

MINUTES OF THE ANNUAL REORGANIZATION MEETING OF THE PARKING AUTHORITY OF THE TOWN OF MORRISTOWN, HELD THURSDAY, JANUARY 3, 2013 AT THE OFFICES OF THE PARKING AUTHORITY, 14 MAPLE AVENUE, SUITE 101, MORRISTOWN, NEW JERSEY, AT 6:00 P.M. PREVAILING TIME

At this point, Executive Director announced “Notice of the Parking Authority of the Town of Morristown’s 2013 Annual Reorganization Meeting was provided in compliance with the Open Public Meetings Act, duly published in The Daily Record on December 13, 2012, and in The Star Ledger on December 13, 2012.”

Present: Commissioners Brady, Elms, Garibian, Gervasio, and Lucia

Also Present: George Fiore, Executive Director, Patrick W. Geary, Operations Manager, Robert S. Goldsmith, Esq., Parking Authority Counsel,

Absent: None

The meeting was called to order by the Executive Director who then opened the floor to nominations for the position of Chairperson for the ensuing year, at which time, noting the usual procedure of rotating officers on an annual basis, Commissioner Brady, seconded by Commissioner Garibian, duly moved the slate of officers for the year 2013.

<u>Chairperson:</u>	Anthony Lucia
<u>Chairperson:</u>	Michael R. Elms
<u>Treasurer:</u>	James Gervasio
<u>Secretary:</u>	Margaret Brady
Assistant Secretary/Treasurer:	Christopher Leon Garibian

There being no further nominations from the floor, the motion was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

At this time Chairperson Garibian assumed the Chair and entertained nominations for the Authority Attorney for the ensuing year. On motion of Commissioner Gervasio, seconded by Commissioner Garibian, the present attorney, Robert S. Goldsmith, Esq., with offices at Greenbaum, Rowe, Smith & Davis LLP, Metro Corporate Campus One, P.O. Box 5600, Woodbridge, New Jersey 07095, was duly voted the appointment as Authority Attorney for the ensuing year with an increase in the hourly blended rate to \$225.00 on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

At this time, the floor was opened for nominations for Authority Auditor for the ensuing year. On motion of Commissioner Brady, seconded by Commissioner Garibian, the present auditor, Vincent M. Montanino, RMA, PSA with offices at VM Associates, Inc., 111 Howard Boulevard, Suite 212, P.O. Box 397, Mt. Arlington, New Jersey 07856, was duly voted the appointment as Authority Auditor.

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

At this time the floor was opened for nominations for Authority Parking Consultant for the ensuing year. On Motion of Commissioner Gervasio, seconded by Commissioner Garibian, Gerard Giosa of the firm of Level G. Associates LLC, 34 Lark Avenue, Old Bethpage, NY 11804 was duly voted the appointment of Parking Consultant at a base retainer to be adjusted by the CPI for the ensuing year on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

At this time the floor was opened for nominations for Authority Engineer for the ensuing year, on an "as needed" basis. On motion of Commissioner Gervasio, seconded by Chairperson Lucia, the firm of O&S Associates, 145 Main Street, Hackensack, New Jersey 07601 duly voted the appointment of Authority Engineer on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

At this time the floor was opened for nominations for Insurance Consultant for the ensuing year. The Executive Director advised the Board that after consultation with Mr Schlosser and inquiries to the insurance fund which the MPA participates and as a result of the Comptroller's Report, compensation was reduced from 10% to 6.5% of the JIF premiums. On motion of Chairperson Lucia, seconded by Commissioner Garibian, William Schlosser of the firm of James A. Connors Associates, Inc., 40 Morris Street, Morristown, New Jersey, was duly voted Insurance Consultant on the following vote:

Ayes: Commissioners, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Abstain: Commissioner Brady

At this time the Executive Director again noted that there would be a continuation of the Risk Management Consultants Agreement with James A. Connors Associates, Inc. On motion of Chairperson Lucia, seconded by Commissioner Garibian, the services were again authorized on the following vote:

Ayes: Commissioners Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Abstain: Commissioner Brady

At this time the floor was opened for Financial Consultant for the ensuing year on an “as needed” basis. On motion of Commissioner Brady, seconded by Chairperson Lucia, the firm of Valco Capital, LTD, 147 Hermitage Circle, Ligonier, PA 15658, was duly voted Financial Consultant, on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

At this point under the Annual Reorganization the Executive Director then presented a suggested list of meeting dates for 2013 to the Board of Commissioners.

At this point on motion of Chairperson Lucia, seconded by Commissioner Brady, the Parking Authority then proceeded to the Regular Order of Business with Chairperson Lucia presiding.

At this point, the Executive Director presented the Minutes of the December 18, 2012 Regular Meeting. On motion of Commissioner Brady, seconded by Commissioner Gervasio, the Minutes were approved.

The following communications were presented for the record:

Under date of December 27, 2012

To: MPA Commissioners and Counsel
From: George Fiore, Executive Director

Correspondence providing information as to the date and time of the Annual Reorganization Meeting to be held on January 3, 2013 at 6:00 p.m. and advising that at that meeting officers will be elected, certain appointments will be made and a list of 2013 suggested meeting dates will be presented. On motion of Commissioner Gervasio, seconded by Commissioner Brady, the letter was accepted for file.

Under date of December 11, 2012

To: Daily Record
From: George Fiore, Executive Director

Correspondence requesting publication of enclosed "Meeting Notice" in the Legal Section of newspaper on December 13, 2012. On motion of Commissioner Garibian, seconded by Commissioner Brady, the letter was accepted for file.

Under date of December 11, 2012

To: Star Ledger
From: George Fiore, Executive Director

Correspondence requesting publication of enclosed "Meeting Notice" in the Legal Section of newspaper on December 13, 2012. On motion of Commissioner Garibian, seconded by Commissioner Brady, the letter was accepted for file.

Under date of December 18, 2013

To: Daniel Roose
US Security Associates
From: Robert Beckelman, Esq.

Correspondence advising that while US Security Associates was initially awarded the contract for services and that another firm deeded to be the responsive and responsible bidder and based upon errors in that firm's proposal, it was disqualified and after this disqualification, US Security Associates was determined to be the lowest responsive and responsible bidder. On motion of Commissioner Garibian, seconded by Commissioner Brady, the letter was accepted for file.

Under date of December 19, 2012

To: Ovidio Valentin, Jr., CEO
From: Robert Beckelman, Esq.

Correspondence advising that while your firm was not awarded the contract, the Morristown Parking Authority deemed it appropriate to notify your company as to the deficiencies that rendered the proposal unresponsive in certain material respects so that there is no misunderstanding as to the basis for such determination. On motion of Commissioner Garibian, seconded by Commissioner Brady, the letter was accepted for file.

Under date of December 19, 2012

To: Daniel Roose
From: George Fiore, Executive Director

Correspondence confirming that their proposal to provide security services was accepted by the Board of Commissioners. On motion of Commissioner Garibian, seconded by Commissioner Brady, the letter was accepted for file.

At this point, under the Old Business portion of the meeting, the Executive Director noted that the Parking Authority had been reimbursed for legal fees dating back to 2008 by Harry Simon for his Market Street / Bank Street properties. The Executive Director and counsel then briefed the Board on Mr. Simon's new efforts to try to market his properties and advised the Board that the requests made with respect to the availability of parking to serve Mr. Simon's proposed project. At this point, counsel also reminded the Board that the MPA and Rosewood Partnership were entitled to fair share reimbursement by Mr. Simon or his purchaser for major infrastructure improvements undertaken in the context of the Epstein's redevelopment project which it would also benefit and facilitate Mr. Simon's project. Mr. Goldsmith noted that there had not yet been a determination of what that fair share amount would be, but it would be in at least the tens of thousands of dollars.

The following Resolutions were presented for the record:

Resolution No. 01-2013: MPA Employee Salary & Wage Schedule. The Executive Director noted that two minor adjustments had been made and are contained in the revised Employee Salary and Wage Schedule presented for consideration. On motion of Commissioner Garibian, seconded by Commissioner Brady, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Resolution No. 02-2013: Open Public Meetings Act. On motion of Commissioner Garibian, seconded by Commissioner Gervasio, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Resolution No. 03-2013: Local Public Contracts Law. On motion of Commissioner Elms, seconded by Commissioner Gervasio, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Resolution No. 04-2013: Designating Depositories for MPA for 2013. On motion of Commissioner Gervasio, seconded by Commissioner Garibian, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Resolution No. 05-2013: Adopting Cash Management Plan for MPA. On motion of Commissioner Garibian, seconded by Commissioner Elms, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Resolution No. 06-2013: Operating Fund Bills. On motion of Commissioner Gervasio, seconded by Commissioner Garibian, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

Resolution No. 07-2013: Improvement Fund Bills. On motion of Commissioner Garibian, seconded by Commissioner Elms, the Resolution was adopted on the following vote:

Ayes: Commissioners Brady, Elms, Garibian, Gervasio and Chairperson Lucia

Nays: None

Absent: None

There being no further business to transact, on motion of Commissioner Gervasio, the meeting was held adjourned.

George Fiore, Executive Director

Margret Brady, Secretary

Prepared By: Robert S. Goldsmith, Esq.