

Minutes of the Regular Meeting of the Pine Hill Borough Municipal Utilities Authority held Wednesday, February 15, 2017 at 7:30 PM at the PHBMUA Building, 907 Turnerville Road, Borough of Pine Hill, County of Camden, State of New Jersey.

Mr. Buscher called the meeting to order with the Pledge of Allegiance to the Flag and the reading of the Open Public Meeting Act.

Roll Call:

Present: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke, Mr. Shultz

Absent: Mr. Hartman

Also in attendance Mrs. Corson, Executive Director, Mr. Toal, Operations Manager, Mr. Long, Solicitor and Mr. Dougherty, Engineer.

Mrs. Burke was seated in Mr. Hartman's absence. Mr. Shultz was seated for Mr. Green.

Mr. Knott made a motion to seat Mrs. Burke and Mr. Shultz, seconded by Mr. Odenath. On voice vote, motion carried.

Mr. Shultz made a motion to open the floor to the public, seconded by Mr. Buscher. On voice vote, motion carried.

There was no one in the audience to address the Board.

Mr. Odenath made a motion to close the floor to the public, seconded by Mr. Shultz. On voice vote, motion carried.

Minutes:

The Minutes of the January meeting and the February Reorganization meeting.

Mr. Odenath made a motion to approve the minutes of the January meeting, seconded by Mrs. Burke. On voice vote, motion carried.

Mr. Odenath made a motion to approve the minutes of the February Reorganization meeting, seconded by Mr. Knott. On voice vote, motion carried.

Correspondence:

1. From Pennoni re: Greenwood Ave NJEIT Loan Application
2. To Mayor Weaver & Council re: Clementon Sewer Agreement
3. From Dave Patterson re: Amboy Bank Project Developer Agreement
4. From Dave Patterson re: Amboy Bank Payment Dispute
5. From Deborah Warrington re: Truck Purchase Request
6. From Cricket Communications re: Termination of Site Lease

The Board reviewed the correspondence.

Mr. Odenath made a motion to accept the correspondence, seconded by Mr. Knott.

On voice vote, motion carried.

Mr. Green arrived at 7:35 at which time Mr. Buscher announced Mr. Shultz unseated and reverts back to an alternate.

Engineer's Report:

I. Active Projects

1. Greenwood Avenue Pump Station (PHMU 0908)
 - a. Awarded to Centerpoint Associates; NJEIT FY2016 funding.
 - b. Schedule: Notice to Proceed effective July 21; Contract end date is January 17, 2017; Closeout: January-March.
 - c. Pump Station operational; Pennoni issued punchlist.
 - d. Clementon flow diverted to pump station.
 - e. **Revised estimated project cost: \$914,000.**
 - f. Pennoni prepared legal description for ROW to be acquired.
2. Madison Ave. PS /CCMUA Atlantic Basin Interceptor (PHMU 0910)
 - a. Awarded to Level-1 Construction; NJEIT FY2016 funding.
 - b. Schedule: Opened bids November 2, 2016; awarded December 21, 2016; preconstruction meeting held February 8, 2017; anticipated NTP in March.
 - c. TWA issued July 22, 2015.
 - d. **Revised estimated project cost: \$520,500.**

3. Well 6 & 7 Discussions
 - a. NJDEP inspection.
 - b. Abandon Wells.
 - c. Must construct new well to maintain Firm Capacity.
 - d. Pennoni proposal to abandon wells.
4. Turnerville Road Emergency Repairs
 - a. "Pipe Bursting" repair complete by AP construction and AmeriDrill.
 - b. Settlement issues being investigated with County.
5. Water Allocation Permit
 - a. Permit expires September 30, 2017.
 - b. Pennoni proposal for renewal permit application.
6. Branch Avenue Fire Flow
 - a. Mansions fire.
 - b. Pennoni proposal for Third Avenue loop.
 - c. Meet with Deputy Fire Chief to investigate Clearview loop.
 - d. Pennoni to prepare proposal for loop to Branch Ave.
 - e. MUA to install portion of watermain.
7. Erial Road Reconstruction
 - a. County reconstruction project.
 - b. Approximately sixty (60) water service replacements.
 - c. Echologics Report: no leaks.
 - d. 3,500 LF of ACP water main suspected to be in "poor" condition.
 - c. Pennoni to prepare proposal for loan application and design for lining and services.
8. Map Updates
 - a. Pennoni delivered new overall display maps.
9. Mt. Clement Well Issues
 - a. Schultes to visit site (check valves).

II. Other Projects

1. Amboy Bank/Foxmoor (Townhomes) (PHMU 1202)
 - a. Amboy Bank looking to construct 90 Townhomes: Sewer improvements required.
 - b. Amboy Bank recapture agreement negotiations.
 - c. Minor plan changes approved by Planning Board.
2. "Pine Hill Partners" (Lakes at Pine Hill) (PHMU 0612)
 - a. Pennoni issued bond release recommendation (release not recommended).
3. The Greens at Pine Hill (Pine Hill Gardens) (PHMU 1306)
 - a. Inspection escrow has been posted; performance bond waived.
 - b. On-site kick-off meeting held on September 20.
 - c. Awaiting meeting minutes and construction schedule from SGC Engineering.
 - d. Pennoni October 20 letter to SGC defining Authority Engineer role.
4. Annual Water Bond Trustee Report
 - a. Pennoni to begin preparing annual report.
5. Long Term Capital Projects
 - a. Lining projects.
 - b. Valve replacements.
 - c. Fire hydrant replacements.
 - d. Eliminate Dead-end loops; consider PVC.
 - e. Meter replacements: investigate programs for funding.
6. Identify Funding Sources
 - a. NJEITF (Loans) now accepting rolling applications.
7. Tank Antenna
 - a. ATT: New installation at Mt Clement (hold).
 - b. ATT: Turnerville.
 - c. Cellco/Verizon: New Installation at Mt. Clement (hold).
 - d. Cellco/Verizon: Turnerville.
 - e. T-Mobile/MetroPCS: T-Mobile on Mt Clement; new work.
 - f. T-Mobile/MetroPCS: Turnerville.
 - g. Sprint: Mt. Clement.

8. Maintenance Bonds
 - a. Mt. Clement Tank Rehabilitation expires January 2, 2017.
 - b. Atlantic Avenue Pump Station expires February 28, 2017.

9. Third Fairway (Trump Philadelphia)
 - a. One-year TWA permit extension request.
 - b. Pennoni provided sample letter for NJDEP submission.

Mr. Dougherty reviewed his report with the Board.

Mr. Knott made a motion to accept the Engineer's Report, seconded by Mr. Shultz.

On voice vote, motion carried.

Solicitor's Report:

Mr. Chris Long stated he has sent a letter to AT&T stating we are willing to open negotiations. This is in response to their request to open negotiations in regards to lease agreements for the water towers.

Mr. Shultz made a motion to approve the Solicitor's Report, seconded by Mr. Odenath.

On voice vote, motion carried.

Operations Manager's Report:

The Board reviewed Mr. Toal's Report.

Mr. Toal clarified that the run time has only increased by 2/10 of an hour even with the added flow from W Evanson. Greenwood is taking in more but running much more efficiently.

Mr. Knott made a motion to accept the Operations Manager's Report, seconded by Mr. Odenath.

On voice vote, motion carried.

Executive Director's Report:

Mrs. Corson stated that Dave Patterson is waiting to hear from Judge Orlando to set up dates & times for Mediation regarding Amboy Bank Payment Dispute.

Mrs. Corson stated that in 2015 the Authority was sending 325 units to Clementon for a cost of \$87,000 and now with Atlantic & Greenwood online we will only be sending 43 units at a cost of \$9,460. Out of the total 43 units Pine Valley has 38 units leaving Pine Hill with only 5 units.

Mr. Knott made a motion to accept the Executive Director's Report, seconded by Mr. Odenath.

On voice vote, motion carried.

Board Member's Report:

Mention was made of the letter sent by Mark A. Rinaldi, Attorney At Law to the Boro of Pine Hill Planning Board regarding the property located at 800 Turnerville Road. Mayor Green stated the public hearing is to allow the property to continue as an auto repair facility and used car sales. The MUA is being notified due to its proximity to the property.

Discussion regarding billable hours for Amboy Bank Mediation.

New Business:

None

Old Business:

None

Resolutions:

Resolution #17-27

Whereas, N.J.S.A. 40A:11-3, permits an increase in the bid threshold from \$17,500.00 to \$40,000.00 when a Qualified Purchasing Agent is appointed and granted the authorization to negotiate and award such contracts not to exceed the bid threshold; and

Whereas, N.J.A.C. 5:34-5 et seq. established the criteria for qualifying as a Qualified Purchasing Agent; and

Whereas, Patricia Garvey, Office Manager of the Authority, possesses the designation of Qualified Purchasing Agent as issued by the Director of the Division of Local Government Services in accordance with N.J.A. C. 5:34-5 et seq.

Now, Therefore, Be It Resolved, by the Chairman and Board Members of the Pine Hill Borough Municipal Utilities Authority in the County of Camden, in the State of New Jersey that it hereby increases its bid threshold to \$40,000.00

Be It Further Resolved, that the Authority hereby appoints Patricia Garvey as the Qualified Purchasing Agent to exercise the duties of Purchasing Agent pursuant to N.J.S.A. 40A:11-7 with specific relevance to the authority, responsibility, and accountability as its Contracting Agent for the purchasing activity of the contracting unit; and

Be It Further Resolved, that in accordance with N.J.A.C. 5:34-5.2 the local unit Clerk is hereby authorized and directed to forward a certified copy of this resolution and a copy of Patricia Garvey's Certification to the Director to the Division of Local Government Services. Mr. Odenath made a motion to accept the resolution, seconded by Mr. Knott.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

RESOLUTION APPOINTING FUND COMMISSIONER

Resolution #17-28

WHEREAS, the Pine Hill Municipal Utility Authority is a member of the New Jersey Utilities Authorities Joint Insurance Fund, hereinafter referred to as the FUND; and

WHEREAS, the Bylaws of the FUND require that each Authority appoint a member of the governing body or a municipal employee to serve as Fund Commissioner; and

WHEREAS, the Commissioners of Pine Hill Borough Municipal Utility Authority recommends the appointment of Debra Corson to serve as Fund Commissioner in accordance with the FUND Bylaws;

NOW, THEREFORE, BE IT RESOLVED by the Commissioners of Pine Hill Borough Municipal Utilities Authority that it does hereby appoint Patricia Garvey as Alternate Fund Commissioner to the New Jersey Utilities Authorities Joint Insurance Fund.

Mr. Odenath made a motion to accept the resolution, seconded by Mr. Knott.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

RESOLUTION AWARDING PURCHASE OF

2017 FORD F-150 TRUCK XLT

4x2 SUPER CAB W/UTILITY BODY

Resolution #17-29

WHEREAS, the Pine Hill Borough Municipal Utilities Authority acquired public bids for the purchase of a 2017 Pickup Truck with Super Cab and Utility Body; and

WHEREAS, the lowest bid submitted for this vehicle was by Bayshore Ford of Pennsville, New Jersey, in the amount of \$38,811.00; and

WHEREAS, said bid has been reviewed for satisfying the legal requirements by the Authority Legal Counsel and was found to be compliant; and

WHEREAS, funds are available for the award of this bid as set forth on the Certification of Funds attached hereto and incorporated by reference herein.

NOW, THEREFORE, BE IT RESOLVED by the Chairman and Board Members of the Pine Hill Borough Municipal Utilities Authority that it hereby approves the awarding of the bid for the 2017 Ford F-150 Truck XLT 4x2 Super Cab w/ Utility Body to Bayshore Ford, in the amount of \$38,811.00.

BE IT FURTHER RESOLVED that the appropriate Authority Officials are hereby authorized to execute any and all documents that may be required to complete this bid purchase.

Mr. Odenath made a motion to accept the resolution, seconded by Mr. Knott.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Resolution #17-30

Renewal & Replacement Resolution

WHEREAS, the Pine Hill Borough Municipal Utilities Authority had determined the need to purchase a 2017 Ford F-150 Truck XLT 4X2 Super Cab and Utility Body; and

WHEREAS, it will be necessary to appropriate funds from the Water Renewal and Replacement Fund in order to make this purchase.

NOW, THEREFORE BE IT RESOLVED by the Chairman and Commissioners of the Pine Hill Borough Municipal Utilities Authority that the appropriation of \$19,405.50 from the

Water Renewal and Replacement Fund, which is required to purchase this truck, is hereby authorized; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately and that certified copies of this resolution be forwarded without delay to the Authority Trustee, Secretary/Treasurer and Financial Clerk.

Mr. Odenath made a motion to accept the resolution, seconded by Mrs. Burke.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Resolution #17-31
Sewer General Resolution

WHEREAS, the Pine Hill Borough Municipal Utilities Authority had determined the need to purchase a 2017 Ford F-150 Truck XLT 4x2 Super Cab and Utility Body; and

WHEREAS, it will be necessary to appropriate funds from the Sewer General Fund in order to make this purchase.

NOW, THEREFORE BE IT RESOLVED by the Chairman and Commissioners of the Pine Hill Borough Municipal Utilities Authority that the appropriation of \$19,405.50 from the Sewer General Fund, which is required to purchase this truck, is hereby authorized; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately and that certified copies of this resolution be forwarded without delay to the Authority Trustee, Secretary/Treasurer and Financial Clerk.

Mr. Odenath made a motion to accept the resolution, seconded by Mr. Buscher.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Resolution #17-32
BOND RESOLUTION OF THE PINE HILL BOROUGH
MUNICIPAL UTILITIES AUTHORITY AUTHORIZING
AND APPROVING THE ISSUANCE AND SALE OF UP TO
\$1,750,000 OF SEWER REVENUE BONDS

WHEREAS, The Pine Hill Borough Municipal Utilities Authority was created by virtue of an ordinance duly and finally adopted on March 9, 1959, of the Borough of Pine Hill, in the County of Camden, New Jersey ("Borough"), pursuant to and in accordance with the provisions of Chapter 183 of the Laws of the State of New Jersey of 1957, and the acts amendatory thereof and supplemental thereto ("Act"); and

WHEREAS, the Authority is the owner and operator of certain sewerage conveyance facilities ("Sewer System") within the Authority's service area; and

WHEREAS, the Authority is empowered to acquire, construct, maintain, operate and use projects related to its Sewer System and to issue bonds of the Authority to finance and refinance such projects relating to said Sewer System; and

WHEREAS, the Authority has determined there exists a need within its service area to undertake capital improvements to its Sewer System, consisting of: (i) the rehabilitation of an existing aging pump station on Greenwood Avenue, including the excavation and installation of a new wet well, all pumps, controls and electrical panels and force main improvements; and (ii) the installation of a new force main connection from the Madison Avenue pump station to the recently installed Camden County Municipal Utilities Authority interceptor on Berlin-Cross Keys Road (collectively, the "Project") each as further defined in that certain Loan Agreement ("Trust Loan Agreement") to be entered into between the Authority and the New Jersey Environmental Infrastructure Trust ("Trust") and that certain Loan Agreement ("Fund Loan Agreement"; together with the Trust Loan Agreement, the "Loan Agreements") to be entered into between the Authority and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection ("State"), all pursuant to the 2017 New Jersey Environmental Infrastructure Trust financing program ("Program"); and

WHEREAS, the Authority has determined to finance the acquisition, construction, renovation or installation of the Project with the proceeds of a loan to be made by each of the Trust ("Trust Loan") and the State ("Fund Loan"; together with the Trust Loan, the "Loans") pursuant to the Trust Loan Agreement and the Fund Loan Agreement, respectively; and

WHEREAS, to evidence the Loans, each of the Trust and the State require the Authority to authorize, execute and deliver its Sewer Revenue Bonds, Series 2017A to the Trust ("2017A

Bonds") and its Sewer Revenue Bonds, Series 2017B to the State ("2017B Bonds"; together with the 2017A Bonds, the "2017 Bonds"), pursuant to the terms of applicable law and pursuant to the terms of the Loan Agreements; and

WHEREAS, the 2017 Bonds are to be issued under and secured by an Indenture of Trust, dated December 1, 1986 ("Original Indenture"), as supplemented by a First Supplemental Indenture, dated December 1, 1986 ("First Supplemental Indenture"); a Second Supplemental Indenture, dated as of October 15, 1999 ("Second Supplemental Indenture"); a Third Supplemental Indenture dated as of November 1, 2007 ("Third Supplemental Indenture"), a Fourth Supplemental Indenture to be dated as of March 1, 2014 ("Fourth Supplemental Indenture") and a Fifth Supplemental Indenture to be dated as of March 1, 2017 ("Fifth Supplemental Indenture"; together with the Original Indenture, the First Supplemental Indenture, the Second Supplemental Indenture, the Third Supplemental Indenture and the Fourth Supplemental Indenture, the "Indenture") between the Authority and the trustee thereunder ("Trustee"); and

WHEREAS, the Authority and the Borough have entered into a Service Agreement, dated November 1, 1986 ("Service Agreement"), providing for and relating to the collection, treatment, purification or disposal of sewage or other wastes in the Borough and the cost and expense of such collection, treatment, purification or disposal of sewage or other wastes and the Authority may assign or pledge at any time for the benefit and security of holders of bonds all of its rights to receive payments from the Borough under the Service Agreement; and

WHEREAS, the Trust and the State have expressed their desire to close in escrow the making of the Loans, the issuance of the 2017 Bonds and the execution and delivery of the Loan Agreements, all pursuant to the terms of an escrow agreement ("Escrow Agreement") to be entered into between the Trust, the State, the Authority, and the escrow agent named therein ("Escrow Agent"), as trustee for the holders of the 2017 Bonds; and

WHEREAS, to effectuate the financing plan described in the above mentioned paragraphs, it is necessary for the Authority to adopt this bond resolution and to authorize and approve the issuance of the 2017 Bonds, in an aggregate principal amount of up to \$1,750,000.

NOW, THEREFORE, BE IT RESOLVED BY THE PINE HILL BOROUGH MUNICIPAL UTILITIES AUTHORITY AND THE MEMBERS THEREOF, AS FOLLOWS:

ARTICLE I

DEFINITIONS AND INTERPRETATIONS

Section 1.01 Short Title. This resolution may hereafter be cited by the Authority, and is hereafter referred to as the "2017 Bond Resolution".

Section 1.02 Definitions. As used, mentioned or referred to in this 2017 Bond Resolution, the following words, terms and phrases shall have the meanings ascribed thereto, unless the context shall clearly require otherwise.

"2017 Bond Resolution" shall mean this 2017 Bond Resolution, as the same may from time to time be amended and supplemented.

"2017 Bonds" shall mean any of the Bonds of the Authority authorized to be issued by and pursuant to this 2017 Bond Resolution.

Section 1.03 Other Defined Terms. Capitalized terms, not otherwise defined herein, shall have the meanings ascribed thereto in the Indenture, unless the context clearly requires otherwise.

Section 1.04 Interpretations. As the context shall clearly require, words importing persons include persons, firms, associations (whether incorporated or not incorporated), corporations and other organizations of persons. Words importing the singular number include the plural number and vice versa, and words importing the masculine include the feminine.

ARTICLE II

AUTHORIZATION FOR ADOPTION OF THE 2017 BOND RESOLUTION

Section 2.01 Authorization for the 2017 Bond Resolution. This 2017 Bond Resolution is adopted by virtue of the Act, Article Two and Article Twelve of the Indenture.

Section 2.02 Indenture to Constitute Contract. In consideration of the purchase and acceptance of any or all of the 2017 Bonds by those who shall own the same from time to time, the provisions of the Indenture shall be a part of the contract of the Authority with the registered owners from time to time of the 2017 Bonds. Pledges made herein and provisions, covenants and agreements herein and in the Indenture set forth to be performed by or on behalf of the Authority shall be for the equal benefit, protection and security of the registered owners of any and all of the 2017 Bonds in accordance with the true tenor and meaning of such pledges, provisions, covenants

and agreements. Each and every one of the 2017 Bonds, regardless of the time or times of their issuance or authentication shall, when duly authenticated, be of equal rank, without preference, priority or distinction as to payments of principal or redemption price thereof and interest thereon, except as may otherwise be expressly provided herein or in the Indenture, and shall, for all purposes thereof and hereof, constitute a series of "Sewer Revenue Bonds" as referred to in Article Two thereof.

**ARTICLE III
AUTHORIZATION OF THE PROJECT;
DESCRIPTION AND ESTIMATED COSTS THEREOF;
AND AUTHORIZATION OF 2017 BONDS**

Section 3.01 Authorization of the Project; Description and Estimated Cost. Pursuant to the Act, the Authority hereby authorizes the completion of the Project and authorizes and declares the Project to be an authorized project of the Authority within the meaning of such term, as defined in the Act. The estimated cost of the Project is hereby stated to be \$1,750,000. Said sum includes deposits, if any, to any reserve funds; legal, financial and accounting fees; all other professional and advisory fees; printing, rating agency fees and all other costs of issuance with respect to the 2017 Bonds.

Section 3.02 Authorization of 2017 Bonds. To provide funds for the costs of the Project, the issuance by the Authority of the 2017 Bonds in the aggregate principal amount of up to \$1,750,000 is hereby authorized, approved, ratified and confirmed.

**ARTICLE IV
TERMS OF THE 2017 BONDS**

Section 4.01 Terms of the 2017 Bonds. The 2017 Bonds shall be dated, bear interest at such rate or rates of interest per annum and shall mature on such date or dates as shall be determined by a supplemental resolution of the Authority duly adopted prior to their authentication and delivery. Such supplemental resolution may contain such other terms and provisions with respect to the 2017 Bonds which are not established by the terms of the Indenture or by the terms hereof and which are not inconsistent with the provisions thereof and hereof.

Section 4.02 Maturities and Interest Rates. The 2017 Bonds shall be dated on the dates and in amounts and shall bear interest at the rate or rates of interest as may be established by and as set forth in a supplemental resolution.

Section 4.03 Mandatory Sinking Fund Redemption Provisions. The 2017 Bonds may be subject to mandatory sinking fund redemption on the dates and in the amounts as established by and as set forth in a supplemental resolution.

Section 4.04 Optional Redemption Provisions. The 2017 Bonds may be subject to optional redemption on the dates and in the amounts as established by and as set forth in a supplemental resolution.

Section 4.05 Obligation of 2017 Bonds. The 2017 Bonds shall be issued as "Sewer Revenue Bonds" upon receipt of the documents described in Section 2.3 of the Indenture and, as such, the 2017 Bonds shall be special obligations of the Authority payable from and secured by a pledge of the Net Revenues of the Authority and from any other funds which are pledged and assigned for the payment of the 2017 Bonds under the terms of the Indenture. The 2017 Bonds shall be in all respects equally and ratably secured with the other Bonds issued under the Indenture.

Section 4.06 Form of 2017 Bonds. The 2017 Bonds, and the Certificate of Authentication thereof, shall be substantially in the form set forth in the Indenture as Bond Counsel may advise and as the Trust and State shall approve with such omission, insertions and variations as may be required or necessary. The 2017 Bonds shall be issued in fully registered form and shall be payable to the registered owners thereof as to principal and interest in lawful money of the United States of America. The 2017 Bonds will be executed on behalf of the Authority by the manual signatures of the Chairman or Vice Chairman, attested by the Secretary or Assistant Secretary (such execution shall constitute conclusive approval by the Authority of the form of the 2017 Bonds), and shall bear the affixed, imprinted or reproduced seal of the Authority thereon.

Section 4.07 Sale of 2017 Bonds. Pursuant to the Act, the 2017A Bonds shall be sold to the Trust and the 2017B Bonds shall be sold to the State at such prices and on such terms and conditions as may be established in a supplemental resolution adopted by the Authority.

**ARTICLE V
AUTHORIZATION OF FIFTH SUPPLEMENTAL INDENTURE**

Section 5.01 Authorization of Fifth Supplemental Indenture. A Fifth Supplemental Indenture under which the 2017 Bonds will be issued, in form to be approved by the Executive Director of the Authority, is hereby authorized and the approved and the Chairman or Vice

Chairman are hereby severally authorized and directed to execute and deliver, and the Secretary or Assistant Secretary is hereby authorized and directed to attest and affix the corporate seal of the Authority to the Fifth Supplemental Indenture in substantially such form, with such changes therein as counsel may advise and the officers executing the same may approve, their approval to be evidenced by their execution thereof. All provisions of said Fifth Supplemental Indenture, and the covenants and agreements therein contained, shall be considered a part of the 2017 Bond Resolution.

ARTICLE VI

APPLICATION OF PROCEEDS AND APPOINTMENT OF FIDUCIARY

Section 6.01 Application of Proceeds. The 2017 Bonds are hereby directed to be executed by or on behalf of the Authority and delivered to the Trustee for authentication by the Trustee. Thereupon, the 2017 Bonds shall be authenticated by the Trustee, and subject to the fulfillment of the criteria in, *inter alia*, Section 2.3 of the Indenture, delivered by the Trustee to the Authority upon its order. The proceeds of the sale of the 2017 Bonds, including accrued interest, shall be applied in accordance with the Indenture. The Trustee shall create such accounts as may be required by the Indenture.

Section 6.02 Appointment of Fiduciary. The Bank of New York Mellon, Woodland Park, New Jersey, is hereby appointed trustee, paying agent and registrar ("Trustee") in connection with the 2017 Bonds to serve as such pursuant to the terms hereof and the Indenture. The Chairman, Vice Chairman and Executive Director are each hereby authorized to execute on behalf of the Authority an agreement directed to contract with the Trustee for the services to be provided in connection with the 2017 Bonds.

ARTICLE VII

APPROVAL OF FINANCING DOCUMENTS; PAYMENT COVENANT

Section 7.01 Loan Agreements and Escrow Agreement. Each of the Trust Loan Agreement, Fund Loan Agreement and the Escrow Agreement are hereby authorized to be executed and delivered on behalf of the Authority by its Chairman or Vice Chairman ("Authorized Officers"), in substantially the forms on file in the office of the Authority, with such changes as the Chairman or Vice Chairman in their respective sole discretion, after consultation with counsel and any advisors to the Authority and after further consultation with the Trust and the State and their representatives, agents, counsel and advisors, shall determine, such determination to be conclusively evidenced by the execution each of such Trust Loan Agreement, Fund Loan Agreement and Escrow Agreement by an authorized officer as determined hereunder. The Secretary or Assistant Secretary of the Authority is hereby authorized to attest to the execution of the Trust Loan Agreement, Fund Loan Agreement and Escrow Agreement by an authorized officer of the Authority as determined hereunder and to affix the corporate seal of the Authority to such documents.

The Authorized Officers of the Authority and the Secretary or Assistant Secretary of the Authority are hereby further severally authorized to execute and deliver and the Secretary or Assistant Secretary of the Authority is hereby further authorized to attest such execution and affix the corporate seal of the Authority to any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Officers or the Secretary or Assistant Secretary of the Authority, as applicable, in their respective sole discretion, after consultation with counsel and any advisors to the Authority and after further consultation with the Trust and the State and their representatives, agents, counsel and advisors, to be executed in connection with the execution and delivery of the Trust Loan Agreement, Fund Loan Agreement and Escrow Agreement and the consummation of the transactions contemplated thereby, which determination shall be conclusively evidenced by the execution of each such certificate or other document by the party authorized hereunder to execute such certificate or other document and to perform such other actions as the Authorized Officers deem necessary, desirable or convenient in relation to the execution and delivery thereof.

Section 7.02 Covenant to Pay Principal and Interest. The Authority hereby covenants and agrees with and for the benefit of the holders, from time to time, of the 2017 Bonds, that it will pay interest on and principal thereof when due.

ARTICLE VIII

TAX MATTERS

Section 8.01 Tax Covenants. The Authority hereby covenants that it will not make any use of the proceeds of the 2017 Bonds or do or suffer any other action that would cause: (i) the 2017 Bonds to be "arbitrage bonds" as such term is defined in Section 148(a) of the Internal Revenue Code of 1986, as amended ("Code") and the Income Tax Regulations promulgated

thereunder; (ii) the interest on the 2017 Bonds to be included in the gross income of the owners thereof for federal income taxation purposes; or (iii) the interest on the 2017 Bonds to be treated as an item of tax preference under Section 57(a)(5) of the Code.

Section 8.02 Additional Tax Covenants. The Authority hereby covenants as follows: (i) it shall timely file with the Philadelphia, Pennsylvania Service Center of the Internal Revenue Service, such information report or reports as may be required by Sections 148(f) and 149(e) of the Code; (ii) it shall take no action that would cause the 2017 Bonds to be "federally guaranteed" within the meaning of Section 149(b) of the Code; and (iii) it shall pay, or cause to be paid, to the United States Treasury in the manner and at the time prescribed in Regulations §§1.148-1 through 1.148-11, 1.149(b)-1, 1.149(d)-1, 1.149(g)-1, 1.150-1 and 1.150-2, as such regulations and statutory provisions may be modified insofar as they apply to the 2017 Bonds, an amount equal to the rebatable arbitrage earned by investing proceeds of the 2017 Bonds.

ARTICLE IX MISCELLANEOUS

Section 9.01 Amendments; Supplements. At any time, a supplemental resolution of the Authority may be adopted for the purpose of supplementing this 2017 Bond Resolution.

Section 9.02 Severability of Invalid Provisions. If any one or more of the provisions, covenants or agreements in this 2017 Bond Resolution on the part of the Authority to be performed should be finally determined to be contrary to law, such provision or provisions, covenant or covenants, agreement or agreements, shall be deemed severable from the remaining provisions, covenants and agreements, and shall in no way affect the validity of the other provisions hereof or of any of the 2017 Bonds.

Section 9.03 Ratification of Actions Taken; Further Action Authorized. All actions heretofore taken and documents prepared or executed by or on behalf of the Authority by its members, Executive Director, Chief Financial Officer, other Authority officials and by the Authority's professional advisors, in connection with the issuance of the 2017 Bonds are hereby ratified, confirmed, approved and adopted. Such members and officials are each hereby authorized to determine all matters and execute all documents and instruments in connection with the issuance of the 2017 Bonds not determined or otherwise directed to be executed by the Act, the Indenture or this 2017 Bond Resolution, and the signatures of such members and officials on any such documents or instruments shall be conclusive as to such determinations.

Section 9.04 Statutory Recital. Pursuant to Section 30(16) of the Act, *N.J.S.A. 40:14B-30(16)*, each and every matter and course of conduct set forth herein and in the Indenture is hereby declared to be included in this 2017 Bond Resolution and in the Indenture to further secure the payment of the principal of and interest on the 2017 Bonds.

Section 9.05 Notice of Adoption of Bond Resolution. A copy of this 2017 Bond Resolution shall be filed for public inspection in the office of the Authority and in the office of the Clerk of the Borough. The appropriate officials of the Authority are hereby authorized and directed to publish, or cause to be published, in a newspaper published or circulating in the County of Camden, a notice stating the fact and date of the adoption of this 2017 Bond Resolution and the places where this 2017 Bond Resolution has been filed for public inspection, and such further information as is required by Section 28 of the Act, *N.J.S.A. 40:14B-28*.

Section 9.06 Inconsistent Legislation Rescinded. All resolutions, or parts thereof, inconsistent herewith are hereby repealed and rescinded to the extent of any such inconsistency.

Section 9.07 Effective Date. This 2017 Bond Resolution shall take effect upon adoption in accordance with the Act, specifically *N.J.S.A. 40:14B-14(e)*.

Mr. Shultz made a motion to accept the resolution, seconded by Mr. Knott.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

PINE HILL BOROUGH MUNICIPAL UTILITIES AUTHORITY RESOLUTION #17-33

WHEREAS, the Pine Hill Borough Municipal Utilities Authority had determined the need to complete Madison Avenue Pump Station Improvements and Force Main Connection to CCMUA Inceptor; and

WHEREAS, it will be necessary to appropriate funds from the Sewer General Fund in order to do the necessary construction.

NOW, THEREFORE BE IT RESOLVED by the Chairman and Commissioners of the Pine Hill Borough Municipal Utilities Authority that the appropriation of \$431,000.00 from the Sewer General Fund, which is required for this work, and is hereby authorized; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately and that certified copies of this resolution be forwarded without delay to the Authority Trustee, Secretary/Treasurer and Financial Clerk.

Mr. Odenath made a motion to accept the resolution, seconded by Mr. Green.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

**PINE HILL BOROUGH
MUNICIPAL UTILITIES AUTHORITY
RESOLUTION #17-34**

WHEREAS, the Pine Hill Borough Municipal Utilities Authority had determined the need to complete Madison Avenue Pump Station Improvements and Force Main Connection to CCMUA Inceptor; and

WHEREAS, it will be necessary to appropriate funds from the Sewer General Fund for the engineering and permits.

NOW, THEREFORE BE IT RESOLVED by the Chairman and Commissioners of the Pine Hill Borough Municipal Utilities Authority that the appropriation of \$89,500.00 from the Sewer General Fund, which is required for this work, and is hereby authorized; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately and that certified copies of this resolution be forwarded without delay to the Authority Trustee, Secretary/Treasurer and Financial Clerk.

Mr. Odenath made a motion to accept the resolution, seconded by Mrs. Burke.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

**PINE HILL BOROUGH
MUNICIPAL UTILITIES AUTHORITY
RESOLUTION #17-35**

WHEREAS, the Pine Hill Borough Municipal Utilities Authority had determined the need to replace Greenwood Avenue Pump Station; and

WHEREAS, it will be necessary to appropriate funds from the Sewer General Fund in order to do the necessary replacement.

NOW, THEREFORE BE IT RESOLVED by the Chairman and Commissioners of the Pine Hill Borough Municipal Utilities Authority that the appropriation of \$750,000.00 from the Sewer General Fund, which is required for this work, and is hereby authorized; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately and that certified copies of this resolution be forwarded without delay to the Authority Trustee, Secretary/Treasurer and Financial Clerk.

Mr. Odenath made a motion to accept the resolution, seconded by Mrs. Burke.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

**PINE HILL BOROUGH
MUNICIPAL UTILITIES AUTHORITY
RESOLUTION #17-36**

WHEREAS, the Pine Hill Borough Municipal Utilities Authority had determined the need to replace Greenwood Avenue Pump Station; and

WHEREAS, it will be necessary to appropriate funds from the Sewer General Fund for engineering and permits.

NOW, THEREFORE BE IT RESOLVED by the Chairman and Commissioners of the Pine Hill Borough Municipal Utilities Authority that the appropriation of \$101,385.00 from the Sewer General Fund, which is required for this work, and is hereby authorized; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately and that certified copies of this resolution be forwarded without delay to the Authority Trustee, Secretary/Treasurer and Financial Clerk.

Mr. Odenath made a motion to accept the resolution, seconded by Mr. Knott.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

**PINE HILL BOROUGH MUNICIPAL UTILITIES AUTHORITY
RESOLUTION AUTHORIZING MEDIATION AGREEMENT WITH JUDGE FRANCIS J.
ORLANDO, JR. TO SERVE AS MEDIATOR BETWEEN THE PINE HILL BOROUGH
MUNICIPAL UTILITIES AUTHORITY AND AMBOY BANK**

RESOLUTION #17-37

WHEREAS, the Pine Hill Borough Municipal Utilities Authority (“PHMUA” and/or “Authority”) entered into a Project Development Agreement (“Agreement”) with Amboy Bank; and

WHEREAS, a dispute has arisen regarding the terms and conditions related to the Agreement on when costs are to be reimbursed to the Authority; and

WHEREAS, the terms of the Agreement provide that in the event the parties are unable to resolve any dispute which may arise, the matter be submitted to formal mediation; and

WHEREAS, the Authority and Amboy have attempted to resolve the dispute without the need for formal mediation, however such efforts have not been successful; and

WHEREAS, following meetings between the parties, David C. Patterson, Esq., as Special Counsel, has opined that formal mediation is necessary; and

WHEREAS, the Chairman and Board Members of the Authority authorized entering into formal mediation with Amboy Bank at its December 21, 2016 regular meeting; and

WHEREAS, the parties have agreed to engage with Francis J. Orlando, Retired Camden County Superior Court Justice to serve as the mediator for this dispute; and

WHEREAS, Judge Francis J. Orlando has provided a Form of Agreement for his services as mediator with the cost to be split evenly between the parties; and

WHEREAS, the Chairman and Board Members of the Authority desire to enter into the Agreement with Judge Francis J. Orlando to engage his services as mediator.

NOW, THEREFORE, BE IT RESOLVED by the Chairman and Board Members of the Pine Hill Borough Municipal Utilities Authority as follows:

1. The provisions of the WHEREAS clauses set forth above are incorporated herein by reference and made a part hereof.
2. David C. Patterson, Esq, the Executive Director and/or her designee are authorized to take any and all necessary steps to execute the Form of Agreement with Francis J. Orlando, Retired Camden County Superior Court Justice to serve as mediator for the dispute with Amboy Bank.

Mr. Odenath made a motion to accept the resolution, seconded by Mr. Knott.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Payment of Bills:

Resolution #17-38

Water Operating

BE IT RESOLVED, BY THE PINE HILL BOROUGH MUNICIPAL UTILITIES AUTHORITY, that the following requisitions are hereby approved and authorized for payment out of the Revenue Fund.

6848	6555.33	Atlantic City Electric	Utilites - Operating
6849	83.70	Acme Uniforms	Supplies - Operating
6849	18.50	Acme Uniforms	Supplies - Office
6850	1,600.00	Asso Environmental Auth	Miscellaneous - Office
6851	48.66	Alpha Message Center Inc.	Repair/Maintenance - Office
6852	12,692.55	Amerihealth Insurance Co, NJ	Health Insurance
6855	246.92	Casa Payroll Services Inc.	Supplies - Office
6859	236.61	Citgo Fleet Inc.	Automotive Expense
6860	145.88	Comcast Inc.	Supplies - Office
6861	100.00	Debbie Corson	Miscellaneous - Office
6861	14.18	Debbie Corson	T/E - Administrative
6862	160.00	Coverall of Philadelphia Inc.	Supplies - Office
6863	385.00	Eurofins QC, Inc.	Laboratory Testing

6865	42.00	Thomas Hassett	Health Insurance
6866	149.00	Home Depot Inc.	Supplies - Operating
6867	336.76	Horizon BC/BS	Health Insurance
6868	8.15	Intercounty Newspaper Group	Supplies - Office
6869	33.22	John Toal (Petty Cash)	Supplies - Operating
6870	651.70	Kennedy Marketing Co. Inc.	Supplies - Operating
6871	409.75	Wade, Long, Wood & Long	Legal Fees
6872	29.00	Lethal Pest Solutions Inc.	Repair/Maintenance - Office
6873	109.49	Elmerinda Narducci	Health Insurance
6874	67.74	Nextel/Sprint Inc.	Telephone - Operating
6875	19,970.36	New Jersey American Water	Water Agreements
6876	31.25	One Call Concepts Inc.	R/M- System
6877	778.50	Pennonnia Associates Inc.	Engineer Fees
6878	21.00	Pine Hill Printing Inc.	Supplies - Office
6879	247.55	Pine Hill Hardware Inc.	Supplies- Operating
6880	92.54	Joseph Pollard Company Inc.	Supplies- Operating
6882	6.29	Sam's Club	Supplies- Office
6883	80.93	South Jersey Gas Company	Utilities - Office
6883	392.72	South Jersey Gas Company	Utilities - Operating
6884	299.09	George Smith	Health Insurance
6885	7,235.00	Treasurer, New Jersey State	State Water Tax
6886	275.00	United Asphalt Company	Supplies - Operating
6887	95.53	Verizon Inc.	R/M - System
6888	140.00	James Wakeley	T/E - Operating
6889	15.00	Deborah Warrington	Health Insurance
6890	23.50	Xerox Corp	Supplies - Office

Mr. Odenath made a motion to accept the payment of all water bills to be found true and correct, seconded by Mrs. Burke.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Resolution #17- 39

Sewer Operating

BE IT RESOLVED, BY THE PINE HILL BOROUGH MUNICIPAL UTILITIES

AUTHORITY, that the following requisitions are hereby approved and authorized for payment out of the Sewer Operating Fund.

6848	3,926.24	Atlantic City Electric	Utilities - Operating
6848	263.57	Atlantic City Electric	Utilities - Office
6849	83.70	Acme Uniforms	Supplies - Operating
6849	18.50	Acme Uniforms	Supplies - Office
6850	1,600.00	Asso Environmental Authority	Miscellaneous - Office
6851	48.65	Alpha Message Center	R/M - Office
6852	8,461.69	Amerihealth Insurance Co. NJ	Health Insurance
6853	2,184.11	Atlantic Swith & Generator	R/M - System
6854	66.84	Barton Supply Inc.	Supplies - Operating
6855	246.92	Casa Payroll Service LLC	Supplies - Office
6856	2,100.00	C & C Computer Designs, LLC	Supplies - Office
6857	88.00	Camden County MUA	Supplies- Office
6857	88.00	Camden County MUA	Supplies- Operating
6859	236.61	Citgo Fleet Inc.	Automotive Expense
6861	14.18	Debbie Corson	T/E - Administrative
6864	25.00	Patricia Garvey	Health Insurance
6865	28.00	Thomas Hassett	Health Insurance

6866	149.00	Home Depot Inc.	Supplies - Operating
6867	224.51	Horizon BlueCross/Blue Shield	Health Insurance
6868	8.15	Intercounty Newspaper Grp Inc.	Supplies - Office
6869	33.21	John Toal (Petty Cash)	Supplies- Operating
6871	661.75	Wade, Long, Wood & Long	Legal Fees
6873	72.99	Elmerinda Narducci	Health Insurance
6874	67.73	Nextel/Sprint Inc.	Telephone- Operating
6876	31.25	One Call Concepts Inc.	R/M - System
6877	521.25	Pennoni Associates Inc.	Engineer Fees
6878	21.00	Pine Hill Printing Inc.	Supplies- Office
6879	247.54	Pine Hill Hardware Inc.	Supplies- Operating
6880	475.91	Joseph Pollard Company Inc.	R/M - System
6881	27.00	Progas Inc.	Chemicals
6882	6.29	Sam's Club	Supplies- Office
6883	28.16	South Jersey Gas Company Inc.	Utilities - Operating
6884	199.39	George Smith	Health Insurance
6886	275.00	United Asphalt Company	Supplies- Operating
6887	367.46	Verizon Inc.	R/M - System
6890	23.49	Xerox Corp	Supplies - Office
6891	360.93	Xtel Communications Inc.	Telephone - Office
6891	176.34	Xtel Communications Inc.	Telephone - Operating

Resolution #17-40

Sewer General

BE IT RESOLVED, BY THE PINE HILL BOROUGH MUNICIPAL UTILITIES

AUTHORITY, that the following requisitions are hereby approved and authorized for payment out of the Sewer Revenue Fund.

6858	13,735.97	Centerpoint Associates Inc.	Greenwood Av P/S Replacement
6877	295.00	Pennoni Associates LLC	CCMUA/Madison P/S Engineering
6877	2,498.69	Pennoni Associates LLC	Greenwood Ave P/S Engineering

Mr. Knott made a motion to accept the payment of all sewer bills found to be true and correct, seconded by Mr. Green.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Resolution #17- 41

Water Billing Adjustments

BE IT RESOLVED, BY THE PINE HILL BOROUGH MUNICIPAL UTILITIES

AUTHORITY that the following accounts be adjusted for billing:

732000-0 \$ 15.50 406 Blackwood-Clementon Rd Reading Error

Mr. Knott made a motion to accept the water billing adjustments, seconded by Mr. Shultz.

Roll Call:

Ayes: Mr. Buscher, Mr. Green, Mr. Knott, Mr. Odenath, Mrs. Burke

Nays: None

Abstain: None

Mr. Knott made a motion to adjourn the meeting, seconded by Mr. Shultz.

On voice vote, motion carried unanimously. Meeting adjourned at 8:10 pm.

Respectfully submitted,

Patricia Garvey
Recording Secretary