



***BOROUGH OF CALDWELL  
NEW JERSEY***



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**COUNCIL BUSINESS  
MEETING Septmeber 2, 2014**

Caldwell Borough Hall  
1 Provost Square Caldwell,  
New Jersey 07006 7:00pm



Council Chambers  
1 Provost Square Caldwell, NJ

# Borough of Caldwell Council Business Meeting

## AGENDA

Phone: (973) 226-6100  
Website: [www.caldwell-nj.com](http://www.caldwell-nj.com)

September 2, 2014 / 7:00PM

MAYOR  
Ann Dassing

BOROUGH COUNCIL  
Richard Hauser - President  
Thomas O'Donnell  
John Kelley  
Frank Rodgers  
Edward Durkin  
Pasquale Capozzoli

### CALL TO ORDER

*Honorable Ann Dassing, Mayor of the Borough of Caldwell Presiding*

Roll Call  
Statement of Compliance w/ Open Public Meetings Act  
Pledge of Allegiance to the Flag

### APPROVAL OF MINUTES

August 5, 2014

### OPEN PUBLIC COMMENTS ON RESOLUTIONS

*Members of the public are invited to comment at this time on any resolution.*

### RESOLUTIONS - CONSENT AGENDA

*All items listed on the Consent Agenda are considered to be routine and will be acted upon by a single motion. There will be no separate discussion of these items unless members of the Council request specific items to be removed for separate action.*

9-182	AUTHORIZING THE ISSUING OF A SPECIAL LIQUOR PERMIT - APPLICANT AND APPLICATION HAS BEEN APPROVED BY THE POLICE DEPARTMENT AND THE CLERK'S OFFICE - The Caroline Fund
9-183	RESOLUTION AUTHORIZING REFUND OF OVERPAYMENT DUE TO 2013 STATE TAX COURT JUDGMENT ON BLOCK 37 LOT 1.07, FOR PROPERTY AT 484 BLOOMFIELD AVENUE, INVESTORS HOLDING FUND
9-184	AUTHORIZING AN AWARD OF A PROFESSIONAL SERVICES CONTRACT TO THE LAND CONSERVANCY OF NEW JERSEY IN THE BOROUGH OF CALDWELL

### COUNCIL COMMITTEE REPORTS

*Borough Council Members*

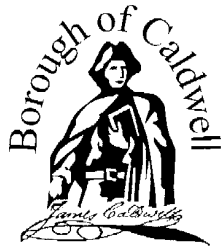
Councilman Durkin  
Councilman Capozzoli  
Councilman Hauser  
Councilman Rodgers

### REPORT OF MAYOR

*Mayor Dassing*

### REPORT OF BOROUGH ADMINISTRATOR

*Paul M. Carelli*



Council Chambers  
1 Provost Square Caldwell, NJ

# Borough of Caldwell Council Business Meeting

## AGENDA

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MAYOR  
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Pasquale Capozzoli

### REPORT OF POLICE CHIEF

*James Bongiorno*

### REPORT OF ESSEX COUNTY LIASSON

*James Jude Jorgensen, QPA*

### OPEN PUBLIC MEETING

*Members of the public are invited to comment at this time on any issues, whether or not on the agenda*

### EXECUTIVE SESSION

*Closed Session*

*BE IT HEREBY RESOLVED in accordance with the provisions of N.J.S.A. 10:12 and 13, the public shall be excluded from the Executive Session of the Governing Body which is being held for the discussion of the following subject matters: 1. Pending or anticipated litigation or contract negotiation; 2. Personnel matters; 3. This Executive Session shall continue for an indefinite period of time and upon termination of the Executive Session, the Governing Body may choose to resume the public portion of the meeting. The discussion, which shall be conducted in closed session, shall be disclosed upon termination of litigation or contractual matter, upon resolution of the personnel matter with consent of said person or persons and as provided by N.J.S.A. 4-12 but in no case later than two (2) years from this date. These minutes shall be available as soon as the matter is resolved or not later than two years hence.*

1. Contracts / Agreements

### ADJOURNMENT

Additional items may be added to this agenda. Final action may be taken on all matters listed or added to this agenda. This agenda was prepared as of 8/29/2014 with all available information as of this date. This agenda has been sent to four official newspapers of the Borough on 8/29/2014 in compliance with P. L. 1975, c 213

Lisa O'Neill, Deputy Clerk.

**BOROUGH OF CALDWELL  
COUNCIL BUSINESS/CONFERENCE MEETING  
MINUTES – August 5, 2014**

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The council Business meeting of the Borough Council of the Borough of Caldwell was called to order in the Council Chambers at 7:05PM

**PRESENT:** Mayor Dassing, Councilman O'Donnell, Kelley, Durkin, Rodgers and Capozzoli

**ALSO PRESENT:** Deputy Clerk, Lisa O'Neill, Borough Administrator and Paul Carelli and Borough Attorney, Greg Mascera

**ABSENT:** Council President Hauser & Councilman Durkin

Adequate notice of this Council Business/Conference meeting was given on January 1, 2014. Notice was posted on the bulletin board on the first floor of the Borough Hall, One Provost Square, Caldwell, New Jersey. Official newspapers of the Borough were notified of this meeting by mail. Notice was posted and all persons requesting notice were sent same.

**PLEDGE OF ALLIGENCE**

**APPROVAL OF MINUTES:**

July 1, 2014

Moved by Councilman Capozzoli, seconded by Councilman O'Kelley. No Discussion. On roll call, all present voted in the affirmative. Minutes approved 08/05/14.

**PRESENTATION:**

Mayor Dassing – Certificates of Award

**PUBLIC HEARING AND ADOPTION OF ORDINANCES:**

Moved by Council O'Donnell, seconded by Councilman Capozzoli to open to the public for adoption of ordinances.

**ORDINANCE #1298-14:** CAPITAL ORDINANCE OF THE BOROUGH OF CALDWELL, COUNTY OF ESSEX, STATE OF NJ AUTHORIZING PUBLIC IMPROVEMENTS IN, BY AND FOR THE BOROUGH OF CALDWELL, APPROPRIATING THEREFOR THE SUM OF \$32,000 FROM THE SEWER CAPITAL IMPROVEMENT FUND

Moved by Councilman O'Donnell, seconded by Councilman Capozzoli. Discussions Ensued. On roll call, all present voted in the affirmative. Ordinance Adopted 08/ 05/14.

**OPEN PUBLIC COMMENTS ON RESOLUTIONS:**

Moved by Councilman O'Donnell, seconded by Councilman Capozzoli to open to the Public for Consent Agenda

**RESOLUTIONS – CONSENT AGEND**

**8-165:** RESOLUTION AUTHORIZING GOVERNOR'S COUNCIL ON ALCOHOLISM AND DRUG ABUSE FISCAL GRANT EXTENTION JULY 2014 – JUNE 2019

**8-166:** RESOLUTION AUTHORIZING THE AWARD OF A NON-FAIR AND OPEN CONTRACT TO BATTAGLIA ASSOCIATES, LLC FOR FINANCIAL MANAGEMENT SERVICES FOR THE BOROUGH OF CALDWELL

**8-167:** RESOLUTION AUTHORIZING INCLUSION IN THE ESSEX COUNTY URBAN COUNTY COMMUNITY DEVELOPMENT PROGRAM FOR PROGRAM YEARS 2015-2017

**8-168:** RESOLUTION SUPPORTING THE DRIVE SOBER OR GET PULLED OVER 2014 STATEWIDE CRACKDOWN

**8-169:** AUTHORIZING THE APPOINTMENT OF James Henry AS A FIREFIGHTER IN THE CALDWELL VOLUNTEER FIRE DEPARTMENT

**BOROUGH OF CALDWELL  
COUNCIL BUSINESS/CONFERENCE MEETING  
MINUTES – August 5, 2014**

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- 8-170:** AUTHORIZING THE APPOINTMENT OF Andrew Henderson AS A FIREFIGHTER IN THE CALDWELL VOLUNTEER FIRE DEPARTMENT
- 8-171:** AUTHORIZING THE APPOINTMENT OF Matthew O’Hern AS A FIREFIGHTER IN THE CALDWELL VOLUNTEER FIRE DEPARTMENT
- 8-172:** AUTHORIZING ISSUANCE OF ONE (1) TAXICAB LICENSE TO Star Taxi Car Service, Alaa Z. Farhan, 340 Bloomfield Avenue, Caldwell, NJ 07003. APPLICATION AND APPLICANT HAVE BEEN APPROVED BY APPROPRIATE MUNICIPAL DEPARTMENTS
- 8-173:** AUTHORIZING THE LIEN REDEMPTION OF CERTIFICATE 13-00018 BLOCK 57.01, LOT 1.08
- 8-174:** AUTHORIZING THE APPOINTMENT OF RENT REVIEW BOARD MEMBERS
- 8-175:** RESOLUTION AUTHORIZING A REVIEW OF COMPLIANCE WITH PRIOR ANNUAL CONTINUING DISLCOSURE OBLIGATIONS AND PARTICIPATION IN THE SECURITIES AND EXCHANGE COMMISSION’S MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION INITIATIVE
- 8-176:** AUTHORIZING THE APPOINTMENT OF ZONING BOARD OF ADJUSMENT MEMBER
- 8-177:** AUTHORIZING THE AWARD OF A CONTRACT FOR THE ERWIN PLACE WATER MAIN REPLACEMENT PROJECT TO MSP CONSTRUCTION CORP., 126 WALNUT STREET, NEWARK, N.J. 07105 IN THE AMOUNT OF \$179,187.90
- 8-178:** RESOLUTION AMENDING RESOLUTION 6-133 AUTHORIZING AWARD OF A PROFESSIONAL SERVICES CONTRACT TO CREW ENGINEERS, INC. FOR A REVISED LUMP SUM COST OF \$11,800 FOR DESIGN SERVICES AND LUMP SUM COST OF \$2,700 FOR BIDDING SERVICES
- 8-179:** RESOLUTION ESTABLISHING SALARIES, WAGES, AND ALLOWANCES OF OFFICIALS AND EMPLOYEES OF THE BOROUGH OF CALDWELL FOR THE CALENDAR YEAR 2014
- 8-180:** RESOLUTION AUTHORIZING THE APPROVAL OF AN ENGINEERING SERVICES CHANGE ORDERS FOR THE CEDARS ROAD IMPROVEMENT PROJECT IN THE AMOUNT OF \$22,970.00

**CONSENT**

Moved by Councilman, O’Donnell seconded by Councilman Capozzoli. Discussions Ensued. On roll call, all present voted in the affirmative. Resolutions approved 08/05/14.

**Mayor Dassing** read a letter from the Hazard Mitigation Grant Program, they are pleased to inform the Borough that \$75,000 in Hazard Mitigation Grants is being made available to the Borough of Caldwell for use in supporting energy resiliency needs. The funds are being made available through the launch of the 13 million dollar life line life safety energy resiliency program which is a program designed to serve critical infrastructure that performs life safety or life line functions that would significantly benefit from enhance energy resilience.

Mayor Dassing discussed with Council in postponing the second meeting in August. After discussion August 19<sup>th</sup> Council meeting is cancelled.

**BOROUGH ADMINISTRATOR:**

**Paul Carelli** reported that the phones are here and they are waiting for the switch over. He would like to discuss awarding some capital projects. The Library is in need of a new roof and he has two quotes for that and the lower quote was for \$7,400.00. He would like to do an RFP for a water treatment UV Disinfected for the Pool at the Community Center. There have been issues with the piping in the showers and he has received a quote for a water filtration system and also a water softener system as well. PEOSHA did inspections and there were a couple of things that needed to be fixed by August one was the Hazmat training, which has been completed and we had to install an eye wash system in the Public works garage and both things have been done. All performance reviews are done and everyone received their increases and he thanked the Council for voting tonight on the Resolution salary.

**Councilman Rodgers** asked about the awing at the Community Center and the lights in the pool area and the lights in the pool area and Paul responded that the lights are costly and we need to go out for a quote. The roof for the Library, the awning for the Community Center, the water softening system for the Community Center, the water filtration system for the Community Center which are under the bid threshold but the lights are a different and he would need to do an RFP.

**Councilman O’Donnell** asked about the netting and Paul responded that he is meeting with Adam and Mayor Tempesta

**BOROUGH OF CALDWELL  
COUNCIL BUSINESS/CONFERENCE MEETING  
MINUTES – August 5, 2014**

**Page 3 of 3**

**8-181:** RESOLUTION AUTHORIZING THE BOROUGH ADMINISTRATOR TO PURCHASE CAPITAL PROJECT ITEMS PROVIDED BY BOND ORDINANCE# 1295-14 ADOPTED ON JUNE 17, 2014

Moved by Councilman, Rodgers seconded by Councilman O'Donnell. Discussions Ensued. On roll call, all present voted in the affirmative. Resolutions approved 08/05/14.

**REPORT OF POLICE CHIEF:**

**James Bongiorno** reported that they will be participating in the state wide crackdown Drive Sober or Get Pulled Over starting August 15<sup>th</sup> through September 1<sup>st</sup>.

**Mayor Dassing** responded that she would like to recognize Sgt. Pellegrino's effort on that grant application.

**REPORT OF ESSEX COUNTY LIASSON:**

**James Jorgensen** responded that he was much moved tonight with the recognition of the officers and first aid representatives to see someone who has been through what Sgt. Arnold has been through, it's a wonderful thing to see the team effort that was involved.

**NEW BUSINESS:**

**Parking Meters – Sign request**

**Mayor Dassing** reported that she had received a request from Trinity Academy who does a 5K Reindeer Run. They wanted to know if they would be able to put a flyer with a ribbon on each parking meter to advertise the event and they would be put up five (5) days before the advent and take them down that afternoon or the following morning. **Greg Mascera** responded that there would need to be an ordinance adopted on advertising a particular property with certain conditions and certain types of events. Discussion Ensued.

**OPEN PUBLIC MEETING:**

Moved by Councilman Kelley, seconded by Councilman Capozzoli to open meeting to the Public.

**Hilda Moore, 23 Personette Street**, she has concerns about her water bill and why it is so high when she isn't living there. Her concerns are with the dust and dirt when they tear down the Knights of Columbus.

**Barbara Buechner, 7 Park Lane**, she is happy to hear of the work being done at the Community Center but has concerns on the showers and why the one shower right now only runs cold water. She asked the Council what they see as the protocol for Community Center issues that appear not to be taken seriously.

On a motion made by Councilman O'Donnell and seconded by Councilman Rodgers, unanimously affirmed, the Council moved into Executive Session at 8:10P.M.

Mayor Dassing read the following statement: BE IT HEREBY RESOLVED in accordance with the provisions of N.J.S.A. 10:12 and 13, the public shall be excluded from the Executive Session of the Governing Body which is being held for the discussion of the following subject matters: 1. Pending or anticipated litigation or contract negotiation; 2. Personnel matters; 3. This Executive Session shall continue for an indefinite period of time and upon termination of the Executive Session, the Governing Body may choose to resume the public portion of the meeting. The discussion, which shall be conducted in closed session, shall be disclosed upon termination of litigation or contractual matter, upon resolution of the personnel matter with consent of said person or persons and as provided by N.J.S.A. 4-12 but in no case later than two (2) years from this date. These minutes shall be available as soon as the matter is resolved or not later than two years hence. The Executive Session will be discussion of Gleason Litigation and Department of Public Works negotiation.

The Executive Session was adjourned and upon a motion by Councilman Capozzoli seconded by Councilman Rodgers, the Council Business Conference Meeting was opened to the public and the press at 8:32P.M.

There being no additional business to be conducted a motion to adjourn the meeting was made by Councilman Capozzoli, seconded by Council Rodgers unanimously affirmed by all members present, the meeting was adjourned at 8:32P.M.

Prepared by: \_\_\_\_\_  
Lisa O'Neill, Deputy Borough Clerk

\_\_\_\_\_  
DATE



**BOROUGH OF CALDWELL  
NEW JERSEY**



Resolution No: 9-182

Date of Adoption: September 2, 2014

**TITLE:**

**AUTHORIZING THE ISSUING OF A SPECIAL LIQUOR PERMIT. APPLICANT AND APPLICATION HAS BEEN APPROVED BY THE POLICE DEPARTMENT AND THE CLERK'S OFFICE – The Caroline Fund**

**BE IT RESOLVED** by the Borough Council of the Borough of Caldwell, New Jersey that the Borough Council be an is hereby authorized and directed to certify that the Mayor and Council have no objection to the granting of a Special Liquor permit to offer alcoholic beverages at a special social affair to be conducted by the following:

The Caroline Fund  
96 Central Avenue  
Caldwell, New Jersey 07006

Event to Be Held:

Cloverleaf Tavern  
395 Bloomfield Avenue  
Caldwell, New Jersey 07006

September 13, 2014  
11:30AM – 3:00PM

**RECORD OF COUNCIL VOTE**

Councilman: \_\_\_\_\_ presented the following resolution - Seconded by Councilman: \_\_\_\_\_

COUNCILMAN Yes No Absent Abstain COUNCILMAN Yes No Absent Abstain

Hauser						Rodgers				
O'Donnell						Durkin				
Kelley						Capozzoli				

\_\_\_\_\_  
Lisa O'Neill, Deputy Clerk

\_\_\_\_\_  
Ann Dassing, Mayor



**BOROUGH OF CALDWELL  
NEW JERSEY**



Resolution No: 9-183

Date of Adoption: September 2, 2014

**TITLE:**

**RESOLUTION AUTHORIZING REFUND OF OVERPAYMENT DUE TO 2013 STATE TAX COURT JUDGMENT ON BLOCK 37 LOT 1.07, FOR PROPERTY AT 484 BLOOMFIELD AVENUE, INVESTORS HOLDING FUND**

**NOW THEREFORE BE IT RESOLVED** by the Borough Council of the Borough of Caldwell, NJ that authorization is hereby given to refund the following tax overpayment to Zipp & Tannenbaum, LLC Attorney Trust Fund & Investors Holding Fund

<u>BLOCK &amp; LOT</u>	<u>RECIPIENT</u>	<u>REFUND AMOUNT</u>
Block 37 Lot 1.07	Zipp & Tannenbaum, LLC Attorney Trust Fund & Investors Holding	\$11,252.75

**2013 TAX COURT JUDGMENT**

**RECORD OF COUNCIL VOTE**

Councilman: \_\_\_\_\_ presented the following resolution - Seconded by Councilman: \_\_\_\_\_

COUNCILMAN    Yes    No    Absent    Abstain    COUNCILMAN    Yes    No    Absent    Abstain

Hauser						Rodgers				
O'Donnell						Durkin				
Kelley						Capozzoli				

\_\_\_\_\_  
Lisa O'Neill, Deputy Clerk

\_\_\_\_\_  
Ann Dassing, Mayor





**BOROUGH OF CALDWELL  
NEW JERSEY**



Resolution No: 9-184

Date of Adoption: September 2, 2014

**TITLE:**

**AUTHORIZING AN AWARD OF A PROFESSIONAL SERVICES CONTRACT TO THE LAND CONSERVANCY OF NEW JERSEY IN THE BOROUGH OF CALDWELL**

**WHEREAS,** with the creation of a dedicated source of tax revenue ("Open Space Trust") and an Open Space Committee for the acquisition of open space, a need exists to retain the services of an open space preservation consultant whose staff members have technical expertise and experience in the field of open space and farmland preservation and stewardship; and

**WHEREAS,** The Land Conservancy of New Jersey is a nonprofit organization whose mission is to preserve and protect open space for natural, historic, agricultural and recreational purposes and to assist municipalities in the stewardship of open space lands; and

**WHEREAS,** the Borough desires to engage the Conservancy for the purpose of assisting the Borough Council and the Open Space Committee with a variety of open space services, including (but not limited to) landowner negotiations and the preparation of grant applications as may be required with regard to the possible acquisition of open space and farmland; and

**WHEREAS,** it is the desire of the Borough Council of the Borough of Caldwell, New Jersey to award a contract to The Land Conservancy of New Jersey, 19 Boonton Avenue, Boonton, New Jersey 07005 for a twelve (12) month period commencing on June 1, 2014 and ending on May 31, 2015.; and

**WHEREAS,** The Land Conservancy of New Jersey has agreed to provide these professional services for a not to exceed cost of \$10,500.

**NOW, THEREFORE, BE IT RESOLVED** by the Borough Council of the Borough of Caldwell that they do hereby award a contract to The Land Conservancy of New Jersey subject to an agreement to be approved and executed by the Mayor.

**RECORD OF COUNCIL VOTE**

Councilman: \_\_\_\_\_ presented the following resolution - Seconded by Councilman: \_\_\_\_\_

COUNCILMAN Yes No Absent Abstain COUNCILMAN Yes No Absent Abstain

Hauser						Rodgers				
O'Donnell						Durkin				
Kelley						Capozzoli				

\_\_\_\_\_  
Lisa O'Neill, Deputy Clerk

\_\_\_\_\_  
Ann Dassing, Mayor



# THE LAND CONSERVANCY OF NEW JERSEY

*Preserve Now - Protect Forever*

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April 22, 2014

Mayor Ann Dassing  
Borough of Caldwell Municipal Building  
1 Provost Square  
Caldwell, NJ 07006

Dear Mayor Dassing,

Following the successful retention of the Borough's state funding from the New Jersey Department of Environmental Protection Green Acres Planning Incentive program last year, The Land Conservancy has continued to work closely with Borough staff and governing body officials to complete the Columbian Club acquisition. The Land Conservancy has helped Caldwell Borough secure \$1,400,000 in state funding for open space and \$450,000 in county funding to improve the Borough's recreational facilities.

Enclosed is our year-end report and agreement to provide open space advising services to the municipality in the coming year. We have kept our contract amount the same as it was last year, \$10,500 for a year's service. In fact, we have kept our fee the same since 2010. Our contracts are designed to offer a range of open space advising services to the municipality including landowner negotiation, grant writing, coordination of due diligence, and ongoing coordination with state and county funding agencies on behalf of the Borough. We recommend the Borough consider retaining our services for the coming year.

Support for our open space advising program is partially funded through a grant from the Geraldine R. Dodge Foundation, which allows us to keep the cost for our services as low as possible. The Land Conservancy recognizes the importance of the services we provide and again are not raising our fees, although our costs are much higher.

We value our relationship with the Borough of Caldwell and look forward to continuing our work together. The Land Conservancy of New Jersey welcomes the opportunity to meet with you, if requested, to discuss our range of services and determine how we may best assist the Borough in the future.

Thank you for this opportunity.

Sincerely,

*Barbara*

Barbara Heskins Davis, P.P., AICP  
Vice President, Programs

cc Paul M. Carelli, Borough Administrator  
Frank Rodgers, Council Member and Liaison, Open Space Committee



# THE LAND CONSERVANCY OF NEW JERSEY

*Preserve Now - Protect Forever*

## **Year-End Report Borough of Caldwell – Open Space Preservation Program Prepared: April 22, 2014**

### **Open Space Achievements:**

*The Land Conservancy helped Caldwell Borough with the following activities over the past year:*

#### **Updated Open Space Map:**

- ✓ Completed an update to the Borough's 2007 Open Space Map utilizing ArcGIS 10.2 software and 2014 tax assessor data.
- ✓ Completed map identifies preserved and public lands in and surrounding Caldwell Borough.

#### **Continued to work with the Borough to complete the acquisition of the Columbian Club property:**

- ✓ Continue to coordinate the due diligence for Columbian Club, including soil remediation activities on and off site associated with the underground storage tank.
- ✓ Prepared Request For Proposals for the asbestos abatement required prior to demolition of the structure. Provided Borough with two proposals for the work.
- ✓ Coordinated with New Jersey Green Acres to allow disbursement of funds once asbestos abatement contract is secured rather than after abatement is complete.

#### **New Jersey Department of Environmental Protection (NJDEP) Green Acres funding:**

- ✓ Continue to work with the staff at New Jersey Green Acres to keep the Borough's Planning Incentive (PI) grants secure.
- ✓ Provided updates to the state regarding the status of the Columbian Club property.

Responded to requests for information and materials, and provided support on potential property acquisitions, upon request by the Borough.

### **Proposed Open Space Activities:**

*The Land Conservancy of New Jersey proposes to help the Borough of Caldwell with the following activities during another year of service:*

- ✓ Continue to coordinate the asbestos remediation issues prior to closing for the Columbian Club project.
- ✓ Complete the acquisition of the Columbian Club property and assist in obtaining reimbursement for the project from New Jersey Green Acres.
- ✓ Investigate sources of funding to leverage the Borough's Open Space Trust Fund
- ✓ Apply for other grants and loans to fund acquisitions or planning, as funding is available
- ✓ Attend meetings as requested by the Borough
- ✓ Complete NJDEP Green Acres Planning Incentive Grant request, if funding is available
- ✓ Work with landowners and assist with negotiations, at the direction of the Borough
- ✓ Provide materials and resources to support the Borough's open space preservation program, including the development of GIS maps for land preservation projects



**AGREEMENT**

BY AND BETWEEN

BOROUGH OF CALDWELL, County of Essex  
A Municipal Corporation of the State of  
New Jersey, with offices located at  
1 Provost Square  
Caldwell, New Jersey 07006

Hereinafter referred to as "**Borough**"

AND

THE LAND CONSERVANCY OF NEW JERSEY  
Open Space and Farmland Preservation Advisors  
with offices located at  
19 Boonton Avenue  
Boonton, New Jersey 07005

Hereinafter referred to as "**Conservancy**"

**WITNESSETH:**

**WHEREAS**, with the creation of a dedicated source of tax revenue ("Open Space Trust") and an Open Space Committee for the acquisition of open space, a need exists to retain the services of an open space preservation consultant whose staff members have technical expertise and experience in the field of open space and farmland preservation and stewardship; and

**WHEREAS**, The Land Conservancy of New Jersey is a nonprofit organization whose mission is to preserve and protect open space for natural, historic, agricultural and recreational purposes and to assist municipalities in the stewardship of open space lands; and

**WHEREAS**, the Borough desires to engage the Conservancy for the purpose of assisting the Borough Council and the Open Space Committee with a variety of open space services, including (but not limited to) landowner negotiations and the preparation of grant applications as may be required with regard to the possible acquisition of open space.

*NOW, THEREFORE*, it is mutually agreed by and between the parties as follows:

1. **Scope of Services:** The Land Conservancy of New Jersey shall provide the Borough Council and the Open Space Committee with the following services as outlined in Schedule A.
2. **Term of Agreement:** The term of the agreement shall be for a twelve (12) month period commencing on June 1, 2014 and ending on May 31, 2015.
3. **Total Compensation:** For the scope of services and activities to be rendered during the twelve (12) month period, the Conservancy shall be paid a lump sum amount not to exceed \$10,500.00. Payments will be processed through the Borough Council following the end of each quarter as follows:
  - First Quarter.....\$2,625
  - Second Quarter.....\$2,625
  - Third Quarter.....\$2,625
  - Fourth Quarter.....\$2,625

*The Conservancy is able to keep the costs for these services low thanks to a generous grant from the Geraldine R. Dodge Foundation which underwrites this program.*

4. **Payment Procedures:** The Conservancy shall be responsible in submitting to the Borough Clerk a voucher with specific charges. Method of payment shall comply with the Local Fiscal Affairs Law, N.J.S.A. 40A:5-16, which prohibits the governing body of any local unit from paying out any of its monies "unless the person claiming or receiving the same shall first present a detailed bill of items or demand, specifying particularly how the bill or demand is made up, with the certification of the party claiming payment that it is correct."
5. **Cancellation of Agreement:** Both the Borough and the Conservancy reserve the right to cancel this Agreement without reason upon thirty (30) calendar days written notice. However, both parties agree that any pending business will be completed to the best of the Conservancy's abilities, and that an orderly transition of all outstanding projects or activities will be made in

cooperation with the Borough Clerk and the Borough will pay the Conservancy for all service rendered through the final date of service at the rate of \$45 per day for each day of service after the end of the preceding quarter

6. **Ownership of Records:** All records, maps, plans and data pertaining to any Borough open space issue and any other information utilized or gathered by the Conservancy on behalf of the Borough shall be surrendered to the Borough upon expiration or termination of this Agreement. The Conservancy may retain copies as it determines and will not disclose any non-public information.
7. **Mandatory Affirmative Action Compliance.** During the term of this agreement, the parties agree to comply with the Affirmative Action requirements set forth in N.J.A.C. 17:27, and hereby incorporate by reference the mandatory Affirmative Action language set forth in Exhibit "A" which is attached and made a part of this Agreement.
8. **Hold Harmless.** The Borough will indemnify and hold harmless the Conservancy and its employees and agents against claims and expenses (including legal fees and expenses) arising from the performance by the Conservancy of its obligations under this Agreement, unless involving gross negligence or willful misconduct by the Conservancy or any of its employees or agents, and will pay against invoice any legal fees and expenses incurred by the Conservancy or any of its employees or agents in defending against any such claims, against the undertaking by the indemnitee (s) to refund the amount(s) paid in the event of a final binding determination that it, he or she was not entitled to indemnification hereunder. The Borough may be entitled to recover from the Conservancy amounts paid by the Borough hereunder in the event of damages caused the Borough by the Conservancy or any of its employees or agents and shall not be entitled (in the absence of gross negligence or willful misconduct by the Conservancy or any of its employees or agents) to any larger amount in any such case, whether the damage is direct, indirect, consequential or of any other nature.

9. Arbitration. This Agreement is the entire agreement of the parties on the subject matter, superseding all prior written or oral understandings or agreements, and may be amended only by a writing signed by both parties. All disputes in respect of this Agreement not settled by negotiation within 30 days of written notice thereof by either party to the other shall be submitted by one party or the other to non-binding mediation by a mutually agreed upon mediator and if not settled within 60 days of such notice shall be finally resolved by confidential binding arbitration in Morristown, New Jersey under the rules then in effect of the American Arbitration Association by a panel of three arbitrators, one selected by each party and the third by the two so selected. Any decision by a majority or more of the arbitrators may be entered as a judgment in any court having jurisdiction. The arbitrators shall have no authority to amend this Agreement. One-half of the expenses of the mediator of any mediation and the arbitrators in any arbitration shall be borne by each party.

IN WITNESS THEREOF, the parties hereto have executed this agreement on

this                      day of                      2014.

ATTEST:

BOROUGH OF CALDWELL

\_\_\_\_\_  
Borough Clerk

By \_\_\_\_\_  
Mayor

WITNESS:

THE LAND CONSERVANCY OF  
NEW JERSEY

Barbara H. Davis

By David J. Epstein  
David J. Epstein, President

## EXHIBIT A

### MANDATORY EQUAL EMPLOYMENT OPPORTUNITY LANGUAGE

N.J.S.A. 10:5-31 et seq., N.J.A.C. 17:27

#### GOODS, PROFESSIONAL SERVICES AND GENERAL SERVICE CONTRACTS

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Except with respect to affectional or sexual orientation and gender identity or expression, the contractor will ensure that equal employment opportunity is afforded to such applicants in recruitment and employment, and that employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Such equal employment opportunity shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this nondiscrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisements for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex.

The contractor or subcontractor will send to each labor union, with which it has a collective bargaining agreement, a notice, to be provided by the agency contracting officer, advising the labor union of the contractor's commitments under this chapter and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to N.J.S.A. 10:5-31 et seq. as amended and supplemented from time to time and the Americans with Disabilities Act.

The contractor or subcontractor agrees to make good faith efforts to meet targeted county employment goals established in accordance with N.J.A.C. 17:27-5.2.

The contractor or subcontractor agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, race,



creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personal testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

In conforming with the targeted employment goals, the contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The contractor shall submit to the public agency, after notification of award but prior to execution of a goods and services contract, one of the following three documents:

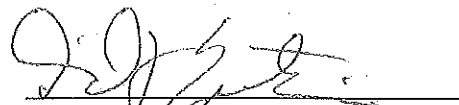
Letter of Federal Affirmative Action Plan Approval

Certificate of Employee Information Report

Employee Information Report Form AA302 (electronically provided by the Division and distributed to the public agency through the Division's website at [www.state.nj.us/treasury/contract\\_compliance](http://www.state.nj.us/treasury/contract_compliance))

The contractor and its subcontractors shall furnish such reports or other documents to the Division of Public Contracts Equal Employment Opportunity Compliance as may be requested by the office from time to time in order to carry out the purposes of these regulations, and public agencies shall furnish such information as may be requested by the Division of Public Contracts Equal Employment Opportunity Compliance for conducting a compliance investigation pursuant to Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.

The Land Conservancy of New Jersey  
Company Name



Officer Signature

David J. Epstein, President.

4/22/14  
Date

(973) 541-1010

Telephone Number

(Rev. 4/2010)



# THE LAND CONSERVANCY OF NEW JERSEY

*Preserve Now - Protect Forever*

## **SCHEDULE A: SCOPE OF WORK** **BOROUGH OF CALDWELL: OPEN SPACE ADVISOR**

The Land Conservancy of New Jersey will help Caldwell Borough with the following activities:

- a) Continue to coordinate the asbestos remediation issues for the Columbian Club property prior to closing and assist in obtaining reimbursement for the project from New Jersey Green Acres.
- b) At the Borough's request, work with private landowners and negotiate to achieve the best acquisition value for Borough. Continue negotiations already begun by the Borough.
- c) Reach out to landowners who might be interested in open space preservation.
- d) Work with Borough Open Space Committee and governing body to select priority properties to pursue in keeping with Borough's Open Space and Recreation Plan and available funding.
- e) Develop specific acquisition strategies and financing scenarios for priority parcels in the Borough.
- f) When appropriate, encourage applications by landowners to the state and the county preservation programs.
- g) Upon request, manage the due diligence work for Borough open space acquisitions in coordination with the Borough. This includes obtaining proposals, coordinating work schedules and specific requirements for the project, and reviewing all work products to ensure quality and compliance with government regulations.
- h) Develop any needed municipal resolutions for the completion of open space preservation projects.
- i) Work with the Borough and the staff of New Jersey Department of Environmental Protection (NJDEP) Green Acres program to ensure that the Borough's Green Acres Planning Incentive (PI) account remains up-to-date and that the Borough continues to receive state grant funds
- j) Help the Borough develop up to two land acquisition grant applications for the County Open Space Trust Fund, including the maps required for this grant(s). Coordinate the concept hearing, site visit and presentation.
- k) The Borough shall provide The Land Conservancy with both written and verbal notice of its intention to submit an update to the Green Acres PI application and/or its intention to submit its County grant application no later than four weeks prior to the deadline for submittal of the application. If the Borough does not give adequate notice to The Land Conservancy within four weeks of the grant deadline, then The Land Conservancy reserves the right to charge a fee on top of the currently approved fee for services, not to exceed \$500. If the town requests the preparation of more than two County applications, The Land Conservancy reserves the right to charge a fee on top of the currently approved fee for services, not to exceed \$1,000 per grant.
- l) Develop up to three (3) maps, as required by granting agencies for the preservation of land in the Borough. Provide other mapping services, such as a new or updated Open Space Map, on a separate fee basis.
- m) Continue to explore available funding sources to leverage the Borough's Open Space Trust for open space acquisition.
- n) Provide ongoing communication and coordination with state and county agencies responsible for land preservation, including New Jersey Green Acres and Essex County.
- o) Respond to regional initiatives as necessary in coordination with the Borough governing body and Open Space Committee.
- p) Provide progress reports, upon request, to the governing body to assist with their deliberations and work.
- q) Discuss and work on open space preservation issues and projects that may arise within the Borough.
- r) Meetings attended by The Land Conservancy staff will be done as needed to successfully advance the municipal open space. Staff will attend up to six (6) Open Space and/or Borough governing meetings, focusing on land acquisition and grant applications. The Land Conservancy will attend up to three (3) Borough or County meetings as required for the completion of grant applications. Staff will conduct landowner meetings as necessary to successfully advance the land acquisition project.

