

JEFFREY R. SURENIAN AND ASSOCIATES, LLC

Brielle Galleria

707 Union Avenue, Suite 301

Brielle, NJ 08730

(732) 612-3100

Attorneys for Defendants, Township of Cranford, et al.

By: Jeffrey R. Surenian (Attorney ID: 024231983)

Michael A. Jedziniak (Attorney ID: 012832001)

CRANFORD DEVELOPMENT
ASSOCIATES, LLC, a limited liability
company organized under the laws of the State
of New Jersey, SAMUEL HEKEMIAN,
PETER HEKEMIAN, JEFFREY HEKEMIAN
and ANN KRIKORIAN as trustee for
RICHARD HEKEMIAN and MARK
HEKEMIAN,
Plaintiffs,

vs.

TOWNSHIP OF CRANFORD, MAYOR AND
COUNCIL OF THE TOWNSHIP OF
CRANFORD and the PLANNING BOARD
OF THE TOWNSHIP OF CRANFORD,
Defendants.

SUPERIOR COURT OF NEW JERSEY
LAW DIVISION: UNION COUNTY

DOCKET NO. UNN-L-003759-08

CIVIL ACTION – *MOUNT LAUREL*

**CERTIFICATION OF TOWNSHIP
ADMINISTRATOR TERENCE WALL IN
SUPPORT OF CRANFORD TOWNSHIP'S
MOTION FOR LEAVE TO AMEND ITS
ROUND 3 FINAL JUDGMENT OF
COMPLIANCE AND REPOSE**

TERENCE M. WALL, of full age, does hereby certify as follows:

1. I am the Administrator for the Township of Cranford and have held that position since November 13, 2013.
2. I am submitting this Certification in support to the Motion For Leave to Amend the Township's Round 3 Final Judgment of Compliance and Repose in the above-captioned matter.
3. I am thoroughly familiar with the facts submitted herein.

The Township's Actions Concerning the Birchwood Site

4. It was no secret that the Township strenuously opposed the 419-unit proposed project that was the subject of CDA's builder's remedy lawsuit.

5. Even though Judge Chrystal accepted Special Master McKenzie's recommendation to reduce it to a 360-unit project, it remained far too dense in the Township's opinion.

6. Therefore, in 2016, the Township took its initial steps to acquire the Birchwood site with the intent to reduce the density of the project.

7. In doing so, however, it remained mindful that any decrease in the affordable housing yield would have to be addressed by the Township in some other manner.

8. During the first half of 2016, the Township and CDA began negotiating a price and terms for the Township to acquire the Birchwood site.

9. The primary motivation for the Township to acquire the site was to reduce the density of the project to a level that the Township considered to be suitable for the Birchwood site.

10. Beginning with an initial phone call to CDA's legal counsel at the request of the Township Committee, I asked if CDA would consider reducing the density of its inclusionary development.

11. The initial calls were less than productive, because CDA already had approvals for its 360-unit project and was not interested in jeopardizing those approvals by starting a new process.

12. I reminded CDA that I was not involved with the contentious and expensive legal battle between CDA and the Township, and that my overall objective was to establish positive and proactive dialogue with CDA, regardless of the negative environment created by protracted litigation.

13. Over an extended length of time and extensive discussions, CDA and I came to respect and appreciate our respective views, and we worked towards a potential sale that inured to the collective benefit of CDA and the Township.

14. On February 8, 2017, the Township closed on the purchase of the CDA site.

15. The Township then took immediate steps to reduce the extreme density on the Birchwood site.

16. However, despite lowering the density, the Township also made sure that any development on the site would include a substantial amount of affordable housing.¹ See Exhibit A (RFP for development of the Birchwood site).

17. By the Township's estimate, the 54-unit yield from the CDA project would be decreased to about 34 units, based upon a 225-unit development with a 15 percent Mount Laurel set aside.

Assembly of the Township's Team of Professionals

18. The Birchwood purchase process also made it quite clear that the overall process would require professionals experienced in Redevelopment; Mount Laurel law; and Mount Laurel Planning.

19. We therefore assembled a team of subject matter professionals to guide it through the process appropriately and expeditiously.

20. Specifically, the Township retained the undersigned as Special Mount Laurel Counsel; Michael Mistretta, P.P., A.I.C.P. of Harbor Consultants as its Mount Laurel planning expert; and Randy Gottesman of CGH&P as its certified Mount Laurel Administrative Agent.

¹ Indeed, the Township even considered increasing the set aside percentage from 15 percent to a percentage high enough to yield the 54 units required in CDA's builder's remedy.

21. Once on board, the Township's team of professionals embarked on a number of parallel tracks, including (a) performing a detailed review of the Township's Round 3 JOR to ensure compliance; (b) identifying and addressing any loose ends in the JOR; and (3) expediting the inclusionary development RFP process on the Birchwood site.

22. These actions are discussed in more detail below.

The Potential Redevelopment of the Hartz Mountain Site

23. In early 2017, Hartz Mountain filed a rezoning application pursuant to the Township's Land Use Code seeking to convert its developed 30.5-acre property at 750 Walnut Avenue from commercial to residential uses.

24. Hartz proposed to construct an inclusionary development of 905 total units with an 11.6 percent (105-unit) Mount Laurel set aside.

25. Soon after filing its rezoning application, Hartz appeared before the Township's Development Review Committee and thereafter proceeded through rezoning application process in a manner similar to all such applicants.

26. Parallel to their rezoning application, Hartz queried whether the Township Committee was willing to engage in a formal Redevelopment process pursuant to the New Jersey Local Housing and Redevelopment Law, N.J.S.A. 40A:12A-1 et. seq.

27. Soon thereafter, representatives of Hartz and the Township met to discuss pros and cons of pursuing formal redevelopment of the site. The president of Hartz Mountain attended that meeting, as well as its legal counsel.

28. Since that meeting, Hartz voluntarily adjourned its rezoning application before the Cranford Planning Board to provide the Township time to make a decision regarding the redevelopment issue.

29. The Township Committee also granted Hartz' request to hold a public information session and to present its proposed project at a future Township Committee meeting in open public session.

30. The Township and Hartz continue to maintain a positive and professional dialogue.

31. Although it is unclear at this point whether the Hartz site will be rezoned or designated as an "area in need of redevelopment," the Township is considering Hartz's inclusionary proposal in accordance with N.J.S.A. 52:27D-310(f) and has an open mind as to the possibility of a mutually acceptable approach to the development of the subject property.

The Potential Redevelopment of Sections of North Avenue

32. The Township Committee has engaged the professional services of Harbor Consultants to review sections of North Avenue from a redevelopment perspective with specific directions to determine the viability of inclusionary zoning in the land use matrix.

Miscellaneous Deed Restriction Issues

33. One of the tasks associated with the Township's effort to remain in compliance with its Mount Laurel obligations is to assemble the documentation demonstrating that the various affordable housing units in the Township are indeed creditworthy under the relevant standards.

34. Although a large percentage of the documentation has already been located, the Township's Mount Laurel professionals have identified some issues concerning the necessary deed restrictions associated with some of the smaller Mount Laurel developments in Cranford.

35. These sites include the Needlepoint Homes development and the Riverfront Redevelopers project.²

² It should also be noted that the Township experienced staff deficits in the Zoning Office, culminating in the resignation late last year of the prior Zoning Officer who also served as the Township's Municipal Housing Liaison. A new Zoning Officer has been hired and appointed as the new Municipal Housing Liaison. Id. at para. ____.

36. Upon discovery of these issues, the Township directed its Mount Laurel Administrative Agent and legal counsel to work together and take the actions necessary to assure that the units in question are indeed creditworthy. I will defer to the Certification of Randy Gottesman, P.P. of CGH&P for more details concerning these crediting issues.

I hereby certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.


TERENCE M. WALL, TP. ADMINISTRATOR

Date: July 14, 2017

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A**

REQUEST FOR PROPOSAL

By

TOWNSHIP OF CRANFORD

For

PURCHASE AND REDEVELOPMENT

215 Birchwood Avenue (Block 292, Lot 2) and 235 Birchwood Avenue (Block 291, Lot 15.01)

15.861 Acres in the Township of Cranford, Union County, New Jersey

Key Terms

- Minimum Purchase Price: \$15 million, paid in cash at closing
- **MANDATORY** Pre-Proposal Conference & Walk Through: **Friday, May 5, 2017 at 10:00 A.M.** at the Property
- Questions due to Township: Friday, May 19, 2017 at 5:00 P.M. EDT
- Final Posting of answers to questions: Friday, May 26, 2017
- **RFP Deadline** with 2% Purchase Price Deposit: **Monday, June 19, 2017 at 4:00 P.M. EDT**

Date of Issue: April 20, 2017

I. REQUEST FOR PROPOSAL - SALE OF BIRCHWOOD PROPERTY

The Township of Cranford (the "Township") was recently named by New Jersey Family¹ the best town for families in Union County (and ninth in the State of New Jersey). Widely regarded as a premier community in New Jersey to live, work and raise a family, the Township is centrally located in Union County with easy transportation to and from the Cranford Train Station. Close to New York and not far from the Jersey Shore, our top schools and safe neighborhoods are a compelling story for any developer. Cranford is a highly desirable community. The Township is seeking proposals for the sale and redevelopment of vacant, unimproved real property known as Birchwood.

In February of 2017, the Township acquired Birchwood, which consists of two adjacent parcels commonly known as 215 Birchwood Avenue (Block 292, Lot 2) and 235 Birchwood Avenue (Block 291, Lot 15.01), in the Township of Cranford, Union County, New Jersey (collectively, the "Property"). The parcel at 215 Birchwood Avenue consists of approximately 6.345 acres of land, while the parcel located at 235 Birchwood Avenue covers approximately 9.516 acres of land, for a combined area of 15.861 acres. Each parcel was formerly occupied by a two-story commercial building constructed in the 1970s. The buildings were demolished in the autumn of 2016.

Respondents (hereinafter "Proposer") to this Request for Proposal ("RFP") shall submit a proposal that addresses the various components set forth in this RFP.

The Township will consider proposals for both residential or mixed-use redevelopment projects with rental, for sale (condominium) or a combination of rental and for sale units. Proposals for residential uses MUST include a project consisting of up to 225 units inclusive of a fifteen percent (15%) affordable housing set-aside provided that the affordable units are rental units affordable to low and moderate income households of which at least fifty percent (50%) of the affordable units are affordable to low income households ("Mandatory Residential Proposal"). At the option of the Proposer, the Township will consider alternative proposals that satisfy the Township's affordable housing obligations and do not exceed 225 units and will also consider mixed-use project proposals ("Optional Proposal"). The Mandatory Residential Proposal and any Optional Proposal must include a minimum purchase price of \$15,000,000.

Any Mandatory Residential Proposal or Optional Proposal is subject to approval by the Superior Court of New Jersey, Union County, for amendment of the Township's current affordable housing obligations set forth in the Court Order dated December 9, 2011 ("Court Order")², and the Judgement of Compliance and Repose, dated March 22, 2013 entered in the case of Cranford Development Associates, LLC et al., v. Township of Cranford, et al., Docket No. UNN-L-003759-08, as well as the Township of Cranford Ordinance No. 2012-11, which codified the Court Order and rezoned the property ("Rezoning Ordinance").

In accordance with the 2012 Rezoning Ordinance, the Property is located in the IMR, Inclusionary Multifamily Residence Zone. The IMR Zone allows multi-family dwellings and parking garages serving multi-family residential dwellings.

¹ <http://www.njfamily.com/New-Jerseys-Best-Towns-for-Families-Cranford-Union-County/>

² Lehigh Acquisition Corp. v. Township of Cranford et al., Docket No. UNN-L-0140-08, and Cranford Development Associates, LLC et al., v. Township of Cranford, et al., Docket No. UNN-L-003759-08, Superior Court of New Jersey, Union County – Law Division; Filed December 9, 2011, Hon. Lisa F. Chrystal, JSC.

The Township's desire and intent is to enter into a public/private partnership with the selected Proposer for the redevelopment project. The respective obligations of the Township and the Proposer will be contingent on each other's actions in a coordinated and collaborative effort to ensure the ultimate success of the redevelopment of the Property.

The Proposer shall be fully responsible for the preparation of all studies, reports, designs and construction drawings and specifications required by any regulatory agency to secure all applicable regulatory permits and approvals to construct the project. Furthermore, the Proposer shall be solely responsible for any and all on-site, off-site and off-tract improvements required by any regulatory agency in order to construct the project in its entirety.

II. PROPERTY BACKGROUND INFORMATION

A. Environmental

The Township of Cranford engaged Maser Consulting, P.A. ("Maser"), to prepare a Preliminary Assessment Report ("PAR"). The February 2017 PAR summarizes the background of the Property and identifies areas of buried fill locations based prior geotechnical and geophysical investigations of the Property. The Township engaged Excel Environmental Resources, Inc. ("Excel") to investigate and evaluate areas of environmental concern identified in the PAR, including fill that was used to historically fill the property. This environmental investigation confirmed the presence of imported fill which can be contained on-site beneath a remedial cap.

B. Area in Need of Redevelopment

The process for evaluating whether the Property can be designated as an Area in Need of Redevelopment or an Area in Need of Rehabilitation pursuant to the Local Housing and Redevelopment Law, N.J.S.A. 40A-12A-1 *et seq.* is under way. Maser was engaged to perform a preliminary investigation and reported its findings in a report entitled "Redevelopment/Rehabilitation Study Area Determination of Need" and dated February 6, 2017 ("Preliminary Investigation"). The Preliminary Investigation concluded the Property qualifies as an Area in Need of Redevelopment under criterion "c"³ due to the conclusions of the PAR and recommendation for additional environmental investigation. Excel's confirmation of impacted fill further supports this finding.

By designating the Property as an Area in Need of Redevelopment, the Township will have more flexibility in redeveloping the site. For example, the Township has the option to authorize certain tax abatements, including payments in lieu of taxes ("PILOT"). Accordingly, the PILOT is one of the tools that may be available to the Proposer.

³ N.J.S.A. 40A:12A-5 provides certain criteria under which to designate an area in need of redevelopment. Criteria "c" includes: "Land that is owned by the municipality, the county, a local housing authority, redevelopment agency or entity, or unimproved vacant land that has remained so for a period of ten years prior to the adoption of the resolution, and that by reason of its location, remoteness, lack of means of access to developed sections or portions of the municipality, or topography, or nature of the soil, is not likely to be developed through the instrumentality of private capital."

C. Key Documents

The information contained in this RFP is by way of introduction and overview only. The Township does not make any representations or warranties regarding the condition of the Property or its suitability for any particular use. Proposers should not rely on the information contained in this RFP, but instead should conduct their own investigation and inquiry regarding the Property and independently inform themselves of the environmental conditions and regulations affecting the Property.

The following is a list of documents that will be available to the Proposers to assist with their review of the Project. The Township makes no representations or warranties as to the contents of these documents.

- Preliminary Assessment Report prepared by Maser Consulting, P.A. for the Township of Cranford and dated February 2017.
- Redevelopment/Rehabilitation Study Area Determination of Need prepared by Maser Consulting, P.A. for the Township of Cranford and dated February 2017.
- Subsurface Soil Investigation and Foundation Recommendation Report prepared by ANS Consultants, Inc. for The S. Hekemian Group and dated May 2016.
- Subsurface Soil Investigation and Foundation Recommendation Report prepared by ANS Consultants, Inc. for The S. Hekemian Group and dated July 2008.
- ALTA/NSPS Land Title Survey of the Property prepared by Control Point Associates, Inc. and updated March 29, 2017.

III. CONDITIONS GOVERNING SALE OF PROPERTY

A. Proposer Identification

Proposers shall submit the following information regarding the proposed participants.

1. Complete and submit the Statement of Ownership Disclosure form provided with this RFP.
2. Complete and submit the Business Entity Disclosure Certification form provided with this RFP.
3. Provide a copy of Proposer's Business Registration Certificate in accordance with N.J.S.A. 52:32-44 *et seq.*
4. The name, address and telephone number of the Proposer's primary business officer. If the primary business office is located outside of the State, give the address and telephone number of the New Jersey location, if any, that will be responsible for participating in this selection process and the project.
5. Identify the parent company and any subsidiary or affiliated companies of the Proposer, giving the names, addresses and telephone numbers of each company.

6. Complete list of all criminal charges and civil complaints, brought against Proposer and the disposition of all such criminal charges and/or civil complaints.

B. Purchase Price, Offer and Deposit on Offer to Purchase

The minimum purchase price is \$15,000,000. The offer must state the contract purchase price will be paid in cash at closing.

All Proposers must complete and submit the Offer to Purchase (Attachment A) indicating the amount offered for the Property. Sealed proposals must include a minimum deposit of 2% of the executed Offer to Purchase, in the form of a certified or cashier's check, payable to the Township of Cranford. If a proposal is accepted, the deposit will be applied to the purchase cost.

All valid offers submitted shall remain open for 60 days from the submission deadline of the RFP and the Township reserves the right to formally accept any offer within that time period. The certified deposit will be returned to all unsuccessful Proposers within 60 days of the proposal due date.

C. Proposer's Checklist

The following requirements shall be considered mandatory items and are to be submitted at the time specified by the contracting unit for the receipt of the proposals; the failure to submit any one of the mandatory items shall be deemed a fatal defect that shall render the proposal unresponsive and that cannot be cured by the governing body:

- Executed Offer to Purchase (Attachment A)
- Deposit on Offer to Purchase (2% Min.)
- Proposer Identification Information (see Section III. A. of RFP)
 1. Completed Statement of Ownership Disclosure
 2. Completed Business Entity Disclosure Certification
 3. Business Registration Certificate
 4. Proposer's primary business officer information
 5. Proposer's parent and subsidiary information
 6. List of criminal charges and civil complaints
- Non-Collusion Affidavit
- Disclosure of Investment Activities in Iran
- Disclosure of Conflicts of Interest (see Section IV of RFP)

D. Design Checklist

Design documents shall be submitted in an 11" x 17" color portfolio at the time specified by the contracting unit for the receipt of the proposals. Certain information must be submitted (mandatory), while the Proposer has the option to submit certain other information (optional).

The following items must be submitted; the failure to submit any one of these **mandatory** items shall be deemed a fatal defect that shall render the proposal unresponsive and that cannot be cured by the governing body.

MANDATORY Items:

- Concept design using photographs or images of similar projects showing proposed facades and other concept elements; and
- Breakdown of residential unit mix and bedroom size.

The Proposer has the option to submit the following information.

Optional Items:

- Amenities, including but not limited to any active and passive recreational facilities;
- Open Space areas;
- Parking requirements;
- Zoning and Bulk standards;
- Fiscal Impact Statement (with and without a PILOT); and
- Any supplemental information the Proposer believes would assist in evaluating the proposal and presenting the project to our community.

E. Title and Escrow Costs

The Proposer will be responsible for a standard owner's title policy for the Property in the escrow agent's standard coverage form and to pay the cost to record a deed. Proposer shall also pay for any extended form of title insurance coverage as determined and requested by the Proposer. All other escrow and collection costs will also be paid by Proposer.

F. Commission

Any commission to be paid to an agent or broker shall be paid by the Proposer and shall not be deducted from the Purchase Price. The Township represents that it has not listed this Property with any real estate agent or broker.

G. Pre-Proposal Conference

A **MANDATORY** Pre-Proposal Conference and Walk Through will be held on **Friday, May 5, 2017 at 10:00 AM EDT** at the Property. Any Proposer intending to respond to the RFP **MUST** attend this meeting and any proposal received from a Proposer not attending this meeting will not be accepted.

H. Submission of Proposal

To be considered, sealed proposals must be submitted and received no later than **04:00 P.M. EDT on Monday, June 19, 2017**. Proposers must supply three (3) paper copies and (1) electronic copy (on CD or thumb drive in PDF format) of their proposal, which must be mailed, couriered or hand-delivered (proposals sent via email will not be accepted) to:

Mr. Terence Wall, Township Administrator
c/o Ms. Tara Rowley, Township Clerk
Township of Cranford
8 Springfield Avenue
Cranford, NJ 07016

The outside of the envelope should be marked **"PROPOSAL AND DEPOSIT CHECK FOR SALE OF BIRCHWOOD PROPERTY BLOCK 292, LOT 2 AND BLOCK 291, LOT 15.01."** Proposals should be directed to the Township Clerk's Office at the address above, where they will be date stamped upon receipt.

Any proposal received after the deadline or without the deposit will be rejected. Proposals that include payment of the deposit by check that is dishonored for insufficient funds shall be considered to have not included the submission fee and will be rejected. All proposals will become the property of the Township of Cranford and will not be returned to the Proposers.

I. Exceptions to this Request for Proposal

Any exceptions from the provisions of this RFP, which are desired by the Proposer, shall be specifically noted in the proposal submitted, including additional requirements or requests. The exceptions to be listed shall include any contingencies to closing the transaction including but not limited to financing and feasibility contingencies.

J. Proposer Registration

Those interested in submitting a proposal are required to register on the Township's website at: <http://cranford.com/rfprfq-request-form/>. Any updates or announcements will be published on the Township's website. The Proposer is responsible for continually checking the website. The Township will not directly contact any Proposer.

K. Questions and Communications

No contact is to be initiated by any Proposer or agent of Proposer with anyone from the Township or the Township's professionals working on this Birchwood project. Questions regarding this RFP or the need for additional data or information should be submitted in writing by email to t-wall@cranfordnj.org no later than 5:00 P.M. EDT on Friday, May 19, 2017. The Township will post a Q&A document after the deadline for written questions. No oral interpretation of any requirements of the RFP will be given to any Proposer. It is each Proposer's responsibility to continuously check the website for updates, Q&A postings, or other documents that are posted.

L. Award

The Township has discretion to accept the Proposal that best responds to this RFP and meets the needs of the Township. Proposals will be reviewed for compliance with the terms and conditions of the RFP. Any proposal not responsive to the RFP will be rejected. In addition to the amount of the offer, the Township will take into account contingencies and exceptions contained in each Proposal. The sale of the Property is subject to final approval of the Cranford Township Committee. The Township, in its sole discretion, may elect to ask some or all Proposers to give presentations on their proposals. The Township, in its sole discretion, reserves the right to short list the proposals and allow for the short-listed Proposers to amend their proposal within a time frame to be determined by the Township. The Township, in its sole discretion, reserves the right to reject any and all offers, for any or for no reason.

M. Schedule

The projected schedule is:

- **MANDATORY** Pre-Proposal Conference & Walk Through: Friday, May 5, 2017 at 10:00 A.M.
- Questions due to Township: Friday, May 19, 2017 at 5:00 P.M. EDT
- Final Posting of answers to questions: Friday, May 26, 2017
- RFP Deadline: Monday, June 19, 2017 at 4:00 P.M. EDT
- Award by Township Committee: Expected on or before July 18, 2017, subject to extension (the Township reserves the right to extend the award date due to changed circumstances)

The Township expects the Closing of the transaction to occur within 60 days of the Planning Board's approval of the Proposer's Site Plan for the project.

This schedule is subject to change.

IV. CONFLICT OF INTEREST INFORMATION

Information on possible conflicts of interest should be provided in the proposal. Such information will be taken into account in making a decision on the selection of the Proposer. Should a conflict arise during the RFP process, the Proposer shall immediately advise the Township of such conflict, failure to do so may result in disqualification of proposer's submission.

V. GENERAL PROVISIONS

All proposals are prepared at the cost and expense of the Proposer. The Township is not responsible for paying any of the costs or expenses associated with the preparation or submission of proposals.

Any successful Proposer is required to comply with the requirements of the Law Against Discrimination, P.L. 1975, Ch. 127, N.J.A.C. 10:5-31 et seq.; the Affirmative Action Rules, N.J.A.C. 17:27-1.1 et seq., and the Americans with Disabilities Act of 1990, 42 U.S.C. 2101 et seq. Proposers and the contractors and subcontractors must at all time comply with all applicable obligations pursuant to the New Jersey Campaign Contributions and Expenditure Reporting Act, N.J.S.A. 19:44-1 et seq., and any local or municipal restrictions adopted in accordance with said Act.

No covenant, lease, conveyance or other instrument shall be effected or executed by the Township or Proposer or any of their successors or assigns, whereby the Property is restricted by the Township or the Proposer upon the basis of race, creed, color, or national origin in the sale, lease, use or occupancy thereof. Appropriate covenants, running with the land forever, will prohibit such restrictions and shall be included in the disposition instruments. There shall be no restrictions of occupancy or use of any part of the Property on the basis of race, creed, color or national origin.

This RFP constitutes an invitation to submit proposals to the Township and does not represent an offer, obligation or agreement on the part of the Township. The Township reserves the right to protect the best interests of the Township, to waive any technical errors, or reject any proposal (or any part thereof) for any reason whatsoever, or to reject all proposals for any reason whatsoever. The Township reserves the right at any time to withdraw this RFP. In addition, the Township retains the right to make modifications or additions to the RFP.

If any section, paragraph, division, subdivision, clause or provision of this RFP shall be adjudged by any court of competent jurisdiction to be invalid, such adjudication shall only apply to the section, paragraph, division, subdivision, clause or provision so judged, and the remainder of this RFP shall be deemed valid and effective.

PROPOSER'S CHECKLIST

THIS CHECKLIST MUST BE COMPLETED, INITIALED, SIGNED AND SUBMITTED WITH YOUR PROPOSAL. A PROPOSAL SUBMITTED WITHOUT THE FOLLOWING DOCUMENTS IS CAUSE FOR REFUSAL.

Executed offer (Attachment A)	_____ (initial)
Deposit on Offer to Purchase (2% Min.)	_____ (initial)
Proposer Identification Information (see Section III. A. of RFP)	_____ (initial)
1. Statement of Ownership Disclosure	_____
2. Business Entity Disclosure Certification	_____
3. Business Registration Certificate	_____
4. Proposer's primary business officer information	_____
5. Proposer's parent and subsidiary information	_____
6. List of criminal charges and civil complaints	_____ (initial)
Non-Collusion Affidavit	_____ (initial)
Disclosure of Investment Activities in Iran	_____ (initial)
Disclosure of Conflicts of Interest (see Section IV of RFP)	_____ (initial)

THE UNDERSIGNED HEREBY ACKNOWLEDGES
THE ABOVE LISTED REQUIREMENTS

NAME OF PROPOSER:

Person, Firm or Corporation

BY: (NAME) (TITLE)

Attachment A to RFP

SALE OF BIRCHWOOD PROPERTY BLOCK 292, LOT 2 AND BLOCK 291, LOT 15.01

Mr. Terence Wall
Township Administrator
Township of Cranford
8 Springfield Avenue
Cranford, NJ 07016

_____, herein called the "Proposer," hereby offers and agrees to purchase from the Township of Cranford ("the Township") at the price and subject to the terms and conditions contained in this Offer, the following described real property ("Property"): 215 Birchwood Avenue (Block 292, Lot 2) and 235 Birchwood Avenue (Block 291, Lot 15.01), in the Township of Cranford, Union County, New Jersey (collectively, the "Property"). The Property has an area of approximately 15.861 acres.

OFFER TO PURCHASE PROPERTY

Total Purchase Price Offered⁴: \$ _____

Deposit on Offer to Purchase (2% Min.)⁵: \$ _____

Balance Due in Cash on Closing: \$ _____

Name of Proposer: _____

Address: _____

Telephone #: _____

Email Address: _____

Date: _____

Agent (if applicable): _____

Agent address: _____

Agent phone & email: _____

⁴ Minimum Offer is \$15 million.

⁵ If a proposal is accepted, the deposit will be applied to the purchase cost. If a proposal is not accepted, the certified deposit will be returned to all unsuccessful Proposers within 60 days of the proposal due date.

Please List Exceptions and Contingencies to the RFP (use additional sheets if necessary):

Please List any possible conflicts to the RFP (use additional sheets if necessary):

Please Briefly Describe the Redevelopment Project (residential or mixed use; number of units; number of COAH units; use additional sheets if necessary):

Signature of Proposer: _____

Print Name and Title: _____

Date: _____

Signature of Agent (if applicable) _____

Print Name and Title: _____

Date: _____

Agent Commissions and other closing costs attributable to the Proposer are the responsibility of the Proposer and are not included in the purchase price.

ATTACH CERTIFIED OR CASHIER'S CHECK AS DEPOSIT (MINIMUM 2%) IN SEALED ENVELOPE MARKED "PROPOSAL AND DEPOSIT CHECK FOR SALE OF BIRCHWOOD PROPERTY BLOCK 292, LOT 2 AND BLOCK 291, LOT 15.01"

STATEMENT OF OWNERSHIP DISCLOSURE

N.J.S.A. 52:25-24.2 (P.L. 1977, c.33, as amended by P.L. 2016, c.43)

This statement shall be completed, certified to, and included with all bid and proposal submissions. Failure to submit the required information is cause for automatic rejection of the bid or proposal.

Name of Organization:

Organization Address:

Part I Check the box that represents the type of business organization:

- ☐ Sole Proprietorship (skip Parts II and III, execute certification in Part IV)
- ☐ Non-Profit Corporation (skip Parts II and III, execute certification in Part IV)
- ☐ For-Profit Corporation (any type) ☐ Limited Liability Company (LLC)
- ☐ Partnership ☐ Limited Partnership ☐ Limited Liability Partnership (LLP)
- ☐ Other (be specific): _____

Part II

- ☐ The list below contains the names and addresses of all stockholders in the corporation who own 10 percent or more of its stock, of any class, or of all individual partners in the partnership who own a 10 percent or greater interest therein, or of all members in the limited liability company who own a 10 percent or greater interest therein, as the case may be. **(COMPLETE THE LIST BELOW IN THIS SECTION)**

OR

- ☐ No one stockholder in the corporation owns 10 percent or more of its stock, of any class, or no individual partner in the partnership owns a 10 percent or greater interest therein, or no member in the limited liability company owns a 10 percent or greater interest therein, as the case may be. **(SKIP TO PART IV)**

(Please attach additional sheets if more space is needed):

Name of Individual or Business Entity	Home Address (for Individuals) or Business Address

Part III DISCLOSURE OF 10% OR GREATER OWNERSHIP IN THE STOCKHOLDERS, PARTNERS OR LLC MEMBERS LISTED IN PART II

If a bidder has a direct or indirect parent entity which is publicly traded, and any person holds a 10 percent or greater beneficial interest in the publicly traded parent entity as of the last annual federal Security and Exchange Commission (SEC) or foreign equivalent filing, ownership disclosure can be met by providing links to the website(s) containing the last annual filing(s) with the federal Securities and Exchange Commission (or foreign equivalent) that contain the name and address of each person holding a 10% or greater beneficial interest in the publicly traded parent entity, along with the relevant page numbers of the filing(s) that contain the information on each such person. **Attach additional sheets if more space is needed.**

Website (URL) containing the last annual SEC (or foreign equivalent) filing	Page#s

Please list the names and addresses of each stockholder, partner or member owning a 10 percent or greater interest in any corresponding corporation, partnership and/or limited liability company (LLC) listed in Part II **other than for any publicly traded parent entities referenced above.** The disclosure shall be continued until names and addresses of every noncorporate stockholder, and individual partner, and member exceeding the 10 percent ownership criteria established pursuant to N.J.S.A. 52:25-24.2 has been listed. **Attach additional sheets if more space is needed.**

Stockholder/Partner/Member and Corresponding Entity Listed in Part II	Home Address (for Individuals) or Business Address

Part IV Certification

I, being duly sworn upon my oath, hereby represent that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I acknowledge: that I am authorized to execute this certification on behalf of the bidder/proposer; that the ***Township of Cranford*** is relying on the information contained herein and that I am under a continuing obligation from the date of this certification through the completion of any contracts with ***Township of Cranford*** to notify the ***Township of Cranford*** in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I am subject to criminal prosecution under the law and that it will constitute a material breach of my agreement(s) with the, permitting the ***Township of Cranford*** to declare any contract(s) resulting from this certification void and unenforceable.

BUSINESS ENTITY DISCLOSURE CERTIFICATION
FOR NON-FAIR AND OPEN CONTRACTS
Required Pursuant To N.J.S.A. 19:44A-20.8
TOWNSHIP OF CRANFORD

Part I – Vendor Affirmation

The undersigned, being authorized and knowledgeable of the circumstances, does hereby certify that the _____ (*name of business entity*) has not made and will not make any reportable contributions pursuant to N.J.S.A. 19:44A-1 et seq. that, pursuant to P.L. 2004, c. 19 would bar the award of this contract in the one year period preceding (*date of award scheduled for approval of the contract by the governing body*) to any of the following named candidate committee, joint candidates committee; or political party committee representing the elected officials of the Cranford Township Committee as defined pursuant to N.J.S.A. 19:44A-3(p), (q) and (r).

Part II – Ownership Disclosure Certification

☐ I certify that the list below contains the names and home addresses of all owners holding 10% or more of the issued and outstanding stock of the undersigned.

Check the box that represents the type of business entity:

☐ Partnership ☐ Corporation ☐ Sole Proprietorship ☐ Subchapter S Corporation
☐ Limited Partnership ☐ Limited Liability Corporation ☐ Limited Liability Partnership

Name of Stock or Shareholder	Home Address

Part 3 – Signature and Attestation:

The undersigned is fully aware that if I have misrepresented in whole or part this affirmation and certification, I and/or the business entity, will be liable for any penalty permitted under law.

Name of Business Entity: _____

Signature of Affiant: _____ Title: _____

Printed Name of Affiant : _____ Date: _____

Subscribed and sworn before me this ____ day of _____, 2____.

My Commission expires:

(Witnessed or attested by)

(Seal)

BUSINESS ENTITY DISCLOSURE CERTIFICATION
FOR NON-FAIR AND OPEN CONTRACTS
Required Pursuant To N.J.S.A. 19:44A-20.8
TOWNSHIP OF CRANFORD

The following is statutory text related to the terms and citations used in the Business Entity Disclosure Certification form.

“Local Unit Pay-To-Play Law” (P.L. 2004, c.19, as amended by P.L. 2005, c.51)

19:44A-20.6 Certain contributions deemed as contributions by business entity.

5. When a business entity is a natural person, a contribution by that person's spouse or child, residing therewith, shall be deemed to be a contribution by the business entity. When a business entity is other than a natural person, a contribution by any person or other business entity having an interest therein shall be deemed to be a contribution by the business entity.

19:44A-20.7 Definitions relative to certain campaign contributions.

6. As used in sections 2 through 12 of this act:

“business entity” means any natural or legal person, business corporation, professional services corporation, limited liability company, partnership, limited partnership, business trust, association or any other legal commercial entity organized under the laws of this State or of any other state or foreign jurisdiction;

“interest” means the ownership or control of more than 10% of the profits or assets of a business entity or 10% of the stock in the case of a business entity that is a corporation for profit, as appropriate;

Temporary and Executing

12. Nothing contained in this act shall be construed as affecting the eligibility of any business entity to perform a public contract because that entity made a contribution to any committee during the one-year period immediately preceding the effective date of this act.

~~~~~

**The New Jersey Campaign Contributions and Expenditures Reporting Act (N.J.S.A. 19:44A-1 et seq.)**

**19:44A-3 Definitions.** In pertinent part...

p. The term "political party committee" means the State committee of a political party, as organized pursuant to R.S.19:5-4, any county committee of a political party, as organized pursuant to R.S.19:5-3, or any municipal committee of a political party, as organized pursuant to R.S.19:5-2.

q. The term "candidate committee" means a committee established pursuant to subsection a. of section 9 of P.L.1973, c.83 (C.19:44A-9) for the purpose of receiving contributions and making expenditures.

r. the term "joint candidates committee" means a committee established pursuant to subsection a. of section 9 of P.L.1973, c.83 (C.19:44A-9) by at least two candidates for the same elective public offices in the same election in a legislative district, county, municipality or school district, but not more candidates than the total number of the same elective public offices to be filled in that election, for the purpose of receiving contributions and making expenditures. For the purpose of this subsection: ...; the offices of member of the board of chosen freeholders and county executive shall be deemed to be the same elective public offices in a county; and the offices of mayor and member of the municipal governing body shall be deemed to be the same elective public offices in a municipality.

**19:44A-8 and 16 Contributions, expenditures, reports, requirements.**

*While the provisions of this section are too extensive to reprint here, the following is deemed to be the pertinent part affecting amounts of contributions:*

“The \$300 limit established in this subsection shall remain as stated in this subsection without further adjustment by the commission in the manner prescribed by section 22 of P.L.1993, c.65 (C.19:44A-7.2)

**NON-COLLUSION AFFIDAVIT**

STATE OF \_\_\_\_\_ }  
                                              : SS.:  
COUNTY OF \_\_\_\_\_ }

I, \_\_\_\_\_ of the City of \_\_\_\_\_ in the County  
of \_\_\_\_\_ and the State of \_\_\_\_\_ being of full age, and duly sworn  
according to law on my oath depose and say that:

I am \_\_\_\_\_ of the firm of \_\_\_\_\_ the bidder  
making the Proposal for the Sale of Birchwood Property, Block 292, Lot 2 and Block 291, Lot  
15.01, and that I executed the said Proposal with full authority so to do; that said bidder has not,  
directly or indirectly, entered into any agreement, participated in any collusion, or otherwise taken  
any action in restraint of free, competitive bidding in connection with the above project; and that  
all statements contained in said Proposal and in this affidavit are true and correct, and made with  
full knowledge that the Township of Cranford relies upon the truth of the statements contained in  
said Proposal and in the statements contained in this affidavit in awarding the Contract for the said  
project.

I further warrant that no person or selling agency has been employed or retained to solicit or  
secure such Contract upon an agreement or understanding for a commission, percentage,  
brokerage or contingent fee, except bona fide employees or bona fide established commercial  
or selling agencies maintained by:

\_\_\_\_\_ in accordance with N.J.S.A. 52:34-15.  
(Name of Contractor)

Signature: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Sworn and subscribed to before me this

\_\_\_\_\_ day of \_\_\_\_\_, 20

(Seal)

Notary Public in the State of New Jersey

My commission expires on, 20



## DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN

OPS Number: \_\_\_\_\_ Proposer: \_\_\_\_\_

### PART I

Pursuant to Public Law 2012, c. 25 any person or entity that submits a bid or proposal or otherwise proposes to enter into or renew a contract must complete the certification below to attest, under penalty of perjury, that neither the person or entity, nor any of its parents, subsidiaries, or affiliates (any parent, successor, subunit, direct or indirect subsidiary, or any entity under common ownership or control with, any entity), is identified on the Department of Treasury's Chapter 25 list as a person or entity engaging in investment activities in Iran. The Chapter 25 list is found on the State of New Jersey, Department of Treasury, Division of Purchase and Property website at <http://www.state.nj.us/treasury/purchase/pdf/Chapter25List.pdf>

Bidders must review this list prior to completing the below certification. Failure to complete the certification will render a bidder's proposal non-responsive. If the Authority finds a person or entity to be in violation of law, s/he shall take action as may be appropriate and provided by law, rule or contract, including but not limited to, imposing sanctions, seeking compliance, recovering damages, declaring the party in default and seeking debarment or suspension of the party.

### PLEASE CHECK THE APPROPRIATE BOX:

☐ I certify, pursuant to Public Law 2012 c. 25, that neither the bidder listed above nor any of the bidder's Parents, subsidiaries, or affiliates is listed on the N.J. Department of the Treasury's list of entities determined to be engaged in prohibited activities in Iran pursuant to P.L. 2012 c. 25 ("Chapter 25 List"). I further certify that I am the person listed above, or I am an officer or representative of the entity listed above and am authorized to make this certification on its behalf. I will skip Part 2 and sign and complete the Certification below.

**OR**

☐ I am unable to certify as above because the bidder and/or one or more of its parents, subsidiaries, or affiliates is listed on the Department's Chapter 25 list. I will provide a detailed, accurate and precise description of the activities in Part 2 below and sign and complete the Certification below. Failure to provide such will result in the proposal being rendered as non-responsive and appropriate penalties, fines and/or sanctions will be assessed as provided by law.

### PART 2

You must provide a detailed, accurate and precise description of the activities of the bidding person/entity, or one of its parents, subsidiaries or affiliates, engaging in the investment activities in Iran outlined above by completing the box below.

|                                                                 |                                 |
|-----------------------------------------------------------------|---------------------------------|
| Name: _____                                                     | Relationship to Proposer: _____ |
| Description of Activities: _____                                |                                 |
| Duration of Engagement: _____ Anticipated Cessation Date: _____ |                                 |
| Proposer Contact Name: _____ Contact Phone Number: _____        |                                 |

Certification: I, being duly sworn upon my oath, hereby represent and state that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I attest that I am authorized to execute this certification on behalf of the above-referenced person or entity. I acknowledge that the Authority is relying on the information contained herein and thereby acknowledge that I am under a continuing obligation from the date of this certification through the completion of any contracts with the Authority to notify the Authority in writing of any changes to the answers or information contained herein. I acknowledge that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I recognize that I am subject to criminal prosecution under the law and that it will also constitute a material breach of my agreement(s) with the Authority and the Authority at its option may declare any contract(s) resulting from this certification void and unenforceable.

Full Name (Print): \_\_\_\_\_ Signature: \_\_\_\_\_

TITLE: \_\_\_\_\_ DATE: \_\_\_\_\_



## State of New Jersey

DEPARTMENT OF THE TREASURY  
DIVISION OF PURCHASE AND PROPERTY  
OFFICE OF THE DIRECTOR  
33 WEST STATE STREET  
P. O. BOX 039

TRENTON, NEW JERSEY 08625-0039  
<https://www.njstart.gov>  
Telephone (609) 292-4886 / Facsimile (609) 984-2575

CHRIS CHRISTIE  
*Governor*

KIM GUADAGNO  
*Lt. Governor*

FORD M. SCUDDER  
*Acting State Treasurer*

JIGNASA DESAI-MCCLEARY  
*Director*

**The following list represents entities determined, based on credible information available to the public, to be engaged in prohibited activities in Iran pursuant to P.L. 2012, c. 25 ("Chapter 25"):**

|     |                                                                      |     |                                             |
|-----|----------------------------------------------------------------------|-----|---------------------------------------------|
| 1.  | Bank Markazi Iran (Central Bank of Iran)                             | 18. | Indian Oil Corporation                      |
| 2.  | Bank Mellat                                                          | 19. | Kingdram PLC                                |
| 3.  | Bank Melli Iran                                                      | 20. | Maire Tecnimont SpA                         |
| 4.  | Bank Tejarat                                                         | 21. | Naftiran Intratrade Company (NICO)          |
| 5.  | National Iranian Tanker Company (NITC)                               | 22. | Oil and Natural Gas Corporation (ONGC)      |
| 6.  | Amona                                                                | 23. | Oil India Limited                           |
| 7.  | Bank Saderat PLC                                                     | 24. | Persia International Bank                   |
| 8.  | Bank Sepah                                                           | 25. | PetroChina Company, Ltd.                    |
| 9.  | Belaz                                                                | 26. | Petroleos de Venezuela (PDVSA Petróleo, SA) |
| 10. | Belneftkhim (Belarusneft)                                            | 27. | Sameh Afzar Tajak Co. (SATCO)               |
| 11. | China International United Petroleum & Chemicals Co., Ltd. (Unipecc) | 28. | Shandong FIN CNC Machine Company, Ltd.      |
| 12. | China National Offshore Oil Corporation (CNOOC)                      | 29. | Sinohydro                                   |
| 13. | China National Petroleum Corporation (CNPC)                          | 30. | SK Energy                                   |
| 14. | China National United Oil Corporation (ChinaOil)                     | 31. | SKS Ventures                                |
| 15. | China Petroleum & Chemical Corporation (Sinopec)                     | 32. | Som Petrol AS                               |
| 16. | China Precision Machinery Import-Export Corp. (CPMIEC)               | 33. | Zhuhai Zhenrong Company                     |
| 17. | Grimley Smith Associates                                             |     |                                             |

**List Date: February 5, 2016**