

BURLINGTON COUNTY BRIDGE COMMISSION
MEETING MINUTES
MARCH 9, 2021

Meeting held via phone conference due to the COVID-19 crisis.

Chairman Riggins called the meeting to order. The Compliance Statement was read by the Commission Secretary:

“This meeting is to be conducted in accordance with notice requirements of P.L. 1975, CH. 231. A ‘Notice of Meeting’ was posted in a public place on November 19, 2020 at the entrance to the Administration Building, Headquarters of this Commission, with copies of such notice being delivered to the Camden *Courier Post* and *Burlington County Times* for publication and posted on the Burlington County Bridge Commission Website.”

Commissioners Present: Chairman Matthew J. Riggins
Vice-Chairwoman Sandra Nunes
Commissioner John B. Comegno II

Others Present: Joseph Andl, Executive Director
Christine J. Nociti, Chief Financial Officer
Kathleen M. Wiseman, Secretary/Office Mgr/Mgr of Records
Anthony T. Drollas Jr., Solicitor
Constance Borman, Human Resources Director
Patrick Reilly, Director of Public Safety and Security
James Fletcher, Director of Maintenance
John Moore, Director, Palmyra Cove Nature Park/Institute
for Earth Observations
Dennis Stewart, Assistant Manager,
Burlington-Bristol Bridge
Sascha Harding, Director of Engineering
Michael McCarron,
Director of Tolls and Tower Operations
Elizabeth Verna, Director, Economic Development &
Regional Planning
Ronald Cesaretti, Acting Director/IT & ETC
Stephanie Brandt, Accounting Manager
Kathleen Hanuscin, Senior Administrative Assistant

Vice-Chairwoman Nunes led the flag salute followed by a moment of silence.

APPROVAL OF THE MINUTES

Vice-Chairwoman Nunes moved to approve the minutes of the February 18, 2021 Commission Meeting. Commissioner Comegno seconded the motion. The motion passed unanimously.

DISBURSEMENTS LIST

Vice-Chairwoman Nunes moved to approve disbursements made from February 19, 2021 through March 9, 2021 as included in the list as presented. Commissioner Comegno seconded the motion. The motion passed unanimously.

EXECUTIVE DIRECTOR'S REPORT

Executive Director Andl asked the Commission to consider the following resolutions. Chairman Riggins suggested that they move Resolutions 2021-25 through 2021-32 by block. For those resolutions, Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

The Commission considered the following resolutions:

RESOLUTION NO. 2021-25

RESOLUTION AWARDING A CONTRACT TO REMINGTON AND VERNICK FOR THE DESIGN OF THE TACONY-PALMYRA BRIDGE CONSOLE REPLACEMENT AND REWIRING PROJECT

WHEREAS, the Burlington County Bridge Commission ("Commission") requires the services of an engineering firm with expertise needed for the design of the console replacement and rewiring project for the Tacony-Palmyra Bridge; and

WHEREAS, by way of a fair and open process authorized by N.J.S.A. 19:44A-20.4 et seq., and upon receipt and review of a proposal submitted in response to the Commission's RFP for specialized engineering services, pursuant to Resolution No. 2020-78 the Commission determined that the Remington Vernick firm ("R&V") was qualified to serve the Commission, and

WHEREAS, the Commission also determined that R&V submitted a price proposal for specialized engineering services that provided favorable contract terms and conditions for the Commission;

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Executive Director and Secretary of the Commission are hereby authorized to execute an Agreement with R&V for the design of the console replacement and rewiring project for the Tacony-Palmyra Bridge.

2. This contract is awarded through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq.

3. The amount of the contract shall not exceed Forty-Four Thousand Dollars (\$44,000.00), and the contract shall extend for the time period from December 1, 2020 to and until the completion of work on the project.

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-26

**RESOLUTION AWARDING A CONTRACT TO REMINGTON
AND VERNICK FOR ENGINEERING CONSULTING
SERVICES RELATED TO THE COMMISSION'S 2020 BRIDGE
INSPECTION REPORT AND THE PRIORITY RANKING OF
ELECTRICAL REPAIR AND MAINTENANCE PROJECTS**

WHEREAS, the Burlington County Bridge Commission ("Commission") requires the services of an engineering firm with expertise needed for the provision of engineering consulting services needed for the preparation of the Commission's 2020 Bridge Inspection Report and the priority ranking of electrical repair and maintenance projects; and

WHEREAS, by way of a fair and open process authorized by N.J.S.A. 19:44A-20.4 et seq., and upon receipt and review of a proposal submitted in response to the Commission's RFP for specialized engineering services, pursuant to Resolution No. 2020-78 the Commission determined that the Remington Vernick firm ("R&V") was qualified to serve the Commission, and

WHEREAS, the Commission also determined that R&V submitted a price proposal for specialized engineering services that provided favorable contract terms and conditions for the Commission;

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Executive Director and Secretary of the Commission are hereby authorized to execute an Agreement with R&V for engineering consulting services needed for the preparation of the Commission's 2020 Bridge Inspection Report and the priority ranking of electrical repair and maintenance projects.

2. This contract is awarded through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq.

3. The amount of the contract shall not exceed Ten Thousand Dollars (\$10,000.00), and the contract shall extend for the time period from March 9, 2021 to and until the completion of work on the project.

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-27

RESOLUTION AWARDING A CONTRACT TO WISS, JANNEY, ELSTNER ASSOCIATES, INC. FOR THE BURLINGTON BRISTOL BRIDGE SHEAVE, TRUNNION, AND COUNTERWEIGHT REPLACEMENT REPAIR INSPECTIONS PROJECT

WHEREAS, the Burlington County Bridge Commission ("Commission") requires the services of an engineering firm with expertise needed for the provision of engineering consulting services needed for the Burlington Bristol Bridge Sheave, Trunnion, and Counterweight Replacement Repair inspections project; and

WHEREAS, by way of a fair and open process authorized by N.J.S.A. 19:44A-20.4 et seq., and upon receipt and review of a proposal submitted in response to the Commission's RFP for specialized engineering services, pursuant to Resolution No. 2020-78 the Commission determined that the Wiss, Janney, Elstner Associates, Inc. firm was qualified to serve the Commission, and

WHEREAS, the Commission also determined that the firm submitted a price proposal for specialized engineering services that provided favorable contract terms and conditions for the Commission;

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Executive Director and Secretary of the Commission are hereby authorized to execute an Agreement with the Wiss, Janney, Elstner Associates, Inc. firm for engineering consulting services needed for the Burlington Bristol Bridge Sheave, Trunnion, and Counterweight Replacement Repair inspections project.

2. This contract is awarded through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq.

3. The amount of the contract shall not exceed Seventy-Five Thousand Dollars (\$75,000.00), and the contract shall extend for the time period from March 9, 2021 to and until the completion of work on the project.

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-28

RESOLUTION AWARDING CONTRACT WITH PENNONI ASSOCIATES FOR CONSULTING SERVICES FOR DESIGN COMPLETION OF THE COMMISSION'S STRUCTURAL HEALTH MONITORING SYSTEM PROJECT

WHEREAS, beginning in 2017, the Commission procured a design on a global Structural Health Monitoring System ("SHMS", part of "iCompass") for the Commission's Burlington Bristol and Tacony Palmyra Bridges, and throughout 2018 the Commission obtained design plans for the system, but the implementation of the design was delayed pending the completion of an ongoing painting project involving both Bridges; and

WHEREAS, in order to proceed with a competitive procurement for implementation and construction services for the SHMS project, the Commission determined that significant work was required to update the design plans and to develop a complete set of SHMS specifications; and

WHEREAS, pursuant to Resolution No. 2020-72, the Commission determined that the Pennoni Associates firm ("Pennoni") was qualified to perform specialized engineering services for the Commission, at contract prices that were deemed advantageous to the Commission; and

WHEREAS, the Pennoni firm recommends the development of a scope of work covering design completion of the SHMS; and

WHEREAS, the Commission has determined that the Pennoni firm is qualified to perform the required design completion and construction and post-construction services for the project, at a total cost of \$345,000.00;

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Executive Director and Secretary of the Commission are hereby authorized to execute an Agreement with Pennoni for engineering consulting services needed for the design completion services that are required for the Commission's SHMS project.

2. This contract is awarded through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq.

3. The amount of the contract shall not exceed Three Hundred Forty Five Thousand Dollars (\$345,000.00), and the contract shall extend for the time period from March 9, 2021 to and until the completion of work on the project.

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-29

RESOLUTION AMENDING CONTRACT FOR ELECTRICAL CONSULTING ENGINEER SERVICES TO REMINGTON AND VERNICK ENGINEERS

WHEREAS, the Burlington County Bridge Commission ("Commission") requires the services of an engineering firm with expertise in electrical engineering consulting matters; and

WHEREAS, by way of a fair and open process authorized by N.J.S.A. 19:44A-20.4 et seq., and upon receipt and review of a proposal submitted in response to the Commission's RFP for specialized engineering services, pursuant to Resolution No. 2020-78 the Commission determined that Remington and Vernick Engineers ("R&V") was qualified to serve the Commission, and

WHEREAS, the Commission also determined that R&V submitted a proposal that provided favorable contract terms and conditions for the Commission; and

WHEREAS, pursuant to Resolution No. 2021-07, the Commission awarded a contract for electrical consulting engineering services to R&V, in an amount not to exceed \$100,000.00, and whereas the Commission has since determined that it requires additional electrical consulting engineering services from R&V, in an additional amount not to exceed \$50,000.00;

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Executive Director and Secretary of the Commission are hereby authorized to execute an amended Agreement with R&V for the performance of electrical engineering consulting services for the Commission.

2. This contract is awarded through a fair and open process, pursuant to N.J.S.A. 19:44A-20.4 et seq.

3. The total amount of the agreement, as amended, shall not exceed One Hundred Fifty Thousand Dollars (\$150,000.00), and the contract shall extend for the period of one year, from December 1, 2020 to and until November 30, 2021.

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-30

BURLINGTON COUNTY BRIDGE COMMISSION

SUPPLEMENTAL RESOLUTION OF THE BURLINGTON COUNTY BRIDGE COMMISSION AUTHORIZING THE ISSUANCE OF LEASE REVENUE BONDS, SERIES 2021 AND SUPPLEMENTING THE COMMISSION'S RESOLUTION ENTITLED "RESOLUTION OF THE BURLINGTON COUNTY BRIDGE COMMISSION AUTHORIZING THE ISSUANCE OF LEASE REVENUE BONDS OR NOTES (GOVERNMENTAL LEASING PROGRAM), SERIES 2015, DULY ADOPTED ON MARCH 10, 2015, AS AMENDED AND SUPPLEMENTED ON OCTOBER 14, 2015, MARCH 15, 2016, MARCH 17, 2017, FEBRUARY 13, 2018, MARCH 18, 2019 AND MARCH 9, 2020

BACKGROUND

WHEREAS, the Burlington County Bridge Commission (the "Commission") has been duly created by resolution of the Board of Chosen Freeholders of the County of Burlington, New Jersey (the "County"), duly adopted October 22, 1948, as a public body corporate and politic of the State of New Jersey (the "State") pursuant to and in accordance with the Self-Liquidating Bridges Act, constituting Chapter 17 of the Pamphlet Laws of 1934 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"); and

WHEREAS, the Commission is authorized by the Act to provide within the County public facilities for use by the State, the County or any municipality in the County, or any subdivisions, departments, agencies or instrumentalities of any of the foregoing for any of their respective governmental purposes; and

WHEREAS, the Commission has the authority to issue notes pursuant to a resolution of the Commission entitled "Resolution of the Burlington County Bridge Commission Authorizing the Issuance of Lease Revenue Bonds or Notes (Governmental Leasing Program), Series 2015", duly adopted on March 10, 2015, as the same may be further amended and supplemented including by the 2015 Note Supplemental Resolution (as hereinafter defined) and this 2017B Note Supplemental Resolution (as hereinafter defined) (collectively, the "Bond Resolution"); and

WHEREAS, the Bond Resolution authorized the Commission to issue not-to-exceed \$86,000,000 in Lease Revenue Bonds (the "Bonds") or Lease Revenue Notes

(the "Notes") for the purpose of (i) temporarily or permanently financing, as the case may be, a portion of the costs the County's 2013 and 2014 Capital Budgets consisting of the construction of various infrastructure improvements (collectively, the "Improvements") and acquisition and installation of various items of capital equipment (collectively, the "Equipment" and together with the Improvements, the "2015 Capital Program") to be leased by the Commission to the County pursuant to (x) an Improvement Lease (as hereinafter defined) and (y) an Equipment Lease (as hereinafter defined) and (ii) paying costs and expenses associated with the issuance of said Bonds or Notes.

WHEREAS, on May 5, 2015, in accordance with the Act and the Bond Resolution, the Commission issued \$29,950,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2015 (the "Series 2015 Notes"), for the purpose of financing the initial costs of the 2015 Capital Program; and

WHEREAS, in connection with the issuance of the Series 2015 Notes, the Commission and the County executed an Improvement Lease and Agreement, dated May 5, 2015 (the "Improvement Lease") and an Equipment Lease and Agreement, dated May 5, 2015 (the "Equipment Lease" and, together with the Improvement Lease, the "Leases"), each to finance a portion of the 2015 Capital Program, pursuant to which Leases the County agreed to make Rental Payments to the Commission to pay the principal of and interest on the Lease Revenue Notes, including the Series 2015 Notes; and

WHEREAS, the Series 2015 Notes matured on February 1, 2016; and

WHEREAS, on November 17, 2015, in accordance with the Act and a Supplemental Resolution duly adopted on October 14, 2015 (the "2015 Note Supplemental Resolution"), the Commission issued \$39,870,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2015B-2 (the "Series 2015B-2 Notes"), for the purpose of currently refunding the Series 2015 Notes; (ii) financing an additional \$10,000,000 of costs of construction and/or acquisition of additional Improvements and Equipment set forth in the 2015 Capital Program; and (iii) paying the costs of issuance relating to the Series 2015B-2 Notes; and

WHEREAS, to fully secure the Series 2015B-2 Notes, the Commission and the County executed a First Amendment to each of the Leases, each dated November 17, 2015 (collectively, the "First Amendments to Leases"), to provide for the payments of Rentals by the County in connection with the issuance of the Series 2015B-2 Notes; and

WHEREAS, the Series 2015B-2 Notes matured on May 17, 2016; and

WHEREAS, on April 27, 2016, the Commission issued its \$49,870,000 Lease Revenue Notes (the "Series 2016B Notes") to temporarily refinance a \$39,870,000 portion of the Series 2015B-2 Notes and to finance \$10,000,000 in costs of construction and/or acquisition of additional Improvements and Equipment set forth in the 2015 Capital Program; and

WHEREAS, to fully secure the Series 2016B Notes, on April 27, 2016, the Commission and the County executed a Second Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2016B Notes; and

WHEREAS, the Series 2016B Notes matured on April 26, 2017; and

WHEREAS, on April 25, 2017, the Commission issued its \$49,870,000 Lease Revenue Notes (the "Series 2016B Notes") to temporarily refinance a \$49,870,000 portion of the Series 2016B Notes and to finance \$2,500,000 in costs of construction and/or acquisition of additional Improvements and Equipment set forth in the 2015 Capital Program; and

WHEREAS, to fully secure the Series 2017B Notes, on April 27, 2016, the Commission and the County executed a Third Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2017B Notes; and

WHEREAS, the Series 2017B Notes matured on April 24, 2018; and

WHEREAS, in 2018 the County requested the Commission to issue Lease Revenue Bonds (the "Series 2018 Bonds") to (i) permanently finance a \$30,000,000 portion of the Series 2017B Notes and (ii) pay the costs of issuance relating to the Series 2018 Bonds; and

WHEREAS, on April 23, 2018, the Commission issued its \$32,370,000 Lease Revenue Notes, Series 2018B, (as described further below, the "Series 2018B Notes") for the purpose of (i) refunding a portion of the Commission's Series 2017B Notes on a current basis, (ii) financing \$10,000,000 in additional costs of construction of the Improvements and acquisition and installation of additional items of Equipment (the "2018B Capital Program") and (iii) paying the costs and expenses associated with the issuance of the Series 2018B Notes (the "2018B Project"), and

WHEREAS, to fully secure the Series 2018 Bonds and the Series 2018B Notes, on April 23, 2018, the Commission and the County executed a Fourth Amendment to each of the Leases and a Fifth Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2018 Bonds and Series 2019B Notes, respectively; and

WHEREAS, the Series 2018B Notes matured on April 22, 2019; and

WHEREAS, on April 18, 2019, the Commission issued its \$45,370,000 Lease Revenue Notes, Series 2019B, (as described further below, the "Series 2019B Notes") for the purpose of (i) refunding a portion of the Commission's Series 2018B Notes on a

current basis, (ii) financing \$13,000,000 in additional costs of construction of the Improvements and acquisition and installation of additional items of Equipment (the "2019B Capital Program") and (iii) paying the costs and expenses associated with the issuance of the Series 2019B Notes (the "2019B Project"), and

WHEREAS, to fully secure the Series 2019B Notes, on April 18, 2019, the Commission and the County executed a Sixth Amendment to each of the to provide for the payments of Rentals by the County in connection with the issuance of the Series 2019B Notes; and

WHEREAS, the Series 2019B Notes matured on April 17, 2020; and

WHEREAS, at the request of the County, the Commission authorized the issuance of its not to exceed \$55,870,000 Lease Revenue Notes, Series 2020B (the "Series 2020B Notes") to (i) temporarily refinance the Commission's \$45,370,000 Series 2019B Notes (ii) and financing \$10,500,000 in additional costs of construction of the Improvements and acquisition and installation of additional items of Equipment (the "2020 Capital Program") and (iii) paying the costs and expenses associated with the issuance of the Series 2020B Notes (the "2020B Project"), and

WHEREAS, to fully secure the Series 2020B Notes, on April 16, 2020, the Commission and the County executed a Seventh Amendment to each of the existing leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2020B Notes; and

WHEREAS, the Series 2020B Notes mature on April 15, 2021; and

WHEREAS, at the request of the County, the Commission authorized the issuance of its not to exceed \$56,000,000 Lease Revenue Bonds, Series 2021B (the "Series 2021B Bonds") to (i) permanently finance the Commission's \$55,870,000 Series 2020B Notes and used to pay for the completed projects (the "Permanent Financed Capital" as further defined in Exhibit A to this 2021B Supplemental Bond Resolution) (iii) paying the costs and expenses associated with the issuance of the Series 2021B Bonds (the "2021B Project"), and

WHEREAS, to fully secure the Series 2021B Bonds, the Commission and the County will execute an Eighth Amendment to each of the existing leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2021B Bonds; and

WHEREAS, payment of the principal of and interest on the Series 2020B Notes will be payable from Rental Payments to be made by the County under the terms of the Leases, as further amended by the Eighth Amendments to the Leases;

NOW, THEREFORE, BE IT RESOLVED BY THE BURLINGTON COUNTY

BRIDGE COMMISSION AS FOLLOWS:

ARTICLE I

DEFINITIONS AND INTERPRETATION

Section 101. Short Title. This supplemental resolution may hereinafter be cited by the Commission, and is hereinafter sometimes referred to, as "2021 Supplemental Bond Resolution".

Section 102. Authorization for 2021 Supplemental Bond Resolution. This 2021 Supplemental Bond Resolution further supplements the Resolution, as amended and supplemented, and is authorized by, and is adopted pursuant to, the provisions of the Act and Sections 1101 of the Resolution.

Section 103. Certain Definitions. Capitalized terms used but not specifically defined herein and in the recitals hereto shall, unless the context clearly requires otherwise, have the meanings that are ascribed to such terms in the Resolution.

ARTICLE II

AUTHORIZATION OF SERIES 2021B BONDS

Section 201. Authorization of Series 2021B Bonds. Pursuant to and in accordance with the provisions of Section 201 of the Resolution, the Commission hereby authorizes the issuance of a series of Lease Revenue Bonds, in an aggregate principal amount not-to-exceed \$56,000,000, in order to: (i) refinance the \$55,870,000 Series 2021B Notes and (ii) pay the costs of issuance relating to the Series 2021B Bonds. The Series 2021B Bonds shall be designated "Lease Revenue Bonds (Governmental Leasing Program), Series 2021B."

Section 202. Terms of Series 2021B Bonds. (a) The Series 2021B Bonds shall be dated their date of issuance, shall mature and shall bear interest at such rate or rates of interest per annum as shall be determined by the Series Certificate delivered prior to the authentication and delivery upon original issuance of the Series 2021B Bonds. The Series Certificate may contain such other terms and provisions with respect to the Series 2021B Bonds that are not established by the terms of the Resolution or by the terms hereof and that are not inconsistent with the provisions thereof and hereof.

(b) The Series 2021B Bonds shall be issued in fully registered form in Authorized Denominations. Unless the Commission shall otherwise direct the Registrar, the Series 2021B Bonds shall be lettered and numbered from one upward in order of maturities preceded by the letter "R" and/or such other letter or letters as determined by the Trustee prefixed to the number. Subject to the provisions of this 2021 Supplemental

Bond Resolution, the form of the Series 2021B Bonds and the Trustee's certificate of authentication shall be substantially in the form set forth in Sections 1401 and 1402 of the Resolution.

(c) The Series 2021B Bonds shall be dated, and shall bear interest from the dated date thereof as shall be established in the Series Certificate, except as otherwise provided in Section 301 of the Resolution. The Series 2021B Bonds shall mature on the dates and in the respective Principal Amounts, and shall bear interest payable on the Interest Payment Dates at the rates per annum set forth in the Series Certificate relating thereto.

Section 203. Application of Proceeds of Series 2021B Bonds. The proceeds from the sale of the Series 2021B Bonds shall be applied by the Trustee, upon receipt, in the manner set forth in Section 201 hereof and as may be further set forth in the Series Certificate.

Section 204. Sale of Series 2021B Bonds. (a) Pursuant to and in accordance with the terms of the Resolution as further amended and supplemented by this 2021 Supplemental Bond Resolution, the Commission hereby determines that the Authorized Commission Representatives are authorized to sell and to award the Series 2021B Bonds on behalf of the Commission to the purchaser(s) thereof, including the power to determine, among other things, (a) the amount of the Series 2021B Bonds to be issued, in amounts not-to-exceed the amount of the Series 2021B Bonds that are authorized to be issued pursuant to the terms of Section 201 hereof, (b) the time and manner of sale of the Series 2021B Bonds, (c) the maturity dates of the Series 2021B Bonds (subject to the limitations contained below and in Section 202 hereof) and the provisions pertaining to redemption, if any, of the Series 2021B Bonds, (d) the rate or rates of interest for the Series 2021B Bonds, and (e) such other terms and conditions as may be necessary or related to the sale of the Series 2021B Bonds, and the Authorized Commission Representatives are hereby authorized to determine the details of and execute a contract of purchase or other similar document, if any, in connection with the sale of the Series 2021B Bonds (the "Purchase Contract"). The Authorized Commission Representatives are hereby authorized to award the Series 2021B Bonds to the purchaser or purchasers thereof. Such award shall be evidenced by the execution of the Purchase Contract and a Series Certificate.

(b) The Purchase Contract, if any, and the Series Certificate shall determine the terms and conditions relating to the sale of the Series 2021B Bonds, including the maturity dates for the Series 2021B Bonds, the rate or rates of interest to be borne by the Series 2021B Bonds and the Underwriter's discount, if any, that is payable to the Underwriter in connection with the sale of the Series 2021B Bonds; provided, however, that without the further authorization of the Commission, (i) the final maturity date for the Series 2021B Bonds shall be not later than December 31, 2040, (ii) the true interest cost of the Series 2021B Bonds shall not exceed six and twenty-five one hundredths percent (6.25%), (iii) the Underwriter's discount for the Series 2021B Bonds shall not exceed \$6

per \$1,000 principal amount thereof (exclusive of counsel fees and expenses) and (iv) the Redemption Price of any Series 2018 Bond subject to redemption shall not be greater than one hundred two percent (102%) per annum of the principal amount of Series 2021B Bonds or a portion thereof to be redeemed, plus accrued interest to the date of redemption. The amount and due date of each Sinking Fund Installment, if any, for the Series 2021B Bonds shall be as set forth in the Series Certificate awarding such Series 2021B Bonds to the initial purchasers thereof. The Purchase Contract and the Series Certificate shall contain such other terms and conditions as shall be deemed necessary in connection with the sale of the Series 2021B Bonds.

(c) Any Authorized Commission Representative is also authorized to accept terms and conditions relating to the Series 2021B Bonds required as a condition to the issuance thereof and to make such necessary changes in this 2021 Supplemental Bond Resolution to reflect such terms and conditions as such Authorized Commission Representative deems necessary and appropriate with the advice of Bond Counsel and to set forth such provisions in the Series Certificate.

(d) The sale and award of the Series 2021B Bonds by the Authorized Commission Representatives shall be evidenced by the execution of the Purchase Contract and the Series Certificate as of the date of the sale and award of the Series 2021B Bonds, and the Series Certificate shall be presented to the members of the Commission at the next regular meeting of the Commission following such sale and award as evidence of the terms and details of the sale of the Series 2021B Bonds.

(e) The Commission's Bond Counsel and Financial Advisor and the Underwriter are hereby authorized to prepare and distribute a Preliminary Official Statement on behalf of the Commission in connection with the sale of the Series 2021B Bonds. The form and content of such Preliminary Official Statement shall, prior to the distribution thereof, be approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission. Subsequent to obtaining such approval, the Preliminary Official Statement may be revised, if necessary, and may contain additional terms and information relating to the sale of the Series 2021B Bonds, the Series 2021A Notes; provided, however, that the form and content of such revised Preliminary Official Statement shall have been previously approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission, prior to the distribution thereof.

(f) The Chairman or the Vice Chairman of the Commission is each hereby authorized to execute the final Official Statement and such officers, including the Chairman or the Vice Chairman, the Executive Director, the Secretary, the Treasurer and any other Authorized Commission Representative, shall execute any closing documents which are required to be executed in connection with the delivery of the Series 2021B Bonds. Any actions which are not determined by this 2021 Supplemental Bond Resolution or any other resolution of the Commission duly adopted prior to the authentication and delivery of the Series 2021B Bonds shall be determined by an Authorized Commission

Representative.

(g) The Chairman, Vice Chairman, Secretary and any other Authorized Commission Representative, be, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this 2021 Supplemental Bond Resolution, the Leases (as further amended by the Third Amendments to the Leases), the Preliminary Official Statement, the Official Statement and the Purchase Contract and for the authorization, sale and issuance of the Series 2021B Bonds. The execution by such Officers of any such documents with such changes, insertions or omissions as shall be approved by the Commission's Chairman or Vice Chairman in consultation with the Commission's Bond Counsel shall be conclusive evidence of the approval of such changes, insertions or omissions and no further ratification or other actions by the Commission members shall be required with respect thereto.

Section 205. Amendments to Leases. (a) The Eighth Amendment to the Improvement Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A and Exhibit B of the Improvement Lease Agreement are hereby deleted in their entirety and replaced by Exhibit A and Exhibit B attached to the Eighth Amendment to Improvement Lease, and all references in the Improvement Lease Agreement to Exhibit A or Exhibit B shall be references to Exhibit A or Exhibit B, respectively, attached to the Eighth Amendment to Improvement Lease.

(b) The Eighth Amendment to the Equipment Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A of the Equipment Lease Agreement is hereby deleted in its entirety and replaced by Exhibit A attached to the Eighth Amendment to Equipment Lease, and all references in the Equipment Lease Agreement to Exhibit A shall be references to Exhibit A attached to the Eighth Amendment to Equipment Lease.

ARTICLE III

MISCELLANEOUS

Section 301. Supplemental Resolutions; Amendment of 2021 Supplemental Bond Resolution. At any time or from time to time, a Supplemental Resolution of the Commission may be adopted for the purpose of further supplementing or amending the Resolution or amending or supplementing this 2021 Supplemental Bond Resolution, in each case upon the terms and conditions set forth in Article XI of the Resolution. Notwithstanding the foregoing, the authorization of the issuance and sale of any of the Series 2021B Bonds may be modified or rescinded at any time prior to the issuance or sale thereof by resolution duly adopted by the Commission.

Section 302. Severability of Invalid Provisions. If any one or more of the provisions, covenants or agreements in this 2021 Supplemental Bond Resolution on the part of the Commission or any fiduciary to be performed should be contrary to law, then such provision or provisions, covenant or covenants, or agreement or agreements shall be deemed separable from the remaining provisions, covenants and agreements and shall in no way affect the validity of the other provisions of this 2021 Supplemental Bond Resolution or of the Series 2021B Bonds.

Section 303. Successors and Assigns. Whenever in this 2021 Supplemental Bond Resolution the Commission is named or referred to, it shall, and shall be deemed to, include its successors and assigns, whether so expressed or not. All of the covenants, stipulations, obligations and agreements by or on behalf of, and other provisions for the benefit of, the Commission contained in this 2021 Supplemental Bond Resolution shall bind and inure to the benefit of such successors and assigns and of any officer, board, commission, authority, agent or instrumentality to whom or to which there shall be transferred by or in accordance with law any right, power or duty of the Commission or of its successors or assigns, the possession of which is necessary or appropriate in order to comply with any such covenants, stipulations, obligations, agreements or other provisions of this 2021 Supplemental Bond Resolution.

Section 304. No Recourse on Series 2021B Bonds. No recourse shall be had for the payment of the principal or redemption price of or interest on the Series 2021B Bonds or for any claim based thereon or on the Resolution or this 2021 Supplemental Bond Resolution against any member, commissioner or other officer of the Commission or any person executing the Series 2021B Bonds. The Series 2021B Bonds are not and shall not be in any way a debt or liability of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2021 Supplemental Bond Resolution, and the County, to the extent set forth in the Leases (as further amended by the Third Amendments to Leases)), and do not and shall not create or constitute any indebtedness, liability or obligation of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2021 Supplemental Bond Resolution, and the County, to the extent set forth in the Leases (as further amended by the Third Amendments to Leases)), either legal, moral or otherwise. The Commission has no taxing power.

Section 305. Incorporation of Resolution by Reference. All other provisions of the Resolution, as heretofore amended and supplemented, are incorporated by this reference, as if the same were set forth in full herein, and such provisions shall remain in full force and effect.

Section 306. 2021 Supplemental Bond Resolution to Constitute a Contract: Governing Law. This 2021 Supplemental Bond Resolution shall be deemed to be a contract made under the laws of the State, and for all purposes shall be construed in accordance with the laws of the State.

Section 307. Effective Date. In accordance with the terms of Section 1101 of the Resolution, this 2021 Supplemental Bond Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of a copy of this 2021 Supplemental Bond Resolution, certified by an Authorized Commission Representative.

NAME	AYE	NO	ABSTAIN	ABSENT
Matthew Riggins	x			
Sandra Nunes	x			
John B. Comegno II	x			

The foregoing is a true copy of a resolution adopted by the governing body of the BURLINGTON COUNTY BRIDGE COMMISSION at a meeting thereof duly called and held on March 9, 2021.

Kathleen M. Wiseman, Secretary

SCHEDULE A

PERMANENTLY FINANCED CAPITAL

CAPITAL LEASE - BUILDINGS & GROUNDS	122 HIGH STREET: MOLD/ROOF/HVAC	1,720,044.00
CAPITAL LEASE - BUILDINGS & GROUNDS	251 RANCOCAS EXPANSION	18,476.13
CAPITAL LEASE - BUILDINGS & GROUNDS	49 & 50 RANCOCAS BLDG WINDOWS/MASONRY	80,705.80
CAPITAL LEASE - BUILDINGS & GROUNDS	9 MAPLE AVENUE & ENVIORNMENT REMEDIATION	426,908.98
CAPITAL LEASE - BUILDINGS & GROUNDS	COUNTY COMPLEX SPACE ALLOCATION & MOVES	625,994.33
CAPITAL LEASE - BUILDINGS & GROUNDS	COUNTY BLDG ENTRANCE AND INTERIOR CONSTUCTION UPGRADES	250,549.85
CAPITAL LEASE - BUILDINGS & GROUNDS	CONST & RENO BLDGS - DPW CONSOLIDATION	56,640.17
CAPITAL LEASE - BUILDINGS & GROUNDS	COUNTY WIDE BUILDING ASSESSMENT	33,280.00
CAPITAL LEASE - BUILDINGS & GROUNDS	COUNTY WIDE GENERATOR PROJECT	987,224.68
CAPITAL LEASE - BUILDINGS & GROUNDS	COUNTY-WIDE ELEVATOR ASSESS & IMPROVE & UPGRADES	47,413.66
CAPITAL LEASE - BUILDINGS & GROUNDS	DATA CENTER HVAC REPLACEMENT - 49 RANCOCAS	61,666.02
CAPITAL LEASE - BUILDINGS & GROUNDS	DATA CENTER/CONTINUITY IMPLEMENTATION - BRIGGS RD	147,341.92
CAPITAL LEASE - BUILDINGS & GROUNDS	DEMO NURSES QUARTERS	3,338.00
CAPITAL LEASE - BUILDINGS & GROUNDS	DETENTION FACILITY CONSULT/RENOVATIONS TO DETENTION CENTER	174,036.29
CAPITAL LEASE - BUILDINGS & GROUNDS	DIGITALIZATION COUNTY CLERK DOCS	31,340.60
CAPITAL LEASE - BUILDINGS & GROUNDS	DIGITALIZATION OF ENG & PLAN BRD RECORDS	262,419.08
CAPITAL LEASE - BUILDINGS & GROUNDS	DIGITALIZATION TAX RECORDS	121,025.00
CAPITAL LEASE - BUILDINGS & GROUNDS	ENERGY EFFICIENCY UPGRADES & IMPROVEMENTS	61,758.80
CAPITAL LEASE - BUILDINGS & GROUNDS	EMERG SVCS TRAINING CENTER: HYDRANTS & ENVIRONMENTAL	155,213.88

CAPITAL LEASE - BUILDINGS & GROUNDS	FIRE TRAINING GRDS UPGRADES BLDG REPAIRS	137,655.65
CAPITAL LEASE - BUILDINGS & GROUNDS	FURNITURE AND CARPET	404,184.64
CAPITAL LEASE - BUILDINGS & GROUNDS	HEALTH BLDG SECURITY UPGRADES	5,091.42
CAPITAL LEASE - BUILDINGS & GROUNDS	HUMAN SVCS BLDG ELEVATOR REPLACEMENT & SECURITY IMPROVEMENT	24,677.68
CAPITAL LEASE - BUILDINGS & GROUNDS	JDC UPGRADES & RENOVATIONS	48,269.76
CAPITAL LEASE - BUILDINGS & GROUNDS	LIBRARY MEDFORD BRANCH CONSTRUCTION -CO CONTRIB	300,000.00
CAPITAL LEASE - BUILDINGS & GROUNDS	LIBRARY MEETING SPACE CONSTRUCTION	909.95
CAPITAL LEASE - BUILDINGS & GROUNDS	MINOR REPAIRS AND UPGRADES	381,626.24
CAPITAL LEASE - BUILDINGS & GROUNDS	MT.LAUREL COMPLEX HVAC/WINDOW/MASON REPLACEMENT	105,666.82
CAPITAL LEASE - BUILDINGS & GROUNDS	PROSECUTOR CSU BLDG CONVERSION RENOVATIONS & IMPROVEMENTS	2,241,841.73
CAPITAL LEASE - BUILDINGS & GROUNDS	PUBLIC SAFETY BLDG ROOF & HVAC REPLACEMENT	223,007.88
CAPITAL LEASE - BUILDINGS & GROUNDS	PUBLIC SAFETY BLDG SPRINKLER AND FIRE ALARM UPGRADES	75,596.50
CAPITAL LEASE - BUILDINGS & GROUNDS	RANGE - OUTDOOR UPGRADES	4,775.82
CAPITAL LEASE - BUILDINGS & GROUNDS	REMEDATION & DEMO VARIOUS COUNTY BLDGS	274,936.15
CAPITAL LEASE - BUILDINGS & GROUNDS	SALT SHED REPAIRS (NEW GREYNA & DELRAN)	1,337.34
CAPITAL LEASE - BUILDINGS & GROUNDS	RADIO TOWER (15) & BACK-UP CALL CENTER CONST & RENOV	1,208,852.43
CAPITAL LEASE - ENG - BRIDGES	BRIDGE A3.3 RIVER RD ^ POMPESTON CREEK	210,040.55
CAPITAL LEASE - ENG - BRIDGES	BRIDGE A4.8 FORK LANDING ROAD	438,773.66
CAPITAL LEASE - ENG - BRIDGES	BRIDGE B4.61 CR 537 - MAIN ST	3,000.00
CAPITAL LEASE - ENG - BRIDGES	BRIDGE C2.2 RIVER ROAD (CR 543)	215,172.49
CAPITAL LEASE - ENG - BRIDGES	BRIDGE C3.2 BURLINGTON-JACKSONVILLE RD	101,390.23
CAPITAL LEASE - ENG - BRIDGES	BRIDGE C4.13 PARKER'S CREEK REHAB&SCOUR	738.77
CAPITAL LEASE - ENG - BRIDGES	BRIDGE C4.4 CENTERTON OVER RANOCAS CREE	1,120,790.00

CAPITAL LEASE - ENG - BRIDGES	BRIDGE C5.129 DUTCH ROAD	1,289.23
CAPITAL LEASE - ENG - BRIDGES	BRIDGE C5.78 HARTFORD ROAD	525,857.65
CAPITAL LEASE - ENG - BRIDGES	BRIDGE C5.98 CENTENNIAL AVE	207,281.42
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D3.33	741.37
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D4.108 WHITE ST OVER MILL RACE	99,400.04
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D4.27 MAIN STREET	10,978.10
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D4.71	169,882.67
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D5.141 TUCKERTON RD (CR620)	951,703.61
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D5.58 HAWKINS ROAD	23,569.97
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D5.78 CHAIRVILLE RD	3,164.02
CAPITAL LEASE - ENG - BRIDGES	BRIDGE D5.85 NEW FREEDOM RD	306,244.68
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E2.6 IRON BRIDGE ROAD	17,132.65
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E3.10	4,312.02
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E3.12 SAYLOR'S POND RD	2,244.85
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E3.21	244.40
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E3.33 MONMOUTH RD (CR537)	2,070.77
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E3.4 JOBSTOWN RD	19,872.63
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E4.25 BURRS MILL ROAD	62,005.20
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E4.29 BURRS MILL ROAD	41,484.45
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E4.44 SMITHVILLE RD (CR 684)	425,069.80
CAPITAL LEASE - ENG - BRIDGES	BRIDGE E4.55 HANOVER ST (CR 616)	480,932.16
CAPITAL LEASE - ENG - BRIDGES	BRIDGE F2.26 PAULSEN ROAD	455,815.00
CAPITAL LEASE - ENG - BRIDGES	BRIDGE F3.16 MT PLEASANT RD	12,467.76
CAPITAL LEASE - ENG - BRIDGES	BRIDGE F3.2 OLD YORK RD	581.63
CAPITAL LEASE - ENG - BRIDGES	BRIDGE F3.60 DEFENSE ACCESS HIGHWAY	599.43
CAPITAL LEASE - ENG - BRIDGES	BRIDGE G3.2 PIPE LINING	5,943.38
CAPITAL LEASE - ENG - BRIDGES	BRIDGE G7.32A GREENBANK-CHATSWORTH RD	30,595.92
CAPITAL LEASE - ENG - BRIDGES	BRIDGE H8.1 CR 542 OVER WADING RIVER	679,458.40
CAPITAL LEASE - ENG - BRIDGES	BRIDGE H8.31 CR 542 OVER WADING RIVER	152,764.57
CAPITAL LEASE - ENG - BRIDGES	BRIDGE H8.62 STAGE RD	19,619.03
CAPITAL LEASE - ENG - BRIDGES	GUIDE RAIL DESIGN PROJECT - BRIDGE	167,898.13
CAPITAL LEASE - ENG - BRIDGES	PIPE/CULVERT/LINING/DRAINAGE IMPROVEMENTS	254,708.98
CAPITAL LEASE - ENG - BRIDGES	BRIDGE INSPECTIONS/REPAIRS/IMPROVEMENTS	2,334,419.74
CAPITAL LEASE - ENG - MISC	ENGINEER DESIGN TASK ORDER	1,576,832.19

CAPITAL LEASE - ENG - MISC	NJEIT 2016	176,391.31
CAPITAL LEASE - ENG - MISC	OPEN SPACE/FARMLAND/PARKS DEV ENG SRVCS	84,694.49
CAPITAL LEASE - ENG - MISC	STABILIZATION OF EMBANKMENT - FRONT ST.	1,003,193.97
CAPITAL LEASE - ENG - ROADS	BURLCO ROADWAY SIGNAL UPGRADE/SYS INTERC	1,197,669.55
CAPITAL LEASE - ENG - ROADS	BURLINGTON ROAD REALIGNMENT - DELANCO	2,089.58
CAPITAL LEASE - ENG - ROADS	CENTERLINE SAFETY ENHANCEMENT	56,397.38
CAPITAL LEASE - ENG - ROADS	CR 545 & GEORGETOWN RD	6,079.09
CAPITAL LEASE - ENG - ROADS	CR 607 NORTH MAPLE AVE - EVESHAM TWP	5,159.18
CAPITAL LEASE - ENG - ROADS	CREEK & MASONVILLE INTERSECTION	1,569.20
CAPITAL LEASE - ENG - ROADS	DRAINAGE PROJECT - WRIGHTSTOWN	168,645.15
CAPITAL LEASE - ENG - ROADS	GUIDE RAIL DESIGN PROJECT - ROADS	5,882.62
CAPITAL LEASE - ENG - ROADS	MOORESTOWN-MT.LAUREL (CR603) RD RECON & DRAINAGE IMPROVEMENTS	281,204.26
CAPITAL LEASE - ENG - ROADS	PAVEMENT REPAIR CONTRACT	193,152.69
CAPITAL LEASE - ENG - ROADS	RANCOCAS ROAD STREETScape	10,577.96
CAPITAL LEASE - ENG - ROADS	RIVERTON RD/BRANCH PIKE/PARRY RD INTERSECTION ROUNDABOUT	432,380.74
CAPITAL LEASE - ENG - ROADS	SAFETY PROJECT/LINE STRIPING 2016- 2017	127,480.39
CAPITAL LEASE - ENG - ROADS	SAFETY PROJECT/LINE STRIPING 2014- 2015	21,214.29
CAPITAL LEASE - ENG - ROADS	SO. PEMBERTON RD (CR530) PH I	64,243.96
CAPITAL LEASE - ENG - ROADS	SO. PEMBERTON RD (CR530) PH II & III RECONSTRUCTION	1,079,690.83
CAPITAL LEASE - ENG - ROADS	SO. PEMBERTON RD (CR530) PH II & III RIGHT OF WAY ACQUISITIONS	973,936.73
CAPITAL LEASE - ENG - ROADS	STATE FUNDED OVERLAY (2013)	20,636.81
CAPITAL LEASE - ENG - ROADS	STATE FUNDED OVERLAY (2014)	1,533,390.61
CAPITAL LEASE - ENG - ROADS	STATE FUNDED OVERLAY (2015)	1,046,151.85
CAPITAL LEASE - ENG - ROADS	STATE FUNDED OVERLAY (2016)	486,551.95
CAPITAL LEASE - ENG - ROADS	STATE FUNDED OVERLAY (2017)	567,061.90
CAPITAL LEASE - ENG - ROADS	STATE FUNDED OVERLAY (2018)	1,556,411.19
CAPITAL LEASE - ENG - ROADS	TRAFFIC MANAGEMENT & ASSESSMENT	1,986,717.53
CAPITAL LEASE - ENG - ROADS	TRAFFIC SIGNAL EQUIPMENT	2,046,897.09
CAPITAL LEASE - ENG - ROADS	TRAFFIC SIGNAL REVISIONS & UPGRADES	342,943.88
CAPITAL LEASE - ENG - ROADS	WORK ZONE SAFETY CRASH ATTENUATORS	59,515.27

CAPITAL LEASE - CAPITAL EQUIPMENT	B&G ENCLOSED LANDSCAPE TRAILERS	852.03
CAPITAL LEASE - CAPITAL EQUIPMENT	COLLEGE - MINOR CAPITAL	581,748.00
CAPITAL LEASE - CAPITAL EQUIPMENT	EQUIPMENT - ESTC	101,820.00
CAPITAL LEASE - CAPITAL EQUIPMENT	MINOR - B&G	15,090.35
CAPITAL LEASE - CAPITAL EQUIPMENT	MINOR - COUNTY-WIDE	50,000.00
CAPITAL LEASE - CAPITAL EQUIPMENT	MINOR - IT	152,775.52
CAPITAL LEASE - CAPITAL EQUIPMENT	MINOR 2014 - B&G EQUIPMENT	10,092.29
CAPITAL LEASE - FLEET/LIGHT DUTY/SUV	COUNTY WIDE FLEET UPGRADE	2,231,985.00
CAPITAL LEASE - FLEET/LIGHT DUTY/SUV	LIBRARY - MOBILE LIBRARY BUS	127,893.00
CAPITAL LEASE - HEAVY EQUIPMENT	HIGHWAY HEAVY EQUIPMENT/VEHICLES	1,036,409.64
CAPITAL LEASE - PUBLIC SAFETY	COMMUNICATION TOWERS UPGRADES	33,119.66
CAPITAL LEASE - PUBLIC SAFETY	EXPANSION OF FIBER-OPTIC NETWORK - RCBC	96,187.98
CAPITAL LEASE - PUBLIC SAFETY	RADIO FREQUENCY SYSTEMS UPGRADE	14,087,301.69
CAPITAL LEASE - PUBLIC SAFETY	RADIO TOWER LIGHTING & BATTERIES	4,344.25
CAPITAL LEASE - PUBLIC SAFETY	UPGRADE TO CALL CENTER RECORDING SYSTEM	29,456.10
	TOTAL	55,937,905.71

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-31

BURLINGTON COUNTY BRIDGE COMMISSION

SUPPLEMENTAL RESOLUTION OF THE BURLINGTON COUNTY BRIDGE COMMISSION AUTHORIZING THE ISSUANCE OF LEASE REVENUE NOTES, SERIES 2021A AND SUPPLEMENTING THE COMMISSION'S RESOLUTION ENTITLED "RESOLUTION OF THE

**BURLINGTON COUNTY BRIDGE COMMISSION AUTHORIZING THE
ISSUANCE OF LEASE REVENUE BONDS OR NOTES (2018 COUNTY
LEASING PROGRAM), SERIES 2019, DULY ADOPTED ON NOVEMBER
4, 2019 AS AMENDED ON MARCH 9, 2020.**

BACKGROUND

WHEREAS, the Burlington County Bridge Commission (the "Commission") was created by a resolution adopted by the Board of Chosen Freeholders of the County of Burlington, New Jersey (the "County") pursuant to Self Liquidating Bridges Act of the State of New Jersey, constituting Article 2 of Chapter 17 of the Pamphlet Laws of 1934, as amended and supplemented (the "Act"); and

WHEREAS, the Commission has the authority to issue notes pursuant to Resolution 2019-63, of the Commission duly adopted on November 4, 2019 and entitled "Resolution Authorizing The Issuance Of Lease Revenue Bonds or Notes (2018 County Leasing Program), Series 2019" (the "*2018 Bond Resolution*", as the same may be further amended and supplemented (collectively, the "Bond Resolution"); and

WHEREAS, the 2018 Bond Resolution authorized the Commission to issue not-to-exceed \$76,000,000.00 in Lease Revenue Bonds or Notes for the purpose of temporarily financing a portion of the costs the County's 2018 Capital Budget consisting of the construction of various infrastructure improvements (collectively, the "Improvements") and acquisition and installation of various items of capital equipment (collectively, the "Equipment" and together with the Improvements, the "2018 Capital Program"); and

WHEREAS, on November 21, 2019, the Commission issued its \$20,500,000 Lease Revenue Notes, Series 2019D, (the "Series 2019D Notes") for the purpose of (i) financing \$20,500,000 in costs of construction of the Improvements and acquisition and installation of items of Equipment (the "2019D Capital Program") and (ii) paying the costs and expenses associated with the issuance of the Series 2019D Notes (the "2019D Project"), and to secure the Series 2019D Notes, the Commission and the County will execute (x) an Improvement Lease and Agreement, dated November 21, 2019 (the "2018 Improvement Lease") and (y) an Equipment Lease and Agreement, dated November 21, 2019 (the "2018 Equipment Lease") (the "2018 Improvement Lease" and together with the 2018 Equipment Lease the "2018 Leases"); and

WHEREAS, the Series 2019D Notes matured on April 17, 2020; and

WHEREAS, on April 16, 2020, the Commission issued its \$20,500,000 Lease Revenue Notes, Series 2020A (the "Series 2020A Notes") to (i) temporarily refinance the Commission's \$20,500,000 Series 2019D Notes and (ii) pay the costs and expenses

associated with the issuance of the Series 2021A Notes (the "2020A Project"), and

WHEREAS, the Commission authorized a First Amendment to the 2018 Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2020A Notes; and

WHEREAS, the Series 2020A Notes will mature on April 15, 2021; and

WHEREAS, at the request of the county, the Commission desires to authorize the issuance of its not to exceed \$47,000,000 Lease Revenue Notes, Series 2020A (the "Series 2020A Notes") to (i) temporarily refinance the Commission's \$20,500,000 Series 20120A Notes (ii) to finance \$26,500,000 in additional costs of construction of the Improvements and acquisition and installation of additional items of Equipment from the 2018 Capital Program and (iii) paying the costs and expenses associated with the issuance of the Series 2021A Notes (the "2021A Project"), and

WHEREAS, the Commission desires to authorize a Second Amendment to the 2018 Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2021A Notes; and

WHEREAS, payment of the principal of and interest on the Series 2021A Notes will be payable from Rental Payments to be made by the County under the terms of the 2018 Leases, as further amended by the Second Amendments to the 2018 Leases;

NOW, THEREFORE, BE IT RESOLVED BY THE BURLINGTON COUNTY BRIDGE COMMISSION AS FOLLOWS:

ARTICLE I

DEFINITIONS AND INTERPRETATION

Section 101. Short Title. This supplemental resolution may hereinafter be cited by the Commission, and is hereinafter sometimes referred to, as "2021A Supplemental Note Resolution".

Section 102. Authorization for 2021A Supplemental Note Resolution. This 2021A Supplemental Note Resolution further supplements the Resolution and is authorized by, and is adopted pursuant to, the provisions of the Act and Sections 1101 of the Resolution.

Section 103. Certain Definitions. Capitalized terms used but not specifically defined herein and in the recitals hereto shall, unless the context clearly requires otherwise, have the meanings that are ascribed to such terms in the Resolution.

ARTICLE II

AUTHORIZATION OF SERIES 2020A NOTES

Section 201. Authorization of Series 2020A Notes. Pursuant to and in accordance with the provisions of Section 201 of the Resolution, the Commission hereby authorizes the issuance of a series of Lease Revenue Notes, in an aggregate principal amount not-to-exceed \$47,000,000, in order to pay: (i) the costs of refinancing a \$20,500,000 portion of the Series 2020A Notes; (ii) to finance \$26,500,000 to fund a portion of the 2018 Capital Program; and (iii) paying the costs of issuance relating to the Series 2021A Notes. The Series 2021A Notes shall be designated "Lease Revenue Notes (2018 Governmental Leasing Program), Series 2021."

Section 202. Terms of Series 2020A Notes. (a) The Series 2021A Notes shall be dated their date of issuance, shall mature and shall bear interest at such rate of interest per annum as shall be determined by the Series Certificate delivered prior to the authentication and delivery upon original issuance of the Series 2020A Notes. The Series Certificate may contain such other terms and provisions with respect to the Series 2021A Notes that are not established by the terms of the Resolution or by the terms hereof and that are not inconsistent with the provisions thereof and hereof.

(b) The Series 2021A Notes shall be issued in fully registered form in the par amount of the Series 2020A Notes. Unless the Commission shall otherwise direct the Registrar, the Series 2021A Notes shall be lettered and numbered R-1 and/or such other letter or letters as determined by the Trustee prefixed to the number. Subject to the provisions of this 2021A Supplemental Note Resolution, the form of the Series 2021A Notes and the Trustee's certificate of authentication shall be substantially in the form set forth in Sections 1401 and 1402 of the Resolution.

(c) The Series 2021A Notes shall be dated, and shall bear interest from the dated date thereof as shall be established in the Series Certificate, except as otherwise provided in Section 301 of the Resolution. The Series 2021A Notes shall mature on the date and in the Principal Amount, and shall bear interest payable on the Note Payment Date at the rate per annum set forth in the Series Certificate relating thereto.

Section 203. Application of Proceeds of Series 2020A Notes. The proceeds from the sale of the Series 2021A Notes shall be applied by the Trustee, upon receipt, in the manner set forth in Section 201 hereof and as may be further set forth in the Series Certificate.

Section 204. Sale of Series 2020A Notes. (a) Pursuant to and in accordance with the terms of the Resolution, as further amended and supplemented by the 2015 Supplemental Resolution, the Commission hereby determines that the Authorized Commission Representatives are authorized to sell and to award the Series 2021A Notes on behalf of the Commission to the purchaser thereof, including the power to determine, among other things, (a) the amount of the Series 2021A Notes to be issued, in an amount not-to-exceed the amount of the Series 2021A Notes that are authorized to be issued pursuant to the terms of Section 201 hereof, (b) the time and manner of sale of the Series 2020A Notes, (c) the maturity date of the Series 2021A Notes (subject to the limitations contained below and in Section 202 hereof) and the provisions pertaining to redemption, if any, of the Series 2020A Notes, (d) the rate of interest for the Series 2020A Notes, and (e) such other terms and conditions as may be necessary or related to the sale of the Series 2020A Notes, and the Authorized Commission Representatives are hereby authorized to determine the details of and execute a contract of purchase or other similar document, if any, in connection with the sale of the Series 2021A Notes (the "Purchase Contract"). The Authorized Commission Representatives are hereby authorized to award the Series 2021A Notes to the purchaser or purchasers thereof. Such award shall be evidenced by the execution of a Purchase Contract and a Series Certificate.

(b) The Purchase Contract, if any, and the Series Certificate shall determine the terms and conditions relating to the sale of the Series 2020A Notes, including the maturity date for the Series 2020A Notes, the rate of interest to be borne by the Series 2021A Notes and the Underwriter's discount, if any, that is payable to the Underwriter in connection with the sale of the Series 2020A Notes; provided, however, that without the further authorization of the Commission, the final maturity date for the Series 2021A Notes shall be not later than one year from the Date of Issue, the rate of interest (or the net interest rate in the event that the Series 2021A Notes are issued as fixed interest rate obligations) or the initial rate of interest (in the event the Series 2021A Notes bear interest at a variable rate of interest), as the case may be, to be borne by the Series 2021A Notes shall not exceed four percent (4.00%) per annum, and the Underwriter's discount for the Series 2021A Notes shall not exceed \$2.50 per \$1,000 principal amount of the Series 2020A Notes. The Purchase Contract and the Series Certificate shall contain such other terms and conditions as shall be deemed necessary in connection with the sale of the Series 2020A Notes.

(c) Any Authorized Commission Representative is also authorized to accept terms and conditions relating to the Series 2021A Notes required as a condition to the issuance thereof and to make such necessary changes in this 2021A Supplemental Note Resolution to reflect such terms and conditions as such Authorized Commission Representative deems necessary and appropriate with the advice of Bond Counsel and to set forth such provisions in the Series Certificate.

(d) The sale and award of the Series 2021A Notes by the Authorized Commission Representatives shall be evidenced by the execution of the Purchase Contract and the Series Certificate as of the date of the sale and award of the Series

2020A Notes, and the Series Certificate shall be presented to the members of the Commission at the next regular meeting of the Commission following such sale and award as evidence of the terms and details of the sale of the Series 2020A Notes.

(e) The Commission's Bond Counsel and Financial Advisor and the Underwriter are hereby authorized to prepare and distribute a Preliminary Official Statement on behalf of the Commission in connection with the sale of the Series 2020A Notes. The form and content of such Preliminary Official Statement shall, prior to the distribution thereof, be approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission. Subsequent to obtaining such approval, the Preliminary Official Statement may be revised, if necessary, and may contain additional terms and information relating to the sale of the Series 2020A Notes, the Series 2018A Notes and the Series 2018 Bonds; provided, however, that the form and content of such revised Preliminary Official Statement shall have been previously approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission, prior to the distribution thereof.

(f) The Chairman or the Vice Chairman of the Commission is each hereby authorized to execute the final Official Statement and such officers, including the Chairman or the Vice Chairman, the Executive Director, the Secretary, the Treasurer and any other Authorized Commission Representative, shall execute any closing documents which are required to be executed in connection with the delivery of the Series 2020A Notes. Any actions which are not determined by this 2021A Supplemental Note Resolution or any other resolution of the Commission duly adopted prior to the authentication and delivery of the Series 2021A Notes shall be determined by an Authorized Commission Representative.

(g) The Chairman, Vice Chairman, Secretary and any other Authorized Commission Representative, be, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this 2018B Note Supplemental Resolution, the 2018 Leases (as further amended by the First Amendments to the 2018 Leases), the Preliminary Official Statement, the Official Statement and the Purchase Contract and for the authorization, sale and issuance of the Series 2020A Notes. The execution by such Officers of any such documents with such changes, insertions or omissions as shall be approved by the Commission's Chairman or Vice Chairman in consultation with the Commission's Bond Counsel shall be conclusive evidence of the approval of such changes, insertions or omissions and no further ratification or other actions by the Commission members shall be required with respect thereto.

Section 205. Amendments to Leases. (a) The Second Amendment to Improvement Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as

may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A and Exhibit B of the Improvement Lease Agreement are hereby deleted in their entirety and replaced by Exhibit A and Exhibit B attached to the Second Amendment to Improvement Lease, and all references in the Improvement Lease Agreement to Exhibit A or Exhibit B shall be references to Exhibit A or Exhibit B, respectively, attached to the Second Amendment to Improvement Lease.

(b) The Second Amendment to Equipment Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A of the Equipment Lease Agreement is hereby deleted in its entirety and replaced by Exhibit A attached to the Second Amendment to Equipment Lease, and all references in the Equipment Lease Agreement to Exhibit A shall be references to Exhibit A attached to the Second Amendment to Equipment Lease.

ARTICLE III

MISCELLANEOUS

Section 301. Supplemental Resolutions; Amendment of 2021A Supplemental Note Resolution. At any time or from time to time, a Supplemental Resolution of the Commission may be adopted for the purpose of further supplementing or amending the Resolution or amending or supplementing this 2021A Supplemental Note Resolution, in each case upon the terms and conditions set forth in Article XI of the Resolution. Notwithstanding the foregoing, the authorization of the issuance and sale of any of the Series 2021A Notes may be modified or rescinded at any time prior to the issuance or sale thereof by resolution duly adopted by the Commission.

Section 302. Severability of Invalid Provisions. If any one or more of the provisions, covenants or agreements in this 2021A Supplemental Note Resolution on the part of the Commission or any fiduciary to be performed should be contrary to law, then such provision or provisions, covenant or covenants, or agreement or agreements shall be deemed separable from the remaining provisions, covenants and agreements and shall in no way affect the validity of the other provisions of this 2021A Supplemental Note Resolution or of the Series 2020A Notes.

Section 303. Successors and Assigns. Whenever in this 2021A Supplemental

Note Resolution the Commission is named or referred to, it shall, and shall be deemed to, include its successors and assigns, whether so expressed or not. All of the covenants, stipulations, obligations and agreements by or on behalf of, and other provisions for the benefit of, the Commission contained in this 2021A Supplemental Note Resolution shall bind and inure to the benefit of such successors and assigns and of any officer, board, commission, authority, agent or instrumentality to whom or to which there shall be transferred by or in accordance with law any right, power or duty of the Commission or of its successors or assigns, the possession of which is necessary or appropriate in order to comply with any such covenants, stipulations, obligations, agreements or other provisions of this 2021A Supplemental Note Resolution.

Section 304. No Recourse on Series 2020A Notes. No recourse shall be had for the payment of the principal or redemption price of or interest on the Series 2021A Notes or for any claim based thereon or on the Resolution or this 2021A Supplemental Note Resolution against any member, commissioner or other officer of the Commission or any person executing the Series 2020A Notes. The Series 2021A Notes are not and shall not be in any way a debt or liability of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2021A Supplemental Note Resolution, and the County, to the extent set forth in the 2018 Leases (as further amended by the Second Amendments to the Leases)), and do not and shall not create or constitute any indebtedness, liability or obligation of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2021A Supplemental Note Resolution, and the County, to the extent set forth in the 2018 Leases (as further amended by the Second Amendment to the Lease Agreements)), either legal, moral or otherwise. The Commission has no taxing power.

Section 305. Incorporation of Resolution by Reference. All other provisions of the Resolution, as heretofore amended and supplemented, are incorporated by this reference, as if the same were set forth in full herein, and such provisions shall remain in full force and effect.

Section 306. 2021A Supplemental Note Resolution to Constitute a Contract; Governing Law. This 2021A Supplemental Note Resolution shall be deemed to be a contract made under the laws of the State, and for all purposes shall be construed in accordance with the laws of the State.

Section 307. Effective Date. In accordance with the terms of Section 1101 of the Resolution, this 2021A Supplemental Note Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of a copy of this 2021A Supplemental Note Resolution, certified by an Authorized Commission Representative.

NAME	AYE	NO	ABSTAIN	ABSENT
Matthew Riggins	x			
Sandra Nunes	x			
John B. Comegno II	x			

The foregoing is a true copy of a resolution adopted by the governing body of the BURLINGTON COUNTY BRIDGE COMMISSION at a meeting thereof duly called and held on March 9, 2021.

Kathleen M. Wiseman, Secretary

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2021-32

**RESOLUTION OF THE BURLINGTON COUNTY BRIDGE
COMMISSION AUTHORIZING GROUP AFFIDAVIT TO
LOCAL FINANCE BOARD**

WHEREAS, pursuant to the Local Authorities Fiscal Control Law, P.L. 1983, ch. 313 approved August 26, 1982, as amended (*N.J.S.A. 40A:5A-1, et seq.*) (the "Act"), the Burlington County Bridge Commission (the "Commission") submitted to the Local Finance Board for review the proposed issuance by the Commission of its Lease Revenue Bonds, Series 2020C-1 and Lease Revenue Notes, Series 2020C-1 (2015 County Leasing Program) and its Lease Revenue Bonds, Series 2020C-2 and Lease Revenue Notes, Series 2020C-2 (2017 County Leasing Program) (the "Obligations"); and

WHEREAS, on February 10, 2021, the Local Finance Board issued positive findings regarding the proposed issuance of the Commission's Lease Revenue Bonds, Series 2021B and such findings are good for a period of one year; and

WHEREAS, pursuant to the Act, each member of the Authority must personally review the findings and recommendations of the Local Finance Board within forty-five (45) days of receipt, and a majority of the full membership of the Authority must execute a

group Affidavit to that effect.

NOW, THEREFORE, BE IT RESOLVED BY THE BURLINGTON COUNTY BRIDGE COMMISSION AS FOLLOWS:

- 1. The Secretary of the Authority shall obtain the signature of each member of this Authority on the group Affidavit attached hereto and incorporated herein by reference.
- 2. The Secretary of the Authority shall mail the duly signed group Affidavit to the Executive Secretary of the Local Finance Board, together with a certified copy of this Resolution.
- 3. This Resolution shall take effect immediately.

**BURLINGTON COUNTY
BRIDGE COMMISSION**

By: _____
Matthew Riggins, Chairman

(SEAL)

Kathleen M. Wiseman, Secretary

NAME	AYE	NO	ABSTAIN	ABSENT
Matthew Riggins	x			
Sandra Nunes	x			
John B. Comegno II	x			

The foregoing is a true copy of a resolution adopted by the governing body of the BURLINGTON COUNTY BRIDGE COMMISSION at a meeting thereof duly called and held on March 9, 2021.

Kathleen M. Wiseman, Secretary

AFFIDAVIT

STATE OF NEW JERSEY :
 :ss
COUNTY OF BURLINGTON :

We, the members of the Burlington County Bridge Commission being of full age and being duly sworn according to law, upon our oath, depose and say:

We are duly appointed members of the Burlington County Bridge Commission.

We have personally reviewed the findings and recommendations of the Local Finance Board rendered at a meeting of said Board on February 10, 2021 with respect to the proposed issuance by the Commission of its Lease Revenue Bonds, Series 2021B (2015 County Leasing Program).

Matthew Riggins _____

Sandra Nunes _____

John B. Comegno II _____

Sworn to and subscribed
before me this 9th day of
March, 2021.

Notary Public of New Jersey

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

HUMAN RESOURCES

Director Constance Borman reported on the following personnel issues for Commission approval:

<u>PROBATION – Requires Commission Approval</u>		<u>Effective</u>
Stephen J. Wiseman	F/T Maintenance	02/24/2021
Deborah A. Viggiano	P/T Administration	03/08/2021

PROMOTIONS – Requires Commission Approval

		<u>Effective</u>
Glen K. McManus, Sr.	Foreman	03/14/2021
Kenneth M. Lallo	Foreman	03/14/2021
Frederick M. Gabriele	Foreman	03/14/2021

Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

OLD BUSINESS

Chairman Riggins called for any old business to come before the Commission.

NEW BUSINESS

Chairman Riggins called for any new business to come before the Commission.

Executive Director Andl informed the Commissioners about a recent meeting with the Township of Palmyra and the DEP concerning the potential redevelopment of the nearby property and related regulatory issues. The Executive Director will provide the Commissioners with additional information on the project as it becomes available, which is expected later this year.

PUBLIC COMMENT

Chairman Riggins called for any additional public comment to come before the Commission.

Chairman Riggins asked for any further business to come before the Commission. Hearing none, Vice-Chairwoman Nunes moved to approve. Commissioner Comegno seconded the motion. The motion passed unanimously.

Respectfully submitted,



Kathleen M. Wiseman
Secretary