

PASSAIC COUNTY IMPROVEMENT AUTHORITY  
LIST OF AGENDA ITEMS  
*SPECIAL MEETING*

Meeting to be held on Tuesday, February 16, 2021 at 6 pm. The meeting will be held virtually.

The meeting may be accessed by following this link and instructions:

<https://passaiccounty.webex.com/passaiccounty/j.php?MTID=m114b188c54bd0c67b8f14e9b6c7b64d3>

Or the meeting may be accessed through a conference call as follows:

To dial in (408) 418-9388 access code 1794506844##

1. Call to order.
2. Pledge of Allegiance.
3. Roll Call.
4. Open Public Meetings Notice
5. Approval of the Minutes of the January 13, 2021 Board Meeting
6. Public Comment. *(The Chairman will ask if any member of the public wishes to make a comment and to so signify through the Webex or on the conference call. He will then set the order of those wishing to make a public comment).*
7. Executive Session
8. Official Action
  - a. R 21-003 Resolution of the Passaic County Improvement Authority; Authorizing and Directing the Issuance and Sale of its Not to Exceed \$60,000,000 Taxable Revenue Note (Hinchliffe Stadium Project), Series 2021 and Authorizing and Directing the Execution and Delivery of a Funding Loan Agreement, Project Loan Agreement, And Related Instruments and Authorizing Other Actions in Connection Therewith
  - b. R 21-005 Resolution of the Passaic County Improvement Authority Appointing Certain Professionals and Authorizing Certain Fees In Connection with a Non-Recourse Loan for Hinchliffe Stadium Neighborhood Restoration Project (the "Project") (the "Authority Loan") In an Aggregate Principal Amount Not Exceed \$60,000,000
  - c. R 21-006 Resolution of the Passaic County Improvement Authority Adopting a COVID-19 Absence and Return to Work Policy
9. Old Business/New Business
10. Adjournment.

**PASSAIC COUNTY IMPROVEMENT AUTHORITY**

**MINUTES OF THE BOARD MEETING OF JANUARY 13, 2021**

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

Minutes

Motion was made by Commissioner Alston and seconded by Commissioner Glovin to approve the minutes from the meetings held on December 9, 2020. Commissioner Petriello abstained, the rest of the board voted in favor and the motion carried.

Seeing no public present, Chairman Marco then asked for a motion to go into Executive Session. Motion was made by Commissioner Bradley and seconded by Commissioner Glovin. Motion carried.

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

Commissioner Alston motioned to come out of Executive Session and Commissioner Glovin seconded. All were in favor.

**Official Action**

The Commissioners then considered the following items:

R 21-001 Resolution of the Passaic County Improvement Authority Authorizing Payment of Bills and Reimbursements	<b>Commissioners</b>	<b>M/S</b>	<b>Y</b>	<b>N</b>	<b>No Vote</b>
	Alston		X		
	Bradley	M	X		
	Glovin		X		
	Petriello	S	X		
	Marco		X		

R 21-002 Resolution of the Passaic County Improvement Authority Authorizing Payment or Bills and Reimbursements from the Escrow Account Established in Connection with the Application Submitted by Hinchliffe Master Urban Renewal, L.P.	<b>Commissioners</b>	<b>M/S</b>	<b>Y</b>	<b>N</b>	<b>No Vote</b>
	Alston		X		
	Bradley		X		
	Glovin	M	X		
	Petriello	S	X		
	Marco		X		

<b>[Tabled]</b> R 21-003 Resolution of the Passaic County Improvement Authority; Authorizing and Directing the Issuance and Sale of its Not to Exceed \$60,000,000 Taxable Revenue Note (Hinchliffe Stadium Project), Series 2020 and Authorizing and Directing the Execution and Delivery of a Funding Loan Agreement, Project Loan Agreement, And Related Instruments and Authorizing Other Actions in Connection Therewith	<b>Commissioners</b>	<b>M/S</b>	<b>Y</b>	<b>N</b>	<b>No Vote</b>
	Alston				
	Bradley				
	Glovin				
	Petriello				
	Marco				

R 21-004 Resolution of the Passaic County Improvement Authority Amending its By-Laws to Adopt Standard Procedures and Requirements for Public Comment Made During a Remote Public Meeting and the Reflect the New Term of "County Commissioner"	<b>Commissioners</b>	<b>M/S</b>	<b>Y</b>	<b>N</b>	<b>No Vote</b>
	Alston		X		
	Bradley	M	X		
	Glovin	S	X		
	Petriello		X		
	Marco		X		

New Business / Old Business

None

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

PASSAIC COUNTY IMPROVEMENT AUTHORITY

FUNDING RESOLUTION

RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY; AUTHORIZING AND DIRECTING THE ISSUANCE AND SALE OF IT'S NOT TO EXCEED \$60,000,000 TAXABLE REVENUE NOTE (HINCHLIFFE STADIUM PROJECT), SERIES 2021 AND AUTHORIZING AND DIRECTING THE EXECUTION AND DELIVERY OF A FUNDING LOAN AGREEMENT, PROJECT LOAN AGREEMENT, AND RELATED INSTRUMENTS AND AUTHORIZING OTHER ACTIONS IN CONNECTION THEREWITH

ADOPTED: February 16, 2021

WHEREAS, the Passaic County Improvement Authority (the "Authority"), has been duly created by resolution of the County of Passaic, State of New Jersey (the "County"), as a public body corporate and politic of the State of New Jersey, pursuant to the County Improvement Authorities Law, chapter 183 of the Laws of New Jersey of 1960, as amended and supplemented (N.J.S.A. 40:37A-44 et seq.) (the "Act"); and

WHEREAS, the Authority is authorized, pursuant to N.J.S.A. 40:37A-54(l), to provide, within the County, subject to the prior approval of the Local Finance Board, the planning, design, acquisition, construction, improvement, renovation, installation, maintenance and operation of facilities or any other type of real or personal property within the County for a corporation or other person organized for any one or more of the purposes described in subsection a. of N.J.S.A 15A:2-1; and

WHEREAS, the Authority is authorized by law to finance such public facilities through the issuance of debt, including without limitation the Governmental Note (as defined herein); and

WHEREAS, the Authority has determined to finance the redevelopment of a portion of a project to renovate historic Hinchliffe Stadium (the "Stadium"), in the City of Paterson (the "City") that will be owned, developed and leased by RPM Development Group and BAW Development, L.L.C. (collectively the "Redevelopers"), who will undertake a \$93.8 million comprehensive community redevelopment project including the rehabilitation of Hinchliffe Stadium as a 7,800-seat first-class recreation, cultural, and entertainment facility; a restaurant and exhibition space of approximately 11,000 square feet; a 300-space parking garage; and 75 units of age-restricted affordable housing with ground floor childcare space (collectively, the "Project"); and

WHEREAS, the costs associated with the design, construction and financing of the Project will be funded through: the issuance of not to exceed \$60,000,000 Taxable Revenue Notes (Hinchliffe Stadium Project), Series 2021 (collectively the "Governmental Note") which will be repaid through a) the monetization of \$44,490,375 in New Jersey Economic Recovery and Growth tax credits made available to the City; b) \$4,811,505 in Federal Housing Tax Credits; c) \$1,000,000 in Grants for Urban Parks; d) a \$3,627,000 contribution from the City; and \$5,733,000 in New Market Tax Credits; and

WHEREAS, as an inducement to the Redevelopers to undertake the Project, the Authority, in furtherance of the purposes of the Act and to assist in financing the cost of the Project, proposes to issue its Governmental Note and to secure said Governmental Note by a pledge of moneys to be received by the Authority and the assignment of certain rights of the Authority with respect to the Project, which pledge and assignment are hereby declared to further secure the payment of the principal and interest on the Governmental Note; and

WHEREAS, the Authority proposes to apply the proceeds of the Governmental Note to make a loan to the Life Management, Inc., a New Jersey corporation (the "Borrower") for the financing of a portion of the Project in accordance with a Borrower Loan Agreement by and between the Authority and the Borrower (the "Project Loan Agreement") providing, in part, for payments by the Borrower sufficient to meet installments of interest and principal on the Governmental Note; and

WHEREAS, the Authority proposes to execute a Funding Loan Agreement (the "Funding Loan Agreement") by and among Goldman Sachs "Bank USA, a New York State chartered bank (the "Funding Lender") the Authority, and U.S. Bank National Association, as fiscal agent (the "Fiscal Agent"), and the Authority has determined to enter into the Funding Loan Agreement; pursuant to which the Authority proposes the sale of the Governmental Note by Fiscal Agent, and assigning all of the Authority's rights under the Project Loan Agreement, the Project Note to the Funding Lender, except for certain indemnity and other reserved rights enumerated therein; and

WHEREAS, the Authority proposed to execute an Assignment of Loan Documents (the "Assignment of Loan Documents") by and between the Authority and Funding Lender and the Authority has determined to enter into the Assignment of Loan Documents; pursuant to which the Authority proposes the assigning of all of the Authority's rights under the Project Loan Documents (as such term is defined therein), except for certain reserved rights enumerated therein; and

WHEREAS, the Authority submitted the required application (the "Application") to the Local Finance Board in the Division of Local Government Services, New Jersey Department of Community Affairs (the "Local Finance Board") for the issuance of its Governmental Note; and

WHEREAS, the Local Finance Board issued positive findings with respect to the Authority's Application on February 10, 2021; and

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY, AS FOLLOWS:

Section 1. To accomplish the purposes and objectives of the Act, the Authority hereby finds and further determines, that the Project shall be financed in the City, the Project to constitute the facility as set forth in the preambles hereto. In order to finance a portion of the costs of the Project, the Governmental Note of the Authority are hereby authorized to be issued in an aggregate principal amount not to exceed of \$60,000,000 for the Governmental Note. The Governmental Note, shall be dated, shall bear interest at such rate of interest and shall be payable as to principal, interest and premium, if any, as is specified therein. The Governmental Note shall be in one or more series having one or more maturities within each series, shall be dated, shall be in the amounts, shall bear interest at such rates of interest and shall be payable as to principal, interest and premium, if any, all as be determined at the time of sale of the Governmental Note. The Governmental Note shall be issued in the form, shall mature, shall be subject to redemption

prior to maturity and shall have such other details and provisions as are prescribed by the Funding Loan Agreement.

Section 2. The Governmental Note shall be a special obligation of the Authority, payable solely out of the moneys derived pursuant to the Project Loan Agreement, and all such moneys are hereby pledged to the payment of such series of Governmental Note. The payment of the principal of, premium, if any, and interest on the Governmental Note shall be secured by a pledge and assignment of revenues and certain rights of the Authority as provided in the Project Loan Agreement. Neither the Commissioners of the Authority nor any person executing the Governmental Note issued pursuant to this Resolution and the Act, shall be liable personally on the Governmental Note by reason of issuance thereof. The Governmental Note shall not be in any way a debt or liability of the State of New Jersey or any political subdivision other than the Authority, whether legal moral or otherwise.

Section 3. The form of the Project Loan Agreement to be entered into by the Authority and the Borrower and all instruments attached as exhibits thereto or referenced therein, substantially in the forms submitted to this meeting, are hereby approved. The Authority's Chairman, Vice Chairman or Executive Director are each hereby authorized and directed, (the "Authorized Representatives") to execute, acknowledge and deliver the Project Loan Agreement and all instruments attached as exhibits thereto with any and all changes, insertions, modifications and omissions as may be approved, in consultation with Archer & Greiner, P.C. Bond Counsel to the Authority, by the Authorized Representatives, and the Secretary or Assistant Secretary of the Authority is hereby authorized to attest the same. The execution of the Project Loan Agreement shall be conclusive evidence of any approval required by this Section.

Section 4. U.S. Bank National Association is hereby approved to serve as Fiscal Agent for the Governmental Note. The form of Funding Loan Agreement to be entered into by the Authority, the Funding Lender and the Fiscal Agent and all instruments attached as exhibits thereto, substantially in the forms submitted to this meeting, are hereby approved. The Authorized Representatives are hereby authorized to execute, acknowledge and deliver the Project Loan Agreement and all instruments attached as exhibits thereto with any and all changes, insertions, modifications and omissions as may be approved, in consultation with Bond Counsel, by the Authorized Representatives, and the Secretary or Assistant Secretary of the Authority is hereby authorized to attest the Project Loan Agreement and all instruments attached as exhibits thereto. The Authorized Representatives are hereby authorized to execute, acknowledge and deliver the Funding Loan Agreement and all instruments attached as exhibits thereto with any and all changes, insertions, modifications and omissions as may be approved, in consultation with Bond Counsel, by the Authorized Representatives, and the Secretary or Assistant Secretary of the Authority is hereby authorized to attest the Funding Loan Agreement and all instruments attached as exhibits thereto. The Authorized Representatives are hereby authorized to execute, acknowledge and deliver the Assignment of Loan Documents and all instruments attached as exhibits thereto with any and all changes, insertions, modifications and omissions as may be approved, in consultation with Bond Counsel, by the Authorized representatives, and the Secretary or Assistant Secretary of the Authority is hereby authorized to attest the Assignment of Loan Documents and all instruments attached as exhibits thereto. Notwithstanding the foregoing approval of U.S. Bank National Association to serve as Fiscal Agent, the Authorized Representatives are hereby authorized to approve such other bank or trust company having appropriate trust powers as may be approved by the Borrower to serve as Fiscal Agent. The execution of the Funding Loan Agreement shall be conclusive evidence of any approval required by this Section.

Section 5. The Authorized Representatives are each hereby authorized and directed, in consultation with Bond Counsel, to negotiate the terms of the Funding Loan Agreement, to be dated the date of sale of the Governmental Note, between the Authority and the Funding Lender. The Chairman, Vice Chairman or Executive Director be, and each hereby is, authorized and directed on behalf of the Authority to approve the terms of the aforesaid Funding Loan Agreement and to execute and deliver said Funding Loan Agreement to the Funding Lender. The Authority's Chairman, Vice Chairman or Executive Director are each hereby authorized and directed to execute and deliver the Governmental Note upon original issuance. The Authority's Chairman, Vice Chairman or Executive Director are each hereby authorized and directed to execute and deliver the Assignment of Loan Documents.

Section 6. The issuance of the Governmental Note are hereby authorized. The form of Governmental Note as set forth in the Funding Loan Agreement is hereby approved, the manual or facsimile signatures of the Authorized Representatives are hereby authorized and any such required signatures are directed to be printed on the face of the Governmental Note in substantially such form, and the corporate seal (or the facsimile) of the Authority is hereby authorized to be imprinted thereon; and any Authorized Representatives is hereinafter authorized to present the Governmental Note for authentication under the Funding Loan Agreement and, when the Governmental Note have been authenticated, to deliver the Governmental Note or cause the Governmental Note to be delivered to the Funding Lender upon receipt of the purchase price, plus any accrued interest due, and to deposit the amount so received by the Fiscal Agent as provided in the Project Loan Agreement and Funding Loan Agreement. The Fiscal Agent is hereby requested to authenticate the Governmental Note and to deliver them to or upon the order of any Authorized Representative of the Authority.

Section 7. The Authorized Representatives are hereby designated to be the authorized representatives of the Authority, charged by this Resolution with the responsibility for issuing the Governmental Note and each of them is hereby authorized and directed to execute and delivery any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Funding Loan Agreement, the Assignment of Loan Documents, the Project Loan Agreement, the issuance of the Governmental Note and undertaking of the Project.

Section 8. (a) 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 to be paid out of the proceeds of the Governmental Note issued for the Project as set forth in the Application approved by Local Finance Board.

(b) The Secretary is hereby authorized and directed to publish a brief notice of these awards, approvals and/or authorizations in accordance with the provisions of N.J.S.A. 40A:11-5(1)(a)(i).

(c) The Certifying Finance Officer has certified that the funds for the services shall be paid out of the proceeds of the Governmental Note issued for the Project.

(d) All other professional services or costs for services undertaken by or on behalf the Redevelopers in connection with the Project or the issuance of the Governmental Note

are to be awarded pursuant to the respective entities procurement process and shall also be paid out of the proceeds of the Governmental Note issued for the Project.

Section 9. In case any one or more provisions of this Resolution, the Funding Loan Agreement, the Project Loan Agreement, the Funding Loan Agreement or the Governmental Note issued hereunder shall be for any reason held to be illegal or invalid, such illegality or invalidity shall not to affect any other provision of this Resolution, the Funding Loan Agreement, the Project Loan Agreement, the Funding Loan Agreement and the Governmental Note shall be construed and enforced as if such illegal or invalid provision had not been contained therein.

Section 10. All prior resolutions of this Authority or portions thereof which are inconsistent with this Resolution are hereby repealed.

Section 11. The Authority's Bond Counsel and General Counsel are each hereby authorized and directed to arrange for the publication of the Notice of Adoption of Funding Resolution on or about February 17, 2021 in an Authorized Newspaper of the Authority.

Section 12. Capitalized terms used herein and not otherwise defined shall have the same meanings ascribed to such terms in the Project Loan Agreement.

Section 13. This resolution shall become effective upon the Local Finance Board issuing findings with respect to the Authority's Application.

Dated: February 16, 2021

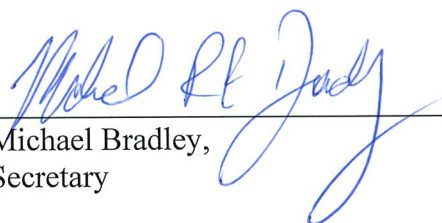


**CERTIFICATE**

I, Michael Bradley, Secretary of the Passaic County Improvement Authority (the "Authority"), DO HEREBY CERTIFY that the above resolution entitled " RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY; AUTHORIZING AND DIRECTING THE ISSUANCE AND SALE OF ITS NOT TO EXCEED \$60,000,000 HINCHLIFFE STADIUM GENERAL OBLIGATION REVENUE NOTES (HINCHLIFFE STADIUM PROJECT), SERIES 2021 AND AUTHORIZING AND DIRECTING THE EXECUTION AND DELIVERY OF A FUNDING LOAN AGREEMENT, PROJECT LOAN AGREEMENT, AND RELATED INSTRUMENTS AND AUTHORIZING OTHER ACTIONS IN CONNECTION THEREWITH" (the "Resolution") was duly adopted by the Authority at a regular meeting held on February 16, 2021 duly called and held in full compliance 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.

IN WITNESS WHEREOF, I have set my hand and affixed the official seal of the Authority this 16<sup>th</sup> day of February, 2021.

(SEAL)

  
\_\_\_\_\_  
Michael Bradley,  
Secretary

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY  
APPOINTING CERTAIN PROFESSIONALS AND AUTHORIZING CERTAIN  
FEES IN CONNECTION WITH A NON-RECOURSE LOAN FOR HINCHLIFFE  
STADIUM NEIGHBORHOOD RESTORATION PROJECT (THE “PROJECT”)  
(THE “AUTHORITY LOAN”) IN AN AGGREGATE PRINCIPAL AMOUNT  
NOT TO EXCEED \$60,000,000**

**WHEREAS**, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 16, 2021; and

**WHEREAS**, Hinchliffe Master Urban Renewal, L.P. (the “QALICB”), Life Management, Inc (“LMI”), RPM Development Group (“RPM”), and BAW Development (“BAW”) (collectively, or individually, the “Borrower”) have undertaken the Hinchliffe Stadium Neighborhood Restoration Project (“HSNRP”), a \$74.2 million comprehensive community redevelopment project in the City of Paterson, New Jersey centered on the preservation and rehabilitation of historic Hinchliffe Stadium, a national historic landmark located within the Paterson Great Falls National Historical Park and a Qualified Opportunity Zone; and

**WHEREAS**, Borrower desires to finance the Project through an ERG Loan, Federal Housing Tax Credits, Grants for Urban Parks, City of Paterson Expenditures, and New Market Tax Credits; and

**WHEREAS**, in furtherance of the purposes of the Improvement Authorities Act and as an inducement to the Borrower to finance the Project through the Authority, the Authority desires to assist the Borrower in the financing of the Project; and

**WHEREAS**, the Act provides that the Authority shall have the power to borrow money and provide financing sought by the Borrower for the Project; and

**WHEREAS**, the Authority proposes to provide and assist in the private placement of financing for the Project in an aggregate principal amount not to exceed \$60,000,000; and

**WHEREAS**, in order assist in the financing of the Project, the Authority will have to make an application (the “Local Finance Board Application”) to, and seek, obtain, and officially recognize the findings from the Local Finance Board (the “Local Finance Board”) in the Division of Local Government Services of the State Department of Community Affairs, all in accordance with N.J.S.A. 40A:5A-6, 7 and 8 of the Local Authorities Fiscal Control Law, which Local Finance Board Application, hearing and process shall to the extent permitted by applicable law, incorporate the requests for approval by the Local Finance Board of certain matters related to the Borrower, if necessary; and

**WHEREAS**, the Authority believes: (i) it is in the public interest to accomplish such purpose; (ii) said purpose is for the health, wealth, convenience or betterment of the inhabitants the County of Passaic (the "County"); (iii) the amounts to be expended for said purpose are not unreasonable or exorbitant; and (iv) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the County and will not create an undue financial burden to be placed upon the Authority; and

**WHEREAS**, the Authority will require the provision of certain professional services and will incur certain expenses with reference to the proposed project financing in conjunction with the Project; and

**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.; and

**WHEREAS**, the Authority solicited requests for proposals for the services set forth in this resolution, which were received by the Authority on or before February 20, 2020; and

**WHEREAS**, the Authority considered the responses submitted by the firms and entities to be awarded a contract by this resolution; and

**WHEREAS**, on February 26, 2020, at a public meeting of the Authority, the Authority deemed the firm and entities to be awarded a contract by this resolution to be qualified to provide the services set forth herein, in resolutions R 20-006, R 20-007, and R 20-009; and

**WHEREAS**, the Authority has determined that the process it has used to award the contracts necessary for this Project is a "fair and open" process, pursuant to N.J.S.A. 19:44A-20.7, for any contract in an amount to exceed \$17,500.

**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 a contract, 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/OR APPROVED TO	DESCRIPTION OF SERVICES	AMOUNT NOT TO EXCEED
Archer & Greiner P.C.	Bond Counsel to the Authority	\$95,000

Law Offices of Peter A. Tucci, Jr., LLC	General Counsel to the Authority	\$5,000
NW Financial Group, LLC	Financial Advisor to the Authority	\$72,782
Purchaser	Goldman Sachs	\$477,822
Trustee	U.S. Bank	\$5,000
Trustee Counsel	Mariniello & Mariniello, PC	\$5,000

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 or other project monies and not from the general budget/operating fund(s) of the Authority.

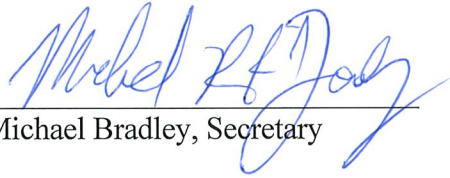
Section 4. The Chairman is authorized and directed to execute any and all documents necessary to effectuate the above, including, but not limited to, executing appropriate contracts.

Section 5. These contracts are 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 16, 2021.

  
Michael Bradley, Secretary

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

**RESOLUTION OF THE PASSAIC COUNTY IMPROVEMENT AUTHORITY  
ADOPTING A COVID-19 ABSENCE AND  
RETURN TO WORK POLICY**

**WHEREAS**, a regular meeting of the Passaic County Improvement Authority (the “Authority”) was held on February 16, 2021;

**WHEREAS**, the Coronavirus Disease 2019 (the “COVID-19”) is a contagious, and at times fatal, respiratory disease cause by the SARS-CoV-2 virus;

**WHEREAS**, on or about January 1, 2021, in order to protect the health, safety, and welfare of County residents and employees and with the force of State Law and County Authority, the County of Passaic adopted two policies: 1) EXPANDED NJ FAMILY LEAVE ACT – COVID 19; and 2) COVID-19 ABSENCE AND RETURN TO WORK POLICY, which policies, among other actions, set forth leave protections and requirements, in addition to testing requirements related to leave taken for treatment of COVID-19, COVID-19 symptoms, COVID-19 exposure, and care for relatives of employees suffering from COVID-19;

**WHEREAS**, the Authority desires to adopt the same policies to protect the health, safety, and welfare of its employees and the public.

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

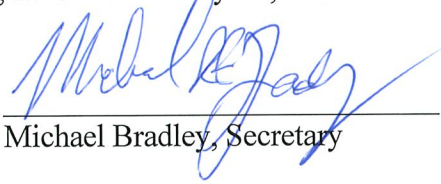
Section 1. The Authority hereby adopts the two attached policies of the County of Passaic, namely: 1) COVID-19 ABSENCE AND RETURN TO WORK POLICY, and 2) EXPANDED NJ FAMILY LEAVE ACT – COVID 19.

Section 2. The Executive Director and Chairman are authorized and directed to take all appropriate action to implement the policies.

Section 3. This Resolution shall remain in full force and effect until further action by the Authority, through its Commissioners.

Section 4. 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 16, 2021.

  
Michael Bradley, Secretary

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