



Resolution No. 98-2021
Adoption Date Oct. 13, 2021

Sufficiency of Funds Bela Taylor
Form and Legality David Minchella

**RESOLUTION OF THE UNION COUNTY IMPROVEMENT
AUTHORITY (I) AUTHORIZING THE PREPARATION AND
SUBMISSION OF AN APPLICATION TO THE LOCAL FINANCE
BOARD PURSUANT TO LOCAL AUTHORITIES FISCAL
CONTROL LAW AND OTHER APPLICABLE LAW AND (II)
AUTHORIZING COMPLIANCE WITH N.J.S.A. 40:37A-56 AND
AUTHORIZING CERTAIN ACTIONS TO BE TAKEN TO OBTAIN
THE RESOLUTION CONTEMPLATED BY N.J.S.A. 40:37A-56 AND
OTHER APPLICABLE LAW, ALL IN CONNECTION WITH ONE
OR MORE SERIES OF THE AUTHORITY'S COUNTY
GUARANTEED REVENUE BONDS, SERIES 2021 (RENEWABLE
ENERGY PROGRAM PROJECT)**

WHEREAS, The Union County Improvement Authority (the "Authority") is a public body corporate and politic, constituting an instrumentality of the State of New Jersey (the "State"), created by an ordinance of the Board of County Commissioners (formerly known as the Board of Chosen Freeholders) of the County of Union, New Jersey (the "County") pursuant to and in accordance with the provisions of the county improvement authorities law, under Chapter 183 of the Pamphlet Laws of 1960, as amended and supplemented, and codified at N.J.S.A. 40:37A-44 *et seq.* (the "Act"); and

WHEREAS, the Authority desires to (i) finance and undertake the refunding its County of Union Guaranteed Renewable Energy Program Lease Revenue Bonds, Series 2011 (Federally Taxable), (ii) finance certain renewable energy projects, and (c) finance costs of issuance in connection with the Bonds described herein (collectively, the "Project"); and

Commissioner	Motion	Second	Yes/Aye	No-Nay	Abstain	Absent
David Barnett		x	x			
Steve Hockaday			x			
Terri Riley Hudak						x
Debra Marshall			x			
Andrea Mojica			x			
Ahmed Shehata	x		x			
Ricardo Sosa			x			
Scott Huff, Vice Chairman			x			
Christopher Kolibas, Chairman			x			



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WHEREAS, the Act provides that the Authority shall have the power to borrow money and issue its bonds and to provide for the rights of the holders of its bonds; and

WHEREAS, the Authority proposes to issue one or more series of bonds in an aggregate principal amount not to exceed the amount set forth in the Local Finance Board Application (the "Bonds") and to apply the proceeds of the Bonds to finance the Project; and

WHEREAS, the Bonds will be issued pursuant to the terms of the Act, and other applicable law, and secured by payments pursuant to a power purchase agreement with local government units and the sale of solar renewable energy certificates, in connection with the renewable energy projects, and any other documents deemed necessary, desirable or convenient (collectively, the "Security Documents") and a resolution to be adopted by the Authority prior to the issuance of the Bonds (together with any amendments thereof or supplements thereto in accordance with the terms thereof, including, without limitation, a Certificate of an authorized Authority representative to be executed no later than the date of issuance of the Bonds, the "Bond Resolution" and together with the Security Documents, the "Financing Documents"); and

WHEREAS, in order to market and sell the Bonds in one or more series, the Authority will have to make an application (the "Local Finance Board Application") to, and seek, obtain, and officially recognize the findings from the Local Finance Board (the "Local Finance Board") in the Division of Local Government Services of the State Department of Community Affairs, all in accordance with N.J.S.A. 40A:5A-6, 7 and 8 of the Local Authorities Fiscal Control Law, which Local Finance Board Application, hearing and process shall to the extent permitted by applicable law, incorporate the requests for findings by the Local Finance Board of certain matters related to the County, if necessary; 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.



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NOW, THEREFORE, BE IT RESOLVED BY THE UNION COUNTY
IMPROVEMENT AUTHORITY AS FOLLOWS:

Section 1. The Chairperson and/or Project Manager 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 Project through the issuance of the Bonds. The Authorized Officer shall act in consultation with the Authority's bond counsel, Gibbons P.C. and the Authority's general counsel, Rainone, Coughlin Minichello, LLC (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 Project and the documents to be executed in connection therewith required by N.J.S.A. 40A:5A-6.

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. The Authorized Officers are each hereby further severally authorized and directed to deliver or cause to be delivered to the governing body of the County a detailed report describing the applicable Financing Documents and the Project financed thereby, if necessary, all in accordance with Section 13 of the Act (N.J.S.A. 40:37A-56).

Section 5. Each Authorized Officer is hereby authorized and directed to take all actions deemed necessary, convenient or desirable by any such Authorized Officer, in consultation with the Consultants, to obtain the resolutions of the governing body of the County contemplated by Section 13 of the Act (N.J.S.A. 40:37A-56) relating to the Financing Documents and the Project financed thereby.

Section 6. Each Authorized Officer is hereby further authorized and directed to take all actions deemed necessary, convenient or desirable by any such Authorized Officer, in consultation with the Consultants, to (i) obtain any and all county official action and (ii) obtain



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any and all other agreements with the County deemed necessary, convenient or desirable for consummation of the Project.

Section 7. All actions of the Authorized Officers and the Consultants taken prior to the date of adoption hereof in connection with the Bonds, the Project or any of the foregoing transactions contemplated by this resolution are hereby ratified and approved.

Section 8. This resolution shall take effect immediately.