

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

May 8, 2012

MINUTES OF THE MEETING

Members of the Authority present: Al Koepp, Chairman; Matt McDermott representing the Executive Branch; Jim Kelly representing the State Treasurer; Colleen Kokas representing the Commissioner of the Department of Environment Protection; Fred Zavaglia representing the Department of Labor and Workforce Development; Public Members: Joseph McNamara, Vice Chairman; Richard Tolson, 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.

Present via conference call: Nancy Graves representing the Commissioner of the Department of Banking and Insurance.

Also present: Caren Franzini, Chief Executive Officer of the Authority; Deputy Attorney Generals Bette Renaud and Wayne Martorelli; Nicole Crifo, Governor's Authorities' Unit; and staff.

Absent: Public Members Larry Downes, and 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 April 10, 2012 meeting minutes. A motion was made to approve the minutes by Mr. Sarlo, seconded by Mr. Tolson, and was approved by the 11 voting members present.

Public Members Whitman, Nelson, and Kosoffsky abstained because they were not present.

Ms. Franzini introduced and welcomed Michael Van Wagner, newly installed Executive Director of the Business Action Center.

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

BOND RESOLUTIONS

ITEM: NJEDA/2012 School Facilities Construction Refunding Bonds

REQUEST: To approve a decrease in bond closing fee for the 2012 Refunding Bonds to \$200,000.

MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. Tolson **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

PROJECT: UMM Energy Partners, LLC*

APPL.#36870

LOCATION: Montclair Township/Essex

PROCEEDS FOR: Construction and Equipment

FINANCING: \$60,000,000 (est.) Series A Tax-Exempt Bond and \$30,000,000 (est.) Series B Taxable Bond

MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. McDermott **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

Chairman Koeppe recused himself, because New Jersey Resources Corp., where he is a board member, has a business relationship with the applicant.

COMBINATION PRELIMINARY AND BOND RESOLUTIONS

PROJECT: The Seeing Eye, Inc.*

APPL.#37370

LOCATION: Morris Township/Morris

PROCEEDS FOR: Renovation

FINANCING: Up to \$25,000,000 Tax-Exempt Bond

MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. Tolson **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 3

PUBLIC HEARING: Yes

PUBLIC COMMENT: None

LOANS/GRANTS/GUARANTEES

ITEM: Fort Monmouth Economic Recovery Authority

REQUEST: To approve a credit facility totaling \$4.5 million to Fort Monmouth Economic Revitalization Authority for general working capital purposed and renovation costs.

MOTION TO APPROVE: Mr. Imperatore **SECOND:** Mr. McDermott **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 4

Mr. Nelson abstained because he represents one of the host communities.

HAZARDOUS DISCHARGE SITE REMEDIATION FUND PROGRAM

PROJECT: Borough of Northvale **APPL.#37376**
LOCATION: Northvale Borough/Bergen
PROCEEDS FOR: Remedial Investigation and Remedial Action
FINANCING: \$295,577, Hazardous Discharge Site Remediation Fund grant
MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. McNamara **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 5

INCENTIVE PROGRAMS

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

PROJECT: Achieve 3000, Inc. **APPL.#37407**
LOCATION: Lakewood Township/Ocean **BUSINESS:** Communications
GRANT AWARD: 80% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. McNamara **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

PROJECT: Achieve 3000, Inc. **APPL.# 37410**
LOCATION: Lakewood Township/Ocean **BUSINESS:** Communications
GRANT AWARD: \$180,000 (est.), **Business Retention and Relocation Assistance grant**, 1 year
MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Mr. McDermott **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: Dendreon Distribution, LLC **APPL.#37402**
Dendreon Corporation and Affiliates
LOCATION: Bridgewater Township/Somerset **BUSINESS:** Biotechnology
GRANT AWARD: 80% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. Burke **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

PROJECT: Ginsey Industries, Inc. **APPL.#37380**
LOCATION: Logan Township/Camden **BUSINESS:** Distribution
GRANT AWARD: \$162,000 (est.), **Business Retention and Relocation Assistance grant**, 1 year
MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Mr. McDermott **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: Goltens-New York Corp. **APPL.#37401**
LOCATION: TBD **BUSINESS:** Repair Shops
GRANT AWARD: 30% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. Tolson **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

PROJECT: Lonza Group Ltd. & subsidiaries **APPL.#37418**
LOCATION: Allendale Borough/Bergen **BUSINESS:** Biotechnology
GRANT AWARD: 60% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. Nelson **SECOND:** Mr. McNamara **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

PROJECT: Lonza Group Ltd. & subsidiaries **APPL.# 37427**
LOCATION: Allendale Borough/Bergen **BUSINESS:** Biotechnology
GRANT AWARD: \$333,000 (est.), **Business Retention and Relocation Assistance grant**,
1 year
MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Ms. Kokas **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: Vitamin Shoppe Industries, Inc. **APPL.#37360**
LOCATION: TBD **BUSINESS:** Wholesale
GRANT AWARD: 40% **Business Employment Incentive grant**, 10 years
MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Mr. McDermott **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

ECONOMIC REDEVELOPMENT AND GROWTH PROGRAM

PROJECT: Lacey Plaza, LLC
LOCATION: Lacey/Ocean
REIMBURSEMENT GRANT: Up to \$3,365,004
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. McNamara **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

URBAN TRANSIT HUB TAX CREDIT PROGRAM

ITEM: Ahold eCommerce Sales Company LLC
REQUEST: To agree with the finding that jobs are at risk as represented in the CEO
certification
MOTION TO APPROVE: Mr. McNamara **SECOND:** Mr. Tolson **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 9

ITEM: Ahold eCommerce Sales Company LLC

REQUEST: To approve the Urban Transit Hub Tax Credit program application for Ahold eCommerce Sales Company LLC under P.L. 2007, c.346, P.L. 2008, as amended on July 26, 2011, for the amount of up to \$34,561,347 or \$3,456,135 annually for 10 years (which equates to the cumulative net benefits nominal value).

MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Mr. Imperatore **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 10

GROW NEW JERSEY ASSISTANCE PROGRAM

PROJECT: Soundview Paper LLC

LOCATION: Elmwood Park Borough/Bergen

REQUEST: To agree with the finding that jobs are at risk as represented in the CEO certification

MOTION TO APPROVE: Mr. Burke **SECOND:** Mr. McNamara **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 11

PROJECT: Soundview Paper LLC

LOCATION: Elmwood Park Borough/Bergen

REQUEST: To approve the \$25,450,000 Grow New Jersey award

MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Kosoffsky **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 12

BOARD MEMORANDUMS

ITEM: Metropolitan YMCA of the Oranges
Hardyston Township, Sussex County, NJ
\$5,500,000 Tax Exempt Bond (P16417)

REQUEST: Consent to modify the existing Bond to reduce the existing interest rate, amend the First and Second Reset Dates and to add an additional 25 basis points to existing pricing formula of the First Rest Rate.

MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. Tolson **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

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

New Jersey Business Growth Fund: Enright Chiropractic LLC

Direct Loan Program: SPCI Realty, LLC

Camden ERB: Khal Bnei Torah Inc.

Community Economic Development Program: Franklin Township

REAL ESTATE

ITEM: FMERA Purchase and Sale Agreement with CommVault Systems, Inc.

REQUEST: To approve the Fort Monmouth Economic Revitalization Authority entering into the redevelopment agreement that is contained within its Purchase and Sale Agreement with CommVault Systems Inc. for Parcel E in the Tinton Falls section of the former Fort Monmouth.

MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Mr. McNamara **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

Mr. Nelson abstained because he represents one of the host communities.

ITEM: Termination of Agreement and Assignment of Retail Tenant Leases
Retail Space Sublease Agreement between Treasury and the Authority
Trenton Office Complex Project

REQUEST: To approve the termination of the Authority's agreement to convert the existing Retail Space Sublease Agreement between Treasury and the Authority into a lease agreement between the parties when the project is conveyed to Treasury and to assign the retail tenant leases to Treasury's Department of Property Management and Construction.

MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Mr. McNamara **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT: 15

PUBLIC COMMENT

There was no comment from the public.

EXECUTIVE SESSION

The next item was to adjourn the public session of the meeting and enter into Executive Session to discuss pending litigation. The minutes will be made public when the need for confidentiality no longer exists.

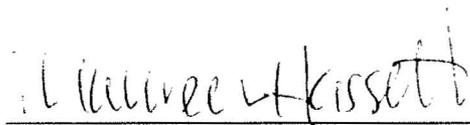
MOTION TO APPROVE: Mr. McDermott **SECOND:** Mr. Burke **AYES:** 14

RESOLUTION ATTACHED AND MARKED EXHIBIT:

The Board returned to Public Session.

There being no further business, on a motion Mr. McDermott, and seconded by Mr. Burke, the meeting was adjourned at 11:17 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 black ink, appearing to read "Maureen Hassett", written over a horizontal line.

Maureen Hassett, Assistant Secretary