

Mayor Kovach called the meeting to order at 8:00 a.m.

Flag Salute.

Roll Call: Present – Cohen, Insel, Pendergast (left 9:05 a.m.), Shea,  
Smith (phone in) Mayor Kovach

Audience presence: Richard F. Miller, Mr. and Mrs. John Madden, Walter Hetzel @ 8:48 a.m.  
Mrs. Madden, Board of Trustee member of the Hunterdon Art Museum, distributed  
an amended settlement agreement and a signature page executed by the Museum.  
This document followed a meeting of the Museum board members last night,  
and was amended by the Museum attorney and was emailed late in the evening  
on Tuesday, August 1, 2012. Town Attorney, nor Council members, had an  
opportunity to review changes as of yet.

**STATEMENT OF ADEQUATE NOTICE:**

Mayor Kovach read the following statement: This Special Meeting was called pursuant to the provisions of the Open Public Meetings Law. Notice of this meeting was announced in the Hunterdon Review, and the clintonnj.gov website on July 30, 2012. In addition, copies of notices were posted on the bulletin board in the Municipal Building and filed in the office of the Municipal Clerk on aforementioned date. Notices on the bulletin board have remained continuously posted.

**APPROVAL OF MINUTES**

A motion was made by Mr. Pendergast, seconded by Mr. Shea, to approve the minutes of the regular council meeting held July 24, 2012.

Vote all ayes  
1 Abstention (Duffy)  
Motion carried

**RESOLUTION #- 132-12 – EXECUTIVE SESSION – CONTRACT NEGOTIATIONS / LITIGATION**

A motion was made by Mr. Pendergast seconded by Mr. Insel to enter into Executive Session at 8:05 a.m. to discuss matters of Contract Negotiations and Litigation.

Vote all ayes  
Motion carried

**RESOLUTION # 132-12  
RESOLUTION AUTHORIZING EXECUTIVE SESSION**

**WHEREAS**, the Open Public Meetings Act; *N.J.S.A. 10:4-6 et seq.*, declares it to be the public policy of the State to insure the right of citizens to have adequate advance notice of and the right to attend meetings of public bodies at which business affecting the public is discussed or acted upon; and

**WHEREAS**, the Open Public Meetings Act also recognizes exceptions to the right of the public to attend portions of such meetings; and

**WHEREAS**, the Mayor and Council find it necessary to conduct an executive session closed to the public as permitted by the *N.J.S.A. 40:4-12*; and

**WHEREAS**, the Mayor and Council will reconvene in public session at the conclusion of the executive session;

NOW, **THEREFORE**, BE IT **RESOLVED** by the Mayor and Council of the Town of Clinton, County of Hunterdon, State of New Jersey that they will conduct an executive session to discuss the following topic(s) as permitted by *N.J.S.A. 40:4-12*:

A matter which Federal Law, State Statute or Rule of Court requires be kept confidential or excluded from discussion in public (Provision relied upon: \_\_\_\_\_);

\_\_\_\_\_A matter where the release of information would impair a right to receive funds from the federal government;

\_\_\_\_\_A matter whose disclosure would constitute an unwarranted invasion of individual privacy;

\_\_\_\_\_A collective bargaining agreement, or the terms and conditions thereof (Specify contract: \_\_\_\_\_)

\_\_\_\_\_A matter involving the purpose, lease or acquisition of real property with public funds, the setting of bank rates or investment of public funds where it could adversely affect the public interest if discussion of such matters were disclosed;

\_\_\_\_\_Tactics and techniques utilized in protecting the safety and property of the public provided that their disclosure could impair such protection;

\_\_\_\_\_Investigations of violations or possible violations of the law; \_\_\_\_\_

Pending or anticipated litigation or contract negotiation in which the public body is or may become a party; (the general nature of the litigation or contract negotiations is: \_\_\_\_\_ the public disclosure of such information at this time would have a potentially negative impact on the municipality's position in the litigation or negotiation; therefore this information will be withheld until such time as the matter is concluded or the potential for negative impact no longer exists.)

\_\_\_\_\_Matters falling within the attorney-client privilege, to the extent that confidentiality is required in order for the attorney to exercise his or her ethical duties as a lawyer; (The general nature of the matter is: \_\_\_\_\_)

OR \_\_\_\_\_ the public disclosure of such information at this time would have a potentially negative impact on the municipality's position with respect to the matter being discussed; therefore this information will be withheld until such time as the matter is concluded or the potential for negative impact no longer exists);

\_\_\_\_\_Matters involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of the performance, promotion or disciplining of any specific prospective or current public officer or employee of the public body, where all individual employees or appointees whose rights could be adversely affected have not requested in writing that the matter(s) be discussed at a public meeting; (The employee(s) and/or general nature of discussion is \_\_\_\_\_)

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OR the public disclosure of such information at this time would violate the employee(s) privacy rights; therefore this information will be withheld until such time as the matter is concluded or the threat to privacy rights no longer exists.;

\_\_\_\_\_ Deliberation occurring after a public hearing that may result in the imposition of a specific civil penalty or loss of a license or permit;

**BE IT FURTHER RESOLVED** that the Mayor and Council hereby declare that their discussion of the subject(s) identified above may be made public at a time when the Town Attorney advises them that the disclosure of the discussion will not detrimentally affect any right, interest or duty of the Town or any other entity with respect to said discussion. That time is currently estimated to be 2 hours (estimated length of time) OR upon the occurrence of

**BE IT FURTHER RESOLVED** that the Mayor and Council, for the reasons set forth above, hereby declare that the public is excluded from the portion of the meeting during which the above discussion shall take place.

**RETURN TO REGULAR COUNCIL MEETING**

Upon returning to the regular council meeting at 8:48 a.m. the public returned to get an update from Council and Attorney Cushing. John and Kathy Madden had questions regarding the amount owed by the Museum and asked what were the specifics of the entire project. Mr. Cushing gave a complete tutorial and enlightened the Madden's. Mr. Pendergast addressed the changing of attorneys and when near an agreement, at the final hour, attorneys change again and settlement agreements are voided. The Madden's were not aware of all of these details that have taken place over the years. At a meeting held previously between the museum and the Town, Mr. Madden accused council of walking out of the meeting with the museum, accusing Council of strong arming the museum and not negotiating with them. Mr. Pendergast took offense with the accusation and was insulted with the offer made that night by the museum. A settlement amount of \$179,000 was on the table and the museum offered \$35,000. The meeting came to an end that night after four hours, Mr. Madden thought it was only one hour. Mrs. Insel said it is very unfortunate that the Madden's, along with other Board members, are not being fully and truthfully informed by the Museum Executive Director, Marjorie Nathanson and Engineer, Ed Gagne. Mr. Duffy explained how over two years of negotiating, the museum continually comes back wanting to make changes. Mr. Duffy has been present at all meetings with the Museum, along with Councilwoman Insel. They have been lied to time after time. Mayor Kovach takes offense that Council is being depicted as not caring or not doing as much as they possibly can. "We need to get to closure on this", Mayor Kovach said. Mrs. Madden said she wished more Board members were here today, and Mr. Duffy explained that the museum board members have been invited many times. Mrs. Madden thought it was not allowed to be discussed in public but was informed that there is public comment at every meeting and the public is always heard as long as the topic is not in litigation. Mr. Hetzel said he has been to all the meetings and called the situation a "wild volleyball game" and everyone wants to see this done. The parking places are not the big issue, but he is frustrated that the museum did not go to the Planning Board from the beginning.

**ADJOURNMENT:** There being no further business, a motion was made by Mr. Shea seconded by Mrs. Insel to adjourn the meeting at 9:40 a.m. Vote all ayes  
Motion carried

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Cecilia Covino, RMC/CMC  
Town Clerk

Janice Kovach