

MEETING MINUTES OF THE  
POLLUTION CONTROL FINANCING  
AUTHORITY OF GLOUCESTER COUNTY

REORGANIZATION MEETING

FEBRUARY 5, 2014

The re-organization meeting of the Pollution Control Financing Authority of Gloucester County was called to order by Chairman Robert DiLella on Wednesday, February 5, 2014 in the Conference Room on the 3rd floor of the New County Building, 2 S. Broad Street, Woodbury, New Jersey.

Present at the meeting were as follows: Robert DiLella, Andrew Chapkowski, Gerald White and Solicitor Thomas Heim.

Absent from the meeting were George Hubbs and Russell J. Welsh, Jr.

Solicitor Thomas Heim announced that Public Notice of this meeting pursuant to the Open Public Meetings Act of 1975 had been given in this manner:

A. Posting written notice of same on the official bulletin board in the County Clerk's office on January 17, 2014.

B. Mailing written notice to the Gloucester County Times and Courier-Post Newspapers on January 17, 2014.

Filing written notice with the Clerk of Gloucester County on January 17, 2014.

Solicitor Thomas Heim opened the floor for nominations for Chairman.

Mr. Gerald White nominated Mr. Robert DiLella for Chairman. The motion was seconded by Mr. Andrew Chapkowski. There being no further nominations, the nominations were closed. A motion to close the nominations was made by Mr. Andrew Chapkowski and seconded by Mr. Gerald White. Mr. Robert DiLella was unanimously elected for another year. Roll call vote: Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Yes; Mr. Robert DiLella, Abstained.

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Mr. Robert DiLella nominated Mr. Gerald White for Vice-Chairman. The motion was seconded by Mr. Andrew Chapkowski. There being no further nominations, the nominations were closed. A motion to close the nominations was made by Mr. Andrew Chapkowski and seconded by Mr. Robert DiLella. Mr. Gerald White was unanimously elected Vice-Chairman for another year. Roll call vote: Mr. Robert DiLella, Yes; Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Abstained.

Mr. Robert DiLella nominated Mr. George Hubbs for Secretary-Treasurer. The motion was seconded by Mr. Gerald White. There being no further nominations, the nominations were closed. A motion to close the nominations was made by Mr. Gerald White and seconded by Mr. Robert DiLella. Mr. George Hubbs was unanimously elected Secretary-Treasurer for another year. Roll call vote: Mr. Robert DiLella, Yes, Mr. Andrew Chapkowski, Yes.; Mr. Gerald White, Yes.

A motion was made by Mr. Gerald White and seconded by Mr. Robert DiLella to approve the meeting minutes of November 6, 2013. The motion was unanimously carried. Roll call votes: Mr. Robert DiLella, Yes; Mr. Gerald White, Yes; Mr. Andrew Chapkowski, Abstained.

A motion was made by Mr. Gerald White and seconded by Mr. Andrew Chapkowski to ratify the payment of bills on Bill List #02-14 with the Treasurer's report attached. The motion was unanimously carried. Roll call votes: Mr. Robert DiLella, Yes; Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Yes.

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A motion was made by Mr. Robert DiLella and second by Mr. Gerald White to adopt Resolution No. 2014-01, Resolution Appointing Thomas G. Heim, Esq., Solicitor. The motion was unanimously carried. Roll call vote: Mr. Robert DiLella, Yes; Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Yes.

RESOLUTION NO.2014-01

RESOLUTION APPOINTING SOLICITOR

(SEE RESOLUTION FILE)

A motion was made by Mr. Robert DiLella and second by Mr. Andrew Chapkowski to adopt Resolution No. 2014-02, Resolution Scheduling Meetings for the Year 2014. The motion was unanimously carried. Roll call vote: Mr. Robert DiLella, Yes; Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Yes.

RESOLUTION NO.2014-02

RESOLUTION SCHEDULING MEETINGS FOR THE YEAR 2014

(SEE RESOLUTION FILE)

A motion was made by Mr. Andrew Chapkowski and second by Mr. Robert DiLella to adopt Resolution No. 2014-03. Resolution Appointing Ball, Buckley, Seher, LLC, Auditors. The motion was unanimously carried. Roll call vote: Mr. Robert DiLella, Yes; Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Yes.

RESOLUTION NO.2014-03

RESOLUTION APPOINTING AUDITORS

(SEE RESOLUTION FILE)

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A motion was made by Mr. Robert DiLella and seconded by Mr. Gerald White to adopt Resolution No. 2014-04. Resolution Adopting Approved Authority Budget for 2014/2015. The motion was unanimously carried. Roll call votes: Mr. Robert DiLella, Yes; Mr. George Hubbs, Yes; Mr. Nick Petroni, Yes.

RESOLUTION NO 2014-04

RESOLUTION ADOPTING AUTHORITY BUDGET FOR THE YEAR 2014/2015

(SEE BUDGET FILE)

A motion to accept the Audit report was made by Mr. Gerald White and seconded by Mr. Andrew Chapkowski. The motion was unanimously carried. Roll call vote: Mr. Robert DiLella, Yes; Mr. Andrew Chapkowski, Yes; Mr. Gerald White, Yes.

Chairman Robert DiLella stated that he had been contacted by Ball, Buckley, Seher, accountants for the Authority and was advised that the Department of Community Affairs wants all agencies to be on-line with a Web Site. Chairman Robert DiLella is working with the County to have the Pollution Control Financing Authority added to that website.

NEW BUSINESS:

Chairman Robert DiLella advised the Authority of receipt of a proposal to refinance certain NJEDA exempt facility revenue bonds issued in connection with the Logan Company Generation Plant.

As part of this proposed application there was a proposal to enter into a shared services agreement between the County of Gloucester, NJ and the PFCA of Gloucester County specifically for the provision of Bond Counsel.

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A Motion was made by Mr. Gerald White and seconded by Mr. Andrew Chapkowski to approve the proposed shared services agreement between the County of Gloucester and the PCFA of Gloucester County for the provision of Bond Council.. The motion was approved. A Resolution regarding same will be memorialized by Solicitor Thomas G. Heim.

There being no further business a motion was made by Mr. Gerald White and seconded by Mr. Robert DiLella to adjourn the meeting.

Respectfully submitted,

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Robert N. DiLella, CHAIRMAN

RND/ml

**RESOLUTION NO . 2014-01**

**RESOLUTION APPOINTING SOLICITOR**

**WHEREAS**, there exists a need for a Solicitor for the Pollution Control Financing Authority of Gloucester County and for the year from February 1, 2014 through February 1, 2015, and

**WHEREAS**, the Local Public Contracts Law (N. J. S. A. 40A:11 et., seq.) requires that a Resolution authorizing the award of contracts for "professional services" without competitive bids must be publicly advertised:

**NOW, THEREFORE, BE IT RESOLVED** by the Pollution Control Financing Authority of Gloucester County, as follows:

1. That Thomas G. Heim, Esquire, be and is hereby appointed Solicitor of the Pollution Control Financing Authority of Gloucester County for the year commencing February 1, 2014, for one year ending February 1, 2015.

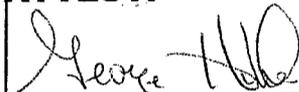
2. This contract is awarded without competitive bidding as a "professional service" under the provisions of N. J. S. A. 40A:11-5 (1) (a) (I) because of aforesaid agreement encompasses the services of a recognized profession, licensed and regulated by law, and is of a nature where it is not possible to obtain competitive bids. And otherwise meets the definition of professional services set forth in the statute;

3. A copy of this Resolution shall be published in the Gloucester County Times, as required by law.

**ADOPTED** at a meeting of the Pollution Control Financing Authority of Gloucester County, held on February 5, 2014.

  
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**CHAIRMAN**

**ATTEST:**

  
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**SECRETARY-TREASURER**

## RESOLUTION NO. 2014-02

### RESOLUTION SCHEDULING REGULAR MEETINGS FOR THE YEAR OF 2014, DESIGNATING OFFICIAL NEWSPAPER AND COMPLYING WITH THE OPEN PUBLIC MEETINGS ACT OF 1975

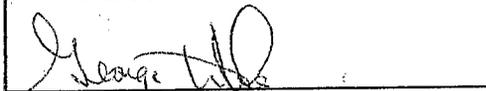
**WHEREAS**, the Open Public Meetings Act of 1975 requires the Authority to designate a schedule of regular meetings to be held during the year and further that the Authority designate and official newspaper;

**NOW, THEREFORE, BE IT RESOLVED** by the members of the Pollution Control Financing Authority of Gloucester County, as follows:

1. That the Gloucester County Times, Woodbury, New Jersey is hereby designated as the official newspaper of this body.
2. That the regular meetings of this Authority for the year 2014 shall be held on May 6, 2014; August 6, 2014; and November 5, 2014 at 5:30 P. M. In the Conference Room on the 3rd floor of the County Building, 2 South Broad Street, Woodbury, New Jersey.
3. Copies of this Resolution shall be forthwith mailed to the Gloucester County Times and to the Courier-Post which said newspapers are hereby designated to receive all notices from this Authority pursuant to the Open Public Meetings Act because they have the greatest likelihood of informing the public within the area of jurisdiction of this Authority of such meetings.
4. That a copy of this Resolution shall also be posted in the Gloucester County Court House and filed in the Office of the Clerk of Gloucester County forthwith pursuant to the Act aforesaid.

  
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**CHAIRMAN**

**ATTEST:**

  
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**SECRETARY-TREASURER**

**RESOLUTION NO . 2014-03**  
**RESOLUTION APPOINTING AUDITOR**

**WHEREAS**, there exists a need for an Auditor for the Pollution Control Financing Authority of Gloucester County and for the year 2014; and

**WHEREAS**, funds are available for this purpose; and

**WHEREAS**, the Local Public Contracts Law (N. J. S. A. 40A:11 et., seq.) requires that a Resolution authorizing the award of contracts for "professional services" without competitive bids must be publicly advertised:

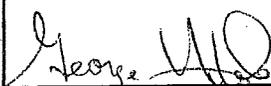
**NOW, THEREFORE, BE IT RESOLVED** by the Pollution Control Financing Authority of Gloucester County, as follows:

1. That Ball, Buckley and Seher, LLP, be and is hereby appointed as Auditor of the Pollution Control Financing Authority of Gloucester County, effective February 1, 2014 for one year ending February 1, 2014, as per the terms of this Agreement attached hereto and the Chairman of the Pollution Control Financing Authority of Gloucester County is hereby authorized and directed to execute said Agreement;
2. This contract is awarded without competitive bidding as a "professional service" under the provisions of N. J. S. A. 40A:11-5 (1) (a) (I) because of aforesaid agreement encompasses the services of a recognized profession, licensed and regulated by law, and is of a nature where it is not possible to obtain competitive bids. And otherwise meets the definition of professional services set forth in the statute;
3. A notice stating the nature, duration, service and the amount of the contract and that this Resolution and contract are on file and available for the public inspection at the office of the Authority, shall be published in the Gloucester County Times.

**ADOPTED** at a meeting of the Pollution Control Financing Authority of Gloucester County, held on February 5, 2014.

  
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**CHAIRMAN**

**ATTEST:**

  
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**SECRETARY-TREASURER**

**AGREEMENT BETWEEN THE POLLUTION CONTROL  
FINANCING AUTHORITY OF GLOUCESTER COUNT AND  
BALL, BUCKLEY AND SEHER, LLP, AUDITOR FOR THE  
YEAR 2014**

**WHEREAS**, the Pollution Control Financing Authority of Gloucester County, hereinafter referred to as "Authority", requires the services of an Auditor for the year commencing February 1, 2014 and ending February 1, 2015; and

**WHEREAS**, Ball, Buckley and SEHER, LLP, hereinafter referred to as "Auditor", is a licensed certified public accountant of the state of New Jersey and has agreed to accept the appointment as Auditor for the Authority for the year aforesaid;

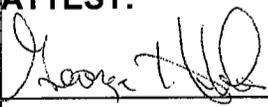
**NOW, THEREFORE, THIS AGREEMENT**, made this 5th day of February, 2014;

1. Auditor hereby agrees to be appointed Auditor for the Authority as per resolution adopted by the Authority at its meeting February 5, 2014;
2. Auditor agrees to perform all duties required of a certified public accountant for the Authority during the term aforesaid, and such additional duties as may be required by the laws of the State of New Jersey and as specifically required from time to time by the Authority;
3. Auditor shall devote his best efforts to advance the interests of the Authority and shall perform his duties to the best of his ability and in accordance with the standards of conduct required of his profession in the state of New Jersey;
4. Auditor shall be paid for services rendered by him based upon a fee schedule entitled "Auditor's Fee Schedule, 2014", a copy of which is attached hereto and made a part hereof.

**IN WITNESS WHEREOF**, the parties hereto have hereunto set their respective hands and seals the day and year first written above.

  
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**Chairman, Pollution Control Financing  
Authority of Gloucester County**

**ATTEST:**

  
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**SECRETARY-TREASURER**

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**WILLIAM BUCKLEY, Auditor**

RESOLUTION 2014-04  
POLLUTION CONTROL FINANCING AUTHORITY  
OF GLOUCESTER COUNTY

ACCEPTING THE AUDITOR'S REPORT FOR THE  
YEAR ENDING JANUARY 31, 2013

**WHEREAS**, N.J.S.A. 40A:5-4 requires the governing body of every local unit to have made an annual audit of its books, accounts, and financial transactions; and

**WHEREAS**, the Annual Report of Audit for the year ending January 31, 2013 has been filed by a Registered Municipal Accountant with the Secretary as per the requirements of N.J.S.A. 40A:5-6, and a copy has been received by each member of the governing body; and

**WHEREAS**, the Local Finance Board of the State of New Jersey is authorized to prescribe reports pertaining to the local fiscal affairs as per R.S. 52:27BB-34; and

**WHEREAS**, the Local Finance Board has promulgated a regulation requiring that the governing body of each authority shall by resolution certify to the Local Finance Board of the State of New Jersey that all members of the governing body has reviewed, as a minimum, the sections of the Annual Audit entitled:

GENERAL COMMENTS  
RECOMMENDATIONS

and

**WHEREAS**, the members of the governing body have personally reviewed, as a minimum, the Annual Report of Audit, and specifically the sections of the Annual Audit entitled:

GENERAL COMMENTS  
RECOMMENDATIONS

as evidenced by the group affidavit form of the governing body; and

**WHEREAS**, such resolution of certification shall be adopted by the governing body no later than forty-five days after receipt of the Annual Audit, as per the regulations of the Local Finance Board; and

**WHEREAS**, all members of the governing body have received and have familiarized themselves with, at least, the minimum requirements of the Local Finance Board of the State of New Jersey, as stated aforesaid and have subscribed to the affidavit, as provided by the Local Finance Board; and

**WHEREAS**, failure to comply with the promulgations of the Local Finance Board of the State of New Jersey may subject the members of the governing body to the penalty provisions of R.S. 52:27BB-52 - to wit:

R.S. 52:27BB-52 - "A local officer or member of a local governing body who, after a date fixed for compliance, fails or refuses to obey an order of the Director (Director of Local Government Services), under the provisions of this Article, shall be guilty of a misdemeanor and, upon conviction, may be fined not more than one thousand dollars (\$1,000.00) or imprisoned for not more than one year, or both, in addition shall forfeit his office."

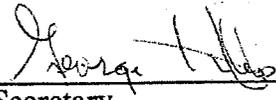
**NOW, THEREFORE BE IT RESOLVED**, by the members of the Pollution Control Financing Authority of Gloucester County, in the County of Gloucester, State of New Jersey, hereby states that it has complied with the promulgation of the Local Finance Board of the State of New Jersey dated July 30, 1968, and does hereby submit a certified copy of this resolution and the required affidavit to said Board to show evidence of said compliance.

2/5/14, **ADOPTED**, at a regular meeting of the Pollution Control Financing Authority of Gloucester County on 2/5/14, 2014.

**POLLUTION CONTROL FINANCING AUTHORITY  
OF GLOUCESTER COUNTY**

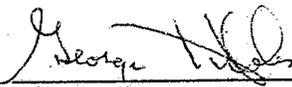
  
\_\_\_\_\_  
Chairman

**ATTEST:**

  
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Secretary

**CERTIFICATION**

I, Secretary of the Pollution Control Financing Authority of Gloucester County, do hereby certify that the foregoing resolution was presented and duly adopted by the authority members at a meeting of the Pollution Control Financing Authority of Gloucester County Committee held on 2/5/14 2014.

  
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Secretary

CERTIFICATION OF GOVERNING BODY

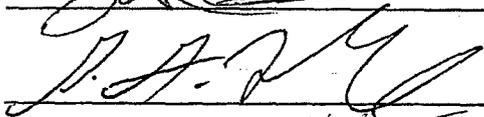
STATE OF NEW JERSEY )  
 )SS.  
COUNTY OF GLOUCESTER )

We, members of the governing body of the Pollution Control Financing Authority of Gloucester County, County of Gloucester, of full age, being duly sworn according to law, upon oath depose and say:

1. We are duly appointed members of the Pollution Control Financing Authority of Gloucester County.
2. In the performance of our duties, and pursuant to the Local Finance Board Regulation, we have familiarized ourselves with the contents of the Annual Authority Audit filed with the Secretary pursuant to N.J.S.A. 40A:5-6 for the year ending January 31, 2013.
3. We certify that we have personally reviewed and are familiar with, as a minimum, the sections of the Annual Report of Audit entitled:

GENERAL COMMENTS  
RECOMMENDATIONS

  
\_\_\_\_\_ (L.S.)

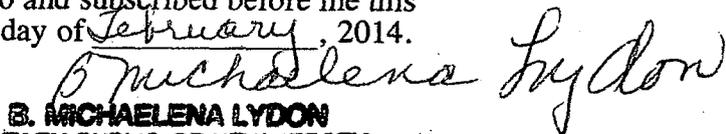
  
\_\_\_\_\_ (L.S.)

  
\_\_\_\_\_ (L.S.)

  
\_\_\_\_\_ (L.S.)

\_\_\_\_\_ (L.S.)

Sworn to and subscribed before me this  
6<sup>th</sup> day of February, 2014.



**B. MICHAELINA LYDON**  
**NOTARY PUBLIC OF NEW JERSEY**

~~My Commission Expires on July 20, 2018~~  
Notary Public of New Jersey

The Secretary shall set forth the reason for the absence of signatures of any members of the governing body.