

PASSAIC COUNTY IMPROVEMENT AUTHORITY
LIST OF AGENDA ITEMS
REVISED

Meeting to be held on Wednesday, February 27, 2019 at 6:00 PM at 930 Riverview Drive,
Suite 250, Totowa, NJ.

1. Call to order.
2. Pledge of Allegiance.
3. Roll Call.
4. Open Public Meetings Notice.
5. Election of Officers
 - a. Chairman
 - b. Vice-Chairman
 - c. Secretary/Treasurer
 - d. Deputy Secretary
6. Approval of the Minutes of the January 23, 2019 Board Meeting.
7. Public Comment.
8. Executive Session.
 - Update on Paterson Parking Authority Application
9. Official Action
 - a. R 19-003 Resolution of the Passaic County Improvement Authority Authorizing Payment of Bills and Reimbursements
 - b. R 19-004 Resolution of the Passaic County Improvement Authority Authorizing Depositories
 - c. R 19-005 Resolution of the Passaic County Improvement Authority Adopting its Cash Management Plan
 - d. R 19-006 Resolution of the Passaic County Improvement Authority Authorizing Signatories
 - e. R 19-007 Resolution of the Passaic County Improvement Authority Designating Authorized Newspapers
 - f. R 19-008 Resolution of the Passaic County Improvement Authority Appointing Legal Counsel – General Operations
 - g. R 19-009 Resolution of the Passaic County Improvement Authority Appointing Financial Advisor
 - h. R 19-010 Resolution of the Passaic County Improvement Authority Appointing Auditor

- i. R 19-011 Resolution of the Passaic County Improvement Authority Accepting the Qualifications of Certain Entities to Perform the Necessary Services as Legal Counsel – Bond Counsel
- j. R 19-012 Resolution of the Passaic County Improvement Authority Accepting the Qualifications of Certain Entities to Perform the Necessary Services as Trustee
- k. R 19-013 Resolution of the Passaic County Improvement Authority Accepting the Qualifications of Certain Entities to Perform the Necessary Services as Underwriter
- l. R 19-014 Resolution of the Passaic County Improvement Authority Awarding Contract for Arbitrage Report Services
- m. R 19-015 Resolution of the Passaic County Improvement Authority Setting of Meeting Dates from March 2019 through February 2020
- n. R 19-016 Resolution Authorizing the Incurrence of Lease Purchase Obligations and the Execution and Delivery of a Lease Agreement, Sublease Agreement(s), Assignment Agreement and Related Documents of the Passaic County Improvement Authority in Connection with the 2019-2020 County Guaranteed Capital Equipment Lease Program
- o. R 19-017 Resolution of the Passaic County Improvement Authority Appointing Certain Professionals and Authorizing Certain Fees in Connection with the Paterson Parking Authority Project Application, 2019

10. Further Official Action – Resolution of Commissioners.

11. Old Business/New Business

12. Adjournment.

PASSAIC COUNTY IMPROVEMENT AUTHORITY

MINUTES OF THE BOARD MEETING OF JANUARY 23, 2019

The meeting was called to order at approximately 6:00 p.m. Pledge of Allegiance was said. Roll was taken. Commissioners Alston, Bradley, Petriello, and Marco were present. Also present were Nicole S. Fox, Executive Director, Heather Litzebauer, Financial Advisor, and Peter A. Tucci, Jr., Esq. Mr. Tucci read the notice, pursuant to the Open Public Meetings Act.

Minutes

Motion was made by Commissioner Bradley and seconded by Commissioner Petriello to approve the minutes from the meeting on December 12, 2018. Motion carried unanimously.

Seeing no public present, Chairman Marco asked for a Motion to go into Executive Session. Commissioner Alston moved and Commissioner Bradley seconded the motion. Motion carried.

Chairman Marco noted that official action would be taken after Executive Session.

Commissioner Petriello moved to close Executive Session and Commissioner Alston seconded the motion. All were in favor.

Official Action

The Commissioners then considered the following resolutions:

R 19-001 Resolution of the Passaic County Improvement Authority Authorizing Payment of Bills and Reimbursements	Commissioners	M/S	Y	N	No Vote
	Alston	S	X		
	Bradley	M	X		
	Cotroneo				
	Petriello		X		
	Marco		X		

R 19-002 Resolution of the Passaic County Improvement Authority Authorizing a Memorandum of Agreement with the Paterson Parking Authority for the Ward Street Garage Project	Commissioners	M/S	Y	N	No Vote
	Alston	M	X		
	Bradley	S	X		
	Cotroneo				
	Petriello		X		
	Marco		X		

New Business / Old Business

None

Commissioner Alston made a motion to adjourn the meeting, seconded by Commissioner Bradley. Motion carried unanimously.

19-003

**RESOLUTION OF THE
PASSAIC COUNTY IMPROVEMENT AUTHORITY AUTHORIZING
PAYMENT OF BILLS AND REIMBURSEMENTS**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the "Authority") was held on February 27, 2019;

WHEREAS, the Authority has previously approved agreements for the provision of goods and services;


WHEREAS, the Authority has also authorized reimbursements for certain items, either through prior resolution or agreement; and

WHEREAS, the Authority desires to authorize payment for the aforementioned items.

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:

1. The Authority hereby authorizes the payment of the items as listed in the attached schedule.
2. The Executive Director is authorized and directed to take all appropriate action to effectuate payment of the items listed in the attached schedule.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley,
Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE
PASSAIC COUNTY IMPROVEMENT AUTHORITY AUTHORIZING
DEPOSITORY**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;


WHEREAS, pursuant to N.J.S.A. 40:37A-55(t), a county improvement authority is empowered to enter into any and all agreements or 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 subject to the “Local Public Contracts Law,” N.J.S.A. 40A:11-1, et seq.;

WHEREAS, the Authority would like to authorize depositories of the Authority for the coming year;

**NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS
OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:**

1. Oritani Savings Bank is hereby approved as the depository of the Authority and must confirm to the Authority that they are approved by the Department of Banking and Insurance under the Government Unit Depository Protection Act within 30 days of being notified of being an approved depository of Authority funds.
2. The Authority hereby authorizes the Secretary to approve and execute any banking resolutions required to effectuate the accounts at Oritani Savings Bank and to authorize signatures thereon.
3. The Authority hereby authorizes the Treasurer to execute any agreements with depositories concerning deposit of funds in any depository which the Authority has authorized for the deposit of funds.
4. The execution by the Secretary/Treasurer of any documents shall be conclusive evidence of approval of the Authority and no further certification or other action by the Authority members shall be required with respect thereto.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING INVESTMENTS PURSUANT TO THE CASH MANAGEMENT
PLAN**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined to preserve its assets in accordance with its Cash Management Plan;

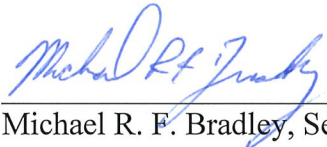
WHEREAS, NW Financial, the Authority’s Financial Advisor, has provided certain recommendations with regard to the investment of the Authority’s assets in accordance with the Cash Management Plan; and

WHEREAS, the Authority desire to implement the recommendations of NW Financial with regard to the investment of the Authority’s cash.

**NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS OF
THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:**

1. The Authority authorizes the investment in accordance with the proposed investment schedule proposed by NW Financial.
2. The Executive Director and/or the Financial Advisor of the Authority are hereby directed and authorized to take any and all appropriate action to effectuate the investments and placement of the Authority’s assets in accordance with the investment schedule as created by NW Financial.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley, Secretary

Recorded Vote:	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE
PASSAIC COUNTY IMPROVEMENT AUTHORITY AUTHORIZING
SIGNATORIES**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, pursuant to N.J.S.A. 40:37A-55(n), the Authority, among other things, is authorized to do and perform any acts or things through or by means of its own officers, agents and employees;

WHEREAS, pursuant to N.J.A.C. 5:31-4.2, the Authority would like to designate the individuals whose signatures shall be authorized for execution of the Authority’s checks; and

WHEREAS, the Authority desires to authorize signatories for the bank accounts of the Authority for the coming year.

**NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS
OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:**


1. The Authority authorizes the following as signatories of the Authority for the coming year or until amended by the Authority:

Joseph C. Petriello	-	Vice Chairman
Dennis Marco	-	Chairman
Michael R. F. Bradley	-	Secretary/Treasurer
Nicole S. Fox-Beadle	-	Executive Director

2. The Authority authorizes the aforementioned signatories for the bank accounts of the Authority for the coming year to sign by way of accrual signature or facsimile signature.

3. The Secretary is hereby authorized to sign appropriate resolutions with the depositories of the Authority certifying to this authorization.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

19-007

**RESOLUTION OF THE
PASSAIC COUNTY IMPROVEMENT AUTHORITY DESIGNATING
AUTHORIZED NEWSPAPERS**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the "Authority") was held on February 27, 2019;


WHEREAS, pursuant to N.J.S.A. 40:37A-55(t), the Authority, among other things, is authorized to do and perform any and all acts or things necessary, convenient, or desirable for the purposes of the Authority;

WHEREAS, the Authority desires to designate two (2) newspapers pursuant to N.J.S.A. 10:4-8, the Open Public Meetings Act, that have the greatest likelihood of informing the public within the area of jurisdiction of the County of Passaic for publication of meeting notices and to designate an official newspaper pursuant to N.J.S.A. 10:4-8.

**NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS
OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:**

1. The Authority designates the Record and the Herald News as the newspapers to receive notices pursuant to N.J.S.A. 10:4-8.
2. The Authority designates the Herald News as the official newspaper of the Authority pursuant to N.J.S.A. 10:4-8.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
APPOINTING LEGAL COUNSEL – GENERAL OPERATIONS**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for the legal services of a Legal Counsel – General Operations;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that the resolution authorizing the award of contracts for “Professional Services” without competitive bids and the agreement itself must be available for public inspection;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised the contract for Legal Counsel – General Operations on the website of the Authority in sufficient time to give notice in advance of the contract;

WHEREAS, the contract for Legal Counsel – General Operations is being awarded under a process that provides for public solicitation of qualifications and awarded and disclosed under criteria established in writing by the Authority prior to the solicitation of qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications and is publicly awarding the contract for Legal Counsel – General Operations;

WHEREAS, the Authority has determined that the process it has used to award the contract for Legal Counsel – General Operations is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7; and

WHEREAS, the Authority desires to appoint as Legal Counsel – General Operations to Law Offices of Peter A. Tucci, Jr. LLC the Authority to provide it with the legal services necessary to achieve its purposes.

NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority appoints Law Offices of Peter A. Tucci, Jr. LLC as primary Legal Counsel – General Operations to the Authority from February 28, 2019 through February 26, 2020 and hereby authorizes the Chairman to negotiate and execute an appropriate professional services agreement substantially in the form of the agreement attached hereto.
2. This contract is awarded without competitive bidding as a “Professional Service” in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
3. The Authority has determined that the process it has used to award the contract for Legal Counsel – General Operations is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7
4. A notice of the award of this contract shall be printed once in the Official Newspaper of the Authority to satisfy the requirement of the publication of legal notices and a copy of the contract shall be made available for public inspection.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.

Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
APPOINTING FINANCIAL ADVISOR**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for the services of Financial Advisor;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that the resolution authorizing the award of contracts for “Professional Services” without competitive bids and the agreement itself must be available for public inspection;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised the contract for Financial Advisor on the website of the Authority in sufficient time to give notice in advance of the contract;

WHEREAS, the contract for Financial Advisor is being awarded under a process that provides for public solicitation of qualifications and awarded and disclosed under criteria established in writing by the Authority prior to the solicitation of qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications and is publicly awarding the contract for Financial Advisor;

WHEREAS, the Authority has determined that the process it has used to award the contract for Financial Advisor is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7; and

WHEREAS, the Authority has deemed all respondents qualified, the Authority desires to appoint NW Financial Group, LLC as primary Financial Advisor to the Authority to provide it with the financial services necessary to achieve its purposes. The Authority desires also to appoint Powel Capital Markets, Inc to serve as secondary Financial Advisors to provide financial services as the Commissioner deem appropriate. Acacia Financial Group, Inc. is deemed qualified and may be awarded contracts on an as needed basis.

NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority appoints NW Financial Group, LLC as primary Financial Advisor and Powell Capital Markets, Inc. as secondary Financial Advisors to provide financial services to the Authority from February 28, 2019 through February 26, 2020 and hereby authorizes the Chairman to negotiate and execute an appropriate professional services agreement substantially in the form of the agreement attached hereto. Acacia Financial Group, Inc. was also deemed qualified and may be awarded contracts on an as needed basis.
2. This contract is awarded without competitive bidding as a "Professional Service" in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
3. The Authority has determined that the process it has used to award the contract for Financial Advisor is a "fair and open" process, pursuant to N.J.S.A. 19:44A-20.7
4. A notice of the award of this contract shall be printed once in the Official Newspaper of the Authority to satisfy the requirement of the publication of legal notices and a copy of the contract shall be made available for public inspection.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

19-010

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
APPOINTING AUDITOR**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for the services of an Auditor;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that the resolution authorizing the award of contracts for “Professional Services” without competitive bids and the agreement itself must be available for public inspection;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised the contract for Auditor on the website of the Authority in sufficient time to give notice in advance of the contract;

WHEREAS, the contract for Auditor is being awarded under a process that provides for public solicitation of qualifications and awarded and disclosed under criteria established in writing by the Authority prior to the solicitation of qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications and is publicly awarding the contract for Auditor;

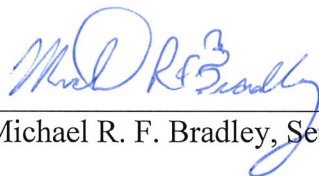
WHEREAS, the Authority has determined that the process it has used to award the contract for Auditor is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7; and

WHEREAS, the Authority desires to appoint Ferraioli, Wielkotz, Cerullo & Cuva P.A. as Auditor to the Authority to provide it with the auditing services necessary to achieve its purposes.

NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority appoints Ferraioli, Wielkocz, Cerullo & Cuva P.A. as Auditor to the Authority to provide Auditing Services for the year 2019 and hereby authorizes the Chairman to negotiate and execute an appropriate professional services agreement substantially in the form of the agreement attached hereto.
2. This contract is awarded without competitive bidding as a "Professional Service" in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
3. The Authority has determined that the process it has used to award the contract for Auditor is a "fair and open" process, pursuant to N.J.S.A. 19:44A-20.7
4. A notice of the award of this contract shall be printed once in the Official Newspaper of the Authority to satisfy the requirement of the publication of legal notices and a copy of the contract shall be made available for public inspection.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.


 Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston				
Michael Bradley				
Ronda Casson Cotroneo				
Joseph Petriello, Vice Chairman				
Dennis Marco, Chairman				

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
ACCEPTING THE QUALIFICATIONS OF CERTAIN ENTITIES TO PERFORM
THE NECESSARY SERVICES AS LEGAL COUNSEL – BOND COUNSEL**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for the services of Legal Counsel-Bond Counsel in connection with its projects and project financings;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that the resolution authorizing the award of contracts for “Professional Services” without competitive bids and the agreement itself must be available for public inspection;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised for the services of Legal Counsel – Bond Counsel, in the form of a request for qualifications (“RFQ”), on the website of the Authority in sufficient time to give notice in advance of the Authority’s consideration of their qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications, is publicly accepting the qualifications of entities to perform Legal Counsel – Bond Counsel services, and will publicly award subsequent contracts for such services;

WHEREAS, the Authority has determined that the process it has used to consider the qualifications of entities Bond Counsel services and the award of any subsequent contract for Bond Counsel services is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7;

WHEREAS, the Authority has considered the responses it has received to its request for qualifications for Bond Counsel services; and

WHEREAS, the Authority desires to accept the qualifications of certain entities, based on the aforementioned responses to the request for qualifications.

NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority hereby accepts the qualifications of the following entities to serve as legal services – bond counsel for the Authority:

Rogut McCarthy LLC
 Wilentz, Goldman & Spitzer P.A.
 Waters, McPherson, McNeill
 GluckWalrath LLP
 Gibbons P.C.
 McManimon, Scotland & Bauman, LLC
 Archer Attorneys At Law

2. The Authority will specify the tasks and services to be performed by the qualified entity through subsequent resolution, as needed, and in accordance with a written agreement for professional services.
3. Any subsequent agreement for bond services is awarded without competitive bidding as a “Professional Service” in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
4. The Authority has determined that the process it has used to qualify entities and enter into subsequent contracts for legal services – bond counsel is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



 Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
ACCEPTING THE QUALIFICATIONS OF CERTAIN ENTITIES TO PERFORM
THE NECESSARY SERVICES AS TRUSTEE.**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for the Services of Trustee in connection with its projects and project financings;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised for the services of Trustee, in the form of a request for qualifications, on the website of the Authority in sufficient time to give notice in advance of the Authority’s consideration of their qualifications;

WHEREAS, the subsequent contracts for Trustee services will have been awarded under a process that provides for public solicitation of qualifications and pursuant to disclosed criteria established in writing by the Authority prior to the solicitation of qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications, is publicly accepting the qualifications of entities to perform trustee services, and will publicly award subsequent contracts for Trustee services;

WHEREAS, the Authority has determined that the process it has used to consider the qualifications of entities providing trustee services and the award of any subsequent contract for Trustee services is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7;

WHEREAS, the Authority has considered the responses it has received to its request for qualifications for Trustee services; and

WHEREAS, the Authority desires to accept the qualifications of certain entities, based on the aforementioned responses to the request for qualifications.

NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority hereby accepts the qualifications of the following entities to perform Trustee services for the Authority:
 TD Wealth Management
 US Bank
 BNY Mellon
2. The Authority will specify the tasks and services to be performed by the qualified entity through subsequent resolution, as needed, and in accordance with a written agreement for professional services.
3. Any subsequent agreement for Trustee services is awarded without competitive bidding as a "Professional Service" in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
4. The Authority has determined that the process it has used to qualify entities and enter into subsequent contracts for trustee services is a "fair and open" process, pursuant to N.J.S.A. 19:44A-20.7

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



 Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
ACCEPTING THE QUALIFICATIONS OF CERTAIN ENTITIES TO PERFORM
THE NECESSARY SERVICES AS UNDERWRITER**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for the services of Underwriter in connection with its projects and project financings;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised for the services of Underwriter, in the form of a request for qualifications, on the website of the Authority in sufficient time to give notice in advance of the Authority’s consideration of their qualifications;

WHEREAS, the subsequent contracts for Underwriting services will have been awarded under a process that provides for public solicitation of qualifications and pursuant to disclosed criteria established in writing by the Authority prior to the solicitation of qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications, is publicly accepting the qualifications of entities to perform underwriting services, and will publicly award subsequent contracts for Underwriting services;

WHEREAS, the Authority has determined that the process it has used to consider the qualifications of entities providing Underwriting services and the award of any subsequent contract for underwriting services is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7;

WHEREAS, the Authority has considered the responses it has received to its request for qualifications for Underwriting services; and

WHEREAS, the Authority desires to accept the qualifications of certain entities, based on the aforementioned responses to the request for qualifications.


NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority hereby accepts the qualifications of the following entities to perform Underwriting services for the Authority:

Janney Montgomery Scott LLC
 NW Capital Markets Inc.
 Raymond James
 Powell Capital Markets, Inc.
 Blaylock Van, LLC
 Stifel

2. The Authority will specify the tasks and services to be performed by the qualified entity through subsequent resolution, as needed, and in accordance with a written agreement for professional services.
3. Any subsequent agreement for Underwriting services is awarded without competitive bidding as a “Professional Service” in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
4. The Authority has determined that the process it has used to qualify entities and enter into subsequent contracts for Underwriting services is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.


 Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
AWARDING CONTRACT FOR ARBITRAGE REPORT SERVICES**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Authority has determined that it is necessary, convenient, and desirable to achieve its purposes to contract for arbitration report services to comply with IRS regulations;

WHEREAS, N.J.S.A. 40:37A-55 permits the Authority to enter into such agreement for professional services, subject to the requirements of the Local Public Contracts Law;

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that the resolution authorizing the award of contracts for “Professional Services” without competitive bids and the agreement itself must be available for public inspection;

WHEREAS, the New Jersey Election Law, specifically N.J.S.A. 19:44A-20.4, permits, but does not require, a contract with an anticipated value in excess of \$17,500, to be awarded through a “fair and open” process;

WHEREAS, the Authority has advertised the contract for Financial Advisor on the website of the Authority in sufficient time to give notice in advance of the contract;

WHEREAS, the contract for arbitration report services is being awarded under a process that provides for public solicitation of qualifications and awarded and disclosed under criteria established in writing by the Authority prior to the solicitation of qualifications;

WHEREAS, the Authority has publicly opened the responses to the published request for qualifications and is publicly awarding the contract for arbitration report services;

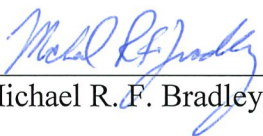
WHEREAS, the Authority has determined that the process it has used to award the contract for Financial Advisor is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7; and

WHEREAS, the Authority desires to appoint Arbitration Compliance Specialists, Inc. to the Authority to provide it with arbitration report services necessary to achieve its purposes.

NOW, THEREFORE, BE IT RESOLVED by the Passaic County Improvement Authority as follows:

1. The Authority hereby awards a contract for arbitrage report services to Arbitrage Compliance Specialists, Inc and hereby authorizes the Chairman to negotiate and execute an appropriate professional services agreement substantially in the form of the agreement attached hereto.
2. This contract is awarded without competitive bidding as a "Professional Service" in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.
3. A notice of the award of this contract shall be printed once in the Official Newspaper of the Authority to satisfy the requirement of the publication of legal notices and a copy of the contract shall be made available for public inspection.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



 Michael R.F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

19-015

**RESOLUTION OF THE
PASSAIC COUNTY IMPROVEMENT AUTHORITY SETTING MEETING
DATES FOR MARCH 2019 THROUGH FEBRUARY 2020**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, pursuant to N.J.S.A. 40:37A-55(t), the Authority, among other things, is authorized to do and perform any and all acts or things necessary, convenient, or desirable for the purposes of the Authority;

WHEREAS, the Authority desires set its meeting dates at its reorganization meeting of February 27, 2019, pursuant to N.J.S.A. 10:4-18, the Open Public Meetings Act.

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:

1. The Authority designates sets the following as date, time, and place for its regular meetings between March 2019 and February 2020:

March 27, 2019

April 24, 2019

May 22, 2019

June 19, 2019

July 24, 2019

August 21, 2019

September 25, 2019

October 23, 2019

November 13, 2019

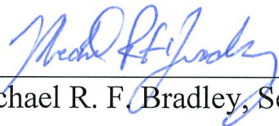
December 11, 2019

January 22, 2020

February 26, 2020 (Reorganization Meeting)

The time of all meetings will be 6:00 p.m. All meetings will be held at the Totowa Business Complex, 930 Riverview Drive, in either Suite 200 or Suite 250, Totowa, New Jersey, 07512.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael R. F. Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

RESOLUTION AUTHORIZING THE INCURRENCE OF LEASE PURCHASE OBLIGATIONS AND THE EXECUTION AND DELIVERY OF A LEASE AGREEMENT, SUBLEASE AGREEMENT(S), ASSIGNMENT AGREEMENT AND RELATED DOCUMENTS OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY IN CONNECTION WITH THE 2019-2020 COUNTY GUARANTEED CAPITAL EQUIPMENT LEASE PROGRAM

WHEREAS, The Passaic County Improvement Authority (the "Authority") has been duly created by an ordinance dated December 31, 2002 of the Board of Chosen Freeholders (the "Board of Freeholders") of the County of Passaic (the "County"), duly adopted as a public body corporate and politic of the State of New Jersey (the "State") pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"); and

WHEREAS, pursuant to the Act, including without limitation Section 11 thereof (N.J.S.A. 40:37A-54(a)), the Authority is authorized to provide public facilities for use by the State, the County, or any municipality in the County, or any two or more subdivisions, departments, agencies or instrumentalities of any of the foregoing for any of their respective governmental purposes; and

WHEREAS, pursuant to the Act, specifically Section 34 thereof (N.J.S.A. 40:37A-77), a private lessor may sell, lease, lend, grant or convey to the Authority or permit the Authority to use, maintain or operate any real or personal property; and

WHEREAS, pursuant to the Act, including without limitation Section 35 thereof (N.J.S.A. 40:37A-78), the Authority is authorized to enter into and perform any lease or other agreement with a person for the lease to, or use by, the person of all or any part of any public facility or facilities as determined in Section 11 of the Act (N.J.S.A. 40:37A-54(a)); and

WHEREAS, the Authority desires to finance the purchase of capital equipment for municipalities, school districts, municipal authorities and/or fire districts, all located in the County, and for the County itself (collectively, the "Applicants" or "Participants"), through lease purchase obligations under its 2019-2020 County Guaranteed Capital Equipment Lease Program, which authorizes the lease of certain capital equipment, personal property and/or real property (the "Equipment") in an amount not to exceed \$15,000,000 (the "Program"); and

WHEREAS, based upon the Authority's review, the Program is an authorized Project pursuant to the Act; and

WHEREAS, under the Authority's Program, the Authority will enter into a Master Lease/Purchase Program Agreement (the "Lease") with U.S. Bank, or an affiliate thereof, as lessor (the "Lessor") and the Authority, as lessee (the "Lessee"), to finance the lease purchase of Equipment requested by the Applicants; and

WHEREAS, upon application to the Authority's Program, and approval of the Applicant's application by the Authority and the Director of the Local Finance Board of the New Jersey Department of Community Affairs, the Authority will sublease the Equipment to Applicants pursuant to the terms of Tax-Exempt Lease Purchase Agreements (collectively, the "Subleases") to be entered by and between the Authority, as sublessor, and each Participant, as sublessee (collectively, the "Project"); and

WHEREAS, the sublease payments, which shall either be subject to annual appropriation or subject to a general obligation pledge of said Participant, made to the Authority by the Participants under the applicable Subleases will be sufficient to make the lease payments due by the Authority under the Lease to the Lessor for such Equipment; and

WHEREAS, the Authority will assign its rights and obligations as sublessor under each Sublease to the Lessor pursuant to an Assignment Agreement (the "Assignment Agreement") by and among the Lessor, sublessor and sublessee; and

WHEREAS, during the term of the Subleases, title to the Equipment will be vested in the Lessor, and upon the expiration of the terms of, and payment in full under, the Subleases, each Participant shall acquire all of the Lessor's right, title and interest in, and to, the Equipment for a nominal fee; and

WHEREAS, pursuant to N.J.S.A. 40:37A-80, the County is authorized to unconditionally guarantee (the "County Guaranty") the punctual payment of the principal of and interest on any obligations issued by the Authority for the purpose of aiding the Authority in the planning, undertaking, acquisition, construction or operation of a public facility, by ordinance duly adopted by the Board of Chosen Freeholders of the County in the manner provided in the Local Bond Law of the State of New Jersey, N.J.S.A. 40A:2-1 et seq. (the "Local Bond Law"); and

WHEREAS, at its meeting held on February 12, 2019, the County approved the Program and adopted an ordinance authorizing the guarantee of the payments due under the Lease.

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:

Section 1. The Program. The Authority hereby approves the Program, directs its officers and representatives to execute and deliver all documents necessary to

enable the Authority, as permitted by the Act, to enter into the Program and execute and deliver the Program Documents (as hereinafter defined), and to pay the costs incurred in connection with the creation and administration of the Program.

Section 2. Authorization of Obligations.

(a) The Authority hereby authorizes the incurrence of the lease purchase obligations (the "Obligations") in an amount not to exceed \$15,000,000 for the purpose of (i) acquiring and financing the Equipment; and (ii) paying certain costs incurred or to be incurred by the Authority in connection with the Program and the acquisition and installation of the Equipment.

(b) The Obligations of each Participant shall be dated the date of the execution and delivery of the applicable Sublease(s) and shall bear interest from such date. Interest on the Obligations shall be payable on the dates as described in the Sublease(s) and the attachments thereto (each such payment date being an "Interest Payment Date").

(c) The Obligations shall mature no later than fifteen (15) years from their date but in no event later than December 31, 2035. The Obligations shall bear interest at a fixed rate, as described in, as applicable, the Lease and the Sublease(s); provided that the interest rate shall not exceed 6.00%. The prepayment price on the Obligations, if any, shall not exceed 103%.

Section 3. Terms and Provisions of Obligations. The terms and provisions of the Obligations, including dates of maturity, prepayment provisions and interest rates, shall be as set forth above and as set forth in the Lease and applicable Sublease(s), including the attachments and exhibits thereto.

Section 4. Approval of Lease, Sublease, Assignment Agreement and Guaranty Agreement. The forms of the Lease, Sublease, Assignment Agreement and Guaranty Agreement, and the attachments and exhibits thereto (collectively, the "Program Documents"), in substantially the forms presented at this meeting (a copy of each of which shall be filed with the records of the Authority), with such changes therein as may be recommended by Authorized Officers (as hereinafter defined) of the Authority and by Wilentz, Goldman & Spitzer, P.A., acting in the capacity as bond counsel ("Bond Counsel") to the Authority, are hereby approved. The Chairman, Vice Chairman, and Executive Director (each an "Authorized Officer") are each hereby authorized and directed to execute, acknowledge and deliver the Program Documents. The Secretary or Assistant Secretary are each hereby authorized and directed to affix the seal, and attest to the signatures of the Authorized Officers of the Authority on the Program Documents.

Section 5. Incidental Action. The Authorized Officers of the Authority are hereby authorized and directed to execute and deliver such other documents,

agreements and certificates and to take such other actions as may be necessary or appropriate in order to effectuate the execution and delivery, as applicable, of the Program Documents and the incurrence of the Obligations, all in accordance with the foregoing sections hereof, and any such actions previously taken by the aforesaid Authorized Officers and professionals of the Authority are hereby ratified and confirmed.

Section 6. Effective Date. This Resolution shall take effect immediately.

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Wayne Alston	✓			
Michael Bradley	✓			
Ronda Casson Cotroneo				✓
Joseph Petriello, Vice Chairman	✓			
Dennis Marco, Chairman	✓			

CERTIFICATE

I, MICHAEL R. F. BRADLEY, Secretary of the Passaic County Improvement Authority (the "Authority"), DO HEREBY CERTIFY that the above resolution entitled "RESOLUTION AUTHORIZING THE INCURRENCE OF LEASE PURCHASE OBLIGATIONS AND THE EXECUTION AND DELIVERY OF A LEASE AGREEMENT, SUBLEASE AGREEMENT(S), ASSIGNMENT AGREEMENT AND RELATED DOCUMENTS OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY IN CONNECTION WITH THE 2019-2020 COUNTY GUARANTEED CAPITAL EQUIPMENT LEASE PROGRAM" (the "Resolution") was duly adopted by the Authority at a regular meeting held on February 27, 2019 duly called and held in accordance with the Open Public Meetings Act, N.J.S.A. 10:4-6 et. seq., at which meeting a quorum was present and acting throughout, and that said Resolution is a true and correct copy thereof and of the whole appearing in the books and records of the Authority as of the date hereof and has not been modified, amended or repealed and is in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Authority this 27th day of February, 2019.

(SEAL)



MICHAEL R. F. BRADLEY,
Secretary

R-017

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY
APPOINTING CERTAIN PROFESSIONALS AND AUTHORIZING CERTAIN
FEES IN CONNECTION WITH THE PATERSON PARKING AUTHORITY
PROJECT APPLICATION, 2019**

WHEREAS, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 27, 2019;

WHEREAS, the Paterson Parking Authority (the “Applicant”) is a political subdivision of the City of Paterson, a political subdivision of the State;

WHEREAS, the Applicant has submitted an application to the Authority for financing of a certain project;

WHEREAS, the Authority desires to undertake review of the project and requires a financial advisor in connection with its review;

WHEREAS, the award and approval of professional services and expenses in connection with the Project are exempt from the public bidding requirements of the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq.;

WHEREAS, the Authority has determined that the process it has used to award the contracts necessary for the review of this Application is a “fair and open” process, pursuant to N.J.S.A. 19:44A-20.7; and

**NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE MEMBERS
OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY AS FOLLOWS:**

Section 1. The Authority does hereby, as applicable, award, approve, and authorize payment for the following to render professional services and/or provide services in connection with the Project or to the Authority in conjunction with the Project, such payments specifically subject to final approval of the Project by the Authority:

AWARDED AND APPROVED TO	DESCRIPTION OF SERVICES	FEE
Acacia Financial Group	Financial Advisor Authority	hourly per Contract
Gibbons PC	Bond Counsel Authority	hourly per Contract

Section 2. The Secretary of the Authority is hereby authorized and directed to have published a brief notice of this award in accordance with the provisions of N.J.S.A. 40A:11-5(1)(a)(i).

Section 3. The funds for the services shall be paid out of the proceeds of the Bonds, escrows, or other project monies and not from the general budget/operating fund(s) of the Authority.


Section 4. The Chairman is authorized and directed to execute any and all documents necessary to effectuate the above.

Section 5. This contract is awarded without competitive bidding as a "Professional Service" in accordance with N.J.S.A. 40A:11-5(1)(a) of the Local Public Contracts Law because the contract is for a service performed by a person(s) authorized by law to practice a recognized profession that is regulated by law.

Section 6. The Authority has determined that the process it has used to award the contracts in excess of \$17,500 is a "fair and open" process, pursuant to N.J.S.A. 19:44A-20.7

Section 7. This resolution shall take effect immediately.

I hereby certify the foregoing to be a true copy of a resolution adopted by the Passaic County Improvement Authority at a meeting held on February 27, 2019.



Michael Bradley, Secretary

<u>Recorded Vote:</u>	<u>Aye</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Ronda Casson Cotroneo, Esq.				✓
Michael Bradley	✓			
Joseph Petriello, <i>Vice Chairman</i>	✓			
Wayne Alston, Vice Chairman	✓			
Dennis Marco, Chairman	✓			