

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY AUTHORIZING A REVISION OF SEWER USE CHARGES

R-13:12- 165

WHEREAS, in 2014, as a result of debt service increases, additional expenses and reduction in connection fee income, the Authority finds it necessary to raise the Sewer Use Rate from \$333 to \$342 per EDU per year; and

WHEREAS, specifically, the Authority wishes to make the increase effective January 1, 2014, bringing the Sewer Use Charge to \$342 per EDU per year; and

WHEREAS, the new proposed annual rate of \$342 is virtually the same as the \$337 annual rate charged in 1996 and approximately 50% lower in real (interest adjusted) dollars; and

WHEREAS, the proposed rate has been conditionally approved by the NJ Department of Community Affairs, pending the outcome of the public participation process; and

WHEREAS, the Authority held a public hearing on December 16, 2013 on the proposed change to the Sewer Use Charge.

NOW, THEREFORE, BE IT RESOLVED by the CCMUA Board of Commissioners and its members thereof that the CCMUA adopts the new User Rate of \$342 per year for each EDU, to be implemented effectively January 1, 2014.

ADOPTED: December 16, 2013



Kim Michelini, Authority Secretary

I hereby certify that the above is a true copy of the resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



RECORDED VOTE:

Chairman Brennan	YES	Commissioner Wu	YES
Commissioner Bresch	YES	Commissioner Young	YES
Commissioner Burley	YES		
Commissioner Dixon	YES		
Commissioner Engelbert	YES		
Commissioner MacFarlane	YES		
Commissioner Swartz	YES		



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

ADOPTING A LATE BUDGET RESOLUTION

R-13:12- 166

Whereas, the CCMUA's budget was due to the NJ Department of Community Affairs on November 1, 2013; and

Whereas, as of that date, there were still uncertainties regarding critical budgetary information which, in turn, impacted the final sewer user charge that would be charged in 2014: and

Whereas, accordingly, the CCMUA notified the Department of Community Affairs that it would be submitting the budget a few days later than the aforementioned deadline date; and

Whereas, the budget was submitted to the Department of Community Affairs on November 19, 2013, immediately after the CCMUA's first reading of the budget at its November 18 board meeting; and

Whereas, NJDCA requirements require adoption of a "late budget resolution" in such circumstances.

Now, Therefore Be It Resolved by the CCMUA Board of Commissioners that it hereby adopts this late budget resolution, outlining the circumstances behind the Authority's having submitted its 2014 budget a few days after the November 1, 2013 deadline.

ADOPTED: December 16, 2013



Kim Michelini, Authority Secretary

I hereby certify that the above is a true copy of the resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY APPROVING THE AUTHORITY'S 2014 BUDGET

#R-13:12- 167

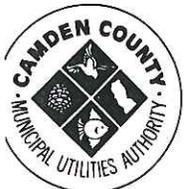
NOTE: ACTUAL RESOLUTION IS PAGE 8 OF STATE BUDGET FORM
(SECOND READING)

ADOPTED: DECEMBER 16, 2013



KIM MICHELINI, AUTHORITY SECRETARY

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of The Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



2014 ADOPTED BUDGET RESOLUTION

CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

FISCAL YEAR: FROM: January 1, 2014 TO: December 31, 2014

WHEREAS, the Annual Budget and Capital Budget/Program for the Camden County Municipal Utilities Authority for the fiscal year beginning January 1, 2014 and ending, December 31, 2014 has been presented for adoption before the governing body of the Camden County Municipal Utilities Authority at its open public meeting of December 16, 2013; and

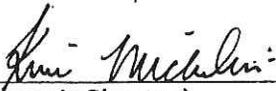
WHEREAS, the Annual Budget and Capital Budget as presented for adoption reflects each item of revenue and appropriation in the same amount and title as set forth in the introduced and approved budget, including all amendments thereto, if any, which have been approved by the Director of the Division of Local Government Services; and

WHEREAS, the Annual Budget as presented for adoption reflects Total Revenues of \$ 102,580,415, Total Appropriations, including any Accumulated Deficit, if any, of \$105,891,171 and Total Unrestricted Net Assets utilized of \$3,310,756; and

WHEREAS, the Capital Budget as presented for adoption reflects Total Capital Appropriations of \$4,000,000 and Total Unrestricted Net Assets planned to be utilized of \$0; and

NOW, THEREFORE BE IT RESOLVED, by the governing body of Camden County Municipal Utilities Authority, at an open public meeting held on December 16, 2013 that the Annual Budget and Capital Budget/Program of the Camden County Municipal Utilities Authority for the fiscal year beginning, January 1, 2014 and, ending, December 31, 2014 is hereby adopted and shall constitute appropriations for the purposes stated; and

BE IT FURTHER RESOLVED, that the Annual Budget and Capital Budget/Program as presented for adoption reflects each item of revenue and appropriation in the same amount and title as set forth in the introduced and approved budget, including all amendments thereto, if any, which have been approved by the Director of the Division of Local Government Services.


(Secretary's Signature)

12/16/13
(Date)

Governing Body Member:	Recorded Vote			
	Aye	Nay	Abstain	Absent
COMMISSIONER BRESCH	X			
COMMISSIONER BURLEY	X			
COMMISSIONER DIXON	X			
COMMISSIONER ENGELBERT	X			
COMMISSIONER MACFARLANE	X			
COMMISSIONER SWARTZ	X			
COMMISSIONER WU	X			
COMMISSIONER YOUNG	X			
CHAIRMAN BRENNAN	X			

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY AUTHORIZING THE EXECUTION OF AN AGREEMENT BETWEEN THE CCMUA AND XYLEM WATER SOLUTIONS USA, INC., OF MALVERN, PA FOR PARTS FOR ITT ALLIS CHALMERS PUMPS IN ACCORDANCE WITH SPECIFICATION #13-17

#R-13:12-168

WHEREAS, The Camden County Municipal Utilities Authority has determined that there is a need for replacement parts for the main sewage pumps at three pump stations; and

WHEREAS, The Authority has authorized, advertised in the public newspaper; and

WHEREAS, The Authority received one (1) bid in response; and

WHEREAS, XYLEM WATER SOLUTIONS USA, Inc., is the lowest responsive bidder and the bid results are as follows:

Description	Two Year Bid Price
A. Parts for Gloucester City Pumps	\$385,816.00
B. Parts for West Collingswood Heights Pumps	\$104,524.00
TOTAL TWO YEAR BID	\$490,340.00

WHEREAS, Xylem Water Solutions, Inc., is the authorized manufacturer's representative for this region and the Authority is not aware of any other responsive vendors who can provide the specified parts; and

WHEREAS, this contract is in excess of \$17,500.00; and

WHEREAS, the CCMUA has followed the procedures of the "Fair and Open Process" provided by N.J.S.A. 19:44a 20.4 et. seq., in the procurement and award of this contract; and

WHEREAS, this award is contingent upon the vendor's prompt submission to the CCMUA of the required forms relating to Equal Employment Opportunity/Affirmative Action evidence as required pursuant to N.J.S.A. 10:5-31, et. seq., and N.J.A.C. 17:27, et. seq.

WHEREAS, sufficient monies are available and have been certified as being encumbered in accordance with NJAC 5:30-1.00 per the attached Certification of Available Funds;

NOW, THEREFORE, BE IT RESOLVED by Camden County Municipal Utilities Authority and members thereof that the proper Authority officials are hereby authorized to enter into an agreement with XYLEM WATER SOLUTIONS USA, INC., 2330 YELLOW SPRINGS ROAD, MALVERN, PA 19355 as specified in CCMUA Specification #13-17 in the not to exceed two year contract amount of \$490,340.00 which was the lowest responsive bid.

ADOPTED: DECEMBER 16, 2013



KIM MICHELINI, AUTHORITY SECRETARY

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of The Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



CERTIFICATION OF AVAILABLE FUNDS

Pursuant to NJAC 5:30-1.10, I hereby certify as follows:

1. I am the financial officer charged with the responsibility of maintaining the financial records of the Camden County Municipal Utilities Authority.
2. There are adequate funds available to pay for the expenditure authorized by the attached Resolution entitled: AUTHORIZING EXECUTION OF AGREEMENT BETWEEN THE CCMUA AND XYLEM WATER SOLUTIONS USA, INC., 2330 YELLOW SPRINGS ROAD, MALVERN, PA 19355 FOR SUPPLY AND DELIVER OF PARTS FOR ITT ALLIS CHALMERS PUMPS IN ACCORDANCE WITH SPECIFICATION #13-17
3. The line item appropriation of the official budget adopted pursuant to the Local Budget Law to which the expenditure will be charged in accordance with the comptroller function is ACCOUNT NUMBERS ARE: # 0108 0703 0016
TWO YEAR BID PRICE \$490,340.00
4. The funds certified as available for the expenditure authorized by the above Resolution will not be certified as available for any other contract or expenditure.



WAYNE PLANAMENTO
CHIEF FINANCIAL OFFICER

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

AUTHORIZING THE EXECUTION OF AN AGREEMENT BETWEEN THE CCMUA AND BARRY ARNOLD OF ATCO, NJ FOR BACKFLOW PREVENTER INSPECTION AND REPAIR IN ACCORDANCE WITH SPECIFICATION #13-20.

#R-13:12-169

WHEREAS, The Camden County Municipal Utilities Authority has determined that there is a need for testing and maintenance of backflow preventors at various Authority locations; and

WHEREAS, The Authority authorized, advertised in the local newspapers; and

WHEREAS, The Authority received seven (7) bids in response; and

WHEREAS, Barry Arnold is the apparent low bidder and the lowest responsive bid result is as follows:

<u>ITEM</u>	<u>DESCRIPTION</u>	<u>TOTAL YEAR ONE BID PRICE</u>	<u>TOTAL YEAR TWO BID PRICE</u>
A.	Backflow Preventor Quarterly Inspection	\$33,500.00	\$34,000.00
B.	Repair of Backflow Preventors	\$9,900.00	\$9,900.00
C.	Materials Allowance	\$10,000.00	\$10,000.00
	Total Yearly Bid Price	\$53,450.00	\$53,900.00

TOTAL TWO YEAR BID PRICE \$107,350.00

WHEREAS, this contract is in excess of \$17,500.00; and

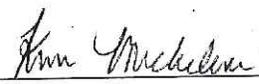
WHEREAS, the CCMUA has followed the procedures of the "Fair and Open Process" provided by N.J.S.A. 19:44a-20.4 et. seq., in the procurement and award of this contract; and

WHEREAS, this award is contingent upon the vendor's prompt submission to the CCMUA of the required forms relating to Equal Employment Opportunity/Affirmative Action evidence as required pursuant to N.J.S.A. 10:5-31, et. seq., and N.J.A.C. 17:27, et. seq.; and

WHEREAS, sufficient monies are available and have been certified as being encumbered in accordance with NJAC 5:30-1.10 per the attached Certification of Available Funds; and

NOW, THEREFORE, BE IT RESOLVED by Camden County Municipal Utilities Authority and members thereof that the proper Authority officials are hereby authorized to enter into an agreement with Barry Arnold, P. O. Box 491, Atco, NJ 08004 as specified in CCMUA Specification #13-20 in the not to exceed two year contract amount of \$107,350.00 which was the lowest responsive bid received.

ADOPTED: DECEMBER 16, 2013


KIM MICHELINI
SECRETARY TO THE AUTHORITY

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of The Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.





CERTIFICATION OF AVAILABLE FUNDS

Pursuant to NJAC 5:30-1.10, I hereby certify as follows:

1. I am the financial officer charged with the responsibility of maintaining the financial records of the Camden County Municipal Utilities Authority.
2. There are adequate funds available to pay for the expenditure authorized by the attached Resolution entitled: AUTHORIZING THE EXECUTION OF AN AGREEMENT BETWEEN THE CCMUA AND BARRY ARNOLD, P. O. BOX 491, ATCO, NEW JERSEY 08004 FOR BACKFLOW PREVENTOR INSPECTION AND REPAIR IN ACCORDANCE WITH SPECIFICATION #13-20
3. The line item appropriation of the official budget adopted pursuant to the Local Budget Law to which the expenditure will be charged in accordance with the comptroller function is ACCOUNT NUMBER IS: # 0108 0463 0032
\$53,450.00 (YEAR ONE) AND \$53,900.00 (YEAR TWO)
4. The funds certified as available for the expenditure authorized by the above Resolution will not be certified as available for any other contract or expenditure.



WAYNE PLANAMENTO
CHIEF FINANCIAL OFFICER

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY AUTHORIZING THE EXECUTION OF AN AGREEMENT BETWEEN THE CCMUA AND MOYNO INC., OF SPRINGFIELD, OH FOR THE SUPPLY AND DELIVERY OF PARTS FOR MOYNO PUMPS IN ACCORDANCE WITH SPECIFICATION #13-22.

#R-13:12-170

WHEREAS, The Camden County Municipal Utilities Authority has determined that there is a need for the following services, materials, and/or supplies at the Authority's Delaware No. 1 Water Pollution Control Facility.

WHEREAS, The Authority has authorized, advertised in the public newspaper; and

WHEREAS, the Authority received three (3) bids in response to this effort; and

WHEREAS, Moyno Industrial Products is the lowest bidder, and the lowest responsive bid results are as follows:

<u>DESCRIPTION</u>	<u>TOTAL TWO YEAR BID PRICE</u>
Supply and Delivery of Parts for Robbins & Meyers Moyno Pumps as per Specification #13-22	\$702,516.03

WHEREAS, this contract is in excess of \$17,500.00; and

WHEREAS, the CCMUA has followed the procedures of the "Fair and Open Process" provided by N.J.S.A. 19:44a-20.4 et. seq., in the procurement and award of this contract; and

WHEREAS, this award is contingent upon the vendor's prompt submission to the CCMUA of the required forms relating to Equal Employment Opportunity/Affirmative Action evidence as required pursuant to N.J.S.A. 10:5-31, et. seq., and N.J.A.C. 17:27, et. seq.; and

WHEREAS, sufficient monies are available and have been certified as being encumbered in accordance with NJAC 5:30-1.10 per the attached Certification of Available Funds; and

NOW, THEREFORE, BE IT RESOLVED by Camden County Municipal Utilities Authority and members thereof are hereby authorized to enter into an agreement with **MOYNO INC., 1895 W. JEFFERSON STREET, SPRINGFIELD, OH 45501** as specified in CCMUA Specification #13-22 in the estimated contract amount of \$702,516.03 which was the lowest responsive bid received.

ADOPTED: DECEMBER 16, 2013



KIM MICHELINI, AUTHORITY SECRETARY

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of The Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.





CERTIFICATION OF AVAILABLE FUNDS

Pursuant to NJAC 5:30-1.10, I hereby certify as follows:

1. I am the financial officer charged with the responsibility of maintaining the financial records of the Camden County Municipal Utilities Authority.
2. There are adequate funds available to pay for the expenditure authorized by the attached Resolution entitled: AUTHORIZING THE EXECUTION OF AN AGREEMENT BETWEEN THE CCMUA AND MOYNO INC., OF SPRINGFIELD, OH FOR THE SUPPLY AND DELIVERY OF PARTS FOR MOYNO PUMPS IN ACCORDANCE WITH SPECIFICATION #13-22
3. The line item appropriation of the official budget adopted pursuant to the Local Budget Law to which the expenditure will be charged in accordance with the comptroller function is ACCOUNT NUMBER IS: # 0171 0463 0016
\$702,516.03
4. The funds certified as available for the expenditure authorized by the above Resolution will not be certified as available for any other contract or expenditure.



WAYNE PLANAMENTO
CHIEF FINANCIAL OFFICER

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

APPROVING CHANGE ORDER NO. 2, AMENDING CONTRACT 325 WITH PIONEER PIPE CONTRACTORS, INC. FOR CHANGES TO THE SICKLERVILLE FORCE MAIN

#R-13:11- 171

WHEREAS, Authority Resolution #R-12:3-57 authorized award of a contract to Pioneer Pipe Contractors, Inc. for the Sicklerville Force Main in the amount of \$3,498,590; and

WHEREAS, Authority Resolution #R-13:7-102 approved change order number 1 for differing site conditions and was approved for the amount of \$12,140; and

WHEREAS, there was a conflict with the installation of a 20" force main which required a new tie-in; and

WHEREAS, the Chief Engineer and T & M Associates, the construction manager, have reviewed the change order request submitted by Pioneer Pipe Contractors, Inc. in the amount of \$13,500 and believe it to be reasonably commensurate with the work to be performed; and

WHEREAS, the project is being funded through the NJ Environmental Infrastructure Financing Program; and

WHEREAS, there is attached to this resolution a certificate showing that, based on the foregoing, there are available funds to pay for the expenditures authorized herein; and

NOW, THEREFORE, BE IT FURTHER RESOLVED by the CCMUA Board of Commissioners that it authorizes Change Oder No 2 to Contract No. 325, thereby increasing the contract upset amount by \$13,500, from \$3,510,730 to \$3,524,230 with Pioneer Pip Contractors, Inc. is approved.

ADOPTED: November 18, 2013



Kim Michelini, Authority Secretary

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on November 18, 2013.





Certification of Available Funds

Pursuant to NJAC 5:30-1.10, I hereby certify as follows:

- 1 I am the financial officer charged with the responsibility of maintaining the financial records of the Camden County Municipal Utilities Authority.
- 2 There are adequate funds available to pay for the expenditure authorized by the attached Resolution entitled:

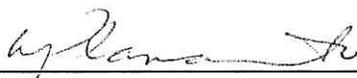
**APPROVING CHANGE ORDER NO. 2, AMENDING CONTRACT 325 WITH PIONEER PIPE CONTRACTORS, INC.
FOR CHANGES TO THE SICKLERVILLE FORCE MAIN**

- 3 The line item appropriation of the official budget adopted to the Local Budget Law to which the expenditure will be changed in accordance with the comptroller function is:

\$13,500

0138 0613 9999 0138

- 4 The funds certified as available for the expenditure authorized by the above Resolution will not be certified as available for any other contract of expenditure.



Fiscal Officer

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

APPROVING CHANGE ORDER NO. 3 TO THE CCMUA'S CONTRACT WITH MONTANA CONSTRUCTION FOR THE CAMDEN COMBINED SEWER OVERFLOW PROJECT

#R-13:12- 172

WHEREAS, Authority Resolution #R-12:7-105 authorized award of a contract to Montana Construction to bring Camden City's CSO systems into compliance with the Federal and State solids discharge requirements in the amount of \$6,868,574; and

WHEREAS, Authority Resolution #R-13:8-119 approved change order No. 1 in the amount of \$43,755.33 for unexpected site work conditions; and

WHEREAS, Authority Resolution #R-13:9-130 approved change order No. 2 in the amount of \$197,601.58 for demolition of unknown concrete beneath the outfall pipes and delay of work due to property issues; and

WHEREAS, more unforeseen sewer work needs to be completed which will include (1) installation of an unanticipated netting facility at CFA to provide collection of debris while allowing the flow to pass, (2) installation of the unanticipated bulkheads at C28 and (3) removal of unanticipated debris at the Conrail Crossing near the SJ Port Corporation; and

WHEREAS, the Chief Engineer and D&B Guarino, the construction manager, have reviewed the change order request submitted by Montana Construction in the total amount of \$229,223.68 and believe it to be reasonably commensurate with the work to be performed; and

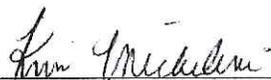
WHEREAS, a 113 day time extension is also approved for the additional work to be performed; and

WHEREAS, the project is being funded through the NJ Environmental Infrastructure Financing Program; and

WHEREAS, there is attached to this resolution a certificate showing that there are available funds to pay for the expenditures authorized herein; and

NOW, THEREFORE, BE IT FURTHER RESOLVED by the CCMUA Board of Commissioners that it authorizes Change Order No 3 thereby increasing the contract upset amount by \$229,223.68 from \$7,109,930.91 to \$7,339,154.59, and a 113 day time extension, with Montana Construction are approved.

ADOPTED: December 16, 2013



Kim Michelini, Authority Secretary

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.





Certification of Available Funds

Pursuant to NJAC 5:30-1.10, I hereby certify as follows:

- 1 I am the financial officer charged with the responsibility of maintaining the financial records of the Camden County Municipal Utilities Authority.
- 2 There are adequate funds available to pay for the expenditure authorized by the attached Resolution entitled:

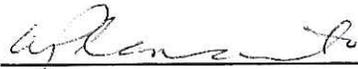
**APPROVING CHANGE ORDER NO. 3 TO THE CCMUA'S CONTRACT WITH MONTANA CONSTRUCTION FOR
THE CAMDEN COMBINED SEWER OVERFLOW PROJECT**

- 3 The line item appropriation of the official budget adopted to the Local Budget Law to which the expenditure will be changed in accordance with the comptroller function is:

\$229,223.68

0001 0136 0519 2273

- 4 The funds certified as available for the expenditure authorized by the above Resolution will not be certified as available for any other contract of expenditure.



Fiscal Officer

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

RESOLUTION AUTHORIZING THE ISSUANCE OF NOT EXCEEDING \$6,000,000 COUNTY AGREEMENT SUBORDINATE BONDS (SERIES 2014) OF THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY AND PROVIDING FOR THEIR SALE TO THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE TRUST AND THE STATE OF NEW JERSEY AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN AGREEMENTS IN CONNECTION THEREWITH.

#R-13:12- 173

WHEREAS, The Camden County Municipal Utilities Authority (the "Authority"), a public body corporate and politic of the State of New Jersey (the "State"), has determined that there exists a need to acquire, construct, renovate, install or refinance the Project (the "Project"), as described herein and as further defined in each of that certain Loan Agreement (the "Trust Loan Agreement") to be entered into by and between the Authority and the New Jersey Environmental Infrastructure Trust (the "Trust") and that certain Loan Agreement (the "Fund Loan Agreement" and, together with the Trust Loan Agreement, the "Loan Agreements") to be entered into by and between the Authority and the State acting by and through the New Jersey Department of Environmental Protection all pursuant to the State Fiscal Year 2014 New Jersey Environmental Infrastructure Trust Financing Program (the "Program"); and

WHEREAS, the Authority has determined to finance or refinance the acquisition, construction, renovation or installation of the Project with the proceeds of a loan to be made by each of the Trust (the "Trust Loan") and the State (the "Fund Loan" and, 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, attest and deliver the Authority's County Agreement Subordinate Bond (Series 2014A) to the State (the "State Loan Bond") and County Agreement Subordinate Bond (Series 2014B) to the Trust (the "Trust Loan Bond" and, together with the State Loan Bond, the "Authority Subordinate Bonds") pursuant to the terms of the Municipal and County Utilities Authorities Law of the State, constituting Chapter 14B of Title 40 of the Revised Statutes of the State (the "Utilities Authorities Law"), other applicable law and the Loan Agreements; and

WHEREAS, the Trust and the State have expressed their desire to close in escrow the making of one or more of the Loans, the issuance of one or more of the Authority Subordinate Bonds and the execution and delivery of one or more of the Loan Agreements, all pursuant to the



terms of an Escrow Agreement (the "Escrow Agreement") to be entered into by and among the Trust, the State, the escrow agent named therein and the Authority; and

WHEREAS, N.J.S.A. §40:14B-27 of the Utilities Authorities Law allows for the sale of the Trust Loan Bond and the Fund Loan Bond to the Trust and the State, respectively, without any public offering, and N.J.S.A. §58:11B-9(a) allows for the sale of the Trust Loan Bond to the Trust without any public offering, all under the terms and conditions set forth in the following resolution; and

WHEREAS, the Authority has heretofore issued revenue bonds pursuant to a resolution of the Authority adopted on October 10, 1995, entitled: "Resolution Authorizing the Issuance of Revenue Bonds of The Camden County Municipal Utilities Authority", as amended and supplemented (the "General Bond Resolution"), whereunder, all the Gross Revenues of the Authority, as defined and provided for therein, have been pledged to the payment of the principal of, redemption price, if any, and interest on any revenue bonds heretofore or hereafter issued by the Authority under the General Bond Resolution (the "Revenue Bonds"), to the extent and in the manner provided in the General Bond Resolution; and

WHEREAS, the provisions of Section 6.14 of the General Bond Resolution authorize the Authority to issue subordinate bonds payable out of the Renewal and Replacement Fund created and established by the General Bond Resolution, all in accordance with and upon the terms and conditions set forth in the General Bond Resolution and, in particular, Section 4.12(e) thereof; and

WHEREAS, bonds, notes or other evidences of indebtedness of the Authority at any time outstanding in an aggregate amount not in excess of \$685,500,000 may be designated by the Authority as entitled to receive the benefits of the County Agreement (as defined in the General Bond Resolution); and

WHEREAS, as of the date hereof, the Authority has outstanding \$351,901,942 (consisting of \$207,741,202 Revenue Bonds and \$144,160,740 NJEIT bonds) of bonds, notes or other evidences of indebtedness that are entitled to receive the benefits of the County Agreement (such amount includes any outstanding bonds, notes or other evidences of indebtedness that are defeased by monetary deposits but are not actually paid; such amount does not include the \$6,000,000 Authority Subordinate Bonds authorized by this subordinate bond resolution and any accreted value relating to outstanding bonds, notes or other evidences of indebtedness); and

WHEREAS, the Authority is desirous that the Authority Subordinate Bonds be entitled to the benefits of the County Agreement; and

WHEREAS, Section 203 of the County Agreement provides that certain conditions be satisfied prior to the Authority constructing any enlargement or extension of the system (as described in Appendix A to the County Agreement); and

WHEREAS, the Project (as defined herein and as described in Section 1 hereof) is not an enlargement or extension of the system (as described in Appendix A to the County Agreement); and

WHEREAS, the Authority is desirous of authorizing the issuance of the Authority Subordinate Bonds as subordinate bonds;

NOW, THEREFORE, BE IT RESOLVED BY THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY, and the members or commissioners thereof, **AS FOLLOWS:**

Section 1. Determination to Undertake the Project. The Authority does hereby determine to undertake the Project which shall consist of the improvement of the Authority's wastewater treatment plant and facilities, including the construction of green infrastructure projects (rain gardens and other projects), and grey infrastructure projects (improvements to falling/overburdened sewer lines) in order to reduce the potential of flooding within the City of Camden and the conversion of an abandoned riverfront contaminated site into a waterfront park for the citizens of the City of Camden (the "Project"), together with all necessary and incidental equipment, apparatus, structures and appurtenances and including all real property or rights-of-way, easements and other interests therein and all personal property necessary or desirable for the efficient construction and operation of such facilities, all as shown on and in accordance with the plans and specifications therefor on file or to be filed in the office of the Authority, as such plans and specifications may be amended or modified from time to time.

Section 2. Estimated Cost of the Project. The estimated maximum cost of the Project, as defined in the Utilities Authorities Law, is \$6,000,000.

Section 3. Authorization of Authority Subordinate Bonds. In accordance with Section 25 of the Utilities Authorities Law and subject to and pursuant to the provisions of this resolution, bonds of the Authority (herein referred to as the Authority Subordinate Bonds) are hereby authorized to be issued in the principal amount not to exceed \$6,000,000 for the purpose of raising funds to pay the costs of the Project, including the funding of any required or desirable reserves, capitalized interest and costs of issuance.

Section 4. Payment of Authority Subordinate Bonds. The Authority does hereby determine that the Authority Subordinate Bonds shall be and constitute subordinate bonds, and shall be payable from amounts in the Renewal and Replacement Fund established and created by the General Bond Resolution in the manner and upon the terms and conditions set forth in the General Bond Resolution and this resolution.

Section 5. Applicability of County Agreement. The Authority Subordinate Bonds shall be issued by the Authority fully within the coverage of the County Agreement (as defined in the General Bond Resolution).

Section 6. Award of Authority Subordinate Bonds. In accordance with N.J.S.A. §40:14B-27 of the Utilities Authorities Law and N.J.S.A. §58:11B-9(a), the Authority hereby sells and awards its (a) Trust Loan Bond to the Trust in accordance with the provisions of this resolution and (b) Fund Loan Bond to the State in accordance with the provisions of this resolution.

Section 7. Basic Terms of Authority Subordinate Bonds; Delegation of Power to Make Certain Determinations. The chair or vice chair of the Authority (the "Chair") or the Executive Director of the Authority is hereby authorized to determine, in accordance with the

Utilities Authorities Law and pursuant to the terms and conditions established by the Trust and the State under the Loan Agreements and the terms and conditions of this resolution, the following items with respect to the Trust Loan Bond and the Fund Loan Bond:

- (a) The aggregate principal amount of the Trust Loan Bond to be issued and the aggregate principal amount of the Fund Loan Bond to be issued, which amounts in the aggregate shall not exceed \$6,000,000;
- (b) The maturity or maturities and annual or semi-annual principal installments of the Authority Subordinate Bonds, which maturity or maturities shall not exceed twenty (20) years;
- (c) The date or dates of the Authority Subordinate Bonds;
- (d) The interest rates of the Authority Subordinate Bonds, provided that the effective cost of the Trust Loan Bond does not exceed eight per centum (8%) and that the interest rate on the Fund Loan Bond is zero per centum (0%);
- (e) The purchase price for the Authority Subordinate Bonds;
- (f) The terms and conditions under which the Authority Subordinate Bonds shall be subject to redemption prior to their stated maturities; and
- (g) Such other matters with respect to the Authority Subordinate Bonds as may be necessary, desirable or convenient in connection with the sale, issuance and delivery thereof, including (1) adjusting the title of the Authority Subordinate Bonds to reflect the issuance thereof in a calendar year other than 2014 and (2) issuing each Authority Subordinate Bond in the form of multiple subordinate bonds from time to time if the Project is funded in more than one installment by the Program.

Section 8. Determinations Conclusive. Any determination made by the Chair or the Executive Director pursuant to the terms of this resolution shall be conclusively evidenced by the execution and attestation of the Authority Subordinate Bonds by the parties authorized under Section 9(c) of this resolution.

Section 9. Further Terms of Authority Subordinate Bonds. The Authority hereby determines that certain terms of the Authority Subordinate Bonds shall be as follows:

- (a) The Fund Loan Bond shall be issued in a single denomination and shall be numbered RA-1, or as may otherwise be determined by the Chair or the Executive Director. The Trust Loan Bond shall be issued in a single denomination and shall be numbered RB-1, or as may otherwise be determined by the Chair or the Executive Director;
- (b) The Authority Subordinate Bonds shall be issued in fully registered form (convertible to bearer as therein provided) and shall (unless converted to bearer) be payable to the registered owners thereof as to both principal and interest in lawful money of the United States of America;

- (c) The Authority Subordinate Bonds shall be executed by the manual or facsimile signature of the Chair, and the Secretary or the Assistant Secretary of the Authority (the "Secretary"), by manual signature, shall attest to the execution of the Authority Subordinate Bonds and shall affix, imprint, engrave or reproduce thereon the corporate seal of the Authority; and
- (d) In order to distinguish the Authority Subordinate Bonds from other bonds of the Authority, the Authority Subordinate Bonds shall have such letters and/or numbers incorporated in their titles as shall be determined by the Chair or the Executive Director.

Section 10. Forms of Authority Subordinate Bonds. The Fund Loan Bond and the Trust Loan Bond shall be substantially in the forms set forth in Exhibit A and Exhibit B hereto, respectively, with such changes, insertions and omissions as may be approved by the Chair, such approval to be evidenced by the signature of the Chair on the Authority Subordinate Bonds.

Section 11. Authorized Parties. The law firm of Hawkins Delafield & Wood LLP, bond counsel to the Authority, is hereby authorized to arrange for the printing of the Authority Subordinate Bonds, which law firm may authorize McCarter & English, LLP, bond counsel to the Trust and the State for the Program, to arrange for same. The Authority auditor and financial advisor are hereby authorized to prepare the financial information, if any, necessary in connection with the issuance of the Authority Subordinate Bonds. The Chair, the Treasurer, the Executive Director, the Director of Finance, the Deputy Executive Director and the Secretary (collectively, the "Authorized Authority Officers") are hereby severally authorized to execute any certificates necessary or desirable in connection with the financial and other information.

Section 12. Report to the Authority. The Authorized Authority Officers are hereby directed to report in writing to the Authority at the meeting of the Authority next following the closing with respect to the Authority Subordinate Bonds as to the terms of the Authority Subordinate Bonds authorized to be determined by the Authorized Authority Officers pursuant to and in accordance with the provisions of this resolution.

Section 13. Delivery of Authority Subordinate Bonds. Each Authorized Authority Officer is hereby authorized to execute any certificate or document necessary or desirable in connection with the sale of the Authority Subordinate Bonds and is hereby further authorized to deliver same to the Trust and the State upon delivery of the Authority Subordinate Bonds and the receipt of payment therefor in accordance with the Loan Agreements.

Section 14. Execution of Agreements. The Trust Loan Agreement, the Fund Loan Agreement and the Escrow Agreement (collectively, the "Financing Documents") are hereby authorized to be manually executed and delivered on behalf of the Authority by the Chair in substantially the forms required and traditionally used by the Trust and the State (which forms are available from the Trust and the State), with such changes as the Chair, in his or her sole discretion, after consultation with counsel, bond counsel and any other advisors to the Authority (the "Authority Consultants") and after further consultation with the Trust, the State and their representatives, agents, counsel and advisors (collectively, the "Program Consultants" and, together with the Authority Consultants, the "Consultants"), shall determine, such determination to be conclusively evidenced by the execution of each such Financing Document by the Chair. The

Secretary is hereby authorized, if necessary, to attest by manual signature to the execution of the Financing Documents by the Chair and to affix, imprint, engrave or reproduce the corporate seal of the Authority to such Financing Documents.

Section 15. Authorized Actions. The Authorized Authority Officers are hereby further severally authorized to (i) manually execute and deliver and the Secretary is hereby further authorized to attest by manual signature to such execution and to affix, imprint, engrave or reproduce the corporate seal of the Authority to any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Authority Officers or the Secretary, as applicable, in their respective sole discretion, after consultation with the Consultants, to be executed in connection with the execution and delivery of the Financing Documents and the Authority Subordinate Bonds and the consummation of the transactions contemplated thereby, which determination shall be conclusively evidenced by the execution of each such document, instrument or closing certificate by the party authorized under this resolution to execute such document, instrument or closing certificate and (ii) perform such other actions as the Authorized Authority Officers deem necessary, desirable or convenient in relation to the execution and delivery thereof.

Section 16. Subordinate Nature of Authority Subordinate Bonds. (A) In the event of any insolvency or bankruptcy proceedings, or any receivership, liquidation, reorganization or other similar proceedings in connection therewith, relative to the Authority or to its property, or in the event of any proceedings for voluntary liquidation, dissolution or other winding up of the Authority, whether or not involving insolvency or bankruptcy, the holders of all Revenue Bonds shall be entitled to receive payment in full of all payments on such Revenue Bonds before the holders of all outstanding Authority Subordinate Bonds are entitled to receive any payment from the Gross Revenues (as defined in the General Bond Resolution).

(B) In the event that any of the Authority Subordinate Bonds are declared due and payable before their expressed maturity because of the occurrence of a default (under circumstances when the provisions of (A) above shall not be applicable), the holders of all Revenue Bonds at such time outstanding shall be entitled to receive payment in full of all payments then due on such Revenue Bonds before the holders of such Authority Subordinate Bonds are entitled to receive any accelerated payment from the Gross Revenues of principal or interest upon such Authority Subordinate Bonds. Any event of default with respect to the Authority Subordinate Bonds shall not in itself create the right to declare an event of default with respect to the Revenue Bonds.

(C) If any event of default with respect to the Revenue Bonds shall have occurred and be continuing (under circumstances when the provisions of (A) above shall not be applicable), the holders of all Revenue Bonds then outstanding shall be entitled to receive payment in full of all payments on all such Revenue Bonds before the holders of the Authority Subordinate Bonds are entitled to receive any accelerated payment from the Gross Revenues of principal or interest on such Authority Subordinate Bonds.

(D) No holder of any Revenue Bonds shall be prejudiced in such holder's right to enforce subordination of the Authority Subordinate Bonds by any act or failure to act on the part of the Authority.

(E) The provisions of (A), (B), (C) and (D) above are solely for the purpose of defining the relative rights of the holders of the Revenue Bonds on the one hand and the holders of

the Authority Subordinate Bonds on the other hand, and nothing herein shall impair, as between the Authority and the holders of the Authority Subordinate Bonds, the duty of the Authority, which is unconditional and absolute, to pay to the holders of the Authority Subordinate Bonds, the principal thereon and premium, if any, and interest thereon in accordance with their terms, nor shall anything herein prevent the holders of the Authority Subordinate Bonds from exercising all remedies otherwise permitted by applicable law upon default under the General Bond Resolution, subject to the rights under (A), (B), (C) and (D) above of the holders of the Revenue Bonds to receive cash, property or securities otherwise payable or deliverable to the holders of the Authority Subordinate Bonds.

Section 17. Withdrawals from the Renewal and Replacement Fund. In accordance with Section 4.12(e) of the General Bond Resolution and provided that all withdrawals or payments from the Renewal and Replacement Fund required by the General Bond Resolution shall have been made and the amount in the Renewal or Replacement Fund exceeds the System Reserve Requirement (as defined in the General Bond Resolution), the trustee under the General Bond Resolution is hereby authorized and directed to withdraw from the Renewal and Replacement Fund from time to time amounts necessary to satisfy the debt service payments with respect to the Authority Subordinate Bonds. A certified copy of this resolution shall constitute the "Officer's Certificate" referred to in Section 4.12(e) of the General Bond Resolution.

Section 18. Covenant to Pay Authority Subordinate Bonds. The Authority hereby particularly covenants and agrees with the holders of the Authority Subordinate Bonds and makes provisions which shall be a part of its contract with such holders, that the Authority will pay or cause to be paid the principal of every Authority Subordinate Bond and the interest thereon at the date and place and in the manner mentioned in such Authority Subordinate Bond according to the true intent and meaning thereof and will carry out and perform all of the acts and things required of it by the terms of this resolution.

Section 19. Resolution Constitutes Contract. In consideration of the purchase and acceptance of the Authority Subordinate Bonds by those who shall hold the same from time to time, the provisions of this resolution shall be deemed to be and shall constitute contracts between the Authority and the holders from time to time of the Authority Subordinate Bonds.

Section 20. No Recourse. No recourse shall be had for the payment of the principal or redemption price, if any, of or the interest on the Authority Subordinate Bonds or for any claim based thereon or on this resolution against any member or other officer of the Authority or any person executing the Authority Subordinate Bonds. The Authority Subordinate Bonds are not and shall not be in any way a debt or liability of the State or of any county or municipality, and do not and shall not create or constitute any indebtedness, liability or obligation of the State or of any county or municipality, either legal, moral or otherwise.

Section 21. Authorization for Resolution. This resolution is adopted by virtue of the Utilities Authorities Law and pursuant to its provisions, and the Authority has ascertained and hereby determines that adoption of this resolution is necessary to carry out the powers, purposes and duties expressly provided in the Utilities Authorities Law and that each and every matter and thing as to which provision is made in this resolution is necessary in order to carry out and effectuate the purposes of the Authority in accordance with the Utilities Authorities Law.

Section 22. Multiple Document Sets. Notwithstanding any other provision of this resolution to the contrary, if in connection with the participation of the Authority in the Program, the State and the Trust require that the Authority execute more than one set of documents, the provisions of this resolution shall be deemed to apply to the Authority Subordinate Bonds and the Financing Documents related to each set of documents; provided, however, that in no event may the aggregate principal amount of all Authority Subordinate Bonds issued and delivered pursuant to the provisions of this resolution be in excess of the amount authorized in Section 3 hereof.

Section 23. Interim Financing. In anticipation of the issuance of the Authority Subordinate Bonds, the Authority hereby authorizes, if necessary or desirable, the issuance, sale and award of an interim project note (the "Interim Authority Project Note") pursuant to the Trust's Interim Financing Program. The Interim Authority Project Note shall be substantially in the form provided by the Trust in the Interim Financing Program's loan agreement. The execution and delivery of the Interim Authority Project Note shall be in the same manner as herein prescribed with respect to the Authority Subordinate Bonds. An Authorized Authority Officer is hereby authorized to determine, pursuant to the terms and conditions established by the Trust and the State under the Interim Financing Program's loan agreement and the terms and conditions of this resolution, the following items with respect to the Interim Authority Project Note: (a) the aggregate principal amount of the Interim Authority Project Note to be issued, which amount shall not exceed \$6,000,000; (b) the maturity of the Interim Authority Project Note, which shall be no later than one year after the date of issuance thereof; (c) the date of the Interim Authority Project Note; (d) the interest rate of the Interim Authority Project Note, which shall not exceed 2% per annum; (e) the purchase price for the Interim Authority Project Note; and (f) such other matters with respect to the Interim Authority Project Note as may be necessary, desirable or convenient in connection with the sale, issuance and delivery thereof. The Authorized Authority Officers are hereby further severally authorized to manually execute and deliver and the Secretary is hereby further authorized to attest by manual signature to such execution and to affix, imprint, engrave or reproduce the corporate seal of the Authority to any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Authority Officers or the Secretary, as applicable, in their respective sole discretion, after consultation with the Consultants, to be executed in connection with the execution and delivery of the Interim Authority Project Note and the consummation of the transactions contemplated thereby, which determination shall be conclusively evidenced by the execution of each such document, instrument or closing certificate by the party authorized under this resolution to execute such document, instrument or closing certificate.

Section 24. Filing of Resolution. The Secretary is hereby authorized and directed to cause copies of this resolution to be filed for public inspection in the following places: in the office of the County Clerk of the County of Camden, New Jersey, in the Hall of Justice, 101 South Fifth Street, Suite 150, Camden, New Jersey and in the office of the Authority, 1645 Ferry Street, Camden, New Jersey.

Section 25. Publication of Notice. The Secretary is hereby authorized and directed to cause to be published, after completion of filing of copies of this resolution as directed in the preceding Section, in the "Courier-Post", a legally qualified public newspaper circulating in the district of the Authority, a notice in substantially the form attached as Exhibit C hereto and by this reference incorporated as if set forth in full herein.

Section 26. Capitalized Terms. All capitalized words and terms used but not defined in this resolution shall have the meanings ascribed to such words and terms, respectively, in the preambles to this resolution.

Section 27. Effective Date. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until ten (10) calendar days after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to each member of the Camden County Board of Chosen Freeholders for approval of the Director thereof, unless during such ten (10) calendar day period the Director shall approve the same in which case such action shall become effective upon such approval.

Adopted: December 16, 2013

EXHIBIT A

Form of Fund Loan Bond

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY
COUNTY AGREEMENT SUBORDINATE BOND (SERIES 2014A)

No. RA-1

Principal Amount: \$ _____

Dated Date: _____, 2014

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY (the "Authority"), a public body corporate and politic organized and existing under and by virtue of the laws of the State of New Jersey (the "State"), acknowledges itself indebted and for value received hereby promises to pay to the order of the State the principal amount stated above, or such lesser amount as shall be determined in accordance with Section 3.01 of the loan agreement dated as of May 1, 2014 by and between the State, acting by and through the New Jersey Department of Environmental Protection and the Authority (the "Loan Agreement"), at the times and in the amounts determined as provided in the Loan Agreement, plus any other amounts due and owing under the Loan Agreement at the times and in the amounts as provided therein. The Borrower irrevocably pledges its full faith and credit for the punctual payment of the principal of, and all other amounts due under, this bond and the Loan Agreement according to their respective terms.

This bond is issued in consideration of the loan made under the Loan Agreement (the "Loan") to evidence the payment obligations of the Authority set forth in the Loan Agreement. Payments under this bond shall, except as otherwise provided in the Loan Agreement, be made directly to the Trustee (as defined in the Loan Agreement) for the account of the State. This bond is subject to assignment or endorsement in accordance with the terms of the Loan Agreement. All of the terms, conditions and provisions of the Loan Agreement are, by this reference thereto, incorporated herein as part of this bond.

Pursuant to the Loan Agreement, disbursements shall be made by the State to the Authority upon the receipt by the State of requisitions from the Authority executed and delivered in accordance with the requirements set forth in Section 3.02 of the Loan Agreement.

This bond is entitled to the benefits and is subject to the conditions of the Loan Agreement. The obligations of the Authority to make the payments required hereunder shall be absolute and unconditional, without any defense or right of setoff, counterclaim or recoupment by reason of any default by the State under the Loan Agreement or under any other agreement between the Authority and the State or out of any indebtedness or liability at any time owing to the Authority by the State or for any other reason.

This bond is subject to optional prepayment under the terms and conditions, and in the amounts, provided in Section 3.07 of the Loan Agreement. To the extent allowed by applicable law and the Subordinate Resolution (as hereinafter defined), this bond may be subject

to acceleration under the terms and conditions, and in the amounts, provided in Section 5.03 of the Loan Agreement.

The Authority acknowledges that payments made hereunder may be used by the Trustee referred to above to satisfy loan repayments then due and payable on the Authority's Trust Loan (as defined in the Loan Agreement).

This bond is a direct and general obligation of the Authority and is one of the subordinate bonds of the Authority issued or to be issued under and by virtue of the Municipal and County Utilities Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1957, of the State of New Jersey, approved August 22, 1957, and the acts amendatory thereof and supplemental thereto (collectively, the "Act"), and under and pursuant to a resolution of the Authority adopted December 16, 2013 and entitled: "Resolution Authorizing the Issuance of Not Exceeding \$6,000,000 County Agreement Subordinate Bonds (Series 2014) of The Camden County Municipal Utilities Authority and Providing for Their Sale to the New Jersey Environmental Infrastructure Trust and the State of New Jersey and Authorizing the Execution and Delivery of Certain Agreements in Connection Therewith" (the "Subordinate Resolution").

Pursuant to the Act, the Authority has heretofore authorized and issued and has outstanding revenue bonds (the "Revenue Bonds") pursuant to a resolution of the Authority adopted October 10, 1995, entitled: "Amended and Restated Resolution Authorizing Sewer Revenue Bonds", as amended and supplemented (the "General Bond Resolution"), whereunder, all the Gross Revenues of the Authority, as defined and provided for therein, have been pledged to the payment of the principal of, redemption price, if any, and interest on the Revenue Bonds and any additional bonds hereafter issued under the General Bond Resolution, to the extent and in the manner provided in the General Bond Resolution. **This bond is not secured by a pledge of or lien on the Gross Revenues and the indebtedness evidenced hereby is and shall be in all respects subordinate to the provisions of the General Bond Resolution and this bond is not entitled to the benefits of the pledge of Gross Revenues made therein.** This bond is payable from amounts in the Renewal and Replacement Fund established and created by the General Bond Resolution in the manner and upon the terms and conditions set forth in the General Bond Resolution and the Subordinate Resolution.

Notwithstanding anything to the contrary contained herein, at the request and expense of the registered owner this bond upon presentation at the office of the Authority will be converted into a bond payable to bearer and coupon in form by the preparation and substitution of a new bond, signed or executed by such of its officers then in office as the Authority shall designate and of the same tenor as this bond at the time of its issuance, with coupons annexed for interest, if any, thereafter payable on this bond until its maturity.

The Act provides that neither the members of the Authority nor any person executing bonds of the Authority shall be liable personally on said bonds by reason of the issuance thereof.

This bond is not and shall not be in any way a debt or liability of the State or of any county or municipality and does not and shall not create or constitute any indebtedness,

liability or obligation of the State or of any county or municipality, either legal, moral or otherwise.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or statutes of the State or the Subordinate Resolution to exist, to have happened or to have been performed precedent to or in the issuance of this bond exist, have happened and have been performed and that this bond together with all other indebtedness of the Authority, is within every debt and other limit prescribed by said Constitution or statutes.

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IN WITNESS WHEREOF, THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY has caused this bond to be signed in its name and on its behalf by the manual or facsimile signature of its Chairman or Vice Chairman, and its corporate seal to be affixed, imprinted or reproduced hereon and attested by the manual signature of its Secretary or Assistant Secretary, all as of the Dated Date hereinabove mentioned.

THE CAMDEN COUNTY MUNICIPAL
UTILITIES AUTHORITY

(SEAL)

ATTEST:

By: Michael G. Brennan
Michael G. Brennan
Chairman

Kim Michelini
Kim Michelini
Secretary

EXHIBIT B

Form of Trust Loan Bond

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY
COUNTY AGREEMENT SUBORDINATE BOND (SERIES 2014B)

No. RB-1

Principal Amount: \$ _____

Dated Date: _____, 2014

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY (the "Authority"), a public body corporate and politic organized and existing under and by virtue of the laws of the State of New Jersey (the "State"), acknowledges itself indebted and for value received hereby promises to pay to the New Jersey Environmental Infrastructure Trust (the "Trust") (i) the principal amount stated above, or such lesser amount as shall be determined in accordance with Section 3.01 of the loan agreement dated as of May 1, 2014 by and between the Trust and the Authority (the "Loan Agreement"), at the times and in the amounts determined as provided in the Loan Agreement, (ii) Interest on the Loan constituting the Interest Portion, the Administrative Fee (as such terms are defined in the Loan Agreement) and any late charges incurred under the Loan Agreement in the amount calculated as provided in the Loan Agreement, payable on the days and in the amounts and as provided in the Loan Agreement, which principal amount and Interest Portion of the Interest on the Loan shall, unless otherwise provided in the Loan Agreement, be payable on the days and in the amounts as also set forth in Exhibit A attached hereto under the column headings respectively entitled "Principal" and "Interest", plus (iii) any other amounts due and owing under the Loan Agreement at the times and in the amounts as provided therein. The Borrower irrevocably pledges its full faith and credit for the punctual payment of the principal of and the Interest on this bond and for the punctual payment of all other amounts due under this bond and the Loan Agreement according to their respective terms.

This bond is issued in consideration of the loan made under the Loan Agreement (the "Loan") to evidence the payment obligations of the Authority set forth in the Loan Agreement. This bond has been assigned to U.S. Bank National Association, as trustee (the "Trustee") under the "Environmental Infrastructure Bond Resolution, Series 2014A" adopted by the Trust on _____, 2014, as the same may be amended and supplemented in accordance with the terms thereof (the "Trust Bond Resolution"), and payments hereunder shall, except as otherwise provided in the Loan Agreement, be made directly to the Trustee for the account of the Trust pursuant to such assignment. Such assignment has been made as security for the payment of the Trust Bonds (as defined in the Loan Agreement) issued to finance or refinance the Loan and as otherwise described in the Loan Agreement. This bond is subject to further assignment or endorsement in accordance with the terms of the Trust Bond Resolution and the Loan Agreement. All of the terms, conditions and provisions of the Loan Agreement are, by this reference thereto, incorporated herein as part of this bond.

Pursuant to the Loan Agreement, disbursements shall be made by the Trustee to the Authority, in accordance with written instructions of the Trust, upon receipt by the Trust and the Trustee of requisitions from the Authority executed and delivered in accordance with the requirements set forth in Section 3.02 of the Loan Agreement.

This bond is entitled to the benefits and is subject to the conditions of the Loan Agreement. The obligations of the Authority to make the payments required hereunder shall be absolute and unconditional without any defense or right of setoff, counterclaim or recoupment by reason of any default by the Trust under the Loan Agreement or under any other agreement between the Authority and the Trust or out of any indebtedness or liability at any time owing to the Authority by the Trust or for any other reason.

This bond is subject to optional prepayment under the terms and conditions, and in the amounts, provided in Section 3.07 of the Loan Agreement. To the extent allowed by applicable law and the Subordinate Resolution (as hereinafter defined), this bond may be subject to acceleration under the terms and conditions, and in the amounts, provided in Section 5.03 of the Loan Agreement.

This bond is a direct and general obligation of the Authority and is one of the subordinate bonds of the Authority issued or to be issued under and by virtue of the Municipal and County Utilities Authorities Law, constituting Chapter 183 of the Pamphlet Laws of 1957, of the State of New Jersey, approved August 22, 1957, and the acts amendatory thereof and supplemental thereto (collectively, the "Act"), and under and pursuant to a resolution of the Authority adopted December 16, 2013 and entitled: "Resolution Authorizing the Issuance of Not Exceeding \$6,000,000 County Agreement Subordinate Bonds (Series 2014) of The Camden County Municipal Utilities Authority and Providing for Their Sale to the New Jersey Environmental Infrastructure Trust and the State of New Jersey and Authorizing the Execution and Delivery of Certain Agreements in Connection Therewith" (the "Subordinate Resolution").

Pursuant to the Act, the Authority has heretofore authorized and issued and has outstanding revenue bonds (the "Revenue Bonds") pursuant to a resolution of the Authority adopted October 10, 1995, entitled: "Amended and Restated Resolution Authorizing Sewer Revenue Bonds", as amended and supplemented (the "General Bond Resolution"), whereunder, all the Gross Revenues of the Authority, as defined and provided for therein, have been pledged to the payment of the principal of, redemption price, if any, and interest on the Revenue Bonds and any additional bonds hereafter issued under the General Bond Resolution, to the extent and in the manner provided in the General Bond Resolution. **This bond is not secured by a pledge of or lien on the Gross Revenues and the indebtedness evidenced hereby is and shall be in all respects subordinate to the provisions of the General Bond Resolution and this bond is not entitled to the benefits of the pledge of Gross Revenues made therein.** This bond is payable from amounts in the Renewal and Replacement Fund established and created by the General Bond Resolution in the manner and upon the terms and conditions set forth in the General Bond Resolution and the Subordinate Resolution.

Notwithstanding anything to the contrary contained herein, at the request and expense of the registered owner this bond upon presentation at the office of the Authority will be converted into a bond payable to bearer and coupon in form by the preparation and substitution

of a new bond, signed or executed by such of its officers then in office as the Authority shall designate and of the same tenor as this bond at the time of its issuance, with coupons annexed for interest, if any, thereafter payable on this bond until its maturity.

The Act provides that neither the members of the Authority nor any person executing bonds of the Authority shall be liable personally on said bonds by reason of the issuance thereof.

This bond is not and shall not be in any way a debt or liability of the State or of any county or municipality and does not and shall not create or constitute any indebtedness, liability or obligation of the State or of any county or municipality, either legal, moral or otherwise.

It is hereby certified and recited that all conditions, acts and things required by the Constitution or statutes of the State or the Subordinate Resolution to exist, to have happened or to have been performed precedent to or in the issuance of this bond exist, have happened and have been performed and that this bond, together with all other indebtedness of the Authority, is within every debt and other limit prescribed by said Constitution or statutes.

[The remainder of this page has been intentionally left blank.]

IN WITNESS WHEREOF, THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY has caused this bond to be signed in its name and on its behalf by the manual or facsimile signature of its Chairman or Vice Chairman, and its corporate seal to be affixed, imprinted or reproduced hereon and attested by the manual signature of its Secretary or Assistant Secretary, all as of the Dated Date hereinabove mentioned.

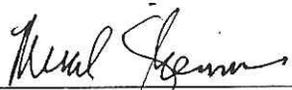
**THE CAMDEN COUNTY MUNICIPAL
UTILITIES AUTHORITY**

(SEAL)

ATTEST:



Kim Michelini
Secretary

By: 

Michael G. Brennan
Chairman

New Jersey Environmental Infrastructure Trust hereby assigns the foregoing bond to U.S. Bank National Association as trustee under the "Environmental Infrastructure Bond Resolution, Series 2014A" adopted on _____, 2014, as amended and supplemented, all as of the date of this bond, as security for the Trust Bonds issued or to be issued under said bond resolution to finance or refinance the Project Fund (as defined in said bond resolution).

**NEW JERSEY ENVIRONMENTAL
INFRASTRUCTURE TRUST**

(SEAL)

ATTEST:

By: _____

Chairman

Secretary

EXHIBIT C

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

NOTICE OF ADOPTION OF BOND RESOLUTION

PUBLIC NOTICE is hereby given that a bond resolution entitled: "Resolution Authorizing the Issuance of Not Exceeding \$6,000,000 County Agreement Subordinate Bonds (Series 2014) of The Camden County Municipal Utilities Authority and Providing for Their Sale to the New Jersey Environmental Infrastructure Trust and the State of New Jersey and Authorizing the Execution and Delivery of Certain Agreements in Connection Therewith" (the "Bond Resolution") was adopted by The Camden County Municipal Utilities Authority (the "Authority") on December 16, 2013; that copies of the Bond Resolution have been filed and are available for public inspection in the office of the County Clerk of the County of Camden, New Jersey, in the Hall of Justice, 101 South Fifth Street, Suite 150, Camden, New Jersey, and in the office of the Secretary of the Authority, 1645 Ferry Avenue, Camden, New Jersey; and that any action or proceeding of any kind or nature in any court questioning the validity or proper authorization of bonds provided for by the Bond Resolution, or the validity of any covenants, agreements or contracts provided for by the Bond Resolution, shall be commenced within twenty (20) days after the first publication of this notice, which was first published this 23rd day of December, 2013.

**THE CAMDEN COUNTY MUNICIPAL
UTILITIES AUTHORITY**

By: /s/ Kim Michelini
Secretary

CERTIFICATE

I, **KIM MICHELINI**, Secretary of The Camden County Municipal Utilities Authority (the "Authority"), a public body politic and corporate of the State of New Jersey, **HEREBY CERTIFY** that the foregoing resolution entitled: "Resolution Authorizing the Issuance of Not Exceeding \$6,000,000 County Agreement Subordinate Bonds (Series 2014) of The Camden County Municipal Utilities Authority and Providing for Their Sale to the New Jersey Environmental Infrastructure Trust and the State of New Jersey and Authorizing the Execution and Delivery of Certain Agreements in Connection Therewith", is a true copy of an original resolution which was adopted at a meeting of the Authority which was duly called and held on December 16, 2013, and at which a quorum was present and acted throughout, and that said copy has been compared by me with the original resolution officially recorded in the records of the Authority and that it is a true, correct and complete transcript thereof and of the whole of said resolution, and that said original resolution has not been altered, amended or repealed, but is in the form attached as of the date hereof in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Authority this 16th day of December, 2013.

(SEAL)



Kim Michelini
Secretary

Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

Authorizing Execution of a Credit Facility Agreement with The Bank of New York

R-13:12-174

Whereas, the CCMUA Executive Director, Chief Financial Officer, Financial Advisor and Bond Counsel have worked together to procure quotes for a credit facility which would enable the CCMUA to access funds within its Debt Service Reserve Fund in order to pay debt service and CCMUA capital replacement costs; and

Whereas, quotes were received from Assured Guaranty, Bank of New York and TD Bank; and

Whereas, after review of the quotes, it was determined that the best combination of pricing, risk allocation and liquidity was submitted by the Bank of New York, the CCMUA's trustee; and

Now, Therefore Be It Resolved that the CCMUA Board of Commissioners authorizes execution of a Credit Facility Agreement with The Bank of New York for utilization of funds within the CCMUA's Debt Service Reserve Fund for payment of debt service and CCMUA capital replacement costs.

ADOPTED: December 16, 2013



Kim Michelini, Authority Secretary

I hereby certify that the above is a true copy of the resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY APPROVING SALARY INCREASES FOR CLASSIFIED AND UNCLASSIFIED NON-BARGAINING EMPLOYEES

R-13:12- 175

WHEREAS, the Authority desires to authorize a 2% per cent salary increase effective January 1, 2014 for all non-bargaining/management employees; and

WHEREAS, the Authority's 2014 budget includes sufficient funds for this proposed increase; and

WHEREAS, New Jersey Department Civil Service Commission (NJCSC) rules and regulations require that the Authority authorize its salary ranges to include the low and high side of the salary range for all job titles; and

WHEREAS, accordingly, that all salary ranges are hereby revised and amended to include salaries authorized by this Resolution.

NOW, THEREFORE, BE IT RESOLVED by the CCMUA Board of Commissioners and its members thereof that the above referenced salary increase shall be approved and made effective January 1, 2014 for all Non-Bargaining unit employees on the payroll as of December 31, 2013.

ADOPTED: December 16, 2013



Kim Michelini, Authority Secretary

I hereby certify that the above is a true copy of the resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

AUTHORIZING ENTERING INTO A SHARED SERVICES AGREEMENT WITH THE COUNTY OF CAMDEN

#R-13-12- 176

WHEREAS, the County of Camden (County) has procured through the provision of the New Jersey "Fair and Open" laws, N.J.S.A. 19:44a-20.4, et. seq., an approved pool of qualified Special, Conflicts and Labor Counsel firms pursuant to a publicly advertised request for proposals; and

WHEREAS, the County has procured the services (services) of the pre-qualified Special, Conflicts and Labor Counsel firms in the Camden County pool at the hourly rates specified on Exhibit A (attached hereto); and

WHEREAS, the County has offered to share these services with other affiliated County agencies;
and

WHEREAS, the Camden County Municipal Utilities Authority (CCMUA) has a need on occasion for the services of Special, Conflicts and /or Labor Counsel; and

WHEREAS, by sharing in these services with the County, the CCMUA will benefit from the low rates obtained by the County; and



NOW, THEREFORE, BE IT RESOLVED by the Camden County Municipal Utilities Authority and the Commissioners thereof, that:

1. The CCMUA is hereby authorized to enter into a shared services agreement through March 31, 2014 with the County of Camden, pursuant to N.J.S.A. 40A:65-1, et. seq. to hire pre-qualified Special, Conflict and/or Labor Counsel on an as-needed basis from the Camden County pool at rates specified on Exhibit A (copy attached; and
2. The Executive Director of the CCMUA is authorized to do that which is necessary and proper to implement the spirit and intent of this resolution.

ADOPTED: December 16, 2013



KIM MICHELINI, SECRETARY

I hereby certify that the above is a true copy of the resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

RATIFYING APPROVAL OF EXPENSE VOUCHERS AS APPROVED BY THE EXECUTIVE DIRECTOR UNDER AUTHORIZATION GRANTED BY CCMUA RESOLUTION #R-97:3-60, DATED MARCH 17, 1997

#R-13:12-177

WHEREAS, the Authority has previously authorized the Executive Director to pay certain vouchers between meetings by Resolution #R-97:3-60, dated March 17, 1997; and

WHEREAS, the attached list of vouchers were circulated in accordance with said Resolution on November 27, 2013 to all CCMUA Commissioners allowing for objections through December 2, 2013; and

WHEREAS, there were no objections received, the Executive Director processed the full list of vouchers attached for payment.

NOW, THEREFORE, BE IT RESOLVED by The Camden County Municipal Utilities Authority and the members thereof, that the attached list of vouchers are hereby ratified as to their approval under the terms of Resolution #R-97:3-60.

BE IT FURTHER RESOLVED, that this resolution is intended to provide an audit trail for the proper disbursement of these vouchers.

ADOPTED: DECEMBER 16, 2013

Kim Michelini

KIM MICHELINI, AUTHORITY SECRETARY

I hereby certify that the above is a true copy of the Resolution adopted by the members of The Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.

Kim Michelini



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

AUTHORIZING PAYMENT OF \$10,301,615.28 FOR EXPENSES DISBURSED FROM VARIOUS TRUST ACCOUNTS AS SPECIFIED BELOW:

R-13:12-178

WHEREAS, expenses attached hereto have been submitted for approval and payment, and it being reported to the members of the Authority that the same have been reviewed and are in proper order for payment.

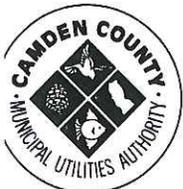
NOW, THEREFORE BE IT RESOLVED by the Camden County Municipal Utilities Authority and the members thereof, that the attached list of expenses be and the same is hereby approved for payment:

Prepaid expenses of \$777,339.77 disbursed from Trust Fund Account under \$242 Million Bond Issue:

<u>VENDOR</u>	<u>AMOUNT</u>
STATE OF NJ PENSION & BENEFITS (WIRE TRANSFER) (HEALTHCARE - NOVEMBER, 2013)	37,483.49
STATE OF NJ PENSION & BENEFITS (WIRE TRANSFER) (PRESCRIPTION - NOVEMBER, 2013)	5,681.83
PAYROLL EXPENSES - NOVEMBER, 2013	734,174.45
TOTAL	<hr/> \$777,339.77

Expenses of \$0.00 disbursed from \$242 Million Bond Issue applicable to the construction of the Cooper River Interceptor:

<u>VENDOR</u>	<u>AMOUNT</u>
VOUCHER TOTAL	\$0.00



Expenses of \$1,804,156.09 disbursed from Trust Fund Account under \$109 Million Bond Issue:

<u>VENDOR</u>	<u>AMOUNT</u>
ADAMS, REHMANN	2,734.59
CONSULTING ENGINEER SVCS	1,706.52
CLYDE LATTIMER	48,660.00
D&B/GUARINO	17,421.02
D&B/GUARINO	5,514.33
GREELEY & HANSEN	4,411.36
KUPPER	9,276.50
MONTANA CONSTRUCTION	235,851.65
P & A	105,176.15
PKF MARK III	1,373,403.97
 	<hr/>
VOUCHER TOTAL	\$1,804,156.09

Expenses of \$7,720,119.42 disbursed from Trust Fund account under \$242 Million Bond Issue (see attached)



KIM MICHELINI, AUTHORITY SECRETARY

ADOPTED: DECEMBER 16, 2013

I hereby certify that the above is a true copy of the Resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

AUTHORIZING THAT THE AUTHORITY HOLD A CLOSED SESSION MEETING TO DISCUSS LEGAL AND PERSONNEL MATTERS

#R-13:12-179

WHEREAS, The Camden County Municipal Utilities Authority desires to discuss legal and personnel matters, and it desires to do so in Closed Session;

NOW, THEREFORE, BE IT RESOLVED by The Camden County Municipal Utilities Authority and the members thereof that the Authority shall discuss legal and personnel matters, and that it does so at a Closed Session Meeting to be held on December 16, 2013, at the Authority offices located at 1645 Ferry Avenue, Camden, New Jersey, and that minutes of the Closed Session Meeting shall be kept, as required by the Open Public Meetings Law, and the Authority is authorized to take whatever action it deems advisable or necessary at said Closed Session Meeting, and the matters discussed and actions taken at such meeting shall be disclosed to the public as soon thereafter as can conveniently be done.

It is further determined that said Closed Session Meeting and matters or items to be discussed or acted upon therein are legal and personnel matters as is permitted under the Open Public Meetings Law.

ADOPTED: DECEMBER 16, 2013



Kim Michelini, Authority Secretary

I hereby certify that the above is a true copy of the Resolution adopted by the members of The Camden County Municipal Utilities Authority at a meeting held on December 16, 2013.



