

**MINUTES of the Special Meeting held on July 7, 2015, at 6:00 p.m.,
Knox Conference Room #525
Administration and Records Building, Morristown, New Jersey**

At 6:05 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
Scott Gallopo, Commissioner
Joseph Kovalcik, Commissioner
Ellen Sandman, Commissioner
Kathy DeFillippo, Freeholder Director
Matt Jessup, Esq., McManimon, Scotland and Baumann, LLC
Heather Litzebauer, NW Financial
Jennifer Edwards, Acacia Financial
Tom Brys, MatrixNewworld
Paul Van Gelder, MatrixNewworld

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

Commissioner Bonanni asked for approval of the May 28, 2015 and the June 10, 2015 Special Meetings, both regular and executive session minutes. Commissioner Kovalcik made a motion to accept the minutes of May 28, 2015 and the June 10, 2015 Special Meetings and Commissioner Gallopo seconded the motion; Commissioner Sandman abstained, Commissioner Bonanni also in favor to accept the minutes of the May 28, 2015 and the June 10, 2015 Special Meetings.

Executive Session – Commissioner Sandman made a motion to enter into Executive Session to discuss contractual matters relating to Solar I and Solar II and regular Authority business. Commissioner Kovalcik seconded the motion. At 6:07 p.m. the Board entered Executive Session.

Agenda item 6(i) was discussed – Resolution authorizing Commissioner Bonanni as the Custodian of Government Records with respect to OPRA requests and OPRA related matters. Commissioner Sandman made a motion to adopt this resolution, Commissioner Kovalcik seconded the motion. Roll was called. The resolution was approved unanimously (No. 15-32) “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY DESIGNATING AND APPOINTING THE CHAIRPERSON OF THE AUTHORITY AS GOVERNMENT RECORDS CUSTODIAN PURSUANT TO N.J.S.A. 47:1A-1.1, *ET SEQ.*, THE NEW JERSEY OPEN PUBLIC RECORDS ACT (No. 15-32) was adopted.

Agenda item 6(ii) was discussed - Resolution authorizing the Trustee to pay administrative expenses for professional services related to Solar II in the amount of \$203,298.61 and the transfer of funds from the County Security Fund in the amount of \$103,948.13 to provide for the shortfall in the remaining portion of the June 2015 Payment Requisition. Commissioner Gallopo made a motion to adopt this resolution, Commissioner Kovalcik seconded the motion. Roll was called. The resolution was approved unanimously (No. 15-33) “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE TRANSFER OF FUNDS IN CONNECTION WITH THE MORRIS COUNTY IMPROVEMENT AUTHORITY’S COUNTY OF MORRIS GUARANTEED RENEWABLE ENERGY PROGRAM LEASE REVENUE BONDS, SERIES 2011 AND CERTAIN OTHER MATTERS RELATED THERETO (No. 15-33) was adopted.

Agenda item 6(iii) was discussed - Resolution delegating Commissioner Bonanni the power to approve minor capital repairs in the amount of \$2,500.00 or less relating to Solar I Solar Program. Commissioner Sandman made a motion to adopt this resolution, Commissioner Kovalcik seconded the motion. Roll was called. The resolution was approved unanimously (No. 15-34) "RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY DELEGATING TO THE CHAIRPERSON OF THE AUTHORITY THE POWER TO APPROVE MINOR CAPITAL REPAIRS IN CONNECTION WITH THE AUTHORITY'S RENEWABLE ENERGY PROGRAMS (15-34) was adopted.

Agenda item 6(iv) Bill List - Resolution approving the payment of bills as listed on the Schedule of Warrants. Commissioner Gallopo made a motion to adopt this resolution; Commissioner Sandman seconded the motion. Roll was called. The resolution was approved unanimously. The motion carried and Resolution "Bill List" (NO.15-35) was adopted.

The public portion of the meeting was opened.

Commissioner Bonanni discussed the preliminary report by the new energy consultant, MatrixNewworld, looking at the un-built sites in conjunction with the EPC quotes they received to determine if indeed any of the projected un-built sites would not appear to be economical.

MatirxNewworld will have a draft report and once redacted will be posted on the Improvement Authority website within a couple days.

Mr. Moken commented: to clarify that the September 14th Improvement Authority meeting will be in executive session to discuss the economics of the potential un-built sites, when will the public be aware of these so they can ask questions or be part of that review process.

Commissioner Bonanni responded that once the build/no build committee meets they will go back to the Freeholder board and before a decision is made, there will be a public presentation. It is anticipated that the Freeholders will discuss at the first Freeholder meeting in October.

Mr. Moken also asked if there is a possibility of having at least two meetings, one regarding the presentation results and another one for discussion and questions from the public.

Commissioner Bonanni agreed that there will be voluminous information and to hold two meetings is a reasonable request.

Mr. Moken inquired about the repairs at Mennen Arena, have they begun? And, since a portion of the solar project has been down for over 1 year, is there a projected loss at this site? He is also concerned about the replacement panels not being compatible with the existing panels and will this be an issue in the future.

Matt Jessup responded that the work was authorized at the last meeting and has been undertaken, however, he is not certain whether or not the job has been completed. The IA will find out and report at the next meeting.

Agenda item 6(v) Possible Actions after Executive Session – Reschedule the September 17, 2015 Improvement Authority meeting due to the League of Municipalities Meeting in Atlantic City. The Meeting will be changed to Monday, September 14, 2015 at 6:00 p.m. in the Knox Conference Room, 5th Floor in the Administration and Records Building.

Agenda item 6(vi) - Additional Reports from Consultants: Jennifer Edwards, VP, Acacia Financial stated that the CGLP is usually busy during the summer months. A couple applications have been received and there are a couple closings scheduled. Commissioner Bonanni requested that a letter be sent out to all the School Superintendents and Business Administrators to promote the CGLP program and the benefit to their school districts.

The July 7, 2015 Special Meeting of the Morris County Improvement Authority was adjourned at 7:30 p.m.

Respectfully submitted,

Cynthia Rueter
Recording Secretary