

**Minutes of the Regular Meeting of the  
Monmouth County Bayshore Outfall Authority  
Monday, February 7, 2011, 7:37 p.m.  
MCBOA Conference Room  
200 Harbor Way, Belford, New Jersey**

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**I. CALL TO ORDER**

Michael C. Sachs, Authority Chairman, called the Meeting to Order.

**II. COMPLIANCE STATEMENT:**

The Chairman announced that adequate notice has been given to the public and press of the date, time and place of this Meeting, in accordance with P.L. 1975, Chapter 231, "Open Public Meetings Act."

**III. ROLL CALL – ATTENDANCE**

Commissioners Present: Aumack, Foley, Knox, Loud-Hayward, Sachs, Smith and Sodon

Commissioners Absent: Schoeffling

Also Present: Gregory Vella, Esq., Authority Attorney, Collins, Vella and Casello, L.L.C.  
John McKelvey, P.E. Authority Engineer, T&M Associates  
Theodore Panis, CPA, Authority Accountant, Panis & Attner, P.A.  
Edward Tuberton, Foreman  
Barbara Vilanova, Recording Secretary

**IV. Approval of Minutes – Authority Regular Meeting Held on 1/10/11**

On **Motion** by Mr. Sodon, **Seconded** by Mr. Knox, the Minutes of the 1/10/11 Public Meeting were approved as presented by all Members present, no nays, no abstain, one absent.

**REPORT OF ADVISORS  
Foreman's Monthly Report**

Edward Tuberton, MCBOA Foreman, presented his monthly report.

❖ **Monthly Highlights**

- Solar Project Update
- Many Mind Creek
- Jersey Avenue Bridge Replacement
- Dodge Durango Windshield replaced
- All meters calibrated
- JIF meeting attended 1/20/11

**Office Manager's Monthly Report**

❖ **Monthly Highlights**

- BRSA & TOMSA first quarter payments received
- 1<sup>st</sup> quarter flow of funds completed by Trustee
- Monmouth County Pump Station agreement and payment
- Staples State Contract
- OSHA Form 300A completed and posted
- Ceridian Payroll Training 2/2/11
- Schedule of Fees for 2011 Bond
- NJUA JIF Public Official & Employment Practices Liability Claim Representatives

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- AEA Energy Savers Wave Award Nomination Submittal
- Solar Project added to Insurance

Ms. Vilanova also reported on the January –December 2010 budget vs. actual on a cash basis and the solar project note expenses to date.

### Attorney

Mr. Vella thanked the chairman, vice-chairman and commissioners for his appointment as Authority Attorney.

Mr. Vella reported that the bond closed on January 24<sup>th</sup>, 2011 and the money is sitting there waiting for the payoff date. Mr. Vella has been in contact with Tammy in reference to the Authority's clean energy rebate check and she assured Mr. Vella that she is doing everything possible to get the check processed quickly. The Board will need to authorize a supplemental resolution to execute a contingency plan in case the rebate check is not received. Bond Counsel has been in touch with the Authority's local bank, Two River Community in Port Monmouth, and they are interested in handling the temporary financing not to exceed \$1.31 M to cover the rebate check.

Mr. Vella also reported that the NJDEP has authorized the Authority to conduct the internal pipeline inspection in the area of the Many Mind Creek Remediation site. The DEP is permitting the discharge into the creek with certain conditions and the inspection must take place prior to March 1, 2011. NJNG will also place \$10K in escrow to cover the cost of the inspection. To date Mr. Vella has been unable to coordinate a meeting with all the parties involved but he will continue to pursue one.

Mr. Vella reported that the Keansburg Desalination Project has become an active project again. Last year the Authority approved a resolution to execute the TWA application and enter into an agreement with Keansburg. Mr. Vella recommends the board enter the same agreement with the same stipulations as last time.

### Accountant

Mr. Panis thanked the board for his appointment as the Authority Accountant.

### Engineer

Mr. McKelvey thanked the board for their continued confidence with T&M and for his appointment as the Authority Engineer. Mr. McKelvey reported as follows:

- **New Jersey Natural Gas Cleanup of Many Mind Creek**

Mr. McKelvey reported that the Authority has received authorization from the NJDEP to perform the internal inspection of the pipeline in the area of remediation project subject to several conditions.

- **Borough of Keansburg Water treatment Plant Desalination**

On January 26, 2011, Birdsall Services Group submitted an NJDEP Treatment Works Approval application package to the Authority for connection to the MCBOA pipeline to discharge wastewater from its desalination process. The Borough of Keansburg is requesting MCBOA's endorsement of the project so it can then submit the package to the NJDEP for approval. T&M reviewed the submittal and, by letter to Birdsall, requested the following be addressed prior to Authority approval

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- a. Clarification of flow rate and volume
- b. Updated resolution from BRSA and TOMSA
- c. Additional details and specifications on connection
- d. Execution of a Service Agreement

▪ **Solar Energy**

The New Jersey Office of Clean Energy performed an inspection of the Project and issued approval of the project. Vanguard provided preliminary training for Authority staff and the system was put into operation on January 11, 2011, with more formal training taking place at a later date. At this time all punch list items have been completed. The Noveda monitoring system is up and running. At this time the Authority is waiting for the New Jersey Clean Energy Program Certification which provides direction on registering SREC's and the rebate check.

A more formal training took place on January 28, 2011 and Vanguard submitted O&M Manuals which included details on the system, as-builts, operation and maintenance requirements, trouble shooting guidelines and warranty information. T&M is reviewing those documents for conformance with the specifications and will report to the Authority separately on that matter. The Contractor also submitted a maintenance program proposal for consideration. That is also being reviewed.

A concern of the Authority staff is the outdoor light poles surrounding the retention pond. The poles are old and if they were to fall most likely they would land on the solar panels. Mr. Vella will check into the legal requirements for lighting around the pond and Mr. McKelvey and the Authority Foreman will explore removal and alternative lighting.

**New Business**

On **Motion** by Mr. Knox, **Seconded** by Mr. Aumack, the Board authorized the acceptance of The Bank of New York Mellon Fee Schedule. This matter was approved as presented by all Members present, no nays, no abstain, one absent.

On **Motion** by Mr. Knox, **Seconded** by Mr. Smith, the Board authorized the inspection of the Authority pipe in conjunction with the Many Mind Creek Project. This matter was approved as presented by all Members present, no nays, one abstain, (Sodon) one absent.

On **Motion** by Mr. Sodon, **Seconded** by Ms. Foley, the board authorized the payment of Certificate #7 to Vanguard. This matter was passed by the affirmative voice vote of all members present, no nays, no abstain, one absent.

**Resolution offered by Mr. Aumack:**

**RESOLUTION  
OF THE  
MONMOUTH COUNTY BAYSHORE OUTFALL AUTHORITY  
APPROVING EXECUTING TWA APPLICATION AND  
ENTERING INTO AN AGREEMENT WITH  
THE BOROUGH OF KEANSBURG**

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**WHEREAS**, the Borough of Keansburg (“Keansburg”) is in the process of constructing a reverse osmosis desalination treatment process at their water treatment facilities; and

**WHEREAS**, Keansburg desires to discharge the by products of desalination facility into Monmouth County Bayshore Outfall Authority’s (“MCBOA”) force main; and

**WHEREAS**, Keansburg is serviced by the Bayshore Regional Sewage Authority, which is one of two public entities that MCBOA services; and

**WHEREAS**, MCBOA is agreeable to permit Keansburg to connect to MCBOA’s force main; and

**WHEREAS**, Keansburg has agreed to reimburse MCBOA for all its costs to review the engineering and legal issues and all DEP permit costs and fees related to the proposed connection; and

**WHEREAS**, on August 18, 2008, the Commissioner of MCBOA approved executing a TWA application for Keansburg and approved the drafting of an agreement with Keansburg an agreement between the MCBOA and the Borough of Keansburg for reimbursement for all legal and engineering review costs, as well as any and all costs or fees incurred by the DEP for any permit modifications for the proposed connection between MCBOA and Keansburg; and

**WHEREAS**, Borough of Keansburg has had to re-apply for a TWA and is approximately 50% completed with the construction of the water treatment facility; and

**WHEREAS**, attached to this Resolution is a correspondence from John O. Bennett, Esq., Township Attorney for the Borough of Keansburg, agreeing that Keansburg will reimburse MCBOA for all its review and inspection fees for the proposed connection; and

**WHEREAS**, the Commissioners of MCBOA have determined it is in the best interest of MCBOA to enter into an agreement with Keansburg for reimbursement for all engineering and legal costs, as well as DEP costs related to the proposed connection by Keansburg; and

**WHEREAS**, the Commissioners of MCBOA also determine that if all engineering and legal issues are satisfactorily resolved and the DEP has granted approvals for the connection and modifies MCBOA’s permit, it is appropriate for MCBOA to permit Keansburg to connect to the their force main; and

**WHEREAS**, the Commissioners of MCBOA also determine that a fee structure needs to be established between the MCBOA and Keansburg to deal with the additional flow being pumped into MCBOA’s force main; and

**WHEREAS**, the Commissioners of MCBOA authorized their attorney, GREGORY W. VELLA, ESQ. to draft an agreement setting forth that Borough of Keansburg will reimburse MCBOA for all legal and engineering review costs, as well as any and all costs or fees incurred by the DEP for any permit modifications for the proposed connection between MCBOA and Keansburg; and

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**WHEREAS**, the Commissioners of MCOA also authorize the execution of the TWA with the expressed understanding and condition that the connection will only be permitted upon the execution of an agreed service agreement between MCBOA and Borough of Keansburg; and

**WHEREAS**, the Commissioner of MCBOA also authorize their attorney, GREGORY W. VELLA, ESQ. to draft a proposed agreement setting forth a billing mechanism for Keansburg for the additional flow.

**NOW, THEREFORE, BE IT RESOLVED** that Monmouth County Bayshore Outfall Authority hereby authorizes their Attorney, GREGORY W. VELLA, ESQ. to draft an agreement between the MCBOA and the Borough of Keansburg for reimbursement for all legal and engineering review costs, as well as any and all costs or fees incurred by the DEP for any permit modifications for the proposed connection between MCBOA and Keansburg.

**BE IT FURTHER RESOLVED**, that MCBOA authorized the execution of the Borough of Keansburg's TWA with the expressed understanding and condition that the connection will only be permitted upon the execution of an agreed service agreement between MCBOA and Borough of Keansburg

**Seconded by** Mr. Knox and on a roll call the following vote was recorded:

AYES: Aumack, Foley, Loud-Hayward, Knox, Sachs, Smith & Sodon  
NAYS: None  
ABSENT: Schoeffling  
ABSTAIN: None

**Resolution offered by Ms. Loud-Hayward:**

SUPPLEMENTAL RESOLUTION NO. 2B TO THE MONMOUTH COUNTY BAYSHORE OUTFALL AUTHORITY PROJECT NOTE RESOLUTION ADOPTED ON JANUARY 11, 2010 AND AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$1,310,000 PROJECT NOTES OF THE MONMOUTH COUNTY BAYSHORE OUTFALL AUTHORITY

Adopted: February 7, 2011

WHEREAS, The Monmouth County Bayshore Outfall Authority (the "Authority") adopted on January 11, 2010 that certain resolution entitled "Resolution Authorizing the Issuance of Project Notes of The Monmouth County Bayshore Outfall Authority in Connection with the Installation of a Solar Power Generating System" (the "Project Note Resolution") which authorized the issuance of Project Notes (Series 2010) (the "2010 Project Notes") in the aggregate principal amount of not to exceed \$6,000,000 to provide funds to finance the Initial Project and pay costs of issuance incurred in connection with said 2010 Project Notes; and

WHEREAS, on March 25, 2010, the Authority issued \$3,500,000 principal amount of its 2010 Project Notes in order to finance the Initial Project and pay costs of issuance incurred in connection with the 2010 Project Notes; and

WHEREAS, the 2010 Project Notes mature on March 1, 2011; and

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WHEREAS, the Authority desires to provide for the payment of the 2010 Project Notes and (ii) the payment of the costs of issuance incurred in connection with the 2011 Project Notes (as hereinafter defined) through the issuance of short-term project notes in the aggregate principal amount not to exceed \$1,310,000 (the "2011 Project Notes"); and

WHEREAS, the Authority desires to authorize the issuance of the 2011 Project Notes pursuant to Section 311 and Section 706 of the Project Note Resolution;

NOW, THEREFORE, BE IT RESOLVED BY The Monmouth County Bayshore Outfall Authority that:

SECTION 1. Short Title. This resolution may hereinafter be cited by the Authority and referred to as "Supplemental Resolution No. 2B".

SECTION 2. Authority for Supplemental Resolution No. 2B. This Supplemental Resolution No. 2B supplements the Project Note Resolution, and is adopted pursuant to the provisions of the Act and pursuant to Article III and Article VII of the Project Note Resolution. The Authority has ascertained and hereby determines that (a) adoption of Supplemental Resolution No. 2B is necessary to carry out the powers, purposes and duties expressly provided in the Act; (b) each and every act, matter, thing or course of conduct as to which provision is made herein is necessary in order to promote, carry out and effectuate the purposes of the Authority in accordance with the Act and to carry out powers expressly given in the Act; and (c) the powers of the Authority herein exercised are in each case exercised in accordance with the provisions of the Act, the Project Note Resolution and this Supplemental Resolution No. 2B and in furtherance of the purposes of the Authority.

SECTION 3. Definitions. Whenever used or referred to in this Supplemental Resolution No. 2B all words or terms which are defined in Section 102 of the Project Note Resolution, except the words or terms which are defined in this Supplemental Resolution No. 2B, shall, unless a different meaning clearly appears from the context, have the meanings given or ascribed to such words and terms, respectively, in Section 102 of the Project Note Resolution.

SECTION 4. Authorization of and Purpose for Issuance of 2011 Project Notes. In accordance with the provisions of the Act, and subject to and pursuant to the provisions of the Project Note Resolution and this Supplemental Resolution No. 2B, as same may be amended or supplemented from time to time, and for the purpose of raising funds to pay, among other things, the Cost of refunding all of the 2010 Project Notes, the 2011 Project Notes of the Authority are hereby authorized to be issued in accordance with the provisions of Article III and Article VII of the Project Note Resolution in an aggregate principal amount not to exceed \$1,310,000.

SECTION 5. Delegation and Award of 2011 Project Notes. The Authority hereby determines that the Chairperson and Vice-Chairperson are each hereby designated as the individual who shall have the power to sell and to award the 2011 Project Notes on behalf of the Authority to the purchasers thereof, including the power to determine, among other things, (a) the amount of 2011 Project Notes to be issued, in an amount not to exceed \$1,310,000, (b) the time and the manner of sale of the 2011 Project Notes, (c) the maturity of such 2011 Project Notes and the provisions pertaining to redemptions thereof established therefor, (d) the rate or rates of interest for such 2011 Project Notes which shall result in a true interest cost not to exceed 3.00%, and (e) such other terms and conditions as may be necessary or related to the sale of the 2011 Project Notes.

SECTION 6. Further Actions. The Chairman or Vice Chairman and all other officers or Commissioners of the Authority are hereby authorized to execute all other documents and certificates necessary for the sale and delivery of 2011 Project Notes, including payment for costs of issuance for the 2011 Project Notes.

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SECTION 7. Appointment of Trustee, Registrar and Paying Agent. The Authority hereby appoints The Bank of New York Mellon, Woodland Park, New Jersey, as trustee, registrar and paying agent in connection with the 2011 Project Notes and compensation for said services shall be in accordance with its fee letter submitted in connection with such service.

SECTION 8. Effective Date. This Supplemental Resolution No. 2B shall take effect immediately.

**Seconded** by Mr. Sodon and on a roll call the following vote was recorded:

AYES: Aumack, Foley, Loud-Hayward, Knox, Sachs, Smith & Sodon  
 NAYS: None  
 ABSENT: Schoeffling  
 ABSTAIN: None

**Approval of Vouchers**

**Resolution offered by Mr. Smith:**

**BE IT RESOLVED** by the Monmouth County Bayshore Outfall Authority that the following bills or items or demands are hereby approved as amended and authorized for payment out of the appropriate funds or accounts established therefore subject to the availability of funds:

**Monmouth County Bayshore Outfall Authority  
 List of Operating Vouchers- February 2011**

<b>No.</b>	<b>Check #</b>	<b>Provider</b>	<b>Amount</b>	<b>Description</b>
1		Avaya, Inc.	\$39.07	ACS Partner Agreement
2		JCP&L	\$13,927.46	Union Beach 12/17-1/18/11
3		JCP&L	\$49.66	Belford Street Lighting 12/17-1/17/11
4		JCP&L	\$189.77	Sandy Hook, 12/7-01/05/11
5		JCP&L	\$9,776.08	Belford 12/8-01/06/11
6		NJAWC	\$95.15	Belford 11/19-12/23/11
7		NJAWC	\$42.97	Union Beach 12/28-2/23/11
8		Verizon Online	\$42.99	Broadband Service 1/16-2/15/11
9		Verizon	\$140.76	Telephone Service all in one 1/14-2/13
10		Verizon	\$14.03	Belford Long Distance 1/23-2/22/11
11		Verizon	\$93.84	Telephone Service U.B. 1/17-2/16/11
12		ABB, Inc.	\$1,178.53	Quarterly meter calibration
13	3187	AT&T Mobility	\$97.02	Foreman's cell phone 12/5-1/4/11
14		Barbara Vilanova	\$175.54	Replenishment of Petty cash fund
15		Collins, Vella & Casello	\$1,681.00	Solar Project January 2011
16		Collins, Vella & Casello	\$481.00	Legal Services for January 2011
17		Ceridian	\$219.99	December payroll processing
18		Gannett NJ Newspapers	101.00	Publication of Supplemental Bond
19		Garden State Labs	\$4,640.00	December outside lab costs
20		Jaspan Brothers	\$185.13	Pump station supplies
21		K & R Electric	\$875.00	Outlet and wiring for garage heater
22		Middletown Sewerage	\$140.00	4 <sup>th</sup> quarter & 1 <sup>st</sup> quarter sewer
23		Mission Communications	\$1,126.80	SCADA service 2/10-1/11

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24		Norwood Auto Parts	\$4.03	Bulb for truck light
25		One Call Systems	\$164.78	December messages
26		Re-Action Glass	\$295.00	Durango windshield replacement
27		Sakoutis Brothers	\$70.00	February garbage pick up
28		Semcor	\$123.26	Hard Hats and safety vests
29		Staples	\$45.16	Office supplies
30		The Bank of New York	\$855.00	Annual Fee- 1994 Series
31		The Bank of New York	\$1,907.50	Annual Fee- 1994 Sewer Bonds
32		Treasurer, State of NJ	\$140.00	C4 Test fee Tuberion Sr. & Jr.
33		T&M Engineering	\$308.22	General services – January 2011
34		T&M Engineering	3,521.25	Solar project- January 2011
35		T&M Engineering	\$367.50	Keansburg Desalination Plant
36		Township Hardware	\$8.69	Shower head for Union Beach
37		Warshauer Electric	\$480.00	Bulbs for Parking Lot Lights
38		Xerox	\$105.00	Copier rental 11/23-1/03/11
		<b>TOTAL</b>	<b><u>\$43,708.18</u></b>	

**Fringe benefits and payroll processed after the January Operating Vouchers were submitted for review and approval at the Authority Regular Meeting of 01/10/11**

<u>Date</u>	<u>Check No.</u>	<u>To</u>	<u>Amount</u>	<u>Description</u>
01/21	Ceridian	Employee's Payroll & Payroll Taxes	\$16,097.55	Payroll of 01/21/11
02/04	Ceridian	Employee's Payroll & Payroll Taxes	\$20,460.65	Payroll of 02/04/11
01/21	3188	Chase	\$ 424.86	Procurement card purchases

**Seconded by Ms. Loud-Hayward** and on a roll call the following vote was recorded:

AYES: Aumack, Foley, Loud-Hayward, Knox, Sachs, Smith & Sodon  
 NAYS: None  
 ABSENT: Schoeffling  
 ABSTAIN: None

**Public Portion**

The chairman opened the Meeting to the public. There being no one appearing to be heard, the chairman declared the public portion of the Meeting closed to the public.

**Adjournment**

There being no further business to come before the Meeting, on **Motion by Mr. Aumack, Seconded by Mr. Loud-Hayward** and passed by the affirmative voice voter of all members present no nays, no abstain, one absent the Meeting adjourned at 8:39 p.m.

Respectfully submitted by:

\_\_\_\_\_  
 Barbara Vilanova  
 Recording Secretary

**MCBOA Regular Meeting of February 7, 2011**

The following actions were taken at the meeting:

The Bills were paid –see attached voucher list.

The payment of Certificate #7 for Vanguard was approved.

The Resolution to execute the TWA Application and entering into an agreement with the Borough of Keansburg was approved.

The Supplemental Resolution No. 2B authorizing the issuance of project notes not to exceed \$1,310,000 was approved.

The 2011 Bond Schedule of Fees was approved.

The NJDEP authorized MCBOA to conduct an internal pipeline inspection in the Many Mind Creek Remediation area.