

EXHIBIT A

REFUNDING BOND ORDINANCE OF THE BOARD OF EDUCATION OF THE TOWNSHIP OF NUTLEY IN THE COUNTY OF ESSEX, NEW JERSEY PROVIDING FOR THE REFUNDING OF ALL OR A PORTION OF ITS OUTSTANDING REFUNDING SCHOOL BONDS, DATED APRIL 8, 2015, ISSUED IN THE ORIGINAL PRINCIPAL AMOUNT OF \$30,445,000 AND AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$18,500,000 AGGREGATE PRINCIPAL AMOUNT OF REFUNDING SCHOOL BONDS OF THE BOARD TO EFFECT SUCH REFUNDING

WHEREAS, on April 8, 2015, The Board of Education of the Township of Nutley in the County of Essex, New Jersey (the "Board" when referring to the governing body and the "School District" when referring to the territorial boundaries governed by the Board) issued \$30,445,000 aggregate principal amount of tax-exempt Refunding School Bonds, dated April 8, 2015 (the "2015 School Bonds"); and

WHEREAS, the Board has determined that the current interest rate environment may enable it to realize going-forward debt service savings for property taxpayers residing in the School District through the issuance by the Board of Refunding School Bonds (the "Refunding School Bonds") to refund all or a portion of the \$17,895,000 aggregate principal amount of the outstanding 2015 School Bonds maturing on July 15 in the years 2026 through 2032, inclusive (the "Refunded Bonds"); and

WHEREAS, in efforts to realize such taxpayer savings, the Board now desires to adopt and enact a refunding school bond ordinance (the "Refunding Bond Ordinance") authorizing the issuance of the Refunding School Bonds in an aggregate principal amount not to exceed \$18,500,000, the net proceeds of which shall be used to refund all or a portion of the Refunded Bonds in accordance with their terms.

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

Section 1. The Board is hereby authorized to refund all or a portion of the \$17,895,000 aggregate principal amount of outstanding 2015 School Bonds maturing on July 15 in the years 2026 through 2032, inclusive. The Refunded Bonds may be paid/redeemed on and after July 15, 2025, at a redemption price equal to par, plus accrued interest to the date of redemption.

Section 2. In order to finance the cost of the purpose set forth in Section 1 hereof, the Board is hereby authorized to issue not to exceed \$18,500,000 aggregate principal amount of Refunding School Bonds, all in accordance with the requirements of N.J.S.A. 18A:24-61 through 62.

Section 3. An aggregate amount not exceeding \$250,000 may be allocated from the aggregate principal amount of the Refunding School Bonds to pay for the aggregate costs of issuance thereof, including, but not limited to, bond insurance premiums, financial advisory fees, underwriting fees, official statement printing fees, public advertisement expenses, refunding verification agent fees, refunding escrow agent fees, bond counsel fees and other expenses in connection therewith.

Section 4. The purpose of the issuance of the Refunding School Bonds is to realize net present value interest cost savings for property taxpayers residing in the School District (“net” meaning savings after payment of all costs of issuance of the Refunding School Bonds). Applicable State requirements mandate that such net present value interest cost savings equal at least 3% of the principal amount of the Refunded Bonds. In addition, the issuance of the Refunding Bonds shall comply with the provisions of N.J.A.C. 5:30-2.5, including that within 10 days of the date of the closing on the Refunding Bonds, the Business Administrator/Board Secretary shall file a report with the Local Finance Board within the Division of Local Government Services, New Jersey Department of Community Affairs setting forth: (a) a comparison of the Refunding School Bonds’ debt service and the Refunded Bonds’ debt service which comparison shall set forth the present value savings achieved by the issuance of the Refunding School Bonds; (b) a summary of the issuance of the Refunding School Bonds; (c) an itemized accounting of all costs of issuance in connection with the issuance of the Refunding School Bonds; and (d) a certification of the Business Administrator/Board Secretary that (i) all of the conditions of section (b) of N.J.A.C. 5:30-2.5 have been met, and (ii) a resolution authorizing the issuance of the Refunding School Bonds, adopted pursuant to N.J.S.A. 18A:24-61.5(b), was approved by a two-thirds vote of the full membership of the Board.

Section 5. The supplemental debt statement required by N.J.S.A. 18A:24-16 and N.J.S.A. 18A:24-61.4 has been duly prepared by the Chief Financial Officer of the Township of Nutley and has been filed in the Office of the Clerk of the municipality and in the Office of the Business Administrator/Board Secretary of the Board as of the date of approval of this Refunding Bond Ordinance and a complete executed duplicate has been filed in the Office of the Director and such statement shows that the gross debt of the Township of Nutley is increased by \$605,000 as a result of the authorization of the Refunding School Bonds.

Section 6. If the Refunding School Bonds are issued as tax exempt, the Board covenants to maintain the exclusion from gross income under Section 103(a) of the Internal Revenue Code of 1986, as amended, of the interest on all Refunding School Bonds issued under this Refunding Bond Ordinance.

Section 7. This Refunding Bond Ordinance shall take effect upon final adoption hereof.