

MEADOWLANDS CONSERVATION TRUST
BOARD OF TRUSTEES
AGENDA

DATE: October 11, 2017
TIME: 10:00 A.M.
PLACE: NJSEA Environment Center 2nd Floor Lecture Room

1. Welcome
2. Flag Salute
3. Sunshine Law Statement
4. Roll Call
5. REVIEW OF MINUTES
 - September 14, 2017 – Open Session
6. REPORTS
 - Chairman
 - Chief Executive Officer
7. PUBLIC PARTICIPATION
8. RESOLUTIONS

Resolution No. 17-13	Consideration of a Resolution Authorizing the First Addendum to the Amended Public Access and Maintenance Agreement between Meadowlands Conservation Trust and Bergen County Utilities Authority
Resolution No.17-14	Consideration of a Resolution Authorizing the CEO to Obtain Bid Proposals for Property Maintenance and Improvements at Skeetkill Creek Marsh
9. CLOSED SESSION

Resolution No. 17-15	Consideration of a Resolution authorizing the Meadowlands Conservation Trust to conduct a meeting, to which the general public shall not be admitted for the purposes of discussing legal matters, personnel matters and contract negotiations.
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10. OPEN SESSION
11. ADJOURNMENT

Next meeting – December 13, 2017
NJSEA Environment Center 2nd Floor Lecture Room

**RESOLUTION AUTHORIZING FIRST ADDENDUM TO THE AMENDED PUBLIC
ACCESS AND MAINTENANCE AGREEMENT BETWEEN MEADOWLANDS
CONSERVATION TRUST AND BERGEN COUNTY UTILITIES AUTHORITY**

WHEREAS, the BCUA and the MCT entered into an Public Access and Maintenance Agreement dated June 15, 2017, as amended October 5, 2017, ("Amended Agreement") concerning the property known as Lots 13.01, 13.02 and 13.03, Block 106.01 in the Borough of Little Ferry, County of Bergen, State of New Jersey ("the Property"), and which Amended Agreement is incorporated herein by reference; and

WHEREAS, the Property is being transformed into a public passive recreational area that will be known as the Mehrhof Pond Wildlife Observation Area; and

WHEREAS, Bergen County, through its Parks Department is uniquely skilled in park design and operation; and

WHEREAS, Bergen County has expressed the desire to be a partner in the development and operation of the Mehrhof Pond Wildlife Observation Area, which will provide residents of and visitors to the southern portion of Bergen County with a location for recreation including the viewing of important native flora and fauna; and

WHEREAS, Bergen County, BCUA and MCT have negotiated the terms of a First Addendum to the Amended Agreement.

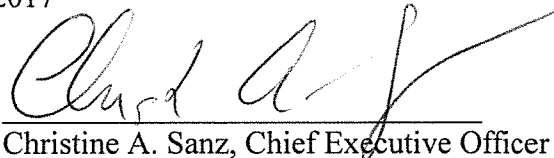
NOW, THEREFORE, BE IT RESOLVED that the CEO of the Meadowlands Conservation Trust is hereby authorized to execute a First Addendum to the Amended Public Access and Maintenance Agreement in the form which is attached hereto as Exhibit I.

The foregoing resolution was adopted by Meadowlands Conservation Trust Board of Trustees vote.



William Sheehan, Chairman

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Meadowlands Conservation Trust as their meeting of October 11, 2017



Christine A. Sanz, Chief Executive Officer

**FIRST ADDENDUM TO AMENDED PUBLIC ACCESS AND
MAINTENANCE AGREEMENT**

THIS AGREEMENT, made this _____ day of _____, 20___ between the BERGEN COUNTY UTILITIES AUTHORITY, a body corporate and politic and an agency and instrumentality of the County of Bergen, with offices at Foot of Mehrhof Road, Little Ferry, New Jersey 07643 (hereafter "BCUA"); the MEADOWLANDS CONSERVATION TRUST, a political subdivision of the State of New Jersey, with offices at One DeKorte Park Plaza, Lyndhurst, New Jersey, 07071 (hereafter "MCT") and the COUNTY OF BERGEN, a public body having offices at One Bergen County Plaza, Hackensack, New Jersey, 07601 (hereafter "Bergen County")

WITNESSETH:

WHEREAS, on October 5 , 2017, the BCUA and the MCT entered into an Amended Public Access and Maintenance Agreement concerning the property known as Lots 13.01, 13.02 and 13.03, Block 106.01 in the Borough of Little Ferry, County of Bergen, State of New Jersey ("the Property"), which is attached hereto as Exhibit A ("the Amended Agreement") and which Agreement is incorporated herein by reference; and

WHEREAS, the Property is being transformed into a public passive recreational area that will be known as the Mehrhof Pond Wildlife Observation Area; and

WHEREAS, Bergen County, through its Parks Department is uniquely skilled in park design and operation; and

WHEREAS, Bergen County desires to contribute resources to the development of the Mehrhof Pond Wildlife Observation Area, which will provide residents of and visitors to the southern portion of Bergen County with a location for recreation including the viewing of important native flora and fauna.

NOW, THEREFORE, BCUA, MCT and Bergen County, for and in consideration of the facts above, agree that Bergen County shall be a partner in the development and operation of Mehrhof Pond Wildlife Observation Area as follows:

- Bergen County shall provide signage for park rules, benches and other seating or amenities to enhance the Mehrhof Pond Wildlife Observation Area, in locations, numbers, and sizes to be agreed upon between the parties;
- Bergen County shall provide inspection of trees at the Property and remove branches as deemed necessary by the County;

- Bergen County shall provide trash and recycling receptacles, in locations, numbers, and sizes to be agreed upon between the parties;
 - Bergen County shall review site plans for the enhancement of the Property to ensure that the Mehrhof Pond Wildlife Observation Area is an inclusive recreational area that may be enjoyed by the public;
 - Bergen County shall work cooperatively with MCT, BCUA and other public bodies on developing appropriate programming at the Mehrhof Pond Wildlife Observation Area;
1. Nothing in this Addendum shall modify the responsibilities of BCUA and MCT as set forth in the Amended Agreement.
 2. No provision of this Addendum shall be construed against or interpreted to the disadvantage of any party, as the parties expressly acknowledge herein that they have jointly participated in the drafting and preparation of this Agreement.
 3. This Addendum may be terminated by any party hereto upon 90 days' written notice.

IN WITNESS WHEREOF, BCUA, MCT and BERGEN COUNTY have executed and delivered this Agreement as of the date set forth above.

ATTEST:

BERGEN COUNTY UTILITIES AUTHORITY

Witness

By: _____

Print Name: _____

Title: _____

MEADOWLANDS CONSERVATION TRUST

Witness

By: _____

Print Name: _____

Title: _____

COUNTY OF BERGEN

Witness

By: _____

Print Name: _____

Title: _____

EXHIBIT A

AMENDED PUBLIC ACCESS AND MAINTENANCE AGREEMENT

THIS AMENDED AGREEMENT, made this 5th day of October, 2017 between THE BERGEN COUNTY UTILITIES AUTHORITY, a component unit of the County of Bergen, with offices at Foot of Mehrhof Road, Little Ferry, New Jersey 07643 (hereafter "BCUA") and the MEADOWLANDS CONSERVATION TRUST, a political subdivision of the State of New Jersey, with offices at One DeKorte Park Plaza, Lyndhurst, New Jersey, 07071 (hereafter "MCT").

WITNESSETH:

WHEREAS, BCUA is the owner of the property known as Lots 13.01, 13.02 and 13.03, Block 106.01 in the Borough of Little Ferry, County of Bergen, State of New Jersey, as more particularly described in Exhibit A ("the Property"); and

WHEREAS, the Property possesses significant natural, scenic and wildlife habitat and conservation values that are of great importance to BCUA, MCT and the State of New Jersey.

NOW, THEREFORE, BCUA AND MCT, for and in consideration of the facts above, agree that subsequent to the completion of the project improvements as more fully detailed in the parties' 2017 Site Access Agreement by and between the BCUA and MCT, the BCUA agrees to maintain, at its own expense the Property including and limited to:

- Mowing of lawn during growing season; landscaping, removal of debris and any other work necessary to keep the property in a state acceptable for public use;
- The Property will be closed when snow is visibly on the Property;
- Property access. The park hours are established as dawn to dusk. BCUA personnel will be responsible for opening and locking the park gates each day;
- Monitoring and maintenance of surveillance system;
- Removal of trash and recyclables accumulated in the trash and recycling receptacles shall be the responsibility of the Borough of Little Ferry. The MCT will coordinate with the Borough of Little Ferry to ensure the trash and recyclables are removed;
- BCUA will continue to maintain insurance on the Property. All improvements made to the Property will be included under BCUA's property insurance. Should vandalism or property damage occur, the BCUA and MCT

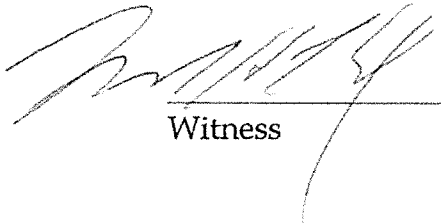
agree to equally bear/divide the costs, which do not meet the policy deductible, of restoring the Property and its improvements.

1. This Amended Agreement sets forth the entire understanding of the parties and supersedes all prior discussions, understandings or negotiations. Any changes or alterations to this Agreement must be made in writing and executed by the parties hereto.
2. No provision of this Amended Agreement shall be construed against or interpreted to the disadvantage of either party, as the parties expressly acknowledge herein that they have jointly participated in the drafting and preparation of this Agreement.
3. This Amended Agreement shall incorporate the terms in the Site Access Agreement entered into by the parties hereto, as if, more fully set forth at length herein.

IN WITNESS WHEREOF, BCUA AND MCT have executed and delivered this Amended Agreement as of the date set forth above.

ATTEST:

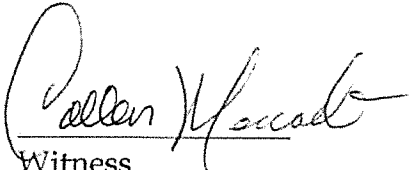
BERGEN COUNTY UTILITIES AUTHORITY


Witness

By: 

Print Name: ROBERT LAUX

Title: EXECUTIVE DIRECTOR


Witness

MEADOWLANDS CONSERVATION TRUST

By: 

Print Name: Christine Sanz

Title: Chief Executive Officer

**RESOLUTION AUTHORIZING THE CEO TO OBTAIN BID PROPOSALS FOR
PROPERTY MAINTENANCE AND IMPROVEMENTS AT SKEETKILL CREEK MARSH**

WHEREAS, the Skeetkill Creek Marsh property was transferred to MCT by the agency now known as the New Jersey Sports and Exposition Authority, in September of 2008; and

WHEREAS, the property is utilized by the public for passive recreation and is ecologically significant open space; and

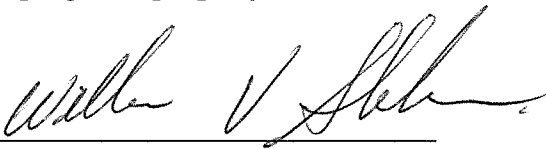
WHEREAS, proper ongoing maintenance of the property includes regular mowing, landscaping, clean ups, invasive plant and animal species treatments/control, and monthly monitoring by naturalists, among other measures; and

WHEREAS, during recent monitoring of the site by MCT's consultant, it has been brought to our attention that the site currently requires attention to correct problems that affect public access and overall conditions of the natural area; and

WHEREAS, the following conditions require attention at the site:


- Removal of fallen tree from path;
- Mowing of path and trim overhanging vegetation;
- Cut back vegetation to create two (2) open areas for viewing the marsh, one at the entrance and a second opening mid-way on the path;
- Restore conditions at site entrance;
- Repair or replace benches;
- Fill in eroded areas and level ground;
- Restore plantings in beds on either side of entrance;
- Apply herbicide to control invasive species growing between the path and the marsh;
- Add fill to level ground at the west end of the lawn area.

NOW, THEREFORE, BE IT RESOLVED that the Meadowlands Conservation Trust Board of Trustees hereby authorizes the CEO to obtain bids or price proposals in accordance with laws governing public procurement for landscaping and property maintenance services for the Skeetkill Creek Marsh property.



William Sheehan, Chairman

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Meadowlands Conservation Trust as their meeting of October 11, 2017



Christine A. Sanz, Chief Executive Officer

*** CLOSED SESSION NOT REQUIRED ***

RESOLUTION: CLOSED SESSION

WHEREAS, the Open Public Meetings Act, NJSA 10:4-12 (b), permits the holding of closed sessions by public bodies in certain circumstances; and

WHEREAS, the Meadowlands Conservation Trust (MCT) is of the opinion that those circumstances presently exist.

NOW, THEREFORE, BE IT RESOLVED by the Meadowlands Conservation Trust it shall conduct a meeting to which the general public shall not be admitted to discuss personnel matters, the status of pending and anticipated litigation and other matters within the attorney client privilege.

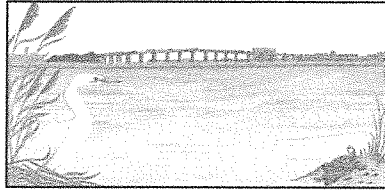
This resolution shall become effective immediately. The foregoing resolution was adopted by Meadowlands Conservation Trust Board of Trustee vote.

William Sheehan, Chairman

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Meadowlands Conservation Trust Board of Trustees at their meeting of October 11, 2017.

Christine A. Sanz, Chief Executive Officer

Resolution No. 17-15



MEADOWLANDS CONSERVATION TRUST

**SPECIAL BOARD MEETING
OPEN SESSION MINUTES**

DATE: September 14, 2017
TIME: 3:30 p.m.
PLACE: NJSEA Environment Center 2nd Floor Lecture Room
Two DeKorte Park, Plaza, Lyndhurst, NJ

TRUSTEES PRESENT:

WILLIAM SHEEHAN, Chairman
Hackensack Riverkeeper

GREG REMAUD, VICE CHAIRMAN - VIA PHONE
NY/NJ Baykeeper

RALPH J. MARRA, JR., ESQ. - VIA PHONE
NJSEA Delegate

DONALD PALOMBI - VIA PHONE
NJDCA Delegate

MAYOR ALBERTO SANTOS - VIA PHONE
HMMC Delegate
Mayor of Kearny

ALSO PRESENT:

CHRISTINE A. SANZ, Chief Executive Officer
JASON STYPINSKI, Deputy Attorney General - VIA PHONE
COLLEEN MERCADO, Senior Operations Administrator, NJSEA

Chairman Sheehan welcomed everyone.

CEO Sanz read the Sunshine Law statement into record and Ms. Mercado took roll call.

REVIEW OF MINUTES

Chairman Sheehan presented the June 14, 2017 Open Session meeting minutes. Upon motion by Vice Chairman Remaud and second by Trustee Palombi, the minutes were carried. Trustee Mayor Santos abstained, stating he was not in attendance at the June meeting.

Chairman Sheehan presented the June 14, 2017 Closed Session meeting minutes. Upon motion by Vice Chairman Remaud and second by Trustee Palombi, the minutes were carried. Trustee Mayor Santos abstained.

Chairman Sheehan presented the Open Session meeting minutes from the July 3, 2017 special meeting. Upon motion by Trustee Mayor Santos and second by Vice Chairman Remaud, the minutes were carried. Trustee Marra abstained, stating he was not in attendance at the July 3rd meeting.

Resolution 17-11 Chairman Sheehan presented Resolution 17-11 authorizing settlement in the matter of Williamstowne Manor, et al., v Meadowlands Conservation Trust et al. DAG Stypinski provided a brief overview to the Board. He stated the matter involved litigation between Williamstowne Manor, MCT and various other corporate entities being sued due to the overtopping of the berm on the Kane Tract during Superstorm Sandy. He advised that mediation was held on July 31, 2017 before (retired) Judge Doyne; MCT was represented by Hill Wallack, the insurance carrier's counsel. The carrier desires to settle this matter and the MCT's portion of the settlement would be \$170,000, which would be paid in full by the carrier with no retention that the Trust has to pay. Trustee Mayor Santos questioned whether the settlement memo was subject to OPRA, and other lawsuits could follow. DAG Stypinski responded by stating that any other claims brought pursuant to the flooding from Sandy were outside the 90-day Tort Claim Act notice and the two-year statute of limitations.

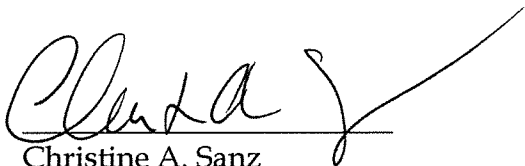
Upon motion by Trustee Mayor Santos and second by Trustee Marra, Resolution 17-11 was unanimously approved.

CLOSED SESSION - None

ADJOURNMENT - Vice Chairman Remaud motioned to adjourn, second by Trustee Mayor Santos, and all members responded affirmatively.

The meeting concluded at 3:40 p.m.

I certify that this is a true and accurate transcript of the Open Session Minutes of the Meadowlands Conservation Trust Board of Trustees meeting of September 14, 2017.



Christine A. Sanz
Chief Executive Officer

NAME	Roll Call	Resolution 17-11
Chairman William Sheehan	P	Y
Vice Chairman Greg Remaud	P Via phone	Y
Trustee Donald Palombi	P Via phone	Y
Trustee Ralph Marra	P Via phone	Y
Trustee Mayor Alberto Santos	P Via phone	Y

P = Present -- Absent A = Abstain
R = Recuse Y = Affirmative N = Negative