



New Jersey
Environmental
Infrastructure Trust

"Financing New Jersey's
Water Quality Future"

Warren H. Victor, Chairman
Robert A. Briant, Sr.
Herbert Barrack, Treasurer
Steven Gardner, Secretary
Andrew P. Sidamon-Eristoff, State Treasurer
Bob Martin, DEP Commissioner
Lori Grifa, DCA Commissioner

David E. Zimmer, Executive Director

April 7, 2011

Honorable Chris Christie
Governor of the State of New Jersey
State House
PO Box 001
Trenton, New Jersey 08625

Dear Governor Christie:

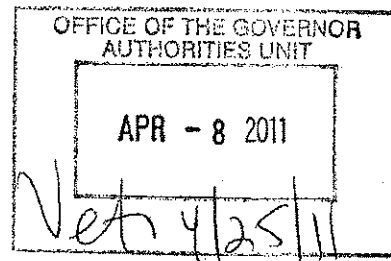
In accordance with the provisions of the New Jersey Environmental Infrastructure Trust Act, I hereby transmit for your review and consideration the minutes of the April 7, 2011 meeting of the New Jersey Environmental Infrastructure Trust. The New Jersey Environmental Infrastructure Trust Act provides that the Governor has ten days from the delivery of the minutes, excluding weekends and holidays, to review and accept such minutes. In the event that the minutes are not acted upon within the statutory time frame by you, the minutes become effective automatically.

Sincerely,

Steven Gardner
Secretary

Enclosure

- c Honorable Stephen Sweeney, President of the Senate
Honorable Sheila Oliver, Speaker of the General Assembly





New Jersey
Environmental
Infrastructure Trust

"Financing New Jersey's
Water Quality Future"

Warren H. Victor, Chairman
Robert A. Briant, Sr.
Herbert Barrack, Treasurer
Steven Gardner, Secretary
Andrew P. Sidamon-Eristoff, State Treasurer
Bob Martin, DEP Commissioner
Lori Grifa, DCA Commissioner

David E. Zimmer, Executive Director

April 7, 2011

NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST

OPEN PUBLIC MEETING

MINUTES – APRIL 7, 2011

A meeting of the New Jersey Environmental Infrastructure Trust was convened on Thursday, April 7, 2011 at 10:00 a.m., in the conference room of 3131 Princeton Pike, Building 6, Suite 201, Lawrenceville, New Jersey.

In accordance with the Open Public Meetings Act, the New Jersey Environmental Infrastructure Trust filed a notice of the time, place and the location of this meeting with the Secretary of State; via "fax" to the Bergen Record and The Trenton Times in accordance with the New Jersey Open Public Meeting Act (N.J.A.C. 10:4-6 et.seq.); and to all press offices in the State House. A copy of this notice was posted outside the Secretary of State's Office, within the Department of Environmental Protection, and at the Trust Office.

DIRECTORS

Warren Victor, Chairman
Robert Briant Sr.
Herbert Barrack, Treasurer
Steven Gardner, Secretary
John Plonski
(for Commissioner Martin)
James Requa
(for Commissioner Grifa)
Adrienne Kreipke
(for State Treasurer Sidamon-Eristoff)

OTHERS

David E. Zimmer, Executive Director
Maryclaire D'Andrea, Assistant Director
Frank Scangarella, Chief Operating Officer
John Hansbury, Chief Budget Officer
Johanna Barba Jones, Governor's Authorities Unit
Clifford Rones, Deputy Attorney General
Adam Wendell, McCarter & English LLP
Geoffrey Stewart, Public Financial Management
Eugene Chebra, Municipal Finance & Construction
Lisa Price, Equal Opportunities & Contracts

Executive Director Zimmer reported that he has received a letter from Commissioner Bob Martin appointing Mr. John Plonski as his representative for today and all future meetings of the Trust.

APPROVAL OF THE MINUTES:

Chairman Victor opened discussion of the minutes of the February 17, 2011 Trust Board meeting. Mr. Gardner moved for the approval of the minutes. Mr. Barrack seconded the motion. The minutes were approved 7 to 0 with 0 abstentions.

Chairman Victor introduced Resolution No. 11-06 honoring Mr. Robert Briant Sr., on behalf of the Board and staff of the NJEIT. The resolution extended the Board and NJEIT staff's thanks and appreciation to Mr. Briant for his service as a Board member since 1996 and as Chairman from 2001. Mr. Briant thanked the Board and staff for its support during his service. The resolution was moved for adoption by Mr. Barrack and seconded by Mr. Plonski. The motion was carried 7 to 0 with 0 abstentions.

Chairman Victor introduced Resolution No. 11-07 in accordance to the NJEIT By-Laws adopted and amended August 14, 1997 and Effective September 2, 1997, requires the Board to elect officers for the conduction of business. Chairman Victor will accept nominations for the three remaining positions of Vice Chairman, Treasurer and Secretary.

Chairman Victor requested a nomination for the position of Vice Chairman.
Mr. Gardner nominated Mr. Barrack for the position of Vice Chairman.
The motion was seconded by Mr. Briant.
The motion was approved 7 to 0 with 0 abstentions.

Chairman Victor then requested a nomination for the position of Treasurer.
Mr. Barack nominated Mr. Briant for the position of Treasurer.
The motion was seconded by Mr. Gardner.
The motion was approved 7 to 0 with 0 abstentions.

Chairman Victor then requested a nomination for the position of Secretary.
Mr. Briant nominated Mr. Gardner for the position of Secretary.
The motion was seconded by Mr. Requa.
The motion was approved 7 to 0 with 0 abstentions.

A copy of the Director and Officers Liability Coverage Under the Tort Claims Fund effected July 1, 2010 through June 30, 2011 was distributed to each Board member.

ANNOUNCEMENTS:

Mr. Zimmer reported on the events since the last Trust Board meeting:

- Both DEP and the Trust staffs continue to conduct biweekly meetings to discuss Barnegat Bay initiatives.
- Executive Director Zimmer gave a presentation to the Association of Environmental Authorities.

- Executive Director Zimmer also gave a presentation at the (21) County Planners monthly meeting.
- Continuing our outreach effort, senior staff has met with Assemblyman O'Scanlon and Assemblywoman Handlin to discuss our Financing Program and the municipalities within their districts that have used our Program for infrastructure upgrades.
- Senior staff attended the Brownfield's 2011 conference held at the Philadelphia Convention Center.
- Assistant Director D'Andrea gave a presentation before the Utilities Transportation Contractor's Association.
- The Trust held its investment advisor quarterly meeting with Cutwater representatives.
- Ocean County Utilities Authority met with Trust staff to discuss financing of their project.
- Several conference calls were held with Trust consultants to discuss the legal language regarding the 2% Levy Cap. The Trust will meet with the Department of Community Affairs staff as their schedule permits.
- The Trust attended the groundbreaking at the New Jersey American Water Company.
- The Trust gave a power-point presentation before the Trust and DEP staffs regarding the joint database project.
- The second change Letters of Intent, loan applications due on March 7, 2011 were all submitted electronically using the new database system, allowing both the Trust and DEP to access and view and report on all submittals.
- SFY2012 Financial Addendum Forms (FAF) will also be submitted electronically. The interim project loan's FAF are for the Interim Financing Program are due 45-days before the loan disbursement.
- Executive Director Zimmer reminded the Public Board members that their State Financial Disclosure Statements are due no later than May 15, 2011. They can be completed on-line. Consistent with past practice, please contact Trust staff and we will assist you with this endeavor.
- The next Board meeting is scheduled for Thursday, May 12, 2011 at 10:00 a.m. at the Offices of the Trust.

During the past month, the Trust received or sent the following correspondence. In an effort to “go green”, the agenda package does not include copies of the following correspondence, however, if you would like a copy, please make your request to the Trust secretary.

- Preaward approval letters were sent to the following:
 - Atlantic County UA (S340809-18)
 - Berkeley Township (S340969-10)
 - Galloway Township (S340892-03)
 - Aberdeen Township (133002-002)
 - Little Falls Township (S340716-06)
 - Mt. Olive Township (1427015-001)
 - NJ American Water (0712001-005)
Canoe Brook Water Treatment Plant Upgrade and Procurement of Equipment Contract
 - NJ Water Supply Authority (1352005-004)
 - Nutley Township (0716001-001)
 - Ocean Township (152001-002)

- Certificate 5.02 letters were sent to the following projects:
 - 2004 Financing Program for the Borough of Woodland Park (formerly W. Paterson Borough)
 - 2008 Financing Program for the Borough of Flemington (W100900-1003/004); Evesham MUA (S340838-02-1; City of Camden (S340366-08); Bergen County UA/Edgewater Colony (S340446-10) Gloucester City (W0414001-001); Medford Township (S340346-04; and Middletown Township SA (S340-097-02).

- On March 2, 2011, a letter was sent to Mr. Michael Sgro, Esq., Vice President, Secretary and General Counsel of the New Jersey American Water Company acknowledging receipt of reimbursement of expenses from the NJAWC in the case of the arbitrage audit.

EXECUTIVE SESSION:

- Mr. Zimmer introduced Resolution No. 11-08 to conduct an executive session to discuss litigation matters concerning Trust personnel. The resolution was moved by Mr. Briant and seconded by Mr. Gardner. The motion was approved 7 to 0 with 0 abstentions. The Board convened for an Executive Session at 10:15 a.m.

The Board convened into public session at 10:25 a.m. A motion to return to public session was made by Mr. Briant and seconded by Mr. Plonski. The motion was approved 7 to 0 with 0 abstentions.

Minutes of executive session will be available when the need for confidentiality is no longer necessary.

UNFINISHED BUSINESS:

- 9A. Mr. Chebra of the Municipal Finance and Construction Element discussed the status of the Construction Status Report which reflects that there are 364 active projects totaling \$2.5B; there are 572 closed projects totaling \$2.8B making a grand total of 936 projects at \$5.3B.
- 9B. Mr. Chebra discussed the SFY2012 Clean Water Financing Loan Program. At this time, there are 6 supplemental loans totaling \$17.5M; 65 projects within the traditional program totaling \$299.1M; and 20 second chance projects totaling \$43.2M. Reflecting a grand total of \$359.8M for the SFY2012 Clean Water Loan Program

Mr. Chebra then reported on the status of the SYF2012 Drinking Water Financing Loan Program. The drinking water portion of the SYF2012 reflects 3 supplemental loans totaling \$3M; 46 projects within the traditional program totaling 192.8M; and 12 second chance projects totaling \$25.5M. Reflecting a grand total of \$581.1M for the SFY 2012 Drinking Water Loan Program.

Mr. Chebra reported that an agenda item for the working group meeting, immediately following today's Board meeting would be to discuss the submittal of all required by October. The October deadline would enable DEP to more effectively apply staff efforts.

Mr. Chebra reported on the Barnegat Bay initiative. While EPA has granted \$10M principal forgiveness from the 2010 Capitalization Grant, DEP has received Letters of Intents totaling \$44M. Costs of the projects were higher than expected due to the preferred best management practice. The DEP is revisiting the topic to determine if an acceptable change can be adopted.

NEW BUSINESS:

- 10A. Mr. Zimmer introduced Resolution No. 11-09 accepting the Treasurer's Report for February and March 2011. The resolution was moved for adoption by Mr. Briant and seconded by Mr. Plonski. The motion was carried 7 to 0 with 0 abstentions.

In February and March 2011, the Trust received and paid bills for products and services totaling \$1,183,137.70 and \$8,333.39. Eighty nine percent of this sum (\$1,060,000) reflects reimbursement to the DEP and bond counsel services for the 2010 Series B & C bond offerings. The Trust has received and reviewed bills totaling \$41,608.48. The majority of this amount is for the rent and two months of asset management fees.

Mr. Zimmer announced that the following bills were received, reviewed, and were being paid:

Princeton Pike Office Park, LLC (Rent – May 2011)	\$9,339.09
Cutwater Asset Management (Investment Advisor – January 2011)	\$9,849.20
Cutwater Asset Management (Investment Advisor – February 2011)	\$10,113.37
Treasurer, State of New Jersey (DAG Legal Fees 2 nd Quarter Fiscal Year 2011)	\$3,583.00
Bethel Bindery, Inc. (Legal Bibles for NJEIT 2008A Financing & CDROM Transcripts of 2008 Borrowers #3)	\$6,108.82
Automated Signature Technology (purchase of automated signature machine – Ghostwriter T200 NJEIT Purchase order #GSNJAIT027)	\$2,615.00
TOTAL	<u>\$41,608.48</u>

- 10B.** Mr. Zimmer introduced Resolution No. 11-10 delegating to the NJEIT's Executive Director of the Trust the authority to (1) evaluate applications for loans from the NJEIT Financing Program and (II) bypass applications determined to be non-compliant on the basis of such evaluation.

The resolution was moved for adoption by Mr. Briant and seconded by Mr. Requa. The motion was carried 7 to 0 with 0 abstentions.

- 10C.** Mr. Zimmer introduced Resolution No. 11-11 approving the “Financial Plan” for the 2012 Financing Program (May Report). The NJEIT is required to be submitted to the Legislature on or before May 15, 2011, a financial plan designed to implement the financing of the projects to be approved pursuant to N.J.S.A. 58:11B-20.

There are two major changes in this year’s report:

- i) The Program is offering 75% DEP funds (0% interest cost) to be matched by 25% Trust loans funded through a public bond sale. The Financing Program estimates having \$437.7M available for funds in FY2012.
- ii) The second change, pertains to the Barnegat Bay initiative to provide funds to clean up pollution in the Bay. DEP is making \$10M available to Barnegat Bay municipalities in the form of principal forgiveness loans to incentivize these municipalities to undertake much needed projects which would decrease the nutrient load running into the Bay. Applications are currently under review.

The resolution was moved for adoption by Mr. Requa and seconded by Mr. Barrack. The motion was carried 7 to 0 with 0 abstentions.

- 10D.** Mr. Zimmer introduced Resolution No. 11-12 regarding the adoption of the SFY2012 Operating Budget.

The budget will maintain the currently charged administrative fee of 0.003 for all borrowers and retain the loan surcharge fee of 0.001. This budget consist of revenues derived from anticipated administrative fees in the amount of \$5,705,295 and an anticipated loan surcharge fee of \$100,000 for a total of \$5,805,295.

The budget also consists of anticipated expenses for the cost of issuance of the 2012 NJEIT bonds, anticipated contract expenses for document scanning services, arbitrage rebate services and internal control auditing services. The budget also consists of contract amounts for trustee and loan servicer services, anticipated salaries and fringe amounts, property and auto insurance policies, rent and utilities, IT and administrative expends and anticipated legal fees to the Attorney General. The expenses portion of the FY2012 proposed operating budget totals \$5,805,295.

The resolution was moved for adoption by Mr. Briant and seconded by Mr. Gardner. The motion was carried 7 to 0 with 0 abstentions.

- 10E.** Mr. Zimmer introduced Resolution No. 11-13 granting DRS Imaging the document scanning contract. As authorized under Resolution No. 10-59 adopted by the Board on December 16, 2010, the Trust distributed a Request for Proposal. The Trust received five proposals in response to the notice of solicitation. The Selection Committee independently ranked the proposals based on the criteria's and weights set forth in the notice. The Committee has recommended that the Board execute and contract an agreement with the firm of DRS Imaging for document scanning services (Phase I) for a contact period not to exceed one year beginning on May 1, 2011 through April 30, 2012 for the purposes set forth within this resolution. A cap of \$45,000 has been set for this service. Any expense over the cap, would require Board approval.

The resolution was moved for adoption by Mr. Briant and seconded by Mr. Plonski. The motion was carried 7 to 0 with 0 abstentions.

- 10F.** This agenda item was removed from the agenda.

PUBLIC COMMENTS:

- Lisa Price from the Office of Equal Opportunities & Contracts had nothing to report to the Board at this time.
- Assistant Director Maryclaire D'Andrea announced her retirement and thanked the Board for all their support. Chairman Victor wished her well and thanked her for her years of service to the Trust since 1988.
- Mr. Briant updated the Board on the Senate Committees' progress pertaining to SRF funding in Washington.

Mr. Briant moved to adjourn the meeting. The motion was seconded by Mr. Gardner and approved 7 to 0 with 0 abstentions. The meeting was adjourned at 11:15 a.m.

RESOLUTION NO. 11 - 06

ROBERT A. BRIANT, SR.

WHEREAS, Robert A. Briant, Sr. serves as a member of the New Jersey Environmental Infrastructure Trust since 1996 and as Chairman from 2001 and,

WHEREAS, under his leadership the Trust gained a national reputation as one of the very best infrastructure financing agencies in the United States; and

WHEREAS, Robert A. Briant, Sr.'s untiring leadership on a state and national level contributed immeasurably to the health of the environment and the economy of the State of New Jersey; and

WHEREAS, by organizing and holding the office of Chairman of the Clean Water Construction Coalition has brought enormous focus to the Federal State Revolving Fund; and

WHEREAS, Robert A. Briant, Sr.'s lengthy record of unselfish public service leaves an indelible legacy to the people of New Jersey;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the New Jersey Environmental Infrastructure Trust, on behalf of the Board and Staff of the New Jersey Environmental Infrastructure Trust, extends thanks and appreciation to Robert A. Briant, Sr. for his service past, present and future to this State, and commends his professionalism and dedication.

Adopted Date: April 7, 2011

Motion Made By: Mr. Barrack

Motion Seconded By: Mr. Plonski

Ayes: 7

Nays: 0

Abstentions: 0

RESOLUTION NO. 11 - 07

WHEREAS, The New Jersey Environmental Infrastructure Trust (the "Trust") adopted and amended By-Laws August 14, 1997 and effective September 2, 1997:

WHEREAS, Part II, Section 1 of said By-Laws requires the Board to elect officers for the conduct of business;

NOW THEREFORE BE IT RESOLVED THAT the Trust hereby elects the following as the Officers of the Trust:

Chairman Victor requested a nomination for the position of Vice Chairman.
Mr. Gardner nominated Mr. Barrack for the position of Vice Chairman.
The motion was seconded by Mr. Briant.
The motion was approved 7 to 0 with 0 abstentions.

Chairman Victor then requested a nomination for the position of Treasurer.
Mr. Barrack nominated Mr. Briant for the position of Treasurer.
The motion was seconded by Mr. Gardner.
The motion was approved 7 to 0 with 0 abstentions.

Chairman Victor then requested a nomination for the position of Secretary.
Mr. Briant nominated Mr. Gardner for the position of Secretary.
The motion was seconded by Mr. Requa.
The motion was approved 7 to 0 with 0 abstentions.

Adopted Date: April 7, 2011

RESOLUTION NO. 11 - 08

BE IT HEREBY RESOLVED THAT, pursuant to N.J.S.A. 10:4-12 and N.J.S.A. 10:4-13, the members of the New Jersey Environmental Infrastructure Trust (the "Trust") hold an executive session regarding contract negotiations, personnel matters and advice from counsel.

BE IT FURTHER RESOLVED THAT it is expected that discussions undertaken at this executive session will be made public once a final position is adopted by the Trust regarding such actions.

Adopted Date: April 7, 2011

Motion Made By: Mr. Briant

Motion Seconded By: Mr. Gardner

Ayes: 7

Nays: 0

Abstentions: 0

RESOLUTION NO. 11 - 09

WHEREAS, the New Jersey Environmental Infrastructure Trust (the "Trust") has reviewed the Treasurer's Reports for February and March 2011

WHEREAS, the Trust has placed in its files certain correspondence relating to expenses incurred in relation to the Trust;

NOW THEREFORE BE IT RESOLVED THAT the Trust hereby accepts the Treasurer's Reports for February and March 2011 and request that the same be entered into the record.

Adopted Date: April 7, 2011

Motion Made By: Mr. Briant

Motion Seconded By: Mr. Plonski

Ayes: 7

Nays: 0

Abstentions: 0

RESOLUTION NO. 11 - 10

RESOLUTION OF THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST DELEGATING TO THE EXECUTIVE DIRECTOR OF THE TRUST THE AUTHORITY TO (I) EVALUATE APPLICATIONS FOR LOANS FROM THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE FINANCING PROGRAM AND (II) BYPASS APPLICATIONS DETERMINED TO BE NON-COMPLIANT ON THE BASIS OF SUCH EVALUATION

WHEREAS, pursuant to Section 5(m) and Section 9(a) of the New Jersey Environmental Infrastructure Trust Act, constituting Chapter 334 of the Pamphlet Laws of 1985 of the State of New Jersey (the "State"), as amended and supplemented (N.J.S.A. 58:11B-1 *et seq.*) (the "Trust Act"), the New Jersey Environmental Infrastructure Trust, a public body corporate and politic under the laws of the State, created pursuant to the Trust Act (the "Trust"), is authorized to make and contract to make loans (each, a "Trust Loan") to project sponsors (each, a "Project Sponsor") to finance a portion of the costs of the respective environmental infrastructure system projects thereof (each, a "Project"), which Project Sponsors may lawfully undertake or acquire and for which they are authorized by law to borrow funds, subject to such terms and conditions as the Trust shall determine to be consistent with the purposes thereof; and

WHEREAS, the regulations promulgated pursuant to the Trust Act (N.J.A.C. 7:22-2.1 *et seq.*), as the same have been, and in the future may from time to time be, amended and supplemented (the "Regulations"), provide for, among other things, the submission to the Trust of applications for Trust Loans (each, an "Application") by potential Project Sponsors (each, an "Applicant"); and

WHEREAS, pursuant to the provisions of N.J.A.C. 7:22-4.11(d)(21), each Applicant, as part of its Application, is required to provide, among other things, a description of how the Applicant intends to repay its Trust Loan and any other expenses necessary to fully complete and implement its Project, and the steps it has taken to implement its plan; and

WHEREAS, N.J.A.C. 7:22-4.11(d)(21) further provides that each Applicant shall secure its Trust Loan in a manner acceptable to the Trust; and

WHEREAS, N.J.A.C. 7:22-4.13(a) sets forth the criteria and methodology for the administrative evaluation of each Application; and

WHEREAS, N.J.A.C. 7:22-4.13(b) provides that, upon the completion of a full review and evaluation of each Application, the Trust either shall certify the Project for funding or bypass the Project for funding in the State Fiscal Year for which the Application was submitted; and

WHEREAS, N.J.A.C. 7:22-4.13(c) provides that, if a determination is made to bypass the Project for funding in the State Fiscal Year for which the Application was submitted, the Trust shall promptly notify the Applicant that its Project has been bypassed; and

WHEREAS, the Treasurer of the State, pursuant to an amended and restated letter to the Executive Director of the Trust (the "Executive Director"), dated October 29, 2001, has set forth certain creditworthiness standards (the "Creditworthiness Standards") that must be satisfied by each Applicant as a condition precedent to the receipt of financial assistance through the New Jersey Environmental Infrastructure Financing Program (the "Financing Program") that is administered jointly by the Trust and the New Jersey Department of Environmental Protection (the "NJDEP"); and

WHEREAS, in satisfaction of the provisions of Section 20 of the Trust Act (N.J.S.A. 58:11B-20) and Section 20.1 of the Trust Act (N.J.S.A. 58:11B-20.1), the Trust and the NJDEP submit annually to the State Legislature the "Project Priority List and Financial Strategy" with respect to the Financing Program (the "January Report"), which January Report sets forth for the ensuing State Fiscal Year (i) the priority system and the project priority list in satisfaction of the above-cited statutory requirements of the Trust Act, and (ii) additional information with respect to the overall structure of the Financing Program, including, without limitation, information with respect to Project and Applicant eligibility; and

WHEREAS, in satisfaction of the provisions of Section 21 of the Trust Act (N.J.S.A. 58:11B-21) and Section 21.1 of the Trust Act (N.J.S.A. 58:11B-21.1), the Trust and the NJDEP submit annually to the State Legislature the "Financial Plan" with respect to the Financing Program (the "May Report"), which May Report sets forth for the ensuing State Fiscal Year (i) the proposed financial plan that has been designed to implement the financing of the Projects that are included on the project priority list, and (ii) the overall structure of the Financing Program, including, without limitation, information with respect to Project and Applicant eligibility; and

WHEREAS, prior to the submission of each of the January Report and the May Report to the State Legislature pursuant to the provisions of the Trust Act, as described above, each of the January Report and the May Report, in substantially final form, must be submitted to the Board of Directors of the Trust (the "Board") for the review and approval thereof via a resolution adopted by the Board; and subsequent to the submission of the May Report to the State Legislature pursuant to the provisions of the Trust Act, as described above, the May Report must be approved by the adoption of a concurrent resolution of the Senate and the General Assembly; and

WHEREAS, the Board desires to delegate to the Executive Director certain authority with respect to (i) the review and evaluation of each Application in accordance with the provisions of the Regulations, and (ii) the bypass of any Project, the Application with respect to which does not comply with any provision of the Regulations and/or any other applicable authority.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the New Jersey Environmental Infrastructure Trust, as follows:

Section 1. In furtherance of the intent and purposes of the Financing Program, the Board hereby delegates to the Executive Director the authority to (i) undertake a full review and evaluation of each Application in accordance with the provisions of the Regulations, and (ii) upon the completion of such review and evaluation, bypass any Project, the Application with

respect to which, in the determination of the Executive Director, after consultation with the appropriate representatives of the NJDEP, does not comply with the applicable provisions of the Regulations and/or any other applicable authority relating to the qualification of a Project and/or an Applicant for participation in the Financing Program, including, without limitation, (1) the Trust Act, (2) all other applicable law, (3) the January Report, (4) the May Report, (5) the Creditworthiness Standards, and (6) any other applicable standards and policies of the Trust, as previously adopted and now in effect or as may be adopted by the Trust in the future, including, without limitation, any provision of the Regulations and items (1) through (6), above, that sets forth criteria with respect to the security and sources of repayment for the proposed Trust Loan to the Applicant. In the event that the Executive Director exercises the delegation of authority granted by the Board pursuant to this Section 1, the Executive Director shall prepare, and retain as part of the files of the Trust, a written record relating to the determination by the Executive Director to bypass any Project

Section 2. The Executive Director is hereby authorized to take such other actions that the Executive Director, in his sole discretion, deems necessary, convenient or desirable to effect the provisions of this Resolution.

Adopted Date: April 7, 2011

Motion Made By: Mr. Briant

Motion Seconded By: Mr. Requa

Ayes: 7

Nays: 0

Abstentions: 0

RESOLUTION NO. 11 - 11

WHEREAS, PURSUANT TO N.J.S.A. 58:11B-21, the New Jersey Environmental Infrastructure Trust (the "Trust") is required to submit to the Legislature on or before May 15, 2011, a financial plan designed to implement the financing of the projects to be approved pursuant to N.J.S.A. 58:11B-20; and

WHEREAS, the financial plan shall contain an enumeration of the bonds which the Trust intends to issue, including the amounts thereof and the terms and conditions therefore; a list of loans to be made to participants, including the terms and conditions thereof and the anticipated rate of interest per annum and repayment schedule therefore; and operating and financial statement covering the Trust's proposed operations during the forthcoming fiscal year including amounts of income from all sources; the schedule of fees and charges to be charged to and collected from borrowers in connection with the Trust loans; and a summary of the status of each project for which loans have been made and a description of the major impediments to the accomplishment of the planned projects;

NOW THEREFORE BE IT RESOLVED THAT the Trust Board of Directors hereby approves the proposed "Financial Plan" for State Fiscal Year 2012 substantially in the form as the Plan included in the agenda for April 7, 2011 Trust Board meeting with such changes thereto as have been implemented by the FY2012 budget approved by the Trust and as the Executive Director, in consultation with the Chairman or Vice Chairman, shall approve and authorize; and

BE IT FURTHER RESOLVED THAT the Executive Director, in consultation with the Chairman or Vice Chairman, is hereby authorized and directed to take such other actions as are necessary or desirable to publish, file and distribute the Financial Plan, including its printing and binding.

Adopted Date: April 7, 2011

Motion Made By: Mr. Requa

Motion Seconded By; Mr. Barrack

Ayes: 7

Nays: 0

Abstentions: 0

RESOLUTION NO. 11 - 12

WHEREAS, the New Jersey Environmental Infrastructure Trust (the "Trust") must adopt an annual budget which is included in the Financial Plan (May Report) submitted to the Legislature on or before May 15th of each year; and

NOW THEREFORE BE IT RESOLVED THAT after due consideration of all of the items set forth herein the Trust hereby adopts the attached budget; and

BE IT FURTHER RESOLVED that said budget will maintain the currently charged administrative fee of 0.003 and retain the loan surcharge fee at .001 (both times the principal amount of bonds sold), for the 2012 Financing Program borrowers and, further maintain the existing administrative fee at the respective caps for all the previous borrowers.

Adopted Date: April 7, 2011

Motion Made By: Mr. Briant

Motion Seconded By: Mr. Gardner

Ayes: 7

Nays: 0

Abstentions: 0

RESOLUTION NO. 11 - 13

**RESOLUTION OF THE TRUST APPOINTING DRS IMAGING AS DOCUMENT
SCANNING FIRM FOR A PERIOD NOT TO EXCEED ONE YEAR**

WHEREAS, the Trust is authorized to procure Document Scanning Banking Services pursuant to N.J.S.A. 58:11B-5L; and

WHEREAS, in Trust resolution No. 10-59, the Board authorized the Executive Director to solicit proposals for Document Scanning Services; and

WHEREAS, the Trust competitively procured proposals through formal advertisement and distribution of a Request for Proposals (RFP) to a list of thirteen (13) firms; and

WHEREAS, the Trust received five (5) proposals in response to the notice of solicitation; and

WHEREAS, the Trust established a Selection Committee whose members independently ranked the proposals based on the criteria and weights set forth in the notice of solicitation; and

WHEREAS, the Committee tabulated the member's rankings and recommends awarding a document scanning contract to **DRS Imaging** for the scanning and conversion of the following Trust documents: Legal Bibles, Black Books, Resolution/Minutes Books, Trustee Statements, Operating Fund Files, Bond Sale Files, and Construction Requisitions based on DRS Imaging's March 25, 2011 proposal receiving the highest ranking of all proposals received.

NOW THEREFORE BE IT RESOLVED THAT the Executive Director send a letter of intent to make the appointment to DRS Imaging, which letter also states that the appointment is from May 1, 2011 through April 30, 2012 contingent upon the subsequent execution by all parties of an agreement substantially in the form of the agreement attached to the Document Scanning Services Request for Proposals; and

BE IT FURTHER RESOLVED THAT the Chairman or Vice Chairman of the Trust is hereby authorized to execute an agreement, substantially in the form of the agreement attached to the Request for Proposals, with DRS Imaging. The terms and conditions of the agreement shall include but not be limited to:

- a. the provision of services as outlined in the Trust's Request for Proposal (RFP) distributed on February 23, 2011 and the proposal submitted by DRS Imaging dated March 25, 2011.

- b. the payment of all fees for all services as detailed in the March 25, 2011 submittal.
- c. such other terms and conditions as may be contemplated by the RFP and the materials enclosed therewith as deemed necessary and appropriate by the Chairman or Vice Chairman of the Trust.

BE IT FURTHER RESOLVED THAT total expenditures pursuant to this agreement shall not exceed \$45,000 absent separate board authorization.

Adopted Date: April 7, 2011

Motion Made By: Mr. Briant

Motion Seconded By: Mr. Plonski

Ayes: 7

Nays: 0

Abstentions: 0