

cc: B.L.

RESOLUTION 2013--20

A RESOLUTION OF THE TOWNSHIP OF WILLINGBORO REQUESTING PERMISSION FOR THE DEDICATION BY RIDER FOR A SNOW REMOVAL RESERVE

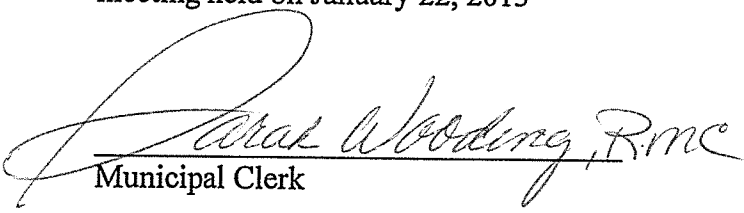
WHEREAS, permission is required of the Director of the Division of Local Government Services for approval as a dedication by rider of revenues received by a county or municipality when the revenue is not subject to reasonably accurate estimates in advance; and


WHEREAS, N.J.S.A.40A:4-62.1 provides that the Director of the Division of Local Government Services may approve expenditures or moneys by dedication by rider; and

NOW, THEREFORE, BE IT RESOLVED by the Township of Willingboro, County of Burlington, New Jersey as follows:

1. The Township Council does hereby request permission of the Director or the Division of Local Government Services to pay expenditures under the provisions of N.J.S.A.40A:4-62.1, for any purpose related to snow and ice removal by the local unit after current budget appropriations for that purpose have been expended.
2. The Municipal Clerk is hereby directed to forward two certified copies of this Resolution to the Director of the Division of Local Government Services.

Sarah Wooding, Municipal Clerk of the Township of Willingboro, New Jersey, do hereby certify the foregoing to be a true and correct copy of a resolution adopted by the Township Council at a meeting held on January 22, 2013


 Municipal Clerk



 Ken Gordon, Jr.
 Deputy Mayor

cc: Chris Walker
Joe Battman
sd.

RESOLUTION 2013-21

A RESOLUTION OF THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF WILLINGBORO PROVIDING FOR THE APPOINTMENT OF A MEMBER OF THE WILLINGBORO MUNICIPAL UTILITIES AUTHORITY

WHEREAS, it has been determined that a vacancy will exist on the Willingboro Municipal Utilities Authority (WMUA) as of 2/1/2013; and

WHEREAS, the Township Council is authorized to appoint Members and Alternate Members of the WMUA, in accordance with N.J.S.A. 40:14B-4, et seq., and Willingboro Gen. Rev. Ordinances Section 2-15; and

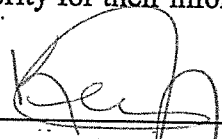
WHEREAS, the term of Christopher Walker shall expire on 1/31/2013, it is the intention of the Township Council to appoint Christopher Walker as a Member Commissioner for a five year term effective 2/1/2013 to expire on 1/31/2018.

NOW THEREFORE, BE IT RESOLVED by the Township Council of the Township of Willingboro, assembled in open public session on this 22nd day of January, 2013, that the Township Council has made the following appointment to the Willingboro Municipal Utilities Authority:

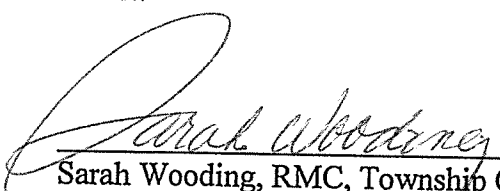
Christopher Walker is appointed as Member Commissioner to serve for a five year term 2/1/2013 to 1/31/2018.

BE IT FURTHER RESOLVED that copies of this resolution shall be provided to the appointees and the Willingboro Municipal Authority for their information and attention.

Attest:



Ken Gordon, Jr.
Deputy Mayor



Sarah Wooding, RMC, Township Clerk

| | Recorded Vote | Yes | No | Abstain | Absent |
|---------------------|---------------|-------------------------------------|----|---------|-------------------------------------|
| Councilman Anderson | | <input checked="" type="checkbox"/> | | | |
| Councilman Ayer | | <input checked="" type="checkbox"/> | | | |
| Councilman Campbell | | <input checked="" type="checkbox"/> | | | |
| Deputy Mayor Gordon | | <input checked="" type="checkbox"/> | | | |
| Mayor Jennings | | | | | <input checked="" type="checkbox"/> |

RESOLUTION 2013—22

RESOLUTION REAPPOINTING A REGISTRAR OF VITAL STATISTICS FOR THE TOWNSHIP OF WILLINGBORO FOR A THREE YEAR TERM

WHEREAS, it is necessary that the Township Council appoint a Registrar of Vital Statistics for the Township of Willingboro, to hold office pursuant to N.J.S.A 26:8-11 et seq. for a three year term; and

WHEREAS, the Township Council has determined that the reappointment of Deanna Bates is in the best interest of the Township of Willingboro.

NOW, THEREFORE, BE IT RESOLVED, by the Township Council of the Township of Willingboro assembled in public session this 22nd day of January, 2013 that:

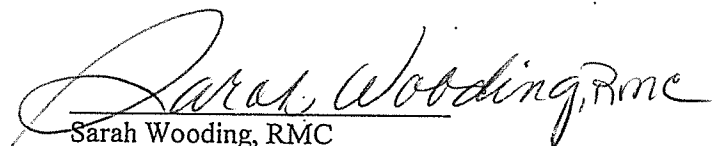
1. Deanna Bates be and hereby is appointed as Registrar of Vital Statistics for the Township of Willingboro, for a term expiring January 31, 2015.
2. The salary for the Registrar of Vital Statistics be and hereby is fixed as per Salary Ordinance/Resolution.

BE IT FURTHER RESOLVED that certified copies of this Resolution be provided to Deanna Bates, Township Manager, Chief Financial Officer of the Township of Willingboro and the State Department of Health as required by law.



Ken Gordon, Jr.
Deputy Mayor

Attest:



Sarah Wooding, RMC
Township; Clerk

RESOLUTION NO. 2013--23
A RESOLUTION OF THE TOWNSHIP OF WILLINGBORO AUTHORIZING
AN EXECUTIVE SESSION OF THE TOWNSHIP COUNCIL

WHEREAS, the New Jersey Open Public Meetings Act, N.J.S.A. 10:4-6 et seq., permits a public body to exclude the public from portions of a meeting at which specific matters set forth in N.J.S.A. 10:4-12b are discussed; and

WHEREAS, a request has been made of the Township Council assembled in public session on this 22nd day of January 2013 to convene a closed Executive session consistent with the provisions of N.J.S.A. 10:4-12b; and

NOW, THEREFORE, upon motion duly made and seconded and passed by a vote of 4 in favor and 0 opposed, **BE IT RESOLVED** by the Township Council of the Township of Willingboro, County of Burlington, State of New Jersey that an Executive Session of the Township Council meeting shall be convened to discuss one or more of the following categories as noted:

1. Any matter which, by express provision of federal law, state statute or rule of court is rendered confidential or excluded from the public portion of the meeting.
2. Any matter in which the release of information would impair the right to receive funds from the United States Government.
3. Any material the disclosure of which constitutes and unwarranted invasion of privacy as set forth in N.J.S.A. 10:4-12b(3).
4. Any Collective Bargaining Agreement or the terms and conditions which are proposed for inclusion in any Collective Bargaining Agreement, including the negotiation of the terms and conditions thereof with employees or representatives of employees.
5. Any matter involving the purchase, lease or acquisition of real estate with public funds, the setting of banking rates or investment of public funds where it could adversely affect the public interest if discussions of such matters were disclosed.
6. Any tactics and techniques utilized in protecting the safety and property of the public and any investigations of violations or possible violations of law.
7. Any pending or anticipated litigation or contract negotiations in which Township Council is or may become a party.
8. Any matters falling within the attorney/client privilege to the extent that confidentiality is required for the attorney to exercise his/her ethical duties as a lawyer.

cc: B.L.
Sol

RESOLUTION 2013—24

RESOLUTION AUTHORIZING THE 2013 BURLINGTON COUNTY MUNICIPAL ALLIANCES AND GRANT FUND APPLICATION


WHEREAS, the Township Council of the Township of Willingboro, County of Burlington, State of New Jersey recognizes that the abuse of alcohol and drugs is a serious problem in our society amounts person of all ages; and

WHEREAS, the Township Council further recognizes that it is incumbent upon not only public officials but upon the entire community to take action to prevent such abuses in our community; and

WHEREAS, the Township Council has applied for funding to the Governor's Council on Alcoholism and Drug Abuse through the County of Burlington.

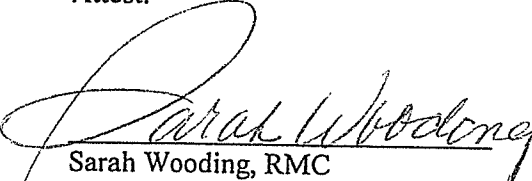
NOW, THEREFORE, BE IT RESOLVED by the Township of Willingboro, County of Burlington, State of New Jersey hereby recognizes the following:

1. The Township Council does hereby authorize submission of an application for the Willingboro Municipal Alliance grant for calendar year 2013 in the amount of \$10,000.00
2. The Township Council acknowledges the terms and conditions for administering the Municipal Alliance grant, including the administrative compliance and audit requirements.



 Ken Gordon, Jr.
 Deputy Mayor

Attest:


 Sarah Wooding, RMC
 Township Clerk

| Recorded Votes | Yes | No | Abstain | Absent |
|---------------------|-----|----|---------|--------|
| Councilman Anderson | ✓ | | | |
| Councilman Ayer | | ✓ | | |
| Councilman Campbell | ✓ | | | |
| Deputy Mayor Gordon | ✓ | | | |
| Mayor Jennings | | | | ✓ |

Resolution No. 2013--25

RESOLUTION OF THE TOWNSHIP OF WILLINGBORO, IN THE COUNTY OF BURLINGTON, NEW JERSEY PROVIDING FOR THE ISSUANCE AND SALE OF THE TOWNSHIP'S GENERAL OBLIGATION REFUNDING BONDS, SERIES 2013 TO REFUND CERTAIN BONDS OF THE TOWNSHIP; AND PROVIDING FOR THE FORM, MATURITY DATE AND SALE TO THE BURLINGTON COUNTY BRIDGE COMMISSION AND PROVIDING OTHER DETAILS WITH RESPECT TO SAID REFUNDING BONDS.

COPY

WHEREAS, the Township of Willingboro, in the County of Burlington, New Jersey (the "Township"), has previously issued its \$10,039,000 original aggregate principal amount of General Obligation Bonds, Series 2003 (the "2003 Bonds") to the Burlington County Bridge Commission (the "Commission") under the Commission's 2003 Governmental Loan Program; and

WHEREAS, pursuant to **Ordinance No. 2011-8** (the "Ordinance"), the Township authorized the refunding of the 2003 Bonds maturing on and after December 1, 2014 (the "2003 Refunded Bonds") through the issuance by the Commission of its pooled loan refunding bonds (the "Refunding Program"); and

WHEREAS, pursuant to the Ordinance and this Resolution the Township has determined to participate in the Commission's Refunding Program and to provide for the refunding of the 2003 Refunded Bonds through the issuance of its General Obligation Refunding Bonds, Series 2013 in an aggregate principal amount not to exceed \$9,750,000 (the "Refunding Bonds"); and

WHEREAS, under the Refunding Program the Commission will issue its County-Guaranteed Pooled Loan Revenue Refunding Bonds under a bond resolution (the "Commission Bond Resolution") and apply a portion of the proceeds thereof to make a loan (the "Loan") to the Township to refinance the 2003 Refunded Bonds; and

WHEREAS, to evidence the Loan, the Commission requires the Township to authorize, execute, attest, sell and deliver the Refunding Bonds to the Commission pursuant to the terms of the Local Bond Law of the State of New Jersey, constituting Chapter 2 of Title 40A of the Revised Statutes of the State of New Jersey (the "Local Bond Law") and pursuant to the terms and conditions of a bond purchase agreement with the Commission (the "Bond Purchase Agreement"); and

WHEREAS, it is desirable and necessary to issue the Refunding Bonds pursuant to the Ordinance and it is deemed advisable and in the best interests of the Township to provide for the form, maturity date and sale of the Refunding Bonds to the Commission pursuant to the Refunding Program and for other matters in connection with the Refunding Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF WILLINGBORO, IN THE COUNTY OF BURLINGTON, NEW JERSEY (not less than two-thirds of all members thereof affirmatively concurring), AS FOLLOWS:

SECTION 1. Authority for Resolution. Pursuant to the provisions of the Local Bond Law, the Township has heretofore adopted the Ordinance which authorizes the issuance of negotiable General Obligation Refunding Bonds in the aggregate principal amount not to exceed \$9,750,000, and the Township hereby determines to issue said General Obligation Refunding Bonds in the aggregate principal amount not to exceed \$9,750,000 to be designated "General Obligation Refunding Bonds, Series 2013".

SECTION 2. Authorization of Refunding Bonds. In accordance with the provisions of the Local Bond Law and the Ordinance, the Township shall issue the Refunding Bonds for the purpose of providing funds to (i) redeem on December 1, 2013 the 2003 Refunded Bonds at a redemption price equal to 100% of the principal amount of 2003 Refunded Bonds to be redeemed, plus interest accrued and to accrue thereon to the date fixed for redemption, and (ii) pay the costs of issuance relating to the Refunding Bonds, including, as required, the Township's proportionate share of the Commission's costs of issuance under the Refunding Program.

SECTION 3. Details of the Refunding Bonds. (a) The Refunding Bonds shall be payable as provided therein and shall be issued in the form of one fully registered bond without coupons in the aggregate principal amount of the Refunding Bonds, and shall be substantially in the form as provided herein, with such omissions, insertions and variations as are properly required. In accordance with the requirements of the Loan from the Commission, principal and interest on the Refunding Bonds shall be payable thirty (30) business days prior to the accrual or payment or maturity date thereof.

(b) There is hereby delegated to the Chief Financial Officer of the Township, subject to the limitations contained herein and in the Local Bond Law and in consultation with the Township's bond counsel ("Bond Counsel"), the power with respect to the Refunding Bonds to determine and carry out the following:

- 1) the sale of the Refunding Bonds to the Commission at private sale;
- 2) the dated date, the maturity dates and the interest payment dates; provided that no Refunding Bonds shall mature later than 2022.
- 3) the principal amount of the Refunding Bonds to be issued, provided that such amount shall not exceed \$9,750,000;
- 4) the principal amount of each maturity of the Refunding Bonds;
- 5) the interest rates on the Refunding Bonds;
- 6) the terms of redemption of the Refunding Bonds; and

- 7) any other provisions deemed advisable by the Chief Financial Officer not in conflict with the provisions hereof or of the Local Bond Law.

The Chief Financial Officer shall execute a certificate evidencing the determinations or other actions taken pursuant to the authority granted hereunder, and any such certificate shall be conclusive evidence of the actions or determinations of the Township as to the matters stated therein.

(c) The Chief Financial Officer is hereby directed to report, in writing, to the Township at its first meeting after the sale of the Refunding Bonds as to the principal amount, interest rate and maturities of the Refunding Bonds sold, and the savings from the 2003 Refunded Bonds.

SECTION 4. Redemption. The Refunding Bonds shall be subject to redemption and prepayment prior to their respective maturity and principal payment date as set forth in the Refunding Bonds and the Bond Purchase Agreement.

SECTION 5. Payment of Refunding Bonds. The principal of and the interest on each Refunding Bond when due shall be payable at the principal office of the trustee for the Commission, or at such other place as directed by the Commission or any other subsequent owner of the Refunding Bonds.

SECTION 6. Execution of Refunding Bonds. The Refunding Bonds shall be executed in the name of the Township by the manual or facsimile signatures of the Mayor and the Chief Financial Officer and the seal of the Township shall be affixed, imprinted, engraved or reproduced thereon and attested by the manual signature of the Clerk of the Township. If any officer whose signature appears on the Refunding Bonds ceases to hold office before the delivery of the Refunding Bonds, his or her signature shall nevertheless be valid and sufficient for all purposes. In addition, the Refunding Bonds may bear the signature of, or may be signed by, such persons as at the actual time of the signing of such Refunding Bonds shall be the proper officers to sign such Refunding Bonds although at the date of such Refunding Bonds such persons may not have been such officers.

SECTION 7. Negotiability and Transfer of Refunding Bonds. The Refunding Bonds shall be negotiable, subject to the provisions for registration of transfer contained herein. The Township shall maintain and keep, at the principal office of the Township, books for the registration and transfer of Refunding Bonds, and upon presentation thereof for such purpose at said principal office, the Township shall register or cause to be registered therein, and permit to be transferred thereon, any bond qualified hereunder for registration or transfer, in every case subject to such reasonable regulations as it may prescribe and upon payment of a charge sufficient to reimburse the Township for any tax, fee or other governmental charge to be paid by it in connection therewith.

Each Refunding Bond shall be transferable only upon the registration books, by the

registered owner thereof in person or by his attorney duly authorized in writing, upon surrender thereof together with a written instrument of transfer satisfactory to the Township and duly executed by the registered owner or his duly authorized attorney. Upon the surrender for transfer of any such Refunding Bond, the Township shall execute and deliver a new Refunding Bond or Refunding Bonds registered in the name of the transferee, of the same aggregate principal amount, series, maturity and interest rate or rates as the surrendered Refunding Bond. Refunding Bonds, upon surrender thereof at the principal office of the Township, with a written instrument satisfactory to the Township, duly executed by the registered owner or his attorney duly authorized in writing, may be exchanged for an equal aggregate principal amount of Refunding Bonds of the same series, maturity and interest rate or rate.

SECTION 8. Ownership of Refunding Bonds. The Township may treat and consider the person in whose name any Refunding Bond shall be registered upon the books of the Township as the holder and absolute owner thereof, whether such Refunding Bond shall be overdue or not, for the purpose of receiving payment of the principal thereof or interest thereon and for all other purposes whatsoever; and payment of, or on account of, the principal or interest on such Refunding Bond shall be made only to, or upon the order of, such registered owner thereof, but such registration may be changed as herein provided. All payments made, as in this Section provided, shall be valid and effectual to satisfy and discharge the liability upon the several Refunding Bonds to the extent of the sum or sums so paid.

SECTION 9. Reissuance of Mutilated, Destroyed, Stolen or Lost Refunding Bonds. In case any Refunding Bond shall become mutilated or destroyed, stolen or lost the Township shall execute and deliver a new Refunding Bond of like tenor and amount as the Refunding Bond so mutilated, destroyed, stolen or lost, in exchange and substitution for such mutilated Refunding Bond and upon surrender of such mutilated Refunding Bond, or in lieu of and substitution for the Refunding Bond destroyed, stolen or lost upon filing with the Township evidence satisfactory to the Township that such Refunding Bond has been destroyed, stolen or lost and proof of ownership thereof, and upon furnishing the Township with indemnity satisfactory to it and complying with such other reasonable regulations as the Township may prescribe and paying such expenses as the Township may incur in connection therewith.

SECTION 10. Form of Refunding Bonds. Subject to the provisions of this Resolution, the Refunding Bonds and the assignment thereon shall be, respectively, in substantially the following form, with such omissions, insertions, endorsements and variations as may be required by the circumstances and be required or permitted by this Resolution or as may be consistent with this Resolution and necessary or appropriate to conform to the rules and requirements of any governmental authority or any usage or requirement of law with respect thereto:

(Form of Refunding Bond)

\$ _____

UNITED STATES OF AMERICA
STATE OF NEW JERSEY
COUNTY OF BURLINGTON
TOWNSHIP OF WILLINGBORO

GENERAL OBLIGATION REFUNDING BOND, SERIES 2013

DATE OF
ORIGINAL
ISSUE:

The Township of Willingboro, in the County of Burlington, New Jersey, (the "Township") hereby acknowledges itself indebted and for value received promises to pay to

BURLINGTON COUNTY BRIDGE COMMISSION
(the "Commission")

c/o _____ (the "Trustee")

the principal sums on the dates and in the amounts set forth on Schedule A attached hereto and made a part hereof and to pay interest on such sum from the DATE OF ORIGINAL ISSUE of this bond until payment in full at the interest rates per annum and in the amounts shown on Schedule A attached hereto and made a part hereof. Interest is payable to the Commission at the corporate trust office of the Trustee on each _____ and _____, commencing _____, 2013, in an amount equal to the interest accruing to each such _____ and _____, respectively [EACH TO BE ONE MONTH AFTER THE INITIAL DATE STATED]. This bond as to principal, when due, will be payable at the corporate trust office of the Trustee thirty (30) days prior to each principal maturity date. Upon the occurrence of an event of default by the Commission under the bond resolution adopted by the Commission (as the same may be supplemented and amended, the "Resolution") which event of default is directly attributable to a default hereunder or to a default by the Township under its Bond Purchase Agreement with the Commission relating to the Commission's purchase of this bond, or in the event of default in any payments of principal of or interest on this bond, the Trustee may by notice to the Township proceed to protect and enforce its rights and the rights of the holders of the Commission's Bonds by a suit or suits in equity or at law all as provided in the Resolution.

Both principal of and interest on this bond is payable in lawful money of the United States of America and in immediately available funds.

As used herein, "Business Day" shall mean any day that is not a Saturday, a Sunday or a legal holiday in the State of New Jersey or the State of New York or a day on which the Trustee is legally authorized to close.

This bond is one of an authorized issue of Refunding Bonds and is issued pursuant to the Local Bond Law of New Jersey, and is one of the General Obligation Refunding Bonds, Series

2013 referred to in a resolution of the Township adopted on January 22, 2013 and entitled "RESOLUTION OF THE TOWNSHIP OF WILLINGBORO, IN THE COUNTY OF BURLINGTON, NEW JERSEY PROVIDING FOR THE ISSUANCE AND SALE OF THE TOWNSHIP'S GENERAL OBLIGATION REFUNDING BONDS, SERIES 2013 TO REFUND CERTAIN BONDS OF THE TOWNSHIP; AND PROVIDING FOR THE FORM, MATURITY DATE AND SALE TO THE BURLINGTON COUNTY BRIDGE COMMISSION AND PROVIDING OTHER DETAILS WITH RESPECT TO SAID REFUNDING BONDS" and Ordinance No. 2011-8 finally adopted on July 26, 2011 and published as required by law.

The principal amount of the Refunding Bonds maturing on or before _____, 20 shall not be subject to redemption and prepayment prior to their respective maturity and principal payment date.

The principal amounts of the Refunding Bonds maturing on or after _____, 20 shall be subject to redemption and prepayment prior to their respective maturity and principal dates, on or after _____, 20 at the option of the Township, upon the giving of notice, the payment of the amounts and the compliance with the requirements of the Commission's Bond Resolution.

The full faith and credit of the Township are hereby irrevocably pledged for the punctual payment of the principal of and the interest on, and all other amounts due under, this bond according to its terms.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or 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 Refunding Bonds of which this is one, together with all other indebtedness of the Township, is within every debt and other limit prescribed by such Constitution or statutes.

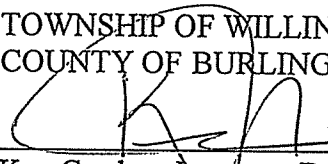
The Township agrees to pay all costs and expenses (including legal fees) in connection with the administration and enforcement of this bond.

IN WITNESS WHEREOF, the Township of Willingboro, in the County of Burlington, New Jersey has caused this bond to be executed in its name by the manual or facsimile signatures of its Mayor and its Chief Financial Officer, its corporate seal to be hereunto imprinted or affixed, this bond and the seal to be attested by the manual signature of its Township Clerk, and this bond to be dated the DATE OF ORIGINAL ISSUE as specified above.

TOWNSHIP OF WILLINGBORO, IN THE
COUNTY OF BURLINGTON, NEW JERSEY

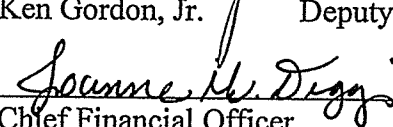
Attest:

By:

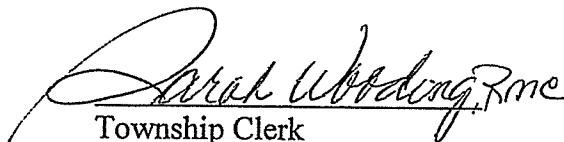


Ken Gordon, Jr. Deputy Mayor

By:



Joanne M. DeGy
Chief Financial Officer


Township Clerk
(SEAL)

(Assignment Provision on back of Refunding Bond)

Assignment

FOR VALUE RECEIVED _____ hereby sells, assigns and transfers unto _____ (Please Print or Type Name and Address of Assignee) the within bond and irrevocably appoints _____ as Attorney to transfer this bond on the registration books of the _____ with full power of substitution and revocation.

NOTICE

The signature of this assignment must correspond with the name as it appears on the face of the within bond in every particular.

Dated:

Signature of Guarantee:

Township of Willingboro,
in the County of Burlington, New Jersey
General Obligation Refunding Bond, Series 2013

SCHEDULE A

Schedule of Principal and Interest Payments

| <u>Maturity Date</u> | <u>Principal Amount</u> | <u>Interest Rate</u> | <u>Debt Service</u> |
|----------------------|-------------------------|----------------------|---------------------|
|----------------------|-------------------------|----------------------|---------------------|

[END OF BOND FORM]

SECTION 11. Authorization for Official Statement. The Mayor, Chief Financial Officer, and Clerk of the Township, and Bond Counsel and other officers, agents and employees of the Township are authorized to prepare and distribute information to the Commission with respect to the Township in connection with the sale of the Refunding Bonds in such form as may be approved by the Chief Financial Officer. The use in the Preliminary Official Statement and the Official Statement of the financial and other information relating to the Township and pertaining to the Refunding Bonds is hereby authorized. The Chief Financial Officer is hereby authorized to deem final the information concerning the Township set forth in the Preliminary Official Statement for purposes of Rule 15c2-12 of the Securities and Exchange Commission. The Mayor, the Chief Financial Officer and the Clerk of the Township are hereby authorized and directed to approve a final Official Statement with respect to information relating to the Township and the Refunding Bonds, with such changes, revisions, insertions and omissions from the Preliminary Official Statement as may be approved by the Mayor or the Chief Financial Officer.

SECTION 12. Pledge of the Township. The full faith and credit of the Township is hereby pledged for the payment of the principal of and interest on said Refunding Bonds and said Refunding Bonds shall be general obligations of the Township payable as to principal and interest from ad valorem taxes which may be assessed on the taxable property within said Township without limitation as to rate or amount.

SECTION 13. Tax Covenants Relating to the Tax Reform Act of 1986. In order to maintain the exclusion from gross income or federal income tax purposes of interest on the Refunding Bonds, the Township covenants to comply with the requirements of the Internal Revenue Code of 1986, as amended and the regulations promulgated thereunder (the "Code") applicable to the Refunding Bonds, and the Township covenants not to take any action or fail to take any action which would cause the interest on the Refunding Bonds to lose the exclusion from gross income for federal income taxation purposes under Section 103 of the Code.

The Township covenants and agrees with the holders of the Refunding Bonds that the Township shall not take any action or omit to take any action, which action or omission would cause the Refunding Bonds to be "private activity bonds" or "arbitrage bonds" within the meaning of Sections 141(a) and 148, respectively, of the Code, or any successor provision.

SECTION 14. Refunding Bonds Not Federally Guaranteed. The Township covenants that it will take no action that would cause the Refunding Bonds to be federally guaranteed (within the meaning of Section 149(b) of the Code).

SECTION 15. Approval of Bond Purchase Agreement. The execution, delivery and performance by the Township of the Bond Purchase Agreement by and between the Township and the Commission relating to the sale of the Refunding Bonds, in substantially the form submitted to this meeting and retained in the permanent files of the Township, is hereby approved. The Chief Financial Officer of the Township is hereby authorized to execute the Bond Purchase Agreement on behalf of the Township with such changes, insertions and omissions as shall be approved by the Chief Financial Officer in consultation with the Township's Bond Counsel. The execution of the Bond Purchase Agreement by the Chief Financial Officer shall be

conclusive evidence of the approval of the changes, insertions or omissions by the Township.

SECTION 16. Execution of Refunding Bonds; Other Action. The Mayor and the Chief Financial Officer of the Township are hereby authorized to execute the Refunding Bonds and to deliver the Refunding Bonds to or upon the direction of the Commission upon receipt of the purchase price thereof, and to take such other action and execute such other agreements and certificates, including a tax and non-arbitrage certificate, as may be necessary or proper to effect the issuance of said Refunding Bonds or otherwise to comply with the Local Bond Law, this Resolution, the Commission's Bond Resolution, the Bond Purchase Agreement or the Code.

SECTION 17. Continuing Disclosure. To comply with Rule 15c2-12 under the Securities Exchange Act of 1934, the Township hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Agreement, the form of which is attached to the Bond Purchase Agreement, executed by the Township and dated the date of issuance and delivery of the Refunding Bonds, as originally executed and as it may be amended from time to time in accordance with the terms thereof.

SECTION 18. Severability. In case any one or more of the provisions contained in the Resolution or in the Refunding Bonds issued pursuant hereto shall for any reason be held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision of this Resolution or of said Refunding Bonds, and this Resolution and the Refunding Bonds shall be construed and enforced as if such invalid, illegal or unenforceable provision had never been contained herein or therein.

SECTION 19. Governing Law. The laws of the State of New Jersey shall govern the construction of this Resolution and of the Refunding Bonds issued hereunder.

SECTION 20. Effective Date. Thus Resolution shall take effect upon adoption hereof.

The foregoing resolution was adopted by the following vote:

| | | |
|-------|---------------------|---------------------|
| AYES: | Councilman Anderson | Councilman Campbell |
| | Councilman Ayrer | Deputy Mayor Gordon |

NAYES: 0

cc: B.L.

Resolution No. 2013--25

RESOLUTION OF THE TOWNSHIP OF WILLINGBORO, IN THE COUNTY OF BURLINGTON, NEW JERSEY PROVIDING FOR THE ISSUANCE AND SALE OF THE TOWNSHIP'S GENERAL OBLIGATION REFUNDING BONDS, SERIES 2013 TO REFUND CERTAIN BONDS OF THE TOWNSHIP; AND PROVIDING FOR THE FORM, MATURITY DATE AND SALE TO THE BURLINGTON COUNTY BRIDGE COMMISSION AND PROVIDING OTHER DETAILS WITH RESPECT TO SAID REFUNDING BONDS.

COPY

WHEREAS, the Township of Willingboro, in the County of Burlington, New Jersey (the "Township"), has previously issued its \$10,039,000 original aggregate principal amount of General Obligation Bonds, Series 2003 (the "2003 Bonds") to the Burlington County Bridge Commission (the "Commission") under the Commission's 2003 Governmental Loan Program; and

WHEREAS, pursuant to **Ordinance No. 2011-8** (the "Ordinance"), the Township authorized the refunding of the 2003 Bonds maturing on and after December 1, 2014 (the "2003 Refunded Bonds") through the issuance by the Commission of its pooled loan refunding bonds (the "Refunding Program"); and

WHEREAS, pursuant to the Ordinance and this Resolution the Township has determined to participate in the Commission's Refunding Program and to provide for the refunding of the 2003 Refunded Bonds through the issuance of its General Obligation Refunding Bonds, Series 2013 in an aggregate principal amount not to exceed \$9,750,000 (the "Refunding Bonds"); and

WHEREAS, under the Refunding Program the Commission will issue its County-Guaranteed Pooled Loan Revenue Refunding Bonds under a bond resolution (the "Commission Bond Resolution") and apply a portion of the proceeds thereof to make a loan (the "Loan") to the Township to refinance the 2003 Refunded Bonds; and

WHEREAS, to evidence the Loan, the Commission requires the Township to authorize, execute, attest, sell and deliver the Refunding Bonds to the Commission pursuant to the terms of the Local Bond Law of the State of New Jersey, constituting Chapter 2 of Title 40A of the Revised Statutes of the State of New Jersey (the "Local Bond Law") and pursuant to the terms and conditions of a bond purchase agreement with the Commission (the "Bond Purchase Agreement"); and

WHEREAS, it is desirable and necessary to issue the Refunding Bonds pursuant to the Ordinance and it is deemed advisable and in the best interests of the Township to provide for the form, maturity date and sale of the Refunding Bonds to the Commission pursuant to the Refunding Program and for other matters in connection with the Refunding Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF WILLINGBORO, IN THE COUNTY OF BURLINGTON, NEW JERSEY (not less than two-thirds of all members thereof affirmatively concurring), AS FOLLOWS:

SECTION 1. Authority for Resolution. Pursuant to the provisions of the Local Bond Law, the Township has heretofore adopted the Ordinance which authorizes the issuance of negotiable General Obligation Refunding Bonds in the aggregate principal amount not to exceed \$9,750,000, and the Township hereby determines to issue said General Obligation Refunding Bonds in the aggregate principal amount not to exceed \$9,750,000 to be designated "General Obligation Refunding Bonds, Series 2013".

SECTION 2. Authorization of Refunding Bonds. In accordance with the provisions of the Local Bond Law and the Ordinance, the Township shall issue the Refunding Bonds for the purpose of providing funds to (i) redeem on December 1, 2013 the 2003 Refunded Bonds at a redemption price equal to 100% of the principal amount of 2003 Refunded Bonds to be redeemed, plus interest accrued and to accrue thereon to the date fixed for redemption, and (ii) pay the costs of issuance relating to the Refunding Bonds, including, as required, the Township's proportionate share of the Commission's costs of issuance under the Refunding Program.

SECTION 3. Details of the Refunding Bonds. (a) The Refunding Bonds shall be payable as provided therein and shall be issued in the form of one fully registered bond without coupons in the aggregate principal amount of the Refunding Bonds, and shall be substantially in the form as provided herein, with such omissions, insertions and variations as are properly required. In accordance with the requirements of the Loan from the Commission, principal and interest on the Refunding Bonds shall be payable thirty (30) business days prior to the accrual or payment or maturity date thereof.

(b) There is hereby delegated to the Chief Financial Officer of the Township, subject to the limitations contained herein and in the Local Bond Law and in consultation with the Township's bond counsel ("Bond Counsel"), the power with respect to the Refunding Bonds to determine and carry out the following:

- 1) the sale of the Refunding Bonds to the Commission at private sale;
- 2) the dated date, the maturity dates and the interest payment dates; provided that no Refunding Bonds shall mature later than 2022.
- 3) the principal amount of the Refunding Bonds to be issued, provided that such amount shall not exceed \$9,750,000;
- 4) the principal amount of each maturity of the Refunding Bonds;
- 5) the interest rates on the Refunding Bonds;
- 6) the terms of redemption of the Refunding Bonds; and

- 7) any other provisions deemed advisable by the Chief Financial Officer not in conflict with the provisions hereof or of the Local Bond Law.

The Chief Financial Officer shall execute a certificate evidencing the determinations or other actions taken pursuant to the authority granted hereunder, and any such certificate shall be conclusive evidence of the actions or determinations of the Township as to the matters stated therein.

(c) The Chief Financial Officer is hereby directed to report, in writing, to the Township at its first meeting after the sale of the Refunding Bonds as to the principal amount, interest rate and maturities of the Refunding Bonds sold, and the savings from the 2003 Refunded Bonds.

SECTION 4. Redemption. The Refunding Bonds shall be subject to redemption and prepayment prior to their respective maturity and principal payment date as set forth in the Refunding Bonds and the Bond Purchase Agreement.

SECTION 5. Payment of Refunding Bonds. The principal of and the interest on each Refunding Bond when due shall be payable at the principal office of the trustee for the Commission, or at such other place as directed by the Commission or any other subsequent owner of the Refunding Bonds.

SECTION 6. Execution of Refunding Bonds. The Refunding Bonds shall be executed in the name of the Township by the manual or facsimile signatures of the Mayor and the Chief Financial Officer and the seal of the Township shall be affixed, imprinted, engraved or reproduced thereon and attested by the manual signature of the Clerk of the Township. If any officer whose signature appears on the Refunding Bonds ceases to hold office before the delivery of the Refunding Bonds, his or her signature shall nevertheless be valid and sufficient for all purposes. In addition, the Refunding Bonds may bear the signature of, or may be signed by, such persons as at the actual time of the signing of such Refunding Bonds shall be the proper officers to sign such Refunding Bonds although at the date of such Refunding Bonds such persons may not have been such officers.

SECTION 7. Negotiability and Transfer of Refunding Bonds. The Refunding Bonds shall be negotiable, subject to the provisions for registration of transfer contained herein. The Township shall maintain and keep, at the principal office of the Township, books for the registration and transfer of Refunding Bonds, and upon presentation thereof for such purpose at said principal office, the Township shall register or cause to be registered therein, and permit to be transferred thereon, any bond qualified hereunder for registration or transfer, in every case subject to such reasonable regulations as it may prescribe and upon payment of a charge sufficient to reimburse the Township for any tax, fee or other governmental charge to be paid by it in connection therewith.

Each Refunding Bond shall be transferable only upon the registration books, by the

registered owner thereof in person or by his attorney duly authorized in writing, upon surrender thereof together with a written instrument of transfer satisfactory to the Township and duly executed by the registered owner or his duly authorized attorney. Upon the surrender for transfer of any such Refunding Bond, the Township shall execute and deliver a new Refunding Bond or Refunding Bonds registered in the name of the transferee, of the same aggregate principal amount, series, maturity and interest rate or rates as the surrendered Refunding Bond. Refunding Bonds, upon surrender thereof at the principal office of the Township, with a written instrument satisfactory to the Township, duly executed by the registered owner or his attorney duly authorized in writing, may be exchanged for an equal aggregate principal amount of Refunding Bonds of the same series, maturity and interest rate or rate.

SECTION 8. Ownership of Refunding Bonds. The Township may treat and consider the person in whose name any Refunding Bond shall be registered upon the books of the Township as the holder and absolute owner thereof, whether such Refunding Bond shall be overdue or not, for the purpose of receiving payment of the principal thereof or interest thereon and for all other purposes whatsoever; and payment of, or on account of, the principal or interest on such Refunding Bond shall be made only to, or upon the order of, such registered owner thereof, but such registration may be changed as herein provided. All payments made, as in this Section provided, shall be valid and effectual to satisfy and discharge the liability upon the several Refunding Bonds to the extent of the sum or sums so paid.

SECTION 9. Reissuance of Mutilated, Destroyed, Stolen or Lost Refunding Bonds. In case any Refunding Bond shall become mutilated or destroyed, stolen or lost the Township shall execute and deliver a new Refunding Bond of like tenor and amount as the Refunding Bond so mutilated, destroyed, stolen or lost, in exchange and substitution for such mutilated Refunding Bond and upon surrender of such mutilated Refunding Bond, or in lieu of and substitution for the Refunding Bond destroyed, stolen or lost upon filing with the Township evidence satisfactory to the Township that such Refunding Bond has been destroyed, stolen or lost and proof of ownership thereof, and upon furnishing the Township with indemnity satisfactory to it and complying with such other reasonable regulations as the Township may prescribe and paying such expenses as the Township may incur in connection therewith.

SECTION 10. Form of Refunding Bonds. Subject to the provisions of this Resolution, the Refunding Bonds and the assignment thereon shall be, respectively, in substantially the following form, with such omissions, insertions, endorsements and variations as may be required by the circumstances and be required or permitted by this Resolution or as may be consistent with this Resolution and necessary or appropriate to conform to the rules and requirements of any governmental authority or any usage or requirement of law with respect thereto:

(Form of Refunding Bond)

\$ _____

UNITED STATES OF AMERICA
STATE OF NEW JERSEY
COUNTY OF BURLINGTON
TOWNSHIP OF WILLINGBORO

GENERAL OBLIGATION REFUNDING BOND, SERIES 2013

DATE OF
ORIGINAL
ISSUE:

The Township of Willingboro, in the County of Burlington, New Jersey, (the "Township") hereby acknowledges itself indebted and for value received promises to pay to

BURLINGTON COUNTY BRIDGE COMMISSION
(the "Commission")
c/o _____ (the "Trustee")

the principal sums on the dates and in the amounts set forth on Schedule A attached hereto and made a part hereof and to pay interest on such sum from the DATE OF ORIGINAL ISSUE of this bond until payment in full at the interest rates per annum and in the amounts shown on Schedule A attached hereto and made a part hereof. Interest is payable to the Commission at the corporate trust office of the Trustee on each _____ and _____, commencing _____, 2013, in an amount equal to the interest accruing to each such _____ and _____, respectively [EACH TO BE ONE MONTH AFTER THE INITIAL DATE STATED]. This bond as to principal, when due, will be payable at the corporate trust office of the Trustee thirty (30) days prior to each principal maturity date. Upon the occurrence of an event of default by the Commission under the bond resolution adopted by the Commission (as the same may be supplemented and amended, the "Resolution") which event of default is directly attributable to a default hereunder or to a default by the Township under its Bond Purchase Agreement with the Commission relating to the Commission's purchase of this bond, or in the event of default in any payments of principal of or interest on this bond, the Trustee may by notice to the Township proceed to protect and enforce its rights and the rights of the holders of the Commission's Bonds by a suit or suits in equity or at law all as provided in the Resolution.

Both principal of and interest on this bond is payable in lawful money of the United States of America and in immediately available funds.

As used herein, "Business Day" shall mean any day that is not a Saturday, a Sunday or a legal holiday in the State of New Jersey or the State of New York or a day on which the Trustee is legally authorized to close.

This bond is one of an authorized issue of Refunding Bonds and is issued pursuant to the Local Bond Law of New Jersey, and is one of the General Obligation Refunding Bonds, Series

2013 referred to in a resolution of the Township adopted on January 22, 2013 and entitled "RESOLUTION OF THE TOWNSHIP OF WILLINGBORO, IN THE COUNTY OF BURLINGTON, NEW JERSEY PROVIDING FOR THE ISSUANCE AND SALE OF THE TOWNSHIP'S GENERAL OBLIGATION REFUNDING BONDS, SERIES 2013 TO REFUND CERTAIN BONDS OF THE TOWNSHIP; AND PROVIDING FOR THE FORM, MATURITY DATE AND SALE TO THE BURLINGTON COUNTY BRIDGE COMMISSION AND PROVIDING OTHER DETAILS WITH RESPECT TO SAID REFUNDING BONDS" and Ordinance No. 2011-8 finally adopted on July 26, 2011 and published as required by law.

The principal amount of the Refunding Bonds maturing on or before _____, 20__ shall not be subject to redemption and prepayment prior to their respective maturity and principal payment date.

The principal amounts of the Refunding Bonds maturing on or after _____, 20__ shall be subject to redemption and prepayment prior to their respective maturity and principal dates, on or after _____, 20__ at the option of the Township, upon the giving of notice, the payment of the amounts and the compliance with the requirements of the Commission's Bond Resolution.

The full faith and credit of the Township are hereby irrevocably pledged for the punctual payment of the principal of and the interest on, and all other amounts due under, this bond according to its terms.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or 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 Refunding Bonds of which this is one, together with all other indebtedness of the Township, is within every debt and other limit prescribed by such Constitution or statutes.

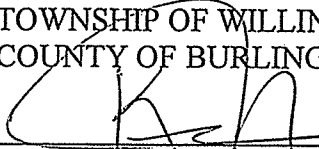
The Township agrees to pay all costs and expenses (including legal fees) in connection with the administration and enforcement of this bond.

IN WITNESS WHEREOF, the Township of Willingboro, in the County of Burlington, New Jersey has caused this bond to be executed in its name by the manual or facsimile signatures of its Mayor and its Chief Financial Officer, its corporate seal to be hereunto imprinted or affixed, this bond and the seal to be attested by the manual signature of its Township Clerk, and this bond to be dated the DATE OF ORIGINAL ISSUE as specified above.


TOWNSHIP OF WILLINGBORO, IN THE
COUNTY OF BURLINGTON, NEW JERSEY

Attest:

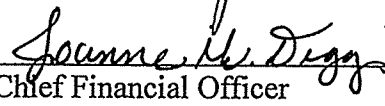
By:



Ken Gordon, Jr. Deputy Mayor



Sarah Woodring, RMC
Township Clerk
(SEAL)

By: 

Joanne M. DeGisi
Chief Financial Officer

(Assignment Provision on back of Refunding Bond)

Assignment

FOR VALUE RECEIVED _____ hereby sells, assigns and transfers unto _____ (Please Print or Type Name and Address of Assignee) the within bond and irrevocably appoints _____ as Attorney to transfer this bond on the registration books of the _____ with full power of substitution and revocation.

NOTICE

The signature of this assignment must correspond with the name as it appears on the face of the within bond in every particular.

Dated:

Signature of Guarantee:

Township of Willingboro,
in the County of Burlington, New Jersey
General Obligation Refunding Bond, Series 2013

SCHEDULE A

Schedule of Principal and Interest Payments

| <u>Maturity Date</u> | <u>Principal Amount</u> | <u>Interest Rate</u> | <u>Debt Service</u> |
|----------------------|-------------------------|----------------------|---------------------|
|----------------------|-------------------------|----------------------|---------------------|

[END OF BOND FORM]

SECTION 11. Authorization for Official Statement. The Mayor, Chief Financial Officer, and Clerk of the Township, and Bond Counsel and other officers, agents and employees of the Township are authorized to prepare and distribute information to the Commission with respect to the Township in connection with the sale of the Refunding Bonds in such form as may be approved by the Chief Financial Officer. The use in the Preliminary Official Statement and the Official Statement of the financial and other information relating to the Township and pertaining to the Refunding Bonds is hereby authorized. The Chief Financial Officer is hereby authorized to deem final the information concerning the Township set forth in the Preliminary Official Statement for purposes of Rule 15c2-12 of the Securities and Exchange Commission. The Mayor, the Chief Financial Officer and the Clerk of the Township are hereby authorized and directed to approve a final Official Statement with respect to information relating to the Township and the Refunding Bonds, with such changes, revisions, insertions and omissions from the Preliminary Official Statement as may be approved by the Mayor or the Chief Financial Officer.

SECTION 12. Pledge of the Township. The full faith and credit of the Township is hereby pledged for the payment of the principal of and interest on said Refunding Bonds and said Refunding Bonds shall be general obligations of the Township payable as to principal and interest from ad valorem taxes which may be assessed on the taxable property within said Township without limitation as to rate or amount.

SECTION 13. Tax Covenants Relating to the Tax Reform Act of 1986. In order to maintain the exclusion from gross income or federal income tax purposes of interest on the Refunding Bonds, the Township covenants to comply with the requirements of the Internal Revenue Code of 1986, as amended and the regulations promulgated thereunder (the "Code") applicable to the Refunding Bonds, and the Township covenants not to take any action or fail to take any action which would cause the interest on the Refunding Bonds to lose the exclusion from gross income for federal income taxation purposes under Section 103 of the Code.

The Township covenants and agrees with the holders of the Refunding Bonds that the Township shall not take any action or omit to take any action, which action or omission would cause the Refunding Bonds to be "private activity bonds" or "arbitrage bonds" within the meaning of Sections 141(a) and 148, respectively, of the Code, or any successor provision.

SECTION 14. Refunding Bonds Not Federally Guaranteed. The Township covenants that it will take no action that would cause the Refunding Bonds to be federally guaranteed (within the meaning of Section 149(b) of the Code).

SECTION 15. Approval of Bond Purchase Agreement. The execution, delivery and performance by the Township of the Bond Purchase Agreement by and between the Township and the Commission relating to the sale of the Refunding Bonds, in substantially the form submitted to this meeting and retained in the permanent files of the Township, is hereby approved. The Chief Financial Officer of the Township is hereby authorized to execute the Bond Purchase Agreement on behalf of the Township with such changes, insertions and omissions as shall be approved by the Chief Financial Officer in consultation with the Township's Bond Counsel. The execution of the Bond Purchase Agreement by the Chief Financial Officer shall be

conclusive evidence of the approval of the changes, insertions or omissions by the Township.

SECTION 16. Execution of Refunding Bonds; Other Action. The Mayor and the Chief Financial Officer of the Township are hereby authorized to execute the Refunding Bonds and to deliver the Refunding Bonds to or upon the direction of the Commission upon receipt of the purchase price thereof, and to take such other action and execute such other agreements and certificates, including a tax and non-arbitrage certificate, as may be necessary or proper to effect the issuance of said Refunding Bonds or otherwise to comply with the Local Bond Law, this Resolution, the Commission's Bond Resolution, the Bond Purchase Agreement or the Code.

SECTION 17. Continuing Disclosure. To comply with Rule 15c2-12 under the Securities Exchange Act of 1934, the Township hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Agreement, the form of which is attached to the Bond Purchase Agreement, executed by the Township and dated the date of issuance and delivery of the Refunding Bonds, as originally executed and as it may be amended from time to time in accordance with the terms thereof.

SECTION 18. Severability. In case any one or more of the provisions contained in the Resolution or in the Refunding Bonds issued pursuant hereto shall for any reason be held to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provision of this Resolution or of said Refunding Bonds, and this Resolution and the Refunding Bonds shall be construed and enforced as if such invalid, illegal or unenforceable provision had never been contained herein or therein.

SECTION 19. Governing Law. The laws of the State of New Jersey shall govern the construction of this Resolution and of the Refunding Bonds issued hereunder.

SECTION 20. Effective Date. Thus Resolution shall take effect upon adoption hereof.

The foregoing resolution was adopted by the following vote:

| | | |
|--------|---------------------|---------------------|
| AYES: | Councilman Anderson | Councilman Campbell |
| | Councilman Ayrer | Deputy Mayor Gordon |
| NAYES: | 0 | |