

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT  
AUTHORITY AUTHORIZING PAYMENT OF CERTAIN  
COSTS AND EXPENSES OF THE AUTHORITY  
FOR THE MONTH OF NOVEMBER 2011**

**WHEREAS**, the costs and expenses set forth on the attached list, having been reviewed and authorized for payment by the Finance Committee with the Chief Executive Officer from funds available for such purpose, are herewith presented to the Authority's Board for final approval and authorization to pay.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, Ed.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo	X			
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.

*Carmen Lozano*  


---

**CARMEN LOZANO, ASSISTANT SECRETARY  
 (SEAL)**

11-2011-5

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT  
AUTHORITY AUTHORIZING THE PURCHASE OF PROPERTY  
AND CASUALTY INSURANCE THROUGH  
SCIROCCO GROUP**

**WHEREAS**, the Authority maintains Property Casualty Insurance (which includes Automobile, Terrorism, Property and General Liability and Umbrella and Excess Umbrella); and

**WHEREAS**, pursuant to the Local Public Contracts Laws, N.J.S.A. 40A:11-5(1)(m) insurance contracts may be negotiated or awarded without public advertising for bids and bidding thereof; and

**WHEREAS**, the Authority's insurance consultant has recommended to and the Authority is desirous of obtaining the insurance package from Praetorian Insurance Company and American Alternative Insurance Corp. through the services of Scirocco Financial Group, 777 Terrace Avenue, Hasbrouck Heights, New Jersey; and

**WHEREAS**, Norman M. Guerra, Chief Executive Officer of the Authority pursuant to statute has executed the required certification concerning the purchase of the aforementioned insurance which certification is attached hereto and made a part hereof; and

**WHEREAS**, the Chief Financial Officer has certified that funds have been allocated for these purposes in the Authority's 2011 Budget, subject to final approval, and are available in the General Operations Account.

**NOW, THEREFORE, BE IT RESOLVED** by the Hudson County Improvement Authority as follows:

1. The aforesaid recitals are incorporated herein as fully set forth at length.
2. The Chairman, Vice Chairman and/or the Chief Executive Officer in consultation with the Chairman, is hereby authorized to obtain Property Casualty Insurance (which includes Automobile, Terrorism, Property and General Liability and Umbrella) with Praetorian Insurance Company and Excess Umbrella Liability Policy with American Alternative Insurance Corp. through the services of Scirocco Financial Group, 777 Terrace Avenue, Hasbrouck Heights, New Jersey beginning October 15, 2011 and terminating October 15, 2012 at an annual premium of \$134,935.00.

3. This resolution shall be published as required by law.
4. This resolution shall take effect immediately.
5. A copy of this Resolution shall be available for public inspection in the office of the Clerk of the Board of Chosen Freeholders and the offices of the Authority located at 574 Summit Avenue, 5<sup>th</sup> floor, Jersey City, New Jersey between the hours of 9:00 a.m. and 5:00 p.m.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, Ed.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo			X	
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.




---

**CARMEN LOZANO, ASSISTANT SECRETARY  
(SEAL)**

11- 2011-6

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT  
AUTHORITY AUTHORIZING AN AMENDMENT  
TO THE CONTRACT FOR LEGAL SERVICES  
WITH DeCOTIIS, FITZPATRICK & COLE , LLP**

**WHEREAS**, the Authority and DeCotiis, Fitzpatrick & Cole, LLP., a professional corporation (hereinafter referred to as the "Attorneys") entered into a contract to provide legal services; and

**WHEREAS**, as a result of increased duties in the review and processing of amendments to the County Plan, additional work relating to the decision to bid the County's Waste Disposal System, work related to the Pooled Solar Energy Bond issue and bid, and advice and assistance with respect to the Authority's intent to explore potential processes for the conversion of waste to energy; and

**WHEREAS**, the Authority has determined that the previous authorized amount is insufficient for the services required from the Attorneys; and

**WHEREAS**, the Chief Financial Officer has certified that sufficient funds are available in the 2011 Operating Budget; and

**WHEREAS**, the services being provided by the Attorneys constitute exception to the Local Public Contracts Law under N.J.S.A. 40A:11-5(1)(a); and

**WHEREAS**, the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq. requires that the resolution authorizing an Amendment to a Contract for professional legal services without competitive bids and the Amendment itself, be available for public inspection:

**NOW, THEREFORE, BE IT RESOLVED**, by the Hudson County Improvement Authority as follows:

1. The aforementioned recitals are incorporated herein as though fully set forth at length.
2. The Authority hereby authorizes the Chairman, the Vice Chairman and/or the Chief Executive Officer in consultation with the Chairman of the Authority to execute and Amendment to the Contract between the Authority and DeCotiis, Fitzpatrick, & Cole, LLP in order to increase the contract amount by \$80,000.00 for a total contract amount of \$205,000.00, all work to be provided on the time and expense basis in accordance with the conditions of the current Agreement for the project.

3. A copy of this Resolution shall be available for public inspection in the office of the Clerk of the Board of Chosen Freeholders and the offices of the Authority located at 574 Summit Avenue, 5<sup>th</sup> floor, Jersey City, New Jersey between the hours of 9:00 a.m. and 5:00 p.m.

4. This resolution shall take effect immediately.

5. This resolution shall be published as required by law.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, Ed.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo	X			
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.



**CARMEN LOZANO, ASSISTANT SECRETARY  
(SEAL)**

11-2011-7

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT  
AUTHORITY AUTHORIZING AN AMENDMENT TO THE HUDSON COUNTY  
IMPROVEMENT AUTHORITY EMPLOYEE HANDBOOK**

**WHEREAS**, by Resolution No. 2-2010-11 dated February 22, 2010, the Hudson County Improvement Authority authorized the adoption of an up-dated Employee Handbook setting forth the terms and conditions of employment with the Authority; and

**WHEREAS**, at the time of adoption certain provisions in existence at the time were inadvertently left out of the up-dated version; and

**WHEREAS**, certain provisions set forth in the handbook adopted at that time have been and will continue to change as a result of statutory changes to the State Health Benefits and Pensions provisions; and

**WHEREAS**, the Hudson County Improvement Authority is desirous of amending the present employee handbook in order to restore certain provisions inadvertently omitted at the time of adoption of the up-dated handbook in February, 2010 and to make the pension and benefits consistent with the recently entitled statutory changes.

**NOW, THEREFORE, BE IT RESOLVED** by the Hudson County Improvement Authority as follows:

1. The aforementioned recitals are incorporated herein as if fully set forth at length.
2. The Authority hereby approves the amendments to the Employee Handbook approved on February 22, 2010 in the form attached hereto.
3. The Chief Executive Officer, or such person(s) as he may designate, is directed to distribute a true and complete copy of the Employee Handbook to each and every employee of the Authority.

4. This resolution shall take effect immediately.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, ED.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo	X			
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.



**CARMEN LOZANO, ASSISTANT SECRETARY  
(SEAL)**

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY  
AUTHORIZING THE PREPARATION AND SUBMISSION OF AN  
APPLICATION TO THE LOCAL FINANCE BOARD PURSUANT TO LOCAL  
AUTHORITIES FISCAL CONTROL LAW AND OTHER APPLICABLE LAW,  
ALL IN CONNECTION WITH THE AUTHORITY'S RENEWABLE ENERGY  
PROGRAM**

**WHEREAS**, the Hudson County Improvement Authority (the "*Authority*") has developed a program (the "*Program*") for the financing, design, permitting, acquisition, construction, installation, operation and maintenance of photovoltaic and other renewable energy capital equipment and facilities, including any related electrical modifications, work related to the maintenance of roof warranties, or other work required, desirable or convenient for the installation of such systems (collectively, the renewable energy capital equipment and facilities, the "*Renewable Energy Projects*") for and on behalf of the County of Hudson (the "*County*") and local governmental units within the County, including without limitation municipalities, boards of education for school districts, local authorities and any other local government instrumentalities, public bodies or other local government entities (collectively, including the County, the "*Local Units*"); and

**WHEREAS**, the Renewable Energy Projects procured under the Program are to be installed on, in, affixed or adjacent to and/or for any other Local Unit-controlled buildings, other structures, lands or other properties of the Local Units (collectively, the "*Local Unit Facilities*"); and

**WHEREAS**, under the Program, on behalf of the Local Units, the Authority has procured developers of photovoltaic Renewable Energy Projects, for the financing, design, permitting, construction, installation, operation and maintenance of photovoltaic Renewable Energy Projects, to be located on the grounds of the Local Unit Facilities; and

**WHEREAS**, in order to implement the Renewable Energy Program, and to finance costs associated with the Program that the Authority determines to be necessary, convenient or desirable for the successful implementation of the Program, including without limitation all or a portion of the Project Development Costs, the Authority may engage in a project financing, which may include one or more series of bonds entitled "County of Hudson Guaranteed Renewable Energy Program Lease Revenue Bonds, Series 2012 (Federally Taxable)" dated their date of delivery, in the principal amount not to exceed \$25,000,000.00 (the "**Series 2012 Bonds**");

**WHEREAS**, the Series 2012 Bonds may be issued pursuant to the terms of a certain resolution to be adopted by the Authority authorizing issuance of the Series 2012 Bonds (the "**Bond Resolution**"), and a certain Indenture of Trust, between the Authority and the trustee to be appointed for the Series 2012 Bonds, as amended and supplemented from time to time in accordance with its terms, including by a Certificate of an Authorized Officer of the Authority dated the date of sale of the Series 2012 Bonds (as the same may be amended or supplemented from time to time in accordance with its terms, the "**Indenture**"), all in accordance with Sections 17-19 of the Act (N.J.S.A. 40:37A-60, 61 and 62) and all other applicable law;



**WHEREAS**, prior to engaging in a project financing, which may include the issuance of the Series 2012 Bonds, and in accordance with N.J.S.A. 40A:5A-6, 7 and 8 of the Local Authorities Fiscal Control Law, the Authority shall have made an application (the “**Local Finance Board Application**”) to, and seek, obtain, and officially recognize the findings from, the Local Finance Board (the “**Local Finance Board**”) in the Department of Local Government Services of the State Department of Community Affairs;

**WHEREAS**, the payment of the principal of (including mandatory sinking fund installments, if any) and interest on the Series 2012 Bonds, but not any redemption premium, may be fully, unconditionally and irrevocably guaranteed in accordance with (i) the terms of a guaranty ordinance of the County to be adopted by the Board of Freeholders (the “**Guaranty Ordinance**”), (ii) by a guaranty certificate to be executed by an authorized officer of the County on the face of each Series 2012 Bond and (iii) a “County Guaranty Agreement (Hudson County Renewable Energy Program, Series 2012)” to be dated as of the first day of the month of issuance of the Series 2012 Bonds (as the same may be amended and supplemented from time to time in accordance with its terms, the “**County Guaranty Agreement**”) among the County and the Authority, setting forth, among other things, the County’s obligation to make any such guaranty payments in accordance with and within the parameters set forth in the Guaranty Ordinance and the Bond Resolution (collectively, the “**County Guaranty**”), all pursuant to Section 37 of the Act (N.J.S.A. 40:37A-80);

**WHEREAS**, the Authority believes: (i) it is in the public interest to accomplish such purpose; (ii) said purpose is for the health, wealth, convenience or betterment of the inhabitants of the County; (iii) the amounts to be expended for said purpose are not unreasonable or exorbitant; and (iv) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the County and will not create an undue financial burden to be placed upon the Authority or the County.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Commissioners of the Hudson County Improvement Authority as follows:

1. The aforesaid recitals are incorporated herein as if set forth at length;
2. The Executive Director, or his designee, (the “**Authorized Officer**”) is hereby authorized to prepare and submit an application to the Local Finance Board for the purpose of undertaking and financing the Projects through the issuance of the Series 2012 Bonds. The Authorized Officer shall act in consultation with the Authority’s bond counsel, DeCotiis, FitzPatrick & Cole, LLP, the Energy Consultants, Birdsell Services Group, Inc. and Gabel Associates, the Authority’s financial advisor, NW Financial Group, LLC (collectively, the “**Consultants**”), in the preparation and submission of the Local Finance Board Application. All of such parties are hereby authorized and directed to represent the Authority in matters pertaining thereto, including without limitation, the hearing to be held by the Local Finance Board relating to the Renewable Energy Program, as required by N.J.S.A. 40A:5A-6.
3. All actions of the Authorized Officer and the Consultants taken prior to the date of adoption of this resolution in connection with the Series 2012 Bonds, the Project or any of the foregoing transactions contemplated by this resolution are hereby ratified and approved.
4. The Secretary of the Authority is hereby directed to prepare and cause counsel to the Authority to file a copy of this resolution with the Local Finance Board as part of the Local Finance Board Application.

5. The Local Finance Board is hereby respectfully requested to consider such Application and to record its findings, recommendations and/or approvals as provided by the applicable New Jersey Statute.

6. This resolution shall take effect immediately.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, Ed.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo	X			
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.




**CARMEN LOZANO, ASSISTANT SECRETARY  
(SEAL)**

**CERTIFICATION**

I, CARMEN LOZANO, Assistant Secretary of the Hudson County Improvement Authority, **HEREBY CERTIFY** that the foregoing **RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE PREPARATION AND SUBMISSION OF AN APPLICATION TO THE LOCAL FINANCE BOARD PURSUANT TO LOCAL AUTHORITIES FISCAL CONTROL LAW AND OTHER APPLICABLE LAW, ALL IN CONNECTION WITH THE AUTHORITY'S RENEWABLE ENERGY PROGRAM** is a true copy of a resolution adopted by the governing body of the Authority on November 9, 2011.

**HUDSON COUNTY IMPROVEMENT AUTHORITY**

By:   
**CARMEN LOZANO, ASSISTANT SECRETARY**

Dated: November 9, 2011

11-2011-9

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT  
AUTHORITY CORRECTING AMENDMENT I AND  
AUTHORIZING AMENDMENT II  
TO THE CONTRACT FOR CONSULTING SERVICES WITH  
PAULUS, SOKOLOWSKI & SARTOR, LLC**

**WHEREAS**, the Authority and Paulus, Sokolowski & Sartor, LLC, a professional corporation (hereinafter referred to as the "Consultant") entered into a contract to provide Consulting Services; and

**WHEREAS**, by Resolution No. 7-2001-12 dated July 13, 2011, the Authority approved an initial cap increase to this original contract in the amount of \$70,000.00 additional for general engineering consulting services raising the total contract amount to Nine Hundred Ten Thousand (\$910,000.00) Dollars, which was inadvertently referred to as having raised the total contract price to Two Hundred Forty-Five Thousand (\$245,000.00) Dollars; and

**WHEREAS**, as a result of unanticipated work in connection with the Authority and the County's anticipated joint purchase of an office building in Jersey City and other specifically requested work on behalf of the County of Hudson, the Consultant has been required to provide more extensive services to the Authority than originally anticipated; and

**WHEREAS**, as a result the Authority has determined that the previous authorized amount is insufficient for the continued services required from the Consultant; and

**WHEREAS**, the Chief Financial Officer has certified that sufficient funds are available in the 2011 Operating Budget; and

**NOW, THEREFORE, BE IT RESOLVED**, by the Hudson County Improvement Authority as follows:

1. The aforementioned recitals are incorporated herein as though fully set forth at length.

2. The Authority hereby authorizes the Chairman, the Vice Chairman and/or the Chief Executive Officer in consultation with the Chairman of the Authority to execute and Amendment II to the Contract between the Authority and Paulus, Sokolowski & Sartor, LLC in order to increase the contract amount by \$125,000.00 for a total contract amount of \$1,035,000.00 all work to be provided on the time and expense basis in accordance with the conditions of the current Agreement for the project.

3. A copy of this Resolution shall be available for public inspection in the office of the Clerk of the Board of Chosen Freeholders and the offices of the Authority located at 574 Summit Avenue, 5<sup>th</sup> floor, Jersey City, New Jersey between the hours of 9:00 a.m. and 5:00 p.m.

4. This resolution shall take effect immediately.

5. This resolution shall be published as required by law.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, Ed.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo	X			
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.



\_\_\_\_\_  
**CARMEN LOZANO, ASSISTANT SECRETARY  
(SEAL)**

11-2011-10

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT  
AUTHORITY AUTHORIZING AN AMENDMENT II  
TO THE CONTRACT FOR CONSULTING SERVICES WITH  
BIRDSALL SERVICES GROUP**

**WHEREAS**, the Authority and Birdsall Services Group, a professional corporation (hereinafter referred to as the "Consultant") entered into a contract to provide Consulting Services; and

**WHEREAS**, as a result of the Authority's need for a Third Party Review Engineer in connection with the Authority's ongoing Lincoln Park West Project and the County Wide Solar Initiative Project, the Consultant has been required to provide more extensive services to the Authority than originally anticipated; and

**WHEREAS**, as a result the Authority has determined that the previous authorized amount is insufficient for the continued services required from the Consultant; and

**WHEREAS**, the Chief Financial Officer has certified that sufficient funds are available in the 2011 Operating Budget; and

**NOW, THEREFORE, BE IT RESOLVED**, by the Hudson County Improvement Authority as follows:

1. The aforementioned recitals are incorporated herein as though fully set forth at length.

2. The Authority hereby authorizes the Chairman, the Vice Chairman and/or the Executive Director in consultation with the Chairman of the Authority to execute and Amend to the Contract between the Authority and Birdsall Services Group in order to increase the contract amount by \$450,000.00 for a total contract amount of \$775,000.00, all work to be provided on the time and expense basis in accordance with the conditions of the current Agreement for the project.

3. A copy of this Resolution shall be available for public inspection in the office of the Clerk of the Board of Chosen Freeholders and the offices of the Authority located at 574 Summit Avenue, 5<sup>th</sup> floor, Jersey City, New Jersey between the hours of 9:00 a.m. and 5:00 p.m.

5. This resolution shall take effect immediately.

6. This resolution shall be published as required by law.

**RECORDED VOTE:**

	YES	NO	ABSTAIN	NOT PRESENT
Fred M. Bado				X
Oren K. Dabney, Sr.	X			
James P. Doran, Ed.D.	X			
Stephen J. Gallo	X			
Frank Lorenzo	X			
Martin T. Martinetti	X			
John A. Peneda	X			
Frank Pestana	X			
John L. Shinnick	X			

The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, November 9, 2011.



---

**CARMEN LOZANO, ASSISTANT SECRETARY  
(SEAL)**