

**CITY OF CAPE MAY, COUNTY OF CAPE MAY, STATE OF NEW JERSEY**

**RESOLUTION NO. 39-01-2016**

**RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF LOAN AGREEMENTS TO BE EXECUTED BY THE CITY OF CAPE MAY, IN THE COUNTY OF CAPE MAY, NEW JERSEY AND EACH OF THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST AND THE STATE OF NEW JERSEY, ACTING BY AND THROUGH THE DEPARTMENT OF ENVIRONMENTAL PROTECTION, AND FURTHER AUTHORIZING THE EXECUTION AND DELIVERY OF AN ESCROW AGREEMENT, ALL PURSUANT TO THE 2016 NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST FINANCING PROGRAM**

**MOTION:**

**SECOND:**

**WHEREAS**, the City of Cape May (the "City"), in the County of Cape May, New Jersey, has determined that there exists a need within the City to provide planning, designing and construction of a new 12 inch case well into the 800-foot Atlantic City Sands aquifer for the water utility (the "Project") as defined in each of that certain Loan Agreement (the "Trust Loan Agreement") to be entered into by and between the City and the New Jersey Environmental Infrastructure Trust (the "Trust") and that certain Loan Agreement (the "Fund Loan Agreement", and together with the Trust Loan Agreement, the "Loan Agreements") to be entered into by and between the City and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection (the "State"), all pursuant to the 2016 New Jersey Environmental Infrastructure Trust Financing Program (the "Program");

**WHEREAS**, the City has determined to finance the Project with the proceeds of a loan to be made by each of the Trust (the "Trust Loan") and the State (the "Fund Loan", and together with the Trust Loan, the "Loans") pursuant to the Trust Loan Agreement and the Fund Loan Agreement, respectively;

**WHEREAS**, to evidence the Loans, each of the Trust and the State require the City to authorize, execute, attest and deliver the City's General Improvement Bonds, Series 2016, in an aggregate principal amount not to exceed \$2,000,000, a portion of which will be to the Trust (the "Trust Loan Bond") and a portion of which will be to the State (the "Fund Loan Bond" and, together with the Trust Loan Bond, the "City Bonds") pursuant to the terms of the Local Bond Law of the State of New Jersey, constituting Chapter 2 of Title 40A of the Revised Statutes of the State of New Jersey (the "Local Bond Law"), other applicable law and the Loan Agreements; and

**WHEREAS**, the Trust and the State have expressed their desire to close in escrow the making of one or more of the Loans, the issuance of one or more of the City Bonds and the execution and delivery of one or more of the Loan Agreements, all pursuant to the terms of an Escrow Agreement (the "Escrow Agreement") to be entered into by and among the Trust, the State, the City and the escrow agent named therein.

**NOW, THEREFORE, BE IT RESOLVED** by the governing body of the City as follows:

**Section 1.** The Trust Loan Agreement, the Fund Loan Agreement and the Escrow Agreement (collectively, the "Financing Documents") are hereby authorized to be executed and delivered on behalf of the City by either the Mayor or the Chief Financial Officer in substantially the forms attached hereto as Exhibits A, B and C, respectively, with such changes as the Mayor or the Chief Financial Officer (each an "Authorized Officer"), in their respective sole discretion, after consultation with counsel

and any advisors to the City (collectively, the "City Consultants") and after further consultation with the Trust, the State and their representatives, agents, counsel and advisors (collectively, the "Program Consultants", and together with the City Consultants, the "Consultants"), shall determine, such determination to be conclusively evidenced by the execution of such Financing Documents by an Authorized Officer as determined hereunder. The City Clerk is hereby authorized to attest to the execution of the Financing Documents by an Authorized Officer of the City as determined hereunder and to affix the corporate seal of the City to such Financing Documents.

**Section 2.** The Authorized Officers of the City are hereby further severally authorized to (i) execute and deliver, and the City Clerk is hereby further authorized to attest to such execution and to affix the corporate seal of the City to, any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Officers or the City Clerk, as applicable, in their respective sole discretion, after consultation with the Consultants, to be executed in connection with the execution and delivery of the Financing Documents and the consummation of the transactions contemplated thereby, which determination shall be conclusively evidenced by the execution of each such certificate or other document by the party authorized hereunder to execute such certificate or other document, and (ii) perform such other actions as the Authorized Officers deem necessary, desirable or convenient in relation to the execution and delivery thereof.

**Section 3.** This resolution shall take effect immediately.

**Section 4.** Upon the adoption hereof, the City Clerk shall forward certified copies of this resolution to McManimon, Scotland & Baumann, LLC, bond counsel to the City, and Richard T. Nolan, Esq., McCarter & English, LLP, bond counsel to the Trust.

I hereby certify the foregoing to be an original resolution adopted by the City Council of the City of Cape May at a meeting held on January 19, 2016.

\_\_\_\_\_  
Louise Cummiskey, City Clerk

Roll Call	Ayes	Nays	Absent	Abstain
Mahaney				
Furlin				
Meier				
Pessagno				
Swain				

**CITY OF CAPE MAY, COUNTY OF CAPE MAY, STATE OF NEW JERSEY**

**RESOLUTION NO. 40-01-2016**

**RESOLUTION PROVIDING FOR THE COMBINATION OF CERTAIN  
ISSUES OF GENERAL IMPROVEMENT BONDS OF THE CITY OF CAPE MAY,  
IN THE COUNTY OF CAPE MAY, NEW JERSEY INTO A SINGLE  
ISSUE OF BONDS AGGREGATING \$2,000,000 IN PRINCIPAL AMOUNT.**

**MOTION:**

**SECOND:**

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CAPE MAY, IN THE COUNTY OF CAPE MAY, NEW JERSEY AS FOLLOWS:

Section 1. Pursuant to the provisions of N.J.S.A. 40A:2-26(f), the Bonds of the City of Cape May, in the County of Cape May, New Jersey (the "City") authorized pursuant to the bond ordinances of the City heretofore adopted and described in Section 2 hereof shall be combined into a single and combined issue of General Improvement Bonds in the principal amount of \$2,000,000.

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

<b>Principal Amount of Bonds</b>	<b>Number of Ordinance</b>	<b>Description of Improvement and Date of Adoption of Ordinance</b>	<b>Useful Life</b>
\$50,000	230-2011 (Section 3(a))	Various improvements to the water and sewer system, finally adopted March 22, 2011.	40 years
\$400,000 (Section 3(a))	250-2012 (Section 3(a))	Various improvements to the water and sewer system, finally adopted May 15, 2012.	40 years
\$400,000 (Section 3(a))	268-2013 (Section 3(a))	Various improvements to the water and sewer system, finally adopted May 21, 2013.	40 years
\$400,000 (Section 3(a))	281-2014 (Section 3(a))	Various improvements to the water and sewer system, finally adopted June 2, 2014.	40 years
\$250,000 (Section 3(a))	293-2015 (Section 3(a))	Various improvements to the water and sewer system, finally adopted May 19, 2015.	40 years
\$500,000	298-2015	Various improvements to the water and sewer system, finally adopted December 15, 2015.	40 years

**Section 5.** The Trust Loan Bond and the Fund Loan Bond shall be substantially in the form set forth in the Trust Loan Agreement and the Fund Loan Agreement, respectively.

**Section 6.** The law firm of McManimon, Scotland& Baumann, LLC is hereby authorized to arrange for the printing of the City Bonds, which law firm may authorize McCarter & English, LLP, bond counsel to the Trust and the State for the Program, to arrange for same. The City auditor is hereby authorized to prepare the financial information necessary in connection with the issuance of the City Bonds. The Mayor, the Chief Financial Officer and the City Clerk are hereby authorized to execute any certificates necessary or desirable in connection with the financial and other information. Bond Counsel to the City is hereby authorized to accept and hold the Escrowed Documents on or before the Escrow Closing Date and to release same upon the direction of the City.

**Section 7.** The City hereby designates the Chief Financial Officer to award the Bonds in accordance with Section 2 hereof and such financial officer shall report in writing the results of the sale to this Council as required by law.

**Section 8.** The Mayor and the Chief Financial Officer are hereby severally authorized to execute any certificates or documents necessary or desirable in connection with the sale of the City Bonds, and are further authorized to deliver same to the Trust and the State upon delivery of the City Bonds and the receipt of payment therefor in accordance with the Loan Agreements.

**Section 9.** This resolution shall take effect immediately.

**Section 10.** Upon the adoption hereof, the City Clerk shall forward certified copies of this resolution to McManimon, Scotland& Baumann, LLC, bond counsel to the City, and Richard T. Nolan, Esq., McCarter & English, LLP, bond counsel to the Trust.

I hereby certify the foregoing to be an original resolution adopted by the City Council of the City of Cape May at a meeting held on January 19, 2016.

\_\_\_\_\_  
Louise Cummiskey, City Clerk

<b>Roll Call</b>	<b>Ayes</b>	<b>Nays</b>	<b>Absent</b>	<b>Abstain</b>
<b>Mahaney</b>				
<b>Furlin</b>				
<b>Meier</b>				
<b>Pessagno</b>				
<b>Swain</b>				

**CITY OF CAPE MAY, COUNTY OF CAPE MAY, STATE OF NEW JERSEY**

**RESOLUTION 41-01-2016**

**RESOLUTION DETERMINING THE FORM AND OTHER DETAILS OF NOT EXCEEDING \$2,000,000 GENERAL IMPROVEMENT BONDS, SERIES 2016, OF THE CITY OF CAPE MAY, IN THE COUNTY OF CAPE MAY, NEW JERSEY, AND PROVIDING FOR THEIR SALE TO THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST AND THE STATE OF NEW JERSEY, PURSUANT TO THE 2016 NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST FINANCING PROGRAM**

**MOTION:**

**SECOND:**

**WHEREAS**, the City of Cape May (the "City"), in the County of Cape May, New Jersey, has determined that there exists a need within the City to provide for the planning, designing and construction of a new 12 inch case well into the 800-foot Atlantic City Sands aquifer for the water utility (the "Project") as defined in each of that certain Loan Agreement (the "Trust Loan Agreement") to be entered into by and between the City and the New Jersey Environmental Infrastructure Trust (the "Trust") and that certain Loan Agreement (the "Fund Loan Agreement", and together with the Trust Loan Agreement, the "Loan Agreements") to be entered into by and between the City and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection (the "State"), all pursuant to the 2016 New Jersey Environmental Infrastructure Trust Financing Program (the "Program");

**WHEREAS**, the City has determined to finance the Project with the proceeds of a loan to be made by each of the Trust (the "Trust Loan") and the State (the "Fund Loan", and together with the Trust Loan, the "Loans") pursuant to the Trust Loan Agreement and the Fund Loan Agreement, respectively;

**WHEREAS**, to evidence the Loans, each of the Trust and the State require the City to authorize, execute, attest and deliver the City's General Improvement Bonds, Series 2016, in an aggregate principal amount not to exceed \$2,000,000, a portion of which will be to the Trust (the "Trust Loan Bond") and a portion of which will be to the State (the "Fund Loan Bond" and, together with the Trust Loan Bond, the "City Bonds") pursuant to the terms of the Local Bond Law of the State of New Jersey, constituting Chapter 2 of Title 40A of the Revised Statutes of the State of New Jersey (the "Local Bond Law"), other applicable law and the Loan Agreements;

**WHEREAS**, N.J.S.A. 40A:2-27(a)(2) of the Local Bond Law allows for the sale of the Trust Loan Bond and the Fund Loan Bond to the Trust and the State, respectively, without any public offering, and N.J.S.A. 58:11B-9(a) allows for the sale of the Trust Loan Bond to the Trust without any public offering, all under the terms and conditions set forth herein; and

**WHEREAS**, in connection with the issuance of the City Bonds to the Program, the governing body of the City wishes to authorize the execution of certain certificates and opinions as may be required by the Program or Bond Counsel to the City (collectively, the "Escrowed Documents") by the Mayor, Chief Financial Officer, City Clerk, Counsel to the City, Project Engineer or Appraiser and/or Bond Counsel to the City (collectively, the "City Representatives") on or before the date when the City is scheduled to close the loans in escrow with the Program (the "Escrow Closing Date"), such documents to be delivered to Bond Counsel and held by Bond Counsel until such time as the City authorizes release of the same.

**NOW, THEREFORE, BE IT RESOLVED** by a 2/3 vote of the full membership of the governing body of the City as follows:

**Section 1.** In accordance with N.J.S.A. 40A:2-27(a)(2) of the Local Bond Law and N.J.S.A. 58:11B-9(a), the City hereby sells and awards its City Bonds in an aggregate principal amount not to exceed \$2,000,000 in accordance with the provisions hereof. The Bonds have been referred to and described in a resolution adopted by the City pursuant to the Local Bond Law of the State on January 19, 2016 and entitled "Resolution Providing for the Combination of Certain Issues of General Improvement Bonds of the City of Cape May, in the County of Cape May, New Jersey Into a Single Issue of Bonds Aggregating \$2,000,000 in Principal Amount."

**Section 2.** The Chief Financial Officer of the City (the "Chief Financial Officer") is hereby authorized to determine, in accordance with the Local Bond Law and pursuant to the terms and conditions established by the Trust and the State under the Loan Agreements and the terms and conditions hereof, the following items with respect to the Trust Loan Bond and the Fund Loan Bond:

- (a) The aggregate principal amounts of the Trust Loan Bond and the Fund Loan Bond to be issued, which aggregate principal amount shall not exceed \$2,000,000;
- (b) The maturity and annual principal installments of the City Bonds, which maturity shall not exceed 20 years;
- (c) The date of the City Bonds;
- (d) The interest rates of the City Bonds;
- (e) The purchase price for the City Bonds; and
- (f) The terms and conditions under which the City Bonds shall be subject to redemption prior to their stated maturities.

**Section 3.** Any determination made by the Chief Financial Officer pursuant to the terms hereof shall be conclusively evidenced by the execution and attestation of the City Bonds by the parties authorized under Section 4(c) hereof.

**Section 4.** The City hereby determines that certain terms of the City Bonds shall be as follows:

- (a) The Trust Loan Bond shall be issued in a single denomination and shall be numbered R-1. The Fund Loan Bond shall be issued in a single denomination and shall be numbered R-2;
- (b) The City Bonds shall be issued in fully registered form and shall be payable to the registered owners thereof as to both principal and interest in lawful money of the United States of America; and
- (c) The City Bonds shall be executed by the manual or facsimile signatures of the Mayor and the Chief Financial Officer under official seal or facsimile thereof affixed, printed, engraved or reproduced thereon and attested by the manual signature of the City Clerk.

**Section 5.** The Trust Loan Bond and the Fund Loan Bond shall be substantially in the form set forth in the Trust Loan Agreement and the Fund Loan Agreement, respectively.

**Section 6.** The law firm of McManimon, Scotland& Baumann, LLC is hereby authorized to arrange for the printing of the City Bonds, which law firm may authorize McCarter & English, LLP, bond counsel to the Trust and the State for the Program, to arrange for same. The City auditor is hereby authorized to prepare the financial information necessary in connection with the issuance of the City Bonds. The Mayor, the Chief Financial Officer and the City Clerk are hereby authorized to execute any certificates necessary or desirable in connection with the financial and other information. Bond Counsel to the City is hereby authorized to accept and hold the Escrowed Documents on or before the Escrow Closing Date and to release same upon the direction of the City.

**Section 7.** The City hereby designates the Chief Financial Officer to award the Bonds in accordance with Section 2 hereof and such financial officer shall report in writing the results of the sale to this Council as required by law.

**Section 8.** The Mayor and the Chief Financial Officer are hereby severally authorized to execute any certificates or documents necessary or desirable in connection with the sale of the City Bonds, and are further authorized to deliver same to the Trust and the State upon delivery of the City Bonds and the receipt of payment therefor in accordance with the Loan Agreements.

**Section 9.** This resolution shall take effect immediately.

**Section 10.** Upon the adoption hereof, the City Clerk shall forward certified copies of this resolution to McManimon, Scotland& Baumann, LLC, bond counsel to the City, and Richard T. Nolan, Esq., McCarter & English, LLP, bond counsel to the Trust.

I hereby certify the foregoing to be an original resolution adopted by the City Council of the City of Cape May at a meeting held on January 19, 2016.

\_\_\_\_\_  
Louise Cummiskey, City Clerk

Roll Call	Ayes	Nays	Absent	Abstain
Mahaney				
Furlin				
Meier				
Pessagno				
Swain				

**CITY OF CAPE MAY**

**RESOLUTION NO. 42-01-2016A**

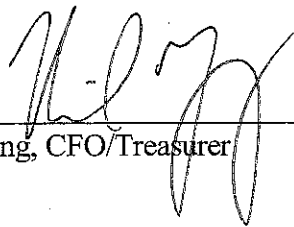
**RESOLUTION FOR THE PAYMENT OF BILLS**

MOTION:

SECOND:

**BE IT RESOLVED** by the City Council of the City of Cape May, that the following bills, approved for payment by the City Manager, be paid and that the Chief Financial Officer/Treasurer of the City of Cape May, is hereby authorized to draw orders for the amounts of same, as shown on bill list dated January 15, 2016 for payments excluding those related to Swain's Ace Hardware Inc. Total Bill List: \$480,240.64.

Current Fund Appropriations	\$ 245,980.95
Water/Sewer Utility Operating Fund	\$ 77,022.84
Tourism Utility Fund	\$ 7,312.89
General Capital Improvements	\$ 64,806.73
Water/Sewer Capital Improvements	\$ 6,159.57
Escrow Special Account	\$ -
Trust Fund	\$ 16,205.40
Grant Fund	\$ 1,824.20
Beach Utility Fund Appropriations	\$ 31,965.67
Beach Utility Capital Improvements	\$ 26,443.17
	<u>\$ 477,721.42</u>

  
 \_\_\_\_\_  
 Neil Young, CFO/Treasurer

Roll Call	Ayes	Nays	Absent	Abstain
Mahaney				
Swain				
Meier				
Pessagno				
Furlin				

I hereby certify the foregoing to be an original resolution adopted by the City Council of the City of Cape May at a meeting held on January 19, 2016.

\_\_\_\_\_  
 Louise Cummiskey, City Clerk



CITY OF CAPE MAY

RESOLUTION NO. 42-01-2016B

RESOLUTION FOR THE PAYMENT OF BILLS

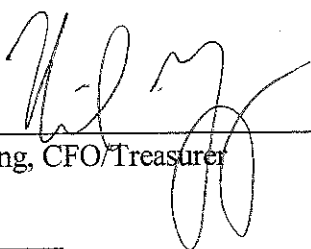
MOTION:

SECOND:

**BE IT RESOLVED** by the City Council of the City of Cape May, that the following bills, approved for payment by the City Manager, be paid and that the Chief Financial Officer/Treasurer of the City of Cape May, is hereby authorized to draw orders for the amounts of same, as shown on bill list dated January 15, 2016 for payments related to Swain's Ace Hardware Inc:

Total Bill List: \$480,240.64.

Current Fund Appropriations	\$	2,457.79
Utility Operating Fund Appropriations	\$	-
General Capital Improvements	\$	-
Water/Sewer Capital Improvements	\$	-
Escrow Special Account	\$	-
Trust Fund	\$	-
Tourism Utility	\$	61.43
Grant Fund	\$	-
Beach Utility Fund Appropriations	\$	-
Beach Utility Capital Improvements	\$	-
	\$	<u>2,519.22</u>

  
\_\_\_\_\_  
Neil Young, CFO/Treasurer

Roll Call	Ayes	Nays	Absent	Abstain
Mahaney				
Swain				
Meier				
Pessagno				
Furlin				

I hereby certify the foregoing to be an original resolution adopted by the City Council of the City of Cape May at a meeting held on January 19, 2016.

\_\_\_\_\_  
Louise Cummiskey, City Clerk

**CITY OF CAPE MAY, COUNTY OF CAPE MAY, STATE OF NEW JERSEY**

**RESOLUTION NO. 44-01-2016**

**RESOLUTION APPROVING PROFESSIONAL SERVICES AGREEMENT  
WITH THE STOCKTON UNIVERSITY COASTAL RESEARCH CENTER**

**MOTION:**

**SECOND:**

WHEREAS, the City of Cape May (the "City") desires to enter into a Professional Services Agreement with The Stockton University Coastal Research Center, in the form attached hereto as EXHIBIT A (the "Professional Services Agreement"), to initiate a greater density in oceanfront monitoring within the City beaches;

WHEREAS, the Professional Services Agreement is awarded pursuant to the Local Public Contracts Law, N.J.S.A. 40A:11-1, et seq., which provides for the award of a Professional Services Agreement without competitive bids, and further provides that the resolution authorizing the award and the Professional Services Agreement itself is available for public inspection; and

WHEREAS, The Stockton University Coastal Research Center has completed and submitted a Business Entity Disclosure Certification which certifies that The Stockton University Coastal Research Center has not made any reportable contributions to a political or candidate committee in the City of Cape May in the previous one year, and that the contract will prohibit Stockton from making any reportable contributions through the term of the contract.

NOW, THEREFORE, BE IT RESOLVED, by the City of Cape May, County of Cape May, State of New Jersey, that:

1. The Professional Services Agreement between The Stockton University Coastal Research Center, located at 30 Wilson Avenue, Port Republic, New Jersey 08241, and the City of Cape May, in the form attached hereto as EXHIBIT A, for a lump sum amount of FOURTEEN THOUSAND FOUR HUNDRED AND TWENTY-EIGHT DOLLARS AND ONE CENT (\$14,428.01) is hereby authorized.

2. That the Mayor and Clerk are hereby authorized and directed to execute the Professional Services Agreement on behalf of the City of Cape May, and to take any and all other actions necessary to effectuate the purposes thereof.

3. That the Professional Services Agreement has been reviewed and approved by the City Solicitor as to form, content and legal procedure.

4. This resolution is contingent upon the Professional Services Agreement being executed by the Mayor and City Clerk within thirty (30) days from the date of this resolution.

5. A Notice of Award of Professional Services Agreement for the above services shall be published in the *Cape May County Herald Times/Cape May County Herald*.

6. The Business Disclosure Entity Certification shall be placed on file with this resolution.

I hereby certify the foregoing to be an original resolution adopted by the City Council of the City of Cape May at a meeting held on January 19, 2016.

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Louise Cummiskey, City Clerk

Roll Call	Ayes	Nays	Absent	Abstain
Dr. Mahaney				
Mr. Furlin				
Ms. Meier				
Ms. Pessagno				
Mr. Swain				