

**RESOLUTION NO. 92-2014**

Member Salerno introduced and moved the adoption of the following

Resolution and Member Toulco seconded the motion:

**RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY  
AUTHORIZING THE EXECUTIVE DIRECTOR TO EXTEND THE CLOSING  
DATE AND DUE DILIGENCE PERIOD BETWEEN THE AUTHORITY AND  
CENTER MANAGEMENT GROUP, LLC FOR THE PURCHASE AND SALE OF  
RUNNELLS SPECIALIZED HOSPITAL TO DECEMBER 1, 2014 AND  
NOVEMBER 5, 2014 at 12:00 P.M. (Noon) RESPECTIVELY**

**WHEREAS**, the Union County Improvement Authority (the "Authority") by Resolution No. 51-2014 previously authorized the Authority to enter into an agreement with Center Management Group, LLC ("Center") providing for the purchase and sale of Runnells Specialized Hospital; and

**WHEREAS**, the Authority and Center Management Group, LLC have previously entered into an agreement providing for the purchase and sale of Runnells Specialized Hospital (the "Agreement"); and

**WHEREAS**, the Authority and Center now wish to extend the closing date and due diligence period to December 1, 2014 and November 5, 2014 at 12:00 P.M. (Noon) respectively; and

**WHEREAS**, this Board has determined that extensions of said closing date and due diligence period are in the best interests of the Authority, the County and County residents; and

**WHEREAS**, the extension of the due diligence period is not an agreement or an acknowledgment by the Authority or the County of Union that the reimbursement rates from the State of New Jersey for the operation of the psychiatric unit and/or failure of the County of Union to lease the psychiatric unit back from Center are a basis for termination of the agreement of sale under the due diligence provision; and

**NOW, THEREFORE, BE IT RESOLVED** by the Union County Improvement Authority that the Executive Director is authorized to extend the closing date and due diligence period between the Authority and Center Management Group, LLC for the purchase and sale of Runnells Specialized Hospital to December 1, 2014 and November 5, 2014 at 12:00 P.M. (Noon) respectively; and

**BE IT FURTHER RESOLVED** with the provision that the extension of the due diligence period is not an agreement or an acknowledgment by the Union County Improvement Authority or the County of Union that the reimbursement rates from the State of New Jersey for the operation of the psychiatric unit and/or failure of the County of Union to lease the psychiatric unit back from Center Management Group, LLC are a basis for termination of the agreement of sale under the due diligence provision; and

**BE IT FURTHER RESOLVED** that his Resolution shall take effect immediately upon adoption.

**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	✓				<del>XXXXXX</del>	
Linda Hines Commissioner	✓					
Steve Hockaday Commissioner	✓					
John Salerno Secretary	✓			✓		
Bryan Tomko Treasurer	✓					✓
Carolyn Vollero Commissioner					✓	
Cherron Rountree Vice Chairman					✓	
Tony Scutari Chairman	✓					
TOTAL:	6				2	

#### 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 EXECUTIVE DIRECTOR TO EXTEND THE CLOSING DATE AND DUE DILIGENCE PERIOD BETWEEN THE AUTHORITY AND CENTER MANAGEMENT GROUP, LLC FOR THE PURCHASE AND SALE OF RUNNELLS SPECIALIZED HOSPITAL TO DECEMBER 1, 2014 AND NOVEMBER 5, 2014 at 12:00 P.M. (Noon) RESPECTIVELY** is a true copy of a resolution adopted by the governing body of the Authority on October 14, 2014.

UNION COUNTY IMPROVEMENT AUTHORITY

By:  \_\_\_\_\_  
JOHN SALERNO, Secretary

Dated: October 14, 2014  
[SEAL]



**RESOLUTION NO. 93-2014**

Member Tonko introduced and moved the adoption of the following

Resolution and Member Salerno seconded the motion:

**RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY  
GRANTING THE EXECUTIVE DIRECTOR THE AUTHORITY TO MAKE THE  
DEBT SERVICE PAYMENT FOR THE RENEWABLE ENERGY PROGRAM  
FROM AUTHORITY FUNDS NOT TO EXCEED SEVEN HUNDRED  
THOUSAND DOLLARS (\$700,000.00)**

**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 the Authority and the County have entered into a Service Agreement (the "County Service Agreement") pursuant to Section 36 of the Act (N.J.S.A. 40:37A-79) and other applicable law which, among other things, designates the Authority to undertake the development and implementation of a program (the "Renewable Energy Program") for the financing, design, permitting, acquisition, construction, installation, operation and maintenance of renewable energy capital equipment and facilities such as solar panels, wind turbines, and hydro-electric, bio-diesel, geothermal, and bio-mass facilities, including any related electrical modifications or other work required or convenient for the installation of such systems (collectively, the renewable energy capital equipment and facilities, the "Renewable Energy Projects") for and on behalf of the County and local governmental units within the County, including without limitation municipalities, boards of education for school districts, local authorities and any other local government instrumentalities, public bodies or other local government entities; collectively, including the County, the "Local Units"); and; and

**WHEREAS**, the primary goal of the Renewable Energy Program is to expand the use of renewable energy sources available and utilized by the Local Units for their Local Unit Facilities in accordance with the State's Energy Master Plan dated October, 2008, with the attendant environmental and financial benefits associated thereby, and to reduce the energy related operating costs to the Local Units for their Local Unit Facilities, all intended to be offered at no net cost to the Local Units

**WHEREAS**, the Authority wishes to make the debt service payment for the renewable energy program from Authority funds not to exceed Seven Hundred Thousand Dollars (\$700,000.00); and

**NOW, THEREFORE, BE IT RESOLVED** by the Union County Improvement Authority that the Executive Director is authorized to make the October 15, 2014 debt service payment for the renewable energy program from Authority funds not to exceed Seven Hundred Thousand Dollars (\$700,000.00)

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	✓				<del>ABSENT</del>	
Linda Hines Commissioner	✓					
Steve Hockaday Commissioner	✓					
John Salerno Secretary	✓					✓
Bryan Tomko Treasurer	✓			✓		
Carolyn Vollero Commissioner					✓	
Cherron Rountree Vice Chairman					✓	
Tony Scutari Chariman	✓					
TOTAL:	6				2	

#### CERTIFICATION

I, JOHN SALERNO, Secretary of the Union County Improvement Authority, HEREBY CERTIFY that the foregoing **RESOLUTION OF THE UNION COUNTY IMPROVEMENT AUTHORITY GRANTING THE EXECUTIVE DIRECTOR THE AUTHORITY TO MAKE THE DEBT SERVICE PAYMENT FOR THE RENEWABLE ENERGY PROGRAM FROM AUTHORITY FUNDS NOT TO EXCEED SEVEN HUNDRED THOUSAND DOLLARS (\$700,000.00)** is a true copy of a resolution adopted by the governing body of the Authority on October 14, 2014.

UNION COUNTY IMPROVEMENT AUTHORITY

By: \_\_\_\_\_

JOHN SALERNO, Secretary

Dated: October 14, 2014

[SEAL]