

MORRIS COUNTY IMPROVEMENT AUTHORITY
MINUTES of the Annual Board Meeting held on May 24, 2017 at 10:00 a.m.
Knox Conference Room #525
Administration and Records Building, Morristown, New Jersey

At 10:00 a.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
Matt Jessup, Esq., McManimon, Scotland and Baumann, LLC
Heather Litzebauer, NW Financial
Doug Cabana, Freeholder Director
John Cesaro, Morris County Freeholder
Kathy DeFillippo, Morris County Freeholder
Hank Lyon, Morris County Freeholder
Thomas Mastrangelo, Freeholder Liaison
Christine Myers, Morris County Freeholder
Deborah Smith, Morris County Freeholder
Cathy Burd, Assistant County Administrator
John Napolitano, Morris County Counsel
Randy Bush, Assistant Morris County Counsel
Larry Ragonese, Digital & Communications Director
Scott DiGiralomo, Director, Law & Public Safety
Deena Leary, Director, Planning and Public Works
Allison Stapleton, Director, Employee Resources
John Tugman, Director, Information Technology
Jennifer Carpinteri, Director, Human Services

Public: Beth Jarett, Member RFP Review Committee
Eva Turbiner, Member RFP Review Committee
Carol DeGraw, Member RFP Review Committee
Peggy Wright, Reporter, Daily Record
David Jay, Reporter, WRNJ
Jeff Perselay, Perselay Associates

Commissioner Bonanni asked for the reading of the public statement in accordance with the Open Public Meetings Act, which was then read by Recording Secretary Cynthia Rueter.

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

1. Executive Session – The Morris County Improvement Authority joined the Freeholder Board Work Session during Closed Session to discuss the following:
 - i. Discussion of contract and related issues for one or more Series 2011 Renewable Energy Program Unbuilt Sites
 - ii. Discussion of contract and related issues in connection with the Authority's leasing of Morris View Healthcare Center

The Board entered Executive Session at 10:00 a.m. Commissioner Bonanni requested to suspend Open Session until the conclusion of the Freeholder Board Work Session. The Improvement Authority Meeting reconvened at 11:00 a.m. in Conference Room #547. Commissioner Bonanni did not join the Open Session of the Improvement Authority Meeting.

2. Commissioner Gallopo asked for approval of the April 18, 2017 meeting minutes including executive session. Approval of the minutes was tabled until the June 20, 2017 Improvement Authority meeting.
3. Official Action

Agenda item 5(i) was discussed – Resolution authorizing the preparation and issuance of an RFP for a consultant to act as an advisor in relation to the operation and maintenance Solar I and Solar II projects. Commissioner Kovalcik made a motion to adopt this resolution, Commissioner Sandman seconded the motion. Roll was called. The resolution was unanimously approved. Resolution No. 17-20 “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE PREPARATION AND ISSUANCE OF A REQUEST FOR PROPOSALS FOR RENEWABLE ENERGY CONSULTANT SERVICES IN CONNECTION WITH THE AUTHORITY’S RENEWABLE ENERGY PROGRAMS” (No. 17-20) was adopted.

Agenda item 5(ii) – Resolution authorizing the preparation and issuance of an RFP for General Counsel, Bond Counsel and Special Energy Counsel Services. Commissioner Kovalcik 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 No. 17-21 “RESOLUTION

OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE PREPARATION AND ISSUANCE OF A REQUEST FOR PROPOSALS FOR GENERAL COUNSEL, BOND COUNSEL AND SPECIAL ENERGY COUNSEL SERVICES” (No. 17-21) was adopted.

Agenda item 5(iii) – Resolution authorizing negotiations for the Lease of the Morris View Healthcare Center. The review committee recommended that the Authority enter into exclusive negotiations with Allaire Healthcare Group to lease Morris View. Commissioner Kovalcik 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 No. 17-22 “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING NEGOTIATIONS FOR THE LEASE OF THE MORRIS VIEW HEALTHCARE CENTER (No. 17-22) was adopted.

Agenda item 5(iv) – Resolution authorizing the issuance of a RFP for proposals for a Master Lessor in connection with the CGLP. The Authority is seeking a qualified banking institution obtain a lower interest rate for sub lease agreements to the local units. Commissioner Sandman made a motion to adopt this resolution, Commissioner Kovalcik seconded the motion. Roll was called. The resolution was approved unanimously. The motion carried and Resolution No. 17-23 “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE ISSUANCE OF A REQUEST FOR PROPOSALS FOR A MASTER LESSOR IN CONNECTION WITH THE COUNTY GUARANTEED LEASING PROGRAM” (No. 17-23) was adopted.

Agenda Item (5(v) - Resolution approving the payment of bills as listed on the Schedule of Warrants. Commissioner Sandman made a motion to adopt this resolution, Commissioner Kovalcik seconded the motion. Roll was called. The resolution was approved unanimously. The motion carried and Resolution "Bill List" (No. 17-24) was adopted.

6. Possible Actions after Executive Session –Nothing at this time.
7. Discussion – Nothing at this time.
8. Further Official Action – Resolution of the Morris County Improvement Authority Authorizing a lease Agreement between the Morris County Improvement Authority and the County of Morris. The Improvement Authority will in turn lease only the Morris View portion of the Healthcare Facility to Allaire. Commissioner Sandman made a motion to adopt this resolution, Commissioner Kovalcik seconded the motion. Roll was called. The resolution was approved unanimously. The motion carried and Resolution No. 17-25 “RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE EXECUTION OF A LEASE AGREEMENT BY AND BETWEEN THE MORRIS COUNTY IMPROVEMENT AUTHORITY AND THE COUNTY OF MORRIS, NEW JERSEY” (No. 17-25) was adopted.
9. Additional Reports – Nothing at this time.
10. The public portion of the meeting was opened – Beth Jarett, Member of the RFP Review Committee expressed her gratitude for being asked to join the committee and for the time and efforts of the Improvement Authority.
11. Adjournment - Commissioner Kovalcik made a motion to adjourn the meeting. Commissioner Sandman seconded the motion.

The May 24, 2017 meeting of the Morris County Improvement Authority was adjourned at 11:45 a.m.

The next Improvement Authority meeting will be held on **Tuesday, June 20, 2017** at 6:00 p.m. in the Knox Conference Room.

Respectfully submitted,

Cynthia Rueter, Recording Secretary
Morris County Improvement Authority