

1. A description of the property and the improvements on or to the property. The description shall include the street address, if any, and the location of the property and its approximate size, which may be a description by metes and bounds or lot and block numbers;

2. The place where the personal property is located or may be inspected, with the street address, if applicable;

3. Conditions of the sale or lease, if any;

4. A statement that the utility may reject any bid;

5. A statement that the sale or lease is subject to the approval of the Department of Transportation; and

6. The place and date for submitting sealed bids, which shall not be less than 10 days after publication of the second advertisement; and the time and place in New Jersey of the opening of the bids, which shall not be more than five days following the final date for submitting bids.

(c) A sealed bid, in accordance with the requirements of (b)6 above, shall be submitted by a prospective purchaser or lessee.

(d) The following transactions may be consummated without petition to the Department for approval, if the utility gives written notice of the transaction to the Department, received not less than 15 days prior to the effective date of the conveyance:

1. The sale of personal property having a net book cost and sale price not in excess of \$75,000 and which is no longer used by or useful to the utility;

2. The lease or permission to use or occupy real property or any interest therein having a net book cost not in excess of \$125,000 and a net rental not in excess of \$15,000 per annum; and

3. The sale or release of real property, or any interest therein, not used by or useful to the utility and having a net book cost and sale price not in excess of \$125,000.

(e) Upon expiration of the notice period pursuant to (d) above, and payment of the filing fee, the Director will certify on a true copy of the notice to be furnished to the Department that the sale, lease or release is deemed by the Department to be in the ordinary course of business and within the provisions of N.J.S.A. 48:3-7. Such notice shall contain, to the extent applicable, the following:

1. Name of transferee or lessee, the consideration or rental and method of payment of the consideration or rental, and rights, if any, reserved by the transferrer or lessor;

2. A copy of the agreement or lease and a map of the real property;

3. A statement that the proposed consideration or rental represents the fair market value of the property to be

conveyed, or the fair rental value of the property to be leased, giving the basis for the conclusion reached;

4. A statement of any relationship between the parties, other than that of transferrer and transferee, or lessor and lessee, or a statement that there is no such other relationship, as the case may be;

5. The amount at which the property is carried on the utility's books;

6. A statement as to whether or not the property is income producing and, if so, details as to whether the petitioner pays all carrying charges, including taxes. The statement shall include the assessed valuation of the property;

7. A statement, in the case of a proposed sale, that the property is not used by or useful to the utility, and in the case of a proposed lease, grant or permission, that the transaction will not compromise the ability of the utility to render service;

8. A verification by a properly authorized officer, partner or proprietor of the statements contained in the notice; and

9. A blank space of three inches shall be provided at the bottom of the first page of the notice for the Department certification.

(f) The Department may, within the 15-day notice period in (d) above, or at any time prior to the consummation of the transaction, may require the filing of a petition for the approval of the sale, lease, encumbrance or other disposition.

#### 16:65-3.6 Petitions for authority to transfer capital stock

(a) Petitions for authority to transfer upon the books and records of a transportation utility any share or shares of its capital stock, shall conform to the provisions of N.J.A.C. 16:65-2.7, 3.1 through 3.5 and this section to the extent applicable, and shall in the body thereof, or in attached exhibits, provide the following information:

1. The name and address of the proposed transferor and transferee;

2. A description of the capital stock proposed to be transferred, including the classification of shares, the number of shares of stock authorized for issuance, the par or stated value of the stock, and the total number of shares outstanding;

3. The percent and interest of the outstanding capital stock that, either by itself or in connection with other previous sales or transfers, will vest in the proposed transferee;

4. Proof of publication of public notice twice, seven days apart, in a newspaper of general and regular circulation in the proposed service area which:

- i. States that a petition for the transfer of capital stock has been filed with the Department;
  - ii. Briefly describes the purpose of the petition;
  - iii. States that objections and other comments should be addressed to the Department and provides the address of the Department; and
  - iv. Lists each municipality served by the transferor under its service authority, if any, and each county in which the proposed transferor is authorized to provide service, if any;
5. Proof of service of the petition upon:
- i. The clerk of each county in which the transferor is authorized to provide service; and
  - ii. The clerk of each municipality in which service is provided by the transferor;
6. A detailed explanation of any reasonably expected changes to be made, if the petition is approved, in the subject company's:
- i. Board of directors;
  - ii. Officers and active managers; or
  - iii. Policies with respect to its operations, financing, accounting, capitalization, rates, depreciation, maintenance, service or any matters affecting the public interest;
7. A statement as to the transferee's ability to provide the regular route service that it would be responsible for if the transfer were approved, if applicable;
8. A description of the proposed transferee, including information as to whether the proposed transferee is a public utility, a holding company, either separately, or by affiliation in a utility holding company system, or other domestic or foreign corporation or a natural person;
9. If applicable, the names and addresses of the officers, directors, and shareholders or partners or owners of the proposed transferee and the extent of their interest in the proposed transferee. If the proposed transferee is a public corporation, the list of shareholders shall include only those persons that own five percent or more of the transferee's voting class of stock. If the transferee is a privately held corporation, the shareholders list shall include all persons owning the transferee's voting class stock;
10. A copy of the certificate of incorporation of the proposed transferee as filed with, and stamped by, the New Jersey Department of the Treasury, if applicable; and
11. The petition filing fee as prescribed by N.J.S.A. 48:2-56.

(b) The Department may impose restrictions in the granting of a specific petition as public convenience and necessity reasonably require.

#### **16:65-3.7 Petitions for discontinuance of service**

(a) A petition for discontinuance of service pursuant to N.J.S.A. 48:2-24 shall conform to the provisions of N.J.A.C. 16:65-2.7, and 16:65-3.1 through 3.6, to the extent applicable, and shall, in the body of the petition, or in attached exhibits, provide the following information:

1. Whether the service to be discontinued is the only one of its type in the service area;
2. Whether reasonable alternative transportation service in the service area is available;
3. The reason for the proposed discontinuance; and
4. Proof of service of the petition upon the clerks of all municipalities in which the petitioner proposes to discontinue service.

#### **16:65-3.8 Joinder of requests for relief**

(a) A petitioner may join, in a single petition, more than one independent or alternative request for relief, subject to the payment of the filing fees applicable to each of the approvals sought.

(b) The Department may sever matters so joined or take such action as is in the public interest.

#### **16:65-3.9 Procedure upon the filing of a complaint petition**

(a) If a complaint petition complies substantially with this chapter and on its face states a matter within the Department's jurisdiction, and copies have been received and fees paid, the Department will accept the complaint petition as filed.

(b) The Department will return an unacceptable complaint petition to the complaint petitioner with an itemization of the deficiencies that must be addressed in order for the petition to be accepted. The complaint petitioner may re-file the complaint petition within 30 days of receipt of the returned petition, without incurring an additional filing fee.

(c) Unless otherwise directed by the Department, petitions and subsequent pleadings shall be served by the parties as provided in N.J.A.C. 16:65-2.2.

(d) If, within the time allowed for answer, the respondent and the complaint petitioner agree to an offer of satisfaction, the parties or their attorneys shall file a signed offer and acceptance with the Department, for the Department's approval. If approved by the Department, the petition shall be deemed satisfied and no further action will be taken.