RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AUTHORIZING PAYMENT OF CERTAIN COSTS AND EXPENSES OF THE AUTHORITY FOR THE MONTH OF JANUARY

WHEREAS, the costs and expenses set forth on the attached list, having been reviewed and authorized for payment by the Finance Committee with the Chief Executive Officer from funds available for such purpose, are herewith presented to the Authority's Board for final approval and authorization to pay.

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The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, January 10, 2018.

CARMEN LOZANO, ASSISTANT SECRETARY (SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING THE USE OF COMPETITIVE CONTRACTING TO OBTAIN
PROPOSALS FROM QUALIFIED FIRMS TO PROVIDE GOLF COURSE
MANAGEMENT SERVICES IN CONNECTION WITH THE MANAGEMENT
AND OPERATION OF SKYWAY GOLF COURSE AT LINCOLN PARK WEST

WHEREAS, The HCIA was created by virtue of a resolution of the COUNTY, duly
adopted on September 25, 1974, as a public body corporate and politic of the State of New
Jersey pursuant to the county improvement authorities law, constituting Chapter 183 of the
Laws of New Jersey of 1960 and the acts amendatory thereof and supplemental thereto (the
"Act"); and

WHEREAS, the COUNTY created the HCIA for the express purpose, among other
things, of facilitating the development and financing of public facilities and development
projects within the COUNTY, including golf course projects; and

WHEREAS, the HCIA, pursuant to Resolution 2-2011-14, dated February 9, 2011,
authorized the execution of a lease agreement with the COUNTY underwhich it is required to
complete the design, construction, operation, including obtaining the services of a professional
golf course management firm, maintenance and other items associated with the capping of
the Golf Course Site, and construct a 9-hole public golf course; and

WHEREAS, in 2013, pursuant to law, specifically, N.J.S.A. 40A:11-4.3a, the HCIA
adopted a Resolution authorizing the use of competitive contracting in the procurement of golf
course operation and management services; and

WHEREAS, following the completion of the competitive contracting RFP procurement
process, the HCIA entered into a five (5) year contract, dated October 8, 2013 (the "Current
Contract"), with the current golf course operator; and

WHEREAS, the Current Contract will expire on September 30, 2018; and

WHEREAS, the HCIA, on behalf of the COUNTY, will continue to need golf course
operation and management services beyond the Expiration Date of the Current Contract; and

WHEREAS, the HCIA desires to authorize the issuance of a "Request for Proposals for
the Operation and Management of Skyway Golf Course, a public Nine-Hole Golf Course at
Lincoln Park West, a Hudson County Park, located in the City of Jersey City, County of Hudson,
State of New Jersey" (the "RFP"), pursuant to and in accordance with the competitive
contracting provisions of the Local Public Contracts Law, N.J.S.A. 40A:11-4.1, et. seq.; and

2241689-1
NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Hudson County Improvement Authority as follows:

1. The recitals set forth above are hereby incorporated into the body of this resolution.

2. The Chief Executive Office of the Hudson County Improvement Authority (HCIA) is hereby authorized and directed to work with special legal counsel and technical consultants to develop and administer a competitive contracting RFP seeking proposals from qualified management firms to provide golf course operation and management services in connection with Skyway Golf Course.

3. The Chief Executive Office of the HCIA is also hereby authorized and directed to work with special legal counsel and technical consultants to develop an evaluation matrix to be used to evaluate the proposals received in response to the RFP, to generate an evaluation report, and present same to the Board and the County.

4. This Resolution shall take effect immediately.

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The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, January 10, 2018.

[Signature]
CARMEN LOZANO, ASSISTANT SECRETARY
(SEAL)

2241689-1
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY MAKING APPLICATION TO THE LOCAL FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6 AND 40:37A-80 WITH RESPECT TO THE SERIES 2018 A NOTES

WHEREAS, the Hudson County Improvement Authority (the "Authority") desires to make application to the Local Finance Board for its review and/or positive findings of a proposed project financing for the benefit of (i) the City of Union City, the Township of Weehawken, and the Authority on behalf of the District Management Corporation in connection with the Special Improvement District in the Township of Weehawken, all through the Authority's $300,000,000 County-Guaranteed Pooled Note Local Unit Loan Program, in accordance with Sections 54(a) of the county improvement authorities law (N.J.S.A. 40:37A-54(a)), and (ii) for the Authority itself as issuer of a debt obligation issued for the benefit of the District Management Corporation in connection with the Special Improvement District in the Township of Weehawken; and

WHEREAS, the Authority believes that:

(a) it is in the public interest to accomplish such purposes;

(b) said purposes or improvements are for the health, welfare, convenience or betterment of the inhabitants of the local unit or units;

(c) the amounts to be expended for said purposes or improvements are not unreasonable or exorbitant; and

(d) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the local unit or units and will not create an undue financial burden to be placed upon the local unit or units.

NOW THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY, AS FOLLOWS:

Section 1. The application to the Local Finance Board is hereby approved, and the Authority's Bond Counsel and financial advisor, along with other representatives of the Authority, are hereby authorized to prepare such application and to represent the Authority in matters pertaining thereto.

Section 2. The Secretary of the Authority is hereby directed to prepare and cause bond counsel to the Authority to file a copy of this resolution with the Local Finance Board as part of such application.
Section 3. The Local Finance Board is hereby respectfully requested to consider such application and to record its findings, recommendations and/or approvals as provided by the applicable New Jersey Statute.

Section 4. This resolution shall take effect immediately.

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CARMEN LOZANO, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING EXECUTION OF A SOLID WASTE DISPOSAL AGREEMENT
WITH THE NEW JERSEY SPORTS AND EXPOSITION AUTHORITY FOR
THE PROVISION OF SOLID WASTE DISPOSAL SERVICES FOR NON-
PROCESSIBLE WASTE GENERATED WITHIN HUDSON COUNTY

WHEREAS, the Solid Waste Management Act, N.J.S.A. 13:1E-1 et seq. ("Act"), designated
each of the twenty-one (21) counties in the State of New Jersey, and the Hackensack Meadowlands
District, as solid waste management districts, and required each such district to adopt a solid waste
management plan; and

WHEREAS, the Board of Chosen Freeholders of the County of Hudson ("County") has
designated the Hudson County Improvement Authority ("Authority") as the implementing agency for
the Hudson County Solid Waste Management Plan ("County Plan") and the Authority has been
charged with implementing, updating and amending the County Plan from time to time; and

WHEREAS, in accordance with the Act and regulations promulgated thereunder, the
Authority developed, implemented and financed the existing Hudson County Solid Waste
Management System ("County System") as included in the County Plan, premised upon regulatory
waste flow control requiring all solid waste generated within the County to be delivered to the County
System for disposal; and

WHEREAS, the Authority has undertaken various public procurements pursuant to the
Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq., in order to maintain regulatory waste flow
control, and the New Jersey Department of Environmental Protection ("NJDEP") has approved
contracts enabling the Authority to continue to provide safe, adequate and proper disposal services
for Non-Processible Waste generated within the County, subject to regulatory flow control under the
County Plan; and

WHEREAS, in response to Bid Specifications issued by the Authority in 2004 for the
provision of solid waste disposal services for all Solid Waste Types 13, 13C, 23 and 27 (or a portion
thereof, but not less than 50,000 tons annually) generated within the County ("Non-Processible
Waste"), New Jersey Meadowlands Commission ("NJMC") submitted a fully responsive and
complying bid to process 50,000 tons of Non-Processible Waste for a one year time frame, and was
awarded a contract by the Authority as the lowest, responsible and complying bidder, in accordance
with the requirements of the Bid Specifications; and

WHEREAS, the Authority and NJMC entered into an Agreement to Provide Solid Waste
Disposal Services for Non-Processible Waste, dated January 19, 2005 (the "Disposal Agreement"),
setting forth the terms and conditions for the provision of solid waste services for the disposal of Non-
Processible Waste; and
WHEREAS, in response to notifications from NJMC that it would be able to offer disposal capacity for a greater quantity of Non-Processible Waste due to the anticipated re-opening of the 1-E Landfill, the parties entered into a Modification Agreement on July 17, 2006, amending the Disposal Agreement to provide for provide disposal capacity for approximately 100,000 tons of Non-Processible Waste at the 1-E Landfill for a period of a minimum of three years, commencing on January 1, 2006 and expiring on January 1, 2009; and

WHEREAS, in anticipation of the expiration of the Disposal Agreement and Modification Agreement, NJMC and the Authority desired to renew their agreement for the disposal of Non-Processible Waste and memorialize the terms and conditions for the provision of these services; and

WHEREAS, in accordance with a duly adopted resolution, the Authority authorized the execution of the Interlocal Agreement for the disposal of Non-Processible Waste at the NJMC Keegan Landfill for a term of five years, commencing on January 1, 2009, and the rights and obligations of the parties under the terms of the Interlocal Agreement were approved by NJDEP by Solid Waste order issued on May 26, 2009; and

WHEREAS, on December 17, 2013, pursuant to duly adopted resolution, the Authority awarded a contract to the New Jersey Sports and Exposition Authority ("NJSEA") for the provision of disposal services of all Non-Processible Waste generated within the County for a term of thirty months, commencing on January 1, 2014; and

WHEREAS, the County adopted an amendment to the County Plan on September 11, 2014, incorporating the Solid Waste Disposal Agreement ("Disposal Agreement"), which was approved by NJDEP in an April 14, 2014 Certification, resulting in the direction of all Non-Processible Waste to the NJSEA Keegan Landfill and disposal facilities through June 30, 2016; and.

WHEREAS, in October 2015, NJDEP notified the Authority that NJSEA’s Solid Waste Facility Permit ("Permit") would expire on June 20, 2016, resulting in the closure of the disposal facilities, and that the Authority should take steps to procure alternate disposal facilities for Non-Processible Waste; and

WHEREAS, after receipt of bids solicited through a public procurement in accordance with the Local Public Contracts Law, the Authority duly adopted a resolution on February 10, 2016, awarding a contract to Waste Management of New Jersey, Inc. ("WMI") for a period of three (3) years as the lowest, complying and responsible bidder; and

WHEREAS, the contract with WMI was filed with NJDEP and, while the contract review was pending, NJSEA notified the Authority that it intended to acquire title to the property underlying the Keegan Landfill ("Property") through condemnation proceedings, and would be filing an application with NJDEP for a renewal and modification of its Permit; and

WHEREAS, consistent with the terms of the public procurement and contract with WMI, the Authority discussed pricing with NJSEA for the provision of disposal services during the term of an extension of the Disposal Agreement for Non-Processible disposal services as part of the Authority’s due diligence to determine whether to exercise its option to opt out of the WMI contract; and
WHEREAS, NJSEA filed a condemnation action in the Superior Court in Hudson County to acquire title to the Property, and received a determination of administrative completeness on its application for a renewal and modification of its Permit, allowing it to continue to accept and dispose of Non-Processible Waste during the pendency of the review of the Permit; and

WHEREAS, on prior occasion pursuant to duly adopted resolution, the Authority approved the execution of an Extension Agreement with NJSEA for a period of six months while the condemnation action and Permit renewal review are being completed and also an administrative action plan amendment to incorporate the Extension Agreement into the County Plan; and

WHEREAS, although NJSEA was subsequently been authorized by the Superior Court to take title and possession to the property underlying the Keegan Landfill, various actions remain pending with regard to the condemnation, and the renewal of the Permit before NJDEP; and

WHEREAS, to account for the possibility that the condemnation action and the permit renewal review by NJDEP would not be concluded prior to the expiration of the Extension Agreement on December 20, 2016, pursuant to duly adopted resolution, the Authority approved the execution of a Second Extension Agreement with NJSEA while the condemnation action and Permit renewal review were being completed and also an administrative action plan amendment to incorporate the Second Extension Agreement into the County Plan; and

WHEREAS, NJDEP has recently issued a Certificate of Authority to Operate, authorizing NJSEA to continue to conduct landfilling operations at the Keegan Landfill through November 14, 2018 pursuant to the terms and conditions set forth in the Certificate of Authority to Operate; and

WHEREAS, the Authority and NJSEA desire to enter into an agreement for the disposal of Non-Processible Waste at the Keegan Landfill consistent with the term of the authority contained in the Certificate of Authority to Operate, in order to memorialize the terms and conditions for the provision of disposal services; and

WHEREAS, the execution of the Solid Waste Disposal Agreement and the adoption of an amendment to the County Plan to incorporate the Solid Waste Disposal Agreement into the County Plan are necessary for the efficient operations of the Authority and the County System, and to ensure the continued availability of safe, adequate and proper solid waste disposal services to the citizens of the County at a reasonable market price; and

WHEREAS, the Authority, by this resolution, desires to authorize the execution of a Solid Waste Disposal Agreement with NJSEA in substantially the form attached hereto; and

WHEREAS, the Local Public Contracts Law, and specifically N.J.S.A. 40A:11-5(2) authorizes the award of a contract without public bidding when such a contract is to “be made or entered into with the United States of America, the State of New Jersey, county or municipality or any board, body, officer, agency or authority thereof or any other state or subdivision thereof;” and

WHEREAS, the Authority wishes to authorize the execution of the Solid Waste Services Agreement, consistent with the term of the authority contained in the Certificate of Authority to Operate, at the rate of $60.00 per ton; and
WHEREAS, the procurement of disposal capacity at the NJSEA Keegan Landfill is necessary for the proper disposal of Non-Processible Waste and significantly assures the health, safety and welfare of the citizens of the County; and

WHEREAS, the Solid Waste Disposal Services Agreement with the NJSEA is consistent with the holding of the United States Supreme Court in United Haulers Association, Inc. v. Oneida-Herkimer Solid Waste Management Authority, 550 U.S. 330, 127 S. Ct. 1786, 1797 (2007), providing for a distinction between public and privately-owned disposal facilities and allowing the Authority to enforce regulatory waste flow control over the disposal of all Non-Processible waste generated in Hudson County, and

WHEREAS, the approval of, and authorization to execute, the Solid Waste Disposal Agreement with NJSEA is necessary for the efficient operations of the Authority and the County System, and to ensure the continued availability of safe, adequate and proper solid waste disposal services to the citizens of the County at a reasonable market price;

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Hudson County Improvement Authority, as follows:

1. That the aforesaid recitals are incorporated herein as though fully set forth at length.
2. That a Solid Waste Disposal Agreement with NJSEA be and is hereby approved and the Executive Director is hereby authorized to execute a Solid Waste Disposal Agreement, in consultation with the Chairman of the Authority, General Counsel and Special Counsel.
3. That Special Counsel is hereby authorized to prepare the necessary filings with NJDEP and an administrative action amendment to the County Plan by administrative action in accordance with N.J.A.C. 7:26-6.11 to effectuate the objectives of this Resolution.
4. That notice of this action shall be published as required by law.
5. That a copy of this Resolution, together with a copy of the contract, shall be forwarded to the Clerk of the County for public inspection; the Resolution and contract are also available for public inspection at the offices of the Authority at 830 Bergen Avenue, Jersey City, New Jersey.
6. That this Resolution shall take effect immediately.
**RECORDED VOTE:**

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*CARMEN LOZANO, ASSISTANT SECRETARY (SEAL)*
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING AN EXTENSION OF THE CONTRACT WITH ADVANCED
ENTERPRISES RECYCLING, INC. FOR DISPOSAL OF ALL PROCESSIBLE
WASTE GENERATED WITHIN HUDSON COUNTY

WHEREAS, the Solid Waste Management Act, N.J.S.A. 13:1E-1 et seq. ("Act"), designated
each of the twenty-one (21) counties in the State of New Jersey, and the Hackensack Meadowlands
District, as solid waste management districts, and required each such district to adopt a solid waste
management plan; and

WHEREAS, the Board of Chosen Freeholders of the County of Hudson ("County") has
designated the Hudson County Improvement Authority ("Authority") as the implementing agency for
the Hudson County Solid Waste Management Plan ("County Plan") and the Authority has been
charged with implementing, updating and amending the County Plan from time to time; and

WHEREAS, in accordance with the Act and regulations promulgated thereunder, the
Authority developed, implemented and financed the existing Hudson County Solid Waste
Management System ("County System") as included in the County Plan, premised upon regulatory
waste flow control requiring all solid waste generated within the County to be delivered to the County
System for disposal; and

WHEREAS, on August 27, 2013, the Authority issued Bid Specifications for the provision
of solid waste disposal services for all or a portion of all processible waste (or a portion thereof, but
not less than 50,000 tons annually) generated within Hudson County, and on September 27, 2013, the
Authority issued an Addendum to the Bid Specifications; and

WHEREAS, in response to the Bid Specifications and Addendum, the Authority received
two bids on October 10, 2013 for Processible Waste disposal services from AERI and I.W.S. Transfer
Systems of NJ, Inc.; and

WHEREAS, by resolution duly adopted on November 13, 2013, the Authority awarded a
contract to Advanced Enterprises Recycling, Inc. ("AERI"), as the lowest responsible bidder, for the
provision of solid waste disposal services for 425,000 tons of Processible Waste generated within the
County, which was necessary for the efficient operations of the Authority and the County System,
and to ensure the continued availability of safe, adequate and proper solid waste disposal services to
the citizens of the County at a reasonable market price; and

WHEREAS, consistent with the provisions of the Local Public Contracts Law, N.J.S.A.
40A:11-1 et seq., the contract has a term of three years after receipt of all necessary approvals from
the New Jersey Department of Environmental Protection, and commenced on July 1, 2015, with
HCIA maintaining the sole option to extend the contract for up to two one-year periods that would
commence on July 1, 2018 and terminate on July 1, 2020; and
WHEREAS, as part of the Authority’s due diligence to determine whether to exercise its sole option to extend the contract, the Authority met with AERI to discuss pricing for the provision of disposal services over the remaining term of the contract and any extension period authorized by the Authority; and

WHEREAS, as a result of discussions as to a contract extension with AERI, HCIA has negotiated per ton disposal rates for the two extension years as follows:

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; and

WHEREAS, the per ton disposal rates for the two extension years of the contract will produce savings to the Authority and the ratepayers in the County; and

WHEREAS, based upon the savings negotiated and agreed upon by the Authority and AERI, the Authority believes that it is in its best interests and the citizens of the County that utilize the County System for disposal of municipal solid waste that the Authority exercise its sole option to extend the contract with AERI through June 30, 2020; and

WHEREAS, the exercise of the Authority’s sole option to extend the contract with AERI through June 30, 2020 based upon the savings agreed upon by the parties is necessary for the efficient operations of the Authority and the County System, and to ensure the continued availability of safe, adequate and proper solid waste disposal services to the citizens of the County at a reasonable market price;

NOW, THEREFORE, BE IT RESOLVED, by the Hudson County Improvement Authority, as follows:

1. That the aforesaid recitals are incorporated herein as though fully set forth at length.

2. That an extension of the contract with AERI for the provision of solid waste disposal services for 425,000 tons of processible waste generated within Hudson County is hereby authorized at the negotiated per ton prices for the two extension years.

3. That the Chief Executive Officer of the Authority is hereby authorized and directed to execute all such documentation as may be required to effectuate the extension of the contract at the negotiated per ton disposal rates.

4. That Special Counsel is hereby authorized to prepare the necessary contract amendment and filing with the New Jersey Department of Environmental Protection and any amendment to the County Plan to effectuate the objectives of this Resolution.
5. That the rights and obligations of the parties under the terms of an extension to the contract are expressly subject to receipt of all approvals as required from the New Jersey Department of Environmental Protection and, should any such approval not be granted, the Agreement shall be terminated and the parties discharged from their respective obligations.

6. That Notice of this action shall be published as required by law.

7. That a copy of this Resolution, together with a copy of the contract extension, shall be forwarded to the Clerk of the County of Hudson for public inspection; the Resolution and contract are also available for public inspection at the offices of the Hudson County Improvement Authority at 830 Bergen Avenue, Jersey City, New Jersey.

8. That this Resolution shall take effect immediately.

**RECORDED VOTE:**

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The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, January 10, 2018.

_CARMEN LOZANO, ASSISTANT SECRETARY (SEAL)
2018 SUBORDINATED SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED $4,500,000 SUBORDINATED WATERFRONT IMPROVEMENT BONDS OR NOTES OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AND DETERMINING OTHER MATTERS RELATED THERETO

Adopted January 10, 2018
2018 SUBORDINATED SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE
ISSUANCE OF NOT TO EXCEED $4,500,000 SUBORDINATED WATERFRONT
IMPROVEMENT BONDS OR NOTES OF THE HUDSON COUNTY IMPROVEMENT
AUTHORITY AND DETERMINING OTHER MATTERS RELATED THERETO

ARTICLE I
DEFINITIONS AND INTERPRETATIONS

Section 101. Short Title. This 2018 Subordinated Supplemental Bond Resolution may
hereinafter be cited by the Authority and is hereinafter sometimes referred to as the “2018
Subordinated Supplemental Resolution”, and is a supplemental bond resolution to the Authority’s
General Bond Resolution as defined herein.

Section 102. Terms Defined in Resolution. Whenever used or referred to in this 2018
Subordinated Supplemental Resolution all words and terms which are defined in the General Bond
Resolution of the Authority, as amended and supplemented, shall have the same meanings given to
such words and terms, as determined in Section 101 thereof, except to the extent words and terms are
defined or shall otherwise be established in Section 103 hereof.

Section 103. Definitions. As used or referred to in this 2018 Subordinated Supplemental
Resolution, unless a different meaning clearly appears from the context:

Articles and Sections mentioned by number are the respective Articles and Sections hereof so
numbered.

“2018 Bond” means the Authority’s subordinated bond or note issued in a principal amount
not to exceed $4,500,000 pursuant to this 2018 Subordinated Supplemental Resolution and the 2018
Bond shall be considered a “Bond” as defined in the General Bond Resolution.

"2018 Project" means the refunding of the obligation issued by the Authority in 2017 in the
par amount of $6,177,000.

“2018” Subordinated Supplemental Resolution” means this subordinated supplemental bond
resolution of the Authority adopted on January 10, 2018.

"Financing Documents" means the Loan Agreement, dated as of July 1, 2010, and as amended
thereafter between the Authority and the Weehawken S.I.D. Management Corporation, any bond
purchase agreement and any and all other certificates, documents and agreements necessary to sell
and issue the 2018 Bond.
“Herein,” “hereunder,” “hereby,” “hereto,” and “hereof” and any similar terms refer to this 2018 Subordinated Supplemental Resolution; the term “heretofore” means before the adoption of this 2018 Subordinated Supplemental Resolution; and the term “hereafter” means after the adoption of this 2018 Subordinated Supplemental Resolution.

"Paying Agent" shall mean such financial institution, appointed by the Authority pursuant to a Certificate of Authority Officer, to carry out its duties and obligations as set forth in the Certificate of Authority Officer.

"Registrar" shall mean such financial institution, appointed by the Authority pursuant to a Certificate of Authority Officer to carry out its duties and obligations as set forth in the Certificate of Authority Officer.

"Trustee" shall mean such financial institution, appointed by the Authority by the Certificate of Authority Officer, to carry out its duties and obligations as set forth in the Certificate of Authority Officer.

Words importing persons include firms, associations and corporations; and

Words importing the singular number include the plural number and vice versa.

Section 104. Incorporation of Resolution. This 2018 Subordinated Supplemental Resolution supplements and amends the “Resolution Authorizing the Issuance of Not To Exceed $11,000,000 Subordinated Waterfront Improvement Bonds or Bond Anticipation Notes of The Hudson County Improvement Authority and Determining Other Matters Related Thereto,” adopted on April 14, 2010, as supplemented and amended (the “General Bond Resolution”). The terms of the General Bond Resolution are incorporated herein by reference thereto.

Section 105. Severability of Invalid Provisions. If any one or more of the covenants or agreements provided in this 2018 Subordinated Supplemental Resolution, on the part of the Authority, the Trustee or any other party to be performed should be contrary to law, then such covenant or covenants, agreement or agreements, shall be deemed separable from the remaining covenants and agreements and shall in no way affect the validity of the other provisions of this 2018 Subordinated Supplemental Resolution or of any 2018 Bond.

ARTICLE II

Determinations By and Obligations of the Authority

Section 201. Authority for 2018 Subordinated Supplemental Resolution. This 2018 Subordinated Supplemental Resolution is adopted pursuant to the Act and the General Bond Resolution and the Authority has ascertained and hereby determines that each and every act, matter, thing or course of conduct as to which provision is made in this 2018 Subordinated Supplemental Resolution is appropriate in order to carry out and effectuate the purposes of the Authority in
accordance with the Act and the General Bond Resolution to further secure the payment of the principal or redemption price of and interest on the 2018 Bond.

Section 202. **2018 Bond to Constitute Additional Bonds.** The 2018 Bond shall constitute Additional Bonds as such term is defined in the General Bond Resolution and shall be issued pursuant to and in accordance with the General Bond Resolution and the terms of this 2018 Subordinated Supplemental Resolution.

Section 203. **Resolution to Constitute Contract.** In consideration of the purchase and acceptance of the 2018 Bond by those who shall hold the same from time to time, the provisions of the General Bond Resolution shall be deemed to be and shall constitute a contract between the Authority, the Trustee and the holders from time to time of the 2018 Bond; the pledge made in the General Bond Resolution and the covenants and agreements herein set forth to be performed by or on behalf of the Authority shall be for the equal benefit, protection and security of the holders of any and all of the 2018 Bond, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction of any of the Bonds over any other thereof except as expressly provided in or pursuant to the General Bond Resolution.

Section 204. **Estimated Cost of 2018 Project.** The Authority hereby determines that the aggregate estimated Cost of the 2018 Project shall not exceed $4,500,000 inclusive of any original issue discount and capitalized interest and excluding any accrued interest or original issue premium.

ARTICLE III

**Authorization, Purpose, Execution and Issuance of 2018 Bond**

Section 301. **Authorization and Purpose of the 2018 Bond.** The 2018 Bond of the Authority in the principal amount of not to exceed $4,500,000 for the 2018 Project is hereby authorized to be issued pursuant to Sections 314 and 315 of the General Bond Resolution, such 2018 Bond to be titled as the Authority may designate. The 2018 Bond is authorized and will be issued to provide funds for the Cost of the 2018 Project.

Section 302. **Description of the 2018 Bond; Delegation of Sale of the 2018 Bond.**

(A) **Term.** The 2018 Bond shall be fixed in number with an interest rate fixed to maturity, shall be dated, numbered and shall bear interest at the rate, and shall mature over a term to be determined, and at such date and in the amount as provided for by a Certificate of Authority Officer pursuant to subparagraph (B) of this Section.

(B) **Delegation to Issue 2018 Bond.** The Authorized Authority Representative (as hereinafter defined) of the Authority is hereby designated as the individual who shall have the power to sell and to award the 2018 Bond on behalf of the Authority, to the purchaser thereof, including the power to determine among other things (i) the amount of 2018 Bond to be issued, provided such amount does not to exceed $4,500,000 for the 2018 Project, (ii) the time and the manner of sale of the 2018 Bond and the Closing (as hereinafter defined) in connection therewith, (iii) the denomination and rate of interest to be borne by the 2018 Bond, and (iv) such other terms and conditions as may be necessary.
or related to the sale of the 2018 Bond. Such sale, award, terms and conditions of the 2018 Bond issued pursuant to this resolution shall be determined and evidenced by the Financing Documents, to be executed by the Authorized Authority Representative on behalf of the Authority. Such sale and award provisions of the 2018 Bond, as set forth herein, may be further evidenced by a Certificate of Authority Officer, executed as of the date of sale and award of the 2018 Bond (the “Certificate”). The Certificate is hereby deemed to satisfy the requirements of Section 314(b) of the General Bond Resolution. The Financing Documents and the Certificate, to the extent one is required, shall be presented by an Authorized Authority Representative to the Commissioners of the Authority at the next regular meeting of the Authority following such sale and award as evidence of the terms and details of the sale of such 2018 Bond.

(C) Execution of the Financing Documents. The Financing Documents are hereby authorized to be executed and delivered in connection with the Closing. Such Financing Documents may be executed and delivered on behalf of the Authority by either the Chairman, the Vice Chairman if the Chairman is unavailable, the Chief Executive Officer and/or the Executive Director/CFO (each an “Authorized Authority Representative”), in their respective sole discretion, after consultation with counsel and any advisors to the Authority (collectively, the “Authority Consultants”), and shall determine, with such determination to be conclusively evidenced by the execution of such Financing Documents by an Authorized Authority Representative as determined hereunder. The Secretary or Assistant Secretary of the Authority is hereby authorized to attest to the execution of the Financing Documents by an Authorized Authority Representative of the Authority as determined hereunder, and to affix the corporate seal of the Authority to such Financing Documents.

(D) Closing. The Authorized Authority Representatives are hereby authorized to execute the Financing Documents and any additional certificates and opinions as may be required by Bond Counsel to the Authority, as further described in subsection (F) herein on or before the date when the Authority is scheduled to close the 2018 Bond (the “Closing”).

(E) Form of 2018 Bond. The 2018 Bond shall be in substantially the form described and contained in the General Bond Resolution, with such changes as may be required by the Financing Documents.

(F) Further Authorizations. The Authorized Authority Representatives of the Authority are hereby further severally authorized to (i) execute and deliver, and the Secretary or Assistant Secretary of the Authority is hereby further authorized to attest to such execution and to affix the corporate seal of the Authority to, any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Authority Representatives, the Secretary or Assistant Secretary of the Authority, as applicable, in their respective sole discretion, after consultation with the Authority Consultants, to be executed in connection with the execution and delivery of the Financing Documents 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 (ii) perform such other actions as the Authorized Authority Representatives deem necessary, desirable or convenient in relation to the execution thereof.

Section 303. Issuance of the 2018 Bond and Application of Proceeds of Sale. The 2018 Bond authorized by Section 301 herein, is hereby directed to be executed by or on behalf of the Authority by its Authorized Authority Representative. All of the proceeds of sale of the 2018 Bond,
including accrued interest (if any) received upon delivery thereof, shall, simultaneously with the issuance of the 2018 Bnd, be paid and applied by the Authority in accordance with the General Bond Resolution, this 2018 Subordinated Supplemental Resolution and the Financing Documents and as provided in an Order of the Authority executed by an Authorized Authority Representative consistent with the General Bond Resolution, this 2018 Subordinated Supplemental Resolution and the Financing Documents.

Section 304. **No Recourse on the 2018 Bond.** No recourse shall be had for the payment of the principal of or the interest on the 2018 Bond or for any claim based thereon or on this 2018 Subordinated Supplemental Resolution or the General Bond Resolution against any member or other officer of the Authority or any person executing the 2018 Bond. The 2018 Bond is not and shall not be in any way a debt or liability of the State of New Jersey or of any county or municipality (except to the extent of the guaranty of the Township of Weehawken and the guaranty of the County of Hudson) and do not and shall not create or constitute any indebtedness, liability or obligation of said State or of any county or municipality (except to the extent of the guaranty of the Township of Weehawken and the guaranty of the County of Hudson), either legal, moral or otherwise.

Section 305. **Execution of 2018 Bond.** An Authorized Authority Representative is hereby authorized to execute by the manual or facsimile signature the 2018 Bond in the name and on behalf of the Authority attested by the manual or facsimile signature of its Secretary or Assistant Secretary.

Section 306. **Appointment of Trustee, Paying Agent and Registrar.** In accordance with the provisions of Article XI of the General Bond Resolution, a certain financial institution (the "Bank") shall be appointed Trustee (the "Trustee"), Paying Agent (the "Paying Agent"), and Registrar (the "Registrar") for the 2018 Bond as stated in the Certificate. The Bank shall accept and shall carry out its duties and obligations as Trustee, Paying Agent and Registrar as provided in and as required by the terms of the General Bond Resolution.

Section 307. **Appointment of Underwriter.** An underwriter shall be appointed in the Certificate (the "Underwriter") for the 2018 Bond as stated in the Certificate. The Underwriter shall be compensated in accordance with the 2018 Purchase Contract authorized below.

Section 308. **Sale of 2018 Bond; Approval of 2018 Purchase Contract.** An Authorized Authority Representative is hereby authorized and directed to negotiate, execute and deliver a purchase contract or certificate for the 2018 Bond (the "2018 Purchase Contract") with the Underwriter or such other entity as may purchase the 2018 Bond. Such 2018 Purchase Contract, along with the Certificate shall determine the terms and conditions relating to the sale of the 2018 Bond. The 2018 Bond shall be delivered to the Underwriter at such time and place as shall be determined by the Authority, subject to the terms and conditions of the 2018 Purchase Contract. An Authorized Authority Representative is hereby authorized and directed to do and perform all things and execute all papers in the name of the Authority, and to make all payments necessary or in their opinion convenient, to the end that the Authority may carry out its obligations under the terms of said 2018 Purchase Contract.

Section 309. **Official Statement.** The Authority hereby approves the distribution of a preliminary version of the official statement of the Authority relating to the offer and sale of the 2018 Bond (the "Preliminary Official Statement"). An Authorized Authority Representative is hereby authorized and directed to approve the Preliminary Official Statement and the final version of the
official statement (the “Official Statement). The Underwriter is hereby authorized to distribute copies of the Preliminary Official Statement and Official Statement in connection with the offering and sale of the 2018 Bond to the public.

ARTICLE IV
Redemption of 2018 Bond

Section 401. 2018 Bond Subject to Redemption. The 2018 Bond may be subject to redemption prior to maturity.

ARTICLE V
Miscellaneous Provisions

Section 501. Notices. It shall be sufficient service or giving of any notice, request, complaint, demand or other instrument or document, if it is in writing duly mailed by first class mail. Notices to the Authority, the Trustee, the Registrar, the Paying Agent and all other applicable parties shall be addressed as determined in the Certificate of Authorized Authority Representative.

The foregoing parties may designate, by notice given hereunder, any further or different addresses to which any subsequent notice, request, demand or other instrument or document shall be sent. The Trustee shall designate, by notice to the Authority addresses to which notices or copies thereof shall be sent to the Trustee’s agents hereunder.

In connection with any notice mailed pursuant to the provisions of this 2018 Subordinated Supplemental Resolution, a certificate of the Trustee, the Authority, the Paying Agent or the Holders, whichever mailed that notice, that the notice was so mailed shall be conclusive evidence of the proper mailing of the notice.

Section 502. Successors and Assigns. All the covenants, promises and agreements in this 2018 Subordinated Supplemental Resolution contained by or on behalf of the Authority, or by or on behalf of the Trustee, shall bind and inure to the benefit of their respective successors and assigns, whether so expressed or not.

Section 503. Headings for Convenience Only. The descriptive headings in this 2018 Subordinated Supplemental Resolution are inserted for convenience only and shall not control or affect the meaning or construction of any of the provisions hereof.

Section 504. Additional Acts. An Authorized Authority Representative and the staff and consultants of the Authority are hereby authorized and directed to take all actions and execute all documents, certificates or agreements, which are necessary or which are convenient to effectuate the terms of the General Bond Resolution and this 2018 Subordinated Supplemental Resolution in connection with the issuance, sale and delivery of the 2018 Bond.
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The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, January 10, 2018.

CARMEN LOZANO, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE ACQUISITION OF CERTAIN PROPERTY LOCATED WITHIN THE TOWN OF KEARNY, IDENTIFIED AS BLOCK 286, LOTS 37.01, 37.03, AND BLOCK 287, LOTS 5, 5.01, 46, 48, 50, 79, 81, 82

WHEREAS, the Hudson County Improvement Authority (the “Authority”) was duly created by resolution of the Board of Chosen Freeholders of the County of Hudson (the “County”) duly adopted on September 25, 1974 pursuant to and in accordance with the County Improvement Authorities Law (the “Act”), N.J.S.A. 40:37A-44 et seq.; and

WHEREAS, the Authority owns certain property located within the Town of Kearny (the “Town”) identified on the official tax maps of the Town as Block 287, Lots 32.01, 54, 55, 56, 60, 61.02, 61.03, 62, 62.01, 70, 70.01, 71, 71.01 and 73 (the “Koppers Site”); and

WHEREAS, the Town owns certain property identified on the official tax maps of the Town as Block 287, Lots 48, 49, 49.01, 50, 51, 52 and 52.01 (the “Standard Chlorine Site”); and

WHEREAS, the Jersey City Water Works % Division of Water, a division or agency of the City of Jersey City (“Jersey City”) owns certain property identified on the official tax maps of the Town as Block 287, Lots 5 and 5.01 (the “Jersey City Site”); and

WHEREAS, Mariana Properties Inc., an affiliate of Occidental Chemical Corporation (sometimes referred to as “Terra Solutions”), owns certain property identified on the official tax maps of the Town as Block 287, Lots 32.02, 46, 47 and 47.01 (the “Diamond Shamrock Chemicals Company Site” or the “Tierra Site”); and

WHEREAS, James M. Salerno Enterprises, Inc., owns certain property identified on the official tax maps of the Town as Block 287, Lots 79, 81 and 82 (the “Bellezza Site”); and

WHEREAS, the Koppers Site, the Jersey City Site, the Standard Chlorine Site, the Diamond Shamrock Chemicals Company Site and the Bellezza Site are located on and within the area of the Town known as the “Koppers Peninsula,” and

WHEREAS, 996 Belleville LLC, owns certain property identified on the official tax maps of the Town as Block 286, Lot 37.01 (the “996 Belleville Site”); and

WHEREAS, Unity Landholding, LLC, owns certain property identified on the official tax maps of the Town as Block 286, Lot 37.03 (the “Unity Landholding Site” together with the 995 Belleville Site, the “Property Adjacent to the Belleville Tpke”); and
WHEREAS, in order to utilize the Koppers Site, the Authority must construct a roadway which requires the acquisition of certain property or portions thereof identified as the Standard Chlorine Site, the Jersey City Site, the Diamond Shamrock Chemicals Company Site, the Belezza Site and the Property Adjacent to the Belleville Tpke, in fee simple or lesser interest, as deemed necessary; and

WHEREAS, subject to N.J.S.A. 40:37A-69, the Authority is authorized to acquire by purchase, gift, condemnation or otherwise, or lease as lessee, real property and easements or interests therein necessary or useful and convenient for the purposes of the Authority pursuant to N.J.S.A. 40:37A-55(e); and

WHEREAS, pursuant to N.J.S.A. 40:37A-69, the Authority is empowered in its own name but for the county or any beneficiary county, to acquire by purchase, gift, grant or devise and to take for public use real property, within or without the county or any beneficiary county, or any interest therein which may be deemed by the Authority to be necessary for its purposes, including public lands owned by or in which any municipality within the county or any beneficiary county has a right, title or interest; and

WHEREAS, the Authority has determined that it is necessary to acquire certain property or portions thereof designated on the tax maps of the Town as Block 286, Lots 37.01 and 37.03, and Block 287, Lots 5, 5.01, 46, 48, 50, 79, 81 and 82, as proposed and anticipated in accordance with the maps and the legal descriptions attached hereto as Exhibit A (collectively, the “Property”) for the purpose of planning, development and construction of a road supporting vehicular traffic through the Koppers Peninsula and to the Koppers Site, as determined by the Authority and which may include but is not limited to a road, frontage road, street, county road, freeway, parkway, right-of-way, easement, traffic signaling and signage, and other supporting infrastructure, as permitted by and in accordance with applicable state statutes and regulations.

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

1. The aforementioned recitals are incorporated herein as though fully set forth at length.

2. The Authority is hereby authorized to exercise its power of eminent domain to acquire the Property pursuant to N.J.S.A. 40:37A-55(e) and N.J.S.A. 40:37A-69, in accordance with the provisions of the Eminent Domain Act of 1971, N.J.S.A. 20:3-1 et seq.

3. The Executive Director of the Authority, its Legal Counsel and representatives (collectively, the “Authorized Persons”) are hereby authorized and directed to take, or cause to be taken, any and all actions necessary to acquire fee simple title or lesser interest to the Property, including but not limited to undertaking any studies, surveys, tests, soundings, borings, appraisals, title searches and title reports, as necessary to determine the fair market value, legal description, property interests and rights, and/or environmental condition of the Property.
4. Any and all actions previously taken by the Authority or Authorized Persons in connection with the acquisition of the Property are hereby ratified.

5. This resolution shall take effect immediately upon adoption.

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The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, January 10, 2018.

CARMEN LOZANO, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY APPROVING AN AMENDMENT TO THE HUDSON COUNTY DISTRICT SOLID WASTE MANAGEMENT PLAN BY ADMINISTRATIVE ACTION MODIFYING THE OPERATING HOURS FOR THE LINCOLN RECYCLING SERVICES, INC. TRANSFER STATION/MATERIALS RECOVERY FACILITY LOCATED AT 4711 DELL AVENUE IN THE TOWNSHIP OF NORTH BERGEN AND COUNTY OF HUDSON

WHEREAS, the Solid Waste Management Act, N.J.S.A. 13:1E-1 et seq. ("Act"), designated each of the twenty-one (21) counties in the State of New Jersey, and the Hackensack Meadowlands District, as solid waste management districts, and required each such district to adopt a solid waste management plan; and

WHEREAS, the Board of Chosen Freeholders of the County of Hudson ("County") has designated the Hudson County Improvement Authority ("Authority") as the implementing agency for the Hudson County Solid Waste Management Plan ("County Plan") and the Authority has been charged with implementing, updating and amending the aforesaid Plan from time to time; and

WHEREAS, in accordance with the Act and regulations promulgated thereunder, the Authority developed, implemented and financed the existing Hudson County Solid Waste Management System ("County System") as included in the County Plan, premised upon regulatory waste flow control requiring all solid waste generated within the County to be delivered to the County System for disposal; and

WHEREAS, Lincoln Recycling Services, Inc. ("Lincoln") is the owner and licensed operator of a transfer station/materials recovery facility ("Facility") located on properties designated as Block 91 Lot 1, Block 93 Lot A & B, Block 95 Lot 1, Block 100 Lots 24-27 on the Tax Map of the Township of North Bergen and more commonly known as 4711 Dell Avenue, North Bergen, New Jersey; and

WHEREAS, the Facility is included in the County Plan and is currently permitted by the New Jersey Department of Environmental Protection ("NJDEP") to accept up to 1,000 tons per day of solid waste Types ID 10, 13, 13C, 23 and 27, Monday through Saturday, for recycling and transfer; and

WHEREAS, Lincoln has requested that the Authority approve an amendment to the county Plan incorporating a modification of the Facility’s operating hours in accordance with correspondence from ownership at Lincoln; and
WHEREAS, Lincoln currently accepts solid waste Types ID 10, 13, 13C, 23 and 27 in accordance with its Solid Waste Facility Permit issued by the New Jersey Department of Environmental Protection ("NJDEP") at the Facility on Monday through Friday from 7:00 a.m. to 7:00 p.m., and on Saturday from 7:00 a.m. to 3:00 p.m., and processes solid waste on Monday through Friday from 7:00 a.m. to 10:00 p.m. and on Saturday from 7:00 a.m. to 5:00 p.m.; and

WHEREAS, Lincoln has requested approval to accept solid waste at the Facility on Monday through Friday from 5:00 a.m. to 7:00 p.m., and on Saturday from 5:00 a.m. to 3:00 p.m., and process solid waste on Monday through Friday from 5:00 a.m. to 10:00 p.m. and on Saturday from 5:00 a.m. to 5:00 p.m.; and

WHEREAS, the modification to the Facility’s operating hours is on a six month trial basis, and the Township of North Bergen and the Authority reserve the right to rescind the approval of the modification in the Facility’s operating hours in the event the change has a negative impact on the community; and

WHEREAS, the Authority, by this resolution, desires to adopt by administrative action a modification of the Facility’s operating hours in accordance with a request from ownership at Lincoln; and

WHEREAS, NJDEP’s solid waste planning regulations, N.J.A.C. 7:26-6.1 et seq., provide that certain actions to amend a county solid waste management plan may be taken by administrative action by the implementing agency as an alternative to a full plan amendment requiring notice and a public hearing before the governing body of a county; and

WHEREAS, the adoption of an administrative action Plan Amendment is necessary for the efficient operations of the Authority and the County System, and to ensure the continued availability of safe, adequate and proper solid waste disposal services to the citizens of the County at a reasonable market price; and

WHEREAS, the Authority deems it to be in its best interests and the best interests of the citizens of the County to approve the modification in the operating hours of the Facility, on a six-month trial basis, subject to full review and approval of the modification as part of the Facility’s Solid Waste Facility Permit by NJDEP; and

WHEREAS, the proposed modification in the operating hours of the Facility, on a six-month trial basis is necessary for the efficient operations of the Authority and the County System, and to ensure the continued availability of safe, adequate and proper solid waste disposal services to the citizens of the County at a reasonable market price;

NOW, THEREFORE, BE IT RESOLVED BY THE HUDSON COUNTY IMPROVEMENT AUTHORITY, as follows:
1. That the aforesaid recitals are incorporated herein as if fully set forth at length.

2. The Authority hereby formally authorizes, by administrative action, an amendment to the County Plan to reflect the proposed modification in the operating hours of the Facility, on a six-month trial basis, subject to full review and approval of the modification as part of the Facility's Solid Waste Facility Permit by NJDEP.

3. A copy of this Resolution shall be forwarded to the New Jersey Department of Environmental Protection.

4. Copies of this Resolution shall be available for public inspection in the offices of the Clerk of the County of Hudson, and at the offices of the Authority at 830 Bergen Avenue, Ninth Floor, Jersey City, New Jersey.

5. This Resolution shall take effect immediately.

6. Notice of this action shall be published as may be required by law.

RECORDED VOTE:

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<th>YES</th>
<th>NO</th>
<th>ABSTAIN</th>
<th>NOT PRESENT</th>
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<td>Fred M. Bado</td>
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<td>Brian K. Dellabella</td>
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<td>James P. Doran, ED D.</td>
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<td>Jeffrey Dublin</td>
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<td>John A. Peneda</td>
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The foregoing is a true and complete copy of a resolution of the Hudson County Improvement Authority adopted at a meeting thereof duly called and held on Wednesday, January 10, 2018.

CARMEN LOZANO, ASSISTANT SECRETARY (SEAL)