

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 42-2022

Date: April 19, 2022

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

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 Pensions & Benefits transfers for the month of March 2022 and Health Benefits and Dental Benefits transfers for April 2022; and

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

NOW, THEREFORE, BE IT RESOLVED,

RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority, that all vouchers, payroll transfers, payroll tax deposits, Pensions & Benefits and Health and Dental Benefits transfers listed and reports attached hereto, dated April 19, 2022 be and they hereby are approved for payment from the proper accounts as follows:

ACCOUNT: Payroll Account
Net Payroll: \$214,289.70

ACCOUNT: Tax Deposit Account
Total: \$93,320.76

ACCOUNT: Health Benefits Contribution Employer
Total Transfer: \$119,694.99

ACCOUNT: Health Benefits Contribution Employee
Total: \$4,536.81

ACCOUNT: Dental Benefits
Total Transfer: \$4,074.49

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 42-2022

Date: April 19, 2022

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

ACCOUNT: PERS and Contributory Insurance
Total Transfer: \$31,981.92

ACCOUNT: Operating Account
Total: \$834,945.47

ACCOUNT: General Improvement Account
Total: \$454,739.11


SECRETARY


VICE-CHAIRMAN

RECORDED VOTE:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 43-2022

Date: April 19, 2022

CERTIFICATION OF AUDIT, YEAR ENDING DECEMBER 31, 2021

WHEREAS, N.J.S.A. 40A:5A-15 requires the governing body of each local Authority to cause an annual audit of its accounts to be made, and

WHEREAS, the annual audit report for the fiscal year ended December 31, 2021 has been completed and filed with the Governing Body and the Director of the Division of Local Government Services pursuant to N.J.S.A. 40A:5A-15, and

WHEREAS, N.J.S.A. 40A:5A-17 requires the governing body of each Authority to, within 45 days of receipt of the annual audit, certify by resolution to the Local Finance Board that each member thereof has personally reviewed the annual audit report, and specifically the sections of the audit report entitled "General Comments" and "Recommendations", and has evidenced same by group affidavit in the form prescribed by the Local Finance Board, and

WHEREAS, the members of the governing body have received the annual audit and have personally reviewed the annual audit, and have specifically reviewed the sections of the annual audit report entitled "General Comments" and "Recommendations" in accordance with N.J.S.A. 40A:5A-17,

NOW, THEREFORE BE IT RESOLVED, that the governing body of the Northwest Bergen County Utilities Authority hereby certifies to the Local Finance Board of the State of New Jersey that each governing body member has personally reviewed the annual audit report for the

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 43-2022

Date: April 19, 2022

CERTIFICATION OF AUDIT, YEAR ENDING DECEMBER 31, 2021

fiscal year ended December 31, 2021, and specifically has reviewed the sections of the audit report entitled "General Comments" and "Recommendations", and has evidenced same by group affidavit in the form prescribed by the Local Finance Board.

BE IT FURTHER RESOLVED that the Secretary of the Authority is hereby directed to promptly submit to the Local Finance Board the aforesaid group affidavit, accompanied by a certified true copy of this resolution.

IT IS HEREBY CERTIFIED THAT THIS IS A TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING HELD ON APRIL 19, 2022.


SECRETARY


VICE-CHAIRMAN

RECORDED VOTE:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

**LOCAL AUTHORITIES
GROUP AFFIDAVIT FORM**

**PRESCRIBED BY
THE NEW JERSEY LOCAL FINANCE BOARD**

AUDIT REVIEW CERTIFICATE

We, the members of the governing body of the Northwest Bergen County Utilities Authority, being of full age and being duly sworn according to law, upon our oath depose and say:

1. We are duly appointed members of the Northwest Bergen County Utilities Authority.
2. We certify, pursuant to N.J.S.A. 40A:5A-17, that we have each reviewed the annual audit report for the fiscal year ended December 31, 2021 and specifically the sections of the audit report entitled "General Comments" and "Recommendations".

(Print)

(Signature)

Frank Kelaher

FRANK KELAHER

Marianne B. Ortega

Marion Plumley

MICHAEL KASPARIAN

Dennis J. Bonagura

Matthew P. Jordan

Frank Kelaher

Frank Kelaher

Marianne B. Ortega

Marion Plumley

Michael Kasparian

Dennis J. Bonagura

Matthew P. Jordan

Sworn to and subscribed before me

this 6 day of May, 2022

Alison Gordon

Notary Public of New Jersey

State of New Jersey
County of Bergen
Notary Public
Alison Gordon
I.D. No: 2441183
My Commission Expires
December 3, 2023

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 44-2022

Date: April 19, 2022

ACCEPT AUDIT

WHEREAS, Wielkotz & Company, LLC, has prepared and submitted the Annual Audit Report of the Northwest Bergen County Utilities Authority for the year ending December 31, 2021; and

WHEREAS, the Commissioners of the Northwest Bergen County Utilities Authority have reviewed the Audit Report and have found it to be in order; and

WHEREAS, the Commissioners find that it is in the best interest of the Northwest Bergen County Utilities Authority to accept the Audit Report as submitted.

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority the following:

1. The Audit Report for the year ending December 31, 2021 prepared by Wielkotz & Company, LLC be and the same hereby is accepted as submitted and that the Secretary of the Authority be and she hereby is authorized to distribute same on behalf of the Authority.
2. The Secretary of the Authority is hereby directed to publish the synopsis and recommendations of this audit, as prepared by Wielkotz & Company, LLC, within thirty (30) days from receipt as required by law.

IT IS HEREBY CERTIFIED that this is a true copy of a Resolution adopted by the Commissioners of the Authority on **April 19, 2022**.


SECRETARY


VICE-CHAIRMAN

Recorded Vote:

| | Bonagura | Jordan | Kelahr | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|--------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 45-2022

Date: April 19, 2022

2021 AUDIT CORRECTIVE ACTION PLAN CERTIFICATION

WHEREAS, by Resolution 43-2022 the Commissioners of the Northwest Bergen County Utilities Authority have certified that they have received the 2021 annual audit and have personally reviewed the audit, and have specifically reviewed the sections of the annual audit report entitled "General Comments," "Recommendations," and "Schedule of Findings and Questioned Costs," in accordance with N.J.S.A 40A:5A-17; and

WHEREAS, the Audit includes Comments and Recommendations requiring action by the Authority; and

WHEREAS, N.J.A.C 5:31-7.6(i) requires "a corrective action plan, in the form of a resolution, to be adopted by the members of the governing body with respect to Comments and Recommendations made in the audit, shall be filed forthwith with the Division within 45 days of receipt of the annual audit"; and

WHEREAS, a corrective action plan addressing these Comments and Recommendations has been prepared by the Executive Director of the Authority; and

WHEREAS, the Commissioners of the Authority have reviewed this 2021 Correction Action Plan (attached hereto).

NOW, THEREFORE BE IT RESOLVED, by the governing body of the Northwest Bergen County Utilities Authority the following:

1. The Commissioners hereby approve and adopt the 2021 Audit Corrective Action Plan.
2. The Secretary of the Authority is hereby directed to promptly submit to the Director of the Division of Local Government Services this Correction Action Plan, accompanied by a certified true copy of this resolution.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 45-2022

Date: April 19, 2022

2021 AUDIT CORRECTIVE ACTION PLAN CERTIFICATION

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.


SECRETARY


VICE-CHAIRMAN

Roll Call:

| | Bonagura | Jordan | Kelahe | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|--------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

CORRECTIVE ACTION

Name of Authority: Northwest Bergen County Utilities Authority

County: Bergen

Audit Year Ending: December 31, 2021

Contact Person: James Rotundo, Executive Director

Telephone Number: (201) 857-4574

Finding 2021-01

Description: The Authority has not updated the net other post-employment benefit obligation, net pension obligation, pension-related deferred outflow, accounts payable-pension or pension-related deferred inflow accounts to a measurement date acceptable under current accounting standards.

Corrective Action: The Authority relies on actuarial valuations that are provided by the State of New Jersey to update these accounts. At the time of the audit report release date, these valuations were not yet available. The Authority plans to update all future financial statements to comply with GASB No. 68 and 75 once these valuations are complete and have been made public by the State of New Jersey.

Implementation: Immediately.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 46-2022

Date: April 19, 2022

REGULAR EMPLOYMENT – RICHARD DEGNETTO – PLANT OPERATOR

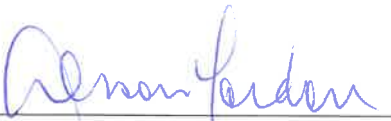
WHEREAS, by Resolution No. 69-2021 dated September 21, 2021, Richard DeGhetto was hired by the Northwest Bergen County Utilities Authority to the position of Plant Operator subject to one hundred eighty (180) day probationary period; and

WHEREAS, Richard DeGhetto successfully completed his probationary period on March 20, 2022; and

WHEREAS, it has been recommended Richard DeGhetto be retained as a regular employee in the position of Plant Operator.

NOW, THEREFORE, BE IT

RESOLVED, by the Northwest Bergen County Utilities Authority's Board of Commissioners that Richard DeGhetto be retained as a regular employee in the position of Plant Operator effective March 21, 2022.


SECRETARY


VICE-CHAIRMAN

RECORDED VOTE:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 47-2022

Date: April 19, 2022

REGULAR EMPLOYMENT – JEFFREY CAPAWANA – COLLECTION SYSTEM OPERATOR

WHEREAS, by Resolution No. 83-2021 dated October 19, 2021, Jeffrey Capawana was transferred by the Northwest Bergen County Utilities Authority to the position of Collection System Operator subject to one hundred eighty (180) day probationary period; and

WHEREAS, Jeffrey Capawana successfully completed his probationary period on April 3, 2022; and

WHEREAS, it has been recommended Jeffrey Capawana be retained as a regular employee in the position of Collection System Operator.

NOW, THEREFORE, BE IT

RESOLVED, by the Northwest Bergen County Utilities Authority’s Board of Commissioners that Jeffrey Capawana be retained as a regular employee in the position of Collection System Operator effective April 4, 2022.


SECRETARY


VICE-CHAIRMAN

RECORDED VOTE:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | ✓ | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 48-2022

Date: April 19, 2022

PROMOTION OF BRIAN FRANK TO ELECTRICAL SUPERVISOR

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) has determined that there presently exists a need for an Electrical Supervisor; and

WHEREAS, N.J.S.A. 40:14B-1 provides, *inter alia*, that the Authority may “appoint and employ, such other agents and employees as it may require and determine their duties and compensation”; and

WHEREAS, the position of Electrical Supervisor will be vacant since on or about April 30, 2022 due to the retirement of Alexander Lerch; and

WHEREAS, funds are allocated in the annual budget for the salary of the Electrical Supervisor position; and

WHEREAS, the position of Electrical Supervisor shall report to the Superintendent of the Authority; and

WHEREAS, Mr. Brian Frank has served in the position of Assistant Electrical Supervisor since February 14, 2022; and

WHEREAS, the Authority has determined that Mr. Frank is competent, qualified and experienced to perform the job of Electrical Supervisor; and

WHEREAS, the Authority has determined on the basis of the foregoing to promote Mr. Frank to the position of Electrical Supervisor effective May 2, 2022 at an annual salary of one hundred and one thousand dollars (\$101,000) subject to a 180 day probationary period; and

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority the following:

1. Mr. Brian Frank shall be and is hereby promoted by the Authority to the position of Electrical Supervisor effective May 2, 2022 as an employee at will and will be compensated at an annual salary of one hundred and one thousand dollars (\$101,000) subject to 180 day probationary period.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 48-2022

Date: April 19, 2022

PROMOTION OF BRIAN FRANK TO ELECTRICAL SUPERVISOR

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.


SECRETARY


VICE-CHAIRMAN

Recorded Vote:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 49-2022

Date: April 19, 2022

**SALARY ADJUSTMENTS FOR NON-COLLECTIVE BARGAINING UNIT
EMPLOYEES FOR 2022**

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) is a public body corporate and politic of the State of New Jersey incorporated pursuant to N.J.S.A.40:14B-1 et seq., and

WHEREAS, pursuant to N.J.S.A.40:14B-18, the Authority may appoint and employ managerial personnel, professional employees, secretaries and other personnel as it may determine are necessary for its efficient operations and may determine their duties and compensation; and

WHEREAS, the Executive Director submitted to the Personnel Committee salary recommendations for the non-collective bargaining unit employees; and

WHEREAS, the Personnel Committee has recommended that a salary increase be granted for 2022 to the non-collective bargaining unit employees, which salary and resulting salary levels are set forth in the 2022 Salary Schedule attached hereto as Exhibit A; and

WHEREAS, the Personnel Committee has further recommended that the aforesaid salary increases for the non-collective bargaining unit employees be retro-active to January 1, 2022.

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

1. The salary increases set forth in Exhibit A attached hereto be and hereby are granted for the year 2022 to the non-collective bargaining unit employees
2. The said salary increases be retro-active to January 1, 2022.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 49-2022

Date: April 19, 2022

**SALARY ADJUSTMENTS FOR NON-COLLECTIVE BARGAINING UNIT
EMPLOYEES FOR 2022**

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.


SECRETARY


VICE-CHAIRMAN

Recorded Vote:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

Northwest Bergen County Utilities Authority
2022 Budget Salaries

| Employee Name | Job Title | 12/31/2021 Salary, \$ | Proposed Increase, \$ | 2022 Budget Salary, \$ |
|--------------------|---|--------------------------|--------------------------|---------------------------|
| Agugliaro, Andrew | IT Technical Advisor/Incinerator Supervisor | \$91,978 | \$15,000 | \$ 106,978 |
| Brewer, Samuel | Technical Advisor | \$86,176 | \$2,154 | \$ 88,330 |
| Fabbricatore, Nick | Operations Supervisor | \$96,445 | \$15,000 | \$ 111,445 |
| Eletto, William | Maintenance Supervisor | \$100,548 | \$0 | \$ 100,548 |
| Genetelli, Robert | Superintendent | \$157,722 | \$5,520 | \$ 163,242 |
| Kacmar, Russell | Laboratory Supervisor | \$103,195 | \$2,580 | \$ 105,775 |
| Lerch, Alex | Electrical Supervisor | \$97,120 | \$0 | \$ 97,120 |
| | Collections Supervisor | \$89,981 | | \$ 90,000 |
| Carroll, John | Administrator of Security Operations | \$66,625 | \$2,332 | \$ 68,957 |
| DeRienzo, John | Municipal Liaison | \$82,118 | \$0 | \$ 82,118 |
| Gordon, Alison | Administrative Assistant | \$93,063 | \$3,257 | \$ 96,320 |
| Hurwitz, Howard | Engineer | \$92,820 | \$0 | \$ 92,820 |
| Sullivan, Maureen | Secretary | \$53,000 | \$1,855 | \$ 54,855 |
| LiGregni, Noel | Secretary | \$57,678 | \$2,019 | \$ 59,697 |
| Oratio, Melissa | Bookkeeper | \$64,170 | \$2,567 | \$ 66,737 |
| Rotundo, James | Executive Director | \$160,000 | \$5,000 | \$ 165,000 |
| Danubio, John | Assistant Executive Director | \$98,000 | \$7,000 | \$ 105,000 |
| | TOTAL | \$ 1,590,639 | \$ 64,303 | \$ 1,654,942 |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 50-2022

Date: April 19, 2022

RESOLUTION OF THE GOVERNING BODY OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY AUTHORIZING SALARY ADJUSTMENTS TO SPECIFIC EMPLOYEES FOR ADDITIONAL DUTIES

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) is a public body corporate and politic of the State of New Jersey incorporated pursuant to N.J.S.A.40:14B-1 et seq., and

WHEREAS, pursuant to N.J.S.A.40:14B-18, the Authority may appoint and employ managerial personnel, professional employees, secretaries and other personnel as it may determine are necessary for its efficient operations and may determine their duties and compensation; and

WHEREAS, the Authority currently has two (2) vacant supervisory positions in the Maintenance and Collection System Departments; and

WHEREAS, Andrew Agugliaro is currently employed in the position of IT Technical Advisor/Incinerator Supervisor; and

WHEREAS, Mr. Agugliaro is competent and qualified to perform the duties of collection system supervisor for the Authority; and

WHEREAS, Mr. Nicholas Fabbriatore is currently employed in the position of Operations Supervisor; and

WHEREAS, Mr. Fabbriatore is competent and qualified to perform the duties of maintenance supervisor; and

WHEREAS, Mr. Agugliaro and Mr. Fabbriatore shall be compensated accordingly for performing these additional duties; and

WHEREAS, the Executive Director submitted to the Personnel Committee salary recommendations for these employees; and

WHEREAS, the Personnel Committee has recommended that a salary increase be granted for 2022 to Mr. Agugliaro and Mr. Fabbriatore; and

WHEREAS, the Personnel Committee has further recommended that the aforesaid salary increases be retro-active to January 1, 2022.

NOW, THEREFORE, BE IT RESOLVED by the Authority’s Board of Commissioners, that:

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 50-2022

Date: April 19, 2022

RESOLUTION OF THE GOVERNING BODY OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY AUTHORIZING SALARY ADJUSTMENTS TO SPECIFIC EMPLOYEES FOR ADDITIONAL DUTIES

1. The aforesaid recitals are incorporated herein as though fully set forth at length.
2. The Authority is hereby authorized to increase the annual salary of Andrew Agugliaro in the amount of \$15,000, from \$91,978 to \$106,978, which is inclusive of his annual salary increase and for performing the duties of Collection System Supervisor effective January 1, 2022.
3. The Authority is hereby authorized to increase the annual salary of Nicholas Fabbriatore in the amount of \$15,000, from 96,445 to \$111,445, which is inclusive of his annual salary increase and for performing the duties of Maintenance Supervisor effective January 1, 2022.

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.


SECRETARY


VICE-CHAIRMAN

Recorded Vote:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

NO. 51-2022

Date: April 19, 2022

AWARD OF CONTRACT – VX-456®

WHEREAS, the Northwest Bergen County Utilities Authority (the “Authority”) operates a wastewater treatment facility, located at 30 Wyckoff Avenue in the Borough of Waldwick, County of Bergen, State of New Jersey; and

WHEREAS, the Authority advertised on March 14, 2022 for the furnishing and delivery of VX-456® for a period of two (2) years; and

WHEREAS, on March 30, 2022, the date specified for the public opening and reading of the bids for the VX-456® contract, one (1) bid was received; and

WHEREAS, Evoqua Water Technologies, LLC (“Evoqua”) contained in their bid a price of \$1.173 per pound for the delivery of approximately 2,500 gallons per shipment of VX-456®; and

WHEREAS, the Authority’s General Counsel has reviewed the bid of Evoqua and has found same to be in legal conformance with the advertised specifications and bid requirements, and the Local Contract Law, N.J.S.A.40A:11-1 et seq.; and

WHEREAS, the Authority’s technical advisor has reviewed the bid of Evoqua and has found same, in all technical aspects, to be in conformance with the advertised specifications and bid requirements, and as such has recommended that the Authority accept said bid submitted by Evoqua; and

WHEREAS, it has been certified by the Authority’s Certifying Financial Officer that there are funds available for the award of this contract to Evoqua; and

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of the Northwest Bergen County Utilities Authority the following:

1. The bid of Evoqua for the furnishing and delivery of VX-456® in the amount of \$1.173 per pound, regardless of the amount of VX-456® ultimately demanded by and delivered to the Authority, for a period of two (2) years commencing April 19, 2022 be and is hereby accepted.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

NO. 51-2022

Date: April 19, 2022

AWARD OF CONTRACT – VX-456®

2. In all respects relating to the performance of the VX-456® Contract hereby awarded, Evoqua is hereby directed to comply with the requirements of P.L. 1975, Chapter 127, and all other applicable statutes and regulations dealing with anti-discrimination and/or equal opportunity in public contracts.
3. The Chairman or Vice-Chairman of the Authority shall be and hereby is authorized to execute on behalf of the Authority any such contract with Evoqua.
4. Notice of the contract award shall be advertised in accordance with applicable law.

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.


SECRETARY


VICE-CHAIRMAN

Recorded Vote:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

CERTIFICATION OF AVAILABILITY OF FUNDS

I hereby certify to the Board of Commissioners of the Northwest Bergen County Utilities Authority that sufficient funds are available for payment of the following:

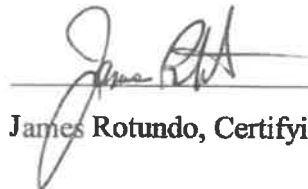
CONTRACT: Furnishing and Delivery of VX-456 ® for a period of 2 years

VENDOR: Evoqua Water Technologies, LLC

AMOUNT: \$1.173 per pound, approximately 2,500 gallons per delivery

ACCOUNT NO.: 5000/6350

Date: April 19, 2022



James Rotundo, Certifying Finance Officer

RESOLUTION

No. 52-2022

Date: April 19, 2022

**QUALIFICATIONS OF INDIVIDUALS/FIRMS FOR PROVISION OF ENGINEERING SERVICES FOR
THE EVALUATION OF THE TREATMENT PLANT AERATION SYSTEM**

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
EVALUATION OF THE TREATMENT PLANT AERATION SYSTEM**

WHEREAS, the Authority issued a Request for Qualifications for such position and notice thereof was published on March 9, 2022; and

WHEREAS, the Authority received responses to the Request for Qualifications for the aforementioned position by the deadline date of March 24, 2022 from the following Individuals/Firms:

- CME Associates – Parlin, NJ
- Hazen & Sawyer – Iselin, NJ

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

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.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 52-2022

Date: April 19, 2022

QUALIFICATIONS OF INDIVIDUALS/FIRMS FOR PROVISION OF ENGINEERING SERVICES FOR THE EVALUATION OF THE TREATMENT PLANT AERATION SYSTEM

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority the following:

- 1. The Authority hereby designates the following individuals/firms as qualified to provide Consulting Engineering Services to the Authority for the evaluation of the Treatment Plant Aeration System:
- CME Associates – Parlin, NJ
- Hazen & Sawyer – Iselin, NJ
2. This Resolution shall take effect immediately upon adoption.

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.

[Signature] SECRETARY

[Signature] VICE-CHAIRMAN

Recorded Vote:

Table with 8 columns (Bonagura, Jordan, Kelaher, Lo Iacono, Ortega, Plumley, Kasparian) and 7 rows (Offered, Seconded, Aye, Nay, Absent, Abstain, Recuse). Includes handwritten checkmarks for 'Offered', 'Seconded', 'Aye', 'Nay', and 'Absent'.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 54-2022

Date: April 19, 2022

RESOLUTION AUTHORIZING THE PURCHASE OF LABORATORY FURNITURE FOR THE INTERIOR ALTERATIONS PROJECT OF THE SERVICE BUILDING AT THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY FACILITY

WHEREAS, the operation and maintenance of an effective and efficient wastewater treatment system is the responsibility of the Northwest Bergen County Utilities Authority (the "Authority") on behalf of its member communities and is essential to ensuring the health, safety and welfare of member communities who depend on such a system; and

WHEREAS, said provision of goods or services for the support or maintenance of proprietary equipment is exempt from public bidding by N.J.S.A. 40A:11-5(1)(i); and

WHEREAS, the Authority provides these essential services within the Authority's sewer district which is comprised of twelve (12) municipalities; and

WHEREAS, in association with the Authority's interior alterations to the Service Building project the Authority has the need to procure equipment for its laboratory in the facility; and

WHEREAS, Longo Associates with offices located at 100 Hilltop Road, Ramsey, New Jersey 07446 has agreed to provide the necessary laboratory cabinetry, countertops, and Fume Hoods pursuant to the provision of Labscape Laboratory Furniture Drawings A-1.1 to A-1.4 dated March 11, 2021, and the Educational Services Commission of New Jersey ("ESCNJ") Co-Operative Pricing Systems No. 65MCESCCPS at the wastewater treatment plant; and

WHEREAS, said design and assembly services are unique and proprietary and as such are recognized as "specialized" as defined in N.J.S.A. 40:11-2(39) and N.J.A.C. §5:34-91 as same may be only provided by a single vendor who is capable of meeting the Authority's needs; and

WHEREAS, Longo Associates has submitted a proposal dated March 4, 2022, to the Authority to provide metal laboratory cabinetry, epoxy resin counter tops and fume hoods at the facility; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 54-2022

Date: April 19, 2022

RESOLUTION AUTHORIZING THE PURCHASE OF LABORATORY FURNITURE FOR THE INTERIOR ALTERATIONS PROJECT OF THE SERVICE BUILDING AT THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY FACILITY

WHEREAS, the cost to perform this work as set forth in Longo Associate's proposal is the sum \$313,543.97 with optional additional services should the Authority deem necessary; and

WHEREAS, the Authority's Certifying Finance Officer has certified that sufficient funds are available for said contract as evidenced by the Certification of Funds attached; and

NOW THEREFORE, BE IT RESOLVED by the Commissioners of the Northwest Bergen County Utility Authority that the cost quoted by Longo Associates is deemed to be satisfactory; and

BE IT FURTHER RESOLVED, by the Commissioners of the Northwest Bergen County Utilities Authority that the issuance of a Purchase Order in the sum of \$313,543.97 to Longo Associates is hereby approved, ratified, and confirmed, and payment of said sum to Longo Associates, in accordance with the payment schedule set forth in the proposal is hereby authorized and directed.

1. Longo Associates shall be and is hereby appointed to provide metal laboratory cabinetry, epoxy resin counter tops and fume, pursuant to and consistent with the terms of the proposal submitted by Longo Associates to the Authority, for an amount not to exceed the sum of \$313,543.97 without further action by the Authority.

2. The Chairman, Vice Chairman or Executive Director shall be and is hereby authorized to execute a proposal, similar in form and substance to the proposal on file at the Authority, by and between the Authority and Longo Associates memorializing the scope of services and hourly billing rates to be paid for such services as is acceptable to the Authority, as evidenced by the Executive Director's signature thereon.

3. The Executive Director of the Authority is authorized to execute such other documents and undertake such other tasks that are reasonably required to carry out and consummate the transactions contemplated by the attached Agreement; and

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 54-2022

Date: April 19, 2022

RESOLUTION AUTHORIZING THE PURCHASE OF LABORATORY FURNITURE FOR THE INTERIOR ALTERATIONS PROJECT OF THE SERVICE BUILDING AT THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY FACILITY

4. A copy of this Resolution, the proposal retaining Longo Associates as provider to the Authority and the contract executed pursuant to this Resolution, shall be placed on file, and made available for public inspection in the Office of the Executive Director upon execution by Longo Associates and the Authority.

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

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately; and

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.

[Signature] SECRETARY

[Signature] VICE-CHAIRMAN

Recorded Vote:

Table with 8 columns (Bonagura, Jordan, Kelaher, Lo Iacono, Ortega, Plumley, Kasparian) and 8 rows (Offered, Seconded, Aye, Nay, Absent, Abstain, Recuse) showing recorded votes with checkmarks.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

CERTIFICATION OF AVAILABILITY OF FUNDS

I hereby certify to the Board of Commissioners of the Northwest Bergen County Utilities Authority that sufficient funds are available for payment of the following:

CONTRACT: Furnishing of Laboratory Cabinetry, Countertops & Fume Hoods

VENDOR: Longo Associates, Inc.

AMOUNT: \$313,543.97

ACCOUNT NO.: 7000/6620

Date: April 19, 2022



James Rotundo, Certifying Finance Officer

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 55-2022

Date: April 19, 2022

RESOLUTION OF THE NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY ENGAGING S&P GLOBAL RATINGS TO ISSUE ITS BOND RATING IN CONNECTION WITH THE AUTHORITY ISSUANCE, SALE AND DELIVERY OF UTILITY SYSTEM SUBORDINATED REVENUE BONDS, SERIES 2022 TO THE NEW JERSEY INFRASTRUCTURE BANK AND THE STATE OF NEW JERSEY, RESPECTIVELY, AND AUTHORIZING OFFICERS OF THE AUTHORITY TO TAKE ALL OTHER ACTION NECESSARY, ADVISABLE OR INCIDENTAL THERETO

Adopted: April 19, 2022

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 entered 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, pursuant to the "Resolution Authorizing the Issuance of Project Notes of the Northwest Bergen County Utilities Authority in Connection with The Construction Financing Loan Program of the New Jersey Environmental Infrastructure Bank" which was duly adopted by the Authority on April 17, 2018, the Authority had determined to finance various sewer improvements, through the issuance of its project notes issued on February 13, 2019, including (a) improvements to the Authority's wastewater pump stations, including Midland Park Pump Station, Ho-Ho-Kus Pump Station, Darlington Pump Station and Goffle Road Pump Station (S340700-15), (b) improvements at the wastewater treatment plant facility located in Waldwick, New Jersey (S340700-16) and (c) improvements to the Authority's gravity interceptor piping system and manholes (S340700-18 and S340700-19) (the "Project"); 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

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 55-2022

Date: April 19, 2022

entities, including the Authority, for the construction and rehabilitation of new and existing sewage conveyance and treatment systems pursuant to the New Jersey Infrastructure Bank Act, Chapter 334 of the Laws of 1985 of the State of New Jersey (the "I-Bank 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 a portion of the costs of the Project, specifically improvements to the Authority's wastewater pump stations, including Midland Park Pump Station, Ho-Ho-Kus Pump Station, Darlington Pump Station and Goffle Road Pump Station (S340700-15) (the "2022 Project") through the procurement of loans available from the New Jersey Infrastructure Bank (the "I-Bank") established pursuant to the I-Bank Act and from the State pursuant to the Fund Act; and

WHEREAS, in order to obtain such loans from the I-Bank and the State, the Authority is required to enter into a loan agreement with each of the I-Bank (the "2022 I-Bank Loan Agreement") and the State ("2022 State Loan Agreement") and to issue its bonds to the I-Bank 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 2022-A, in an aggregate principal amount not to exceed \$1,900,000 (unless a higher amount is required by the I-Bank but in no event shall the 2022 Bonds in the aggregate exceed \$7,318,635) (the "Series 2022-A Bonds") to the I-Bank in order to evidence its obligation to repay the loan made to the Authority by the I-Bank to finance the 2022 Project, (ii) the issuance, sale and delivery of its Utility System Subordinated Revenue Bonds, Series 2022-B, in an aggregate principal amount not to exceed \$5,418,635 (unless a higher amount is required by the State but in no event shall the 2022 Bonds in the aggregate exceed \$7,318,635) (the "Series 2022-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 2022 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 2022 Bonds in accordance with the provisions of the Act and the Trust Indenture to finance costs of the 2022 Project and certain other costs related thereto from the I-Bank and the Fund, and to take all necessary and appropriate actions in connection therewith, including obtaining a rating from S&P Global Ratings which is required by the I-Bank in order to issue the 2022 Bonds.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 55-2022

Date: April 19, 2022

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

SECTION 1. Acquisition of Bond Rating from S&P Global Ratings. The Chairman, the Vice-Chairman or Executive Director of the Authority is hereby authorized and directed to engage S&P Global Ratings in order to obtain a bond rating on the 2022 Bonds and to execute an engagement letter in order to effectuate the same.

SECTION 2. Estimated Cost of the Bond Rating. The estimated cost to obtain such bond rating is \$20,000.

SECTION 3. Prior Resolutions. All prior resolutions of the Authority or portions thereof inconsistent herewith are hereby repealed.

SECTION 4. 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 obtain such bond rating, all in accordance with the provisions of this Resolution.

SECTION 5. Effective Date. This Resolution shall take effect immediately upon its adoption.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

RESOLUTION

No. 55-2022

Date: April 19, 2022

I hereby certify that this is a true copy of a resolution adopted by the Board of Commissioners of the Northwest Bergen County Utilities Authority on April 19, 2022.


SECRETARY


VICE-CHAIRMAN

Recorded Vote:

| | Bonagura | Jordan | Kelaher | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|---------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | ✓ | | | ✓ |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |
| Recuse | | | | | | | |

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

CERTIFICATION OF AVAILABILITY OF FUNDS

I hereby certify to the Board of Commissioners of the Northwest Bergen County Utilities Authority that sufficient funds are available for payment of the following:

CONTRACT: Bond Rating Services

VENDOR: S&P Global Ratings

AMOUNT: \$20,000

ACCOUNT NO.: 2100/4040

Date: April 19, 2022



James Rotundo, Certifying Finance Officer

April 18, 2022

Northwest Bergen County Utilities Authority
30 Wyckoff Avenue
PO Box 255
Waldwick, NJ 07463
Attention: Ms. Alison Gordon, Secretary

Re: *Northwest Bergen County Utilities Authority, New Jersey, Issuer Credit Rating, Public*

Dear Ms. Gordon:

Thank you for your request for a S&P Global Ratings credit rating as described above. We agree to provide the credit rating in accordance with this letter and the rating letter, and you agree to perform your obligations set out in sections 1, 2 and 3 of this letter. Unless otherwise indicated, the term "issuer" in this letter means both the issuer and the obligor if the obligor is not the issuer.

We will make every effort to provide you with the high level of analytical performance and knowledgeable service for which we have become known worldwide. You will be contacted directly by your assigned analytic team.

1. Fees and Termination.

In consideration of our analytic review and issuance of the credit rating, you agree to pay us the following fees:

Rating Fee. You agree to pay us a credit rating fee of **\$20,000** plus all applicable value-added, sale, use and similar taxes. S&P Global Ratings reserves the right to adjust the credit rating fee if the proposed par amount changes. Payment of the credit rating fee is not conditioned on S&P Global Ratings issuance of any particular credit rating.

Other Fees and Expenses. You will reimburse S&P Global Ratings for reasonable travel and legal expenses. Should the credit rating not be issued, you agree to compensate us based on our time, effort, and charges incurred through the date upon which it is determined that the credit rating will not be issued.

Termination of Engagement. This engagement may be terminated by either party at any time upon written notice to the other party.

2. Private and Confidential Credit Ratings.

Unless you request otherwise, the credit rating provided under this Agreement will be a public credit rating.

If you request a confidential credit rating under this Agreement, you agree that the credit rating will be exclusively for your internal use, and not to disclose it to any third party other than your professional advisors who are bound by appropriate confidentiality obligations or as otherwise required by law or regulation or for regulatory purposes.

If you request a private credit rating under this Agreement, S&P Global Ratings will make such credit rating and related report available by email or through a password-protected website or third-party private document exchange to a limited number of third parties you identify, and you agree not to disclose such credit rating to any third party other than (A) to your professional advisors who are bound by appropriate confidentiality obligations, (B) as required by law or regulation or for regulatory purposes, or (C) for the purpose of preparing required periodic reports relating to the assets owned by a special purpose vehicle that has purchased the rated obligation, provided that the preparer(s) of the reports must agree to keep the information confidential and the private credit rating shall not be referred to or listed in the reports under the heading "credit rating," "rating" or "S&P rating", and shall be identified only as an "S&P Global Ratings implied rating" or similar term. If a third-party private document exchange is used, you agree to pay a one time administrative fee of \$10,000 in addition

to the fees outlined in this Agreement. You also agree to maintain the list of third-parties authorized to access the private credit rating current and to notify S&P Global Ratings in writing of any changes to that list. S&P Global Ratings may make access to the private credit rating subject to certain terms and conditions, and disclose on its public website the fact that the rated entity or obligations (as applicable) has been assigned a private credit rating.

3. Information to be Provided by You.

To assign and maintain the credit rating pursuant to this letter, S&P Global Ratings must receive all relevant financial and other information, including notice of material changes to financial and other information provided to us and in relevant documents, as soon as such information is available. Relevant financial and other information includes, but is not limited to, information about direct bank loans and debt and debt-like instruments issued to, or entered into with, financial institutions, insurance companies and/or other entities, whether or not disclosure of such information would be required under S.E.C. Rule 15c2-12. You understand that S&P Global Ratings relies on you and your agents and advisors for the accuracy, timeliness and completeness of the information submitted in connection with the credit rating and the continued flow of material information as part of the surveillance process. You also understand that credit ratings, and the maintenance of credit ratings, may be affected by S&P Global Ratings opinion of the information received from issuers and their agents and advisors.

4. Other.

S&P Global Ratings has not consented to and will not consent to being named an "expert" or any similar designation under any applicable securities laws or other regulatory guidance, rules or recommendations, including without limitation, Section 7 of the U.S. Securities Act of 1933. S&P Global Ratings has not performed and will not perform the role or tasks associated with an "underwriter" or "seller" under the United States federal securities laws or other regulatory guidance, rules or recommendations in connection with a credit rating engagement.

S&P Global Ratings has established policies and procedures to maintain the confidentiality of certain non-public information received from issuers, their agents or advisors. For these purposes, "Confidential Information" shall mean verbal or written information that the issuer, its agents or advisors have provided to S&P Global Ratings and, in a specific and particularized manner, have marked or otherwise indicated in writing (either prior to or promptly following such disclosure) that such information is "Confidential."

S&P Global Ratings does not and cannot guarantee the accuracy, completeness, or timeliness of the information relied on in connection with a credit rating or the results obtained from the use of such information. S&P GLOBAL RATINGS GIVES NO EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE. S&P Global Ratings, its affiliates or third party providers, or any of their officers, directors, shareholders, employees or agents shall not be liable to any person for any inaccuracies, errors, or omissions, in each case regardless of cause, actions, damages (consequential, special, indirect, incidental, punitive, compensatory, exemplary or otherwise), claims, liabilities, costs, expenses, legal fees or losses (including, without limitation, lost income or lost profits and opportunity costs) in any way arising out of or relating to a credit rating or the related analytic services even if advised of the possibility of such damages or other amounts.

With respect to each rating that you have asked S&P Global Ratings (a "nationally recognized statistical rating organization") to rate under this Agreement, you understand that S&P Global Ratings is required under Rule 17g-7(a)(1)(ii)(J)(1) through (2) under the Securities Exchange Act of 1934 (hereafter "J1/J2"), to determine, ahead of publication of the rating, the entity paying for credit rating services, the role that entity undertakes, and whether the entity paying for credit rating services has also paid S&P Global Ratings for ancillary services during the most recently ended fiscal year. You acknowledge that the undersigned contracted party is the entity responsible for payment of credit rating services, and will, by default, be the legal entity S&P Global Ratings uses for its J1/J2 disclosures, unless otherwise indicated by you. To the extent that you do not expect to pay the fees due under this Agreement directly, you undertake to notify S&P Global Ratings, in writing and in advance of any credit rating publication, of a) the full legal name, address and role of the entity that will be the recipient ("bill-to") of S&P Global Ratings invoices due under this Agreement and b) where different to the bill-to entity, the full legal name, address and role of the entity that will be the payer of invoices; you understand that we cannot use a paying agent or similar intermediary for the purpose of the disclosure. You understand, as contracting party, your role in enabling S&P Global Ratings to accurately present the disclosure of its credit ratings.

Please feel free to contact Michael Abad at michael.abad@spglobal.com if you have any questions or

suggestions about our fee policies. In addition, please visit our web site at www.standardandpoors.com for our ratings definitions and criteria, research highlights, and related information. We appreciate your business and look forward to working with you.

Sincerely yours,
Blakely Fishlin

By :

A handwritten signature in blue ink that reads "Blakely Fishlin". The signature is written in a cursive style with a long horizontal stroke at the end.

Name: Blakely D. Fishlin

Title: Director, Sr. Lead, Product Management & Development
ma

S&P Global Ratings - Data Protection Appendix to Terms and Conditions

1. **This Appendix:** This Data Protection Appendix (“**Appendix**”) is incorporated into the Engagement Letter and S&P Global Ratings Terms and Conditions (together, the “**Agreement**”) between S&P Global Ratings and you. In the event of conflict, this Appendix takes priority over the provisions of the Agreement but solely to the extent of the conflict.

2. **Definitions:** All words, terms or phrases, the meaning of which are defined in the Agreement, shall have the same meaning where used in this Appendix. In this Appendix, the following terms shall have the following meanings:

"controller", "processor", "data subject", "personal data", "processing", "process", "special categories of personal data" and "joint controller" shall have the meanings given in Applicable Data Protection Law; where these terms are not defined in the Applicable Data Protection Law, they shall have the meaning given to them in the GDPR;

"Analytical Data" means underlying personal data contained within the information which is provided to S&P Global Ratings for the purposes of the provision of the Services, such as the personal data of individuals who have financial products in place which are relevant to the issuing of a rating;

"Applicable Data Protection Law" shall mean, as applicable, the **EU General Data Protection Regulation (Regulation 2016/679)** (as may be amended, superseded or replaced) ("**GDPR**") and all other supplemental or implementing laws relating to data privacy in the relevant European Union member state, including where applicable the guidance and codes of practice issued by the relevant supervisory authority, and/or all applicable data protection and privacy laws, regulations, binding guidance and mandatory codes of practice of other countries;

"Client Data" means personal data of data subjects, such as your employees, associates or partners, that is provided to S&P Global Ratings during the provision by S&P Global Ratings of the Services to you, such as name, job title, name of employer, office email address, office physical address, internet protocol address, office telephone number and language selection (and excludes special categories of personal data);

"Data" means Analytical Data and Client Data;

"Destination Jurisdiction" means a jurisdiction in respect of which additional safeguards are required under Applicable Data Protection Law of the Origin Jurisdiction in order lawfully to transfer personal data overseas to that jurisdiction;

"Origin Jurisdiction" means any of the following: a jurisdiction within the European Economic Area, the United Kingdom, Switzerland or Dubai International Financial Centre;

"Permitted Purpose" means processing in accordance with Applicable Data Protection Law:

(A) by employees, officers, consultants, agents and advisors of S&P Global Ratings or its affiliates of Data: (i) to provide ratings and other products and services (the “**Services**”) to you, (ii) to communicate with you regarding the Services that may be of interest to you, (iii) as described in the S&P Global Ratings’ Use of Information section of the Agreement and (iv) as otherwise permitted in the Agreement;

(B) of personal data by you to access and use the Services;

"Restricted Transfer" means a transfer of Data from within an Origin Jurisdiction, or that is otherwise subject to Applicable Data Protection Law of an Origin Jurisdiction, to a Destination Jurisdiction;

"Standard Contractual Clauses" means the standard contractual clauses (as adopted by European Commission Decision 2021/914 on 4 June 2021) for the transfer of personal data to third countries pursuant to Regulation (EU) 2016/679 of the European Parliament and of the Council (a copy of the current version of which is accessible at: https://eur-lex.europa.eu/eli/dec_impl/2021/914/oj), as completed in the form available at: https://www.spglobal.com/assets/documents/ratings/ratings_scc_controller_to_controller_final.pdf, and which shall be deemed incorporated into this Appendix by reference solely for purposes of Clause 8 of this Appendix and within which you are the "**Data Exporter**" and S&P Global Ratings is the "**Data Importer**."

3. **Disclosure of data:** Each party will only disclose personal data to each other to process strictly for the Permitted Purpose.

4. Relationship of the parties: Except as may be specifically otherwise agreed, the parties acknowledge that you are a **controller** of the Data you disclose to S&P Global Ratings and that S&P Global Ratings will process the Data you disclose to S&P Global Ratings as a separate and independent controller strictly for the Permitted Purpose. In no event will the parties process the Data as joint controllers. Each party shall be individually and separately responsible for complying with the obligations that apply to it as a controller under Applicable Data Protection Law. Please see our Customer Privacy Policy (available at <https://www.spglobal.com/corporate-privacy-policy>) and Cookie Notice (available at <https://www.spglobal.com/corporate-privacy-policy/corporate-privacy-and-cookie-notice>) for further information regarding how personal data that you provide to S&P Global Ratings in connection with the Services will be used and maintained.

5. Notifications: Except where and to the extent prohibited by applicable law, each party (“**Notifier**”) will inform the other promptly after any inquiry, communication, request or complaint relating to Notifier’s processing of the personal data transferred by the other party to the Notifier under this Appendix which is received from: (i) any governmental, regulatory or supervisory authority, (ii) any data subject or (iii) any other person or entity alleging unlawful or unauthorized processing.

6. Use and Restrictions on Use: Notwithstanding the information that you are entitled to use from the Services and distribute to third parties to the extent permitted by the Agreement, you shall not distribute or use any personal data to which you have had access when receiving the Services other than for the Permitted Purpose.

7. Security: The parties shall implement appropriate technical and organisational measures to protect the Data from: (i) accidental, unauthorized or unlawful destruction and (ii) loss, alteration, unauthorised disclosure of or access to the Data.

8. International Transfer of Data:

8.1 S&P Global Ratings may process (or permit to be processed) any Data in any jurisdiction (including any Destination Jurisdiction) or receive and make Restricted Transfers in relation to any Data provided that it does so in accordance with Applicable Data Protection Law.

8.2 To the extent that you are subject to Applicable Data Protection Law, the Standard Contractual Clauses shall: (i) apply, to the extent permitted by Applicable Data Protection Law, to Restricted Transfers by you (as Data Exporter) to S&P Global Ratings (as Data Importer); (ii) be deemed to be populated with your details as set out in the Agreement; (iii) be incorporated into and made a part of this Appendix; and (iv) be deemed to be executed by you executing the Agreement.

8.3 To the extent that the Standard Contractual Clauses apply between S&P Global Ratings and you:

(a) Where the Origin Jurisdiction is not within the European Economic Area, the Standard Contractual Clauses shall be construed in light of the equivalent provisions of relevant Applicable Data Protection Law of the Origin Jurisdiction insofar as Applicable Data Protection Law permits, and in particular references within the Standard Contractual Clauses: (i) to provisions of the GDPR shall be read as being references to any equivalent provisions in the Applicable Data Protection Law of the Origin Jurisdiction; (ii) to Member States and the Union shall be read as being references to the relevant Origin Jurisdiction; and (iii) to third countries shall be read as being references to the relevant Destination Jurisdiction, in each case as the context requires;

(b) Each party shall perform its obligations under the Standard Contractual Clauses at its own cost; and

(c) If the Standard Contractual Clauses are amended or replaced, the parties agree to take steps to put in place any amended or replacement version between them, as required by Applicable Data Protection Law.

9. Survival: This Appendix shall survive termination or expiry of the Agreement. Upon termination or expiry of the Agreement, S&P Global Ratings may continue to process the Data, provided that such processing complies with the requirements of this Appendix and Applicable Data Protection Law.

NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY

MOTION

No. 22-01

Date: April 19, 2022

Motion to approve all present Commissioners for attendance to the National Association of Clean Water Agencies - The National Water Policy Fly-In on April 27, 2022 Washington, DC.

| | Bonagura | Jordan | Kelaheer | Lo Iacono | Ortega | Plumley | Kasparian |
|----------|----------|--------|----------|-----------|--------|---------|-----------|
| Offered | | | | ✓ | | | |
| Seconded | | | | | ✓ | | |
| Aye | | | ✓ | ✓ | ✓ | ✓ | ✓ |
| Nay | | | | | | | |
| Absent | ✓ | ✓ | | | | | |
| Abstain | | | | | | | |