

**BERGEN COUNTY UTILITIES AUTHORITY
MINUTES OF THE REGULAR MEETING
JULY 26, 2018**

**In the matter of the 472nd Regular Meeting of
The Bergen County Utilities Authority**

1. The **proof of meeting notice** calling the July 26, 2018, meeting was read into the record by Michael Henwood, Board Secretary.

2. Roll Call:

COMMISSIONERS PRESENT:

Ronald Phillips, Chairman
Louis J. DeLisio, Vice Chairman
Daniel Gumble, Commissioner
Paul A. Juliano, Commissioner
Thomas S. Kelley, Commissioner
Bruce Bonaventuro, Commissioner
Peter C. Massa, Jr. Commissioner
Jon Warms, Commissioner

ALSO PRESENT: Robert E. Laux, Executive Director
Richard D. Wierer, Deputy Executive Director
Authority Staff and Professional Consultants

3. Motion that the Minutes covering the June 28, 2018 Work Session be approved was moved by Commissioner Bonaventuro and Seconded by Commissioner Massa and was carried.
4. Chairman Phillips opened the meeting to the public and asked if anyone present wished to be heard. The meeting was closed to the public.
5. FINANCE AND LEGAL COMMITTEE:

Resolution 18-1-030 - Approve bills and the claims supported by vouchers totaling \$3,096,467.67 for the month of July and authorize the Acting Treasurer to issue the necessary checks therefor, and to charge the accounts indicated, all as more fully set forth on the Acting Treasurer's check list: Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-1-031 - Acceptance of Independent Auditor's Report for the year ending December 31, 2017. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-1-032 - Authorize Amendment of Professional Services Contract to Meyerson, Fox, Mancinelli & Conte, P.A. – Special Legal Counsel. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-1-033 - 2018 Supplemental Bond Resolution of the Bergen County Utilities Authority Supplementing and amending certain provisions of the Authority's General Bond Resolution duly adopted October 31, 1985, as amended and supplemented, and providing for the issuance of not to exceed \$9,000,000 principal amount of Water Pollution Control System Revenue Bonds, series 2018, of the Bergen County Utilities Authority. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

6. CONSTRUCTION & ENGINEERING COMMITTEE:

Resolution 18-2-044 – Authorize Professional Services Contract – Engineer Consulting – Solid Waste Planning – Mott MacDonald, LLC. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-2-045 - Award New Jersey State Contract SC – 40116 to MRA International, Inc. – Eight (8) New HPE Blade Servers Gen10. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-2-046 - Exercise second option - one (1) year - Contract 16-09 to All Clean Building Services, Inc. – Janitorial Services. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-2-047 - Award Contract 108991-18 to G.A. Fleet Associates -Digester Cover Level Monitoring System and Preventative Maintenance Kit 108991-18. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 18-2-048 - Authorize Professional Services Contract - Professional Appraisal Services – Edgewater WPCF Project - McNerney & Associates, Inc. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

7. Chairman Phillips announced a short recess to allow time for the Board Secretary to prepare minutes of this Regular Meeting.
8. Chairman Phillips announced the Regular Meeting would reconvene.

9. The Board Secretary then distributed proposed minutes of the July 26, 2018 Regular Meeting for review by the Commissioners.
10. Motion to approve the Minutes of the Regular Meeting July 26, 2018 as distributed by the Secretary, such minutes to include this motion approving the minutes, without the requirement of further review or approval at a subsequent Regular Meeting. Motion to adopt the Minutes of the Regular Meeting July 26, 2018 was made by Commissioner Warms and Seconded by Commissioner Juliano and was unanimously carried.
11. Upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Resolution #	18-1-030	18-1-031	18-1-032	18-1-033	18-2-044	18-2-045	18-2-046
Chairman Phillips	Y	Y	Y	Y	Y	Y	Y
V. Chair. DeLisio	Y	Y	Y	Y	Y	Y	Y
Comm. Bentz	-	-	-	-	-	-	-
Comm. Bonaventuro	Y	Y	Y	Y	Y	Y	Y
Comm. Gumble	Y	Y	Y	Y	Y	Y	Y
Comm. Juliano	Y	Y	Y	Y	Y	Y	Y
Comm. Kelley	Y	Y	Y	Y	Y	Y	Y
Comm. Massa, Jr.	Y	Y	Y	Y	Y	Y	Y
Comm. Warms	Y	Y	Y	Y	Y	Y	Y

Resolution #	18-2-047	18-2-048
Chairman Phillips	Y	Y
V. Chair. DeLisio	Y	Y
Comm. Bentz	-	-
Comm. Bonaventuro	Y	Y
Comm. Gumble	Y	Y
Comm. Juliano	Y	Y
Comm. Kelley	Y	Y
Comm. Massa, Jr.	Y	Y
Comm. Warms	Y	Y

Y = Yes R = Recuse A = Abstain N = No - = Absent
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Respectfully submitted,



Michael Henwood
 Board Secretary

Date: July 26, 2018

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, N.J.S.A. 40A:5A-15 requires the governing body of each local authority to cause an annual audit of its accounts to be made; and

WHEREAS, pursuant to N.J.S.A. 40A:5A-15, the annual audit report for the fiscal year ended December 31, 2017 has been completed and filed with the Board of Commissioners of the Bergen County Utilities Authority (the "Authority"); and

WHEREAS, N.J.S.A. 40A:5A-17 requires the Board of Commissioners of the Authority, as the governing body thereof, to, within forty-five (45) days of receipt of the annual audit, certify by resolution to the Local Finance Board that each member thereof has personally reviewed the annual audit report, and specifically the sections of the audit report entitled "General Comments" and "Recommendations," and has evidenced same by group affidavit in the form prescribed by the Local Finance Board; and

WHEREAS, the members of the governing body have received the annual audit and have personally reviewed the annual audit, and have specifically reviewed the sections of the annual audit report entitled "General Comments" and "Recommendations" in accordance with N.J.S.A. 40A:5A-17, and have received and reviewed the corrective action plan prepared by the Authority's Acting Treasurer in response thereto.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Bergen County Utilities Authority as follows:

1. The Board of Commissioners of the Authority, by adoption of this Resolution as the governing body of the Authority, does hereby certify to the Local Finance Board of the State of New Jersey that each Commissioner has personally reviewed the annual audit report for the fiscal year ended December 31, 2017, and specifically has reviewed the sections of the audit report entitled "General Comments" and "Recommendations," and has evidenced same by group affidavit in the form prescribed by the Local Finance Board.

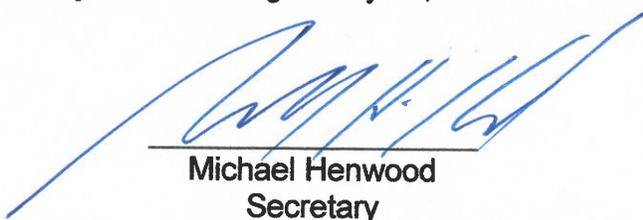
2. The Secretary of the Authority is hereby directed to promptly submit to the Local Finance Board the aforesaid group affidavit, accompanied by a certified true copy of this Resolution.

3. The Board of Commissioners of the Authority does hereby adopt the corrective action plan prepared by the Acting Treasurer of the Authority.

4. The formal action(s) of the Board of Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14(b).

18-1-031

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

Dated: July 26, 2018

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the operation and maintenance of an effective and efficient water pollution control system represents a vital responsibility of government that is essential to ensuring the health, safety, and welfare of those whose daily life activities depend on such a system; and

WHEREAS, the Bergen County Utilities Authority ("Authority") plays an important role in providing these essential services within the Authority's sewer service district, which is comprised of forty-seven (47) municipalities in the County of Bergen serving approximately 575,000 people; and

WHEREAS, in furtherance of providing these essential services, the Board of Commissioners of the Authority, by Resolution 17-1-059 adopted December 21, 2017, appointed **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** to serve as **Special Legal Counsel** to the Authority for a One (1) Year Term or until a successor is selected or at the pleasure of the Authority, whichever shall first occur or be exercised; and

WHEREAS, Resolution 17-1-059 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** (the "Contract") memorializing the scope of services to be provided by **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** to the Authority, including professional legal services which are provided by **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** to the Authority on an as-needed basis, pursuant to which payment by the Authority to **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** is not to exceed the total sum of \$7,500.00 without further approval of the Board of Commissioners of the Authority; and

WHEREAS, the Contract was executed by and on behalf of the Authority and **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** on December 21 2017; and

WHEREAS, **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.**, operating under the Contract, has continued to provide significant necessary and valuable services serving as **Special Legal Counsel** to the Authority, representing the Authority in the matter of a Subrogation claim (#047517002926) for Date of Loss December 13, 2016 and performing such other additional legal services as requested by the Authority since the commencement of the term of the Contract; and

WHEREAS, **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** has now notified the Authority that the entity previously known and identified as **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.** is now identified and known as **Meyerson, Fox, Mancinelli & Conte, P.A.**, with **Meyerson, Fox, Mancinelli & Conte, P.A.** now providing professional legal services to the Authority pursuant to the Contract, and they further notified the Authority that the change was one in name only, with there being no change in management or leadership relative to services provided to the Authority, previously by

Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A. and now by **Meyerson, Fox, Mancinelli & Conte, P.A.**; and

WHEREAS, Meyerson, Fox, Mancinelli & Conte, P.A., by written correspondence dated July 25, 2018, advised the Authority that as of July 25, 2018, **Meyerson, Fox, Mancinelli & Conte, P.A.** had expended approximately \$7,500.00 in services to the Authority under the Contract and the Contract provides for a compensation budget of \$7,500.00 to be paid by the Authority to **Meyerson, Fox, Mancinelli & Conte, P.A.** for services performed pursuant thereto; and

WHEREAS, Meyerson, Fox, Mancinelli & Conte, P.A., by written correspondence dated July 25, 2018 requested that the Authority increase the compensation budget provided for by the Contract by the total sum of \$10,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$17,500.00; and

WHEREAS, the Executive Director of the Authority has determined that **Meyerson, Fox, Mancinelli & Conte, P.A.**, previously known as **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.**, has performed all services under the Contract in an effective and efficient manner and further determined that the remaining work to be performed by **Meyerson, Fox, Mancinelli & Conte, P.A.** under the Contract is essential to the proper and effective operation of the Authority and critical to the health, welfare and safety of the ratepayers and employees of the Authority; and

WHEREAS, the Executive Director of the Authority has reviewed the July 25, 2018 written correspondence of **Meyerson, Fox, Mancinelli & Conte, P.A.**, including the request of **Meyerson, Fox, Mancinelli & Conte, P.A.** to increase the compensation budget for the total compensation to be paid by the Authority to **Meyerson, Fox, Mancinelli & Conte, P.A.** under the Contract, and based upon that review and the above determinations, he has concluded and recommended that the Authority should amend the Contract by increasing the budget for compensation to be paid by the Authority to **Meyerson, Fox, Mancinelli & Conte, P.A.** pursuant to the Contract in the total sum of \$10,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$17,500.00 without further approval of the Board of Commissioners of the Authority; and

WHEREAS, the Authority's Acting Treasurer has certified that funds are available for the modification of the Contract pursuant to this Resolution.

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of the Bergen County Utilities Authority, as follows:

1. The Contract entered into by and between the Authority and **Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern P.A.**, now identified and known as **Meyerson, Fox, Mancinelli & Conte, P.A.**, shall be and is hereby modified by the Authority and the Contract shall be modified to provide that the compensation to be paid by the Authority pursuant thereto shall be increased in the amount of \$10,000.00 and the total amount of compensation to now be paid by the Authority to **Meyerson, Fox, Mancinelli & Conte, P.A.**

18-1-032

pursuant to the modified Contract shall not exceed the total sum of \$17,500.00 without further approval of the Board of Commissioners of the Authority.

2. The Chairman of the Authority shall be and is hereby authorized to execute a contract by and between the Authority and **Meyerson, Fox, Mancinelli & Conte, P.A.** modifying the Contract as approved and authorized by this Resolution, in such final form as is acceptable to the Authority, as evidenced by the Chairman's signature thereon.

3. A copy of this Resolution and the contract modifying the Contract pursuant to this Resolution, shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by **Meyerson, Fox, Mancinelli & Conte, P.A.** and the Authority.

4. The Acting Treasurer's Certification that funds are available shall be placed on file and made available for public inspection at the Authority and made a part hereof.

5. A notice of this modification of the Contract shall be published in the form prescribed by law.

6. The formal action(s) of the Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14(b).

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

DATED: July 26, 2018

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 7/26/2018

RESOLUTION #: 18-1-032

THIS IS TO CERTIFY TO THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES
AUTHORITY THAT THERE ARE:

FUNDS AVAILABLE

X

FUNDS ARE NOT AVAILABLE

BUDGET ACCOUNT

LEGAL
W-350-50800-000

VENDOR

MEYERSON, FOX, MANCINELLI, & CONTE P.A.

CONTRACT NUMBER

17122101

REASON

INCREASE IN THE PROFESSIONAL SERVICES
NEEDS OF THE AUTHORITY FOR
SPECIAL LEGAL COUNSEL

AMOUNT

\$10,000.00

CONTRACT LENGTH

DECEMBER 1, 2017 - NOVEMBER 30, 2018

Matthew Carter
ACTING TREASURER

2018 SUPPLEMENTAL BOND RESOLUTION OF THE BERGEN COUNTY UTILITIES AUTHORITY SUPPLEMENTING AND AMENDING CERTAIN PROVISIONS OF THE AUTHORITY'S GENERAL BOND RESOLUTION DULY ADOPTED OCTOBER 31, 1985, AS AMENDED AND SUPPLEMENTED, AND PROVIDING FOR THE ISSUANCE OF NOT TO EXCEED \$9,000,000 PRINCIPAL AMOUNT OF WATER POLLUTION CONTROL SYSTEM REVENUE BONDS, OF THE BERGEN COUNTY UTILITIES AUTHORITY AND DETERMINING CERTAIN OTHER MATTERS IN CONNECTION THEREWITH.

WHEREAS, The Bergen County Utilities Authority (the "Authority"), was duly created by resolution of the County of Bergen, New Jersey (the "County"), duly adopted February 19, 1947, as a public body corporate and politic of the State of New Jersey and has been reorganized and is existing under the Municipal and County Utilities Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1957 of the State of New Jersey and the acts amendatory thereof and supplemental thereto (the "Act"); and

WHEREAS, on March 19, 1992, the Authority adopted a resolution entitled "Resolution Authorizing the Issuance of Water Pollution Control System Revenue Bonds of the Bergen County Utilities Authority" (said resolution as amended and supplemented hereinafter referred to as the "General Bond Resolution") amending a resolution of the Authority adopted October 31, 1985 (the "Original General Bond Resolution"), providing for, among other things, the construction, acquisition, improvement or replacement of all or any part of the Authority's water pollution control system and the issuance of obligations to provide for the payment of the costs of construction of any project; and

WHEREAS, the Authority has determined to issue its long-term revenue bonds pursuant to the General Bond Resolution in the principal amount not exceeding \$9,000,000 (the "Bonds") to provide for (i) the funding of certain capital projects attached hereto on Exhibit A (the "2018 Capital Projects"), (ii) the funding of the Bond Reserve Requirement relating to the Bonds and (iii) the payment of the costs of issuance associated with the issuance of the Bonds (collectively, the "Project"); now therefore

BE IT RESOLVED BY THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES AUTHORITY, as follows:

ARTICLE I

Definitions and Interpretations

Section 101. **Short Title.** This resolution may hereinafter be cited by the Authority and is hereinafter sometimes referred to as, “2018 Supplemental Resolution”.

Section 102. **Authorization for Series 2018 Supplemental Resolution.** This Series 2018 Supplemental Resolution is authorized by and adopted pursuant to the provisions of Section 317 of the General Bond Resolution.

Section 103. **Certain Definitions and Amendments to General Bond Resolution.**

(1) Terms which are used as defined terms herein shall, unless specifically defined herein or unless the context clearly requires otherwise, have the meanings assigned to such terms in the General Bond Resolution.

(2) For the purpose of this Series 2018 Supplemental Resolution, the term “Bond Insurer” shall mean the bond insurer, if any, selected by the Authority prior to the issuance of the Bonds described in Section 201 hereof.

ARTICLE II

Authorization and Issuance of Bonds

Section 201. **Amount, Title and Purpose of Bonds.** Not to exceed \$9,000,000 principal amount of the Bonds are hereby authorized to be issued and sold by the Authority in accordance with the provisions of the General Bond Resolution and this 2018 Supplemental Resolution. Such Bonds shall be designated “Water Pollution Control Revenue Bonds, Series 2018”, or such other title as shall be determined in a certificate of an Authority Officer. designate. The purpose for which the Bonds are being issued is to fund the Project.

Section 202. **Description of Bonds.**

(1) **Amount and Term.** The Bonds shall be in such amount, shall be dated and shall bear interest from such date, and shall mature on such date in each of the years and in the respective principal amounts and shall be subject to prior redemption as set forth in a resolution of the Authority or an Officer’s Certificate adopted or executed, as applicable, prior to delivery of the Bonds.

(2) **Interest Rates Per Annum and Interest Payment Dates.** The Bonds shall bear interest at the interest rates per annum payable on such dates (each such date being an “Interest Payment Date”) in each year until the Authority’s obligation with respect to the payment of the principal of and interest on the Bonds shall be discharged as set forth in a resolution of the Authority or an Officer’s Certificate adopted or executed, as applicable, prior to delivery of the Bonds.

(3) **Denomination and Place of Payment.** The Bonds shall be issued in fully registered form, without coupons, and are issuable in the denomination of \$5,000 each, or any integral multiple thereof. The principal or Redemption Price of the Bonds shall be payable to the Registered Owner thereof, or registered assigns, at maturity or on the applicable date fixed for redemption upon presentation and surrender of the Bonds at the principal corporate trust office of the Paying Agent. Interest on the Bonds will be paid to the Registered Owner by check and such payment will be mailed by the Paying Agent to such Registered Owner (as determined on the Record Date) at the most recent address appearing on the registration books of the Authority. All other terms and conditions with respect to the payment of the principal or Redemption Price of and interest on the Bonds shall be as provided in the General Bond Resolution.

(4) **Form of Bonds.** The Bonds shall be in substantially the form described in Section 1207 of the General Bond Resolution.

Section 203. Book-Entry System.

(1) Except as provided in paragraph (3) of this Section 203, the Registered Owner of all of the Bonds shall be The Depository Trust Company, New York, New York (“DTC”) and the Bonds shall be registered in the name of Cede & Co., as nominee of DTC. Payment of interest on any Bond registered as of each Record Date in the name of Cede & Co. shall be made by wire transfer to the account of Cede & Co. on the interest payment date for the Bonds at the address indicated on the Record Date for Cede & Co. in the registry books of the Authority kept by the Bond Registrar.

(2) The Bonds shall be issued initially in the form of one authenticated fully registered Bonds for each separate stated maturity of the Bonds in the principal amount of each such maturity. Upon initial issuance, the ownership of each such Bond shall be registered in the registry book of the Authority kept by the Bond Registrar in the name of Cede & Co., as nominee of DTC. The Trustee and the Authority may treat DTC (or its nominee) as the sole and exclusive owner of the Bonds registered in its name for the purposes of payment of the principal or Redemption Price of and interest on the Bonds, selecting the Bonds or portions thereof to be redeemed, giving any notice permitted or required to be given to the Bondholders under the General Bond Resolution, registering the transfer of Bonds, obtaining any consent or other action to be taken by Bondholders and for all other purposes whatsoever; and neither the Trustee nor the Authority shall be affected by any notice to the contrary. Neither the Trustee nor the Authority shall have any responsibility or obligation to any DTC participant any person claiming a beneficial ownership interest in the Bonds under or through DTC or any DTC participant, or any other person which is not shown on the registration books of the Authority kept by the Bond Registrar as being a Bondholder. The Authority, the Trustee, the Bond Registrar and the Paying Agent shall have no responsibility with respect to the accuracy of any records maintained by DTC, Cede & Co. or any DTC participant with respect to any ownership interest in the Bonds; the payment by DTC or any DTC participant to any beneficial owner of any amount in respect of the principal or Redemption Price of or interest on the Bonds; the delivery to any DTC participant or any beneficial owner of any notice which is permitted or required to be given to Bondholders under the General Bond Resolution; the selection by DTC or any DTC participant of any person to receive payment in the event of a partial redemption of the Bonds; or any consent given or other action taken by DTC as the Bondholder. The Paying Agent shall pay the principal or Redemption Price of and interest on the Bonds only to or “upon the order of” (as that term is used in the Uniform Commercial Code as adopted in the State of New Jersey) Cede & Co., as nominee of DTC, and all such payments shall be valid and effective to fully satisfy and discharge the Authority’s obligations with respect to the principal or Redemption Price of and interest on the Bonds to the extent of the sum or sums so paid. Upon delivery by DTC to the Trustee of written notice to the effect that DTC had determined to substitute a new nominee in place of Cede & Co., and subject to the provisions herein with respect to record dates, the words “Cede & Co.” in this 2018 Supplemental Resolution shall refer to such new nominee of DTC.

(3) In the event the Authority determines that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain Bond certificates, the Authority may notify DTC

and the Trustee, whereupon DTC will notify the DTC participants of the availability through DTC of Bond certificates. In such event, the trustee shall authenticate, transfer and exchange Bond certificates as requested by DTC and any other Bondholders in appropriate amounts. DTC may determine to discontinue providing its services with respect to the Bonds at any time by giving notice to the Authority and the Trustee and discharging its responsibilities with respect thereto under applicable law. Under such circumstances (if there is no successor securities depository), the Authority and Trustee shall be obligated to deliver Bond certificates as described in the General Bond Resolution. In the event Bond certificates are issued to Bondholders other than DTC, the provisions of the General Bond Resolution shall apply to, among other things, the transfer and exchange of such certificates and the method of payment of principal or Redemption Price of and interest on such certificated Bonds. Whenever DTC requests the Authority and the Trustee to do so, the Trustee and the Authority will cooperate with DTC in taking appropriate action after reasonable notice (a) to make available one or more separate certificates evidencing the Bonds to any DTC participant having Bonds credited to its DTC account or (b) to arrange for another securities depository to maintain custody of certificates evidencing the Bonds.

(4) Notwithstanding any other provision of the General Bond Resolution to the contrary, so long as any Bond is registered in the name of Cede & Co., as nominee of DTC, all payments with respect to the principal or Redemption Price of and interest on such Bonds and all notices with respect to such Bonds shall be made and given to DTC as provided in the representation letter to be entered into on or prior to the date of issuance and delivery of the Bonds by and among DTC, the Authority and the Trustee.

(5) In connection with any notice or other communication to be provided to the Bondholders pursuant to the General Bond Resolution by the Authority or the Trustee with respect to any consent or other action to be taken by the Bondholders, so long as any Bond is registered in the name of Cede & Co., as nominee of DTC, the Authority or the Trustee, as the case may be, shall establish a record date for such consent or other action and give DTC notice of such record date not less than 15 calendar days in advance of such record date to the extent possible.

Section 204. **Appointment of Trustee, Paying Agent and Registrar.** In accordance with the provisions of Article XI of the General Bond Resolution, the appointment of The Bank of New York Mellon, Woodland Park, New Jersey (the "Bank") as Trustee, (the "Trustee"), Paying Agent (the "Paying Agent") and Registrar (the "Registrar") for the Bonds is hereby confirmed, ratified and approved. The Bank shall accept and shall carry out its duties and obligations as Trustee, Paying Agent and Registrar as provided in and as required by the terms of the General Bond Resolution.

Section 205. **Execution of Bonds.** The Bonds shall be executed in the name and on behalf of the Authority by the manual or facsimile signature of its Chairman or Vice-Chairman, or Executive Director and its corporate seal (or a facsimile thereof) shall be affixed, imprinted, engraved or otherwise reproduced thereon, and such seal and the Bonds shall be attested by the manual or facsimile signature of its Secretary or Assistant Secretary. In case any officer of the

Authority who shall have executed, sealed or attested any of the Bonds shall cease to be such officer of the Authority before the Bonds so executed, sealed or attested shall have been authenticated and delivered upon original issuance, such Bonds may nevertheless be authenticated and delivered as herein provided as if the person who so executed, sealed or attested such Bonds had not ceased to be such officer.

Section 206. **Authentication of Bonds.** The Bonds shall bear thereon a certificate of authentication, substantially in the form set forth in Section 1207 of the General Bond Resolution, duly executed by the Trustee. Only such Bonds as shall bear thereon such certificate of authentication, duly executed, shall be entitled to any right or benefit under the General Bond Resolution. No Bond shall be valid or obligatory for any purpose unless such certificate of authentication upon such Bond shall have been duly executed by the Trustee, and such certificate of authentication by the Trustee upon any Bond executed on behalf of the Authority shall be conclusive and the only evidence that the Bond so authenticated has been duly authenticated and delivered under this 2018 Supplemental Resolution and that the holder thereof is entitled to the benefits of the General Bond Resolution.

Section 207. **Application of Proceeds of Bonds.** The proceeds which are derived from the sale of the Bonds, including any accrued interest thereon, shall be applied by the Trustee, upon receipt, in the manner set forth in a resolution of the Authority or an Officer's Certificate adopted or executed, as applicable, prior to delivery of the Bonds.

Section 208. **Appointment of Underwriter.** The Executive Director is hereby authorized to appoint the underwriter (the "Underwriter") for the Bonds. The Underwriter shall be compensated in accordance with the Purchase Agreement authorized below.

Section 209. **Approval of Purchase Agreement.** The Chairman, Executive Director and Secretary of the Authority are, and each of them is hereby, authorized and directed to negotiate, execute and deliver a purchase agreement (the "Purchase Agreement") with the Underwriter. Such Purchase Agreement, along with a resolution of the Authority or an Officer's Certificate adopted or executed, as applicable, prior to delivery of the Bonds, shall determine the terms and conditions relating to the sale of the Bonds, including the rate(s) of interest to be borne by the Bonds and the underwriter's discount, which is payable to the Underwriter in connection with the sale of the Bonds. The Bonds shall be delivered to the Underwriter at such time and place as shall be determined by the Authority, subject to the terms and conditions of the Purchase Agreement. The Chairman, Executive Director and Secretary of the Authority are, and each of them is, hereby authorized and directed to do and perform all things and execute all papers in the name of the Authority, and to make all payments necessary to the end that the Authority may carry out its obligations under the terms of said Purchase Agreement.

Section 210. **Bergen County Improvement Authority.** Notwithstanding anything stated herein, the Authority reserves the right and is hereby authorized to issue the Bonds to or through the Bergen County Improvement Authority (the "BCIA") for the Project, upon a showing that such conduit financing through the BCIA for the Project would be advantageous to

the Authority. In such event, the Authority Officers are hereby severally authorized and, after consultation with the professionals working on behalf of the Authority, are hereby severally directed to execute or acknowledge, as the case may be, or cause to be executed or acknowledged such other certificates, notices, instruments, agreements and other documents in such form as the Executive Director, after consultation with the professionals working on behalf of the Authority, shall determine to be necessary, desirable or convenient in order to effect the issuance of Bonds through the BCIA, which respective forms thereof shall be dispositively evidenced by the Authority Officer's execution or acknowledgment, as the case may be, and delivery thereof or with respect to such documents of a party other than the Authority, shall be evidenced by an Authority Officer's execution thereof. Such documents shall include, but not be limited to, the Preliminary Official Statement(s), the Official Statement(s), Supplemental Indenture if necessary, Continuing Disclosure Agreement, Bond Purchase Agreement(s), tax certificate, escrow agreement, services agreements, investment agreements, related certifications, bond insurance agreement and the DTC Representation Letter.

ARTICLE III

Miscellaneous

Section 301. **Payments Under Bond Insurance Policy.** The Executive Director shall arrange for any necessary bond insurance in order to obtain the best possible interest rates and the most cost effective financing in accordance with the recommendation of the Underwriter. To the extent that bond insurance is obtained, the Bond Insurer shall be deemed to be the sole holder of the Bonds for the purpose of exercising any voting right or privilege or giving any consent or direction or taking any other action that the holders of the Bonds are entitled to take pursuant to the General Bond Resolution.

Section 302. **Continuing Market Disclosure.** The Authority shall enter into a Continuing Disclosure Undertaking in such form as approved by Bond Counsel and shall comply with all requirements of SEC Rule 15c2-12 so long as any Bonds remain outstanding.

Section 303. **Distribution of Preliminary Official Statement; Approval of Official Statement.**

(a) **Preliminary Official Statement.** The Authority hereby authorizes the preparation and distribution of a preliminary official statement (the "Preliminary Official Statement") relating to the Bonds, substantially in such form as shall be approved by the Executive Director of the Authority in consultation with Bond Counsel. As of the date of such Preliminary Official Statement, the Executive Director of the Authority, in consultation with Bond Counsel, shall make the determination that the Authority deems such Preliminary Official Statement "final", as that term is used in paragraph (b)(1) of Rule 15c2-12 of the Securities Exchange Act of 1934 (the "Rule"), except for the omission of no more than the information permitted by paragraph (b)(1) of the Rule. The Authority hereby authorizes said Preliminary Official Statement and the information contained therein to be used in connection with the offering and sale of the Bonds and authorizes the Underwriter to distribute the Preliminary Official Statement, in electronic or hard copy form, to prospective purchasers of the Bonds.

(b) **Official Statement.** The Authority hereby authorizes the preparation of an official statement (the "Official Statement") relating to the Bonds, to be dated the date of execution of the Purchase Contract and to be substantially in the form of the Preliminary Official Statement with such changes therein as shall be approved by the Executive Director of the Authority, in consultation with Bond Counsel, and by the Underwriter. The Authority hereby authorizes the execution of the Official Statement by the Executive Director of the Authority, the delivery thereof to the Underwriter and the distribution of the Official Statement in connection with the offering and sale of the Bonds.

Section 304. **Covenant of Authority as to Compliance with Federal Tax Matters.** The Authority hereby covenants that it will take all actions within its control that are necessary to assure that interest on the Bonds is excludable from gross income under the Internal Revenue

Code of 1986, as amended (the "Code"), and the Authority will refrain from taking any action that would adversely affect the exclusion of interest on the Bonds from gross income under the provisions of the Code.

Section 305. **Supplemental Resolutions; Amendment of 2018 Supplemental Resolution.** At any time or from time to time, a Supplemental Resolution of the Authority may be adopted for the purpose of supplementing or amending the General Bond Resolution or amending or supplementing this 2018 Supplemental Resolution in each case upon the terms and conditions which are set forth in Articles VIII and IX of the General Bond Resolution.

Section 306. **Effective Date.** In accordance with the terms of Section 809 of the General Bond Resolution, this 2018 Supplemental Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of a copy of this 2018 Supplemental Resolution.

Section 307. **Prior Filing.** This 2018 Supplemental Resolution, or a draft hereof, has been filed with Moody's Investors Service, Inc. and Standard & Poor's Rating Services, a division of the McGraw-Hill Companies, Inc. at least fifteen days prior to the adoption hereof or a waiver of such 15 day notice will be obtained.

Section 308. **Signing Powers.** The Authority Officers are hereby severally authorized and, after satisfaction of all conditions precedent thereto and after consultation with the professionals working on behalf of the Authority, are hereby severally directed to execute or acknowledge, as the case may be, or cause to be executed or acknowledged such other certificates, notices, instruments, agreements and other documents in such form as the Executive Director, after consultation with the professionals working on behalf of the Authority, shall determine to be necessary, desirable or convenient in order to effect the issuance of Bonds or any other transaction contemplated hereby and thereby, which respective forms thereof shall be dispositively evidenced by the Authority Officer's execution or acknowledgment, as the case may be, and delivery thereof or with respect to such documents of a party other than the Authority, shall be evidenced by an Authority Officer's execution thereof. Such documents shall include, but not be limited to, the Preliminary Official Statement(s), the Official Statement(s), Supplemental Indenture if necessary, Continuing Disclosure Agreement, Bond Purchase Agreement(s), tax certificate, escrow agreement, services agreements, investment agreements, related certifications, bond insurance agreement and the DTC Representation Letter.

CERTIFICATE

I, the undersigned Secretary of The Bergen County Utilities Authority, a body corporate and politic of the State of New Jersey, HEREBY CERTIFY that the foregoing resolution is a true copy of an original resolution which was duly adopted by said Authority at a meeting duly called and held on July 26, 2018 and at which a quorum was present and acted throughout, and that said copy has been compared by me with the original resolution recorded in the records of the Authority and that it is a correct transcript thereof and of the whole of said resolution, and that said original resolution has not been altered, amended or repealed but is in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand this 27th day of July, 2018.

**THE BERGEN COUNTY UTILITIES
AUTHORITY**

By: _____

**Michael Henwood
Secretary**



18-1-033

Moved by: *Louis J. DeLisio*

Seconded by: *Thomas Kelley*

RECORDED VOTE:

Commissioners	YES	NO	ABSTAIN	NOT VOTING	NOT PRESENT
Ronald Phillips, Chairman	X				
Louis DeLisio, Vice Chairman	X				
Catherine T. Bentz					X
Bruce Bonaventuro	X				
Daniel Gumble	X				
Paul A. Juliano	X				
Thomas S. Kelley	X				
Peter C. Massa, Jr.	X				
Jon Warms	X				

18-1-033

EXHIBIT A- LIST OF PROJECTS TO BE FINANCED

The Authority proposes to fund infrastructure improvements as described below, as well as all work necessary and incidental thereto, all ancillary work required thereby, capitalized interest, funding of reserves, and engineering, design and professional costs associated therewith:

<u>Projects Funded</u>	<u>Cost</u>
ERP Software Upgrade	2,500,000
CSO LTCP Study	1,350,000
Collection System GIS	750,000
Replace/Repair Roofs/Windows	467,188
SCADA Upgrade	350,000
Wastewater Management Plan	450,000
Plant & Pump Station Safety	1,200,000

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Bergen County Utilities Authority (the "Authority"), as planning and implementing agency for the Bergen County Solid Waste Management District, is responsible for the development, modification and implementation of the Bergen County District Solid Waste Management Plan (the "Plan"); and

WHEREAS, pursuant to N.J.S.A. 13:1E-20(a)(1), the Authority has undertaken a comprehensive review of the Plan; and

WHEREAS, the Authority has determined that certain engineering services are required by the Authority in order to fully undertake and complete the comprehensive review of the Plan; and

WHEREAS, specifically, as part of the comprehensive review, there exists the need to engage the services of an engineering firm authorized to provide professional engineering services in the State of New Jersey to provide the following services:

- Updating the current composition of solid waste generated in Bergen County;
- Provide ten (10) year solid waste generation projection for solid waste types 10, 13 and 13C in Bergen County; and
- Provide ten (10) year projection of current and future recycling rates to estimate future solid waste disposal needs in Bergen County.

; and

WHEREAS, said engineering services are recognized as "professional services" as same shall be rendered by person(s) authorized by law to practice a recognized profession, whose practice is regulated by law, and the performance of which services requires knowledge of an advanced type of learning acquired by a prolonged formal course of specialized instruction and study, pursuant to and in accordance with N.J.S.A. 40A:11-2(6); and

WHEREAS, these services were solicited through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq. as **Mott MacDonald, LLC** responded to the Authority's publicly advertised "Request for Qualifications" and was qualified as competent to provide consulting engineering services by Resolution 18-2-001 adopted on January 25, 2018 by the Board of Commissioners of the Authority; and

WHEREAS, based on **Mott MacDonald, LLC's** Statement of Qualifications, the Authority issued a Request for Proposal ("RFP") dated July 5, 2018; and

WHEREAS, the RFP provided a scope of work that includes:

- Updating the current composition of solid waste generated in Bergen County;
- Provide ten (10) year solid waste generation projection for solid waste types 10, 13 and 13C in Bergen County; and
- Provide ten (10) year projection of current and future recycling rates to estimate future solid waste disposal needs in Bergen County.

; and

WHEREAS, the scope of work in the RFP is required to update the current Plan; and

WHEREAS, Mott MacDonald, LLC has submitted to the Authority in response to the RFP a proposal dated July 23, 2018 (the "Proposal") to provide the aforesaid professional engineering services for an amount not to exceed the total sum of \$44,758.00 as more fully set forth and contained in the Proposal which has been reviewed and determined to be fair and reasonable by the Authority's Director of Solid Waste and Information Technology Services; and

WHEREAS, the Proposal included certain attachments, including hourly billing rates; and

WHEREAS, Mott MacDonald, LLC previously provided to the Authority a Certificate of Liability Insurance naming the Authority as additional insured, New Jersey Business Registration Certificate, Ownership Disclosure Statement, Affirmative Action Compliance Notice and Certificate of Employee Information Report; and

WHEREAS, the Authority has determined, based upon the foregoing, that it is necessary for the efficient operation of the Authority to retain the services of **Mott MacDonald, LLC** to provide these engineering services to the Authority in connection with the comprehensive review of the Plan; and

WHEREAS, the Authority desires to appoint and retain **Mott MacDonald, LLC** to provide engineering services to the Authority as part of the Authority's comprehensive review of the Plan for the for an amount not to exceed the total sum of \$44,758.00; and

WHEREAS, N.J.S.A. 40A:11-1, et seq. provides that a contract for professional engineering services may be awarded without competitive bidding as a "professional service"; and

WHEREAS, N.J.S.A. 40A:11-1, et seq. requires that the resolution authorizing the award of a contract for professional services and the contract itself be available for public inspection; and

WHEREAS, the Acting Treasurer of the Authority has certified that funds are available for this purpose.

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of Authority as follows:

1. **Mott MacDonald, LLC** shall be and is hereby appointed to serve as **Engineer** to the Authority and to provide engineering services to the Authority in connection with the comprehensive review of the Plan for an amount not to exceed the total sum of \$44,758.00 without further action by the Board of Commissioners of the Authority.

2. The Chairman shall be and is hereby authorized to execute a contract, similar in form and substance to the contract on file at the Authority, by and among the Authority and **Mott MacDonald, LLC** memorializing the scope of services and hourly billing rates to be paid for such services as is acceptable to the Authority, as evidenced by the Chairman's signature thereon.

3. A copy of this Resolution, and the contract retaining **Mott MacDonald, LLC** as **Engineer** pursuant to this Resolution, shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by **Mott MacDonald, LLC** and the Authority.

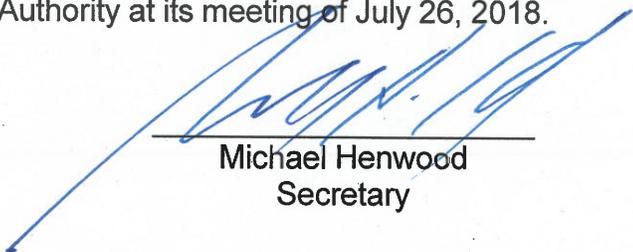
4. The total amount authorized to be paid pursuant to the contract herein awarded shall not exceed the total sum of \$44,758.00 without further action by the Board of Commissioners of the Authority.

5. The Acting Treasurer's Certification that funds are available shall be placed on file and made available for public inspection at the Authority and made a part hereof.

6. A notice of this contract award shall be published in the form prescribed by law.

7. The formal action(s) of the Commissioners of Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14(b).

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

Dated: July 26, 2018

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 7/26/2018

RESOLUTION #: 18-2-044

THIS IS TO CERTIFY TO THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES
AUTHORITY THAT THERE ARE:

FUNDS AVAILABLE

X

FUNDS ARE NOT AVAILABLE

BUDGET ACCOUNT

ENGINEERING
S-640-50400-000

VENDOR

MOTT MACDONALD, LLC

CONTRACT NUMBER

18072602

REASON

ANALYSIS OF SOLID WASTE COMPOSITION &
TEN YEAR TONNAGE & RATE PROJECTIONS

AMOUNT

\$44,758.00

CONTRACT LENGTH

TO COMPLETION

Matthew Carter
ACTING TREASURER

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, there exists the need to **Furnish and Deliver Eight (8) New HPE Blade Servers Gen10** in order to ensure the ongoing necessary and efficient operations of the Bergen County Utilities Authority (the "Authority"); and

WHEREAS, the Local Public Contracts Law, at N.J.S.A. 40A:11-12, provides that contracting units may purchase goods and/or services pursuant to contracts authorized by the State of New Jersey without the necessity of public bidding therefore; and

WHEREAS, **MRA INTERNATIONAL, INC.**, PO Box 3337, Long Branch, New Jersey 07740 was previously awarded New Jersey State Contract **SC-40116** for **New HPE Blade Servers Gen10**; and

WHEREAS, **MRA INTERNATIONAL, INC.** submitted a written proposal to the Authority dated June 21, 2018 to **Furnish and Deliver Eight (8) New HPE Blade Servers Gen10** under New Jersey State Contract **SC-40116**, in the total amount of **\$37,388.96**; and

WHEREAS, the Authority may procure and contract with a vendor to **Furnish and Deliver Eight (8) New HPE Blade Servers Gen10** through State Contract **SC-40116** for a total cost of **\$37,388.96** as set forth and contained in the written proposal dated June 21, 2018 submitted to the Authority by **MRA INTERNATIONAL, INC.**; and

WHEREAS, contracts awarded pursuant to authorization from the State of New Jersey are in compliance with the fair and open process pursuant to N.J.S.A. 19:44A-20.4 et seq.; and

WHEREAS, the Authority's Acting Treasurer has certified that funds are available for this purpose; and

WHEREAS, the award of this contract is necessary for the efficient operation of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of the Bergen County Utilities Authority, as follows:

1. The Executive Director or his designee shall be and is hereby authorized to execute a purchase order, or purchase orders as may be required, to **Furnish and Deliver Eight (8) New HPE Blade Servers Gen10** in the total amount of **\$37,388.96**, as set forth and contained in the written proposal dated June 21, 2018 submitted to the Authority by **MRA INTERNATIONAL, INC.**, and in accordance with the terms of New Jersey State Contract **SC-40116**.

18-2-045

2. The Authority shall be responsible to ensure that the goods and/or services procured through New Jersey State Contract **SC-40116** pursuant to this Resolution comply with all applicable provisions of the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq., and all other provisions of the revised statutes of the State of New Jersey.

3. A copy of this Resolution and a copy of any contract(s) entered into by the Authority pursuant to this Resolution shall be placed on file and made available for public inspection in the office of the Executive Director.

4. The Acting Treasurer's Certification that funds are available shall be on file at the Authority and made a part hereof.

5. The formal action(s) of the Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14(b).

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

Dated: July 26, 2018

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 7/26/2018
RESOLUTION #: 18-2-045

THIS IS TO CERTIFY TO THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES
AUTHORITY THAT THERE ARE:

FUNDS AVAILABLE

X

FUNDS ARE NOT AVAILABLE

BUDGET ACCOUNT

ACQUISITION OF HARDWARE
A-620-56700-000

VENDOR

MRA INTERNATIONAL, INC.

CONTRACT NUMBER

STATE CONTRACT SC-40116

REASON

FURNISH & DELIVER
EIGHT (8) NEW HPE BLADE SERVERS GEN 10

AMOUNT

\$37,388.96

CONTRACT LENGTH

Matthew McCarty
ACTING TREASURER

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, on prior occasion, upon advertisement and pursuant to specifications, the Bergen County Utilities Authority (the "Authority") solicited bid proposals for **Janitorial Services (One (1) Year Contract with Two (2) One (1) Year Options)**, pursuant to and in accordance with **Contract No. 16-09**; and

WHEREAS, by way of Resolution 16-2-046 adopted July 27, 2016 by the Board of Commissioners of the Authority, **All Clean Building Services, Inc.** was determined to be the lowest complying and responsible bidder for **Janitorial Services**, constituting **Contract No. 16-09** for a total contract price of \$68,910.00 for year one (1) and for the initial option year for a total contract price of \$68,910.00; and

WHEREAS, by way of Resolution 16-2-046 July 27, 2016 by the Board of Commissioners of the Authority, the Chairman of the Board of Commissioners of the Authority was authorized to execute a contract with **All Clean Building Services, Inc.** for **Janitorial Services**, constituting **Contract No. 16-09** for a total contract price of \$68,910.00 for the **Initial One (1) Year Period**; and

WHEREAS, pursuant to the bid specifications of **Contract No. 16-09**, the Authority, by Resolution 17-2-052 adopted July 27, 2017 by the Board of Commissioners of the Authority, previously exercised the initial **One (1) Year Option** of **Contract No. 16-09** and the Authority has the option to exercise the second **One (1) Year Option** of **Contract No. 16-09** and extend the contract for **Janitorial Services** with **All Clean Building Services, Inc.** for an additional **One (1) Year Period** in the total sum of \$68,910.00 for the second option year, **Year Three (3)** of **Contract No. 16-09**; and

WHEREAS, pursuant to N.J.S.A. 40A:11-15, the Authority finds **All Clean Building Services, Inc.** has performed **Contract No. 16-09** for **Janitorial Services** in an effective and efficient manner; and

WHEREAS, exercising the second **One (1) Year Option** of **Contract No. 16-09** to **All Clean Building Services, Inc.** for **Janitorial Services** is necessary for the efficient operation of the Authority; and

WHEREAS, the Acting Treasurer of the Authority has certified that funds are available for this purpose.

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of the Bergen County Utilities Authority as follows:

1. The Executive Director shall be and he is hereby authorized to execute a contract with **All Clean Building Services, Inc.** for **Janitorial Services**, pursuant to and in accordance with **Contract No. 16-09**, which exercises the second **One (1) Year Option** by the Authority to extend the contract for an additional **One (1) Year Period** (commencing August 1, 2018 and expiring July 31, 2019) for the total sum of \$68,910.00.

2. All other terms of **Contract No. 16-09** shall remain in full force and effect without modification.

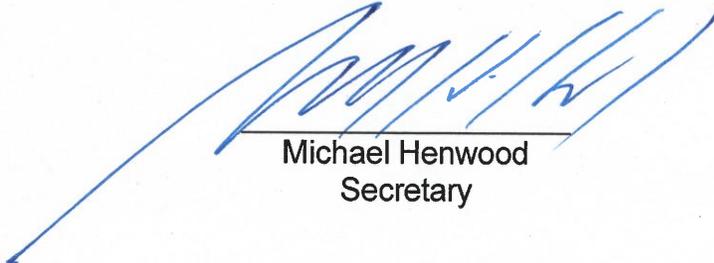
3. The Acting Treasurer's Certification that funds are available shall be on file at the Authority and made a part hereof.

4. A notice of this contract award shall be published in the form prescribed by law.

5. A copy of this Resolution and the Contract executed pursuant to this Resolution, along with Contract No. 16-09, shall be placed on file and made available for public inspection in the Office of the Executive Director upon execution by All Clean Building Services, Inc. and the Authority.

6. The formal action(s) of the Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14(b).

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

Dated: July 27, 2017

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 7/26/2018

RESOLUTION #: 18-2-046

THIS IS TO CERTIFY TO THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES
AUTHORITY THAT THERE ARE:

FUNDS AVAILABLE

X

FUNDS ARE NOT AVAILABLE

BUDGET ACCOUNT

JANITORIAL OUTSOURCING
A-620-56100-000

VENDOR

ALL CLEAN BUILDING SERVICES, INC.

CONTRACT NUMBER

16-09

REASON

JANITORIAL SERVICES

AMOUNT

\$68,910.00

CONTRACT LENGTH

AUGUST 1, 2018 - JULY 31, 2019

Matthew M Carter
ACTING TREASURER

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, on prior occasion, upon advertisement on the website of the Bergen County Utilities Authority (the "Authority") and pursuant to specifications, the Authority solicited bid proposals for **Replacement Digester Cover Level Monitor System and Preventative Maintenance Kit**, pursuant to and in accordance with **Requisition No. 108991-18**; and

WHEREAS, the following sole proposal was received by the Authority on **July 12, 2018** for **Requisition No. 108991-18**:

Vendor	Total Amount Bid
G.A. Fleet Associates, Inc. Harrison, NY	\$20,505.00

; and

WHEREAS, this procurement item is below the Authority's bid threshold of \$40,000.00; and

WHEREAS, this contract has been solicited through a fair and open process and it was publicly advertised and opened pursuant to N.J.S.A. 19:44A-20.4 et seq.; and

WHEREAS, the Authority's **Interim Qualified Purchasing Agent** has reviewed the sole bid proposal submitted to the Authority by **G.A. Fleet Associates, Inc.** for **Requisition No. 108991-18** and he has recommended that **G.A. Fleet Associates, Inc.** should be awarded **Requisition No. 108991-18** as the lowest complying and responsible vendor, as defined under N.J.S.A. 40A:11-2 and allowable under the fair and open process pursuant to N.J.S.A. 19:44A-20.4 et seq.; and

WHEREAS, on the basis of the foregoing, the Authority has determined that the proposal from **G.A. Fleet Associates, Inc.** constitutes the lowest complying and responsible proposal for **Requisition No. 108991-18**, in accordance with N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, the award of this contract is necessary for the efficient operation of the Authority; and

WHEREAS, the Authority's Acting Treasurer has certified that funds are available for this purpose.

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of the Bergen County Utilities Authority as follows:

1. The proposal of **G.A. Fleet Associates, Inc.** in the sum of \$20,505.00 shall be and is hereby determined to be the lowest complying and responsible proposal for

Replacement Digester Cover Level Monitor System and Preventative Maintenance Kit, constituting Requisition No. 108991-18, for the total sum of \$20,505.00.

2. The Executive Director shall be and is hereby authorized to execute a contract with **G.A. Fleet Associates, Inc. of 55 Calvert Street, Harrison, New York 10528** for **Replacement Digester Cover Level Monitor System and Preventative Maintenance Kit, constituting Requisition No. 108991-18** for the total sum of **\$20,505.00**.

3. The Acting Treasurer's Certification that funds are available shall be maintained on file at the Authority and made a part hereof.

4. A notice of this contract award shall be published in the form prescribed by law.

5. A copy of this Resolution and the contract executed pursuant to this Resolution, along with **Requisition No. 108991-18**, shall be placed on file and made available for public inspection in the Office of the Executive Director upon execution by G.A. Fleet Associates, Inc. and the Authority.

6. The formal action(s) of the Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14b.

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

Dated: July 26, 2018

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 7/26/2018
RESOLUTION #: 18-2-047

THIS IS TO CERTIFY TO THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES
AUTHORITY THAT THERE ARE:

FUNDS AVAILABLE

X

FUNDS ARE NOT AVAILABLE

BUDGET ACCOUNT

INSTRUMENTATION
W-550-62100-000

VENDOR

G.A. FLEET ASSOCIATES, INC.

CONTRACT NUMBER

REQUISITION NO. 108991-18

REASON

REPLACEMENT DIGESTER COVER LEVEL
MONITOR SYSTEM & PREVENTATIVE
MAINTENANCE KIT

AMOUNT

\$20,505.00

CONTRACT LENGTH

Matthew McGar
ACTING TREASURER

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, in 1947, the Bergen County Utilities Authority (the "Authority"), known as that time as the Bergen County Sewerage Authority, was established by the Bergen County Board of Freeholders and chartered to clean-up polluted rivers and streams by replacing individual ineffective, costly, and outdated municipal wastewater treatment plants with a central, more modern, efficient, and effective treatment facility to be located in Little Ferry, New Jersey; and

WHEREAS, the operation and maintenance of an effective and efficient water pollution control system represents a vital responsibility of government that is essential to ensuring the health, safety, and welfare of those whose daily life activities depend on such a system; and

WHEREAS, the Authority plays an important role in providing these essential services within the Authority's sewer service district, which is comprised of fifty-two (52) municipalities in the County of Bergen serving approximately 575,000 people; and

WHEREAS, in 2007, in accordance with its charter and in furtherance of providing these essential services, the Authority acquired from the Edgewater Municipal Utilities Authority (the "Edgewater MUA") the Edgewater wastewater treatment facility known as the Edgewater Water Pollution Control Facility ("Edgewater WPCF") located at 520 River Road, Edgewater Borough, Bergen County, New Jersey and the Authority continues to own and operate the Edgewater WPCF; and

WHEREAS, the Edgewater MUA's New Jersey Pollutant Discharge Elimination System ("NJPDES") Surface Water Discharge Permit into the Hudson River required additional treatment for the pollutants copper, zinc, and summer and winter ammonia; and

WHEREAS, the Edgewater MUA entered into a consent order with the New Jersey Department of Environmental Protection (the "NJDEP") including a compliance plan to achieve the additional treatment required for the pollutants copper, zinc, and summer and winter ammonia; and

WHEREAS, the compliance plan required the extension of the existing outfall sewer from the Edgewater MUA wastewater treatment plant at the bulkhead, and more than one thousand (1,000) feet into the Hudson River to provide an adequate dilution and mixing zone resulting in additional treatment; and

WHEREAS, after acquiring the Edgewater WPCF, the Authority assumed responsibility for the compliance plan for the outfall extension project; and

WHEREAS, in order to achieve compliance with the Copper, Ammonia-Nitrogen and Zinc effluent limitations, the Edgewater WPCF originally proposed to extend the outfall to provide sufficient mixing/dilution but due to unforeseen difficulties obtaining permits necessary to construct the extended outfall, specifically the denial by the Army Corps of Engineers of the request of the Authority for the issuance of a permit to extend the outfall further and deeper into the Hudson River, the Authority has proposed an alternative to convert the Edgewater WPCF into a sewage pumping station, construct a sewage force main, and treat the wastewater at the Little Ferry Water Pollution Control Facility (the "Little Ferry WPCF"), which is another facility owned and operated by the Authority located at the Foot of Mehrhof Road, Borough of Little Ferry, Bergen County, New Jersey and the Authority would then close the Edgewater WPCF and direct all wastewater to the Little Ferry WPCF for treatment (the "Edgewater WPCF Project"); and

WHEREAS, the NJDEP notified the Authority that it is the position of the NJDEP that the Edgewater WPCF may violate the New Jersey Water Pollution Control Act, N.J.S.A. 58:10A-1 et seq. ("Act") and the regulations promulgated pursuant thereto, specifically N.J.A.C. 7:14A-1 et seq., if it is not permitted to extend the outfall further and deeper into the Hudson River; and

WHEREAS, on March 3, 2015, a meeting was conducted with representatives of the Authority and the NJDEP to discuss the proposal of the elimination of the Edgewater WPCF consistent with the Edgewater WPCF Project; and

WHEREAS, as a result of the March 3, 2015 meeting and due to the Army Corps of Engineers denying the Authority a permit to extend the outfall into the Hudson River, the NJDEP entered into an Administrative Consent Order (the "2015 ACO") with the Authority on May 29, 2015 in order to memorialize an engineering and construction schedule for the Edgewater WPCF Project and provide for Interim Enforcement Effluent Limitations for Copper, Ammonia-Nitrogen and Zinc; and

WHEREAS, the wastewater flows from the Edgewater WPCF are now proposed to be treated in a more efficient, effective, and cost effective manner at the Authority's Little Ferry WPCF; and

WHEREAS, as part of the Edgewater WPCF Project, the Authority has determined that it requires **Professional Appraisal Services** to be performed by a real estate appraiser licensed by the State of New Jersey in connection with the Edgewater WPCF Project; and

WHEREAS, the **Professional Appraisal Services** required to be provided to the Authority include the providing of appraisals for properties which the Authority will be required to acquire title to, or acquire an easement or other interest in, in order to

advance the Edgewater WPCF Project pursuant to and consistent with the terms of the 2015 ACO; and

WHEREAS, said **Professional Appraisal Services** are recognized as "professional services" as same shall be rendered by person(s) authorized by law to practice a recognized profession, whose practice is regulated by law, and the performance of which services requires knowledge of an advanced type of learning acquired by a prolonged formal course of specialized instruction and study, pursuant to and in accordance with N.J.S.A. 40A:11-2(6); and

WHEREAS, these services were solicited through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq. as **McNerney & Associates, Inc.** responded to the Authority's publicly advertised "Request for Qualifications" and was qualified as competent to provide real estate valuation appraisal services by Resolution 18-1-002 adopted January 25, 2018 by the Commissioners of the Authority; and

WHEREAS, **McNerney & Associates, Inc.** has submitted a Statement of Qualifications and the Commissioners of the Authority have determined that **McNerney & Associates, Inc.** is competent, qualified and experienced to provide **Professional Appraisal Services** in connection with the Edgewater WPCF Project to the Authority; and

WHEREAS, the Authority has determined, based upon the foregoing, that it is necessary for the efficient operation of the Authority to retain the services of **McNerney & Associates, Inc.** to provide **Professional Appraisal Services** in connection with the Edgewater WPCF Project to the Authority; and

WHEREAS, the Authority desires to appoint and retain **McNerney & Associates, Inc.** to provide **Professional Appraisal Services** to the Authority in connection with the Edgewater WPCF Project which **Professional Appraisal Services** shall include the providing of certified real estate valuation appraisals for all properties as requested by the Authority as part of the Edgewater WPCF Project for an amount not to exceed the total sum of \$17,500.00 without further action by the Commissioners of the Authority; and

WHEREAS, N.J.S.A. 40A:11-1, et seq. provides that a contract for professional engineering services may be awarded without competitive bidding as a "professional service"; and

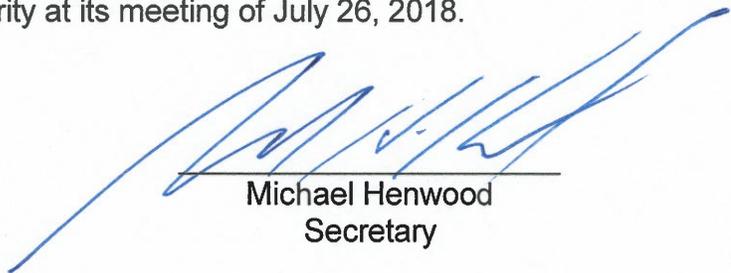
WHEREAS, N.J.S.A. 40A:11-1, et seq. requires that the resolution authorizing the award of a contract for professional services and the contract itself be available for public inspection; and

WHEREAS, the Authority's Acting Treasurer has certified that funds are available for this purpose.

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of Authority as follows:

1. That **McNerney & Associates, Inc.** shall be and is hereby engaged to provide **Professional Appraisal Services** to the Authority in connection with the Edgewater WPCF Project for an amount of compensation not to exceed the total sum of **\$17,500.00** without further action by the Commissioners of the Authority.
2. The Chairman shall be and is hereby authorized to execute a contract, similar in form and substance to the contract on file at the Authority, by and among the Authority and **McNerney & Associates, Inc.** memorializing the scope of services and hourly billing rates to be paid for such services as is acceptable to the Authority, as evidenced by the Chairman's signature thereon.
3. A copy of this Resolution and the contract retaining **McNerney & Associates, Inc.** to provide **Professional Appraisal Services** pursuant to this Resolution shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by McNerney & Associates, Inc. and the Authority.
4. The Acting Treasurer's Certification that funds are available shall be placed on file and made available for public inspection at the Authority and made a part hereof.
5. A notice of this contract award shall be published in the form prescribed by law.
6. The formal action(s) of the Commissioners of Authority embodied herein are expressly contingent upon and subject to the provisions of N.J.S.A. 40:14B-14(b).

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of July 26, 2018.



Michael Henwood
Secretary

Dated: July 26, 2018

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 7/26/2018

RESOLUTION #: 18-2-048

THIS IS TO CERTIFY TO THE COMMISSIONERS OF THE BERGEN COUNTY UTILITIES
AUTHORITY THAT THERE ARE:

FUNDS AVAILABLE

X

FUNDS ARE NOT AVAILABLE

BUDGET ACCOUNT

CONSTRUCTION COSTS TO BE REIMBURSED
W-000-11960-000

VENDOR

MCNERNEY & ASSOCIATES, INC.

CONTRACT NUMBER

18072601

REASON

PROFESSIONAL APPRAISAL SERVICES

AMOUNT

\$17,500.00

CONTRACT LENGTH

TO COMPLETION

Matthew M'Carten
ACTING TREASURER