

WEST ORANGE BOARD OF EDUCATION
Public Board Meeting September 21, 2020
7:30 P.M. Public Session
Virtual
Agenda

- I. ROLL CALL OF THE MEMBERS AND PLEDGE OF ALLEGIANCE**
- II. NOTICE OF MEETING: Please take notice that adequate notice of this meeting has been provided in the following manner:**
 - A. That a written notice was sent from the Office of the Secretary of the Board at 4:00 p.m. on January 7 and September 9, 2020.
 - B. That said notice was sent by regular mail to the West Orange Township Clerk and the Editors of the West Orange Chronicle and the Star-Ledger.
 - C. That said notice was posted in the lobby of the Administration Building of the Board of Education.
- III. CONSIDERATION OF THE CLOSED AND PUBLIC MEETING MINUTES OF September 10, 2020 (Att. #1)**
- IV. SUPERINTENDENT/ BOARD REPORTS**
 - A. School Opening Update
- V. QUESTIONS FROM THE PUBLIC ON AGENDA ITEMS**
- VI. SECOND READING/ADOPTION OF THE FOLLOWING “AS IS” BOARD POLICIES: (Att. #2)**
- VII. REPORTS, DISCUSSIONS, AND RECOMMENDATIONS**

A. PERSONNEL

1. Resignations / Retirements

- a.** Superintendent recommends approval to the Board of Education for the following non-certificated staff resignation(s) / retirement(s):

Name	Location	Position	Reason	Effective Date
Giovanna Green	Edison	Lunch Aide	Resignation	9/11/20
Carla McKie	Transportation	Bus Monitor Part-time	Retirement 30.5 years	10/1/20

2. Appointments

- a.** Superintendent recommends approval to the Board of Education for the following certificated staff appointment(s). Step and salary may be adjusted upon ratification of collective bargaining agreement:

Name	Location	Position	Replacement / New	Guide	Step	Salary	Account Code	Effective Dates
Patience Allotey	Hazel	School Nurse	Ruderman	BA	13	\$64,562 prorated	11.000.213.100.00.10.130	9/22/20 - 6/30/21
Tracy Clark	.6 Washington \ .4 Redwood	Spanish Extended Assignment Substitute	Ganduglia Pirovano	N/A	N/A	\$200 per diem	11.120.100.101.00.20.180 11.120.100.101.00.20.160	9/22/20 - 10/30/20
Elmer Daniels	WOHS	School Nurse	New	MA	17	\$100,713 prorated	11.000.213.100.00.03.050	9/22/20 - 6/30/21
Dominic DeVitto	Edison	Social Studies Long Term Substitute	Haubrich	MA	N/A	\$308 per diem	11.130.100.101.00.29.070	9/22/20* - 11/20/20
George Maroules	WOHS	Social Studies Leave Replacement	Villavecchia	MA	3	\$61,594 prorated	11.140.100.101.00.29.050	11/23/20 - 5/28/21
Briana Moghadamniya	WOHS	English Leave Replacement	Kiczek	BA	3	\$57,681 prorated	11.140.100.101.00.34.050	10/7/20 - 5/14/21
Neil Murphy	WOHS	Social Studies Leave Replacement	Brady	BA	3	\$57,681 prorated	11.140.100.101.00.29.050	10/30/20 - 4/30/21

*pending Criminal History Record Check process

- b. Superintendent recommends approval to the Board of Education for the following non-certificated staff appointment(s). Step and salary may be adjusted upon ratification of collective bargaining agreement:

Name	Location	Position	Replacement / New	Guide	Step	Salary	Account Code	Effective Dates
Joseph Andrade Pineyro	District	Locksmith	Maso	Maintenanc e	1	\$44,680 prorated	11.000.262.110.00.61.000	9/22/20 - 6/30/21

- c. Superintendent recommends approval to the Board of Education for the following Board approved salary adjustments for previously approved certificated staff for the 2020-2021 school year. Step and salary may be adjusted upon ratification of collective bargaining agreement:

Name	Location	Position	Guide	Step	Base Salary	Longevity	Total Salary	Account Code
Jerome Hayes	WOHS	Health & Physical Education	MA+45	7	\$74,063	N/A	\$74,063	11.140.100.101.00.31.000
Allison LeGates	Redwood	Special Education	MA+45	15	\$90,172	N/A	\$90,172	11.209.100.101.00.13.160
Shrina Patel	Liberty	Mathematics	MA+45	12	\$78,323	N/A	\$78,323	11.130.100.101.00.36.135

- d. Superintendent recommends approval to the Board of Education for the following additional teaching assignment. Step and salary may be adjusted upon ratification of collective bargaining agreement:

Name	Location	Position	Guide	Step	Salary / Rate of Pay	Account Code	Effective Dates
Dana Peart	WOHS	French Enrollment	MA+45	16	\$16,681.83	11.140.100.101.00.20.050	2020-2021
Shane Daiek	WOHS	Science Leave Replacement-Stewart	MA	7	\$57.25 per diem	11.140.100.101.00.39.050	9/14/20 - TBD
Michael	WOHS	Science	BA+15	17	\$84.45	11.140.100.101.00.39.050	9/14/20 -

DeAngelis		Vacancy			per diem		TBD
Brad Mitchell	WOHS	Science Vacancy	MA+45	17	\$106.24 per diem	11.140.100.101.00.39.050	9/14/20 - TBD
Francis Newman	WOHS	Science Vacancy	MA	17	\$99.98 per diem	11.140.100.101.00.39.050	9/14/20 - TBD
Eric Sternberg	WOHS	Science Vacancy	MA+30	17	\$99.90 per diem	11.140.100.101.00.39.050	9/14/20 - TBD

- e. Superintendent recommends approval to the Board of Education for the following negotiated Liberty and Roosevelt Middle School co-curricular staff assignments for the 2020-2021 school year at the approved contractual rates. Stipends / Rates may be adjusted upon ratification of collective bargaining agreement. (Att. #3)
- f. Superintendent recommends approval to the Board of Education for the following negotiated co-curricular staff assignments for the 2020-2021 school year at the approved contractual rates. Stipends / Rates may be adjusted upon ratification of collective bargaining agreement.

Name	Location	Position	Salary / Rate of Pay	Account Code	Effective Dates
Jeremy Neiss OOD	WOHS	Marching Band: Percussion Instruction	\$1,530 prorated	11.401.100.100.00.03.050	9/22/20

- g. Superintendent recommends approval to the Board of Education for the following substitute appointment(s) at the appropriate substitute rates for 2020-2021:

Name	Certification Code	Teacher	Paraprofessional	Administrative Assistant	Lunch Aide	Nurse	Custodian
Kaitlin Higgins	CE	X					
Amanda Marcelin	Substitute	X			X		
Jusnold Marcellus	N/A						X

3. Leaves of Absence:

- a. Superintendent recommends approval to the Board of Education for the following leaves of absence for certificated staff:

Name	Location / Position	Paid Leave	Unpaid Leave with Benefits	Unpaid Leave without Benefits	Anticipated Return Date
Nancy Donnelly Medical	WOHS F&CS	9/14/20 - 1/1/21	N/A	N/A	1/4/21
Nicole Munoz FFCRA	St. Cloud Kindergarten	9/22/20 - 9/30/20 (6 personal) 10/1/20 - 10/2/20 (EPSLA)* 10/6/20 - 12/11/20 (EFMLEA)**	N/A	N/A	12/14/20

*EPSLA - 2/3 of regular pay up to \$200 per day ♦ EFMLEA - 2/3 of regular pay up to \$200 per day

- b. Superintendent recommends approval to the Board of Education for the following leaves of absence for non-certificated staff:

Name	Location / Position	Paid Leave	Unpaid Leave with Benefits	Unpaid Leave without Benefits	Anticipated Return Date
John Diminich	WOHS	7/1/20 -	8/20/20 -	N/A	10/12/20

Medical	Custodian	8/19/20	10/9/20 amended		amended
Carla McKie Medical	Transportation Bus Monitor Part-time	9/10/20 - 9/24/20	N/A	9/25/20 - 9/30/20	N/A

4. Transfer(s):

- a. Superintendent recommends approval to the Board of Education for the following transfer(s) of non-certificated staff:

Name	From	Position	Account Code	To	Position	Account Code	Effective Date
Joyce Reynolds Involuntary	BMELC	Paraprofessional	11.216.100.106.00.08.300	Washington	Paraprofessional	11.213.100.106.00.15.180	9/14/20
Ebony Corbin Involuntary	BMELC	Paraprofessional	11.216.100.106.00.08.300	Washington	Paraprofessional	11.213.100.106.00.15.180	9/14/20
Karen Weinstein Involuntary	Washington	Paraprofessional	11.213.100.106.00.15.180	BMELC	Paraprofessional	11.216.100.106.00.08.300	9/14/20

5. As recommended by the Superintendent of Schools, approve a non-aligned employment contract for Robert Csigi, Director of Buildings & Grounds, from July 1, 2020 through June 30, 2021. (Att. #4)

B. CURRICULUM AND INSTRUCTION

1. Recommend approval of The Ready NJ Reading, Writing & Math Program to be utilized as an intervention for Title I / BSI students for the 2020-2021 school year in the amount of \$29,550 funded by the CARES Act (ESSER) Grant Funds and \$1,500 funded by the ESSA/Title IIA Grant Funds (previously approved on the August 17, 2020 agenda in the amount of \$28,000, funded by CARES Act (ESSER) Grant Funds).

C. FINANCE

a.) **Special Services**

1. Recommend approval for the following out of district placements for the 2020-2021 school year:

Student #	Placement	Tuition	Budgeted/Unbudgeted
2806125	Pillar Care Continuum	Tuition:\$71,008.20 180 days @ \$394.49 * Previously approved on 6/22/2020 @ a tuition rate of \$409.00/day	Budgeted

2. Recommend approval of tuition contracts with Essex Regional Education Services Commission for the 2020-2021 school year as follows:

Program	Tuition	Budgeted/Unbudgeted
Essex Campus Academy General Education	Tuition: \$27,500.00	Budgeted

3. Recommend approval for the following service providers for related services for the

2020-2021 school year:

ID Number	Provider	Type of Service	Cost	Not to Exceed	Budgeted/ Unbudgeted
2506122	Vistas Education Partners	Visually Impaired Services and Orientation and Mobility Services	165.00/hour	\$22,900.00	Budgeted

4. Recommend approval of provider for home instruction for the 2020-2021 school year to provide services to West Orange School district students.

Name of Facility	Rate	Not to Exceed
Center for Children’s Behavioral Health	\$85.00 per hour	\$36,000* *Previously approved on 6/22/20 for \$6,000.

b.) Business Office

1. Recommend approval of the 9/21/2020 Bills List:

Payroll/Benefits	\$ 7,726,656.74
Transportation	\$ 1,127,362.05
Tuition (Spec. Ed./Charter)	\$ 659,131.89
Instruction	\$ 236,195.08
Facilities/Security	\$ 456,725.76
Capital Outlay	\$ 60,574.00
Grants	\$ 545,629.65
Food Service	\$ 62,017.67
Debt Service	\$ 2,383,534.38
Support Svcs/Co-Curricular/Athletics/Misc.	\$ 192,296.82
	\$13,450,124.04

2. Recommend the following designated depository for school funds:

Bank	Account Name	Authorized Signature	Required
PNC	WOHS Student Activity	Principal Assistant Principal Administrative Assistant SBA/BA ABA	2

3. Recommend approval of the following resolution: (Att. #5)

RESOLUTION AUTHORIZING AGREEMENT FOR CERTAIN LEGAL SERVICES ADOPTED BY THE BOARD OF EDUCATION OF WEST ORANGE IN THE COUNTY OF ESSEX

WHEREAS, there exists a need for specialized legal services in connection with the proposed refunding of the callable Refunding School Bonds issued February 1, 2012 in the original principal amount of \$31,535,000 and the authorization and the issuance of obligations by THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX (the “Board”), a body corporate of the State of New Jersey, including the review of such procedures and the rendering of approving legal opinions acceptable to the financial community; and

WHEREAS, such special legal services can be provided only by a recognized Bond Counsel firm, and the firm of McManimon, Scotland & Baumann, LLC, Roseland, New Jersey is so recognized by the financial community; and

WHEREAS, funds are or will be available for this purpose;

BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, AS FOLLOWS:

1. The law firm of McManimon, Scotland & Baumann, LLC, Roseland, New Jersey is hereby retained to provide specialized legal services necessary in connection with the proposed refunding of the callable Refunding School Bonds issued February 1, 2012 in the original principal amount of \$31,535,000 and the authorization and the issuance of obligations of the Board in accordance with and Agreement dated as of September 21, 2020 and submitted to the School District (the “Contract”).
2. The Contract is awarded without competitive bidding as a “Professional Service” in accordance with the Public Schools Contracts Law, N.J.S.A. 18A-18A-5(a)(1), because it is for services performed by persons authorized by law to practice a recognized profession.
3. A copy of this resolution as well as the contract shall be placed on file with the Secretary of the Board.
4. A notice in accordance with the Public School Contracts Law of New Jersey shall be published in the Newark Star Ledger.
4. Recommend approval of appointment of Phoenix Advisors, LLC, Bordentown, NJ as Municipal Advisor to the West Orange Township School District for the proposed refunding of the callable Refunding School Bonds issued February 1, 2012 in the original principal amount of \$31,535,000. (Att. #6)
5. Public Hearing for Refunding Bond Ordinance
6. Recommend approval of the following resolution: (Att. #7)

REFUNDING BOND ORDINANCE OF THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, NEW JERSEY, PROVIDING FOR THE REFUNDING OF ALL OR A PORTION OF THE OUTSTANDING CALLABLE REFUNDING SCHOOL BONDS OF THE SCHOOL DISTRICT, DATED FEBRUARY 1, 2012, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$31,535,000, APPROPRIATING NOT TO EXCEED \$19,000,000 THEREFOR AND AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$19,000,000 REFUNDING BONDS TO PROVIDE FOR SUCH REFUNDING

7. Recommend approval of the following resolution: (Att. #8)

RESOLUTION DETERMINING THE FORM AND OTHER DETAILS OF NOT TO EXCEED \$19,000,000 PRINCIPAL AMOUNT OF REFUNDING SCHOOL BONDS OF THE BOARD

**OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN
THE COUNTY OF ESSEX, NEW JERSEY AND PROVIDING
FOR THE SALE AND THE DELIVERY OF SUCH BONDS**

D. MISCELLANEOUS

1. Recommend approval of 2020-2021 Board Goals as per attached. (Att. #9)

VIII. PETITIONS AND HEARINGS OF CITIZENS

IX. REPORT FROM THE BOARD PRESIDENT AND/OR BOARD MEMBERS

X. NEXT BOARD MEETING to be held at 7:30 p.m. on October 5, 2020 virtually.

XI. EXECUTIVE SESSION (as deemed necessary)

WHEREAS: The Open Public Meetings Act, N.J.S.A. 10:4-11, permits the Board of Education to meet in closed session to discuss certain matters, now, therefore be it

RESOLVED: The Board of Education adjourns to closed session to personnel, legal and miscellaneous confidential matters. Be it further

RESOLVED: The minutes of this closed session will be made public when the need for confidentiality no longer exists.

XII. ADJOURNMENT

Second Reading/Adoption As Is Board Policies

September 21, 2020

POLICY #	POLICY TITLE	Must Adopt As Is
----------	--------------	---------------------

0000	BYLAWS	
0120	Authority and Powers	X
0131	Bylaws and Policies	X
0132	Executive Authority	X
0133	Adjudication of Disputes	X
0146	Board Member Authority	X
0148	Board Member Indemnification	X
0166	Executive Sessions	X
0169	Board Member use of Electronic Mail/Internet	X
0172	Duties of Treasurer of School Monies	X
0173	Duties of Public School Accountant	X
0175	Contracts with Independent Consultants	X
0176	Collective Bargaining and Contract Approval/Ratification	X
1000	ADMINISTRATION	
1100	District Organization	X
1120	Management Team	X
1130	Staff Liaison Committees	X
1210	Board-Superintendent Relations	X
1260	Incapacity of Superintendent	X
1331	Evaluation of Board Secretary	X
1350	Incapacity of SBA	X
1540	Administrators' Code of Ethics	X
1620	Administrative Employment Contracts	X
1631	Residency Requirement for Person Holding School District Office, Employment, or Position	X
2000	PROGRAM	
2428.1	Standards-Based Instructional Priorities	X
2431.3	Practice and Pre-Season Heat-Acclimation for School- Sponsored Athletics and Extra-Curricular Activities	X
2435	NJSIAA Random Testing for Athletics	X
2440	Summer Session	X
2560	Live Animals in School	X
2468	Independent Educational Evaluations	X
2530	Resource Materials	X
2531	Use of Copyrighted Materials	X
2631	NJ Quality Single Accountability Continuum	X
3000	TEACHING STAFF MEMBERS	

Second Reading/Adoption As Is Board Policies

September 21, 2020

POLICY #	POLICY TITLE	Must Adopt As Is
3111	Creating Positions	X
3112	Abolishing A Position	X
3125.2	Employment of Substitute Teachers	X
3126	District Mentoring Program	X
3141	Resignation	X
3142	Nonrenewal of Nontenured Teaching Staff Member	X
3143	Dismissal	X
3144	Certification of Tenure Charges	X
3144.3	Suspension Upon Certification of Tenure Charge	X
3150	Discipline	X
3152	Withholding an Increment	X
3161	Examination for Cause	X
3211	Code of Ethics	X
3212	Attendance	X
3217	Use of Corporal Punishment	X
3230	Outside Activities	X
3231	Outside Employment as Athletic Coach	X
3233	Political Activities	X
3245	Research Projects by Staff Members	X
3280	Liability for Student Welfare	X
3281	Inappropriate Staff Conduct	X
3282	Use of Social Networking Sites	X
3310	Academic Freedom	X
3324	Right of Privacy	X
3340	Grievance	X
3351	Healthy Workplace Environment	X
3381	Protection Against Retaliation	X
3410	Compensation	X
3420	Benefits	X
3425	Work Related Disability Pay	X
3425.1	Modified Duty Early Return to Work Program – Teaching Staff Members	X
3431.3	New Jersey’s Family Leave Insurance Program	X
3432	Sick Leave	X
3433	Vacations	X
3435	Anticipated Disability	X
3436	Personal Leave	X
3437	Military Leave	X
3439	Jury Duty	X
5000	STUDENTS	
5114	Children Displaced by Domestic Violence	X

Second Reading/Adoption As Is Board Policies

September 21, 2020

POLICY #	POLICY TITLE	Must Adopt As Is
5116	Education of Homeless Children	X
5305	Health Services Personnel	X
5337	Service Animals	X
5431	“Good Student” Status	X
5516.01	Student Tracking Devices	X
5520	Disorder and Demonstration	X
5615	Suspected Gang Activity	X
5710	Student Grievance	X
5721	Independent Publications	X
5770	Student Right of Privacy	X
5820	Student Government	X
5841	Secret Societies	X
6000	FINANCE	
6141	Tax Revenues	X
6160	Grants from Private Sources	X
6210	Fiscal Planning	X
6311	Contracts for Goods or Services Funded by Federal Grants	X
6320	Purchases Subject to Bid	X
6340	Multiple Year Contracts	X
6350	Competitive Contracting	X
6423	Expenditures for Non-Employee Activities, Meals, and Refreshments	X
6424	Emergency Contracts	X
6440	Cooperative Purchasing	X
6450	Choice of Vendor	X
6472	Tuition Assistance	X
6831	Withholding or Recovering State Aid	X
6832	Conditions or Receiving State Aid	X
7000	PROPERTY	
7101	Educational Adequacy of Capital Projects	X
7102	Site Selection and Acquisition	X
7130	School Closing	X
7300	Disposition of Property	X
7320	Lease of School Premises	X
7450	Property Inventory	X
7460	Energy Conservation	X
7480	Motor Vehicles on School Property	X
7490	Animals on School Property	X
7513	Recreational Use of Playgrounds	X
7523	School District Provided Technology Devices to Students	X
7610	Vandalism	X

Second Reading/Adoption As Is Board Policies

September 21, 2020

POLICY #	POLICY TITLE	Must Adopt As Is
----------	--------------	---------------------

8000	OPERATIONS	
8311	Managing Electronic Mail	X
8320	Personnel Records	X
8431	Preparedness for Toxic Hazard	X
8442	Reporting Accidents	X
8453	HIV/AIDS	X
8468	Crisis Response	X
8540	School Nutrition Programs	X
8613	Waiver of Student Transportation	X
8635	Student Transportation Vehicles and School Buses	X
8690	Monitoring Devices on School Vehicles	X
8740	Bonding	X
8760	Student Accident Insurance	X
8770	School Board Insurance	X
8810	Religious Holidays	X
8820	Opening Exercises/Ceremonies	X
9000	COMMUNITY	
9100	Public Relations	X
9160	Public Attendance At School Events	X
9230	Parental Responsibilities	X
9240	Rights of Parents	X
9260	Parental Liability for Vandalism	X
9323	Notification of Juvenile Offender Case Disposition	X
9324	Sex Offender Registration and Notification	X
9400	Media Relations	X
9550	Educational Research Projects	X
9560	Administration of School Surveys	X
9720	Solicitations by Vendors	X

2020-2021**Liberty and Roosevelt Middle School Co-Curricular Assignments**

Activity	Name	Location	Stipends	Account Code
Academically Speaking	Lisa Touzeau	Liberty	\$2,812	11.401.100.100.00.05.135
Helping Hands	Dianne Cardinali	Liberty	\$1,464	11.401.100.100.00.05.135
Newspaper	Lisette Villalobos	Liberty	\$2,187	11.401.100.100.00.05.135
STEM	Maria David	Liberty	\$732	11.401.100.100.00.05.135
STEM	Christina Faust	Liberty	\$732	11.401.100.100.00.05.135
Student Council	Vincent DeJesus	Liberty	\$1,406	11.401.100.100.00.05.135
Student Council	Alyssa Sylvester	Liberty	\$1,406	11.401.100.100.00.05.135
Voice	Heidi Brotzman	Liberty	\$732	11.401.100.100.00.05.135
Voice	Stephanie Nesbitt	Liberty	\$732	11.401.100.100.00.05.135
Academically Speaking	Joshua Goldfarb	Roosevelt	\$2,812	11.401.100.100.00.06.090
Culture Club	Leanna Amorim	Roosevelt	\$1,464	11.401.100.100.00.06.090
Environmental Club	Rebecca Kalinak	Roosevelt	\$1,464	11.401.100.100.00.06.090
Gender-Sexuality Alliance (GSA)	Hillary Rubenstein	Roosevelt	\$1,464	11.401.100.100.00.06.090
Poetry	Sandra Marmolejos	Roosevelt	\$1,464	11.401.100.100.00.06.090
STEM	Kimberly Nguyen	Roosevelt	\$1,464	11.401.100.100.00.06.090
Strategic Gaming (Chess)	Laura Santimauro	Roosevelt	\$1,464	11.401.100.100.00.06.090
Student Council	Tracey Nardone	Roosevelt	\$1,406	11.401.100.100.00.06.090
Student Council	Diane Varela	Roosevelt	\$1,406	11.401.100.100.00.06.090

**WEST ORANGE BOARD OF EDUCATION
EMPLOYMENT CONTRACT FOR
NON-CERTIFIED UNAFFILIATED STAFF MEMBER**

Contract Agreement: **West Orange Board of Education and Robert Csigi, Director of Buildings and Grounds**

This Agreement contains the entire understanding between parties. No modification, alteration or amendment of this Agreement shall be effective unless same shall be in writing and signed by both of the parties hereto.

It is agreed between the parties hereto that this Agreement may, at any time hereafter and subject to applicable New Jersey laws, be terminated, with or without cause, by either party upon giving of sixty (60) days notice in writing of intention to terminate same.

Employee reserves the right to obtain the restoration of contract provisions that were modified, to the detriment of Employee, as a direct result of the July 2008 Accountability Regulations and/or of related directives from the Office of the Executive County Superintendent, following any legal action that permits or requires same.

A. Duties Employee shall have the duties as described in the current Board-approved job description for the position in which employed.

B. Salary Employee shall receive \$149,639.00 from July 1, 2020 to June 30, 2021. (Base Salary \$137,235.00, Longevity \$6,404.00, Stipend \$6,000.00)
*Employee is eligible for a minimum of a 2% increase on his base salary upon ratification of the WOAA collective bargaining agreement.

C. Work Year Employee shall work from to July 1, 2020 to June 30, 2021. The work year is referred to as a 12 month contract.

D. Vacation Days 22 Days
Employee shall receive a vacation of twenty two (22) working days, accumulated at the rate of 1.83 days per month worked from July 1, 2020 to June 30, 2021. To be used after July 1, 2021. Five (5) days may be carried over from the previous year. All days carried over must be used in the work year or those days are forfeited. All vacation days must be approved by the Superintendent of Schools.

E. Unused Vacation Days Payment for unused vacation days upon retirement or resignation shall be at the rate of 1/240th of the current per diem amount in the year of retirement or resignation. The accrual of, and payment for, unused vacation leave shall be consistent with NJSA 18A:30-9 and NJAC 6A:23A-3.1.

F. Holidays 18 Days
Employee will follow the Central Office Calendar as approved annually by the Board of Education.

- G. Sick Days 12 per year
Employee shall receive twelve (12) days absence annually with full salary for sickness.
- H. Accumulated Sick Leave Compensation for unused sick days shall be consistent with N.J.S.A. 18A:30-3.5 and supplemental compensation based upon accumulated unused sick leave shall, upon retirement, be eligible to receive for any unused leave not more than the amount so previously accumulated or not more than \$15,000, whichever is greater. Compensation for unused sick days shall be paid at a rate of 1/240th of the current year salary multiplied by the number of accumulated sick days.
- I. Personal Business 3 per year
Employee shall receive three (3) days of personal leave annually, with full pay, without explanation. Personal leave days not used during the school year will be converted to sick days at the end of the school year and added to the employee's accumulated sick leave.
- J. Emergency Days 5 per year
Employee may be allowed a maximum of five (5) days with full salary because of death or serious illness within the immediate family. One day will be allowed for the death of a non-immediate family member. Emergency days will be forfeited if not used by June 30, 2021.
- K. Health Insurance Employee shall receive health benefits, which includes dental and prescription, consistent with the benefits provided by the Board to all employees. Employee shall contribute to his health care coverage at the Tier IV rates set forth in Ch. 78, P.L. 2011.
- L. Health Benefit Cont. Employee's contribution to payment of health benefits shall be consistent with N.J.S.A. 18A:16-17 et seq.
- M. Conferences Employee is permitted to attend one (1) national conference and two (2) state conferences annually. All conferences must be approved by the Superintendent of Schools.
- N. Association Dues Employee shall have association dues paid by the Board.
- O. Travel Reimbursement will be provided in accordance with the Commissioner of Education's March 17, 2008 memorandum in accordance with 18A:11-12 with respect to travel and meal reimbursements as promulgated by the New Jersey Office of Management and Budget (OMB).

Robert Csigi
Director of Buildings and Grounds

Date

John Calavano
Business Administrator/Board Secretary

Date

Ken Alper
President, Board of Education

Date

A G R E E M E N T

THIS AGREEMENT, made as of this _____ day of _____, 2020, between THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, New Jersey, hereinafter designated as the "School District" and sometimes referred to herein as the "School District," party of the first part, and McMANIMON, SCOTLAND & BAUMANN, LLC, Attorneys at Law, with offices at 75 Livingston Avenue, Roseland, New Jersey, hereinafter designated as "Bond Counsel," party of the second part:

WITNESSETH:

1. The School District desires to authorize the issuance of School District obligations for various capital projects and other purposes and to provide for the terms and the security of such bonds and notes in accordance with Title 18A, Education, of the New Jersey Statutes and other applicable laws or to provide for its capital projects and financings by some alternative means. The School District desires to undertake such transactions at the most advantageous terms available to it.

2. Bond Counsel, in consideration of the making and the signing of the within Agreement, agrees to render the following services to the School District:

A. Bond Counsel will advise the School District as to the alternate methods of financing capital projects and other purposes.

B. Bond Counsel will prepare a tentative time-table for the steps to be taken for any financing and will submit it for review to the appropriate Board representatives.

C. Bond Counsel will draft the resolution authorizing any proposal to be submitted to the voters at a special or annual school district election.

D. Bond Counsel will help make necessary applications to appropriate State agencies.

E. Upon approval by the voters, Bond Counsel will work, together with the appropriate representatives of the Board, to assemble and to review a record of proceedings.

F. When the School District determines to issue bonds, Bond Counsel will prepare the necessary resolutions or other operative documents to set up the bond sale. Bond Counsel will see to the printing and to the distribution of the Official Statement to those financial institutions that customarily submit bids for new bond issues of that type. Bond Counsel will arrange for the publication of the notice of sale in The Bond Buyer and other required places and will answer inquiries made by the investment community concerning the bond sale. Bond Counsel will attend the bond sale and will render legal advice as necessary concerning the submission of bids for the bonds in accordance with the notice of sale and the requirements of law. After the bond sale, Bond Counsel will prepare

the bonds for execution, will prepare and will see to the execution of the necessary closing certificates and will establish the time and the place for the delivery of the bonds to the successful bidder. Bond Counsel will attend the closing, at which time the bonds will be delivered, payment will be made for the bonds and Bond Counsel will issue a final approving legal opinion with respect to the validity of the bonds.

G. Should the School District determine to engage in short-term financing through the issuance of temporary notes or other obligations, Bond Counsel will prepare the necessary resolutions or other operative documents to authorize the sale of such notes or obligations. When the purchaser and the details of the obligations have been determined, Bond Counsel will prepare the obligations for execution and will prepare the appropriate closing papers and an approving legal opinion with respect to the obligations. Generally it is not necessary for Bond Counsel to attend the closing for notes. The School District will be authorized to release the approving legal opinion of Bond Counsel when the appropriate closing documents are executed and delivered and payment for the notes has been received. Unless requested otherwise, Bond Counsel will forward notes, closing papers and the approving legal opinion to the Business Administrator for execution and delivery.

H. Bond Counsel will provide advice in regard to the effect of arbitrage regulations on the issuance of bonds, temporary notes or other obligations and the investment of the proceeds thereof.

I. In the event the School District decides to enter into a capital lease, equipment lease or energy savings improvement program financing, Bond Counsel will advise the School District as to alternatives and the appropriate procedures, will draft all necessary documents and instruments, will assist in the application for any necessary State approvals and will deliver an opinion as to the validity and the enforceability of the lease or other obligations and the exemption from federal income taxes of the portion of any payment deemed to be interest on the obligation.

3. The School District will make payment to Bond Counsel for services rendered in accordance with the following schedule:

A. For basic services rendered in connection with the preparation for a bond referendum through the review of the record of proceedings in connection therewith, the fee will be \$5,000.

B. For basic services rendered in connection with a permanent bond sale, the fee will be \$3,500, plus \$1.00 per thousand dollars of bonds issued for the first \$15,000,000 and \$.75 per thousand dollars of any bonds in excess of \$15,000,000.

C. The base fee for each temporary financing issue not involving preparation of an Official Statement or attendance at the closing shall be \$.50 per thousand dollars of notes for the first \$15,000,000 notes issued and \$.40 per thousand dollars of notes for any notes issued over the first \$15,000,000, with a minimum fee of \$1,000 for temporary notes.

D. The following services will be rendered at an hourly rate of \$215 for attorney time and \$135 per hour for legal assistants: services rendered in connection with arbitrage compliance and related tax analysis, services involving offering, disclosure, official statement or private placement due diligence assistance work in connection with the issuance of obligations, attendance at meetings, attention to any litigation that may occur, construction contract drafting or negotiations and procurement advice, including review or drafting of power purchase agreements, negotiation or drafting of applications for financial assistance including BPU grants, energy rebates, tax credits, solar renewal energy certificates or similar financial programs, applications to State agencies, including the State Department of Education, the Local Finance Board, the Schools Development Authority or other agencies, review of documents and rendering of legal opinions required in connection with the issuance of a credit support such as bond insurance or a letter of credit, applications to the Federal Reserve Bank for investments of proceeds of obligations in State and Local Government Series Obligations and unique research and analysis and services rendered beyond the scope of the services described in this Agreement. In the event any transaction cannot be completed except for a refunding issue as set forth below, the fee to be charged will be a reasonable one, based on the services performed and the hourly rates set forth in this subsection.

E. For services rendered in connection with energy savings obligation refunding bonds or equipment lease purchase agreements under an Energy Savings Improvement Program, an energy savings equipment lease or a capital facilities lease, the base fee will be \$15,000 plus \$1.00 per thousand dollars of securities issued.

F. For services rendered in connection with an ordinary equipment lease in an amount not exceeding \$1,000,000, our fee will be \$3,500; in an amount not exceeding \$2,000,000, our fee will be \$4,500; in an amount not exceeding \$3,000,000, our fee will be \$5,500; in an amount not exceeding \$4,000,000, our fee will be \$6,500; and in an amount not exceeding \$5,000,000, our fee will be \$7,500.

G. For the proposed refunding of the callable Refunding School Bonds issued February 1, 2012 in the original principal amount of \$31,535,000, our fee will be \$30,000. In the event of any other refunding issue to provide for the payment of a prior issue of bonds, a fee will be quoted based upon the structure of the proposed financing and the services required. Services rendered for such a transaction are performed on a contingency basis. That is, payment will be made to Bond Counsel by the School District only in the event that the refunding transaction closes.

H. In the event that a bond sale is held but all bids are rejected or the sale is cancelled, or a transaction is abandoned prior to completion, or this Agreement is terminated prior to the sale of bonds or completion of a transaction, the fee to be charged shall be a reasonable one, based on the services performed at the hourly rates set forth herein.

I. Customary disbursements shall be added to the fees referred to in this Agreement. These may include photocopying, express delivery charges, travel

expenses, telecommunications, filing fees, computer assisted research, book binding, messenger service or other costs advanced on behalf of the School District.

4. This Agreement shall be in full force and effect until such time as either party gives written notice to the other of termination. It is anticipated that it will remain in effect until completion of the District's capital project.

5. Bond Counsel and the School District incorporate into this contract the mandatory language of N.J.A.C. 17:27-3.5(a) and N.J.A.C. 17:27-3.7 promulgated pursuant to N.J.S.A. 10:5-31 to 38 (P.L. 1975, c. 127, as amended and supplemented from time to time), and Bond Counsel agrees to comply fully with the terms, the provisions and the conditions of N.J.A.C. 17:27-3.5(a) and N.J.A.C. 17:27-3.7.

6. Bond Counsel and the School District hereby incorporate into this contract the provisions of Title 11 of the Americans With Disabilities Act of 1990 (the "Act") (42 USC S121 01 et seq.), which prohibits discrimination on the basis of disability by public entities in all services, programs and activities provided or made available by public entities, and the rules and regulations promulgated thereunder.

IN WITNESS WHEREOF, the School District has caused this Agreement to be duly executed by its proper officers and has caused its corporate seal to be hereto affixed, and Bond Counsel has caused this Agreement to be duly executed by the proper party as of the day and year first above written.

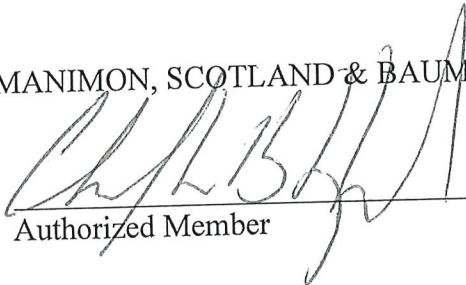
THE BOARD OF EDUCATION OF THE
TOWNSHIP OF WEST ORANGE IN THE
COUNTY OF ESSEX

By: _____
President

ATTEST:

Secretary

McMANIMON, SCOTLAND & BAUMANN, LLC

By: 
Authorized Member



August 21, 2020

John Calavano, Business Administrator
West Orange Township School District
179 Eagle Rock Avenue
West Orange, NJ 07052

**Re: Addendum to Appointment of Phoenix Advisors, LLC as Municipal Advisor to:
West Orange Township School District**

Phoenix Advisors, LLC, an independent Municipal Advisor registered with the Securities & Exchange Commission (the "SEC") and the Municipal Securities Rulemaking Board (the "MSRB"), under an agreement dated July 1, 2020 has been appointed as Municipal Advisor by West Orange Township School District.

Now that you have asked Phoenix Advisors to perform specific municipal advisory services relating to this issuance, we are providing the appropriate scope of services document and our compensation arrangement for work in connection with this engagement.

We are also providing a disclosure document concerning potential conflicts of interest that may arise depending on the method of compensation we use for this issuance. The MSRB requires all registered Municipal Advisors to provide this document to you.

We are further required by regulators to have written evidence in our files that you acknowledge, understand and have agreed to our engagement. Please sign below and return a copy to us, by email attachment or by regular mail, at your earliest convenience. Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Anthony P. Inverso", is written over a horizontal line.

**Anthony P. Inverso, Senior Managing
Director**

Acknowledgement,

By: _____

**West Orange Township School
District**

625 Farnsworth Avenue, Bordentown, New Jersey 08505

Voice: 609-291-0130

www.muniadvisors.com

Fax: 609-291-9940

SCOPE OF SERVICES – DEBT ISSUANCE

To assure that you have a complete understanding of an entire transaction Phoenix Advisors, LLC, (the “Municipal Advisor”), is active at each juncture of your transactions to personally and professionally guide you and respond to your concerns and questions. Below is an outline of services which may be provided during the financing process. This outline is not finite – we expect to do those things necessary and appropriate to bring your transaction to a successful conclusion.

I. Plan Strategy and Structure

The Municipal Advisor will research and analyze your outstanding debt to craft a financing solution that satisfies your needs now and into the future. Among the services that are provided to achieve these goals are:

- a. Identify and analyze
 - i. Review financing structures, options and concepts.
 - ii. Make recommendations to you based upon cost-benefit and market analysis.
- b. Develop and put forward a sound plan of finance.
 - i. Constructed analyses.
 - ii. Make recommendations concerning maturity structure, credit enhancement, early redemption features, and more.
 - iii. Address existing financial strengths, weaknesses, and growth patterns.

II. Coordinate the Financing Process

The Municipal Advisor coordinates the many steps of your transaction adding organization and capability to the financing process. The Municipal Advisor will:

- a. Establish a Timetable that outlines key events, dates and responsibilities and maintain a contact list of transaction participants.
- b. Coordinate the financing by, as appropriate, scheduling meetings, assigning work product responsibility, and communicating with finance team members.
- c. Assist in obtaining the approval of oversight entities, if needed, by making appropriate application and clear and concise presentations.
- d. Provide practical business, not legal, advice as to critical components and appropriate language of financing documents to aid in their completion and market acceptance.
- e. Assist in preparation of the offering document, i.e. the Official Statement
- f. Ensure that the current needs and requirements of investors, insurers, and bidders are met by the contents of the document.
- g. Develop a rating agency strategy and prepare a comprehensive rating presentation to obtain a rating that best reflects your overall financial position.
- h. Evaluate and recommend required or value-added third-party services and products.

III. Execute the Plan

When your transaction is ready for sale, whether competitive or negotiated, your Municipal Advisor take many valuable steps the goal of which is to achieve the appropriate interest cost and successful closing. Among these steps are:

- a. Provide statistics and points of reference
 - i. Gauge the overall market climate.
 - ii. Monitor the market
 - iii. Provide a recommendation for timing of your sale
 - iv. Work to schedule your debt offering under the most advantageous market conditions available.
- b. Present information to potential investors and bidding underwriters
 - i. Alert them of your debt offering and its characteristics.
 - ii. As appropriate, coordinate and conduct to present the financing to investors.
 - iii. Act to bolster demand in the market.
- c. Assemble valuable statistics and comparisons proximate to your sale
 - i. Assist in evaluating the interest rates received
 - ii. Assure understanding of recommendations made concerning the sale.
- d. Be active in your sale
 - i. Coordinate day of sale activities
 - ii. Providing real-time translation of events during competitive bid submission.
 - iii. In negotiated transactions, have active dialogue with underwriters during the interest setting process in juxtaposition to their interests to guard yours.
- e. After the sale
 - i. Coordinate and monitor details of your closing.
 - ii. Prepare memorandum directing the movement of funds.
- f. If requested, provide information about the effective investment of the transaction's proceeds. The Municipal Advisor can serve as your agent in obtaining investments designed to match your need for funds. In either capacity, the Municipal Advisor will not act as an investment manager.

IV. Follow-Up Reporting and Analyses

Our relationship with you is an ongoing process, not just a single transaction. As Municipal Advisor we stay by your side after closing. We will:

- a. Provide a permanent laminated debt service schedule, a clear presentation of your debt service requirements to be used during budget preparation and on debt service payment dates.
- b. Create reports and analysis summarizing your transaction suitable to share, as you may choose, with others.
- c. Monitor outstanding debt for opportunities to save through the refunding of prior issues.
- d. Alert you when a drop-off in debt service presents the occasion to layer in new debt.
- e. Review financing proposals presented to you.
- f. Regularly provide updates on the economy.
- g. Always be available to consult with you concerning any questions that arise.

Compensation

The services offered by Phoenix Advisors, LLC will greatly enhance your ability to structure and manage all areas of debt financing. Our value-added services result in savings of time, effort and, importantly, interest cost. This means you save money over the entire life of the financing.

Importantly, our fee is all-inclusive. We do not charge for out-of-pocket expenses, fees for travel time, or attendance at meetings. Out-of-pocket expenses are always difficult for a client to monitor and can ultimately be significant. We know that this is a unique and important feature of Phoenix Advisors compensation. Also, we earn and collect our fee only upon the successful sale and closing of your financing.

Compensation is as follows:

For Bonds Issued:

\$9,500 plus \$0.50 per \$1,000 issued

Out-of-Pocket Expenses.....None

REFUNDING BOND ORDINANCE OF THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, NEW JERSEY, PROVIDING FOR THE REFUNDING OF ALL OR A PORTION OF THE OUTSTANDING CALLABLE REFUNDING SCHOOL BONDS OF THE SCHOOL DISTRICT, DATED FEBRUARY 1, 2012, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$31,535,000, APPROPRIATING NOT TO EXCEED \$19,000,000 THEREFOR AND AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$19,000,000 REFUNDING BONDS TO PROVIDE FOR SUCH REFUNDING

BE IT ORDAINED BY THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, NEW JERSEY (not less than two-thirds of all members thereof affirmatively concurring) AS FOLLOWS:

Section 1. The Board of Education of the Township of West Orange in the County of Essex, New Jersey (the "School District") is hereby authorized to refund all or a portion of the outstanding callable Refunding School Bonds of the School District issued in the original principal amount of \$31,535,000 and dated February 1, 2012 (the "2012 Bonds"). The 2012 Bonds maturing on or after November 1, 2022 (the "Refunded Bonds") may be redeemed at the option of the School District in whole or in part on any date on or after November 1, 2021 at a redemption price equal to 100% of the Refunded Bonds.

Section 2. In order to finance the cost of the purpose described in Section 1 hereof, negotiable refunding bonds (the "Refunding Bonds") are hereby authorized to be issued in the aggregate principal amount not to exceed \$19,000,000 pursuant to N.J.S.A. 18A:24-61 et seq.

Section 3. An aggregate amount not exceeding \$250,000 for items of expense listed in and permitted under N.J.S.A. 18A:24-61.4 has been included in the aggregate principal amount of Refunding Bonds authorized herein.

Section 4. The purpose of the refunding is to incur an interest cost savings for the School District.

Section 5. A supplemental debt statement has been prepared and filed in the offices of the Township Clerk and the Business Administrator/Board Secretary and in the office of the Director of the Division of Local Government Services in the Department of Community Affairs of the State of New Jersey as required by law. Such statement shows that the gross debt of the Township as defined in the Local Bond Law and the school debt of the School District is increased by the amount the Refunding Bond authorization exceeds the amount of the proposed refunded bonds.

Section 6. No Local Finance Board approval is required as the issuance of the Refunding Bonds will comply with the requirements of N.J.A.C. 5:30-2.5.

Section 7. The Board President, the Superintendent, the Business Administrator/Board Secretary and other appropriate representatives of the School District are hereby authorized to prepare such documents, to publish such notices and to take such other actions as are necessary or desirable to enable the School District to prepare for the sale and the issuance of the Refunding Bonds authorized herein and to provide for the redemption of the 2012 Bonds referred to in Section 1 hereof.

Section 8. This bond ordinance shall take effect immediately after final adoption.

**RESOLUTION DETERMINING THE FORM AND OTHER
DETAILS OF NOT TO EXCEED \$19,000,000 PRINCIPAL
AMOUNT OF REFUNDING SCHOOL BONDS OF THE
BOARD OF EDUCATION OF THE TOWNSHIP OF WEST
ORANGE IN THE COUNTY OF ESSEX, NEW JERSEY
AND PROVIDING FOR THE SALE AND THE DELIVERY
OF SUCH BONDS**

BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, NEW JERSEY (not less than two-thirds of all members thereof affirmatively concurring) AS FOLLOWS:

Section 1. The Board of Education of the Township of West Orange in the County of Essex, New Jersey (referred herein as the "Board of Education" or "Board") hereby authorizes the sale, in one or more series, of an amount not to exceed \$19,000,000 Refunding School Bonds (the "Bonds") by virtue of its final adoption by a two-thirds majority vote of its full membership on September 21, 2020 of a bond ordinance entitled, "Refunding Bond Ordinance of The Board of Education of the Township of West Orange in the County of Essex, New Jersey, Providing for the Refunding of All or a Portion of the Outstanding Callable Refunding School Bonds of the School District, Dated February 1, 2012, Issued in the Original Principal Amount of \$31,535,000, Appropriating Not to Exceed \$19,000,000 Therefor and Authorizing the Issuance of Not to Exceed \$19,000,000 Refunding Bonds to Provide for Such Refunding" (the "Bond Ordinance").

Section 2. The Bonds are hereby authorized to be sold to or upon the order of RBC Capital Markets as underwriter or placement agent (in either case referred to herein as the "Underwriter") upon terms and conditions recommended by Phoenix Advisors, LLC, the Board's municipal advisor (the "Municipal Advisor") pursuant to a purchase contract to be entered into

by and between the Underwriter and the Board (the "Purchase Contract") in accordance with this resolution. The purchase price for the Bonds shall be as set forth in the Purchase Contract, plus unpaid accrued interest, if any, from the dated date of the Bonds to, but not including, the delivery date of the Bonds. The Board President, Superintendent and/or Business Administrator/Board Secretary is hereby authorized to enter into the Purchase Contract on behalf of the Board with the Underwriter in a form satisfactory to McManimon, Scotland & Baumann, LLC, bond counsel for the Board ("Bond Counsel") for the sale of the Bonds to the Underwriter in accordance with the provisions of this resolution. The signature of the Board President, Superintendent or Business Administrator/Board Secretary on the Purchase Contract shall be conclusively presumed to evidence any necessary approvals.

Section 3. The Bonds are being issued to incur interest cost savings by redeeming all or a portion of the callable outstanding refunding school bonds of the Board originally issued in the principal amount of \$31,535,000 and dated February 1, 2012, which bonds maturing on or after November 1, 2022 (the "Refunded Bonds") are redeemable at the option of the Board in whole or in part on any date on or after November 1, 2021 (the "Redemption Date") at par (the "Redemption Price"), plus in each case accrued interest, if any, to the date fixed for redemption.

Section 4. The Bonds shall be issued in accordance with the terms and the conditions set forth in the Purchase Contract within the parameters set forth herein:

(A) The Bonds shall be issued in a par amount which, when or if invested, are determined to be necessary to pay costs of issuance and to provide for payment of the Redemption Price of the Refunded Bonds on the Redemption Date, and the interest due on the Refunded Bonds through the Redemption Date;

(B) The Bonds shall be dated such date as established in the Purchase Contract;

(C) The Bonds shall mature in the principal amounts on or about November 1 of each year, commencing on or about May 1, 2021 and thereafter or as otherwise set forth in the Purchase Contract and shall bear interest at interest rates per annum on the unpaid principal balance on each May 1 and November 1 until maturity, commencing on or about May 1, 2021 or as otherwise set forth in the Purchase Contract;

(D) The Bonds shall be issued in the form of one bond for each maturity except if all or any portion of the Bonds are issued as term bonds or if the Purchase Contract provides otherwise;

(E) The Bonds may be numbered consecutively from R-1 upward and shall mature in such principal amounts with such mandatory call features and with such mandatory sinking fund payments as set forth below and as determined in the Purchase Contract;

(F) The Bonds may be subject to optional redemption or not as set forth in the Purchase Contract;

(G) Depending on market conditions at the time of the sale and if applicable, the Bonds may be issued in one or more series on a taxable or tax-exempt basis as determined by the Business Administrator/Board Secretary, in consultation with Bond Counsel and with the Municipal Advisor.

Section 5. The Bonds shall be substantially in the following form with such additions, deletions and omissions and other changes as may be necessary for the Board to conform the Bonds to the requirements of the Purchase Contract:

**SAMPLE BOND FORM FOR INFORMATION
ONLY – DO NOT COMPLETE**

REGISTERED
NUMBER R- ____

REGISTERED
\$ _____

UNITED STATES OF AMERICA
STATE OF NEW JERSEY

THE BOARD OF EDUCATION
OF THE TOWNSHIP OF WEST ORANGE
IN THE COUNTY OF ESSEX

REFUNDING SCHOOL BOND

DATED DATE:	MATURITY DATE:	RATE OF INTEREST PER ANNUM:	CUSIP:
__/__/2020	11/01/20__	_____%	_____

THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, New Jersey (the "Board of Education") hereby acknowledges itself indebted and for value received promises to pay to CEDE & CO., as nominee of The Depository Trust Company, which will act as Securities Depository, on the Maturity Date specified above, the principal sum of _____ DOLLARS (\$_____) and to pay interest on such sum from the Dated Date set forth above at the Rate of Interest Per Annum specified above semiannually on the first day of May and November in each year until maturity commencing on May 1, 2021. Interest on this bond will be paid to the Securities Depository by the Board of Education and will be credited to the participants of The Depository Trust Company as listed on the records of The Depository Trust Company as of the April 15 and October 15 next preceding the date of such payments (the "Record Dates" for such payments). Principal of this bond, upon presentation and surrender to the Board of Education, will be paid to the Securities Depository by the Board of Education and will be credited to the participants of The Depository Trust Company.

This bond is not transferable as to principal or interest except to an authorized nominee of The Depository Trust Company. The Depository Trust Company shall be responsible for maintaining the book-entry system for recording the interests of its participants or the transfers of the interests among its participants. The participants are responsible for maintaining records regarding the beneficial ownership interests in the bond on behalf of individual purchasers.

[INSERT REDEMPTION PROVISIONS IF APPLICABLE]

This bond is one of an authorized issue of bonds and is issued pursuant to Title 18A, Education, Chapter 24, of the New Jersey Statutes and the refunding bond ordinance finally adopted by the Board of Education on September 21, 2020, in all respects duly approved. Payment of this obligation is secured under the provisions of the New Jersey School Bond Reserve Act, P.L. 1980, c. 72, approved July 16, 1980, as amended by P.L. 2003, c.118, approved July 1, 2003, in accordance with which an amount equal to 1% of the aggregate outstanding bonded indebtedness (but not to exceed the moneys available in the fund) of New Jersey counties, municipalities and school districts for school purposes as of September 15 of each year, is held within the State Fund for the Support of Free Public Schools as a school bond

reserve pledged by law to secure payments of principal and interest due on such bonds in the event of the inability of the issuer to make payment.

The full faith and credit of the Board of Education are hereby irrevocably pledged for the punctual payment of the principal of and the interest on this bond according to its terms.

It is hereby certified and recited that all conditions, acts and things required by the constitution or the statutes of the State of New Jersey to exist, to have happened or to have been performed precedent to or in the issuance of this bond exist, have happened and have been performed and that the issue of bonds of which this is one, together with all other indebtedness of the Board of Education, is within every debt and other limit prescribed by such constitution or statutes.

IN WITNESS WHEREOF, THE BOARD OF EDUCATION OF THE TOWNSHIP OF WEST ORANGE IN THE COUNTY OF ESSEX, NEW JERSEY has caused this bond to be executed in its name by the manual or facsimile signature of its President, its corporate seal to be hereunto imprinted or affixed, this bond and the seal to be attested by the manual signature of its Secretary, and this bond to be dated the Dated Date as specified above.

THE BOARD OF EDUCATION OF THE
TOWNSHIP OF WEST ORANGE IN THE
COUNTY OF ESSEX, NEW JERSEY

[BOARD SEAL]
ATTEST:

By: [executed upon issuance of bonds]
President

By: [executed upon issuance of bonds]
Secretary

[END OF SAMPLE BOND FORM]

Section 6. The Bonds shall have printed thereon a copy of the written opinion with respect to the Bonds that is to be rendered by Bond Counsel, complete except for omission of its date. The Business Administrator/Board Secretary is hereby authorized and directed to file a signed duplicate of such written opinion in the Business Administrator/Board Secretary's office. Alternatively, each Bond may be accompanied by the signed legal opinion or copy thereof.

Section 7. Bond Counsel is authorized to arrange for the printing of the Bonds. The proper officials of the Board are hereby authorized and directed to execute the Bonds and to

deliver them to the Purchaser in exchange for payment, including accrued interest from their date to the date of delivery, if any.

Section 8. The Business Administrator/Board Secretary is hereby authorized to make representations and warranties, to enter into agreements and to make all arrangements with The Depository Trust Company, New York, New York as may be necessary in order to provide that the Bonds will be eligible for deposit with The Depository Trust Company and to satisfy any obligation undertaken in connection therewith.

Section 9. In the event that The Depository Trust Company may determine to discontinue providing its service with respect to the Bonds or is removed by the Board of Education and if no successor Securities Depository is appointed, the Bonds which were previously issued in book-entry form shall be converted to Registered Bonds (the "Registered Bonds") in denominations of \$5,000, or any integral multiple thereof. The beneficial owner under the book-entry system, upon registration of the Bonds held in the beneficial owner's name, will become the registered owner of such Registered Bonds. The Board shall be obligated to provide for the execution and delivery of the Registered Bonds in certificate form.

Section 10. If the Bonds are issued as tax exempt, the Board hereby covenants that it will comply with any conditions subsequent imposed by the Internal Revenue Code of 1986 (the "Code") in order to preserve the exemption from taxation of interest on the Bonds, including the requirement to rebate all net investment earnings on the gross proceeds above the yield on the Bonds, and that it will refrain from taking any action that would adversely affect the tax exemption of the Bonds under the Code. The Board authorizes the Business Administrator/Board Secretary when appropriate to act and determine on behalf of the Board whether the Bonds will be designated as "bank qualified" within the meaning of Section 265 of the Code.

Section 11. Solely for purposes of complying with Rule 15c2-12 of the Securities and Exchange Commission, as amended and interpreted from time to time (the "Rule"), and provided that the Bonds are not exempt from the Rule and provided that the Bonds are not exempt from the following requirements in accordance with paragraph (d) of the Rule, for so long as the Bonds remain outstanding (unless the Bonds have been wholly defeased), the Board of Education shall provide for the benefit of the holders of the Bonds and the beneficial owners thereof:

(a) On or prior to February 1 of each year, beginning February 1, 2021, electronically to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") system or such other repository designated by the SEC to be an authorized repository for filing secondary market disclosure information, if any, annual financial information with respect to the Board of Education consisting of the audited financial statements (or unaudited financial statements if audited financial statements are not then available, which audited financial statements will be delivered when and if available) of the Board of Education and certain financial information and operating data consisting of (1) Board of Education indebtedness; (2) property valuation information; and (3) tax rate, levy and collection data. The audited financial statements will be prepared in accordance with generally accepted accounting principles as modified by governmental accounting standards as may be required by New Jersey law;

(b) if any of the following material events occur regarding the Bonds, a timely notice not in excess of ten business days after the occurrence of the event sent to EMMA:

- (1) Principal and interest payment delinquencies;
- (2) Non-payment related defaults, if material;
- (3) Unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) Unscheduled draws on credit enhancements reflecting financial

- difficulties;
- (5) Substitution of credit or liquidity providers, or their failure to perform;
 - (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the security, or other material events affecting the tax status of the security;
 - (7) Modifications to rights of security holders, if material;
 - (8) Bond calls, if material, and tender offers;
 - (9) Defeasances;
 - (10) Release, substitution, or sale of property securing repayment of the securities, if material;
 - (11) Rating changes;
 - (12) Bankruptcy, insolvency, receivership or similar event of the obligated person;
 - (13) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;
 - (14) Appointment of a successor or additional trustee or the change of name of a trustee, if material;
 - (15) Incurrence of a Financial Obligation of the Board, if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a Financial Obligation, any of which affect holders of the Bonds, if material;
 - (16) Default, event of acceleration, termination event, modification of terms or other similar events under a Financial Obligation of the Board, if any such event reflects financial difficulties.

For the purposes of the event identified in subparagraph (12) above, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person.

The term "Financial Obligation" as used in subparagraphs (b)(15) and (b)(16) above means a (i) debt obligation, (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation or (iii) guarantee of

(i) or (ii); provided, however, that the term "Financial Obligation" shall not include municipal securities as to which a final official statement has been provided to the Municipal Securities Rulemaking Board consistent with the Rule.

Notice of failure of the Board of Education to provide required annual financial information on or before the date specified in this resolution shall be sent in a timely manner to EMMA.

If all or any part of the Rule ceases to be in effect for any reason, then the information required to be provided under this resolution, insofar as the provision of the Rule no longer in effect required the provision of such information, shall no longer be required to be provided.

The Business Administrator/Board Secretary shall determine, in consultation with Bond Counsel, the application of the Rule or the exemption from the Rule for each issue of obligations of the Board of Education prior to their offering. Such officer is hereby authorized to enter into additional written contracts or undertakings to implement the Rule and is further authorized to amend such contracts or undertakings or the undertakings set forth in this resolution, provided such amendment is, in the opinion of nationally recognized bond counsel, in compliance with the Rule.

In the event that the Board of Education fails to comply with the Rule requirements or the written contracts or undertakings specified in this resolution, the Board of Education shall not be liable for monetary damages, remedy being hereby specifically limited to specific performance of the Rule requirements or the written contracts or undertakings therefor.

Section 12. If required by the Purchase Contract, the Board hereby approves the preparation and the distribution of a Preliminary Official Statement in a form to be approved by the Business Administrator/Board Secretary. Such Official Statement may be distributed in

preliminary form and deemed final for purposes of Rule 15c2-12 of the Securities and Exchange Commission on behalf of the Board by the Business Administrator/Board Secretary. The Preliminary Official Statement shall be prepared in final form in connection with the issuance of the Bonds, and the Business Administrator/Board Secretary is authorized to execute any certificates necessary in connection with the distribution of the Official Statement. Final Official Statements shall be delivered to the Purchaser within the earliest of seven business days following the sale of the Bonds or to accompany the Purchaser's confirmations that request payment for the Bonds. Bond Counsel, the Board's auditor, Suplee, Clooney & Company, and/or the Municipal Advisor are further authorized to arrange on behalf of the Board of Education for a rating for the Bonds from S&P Global Ratings, acting through Standard & Poor's Financial Services LLC, and/or Moody's Investors Service, and all such actions taken to date are hereby ratified.

Section 13. The Business Administrator/Board Secretary, with the advice of the Municipal Advisor, is authorized to arrange for bond insurance if advantageous based on the advice of the Underwriter to be provided at a premium not to exceed 175 basis points of the amount of principal and interest payable in order to obtain the best possible rates and the most cost effective financing and is authorized to take all steps on behalf of the Board necessary to do so.

Section 14. The Business Administrator/Board Secretary, with the advice of Bond Counsel, shall arrange for paying agent services or redemption agent services with a banking institution if any portion of the Bonds are term bonds requiring a sinking fund.

Section 15. The Business Administrator/Board Secretary is also authorized and directed to pay the costs of issuance in connection with the sale of the Bonds pursuant to a

certificate of the Business Administrator/Board Secretary to be executed upon delivery of the Bonds in an aggregate amount not to exceed the amount outlined in the Bond Ordinance.

Section 16. The Business Administrator/Board Secretary shall take all steps necessary to call the Refunded Bonds on their Redemption Date, at par, plus any unpaid accrued interest thereon and to take all steps necessary for the investment of the proceeds of the Refunded Bonds necessary to arrange for such redemption. The Municipal Advisor and/or the Underwriter, on behalf of the Board of Education, are authorized to reserve and purchase open market treasury securities and/or United State Treasury—State and Local Government Series ("SLGs") for deposit with the escrow agent, if required. All of the principal amount and interest earnings on the open market treasury securities and/or SLGs, as well as cash, if necessary, will be used to pay the interest due on the Refunded Bonds through their Redemption Date and to pay the applicable Redemption Price on the Refunded Bonds on their Redemption Date. The Board hereby authorizes the Business Administrator/Board Secretary to select a bank to serve as escrow agent, if necessary, based upon the recommendation of the Municipal Advisor and authorizes the Business Administrator/Board Secretary and/or Board President to enter into an Escrow Deposit Agreement with such escrow agent, if necessary, in order to provide instructions regarding the deposit of the open market treasury securities and/or SLGs and cash, if any.

Section 17. The Board hereby authorizes the Business Administrator/Board Secretary to select a firm to serve as verification agent, if necessary, to confirm the accuracy of the arithmetical and mathematical computations supporting (i) the accuracy of the interest cost savings and the sufficiency of the amount in the escrow account to pay the interest due on the Refunded Bonds through their Redemption Date and to pay the Redemption Prices on the their Redemption Date; and (ii) if issued as tax exempt, the calculations of yield supporting the

conclusion of Bond Counsel that the Bonds are not "arbitrage bonds" as such meaning is set forth in the Code.

Section 18. The Board President, Superintendent, Business Administrator/Board Secretary and other appropriate representatives of the Board are hereby authorized to take all steps necessary to provide for the issuance of the Bonds and the redemption of the Refunded Bonds, including preparing and executing such agreements and documents on behalf of the Board and taking all steps necessary or desirable to implement the requirements of this resolution, such agreements, and documents as may be necessary and appropriate and the transactions contemplated thereby. The reference to officers or representatives of the Board in this resolution includes any interim, acting or successor officer or representative acting in that capacity.

Section 19. This resolution shall take effect immediately.

The foregoing resolution was adopted by the following vote:

AYES:

NAYS:



2020-2021 Board Goals

1. The Board of Education, in concert with the Administration, will review and evaluate district expenditures across all budget lines beginning in December, 2020 and will identify opportunities for efficiencies and financial savings in the budget preparation for the 2021-2022 school year.
2. The Board of Education will increase parent and community engagement by conducting two Town Hall meetings, one in the fall to identify the community's priorities for the 2021-22 budget preparation and one in the spring to gain input in the setting of the Board's goals for the 2021-2022 school year.
3. The Board of Education will assess the district's progress toward the goals of the 5-year strategic plan, and, including opportunities for input from the public, will review the plan's current relevancy and its implications on student achievement, policy, budget, community relations, and other areas of Board responsibility so as to enable the administration to develop action plans for implementation which align with the Board's review.
4. The Board of Education will complete the conversion of the Board's Policy Manual and accompanying By-Laws and Regulations to Strauss-Esmay and fully implement the ElanOnline search engine by January, 2021.