

NORTH JERSEY DISTRICT WATER SUPPLY COMMISSION
PUBLIC COMMISSION MEETING
WEDNESDAY, MARCH 22, 2023

The monthly Public Meeting of the Commission was called to order by Chairman Howard L. Burrell on Wednesday, March 22, 2023 at 9:06 a.m., One F.A. Orechio Drive, Wanaque, New Jersey.

Chairman Howard L. Burrell, Commissioner Alan S. Ashkinaze, Commissioner Donald C. Kuser, Commissioner James L. Cassella, Commissioner Cristina M. Cutrone and Commissioner Terrence J. Duffy were recorded present. Also present were Timothy J. Eustace, Executive Director, William Schaffner, Chief Financial Officer, Kim Diamond, Commission Secretary, Francine C. McManimon, Esq., Commission Counsel from the law firm of McManimon, Scotland & Baumann, LLC and Thomas Holl, Associate Counsel of the Governor’s Authority Unit. Vice Chairman Charles P. Shotmeyer was absent.

Chairman Burrell asked everyone to stand and recite the Pledge of Allegiance.

Pursuant to the requirements of N.J.S.A. 10:4-6, et seq., Commission Secretary Kim Diamond acknowledged compliance with the statute. Commission Secretary Diamond advised that the provisions of the Open Public Meetings Act have been complied with as to the posting of notice in a public place reserved for such announcement and transmittal to the mass media for publication.

Commission Secretary Kim Diamond read the following resolution:

***WHEREAS**, Section 8 of the Open Public Meetings Act, Chapter 231, P.L. 1975, permits the exclusion of the public from a meeting in certain circumstances; and*

***WHEREAS**, the public body is of the opinion that such circumstances recently exist.*

***NOW, THEREFORE, BE IT RESOLVED**, by the Commissioners of the North Jersey District Water Supply Commission of the State of New Jersey as follows:*

- 1. The public shall be excluded from discussions of the hereinafter-specified subject matters; the general natures of the subject matters to be discussed are Pending Litigation and Contracts;*
- 2. It is anticipated at this time that the above stated subject matters will be ratified during the Public Meeting to follow or as soon thereafter as the reason for discussing the matters in the Executive Conference no longer exists.*
- 3. This Resolution shall take effect immediately.*

Commissioner Ashkinaze offered a motion to adopt the resolution regarding Section 8, Chapter 231, P.L. 1975 of the Open Public Meetings Act; seconded by Commissioner Duffy and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative. The Public Meeting was recessed at 9:10 a.m.

Chairman Burrell reconvened the Public Meeting at 9:32 a.m.

PUBLIC COMMISSION BUSINESS
ACTION REQUIRED:

Commissioner Kuser offered a motion to approve the Public Commission Meeting Minutes of February 22, 2023; seconded by Commissioner Ashkinaze and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Commissioner Cutrone offered a motion to approve the Public Work Session Minutes of February 22, 2023; seconded by Commissioner Ashkinaze and unanimously approved

with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Commissioner Cassella offered a motion to approve the Purchase Requisitions over \$5000 Report for March 2023 in the amount of \$55,705.00; seconded by Commissioner Ashkinaze and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

UNFINISHED BUSINESS:

None

NEW BUSINESS:

Commission Invoices:

- a. **Invoice #1-228-006 from Stone Hill Construction for Contract #2087 – Clarifier Rehab Basins 1-4 in the amount of \$784,104.27**
Paul Serillo, Director of Facilities and Michael Dox, Plant Electrical Engineer approved invoice 3(a) for payment.
- b. **Invoice #569977 from Premier Services/USIC, LLC for Contract #2097 – Underground Locating in the amount of \$2,589.14**
Maria Alliegro, Director of Engineering and James Stachura, Project Engineer approved invoice 3(b) for payment.
- c. **Invoice #33 from Clean Waters Consulting LLC for Contract #2066 – Reservoir Consulting in the amount of \$175.00**
Lewis Schneider, Director of Operations/Licensed Operator and Maureen Kneser, Lab Manager approved invoice 3(c) for payment.
- d. **Invoice #INVDOW17830 from Downes Tree Service, Inc. for Contract #2078R-2-B – Hazardous Tree Removal in the amount of \$394,511.25**
Maria Alliegro, Director of Engineering and Les Malytskyy, Project Engineer approved invoice 3(d) for payment.
- e. **Invoice #13606412 from PFM Asset Management LLC – Fees for Oversight of Asset Management Program in the amount of \$1,745.44**
William Schaffner, Chief Financial Officer and Michael Broncatello, Comptroller approved invoice 3(e) for payment.
- f. **Invoice #24173 from Landscape Materials, Inc. for Contract #2083 – Removal of Residuals in the amount of \$6,975.00**
Geordie Manning, Assistant Manager of Residuals and Lewis Schneider, Director of Treatment/Lab & Compliance approved invoice 3(f) for payment.
- g. **Invoice #66798 from DLB Associates Consulting Engineers for Contract #2063 – Electrical Consulting Services in the amount of \$2,510.00**
Maria Alliegro, Director of Engineering and Chris Clamser, Project Engineer approved invoice 3(g) for payment.
- h. **Invoice #1074 from Aspen Tree Service, Inc. for Contract #2078-R-2 – Hazardous Tree Removal in the amount of \$230,051.60**
Maria Alliegro, Director of Engineering and Les Malytskyy, Project Engineer approved invoice 3(h) for payment.
- i. **Various Invoices from Colliers Engineering & Design, Inc. for Contract #2091 – Land Surveying Services for Commission Owned Dams in the amount of \$15,050.62**
Maria Alliegro, Director of Engineering and James Stachura, Project Engineer approved invoice 3(i) for payment.
- j. **Invoice #91048930 from U.S. Department of the Interior – United States Geological Survey Agreement #22LJJFA28 in the amount of \$91,652.50**
Maria Alliegro, Director of Engineering and James Stachura, Project Engineer approved invoice 3(j) for payment.

- k. Invoice #18247 from Consolidated Environmental, Inc. for Contract #2092R – Orechio Building HVAC Cleaning Project in the amount of \$18,743.50**
Maria Alliegro, Director of Engineering and Edward Newman, Construction Manager approved invoice 3(k) for payment.
- l. Invoice #E6X94200037 from Jacobs Engineering Group, Inc. for Contract #2052 – Construction Administration for RTF in the amount of \$3,105.86**
Maria Alliegro, Director of Engineering and Les Malytskyy, Project Engineer approved invoice 3(l) for payment.
- m. Invoice #4 from Iron Hills Construction for Contract #2086R – Potassium Permanganate System Rehabilitation in the amount of \$105,089.00**
Maria Alliegro, Director of Engineering and Chris Clamser, Project Engineer approved invoice 3(m) for payment.
- n. Invoice #565 from Peloda Systems, Inc. for Contract #2103 – Intrusion & Fire Alarm Systems in the amount of \$50,598.00**
Charles Billings, Director of IT approved invoice 3(n) for payment.

Commissioner Cutrone offered a motion to approve invoices 3(a) through 3(n); seconded by Commissioner Duffy and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Resolution – Authorizing the Award and Execution of Contract #2104 for the Furnishing and Delivery of Non-Ionic Polymer

Commission Secretary Kim Diamond read the following resolution:

**RESOLUTION OF THE NORTH JERSEY DISTRICT WATER SUPPLY
COMMISSION AUTHORIZING THE AWARD AND EXECUTION OF
CONTRACT #2104 FOR THE FURNISHING AND DELIVERY OF
NON-IONIC DRY POLYMER**

WHEREAS, the North Jersey District Water Supply Commission (“Commission”) is a public body corporate duly organized and existing under and by virtue of the laws of the State of New Jersey, exercising public and essential governmental functions and providing for the public health and welfare, and is engaged in developing raw water sources, storing water and distributing a reliable supply of potable water to its participating municipalities; and

WHEREAS, the Commission has a responsibility by statute to ensure the safe, secure, and uninterrupted delivery of potable water to more than three million people, which includes the safety and protection of the public and public property pursuant to the Commission’s enabling legislation, N.J.S.A. 58:5-1 et seq.; and

WHEREAS, the Commission has a need for Non-Ionic Dry Polymer (“Non-Ionic Dry Polymer”) to be used for the Residual Treatment Process in the treatment and provision of potable water; and

WHEREAS, on or about January 20, 2023, in accordance with N.J.S.A. 58:5-20, the Commission publicly advertised a Bid Specification for Contract #2104 (the “Bid Specification”) for furnishing and delivering of the Non-Ionic Dry Polymer in accordance with requirements and specifications set forth therein (the “Services”) and subsequently received one bid (the “Proposal”) from an interested firm on February 16, 2023; and

WHEREAS, the staff of the Commission performed testing of the product and reviewed and evaluated the Proposal and determined Polydyne, Inc (“Polydyne”) is the sole qualified, responsive, and responsible Proposal, at the rate of \$1.65/lb (the “Polydyne Proposal”); and

WHEREAS, the Commission desires award a contract to Polydyne for the Services in accordance with the Bid Specifications, the Polydyne Proposal, and any applicable laws, rules, or regulations (“Contract #2104”); and

WHEREAS, the award of Contract #2104 is necessary for the Commission’s efficient water treatment and delivery operations, the protection of the Commission’s water supply facilities, and the health, safety, and welfare of the public; and

WHEREAS, the Chief Financial Officer of the Commission has certified that the funds will be available for this contract.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the North Jersey District Water Supply Commission that Contract #2104 for furnishing and delivering of the Non-Ionic Dry Polymer as set forth in the Bid Specification, Contract #2104, and the Polydyne Proposal be awarded for an initial term of two years to Polydyne for a total not-to-exceed amount of \$1.65/lb in accordance with the Commission's enabling legislation and applicable State law; and

BE IT FURTHER RESOLVED that the Executive Director and General Counsel are hereby authorized to prepare Contract #2104 for the Services, incorporating the Commission's requirements as set forth in the Bid Specification and the Polydyne Proposal, and any applicable law, rule, or regulation; and

BE IT FURTHER RESOLVED that the Commission reserves the right to renew Contract #2104, in its sole discretion, for up to two (2) additional consecutive, one (1) year terms, on the same terms and conditions of the original contract; and

BE IT FURTHER RESOLVED that the Chairman or Vice Chairman of the Commission is hereby authorized to execute such contract, including by electronic signature, and the Secretary of the Commission is authorized to attest to the signature of either the Chairman or Vice Chairman; and

BE IT FURTHER RESOLVED that a copy of this resolution and Contract #2104 shall be maintained in the Office of the Executive Director and made available for public inspection.

Commissioner Ashkinaze offered a motion to adopt the resolution authorizing the award and execution of Contract #2104 for the furnishing and delivery of non-ionic polymer; seconded by Commissioner Cutrone and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Resolution – Authorizing a Settlement with Respect to Damage to and Replacement of the RTF Building Roof, and Acceptance of a Surety Claim Payment to the Commission in Connection Therewith

Commission Secretary Kim Diamond read the following resolution:

**RESOLUTION OF THE NORTH JERSEY DISTRICT WATER SUPPLY
COMMISSION AUTHORIZING A SETTLEMENT WITH RESPECT TO
DAMAGE TO AND REPLACEMENT OF THE RTF BUILDING ROOF, AND
ACCEPTANCE OF A SURETY CLAIM PAYMENT TO THE COMMISSION
IN CONNECTION THEREWITH**

WHEREAS, the North Jersey District Water Supply Commission ("Commission") is a public body corporate duly organized and existing under and by virtue of the laws of the State of New Jersey, exercising public and essential governmental functions and providing for the public health and welfare, and is engaged in developing raw water sources, storing water and distributing a reliable supply of potable water to its participating municipalities; and

WHEREAS, the Commission is the owner of the RTF Building located at 1 F.A. Orechio Drive within the Borough of Wanaque (the "RTF Building"); and

WHEREAS, the Commission engaged Stone Hill Contracting Company, Inc. ("Stone Hill") and its various subcontractors, to undertake certain work, including without limit HVAC work, upon several buildings and facilities owned by the Commission, including upon the roof of the RTF Building (the "HVAC Work") in accordance with Contract #1083; and

WHEREAS, following the HVAC Work at the RTF Building in the summer of 2022, issues and problems developed with respect to the roof upon the RTF Building (the "RTF Roof"), which began to uplift, bubble and detach from the RTF Building (the "RTF Roof Issues"); and

WHEREAS, following investigation and due diligence into the RTF Roof Issues, the Commission determined to make a claim against Stone Hill's performance surety, Utica National Insurance Company and Travelers Insurance (the "Surety"), for the Commission's cost to replace the RTF Roof, which replacement was accomplished by the Commission in the Fall of 2022; and

WHEREAS, following the submission of the Commission's claim to the Surety, the parties engaged in settlement negotiations to try and resolve the claim relating to the RTF Roof Issues, and ultimately agreed to resolve the RTF Roof Issues for a payment, to the Commission, in the amount of \$69,265.00, which is equal to the costs incurred by the Commission in replacing the RTF Roof in the Fall of 2022; and

WHEREAS, the Commission’s General Counsel, in consultation with the Executive Director and Commission staff, has recommended this settlement to the Commission in light of the foregoing, all consistent with the Property Damage Release accompanying this Resolution as Exhibit A (which was negotiated between General Counsel and the Surety); and

WHEREAS, the Board of Commissioners of the Commission is of the opinion that the said settlement is in the best interests of the Commission, all for the reasons aforesaid.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the North Jersey District Water Supply Commission, that the above referenced recitals be and hereby are incorporated herein by reference, and the settlement in this matter, all as set forth herein and above, and within the Property Damage Release accompanying this Resolution as Exhibit A (as may be modified on the recommendation of General Counsel in consultation with the Executive Director), be and the same approved by the Board in the amount of \$69,265.00, and all necessary Commission personnel be and hereby are authorized and directed to effectuate the said settlement, including the execution of all documents reasonably necessary to achieve that end, including by way of example and not limitation, the attached Property Damage Release.

BE IT FURTHER RESOLVED that a copy of this resolution shall be maintained in the Office of the Executive Director and made available for public inspection.

Commissioner Kuser offered a motion to adopt the resolution authorizing a settlement with respect to damage to and replacement of the RTF building roof, and acceptance of a Surety Claim Payment to the Commission in connection therewith; seconded by Commissioner Ashkinaze and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Resolution – Authorizing the Award and Execution of a Contract with AJC0 for Consulting and Planning Engineering Services

Commission Secretary Kim Diamond read the following resolution:

**RESOLUTION OF THE NORTH JERSEY DISTRICT WATER SUPPLY
COMMISSION AUTHORIZING THE AWARD AND EXECUTION OF A
CONTRACT WITH AJC0 FOR CONSULTING AND PLANNING
ENGINEERING SERVICES**

WHEREAS, the North Jersey District Water Supply Commission (“Commission”) is a public body corporate duly organized and existing under and by virtue of the laws of the State of New Jersey, exercising public and essential governmental functions and providing for the public health and welfare, and is engaged in developing raw water sources, storing water and distributing a reliable supply of potable water to its participating municipalities; and

WHEREAS, the Commission has a responsibility by statute to ensure the safe, secure, and uninterrupted delivery of potable water to more than three million people, which includes the safety and protection of the public and public property pursuant to the Commission’s enabling legislation, N.J.S.A. 58:5-1 et seq.; and

WHEREAS, the Commission has determined that it is necessary to retain the services of a consultant with expertise in Consulting and Planning Engineering Services (the “Consulting Engineering Services”); and

WHEREAS, the Commission is empowered by law to appoint and employ professionals, technical advisors, and experts as the Commission may determine to be necessary for its efficient operation; and

WHEREAS, the Commission has been empowered pursuant to its enabling legislation — specifically N.J.S.A. 58:5-20 — to solicit proposals in writing and award contracts after public advertisement; and

WHEREAS, on or about January 24, 2023, the Commission publicly advertised a Request for Proposals for work associated with the Consulting Engineering Services in accordance with the requirements and specifications set forth therein (“RFP #002-2023”), and subsequently received eight proposals (“Proposals”) from interested firms on or about February 23, 2023; and

WHEREAS, the Commission’s evaluation committee reviewed and evaluated the Proposals based upon predetermined criteria set forth in the RFP #002-2023, and determined that AJC0 (“AJC0”), which submitted a proposal to perform the Consulting Engineering Services for a not-to-exceed amount of \$150,000.00 (\$75,000.00/year), (the “AJCO Proposal”) submitted the most qualified, responsible, and

responsive proposal and recommended that AJC0 be awarded a contract for a two-year term with the option of up to two (2) consecutive one (1) year terms in accordance with the Commission's enabling legislation and applicable State law; and

WHEREAS, the Commission desires to retain the services of AJC0 to perform the Consulting Engineering Services in accordance with the Commission's requirements as set forth in the RFP #002-2023, the AJCO Proposal, and any applicable laws, rules, or regulations, and recommends that AJC0 be awarded a contract in accordance with the Commission's enabling legislation and applicable State law; and

WHEREAS, the award of this contract is necessary for the Commission's efficient water treatment and delivery operations, the protection of the Commission's water supply facilities, and the health, safety, and welfare of the public; and

WHEREAS, the Chief Financial Officer of the Commission has certified that the funds will be available for this contract.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the North Jersey District Water Supply Commission that the a contract for the Services be awarded to AJC0 based on the qualified, responsive, and responsible AJCO Proposal, for an amount not to exceed \$150,000.00 (\$75,000.00/year) for a two (2) year term, with a right to extend the contract for up to two (2) consecutive one-year terms under the same contract terms; and

BE IT FURTHER RESOLVED that the Executive Director and General Counsel are hereby authorized to prepare a contract for the Consulting Engineering Services, incorporating the Commission's requirements as set forth in the RFP #002-2023, the AJCO Proposal, and any applicable law, rule or regulation; and

BE IT FURTHER RESOLVED that the Chairman or Vice Chairman of the Commission is hereby authorized to execute such a contract, including by electronic signature, and the Secretary of the Commission is authorized to attest to the signature of either the Chairman or Vice Chairman; and

BE IT FURTHER RESOLVED that a copy of this resolution and the contract shall be maintained in the Office of the Executive Director and made available for public inspection.

Commissioner Cutrone offered a motion to adopt the resolution authorizing the award and execution of a contract with AJC0 for consulting and planning engineering services; seconded by Commissioner Cassella and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Resolution – Authorizing the First Renewal Option and One-Year Extension to Contract #2077 with PFM Asset Management LLC for Work Associated with Financial Advisory and Cash Management Services

Commission Secretary Kim Diamond read the following resolution:

**RESOLUTION OF THE NORTH JERSEY DISTRICT WATER SUPPLY
COMMISSION AUTHORIZING THE FIRST RENEWAL OPTION AND ONE-
YEAR EXTENSION TO CONTRACT #2077 WITH PFM ASSET
MANAGEMENT LLC FOR WORK ASSOCIATED WITH FINANCIAL
ADVISORY AND CASH MANAGEMENT SERVICES**

WHEREAS, the North Jersey District Water Supply Commission ("Commission") is a public body corporate duly organized and existing under and by virtue of the laws of the State of New Jersey, exercising public and essential governmental functions and providing for the public health and welfare, and is engaged in developing raw water sources, storing water and distributing a reliable supply of potable water to its participating municipalities; and

WHEREAS, the Commission previously determined there was a need to retain the services of a qualified financial advisory firm to provide financial advice with respect to the development and implementation of a comprehensive investment and cash management program (the "Advisory Services"); and

WHEREAS, the Commission is empowered by law to appoint and employ professionals, technical advisors and experts as the Commission may determine to be necessary for its efficient operation; and

WHEREAS, on or about February 3, 2021, the Commission publicly advertised a Request for Proposals for work associated with Advisory Services in accordance with requirements and specifications

set forth therein (“RFP #001-2021”), and subsequently received two proposals from interested firms on or about February 25, 2021 (the “Proposals”); and

WHEREAS, the Commission's evaluation committee reviewed and evaluated the Proposals and determined that the proposal from PFM Asset Management LLC (“PFM”) for the provision of the Advisory Services (the “PFM Proposal”), was the most qualified considering its experience and pricing, the latter which is:

Average Assets Under Management	Fee
First \$25 million	10 basis points (0.10%)
Next \$25 million	8 basis points (0.08%)
Over \$50 million	7 Basis points (0.07%)

with a minimum annual fee of \$25,000.00, to be applied in equal monthly installments; and

WHEREAS, by Resolution No. #1986 dated March 24, 2021, in accordance with the Commission’s RFP #001-2021 and the PFM Proposal, the Commission authorized the award of a contract for Advisory Services to PFM with a minimum annual fee of \$25,000.00, to be applied in equal monthly installments, for an initial two (2) year term, with the Commission reserving the right to renew the contract for up to two (2) additional one (1) terms under the same terms and conditions (“Contract #2077”); and

WHEREAS, the Commission has been satisfied with PFM, and wishes to invoke its first renewal option for a one (1) year extension to Contract #2077 under the same terms and conditions in the original contract; and

WHEREAS, the renewal of Contract #2077 is necessary for the efficient operation of the Commission; and

WHEREAS, the Chief Financial Officer of the Commission has certified that the funds are available for the renewal of Contract #2077.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the North Jersey District Water Supply Commission that Contract #2077 with PFM is hereby renewed for a term of one (1) year, to May 20, 2024; and

BE IT FURTHER RESOLVED that the Executive Director and General Counsel are hereby authorized to prepare the renewal under the same terms and conditions as Contract #2077; and

BE IT FURTHER RESOLVED that the Chairman or Vice Chairman of the Commission is hereby authorized to execute the renewal of Contract #2077, including by electronic signature, and the Secretary of the Commission is authorized to attest to the signature of either the Chairman or the Vice Chairman; and

BE IT FURTHER RESOLVED that a copy of this resolution shall be maintained in the Office of the Executive Director and made available for public inspection.

Commissioner Cassella offered a motion to adopt the resolution authorizing the first renewal option and one-year extension to Contract #2077 with PFM Asset Management LLC for work associated with financial advisory and cash management services; seconded by Commissioner Ashkinaze and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Resolution – Authorizing a Sole Source Contract Award to Nexamp Solar, LLC. for the Development of a Floating Solar Photovoltaic System, Rescinding Resolutions 1929 and 2057, Authoring the Preparation and Execution of a Memorandum of Understanding with Nexamp Solar, LLC. and Authorizing and Ratifying Certain Actions with Respect to the Application and Bid Submission to the New Jersey Board of Public Utilities’ Competitive Solar Incentive Program

Commission Secretary Kim Diamond read the following resolution:

RESOLUTION OF THE NORTH JERSEY DISTRICT WATER SUPPLY COMMISSION AUTHORIZING A SOLE SOURCE CONTRACT AWARD TO NEXAMP SOLAR, LLC. FOR THE DEVELOPMENT OF A FLOATING SOLAR PHOTOVOLTAIC SYSTEM, RESCINDING RESOLUTIONS 1929 AND 2057, AUTHORIZING THE PREPARATION AND EXECUTION OF A

**MEMORANDUM OF UNDERSTANDING WITH NEXAMP SOLAR, LLC., AND
AUTHORIZING AND RATIFYING CERTAIN ACTIONS WITH RESPECT TO
THE APPLICATION AND BID SUBMISSION TO THE NEW JERSEY BOARD
OF PUBLIC UTILITIES' COMPETITIVE SOLAR INCENTIVE PROGRAM**

WHEREAS, the North Jersey District Water Supply Commission ("Commission") is a public body corporate duly organized and existing under and by virtue of the laws of the State of New Jersey, exercising public and essential governmental functions and providing for the public health and welfare, and is engaged in developing raw water sources, storing water and distributing a reliable supply of potable water to its participating municipalities; and

WHEREAS, the Commission has a responsibility by statute to ensure the safe, secure, and uninterrupted delivery of potable water to more than three million people which includes the safety and protection of the public and public property pursuant to the Commission's enabling legislation, N.J.S.A. 58:5-1 et seq.; and

WHEREAS, the Commission has determined that it is necessary to retain professional services for the provision of work associated with the finance, design, construction, installation, operation, and maintenance of an approximately 10MW Floating Solar Photovoltaic System (the "System") for the Commission (the "Floating Solar Services"); and

WHEREAS, the Commission is empowered by law to appoint and employ professionals, technical advisors and experts as the Commission may determine to be necessary for its efficient operation; and

WHEREAS, on or about December 10, 2019, the Commission publicly advertised a Request for Proposals for the Floating Solar Services in accordance with requirements and specifications set forth therein ("RFP #001-2020"), and subsequently received five proposals (the "Submissions") on or about May 6, 2020 from various firms; and

WHEREAS, the Commission's evaluation committee and its professional consultant, Jacobs Engineering, reviewed and evaluated the Submissions and determined that the proposal (the "Proposal") submitted by EDF Renewables Distributed Solutions, Inc. ("EDF Renewables"), was the most qualified, responsible, and responsive proposal for the Floating Solar Services, and recommended that EDF Renewables be awarded a contract in accordance with the Commission's enabling legislation and applicable State law; and

WHEREAS, on June 24, 2020, the Commission adopted Resolution No. 1929 by which the Commission awarded a contract for the Floating Solar Services to EDF Renewables pursuant to RFP #001-2020, which was contingent upon both (1) the successful completion of contract negotiations with EDF Renewables, which was to include, amongst other necessary documents, the negotiation of a Power Purchase Agreement (the "PPA"), and (2) the completion of a petition to the New Jersey Board of Public Utilities (the "BPU") and a favorable ruling from the BPU with regard to the System (collectively, the "2020 Required Conditions"); and

WHEREAS, on June 29, 2021, EDF Renewables received conditional acceptance (the "Conditional Acceptance") into the BPU's Transition Incentive Program (the "TI Program") to receive Transition Renewable Energy Certificates ("TRECs") for the System; and

WHEREAS, pursuant to the Conditional Acceptance, in order to remain eligible for the TI Program, the System was to receive permission to operate ("PTO") from the local utility company by June 29, 2022, which was subsequently extended to December 29, 2022; and

WHEREAS, both EDF Renewables and the Commission determined that achieving PTO for the System by December 29, 2022 was not feasible; and

WHEREAS, since the adoption of Resolution No. 1929 and up until March 4, 2022, despite significant expenditure of development costs by both EDF Renewables and the Commission, neither of the 2020 Required Conditions had been completed; and

WHEREAS, on or about March 4, 2022, EDF Renewables informed the Commission that it was terminating its relationship with the Commission with respect to performing the Floating Solar Services, and on April 27, 2022, the Commission adopted Resolution No. 2057 authorizing a sole source contract award to Solar Landscape, LLC ("Solar Landscape"), for the Floating Solar Services in accordance with the terms of the Proposal; and

WHEREAS, on December 7, 2022, the BPU issued an Order establishing the Competitive Solar Incentive Program ("CSI Program") as part of the Successor Solar Incentive Program ("SuSI Program"), for the issuance of Solar Renewal Energy Certificates-II, the program to replace the TI Program and the TRECs; and

WHEREAS, given that pre-qualification application deadline is March 8, 2023, and the bids for the CSI Program are due by March 31, 2023, time is of the essence to prepare the application and bid submission for the System for the CSI Program; and

WHEREAS, Solar Landscape has not demonstrated significant progress toward consummation of the Proposal, nor development of the System as contemplated thereby; and

WHEREAS, Nexamp Solar, LLC. (“Nexamp”) has performed significant due diligence and demonstrated progress toward development of the System to date, and only Nexamp has the specific professional expertise and in-depth knowledge needed for the Floating Solar Services, and to provide the Commission with the necessary support to submit a timely application and bid for the CSI Program; and

WHEREAS, proceeding with the implementation of the Floating Solar Services with Nexamp is essential to meet the 2023 deadlines of the CSI Program; and

WHEREAS, as a result of the foregoing, and pursuant to the recommendation memorandum from the Commission Staff on file with the Commission in accordance with Section 16(c) of Executive Order #37 and Section 1(G) of the Commission’s Purchasing Policies and Procedures Manual, the Commission has determined that Nexamp constitutes a sole source provider for the Floating Solar Services; and

WHEREAS, the award of this contract to Nexamp is contingent upon the successful completion of contract negotiations with Nexamp, which shall include, amongst other necessary documents, the negotiation of a PPA and a site lease (“Required Conditions”); and

WHEREAS, upon negotiation of the final PPA and site lease, same shall be presented to the Commission for approval; and

WHEREAS, the Commission shall have the option to terminate the award of the contract for the Floating Services to Nexamp if the Required Conditions are not completed by December 31, 2024, or earlier as agreed upon by the parties; and

WHEREAS, the Commission and Nexamp have negotiated an indicative set of key terms and conditions (the “Term Sheet”) for a proposed Memorandum of Understanding to be entered into between Nexamp and the Commission (“MOU”) outlining each party’s expectations and obligations in connection with the development of the System and the provision of the Floating Solar Services; and

WHEREAS, the award of this contract is also contingent upon the submission of the PPA to the Office of State Comptroller (the “OSC”) in accordance with N.J.S.A. 52:15C-10 and N.J.A.C. 17:44-3.8(b), along with the OSC’s approval of the PPA; and

WHEREAS, the award of this contract is necessary for the Commission's efficient water treatment operations, the protection of the Commission's water supply facilities, and the health, safety and welfare of the public; and

WHEREAS, the Chief Financial Officer of the Commission has certified that the funds will be available for this contract, insofar as applicable

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the North Jersey District Water Supply Commission that, contingent upon certain aforementioned items, which are incorporated herein by reference as if set forth at length, a contract be and hereby is awarded to Nexamp Solar, LLC for the performance of the Floating Solar Services in accordance with the terms of the Proposal; and

BE IT FURTHER RESOLVED that the Executive Director and General Counsel are hereby authorized and directed to prepare a MOU, PPA, Site Lease and any other documents necessary or related to the System for the undertaking and performance of the Floating Solar Services; and

BE IT FURTHER RESOLVED that the Executive Director, Engineer and General Counsel are hereby authorized and directed to prepare and submit an application and bid for the System to the CSI Program, including the execution of any documents necessary to effectuate the same; and

BE IT FURTHER RESOLVED that any and all actions taken by the Executive Director, General Counsel and Commission staff in connection with the application and bid submission to the CSI Program for the System are hereby ratified and affirmed; and

BE IT FURTHER RESOLVED that the final PPA, Site Lease and other necessary documents, shall be presented to the Commission upon completion of negotiations; and

BE IT FURTHER RESOLVED that the Chairman or Vice Chairman of the Commission is hereby authorized and directed to execute the MOU, so long as it substantially conforms with the indicative terms and conditions in the Proposal and the Term Sheet prepared by the respective parties, including by electronic signature, and the Secretary of the Commission is authorized to attest to the signature of either the Chairman or Vice Chairman; and

BE IT FURTHER RESOLVED that after the Commission has approved the final form of the PPA, the Executive Director and General Counsel are hereby authorized and directed to prepare and submit the final PPA to the OSC for its review in accordance with N.J.S.A. 52:15C-10 and N.J.A.C. 17:44-3.8(b); and

BE IT FURTHER RESOLVED that the Commission shall have the option to terminate the award of the contract for the Floating Services to Nexamp if the Required Conditions are not completed by December 31, 2024; and

BE IT FURTHER RESOLVED that Resolutions 1929 and 2057 be and are hereby rescinded; and

BE IT FURTHER RESOLVED that a copy of this Resolution and the MOU shall be maintained in the Office of the Executive Director and made available for public inspection.

Commissioner Cassella offered a motion to adopt the resolution authorizing a sole source contract award to Nexamp Solar, LLC. for the development of a floating solar photovoltaic system, rescinding Resolutions 1929 and 2057, authoring the preparation and execution of a memorandum of understanding with Nexamp Solar, LLC. and authorizing and ratifying certain actions with respect to the application and bid submission to the New Jersey Board of Public Utilities' Competitive Solar Incentive Program; seconded by Commissioner Cutrone and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Wanaque North Operating Account:

Upon Chief Financial Officer Schaffner's certification of the attached bills and payroll transfers as being proper and accurate, Commissioner Cassella offered a motion to approve the Wanaque North Operating Account in the amount of \$14,086,123.26; seconded by Commissioner Cassella and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Wanaque South Operating Account:

Upon Chief Financial Officer Schaffner's certification of the attached bills and payroll transfers as being proper and accurate, Commissioner Cutrone offered a motion to approve the Wanaque South Operating Account in the amount of \$3,526,004.10; seconded by Commissioner Cassella and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Wanaque South Joint Venture Operating Account:

Upon Chief Financial Officer Schaffner's certification of the attached bills and payroll transfers as being proper and accurate, Commissioner Kuser offered a motion to approve the Wanaque South Joint Venture Operating Account in the amount of \$586,759.83; seconded by Commissioner Ashkinaze and approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

There being no further business, Commissioner Ashkinaze offered a motion to adjourn the meeting at 9:39 a.m.; seconded by Commissioner Cutrone and unanimously approved with Chairman Burrell and Commissioners Ashkinaze, Kuser, Cassella, Cutrone and Duffy voting in the affirmative.

Respectfully submitted,

Kim Diamond
Commission Secretary