

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

March 15, 2012

MINUTES OF THE MEETING

Members of the Authority present: Al Koepp, Chairman; Matt McDermott representing the Executive Branch; Chris Jeter representing the State Treasurer; Wayne Staub representing the Commissioner of the Department of Environment Protection; Dr. Aaron Fichtner representing the Department of Labor and Workforce Development; Nancy Graves representing the Commissioner of the Department of Banking and Insurance; Public Members: Joseph McNamara, Vice Chairman; Richard Tolson, Larry Downes, Charles Sarlo, Harold Imperatore, Kate Whitman, Ray Burke, First Alternate Public Member; Elliot M. Kosoffsky, Second Alternate Public Member; Brian Nelson, Third Alternate Public Member; and Rodney Sadler, Non-Voting Member.

Also present: Caren Franzini, Chief Executive Officer of the Authority; Bette Renaud, Kevin Mistry, Deputy Attorneys General; Nicole Crifo, Governor's Authorities' Unit; Steven Petrecca, Department of Treasury; and staff.

Absent from the meeting: Public Member Marjorie Perry.

Chairman Koepp called the meeting to order at 10 a.m.

Pursuant to the Internal Revenue Code of 1986, Ms. Franzini announced that this was a public hearing and comments are invited on any Private Activity bond projects presented today.

In accordance with the Open Public Meetings Act, Ms. Franzini announced that notice of this meeting has been sent to the *Star Ledger* and the *Trenton Times* at least 48 hours prior to the meeting, and that a meeting notice has been duly posted on the Secretary of State's bulletin board at the State House.

MINUTES OF AUTHORITY MEETING

The next item of business was the approval of the February 14, 2012 meeting minutes. A motion was made to approve the minutes by Mr. Nelson, seconded by Mr. Staub, and was approved by the 12 voting members present.

Mr. McNamara abstained because he was absent from the meeting.

FOR INFORMATION ONLY: The next item was the presentation of the Chief Executive Officer's Monthly Report to the Board.

Ms. Graves entered the meeting.

Mr. Tolson entered the meeting.

BOND RESOLUTIONS

ITEM: Cigarette Tax Revenue Refunding Bonds, Series 2012

REQUEST: To approve the adoption of the Cigarette Tax Revenue Refunding Bonds, Series 2012 and the form of the First Supplemental Indenture in a principle amount not to exceed \$1,165,000,000 and other matters with the issuance and sale thereof; the form of the First Amendment to Contract providing Funding to the New Jersey Economic Development Authority for Cigarette Tax Revenue Refunding Bonds, Series 2004, the use of incidental to the professionals and the authorization for the authority to take necessary actions incidental to the issuance of the Bonds.

MOTION TO APPROVE: Mr. Nelson **SECOND:** Dr. Fichtner **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

ITEM: NJEDA/School Facilities Construction Bonds

REQUEST: To approve the issuance of one or more series of the 2012 School Facilities Construction Refunding Bonds (not to exceed \$650,000,000), refund a portion of the prior School Facilities Construction Bonds and pay the costs of issuance of the 2012 Refunding Bonds.

MOTION TO APPROVE: Mr. McNamara **SECOND:** Mr. McDermott **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

PROJECT: Robertet, Inc.*

APPL.#37148

LOCATION: Mount Olive Township/Morris

PROCEEDS FOR: Building Acquisition, Renovation, Equipment

FINANCING: Up to \$10,000,000 Tax-Exempt Bond

MOTION TO APPROVE: Mr. Staub **SECOND:** Ms. Graves **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 3

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

COMBINATION PRELIMINARY BOND RESOLUTIONS

PROJECT: Tiferes Bais Yaakov*

APPL.#37254

LOCATION: Lakewood Township/Ocean

PROCEEDS FOR: Refinancing

FINANCING: \$4,500,000 (est.) Tax-Exempt Bond

MOTION TO APPROVE: Mr. Staub **SECOND:** Ms. Graves **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 4

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

PROJECT: The Arc of Mercer, Inc.
THIS PROJECT WAS WITHHELD FROM CONSIDERATION.

APPL.#37299

PRELIMINARY BOND RESOLUTIONS

PROJECT: Nandan Company, L.L.C.

APPL.#37291

LOCATION: Union Township/Union

PROCEEDS FOR: Equipment

MOTION TO APPROVE: Mr. Staub **SECOND:** Ms. Graves **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 5

PROJECT: Schott NYC Corp. and RBM Realty Inc.*

APPL.#37025

LOCATION: Union Township/Union

PROCEEDS FOR: Building Acquisition and Renovation, Equipment

FINANCING: Up to \$3,150,000 Tax-Exempt Series A Bond, Up to \$500,000 Tax-Exempt Series B Bond

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. McDermott **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

LOANS/GRANTS/GUARANTEES

DIRECT LOANS

PROJECT: Greater Newark Enterprises Corporation

APPL.#37251

LOCATION: Newark City/Essex

PROCEEDS FOR: Working Capital

FINANCING: \$500,000 Direct Loan, Loan to Lenders Program

MOTION TO APPROVE: Mr. McNamara **SECOND:** Ms. Graves **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

INCENTIVE PROGRAMS

BUSINESS EMPLOYMENT INCENTIVE PROGRAM, BUSINESS RETENTION & RELOCATION ASSISTANCE GRANT PROGRAM

PROJECT: Accupac, Inc.

APPL.#37269

LOCATION: Lakewood Township/Ocean

BUSINESS: Pharmaceuticals

GRANT AWARD: 75% Business Employment Incentive grant, 10 years

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Kosoffsky **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

PROJECT: CommVault Systems, Inc. **APPL.#37286**
LOCATION: Tinton Falls/Monmouth **BUSINESS:** Printing and Publishing
GRANT AWARD: 80% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. McNamara **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8
Mr. Nelson abstained because he represents the firm in their negotiations on other issues.

PROJECT: CommVault Systems, Inc. **APPL.# 37294**
LOCATION: Tinton Falls/Monmouth **BUSINESS:** Printing and Publishing
GRANT AWARD: \$1,350,000 (est.), **Business Retention and Relocation Assistance grant**, 2 year
MOTION TO APPROVE: Mr. Staub **SECOND:** Mr. McDermott **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 9
Mr. Nelson abstained because he represents the firm in their negotiations on other issues.

PROJECT: HDR, Inc. and subsidiaries **APPL.#37295**
LOCATION: Lawrenceville/Mercer **BUSINESS:** Services
GRANT AWARD: \$450,000 (est.), **Business Retention and Relocation Assistance grant**, 1 year
MOTION TO APPROVE: Mr. Nelson **SECOND:** Ms. Graves **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 9

PROJECT: Moore Capital Management, LP & **APPL.#37239**
entity to be formed **BUSINESS:** Finance
LOCATION: Morristown/Morris
GRANT AWARD: 60% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. Imperatore **SECOND:** Ms. Graves **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

PROJECT: Seafrigo NA Coldstorage Inc. and Affiliates **APPL.#37250**
LOCATION: TBD **BUSINESS:** Transportation
GRANT AWARD: 35% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. Staub **SECOND:** Mr. McDermott **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8
Mr. Kosoffsky abstained because Seafrigo NA Coldstorage Inc. and affiliates is a client; he's familiar with the transaction and has regular business dealings with them.

ECONOMIC REDEVELOPMENT AND GROWTH PROGRAM

PROJECT: Buffalo Pike Associates or Affiliate
LOCATION: Egg Harbor Township/Atlantic County
REIMBURSEMENT GRANT: Up to \$11,432,283
MOTION TO APPROVE: Mr. McNamara **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 10

URBAN TRANSIT HUB TAX CREDIT PROGRAM

ITEM: Boraie Development LLC or Nominee
REQUEST: To modify the existing approval of the Urban Transit Hub Tax Credit to increase the award amount over ten years from \$19,886,090 to \$23,810,360 (20% to 35% of eligible costs).
MOTION TO APPROVE: Mr. McDermott **SECOND:** Ms. Graves **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 11

EDISON INNOVATION FUND

ITEM: Osage Venture Partners III, L.P.
NextStage Capital II, L.P.
REQUEST: To approve the request to make a \$3 million limited partnership investment in Osage Venture Partners III, L.P. and a \$2 million limited partnership investment in NextStage Capital II, L.P. through the SSBCI.
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. McNamara **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 12

BOARD MEMORANDUMS

ITEM: Kontos Foods, Inc. and related entities*
Paterson City, Passaic County, NJ
\$8,960,000 Tax Exempt Stand-alone Bond (P34499)
REQUEST: Consent to extending the interest only period and maturity date on the Bonds (Series A, B & C).
MOTION TO APPROVE: Mr. Nelson **SECOND:** Ms. Graves **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

ITEM: Baldwin Asset Associates Urban Renewal Company, LLC
\$3,825,000 (75%) Brownfields Reimbursement Grant

REQUEST: Consent to adding BR Baldwin Asset Associates Urban Renewal Company, LLC to the Brownfields Site Remediation grant.

MOTION TO APPROVE: Mr. Staub **SECOND:** Ms. Graves **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

FOR INFORMATION ONLY: The next item is a summary of the projects approved under Delegated Authority in February 2012:

New Jersey Business Growth Fund: CDM Enterprises LLC; Holmdel Pediatrics LLC or Nominee

New Jersey Business Growth Fund - Modification: Eccleston Associates; Musicland LLC

AUTHORITY MATTERS

ITEM: Memorandum of Understand (MOU) with Monmouth County to Conduct Comprehensive Economic Development Strategy

REQUEST: To approve the MOU, in substantially final form, between the Authority and Monmouth County.

MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Ms. Graves **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 15

Mr. Nelson abstained because he represents the County.

PUBLIC COMMENT

There was no comment from the public.

There being no further business, on a motion Mr. Staub, and seconded by Ms. Graves, the meeting was adjourned at 11:40 a.m.

Certification: The foregoing and attachments represent a true and complete summary of the actions taken by the New Jersey Economic Development Authority at its meeting.

A handwritten signature in cursive script that reads "Maureen Hassett". The signature is written in black ink and is positioned above a horizontal line.

Maureen Hassett, Assistant Secretary