

Rahway Arts and Business Partnership

**Special Meeting
July 21, 2021**

Minutes

The meeting was called to order at 6:39 p.m.

I. Roll Call

The following individuals were noted present at the meeting.

Joel Schwartz, President
Larry Fishman, Vice President (Joined 6:54 p.m.)
Patricia Kozlowski, Secretary
Ron Dolce, Treasurer
Matt Dobrowolski, Trustee
Danni Newbury, Trustee
Councilwoman Joanna Miles
Ann Marie Williams, Managing Director
Amy Garcia Phillips, Managing Director
Steven G. Mlenak, Esq., Attorney

Members of the Public

Lisa Vandever, 254 Oak Street
Andrew Garcia Phillips, 1470 Campbell Street
Mark Hrywna (Rahway Rising), 601 Observer Highway, Hoboken

II. Minutes from Meeting May 20, 2021

Motion made to approve by Mr. Dobrowolski, seconded by Mr. Dolce. All voting trustees in attendance voted in favor to approve (5-0).

III. Minutes from Executive Session May 20, 2021

Motion made to approve by Mr. Dobrowolski, seconded by Mr. Dolce. All voting trustees in attendance voted in favor to approve (5-0).

IV. Dissolution of Rahway Arts and Business Partnership

Mr. Schwartz provided an overview of the request made by the City Council that the RABP wind up its affairs and dissolve the corporation. Mr. Schwartz recommended acquiescing to the City's demands and approving the Resolution.

Mr. Mlenak provided an overview of how the corporation would legally dissolve.

Mr. Dobrowolski asked whether the State would require an explanation as to why the corporation is being dissolved. Mr. Mlenak answered that it would not.

Mr. Dolce questioned whether there was a reason the City requested that each member disclose its real property holdings. Mr. Schwartz stated that he would inquire with the City and let the Trustees know the answer.

Mr. Fishman asked how the debts of the corporation would be handled. It was responded that the plan is for the City to assume all debts through the Assignment and Assumption Agreement.

a. Resolution to Wind Up and Dissolve the Corporation and Assign all Debts and Assets to the Rahway City Council as the Newly Designated District Management Corporation of the City of Rahway's Special Improvement District

Motion made to approve by Ms. Newbury, seconded by Mr. Schwartz. All voting trustees in attendance voted in favor to approve (6-0).

b. Assignment and Assumption Agreement

Motion made to approve by Mr. Dobrowolski, seconded by Mr. Fishman. All voting trustees in attendance voted in favor to approve (6-0).

c. Engagement with Greenbaum, Rowe, Smith and Davis LLP

Motion made to approve by Mr. Dobrowolski, seconded by Mr. Fishman. All voting trustees in attendance voted in favor to approve (6-0).

V. Open Discussion

Mr. Schwartz thanked Ms. Garcia Phillips for her efforts on behalf of the RABP and thanked Mr. Dobrowolski for writing his letter to Ms. Garcia Phillips. Mr. Schwartz then thanked Ms. Williams for her efforts on behalf of the RABP. Mr. Schwartz then thanked all of his fellow trustees.

Mr. Fishman joined in thanking Ms. Garcia Phillips and Ms. Williams for the “wonderful job” that they have done. He also thanked Mr. Dobrowolski, stating that “Rahway is a better place because of you.” He also thanked Mr. Schwartz for his “tremendous job” in Rahway.

Mr. Dolce echoed Mr. Schwartz’ and Mr. Fishman’s comments. He stated it was “good to get to know all of you” and discussed his history with the RABP, coming from the Arts side.

Mr. Dobrowolski thanked everyone and looked forward to new endeavors together, and noted Mr. Schwartz’s “constant work ethic” and said he always tried to make “everything better for everyone.”

Ms. Kozlowski thanked everyone as well, and noted it was special to “witness the magic” of the RABP.

Ms. Williams thanked everyone for their kind words.

Ms. Garcia Phillips thanked everyone.

VI. Public Comments

None received.

VII. Minutes from Meeting July 21, 2021

Motion made to approve by Mr. Dobrowolski, seconded by Mr. Dolce. All voting trustees in attendance voted in favor to approve (6-0).

The meeting was adjourned at 7:21 p.m. on motion of Mr. Dobrowolski, seconded by Mr. Dolce.