

**Approved Minutes
Open Session
Of the Mayor and Council of the Borough of Princeton
May 27, 2008
Regular Meeting
Closed Session 7:00 P.M.
Open Session 7:30 P.M.**

Present: Council President Margaret Karcher, Councilman David Goldfarb, Councilman Andrew Koontz, Councilman Roger Martindell, Councilman Kevin Wilkes, and Mayor Mildred Trotman

Absent: Councilwoman Barbara Trelstad

Staff Present: Borough Administrator Robert W. Bruschi, Borough Attorney Karen L. Cayci, Borough Engineer Christopher M. Budzinski, and Borough Clerk Andrea Lea Quinty

Mayor Trotman called the meeting to order at 7:00 P.M. and read the open public meetings statement as follows:

“This meeting is called to order pursuant to the provisions of the Open Public Meetings Law. This meeting of May 27, 2008, was included in a list of meetings sent to and advertised in the Princeton Packet and Trenton Times, posted on the bulletin board in the Borough of Princeton municipal building and has remained continuously posted as the required notices under the statute. 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. Proper notice having been given, the Borough Clerk is directed to include this statement in the minutes of this meeting.”

Mayor Trotman read **Agenda Item C, Resolution 2008-R149**, as follows:

**RESOLUTION 2008-R149
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
INTO CLOSED SESSION ON May 27, 2008**

WHEREAS, the Open Public Meetings Act, P.L. 1975, Chapter 231 permits the exclusion of the public forum from a meeting in certain circumstances; and

WHEREAS, this public body is of the opinion that such circumstances may presently exist; and

WHEREAS, the Governing Body wishes to discuss the following issues:

1. Negotiations — NHKT
2. Litigation — COAH

WHEREAS, minutes will be kept and once the matter involving confidentiality of the above no longer requires that confidentiality, then minutes can be made public; and

NOW THEREFORE BE IT RESOLVED that the public be excluded from this meeting.

Councilman Koontz moved to approve, and Councilman Wilkes seconded. Council members Karcher, Goldfarb, Koontz, Martindell, and Wilkes voted in the affirmative. Hearing no nay votes, Mayor Trotman proclaimed the resolution approved.

Borough Council recessed into closed session.

At 7:30 P.M. Council reconvened into open session.

Mayor Trotman asked all present to rise for **Agenda Item D, Salute to the Flag.**

Mayor Trotman read **Agenda Item E, Approval of Minutes.**

Presented for approval were the minutes of the open session of May 13, 2008.

Mayor Trotman noted a change in the sequence of public presentation of NHKT items. Councilman Koontz moved to approve the minutes of the open session May 13, 2008, Councilman Wilkes seconded, and Council approved unanimously.

Mayor Trotman read **Agenda Item F, Summary — Closed Session Discussion — Robert W. Bruschi, Borough Administrator**

Mr. Bruschi reported that Council discussed NHKT estoppels (to be presented to the public here) and potential litigation regarding a building application in the Borough that might have affordable housing ramifications.

Mayor Trotman read **Agenda Item G, Public Presentation**, and asked if anyone present wished to address the Council with an issue not on the agenda.

There were no public presentations.

Mayor Trotman read **Agenda Item H, Report (1) — Redevelopment – Nassau HKT – Estoppel — Robert W. Bruschi, Borough Administrator**

Mayor Trotman stated that this report is the first in a series of three presentations regarding NHKT and the development program. Today's discussion will revolve around questions and comments between staff and Council regarding estoppels, with no input from the public.

Robert Bruschi, Borough Administrator, defined "estoppel" as a signed certificate, for the benefit of another party, that asserts that certain statements are correct. Lending authorities require the estoppels in question in order to move forward with NHKT's construction loans for Building C. Council is asked to verify pieces of information, with the Mayor executing pertinent certificates at a later date. Disputed items are separate.

Three required estoppels pertain to:

1. Financial agreement — Borough and NHKT

- a. All terms in full force
 - b. No defaults on the project
 - c. All money due Borough has been paid
 - d. No pending liens or encumbrances
 - e. Lender's obligation to the Borough
2. Lessor agreement — Borough and NHKT
 - a. Borough represents that NHKT compliant
 - b. Rights accruing to lender
 - c. Items under dispute (in particular, rent commencement date)
 - d. Remedial action work plan
3. Redevelopment agreement — Borough, NHKT, and lender
 - a. Obligations of parties
 - b. Rights of lender
 - c. Representations of lender to Borough
 - d. All contributions made; future payments described
 - e. Requirements of lender
 - f. Outstanding issues to be mediated or litigated
 - g. Closeout of Phase I

Mr. Bruschi requested comments from Council. He clarified that Council will approve estoppels' final *form* on June 10, 2008. Karen Cayci, Borough Attorney, noted that, similar to Building A certification, Council will agree to "generic" form and absolute final documents will be signed by Mayor and Clerk. Documents approved by Council will include a formal commitment letter from the lender.

Councilman Martindell mentioned the multiple pages presented for review by Council members and the importance of the interrelationship among the documents. Regarding present contract discussions, Councilman Martindell noted financial assumptions and costly points of disagreement from the earlier contract. He asked, "Why is this deal worth doing at all?"

Councilman Goldfarb stated belief that both parties have honored the agreement. The existence of a legally enforceable agreement is sufficient reason to proceed with Building C.

Councilman Martindell suggested three additional items for the list of disputes: (1) lease audit arrangement, (2) prevailing wage payment, (3) personal guarantees from developer principals.

Mr. Bruschi stated that staff has been reviewing downtown parking options for Council's future consideration. Mayor Trotman noted that parking has always been and will always be an issue; central business district expansion does not equal greater parking concern.

Councilman Koontz mentioned the revenue implications of removing Tulane parking lot.

Councilman Goldfarb noted that Spring Street garage was designed to cover the parking demand generated by Building C.

Mayor Trotman said that going forward with Building C reflects the best interests of the Borough.

Council President Karcher indicated that eliminating surface parking lots enlivens a neighborhood. She said that New Jersey officials revealed that Princeton Borough/Township are at the nexus of a tourism boom in the state: Parking will be more of an issue than ever. Mrs. Karcher felt that tourism should not deflect Council from downtown development as originally envisioned in 2003.

Councilman Goldfarb pointed out that the NHKT arrangement was *one project with two phases* and that most public benefit was achieved with Phase I — garage, plaza, library. Building C (Phase II) was to be the profit point for the developer; without such promise for the future, NHKT would not have agreed.

Councilman Martindell recommended Council keep open the option to say no to further development.

Mayor Trotman instructed Council to provide questions and points of disagreement to Mr. Bruschi promptly so he can prepare for the next Council meeting.

Mayor Trotman read by title **Agenda Item H, Old Business (1) — Public Hearing and Adoption: Ordinance 2008-17** AN ORDINANCE AMENDING AND SUPPLEMENTING CHAPTER 15, GARBAGE AND REFUSE OF THE CODE OF THE BOROUGH OF PRINCETON NEW JERSEY 1974.

Councilman Wilkes moved to adopt Ordinance 2008-17; Council President Karcher seconded. Council President Karcher expressed concern over some garbled phrasing. Councilman Goldfarb moved to table for a rewrite and Councilman Martindell seconded. Mayor Trotman called for a vote and proclaimed the motion carried. Mayor Trotman said she would put Ordinance 2008-17 on the agenda for June 4, 2008.

Mayor Trotman read by title **Agenda Item J, New Business (1) — Introduction and Order to Publish: Ordinance 2008-19** AN ORDINANCE AMENDING CHAPTER 19, MOTOR VEHICLES & TRAFFIC, OF THE “CODE OF THE BOROUGH OF PRINCETON, NEW JERSEY 1974”.

Councilman Koontz moved to introduce Ordinance 2008-19; Councilman Goldfarb seconded. Christopher Budzinski, Borough Engineer, explained that the ordinance is required by New Jersey for their support of traffic calming measures on Cleveland Lane (*not* considered a routine traffic matter). The measures must be approved by the state commissioner of transportation after Council enacts the ordinance.

Mayor Trotman opened the public discussion and asked if anyone wished to address Council on this issue. Seeing no one, she closed the public discussion and returned to Council. Hearing no comment, Mayor Trotman called for a roll call vote. Borough Clerk called the roll. Council

members Karcher, Goldfarb, Koontz, Martindell, and Wilkes voted in the affirmative. Mayor Trotman proclaimed the ordinance introduced with a public hearing to be held June 24, 2008.

Councilman Goldfarb emphasized Borough's huge expenditures for GIS and requested a staff presentation of the need for additional funding. Council tabled **Agenda Item J, New Business (3) — Resolution 2008-R151** to a meeting in July 2008. Mayor Trotman will invite Princeton Township to attend that session.

**RESOLUTION 2008-R151
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
AUTHORIZING AN AWARD
FOR PROFESSIONAL SERVICES IN CONNECTION
WITH A GIS WORK PLAN**

WHEREAS, the Borough had previously entered into an agreement as a non-fair and open contract pursuant to the provision of N.J.S.A. 19:44 A-20.4 and A-20.5 with Civil Solutions, a division of Adams, Rehmann and Heggan Associates. Inc., (the "Provider") for the performance by the Provider for professional services in connection with certain activities being conducted by the Borough, as hereafter more particularly stated; and

WHEREAS, said Agreement has now expired; and the Borough wishes to again retain the Provider to complete its services for GIS work plan; and

WHEREAS, the Provider has completed and submitted a Business Entity Disclosure Certification which certifies that the Provider has not made any reportable contributions to a political or candidate committee in the Borough of Princeton in the previous one year, and that the contract will prohibit the Provider from making any reportable contributions through the terms of the contract, and

WHEREAS, the Local Public Contracts Law requires that the Resolution authorizing the award of contract for the services without competitive bidding be publicly advertised; and

WHEREAS, the services to be performed are professional services which are exempt from public bidding under the Local Public Contracts Law. N.J.S.A. 40A:11-1 et seq., and

NOW, THEREFORE BE IT RESOLVED, by the Mayor and Council of the Borough of Princeton, the Mayor and Clerk are hereby authorized to enter into a contract for the aforesaid services with the Provider for continued work on the Borough GIS system to develop base mapping and implementation, maintenance, expansion and on site assistance.

The Borough shall pay the Provider an amount not to exceed Forty Eight Thousand Eight Hundred Fifty Dollars (\$48,850.00).

The form of contract shall include standard provisions common to professional service agreements entered into by the Borough and shall be subject to approval by the Borough Attorney.

2. This contract shall be awarded without competitive bidding as a contract for professional services under the provisions of the Local Public Contracts Law because the subject services will be performed by a person or persons authorized by law to practice a recognized profession and whose practice is regulated by law.

3. A notice of this action shall be published in the Princeton Packet as required by law within ten (10) days of its passage.

4. An executed copy of the contract between the Borough and the Provider and a copy of this Resolution shall be on file and available for public inspection in the Office of the Borough Clerk.

Mayor Trotman read **Agenda Item J, New Business (2, 4 - 7) — Resolutions 2008-R150, 2008-R152, 2008-R153, 2008-R154, and 2008-R155**, as follows:

**RESOLUTION 2008-R150
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
AUTHORIZING GRANT APPLICATION TO
NJ DEPARTMENT OF TRANSPORTATION**

WHEREAS, the Borough of Princeton is applying to the New Jersey Department of Transportation (NJDOT) Local Aid for Municipal Aid and Safe Streets to Transit grants for the 2009 Funding year; and

WHEREAS, the Borough has specifically filed for a Municipal Aid project entitled *Westcott Road/Library Place Reconstruction* and a Safe Streets to Transit project entitled *Jitney Commuter Shuttle Service*; and

NOW, THEREFORE, BE IT RESOLVED that the Mayor and Council of the Borough of Princeton formally approve the grant applications for the above stated projects.

BE IT FURTHER RESOLVED that Robert W. Bruschi, Borough Administrator and the Borough Clerk are hereby authorized to submit an electronic grant application identified as MA-2008 Princeton Borough-00013 and SST-2008 Princeton Borough-00015 to the New Jersey Department of Transportation on behalf of the Borough of Princeton.

BE IT FURTHER RESOLVED that Robert W. Bruschi, Borough Administrator and the Borough Clerk are hereby authorized to sign the grant agreement on behalf of the Borough of Princeton and that their signature constitutes acceptance of the terms and conditions of the grant agreement and approves the execution of the grant agreement.

The signatures of the Borough Administrator and Borough Clerk serve to acknowledge the above resolution and constitute acceptance of the terms and conditions of the grant agreement and approve the execution of the grant agreement as authorized by the resolution above.

**RESOLUTION 2008-R152
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
APPROVING THE PURCHASE OF FORD F450 4X2
STATE CONTRACT #A71028**

WHEREAS, the Borough of Princeton wishes to purchase a 2008 Ford F450 4X2 through the State of New Jersey's cooperative purchasing program (N.J.S.A. 40A:11-12); and

WHEREAS, Cherry Hill Winner Ford, 250 Haddonfield-Berlin Road, Cherry Hill NJ 08034 was awarded State Contract #A71028; and

WHEREAS, Ford F450 represents the best combination of capabilities and fuel economy with a total cost of \$33,308; and

WHEREAS, the appropriate monies totaling \$33,308 are provided for by funding in the 2007 Capital Budget under C-04-07-019-301;

NOW THEREFORE BE IT RESOLVED that the Mayor and Council authorize the Borough Administrator to purchase the above listed Ford F450 from Cherry Hill Winner Ford under State Contract #A71028.

**RESOLUTION 2008-R153
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
APPROVING THE 2008 COMMITTEE APPOINTMENT
FOR A FOUR YEAR TERM**

NOW BE IT RESOLVED that the individual listed below is appointed as a member to the Borough of Princeton Boards or Committees as follows:

ZONING BOARD OF ADJUSTMENT

RYAN LILIENTHAL

May 27, 2008

BE IT FURTHER RESOLVED that a copy of this resolution be forwarded to each committee and the Office of the Municipal Clerk.

**RESOLUTION 2008-R154
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
APPROVING THE 2008 COMMITTEE APPOINTMENT
FOR A FIVE YEAR TERM**

NOW BE IT RESOLVED that the individual listed below is appointed as a member to the Borough of Princeton Boards or Committees as follows:

LIBRARY BOARD OF TRUSTEES

BETH K. JAMIESON

To fill unexpired term
through 1-1-2011

BE IT FURTHER RESOLVED that a copy of this resolution be forwarded to each committee and the Office of the Municipal Clerk.

**RESOLUTION 2008 – R155
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
AWARDING THE CONTRACT KNOWN AS
“REHABILITATION OF SANITARY SEWERS AND LATERALS
- WILSON ROAD, AND LIBRARY PLACE AND WESTCOTT ROAD
(CONTRACT # PSOC – 05 – 04 AND PSOC – 05 - 05)”
TO INTEGRATED CONSTRUCTION & UTILITIES, LLC**

WHEREAS, the Princeton Sewer Operating Committee (PSOC) has advised the Mayor and Borough Council of the need for the rehabilitation of sanitary sewers and laterals in the Wilson Road, and Library Place and Westcott Road sanitary sewer service area; and

WHEREAS, a contract known as “ Rehabilitation of Sanitary Sewers and Lateral – Wilson Road, and Library Place and Westcott Road, Contract # PSOC – 05 – 04 and PSOC – 05 - 05,” for said services was put out to public bid, the bids being received and opened on April 29, 2008; and

WHEREAS, the Borough received the following bids in connection with said contract:

Integrated Construction & Utilities, LLC, Edison, New Jersey in the amount of
\$908,950.00

Marvec Construction Company, Verona, New Jersey in the amount of \$1,198,950.00

WHEREAS, the PSOC staff and the Borough Attorney have reviewed this bid and determined that the bid submitted by Integrated Construction & Utilities, LLC is a responsible bid and is within the Engineer’s Estimate for this project; and

WHEREAS, the New Jersey Department of Environmental Protection’s Bureau of Administration & Management’s Construction Control Section (Division of Water Quality, Municipal Finance & Construction Element) has reviewed the bid and other post bid documentation in accordance with the requirements of the New Jersey Environmental Infrastructure Financing Program (NJEIFP) and in a letter dated May 7, 2008 authorized the award of this contract to Integrated Construction & Utilities, LLC; and

WHEREAS, monies are available for said project through Ordinance 2005-14, Rehabilitation of Sewer System.

NOW, THEREFORE, BE IT RESOLVED, by the Mayor and Council of the Borough of Princeton as follows:

1. That the contract for the project known as “Rehabilitation of Sanitary Sewers and Laterals – Wilson Road, and Library Place and Westcott Road, Contract # PSOC – 05 – 04 and PSOC – 05 - 05” is awarded to Integrated Construction & Utilities, LLC, Edison, New Jersey, in the bid amount of \$908,950.00.
2. The Mayor and Clerk are hereby authorized to execute a contract with Vangelis Construction Company in a form substantially similar to the agreement attached hereto.

May 27, 2008

Councilman Koontz moved to approve Resolutions 2008-R150, 2008-R152, 2008-R153, 2008-R154, and 2008-R155; Councilman Martindell seconded; Borough Council approved unanimously five to zero.

Mayor Trotman read **Agenda Item K, Bill List for May 27, 2008 — Resolution 2008-R156** as follows:

**RESOLUTION 2008-R156
OF THE MAYOR AND COUNCIL OF THE BOROUGH OF PRINCETON
APPROVING THE MAY 27, 2008 BILL LIST**

WHEREAS, Sandra L. Webb has forwarded the bills received for payment by the Borough of Princeton for review and approval by the Mayor and Council; and

WHEREAS, the Borough Clerk has certified that the vouchers listed on the attached register are as follows:

CURRENT ACCOUNT (8-01)	133,856.73
RESERVE ACCOUNT (7-01)	10,926.66
PARKING UTILITY OPERATING FUND (8-05)	8,888.60
PARKING UTILITY OPERATING FUND (7-05)	
AFFORDABLE HOUSING OPERATING ACCT (8-24)	
IMPROVEMENT ASSESSMENT (8-11)	
AFFORDABLE HOUSING OPERATING ACCT (7-24)	
CAPITAL ACCOUNT (C-04)	137,287.61
PARKING UTILITY CAPITAL FUND (P-08)	
ESCROW (E-30)	9,962.79
TRUST FUND (T-13)	43.00
GENERAL INSURANCE	
FLEXIBLE SPENDING FUND (5-22)	
MANUAL	3,620,472.75
ASSESSMENT TRUST FUND (5-11)	
GRANT (G-02)	

NOW THEREFORE BE IT RESOLVED that the Mayor and Council of the Borough of Princeton approve the bill list of May 27, 2008 as presented.

Councilman Koontz moved to approve Resolution 2008-R156, Councilman Goldfarb seconded, and Council approved unanimously.

Councilman Koontz moved to adjourn; Councilman Wilkes seconded. There being no further business, Mayor Trotman adjourned the open session meeting at 8:45 P.M.

Respectfully submitted,

Andrea Lea Quinty
Borough Clerk