



**Township Council**  
1 Municipal Plaza  
Bloomfield, NJ 07003

Defeated

**Louise M. Palagano**  
*Municipal Clerk*

<http://www.bloomfieldtwpnj.com>

Meeting: 06/18/12 07:00 PM

**2012 ORDINANCE AMENDMENT**

**AN ORDINANCE OF THE TOWNSHIP OF BLOOMFIELD, IN THE COUNTY OF ESSEX, NEW JERSEY AMENDING ORDINANCE NO. 04-12, FINALLY ADOPTED ON MARCH 15, 2004, TO INCREASE THE AGGREGATE PRINCIPAL AMOUNT OF GUARANTY OF BONDS OF THE PARKING AUTHORITY OF THE TOWNSHIP OF BLOOMFIELD**

WHEREAS, the Township of Bloomfield, in the County of Essex, New Jersey (the "Township"), pursuant to the Parking Authority Law of the State of New Jersey, N.J.S.A. 40:11A-1 *et seq.* (the "Act"), heretofore created a public body corporate and politic known as the "Parking Authority of the Township of Bloomfield" (the "Authority"); and

WHEREAS, the purposes of the Authority are, among other things, the construction, provision or operation of off-street parking projects within the Township, and the management and operation of on-street and other parking meters and related facilities; and

WHEREAS, pursuant to N.J.S.A. 40:11A-22(1)(e), the Township is authorized to unconditionally guaranty the punctual payment of the principal of and interest on any bonds, notes or other obligations of the Authority ("Bonds") by ordinance duly adopted or by instruments or other action authorized by such ordinance; and

WHEREAS, by Ordinance No. 04-12, finally adopted by the Township Council of the Township of Bloomfield (the "Township Council") on March 15, 2004 (the "Original Ordinance"), the Township agreed to unconditionally guaranty the principal of and interest on the Bonds of the Authority in an aggregate principal amount not exceeding \$20,000,000 (the "Guaranty"), at such rates and such terms as approved by the Authority consistent with the exercise of its public responsibilities; and

APPROVED AS TO FORM AND PROCEDURE  
ON BASIS OF FACTS SET FORTH

Director of Law/Township Attorney

**WHEREAS**, the Authority has previously issued temporary project notes (the “Notes”) in order to finance, among other things (i) certain start-up costs of the Authority, including the obligation of the Authority to make lease payments to the Township for the lease of certain surface parking facilities within the Township, pursuant to lease agreements between the Township and the Authority; (ii) costs relating to the acquisition of property necessary for the construction of parking facilities; and (iii) costs incurred by the Authority in connection with the preliminary design of a parking garage in the downtown area of the Township; and

**WHEREAS**, the Authority has also issued bonds, through the Essex County Improvement Authority (the “2010 Bonds”), in order to permanently finance, among other things (i) a portion of the Notes; and (ii) costs relating to the construction of the Parking Garage (as defined below); and

**WHEREAS**, the Notes and the 2010 Bonds, currently outstanding in the amount of \$16,010,000, constitute Bonds that are subject to the Guaranty provided by the Original Ordinance; and

**WHEREAS**, by resolution adopted on October 12, 2010, the Township Council designated the properties known as Block 228, Lots 1, 4, 5, 7, 8, 10, 11, 13, 14, 15, 16, 17, 18, 19, 21, 24, 27, 28, 29, 30, 31, 33 & 35, and Block 220, Lot 40 on the Township’s Tax Map and portions of the surrounding roadways (collectively, the “Redevelopment Area”) as an area in need of redevelopment in accordance with the Local Redevelopment and Housing Law, *N.J.S.A. 40A:12A-1 et. seq.* (the “Redevelopment Law”); and

**WHEREAS**, by ordinance adopted on February 7, 2011, as amended by ordinance adopted on February 21, 2012, the Township Council approved and adopted a redevelopment plan, known as the “Redevelopment Plan for Block 228 and Block 220, Lot 40” (the “Redevelopment Plan”) for the

Redevelopment Area; and

**WHEREAS**, the Redevelopment Plan contemplates, among other things, the construction of a structured parking garage in the Redevelopment Area (the “Parking Garage”); and

**WHEREAS**, by resolution adopted on February 22, 2011, the Township Council designated a redeveloper (the “Redeveloper”) for a portion of the Redevelopment Area; and

**WHEREAS**, the Township and the Redeveloper entered into a Redevelopment Agreement, dated March 8, 2011 (the “Redevelopment Agreement”), pursuant to which the Redeveloper will construct, on such portion of the Redevelopment Area, a project consisting of (i) (A) approximately 60,000 square feet of retail space, including approximately 10,000 square feet of restaurant space and (B) approximately 224 residential units (together, the “Mixed-Use Project”); and (ii) a parking garage (the “Parking Garage” and, together with the Mixed-Use Project, the “Redevelopment Project”); and

**WHEREAS**, the Township and the Redeveloper also entered into a Financial Agreement, dated May 10, 2011 (the “Financial Agreement”), pursuant to which the Redeveloper will make payments to the Township in lieu of property taxes in connection with the Mixed-Use Project; and

**WHEREAS**, the Authority and the Redeveloper entered into a Parking Garage Construction Agreement, dated August 4, 2011 (the “Parking Garage Construction Agreement”), pursuant to which (i) the Authority and the Redeveloper will work together to arrange for the construction of the Parking Garage and (ii) the Authority will finance the costs relating thereto; and

**WHEREAS**, the Authority intends to finance the costs relating to the construction of the Parking Garage through the issuance of redevelopment area bonds (“RABs”), pursuant to the New Jersey Redevelopment Area Bond Financing Law, N.J.S.A. 40A:12A-64 *et seq.* (the “Bond Financing Law”); and

**WHEREAS**, the Bond Financing Law, specifically N.J.S.A. 40A:12A-67(f), permits the Township to guaranty the RABs; and

**WHEREAS**, the Authority previously estimated that the total costs relating to the construction of the Parking Garage, including the costs relating to the acquisition of property necessary therefor, would be \$25,000,000; and

**WHEREAS**, in light of the importance of the Redevelopment Project to the revitalization of the Redevelopment Area and the Township as a whole, on March 7, 2011, the Mayor and Council adopted Ordinance No. 11-10 increasing the Guaranty provided in the Original Ordinance to \$25,000,000; and

**WHEREAS**, since the adoption of Ordinance No. 11-10, the Authority has identified other sources of revenue to help finance the costs relating to the construction of the Parking Garage and, therefore, the Authority believes that the Guaranty amount need only be increased to \$22,000,000; and

**WHEREAS**, the Mayor and Council now desires to rescind Ordinance No. 11-10, and amend the Original Ordinance to expand the definition of "Bonds" to include RABs and to increase the amount of Bonds authorized to be subject to the Original Ordinance to \$22,000,000.

**NOW THEREFORE, BE IT ORDAINED BY THE MAYOR AND COUNCIL OF THE TOWNSHIP OF BLOOMFIELD, NEW JERSEY** (not less than two-thirds of all members thereof affirmatively concurring) **AS FOLLOWS:**

**SECTION 101. Amendment to Section 1 of the Original Ordinance.** Section 1 of the Original Ordinance is hereby amended and restated to provide as follows:

"For purposes of this ordinance, "Bonds" shall include Bonds issued pursuant to the Act and pursuant to N.J.S.A. 40A:12A-64 *et seq.* (the "Bond Financing Law"). Pursuant to

and in accordance with the terms of the Act and/or the Bond Financing Law, as applicable, the Township is hereby authorized to guaranty the timely payment of the principal of and interest on any Bonds which are issued by the Authority, in an aggregate principal amount not exceeding \$22,000,000, to be issued by the Authority for the purposes described in the preambles hereof, and in the ordinance amending this ordinance, on such terms and with such interest rates as shall be determined by the Authority in a manner which is consistent with the provisions of the Act and/or the Bond Financing Law, as applicable. The term "Bonds" shall include all Bonds issued for or with respect to these purposes or any Bonds issued to refund the Bonds issued for these purposes, provided that the total amount of Bonds outstanding entitled to the benefits of its guaranty shall not exceed \$22,000,000. Any Bonds that are no longer considered outstanding under the resolution of the Authority authorizing the Bonds shall not be considered outstanding for the purpose of this guaranty. The full faith and credit of the Township are hereby pledged for the full and punctual performance of said guaranty."

**SECTION 102. Amendment to Section 2 of the Original Ordinance.** Section 2 of the Original Ordinance is hereby amended and restated to provide as follow:

"The Mayor of the Township shall, by manual or facsimile signature, execute on each of the Bonds, such guaranty by the Township of the timely payment of the principal of and interest thereon. The guaranty shall be in substantially the following form:

'GUARANTY OF THE TOWNSHIP OF BLOOMFIELD, NEW

JERSEY'

The payment of the principal of and interest on the within Bond to the extent considered outstanding under the General Bond Resolution is hereby fully and unconditionally guaranteed by the Township of Bloomfield, New Jersey (the "Township"), and the Township is unconditionally liable for the payment, when due, of the principal of and interest on this Bond if such payment is not available from the sources of funds that are pledged to the repayment of such Bonds.

IN WITNESS WHEREOF, the Township of Bloomfield, New Jersey has caused this Guaranty to be executed by the manual or facsimile signature of its Mayor.

TOWNSHIP OF BLOOMFIELD, NEW  
JERSEY

\_\_\_\_\_  
Mayor'

The Mayor and Township Clerk, as applicable, are hereby further authorized and directed to execute or acknowledge and deliver such other certificates or agreements relating to this full, irrevocable and unconditional guaranty that may be required by the Authority to comply with the terms of the Bonds, including without limitation any agreement or certificate detailing the time and method that payment under this guaranty shall be made by the Township. Such further agreement or certificate shall not in any manner relieve the Township from its obligations hereunder, and shall contain only such terms as are consistent with or within the parameters herein

set forth.”

**SECTION 103. Amendment to Section 3(a) of the Original Ordinance.** Section 3(a) of the Original Ordinance is hereby amended and restated to provide as follows:

“The maximum principal amount of Bonds of the Authority which are hereby and hereunder guaranteed as to payment of principal and interest by the Township is \$22,000,000.”

**SECTION 104. Supplemental Debt Statement.** A supplemental debt statement of the Township will be duly made and filed in the office of the Clerk of the Township, and a complete executed duplicate thereof will be filed in the office of the Director of the Division of Local Government Services of the State of New Jersey, and such debt statement shows that while the gross debt of the Township, as defined in the Local Bond Law, is increased by this ordinance by \$2,000,000, in accordance with the provisions of the Act, the principal amount of the Bonds guaranteed by this Ordinance shall be deducted and is declared to be and to constitute a deduction from the gross debt of the Township under and for all purposes of the Local Bond Law (a) from and after the date of adoption of this ordinance and until the end of the fifth fiscal year beginning next thereafter, and (b) in any annual debt statement filed pursuant to the Local Bond Law as of the end of said fifth fiscal year or any subsequent fiscal year if the Township shall not have been required to make any payment in such fiscal year on account of the principal of or interest on any of the Bonds guaranteed pursuant to this ordinance.

**SECTION 105.** The Chief Financial Officer of the Township (the “Chief Financial Officer”) is hereby authorized to prepare and to update from time to time as necessary a financial disclosure document to be distributed in connection with the sale of the Bonds and to execute such disclosure document on behalf of the Township. The Chief Financial Officer is further authorized to enter into the appropriate undertaking to provide secondary market disclosure on behalf of the Township pursuant to Rule 15c2-12 of the Securities and Exchange Commission (the “Rule”) for the benefit of

the holders and beneficial owners of the Bonds and to amend such undertaking from time to time in connection with any change in law, or interpretation thereof, provided such undertaking is and continues to be, in the opinion of a nationally recognized bond counsel, consistent with the requirements of the Rule. In the event that the Township fails to comply with its undertaking, the Township shall not be held liable for any monetary damages, and the remedy shall be limited to specific performance of the undertaking.

**SECTION 106.** All other provisions of the Original Ordinance not amended hereby shall remain in full force and effect.

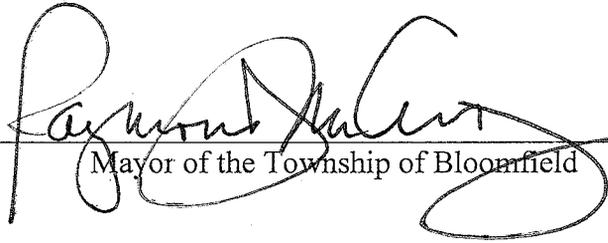
**SECTION 107.** Ordinance No. 11.10, adopted by the Mayor and Council on March 7, 2011, is hereby rescinded.

**SECTION 108.** This ordinance shall take effect as provided by the law.

\* \* \* \* \*

I hereby certify that the above ordinance was duly adopted by the Mayor and Council of the Township of Bloomfield at a meeting of said Township Council held on .

\_\_\_\_\_  
Municipal Clerk of the Township of Bloomfield

  
\_\_\_\_\_  
Mayor of the Township of Bloomfield

✓ Vote Record - Ordinance 1876		Yes/Aye	No/Nay	Abstain	Absent
<input type="checkbox"/> Adopt	Elias Chalet	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Deny	Nicholas Joanow	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Withdrawn	Carlos Bernard	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Table	Michael Venezia	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Not Discussed	Peggy O'Boyle Dunigan	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/> First Reading	Bernard Hamilton	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Table with no Vote	Raymond McCarthy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Approve					
<input type="checkbox"/> Veto by Mayor					

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<input type="checkbox"/> Adopt	Elias Chalet	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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<input type="checkbox"/> Approve					
<input type="checkbox"/> Veto by Mayor					