

MINUTES of the Special Meeting held on June 10, 2015, at 3:00 p.m.,
Administrator's Conference Room #547
Administration and Records Building, Morristown, New Jersey

At 3:00 p.m., John Bonanni, Chairman to the Morris County Improvement Authority called the meeting to order. The following persons were in attendance:

John Bonanni, Chairman
Christina Ramirez, Commissioner
Scott Gallopo, Commissioner
Joseph Kovalcik, Commissioner – Arrived 6:45 p.m.
Matt Jessup, Esq., McManimon, Scotland and Baumann, LLC
Heather Litzebauer, NW Financial
Doug Bacher, NW Financial

Commissioner Bonanni asked for “roll call” for the Authority. Four (4) of the five (5) Commissioners were in attendance, Ms. Christina Ramirez, Mr. Scott Gallopo, Mr. John Bonanni, and Mr. Joseph Kovalcik. A quorum was established.

Executive Session – No Executive Session requested.

Agenda item 6(i) was discussed – Resolution authorizing the execution of a contract for Energy Consulting services. Matrix New World was recommended by the Energy Consultant RFP Committee. A resolution will be reviewed and if adopted by the Freeholder Board at their Public Meeting this evening Matrix New World will be awarded the contract. Commissioner Kovalcik made a motion to adopt this resolution, Commissioner Ramirez seconded the motion. Roll was called. The resolution was approved unanimously (No. 15-29) “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE EXECUTION OF A CONTRACT FOR ADVISORY, OWNER'S REPRESENTATION AND PROJECT AND CONSTRUCTION MANAGEMENT OVERSIGHT CONSULTING SERVICES (No. 15-29) was adopted.

Matt Jessup explained the Freeholder recommendation is part of this process and that unlike the resolution for Counsel whereby the resolution was first presented to Freeholder Board, the Energy Consultant resolution is being presented first at the Improvement Authority Meeting and this resolution will not take effect until the Freeholder Board adopts the County Resolution.

Commissioner Gallopo commented that the Freeholder Board is the ultimate decision maker in this process. A question was presented by the public asking who the Freeholders on the committee were. Commissioner Gallopo stated Freeholders Mastrangelo, Lyon and DeFillipo were on the Committee along with Commissioner Kovalcik and headed by Scott.

Commissioner Bonanni addressed the public, that when the Improvement Authority went out for an Energy Consultant, there are two components to the process the construction management component and the economic component. An RFP was re-issued for the economic component, which will be due on June 20, 2015.

Agenda item 6(ii) was discussed - Resolution authorizing payment of invoices to US Bank National Association who is the Bond Trustee for the 2011 Morris County IA Bonds, Traunch 2 Energy Bonds and in connection with the one year rollover of the “B” Note along with Trustee Services and Administrative Services Invoices. Resolution #15-30 approves payment. Commissioner Kovalcik made a motion to adopt this resolution, Commissioner Gallopo seconded the motion. Roll was called. The resolution was approved

unanimously (No. 15-30) “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE PREPARATION OF A REQUISITION TO PAY CERTAIN ADMINISTRATIVE EXPENSES IN CONNECTION WITH TRANCHE II OF THE AUTHORITY'S RENEWABLE ENERGY PROGRAM (No. 15-30) was adopted.

Agenda item 6(iii) Bill List - Resolution approving the payment of bills as listed on the Schedule of Warrants. Commissioner Ramirez made a motion to adopt this resolution; Commissioner Gallopo seconded the motion.

Roll was called. The resolution was approved unanimously. The motion carried and Resolution “Bill List” (NO.15-31) was adopted.

Commissioner Bonanni requested clarification from Matt Jessup regarding the build/no build meetings and that these meetings will remain closed until the decision is made which EPC firm the Improvement authority is going with, Matt Jessup confirmed Commissioner Bonanni’s statement and commented that a) due to the Proprietary information of the EPC’s and B) Not exposing the IA’s bargaining power is the reasoning behind the closed meetings.

Commissioner Bonanni confirmed that a conference call was held with all the un-built local units to update and confirm their participation in the program. There were not any local units that have pulled out of the program.

Prior to opening up the meeting to the public, Matt Jessup discussed an administrative issue relating to the last Improvement Authority meeting. Apparently there were four (4) resolutions discussed in closed session numbers 25, 26, 27 & 28. One resolution #25 which relates to Traunch I approves maintenance and repairs at Mennen Arena and the other resolution related to Traunch I for typical O&E expenses were drafted into one resolution (Resolution #25) therefore the information from Resolution #28 is included in Resolution # 25, resulting in only three (3) resolutions acted upon reserving the #28. That is why the June 10th meeting Agenda starts with Resolution #29.

Another issue Matt would like to mention relating to Traunch I, we have not yet experienced and small repairs or maintenance issues however, a data logger at the Morris Knolls site is not functioning, it keeps getting knocked off line and requires a service call for someone to come out and reset it. SPower manages the sites in Traunch I and they recommend that for \$800 to replace the data logger. Matt recommends that a resolution be presented at the next Improvement Authority meeting to set a threshold price that the energy consultant can authorize small repairs/replacement/maintenance up to \$2,500.00, or \$1,500.00 without having to come to the Authority every time there are repair or replacements needed.

The public portion of the meeting was opened.

Mr. Moken stressed how critical it was to maintain all IA infomratin and records as Sussex county recently had a retention problem. Mr. Moken requested that some action be taken today even if to tell everyone to insure that nothing gets destroyed.

Matt Jessup stated that because of the lawsuits, nothing has been destroyed for the last few years anyway. Commissioner Kovalcik stated that the County/MCIA follow New Jersey division of archives and records management, the County /MCIA follow what their recommendations are.

Commissioner Bonanni requested that that Commissioner Kovalcik check with the County CIO to make sure that no e-mails are deleted.

Bill Eames – Wanted to reiterate the sensitivity to public sessions - his concern is that policy matters under the state laws did not slide under the veil of negotiation or bargaining and if the MCIA has a choice that it should be made private or public that there e consideration that it be made public. Commissioner Bonanni concurs.

Barbara Eames spoke about 2 of her acquaintances that both have solar and learned that they each had different arrangements, one similar to the MCIA program where they paid nothing and the other paid a significant amount and owns the solar panels and therefore gets the credits. Her question-are there other various ways to consider. Matt Jessup explained that the MCIA program is similar first scenario he also stated that the purpose of the new energy consultant is to bring new technologies ideas to MCIA as they occur. And to help us to decide the build/no build sites.

Mrs. Eames expressed a concern with the Solar Panels as a fire hazard whereby a building with solar panels was completely destroyed by fire because the fire department was not trained for this situation. Commissioner Bonanni assured her Morris County has trained with the local units regarding this matter.

Mrs. Eames questioned whether the local units for the un-built sites were still interested in the program. Matt Jessup responded that none of the local units backed out and remain very interested in continuing in the program. Commissioner Gallopo commented that was the purpose of the conference call. Each site will looked at site by site and the economics of each site will determine whether or not the site will be built or not.

Mr. Moken additional comments: regarding the solar panels at Mennen Arena, the damaged solar panels are not performing at the present time there is no revenue being generated, he is concerned about the compatibility issue as well.

Mr. Moken asked if there will be enough money budgeted for the remainder of the sites to be built. Matt Jessup said that it is estimated that between the project fund money and the 1603 grant funds that there will be sufficient funds to build 100% of the sites. Commissioner Bonanni stated that the cash disbursement handout indicated that there are approximately \$7.5 million in project funds and approximately \$3 million for a total of \$10.5 million necessary to build out the remainder of the sites.

The June 10, 2015 Special Meeting of the Morris County Improvement Authority was adjourned at 4:20 p.m.

Respectfully submitted,

Cynthia Rueter
Recording Secretary

