

ESSEX COUNTY  
IMPROVEMENT AUTHORITY  
ESSEX COUNTY, NEW JERSEY

REGULAR BOARD MEETING : TRANSCRIPT OF RECORDED  
: PROCEEDINGS  
:  
:

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27 Wright Way  
Fairfield, New Jersey

Tuesday, November 26, 2019  
Commencing at 5:01 p.m.

M E M B E R S P R E S E N T:

COMMISSIONER MARK S. DUNEC, (Via telephone)  
COMMISSIONER CLIFFORD ROSS, (Via telephone)  
COMMISSIONER GERARD M. SPIESBACH, (Via telephone)  
COMMISSIONER STEVEN H. KLINGHOFFER, Chairman

M E M B E R S A B S E N T:

COMMISSIONER CARLA A. STANZIALE  
COMMISSIONER JACQUELINE YUSTEIN  
COMMISSIONER RONALD J. BROWN, Vice Chairman

A L S O P R E S E N T:

STEVEN C. ROTHER, Executive Director  
NIA H. GILL, ESQ., General Counsel  
LUCY SAPINSKI, Director of Operations  
CLYDE L. OTIS, III, Esq., Director of Development/  
Assistant General Counsel  
THOMAS GOMEZ, Airport Manager  
BETSY WILLIAMSON, Administrative Assistant  
JOSEPH CALI, Senior Project Manager/Accounts Receivables

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25			

1 MS. DILLON: Okay.

2 On the record.

3 CHAIRMAN KLINGHOFFER: I need glasses  
4 though. I can't --

5 MS. SAPINSKI: Oh.

6 CHAIRMAN KLINGHOFFER: -- do anything.

7 Notice was duly given by regular mail,  
8 electronic mail, and facsimile to the Essex  
9 County Executive, the Essex County Clerk, the  
10 Clerk of the Board of Chosen Freeholders,  
11 Freeholder President Gill, the News Editor of The  
12 Herald News, the News Editor of The Star-Ledger,  
13 and notice was posted on the bulletin board in  
14 the Office of the Essex County Improvement  
15 Authority stating the time, date, and location of  
16 this Regular Board Meeting.

17

18 **ROLL CALL:**

19

20 CHAIRMAN KLINGHOFFER: Roll call, please.

21 MS. SAPINSKI: Commissioner Dunec?

22 COMMISSIONER DUNEC: Here.

23 MS. SAPINSKI: Commissioner Ross?

24 COMMISSIONER ROSS: Here.

25 MS. SAPINSKI: Commissioner Spiesbach?

1 COMMISSIONER SPIESBACH: Here.

2 MS. SAPINSKI: Commissioner Yustein?

3 Chairman Klinghoffer?

4 CHAIRMAN KLINGHOFFER: Here.

5

6 **PUBLIC COMMENTS:**

7

8 CHAIRMAN KLINGHOFFER: Seeing no members of  
9 the public, I presume there are no Public  
10 Comments.

11

12 (Whereupon, the Board discussed and took  
13 action on the following item:

14 **ACCEPTANCE OF MINUTES**

15 **RESOLUTION NO. 19-34**

16 **1. REGULAR BOARD MEETING AND EXECUTIVE SESSION**  
17 10-30-19; and

18 **2. SPECIAL BOARD MEETING 11-13-19.)**

19

20 CHAIRMAN KLINGHOFFER: May we have a motion  
21 to accept the Minutes of October 30<sup>th</sup> Regular  
22 Board Meeting and the November 13<sup>th</sup> Special Board  
23 Meeting?

24 COMMISSIONER SPIESBACH: Move to accept.

25 COMMISSIONER ROSS: Motion.

1 MS. SAPINSKI: Okay.

2 Commissioner Spiesbach moved it.

3 And Commissioner Ross, second.

4 COMMISSIONER SPIESBACH: Either way.

5 MS. SAPINSKI: Okay.

6 Commissioner Dunec?

7 COMMISSIONER DUNEC: Yes.

8 MS. SAPINSKI: Commissioner Ross?

9 COMMISSIONER ROSS: Yes.

10 MS. SAPINSKI: Commissioner Spiesbach?

11 COMMISSIONER SPIESBACH: Yes.

12 MS. SAPINSKI: Chairman Klinghoffer?

13 CHAIRMAN KLINGHOFFER: Yes.

14 Mr. Rother, do we need -- do we need

15 Executive Session?

16 If so, --

17 MR. ROTHER: Yeah, just -- just --

18 CHAIRMAN KLINGHOFFER: -- do you want to

19 have it now?

20 MR. ROTHER: -- two -- two matters.

21 CHAIRMAN KLINGHOFFER: Or at the end?

22 MR. ROTHER: One litigation and one

23 potential litigation.

24 CHAIRMAN KLINGHOFFER: You'd like to do it

25 now?

1 MR. ROTHER: No, we can do it at the end.

2 CHAIRMAN KLINGHOFFER: Okay.

3

4 (Whereupon, the Board discussed and took  
5 action on the following items:

6 **ADMINISTRATIVE**

7 1. RESOLUTION NO. 19-212 - RESOLUTION  
8 RATIFYING PAYMENT TO AUDIO-DIGITAL TRANSCRIPTION  
9 SERVICES, LLC FOR TRANSCRIPTION OF BOARD MEETING  
10 ON 10-30-19 AND SPECIAL BOARD MEETING ON  
11 11-13-19; and

12 2. RESOLUTION NO. 19-213 - RESOLUTION  
13 RATIFYING PAYMENT OF RECURRING BILLS (BILL  
14 LIST).)

15

16 CHAIRMAN KLINGHOFFER: Administrative  
17 Resolutions.

18 One and 2.

19 Would someone like to move them?

20 COMMISSIONER ROSS: Move it.

21 COMMISSIONER SPIESBACH: Second.

22 MS. SAPINSKI: That was Commissioner Dunec,  
23 second?

24 No?

25 COMMISSIONER SPIESBACH: No, that was me,

1 Gerry.

2 MS. SAPINSKI: Oh, Gerry. Okay.

3 Commissioner Dunec?

4 COMMISSIONER DUNEC: Yes. Even though I  
5 didn't move it.

6 MS. SAPINSKI: Commissioner Ross?

7 COMMISSIONER ROSS: Yes.

8 MS. SAPINSKI: Commissioner Spiesbach?

9 COMMISSIONER SPIESBACH: Yes. Especially  
10 since I did second it.

11 MS. SAPINSKI: Chairman Klinghoffer?

12 CHAIRMAN KLINGHOFFER: Yes.

13

14 (Whereupon, the Board discussed and took  
15 action on the following items:

16 **CORRECTIONAL FACILITY/CELANESE/ENVIRONMENTAL**  
17 **EXPOSURE**

18 **ALL EXPENSES PAID FROM ECIA OPERATIONS ACCOUNT**

19 **3.** RESOLUTION NO. 19-214 - RESOLUTION  
20 AUTHORIZING PAYMENT IN THE AMOUNT OF \$64,010.96  
21 TO BUCHANAN, INGERSOLL & ROONEY, PC FOR LEGAL  
22 SERVICES RENDERED IN THE MONTH OF OCTOBER;

23 **4.** RESOLUTION NO. 19-215 - RESOLUTION  
24 RATIFYING PAYMENT IN THE AMOUNT OF \$3,770.00 TO  
25 BUCHANAN, INGERSOLL & ROONEY, PC FOR SERVICES



1 RENDERED BY HYDROGEOLOGIC, INC.)

2

3 CHAIRMAN KLINGHOFFER: Items 3 and 4.

4 The Correctional Facility, Celanese

5 Environmental Exposure.

6 What is this -- this 64,000, what would it

7 take us up to total for Buchanan, Ingersoll and

8 Rooney for the year?

9 I should know that, too. I'm looking for  
10 that.

11 MR. ROTHER: (Indiscernible).

12 MS. SAPINSKI: For the year -- so the  
13 contract, right now, is up to 900,000.

14 And with this payment we're going to be  
15 left with 111,000. So 800,000 --

16 CHAIRMAN KLINGHOFFER: So --

17 MS. SAPINSKI: -- 780.

18 We paid them already 780,000 this year.

19 We may --

20 MR. ROTHER: They -- they --

21 MS. SAPINSKI: -- hit a million --

22 MR. ROTHER: -- they are -- they are  
23 pursuing the -- the settlement matters.

24 I intend to have a -- a lengthy conference  
25 with O'Toole early next week and get updated on

1 it. But they are working on it.

2 CHAIRMAN KLINGHOFFER: That would be  
3 helpful, the conference call.

4 MR. ROTHER: Um-hum.

5 CHAIRMAN KLINGHOFFER: Thank you very much.

6 MR. ROTHER: Yes.

7 CHAIRMAN KLINGHOFFER: Would someone like  
8 to move 3 and 4?

9 COMMISSIONER SPIESBACH: I'll move it;  
10 Gerry.

11 COMMISSIONER ROSS: Second; Ross.

12 MS. SAPINSKI: Thank you.

13 Commissioner Dunec?

14 COMMISSIONER DUNEC: Yes.

15 MS. SAPINSKI: Commissioner Ross?

16 COMMISSIONER ROSS: Yes.

17 MS. SAPINSKI: Commissioner Spiesbach?

18 COMMISSIONER SPIESBACH: Yes.

19 MS. SAPINSKI: Commissioner Kling--  
20 Chairman Klinghoffer?

21 CHAIRMAN KLINGHOFFER: Yes.

22

23 (Whereupon, the Board discussed and took  
24 action on the following items:

25 **AIRPORT**

1           **5.** RESOLUTION NO. 19-216 - RESOLUTION  
2 AUTHORIZING AGREEMENT WITH CONNELL FOLEY IN THE  
3 AMOUNT OF \$5,000.00 FOR LEGAL SERVICES IN  
4 CONNECTION WITH AIRPORT;

5           **6.** RESOLUTION NO. 19-217 - RESOLUTION  
6 AUTHORIZING PAYMENT IN THE AMOUNT OF \$3,255.00 TO  
7 CONNELL FOLEY FOR LEGAL SERVICES RENDERED FROM  
8 MAY 2, 2019 THROUGH AUGUST 31, 2019;

9           **7.** RESOLUTION NO. 19-218 - RESOLUTION  
10 AUTHORIZING PAYMENT TO AIR POWER INC. IN THE  
11 AMOUNT OF \$1,573.12 FOR ELECTRIC REPAIRS AT THE  
12 AIRPORT;

13           **8.** RESOLUTION NO. 19-219 - RESOLUTION  
14 RATIFYING PAYMENT TO JAMES ISABEL IN THE AMOUNT  
15 OF \$450.00 FOR WELDING SERVICES AT THE AIRPORT;

16           **9.** RESOLUTION NO. 19-220 - RESOLUTION  
17 AUTHORIZING PAYMENT TO AIR POWER INC. IN THE  
18 AMOUNT OF \$10,500.00 FOR ROOFTOP HVAC REPLACEMENT  
19 AT HANGAR M;

20           **10.** RESOLUTION NO. 19-221 - RESOLUTION  
21 RATIFYING PAYMENT TO DIAMOND CONTRACTING OF NJ IN  
22 THE AMOUNT OF \$2,400.00 FOR REMOVAL OF TWO TREE  
23 STUMPS;

24           **11.** RESOLUTION NO. 19-222 - ACCEPTING A  
25 PROPOSAL FROM UNITED FIRE PROTECTION CORPORATION

1 IN THE AMOUNT OF \$7,988.00 FOR REPAIRS TO THE  
2 PRE-ACTION SPRINKLER SYSTEM IN HANGAR M;

3 **12.** RESOLUTION NO. 19-223 - RESOLUTION  
4 AUTHORIZING PAYMENT TO H2M ASSOCIATES INC., IN  
5 THE AMOUNT OF \$2,177.48 FOR ENGINEERING SERVICES  
6 IN CONNECTION WITH THE UNDERGROUND STORAGE TANK  
7 COMPLIANCE AS PER NEW DEP REGULATIONS;

8 **RUNWAY 4-22 REHABILITATION PROJECT**

9 **Project Funded: NJDOT 90%, ECIA 10%**

10 **13.** RESOLUTION NO. 19-224 - RESOLUTION  
11 AUTHORIZING PAYMENT TO C & S ENGINEERS, INC., IN  
12 THE AMOUNT OF \$33,931.36 FOR ENGINEERING SERVICES  
13 IN CONNECTION WITH THE DESIGN FROM 8-10-19  
14 THROUGH 10-4-19;

15 **ENVIRONMENTAL PROJECTS - HANGAR 1 AND HANGAR 3**

16 **Project Funded: ECIA/AIRPORT**

17 **14.** RESOLUTION NO. 19-225 - RESOLUTION  
18 AUTHORIZING PAYMENT TO H2M ASSOCIATES INC., IN  
19 THE AMOUNT OF \$5,724.85 FOR ENGINEERING SERVICES,  
20 SITE REMEDIATION AT HANGAR 1 AREA; and

21 **15.** RESOLUTION NO. 19-226 - RESOLUTION  
22 AUTHORIZING PAYMENT TO H2M ASSOCIATES INC., IN  
23 THE AMOUNT OF \$3,052.55 FOR ENGINEERING SERVICES,  
24 SITE REMEDIATION AT HANGAR 3 AREA.)

25

1 CHAIRMAN KLINGHOFFER: Airport Resolutions.  
2 Five through 15.

3 COMMISSIONER ROSS: Move it.

4 CHAIRMAN KLINGHOFFER: Is there a second?

5 COMMISSIONER DUNEC: Second; Commissioner  
6 Dunec.

7 MS. SAPINSKI: Commissioner Dunec?

8 COMMISSIONER DUNEC: Yes.

9 MS. SAPINSKI: Commissioner Ross?

10 COMMISSIONER ROSS: Yes.

11 MS. SAPINSKI: Commissioner Spiesbach?

12 COMMISSIONER SPIESBACH: Yes.

13 MS. SAPINSKI: Chairman Klinghoffer?

14 CHAIRMAN KLINGHOFFER: Yes.

15

16 (Whereupon, the Board discussed and took  
17 action on the following items:

18 **PARKING FACILITY**

19 **A: Juror Parking - Garage and Parking Lot**

20 **16.** RESOLUTION NO. 19-227 - RESOLUTION  
21 ACCEPTING A PROPOSAL FROM STRUCTURECARE IN THE  
22 AMOUNT OF \$24,100.00 FOR GARAGE STRUCTURAL  
23 REPAIRS;

24 **17.** RESOLUTION NO. 19-228 - RESOLUTION  
25 AUTHORIZING PAYMENT TO AROCHO SERVICES, LLC IN

1 THE AMOUNT OF \$2,400.00 FOR LANDSCAPING, ELEVATOR  
2 AND STAIRWELLS CLEANING SERVICES AT THE JUROR  
3 PARKING FACILITY;

4 **18.** RESOLUTION NO. 19-229 - RESOLUTION  
5 AUTHORIZING PAYMENT/REIMBURSEMENT IN THE AMOUNT  
6 OF \$53,000.00 TO PUBLIC WORKS FOR REPAIRS AND  
7 POWER WASHING OF THE GARAGE;

8 **19.** RESOLUTION NO. 19-230 - RESOLUTION  
9 AUTHORIZING PAYMENT/REIMBURSEMENT IN THE AMOUNT  
10 OF \$33,000.00 TO PUBLIC WORKS FOR 2019 SNOW  
11 REMOVAL SERVICES;

12 **B: Sportsplex Garage**

13 **20.** RESOLUTION NO. 19-231 - RESOLUTION  
14 AUTHORIZING PAYMENT IN THE AMOUNT OF \$2,985.00 TO  
15 CONNELL FOLEY FOR LEGAL SERVICES RENDERED IN  
16 CONNECTION WITH THE SPORTSPLEX COMPLEX FOR THE  
17 MONTH OF OCTOBER; and

18 **21.** RESOLUTION NO. 19-232 - RESOLUTION  
19 AUTHORIZING PAYMENT IN THE AMOUNT OF \$190.00 TO  
20 STANDARD ELEVATOR CORP. FOR ELEVATOR REPAIRS NOT  
21 COVERED BY MAINTENANCE AGREEMENT.)

22

23 CHAIRMAN KLINGHOFFER: Parking Facility.

24 Sixteen through 21.

25 Would someone like to move them?

1 COMMISSIONER ROSS: Move it.

2 COMMISSIONER SPIESBACH: Second.

3 MS. SAPINSKI: Commissioner Dunec?

4 COMMISSIONER DUNEC: Yes.

5 MS. SAPINSKI: Commissioner Ross?

6 COMMISSIONER ROSS: Yes.

7 MS. SAPINSKI: Commissioner Spiesbach?

8 COMMISSIONER SPIESBACH: Yes.

9 MS. SAPINSKI: Chairman Klinghoffer?

10 CHAIRMAN KLINGHOFFER: Yes.

11

12 (Whereupon, the Board discussed and took  
13 action on the following items:

14 **2020 POOLS**

15 **22.** RESOLUTION NO. 19-233 - RESOLUTION  
16 ESTABLISHING 2020 POOL OF APPROVED LAW FIRMS IN  
17 ACCORDANCE WITH THE "PAY TO PLAY LAW - FAIR AND  
18 OPEN PROCESS" - NJSA 19:44A-20.4;

19 **23.** RESOLUTION NO. 19-234 - RESOLUTION  
20 ESTABLISHING 2020 POOL OF APPROVED INSURANCE  
21 BROKERS FOR THE PROCUREMENT OF THE INSURANCE  
22 COVERAGE IN ACCORDANCE WITH THE "PAY TO PLAY LAW  
23 - FAIR AND OPEN PROCESS" NJSA 19:44A-20.4;

24 **24.** RESOLUTION NO. 19-235 - RESOLUTION  
25 ESTABLISHING 2020 POOL OF APPROVED SURVEYORS

1 FIRMS IN ACCORDANCE WITH THE "PAY TO PLAY LAW -  
2 FAIR AND OPEN PROCESS" NJSA 19:44A-20.4;

3 **25.** RESOLUTION NO. 19-236 - RESOLUTION  
4 ESTABLISHING 2020 POOL OF APPROVED REAL ESTATE  
5 APPRAISERS FIRMS IN ACCORDANCE WITH THE "PAY TO  
6 PLAY LAW - FAIR AND OPEN PROCESS" - NJSA  
7 19:44A-20.4;

8 **26.** RESOLUTION NO. 19-237 - RESOLUTION  
9 ESTABLISHING 2020 POOL OF APPROVED ARCHITECTS  
10 FIRMS IN ACCORDANCE WITH THE "PAY TO PLAY LAW -  
11 FAIR AND OPEN PROCESS" - NJSA 19:44A-20.4;

12 **27.** RESOLUTION NO. 19-238 - RESOLUTION  
13 ESTABLISHING 2020 POOL OF APPROVED ENGINEERING  
14 FIRMS IN ACCORDANCE WITH THE "PAY TO PLAY LAW -  
15 FAIR AND OPEN PROCESS" NJSA 19:44A-20.4;

16 **28.** RESOLUTION NO. 19-239 - RESOLUTION  
17 ESTABLISHING 2020 POOL OF APPROVED FINANCIAL  
18 ADVISORS IN ACCORDANCE WITH THE "PAY TO PLAY LAW  
19 - FAIR AND OPEN PROCESS" NJSA 19:44A-20.4; and

20 **29.** RESOLUTION NO. 19-240 - RESOLUTION  
21 ESTABLISHING 2020 POOL OF APPROVED UNDERWRITING  
22 FIRMS IN ACCORDANCE WITH THE "PAY TO PLAY LAW -  
23 FAIR AND OPEN PROCESS" NJSA 19:44A-20.4.)

24

25 CHAIRMAN KLINGHOFFER: And then we have 22



1 through 29, which would be 2020 Pools for  
2 services.

3 Would someone like to move these  
4 Resolutions?

5 COMMISSIONER ROSS: Move it.

6 CHAIRMAN KLINGHOFFER: Is there a second?

7 COMMISSIONER SPIESBACH: Second.

8 MS. SAPINSKI: Commissioner Spiesbach, was  
9 that you?

10 COMMISSIONER SPIESBACH: Yes it was.

11 MS. SAPINSKI: Thank you.

12 Commissioner Dunec?

13 COMMISSIONER DUNEC: Yes.

14 MS. SAPINSKI: Commissioner -- Commissioner  
15 Ross?

16 COMMISSIONER ROSS: Yes.

17 MS. SAPINSKI: Commissioner Spiesbach?

18 COMMISSIONER SPIESBACH: Yes.

19 MS. SAPINSKI: Chairman Klinghoffer?

20 CHAIRMAN KLINGHOFFER: Yes.

21

22 (Whereupon, the Board discussed and took  
23 action on the following item:

24 **FINANCE**

25 **30. RESOLUTION NO. 19-241 - RESOLUTION**

1 AUTHORIZING PAYMENT OF CHARGES AND EXPENSES OF  
2 THE AUTHORITY'S \$150,000,000.00 POOLED GOVERNMENT  
3 LOAN PROGRAM, SERIES 1986

4 **Payments Due for PGLP Services**

5 GALLEROS-ROBINSON CPAs, LLP - FINANCIAL  
6 CONSULTANT - NOVEMBER - \$2,000.00;

7 ECIA - REIMBURSEMENT FEE - 8,000.00.)

8

9 CHAIRMAN KLINGHOFFER: And then on item  
10 number 30, on Finance Resolution, Authorizing  
11 Payment of Charges and Expenses of the  
12 Authority's \$150,000,000.00 Pooled Government  
13 Loans.

14 Would someone like to move those -- that?

15 COMMISSIONER ROSS: Move it.

16 COMMISSIONER SPIESBACH: Second.

17 MS. SAPINSKI: Commissioner Dunec?

18 COMMISSIONER DUNEC: Yes.

19 MS. SAPINSKI: Commissioner Spiesbach?

20 COMMISSIONER SPIESBACH: Yes.

21 MS. SAPINSKI: Commissioner Ross?

22 COMMISSIONER ROSS: Yes.

23 MS. SAPINSKI: Chairman Klinghoffer?

24 CHAIRMAN KLINGHOFFER: Yes.

25 And the rationale for going into Executive

1 Session is what?

2 MR. ROTHER: One -- one is potential  
3 litigation and the other is pending -- existing  
4 litigation.

5 CHAIRMAN KLINGHOFFER: Is there a motion to  
6 go into Executive Session please?

7 COMMISSIONER SPIESBACH: Motion to go to  
8 Executive.

9 CHAIRMAN KLINGHOFFER: Is there a second?

10 COMMISSIONER ROSS: Second.

11 MS. SAPINSKI: Commissioner Dunec?

12 COMMISSIONER DUNEC: Yes.

13 MS. SAPINSKI: Commissioner Ross?

14 COMMISSIONER ROSS: Yes.

15 MS. SAPINSKI: Commissioner Spiesbach?

16 COMMISSIONER SPIESBACH: Yes.

17 MS. SAPINSKI: Chairman Klinghoffer?

18 CHAIRMAN KLINGHOFFER: Yes.

19

20 (Whereupon, the Board moved to Executive  
21 Session at 5:07 p.m., Resolution No. 19-242.)

22

23 (Whereupon, the Board returned to Open  
24 Session at 5:45 p.m., Resolution No. 19-35.)

25

1 MS. DILLON: Okay.

2 On the record.

3

4 **ADJOURNMENT:**

5

6 CHAIRMAN KLINGHOFFER: Is there a motion to  
7 adjourn?

8 COMMISSIONER ROSS: Motion.

9 CHAIRMAN KLINGHOFFER: Is there a second?

10 COMMISSIONER DUNEC: Second.

11 MS. SAPINSKI: Commissioner Dunec?

12 COMMISSIONER DUNEC: Yes.

13 MS. SAPINSKI: Commissioner Ross?

14 COMMISSIONER ROSS: Yes.

15 MS. SAPINSKI: Commissioner Spiesbach?

16 COMMISSIONER SPIESBACH: Yes.

17 MS. SAPINSKI: Chairman Klinghoffer?

18 CHAIRMAN KLINGHOFFER: Yes.

19 MS. SAPINSKI: Thank you, everybody.

20 CHAIRMAN KLINGHOFFER: Good holiday,  
21 everybody.

22 (Whereupon, there was a chorus of Happy  
23 Thanksgiving.)

24 MS. SAPINSKI: Happy Thanksgiving.

25

1 (Whereupon, the proceedings were concluded  
2 at 5:45 p.m., Resolution No. 19-36.)  
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1 STATE OF NEW JERSEY :

2 :

3 COUNTY OF ESSEX :

4

5 I, Karen A. Marino, assigned transcriber,  
6 do hereby affirm that the foregoing is a true and  
7 accurate transcript of the REGULAR BOARD MEETING  
8 of the ESSEX COUNTY IMPROVEMENT AUTHORITY heard  
9 on Tuesday, November 26, 2019 and digitally  
10 recorded.

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25 Monitored and Proofread by: Deborah Dillon