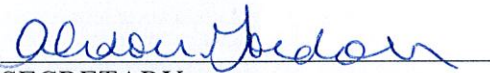


NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

NOTICE

PLEASE TAKE NOTICE that the Statutory Reorganizational Meeting of the Northwest Bergen County Utilities Authority will be held on Tuesday, February 4, 2014 immediately following the Work Session scheduled at 7:00pm prevailing time, in the offices of the Authority located at 30 Wyckoff Avenue, Waldwick, New Jersey.

BY ORDER OF THE CHAIRMAN


SECRETARY

Jan. 31, 2014

The Agenda is attached hereto and made part of this Notice.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

Reorganizational Meeting
February 4, 2014

1. Meeting called to Order.
2. Chairman's statement in accordance with C. 231, PL 1975.
3. Proof of notice – Reorganizational Meeting
4. Roll Call.
5. Salute to the Flag.
6. Approval of Minutes – Public Hearing Septage, Sludge and Gretwayer Fees – Jan. 7, 2014
Regular Meeting – January 7, 2014.
7. Election of Officers:
 - a) Report of Nominating Committee
 - b) Election of Chairman for ensuing year
 - c) Election of Vice-Chairman for ensuing year
8. Chairman's Remarks.
9. Consideration for approval of the list of Resolution attached dated February 4, 2014.
10. Reports of Committees.
11. Report of Treasurer.
12. Report of Counsel.
13. Report of Engineer.
14. Report of Executive Director.
15. Report of Superintendent.
16. Old Business.
17. New Business.
18. Public Comments (on subjects 6 through 17).
19. Adjournment.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

**LIST OF RESOLUTIONS
REORGANIZATIONAL MEETING
February 4, 2014**

- 14-2014 Approval of vouchers, payroll and tax deposits
- 15-2014 Approval of 2014 Meeting Schedule
- 16-2014 Appointment of Ridgewood News and the Record as Official Newspapers for 2014
- 17-2014 Qualification of Individuals/Firms for provision of Engineering Services
- 18-2014 Qualification of Individuals/Firms for provision of Legal Services
- 19-2014 Qualifications of Individuals/Firms for provision of Bond Counsel
- 20-2014 Retention of Auditor for 2014
- 21-2014 Retention of Authority Engineer 2014
- 22-2014 Retention of Authority Engineer for Service Charges
- 23-2014 Retention of General Counsel
- 24-2014 Retention of Authority Labor Counsel
- 25-2014 Retention of Bond Counsel
- 26-2014 Retention of Special Counsel
- 27-2014 Retention of Risk Manager
- 28-2014 Resolution of the NBCUA Approving the Consulting Engineer Project Report and Certificates of the Consulting Engineer and Accountant in Connection with the Construction of Various Sewer Improvements, including Modifications to Sanitary Sewer Pipe Allotment and additionally Construction at the Franklin Lakes Pump Station
- 29-2014 Resolution providing for the Declaration of Official Intent under Treasury Regulation Section 1.150-2 to Reimburse prior Expenditures related to Various Sewer System Improvements

30-2014 Resolution of the Northwest Bergen County Utilities Authority directing Application be made to the Local Finance Board Pursuant to N.J.S.A. 40:5A-6 and 58:11b-9(a)

31-2014 Resolution for loan Application to the NJDEP and NJEIT for Incinerator Improvements, NJEIFP S340700-NEW

MOTIONS

1-2014 Authorization for Executive Director and Assistant Executive Director to attend AEA Conference

2-2014 Authorization for Wastewater Management Plan Update

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 17-2014

Date: February 4, 2014

QUALIFICATIONS OF INDIVIDUALS/FIRMS FOR PROVISION OF ENGINEERING SERVICES

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.4 with respect to the retention of the following professional:

CONSULTING ENGINEERING SERVICES

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on January 10, 2014; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of January 24, 2014 from the following Individuals/Firms:

- Boswell Engineering – South Hackensack, NJ
- Chavond Barry Engineering Corp. – Blawenburg, NJ
- CH2M Hill – Parsippany, NJ
- CME Associates – Parlin, NJ
- Gilsanz, Murray & Steficek, LLP – Elmwood Park, NJ
- Hatch Mott McDonald – Iselin, NJ
- Maser Consulting, PA – Red Bank, NJ
- Remington & Vernick Engineers – Secaucus, NJ
- T&M Associates – Middletown, NJ
- URS Corporation – Clifton, NJ
- Vertical V – Northeast, Inc. – Rahway, NJ
- Tighe & Bond, Middletown, CT

WHEREAS, the Authority convened to evaluate the Request for Qualifications; and

WHEREAS, the Authority structured a competitive procurement process that sought to assure that each person and/or firm was provided an equal opportunity to submit a Qualification Statement in response to the Statements for Request for Qualifications; and

WHEREAS, the Authority intended to qualify persons and/or firms that: (i) possessed the professional, financial and administrative capabilities to provide the proposed engineering services, and (ii) would agree to work under the compensation, terms and conditions determined by the Authority to provide the greatest benefit to the ratepayers of the Authority’s service area; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 17-2014

Date: February 4, 2014

QUALIFICATIONS OF INDIVIDUALS/FIRMS FOR PROVISION OF ENGINEERING SERVICES

WHEREAS, pursuant to Section 5 of the Authority's Request for Qualifications, the Authority's objective was to select an organization or individual that would provide high quality and cost effective services to the citizens served by the Authority; and

WHEREAS, pursuant to Section 5 of the Authority's Request for Qualifications, the Authority applied its selection criteria and evaluated the proposals based upon the most advantageous submission, with the following factors being considered: (i) experience and reputation in the field; (ii) knowledge of the Authority and the subject matter addressed under the contract, (iii) availability to accommodate the required meetings of the Authority; and (iv) other factors demonstrated to be in the best interest of the Authority.

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby designates the following individuals/firms as Qualified to provide Consulting Engineering Services to the Authority:

- Boswell Engineering – South Hackensack, NJ
- Chavond Barry Engineering Corp. – Blawenburg, NJ
- CH2M Hill – Parsippany, NJ
- CME Associates – Parlin, NJ
- Gilsanz, Murray & Steficek, LLP – Elmwood Park, NJ
- Hatch Mott McDonald – Iselin, NJ
- Maser Consulting, PA – Red Bank, NJ
- Remington & Vernick Engineers – Secaucus, NJ
- T&M Associates – Middletown, NJ
- URS Corporation – Clifton, NJ
- Vertical V – Northeast, Inc. – Rahway, NJ
- Tighe & Bond, Middletown, CT

for the twelve month term commencing on the date of this resolution.

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

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 17-2014

Date: February 4, 2014

QUALIFICATIONS OF INDIVIDUALS/FIRMS FOR PROVISION OF ENGINEERING SERVICES

IT IS HEREBY CERTIFIED that this is a true copy of a Resolution adopted by the Northwest Bergen County Utilities Authority upon a roll call vote of all members of all Commissioners of the Authority eligible to vote at a regular meeting held on February 4, 2014.

CHAIRMAN

SECRETARY

	DaPuzzo	DePhillips	Gabbert	Kasparian	Kelahr	Plumley	Salazer	Chewcaskie
Offered								
Seconded								
Ayes								
Nayes								
Absent								
Abstain								

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

NO. 18-2014

Date: February 4, 2014

QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF LEGAL SERVICES

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.4 with respect to the retention of the following professional:

LEGAL SERVICES 2014

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on January 10, 2014; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of January 24, 2014 from the following Individuals/Firms:

- Eric M. Bernstein & Associates – Warren, NJ
- Waters, McPherson & McNeill, PC – Secaucus, NJ
- Sokol, Behot & Fiorenzo – Hackensack, NJ
- Rubenstein Meyerson, Fox Mancinelli, Conte & Bern, PA – Montvale, NJ

and

WHEREAS, the Authority convened to evaluate the Request for Qualifications; and

WHEREAS, the Authority structured a competitive procurement process that sought to assure that each person and/or firm was provided an equal opportunity to submit a Qualification Statement in response to the Statements for Request for Qualifications; and

WHEREAS, the Authority intended to qualify persons and/or firms that: (i) possessed the professional, financial and administrative capabilities to provide the proposed legal services, and (ii) would agree to work under the compensation, terms and conditions determined by the Authority to provide the greatest benefit to the ratepayers of the Authority’s service area; and

WHEREAS, pursuant to Section 5 of the Authority’s Request for Qualifications, the Authority’s objective was to select organizations or individuals that would provide high quality and cost effective services to the citizens served by the Authority; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

NO. 18-2014

Date: February 4, 2014

QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF LEGAL SERVICES

WHEREAS, pursuant to Section 5 of the Authority’s Request for Qualifications, the Authority applied its selection criteria and evaluated the proposals based upon the most advantageous submission, with the following factors being considered: (i) experience and reputation in the field; (ii) knowledge of the Authority and the subject matter addressed under the contract, (iii) availability to accommodate the required meetings of the Authority; and (iv) other factors demonstrated to be in the best interest of the Authority; and

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby designates the following individuals/firms as Qualified to provide Legal Services to the Authority

- Eric M. Bernstein & Associates – Warren, NJ
- Waters, McPherson & McNeill, PC – Secaucus, NJ
- Sokol, Behot & Fiorenzo – Hackensack, NJ
- Rubenstein Meyerson, Fox Mancinelli, Conte & Bern, PA – Montvale, NJ

for the twelve (12) month term commencing on the date of this resolution; and

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

IT IS HEREBY CERTIFIED that this is a true copy of a Resolution adopted by the Northwest Bergen County Utilities Authority upon a roll call vote of all members of all Commissioners of the Authority eligible to vote at a regular meeting on February 4, 2014.

CHAIRMAN

SECRETARY

	DaPuzzo	DePhillips	Gabbert	Kasparian	Kelahr	Plumley	Salazer	Chewcaskie
Offered								
Seconded								
Ayes								
Nays								
Absent								
Abstain								

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

NO. 19-2014

Date: February 4, 2014

QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF BOND COUNSEL SERVICES

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.4 with respect to the retention of the following professional:

BOND COUNSEL SERVICES

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on January 10, 2014; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of January 24, 2014 from the following Individuals/Firms:

- Gibbons, PC – Newark, NJ
- John G. Hudak, Esq., LLC – Linden, NJ
- John L. Kraft, Esq. – Edison, NJ
- Parker McCay, PA – Mount Laurel, NJ

and

WHEREAS, the Authority convened to evaluate the Request for Qualifications; and

WHEREAS, the Authority structured a competitive procurement process that sought to assure that each person and/or firm was provided an equal opportunity to submit a Qualification Statement in response to the Statements for Request for Qualifications; and

WHEREAS, the Authority intended to qualify persons and/or firms that: (i) possessed the professional, financial and administrative capabilities to provide the proposed bond counsel services, and (ii) would agree to work under the compensation, terms and conditions determined by the Authority to provide the greatest benefit to the ratepayers of the Authority’s service area; and

WHEREAS, pursuant to Section 5 of the Authority’s Request for Qualifications, the Authority’s objective was to select organizations or individuals that would provide high quality and cost effective services to the citizens served by the Authority; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

NO. 19-2014

Date: February 4, 2014

QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF BOND COUNSEL SERVICES

WHEREAS, pursuant to Section 5 of the Authority’s Request for Qualifications, the Authority applied its selection criteria and evaluated the proposals based upon the most advantageous submission, with the following factors being considered: (i) experience and reputation in the field; (ii) knowledge of the Authority and the subject matter addressed under the contract, (iii) availability to accommodate the required meetings of the Authority; and (iv) other factors demonstrated to be in the best interest of the Authority; and

NOW, THEREFORE, BE IT RESOLVED, that the Authority hereby designates the following individuals/firms as Qualified to provide Bond Counsel Services to the Authority

- Gibbons, PC – Newark, NJ
- John G. Hudak, Esq., LLC – Linden, NJ
- John L. Kraft, Esq. – Edison, NJ
- Parker McKay, PA – Mount Laurel, NJ

for the twelve (12) month term commencing on the date of this resolution; and

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

IT IS HEREBY CERTIFIED that this is a true copy of a Resolution adopted by the Northwest Bergen County Utilities Authority upon a roll call vote of all members of all Commissioners of the Authority eligible to vote at a regular meeting on February 4, 2014.

CHAIRMAN

SECRETARY

	DaPuzzo	DePhillips	Gabbert	Kasparian	Kelaheer	Plumley	Salazer	Chewcaskie
Offered								
Seconded								
Ayes								
Nayes								
Absent								
Abstain								

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 28-2014

Date: February 4, 2014

RESOLUTION OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY APPROVING THE CONSULTING ENGINEER PROJECT REPORT AND CERTIFICATES OF THE CONSULTING ENGINEER AND ACCOUNTANT IN CONNECTION WITH THE CONSTRUCTION OF VARIOUS SEWER IMPROVEMENTS, INCLUDING MODIFICATIONS TO SANITARY SEWER PIPE ALLOTMENT AND ADDITIONAL CONSTRUCTION AT THE FRANKLIN LAKES PUMP STATION.

WHEREAS, THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY (the "Authority") has reviewed the project report prepared by its consulting engineer and certificate prepared by its consulting engineer and auditor in connection with the construction of various sewer improvements, including modifications to sanitary sewer pipe allotment and additional construction at the Franklin Lakes pump station, as part of the Franklin Lakes Business District Sanitary Sewer Project; and

NOW, THEREFORE, BE IT RESOLVED BY THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY, as follows:

Section 1. The Authority hereby approves the project report prepared by its consulting engineer and certificates prepared by its consulting engineer and auditor in connection with the construction of various sewer improvements, including modifications to sanitary sewer pipe allotment and additional construction at the Franklin Lakes pump station as part of the Franklin Lakes Business District Sanitary Sewer Project.

Section 2. This resolution shall take effect immediately.

SECRETARY

CHAIRMAN

	DaPuzzo	DePhillips	Gabbert	Kasparian	Kelahr	Plumley	Salazer	Chewcaskie
Offered								
Seconded								
Ayes								
Nayes								
Absent								
Abstain								

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 29-2014

Date: February 4, 2014

**RESOLUTION PROVIDING FOR THE DECLARATION
OF OFFICIAL INTENT UNDER TREASURY REGULATION SECTION 1.150-2
TO REIMBURSE PRIOR EXPENDITURES RELATED TO
VARIOUS SEWER SYSTEM IMPROVEMENTS**

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") intends to issue debt obligations, the interest on which is excluded from gross income under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code") and that will be used to finance various sewer improvements, including modifications to sanitary sewer pipe allotment and additional construction at the Franklin Lakes pump station, as part of the Franklin Lakes Business District Sanitary Sewer Project (the debt obligations herein referred to as "Project Debt Obligations" herein referred to as the "Project");

WHEREAS, the Authority intends to finance the Project, in part, with the Project Debt Obligations but may pay for certain costs of the Project ("Project Costs") prior to the issuance of the Project Debt Obligations with funds of the Authority which are not borrowed funds;

WHEREAS, the Authority desires to preserve its rights to treat an allocation of proceeds of the Project Debt Obligations to the reimbursement of Project Costs paid by the Authority 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 141-150 of the Code.

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

Section 1. The Authority 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 resolution is intended to be and hereby is a declaration of the Authority's official intent to reimburse the Authority for expenditure of Project Costs by the Authority paid prior to the issuance of the Project Debt Obligations with the proceeds of the Project Debt Obligations, in accordance with Treasury Regulation Section 150-2.

Section 3. The maximum principal amount of the Project Debt Obligations expected to be issued to finance the Project is \$600,000.

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.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 29-2014

Date: February 4, 2014

RESOLUTION PROVIDING FOR THE DECLARATION OF OFFICIAL INTENT UNDER TREASURY REGULATION SECTION 1.150-2 TO REIMBURSE PRIOR EXPENDITURES RELATED TO VARIOUS SEWER SYSTEM IMPROVEMENTS

Section 5. No reimbursement allocation will employ an "abusive arbitrage device" under Treasury Regulation Section 1.148-10 to avoid the arbitrage restrictions or to avoid the restrictions under Sections 142 through 147 of the Code. The proceeds of the Project Debt Obligations used to reimburse the Authority 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 Regulation Section 1.148-1) of the Project Debt Obligations or another issue of debt obligations of the Authority, other than amounts deposited into a "bona fide debt service fund" (as defined in Treasury Regulation Section 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 Regulation Section 1.150-2) or abandoned, but in no event more than 3 years after the expenditure is paid.

Section 7. This resolution will take effect immediately.

The foregoing is a true and complete copy of a resolution adopted by the governing body of Northwest Bergen County Utilities Authority at a meeting thereof duly called and held on February 4, 2014.

Secretary

Chairman

[SEAL]

Table with 9 columns (DaPuzzo, DePhillips, Gabbert, Kasparian, Kelaher, Plumley, Salazer, Chewcaskie) and 6 rows (Offered, Seconded, Ayes, Naves, Absent, Abstain).

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 30-2014

Date: February 4, 2014

RESOLUTION OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY DIRECTING APPLICATION BE MADE TO THE LOCAL FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6 AND 58:11b-9(a).

WHEREAS, THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY (the "Authority") desires to make application to the Local Finance Board for its review of a proposed project financing in connection with the undertaking of various sewer improvements, including modifications to sanitary sewer pipe allotment and additional construction at the Franklin Lakes pump station, as part of the Franklin Lakes Business District Sanitary Sewer Project for the Authority in connection with a loan through the New Jersey Environmental Infrastructure Trust; and

WHEREAS, THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY believes that:

- (a) it is in the public interest to accomplish such purposes,
- (b) said purposes or improvements are for the health, welfare, convenience or betterment of the inhabitants of the local unit or units,
- (c) the amounts to be expended for said purposes or improvements are not unreasonable or exorbitant,
- (d) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the local unit or units and such purposes or improvements will not cause any undue financial burden to be placed upon the local unit or units,

NOW, THEREFORE, BE IT RESOLVED BY THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY, as follows:

Section 1. Application to the Local Finance Board for consideration by said Board of the Authority's proposed project financings is hereby approved and the Authority's Counsel and Bond Counsel, along with the other representatives of the Authority, are hereby authorized to prepare such application and to represent the Authority in the matters pertaining thereto.

Section 2. The Secretary of the Authority is hereby directed to cause a copy of this resolution to be filed with the Local Finance Board as a part of such application.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 30-2014

Date: February 4, 2014

RESOLUTION OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY DIRECTING APPLICATION BE MADE TO THE LOCAL FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6 AND 58:11b-9(a).

Section 3. The Local Finance Board is hereby respectfully requested to consider such application and to record its findings as provided in subsection (7) of the Local Authorities Fiscal Control Law, constituting Chapter 313 of the Pamphlet Laws of 1983, of the State of New Jersey and as provided in connection with its loan through the New Jersey Environmental Infrastructure Trust.

CHAIRMAN

SECRETARY

	DaPuzzo	DePhillips	Gabbert	Kasparian	Kelahr	Plumley	Salazer	Chewcaskie
Offered								
Seconded								
Ayes								
Nays								
Absent								
Abstain								

