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 8, 2020.

ELIZABETH RAMOS, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY CONCERNING REVIEW OF THE FINDINGS OF THE LOCAL FINANCE BOARD MADE AT A MEETING OF SAID BOARD ON JANUARY 8, 2020 IN ACCORDANCE WITH THE PROVISIONS OF N.J.S.A. 40A:5A-7 WITH RESPECT TO THE ISSUANCE OF COUNTY-GUARANTEED POOLED NOTES (LOCAL UNIT LOAN PROGRAM)

WHEREAS, the Local Finance Board (the “Board”) has issued findings in connection with a resolution (the “Resolution”) of the Hudson County Improvement Authority (the “Authority”) providing for the issuance of not to exceed $300,000,000 aggregate principal amount of the Authority’s County-Guaranteed Pooled Notes (Local Unit Loan Program) with respect to the proposed issuance of not to exceed $57,455,500 project financing on behalf of 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, through the Authority’s County-Guaranteed Pooled Note Local Unit Loan Program; and

WHEREAS, N.J.S.A. 40A:5A-7 requires that the governing body of the Authority, within 45 days of receipt of the Board's findings and recommendations, certify by resolution to the Board that the members of the Authority have personally reviewed the findings and recommendations; and

WHEREAS, the members of the governing body of the Authority have personally reviewed the Board's findings on the proposed financing, as set forth in the form resolution of the Board attached hereto, as evidenced by a group affidavit of the governing body; and

WHEREAS, failure to comply with this requirement may subject the members of the Authority to the penalty provisions of R.S. 52:27BB-52; and
NOW THEREFORE, BE IT RESOLVED that the members of the Authority hereby state that the Authority has complied with the requirements of N.J.S.A. 40A:5A-6 and does hereby submit a certified copy of this resolution and the required affidavit to the Board to show evidence of compliance with N.J.S.A. 40A:5A-7.

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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 8, 2020.

ELIZABETH RAMOS, ASSISTANT SECRETARY
(SEAL)
Group Affidavit Form

Certification of Governing Body

State of New Jersey
County of Hudson

We, the members of the governing body of the Hudson County Improvement Authority, being of full age and being duly sworn according to law, upon our oath depose and say:

1. We are duly appointed members of the Hudson County Improvement Authority.

2. We certify that, pursuant to N.J.S.A. 40A:5A-7, we have personally reviewed the form of the findings and recommendations of the Local Finance Board issued at a meeting of the Board on January 8, 2020 with respect to the proposed issuance of not to exceed $57,455,500 project financing on behalf of the cities of Union City and Bayonne, the Township of Weehawken, the Town of West New York, and the Parking Authority of the Township of Weehawken, as set forth in the form of resolution of the Board attached hereto.

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Sworn to and subscribed before me this 8th day of January, 2020.

ELIZABETH RAMOS
A Notary, Public of New Jersey
ID # 2075231
My Commission Expires 12/19/2020
[Note: The Corporate Secretary of the Authority shall set forth the reason for the absence of signature of any members of the governing body.]

This affidavit must be sent to the Division of Local Government Services, CN 803, Trenton, New Jersey 08625 within 45 days of receipt of the Local Finance Board's findings and recommendations on the proposed project financing.
RESOLUTION

WHEREAS, a proposed project financing has been submitted to the Local Finance Board for review pursuant to N.J.S.A. 40A:5A-6 by the officials of the Hudson County Improvement Authority (the "Authority"); and

WHEREAS, the County has created the Authority for the express purpose, among other things, of facilitating the development and financing of public facilities and development projects within the County; and

WHEREAS, pursuant to the terms of the Act, the Authority is authorized to provide public facilities, as such term is defined therein, within the County, including the financing of the acquisition of same; and

WHEREAS, the Authority is authorized by law to, among other things, make loans to any governmental unit (a "Local Unit") or person for the planning, design, acquisition, construction, equipping and furnishing of public facilities in the County and/or pooled loans for governmental units within the County in order to achieve more favorable interest rates and terms for those local governmental units (collectively, the "Projects"); and

WHEREAS, the Authority is authorized by law to finance public facilities through the acquisition of debt, including, without limitation, any notes (the "Authority Notes") issued pursuant to a resolution of the Authority entitled "Note Resolution - County-Guaranteed Pooled Notes (Local Unit Loan Program)" adopted on August 12, 2009 (the "Note Resolution"); and

WHEREAS, the Authority proposes to issue $57,455,500 aggregate principal amount of County-Guaranteed Pooled Notes, Series 2020 A (Local Unit Loan Program), and which, along with prior outstanding obligations issued pursuant to the Note Resolution, shall constitute "Authority Notes"; and

WHEREAS, through the pooled note loan program, the Authority issues its Authority Notes to purchase and/or refinance, on a pooled basis, notes of the Local Units (the "Local Unit Notes"); and

WHEREAS, pursuant to N.J.S.A. 40:37A-80, the County is authorized, upon such terms and conditions as may be agreed to by the County and the Authority, to unconditionally guaranty the punctual payment of the principal of and interest on any Authority Notes by ordinance duly adopted or by instruments or other action authorized by such ordinance; and

WHEREAS, the County shall provide assistance in the financing of the Authority Project by unconditionally guarantying the principal of and interest on the Authority Notes in one or more series, including renewals, if any, in an aggregate principal amount not
exceeding $300,000,000 at such rates and such terms as approved by the Authority consistent with the exercise of its public responsibilities (the "County Guaranty"); and

WHEREAS, the County Guaranty shall be severable and applicable to the Authority Notes to the extent the proceeds of the Authority Notes are used to purchase the Local Unit Notes of each Local Unit, such that in the event of a failure of a particular Local Unit (or a series of Local Units, as the case may be) to pay debt service for its Local Unit Notes (or their Local Unit Notes, as the case may be) to the Authority, the County Guaranty shall solely be applicable and become available for that portion of Authority Notes equivalent to the nonpayment of debt service by said Local Unit (or said Local Units, as the case may be) on its Local Unit Notes (or their Local Unit Notes, as the case may be); and

WHEREAS, the County and the Authority desire to take advantage of such Act by providing for the County Guaranty as provided herein; and

WHEREAS, in accordance with Section 13 of the Act (N.J.S.A. 40:37A-56), an improvement authority may not undertake any project for the acquisition, development or construction of a public facility or the making of agreements in connection therewith unless said project is consented to by the Board of Chosen Freeholders; and

WHEREAS, prior to the issuance of the Authority Notes, the Authority will have made a detailed report to the Board, which report will include, without limitation, this note resolution, the Authority Notes, and such other financing documents as are central to the issuance of the Authority Notes (collectively, the "Financing Documents"); and

WHEREAS, the Local Finance Board has held a hearing pursuant to N.J.S.A. 40A:5A-7 on January 8, 2020 to review the Bond Resolution; and

WHEREAS, the Local Finance Board has given consideration to those matters, to the extent applicable, as provided for by law, and has examined estimates, computations or calculations made in connection with such submissions, and has required the production of such papers, documents, witnesses or information and taken such action which it has deemed necessary for its review of such submissions.

NOW, THEREFORE, BE IT RESOLVED that the Local Finance Board does hereby make the following findings:

(a) that the project costs have been determined by reasonable and accepted methods;

(b) that the method proposed for the funding of the project costs and the proposed maximum terms and provisions of the financing and of a proposed financing agreement are not unreasonable or impractical, and would not impose an undue and unnecessary financial burden on the local inhabitants within the Authority's jurisdiction or would not materially impair the ability to pay promptly the principal of and the interest on
the outstanding indebtedness thereof or to provide essential public services to the inhabitants thereof;

(c) that the proposed or maximum terms and conditions of the sale are, in light of current market conditions for obligations of similar quality, reasonable;

BE IT FURTHER RESOLVED that the Local Finance Board does not deem it necessary to make any of the recommendations with regard to this project financing which the Board is authorized to make pursuant to N.J.S.A. 40A:5A-8; and

BE IT FURTHER RESOLVED that the details of the issuance of any obligations associated with this application, as included in the term sheet (closing statement), shall be promptly provided to the Executive Secretary by forwarding a copy of said term sheet (closing statement); and

BE IT FURTHER RESOLVED that the Executive Secretary of the Local Finance Board is hereby authorized and directed to certify or to endorse such documents or instruments as may be necessary, convenient or desirable in order to carry out the purpose and provisions of the Law and this Resolution; and

BE IT FURTHER RESOLVED that pursuant to N.J.S.A. 40A:5A-7 that the governing body of the Authority shall provide the Executive Secretary within 15 days the required resolution and affidavit; and

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately.

Patricia Parkin McNamara,
Executive Secretary
1-2020-6

2020 SUBORDINATED SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED $2,300,000 SUBORDINATED WATERFRONT IMPROVEMENT BONDS OR NOTES OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AND DETERMINING OTHER MATTERS RELATED THERETO

Adopted January 8, 2020
2020 SUBORDINATED SUPPLEMENTAL BOND RESOLUTION AUTHORIZING THE
ISSUANCE OF NOT TO EXCEED $2,300,000 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 2020 Subordinated Supplemental Bond Resolution may
hereinafter be cited by the Authority and is hereinafter sometimes referred to as the “2020
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 2020
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 2020 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.

“2020 Bond” means the Authority’s subordinated bond or note issued in a principal amount
not to exceed $2,300,000 pursuant to this 2020 Subordinated Supplemental Resolution and the
2020 Bond shall be considered a “Bond” as defined in the General Bond Resolution.

"2020 Project" means the refunding of the obligation issued by the Authority in 2019 in
the par amount of $2,930,000.

“2020” Subordinated Supplemental Resolution” means this subordinated supplemental

"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 2020 Bond.
"Herein," "hereunder," "hereby," "hereto," and "hereof" and any similar terms refer to this 2020 Subordinated Supplemental Resolution; the term "heretofore" means before the adoption of this 2020 Subordinated Supplemental Resolution; and the term "hereafter" means after the adoption of this 2020 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 2020 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 2020 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 2020 Subordinated Supplemental Resolution or of any 2020 Bond.
ARTICLE II

Determinations By and Obligations of the Authority

Section 201. Authority for 2020 Subordinated Supplemental Resolution. This 2020 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 2020 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 2020 Bond.

Section 202. 2020 Bond to Constitute Additional Bonds. The 2020 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 2020 Subordinated Supplemental Resolution.

Section 203. Resolution to Constitute Contract. In consideration of the purchase and acceptance of the 2020 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 2020 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 2020 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 2020 Project. The Authority hereby determines that the aggregate estimated Cost of the 2020 Project shall not exceed $2,300,000 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 2020 Bond

Section 301. Authorization and Purpose of the 2020 Bond. The 2020 Bond of the Authority in the principal amount of not to exceed $2,300,000 for the 2020 Project is hereby authorized to be issued pursuant to Sections 314 and 315 of the General Bond Resolution, such 2020 Bond to be titled as the Authority may designate. The 2020 Bond is authorized and will be issued to provide funds for the Cost of the 2020 Project.

Section 302. Description of the 2020 Bond; Delegation of Sale of the 2020 Bond.

(A) Term. The 2020 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 2020 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 2020 Bond on behalf of the Authority, to the purchaser thereof, including the power to determine among other things (i) the amount of 2020 Bond to be issued, provided such amount does not to exceed $2,300,000 for the 2020 Project, (ii) the time and the manner of sale of the 2020 Bond and the Closing (as hereinafter defined) in connection therewith, (iii) the denomination and rate of interest to be borne by the 2020 Bond, and (iv) such other terms and conditions as may be necessary or related to the sale of the 2020 Bond. Such sale, award, terms and conditions of the 2020 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 2020 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 2020 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 2020 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 anyone 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 2020 Bond (the “Closing”).

(E) Form of 2020 Bond. The 2020 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 2020 Bond and Application of Proceeds of Sale. The 2020 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 2020 Bond, including accrued interest (if any) received upon delivery thereof, shall, simultaneously with the issuance of the 2020 Bond, be paid and applied by the Authority in accordance with the General Bond Resolution, this 2020 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 2020 Subordinated Supplemental Resolution and the Financing Documents.

Section 304. No Recourse on the 2020 Bond. No recourse shall be had for the payment of the principal of or the interest on the 2020 Bond or for any claim based thereon or on this 2020 Subordinated Supplemental Resolution or the General Bond Resolution against any member or other officer of the Authority or any person executing the 2020 Bond. The 2020 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 2020 Bond. An Authorized Authority Representative is hereby authorized to execute by the manual or facsimile signature the 2020 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 2020 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 2020 Bond as stated in the Certificate. The Underwriter shall be compensated in accordance with the 2020 Purchase Contract authorized below.

Section 308. **Sale of 2020 Bond; Approval of 2020 Purchase Contract.** An Authorized Authority Representative is hereby authorized and directed to negotiate, execute and deliver a purchase contract or certificate for the 2020 Bond (the “2020 Purchase Contract”) with the Underwriter or such other entity as may purchase the 2020 Bond. Such 2020 Purchase Contract, along with the Certificate shall determine the terms and conditions relating to the sale of the 2020 Bond. The 2020 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 2020 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 2020 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 2020 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 2020 Bond to the public.
ARTICLE IV

Redemption of 2020 Bond

Section 401. **2020 Bond Subject to Redemption.** The 2020 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 2020 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 2020 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 2020 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 2020 Subordinated Supplemental Resolution in connection with the issuance, sale and delivery of the 2020 Bond.
Moved by:

Seconded by:

**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 8, 2020.

ELIZABETH RAMOS, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY
APPROVING A SHARED SERVICES AGREEMENT
BETWEEN THE COUNTY OF HUDSON AND
THE HUDSON COUNTY IMPROVEMENT AUTHORITY

WHEREAS, on occasion the County of Hudson (hereinafter "the County") has had the need to request that the Hudson County Improvement Authority (hereinafter "the HCIA") perform certain services on the County’s behalf and continues to have this same need; and

WHEREAS, the Hudson County Improvement Authority has presented and will present a proposal for approval by the County Administration prior to any work being commenced; and

WHEREAS, N.J.S.A. 40A:65-a specifically authorizes the use of "Shared Services and Consolidation Act Agreements" to provide for combined agency cooperation for the provision of services for such public purposes, preventing redundant service and cost; and

WHEREAS, the County has agreed to reimburse the Hudson County Improvement Authority for all costs associated with the specific provision of these services; and

WHEREAS, the services that have been provided to the County of Hudson by the Hudson County Improvement Authority and shall continue to be provided are:

1. Environmental, engineering and construction (including construction management) services involving County roadways, facilities, building and properties, whether leased or own by the County.

2. Services as may be supplied by its Office of Planning and Energy.

3. Services related to the recreational needs of the County residents.
4. Services relating to the housing and economic development needs of County residents, including providing guidance and support to the Hudson County Economic Development Corporation.

5. Services relating to the transportation, educational and occupational needs of County residents and employees.

6. Services relating to the security, hazard prevention, hazard mitigation and hazard remediation needs of the County and its residents.

7. Services relating to advocacy before legislative bodies and officials, as well as governmental organizations, espousing the needs of the County and its residents.

8. Oversight and delivery of capital projects as requested by the County.

9. Legal and financial services related to any of the foregoing.

WHEREAS, from time to time the HCIA has a need to retain goods and/or services in connection with the operation of the HCIA; and

WHEREAS, the procurement staffing and practices of the HCIA are not as varied and specially trained as those employed by the County; and

WHEREAS, the County has a Purchasing Department which has the ability to acquire goods and services through various methods of procurement; and

WHEREAS, from time to time the HCIA may have a need to acquire those goods and/or services which have already been acquired by the County; and
WHEREAS, subject to the needs of the HCIA and the ability of the County to provide any goods and/or services, the HCIA may acquire those goods and/or services from the County that have been procured by the County through a process consistent with the Local Public Contracts Law; and

WHEREAS, the parties agree that should the HCIA acquire any goods and/or services from the County the HCIA shall reimburse the County for the goods and/or services in an amount equal to the amount the County is contractually obligated to pay for the goods and/or services; and

WHEREAS, the HCIA and the County agree that on January 1st of each year of the term of this Agreement they shall meet to determine the amount owed by either party to the other based upon the goods and/or services provided to the other during the previous year of the Agreement; and

WHEREAS, once the parties agree upon the amount to be paid to the other then payment shall be made within thirty (30) days thereafter; and

WHEREAS, funding for the stated services and projects will be appropriated in various operating and capital budgets as appropriate; and

WHEREAS, the length of the agreement shall be for ten (10) years, beginning on January 1, 2020 and ending on December 31, 2029; and

WHEREAS, all other contracts with the County of Hudson and the HCIA are hereby rescinded; and

WHEREAS, it is in the best interests of the Hudson County Improvement Authority to enter into this Shared Services Agreement with the County of Hudson.

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 hereby authorizes the Chairman, Vice Chairman, Chief Executive Officer or Executive Director/CFO, and each of them hereby is authorized to execute any and all documents and take any and all actions necessary to complete and realize the intent and purpose of this Resolution.

3. A copy of this Resolution shall be forwarded to the Clerk of the County of Hudson for public inspection and is also available for public inspection at the offices of the Authority located at 830 Bergen Avenue, 9th Floor, Jersey City, New Jersey between the hours of 9:00 a.m. and 5:00 p.m.

4. This Resolution shall take effect immediately.

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ELIZABETH RAMOS, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE AWARD OF CONTRACTS TO ADVANCED ENTERPRISES RECYCLING, INC. FOR THE DISPOSAL OF PROCESSEABLE AND NON-PROCESSEABLE 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

WHEREAS, in response to the Bid Specifications and Addendum, the Authority received two bids on October 10, 2013 for Processible Waste disposal services from Advanced Enterprise Recycling, Inc ("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 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 had 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 the Authority 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, AERI and the Authority negotiated per ton disposal rates for the two extension years of the contract that produced savings to the Authority and the ratepayers in the County; and

WHEREAS, in anticipation of the closure of the NJMC disposal facilities in June 2016, the Authority issued Bid Specifications on November 16, 2015 for the provision of 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”) and by resolution duly adopted on January 27, 2016, the Authority awarded a contract for a period of three years to Waste Management of New Jersey, Inc. (“WMI”) as the lowest, complying and responsible bidder, for the provision of disposal services for Non-Processible Waste; and

WHEREAS, while review of the contract with WMI was pending before NJDEP, 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, NJSEA filed a condemnation action in the Superior Court in the 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 resolutions, the Authority approved the execution of an Extension Agreements with NJSEA while the condemnation action and Permit renewal review were being completed; and

WHEREAS, in response to Bid Specifications issued by the Authority on June 28, 2019 for the provision of solid waste disposal services for all Non-Processible Waste, WMI submitted a fully responsive and complying bid to process 50,000 tons of Non-Processible Waste for a twelve-month 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, on July 30, 2019, pursuant to duly adopted resolution, the Authority awarded a contract to WMI for the provision of disposal services of all Non-Processible Waste generated within the County for a term of twelve months, commencing on or about December 1, 2019 through November 30, 2020 at a rate of $78.00 per ton; and

WHEREAS, based upon the expiration of the contract with AERI in 2020, the Authority issued bid specifications to publicly procure solid waste disposal services for Processible Waste, commencing on July 1, 2020 for a term of three years with the Authority maintaining the right to extend the contract for two additional one-year periods through June 30, 2025, and also procure solid waste disposal services for Non-Processible Waste, commencing on December 1, 2020 to terminate simultaneously with the contract for the disposal of Processible Waste; and

WHEREAS, on December 17, 2019, the Authority received bids from AERI, WMI, and Covanta Sustainable Solution, LLC for disposal services for Processible Waste and Non-Processible Waste; and

WHEREAS, the Authority’s staff and professional consultants have examined the aforesaid bids and recommend that contracts be awarded to AERI, as the lowest, responsible and complying bidder, for the provision of solid waste disposal services as of July 1, 2020 for approximately 450,000 tons of Processible Waste generated within the County and, upon the expiration of the contract with WMI on December 1, 2020, of approximately 50,000 tons of Non-Processible generated within the County; and

WHEREAS, the award of contracts to AERI is in its best interests of the citizens of the County and the County System to ensure the continuous availability of safe, adequate and proper solid waste disposal services to the citizens of the County at a reasonable market price, and is necessary for the efficient operations of the Authority and the County System;

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 a contract for the provision of solid waste disposal services for approximately 450,000 tons of Processible Waste generated within the County be awarded to Advanced Enterprises Recycling, Inc. at the per ton price bid for each year of the three-year term of the Disposal Services Agreement, with the Authority maintaining an option in its sole discretion for two additional years, which bid was the lowest, responsible and complying bid for the disposal services, as permitted by Section 1.5.1 of the Bid Specifications.
3. That a contract for the provision of solid waste disposal services for approximately 50,000 tons of Non-Processible Waste generated within the County be awarded to Advanced Enterprises Recycling, Inc. at the per ton price bid for each year of the three-year term of the Disposal Services Agreement, with the Authority maintaining an option in its sole discretion for to extend the contract through June 30, 2025, which bid was the lowest, responsible and complying bid for the disposal services, as permitted by Section 1.5.1 of the Bid Specifications.

4. 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 contract awards at the per ton disposal rates bid by Advanced Enterprises Recycling, Inc.

5. That Special Counsel is hereby authorized to prepare the contracts and filing with the New Jersey Department of Environmental Protection and any amendment to the County Plan to effectuate the objectives of this Resolution.

6. 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.

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

8. 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.
9. This Resolution shall take effect immediately.

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ELIZABETH RAMOS, ASSISTANT SECRETARY
(SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY RECOMMENDNG AN AMENDMENT TO THE HUDSON COUNTY DISTRICT SOLID WASTE MANAGEMENT PLAN TO INCORPORATE NEW CONTRACTS FOR SOLID WASTE DISPOSAL SERVICES

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 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, Solid Waste Types 10 and 25 ("Processible Waste") generated within the County and collected either by a municipality or pursuant to municipal contract are currently required by the County Plan to be delivered to the Advanced Enterprises Recycling, Inc. ("AERI") materials recovery facility and transfer station in Newark, New Jersey, where such waste is transferred on to rail cars for delivery to out-of-state landfills for disposal; and

WHEREAS, Solid Waste Types 13, 13C, 23 and 27 ("Non-Processible Waste") generated with the County is currently required to be delivered to the transfer stations owned and operated by Waste Management of New Jersey, Inc. ("WMI"), where such waste is transferred on to trailers pursuant to duly adopted resolution and contract to WMI for the provision of disposal services of all Non-Processible Waste for a term of twelve months, commencing on or about December 1, 2019 through November 30, 2020; and

WHEREAS, in anticipation of the expiration of the current contract with AERI, the Authority issued bid specifications to publicly procure solid waste disposal services for Processible Waste, commencing on July 1, 2020 for a term of three years with the Authority maintaining the right to extend the contract for two additional one-year periods through June 30, 2025, and also procure solid waste disposal services for Non-Processible Waste, commencing on December 1, 2020 to terminate simultaneously with the contract for the disposal of Processible Waste; and
WHEREAS, on December 17, 2019, the Authority received bids from AERI, WMI, and Covanta Sustainable Solution, LLC for disposal services for Processible Waste and Non-Processible Waste; and

WHEREAS, on January 8, 2020, pursuant to duly adopted resolution, the Authority awarded contracts to AERI to provide disposal services of all Processible Waste and Non-Processible Waste generated within the County; and

WHEREAS, after careful analysis and evaluation, the Authority has prepared a proposed Plan Amendment (appended hereto as Appendix A), providing for implementation of solid waste disposal services memorialized in Disposal Services Agreements with AERI that were obtained through a non-discriminatory procurement for Processible Waste and Non-Processible Waste, as part of the County System; and

WHEREAS, the proposed amendment to the County Plan 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. The aforesaid recitals are incorporated herein as if fully set forth at length.

2. The Authority hereby formally recommends to the Board of Chosen Freeholders of the County of Hudson that the Hudson County Solid Waste Management Plan be amended as set forth substantially in the form of the proposed Plan Amendment (Appendix A), upon the requisite notice and public hearings being conducted in accordance with the Act, and the rules and regulations made and provided for same.

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 office of the Authority at 830 Bergen Avenue, Ninth Floor, Jersey City, New Jersey.
5. 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 8, 2020.

[Signature]

ELIZABETH RAMOS, ASSISTANT SECRETARY (SEAL)
RESOLUTION OF THE HUDSON COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING AN AGREEMENT TO PARTICIPATE IN THE
UNION COUNTY COOPERATIVE PRICING SYSTEM

WHEREAS, N.J.S.A. 40A:11-1 et seq., authorizes contracting units to enter into
Cooperating Pricing Agreements; and

WHEREAS, the County of Union hereinafter referred to as “the Lead Agency” has
offered voluntary participation in a “Cooperative Pricing System” for the purchase of work,
materials and supplies; and

WHEREAS, the Hudson County Improvement Authority in the County of Hudson
desires to participate in the Union County Cooperative Pricing System Agreement.

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. This Resolution shall be known and cited as the Union County
Cooperative Pricing Resolution of the Hudson County Improvement
Authority.

3. Pursuant to the provisions of N.J.S.A. 40A:11-11(5), the
Chairman, Vice Chairman or Chief Executive Officer and/or Executive
Director/CFO in consultation with the Chairman of the Authority to enter into
and execute a Cooperative Pricing Agreement with the Lead Agency together
with any other amendments, additions or modifications thereto as may arise.

4. The Lead Agency shall be responsible to comply with the
provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et. seq.) and
all other provisions of the revised statutes of the State of New Jersey.
5. A copy of this Resolution together with a copy of the executed Agreement, shall be forwarded to the Clerk of the Board of Chosen Freeholders for public inspection and is also available for public inspection at the offices of the Authority located at 830 Bergen Avenue, 9th Floor, Jersey City, New Jersey between the hours of 9:00 a.m. and 5:00 p.m.

6. This Resolution shall take effect immediately.

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ELIZABETH RAMOS, ASSISTANT SECRETARY
(SEAL)