

**BERGEN COUNTY UTILITIES AUTHORITY
MINUTES OF THE REGULAR MEETING
NOVEMBER 25, 2019**

**In the matter of the 488TH Regular Meeting of
The Bergen County Utilities Authority**

1. The **proof of meeting notice** calling the November 25, 2019, meeting was read into the record by Michael Henwood, Board Secretary.

2. Roll Call:

COMMISSIONERS PRESENT:

Ronald Phillips, Chairman
Louis DeLisio, Vice Chairman
Catherine T. Bentz, Commissioner
Bruce Bonaventuro, Commissioner
Thomas S. Kelley, Commissioner
Diane T. Testa, Commissioner
Jon Warmes, Commissioner

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

3. Motion that the Minutes covering the October 27, 2019 Work Session be approved was moved by Commissioner DeLisio and Seconded by Commissioner Kelley and was carried. Commissioner Testa abstained.
4. Chairman Phillips opened the meeting to the public and asked if anyone present wished to be heard. George Zilocchi, the Borough of Little Ferry's Liaison to the BCUA expressed his thanks and best wishes to outgoing Commissioner Paul Juliano. In addition, Mr. Zilocchi thanked the BCUA Board of Commissioners for their continued support of the partnership and relationship between the Authority and the Borough of Little Ferry.

5. FINANCE AND LEGAL COMMITTEE:

Resolution 19-1-050 - Approve bills and the claims supported by vouchers totaling \$5,094,494.58 for the month of November 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 19-1-051 - Authorize Shared Services Agreement with the Borough of Little Ferry for the Provision of Municipal Services. 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 19-1-052 - Resolution to Establish the Annual Schedule of Meetings for 2020. 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 19-1-053 - Authorize renewal of membership in the Water Research Foundation. 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 19-1-054 - Approve Supplemental Bond Resolution authorizing the issuance of not to exceed \$2,000,000 in tax-exempt revenue obligations as part of Financing Plan with the New Jersey Economic Development Agency Resiliency Bank. 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 19-1-055 - Amend the minutes for the Regular Meeting of the Board of Commissioners of the Authority held on October 24, 2019. 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 19-1-056 - Amend Resolution 19-1-034 for the purpose of declaring to reimburse expenditures for charged Project Costs from the proceeds of Debt Obligations. 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 19-1-057 - Authorize Amendment of Professional Services Contract – Special Legal Counsel - Price, Meese, Shulman & D'Arminio, P.C. 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 19-2-088 – Authorize purchase of Sludge Collector Tank Parts from Motions Industries, Inc., under Cooperative Purchase Sourcewell Contract No. 121218-MII. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Bentz. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-2-089 - Award Contract No. 19-31 to Atlantic Analytical Laboratory, LLC – Digester Gas Pretreatment Testing – (Two (2) Year). Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Bentz. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-2-090 - Authorize rejection of bids and enter into negotiations in order to form a Contract (No. 19-24) - Digester Gas Treatment Media Procurement and Replacement (One (1) Year Period with One (1) One (1) Year Option). Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Bentz. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-2-091 - Authorize Amendment of Professional Services Contract – Environmental Consulting Engineer – Arcadis, U.S., Inc. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Bentz. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-2-092 - Authorize Amendment of Professional Services Contract – Site Work /Land Surveying Engineer – Neglia Engineering Associates. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Bentz. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-2-093 - Authorize Amendment of Professional Services Contract – General Consulting Engineers – Alaimo Group. Motion to adopt the resolution was made by Commissioner Bonaventuro and Seconded by Commissioner Bentz. A roll call was taken and the resolution was adopted as reflected in these minutes.

7. STRATEGIC PLANNING COMMITTEE:

Resolution 19-6-005 – Authorize execution of a Shared Services Agreement arranging and providing for a Certified Recycling Professional to Prepare the Annual Recycling Tonnage Report with municipalities wishing to participate. Motion to adopt the resolution was made by Commissioner Warms and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-6-006 – Award Contract No. 19-25 to MXI Environmental Services, LLC - Household Hazardous Waste Collection, Transportation and Disposal – (Two (2) Year with Two (2) One Year Options). Motion to adopt the resolution was made by Commissioner Warms and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-6-007 – Award Contract No. 19-26 to Confidential Shredding – Mobile On-Site County Wide One-Day Shred Event – (Two (2) Year). Motion to adopt the resolution was made by Commissioner Warms and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-6-008 – Award Contract No. 19-27 to Confidential Shredding, LLC – Municipal Mobile On-Site Paper Shred Events – (Two (2) Year). Motion to adopt the resolution was made by Commissioner Warms and Seconded by Commissioner Kelley. A roll call was taken and the resolution was adopted as reflected in these minutes.

8. PERSONNEL & ADMINISTRATIVE COMMITTEE:

Resolution 19-3-010 – Authorize acceptance of Qualifications of firms - Third Party Administrator (“TPA”) for Cafeteria Plan Section 125, Health Benefits, and Dental Plan 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 Bonaventuro. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-3-011 – Approve Renewal of Third Party Administration Service Agreement with Insurance Design Administrators (IDA) for the BCUA Self Insurance Health Benefits for a one (1) year term. (1/1/20 – 12/31/20). Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Bonaventuro. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-3-012 – Approve Renewal of Cafeteria Plan Section 125 Flexible Spending Account Third Party Administration Service Agreement with Insurance Design Administrators (IDA) for a one (1) year term. (1/1/20 – 12/31/20). Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Bonaventuro. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-3-013 – Approve Renewal of Third Party Administration Service Agreement for Dental Plan to Delta Dental of New Jersey, Inc. for a two (2) year term. (1/1/20 – 12/31/21). Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Bonaventuro. A roll call was taken and the resolution was adopted as reflected in these minutes.

Resolution 19-3-014 – Honoring Former Commissioner Paul A. Juliano. Motion to adopt the resolution was made by Commissioner DeLisio and Seconded by Commissioner Bonaventuro. A roll call was taken and the resolution was adopted as reflected in these minutes

9. Chairman Phillips announced a short recess to allow time for the Board Secretary to prepare minutes of this Regular Meeting.
10. Chairman Phillips announced the Regular Meeting would reconvene.
11. The Board Secretary then distributed proposed minutes of the November 25, 2019 Regular Meeting for review by the Commissioners.
12. Motion to approve the Minutes of the Regular Meeting November 25, 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 November 25, 2019 was made by Commissioner DeLisio and Seconded by Commissioner Bentz and was unanimously carried.
13. Upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

BERGEN COUNTY UTILITIES AUTHORITY
 Minutes of the Regular Meeting
 November 25, 2019

Resolution #	19-1-050	19-1-051	19-1-052	19-1-053	19-1-054	19-2-055	19-2-056	19-2-057
Chairman Phillips	Y	Y	Y	Y	Y	Y	Y	Y
V. Chair. DeLisio	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Bentz	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Bonaventuro	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Gumble	-	-	-	-	-	-	-	-
Comm. Kelley	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Massa, Jr.	-	-	-	-	-	-	-	-
Comm. Testa	A	A	A	A	A	A	A	A
Comm. Warms	Y	Y	Y	Y	Y	Y	Y	Y

Resolution #	19-2-088	19-2-089	19-2-090	19-2-091	19-2-092	19-2-093	19-6-005	19-6-006
Chairman Phillips	Y	Y	Y	Y	Y	Y	Y	Y
V. Chair. DeLisio	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Bentz	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Bonaventuro	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Gumble	-	-	-	-	-	-	-	-
Comm. Kelley	Y	Y	Y	Y	Y	Y	Y	Y
Comm. Massa, Jr.	-	-	-	-	-	-	-	-
Comm. Testa	A	A	A	A	A	A	A	A
Comm. Warms	Y	Y	Y	Y	Y	Y	Y	Y

Resolution #	19-6-007	19-6-008	19-3-010	19-3-011	19-3-012	19-3-013	19-3-014
Chairman Phillips	Y	Y	Y	Y	Y	Y	Y
V. Chair. DeLisio	Y	Y	Y	Y	Y	Y	Y
Comm. Bentz	Y	Y	Y	Y	Y	Y	Y
Comm. Bonaventuro	Y	Y	Y	Y	Y	Y	Y
Comm. Gumble	-	-	-	-	-	-	-
Comm. Kelley	Y	Y	Y	Y	Y	Y	Y
Comm. Massa, Jr.	-	-	-	-	-	-	-
Comm. Testa	A	A	A	A	A	A	A
Comm. Warms	Y	Y	Y	Y	Y	Y	Y

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

Respectfully submitted,

Michael Henwood
 Board Secretary

Date: November 25, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Bergen County Utilities Authority ("Authority") is a county utilities authority, organized pursuant to N.J.S.A. 40:14B-1 et seq. and authorized to provide, inter alia, sewage collection and disposal services and the relief of waters in or bordering the State from pollution arising from causes within the district and the relief of waters in, bordering or entering the district from pollution or threatened pollution on behalf of its constituent members; and

WHEREAS, the Borough of Little Ferry ("Borough") is a municipal corporation of the State of New Jersey, organized pursuant to N.J.S.A. 40A:60-1 et seq., and authorized to provide essential municipal services to protect the public health, safety and welfare of its inhabitants; and

WHEREAS, the Borough is a constituent municipality in the Authority's sewer service district; and

WHEREAS, the Authority owns, operates and maintains a wastewater treatment plant located in the Borough; and

WHEREAS, the Authority's wastewater treatment plant and administrative facilities comprise approximately one-third (1/3) of the total land within the Borough; and

WHEREAS, in lieu of any other compensation or payment(s), the Authority agrees to pay to the Borough, for the 2019 calendar year only, the sum of **\$155,000.00** for the Borough providing to the Authority extraordinary services above and beyond the providing of standard or routine municipal services historically and presently provided by the Borough to the Authority; and

WHEREAS, the Uniform Shared Services and Consolidation Act, N.J.S.A. 40A:65-1 et seq. (the "Act"), authorizes any local unit of the State to enter into an Interlocal Services Agreement with any other local unit(s) for the joint provision within the several jurisdictions of any service which any party to the agreement is empowered to undertake within its own jurisdiction; and

WHEREAS, N.J.S.A. 40:14B-20 authorizes and permits the Authority to enter into any and all contracts, execute any and all instruments and do and perform any and all acts or things necessary, convenient or desirable for the purposes of the Authority or to carry out any power expressly given to the Authority pursuant to N.J.S.A. 40:14B-1 et seq., expressly subject to N.J.S.A. 40A:11-1 et seq. ("Local Public Contracts Law"); and

WHEREAS, the Authority and the Borough wish to enter into a shared services agreement, pursuant to which the Borough will provide to the Authority extraordinary municipal services for calendar year 2019; and

WHEREAS, the Authority has engaged in discussions with the Borough regarding the nature and extent of the Borough providing to the Authority extraordinary municipal services, and the Authority's payment of compensation for said services for the 2019 calendar year, and the Authority considers the formation of an agreement with the Borough providing for the same to be necessary and/or desirable for the Authority's continued efficient operations; and

WHEREAS, the Executive Director has reviewed a proposed shared services agreement with the Borough and recommends that the Commissioners of the Authority accept the terms of the proposed agreement with the Borough on file at the Authority offices for the providing of extraordinary municipal services by the Borough to the Authority for calendar year 2019; and

WHEREAS, the Authority has determined it is in the best interests of the Authority and its ratepayers to enter such agreement with the Borough; and

WHEREAS, the Acting Treasurer of the Authority has certified that funds are available for this purpose and his Certificate is on file at the Authority.

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

1. The Chairman shall be and he is hereby authorized to execute a shared services agreement with the Borough of Little Ferry in final form acceptable to the Commissioners, as evidenced by the Chairman's signature thereon, for the providing of extraordinary municipal services by the Borough of Little Ferry to the Authority during calendar year 2019 for the total sum of **\$155,000.00** to be paid by the Authority to the Borough of Little Ferry.

2. A copy of this Resolution and the shared services agreement entered into with the Borough of Little Ferry 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 the Borough of Little Ferry and the Authority.

3. The Acting Treasurer's Certification confirming the availability of funds for this obligation shall be placed on file and made available for public inspection in the Office of the Executive Director.

4. 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).

19-1-051

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of November 25, 2019.



Michael Henwood
Secretary

DATED: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-1-051

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

SHARED SERVICES
A-620-55300-000

VENDOR

BOROUGH OF LITTLE FERRY

CONTRACT NUMBER

REASON

PROVIDING EXTRAORDINARY MUNICIPAL
SERVICES TO THE AUTHORITY

AMOUNT

\$155,000.00

CONTRACT LENGTH

Matthew Carter
ACTING TREASURER

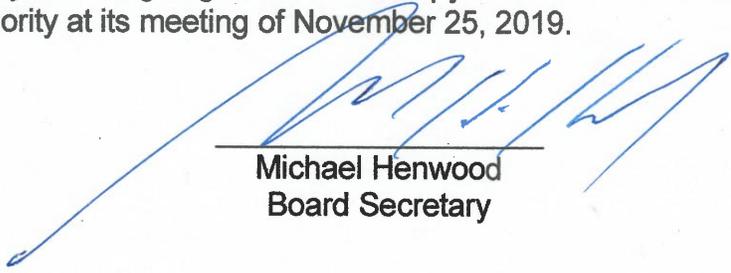
**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

BE IT RESOLVED by the Board of Commissioners of the Bergen County Utilities Authority (the "Authority") that the **Annual Schedule of Meetings for the Year Commencing January 1, 2020** shall be and is set forth on the notice on file in the Office of the Executive Director and annexed hereto; and

BE IT FURTHER RESOLVED that the Executive Director of the Authority, or his designee, shall cause said notice to be published in the official publication of the Authority before January 1, 2020 and

BE IT FURTHER RESOLVED that the formal action(s) of the Board of Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to N.J.S.A. 40:14B-14.

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of November 25, 2019.



Michael Henwood
Board Secretary

Dated: November 25, 2019



Bergen County Utilities Authority
2020 Meeting Dates

**** All Work Sessions are 6:00 p.m. ****

**** All Regular Meetings are immediately following the Work Sessions ****

Thursday	January 23	Work Session & Regular
Thursday	February 27	Work Session & Regular
Thursday	March 26	Work Session & Regular
Thursday	April 23	Work Session & Regular
Thursday	May 28	Work Session & Regular
Thursday	June 25	Work Session & Regular
Thursday	July 23	Work Session & Regular
Thursday	August 27	Work Session & Regular
Thursday	September 24	Work Session & Regular
Thursday	October 22	Work Session & Regular
Monday	November 23	Work Session & Regular
Thursday	December 17	Work Session & Regular

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the **Water Research Foundation (“WRF”)** is a not-for-profit foundation dedicated to advancing science and technology to address water quality issues as they impact water resources, the atmosphere, lands, and the quality of life; and

WHEREAS, **WRF** produces peer-reviewed research reports used by its subscribers and others to develop scientifically-based approaches, processes, and technologies to improve the management of waters resources; and

WHEREAS, **WRF** represents that it is staffed by a team of environmental professionals, including a committee of distinguished scientists and engineers who provide oversight, advice, and review of the wastewater and stormwater collection and treatment projects of the Bergen County Utilities Authority (the “Authority”); and

WHEREAS, **WRF** further represents that its investigators are comprised of individuals and organizations from municipal agencies, academia, government laboratories, and various industrial and consulting firms whose experience extends the spectrum of **WRF’s** research covering the areas of wastewater and stormwater collection and treatment systems, watersheds and ecosystems, and of human and environmental health; and

WHEREAS, **WRF** is funded through contributions and subscriptions from utilities, municipal agencies, corporations, consulting firms, associations, state regulatory agencies, private individuals and foundations, as well as congressional appropriations, the United States Environmental Protection Agency, and other governmental agencies; and

WHEREAS, **WRF** has submitted a proposal dated January 8, 2019, to induce the Authority to renew its subscription and re-join **WRF** as a wastewater utility, which proposal has been reviewed by the Executive Director and Director of Engineering of the Authority; and

WHEREAS, the Authority’s Executive Director and Director of Engineering have recommended that the Authority renew its subscription to **WRF** as a wastewater utility; and

WHEREAS, the proposed annual subscription/dues to be paid by the Authority to **WRF** for the renewal of the Authority’s subscription and for the Authority to re-join **WRF** as a wastewater utility is \$36,225.00; and

WHEREAS, the Authority has determined, based upon the foregoing, that it is necessary and/or desirable for its efficient operations to renew its subscription and re-join **WRF** as a wastewater utility for 2019.

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

1. The Chairman shall be and is hereby authorized to execute any agreement(s) or other document(s) necessary for the renewal of the Authority's subscription and for the Authority to re-join **WRF** as a wastewater utility for 2019 and the Authority shall be and is hereby authorized to make payment to **WRF** in an amount not to exceed the sum of \$36,225.00 as and for payment of the annual subscription/dues to be paid by the Authority to **WRF** for the renewal of the Authority's subscription and for the Authority to re-join **WRF** as a wastewater utility for 2019 as is authorized by this Resolution.

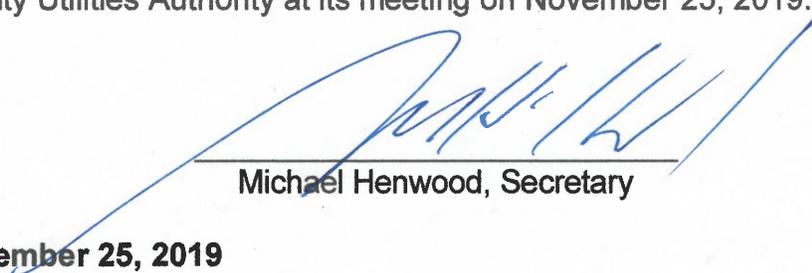
2. The Acting Treasurer's Certification that funds are available shall be maintained on file at the Authority.

3. A copy of this Resolution and the agreement(s) entered into by and between the Authority and **WRF** for the Authority to subscribe/re-join **WRF** as a wastewater utility for 2019 as is authorized by this Resolution shall be placed on file and made available for public inspection in the office of the Executive Director, upon execution by **WRF** and the Authority.

4. A notice of this subscription renewal shall be published in the form prescribed by law.

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 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 on November 25, 2019.



Michael Henwood, Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-1-053

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

PERMITS, FEES, & LICENSES
W-350-50700-000

VENDOR

WATER RESEARCH FOUNDATION (WRF)

CONTRACT NUMBER

REASON

MEMBERSHIP RENEWAL

AMOUNT

\$36,225.00

CONTRACT LENGTH

2019 CALENDAR YEAR


ACTING TREASURER

**2019 SUBORDINATED SUPPLEMENTAL BOND RESOLUTION
AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,000,000
SUBORDINATED BONDS, AND ANY NOTES ISSUED IN
ANTICIPATION THEREOF, OF THE BERGEN COUNTY UTILITIES
AUTHORITY THROUGH THE NEW JERSEY ECONOMIC
DEVELOPMENT AUTHORITY ENERGY RESILIENCY BANK AND
DETERMINING VARIOUS OTHER MATTERS IN CONNECTION
THEREWITH.**

Adopted: November 25, 2019

**2019 SUBORDINATED SUPPLEMENTAL BOND RESOLUTION
AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$2,000,000
SUBORDINATED BONDS, AND ANY NOTES ISSUED IN
ANTICIPATION THEREOF, OF THE BERGEN COUNTY UTILITIES
AUTHORITY THROUGH THE NEW JERSEY ECONOMIC
DEVELOPMENT AUTHORITY ENERGY RESILIENCY BANK AND
DETERMINING VARIOUS OTHER MATTERS IN CONNECTION
THEREWITH.**

WHEREAS, on June 24, 2004, The Bergen County Utilities Authority (the "Authority"), a public body corporate and politic of the State of New Jersey organized pursuant to the sewerage authorities law (N.J.S.A. 40:14A-1 et seq.) (the "Act"), adopted a resolution entitled, "Resolution Authorizing the Issuance of Subordinated Bonds of The Bergen County Utilities Authority" as amended and supplemented (the "General Bond Resolution"), providing for the issuance of subordinated bonds of the Authority and authorizing the issuance of "Additional Bonds," as such term is therein defined, for the purpose of, among others, raising funds to pay the cost of acquisition or construction of any Authority Facilities (as defined in the General Bond Resolution); and

WHEREAS, in accordance with the provisions of Sections 314 and 315 of the General Bond Resolution, the Authority wishes to authorize a series of Additional Bonds of the Authority, and any notes issued in anticipation thereof, each designated "Subordinated Revenue Bonds, Series" of the Authority (hereinafter referred to as the "2019 NJEDA-ERB Subordinated Revenue Bonds") in the principal amount of not to exceed \$2,000,000 to provide for all or a portion of (i) the Costs associated with the work as listed on Exhibit A attached hereto (the "2019 NJEDA-ERB Project"), (2) the payment of the costs associated with the issuance of the 2019 NJEDA-ERB Subordinated Revenue Bonds pursuant to this 2019 Subordinated Supplemental Bond Resolution (as defined herein) and (3) the funding of capitalized interest, if any; and

WHEREAS, the Authority wishes to provide terms and conditions with respect to such 2019 NJEDA-ERB Subordinated Revenue Bonds in addition to those which have been previously established under and pursuant to the General Bond Resolution and delegate the sale of such 2019 NJEDA-ERB Subordinated Revenue Bonds to the Executive Director of the Authority.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE BERGEN COUNTY UTILITIES AUTHORITY AS FOLLOWS:

ARTICLE I

DEFINITIONS AND INTERPRETATIONS

Section 101. Short Title. This 2019 Subordinated Supplemental Bond Resolution may hereinafter be cited by the Authority and is hereinafter sometimes referred to as the “2019 NJEDA-ERB Subordinated Supplemental Bond Resolution.”

Section 102. Terms Defined in Resolution. Whenever used or referred to in this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution all words and terms which are defined in Section 102 of the resolution of the Authority adopted June 24, 2004 entitled, “Resolution Authorizing the Issuance of Subordinated Bonds of The Bergen County Utilities Authority”, as amended and supplemented, shall have the same meanings given to such words and terms, as determined in Section 101 thereof, except to the extent words and terms are defined or shall otherwise be established in Section 103 hereof.

Section 103. Definitions. As used or referred to in this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution, unless a different meaning clearly appears from the context:

Articles and Sections mentioned by number are the respective Articles and Sections hereof so numbered.

"2019 NJEDA-ERB Financing Program" means the New Jersey Economic Development Authority Energy Resiliency Bank which is expected to permanently fund a portion of the costs of the 2019 NJEDA-ERB Project.

"2019 NJEDA-ERB Project" is deemed to be an Additional Project as referenced in Section 314(a)(1) of the General Bond Resolution, the Costs of which are a permitted financing (notwithstanding the use of the term “Costs of Construction” which is an undefined term in the General Bond Resolution) as referenced in such Section 314(a)(1), and which means (i) the improvements listed on Exhibit A attached hereto, (2) the Costs associated with the issuance of the 2019 NJEDA-ERB Subordinated Revenue Bonds, and (3) the funding of capitalized interest, if necessary.

“2019 NJEDA-ERB Subordinated Revenue Bonds” means the Authority’s subordinated bonds, and any notes issued in anticipation thereof, issued in a principal amount not to exceed \$2,000,000 pursuant to this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution.

“2019 NJEDA-ERB Subordinated Supplemental Bond Resolution” means this subordinated supplemental bond resolution of the Authority adopted on November 25, 2019.

“EDA Bank” means the New Jersey Economic Development Authority Energy Resilience Bank.

"Financing Documents" means the documents required by the EDA Bank to effectuate any loan to the Authority.

"Herein," "hereunder," "hereby," "hereto," and "hereof" and any similar terms refer to this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution; the term "heretofore" means before the adoption of this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution; and the term "hereafter" means after the adoption of this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution.

"Paying Agent" shall mean such financial institution, appointed by the Authority pursuant to an Officers Certificate, to carry out its duties and obligations as set forth in the Financing Documents.

"Registrar" shall mean such financial institution, appointed by the Authority pursuant to an Officers Certificate, to carry out its duties and obligations as set forth in the Financing Documents;

"State" means the State of New Jersey.

"Trustee" shall mean such financial institution, appointed by the Authority by the Officers Certificate, to carry out its duties and obligations as set forth in the Financing Documents.

Words importing persons include firms, associations and corporations; and

Words importing the singular number include the plural number and vice versa.

Section 104. Incorporation of Resolution. This 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution supplements and amends the General Bond Resolution. The General Bond Resolution is incorporated herein by reference thereto.

Section 105. Severability of Invalid Provisions. If any one or more of the covenants or agreements provided in this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution, on the part of the Authority, the EDA Bank, the Escrow Agent (if necessary) or the Trustee, to be performed should be contrary to law, then such covenant or covenants, agreement or agreements, shall be deemed separable from the remaining covenants and agreements and shall in no way affect the validity of the other provisions of this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution or of any 2019 NJEDA-ERB Subordinated Revenue Bond.

ARTICLE II

**Determinations By and Obligations
of the Authority**

Section 201. Authority for 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution. This 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution is adopted pursuant to the Act and the General Bond Resolution and the Authority has ascertained and hereby determines that each and every act, matter, thing or course of conduct as to which provision is made in this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution is appropriate in order to carry out and effectuate the purposes of the Authority in accordance with the Act and the General Bond Resolution to further secure the payment of the principal or redemption price of and interest on the 2019 NJEDA-ERB Subordinated Revenue Bonds.

Section 202. 2019 NJEDA-ERB Subordinated Revenue Bonds to Constitute Additional Bonds. The 2019 NJEDA-ERB Subordinated Revenue Bonds shall constitute Additional Bonds as such term is defined in the General Bond Resolution and shall be issued pursuant to and in accordance with the General Bond Resolution and shall not be issued until the conditions of the EDA Bank have been satisfied.

Section 203. Resolution to Constitute Contract. In consideration of the purchase and acceptance of the 2019 NJEDA-ERB Subordinated Revenue Bonds by those who shall hold the same from time to time, the provisions of the General Bond Resolution shall be deemed to be and shall constitute a contract between the Authority, the Trustee and the holders from time to time of the 2019 NJEDA-ERB Subordinated Revenue Bonds; the pledge made in the General Bond Resolution and the covenants and agreements herein set forth to be performed by or on behalf of the Authority shall be for the equal benefit, protection and security of the holders of any and all of the 2019 NJEDA-ERB Subordinated Revenue Bonds, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction of any of the Bonds over any other thereof except as expressly provided in or pursuant to the General Bond Resolution.

Section 204. Estimated Cost of 2019 NJEDA-ERB Project. The Authority hereby determines that the aggregate estimated Cost of the 2019 NJEDA-ERB Project financed herein shall not exceed \$2,000,000 inclusive of any original issue discount and capitalized interest and excluding any accrued interest on the 2019 NJEDA-ERB Subordinated Revenue Bonds.

ARTICLE III

**Authorization, Purpose, Execution
and Issuance of 2019 NJEDA-ERB Subordinated Revenue Bonds**

Section 301. Authorization and Purpose of the 2019 NJEDA-ERB Subordinated Revenue Bonds. The 2019 NJEDA-ERB Subordinated Revenue Bonds of the Authority in the principal amount of not to exceed \$2,000,000 are hereby authorized to be issued pursuant to Sections 314 and 315 of the General Bond Resolution, such Bonds to be entitled "Subordinated Revenue Bonds, Series ____" of the Authority or such other title as the Authority may designate. The 2019 NJEDA-ERB Subordinated Revenue Bonds are authorized and will be issued to provide funds for the Cost of the 2019 NJEDA-ERB Project.

Section 302. Description of the 2019 NJEDA-ERB Subordinated Revenue Bonds; Delegation of Sale of the 2019 NJEDA-ERB Subordinated Revenue Bonds.

(A) Term. The 2019 NJEDA-ERB Subordinated Revenue Bonds shall be fixed in number and issued to the EDA Bank, with interest rates fixed to maturity, shall be dated, numbered and shall bear interest at the rate or rates, and shall mature over a term not exceeding twenty (20) years, shall mature but shall be payable at such dates and in the amounts as provided for by the Financing Documents, the Officers Certificate pursuant to subparagraph (B) of this Section.

(B) Delegation to Issue 2019 NJEDA-ERB Subordinated Revenue Bonds. The Authorized Officer (as hereinafter defined) of the Authority is hereby designated as the individual who shall have the power to sell and to award the 2019 NJEDA-ERB Subordinated Revenue Bonds (of the same or different series) on behalf of the Authority, to the EDA Bank, pursuant to the 2019 NJEDA-ERB Financing Program, including the power to determine (giving due consideration to the terms and conditions of the preceding paragraph and any applicable rules or restrictions of the 2019 NJEDA-ERB Financing Program), among other things (i) the amount of 2019 NJEDA-ERB Subordinated Revenue Bonds to be issued, provided such amount does not to exceed \$2,000,000, (ii) the time and the manner of sale of the 2019 NJEDA-ERB Subordinated Revenue Bonds and the Escrow Closing, if necessary (as hereinafter defined), in connection therewith, (iii) the denominations and rate or rates of interest to be borne by the 2019 NJEDA-ERB Subordinated Revenue Bonds, and (iv) such other terms and conditions as may be necessary or related to the sale of the 2019 NJEDA-ERB Subordinated Revenue Bonds. Such sale, award, terms and conditions of the 2019 NJEDA-ERB Subordinated Revenue Bonds issued pursuant to the 2019 NJEDA-ERB Financing Program shall be determined and evidenced by the Financing Documents, to be executed by the Authorized Officer on behalf of the Authority, subject to the rules, conditions, maturity schedule and interest rate established by the 2019 NJEDA-ERB Financing Program. Such sale and award provisions of the 2019 NJEDA-ERB Subordinated Revenue Bonds, as set forth herein, may be further evidenced by a certificate of the Authorized Officer (the "Certificate"), executed as of the date of sale and award of the 2019 NJEDA-ERB Subordinated Revenue Bonds. The Certificate is hereby deemed to satisfy the requirements of Section 315(2) of the General Bond Resolution. The Financing Documents and the Certificate, to the extent one is required, shall be presented by the Executive Director to the Commissioners of the Authority at the next regular meeting of the Authority following such sale

and award as evidence of the terms and details of the sale of such 2019 NJEDA-ERB Subordinated Revenue Bonds.

(C) Execution of the Financing Documents. The Financing Documents are hereby authorized to be executed and delivered in connection with the 2019 NJEDA-ERB Financing Program. Such Financing Documents may be executed and delivered on behalf of the Authority by either the Chairman, the Vice Chairman, the Executive Director or the Chief Financial Officer (each an "Authorized Officer"), in their respective sole discretion, after consultation with counsel and any advisors to the Authority (collectively, the "Authority Consultants"), and after further consultation with the EDA Bank and their representatives, agents, counsel and advisors (collectively, the "Program Consultants", together with the Authority Consultants, the "Consultants") shall determine, with such determination to be conclusively evidenced by the execution of such Financing Documents by an Authorized Officer as determined hereunder. The Secretary or Assistant Secretary of the Authority is hereby authorized to attest to the execution of the Financing Documents by an Authorized Officer of the Authority as determined hereunder, and to affix the corporate seal of the Authority to such Financing Documents.

(D) Escrow Closing. The Authorized Officers of the Authority are hereby authorized to execute the Financing Documents and any additional certificates and opinions as may be required by the 2019 NJEDA-ERB Financing Program or Bond Counsel to the Authority, as further described in subsection (F) herein (together, the "Escrowed Documents") on or before the date when the Authority is scheduled to close the loans in escrow with the 2019 NJEDA-ERB Financing Program (the "Escrow Closing"), such Escrowed Documents to be delivered to Bond Counsel to the Authority and held by Bond Counsel to the Authority until such time as an Authorized Officer of the Authority authorizes release of same. Bond Counsel to the Authority is hereby authorized to accept and hold the Escrowed Documents in escrow on or before the Escrow Closing and to release same from escrow and deliver same upon direction of an Authorized Officer of the Authority.

(E) Form of 2019 NJEDA-ERB Subordinated Revenue Bonds. The 2019 NJEDA-ERB Subordinated Revenue Bonds shall be in substantially the form described and contained in the General Bond Resolution, with such changes as may be required by the Financing Documents.

(F) Further Authorizations. The Authorized Officers of the Authority are hereby further severally authorized to (i) execute and deliver, and the Secretary or Assistant Secretary of the Authority is hereby further authorized to attest to such execution and to affix the corporate seal of the Authority to, any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Officers, the Secretary or Assistant Secretary of the Authority, as applicable, in their respective sole discretion, after consultation with the Consultants, to be executed in connection with the execution and delivery of the Financing Documents and the consummation of the transactions contemplated thereby, which determination shall be conclusively evidenced by the execution of each such certificate or other document by the party authorized hereunder to execute such certificate or other document, and (ii) perform such other actions as the Authorized Officers deem necessary, desirable or convenient in relation to the execution thereof.

Section 303. Issuance of the 2019 NJEDA-ERB Subordinated Revenue Bonds and Application of Proceeds of Sale. The 2019 NJEDA-ERB Subordinated Revenue Bonds authorized by Section 301 herein, are hereby directed to be executed by or on behalf of the Authority by its Authorized Officer and delivered to the State and the Trust, respectively. All of the proceeds of sale of the 2019 NJEDA-ERB Subordinated Revenue Bonds, including accrued interest (if any) received upon delivery thereof, shall, simultaneously with the issuance of the 2019 NJEDA-ERB Subordinated Revenue Bonds, be paid and applied by the Authority in accordance with the General Bond Resolution and the Financing Documents and as provided in an Order of the Authority executed by the Chairman or the Executive Director of the Authority consistent with the General Bond Resolution and the Financing Documents.

Section 304. No Recourse on the 2019 NJEDA-ERB Subordinated Revenue Bonds. No recourse shall be had for the payment of the principal of or the interest on the 2019 NJEDA-ERB Subordinated Revenue Bonds or for any claim based thereon or on this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution or the General Bond Resolution against any member or other officer of the Authority or any person executing the 2019 NJEDA-ERB Subordinated Revenue Bonds. The 2019 NJEDA-ERB Subordinated Revenue Bonds are not and shall not be in any way a debt or liability of the State of New Jersey or of any county or municipality and do not and shall not create or constitute any indebtedness, liability or obligation of said State or of any county or municipality, either legal, moral or otherwise.

Section 305. Execution of 2019 NJEDA-ERB Subordinated Revenue Bonds. The Chairman or Executive Director of the Authority is hereby authorized to execute by the manual or facsimile signature the 2019 NJEDA-ERB Subordinated Revenue Bonds in the name and on behalf of the Authority attested by the manual or facsimile signature of its Secretary or Assistant Secretary.

Section 306. Appointment of Trustee, Paying Agent and Registrar. In accordance with the provisions of Article 11 of the General Bond Resolution, a certain financial institution (the "Bank") shall be appointed Trustee (the "Trustee"), Paying Agent (the "Paying Agent"), and Registrar (the "Registrar") for the 2019 NJEDA-ERB Subordinated Revenue Bonds. 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.

ARTICLE IV

Redemption of 2019 NJEDA-ERB Subordinated Revenue Bonds

Section 401. 2019 NJEDA-ERB Subordinated Revenue Bonds Subject to Redemption. The 2019 NJEDA-ERB Subordinated Revenue Bonds may be subject to redemption prior to maturity.

ARTICLE V

Miscellaneous Provisions

Section 501. Notices. It shall be sufficient service or giving of any notice, request, complaint, demand or other instrument or document, if it is in writing duly mailed by first class mail. Notices to the Authority, the Trustee, the Registrar, and the Paying Agent shall be addressed as determined in the Officers Certificate.

The foregoing parties may designate, by notice given hereunder, any further or different addresses to which any subsequent notice, request, demand or other instrument or document shall be sent. The Trustee shall designate, by notice to the Authority addresses to which notices or copies thereof shall be sent to the Trustee's agents hereunder.

In connection with any notice mailed pursuant to the provisions of this Supplemental Resolution, a certificate of the Trustee, the Authority, the Paying Agent or the Holders, whichever mailed that notice, that the notice was so mailed shall be conclusive evidence of the proper mailing of the notice.

Section 502. Successors and Assigns. All the covenants, promises and agreements in this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution contained by or on behalf of the Authority, or by or on behalf of the Trustee, shall bind and inure to the benefit of their respective successors and assigns, whether so expressed or not.

Section 503. Headings for Convenience Only. The descriptive headings in this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution are inserted for convenience only and shall not control or affect the meaning or construction of any of the provisions hereof.

Section 504. Additional Acts. The Chairperson, Vice Chairperson, Executive Director, Secretary, Treasurer and any other Authority Officer, and the staff and consultants of the Authority are hereby authorized and directed to take all actions and execute all documents, certificates or agreements, which are necessary or which are convenient to effectuate the terms of the General Bond Resolution and this 2019 NJEDA-ERB Subordinated Supplemental Bond Resolution in connection with the issuance, sale and delivery of the 2019 NJEDA-ERB Subordinated Revenue Bonds.

19-1-054

BE IT FURTHER RESOLVED, that 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 N.J.S.A. 40:14B-14(b).

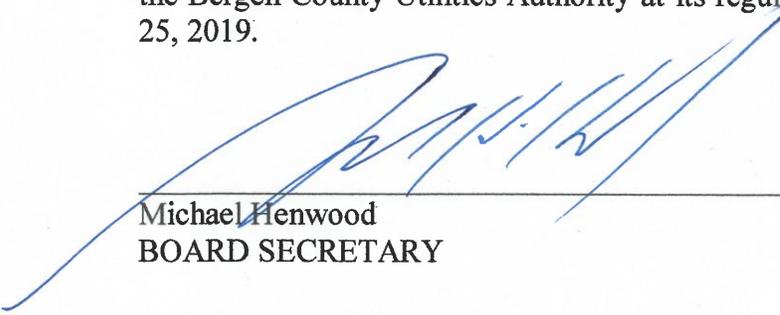
Moved by: *Commissioner DeLisio*

Seconded by: *Commissioner Kelley*

RECORDED VOTE:

	YES	NO	ABSTAIN	NOT VOTING	NOT PRESENT
Ronald Philips, Chairman	X				
Louis J. DeLisio, Vice Chairman	X				
Catherine T. Bentz	X				
Bruce Bonaventuro	X				
Daniel Gumble					X
Thomas S. Kelley	X				
Peter C. Massa					X
Diane T. Testa			X		
Jon Warms	X				

I hereby certify the foregoing to be a true and complete copy of the resolution adopted by the Bergen County Utilities Authority at its regular meeting duly called and held on November 25, 2019.



Michael Henwood
BOARD SECRETARY

EXHIBIT A

The Authority will finance the costs necessary to accomplish the projects described herein, and to issue obligations for the projects described herein including all work necessary and ancillary thereto and the costs associated therewith:

1. The Authority will retrofit their two existing Combined Heat and Power (CHP) Cogeneration (Cogen) units with black start and islanding capabilities.
2. The Authority will install membrane covers on the existing five (5) digesters to capture biogas for additional fuel supply and maximize storage capacity, which will stabilize the fluctuation in biogas supply and demand, and provide the Authority with the capability to augment the biogas feeding the Cogen units during power outages.
3. The Authority will implement anaerobic digester system upgrades/improvements to maximize the life cycle of the digester membrane system described above and to increase on-site fuel supply production.

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, in 1947, the Bergen County Utilities Authority (the "Authority"), known at 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, on October 24, 2019, the Board of Commissioners of the Authority conducted its Regular Meeting scheduled for the month of October 2019; and

WHEREAS, Board Secretary, Michael Henwood, memorialized the minutes of that meeting in writing and those minutes as prepared by the Board Secretary were approved and adopted by motion of the Board of Commissioners; and

WHEREAS, subsequent to the approval and adoption of those minutes as drafted, two (2) scrivener errors were discovered in the minutes, with the first error being in Section 2 – Roll Call, wherein Commissioner Daniel Gumble was identified as being present, when he was in fact absent, and the second error being in Section 6 – Construction & Engineering Committee, wherein it was noted that the Motion of the Board of Commissioners to adopt Resolution 19-2-081 was both introduced and seconded by Commissioner Bruce Bonaventuro, when in fact the Motion was seconded by Commissioner Louis J. DeLisio; and

WHEREAS, adoption of this Resolution providing for correction of the scrivener errors existing in the previously approved minutes of the October 24, 2019 Regular Meeting of the Board of Commissioners of the Authority as noted above 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. Board Secretary Michael Henwood shall be and is hereby directed to amend the minutes for the Regular Meeting of the Board of Commissioners of the Authority held on October 24, 2019, which minutes contained certain scrivener errors as identified herein above and which were previously approved and adopted by the Board of Commissioners, and said minutes shall be and hereby are amended, as follows:

- A. Section 2 – Roll Call: The name of Commissioner Daniel Gumble shall be removed; and
- B. Section 6, Construction & Engineering Committee: It shall be noted that the Motion of the Board of Commissioners to adopt Resolution 19-2-081 was made by Commissioner Bruce Bonaventuro and Seconded by Commissioner Louis J. DeLisio.

2. A notice of the adoption of this Resolution shall be published in the form prescribed by law.

3. A copy of this Resolution and the minutes of the October 24, 2019 regular meeting of the Board of Commissioners of the Authority as amended by this Resolution shall be placed on file and made available for public inspection in the Office of the Executive Director.

4. 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 November 25, 2019.



Michael Henwood
Secretary

Dated: November 25, 2019

RESOLUTION OF THE BERGEN COUNTY UTILITIES AUTHORITY AMENDING RESOLUTION 19-1-034 OF THE AUTHORITY FOR THE PURPOSE OF DECLARING ITS OFFICIAL INTENT TO REIMBURSE EXPENDITURES FOR CHANGED PROJECT COSTS FROM THE PROCEEDS OF DEBT OBLIGATIONS IN CONNECTION WITH ITS PARTICIPATION IN THE NEW JERSEY INFRASTRUCTURE BANK FINANCING PROGRAM

WHEREAS, the Bergen County Utilities Authority (the “Borrower”) intends to acquire, construct, renovate and/or install the environmental infrastructure project more fully described in Exhibit A attached hereto (the “Project”); and

WHEREAS, the Borrower intends to finance the Project with debt obligations of the Borrower (the “Project Debt Obligations”) but may pay for certain costs of the Project (the “Project Costs”) prior to the issuance of the Project Debt Obligations with funds of the Borrower that are not borrowed funds; and

WHEREAS, the Borrower reasonably anticipates that obligations, the interest on which is excluded from gross income under Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”), will be issued as a supplemental loan by the New Jersey Infrastructure Bank (the “Issuer”) to finance the Project on a long-term basis by making a loan to the Borrower with the proceeds of the Issuer’s obligations (the “Project Bonds”); and

WHEREAS, the Borrower desires to preserve its right to treat an allocation of proceeds of the Project Debt Obligations to the reimbursement of Project Costs paid prior to the issuance of the Project Debt Obligations as an expenditure for such Project Costs to be reimbursed for purposes of Sections 103 and 141 through 150, inclusive, of the Code; and

WHEREAS, the Board of Commissioners of the Borrower had adopted Resolution 19-1-034 on July 25, 2019 to provide for the reimbursement of certain Project Costs for the projects and the costs thereof, as follows:

- “1. The Rehabilitation of the Final Settling Tanks at the Little Ferry Water Pollution Control Facility, to include improvements or repairs or replacement of sluice gates, effluent weir plates, troughs, scum skimmers and various other tank improvements and all work necessary and incidental thereto (Estimated Maximum Cost- \$3,750,000);
2. The repair or replacement of the Little Ferry treatment plant aeration tank headers and all work necessary and ancillary thereto (Estimated Maximum Cost- \$2,000,000);
3. The replacement of segments of force main pipe and replacement or installment of air valves along the Northern Valley force main and Northvale force main, and all work necessary and ancillary thereto (Estimated Maximum Cost- \$4,000,000)”;

WHEREAS, because the project scope and cost for the rehabilitation of the Final Settling Tanks at the Little Ferry Water Pollution Control Facility, as set forth in Paragraph 1 included herein above, has increased and is now estimated to cost an amount not to exceed the

total sum of \$8,250,000, the Borrower needs to amend Resolution 19-1-034 hereby, to reflect such increased project scope and cost.

NOW, THEREFORE, BE IT RESOLVED by the governing body of the Borrower as follows:

Section 1. The Borrower reasonably expects to reimburse its expenditure of Project Costs paid prior to the issuance of the Project Debt Obligations with proceeds of its Project Debt Obligations.

Section 2. This amending resolution amends resolution 19-1-034 previously adopted by the Board of Commissioners of the Borrower on July 25, 2019 as set forth herein and is intended to be and hereby is a declaration of the Borrower's official intent to reimburse the expenditure of Project Costs paid prior to the issuance of the Project Debt Obligations with the proceeds of a borrowing to be incurred by the Borrower, in accordance with Treasury Regulations §150-2.

Section 3. The aggregate maximum principal amount of the Project Debt Obligations expected to be issued to finance the Project is \$14,250,000, allocated to three (3) different projects as set forth in Exhibit A hereto.

Section 4. The Project Costs to be reimbursed with the proceeds of the Project Debt Obligations will be "capital expenditures" in accordance with the meaning of Section 150 of the Code.

Section 5. No reimbursement allocation will employ an "abusive arbitrage device" under Treasury Regulations §1.148-10 to avoid the arbitrage restrictions or to avoid the restrictions under Sections 142 through 147, inclusive, of the Code. The proceeds of the Project Bonds used to reimburse the Borrower for Project Costs, or funds corresponding to such amounts, will not be used in a manner that results in the creation of "replacement proceeds", including "sinking funds", "pledged funds" or funds subject to a "negative pledge" (as such terms are defined in Treasury Regulations §1.148-1), of the Project Debt Obligations or another issue of debt obligations of the Borrower, other than amounts deposited into a "bona fide debt service fund" (as defined in Treasury Regulations §1.148-1).

Section 6. All reimbursement allocations will occur not later than 18 months after the later of (i) the date the expenditure from a source other than the Project Debt Obligations is paid, or (ii) the date the Project is "placed in service" (within the meaning of Treasury Regulations §1.150-2) or abandoned, but in no event more than 3 years after the expenditure is paid.

Section 7. This amending resolution shall take effect immediately.

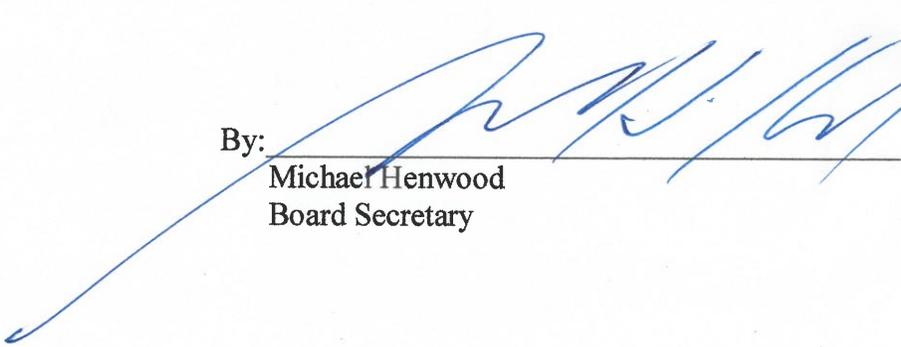
Section 8. The formal action(s) of the Board of Commissioners of the Bergen County Utilities Authority embodied herein are expressly contingent upon and subject to the provisions N.J.S.A. 40:14B-14(b).

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 November 25, 2019 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 25 day of November, 2019.

THE BERGEN COUNTY UTILITIES AUTHORITY

By: 
Michael Henwood
Board Secretary

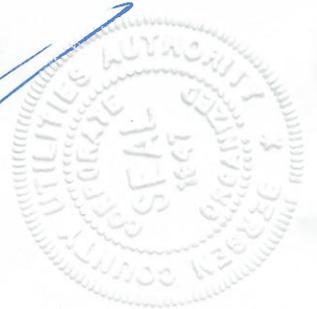


EXHIBIT A

PROJECT DESCRIPTION

1. The Rehabilitation of the Final Settling Tanks at the Little Ferry Water Pollution Control Facility, to involve the planning and design activities associated with rehabilitation of final settling tanks (1 thru 16) at the Little Ferry WPCF, including interior concrete wall repairs, slab and walkway tank repairs, replacement of existing effluent weirs plates and cross connecting troughs, replacement of miscellaneous steel supports, installation of new weir plates, cross connecting trough lengths and supports, repair of rotating scum skimmers, replacement of influent slide gates, replacement of wooden influent baffles, installation of new mid tank baffle, replacement of scum baffles, replacement of non-operating valves, tank drain line cleaning and repair, sludge return line cleaning and recoating and replacement of flight and chain systems; concrete repairs will be made to each of the (4) chlorine contact tanks adjacent to the final settling tank, including improvements or repairs or replacement of sluice gates, effluent weir plates, troughs, scum skimmers and various other tank improvements, all of the foregoing to include all work necessary and incidental thereto (Estimated Maximum Cost- \$8,250,000);
2. The repair or replacement of the Little Ferry treatment plant aeration tank headers and all work necessary and ancillary thereto (Estimated Maximum Cost- \$2,000,000);
3. The replacement of segments of force main pipe and replacement or installment of air valves along the Northern Valley force main and Northvale force main, and all work necessary and ancillary thereto (Estimated Maximum Cost- \$4,000,000).

**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 19-1-015 adopted February 28, 2019, appointed **Price, Meese, Shulman & D'Arminio, P.C.** 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 19-1-015 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and **Price, Meese, Shulman & D'Arminio, P.C.** (the "Contract") memorializing the scope of services to be provided by **Price, Meese, Shulman & D'Arminio, P.C.** serving as **Special Legal Counsel** to the Authority, including professional legal services which are provided by **Price, Meese, Shulman & D'Arminio, P.C.** to the Authority on an as-needed basis, pursuant to which payment by the Authority to **Price, Meese, Shulman & D'Arminio, P.C.** is not to exceed the total sum of \$95,000.00 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 **Price, Meese, Shulman & D'Arminio, P.C.** on March 1, 2019; and

WHEREAS, **Price, Meese, Shulman & D'Arminio, P.C.**, operating under the Contract, has continued to provide significant necessary and valuable legal services serving as **Special Legal Counsel** to the Authority, including providing professional legal services to the Authority on an as-requested basis on a number of critical ongoing matters and on other matters as identified and requested by the Authority since the commencement of the term of the Contract; and

WHEREAS, **Price, Meese, Shulman & D'Arminio, P.C.**, by written correspondence dated November 18, 2019, advised the Authority that as of that date, **Price, Meese, Shulman & D'Arminio, P.C.** had exhausted the compensation budget of \$95,000.00 to be paid by the Authority to **Price, Meese, Shulman & D'Arminio, P.C.** for services performed pursuant thereto; and

WHEREAS, Price, Meese, Shulman & D'Arminio, P.C., by written correspondence dated November 18, 2019, requested that the Authority increase the compensation budget provided for by the Contract by the total sum of \$25,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$120,000.00; and

WHEREAS, the Executive Director of the Authority has determined that **Price, Meese, Shulman & D'Arminio, P.C.** has performed all services under the Contract in an effective and efficient manner and further determined that the remaining work to be performed by **Price, Meese, Shulman & D'Arminio, P.C.** 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 November 18, 2019 written correspondence of **Price, Meese, Shulman & D'Arminio, P.C.**, including the request of **Price, Meese, Shulman & D'Arminio, P.C.** to increase the compensation budget for the total compensation to be paid by the Authority to **Price, Meese, Shulman & D'Arminio, P.C.** 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 **Price, Meese, Shulman & D'Arminio, P.C.** pursuant to the Contract in the total sum of \$25,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$120,000.00 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 **Price, Meese, Shulman & D'Arminio, P.C.** shall be and is hereby amended by the Authority and the Contract shall be amended to provide that the compensation to be paid by the Authority pursuant thereto shall be increased in the amount of \$25,000.00 and the total amount of compensation to now be paid by the Authority to **Price, Meese, Shulman & D'Arminio, P.C.** pursuant to the amended Contract shall not exceed the total sum of \$120,000.00 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 among the Authority and **Price, Meese, Shulman & D'Arminio, P.C.**, amending the Contract as approved and authorized by this Resolution, in the form

19-1-057

acceptable to the Chairman, and satisfactory to the Authority as evidenced by the Chairman's signature thereon.

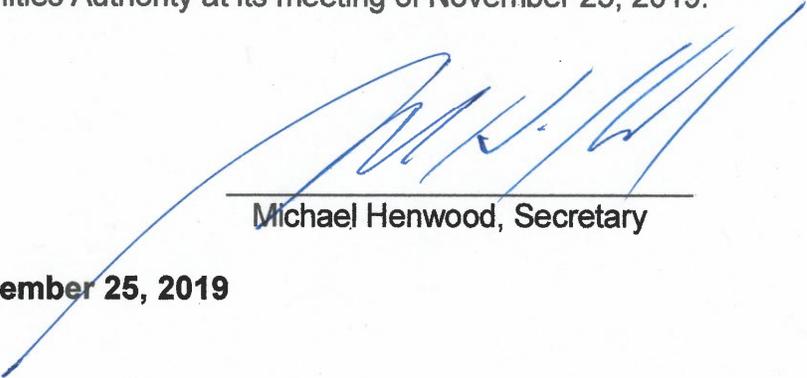
3. A copy of this Resolution, and the contract amending the Contract with **Price, Meese, Shulman & D'Arminio, P.C.** pursuant to this Resolution, shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by **Price, Meese, Shulman & D'Arminio, P.C.** 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 November 25, 2019.



Michael Henwood, Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019
RESOLUTION #: 19-1-057

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 PRICE, MEESE, SHULMAN & D'ARMINIO, P.C.

CONTRACT NUMBER 19022806

REASON INCREASE IN THE PROFESSIONAL SERVICE
NEEDS OF THE AUTHORITY FOR
SPECIAL LEGAL COUNSEL

AMOUNT \$25,000.00

CONTRACT LENGTH NOVEMBER 25, 2019 - FEBRUARY 29, 2020

Matthew Carter
ACTING TREASURER

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Bergen County Utilities Authority (the "Authority") is a county utilities authority organized and existing pursuant to the Municipal and County Utilities Authority Law, N.J.S.A. 40:14B-1 et seq. to provide the services enumerated in N.J.S.A. 40:14B-2 in the County of Bergen, including but not limited to sewage collection and disposal services and the relief of waters in or bordering the State from pollution arising from causes within the district and the relief of waters in, bordering or entering the district from pollution or threatened pollution on behalf of its constituent members; 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 Bergen County serving approximately 575,000 people; and

WHEREAS, the Authority, pursuant to N.J.S.A. 52:34-6.2, is authorized to purchase goods and contract for services through the use of a nationally recognized and accepted cooperative purchasing agreement that has been developed utilizing a competitive bidding process by another contracting unit within the State of New Jersey, or within any other state, when available, for its administration; and

WHEREAS, by Resolution 19-2-022 adopted March 28, 2019, the Board of Commissioners of the Authority ratified and affirmed the membership of the Authority with Sourcewell, allowing the Authority to continue to participate in the Sourcewell National Cooperative Pricing System to purchase goods and contract for services, making the procurement process more efficient and providing cost savings to the Authority and its ratepayers; and

WHEREAS, the Authority currently has the need to purchase Sludge Collector Tank Parts; and

WHEREAS, Sourcewell previously awarded a contract to Motion Industries Inc. of 141 Market Street, Unit 8, Kenilworth, NJ 07608, under Sourcewell Contract No. 121218-MII, for the purchase of, among other things, Sludge Collector Tank Parts; and

WHEREAS, the Authority, as a member of the Sourcewell National Cooperative Pricing System, is able to procure Sludge Collector Tank Parts from Motion Industries Inc. under Sourcewell Contract No. 121218-MII for the total sum of \$251,497.50 as set forth and contained in the written quotation dated November 8, 2019 submitted to the Authority by Motion Industries Inc.; and

WHEREAS, it has been recommended by the Authority's Interim Qualified Purchasing Agent and Director of Water Pollution Control that it would be advantageous to the Authority, and result in a cost savings to the Authority and its ratepayers, to procure the Sludge Collector Tank Parts from Motion Industries Inc. through Sourcewell Contract No. 121218-MII; and

WHEREAS, Sourcewell National Cooperative Pricing System Contract No. 121218-MII meets the "Fair and Open" process requirements of N.J.S.A. 19:44A-20.4 et seq.; and

WHEREAS, the Authority must publish notice of this action once as a legal advertisement in The Record and The Herald News, the official newspapers of the Authority, at least ten (10) days prior to the Authority taking subsequent action as authorized by this Resolution; and

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

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

1. The Executive Director, or his designee, shall cause notice of the action to be taken pursuant to this Resolution, specifically the procurement of Sludge Collector Tank Parts, from Motion Industries Inc. under Sourcewell Contract No. 121218-MII for an amount not to exceed the total sum of \$251,497.50, to be published once in The Record and The Herald News, the official newspapers of the Authority, which publication shall provide for a ten (10) day comment period and shall be published not less than ten (10) days prior to the Authority taking subsequent action as authorized by this Resolution.

2. Pursuant to the provisions of N.J.S.A. 52:34-6.2(b)(3), upon the expiration of the ten (10) day publication comment period as provided for herein, the Authority shall be and is hereby authorized to procure Sludge Collector Tank Parts, from Motion Industries Inc. under Sourcewell Contract No. 121218-MII for an amount not to exceed the total sum of \$251,497.50, and the Chairman, or his designee, shall be and is hereby authorized to execute and enter into any contract and/or any other necessary documents as may be required for the Authority to complete this authorized purchase in accordance with the terms of Sourcewell Contract No. 121218-MII as a member of the Sourcewell National Cooperative Pricing System.

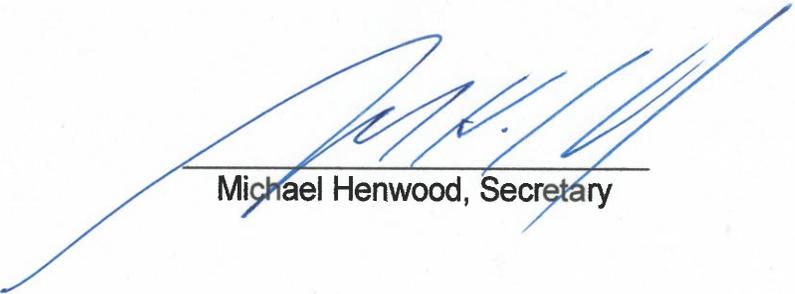
3. The Authority shall be responsible to ensure that that goods and/or services procured through the Sourcewell National Cooperative Pricing System comply with all applicable provisions of the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq., and all other provisions of the revised statutes of the State of New Jersey.

4. A copy of this Resolution, a copy of the Certificate of Membership issued by Sourcewell to the Authority 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.

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

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 November 25, 2019.



Michael Henwood, Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019
RESOLUTION #: 19-2-088

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 CAPITAL
W-200-80800-000

VENDOR MOTION INDUSTRIES, INC.

CONTRACT NUMBER SOURCEWELL CONTRACT NO. 121218-MII

REASON PURCHASE OF SLUDGE COLLECTOR TANK PARTS

AMOUNT \$251,497.50

CONTRACT LENGTH _____

Matthew Carter
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 **Digester Gas Pretreatment Testing for a Two (2) Year Period**, pursuant to and in accordance with **Contract No. 19-31**; and

WHEREAS, the following sole bid proposal was received by the Authority on **November 19, 2019** for **Contract No.19-31**:

Vendor	Total Amount Bid for Two (2) Years
Atlantic Analytical Laboratory, LLC Whitehouse, NJ	\$176,000.00

; and

WHEREAS, the Authority's **Director of Engineering** has reviewed the sole bid proposal received by the Authority and has recommended that **Atlantic Analytical Laboratory, LLC** be awarded **Contract No. 19-31** in accordance with N.J.S.A. 40:11-1 et seq., as the lowest complying and responsible bidder; and

WHEREAS, on the basis of the foregoing, the Authority has determined that **Atlantic Analytical Laboratory, LLC** constitutes the lowest complying and responsible bidder for **Contract No. 19-31**, in accordance with N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, publicly bid contracts are in compliance with the fair and open process pursuant to N.J.S.A. 19:44A-20.4 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:

- Atlantic Analytical Laboratory, LLC** shall be and is hereby determined to be the lowest complying and responsible bidder for **Digester Gas Pretreatment Testing**, constituting **Contract No. 19-31** for a **Two (2) Year Period** for a total amount not to exceed the sum of **\$176,000.00** without further approval of the Commissioners of the Authority.

2. The Chairman shall be and is hereby authorized to execute a contract with **Atlantic Analytical Laboratory, LLC** of 291 Route 22 East, Salem Industrial Park Building 4, Whitehouse, NJ 08888 for **Digester Gas Pretreatment Testing**, constituting **Contract No.19-31** for a **Two (2) Year Period** for a total amount not to exceed the sum of **\$176,000.00** without further approval of the Commissioners of the Authority.

3. The bid security of all unsuccessful bidders, if any, shall be returned in accordance with N.J.S.A. 40A:11-1 et seq.

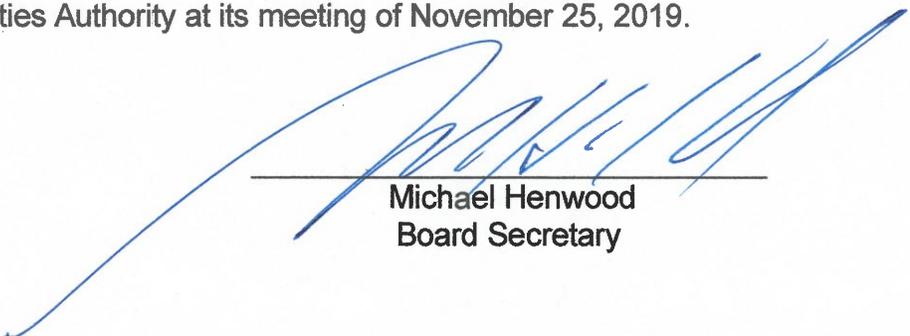
4. The Acting Treasurer's Certification that funds are available shall be maintained on file at the Authority and made a part hereof.

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

6. A copy of this Resolution and the contract executed pursuant to this Resolution, along with Contract No. 19-31, shall be placed on file and made available for public inspection in the Office of the Executive Director upon execution by **Atlantic Analytical Laboratory, LLC** and the Authority.

7. 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 November 25, 2019.



Michael Henwood
Board Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-2-089

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

COGENERATION
W-550-62450-000

VENDOR

ATLANTIC ANALYTICAL LABORATORY, LLC

CONTRACT NUMBER

19-31

REASON

DIGESTER GAS PRETREATMENT TESTING

AMOUNT

\$176,000.00

CONTRACT LENGTH

JANUARY 1, 2020 - DECEMBER 31, 2021

Matthew M Carter
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 **Digester Gas Treatment Media Procurement and Replacement (One (1) Year Period with One (1) One (1) Year Option)**, pursuant to and in accordance with **Contract No. 19-24**; and

WHEREAS, the following sole bid proposal was received by the Authority on **September 24, 2019** for **Contract No.19-24**:

Vendor	Total Bid Price for One (1) Year
Nichem Co. Newark, NJ	\$175,050.00

; and

WHEREAS, the Authority's Commissioners, by way of Resolution 19-2-070 adopted September 26, 2019, rejected the sole bid proposal received as being nonresponsive and authorized and directed the Authority's **Interim Qualified Purchasing Agent**, with assistance from the Authority's **Director of Water Pollution Control**, to revise the bid specifications and bid documents for **Contract No. 19-24** to correct and provide for necessary critical characteristics for **Digester Gas Treatment Media Procurement and Replacement (One (1) Year Period with One (1) One (1) Year Option)** pursuant to and in accordance with **Contract No. 19-24 (Rebid)** and in accordance with N.J.S.A. 40A:11-13.2(a) and further authorized the Executive Director or his designee to re-advertise for the solicitation of bid proposals for **Contract No. 19-24 (Rebid)**, pursuant to N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, the following bid proposals were received by the Authority on **October 17, 2019** for **Contract No.19-24 (Rebid)**:

Vendor	Total Bid Price for One (1) Year
General Carbon Corp. Paterson, NJ	\$278,654.00
Nichem Co. Newark, NJ	\$469,260.00

; and

WHEREAS, the Authority's Commissioners, by way of Resolution 19-2-084 adopted October 24, 2019, rejected each of the two (2) bid proposals received, determining that the bid proposal submitted by **General Carbon Corp.** for **Contract No. 19-24 (Rebid)**

was nonresponsive as **General Carbon Corp.** failed to submit to the Authority all necessary information as is required by Paragraph 10.7 of Section 00100 of the bid package documents and determining that the bid proposal submitted to the Authority by **Nichem Co.** for **Contract No. 19-24 (Rebid)** was not reasonable as to price, on the basis of cost estimates prepared for or by the Authority prior to the advertising therefor as the bid "substantially exceeds the cost estimates for the goods or services" for **Contract No. 19-24 (Rebid)** in accordance with N.J.S.A. 40A:11-13.2(a), and authorized the Executive Director or his designee to re-advertise for the solicitation of bid proposals for **Contract No. 19-24 (Rebid)**, pursuant to N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, the following bid proposals were received by the Authority on **November 15, 2019** for **Contract No.19-24 (Rebid)**:

Vendor	Total Bid Price for One (1) Year
General Carbon Corp. Paterson, NJ	\$310,456.53
Nichem Co. Newark, NJ	\$450,864.00

; and

WHEREAS, the Authority's **Director of Water Pollution Control and Interim Qualified Purchasing Agent** have reviewed the bid proposals submitted to the Authority by **Nichem Co.** and **General Carbon Corp.** for **Contract No. 19-24 (Rebid)** and have determined that the bid proposals submitted to the Authority by **General Carbon Corp.** and by **Nichem Co.** for **Contract No. 19-24 (Rebid)** should each be rejected as each of these bid proposals was not reasonable as to price, on the basis of cost estimates prepared for or by the Authority prior to the advertising therefor as the bid "substantially exceeds the cost estimates for the goods or services" for **Contract No. 19-24 (Rebid)** in accordance with N.J.S.A. 40A:11-13.2(a); and

WHEREAS, on the basis of the foregoing, the Authority's **Director of Water Pollution Control and Interim Qualified Purchasing Agent** have determined and have recommended that the bid proposals of **Nichem Co.** and **General Carbon Corp.** for **Contract No. 19-24 (Rebid)**, each received on November 15, 2019, should be rejected for the reasons aforementioned; and

WHEREAS, N.J.S.A. 40A:11-5(3) provides that when a contracting unit has advertised for bids on two (2) occasions and has rejected bids received on both occasions in response to the advertisement, as the Authority has done here with the bids received for **Contract No. 19-24 (Rebid)**, then such contracting unit may negotiate and award a contract for the materials or services so specified, upon adoption of a resolution of two-thirds affirmative vote of the authorized membership of the Governing Body authorizing such contract; and

WHEREAS, the Commissioners of the Authority are desirous of entering into negotiations in order to form a contract for **Digester Gas Treatment Media Procurement and Replacement (One (1) Year Period with One (1) One (1) Year Option)**, pursuant to and in accordance with **Contract No. 19-24 (Rebid)**, as authorized by N.J.S.A. 40A:11-5(3); and

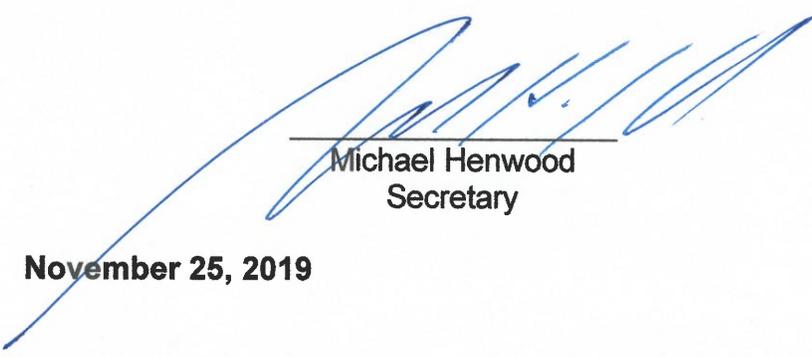
WHEREAS, the negotiation of a contract for **Digester Gas Treatment Media Procurement and Replacement (One (1) Year Period with One (1) One (1) Year Option)**, pursuant to and in accordance with **Contract No. 19-24 (Rebid)**, is necessary for the efficient operation of the Authority;

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 enter into negotiations in order to form a contract for **Digester Gas Treatment Media Procurement and Replacement (One (1) Year Period with One (1) One (1) Year Option)**, pursuant to and in accordance with **Contract No. 19-24 (Rebid)**, as authorized by N.J.S.A. 40A:11-5(3).

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 November 25, 2019.



Michael Henwood
Secretary

Dated: November 25, 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 19-2-004 adopted February 28, 2019, appointed ARCADIS U.S., 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 19-2-004 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and ARCADIS U.S., Inc. (the "Contract") memorializing the services to be provided by ARCADIS U.S., Inc. to the Authority as Special Environmental Engineer and providing the budget for compensation to be paid by the Authority to ARCADIS U.S., Inc. for the providing of those services, pursuant to which payment 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 U.S., Inc. on March 1, 2019; and

WHEREAS, ARCADIS U.S., Inc., operating under the Contract, continued to provide significant necessary and valuable services to the Authority as the Authority's Special Environmental Engineer 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, which projects include:

- Assisting the Authority with the preparation of a capacity analysis report required to be submitted to the New Jersey Department of Environmental Protection;
- Continuing to assist the Authority with the preparation of the updated Wastewater Management Plan as is required by governing administrative regulations;
- Assisting the Authority with developing carbon media requirements for the digester gas treatment vessel and the carbon vessels in the Blower and Cogeneration Buildings and preparing the specifications for inclusion in Authority bid documents for procuring this carbon media for

these facilities and in the dewatering building. It is anticipated that ARCADIS US, Inc. will be requested to assist the Authority with additional related services, including the evaluation of bids and review of performance test data. ARCADIS US, Inc. is also prepared to continue to assist the Authority with addressing other related issues as they arise;

- Assisting the Authority with the basis of design report for the air injection system for the Cogeneration Building which was submitted to the Authority in August 2019 and, as the Authority moves forward with procuring and installing the air injection system, ARCADIS US, Inc. will be available to answer questions and assist the Authority as needed, including reviewing data on the performance of the carbon absorbers;
- Since the time of the Authority's carbon vessel incurring damage in April 2019, ARCADIS US, Inc. has been working with the Authority to evaluate the condition of the carbon vessels and related piping and has also advised the Authority relative to disconnection procedures and hydrostatic testing of the carbon vessel piping and prepared draft contract documents to solicit new carbon vessel and related improvements. ARCADIS US, Inc. anticipates continuing to assist the Authority during the bidding process, including reviewing bids and shop drawings;
- ARCADIS US, Inc. has been assisting the Authority for over 20 years with relevant permitting for the Authority's Little Ferry and Edgewater Water Pollution Control Facilities, including recently assisting the Authority in negotiating new permit effluent limits for the Authority's Little Ferry Water Pollution Control Facility and providing the hydraulic modeling and assessment of this plant's hydraulic capacity for the Authority's Long Term Control Plan permit process. In addition, ARCADIS US, Inc. is continuing to assist the Authority in addressing other permitting and regulatory issues, as well as performing the design, construction administration, and start-up of facility modifications that may be required as a result of the planning and permitting process and assisting the Authority with the preparation of applicable reports;
- Supporting the Authority on an as-requested basis with the evaluation of its wastewater effluent re-use agreements, which efforts include developing several financial pro-forma analyses over various agreement term limits, escalation alternatives, initial price offers, rate reduction offers for larger effluent quantities and evaluating other water source alternatives that may be available to wastewater effluent users as part of on-going evaluations to determine potential capital equipment and long-term operating costs for comparison to current and proposed pricing options; and
- Hurricane Sandy (Major Disaster Declaration FEMA-DR-4086-NJ) caused significant flooding at the Authority's Little Ferry Water Pollution Control Facility in late October 2012. ARCADIS US, Inc. is

continuing to assist the Authority in working with Federal Emergency Management Agency and the New Jersey Office of Emergency Management to finalize remaining elements of certain project worksheets for hazard mitigation and has been working closely with the Authority to oversee the work being done related to the Main Switchyard, Main Switchgear Building, Cogeneration Building, Blower Building, substations, electric feeders and cabling. The services provided have included overseeing design, scope, and cost alterations to the original scopes of work and it is anticipated that the Authority will require ARCADIS US, Inc. to continue providing such services.

; and

WHEREAS, by written correspondence, ARCADIS U.S., Inc. advised the Authority that ARCADIS U.S., Inc. required an increase of the compensation budget of \$300,000.00 to be paid by the Authority to ARCADIS U.S., Inc. for services performed pursuant thereto; and

WHEREAS, the Board of Commissioners of the Authority, by Resolution 19-2-075 adopted September 26, 2019, modified the Contract by authorizing an increase in the total amount of compensation to be paid by the Authority to ARCADIS U.S., Inc. pursuant thereto in the sum of \$200,000.00, resulting in an increase in the total amount of compensation to be paid by the Authority to ARCADIS U.S., Inc. pursuant to the Contract to the total sum of \$500,000.00 without further approval of the Board of Commissioners of the Authority; and

WHEREAS, following the adoption of Resolution 19-2-075 by the Board of Commissioners on September 26, 2019, ARCADIS U.S., Inc., operating under the Contract, continued to provide significant necessary and valuable engineering services to the Authority as identified herein above, and by written correspondence dated November 15, 2019, ARCADIS U.S., Inc. advised the Authority that ARCADIS U.S., Inc. would soon fully expend the authorized fee of \$500,000.00 to be paid to ARCADIS U.S., Inc. by the Authority under the Contract as amended by Resolution 19-2-075; and

WHEREAS, ARCADIS U.S., Inc., by the written correspondence dated November 15, 2019, requested that the Authority increase the compensation budget provided for by the Contract by the total sum of \$347,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$847,000.00; and

WHEREAS, the Authority's Director of Engineering has determined that ARCADIS U.S., 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 U.S., Inc. under the Contract is essential to the proper and effective operation of the Authority's Water Pollution Control Division and critical to the health, welfare and safety of the ratepayers and employees of the Authority; and

WHEREAS, the Authority's Director of Engineering has reviewed the written correspondence of ARCADIS U.S., Inc., including the request of ARCADIS U.S., Inc. to increase the compensation budget under the Contract for the total compensation to be paid by the Authority to ARCADIS U.S., Inc., and based upon the above determinations and his review of the written correspondence of ARCADIS U.S., Inc., 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 U.S., Inc. pursuant to the Contract; and

WHEREAS, the Authority's Acting Treasurer has recommended that the Authority should amend the Contract by increasing the budget for compensation to be paid by the Authority to ARCADIS US, Inc. in the total sum of \$347,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$847,000.00 without further approval of the Board of Commissioners of the Authority, and 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 U.S., 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 \$347,000.00 and the total amount of compensation to now be paid by the Authority to ARCADIS U.S., Inc. pursuant to the modified Contract shall not exceed the total sum of \$847,000.00 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 among the Authority and ARCADIS U.S., Inc., 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 contract modifying the Contract with ARCADIS U.S., Inc. 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 U.S., Inc. and the Authority.

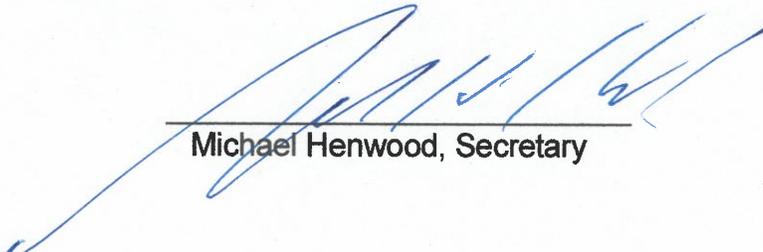
4. The Acting Treasurer's Certification that funds are available shall be maintained on file at the Authority.

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

19-2-091

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 November 25, 2019.



Michael Henwood, Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-2-091

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

19022810

REASON

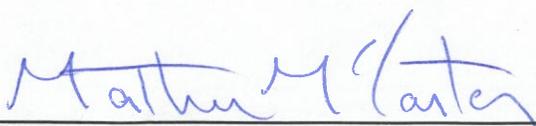
INCREASE IN THE PROFESSIONAL SERVICE
NEEDS OF THE AUTHORITY FOR
SPECIAL ENVIRONMENTAL ENGINEER

AMOUNT

\$347,000.00

CONTRACT LENGTH

NOVEMBER 25, 2019 - FEBRUARY 29, 2020


ACTING TREASURER

**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 this essential service 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 furtherance of providing these essential services, the Board of Commissioners of the Authority, by Resolution 19-2-003 adopted February 28, 2019, appointed **Neglia Engineering Associates** to serve as **Site Work Engineering/Land Surveying Consultant** 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 19-2-003 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and **Neglia Engineering Associates** (the "Contract") memorializing the scope of services to be provided by **Neglia Engineering Associates** serving as **Site Work Engineering/Land Surveying Consultant** to the Authority, including professional engineering services which are provided by **Neglia Engineering Associates** to the Authority on an as-needed basis, pursuant to which payment by the Authority to **Neglia Engineering Associates** is not to exceed the total sum of \$100,000.00 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 **Neglia Engineering Associates** on March 1, 2019; and

WHEREAS, **Neglia Engineering Associates**, operating under the Contract, has continued to provide significant necessary and valuable services serving as **Site Work Engineering/Land Surveying Consultant** to the Authority, including providing professional engineering services to the Authority on an as-requested basis on a number of critical ongoing matters and on other projects as identified and requested by the Authority since the commencement of the term of the Contract; and

WHEREAS, **Neglia Engineering Associates**, by written correspondence dated November 22, 2019, advised the Authority that as of that date, **Neglia Engineering Associates** had exhausted the Contract compensation budget of \$100,000.00 to be paid by the Authority to **Neglia Engineering Associates** for services performed pursuant thereto; and

WHEREAS, Neglia Engineering Associates, by written correspondence dated November 22, 2019 requested that the Authority increase the compensation budget provided for by the Contract by the total sum of \$60,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$160,000.00; and

WHEREAS, the Executive Director of the Authority has determined that **Neglia Engineering Associates** has performed all services under the Contract in an effective and efficient manner and further determined that the remaining work to be performed by **Neglia Engineering Associates** 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 November 22, 2019 written correspondence of **Neglia Engineering Associates**, including the request of **Neglia Engineering Associates** to increase the compensation budget for the total compensation to be paid by the Authority to **Neglia Engineering Associates** 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 **Neglia Engineering Associates** pursuant to the Contract in the total sum of \$60,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$160,000.00 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 Bergen County Utilities Authority as follows:

1. The Contract entered into by and between the Authority and **Neglia Engineering Associates** shall be and is hereby amended by the Authority and the Contract shall be amended to provide that the compensation to be paid by the Authority pursuant thereto shall be increased in the amount of \$60,000.00 and the total amount of compensation to now be paid by the Authority to **Neglia Engineering Associates** pursuant to the amended Contract shall not exceed the total sum of \$160,000.00 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 among the Authority and **Neglia Engineering Associates**, amending 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 contract amending the Contract with **Neglia Engineering Associates** pursuant to this Resolution, shall be placed on file and

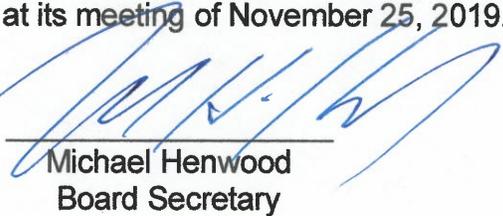
made available for public inspection in the Office of the Executive Director, upon execution by **Neglia Engineering Associates** and the Authority.

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 November 25, 2019.



Michael Henwood
Board Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-2-092

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

NEGLIA ENGINEERING ASSOCIATES

CONTRACT NUMBER

19022809

REASON

INCREASE IN THE PROFESSIONAL SERVICE
NEEDS OF THE AUTHORITY FOR
SITE WORK/LAND SURVEYING ENGINEER

AMOUNT

\$60,000.00

CONTRACT LENGTH

NOVEMBER 25, 2019 - FEBRUARY 29, 2020


ACTING TREASURER

**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 this essential service 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 furtherance of providing these essential services, the Board of Commissioners of the Authority, by Resolution 19-2-005 adopted February 28, 2019, appointed **Alaimo Group** to serve as **General Consulting 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 19-2-005 Authorized the Chairman of the Board of Commissioners of the Authority to execute a contract by and between the Authority and **Alaimo Group** (the "Contract") memorializing the scope of services to be provided by **Alaimo Group** serving as **General Consulting Engineer** to the Authority, including professional engineering services which are provided by **Alaimo Group** to the Authority on an as-needed basis, pursuant to which payment by the Authority to **Alaimo Group** 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 **Alaimo Group** on March 1, 2019; and

WHEREAS, **Alaimo Group**, operating under the Contract, has continued to provide significant necessary and valuable services serving as **General Consulting Engineer** to the Authority, including providing professional engineering services to the Authority on an as-requested basis on a number of critical ongoing matters and on other projects as identified and requested by the Authority since the commencement of the term of the Contract; and

WHEREAS, **Alaimo Group**, by written correspondence dated November 25, 2019, advised the Authority that as of that date, **Alaimo Group** had exhausted the Contract compensation budget of \$300,000.00 to be paid by the Authority to **Alaimo Group** for services performed pursuant thereto; and

WHEREAS, **Alaimo Group**, by written correspondence dated November 25, 2019 requested that the Authority increase the compensation budget provided for by the

Contract by the total sum of \$200,000.00, resulting in an amended Contract compensation budget of an amount not to exceed the total sum of \$500,000.00; and

WHEREAS, the Executive Director of the Authority has determined that **Alaimo Group** has performed all services under the Contract in an effective and efficient manner and further determined that the remaining work to be performed by **Alaimo Group** 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 November 25, 2019 written correspondence of **Alaimo Group**, including the request of **Alaimo Group** to increase the compensation budget for the total compensation to be paid by the Authority to **Alaimo Group** 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 **Alaimo Group** pursuant to the Contract in the total sum of \$200,000.00, resulting in an amended compensation budget under the Contract in an amount not to exceed the total sum of \$500,000.00 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 Bergen County Utilities Authority as follows:

1. The Contract entered into by and between the Authority and **Alaimo Group** shall be and is hereby amended by the Authority and the Contract shall be amended to provide that the compensation to be paid by the Authority pursuant thereto shall be increased in the amount of \$200,000.00 and the total amount of compensation to now be paid by the Authority to **Alaimo Group** pursuant to the amended Contract shall not exceed the total sum of \$500,000.00 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 among the Authority and **Alaimo Group**, amending 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.

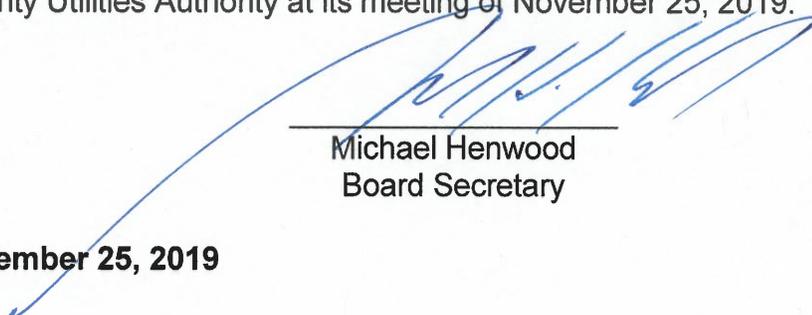
3. A copy of this Resolution, and the contract amending the Contract with **Alaimo Group** pursuant to this Resolution, shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by **Alaimo Group** and the Authority.

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 November 25, 2019.



Michael Henwood
Board Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-2-093

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

ALAIMO GROUP

CONTRACT NUMBER

19022811

REASON

INCREASE IN THE PROFESSIONAL SERVICE
NEEDS OF THE AUTHORITY FOR
GENERAL CONSULTING ENGINEER

AMOUNT

\$200,000.00

CONTRACT LENGTH

NOVEMBER 25, 2019 - FEBRUARY 29, 2020

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 October 21, 2019 the Authority issued a Request For Qualifications for Self-Insured Third Party Administrators for the Authority's Cafeteria Plan and Health Benefits Plan and Dental Plan 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; 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 2020:

Third Party Administrator for Cafeteria Plan Section 125

Insurance Design Administrators

Third Party Administrator for Self - Insured Health Benefits Plan

Insurance Design Administrators

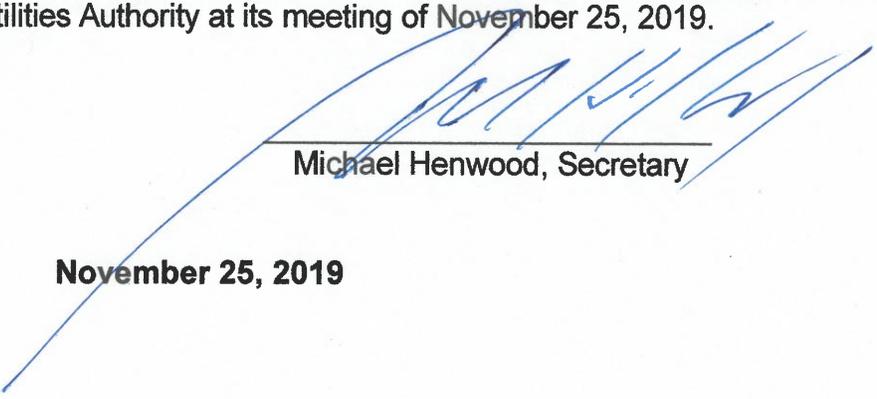
Third Party Administrator for Self - Insured Dental Benefits Plan

Delta Dental of New Jersey, Inc.

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).

19-3-010

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of November 25, 2019.



Michael Henwood, Secretary

Dated: November 25, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Authority deems it beneficial to continue the self-insured health benefits program and to engage the services of a risk manager/third party administrator for the Authority's self-insured Health benefits program (the "Third-Party Administrator"); and

WHEREAS, Insurance Design Administrators ("IDA") has submitted a proposal received November 14, 2019 to provide third-party administration services on behalf of the Authority in furtherance of its self-insured benefits program, which proposal is on file at the Authority and made a part hereof; and

WHEREAS, the cost to perform Claims Administration services proposed by IDA, is based upon a monthly fee, per covered employee, in amounts not to exceed: Medical \$18.35; Prescription \$2.50; Vision \$1.10; together with fees and charges set forth on Schedule A - Administrative Services Agreement on file at the Authority offices; and

WHEREAS, the Authority desires to appoint and retain IDA to serve as Third-Party Administrator for the Authority's self-insured health benefits program effective January 1, 2019, for a period of one (1) year or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively; and

WHEREAS, the Authority proposes to enter into a contract memorializing the scope of services to be performed by IDA and the compensation to be paid for Third-Party Administrator; and

WHEREAS, the Authority Commissioners have determined that IDA is competent, qualified and experienced to serve as the Authority's Third-Party Administrator for its self-insured health benefits program; and

WHEREAS, the Authority Commissioners have determined on the basis of the foregoing, that it is necessary for its efficient operation to retain the services of IDA to continue to serve as Third-Party Administrator for the Authority's self-insured health benefits program; and

WHEREAS, said services are exempt from the requirements of public bidding pursuant to N.J.S.A. 40A:11-5 (1)(m); and

WHEREAS, pursuant to and in accordance with N.J.A.C. 5:34-2.3, the Authority's Executive Director has provided the Authority's Commissioners with a Certification, dated November 25, 2020 describing the nature of the work to be done, stating that it is not reasonably possible to draft specifications, and describing why the contract satisfies the Statutory and Administrative Code requirements for Extraordinary Unspecifiable Services pursuant to N.J.S.A. 40A:11-5 (1)(m); and

WHEREAS, under the fair and open process pursuant to N.J.S.A. 19:44A-20 et seq., **IDA** responded to the Authority's publicly advertised Request for Qualifications and was qualified as competent to provide third party administration for health benefits; and

WHEREAS, N.J.S.A. 40A:11-1 et seq. requires that the resolution authorizing the award of contracts for insurance consulting/Third-Party Administrator services without public bidding and the contract itself be available for public inspection; and

WHEREAS, the Chief Financial Officer 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. IDA shall be and is hereby appointed to serve as Third-Party Administrator to The Bergen County Utilities Authority's self-insured health benefits program effective January 1, 2020, for a period of one (1) year or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively.

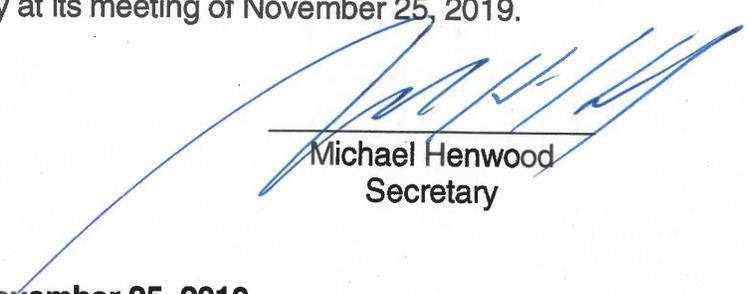
2. The Chairman or Executive Director shall be and is hereby authorized to execute an Agreement with IDA memorializing the scope of services and compensation to be paid, in such final form as is acceptable to the Authority, as evidenced by the Chairman's signature thereon.

3. A copy of this Resolution and the Agreement retaining IDA as Third-Party Administrator for the Authority's self-insured health benefits program shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by the Authority.

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

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 November 25, 2019.



Michael Henwood
Secretary

DATED: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-3-011

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

HOSPITALIZATION
W-340-71000-000

VENDOR

INSURANCE DESIGN ADMINISTRATORS

CONTRACT NUMBER

REASON

ESTIMATED CLAIMS ADMINISTRATION FEE
AS THIRD PARTY ADMINISTRATOR FOR
BCUA SELF INSURANCE HEALTH BENEFITS

AMOUNT

\$80,000.00

CONTRACT LENGTH

JANUARY 1, 2020 - DECEMBER 31, 2020

Matthew M. Carter

ACTING TREASURER

**CERTIFICATION FOR AN EXTRAORDINARY
UNSPECIFIABLE SERVICES CONTRACT**

TO: Members of the Board of Commissioners

FROM: Robert Laux
Executive Director, Bergen County Utilities Authority

SUBJECT: Third Party Administration Services Re: Self-insurance Benefits program

This is a contract for the Provision of Consulting – Third Party Administration Services

This certification is submitted to request your approval of a resolution authorizing a contract to be executed as follows:

Firm: Insurance Design Administrators (“Contractor”)

Duration: One Year

Purpose: To provide on behalf of the Authority Third Party Administration of if its self-insurance benefits program

This is to request an award of a contract without the receipt of formal bids as an Extraordinary Unspecifiable Service pursuant to N.J.S.A. 40A:11-5(1)(a)(ii) and N.J.A.C. 5:34-2.3(b).

I do hereby certify to the following:

I. Provide a clear description of the nature of the work to be done.

The contract will be for the provision of an insurance consulting services. As Executive Director, I am familiar with the nature of the work to be done under the contract which is to be performed by an entity with expertise, extensive training, and a proven reputation in the field of endeavor. It is critical to the efficient operations of the BCUA, that insurance consulting services for self-insured benefits be performed by an entity with expertise, extensive training and a proven reputation in the field of endeavor. There is a close relationship between the services rendered as Third Party Administrator (with respect to the Authority's self-insured health benefits program) and the services to be rendered as Cafeteria Plan Administrator.

II. Describe in detail why the contract meets the provisions of the statute and rules:

This is a contract for extraordinary unspecifiable services as provided for under N.J.S.A. 40A:11-5, as such services are of such a qualitative nature that the performance of the services cannot be reasonably described by written specifications, and such services, being insurance consulting and administrative services, are automatically Extraordinary Unspecifiable Services, See Local Finance Notice AU 2002-2, and N.J.S.A. 40A:11-5(1)(m).

III. The service(s) is of such a specialized and qualitative nature that the performance of the service(s) cannot be reasonably described by written specifications because:

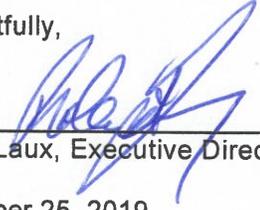
See II. Insurance consulting and administrative service contracts satisfy the criteria of Extraordinary Unspecifiable Services.

IV. Describe the informal solicitation of quotations:

Pursuant to the New Jersey Pay to Play Law, N.J.S.A 19:44A-20.5 et seq., a Request for Qualifications ("RFQ") for the Provision of Third Party Administrators services was duly advertised, and statements of qualifications were received. Only one vendor responded to the Request for Qualifications. Under the circumstances the solicitation of competitive quotations from more than one vendor is impracticable. A proposal from the Contractor for Third Party Administrators for Health Benefits services was requested, and the BCUA has determined the proposal of the Contractor to be fair and reasonable. It is my recommendation that an award for the Provision of Health Insurance Consultant be provided to the Contractor, price and other factors considered.

I have reviewed the rules of the Division of Local Government Services pursuant to N.J.A.C. 5:34-2.1 et seq. and certify that the proposed contract may be considered an extraordinary unspicifiable service in accordance with the requirements thereof.

Respectfully,



Robert Laux, Executive Director

November 25, 2019

(Original to be retained by governing body's Clerk with the affirmed copy of the resolution; signed duplicate to be kept by appropriate official.)

Re: Resolution 19-3-011

**THE BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, Resolution dated Feb. 24, 2011 the Authority adopted a Cafeteria Plan, which includes (a) a Premium Payment Plan effective as of January 1, 2011 and (b) a Health Flexible Spending Account effective July 1, 2011 (the "**Cafeteria Plan**") pursuant to N.J.S.A. 40A:10-23.5 and pursuant to Section 125 of the Internal Revenue Code (26 U.S.C § 125); and

WHEREAS, by prior Resolution, the Authority approved a contract with Insurance Design Administrators ("IDA") as the third party administrator for the Authority's Cafeteria Plan (the "Cafeteria Plan Administrator") for a one year term through December 31, 2019 or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively;

WHEREAS, the Authority is desirous of renewing its contract with Insurance Design Administrators ("IDA") as the third party administrator for the Authority's Cafeteria Plan (the "Cafeteria Plan Administrator") for a one (1) year period of commencing on January 1, 2020 or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively; and

WHEREAS, Insurance Design Administrators ("IDA") currently serves as the Third party administrator for the Authority's self-insured health benefits program (the "Third Party Administrator"); and

WHEREAS, the Authority Commissioners have determined that IDA is competent, qualified and experienced to continue to serve as the Cafeteria Plan Administrator for the Authority; and

WHEREAS, due to the relationship between the services rendered as Third Party Administrator (with respect to the Authority's self-insured health benefits program) and the services to be rendered as Cafeteria Plan Administrator, including access to covered members personal health information, the Authority anticipates that there will be savings and efficiencies resulting from utilizing the same consultant for both tasks; and

WHEREAS, IDA has submitted a proposal received November 14, 2019, which proposes to continue the administration services upon the same terms, conditions and fees as set forth the existing Agreement, (in accordance with the original Proposal dated as of Feb. 23, 2011) and as described in "Schedule F – FSA Administration Services" (the "Schedule") on file at the Authority's office for the prices set forth therein with no increase in the monthly administrative fee; and

WHEREAS, the Authority has determined that the charges listed in the Schedule are reasonable and fair for the services to be provided as Cafeteria Plan Administrator; and

WHEREAS, the Authority Commissioners have determined, on the basis of the foregoing, that it is beneficial for its efficient operation to retain the services of IDA to serve as Cafeteria Plan Administrator, in addition to its services as Third Party Administrator; and

WHEREAS, the Authority desires to appoint and retain IDA to serve as its Cafeteria Plan Administrator for the Authority's Cafeteria Plan, effective January 1, 2020 for a period of one (1) year or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively; and

WHEREAS, the Authority proposes to enter into the Cafeteria Plan Agreement memorializing the scope of services to be performed by IDA and the compensation to be paid for its services as Cafeteria Plan Administrator in accordance with Schedule F on file at the Authority; and

WHEREAS, said services are exempt from the requirements of public bidding pursuant to N.J.S.A. 40A:11-5 (1)(m); and

WHEREAS, pursuant to and in accordance with N.J.A.C. 5:34-2.3, the Authority's Executive Director has provided the Authority's Commissioners with a Certification, dated November 14, 2019, describing the nature of the work to be done, stating that it is not reasonably possible to draft specifications, and describing why the contract satisfies the Statutory and Administrative Code requirements for Extraordinary Unspecifiable Services pursuant to N.J.S.A. 40A:11-5 (1)(m); and

WHEREAS, under the fair and open process pursuant to N.J.S.A. 19:44A-20 et seq., IDA responded to the Authority's publicly advertised Request for Qualifications and was previously qualified as competent to provide third party administration for Cafeteria Plan Section 125 Program; and

WHEREAS, N.J.S.A. 40A:11-1 et seq. requires that the resolution authorizing the award of contracts for insurance consulting/Cafeteria Plan Administrator services without public bidding and the contract itself be available for public inspection; and

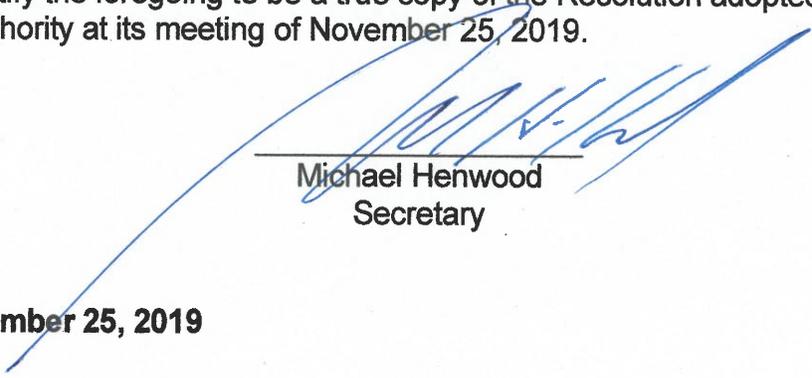
WHEREAS, the Chief Financial Officer of the Authority has certified that funds are available for this purpose;

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

1. IDA shall be and is hereby appointed to serve as Cafeteria Plan Administrator to The Bergen County Utilities Authority effective January 1, 2020 for a period of one (1) year or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively; and
2. The Chief Financial Officer's Certification that funds are available shall be maintained on file at the Authority and made a part hereof.
3. The Chairman shall be and is hereby authorized to execute a Cafeteria Plan Agreement with IDA memorializing the scope of services and compensation to be paid, in such final form as is acceptable to the Authority, as evidenced by the Chairman's signature thereon;
4. The form of amended Cafeteria Plan including a Health Flexible Spending Account on file at the Authority's offices is hereby renewed and approved, and the Executive Director is hereby authorized to execute and deliver to the Administrator of the Plan one or more counterparts of the Plan.

5. A copy of this Resolution and the Agreement retaining IDA as Cafeteria Plan Administrator shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by the Authority.
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 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 November 25, 2019.



Michael Henwood
Secretary

DATED: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019
RESOLUTION #: 19-3-012

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 HOSPITALIZATION
W-340-71000-000

VENDOR INSURANCE DESIGN ADMINISTRATORS

CONTRACT NUMBER _____

REASON ESTIMATED CLAIMS ADMINISTRATION FEE
AS CAFETERIA PLAN ADMINISTRATOR FOR
SELF INSURED HEALTH BENEFITS

AMOUNT \$2,000.00

CONTRACT LENGTH JANUARY 1, 2020 - DECEMBER 31, 2020

Matthew Carter
ACTING TREASURER

**CERTIFICATION FOR AN EXTRAORDINARY
UNSPECIFIABLE SERVICES CONTRACT**

TO: Members of the Board of Commissioners

**FROM: Robert Laux
Executive Director, Bergen County Utilities Authority**

SUBJECT: Third Party Administration Services Re: IRC Section 125 Cafeteria Plan

This is a contract for the Third Party Administration Services in relation to the maintenance of the Authority's IRC Section 125 Cafeteria Plan.

This certification is submitted to request your approval of a resolution authorizing a contract to be executed as follows:

Firm: Insurance Design Administrators/UHY Advisors ("Contractor")

Duration: One Year

Purpose: To provide and administer on behalf of the Authority an IRC Section 125 Cafeteria Plan in furtherance of its self-insured benefits program

This is to request an award of a contract without the receipt of formal bids as an Extraordinary Unspecifiable Service pursuant to N.J.S.A. 40A:11-5(1)(a)(ii) and N.J.A.C. 5:34-2.3(b).

I do hereby certify to the following:

I. Provide a clear description of the nature of the work to be done.

The contract will be for the provision of an insurance consulting services. As Executive Director, I am familiar with the nature of the work to be done under the contract which is to be performed by an entity with expertise, extensive training, and a proven reputation in the field of endeavor. It is critical to the efficient operations of the BCUA, that insurance consulting services for self-insured benefits be performed by an entity with expertise, extensive training and a proven reputation in the field of endeavor. There is a close relationship between the services rendered as Third Party Administrator (with respect to the Authority's self-insured health benefits program) and the services to be rendered as Cafeteria Plan Administrator.

II. Describe in detail why the contract meets the provisions of the statute and rules:

This is a contract for extraordinary unspecifiable services as provided for under N.J.S.A. 40A:11-5, as such services are of such a qualitative nature that the performance of the services cannot be reasonably described by written specifications, and such services, being insurance consulting and administrative services, are automatically Extraordinary Unspecifiable Services, See Local Finance Notice AU 2002-2, and N.J.S.A. 40A:11-5(1)(m).

III. The service(s) is of such a specialized and qualitative nature that the performance of the service(s) cannot be reasonably described by written specifications because:

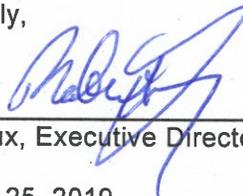
See II. Insurance consulting and administrative service contracts satisfy the criteria of Extraordinary Unspecifiable Services.

IV. Describe the informal solicitation of quotations:

Under the circumstances the solicitation of competitive quotations from a vendor other than the Contractor is impracticable. There is a close relationship between the services already being rendered by the Contractor as the Third Party Administrator (with respect to the Authority's self-insured health benefits program) to the BCUA, and the services to be rendered as Cafeteria Plan Administrator. Under such circumstances, the retention of another vendor would result in increased costs and duplicative effort and work, as no other vendor is currently providing Third Party Administrator Services, and the current contract for such services with the Contractor expires in December 2019. Moreover, the Contractor, by virtue of its existing service contract, currently maintains access to member's health records protected by HIPAA laws. I have determined the proposal of the Contractor to be fair and reasonable. It is my recommendation that an award for the Provision of Cafeteria Plan Services be provided to the Contractor, price and other factors considered.

I have reviewed the rules of the Division of Local Government Services pursuant to N.J.A.C. 5:34-2.1 et seq. and certify that the proposed contract may be considered an extraordinary unspecifiable service in accordance with the requirements thereof.

Respectfully,



Robert Laux, Executive Director

November 25, 2019

(Original to be retained by governing body's Clerk with the affirmed copy of the resolution; signed duplicate to be kept by appropriate official.)

Re: Resolution 19-3-012

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, the Authority deems it beneficial to continue the self-insured dental benefits program and to engage the services of a third party administrator for the Authority's self-insured benefits program (the "Third-Party Administrator"); and

WHEREAS, Delta Dental of New Jersey, Inc. ("Delta") has submitted a proposal received November 14, 2019 to provide third-party administration services on behalf of the Authority in furtherance of its self-insured benefits program, which proposal is on file at the Authority and made a part hereof; and

WHEREAS, the cost to perform the third-party administration services proposed by Delta, is based upon a monthly fee, per covered employee, of \$8.90 per month per employee.

WHEREAS, the Authority desires to appoint and retain Delta to serve as Third-Party Administrator for the Authority's self-insured dental benefits program effective January 1, 2020, for a period of Two (2) years or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively; and

WHEREAS, the Authority proposes to enter into a contract memorializing the scope of services to be performed by Delta and the compensation to be paid for Third-Party Administrator; and

WHEREAS, the Authority Commissioners have determined that Delta is competent, qualified and experienced to serve as the Authority's Third-Party Administrator for its dental benefits program; and

WHEREAS, the Authority Commissioners have determined on the basis of the foregoing, that it is necessary for its efficient operation to retain the services of Delta to continue to serve as Third-Party Administrator for the Authority's self-insured dental benefits program; and

WHEREAS, said services are exempt from the requirements of public bidding pursuant to N.J.S.A. 40A:11-5 (1)(m); and

WHEREAS, pursuant to and in accordance with N.J.A.C. 5:34-2.3, the Authority's Executive Director has provided the Authority's Commissioners with a Certification, dated November 25, 2019, describing the nature of the work to be done, stating that it is not reasonably possible to draft specifications, and describing why the contract satisfies the Statutory and Administrative Code requirements for Extraordinary Unspecifiable Services pursuant to N.J.S.A. 40A:11-5 (1)(m); and

WHEREAS, under the fair and open process pursuant to N.J.S.A. 19:44A-20 et seq., **DELTA** responded to the Authority's publicly advertised Request for Qualifications and was qualified as competent to provide third party administration for dental benefits; and

19-3-013

WHEREAS, N.J.S.A. 40A:11-1 et seq. requires that the resolution authorizing the award of contracts for insurance consulting/Third-Party Administrator services without public bidding and the contract itself be available for public inspection; and

WHEREAS, the Chief Financial Officer 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. Delta shall be and is hereby appointed to serve as Third-Party Administrator to The Bergen County Utilities Authority's self-insured dental benefits program effective January 1, 2020, for a period of two (2) years or at the pleasure of the Authority, whichever shall first occur or be exercised, respectively.

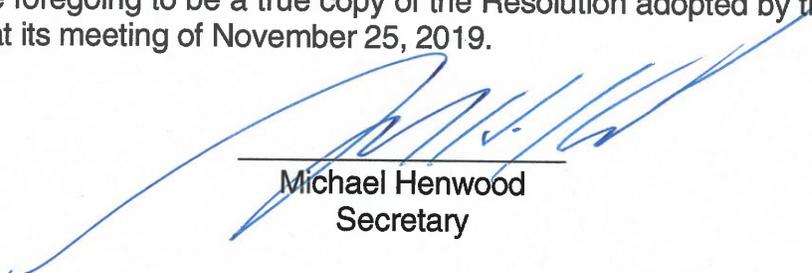
2. The Chairman shall be and is hereby authorized to execute an Agreement with Delta memorializing the scope of services and compensation to be paid, in such final form as is acceptable to the Authority, as evidenced by the Chairman's signature thereon.

3. A copy of this Resolution and the Agreement retaining Delta as Third-Party Administrator shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by the Authority.

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

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 November 25, 2019.



Michael Henwood
Secretary

DATED: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-3-013

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

DENTAL
W-340-71100-000

VENDOR

DELTA DENTAL OF NEW JERSEY, INC.

CONTRACT NUMBER

REASON

ESTIMATED CLAIMS ADMINISTRATION FEE
AS THIRD PARTY ADMINISTRATOR FOR
BCUA SELF INSURANCE DENTAL BENEFITS

AMOUNT

\$35,000.00

CONTRACT LENGTH

JANUARY 1, 2020 - DECEMBER 31, 2021

Matthew Carter
ACTING TREASURER

**CERTIFICATION FOR AN EXTRAORDINARY
UNSPECIFIABLE SERVICES CONTRACT**

TO: Members of the Board of Commissioners

**FROM: Robert Laux
Executive Director, Bergen County Utilities Authority**

**SUBJECT: Third Party Administration Services Re: Self-insured Dental
Benefits Program – Delta Dental of New Jersey, Inc.**

This is a contract for the Third Party Administration Services in relation to the maintenance of the Authority's Dental Benefits Plan.

This certification is submitted to request your approval of a resolution authorizing a contract to be executed as follows:

Firm: Delta Dental of New Jersey, Inc. ("Contractor")

Duration: Two Years

Purpose: To provide and administer on behalf of the Authority self-insured Dental benefits program

This is to request an award of a contract without the receipt of formal bids as an Extraordinary Unspecifiable Service pursuant to N.J.S.A. 40A:11-5(1)(a)(ii) and N.J.A.C. 5:34-2.3(b).

I do hereby certify to the following:

I. Provide a clear description of the nature of the work to be done.

The contract will be for the provision of an insurance consulting services. As Executive Director, I am familiar with the nature of the work to be done under the contract which is to be performed by an entity with expertise, extensive training, and a proven reputation in the field of endeavor. It is critical to the efficient operations of the BCUA, that insurance consulting services for self-insured benefits be performed by an entity with expertise, extensive training and a proven reputation in the field of endeavor. Contractor will serve as Third Party Administrators with respect to the Authority's self-insured dental benefits program.

II. Describe in detail why the contract meets the provisions of the statute and rules:

This is a contract for extraordinary unspecifiable services as provided for under N.J.S.A. 40A:11-5, as such services are of such a qualitative nature that the performance of the services cannot be reasonably described by written specifications, and such services, being insurance consulting and administrative services, are automatically Extraordinary Unspecifiable Services, See Local Finance Notice AU 2002-2, and N.J.S.A. 40A:11-5(1)(m).

III. The service(s) is of such a specialized and qualitative nature that the performance of the service(s) cannot be reasonably described by written specifications because:

See II. Insurance consulting and administrative service contracts satisfy the criteria of

Extraordinary Unspecifiable Services.

IV. Describe the informal solicitation of quotations:

Under the circumstances the solicitation of competitive quotations from a vendor other than the Contractor is impracticable. There is an existing relationship with the Contractor as the Third Party Administrator (with respect to the Authority's self-insured dental benefits program). Under such circumstances, the retention of another vendor would result in increased costs and duplicative effort and work, as no other vendor is currently providing Third Party Administrator Services, and the current contract for such services with the Contractor expires in December 2019. Moreover, the Contractor, by virtue of its existing service contract, currently maintains access to member's health records protected by HIPAA laws. I have determined the proposal of the Contractor to be fair and reasonable. It is my recommendation that an award for the Provision of Dental Plan Services be provided to the Contractor, price and other factors considered.

I have reviewed the rules of the Division of Local Government Services pursuant to N.J.A.C. 5:34-2.1 et seq. and certify that the proposed contract may be considered an extraordinary unspecifiable service in accordance with the requirements thereof.

Respectfully,



Robert Laux, Executive Director

November 25, 2019

(Original to be retained by governing body's Clerk with the affirmed copy of the resolution; signed duplicate to be kept by appropriate official.)

Re: Resolution 19-3-013

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, Paul A. Juliano has served as a Commissioner of The Bergen County Utilities Authority from August 12, 2009 to September 12, 2019; and

WHEREAS, by his dedication, thoughtful considerations and judgment, he has contributed to the well being of the Authority, and has earned the gratitude of the citizens of Bergen County; and

WHEREAS, those who have been associated with him have enjoyed the benefits of his experience and leadership;

NOW, THEREFORE, BE IT RESOLVED that the Commissioners of The Bergen County Utilities Authority do hereby express their appreciation to Paul A. Juliano for his ten years of service to the public as a Commissioner.

I hereby certify the foregoing to be a true copy of the Resolution adopted by the Bergen County Utilities Authority at its meeting of November 25, 2019.



Michael Henwood, Board Secretary

Dated: November 25, 2019

**BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

WHEREAS, commencing in 2012, New Jersey municipalities are required by the New Jersey Recycling Enhancement Act ("REA") P.L. 2008, CHAPTER 6, to have the mandatory Annual Recycling Tonnage Report approved and signed by a Certified Recycling Professional ("CRP"); and

WHEREAS, the Annual Recycling Tonnage Report must be submitted by email to the New Jersey Department of Environmental Protection ("NJDEP") utilizing a spreadsheet provided by the NJDEP on or before April 30 of each calendar year; and

WHEREAS, failure to submit the Annual Recycling Tonnage Report signed by a CRP will jeopardize a municipality's receipt of the annual recycling tonnage grant; and

WHEREAS, certain Bergen County municipalities do not employ a CRP; and

WHEREAS, the Authority is desirous of assisting those Bergen County municipalities that do not employ a CRP to ensure that those Bergen County municipalities do not jeopardize the receipt of the annual recycling tonnage grant by providing the services of a CRP to sign and submit participating municipalities 2019 Annual Recycling Tonnage Report to the NJDEP; and

WHEREAS, the New Jersey Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) authorizes and permits contracting units, such as the Authority and a municipality to enter into a service agreement for the services contemplated herein without competitive bidding for same, pursuant to and in accordance with N.J.S.A. 40A:11-5(2); and

WHEREAS, the Board of Commissioners of the Authority have determined, based upon the foregoing, that in order expand its outgoing municipal recycling assistance program it is necessary to enter into an agreement for Certified Recycling Professional Services ("Services Agreement for a Certified Recycling Professional to Prepare the Annual Recycling Tonnage Report") with Bergen County municipalities wishing to participate therein; and

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

1. The Executive Director shall be and is hereby authorized to execute a Shared Services Agreement for a Certified Recycling Professional to Prepare the 2019 Annual Recycling Tonnage Report with Bergen County municipalities wishing to participate therein in substantially the form on file at the Authority Office, or in such final form as is acceptable to the Authority, as evidenced by the Executive Director's signature thereon.

19-6-005

2. A copy of this Resolution and any Shared Services Agreement for a Certified Recycling Professional to Prepare the 2019 Annual Recycling Tonnage Report with Bergen County municipalities entered into by the Authority as authorized by this Resolution shall be placed on file and made available for public inspection in the Office of the Executive Director, upon execution by the Authority and the participating Bergen County municipality.

3. 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 November 25, 2019.



Michael Henwood
Board Secretary

Dated: November 25, 2019

**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 **Household Hazardous Waste Collection, Transportation and Disposal Services for a Two (2) Year Period with Two (2) One (1) Year Options**, pursuant to and in accordance with **Contract No. 19-25**; and

WHEREAS, the following sole bid proposal was received by the Authority on **November 15, 2019** for **Contract No.19-25**:

Vendor	Total Bid Price for One (1) Year
MXI Environmental Services, LLC Langhorne, PA	\$1,059,000.00

; and

WHEREAS, the Authority's **Interim Qualified Purchasing Agent** has reviewed the sole bid proposal and has recommended that **MXI Environmental Services, LLC** be awarded **Contract No. 19-25** in accordance with N.J.S.A. 40:11-1 et seq., as the lowest complying and responsible bidder; and

WHEREAS, on the basis of the foregoing, the Authority has determined that **MXI Environmental Services, LLC** constitutes the lowest complying and responsible bidder for **Contract No. 19-25**, in accordance with N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, publicly bid contracts are in compliance with the fair and open process pursuant to N.J.S.A. 19:44A-20.4 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. **MXI Environmental Services, LLC** shall be and is hereby determined to be the lowest complying and responsible bidder for **Household Hazardous Waste Collection, Transportation and Disposal Services for a Two (2) Year Period, with Two (2) One (1) Year Options**, constituting **Contract No. 19-25**, for a total amount not to exceed the sum of **\$1,059,000.00**.

2. The Chairman shall be and is hereby authorized to execute a contract with **MXI Environmental Services, LLC** of 297 Zimmerman Lane, Langhorne, PA 19047 for **Household Hazardous Waste Collection, Transportation and Disposal Services**, for a **Two (2) Year Period, with Two (2) One (1) Year Options**, constituting **Contract No.19-25**, for a total amount not to exceed the sum of **\$1,059,000.00**.

3. The bid security of all unsuccessful bidders, if any, shall be returned in accordance with N.J.S.A. 40A:11-1 et seq.

4. The Acting Treasurer's Certification that funds are available shall be maintained on file 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. A copy of this Resolution and the contract executed pursuant to this Resolution, along with Contract No. 19-25, shall be placed on file and made available for public inspection in the Office of the Executive Director upon execution by **MXI Environmental Services, LLC** and the Authority.

7. 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 November 25, 2019.



Michael Henwood
Secretary

Dated: **November 25, 2019**

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-6-006

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

2018, 2019, 2020 REA GRANT

VENDOR

MXI ENVIRONMENTAL SERVICES, LLC

CONTRACT NUMBER

19-25

REASON

HOUSEHOLD HAZARDOUS WASTE COLLECTION
TRANSPORTATION & DISPOSAL SERVICES

AMOUNT

\$1,059,000.00

CONTRACT LENGTH

DECEMBER 1, 2019 - NOVEMBER 30, 2021

Matthew Carter
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 **Mobile On-Site County Wide One (1) Day Shred Events for a Two (2) Year Period**, pursuant to and in accordance with **Contract No. 19-26**; and

WHEREAS, the following sole bid proposal was received by the Authority on **November 19, 2019** for **Contract No.19-26**:

Vendor	Unit Price (per event)	Total Amount Bid for Two (2) Years
Confidential Shredding, LLC Westwood, NJ	\$3,125.00	\$25,000.00

; and

WHEREAS, the Authority's **Qualified Purchasing Agent** has reviewed the sole bid proposal received by the Authority and has recommended that **Confidential Shredding, LLC** be awarded **Contract No. 19-26** in accordance with N.J.S.A. 40:11-1 et seq., as the lowest complying and responsible bidder; and

WHEREAS, on the basis of the foregoing, the Authority has determined that **Confidential Shredding, LLC** constitutes the lowest complying and responsible bidder for **Contract No. 19-26**, in accordance with N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, publicly bid contracts are in compliance with the fair and open process pursuant to N.J.S.A. 19:44A-20.4 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:

- Confidential Shredding, LLC** shall be and is hereby determined to be the lowest complying and responsible bidder for **Mobile On-Site County Wide One (1) Day Shred Events**, constituting **Contract No. 19-26** for a **Two (2) Year Period** for a per event price of **\$3,125.00** and for a total amount not to exceed the sum of **\$25,000.00** without further approval of the Commissioners of the Authority.

2. The Chairman shall be and is hereby authorized to execute a contract with **Confidential Shredding, LLC** of 121 Woodland Avenue, Suite 5, Westwood, NJ 07675 for **Mobile On-Site County Wide One (1) Day Shred Events**, constituting **Contract No.19-26** for a **Two (2) Year Period** for a per event price of **\$3,125.00** and for a total amount not to exceed the sum of **\$25,000.00** without further approval of the Commissioners of the Authority.

3. The bid security of all unsuccessful bidders, if any, shall be returned in accordance with N.J.S.A. 40A:11-1 et seq.

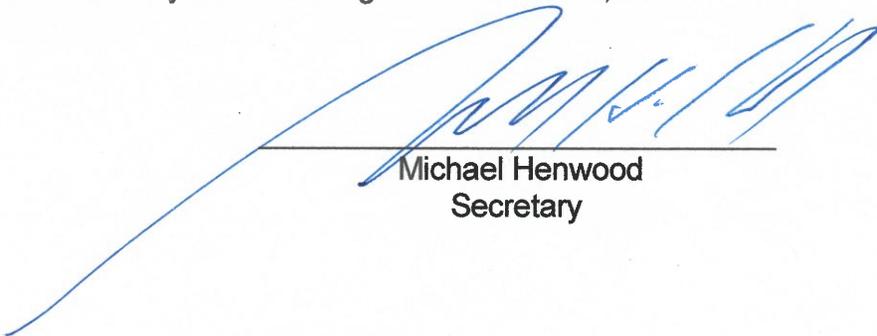
4. The Acting Treasurer's Certification that funds are available shall be maintained on file at the Authority and made a part hereof.

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

6. A copy of this Resolution and the contract executed pursuant to this Resolution, along with Contract No. 19-26, shall be placed on file and made available for public inspection in the Office of the Executive Director upon execution by Confidential Shredding, LLC and the Authority.

7. 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 November 25, 2019.



A large, stylized handwritten signature in blue ink is written over a horizontal line. The signature is cursive and appears to read 'Michael Henwood'.

Michael Henwood
Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-6-007

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

2018, 2019, 2020 REA GRANT

VENDOR

CONFIDENTIAL SHREDDING, LLC

CONTRACT NUMBER

19-26

REASON

MOBILE ON-SITE COUNTY WIDE ONE (1) DAY
SHRED EVENTS

AMOUNT

\$25,000.00

CONTRACT LENGTH

DECEMBER 1, 2019 - NOVEMBER 30, 2021

Matthew Carter

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 **Municipal Mobile On-Site Paper Shred Events for a Two (2) Year Period**, pursuant to and in accordance with **Contract No. 19-27**; and

WHEREAS, the following sole bid proposal was received by the Authority on **November 19, 2019** for **Contract No.19-27**:

Vendor	Unit Price (per event)	Total Amount Bid for Two (2) Years
Confidential Shredding, LLC Westwood, NJ	\$525.00	\$73,500.00

; and

WHEREAS, the Authority's **Qualified Purchasing Agent** has reviewed the sole bid proposal received by the Authority and has recommended that **Confidential Shredding, LLC** be awarded **Contract No. 19-27** in accordance with N.J.S.A. 40:11-1 et seq., as the lowest complying and responsible bidder; and

WHEREAS, on the basis of the foregoing, the Authority has determined that **Confidential Shredding, LLC** constitutes the lowest complying and responsible bidder for **Contract No. 19-27**, in accordance with N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, publicly bid contracts are in compliance with the fair and open process pursuant to N.J.S.A. 19:44A-20.4 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. **Confidential Shredding, LLC** shall be and is hereby determined to be the lowest complying and responsible bidder for **Municipal Mobile On-Site Paper Shred Events**, constituting **Contract No. 19-27** for a **Two (2) Year Period** for a per event price of **\$525.00** and for a total amount not to exceed the sum of **\$73,500.00** without further approval of the Commissioners of the Authority.

2. The Chairman shall be and is hereby authorized to execute a contract with **Confidential Shredding, LLC** of 121 Woodland Avenue, Suite 5, Westwood, NJ 07675 for **Municipal Mobile On-Site Paper Shred Events**, constituting **Contract No.19-27** for a **Two (2) Year Period** for a per event price of **\$525.00** and for a total amount not to exceed the sum of **\$73,500.00** without further approval of the Commissioners of the Authority.

3. The bid security of all unsuccessful bidders, if any, shall be returned in accordance with N.J.S.A. 40A:11-1 et seq.

4. The Acting Treasurer's Certification that funds are available shall be maintained on file 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. A copy of this Resolution and the contract executed pursuant to this Resolution, along with Contract No. 19-27, shall be placed on file and made available for public inspection in the Office of the Executive Director upon execution by Confidential Shredding, LLC and the Authority.

7. 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 November 25, 2019.



Michael Henwood
Secretary

Dated: November 25, 2019

BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION DATE: 11/25/2019

RESOLUTION #: 19-6-008

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

2018, 2019, 2020 REA GRANT

VENDOR

CONFIDENTIAL SHREDDING, LLC

CONTRACT NUMBER

19-27

REASON

MUNICIPAL MOBILE ON-SITE
PAPER SHRED EVENTS

AMOUNT

\$73,500.00

CONTRACT LENGTH

DECEMBER 1, 2019 - NOVEMBER 30, 2021

Matthew Carter
ACTING TREASURER