

**READINGTON TOWNSHIP COMMITTEE
MEETING – February 18, 2020**

Mayor Heller *calls the meeting to order at 6:30 p.m.* announcing that all laws governing the Open Public Meetings Act have been met and that this meeting has been duly advertised.

PRESENT: Mayor J. Heller, Deputy Mayor J. Huelsebusch, Mr. J. Albanese, Mrs. BA Fort and Mr. B. Smith

ALSO PRESENT: Administrator V. Mekovetz, Attorney S. Dragan

ABSENT: None

EXECUTIVE SESSION:

Clerk read the following Resolution:

RESOLUTION
EXECUTIVE SESSION

WHEREAS, *N.J.S.A.* 10:4-6 *et seq.*, the Open Public Meetings Act, permits the exclusion of the public from a meeting in certain circumstances; and

WHEREAS, the Township Committee is of the opinion that such circumstances presently exist and desires to authorize the exclusion of the public from the portion of the meeting in accordance with the act;

NOW, THEREFORE, BE IT RESOLVED by the Township Committee of the Township of Readington, County of Hunterdon, State of New Jersey as follows:

1. The public shall be excluded from discussion of and action upon the specified subject matter as set forth in the following Exhibit “A.”

EXHIBIT A

<u>Subject Matter</u>	<u>Basis Of Public Exclusion</u>	<u>Date Anticipated When Disclosed to Public</u>
Construction Code	Personnel	Certain information at the discretion of the Township Committee tonight...other Information will remain confidential
Block 38 / Lot 38.01..... (Fitzgerald)	Contract Negotiations	“ “ “
License Transfer Agreement / ANBN Properties, LLC	Contract Negotiations	“ “ “
Liability Insurance / Three Bridges Library	Contract Negotiations	“ “ “
Executive Session Minutes..... • February 3, 2020	Attorney-Client Privilege.....	“ “ “
Affordable Housing.....	Potential Litigation.....	“ “ “
Block 48, Lot 23; Block 55, Lot 33; Block 56, Lots 1, 3, 6 & 8; Block 67, Lot 2 (Solberg Aviation).....	Litigation.....	“ “ “
Randazzo	Litigation.....	“ “ “

It is anticipated at this time that the stated subject matter will be made public on or about the time set forth in Exhibit “A.”

2. This Resolution shall take effect immediately.

A MOTION was made by Mr. Smith to adopt this resolution, seconded by Mr. Albanese with a vote of ayes all, nays none recorded.

The meeting reconvened at 7:48 p.m.

Mayor Heller led those present in the *Salute to the Flag*.

Executive Session:

Personnel / Construction Code

A MOTION was made by Mr. Smith to approve increasing Denise Charlton’s hours from 25 to 29 hours per week, seconded by Mr. Albanese and on Roll Call the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	-Aye
Mayor Heller	- Aye

Contract Negotiations / Block 38, Lot 38.01 (Fitzgerald)

Mayor Heller stated that this matter remains in Executive Session.

Contract Negotiations / License Transfer Agreement / ANBA Properties

Mayor Heller stated that this matter remains in Executive Session.

Contract Negotiations / Liability Insurance / Three Bridges Fire Company

A MOTION was made by Mrs. Fort to include Three Bridges Fire Company under the Township’s liability insurance, for which they would pay their proportional share, seconded by Mr. Smith and on Roll Call the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	-Aye
Mayor Heller	- Aye

Attorney-Client Privilege / Executive Session Minutes / February 3, 2020

A MOTION was made by Mrs. Fort to approve the Executive Session Minutes of February 3, 2020 for content only, seconded by Mr. Albanese with a vote of ayes all, nays none recorded. Mr. Huelsebusch abstained since he was not present at that meeting.

Potential Litigation / Affordable Housing

A MOTION was made by Mr. Smith to approve the updated Developers Agreement with the Arc of Hunterdon, seconded by Mrs. Fort and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	-Aye
Mayor Heller	- Aye

Litigation / Solberg Aviation / Block 48, Lot 23; Block 55, Lot 33; Block 56, Lot 1, 3, 6 & 8; Block 39, Lot 24 and Block 67, Lot 2

Mayor Heller stated that this matter remains in Executive Session.

Litigation / Randazzo

Mayor Heller stated that this matter remains in Executive Session.

CONSENT AGENDA:

Mayor Heller read the following statement:

All items listed with an asterisk “” are considered to be routine by the Township Committee and will be enacted by one motion. There will be no separate discussion of these items unless a committee member or citizen requests, in which event the item will be removed from the General Order of Business and considered in its normal sequence on the agenda.*

1. * **APPROVAL OF MINUTES** of meeting of February 3, 2020
2. * **Request for Financial Support for Hunterdon Land Trust** – Letter dated January 25, 2020 from Nancy Cunningham, Vice President
3. * **Release of Board of Health Escrow / Block 54, Lot 2.02 (Williamson)**
4. * **Payment of Bills** – (Complete bill list is on file in Clerk’s Office)

<u>Fund Description</u>	<u>Fund No.</u>	<u>Received Total</u>
CURRENT FUND	0-01	\$ 656,632.25
SEWER APPROPRIATIONS	0-01	\$ 117.00
CURRENT FUND	9-01	\$ 101,109.49
SEWER APPROPRIATIONS	9-02	\$ 1,646.10
TRUST FUNDS	X-03	\$ 56,749.03
MISC REFUND, COUNTY TAX, LIENS	X-05	\$ 26,907.50
PAYROLL DEDUCTIONS	X-06	\$ 206,017.73
2014 CAP IMPROVEMENTS	X-14	\$ 1,581.66
2016 CAP IMPROVEMENTS	X-16	\$ 6,950.00
2018 CAP IMPROVEMENTS	X-18	\$ 11,508.54
2019 CAP IMPROVEMENTS	X-19	<u>\$ 4,274.50</u>
TOTAL OF ALL FUNDS		\$ 1,073,493.80

A MOTION was made by Mrs. Fort to approve the Consent Agenda, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese - Aye
 Mrs. Fort - Aye
 Mr. Huelsebusch - Aye
 Mr. Smith - Aye
 Mayor Heller - Aye

COMMENTS FROM THE PUBLIC for items listed on the agenda only

There were none.

PUBLIC HEARINGS

As it was after 7:45 p.m., ***A MOTION*** was made by Mr. Albanese to adjourn the regular meeting to hold a Public Hearing, seconded by Mr. Smith with a vote of ayes all, nays none recorded.

Clerk read by Title:

ORDINANCE APPROPRIATING \$35,000 FROM THE HOUSING TRUST FUND FOR THE ACQUISITION OF A DEED RESTRICTION ON AN AFFORDABLE HOUSING UNIT (BLOCK 34, LOT 36.181) IN AND BY THE TOWNSHIP OF READINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY

◆ ***Ordinance #01-2020***

Mayor Heller asked if there were any comments from the governing body.

Mr. Smith stated that this ordinance extends the restrictions on a unit already in place for the affordable housing obligations.

Mayor Heller asked if there were any comments from the public.

There were none.

A MOTION was made by Mr. Smith to close the Public Hearing and open the regular meeting, seconded by Mr. Albanese with a vote of ayes all, nays none recorded.

Clerk read by Title:

ORDINANCE APPROPRIATING \$35,000 FROM THE HOUSING TRUST FUND FOR THE ACQUISITION OF A DEED RESTRICTION ON AN AFFORDABLE HOUSING UNIT (BLOCK 34, LOT 36.181) IN AND BY THE TOWNSHIP OF READINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY

◆ ***Ordinance #01-2020***

A MOTION was made by Mr. Smith to adopt this ordinance, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye
Mayor Heller	- Aye

A MOTION was made by Mr. Smith to adjourn the regular meeting to hold a Public Hearing, seconded by Mr. Albanese with a vote of ayes all, nays none recorded.

Clerk read by Title:

An Ordinance Amending and Supplementing the Readington Township 2019 Salary Ordinance for Officers and Employees of the Township of Readington

◆ ***Ordinance #02-2020***

Mayor Heller asked if there were any comments from the governing body.

Mr. Smith stated that the salary ordinance is be amended based on the negotiated union contracts. Mrs. Fort noted that the salaries of the Township Committee did not increase.

Mayor Heller asked if there were any comments from the public.

There were none.

A MOTION was made by Mr. Smith to close the Public Hearing and open the regular meeting, seconded by Mr. Albanese with a vote of ayes all, nays none recorded.

Clerk read by Title:

An Ordinance Amending and Supplementing the Readington Township 2019 Salary Ordinance for Officers and Employees of the Township of Readington

◆ Ordinance #02-2020

A MOTION was made by Mrs. Fort to adopt this ordinance, seconded by Mr. Smith and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye
Mayor Heller	- Aye

CORRESPONDENCE / OTHER INFORMATION

1. Letter dated January 28, 2020 from John Tomac, New Jersey American Water regarding ***The Matter of Petition of New Jersey-American Water Company, Inc. for Approval to Change the Levels of its Purchased Water Adjustment Clause and Purchase Wastewater Treatment Clause.*** No action taken.
2. Letter dated January 27, 2020 from Mayor John Flora, Fredon Township regarding ***Returning the School Board Elections back to April.***

The Committee discussed the option of an April School Board Election, suggesting the possibility of a non-binding public question on the November ballot allowing citizens to decide if they wish to return the school board elections to April. Administrator Mekovetz added that she would research the cost of an additional election.

NEW BUSINESS

1. ***An Amendment of the Ordinance Establishing the Agricultural Advisory Committee***

The following ordinance was offered for introduction:

AN ORDINANCE AMENDING CHAPTER 4 OF THE CODE OF THE TOWNSHIP OF READINGTON, COUNTY OF HUNTERDON AND STATE OF NEW JERSEY PERTAINING TO AGRICULTURAL ADVISORY BOARD

Ordinance #03-2020

BE IT ORDAINED by the Mayor and Township Committee of the Township of Readington in the County of Hunterdon, State of New Jersey as follows (language underlined __ thus represents new language; language in brackets [] signifies deletions):

SECTION 1. Chapter 4 of the Code of the Township of Readington entitled "Agricultural Advisory Committee" shall be amended to provide the following:

Ordinance # 03-2020 cont'd:

Sec. 4-3 Membership

SECTION 3. MEMBERSHIP.

(a) The Readington Township Agricultural Advisory Committee shall consist of [three (3)] five (5) residents of the Township. In addition, a majority of the members must be actively engaged in farming in the Township and own a portion of the land they farm.

SECTION 2. All other language not specifically changed by this ordinance amendment shall remain in full force and effect.

SECTION 3. This ordinance supersedes any ordinances, sections or portion(s) of the Code of the Township of Readington or any other Township ordinance inconsistent herewith.

SECTION 4. If the provision of any article, section, subsection, paragraph, subdivision or clause of this ordinance shall be adjudged by a court of competent jurisdiction to be invalid, such order or judgment shall not affect, impair or invalidate the remainder of any such article, section, subsection, paragraph, subdivision or clause and, to this end, the provisions of this ordinance are hereby declared to be severable.

SECTION 5. This ordinance shall take effect immediately upon final passage and publication in accordance with law.

A MOTION was made by Mr. Huelsebusch to introduce this ordinance, seconded by Mrs. Fort and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye
Mayor Heller	- Aye

The Public Hearing was scheduled for March 16, 2020 at 7:45 p.m.

2. An Ordinance to Exceed the Municipal Budget Appropriation Limits and to Establish a Cap Bank (Calendar Year 2020)

The following ordinance was offered for introduction:

**ORDINANCE TO EXCEED THE MUNICIPAL BUDGET APPROPRIATION LIMITS
AND TO ESTABLISH A CAP BANK
(N.J.S.A. 40A: 4-45.14)**

ORDINANCE #04 -2020

WHEREAS, the Local Government Cap Law, N.J.S. 40A: 4-45.1 et seq., provides that in the preparation of its annual budget, a municipality shall limit any increase in said budget up to 2.5% unless authorized by ordinance to increase it to 3.5% over the previous year's final appropriations, subject to certain exceptions; and,

WHEREAS, N.J.S.A. 40A: 4-45.15a provides that a municipality may, when authorized by ordinance, appropriate the difference between the amount of its actual final appropriation and the 3.5% percentage rate as an exception to its final appropriations in either of the next two succeeding years; and,

Ordinance # 04-2020 cont'd:

WHEREAS, the Township Committee of the Township of Readington in the County of Hunterdon finds it advisable and necessary to increase its CY 2020 budget by up to 3.5% over the previous year's final appropriations, in the interest of promoting the health, safety and welfare of the citizens; and,

WHEREAS, the Township Committee of the Township of Readington hereby determines that a 3.5 % increase in the budget for said year, amounting to \$527,256.00. in excess of the increase in final appropriations otherwise permitted by the Local Government Cap Law, is advisable and necessary; and,

WHEREAS the Township Committee of the Township of Readington hereby determines that any amount authorized hereinabove that is not appropriated as part of the final budget shall be retained as an exception to final appropriation in either of the next two succeeding years.

NOW THEREFORE BE IT ORDAINED, by the Township Committee of the Township of Readington, in the County of Hunterdon, a majority of the full authorized membership of this governing body affirmatively concurring, that, in the CY 2020 budget year, the final appropriations of the Township of Readington shall, in accordance with this ordinance and N.J.S.A. 40A: 4-45.14, be increased by 3.5 %, amounting to \$527,256.00, and that the CY 2020 municipal budget for the Township of Readington be approved and adopted in accordance with this ordinance; and,

BE IT FURTHER ORDAINED, that any that any amount authorized hereinabove that is not appropriated as part of the final budget shall be retained as an exception to final appropriation in either of the next two succeeding years; and,

BE IT FURTHER ORDAINED, that a certified copy of this ordinance as introduced be filed with the Director of the Division of Local Government Services within 5 days of introduction; and

BE IT FURTHER ORDAINED, that a certified copy of this ordinance upon adoption, with the recorded vote included thereon, be filed with said Director within 5 days after such adoption.

A MOTION was made by Mr. Smith to introduce this ordinance, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye
Mayor Heller	- Aye

The Public Hearing was scheduled for March 16, 2020 at 7:45 p.m.

3. Draft Limited Brewery + Agriculture Conditional Use Ordinance

Mayor Heller stated that this is a modification to an ordinance to allow a farmer currently farming hops, a conditional use of a brewery on a 20+ acre farm within the Township. Mrs. Fort expressed concern over the noise levels of amplified music during the hours of operation for special events/private affairs, reminding the Committee of the complaints from residents with regard to special events held at the Bouman Stickney Farmstead. Mr. Smith opined that location of the breweries should not be limited to locations abutting Route 202 or Route 22 since other properties are also in agricultural zones.

The following ordinance was offered for introduction:

***AN ORDINANCE AMENDING AND SUPPLEMENTING CHAPTER 148 ENTITLED
“LAND DEVELOPMENT” TO ALLOW LIMITED BREWERIES AS A CONDITIONAL
USE IN THE AR AGRICULTURAL RESIDENTIAL DEVELOPMENT ZONE***

Ordinance #05 -2020

BE IT ORDAINED by the Mayor and Township Committee of the Township of Readington in the County of Hunterdon, State of New Jersey that the following amendments shall be made to Chapter 148 of the Land Use Ordinance of the Township of Readington,

SECTION 1. Article II entitled "Definition of Terms " shall be amended to add the following language:

Sec. 148-9. Definitions:

Limited Brewery. A limited brewery licensed by the State of New Jersey (1b) pursuant to N.J.S.A. 33:1-10.

SECTION 2. Chapter 148, Article IV. District Regulations shall be amended to add the following language:

Sec. 148-15. AR Agricultural Residential Zone

C. Conditional Uses - AR Zone (subject to regulations set forth in Article V)

1. Limited Brewery

~~(2)~~(4) Home occupations

~~(3)~~(2) Public Utilities

(4) ~~(3)~~ (Reserved)

~~(5)~~ (4) Previously converted agricultural buildings, such as barns, wagons, sheds and chicken coops for storage and warehousing prior to the effective date of this chapter.

SECTION 3. Chapter 148, Article V. Conditional Uses, Exceptions, Modifications and Critical Areas shall be amended to add the following new subsection:

Sec. 148-35 Limited Brewery. A Limited Brewery (1b) licensed by the State of New Jersey pursuant to N.J.S.A. 33:1-10, subject to the following conditions:

- A. Shall not utilize a Plenary Retail License (1c) for alcohol consumption with the limited brewery license;
- B. Shall be located upon a tract of land exclusively under the control of the brewery licensee;
- C. The brewery licensee shall be actively engaged in farming on, or on a tract directly adjacent to, the brewery premises;
- D. The brewery licensee shall grow and cultivate hops or other products on the farm used in the manufacturing of brewery products at the brewery;
- E. The brewery licensee shall hold no other brewery licenses within Readington Township;
- F. Shall not exceed 5,000 barrels of production per year. Production shall be demonstrated via documentation provided to the Township Clerk and Zoning Officer on an annual basis;
- G. Shall be located on a commercial farm;
- H. Shall be located on a contiguous tract at least 20 acres in area;
- I. The property upon which the brewery is located shall abut US Route 22 or US Route 202 and shall have direct vehicular access from such abutting highway;

Ordinance # 05-2020 cont'd:

- J. Shall have tasting room/areas;
- K. Brewery Sales Hours of Operation: Shall not extend outside of the hours of noon and 9 pm;
- L. Entertainment and Media Hours of Operation: Other than background music, radio and television contained within the brewery building, all other forms of entertainment/media permitted by the license shall not occur outside the hours of noon and 9:00 pm.
- M. Outdoor Beverage Service: Sales and service of beverages is permitted outside within a fenced or walled enclosed area with such fence or wall having a minimum height of three feet, provided that such an area is delineated on an approved site plan;
- N. Outdoor On-Premises Special Events (open to the general public) shall be subject to the following:
 - (1) Events that exceed 60 attendees shall be limited to six events per year, subject to section P below;
 - (2) Shall be located within a delineated area depicting the location and extent of the area that is be used for such events and which is shown on an approved site plan;
 - (3) Shall not occur outside the hours of noon and 9:00 pm;
 - (4) Off-street parking for special events shall not be permitted in areas other than those parking areas depicted on an approved site plan;
- O. On-Premises Private Parties and Social Affairs shall be subject to the following:
 - (1) Events that exceed 60 attendees shall be limited to six events per year, subject to section P below;
 - (2) Shall be located within a delineated area depicting the location and extent of the area that is be used for private parties and which is shown on an approved site plan. The site plan shall illustrate, in plan and details, the manner in which this area shall be segregated from the general public;
 - (3) If held outdoors, shall not occur outside the hours of noon and 9:00 pm;
 - (4) Off-street parking for private parties shall not be permitted in areas other than those parking areas depicted on an approved site plan;
- P. A maximum of six (6) outdoor events with amplified music shall be permitted per year among the various described activities in subsections L, N and O above.
- Q. On-Premises Special Event Notice: A copy of the notice required to be provided to the New Jersey Division of Alcoholic Beverage Control for an on-site special event shall be provided to the Township Clerk and Zoning Officer no less than 10 days prior to an event;
- R. Entertainment Notice: A copy of the notice required to be provided to the New Jersey Division of Alcoholic Beverage Control advising of the intent to have live music, DJ's, television programs, movies or sporting events shall be provided to the Township Clerk and Zoning Officer no less than 10 days prior to an event;
- S. Compliance with Maximum Permissible Sound Levels: All activities, other than agricultural activities, shall comply with Chapter 158 Noise, of the Readington Township Code with respect to the maximum permissible sound levels.
- T. Maximum floor area ratio for brewery buildings: .02. This is not in addition to the overall maximum permitted floor area ratio of 0.04.
- U. Maximum Building height for any buildings associated with brewery shall not exceed two stories and 30 feet;
- V. Minimum building and off-street parking setback from street line or property line, excluding existing agricultural buildings: 100 feet.

Ordinance # 05-2020 cont'd:

W. Minimum street frontage on a street: 200 feet.

X. Minimum Off-Street Parking shall be provided as follows:

(1) One space for every three seats in tasting room/areas plus one space for every employee on the shift with the greatest census; plus

(2) One space for every 100 square feet of special event or private party space not accounted for in the calculation of the brewery/tasting room

Y. Off-street Parking Screening: Parking for visitors, employees and commercial vehicles for the brewery shall be screened from public view and the view of any adjacent properties with a screen planting, berm, fence, wall or combination thereof, no less than four feet in height. This buffering shall be provided between the off-street parking areas and any lot line or street line. Where a building intervenes between a street line or property line to sufficiently buffer views of parking, such screening shall not be required.

Z. Outdoor Storage: No outdoor storage, except for agricultural materials, supplies and equipment, shall occur on the property;

AA. Refuse and recycling containers shall be enclosed within masonry enclosures with gates with a height sufficient to conceal all materials stored within;

BB. Lighting: Maximum height of any fixture shall be 14 feet; parking lot lights shall be turned off within two (2) hours after the close of business.

CC. Permanent Freestanding Sign Permitted: Not more than one permanent freestanding sign having a maximum permitted sign area of 64 square feet and a maximum permitted height of eight feet;

DD. Temporary Freestanding Sign Permitted: Not more than one temporary sign having a maximum sign area of no more than 14 square feet and a maximum height of four feet. The maximum permitted duration for a temporary sign is 30 days;

EE. Building-Mounted Sign Permitted: Not more than one building-mounted sign having a maximum sign area of 24 square feet and a maximum height of 15 feet;

FF. Major site plan approval is required.

SECTION 4. All other language not specifically changed by this ordinance amendment shall remain in full force and effect.

SECTION 5. The sections, subsections and provisions of this Ordinance may be renumbered as necessary or practical for codification purposes.

SECTION 6. All ordinances or parts of ordinances inconsistent with this Ordinance are hereby repealed to the extent of such inconsistency.

SECTION 7. If the provision of any article, section, subsection, paragraph, subdivision or clause of this ordinance shall be adjudged by a court of competent jurisdiction to be invalid, such order or judgment shall not affect, impair or invalidate the remainder of any such article, section, subsection, paragraph, subdivision or clause and, to this end, the provisions of this ordinance are hereby declared to be severable.

SECTION 8. This ordinance is subject to review and recommendation of the Readington Township Planning Board in accordance with N.J.S.A. 40:55D-26 and N.J.S.A.40:55D-64 for consistency with the Master Plan. Pursuant to N.J.S.A. 40:55D-15, the Clerk shall provide the required notice and a copy of the proposed ordinance to the Hunterdon County Planning Board and to the Clerks of all adjoining municipalities and any other required recipients at least 10 days prior to the date of the public hearing.

SECTION 9. This ordinance shall take effect immediately upon final passage and publication in accordance with law and upon filing with the Hunterdon County Planning Board.

A MOTION was made by Mrs. Fort to introduce this ordinance, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye
Mayor Heller	- Aye

The Public Hearing was scheduled for March 16, 2020 at 7:45 p.m.

4. *An Amendment of the Ordinance Establishing the Environmental Commission*

Administrator Mekovetz stated that the amendment to this ordinance is based on the proposed tree ordinance. Administrator Mekovetz explained that the tree ordinance recommends that a forester review the applications for tree removal or replacement; therefore, the amendment to the ordinance would allow the forester to be a member of the Environmental Commission.

Mrs. Fort countered that it would not be a good solution since Mr. Hendrickson is a volunteer and the requirement of a forester would restrict who would be able to serve on the Environmental Commission. Mrs. Fort suggested removing the requirement to have one member be a certified arborist/expert on the Commission and allow the entire Commission the ability to make the recommendation. Mrs. Fort further expressed concern about the insurance liability.

Attorney Dragan suggested writing into either the tree ordinance or the amended Environmental Commission ordinance that the member may be a New Jersey licensed tree expert/certified arborist, and if there is none, the Environmental Commission would need to consult with a professional.

The Committee requested Attorney Dragan to draft an ordinance with the discussed options including a possible sub-committee, public comment, minutes and recommendation to the Zoning Officer.

5. *Resolution Determining the Form and Other Details of \$6,121,000 General Improvement Bonds, Series 2020, of the Township of Readington, in the County of Hunterdon, New Jersey and Providing for their Sale*

The following resolution was offered for consideration:

#R-2020-36

RESOLUTION DETERMINING THE FORM AND OTHER DETAILS OF \$6,121,000 GENERAL IMPROVEMENT BONDS, SERIES 2020, OF THE TOWNSHIP OF READINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY, AND PROVIDING FOR THEIR SALE

BE IT RESOLVED BY THE TOWNSHIP COMMITTEE OF THE TOWNSHIP OF READINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY, AS FOLLOWS:

Section 1. (a) The \$6,121,000 General Improvement Bonds, Series 2020, of the Township of Readington, in the County of Hunterdon, New Jersey (the "Township"), referred to and described in a resolution of the Township duly adopted on February 18, 2020, and entitled, "Resolution Providing for the Combination of Certain Issues of General Improvement Bonds, Series 2020, of the Township of Readington, in the County of Hunterdon, New Jersey, Into a

Resolution #R-2020-36 cont'd:

Single Issue of Bonds Aggregating \$6,121,000 in Principal Amount" and in the bond ordinances referred to therein, each in all respects duly approved and published as required by law, shall be issued as "General Improvement Bonds, Series 2020" (the "Bonds").

(b) The Bonds shall mature in the principal amounts on April 1 as follows:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2021	\$176,000	2032	\$325,000
2022	200,000	2033	325,000
2023	215,000	2034	325,000
2024	225,000	2035	325,000
2025	235,000	2036	325,000
2026	250,000	2037	325,000
2027	260,000	2038	325,000
2028	275,000	2039	325,000
2029	350,000	2040	325,000
2030	350,000	2041	325,000
2031	335,000		

(c) The actual principal amounts may be adjusted by the Township, at its option, in accordance with N.J.S.A. 40A:2-26(g). Any such adjustment shall not exceed 10% of the principal for any maturity with the aggregate adjustment to maturity not to exceed 10% of the principal for the overall issue.

(d) The Bonds shall be subject to redemption prior to their stated maturity in accordance with the full Notice of Sale attached hereto as Exhibit A (the "Full Notice of Sale").

(e) The Bonds shall be twenty-one in number, with one certificate being issued for each year of maturity, and shall be numbered GI-1 to GI-21, inclusive.

(f) The Bonds shall be dated their date of issuance and shall bear interest payable semiannually on the first day of April and October in each year until maturity, commencing on October 1, 2020, at a rate or rates per annum, expressed in a multiple of 1/8 or 1/20 of 1%, proposed by the successful bidder in accordance with the Full Notice of Sale.

(g) The Bonds shall be executed by the manual or facsimile signatures of the Mayor and the Chief Financial Officer under the official seal (or facsimile thereof) affixed, printed, engraved or reproduced thereon and attested by the manual signature of the Township Clerk.

Section 2. (a) The Bonds will be issued in fully registered form. One certificate shall be issued for the aggregate principal amount of the Bonds maturing in each year. Both principal of and interest on the Bonds will be payable in lawful money of the United States of America. Each certificate will be registered in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York, which will act as securities depository (the "Securities Depository"). The certificates will be on deposit with the Securities Depository. The Securities

Resolution #R-2020-36 cont'd:

Depository will be responsible for maintaining a book-entry system for recording the interests of its participants or the transfers of the interests among its participants. The participants will be responsible for maintaining records recording the beneficial ownership interests in the Bonds on behalf of individual purchasers. Individual purchases may be made in the principal amount of \$5,000 or any integral multiple in excess thereof through book-entries made on the books and records of the Securities Depository and its participants.

(b) The principal of and interest on the Bonds will be paid to the Securities Depository by the Township on the respective maturity dates and due dates and will be credited on the respective maturity dates and due dates to the participants of the Securities Depository as listed on the records of the Securities Depository as of each next preceding March 15 and September 15 (the "Record Dates" for the Bonds).

Section 3. The Bonds shall be substantially in the following form with such additions, deletions and omissions as may be necessary for the Township to market the Bonds, including in accordance with the requirements of the Securities Depository:

[Form of Bond begins on next page]

UNITED STATES OF AMERICA
STATE OF NEW JERSEY
COUNTY OF HUNTERDON

TOWNSHIP OF READINGTON

GENERAL IMPROVEMENT BOND, SERIES 2020

REGISTERED OWNER:

PRINCIPAL AMOUNT:

DATED DATE:

MATURITY DATE:

RATE OF INTEREST PER ANNUM:

INTEREST PAYMENT DATES:

INITIAL INTEREST PAYMENT DATE:

RECORD DATES:

CUSIP NUMBER:

TOWNSHIP OF READINGTON, a public body corporate and politic of the State of New Jersey (the "Township"), hereby acknowledges itself indebted and for value received promises to pay to the REGISTERED OWNER, or registered assigns, on the MATURITY DATE, upon presentation and surrender of this bond, the PRINCIPAL AMOUNT, and to pay interest on such sum from the DATED DATE until it matures at the RATE OF INTEREST PER ANNUM specified above semiannually on the INTEREST PAYMENT DATES in each year until maturity, commencing on the INITIAL INTEREST PAYMENT DATE. Principal of and interest due on this bond will be paid to the REGISTERED OWNER by the Township or its designated paying agent and will be credited to the participants of The Depository Trust Company as listed on the records of The Depository Trust Company as of the RECORD DATES next preceding the respective INTEREST PAYMENT DATES. The principal of and interest on this bond are payable in lawful money of the United States of America.

This bond is not transferable as to principal or interest except to an authorized nominee of The Depository Trust Company. The Depository Trust Company shall be responsible for maintaining the book-entry system for recording the interests of its participants or the transfers of the interests among its participants. The participants are responsible for maintaining records regarding the beneficial ownership interests in the bonds on behalf of individual purchasers.

The bonds of this issue maturing prior to April 1, 2028 are not subject to redemption prior to their stated maturities. The bonds of this issue maturing on or after April 1, 2028 are redeemable at the option of the Township in whole or in part on any date on or after April 1, 2027 at 100% of the principal amount outstanding (the "Redemption Price") plus interest accrued to the date of redemption upon notice as required herein.

Notice of redemption shall be given by mailing by first class mail in a sealed envelope with postage prepaid to the registered owners of the bonds not less than thirty (30) days nor more than sixty (60) days prior to the date fixed for redemption. Such mailing shall be to the owners of such bonds at their respective addresses as they last appear on the registration books kept for that purpose by the Township or a duly appointed bond registrar. Any failure of the securities depository to advise any of its participants or any failure of any participant to notify any beneficial owner of any notice of redemption shall not affect the validity of the redemption proceedings. If the Township determines to redeem a portion of the bonds prior to maturity, the bonds to be redeemed shall be selected by the Township; the bonds to be redeemed having the same maturity shall be selected by the Securities Depository in accordance with its regulations.

If notice of redemption has been given as provided herein, the bonds or the portion thereof called for redemption shall be due and payable on the date fixed for redemption at the Redemption Price, together with accrued interest to the date fixed for redemption. Interest shall cease to accrue on the redeemed bonds after the date fixed for redemption and no further interest shall accrue beyond the redemption date. Payment shall be made upon surrender of the bonds redeemed.

So long as Cede & Co., as nominee for DTC, is the registered owner of the Bonds, the Township shall send redemption notices only to Cede & Co.

This bond is one of an authorized issue of bonds issued pursuant to the Local Bond Law of the State of New Jersey, a resolution of the Township duly adopted on February 18, 2020, and entitled, "Resolution Providing for the Combination of Certain Issues of General Improvement Bonds, Series 2020, of the Township of Readington, in the County of Hunterdon, New Jersey, Into a Single Issue of Bonds Aggregating \$6,121,000 in Principal Amount" and the bond ordinances referred to therein, each in all respects duly approved and published as required by law.

The full faith and credit of the Township are hereby irrevocably pledged for the punctual payment of the principal of and interest on this bond according to its terms.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or statutes of the State of New Jersey to exist, to have happened or to have been performed precedent to or in the issuance of this bond exist, have happened and have been performed, and that the issue of bonds of which this is one, together with all other indebtedness of the Township, is within every debt and other limit prescribed by such Constitution or statutes.

IN WITNESS WHEREOF, the TOWNSHIP OF READINGTON has caused this bond to be executed in its name by the manual or facsimile signatures of its Mayor and its Chief Financial Officer, its corporate seal to be hereunto imprinted or affixed, this bond and the seal to be attested by the manual signature of its Township Clerk, and this bond to be dated the DATED DATE as specified above.

TOWNSHIP OF READINGTON

[SEAL]

By: [executed upon issuance]
Mayor

ATTEST:

By: [executed upon issuance]
Clerk

By: [executed upon issuance]
Chief Financial Officer

[End of Form of Bond]

Section 4. (a) The Bonds shall be sold on March 26, 2020, or such other date as may be determined by the Chief Financial Officer, via the "PARITY Electronic Bid System" ("PARITY") upon the terms and conditions set forth and described in the Full Notice of Sale for the Bonds. The Full Notice of Sale shall be posted on MuniHub.

(b) Pursuant to N.J.S.A. 40A:2-34, the Township hereby designates the Chief Financial Officer to sell and award the Bonds in accordance with the Full Notice of Sale with such changes as to date or the terms as deemed advisable or necessary by Phoenix Advisors, LLC, the Township's Municipal Advisor, and McManimon, Scotland & Baumann, LLC, the Township's Bond Counsel, to access effectively the market for the sale of the Bonds, and such Chief Financial Officer shall report in writing the results of the sale to this Township Committee as required by law. The Chief Financial Officer is hereby authorized and directed, consistent with the terms of the Full Notice of Sale, to retain the good faith deposit of the successful bidder and to return immediately such good faith deposits, whether by wire or check, to the unsuccessful bidders.

Section 5. The Full Notice of Sale shall be substantially in the form attached hereto as Exhibit A with such additions, deletions and omissions as may be necessary for the Township to market the Bonds, including in accordance with the requirements of the Securities Depository and PARITY. The Short Notice of Sale shall be substantially in the form attached hereto as Exhibit B with such additions, deletions and omissions as may be necessary for the Township to market the Bonds, including in accordance with the requirements of the Securities Depository and PARITY. The Summary Notice of Sale shall be substantially in the form attached hereto as Exhibit C with such additions, deletions and omissions as may be necessary for the Township to market

the Bonds, including in accordance with the requirements of the Securities Depository and PARITY. The Township Clerk is hereby directed to arrange for the publication of the Short Notice of Sale authorized in Exhibit B in the form provided herein in the Hunterdon Democrat or such other authorized newspaper of the Township and any actions taken by the Clerk prior to the date of adoption of this resolution in connection with the publication of the Short Notice of Sale are hereby ratified, confirmed and approved. McManimon, Scotland & Baumann, LLC is hereby directed to arrange for the publication of the Summary Notice of Sale authorized in Exhibit C in the form provided herein in The Bond Buyer, a financial newspaper published and circulating in the City of New York, New York, such publication to be not less than seven days prior to the date of sale.

Section 6. The Bonds shall have printed thereon a copy of the written opinion with respect to the Bonds that is to be rendered by the law firm of McManimon, Scotland & Baumann, LLC, complete except for omission of its date.

Section 7. The law firm of McManimon, Scotland & Baumann, LLC is hereby authorized to arrange for the printing of the Bonds and the Official Statement to be prepared by McManimon, Scotland & Baumann, LLC, Phoenix Advisors, LLC and Township officials. The Mayor and the Chief Financial Officer are hereby authorized to execute any certificates necessary in connection with the distribution of the Official Statement. Such Official Statement may be distributed in preliminary form and deemed final for purposes of Rule 15c2-12 of the Securities and Exchange Commission on behalf of the Township by the Chief Financial Officer or by the Mayor. Final Official Statements shall be delivered to the purchaser of the Bonds within the earlier of seven business days following the sale of the Bonds or to accompany the purchaser's confirmations that request payment for the Bonds.

Section 8. The Township hereby covenants that it will comply with any conditions subsequently imposed by the Internal Revenue Code of 1986, as amended, in order to preserve the exemption from taxation of interest on the Bonds, including the requirement to rebate all net investment earnings on the gross proceeds above the yield on the Bonds, if necessary.

Section 9. (a) The Chief Financial Officer is hereby authorized to make representations and warranties, to enter into agreements and to make all arrangements with the Securities Depository as may be necessary in order to provide that the Bonds will be eligible for deposit with the Securities Depository and to satisfy any obligation undertaken in connection therewith.

(b) In the event that the Securities Depository may determine to discontinue providing its service with respect to the Bonds or is removed by the Township and if no successor securities depository is appointed, the Bonds that were previously issued in book-entry form shall be converted to registered Bonds in denominations of \$5,000 or any integral multiple in excess thereof. The beneficial owner under the book-entry system, upon registration of the Bonds held in the beneficial owner's name, will become the registered owner of the registered Bonds. The Township shall be obligated to provide for the execution and delivery of the registered Bonds in certificated form.

Section 10. Solely for purposes of complying with Rule 15c2-12 of the Securities and Exchange Commission, as amended and interpreted from time to time (the "Rule"), and provided that the Bonds are not exempt from the Rule and provided that the Bonds are not exempt from the following requirements in accordance with paragraph (d) of the Rule, for so long as the Bonds remain outstanding (unless the Bonds have been wholly defeased), the Township shall provide for the benefit of the holders of the Bonds and the beneficial owners thereof:

(a) On or prior to September 30 of each year, beginning September 30, 2020, electronically to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") system or such other repository designated by the Securities and Exchange Commission to be an authorized repository for filing secondary market disclosure information, if any, annual financial information with respect to the Township consisting of the audited financial statements (or unaudited financial statements if audited financial statements are not then available, which audited financial statements will be delivered when and if available) of the Township and certain financial information and operating data consisting of (i) the Township and overlapping indebtedness including a schedule of outstanding debt issued by the Township, (ii) property valuation information, and (iii) tax rate, levy and collection data. The audited financial information will be prepared in accordance with generally accepted accounting principles as modified by governmental accounting standards as may be required by New Jersey law.

(b) If any of the following events occur regarding the Bonds, a timely notice not in excess of ten business days after the occurrence of such event sent to EMMA:

- (1) Principal and interest payment delinquencies;
- (2) Non-payment related defaults, if material;
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) Unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) Substitution of credit or liquidity providers, or their failure to perform;

- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (7) Modifications to the rights of holders of the Bonds, if material;
- (8) Bond calls, if material, and tender offers;
- (9) Defeasances;
- (10) Release, substitution or sale of property securing repayment of the Bonds, if material;
- (11) Rating changes;
- (12) Bankruptcy, insolvency, receivership or similar event of the Township;
- (13) The consummation of a merger, consolidation or acquisition involving the Township or the sale of all or substantially all of the assets of the Township, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;
- (14) Appointment of a successor or additional trustee or the change of name of a trustee, if material;
- (15) Incurrence of a Financial Obligation of the Township, if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a Financial Obligation, any of which affect holders of the Bonds, if material; and
- (16) Default, event of acceleration, termination event, modification of terms or other similar events under a Financial Obligation of the Township, if any such event reflects financial difficulties.

The term "Financial Obligation" as used in subparagraphs (b)(15) and (b)(16) above means a (i) debt obligation, (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation or (iii) guarantee of (i) or (ii); *provided, however*, that the term "Financial Obligation" shall not include municipal securities as to which a final official statement has been provided to the Municipal Securities Rulemaking Board consistent with the Rule.

(c) Notice of failure of the Township to provide required annual financial information on or before the date specified in this resolution shall be sent in a timely manner to EMMA.

(d) If all or any part of the Rule ceases to be in effect for any reason, then the information required to be provided under this resolution, insofar as the provisions of the Rule no longer in effect required the provision of such information, shall no longer be required to be provided.

(e) The Chief Financial Officer shall determine, in consultation with Bond Counsel, the application of the Rule or the exemption from the Rule for each issue of obligations of the Township prior to their offering. Such Chief Financial Officer is hereby authorized to enter into additional written contracts or undertakings to implement the Rule and is further authorized to amend such contracts or undertakings or the undertakings set forth in this resolution, provided such amendment is, in the opinion of nationally recognized bond counsel, in compliance with the Rule.

(f) In the event that the Township fails to comply with the Rule requirements or the written contracts or undertakings specified in this resolution, the Township shall not be liable for monetary damages. The sole remedy is hereby specifically limited to specific performance of the Rule requirements or the written contracts or undertakings therefor.

Section 11. This resolution shall take effect immediately.

Exhibit A

(Full Notice of Sale to be Posted on MuniHub)

NOTICE OF SALE
\$6,121,000*
GENERAL IMPROVEMENT BONDS, SERIES 2020
OF THE TOWNSHIP OF READINGTON, IN THE
COUNTY OF HUNTERDON, NEW JERSEY
(Book-Entry-Only Bonds) (Callable)

SUMMARY

ISSUER: Township of Readington, in the County of Hunterdon, New Jersey

PAR AMOUNT: \$6,121,000*

SECURITY: General Obligations of the Township

TAX-EXEMPT: Yes

RATING: Rating to be assigned.

TYPE OF SALE: Electronic proposals via PARITY Electronic Bid System (PARITY) of I-Deal, LLC ("I-Deal"). See "Bidding Details" herein.

AGENT: PARITY – Electronic proposals will be received via the PARITY Electronic Bid System ("PARITY") of I-Deal

SALE DATE & BID TIME: March 26, 2020 until 11:00 a.m. local time, at which time they will be publicly opened, received and announced. Award by 3:00 p.m.

DATED DATE: Date of Delivery

DELIVERY DATE: April 9, 2020

INTEREST PAYMENT DATES: April 1 and October 1, commencing October 1, 2020

CALL DATE: April 1, 2027 @ par for Bonds maturing on or after April 1, 2028

MINIMUM BID: \$6,121,000 (Par)

MAXIMUM BID: \$6,549,470 (Par plus 7% original issue premium)

BID SECURITY: **Good Faith Check or wire transfer in the amount of \$122,420 received by Township (prior to bidding) or Financial Surety Bond from Sure-Bid**

BASIS OF AWARD: True Interest Cost

LEGAL OPINION: McManimon, Scotland & Baumann, LLC, Roseland, New Jersey

OFFERING STATEMENT: Preliminary Official Statement available at www.munihub.com

*Preliminary, subject to change.

NOTICE

NOTICE IS HEREBY GIVEN that bids will be received by the Township of Readington, in the County of Hunterdon, New Jersey (the "Township"), for the purchase of \$6,121,000* original principal amount of the Township's General Improvement Bonds, Series 2020 (the "Bonds"). **All Bids (as defined below) must be submitted in their entirety via "PARITY Electronic Bid System" (PARITY) prior to 11:00 a.m., New Jersey time, on March 26, 2020 (the "Sale Date"). To bid, Bidders (as defined below) must have submitted a good faith check, wire or Financial Surety Bond, if available, payable to the Township, in the amount of \$122,420 by no later than 10:30 a.m. on the Bid Date (see Bidding Details below).**

Preliminary and Final Official Statement

The Township's Preliminary Official Statement (the "POS") is available for viewing in electronic format on MuniHub's website located at www.munihub.com. In addition, broker-dealers registered with the Financial Industry Regulatory Authority and dealer banks with The Depository Trust Company ("DTC") clearing arrangements may either: (a) print out a copy of the POS on their own printer or (b) at any time prior to the Sale Date, elect to receive a photocopy of the POS in the mail by requesting it by calling the Township's bond counsel, Matthew D. Jessup, Esq., of McManimon, Scotland & Baumann, LLC ("Bond Counsel"), 75 Livingston Avenue, Roseland, New Jersey 07068 (telephone no. 973-622-4850), or attention of Sandra S. Jessup, Paralegal (telephone no. 973-622-5258) or the Township's Municipal Advisor, Phoenix Advisors, LLC (the "Municipal Advisor"), Sherry L. Tracey, 625 Farnsworth Avenue, Bordentown, New Jersey 08505 (telephone no. 609-291-0130). All Bidders must review the POS and certify that they have done so prior to participating in the bidding.

The POS is deemed by the Township to be final as of its date for purposes of SEC Rule 15c2-12(b)(1) under the Securities Exchange Act of 1934, except for the omission of information concerning the offering price(s), interest rate(s), selling compensation, aggregate principal amount of the Bonds and any other terms or provisions to be determined from the successful Bid(s) or depending on such matters, and the identity of the underwriter(s). The POS is, however, subject to such further revisions, amendments and completion in a Final Official Statement (the "Final Official Statement") as may be necessary.

The Township, at its own expense, will make available to the winning Bidder a reasonable number of Final Official Statements within seven (7) business days following the date of acceptance of the Bid.

Types of Bids Allowed

Subject to the Bid requirements described below, Bids for the Bonds must be submitted on an "All-or-None" ("AON") basis for the entire amount of \$6,121,000*. There will be only one CUSIP assigned to each annual maturity of the issue. First, a Bidder must submit a conforming Bid for the entire issue, and if such Bid is accepted by the Township, such winning Bidder will be required to purchase the entire issue in accordance with such Bid.

*Preliminary, subject to change.

Interest Payment Dates; Description of the Bonds

The Bonds will be dated their date of delivery and will bear interest from such date payable semiannually on each April 1 and October 1, commencing on October 1, 2020. Interest shall be computed on the basis of a 30-day month/360-day year.

Principal Amortization

The Bonds shall mature on April 1 as set forth in the following table:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2021	\$176,000	2032	\$325,000
2022	200,000	2033	325,000
2023	215,000	2034	325,000
2024	225,000	2035	325,000
2025	235,000	2036	325,000
2026	250,000	2037	325,000
2027	260,000	2038	325,000
2028	275,000	2039	325,000

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2029	350,000	2040	325,000
2030	350,000	2041	325,000
2031	335,000		

The Township may, and expects to, after the receipt and opening of bids, adjust the maturity schedule of the Bonds; *provided, however*, that (i) no maturity schedule adjustment shall exceed 10% upward or downward of the principal for any maturity as specified herein, and (ii) the aggregate adjustment to the maturity schedule shall not exceed 10% upward or downward of the aggregate principal amount of Bonds, as specified herein, and the aggregate principal amount of Bonds, as adjusted, will not exceed \$6,121,000. The dollar amount bid by the winning bidder shall be adjusted to reflect any adjustments in the aggregate principal amount of the Bonds to be issued. The adjusted Bid price will reflect changes in the dollar amount of the underwriter's discount and the original issue premium or discount, but will not change the per bond underwriter's discount, as calculated from the original Bid, and the initial public offering prices required to be delivered to the Township, as stated herein.

Book-Entry-Only

The Bonds will be issued in book-entry-only form, initially in the name of Cede & Co., as nominee for DTC. Purchasers will not receive certificates representing their interests in the Bonds. Individual purchases will be in the principal amount of \$5,000 or any integral multiple in excess thereof. Payments of principal, interest and redemption premium, if any, will be made by the paying agent to DTC for subsequent disbursement to DTC participants to then be remitted to the beneficial owners of the Bonds.

*Preliminary, subject to change

Terms of PARITY

Each electronic proposal must be submitted via PARITY. No bidder will see any other bidder's Bid, nor will any bidder see the status of its Bid relative to other Bids (e.g., whether its Bid is a leading bid). To the extent any instructions or directions set forth on PARITY conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about PARITY, potential bidders may contact PARITY at I-Deal at (212) 404-8102. The Township may, but is not obligated to, acknowledge its acceptance in writing of any Bid submitted electronically via PARITY. In the event that a Bid for the Bonds is submitted via PARITY, the bidder further agrees that: the Township may regard the electronic transmission of the Bid via PARITY (including information about the purchase price of the Bonds, the interest rate or rates to be borne by the various maturities of the Bonds specified, the initial public offering price of each maturity of the Bonds and any other information included in such transmission) as though the same information were submitted on the official "Proposal for Bonds" provided by the Township and executed by a duly authorized signatory of the bidder. If a Bid submitted electronically via PARITY is accepted by the Township, the terms of the official "Proposal for Bonds" and this Notice of Sale and the information that is electronically transmitted via PARITY shall form a contract, and the successful bidder shall be bound by the terms of such contract.

PARITY is not an agent of the Township, and the Township shall have no liability whatsoever based on any bidder's use of PARITY, including but not limited to any failure by PARITY to correctly or timely transmit information provided by the Township or information provided by the bidder.

The Township may choose to discontinue use of electronic bidding via PARITY by issuing a notification to such effect via TM3 News Services, or by other available means, no later than 10:00 a.m., Eastern Time, on the Sale Date.

Once the bids are communicated electronically via PARITY to the Township, each Bid will constitute an official "Proposal for Bonds" and shall be deemed to be an irrevocable offer to purchase the Bonds on the terms provided in this Notice of Sale. For purposes of submitting all "Proposals for Bonds," whether electronically or sealed, the time as maintained on PARITY shall constitute the official time.

Each bidder shall be solely responsible to make necessary arrangements to access PARITY for purposes of submitting its Bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the Township nor i-Deal shall have any duty or obligation to provide or assure to any bidder, and neither the Township nor i-Deal shall be responsible for the proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, PARITY. The Township is using PARITY as a communication mechanism, and not as the Township's agent, to conduct the electronic bidding for the Bonds. By using PARITY, each bidder agrees to hold the Township harmless for any harm or damages caused to such bidder in connection with its use of PARITY for bidding on the Bonds.

Bidding Details

Bidders should be aware of the following bidding details associated with the sale of the Bonds:

- (1) **BIDDERS MUST SUBMIT A GOOD FAITH CHECK, WIRE TRANSFER OR A FINANCIAL SURETY BOND IN THE AMOUNT OF \$122,420 PAYABLE TO THE TOWNSHIP NO LATER THAN 10:30 A.M. ON THE SALE DATE. HOWEVER, BIDDERS ARE ENCOURAGED TO SUBMIT CHECKS OR WIRES ON THE DAY PRIOR TO THE SALE DATE TO ASSURE RECEIPT OF PAYMENT BY THE TOWNSHIP AT THE FOLLOWING ADDRESS:**

**Thomas J. Carro
Chief Financial Officer
Township of Readington
509 Route 523
Whitehouse Station, NJ 08889**

BIDDERS SUBMITTING GOOD FAITH CHECKS SHOULD ALSO ENCLOSE A RETURN ENVELOPE FOR USE BY THE TOWNSHIP. BIDDERS SUBMITTING A WIRE SHOULD CONTACT THE TOWNSHIP'S MUNICIPAL ADVISOR, SHERRY L. TRACEY (TELEPHONE NO. 609-291-0130), TO OBTAIN THE WIRE INSTRUCTIONS.

UNSUCCESSFUL BIDDERS SUBMITTING THE GOOD FAITH DEPOSIT BY WIRE TRANSFER SHALL, NO LATER THAN THE CLOSE OF BUSINESS ON THE SALE DATE OF THE BONDS, PROVIDE THE CHIEF FINANCIAL OFFICER IN WRITING WITH WIRING INSTRUCTIONS FOR THE RETURN OF SUCH UNSUCCESSFUL

BIDDER'S GOOD FAITH DEPOSIT. IN THE EVENT THAT THE TOWNSHIP FAILS TO RETURN ANY GOOD FAITH WIRES IN A TIMELY FASHION, THE TOWNSHIP SHALL NOT BE LIABLE FOR MONETARY DAMAGES, REMEDY BEING HEREBY SPECIFICALLY LIMITED TO SPECIFIC PERFORMANCE.

- (2) All Bids must be submitted on PARITY. **No telephone, telefax, telegraph or personal delivery Bids will be accepted.**
- (3) All Bids for the Bonds must be submitted on an AON basis. Bidders may change and submit Bids as provided for herein, but a submitted Bid may not be withdrawn.
- (4) Bidders may bid to purchase Bonds from the Township with a bid premium in an amount not in excess of seven percent (7%) of the par amount of the Bonds, representing a bid price of not in excess of \$6,549,470. No Bid will be considered if the Bid is to purchase Bonds at a price less than 100% of the principal amount thereof. The Township may, and expects to, after the receipt and opening of bids, adjust the maturity schedule of the Bonds as set forth in more detail under "Principal Amortization" above.
- (5) Each proposal submitted must name the rate or rates of interest per annum to be borne by the Bonds and the rate or rates named must be multiples of 1/8 or 1/20 of 1%. The difference between the highest and lowest interest rates named in the Bid shall not exceed two percent (2%) per annum. Not more than one rate may be named for Bonds of the same maturity. There is no limitation on the number of rates that may be named. Each proposal submitted must state the purchase price, which must be not less than par. The Bonds will be awarded to the bidder on whose Bid the total loan may be made at the lowest true interest cost ("TIC"). Such TIC shall be calculated as described below. No proposal shall be considered that offers to pay an amount less than the principal amount of Bonds offered for sale or under which the total loan is made at a TIC higher than the lowest TIC to the Township under any legally acceptable proposal. The purchaser must also pay an amount equal to the interest on the Bonds accrued to the date of payment of the purchase price, if applicable.
- (6) Bidders are only permitted to submit Bids for the Bonds during the bidding period.

Definitions

- "Bid" any confirmed purchase offer received by PARITY on or before the proposal submission deadline.
- "Bidder" any firm registered and approved for participation in sale.
- "True Interest Cost (TIC)" true interest cost shall be computed in each instance by determining the interest rate, compounded semi-annually, necessary to discount the debt service payments to the date of the bonds and to the price bid, excluding interest accrued to the Delivery Date. The TIC serves as the basis for awarding bonds to the winning bidder.
- "Winning Bid" any purchase offer made by a bidder and received by PARITY that, at the end of the bidding time period, results in the lowest TIC that is acceptable to the Township.

Bid Procedure and Basis of Award

Subject to the right reserved by the Township to reject any or all Bids, the Bonds will be sold to the bidder whose Bid produces the lowest TIC for the Township and otherwise complies with the Notice of Sale.

Bids must remain valid until at least 3:00 p.m., prevailing time, on the Sale Date, and if accepted by the Township, prior to such time, shall be irrevocable except as otherwise provided in the Notice of Sale. Upon selection of the winning bidder, the Township will execute an award certificate to award the Bonds and will promptly communicate with the winning bidder by telephone, e-mail or fax.

Bid Security and Method of Payment for Bonds

A good faith deposit (the "Deposit") in the form of a certified or cashier's check, wire transfer (wiring instructions can be obtained from the Township's Bond Counsel or Municipal Advisor) or a Financial Surety Bond in the amount of \$122,420, payable to the order of the Township, is required for each Bid to be considered. If a check is used, it must be a certified treasurer's or cashier's check and must be provided to the Township prior to 10:30 a.m. on the Sale Date for bids to be submitted. If a wire transfer is used, such wire must be received by the Township prior to 10:30 a.m. on the Sale Date. Each bidder accepts responsibility for delivering such check or wire on time and the Township is not responsible for any check or wire that is not received on time. If a Financial Surety Bond is used, it must be from an insurance company licensed to issue such a bond in the State of New Jersey and approved by the Director of the Division of Local Government Services of New Jersey (the "Director") and such bond must be submitted to the Township prior to 10:30 a.m. on the Sale Date at the address referred to above. At present, the Director has approved the use of Sure-Bid, a division of Financial Security Assurance Inc. Use of any other Financial Surety Bond must be approved by the Director prior to the Bid and will not be accepted by the Township unless evidence of such approval is provided prior to the Bid. The Financial Surety Bond must identify the bidder whose Deposit is guaranteed by such Financial Surety Bond. If the Bonds are awarded to a bidder utilizing a Financial Surety Bond, then that winning bidder is required to submit its Deposit to the Township by wire transfer as instructed by the Township not later than 3:30 p.m. on the next business day following the Sale Date. If such Deposit is not received by that time, the Financial Surety Bond may be drawn by the Township to satisfy the Deposit requirement. No interest on the Deposit will accrue to the winning bidder. The Deposit will be applied to the purchase price of the Bonds. In the event the winning bidder fails to honor its accepted Bid, the Deposit will be retained by the Township. Award of the Bonds to the winning bidder or rejection of all Bids is expected to be made within two hours after opening of the bids, but such winning bidder may not withdraw its proposal until after 3:00 p.m. on the Sale Date and then only if such award has not been made prior to the withdrawal. The balance of the purchase price shall be paid in federal funds by wire transfer to the Township on or about the Delivery Date.

Right to Reject Bids; Waive Irregularities

The Township reserves the right to reject any and all Bids and, to the extent permitted by law, to waive any irregularity or informality in any Bid.

Information Required from the Winning Bidder

By making a bid for the Bonds, the winning bidder(s) agrees: (a) to provide to the Township, in writing, immediately upon being unofficially awarded the Bonds, a written confirmation of the Bid, which shall include the purchase price, reoffering yield(s) and other related information necessary for completion of the final Official Statement by the Municipal Advisor and by Bond Counsel; (b) to disseminate to all members of the underwriting syndicate copies of the Official Statement; (c) to promptly file a copy of the final Official Statement with the Municipal Securities Rulemaking Board; and (d) to take any and all other actions necessary to comply with applicable Securities and Exchange Commission and Municipal Securities Rulemaking Board rules governing the offering, sale and delivery of the Bonds to alternate purchasers.

Establishment of Issue Price for the Bonds

In the event the Township receives at least three (3) bids for the Bonds, then the issue price for the Bonds shall be established based on the reasonably expected initial offering prices of the Bonds as of the Sale Date (the "Expected Offering Prices"). The Expected Offering Prices shall consist of the prices for each maturity of the Bonds used by the winning bidder in formulating its bid to purchase the Bonds. The winning bidder shall be required to deliver on the Delivery Date a certificate to such effect and to provide to the Township, in writing, the Expected Offering Prices as of the Sale Date.

In the event the Township receives fewer than three (3) bids for the Bonds, then the issue price for the Bonds shall be established based on the following method as selected by the winning bidder on the Sale Date:

10% Sold: The issue price for the Bonds shall be established based on the first price at which at least 10% of each maturity of the Bonds was sold to the Public (as defined below). The winning bidder shall be required to deliver on the Delivery Date a certificate to such effect and to provide to the Township, in writing, evidence satisfactory to Bond Counsel to the Township of such sales prices for each maturity of the Bonds. In the event that the winning bidder has not sold at least 10% of each maturity of the Bonds to the Public as of the Delivery Date (each, an "Unsold Maturity"), the winning bidder shall (i) provide to the Township, in writing, on the Delivery Date, the Expected Offering Prices for each Unsold Maturity and

a certificate regarding same and (ii) have a continuing obligation to provide to the Township, in writing, evidence satisfactory to Bond Counsel to the Township of the first price at which at least 10% of each Unsold Maturity is sold to the Public, contemporaneous with each such sale, until at least 10% of all such Unsold Maturities have been sold to the Public.

Hold-the-Price: The issue price for the Bonds shall be established based on the initial offering price of the Bonds to the Public as of the Sale Date, provided that the winning bidder shall, in writing, (i) confirm that the Underwriters have offered or will offer the Bonds to the public on or before the Sale Date at the offering price or prices set forth in the Bid submitted by the Winning Bidder and (ii) agree, on behalf of the Underwriters participating in the purchase of the Bonds, that the Underwriters will neither offer nor sell the Bonds to any person at a price that is higher than the initial offering price to the Public during the period starting on the Sale Date and ending on the earlier of: (1) the close of the fifth (5th) business day after the sale date or (2) the date on which the Underwriters have sold at least 10% of the Bonds to the Public at a price that is no higher than the initial offering price to the Public.

Public means any person (including an individual, trust, estate, partnership, association, company or corporation) other than an Underwriter (as defined herein) or a related party to an Underwriter. The term "related party" generally means any two or more persons who have greater than 50% common ownership, directly or indirectly. Underwriter means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the Bonds to the Public).

Delivery of the Bonds

The Bonds will be delivered on or about the Delivery Date (UNLESS A NOTICE OF A CHANGE IN THE DELIVERY DATE IS PUBLISHED ON MUNIAUCTION NOT LATER THAN 2 HOURS PRIOR TO ANY ANNOUNCED DATE FOR RECEIPT OF BIDS) in New York City at DTC against payment of the purchase price therefor (less the amount of the good faith deposit) in federal funds.

There will also be furnished the usual closing papers, including (1) a certificate signed by the officials who signed the Bonds stating that no litigation of any kind is now pending or, to their knowledge, threatened to restrain or enjoin the issuance or delivery of the Bonds, or in any manner questioning the proceedings and authorization under which the Bonds are issued or affecting the validity of the Bonds and (2) a certificate signed by the Township relating to the Official Statement.

CUSIP Numbers

The Municipal Advisor will apply for CUSIP numbers with respect to the Bonds, but neither the Municipal Advisor nor the Township will assume any obligation for the assignment or printing of such numbers on the Bonds or for the correctness of such numbers, and neither the failure to print such numbers on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the winning bidder to accept delivery of and make payment for the Bonds. The CUSIP Service Bureau charge for the assignment of the CUSIP numbers shall be the responsibility of and shall be paid for by the winning bidder.

Legal Opinion

The approving opinion of McManimon, Scotland & Baumann, LLC, Bond Counsel to the Township, will be furnished without cost to the winning bidder.

Postponement

The Township reserves the right to postpone, from time to time, the date and time established for receipt of Bids. **ANY SUCH POSTPONEMENT WILL BE PUBLISHED OR POSTED, BEFORE 10:00 A.M. ON THE SALE DATE.** If any date fixed for the receipt of Bids and the sale of the Bonds is postponed, an alternative sale date will be announced via PARITY at least forty-eight (48) hours prior to such alternative sale date. On any such alternative sale date, any bidder may submit a Bid for the purchase of the Bonds in conformity in all respects with the provisions of the Notice of Sale, except for the date of sale and except for the changes announced on PARITY at the time the sale date and time are announced.

Additional Information

For further information relating to the Bonds, reference is made to the POS prepared for and authorized by the Township. The Notice of Sale and the POS may be viewed on MuniHub's website located at www.munihub.com. However, the Township makes no assurance or representation with respect to the form of the Notice of Sale and the POS on MuniHub, and no investment decision should be made in reliance thereon. Printed copies of the POS and the Notice of Sale may be obtained from the Municipal Advisor or Bond Counsel at the address and the phone numbers stated above. For additional information relating to the sale, please contact PARITY at (212) 404-8102. Additional information relating to the financing by the Township can be obtained by contacting the undersigned Chief Financial Officer at (908) 823-0209 or at finance-tc@readingtontwp-nj.org or the Township's Municipal Advisor.

TOWNSHIP OF READINGTON
By: Thomas J. Carro, Chief Financial Officer

Dated: March __, 2020

Exhibit B

(Notice of Sale to be Published in Local Newspaper)

NOTICE OF SALE
\$6,121,000*
GENERAL IMPROVEMENT BONDS, SERIES 2020
OF THE TOWNSHIP OF READINGTON, IN THE
COUNTY OF HUNTERDON, NEW JERSEY
(Book-Entry-Only Bonds) (Callable)

SUMMARY

ISSUER: Township of Readington, in the County of Hunterdon, New Jersey

PAR AMOUNT: \$6,121,000*

SECURITY: General Obligations of the Township

TAX-EXEMPT: Yes

RATING: Rating to be assigned.

TYPE OF SALE: Electronic proposals via PARITY Electronic Bid System (PARITY) of I-Deal, LLC ("I-Deal"). See "Bidding Details" herein.

AGENT: PARITY – Electronic proposals will be received via the PARITY Electronic Bid System ("PARITY") of I-Deal

SALE DATE & BID TIME: March 26, 2020 until 11:00 a.m. local time, at which time they will be publicly opened, received and announced. Award by 3:00 p.m.

DATED DATE: Date of Delivery

DELIVERY DATE: April 9, 2020

INTEREST PAYMENT DATES: April 1 and October 1, commencing October 1, 2020

CALL DATE: April 1, 2027 @ par for Bonds maturing on or after April 1, 2028

MINIMUM BID: \$6,121,000 (Par)

MAXIMUM BID: \$6,549,470 (Par plus 7% original issue premium)

BID SECURITY: **Good Faith Check or wire transfer in the amount of \$122,420 received by Township (prior to bidding) or Financial Surety Bond from Sure-Bid**

BASIS OF AWARD: True Interest Cost

LEGAL OPINION: McManimon, Scotland & Baumann, LLC, Roseland, New Jersey

OFFERING STATEMENT: Preliminary Official Statement available at www.munihub.com

*Preliminary, subject to change.

NOTICE

NOTICE IS HEREBY GIVEN that bids will be received by the Township of Readington, in the County of Hunterdon, New Jersey (the "Township"), for the purchase of \$6,121,000* original principal amount of the Township's General Improvement Bonds, Series 2020 (the "Bonds"). **All Bids (as defined below) must be submitted in their entirety via "PARITY Electronic Bid System" (PARITY) prior to 11:00 a.m., New Jersey time, on March 26, 2020 (the "Sale Date"). To bid, Bidders (as defined below) must have submitted a good faith check, wire or Financial Surety Bond, if available, payable to the Township, in the amount of \$122,420 by no later than 10:30 a.m. on the Bid Date (see Bidding Details below).**

Preliminary and Final Official Statement

The Township's Preliminary Official Statement (the "POS") is available for viewing in electronic format on MuniHub's website located at www.munihub.com. In addition, broker-dealers registered with the Financial Industry Regulatory Authority and dealer banks with The Depository Trust Company ("DTC") clearing arrangements may either: (a) print out a copy of the POS on their own printer or (b) at any time prior to the Sale Date, elect to receive a photocopy of the POS in the mail by requesting it by calling the Township's bond counsel, Matthew D. Jessup, Esq., of McManimon, Scotland & Baumann, LLC ("Bond Counsel"), 75 Livingston Avenue, Roseland, New Jersey 07068 (telephone no. 973-622-4850), or attention of Sandra S. Jessup, Paralegal (telephone no. 973-622-5258) or the Township's Municipal Advisor, Phoenix Advisors, LLC (the "Municipal Advisor"), Sherry L. Tracey, 625 Farnsworth Avenue, Bordentown, New Jersey 08505 (telephone no. 609-291-0130). All Bidders must review the POS and certify that they have done so prior to participating in the bidding.

The POS is deemed by the Township to be final as of its date for purposes of SEC Rule 15c2-12(b)(1) under the Securities Exchange Act of 1934, except for the omission of information concerning the offering price(s), interest rate(s), selling compensation, aggregate principal amount of the Bonds and any other terms or provisions to be determined from the successful Bid(s) or depending on such matters, and the identity of the underwriter(s). The POS is, however, subject to such further revisions, amendments and completion in a Final Official Statement (the "Final Official Statement") as may be necessary.

The Township, at its own expense, will make available to the winning Bidder a reasonable number of Final Official Statements within seven (7) business days following the date of acceptance of the Bid.

Types of Bids Allowed

Subject to the Bid requirements described below, Bids for the Bonds must be submitted on an "All-or-None" ("AON") basis for the entire amount of \$6,121,000*. There will be only one CUSIP assigned to each annual maturity of the issue. First, a Bidder must submit a conforming Bid for the entire issue, and if such Bid is accepted by the Township, such winning Bidder will be required to purchase the entire issue in accordance with such Bid.

*Preliminary, subject to change.

Interest Payment Dates; Description of the Bonds

The Bonds will be dated their date of delivery and will bear interest from such date payable semiannually on each April 1 and October 1, commencing on October 1, 2020. Interest shall be computed on the basis of a 30-day month/360-day year.

Principal Amortization

The Bonds shall mature on April 1 as set forth in the following table:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2021	\$176,000	2032	\$325,000
2022	200,000	2033	325,000
2023	215,000	2034	325,000
2024	225,000	2035	325,000
2025	235,000	2036	325,000
2026	250,000	2037	325,000
2027	260,000	2038	325,000

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2028	275,000	2039	325,000
2029	350,000	2040	325,000
2030	350,000	2041	325,000
2031	335,000		

The Township may, and expects to, after the receipt and opening of bids, adjust the maturity schedule of the Bonds; *provided, however*, that (i) no maturity schedule adjustment shall exceed 10% upward or downward of the principal for any maturity as specified herein, and (ii) the aggregate adjustment to the maturity schedule shall not exceed 10% upward or downward of the aggregate principal amount of Bonds, as specified herein, and the aggregate principal amount of Bonds, as adjusted, will not exceed \$6,121,000. The dollar amount bid by the winning bidder shall be adjusted to reflect any adjustments in the aggregate principal amount of the Bonds to be issued. The adjusted Bid price will reflect changes in the dollar amount of the underwriter's discount and the original issue premium or discount, but will not change the per bond underwriter's discount, as calculated from the original Bid, and the initial public offering prices required to be delivered to the Township, as stated herein.

Book-Entry-Only

The Bonds will be issued in book-entry-only form, initially in the name of Cede & Co., as nominee for DTC. Purchasers will not receive certificates representing their interests in the Bonds. Individual purchases will be in the principal amount of \$5,000 or any integral multiple in excess thereof. Payments of principal, interest and redemption premium, if any, will be made by the paying agent to DTC for subsequent disbursement to DTC participants to then be remitted to the beneficial owners of the Bonds.

*Preliminary, subject to change

Terms of PARITY

Each electronic proposal must be submitted via PARITY. No bidder will see any other bidder's Bid, nor will any bidder see the status of its Bid relative to other Bids (e.g., whether its Bid is a leading bid). To the extent any instructions or directions set forth on PARITY conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about PARITY, potential bidders may contact PARITY at I-Deal at (212) 404-8102. The Township may, but is not obligated to, acknowledge its acceptance in writing of any Bid submitted electronically via PARITY. In the event that a Bid for the Bonds is submitted via PARITY, the bidder further agrees that: the Township may regard the electronic transmission of the Bid via PARITY (including information about the purchase price of the Bonds, the interest rate or rates to be borne by the various maturities of the Bonds specified, the initial public offering price of each maturity of the Bonds and any other information included in such transmission) as though the same information were submitted on the official "Proposal for Bonds" provided by the Township and executed by a duly authorized signatory of the bidder. If a Bid submitted electronically via PARITY is accepted by the Township, the terms of the official "Proposal for Bonds" and this Notice of Sale and the information that is electronically transmitted via PARITY shall form a contract, and the successful bidder shall be bound by the terms of such contract.

PARITY is not an agent of the Township, and the Township shall have no liability whatsoever based on any bidder's use of PARITY, including but not limited to any failure by PARITY to correctly or timely transmit information provided by the Township or information provided by the bidder.

The Township may choose to discontinue use of electronic bidding via PARITY by issuing a notification to such effect via TM3 News Services, or by other available means, no later than 10:00 a.m., Eastern Time, on the Sale Date.

Once the bids are communicated electronically via PARITY to the Township, each Bid will constitute an official "Proposal for Bonds" and shall be deemed to be an irrevocable offer to purchase the Bonds on the terms provided in this Notice of Sale. For purposes of submitting all "Proposals for Bonds," whether electronically or sealed, the time as maintained on PARITY shall constitute the official time.

Each bidder shall be solely responsible to make necessary arrangements to access PARITY for purposes of submitting its Bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the Township nor i-Deal shall have any duty or obligation to provide or assure to any bidder, and neither the Township nor i-Deal shall be responsible for the proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, PARITY. The Township is using PARITY as a communication mechanism, and not as the Township's agent, to conduct the electronic bidding for the Bonds. By using PARITY, each bidder agrees to hold the Township harmless for any harm or damages caused to such bidder in connection with its use of PARITY for bidding on the Bonds.

Bidding Details

Bidders should be aware of the following bidding details associated with the sale of the Bonds:

- (2) **BIDDERS MUST SUBMIT A GOOD FAITH CHECK, WIRE TRANSFER OR A FINANCIAL SURETY BOND IN THE AMOUNT OF \$122,420 PAYABLE TO THE TOWNSHIP NO LATER THAN 10:30 A.M. ON THE SALE DATE. HOWEVER, BIDDERS ARE ENCOURAGED TO SUBMIT CHECKS OR WIRES ON THE DAY PRIOR TO THE SALE DATE TO ASSURE RECEIPT OF PAYMENT BY THE TOWNSHIP AT THE FOLLOWING ADDRESS:**

**Thomas J. Carro
Chief Financial Officer
Township of Readington
509 Route 523
Whitehouse Station, NJ 08889**

BIDDERS SUBMITTING GOOD FAITH CHECKS SHOULD ALSO ENCLOSE A RETURN ENVELOPE FOR USE BY THE TOWNSHIP. BIDDERS SUBMITTING A WIRE SHOULD CONTACT THE TOWNSHIP'S MUNICIPAL ADVISOR, SHERRY L. TRACEY (TELEPHONE NO. 609-291-0130), TO OBTAIN THE WIRE INSTRUCTIONS.

UNSUCCESSFUL BIDDERS SUBMITTING THE GOOD FAITH DEPOSIT BY WIRE TRANSFER SHALL, NO LATER THAN THE CLOSE OF BUSINESS ON THE SALE DATE OF THE BONDS, PROVIDE THE CHIEF FINANCIAL OFFICER IN WRITING WITH WIRING INSTRUCTIONS FOR THE RETURN OF SUCH UNSUCCESSFUL

BIDDER'S GOOD FAITH DEPOSIT. IN THE EVENT THAT THE TOWNSHIP FAILS TO RETURN ANY GOOD FAITH WIRES IN A TIMELY FASHION, THE TOWNSHIP SHALL NOT BE LIABLE FOR MONETARY DAMAGES, REMEDY BEING HEREBY SPECIFICALLY LIMITED TO SPECIFIC PERFORMANCE.

- (5) All Bids must be submitted on PARITY. **No telephone, telefax, telegraph or personal delivery Bids will be accepted.**
- (6) All Bids for the Bonds must be submitted on an AON basis. Bidders may change and submit Bids as provided for herein, but a submitted Bid may not be withdrawn.
- (7) Bidders may bid to purchase Bonds from the Township with a bid premium in an amount not in excess of seven percent (7%) of the par amount of the Bonds, representing a bid price of not in excess of \$6,549,470. No Bid will be considered if the Bid is to purchase Bonds at a price less than 100% of the principal amount thereof. The Township may, and expects to, after the receipt and opening of bids, adjust the maturity schedule of the Bonds as set forth in more detail under "Principal Amortization" above.
- (5) Each proposal submitted must name the rate or rates of interest per annum to be borne by the Bonds and the rate or rates named must be multiples of 1/8 or 1/20 of 1%. The difference between the highest and lowest interest rates named in the Bid shall not exceed two percent (2%) per annum. Not more than one rate may be named for Bonds of the same maturity. There is no limitation on the number of rates that may be named. Each proposal submitted must state the purchase price, which must be not less than par. The Bonds will be awarded to the bidder on whose Bid the total loan may be made at the lowest true interest cost ("TIC"). Such TIC shall be calculated as described below. No proposal shall be considered that offers to pay an amount less than the principal amount of Bonds offered for sale or under which the total loan is made at a TIC higher than the lowest TIC to the Township under any legally acceptable proposal. The purchaser must also pay an amount equal to the interest on the Bonds accrued to the date of payment of the purchase price, if applicable.
- (7) Bidders are only permitted to submit Bids for the Bonds during the bidding period.

Definitions

- "Bid" any confirmed purchase offer received by PARITY on or before the proposal submission deadline.
- "Bidder" any firm registered and approved for participation in sale.
- "True Interest Cost (TIC)" true interest cost shall be computed in each instance by determining the interest rate, compounded semi-annually, necessary to discount the debt service payments to the date of the bonds and to the price bid, excluding interest accrued to the Delivery Date. The TIC serves as the basis for awarding bonds to the winning bidder.
- "Winning Bid" any purchase offer made by a bidder and received by PARITY that, at the end of the bidding time period, results in the lowest TIC that is acceptable to the Township.

Bid Procedure and Basis of Award

Subject to the right reserved by the Township to reject any or all Bids, the Bonds will be sold to the bidder whose Bid produces the lowest TIC for the Township and otherwise complies with the Notice of Sale.

Bids must remain valid until at least 3:00 p.m., prevailing time, on the Sale Date, and if accepted by the Township, prior to such time, shall be irrevocable except as otherwise provided in the Notice of Sale. Upon selection of the winning bidder, the Township will execute an award certificate to award the Bonds and will promptly communicate with the winning bidder by telephone, e-mail or fax.

Bid Security and Method of Payment for Bonds

A good faith deposit (the "Deposit") in the form of a certified or cashier's check, wire transfer (wiring instructions can be obtained from the Township's Bond Counsel or Municipal Advisor) or a Financial Surety Bond in the amount of \$122,420, payable to the order of the Township, is required for each Bid to be considered. If a check is used, it must be a certified treasurer's or cashier's check and must be provided to the Township prior to 10:30 a.m. on the Sale Date for bids to be submitted. If a wire transfer is used, such wire must be received by the Township prior to 10:30 a.m. on the Sale Date. Each bidder accepts responsibility for delivering such check or wire on time and the Township is not responsible for any check or wire that is not received on time. If a Financial Surety Bond is used, it must be from an insurance company licensed to issue such a bond in the State of New Jersey and approved by the Director of the Division of Local Government Services of New Jersey (the "Director") and such bond must be submitted to the Township prior to 10:30 a.m. on the Sale Date at the address referred to above. At present, the Director has approved the use of Sure-Bid, a division of Financial Security Assurance Inc. Use of any other Financial Surety Bond must be approved by the Director prior to the Bid and will not be accepted by the Township unless evidence of such approval is provided prior to the Bid. The Financial Surety Bond must identify the bidder whose Deposit is guaranteed by such Financial Surety Bond. If the Bonds are awarded to a bidder utilizing a Financial Surety Bond, then that winning bidder is required to submit its Deposit to the Township by wire transfer as instructed by the Township not later than 3:30 p.m. on the next business day following the Sale Date. If such Deposit is not received by that time, the Financial Surety Bond may be drawn by the Township to satisfy the Deposit requirement. No interest on the Deposit will accrue to the winning bidder. The Deposit will be applied to the purchase price of the Bonds. In the event the winning bidder fails to honor its accepted Bid, the Deposit will be retained by the Township. Award of the Bonds to the winning bidder or rejection of all Bids is expected to be made within two hours after opening of the bids, but such winning bidder may not withdraw its proposal until after 3:00 p.m. on the Sale Date and then only if such award has not been made prior to the withdrawal. The balance of the purchase price shall be paid in federal funds by wire transfer to the Township on or about the Delivery Date.

Right to Reject Bids; Waive Irregularities

The Township reserves the right to reject any and all Bids and, to the extent permitted by law, to waive any irregularity or informality in any Bid.

Information Required from the Winning Bidder

By making a bid for the Bonds, the winning bidder(s) agrees: (a) to provide to the Township, in writing, immediately upon being unofficially awarded the Bonds, a written confirmation of the Bid, which shall include the purchase price, reoffering yield(s) and other related information necessary for completion of the final Official Statement by the Municipal Advisor and by Bond Counsel; (b) to disseminate to all members of the underwriting syndicate copies of the Official Statement; (c) to promptly file a copy of the final Official Statement with the Municipal Securities Rulemaking Board; and (d) to take any and all other actions necessary to comply with applicable Securities and Exchange Commission and Municipal Securities Rulemaking Board rules governing the offering, sale and delivery of the Bonds to alternate purchasers.

Establishment of Issue Price for the Bonds

In the event the Township receives at least three (3) bids for the Bonds, then the issue price for the Bonds shall be established based on the reasonably expected initial offering prices of the Bonds as of the Sale Date (the "Expected Offering Prices"). The Expected Offering Prices shall consist of the prices for each maturity of the Bonds used by the winning bidder in formulating its bid to purchase the Bonds. The winning bidder shall be required to deliver on the Delivery Date a certificate to such effect and to provide to the Township, in writing, the Expected Offering Prices as of the Sale Date.

In the event the Township receives fewer than three (3) bids for the Bonds, then the issue price for the Bonds shall be established based on the following method as selected by the winning bidder on the Sale Date:

10% Sold: The issue price for the Bonds shall be established based on the first price at which at least 10% of each maturity of the Bonds was sold to the Public (as defined below). The winning bidder shall be required to deliver on the Delivery Date a certificate to such effect and to provide to the Township, in writing, evidence satisfactory to Bond Counsel to the Township of such sales prices for each maturity of the Bonds. In the event that the winning bidder has not sold at least 10% of each maturity of the Bonds to the Public as of the Delivery Date (each, an "Unsold Maturity"), the winning bidder shall (i) provide to the Township, in writing, on the Delivery Date, the Expected Offering Prices for each Unsold Maturity and

a certificate regarding same and (ii) have a continuing obligation to provide to the Township, in writing, evidence satisfactory to Bond Counsel to the Township of the first price at which at least 10% of each Unsold Maturity is sold to the Public, contemporaneous with each such sale, until at least 10% of all such Unsold Maturities have been sold to the Public.

Hold-the-Price: The issue price for the Bonds shall be established based on the initial offering price of the Bonds to the Public as of the Sale Date, provided that the winning bidder shall, in writing, (i) confirm that the Underwriters have offered or will offer the Bonds to the public on or before the Sale Date at the offering price or prices set forth in the Bid submitted by the Winning Bidder and (ii) agree, on behalf of the Underwriters participating in the purchase of the Bonds, that the Underwriters will neither offer nor sell the Bonds to any person at a price that is higher than the initial offering price to the Public during the period starting on the Sale Date and ending on the earlier of: (1) the close of the fifth (5th) business day after the sale date or (2) the date on which the Underwriters have sold at least 10% of the Bonds to the Public at a price that is no higher than the initial offering price to the Public.

Public means any person (including an individual, trust, estate, partnership, association, company or corporation) other than an Underwriter (as defined herein) or a related party to an Underwriter. The term "related party" generally means any two or more persons who have greater than 50% common ownership, directly or indirectly. Underwriter means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Bonds to the Public (including a member of a selling group or a party to a third-party distribution agreement participating in the initial sale of the Bonds to the Public).

Delivery of the Bonds

The Bonds will be delivered on or about the Delivery Date (UNLESS A NOTICE OF A CHANGE IN THE DELIVERY DATE IS PUBLISHED ON MUNIAUCTION NOT LATER THAN 2 HOURS PRIOR TO ANY ANNOUNCED DATE FOR RECEIPT OF BIDS) in New York City at DTC against payment of the purchase price therefor (less the amount of the good faith deposit) in federal funds.

There will also be furnished the usual closing papers, including (1) a certificate signed by the officials who signed the Bonds stating that no litigation of any kind is now pending or, to their knowledge, threatened to restrain or enjoin the issuance or delivery of the Bonds, or in any manner questioning the proceedings and authorization under which the Bonds are issued or affecting the validity of the Bonds and (2) a certificate signed by the Township relating to the Official Statement.

CUSIP Numbers

The Municipal Advisor will apply for CUSIP numbers with respect to the Bonds, but neither the Municipal Advisor nor the Township will assume any obligation for the assignment or printing of such numbers on the Bonds or for the correctness of such numbers, and neither the failure to print such numbers on any Bond nor any error with respect thereto shall constitute cause for a failure or refusal by the winning bidder to accept delivery of and make payment for the Bonds. The CUSIP Service Bureau charge for the assignment of the CUSIP numbers shall be the responsibility of and shall be paid for by the winning bidder.

Legal Opinion

The approving opinion of McManimon, Scotland & Baumann, LLC, Bond Counsel to the Township, will be furnished without cost to the winning bidder.

Postponement

The Township reserves the right to postpone, from time to time, the date and time established for receipt of Bids. **ANY SUCH POSTPONEMENT WILL BE PUBLISHED OR POSTED, BEFORE 10:00 A.M. ON THE SALE DATE.** If any date fixed for the receipt of Bids and the sale of the Bonds is postponed, an alternative sale date will be announced via PARITY at least forty-eight (48) hours prior to such alternative sale date. On any such alternative sale date, any bidder may submit a Bid for the purchase of the Bonds in conformity in all respects with the provisions of the Notice of Sale, except for the date of sale and except for the changes announced on PARITY at the time the sale date and time are announced.

Additional Information

For further information relating to the Bonds, reference is made to the POS prepared for and authorized by the Township. The Notice of Sale and the POS may be viewed on MuniHub's website located at www.munihub.com. However, the Township makes no assurance or representation with respect to the form of the Notice of Sale and the POS on MuniHub, and no investment decision should be made in reliance thereon. Printed copies of the POS and the Notice of Sale may be obtained from the Municipal Advisor or Bond Counsel at the address and the phone numbers stated above. For additional information relating to the sale, please contact PARITY at (212) 404-8102. Additional information relating to the financing by the Township can be obtained by contacting the undersigned Chief Financial Officer at (908) 823-0209 or at finance-tc@readingtontwp-nj.org or the Township's Municipal Advisor.

TOWNSHIP OF READINGTON
By: Thomas J. Carro, Chief Financial Officer

Dated: March __, 2020

Exhibit C

(Summary Notice of Sale to be Published in The Bond Buyer)

NOTICE OF SALE

\$6,121,000*
GENERAL IMPROVEMENT BONDS, SERIES 2020
OF THE
TOWNSHIP OF READINGTON, IN THE
COUNTY OF HUNTERDON, NEW JERSEY
(Book-Entry-Only Bonds) (Callable)

SUMMARY

Dated: Date of Delivery – On or about April 9, 2020
 Bid Date and Time: March 26, 2020 at 11:00 a.m. and award by 3:00 p.m.
 Type of Sale: PARITY
 Interest: Multiple Interest Rates – multiples of 1/8 or 1/20 of 1%
 Legal Opinion: McManimon, Scotland & Baumann, LLC, Roseland, NJ
 Bid Security: Good faith check, wire transfer or Financial Surety Bond must be received by the Township by 10:30 a.m. prior to bidding in the amount of \$122,420
 Limitation on Premium: \$6,549,470 (par plus 7% original issue premium)
 Maturity Schedule: April 1 as set forth in the following table:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2021	\$176,000	2032	\$325,000
2022	200,000	2033	325,000
2023	215,000	2034	325,000
2024	225,000	2035	325,000
2025	235,000	2036	325,000
2026	250,000	2037	325,000
2027	260,000	2038	325,000
2028	275,000	2039	325,000
2029	350,000	2040	325,000
2030	350,000	2041	325,000
2031	335,000		

* Preliminary, subject to change

Preliminary Official Statement, Notice of Sale and other details available at www.munihub.com

A MOTION was made by Mr. Smith to adopt this resolution, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese - Aye
 Mrs. Fort - Aye
 Mr. Huelsebusch - Aye
 Mr. Smith - Aye
 Mayor Heller - Aye

- Resolution Providing for the Combination of Certain Issues of General Improvement Bonds, Series 2020, of the Township of Readington, in the County of Hunterdon, New Jersey, into a Single Issue of Bonds Aggregating \$6,121,000 in Principal Amount***

The following resolution was offered for consideration:

#R-2020-37

RESOLUTION PROVIDING FOR THE COMBINATION OF CERTAIN ISSUES OF GENERAL IMPROVEMENT BONDS, SERIES 2020, OF THE TOWNSHIP OF READINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY, INTO A SINGLE ISSUE OF BONDS AGGREGATING \$6,121,000 IN PRINCIPAL AMOUNT

BE IT RESOLVED BY THE TOWNSHIP COMMITTEE OF THE TOWNSHIP OF READINGTON, IN THE COUNTY OF HUNTERDON, NEW JERSEY, AS FOLLOWS:

Section 1. Pursuant to the provisions of N.J.S.A. 40A:2-26(f), the Bonds of the Township of Readington, in the County of Hunterdon, New Jersey (the “Township”), authorized pursuant to the bond ordinances of the Township heretofore adopted and described in Section 2 hereof shall be combined into a single and combined issue of General Improvement Bonds, Series 2020, in the aggregate principal amount of \$6,121,000.

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

Principal Amount of Bonds	Number of Ordinance	Description of Improvement and Date of Adoption of Ordinance	Useful Life
\$631,605.60	09-22	Acquisition of property, finally adopted September 8, 2009.	40 years
\$1,406,411.20	09-23	Acquisition of property, finally adopted September 8, 2009.	40 years
\$63,370.58	09-31	Acquisition of COAH unit, finally adopted December 7, 2009.	40 years
\$396,468.00	14-21	Acquisition of property, finally adopted November 17, 2014.	40 years
\$2,135,721.81	15-4	Various capital improvements, finally adopted May 4, 2015.	8.16 years
\$1,487,422.81	04-16	Various capital improvements, finally adopted May 2, 2016.	10.85 years

Section 3. The following matters are hereby determined with respect to the combined issue of Bonds:

- a. *The average period of usefulness, computed on the basis of the respective amounts of Bonds presently authorized to be issued pursuant to each of the bond ordinances and the respective periods or average period of usefulness therein determined, is not less than 21.80 years.*
- b. *The Bonds of the combined issue shall be designated “General Improvement Bonds, Series 2020” and shall mature within the average period of usefulness herein determined.*

Resolution #R-2020-37 cont'd:

- c. *The Bonds of the combined issue shall be sold and issued in accordance with the provisions of the Local Bond Law applicable to the sale and the issuance of bonds authorized by a single bond ordinance and accordingly may be sold with other issues of bonds.*

Section 4. The following additional matters are hereby determined, declared, recited and stated:

- a. *None of the Bonds described in Section 2 hereof have been sold or issued heretofore, and the several bond ordinances described in Section 2 have not been rescinded and now remain in full force and effect as authorizations for the respective amounts of Bonds set opposite the descriptions of the bond ordinances in Section 2.*
- b. *The several purposes or improvements authorized by the respective bond ordinances described in Section 2 hereof are purposes for which bonds may be issued lawfully pursuant to the Local Bond Law and are all purposes for which no deduction may be taken in any annual or supplemental debt statement.*

Section 5. This resolution shall take effect immediately.

A MOTION was made by Mr. Smith to adopt this resolution, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye
Mayor Heller	- Aye

- 7. ***Request for Increased Contribution to Clean Communities*** – letter dated January 15, 2020 from Cindy Ehrenclou, Executive Director of Raritan Headwaters

Mayor Heller recused himself from this matter since he has been a volunteer for this organization for over twenty (20) years.

Deputy Mayor Huelsebusch stated that this a worthwhile effort, complementing what the Township does from an environmental perspective and opined that the increase is justifiable.

A MOTION was made by Mrs. Fort to increase the donation to Raritan Headwaters to \$1,000, seconded by Mr. Albanese and on Roll Call vote the following was recorded:

Mr. Albanese	- Aye
Mrs. Fort	- Aye
Mr. Huelsebusch	- Aye
Mr. Smith	- Aye

- 8. **** Request for Financial Support for Hunterdon Land Trust*** – Letter dated January 25, 2020 from Nancy Cunningham, Vice President

This matter was addressed under the Consent Agenda.

- 9. **** Release of Board of Health Escrow / Block 54, Lot 2.02 (Williamson)***

This matter was addressed under the Consent Agenda.

ADMINISTRATOR'S REPORT

Administrator Mekovetz stated that she is currently working on the bond sale, budget and capital.

ATTORNEY'S REPORT

Attorney Dragan reported that she is continuing to work on affordable housing.

COMMITTEE REPORTS

JOHN ALBANESE

Mr. Albanese requested to table the 2019 Annual Recreation Report until the next meeting since he cannot access the internet at this time.

BETTY ANN FORT

Mrs. Fort reported that after two months power has finally been restored to the Bouman Stickney Farmstead.

JONATHAN HELLER

Mr. Heller stated that he received a notification from NJ Department of Forestry that the Township will receive the sapling from the Salem Oak tree sometime in April.

Mrs. Fort inquired about the data gathered from the deer permit hunting program.

Mayor Heller announced the first Town Hall meeting will be held March 11th at the Three Bridges Fire House at 7:00 p.m.

Mayor Heller also announced April 18th is the Raritan Headwaters Association Stream Cleanup, April 25th will be the Annual Tree Giveaway followed by a tree planting at the nursery at the Dobozyński on April 26th. Mayor Heller added that the Department of Forestry will no longer be providing free saplings; therefore, the Open Space Advisory Board, through a donation, will be purchasing the tree seedlings.

JUERGEN HUELSEBUSCH

Mr. Huelsebusch reported on the monthly Open Space Walk on Lazybrook Greenway.
Mr. Huelsebusch also reported that the schedule for volunteer open space activities has been setup.

BENJAMIN SMITH

Mr. Smith reported that he will be meeting with Administrator Mekovetz and Chief Financial Officer Carro on Friday to begin the budget discussions.

COMMENTS FROM THE PUBLIC

Jerry Cook, Evergreen Farm, commented on the proposed brewery ordinance.

Scott Scammell, Dreahook Road, commented on the format of the meeting for public comment and also inquired how the donation to Raritan Headwaters was being used. Mr. Scammell further inquired on the Township's debt for 2020, the acquisition of the deed restriction on the affordable housing and the proposed brewery ordinance.

Karen Hiller Ciccarin, Hendrick Road, commented that last year a petition was submitted for roads to be paved within her development and requested consideration for their roads to be included in the road reclamation for this year.

COMMENTS FROM THE GOVERNING BODY

There were none.

As there was no further business, *A MOTION* was made by Mr. Smith at 9:24 p.m. to adjourn the meeting, seconded by Mr. Albanese with vote of ayes all, nays none recorded.

Respectfully Submitted:

Vita Mekovetz, *RMC/MMC/QPA*
Municipal Clerk