

RESOLUTION NO. 11-30

RESOLUTION OF THE BOARD OF COMMISSIONERS  
MORRIS COUNTY IMPROVEMENT AUTHORITY

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*TITLE:*

RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY  
AUTHORIZING THE ISSUANCE OF A REQUEST FOR PROPOSALS  
PURSUANT TO THE LOCAL PUBLIC CONTRACTS LAW  
N.J.S.A. 40A:11-4.1(k) IN CONNECTION WITH THE  
AUTHORITY'S COUNTY OF SUSSEX RENEWABLE ENERGY PROGRAM

WHEREAS, the County of Sussex, New Jersey, a political subdivision of the State (the "*County*") desires to undertake the development and implementation of a renewable energy program (the "*Renewable Energy Program*") for the financing, design, permitting, acquisition, construction, installation, operation and maintenance of renewable energy capital equipment and facilities such as solar panels, wind turbines, and hydro-electric, bio-diesel, geothermal, and bio-mass facilities, including any related electrical modifications, work related to the maintenance of roof warranties, or other work required, desirable or convenient for the installation of such systems (collectively, the renewable energy capital equipment and facilities, the "*Renewable Energy Projects*") for and on behalf of the County and its affiliates, and the local governmental units within the County, including without limitation municipalities, boards of education for school districts, local authorities and any other local government instrumentalities, public bodies or other local government entities (collectively, including the County, the "*Local Units*");

WHEREAS, the Morris County Improvement Authority (the "*Authority*") has been duly created by resolution no. 42 entitled "Resolution of the Board of Chosen Freeholders of Morris County, New Jersey creating the Morris County Improvement Authority" duly adopted by the Board of Chosen Freeholders (the "*Morris County Board of Freeholders*") of the County of Morris (the "*Morris County*") in the State of New Jersey (the "*State*") on April 10, 2002 as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (as codified at N.J.S.A. 40:37A-44 *et seq.*, the "*Act*"), and other applicable law;

WHEREAS, as of the date hereof, the County has not created its own county improvement authority, and therefore pursuant to the Act, the County may determine to utilize the services of another county improvement authority, including without limitation the Authority, with the consent of both the County, a beneficiary county under the Act, and the Morris County Board of Freeholders, for any purpose for which an improvement authority shall

**WHEREAS**, in order to comply with N.J.S.A. 40A:11-4.3b, the Authority shall select a successful respondent from the Company RFP process through the adoption of a resolution by the Authority.

**NOW THEREFORE BE IT RESOLVED** by the Board of Commissioners of the Authority as follows:

**Section 1.** The Chair of the Authority, the Vice-Chair of the Authority, the Treasurer of the Authority, or their designee (each an "Authority Authorized Officer"), or at the direction of an Authority Authorized Officer, any of the Authority's consulting energy engineer, and/or the Authority's counsel and financial advisor for the Renewable Energy Program, (collectively, the "**Consultants**") are hereby severally authorized to (a) issue the Company RFP, individually or as more than one Company RFP, in substantially the form attached hereto as Exhibit A, with such changes thereto as an Authority Authorized Officer, each severally authorized to issue the Company RFP, shall in their sole discretion determine to be in the best interests of the Authority, the Local Units, the County of Sussex and the Renewable Energy Program, (b) post the notice of the Company RFP (Exhibit 1 to the Company RFP) and the Company RFP on the Authority website, and (c) from time to time issue any addenda to the Company RFP, if required desirable or convenient to conclude the selection process, all in such form and with such terms and conditions that any such Authority Authorized Officer shall determine, in their sole discretion, after consultation with the Consultants, to be compliant with the Act, N.J.S.A. 19:44A-20.1 et seq., and other applicable law and otherwise in the best interests of Authority, the County of Sussex and/or the Local Units in the development and implementation of the Renewable Energy Program, which posting shall state, at a minimum, that copies of Company RFP are available from the Authority upon written request.

**Section 2.** Upon receipt of the responsive proposals to the Company RFP (the "Company Proposals"), one or more of the Authority Authorized Officers and its Consultants along with the County shall review the Company Proposals on the basis of the Evaluation Criteria as defined and set forth in the Section 6.2 of the Company RFP.

**Section 3.** Prior to making a recommendation to the governing body of the Authority and the County as to the selection of a Company Proposal that would be the most beneficial to the development and implementation of the Renewable Energy Program, the Authority, the County of Sussex and the Local Units (the "Company RFP Successful Respondent") the Authority shall cause the preparation of a report evaluating and recommending the award of a contract or contracts pursuant to N.J.S.A. 40A:11-4.5d.

**Section 4.** The award of the Company RFP to the Company RFP Successful Respondent shall be made by the governing body of the Authority and the County at a subsequent Authority and County, respectively, public meeting, unless otherwise delegated in a subsequent resolution of the Authority or the County.

**Section 5.** Each Authority Authorized Officer and at their direction, the Consultants, are hereby severally authorized to take such other actions as may be deemed, in their sole discretion, to be necessary, desirable or convenient in carrying out the intentions of this

**Section 8.** This resolution shall be effective immediately, unless it has been vetoed in accordance with N.J.S.A. 40:37A-50(e) of the Act.

**MOVED/SECONDED:**

Resolution moved by Commissioner Pinto.

Resolution seconded by Commissioner Roe.

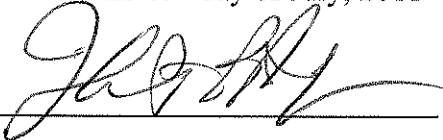
**VOTE:**

Commissioner	Yes	No	Abstain	Absent
Pinto	X			
Ramirez				X
Roe	X			
Sandman				X
Bonanni	X			

**ATTESTATION:**

This Resolution was acted upon at the Regular Meeting of the Authority held on July 20, 2011 at the Authority's principal corporate office in Morristown, New Jersey.

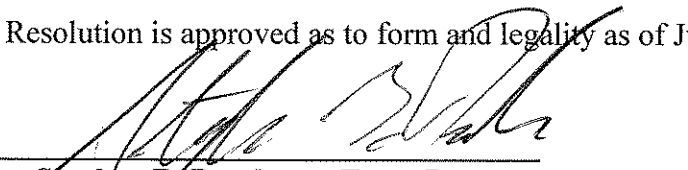
Attested to this 20<sup>th</sup> day of July, 2011

By: 

Secretary of the Authority

**FORM and LEGALITY:**

This Resolution is approved as to form and legality as of July 20, 2011

By:   
Stephen B. Pearlman, Esq., Partner  
Inglesino, Pearlman, Wyciskala & Taylor, LLC  
Counsel to the Authority

**EXHIBIT A**  
**FORM OF RFP**