



UNION COUNTY IMPROVEMENT AUTHORITY

Resolution No. 8-2021

Adoption Date: January 13, 2021

No Sufficiency of Funds Required Bibi Taylor

Form and Legality David Minichello

AUTHORIZING SHARED SERVICES AGREEMENT BY AND BETWEEN THE BOROUGH OF ROSELLE, NEW JERSEY FOR THE PROVISION OF SERVICES IN CONNECTION WITH THE RENOVATIONS AND EXPANSION OF THE BOROUGH OF ROSELLE EXISTING LIBRARY BUILDING

THIS SHARED SERVICES AGREEMENT (the "Agreement") made this ____ day of January, 2021 by and between the Union County Improvement Authority, a public body corporate and politic of the State of New Jersey (the "Authority") and the Borough of Roselle, New Jersey, a municipal corporation (the "Borough") (the Authority and the Borough are sometimes referred to herein as a "Party" or "Parties").

W I T N E S S E T H

WHEREAS, the Authority has been created by resolution of the Board of County Commissioners of the County of Union (the "County") as a public body corporate and politic of the State of New Jersey, pursuant to and in accordance with the County Improvement Authorities Law, N.J.S.A. 40:37A-44 *et seq.*, and the acts amendatory thereof and supplemental thereto; and

WHEREAS, the Authority is legally authorized to, among other things, acquire, construct, reconstruct, demolish, rehabilitate, convert, repair and alter any public facility as that term is defined in the Act, to issue bonds, notes or other obligations to finance or refinance the costs of any such public facility, and to purchase bonds, bond anticipation notes, or other notes or obligations of the Authority out of any funds available therefor; and

WHEREAS, the Borough is a municipal corporation organized and operating pursuant to N.J.S.A. 40A:60-1 *et seq.*; and

WHEREAS, the Uniform Shared Services and Consolidation Act, N.J.S.A. 40A:65-1 *et seq.*, permits the Borough, and the Authority to share services for particular purposes and to effectuate agreements for any service or circumstance that will aid and encourage any of the public purposes for which the Borough and the Authority were created; and

Commissioner	Motion	Second	Yes/Aye	No-Nay	Abstain	Absent
David Barnett		✓	✓			
Steve Hockaday			✓			
Christopher Kolibas			✓			
Debra Marshall			✓			
Andrea Mojica			✓			
Ahmed Shehata			✓			
Scott Huff, Vice Chairman	✓		✓			
Sebastian D'Elia, Chairman			✓			



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WHEREAS, the Borough has requested the Authority to assist them with the planning design, construction and equipping of the renovation and expansion of the Borough's existing library located at Block 3902, Lots 19 and 20 (the "Real Property") in the Borough (the "Project") by, among other things, (i) providing a conduit financing for the Project, (ii) retaining professional services; (iii) managing the public bidding and procurement process; and (iv) providing construction management services, and the Authority wishes to provide this assistance to the Borough for the Project; and

WHEREAS, the project will be subject to a proposed Ground Lease as hereinafter defined and a Lease Agreement as hereinafter defined, each between the Authority and the Borough; and

WHEREAS, the parameters and goals of the Project are more specifically described and set forth in Exhibit A attached hereto; and

WHEREAS, the Authority and the Borough wish to set forth their respective rights and obligations in this Agreement;

NOW, THEREFORE, the Parties hereto, intending to be legally bound hereby, agree as follows:

ARTICLE I SCOPE

Section 1.01 Term. This Agreement shall commence upon the date of full execution by the Parties and terminate at the end of twenty-four months or upon the acceptance of the Project by the Borough if sooner than twenty-four months, unless the parties agree, in writing, to extend the term thereafter.

Section 1.02 Duties of the Borough. The Borough shall (a) as soon as practicable, provide the Authority with any and all plans, designs, reports, studies, drawings, schematics and any other relevant documentation and correspondence concerning the Project;

(b) proceed with due diligence, and shall work and cooperate with the Authority to obtain the necessary approvals for all matters pertaining to the Project; including but not limited to leasing the real property upon which the improvements are situated to the Authority pursuant to the terms of a proposed Ground Lease with the Borough as Lessor and the Authority as lessee regarding the aforementioned Real Property (the "Ground Lease");

(c) in accordance with the proposed terms of the Lease Agreement (See Section 1.03(b)) with the Authority as Lessor and the Borough as Lessee, the Borough will manage and operate the Improvements, collect and disburse the revenues realized and pay the expenses incurred in



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connection therewith;

(d) cooperate fully with the Authority and expeditiously respond to all Authority requests pertaining to the Project;

(e) pay the debt service relating to the Project, resulting from the anticipated issuance of bonds (see Section 1.03(b)).

(f) reimburse the Authority at bond closing (or by May 1, 2021, if such bond closing does not occur by that time) for all costs and expenses incurred by the Authority on behalf of the Borough in performance of this Agreement.

(g) Designate a contact person/representative on behalf of the Borough who is authorized to communicate with the Authority regarding the Project.

Section 1.03 Duties of the Authority. The Authority shall (a) select a team of professionals, including architects, engineers, financial advisors, legal counsel and a construction manager for the Project; all costs associated with these professionals shall be the sole responsibility of the Borough whether paid through financing of the Project or by reimbursement from the Borough itself;

(b) subject to the approval of the County of Union and the Local Finance Board, issue bonds to provide financing for the Project, which bonds and Project financing shall thereafter be repaid by the Borough. The Authority shall lease the Improvements and the real property upon which the Improvements are situated to the Borough pursuant to the terms of the Lease Agreement. During the term of the Lease Agreement the title to the Improvements will reside with the Borough;

(c) If necessary, acquire real property for the Project, and undertake all measures necessary to permit the Project to be completed, including but not limited to, the relocation of any existing utilities/improvements that may be necessary, and to remediate any existing environmental conditions at or on the Project site utilizing funding for such remediation from the approved Project costs and bond proceeds and/or any eligible grants that may apply for such purpose;

(d) timely provide the Borough for its review, copies of all plans, drawings, schematics and any documents related to the Project, prior to such documents being released to the public or any governmental entity, and issued for bidding or construction;

(e) develop procurement documents, and publicly bid and award contracts for construction, reconstruction, demolition, renovation and alteration as necessary for the Project in accordance with applicable bidding laws;

(f) provide in all contracts related to the Project that the Borough is third party beneficiary of such contracts with standing to make claims against the contractor, in addition to requiring the contractor to name the Borough as additionally insured in all relevant documents;



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(g) supervise, with the assistance of the Construction Manager, and in consultation with the Borough, all phases of the Project, including design, fit-out, furniture, fixtures and equipment;

(h) provide and do anything else necessary to facilitate the Authority's active and primary role in the planning, development and implementation of the Project; and

(i) cooperate fully with the Borough and expeditiously respond to all the Borough's requests pertaining to the Project.

Section 1.04 Cost and Fees. Upon execution of this Agreement the Borough shall advance the sum of \$200,000.00 to the Authority for a project fund (the "Fund") which shall be escrowed for professional fees. This Fund shall be replenished by the Borough as may be necessary to continue payments of professional fees until such time as any such total sum shall be reimbursed to the Borough at the time of the bond closing.

ARTICLE II MISCELLANEOUS

Section 2.01 Indemnification. The Authority and the Borough agree to hold one another harmless for any loss, damage or claims incurred or asserted resulting from the negligence of any Party in performing their duties and responsibilities under this Agreement.

Section 2.02 Modifications. The provisions of this Agreement shall (a) constitute the entire agreement among the Parties for or with respect to the matters described herein, and (b) be modified, unless provided herein to the contrary, only by written agreement duly executed by the Parties.

Section 2.03 Headings. Captions and headings in this Agreement are for ease of reference only and do not constitute a part of this Agreement.

Section 2.04 Governing Law. This Agreement and any questions concerning its validity, construction or performance shall be governed by the laws of the State of New Jersey, irrespective of the place of execution of the Agreement or of the place or places of performance.

Section 2.05 Severability. In the event that any provision of this Agreement shall, for any reason, be determined to be invalid, illegal or unenforceable in any respect, the Parties shall negotiate in good faith and agree to such amendments, modifications, or supplements of or to this Agreement or to such other appropriate actions as shall, to the maximum extent practicable in light of such determination, implement and give effect to the intentions of the Parties as reflected herein, and the other provisions of this Agreement shall, as so amended, modified, supplemented, or otherwise affected by such action, remain in full force and effect.



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Section 2.06 Counterparts. This Agreement may be executed by the Parties in its counterparts.

IN WITNESS WHEREOF, the Authority, and the Borough have caused their respective seals to be affixed hereto and attested, and this Agreement to be signed by their respective officers duly authorized, and to be dated as of the day and year first above written.

ATTEST:

UNION COUNTY IMPROVEMENT AUTHORITY

By: _____

By: _____

[SEAL]

ATTEST:

BOROUGH OF ROSELLE

By: _____

By: _____

[SEAL]

Introduction

The Roselle Public Library is planning a comprehensive renovation and expansion of its existing library building. The proposed renovations update the eighty-three years old building which is beyond its prime, increase accessibility with ADA and barrier-free improvements and enlarge current space with a two-story addition. The planned addition includes a new Youth Services section encompassing both teen and children's zones, with a program room and small study rooms on the newly built second floor. The addition on the first floor contains an accessible main entrance, expanded technology, adult collections, and flexible meeting areas and multi-purpose rooms. There is a separate wing with program rooms. These areas provide more latitude to expand the library's strong community programming, which ranges from early literacy to senior computer classes.

3.1.1 The eighty-three years old building has limited accessibility and is barely compliant with the Americans with Disabilities Act. Currently, the only access ramp leads to an uninviting metal door that a staff member needs to physically open. The proposed renovation and addition will improve access to the building by replacing the ramp with one easier to navigate leading to a main entrance, and inside the building, an elevator accessing all levels would be installed, with wheeled furniture and shelving configured to optimal ADA compliance. Adding flexible and separate programming areas is essential, since the building is currently beyond capacity for patrons, collections, and technology, and 26.4% of the community do not have broadband Internet subscription at home (2014-2018 American Community Survey 5-Year Estimates).

3.1.2 The library currently offers strong programming to the community despite the fact that there is no separate meeting area. With approximately 5,000 square feet of public space, in 2019, the library served 1,991 adults at 46 programs, 1,002 teens at 50 programs, and 13,126 children at 736 programs. The proposed renovation and expansion provide added space to offer more to the diverse and intergenerational community that the library serves. In the past five years, the library had a Congressional Representative visit to do community outreach, offered a Speaker Series with municipal officials, and partnered with the police department for Book 'Em: Read with a Cop. Regular programming includes STEAM events, Teen Talks, Toddler Times, homework help, a writer's group, monthly author visits, a wellness group, ESL classes, career

help, and celebrating Read Across America and Makers Day. Partnering with the public school district encompasses bi-weekly visits from all the kindergarten classes, older students coming for research instruction, being part of the school system's 21st Century Learning grant, and students from the Recovery High School volunteering at the library twice a week. Library staff visits the preschools weekly for our early literacy program, modeled on the American Library's Association's 1,000 Books Before Kindergarten. The summer reading program encourages community members to read for fun, and is promoted at the Memorial Day Parade-invitations to the kickoff party are distributed along the parade route. Space in the library is always at a premium, and the noise level can be overwhelming. Having separate spaces for different groups to use would make a world of difference, and enable even more patrons to be served.

3.1.3 The COVID-19 pandemic emphasizes how important bridging the digital divide is. In a community where 26.4% of the households do not have a broadband Internet subscription (2014-2018 American Community Survey 5-Year Estimates), the need for more access is vital, yet technology has been wedged in, overburdening an infrastructure that can barely sustain it because it was designed long before the introduction of the personal computer. Due to the age of the building and infrastructure, a complete upgrade of the electrical system and wireless network to support more technology is essential. The twelve Internet computers that are in the main room of the library are heavily used by patrons, and Wi-Fi is accessed from the patio outside when the library is closed. In an economically challenged community, the computer access that the library offers in conjunction with the bi-lingual assistance that the staff offers when needed is key to bridging this divide. Thanks to our collaboration with the New Jersey State Library and the NJ Department of Labor, some staff members are formally trained to use the Career Connections program and have taught it to other staff. This training offered new perspectives about the implications job losses can have on people's lives. Team members help patrons apply for jobs, file for unemployment and other benefits, teach students to recognize credible sources and offer hands-on computer training. This library construction project offers us the opportunity to design a building addition with a modern infrastructure that fully accommodates technology, recognizing it as the core of the services provided including greater access to electricity and a strong, secure wireless infrastructure. A completely wireless building will also provide the greatest flexibility for the space to evolve over time and in response to changing public needs and the services we will provide.

3.1.4 Public libraries are much more now than the books and other materials that they circulate. People come to the library for career help, to seek information about health concerns and to look for fact-based information as they navigate an increasingly complex world. As noted above, the library is a digital hub for the community, where social and educational services are found together under one roof to provide help for residents and patrons. Libraries are spaces that encourage personal relations, both formally through programming and informally as patrons and staff chat about anything and everything. “If states and societies do not recognize social infrastructure and how it works, they will fail to see a powerful way to promote civic engagement and social interaction, both within communities and across group lines.... Public institutions, such as libraries, schools, playgrounds, parks, athletic fields, and swimming pools, are vital parts of the social infrastructure.” (Palaces for the People: How Social Infrastructure Can Help Fight Inequality, Polarization, and the Decline of Civic Life, Eric Klinenberg. New York: Crown Publishing Group, 2018). Libraries provide places for the conversations that will potentially lead to greater empathy and understanding among diverse people, which builds a stronger community fabric. The Roselle Public Library is also the trusted source for early literacy classes, homework help, and financial seminars in our community. Our public computers provide a way for our residents to apply for benefits, brush up on skills, respond to the census, conduct research, fill out job applications, and file taxes.

3.2.1 Access from the outside needs to be more inviting. A ramp leading to a main entrance instead of a security door that needs a staff member to open it is critical. Inside the building an elevator connecting all levels is essential, as is good signage. Meeting ADA requirements optimally by adding flexible space is an integral part of the proposal. The new library addition, which will be the new entrance and access point, will be 100% ADA compliant and barrier-free with ease of use and access by all patrons.

3.2.2 The population estimate, according to Vintage 2019 Population Estimates (U.S. Census) is 21,811. The source for the rest of the information in this section is the 2014-2018 American Community Survey 5-Year Estimates. The community is majority minority with 53.1% black or African American, 29.2% Hispanic, 22.3% white, and 1.7% Asian. 10% of the community is considered impoverished, with the median household income \$61,804 (in 2018 dollars) versus \$79,363 across New Jersey. Per capita income in the past 12 months (in 2018 dollars) is

\$27,934. Median income for males is \$36,702 and for females is \$24,746. The median house value is \$214,300, with a total of 8,345 housing units. Only 55.6% of the housing units are owner occupied. 87.1% of the community have high school degrees, only 20.4% have college degrees. Compellingly, 29.8% of the population is foreign born, and 42.4% speak a language other than English at home. More ESL offerings, job training, software classes, and additional computers are components of a project defined by technology infrastructure and more space.

3.2.3 Perhaps the most glaring deficiency in our library is the lack of space. Additional square footage is a paramount need. Current space is inadequate and lacks flexibility. There are not any quiet rooms, study rooms, conference rooms or programming space for children, teenagers, adults, and seniors. There is not enough seating for students after school. Lack of a separate meeting area also presents acoustical challenges. More shelving, which also meets ADA requirements, in appropriate areas would allow collections to be shelved together. The age of both building and infrastructure make it difficult to support the degree of technology that community members need.

3.2.4 In a community where 26.4% of the households do not have a broadband Internet subscription, in part due to its cost, versus 15.9% of New Jersey households and 19.6% of United States households (2014-2018 American Community Survey 5-Year Estimates), access is essential. The twelve Internet computers are heavily utilized, often with the assistance of bi-lingual staff members. Also, many of our daily computer users are seniors and students, who have neither Internet access nor PCs at home. As part of this, upgrading the entire library electrical system is also needed to support greater Internet access and to support the proposed technology upgrades that this municipality needs.

3.2.5 As the Borough continues to grow, both in population and in diversity, offering more programming, space, and information, is critical for the community resource services that the library must provide moving forward in the 21st Century. A new multi-phase residential development is adding another 700 housing units, many with school-age children, and more development is planned. People newly arrived in this country come to the library for help integrating into the community. Already home to a significant Hispanic population, as well as an increasing Haitian population, the Borough is also home to residents who have lived here for decades and across multiple generations. Serving this diverse demographic is challenging at

best. Therefore, updated and new flexible space is critical for future programming, expanding collections, and technology to meet the growing needs of the community.

3.2.6 The new addition and updating the existing library building with an emergency electrical generator is a key element of our future resiliency. It will enable our library to also serve as a temporary shelter, warming center and charging center if needed. It will also enable it to become part of our Borough's emergency and disaster planning. The existing infrastructure does not support these roles. A new electrical system and adding a generator are vital components to strengthen our community resiliency and position the library to help the community optimally in any emergency. Multipurpose and flexible meeting spaces will also add to our ability to adapt and provide shelter and a safe haven during a catastrophic event like Superstorm Sandy.

3.2.7 All applicable public library standards are met pursuant to N.J.A.C. 15:2.1-2.7

3.2.8 The existing library meets all applicable building standards for a building that is approximately 83 years old and in need of continual repair. Fixing it constantly is not cost effective. It hasn't had the long-term results that were hoped for-systems that work consistently.

3.2.9 The eighty-three years old building is difficult to enter, has outdated systems, a floor plan that lacks flexibility and is no longer large enough to fit the growing needs of our diverse community. Easier building ingress and egress that is in greater ADA compliance, as well as meeting barrier free requirements are necessary. Furnishings on wheels that can be easily moved about will make our spaces more functional. Flexible areas that can be adapted from a class room to a MakerSpace ensure the building's viability well into the future. State-of-the-art technological infrastructure ensures accessibility for users who lack sufficient Internet availability at home.

3.2.10 The library renovation and new addition will well exceed the functionality of the old building and incorporate structural and environmental considerations that will enhance the library experience for patrons and staff. Local drought resistant planting outside, regionally sourced materials, a high efficiency multi-zone HVAC system with a particulate filtration system designed for libraries, LED lighting, low-flow plumbing fixtures, and a high reflectance insulated roof are just some of the LEED Green design principles employed in this project. The

redesigned and expanded space allows for cohesively organized collections, with room for future growth. The flexible meeting rooms provide opportunities for more programming, as well as spaces for local civic organizations to meet. Meeting and study rooms with glass walls provide quiet and natural lighting. The Youth Services area on the second floor of the new addition with its own programming space and study rooms provides a dedicated space for the students who flock to the library after school. New staff areas allow sufficient room to unpack deliveries, catalog and process books, accept passport applications, prep for programs, and provide municipal IDs, while being located adjacent to the service desks to provide back-up as needed.

3.2.11 The library is already a community anchor providing a wide variety of cultural and educational programming. However, new meeting spaces enable enhanced programming, such as more computer training, life skills, small business seminars, and career training. The job readiness programs and ESL classes will dovetail with the work of the Borough's workforce training services and the Adelante Alliance, thereby augmenting existing partnerships and collaborations. It will also provide a convenient place for local groups to meet, which will encourage more civic engagement. A cohesively organized collection will add to the library patron experience as will the current technology that is needed as the resource mainstay for people to function in the 21st Century.

3.2.12 The Roselle Library Project has strong support in our municipality because everyone understands that the library fulfills a vital role in our community and there is a need to expand that work with the additional services and new programs a new and updated facility will provide. This strong community support is evidenced by our formal partnerships with the Roselle Board of Education, as well as other groups. The library is a member of the Neighborhood Preservation Program Team, the 2020 Census Complete Count Committee, the Everett Hatcher Prevention Coalition, and the Teen Guide Zone, all of whom understand what an asset and resource the library is in this community. The library interacts with many of these organizations and other civic groups on a daily basis. Library staff often take an active role in many community events, such as the Police Department's National Night Out and "Book 'Em: Read with a Cop" initiative; and the Borough's Winter Wonderland. The library also partners with the Adelante Alliance, Chamber of Commerce, Independent Authors Book Expo, Rotary, and Roselle 24/7.

3.2.13 The library renovation and new addition have been designed to provide maximum service with the most efficient staffing possible so that little additional staffing is required. An operational cost analysis of the project was reviewed with the Borough Council's Finance Committee, which confirmed this. Each area of the library and new addition have excellent sightlines and offer only one fixed service desk on each floor to allow for flexibility in serving the patrons on an as needed and daily basis. Use of glass partitions throughout the building will facilitate the ability of staff to monitor what is going on while providing differentiated areas. A multi-zone, energy-efficient HVAC system will control energy costs. Building maintenance costs may actually decrease because new plumbing, electrical systems, and HVAC should not require the constant repair that is needed in the current facility.

3.2.14 The proposed library project is cost-effective. The library design elements aspire to meet LEED certifications and utilize Green design elements that will create a sustainable, user-friendly building environment that support more efficient energy use. It also has the inherent flexibility to meet future needs and incorporates adaptable infrastructure for new technology developments and to optimally serve the community.