about 2.97 million
22 annually, which that in itself is able to pay the
23 annual debt service in full.

24 Right now we're looking at debt
25 service of about \$1.2 million annually. We're

1 structuring it where 2.5 million of the principal
2 amount or the project cost will have a five-year
3 call.

4 The commission currently has two
5 different buildings, one where the expansion will be
6 and then their administrative services are in a
7 different building.

8 The plan is once the new building is
9 open that the administrative offices will move to
10 the new building, and then if the market works, the
11 commission will look to sell that second property.

12 If that is sold, the commission would
13 be able to pay off the \$2.5 million portion of the
14 debt in advance, one five-year call comes into play,
15 and that would decrease debt service about \$230,000
16 a year, if that occurs.

17 MR. DRAIKIWICZ: And if I may add in
18 terms of the contracts that Heather was describing,
19 that the bus contracts are five-year contracts,
20 which are being renewed in July of this year for a
21 new five years, and obviously the other contracts
22 with the school districts are annual contracts that
23 are renewed annually.

24 And if I may ask Chris Mullens just to
25 describe the renewal rate on the bus contracts from

1 your historical perspective, what's likely of those
2 being renewed and also the schools as well, school
3 one-year contracts. Chris, if you could comment on
4 that, that would be appreciated.

5 Hello, Chris? I don't know if we lost
6 Chris, but if we did lose Chris, what he would say
7 would be the school bus contracts are five-year
8 contracts that are renewable, and the rate is almost
9 like 99 percent renewal rate, and the renewal rate
10 on the school contracts are almost universally the
11 same 100 percent because the needs are significant
12 for those school children.

13 And the savings, Director, are
14 significant between why they come to the commission
15 for the students, because savings are pretty
16 substantial, significant. I think the cost to house
17 a student is like \$58,000 annually, and it's about
18 almost double that for taking their students to a
19 private school system.

20 I would also, if I may, turn it over
21 to Joe Kelly just to express the county's view
22 regarding the project.

23 Joe, if I could turn it to you.

24 MR. KELLY: Thank you, Mr. Draikiwicz
25 and good afternoon, members of the board.

1 The county is very supportive of this.
2 Both the improvement authority members and the
3 county commissioners that were present at the
4 approval meetings voted unanimously for this
5 project.

6 This project is for special needs
7 students and they're very supportive of the need,
8 and as prior speakers have mentioned, because
9 there's no taxing authority for MOESC, the
10 improvement authority and the county were very
11 concerned about securing these proceeds.

12 So in addition to the debt service
13 reserve fund, there's also going to be a county
14 health first lien mortgage on the property. So the
15 county's very comfortable at this point with the
16 financing structure, the revenue streams and the
17 security for the bonds.

18 MR. DRAKIWICZ: Thank you, Joe, and
19 with that, Director, I think we're going to ask for
20 positive findings on the \$17.5 million project as
21 well as positive findings on the county's guarantee,
22 and we're open for questions from you, Director, as
23 well as from members of the board.

24 MS. SUAREZ: Thank you very much. I
25 don't know if maybe I've just been around too long

1 now, but everybody seems to anticipate my questions.

2 So appreciate that very much. Thank
3 you for the overview, especially of what the
4 Monmouth Ocean Educational Service Commission does.
5 It's certainly not something that comes frequently
6 before us, and so it's always helpful for both the
7 members of the board as well as the public to kind
8 of understand what the commission's role is and what
9 they do.

10 As far as the potential sale of one of
11 the buildings, I guess at what juncture do you
12 anticipate making a decision on that?

13 MS. LITZEBAUER: I don't think the
14 commission can make a decision on that until the
15 construction is complete and they're in the new
16 building. So that's at least a year off, I would
17 say. It all depends on the market, whether it's
18 better to lease the building or to sell it.

19 MS. SUAREZ: Right. So I guess what
20 will be the deciding factor, right? So after
21 construction is completed, is it that additional
22 space is still needed or there was more than
23 sufficient space so we don't need the building
24 anymore? I guess, what are kind of the items up to
25 debate there?

1 MS. LITZEBAUER: I think it was just
2 based on what the market dictates. They're not
3 expected to be able to utilize that space once they
4 move into the new building.

5 MS. SUAREZ: Okay. So it's to sell at
6 least.

7 MR. KELLY: That building currently
8 only houses administrative offices which are
9 intended to move into the new building. So from our
10 understanding is that there will not be a need to
11 occupy the administration building once they move.

12 MS. SUAREZ: So then at that juncture
13 it's going to be, do we sell the asset or lease the
14 asset?

15 MR. KELLY: Correct.

16 MS. LITZEBAUER: Yes.

17 MS. SUAREZ: Okay. And then last
18 question, just to put a finer point on it,
19 everybody's confident that the transportation
20 revenues, as well as some of the other ancillary
21 revenues that are coming in are more than sufficient
22 to cover the debt?

23 MS. LITZEBAUER: Yes.

24 MR. KELLY: Yes.

25 MS. SUAREZ: Okay. Any other

1 questions from the board members or the public?

2 All right. Well, then, hearing none,
3 do we have a motion to issue positive findings on
4 the project and county guarantee?

5 MR. MAPP: Motion, move to approve.

6 MR. AVERY: Second.

7 MR. BENNETT: I have Mr. Mapp moving
8 and Mr. Avery seconding.

9 Ms. Suarez.

10 MS. SUAREZ: Yes.

11 MR. BENNETT: Mr. Mapp.

12 MR. MAPP: Yes.

13 MR. BENNETT: Mr. Di Rocco is recused.
14 Mr. Close.

15 MR. CLOSE: Yes.

16 MR. BENNETT: Mr. Avery.

17 MR. AVERY: Yes.

18 MR. BENNETT: And Ms. Rodriguez.

19 MS. RODRIGUEZ: Yes.

20 MR. BENNETT: Motion approved.

21 MR. DRAIKIWICZ: Thank you, Director,
22 and members of the board.

23 MS. SUAREZ: You're very welcome.

24 MR. DRAIKIWICZ: Till we meet again.

25 MS. SUAREZ: Yes. Best of luck with

1 that project.

2 Okay. Next up we have the Somerset
3 County Improvement Authority, and I see Mr. Jessup.

4 MR. JESSUP: Good morning, Director.
5 How are you?

6 MS. SUAREZ: I'm well. How are you?

7 MR. JESSUP: Good.

8 We should have on behalf of the
9 Somerset County Improvement Authority a Ron
10 Childress, who is also the county director of
11 finance. I see the county administrator, Colleen
12 Mahr; county councillor Joe DeMarco; from Phoenix
13 Advisors, I see Anthony Inverso. I believe Bryan
14 Morris; Ted Eismeier; Bob Wojtowicz; and I think
15 making his third appearance in a row, the hardest
16 working man of the day, John Draikiwicz who is in
17 Natar's counsel.

18 Is there anybody that I missed that's
19 here?

20 All right. Hearing none, that's our
21 list, Director.

22 MS. SUAREZ: Thank you. So let's get
23 everybody sworn in.

24 ANTHONY INVERSO

25 TED EISMEIER

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RON CHILDRESS
COLLEEN MAHR
JOE DeMARCO
BRYAN MORRIS
BOB WOJTOWICZ

is duly sworn by a Notary Public of the State of New Jersey and testifies under oath as follows:

MS. SUAREZ: All right, Mr. Jessup. The floor is yours.

MR. JESSUP: All right. Thank you, Director.

So this is an application by the Somerset County Improvement Authority in connection with the issuance of not to exceed \$39 million of county guaranteed revenue bonds.

Proceeds from the sale and the issuance of the bonds are going to be used by the authority to fund two projects at Natirar Park, which is located in the county.

Now, already I expect that Natirar financing through the Somerset County Improvement Authority is sort of familiar to most of you.

The project that we are proposing today is a reimagined and an improved version of the Peapack and Gladstone Borough property assessed

1 clean energy program and project that the director
2 approved in July and again in September of 2022, and
3 a corresponding Somerset County Improvement
4 Authority financing that the Local Finance Board
5 approved also in September of 2022.

6 At the time that PACE project included
7 nearly \$25 million of clean energy improvements at
8 the Natirar Mansion, Spa and Hotel.

9 This new iteration of the proposed
10 financing consists of \$39 million of bonds to fund
11 two projects.

12 The first is the financing of the same
13 improvements that were in the original PACE deal at
14 the Natirar Mansion to construct the spa and the
15 hotel as part of that project. Again, \$24.85
16 million.

17 The second is improvements to Natirar
18 Park, including the renovation and reactivation of
19 the gray barns, which I'll describe in a minute, and
20 installation of trails in the approximate amount of
21 \$6 million.

22 So if you're not familiar with Natirar
23 Park, the improvement authority actually owns the
24 park. It's about a 500-acre estate in Bedminster,
25 Far Hills and Peapack/Gladstone. It hosts

1 year-round activities. It's used year-round,
2 horseback riding, walking, biking, fishing,
3 cross-country skiing, you name it.

4 Within that park, Natirar Resort
5 Development is the leasehold owner of 90 acres of
6 property. All of that property is located in
7 Peapack and Gladstone, and Natirar leases that for
8 99 years from the improvement authority.

9 The existing property includes a
10 restaurant, appropriately called Ninety Acres, a
11 cooking school, a 12-acre farm, and the Natirar
12 Mansion and the expanding project.

13 Natirar Resort Development as the
14 tenant redevelops the mansion through adaptive reuse
15 of that building.

16 So three years ago, the developer
17 added a 12,000 square foot ballroom and event space
18 to the mansion, and now Natirar is undergoing an \$80
19 million redevelopment project, which includes
20 construction of a 66-room hotel and a spa.

21 And that \$80 million project includes
22 the approximately \$25 million in renewable energy or
23 energy efficient improvements that are the subject
24 of a portion of this financing.

25 When that financing was approved by

1 the Local Finance Board, we were anticipating
2 interest rates of about 5 and-a-half percent. Fast
3 forward today, and the borrower is looking at
4 interest rates of 8 percent or more.

5 So that increase in rates really
6 caused the county and Natirar as partners and the
7 improvement authority as partners to come together
8 and reenvision the financing and expand this project
9 to the other improvements that will benefit county
10 residents. It will be tourism within the county and
11 obviously the three surrounding municipalities.

12 So the bonds are going to be issued by
13 the improvement authority. They'll be loaned to
14 Natirar Resort Development. Natirar Resort
15 Development will use that money to pay for the
16 improvements, the energy improvements at the mansion
17 and to restore, renovate and reactivate the gray
18 barns, which are a series of old buildings in the
19 park that are not actively used and have fallen into
20 a state of disrepair.

21 The authority and Natirar and the
22 county will collaboratively determine how those gray
23 barns are ultimately repurposed, and in addition,
24 walking trails will be installed in the park.

25 Both of those park projects are part

1 of the county parks master plan and none of these
2 projects will be undertaken without the
3 collaboration and the partnership between the county
4 and Natirar Resort Development.

5 At this point, to the county
6 administrator, I don't know if you want to add any
7 comments about the project itself. Do you want to
8 say about the county process.

9 MR. DeMARCO: You should put in the
10 chat that there's something wrong with the county
11 microphone.

12 No, look, it's the most utilized park,
13 recreational area in north Somerset County. The
14 parking lot is filled every weekend, whether it's
15 sunny, cold, winter.

16 Providing those barns as additional
17 amenity space for the public, not everyone goes to
18 Ninety Acres. Not everyone's going to utilize the
19 hotel. So that public component really make this
20 collaboration very attractive to us.

21 On the private side, having that
22 hotel, having that function space, having the number
23 of visitors that are stated in the application, we
24 were very hard hit with a lack of tourism. Our
25 tourism was based, is based on business tourism.

1 Having an event or experiential tourism to replace
2 that is really one of our goals that this falls in
3 line with. It becomes an attractive site. It draws
4 people in.

5 It's close proximity to other areas.
6 You know, having people come with their walking
7 wallets into Somerset County does provide an
8 economic benefit, and this is something we really
9 want to polish and continue.

10 It's a long-standing project that we
11 haven't been able to fund. Absent this, we cannot
12 do this project.

13 MR. JESSUP: Right. So I think just
14 picking up on one of the things Joe mentioned from
15 a, sort of a data period of time, right, so when
16 this project is complete, we're expecting over
17 17,000 occupied hotel rooms per year, right. That's
18 33,000 guests at the hotel, visiting the county and
19 the park.

20 The two restaurants within Natirar are
21 forecast to have 66,000 and 57,000 annual patrons
22 each year respectively.

23 So it's a significant resource to
24 drive tourism and recreation into the park.

25 So the county, the authority and the

1 borrower are really proposing to undertake this in
2 order to increase that recreation tourist activity
3 for the county, the park, Natirar Development, and
4 of course the surrounding municipalities.

5 Debt service on the bonds will be paid
6 from loan repayments made by Natirar Resort
7 Development and the bonds will also be secured by
8 the county guarantee, which of course lowers the
9 interest rate from 8 plus percent down to something
10 more marketable, more tolerable, and really it's
11 that shift that allows the total project to happen.

12 So importantly, the county is
13 protected on the county guarantee in several ways.
14 First, the county's going to get a leasehold
15 mortgage on the Natirar property which secures
16 Natirar's obligation to make the loan repayments.

17 In addition, Natirar's only lender
18 ConnectOne Bank which has loaned approximately \$79
19 million to Natirar already and is themselves secured
20 by a first priority lien mortgage on the property,
21 that bank has agreed to subordinate its mortgage to
22 the county's leasehold mortgage, meaning the county
23 will have a first priority lien on the property
24 ahead of ConnectOne's \$79 million loan.

25 In addition, ConnectOne expressly

1 required, in connection with subordination, to have
2 the right to make loan repayments on behalf of
3 Natirar if Natirar fails to pay because ConnectOne
4 does not want their mortgage primed by our, the
5 county's leasehold mortgage over a failed payment.
6 So ConnectOne has insisted that they have a right to
7 cure before the county is impacted. That's all sort
8 of the first security package.

9 Second, HVS conducted an appraisal on
10 the property and concluded that once the project is
11 complete, it will have a value of \$190 million. So
12 the county's guarantee is secured by a first lien
13 interest on the project that's valued over five
14 times the amount of the loan, and in addition, in
15 accordance with the appraisal, project revenues are
16 four times, over four times debt service due on the
17 bonds, and that does not include any revenue that's
18 generated by the gray barns, right. That's all
19 added in revenue.

20 Third, revenue from the existing
21 operations, even if the project is never completed
22 and the hotel goes empty, which nobody thinks will
23 happen, then the last existing revenues are to pay
24 the loan.

25 So we're not really looking at the

1 future revenue of the project itself. That's what
2 makes the coverage so significant.

3 And then fourth, finally, the bonds
4 will be funding a debt service reserve fund equal to
5 one year's principal and interest in the event of a
6 nonpayment effectively providing an 18-month window
7 for the county, the authority, the developer, the
8 bank and anyone else to find a longer term solution
9 if for some reason there were a stress on the
10 developer's project finances.

11 So as you heard, I think Joe mentioned
12 earlier, so that this has been a long and successful
13 partnership between the county, the improvement
14 authority and Natirar, and this is sort of the next
15 evolution of that partnership that allows the county
16 to execute on its master plan and promote the
17 tourism and recreational benefits that the enhanced
18 park and the enhanced Natirar project will provide.

19 And with that, I will stop and see if
20 you have any questions.

21 MS. SUAREZ: Well, thank you for that.
22 I appreciate the presentation very much.

23 Certainly answered some of the
24 questions that I was going to pose in public session
25 that I just wanted to highlight from our initial

1 meeting on this application, which I think is always
2 helpful during those pre-meetings to kind of gather
3 a better understanding of what's being accomplished
4 here.

5 As you mentioned, Natirar is certainly
6 not new to the board, and I think if we can maybe
7 just highlight or put a fine point on a couple of
8 the items, I think that would just be helpful.

9 One is that, I know we kind of walked
10 through it a little bit, but if we can just go over
11 quickly the decision kind of to obtain the county
12 guarantee and how that's going to be advantageous
13 both to the county as well as to the project itself?

14 MR. JESSUP: Sure. So when we were
15 looking at the original project, right, only funding
16 the Natirar Development piece, again, when we first
17 came to you all, it was at 5 and-a-half percent
18 interest rate. Obviously, there's a debt service
19 component to that. The project can afford what it
20 can afford.

21 By the time we got to trying to get
22 that loan done, interest rates were at 7 and-a-half.
23 They're at 8. They're climbing up to 9 percent.
24 That has a significant impact on cash flow.

25 So it really created an opportunity to

1 say, well, wait, if the county provides a guarantee,
2 we get the interest rate back down to where it was,
3 while generating additional bond proceeds that can
4 be used to execute on a county's portion of its
5 master plan, which is then repaid for by the
6 developer and not by the county or the county
7 taxpayers.

8 So the county guarantee is really what
9 creates this opportunity because we went from 5
10 and-a-half percent interest to 8 percent interest,
11 let's say back to 5 and-a-half percent interest, but
12 instead of borrowing \$28 million, we can borrow \$36
13 million, for example.

14 So the county guarantee was critical
15 to expanding the scope of the project and allow the
16 county to undertake a project that, again, is paid
17 for by the developer, not by the county, the county
18 budget, the county taxpayers, and is secured, we
19 believe, significantly through the four mechanisms
20 that we described in the initial presentation.

21 MS. SUAREZ: Appreciate that. And
22 also appreciate the touching on the subordination of
23 the loan because I think that's a rarity in these
24 circumstances for a bank to kind of do that, but
25 certainly allow this to move forward.

1 Any other questions from the board or
2 the public?

3 Okay. Well, then, hearing none, do we
4 have a motion to issue positive findings on the
5 project and the county guarantee?

6 MR. MAPP: A motion to approve.

7 MR. Di ROCCO: Second.

8 MR. BENNETT: I have Mr. Mapp,
9 Mr. Di Rocco second.

10 Ms. Suarez.

11 MS. SUAREZ: Yes.

12 MR. BENNETT: Mr. Mapp.

13 MR. MAPP: Yes.

14 MR. BENNETT: Mr. Di Rocco.

15 Looks like you're back on mute,
16 Mr. Di Rocco.

17 MR. Di ROCCO: Yes. Sorry.

18 MR. BENNETT: Mr. Close.

19 MR. CLOSE: Yes.

20 MR. BENNETT: Mr. Avery.

21 MR. AVERY: Yes.

22 MR. BENNETT: And Ms. Rodriguez.

23 MS. RODRIGUEZ: Yes.

24 MR. BENNETT: Motion approved.

25 MR. JESSUP: Thank you very much.

1 MS. SUAREZ: You're welcome. Looking
2 forward to seeing the park.

3 The next application appearing before
4 the board today is the New Brunswick City Parking
5 Authority. I see Mr. Johnson. I see Mr. Kennedy.

6 MR. KENNEDY: Good afternoon.

7 MS. SUAREZ: Mr. Inverso.

8 MR. JOHNSON: We have Mr. Kennedy, the
9 executive director of the parking authority,
10 Mr. Bright Rajaratnam, who's the CFO, and Anthony
11 Inverso, NW Financial Advisors, and myself, Everett
12 Johnson, bond counsel.

13 MS. SUAREZ: Let's get everyone else
14 sworn in, Mr. Johnson.

15 MICHAEL KENNEDY

16 BRIGHT RAJARATNAM

17 ANTHONY INVERSO

18 is duly sworn by a Notary Public of the State of New
19 Jersey and testifies under oath as follows:

20 MR. JOHNSON: Unmute yourselves to say
21 yes.

22 MR. RAJARATNAM: Yes.

23 MS. SUAREZ: All right, Mr. Johnson.

24 The floor is yours.

25 MR. JOHNSON: Thank you.

1 Good afternoon. The parking authority
2 of the City of New Brunswick is proposing to roll
3 over its \$800,000 subordinate project note, which
4 was originally issued to finance acquisition of
5 certain retail facilities located adjacent to the
6 authority's parking facilities that were previously
7 owned and operated by the New Brunswick Housing
8 Authority.

9 This note was originally issued with
10 positive findings from this board on June 8, 2016.
11 Sorry, positive findings were granted on June 8,
12 2016, and the note was issued subsequently
13 thereafter. The note has been annually rolled over
14 to date.

15 In the original application, it was
16 anticipated the notes to be outstanding until 2021.
17 As was the plan, an application submitted in 2016,
18 another application was submitted in 2019 seeking to
19 renew the note beyond the third anniversary date of
20 its originally issuance.

21 Due to unforeseen circumstances
22 existing since the last application, the authority's
23 here again seeking approval of this board to renew
24 the note another three-year period granted during
25 the last application.

1 Just to provide some background on the
2 note and the project which the note is financing, in
3 1992, the park, the Housing Authority of New
4 Brunswick issued \$55,295,000 of lease revenue bonds
5 to finance a multipurpose complex in the City of New
6 Brunswick consisting of a Rutgers student apartment
7 complex, a parking debt for Rutgers in RWJ
8 University Hospital, a health club facility and
9 retail facilities.

10 A \$3 million portion of the housing
11 authority's bonds were allocated to the retail
12 facilities, which consisted of a 13,000 square foot
13 six-unit ground level retail strip mall. It was
14 owned and operated by the housing authority for
15 years.

16 The security for that particular
17 portion of the bonds were the lease payments
18 received on the retail facilities and a guarantee by
19 the City of New Brunswick in the event such lease
20 payments were ever insufficient to pay principal and
21 interest on such portion of those bonds.

22 Fortunately, lease rent, the leases
23 from the retail facilities were always sufficient to
24 make such payments and the city guarantee has never
25 been called upon to make any of those payments.

1 Over the years, the housing authority
2 operated those facilities through leasing companies.
3 However, in 2016, the management of retail, which
4 the then current leasing company, had become
5 problematic and it was agreed to by the mayor and
6 the commissions of the housing authority and the
7 parking authority that it will be more sufficient
8 for the parking authority to take over the direct
9 management of the facilities given the fact that
10 retail facilities in various large scale
11 multi purpose government projects and it sponsored
12 for the city over the years.

13 The legal structure, financing
14 structure for the parking authority to take over the
15 retail facilities entailed, among other things, the
16 issuance of this \$810,000 subordinate project note.

17 At the same time from 2016, the
18 parking authority also refunded about \$117 million
19 of bonds that were originally issued in 2010, and
20 this refunding basically allowed, what allowed the
21 time, the reserve fund for the parking authority to
22 drop from about \$21 and-a-half million down to about
23 \$18 million dollars in 2021.

24 That's the plan in 2016, was to have
25 the parking authority use a portion of the release

1 reserved funds that it anticipated receiving in 2021
2 to pay off this note in 2021 at that point in time.
3 And this board signed off on that plan in 2016 and
4 2019.

5 However, what the parking authority
6 could not have predicted was the impact of COVID-19
7 and what it would have on its parking revenues. As
8 a result, any savings realized from the release of
9 the reserved fund monies in 2021 were used to fund
10 operations of the parking authority.

11 In 2020 and 2021, respectively, the
12 parking authority had shortfall revenues of \$8.9
13 million and \$10.3 million respectively.

14 However, the new plan is that the
15 parking authority is in the process of selling land
16 it that used to house one of its parking garages to
17 downtown HUB Associates, LLC, which will attain its
18 funds land from the authority through a bond
19 financing of the municipal improvement authority to
20 finance the New Jersey Health + Life Science
21 Exchange in the county known as the HELIX project.

22 The HELIX project was supposed to
23 close in April 2023, has been a bit delayed. As a
24 result, the parking authority will not receive the
25 payment from Downtown Associates prior to maturity

1 of the 2022 note which till mature on June 7 of
2 2023.

3 However, the parking authority fully
4 expects the HELIX project to close in the third
5 quarter of this year, in which case downtown HUB
6 Associates will complete the land from the authority
7 and the authority will in turn use monies received
8 from the sale of its land to pay the principal and
9 interest on this note.

10 The authority is seeking to roll over
11 this note just to give it a little bit more time to
12 receive money from the sale of the land to pay it
13 off.

14 The facility authority requests this
15 board's approval under Section 40A:5A-24 of the
16 local authority's control law for the issuance of a
17 2023 project note.

18 If you have any questions, I will
19 entertain them at this point in time.

20 MS. SUAREZ: Thank you very much,
21 Mr. Johnson.

22 One of the things that I just wanted
23 to highlight that I think we discussed previously, I
24 think was kind of important is parking authorities
25 and utilities across the state really took a hit

1 during the pandemic and post-pandemic, and one of
2 the things that I thought was also helpful for the
3 applicant was the resurgence of a bit of revenues
4 coming in.

5 So where are we percentage-wise in
6 recovering post-pandemic?

7 MR. JOHNSON: Bright or Matt.

8 MR. RAJARATNAM: Mat, do you want to
9 answer? I don't hear Matt.

10 MR. JOHNSON: Matt's on mute.

11 MR. RAJARATNAM: There he is.

12 MR. KENNEDY: I believe, depending on
13 the revenue category, we're 70 to 80 percent of the
14 zenith of COVID-19 pre-pandemic, although Bright
15 could give us a more specificity for the latest
16 figures.

17 MR. RAJARATNAM: Yeah, I think you're
18 right. It's been pretty much around 80 percent of
19 2019 revenue numbers.

20 MR. JOHNSON: I think you mentioned
21 before, Bright, in our conversation that 2019 was
22 kind of like the peak of revenues for the authority,
23 and so being 80 percent of 2019 is probably a higher
24 percentage in terms of what it would have been
25 compared to revenues in 2016, '17, '18.

1 MR. RAJARATNAM: Yeah, of course, yes.

2 MS. SUAREZ: No. I appreciate that

3 very much.

4 I will open it up to see if the board

5 or members of the public have any additional

6 questions.

7 Okay. Hearing none, do we have a

8 motion?

9 MR. MAPP: Motion to approve.

10 MR. Di ROCCO: I'll second it.

11 MR. BENNETT: I have Mr. Mapp moving,

12 Mr. Di Rocco seconding.

13 Ms. Suarez.

14 MS. SUAREZ: Yes.

15 MR. BENNETT: Mr. Mapp.

16 MR. MAPP: Yes.

17 MR. BENNETT: Mr. Di Rocco.

18 MR. Di ROCCO: Yes.

19 MR. BENNETT: Mr. Close?

20 You may be on mute right now,

21 Mr. Close.

22 Mr. Avery.

23 MR. CLOSE: Yes.

24 MR. AVERY: Yes.

25 MR. BENNETT: Mr. Close and Mr. Avery.

1 And Ms. Rodriguez.

2 MS. RODRIGUEZ: Yes.

3 MR. BENNETT: Motion approved.

4 MR. JOHNSON: Thank you very much.

5 Have a good day.

6 MR. RAJARATNAM: Thank you.

7 MS. SUAREZ: Best of luck. Thank you.

8 MR. RAJARATNAM: Thank you.

9 MS. SUAREZ: And I believe this is
10 going to be the final applicant appearing before the
11 board today, and that is Gloucester Township.

12 MR. WINITSKY: Jeff Winitsky, from
13 Parker, McCay, bond counsel to Gloucester Township.

14 Also on the line, I believe -- is that
15 my speaker having a feedback?

16 MS. SUAREZ: I think it's actually
17 coming from the board room.

18 MR. WINITSKY: Oh, okay. And I
19 believe also with us today is the mayor of
20 Gloucester Township, Dave Mayer; current president,
21 Orlando Mercado; Christie Aaron; financial advisor
22 to the township Josh Nyikita; the township's
23 auditor, Bob Nehl; and I'm not sure if the
24 township solicitor Dave is also with us today, but
25 that's who I can see.

1 MR. MAYER: Director, thank you so
2 very much for your time this morning, and on for the
3 board's consideration of our application.

4 I'm Dave Mayer, the mayor of
5 Gloucester Township, and we have been thinking --

6 MR. WINITSKY: Mayor, hold on one
7 second. Everybody needs to be sworn in before we
8 start testimony.

9 Sorry to interrupt. Just want to make
10 sure it's all done on the record appropriately.

11 DAVID MAYER
12 ORLANDO MERCADO
13 CHRISTIE AARON
14 TOM CARDIS
15 JOSH NYIKITA
16 BOB NEHILA

17 is duly sworn by a Notary Public of the State of New
18 Jersey and testifies under oath as follows:

19 MR. MAYER: Director, again, as I was
20 saying, that's so very much for your time in the
21 board's consideration of our application.

22 We have given this a lot of
23 consideration, and as you know it was unanimously
24 approved by every commissioner of our MUA, as well
25 as every member of our town council, and as Jeff

1 mentioned, Orlando Mercado is here with us.

2 I appreciate your consideration and
3 I'll hand it back to Jeff.

4 MR. WINITSKY: Thank you.

5 So as the mayor had mentioned, we are
6 here today seeking approve pursuant to N. J. S. A.
7 40A:5A-20 to finally adopt an ordinance that would
8 authorize the dissolution of the Gloucester Township
9 Municipal and Utilities Authority.

10 Pursuant to the local authority's
11 fiscal control law --

12 MS. SUAREZ: If I could just interrupt
13 you for one second. I'm sorry.

14 Mayor, and I hate to do this to you,
15 is there a way we can mute your board room while
16 Jeff is testifying. We're getting a lot of feedback
17 and I want to make sure we can get it on the record
18 correctly. Thank you so much.

19 MR. WINITSKY: Okay. Should I back up
20 for clarity? No, okay.

21 As I was saying, pursuant to the local
22 authority's fiscal control law, municipality that
23 has established an authority may dissolve that
24 authority by virtue of an ordinance if it is found
25 by this board that two specific attributes have been

1 met.

2 The first is that the ordinance makes
3 adequate provision for the payment of all creditors
4 or obligees of the authority, and the second is that
5 adequate provision has been made for the assumption
6 of those services provided by the authority which
7 are necessary to protect the health, safety and
8 welfare of the recipients of those services.

9 So it is our view, and we'll get into
10 all this as we go, that the township will be able to
11 satisfy both of those requirements such that the
12 approval for the adoption of the ordinance would be
13 warranted.

14 But before I get into the two prongs
15 in satisfaction, I think it's probably helpful to
16 get a little background on the authority itself so
17 you understand who they are and what it is we're
18 seeking to.

19 Specifically, the Gloucester Township,
20 I'll refer to it as the authority for purposes of
21 the presentation, was established by the township in
22 1963. Its primary function is relatively limited in
23 that it maintains and services a sewer conveyance
24 system that is discharged into and treated by the
25 Camden County Municipal Utilities Authority.

1 The authority doesn't treat
2 wastewater, nor does it have any water service or
3 other treatment facilities. Rather, it's simply a
4 conveyance system.

5 That system includes 51 pump stations
6 with an associated 13 miles of sanitary sewer, force
7 mains, 368 miles of sanitary sewer gravity mains and
8 over 4,000 manholes, all of which transfer about 8.8
9 million gallons per day into the CCMUA's system.

10 The authority provides service to
11 around 30,000 equivalent dwelling units.
12 Substantial majority, over 99 percent, in fact, are
13 located within the township. There are several
14 portions of the system outside of the township in
15 Runnemedede, in Pine Hill, in Magnolia and in Winslow
16 Township, but as I said, 99 percent of the -- with a
17 few still on separate systems.

18 In addition to the sanitary sewer
19 services that I just described, the authority is
20 responsible for a portion of the township's solid
21 waste program that includes two specific items; one
22 being the collection of recyclable materials, that
23 being glass, paper, etc., and the other is the
24 operation of a composting facility.

25 The authority's solid waste operations

1 such as they are are done under a separate budget,
2 which is primarily supported by the township
3 pursuant to an existing shared services agreement.
4 That agreement is referred to as a Global Services
5 Agreement. It's been in place for quite a few
6 years.

7 And those operations are also
8 subsidized largely from revenue generated by
9 composting sales and tipping fees at the facility.

10 The township here is fully expecting
11 to and intends to provide the same services that I
12 just described that the authority presently provides
13 with the same level of quality and efficiency.

14 For purposes of effectuating the
15 dissolution, the township has undertaken an
16 extensive review, a comprehensive analysis and a
17 diligence process in order to sure that the
18 dissolution of the authority could be or should be
19 undertaken at the end of the day.

20 That process included engagement of
21 the township's financial advisor who's on the
22 hearing today; its auditor; all of its insurance
23 consultants; separate employment law consultant; a
24 litigation consultant; its solicitor; our firm and
25 others, the result of which put together a

1 comprehensive dissolution report which we included
2 as part of our application.

3 I'm hopeful that the director and
4 other members of the board had an opportunity to
5 take a look at, because it really does a, we
6 believe, really comprehensive review as to what
7 we're doing, why we're doing it, etc. And I'll get
8 into it as we go, but to the extent that you're
9 looking more for information, please refer to that
10 report.

11 The township is undertaken a
12 dissolution really for four primary purposes. One
13 it conforms with the larger state policy for the
14 reduction and redundancy in governmental entities;
15 two is greater accountability to its own electric
16 rate; three is enhanced operating efficiencies; and
17 four is financial considerations, each of which I'll
18 sort of go through separately.

19 So starting with conformance with the
20 larger state policy for reduction and redundancy, as
21 this board is I'm sure aware, the state has made it
22 a policy for over 30 years to encourage reduction in
23 the number of governmental subdivisions, such as
24 municipal governing bodies like the township, where
25 appropriate, should directly control those services,

1 right.

2 So here, that's exactly what we're
3 doing, right, and in fact, when you look at sewer
4 utilities, specifically sewer utilities in Camden
5 County, 21 of the 35 municipalities control their
6 sewer utilities.

7 In our neighboring counties in
8 Burlington and Gloucester, starting with Burlington,
9 17 of the municipalities have their own municipal
10 sewer systems, and in Gloucester 14 out of 22.

11 So this isn't a unique situation.
12 Rather, it's more the norm than not, and ultimately
13 upon dissolution, we believe eliminating a layer or
14 another agency provides direct accountability for,
15 right, and control by the governing body here.

16 So that's really what we're doing, and
17 as the mayor had mentioned earlier, the MUA
18 unanimously approved its own dissolution. So
19 clearly, this is a commonality of purpose and
20 commonality of understanding to do so.

21 From an efficiency perspective, the
22 partnership believes that consolidation of
23 operations of the authority into the township
24 creates more value to taxpayers and rate payers
25 through scale and efficient use of resources,

1 including elimination of duplicative services, cost
2 of board operations, consolidation of finance
3 operations, consolidation of administrative
4 functions, integration of infrastructure
5 improvements and unified capital plan.

6 I mean, ultimately what the authority
7 here does is largely underground. You have to pull
8 up pipes. You have to do lots of things. We're
9 very much helpful where you can coordinate with the
10 township to do so with their own roadway department
11 and have a unified capital plan, just make a lot
12 more sense and saves money at the end of the day.

13 From a finance perspective, which I
14 touched on for a minute, the duplication of the
15 authority and the assumptions of its functions will
16 not create any financial burden on the township.

17 In fact, and interestingly, the
18 authority has been and remains a financially sound
19 and very well operated utility, or excuse me,
20 authority, with good cash flows, and in fact,
21 positive cash flows at the end of the day.

22 So the township's assumption of it
23 will not create any financial burden upon it in that
24 it's really running very well. It's really
25 ultimately, the goal here is to just make the entire

1 enterprise more efficient and under one roof, right,
2 and as I mentioned before, it's got two key
3 components, one being sewer services and one being
4 the solid waste components of which the township
5 already aren't responsible for. So we're really
6 just bringing it all in house at the end of the day.

7 So as I had sort of started the
8 discussion, there are two prongs here. One that
9 adequate provision has been made for creditors and
10 obligees upon dissolution, and let me just speak to
11 that for a minute.

12 As we have provided to you and as I
13 mentioned, we did a comprehensive analysis to
14 determine all of the outstanding obligations of the
15 authority in terms of its liabilities, creditors,
16 assets, fiscal responsibility, etc., and in doing
17 so, we took a look at audits, budgets, financial
18 reports, review of all of their contracts,
19 agreements, vendor agreements, etc. Also looked at
20 their insurance requirements, permitting and
21 anything and everything for which we would have a
22 financial responsibility upon assumption.

23 And what we found is that, upon
24 dissolution, the township would be able to manage
25 all of that, and in fact, would be able to do very

1 efficiently through a newly created utility.

2 Let me just speak to debt obligations
3 because typically that's the largest burden upon any
4 authority here. The authority has four outstanding
5 series of bonds, all of which are through the iBank
6 in the approximate amount of about \$3 and-a-half
7 million. They fully mature in 2037 and debt service
8 drops off significantly in 2030.

9 The township is not seeking to
10 refinance that debt because all of that debt is
11 through the iBank and extremely low market rates.
12 If we attempted to refund it or refinance it with
13 our own bonds, we would be paying significantly
14 more. So it doesn't make a whole lot of financial
15 sense to do so.

16 To assume it, we've already engaged in
17 conversations with iBank to ensure that all the loan
18 agreements that exist between the authority and the
19 iBank can be assumed by the township. They have
20 given us our preliminary thumbs up pending this
21 discussion, and where this ultimately lands, and
22 also pending further discussion with the DEP in
23 terms of permitting processes and otherwise.

24 And in fact, while we were waiting to
25 get on this call today, Nolan, who is bond counsel

1 for the iBank gave me his representation that the
2 iBank board who is also in a meeting today would
3 approve the assumption.

4 So we're well on our way to being able
5 to do so, subject to our further discussions with
6 DEP for permit transfers. So we're in good shape
7 there.

8 And with respect to all of the other
9 creditors and obligees that we mentioned, as I have,
10 we have done a comprehensive analysis of what those
11 contracts look like, what they might cost in terms
12 of operations and revenues, etc., and we've had the
13 authority's budget reviewed and have a real clear
14 understanding of what it might look like on the
15 other side.

16 As part of that process, we have also
17 looked at what would be required for purposes of
18 preventative maintenance, repair, capital
19 improvements, etc., because obviously that's part
20 and parcel of what we'll need to do on the other
21 side.

22 So we engaged our own engineering firm
23 Remington and Vernick to do a comprehensive analysis
24 of the system, what it looks like and what they
25 think it might need by virtue of capital

1 improvements. That was part of our dissolution
2 report.

3 They, of course, took a close look at
4 all the pump stations, what they could see with
5 respect to pipes, maps, etc., and they identified
6 obviously what is needed by way of preventive
7 maintenance and identified a couple of, what I'll
8 call more priority projects, projects that they
9 believe probably need to be done in the next couple
10 of years. There's really three or four main ones.

11 What the authority has done
12 previously, because it's been run relatively well, a
13 lot of that has been paid for in budget, and where
14 necessary, they would go to iBank for low cost
15 financing.

16 The township would likely and would,
17 of course, do the same thing, low cost financing.
18 Why wouldn't you do the same when it's your utility?
19 But we believe whatever it is, we'll be able to handle
20 it from a financial perspective, right?

21 So we believe that we're sort of able
22 and ready to handle and have identified all of the
23 creditors, obligees, etc.

24 So that leads us to this second prong.
25 The second prong is that adequate provision is being

1 made for the assumptions and services provided by
2 the authority upon its dissolution, and in that
3 respect, we believe that we are ready to do so. And
4 I'll sort of just quickly run through what it's
5 going to look like on the other side, meaning after
6 dissolution occurs.

7 The township expects to create two new
8 departments as part of its hierarchal structure, one
9 being a sewer utility department and the other being
10 the global solutions department. One obviously
11 handling all the functions of the sanitary sewer
12 that the authority currently does, the other
13 handling the composting and recycling programs which
14 the township is sort of doing anyway, but what we'll
15 do is we'll have two separate departments, both of
16 which will then report to the township administrator
17 who will then report to the mayor and the governing
18 body, as every other department head currently does
19 for the township.

20 What we expect to do is to hire every
21 single employee who is currently employed by the
22 authority, both for certainty of services and
23 expertise, right.

24 At the end of the day, we have no
25 plans to let anybody go. We understand that they

1 know how to run a system better than we do and we
2 need and want their services and expect to hire
3 every single one of them, and we've had
4 conversations with all those employees prior to this
5 meeting to make sure they understand this is
6 happening. I believe the board of commissioners for
7 the authority has done the same.

8 Upon their transfer over to the
9 township, all those folks will have the same level
10 of seniority. We expect to honor all of the
11 collective bargaining agreements that they are
12 currently under, and we've done a very careful
13 analysis through our employment lawyers to ensure
14 that we can do that. And we expect the operational
15 structure that the authority employs to sort of
16 remain in place. It just makes sense, right? The
17 only difference being is they will report to the
18 township administrator and then up through the
19 governing body.

20 As I mentioned earlier, we also will
21 assume all of the debt of the authority and we will
22 transfer all of its existing permits over to the
23 authority -- over to the township, and we're working
24 with the DEP to do so.

25 Policy making that was otherwise done

1 by the board of commissioners, the authority will
2 now be done and transferred, done by and transferred
3 to the mayor and the administrator and then
4 obviously signed off by the governing body.

5 And we'll also integrate all of their
6 purchasing, accounting, MIS systems, payroll, etc.,
7 to ensure that everything that they are doing is
8 brought into the township's own systems, right, and
9 obviously that's a process, but we've already
10 identified what needs to be done and how to do it.

11 And in doing so, actually, we believe
12 that integrating all of those admin functions and
13 otherwise is going to create savings, right, because
14 you're getting rid of redundancies. You've got
15 unified fleet maintenance. You've got unified
16 coordination of services, of infrastructure
17 improvements, etc. So we believe that all of the
18 above adequate provision has been and will be made
19 for the continuation of the services that authority
20 provides by the township.

21 So in addition to everything that I've
22 discussed, the township is keenly aware that this
23 board is particularly sensitive to dissolving
24 authorities where there is a perception, rightly or
25 wrongly, of a, quote/unquote, cash grab with respect

1 to any surplus that an authority may maintain, and
2 this authority, because it has been run ably for
3 many, many years does, in fact, have a surplus.

4 So one would say is it really just
5 about grabbing those dollars, and the answer is no,
6 for a couple of reasons.

7 One, as I mentioned, we're not
8 refinancing the authority's debt, and because we're
9 not doing that and we're simply assuming it, there
10 is a bond resolution in place. That bond resolution
11 by its terms has specifically required reserves.

12 One is a reserve, renewal and
13 replacement fund, which essentially exists to ensure
14 that to the extent there's needed improvements or
15 reconstruction, repairs, etc., there are dollars set
16 aside to do so, right, and right now it's funded at
17 around \$2 million. And there's also a separate
18 operations reserve which has got around half a
19 million dollars in it, essentially to offset any
20 cash flow inefficiency or cash flow shortfalls that
21 the authority might have in any given year.

22 And so the township cannot and would
23 not seek to do anything with those reserves because
24 iBank expects them to remain in place. Trustee
25 expects them to remain in place. And they should be

1 in place at the end of the day.

2 The authority does have additional
3 surplus, which fortunately, or unfortunately, sits,
4 right? The authority's not doing anything with it
5 'cause it really can't. It doesn't really make a
6 whole lot of sense to deploy it for debt reduction
7 or defeasance. It's not the best use of funds.

8 You're not sort of in a position to
9 reduce rates because it's not enough to do so, and
10 at the same time they can't push it all over to the
11 township because the statutes don't allow them to.

12 So the hope here is to take that
13 residual surplus and move it over to the township's
14 general fund for relief to taxpayers.

15 And remember, as I said, 99 percent of
16 the folks who use the system, who are rate payers
17 are also taxpayers. So it's the same group of
18 people.

19 So it's the idea to say we're going to
20 hopefully keep rates where they are. We're going to
21 take this surplus that isn't doing anything, sort of
22 just sitting there, and reduce the tax burden for
23 the same folks.

24 So it's not a cash grab by any means.
25 It's simply best use of dollars that exist to help

1 the very same people who are rate payers who are
2 also taxpayers.

3 So we're hopeful that this board
4 understands that we are cognizant of what should
5 remain, what will remain and what is the best use of
6 any surplus that remains.

7 So for all the reasons that I just
8 described, and I probably went on longer than I
9 should have, but we believe that the two prongs of
10 the statute are met with respect to final adoption
11 of the ordinance in that we have -- we are able to
12 handle all credit and obligations of the authority
13 and adequate provision will be made for the
14 assumption of the services upon its dissolution.

15 So with that, and I know I threw a lot
16 at you, if you have any questions, we've got
17 everybody that you might need to on the line today
18 to answer any further questions, and of course, if
19 the mayor or anybody else has any other comments
20 that they'd like to make, I'd certainly like them to
21 do so.

22 MS. SUAREZ: Thank you very much.

23 MR. WINITSKY: Tom, I think you're on
24 mute if you were going to say something. No, okay.

25 MS. SUAREZ: He was happy to leave

1 that up to you, Mr. Wini tsky.

2 MR. WINITSKY: Right.

3 MS. SUAREZ: Okay. So I have just a
4 few questions. Very much appreciate all of the back
5 and forth during our review of the application.

6 Before I guess I jump into some of the
7 questions that I have, I know we did get some
8 correspondence from members of the public and some
9 potentially interested parties.

10 So before I delve into my questions,
11 I'm just going to do the opposite of what I normally
12 do and see if there are any members of the public
13 before we go to myself and the board members.

14 If you do, and you can utilize the
15 raise hand application, it makes my life a little
16 easier to get everybody into the cue. So let me
17 just see who we do have here.

18 I have a D. Palmer is the first one
19 up.

20 MR. PALMER: Yes, thank you. By the
21 written testimony, thank you for this opportunity.
22 I did have comments to Mr. Bennett which you do
23 have.

24 Background, I am a citizen, resident
25 of the township. I'm a licensed professional

1 engineer in both New Jersey and Pennsylvania,
2 licensed professional planner in New Jersey. I have
3 over 40 years experience as a wastewater and a water
4 resources engineer, working on over half a billion
5 dollars worth of projects.

6 My own professional opinion, I always
7 find authorities, better way, a better way to run
8 these kind of facilities to have the ability to put
9 a laser focus on complex DEP rules, regulations and
10 permits and municipality versus a lot of other
11 things they have to do, and sometimes when you see,
12 you have, I don't want to call them distractions,
13 but you have trash, you have police, you have fire,
14 you have snow removal, leaf removal, all those kinds
15 of things. I also feel authority is a better way to
16 run this kind of facility.

17 By the way, should I be sworn in? No,
18 okay.

19 With that said, notwithstanding the
20 testimony that's been given today, I don't believe
21 any funds should be transferred to the township.
22 These funds be raised by the rate payers, they
23 should remain solely for the use and benefit of the
24 rate payers.

25 While maybe the testimony was 99

1 percent of the town is tied in, there are some areas
2 with septic tanks. There's also, have very large
3 areas of open space, land that's not developed yet.
4 So those properties are paying property taxes, not
5 paying a sewer bill.

6 Anecdotally, started my career with
7 DEP and enforcement, and during those times I found
8 most of my enforcement actions were dealing with
9 municipalities rather than authorities because the
10 authorities act to raise funds, invest in
11 infrastructure, run the facilities rather than have
12 the funds sent to other areas and other purposes.

13 So I have that any benefit, any
14 surplus should remain with the authority nor
15 infrastructure investments, and I know with dealing,
16 as I said, 40 years of experience in this field as a
17 licensed professional engineer as well as being
18 involved in very large projects and more so today
19 those aging infrastructures need repair, all funds
20 should remain with the authority. Thank you.

21 MS. SUAREZ: Thank you, Mr. Palmer.

22 Next up we have Peggy Gallos from the
23 AEA.

24 MS. GALLOS: Good morning, everyone.

25 Thank you, my name is Peggy Gallos. I'm the

1 executive director of the Association of
2 Environmental Authorities, and Gloucester Township
3 MUA has been a longtime member of our association
4 and I hope will continue to be a member as a
5 municipal utility.

6 We have both authorities and municipal
7 utilities. We speak on behalf of the value of the
8 public model of the authority as a valid model of
9 service delivery. Dennis Palmer has very eloquently
10 explained some of the reasons for that so I won't go
11 into that.

12 I also want to say that I'm a little
13 bit reluctant to admit that I have never
14 participated in one of your meetings live. I've
15 read minutes from meetings. And so it's really
16 reassuring to hear the detailed review that the
17 previous cases have gotten, and I'm sure that this
18 one will get as well.

19 And that's important because one of
20 our concerns, long-term, across the state has been
21 that these kind of major decisions that are being
22 taken are not always taken with clear transparency,
23 that they're taken very quickly, and that they're
24 taken with without enough of a process, a thorough
25 review.

1 I actually just have a couple of
2 questions that I would like to ask, and I think
3 three questions, and I don't know if you want me to
4 give them all at once and then I can be quiet or
5 just give one at a time? What would you prefer?

6 I'll just read them all at once and
7 then they can be addressed subsequently? How about
8 that?

9 Okay. So I would like to know how
10 much the undesignated fund balance, which you refer
11 to as a surplus, how much the undesignated fund
12 balance that is being reserved for debt, I'd like to
13 understand how much that amount is.

14 And then also the other question is
15 how much is the so-called surplus that's being swept
16 into the general fund? I'd like to understand how
17 much that residual surplus is being -- what amount
18 that is.

19 And then the other point I wanted to
20 make related to that is, has there been
21 consideration for the fact that many of our
22 utilities, municipal and authorities, do a lot of
23 their O and M and their capital work out of their
24 current budgets. In other words, they don't have to
25 borrow money. Whether the money costs you 1

1 percent, 3 percent or 12 percent, they don't have to
2 borrow it if they're using their undesignated fund
3 balance to execute their capital plan. And as I
4 say, we have a number of members who actually manage
5 a lot of their capital work in that way.

6 So I would just ask whether that has
7 been a consideration and whether that residual is
8 really a residual in that sense.

9 So anyway, so that's the question, the
10 two numbers, the undesignated fund balance going to
11 debt, the undesignated fund balance that's being
12 regarded as surplus that's going into the general
13 fund, and then the fourth -- third or fourth
14 question I have is, does the township plan to sell
15 the collection system, the sewer collection system
16 in the next five years.

17 And that's all. Thank you so much.

18 MR. WINITSKY: So I can answer some of
19 that, some of which I think we've already done in
20 our presentation, but I'm happy to go through it
21 again.

22 So you're using the term undesignated
23 fund balance. It's sort of said in different ways,
24 some call it unrestricted fund balance, some call it
25 undesignated fund balance, etc.

1 The amount is that, I'll call it free
2 cash as such, as it's not really free cash. In that
3 we've got -- let's just start with the total amount.
4 So the total amount is around 6.4 million.

5 Josh, do I have that right? I don't
6 know if he's still on, but if he is --

7 MR. NYIKITA: I was on mute, Jeff.

8 Yeah, about 6.15 million roughly.

9 MR. WINITSKY: 6.15 million.

10 Of that, a little over 2.4 is
11 specifically restricted by virtue of the bond
12 resolution, meaning there's a bond resolution in
13 place. Even if we wanted to, none of those dollars
14 can be released, right, and they can only be used
15 pursuant to the terms of the bond resolution, and as
16 I mentioned before, that's for operations and the
17 other is for renewal and replacement purposes; i.e.,
18 improvements, etc., right, as goes the authority,
19 whatever, when they need them they can use them. If
20 they use them, they replace them, right. The bond
21 resolution requires that.

22 So the residual, right, is the net
23 difference between the two, which is, what's that
24 3.7 or somewhere around there-ish --

25 MS. GALLOS: Four million.

1 MR. WINITSKY: -- that remains.

2 So as part of that question, you had
3 asked what amount of that is reserved for debt
4 service, I believe that was your question?

5 MS. GALLOS: Well, I think you just
6 explained that. Thank you. You just said that the
7 2.4 is the restricted amount.

8 So the remaining four million is
9 what's being swept into the general fund; is that
10 correct?

11 MR. WINITSKY: First, nothing is
12 getting swept into the general fund. The idea is
13 that we would think that would be the best use for
14 same, right, because the folks who are using the
15 system are taxpayers as well as rate payers, right?

16 So to the extent that you can mitigate
17 against increases in taxes, which would now include
18 for this utility, would be a good thing. So that is
19 the thought process of the township to do so at the
20 end of the day.

21 Was there a third question? I think
22 you had three. What was the last one?

23 MS. GALLOS: Yes. What are the plans
24 to sell the system in the next five years, if there
25 are any?

1 MR. WINITSKY: Yeah, I defer -- it is
2 not my understanding there there's any expectation
3 to sell the system, either the global services or
4 the sanitary sewer, right? I can't possibly speak
5 to what a new mayor or a new governing body may or
6 may not do, but for purposes of those who are on
7 this call today, there is no current expectation to
8 sell either portion of the system.

9 MR. MAYER: Ms. Gallos, Jeff's
10 correct, we have not had any discussions regarding.

11 MS. GALLOS: Thank you.

12 MS. SUAREZ: And then I did see a
13 third person with their hand up. It's not up any
14 longer.

15 Mr. Heinbaugh, do you have anything
16 you want to say or ask?

17 MR. HEINBAUGH: Yes, thank you.

18 My name's Peter Heinbaugh. I'm a
19 resident of Gloucester Township.

20 My questions are more focused on the
21 financial benefits to be derived from this.

22 In its application, the township does
23 list, have an itemized list of the financial
24 benefits, but other than a couple of smaller dollar
25 amounts, no dollar amounts are specified or itemized

1 of what -- of estimates of what these cost savings
2 and benefits are.

3 MR. WINITSKY: Well, you may not have
4 had the opportunity to get through the complete
5 application, so in the, I'll call it the front part
6 of the application, correct, there is not a dollar
7 amount, but if you look at the township's
8 dissolution report, we do, in fact, itemize where we
9 believe savings are going to occur, and that's
10 described, it's in Section 7 of the dissolution
11 report and it's derived as in a couple of areas.

12 One, sort of cost of the board of
13 commissioners itself, right? There are costs
14 associated with that. Integration of software
15 systems, etc., payroll system integration, insurance
16 cost savings, elimination of duplicative
17 professional services, attorneys, etc., engineers,
18 attrition for employees, etc., and sort of, and I'll
19 call them as we go, we'll probably find others
20 notably because we're bringing everything in house.

21 There's a very good coordination for
22 capital improvements for the new utility and we'll
23 call it, let's say the road department, Department
24 of Public Works, etc., because we'll know when pipes
25 are coming up we can coordinate in those kinds of

1 activities, fleet maintenance, mechanics, all that
2 kind of stuff.

3 So we don't have an absolute dollar
4 figure. A lot of this is pro forma, but that's sort
5 of where it stems.

6 MR. HEINBAUGH: Thank you, sir.

7 I am looking at this section of the
8 report, Section 7, and I do see those dollar amounts
9 listed, fairly small amounts for elimination of
10 commissioners and payroll consolidation and things
11 like that. But the other ones, like elimination of
12 professional services, the attrition, the insurance
13 plans consolidation, the collection rate, there's no
14 estimate of actual dollar amounts associated with
15 those bullet points.

16 MR. WINITSKY: Yes.

17 MR. HEINBAUGH: I find these things
18 work better and results are achieved and benefits
19 realized if these things are specified, if they're
20 tracked and measured and if they're reported to the
21 public or reported to responsible parties rather
22 than just left as kind of vague verbiage.

23 MR. WINITSKY: Well, I mean, you know,
24 without speaking for our consultants and others, I
25 think some of those numbers are hard to really

1 pinpoint, and we would be remiss to put a dollar
2 amount on it.

3 Let's just use professional services
4 as an example. At any given year, you might need a
5 lawyer for X but not for Y. So it would probably be
6 improper for us to just decide that the savings are
7 worth X, right, and ultimately we don't know
8 precisely what they're paying their professionals
9 versus what the township is paying for its own.

10 So rather than the misleading the
11 public, frankly, we believe that these will be
12 ancillary savings, right, and we believe dollars
13 will be there.

14 So we put the specific dollar amounts
15 where we knew and we could quantify savings. That's
16 not -- I understand your point. It's a good one.
17 But we didn't want to mislead anybody and say it's
18 -- let's pick a number, \$100,000 then it's not that,
19 right? I think that puts us in a worse position,
20 right, for any of these subcategories.

21 MR. HEINBAUGH: I don't know. I
22 disagree. I think estimates as targets that can be
23 measured and worked toward are a better way to go.
24 And some of those can be pretty well measured, like
25 an auditor and things like that.

1 But I hear your point, and I'll
2 probably bring up more detail on that at the
3 township's public hearing on this issue that will be
4 scheduled.

5 I do have other questions, though
6 related to the financial side. Attrition seems to
7 be a big cost saving item you refer to, but earlier
8 in your discussion, you mentioned that there will
9 not be any reduction at all in head count or
10 anything like that. So those comments kind of
11 conflict the way I see it.

12 MR. WINITSKY: Yeah, to address that,
13 sort of what I said and what we're saying here.

14 So when we talk about hiring all the
15 employees of the authority, that is to essentially
16 show that, one, we're not seeking to fire anyone and
17 save money that way. That's not at all what we're
18 trying to do.

19 Two, we would like to hire everybody
20 because they do have the expertise, knowledge,
21 history, etc., to properly run a utility, right, at
22 the end of the day, and we list it as a cost
23 savings.

24 We know the median age of the
25 employees of the authority, we know some of those

1 folks are approaching retirement age, and if and
2 when they choose to retire, because of the makeup of
3 how the township works, some of those positions
4 might not need to be filled.

5 However, in the near term, we do not
6 want to, nor will we, fire any of those folks.

7 Like, we want them to come work for us, which is why
8 at some point, as they start to age out, retire,
9 etc., there will be savings because some of those
10 positions won't be required to be filled
11 necessarily.

12 Again, that's not why it's a
13 completely quantifiable savings, but eventually
14 we'll probably provide some. So it's not that, in
15 my mind, so...

16 MR. HEINBAUGH: Thank you for that
17 response.

18 There do seem to be some more what I
19 would call back office functions, though, that can
20 be defined a little better.

21 For example, if the existing MUA has a
22 four-person finance department and the existing
23 township has a nine-person finance department, and
24 I'm just making these numbers up, the consolidation
25 of these functions may only need, let's just say 11

1 people to run the function. So through
2 consolidation and through efficiencies.

3 I mean, is there -- for some of these
4 back office functions, has there been any
5 consideration for more specific attrition or savings
6 or head count reductions?

7 MR. WINITSKY: Yeah, I mean, so there
8 is no immediate plan for any head count reduction, I
9 think largely because the authority doesn't have a
10 big staff, right, and it's not a very big
11 administrative staff. I think it's probably less
12 than 10 total.

13 And Tom, correct me if I'm wrong, I
14 don't have those numbers in front of me, but it's
15 not a lot of people, right?

16 So those who are doing it, part of why
17 we need them ultimately is to integrate what they do
18 and how they do it, right?

19 So if you're in payroll, if you're in
20 processing, if you're in management information, if
21 you're in procurement, etc., we need them to sort of
22 work through the integration process with the
23 township because they do it differently and they're
24 very valuable to us as an employee. To the extent
25 that changes, obviously we'll revisit it.

1 Obviously, in the near term, what we
2 think is proper and correct and what meets with the
3 statute is that we retain those folks. If we
4 thought there was dead weight, I don't mean that
5 disparagingly, if we thought there was a lot of
6 fluff here, we would come to that conclusion, we
7 didn't.

8 Nobody wants to reduce head counts if
9 you can avoid, and we still think with keeping those
10 folks on board, it's not a burden, it doesn't create
11 any real duplicative processes. We think it's
12 valuable that they remain.

13 Understanding your point, if you could
14 reduce the head count, you should, and that should
15 come up with eventually savings, and maybe
16 eventually it does, but at least in the near term we
17 think it's important that they stay with us, and
18 there's not a lot of people. The head count is low.

19 It's not like a financial department.
20 I think the finance person is probably one person
21 rather than a team of persons.

22 MR. HEINBAUGH: Okay. Thank you for
23 that response.

24 Another financial related topic I have
25 a question on is the collection rate issue, bullet

1 point on the financial justification section.

2 Gloucester Township shows that they
3 have a 99.7 percent property tax collection rate,
4 and that's great. That's always been good in this
5 township. It's always been a high collection rate.
6 But that's been because of a couple things.

7 One, that course of collections under
8 the management of the tax collection office in
9 Gloucester Township and it's been stated that the
10 collection of the rates for the utility will not be
11 moving to the tax collection office or anything like
12 that. It will be the same office that's collecting,
13 the same department that's collecting these utility
14 bills now.

15 So I have a couple questions. Why is
16 it that the MUA's current collection rate is so low?
17 That looks a rather low collection rate, especially
18 based on the fact that nonpayment of these utility
19 rates or these utility bills has a consequence of
20 moving it toward a tax lien and a tax sale. So I'm
21 concerned why the collection rate is as low as it
22 is.

23 And secondly, if Gloucester Township
24 will now try to move toward its 99.7 collection
25 rate, that it shows on property tax collections, how

1 will it do that if it doesn't use the tax collection
2 office of the township?

3 MR. CARDIS: May I comment on that?

4 MR. WINITSKY: Go ahead, Tom. Sure.

5 MR. CARDIS: So right now I believe
6 the average collection percentage for the GTMUA is
7 around 92 percent, and Gloucester Township, we have
8 been under the accelerated tax sale since 1997.

9 So we collect -- and Bob Nehila, the
10 auditor, if I go astray here, please correct me.

11 So we're collecting close to 99.9 --
12 99.8 percent of the levy. The MUA is on a must
13 budget cycle that expires on February 28th of each
14 year.

15 So what's happening is they are, in
16 fact, participating in our accelerated sale, but
17 they also have a payment that's due in February.
18 That will go away because their budget cycle will be
19 on the same budget cycle as the township, and
20 therefore, when they're included in the accelerated
21 sale, we anticipate that their collection percentage
22 will be somewhere in the vicinity of ours, about
23 99.8 or 99.9.

24 Does that make sense?

25 MR. HEINBAUGH: I didn't follow all of

1 that. I'm not sure why just changing in budget
2 cycles and things like that would impact a
3 collection rate.

4 MR. CARDIS: Bob, do you want to
5 comment on it?

6 MR. NEHILA: Yeah. What Tom was
7 talking about I think is just, it's an overlap or a
8 delayed payment that is made after we already have
9 our tax sale. So it's not going to -- if we were to
10 bring it to a 12/31 year end, it would be in sync
11 with it.

12 They're missing that one payment now,
13 so it's just going to be swept in and it will all,
14 it will be in sync with, it will be, all the stuff
15 will be sold at tax sale and it will be realized by
16 12/31.

17 MR. HEINBAUGH: So the way it works
18 now, the municipal utility authority isn't rolling
19 those later collections back into the collection
20 rate percentage? I'm still not sure why --

21 MR. NEHILA: Yes. They're a different
22 year end than the municipality.

23 MR. HEINBAUGH: Okay. Thank you for
24 that explanation.

25 I do have just one more, one final

1 question, and it's non-financial. It's just kind of
2 a general question is, why is Gloucester Township
3 performing this dissolution now?

4 The MUA has been kind of operating the
5 same as it always has, pretty effectively, for a
6 long time now, and these opportunities for savings
7 through efficiency and consolidation and economies
8 of scale and such have always been available exactly
9 as they are today.

10 Why is this moment being chosen for
11 this dissolution?

12 MR. WINITSKY: Yeah, I mean, I don't
13 want to speak for the mayor or anybody. I mean, I
14 don't think this has been a, sort of a knee-jerk
15 exploration, right? I think this is something that
16 this administration's been thinking about for a
17 while, right, and it wasn't an immediate thing,
18 right?

19 I think it's been a policy to take a
20 look at what makes sense from a financial
21 perspective, what makes sense from an operational
22 perspective, sort of larger policy of consolidation
23 of government, etc., which starts at the state in
24 its own sort of directive to municipalities to do.

25 If you look at, as I mentioned earlier

1 in the presentation, close to half the
2 municipalities in Camden County have their sanitary
3 sewer in-house as a utility. So we're sort of
4 looking at the larger scope.

5 You know, what past administrations
6 decided to do or not decided to do going back to
7 1963, I can't speak to. I only know what this sort
8 of group of folks has been looking at, and it's
9 their charge to find ways to run the township and
10 its governmental subdivisions better, right, more
11 efficiently to save taxpayer money, to save rate
12 payer money, and through that process, through our
13 report, through our analysis, through our diligence,
14 we figured, okay, this makes sense.

15 So this was not something, I think the
16 mayor said this right at the outset, this is not
17 something that we are taking lightly, right, and are
18 doing without due circumspection and real close
19 investigation, and in doing so wouldn't be doing it
20 if it wasn't a collective agreement that this was in
21 the best interest of the township and its residents,
22 right?

23 And by the way, that's also why this
24 township requires is to, quote/unquote, approve it
25 by virtue of the prongs that we started with, and

1 this body, the Local Finance Board gets to
2 adjudicate whether or not we've done our job.

3 So we're hopeful that everything that
4 we said today either shows you or other members of
5 the public that we have done really, really, really
6 close thought sensitive work, a lot of diligence and
7 a lot of time and effort to figure out whether this
8 was the right thing, and based on all of that, we're
9 here today.

10 Recognizing, you're right, the MUA has
11 been doing a good job and nobody here is saying that
12 it has done a bad job, right? It's really the
13 larger picture, the larger directive and the larger
14 policy directive that we'd like to honor, so that's
15 why we're here today.

16 MR. BENNETT: I just need to pause for
17 a second because I think we might be about to lose
18 the quorum.

19 MR. HEINBAUGH: Those were my
20 questions. Thank you for the responses. Thank you
21 for the time.

22 MR. BENNETT: If we can just pause for
23 one moment.

24 (Brief recess.)

25 MR. BENNETT: Okay, we're back at four

1 people.

2 MS. SUAREZ: Okay. Were there any
3 other questions or comments from the public?

4 Ms. Gallos, I saw your hand come back
5 up so it's no longer there so I just wanted to make
6 sure.

7 Okay. So I don't hear any other
8 questions from the public.

9 I will open it up for the board
10 members, see if they have any questions in
11 particular.

12 Many of my questions were answered,
13 both between the presentation and then the
14 additional questions from the members of the public.

15 I'm just going to quickly look through
16 my notes to see if there's anything else.

17 I don't know who keeps muting me, but
18 I don't think that there were any intimations or
19 indications that anybody was contemplating selling
20 the would be utilities or any of the services that
21 are going into it.

22 And there's one other, I guess,
23 factor, and Mr. Winitsky, I appreciate you kind of
24 explaining it and going a little detail about kind
25 of what the statutory charge is here, right, what

1 the bar is for approving these types of dissolutions
2 and what statutory authority the board has and does
3 not have in these types of instances, and you know,
4 this is not the only time that we had dissolutions
5 come before us. We have fire districts. We have
6 other types of dissolutions, and quite frequently
7 these are typically the applications that we receive
8 the most public comment on, right? People feel very
9 strongly about the services that are supplied to
10 them and provided to them by, whether it is a
11 district or an authority or sometimes even utilities
12 within their local governments and how that service
13 should be provided, and so before we even move to
14 the motion, I just really want to make it crystal
15 clear for everybody, especially members of the
16 public who are very passionate about that, because I
17 certainly encourage that. I encourage people to be
18 involved in their local governments and what's
19 happening to them, what's happening to the water and
20 sewer that they're either drinking or can be exposed
21 to and where our authority lies.

22 The board's review of these
23 applications are really focused on just the two
24 prongs, like Mr. Winitzky had stated. First, can
25 the dissolving entity provide the service of the

1 dissolved entity, and then second, can the
2 dissolving entity satisfy the obligations of the
3 would-be dissolved entity, right? Again, so can
4 they deliver the services.

5 And I think a lot of times the things
6 that we want to kind of look at are things like, are
7 we going to realize the cost savings that have been
8 articulated? Are the services going to be provided
9 at a greater level, right? Are there benefits to be
10 realized here?

11 And I think the applicant, the
12 municipality and the professionals would probably
13 agree that the board has asked a lot of questions of
14 them. They provided us with those answers.

15 We have spoken with Department of
16 Environmental Protection to talk about what the
17 capital project should look like. We've asked for
18 the engineers who both work for the municipality as
19 well as for the municipal utility authority to kind
20 of give us a flavoring of what those projects look
21 like, what's coming down the pike, what's necessary.
22 And so we really don't take these things lightly.

23 Here, what we've kind of seen is that
24 most employees will be brought over, as has been
25 discussed quite frequently, which from our vantage

1 point is probably a good thing in a sense it has
2 been a well-run and maintained system thus far, so
3 bringing those people eliminates the challenges of
4 learning up.

5 In this instance, the MUA operated as
6 a sewer collection system and a solid waste
7 collection system, which I think is also really
8 interesting from the perspective of what those types
9 of services are provided and that the municipality
10 is going to absorb those duties kind of going
11 forward.

12 We also spoke with the iBank because
13 when we're looking at whether the dissolving entity
14 can pay the bills, we need to kind of touch base
15 with the entities that are holding that debt, right,
16 or have issued that debt on their behalf.

17 So the iBank here, and they're, pretty
18 much through which the MUA has issued all its
19 outstanding debt, and I wholeheartedly agree that
20 always best never have any interest on their debt.
21 The iBank often has this advantageous reasons in
22 which the local government wants to go through them
23 and absorbed by the local unit, thus satisfying the
24 prong, right, that we have to kind of overcome
25 before the board, and you know, like I mentioned

1 before, too, an applicant does not actually have to
2 show that the dissolution is going to savings in
3 order to proceed. It seems a little illogical, but
4 it's actually not one of the requirements in order
5 to dissolve the MUA and stand up utilities to
6 provide these services.

7 So I just kind of wanted, based on
8 some of the questions that I've heard and some of
9 the concerns that have been raised, which I also as
10 a resident would be asking the same questions, but I
11 always wanted to put this in context as to what the
12 board has to look at when these applications come
13 before us.

14 And I think if you've heard of any of
15 these before, we did have a dissolution not that
16 long ago that came before the board here, we pretty
17 much always require that some of the funds, if not
18 all of the funds, do remain with the utilities going
19 forward for the exact points that have been raised
20 by some of the individuals here today, and that's to
21 make sure that any kind of emergencies that should
22 pop up or capital projects that are on the horizon
23 are going to be adhered to and that they are going
24 to be paid for.

25 So we've kind of had those comments

1 and questions before. We've had that discussion, of
2 course, with the professionals as well as the
3 applicant about what that might look like. And so I
4 kind of wanted to just bring that up here as well
5 because that is certainly something that the board
6 takes into consideration, because at the end of the
7 day, our general statutory charge is to make sure
8 that the finances of the local governments are
9 secure and making sure that there is some sort of
10 surplus to handle these types of issues going
11 forward is certainly something that we're concerned
12 about.

13 And I do want to kind of just credit
14 the MUA as well as the municipality for making sure
15 that some of this is going to continue into the
16 future that they did have a healthy surplus, right,
17 and that they were making sure that they weren't
18 falling into some of the dilemmas that some of the
19 other local governments or utilities may have fallen
20 into, is that they don't ensure that there is
21 funding available if an emergency should arise or to
22 pay for the capital improvements that are necessary
23 to keep their systems operationally well into the
24 future.

25 Since I don't hear any questions from

1 anybody, I am going to ask for a motion to approve
2 the dissolution with the condition that the
3 municipality retain three million in reserves for
4 the newly formed utilities.

5 And I want to be clear, too, that
6 number wasn't arbitrary, right? It wasn't just
7 something that came up out of the blue. That was
8 something that, in conversations with DEP as the
9 bond holder, conversations with -- iBank as the bond
10 holder and DEP as the entity that oversees what
11 these capital improvements should look like, and in
12 consultation with some of the engineers that we've
13 discussed with this project, seems like that's the
14 right figure to keep on hand for what's necessary
15 going forward for these utilities.

16 So I just want to be very clear that
17 this was not some sort of number that was pulled out
18 of thin air. And that this is for, I also want to
19 be clear, too, this is specifically for the sewer
20 utility based on what its needs will be going into
21 the future.

22 MR. AVERY: Director, I would make
23 that motion as you stated.

24 MS. SUAREZ: Thank you, Mr. Avery.

25 And I also don't want anybody walking

1 away confused, unclear or felt unheard. So if there
2 are any, whether that's from the applicant, the
3 professionals or the public, now's the time to raise
4 those. Okay.

5 MR. WINITSKY: None for the township.

6 MR. HEINBAUGH: I do, as a member of
7 the public, I do actually, if that's okay.

8 MS. SUAREZ: Sure.

9 MR. HEINBAUGH: Again, this is Peter
10 Heinbaugh from Gloucester Township.

11 Could you explain that \$3 million
12 figure you just mentioned again? And before you
13 respond, I do see in the utility authority's
14 financial statements, the most recent one I have is
15 February of '22, so it may be old information, but
16 there is a renewal account, I forget the exact
17 phrasing of it, renewal account has around \$6
18 million in it as of February of '22.

19 Is that what we're calling surplus or
20 reserves or is that a separate --

21 MR. WINITSKY: Yes, so --

22 MR. HEINBAUGH: That will stay with
23 the utility and that's not discussing anything about
24 sweeping that or -- I'm sorry for the phrasing, but
25 I just want to be clear what this \$3 million refers

1 to and what this renewal account.

2 MR. WINITSKY: Director, I'm happy to
3 field that question.

4 So the audit, the account you're
5 referring to or the fund you're referring to is what
6 is in the bond -- it's established by the bond
7 resolution and it is the renewal and replacement
8 fund into which there are dollars set aside for
9 capital improvements, repairs, emergencies, etc. It
10 is funded and must be maintained at a certain level.

11 Right now it's got a little -- it's
12 probably around \$2 million. I'm using round
13 figures. Like a million, nine and change that is in
14 there now.

15 There is an additional around a half a
16 million dollars that is reserved for operations,
17 that's salaries, what would otherwise not be
18 capital, right, in nature that the authority
19 maintains on a yearly basis.

20 So when you add those two together,
21 you're right around \$2 and-a-half million.

22 What the director is saying and what
23 the board is approving is to say that you will, of
24 course, maintain the renewal, replacement fund in
25 whatever amount it needs to be funded, that you will

1 also retain the half million dollars for operations,
2 and that in addition to that, they'd like to see
3 another half million dollars added to what I'll call
4 its the total reserve, right? Not specifically held
5 because the bond resolution says it has to be, but
6 rather just out of, out of being conservative,
7 right, to the extent that you need something, if you
8 need to make capital repairs, if you need to do
9 something ongoing, if your cash flow is not what you
10 would hope it to be, you've got that cushion, right,
11 at the end of the day, and that the remaining, the
12 residual balance can be replaced over to the
13 townshi p.

14 Meaning, and I don't want to speak for
15 the director what the board's deliberative process
16 was, but we spent a lot of time talking about this,
17 and sort of what they believe to be a fair and
18 reasonable and conservative amount to retain as a
19 reserve for all those possibilities, right, to be
20 able to fund projects, to be able to deal with
21 emergencies, etc., and again, I'll let the director
22 speak for herself, but I think the collective
23 agreement was that that's probably a good number
24 relative to the budget of the authority, relative to
25 the revenues of the authority, relative to what our

1 engineers have identified as ongoing improvements,
2 both short-term, long-term, etc., and how we can
3 handle some of that in budget, which the authority
4 has been doing for years, right.

5 And I think there was a comment by one
6 of the members of the public earlier to say, well,
7 why would you borrow money? And they didn't, and I
8 don't think the township intends to.

9 Going forward, it runs very well and
10 we can handle some of this a lot in budget. So \$3
11 million is probably a good spot to be able to handle
12 any cap backs, etc., and leaving them in good stead
13 without jeopardizing the operation of the utility
14 itself.

15 Again, Director, I don't want to speak
16 for you, but I know in our conversations that's what
17 you've been talking about. If you have more to add
18 or if you disagree with what I said, feel free to do
19 so.

20 MS. SUAREZ: No, no, I think that's
21 pretty accurate.

22 And what I wanted to make crystal
23 clear was this was not an arbitrary number, much as
24 Mr. Winitzky stated, there's other because of what's
25 already existing debt service or because of what's

1 the right figure that has been struck already for
2 salary, wages, etc., things like that, and then
3 above and beyond that, in conversations both with
4 DEP as well as reading through some of the
5 engineering reports and following up with the
6 engineering reports with additional questions that
7 were then provided by the engineers to us about what
8 projects should be forthcoming, which ones would be
9 the most pressing, and at which juncture, that's
10 where then we figured out what that figure should
11 look like.

12 And of course, right, I'm not an
13 actuary in any way, shape or form. I don't work for
14 an insurance company trying to figure out where
15 these numbers should be, but that's kind of how we
16 arrived at what the figure should look like.

17 And I also want to just state that
18 part of where that number also came from was based
19 on the types of services provided by the MUA and the
20 would be utilities. So while these all provide
21 great services to the residents, these would not be
22 akin, for example, for a water system or an actual
23 sewer treatment plant, right, so if that was the
24 case, we might be talking about very different types
25 of figures here, as we did I think within the last

1 year, we did a dissolution of an MUA that did have a
2 water and wastewater treatment facility, and for
3 that we actually required all of the reserves to
4 remain with them because of the types of repairs
5 that would be in the future, whether it was PFAS,
6 lead service line replacements, etc.

7 In the totality of the circumstances,
8 that's kind of how we struck what the figure should
9 look like.

10 MR. HEINBAUGH: Okay. Thank you for
11 that response.

12 MS. SUAREZ: Okay. And we'll go back
13 to where we were, and I think Mr. Avery moved and I
14 don't know if we had a second yet.

15 MR. BENNETT: We did not yet.

16 MR. Di ROCCO: I'll second it. Sorry
17 for the delay.

18 MR. BENNETT: Mr. Di Rocco seconds.

19 And Ms. Rodriguez, I see you're on
20 mute. Somehow a lot of the accounts were muted as a
21 phone call, or I don't know if that was the case.

22 MS. RODRIGUEZ: However, the system
23 muted me, but I had second it. Okay.

24 MR. BENNETT: I didn't hear that.

25 MS. RODRIGUEZ: All right.

1 MR. BENNETT: Ms. Suarez.

2 MS. SUAREZ: Yes.

3 MR. BENNETT: Mr. Mapp is absent.

4 Mr. Di Rocco.

5 MR. Di ROCCO: Yes.

6 MR. BENNETT: Mr. Close is absent.

7 Mr. Avery.

8 MR. AVERY: Yes.

9 MR. BENNETT: And Ms. Rodriguez.

10 MS. RODRIGUEZ: Yes.

11 MR. BENNETT: The motion is approved.

12 MR. WINITSKY: Thank you very much.

13 We greatly appreciate all your help along the way.

14 We know these are complicated and we appreciate all
15 your help.

16 So, and we'll of course have a public
17 hearing for the final reading of the ordinance
18 itself, at which point members of the public should
19 feel free to attend, and we look forward to having
20 further discussion.

21 MS. SUAREZ: Thank you very much.

22 MS. RODRIGUEZ: Good luck.

23 MR. WINITSKY: Thank you.

24 MS. SUAREZ: All right. So with that,

25 I think that was the final application before the

1 board today.

2 Do we have a motion to adjourn?

3 MS. RODRIGUEZ: So move.

4 MR. AVERY: Second.

5 MR. BENNETT: Ms. Rodriguez and

6 Mr. Avery.

7 Ms. Suarez.

8 MS. SUAREZ: Yes.

9 MR. BENNETT: Mr. Mapp's absent.

10 Mr. Di Rocco.

11 MR. Di ROCCO: Yes.

12 MR. BENNETT: Mr. Close is absent.

13 Mr. Avery.

14 MR. AVERY: Yes.

15 MR. BENNETT: And Ms. Rodriguez.

16 MS. RODRIGUEZ: Yes.

17 MR. BENNETT: We are adjourned at 1:23

18 p. m.

19 MS. SUAREZ: Thanks, all, for sticking

20 through.

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C E R T I F I C A T E

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I, LISA PENROD, a Certified Court Reporter (XI01753), Registered Professional Reporter and Notary Public of the State of New Jersey, do hereby certify the foregoing to be a true and accurate transcript of my original stenographic notes taken at the time and place hereinbefore set forth.



LISA PENROD, CCR#XI01753
REGISTERED PROFESSIONAL REPORTER

Dated: May 23, 2023

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