

4-2011-4

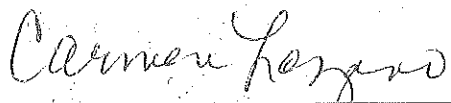
**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT
AUTHORITY AUTHORIZING PAYMENT OF CERTAIN
COSTS AND EXPENSES OF THE AUTHORITY
FOR THE MONTH OF APRIL 2011**

WHEREAS, the costs and expenses set forth on the attached lists, having been reviewed and authorized for payment by the Finance Committee with the Executive Director 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, April 13, 2011.



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

4-2011-5

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT
AUTHORITY AUTHORIZING AN AGREEMENT WITH
GABEL ASSOCIATES – HARRISON SOLAR ENERGY PROJECT**

WHEREAS, the Hudson County Improvement Authority issued a Request for Proposals and received Power Purchase Proposals from vendors to serve the Harrison Parking Center owned and operated by the Authority; and

WHEREAS, the Authority received and accepted proposals from two vendors, Borrego Solar Systems, Inc. and G & S Solar Installers, LLC, and is now in need of professional review and advice regarding the proposals submitted from a firm qualified to perform such a review; and

WHEREAS, the Authority's consulting engineers for these projects, Birdsall Services Group is unable to perform the needed review due to a possible conflict thus requiring the Authority to find another firm qualified to do this review and advise the Authority accordingly; and

WHEREAS, Gabel Associates, Energy, Environmental and Public Utility Consulting, 417 Denison Street, Highland Park, New Jersey, 08904, has submitted a proposal dated March 25, 2011 to perform these professional services at a cost not to exceed Seventeen Thousand, Five Hundred (\$17,500.00) Dollars; and

WHEREAS, the Chief Executive Officer and Staff of the Authority recommends the award of this professional services contract to Gabel Associates, Energy, Environmental and Public Consulting, 417 Denison Street, Highland Park, New Jersey, 08904 at a cost of not to exceed Seventeen Thousand, Five Hundred (\$17,500.00) Dollars in accordance with the terms of their proposal dated March 25, 2011; and

WHEREAS, the Executive Director/CFO has certified that sufficient funds are available for this purpose in the Authority's 2011 Budget.

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, Vice-Chairman, Chief Executive Officer and/or Executive Director/CFO in consultation with the Chairman to enter into an Agreement with Gabel Associates, Energy, Environmental and Public Utility Consulting to provide services in accordance with their proposal for the period of March 25, 2011 for an amount not to exceed Seventeen Thousand, Five Hundred (\$17,500.00) Dollars.

3. Notice of this action shall be published as required by law.

4. A copy of this Resolution together with a copy of the executed Contract, shall be forwarded to the Clerk of the Board of Chosen Freeholders for public inspection and is also available for public inspection at the offices of the Authority located at 574 Summit Avenue, 5th 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.

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, April 13, 2011.



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

RESOLUTION AUTHORIZING THE ISSUANCE OF COUNTY-GUARANTEED SPECIAL ACQUISITION BONDS, SERIES 2011 (830 BERGEN AVENUE ACQUISITION PROJECT) OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AND DETERMINING OTHER MATTERS RELATED THERETO

WHEREAS, the Hudson County Improvement Authority (the "Authority") has been duly created by resolution of the County of Hudson, State of New Jersey (the "County"), duly adopted on September 25, 1974, as a public body corporate and politic of the State of New Jersey pursuant to the county improvement authorities law, constituting Chapter 183 of the Laws of New Jersey of 1960 and the acts amendatory thereof and supplemental thereto (the "Act"); and

WHEREAS, the County has created the Authority for the express purpose, among other things, of facilitating the development and financing of public facilities and development projects within the County; and

WHEREAS, pursuant to the terms of the Act, the Authority is authorized to provide public facilities, as such term is defined therein, within the County, including the financing of the acquisition of same; and

WHEREAS, the Authority intends to finance the acquisition of the property located at 830 Bergen Avenue owned by The Provident Bank for office use by the Authority, the County and/or other governmental units within the County (the "Project"); and

WHEREAS, the Authority has determined to finance the Project through the issuance of one or more series of not to exceed \$12,000,000 County-Guaranteed Special Acquisition Bonds, Series 2011 (830 Bergen Avenue Acquisition Project) (with such other year designation as shall be appropriate at the time of issuance thereof) (the "Bonds"), which Bonds may be issued as tax-exempt; and

WHEREAS, the Bonds will be issued pursuant to the terms of the Act, other applicable law and a master bond resolution of the Authority authorizing the issuance of the Bonds, as the same may be amended or supplemented from time to time in accordance with its terms (the "Bond Resolution"); and

WHEREAS, the Authority has requested the County to unconditionally guaranty the payment of principal of and interest on the Bonds, as such guaranty will provide additional security for the Bonds and assist in achieving certain debt service savings due to the enhanced security on the Bonds; and

WHEREAS, to provide an inducement to the prospective purchasers of the Bonds to purchase same and to provide security to the holders thereof, the County desires to provide for the guaranty of the Bonds issued by the Authority in accordance with *N.J.S.A. 40:37A-80*; and

WHEREAS, the principal of and interest on the Bonds shall be fully, unconditionally and irrevocably guaranteed in an aggregate principal amount not to exceed \$12,000,000 in accordance with the terms of: (i) a guaranty ordinance of the County to be finally adopted by the Board of Chosen Freeholders of the County (the "County Guaranty") and approved by the County Executive, (ii) a guaranty agreement by and between the County and the Authority (the "Guaranty Agreement"), and (iii) a guaranty certificate (collectively, the "Bond Guaranty") to be executed by the County Executive and attached to each Bond, all pursuant to *N.J.S.A. 40:37A-80*; and

WHEREAS, in accordance with *N.J.S.A. 40:37A-56*, prior to the issuance of the Bonds, the Authority will have made a detailed report to the Board of Chosen Freeholders, which report will include, without limitation, the Bond Resolution, the Bonds and the Guaranty Agreement (collectively, the "Financing Documents").

NOW THEREFORE, BE IT RESOLVED BY THE HUDSON COUNTY IMPROVEMENT AUTHORITY, as follows:

1. The terms and conditions with respect to the Bonds, in the form attached hereto as Exhibit A, together with such changes and modifications as approved by the Chairman, Vice Chairman, Chief Executive Officer or Executive Director (each, an "Authority Officer") of the Authority, in consultation with McManimon & Scotland, L.L.C., as bond counsel to the Authority, are hereby approved and made a part of this resolution adopted pursuant to *N.J.S.A. 40:37A-60*.
2. Any Authority Officer or a duly appointed Authority designee is hereby authorized to have prepared and release an official statement and execute the Agreements (as hereafter defined) and such other agreements, documents, certificates, opinions and other instruments as the same are necessary and may be reasonably required by the Authority in connection with the acquisition of the Project and the issuance of the Bonds.
3. This resolution shall take effect immediately and an Authority Officer shall cause a copy to be filed for public inspection in the offices of the Authority and with the Clerk of the County of Hudson, State of New Jersey and shall thereupon cause the adoption of the resolution to be advertised in accordance with *N.J.S.A. 40:37A-62*.

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, April 13, 2011.



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

4-2011-7

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT
AUTHORITY MAKING APPLICATION TO THE LOCAL FINANCE
BOARD PURSUANT TO N.J.S.A. 40A:12A-67 and 58:11B-9(a)**

WHEREAS, On June 18, 2009, the Hudson County Improvement Authority adopted a resolution entitled "Resolution Authorizing The Issuance Of Town Of Harrison-Guaranteed Redevelopment Area Bonds (Harrison Advance Infrastructure Project) Of the Hudson County Improvement Authority", (as amended and supplemented from time to time, in particular by a certificate of the Executive Director, dated as of December 1, 2009 and entitled "Certificate Of The Executive Director Of The Hudson County Improvement Authority Providing For The Issuance And Sale Of Redevelopment Area Bonds In The Aggregate Principal Amount Not to Exceed \$19,000,000 As A Series Of The \$47,000,000 Town Of Harrison-Guaranteed Redevelopment Area Bonds (Harrison Advance Infrastructure Project) And Determining Various Matters Pertaining Thereto", the "Bond Resolution"); and

WHEREAS, to secure any bonds issued pursuant to the Bond Resolution, the Town of Harrison, in the county of Hudson, New Jersey (the "Town") on July 13, 2009 adopted ordinance number 1194 guaranteeing payment thereof (the "Guaranty Ordinance"); and

WHEREAS, the Bond Resolution, the Guaranty Ordinance and the funding of the hereinafter defined Initial Project through the New Jersey Environmental Infrastructure Trust Financing Program (the "NJEIT Program") were the subject of a hearing of the Local Finance Board on June 11, 2008 (the "Prior Approval"); and

WHEREAS, the Bond Resolution authorized not to exceed \$47,000,000 in bonds, the proceeds of which were to be used to install certain defined infrastructure (the "Initial Project") within a redevelopment area within the Town (the "Project Site"); and

WHEREAS, the Authority issued bonds pursuant to the Bond Resolution on December 2, 2009 consisting of consisting of its \$3,730,000 Series 2009A-1 Bonds issued to the New Jersey Environmental Trust (the "Series A-1 Bonds"), its \$11,266,795 Series A-2 Bonds issued to the State of New Jersey through the Department of Environmental Protection (the "Series A-2 Bonds"), its \$455,000 Series 2009A-3 Bonds issued to the New Jersey Environmental Trust (the "Series A-3 Bonds") and its \$1,365,118 Series A-4 Bonds issued to the State of New Jersey through the Department of Environmental Protection (the "Series A-4 Bonds" and together with the Series A -1 Bonds, the Series A-2 Bonds and the Series A-3 Bonds, the "Bonds"); and

WHEREAS, the proceeds of the Bonds were used by Advance at Harrison, LLC (the "Redeveloper") to undertake the Initial Project; and

WHEREAS, the Redeveloper has proposed additional infrastructure work to be undertaken at the Project Site (the "Additional Project") which it believes would qualify for funding through the NJEIT Program; and

WHEREAS, to fund the Additional Project through bonds issued under the Bond Resolution, the Authority will need to amend the Bond Resolution to expand the definition of Project thereunder; and

WHEREAS, to become eligible for financing through the NJEIT Program, the financing of the Additional Project will require approval of the Local Finance Board under N.J.S.A. 58:11B-9(a) and the issuance of additional bonds by the Authority as Redevelopment Area Bonds will require the approval of the Local Finance Board under N.J.S.A. 40A:12A-67; and

WHEREAS, the Authority desires to apply for such approvals; and

WHEREAS, the Authority believes that:

- (a) it is in the public interest to accomplish such purpose;
- (b) said purpose or improvements are for the health, welfare, convenience or betterment of the inhabitants of the local unit or units;
- (c) the amounts to be expended for said purpose or improvements are not unreasonable or exorbitant;
- (d) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the local unit or units and will not create an undue financial burden to be placed upon the local unit or units;

NOW THEREFORE, BE IT RESOLVED BY THE HUDSON COUNTY IMPROVEMENT AUTHORITY, IN THE COUNTY OF HUDSON, NEW JERSEY as follows:

Section 1. The application to the Local Finance Board is hereby approved, and the Authority's Bond Counsel and financial advisor, along with other representatives of the Authority, are hereby authorized to prepare such application and to represent the Authority in matters pertaining thereto.

Section 2. The Secretary of the Authority is hereby directed to prepare and file a copy of the proposed resolution with the Local Finance Board as part of such application.

Section 3. 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.

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, April 13, 2011.



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

**RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT
AUTHORITY MAKING APPLICATION TO THE LOCAL
FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6**

WHEREAS, the Hudson County Improvement Authority (the "Authority") desires to make application to the Local Finance Board for its review and/or approval of a proposed project financing, collectively on behalf of the City of Hoboken, the Township of Weehawken, and the Authority on behalf of the District Management Corporation in connection with the Special Improvement District in the Township of Weehawken, through the Authority's \$300,000,000 County-Guaranteed Pooled Note Local Unit Loan Program, in accordance with Sections 54(a) of the county improvement authorities law (N.J.S.A. 40:37A-54(a)); and

WHEREAS, the Authority believes that:

- (a) it is in the public interest to accomplish such purpose;
- (b) said purpose or improvements are for the health, welfare, convenience or betterment of the inhabitants of the local unit or units;
- (c) the amounts to be expended for said purpose or improvements are not unreasonable or exorbitant; and
- (d) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the local unit or units and will not create an undue financial burden to be placed upon the local unit or units.

NOW THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY, AS FOLLOWS:

Section 1. The application to the Local Finance Board is hereby approved, and the Authority's Bond Counsel and financial advisor, along with other representatives of the Authority, are hereby authorized to prepare such application and to represent the Authority in matters pertaining thereto.

Section 2. The Secretary of the Authority is hereby directed to prepare and cause bond counsel to the Authority to file a copy of this resolution with the Local Finance Board as part of such application.

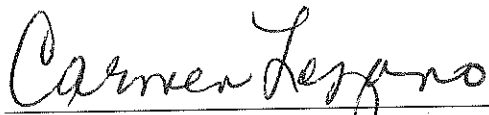
Section 3. The Local Finance Board is hereby respectfully requested to consider such application and to record its findings, recommendations and/or approvals as provided by the applicable New Jersey Statute.

Section 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, April 13, 2011.



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