**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**RESOLUTION NO.2025-058**

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**RESOLUTION OF THE GLOUCESTER COUNTY UTILITIES AUTHORITY AUTHORIZING THE EXECUTION AND DELIVERY OF A SERVICE AGREEMENT WITH THE BOROUGH OF PAULSBORO**

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**WHEREAS,** pursuant to the Sewage Authorities Law, Chapter 384 of the Pamphlet Laws of 1957 of the State of New Jersey effective February 10, 1978, the Authority was reorganized by virtue of a Resolution duly adopted by the Board of Chosen Freeholders of the County of Gloucester, New Jersey and is a public body politic and corporate of the State of New Jersey, organized and existing under said Law, established as an instrumentality exercising public and essential governmental functions to provide for the public health and welfare, with all necessary or proper powers to acquire, construct, maintain, operate and use sanitation facilities for the relief of the Delaware River and its tributaries and other waters in, bordering and entering the Townships from pollution or threated pollution and for improvement of conditions affecting the public health; and

**WHEREAS,** the service area of the Borough of Paulsboro ("Paulsboro") includes waters in, bordering or entering the Service Area of Paulsboro which are polluted or subject to pollution by sewage, industrial and/or other wastes arising from sources within such Service Area and which cause or threaten pollution of waters therein or bordering the Service area; and

**WHEREAS,** Paulsboro proposes to construct or have constructed various sewage collection and conveyance systems to serve the defined service area of Paulsboro, but cannot treat said sewage, Paulsboro is required to deliver said sewage to the Authority's facilities for this purpose; and

**WHEREAS,** Paulsboro has requested and is willing to have sewage and other wastes originating within its defined service area treated and disposed of by the Authority and has duly authorized the proper officials to enter into an Agreement; and

**WHEREAS,** the Authority has expressed interest in accepting this sewage and other wastes originating within the defined service area into its wastewater treatment facility for final treatment and disposal which will further the purposes of the Authority and promote the general health, safety and welfare.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Commissioners of the Gloucester County Utilities Authority on this 12th day of March 2025, that the Executive Director and/or the Chairman of the Board are hereby authorized to enter into a Service Agreement with the Borough of Paulsboro.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

**ATTEST:**

_____
**~~WALTER BERGLUND~~, SECRETARY**

**CERTIFICATION**

The foregoing Resolution was duly adopted at a meeting of the Gloucester County Utilities Authority conducted on March 12, 2025, at its business office located at 2 Paradise Road, West Deptford, New Jersey, all of which is hereby certified.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
**~~WALTER BERGLUND~~, Secretary**

**RESOLUTION NO.2025-059**

**RESOLUTION OF THE GLOUCESTER COUNTY UTILITIES AUTHORITY AUTHORIZING THE PURCHASE AND INSTALLATION OF A MAINTENANCE LIFT AT THE MANTUA PUMP STATION UNDER NEW JERSEY STATE CONTRACT 23-GNSV2-49037**

**WHEREAS,** the Gloucester County Utilities Authority ("Authority") has a need to purchase and have installed a maintenance lift to replace the existing damaged maintenance lift at the Mantua Pump Station; and

**WHEREAS,** the State of New Jersey has awarded 3 PHASE Excel Elevator LLC , dba Tec Elevator, a New Jersey State Contract No. 23-GNSV2-49037 as a Vendor for said supplies and services; and

**WHEREAS,** the Authority desires to purchase the equipment and related services under the New Jersey State Contract No. 23-GNSV2-49037 for the total purchase price not to exceed $185,528.50; and

**WHEREAS,** the Chief Financial Officer of the Gloucester County Utilities Authority has certified the availability of funds in an amount not to exceed $185,528.50 pursuant to C.A.F number 25000137; and

**NOW, THEREFORE, BE IT RESOLVED,** by the Gloucester County Utilities Authority on this 12th day of March 2025, that the Executive Director is hereby authorized to execute any and all documents to effectuate the purpose of this Resolution for the purchase and installation from 3 PHASE Excel Elevator LLC , dba Tec Elevator, of a maintenance lift under State Contract 23-GNSV2-49037 for the total purchase price not to exceed $185,528.50.

**DULY ADOPTED** at a meeting of the Gloucester County Utilities Authority held on March 12, 2025.

**THE GLOUCESTER COUNTY UTILITIES AUTHORITY**

~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

ATTEST:

**WALTER BERGLUND, SECRETARY**

## CERTIFICATION

The foregoing Resolution was duly adopted by the Committee of the Gloucester County Utilities Authority at a meeting held on the 12th day of March 2025.

**WALTER BERGLUND, SECRETARY**

**RESOLUTION NO.2025-060**

**RESOLUTION AUTHORIZING THE AWARDING OF A CONTRACT TO SCALFO ELECTRIC, INC. FOR ELECTRICAL CONTRACT SERVICES**

**WHEREAS,** pursuant to the Gloucester County Utilities Authority's Fair and Open Process, GCUA publicly solicited proposals for **Electrical Contract Services**; and

**WHEREAS,** one (1) proposal was received on February 21, 2025, and publicly opened; and

**WHEREAS,** the Gloucester County Utilities Authority determined that the proposal of **Scalfo Electric, Inc., 3539 N. Mill Road, Vineland, NJ 08360,** is the lowest responsive proposer, the proposal most advantageous to the GCUA and is compliant in all material, non-waivable respects; and

**WHEREAS**, the award of the contract set forth above is necessary for the continuous, safe and efficient operation and maintenance of the Authority's wastewater treatment facilities and is made as authorized by the Local Public Contracts Law and *N.J.S.A.* 40A:11-1, *et seq.*

**NOW, THEREFORE, BE IT RESOLVED** by the Authority as follows:

1. **Scalfo Electric, Inc., 3539 N. Mill Road, Vineland, NJ 08360** is determined to be the lowest responsive proposer and the proposal most advantageous to the GCUA for **Electrical Contract Services** for an amount not to exceed $250,00.00 annually.

2. The Chairman of the Gloucester County Utilities Authority is hereby authorized to execute a one-year contract with a GCUA option to extend for an additional year with **Scalfo Electric, Inc., 3539 N. Mill Road, Vineland, NJ 08360,** in a form consistent with the proposal specifications and acceptable to the Authority's Executive Director and Solicitor.

**DULY ADOPTED** at a meeting of the Gloucester County Utilities Authority held on **March 12, 2025.**

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

**ATTEST:**

_____
**WALTER BERGLUND, SECRETARY**

**CERTIFICATION**

The foregoing Resolution was duly adopted by the Committee of the Gloucester County Utilities Authority at a meeting held on the 12th day of March 2025.

_____
**WALTER BERGLUND, SECRETARY**

**RESOLUTION NO.2025-061**

**RESOLUTION ENDORSING AN APPLICATION OF THE MANTUA TOWNSHIP MUNICIPAL UTILITIES AUTHORITY FOR AN ALLOCATION OF CAPACITY OF 21,000 GPD FOR THE PROJECT KNOWN AS ROWAN UNIVERSITY SCHOOL OF VETERINARY MEDICINE, NJDEP PERMIT #24-0438**

**WHEREAS**, an application has been submitted by the Mantua Township Municipal Utilities Authority, for an allocation of capacity of 21,000 GPD for the project known as Rowan University School of Veterinary Medicine, NJDEP Permit #24-0438; and

**WHEREAS**, this allocation of capacity covers a portion of the project, consisting of an 840 Student Veterinary Medicine School; and

**WHEREAS**, this project is currently under construction; and

**WHEREAS**, the Authority's Development Projects Coordinator, Stephanie Killeen, has heretofore certified that there is sufficient capacity remaining at the Gloucester County Utilities Authority's treatment plant to service this project.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Commissioners on this 12th day of March 2025, that it hereby endorses the above application for an allocation of capacity of 21,000 GPD for the project known as Rowan University School of Veterinary Medicine, NJDEP Permit #24-0438.

**BE IT FURTHER RESOLVED** that a certified copy of this Resolution shall be forwarded to the Mantua Township Municipal Utilities Authority and to the NJDEP.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** Edward Coyell

~~**HOWARD BRUNER, Chairman**~~ Edward Coyell, Vice chairman

**ATTEST:**

**WALTER BERGLUND, SECRETARY**

## CERTIFICATION

I hereby certify that, as of this date, there is sufficient capacity remaining at the Gloucester County Utilities Authority treatment facilities to service the above project.

Stephanie Killeen

Stephanie Killeen
Developments Projects Coordinator

## CERTIFICATION

The foregoing Resolution was duly adopted at a meeting of the Gloucester County Utilities Authority conducted on March 12, 2025, at its business office located at 2 Paradise Road, West Deptford, New Jersey, all of which is hereby certified.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____

**WALTER BERGLUND, Secretary**

**RESOLUTION NO.2025-062**

**RESOLUTION OF THE GLOUCESTER COUNTY UTILITIES AUTHORITY AUTHORIZING THE PAYMENT OF EMERGENCY REPAIRS TO THE LOWER ROOF AT INCINERATOR #1**

**WHEREAS,** the GCUA operates a 27 MGD wastewater treatment plant and sewer interceptor system serving various communities in Gloucester County; and

**WHEREAS,** a 20x20 section of the lower roof of Incinerator #1 has been experiencing water penetration through the roof, putting a risk electrical equipment essential for key operations of the wastewater treatment facility causing an emergency situation; and

**WHEREAS,** after inspection by a roof contractor, it was determined that the lower roof needed to be replaced on an emergency basis; and

**WHEREAS,** the GCUA Engineer has certified to the GCUA that replacement of the 20x20 section of the lower roof at Incinerator #1 is necessary for compliance and safety to the public; an emergency contract was awarded in accordance with the procedures for emergency contracts as promulgated and contained in *N.J.A.C.* 5:34-6.1, *et seq.* and *N.J.S.A.* 40A:11-1, *et seq.*; and

**WHEREAS,** the GCUA Engineer has certified and recommended that the emergency roof replacement is a one-time event to address the immediate need for safety concerns due to the electrical control components that must be protected from water damage; and

**WHEREAS,** the GCUA Engineer's written letter opinion certifying this as an emergency repair to J. Wilhelm Roofing Company, Inc. in an amount not to exceed $4,100.00, the Engineer's opinion is incorporated herein and made a part hereof this resolution; and

**WHEREAS,** the Chief Financial Officer of the Gloucester County Utilities Authority has certified the availability of funds in an amount not to exceed $4,100.00 pursuant to C.A.F number 25000138.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Commissioners on this 12th day of March 2025, that it hereby authorizes the emergency repair and payment to J. Wilhelm Roofing Company, Inc. for replacement of the lower roof at Incinerator #1 pursuant to *N.J.S.A.* 40A:11-1, *et seq.*, and *N.J.A.C.* 5:34-6.1, *et seq.* as outlined above and in the GCUA Engineer's certification in an amount not to exceed $4,100.00.

**BE IT FURTHER RESOLVED** that the Executive Director and staff are directed to take all necessary steps and measures to effectuate the purposes of this Resolution.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

**ATTEST:**

_____
**WALTER BERGLUND, SECRETARY**

**CERTIFICATION**

The foregoing Resolution was duly adopted at a meeting of the Gloucester County Utilities Authority conducted on March 12, 2025, at its business office located at 2 Paradise Road, West Deptford, New Jersey, all of which is hereby certified.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
**WALTER BERGLUND, Secretary**

**RESOLUTION NO. 2025-063**

**RESOLUTION AUTHORIZING SERVICE CONTRACTS WITH FOLEY, INC. FOR CATERPILLAR COMBINED HEAT AND POWER ENGINES**

**WHEREAS,** the Gloucester County Utilities Authority operates a wastewater treatment facility, a critical competent thereof being the control and management of Bio-Gas generated by the anerobic digestion process; and

**WHEREAS,** the Authority has installed two (2) CHP (Combined Heat and Power) Engines powered by Caterpillar for the purpose of generating renewable energy from the Bio-Gas generated by its operations; and

**WHEREAS,** as part of the financing for said CHP Engines, the Authority has obtained a Clean Energy Grant from the BPU for approximately $2,300,000.00; and

**WHEREAS**, as a condition of the grant, the Authority is required to have a long-term service contract for the two CHP Engines; and

**WHEREAS,** Foley, Inc. is the Regional Service Representative for Caterpillar and has the certification and training to work on the CHP Engines; and

**WHEREAS**, as the Regional Service Representative, the Authority is required to use Foley, Inc. to maintain the warranties on said CHP Engines; and

**WHEREAS,** the Authority has determined that award of service contracts to Foley, Inc. for service of the CHP Engines is in the best interest of the Authority and pursuant to *N.J.S.A.* 40A:11-1, et seq. wishes to award a two year contract with an Authority option to extend the contract for an additional two-year term or two one-year terms at the rates set forth in the contracts attached hereto; and

**WHEREAS,** continuation of the contracts in any given fiscal year is specifically conditioned upon the availability and appropriation of sufficient funds in the GCUA Budget for continuation of the contract in such fiscal year.

**NOW, THEREFORE, BE IT RESOLVED** by the Authority that the Chairman and/or Executive Director are hereby authorized to enter into Contracts for the service of CHP Engine #1, serial #2217633 and Engine #2, serial #2217626 pursuant to *N.J.S.A.* 40A:11-1, *et seq.* for a contract term of two years with the option of the Authority to extend for an additional two-year term or two one-year terms in a form substantially consistent with the attached agreements acceptable to the Authority's Executive Director, Engineer and Solicitor.

**DULY ADOPTED** at a meeting of the Gloucester County Utilities Authority held on **March 12, 2025.**

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
~~**HOWARD W. BRUNER, Chairman**~~ Edward Coryell, Vice Chairman

**ATTEST:**

_____
**WALTER BERGLUND, SECRETARY**

**CERTIFICATION**

The foregoing Resolution was duly adopted by the Committee of the Gloucester County Utilities Authority at a meeting held on the 12th day of March 2025.

_____
**WALTER BERGLUND, SECRETARY**

**RESOLUTION NO.2025-064**

**RESOLUTION OF THE GLOUCESTER COUNTY UTILITIES AUTHORITY ENDORSING AN APPLICATION OF NEW JERSEY AMERICAN WATER FOR AN NJDEP TREATMENT WORKS APPROVAL FOR THE PROJECTS KNOWN AS THE WILLOWS AT ORCHARD GLEN, THE CARRIAGES AT ORCHARD GLEN, THE REEDS APARTMENTS (aka AURA III)**

**WHEREAS,** an application has been submitted by New Jersey American Water for an NJDEP Treatment Works Approval for a projects known as The Willows at Orchard Glen, The Carriages at Orchard Glen, the Reeds Apartments (aka Aura III), with an allocation of 232,235 GPD, consisting respectively of 436 single family detached active adult, 250 twin active adult and 276 apartments; and

**WHEREAS**, plans and specifications for this project have been reviewed by the staff of the Gloucester County Utilities Authority and have been found to be proper; and

**WHEREAS,** this project is subject to the payment of the Authority's Sanitary Sewerage Connection fees, said fees to be paid at a later date when application is made for an allocation of capacity for this project.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Commissioners on this 12th day of March 2025, that it hereby endorses the above application for an NJDEP Treatment Works Approval for the projects known as The Willows at Orchard Glen, The Carriages at Orchard Glen, the Reeds Apartments (aka Aura III), with an allocation of 232,235 GPD, consisting respectively of 436 single family detached active adult, 250 twin active adult and 276 apartments.

**BE IT FURTHER RESOLVED** that certified copies of this Resolution shall be forwarded to the Township of Elk and the NJDEP.

**DULY ADOPTED** at a meeting of the Gloucester County Utilities Authority held on March 12, 2025.

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

**ATTEST:**

_____
**WALTER BERGLUND, SECRETARY**

**CERTIFICATION**

The foregoing Resolution was duly adopted by the Committee of the Gloucester County Utilities Authority at a meeting held on the 12th day of March 2025.

_____
**WALTER BERGLUND, SECRETARY**

**RESOLUTION NO.2025-065**

**RESOLUTION AUTHORIZING THE AWARDING OF A CONTRACT TO PIONEER PIPE CONTRACTORS, INC. FOR PIPE AND VALVE INSTALLATION, MAINTENANCE AND/OR REPAIR SERVICES**

**WHEREAS,** pursuant to the Gloucester County Utilities Authority's Fair and Open Process, GCUA publicly solicited proposals for **Pipe and Valve Installation, Maintenance and/or Repair Services**; and

**WHEREAS,** one (1) proposal was received on March 7, 2025, and publicly opened; and

**WHEREAS,** the Gloucester County Utilities Authority determined that the proposal of **Pioneer Pipe Contractors, Inc.,** is the lowest responsive proposal, the proposal most advantageous to the GCUA and is compliant in all material, non-waivable respects; and

**WHEREAS**, the award of the contract set forth above is necessary for the continuous, safe and efficient operation and maintenance of the Authority's wastewater treatment facilities and is made as authorized by the Local Public Contracts Law and *N.J.S.A.* 40A:11-1, *et seq*.

**NOW, THEREFORE, BE IT RESOLVED** by the Authority as follows:

1. **Pioneer Pipe Contractors, Inc., 2682 Glassboro Cross Keys Road, Sewell, NJ 08080** is determined to be the lowest responsive proposer and the proposal most advantageous to the GCUA for **Pipe and Valve Installation, Maintenance and/or Repair Services** for an amount not to exceed $250,00.00 annually.

2. The Chairman of the Gloucester County Utilities Authority is hereby authorized to execute a one-year contract with a GCUA option to extend for an additional year with **Pioneer Pipe Contractors, Inc., 2682 Glassboro Cross Keys Road, Sewell, NJ 08080,** in a form consistent with the proposal specifications and acceptable to the Authority's Executive Director and Solicitor.

**DULY ADOPTED** at a meeting of the Gloucester County Utilities Authority held on **March 12, 2025.**

**GLOUCESTER COUNTY UTILITIES AUTHORITY**

**BY:** _____
~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

**ATTEST:**

_____
**WALTER BERGLUND, SECRETARY**

**CERTIFICATION**

The foregoing Resolution was duly adopted by the Committee of the Gloucester County Utilities Authority at a meeting held on the 12th day of March 2025.

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**WALTER BERGLUND, SECRETARY**

**RESOLUTION NO. 2025-066**

**THE GLOUCESTER COUNTY UTILITIES AUTHORITY**

**RESOLUTION OF THE GLOUCESTER COUNTY UTILITIES AUTHORITY CONSTITUTING A SUPPLEMENTAL RESOLUTION TO THE BOND RESOLUTION OF SAID AUTHORITY ADOPTED AUGUST 8, 1978, AS HERETOFORE AMENDED AND SUPPLEMENTED, AUTHORIZING THE ISSUANCE OF ONE OR MORE SERIES OF ITS SEWER REVENUE BONDS, SERIES 2025, IN THE COMBINED AGGREGATE PRINCIPAL AMOUNT OF UP TO $14,500,000; PURSUANT TO THE NEW JERSEY INFRASTRUCTURE BANK FINANCING PROGRAM, AND TAKING RELATED ACTIONS**

**Adopted: March 12, 2025**

**RESOLUTION NO. 2025 –066**

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**RESOLUTION OF THE GLOUCESTER COUNTY UTILITIES AUTHORITY CONSTITUTING A SUPPLEMENTAL RESOLUTION TO THE BOND RESOLUTION OF SAID AUTHORITY ADOPTED AUGUST 8, 1978, AS HERETOFORE AMENDED AND SUPPLEMENTED; AUTHORIZING THE ISSUANCE OF ONE OR MORE SERIES OF ITS SEWER REVENUE BONDS, SERIES 2025, IN THE COMBINED AGGREGATE PRINCIPAL AMOUNT OF UP TO $14,500,000; PURSUANT TO THE NEW JERSEY INFRASTRUCTURE BANK FINANCING PROGRAM; AND TAKING RELATED ACTIONS**

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## BACKGROUND

**WHEREAS**, The Gloucester County Utilities Authority ("Authority") is a public body corporate and politic organized by the County of Gloucester, New Jersey ("County") and presently subsisting under the Municipal and County Utilities Authorities Law, constituting Chapter 183 of the Laws of 1957 of the State of New Jersey ("State"), as amended and supplemented (*N.J.S.A.* 40:14B-1 *et seq.*) ("Act"), having the responsibilities, among others, for providing sewage conveyance and treatment services to an approximate 160-square-mile service area in the northwestern section of the County; and

**WHEREAS**, the Authority has heretofore issued and currently has outstanding senior-lien sewer revenue bonds (including sewer revenue refunding bonds) pursuant to the Act and a bond resolution of the Authority entitled, "Resolution Providing for the Issuance of Bonds of The Gloucester County Utilities Authority and for the Rights of the Holders Thereof", adopted August 8, 1978 ("1978 Bond Resolution"), as heretofore amended and supplemented (the 1978 Bond Resolution as heretofore amended and supplemented is hereinafter collectively referred to as the "General Bond Resolution"), issued in order to provide a permanent capital structure in respect of its sewerage conveyance and treatment system ("System"), which permanent capital structure currently consists of the outstanding principal amounts of senior-lien sewer revenue bonds; and

**WHEREAS**, the Authority has determined there exists a need within its service area to undertake a capital improvement project consisting of the acquisition and installation of a combined heat and power cogeneration system to be utilized in conjunction with the anaerobic digesters currently installed and operating as part of the System, together with the acquisition of all materials and equipment and completion of all work necessary therefor or related thereto ("Project") as described in those certain Loan Agreements ("IBank Loan Agreements") to be entered into between the Authority and the New Jersey Infrastructure Bank ("IBank") and those certain Loan Agreements ("Fund Loan Agreements"; together with the IBank Loan Agreements,

the "Loan Agreements") to be entered into between the Authority and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection ("State"), all pursuant to the 2025 New Jersey Infrastructure Bank Financing Program ("Program"); and

**WHEREAS**, pursuant to the Wastewater Treatment Bond Act of 1985, constituting Chapter 329 of the Laws of 1985 of the State, and the Environmental Infrastructure Trust Act, constituting Chapter 334 of the Laws of 1985 of the State ("Environmental Infrastructure Trust Act"), the New Jersey Infrastructure Bank ("IBank"), created pursuant to the Environmental Infrastructure Trust Act, has approved an application submitted to it on behalf of the Authority for financial assistance for payment of the costs of the Project; and

**WHEREAS**, the Authority has previously determined to temporarily finance the Project through the issuance of a sewer revenue note on September 3, 2020, in the total amount of $11,500,000 ("Original Sewer Note"); and

**WHEREAS**, due to an increase in the cost of the Project the Authority agreed to issue to the IBank, and the IBank agreed to receive, an amended and restated sewer note on March 2, 2023 in the amount of $13,848,103 ("Amended and Restated Sewer Note"), for the purpose of superseding and replacing the Original Sewer Note; and

**WHEREAS**, the Authority has determined to use the proceeds of certain loans to be made by each of the IBank ("IBank Loan") and the State ("Fund Loan"; together with the IBank Loan, the "Loan") pursuant to the Loan Agreements to permanently finance the Project and refund the Amended and Restated Sewer Note; and

**WHEREAS**, the definitive terms of the Fund Loan and of the IBank Loan, including dates for the payment of principal thereof and interest thereon, will be as set forth in the Loan Agreements (together with the Escrow Agreement (as hereinafter defined), the "IBank Financing Program Agreements") to be entered into by the Authority with the State and the IBank, respectively; and

**WHEREAS**, the Authority has determined to incur and to evidence the Bank Loan and the Fund Loan by the issuance of its Sewer Revenue Bonds, Series 2025, in the form of a bond to be issued and sold to the IBank ("2025A Bonds") and a bond to be issued and sold to the State, acting through the State Department of Environmental Protection ("2025B Bonds"), in principal amounts corresponding, respectively, to the amounts of the Bank Loan and the Fund Loan. The 2025A Bonds and the 2025B Bonds will be issued as Additional Bonds under the General Bond Resolution, as further amended and supplemented hereby, and will be equally and ratably secured thereunder; and

**WHEREAS**, the IBank and the State have expressed their desire to close in escrow the making of the IBank Loan and the Fund Loan, the issuance and sale of the 2025A Bonds and 2025B Bonds and the execution and delivery of the IBank Financing Program Agreements, all pursuant to the terms of an escrow agreement ("Escrow Agreement") to be entered into by and among the IBank, the State, the escrow agent to be designated by the IBank, the Authority and The Bank of New York Mellon, Jersey City, New Jersey, as trustee ("Trustee") for the holders of the 2025A Bonds and the 2025B Bonds; and

**WHEREAS**, as contemplated by the General Bond Resolution and pursuant to the requirements thereof, the Authority desires by this 2025 Supplemental Resolution (as hereinafter defined) to provide for the authorization and issuance of two (2) series, in an aggregate principal amount not to exceed $14,500,000 of its sewer revenue bonds (collectively, the "Series 2025 Bonds") to permanently finance the costs of the Project.

**NOW, THEREFORE, BE IT RESOLVED BY THE GLOUCESTER COUNTY UTILITIES AUTHORITY AND THE MEMBERS THEREOF AS FOLLOWS:**

## ARTICLE I
## DEFINITIONS

**Section 1.01. General Bond Resolution Defined Terms to Apply; Additions Thereto.**

All terms used as defined terms herein and not otherwise defined shall have the meanings ascribed thereto in the General Bond Resolution unless the context shall clearly otherwise require. In addition thereto, the following terms when used herein shall have the following meanings, unless the context shall clearly otherwise require.

"Amended and Restated Note" shall mean the Authority's Amended and Restated Subordinated Project Notes, Series 2023A, issued on March 2, 2023, in the amount of $13,848,103.

"Escrow Agreement" shall mean the escrow agreement to be entered into by and among the Bank, the State, the escrow agent to be designated by the IBank, the Authority and The Bank of New York Mellon, as Trustee for the holders of the 2025A Bond and the 2025B Bond.

"Fund Loan" shall mean the loan made by the State, acting through the State Department of Environmental Protection, to the Authority pursuant to the terms of the Fund Loan Agreement to be used to fund a portion of the costs of the Project.

"Fund Loan Agreement" shall mean the Loan Agreement between the Authority and the State, acting through the State Department of Environmental Protection, relating to the repayment of the 2025B Bond.

"IBank" shall mean the New Jersey Infrastructure Bank.

"IBank Loan" shall mean the loan made by the IBank to the Authority pursuant to the terms of the IBank Loan Agreement to be used to fund a portion of the Costs of the Project.

"IBank Loan Agreement" shall mean the Loan Agreement between the Authority and the IBank relating to the repayment of the 2025A Bond.

"Interest Payment Date" shall mean, with respect to the Series 2025 Bonds, initially January 1, 2026, and semiannually thereafter on each January 1 and July 1.

"Loan Agreements" shall mean, collectively, the IBank Loan Agreement and the Fund Loan Agreement.

"2025 Sale Resolution" shall mean the Supplemental Resolution determining certain terms and provisions of the Series 2025 Bonds in accordance with the provisions of Section 303 of the General Bond Resolution to be adopted by the Authority in connection with the sale of the Series 2025 Bonds.

"Series 2025 Bonds" shall mean, collectively, the 2025A Bond and the 2025B Bond.

"2025A Bonds" shall mean the Authority's Sewer Revenue Bond, Series 2025A, having a series issue date and amount to be specified in the Sale Resolution, authorized and delivered to the Bank pursuant to this 2025 Supplemental Resolution.

"2025B Bonds" shall mean the Authority's Sewer Revenue Bonds, Series 2025B, having a series issue date and amount to be specified in the Sale Resolution, authorized and delivered to the State pursuant to this 2025 Supplemental Resolution.

"2025 IBank Financing Program Agreements" shall mean, all of the documents executed by the Authority in connection with the Fund Loan and the IBank Loan including, but not limited to, the Escrow Agreement, the Fund Loan Agreement, the IBank Loan Agreement, and each Series of the Series 2025 Bonds.

"2025 Supplemental Resolution" shall mean this resolution as adopted by the Authority on March 12, 2025, together with any resolution amendatory or supplementary hereto adopted in connection with the authorization, issuance, sale and delivery of the Series 2025 Bonds.

**Section 1.02. Specification of Dates.** Any day or date specified herein for the taking of any action, including, without limitation, the payment of money or the delivery of documents or instruments, shall refer to such day or date if the same shall be a Business Day, or if not (and not otherwise provided herein), to the preceding Business Day, unless otherwise specifically so stated herein.

## ARTICLE II
## CONCERNING THE SERIES 2025 BONDS AND 2025 PROJECT

**Section 2.01. Authorization to Issue Series 2025 Bonds.**

(a) Pursuant to the applicable provisions of the Act, specifically *N.J.S.A.* 40:14B-25(1), and Section 302(A) of the General Bond Resolution, the Series 2025 Bonds in an aggregate principal amount not-to-exceed $14,500,000, are hereby authorized to be issued on the terms and conditions herein set forth or referred to, in order to effect the Project, permanently finance the Amended and Restated Note, meet the Debt Service Reserve Requirement, if any, fund capitalized interest, and defray the issuance costs of thereof. Accordingly, this 2025 Supplemental Resolution shall for all purposes constitute a Supplemental Resolution, as defined in the General Bond Resolution.

(b) The Series 2025 Bonds shall be issued in two (2) Series, designated as follows:

(i) Sewer Revenue Bonds, Series 2025A; and

(ii) Sewer Revenue Bonds, Series 2025B.

**Section 2.02. The Project.**

(a) Pursuant to the requirements of Sections 25(1) and (2) of the Act (*N.J.S.A.* 40:14B-25(1) and (2)), a description of the Project and the estimated costs thereof are set forth in the preamble. The Project is more particularly described in the approved capital program of the Authority on file at the offices of the Authority and available for inspection during usual business hours. In the event that the proceeds of the Series 2025 Bonds remain unexpended after payment of all of the costs of the Project have been made or provided for, such remaining proceeds may be used to pay the costs of any capital improvement or improvements that the Authority may lawfully make or acquire.

(b) In addition to the foregoing, the costs (as such term is defined in Section 3(11) of the Act (*N.J.S.A.* 40:14B-3(11)), of the Project include the following, if applicable: (i) the amount of the deposit in respect of the Series 2025 Bonds into the Debt Service Reserve Fund, if any, established by the General Bond Resolution; (ii) an amount equal to capitalized interest on the 2025B Bonds to the first interest payment date thereof or such other date as may be determined by subsequent Supplemental Resolution, if any; and (iii) accounting, fiduciary, legal, financial advisory, printing, and other fees and costs of issuance of the Series 2025 Bonds.

**Section 2.03. Undertaking and Completion of the Project.** As required by Section 302(B) of the General Bond Resolution, the Authority hereby determines to commence, proceed with and complete the Project as soon as may be practicable upon the issuance of the Series 2025 Bonds.

**Section 2.04. Terms of the Series 2025 Bonds.**

Certain matters required to be specified and determined in respect of the Series 2025 Bonds pursuant to Section 302(A)(1)-(5), inclusive, of the General Bond Resolution and Sections 26 and 30 of the Act (*N.J.S.A.* 40:14B-26 and 30) will be set forth in the respective Loan Agreements in respect of both Series of the Series 2025 Bonds, to be entered into by the Authority and the Bank and the State, respectively, and in the schedules annexed thereto and shall be approved by the 2025 Sale Resolution. Information omitted shall be completed by such 2025 Sale Resolution.

Such matters include, *inter alia*, the following:

(a) The aggregate principal amount of the Series 2025 Bonds and the definitive principal amount of the 2025A Bonds and the 2025B Bonds.

(b) The dates and amounts of the maturities, interest and principal payment dates of the Series 2025 Bonds.

(c) The rates of interest borne by the Series 2025 Bonds.

(d) The issue dates of each Series of the Series 2025 Bonds.

(e) The manner and place of payment of principal of and interest on the Series 2025 Bonds.

**Section 2.05. Approval of 2025 IBank Financing Program Agreements.**

(a) The 2025 IBank Financing Program Agreements are hereby authorized to be executed, attested and delivered on behalf of the Authority by the Chairperson, Vice Chairperson, Treasurer, Executive Director, or Assistant Executive Director (each an "Authorized Officer" and, collectively, the "Authorized Officers") of the Authority in substantially the forms approved by the I-Bank and Bond Counsel to the Authority, with such changes as the Authorized Officers, in their respective sole discretion, after consultation with counsel and any advisors to the Authority and after further consultation with the Bank and the State and their representatives, agents, counsel, and advisors shall determine, such determination to be conclusively evidenced by the execution of each such Infrastructure Bank Financing Program Agreement by an Authorized Officer as determined hereunder. The Secretary of the Authority is hereby authorized to attest to the execution of the 2025 IBank Financing Program Agreements by an Authorized Officer of the Authority as determined hereunder and to affix the corporate seal of the Authority to such 2025 IBank Financing Program Agreements.

(b) The Authorized Officers and the Secretary of the Authority are hereby further severally authorized to execute and deliver and the Secretary of the Authority is hereby further authorized to attest to such execution and affix the corporate seal of the Authority deemed necessary or desirable by the Authorized Officers or the Secretary of the Authority, as applicable, in their respective sole discretion, after consultation with counsel and any advisors to the Authority and after further consultation with the IBank and the State and their representatives, agents, counsel, and advisors to be executed in connection with the execution and delivery of the 2025 IBank Financing Program Agreements 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.

**Section 2.06. Form and Execution of Series 2025 Bonds; Sale of Series 2025 Bonds.**

(a) The Series 2025 Bonds shall be initially issued as fully registered Bonds in the forms prescribed by the General Bond Resolution and to reflect the terms and provisions of the 2025 IBank Financing Program Agreements. The Series 2025 Bonds are hereby authorized to be sold to the IBank and the State on the terms and conditions set forth herein and in the 2025 IBank Financing Program Agreements. The 2025A Bonds shall be sold to the IBank at a price equal to the principal amount of the IBank Loan and the 2025B Bonds shall be sold to the State at a price equal to the principal amount of the Fund Loan.

(b) The Series 2025 Bonds shall be executed in the name and on behalf of the Authority by the manual or facsimile signature of the Chairperson or Vice Chairperson of the Authority, under the official corporate seal of the Authority, attested by the manual or facsimile signature of the Secretary or Assistant Secretary of the Authority. No Series 2025 Bond shall become valid or obligatory for any purpose until the Certificate of Authentication printed thereon is duly executed by the manual signature of an authorized officer of the Trustee.

**Section 2.07. Series 2025 Bonds as Additional Bonds Secured Under the General Bond Resolution.** The Series 2025 Bonds shall for all purposes of the General Bond Resolution constitute Additional Bonds issued thereunder and shall be payable from and secured by the Net Revenues of the System (as each such term is defined in the General Bond Resolution) equally and ratably secured in all respects with all Outstanding Bonds issued pursuant to the General Bond Resolution, and any other Additional Bonds which may from time to time be issued pursuant to the General Bond Resolution.

**Section 2.08. Debt Service Reserve Fund Credit Facility.** Application to appropriate providers for a commitment for the issuance of a credit facility or surety bond ("Credit Facility"), if determined to be necessary, for purposes of satisfying all or a portion of the Debt Service Reserve Requirement for the Series 2025 Bonds is hereby authorized and approved. Payment of the cost (as such term is defined in Section 3(11) of the Act (*N.J.S.A.* 40:14B-3(11)), of the 2025 Project include the premium payable in respect of obtaining said Credit Facility.

**Section 2.09. Provisions for Redemption.**

(a) *Mandatory Sinking Fund Redemption*. In the event that all or any portions of the Series 2025 Bonds are issued as term bonds, such bonds shall be subject to mandatory sinking fund redemption at the times and in the amounts corresponding to the definitive schedule of applicable principal payments approved for the Series 2025 Bonds.

(b) *Optional Redemption*. The Series 2025 Bonds shall be subject to redemption at the option of the Authority in whole or in part at the times and in the manner permitted for prepayment of the IBank Loan and the Fund Loan in the 2025 IBank Financing Program Agreements. Any optional redemption of the Series 2025 Bonds shall be at a price equal to the principal amount redeemed plus the applicable redemption premium, if any (expressed as a percentage of the principal being redeemed), plus accrued interest (if any) to the date fixed for redemption.

(c) *Extraordinary Mandatory Redemption*. The Series 2025 Bonds shall be subject to extraordinary mandatory redemption in whole upon the exercise by the State or the IBank of the remedy of acceleration upon the occurrence of an event of default specified in the 2025 IBank Financing Program Agreements.

(d) Notice of any redemption of the Series 2025 Bonds shall be given in accordance with the terms set forth in Section 411 and Article VII of the General Bond Resolution.

## ARTICLE III
## MISCELLANEOUS

**Section 3.01. Parties Interested.** Nothing contained in this 2025 Supplemental Resolution, express or implied, is intended or shall be construed to confer upon or give to any person, firm or corporation, other than the Authority, the Trustee and the Registered Owners of the Series 2025 Bonds, any right, remedy or claim under or by reason of this 2025 Supplemental Resolution or any covenant, condition or stipulation hereof; and the covenants, stipulations and agreements in this 2025 Supplemental Resolution contained are and shall be for the sole and exclusive benefit of the Authority, the Trustee and the Registered Owners of the Series 2025 Bonds.

**Section 3.02. No Personal Recourse.** No covenant or agreement contained in this 2025 Supplemental Resolution or any Series 2025 Bond shall be deemed to be the covenant or agreement of any member, officer, agent or employee of the Authority in his individual capacity. No recourse shall be had for the payment of the principal of, interest on, or redemption premium (if any) payable upon the redemption of any Series 2025 Bonds, or for any claim based thereon or on this 2025 Supplemental Resolution or on any Supplemental Resolution against the Authority or any member, officer, agent or employee, past, present or future, of the Authority, or of any successor corporation, as such, either directly or through the Authority or any such successor corporation, whether by virtue of any constitutional provision, statute or rule of law, or by the enforcement of any assessment or penalty or otherwise, all such liability of such members, officers, agents or employees being released as a condition of and as consideration for the adoption of this 2025 Supplemental Resolution and the issuance of the Series 2025 Bonds.

**Section 3.03. Successors and Assigns.** All the covenants, promises and agreements in this 2025 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.

**Section 3.04. Effect of Invalid Provisions.** If any one or more of the provisions of this 2025 Supplemental Resolution or of the Series 2025 Bonds shall, for any reason, be held to be illegal or invalid, such illegality or invalidity shall not affect any other provisions of this 2025 Supplemental Resolution or of the Series 2025 Bonds, but this 2025 Supplemental Resolution and the Series 2025 Bonds shall be construed and enforced as if such illegal or invalid provisions had not been contained herein or therein.

**Section 3.05. Statutory Declaration.** This 2025 Supplemental Resolution is adopted by virtue of the Act and the General Bond Resolution and pursuant to their respective provisions. Pursuant to the applicable provisions of the Act, specifically *N.J.S.A.* 40:14B-30(16), it is hereby declared that each and every matter or course of conduct set forth or referred to herein is so set forth or referred to in order to further secure the payment of the principal or Redemption Price of and interest on the Series 2025 Bonds.

**Section 3.06. Resolution to Constitute Contract.** In consideration of the purchase and the acceptance of the Series 2025 Bonds by those who shall own them from time to time, the provisions of the General Bond Resolution, as further amended and supplemented by this 2025 Supplemental Resolution, shall be deemed to be and shall constitute a contract among the Authority, the Trustee and the Registered Owners from time to time of the Series 2025 Bonds, and the pledge made in the General Bond Resolution and the covenants and the agreements therein or 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 or Registered Owners of any and all of the Outstanding Bonds (as therein defined) including the Series 2025 Bonds, 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 Outstanding Bonds or any coupons over any other thereof, except as expressly provided herein.

**Section 3.07. Notices.** Any notice to, or other instrument to be filed with, or demand upon the Trustee may be served, presented or made by being hand-delivered or sent by registered or certified United States mail addressed to:

BNY Global Trust Department
The Bank of New York Mellon
1 Pershing Plaza – 4th Floor
Jersey City, New Jersey 07399

or such other address as shall then serve as its Principal Office.

Any notice to, or other instrument to be filed with, or demand upon the Authority shall be deemed to have been sufficiently given or served by the Trustee for all purposes by being hand-delivered or sent by registered or certified United States mail addressed to:

The Gloucester County Utilities Authority
2 Paradise Road
West Deptford, New Jersey 08066
Attention: Executive Director

or such other address as may be filed in writing by the Authority with the Trustee.

**Section 3.08. Descriptive Headings.** The descriptive headings of the Articles and Sections of this 2025 Supplemental Resolution are inserted for convenience of reference only and shall not control or affect the meaning or construction of any of the provisions.

**Section 3.09. Governing Law.** This 2025 Supplemental Resolution and the Series 2025 Bonds shall be governed by the laws of the State of New Jersey.

**Section 3.10. Prior Actions Ratified.** All actions taken and documents, records and instruments delivered and executed by members, officers and staff of the Authority, and by the Authority's professional advisors, in connection with the authorization, issuance, sale and delivery of the Series 2025 Bonds and the financing of the Project are hereby ratified, confirmed, approved and adopted, and all such persons and firms are hereby jointly and severally authorized and directed to take all actions and execute and deliver all documents, records and instruments necessary or convenient to enable the issuance of the Series 2025 Bonds to be prosecuted to settlement, and the proceeds thereof to be received and applied or temporarily invested as authorized.

**Section 3.11. Additional Actions.** The Commissioners of the Authority and the financial and administrative officers of the Authority are hereby jointly and severally authorized and directed to take such additional actions and to prepare, execute and file such documents and instruments as may be necessary or appropriate in connection with the issuance, sale and delivery of the Series 2025 Bonds, the investment from time to time of moneys in any funds or accounts established under the General Bond Resolution or hereunder and the timely payment in full of the Series 2025 Bonds.

**Section 3.12. Advertisement of Adoption of 2025 Supplemental Resolution; Filing.** In accordance with Section 28 of the Act, *N.J.S.A.* 40:14B-28, the Secretary of the Authority, or any member, officer or staff member of the Authority, is hereby authorized and directed to file a certified copy of this 2025 Supplemental Resolution for public inspection in the office of the Authority and in the office of the Clerk of the Board of County Commissioners of the County

and to cause to be published in a newspaper published for circulation in said County a notice in the form and in the manner required by said Section 28 of the Act. The Secretary or any member, officer or staff member of the Authority is further authorized and directed to file a certified copy of this 2025 Supplemental Resolution and any further resolutions supplemental hereto, including the Sale Resolution, and a summary of the dates, amounts, maturities and interest rates of all Series 2025 Bonds issued pursuant hereto, all in accordance with Section 67 of the Act, *N.J.S.A.* 40:14B-67.

**Section 3.13. Governing Provisions.** All resolutions or parts thereof, relating to the matters set forth herein, to the extent inconsistent with the General Bond Resolution as heretofore amended and supplemented, including as further amended and supplemented by this 2025 Supplemental Resolution, are hereby repealed and rescinded to the extent of any such inconsistency.

**Section 3.14 Appointment of Fiduciary.** The Bank of New York Mellon, is hereby appointed trustee, paying agent and registrar ("Trustee") in connection with the Series 2025 Bonds to serve as such pursuant to the terms hereof and the General Bond Resolution. The Chairperson, Vice Chairperson, Treasurer and Executive Director are each hereby authorized to execute on behalf of the Authority an agreement directed to contract with the Trustee for the services to be provided in connection with the Series 2025 Bonds.

**Section 3.15. Effective Date.** This 2025 Supplemental Resolution shall be effective at the earliest time permitted by the provisions of the Act after adoption this 12th day of March, 2025.

**THE GLOUCESTER COUNTY UTILITIES AUTHORITY**

**By:** _____
~~**HOWARD W. BRUNER, Chairman**~~
Edward Coryell, Vice Chairman

**[SEAL]**

**ATTEST:**

_____
~~**WALTER BERGLUND, Secretary**~~

## CERTIFICATION

The undersigned, Secretary of The Gloucester County Utilities Authority, hereby certifies that the foregoing is a true and correct copy of a Supplemental Resolution adopted at the duly convened meeting of the Authority held on March 12, 2025, at which a quorum was at all times present and acting, by the following vote:

MOTION: Tom Bianco

SECOND: Walter Berglund

RECORDED VOTE

| BOARD MEMBERS | AYES | NAYES | ABSTAIN | ABSENT |
|---|---|---|---|---|
| | | | | |
| Howard Bruner | | | | ✓ |
| Edward Coryell | ✓ | | | |
| Walter Berglund | ✓ | | | |
| Thomas Bianco | ✓ | | | |
| Ralph Cossaboon | ✓ | | | |
| Salvatore Fogarino | ✓ | | | |
| Richard Giuliani | ✓ | | | |
| Danielle Halpin | ✓ | | | |
| Judy MacKenzie | ✓ | | | |

WALTER BERGLUND, Secretary
The Gloucester County Utilities Authority