



New Jersey Environmental Infrastructure Trust
3131 Princeton Pike
Building 4 Suite 216
Lawrenceville, NJ 08648-2201



Robert A. Briant, Jr., Vice Chairman
Roger Ellis, Treasurer
Mark Longo, Secretary
Ford M. Scudder, Acting State Treasurer
Bob Martin, DEP Commissioner
Charles A. Richman, DCA Commissioner
David E. Zimmer, Executive Director

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

DEC 10 2015

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 December 10, 2015 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,

David E. Zimmer, CFA
Assistant Secretary

Enclosure

cc: Honorable Stephen Sweeney, President of the Senate
Honorable Vincent Prieto, Speaker of the General Assembly



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December 10, 2015

NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST

OPEN PUBLIC MEETING

MINUTES – December 10, 2015

1. CALL TO ORDER:

A meeting of the New Jersey Environmental Infrastructure Trust was convened on Thursday, December 10, 2015 in the conference room of 3131 Princeton Pike, Building 4, Suite 216, Lawrenceville, New Jersey. Chairman Briant called the meeting to order at 10:00 a.m.

2. OPEN PUBLIC MEETING ACT STATEMENT:

Executive Director Zimmer read the Open Public Meeting Act Statement into the record.

3. ROLL CALL:

Ms. Melissa Pierce conducted roll call to which Mr. Briant, Mr. Longo, Mr. Ellis, Mr. Kennedy, Mr. Requa, and Ms. Campbell all responded affirmatively.

DIRECTORS

Robert A. Briant, Jr., Vice Chairman
Mark Longo, Secretary (*)
Roger Ellis, Treasurer
Dan Kennedy (*)
(for DEP Commissioner Martin)
Christine Campbell
(for Acting State Treasurer Scudder)
James Requa
(for DCA Commissioner Richman)

OTHERS

David E. Zimmer, Executive Director
Frank Scangarella, Assistant Director
Lauren Seidman Kaltman, Chief Financial Officer
John Hansbury, Chief Budget Officer
Chris Howard, Governor's Authorities Unit
Clifford T. Rones, Deputy Attorney General
Richard Nolan, McCarter & English LLP
Adam Wendell, McCarter & English LLP
Geoffrey Stewart, Public Financial Management
Eugene Chebra, Municipal Finance & Construction

(*) Participated via teleconference

4. APPROVAL OF THE MINUTES:

Vice Chairman Briant opened discussion of the minutes of the Thursday, November 12, 2015 Trust Board meeting.

Mr. Ellis noted that an error appears in the November Board minutes, specifically the statement that the Board approved the October Treasurer's Report. The minutes should reflect that the Board approved the September Treasurer's report. Vice Chairman Briant requested a motion to approve the November minutes as amended.

Ms. Campbell moved for the approval of the minutes. Mr. Ellis seconded the motion. Ms. Pierce conducted roll call. The motion was carried 6 to 0 with 0 abstentions.

5. ANNOUNCEMENTS:

Executive Director Zimmer summarized a number of the substantive events that occurred and the correspondence which was issued since the last Trust Board meeting:

- On December 4, 2015, Executive Director Zimmer was a panel participant discussing Funding & Technical Resources related to CSOs and Redevelopment at the NJ Brownfields Inter Agency Work Group.
- On December 3, 2015, Executive Director Zimmer and DEP Assistant Commissioner and fellow Board member, Dan Kennedy, presented the Passaic Valley Sewage Commission's (PVSC) new Board of Commissioners an introduction to the Program and its benefits including briefing the Commissioners as to the aid and processes available to assist the PVSC in its many capital funding needs.
- On December 2, 2015, Executive Director Zimmer, was a panel participant discussing Financing Sustainable and Resilient Infrastructure at the EPA's Finance Forum in Iselin, NJ.
- On November 17-20, 2015, Trust senior staff attended and exhibited at the NJ League of Municipalities in Atlantic City, NJ with Executive Director Zimmer and DEP Assistant Commissioner and fellow Board member, Dan Kennedy, participating in a panel discussion on Innovative Financing and Solutions for Combined Sewer Systems.
- On November 13, 2015, Executive Director Zimmer presented the NJEIT 2016-2017 Construction Forecast at the Alliance For Action's 31st annual Construction Forecast Seminar.
- A copy of the Trust's 2016 Board Meeting dates are posted on the NJEIT Website at <https://www.njeit.org/board-meetings>.
- The next Trust Board meeting is scheduled for Thursday, January 14, 2016 at 10:00 am at the Trust's offices.

A copy of the announcements are available on the Trust’s webpage under the Recent Board Meeting Documents tab. <http://njeit.org/board-meetings> (locate “Meeting Date”, then select “Minutes”. The announcements will be at the end of the file.)

There were no comments or questions.

6. PUBLIC COMMENTS:

Vice Chairman Briant invited comments from the public. There were no comments.

7. UNFINISHED BUSINESS:

A. Mr. Chebra, of the NJDEP’s Municipal Finance and Construction Element, reported that there are 199 active projects totaling \$978,102,613 and 1,065 closed projects with loans outstanding totaling \$5,084,500,895 for a grand total of 1,264 projects at \$6,062,603,508.

B. Mr. Chebra discussed the SFY2016 Combined Financing Loan Programs:

SFY2016 Clean Water Financing Program:

Certified & Received Loan-Term Loan	9 Projects Totaling	\$35,415,068
Certified with Construction Loan:	13 Projects Totaling	\$68,983,678
Certified:	15 Projects Totaling	\$67,961,901
Authorized to Award expected by 6/30/16:	19 Projects Totaling	\$144,397,150
Prospect Approval expected by 6/30/16:	49 Projects Totaling	\$455,815,828
Prospect Approval not expected by 6/30/16:	54 Projects Totaling	\$585,068,332
Total Clean Water Projects	159 Projects Totaling	\$1,357,642,116

SFY2016 Drinking Water Financing Program:

Certified & Received Loan-Term Loan	2 Projects Totaling	\$2,121,401
Certified with Construction Loan:	8 Projects Totaling	\$28,615,882
Certified:	4 Projects Totaling	\$11,897,077
Authorized to Award expected by 6/30/16:	16 Projects Totaling	\$50,331,979
Prospect Approval expected by 6/30/16:	46 Projects Totaling	\$162,390,090
Prospect Approval not expected by 6/30/16:	44 Projects Totaling	\$197,921,433
Total Drinking Water Projects	120 Projects Totaling	\$453,277,862

SFY2016 Grand Totals:

Clean & Drinking Water Program Totals:	279 Projects	\$1,810,919,820
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Vice Chairman Briant asked Mr. Chebra if there was a time limit for projects to advertise their contracts once they received Authorization-to-Advertise from the Department. Mr. Chebra replied

that applicants may delay their formal advertisement. When that happens, DEP staff contacts the applicant to move the process along.

There were no additional comments or questions.

C. Executive Director Zimmer requested CFO Lauren Kaltman discuss the status of the Aged Inventory Report. There were 19 total open projects from 2008 and prior at the Trust's August Board meeting. Since then, 6 projects were closed out, leaving 13 open projects from 2008 and earlier. Of these, 3 projects are waiting for final requisitions, and 2 projects are expected to complete construction within the next 2 quarters. In addition, there are 3 open projects from 2009; 2 projects are waiting for final requisitions and 1 project is expected to complete construction within the next 2 quarters. The Trust and DEP are actively working with the remaining projects.

D. Executive Director Zimmer reported on the status of the Trust's outstanding Requests For Proposals (RFPs):

A recommendation for pre-qualification of firms for Consulting Engineering Services was to be presented to the Board under Item 8B later in the Agenda.

E. Executive Director Zimmer next reported on the status of the Construction Loan Program:

- Since the last Board meeting, 6 short-term Construction Loans, totaling approximately \$16 MM, were rolled into the Trust's long-term financing bond deal in November.
- The Trust received 4 new applications since the previous Board Meeting, all from Old Bridge MUA; 2 clean water applications for an interceptor project totaling \$1.48 MM and a Bulkhead project totaling \$2.5 MM; and 2 drinking water applications for rehab of a storage tank totaling \$2.54 MM and an upgrade to its SCADA system totaling \$1.44 MM.
 - The Trust currently has 34 Construction Loan applications outstanding totaling \$90 MM.
- The Trust closed 1 short-term loan to Cinnaminson SA for Planning & Design work for \$0.5 MM.
 - The Trust has 18 closed Construction Loan applications totaling \$63 MM.
- The Trust disbursed \$1.72 MM of funds to 3 projects in the past month.
 - 9 projects have received Construction Loan disbursements from the Trust to-date totaling \$21.5 MM.

The Construction Loan report was provided to the Board of Directors of the Trust in satisfaction of the requirements of Section 12 of the authorizing Resolution No. 15-03 adopted on January 15, 2015.

There were no comments or questions.

8. NEW BUSINESS:

- A. Executive Director Zimmer requested that the Trust’s Chief Budget Officer, John Hansbury, introduce Resolution No. 15-48 accepting the October 2015 Treasurer’s Report.

Revenues earned in October 2015:	\$ 505,803	
YTD Total Revenues Earned:	\$ 2,012,853	101.4 % of Budget
YTD Total Revenues Budgeted:	\$ 1,985,015	
Expenses Incurred in October 2015:	\$ 393,549	
YTD Total Expenses Incurred:	\$ 1,586,939	78.4 % of Budget
YTD Total Expenses Budgeted:	\$ 2,023,320	
<hr/>		
Difference YTD v. Budgeted YTD:	(\$464,219)	Excess cash flow

Mr. Hansbury asked if there were any comments or questions. Hearing none, Vice Chairman Briant requested a motion for approval.

The resolution was moved for adoption by Mr. Ellis and seconded by Mr. Requa. Ms. Pierce conducted roll call. The motion was carried 6 to 0 with 0 abstentions.

- B. Executive Director Zimmer requested the Trust’s Assistant Director, Frank Scangarella, introduce Resolution No. 15-49 pre-qualifying Professional Engineering firms for Engineering Consulting services for SFY2017 and SFY2018. Vice Chairman, Robert Briant, Jr. asked to recuse himself from the Board meeting. Vice Chairman Briant stated that as the CEO of the Utility and Transportation Contracting Association (UTCA), he has a potential conflict of interest given the fact that one or more of the firms submitting qualifications may be members of the UTCA. He excused himself the Boardroom.

Assistant Director Scangarella reported that proposals were received on December 2, 2015, and the Evaluation Committee recommended that the Board pre-qualify the following firms to the respective pools based on qualifications, price and other factors.

- Pool #1: Tetra Tech, Inc; Hatch Mott MacDonald, LLC; and CDM Smith Inc.
- Pool #2: CDM Smith Inc; Tetra Tech, Inc; and Hatch Mott MacDonald, LLC.
- Pool #3: Hatch Mott MacDonald, LLC; Tetra Tech, Inc; and Banc3, Inc.

The Resolution pre-qualified the listed firms and delegates to the Executive Director the authority to solicit fee proposals from among the pool of firms for specific project reviews in consultation with the NJDEP’s Assistant Commissioner of Water Resources Management (Dan Kennedy) and authorizes the Chair or Vice-Chair to execute the final contracts. The Resolution caps the total amount of work to be assigned in each of SFY2017 and SFY2018 to \$1.5 million annually for Pool #1; \$100,000 annually for Pool #2; and \$30,000 annually for Pool #3, absent further board approval.

Mr. Scangarella asked if there were any comments or questions. Hearing none, Treasurer Ellis requested a motion for approval.

The resolution was moved for adoption by Mr. Requa and seconded by Ms. Campbell. Ms. Pierce conducted roll call. The motion was carried 5 to 0.

Vice Chairman Briant returned to the Boardroom.

- C. Executive Director Zimmer introduced Resolution No. 15-50 approving a short-term Construction Loan to Milltown Borough. On December 29, 2014, the Trust issued a 1-year construction loan to Milltown in the amount of \$10MM to cover partial costs of an electric utility, flood mitigation project. Given the December 28, 2015 maturity of the original loan, Milltown requested to roll over its loan and increase the amount to cover the full cost of the project. The new loan amount shall not to exceed \$16,206,750. The project is expected to receive long-term financing in May 2016.

Executive Director Zimmer asked if there were any comments or questions. Hearing none, Vice Chairman Briant requested a motion for approval.

The resolution was moved for adoption by Mr. Longo and seconded by Mr. Requa. Ms. Pierce conducted roll call. The motion was carried 6 to 0 with 0 abstentions.

9. EXECUTIVE SESSION:

Vice Chairman Briant asked if there was a need for an Executive Session. Executive Director Zimmer responded there was not.

Vice Chairman Briant asked Executive Director Zimmer if there was any further action required by the Board. Mr. Zimmer answered there was not.

Vice Chairman Briant adjourned the meeting at 10:30 a.m.

RESOLUTION NO. 15 - 48

**RESOLUTION AUTHORIZING APPROVAL OF THE
OCTOBER 2015 TREASURER'S REPORTS**

WHEREAS, the New Jersey Environmental Infrastructure Trust (the "Trust") has reviewed the Treasurer's Reports for October 2015; and

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 Report for October 2015 and requests that the same be entered into the record.

Adopted Date: December 10, 2015

Motion Made By: Roger Ellis

Motion Seconded By: James Requa

Ayes: 6

Nays: 0

Abstentions: 0

RESOLUTION NO. 15 - 49

**RESOLUTION OF THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST
PRE-QUALIFYING PROFESSIONAL ENGINEERING FIRMS
FOR ENGINEERING CONSULTING SERVICES**

WHEREAS, the New Jersey Environmental Infrastructure Trust (Trust) is authorized to make and enter all contracts necessary or incidental to the performance of its duties pursuant to N.J.S.A. 58:11B-5(d); and

WHEREAS, on November 9, 2015, the Trust issued a Request for Qualifications (RFQ) pursuant to public advertisement, soliciting proposals from professional engineering firms for engineering services pertaining to projects seeking financing through the New Jersey Environmental Infrastructure Financing Program (NJEIFP); and

WHEREAS, the RFQ defined three pools within which engineering consulting services will be required (Consulting Pools):

- Pool #1: Review of NJEIFP loan applications for redevelopment projects, combined sewer overflow projects, and projects arising in natural disasters;
- Pool #2: Review of NJEIFP Loan applications seeking funding for (a) green infrastructure improvements (GI) and (b) long-term control plans for reducing combined sewer overflows (CSO) as well as develop program guidance relevant to addressing GI and CSO projects; and
- Pool #3: Assist in the integration of data into H2Loans, the NJEIFP's enterprise level software for managing loan applications; and

WHEREAS, the RFQ solicited proposals for the purpose of prequalifying one or more firms to participate in each of the Consulting Pools and enumerated the criteria and associated weights to be applied in the prequalification determination process; and

WHEREAS, in a memorandum dated November 30, 2015, the Executive Director appointed an Evaluation Committee consisting of five Trust and New Jersey Department of Environmental Protection (DEP) staff; and

WHEREAS, on December 2, 2015, the Trust received six engineering consulting service proposals for Pool #1; four engineering consulting service proposals for Pool #2; and three engineering consulting service proposals for Pool #3; and

WHEREAS, the Evaluation Committee members independently reviewed and ranked the Proposals for Pool #1 and the Committee ranked the proposals from Tetra Tech, Inc; Hatch Mott MacDonald, LLC; and CDM Smith Inc. as the highest and recommend pre-qualification of these three firms to participate in Pool #1; and

WHEREAS, the Evaluation Committee members independently reviewed and ranked the Proposals for Pool #2 and the Committee ranked the proposals from CDM Smith Inc; Tetra Tech, Inc; and

Hatch Mott MacDonald, LLC as the highest and recommend pre-qualification of these three firms to participate in Pool #2.

WHEREAS, the Evaluation Committee members independently reviewed and ranked the Proposals for Pool #3 and the Committee ranked proposals from Hatch Mott MacDonald, LLC; Tetra Tech, Inc; and Banc3, Inc. as the highest and recommend pre-qualification of these three firms to participate in Pool #3; and

WHEREAS, the prequalification of firms for engineering consulting services will provide improved efficiency in the review, approval and construction management of critical environmental infrastructure projects throughout the State; and

WHEREAS, the establishment of pools from which to separately solicit bids for specific project work will enable the Trust to ensure continuity of engineering services by avoiding any conflicts of interest arising from a firm’s review of an application for an applicant with which the firm has an existing business relationship.

NOW THEREFORE BE IT RESOLVED, that the Trust authorizes the appointment of the following firms to the respective Consulting Pools and directs the Executive Director to communicate same to the engineering firms:

<u>Consulting Pool</u>	<u>Prequalified Firms</u>	<u>Average Hourly Fee</u>
1	Tetra Tech, Inc.	\$119
	Hatch Mott MacDonald, LLC	\$142
	CDM Smith Inc.	\$162
2	CDM Smith Inc	\$162
	Tetra Tech, Inc	\$119
	Hatch Mott MacDonald, LLC	\$133
3	Hatch Mott MacDonald, LLC	\$142
	Tetra Tech, Inc	\$119
	Banc3, Inc.	\$100

BE IT FURTHER RESOLVED, that the Executive Director is authorized to take the following actions:

- a. Pool #1: Fee proposals will be solicited separately for State Fiscal year 2017 and 2018 redevelopment project applications and CSO project applications in one or more pools as identified by the Executive Director in consultation with the NJDEP’s Assistant Commissioner of Water Resources Management. The contract(s) shall be awarded to the pre-qualified firm(s) proposing (i) the lowest total cost on a time and materials basis and (ii) the shortest time estimate to complete the assigned work (equally weighted).

Fee proposals will be solicited upon identification of one or more projects for the repair or improved resiliency of wastewater facilities and/or drinking water systems pursuant to the Disaster Relief Emergency Financing Program, N.J.S.A. 58:11B-9.5, in one or more pools in the Executive Director’s discretion in consultation with the NJDEP’s Assistant Commissioner of Water Resources Management. One or more agreements shall be entered with the pre-qualified firm(s)

proposing (i) the lowest total cost on a time and materials basis and (ii) the shortest time estimate to complete the assigned work (equally weighted).

- b. Pool #2: Fee proposals will be solicited for projects in one or more pools in the Executive Director's discretion in consultation with the NJDEP's Assistant Commissioner of Water Resources Management. One or more agreements shall be entered with the pre-qualified firm(s) proposing (i) the lowest total cost on a time and materials basis and (ii) the shortest project review period to complete the assigned work (equally weighted).
- c. Pool #3: Fee proposals will be solicited for projects in one or more pools in the Executive Director's discretion in consultation with the NJDEP's Assistant Commissioner of Water Resources Management. One or more agreements shall be entered with the pre-qualified firm(s) proposing (i) the lowest total cost on a time and materials basis and (ii) the shortest project review period to complete the assigned work (equally weighted).

BE IT FURTHER RESOLVED, that the Chairman or Vice Chairman of the Trust is authorized to enter agreements, substantially in the form of the agreement attached hereto. The terms and conditions of the agreement shall include but are not limited to:

- a. the provision of services as outlined in the Request for Qualification (RFQ) distributed on November 9, 2015, and the proposals submitted by each Prequalified Firm for each Consulting Pool on December 2, 2015, and Fee proposals to be provided by the prequalified firms submitting the successful fee proposal for each Pool; and
- b. the total amount of work to be assigned in each of SFY2017 and SFY2018 shall not exceed \$1.5 million annually for Pool #1, \$100,000 annually for Pool #2, and \$30,000 annually for Pool #3 absent board approval; all such costs shall be paid by the project sponsor; and
- c. the appointment of all prequalified firms for the specified pool(s) shall be for a two-year term, commencing on January 4, 2016; and
- d. such other terms and conditions as may be contemplated by the RFQ future RFPs and the materials enclosed therewith as deemed necessary and appropriate by the Chairman or Vice Chairman of the Trust.

Adopted Date: December 10, 2015

Motion Made By: James Requa

Motion Seconded By: Christine Campbell

Ayes: 5

Nays: 0

Abstentions: 0

RESOLUTION NO. 15 - 50

RESOLUTION OF THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST RELATING TO THE PARTICIPATION IN THE STATE FISCAL YEAR 2016 CONSTRUCTION FINANCING PROGRAM OF THE BOROUGH OF MILLTOWN

WHEREAS, the New Jersey Environmental Infrastructure Trust (the "Trust"), in accordance with (i) the "New Jersey Environmental Infrastructure Trust Act", constituting Chapter 334 of the Pamphlet Laws of 1985 of the State of New Jersey (codified at N.J.S.A. 58:11B-1 *et seq.*), as the same may from time to time be amended and supplemented (the "Act"), and (ii) the regulations promulgated pursuant to the Act (N.J.A.C. 7:22-2.1 *et seq.*), as the same may from time to time be amended and supplemented (the "Regulations"), is authorized, pursuant to an interim financing program (the "Construction Financing Program"), to make loans (each, a "Construction Loan") to eligible project sponsors (each, a "Borrower") for the purpose of financing the allowable costs of environmental infrastructure projects, provided that each such Construction Loan satisfies the requirements of the Regulations, including, without limitation, N.J.A.C. 7:22-4.47; and

WHEREAS, pursuant to the provisions of N.J.A.C. 7:22-4.47, a proposed project sponsor is eligible to be a Borrower for a Construction Loan for purposes of financing the allowable costs of the Project of such Borrower pursuant to the Construction Financing Program, provided each of the following conditions is satisfied in full: (i) the Project is listed on the project priority lists for the ensuing fiscal year that has been submitted to the State Legislature pursuant to N.J.S.A. 58:11B-20 or N.J.S.A. 58:11B-20.1 (collectively, the "Priority List"); (ii) the proposed Borrower has submitted a complete application for the Project in accordance with N.J.A.C. 7:22-4.11; (iii) the Project has been certified for funding by the Trust in accordance with N.J.A.C. 7:22-4.13; (iv) the Project is in the fundable range in the forthcoming funding cycle given the Project's rank and the anticipated availability of New Jersey Department of Environmental Protection ("NJDEP") and Trust monies; and (v) the proposed Borrower has not previously received a Construction Loan through the Construction Financing Program for the same project scope; and

WHEREAS, in order to provide funding for the implementation of the Construction Financing Program during State Fiscal Year 2016 (the "SFY 2016 Construction Financing Program"), the Trust duly adopted a resolution on August 20, 2015 entitled "Amended and Restated Resolution of the New Jersey Environmental Infrastructure Trust Authorizing Various Trust Short-Term Financing Programs for State Fiscal Year 2016" (the "Authorizing Resolution"); and

WHEREAS, pursuant to the terms of the Authorizing Resolution, the Authorized Officers (as defined therein) are each severally authorized, after consultation with Bond Counsel to the Trust and the Office of the Attorney General of the State, to approve the participation of a Borrower in the SFY 2016 Construction Financing Program, provided that such Borrower

qualifies for such participation pursuant to the provisions of the Act and the Regulations and the terms of the Trust Authorizing Resolution; and

WHEREAS, pursuant to Section 5 of the Authorizing Resolution, any Construction Loan approved by the Authorized Officers, following the requisite consultations, and made by the Trust to a Borrower as part of the SFY 2016 Construction Financing Program shall not exceed \$10,000,000 in principal amount, subject to further official action in the form of the adoption of a resolution by the Board of Directors of the Trust; and

WHEREAS, the Borough of Milltown (“Milltown”) has requested from the Trust a Construction Loan from the SFY 2016 Construction Financing Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the New Jersey Environmental Infrastructure Financing Program, for the purposes of (i) refinancing a Construction Loan made by the Trust to Milltown on December 29, 2014, and maturing on December 28, 2015 (the “Original Loan”), for the purpose of financing a portion of the Allowable Costs of an environmental infrastructure project to be constructed in Milltown and designated by the NJDEP as Project #S340102-03 (the “Milltown Project”) (ii) financing the remainder of the Allowable Costs of the Milltown Project not financed by the Original Loan; and

WHEREAS, with respect to the limitation established in Section 5 of the Authorizing Resolution providing that any Construction Loan approved by the Authorized Officers, following the requisite consultations, and made by the Trust to a Borrower as part of the SFY 2016 Construction Financing Program shall not exceed \$10,000,000 in principal amount, subject to further official action in the form of the adoption of a resolution by the Board of Directors of the Trust, the Trust now desires, given the facts and circumstances set forth in the recitals hereto, to create as an exception to such limitation an Construction Loan, as part of the SFY 2016 Construction Financing Program, to Milltown in an amount not to exceed \$16,206,750 for the purposes of refinancing the Original Loan and completing the Milltown Project; and

WHEREAS, it is the desire of the Trust that, other than the exception to Section 5 of the Authorizing Resolution described in the immediately preceding recital, Milltown shall comply with (i) all other requirements of the Authorizing Resolution, (ii) all applicable requirements of the Act, and (iii) all applicable requirements of the Regulations.

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

Section 1. Notwithstanding the limitation established in Section 5 of the Authorizing Resolution providing that any Construction Loan approved by the Authorized Officers, following the requisite consultations, and made by the Trust to a Borrower as part of the SFY 2016 Construction Financing Program shall not exceed \$10,000,000 in principal amount, the Board of Directors of the Trust, given the facts and circumstances set forth in the recitals hereto, hereby authorizes, as an exception to such limitation established in Section 5 of the Authorizing Resolution, an Construction Loan, as part of the SFY 2016 Construction Financing Program, to

Milltown in an amount not to exceed \$16,206,750 for the purposes of refinancing the Original Loan and completing the Milltown Project.

Section 2. Other than the exception created by the provisions of Section 1 of this Resolution, the Construction Loan made to Milltown as part of the SFY 2016 Construction Financing Program shall comply fully with (i) each of the terms, provisions and conditions precedent set forth in the Authorizing Resolution, (ii) all applicable requirements of the Act, and (iii) all applicable requirements of the Regulations.

Adopted Date: December 10, 2015

Motion Made By: Mark Longo

Motion Seconded By: James Requa

Ayes: 6

Nays: 0

Abstentions: 0

SUMMARY OF ANNOUNCEMENTS:

Executive Director Zimmer summarized the substantive events and correspondence issued since the last Trust Board meeting.

- On December 4, 2015, Executive Director Zimmer, was a panel participant discussing Funding & Technical Resources related to CSOs and Redevelopment at the NJ Brownfields Inter Agency Work Group.
- On December 3, 2015, Executive Director Zimmer and DEP Assistant Director & fellow Board member, Dan Kennedy, presented the Passaic Valley Sewage Commission’s new Board of Commissioners an introduction to the Program and its benefits including briefing the Commissioners as to the aid and processes available to assist the PVSC in its many capital funding needs.
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- On November 17-20, 2015, Trust senior staff attended and exhibited at the NJ State League of Municipalities in Atlantic City, NJ with Executive Director Zimmer and DEP Assistant Director and fellow Board member, Dan Kennedy, participating in a panel discussion on Innovative Financing and Solutions for Combined Sewer Systems.
- On November 13, 2015, Executive Director Zimmer presented the NJEIT 2016/2017 Construction Forecast at the Alliance for Action 31st annual Construction Forecast Seminar.
- Trust senior staff continues to meet with consultants from CohnReznick to finalize the Policy & Procedure reviews of the Trust’s major business functions.
- Trust senior staff participated in the following client project pre-planning meetings or conference calls to discuss program funding issues:
 - Hoboken – Redevelopment Project – SFY2015 Financing Program
 - Pennsauken SA
 - Camden MUA – CHP Project
 - Somerville Green Seam
 - NJ District water Supply Commission
- H₂LOans computer system meetings continue between the Trust and DEP technology and process staffs.
- A copy of the proposed 2016 Board meeting dates was distributed at today’s Board Meeting.
- Importantly, the next Board meeting is scheduled for **January 14, 2016** at 10:00 a.m. at the Trust’s offices.

SUMMARY OF CORRESPONDENCE:

During the past month, the Trust received or sent the following noteworthy correspondence. Pursuant to the Trust’s Green Initiative, the agenda package does not include copies of the following correspondence. Board members should contact the Trust Secretary if they wish to receive hard copies.

- 5.02 Certificates were sent to the following Program borrowers:

2010B	Norwood Borough	S340230-01
2014A	Bellmawr Borough	S340337-03
2013A	Woodbury City	W0822001-001

2014A	North Bergen MUA	S340652-13
2015A	Wildwood City	W0514001-002
2015A	Hamilton Twp MUA	S340903-05
2012A	Raritan Twp MUA	S340485-08
2012A	Raritan Twp MUA	S340485-06

A copy of the Announcements & Correspondence is available for each Board meeting on the last page of the minutes for that Board meeting. Board minutes can be found on the Trust's webpage under the "Recent Board Meeting Documents" at: <http://www.njeit.org>.