

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

December 14, 2010

MINUTES OF THE MEETING

Members of the Authority present: Al Koepp, Chairman; Linda Kellner representing the Lt. Governor's office; Steve Petrecca, representing the State Treasurer; Joe Latoof representing the Commissioner of the Department of Labor and Workforce Development; Michele Sierkerka representing the Commissioner of the Department of Environment Protection; Richard Poliner representing the Commissioner of the Department of Banking and Insurance; Public Members: Laurence Downes; Steve Plofker; Marjorie Perry, Raymond Burke, First Alternate Public Member; Elliot M. Kosoffsky, Second Alternate Public Member; and Kevin Brown, Third Alternate Public Member.

Present via conference call: Timothy Carden, Public Member.

Absent from the meeting: Public Members: Joseph McNamara, Vice Chairman; Charles Sarlo, and Rodney Sadler, Non-Voting Member

Also present: Caren Franzini, Chief Executive Officer of the Authority; Bette Renaud, Deputy Attorney Generals, and guests.

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

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

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

MINUTES OF AUTHORITY MEETING

The next item of business was the approval of the October 20, 2010 special meeting minutes, the November 9, 2010 meeting minutes, and the December 1, 2010 special meeting minutes. A motion was made to approve the minutes by Mr. Plofker, seconded by Mr. Kosoffsky, and was approved by the 12 voting members present.

The next item was a proclamation presented to Howard Williams by the Chief Executive Officer commemorating his 31 years of service.

The next item was the presentation of the Chief Executive Officer's Monthly Report to the Board. **(For Informational Purposes Only)**

AUTHORITY MATTERS

The next item is to approve the 2011 Strategic Business Plan.

MOTION TO APPROVE: Mr. Brown SECOND: Mr. Tolson AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

The next item is to approve the Authority's proposed 2011 Fiscal Plan.

MOTION TO APPROVE: Mr. Burke SECOND: Mr. Latoof AYES: 12
RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

Ms. Perry entered the meeting.

The next item is to authorize the Chief Executive Officer to execute a Service Agreement with Rutgers, the State University of New Jersey, to provide financial support for the New Jersey Small Business Development Centers (SBDCs) in an amount not to exceed \$250,000.

MOTION TO APPROVE: Mr. Tolson SECOND: Mr. Latoof AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 3

The next item is a summary of the NJEDA Hearing Officer's findings regarding PAETEC Bid Protest – ISP/VOIP Services, 2010-RFQ/P-037 Contract Award.

This item was withheld from consideration.

BOND RESOLUTIONS

PROJECT: Seabrook House Inc **APPL.#33867**
LOCATION: Upper Deerfield/Cumberland Cty.
PROCEEDS FOR: refinance existing debt
FINANCING: \$4,756,030 Tax-Exempt Bond
MOTION TO APPROVE: Ms. Perry SECOND: Mr. Tolson AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT:4

AMENDED BOND RESOLUTIONS

PROJECT: The Order of St. Benedict of New Jersey **APPL.#24023**
LOCATION: Morristown/Morris Cty.
FINANCING: \$17,000,000 Tax-Exempt Bond
REQUEST: Approve the amended and restated loan agreement and trust indenture for a tax exempt bond to include an additional interest rate mode, terminate the existing letter of credit while in the new interest rate mode and the purchase of the series bond by the letter of credit bank.
MOTION TO APPROVE: Mr. Carden SECOND: Ms. Perry AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 5

COMBINATION PRELIMINARY AND BOND RESOLUTIONS

PROJECT: Jordache Limited **APPL.#34624**
LOCATION: South Plainfield/Middlesex Cty.
PROCEEDS FOR: equipment purchase
FINANCING: \$6,000,000 Tax-Exempt Recovery Zone Facility Bond
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Carden **AYES: 13**
RESOLUTION ATTACHED AND MARKED EXHIBIT: 6
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

PRELIMINARY RESOLUTIONS

PROJECT: Church of Our Lady of the Angels **APPL.#33790**
LOCATION: Trenton/Mercer Cty.
PROCEEDS FOR: building renovation
MOTION TO APPROVE: Mr. Latoof **SECOND:** Mr. Brown **AYES: 12**
RESOLUTION ATTACHED AND MARKED EXHIBIT: 7
Mr. Downes abstained because he is affiliated with the Diocese.

**CLEAN ENERGY SOLUTIONS AMERICAN RECOVERY AND REINVESTMENT
ACT COMBINED HEAT AND POWER (ARRA CHP) PROGRAM**

The next item was to approve the award of funding from the ARRA CHP program in the aggregate amount of \$15, 153,249 to the six applicants listed and that no award will be made to the two projects deemed non-conforming.

MOTION TO APPROVE: Mr. Brown **SECOND:** Mr. Plofker **AYES: 13**
RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

The following projects were presented under the Clean Energy Solutions American Recovery Solutions and Reinvestment Act Combined Heat and Power Program.

MOTION TO APPROVE: Mr. Latoof **SECOND:** Mr. Burke **AYES: 12**
RESOLUTION ATTACHED AND MARKED EXHIBIT: 9

PROJECT: ACB Energy Partners LLC **APPL.#33789**
LOCATION: Atlantic City/Atlantic Cty.
PROCEEDS FOR: establishment of a 7.965 megawatt cogeneration plant
FINANCING: \$3,201,943 Clean Energy Solutions ARRA CHP Grant
Mr. Downes abstained because of an existing business relationship.

PROJECT: ACR Energy Partners LLC **APPL.#33791**
LOCATION: Atlantic City/Atlantic Cty.
PROCEEDS FOR: establishment of a 7.965 megawatt cogeneration plant
FINANCING: \$3,201,943 Clean Energy Solutions ARRA CHP Grant
Mr. Downes abstained because of an existing business relationship.

PROJECT: Anheuser Busch, Inc. **APPL.#33797**
LOCATION: Newark/Essex Cty.
PROCEEDS FOR: establishment of a 7.965 megawatt cogeneration plant
FINANCING: \$3,201,943 Clean Energy Solutions ARRA CHP Grant

PROJECT: DSM Nutritional Products, Inc. **APPL.#33792**
LOCATION: White Twp./Warren Cty.
PROCEEDS FOR: purchase and installation of a 9.5 megawatt cogeneration plant
FINANCING: \$3,147,120 Clean Energy Solutions ARRA CHP Grant

PROJECT: NRG Thermal LLC **APPL.#33799**
LOCATION: Plainsboro/Middlesex Cty.
PROCEEDS FOR: establishment of a 4.6 megawatt combined heat and power plant
FINANCING: \$1,925,100 Clean Energy Solutions ARRA CHP Grant

PROJECT: Ocean County College **APPL.#33803**
LOCATION: Dover Twp/Ocean Cty.
PROCEEDS FOR: establishment of a 1.10 megawatt gas engine generator
FINANCING: \$475,200 Clean Energy Solutions ARRA CHP Grant

CLEAN ENERGY SOLUTIONS CAPITAL INVESTMENT PROGRAM

PROJECT: Anheuser-Busch Inc. **APPL.#29177**
LOCATION: Newark/Essex Cty.
PROCEEDS FOR: establishment of a 7.965 megawatt cogeneration plant
FINANCING: \$926,125 Clean Energy Solutions Capital Investment Loan

PROJECT: Anheuser-Busch Inc. **APPL.#29646**
LOCATION: Newark/Essex Cty.
PROCEEDS FOR: establishment of a 7.965 megawatt cogeneration plant
FINANCING: \$231,125 Clean Energy Solutions Capital Investment Grant
MOTION TO APPROVE: Mr. Petrecca **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 10

PETROLEUM UNDERGROUND STORAGE TANK PROGRAM

The following projects were presented under the Petroleum Underground Storage Tank Program.

MOTION TO APPROVE: Mr. Latoof **SECOND:** Mr. Burke **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 11

PROJECT: Colts Neck Animal Hospital **APPL.#31524**
LOCATION: Colts Neck/Monmouth Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$155,342 Petroleum UST Remediation, Upgrade, & Closure Fund Grant

PROJECT: Carlie Hoffman **APPL.#32816**
LOCATION: Shamong/Burlington Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$155,975 Petroleum UST Remediation, Upgrade, & Closure Fund Grant

PROJECT: Robert Hope and Anne Hope **APPL.#33253**
LOCATION: Haddonfield/Camden Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$359,866 Petroleum UST Remediation, Upgrade, & Closure Fund Grant

PROJECT: Mary Olsen **APPL.#33084**
LOCATION: Red Bank/Monmouth Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$150,496 Petroleum UST Remediation, Upgrade, & Closure Fund Grant

PROJECT: Mary Piscitelli **APPL.#30609**
LOCATION: Union Twp./Union Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$132,800 Petroleum UST Remediation, Upgrade, & Closure Fund Grant

PROJECT: Frank Taylor **APPL.#33521**
LOCATION: Garfield/Bergen Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$101,637 Petroleum UST Remediation, Upgrade, & Closure Fund Grant

PROJECT: Roselle Catholic High School **APPL.#32883**
LOCATION: Roselle/Union Cty.
PROCEEDS FOR: upgrade, closure and site remediation
FINANCING: \$385,210 Petroleum UST Remediation, Upgrade, & Closure Fund Grant
Approval subject to review of first amendment issues by the Attorney General's office.

The next item is a summary of all Petroleum Underground Storage Tank Program Delegated Authority Approvals for the month of November 2010. **(For Informational Purposes Only)**

HAZARDOUS DISCHARGE SITE REMEDIATION FUND PROGRAM

The following municipal and private projects were presented under the Hazardous Discharge Site Remediation Fund Program.

MOTION TO APPROVE: Mr. Plofker SECOND: Mr. Tolson AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 12

PROJECT: City of Burlington (Burlington Mart) **APPL.#34447**
LOCATION: Burlington/Burlington Cty.
PROCEEDS FOR: remedial investigation
FINANCING: \$294,310 Hazardous Discharge Site Remediation Fund

PROJECT: Camden Redevelopment Agency **APPL.#34309**
(Harrison Avenue Landfill)
LOCATION: Camden/Camden Cty.
PROCEEDS FOR: remedial action
FINANCING: \$4,293,712 Hazardous Discharge Site Remediation Fund

PROJECT: Borough of Carteret (Carteret Waterfront Develop) **APPL.#34446**
LOCATION: Carteret/Middlesex Cty.
PROCEEDS FOR: remedial action
FINANCING: \$4,926,851 Hazardous Discharge Site Remediation Fund

PROJECT: Township of Haddon (BDA Wide Groundwater) **APPL.#32623**
LOCATION: Haddon Twp./Camden Cty.
PROCEEDS FOR: remedial investigation/action
FINANCING: \$112,343 Hazardous Discharge Site Remediation Fund

PROJECT: Township of Hamilton **APPL.#33959**
LOCATION: Hamilton/Atlantic Cty.
PROCEEDS FOR: remedial investigation
FINANCING: \$426,003 Hazardous Discharge Site Remediation Fund

PROJECT: City of Newark (Former Duralac Facility) **APPL.#34308**
LOCATION: Newark/Essex Cty.
PROCEEDS FOR: remedial action
FINANCING: \$255,809 Hazardous Discharge Site Remediation Fund

PROJECT: City of Newark (Passaic River Waterfront Park) **APPL.#34448**
LOCATION: Newark/Essex Cty.
PROCEEDS FOR: site investigation
FINANCING: \$157,856 Hazardous Discharge Site Remediation Fund

PROJECT: Rahway Redevelopment Agency (Hamilton Laundry Site) **APPL.#33897**
LOCATION: Rahway/Union Cty.
PROCEEDS FOR: remedial action
FINANCING: \$1,529,037 Hazardous Discharge Site Remediation Fund

PROJECT: Borough of Somerville (Somerville Landfill) **APPL.#34204**
LOCATION: Somerville/Somerset Cty.
PROCEEDS FOR: remedial investigation
FINANCING: \$126,805 Hazardous Discharge Site Remediation Fund

PROJECT: City Works West Lake, LLC **APPL.#33866**
LOCATION: Neptune City/Monmouth Cty.
PROCEEDS FOR: remedial action
FINANCING: \$221,229 Hazardous Discharge Site Remediation Fund

The next item is a summary of the Hazardous Discharge Site Remediation Fund Program Delegated Authority Approvals for the month of November 2010. **(For Informational Purposes Only)**

INCENTIVE PROGRAMS

BUSINESS INCENTIVE EMPLOYMENT PROGRAM

PROJECT: A&B Wiper Supply, Inc. or nominee **APPL.#34282**
LOCATION: Gloucester Twp./Camden Cty. **BUSINESS:** wholesale
GRANT AWARD: 80% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Brown **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: National Financial Services, LLC **APPL.#33869**
LOCATION: Jersey City/Hudson Cty. **BUSINESS:** financial services
GRANT AWARD: 80% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Kosoffsky **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: PBF Holding Company, LLC **APPL.#34216**
LOCATION: Parsippany-Troy Hills/Morris Cty. **BUSINESS:** energy
GRANT AWARD: 55% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Latoof **SECOND:** Mr. Tolson **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: Photocure, Inc. **APPL.#34279**
LOCATION: TBD **BUSINESS:** pharmaceuticals
GRANT AWARD: 30% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Latoof **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: Revolution Foods, Inc. **APPL.#34250**
LOCATION: TBD **BUSINESS:** food products
GRANT AWARD: 25% Business Employment Incentive grant, 10 years
MOTION TO APPROVE: Mr. Plofker **SECOND:** Mr. Latoof **AYES:** 12
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

Mr. Carden abstained as he is a member of the Board of an entity that is a customer of Revolution Foods.

After accepting staff's recommendation to not disqualify Jefferies and Company for a Business Employment Incentive Program Grant and a Business Retention and Relocation Assistance Grant Program Grant, the following items were the BEIP grant and the BRRAG grant.

MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Burke **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

PROJECT: Jefferies and Company **APPL.#33917**
LOCATION: Jersey City/Hudson Cty. **BUSINESS:** financial services
GRANT AWARD: 80% Business Employment Incentive grant, 10 years
GRANT AWARD: \$317,200 (estimate), 5 years Business Retention and Relocation Assistance Grant
MOTION TO APPROVE: Mr. Latoof **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

BUSINESS RETENTION AND RELOCATION ASSISTANCE GRANT TAX CREDIT TRANSFER PROGRAM

After accepting staff's recommendation to not disqualify Novartis, the next item was to approve the BRRAG Tax Credit Certificate Transfer Program application of Wyndham Worldwide Services to transfer \$805,900 of unused tax credits to Novartis Pharmaceuticals for \$737,399.

MOTION TO APPROVE: Mr. Latoof **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

ECONOMIC REDEVELOPMENT AND GROWTH (ERG) GRANT PROGRAM

The next item was to approve a change in calculating the net benefits analysis for ERG retail projects under certain criteria.

MOTION TO APPROVE: Mr. Latoof **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 15

PROJECT: Cedar Shopping Centers, Inc. (dba Shore Mall Associates, L.P.)
LOCATION: Egg Harbor/Atlantic Cty.
REIMBURSEMENT GRANT: Up to \$20,409,123
MOTION TO APPROVE: Mr. Plofker **SECOND:** Ms. Perry **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 16

BOARD MEMORANDUMS

PROJECT: Waterhouse Securities, Inc. **APPL.#10739**
LOCATION: Jersey City/Hudson Cty.
FINANCING: \$1,092,000 Business Employment Incentive Program Grant
REQUEST: Consent to administrative changes in the BEIP grant.
MOTION TO APPROVE: Mr. Tolson **SECOND:** Mr. Latoof **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 17

The next item is to confirm the eligibility of the Edgewater Park Crossing Group, LLC as a qualified project under Burlington County's Economic Development Site Fund Grant.

MOTION TO APPROVE: Mr. Downes SECOND: Ms. Perry AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 18

PROJECT: 2 Fairfield Crescent, LLC **APPL.#17852**

LOCATION: West Caldwell/Essex Cty.

FINANCING: \$2,350,000 Tax-Exempt Bond

REQUEST: Consent to changes including modifying the current fixed rate of 5.05% to a floating rate tax exempt equivalent of 3% over LIBOR plus forty-five basis points, eliminating the existing rate floor and changing the current reset/call dates from 2012 to ten years.

MOTION TO APPROVE: Mr. Petrecca SECOND: Mr. Tolson AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 19

The next item is a summary of loans approved for write off under Delegated Authority in November 2010. **(For Informational Purposes Only)**

The next item is to write off the subject loans with recourse.

MOTION TO APPROVE: Mr. Brown SECOND: Mr. Latoof AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 20

The next item is a summary of projects approved under Delegated Authority in December 2010. **(For Informational Purposes Only)**

New Jersey Business Growth Fund: Dr. Anselm Q. Igbanugo or Nominee; JEHB Management LLC and Preform Labs Inc.; RECA Property, LLC & Acer Associates, LLC or Nominee

Camden ERB: DCM Architecture & Engineering, LLC

URBAN TRANSIT HUB TAX CREDIT PROGRAM

The next item is a summary of Transit Village Associates LLC's intention to assign Urban Transit Hub Tax Credits to its lender, Bank of America, upon the event of a default on the bridge loan. **(For Informational Purposes Only)**

REAL ESTATE

The next item is to approve a Memorandum of Understanding with Rowan University which contemplates an assignment of the Lammey & Giorgio, P.A. architectural and engineering contract to the Authority to facilitate the rehabilitation of the First Camden National Bank & Trust building at 606 Cooper Street, Camden to serve as Rowan University's Camden Campus for approximately 1,500 students and 100 Rowan faculty and staff.

This item was held from consideration.

The next item is to 1) execute an amendment permitting a partial termination of the lease agreement between the Authority and Rutgers Camden Technology Campus, Inc. for the second floor at the Waterfront Technology Center at Camden and 2) retrofitting allowance of \$100,000.

MOTION TO APPROVE: Mr. Tolson SECOND: Ms. Perry AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 21

The next item is to approve the 2011 operating budget for the Technology Centre of New Jersey, L.L.C.

MOTION TO APPROVE: Mr. Brown SECOND: Ms. Perry AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 22

EXECUTIVE SESSION

The next item was to adjourn the public session of the meeting and enter into Executive Session to discuss contract negotiations which will become public when the contract is no longer an issue.

MOTION TO APPROVE: Mr. Latoof SECOND: Ms. Perry AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 23

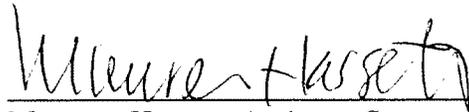
Mr. Carden left the call.

PUBLIC COMMENT

There was no comment from the public.

There being no further business, on a motion by Mr. Plofker, and seconded by Mr. Kosoffsky, the meeting was adjourned at 12:20pm.

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.



Maureen Hassett, Assistant Secretary