

RESOLUTION NO. 33-2012

Member Miskewicz introduced and moved the adoption of the following resolution and Member O'Ella seconded the motion:

RESOLUTION OF THE UNION 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 COUNTY OF UNION GENERAL OBLIGATION LEASE REVENUE REFUNDING BONDS, SERIES 2012 (COUNTY COLLEGE FACILITY PROJECT)

WHEREAS, The Union County Improvement Authority (the "Authority") has been duly created by a resolution duly adopted by the Board of Chosen Freeholders (the "Board of Freeholders") of the County of Union (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act");

WHEREAS, on March 8, 2006 the Authority issued its (i) \$2,175,000 County of Union General Obligation Lease Revenue Bonds, Series 2006A (County College Facility Project), (ii) \$38,106,000 County of Union General Obligation Lease Revenue Bonds, Series 2006B (County College Facility Project) (Chapter 12 Supported), and (iii) \$8,345,000 County of Union General Obligation Lease Revenue Bonds, Series 2006C (County College Facility Project) (collectively, the "Prior Bonds");

WHEREAS, due to certain interest savings that may be derived under present market conditions, the Authority intends to finance, among other things, (i) the refunding of the Prior Bonds, and (ii) the costs of issuance associated with the hereinafter defined Series 2012 Bonds (collectively, the "Series 2012 Project");

WHEREAS, the Authority intends to finance the costs of the Series 2012 Project through the issuance of one or more series of the Authority's "County Of Union General Obligation Lease Revenue Refunding Bonds, Series 2012 (County College Facility Project) (the "Series 2012 Bonds");

WHEREAS, the Series 2012 Bonds shall be issued pursuant the Act, other applicable law and a bond resolution of the Authority adopted December 7, 2005, as amended and supplemented (the "General Bond Resolution"), as shall be further amended and supplemented by the "Supplemental Resolution Authorizing the Issuance of County of Union General Obligation Lease Revenue Refunding Bonds, Series 2012 (County College Facility Project) of The Union County Improvement Authority" (the

“Series 2012 Supplemental Bond Resolution” and together with the General Bond Resolution and all other amendments and supplements thereto, collectively, the “Bond Resolution”); and

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 Authority as follows:

Section 1. The Chairperson and the Executive Director of the Authority (including their designees, each an “Authorized Officer”) are each hereby severally authorized to prepare and submit an application to the Local Finance Board for the purpose of financing the Series 2012 Project through the issuance of the Series 2012 Bonds. The Authorized Officer shall act in consultation with the Authority’s counsel, financial advisor and underwriter (collectively, the “Consultants”), in the preparation and submission of the Local Finance Board Application. All actions taken to date by such parties in connection with the Local Finance Board Application are hereby ratified and approved. 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 applicable financing documents, including the Series 2012 Bonds and the Series 2012 Project financed thereby required by N.J.S.A. 40A:5A-6 of the Local Authorities Fiscal Affairs Law.

Section 2. 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.

Section 3. The Local Finance Board is hereby respectfully requested to consider the Local Finance Board Application and to record its findings and recommendations as provided by N.J.S.A. 40A:5A-7 of the Local Authorities Fiscal Control Law.

Section 4. All actions of the Authorized Officers and Authority Consultants taken prior to the date of adoption hereof in connection with the Series 2012 Bonds or any of the foregoing transactions contemplated by this resolution are hereby ratified and approved.

Section 5. To the extent the Series 2012 Bonds are issued in any year other than 2012, references herein to “2012” may without any further action be changed to the year of issuance of such Series 2012 Bonds.

Section 6. This resolution shall take effect immediately.

Recorded Vote

NAMES	AYE	NO	ABSTAIN	ABSENT
Anthony R. Scutari, Chairperson	✓			
Carolyn Vollero, V. Chairperson				✓
John Salerno, Secretary	✓			
Joseph W. Miskiewicz, Treasurer	✓			
Walter Boright, Member				✓
Sebastian D'Elia, Member	✓			
Linda Hines, Member				✓
Samuel T. McGhee, Member				✓
Cherron Rountree, Member	✓			

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION 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 COUNTY OF UNION GENERAL OBLIGATION LEASE REVENUE REFUNDING BONDS, SERIES 2012 (COUNTY COLLEGE FACILITY PROJECT)** is a true copy of a resolution adopted by the governing body of the Authority on March 20, 2012.

UNION COUNTY IMPROVEMENT AUTHORITY

By:  _____
JOHN SALERNO

Dated March 20, 2012

[SEAL]

RESOLUTION NO. 34-2012

Member M. Kiewra introduced and moved the adoption of the following resolution and Member D. Glea seconded the motion:

RESOLUTION OF THE UNION 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 LEASE REVENUE REFUNDING BONDS, SERIES 2012 (CITY OF PLAINFIELD - PARK MADISON REDEVELOPMENT PROJECT)

WHEREAS, The Union County Improvement Authority (the "Authority") has been duly created by a resolution duly adopted by the Board of Chosen Freeholders (the "Board of Freeholders") of the County of Union (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act");

WHEREAS, on March 12, 2003 the Authority issued its \$23,140,000 Lease Revenue Bonds, Series 2003A (Tax-Exempt) (City of Plainfield – Park Madison Redevelopment Project) (the "Prior Bonds"); and

WHEREAS, due to certain interest savings that may be derived under present market conditions, the Authority intends to finance, among other things, (i) the refunding of the Prior Bonds, and (ii) the costs of issuance associated with the hereinafter defined Series 2012 Bonds (collectively, the "Series 2012 Project");

WHEREAS, the Authority intends to finance the costs of the Series 2012 Project through the issuance of one or more series of the Authority's "Lease Revenue Refunding Bonds, Series 2012 (City of Plainfield - Park Madison Redevelopment Project) (the "Series 2012 Bonds");

WHEREAS, the Series 2012 Bonds shall be issued pursuant the Act, other applicable law and a resolution of the Authority entitled, "Resolution Authorizing the Issuance of Lease Revenue Bonds, Series 2001A (Tax-Exempt) and 2001B (Taxable) (City of Plainfield – Park Madison Redevelopment Project) and Additional Bonds of the Union County Improvement Authority" adopted March 21, 2001, as amended and supplemented (the "General Bond Resolution"), as shall be further amended and supplemented by the "Supplemental Resolution Authorizing the Issuance of Lease Revenue Refunding Bonds, Series 2012 (City of Plainfield – Park Madison Redevelopment Project) of The Union County Improvement Authority" (the "Series 2012

Supplemental Bond Resolution” and together with the General Bond Resolution and all other amendments and supplements thereto, collectively, the “Bond Resolution”); and

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 Authority as follows:

Section 1. The Chairperson and the Executive Director of the Authority (including their designees, each an “Authorized Officer”) are each hereby severally authorized to prepare and submit an application to the Local Finance Board for the purpose of financing the Series 2012 Project through the issuance of the Series 2012 Bonds. The Authorized Officer shall act in consultation with the Authority’s counsel, financial advisor and underwriter (collectively, the “Consultants”), in the preparation and submission of the Local Finance Board Application. All actions taken to date by such parties in connection with the Local Finance Board Application are hereby ratified and approved. 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 applicable financing documents, including the Series 2012 Bonds and the Series 2012 Project financed thereby required by N.J.S.A. 40A:5A-6 of the Local Authorities Fiscal Affairs Law.

Section 2. 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.

Section 3. The Local Finance Board is hereby respectfully requested to consider the Local Finance Board Application and to record its findings and recommendations as provided by N.J.S.A. 40A:5A-7 of the Local Authorities Fiscal Control Law.

Section 4. All actions of the Authorized Officers and Authority Consultants taken prior to the date of adoption hereof in connection with the Series 2012 Bonds or any of the foregoing transactions contemplated by this resolution are hereby ratified and approved.

Section 5. To the extent the Series 2012 Bonds are issued in any year other than 2012, references herein to “2012” may without any further action be changed to the year of issuance of such Series 2012 Bonds.

Section 6. This resolution shall take effect immediately.


Recorded Vote

NAMES	AYE	NO	ABSTAIN	ABSENT
Anthony R. Scutari, Chairperson	✓			
Carolyn Vollero, V. Chairperson				✓
John Salerno, Secretary	✓			
Joseph W. Miskiewicz, Treasurer	✓			
Walter Boright, Member				✓
Sebastian D'Elia, Member	✓			
Linda Hines, Member				✓
Samuel T. McGhee, Member				✓
Cherron Rountree, Member	✓			

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION 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 LEASE REVENUE REFUNDING BONDS, SERIES 2012 (CITY OF PLAINFIELD – PARK MADISON REDEVELOPMENT PROJECT)** is a true copy of a resolution adopted by the governing body of the Authority on March 20, 2012.

UNION COUNTY IMPROVEMENT AUTHORITY

By:  _____
JOHN SALERNO

Dated March 20, 2012

[SEAL]

RESOLUTION NO. 35-2012

Member Muskewicz introduced and moved the adoption of the following resolution and Member O'Ella seconded the motion

**RESOLUTION OF THE UNION 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 COUNTY OF UNION
GENERAL OBLIGATION LEASE REVENUE BONDS, SERIES 2012
(JUVENILE DETENTION CENTER FACILITY PROJECT)**

WHEREAS, The Union County Improvement Authority (the "Authority") has been duly created by a resolution duly adopted by the Board of Chosen Freeholders (the "Board of Freeholders") of the County of Union (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act");

WHEREAS, on September 7, 2005 the Authority issued its \$30,085,000 County of Union General Obligation Lease Revenue Bonds, Series 2005 (Juvenile Detention Center Facility Project) (the "Prior Bonds");

WHEREAS, due to certain interest savings that may be derived under present market conditions, the Authority intends to finance, among other things, (i) the refunding of the Prior Bonds, and (ii) the costs of issuance associated with the hereinafter defined Series 2012 Bonds (collectively, the "Series 2012 Project");

WHEREAS, the Authority intends to finance the costs of the Series 2012 Project through the issuance of one or more series of the Authority's "County of Union General Obligation Lease Revenue Refunding Bonds, Series 2012 (Juvenile Detention Center Facility Project) (the "Series 2012 Bonds");

WHEREAS, the Series 2012 Bonds shall be issued pursuant the Act, other applicable law and a bond resolution of the Authority adopted August 4, 2004, as amended and supplemented (the "General Bond Resolution"), as shall be further amended and supplemented by the "Supplemental Resolution Authorizing the Issuance of County of Union General Obligation Lease Revenue Refunding Bonds, Series 2012 (Juvenile Detention Center Facility Project) of The Union County Improvement Authority" (the "Series 2012 Supplemental Bond Resolution" and together with the

General Bond Resolution and all other amendments and supplements thereto, collectively, the “Bond Resolution”); and

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 Authority as follows:

Section 1. The Chairperson and the Executive Director of the Authority (including their designees, each an “Authorized Officer”) are each hereby severally authorized to prepare and submit an application to the Local Finance Board for the purpose of financing the Series 2012 Project through the issuance of the Series 2012 Bonds. The Authorized Officer shall act in consultation with the Authority’s counsel, financial advisor and underwriter (collectively, the “Consultants”), in the preparation and submission of the Local Finance Board Application. All actions taken to date by such parties in connection with the Local Finance Board Application are hereby ratified and approved. 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 applicable financing documents, including the Series 2012 Bonds and the Series 2012 Project financed thereby required by N.J.S.A. 40A:5A-6 of the Local Authorities Fiscal Affairs Law.

Section 2. 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.

Section 3. The Local Finance Board is hereby respectfully requested to consider the Local Finance Board Application and to record its findings and recommendations as provided by N.J.S.A. 40A:5A-7 of the Local Authorities Fiscal Control Law.

Section 4. All actions of the Authorized Officers and Authority Consultants taken prior to the date of adoption hereof in connection with the Series 2012 Bonds or any of the foregoing transactions contemplated by this resolution are hereby ratified and approved.

Section 5. To the extent the Series 2012 Bonds are issued in any year other than 2012, references herein to “2012” may without any further action be changed to the year of issuance of such Series 2012 Bonds.

Section 6. This resolution shall take effect immediately.

Recorded Vote

NAMES	AYE	NO	ABSTAIN	ABSENT
Anthony R. Scutari, Chairperson	✓			
Carolyn Vollero, V. Chairperson				✓
John Salerno, Secretary	✓			
Joseph W. Miskiewicz, Treasurer	✓			
Walter Boright, Member				✓
Sebastian D'Elia, Member	✓			
Linda Hines, Member				✓
Samuel T. McGhee, Member				✓
Cherron Rountree, Member	✓			

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION 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 COUNTY OF UNION GENERAL OBLIGATION LEASE REVENUE BONDS, SERIES 2012 (JUVENILE DETENTION CENTER FACILITY PROJECT)** is a true copy of a resolution adopted by the governing body of the Authority on March 20, 2012.

UNION COUNTY IMPROVEMENT AUTHORITY

By: _____

JOHN SALERNO

Dated March 20, 2012

[SEAL]

RESOLUTION NO. 36-2012

Member Muskewicz introduced and moved the adoption of the following resolution and Member D'Elia seconded the motion:

**RESOLUTION OF THE UNION 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 REVENUE REFUNDING
BONDS, SERIES 2012 (CORRECTIONAL FACILITY PROJECT)**

WHEREAS, The Union County Improvement Authority (the "Authority") has been duly created by a resolution duly adopted by the Board of Chosen Freeholders (the "Board of Freeholders") of the County of Union (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act");

WHEREAS, on June 4, 2002 the Authority issued its \$5,125,000 Revenue Refunding Bonds (Correctional Facility Project, Series 2002) (the "Prior Bonds");

WHEREAS, due to certain interest savings that may be derived under present market conditions, the Authority intends to finance, among other things, (i) the refunding of the Prior Bonds, and (ii) the costs of issuance associated with the hereinafter defined Series 2012 Bonds (collectively, the "Series 2012 Project");

WHEREAS, the Authority intends to finance the costs of the Series 2012 Project through the issuance of one or more series of the Authority's "Revenue Refunding Bonds, Series 2012 (Correctional Facility Project) (the "Series 2012 Bonds");

WHEREAS, the Series 2012 Bonds shall be issued pursuant the Act, other applicable law and a bond resolution of the Authority adopted April 2, 1987, as amended and supplemented (the "General Bond Resolution"), as shall be further amended and supplemented by the "Supplemental Resolution Authorizing the Issuance of Revenue Refunding Bonds, Series 2012 (Correctional Facility Project) of The Union County Improvement Authority" (the "Series 2012 Supplemental Bond Resolution" and together with the General Bond Resolution and all other amendments and supplements thereto, collectively, the "Bond Resolution"); and

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 Authority, as follows:

Section 1. The Chairperson and the Executive Director of the Authority (including their designees, each an "Authorized Officer") are each hereby severally authorized to prepare and submit an application to the Local Finance Board for the purpose of financing the Series 2012 Project through the issuance of the Series 2012 Bonds. The Authorized Officer shall act in consultation with the Authority's counsel, financial advisor and underwriter (collectively, the "Consultants"), in the preparation and submission of the Local Finance Board Application. All actions taken to date by such parties in connection with the Local Finance Board Application are hereby ratified and approved. 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 applicable financing documents, including the Series 2012 Bonds and the Series 2012 Project financed thereby required by N.J.S.A. 40A:5A-6 of the Local Authorities Fiscal Affairs Law.

Section 2. 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.

Section 3. The Local Finance Board is hereby respectfully requested to consider the Local Finance Board Application and to record its findings and recommendations as provided by N.J.S.A. 40A:5A-7 of the Local Authorities Fiscal Control Law.

Section 4. All actions of the Authorized Officers and Authority Consultants taken prior to the date of adoption hereof in connection with the Series 2012 Bonds or any of the foregoing transactions contemplated by this resolution are hereby ratified and approved.

Section 5. To the extent the Series 2012 Bonds are issued in any year other than 2012, references herein to "2012" may without any further action be changed to the year of issuance of such Series 2012 Bonds.

Section 6. This resolution shall take effect immediately.

Recorded Vote

NAMES	AYE	NO	ABSTAIN	ABSENT
Anthony R. Scutari, Chairperson	✓			
Carolyn Vollero, V. Chairperson				✓
John Salerno, Secretary	✓			
Joseph W. Miskiewicz, Treasurer	✓			
Walter Boright, Member				✓
Sebastian D'Elia, Member	✓			
Linda Hines, Member				✓
Samuel T. McGhee, Member				✓
Cherron Rountree, Member	✓			

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION 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 REVENUE REFUNDING BONDS, SERIES 2012 (CORRECTIONAL FACILITY PROJECT)** is a true copy of a resolution adopted by the governing body of the Authority on March 20, 2012.

UNION COUNTY IMPROVEMENT AUTHORITY

By: _____


JOHN SALERNO

Dated March 20, 2012

[SEAL]

Member Muskewicz introduced and moved the adoption of the following resolution and Member Salerno seconded the motion:

**RESOLUTION OF THE UNION COUNTY IMPROVEMENT
AUTHORITY APPROVING AN AGREEMENT FOR THE
POSITION OF PROJECT MANAGER / EVENTS
COORDINATOR AND AUTHORIZING THE EXECUTION
THEREOF**

WHEREAS, Jennifer Erdos has been employed by the Authority and the Authority continues to require his services to assist the Authority and the Executive Director with the operations of the Authority and the many significant projects and activities of the Authority that require daily attention; and

WHEREAS, the Authority wishes to continue the employment of Jennifer Erdos and appoint her as Project Manager/Events Coordinator to the Authority, for a term of three (3) years, effective January 1, 2012; and

WHEREAS, as Project Manager/Events Coordinator, Jennifer Erdos shall devote the full time and skill reasonably necessary to perform the duties of that position;

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

Section 1. The Authority hereby approves and authorizes the execution of the Employment Agreement with Jennifer Erdos, attached hereto and made a part hereof, pursuant to which he shall serve as Project Manger/Events Coordinator in accordance with the terms and conditions set forth in the Agreement. The effective date of the Agreement shall be January 1, 2012.

Section 2. An executed copy of the Agreement and this resolution shall be filed in the Office of the Authority and be available for public inspection in accordance with law.

Section 3. This resolution shall take effect immediately upon its adoption.

The foregoing resolution was adopted by the following roll call vote:

Recorded Vote

NAMES	AYE	NO	ABSTAIN	ABSENT
Anthony R. Scutari, Chairperson	✓			
Carolyn Vollero, V. Chairperson				✓
John Salerno, Secretary	✓			
Joseph W. Miskiewicz, Treasurer	✓			
Walter Boright, Member				✓
Sebastian D'Elia, Member	✓			
Linda Hines, Member				✓
Samuel T. McGhee, Member				✓
Cherron Rountree, Member	✓			

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY APPROVING AN AGREEMENT FOR THE POSITION OF PROJECT MANAGER/EVENTS CORRINATOR AND AUTHORIZING THE EXECUTION THEREOF** is a true copy of a resolution adopted by the governing body of the Authority on March 20, 2012.

UNION COUNTY IMPROVEMENT AUTHORITY

By: _____

John Salerno, Secretary

Dated: March 20, 2012

(SEAL)

EMPLOYMENT AGREEMENT

THIS EMPLOYMENT AGREEMENT ("AGREEMENT") is made and entered into as of March 20, 2011 between the UNION COUNTY IMPROVEMENT AUTHORITY, a public body politic and corporate, established pursuant to N.J.S.A. 40:37A-44 *et seq.*, as amended, with its principal office at 10 Cherry Street, Elizabeth, New Jersey 07207 ("EMPLOYER" or "AUTHORITY") and JENNIFER ERDOS, whose address is 33 Myrtle Street, Cranford, New Jersey 07016 ("EMPLOYEE");

WHEREAS, EMPLOYEE has been employed by the County of Union, and has, from time to time, provided assistance to the Authority; and

WHEREAS, the Authority wishes to employ Jennifer Erdos as Project Manager/Events Coordinator of the Authority for a term of three (3) years, effective March 19, 2012;

IT IS THEREFORE NOW AGREED that in return for the mutual promises given and received herein, the EMPLOYER agrees to employ the EMPLOYEE as its Project Manager/ Events Coordinator and the EMPLOYEE hereby accepts employment on the terms and conditions hereinafter set forth:

1. Duties - The EMPLOYEE shall serve as Project Manager / Events Coordinator to the Authority, and shall devote the full time and skill reasonably necessary to perform the duties of that position as hereinafter defined. Nothing contained herein shall be construed to prohibit outside activities by the EMPLOYEE, whether for profit, recreation, public service, or of a religious or charitable nature, which do not unreasonably conflict with or interfere with the duties hereunder.

The duties and responsibilities of the EMPLOYEE shall include, but not necessarily be limited to, the duties and responsibilities set forth below:

Day-to-Day liaison with the Executive Director of the Authority concerning the Authority's projects; attend project status meetings when required; provide liaison with project participants and the Authority; provide back up and historical information about the projects the Authority undertakes.

Undertake all tasks related to the coordination of special events as required, including, but not limited to project kick-off's and project completion, special holiday events for the County and municipalities in Union County, and other special events.

Assist the Executive Director generally with planning and administration, inter-agency collaboration, and relationships and communications with other municipalities and local, state, and Federal governments.

2. Term - The term of this AGREEMENT shall be for a period of three (3) years, effective March 19, 2012. Nothing herein shall be construed to prevent the AUTHORITY and the EMPLOYEE from extending the term of this AGREEMENT at any time prior to its expiration.

After the expiration of this AGREEMENT, this AGREEMENT may, by mutual consent of the parties, EMPLOYEE continue on a month-to-month basis or upon such other terms and conditions as EMPLOYER and EMPLOYEE may mutually agree.

3. Compensation - The EMPLOYER shall pay and the EMPLOYEE shall accept as full consideration for the services to be rendered hereunder compensation consisting of the following:

(A) Upon the commencement of this AGREEMENT, EMPLOYEE shall be compensated at the rate Seventy One Thousand Five Hundred Thirty Six and 00/100 (\$71,536.00) per annum. EMPLOYEE's salary shall be paid in twenty-six installments (two times per month), subject to all appropriate deductions, including, but not limited to, taxes and pension contributions.

(B) Pension - The EMPLOYER shall take any and all actions necessary to insure that EMPLOYEE continues, without break of any kind, his enrollment and continuance in the New Jersey Public Employees' Retirement System (PERS), including but not limited to making the EMPLOYER's

required contributions commensurate with EMPLOYEE's salary and payment of all premiums for life insurance and death benefits in accordance with the program available to members of the PERS.

(C) Health Insurance - EMPLOYEE shall receive the same health, major medial, and dental and other health care benefits as are currently provided to employees employed by the AUTHORITY and/or the County of Union together with such improvements in said benefits as may be provided to said employees during the term of this AGREEMENT.

(D) Vacations, Holidays, Compensatory Time, Longevity Payments, Personal and Sick Days - EMPLOYEE shall receive the same level of vacation, holidays, compensatory time, personal days, sick days and the accrual and compensation therefor, as is currently provided to employees of the County of Union, but in any event not less than 15 sick days and 15 vacation days, together with such improvements in said benefits as may be provided to said County of Union employees during the term of this AGREEMENT. To the same extent as employees employed by the AUTHORITY and/or the County of Union, EMPLOYEE shall be entitled to compensation for the value of unused vacation and sick days at such time if there is a separation of service and/or termination of this AGREEMENT for any reason.

4. Indemnification - EMPLOYER shall indemnify, defend, and hold EMPLOYEE harmless for any claim(s) arising from an act of omission of the EMPLOYEE or any act of omission by the EMPLOYER, its members, employees and representatives within the scope of the performance of EMPLOYEE's duties. The AUTHORITY may refuse to provide for the defense of an action if it determines that:

- A) The act or omission was not within the scope of employment; or
- B) The act or failure to act was the result of actual fraud, willful misconduct or actual malice; or

C) The defense of the action or proceeding by the AUTHORITY would create a conflict of interest between the AUTHORITY and the EMPLOYEE or former employee.

5. Waiver of Breach - The failure of either party to require the performance of any term or condition of this AGREEMENT shall not prevent a subsequent enforcement of any such term or be deemed to be waiver of any subsequent breach. The non-breaching party shall not be deemed to have waived any breach of the other party nor any of the non-breaching party's rights attributable to that breach, unless the non-breaching party executes a specific, dated, written waiver.

6. Assignment - The rights and obligations under this AGREEMENT shall inure to the benefit and burden of and shall be binding upon the successors in interest and assigns of the EMPLOYER. EMPLOYEE shall be entitled to assume the same or substantially similar position and duties of any successor in interest or assign of the EMPLOYER upon the terms and conditions contained herein. Additionally, any rights that EMPLOYEE may have with respect to accrued employee benefit(s), including but not limited to, vacation, holidays, compensatory time, personal days and sick days shall inure to the benefit of the estate of the EMPLOYEE in the event of her death.

7. Governing Law - The terms of and performance under this AGREEMENT shall be governed by the law of the State of New Jersey.

8. Notices - Any notice required or desired to be given under this AGREEMENT shall be given in writing and sent by certified mail to EMPLOYEE's residence in the case of the EMPLOYEE, or to 10 Cherry Street, Elizabeth, New Jersey 07202, in the case of the EMPLOYER.

9. Entire Agreement - This instrument contains the entire agreement of the parties respecting the employment of EMPLOYEE, and there are no representations, warranties, or commitments, except as set forth herein. This AGREEMENT may be amended only by an instrument in writing executed by the parties hereto.

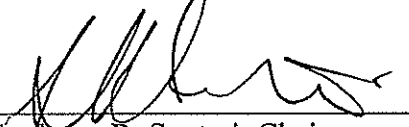
10. Headings - Section and other headings contained in this employment AGREEMENT are for reference purposes only and shall not effect in any way the meaning or interpretation of this AGREEMENT.

11. Savings Clause - Should any valid federal or state law or final determination of any court or administrative agency affect any provision of this AGREEMENT, the provisions or provisions so affected shall be automatically conformed to the law or determination and otherwise the AGREEMENT shall continue in full force and effect.

IN WITNESS WHEREOF, EMPLOYER has by its authorized representative, signed and affected its seal and EMPLOYEE has signed this AGREEMENT.

UNION COUNTY IMPROVEMENT AUTHORITY

EMPLOYEE

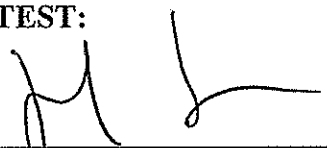
By: 
Anthony R. Scutari, Chairperson

Jennifer Erdos

Date: _____

Date: _____

SEAL:

ATTEST:

John Salerno, Secretary

WITNESS:
