

RESOLUTION NO. 54 - 2013

APPOINTING BATHGATE, WEGENER & WOLF, P.C. AND THE MERLIN GROUP, P.A., AS SPECIAL CO-COUNSEL FOR THE BERKELEY TOWNSHIP MUNICIPAL UTILITIES AUTHORITY

WHEREAS, the Berkeley Township Municipal Utilities Authority (hereinafter referred to as the "Authority"), is in need of the services of an attorney to represent its interests with regard to ongoing negotiations and consultations involving insurance coverage resulting from the damage inflicted by Super Storm Sandy; and

WHEREAS, the Berkeley Township Municipal Utilities Authority has interviewed representatives of the law firm of Bathgate, Wegener & Wolf, P.C. and the Merlin Law Group, P.A. to serve as special co-counsel in that capacity; and

WHEREAS, issues involving the Authority's insurance companies and insurance coverage have not been concluded and there is a need to appoint special co-counsel to represent the Authority until conclusion; and

WHEREAS, this appointment is made under the non-fair and open process.

NOW, THEREFORE, BE IT RESOLVED, this _____ day of _____, 2013, by the Berkeley Township Municipal Utilities Authority, as follows:

1. The Law Firms of Bathgate, Wegener & Wolf, P.C. and the Merlin Law Group, P.A. be and are hereby appointed as special co-counsel to the Berkeley Township Municipal Utilities Authority for the purpose of negotiating and reviewing issues of insurance coverage as a result of the damage inflicted by Super Storm Sandy.

2. This appointment was made under the non-fair and open process and the appointees shall be subject to all restrictions resulting therefrom.

**DASTI, MURPHY
McGUCKIN, ULAKY,
KOUTSOURIS & CONNORS**

COUNSELLORS AT LAW

620 WEST LACEY ROAD
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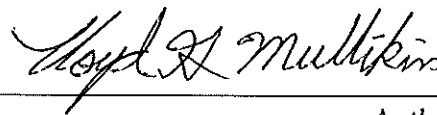
3. The Authority authorizes and directs the Chairman, Executive Director and Secretary to execute all necessary documents in order to implement the intent of this Resolution.

4. A copy of this Resolution shall be forwarded by the Administrative Secretary of the Authority to the following:

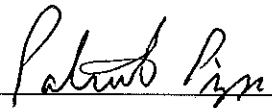
- (a) Honorable Patrick Pizzi, Chairman;
- (b) Michele Nugent, Executive Director;
- (c) Christopher K. Koutsouris, Esquire;
- (d) FEMA

CERTIFICATION

I certify that the foregoing Resolution was duly adopted by the Berkeley Township Municipal Utilities Authority, County of Ocean, State of New Jersey at a regular meeting held on the 22nd day of August, 2013, a quorum being present and voting in the majority.



, Authority Secretary



, Authority Chairman

**DASTI, MURPHY
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KOUTSOURIS & CONNORS**

COUNSELLORS AT LAW

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Prepared by:

DASTI, MURPHY, McGUCKIN, ULAKY,
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Forked River, New Jersey 08731

RESOLUTION NO. 55 - 2013

**RESOLUTION OF THE BERKELEY TOWNSHIP MUNICIPAL UTILITIES
AUTHORITY ACCEPTING A DEED OF DEDICATION FROM THE
CENTRAL REGIONAL SCHOOL DISTRICT**

WHEREAS, the Berkeley Township Municipal Utilities Authority (hereinafter "Authority") has been requested by the Central Regional School District (hereinafter "School District") to accept a Deed of Dedication as to certain potable water facilities and appurtenances thereto located in Block 356, Lot 1 in the Township of Berkeley, County of Ocean and State of New Jersey; and

WHEREAS, the request was accompanied by a fully executed Deed of Dedication from the School District, a fully executed Water Facilities Agreement which outlines the rights, duties and obligations of the Authority and the School District and an Affidavit of Title; and

WHEREAS, appended to the Deed of Dedication as Exhibit A is a full color map, identified as Partial Water System Map dated "12/2012" and prepared by CME Associates, which further clarifies the property that the School District has sought to convey to the Authority; and

WHEREAS, the Authority has determined that it is in the best interest of the Authority, its ratepayers and the general public to own, operate and maintain the identified aspects of the potable water facilities which the School District has requested the Authority to accept via deed; and

WHEREAS, the Deed of Dedication is made for and in consideration of One and 00/100 (\$1.00) Dollar, and other good and valuable consideration; and

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WHEREAS, the documents, including the Deed of Dedication, received by the Authority from the School District has been prepared by the Authority's Attorney and has been reviewed by the Authority staff and Solicitor, and found to be acceptable as to form and content:

NOW, THEREFORE, BE IT RESOLVED, this 22nd day of August, 2013, by the Berkeley Township Municipal Utilities Authority, County of Ocean, State of New Jersey, as follows:

1. The Berkeley Township Municipal Utilities Authority hereby accepts the recommendations of its staff and Solicitor and hereby accepts the proposed Deed of Dedication submitted by the Central Regional School District for and in consideration of \$1.00, and other good and valuable consideration.

2. The Authority authorized and directs the Chairman, Secretary and Executive Director to execute any and all necessary documents in order to implement the intent of this resolution.

3. A certified copy of this Resolution shall be forwarded by the Administrative Secretary of the Authority to the following:

- (a) Honorable Patrick Pizzi, Chairman
- (b) Michele Nugent, Executive Director;
- (c) William T. Hering, Jr., Esquire, attorney for the Central Regional School District; and
- (d) Christopher K. Koutsouris, Esquire.

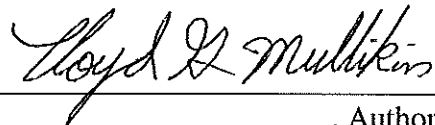
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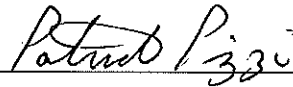
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CERTIFICATION

I certify that the foregoing Resolution was duly adopted by the Berkeley Township Municipal Utilities Authority, County of Ocean, State of New Jersey at a regular meeting held on the 22nd day of August, 2013, a quorum being present and voting in the majority.



, Authority Secretary



, Authority Chairman

Prepared by:

DASTI, MURPHY, McGUCKIN, ULAKY,
KOUTSOURIS & CONNORS
Forked River, New Jersey 08731

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RESOLUTION NO. 56 - 2013

RESOLUTION OF THE BERKELEY TOWNSHIP MUNICIPAL UTILITIES AUTHORITY, TOWNSHIP OF BERKELEY, COUNTY OF OCEAN, STATE OF NEW JERSEY, AUTHORIZING SETTLEMENT WITH UBC MORTGAGE ACQUISITION LLC, AND FURTHER AUTHORIZING THE AUTHORITY TO RELEASE FOR POSTING WITH THE SUPERIOR COURT OF NEW JERSEY – TRUST FUND UNIT THE CASH PORTION OF THE PERFORMANCE GUARANTEE FOR THE DEVELOPMENT PROJECT KNOWN ALTERNATIVELY AS THE GABLES AND SURF & TURF, BLOCK 1407 LOTS 8.01, 8.02, 8.03, 8.04, 8.05, 8.06, 8.07, 8.08, 8.09, 8.10, 8.11, 8.12, 8.14, 8.15 AND 8.16, TOWNSHIP OF BERKELEY, COUNTY OF OCEAN, STATE OF NEW JERSEY, TOGETHER WITH ANY REMAINING FUNDS PRESENT IN THE ESCROW ACCOUNT ESTABLISHED IN CONNECTION WITH THAT PROJECT

WHEREAS, UBC Mortgage Acquisition LLC (“UBC”) has instituted a lawsuit against the Berkeley Township Municipal Utilities Authority (the “Authority”) and various other parties in the Chancery Division of the Superior Court of New Jersey, Ocean County, in an action assigned Docket Number C-147-12; and

WHEREAS, UBC Mortgage, as successor in interest to the developer of the subject property – Surf & Turf & Berkeley LLC, has filed the above referenced action the Superior Court seeking Orders to, in essence, tie up loose ends in connection with the various approvals granted to the developer by the various necessary agencies including the Authority; and

WHEREAS, by order of the Superior Court, the Authority has been authorized to deduct \$2,500.00 from the amounts of money held in trust by the Authority for the cash portions of the performance guarantees and to keep same to satisfy all of the outstanding obligations of the developer (Surf & Turf & Berkeley LLC) and the developer’s successors in interests (including UBC Mortgage) that exist with regard to the Authority; and

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WHEREAS, after the \$2,500.00 settlement has been made, the Authority has been directed to file all remaining funds in the accounts of the Authority concerning the subject project with the Superior Court of New Jersey – Trust Fund Unit, to be held in trust on deposit with the Court pending further action of the Court; and

WHEREAS, once the Authority has made its deposit in the Superior Court of New Jersey – Trust Fund Unit, the Authority will be dismissed from the instant action; and

WHEREAS, the Authority's Staff and Professionals have reviewed the outstanding obligations of Surf & Turf and UBC and find that the proposed settlement is satisfactory to resolve those outstanding obligations; and

WHEREAS, the Authority's professional staff has recommended that the Authority accept the offer of settlement extended in this matter; and

WHEREAS, the Authority deems it appropriate to accept the offer of settlement extended in this matter:

NOW, THEREFORE, BE IT RESOLVED, this 22nd day of August, 2013, by the Berkeley Township Municipal Utilities Authority, County of Ocean, State of New Jersey, as follows:

1. The Authority accepts the recommendations of its professional staff and accepts the offer of settlement extended by UBC Mortgage Acquisition LLC in the sum of \$2,500.00.

2. The Authority hereby authorizes and directs the Chairman, Secretary Executive Director and Authority Attorney to execute any and all necessary documents in order to implement the intent of this Resolution.

**DASTI, MURPHY
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COUNSELLORS AT LAW

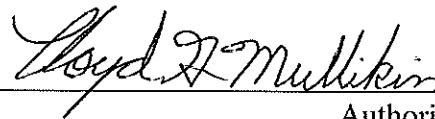
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3. A certified copy of this Resolution shall be forwarded by the Executive Director to the following:

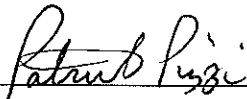
- (a) Honorable Patrick Pizzi, Chairman
- (b) Michele Nugent, Executive Director;
- (c) Keith Chiaravallo, P.E.
- (d) Edward C. Eastman, Jr., Esquire; and
- (e) Christopher K. Koutsouris, Esquire.

CERTIFICATION

I certify that the foregoing Resolution was duly adopted by the Berkeley Township Municipal Utilities Authority, County of Ocean, State of New Jersey at a regular meeting held on the 22nd day of August, 2013, a quorum being present and voting in the majority.



, Authority Secretary



, Authority Chairman

Prepared by:

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