

**TOWNSHIP OF MAHWAH  
SPECIAL COUNCIL MEETING AGENDA  
SATURDAY, AUGUST 1, 2020**

**Honorable Anthony J. Gianni Jr. Chambers  
Richard J. Martel Municipal Center  
475 Corporate Drive, Mahwah, New Jersey**

**9:00AM**

**Meeting to be held via Zoom Remote Video/Audio Conference**

**ZOOM INFORMATION**

You are invited to a Zoom webinar.

When: Aug 1, 2020 09:00 AM Eastern Time (US and Canada)

Topic: Mahwah Special Council Meeting

Please click the link below to join the webinar:

<https://us02web.zoom.us/j/85659999272?pwd=RHduamVNL3lkN3VSVzd1WmtnRFd2QT09>

Passcode: 189087

Or iPhone one-tap :

US: +13126266799,,85659999272#,,,,,0#,,189087# or +19292056099,,85659999272#,,,,,0#,,189087#

Or Telephone:

Dial(for higher quality, dial a number based on your current location):

US: +1 312 626 6799 or +1 929 205 6099 or +1 301 715 8592 or +1 346 248 7799 or +1 669 900 6833 or +1 253 215 8782

Webinar ID: 856 5999 9272

Passcode: 189087

International numbers available: <https://us02web.zoom.us/j/85659999272?pwd=RHduamVNL3lkN3VSVzd1WmtnRFd2QT09>

**COUNCIL PRESIDENT'S STATEMENT**

**SALUTE TO THE FLAG**

**MOMENT OF SILENCE FOR VETERANS AND THOSE SERVING IN THE MILITARY**

**ROLL CALL:** \_\_\_\_\_ Ariemma; \_\_\_\_\_ Ervin; \_\_\_\_\_ Ferguson; \_\_\_\_\_ May; \_\_\_\_\_ Paz;  
\_\_\_\_\_ Wong; \_\_\_\_\_ Wysocki

**PUBLIC PORTION**

- Prior to speaking, each Speaker shall provide their Name and Address
- Mahwah Residents shall speak first
- In this Public Portion, Speakers may speak about any topic
- Speaker must direct questions or comments to the Council President
- There will be no back and forth dialogue between speaker and representatives on dais
- When speaker is finished with statement or questions, the Council will respond as appropriate
- Each Speaker shall be limited to 3 minutes, when 3 minutes expires, Council will move on to next speaker
- This Public Portion shall be a maximum of 30 minutes
- Speakers may only speak once during each Public Portion

**ADMINISTRATION**

1a. Award of Contract; FSD Enterprises; Wireless Telecommunications Consulting Services

**RESOLUTION**

#270-20 Award of Contract; FSD Enterprises; Wireless Telecommunications Consulting Services

**ADJOURNMENT**

**THIS AGENDA IS SUBJECT TO CHANGE.**



Wireless Telecommunications Consulting

Declan O'Scanlon, CEO

Voice: [REDACTED]

Mobile: [REDACTED]

Email: [REDACTED]

1a.

July 28, 2020

Mr. Quentin Wiest, Business Administrator  
Mahwah Township  
475 Corporate Drive  
Mahwah, NJ 07430

I much appreciate the opportunity to provide a proposal for continuing wireless telecommunications consulting services to the Township of Mahwah.

FSD Enterprises is the only firm that comprehensively helps its clients with all aspects and issues of the siting process. FSD is the most experienced firm in New Jersey having worked on hundreds of public antenna placement projects over the past 25 years. In virtually every case FSD Enterprises involvement in the projects we've taken on has resulted in projects that went smoother, and were considerably more lucrative to our clients, than they would have been had we not been involved. FSD Enterprises also regularly helps its clients with lease language and valuation issues and assessments. Our goal is always to help our clients make the best, most informed decisions and to end up with projects that anticipate future carrier needs and maximize revenue for their residents. FSD Enterprises has experience, knowledge and skill that will be invaluable as Mahwah Township moves forward. Please consider this document a scope of work description and proposal for said assistance.

**New Tenant Services to be provided by FSD Enterprises:**

**Initial Investigation and Marketing** – FSD will perform an assessment of the available space on and around the property that the Township of Mahwah has an interest in making available for the placement of a wireless telecommunication monopole. FSD will examine the property with an eye toward meeting the needs of any new potential tenant and maximizing the efficiency of the space on the tower and ground. FSD will facilitate any necessary on-site meetings with potential tenants.

FSD will work with the Township and the interested carrier(s) before, during, and after the bidding process to ensure that the placement and envisioned site design is optimized to handle present and reasonably expected future needs of both the Township of Mahwah (if such needs exist) and potential tenants. Future carrier installation designs are of prime importance since if mistakes are made during the design phase of the project, and initial tenants are permitted to use too much space, it can cost hundreds of thousands of dollars of revenue over the life of the



ENTERPRISES, LLC

facility – and potentially result in needless, additional subsequent tower applications on private properties.

**Bid Process** – FSD will formulate bid specifications work to help enhance, if not guarantee, a successful bidding process . FSD's record when it comes to designing successful, lucrative bid documents and processes is outstanding.

FSD will work with Township officials to arrive at project construction and leasing arrangements that maximize the Township's revenue, flexibility and control of the project, and minimize expenses and potential pitfalls. FSD will formulate bid specifications that implement the Township of Mahwah's goals yet meet the requirements of prospective bidders. FSD will market the availability of siting opportunities to all the carriers in the New Jersey market so as to maximize interest in the project. This marketing effort will continue going forward beyond the initial bid process. Upon receipt of bids FSD will work to help resolve any exceptions to the bid specifications that might be submitted.

**Post-Bid Phase** – Once the bid process is completed and a bid, or bids, have been awarded, FSD will work with the successful bidder(s) to see that leases are finalized and that the location of equipment on the site moves forward efficiently. FSD will coordinate with all carriers locating equipment on site to resolve any location conflicts etc. FSD will also aid in the final site designs during this period.

Additionally, FSD will continue to make the remaining wireless carriers aware of the availability of the Township of Mahwah site over the next several years. Frequently, potential additional tenants simply need to be reminded that sites are available in order to get those sites included in future build plans. On an ongoing basis FSD Enterprises would serve as the interface between the wireless carriers and the Township of Mahwah.

FSD Enterprises' goal is always to minimize complications during the siting, bidding and construction phases of projects and to maximize the value of its clients' properties. FSD accomplishes this through smart design and marketing of project sites and bid and lease terms. Additionally, FSD seeks to leave its clients with projects that are viable into the future so that revenue can potentially increase as the needs of the market dictate. The added present value and future revenue potential that FSD brings to wireless projects almost always pays for itself many times over.

The new tenant services fee structure, which would be finalized after an appropriate retention process, for FSD Enterprises consulting services as per above for the Township of Mahwah will be as follows:

- Please make note that all percentage amounts subsequently listed are only of the *first year* of the value of each lease, *not* for the life of the entire lease(s).



## ENTERPRISES, LLC

- \$2,000 initial retainer - due upon execution of contract between FSD Enterprises and Mahwah Township ; and,
- 35% of the gross first year lease value from any wireless telecommunications tenants secured through this project.

### **Equipment Upgrade Request Assessments**

#### Scope of Work

- Assessment of the requesting tenant's equipment currently installed (as can be assessed by a ground-based examination and examination of existing and supplied documents).
- Assessment of the proposed equipment modification impact on the tower or structure. Said assessment may involve the performance of a structural report by a structural engineer licensed to do business in New Jersey and consultation with that engineer. Any said reports will be at the cost of the tenant making the upgrade request.
- Consultation with the requesting tenant regarding the request details and exploration of any possible, beneficial impact-reducing modifications to the proposal.
- Recommendation of approval, denial or modification to the originally requested upgrade proposal and presentation of suggested appropriate rental fee increase if warranted.
- Verification – through documentation and ground based assessment - that the installation was performed as permitted.

#### Upgrade Assessment Fee Structure

- If no additional payment to the municipality is called for then the total fee due to FSD shall be \$500.
- If there is no rental adjustment – just a one-time payment – then the total fee shall be equal to 25% of the one-time payment up to a maximum of \$2,000.
- If a rental adjustment is called for then the fee shall be equal to one year's rental increase, example, \$200 monthly increase due town = \$2,400 with a maximum of \$3,000.

### **Tower Revenue Stream Buy-Out/Lump Sum Payment Proposal Assessment**

The tower industry is fast moving and ever-evolving. Tower site landlords have begun to frequently receive offers, from tower companies and tenants, of lump-sum, up-front payments in lieu of regular rental payments. Sometimes these offers involve the purchase of infrastructure outright, sometimes it is just the revenue stream of one or more tenants. Usually these offers include some reference to the possibility that the revenue stream might not be as dependable as once thought.



FSD Enterprises can help the Township of Mahwah officials objectively analyze such offers and provide the information needed to make an informed decision. FSD will prepare and provide a report that will include an examination of current revenue stream value trends, the state of the wireless infrastructure industry - and particular carriers on the tower in question - as well as an analysis of surrounding, potentially competing structures. Additionally, FSD will report on the status of alternate technology that may or may not have an impact on the dependability of the revenue streams currently being generated.

The fee for the above report would be \$2,000

The above fee structure(s) would remain in place for any project initiated while FSD is retained as the Township's wireless telecommunications consultant. Unless the project is successful, with rent-paying tenants, the total net exposure of the Township of Mahwah is the initial retainer – in this case \$2,000.

While FSD Enterprises will make every effort to see to the success of this project, due to the nature of the wireless industry and the uncertainty of the bidding process FSD makes no guarantee as to the result of the outcome of this project. Upon retention, FSD Enterprises will explicitly refuse to serve as a consultant to any wireless carrier regarding that carrier's interest in providing wireless coverage in the area of the Township of Mahwah site. FSD Enterprises will make no bid specification recommendations that would result in the specifications favoring any carrier and will not share any proprietary information with any carrier. FSD also pledges to refuse to act as the wireless telecommunications consultant to any public or private entity that may be marketing property that would compete with the Township of Mahwah's sites while working for Township.

If you have any further questions please do not hesitate to contact me. I appreciate the opportunity to submit this proposal and look forward to working with you.

Sincerely,

Declan O'Scanlon  
CEO, FSD Enterprises



**RESOLUTION**  
**TOWNSHIP OF MAHWAH**  
**P.O. Box 733**  
**MAHWAH, NJ 07430**

**Resolution #270-20**

**Date: August 1, 2020**

Name	Motion	Second	Yes	No	Abstain	Absent
Ariemma						
Ervin						
Ferguson						
Paz						
Wong						
Wysocki						
May						

**WHEREAS**, the Township of Mahwah has a need to procure Management Consulting Services, specifically, wireless telecommunications consulting services, as a non-fair and open contract pursuant to the provisions of N.J.S.A. 19:44A-20.4, et seq (the "Pay-to-Play Law"); and

**WHEREAS**, a proposal dated July 28, 2020 was received from FSD Enterprises, LLC ("FSD") to perform said recruitment for an amount not-to-exceed an initial retainer of \$2,000.00 plus 35% of the gross, first-year lease value from any wireless telecommunications tenants secured through this engagement; and

**WHEREAS**, the QPA has determined and certified that the value of this contract to be performed by FSD may exceed \$17,500.00; and

**WHEREAS**, FSD has completed and submitted a Business Entity Disclosure Certification which certifies that FSD has not made any reportable contributions to a political or candidate committee in the Township of Mahwah in the previous one year, and that it is prohibited from making any reportable contributions through the term of the contract; and

**WHEREAS**, the Chief Financial Officer has provided a Certification as to Availability of Funds for the \$2,000.00 retainer in Account #0-01- -B02-204 and further, that any required payments resulting from gross, first-year lease values secured under this agreement shall be charged to the appropriate revenue account;

**NOW, THEREFORE, BE IT RESOLVED**, that the Mahwah Township Council be and does hereby award a contract to FSD for Management Consulting Services, specifically, wireless telecommunications consulting services for the period of July 29, 2020 through July 28, 2021 for an amount not to exceed \$2,000.00 plus 35% of the gross, first-year lease value from any wireless telecommunications tenants secured through this engagement; and

**BE IT FURTHER RESOLVED**, that said Contract is being awarded pursuant to N.J.S.A. 40A:11-5(1)(a)(ii) because the practice of Management Consulting Services, specifically wireless telecommunications consulting services, has been deemed to be extraordinary and unspecifiable in nature because of the need to utilize a consultant: 1) with extensive experience in, and knowledge of, the New Jersey wireless telecommunications industry, 2) with a track record of having performed a large number of successful consulting engagements within the wireless communications field, and 3) with thorough knowledge of the environmental, legal, financial, and radio frequency coverage issues of such engagements; and

**BE IT FURTHER RESOLVED**, that the Contract amount shall not exceed \$2,000.00, plus 35% of the gross, first-year lease value from any wireless telecommunications tenants secured through this engagement, which shall be chargeable to the appropriate revenue account, without further authorization of the Governing Body and the Chief Financial Officer has certified that funds are available in Account #0-01- -B02-204 or the appropriate revenue account for any required payments resulting from gross, first-year lease values secured under this agreement; and

**BE IT FURTHER RESOLVED**, that during the period of time that the Township has a contractual relationship with Wireless EDGE Towers II, LLC, the Consultant shall not contact or communicate with potential wireless carriers regarding facilities to be located in the Township of Mahwah; and

**BE IT FURTHER RESOLVED**, that the Mayor and Township Clerk be and are hereby authorized and directed to execute the aforesaid Contract in form to be approved by the Township Attorney; and

**BE IT FURTHER RESOLVED**, that a notice of this action be printed in the official newspaper of the Township of Mahwah; and

**BE IT FURTHER RESOLVED**, that the Contract, Business Entity Disclosure Certification, and Determination of Value shall be placed on file and made available for inspection with this Resolution by the Township Clerk in the office of the Township Clerk and who shall forward a copy of this Resolution to the Mayor, Business Administrator, CMFO, QPA, Administrative Support Specialist, and Declan O'Scanlon, FSD Enterprises, LLC, 65 Mechanic Street, Suite 201, Red Bank, NJ 07701.

I hereby certify that this resolution consisting of two page(s), was adopted at a meeting of the Township Council of the Township of Mahwah, on the 1st day of August, 2020.

\_\_\_\_\_  
Kathrine Coviello, RMC/CMC/MMC  
Municipal Clerk

\_\_\_\_\_  
David May  
Council President

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

**Part I - Vendor Affirmation**

The undersigned, being authorized and knowledgeable of the circumstances, does hereby certify that

FSD Enterprises LLC located at 65 Mechanic St Suite 201 Red Bank NJ 07201  
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 January 1, 2020 to any of the following named candidate committee, joint candidates committee; or political party committee representing the elected officials of the Township of Mahwah as defined pursuant to N.J.S.A. 19:44A-3(p), (q) and (r).

Mayor John Roth	David May
Janet Ariemma	Michelle Paz
George Ervin	Jonathan Wong
Robert M. Ferguson, III	James Wysocki

**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
<u>Debra D'Scannon</u>	[REDACTED]

**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: FSD Enterprises LLC

Signed: [Signature]

Title: CEO

Print Name: Debra D'Scannon

Date: 7/29/2020

Subscribed and sworn before me this 29 day of

July, 2020.

My Commission expires:

Kathleen Young

(Affiant)

Kathleen Young CEO

(Print name & title of affiant) (Corporate)