

RESOLUTION 01:12

**ANNUAL PLANNING GRANT APPLICATION
US, Economic Development Administration**

WHEREAS, the South Jersey Economic Development District receives funding from United States Economic Development Administration to provide planning and technical assistance to SJEDD; and

WHEREAS, the funds are received annually in support of SJEDD's program; and

WHEREAS, SJEDD must prepare and submit an application to United States Economic Development Administration each year to receive such funding.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors authorizes the preparation of the Annual Planning Grant.

BE IT FURTHER RESOLVED, that the South Jersey Economic Development District Board of Directors authorizes the appropriate District officer to execute the necessary documents to apply for and secure said funding.

RESOLUTION 02:12

AUTHORIZING A CLOSED EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSING PERSONNEL MATTER (EXECUTIVE DIRECTOR PERFORMANCE)

WHEREAS, pursuant to N.J.S.A. 10:4-12, the Board of Directors of South Jersey Economic Development District is authorized to hold a closed session; and

WHEREAS, N.J.S.A. 10:4-12 b. (8) specifically provides:

A public body may exclude the public only from that portion of a meeting at which the public body discusses:

Any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of the performance of, promotion or discipline of any specific prospective public officer or employee or current public officer or employee employed or appointed by the public body, unless all the individual employees or appointees whose rights could be adversely affected request in writing that such matter or matters be discussed at a public meeting. and

WHEREAS, the District Solicitor has advised the Board of Directors that a closed session is necessary to discuss personnel matter – Executive Director performance;

WHEREAS, the Executive Director was provided notice of this meeting and opportunity to request the matter be discussed at a public meeting on March 28, 2012;

NOW, THEREFORE, BE IT RESOLVED that a closed session of the Board of Directors of South Jersey Economic Development District shall be held on Monday, April 2, 2012, in the Luciano Conference Center at Cumberland County Community College to discuss personnel matter – Executive Director performance;

BE IT FURTHER RESOLVED, that upon completion of the above matter, the minutes of said meeting will be available to the public.

MEMORANDUM

FROM: Paul J. Baldini, Esquire on behalf of the South Jersey Economic
Development District Board

TO: Diana Schiavo, Chief Operations Officer

RE: Meeting of the Board of the SJEDD – April 2, 2012

DATE: March 27, 2012

Please find attach resolution number 03:12. Two separate resolution for resolution number 03:12 have been prepared and attached with this memo. One resolution is for confidence and one resolution is for no confidence. Only one of the two resolutions will be accepted. After the closed session, the Board of Directors will vote on resolution 03:12. Whichever of the two resolutions is passed by the Board of Directors is the resolution that will become the historic record of accepted resolution number 03:12.

RESOLUTION _____

**RESOLUTION OF CONFIDENCE IN THE EXECUTIVE DIRECTOR
OF THE SOUTH JERSEY ECONOMIC
DEVELOPMENT DISTRICT**

WHEREAS, the Board of Directors of South Jersey Economic Development District (SJEDD) through a vote of confidence wishes to register its opinion regarding the leadership and performance of the Executive Director; and

WHEREAS, a vote of confidence is reported to the Chairman of SJEDD as a statement of the sense of the Executive Director's ability to continue to lead the District; and

NOW, THEREFORE, BE IT RESOLVED, that the South Jersey Economic Development District Board of Directors votes confidence in the Executive Director's ability to continue to lead the District.

RESOLUTION _____

**RESOLUTION OF NO CONFIDENCE IN THE EXECUTIVE DIRECTOR
OF THE SOUTH JERSEY ECONOMIC
DEVELOPMENT DISTRICT**

WHEREAS, the Board of Directors of South Jersey Economic Development District (SJEDD) through a vote of no confidence wishes to register its opinion regarding the leadership and performance of the Executive Director; and

WHEREAS, a vote of no confidence is reported to the Chairman of SJEDD as a statement of the sense of the Executive Director's ability to continue to lead the district; and

WHEREAS, questions have arisen regarding the financial stability of the District, with requests to the Executive Director to adequately address those issues; and

WHEREAS, the Next Gen public access road was unilaterally closed, after substantial completion, by the Executive Director; and

WHEREAS, member Atlantic County withdrew from the District over concerns of the financial stability of the District and performance of its Executive Director; and

WHEREAS, the remaining three county members of the District adopted resolutions raising concerns over the financial stability of the District and the leadership of the Executive Director; and

WHEREAS, NJEDA offered a potential pathway to financial stability and was not pursued to resolution; and

WHEREAS, obligations of the District remain open and outstanding against the District; and

WHEREAS, one vendor has sued the District over outstanding obligations of the District; and

WHEREAS, audits of the District for 2009 and 2010 have not been timely completed, and

WHEREAS, the Board of Directors of SJEDD finds other compelling factors raising concerns over the ability of the Executive Director; and

NOW, THEREFORE, BE IT RESOLVED, that the South Jersey Economic Development District Board of Directors votes no confidence in the Executive Director's ability to lead the District.

BE IT FURTHER RESOLVED, that the Executive Director's contract is hereby terminated for cause and the Chairman is directed to take all steps necessary to terminate the employment of the Executive Director with SJEDD and find a suitable replacement.

RESOLUTION 04:12

**RESOLUTION AUTHORIZING A CONTRACT WITH SOUTH JERSEY
CONSULTANTS, LLC TO SERVE AS INTERIM EXECUTIVE
DIRECTOR OF SOUTH JERSEY ECONOMIC DEVELOPMENT
DISTRICT, AS A NON-FAIR AND OPEN CONTRACT**

WHEREAS, the South Jersey Economic Development District (SJEDD) determines that it is in need of the services of an Executive Director and intends to conduct a search for same; and

WHEREAS, until a search can be conducted and a new permanent Executive Director put in place the SJEDD has the need for an Interim Executive Director; and

WHEREAS, Stephen O'Connor has extensive experience in working with governmental agencies and expertise in management of governmental agencies; and

WHEREAS, there exists a need for specialized and qualitative services for Interim Executive Director to oversee various SJEDD functions that requires expertise, extensive training and proven reputation in this field of endeavor; and

WHEREAS, Stephen O'Connor has extensive experience, training and proven reputation in the area of administration and has offered his services as an Interim Executive Director as a member of South Jersey Consultants, LLC; and

WHEREAS, the SJEDD is desirous of appointing Stephen O'Connor, of the South Jersey Consultants, LLC, as the Interim Executive Director to serve in this capacity at the pleasure of the Board of Directors of SJEDD for a period of six (6) months or until a permanent Executive Director assumes the position; and

WHEREAS, the maximum amount of the contract shall be 9,500.00 per month for a minimum of 40 hours per week with no paid overtime and no benefits, sufficient funding is available; and

WHEREAS, it is important that the person serving as Interim Executive Director have the legal authority granted in the Resolutions of SJEDD, as well as the liability protection offered to employees of SJEDD; and

WHEREAS, the designation of Stephen O'Connor of South Jersey Consultants, LLC, is specifically designed and intended to be an interim appointment and contract; and

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 *et seq.*) requires that the resolution authorizing the award of contracts for "Extraordinary, Unspecifiable Services" without competitive bids and the contract itself must be available for public inspection; and

WHEREAS, the contract with South Jersey Consultants, LLC meets the statute and regulations governing the award of said contracts.

NOW, THEREFORE, BE IT RESOLVED, by the Executive Board of South Jersey Economic Development District Board of Directors as follows:

1. The Chairman and Chief Operations Officer are hereby authorized and directed to execute the attached agreement with South Jersey Consultants, LLC for Interim Executive Director.

2. This contract is awarded without competitive bidding as an "Extraordinary, Unspecifiable Services" in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the services requested are specialized governmental agency administrative consulting services that require expertise, substantial experience and proven reputation in the multi-faceted aspects of overseeing governmental agency functions. These qualifications require an individual whose background includes substantial experience and training in administration, finance, budget and purchasing, personnel, Federal and State grants, management and oversight of employees and general government administration and governmental relations. Knowledge and familiarity of applicable Federal and State laws and regulations are also required. Stephen O'Connor has satisfied all of these requirements, and his

services are required to permit SJEDD to maintain critically important managerial oversight and administrative services pending the commencement of services by a duly appointed Executive Director. Precise specifications are not feasible because the services are multi-faceted and dependent on evolving day to day operational needs of the District, emergent needs and unanticipated matters that will require the services of the management consultant. Likewise, it is not possible to delineate the specific knowledge or tasks required of the person providing this assistance since this will vary according to the work being undertaken. These factors as well as critical time constraints in securing the immediate services of an Interim Executive Director do not permit the formulation of precise specifications.

3. Funding shall be paid from the operating budget line item from Executive Director Salary in an amount not to exceed **\$112,000.00**, per annualized basis, at the rate of \$9,500.00 per month.

4. A notice of this action shall be published in the official newspaper authorized to publish notices for the District within 20 days after passage of this resolution.

5. A copy of this Resolution and executed contract shall be filed in the Office of SJEDD.

SOUTH JERSEY ECONOMIC DEVELOPMENT DISTRICT
STATE OF NEW JERSEY

CONTRACT FOR PROFESSIONAL SERVICES
RE: INTERIM EXECUTIVE DIRECTOR

THIS AGREEMENT made as of the _____ day of _____, 2012, by and between:

SOUTH JERSEY ECONOMIC DEVELOPMENT DISTRICT, a corporation of the State of New Jersey,
hereinafter referred to as "SJEDD"; and

SOUTH JERSEY COUNSULTANTS, LLC, a limited liability company of the State of New Jersey,
having its offices at 7601 Landis Avenue, Sea Isle City, New Jersey, hereinafter referred to as
"CONSULTANT"; and

WITNESSETH:

WHEREAS, pursuant to Resolution 04:12 of SJEDD on _____, 2012 Consultant was appointment
Interim Executive Director for SJEDD.

WHEREAS, said appointment was made without competitive bidding in accordance with the provisions of
the Local Public Contracts Law of the State of New Jersey which nevertheless requires the execution of a
written contract;

WHEREAS, consultant agrees to make available member Stephen O'Connor to fulfill the requirements of
this contract; and

WHEREAS, the Chief Operations Officer of the SJEDD has certified the availability of funds for the
purposes hereof through an adequate appropriation in the municipal budget for the current year.

NOW, THEREFORE, it is agreed as follows:

1. APPOINTMENT: TERM

1.1: SJEDD does hereby retain and employ Consultant on a full time basis, minimum of 40 hours
per week in the capacity of Interim Executive Director.

1.2: The term of said appointment shall be for six (6) months commencing immediately and
continuing until re-appointment or replacement by a permanent full time Executive Director.

2. COMPENSATION

2.1: In consideration of Consultant's faithful performance of his obligations under this Contract, SJEDD promises and agrees to compensate Consultant at the rate of \$9,500.00 per month, with no paid overtime and no benefits.

3. CONTROLLING LAW

3.1: This Contract shall be construed in accordance with the laws of the State of New Jersey.

IN WITNESS WHEREOF, the parties have caused these presents to be signed and the Chairman executes this Contract pursuant to a Resolution adopted by the Board of South Jersey Economic Development District on the day and year noted herein.

Dated

LEONARD C. DESIDERIO, CHAIRMAN
SOUTH JERSEY
ECONOMIC DEVELOPMENT DISTRICT

Dated

SOUTH JERSEY CONSULTANT, LLC
STEPHEN O'CONNOR MEMBER

RESOLUTION 05:12

**A RESOLUTION REQUESTING THAT THE COUNTY OF ATLANTIC COUNTY REJOIN
THE SOUTH JERSEY ECONOMIC DEVELOPMENT DISTRICT
AS A MEMBER OF THE SOUTH JERSEY ECONOMIC DEVELOPMENT DISTRICT**

WHEREAS, the South Jersey Economic Development District (SJEDD) existed with four participating neighboring counties; and

WHEREAS, SJEDD desires Atlantic County to rejoin the District and determines it is in the best interest of SJEDD and the four founding counties for Atlantic County to rejoin the District; and

WHEREAS, the four counties have harmoniously worked together in excess of 25 years, organized as the South Jersey Economic Development District bringing 63 million in grants within the last 10 years alone for the residents of the counties; and

WHEREAS, Atlantic County has supported the District both financially and with competent leadership; and

WHEREAS, Atlantic County is respected and held in high regard as a participating member of the District; and

WHEREAS, Atlantic County recently terminated its participation in SJEDD for reasons unrelated to its desire to work with its neighboring counties; and

WHEREAS, the concerns raised by Atlantic County in withdrawing from SJEDD are being diligently addressed by the District;

NOW, THEREFORE, BE IT RESOLVED, by SJEDD Board of Directors that the Chairman extend an invitation to Atlantic County to rejoin the SJEDD as a member, with full acceptance by the District as if never having withdrawn.