

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by COMMISSIONER CHEWCASKIE

Seconded by COMMISSIONER SHAFRON **Date** Feb . 7 , 2 0 1 2

CONSENT RESOLUTION

RESOLVED,

BE IT RESOLVED, that the following Consent Resolution herewith listed having been considered by the Commissioners of this Authority be and are hereby passed and approved.

- 08-2012. Approval of vouchers, payroll and tax deposits.**
- 09-2012. Approval of 2012 Meeting Schedule.**
- 10-2012. Appointment of The Ridgewood News & The Record as Official Newspapers for 2012.**
- 11-2012. Authorization for Purchasing Agent to purchase goods or Services from approved New Jersey State Contract Vendors For 2012.**
- 12-2012. Qualification of Individuals/Firms for provision of Engineering Services.**
- 13-2012. Qualification of Individuals/Firms for Provision of Legal Services.**
- 14-2012. Appointment of Auditor for 2012.**
- 15-2012. Appointment of Bond Counsel.**
- 16-2012. Appointment of Authority Consulting Engineer for 2012.**
- 17-2012. Appointment of Authority Engineer for 2013 Service Charges.**
- 18-2012. Appointment of JIF Risk Manager for 2012.**
- 19-2012. Appointment of Authority General Counsel for 2012.**
- 20-2012. Appointment of Authority Labor Counsel for 2012.**

- 21-2012. Resolution of the NBCUA approving and authorizing the Issuance, sale and delivery of Utility System Subordinated Revenue Bonds, Series 2012 to the New Jersey Environmental Infrastructure Trust and the State of New Jersey in order to Evidence obligations to repay certain loans to be made to the Authority.
- 22-2012. Resolution amending the Contract #259 for the Franklin Lakes Business District Sanitary Sewer Project to the amount of \$3,806,433.49.


SECRETARY


VICE-CHAIRMAN

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher, Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

**NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

Offered by Commissioner Chewcaskie

No. 08-2012.

Seconded by Commissioner Shafron

Date Feb. 7, 2012

**APPROVAL OF VOUCHERS, PAYROLL TRANSFERS, PAYROLL TAX DEPOSITS
AND PENSIONS & BENEFITS TRANSFERS**

RESOLVED,

WHEREAS, the Northwest Bergen County Utilities Authority has received vouchers in claim for payment of materials supplied and/or rendered; and

WHEREAS, the said vouchers have been reviewed and the amount indicated on each voucher has been determined to be due and owing; and

WHEREAS, the Northwest Bergen County Utilities Authority has made payroll transfers, payroll tax deposits and Pension & Benefits transfers for the month of Jan. 2012 and Health and Dental Benefits transfers for February 2012; and

WHEREAS, the Commissioners of the Authority have reviewed the vouchers, payroll transfers, payroll tax deposits, Pension and Benefits, and Health and Dental Benefits transfers listing on the attached reports and have found them to be in order.

NOW, THEREFORE, BE IT

RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority, that all vouchers, payroll transfers, payroll tax deposits, Pension & Benefits and Health and Dental Benefits transfers listed and reports attached hereto, dated Feb. 7, 2012 be and they hereby are approved for payment from the proper accounts as follows:

ACCOUNT:	PAYROLL ACCOUNT
NET PAYROLL:	\$202,944.29

ACCOUNT:	TAX DEPOSIT ACCOUNT
TOTAL:	\$ 80,781.23

**NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY
RESOLUTION**

Offered by: Commissioner Chewcaskie

No. 08-2012. page 2

Seconded by: Commissioner Shafron

Date: Feb. 7, 2012

ACCOUNT: PERS AND CONTRIBUTORY INSURANCE
TOTAL TRANSFER: \$ 25,579.28

ACCOUNT: HEALTH BENEFITS CONTRIBUTION EMPLOYER
TOTAL TRANSFER: \$ 91,475.61

ACCOUNT: HEALTH BENEFITS CONTRIBUTION EMPLOYEE
TOTAL: \$ 1,364.41

ACCOUNT: DENTAL BENEFITS
TOTAL TRANSFER: \$ 4,482.09

ACCOUNT: DCRP EMPLOYEE CONTRIBUTION - JAN.
TOTAL: \$ 27.08


ACCOUNT: DCRP EMPLOYER CONTRIBUTION - JAN.
TOTAL: \$ 12.50

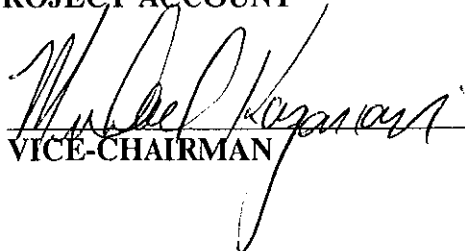
ACCOUNT: OPERATING ACCOUNT
TOTAL: \$354,856.51

ACCOUNT: GENERAL IMPROVEMENT
TOTAL: \$ 1,160.75

ACCOUNT: 2009A PROJECT ACCOUNT
TOTAL: \$244,445.02

ACCOUNT: 2010 WWT PROJECT ACCOUNT
TOTAL: \$ 36,216.25


SECRETARY


VICE-CHAIRMAN

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

OFFERED BY Commissioner Chewcaskie **No.** **09-2012.**

SECONDED BY Commissioner Shafron **DATE** **Feb. 7, 2012**

2012 SCHEDULE OF MEETINGS

RESOLVED,

BE IT RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority, that the regularly scheduled meetings of the Northwest Bergen County Utilities Authority for the year 2012 shall be held in the offices of the Authority located at 30 Wyckoff Ave., in the Borough of Waldwick, New Jersey, and shall be held on the days and the times as set forth in the attached schedule.

BE IT FURTHER RESOLVED, that, in the event the schedule as set forth herein is revised, such revisions shall be posted, mailed and noticed as required by law.



VICE-CHAIRMAN



SECRETARY

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Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher, Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

MEETING SCHEDULE FOR 2012

2012 MONTH	WORK SESSION TUESDAY FOLLOWED BY THE REGULAR MEETING 7:00 PM	W/S WEDNESDAY 7:00 PM	SPECIAL MEETING 7:00 PM
FEBRUARY	7		---
MARCH	6		---
APRIL	3		---
MAY	1		---
JUNE	5		---
JULY	10		---
AUGUST	---		---
	NO MEETINGS SCHEDULED FOR AUGUST		
SEPTEMBER	4		---
OCTOBER	2	---	*2
	*2nd - ADOPT PRELIMINARY BUDGET & SEND TO DIV. OF LOCAL GOVT., SET DATE FOR PUBLIC HEARING		
NOVEMBER	----	7	---
DECEMBER	4		*4
	*PUBLIC HEARING FOR BUDGET		
2013			
JANUARY	8		---
FEBRUARY	5		---
	REORGANIZATION MEETING		

***No official action taken at Work Sessions.**

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 10-2012.

Seconded by Commissioner Dachnowicz

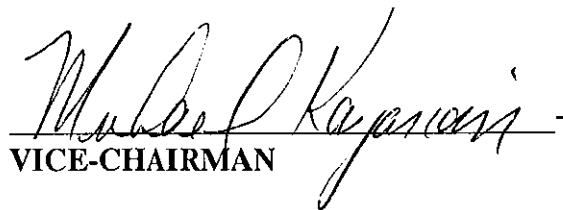
Date: Feb. 7, 2012

AUTHORITY'S OFFICIAL NEWSPAPERS FOR 2012

WHEREAS, the Northwest Bergen County Utilities Authority requires the services of designated newspapers to carry advertisements and legal notices as required by the Northwest Bergen County Utilities Authority pursuant to law.

NOW, THEREFORE, BE IT

RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority, that THE RECORD and the RIDGEWOOD NEWS be and the same are hereby designated as official newspapers of the Northwest Bergen County Utilities Authority for the year 2012 for the purposes of publishing advertisements and legal notices as the same may be necessary for the Northwest Bergen County Utilities Authority, and as required by law.


VICE-CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher, Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 11-2012.

Seconded by Commissioner Shafron

Date: Feb. 7, 2012

**RESOLUTION AUTHORIZING CONTRACTS WITH CERTAIN APPROVED STATE
CONTRACT VENDORS FOR CONTRACTING UNITS PURSUANT TO
N.J.S.A.40A:11-12a**

WHEREAS, the Northwest Bergen County Utilities Authority, pursuant to N.J.S.A.40A:1-12a and N.J.A.C.5:34-7.29(c), may by resolution and without advertising for bids, purchase any goods or services under the State of New Jersey Cooperative Purchasing Program for any State contracts entered into on behalf of the State by the Division of Purchase and Property in the Department of the Treasury; and

WHEREAS, the Northwest Bergen County Utilities Authority has the need on a timely basis to purchase goods or services utilizing State contracts; and

WHEREAS, the Northwest Bergen County Utilities Authority intends to enter into contracts with the attached Referenced State Contract Vendors through this resolution and properly executed contracts, which shall be subject to all the conditions applicable to the current State contracts;

NOW, THEREFORE, BE IT

RESOLVED, that the Northwest Bergen County Utilities Authority authorizes the Purchasing Agent to purchase certain goods or services from those approved New Jersey State Contract Vendors on the attached list, pursuant to all conditions of the individual State contracts; and

BE, IT FURTHER, RESOLVED, that the governing body of the Northwest Bergen County Utilities Authority pursuant to N.J.A.C.5:30-5.5(b), the certification of available funds, shall either certify the full maximum amount against the budget at the time the contract is awarded, or no contract amount shall be chargeable or certified until such time as the goods or services are

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 11-2012 pg. 2

Seconded by Commissioner Shafron


Date: Feb. 7, 2012

ordered or otherwise called for prior to placing the order, and a certification of availability of funds is made by the Chief Financial Officer; and

BE IT FURTHER RESOLVED, that the duration of the contracts between the Northwest Bergen County Utilities Authority and the Referenced State Contract Vendors shall be from January 1, 2012 to December 31, 2012.

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 Commissioners of the Authority eligible to vote at a reorganization meeting held on February 7, 2012.


VICE-CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher, Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

REFERENCED STATE CONTRACT VENDORS

<u>Commodity/Service</u>	<u>Vendor</u>	<u>State Contract #</u>
General Office Supplies	Staples, Inc.	M-0052 (exp.7/31/14)
Custodial/Maintenance Supplies	Grainger, Inc.	M-0002 (exp.2/28/14)
Fire Extinguisher Maintenance	FYR Fyter Sales	65807 (exp.5/31/12)
Laboratory Supplies	Hach Chemical	75843 (exp.12/31/13)
	Fisher Scientific	75827 (exp.12/31/13)
	J&H Berg	75819 (exp.12/31/13)
	VWR Scientific	75846 (exp.12/31/13)

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 12-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

**QUALIFICATION 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 ENGINEER

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012** from the following Individuals/Firms

- Boswell Engineering – South Hackensack, NJ
- Cerenzio & Panaro, PC – Sparta, NJ
- CH2M HILL – Parsippany, NJ
- CME Consulting and Municipal Engineers, Parlin, Nj
- Hatch Mott MacDonald – Millburn, NJ
- Remington, Vernick & Arango Engineers – Secaucus, NJ
- T&M Associates – Middletown, NJ
- Tighe&Bond, INC, - Westfield, MA
- URS, Paramus, NJ

and

WHEREAS, in 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

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 12-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

**QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF
ENGINEERING SERVICES**

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

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; and

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
- Cerenzio & Panaro, PC – Sparta, NJ
- CH2M HILL – Parsippany, NJ
- CME Consulting and Municipal Engineers, Parlin, Nj
- Hatch Mott MacDonald – Millburn, NJ
- Remington, Vernick & Arango Engineers – Secaucus, NJ
- T&M Associates – Middletown, NJ

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 12-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

**QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF
ENGINEERING SERVICES**

- Tighe&Bond, INC, - Westfield, MA
- URS, Paramus, NJ

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.

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 7, 2012.



SECRETARY



VICE CHAIRMAN

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 13-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

**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 2012

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012** from the following Individuals/Firms

- Eric M. Bernstein & Associates – Warren, NJ
- Kaufman, Bern, Deutsch & Leibman, LLP – Fort Lee, NJ
- Sokol, Behot & Fiorenzo – Hackensack, 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 auditing 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

Offered by Commissioner Chewcaskie

No. 13-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

**QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF
LEGAL SERVICES**

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

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
- Kaufman, Bern, Deutsch & Leibman, LLP – Fort Lee, NJ
- Sokol, Behot & Fiorenzo – Hackensack, NJ

for the twelve-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 held on February 7, 2012.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

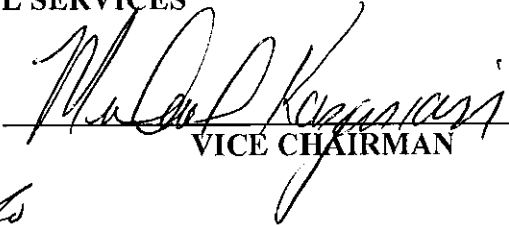
Offered by Commissioner Chewcaskie

No. 13-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

QUALIFICATION OF INDIVIDUALS/FIRMS FOR PROVISION OF
LEGAL SERVICES


VICE CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 14-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF AUDITOR FOR 2012 PURSUANT TO N.J.S.A. 19:44A-20.4

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of the following professional:

AUDITOR FOR 2012

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; 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 a person and/or firm that: (i) possessed the professional, financial and administrative capabilities to provide the proposed auditing 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

Offered by Commissioner Chewcaskie

No. 14-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF AUDITOR FOR 2012 PURSUANT TO N.J.S.A. 19:44A-20.4

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; and

WHEREAS, the firm of Lerch, Vinci & Higgins, LLP was determined to be highly qualified and eminently capable of providing auditing services to the Authority; and

WHEREAS, the Authority has determined that it is in its best interest to retain the professional Lerch, Vinci & Higgins, LLP as set forth in this Resolution; and

WHEREAS, Lerch, Vinci & Higgins, LLP shall audit the financial services of all funds and account groups which collectively comprise the financial statements of the Authority, and

WHEREAS, Lerch, Vinci & Higgins, LLP has proposed to perform the following additional services which include: (i) review of the Authority's 2012 budget and supporting documentation; (ii) review of deferred compensation plan for 2012; (iii) review of quarterly

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 14-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF AUDITOR FOR 2012 PURSUANT TO N.J.S.A. 19:44A-20.4

compiled financial statements of 2012, for June; and (iv) Annual Sewer Connection Fee Calculation; and

WHEREAS, the fee for the audit of the fiscal year ending December 31, 2012, and additional services shall be as follows:

Services	Fee
Annual Statutory Audit	\$41,000
Review of Deferred Compensation Plan	\$4,500
Capital Financing	\$30,000
Review of Audit Budget	\$3,000
Annual Sewer Connection Fee Calculation	\$15,000
TOTAL	\$93,500

WHEREAS, services rendered on behalf of the Authority, not listed above will be billed based upon Lerch, Vinci & Higgins, LLP's standard billing rates, as follows:

Position	Amount Per Hour
Partners	\$140- \$170 per hour
Managers	\$100 - \$125 per hour
Senior Accountants/Supervisors	\$80- \$100 per hour

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 14-2012 Page 4

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF AUDITOR FOR 2012 PURSUANT TO N.J.S.A. 19:44A-20.4

Staff Accountants	\$70 - \$80 per hour
Other Personnel	\$45 per hour

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby retains *Lerch, Vinci & Higgins, LLP* for the year ending December 31, 2012 and until a successor has been named.

BE IT FURTHER RESOLVED that the general counsel be and the same is hereby authorized and directed to prepare a professional services agreement for the aforementioned for execution and delivery by the Authority and the professional, with compensation to the professional **in an amount not to exceed One Hundred and Fifteen Thousand (\$115,000) Dollars.**

BE IT FURTHER RESOLVED that in the event that *Lerch, Vinci & Higgins, LLP* anticipates it will exceed the amount set forth, it shall seek further authorization from the Authority at such time.

BE IT FURTHER RESOLVED that notice of the contract award shall be advertised in accordance applicable law; and

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

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

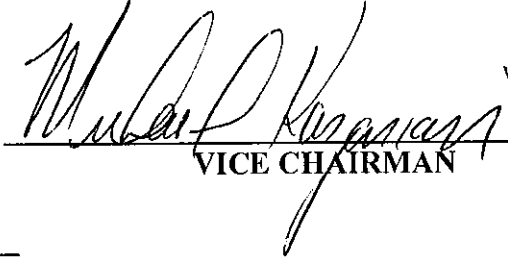
No. 14-2012 Page 5

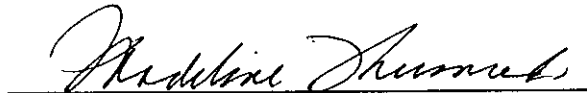
Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF AUDITOR FOR 2012 PURSUANT TO N.J.S.A. 19:44A-20.4

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 7, 2012.


VICE CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 15-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF BOND COUNSEL PURSUANT TO N.J.S.A. 19:44A-20.4

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of the following professional:

BOND COUNSEL

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; and

WHEREAS, the Authority requires a **BOND COUNSEL** to provide the services necessary for the issuance of bonds required for financing of **The Franklin Lakes Business District Sanitary Sewer Project** (NJEIFP No. S-340700-09) and other potential capital projects; 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 a person and/or firm that: (i) possessed the professional, financial and administrative capabilities to provide the proposed 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

Offered by Commissioner Chewcaskie

No. 15-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF BOND COUNSEL PURSUANT TO N.J.S.A. 19:44A-20.4

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; and

WHEREAS, John D. Draikiwicz of the firm of Gibbons P.C. was determined to be highly qualified and capable of providing this service to the Authority; and

WHEREAS, the Authority has determined that it is in its best interest to retain the professional John D. Draikiwicz of the firm of Gibbons P.C. as set forth in this Resolution; and

WHEREAS, Gibbons, P.C. has proposed to perform all services required for the issuance of these bonds at a compensation amount not to exceed **\$65,000**; and

WHEREAS, this fee is within the guidelines provided by the NJEIT for Administrative Expenses for such programs.

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby retains John D. Draikiwicz of the firm of Gibbons P.C. to serve as Bond Counsel for the project described above for the twelve-month term commencing on the Resolution date.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 15-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF BOND COUNSEL PURSUANT TO N.J.S.A. 19:44A-20.4

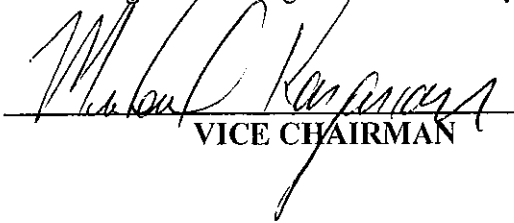
BE IT FURTHER RESOLVED that the general counsel be and the same is hereby authorized and directed to prepare a professional services agreement for the aforementioned for execution and delivery by the Authority and the professional, with compensation to the professional **in an amount not to exceed \$65,000.**

BE IT FURTHER RESOLVED that in the event that Gibbons P.C. anticipates it will exceed the amount set forth, it shall seek further authorization from the Authority at such time.

BE IT FURTHER RESOLVED that notice of the contract award shall be advertised in accordance with applicable law; 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 held on February 7, 2012.


VICE CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 16-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of the following professional:

CONSULTING ENGINEER

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; 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 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

Offered by Commissioner Chewcaskie

No. 16-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, by **Resolution 12-2012** the Authority identified a number of Engineering Firms as qualified to perform Engineering Services required by the Authority; and

WHEREAS, the firm of T&M Associates was determined to be highly qualified and eminently capable of providing Consulting Engineering Services to the Authority; and

WHEREAS, the Authority has determined that it is in its best interest to retain the firm of T&M Associates as Authority Consulting Engineer as set forth in this Resolution; and

WHEREAS, the services rendered on behalf of the Authority include:

- Attendance at all Authority Meetings
- Preparation of the Authority Annual Report, including all necessary inspections and investigations required to prepare the Report.
- Miscellaneous Engineering General Consulting Services as requested by the Authority Staff; and

WHEREAS, services rendered on behalf of the Authority will be billed based upon T&M's Hourly Billing Rates attached to this Resolution at a not-to-exceed cost of **\$85,000** for the services described above; and

WHEREAS, T&M Associates has agreed that they will not bill the Authority for time resulting from travel to/from the Authority offices in Waldwick NJ

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby retains T&M Associates as Consulting Engineer for the twelve-month term commencing on the date of this resolution; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 16-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

BE IT FURTHER RESOLVED that the Authority shall prepare a professional services agreement for the aforementioned for execution and delivery by the Authority and the professional, with compensation to the professional at T&M Billing Rates, in an amount not to exceed \$85,000.

BE IT FURTHER RESOLVED that, in the event that T&M Associates anticipates it will exceed the amount set forth above, it shall seek further authorization from the Authority at such time.


BE IT FURTHER RESOLVED that notice of the contract award shall be advertised in accordance with applicable law; 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 held on February 7, 2012.



SECRETARY



VICE CHAIRMAN

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator



2012 Schedule of Hourly Billing Rates

Billing Titles	Billing Rate/Hour
Technical and Field Staff Entry Level	\$60.00
Field Staff - Grade 1	\$68.00
Technical Staff - Grade 1, Administrative Support Staff	\$73.00
Field Staff - Grade 2	\$80.00
Technical Staff - Grade 2 Professional Entry Level	\$94.00
Field Staff - Grade 3	\$94.00
Technical Staff - Grade 3	\$107.00
Field Staff - Grade 4	\$107.00
Technical Staff - Grade 4 Professional I	\$119.00
Field Staff - Grade 5	\$120.00
Technical Staff - Grade 5 Professional II	\$129.00
Professional III Supervising Field Staff	\$139.00
Professional IV Supervising Technical Staff	\$155.00
Professional V (Field & Support)	\$155.00
Professional V	\$174.00
Supervising Professional Unit Supervisor, Professional VI	\$194.00
Group Manager Professional VII	\$210.00
Principal, Manager, Professional VIII, IX	\$231.00
Survey Crew 1	\$138.00
Survey Crew 2	\$177.00
Survey Crew 3	\$210.00

Effective January 1, 2012

Billing Basis: Fixed Rate for Each Billing

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 17-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR SERVICE CHARGES
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of the following professional:

CONSULTING ENGINEER FOR SERVICE CHARGES

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; 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 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

Offered by Commissioner Chewcaskie

No. 17-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR SERVICE CHARGES
PURSUANT TO N.J.S.A. 19:44A-20.4**

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; and

WHEREAS, Paul Malmrose of the firm of Tighe & Bond, Inc. was determined to be highly qualified and capable of providing these Consulting Engineering Services to the Authority based on his experience of having served the Authority in various capacities, including determining service charges, since 1983; and

WHEREAS, the Authority has determined that it is in its best interest to retain the firm of Tighe & Bond as Consulting Engineer for Service Charges as set forth in this Resolution; and

WHEREAS, the services to be rendered on behalf of the Authority include the following tasks and remuneration:

- | | |
|--|---------|
| 1. Task 1 – Review of 1 st Quarter Meter Data | \$4,200 |
| 2. Task 2 – Review of 2 nd Quarter Meter Data | \$4,600 |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 17-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR SERVICE CHARGES
PURSUANT TO N.J.S.A. 19:44A-20.4**

3. Task 3 – Review of 2013 Preliminary User Charges	\$7,500
4. Task 4 – Review of Final User Charges	<u>\$3,900</u>
TOTAL	\$20,200
5. Task 5 – Miscellaneous Consulting Services related	\$8,500 (estimated).

WHEREAS, services rendered on behalf of the Authority will be billed for each Task as stated above except that Task 5 will be billed based on actual time at a rate of \$192 per hour for services provided by Paul Malmrose and \$69 per hour for services provided by an administrative assistant, with a not-to-exceed cost of \$8,500, for a total cost for these services not to exceed **\$28,700**.

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby retains Paul Malmrose of Tighe & Bond as Consulting Engineer for Service Charges for the twelve-month term commencing on the Resolution date.

BE IT FURTHER RESOLVED that the Authority shall prepare a professional services agreement for the aforementioned for execution and delivery by the Authority and the professional, with compensation to the professional in an amount not to exceed **\$28,700**.

BE IT FURTHER RESOLVED that notice of the contract award shall be advertised in accordance applicable law; and

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

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie


No. 17-2012 Page 4

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY ENGINEER FOR SERVICE CHARGES
PURSUANT TO N.J.S.A. 19:44A-20.4**

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 7, 2012.


VICE CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by

No. 18-2012 Page 1

Seconded by

Date: February 7, 2012

RETENTION OF RISK MANAGER FOR 2012 PURSUANT TO N.J.S.A.19:44A-20.4

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") is currently a participating member in the New Jersey Utility Authorities Joint Insurance Fund (the "NJUAJIF"); and

WHEREAS, a number of Utilities Authorities in the State of New Jersey have joined together to form the New Jersey Utilities Authority Joint Insurance Fund (the "NJUAJIF"), as permitted by N.J.S.A.40A:10-36; and

WHEREAS, THE NJUAJIF offers coverage to Utilities Authorities of the State of New Jersey who agree to become members ("members") for: Workers Compensation; Employer Liability (other than Motor Vehicle); Property Damage (other than Motor Vehicle); and Motor Vehicle; and

WHEREAS, the By-laws provide that each member may appoint an Insurance Producer to perform various professional services relating to membership in NJUAJIF, including the evaluation of claims exposures; explanation of coverage and options; preparation of applications and claims; review of annual assessment, losses and reports, and such other services required by the member; and

WHEREAS, six percent (6%) of the annual assessment charged by the NJUAJIF is reserved for compensation to the Insurance Producer if one is elected by the member, otherwise it is reimbursed to the member; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by

No. 18-2012 Page 2

Seconded by

Date: February 7, 2012

RETENTION OF RISK MANAGER FOR 2012 PURSUANT TO N.J.S.A.19:44A-20.4

WHEREAS, The Authority has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of Risk Manager for 2012; and

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority has received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; 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 a person and/or firm that (i) possessed the professional, financial and administrative capabilities to provide the proposed Risk Management Services, and (ii) would agree to work under the compensation, terms and conditions determined by the Authority to provide the greatest benefit to the taxpayers of Bergen County; and

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

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by

No. 18-2012 Page 3

Seconded by

Date: February 7, 2012

RETENTION OF RISK MANAGER FOR 2012 PURSUANT TO N.J.S.A.19:44A-20.4

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

WHEREAS, the firm of Brown & Brown was determined to be highly qualified and eminently capable of providing Risk Management Services to the Authority; and

WHEREAS, the Authority has determined that it is in the best interest to retain the professional Brown & Brown as set forth in this Resolution; and

WHEREAS, Brown & Brown will provide to the Authority professional Risk Management Consulting Services as required in the by-laws of the NJUAIIF.

WHEREAS, the Commissioners of the Authority have determined that it is in the best interest of the Authority, and the municipalities served by it, to appoint an Insurance Producer for the year ending December 31, 2012 and until a successor has been named to perform services relating to such membership.

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority that the Authority does hereby agree to appoint the firm of

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 18-2012 Page 4

Seconded by Commissioner Shafron

Date: February 7, 2012

RETENTION OF RISK MANAGER FOR 2012 PURSUANT TO N.J.S.A.19:44A-20.4

Brown & Brown Insurance, P.O. Box 679, Florham Park, NJ 07932-0679 as its Insurance Producer for the year ending December 31, 2012 for purposes of the Authority's membership in the New Jersey Utilities Authority's Joint Insurance Fund, and Agrees that the reserved fee of six percent (6%) of the Authority's annual Assessment may be paid to such Insurance Producer by the NJUAJIF; and

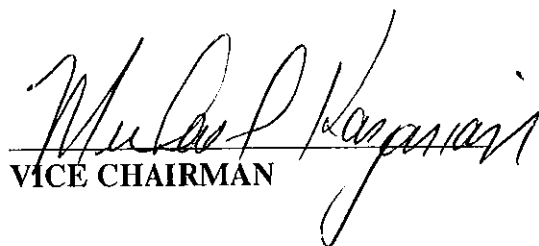
BE IT FURTHER RESOLVED, that notice of the contract award shall be advertised in accordance applicable law; and

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 Members of all Commissioners of the Authority eligible to vote at a regular meeting held on February 7, 2012.



SECRETARY



VICE CHAIRMAN

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher, Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 19-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF GENERAL COUNSEL FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of the following professional:

GENERAL COUNSEL FOR 2012

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; 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 a person and/or firm 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, by **Resolution 13-2012**, the Authority identified a number of firms as qualified to perform the legal services required by the Authority; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 19-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF GENERAL COUNSEL FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, the firm of Sokol, Behot & Fiorenzo is deemed to be highly qualified and capable of providing legal services to the Authority based upon the extensive experience of members and associates of the firm; and

WHEREAS, it has been determined that Sokol, Behot & Fiorenzo has extensive experience in personnel matters, employment law, public contract law, municipal law, environmental law, authority law, land use law and eminent domain law; and

WHEREAS, the Authority has determined that Leon J. Sokol and Jeffrey A. Zenn of the firm of Sokol, Behot & Fiorenzo, and such other partners and associates as are determined by the firm shall provide professional legal services to the Authority, including all matters which, in the opinion of the Commissioners of the Authority, shall be referred to General Counsel, including, but not limited to the following:

- a. Attendance at work sessions, regular, special and emergency meetings of the Authority Commissioners, including meetings outside of Bergen County, at municipal offices, County offices, State government offices and non-governmental offices;
- b. Attendance at all other meetings which the Commissioners or Executive Director deem necessary that General Counsel attend;
- c. Attendance at all public hearings (budget, rates, plan amendments, amendments to Wastewater Rules and Regulations, etc.);
- d. Attendance at all Commissioners' standing committee meetings as requested;
- e. Consultation (in person and/or by telephone) with Commissioners, staff, department heads and Authority personnel requiring the performance of legal services relating to Authority matters;
- f. Representation in any and all regulatory proceedings before State agencies, including but not limited to the New Jersey Department of Environmental Protection and the Office of the Administrative Law ('OAL');

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 19-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF GENERAL COUNSEL FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

- g. Consultation and legal services related to Open Public Records Act and Open Public Meetings Act compliance;
- h. Representation in any and all litigation in which the Commissioners authorize General Counsel to represent the Authority's interest(s);
- i. Research and preparation of legal opinions requested by the Commissioners, Executive Director or his designee, or initiated by General Counsel in the performance of requisite legal services on behalf of the Authority;
- j. Review of correspondence referred to General Counsel by the Commissioners, Executive Director, Authority staff or consultants, and preparation of correspondence initiated by General Counsel in the performance of General Counsel's requisite legal services on behalf of the Authority;
- k. Legal Services relating to the preparation and/or review of agreements, resolutions, bid specifications, bid proposals and contracts, as required by the Commissioners or the Authority's Executive Director, or his designee;
- l. Attention to non-routine contract issues as may be assigned by the Authority from time to time with respect to special projects;
- m. Any and all other matters for which the services of General Counsel are deemed necessary by the Commissioners of the Authority.
- n. Review and/or preparation of routine (i.e. transmittal) correspondence (excluding, e.g., legal opinions);
- o. Preparation of monthly synopsis of General Counsel's legal services performed on behalf of the Authority;
- p. Upon receipt, review of draft meeting minutes of work session, regular, special, and emergency meeting minutes of the Authority Commissioners;
- q. Review certification of meeting minutes of the Authority subject to the approval of the Bergen County Executive pursuant to N.J.S.A. 40:14B-14(b);
- r. Preparation and review of public bidding specifications for compliance with Local Public Contracts Law;
- s. Drafting and preparation of Authority Resolutions as requested and review of all in-house prepared Resolutions;
- t. Review and interpretation of contracts, resolutions and other legal documents as required to ensure the proper conduct of the Authority;
- u. Provide legal advice when required that deal with day-to-day operation of the Authority;
- v. Consultation with Board officers and staff, in person, or by telephone, when required;

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 19-2012 Page 4

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF GENERAL COUNSEL FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

- x. Attend to matters involving municipal relations and issues involving the Department of Environmental Protection and other State and Federal Agencies.

WHEREAS, Sokol, Behot & Fiorenzo's rates for performing these legal services shall be as follows:

Position	Amount Per Hour
Attorneys	\$150.00
All Law Clerks and Paralegals	\$65.00
Secretarial Overtime	\$25.00

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby retains the firm of Sokol, Behot & Fiorenzo for the twelve-month term commencing on the date of this resolution, subject however, that either party may terminate this agreement upon 30 days written notice to the other with or without cause; and

BE IT FURTHER RESOLVED that the Chairman of the Authority is hereby authorized to execute the Professional Services Agreement required for execution and delivery by the Authority and the professional, with compensation to the professional at the aforementioned rates, in an amount not to exceed **\$60,000**; and

BE IT FURTHER RESOLVED that, in the event that Sokol, Behot & Fiorenzo anticipates it will exceed the amount set forth herein, it shall seek further authorization from the Authority at such time; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 19-2012 Page 5

Seconded by Commissioner Shafron

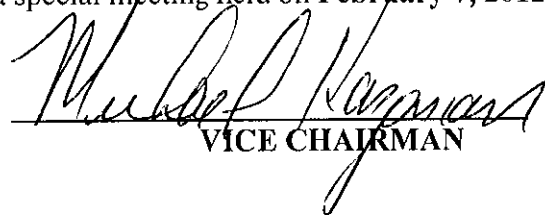
Date: February 7, 2012

**RETENTION OF GENERAL COUNSEL FOR 2012
PURSUANT TO N.J.S.A. 19:44A-20.4**

BE IT FURTHER RESOLVED that notice of the contract award shall be advertised in accordance with applicable law; 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 special meeting held on **February 7, 2012**.


VICE CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 20-2012 Page 1

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY LABOR COUNSEL
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") has adopted the fair and open process pursuant to N.J.S.A. 19:44A-20.7 with respect to the retention of the following professional:

LEGAL SERVICE FOR 2012

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on **January 13, 2012**; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of **January 24, 2012**; 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, by **Resolution 13-2012** the Authority identified a number of Individuals/Firms as qualified to perform Legal Services required by the Authority; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 20-2012 Page 2

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY LABOR COUNSEL
PURSUANT TO N.J.S.A. 19:44A-20.4**

WHEREAS, the Authority requires the services of Labor Counsel to provide specific legal services to the Authority; and

WHEREAS, the firm of Eric M. Bernstein & Associates, LLC was determined to be highly qualified and capable of providing these legal services to the Authority; and

WHEREAS, the Authority has determined that it is in its best interest to retain the firm of Eric M. Bernstein & Associates as Labor Counsel as set forth in this Resolution; and

WHEREAS, the services to be rendered will be compensated at the following Hourly Rates as presented in the Proposal submitted to the Authority:

- Hourly Rate for all standard service including negotiations, advice, preparation of contracts or agreements, disciplinary investigations and proceedings and other non-litigation services: **\$135.00 per hour.**
- Hourly Rate for Paralegals when requested and authorized: **\$60.00 per hour**

NOW, THEREFORE, BE IT RESOLVED that the Authority hereby retains Eric M. Bernstein & Associates for the twelve-month term commencing on the Resolution date.

BE IT FURTHER RESOLVED that the Authority shall prepare a professional services agreement for the aforementioned for execution and delivery by the Authority and the professional, with compensation to the professional in an amount not to exceed **\$10,000**.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 20-2012 Page 3

Seconded by Commissioner Shafron

Date: February 7, 2012

**RETENTION OF AUTHORITY LABOR COUNSEL
PURSUANT TO N.J.S.A. 19:44A-20.4**

BE IT FURTHER RESOLVED that notice of the contract award shall be advertised in accordance with applicable law.

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 held on **February 7, 2012**.


VICE CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nayes: None
Absent: Commissioner Dator

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 21-2012

Seconded by Commissioner Shafron

Date: Feb. 7, 2012

RESOLUTION OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY APPROVING AND AUTHORIZING THE 2012 PROJECT; AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF UTILITY SYSTEM SUBORDINATED REVENUE BONDS, SERIES 2012 TO THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST AND THE STATE OF NEW JERSEY, RESPECTIVELY, IN ORDER TO EVIDENCE OBLIGATIONS TO REPAY CERTAIN LOANS TO BE MADE TO THE AUTHORITY; ESTABLISHING CERTAIN TERMS AND PROVISIONS OF SUCH SERIES 2012 BONDS AND DETERMINING CERTAIN MATTERS RELATING THERETO; AUTHORIZING THE EXECUTION AND DELIVERY OF THE LOAN AGREEMENTS AND THE ESCROW AGREEMENT WITH THE TRUST AND THE STATE; AUTHORIZING THE EXECUTION AND DELIVERY OF THE TRUST INDENTURE AND SECOND SUPPLEMENTAL TRUST INDENTURE BETWEEN THE AUTHORITY AND THE BANK OF NEW YORK MELLON; DELEGATING TO THE CHAIRMAN, VICE-CHAIRMAN AND EXECUTIVE DIRECTOR OF THE AUTHORITY THE POWER AND AUTHORITY TO DETERMINE CERTAIN TERMS OF SUCH SERIES 2012 BONDS; AND AUTHORIZING OFFICERS OF THE AUTHORITY TO TAKE ALL OTHER ACTION NECESSARY, ADVISABLE OR INCIDENTAL THERETO.


SECRETARY


VICE-CHAIRMAN

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator

WHEREAS, the Northwest Bergen County Utilities Authority (the "Authority") is a body politic and corporate of the State of New Jersey, presently existing under the Municipal and County Utilities Law, constituting Chapter 183 of the Laws of 1957 of New Jersey (*N.J.S.A. 40:14B-1, et seq.*), as amended and supplemented (the "Act") to provide sewage collection and disposal services and water sanitation services to residents of the district served by the Authority; and

WHEREAS, the Authority deserves to enter into a Trust Indenture, dated as of November 1, 2010, between the Authority and The Bank of New York Mellon (the "Trust Indenture"), which Trust Indenture provides for the issuance from time to time by the Authority of its revenue bonds to finance the costs of improvements and expansions to the System (as defined in the Trust Indenture); and

WHEREAS, the Authority has determined to finance various sewer improvements, including construction of a new sanitary sewer pump station, force main and collection system; and

WHEREAS, the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection (the "State") has made funds available to local governmental entities, including the Authority, for the construction and rehabilitation of new and existing sewage conveyance and treatment systems pursuant to the New Jersey Environmental Infrastructure Trust Act, Chapter 334 of the Laws of 1985 of the State of New Jersey (the "Trust Act") and pursuant to the Wastewater Treatment Bond Act, Chapter 329 of the Laws of 1985 of the State of New Jersey ("Fund Act"); and

WHEREAS, after reviewing the economic feasibility of such loan program, the Authority desires to permanently finance all or a portion of the costs of the 2012 Project through the procurement of loans available from the New Jersey Environmental Infrastructure Trust (the "Trust") established pursuant to the Trust Act and from the State pursuant to the Fund Act; and

WHEREAS, in order to obtain such loans from the Trust and the State, the Authority is required to enter into a loan agreement with each of the Trust (the "2012 Trust Loan Agreement") and the State ("2012 State Loan Agreement") and to issue its bonds to the Trust and the State to evidence its obligation to repay each respective loan as provided in each such loan agreement; and

WHEREAS, the Authority desires to authorize (i) the issuance, sale and delivery of its Utility System Subordinated Revenue Bonds, Series 2012-A, in an aggregate principal amount not to exceed \$1,540,000 (the "Series 2012-A Bonds") to the Trust in order to evidence its obligation to repay the loan made to the Authority by the Trust to finance the 2012 Project, (ii) the issuance, sale and delivery of its Utility System Subordinated Revenue Bonds, Series 2012-B, in an aggregate principal amount not to exceed \$4,290,000 (unless a higher amount is required by the State but in no event shall the 2012 Bonds in the aggregate exceed \$6,000,000) (the "Series 2012-B Bonds") to the State in order to evidence its obligation to repay the loan made to the Authority by the State to finance the 2012 Project, and (iii) certain Authority officers to do all things necessary or desirable to carry out the transactions contemplated by this Resolution; and

WHEREAS, the Authority desires hereby to authorize the issuance of Bonds in accordance with the provisions of the Act and the Trust Indenture to finance costs of the 2012 Project and certain other costs related thereto from the Trust and the Fund, to provide for certain deposits and to take all necessary and appropriate actions in connection therewith.

WHEREAS, the Local Finance Board of the State of New Jersey in accordance with the provisions of the Local Authorities Fiscal Control Law, *N.J.S.A. 40A:5A-1, et seq.*, at its meeting on August 18, 2011, reviewed and approved the issuance of the 2012 Bonds.

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

SECTION 1. Approval of Project Reports and Certificates. The Consulting Engineer's Project Report, the Consulting Engineer's Certificate and the Accountant's Certificate with respect to the 2012 Project, in the form presented to this meeting, are hereby approved.

SECTION 2. Acquisition and Construction of 2012 Project. Pursuant to the provisions of the Act and the Trust Indenture, the Authority does hereby determine to acquire and construct the 2012 Project and to operate the 2012 Project as a part of the System.

SECTION 3. Estimated Cost of the 2012 Project. The estimated cost of the 2012 Project is \$6,000,000.

SECTION 4. Authorization for the Issuance of 2012 Bonds; Purposes.

A. The Authority hereby authorizes the issuance of Bonds under the Trust Indenture which shall be designated and shall be distinguished from the Bonds of all other Series by the title, "Utility System Subordinated Revenue Bonds, Series 2012-A" and which shall be issued to the Trust in accordance with *N.J.S.A. 58:11B-9(a)* in the aggregate principal amount not to exceed \$1,540,000 (the "Series 2012-A Bonds") to finance a portion of the costs of the 2012 Project.

B. The Authority hereby authorizes the issuance of Bonds under the Trust Indenture which shall be designated and shall be distinguished from the Bonds of all other Series by the title, "Utility System Subordinated Revenue Bonds, Series 2012-B" and which shall be issued to the Fund in accordance with *N.J.S.A. 58:11B-9(a)* in the aggregate principal amount not to exceed \$4,290,000 (unless a higher amount is required by the State but in no event shall the 2012 Bonds in the aggregate exceed \$6,000,000) (the "Series 2012-B Bonds") to finance a portion of the costs of the 2012 Project. The Series 2012-A Bonds and the Series 2012-B Bonds are collectively referred to as the "2012 Bonds".

C. The Series 2012-A Bonds shall be issued to the Trust for the purpose of securing the Authority's obligations under the 2012 Trust Loan Agreement, and the Series 2012-B Bonds shall be issued to the State for the purpose of securing the Authority's obligations under the 2012 Fund Loan Agreement. The proceeds of the 2012 Trust Loan and the 2012 Fund Loan shall be used to pay the costs of the 2012 Project.

SECTION 5. Terms and Provisions of 2012 Bonds.

A. The 2012 Bonds shall be issued under and pursuant to the Trust Indenture, dated as of November 1, 2012 (the "Trust Indenture"), between the Authority and The Bank of New York Mellon, as trustee (the "Trustee"), as supplemented by the Second Supplemental Trust Indenture to be hereafter executed by the Authority and the Trustee (the "Supplemental Indenture") authorizing the issuance of the 2012 Bonds, which Trust Indenture and Supplemental Indenture shall be in substantially the form attached hereto as Exhibit A.

B. The Series 2012-A Bonds shall be dated as set forth in the Supplemental Indenture. The Series 2012-A Bonds shall be issued in the aggregate principal amount not exceeding \$1,540,000 as shall be determined by the Chairman, the Vice-Chairman or Executive Director of the Authority as provided in paragraph D of this Section 5 of this Resolution. The Series 2012-A Bonds shall mature on July 15 in each of the years and in the principal amounts, and shall bear interest from their dated date, payable on January 15 and July 15 of each year, commencing July 15, 2012 or such other date as shall be set forth in the Supplemental Indenture, at the rate per annum, as shall be determined by the Chairman, the Vice-Chairman or Executive Director of the Authority as provided in paragraph D of this Section 5 of this Resolution. The Series 2012-A Bonds shall have the conversion and registration privileges set forth in the Trust Indenture. The Series 2012-A Bonds shall be subject to redemption (with or without premium) as provided in the Supplemental Indenture.

C. The Series 2012-B Bonds shall be dated as set forth in the Supplemental Indenture. The Series 2012-B Bonds shall be issued in the aggregate principal amount not exceeding \$4,290,000 (unless a higher amount is required by the State but in no event shall the 2012 Bonds in the aggregate exceed \$6,000,000) as shall be determined by the Chairman, the Vice-Chairman or Executive Director of the Authority as provided in paragraph E of this Section 5 of this Resolution. The Series 2012-B Bonds shall mature on July 15th in each of the years and in the principal amounts, as shall be set forth in the Supplemental Indenture, as shall be determined by the Chairman, the Vice-Chairman or the Executive Director of the Authority as provided in paragraph E of this Section 5 of this Resolution. The Series 2012-B Bonds shall have the conversion and registration privileges set forth in the Trust Indenture. The Series 2012-B Bonds shall be subject to redemption (with or without premium) as provided in the Supplemental Indenture. The Series 2012-B Bonds shall bear interest at the rate of zero percent (0%) per annum.

D. There is hereby delegated to the Chairman, the Vice-Chairman or Executive Director of the Authority, subject to the limitations contained in the Trust Indenture and this Resolution, the power with respect to the Series 2012-A Bonds to determine the following:

- (i) the aggregate principal amount of the Series 2012-A Bonds to be issued, which principal amount shall not exceed the lesser of (a) \$1,540,000 or (b) the principal amount of the loan to be made by the Trust to the Authority as set forth in the 2012 Trust Loan Agreement with respect to the 2012 Project;

- (ii) the maturity dates and principal amount of each maturity for the Series 2012-A Bonds, which dates and principal amounts shall comply with the provisions of paragraph B of this Section 5 of this Resolution and shall be the same dates and in the same amounts when and as the principal of the loans from the Trust to the Authority must be repaid in accordance with the 2012 Trust Loan Agreement; provided, however, that the final maturity date for the Series 2012-A Bonds shall not be later than July 15, 2032; and
- (iii) the interest rate for the Series 2012-A Bonds, which interest rate shall (a) not exceed 6.00% per annum, and (b) be the same rate of interest as the rate of interest, which the Authority is required to pay on the loans from the Trust to the Authority as set forth in the 2012 Trust Loan Agreement.

E. There is hereby delegated to the Chairman, the Vice-Chairman or Executive Director of the Authority, subject to the limitations contained in the Trust Indenture and this Resolution, the power with respect to the Series 2012-B Bonds to determine the following:

- (i) the aggregate principal amount of the Series 2012-B Bonds to be issued, which principal amount shall not exceed the lesser of (a) \$4,290,000 (unless a higher amount is required by the State but in no event shall the 2012 Bonds in the aggregate exceed \$6,000,000) or (b) the principal amount of the loan to be made by the State to the Authority as set forth in the 2012 Fund Loan Agreement with respect to the 2012 Project; and
- (ii) the maturity dates and principal amount of each maturity for the Series 2012-B Bonds, which dates and principal amounts shall comply with the provisions of paragraph C of this Section 5 of this Resolution and shall be the same dates and in the same amounts when and as the principal of the loans from the State to the Authority must be repaid in accordance with the 2012 Fund Loan Agreement provided, however, that the final maturity date for the Series 2012-B Bonds shall not be later than July 15, 2032.

F. The 2012 Bonds shall be issued in the aggregate principal amount shall mature on the date or dates, shall bear interest at the rate or rates of interest payable on the dates, and shall be subject to redemption, as shall be set forth in the Supplemental Indenture. The Supplemental Indenture shall also contain such other terms and provisions of the 2012 Bonds which are not established by this Resolution and which are not inconsistent with the terms and provisions of the Trust Indenture and this Resolution.

SECTION 6. Pledge, Source and Payment.

A. The 2012 Bonds shall be issued on a parity as to both payment and security with all other Bonds then outstanding under the Trust Indenture. Pursuant to the Trust Indenture, there will be pledged for the payment of the principal of Redemption Price of and interest on the 2012 Bonds in accordance with their terms and the provisions of the Trust Indenture (i) the Net Revenues, and (ii) the amounts on deposit in the Funds and Accounts (except the Operating Account and the General Account) established under the Trust Indenture.

B. The Authority expressly reserves the right to adopt one or more resolutions separate and apart from this Resolution and reserves the right to issue bonds under the Trust Indenture or other obligations of the Authority under such resolutions for any of its authorized purposes, including financing or refinancing the costs of any project, facility or undertaking permitted by the Act, provided that such other obligations shall not, in whole or in part, be payable from those moneys, investments, funds or assets expressly pledged by the Trust Indenture.

C. The 2012 Bonds shall be special and limited obligations of the Authority. The 2012 Bonds shall not be in any way a debt or liability of the State of New Jersey or of any political subdivision thereof (other than general obligations of the Authority) and shall not create or constitute any indebtedness, liability or obligation of the State of New Jersey or any such political subdivision or be or constitute a pledge of the faith and credit of the State of New Jersey or any such political subdivision.

SECTION 7. Approval of Trust Indenture and Second Supplemental Indenture. The Trust Indenture and Second Supplemental Trust Indenture in substantially the form attached hereto as Exhibit A is hereby approved. The Chairman, the Vice-Chairman or Executive Director of the Authority is hereby authorized and directed to execute and deliver the Trust Indenture and Second Supplemental Trust Indenture with such changes, insertions and omissions as may be approved by the Chairman, Vice-Chairman or Executive Director, said execution of the Trust Indenture and Second Supplemental Indenture being conclusive evidence of such approval and the Secretary is hereby authorized to affix and attest the seal of the Authority thereto.

SECTION 8. Execution and Authentication. The 2012 Bonds shall be executed in the name of the Authority by the manual or facsimile signatures of the Chairman or Vice-Chairman and the Treasurer, and its corporate seal (or a facsimile thereof) shall be impressed, imprinted, engraved or otherwise reproduced thereon, and attested by the manual or facsimile signature of the Secretary.

SECTION 9. The 2012 Trust Loan Agreement and 2012 Fund Loan Agreement.

A. The Authority hereby ratifies and confirms the Authority's application for loans for eligible costs of the 2012 Project from the Trust and the Fund and the associated costs of the Trust's financing therewith (the "2012 Trust Loan" and the "2012 Fund Loan", respectively). The Authority hereby approves the terms and provisions of the 2012 Trust Loan Agreement and the 2012 Fund Loan Agreement, and hereby authorizes and directs the Chairman, Vice-Chairman or Executive Director (each an "Authorized Officer") to execute and deliver on behalf of the Authority the 2012 Trust Loan Agreement and the 2012 Fund Loan Agreement

with such changes as the Authorized Officer in their sole discretion, after consultation with counsel to the Authority and after further consultation with the Trust and the State and their representatives, agents, counsel and advisors, shall determine, such determination to be conclusively evidenced by the execution of each such agreement by an Authorized Officer as determined hereunder, provided that (i) the aggregate principal amount of the 2012 Trust Loan (including capitalized interest on the Series 2012-A Bonds, if any, and the Authority's pro rata share of the Trust's costs of issuance and underwriters' compensation) and the maximum interest rate on the principal installments thereof does not exceed the principal amount and interest rate allocated thereto as set forth in Section 5 hereof, and (ii) the aggregate principal amount of the 2012 Fund Loan does not exceed the principal amount allocated thereto as set forth in Section 5 hereof. The 2012 Trust Loan Agreement and the 2012 Fund Loan Agreement shall be in substantially the forms presented at this meeting together with such changes or additional terms and conditions as shall be consistent with this Resolution and the Supplemental Indenture, and shall not conflict with any other contract or court order to which the Authority is a party or by which the Authority or any of its properties may be bound. The Secretary of the Authority is hereby authorized to attest to the execution of the 2012 Trust Loan Agreement and the 2012 Fund Loan Agreement by an Authorized Officer as determined hereunder and to affix the corporate seal of the Authority to such agreements.

B. All amounts payable by the Authority in respect of the 2012 Trust Loan and the 2012 Fund Loan, under the 2012 Trust Loan Agreement and the 2012 Fund Loan Agreement, respectively, shall be paid by the Trustee on behalf of the Authority pursuant to and in accordance with the provisions of the Supplemental Resolution.

SECTION 10. Escrow Agreement. The Authority hereby approves the terms and provisions of the Escrow Agreement in the form presented at this meeting. An Authorized Officer is hereby authorized and directed to execute and deliver the Escrow Agreement in the form presented at this meeting together with such changes as the Authorized Officer, in their sole discretion after consultation with counsel to the Authority and after further consultation with the Trust and the State and their representatives, agents, counsel and advisors, shall determine, such determination to be conclusively evidenced by the execution of the Escrow Agreement by an Authorized Officer as determined hereunder. The Secretary of the Authority is hereby authorized to attest to the execution of the Escrow Agreement by an Authorized Officer as determined hereunder and to affix the corporate seal of the Authority to such agreements.

SECTION 11. Official Intent to Reimburse.

A. The Authority reasonably expects to reimburse its expenditure of costs of the 2012 Project paid prior to the issuance of the 2012 Bonds with proceeds of the 2012 Bonds.

B. This resolution is intended to be and hereby is a declaration of the Authority's official intent to reimburse the expenditure of costs of the 2012 Project paid prior to the issuance of the 2012 Bonds with the proceeds of a borrowing to be incurred by the Authority, in accordance with Treasury Regulations Section 150-2.

C. The costs of the 2012 Project to be reimbursed with the proceeds of the 2012 Bonds will be “capital expenditures” in accordance with the meaning of Section 150 of the Code.

D. No reimbursement allocation will employ an “abusive arbitrage device” under Treasury Regulations 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 2012 Bonds used to reimburse the Authority for costs of the 2012 Project, or funds corresponding to such amounts, will not be used in a manner that results in the creation of “replacement proceeds”, including “sinking funds”, “pledged funds”, or funds subject to a “negative pledge” (as such terms are defined in Treasury Regulations Section 1.148-1) of the 2012 Bonds or another issue of debt obligations of the Authority, other than amounts deposited into a “bona fide debt service fund” (as defined in Treasury Regulations Section 1.148-1).

E. 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 2012 Bonds is paid, or (ii) the date the 2012 Project is “placed in service” (within the meaning of Treasury Regulations Section 1.150-2) or abandoned, but in no event more than 3 years after the expenditure is paid.

SECTION 12. Estoppel Statement. The Secretary of the Authority is hereby directed to have a notice of the adoption of this Resolution published in The Record and the Ridgewood News and posted in the office of the Authority and the office of the clerk of each municipality being a party to a Service Contract in the form prescribed by Section 40:14B-28 of the New Jersey Statutes.

SECTION 13. Findings and Recommendations of Local Finance Board. Pursuant to Section 7 of the Local Authorities Fiscal Control Law, the Authority is required to certify to the Local Finance Board, in the Division of Local Governmental Services, Department of Community Affairs, State of New Jersey (the “Local Finance Board”) that each member of the Authority has personally reviewed the findings of the Local Finance Board relating to the issuance of the 2012 Bonds. Such findings of the Local Finance Board were set forth in a resolution approved by the Local Finance Board on August 18, 2011. Each member of the Authority is hereby authorized, empowered and directed, to execute a group affidavit form (in substantially the form attached hereto as Exhibit B) attesting to the review of the Local Finance Board resolution. The Secretary of the Authority is hereby authorized and directed to cause copies of this Resolution and the aforementioned group affidavit form to be filed with the Executive Secretary of the Local Finance Board.

SECTION 14. Prior Resolutions. All prior resolutions of the Authority or portions thereof inconsistent herewith are hereby repealed.

SECTION 15. Incidental Action. The Chairman, Vice-Chairman, Secretary, Treasurer, Executive Director and all other proper officers of the Authority are hereby authorized and directed to execute and deliver such other documents or instruments and to take such other action as may be necessary or appropriate in order to effectuate the issuance and sale of the 2012 Bonds, and any other action to modify or amend existing trust indentures to conform to the provisions of the Trust Indenture, all in accordance with the provisions of this Resolution.

SECTION 16. Definitions. All words, terms and phrases which are capitalized in this Resolution shall be deemed to have the meanings given to them by the definitions set forth in the Trust Indenture, unless the context clearly indicates otherwise.

SECTION 17. Effective Date. This Resolution shall take effect immediately upon its adoption.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

Offered by Commissioner Chewcaskie

No. 22-2012

Seconded by Commissioner Shafron

Date: February 7, 2012

**RESOLUTION AMENDING
THE CONTRACT No. 259 for the
FRANKLIN LAKES BUSINESS DISTRICT SANITARY SEWER PROJECT
TO THE AMOUNT OF \$3,806,433.49**

WHEREAS, on prior occasion, upon advertisement and pursuant to specifications, the Authority solicited bid proposals in connection with the Franklin Lakes Sanitary Sewer Project (the "Project"); and

WHEREAS, the Authority awarded Contract No. 259 to the lowest responsible bidder, Underground Utilities Corp. ("Utilities"), to perform the work described in the "base bid" specifications for \$3,548,574.79 in connection with the Project; and

WHEREAS, the award of Contract No. 259 to Utilities was memorialized by Resolution dated October 2, 2011 based upon Utilities' bid proposal of the base bid amount of \$3,548,574.79, subject to the receipt of, closing on, and funding of a Project loan from the New Jersey Environmental Infrastructure Trust; and

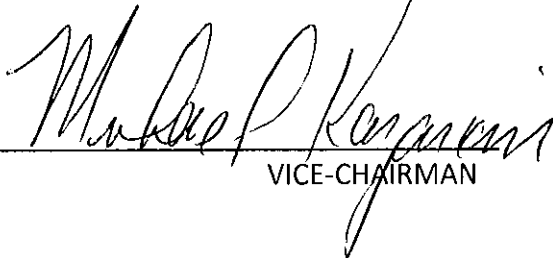
WHEREAS, the total amount bid (base bid plus alternate A1 bid), from Underground Utilities Corp. was \$3,806,433.49, and was also the lowest total amount bid among the fourteen (14) bidders; and

WHEREAS, the Authority wishes to adopt an Amended Resolution to reflect a revised Contract in the amount of \$3,806,433.49 (the base bid plus alternate A1 bid), instead of the base bid amount of \$3,548,574.79; and

NOW, THEREFORE, BE IT RESOLVED that the Contract with Utilities shall be amended to the amount of \$3,806,433.49; and

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

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 7, 2012.


VICE-CHAIRMAN


SECRETARY

Roll Call: Ayes: Commissioners Chewcaskie, Dachnowicz, Kasparian, Kelaher,
Plumley, Rotonda, Shafron
Nays: None
Absent: Commissioner Dator