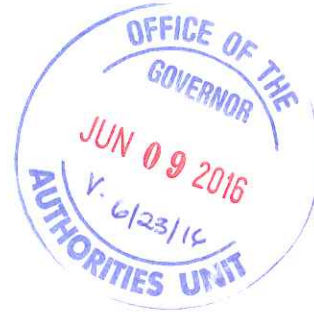




New Jersey Environmental Infrastructure Trust
3131 Princeton Pike
Building 4 Suite 216
Lawrenceville, NJ 08648-2201



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



JUN 09 2016

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 June 9, 2016 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



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

June 9, 2016

NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST

OPEN PUBLIC MEETING

MINUTES – June 9, 2016

1. CALL TO ORDER:

A meeting of the New Jersey Environmental Infrastructure Trust was convened on Thursday, June 9, 2016 in the conference room of 3131 Princeton Pike, Building 4, Suite 216, Lawrenceville, New Jersey. Vice 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. Ellis, Mr. Griffin, Mr. Longo, Mr. Kennedy, and Mr. Requa all responded affirmatively.

DIRECTORS

Robert A. Briant, Jr., Vice Chairman
Mark Longo, Secretary *
Roger Ellis, Treasurer
Dan Kennedy
(for DEP Commissioner Martin)
Michael Griffin
(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
Michael Collins, Governor's Authorities Unit
Clifford T. Rones, Deputy Attorney General
Richard Nolan, 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, May 12, 2016 Trust Board meeting.

There were no comments or questions. Vice Chairman Briant requested a motion for approval.

Mr. Requa moved for the approval of the minutes. Mr. Kennedy seconded the motion. The motion was carried 6 to 0 with 0 abstentions.

5. ANNOUNCEMENTS:

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

- On **June 7, 2016**, Executive Director Zimmer met with Tom Walker, Director of State Energy Services at the BPU, to discuss potential coordination between the NJEIFP and the Clean Energy Program;
- On **June 6, 2016**, DEP Assistant Commissioner, Dan Kennedy, Executive Director Zimmer, Assistant Director Scangarella, and Chief Compliance Officer Judy Karp presented the NJEIT's annual list of appropriation and Enabling Act bills (S2287, S2292, and S2293), which fund the NJEIFP, to the Senate Committee on Environment and Energy. The package of bills was unanimously approved by the Committee;
- On **June 4, 2016**, Assistant Director Scangarella attended the Somerville Green Seam Ground breaking, a landfill remediation and stream restoration project funded by the NJEIFP;
- On **June 3, 2016**, Executive Director Zimmer assisted DEP Commissioner Bob Martin in kicking off the 2016 Barnegat Bay Blitz in Lakewood NJ. A number of NJEIT staff members joined thousands of volunteers throughout the Bay's watershed in helping with the cleanup;
- On **May 23, 2016**, Executive Director Zimmer, Assistant Director Scangarella, and DEP Assistant Director Eugene Chebra, hosted a conference call with representatives of the Borough of Manasquan regarding change orders for a current NJEIFP funded Superstorm Sandy project;
- On **May 16 - 20, 2016**, I.T. Manager, Victor Tsai attended cybersecurity training, conducted by the State OHS, on behalf of the Trust;
- The next Trust Board meeting is scheduled for **Thursday, July 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 192 active projects totaling \$861,893,161 and 1,106 closed projects with loans outstanding totaling \$5,292,517,219 for a grand total of 1,298 projects at \$6,154,410,380.

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

SFY2016 Clean Water Financing Program:

Certified; Received Long-Term Financing:	27 Projects Totaling	\$96,093,477
Certified; Received Construction Loan:	15 Projects Totaling	\$80,336,402
Certified; Financing Pending:	13 Projects Totaling	\$52,085,349
Authorized to Advertise; Award Pending:	16 Projects Totaling	\$173,193,791
Authorized to Advertise:	7 Projects Totaling	\$75,059,745
Project Approval expected by 6/30/16:	0 Projects Totaling	\$ -
Project Approval not expected by 6/30/16:	81 Projects Totaling	\$781,628,854
Total Clean Water Projects	159 Projects Totaling	\$1,258,397,618

SFY2016 Drinking Water Financing Program:

Certified; Received Long-Term Financing:	14 Projects Totaling	\$30,857,039
Certified; Received Construction Loan:	11 Projects Totaling	\$32,846,129
Certified; Financing Pending:	8 Projects Totaling	\$30,454,730
Authorized to Advertise; Award Pending:	14 Projects Totaling	\$30,552,162
Authorized to Advertise:	6 Projects Totaling	\$53,805,098
Project Approval expected by 6/30/16:	0 Projects Totaling	\$ -
Project Approval not expected by 6/30/16:	67 Projects Totaling	\$263,687,835
Total Drinking Water Projects	120 Projects Totaling	\$442,202,993

SFY2016 Grand Totals:

Clean & Drinking Water Program Totals:	279 Projects	\$1,700,600,611
---	---------------------	------------------------

There were no comments or questions.

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

Engineering Services

Pursuant to Resolution No. 15-49, which authorized the Trust to issue a Request For Proposals for Engineering Services in connection with developing guidance for Green Infrastructure in CSO abatement projects, NJEIFP staff received and reviewed proposals from each of the three qualified Engineering firms. The Committee made a unanimous recommendation that Hatch Mott MacDonald (HMM) had submitted the highest ranked proposal and should be awarded the contract. Notices were sent to the three firms identifying the intention to award the contract to HMM. Work is expected to begin by the end of June.

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

- The Trust received 9 new applications for short-term loan financing since the May Board meeting totaling \$47.1 million.
 - The Trust has received 44 Construction Loan applications to-date totaling \$179.6 million.
- The Trust has closed 4 Construction Loan applications totaling \$16.7 million.
 - The Trust has closed on 23 Construction Loan applications to-date totaling \$76.3 million.
- The Trust disbursed \$3.3 million of funds to 10 projects since the May Board meeting.
 - 21 projects have received Construction Loan disbursement from the Trust to-date totaling \$25.5 million.

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. 16-02 adopted on January 14, 2016.

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. 16-23 accepting the April 2016 Treasurer’s Report.

Revenues earned in April 2016:	\$ 504,746		
YTD Total Revenues Earned:	\$ 5,528,509	104	% of Budget
YTD Total Revenues Budgeted:	\$ 5,312,538		
Expenses Incurred in April 2016:	\$ 630,353		
YTD Total Expenses Incurred:	\$ 4,407,837	90	% of Budget
YTD Total Expenses Budgeted:	\$ 4,882,525		
<hr/>			
Difference YTD v. Budgeted YTD:	\$690,658		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. Griffin and seconded by Mr. Ellis.

The motion was carried 6 to 0 with 0 abstentions.

- B. Executive Director Zimmer requested Trust's Chief Financial Officer, Lauren Kaltman, introduce Resolution No. 16-24 approving the Trust's Amended and Restated Credit Policy. The Policy was last amended by the Board in Resolution No. 15-05 at the January 15, 2015 meeting. The new revisions include, (i) measuring repayment obligations related to multi-year Interim Loans based on the estimated repayment schedule for a long term loan rather than the actual repayment schedule of the Interim Loan, (ii) defining the terms used for the metrics in determining the eligibility of *de-minimis* loan recipients, and (iii) establishing credit metrics for evaluating the eligibility of non-rated Home Owners Associations and the like.

Ms. Kaltman 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. Longo.
The motion was carried 6 to 0 with 0 abstentions.

9. **EXECUTIVE SESSION:**

Executive Director Zimmer recommended that the Board convene an Executive session to discuss contract negotiation and litigation matters.

Vice Chairman Briant introduced Resolution No. 16-29 to conduct an Executive Session to discuss contract negotiation and litigation matters.

The resolution was moved for adoption by Mr. Kennedy and seconded by Mr. Ellis.
The motion was carried 6 to 0 with 0 abstentions.

The Board convened Executive Session at 10:29 a.m.

Public session was reconvened at 10:54 a.m. Minutes of the Executive Session will be available when the need for confidentiality is no longer necessary.

8. **NEW BUSINESS continued:**

- C. Executive Director Zimmer requested Trust's Chief Financial Officer, Lauren Kaltman, introduce Resolution No. 16-25 approving amending the Trust's agreements with the Bank of New York Mellon to conform the fees across outstanding Bond Series. The Bank of New York Mellon serves as Trustee and Escrow Agent for six original Series and the associated Refunding Bonds.

Ms. Kaltman 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. Kennedy and seconded by Mr. Requa.
The motion was carried 6 to 0 with 0 abstentions.

D. Executive Director Zimmer requested Trust's Assistant Director, Frank Scangarella, introduce Resolution No. 16-26 approving seven SFY2016 NJEFP Construction Loans exceeding \$10 million. Mr. Scangarella explained that on January 15 2015, the Board approved Resolution 15-03 which requires that any Short Term loan exceeding \$10 million be brought to the Board for approval prior to the issuance of such loan. The seven borrowers are:

1. Cumberland County Improvement Authority, not to exceed \$16.1 million;
2. Franklin Township Sewage Authority, not to exceed \$17.1 million;
3. City of Newark, not to exceed \$18 million;
4. City of North Wildwood, not to exceed \$13.8 million; and
5. City of Rahway, not to exceed \$14.5 million
6. Middlesex Water Company, not to exceed \$14 million in aggregate;
7. Middlesex Water Company, "

Mr. Scangarella 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. Longo.
The motion was carried 6 to 0 with 0 abstentions.

E. Executive Director Zimmer introduced Resolution No. 16-27 approving two SAIL Loans to the Middlesex County Utilities Authority (MCUA). The MCUA seeks funding under the SAIL Program for two projects; the Sayreville Pump Station (S340699-12) not to exceed \$86 million and the Edison Pump Station (S340699-13) not to exceed \$43 million. The majority of the cost will be reimbursed by FEMA.

Mr. 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. Kennedy and seconded by Mr. Requa.
The motion was carried 6 to 0 with 0 abstentions.

F. Executive Director Zimmer introduced Resolution No. 16-28 approving a SAIL Loan to the Bayshore Regional Sewerage Authority (BRSA). The BRSA seeks funding under the SAIL Program for Phase 2 of the Sandy resiliency project not to exceed \$12 million. The majority of the cost will be reimbursed by FEMA.

Mr. 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. Kennedy.
The motion was carried 6 to 0 with 0 abstentions.

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 then asked for a motion for an adjournment.

Mr. Ellis moved to adjourn the meeting. The motion was seconded by Mr. Kennedy. The motion was carried 6 to 0 with 0 abstentions.

The meeting was adjourned at 11:07 a.m.

RESOLUTION NO. 16 - 23

**RESOLUTION AUTHORIZING APPROVAL OF THE
APRIL 2016 TREASURER'S REPORT**

WHEREAS, the New Jersey Environmental Infrastructure Trust (the "Trust") has reviewed the Treasurer's Report for April 2016; 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 April 2016 request that the same be entered into the record.

Adopted Date: June 9, 2016

Motion Made By: Michael Griffin

Motion Seconded By: Roger Ellis

Ayes: 6

Nays: 0

Abstentions: 0

RESOLUTION NO. 16 - 24

RESOLUTION OF THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST APPROVING THE TRUST'S AMENDED AND RESTATED CREDIT POLICY

WHEREAS, the New Jersey Environmental Infrastructure Trust (the "Trust"), pursuant to and in accordance with 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 has been, and in the future may from time to time be, amended and supplemented (the "Act"), is authorized to make and contract to make loans to project sponsors to finance a portion of the costs of the respective environmental infrastructure system projects thereof, 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 Act and the purposes of the Trust; and

WHEREAS, prior to State Fiscal Year 2013, applicants for financing through the New Jersey Environmental Infrastructure Financing Program (the "NJEIFP") were required to comply with the creditworthiness standards set forth in a letter, dated October 29, 2001, from the State Treasurer to the Executive Director of the Trust;

WHEREAS, in recognition of possible enhanced credit risks posed by certain NJEIFP applicants, the staff of the Trust, commencing in November of 2011, undertook a comprehensive review of the credit risk as it related to all NJEIFP borrower classes;

WHEREAS, as a result of such comprehensive review, the Trust developed a new policy (the "2013 Creditworthiness Policy") intended (i) to ensure consistency and appropriate management of all credit risk on the part of the Trust with respect to all NJEIFP borrower classes on a programmatic basis, and (ii) to provide improved and consistent transparency to all NJEIFP applicants with respect to the creditworthiness standards of the NJEIFP;

WHEREAS, the Board of Directors of the Trust (the "Board"), passed Resolution No. 13-02 on January 10, 2013, wherein it adopted that certain "Resolution Approving a Credit Policy," pursuant to which the January 2013 Creditworthiness Policy was approved and implemented; and

WHEREAS, thereafter, the Board periodically adopted resolutions approving the Trust's amended and restated credit policy, the most recent of which was Resolution No. 15-05 approved on January 15, 2015 (hereafter "Amended Creditworthiness Policy"); and

WHEREAS, each project financed through the New Jersey Environmental Infrastructure Financing Program (NJEIFP) typically consists of a Trust loan and State (Fund) loan; and

WHEREAS, prior to the Trust's adoption of the January 2013 Creditworthiness Policy, a

single set of credit worthiness standards were applied to both Trust loans and Fund loans; and

WHEREAS, it is the desire of the Board to amend and restate the Amended Credit Worthiness Policy in the form attached hereto as Exhibit A and made a part hereof to (1) provide for the inclusion of repayment obligations related to multi-year Interim Loans based upon the estimated repayment schedule upon conversion to a Long Term Loan; (2) Define and clarify the terms used for the metrics in determining the eligibility of *de-minimus* loan recipients; and (3) Establish credit metrics for evaluating the eligibility of Home Owners Associations.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Trust, that the Board hereby authorizes and approves (i) the adoption by the Trust of the Amended Creditworthiness Policy, in the form attached hereto as Exhibit A and made a part hereof, with such immaterial modifications thereto as the Executive Director of the Trust shall approve, following consultation with Bond Counsel to the Trust, the Office of the Attorney General of the State and the Financial Advisor to the Trust, and (ii) the implementation by the Trust of such Amended Credit Policy pursuant to the terms thereof. This Resolution shall become effective in accordance with the terms of Section 4(i) of the Act (N.J.S.A. 58:11B-4(i)).

Adopted Date: June 9, 2016

Motion Made By: Roger Ellis

Motion Seconded By: Mark Longo

Ayes: 6

Nays: 0

Abstentions: 0

EXHIBIT A

AMENDED CREDITWORTHINESS POLICY

RESOLUTION NO. 16 - 25

**RESOLUTION AUTHORIZING AMENDMENTS TO
VARIOUS AGREEMENTS WITH BANK OF NEW YORK TO
CONFORM PRICING FOR TRUSTEE SERVICES**

WHEREAS, The New Jersey Environmental Infrastructure Trust (“Trust”) entered agreements with the Bank of New York as Trustee and Escrow Agent pursuant to the Trust’s Procurement Policy (Policy and Procedure 4.0) for six of the Trust’s outstanding bond series, namely, Series 2000A, 2000B, 2001A, 2001B, 2001C, and 2008A and associated Refunding Series; and

WHEREAS, as Trustee and Escrow Agent, the Bank of New York performs various administrative functions such as establish various accounts, make interest payments to bond holders, and represent the interests of bond holders in the event of a default; and

WHEREAS, the terms of compensation to Bank of New York for these Trustee services were established pursuant to separate fee proposals; and

WHEREAS, the inconsistency in pricing provisions for Trustee services among these numerous agreements and the absence of clarity within the agreements has led to confusion, resulting in a number of disagreements between Trust staff and the Bank of New York; and

WHEREAS, in an effort to resolve these disputes, the Trust desires to establish uniform pricing among the fee structures for the aforementioned agreements.

NOW, THEREFORE, BE IT RESOLVED THAT the Trust hereby authorizes amending the pricing terms of the agreements with Bank of New York for Trustee and Escrow Agent Services for Series 2000A, 2000B, 2001A, 2001B, 2001C, and 2008A and any associated Refunding Series agreement with Bank of New York with regard to conforming the fee structure among the cost proposals of the outstanding bond series for which Bank of New York serves as pursuant to the terms and conditions attached as Exhibit A.

Adopted Date: June 9, 2016

Motion Made By: Dan Kennedy

Motion Seconded By: James Requa

Ayes: 6

Nays: 0

Abstentions: 0

RESOLUTION NO. 16 - 26

RESOLUTION OF THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST AUTHORIZING SEVEN STATE FISCAL YEAR 2016 CONSTRUCTION LOANS

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 "Interim Financing Program"), to make loans (each, an "Interim Loan") to eligible project sponsors (each, a "Borrower") for the purpose of financing the allowable costs of environmental infrastructure projects, provided that each such Interim 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 an Interim Loan pursuant to the Interim Financing Program, provided all of the following conditions are satisfied in full: (i) the project is listed on the project priority list developed in accordance with N.J.A.C. 7:22-4.8(a) for funding in the forthcoming State Fiscal Year; (ii) the proposed project sponsor 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 Department of Environmental Protection (the "Department") and Trust monies; and (v) the proposed project sponsor has not previously received an Interim Loan through the Interim Financing Program for the same project scope; and

WHEREAS, the Trust duly adopted Resolution No. 15-03 on January 15, 2015 entitled "Resolution of the New Jersey Environmental Infrastructure Trust Authorizing Various Short-Term Financing Programs of the Trust for State Fiscal Year 2016" (the "Authorizing Resolution") in order to provide funding for the implementation of the Interim Financing Program during State Fiscal Year 2016 including the Construction Financing Program (the "SFY 2016 Construction Loan Program"); 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 Loan Program, provided that such Borrower qualifies for such participation pursuant to the provisions of the Act and the Regulations and the terms of the Authorizing Resolution; and

WHEREAS, pursuant to Section 5 of the Authorizing Resolution, any Interim 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 Loan Program shall not exceed \$10,000,000

in principal amount; and

WHEREAS, pursuant to Section 2 of the Trust Authorizing Resolution, revisions and modifications may be made to terms and provisions of the Short-Term Financing Program pursuant to further official action in the form of the adoption of a resolution by the Board of Directors of the Trust; and

WHEREAS, Cumberland County Improvement Authority (“Cumberland County”) has requested from the Trust a loan from the SFY 2016 Construction Loan Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the SFY 2016 New Jersey Environmental Infrastructure Financing Program, for the purpose of completing an environmental infrastructure project to be constructed in Cumberland County and designated by the Department as Project # S342015-03 (the “Cumberland County Project”); and

WHEREAS, pursuant to the construction schedules with respect to the Cumberland County Project, a Construction Loan not to exceed three full fiscal years will be made available for the Cumberland County Project for construction, all or a portion of which will be completed prior to Cumberland County’s receipt of the Trust and Department long-term New Jersey Environmental Infrastructure Financing Program loans, thereby resulting in a request by Cumberland County for a Construction Loan from the 2016 Construction Loan Program in an amount not to exceed \$16.1 million; and

WHEREAS, Franklin Township Sewerage Authority (“Franklin Township”) has requested from the Trust a loan from the SFY 2016 Construction Loan Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the SFY 2016 New Jersey Environmental Infrastructure Financing Program, for the purpose of completing an environmental infrastructure project to be constructed in Franklin Township and designated by the Department as Project # S340839-06 (the “Franklin Township Project”); and

WHEREAS, pursuant to the construction schedules with respect to the Franklin Township Project, a Construction Loan not to exceed three full fiscal years will be made available for the Franklin Township Project for construction, all or a portion of which will be completed prior to Franklin Township’s receipt of the Trust and Department long-term New Jersey Environmental Infrastructure Financing Program loans, thereby resulting in a request by Franklin Township for a Construction Loan from the 2016 Construction Loan Program in an amount not to exceed \$17.1 million; and

WHEREAS, Middlesex Water Company (“Middlesex Water”) has requested from the Trust a loan from the SFY 2016 Construction Loan Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the SFY 2016 New Jersey Environmental Infrastructure Financing Program, for the purpose of completing two environmental infrastructure projects to be constructed in Middlesex County and designated by the Department as Project # 1225001-16 and 1225001-23 (the “Middlesex Water Projects”); and

WHEREAS, pursuant to the construction schedules with respect to the Middlesex Water

Projects, a Construction Loan not to exceed three full fiscal years will be made available for the Middlesex Water Projects for construction, all or a portion of which will be completed prior to Middlesex Water's receipt of the Trust and Department long-term New Jersey Environmental Infrastructure Financing Program loans, thereby resulting in a request by Cumberland County for a Construction Loan from the 2016 Construction Loan Program in an amount not to exceed \$14.0 million; and

WHEREAS, the City of Newark ("Newark") has requested from the Trust a loan from the SFY 2016 Construction Loan Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the SFY 2016 New Jersey Environmental Infrastructure Financing Program, for the purpose of completing an environmental infrastructure project to be constructed in Newark and designated by the Department as Project #0714001-015 (the "Newark Project"); and

WHEREAS, pursuant to the construction schedules with respect to the Newark Project, a Construction Loan not to exceed three full fiscal years will be made available for the Newark Project for construction, all or a portion of which will be completed prior to Newark's receipt of the Trust and Department long-term New Jersey Environmental Infrastructure Financing Program loans, thereby resulting in a request by Newark for a Construction Loan from the 2016 Construction Loan Program in an amount not to exceed \$18,000,000; and

WHEREAS, the City of North Wildwood ("North Wildwood") has requested from the Trust a loan from the SFY 2016 Construction Loan Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the SFY 2016 New Jersey Environmental Infrastructure Financing Program, for the purpose of completing an environmental infrastructure project to be constructed in North Wildwood and designated by the Department as Project # S340663-06 (the "North Wildwood Project"); and

WHEREAS, pursuant to the construction schedules with respect to the North Wildwood Project, a Construction Loan not to exceed three full fiscal years will be made available for the North Wildwood Project for construction, all or a portion of which will be completed prior to North Wildwood's receipt of the Trust and Department long-term New Jersey Environmental Infrastructure Financing Program loans, thereby resulting in a request by North Wildwood for a Construction Loan from the 2016 Construction Loan Program in an amount not to exceed \$13.8 million; and

WHEREAS, the City of Rahway ("Rahway") has requested from the Trust a renewal of a loan from the SFY 2016 Construction Loan Program, in anticipation of a long-term loan from each of the Trust and the Department as part of the SFY 2016 New Jersey Environmental Infrastructure Financing Program, for the purpose of completing an environmental infrastructure project to be constructed in Rahway and designated by the Department as Project # 2013001-007 and # 2013001-008 (the "Rahway Project"); and

WHEREAS, pursuant to the construction schedules with respect to the Rahway Project, a renewal of a Construction Loan not to exceed three full fiscal years will be made available for the

Rahway Project for construction, all or a portion of which will be completed prior to Rahway's receipt of the Trust and Department long-term new Jersey Environmental Infrastructure Financing Program loan, thereby resulting in a request by Rahway for a Construction Loan from the SFY 2016 Construction Loan Program in an amount not to exceed \$14,500,000; 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 Loan 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 of Construction Loans, as part of the SFY 2016 Construction Loan Program, to the aforementioned project sponsors in amounts not to exceed the amounts stated for the purpose of completing the Rahway 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, each project sponsor 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 all Loans approved by the Authorized Officers, following the requisite consultations, and made by the Trust to Borrowers as part of the Interim Financing SFY 2016 Construction Loan 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 Interim Loan, as part of the SFY 2016 Construction Loan Program, to the following project sponsors for the stated projects in amounts not to exceed the amounts stated for the purpose of completing each such project.

Project Sponsor	Project #	Description	Total Authorized Loan Amount
Cumberland County IA	S342015-03	Landfill expansion, phase VI development and leachate pump station improvement at the Cumberland County Solid Waste Complex	\$16,100,000
Franklin Twp. SA	S340839-06	Rodney Avenue pump station improvements	\$17,100,000

Middlesex Water Company	1225001-16	Clean and Lining of water mains in Edison	\$6,000,000
Middlesex Water Company	1225001-23	Clean and Lining and replacement of undersized water mains	\$8,000,000
The City of Newark	0714001-015	Rehabilitation of water distribution mains	\$18,000,000
North Wildwood City	S340663-06	2014 street and utility reconstruction work	\$13,800,000
City of Rahway	2013001-007 2013001-008	Construction of new interconnection and water plant improvements at Chestnut Street and Tower Hill	\$14,500,000

Section 2. Other than the exceptions created by the provisions of Section 1 of this Resolution, the Construction Loans made to the aforementioned project sponsors as part of the SFY 2016 Construction Loan 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: June 9, 2016

Motion Made By: Roger Ellis

Motion Seconded By: Mark Longo

Ayes: 6

Nays: 0

Abstentions: 0

RESOLUTION NO. 16 – 27

**RESOLUTION APPROVING STATEWIDE
ASSISTANCE INFRASTRUCTURE LOANS (SAIL) TO
THE MIDDLESEX COUNTY UTILITIES AUTHORITY**

WHEREAS, the New Jersey Environmental Infrastructure Trust’s (Trust) enabling legislation, specifically, N.J.S.A. 58:11B-9.5, authorizes the Trust to issue short-term or temporary loans to repair environmental infrastructure damaged during a disaster or improve the resiliency of such infrastructure in future disasters (hereafter “SAIL Loan Program”); and

WHEREAS, the Board of Directors of the Trust (the “Board”) established the terms, requirements and parameters of SAIL pursuant to Resolution No. 13-73, duly adopted by the Board on December 12, 2013 and entitled “Second Amended and Restated Resolution of the New Jersey Environmental Infrastructure Trust Authorizing the Disaster Relief Emergency Financing Program” (the “SAIL Program Resolution”); and

WHEREAS, the SAIL Program Resolution set forth the Relief Funding Eligibility Conditions that must be satisfied prior to the issuance of a Relief Loan, which conditions include, without limitation, the certification of the Project by the Board; and

WHEREAS, the Middlesex County Utilities Authority has applied for SAIL Program Loans for Project No. S340699-12 to provide funds to replace and protect equipment at the Sayreville Pump Station and for Project No. S340699-13 for the restoration work for the Edison Pump Station (the Projects); and

WHEREAS, Pursuant to N.J.S.A. 58:11B-9.5(b), the New Jersey Department of Environmental Protection is required to certify that the environmental infrastructure project is necessary to repair damages arising from an act of terrorism, seismic activity, or weather conditions (Disaster) occurring in the past three fiscal years that gave rise to a declaration by the Governor of a state of emergency provided the facility is located in a county which was the subject of a governor declared State of Emergency or an environmental infrastructure project to improve the resiliency of a facility to withstand a Disaster of similar scope and severity occurring in the past three fiscal years that gave rise to a declaration by the Governor of a state of emergency, provided the facility is located in a county which was the subject of a governor declared State of Emergency (NJDEP SAIL Project Certification), and such certification is anticipated to be received soon after bid opening, scheduled for June 15 and June 17, 2016; and

WHEREAS, it is the desire of the Trust to issue two SAIL Program Loans to the Middlesex County Utilities Authority.

NOW THEREFORE, BE IT RESOLVED, that subject to the prior receipt by the Trust of the project certifications by the Commissioner of the New Jersey Department of Environmental Protection, the Board of Directors of the Trust hereby certifies Project No. S340699-12 in the amount of \$86,000,000 and Project No. S340699-13 in the amount of \$43,000,000 to be undertaken by the Middlesex County Utilities Authority, for financing pursuant to SAIL, in accordance with provisions of the Act and this Resolution.

Adopted Date: June 9, 2016

Motion Made By: Dan Kennedy

Motion Seconded By: James Requa

Ayes: 6

Nays: 0

Abstentions: 0

RESOLUTION NO. 16 – 28

**RESOLUTION APPROVING A STATEWIDE
ASSISTANCE INFRASTRUCTURE LOAN (SAIL) TO
THE BAYSHORE REGIONAL SEWERAGE AUTHORITY**

WHEREAS, the New Jersey Environmental Infrastructure Trust’s (Trust) enabling legislation, specifically, N.J.S.A. 58:11B-9.5, authorizes the Trust to issue short-term or temporary loans to repair environmental infrastructure damaged during a disaster or improve the resiliency of such infrastructure in future disasters (hereafter “SAIL Loan Program”); and

WHEREAS, the Board of Directors of the Trust (the “Board”) established the terms, requirements and parameters of SAIL pursuant to Resolution No. 13-73, duly adopted by the Board on December 12, 2013 and entitled “Second Amended and Restated Resolution of the New Jersey Environmental Infrastructure Trust Authorizing the Disaster Relief Emergency Financing Program” (the “SAIL Program Resolution”); and

WHEREAS, the SAIL Program Resolution set forth the Relief Funding Eligibility Conditions that must be satisfied prior to the issuance of a Relief Loan, which conditions include, without limitation, the certification of the Project by the Board; and

WHEREAS, the Bayshore Regional Sewerage Authority has applied for SAIL Program Loan for Project No. S340697-06 to provide funds for the restoration and mitigation of the water pollution control plant and power distribution system (the Project); and

WHEREAS, Pursuant to N.J.S.A. 58:11B-9.5(b), the New Jersey Department of Environmental Protection is required to certify that the environmental infrastructure project is necessary to repair damages arising from an act of terrorism, seismic activity, or weather conditions (Disaster) occurring in the past three fiscal years that gave rise to a declaration by the Governor of a state of emergency provided the facility is located in a county which was the subject of a governor declared State of Emergency or an environmental infrastructure project to improve the resiliency of a facility to withstand a Disaster of similar scope and severity occurring in the past three fiscal years that gave rise to a declaration by the Governor of a state of emergency, provided the facility is located in a county which was the subject of a governor declared State of Emergency (NJDEP SAIL Project Certification), and such certification is anticipated to be received on June 15, 2016; and

WHEREAS, it is the desire of the Trust to issue a SAIL Program Loan to the Bayshore Regional Sewerage Authority.

NOW THEREFORE, BE IT RESOLVED, that subject to the prior receipt by the Trust of the project certification by the Commissioner of the New Jersey Department of Environmental Protection, the Board of Directors of the Trust hereby certifies Project No. S340697-06 in the amount of \$12,000,000 to be undertaken by the Bayshore Regional Sewerage Authority, for financing pursuant to SAIL, in accordance with provisions of the Act and this Resolution.

Adopted Date: June 9, 2016

Motion Made By: Mark Longo

Motion Seconded By: Dan Kennedy

Ayes: 6

Nays: 0

Abstentions: 0

RESOLUTION NO. 16 - 29

EXECUTIVE SESSION

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, litigation 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: June 9, 2016

Motion Made By: Dan Kennedy

Motion Seconded By: Roger Ellis

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 **June 8, 2016**, Assistant Director Scangarella attended the Brown Field Redevelopment Round Table on behalf of NJEIT;
- On **June 7, 2016**, Executive Director Zimmer met with the Tom Walker, Director of State Energy Services at the BPU, to discuss potential coordination between the NJEIFP and the Clean Energy Program;
- On **June 6, 2016**, Executive Director Zimmer, Assistant Director Scangarella, and Chief Compliance Officer Judy Karp presented the NJEIT’s annual list of appropriation and Enabling Act bills (S2287, S2292, and S2293), which fund the NJEIFP, to the Senate Committee on Environment and Energy. The package of bills was unanimously approved by the Senate Committee;
- On **June 4, 2016**, Assistant Director Scangarella attended Somerville Green Seam Ground breaking on behalf of the Financing Program;
- On **June 3, 2016**, Executive Director Zimmer assisted DEP Commissioner Bob Martin in kicking off the 2016 Barnegat Bay Blitz in Lakewood NJ. A number of NJEIT staff members joined thousands of volunteers throughout the Bay’s watershed in helping with the cleanup;
- On **May 25, 2016**, Executive Director Zimmer worked with Bond Counsel, Rich Nolan and the McCarter & English team to successfully close the Trust’s 2016A-1 bond deal and 2 refunding deals totaling approximately \$144 million in Par bond amount;
- On **May 23, 2016**, Executive Director Zimmer, and Assistant Director Scangarella, DEP Assistant Director Eugene Chebra, hosted a conference call with representatives of the Borough of Manasquan regarding change orders for a current NJEIFP funded project;
- On **May 18 - 20, 2016**, Chief Budget Officer Hansbury exhibited for the Trust at the 2016 NJ Association of Counties in Atlantic City;
- On **May 16 - 20, 2016**, I.T. Manager, Victor Tsai attended cybersecurity training, conducted by the State OHS, on behalf of the Trust;
- On **May 16, 2016**, Executive Director Zimmer, Board Representative and DEP Assistant Commissioner, and a number of their respective senior staffs met to review proposed content for Asset Management policy for the Program and the DEP;
- Director Zimmer and DEP Assistant Director, Eugene Chebra, held a meeting with representatives of Princeton to discuss potential innovative green infrastructure financing;
- Trust senior staff continues to meet with consultants from CohnReznick to discuss testing of the Trust’s Policies and Procedures;
- Assistant Director Scangarella continues to oversee [H₂LOans](#) computer system meetings between the Trust and DEP technology and process staffs to further the development of the Program’s enterprise software solution;
- Executive Director Zimmer continues to serve as Co-chair of the Jersey Water Works Finance Committee and co-hosts quarterly meetings; and
- Importantly, the next Board meeting is scheduled for **July 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:

2014A	Long Hill Township	S340404-06/08
2014A	Pine Hill Borough MUA	S340274-04
2014A	Brielle Borough	W1308001-001
2012A	Northwest Bergen CUA	S340700-09
2014A	Ocean County UA	S340372-48
2012A	Ocean County UA	S340372-45/46/47
2013A	Morris Township	S340724-05
2014A	Gloucester City	S340958-05
2014A	Jersey City MUA	S340928-12

A copy of the announcements are available on the Trust's webpage (<https://www.njeit.org>) under the recent Board meeting documents section, the announcements will be at the end of the Minutes for each meeting.