

**BERGEN COUNTY UTILITIES AUTHORITY
MINUTES OF THE REGULAR MEETING
JANUARY 24, 2019**

**In the matter of the 478th Regular Meeting of
The Bergen County Utilities Authority**

1. The **proof of meeting notice** calling the January 24, 2019, meeting was read into the record by Michael Henwood, Board Secretary.

2. Roll Call:

COMMISSIONERS PRESENT:

Ronald Phillips, Chairman
Louis J. DeLisio, Vice Chairman
Bruce Bonaventuro, Commissioner
Daniel Gumble, Commissioner
Paul A. Juliano, Commissioner
Thomas S. Kelley, Commissioner
Peter C. Massa, 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 December 20, 2018 Work Session be approved was moved by Commissioner Kelley and Seconded by Commissioner Massa and was carried. Commissioner Gumble abstained.

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 19-1-001 - Approve bills and the claims supported by vouchers totaling \$6,958,250.10 for the month of January 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 Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-1-002 - Ratify and Approve Financial Actions directed by Mathew McCarter, Acting Treasurer, during the month of December 2018. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-1-003 - Authorize acceptance of Qualifications of firms pursuant to N.J.S.A. 19:44A-20 et seq. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-1-004 - Designation of Acting Treasurer as the Authority's Public Agency Compliance Officer Pursuant to N.J.S.A. 17:27-3.5. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-1-005 - Adoption of Cash Management Plan. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-1-006 - Authorize Amendment of Professional Services Contract to Kaufman Semeraro & Leibman LLP. – General Legal Counsel. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-1-007 - Resolution of the Bergen County Utilities Authority concerning review of findings and recommendations of The Local Finance Board made in accordance with N.J.S.A. 40A:5A-6. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Juliano. A roll call was taken and the resolution was adopted as reflected in these minutes.

6. CONSTRUCTION & ENGINEERING COMMITTEE:

Resolution 19-2-001 – Authorize acceptance of Qualifications of firms pursuant to N.J.S.A. 19:44A-20 et seq. Motion to adopt the resolution was made by Commissioner Juliano and Seconded by Commissioner DeLisio. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-2-002 - Authorize Amendment of Professional Services Contract – General Engineer Consulting – Arcadis U.S., Inc. Motion to adopt the resolution was made by Commissioner Juliano and Seconded by Commissioner DeLisio. A roll call was taken and the resolution was adopted as reflected in these minutes.

7. PERSONNEL AND ADMINISTRATION COMMITTEE:

Resolution 19-3-001 – Authorize acceptance of Qualifications of firms pursuant to N.J.S.A. 19:44A-20 et seq. Motion to adopt the resolution was made by Commissioner Juliano and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

BERGEN COUNTY UTILITIES AUTHORITY
Minutes of the Regular Meeting
January 24, 2019

8. Chairman Phillips announced a short recess to allow time for the Board Secretary to prepare minutes of this Regular Meeting.
9. Chairman Phillips announced the Regular Meeting would reconvene.
10. The Board Secretary then distributed proposed minutes of the January 24, 2019 Regular Meeting for review by the Commissioners.
11. Motion to approve the Minutes of the Regular Meeting January 24, 2019 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 January 24, 2019 was made by Commissioner Warms and Seconded by Commissioner Massa and was unanimously carried.
12. Upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Resolution #	19-1-001	19-1-002	19-1-003	19-1-004	19-1-005	19-1-006	19-1-007
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 #	19-2-001	19-2-002	19-3-001
Chairman Phillips	Y	Y	Y
V. Chair. DeLisio	Y	Y	Y
Comm. Bentz	-	-	-
Comm. Bonaventuro	Y	Y	Y
Comm. Gumble	Y	Y	Y
Comm. Juliano	Y	Y	Y
Comm. Kelley	Y	Y	Y
Comm. Massa, Jr.	Y	Y	Y
Comm. Warms	Y	Y	Y

Y = Yes
R = Recuse
A = Abstain
N = No
- = Absent

Respectfully submitted,



Michael Henwood
Board Secretary

Date: January 24, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

BE IT RESOLVED by the Commissioners of the Bergen County Utilities Authority that the Financial Actions directed by Mathew McCarter, Acting Treasurer, during the month of December 2018 be and are hereby ratified and approved.

1. 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 January 24, 2019.



Michael Henwood
Board Secretary

Dated: January 24, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Bergen County Utilities Authority (the "Authority") has followed the fair and open process pursuant to N.J.S.A. 19:44A-20 et seq. for receiving Requests for Qualifications; and

WHEREAS, on or about **December 17, 2018** the Authority issued a Request For Qualifications for Appraisal Services, Auditor, Bond Counsel, Bond Underwriters, Financial Consultant, Grants/Government Services Consultant, Legal Services, and Title Services in accordance with the requirements of N.J.S.A. 19:44A-20, et seq.; and

WHEREAS, the Authority received and opened Qualifications for the above listed positions on **January 22, 2019**; and

WHEREAS, pursuant to the Request For Qualifications, the Authority's Review Team conducted a review of the responses received and recommends that the firms listed below be deemed qualified for the following positions; and

WHEREAS, the Authority's Finance & Legal Committee recommends that the firms listed below be deemed qualified for the following positions.

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Bergen County Utilities Authority that the following firms be and are hereby qualified to render services on behalf of the Authority for the year of 2019:

Appraisal Services

McNerney & Associates, Inc.

Auditor

Lerch, Vinci & Higgins, LLP

Bond Counsel

McManimon, Scotland & Baumann, LLC

Waters, McPherson, McNeill, P.C.

Gibbons, P.C.

Wilentz, Goldman and Spitzer

Bond Underwriters

NW Capital Markets, Inc.

Stifel, Nicolaus & Company, Inc.

280 Securities, LLC

Rockfleet Financial Services, Inc.

Blaylock Van, LLC

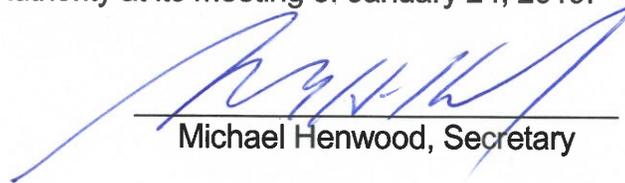
Financial Consultant
Acacia Financial Group, Inc.
NW Financial Group, LLC

Grants/Government Services Consultant
Gibbons, P.C.

Legal Services
Kaufman, Semeraro & Leibman, LLP
Price, Meese, Shulman & D'Arminio, P.C.
Florio, Perrucci, Steinhardt & Fader, LLC
Chasan, Lamparello, Mallon & Cappuzzo, P.C.
Weber Dowd Law, LLC
Grace Malmero & Associates, LLP
Eric M. Bernstein & Associates, LLC
Richard O. Venino, Counsellor at Law
Sekas Law Group, LLC
Meyerson, Fox, Mancinelli & Conte, P.A.

BE IT FURTHER RESOLVED that 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 January 24, 2019.



Michael Henwood, Secretary

Dated: January 24, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

BE IT RESOLVED, by the Commissioners of The Bergen County Utilities Authority that Mathew McCarter, the Authority's Acting Treasurer, shall be and is hereby appointed to serve as the Authority's **Public Agency Compliance Officer** to perform the requisite duties associated with such title, as set forth in N.J.A.C. 17:27-3.5, at no additional compensation, to administer and/or implement Chapter 127, P.L. 1975, and the rules and regulations promulgated thereunder, as amended, effective immediately, for the calendar year 2019, until a successor is appointed and/or qualified to serve, or at the pleasure of the Authority, whichever shall earliest occur;

BE IT FURTHER RESOLVED that the Executive Director shall be and he is hereby directed to provide the State of New Jersey, Department of the Treasury, Division of Purchase and Property, Contract Compliance Audit Unit, EEO Monitoring Program, with the telephone number, facsimile and E-mail address of Mathew McCarter's designation as **Public Agency Compliance Officer**; and

BE IT FURTHER RESOLVED that 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 January 24, 2019.



Michael Henwood
Board Secretary

DATED: January 24, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, N.J.S.A. 40:5:14 requires the governing body of each local authority to cause the adoption of a **Cash Management Plan**; and

WHEREAS, in accordance with N.J.S.A. 40:5-14, the Acting Chief Financial Officer/Treasurer has developed a **Cash Management Plan** for use by the Authority, a copy of which is on file at the Authority; and

WHEREAS, the Commissioners of the Authority have reviewed the **Cash Management Plan** prepared by the Authority's Acting Chief Financial Officer/Treasurer and desire to continue its usage during 2019; and

WHEREAS, the implementation and usage of the Authority's **Cash Management Plan** 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 Commissioners of the Authority do hereby approve the continued use of the Authority's **Cash Management Plan** prepared by the Acting Chief Financial Officer/Treasurer.
2. 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 January 24, 2019.



Michael Henwood
Board Secretary

DATED: January 24, 2019

**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 18-1-011 adopted February 22, 2018, appointed Kaufman, Semeraro & Leibman, LLP to serve as General 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 18-1-011 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and Kaufman, Semeraro & Leibman, LLP (the "Contract") memorializing the services to be provided by Kaufman, Semeraro & Leibman, LLP to the Authority as General Legal Counsel and providing the budget for compensation to be paid by the Authority to Kaufman, Semeraro & Leibman, LLP for the providing of those services, pursuant to which payment is not to exceed the total sum of \$125,000.00 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 Kaufman, Semeraro & Leibman, LLP on March 1, 2018; and

WHEREAS, in October 2018, Kaufman, Semeraro & Leibman, LLP advised the Authority that the firm had expended approximately \$125,000.00 in services to the Authority under the Contract and the Contract provided for a compensation budget of \$125,000.00 to be paid by the Authority to Kaufman, Semeraro & Leibman, LLP for services performed pursuant thereto and Kaufman, Semeraro & Leibman, LLP requested at that time that the compensation budget for the Contract be increased in the amount of \$75,000.00 and the Board of Commissioners of the Authority, by Resolution 18-1-049 adopted October 25, 2018, authorized the Chairman of the Board of Commissioners of the Authority to modify the Contract by increasing the budget for compensation to be paid by the Authority to Kaufman, Semeraro & Leibman, LLP under the Contract by the amount of \$75,000.00, resulting in an amended Contract compensation budget in the total sum of \$200,000.00 without further approval of the Board of Commissioners of the Authority; and

WHEREAS, Kaufman, Semeraro & Leibman, LLP, operating under the Contract, has continued to provide significant necessary and valuable professional legal services to the Authority as the Authority's General Legal Counsel on an as-requested basis on a number of critical ongoing projects as well as additional other projects the Authority identified since the commencement of the term of the Contract; and

WHEREAS, Kaufman, Semeraro & Leibman, LLP has now advised the Authority that as of December 31, 2018, Kaufman, Semeraro & Leibman, LLP had expended approximately \$200,000.00 in services to the Authority under the Contract and the Contract, as previously amended by Resolution 18-1-0-49, provides for a compensation budget of \$200,000.00 to be paid by the Authority to Kaufman, Semeraro & Leibman, LLP for services performed pursuant thereto; and

WHEREAS, Kaufman, Semeraro & Leibman, LLP has now requested that the Authority increase the compensation budget provided for by the Contract by the total sum of \$50,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$250,000.00; and

WHEREAS, the Authority's Executive Director has determined that Kaufman, Semeraro & Leibman, LLP has performed all services under the Contract in an effective and efficient manner and further determined that the remaining work to be performed by Kaufman, Semeraro & Leibman, LLP 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 Authority's Executive Director has reviewed the request of Kaufman, Semeraro & Leibman, LLP to increase the compensation budget under the Contract for the total compensation to be paid by the Authority to Kaufman, Semeraro & Leibman, LLP, and based upon the above determinations and his review of the request of Kaufman, Semeraro & Leibman, LLP, 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 Kaufman, Semeraro & Leibman, LLP pursuant to the Contract in the total sum of \$50,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$250,000.00 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 Kaufman, Semeraro & Leibman, LLP 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 \$50,000.00 and the total amount of

19-1-006

compensation to now be paid by the Authority to Kaufman, Semeraro & Leibman, LLP pursuant to the modified Contract shall not exceed the total sum of \$250,000.00 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 an agreement by and among the Authority and Kaufman, Semeraro & Leibman, LLP, modifying the Contract as approved and authorized by this Resolution, in the form acceptable to the Chairman, and satisfactory to the Authority as evidenced by the Chairman's signature thereon.

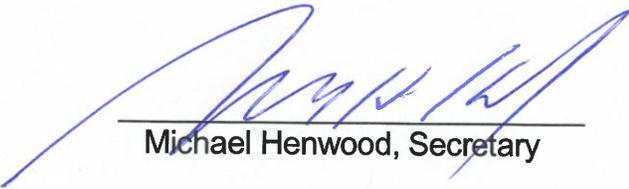
3. A copy of this Resolution, and the agreement modifying the Contract with Kaufman, Semeraro & Leibman, LLP pursuant to this Resolution, shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by Kaufman, Semeraro & Leibman, LLP and the Authority.

4. The Acting Treasurer's Certification that funds are available shall be maintained on file at the Authority.

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 January 24, 2019.



Michael Henwood, Secretary

Dated: January 24, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 1/24/2019
RESOLUTION #: 19-1-006

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

KAUFMAN, SEMERARO & LEIBMAN, L.L.P.

CONTRACT NUMBER

18022203

REASON

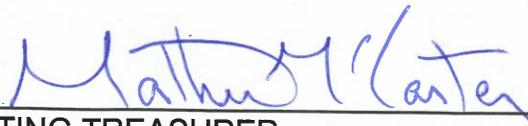
INCREASE IN THE PROFESSIONAL SERVICE
NEEDS OF THE AUTHORITY FOR
GENERAL LEGAL COUNSEL

AMOUNT

\$50,000.00

CONTRACT LENGTH

JANUARY 25, 2019 - FEBRUARY 28, 2019


ACTING TREASURER

**RESOLUTION OF THE BERGEN COUNTY UTILITIES
AUTHORITY CONCERNING REVIEW OF FINDINGS AND
RECOMMENDATIONS OF THE LOCAL FINANCE
BOARD MADE IN ACCORDANCE WITH N.J.S.A. 40A:5A-6**

WHEREAS, the findings and recommendations issued by the Local Finance Board (the "Board") at a meeting held by said Board on August 8, 2018, relating to the issuance of not to exceed \$9,000,000 of tax-exempt Water Pollution Control System Revenue Bonds, (the "Bonds") of The Bergen County Utilities Authority (the "Authority"), to provide for the costs of various capital improvements and studies for the benefit of the Authority and related expenses (the "Project") have been filed with the Secretary of the Authority, and a copy has been received by each member of the governing body and is attached hereto as Exhibit A; and

WHEREAS, N.J.S.A. 40A:5A-7 requires that the governing body of the Authority, within 45 days of receipt of the Board's findings and recommendations, shall certify by resolution to the Board that the members thereof have personally reviewed the findings and recommendations; and

WHEREAS, the Authority received the Board's findings on January 17, 2019 after a request was made by the Authority to the Board for receipt of such findings; and

WHEREAS, the members of the governing body of the Authority have personally reviewed the Board's findings and recommendations on the proposed Project financings as evidenced by group affidavit of the governing body; and

WHEREAS, failure to comply with this requirement may subject the members of the Authority to the penalty provisions of R.S. 52:27BB-52.

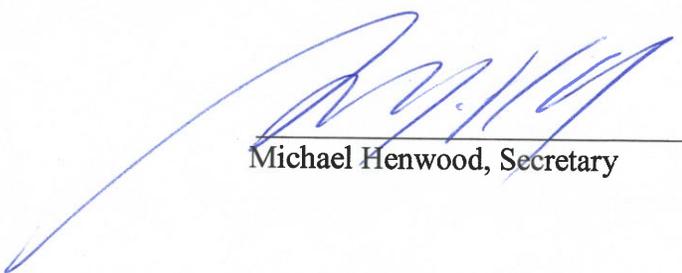
NOW THEREFORE, BE IT RESOLVED that the governing body of The Bergen County Utilities Authority hereby states that it has complied with the requirements of N.J.S.A. 40A:5A-7 and does hereby submit a certified copy of this resolution and the required affidavit to the Board to show evidence of said compliance.

19-1-007

Recorded Vote

	<u>YES</u>	<u>NO</u>	<u>ABSTAIN</u>	<u>ABSENT</u>
Ronald Phillips	X			
Louis DeLisio	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			

The foregoing is a true copy of a resolution adopted by the governing body of The Bergen County Utilities Authority on January 24, 2019.



Michael Henwood, Secretary

19-1-007

19-1-007

GROUP AFFIDAVIT FORM
CERTIFICATION OF GOVERNING BODY

State of New Jersey
County of Bergen

We, the members of the governing body of THE BERGEN COUNTY UTILITIES AUTHORITY, being of full age and being duly sworn according to law, upon our oath depose and say:

1. We are duly appointed members of The Bergen County Utilities Authority (the "Authority").
2. We certify that, pursuant to N.J.S.A. 40A:5A-7, we have personally reviewed the findings and recommendations of the Local Finance Board at the meeting on August 8, 2018, relating to the issuance of not to exceed \$9,000,000 of tax-exempt Water Pollution Control System Revenue Bonds, (the "Bonds") of The Bergen County Utilities Authority (the "Authority"), to provide for the costs of various capital improvements and studies for the benefit of the Authority and related expenses (the "Project") by the Authority.

Name

Ronald Phillips

Louis J. DeLisio

Catherine T. Bentz

Bruce Bonaventuro

Daniel Gumble

Paul A. Juliano

Thomas S. Kelley

Peter C. Massa, Jr.

Jon Warms

Signature

[Handwritten Signature]

[Handwritten Signature]

Absent

Absent (attended telephonically)

[Handwritten Signature]

[Handwritten Signature]

[Handwritten Signature]

[Handwritten Signature]



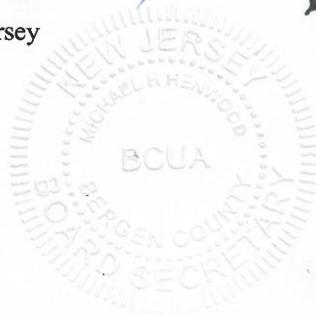
[Note: The Corporate Secretary of the Authority shall set forth the reason for the absence of signature of any members of the governing body.]

Sworn to and subscribed before me
this 24 day of January, 2019

[Handwritten Signature]

Notary Public
State of New Jersey

MICHAEL H HENWOOD
ID # 50015077
NOTARY PUBLIC
STATE OF NEW JERSEY
My Commission Expires April 30, 2020



19-1-007

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EXHIBIT A

19-1-007

Exhibit A



State of New Jersey
DEPARTMENT OF COMMUNITY AFFAIRS
101 SOUTH BROAD STREET
PO Box 803
TRENTON, NJ 08625-0803

PHILIP D. MURPHY
Governor

LT. GOVERNOR SHEILA Y. OLIVER
Commissioner

LOCAL FINANCE BOARD RESOLUTION

WHEREAS, a proposed project financing has been submitted to the Local Finance Board for review pursuant to N.J.S.A. 40A:5A-6 by the Bergen County Utilities Authority; and

WHEREAS, the Local Finance Board has held a hearing pursuant to N.J.S.A. 40A:5A-7 on August 8, 2018, to review a proposed project financing in an amount not to exceed \$9,000,000 for the issuance of Water Pollution Control System Revenue Bonds; and

WHEREAS, the Local Finance Board has given consideration to those matters, to the extent applicable, as provided for by Law, and has examined estimates, computations or calculations made in connection with such submissions and has required the production of such papers, documents, witnesses or information and taken such action which it has deemed necessary for its review of such submission;

NOW, THEREFORE, BE IT RESOLVED that the Local Finance Board does hereby make the following findings:

- a) that the project cost has been determined by reasonable and accepted methods;
- b) that the method proposed for the funding of the project cost, proposed or maximum terms and provision of the financing and of a proposed service contract are not unreasonable nor impracticable, and would not impose an undue and unnecessary financial burden on the local inhabitants within the Authority's jurisdiction or would not materially impair the ability to pay promptly the principal of and the interest on the outstanding indebtedness thereof or to provide essential public services to the inhabitants thereof;
- c) that the proposed or maximum terms and conditions of the sale are, in light of current market conditions for obligations of similar quality, reasonable;

BE IT FURTHER RESOLVED that the Local Finance Board does not deem it necessary to make any of the recommendations with regard to this project financing which the Board is authorized to make pursuant to N.J.S.A. 40A:5A-8; and



Local Finance Board
Bergen County Utilities Authority
August 8, 2018

BE IT FURTHER RESOLVED that the Bergen County Utilities Authority shall, within 30 days of the closing date of the financing that is the subject of this resolution, file with the Executive Secretary of the Local Finance Board a statement setting forth a complete accounting of the actual issuance costs incurred by the Bergen County Utilities Authority in undertaking the financing which statement shall include the following: the name of the Bergen County Utilities Authority; the closing date of the financing; the total amount of the financing; the name of the professionals or others who provided services to the Bergen County Utilities Authority in undertaking the financing; the estimated dollar amount for each type of issuance cost as set forth in the application submitted by the Bergen County Utilities Authority to the Local Finance Board with regard to the financing; and the actual dollar amount for each type of issuance cost incurred by the Bergen County Utilities Authority in undertaking the financing; and

BE IT FURTHER RESOLVED that the details of the issuance of any permanent bonds associated with this application as included in the term sheet (closing statement) shall be promptly provided to the Executive Secretary by forwarding a copy of said term sheet (closing statement); and

BE IT FURTHER RESOLVED that the Executive Secretary of the Local Finance Board is hereby authorized and directed to certify or endorse such documents or instruments as may be necessary, convenient or desirable in order to carry out the purpose and provisions of the Law and this Resolution; and

BE IT FURTHER RESOLVED that pursuant to N.J.S.A. 40A:5A-7, the governing body of the Authority shall provide to the Executive Secretary within 45 days of receipt of this resolution, the required Authority resolution and affidavit; and

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately.

APPROVED BY:
THE LOCAL FINANCE BOARD

DATE: August 8, 2018


PATRICIA PARKIN MCNAMARA
EXECUTIVE SECRETARY
LOCAL FINANCE BOARD

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Bergen County Utilities Authority (the "Authority") has followed the fair and open process pursuant to N.J.S.A. 19:44A-20 et seq. for receiving Requests for Qualifications; and

WHEREAS, on or about **December 17, 2018** the Authority issued a Request For Qualifications for Appraisal Services, Auditor, Bond Counsel, Bond Underwriters, Financial Consultant, Grants/Government Services Consultant, Legal Services, and Title Services in accordance with the requirements of N.J.S.A. 19:44A-20, et seq.; and

WHEREAS, the Authority received and opened Qualifications for the above listed positions on **January 22, 2019**; and

WHEREAS, pursuant to the Request For Qualifications, the Authority's Review Team conducted a review of the responses received and recommends that the firms listed below be deemed qualified for the following positions; and

WHEREAS, the Authority's Construction and Engineering Committee recommends that the firms listed below be deemed qualified for the following positions.

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Bergen County Utilities Authority that the following firms be and are hereby qualified to render services on behalf of the Authority for the year of 2019:

CONSULTING ENGINEERS

Alaimo Group Consulting Engineers
Boswell Engineering, Inc.
Arcadis U.S., Inc.
Neglia Engineering Associates
Remington & Vernick Engineers
CME Associates, LLP
Mott MacDonald, LLC
AECOM Technical Services, Inc.
CHA Consulting, Inc.
D&B Engineers and Architects, P.C.
Greeley and Hansen, LLC
HDR Engineering, Inc.
Paulus, Sokolowski and Sartor, LLC
Savin Engineers, P.C.
Suburban Consulting Engineers, Inc.

CONSTRUCTION MANAGEMENT SERVICES CONSULTANTS

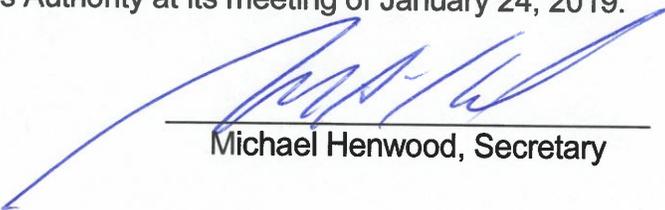
Alaimo Group Consulting Engineers
Boswell Engineering, LLP
CME Associates, LLP
Mott MacDonald, LLC
Arcadis, US, Inc.
Neglia Engineering Associates
Remington & Vernick Engineers
AECOM Technical Services, Inc.
Cumming Construction Management, Inc.
Cambridge Construction Management, Inc.
MFS Consulting Engineers and Surveyor, DPC

ENERGY SERVICES CONSULTANTS

Remington & Vernick Engineers
AECOM Technical Services, Inc.
Savin Engineers, P.C.

BE IT FURTHER RESOLVED that 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 January 24, 2019.



Michael Henwood, Secretary

Dated: January 24, 2019

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 18-2-010 adopted February 22, 2018, appointed **Arcadis US Inc.** to serve as **Special Environmental Engineer** 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 18-2-010 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and **Arcadis US Inc.** (the "Contract") memorializing the scope of services to be provided by **Arcadis US Inc.** to the Authority, and performing such professional engineering services for the Authority on an as-needed basis as requested by the Authority, pursuant to which payment by the Authority to **Arcadis US Inc.** is not to exceed the total sum of \$300,000.00 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 **Arcadis US Inc.** on March 1, 2018; and

WHEREAS, **Arcadis US Inc.**, operating under the Contract, has continued to provide significant necessary and valuable engineering services serving as **Special Environmental Engineer** to the Authority, and performing such other professional engineering services as requested by the Authority since the commencement of the term of the Contract; and

WHEREAS, **Arcadis US Inc.**, by written correspondence dated January 18, 2019, advised the Authority that as of December 30, 2018, **Arcadis US Inc.** had expended approximately \$294,000.00 in services to the Authority under the Contract and the Contract provides for a compensation budget of \$300,000.00 to be paid by the Authority to **Arcadis US Inc.** for services performed pursuant thereto; and

WHEREAS, **Arcadis US Inc.**, by written correspondence dated January 18, 2019 requested that the Authority increase the compensation budget provided for by the Contract by the total sum of \$35,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$335,000.00; and

WHEREAS, the Executive Director of the Authority has determined that **Arcadis US Inc.** has performed all services under the Contract in an effective and efficient manner and further determined that the remaining work to be performed by **Arcadis US Inc.** 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 January 18, 2019 written correspondence of **Arcadis US Inc.**, including the request of **Arcadis US Inc.** to increase the compensation budget for the total compensation to be paid by the Authority to **Arcadis US Inc.** 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 **Arcadis US Inc.** pursuant to the Contract in the total sum of \$35,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$335,000.00 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 **Arcadis US Inc.** 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 \$35,000.00 and the total amount of compensation to now be paid by the Authority to **Arcadis US Inc.** pursuant to the modified Contract shall not exceed the total sum of \$335,000.00 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 **Arcadis US Inc.** 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 **Arcadis US 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 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).

19-2-002

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of January 24, 2019.



Michael Henwood
Secretary

DATED: January 24, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 1/24/2019
RESOLUTION #: 19-2-002

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
W-350-50400-000

VENDOR ARCADIS U.S., INC.

CONTRACT NUMBER 18022212

REASON INCREASE IN THE PROFESSIONAL SERVICE
NEEDS OF THE AUTHORITY FOR
SPECIAL ENVIRONMENTAL ENGINEER

AMOUNT \$35,000.00

CONTRACT LENGTH JANUARY 25, 2019 - FEBRUARY 28, 2019

Matthew Carter
ACTING TREASURER

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Bergen County Utilities Authority (the "Authority") has followed the fair and open process pursuant to N.J.S.A. 19:44A-20 et seq. for receiving Requests for Qualifications; and

WHEREAS, on or about **December 17, 2018** the Authority issued a Request For Qualifications for General Insurance, Health Insurance and Public Relations Consultants, and Third Party Administrators for Cafeteria Plan, Dental Plan, Health Benefits and Worker's Compensation in accordance with the requirements of N.J.S.A. 19:44A-20, et seq.; and

WHEREAS, the Authority received and opened Qualifications for the above listed positions on **January 22, 2019**; and

WHEREAS, pursuant to the Request For Qualifications, the Authority's Review Team conducted a review of the responses received and recommends that the firms listed below be deemed qualified for the following positions; and

WHEREAS, the Authority's Personnel and Administration Committee recommends that the firms listed below be deemed qualified for the following positions.

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Bergen County Utilities Authority that the following firms be and are hereby qualified to render services on behalf of the Authority for the year of 2019:

General Insurance Consultant

Otterstedt Insurance Agency, Inc.
Fairview Insurance Agency Associates, Inc.

Health Insurance Consultant

LaMendola Associates, Inc.
Doyle Alliance Group
Aquarius Capital
Fairview Insurance Agency Associates, Inc.

Public Relations Consultant

Catania Consulting Group, Inc.
Fuerza Strategy Group

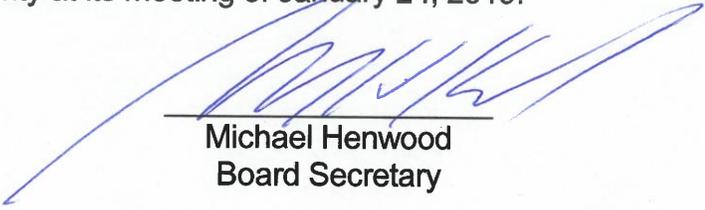
Third Party Administrator Workers Compensation/General Liability

Bergen Risk Managers, Inc.
Inservco Insurance Services, Inc.
PMA Management Corporation

19-3-001

BE IT FURTHER RESOLVED that 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 January 24, 2019.



Michael Henwood
Board Secretary

Dated: January 24, 2019

19-3-001