

Mayor and Common Council Borough of Flemington

May 9, 2022

Council Meeting Room and Online

Call to Order (6:30 PM)

THIS MEETING IS CALLED PURSUANT TO THE PROVISIONS OF THE OPEN PUBLIC MEETINGS LAW. THIS MEETING OF MAY 9, 2022 WAS INCLUDED IN A LIST-OF-MEETINGS NOTICE SENT TO THE HUNTERDON COUNTY DEMOCRAT AND COURIER-NEWS ON JAN. 5, 2022, POSTED ON THE BULLETIN BOARD AT BOROUGH HALL ON THAT DATE, AND HAS REMAINED CONTINUOUSLY POSTED AS REQUIRED. IN ADDITION, A COPY OF THIS NOTICE IS AND HAS BEEN AVAILABLE TO THE PUBLIC AND IS ON FILE IN THE OFFICE OF THE BOROUGH CLERK.

Executive Session (6:30 PM)

1. RESOLUTION 2022-126: ENTERING EXECUTIVE SESSION FOR THE PURPOSE OF OBTAINING LEGAL ADVICE REGARDING THE COURTHOUSE SQUARE PROJECT, THE LIBERTY VILLAGE PROJECT, POSSIBLE NEGOTIATIONS ON LAND ACQUISITION, AND A PERSONNEL MATTER

Regular Meeting (7:30 PM)

This meeting is being held in conformance with the Open Public Meetings Act.

Flag Salute

Roll Call:

Betsy Driver	Mayor
Jessica Hand	Council Vice President
Malik Johnston	Council Member
Jeremy Long	Council President
Tony Parker	Council Member
Elizabeth Rosetti	Council Member
Kimberly Tilly	Council Member

- I. Mayor's Report
- II. Council Members' Reports
- III. Public Comments - Session I (up to 3 minutes each, for a maximum of 30 minutes)
- IV. Approval of Minutes

Motion To: **Approve Minutes: April 25, 2022 Regular Council Meeting**

Consent Agenda

1. RESOLUTION 2022-120: AUTHORIZING THE MUNICIPAL BUDGET FOR THE YEAR 2022 TO BE READ BY TITLE
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2. RESOLUTION 2022-121: A RESOLUTION IN SUPPORT OF FLEMINGTON DIY

Regular Agenda

1. RESOLUTION 2022-122: AUTHORIZING THE ISSUANCE OF A NON-RECOURSE REDEVELOPMENT AREA BOND OF THE BOROUGH OF FLEMINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY, IN AN AGGREGATE PRINCIPAL AMOUNT OF \$300,000
2. RESOLUTION 2022-95: ADOPTING THE 2022 MUNICIPAL BUDGET OF THE BOROUGH OF FLEMINGTON
3. RESOLUTION 2022-123: AUTHORIZING THE CLOSURE OF CERTAIN STREETS FOR THE MEMORIAL DAY PARADE MAY 30, 2022
4. RESOLUTION 2022-124: ACCEPTING THE RETIREMENT OF BOROUGH CLERK SALLIE GRAZIANO EFFECTIVE AUGUST 1, 2022, AND AUTHORIZING THE SEARCH FOR A REPLACEMENT
5. RESOLUTION 2022-125: AUTHORIZING PHASE ONE OF THE UPDATED SIGN PLAN, REGARDING PARKING SIGNS

V. Public Comments - Session II (up to 3 minutes each, for a maximum of 30 minutes)

VI. Attorney's Report

VII. Payment of the Bills

Motion To: **Pay the Bills in the Amount of \$3,973,344.45**

VIII. Executive Session for Any Other Applicable Matter Identified During the Regular Meeting (Action May Be Taken)

IX. Adjournment

Motion To: **Adjourn**

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/2022 07:30 PM
Department: Clerk of the Borough
Category: Financial Approval
Prepared By: Sallie Graziano

INTRODUCED

Initiator: Sallie Graziano

Sponsors:

RESOLUTION 2022-95

DOC ID: 3763

**Adopting the 2022 Municipal Budget of the Borough of
Flemington**

BE IT RESOLVED that the 2022 Municipal Budget, shown in the attached document, be adopted by the Council of the Borough of Flemington, County of Hunterdon, State of New Jersey.

Introduced: April 11, 2022

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, Borough Clerk

RESULT:	INTRODUCED [UNANIMOUS]
MOVER:	Jeremy Long, Council President
SECONDER:	Jessica Hand, Council Vice President
AYES:	Hand, Johnston, Long, Rosetti, Parker
EXCUSED:	Kimberly Tilly

2022 Municipal Budget

of the BOROUGH of FLEMINGTON County of
HUNTERDON for the fiscal year
2022.

Revenue and Appropriations Summaries

Summary of Revenues	Anticipated			
	2022		2021	
1. Surplus	370,000.00		410,000.00	
2. Total Miscellaneous Revenues	1,144,616.15		957,643.27	
Receipts from Delinquent				
3. Taxes	279,000.00		280,000.00	
4. a) Local Tax for Municipal Purposes	4,998,079.24		4,734,408.89	
b) Addition to Local School District Tax				
c) Minimum Library Tax	150,614.35		145,392.11	
Tot Amt to be Rsd by Taxes for Sup of Muni Bnd	5,148,693.59		4,879,801.00	
Total General Revenues	6,942,309.74		6,527,444.27	

Summary of Appropriations		2022 Budget		Final 2021 Budget	
1. Operating Expenses:	Salaries & Wages	2,500,296.00		2,493,961.00	
	Other Expenses	2,624,082.15		2,294,390.27	
2. Deferred Charges & Other Appropriations		886,431.59		822,743.00	
3. Capital Improvements		77,000.00		55,000.00	
4. Debt Service (Include for School Purposes)		444,500.00		451,350.00	
5. Reserve for Uncollected Taxes		410,000.00		410,000.00	
Total General Appropriations		6,942,309.74		6,527,444.27	
Total Number of Employees		73		73	

2022 Dedicated		Water	Utility Budget		
Summary of Revenues			Anticipated		
			2022		2021
1. Surplus			96,200.00		
2. Miscellaneous Revenues			1,434,800.00		1,611,308.38
3. Deficit (General Budget)					
Total Revenues			1,531,000.00		1,611,308.38
Summary of Appropriations			2022 Budget		Final 2021 Budget
1. Operating Expenses:					
Salaries & Wages			302,000.00		290,000.00
Other Expenses			516,500.00		475,775.00
2. Capital Improvements			5,000.00		60,000.00
3. Debt Service			677,500.00		674,225.00
4. Deferred Charges & Other Appropriations			30,000.00		111,308.38
5. Surplus (General Budget)					
Total Appropriations			1,531,000.00		1,611,308.38
Total Number of Employees			12		12

2022 Dedicated		Sewer	Utility Budget		
Summary of Revenues			Anticipated		
			2022		2021
1. Surplus			851,525.00		884,000.00
2. Miscellaneous Revenues			1,904,600.00		1,818,000.00
3. Deficit (General Budget)					
Total Revenues			2,756,125.00		2,702,000.00

Summary of Appropriations		2022 Budget	Final 2021 Budget
1. Operating Expenses:	Salaries & Wages	600,000.00	645,000.00
	Other Expenses	1,768,250.00	1,655,000.00
2. Capital Improvements		35,000.00	35,000.00
3. Debt Service		188,700.00	163,000.00
4. Deferred Charges & Other Appropriations		164,175.00	204,000.00
5. Surplus (General Budget)			
Total Appropriations		2,756,125.00	2,702,000.00
Total Number of Employees		5	5

Balance of Outstanding Debt						
		General		Water		Sewer
Interest		149,500.00		117,000.00		6,200.00
Principal		5,894,000.00		11,303,545.10		2,940,652.36
Outstanding Balance		6,043,500.00		11,420,545.10		2,946,852.36

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Board Policy
Prepared By: Sallie Graziano
Initiator: Sallie Graziano
Sponsors:

SCHEDULED

RESOLUTION 2022-120

DOC ID: 3784

**Authorizing the Municipal Budget for the Year 2022 to be
Read by Title**

Borough of Flemington

County of Hunterdon

WHEREAS, N.J.S.A. 40A:4-8 provides that the budget be read by title only, at the time of the public hearing, if a Resolution is passed by not less than a majority of the full membership of the governing body, providing that at least one week prior to the date of hearing a complete copy of the approved budget has been posted on the bulletin board in Borough Hall, and copies have been made available by the Borough Clerk to persons requiring them on a daily basis thereafter, including the date and time of the actual public hearing held as a result thereof; and

WHEREAS, these required conditions have been met.

NOW, THEREFORE, BE IT RESOLVED by the Borough Council of the Borough of Flemington in the County of Hunterdon, State of New Jersey, that the municipal budget of the Borough of Flemington be read by title only.

BE IT FURTHER RESOLVED that this Resolution takes effect immediately.

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, RMC, Borough Clerk

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Board Policy
Prepared By: Sallie Graziano
Initiator: Sallie Graziano
Sponsors:
DOC ID: 3805

SCHEDULED

RESOLUTION 2022-121

A Resolution in Support of Flemington DIY

WHEREAS, Flemington DIY (Do It Yourself) is a 501(c)(3) nonprofit community arts organization founded by a group of artists and musicians in 2014; and

WHEREAS, Flemington DIY's mission is to provide an inclusive art space that engages the community, inspires social change and invigorates the economic development of Flemington Borough; and

WHEREAS, Flemington DIY has a new location at 26 Stangl Road, in a repurposed building in the heart of Stangl Road's arts and cultural area; and

WHEREAS, the nonprofit organization, a volunteer-run collective, sponsors art shows, concerts, film showings, workshops, a jazz series, maker's markets and an active calendar featuring a variety of arts-centered events in its new Art Hub space;

NOW, THEREFORE, BE IT RESOLVED that the Mayor and Council of the Borough of Flemington support the efforts of Flemington DIY and wish the organization many years of success on the occasion of its grand reopening on May 14, 2022.

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, Borough Clerk

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Financial Approval
Prepared By: Sallie Graziano

Initiator: Sallie Graziano

Sponsors:

SCHEDULED

RESOLUTION 2022-122

DOC ID: 3801

Authorizing the Issuance of a Non-Recourse Redevelopment Area Bond of the Borough of Flemington, in the County of Hunterdon, New Jersey, in an Aggregate Principal Amount of \$300,000

WHEREAS, pursuant to the Local Redevelopment and Housing Law, N.J.S.A. 40A:12A-1 et seq. (the "Redevelopment Law" or the "Act"), and that certain redevelopment plan most recently adopted on October 12, 2021 (as the same may be amended from time to time, the "Redevelopment Plan") by ordinance 2021-23 of the Council (the "Borough Council") of the Borough of Flemington, a public body corporate and politic of the State of New Jersey (the "Borough"), the Borough and Flemington Center Urban Renewal, LLC ("FCUR" or the "Entity") entered into that certain Second Amended and Restated Redevelopment Agreement dated October 13, 2020 (as the same may be further amended from time to time, the "Redevelopment Agreement") with respect to property identified as Block 22, Lots 4, 5, 6, 7, 8, 9, 10, 12, 13 and 14, and Block 24, Lots 1, 2 (which includes former Lot 3) and 5 on the Borough's tax map (the "Project Area") and designated by resolution of the Borough Council as an "area in need of redevelopment" in accordance with the Redevelopment Law; and

WHEREAS, pursuant to the Redevelopment Agreement, a mixed-use, multi-phase project comprised of a hotel, residential units, commercial uses, structured parking, and any improvements ancillary or necessary thereto (the "Project"), among other components, will be constructed within the Project Area; and

WHEREAS, the provisions of the Long Term Tax Exemption Law, N.J.S.A. 40A:20-1 et seq. (the "Exemption Law") and such other statutes as may be sources of relevant authority, authorize the Borough to accept, in lieu of real property taxes, annual service charges paid by the Entity to the Borough as set forth in such laws (the "Annual Service Charge"); and

WHEREAS, in accordance with the provisions of the Exemption Law, the Entity filed an application with the Borough seeking a tax exemption in connection with the Project; and

WHEREAS, the Borough and the Entity entered into a financial agreement dated November 8, 2018 to memorialize the terms and conditions by which the Entity will pay the Annual Service Charge (the "Financial Agreement"); and

WHEREAS, pursuant to the Redevelopment Area Bond Financing Law, N.J.S.A. 40A:12A-64 et seq. (the "RAB Law"), a municipality may issue bonds to finance redevelopment projects pursuant to a redevelopment plan within an area in need of redevelopment, which bonds may be secured by an annual service charge; and

WHEREAS, pursuant to N.J.S.A. 40A:12A-67(g), the Borough Council authorized by resolution the application to the Local Finance Board (the "Application") for the Borough's issuance of a \$300,000 Non-Recourse Redevelopment Area Bond in support of the Project; and

WHEREAS, on May 12, 2021, the Local Finance Board met, reviewed and approved the Application; and

WHEREAS, as an inducement to the Entity to construct the Project, and in furtherance of the purposes of the Act and the RAB Law, the Borough intends to issue a Non-Recourse Redevelopment Area Bond in the principal amount of \$300,000, in one series (the "Bond"), which Bond shall be secured by a pledge of the Annual Service Charge; and

WHEREAS, the Bond is hereby authorized to be issued and executed and secured by a pledge of the Annual Service Charge for the payment of the principal of the Bond;

NOW, THEREFORE, BE IT RESOLVED by the Borough Council of the Borough of Flemington, New Jersey as follows:

Section 1. Determination to Issue. To accomplish the purposes and objectives of the Act and the RAB Law, the Borough hereby determines to finance a portion of the costs associated with the Project. To finance a portion of the Project, the Bond is hereby authorized to be issued in the principal amount of \$300,000. The net proceeds from the sale of the Bond shall be paid to the Redeveloper for the Project. The Bond shall be issued in one series, shall be dated its date of delivery, shall not bear interest and shall be payable as to principal as set forth therein. The Bond shall be issued in the form, shall mature and shall have such other details and provisions as are set forth in the form of the Bond attached hereto as Exhibit A. The first principal payment on the Bond shall be on a date which is after the payment of four (4) quarterly Annual Service Charge payments.

Section 2. Bond Constitutes a Special, Limited Obligation. The Bond shall be a special, limited obligation of the Borough, payable solely out of the Annual Service Charge and all such Annual Service Charge is hereby irrevocably pledged to the payment of the Bond. The payment of the principal of the Bond shall be secured by the pledge of the Annual Service Charge and certain rights of the Borough as provided in the Financial Agreement. Neither the members of the Borough Council nor any person executing the Bond issued pursuant to this Resolution, the Act and the RAB Law shall be liable personally for the Bond by reason of the issuance thereof. The Bond shall not be in any way a debt or liability of the Borough other than to the limited extent set forth herein. NEITHER THE FULL FAITH AND CREDIT NOR TAXING POWER OF THE BOROUGH IS PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF THE BOND.

Section 3. Authorization and Execution of Bond.

(a) The Bond shall mature not more than thirty (30) years from the date of its issuance and, in any event, not prior to the termination of the Financial Agreement, and shall be issued in an aggregate principal amount of \$300,000. The Bond shall not bear interest. A certificate evidencing the terms of the sale of the Bond to the purchaser (the "Purchaser") shall be executed by the Chief Financial Officer (the "Award Certificate").

(b) The Mayor, Borough Clerk and Chief Financial Officer (each an "Authorized Officer") are each hereby authorized to execute and deliver the Bond on behalf of the Borough. The Bond shall be executed by the Mayor, the Chief Financial Officer and the Borough Clerk and shall be issued in the form of one physical certificate registered in the name of the Purchaser.

Section 4. Delivery of the Bond. Following execution of the Bond, each Authorized Officer is hereby authorized to deliver the Bond to the Purchaser against receipt of the purchase price or unpaid balance thereof (the "Closing"). At the Closing, the Borough shall distribute the net proceeds from the sale and issuance of the Bond to the Redeveloper in order to pay costs associated with the Project.

Section 5. Conditions Precedent to Issuance of the Bonds. The obligations of the Borough and the Purchaser to consummate the transactions contemplated hereby are subject to (i) the execution and delivery of the Bond, the Financial Agreement, the Redevelopment Agreement and any instruments executed in connection herewith or therewith, and all amendments and modifications thereto, which shall be in full force and effect on and as of the date of issuance of the Bond and shall be in form and substance satisfactory to the Borough and the Purchaser and no default or event of default (however denominated) shall exist under any such documents and (ii) such financing statements, legal opinions, certificates and other documents as the Purchaser and bond counsel to the Borough may reasonably deem necessary to evidence compliance by the Borough and the Purchaser with the Bond, Financial Agreement and Redevelopment Agreement.

Section 6. Transfer of Bond. The Bond may only be transferred to (a) an affiliate of the Purchaser, (b) a trust or custodial arrangement established by the Purchaser or one of its affiliates, the owners of the beneficial interests in which are limited to qualified institutional buyers, as defined in Rule 144A promulgated under the Securities Act of 1933, as amended, or (c) to a Person that is a qualified institutional buyer and a commercial bank having capital and surplus of \$5,000,000,000 or more; each of which has executed and delivered to the Borough an Investor Letter in the form of Exhibit B attached hereto.

Section 7. Limitations of Liability of Borough. The Borough shall not incur any responsibility with respect to the Bond other than in connection with the duties or obligations explicitly set forth herein, in the Bond and in the Financial Agreement. No provision of this Resolution, the Bond, the Financial Agreement or any agreement, document, instrument or certificate executed, delivered or approved in connection with the issuance, sale, delivery or administration of the Bond shall require the Borough to expend or risk its own general funds, the obligations and liabilities of the Borough hereunder being payable solely from the Annual Service Charge.

In the event of any default by the Borough hereunder, the liability of the Borough to any person who shall be the registered owner of the Bond (the "Bondholder") shall be enforceable only against the Annual Service Charge that may be made available for such purposes under the RAB Law, and there shall be no other recourse for damages by the Bondholder against the Borough, its officers, members, agents and employees, or any of the property now or hereafter owned by it or them.

Section 8. Certain Actions of the Borough. The Borough covenants to take such action as the Bondholder shall reasonably request, in order that the Bondholder may realize the benefits of the right to receive the Annual Service Charge; such actions may include, but shall not be limited to, conducting an in rem tax foreclosure action in accordance with the provisions of N.J.S.A. 54:5-1 et seq.

Upon the happening and continuance of any Default as defined in the Financial Agreement, upon receipt of the written request of the Bondholder, the Borough shall proceed to protect and

enforce its rights and the rights of the Bondholder under the laws of the State of New Jersey and the terms of the Financial Agreement, by such suits, actions or special proceedings in equity or at law, including, without limitation, directing the Borough to commence an in rem tax foreclosure pursuant to the Financial Agreement or mandamus, or by proceedings in the office of any board or office having jurisdiction, either for the specific performance of any covenant, condition or agreement contained in the Bond or the Financial Agreement or for the enforcement of any proper legal or equitable remedy. Only the Borough can undertake the sale of tax sale certificates, and in the same manner, and at the same time, as generally applicable for unpaid taxes due and owing to the Borough, subject to all applicable laws (including bankruptcy laws) necessary to realize the collection of the pledged Annual Service Charge remaining unpaid in accordance with the Financial Agreement.

If the Bondholder shall have proceeded to enforce the rights of the Bondholder under the Bond and the Financial Agreement and such proceedings shall have been discontinued or abandoned for any reason or shall have been determined adversely to the Bondholder, then the Bondholder shall be restored to its position and rights hereunder, and all rights, remedies and powers of the Bondholder shall continue as though no such proceedings had taken place.

Section 9. Incidental Action. Each Authorized Officer is hereby authorized to execute and deliver such other papers, instruments, certificates, opinions, affidavits and documents, and to take such other action as may be necessary or appropriate in order to carry out the purpose of this Resolution, including effectuating the execution and delivery of any closing certificates required in connection with the issuance of the Bond, and the issuance and sale of the Bond, all in accordance with the foregoing sections hereof.

Section 10. Independent Determination by Purchaser. The Bond authorized herein is being issued to the Purchaser with the understanding that it is being held for the Purchaser's own account and that the Purchaser has made its own independent investigation and judgment about the credit and security for the payment of such Bond. Any sale or assignment by the Purchaser of such Bond shall be on the same terms and conditions as set forth herein. The Borough will act as the paying agent for the Bond. Pursuant to the terms of the Financial Agreement, the Borough will collect the Annual Service Charge in quarterly installments on February 1, May 1, August 1 and November 1 and, on each date and upon receipt of each such quarterly installment, will deposit one-fourth of the principal amount of the Bond due on the next succeeding principal payment date into a separate trust account for the benefit of the Purchaser or subsequent Bondholder, as the case may be. The Borough shall make payment to the Purchaser, or subsequent Bondholder, as the case may be, of the principal amount of the Bond due, out of the Annual Service Charge. In the event of a Default (as defined in the Financial Agreement) resulting from the failure of the Entity to pay the Annual Service Charge payment then due and owing, the Borough will determine the amount of the Annual Service Charge shortfall and shall deposit a pro rata amount of the quarterly Annual Service Charge into the trust account for the benefit of the Purchaser, or subsequent Bondholder, as the case may be; subject to payment of the County Share (as such term is defined in the Financial Agreement).

Section 11. Construction. If any one of more of the provisions of this Resolution or the Bond issued hereunder shall for any reason be held illegal or invalid, such illegality or invalidity shall not affect

any other provision of this Resolution, and the Bond shall be construed and enforced as if such illegal or invalid provision had not been contained therein.

Section 12. Effective Date. This Resolution shall take effect immediately upon adoption.

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, Borough Clerk

I, Sallie Graziano, Borough Clerk of the Borough of Flemington, County of Hunterdon, State of New Jersey, hereby certify this to be a true copy of a resolution adopted by the Borough Council on May 9, 2022.

Sallie Graziano, RMC, Flemington Borough Clerk

Exhibit A

Form of Bond

UNITED STATES OF AMERICA

BOROUGH OF FLEMINGTON, NEW JERSEY

REDEVELOPMENT AREA BOND

SERIES 2022

(NON-RECOURSE)

No. R-1 \$300,000

REGISTERED OWNER: []

PRINCIPAL AMOUNT: THREE HUNDRED THOUSAND DOLLARS (\$300,000)

DATED DATE: []

THE BOROUGH OF FLEMINGTON, a public body corporate and politic and political subdivision of the State of New Jersey, existing under and by virtue of the Constitution and the laws of the State of New Jersey (the "Borough"), for value received, hereby promises to pay, but only from the Annual Service Charge (as defined in the hereinafter defined Resolution) and other amounts pledged to such payment under the Resolution, to the REGISTERED OWNER or registered assigns or legal representative, the principal sums on the dates and in the amounts set forth on Schedule A attached hereto and made a part hereof, without interest thereon.

The principal of this bond is payable in lawful money of the United States of America or by check payable in such money. If any payment of the principal of this bond shall be due on a day other than a business day, such payment shall be made on the next business day with like effect as if made on the originally scheduled date.

As provided in the Act (defined herein), this bond is a special, limited obligation of the Borough payable solely from the Annual Service Charge and does not constitute a general obligation debt of the Borough or pledge of the full faith and credit or taxing power of the Borough, the State of New Jersey or any political subdivision thereof.

No transfer of this bond shall be valid unless made on the registration books of the Borough kept for that purpose and by surrender of this bond (together with a written instrument of transfer duly executed by the registered owner or by his or her duly authorized attorney) and the issuance of a new bond or bonds in the same form and tenor as the original bond except for the differences in the name of its registered owner, the denominations and the Date of Authentication. The owner of any bond or bonds may surrender same (together with a written instrument of transfer duly executed by the registered owner or by his or her duly authorized attorney), in exchange for an equal aggregate principal amount of bonds of any authorized denominations.

This bond is one of a duly authorized series of bonds of the Borough designated "Redevelopment Area Bonds Series 2022 (NON-RECOURSE)", aggregating Three Hundred Thousand Dollars (\$300,000) in principal amount, dated as of the DATED DATE, and duly issued by the Borough under and pursuant to (i) the provisions of the Long Term Tax Exemption Law of 1992, constituting Chapter 431 of the Pamphlet Laws of 1991 of the State, and the acts amendatory thereof and supplemental thereto (the "Tax Exemption Law", as codified in N.J.S.A. 40A:20-1 et seq.) and the Redevelopment Area Bond Financing Law, constituting Chapter 310 of the Pamphlet Laws of 2001 of the State, and the acts amendatory thereof and supplemental thereto (the "Act", as codified in N.J.S.A. 40A:12A-64 et seq., and together with the Tax Exemption Law, the "Acts"), and (ii) certain proceedings of the Borough, including a Resolution adopted by the Borough on May 9, 2022, entitled "Resolution Authorizing the Issuance of a Non-Recourse Redevelopment Area Bond of the Borough of Flemington, in

the County of Hunterdon, New Jersey in an Aggregate Principal Amount of \$300,000" (the "Resolution"). The terms of this bond include those stated in the Resolution, and this bond is subject to all such terms. Capitalized terms used herein and not otherwise defined have the meanings set forth in the Resolution. By the acceptance of this bond, the holder hereof assents to all of the provisions of the Resolution. Certified copies of the Resolution are on file at the office of the Borough in Flemington, New Jersey.

In the Resolution, the Borough has pledged the Annual Service Charge to pay the principal of the Bond.

This bond is not subject to redemption prior to its stated maturity.

The Borough may deem and treat the person in whose name this bond is registered as the absolute owner hereof (whether or not this bond shall be overdue and notwithstanding any notation of ownership or other writing hereon made by anyone other than the Borough) for the purpose of receiving payment of or on account of the principal of this bond, and for all other purposes, and the Borough shall not be affected by any notice to the contrary. All such payments so made to any such registered owner, or upon his order, shall be valid and, to the extent of the sum or sums so paid, effectual to satisfy and discharge the liability for moneys payable under this bond.

This bond shall be and is deemed to be for all purposes a negotiable instrument subject only to the provisions for registration and registration of transfer stated herein.

This bond shall be governed by and construed in accordance with the laws of the State of New Jersey.

All acts, conditions and things required by the Constitution and laws of the State of New Jersey and the rules and regulations of the Borough to happen, exist and be performed precedent to and in the issuance of this bond have happened, exist and have been performed as so required.

No recourse shall be had for the payment of the principal of this bond or for any claims based thereon against any member or other officer of the Borough or any person executing this bond, all such liability, if any, being expressly waived and released by the registered owner of this bond by the acceptance of this bond.

[THE REMAINDER OF THIS PAGE IS LEFT INTENTIONALLY BLANK]

IN WITNESS WHEREOF, the Borough of Flemington has caused this bond to be executed in its name by the manual or facsimile signature of its Mayor and Chief Financial Officer and its corporate seal (or a facsimile thereof) to be hereunto affixed, imprinted, engraved or otherwise reproduced, attested by the manual or facsimile signature of the Borough Clerk, all as of _____, 2022.

[SEAL]

Attest BOROUGH OF FLEMINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY

By: _____

Sallie Graziano, Borough Clerk

By: _____

Betsy Driver, Mayor

By: _____

William Hance, Chief Financial Officer

Schedule A

Year		Year	
(_____)	Amount	(_____)	Amount
1	\$10,000	16	\$10,000
2	\$10,000	17	\$10,000
3	\$10,000	18	\$10,000
4	\$10,000	19	\$10,000
5	\$10,000	20	\$10,000
6	\$10,000	21	\$10,000
7	\$10,000	22	\$10,000
8	\$10,000	23	\$10,000
9	\$10,000	24	\$10,000
10	\$10,000	25	\$10,000
11	\$10,000	26	\$10,000
12	\$10,000	27	\$10,000
13	\$10,000	28	\$10,000
14	\$10,000	29	\$10,000

15	\$10,000	30	\$10,000
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EXHIBIT B

INVESTOR LETTER

[], 2022

Borough of Flemington

38 Park Avenue

Flemington, New Jersey 08822

Re: \$300,000 Borough of Flemington Redevelopment Area Bonds
Series 2022 (NON-RECOURSE)

Ladies and Gentlemen:

[•] (the "Purchaser") has agreed to purchase the above referenced bond (the "Bond") in the amount of \$300,000 which was issued in the original aggregate principal amount of \$300,000 by the Borough of Flemington, New Jersey (the "Issuer") bearing interest at the rate or rates set forth in the Award Certificate dated [•], 20[•] (the "Award Certificate"), executed by the Issuer. All capitalized terms used herein, but not defined herein, shall have the respective meanings set forth in the resolution adopted by the Issuer on [•], 2022. The undersigned, an authorized representative of the Purchaser, hereby represents to you that:

1. The Purchaser has sufficient knowledge and experience in financial and business matters, including purchase and ownership of municipal and other tax exempt obligations, to be able to evaluate the risks and merits of the investment represented by the purchase of the Bond.
2. The Purchaser has authority to purchase the Bond and to execute this letter and any other instruments and documents required to be executed by the Purchaser in connection with the purchase of the Bond.
3. The undersigned is a duly appointed, qualified and acting representative of the Purchaser and is authorized to cause the Purchaser to make the certifications, representations and warranties contained herein by execution of this letter on behalf of the Purchaser.
4. The Purchaser is (a) an affiliate of [•], (b) a trust or other custodial arrangement established by [•] or one of its affiliates, the owners of the beneficial interests in which are limited to "qualified institutional buyers" as defined in Rule 144A promulgated under the Securities Act of 1933, as amended

(the "1933 Act") or (c) a qualified institutional buyer that is a commercial bank with capital and surplus of \$5,000,000,000 or more and is able to bear the economic risks of the investment.

5. The Purchaser understands that no official statement, prospectus, offering circular, or other comprehensive offering statement is being provided with respect to the Bond. The Purchaser has made its own inquiry and analysis with respect to the Issuer, the Project, the Bond and the security therefor, and other material factors affecting the security for and payment of the Bond.

6. The Purchaser acknowledges that it has either been supplied with or been given access to information, including financial statements and other financial information, to which a reasonable investor would attach significance in making investment decisions, and has had the opportunity to ask questions and receive answers from knowledgeable individuals concerning the Issuer, the Project, the Bond and the security therefor, so that as a reasonable investor, it has been able to make its decision to purchase the Bond.

7. The Purchaser understands that the Bond (i) is not registered under the 1933 Act and is not registered or otherwise qualified for sale under the "Blue Sky" laws and regulations of any state, (ii) is not listed on any stock or other securities exchange, and (iii) carries no rating from any credit rating agency.

8. The Bond is being acquired by the Purchaser for investment for its own account and not with a present view toward resale or distribution; provided, however, that the Purchaser reserves the right to sell, transfer or redistribute the Bond, but agrees that any such sale, transfer or distribution by the Purchaser shall be to a Person which executes an investor letter substantially in the form hereof and which shall be:

- (a) an affiliate of [•];
- (b) a trust or other custodial arrangement established by [•] or one of its affiliates, the owners of any beneficial interest in which are limited to qualified institutional buyers; or
- (c) a qualified institutional buyer and a commercial bank having capital and surplus of \$5,000,000,000 or more.

[•], as Purchaser

By: _____

[Name],

[Title]

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Board Policy
Prepared By: Sallie Graziano
Initiator: Sallie Graziano
Sponsors:
DOC ID: 3800

SCHEDULED

RESOLUTION 2022-123

**Authorizing the Closure of Certain Streets for the Memorial
Day Parade May 30, 2022**

Borough of Flemington
County of Hunterdon

WHEREAS, the Memorial Day Parade organizers have requested that several roads be closed on Monday, May 30, 2022 between the hours of 9:00 AM and noon as follows:

Church Street from Route 31 to Main Street
Main Street from Church Street to the Monument
North Main Street from the Monument to Hopewell Avenue
East Main Street from the Monument to New Jersey Avenue; and

WHEREAS, the Flemington Borough Police Department has reviewed this request and has approved the closures as requested.

NOW THEREFORE BE IT RESOLVED, by the Mayor and Common Council of the Borough of Flemington, County of Hunterdon, State of New Jersey, that the requested road closures as outlined above are approved for the Memorial Day Parade being held on May 30, 2022.

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, Borough Clerk

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Board Policy
Prepared By: Sallie Graziano
Initiator: Sallie Graziano
Sponsors:

SCHEDULED

RESOLUTION 2022-124

DOC ID: 3802

**Accepting the Retirement of Borough Clerk Sallie Graziano
Effective August 1, 2022, and Authorizing the Search for a
Replacement**

BOROUGH OF FLEMINGTON
COUNTY OF HUNTERDON

WHEREAS, Borough Clerk Sallie Graziano has submitted notice of her plans to retire effective August 1, 2022; and

WHEREAS, the Borough of Flemington accepts this retirement; and

WHEREAS, this retirement leaves a vacancy in the position of Borough Clerk.

NOW THEREFORE BE IT RESOLVED by the Mayor and Common Council of the Borough of Flemington, County of Hunterdon, State of New Jersey that the retirement of Borough Clerk Sallie Graziano effective August 1, 2022 is hereby accepted;

BE IT FURTHER RESOLVED that the Mayor and Council of the Borough of Flemington authorize the search for a replacement to fill the vacancy left by Ms. Graziano's retirement; and

BE IT FURTHER RESOLVED that this replacement may also hold the title of Borough Administrator.

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, Borough Clerk

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Board Policy
Prepared By: Sallie Graziano
Initiator: Sallie Graziano
Sponsors:

SCHEDULED

RESOLUTION 2022-125

DOC ID: 3803

**Authorizing Phase One of the Updated Sign Plan, Regarding
Parking Signs**

WHEREAS, through the Opportunity Zone Community Action Plan and the Neighborhood Preservation Program (NPP) Public Survey, the need for enhanced and universally recognizable public parking lot identification was strongly recommended; and

WHEREAS, through funding from the NPP Grant award and the Flemington Community Partnership (FCP) budget, the FCP has created an Updated Sign Plan to execute and fund; and

WHEREAS, Phase One of the plan calls for updating approximately 12 parking signs and removing one sign and post from Court Street as outlined in the Updated Parking Sign Plan; and

WHEREAS, Council has viewed the options for the refurbished parking lot signs and determined that the brighter blue matte is the best choice;

NOW, THEREFORE, BE IT RESOLVED that the Council of the Borough of Flemington approves Phase One of the Updated Sign Plan.

Adopted:

Attest:

Betsy Driver, Mayor

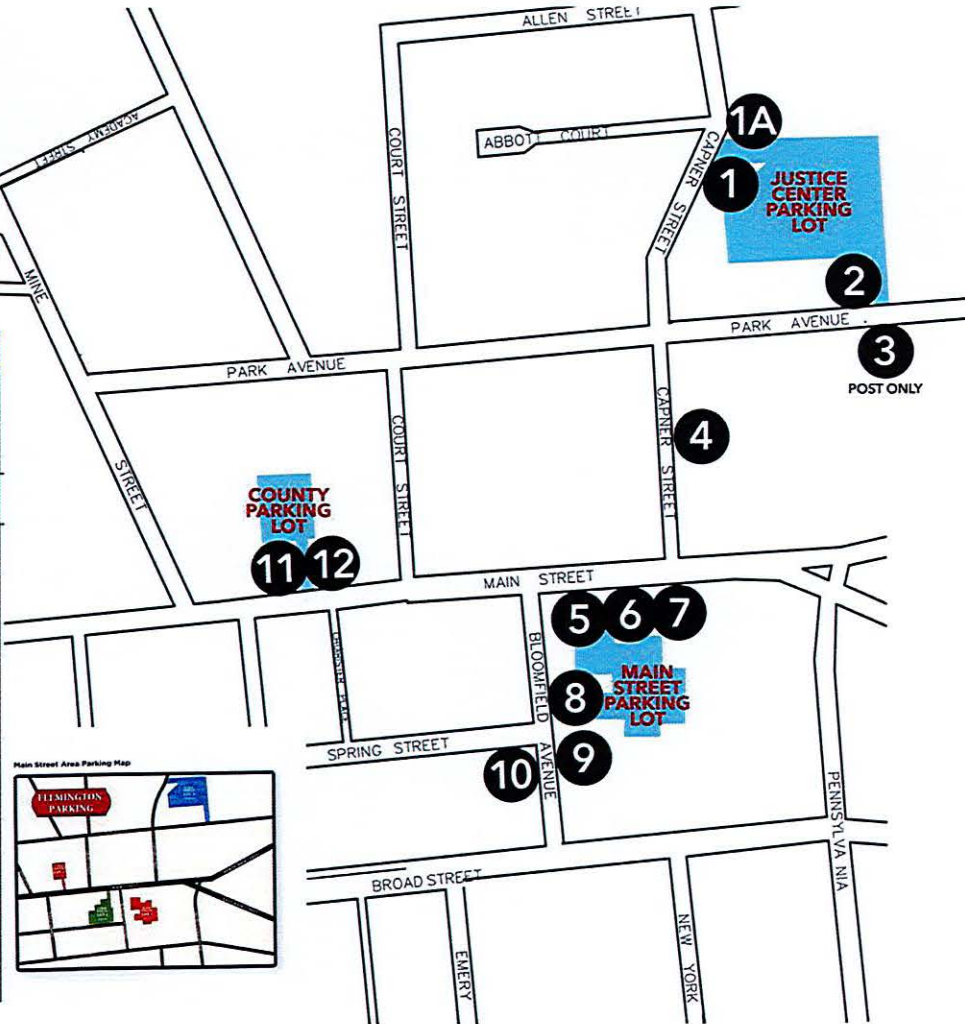
Sallie Graziano, Borough Clerk

Flemington

PUBLIC PARKING

PUBLIC PARKING SIGNAGE: PHASE #1

Sign #	Street	Near lot	Text on sign	TO DO:
1	Capner St	Justice Center Parking Lot	Parking	Replace w/ Large Blue Parking Signage*
1A	Capner St	Justice Center Parking Lot	County/ Old Lot / Link	Replace w/ Small Univ P
2	Park Avenue	Justice Center Parking Lot	County Signs	NO CHANGE
3	Park Avenue	New Courthouse	Maroon Parking	Replace w/ Large Blue Parking Signage*
4	On Capner approaching Park St	New Courthouse	Maroon Parking	Replace w/ Large Blue Parking Signage*
5	On Main St. (pointing to the Main Street and Bloomfield Ave. Public Parking lot)	8 Main Street	Orange Lot Sign	Replace w/ Small Univ P
6	On Main St. (pointing to the Main Street and Bloomfield Ave. Public Parking lot)	8 Main Street	Green and White Parking	Replace w/ Small Univ P
7	On Main St. (pointing to the Main Street and Bloomfield Ave. Public Parking lot)	In front of 8 Main	Maroon Wayfinding	Replace w/ Large Blue Parking Signage*
8	On Bloomfield	Stryker Paint Driveway	Old black P sign	Replace w/ Small Univ P
9	On Bloomfield at Motts	**Does not exist yet	ADD New Small Univ P on Post	
10	Corner of Bloomfield & Spring	Marron Sign	Replace w/ Large Blue Parking Signage*	
11	On Main at County Lot	County Lot	Red Lot Sign	Replace w/ Small Univ P
12	On Main at County Lot	Maroon Sign w/ Red Lot Arrow	Replace w/ Large Blue Parking Signage*	



Signs and Posts to remove & not replace: Court Street & Spring Street

Justice Center Public Parking Lot - (aka Lot #3)

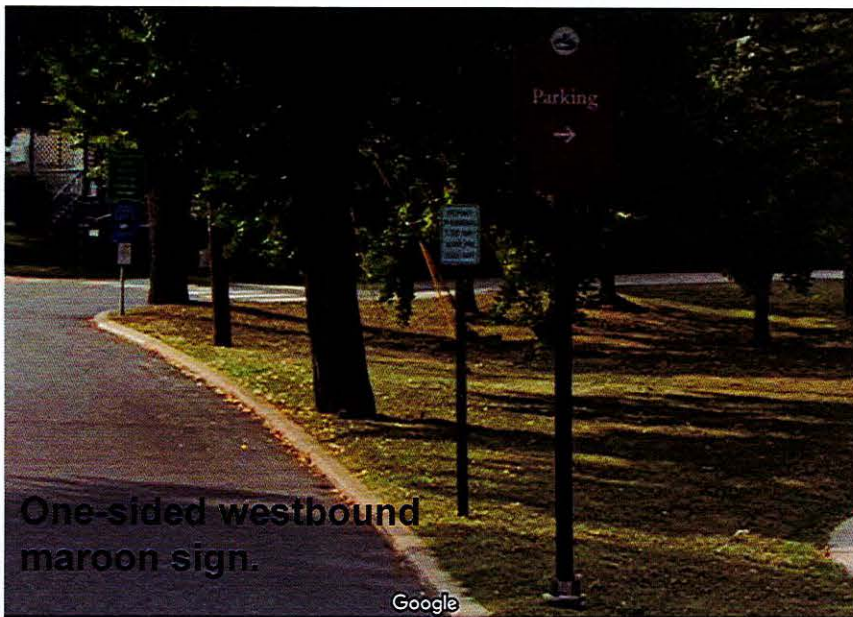
- County Lot with 300 Spaces.



1 Justice Center Public Parking Lot: *Entrance at Capner & Abbot*

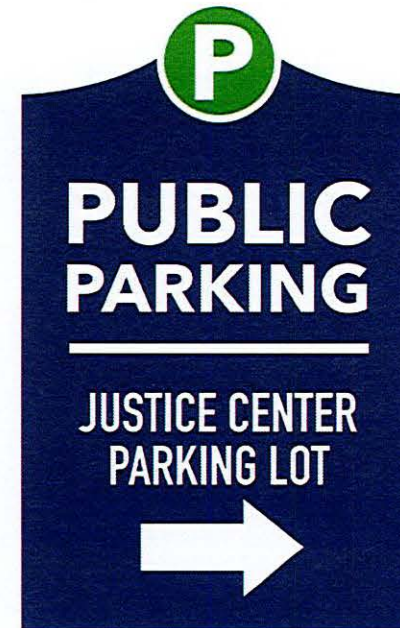
Existing signage:

- 1) Remove maroon parking sign and repurpose with blue parking signage.



Recommended Changes:

- 1) Repurpose with “Large Blue” Parking Sign
- 2) Says Public Parking (arrow right)
Justice Center Parking Lot
- 3) Ideally make 2 sided in the future



1A

Justice Center Public Parking Lot:

Entrance at Capner & Abbot

Existing Signage:

- 1) Green 2 sided County Directional Sign
- 2) Old blue parking lot sign
- 3) Link bus stop sign



Recommended Changes:

- 1) Don't touch County sign
- 2) Remove old blue lot sign
- 3) Replace with new small universal P sign at same size for consistency
- 4) Keep Link bus sign



2

On Park Ave: *Justice Center Public Parking Lot*

Existing Signage:

- 1) Two-sided Green County
Parking signs in front of the
Justice Center lot



LINK Bus Stop sign

Recommended Changes:

- 1) No Change / No additions.

3

Justice Center Public Parking Lot

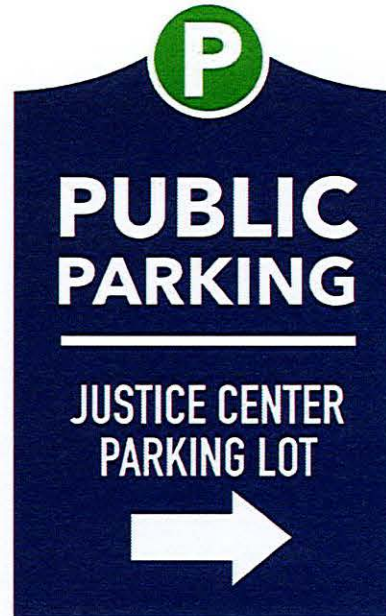
Along Park Ave on the Courthouse side

Existing Signage:

- 1) Maroon Sign is in our office.
- 2) Empty pole in situ.



Recommended Changes:



- 1) Return sign to post on the Courthouse side
- 2) Repurpose with "Large Blue" Sign
- 3) Ideally should be double sided to inform traffic in both directions that the parking lot is ahead and across the street.

4

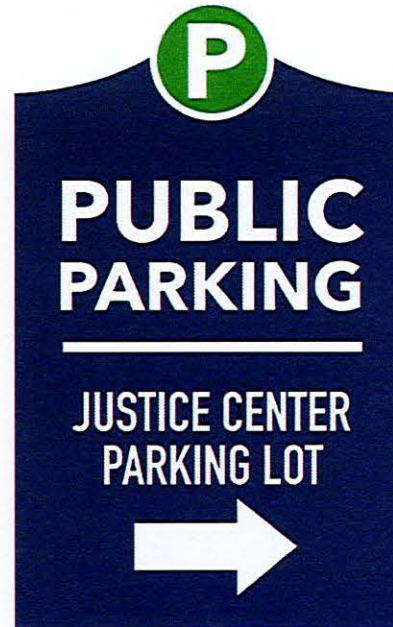
On Capner approaching Park St. *Justice Center/Public Parking Lot*

Existing Signage:

One sided sign on right hand side of street on one way street.



Recommended Changes:



- 1) New "Large Blue" Parking Signage
- 2) Says Public Parking (arrow right) Justice Center Parking Lot

Main St. & Bloomfield Ave. Main Street Lot (aka Lot #4)

Notes:

Parking Lot

Has 110 spaces?

- Blue arrow represents direct access into Main Street Parking Lot via alley adjacent to 8 Main Street.
- Yellow arrows represent access by right-of-way from Teaberry's, 8 Main St. and Matt's Red Rooster Grill and Strykers.
- There are no public parking signs directing motorist to public portion of Lot.
- Two hour parking signs are at most spaces.



Recommendations:

- **Re-do Wayfinding Signs:**
Add to Main Street Lot on signs at N. Main & Walter Foran Blvd.
- **CHANGE:** Lot #4 sign to maroon sign near 8 Main which currently only directs motorist to Justice Center Lot.
- **Add sign near Stryker to indicate: ENTRANCE ONLY to Main Street Lot.**
- **Add more directional signs within Main Street Lot.**

5

On Main St.

(pointing to the Main Street and Bloomfield Ave. Public Parking lot)

Existing Signage:



Recommended Changes:

- 1) REMOVE Orange Public Parking Lot #4 sign
- 2) REPLACE with small blue parking sign of appropriate size.



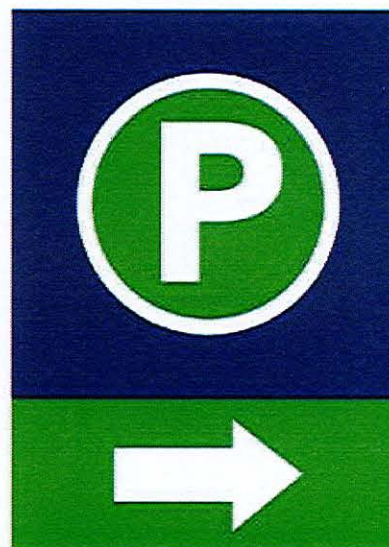
6 Main St. & Bloomfield Ave. Public Parking *Hennessy Financial Entrance*

Existing Signage:



Recommended Changes:

- 1) REMOVE Green & white parking sign
- 2) REPLACE with small blue parking sign



7

On Main St.

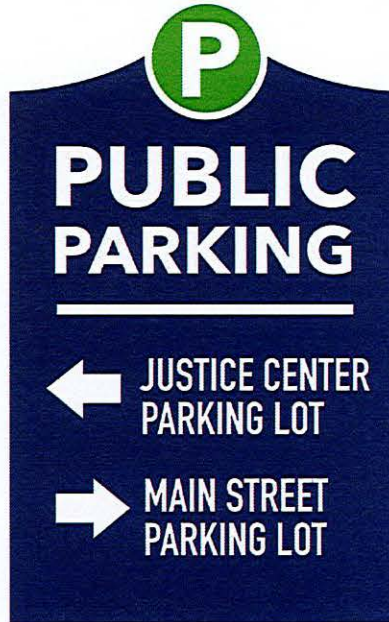
(Pointing to Main and Bloomfield Ave. Public Parking)

Existing Signage:



Recommended Changes:

- 1) Replace with “Large Blue” Parking Sign that says:
 - a) Justice Center Parking Lot (arrow to left)
 - b) Main Street Parking Lot (arrow to right)



8

On Bloomfield Ave

Access to or from Public Parking Lot

Existing Signage:

Small Black P Sign at Strykers



Recommended Changes:

- 1) REMOVE old black P sign
- 2) Post new blue sign
- 3) *Add signage INSIDE LOT lot marked "Do Not Enter" as this is an entrance.



9

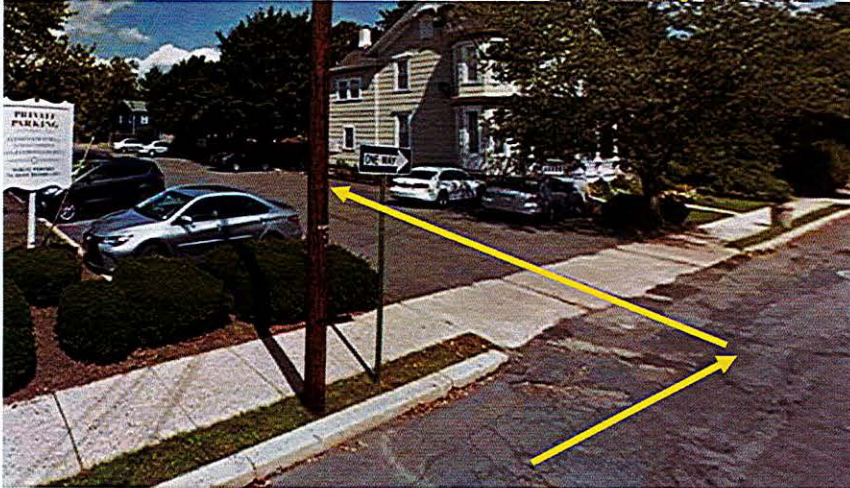
Bloomfield Ave. Entrance to Public Parking Lot

Matt's Red Rooster Grill Entrance/Signage

Existing Signage:

Public Parking to Rear Behind Lot on white private signage.

SIGN IS CONFUSING



Recommended Changes:

- 1) Add blue parking sign and a post with arrow closer to Matt's Red Rooster.
- 2) Need additional blue parking arrows to lead motorist to public lot. Could be attached to poles or fencing along route.
- 3) Color code parking spots with blue paint to distinguish private from public spots.
- 4) Some signs in lot have 2 hour parking but some do not.



10 On Bloomfield Ave. and corner of Spring Street

Existing Signage:

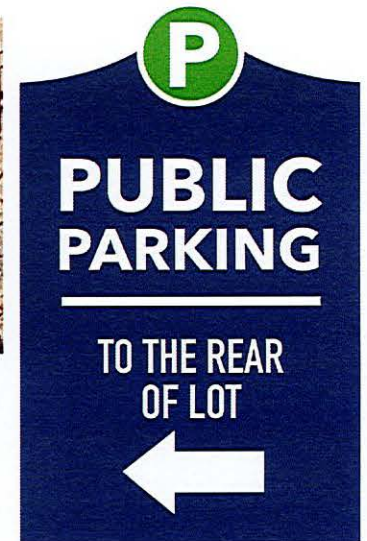


Recommended Changes:

- 1) New “Large Blue” Parking Signage
- 2) For now: Public Parking in rear of lot (arrow to the left).
- 3) Possibly we can use bottom of sign for business directional signage
 - a) to Cut & Hardys
 - b) to Barber Shop, Kombucha, Stryker, Matt’s, Main Street



THE KOMBUCHA BAR



TAKE OFF MAP & REMOVE SIGNS FOR NOW *aka Lot #2 /80 Spaces*



Notes:

Remove all signs at this time.
Take off maps.

County Public Parking on Main St - aka Lot #1 /50 Spaces



Recommendations:

- **REMOVE Directional signage to Lot #1 northbound from Church St.**
- **REPLACE WITH UNIVERSAL PARKING SIGN**
- **Question:**
We could use Maroon sign for UNIVERSAL PARKING (same size) BUT it might be confusing as it is in front of Red Vanilla

11

At County Public Parking Lot on Main St.

aka Lot #1 /50 Spaces

Existing Signage:

- 1) Two-sided green & white sign.
- 2) One-sided red lot sign.



Recommended Changes:

Double sided sign:

- 1) Add one blue parking sign with arrow to the right
- 2) Add one blue parking sign with arrow to the left.



12

At County Public Parking Lot on Main St. *aka Lot #1 /50 Spaces*

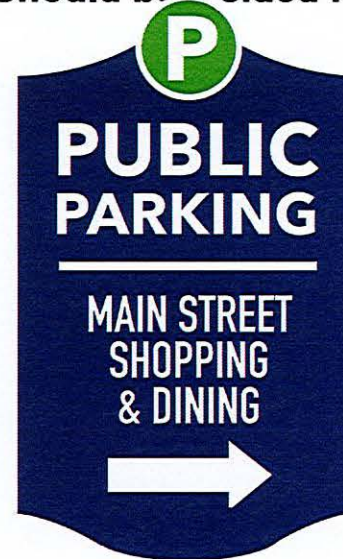
Existing Signage:

Two-sided maroon lot sign located between Red Vanilla and County lot entrance.

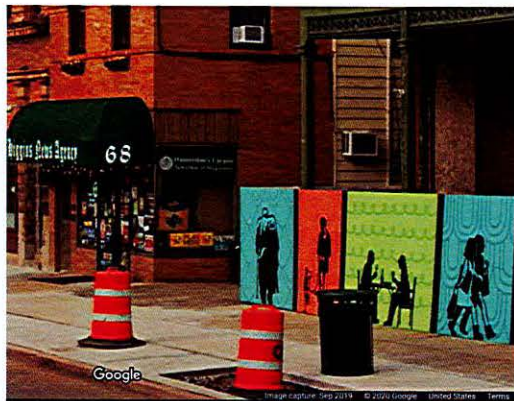


Recommended Changes:

- 1) Change to Blue Parking Sign
- 2) Says Public Parking for Main Street Shopping and Dining (arrow to the right)
- 3) Should be 2 sided if possible



Maroon Signs - removed during streetscape.



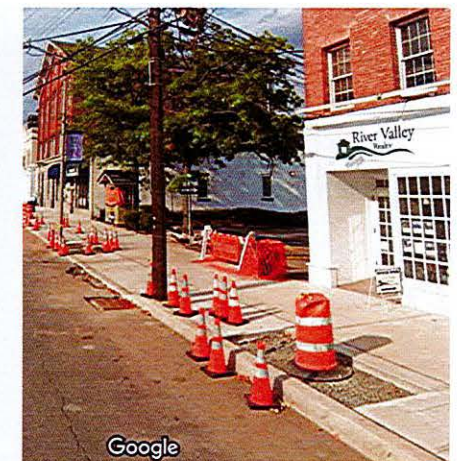
**76 Main Street/Union
Hotel – Lot #2 -
Northbound**



**126 Main St. at
Mine St.
Intersection – Lot
#1, 2 and 4 -
Northbound**



**69 Main Street/
Lot #4 –
Southbound**



**110 Main
Street/River Valley
Realty – Lot #2 -
Northbound**

Sign Repurposing Plan: 3/23/22



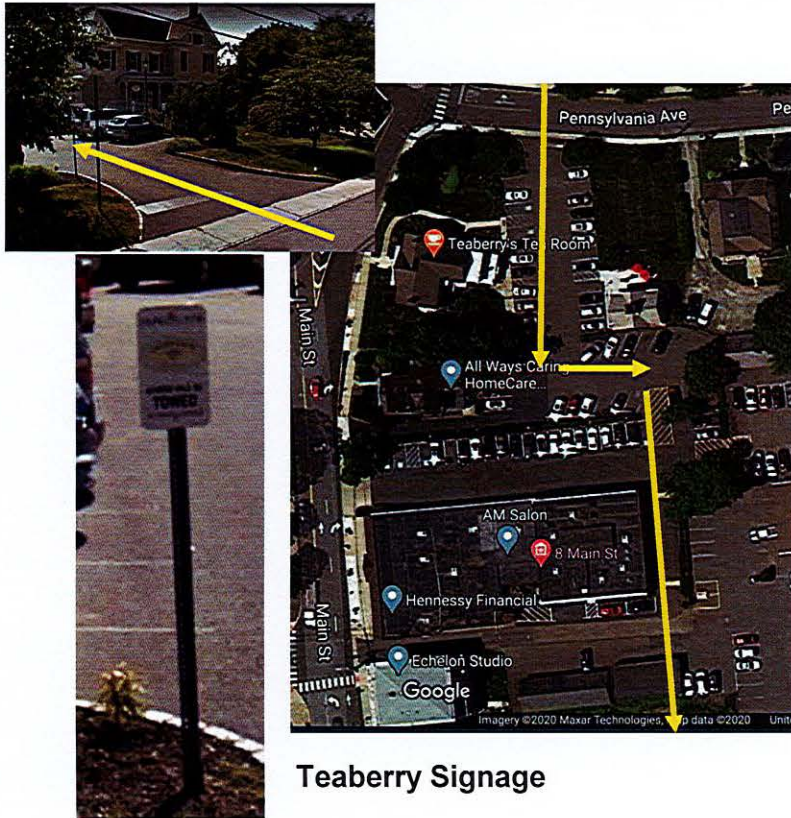
2
REMOVE



No action at this time per Mayor Driver *(pointing to Bloomfield Ave. Public Parking Lot.)*

** Right of Way access to public parking through Teaberry's*

Existing Signage: (None)



Teaberry Signage

Recommended Changes:

- 1) Add blue parking sign with arrow to get drivers to to public spots
- 2) Need additional blue parking arrows to lead motorist to public lot. Could be attached to poles or fencing along route.
- 3) Color coded parking spots with blue paint to distinguish private from public spots.
- 4) Some signs in lot have 2 hour parking but some do not



No action at this time per Mayor Driver

*Entrance next to 8 Main Street *Right of way to public parking*

Existing Signage: (none)



Recommended Changes:

- 1) Add blue parking sign on Main Street with arrow to get drivers to to the public spots.
- 2) Need additional blue parking arrows to lead motorist to public lot. Could be attached to poles or fencing along route.
- 3) Color coded parking spots to distinguish private from public lot.
- 4) Some signs in lot have 2 hour parking but some do not.



REMOVE SIGN & NO OTHER ACTION AT THIS TIME At Public Parking Lot on Spring Street (aka Lot #2)

Existing Signage:



Recommended Changes:

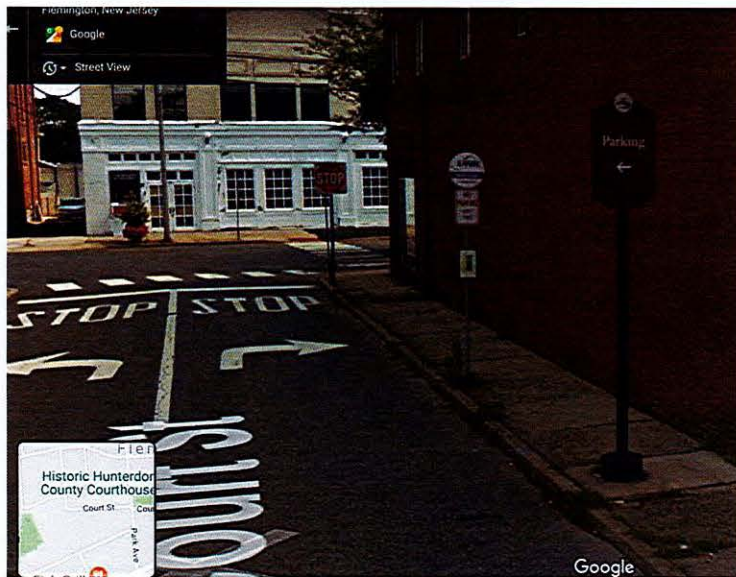
Remove signs.

This is a construction project.
There will be new signage when
project is completed.

REMOVE SIGN & POST- NO FURTHER ACTION

Maroon Parking Sign on Court Street.

Existing Signage:



Recommended Changes:

This parking sign is directing motorists to northbound Main St. parking -- it is past the county lot on the left.

Sidewalk is narrow and appears to be an ADA issue and a tripping hazard -- suggestion is to remove and not replace.



HISTORIC BOROUGH OF
FLEMINGTON

CULTURAL DISTRICT
FLEMINGTON

BLUE FISH GRILL

STANGL FACTORY

39 MINE BOUTIQUE

LONE EAGLE BREWING



*Welcome
to Historic Flemington!*

- ▶ STANGL FACTORY
- ▶ JUSTICE CENTER
- ▶ LIBERTY VILLAGE
- ▶ TURNTABLE JUNCTION
- ▶ LONE EAGLE BREWING

Benjamin Moore: Newburyport Blue



*Welcome
to Historic Flemington!*

- ▶ STANGL FACTORY
- ▶ JUSTICE CENTER
- ▶ LIBERTY VILLAGE
- ▶ TURNTABLE JUNCTION
- ▶ LONE EAGLE BREWING

CULTURAL DISTRICT
FLEMINGTON

BLUE FISH GRILL

STANGL FACTORY

39 MINE BOUTIQUE

LONE EAGLE BREWING



*Welcome
CENTER*

39 FLEMINGTON
COMMUNITY PARTNERSHIP OFFICE

*What's
HAPPENING*

Welcome to FLEMINGTON



**PUBLIC
PARKING**

JUSTICE CENTER
PARKING LOT



Benjamin Moore: Admiral Blue

SAME FONT AS KOMBUCHA BAR

Mayor and Common Council

38 Park Avenue
Flemington, NJ 08822

Meeting: 05/09/22 07:30 PM
Department: Clerk of the Borough
Category: Board Policy
Prepared By: Sallie Graziano

Initiator: Sallie Graziano
Sponsors:

SCHEDULED

RESOLUTION 2022-126

DOC ID: 3806

**Entering Executive Session for the Purpose of Obtaining
Legal Advice Regarding the Courthouse Square Project, the
Liberty Village Project, Possible Negotiations on Land
Acquisition, and a Personnel Matter**

WHEREAS, the Common Council of the Borough of Flemington desires to discuss and obtain attorney advice regarding possible negotiations on land acquisition; the Courthouse Square project; the Liberty Village project; and a personnel matter involving the Borough Clerk; and

WHEREAS, an executive session for these discussions is justified under N.J.S.A. 10:4-12 (7), which cites: pending or anticipated litigation or contract negotiation other than in subsection B. (4) herein in which the public body is, or may become, a party, or matters falling within the attorney-client privilege, to the extent that confidentiality is required in order for the attorney to exercise her ethical duties as a lawyer; and

WHEREAS, an executive session for these discussions is also justified under N.J.S.A. 10:4-12 (5), which cites: any matter involving the purchase, lease or acquisition of real property with public funds, the setting of banking rates or investment of public funds, where it could adversely affect the public interest if discussion of such matters were disclosed; and

WHEREAS, an executive session for these purposes is justified under N.J.S.A. 10:4-12 (9), which cites: any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of the performance of, promotion or disciplining of any specific prospective public officer or employee employed or appointed by the public body, unless all the individual employees or appointees whose rights could be adversely affected request in writing that such matter or matters be discussed at a public meeting;

WHEREAS, a date cannot yet be given for when the minutes from the executive session may be made public;

NOW, THEREFORE, BE IT RESOLVED that the Common Council of the Borough of Flemington go into executive session for the above-stated purposes.

Adopted:

Attest:

Betsy Driver, Mayor

Sallie Graziano, Borough Clerk