



UNION COUNTY UTILITIES AUTHORITY

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RESOLUTION NO.: 31-2018

DATE: May 16, 2018

RESOLUTION OF THE UNION COUNTY UTILITIES AUTHORITY MAKING APPLICATION TO THE LOCAL FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6

APPROVED AS TO FORM:
Joseph C. Bodek, RMC
Clerk of the Authority

APPROVED AS TO SUFFICIENCY OF FUNDS
 YES NO NONE REQUIRED
UNION COUNTY UTILITIES AUTHORITY

By: Joseph C. Bodek

By: [Signature]

	PRESENT	ABSENT	AYE	NAY	ABSTAIN	MOTION	SECOND
<i>Criscione</i>		X					
<i>Eastman, Treasurer</i>	X		X			X	
<i>Jackus</i>	X		X				
<i>Kahn</i>	X		X				
<i>Lombardo</i>	X		X				
<i>Rachlin</i>	X		X				
<i>Scutari, Vice Chairwoman</i>	X		X				X
<i>People, Chairman</i>	X		X				
<i>McManus, Alternate No. 1</i>	X		X				
<i>Szpond, Alternate No. 2</i>	X						
<i>Vacancy</i>							

**RESOLUTION OF THE UNION COUNTY UTILITIES AUTHORITY
MAKING APPLICATION TO THE LOCAL FINANCE BOARD PURSUANT
TO N.J.S.A. 40A:5A-6**

WHEREAS, the Union County Utilities Authority (the “Authority”) previously issued (A) \$47,245,000 aggregate principal amount of its Solid Waste System Revenue Refunding Bonds, (County Deficiency Agreement-Series 2011A) (Tax-Exempt) on December 29, 2011, all of which are presently outstanding (the “Solid Waste Outstanding Bonds”) and subject to optional redemption on or after June 15, 2021 and (B) \$115,730,000 aggregate principal amount of its Resource Recovery Facility Lease Revenue Refunding Bonds (Covanta Union, Inc. Lessee-Series 2011A) (AMT) on December 15, 2011, all of which are presently outstanding and subject to optional redemption on or after December 1, 2021 (the “Resource Recovery Outstanding Bonds” and together with the Solid Waste Outstanding Bonds, the “Outstanding Bonds”), to refinance costs associated with its solid waste system and its resource recovery facility system, respectively; and

WHEREAS, the Authority has considered and determined to issue refunding bonds to refinance all or a portion of the Outstanding Bonds (the “Refunding Bonds”); and

WHEREAS, the Tax Cuts and Jobs Act prohibits governmental entities from issuing tax-exempt advance refunding bonds to advance refund all or a portion of the Outstanding Bonds; and

WHEREAS, the Authority desires to refund all or a portion of the respective series of Outstanding Bonds on a current, tax exempt basis to achieve 3.00% or greater debt service savings by entering into Forward Bond Purchase Option Agreement(s) prior to the applicable redemption date of the respective series of Outstanding Bonds; and

WHEREAS, Authority desires to make application to the Local Finance Board for its review of (i) a proposed project financing providing for the issuance of the Authority’s Solid Waste Revenue Refunding Bonds, County Deficiency Agreement-Series 2018A (or such other year designation as may be applicable)(Tax-Exempt) and the service contracts relating thereto, and (ii) a proposed project financing providing for the issuance of the Authority’s Resource Recovery Facility Lease Revenue Refunding Bonds, Covanta Union, Inc. Lessee-Series 2018A (or such other year designation as may be applicable)(AMT) in one or more series and the service contracts relating thereto, both project financings being undertaken through forward bond purchase option agreement(s); and

WHEREAS, the Union County Utilities Authority believes:

- (a) it is in the public interest to accomplish such purpose;
- (b) said purpose or improvements are for the health, wealth, convenience or betterment of the inhabitants of Union County (the “County”) and the municipal participants in the solid waste and resource recovery facility systems;
- (c) the amounts to be expended for said purpose or improvements are not unreasonable or exorbitant; and

(d) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the County and the municipal participants and will not create an undue financial burden to be placed upon the County or the municipal participants.

NOW THEREFORE, BE IT RESOLVED by the Members of the Board of Commissioners of Union County Utilities Authority, as follows:

Section 1. An application to the Local Finance Board is hereby authorized, and the Authority's Bond Counsel, DeCotiis, Fitzpatrick, Cole & Giblin, LLP and Financial Advisor, NW Financial, along with other representatives of the Authority, including its staff and professionals, are each hereby authorized and directed to prepare, approve and to submit such application and to represent the Authority in matters pertaining thereto and to take such other action as is necessary to undertake the transactions contemplated hereby and thereby.

Section 2. The Secretary of the Authority is hereby directed to prepare and file a certified copy of this resolution with the Local Finance Board as part of such application.

Section 3. The Local Finance Board is hereby respectfully requested to consider such application and to record its findings and recommendations as provided by the applicable New Jersey Statute.

MOTION: *Eastman*

SECOND: *Scutari*

Recorded Vote

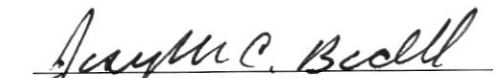
AYE 8

NO 0

ABSTAIN 0

ABSENT 1

The foregoing is a true copy of a resolution adopted by the Board of Commissioners of the Union County Utilities Authority on May 16, 2018.



Joseph C. Bodek, Clerk