NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Michele Brown
Chief Executive Officer

DATE: January 14, 2014

SUBJECT: Agenda for Board Meeting of the Authority January 14, 2014

Notice of Public Meeting

Roll Call

Approval of Previous Month's Minutes

Chief Executive Officer's Monthly Report to the Board

Bond Projects

Loans/Grants/Guarantees

Incentive Programs

Board Memorandums

Real Estate

Public Comment

Adjournment

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
December 5, 2013

MINUTES OF THE SPECIAL MEETING

Members of the Authority present: Al Koeppe, Chairman; Commissioner Kobylowski of the Department of Banking and Insurance; and Public Member Rich Tolson.

Present via conference call: State Treasurer Andrew Sidamon–Eristoff; Colleen Kokas representing the Commissioner of the Department of Environmental Protection; Public Members: Joseph McNamara, Vice Chairman; Charles Sarlo, Brian Nelson; and Harold Imperatore, Third Alternate Public Member.

Also present: Michele Brown, Chief Executive Officer of the Authority; Timothy Lizura, President and Chief Operating Officer; Deputy Attorney General Bette Renaud; and staff.

Absent: Melissa Orsen representing the Executive Branch; Fred Zavaglia representing the Commissioner of the Department of Labor and Workforce Development; Public Members Larry Downes, Marjorie Perry, Jerry Langer, Ray Burke, First Alternate Public Member; Elliot M. Kosoffsky, Second Alternate Public Member; and Rodney Sadler, Non-Voting Member.

Chairman Koeppe called the meeting to order at 12pm.

In accordance with the Open Public Meetings Act, Ms. Brown 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

Chairman Koeppe opened the meeting by thanking the Board for coming together to address an issue of an emergent nature. He also thanked the staff of the EDA for their hard work.

CEO Michele Brown stated that today the Board will be asked to discuss the technology business tax certificate transfer program appeals of two companies, Conolog Corporation and Absecon Mills, Inc.

Ms. Brown stated that Conolog Corporation was declined because it failed to demonstrate that it is operating as a technology business as required by statute, and had not demonstrated that it had protected proprietary intellectual property as the applicant's primary business as required by law.

Based on the initial appeal review it was determined that there was not sufficient information presented to overturn the declinations previously issued and conclude that the copyright submitted with its NOL Program application is Iconology's primary business as a teleprotection utilities and communication service provider.

Ms. Brown added that on November 19, 2013, the Hearing Officer, Heather O'Connell received additional clarifying information from Conolog by e-mail and followed-up with some additional questions which were answered the next day.

After review of the clarifying information provided by the company, Ms. O'Connell was persuaded that the company has demonstrated it owns or licenses and meets the regulatory requirement for protected proprietary intellectual property. Further, the protected proprietary intellectual property constitutes its primary business involving teleprotection utilities and communication service and, therefore, the company meets the definition of being a new or expanding technology or biotechnology.

Ms. Brown stated that as a result, she believes that Conolog has produced sufficient evidence to overturn the declinations previously issued and she recommends that Conolog Corporation be approved for participation in the NOL Program.

TECHNOLOGY BUSINESS TAX CERTIFICATE TRANSFER PROGRAM

ITEM: Technology Business Tax Certificate Transfer Program Appeals

REQUEST: To approve the Hearing Officer's recommendation to reverse the declination of the NOL Program application for Conolog Corporation.
MOTION TO APPROVE: Mr. Tolson **SECOND:** Commissioner Kobylowski **AYES:** 9
RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

Ms. Brown stated that Absecon Mills, Inc. was declined because it failed to demonstrate that it is operating as a technology business for its traditional textile weaving business, has not demonstrated that it has protected proprietary intellectual property as the applicant's primary business, and failed to demonstrate that it had a net operating loss in 2011.

She noted that based on the initial appeal review it was determined that (i) the provisional patent application was not in the name of the company at the NOL Program deadline; (ii) the company's primary business at the time of NOL Program application was textile weaving and not a protected proprietary intellectual property innovative ballistics textile development technology business in connection with weave structure and improvements in related weights and measures; and (iii) the financial statements provided with the application were not prepared according to GAAP. It was also noted that EDA had received a copy of a letter of determination from the Division of Taxation stating that the company held an S-Corporation status and therefore did not have any net operating losses.

Ms. Brown stated that after numerous emails sent on November 19th and 20th by Ms. O'Connell, she subsequently spoke with Mr. Randolph Taylor, President and CEO asking whether he would be submitting additional information and/or documentation. At that time he informed the Hearing Officer that he was accepting the initial appeal decision to uphold the declination due to the above determination by the Division of Taxation.

Ms. Brown stated that since no additional information was provided regarding the company's PPIP or financial statements I am unable to recommend that the Board overturn the declinations previously issued. Further, based on this determination by the Division of Taxation, that the company continues to be a New Jersey S-Corporation resulting in any NOL's not having a benefit value to be sold, I conclude that the company is not eligible to participate in the NOL Program which requires that net operating losses are to be utilized.

ITEM: Technology Business Tax Certificate Transfer Program Appeals

REQUEST: To approve the Hearing Officer's recommendation to uphold the declination of NOL Program application for Absecon Mills, Inc.

MOTION TO APPROVE: Mr. Tolson **SECOND:** Commissioner Kobylowski **AYES:** 9

RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

Ms. Brown stated that at the September 12, 2013 Board Meeting, the Members considered 62 requests from companies to participate in the NOL Program. A total of 51 requests were recommended for approval and 11 were disapproved. Following the Board meeting, the 11 companies that were disapproved were sent written notice of the Board's action along with the reasons for the disapproval. In that letter, applicants were notified of the decision and were provided 20 days to appeal. Of the 11 disapproved, 7 filed appeals by the deadline of October 2, 2013.

Finally, Ms. Brown added that the Division of Taxation is working with Absecon Mills, Inc. to try and obtain approval through other programs.

PUBLIC COMMENT

There was no public comment.

There being no further business, on a motion by Mr. Tolson, seconded by Mr. McNamara, the meeting was adjourned at 12:15 pm.

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.

Kim Ehrlich, Assistant Secretary

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
December 10, 2013

MINUTES OF THE MEETING

Members of the Authority present: Al Koeppe, Chairman; State Treasurer Andrew Sidamon–Eristoff; Fred Zavaglia representing the Commissioner of the Department of Labor and Workforce Development; Christopher Hughes representing the Commissioner of the Department of Banking and Insurance; Public Members: Larry Downes, Brian Nelson, and Rich Tolson.

Present via conference call: Melissa Orsen representing the Executive Branch; Colleen Kokas representing the Commissioner of the Department of Environmental Protection; Public Members: Joseph McNamara, Vice Chairman; Marjorie Perry, Jerry Langer, Ray Burke, First Alternate Public Member; Elliot M. Kosoffsky, Second Alternate Public Member; Harold Imperatore, Third Alternate Public Member; and Rodney Sadler, Non-Voting Member.

Also present: Michele Brown, Chief Executive Officer of the Authority; Timothy Lizura, President and Chief Operating Officer; Deputy Attorney General Bette Renaud; and staff.

Also present via conference call: Amy Herbold, Governor's Authorities' Unit.

Absent: Public Member Charles Sarlo

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

Pursuant to the Internal Revenue Code of 1986, Ms. Brown 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. Brown 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 special meeting minutes of November 1, 2013 and the November 15, 2013 regular and executive session meeting minutes. A motion was made to approve the minutes by Mr. Nelson, seconded by Mr. Downes, and was approved by the 13 voting members present.

Marjorie Perry abstained because she was not present during the November 15th meeting.

Chairman Koeppe stated that a correction should be made to the Authority Matters section of the November 15th minutes.

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

CEO Brown acknowledged Linda Kellner, former Director of the EDA's Office of Recovery program in the audience.

Vice Chairman McNamara joined the meeting via conference call at this time.

AUTHORITY MATTERS

ITEM: Approval of the 2014 Strategic Business Plan
MOTION TO APPROVE: Mr. Nelson **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

ITEM: Approval of the 2014 Financial Plan
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

BOND PROJECTS

COMBINATION PRELIMINARY AND BOND RESOLUTIONS

PROJECT: Yeshiva Orchos Chaim, Inc.* **APPL.#38738**
LOCATION: Lakewood/Ocean
PROCEEDS FOR: Refinancing
FINANCING: $2,856,000 Tax-Exempt Bond and $2,244,000 Tax-Exempt Bond
MOTION TO APPROVE: Mr. Hughes **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 3
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

LOANS/GRANTS/GUARANTEES

STRONGER NEW JERSEY BUSINESS LOAN PROGRAM

PROJECT: Atlantis Realty Associates, LLC **APPL.#38662**
LOCATION: Brick/Ocean
PROCEEDS FOR: Construction and purchase of equipment & machinery
FINANCING: $2,390,000 Stronger NJ Business Loan
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 4

PROJECT: Shrewsbury River, Inc. **APPL.#38636**
LOCATION: Sea Bright/Monmouth
PROCEEDS FOR: Construction and working capital
FINANCING: $3,000,000 Stronger NJ Business Loan
MOTION TO APPROVE: Mr. Tolson **SECOND: Mr. Hughes** **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 4

DIRECT LOANS

PROJECT: Vish LLC **APPL.#38581**
LOCATION: North Brunswick/Middlesex
PROCEEDS FOR: Refinancing, purchase of equipment & machinery
FINANCING: $700,000
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Hughes **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 5

MAIN STREET ASSISTANCE PROGRAM

PROJECT: Eastern Nursing Services I, Inc. and Eastern Nursing Services II **APPL.#38699**
LOCATION: Newark/Essex
PROCEEDS FOR: Working Capital, refinancing
FINANCING: 50% line of credit guarantee not to exceed $200,000
MOTION TO APPROVE: Ms. Perry **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

PETROLEUM UNDERGROUND STORAGE TANK PROGRAM

FOR INFORMATION ONLY: Summary of Funding Status for the Petroleum Underground Storage Tank Program and Hazardous Discharge Site Remediation Fund Programs.

PROJECT: William Connington and Barbara Connington **APPL.#38594**
LOCATION: Bergenfield /Bergen
PROCEEDS FOR: Upgrade, Closure, Remediation
FINANCING: $128,938 Petroleum UST Remediation, Upgrade and Closure Fund Grant
MOTION TO APPROVE: Mr. Nelson **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: Reza Shahrokh **APPL.#38653**
LOCATION: Wayne/Passaic
PROCEEDS FOR: Upgrade, Closure, Remediation
FINANCING: $93,955 Petroleum UST Remediation, Upgrade and Closure Fund Grant
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: Sabino Guanci **APPL.#38381**
LOCATION: Bloomfield /Essex
PROCEEDS FOR: Upgrade, Closure, Remediation
FINANCING: $142,646 Petroleum UST Remediation, Upgrade and Closure Fund Grant
MOTION TO APPROVE: Mr. Tolson **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: David Leininger **APPL.#38515**
LOCATION: Lower/Cape May
PROCEEDS FOR: Upgrade, Closure, Remediation
FINANCING: $301,181 Petroleum UST Remediation, Upgrade and Closure Fund Grant
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

PROJECT: Skyway Vehicle **APPL.#38358**
LOCATION: Newark /Essex
PROCEEDS FOR: Upgrade, Closure, Remediation
FINANCING: $115,895 Petroleum UST Remediation, Upgrade and Closure Fund Grant
MOTION TO APPROVE: Mr. Hughes **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

FOR INFORMATION ONLY: Summary of Petroleum Underground Storage Tank Program projects approved by the Delegated Authority.

HAZARDOUS DISCHARGE SITE REMEDIATION FUND

PROJECT: Camden Redevelopment Agency (Former RCA Bldg 8) **APPL.#38780**
LOCATION: Camden /Camden
PROCEEDS FOR: Remedial action, remedial investigation
FINANCING: $865,243 Hazardous Discharge Site Remediation Fund Grant
MOTION TO APPROVE: Mr. Tolson **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

PROJECT: Borough of Somerville (BDA-Somerville Landfill) **APPL.#38794**
LOCATION: Somerville /Somerset
PROCEEDS FOR: Remedial action
FINANCING: $4,164,000 Hazardous Discharge Site Remediation Fund Grant
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Ms. Kokas **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

FOR INFORMATION ONLY: Summary of Hazardous Discharge Site Remediation Fund Program projects approved by the Delegated Authority.

INCENTIVE PROGRAMS

URBAN TRANSIT HUB TAX CREDIT PROGRAM

State Treasurer Andrew Sidamon–Eristoff left and re-entered the meeting.

ITEM: MMC-DB Group LLC P#37746
REQUEST: To approve the Urban Transit Hub Tax Credit program application of MMC-DB Group, LLC for an amount not to exceed $105,559,214 or $10,555,921 annually for 10 years. At the time of the CPA certification after Project completion, if the applicant does not have 200 new jobs at the project site the UTHTC is reduced to $84,447,371 or $8,444,737 annual for 10 years.
MOTION TO APPROVE: Mr. Hughes **SECOND:** Mr. Zavaglia **AYES:** 14
RESOLUTION ATTACHED AND MARKED EXHIBIT: 9

Mr. Imperatore recused himself because he is an employee of The Hampshire Companies.

ITEM: PHMII Associates, L.L.C. P#37909
REQUEST: To approve the Urban Transit Hub Tax Credit program application for PHMII Associates, L.L.C. for an amount not to exceed $19,776,911 or $1,977,691 annually for 10 years.
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Downes **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 10

LEGACY GROW NEW JERSEY ASSISTANCE PROGRAM

PROJECT: United Parcel Service General Services Co. **APPL.#38394**
LOCATION: Parsippany-Troy Hills/Morris
REQUEST: To approve the at risk jobs
MOTION TO APPROVE: Mr. Nelson **SECOND: Mr. Hughes AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 11

PROJECT: United Parcel Service General Services Co. **APPL.#38394**
LOCATION: Parsippany-Troy Hills/Morris
TOTAL AWARD: $40,000,000**,** 10 year term
MOTION TO APPROVE: Mr. Tolson **SECOND: Mr. Hughes AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 12

GROW NEW JERSEY ASSISTANCE PROGRAM

PROJECT: IDT Corporation **APPL.#38726**
LOCATION: Newark/Essex
REQUEST: To approve the at risk jobs
MOTION TO APPROVE: Ms. Perry **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: IDT Corporation **APPL.#38726**
LOCATION: Newark/Essex
TOTAL AWARD: $24,320,000, 10 year term
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

PROJECT: Marathon Data Operating Co., LLC **APPL.#38712**
LOCATION: Neptune/Monmouth
REQUEST: To approve the at risk jobs
MOTION TO APPROVE: Mr. Hughes **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: Marathon Data Operating Co., LLC **APPL.#38712**
LOCATION: Neptune/Monmouth
TOTAL AWARD: $3,240,000**,** 10 year term
MOTION TO APPROVE: Mr. Tolson **SECOND: Mr. Hughes** **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

PROJECT: Union of Orthodox Jewish congregations of America **APPL.#38702**
THIS PROJECT WAS WITHHELD FROM CONSIDERATION.

PROJECT: VF Sportswear, Inc. and Subsidiaries **APPL.#38763**
LOCATION: Jersey City/Hudson
TOTAL AWARD: $13,125,000, 10 year term
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

PROJECT: WebiMax LLC **APPL.#38627**
LOCATION: Camden/Camden
REQUEST: To approve a finding of material factor in the business's decision to make a capital investment and locate in a Garden State Growth Zone that qualifies under the Municipal Rehabilitation and Economic Recovery Act, P.L. 2002 c. 43.
MOTION TO APPROVE: Mr. Nelson **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13A

PROJECT: WebiMax LLC **APPL.#38627**
LOCATION: Camden/Camden
TOTAL AWARD: $12,750,000, 10 year term
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Hughes **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

ITEM: Biovail Americas Corporation and subsidiaries
REQUEST: Not to disqualify Biovail Americas Corporation and subsidiaries after the review of legal matters.

MOTION TO APPROVE: Mr. Nelson **SECOND:** Mr. Downes **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 15

ITEM: Bausch and Lomb Incorporated – P23720
Madison, New Jersey
Business Employment Incentive Program Grant

REQUEST: To wind up the BEIP by recapturing part of the grant in advance of the company's parent, Biovail, executing a new GROW NJ application which will be considered by the members under a separate action for Biovail, making a minimum new capital investment in the approximate amount of $16 million in New Jersey and the creation or retention of jobs as required by the GROW NJ program.

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 16

ITEM: Valeant Pharmaceuticals North America, LLC and Biovail Americas Corp. P14984
Bridgewater Township, New Jersey
Business Employment Incentive Program Grant

REQUEST: To wind up the BEIP by recapturing part of the grant in advance of the company's parent company, Biovail, executing a new GROW NJ application which will be considered by the members under a separate action, in consideration of Biovail making a minimum new capital investment in an approximate amount of $16 million in New Jersey and the creation or retention of jobs as required under the GROW NJ program.

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 17

PROJECT: Biovail Americas Corporation and subsidiaries **APPL.#38809**
LOCATION: Bridgewater/Somerset
REQUEST: To approve the at risk jobs
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: Biovail Americas Corporation and subsidiaries **APPL.#38809**
LOCATION: Bridgewater/Somerset
TOTAL AWARD: $39,502,500, 10 year term
MOTION TO APPROVE: Mr. Tolson **SECOND:** Ms. Perry **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

ANGEL INVESTOR TAX CREDIT PROGRAM

INVESTOR: Robert M. Kargman & Marjie Kargman **APPL.#38785**
TECHNOLOGY BUSINESS: Edge Therapeutics, Inc.
LOCATION: New Providence/Union **BUSINESS:** Biotechnoloy
QUALIFIED INVESTMENT: $1,455,685
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 18

BOARD MEMORANDUMS

ITEM: Terracyle, Inc.
$351,851 Edison Innovation Loan with Warrants (P29096)
REQUEST: To approve a Line of Credit facility provided by Merrill Lynch, Pierce, Fenner & Smith Incorporated.
MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 19

ITEM: Accounting for Defaulted Loans
REQUEST: Consent to writing off defaulted loans from the financial statements of the Authority.
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 20

ITEM: Credit Delegations for Loan and Guarantee Programs
REQUEST: 1) Create new delegations to staff to remove from the financial statements of the Authority defaulted loans for the purposes of accounting treatment under Generally Accepted Accounting Principles when loans are fully reserved and EDA retains its legal rights against the borrower and guarantors. Staff and the Attorney General's office will continue to pursue collection and recovery of these loans;
2) Amend existing delegations previously granted by the Members to streamline the loan approval, closing and servicing process and improve customer service and create efficiencies for staff with these routine matters that pose limited financial risk to the Authority; and
3) Amend existing delegations to increase staff's authority to enter into settlements or compromises of EDA's legal rights against the borrower, guarantors and/or collateral to $500,000 when there exists little to no chance for further recovery, with concurrence from the Attorney General's Office.
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Zavaglia **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 21

ITEM: Incentives Delegations
REQUEST: 1) Create new delegations for New Jersey Angel Investor Tax Credit;
2) Establish guidelines and delegations for certain debarment matters;
3) Increase the existing delegation and amend the approval level for commitment extensions for the Business Retention & Relocation Assistance, Urban Transit Hub, the Economic Redevelopment and Growth and GROW NJ Assistance from the one six month extension to successive six month extensions up to a maximum of two years provided the project scope and cost remain unchanged and the project evidences forward progress; and
4) Expand current delegation to staff to approve the assignment of reimbursements under ERG when used to monetize financing for the project provided no amendments to the ERG agreement are required.
MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 22

ITEM: PNC Business Growth Fund
REQUEST: To extend the New Jersey Business Growth Fund program for one year.
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Downes **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 23

ITEM: Retail Fuel Station – Energy Resiliency Program – MOU
REQUEST: To approve the MOU between the Authority and the New Jersey Officer of Emergency Management for the Retail Fuel Station- Energy Resiliency Program
MOTION TO APPROVE: Mr. Nelson **SECOND:** Mr. Tolson **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 24
Chairman Koeppe recused himself because he is a board member of a corporation that has potential to be involved in generator installation.

Mr. Downes recused himself because he is an executive at a corporation that has potential to be involved in generator installation.

OFFICE OF RECOVERY

ITEM: NJEDA Office of Recovery – Hurricane Sandy
Appointment of Accountability Officer and Contract Manager – Business Process Outsourcing
REQUEST: To designate Herbert Orand as the Authority's "Accountability Officer" and Frederick Cole as the Contract Manager for the Business Process Outsourcing Services Contract
MOTION TO APPROVE: Mr. Zavaglia **SECOND:** Mr. Tolson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 25

FOR INFORMATION ONLY: Summary of the projects approved under Delegated Authority in November 2013:

Stronger NJ Loan Program: Purpuri Shoes, Inc. (P38545 & P38657); Twin City Pharmacy, Inc. (38605)

REAL ESTATE

ITEM: 2014 Operating Budget for the Technology Centre of New Jersey, L.L.C.
REQUEST: To approve the 2014 operating budget for the Technology Centre of New Jersey, L.L.C.
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Nelson **AYES:** 15
RESOLUTION ATTACHED AND MARKED EXHIBIT: 26

ITEM: Brokerage Services Contracts
Technology Centre of New Jersey & Tech Expansion Site

REQUEST: To approve the award of brokerage services contracts for the sale of the Technology Centre of New Jersey and the Tech Expansion Site in North Brunswick, New Jersey.

MOTION TO APPROVE: Mr. Tolson **SECOND:** Ms. Perry **AYES:** 15

RESOLUTION ATTACHED AND MARKED EXHIBIT: 27

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 contract matters. The minutes will be made public when the need for confidentiality no longer exists.

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

RESOLUTION ATTACHED AND MARKED EXHIBIT: 28

The Board returned to Public Session.

There being no further business, on a motion Mr. Hughes, and seconded by Mr. Tolson, the meeting was adjourned at 12 pm.

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.

Kim Ehrlich, Assistant Secretary

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Michele A. Brown
Chief Executive Officer

DATE: January 14, 2014

RE: Chief Executive Officer's Report to the Board

EARLY ESTIMATES SHOW EDA PROVIDED MORE THAN $1.2 BILLION IN TOTAL ASSISTANCE IN 2013

According to our preliminary 2013 totals, EDA provided more than $1.2 billion in total financing to 213 projects, supporting more than 35,000 existing jobs including more than 5,200 jobs at risk of leaving New Jersey, the creation of more than 5,300 new jobs, and leveraging more than $2.6 billion in public/private investment.

Of the more than $1.2 billion in assistance, $841 million was provided through EDA's traditional financing programs including loans and tax-exempt bond financing. This assistance supported the creation of 1,100 jobs, more than 5,300 construction jobs and is expected to leverage more than $1.6 billion in public/private investment. More than $412.5 million was provided through the EDA's incentive programs, supporting the creation of nearly 4,300 new jobs, more than 4,000 construction jobs and leveraging more than $977 million in public/private investment.

FORT MONMOUTH ECONOMIC REVITALIZATION AUTHORITY (FMERA) UPDATE

FMERA continues to move the former Fort's redevelopment forward. FMERA and the Army are having regular discussions on the future transfer of the balance of the Main Post, under the Phase 2 Memorandum of Agreement (MOA). FMERA hopes to have an executed Phase 2 MOA with the Army by the second quarter of this year.

FMERA is currently evaluating proposals, in accordance with the Authority's Sale Rules, for seven Requests For Offers To Purchase (RFOTPs) - Parcel B and the Veterans Community in Eatontown, Officer Housing and Russel Hall in Oceanport and Parcels C, C1 and the Pinebrook Road Commerce Center (former fabrication shops) in Tinton Falls. We hope to have recommendations for our Boards' consideration in the coming months. In addition, FMERA has issued three RFOTPs - for the Marina in Oceanport and for the Pistol Range and Charles Wood Area Fire Station (Fire Station) in Tinton Falls. Proposals for the Marina are due on January 27, 2014, proposals for the Pistol Range are due on February 24, 2014 and proposals for

the Fire Station are due on March 20, 2014. FMERA anticipates issuing RFOTPs for the Fitness Center and Chapel in Oceanport in the coming weeks. At its November Meeting, the FMERA Board extended the exclusive negotiating period with HovWest Land Acquisition LLC by 60 days, in accordance with the Authority's sales rules, for Howard Commons in Eatontown. We plan to have a Purchase Agreement for our Boards' consideration this month.

FMERA and Cushman & Wakefield were sponsors of the New Jersey Technology Council's (NJTC) Data Summit & Expo (the Summit) at Gibbs Hall, Fort Monmouth on December 12, 2013. The Summit brought over 230 professionals from 149 companies to Fort Monmouth. FMERA received positive feedback from attendees and staff looks forward to following up with contacts made at the Summit.

The next FMERA board meeting is Wednesday, January 15, 2014 at 7 pm and will be held at the FMERA Office in the former Fort library.

CLOSED PROJECTS IN DECEMBER 2013

The following businesses were assisted in December:

Monmouth Medical Center, Inc. which closed on a $1,584,000 grant under the Large Scale CHP-Fuel Cells program. Monmouth Medical Center operates an acute care hospital located in Long Branch, NJ. This assistance will enable the company to install three 1.0 megawatt Rudox Mitsubishi Natural Gas Fired Reciprocating Engine Generators which will generate 23,513 MWhr of electricity and 77,672 MMBtu of thermal energy annually. This assistance will leverage $6.4 million in capital investment.

Orexo US, Inc. & Orexo AB which executed a $985,320 Business Employment Incentive Program (BEIP) grant to support the creation of 46 jobs in Morristown. Orexo is an emerging specialty pharmaceutical company developing improved treatments using proprietary drug delivery technology. Orexo's expertise is within the area of reformulation technologies and especially sublingual formulations. This assistance will allow the company to expand in Morristown, and is expected to leverage nearly $262,000 million in private investment.

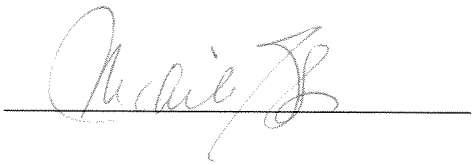
Link-Burns Mfg. Co., Inc., which closed on a $500,000 (50%) participation in a $1 million loan through the Premier Lender Program. Link-Burns Mfg. Co., Inc. is a Voorhees-based metal fabrication shop. As a result of this assistance, the company expects to create 4 new jobs.

EVENTS/SPEAKING ENGAGEMENTS/PROACTIVE OUTREACH

EDA representatives participated as speakers, attendees or exhibitors at 25 events in December. These included the CDFA NY/NJ Financial Roundtable Conference in New York, the NJBIA's Public Policy Forum in Iselin, and the NJ Technology Council Regional Commercialization Summit in Philaelphia.

EDA staff also attended events to discuss changes to New Jersey's business incentives enabled by the New Jersey Economic Opportunity Act of 2013, including the Economic Development

Incentives Seminar at the SJ Technology Park at Rowan University and the Business Action Center Networking Breakfast in Princeton.



BOND RESOLUTIONS

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy J. Lizura
President and Chief Operating Officer

SUBJECT: 2013 Carryforward Request

DATE: January 14, 2014

The State Treasurer allocated $110,000,000 to the New Jersey Economic Development Authority out of the State's 2013 Private Activity Bond Cap.

The Authority may elect to carryforward any unused portion of the above noted 2013 Private Activity Bond allocation with the U.S. Department of Treasury.

Out of the $110,000,000 allocation to the Authority, $9,350,000 closed against the Cap, resulting in $100,650,000 being unused and available for carryforward subject to the State Treasurer's approval.

The attached resolution approves the filing of the attached IRS Form 8328 by the President/Chief Operating Officer carrying forward unused 2013 Private Activity Bond Cap to be determined and approved by the State Treasurer for certain eligible exempt facility activities.

I recommend adoption of the attached Carryforward Resolution.

Prepared by: John J. Rosenfeld

RESOLUTION APPROVING CARRYFORWARD REQUEST

AUTHORIZING THE CHIEF EXECUTIVE OFFICER

TO MAKE CARRYFORWARD DETERMINATION

WHEREAS, the State Treasurer has confirmed allocating to the Authority $110,000,000 of the State's 2013 Private Activity Bond Volume Cap; and

WHEREAS, the Authority has issued $9,350,000 in private activity bonds in 2013 and would like to carryforward out of the statewide reserve the unused portion of the Authority's 2013 allocation together with any additional allocation which the State Treasurer may determine and make available to the Authority for carryforward purposes;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Authority hereby approves and ratifies the filing of the attached 2013 IRS Form 8328 entitled "Carryforward Election of Unused Private Activity Bond Volume Cap" by the President/Chief Operating Officer subject to the State Treasurer's approval of unused 2013 Volume Cap for carryforward purposes.

2. This resolution shall take effect immediately, but no action authorized herein shall take force and effect until 10 days, Saturdays, Sundays and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval unless during such 10-day period the Governor of the State of New Jersey shall approve the same in which case such action shall become effective upon such approval, as provided by the Act.

DATED: January 14, 2014

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - STAND-ALONE BOND PROGRAM

APPLICANT: CA Newark 66-78 MA Urban Renewal LLC P38387

PROJECT USER(S): University Heights Charter School of Excellence * - indicates relation to applicant

PROJECT LOCATION: 66-78 Morris Avenue Newark City (T/UA) Essex

GOVERNOR'S INITIATIVES: (X) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

CA Newark 66-78 MA Urban Renewal LLC (CA Newark) is a nonprofit real estate holding company, established to support University Heights Charter School of Excellence Inc. ("UHCS") with its real estate project. CA Newark is wholly owned by Canyon-Agassi Charter School Facilities Fund, L.P. The mission of Canyon-Agassi is to provide state-of-the-art, academically-friendly facilities for the best-in-class charter school operators. The Fund aims to develop 80 to 100 campuses for the nation's best charter schools and up to 40,000 to 50,000 students over the next 4 to 5 years. Glenn Pierce is the CEO of Canyon-Agassi Charter School.

UHCS is a 501(c)(3) not-for-profit, public charter school operating since 2006 and currently serving 336 students in grades K-6 at 74 Hartford Street, Newark, Essex County. The school's population is 90% low-income and 100% minority, one of the highest need schools in the city. UHCS is in good standing with the New Jersey Department of Education and the Department has approved the school's expansion to 750 students in grades K-8.

The project will be occupied by University Heights Charter School of Excellence Inc., a 501(c)(3) not-for-profit entity. The Bonds are being issued as Qualified School Construction Bonds pursuant to Section 54E of the Internal Revenue Code of 1986. The project was selected to receive a QSCB allocation of $8,000,000 in connection with the Notice of Funding Availability in the amount of $125 million for Charter Schools, jointly issued by the Authority and Department of Education, to NJ Charter Schools.

APPROVAL REQUEST:

Authority assistance will enable the Applicant to finance the expansion of the charter school by acquiring and renovating a facility at 66-78 Morris Avenue, Newark, Essex County, which is directly across the street from the current UHCS. The site will be developed in two phases:

Phase I - Finance the acquisition of .74 acres along with a 16,000 sq. ft. facility and make renovations including sufficient classrooms and cafeteria space for 250 students in grades 3-7;

Phase II - New construction of additional classrooms and multipurpose room, by developing a 15,238 sq. ft. addition on vacant land. This will provide enough space for an additional 200 students for a total of 450 students in grades 3-8.

The difference in the amount of QSCB proceeds and the project costs will be funded with the Applicant's equity.

This project is being presented at the January 14, 2014 Board meeting for approval of the reallocation of the QSCB allocation of $8,000,000.

FINANCING SUMMARY:

BOND PURCHASER: Manufacturers and Traders Trust Company (Direct Purchase)

AMOUNT OF BOND: $8,000,000 (Taxable Qualified School Construction Bond - 2010 QSCB allocation)

TERMS OF BOND: The tax credit rate and the term will be determined prior to issuance of the QSCB based on the tax credit rate and term published by U.S. Treasury. On 1/7/14, the tax credit rate was 5.14% with max. term of 19 years.

The QSCB will be secured by a letter of credit to be issued by City National Bank for an initial term of 1 year.

ENHANCEMENT: (L/C - City National Bank - 1.0 Yr.)

PROJECT COSTS:

Construction of new building or addition	$3,905,690
Renovation of existing building	$3,027,000
Engineering & architectural fees	$1,904,988
Acquisition of existing building	$1,505,000
Contingency	$905,837
Legal fees	$88,432
Finance fees	$80,488
Interest during construction	$51,768
TOTAL COSTS	$11,469,203

JOBS: At Application 0 Within 2 years 38 Maintained 0 Construction 58

PUBLIC HEARING: N/A

BOND COUNSEL: McManimon,Scotland & Baumann,

DEVELOPMENT OFFICER: D. Benns

APPROVAL OFFICER: T. Wells

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - STAND-ALONE BOND PROGRAM

APPLICANT: Kingston Educational Holdings 1, Inc. (or an affiliate) P38412

PROJECT USER(S): TEAM Academy Charter School, Inc. * * - indicates relation to applicant

PROJECT LOCATION: 129 Littleton Avenue Newark City (T/UA) Essex

GOVERNOR'S INITIATIVES: (X) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

Kingston Educational Holdings 1, Inc. (or an affiliate), is a not-for-profit created to operate and own real estate for lease by the TEAM Academy Charter Schools, a network of charter schools in Newark, that includes Seek, THRIVE, SPARK, TEAM, Rise and Newark Collegiate Academy. The TEAM Charter Schools are an independent organization and part of the KIPP Foundation charter school network based in California. The KIPP Foundation is a private foundation that supports 141 charter schools with more than 50,000 students in schools across the country. The TEAM Charter Schools currently serve over 2,230 students in grades K-12 in Newark. Timothy Carden is the President of Kingston Educational.

In 2011 and 2012, the Applicant and TEAM Academy Charter Schools closed on two (2) Qualified Zone Academy Bond and one (1) Qualified School Construction Bonds for planned capital projects to be completed over the next two years. The net proceeds from the sale of the QZAB and QSCBs which totaled $38,176,247, are planned to be utilized for the following projects, all located in Newark, beginning in August 2013:

Location	Use	QZAB/QSCB proceeds
229 18th Ave.	Renovations to existing public school for new elementary/middle school, occupancy expected in August 2014	$28,050,000
21 Ashland St.	Athletic field construction at the existing Rise Academy Middle School	$ 2,750,000
129 Littleton Ave.	Fund portion of acquisition costs for new high school	$ 5,557,357
Various sites	Purchase of furniture, fixtures & equipment	$ 1,818,890

In addition, in December 2013, Ashland School, Inc. closed on a $28,050,000 tax exempt bond financing for the benefit of the TEAM Charter School to acquire and make renovations to two middle schools located at 21 Ashland Street & 85 Custer Avenue, Newark. M&T Securities, Inc. served as underwriter of term bonds with a fixed interest rate of 6% for maximum of 30 years.

This project will be occupied by one or more TEAM Charter Schools, all not-for-profit 501(c)(3) entities. The Bonds are being issued as Qualified School Construction Bonds pursuant to Section 54F of the Internal Revenue Code of 1986. The project was selected to receive a QSCB allocation of $40,000,000 in connection with the Notice of Funding Availability in the amount of $125 million for Charter Schools, jointly issued by the Authority and Department of Education, to NJ Charter Schools.

APPROVAL REQUEST:

Authority assistance will enable the Applicant to acquire 2.25 acres of land, demolish an existing building and construct an 81,000 sq. ft. school with capacity to house up to 600 students, planned to open in August 2015. The new facility will be occupied by TEAM Charter Schools initially as an elementary school and middle school, while TEAM schools grows its enrollment that will feed students into this facility as TEAM's permanent second high school.

The difference in the QSCB proceeds and the project costs will be funded with a portion of the proceeds from the QSCBs issued in 2012 as referenced above and a conventional loan.

This project is being presented at the January 14, 2014 Board meeting for approval of the reallocation of the QSCB allocation of $40,000,000.

FINANCING SUMMARY:

BOND PURCHASER: Friends of TEAM Academy Charter School or its affiliate (Direct Purchase)

AMOUNT OF BOND: $40,000,000 (Taxable Qualified School Construction Bond - 2010 QSCB allocation)

TERMS OF BOND: The tax credit rate and the term will be determined prior to issuance of the QSCB based on the tax credit rate and term published by U.S. Treasury. On 1/7/14, the tax credit rate was 5.14% with max. term of 19 years.

ENHANCEMENT: N/A

PROJECT COSTS:

Construction of new building or addition	$27,181,000
Original Issue Discount	$12,000,000
Acquisition of existing building	$2,355,000
Engineering & architectural fees	$1,764,000
Purchase of equipment & machinery	$1,500,000
Closing Costs	$1,300,000
Contingency	$900,000
TOTAL COSTS	$47,000,000

JOBS: At Application 0 Within 2 years 73 Maintained 0 Construction 229

PUBLIC HEARING: N/A

BOND COUNSEL: Wolff & Samson

DEVELOPMENT OFFICER: D. Benns

APPROVAL OFFICER: T. Wells

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - STAND-ALONE BOND PROGRAM

APPLICANT: MPT Facility, Inc. P38389

PROJECT USER(S): Marion P. Thomas Charter School, Inc. * * - indicates relation to applicant

PROJECT LOCATION: Newark Street and Sussex Newark City (T/UA) Essex

GOVERNOR'S INITIATIVES: (X) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

MPT Facility, Inc. is a corporation that was recently formed to purchase real estate for use by the Marion P. Thomas Charter School, Inc. ("MPTCS"), a Pre-K to 8th grade charter school, with a current enrollment of over 760 children. MPTCS currently operates from two facilities on S. 7th Street and S. 9th Street in Newark, Essex Co. The mission of MPTCS is to create a 21st century village responsive to the needs of children and parents in the Newark community through project based educational opportunities that encourage critical thinking and community responsibility. MPTCS is in good standing with the NJ Department of Education. Dr. Karen Thomas is the CEO/Superintendent of MPTCS.

The project will be occupied by Marion P. Thomas Charter School, Inc., a not-for-profit 501(c)(3) entity. The Bonds are being issued as Qualified School Construction Bonds pursuant to Section 54E of the Internal Revenue Code of 1986.

APPROVAL REQUEST:

Authority assistance will enable the applicant to fund the acquisition of land and the construction of a 73,500 sq. ft. charter school facility which will include modern classrooms, advanced science and computer labs, a theater, administrative offices and culinary arts learning space. The new building will initially serve the middle school population relocated from the current facility as well the future expansion of the School. In addition, bond proceeds will fund a debt service reserve fund and costs of issuance.

Any difference in the QSCB Amount and the Project Costs will be funded by Applicant's equity.

This project is being presented at the January 14, 2014 Board meeting for approval of the reallocation of the QSCB allocation of $35,000,000.

FINANCING SUMMARY:

BOND PURCHASER: The Friends of Marion P. Thomas Charter School, Inc. (Direct Purchase)

AMOUNT OF BOND: $35,000,000 (Taxable Qualified School Construction Bond - 2010 QSCB Allocation)

TERMS OF BOND: The tax credit rate and the term will be determined prior to issuance of the QSCB based on the tax credit rate and term published by U.S. Treasury. On 1/7/14, the tax credit rate was 5.14% with max. term of 19 yrs.

ENHANCEMENT: N/A

PROJECT COSTS:

Construction of new building or addition	$17,500,000
Original Issue Discount	$11,500,000
Soft Costs	$3,685,000
Engineering & architectural fees	$1,960,000
Land	$1,500,000

Contingencies	$970,000
Purchase of equipment & machinery	$925,000
Finance fees	$900,000
Legal fees	$700,000
Interest during construction	$500,000
Debt service reserve fund	$350,000
Accounting fees	$10,000
TOTAL COSTS	$40,500,000

JOBS: At Application 150 Within 2 years 30 Maintained 0 Construction 147

PUBLIC HEARING: N/A

BOND COUNSEL: Wolff & Samson

DEVELOPMENT OFFICER: D. Benns

APPROVAL OFFICER: T. Wells

PRELIMINARY RESOLUTIONS

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - STAND-ALONE BOND PROGRAM

APPLICANT: Cooper Lanning Square Renaissance School Facilities, Inc. P38339

PROJECT USER(S): Cooper Lanning Square Renaissance School, Inc. * * - indicates relation to applicant

PROJECT LOCATION: 525 Clinton Street Camden City (T/UA) Camden

GOVERNOR'S INITIATIVES: (X) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

Cooper Lanning Square Renaissance Schools Facilities, Inc. is a 501(c)(3) not-for-profit organization recently created to operate and own real estate property for the Cooper Lanning Square Renaissance School, Inc. (CLSRS). CLSRS is a newly formed partnership between KIPP Team Schools in Newark and The Cooper Foundation, Inc. in Camden, representing a unique partnership which brings expertise, experience and community ties for revitalization of NJ most needy communities to the task of increasing the number of high quality school options for Camden's students. This partnership will create an academic program serving up to 2,840 Camden students in pre-kindergarten through 12th grade, in furtherance of the educational initiatives provided by the NJ Urban Hope Act. Louis Bezich is the President of CLSRS School Facilities.

The proposed renaissance school project is comprised of five school in Camden, two elementary schools, two middle schools and one high school. The NJ Department of Education has provided its formal approval to CLSRS to operate the schools in Camden. The Camden Board of Education will also lease space in the project facility.

The applicant is a 501(c)(3) not-for-profit entity for which the Authority may issue tax-exempt bonds as permitted under Section 103 and Section 145 of the 1986 Internal Revenue Code as amended, and is not subject to the State Volume Cap limitation, pursuant to Section 146(g) of the Code.

APPROVAL REQUEST:

Authority assistance will enable the applicant to finance the renaissance school project in two phases utilizing Qualified School Construction Bonds:

Phase I includes the acquisition of the former Lanning Square School located on Berkeley & William Streets for an elementary and middle school. The 110,000 sq. ft. building includes a classroom wing and two additional sections with an administrative/nurse's office suite and classrooms/storage. The remainder of the building includes a single story section comprised of a gymnasium, a music room, cafeteria, kitchen, storage rooms and maintenance and mechanical rooms.

Phase II includes the acquisition of additional properties in Camden for future elements of the renaissance school project including the second elementary/middle school building, the high school building, additional athletic facilities and additional parking.

FINANCING SUMMARY:

BOND PURCHASER:

AMOUNT OF BOND:

TERMS OF BOND:

ENHANCEMENT: N/A

PROJECT COSTS:

Construction of new building or addition	$48,696,466
Purchase of equipment & machinery	$4,400,000
Soft Costs	$2,838,534
Engineering & architectural fees	$1,220,000
Interest during construction	$1,025,000
Finance fees	$810,000
Land	$510,000
Legal fees	$500,000
TOTAL COSTS	$60,000,000

JOBS: At Application 0 Within 2 years 120 Maintained 0 Construction 450

PUBLIC HEARING:

BOND COUNSEL: Cozen O'Conner

DEVELOPMENT OFFICER: D. Benns

APPROVAL OFFICER: T. Wells

LOANS/GRANTS/GUARANTEES

LOCAL DEVELOPMENT FINANCING FUND

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - LOCAL DEVELOPMENT FINANCING FUND PROGRAM - (PREMIER

APPLICANT: 5903 Westside Ave, LLC P38743

PROJECT USER(S): Bergen Shippers Corp * * - indicates relation to applicant

PROJECT LOCATION 5903 Westside Ave North Bergen Township (T/U/A) Hudson

GOVERNOR'S INITIATIVES: (X) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

5903 Westside Ave, LLC ("5903" or "Holding Company") is a newly formed real estate holding company created specifically to purchase the commercial property located at 5903 Westside Avenue, North Bergen, NJ. The Holding Company will be owned by Ron Roman (65%) and Eliyahu Roman (35%), his brother. The building will be occupied by Bergen Shippers Corp ("BSC" or "Company"), a related company through common ownership.

BSC was formed by Ron Roman in 1996 as Bergen Discount Shippers. The Company is a provider of warehouse and logistics services for the apparel industry and specializes in goods on hangar and flat packed items. Currently BSC is owned by Ron Roman (80%) and Eliyahu Roman (20%). The Company is headquartered in North Bergen and operates from two leased warehouses with 175 full-time employees.

The proceeds of this loan will be used to purchase a 22.73 acre commercial property located at 5903 Westside Avenue, North Bergen, NJ, which has an existing four story 600,000 square foot building.

APPROVAL REQUEST:

Approve a 12.8%, $2 million Authority participation in a $15.6 million Bank of America term loan.

FINANCING SUMMARY:

LENDER: Bank of America

AMOUNT OF LOAN: $15.6 million term loan with a 12.8%, $2 million Authority participation.

TERMS OF LOAN: 10-Year Term/20-Year Amortization, Variable rate of LIBOR Daily floating rate plus 1.84%, to be fixed by a swap at approximately 5%.

TERMS OF PARTICIPATION: 10-Year Term/20-Year Amortization, Fixed rate of the 5-Year UST + 150 bps, with a floor of 3%, rate reset after the fifth year at the same index

PROJECT COSTS:

Acquisition of existing building	$17,000,000
Finance fees	$91,825
TOTAL COSTS	$17,091,825

JOBS: At Application 245 Within 2 years 60 Maintained 0 Construction 0

DEVELOPMENT OFFICER: D. Johnson **APPROVAL OFFICER:** J. Wentzel

PETROLEUM UNDERGROUND STORAGE TANK PROGRAM

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy J. Lizura, President and Chief Operating Officer

DATE: January 14, 2014

SUBJECT: PUST and HDSRF Program Funding Status
(For Informational Purposes Only)

In December, 2012, the members approved a change in the administration of the subject programs as a result of new Treasury guidance for fund transfers. Throughout 2013, staff reported the status of those funds to the members monthly. In December, 2013 the board was advised that ongoing reporting of funding would be provided to the members quarterly commencing in January 2014.

Below is the funding availability as of 4th quarter end on 12/31/13:

PUST:
As of December 31, remaining cash and unfunded appropriations net of commitments was $7.3 million available to support an estimated $45.3 million pipeline of projects, of which approximately $4.1 million are under review at EDA.

HDSRF:
As of December 31, remaining cash and unfunded appropriations net of commitments was $43.4 million available to support an estimated $45.6 million pipeline of projects, of which approximately $2.6 million are under review at EDA.

Prepared by: Kathy Junghans

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy J. Lizura, President/Chief Operating Officer

DATE: January 14, 2014

SUBJECT: NJDEP Petroleum UST Remediation, Upgrade & Closure Fund Program

The following grant projects have been approved by the Department of Environmental Protection to perform upgrade, closure and site remediation activities. The scope of work is described on the attached project summaries:

UST Residential Grants:

Estate of Alice Hagetter	$ 242,982

UST Commercial Grants:

Rick's Service Center, Inc.	$ 600,461

Total UST Grants for January 2014	**$ 843,443**

Prepared by: Kathy Junghans

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - UNDERGROUND STORAGE TANK GRANT

APPLICANT: Estate of Alice Hagetter P38464

PROJECT USER(S): Same as applicant * - indicates relation to applicant

PROJECT LOCATION: 706 Orchid St. Manchester Township (N) Ocean

GOVERNOR'S INITIATIVES: ( ) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

Estate of Alice Hagetter is the owner of a vacant single family dwelling seeking to remove a leaking 550-gallon residential #2 heating underground storage tank (UST) and perform the required remediation. The tank will be decommissioned and removed in accordance with NJDEP requirements. The NJDEP has determined that the project costs are technically eligible to perform extensive site remediation which includes site restoration and the remediation of the neighboring property.

Financial statements provided by the applicant demonstrate that the applicant's financial condition conforms to the financial hardship test for a conditional hardship grant.

APPROVAL REQUEST:

The applicant is requesting grant funding in the amount of $242,982 to perform the approved scope of work at the project site.

The NJDEP oversight fee of $24,298 is the customary 10% of the grant amount. This assumes that the work will not require a high level of NJDEP involvement and that reports of an acceptable quality will be submitted to the NJDEP.

FINANCING SUMMARY:

GRANTOR: Petroleum UST Remediation, Upgrade & Closure Fund

AMOUNT OF GRANT: $242,982

TERMS OF GRANT: No Interest; No Repayment

PROJECT COSTS:

Upgrade,Closure,Remediation	$242,982
NJDEP oversight cost	$24,298
EDA administrative cost	$250
TOTAL COSTS	$267,530

APPROVAL OFFICER: K. Junghans

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY - UNDERGROUND STORAGE TANK GRANT

APPLICANT: Rick's Service Center, Inc. P38576

PROJECT USER(S): Same as applicant * - indicates relation to applicant

PROJECT LOCATION: 305 Bound Brook Road Middlesex Borough (N) Middlesex

GOVERNOR'S INITIATIVES: ( ) Urban ( ) Edison ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:

Between August 2008 and November 2011, Rick's Service Center, received grants totaling $399,539 under P21932, P27471 and P34786 to perform soil and groundwater remediation for the closure of the underground storage tanks (USTs) at the project site. The tanks were decommissioned in accordance with NJDEP requirements. The NJDEP has determined that the supplemental project costs are technically eligible to perform extensive soil and groundwater remediation to the project site.

Financial statements provided by the applicant demonstrate that the applicant's financial condition conforms to the financial hardship test for a conditional hardship grant.

APPROVAL REQUEST:

The applicant is requesting supplemental grant funding in the amount of $600,461 to perform the approved scope of work at the project site for a total funding to date of $1,000,000. The project site is located within a Metropolitan Planning Area and in accordance with the UST Fund statue, is eligible for up to $1,000,000 of funding.

The NJDEP oversight fee of $60,046 is the customary 10% of the grant amount. This assumes that the work will not require a high level of NJDEP involvement and that reports of an acceptable quality will be submitted to the NJDEP.

FINANCING SUMMARY:

GRANTOR: Petroleum UST Remediation, Upgrade & Closure Fund

AMOUNT OF GRANT: $600,461

TERMS OF GRANT: No Interest; 5 year repayment provision based on a pro-rata basis in accordance with the PUST Act.

PROJECT COSTS:

Upgrade,Closure,Remediation	$600,461
NJDEP oversight cost	$60,046
EDA administrative cost	$500
TOTAL COSTS	$661,007

APPROVAL OFFICER: K. Junghans

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

TO: Members of the Authority

FROM: Timothy Lizura
President/Chief Operating Officer

DATE: January 14, 2014

SUBJECT: Petroleum Underground Storage Tank Program - Delegated Authority Approvals (For Informational Purposes Only)

Pursuant to the delegations approved by the Board in May 2006, the Chief Executive Officer ("CEO") with a Director may approve new grants under the Hazardous Discharge Site Remediation Fund (HDSRF) and Petroleum Underground Storage Tank Program (PUST) up to $100,000 and may approve supplemental awards for existing grants(of any size) up to an aggregate of $100,000, provided that the aggregate amount of the supplemental awards do not exceed $100,000.

The Petroleum Underground Storage Tank Program legislation was amended to allow funding for the removal/closure and replacement of non-leaking residential underground storage tanks (UST's) and non-leaking non-residential UST's up to 2,000 gallons for eligible not for profit applicants. The limits allowed under the amended legislation is equivalent to the New Jersey Department of Environmental Protection cost guide.

Below is a summary of the Delegated Authority approvals processed by Finance & Development for the period December 01, 2013 to December 31, 2013

Summary:

	# of Grants	$ Amount
Leaking tank grants awarded	25	$452,393
Non-leaking tank grants awarded	0	$0

Applicant	Description	Grant Amount	Awarded to Date
Baraniak, Ann (P38617)	Initial grant for upgrade, closure and remediation	$17,759	$17,759
Beppel, Robert (P37871)	Initial grant for upgrade, closure and remediation	$65,259	$65,259
Besellinoff, Ruth (P38597)	Initial grant for upgrade, closure and remediation	$5,613	$5,613
Bogner, Ira and Barbara (P38510)	Initial grant for upgrade, closure and remediation	$23,080	$23,080
Burgard, Robert and Barbara (P38499)	Initial grant for upgrade, closure and remediation	$27,105	$27,105
Calvi, Frances (P38570)	Supplemental grant for upgrade, closure and remediation	$755	$17,055
Christmann, Rose (P38588)	Initial grant for upgrade, closure and remediation	$6,959	$6,959
Clarke, John (P38596)	Initial grant for upgrade, closure and remediation	$13,331	$13,331
Coyle, Kevin (P38554)	Initial grant for upgrade, closure and remediation	$6,114	$6,114
Cuellas, Beatriz (P38447)	Initial grant for upgrade,	$25,707	$25,707

Applicant	Description	Grant Amount	Awarded to Date
	closure and remediation		
Deciuceis, Christopher (P38551)	Initial grant for upgrade, closure and remediation	$8,000	$8,000
Esser, Fred and Wendy (P38572)	Supplemental grant for upgrade, closure and remediation	$6,835	$30,815
Fisher, George and Pamela (P38468)	Initial grant for upgrade, closure and remediation	$9,343	$9,343
Gallimore, Mary Beth (P38654)	Initial grant for upgrade, closure and remediation	$18,328	$18,328
Lehman, Edward (P38694)	Supplemental grant for upgrade, closure and remediation	$59,691	$66,468
Loehwing, Scott and Lillian (P38612)	Initial grant for upgrade, closure and remediation	$8,324	$8,324
McGinnis, Andy (P38598)	Initial grant for upgrade, closure and remediation	$14,063	$14,063
Petrillo, Edith (P38611)	Initial grant for upgrade, closure and remediation	$19,930	$19,930
Reynolds, James (P38584)	Initial grant for upgrade, closure and remediation	$8,775	$8,775
Scanlan, Michael (P38540)	Initial grant for upgrade, closure and remediation	$9,522	$9,522
Shahied, Shahiedy I. (P38511)	Initial grant for upgrade, closure and remediation	$42,825	$42,825
Spreiregen, Daniel (P38677)	Initial grant for upgrade, closure and remediation	$19,934	$19,934
Thompson, Jeff (P38506)	Partial initial grant for upgrade, closure and remediation	$15,728	$15,728
Trivino, Uriel (P38707)	Initial grant for upgrade, closure and remediation	$5,856	$5,856
Vinciguerra, Donna (P38585)	Initial grant for upgrade, closure and remediation	$13,557	$13,557
25 Grants	**Total Delegated Authority funding for Leaking applications.**	**$452,393**	

Timothy Lizura

Prepared by: Kathy Junghans, Finance Officer

HAZARDOUS DISCHARGE SITE REMEDIATION FUND PROGRAM

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

TO: Members of the Authority

FROM: Timothy Lizura
President/Chief Operating Officer

DATE: January 14, 2014

SUBJECT: Hazardous Discharge Site Remediation Fund - Delegated Authority Approvals (For Informational Purposes Only)

Pursuant to the delegations approved by the Board in May 2006, the Chief Executive Officer ("CEO") with a Director may approve new grants under the Hazardous Discharge Site Remediation Fund up to $100,000 and may approve supplemental awards for existing grants (of any size) up to an aggregate of $100,000, provided that the aggregate amount of the supplemental awards do not exceed $100,000.

Below is a summary of the Delegated Authority approval processed by staff during the month of December 2013.

Applicant	Description	Grant	Cumulative award to Date
American Repertory Ballet P38593	25% Remedial Action matching grant	$ 13,209	
Stephanie Ladiana P38592	25% Remedial Action matching grant	$ 1,863	
Monroe Township (Former American Training) P38431	Supplemental application for Remedial Investigation activities	$36,937	$71,543
Newark City (501-503 Central Ave) P38437	Initial application for Preliminary Assessment and Site Investigation activities	$43,191	
4 Grants	**Total Grant Funding for December 2013**	**$95,200**	

Timothy Lizura

Prepared by: Kathy Junghans

INCENTIVES

GROW NEW JERSEY ASSISTANCE PROGRAM

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy Lizura
President/Chief Operating Officer

DATE: January 14, 2014

SUBJECT: Amendments to Green Building Standards - Economic Redevelopment and Growth Program and Grow New Jersey Assistance Program

Request:

The Board is requested to approve the policy on how staff will apply standards for certain construction receiving tax incentives under the expanded ERG and Grow NJ programs, as authorized by the Economic Opportunity Act of 2013. This memo sets forth categories of construction that will trigger the utilization of green building standards previously approved by the Board; and provides an expanded list of standards and compliance paths that apply the principals of the New Jersey Green Building Manual.

Background:

The enabling acts for the ERG Program, UTHTC Program, and Grow NJ Program required the EDA to establish green building standards based on the New Jersey Green Building Manual, ("NJGBM") regarding the use of renewable energy, energy-efficient technology and non-renewable resources in order to reduce environmental degradation and encourage long-term cost reduction. In November, 2009, the EDA Board adopted Interim Guidelines prepared by Rutgers University as they undertook the development of the Manual, which was subsequently completed in 2011. The NJGBM is a comprehensive web-based document that defines a baseline of performance and provides enabling economic and environmental best practices for green building and is available at http://greenmanual.rutgers.edu/.

In addition, on October 12, 2010, the Interim Green Building Manual was supplemented via NJEDA Board memo. This added an option to utilize the BPU Pay for Performance program. This BPU program is focused on energy efficiency and requires applicants to have buildings that perform 15% better than ASHRAE 90.1 standard.

Over time, staff has developed a process for satisfaction of this requirement. Staff has evaluated our current process in order to meet the intent of the new legislation that has similar requirements, as well as to ensure ease of implementation. Going forward under the expanded incentive programs, it is anticipated there will be projects that require a more flexible approach or do not fit into the mold of new construction or major renovation triggered by the significant capital investment required under the legacy incentive programs. Staff proposes to continue to utilize the previously adopted standards, and several others, as detailed below, that apply the principles of the NJ Green Buildings Manual and provide a flexible menu of options that applicants can utilize depending on types of project :

Green Building – Programs, Standards, Rating Systems and Certifications
(Utilize the Integrated Design Process for all projects)

American Society of Heating, Refrigerating and Air-Conditioning Engineers (ASHRAE) Standard 189.1;

International Green Construction Code (Choose a minimum of 15 electives from the Jurisdictional and/or Project electives);

US Green Building Council (USGBC) Leadership in Energy and Environmental Design (LEED) (Minimum Silver for all USGBC-LEED rating systems);

New Commercial & Major Renovation: 15 percent above 2007 ASHRAE 90.1; exception of multifamily buildings;

Existing Commercial/Renovation: For existing building projects (renovation) where less than 50 percent of gross floor area use LEED-Existing Building (EB) + Operations and Maintenance (O&M); Commercial Interiors (CI) or Core & Shell (C&S) (Silver). For projects not eligible for an EPA rating use EPA Portfolio Manager 25 percent above national median; exception of multifamily buildings;

Existing Commercial/Major Renovation: For existing building projects (major renovation) where more than 50 percent of gross floor area use LEED-NC (Silver) with an EPA Energy Star Energy Performance Rating of 75 using EPA Portfolio Manager; exception of multifamily buildings;

Neighborhood Development (ND) & Residential Mixed Use: LEED ND (Silver) –15 percent over ASHRAE 90.1 for new and 22 percent for major renovations. Projects can pursue LEED ND or choose compliance path for individual buildings within a project. Residential projects (single or multifamily) within a mixed use/ND project, HERS 75 or less. If more than 50 percent of the project is residential, than utilize Energy Star Homes or Energy Star Multi Family, otherwise utilize Energy Star Commercial; and

Homes: Single Family HERS 70 or less. For Multifamily Midrise 15 percent improvement over ASHRAE 90.1-2007. Energy Star Prescriptive Path is acceptable.

The Living Building Challenge.

Energy – Programs, Standards, Rating Systems and Certifications
(Primarily focused on energy efficiency and net zero energy buildings for new construction and major renovations);

New Jersey Board of Public Utilities Pay for Performance (Minimum 15 percent above ASHRAE 90.1-2007 (second tier) or latest NJ adopted version);

Passive House;

Living Building Institute Net Zero Building Energy Certification; and

US Environmental Protection Agency Energy Star (use scores in USGBC LEED above).

EDA Application of Standards

EDA will review projects based on whether the construction is New Construction or Existing Construction. Existing Construction will be reviewed using the categories of construction defined below as excerpted from the Department of Community Affairs Division of Codes and Standards rules at NJAC 5:23.

Renovation

This category is for work that is generally restorative in nature such as the replacement of interior finish, trim, doors, or equipment, but renovation involves the use of different materials. There is no reconfiguration of space. The regulations (NJAC 5:23-6.3) define renovation as "the removal and replacement or covering of existing interior or exterior finish, trim, doors, windows or other materials with new materials that serve the same purpose and do not change the configuration of space. Renovation shall include the replacement of equipment or fixtures."

Alteration
This category of work involves a change in the layout of interior space while other portions of the space remain without rearrangement. Alteration is defined in the regulations as "The rearrangement of any space by the construction of walls or partitions, the addition or elimination of any door or window, the extension or rearrangement of any system, the installation of any additional equipment or fixtures, and any work which affects a primary structural component."

Reconstruction
This category involves extensive work to the interior of a building, floor, or tenant space. It is commonly referred to as a "Gut rehab". The regulations define reconstruction as "any project where the extent and nature of the work is such that the work area cannot be occupied while the work is in progress and where a new certificate of occupancy is required before the work area can be reoccupied." Reconstruction includes repair, renovation, and alteration in any combination. Reconstruction does not include projects comprised only of floor finish replacement, painting or wall-papering, or the replacement of equipment or furnishings. A reconstruction project has a delineated work area. A reconstruction project involves an entire use, primary function space, or tenancy; projects that do not involve an entire use, primary function space, or tenancy are not reconstruction projects.

Where the work area is an entire use, primary function space, or tenancy, a project becomes reconstruction when two conditions are met: 1) the area where the project is taking place cannot be occupied while the work is in progress; and 2) when a new certificate of occupancy is required before the area can be reoccupied.

Staff proposes the application of these standards as follows:

- When the scope of work to be undertaken is considered Reconstruction that is 50% or more of the building's value and/or square footage or New Construction, applicants will be required to comply with the Green Building or Energy standards listed above.

- For Alteration projects , or any Reconstruction project that is less than 50% of the building's value and/or square footage, the EDA, in consultation with the applicant, will provide direction on appropriate standards compliance that recognizes the construction activity that is directly attributable to the incentive application.

- Renovation projects will be required to demonstrate compliance with the principles of the Green Building Manual, including the use of products or materials supported by various elements of the standards above.

Finally, the Higher Education Public-Private Partnership Program, established by the "New Jersey Economic Stimulus Act of 2009," and extended by the Economic Opportunity Act of 2013, encourages the use of green building practices. While the Higher Education Public-Private Partnership Program is not included in this rules package, as these standards are not required, applicants for the Program will be advised by staff of these standards, as they have been since the inception of the Program.

Recommendation:

The Members of the Board approve the proposed changes to the policy on how staff applies green building and energy standards to be utilized for the ERG Program and the Grow NJ program, effective for all projects approved after December 1, 2013.

Prepared by Maureen Hassett/Steve Martorana

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY – GROW NEW JERSEY ASSISTANCE PROGRAM

APPLICANT: Ardagh Glass Inc. P38835

PROJECT LOCATION: 83 Griffith Street Salem City Salem County

GOVERNOR'S INITIATIVES:
( ) NJ Urban Fund ( ) Edison Innovation Fund (X) Core ( ) Clean Energy

APPLICANT BACKGROUND:
Ardagh Glass Inc. is a leading supplier of glass and metal packaging with a focus on the food and beverage markets. The company operates over 100 facilities in 25 countries and its customers include Heinz, Del Monte, Kraft, Coca-Cola, Pepsi, Proctor & Gamble, and many others. Over the years Ardagh has made several significant acquisitions including the August 2012 acquisition of Anchor Glass Container Corp. As a result of this transaction, Ardagh operates manufacturing facilities in both Bridgeton and Salem, New Jersey. The applicant has demonstrated the financial ability to undertake the project.

MATERIAL FACTOR/NET BENEFIT:
Originally, the Salem plant was built with three furnaces or "tanks". Tank 1 was undergoing a refurbishment during 2008 and as a result of the poor economic conditions, the refurbishment was never completed. Today, one third of the Salem plant, where Tank 1 was located, is empty. Prior to its acquisition by Ardagh, Anchor Glass Container Corp. was awarded a BEIP and BRRAG in 2011 to provide an incentive to restore the furnace and keep its production in New Jersey rather than shutting the facility and relocating production to Georgia. Neither Anchor nor Ardagh has received any payments to date as a result of these awards.

Currently, one of Ardagh's existing customers is seeking a strategic partner to produce a significant portion of its glass containers. If Ardgah is successful in winning the business, the company would need to ramp up its operations by installing a new glass furnace at either its Lawrenceburg, Indiana facility or by reusing the space previously inhabited by Tank 1 and installing a new glass furnace at the Salem facility. Restoring the facility to full capacity would allow the company to take advantage of economies of scale and achieve greater efficiency for the facility as a whole. Ardagh would also subsequently restore a second tank in 2015 under this plan. In the event that the Salem facility is not restored to full capacity, Ardagh would shift its production to other lower cost facilities eliminating the bulk of its jobs in Salem by 2016 and by 2020 it is estimated that the Salem site would be closed entirely. Ardagh has applied for an award under the Grow New Jersey program to provide an incentive to retain 258 existing jobs as well as add 72 jobs to the Salem site.

The location analysis submitted to the Authority shows New Jersey to be the more expensive option and, as a result, the management of Ardagh Glass Inc. has indicated that the grant of tax credits is a material factor in the company's location decision. The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur. It is estimated that the project would have a net benefit to the State of $54.5 million over the 20 year period required by the Statute.

FINDING OF JOBS AT RISK:
The applicant has certified that the 258 New Jersey jobs listed in the application are at risk of being located outside the State on or before 2020. This certification coupled with the economic analysis of the potential locations submitted to the Authority has allowed staff to make a finding that the jobs listed in the application are at risk of being located outside of New Jersey.

APPROVAL REQUEST:

The Members of the Authority are asked to: 1) concur with the finding by staff that the jobs in the application are at risk of being located outside New Jersey on or before 2020; 2) approve the proposed Grow New Jersey grant to encourage Ardagh Glass Inc. to increase employment in New Jersey. The recommended grant is contingent upon receipt by the Authority of evidence that the company has met certain criteria to substantiate the recommended award. If the criteria met by the company differs from that shown herein, the award amount and the term will be lowered to reflect the award amount that corresponds to the actual criteria that have been met.

CONDITIONS OF APPROVAL:

1. Applicant has not entered into a lease, purchase contract, or otherwise committed to remain in New Jersey.
2. Applicant will make an eligible capital investment of no less than the Statutory minimum after board approval, but no later than 3 years from Board approval.
3. No employees that are subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program are eligible for calculating the benefit amount of the Grow New Jersey tax credit.
4. No capital investment that is subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program is eligible to be counted toward the capital investment requirement for Grow New Jersey.
5. Within twelve months following approval, the applicant will submit progress information indicating that the business has site plan approval, committed financing for, and site control of the qualified business facility.

Grant Calculation

BASE GRANT PER EMPLOYEE:		
Urban Transit HUB		$ 5,000
INCREASES:		
Capital Investment in Excess of Minimum (non-Mega):	$3,000	
Large Number of New/Retained F/T Jobs:	$ 500	
Targeted Industry: (Manufacturing)	$ 500	
2007 Revit. Index>465 in Atlantic, Burlington, Camden Cape May, Cumberland, Gloucester, Ocean, Salem:	$1,000	
INCREASE PER EMPLOYEE:		$ 5,000
PER EMPLOYEE LIMIT:		
Urban Transit HUB	$12,000	
LESSER OF BASE + INCREASES OR PER EMPLOYEE LIMIT:		$10,000
AWARD:		
New Jobs:	72 Jobs X $10,000 X 100% =	$ 720,000
Retained Jobs:	258 Jobs X $10,000 X 50% =	$1,290,000
	Total:	**$2,010,000**
ANNUAL LIMITS:		
Urban Transit HUB	$10,000,000	
TOTAL ANNUAL AWARD		**$2,010,000**

The Grow New Jersey Statute has established a minimum threshold for Capital Investment based on the type of business, whether the project location is a new or existing facility, the square footage of the project location, and the location of the project. Based upon these criteria, the minimum capital investment for this project is $2,547,387.

The Grow New Jersey Statute has established a minimum threshold for both New Full-Time Job creation and Retained Full-Time Jobs. Each applicant is required to meet EITHER the minimum New Full-Time Job requirement OR the minimum Retained Full-Time Job requirement. The minimum thresholds are based on the type of business and the project location. Based upon these criteria, the minimum New Full-Time Job number is 8 or the minimum Retained Full-Time Job number is 19.

ESTIMATED ELIGIBLE CAPITAL INVESTMENT:	$71,797,249
NEW FULL-TIME JOBS:	72
RETAINED FULL-TIME JOBS:	258

NET BENEFIT TO THE STATE (OVER 20 YEARS):	$ 54,519,302
TOTAL AMOUNT OF AWARD:	$ 20,100,000
ELIGIBILITY PERIOD:	10 years
MEDIAN WAGES:	$ 55,262
SIZE OF PROJECT LOCATION:	191,054 sq. ft.
NEW BUILDING OR EXISTING LOCATION?	Existing
INDUSTRIAL OR NON-INDUSTRIAL FACILITY?	Industrial
STATEWIDE BASE EMPLOYMENT:	678

PROJECT IS: (X) Expansion ( ) Relocation
CONSTRUCTION: (X) Yes ( ) No
DEVELOPMENT OFFICER: J. Kenyon **APPROVAL OFFICER**: K. McCullough

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY – GROW NEW JERSEY ASSISTANCE PROGRAM

APPLICANT: Forbes Media LLC & Forbes Media Holdings LLC P38727

PROJECT LOCATION: 499 Washington Boulevard Jersey City Hudson County

GOVERNOR'S INITIATIVES:
(X) NJ Urban Fund ( ) Edison Innovation Fund ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:
Forbes Media LLC, a wholly owned subsidiary of Forbes Media Holdings LLC, was formed as a Delaware limited liability company in 2006 and is engaged in publishing Forbes, ForbesLife and Forbes Asia magazines through its wholly owned subsidiary, Forbes LLC. Forbes Media is also engaged in other media business, including investment newsletter publications and television as well as through Forbes.com, which serves a mix of top stories, video and trending features. Forbes Media, headquartered in midtown New York City since its inception (dating back to 1917), has approximately 350 employees at this location. The applicant has demonstrated the financial ability to undertake the project.

MATERIAL FACTOR/NET BENEFIT:
Forbes Media LLC is considering whether to maintain its primary office in Manhattan, or to relocate to lower costs space in Brooklyn, NY or Jersey City, NJ. The current lease in Manhattan is set to expire in December 2014. The project would include the lease and improvement of approximately 93,000 sq. ft. and relocation of 350 jobs from its current NYC location.

The location analysis submitted to the Authority shows New Jersey to be the more expensive option (when the New York incentives are factored in) and, as a result, the management of Forbes Media LLC has indicated that the grant of tax credits is a material factor in the company's location decision. The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur. It is estimated that the project would have a net benefit to the State of $72 million over the 20 year period required by the Statute.

APPROVAL REQUEST:
The Members of the Authority are asked to approve the proposed Grow New Jersey grant to encourage Forbes Media LLC to increase employment in New Jersey. The recommended grant is contingent upon receipt by the Authority of evidence that the company has met certain criteria to substantiate the recommended award. If the criteria met by the company differs from that shown herein, the award amount and the term will be lowered to reflect the award amount that corresponds to the actual criteria that have been met.

CONDITIONS OF APPROVAL:
1. Applicant has not entered into a lease, purchase contract, or otherwise committed to remain in New Jersey.
2. Applicant will make an eligible capital investment of no less than the Statutory minimum after board approval, but no later than 3 years from Board approval.
3. No employees that are subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program are eligible for calculating the benefit amount of the Grow New Jersey tax credit.
4. No capital investment that is subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program is eligible to be counted toward the capital investment requirement for Grow New Jersey.
5. Within twelve months following approval, the applicant will submit progress information indicating that the business has site plan approval, committed financing for, and site control of the qualified business facility.

Grant Calculation

BASE GRANT PER EMPLOYEE:			
Urban Transit HUB			$5,000
INCREASES:			
Transit Oriented Development:		$2,000	
Jobs with Salary in Excess of County/GSGZ Average:		$ 250	
Large Number of New/Retained F/T Jobs:		$ 500	
INCREASE PER EMPLOYEE:			$2,750
PER EMPLOYEE LIMIT:			
Urban Transit HUB		$12,000	
LESSER OF BASE + INCREASES OR PER EMPLOYEE LIMIT:			$7,750
AWARD:			
New Jobs:	350 Jobs X $7,750 X 100% =		$2,712,500
Retained Jobs:	0 Jobs X $7,750 X 50% =		$0,000
		Total:	**$2,712,500**
ANNUAL LIMITS:			
Urban Transit HUB		$10,000,000	
TOTAL ANNUAL AWARD			**$2,712,500**

The Grow New Jersey Statute has established a minimum threshold for Capital Investment based on the type of business, whether the project location is a new or existing facility, the square footage of the project location, and the location of the project location. Based upon these criteria, the minimum capital investment for this project is $3,720,000.

The Grow New Jersey Statute has established a minimum threshold for both New Full-Time Job creation and Retained Full-Time Jobs. Each applicant is required to meet EITHER the minimum New Full-Time Job requirement OR the minimum Retained Full-Time Job requirement. The minimum thresholds are based on the type of business and the project. Based upon these criteria, the minimum New Full-Time Job number is 35 or the minimum Retained Full-Time Job number is 50.

ESTIMATED ELIGIBLE CAPITAL INVESTMENT:	$8,300,000
NEW FULL-TIME JOBS:	350
RETAINED FULL-TIME JOBS:	0

NET BENEFIT TO THE STATE (OVER 20 YEARS):	$72,000,000
TOTAL AMOUNT OF AWARD:	$27,125,000
ELIGIBILITY PERIOD:	10 years
MEDIAN WAGES:	$ 80,000
SIZE OF PROJECT LOCATION:	93,000 sq. ft.
NEW BUILDING OR EXISTING LOCATION?	Existing
INDUSTRIAL OR NON-INDUSTRIAL FACILITY?	Non-Industrial
STATEWIDE BASE EMPLOYMENT:	0

PROJECT IS: ( ) Expansion (X) Relocation

CONSTRUCTION: (X) Yes ( ) No

DEVELOPMENT OFFICER: M. Abraham **APPROVAL OFFICER**: T. Wells

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY – GROW NEW JERSEY ASSISTANCE PROGRAM

APPLICANT: LiDestri Foods, Inc. and Pennsauken Packing Company, LLC P38764

PROJECT LOCATION: 1550 John Tipton Blvd Pennsauken Camden County

GOVERNOR'S INITIATIVES:
( ) NJ Urban Fund ( ) Edison Innovation Fund (X) Core ( ) Clean Energy

APPLICANT BACKGROUND:
LiDestri Foods, Inc. ("LiDestri") is the premier manufacturer of sauces, dips and salsas in the United States. The applicant manufacturers for its own label, Francesco Rinaldi, as well as contract manufactures for name brands and private labels for major chain groceries. LiDestri's corporate headquarters is in Fairport, NY and it has manufacturing facilities in Fairport, NY, Rochester, NY, Fresno, CA, Pennsauken, NJ and Zeigler Beverages, in Lansdale, PA. Pennsauken Packing Company, LLC, a wholly owned subsidiary of LiDestri, was created in 2006 to acquire Heinz's sauce manufacturing plant in Pennsauken, a 230,000 s. f. facility, and the rights to a 10 year co-packing agreement. In 2011, LiDestri acquired a Kodak plant in Rochester, NY for a very favorable price and consolidated all sauce manufacturing to Rochester, NY. Employment at the Pennsauken facility in 2011 was 160 full time jobs and 70 part time jobs. Subsequently, staff was reduced to 13 people to maintain the plant. In 2012, LiDestri relocated an olive oil packaging line to Pennsauken and increased staff to 27 jobs. All the manufacturing facilities are FDA, USDA and Orthodox Union (Kosher) certified. The company is privately owned and the CEO is Geovanni LiDestri. The applicant has demonstrated the financial ability to undertake the project.

MATERIAL FACTOR/NET BENEFIT:
LiDestri Foods, Inc and Pennsauken Packing Company, LLC are seeking a Grow NJ grant to support retaining 27 jobs and creating 60 jobs to support an exclusive national manufacturing agreement signed with TetraPak. TetraPak is the developer and global leader of aseptic technology packaging, such as juice boxes. Production is scheduled to commence in spring 2014. Under consideration is ramping up the Pennsauken facility to take on the new production, or selling the Pennsauken facility and moving to Morrisville, PA. The Morrisville site is in a Keystone Opportunity Zone with a significant package of tax incentives. The other benefit to Morrisville is its proximity to the Zeigler plant in Lansdale, PA and ease to consolidate certain operations. Project costs are estimated to exceed $6.7 million.

The location analysis submitted to the Authority shows New Jersey to be the more expensive option and, as a result, the management of LiDestri Foods, Inc and Pennsauken Packing Company, LLC has indicated that the grant of tax credits is a material factor in the company's location decision. The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur. It is estimated that the project would have a net benefit to the State of $15 million over the 20 year period required by the Statute.

FINDING OF JOBS AT RISK:
The applicant has certified that the 27 New Jersey jobs listed in the application are at risk of being located outside the State on or before April 1, 2014. This certification coupled with the economic analysis of the potential locations submitted to the Authority has allowed staff to make a finding that the jobs listed in the application are at risk of being located outside of New Jersey.

APPROVAL REQUEST:

The Members of the Authority are asked to: 1) concur with the finding by staff that the jobs in the application are at risk of being located outside New Jersey on or before April 1, 2014; 2) approve the proposed Grow New Jersey grant to encourage LiDestri Foods, Inc. and Pennsauken Packing Company, LLC to increase employment in New Jersey. The recommended grant is contingent upon receipt by the Authority of evidence that the company has met certain criteria to substantiate the recommended award. If the criteria met by the company differs from that shown herein, the award amount and the term will be lowered to reflect the award amount that corresponds to the actual criteria that have been met.

CONDITIONS OF APPROVAL:

1. Applicant has not entered into a lease, purchase contract, or otherwise committed to remain in New Jersey.
2. Applicant will make an eligible capital investment of no less than the Statutory minimum after board approval, but no later than 3 years from Board approval.
3. No employees that are subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program are eligible for calculating the benefit amount of the Grow New Jersey tax credit.
4. No capital investment that is subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program is eligible to be counted toward the capital investment requirement for Grow New Jersey.
5. Within twelve months following approval, the applicant will submit progress information indicating that the business has site plan approval, committed financing for, and site control of the qualified business facility.

Grant Calculation

BASE GRANT PER EMPLOYEE:		
Distressed Municipality		$4,000
INCREASES:		
Capital Investment in Excess of Minimum (non-Mega):	$3,000	
Targeted Industry (Manufacturing):	$ 500	
2007 Revit. Index>465 in Atlantic, Burlington, Camden Cape May, Cumberland, Gloucester, Ocean, Salem:	$ 1,000	
INCREASE PER EMPLOYEE:		$4,500
PER EMPLOYEE LIMIT:		
Distressed Municipality	$11,000	
LESSER OF BASE + INCREASES OR PER EMPLOYEE LIMIT:		$8,500
AWARD:		
New Jobs:	60 Jobs X $8,500 X 100% =	$510,000
Retained Jobs:	27 Jobs X $8,500 X 50% =	$114,750
	Total:	**$624,750**
ANNUAL LIMITS:		
Distressed Municipality	$ 8,000,000	
TOTAL ANNUAL AWARD		**$624,750**

The Grow New Jersey Statute has established a minimum threshold for Capital Investment based on the type of business, whether the project location is a new or existing facility, the square footage of the project location, and the location of the project location. Based upon these criteria, the minimum capital investment for this project is $3,066,000.

The Grow New Jersey Statute has established a minimum threshold for both New Full-Time Job creation and Retained Full-Time Jobs. Each applicant is required to meet EITHER the minimum New Full-Time Job requirement OR the minimum Retained Full-Time Job requirement. The minimum thresholds are based on the type of business and the project location. Based upon these criteria, the minimum New Full-Time Job number is 8 or the minimum Retained Full-Time Job number is 19.

ESTIMATED ELIGIBLE CAPITAL INVESTMENT:	$ 6,764,525
NEW FULL-TIME JOBS:	60
RETAINED FULL-TIME JOBS:	27
NET BENEFIT TO THE STATE (OVER 20 YEARS):	$ 14,983,634
TOTAL AMOUNT OF AWARD:	$ 6,247,500
ELIGIBILTY PERIOD:	10 years
MEDIAN WAGES:	$ 35,000
SIZE OF PROJECT LOCATION:	230,000 sq. ft.
NEW BUILDING OR EXISTING LOCATION?	Existing
INDUSTRIAL OR NON-INDUSTRIAL FACILITY?	Industrial
STATEWIDE BASE EMPLOYMENT:	27

PROJECT IS: (X) Expansion ( ) Relocation
CONSTRUCTION: (X) Yes ( ) No
DEVELOPMENT OFFICER: J. Kenyon **APPROVAL OFFICER**: M.Krug

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY – GROW NEW JERSEY ASSISTANCE PROGRAM

APPLICANT: Stericycle, Inc. P38819

PROJECT LOCATION: 100 Bayview Avenue Woodbridge Twp. Middlesex County
75 Crows Mill Road Woodbridge Twp. Middlesex County

GOVERNOR'S INITIATIVES:
( ) NJ Urban Fund ( ) Edison Innovation Fund (X) Core ( ) Clean Energy

APPLICANT BACKGROUND:
Stericycle, Inc., founded in 1989, is a publicly traded business services and consulting company that specializes in protecting people and reducing risk. Its primary business comprises disposal services for medical and biohazardous waste. Stericycle serves hospitals, laboratories, physician practices, dental clinics, long term care facilities, as well as numerous other businesses, facilities and healthcare providers that generate sharps or potentially infectious material. Its services include, in addition to medical waste disposal and sharps disposal management, product recalls and retrievals, OSHA compliance training, pharmaceutical recalls and medical device returns, healthcare on-site waste stream management, pharmaceutical waste disposal, medical safety product sales, and high volume notification services. Stericycle has facilities around the world and is headquartered in Lake Forest, Illinois, with 13,700 employees. The applicant has demonstrated the financial ability to undertake the project.

MATERIAL FACTOR/NET BENEFIT:
Stericycle is looking to expand its business in NJ by leasing 20,000 sq. ft. for an autoclave waste treatment facility. Autoclaving treats regulated waste with steam at high temperature and pressure to kill pathogens. The alternative is expanding the capacity at its existing facility in Pennsylvania. The project would create 42 new jobs.

The location analysis submitted to the Authority shows New Jersey to be the more expensive option and, as a result, the management of Stericycle, Inc. has indicated that the grant of tax credits is a material factor in the company's location decision. The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur. It is estimated that the project would have a net benefit to the State of $5 million over the 20 year period required by the Statute.

APPROVAL REQUEST:
The Members of the Authority are asked to approve the proposed Grow New Jersey grant to encourage Stericycle, Inc. to increase employment in New Jersey. The recommended grant is contingent upon receipt by the Authority of evidence that the company has met certain criteria to substantiate the recommended award. If the criteria met by the company differs from that shown herein, the award amount and the term will be lowered to reflect the award amount that corresponds to the actual criteria that have been met.

CONDITIONS OF APPROVAL:
1. Applicant has not entered into a lease, purchase contract, or otherwise committed to remain in New Jersey.
2. Applicant will make an eligible capital investment of no less than the Statutory minimum after board approval, but no later than 3 years from Board approval.
3. No employees that are subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program are eligible for calculating the benefit amount of the Grow New Jersey tax credit.

4. No capital investment that is subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program is eligible to be counted toward the capital investment requirement for Grow New Jersey.
5. Within twelve months following approval, the applicant will submit progress information indicating that the business has site plan approval, committed financing for, and site control of the qualified business facility.

Grant Calculation

BASE GRANT PER EMPLOYEE:			
Distressed Municipality			$4,000
INCREASES:			
Capital Investment in Excess of Minimum (non-Mega):		$3,000	
INCREASE PER EMPLOYEE:			$3,000
PER EMPLOYEE LIMIT:			
Distressed Municipality		$11,000	
LESSER OF BASE + INCREASES OR PER EMPLOYEE LIMIT:			$7,000
AWARD:			
New Jobs:	42 Jobs X $7,000 X 100% =		$294,000
Retained Jobs:	0 Jobs X $7,000 X 50% =		$0,000
		Total:	**$294,000**
ANNUAL LIMITS:			
Distressed Municipality		$8,000,000	
TOTAL ANNUAL AWARD			**$294,000**

The Grow New Jersey Statute has established a minimum threshold for Capital Investment based on the type of business, whether the project location is a new or existing facility, the square footage of the project location, and the location of the project. Based upon these criteria, the minimum capital investment for this project is $1,200,000.

The Grow New Jersey Statute has established a minimum threshold for both New Full-Time Job creation and Retained Full-Time Jobs. Each applicant is required to meet EITHER the minimum New Full-Time Job requirement OR the minimum Retained Full-Time Job requirement. The minimum thresholds are based on the type of business and the project location. Based upon these criteria, the minimum New Full-Time Job number is 35 or the minimum Retained Full-Time Job number is 50.

ESTIMATED ELIGIBLE CAPITAL INVESTMENT:	$4,500,000
NEW FULL-TIME JOBS:	42
RETAINED FULL-TIME JOBS:	0

NET BENEFIT TO THE STATE (OVER 20 YEARS):	$5,000,000
TOTAL AMOUNT OF AWARD:	$2,940,000
ELIGIBILITY PERIOD:	10 years
MEDIAN WAGES:	$27,000
SIZE OF PROJECT LOCATION:	20,000 sq. ft.
NEW BUILDING OR EXISTING LOCATION?	New
INDUSTRIAL OR NON-INDUSTRIAL FACILITY?	Industrial
STATEWIDE BASE EMPLOYMENT:	46

PROJECT IS: (X) Expansion ( ) Relocation

CONSTRUCTION: (X) Yes ( ) No

DEVELOPMENT OFFICER: J. Kenyon **APPROVAL OFFICER**: T. Wells

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY – GROW NEW JERSEY ASSISTANCE PROGRAM

APPLICANT: Vintage Pharmaceuticals, LLC dba Qualitest P38815

PROJECT LOCATION: 7 Clarke Drive Cranbury Middlesex County
GOVERNOR'S INITIATIVES:
( ) NJ Urban Fund ( ) Edison Innovation Fund (X) Core ( ) Clean Energy

APPLICANT BACKGROUND:
Vintage Pharmaceuticals, LLC ("Vintage"), dba Qualitest, was originally formed in 1999, and subsequently acquired, in 2010, by Endo Health Solutions Inc. ("Endo"). Endo is comprised of 200 global companies and Vintage is part of the Generics International (U.S.), Inc. group. The applicant, with corporate headquarters in Huntsville, Alabama, is a manufacturer and distributor of over 600 generic drugs and over-the-counter pharmaceuticals throughout the U.S. Vintage was ranked the sixth largest pharmaceutical company in the U.S. for 2012 based on total prescriptions filled. The applicant's primary products are for pain management, women's health, urology, central nervous system disorders, immunosuppression, oncology, and hypertension. The applicant has demonstrated the financial ability to undertake the project.

MATERIAL FACTOR/NET BENEFIT:
Vintage is seeking a Grow New Jersey grant to support creating 25 jobs to establish a research and development presence in NJ. Under consideration is taking over space in Cranbury, currently leased by an affiliated company, Endo Pharmaceuticals Valera, Inc. (Valera), or expanding the research and development capability at their corporate headquarters in Huntsville, Alabama. Valera's lease expires in March 2015 and Vintage is in negotiations to take over the space. Please note, Valera is a BEIP recipient and will be moving remaining employees to a building on the same campus. Until recently, research and development was performed in Huntsville or a facility in Westbury, NY. The Westbury facility was recently closed. Project costs are estimated to exceed $6 million. The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur.

The location analysis submitted to the Authority shows New Jersey to be the more expensive option and, as a result, the management of Vintage Pharmaceuticals, LLC has indicated that the grant of tax credits is a material factor in the company's location decision. The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur. It is estimated that the project would have a net benefit to the State of $3.1 million over the 20 year period required by the Statute.

APPROVAL REQUEST:
The Members of the Authority are asked to approve the proposed Grow New Jersey grant to encourage Vintage Pharmaceuticals, LLC to increase employment in New Jersey. The recommended grant is contingent upon receipt by the Authority of evidence that the company has met certain criteria to substantiate the recommended award. If the criteria met by the company differs from that shown herein, the award amount and the term will be lowered to reflect the award amount that corresponds to the actual criteria that have been met.

CONDITIONS OF APPROVAL:

1. Applicant has not entered into a lease, purchase contract, or otherwise committed to remain in New Jersey.
2. Applicant will make an eligible capital investment of no less than the Statutory minimum after board approval, but no later than 3 years from Board approval.
3. No employees that are subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program are eligible for calculating the benefit amount of the Grow New Jersey tax credit.
4. No capital investment that is subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program is eligible to be counted toward the capital investment requirement for Grow New Jersey.
5. Within twelve months following approval, the applicant will submit progress information indicating that the business has site plan approval, committed financing for, and site control of the qualified business facility.

Grant Calculation

BASE GRANT PER EMPLOYEE:		
Priority Area		$3,000
INCREASES:		
Jobs with Salary in Excess of County/GSGZ Average:	$500	
Targeted Industry (Health):	$500	
INCREASE PER EMPLOYEE:		$1,000
PER EMPLOYEE LIMIT:		
Priority Area	$10,500	
LESSER OF BASE + INCREASES OR PER EMPLOYEE LIMIT:		$4,000

AWARD:

New Jobs:	25 Jobs X $4,000 X 100% =	$100,000
Retained Jobs:	0 Jobs X $4,000 X 50% =	$ 0,000
	Total:	**$100,000**

ANNUAL LIMITS:

Priority Area (90% Witholding Limit) $ 4,000,000/($97,279)

TOTAL ANNUAL AWARD **$97,279**

The Grow New Jersey Statute has established a minimum threshold for Capital Investment based on the type of business, whether the project location is a new or existing facility, the square footage of the project location, and the location of the project. Based upon these criteria, the minimum capital investment for this project is $851,000.

The Grow New Jersey Statute has established a minimum threshold for both New Full-Time Job creation and Retained Full-Time Jobs. Each applicant is required to meet EITHER the minimum New Full-Time Job requirement OR the minimum Retained Full-Time Job requirement. The minimum thresholds are based on the type of business and the project location. Based upon these criteria, the minimum New Full-Time Job number is 25 or the minimum Retained Full-Time Job number is 35.

ESTIMATED ELIGIBLE CAPITAL INVESTMENT:	$5,312,067
NEW FULL-TIME JOBS:	25
RETAINED FULL-TIME JOBS:	0
NET BENEFIT TO THE STATE (OVER 20 YEARS):	$3,131,549
TOTAL AMOUNT OF AWARD:	$ 972,790
ELIGIBILITY PERIOD:	10 years
MEDIAN WAGES:	$107,000
SIZE OF PROJECT LOCATION:	21,275 sq. ft.
NEW BUILDING OR EXISTING LOCATION?	Existing
INDUSTRIAL OR NON-INDUSTRIAL FACILITY?	Non-Industrial
STATEWIDE BASE EMPLOYMENT:	0

PROJECT IS: ( ) Expansion (X) Relocation
CONSTRUCTION: (X) Yes ( ) No
DEVELOPMENT OFFICER: J. Kenyon **APPROVAL OFFICER**: M.Krug

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
PROJECT SUMMARY – GROW NEW JERSEY ASSISTANCE PROGRAM

APPLICANT: Wenner Bread Products, Inc. P38770

PROJECT LOCATION: 571 Jersey Avenue New Brunswick City Middlesex County

GOVERNOR'S INITIATIVES:
(X) NJ Urban Fund ( ) Edison Innovation Fund ( ) Core ( ) Clean Energy

APPLICANT BACKGROUND:
Originally founded in 1956 and currently based in Long Island, Wenner Bread Products, Inc. manufactures and sells breads and rolls. They ship their frozen dough and par and fully baked products to retail stores, restaurants and food service bakeries. This company is expanding and needs room for growth. The applicant has demonstrated the financial ability to undertake the project.

MATERIAL FACTOR/NET BENEFIT:
The company has outgrown its facilities in Long Island and is looking for a larger space to expand and to accommodate future growth. They are considering either New Brunswick, New Jersey or Long Island, the latter being less expensive. The location analysis submitted to the Authority shows New Jersey to be the more expensive option and, as a result, the management of Wenner Bread Products, Inc. has indicated that the grant of tax credits is a material factor in the company's location decision.

Wenner Bread executed a lease for the project site in late December. The lease contains a contingency clause making the lease contingent upon Wenner Bread receiving approval for a Grow New Jersey grant award. The applicant has obtained site plan approval from the local planning board but has not commenced any action or expended any funds on planned renovations/upgrades pending approval of the Grow New Jersey award. Though the aforementioned actions have been taken by the applicant, the applicant has affirmatively stated and reiterated that it will not relocate to New Jersey absent the awarding of assistance under the Grow New Jersey program.

The Authority is in receipt of an executed CEO certification that states that the application has been reviewed and the information submitted and representations contained therein are accurate and that, but for the Grow New Jersey award, the creation and/or retention of jobs would not occur. It is estimated that the project would have a net benefit to the State of $74.95 million over the 20 year period required by the Statute.

APPROVAL REQUEST:
The Members of the Authority are asked to approve the proposed Grow New Jersey grant to encourage Wenner Bread Products, Inc. to increase employment in New Jersey. The recommended grant is contingent upon receipt by the Authority of evidence that the company has met certain criteria to substantiate the recommended award. If the criteria met by the company differs from that shown herein, the award amount and the term will be lowered to reflect the award amount that corresponds to the actual criteria that have been met.

CONDITIONS OF APPROVAL:
1. Applicant has not entered into a lease, purchase contract, or otherwise committed to remain in New Jersey.
2. Applicant will make an eligible capital investment of no less than the Statutory minimum after board approval, but no later than 3 years from Board approval.
3. No employees that are subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program are eligible for calculating the benefit amount of the Grow New Jersey tax credit.

4. No capital investment that is subject to a BEIP, BRRAG, legacy Grow New Jersey, Urban Transit Hub or other NJEDA incentive program is eligible to be counted toward the capital investment requirement for Grow New Jersey.
5. Within twelve months following approval, the applicant will submit progress information indicating that the business has site plan approval, committed financing for, and site control of the qualified business facility.

Grant Calculation

BASE GRANT PER EMPLOYEE:		
Urban Transit HUB		$5,000
INCREASES:		
Deep Poverty Pocket or Choice Neighborhood:	$1,500	
Transit Oriented Development:	$2,000	
Capital Investment in Excess of Minimum (non-Mega):	$3,000	
Large Number of New/Retained F/T Jobs:	$500	
Targeted Industry (Manufacturing):	$500	
INCREASE PER EMPLOYEE:		$7,500
PER EMPLOYEE LIMIT:		
Urban Transit HUB	$12,000	
LESSER OF BASE + INCREASES OR PER EMPLOYEE LIMIT:		$12,000
AWARD:		
New Jobs: 253 Jobs X $12,000 X 100% =		$3,036,000
Retained Jobs: 0 Jobs X $12,000 X 50% =		$0
	Total:	**$3,036,000**
ANNUAL LIMITS:		
Urban Transit HUB	$10,000,000	
TOTAL ANNUAL AWARD		**$3,036,000**

The Grow New Jersey Statute has established a minimum threshold for Capital Investment based on the type of business, whether the project location is a new or existing facility, the square footage of the project location, and the location of the project. Based upon these criteria, the minimum capital investment for this project is $6,534,400.

The Grow New Jersey Statute has established a minimum threshold for both New Full-Time Job creation and Retained Full-Time Jobs. Each applicant is required to meet EITHER the minimum New Full-Time Job requirement OR the minimum Retained Full-Time Job requirement. The minimum thresholds are based on the type of business and the project location. Based upon these criteria, the minimum New Full-Time Job number is 10 or the minimum Retained Full-Time Job number is 25.

ESTIMATED ELIGIBLE CAPITAL INVESTMENT:	$17,000,000
NEW FULL-TIME JOBS:	253
RETAINED FULL-TIME JOBS:	0
NET BENEFIT TO THE STATE (OVER 20 YEARS):	$74,947,676
TOTAL AMOUNT OF AWARD:	$30,360,000
TERM:	10 years
MEDIAN WAGES:	$29,952
SIZE OF PROJECT LOCATION:	326,720 sq. ft.
NEW BUILDING OR EXISTING LOCATION?	Existing
INDUSTRIAL OR NON-INDUSTRIAL FACILITY?	Industrial
STATEWIDE BASE EMPLOYMENT:	1

PROJECT IS: (X) Expansion (X) Relocation

CONSTRUCTION: (X) Yes ( ) No

DEVELOPMENT OFFICER: J. Kenyon **APPROVAL OFFICER**: D. Sucsuz

URBAN TRANSIT HUB TAX CREDIT PROGRAM

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

To: Members of the Authority

From: Timothy Lizura
President and Chief Operating Officer

Date: January 14, 2014

RE: **Four Corners Millennium Project Urban Renewal Entity, LLC**
Urban Transit Hub Tax Credit Program
P # 37918

Request

The Members were asked to approve the Urban Transit Hub Tax Credit ("UTHTC") program application (under P.L. 2007, c.346, P.L. 2008, as amended on July 26, 2011) for Four Corners Millennium Project Urban Renewal Entity, LLC ("FCM" or the "Applicant"). Tax credits are available for up to 35% of the total qualified capital investment per project with a maximum of $33 million, whichever is less. The Applicant applied for UTHTC's under the 2012 Urban Transit HUB Tax Credit Residential Competitive Solicitation ("RS"). As FCM did not comply with all eligibility criteria as outlined in the RS primarily due to their inability to provide a financial commitment for all the funding sources as part of the project's capital structure, there was no UTHTC's awarded to this project when the Members of the Authority approved several other projects on April 9, 2013. The Applicant is owned by RBH-TRB Newark Holdings, LLC ("RBH-TRB") which in turn is owned mainly by BRT Realty Trust ("BRT" a publically traded REIT) and Berggruen Properties, Inc. BRT has a 50.1% ownership in RBH-TRB which also owns Teachers Village ("TV"). TV is managed by RBH Group, LLC ("RBH") and its managing member and President is Ron Beit. TV was approved by NJEDA for a residential UTHTC for $17,384,620 and an ERG for $20,548,344 on July 15, 2010 and as modified on January 17, 2012 and August 13, 2013.

Tax credits are available for up to 35% of the total qualified capital investment per project with a maximum of $33 million, whichever is less. This project, which is also known as Component One which includes the Market and Beaver Street portion and at the Market and Washington Street portion (also referred to as the "Project"). The combined capital investment of these two portions is the subject of this memorandum and is estimated to be $180,812,805. The total eligible capital investment under the UTHTC program for this Project is $141,926,589. The recommended award

of tax credits equates to 23.25% of the eligible capital investment, not to exceed $33,000,000 or $3,300,000 annually for 10 years. This is the identical amount of UTHTC's that were sought under the RS. There have been minor changes to the Project since the information submitted under the RS as discussed in this memorandum.

It is noted that a portion of this Project consisting of the Market and Beaver Street building is concurrently seeking the Members approval for a Residential Economic Redevelopment Growth Grant ("RES ERG"). For the specific details of this requested incentive, a separate memorandum has been prepared.

Project Description

The overall Four Corners Millennium Project ("Enterprise") is a $410 million, multi-block, mixed-use redevelopment project in the historic core of downtown Newark. The 5-block Enterprise will transform 12 retail street frontages consisting of approximately 1,650 linear feet of pedestrian-oriented businesses. The buildings range in height from 2-16 stories. The overall project consists of approximately 1.2 million gross square feet including approximately 135,000 square feet of retail, 70,000 SF of hotel in 130 rooms, 900,000 square feet of residential in 827 rental residential apartments (with studios, one, two and three bedroom units) as well as 603 structured and below grade parking spaces.

Within the Four Corners Millennium Enterprise, the phasing has been divided into building groups. Buildings were grouped based on their ability to be financed together and to account for the absorption of such a large numbers of residential units in the Newark marketplace. Each group shall be separately owned by a single purpose entity. Component One (the "Project") consists of building K (Market and Washington Streets which includes a hotel) and building L (Market and Beaver Streets which includes Paramount Theater). These two buildings anchor the overall plan at the outermost edges of the development area. Component Two consists of Buildings A, B, C, D, E and F. Component Three consists of Buildings F, G, H and J. Refer to the attached site plan provides locations for each building within the overall Project and Enterprise. The Applicant is the same entity for both buildings K and L and also anticipates using the same contractor and primary lender for this first phase of the Enterprise. Given the proximity of the two buildings as well as the desire to create an overall neighborhood within the Project's boundaries, the Authority deems the Project a complex. The Project is part of the same redevelopment plan and there will be a single market study that encompasses the Project.

Component One consists of approximately 530,000 gross square feet including approximately 61,000 square feet of retail, 71,000 SF of hotel space with 130 rooms, 267,000 square feet of residential in 337 rental residential apartments (with studios, one, and two bedroom units) as well as 152 structured and below grade parking spaces.

The overall Four Corners Millennium Enterprise will bring new life to the historic Four Corners district in the heart of downtown Newark. The Enterprise is ideally located in the center of Newark's business and university district. It is proximate to 65,000 daytime office workers and is within walking distance of University Heights, hosting over 50,000 students, faculty and staff. This Enterprise will contribute to Newark's downtown renaissance, creating a 24/7 environment and a vibrant new neighborhood for diverse populations to live, work and play downtown.

The Enterprise will link downtown's office, cultural and university communities and create a new destination for the city, the region and ultimately national and international visitors in Newark's historic downtown. The enterprise is located just a few minutes' walk from Penn Station, with access to Amtrak, NJ Transit, Newark Liberty Airport and the PATH train; it is also proximate to the Newark light rail and major bus lines. The Four Corners Millennium Enterprise will finally restore the Four Corners as the busiest intersection in New Jersey and the greater metro region.

Located just footsteps from Newark Penn Station, Gateway Center, City Hall and the Prudential Center, the Enterprise is also at the center of Newark's thriving entertainment district. Near the historic crossroads of Broad and Market Street are several popular restaurants including Dinosaur Barbeque, Edison Ale House, and Brick City Grill, among others. Championship Plaza, adjacent to the Prudential Center, is the site of a farmers market and outdoor entertainment events, and Beaver Street off Market and Commerce Streets offers outdoor seating and music in the summer. The new 18,000 seat Prudential Center Arena attracts over a million visitors a year to enjoy sporting and concert events. Within a 10-minute walk are several outstanding cultural and historic assets including the NJ Performing Arts Center, Newark Museum, Newark Public Library, NJ Historical Society, WBGO Radio, and a mix of art galleries. Historic Military Park is two blocks away.

The existing site of the Enterprise consists of mostly vacant and dilapidated structures. This development will rejuvenate a significant area of Newark's downtown. It will transform the experience on the streets and will connect all other nodes of redevelopment (1180 Raymond Boulevard, Panasonic Corporation, Teachers Village, Prudential Insurance, and the Marriott Hotel) with the rest of the downtown Newark office core. The ground floor retail is expected to flow naturally into the newly created streetscapes, and will provide retailers the opportunity to tap into the pool of the new residents in the buildings themselves; as well as the tens-of-thousands of employees, students, residents and cultural event visitors already in downtown Newark.

RBH has commenced with the Teachers Village ("TV") project several blocks away from the Enterprise. TV is a $120 million mixed use project with 422,628 square feet of development located in downtown Newark, New Jersey. The site is located in an urban transit hub near Newark Penn Station. TV is the first development phase of the SoMa Newark redevelopment plan and consists of 12 square blocks and 15 million square feet of development in downtown Newark. TV is located on both sides of Halsey Street, connecting the existing University Heights area with the Prudential Center and the rest of downtown Newark's existing core. Halsey Street will become the retail portion of the SoMa redevelopment area spanning from Branford Place to the north, and Hill Street to the south. The TV Project consists of eight buildings spanning five currently blighted city blocks. The residential component encompasses 251,607 square feet of "workforce" rental housing with 205 available units, the retail component consists of 76,127 square feet of leasable space including restaurant, food, medical daycare and bank tenants and the charter school component includes 94,894 square feet of space leased by four charter schools.

The proposed Project will consist of two sixteen story buildings, which includes residential, retail a hotel and associated parking. The following chart summarizes the Project, which aggregates 527,229 square feet of space of which 474,102 is rentable square feet:

Description	Units	Square Feet	Income (Stabilized)
Residential	337	266,726	$29.46 per SF
Retail	1	61,368	$35.00 SF Gross Rent
Hotel	130	70,815	N/A
Parking	152	75,193	$25.00 SF Gross Rent

The Project meets the goals and objectives of the City of Newark's planning and development strategy; in particular the Living Downtown Plan, A Redevelopment Plan for Newark, adopted in 2008; and the City's Master Plan issued in 2012. Both plans put forth a comprehensive strategy for repopulating the downtown creating thousands of residential units and retails spaces in the area, stimulating the conversion of upper floors of downtown buildings into new residential units, promoting development near mass transit, activating street fronts and promoting walk able streets and the downtown as a regional destination with activities offered day and night all week long. Specifically, the Master Plan cites the Four Corners as becoming once again a major retail and visitor destination, noting that the area of Broad and Market Street is a catalyst to connect the energy of other developments now occurring downtown such as the new Marriott hotel next to the Prudential Center arena, the recently completed Panasonic headquarters, the new corporate facility for Prudential Insurance which is under construction and new infill residential and retail projects as well as the improvements to Military Park.

The municipal support letter indicates that the Project is a priority for the City of Newark by bringing much needed commercial revitalization and market rate and affordable housing opportunities to the City's Central and East Wards. The Project will be located in the heart of the Newark's downtown and is an important part of the Mayor's vision of transforming the area into a vibrant 24/7 residential community. Additionally, the Project is located within an Area in Need of Rehabilitation as defined by the local redevelopment and housing law. Preliminary site plan approval was granted to the Project in December of 2012. The majority of the existing buildings are to be demolished and replaced by new construction. Of the nine buildings that exist today within the boundaries of the Project, three will be historic renovations that will activate formerly vacant upper floors of historic buildings. The façade of the historic Paramount Theater will also be preserved and in accordance with the Landmarks Commission and State Historic Preservation Office.

FCM has acquired three of the parcels for the Project in 2006 and 2007 for a total of $9 million and has contracts pending for the remaining two parcels for an additional cost of $16 million.

Insufficient economics have stalled the ability to move forward and the Applicant has represented that the UTHTC and RES ERG are both necessary to enable the necessary return to be achieved. The Applicant anticipates construction to commence on the Market and Beaver Street portion of the Project in April of 2014 with temporary certificate of occupancy obtained in July of 2015. The application did not contain any information that contradicts the applicant's representation that the project will be completed within the stated timeframe. The Market and Washington Street portion of the Project will commence construction in mid 2015 and be completed in April of 2017. UTHTC's will not be issued until completion of the entire Component One Project.

Although applicants for the residential project portion of the UTHTC program are not required to

maintain certain employment levels, it is estimated that this Project will create approximately 400 construction jobs and estimated 180 new full time jobs from the residential, retail, parking and hotel components.

The Applicant has received a letter of support from the Mayor of Newark and intends to meet green building requirements through sustainable design standards as set forth in the NJBPU Green Building Manual. In addition, the Project meets the Affordable Housing standards under the UTHTC program despite the lack of requirement by the City of Newark as the Applicant is providing 20% of the residential units as affordable at the 50% of the area median income level.

The size and scope of the Project have not changed since the submission to the Authority by the Applicant with regard to the RS in December of 2012. The total Project costs are now $180.6 million. Upon submission to the RS the total Project costs were $191 million. The costs were revised downward to $172 million in the Applicant's amended submission due to the calculation of the value of the land and buildings in the Project. The financing sources have had several changes from then until now reflecting the economic conditions and ability to access capital including; 1] the removal of a $8 million redevelopment area bond, 2] an increase of $1 million in the municipal grant, 3] a reduction of $16 million in new market tax credit equity, 4] a reduction in the senior and subordinated loan proceeds of $19 million, 5] low income housing tax credits of $6 million are now part of the Project as they were not contemplated previously and 6] the increased Applicant equity from $7 million to $40 million. Additionally what is now a RES ERG tax credit subsidy being requested concurrent with the UTHTC was previously an ERG that consisted of a reimbursement of taxes generated by the Project over a period of twenty years.

Development Team and Capacity

See the attached confidential memorandum of financial analysis for details on the financial resources of the entities involved in this Project. The development team consists of the following:

- ***RBH Group ("RBH")*** *– Sponsor of the Project*
  Since its founding in 1994, RBH has been active in commercial and residential real estate development. RBH has acquired, developed, rehabilitated and/or operated over 1 million square feet of office, retail, hotel and residential space in more than 30 projects. This includes over 500,000 square feet in Newark alone. RBH's senior management team's career construction experience includes over $300 million in construction projects and approximately 4 million of building space. Newark projects include the $120 million Teachers Village, another $100 million associated with SoMa Newark, 905 Broad Street and 89 Market Street. Ron Beit has 18 years of real estate development experience and is the founding partner and CEO of RBH as well as President of RBH Management, LLC which is an asset and property management company. Adam Dentinger is Project Manager at RBH and Lou March of LDM Construction Consulting (acting as owner's representative) is also active members of the development team for this Project.

- ***The DeRosa Group, P.C.*** *– Project Architect*
  Founded in 2009 by Matthew and Elizabeth Faircloth, the DeRosa Group is dedicated to revitalizing communities for home and business. With over twenty active projects the firm is a people-focused, boutique development company offering renovated properties for rent

and sale. They are committed to sustainable design which preserving historical characteristics. From rehabilitation of large commercial spaces to our hallmark residential restorations DeRosa is a unique design firm.

Project Ownership

The Applicant is 100% owned by RBH-TRB Newark Holdings, LLC ("RBH-TRB"), a limited liability company formed in 2009 for the specific purpose of ownership of Newark based real estate projects. The members of this entity include TRB Newark Assemblage LLC (50.9%), TRB Newark TRS LLC (0.1%), RBH Partners LLC (49.9%) and RBH Capital LLC (promotion interest and managing member). BRT Realty Trust ("BRT") is the majority owner of RBH-TRB and is a publically traded REIT which commenced operations in 1972. BTR has 20 real estate multi-family properties and 5,620 units in its portfolio as of November 29, 2013. BTR typically sets up separate joint ventures for each property and owns 80% of each entity. The President and Managing Member of RBH-TRB is Ron Beit-Halachmy. RBH Partners, LLC is controlled by Nicolas Berggruen of Berggruen Properties, Inc. which is a privately held real estate investment firm with managing member Ron Beit. Mr. Beit-Hallachmy has eighteen years experience in the real estate industry. The RBH Group was created to acquire and reposition various real estate assets. Mr. Beit-Halachmy is responsible for identifying and negotiating transactions, coordinating due diligence efforts and making investment decisions. To date, Mr. Beit has developed and/or owned operated more than 1 million square feet of commercial and residential real estate in three states as well as over six million additional developable square feet in institutional grade sites throughout the City of Newark.

Specific financial information on the Applicant and owners are included in the confidential memorandum, which follows this analysis.

Project Uses and Sources

The Applicant proposes the following uses for the Project:

Uses	*Total Project Costs*	*HUB Eligible Amount*
Acquisition of Land and Building	$ 25,922,032	$ 0
Construction of Building & Site Improvements	$ 113,948,667	$ 113,948,667
Professional Services	$ 9,472,578	$ 9,472,578
Interest and Financing Costs	$ 22,507,113	$ 15,507,113
Soft and Other Costs	$ 4,098,231	$ 2,998,231
Development Fee	$ 4,864,184	$ 0
TOTAL USES	**$ 180,812,805**	**$ 141,926,589**

UTHTC eligible costs exclude land, development fee, marketing and other project expenses that do not fit within the UTHTC definition of eligible hard or soft costs.

Sources of Financing	*Amount*
Senior HMFA Debt	$ 83,209,330
Subordinated Debt	$ 8,040,000
Low Income Housing Tax Credits	$ 6,366,528
Municipal Grant	$ 6,000,000
RES ERG loan	$ 11,672,752
UTHTC loan	$ 19,800,000
New Market Tax Credit Equity	$ 5,460,000
Equity	$ 40,167,716
Total	**$ 180,812,805**

The Applicant has received a declaration of intent from NJHMFA for a loan of $53.8 million for a total term of 32 years with interest only for 24 months followed by a 30 year permanent amortization at a 6.6% fixed interest rate. There is an additional $29.4 million in debt that is assumed to be provided by the hotel operator which will be eliminated by year 3 (deemed stabilization).

Subordinated debt provider has not yet been identified. Terms are anticipated to be 30 years at 4%.

Low Income Housing Tax Credits have been applied for and are pending approval.

Municipal Grant from City of Newark from New Jersey Sales and Use Tax. More specifically the City levies a rental tax on all rental car transactions within specified zones in the City of Newark which includes Newark Airport. The City of Newark has approved the $6 million in funds for this Project in November of 2013 and the source will be derived from the monetization of the aforementioned tax proceeds.

RES ERG and UTHTC loans are presumed to be provided by Goldman Sachs as they provided a term sheet (and also were funders in the TV project) with the amounts above reflective of their estimated values. As these two incentives are being monetized at closing they are sources of funds during both the construction and permanent phase.

New Market Tax Credit Equity is based upon discussions with several allocates however no commitment has yet to be provided.

Equity includes approximately $9 million already spent on a portion of the required land and buildings for the Project with the remainder to be contributed.

Gap Analysis

EDA staff has reviewed the application to determine if there is a shortfall in the project development economics pertaining to the return on the investment for the developer and their ability to attract the required investment for this project. Staff analyzed the pro forma and projections of the project and compared the returns with and without the HUB over 10 years.

Without UTHTC	With UTHTC*	With UTHTC* and RES ERG
Equity IRR 5.79%	Equity IRR 10.07%	Equity IRR 12.63%

* The scenarios in the chart above which are designated with UTHTC are based on a realized value of $19.8 million at time of loan closing from the monetization of the tax credits. The scenario with RES ERG is based on generating a value of $11.7 million at loan closing from the monetization of the tax credits from this incentive program.

The Project's economics suggest that the UTHTC benefit will have a material effect on the Applicant's decision and ability to advance the Project. **With the benefit of the UTHTC, the Equity IRR is 10.07%. With the benefit of the UTHTC and the RES ERG the Equity IRR is 12.63%. This is below the maximum market rate of 20% as adopted by the Members of the Authority and as indicated in the RS.**

Recommendation

Staff has reviewed the application for consistency with the Act and Rules, as amended, implementing the UTHTC Program and recommends approval of the following:

Application for a tax credit in a maximum amount estimated at $33,000,000 representing 23.25% of the eligible capital investment. The NJEDA will provide the Applicant with an approval letter for a tax credit amount that will reflect that the Applicant at a maximum will receive $33,000,000. The approval letter is to be conditioned up receipt of the following:

1. Market feasibility study for the Project along with an updated proforma which reflects the updated data from this study.

2. As is appraisal to determine the value of the land for the Project.

3. Commitments for all sources of funding for the Project.

Upon receipt of the above information, the gap analysis will be re-run which may result in a downward adjustment in the amount of the UTHTC.

In addition, the NJEDA may provide approval of assignment of tax credits by the Applicant, as may be required by the Applicant for financing and completion of the Project.

Pursuant to the rules governing the program, the project will need to meet certain milestones within 12 months of approval in order to maintain the project's credit approval. These milestones include:

1. Site control

2. Site plan approval

3. Other project specific items which may be added

Upon project completion and the satisfaction of certain conditions to be outlined in the commitment letter, the Authority shall issue a tax credit certificate based on the final qualified costs, not to exceed the approved amount. The tax credit certificate shall indicate that the Applicant may take one tenth of the total credit annually over ten years when accompanied by a letter issued by NJEDA indicating the project is compliant with program guidelines.

Timothy Lizura

Prepared by: Michael A. Conte

ECONOMIC REDEVELOPMENT AND GROWTH (ERG) PROGRAM

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

To: Members of the Authority

From: Timothy Lizura
President and Chief Operating Officer

Date: January 14, 2014

RE: **Four Corners Millennium Project Urban Renewal Entity, LLC**
Residential Economic Redevelopment and Growth Grant Program ("RES ERG")
P # 37974

Request

The Members are asked to approve the application of Four Corners Millennium Project Urban Renewal Entity, LLC (the "Applicant" or "FCM") for a Newark, Essex County primarily residential project for the issuance of tax credits pursuant to the RES ERG program of the Authority as set forth in the New Jersey Economic Opportunity Act of 2013, P.L. 2013, c. 161 ("Act"). FCM is the first application being considered for approval under this program.

The total costs of the Project are estimated to be $96,780,229 and of this amount $89,876,206 are eligible costs under the RES ERG program. The recommended amount of tax credits is not to exceed **$19,454,586** which represents 21.65% of the eligible project costs based on the budget submitted.

In addition to this application for a RES ERG, the Applicant is concurrently seeking an approval for a $33 million Urban Transit Hub Tax Credits ("UTHTC") which is the subject of a separate memorandum. That application was initially part of the 2012 Urban Transit HUB Tax Credit Residential Competitive Solicitation ("RS"). As FCM did not comply with all eligibility criteria as outlined in the RS primarily due to their inability to provide a financial commitment for the debt as part of the capital structure, there was no UTHTC's awarded to this project when the Members of the Authority approved several other projects on April 9, 2013. The RES ERG portion of the Project is a subset of a larger project (referred to as the "Enterprise"). At the time of the RS, the Applicant was requesting an ERG that was based upon a reimbursement of taxes generated by the Project and since the approval of the EOA this program now approves awards in tax credits.

The Applicant is owned by RBH-TRB Holdings, LLC ("RBH-TRB") which in turn is mainly owned by BRT Realty Trust ("BRT" a publically traded REIT) and Berggruen Properties, Inc.

BRT has a 50.1% ownership in RBH-TRB which also owns Teachers Village ("TV"). TV is managed by RBH Group, LLC ("RBH") and its managing member and President is Ron Beit. TV was approved by NJEDA for a residential UTHTC for $17,384,620 and an ERG for $20,548,344 on July 15, 2010 and as modified on January 17, 2012 and August 13, 2013.

Project Description

The overall Four Corners Millennium Project ("FCMP") is a $410 million, multi-block, mixed-use redevelopment project in the historic core of downtown Newark. The 5-block FCMP will transform 12 retail street frontages consisting of approximately 1,650 linear feet of pedestrian-oriented businesses. The buildings range in height from 2-16 stories. The overall FCMP consists of approximately 1.2 million gross square feet including approximately 135,000 square feet of retail, 70,000 SF of hotel in 130 rooms, 900,000 square feet of residential in 827 rental residential apartments (with studios, one, two and three bedroom units) as well as 603 structured and below grade parking spaces.

Within the FCMP, the phasing has been divided into building groups. Buildings were grouped based on their ability to be financed together and to account for the absorption of such a large numbers of residential units in the Newark marketplace. Each group shall be separately owned by a single purpose entity. Component One (the "Enterprise") consists of building K (Market and Washington Streets which includes a hotel) and building L (Market and Beaver Streets which includes Paramount Theater and is also known as the Project). These two buildings anchor the overall plan at the outermost edges of the development area. Component Two consists of Buildings A, B, C, D, E and F. Component Three consists of Buildings F, G, H and J. Refer to the attached site plan provides locations for each building within the overall Project, Enterprise & FCMP.

Component One consists of approximately 530,000 gross square feet including approximately 60,000 square feet of retail, 70,000 SF of hotel in 130 rooms, 265,000 square feet of residential in 337 rental residential apartments (with studios, one, and two bedroom units) as well as 152 structured and below grade parking spaces.

The overall FCMP will bring new life to the historic Four Corners district in the heart of downtown Newark. FCMP is ideally located in the center of Newark's business and university district. It is proximate to 65,000 daytime office workers and is within walking distance of University Heights, hosting over 50,000 students, faculty and staff. FCMP will contribute to Newark's downtown renaissance, creating a 24/7 environment and a vibrant new neighborhood for diverse populations to live, work and play downtown.

FCMP will link downtown's office, cultural and university communities and create a new destination for the city, the region and ultimately national and international visitors in Newark's historic downtown. FCMP is located just a few minutes' walk from Penn Station, with access to Amtrak, NJ Transit, Newark Liberty Airport and the PATH train; it is also proximate to the Newark light rail and major bus lines. FCMP will finally restore the Four Corners as the busiest intersection in New Jersey and the greater metro region.

Located just footsteps from Newark Penn Station, Gateway Center, City Hall and the Prudential Center, FCMP is also at the center of Newark's thriving entertainment district. Near the historic crossroads of Broad and Market Street are several popular restaurants including Dinosaur Barbeque, Edison Ale House, and Brick City Grill, among others. Championship Plaza, adjacent to the Prudential Center, is the site of a farmers market and outdoor entertainment events, and Beaver Street off Market and Commerce Streets offers outdoor seating and music in the summer. The new 18,000 seat Prudential Center Arena attracts over a million visitors a year to enjoy sporting and concert events. Within a 10-minute walk are several outstanding cultural and historic assets including the NJ Performing Arts Center, Newark Museum, Newark Public Library, NJ Historical Society, WBGO Radio, and a mix of art galleries. Historic Military Park is two blocks away.

The existing site of FCMP consists of mostly vacant and dilapidated structures. This development will rejuvenate a significant area of Newark's downtown. It will transform the experience on the streets and will connect all other nodes of redevelopment (1180 Raymond Boulevard, Panasonic, Teachers Village, Prudential, and the Marriott Hotel) with the rest of the downtown Newark office core. The ground floor retail is expected to flow naturally into the newly created streetscapes, and will provide retailers the opportunity to tap into the pool of the new residents in the buildings themselves; as well as the tens-of-thousands of employees, students, residents and cultural event visitors already in downtown Newark.

The proposed Project will consist of a single building of sixteen stories, which includes residential, retail and associated parking. The following chart summarizes the Project, which aggregates 321,376 square feet of space of which 287,011 is rentable square feet:

Description	Units	Square Feet	Income (Stabilized)
Residential	220	182,270	$29.46 per SF
Retail	n/a	49,731	$35.00 SF Gross Rent
Parking	92	55,010	$25.00 SF Gross Rent

FCM has acquired two of the parcels for the Project in 2006 and 2007 for a total of $5 million and has contracts pending for the remaining parcels for an additional cost of $8 million.

Insufficient economics have stalled the ability to move forward and the Applicant has represented that the RES ERG is necessary to enable the necessary return to be achieved. The Applicant anticipates construction to commence in April of 2014 with temporary certificate of occupancy obtained in July of 2015. The application did not contain any information that contradicts the applicant's representation that the project will be completed within the stated timeframe.

Although applicants for the RES ERG program are not required to maintain certain employment levels, it is estimated that this Project will create approximately 200 construction jobs and estimated 65 new full time jobs from the residential, retail and parking components.

The Applicant has received a letter of support from the Mayor of Newark and intends to meet green building requirements through sustainable design standards as set forth in the NJBPU Green Building Manual. In addition, the Project meets the Affordable Housing standards under the RES

ERG program as the Applicant is providing 20% of the residential units as affordable at the 50% of the area median income level.

Additionally this Project which now seeks a RES ERG tax credit subsidy was previously seeking an ERG as part of the RS that consisted of a reimbursement of taxes generated by the Project over a period of twenty years.

Project Ownership

The Applicant is 100% owned by RBH-TRB Newark Holdings, LLC ("RBH-TRB"), a limited liability company formed in 2009 for the specific purpose of ownership of Newark based real estate projects. The members of this entity include TRB Newark Assemblage LLC (50.9%), TRB Newark TRS LLC (0.1%), RBH Partners LLC (49.9%) and RBH Capital LLC (promotion interest and managing member). BRT Realty Trust ("BRT") is the majority owner of RBH-TRB and is a publically traded REIT which commenced operations in 1972. BTR has 20 real estate multi-family properties and 5,620 units in its portfolio as of November 29, 2013. BTR typically sets up separate joint ventures for each property and owns 80% of each entity. The President and Managing Member of RBH-TRB is Ron Beit-Halachmy. RBH Partners, LLC is controlled by Nicolas Berggruen of Berggruen Properties, Inc. which is a privately held real estate investment firm with managing member Ron Beit. Mr. Beit-Hallachmy has eighteen years experience in the real estate industry. The RBH Group was created to acquire and reposition various real estate assets. Mr. Beit-Halachmy is responsible for identifying and negotiating transactions, coordinating due diligence efforts and making investment decisions. To date, Mr. Beit has developed and/or owned operated more than 1 million square feet of commercial and residential real estate in three states as well as over six million additional developable square feet in institutional grade sites throughout the City of Newark.

Specific financial information on the Applicant and owners are included in the confidential memorandum, which follows this analysis.

Project Uses

The Applicant proposes the following uses for the Project:

Uses	***Total Project Costs***	***RES ERG Eligible Amount***
Acquisition of Land and Building	$ 13,450,000	$ 13,450,000
Construction & Site Improvements	$ 62,393,359	$ 62,393,359
Professional Services	$ 5,337,558	$ 5,337,558
Financing & Other Costs	$ 11,186,222	$ 6,762,199
Soft Costs	$ 2,413,090	$ 1,933,090
Development Fee	$ 2,000,000	$ 0
TOTAL USES	**$ 96,780,229**	**$ 89,876,206**

ERG eligible project costs exclude ineligible costs aggregating $2.9 million which include the developer fee as well as $904,000 in other ineligible costs under the RES ERG.

Sources of Financing	***Amount***
Senior Debt HMFA	$ 35,711,405
Subordinated Debt CBDG	$ 5,280,000
Low Income Housing Tax Credits	$ 4,013,975
RES ERG plus UTHTC loans	$ 19,800,000
Municipal Grant	$ 6,000,000
Equity	$ 25,974,849
Total	**$ 96,780,229**

The Applicant has received a declaration of intent from NJHMFA for a loan of up to $57 million for a total term of 32 years with interest only for 24 months followed by a 30 year permanent amortization at a 6.6% fixed interest rate.

Subordinated debt provider has not yet been identified. Terms are anticipated to be 30 years at 4%.

Low Income Housing Tax Credits have been applied for and are pending approval.

Municipal Grant from City of Newark from New Jersey Sales and Use Tax. More specifically the City levies a rental tax on all rental car transactions within specified zones in the City of Newark which includes Newark Airport. The City of Newark has approved the $6 million in funds for this Project in November of 2013 and the source will be derived from the monetization of the aforementioned tax proceeds.

RES ERG and UTHTC loans are presumed to be provided by Goldman Sachs as they provided a term sheet (and also were funders in the TV project) with the amount above reflective of their estimated discounted value. As this incentive is being monetized at closing they are a source of funds during both the construction and permanent phase. Approximately $8.1 million of the UTHTC's for the Enterprise will be allocated to this Project.

New Market Tax Credit Equity is based upon discussions with several allocates however no commitment has yet to be provided.

Equity includes approximately $5 million already spent on a portion of the required land and buildings for the Project with the remainder to be contributed.

Gap Analysis

EDA staff has reviewed the application to determine if there is a shortfall in the Project development economics pertaining to the return on the investment for the developer and their ability to attract the required investment for this project. Staff analyzed the pro forma and projections of the Project and compared the returns with and without the RES ERG over 10 years.

Without RES ERG	**With RES ERG**	**With RES ERG and UTHTC**
Equity IRR 7.42%	Equity IRR 10.56%	Equity IRR 13.59%

The Project's economics suggest that the RES ERG benefit will have a material effect on the applicant's decision and ability to advance the Project. **With the benefit of the RES ERG, the**

Equity IRR is 10.56% for the Project (which consists solely of one building). With the benefit of the RES ERG and the Project's proportionate share of the UTHTC (approximately $8,121,000) the Equity IRR is 13.59%. Both of these returns are below the rate per the Hurdle Rate Model provided by our contracted consultant, Jones Lang Lasalle which indicates a maximum IRR of 14.8% for a mixed use project in Newark.

Other Statutory Criteria

In order to be eligible for the program, the Authority is required to consider the following items:

The economic feasibility and the need of the redevelopment incentive grant agreement to the viability of the redevelopment project. The likelihood that the project shall, upon completion, is capable of generating new tax revenue in an amount in excess of the amount necessary to reimburse the developer for project costs incurred, as provided in the redevelopment incentive grant agreement.

The Project appears to be economically feasible based on the financial strength and prior experience of the Applicant. The progress made with the zoning and other necessary approvals is indicative of the developer's desire to move the Project forward. The Project is sponsored by a development firm which owns and manages a modest portfolio of mixed use properties with adequate resources to complete the Enterprise. The Applicant is also funded by a real estate investment trust and other investor with a combined net worth of $190 million as of September 30, 2013.

The Authority is in receipt of a Market Study on the TV project by a third party consultant who issued their determination of current and future market conditions with an updated effective date of August 7, 2013. This study is based on the TV project which is proximate to the proposed Enterprise. The TV study notes that there are certain similar uses for the new Project which would deem the Project feasible, that demand is sufficient in the market area and the Applicant's rent and absorption assumptions seem to be reasonable. Note that the Authority awaits receipt of the new Market Study on this Project as well as a current appraisal on the land. This information will then be incorporated into the proforma and a revised gap analysis performed. As a result, the amount of the requested incentive may be adjusted downward.

The Project has an anticipated IRR of 7.42% without the RES ERG and 10.56% with the RES ERG. Additionally as the Applicant has indicated that the UTHTC is also necessary to move the Project forward, the IRR increases to a more respectable 13.59% when both the UTHTC and RES ERG incentives are factored in (the IRR for the Enterprise with UTHTC and RES ERG is 12.63%). The RES ERG incentive grant is needed for the viability of the Project and to encourage the Applicant to undertake the capital investment which is required to complete the proposed development.

The extent of economic and social distress in the municipality and the area to be affected by the redevelopment project. The extent to which the redevelopment project will advance State, regional and local development and planning strategies, promote job creation and economic development and have a relationship to other major projects undertaken within the municipality.

Newark is drastically underserved in several retail categories including grocery, general

merchandise, electronics, office supply and full service restaurants. According to ESRI Business data supplied by InfoUSA, Newark residents spend up to 38% of the categories mentioned previously in dollar purchases outside the City which translates into approximately $575 million annually. This Enterprise will be well positioned to provide the needed products and services to this underserved community. The Enterprise is located in an urban setting where infrastructure and demand already exist, thereby promoting smart growth principles. The property benefits from multiple bus routes that service the site on a daily basis as well as the Newark Light Rail Stations (Military Park Station on Raymond Boulevard at Broad Street and the Washington Street Station on Raymond Boulevard at Washington Street) both located within a half mile of the site. The site is also within six-tenths of a mile radius of New Jersey Transit Penn Station on McCarter Highway.

The Project meets the goals and objectives of the City of Newark's planning and development strategy; in particular the Living Downtown Plan, A Redevelopment Plan for Newark, adopted in 2008; and the City's Master Plan issued in 2012. Both plans put forth a comprehensive strategy for repopulating the downtown creating thousands of residential units and retails spaces in the area, stimulating the conversion of upper floors of downtown buildings into new residential units, promoting development near mass transit, activating street fronts and promoting walk able streets and the downtown as a regional destination with activities offered day and night all week long. Specifically, the Master Plan cites the Four Corners as becoming once again a major retail and visitor destination, noting that the area of Broad and Market Street is a catalyst to connect the energy of other developments now occurring downtown such as the new Marriott hotel next to the Prudential Center arena, the recently completed Panasonic headquarters, the new corporate facility for Prudential Insurance which is under construction and new infill residential and retail projects as well as the improvements to Military Park. The Project is consistent with the key provisions under state planning goals required by the New Jersey State Development and Redevelopment Plan as private investment will create new employment opportunities and investment upon the numerous parcels which are predominately vacant and underutilized. The increase in real estate taxes and positive impact expected on adjacent properties are attributes of the Project.

The City of Newark, which is the largest city in New Jersey in terms of population, has experienced tremendous economic and social distress. In recent reports, Newark's poverty rate has been as high as 30% and the unemployment rate in August of 2013 was 14.2%. The State of New Jersey reported an unemployment rate of 8.4% in October of 2013 which is the lowest level since March of 2009. Recent median household income of Newark was $36,000 which is dramatically below the average for the state of $71,000. Newark is also one of the nine cities that are eligible for the UTHTC which is indicative of the level of support needed to be made available to encourage development in the municipality.

The municipal support letter indicates that the Enterprise is a priority for the City of Newark by bringing much needed commercial revitalization and market rate and affordable housing opportunities to the City's Central and East Wards. The Enterprise and Project will be located in the heart of the Newark's downtown and is an important part of the Mayor's vision of transforming the area into a vibrant 24/7 residential community. Additionally, the Enterprise and Project is located within an Area in Need of Rehabilitation as defined by the local redevelopment and housing law. Preliminary site plan approval was granted to the Project in December of 2012. Existing buildings are to be demolished and replaced by new construction. Of the four existing buildings at

the Project site the façade of the historic Paramount Theater will be preserved in accordance with local Landmarks Commission as well as the State Historic Preservation Office.

The Project is projected to create approximately 65 new, full-time, permanent jobs. During the construction period of the Project, 200 temporary construction jobs will be created. The job creation associated with this Project will provide important employment as well as housing opportunities for surrounding communities, and the Project will generate an estimated $300,000 in incremental new real estate tax revenue for Newark on an annual basis.

Recommendation

Authority staff has reviewed the Four Corners Millennium Urban Renewal Entity, LLC application and finds that it is consistent with eligibility requirements of the Act. It is recommended that the Members approve and authorize the Authority to issue a commitment letter to the Applicant. The commitment is to be conditioned up receipt of the following:

1. Market feasibility study along with an updated proforma which reflects the updated data from this study.

2. As is appraisal to determine the value of the land for the Project.

Upon receipt of the above information, the gap analysis will be re-run which may result in a downward adjustment in the amount of the RES ERG.

Issuance of the RES ERG tax credits are contingent upon FCM meeting the following conditions:

1. Financing commitments for all funding sources for the Project consistent with the information provided by the Applicant to the Authority for the RES ERG; and

2. Evidence of site control and site plan approval for the Project; and

3. Copies of all required State and federal government permits for the Project and copies of all local planning and zoning board approvals that are required for the Project.

Tax Credits shall be issued upon:

1. Completion of construction and issuance of a certificate of occupancy (no later than July 28, 2015; and

2. Submission of a detailed list of all eligible costs, which costs shall be certified by a CPA and satisfactory to the NJEDA; and

It is recommended that the members authorize the CEO of the EDA to execute any assignment agreements necessary to effectuate this transaction.

Total Eligible Project Costs: $89,876,206

Eligible Tax Credits and Recommended Award: Not to exceed $19,454,586 which equates to 21.65% of eligible project costs over 10 years.

Timothy Lizura

Prepared by: Michael A. Conte

BOARD MEMORANDUMS

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy J. Lizura, President and COO

DATE: January 14, 2014

SUBJECT: Projects Approved Under Delegated Authority - **For Informational Purposes Only**

The following project was approved under Delegated Authority in December 2013:

New Jersey Business Growth Fund:

1) Loumis Realty Company LLC (P38786), located in South Amboy City, Middlesex County, is a newly formed real estate holding company that will purchase commercial real estate occupied by the two common ownership companies, Pure Energy Entertainment, LLC and Vybe Entertainment Group, Inc. Formed in 2007, they are providers of entertainment and catering services for special events including weddings, Bar/Bat Mitzvahs and corporate events. The current owners purchased an existing entertainment company known as Jeffrey Craig Entertainment, Inc., a wholly owned subsidiary of Vybe Entertainment. Loumis is seeking to purchase the property to provide a banquet facility for the two operating companies. PNC Bank approved a $2,405,000 loan with a 25% Authority guarantee initially, not to exceed $601,250. Currently, the company has twelve employees and plans to create two new jobs over the next two years.

Premier Lender Program:

1) Gelles Holdings, LLC (P38683), located in Englewood City, Bergen County, is the holding company formed to purchase the project property. The Operating Company, Acme Gear Co., Inc., founded in 1929, utilizes the property for its manufacturing operations and company headquarters. Santander Bank approved a $3,060,000 bank loan contingent upon a $1,000,000 (32.68%) Authority participation. Proceeds will be used to purchase commercial property. Acme Gear Co., Inc. (P38685) was approved for a $3,000,000 bank loan from Santander Bank, contingent upon a $1,000,000 (33.33%) Authority participation. Proceeds of this loan will be used to purchase equipment and machinery. The Company currently has 55 employees and plans to create 25 new positions within the next two years.

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2) Patel Family 2012 TR Agreement Nirjana P Patel TTEE (P38722), located in Newark City, Essex County, was formed in 2011 for estate planning purposes for Pinakin Patel. The trust is intended to transfer his 50% ownership stake in the Operating Company, Innovative Resin Systems, Inc. ("IRS"). IRS was founded in 1997 as a custom formulator and manufacturer of structural adhesives, coatings, pottings and encapsulating compounds. Valley National Bank approved a $975,000 term loan and the Authority approved a $325,000 Direct term loan to partially finance the purchase of a commercial property. Currently, the Company has ten employees and plans to create ten new positions over the next two years.

3) Six Partners, LLC (P38723), located in Old Bridge Township, Middlesex County, is a real estate holding company that was formed to purchase the project property. The Operating Company, Forman Industries, Inc. was founded in 1984 as an interior service provider specializing in the retail industries with four lines of business: surveys and permitting, fixture installations, general construction and maintenance. M&T Bank approved a $1,440,000 term loan with a $720,000 (50%) Authority participation under the Premier Lender Program. Forman Industries, Inc. (P38818) was approved for a 50% one year Authority guarantee of a $3,310,000 M&T Bank line of credit with a maximum EDA exposure of $500,000 of principal outstanding under the Main Street Line of Credit Program. Proceeds will be used to refinance an existing mortgage and working capital. Currently, the Company has 80 employees and plans to create fifteen additional positions over the next two years.

Small Business Fund Program:

1) Faris Corp. dba Auto Spa of Westfield (P38813), located in Westfield Town, Union County, was formed in 2005 as a car wash and oil change station. M&T Bank approved a $1,125,000 loan with a $300,000 (26.67%) Authority participation under the Small Business Fund Program. Proceeds will be used to refinance an existing mortgage. The Company currently has ten employees and plans to create two new positions over the next two years.

2) John Richard Hamada (P38630), located in Hopewell Township, Mercer County, is a chiropractic physician, certified acupuncturist and chiropractic occupational health physician for over 27 years. Dr. Harris operates his practice as a sole proprietorship which trades as Acupuncture & Chiropractic Healing Arts. Roma Bank approved a $580,000 term loan with a $200,000 (34.5%) Authority participation under the Small Business Fund Program. Proceeds will be used to refinance an existing loan. Currently the Company has four employees and plans to create one additional position within two years.

Stronger NJ Loan Program:

1) Donovan's Reef, Inc. (P38634 & P38724), located in Sea Bright Borough, Monmouth County, was formed in 1976 as a beach bar. The current owners purchased the establishment and renamed it Donovan's Reef, which is the only beach bar in Monmouth County and one of the very few on the entire NJ shore. The Company was approved for a $490,000, 20 year term loan to finance working capital needs and a $710,000, 20 year term loan costs under the Stronger NJ Business Loan Program to rebuild the Donovan's Reef bar/restaurant that was destroyed in Superstorm Sandy.

2) Topco, Inc. and Genesis Lighting, Inc (P38629) are located in Elizabeth City, Union County. Topco, Inc. has been operating since 1895 as a manufacturer of stamped metal products with a focus on the lighting industry. Genesis Lighting MFG, Inc. was formed in 2004 as a distributor of lighting products with a focus on the hospitality industry. Both companies sustained approximately $925,000 in damages from Superstorm Sandy. The Company was approved for an $878,085 working capital loan under the Stronger NJ Business Loan Program.

New Jersey Business Growth Fund - Modification:

1) Monte's Five Columbia Road Property, LLC and Byram Electrical Labs, Inc. (P38739) are located in Branchburg Township, Somerset County. Monte's Five Columbia Road Property, LLC is a real estate holding company that was founded in 1998 to purchase the project property, which is solely occupied by the Byram Electrical Labs, Inc., a supplier of gas, water and electric metering with automatic Reading capabilities. Both are related by common ownership. PNC Bank approved a five-year renewal of a $625,798 loan with a five-year, 25% guarantee of principal outstanding, not to exceed $156,450. Original loan proceeds were used to purchase commercial property. All other terms and conditions of the original approval remain unchanged.

2) Wolfe-Den, LLC (P38725), located in Upper Township, Cape May County, is a real estate holding company formed to purchase the project property, currently occupied by The Salsa Gang, Inc. The Salsa Gang, Inc. is a southwestern/Mexican themed restaurant that operates as Red Sky Café and has been in operation at this location for 15 years. There is a residential home located on the property that is rented out by the Operating Company. PNC Bank approved a five year renewal of a $276,880 loan with a five-year, 25% guarantee of principal outstanding, not to exceed $69,220. Original loan proceeds were used to refinance a commercial mortgage. All other terms and conditions of the original approval remain unchanged.

Prepared by: D. Lawyer
DL/gvr

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy Lizura, President and Chief Operating Officer

DATE: January 14, 2014

SUBJECT: Delegated Authority Approvals for 4th Quarter 2013
For Informational Purposes Only

The following post-closing actions were approved under delegated authority during the fourth quarter of 2013:

Borrower (Operating Company)	EDA Exposure	Action
Loans and Guarantees		
TJM Properties II, LLC (In Moda.com, Inc. and Warehouse 18, Inc.)	$ 760,593	Consent to substitution of first mortgage lender and subordination of EDA's junior liens to a new $1.74 million mortgage loan from Bank of America. Warehouse 18, Inc., a public warehousing company related through common ownership provided its guarantee as consideration.
420 Perth Amboy Properties, LLC and 61-65 Passaic Properties, LLC (2nd Home adult daycare provider)	$ 574,634	Consent to the substitution of the Borrower's first mortgage lender and subordination of EDA's junior liens to new mortgages from Sterling Bank. As consideration for this request, the Borrower prepaid EDA exposure by $150,000 (each loan by $75,000).
Semprae Laboratories, Inc.	$ 543,509	Accept $343,500 as settlement in full of this technology loan and write off the remaining balance without recourse. The borrower has closed operations and is being sold to a third party.
L&F Urban Renewal Properties	$ 440,555	Extend EDA's SLP participation in PNC Bank's loan for 5 years, based upon remaining 10-year amortization, at a fixed interest rate equal to 5 year Treasury plus 100 b.p. with a floor of 3.0%.
ArborSys Group, LLC	$ 110,046	Extend direct loan maturity for 5 years, based on the remaining 5 year amortization, at a fixed interest rate equal to 5 year Treasury plus 50 b.p. with a floor of 3.0%.
Princeton Power Systems, Inc.	$ 37,699	Subordinate EDA's lien on corporate assets to facilitate a new $1.5 million line of credit from Sand Hill Finance.

Conduit Bonds (EDA has no credit exposure.)	
The Order of St. Benedict of New Jersey (Delbarton School)	Consent to extend the $14.5 million stand alone bond's mandatory redemption date for one year to December 1, 2014.
PCT Allendale, LLC	Consent to a modification of financial covenants and reporting requirements for the $2.4 million stand alone bond in conjunction with obtaining a new guarantee of the Borrower's parent company.
Railway Ave. Properties (Paterson Charter School for Science & Technology, Inc.)	Consent to modification of the minimum surety bond rating provision for the $17.8 million Series C tax exempt bond and $285,000 Series D taxable bond.
NJEDA State Pension Funding Bonds	Consent to the appointment of US Bank as successor trustee for the $2.8 billion taxable bonds and $350 million refunding bonds.

Prepared by: Daniel Weick

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy Lizura
President/Chief Operating Officer

DATE: January 14, 2014

SUBJECT: Incentives Modifications
(For Informational Purposes Only)

Since 2001, the Members have approved delegations to the President/Chief Operating Officer for certain BEIP modifications that are ministerial in nature and do not materially change the original approvals of these grants or create unanticipated growth in employment.

More recently in 2010, the Members approved delegations for staff to approve annual renewal extensions of Salem County and UEZ Energy Sales Tax Exemptions for Manufacturers. Under these programs, businesses located in Salem County that employ at least 50 full time employees with 50% of those employees involved in a manufacturing process and companies located in UEZ areas that employ at least 250 full time employees of which at least 50% of the employees are involved in the manufacturing process, are exempt from paying sales tax on their utilities at the manufacturing site.

Attached is a list of the BEIP modifications and Salem/UEZ renewal extensions that were approved in the 4th quarter ending December 31, 2013.

Prepared by: C. Craddock

ACTIONS APPROVED UNDER DELEGATED AUTHORITY
QUARTER ENDING DECEMBER 2013

BUSINESS EMPLOYMENT INCENTIVE PROGRAM

Name	Modification	Approved Award
Black Rock Institutional Trust Company NA	Add location and related entities	$ 811,650
inVentive Health Inc. and Subsidiaries	Name change; addition of related entities; and removal of related entities	$3,478,650
Knight Capital Americas LLC	Change in parent company of grantee	$5,323,200
Mizuho Corporate Bank, Ltd	Internal merger of related entities and name change	$1,745,820
Sumitomo Trust and Banking Co (U.S.A.)	Merger of parent company of grantee and name change	$1,702,840

SALEM/UEZ ENERGY SALES TAX EXEMPTION

Name	Location	# of Employees/% Involved in Manufacturing	Benefit
Actavis Elizabeth, LLC	Elizabeth, NJ	454/86%	$ 257,400
Church & Dwight Co., Inc.	Lakewood, NJ	293/100%	$ 88,400
Gerresheimer Glass, Inc.	Millville, NJ	604/76%	$1,275,400
Mexichem Specialty Resins, Inc. (formerly PolyOne Corp.)	Pedricktown, NJ	55/83%	$ 400,000
Omni Baking Company	Vineland, NJ	328/78%	$ 141,200

REAL ESTATE

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

MEMORANDUM

TO: Members of the Authority

FROM: Timothy J. Lizura
President/Chief Operating Officer

DATE: January 14, 2014

SUBJECT: Real Estate Division Delegated Authority for Leases, CCIT Grants, and Right of Entry (ROE)/Licenses for Fourth Quarter 2013
For Informational Purposes Only

The following approvals were made pursuant to Delegated Authority for Leases and ROE/ Licenses in October, November and December 2013.

LEASES / CCIT GRANTS

TENANT	LOCATION	TYPE	TERM	S.F.	CCIT GRANT
Chromocell	BDC Tech Centre	Extension of term for use of Temporary Leased Premises	18 mos (expires 6/30/15)	700 s/f	N/A
Nutrasorb LLC	CCIT	Lease Extension	One Year	125 s/f	No
NJEDA via Ground Lease with DRPA	WTCC	Lease Amendment Allowing DRPA Right of Entry For Installation of Gates and Mutual Ingress/Egress	Duration of Ground Lease between NJEDA and DRPA	N/A	N/A
Kamat Pharmatech	CCIT	New Lease	One Year	800sf	No
FluidDA	CCIT	Lease Extension	One Year	125 s/f	No
Oncode-Med	CCIT	New Lease	One Year	125sf	No
QualComp Consulting Services	CCIT	New Lease	One Year	900sf	No
ATS	WTCC	Lease Addendum	5 year 3 mos	1,013sf	N/A
Rutgers	WTCC	New Lease	64 mos	5,193sf	N/A

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RIGHT OF ENTRY/LICENSES

ENTITY	LOCATION	TYPE	CONSIDERATION
None			

Timothy J. Lizura
President/ Chief Operating Officer

Prepared by: Donna T. Sullivan