RESOLUTION NO.: 53-2014

Member	soler	no	introduce	d and moved	the adoption	of the follow	ing
	1	Juller	- 7)		, -		
resolution and Member	*	V o i i e i		seconded the	motion:	•	

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY APPROVING THE MINUTES OF THE REGULAR MEETING AND THE MINUTES OF THE EXECUTIVE SESSION OF MAY 7, 2014

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by an Ordinance of the Board of Chosen Freeholders of the County of Union, New Jersey), as a public body and corporate and politic of the State of New Jersey pursuant to and in accordance with the County Improvement Authorities Law, N.J.S.A. 40:37A-44, et seq.; and

WHEREAS, the Authority, pursuant to its By-Laws, makes and retains minutes of its meetings, including its Regular Meetings, and also makes and retains minutes of any Executive.

Sessions that occur during a meeting; and

WHEREAS, the Authority has prepared minutes of its Regular Meeting of May 7, 2014, and minutes of its Executive Session of May 7, 2014, and the Minutes of its Special Meeting of May 21, 2014, and minutes of its Executive Session of May 21, 2014 (the "Minutes") and has presented the Minutes to the Commissioners for review;

NOW, THEREFORE, BE IT RESOLVED by the Union County Improvement Authority that the Minutes are hereby approved and released for publication in accordance with law.

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

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

Recorded Vote

RECORD OF VOTE	YEA	NAY	ABSTAIN	\$P\$	ABSENT	SECON
Seb D'Elia		and the second			<u> </u>	
Commissioner			***************************************			
Linda Hines Commissioner		,				
Steve Hockaday Commissioner	V,					
Sam McGhee Commissioner	V-/					
John Salerno Secretary	/			X		
Bryan Tomko Treasurer	V				-	
Carolyn Vollero Commissioner						X
Cherron Rountree Vice Chairman	V					٠
Tony Scutari Chariman						
TOTAL:	6					

CERTIFICATION

I, <u>JOHN SALERNO</u>, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY APPROVING THE MINUTES OF THE REGULAR MEETING AND THE MINUTES OF THE EXECUTIVE SESSION OF MAY 7, 2014 AND THE MINUTES OF THE SPECIAL MEETING OF MAY 21, 2014 AND THE MINUTES OF THE EXECUTIVE SESSION OF MAY 21, 2014** is a true copy of a resolution adopted by the governing body of the Authority on June 4, 2014.

UNION COUNTY IMPROVEMENT AUTHORITY

		By:					
			John Sale	erno, Sec	retary	***************************************	
Dated:	June 4, 2014						

(SEAL)

RESOLUTION NO.: 54-2014

Member	Salerno	introduced and moved the adoption of the following
resolution and Membe	r McGhe	seconded the motion:

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY APPROVING A BILL LIST AND THE RELEASE OF VOUCHERS FOR PROCESSING AND PAYMENT, SUBJECT TO CERTIFICATION THAT SUFFICIENT FUNDS ARE AVAILABLE

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by an Ordinance of the Board of Chosen Freeholders of the County of Union, New Jersey), as a public body and corporate and politic of the State of New Jersey pursuant to and in accordance with the County Improvement Authorities Law, N.J.S.A. 40:37A-44, et seq.; and

WHEREAS, the Authority may incur expenses on behalf of specific projects as well as for its general and administrative needs; and

WHEREAS, the Authority has reviewed the invoices which are summarized on the Bill List attached hereto and made part hereof, and has determined that all invoices are correct, genuine and eligible for payment;

NOW, THEREFORE, BE IT RESOLVED by the Union County Improvement Authority that the Interim Executive Director be authorized to release vouchers for the processing and payment of the invoices on the attached Bill List, subject to certification that sufficient funds are available.

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

RECORD OF VOTE	YEA	ŇAY	ABSTAIN	NATE OF STREET	ABSENT	SECOND
Seb D'Elia Commissioner			* 1			The state of the s
Linda Hines Commissioner						
Steve Hockaday Commissioner	•		V			
Sam McGhee Commissioner	V					X
John Salerno Secretary	V/			\times	!	
Bryan Tomko Treasurer	V					
Carolyn Vollero Commissioner	V					
Cherron Rountree Vice Chairman	V					
Tony Scutari Chariman						
TOTAL:	6		V			

CERTIFICATION

I, <u>JOHN SALERNO</u>, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY APPROVING A BILL LIST AND THE RELEASE OF VOUCHERS FOR PROCESSING AND PAYMENT, SUBJECT TO CERTIFICATION THAT SUFFICIENT FUNDS ARE AVAILABLE is a true copy of a resolution adopted by the governing body of the Authority on June 4, 2014

UNION COUNTY IMPROVEMENT AUTHORITY

	By:	
	John Salerno, Secretary	
Dated: June 4, 2014		
(SEAL) 1679797	. 2	

		DLUTION NO	55 -2014
Member $\frac{\int c \left(\ell / n \right)^2}{c}$	introduced and	d moved the adopt	ion of the
following resolution and Member	Vollero	seconded the	e motion:

RESOLUTION AUTHORIZING THE AMENDMENT OF A CAPITAL EQUIPMENT LEASE AGREEMENT BY AND BETWEEN THE UNION COUNTY IMPROVEMENT AUTHORITY AND THE CITY OF PLAINFIELD DATED SEPTEMBER 1, 2006.

WHEREAS, The UNION COUNTY IMPROVEMENT AUTHORITY (together with any successor thereto, the "Authority") has been duly created by an Ordinance of the Board of Chosen Freeholders together with any successor legislative body, the ("Board of Freeholders") of the County of Union, State of New Jersey (together with any successor thereto, the "County") duly adopted as a public body corporate and politic of the State of New Jersey (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"); and

WHEREAS, the Authority is authorized by law, specifically Section 11 of the Act (N.J.S.A. 40:37A-54(a)), to provide public facilities for the use of the municipalities, including, the City of Plainfield ("City"); and

WHEREAS, pursuant to the Act, specifically Section 35 thereof (N.J.S.A. 40:37A-78), the Authority is authorized to enter into and perform any lease or other agreement with the City for the lease to or use by the City of all or any part of any public facility or facilities as determined in Section 11 of the Act (N.J.S.A. 40:37A-54); and

WHEREAS, the City and the Authority entered into that certain Capital Equipment Lease Agreement dated September 1, 2006; and

WHEREAS, the City has requested said lease be amended to allow additional substitution of equipment: and

WHEREAS, the Authority is desirous of assisting the City; and

WHEREAS, the Authority believes: (a) it is in the public interest to accomplish such purpose; (b) said purpose is for the health, welfare, convenience or betterment of the inhabitants of the City; (c) the amounts to be expended for said purpose 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 City and will not create an undue financial burden to be placed upon the Authority or the City.

NOW THEREFORE, BE IT RESOLVED by the governing body of the Authority as follows:

Section 1.01. Authority for this Resolution. This Resolution is adopted pursuant to the provisions of the Act, in particular N.J.S.A. 40A:38-78.

Section 1.02 <u>Authorization of the Amendment to Lease Agreement.</u> The Amendment to the Capital Equipment Lease Agreement dated September 1, 2006 between the City of Plainfield and the Authority in the form attached hereto is hereby authorized, and shall be executed in the name of the Authority by the manual signature of the Chairperson or Vice Chairperson and the corporate seal of the Authority or a facsimile thereof shall be impressed or imprinted thereon and attested by the manual signature of the Secretary.

Section 2.2 <u>Severability of Invalid Provisions</u>. If any one or more of the provisions contained in this Resolution shall for any reason be held to be invalid, illegal or unenforceable in any respect, then such provision or provisions shall be deemed severable from the remaining provisions contained in this Resolution and such invalidity, illegality or enforce ability shall not affect any other provision of this Resolution, and this Resolution shall be construed as if such invalid or illegal or unenforceable provision had never been contained herein. The Authority hereby declares that it would have entered into this Resolution and each and every section, paragraph, sentence, clause or phrase hereof and authorized the Amendment to the Capital Equipment Lease Agreement dated September 1, 2006 between the City of Plainfield and the Authority pursuant thereto irrespective of the fact that any one of more sections, paragraphs, sentences, clauses or phrases of this Resolution may be held illegal, invalid or unforceable.

Section 2.3 <u>Effective Date</u>. This Resolution shall take effect immediately upon adoption.

RECORD OF VOTE	YEA	NAY	ABSTAIN	MOTION	_ABSENT	SECON
Seb D'Elia Commissioner						
Linda Hines Commissioner			, in the second			·
Steve Hockaday Commissioner						·
Sam McGhee Commissioner	/		.\			
John Salerno Secretary	V			X		
Bryan Tomko Treasurer						
Carolyn Vollero Commissioner	V					X
Cherron Rountree Vice Chairman						
Tony Scutari Chariman						

	·)					
I, JOHN SALERNO, Sec foregoing RESOLUTION EQUIPMENT LEASE A IMPROVEMENT AUTH SEPTEMBER 1, 2006 is a t , 2014.	AUTHOI GREEME IORITY	RIZING TENT BY A AND TE	ty Improvemen THE AME AND BETW HE CITY	NDMENT VEEN THI OF PL	OF A CA E UNION CO AINFIELD	APITAL OUNTY DATEL
•	U	NION COU	NTY IMPRO	OVEMENT.	AUTHORITY	
	В	By:	JOHN SAL	ERNO, Secr	etarv	
Dated:, 2014 [SEAL]			- was a second			

W:\UCIA Master Folder\2006LP Hillsidefollowup\003.2012RESOLUTION APPROVING amendment LEASEPlainfield.V1.doc

TOTAL:

AMENDMENT TO A CAPITAL EQUIPMENT LEASE AGREEMENT DATED SEPTEMBER 1, 20

This Amendment dated as of _____1, 2014 to a certain CAPITAL EQUIPMENT LEASE AGREEMENT dated as of September 1, 20__ by and between THE UNION COUNTY IMPROVEMENT AUTHORITY, as lessor, and the City of Plainfield, in the County of Union, State of New Jersey, as lessee

Section 1. Section 903 of the Lease dated September 1, 20__ by and between the Union County Improvement Authority, as lessor, and the City of Plainfield, in the County of Union, State of New Jersey, as lessee, is hereby amended to read as follows:

Section 903. Assignment and Subleasing by Lessee.

- (a) This Lease and the interest of the Local Unit in the Project may not be assigned or subleased by the Lessee without the prior written consent of the Lessor and the Trustee, which consent shall not be unreasonably withheld. To the extent any sublease would, in the opinion of the Authority and its counsel, adversely affect the tax-exempt status of the Bonds, the Authority=s withholding of consent shall be deemed to be reasonable. Any such purported assignment or sublease shall be deemed null and void without such prior written consent.
- (b) If the Local Unit is unable to arrange for the delivery and acceptance of one or more Items of Equipment or Infrastructure Improvements which constitutes the Project as contemplated in this Lease, the Local Unit, with the prior written consent of the Authority (which consent shall not be unreasonably withheld), may elect to substitute one or more other Items of Equipment or Infrastructure Improvements for such Items of Equipment or Infrastructure Improvements, provided that the cost thereof shall not exceed the aggregate of the estimated costs of such Items of Equipment or Infrastructure Improvements as set forth in Schedule A of Exhibit A, as applicable hereto (unless the Local Unit pays such extra moneys in accordance with the provisions hereof and provided the estimated useful life of the equipment or infrastructure improvements being substituted is equal to or exceeds the remaining term of the outstanding bonds). The Local Unit may arrange for the delivery and acceptance of one or more additional Items of Equipment or Infrastructure Improvements to the extent that the costs of such items of equipment or infrastructure improvements acquired or undertaken is less than estimated, upon the written approval of the Authority. In the event of the substitution or addition as provided herein, the Local Unit and the Authority shall execute appropriate amendments to the Exhibits hereto to reflect such substitution or addition. In addition, the Local Unit shall cause a Substitution Certificate substantially in the form set forth in Exhibit F hereto to be executed by an Authorized Authority Representative (which approval shall not be unreasonably withheld) and which shall be delivered and filed with the Authority and the Trustee, which certificate shall reflect the substitution of the items of equipment or infrastructure improvements previously set forth in Exhibit A hereto.
- (c) Notwithstanding the above, if the Local Unit is not able to deliver an Item of Equipment or Infrastructure Improvements or make arrangements for its substitution or addition as provided herein, said proceeds shall be transferred into

the Municipal Account in the Debt Service Fund and used to make Debt Service payments on the Local Unit=s Allocable share of the Bonds on each Basic Lease Payment Date in accordance with the Bond Resolution. The Local Unit shall continue to be liable hereunder for all Basic Rent Payments necessary to amortize Debt Service on the Bonds (net of the amount of Bonds proceeds allocated to such Local Unit so applied) and Additional Rent, including the payment of all costs and expenses associated with the performance of an arbitrage rebate calculation or the payment of arbitrage rebate in accordance with Section 204 hereof which shall be paid as Additional Rent hereunder, which liability shall survive the expiration of the Lease Term and the final maturity of the Bonds.

IN WITNESS WHEREOF, the Lessor has caused this Lease to be executed in its name by its duly authorized officer; and Lessee has caused this Lease to be executed in its name by its duly authorized officer, as of the date first above written.

, Clerk	, Mayor
	By:
[SEAL]	•
	as Lessee
ATTEST:	CITY OF PLAINFIELD,
JOHN SALERNO, Secretary	ANTHONY R. SCUTARI, Chairman
	Ву:
[SEAL]	as Lessor
	IMPROVEMENT AUTHORITY,
ATTEST:	The UNION COUNTY

On thi	s th day of	, 2014, before	e me, a Notary Pu	blic in and for said	
County, personally ap Secretary, respectivel					
persons whose names	are subscribed to	the within Lease A	greement and ackn		
hey executed the sam	e as the voluntary	act of said Author	ity.		

RESOLUTION NO. 56-2014

Member DEIIA	introduced and moved the adoption of the following
Resolution, and Member McGhe	Cseconded the motion:

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AWARDING A CONTRACT TO MAR-BRIDGE ENTERPRISES, INC., FOR THE CONSTRUCTION OF A NEW STUDENT SERVICES CENTER AND CLASSROOM ADDITION AT THE UNION COUNTY COLLEGE CRANFORD CAMPUS, IN CRANFORD, NEW JERSEY

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by ordinance of the Union County Board of Chosen Freeholders as a public body corporate and politic of the State of New Jersey pursuant to and in accordance with the County Improvement Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended and supplemented from time to time; and

WHEREAS, the Authority entered into a Shared Services Agreement dated September 28, 2011 with the Union County College (the "College"), pursuant to the Uniformed Shared Services and Consolidation Act, N.J.S.A. 40A:65-1, et seq., in which the College requested that the Authority assist it with the design, financing, procurement and construction management of a new Student Services Center and Classroom Addition at the Cranford Campus (the "Project"), in Cranford, New Jersey, and the Authority agreed to undertake all actions necessary to implement the Project; and

WHEREAS, on April 10, 2014, the Authority published a notice of bids pursuant to New Jersey Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq. for construction of the Project (the "Project Services"); and

WHEREAS, on May 15, 2014, the Authority received nine (9) bids for the Project Services. Inclusive of Bid Contingency, Allowance No. 1, Alternate No. 1 and Alternate No. 2, those bids were as follows:

Hall Building Corp.	\$12,477,000
Mar-Bridge Enterprises, Inc.	\$12,730,000
Paul Otto Bldg. Co.	\$12,989,000
Patock Construction	\$13,021,324
Niram, Inc.	\$13,027,000
Fuscon Enterprises, Inc.	\$13,070,000
APS Contracting, Inc.	\$13,750,000
Claremont Construction	\$13,953,823
G&P Parlamas, Inc.	\$16,733,107

WHEREAS, the Authority has determined to award the Base Bid, Bid Contingency, Allowance No. 1, Alternate No. 1 and Alternate No. 2; and

WHEREAS, in accordance with Authority Resolution 24-2014, and the Notice to Bidders, bidders and their principal trade subcontractors were required to be qualified pursuant to regulations

of the New Jersey Department of Treasury, Division of Property Management & Construction ("DPMC"), and

WHEREAS, DPMC qualification includes both classification in the branch of work, and determination of an "aggregate rating," being a total value of contracts which a contractor may have outstanding at any one time; and

WHEREAS, N.J.A.C. 17:19-2.13 prohibits a contracting agency from awarding a contract to a bidder, where the award of the contract, when added to the bidder or subcontractor's backlog of uncompleted contracts, would exceed the aggregate rating of the bidder or its principal trade subcontractor, respectively; and

WHEREAS, Hall Building Corp. ("Hall") submitted the apparent lowest bid, inclusive of Bid Contingency, Allowance # 1, Alternate No. 1 and Alternate No. 2; and

WHEREAS, on May 20, 2014, Mar-Bridge Enterprises, Inc. ("Mar-Bridge"), the apparent second lowest bidder, through counsel, filed a protest with the Authority, challenging the award of the contract to Hall, on the basis that Hall's named electrical subcontractor, S&J Electrical Contractor, Inc. ("S&J") was not properly qualified. Specifically, Mar-Bridge alleged that S&J's DPMC classification had expired; and

WHEREAS, the Authority investigated the allegations contained in Mar-Bridge's bid protest, including reviewing responsive correspondence by Hall, through counsel; and

WHEREAS, the Authority's investigation revealed that Hall's electrical subcontractor, S&J had been qualified as of the date of bid submission. However, upon renewal of S&J's DPMC classification subsequent to the bid submission, the DPMC had reduced S&J's aggregate rating from \$5 million to \$2 million. As a result, award of the contract for the Project Services to S&J, when added to S&J's uncompleted work on other contracts, would exceed S&J's aggregate rating, in violation of N.J.A.C. 17:19-2.13, rendering S&J unqualified to perform the subcontract; and

WHEREAS, S&J's failure to qualify renders Hall's bid materially defective, barring award of the contract; and

WHEREAS, the Authority has determined that Hall's allegation that award of the contract to Mar-Bridge would exceed Mar-Bridge's aggregate rating is without merit; and

WHEREAS, the Authority has determined that Mar-Bridge is the lowest responsible bidder; and

WHEREAS, the Authority's professionals have reviewed the bids and recommended that the contract for the Project Services be awarded to Mar-Bridge in accordance with N.J.S.A. 40A: 11-1 et seq.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Authority that:

1. The foregoing recitals are incorporated herein as if set forth at length; and

- 2. The bid submitted by Hall Building Corp. is hereby rejected as materially defective due to the failure of its named subcontractor, S&J Electrical Contractor, Inc., to qualify; and
- 3. Mar-Bridge Enterprises, Inc., is hereby formally declared to be the lowest responsible bidder for the Project Services; and
- 4. Award of the contract for the Project Services, inclusive of the Base Bid, Bid Contingency, Allowance No. 1, Alternate No. 1 and Alternate No. 2, to Mar-Bridge Enterprises, Inc., is hereby authorized in accordance with Mar-Bridge Enterprises, Inc.'s bid and the terms and conditions contained in the bid specifications; and
- 5. The Chairman and Secretary of the Authority are authorized to execute an agreement with Mar-Bridge Enterprises, Inc., in accordance with its bid and the terms and conditions contained in the bid specifications; and
- 6. The bid security of all other bidders shall be returned to them in accordance with N.J.S.A. 40A:11-1 et seq.; and
- 7. This resolution shall take effect immediately.

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

RECORD OF VOTE	YEA	NAY	ABSTAIN	MOTION	ABSENT	SECOND
Seb D'Elia Commissioner	X			X		
Linda Hines Commissioner						
Steve Hockaday Commissioner			X			
Sam McGhee Commissioner	X					X
John Salerno Secretary		•	X			
Bryan Tomko Treasurer	X					
Carolyn Vollero Commissioner		X				
Cherron Rountree Vice Chairman	X					
Tony Scutari Chariman	5					
TOTAL:						

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AWARDING A CONTRACT TO MAR-BRIDGE ENTERPRISES, INC., FOR THE CONSTRUCTION OF A NEW STUDENT SERVICES CENTER AND CLASSROOM ADDITION AT THE UNION COUNTY COLLEGE CRANFORD CAMPUS, IN CRANFORD, NEW JERSEY is a true copy of a resolution adopted by the governing body of the Authority on June 4, 2014.

UNION COUNTY IMPROVEMENT AUTHORITY

By:

Dated: SEAL June 4, 2014

John Salerno, Secretary

RESOLUTION NO.: 57-2014

Member	Tomko	introduced	and moved the adoption of the following
resolution and Member	er McGhe	<u>e</u> s	econded the motion:

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING CONTRACT AMENDMENT NO. 3 TO THE AGREEMENT WITH NETTA ARCHITECTS LLC FOR ARCHITECTURAL AND ENGINEERING DESIGN SERVICES IN CONNECTION WITH CONSTRUCTION OF 35,000 SQ. FT. OF SPACE FOR STUDENT SERVICES AND CLASSROOMS AT THE UNION COUNTY COLLEGE CAMPUS IN CRANFORD, NEW JERSEY

WHEREAS, the Union County Improvement Authority (the "Authority") has been created by resolution of the Board of Chosen Freeholders of the County of Union as a public body corporate and politic of the State of New Jersey, pursuant to and in accordance with the County Improvement Authorities Law, N.J.S.A. 40:37A-44 et seq., and the acts amendatory thereof and supplemental thereto; and

WHEREAS, the Authority and the Union County College (the "College") have previously entered into a Shared Services Agreement pursuant to N.J.S.A. 40A:65-1 et seq. pursuant to which the Authority shall assist the College by, among other things, providing financing, retaining professional services, managing the procurement process and providing construction management services to effect certain capital improvements to the Cranford Campus, specifically, the construction of a new two-story addition of approximately 35,000 sq. ft. attached to the Nomahegan Building which will provide space for student services and classrooms (the "Project"); and

WHEREAS, in accordance with the Shared Services Agreement, the Authority has previously retained Netta Architects LLC to provide architectural and engineering design services for the Project (the "Services") and approved a contract with Netta Architects LLC (the "Contract") for an amount not to exceed \$1,140,000 (including reimbursables), which contract has been amended in the amount of \$41,800.00 by Amendment No. 1, and which contract has been further amended in the amount of \$16,200.00 by Amendment No. 2; and

WHEREAS, Netta Architects LLC has incurred additional reimburseable expenses for the Project due to the college's request to add telecommunication and data to five additional classrooms, the integration of security infrastructure and the retention of an OSHA safety consultant during construction, which additional expenses are in the amount of \$25,000; and

WHEREAS, the services for which the reimburseables will be incurred included in Contract Amendment No. 3 are necessary and reasonable for the Project;

NOW, THEREFORE BE IT RESOLVED by the Union County Improvement Authority, that Contract Amendment No. 3 to the Contract be approved in the amount of \$25,000, as set forth

in Request for Amendment of Professional Services Contract Amendment No. 3, attached hereto and made a part hereof;

BE IT FURTHER RESOLVED that this resolution shall take effect immediately.

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

RECORD OF VOTE			ABSTAIN	CONTRACTOR OF THE STATE OF THE	ABSENT	
Seb D'Elîa Commissioner			X			
Linda Hines Commissioner						
Steve Hockaday Commissioner			X	allandus a kuntusa kuntu	,	
Sam McGhee Commissioner	X			**************************************		X
John Salerno Secretary			X			
Bryan Tomko Treasurer	X			X		
Carolyn Vollero Commissioner		X		-		
Cherron Rountree Vieo Chairman	X					
Tony Scutari Chariman						
TOTAL:						

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING CONTRACT AMENDMENT NO. 3 TO THE AGREEMENT WITH NETTA ARCHITECTS LLC FOR ARCHITECTURAL AND ENGINEERING DESIGN SERVICES IN CONNECTION WITH CONSTRUCTION OF 35,000 SQ. FT. OF SPACE FOR STUDENT SERVICES AND CLASSROOMS AT THE UNION COUNTY COLLEGE CAMPUS IN CRANFORD, NEW JERSEY is a true copy of a resolution adopted by the governing body of the Improvement Authority on June 4, 2014.

UNION COUNTY IMPROVEMENT AUTHORITY

,	Ву:	
	John Salerno, Secretary	
Dated: June 4, 2014	·	
(SEAL)		



NettaArchitects

Request for Contract Amendment No.: 3

REQUEST FOR AMENDMENT OF PROFESSIONAL SERVICES

April 24, 2014

Union County Improvement Authority 1499 Routes 1 & 9 North Rahway, NJ 07065

RE:

Project Description: U Project address: C	eptember 11, 2013 Inion County College Franford Campus Jesolution No:33-2013		
This request being made this day is to provide the following additional or Agreement referred to in Article 1 and shall further modify our written agr	amended architectural/engine aement as listed below:	ering services to o	ur Contract for Services
Reimbursable Expe	nse Budget Increase.		
Reimbursable Expenditure made to date for the project		\$ 20,229.54	
Reimbursable Expenses Budget	***************************************	\$ 11,000,00	
Amount Exceeding Budget		\$ 9,229.54	
1.1 Forecasted Reimbursable Expenses for remainder of p	project	\$ 15,770.46	
Total Fee Request for Contract Amendment No			\$ 25,000.00
	NT HISTORY		
Original Contract Services Fee Previously Authorized Amendments: c CO no. 1	\$1,140,000.00 \$41,800.00 \$16,200.00 \$ge Orders above		•
**Subtotal Fee noted above shall change to include this FFC	CA No.: 3 after signing be	eļow	\$ 25.000.00
Submitted for approval by:	$\underbrace{\hspace{1cm}}$		
Nicholas I Nalta, AIA, NCARB	Principal		
The above estimated fees/costs relating to this Contract Amendment are satisfactor accordance with the same terms and conditions as specified in the original Contract, to compensate Notta Architects as shown above and such compensation does not de	The client acknowledges that by	y accepting this Cont	truct Amendment, they agree
Authorized Signature (Client):	Date:		
Print Name:	Tibe:		<i>;</i> - ****
NETTA ARCHITECTS:	Date:		
NICHOLAS J. NETTA, "AIA, NCARB 1084 Route 22 West. N	dountainside, NJ 07092		
Tel: 973,379,0006 Fax: 973,379.30)61 E-mall: Info@nettøarchi	tects.com	pi &
			· ·

RESOLUTION NO.: <u>60-2014</u>

Member Salerno	introduced and moved the adoption of the following
resolution and Member 1	seconded the motion:

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING ITS INSURANCE BROKER BROWN AND BROWN METRO, INC. TO RENEW THE AUTHORITY'S PUBLIC OFFICIALS LIABILITY AND EMPLOYMENT PRACTICES LIABILITY COVERAGES FOR THE YEAR MAY 13, 2014 THROUGH MAY 13, 2015

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by ordinance of the Union County Board of Chosen Freeholders ("Board"), as a public body corporate and politic of the State of New Jersey pursuant to and in accordance with the County Improvement Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended and supplemented from time to time; and

WHEREAS, in order to carry out the stated purposes and goals for which the Authority was created, the Authority is required to carry certain levels of insurance coverage to protect its officers and directors and employees, and its property and assets which it has acquired or has control over; and

WHEREAS, the Authority's insurance broker, Brown & Brown Metro, Inc. ("Brown & Brown") has presented the Authority with a proposal (the "Proposal") to renew the Authority's Public Officials Liability and Employment Practices Liability coverages for the year May 13, 2014 through May 13, 2015; and

NOW, THEREFORE, BE IT RESOLVED THAT THE UNION COUNTY IMPROVEMENT AUTHORITY that Brown & Brown Metro, Inc. is authorized to renew the Authority's Public Officials Liability and Employment Practices Liability coverages on behalf of the Authority in accordance with the Proposal which is attached hereto and made a part hereof, at a cost not to exceed \$18,158.97; and

BE IT FURTHER RESOLVED that this resolution shall take effect immediately.

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

RECORD OF VOTE	YEA	NAŸ	ABSTAIN	MOTION	ABSENT	SECOND
Seb D'Elia Commissioner	X					人
Linda Hines Commissioner					Χ.	
Steve Hockaday Commissioner	X					
Sam McGhee Commissioner						
John Salerno Secretary	X			X		
Bryan Tomko Treasurer	X					
Carolyn Vollero Commissioner	X					
Cherron Rountree Vice-Chairman	X					
Tony Scutari Chariman					X	
TOTAL:						

CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING ITS INSURANCE BROKER BROWN AND BROWN METRO, INC. TO RENEW THE AUTHORITY'S PUBLIC OFFICIALS LIABILITY AND EMPLOYMENT PRACTICES LIABILITY COVERAGES FOR THE YEAR MAY 13, 2014 THROUGH MAY 13, 2015 a true copy of a resolution adopted by the governing body of the Authority on June 4, 2014.

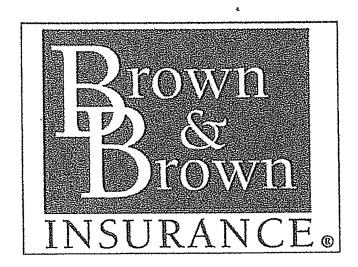
UNION COUNTY IMPROVEMENT AUTHORITY By:
John Salerno, Secretary

Dated: June 4, 2014 (SEAL)

Insurance Proposal

For

Union County Improvement Authority



Policy Period:

May 13, 2014-15

Presented By:

Marie L. Viscione Brown & Brown Metro, Inc. 30A Vreeland Rd. Florham Park, NJ 07932

About Brown & Brown Metro, Inc. - Overview of Consulting/Brokerage Services

Brown & Brown was formed in 1939 and incorporated in the State of Florida in 1959. Since then, the company has grown to be the 7th largest insurance intermediary in the nation, with over \$967 Million in revenue (2009). The Brown & Brown business model is highly decentralized, making each of the more than 160 offices across the country able to maintain the agility to react locally to client specific and industry specific needs. Augmenting this local service level are national resources and clout with national carriers to provide unique services and leverage in the Benefit and Property and Casualty markets.

Brown & Brown is a publicly traded corporation on the New York Stock Exchange (symbol: BRO).

Brown & Brown Metro, Inc. is a full-service insurance and employee benefits firm since 1939. This office was acquired by Brown & Brown in April 2004 and has been integrated into the Brown & Brown system over the subsequent four years. Locally, with over 20 years of experience, our company provides brokerage and consulting services to both private and public sector entities in the areas of risk management, health benefits, and general insurance. We currently serve clients of all sizes, funding arrangements and sectors with over 140 public entities and over 250 private entities. Services provided to these firms include, but are not limited to:

- Workers Compensation
- Property & Casualty
- Safety & Loss Control
- PEOSHA Compliance
- Medical & Prescription
- Healthcare Saving Accounts
- Stop Loss/Reinsurance

- Administrative Services Only
- Dental Insurance
- Life and AD&D Insurance
- · Disability Insurance
- Voluntary Benefits Suites
- Flexible Spending Accounts
- Employee Assistance Programs

Our primary goal is to improve, or maintain our high level of offerings in concert with keeping costs manageable to our clients. In today's market place this is an exigent undertaking, as insurance costs continue to rise. Through detailed analysis, we are able to determine the appropriate needs and offer viable solutions for all insurance products.

Our team of experienced veterans in the insurance field work daily to ensure that all needs are dealt with effectively and efficiently. Our increasing base of experience and our growing record of accomplishments have helped to establish our organization as a leader in our field.

In a rapidly changing and increasingly complex environment, seeking cost-effective insurance solutions while understanding the implications of government action is critical to the success of all business organizations. As each employer organization is unique, Brown & Brown Metro, Inc. provides innovative solutions based upon client demographics, objectives, and organizational structure. Of equal importance, we provide the administrative and technical support necessary for program viability.

It is essential to identify quality providers that will supply comprehensive administrative, organizational and financial services. We can help make these determinations in addition to the critical task of assessing existing insurance and benefit programs offered.

Most importantly, we maintain the ability to interact with existing professional agreements and organizations, at the client's direction, to ensure further program enhancement. Our focus is clearly to serve our client in a most professional and competent manner through the delivery of value-added services.

As broker, agent or consultant, our firm works to ensure the cost-effectiveness and success of your program, annually reviewing appropriate alternatives and decisions.

Specific to risk management services, we can provide the following:

- Loss Review Analysis and Risk Evaluation
- Claims Management Procedures
- Risk Controls / Insurance Policies
- Risk Financing
- Internal Administrative Procedures and Process
- Preparation / Selection for Competitive Bid Process

Specific to employee benefits and general insurance, we can provide services including:

- Plan Design Analysis
- On-Going Consulting Services
- Voluntary Employee Benefits
- Program Alternatives
- Health Care Delivery System Innovations
- Retirement and Savings Plans
- Cost-Effective Recommendations
- Internal Administrative Procedures
- Preparation / Selection for Competitive Bid Process

Employer liability and workers compensation programs represent a significant financial component of any organization's budget. In an increasingly litigious environment, risk management costs and coverage have risen in importance in recent years. Therefore, risks and potential exposures must be identified early to avoid, reduce or determine appropriate levels of exposure desired by the client.

Brown and Brown Insurance can provide a broad range of risk management services designed to improve program administration and effectiveness, while also reducing overall costs. We can provide the client with options that produce improved decisions based upon determinations of previous loss experience, desired levels of risk, market conditions and administrative decision procedures.

In broad terms, potential services for comprehensive risk management services may include the following:

- Review plan design and insurance coverage
- Analyze retention levels and claims
 liability
- Program administration
- Claims and program funding
- Review and inventory current insurance policies
- Analyze budget expenditures and program costs
- Inspect major facilities and review utilization
- Review loss history

- Prepare and conduct market request for proposal
- Forward recommendations to client
- Implement program changes at direction of client
- Provide discounts for workers' compensation claims
- Liaison services between client and insurer
- Communications with employees
- Assist to implement safety programs

These services may be provided on a fee-for-service basis or may be negotiated to meet the specific needs of the client, including a brokerage arrangement, wherein we would be compensated through standard insurance commissions payable under the insured portions of the program. Liability related claims can be managed to a significant degree. Workers compensation claims can be reduced when managed aggressively. Brown and Brown Metro, Inc. may be retained to provide a specific task or conduct a specific project, most notably an inventory or the marketing of an RFP; Brown and Brown Metro, Inc. can also provide these or other services on an ongoing basis.

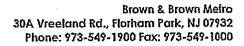


Named Insureds

The following are named insureds on your policies:

Union County Improvement Authority

Please verify the accuracy of each name on this list and update if needed.





Re:

Union County Improvement Authority

Policy #: Exp Date: PKO0001961 5/13/2014

Carrier:

National Casualty Company

Rating: A+ XV (Admitted)

This quotation is based on the underwriting and rating information in the application provided by the insured. The coverage and terms being offered may not be the same or as broad as requested in the application.

Quote is valid until 5/16/2014

Coverage	<u>Limits</u>	<u>Deductible</u>	Premium					
Public Officials	\$1,000,000/\$1,000,000	Option 1: \$17,500 (expiring) Option 2: \$25,000 Option 3: \$30,000 Option 4: \$50,000	\$16,497 \$14,964 \$14,273 \$11,552					
(Claims Made) ***Includes Consent to Settle ***Excludes Land Use Planning and Zoning								
Employment Practices \$1,000,000/\$1,000,000 \$10,000 \$1,500								
Liability (Claims Made) ***Includes Consent to Settle with 70/30 soft hammer clause ***No Exclusions or sub-limits for non-monetary, back/front wages or injunctive relief NJ PLIGA: .90% of total premium bound								

*Total Renewal Premium – Option 1 Total: \$18,158.97 (\$161.97 NJ Surcharge included). Option 2 Total \$16,612.17 (\$148.17 NJ Surcharge included). Option 3 Total \$15,914.96 (\$141.96 NJ Surcharge included). Option 4 Total \$13,169.47 (\$117.47 NJ Surcharge included).

BINDING REQUIREMENTS:

- Require the Insured to provide confirmation that fiduciary coverage is in place for the Authority and its members.
- 2. No terrorism exclusions are attached to the policy.
- Public Officials Liability and Employment Practices Liability coverage have been quoted on a Claims Made basis. All claims and/or incidents which may give rise to a claim should be reported to the current carrier.
- 4. General Liability coverage must be maintained throughout our policy period at policy limits at least equal to our Public Officials policy.
- 5. Request to bind coverage must be received in writing.
- 6. Payment is due 30 days from the effective date of coverage.
- 7. Signed No Known Loss Letter





Compensation Disclosure

Compensation. In addition to the commissions or fees received by us for assistance with the placement, servicing, claims handling, or renewal of your insurance coverages, other parties, such as excess and surplus lines brokers, wholesale brokers, reinsurance intermediaries, underwriting managers and similar parties, some of which may be owned in whole or in part by Brown & Brown, Inc., may also receive compensation for their role in providing insurance products or services to you pursuant to their separate contracts with insurance or reinsurance carriers. Additionally, it is possible that we, or our corporate parents or affiliates, may receive contingent payments or allowances from insurers based on factors which are not client-specific, such as the performance and/or size of an overall book of business produced with an insurer. We generally do not know if such a contingent payment will be made by a particular insurer, or the amount of any such contingent payments, until the underwriting year is closed. That compensation is partially derived from your premium dollars, after being combined (or "pooled") with the premium dollars of other insureds that have purchased similar types of coverage. We may also receive invitations to programs sponsored and paid for by insurance carriers to inform brokers regarding their products and services, including possible participation in companysponsored events such as trips, seminars, and advisory council meetings, based upon the total volume of business placed with the carrier you select. We may, on occasion, receive loans or credit from insurance companies. Additionally, in the ordinary course of our business, we may receive and retain interest on premiums you pay from the date we receive them until the date the premiums are remitted to the insurance company or intermediary. In the event that we assist with placement and other details of arranging for the financing of your insurance premium, we may also receive a fee from the premium finance company.

Wholesale Broker/Managing General Agent: Euclid Managers

Questions and Information Requests: Should you have any questions, or require additional information, please contact this office at 973-549-1900, or if you prefer, submit your question or request online at [http://www.bbinsurance.com/customerinquiry.shtml].



Wholesale Broker/Managing General Agent:

Euclid Managers

This intermediary is not owned in whole or in part by Brown & Brown Inc, the parent company of Brown & Brown Metro Inc. Brown and Brown entities operate independently and are not required to utilize other companies owned by Brown and Brown Inc., but routinely do so. In addition to providing access to the insurance company, the Wholesale Insurance Broker/Managing General Agent may provide additional services including, but not limited to: underwriting; loss control: risk placement; coverage review; claims coordination with insurance company; and policy issuance.

Compensation paid for those services may be up to 15% of the premium you pay for coverage, and any compensation paid for those services is derived from your premium payment.

RESOLUTION NO.: 61-2014

Member_	VOllero	_ introduced and moved the adoption of the following
resolution and Me	mber TOMK	seconded the motion:

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE APPOINTMENT OF CHERRON ROUNTREE AND BRYAN TOMKO TO THE AD HOC OVERSIGHT COMMITTEE

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by ordinance of the Union County Board of Chosen Freeholders ("Board"), as a public body corporate and politic of the State of New Jersey pursuant to and in accordance with the County Improvement Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended and supplemented from time to time; and

WHEREAS, pursuant to County Improvement Authorities Law, N.J.S.A. 40:37 A-44 et seq., and its By-Laws, the Board of Commissioners of the Authority has the authority to create a special or ad hoc committee ("Committee") for Board purposes as needed; and

WHEREAS, the Authority adopted Resolution #48-2014, which authorized the appointment of an Ad Hoc Oversight Committee to coordinate with a similar committee appointed by the Board of the Union County Utilities Authority to report to the Boards on work performed under the Shared Services Agreement previously entered into by and between the UCUA and the Authority; and

WHEREAS, under Resolution #48-2014, the Board of Commissioners of the Authority authorized the appointment of two Board members to serve on the Ad Hoc Oversight Committee as described herein and to report periodically to the Board on the work of the Committee; and

WHEREAS, the Board of Commissioners of the Authority hereby appoints the following Board members to serve on the Ad Hoc Oversight Committee: Cherron Rountree and Bryan Tomko.

NOW, THEREFORE, BE IT RESOLVED THAT THE UNION COUNTY IMPROVEMENT AUTHORITY that Cherron Rountree and Bryan Tomko are hereby appointed to serve on the Ad Hoc Oversight Committee and coordinate with the members of a similar committee appointed by the Board of the Union County Utilities Authority to report to the Boards on work performed under the Shared Services Agreement previously entered into by and between the UCUA and the Authority; and

BE IT FURTHER RESOLVED that this resolution shall take effect immediately.

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

RECORD OF VOTE	YEA	ÑAY	ABSTAIN	MOTION	ABSENT	SECOND
Seb D'Elia Commissioner	X					
Linda Hines Commissioner	•			-		
Steve Hockaday Commissioner	X				,	
Sam McGhee Commissioner	•		X			
John Salerno Secretary	X			•		
Bryan Tomko Treasurer	X					X
Carolyn Vollero Commissioner	X			X		
Cherron Rountree Vice- Chairman	X					
Tony Scutari Chariman						
TOTAL:						

CERTIFICATION

I, <u>JOHN SALERNO</u>, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE APPOINTMENT OF CHERRON ROUNTREE AND BRYAN TOMKO TO THE AD HOC OVERSIGHT COMMITTEE is a true copy of a resolution adopted by the governing body of the Authority on June 4, 2014.

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UNION COUNTY IMPROVEMENT AUTHORIT	ΓY
Ву:	
/ John Salerno, Secretary	

Dated: June 4, 2014 (SEAL)

Member_	Sa	Crno	introduced and moved the adoption of the following	ž
resolution and M	ember	Delia	seconded the motion:	•

RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE RETURN PROPOSER GUARANTEES TO THOSE PROPOSERS THAT HAVE BEEN NOT DESIGNATED FOR NEGOTIATIONS FOR THE SALE OF RUNNELLS SPECIALIZED HOSPITAL IN BERKELEY HEIGHTS, **NEW JERSEY**

WHEREAS, the Union County Improvement Authority (the "Authority") has been duly created by ordinance of the Union County Board of Chosen Freeholders ("Board"), as a public body corporate and politic of the State of New Jersey pursuant to and in accordance with the County Improvement Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended and supplemented from time to time; and

WHEREAS, in 2013, as authorized by their respective governing bodies, the County of Union and the Authority entered into a Memorandum of Understanding; pursuant to which the Authority subsequently conducted a competitive procurement process to solicit qualifications and proposals ("RFQ/P") from firms interested in purchasing or leasing all or part of the property and/or operations of the Runnells Specialized Hospital in Berkley Heights, New Jersey; and

WHEREAS, the Authority established a Review Committee for the RFQ/P process, which received five (5) proposals, and the Committee determined to proceed to interview four (4) of the proposers (the "Proposers"), having found one (1) proposal incomplete; and

WHEREAS, pursuant to section 6.2.2, Proposal Guarantee, of the RFQ/P, the Proposers were required to submit a proposal guarantee in the form of a cashier's check or certified check in the amount of \$10,000.00 payable to the Authority with their proposals; and

WHEREAS, pursuant to section 6.2.2, Proposal Guarantee, of the RFQ/P, the proposal guarantees must be returned to those Proposers that have not been designated for negotiations after the execution of an agreement between the Authority and the successful Proposer for a transfer or closing of Runnells Specialized Hospital; and

WHEREAS, the Review Committee interviewed the Proposers no less than twice, and obtained additional information to assist the Review Committee with its evaluation of the Proposals; and

WHEREAS, the Review Committee obtained an independent appraisal of the Hospital,

which appraised value was determined to be \$26,000,000; and

WHEREAS, on or about February 28, 2014, based on the proposals, additional information, and the Proposers' best and final offers, the Review Committee recommended Center Management Group LLC ("Center Management") as the Proposer with which to negotiate for a contract of sale of the Hospital; and

NOW, THEREFORE, BE IT RESOLVED THAT THE UNION COUNTY IMPROVEMENT AUTHORITY hereby authorizes the return of proposal guarantees to the following Proposers that have not been designated for negotiations after the execution of an agreement between the Authority and the successful Proposer for a transfer or closing of Runnells Specialized Hospital:

- . 1. Ocean Health Care
 - 2. Runnells Realty, LLC
 - 3. Regency Acquisition

BE IT FURTHER RESOLVED that this resolution shall take effect immediately.

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

RECORD OF VOTE	YEA	NAY	ABSTAIN	MOTION	ABSENT	SECOND
Seb D'Elia Commissioner	X					
Linda Hines Commissioner					X	•
Steve Hockaday Commissioner	X		•			
Sam McGhee Commissioner			X			
John Salerno Secretary	K		毒	X		
Bryan Tomko Treasurer	Χ.			•		
Carolyn Vollero Commissioner	X					
Cherron Rountree Vice Chairman	X					-
Tony Scutari Chariman						
TOTAL:				<u> </u>		·

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 RETURN OF PROPOSER GUARANTEES TO THOSE PROPOSERS THAT HAVE NOT BEEN DESIGNATED FOR NEGOTIATIONS FOR THE SALE OF RUNNELLS SPECIALIZED HOSPITAL IN BERKELEY HEIGHTS, NEW JERSEY is a true copy of a resolution adopted by the governing body of the Authority on June 4, 2014.

UNION COUNTY IMPROVEMENT AUTHORITY

Bv:

John Salerno, Secretary

Dated: June 4, 2014

(SEAL)