

EAST WINDSOR MUNICIPAL UTILITIES AUTHORITY

Minutes of Regular Meeting

Thursday, September 15, 2016 @7:30 P.M.

The regular monthly meeting of the East Windsor Municipal Utilities Authority was held on Thursday, September 15, 2016 at the Administration Building on Wiltshire Drive and called to order by Chairperson Moore at 7:30 p.m.

The following Members were present:

Linda L. Moore
Marc Platizky
Leonard Millner
Steven Kurs
William Lawler
Michael Shifman

Absent: Marc Lippman

Also present:

Edwin Schmierer, Esq., of Mason Griffin & Pierson
David Llemm, of Hatch Mott MacDonald
Ronald Ghrist, Finance Officer
Richard Brand, Executive Director
Clark Wolverton, Wastewater Superintendent
Skip Lovejoy, Water Superintendent
Robin Pruitt, Board Secretary

Chairperson Moore requested that the Public Notice be read. The secretary read the statement stating that the agenda for this meeting was mailed to the Windsor Hights Herald, Trenton Times and Trentonian on September 9, 2016. An agenda was posted on the official bulletin board of the Authority and delivered to the Township Clerk for posting on the bulletin board at the East Windsor Township Municipal Complex on September 9, 2016. Chairperson Moore then asked for a roll call after which she asked if any Member had any objection to holding this meeting as advertised. No one objected.

Chairperson Moore asked if there was anyone present that would like to speak on any issue not on tonight's agenda. Hearing no one Chairperson Moore closed the public portion of the meeting.

During a discussion of Shishedo America's Capacity Allocation Agreement Mr. Brand stated that the project consists of the design and construction of a new industrial wastewater pretreatment plant. When questioned by the Members about pre-treatment facility Mr. Brand responded that it would be built, owned, maintained and replaced/upgraded as needed by Shiseido America. Mr. Brand also stated that Shedeido would be subject to MUA Industrial Monitoring

program by NJDEP and East Windsor Township. Chairperson Moore requested motion to accept Resolution 2016-26 and the Capacity Allocation Agreement. Mr. Shipman made the motion, seconded by Mr. Millner and unanimously approved.

Resolution 2016-26

WHEREAS, SHISEIDO AMERICA, INC. (hereinafter the "Customer") is the owner of a parcel of land located within the Township of East Windsor more particularly described as Block 1, Lots 4, 5 and 6 on the Official Tax Map of the Township of East Windsor, with an address at 366 Princeton-Hightstown Road, East Windsor, New Jersey 08520; and

WHEREAS, the Customer has submitted to the East Windsor Municipal Utilities Authority (hereinafter "Authority" or "EWMUA") certain Plans and Specifications for the construction of an industrial wastewater pretreatment facility to be located on Block 1, Lots 4, 5 and 6 on the Official Tax Map of the Township of East Windsor entitled "SHISEIDO AMERICA, INC. INDUSTRIAL PRETREATMENT FACILITY" prepared by AECOM Technical Services for the pretreatment facility (the "Pretreatment facility"); and

WHEREAS, the Planning Board of the Township of East Windsor ("Approving Board" or "Board") granted amended preliminary and final site plan approval for the pretreatment facility on February 2, 2015, memorialized on March 16, 2015 for the subject property; and

WHEREAS, the New Jersey Department of Environmental Protection has issued a Permit to Construct and Operate Treatment Works for the pretreatment facility numbered 16-0087, with an issuance date of August 9, 2016; and

WHEREAS, the Customer and the Authority desire to enter into an Capacity Allocation Agreement setting forth the rights, duties and obligations of the parties in connection with the construction of the industrial pretreatment facility, including off-tract improvement obligations of the Customer.

NOW, THEREFORE, BE IT RESOLVED BY THE EAST WINDSOR MUNICIPAL UTILITIES AUTHORITY as follows:

1. The EWMUA hereby approves the Capacity Allocation Agreement and Developer's On-tract and Off-tract Agreement with Shiseido America, Inc.
2. The EWMUA directs the EWMUA Chairperson and Secretary to execute the Capacity Allocation Agreement and Developer's On-tract and Off-tract Agreement with Shiseido America, Inc.
3. The EWMUA further directs that a certified copy of this resolution be delivered to The New Jersey Department of Environmental Protection as evidence of its approval of the pretreatment facility, and
4. The EWMUA further directs that the Executive Director shall take all necessary steps to expedite the directions specified in this resolution, as appropriate, and
5. This resolution shall take effect immediately.

A discussion on the release of both the Capacity Allocation Agreements with Gordon Princeton MAB Associates and Aramark Educational Associates. Mr. Brand informed the Members that Mr. Fryer had reviewed both agreements and was satisfied that all terms and

conditions of the agreements was met and therefore appropriate to release both. Mr. Schmierer stated he had prepared a resolution and two agreement releases for Board consideration. Mr. Platizky made the motion to accept and adopt the resolution and agreements, seconded by Mr. Kurs and unanimously approved.

Resolution 2016-25

WHEREAS, the East Windsor Municipal Utilities Authority (“Authority”) entered into a Capacity Allocation and Developer’s On-Tract and Off-Tract Agreement relating to Block 5, Former Lot 27, East Windsor Township Tax Map as follows:

A. February 10, 2003 Agreement with Gordon Princeton MAB Associates, LLC as recorded in the Office of the Mercer County Clerk on May 3, 2003 in Deed Book 04505, Page 0042; and

B. An Agreement dated December 23, 2002 with Aramark Educational Resources, Inc. as recorded in the Office of the Mercer County Clerk on March 4, 2003 in Deed Book 04469, Page 0155; and

WHEREAS, Block 5, Former Lot 27 is in the process of being sold and the current owner, Edinburg Road Investors, LLC has requested that the Authority formally release both agreements as liens on the title of said property; and

WHEREAS, the Authority staff has confirmed that all conditions required pursuant to both said agreements have been fully satisfied.

NOW, THEREFORE, be it resolved by the East Windsor Municipal Utilities Authority, County of Mercer, State of New Jersey as follows:

1. The Chairperson and Secretary hereby authorized and directed to execute Releases of Capacity Allocation and Developer’s On-Tract and Off-Tract Agreement as referenced hereinabove. The Releases so authorized are on file with the Authority Secretary and may be inspected during regular office hours.

2. A certified true copy of this Resolution together with the executed agreement releases shall be furnished to Edinburg Road Investors, LLC through their attorney, Chad M. Freedman, Ballaga & Freedman, LLP, 396 Alhambra Circle, Suite 204, Coral Gables, Florida 33134 on its adoption.

The Board approved the 2016/2017 Authority Budget on a motion made by Mr. Miller, seconded by Mr. Platizky and unanimously approved.

Resolution 2016 Budget Water

WHEREAS, the Annual Budget and Capital Budget for the East Windsor Municipal Utilities Authority for the fiscal year beginning, December 1, 2016 and ending, November 30, 2017 has been presented before the governing body of the East Windsor Municipal Utilities Authority at its open public meeting of September 15, 2016; and

WHEREAS, the Annual Budget as introduced reflects Total Revenues of \$3,261,041, Total Appropriations, \$4,302,200 including any Accumulated Deficit if any, of \$NONE and Total Unrestricted Net Position utilized of \$1,041,159; and

WHEREAS, the Capital Budget as introduced reflects Total Capital Appropriations of \$1,901,000 and Total Unrestricted Net Position planned to be utilized as funding thereof, of \$1,211,000; and

WHEREAS, the schedule of rates, fees and other charges in effect will produce sufficient revenues, together with all other anticipated revenues to satisfy all obligations to the holders of bonds of the Authority, to meet operating expenses, capital outlays, debt service requirements, and to provide for such reserves, all as may be required by law, regulation or terms of contracts and agreements; and

WHEREAS, the Capital Budget/Program, pursuant to N.J.A.C. 5:31-2, does not confer any authorization to raise or expend funds; rather it is a document to be used as part of the said Authority's planning and management objectives. Specific authorization to expend funds for the purposes described in this section of the budget, must be granted elsewhere; by bond resolution, by a project financing agreement, by resolution appropriating funds from the Renewal and Replacement Reserve or other means provided by law.

NOW, THEREFORE BE IT RESOLVED, by the governing body of the East Windsor Municipal Utilities Authority, at an open public meeting held on September 15, 2016 that the Annual Budget, including all related schedules, and the Capital Budget/Program of the East Windsor Municipal Utilities Authority for the fiscal year beginning, December 1, 2016 and ending, November 30, 2017 is hereby approved; and

BE IT FURTHER RESOLVED, that the anticipated revenues as reflected in the Annual Budget are of sufficient amount to meet all proposed expenditures/expenses and all covenants, terms and provisions as stipulated in the said Authority's outstanding debt obligations, capital lease arrangements, service contracts, and other pledged agreements; and

BE IT FURTHER RESOLVED, that the governing body of the East Windsor Municipal Utilities Authority will consider the Annual Budget and Capital Budget/Program for adoption on November 17, 2016.

Resolution 2016 Budget Wastewater

WHEREAS, the Annual Budget and Capital Budget for the East Windsor Municipal Utilities Authority for the fiscal year beginning, December 1, 2016 and ending, November 30, 2017 has been presented before the governing body of the East Windsor Municipal Utilities Authority at its open public meeting of September 15, 2016; and

WHEREAS, the Annual Budget as introduced reflects Total Revenues of \$4,884,283, Total Appropriations, \$4,712,202 including any Accumulated Deficit if any, of \$NONE and Total Unrestricted Net Position utilized of \$NONE; and

WHEREAS, the Capital Budget as introduced reflects Total Capital Appropriations of \$636,000 and Total Unrestricted Net Position planned to be utilized as funding thereof, of \$~~536,000~~; and

WHEREAS, the schedule of rates, fees and other charges in effect will produce sufficient revenues, together with all other anticipated revenues to satisfy all obligations to the holders of bonds of the Authority, to meet operating expenses, capital outlays, debt service requirements, and to provide for such reserves, all as may be required by law, regulation or terms of contracts and agreements; and

WHEREAS, the Capital Budget/Program, pursuant to N.J.A.C. 5:31-2, does not confer any authorization to raise or expend funds; rather it is a document to be used as part of the said Authority's planning and management objectives. Specific authorization to expend funds for the purposes described in this section of the budget, must be granted elsewhere; by bond resolution, by a project financing agreement, by resolution appropriating funds from the Renewal and Replacement Reserve or other means provided by law.

NOW, THEREFORE BE IT RESOLVED, by the governing body of the East Windsor Municipal Utilities Authority, at an open public meeting held on September 15, 2016 that the Annual Budget, including all related schedules, and the Capital Budget/Program of the East Windsor Municipal Utilities Authority for the fiscal year beginning, December 1, 2016 and ending, November 30, 2017 is hereby approved; and

BE IT FURTHER RESOLVED, that the anticipated revenues as reflected in the Annual Budget are of sufficient amount to meet all proposed expenditures/expenses and all covenants, terms and provisions as stipulated in the said Authority's outstanding debt obligations, capital lease arrangements, service contracts, and other pledged agreements; and

BE IT FURTHER RESOLVED, that the governing body of the East Windsor Municipal Utilities Authority will consider the Annual Budget and Capital Budget/Program for adoption on November 17, 2016.

There was a brief discussion during which Mr. Ghrist explained that during the Audit it was discovered that the Authority paid a higher percentage of the employees' health care. Resolution 2016-24 is to accept and approve the corrective action plan. The percentage has been corrected and the proper amounts are being withheld from the employees. We are also replacing the financial software. Mr. Lawler made a motion to adopt the resolution, seconded by Mr. Kurs and unanimously carried.

Resolution for Corrective Action for 2015 Audit Resolution 2016-24

WHEREAS, THE East Windsor Municipal Utilities Authority has received a Report of Audit from Mercadien, P.C. , certified Public Accountants, for the year ending December 31, 2015; and

Whereas, the Division of Local Government Services in the New Jersey Department of Community Affairs requires a Corrective Action Plan be prepared and submitted to the Division within 60 days from the date the audit is received by the local unit; and

Whereas, the corrective Action Plan covers all findings and recommendations in the audit report, including state, federal and general findings, as well as the status of prior year findings and recommendations; and

Whereas, the corrective Action Plan should be prepared by the Chief Financial Officer, with assistance from other officials affected by the audit recommendations, and approved by the Governing Body.

Now, Therefore, Be it Resolved, that the Board Members of the East Windsor Municipal Utilities Authority, in Mercer County, State of New Jersey, hereby approves the attached Corrective Action Plan prepared and submitted by the Chief Financial Officer in response to the findings and recommendations included as part of the audit report for the year ended December 31, 2015.

Mr. Brand spoke briefly about benefits of membership in the NJ Utility Authorities Joint Insurance Fund (JIF). Chairperson Moore requested a motion approving the resolution to continue membership. Mr. Kurs made a motion to continue membership in the JIF, seconded by Mr. Platizky and unanimously approved.

Resolution 2016-27

WHEREAS, the East Windsor MUA is a member of the New Jersey Utility Authorities Joint Insurance Fund; and

WHEREAS, said renewed membership terminates as of December 31, 2016 unless earlier renewed by agreement between the Authority and the Fund; and

WHEREAS, the Authority desires to renew said membership;

NOW THEREFORE, be it resolved as follows:

1. The East Windsor MUA agrees to renew its membership in the New Jersey Utility Authorities Joint Insurance Fund and to be subject to the Bylaws, Rules and Regulations, coverages, and operating procedures thereof as presently existing or as modified from time to time by lawful act of the Fund.
2. The Governing Body shall be and hereby are authorized to execute the agreement to renew membership annexed hereto and made a part hereof and to deliver same to the New Jersey Utility Authorities Joint Insurance Fund evidencing the Authority's intention to renew its membership.

Mr. Brand informed the Board that the Hankins Road project was complete. Sewer and water lines were installed and the road is open.

Mr. Brand spoke briefly about the Twin Rivers Water main project stating that Twin Rivers Drive was now complete just waiting for water main to be pressure tested and bacteriologically tested. In the meantime they are starting work on Nettleton Drive.

Mr. Millner made the motion to approve the Payment of Bills with Operating in the amount of \$365,641.47; Payroll for 8/17/16 of \$70,954.90; Payroll for 8/31/16 of \$78,688.46; Prepaid PSE&G in the amount of \$2,329.44 and Prepaid Harris Computer Systems in the amount of \$9,467.19. Mr. Platizky seconded the motion which was unanimously carried.

Chairperson Moore requested a motion to accept the Operating Report for August and Mr. Platizky made the motion, seconded by Mr. Lippman and unanimously carried.

Chairperson Moore asked for a motion to approve the Development Report for September and Mr. Kurs made the motion seconded by Mr. Platizky and unanimously carried.


Mr. Millner made the motion to approve the Finance Officer's Report for August, seconded by Mr. Kurs and unanimously carried.

Mr. Platizky made a motion to approve the Attorney's Report for August, seconded by Mr. Millner and unanimously carried.

The Engineer's Report for August was approved on a motion made by Mr. Lawler, seconded by Mr. Platizky and unanimously carried.

Having nothing further to discuss Chairperson Moore requested a motion to move the meeting into Executive Session to discuss Personnel matters. Mr. Platizky made the motion, seconded by Mr. Millner and unanimously carried.

Respectfully submitted,


Marc Platizky, Secretary