BURLINGTON COUNTY BRIDGE COMMISSION
MEETING MINUTES

March 15, 2016

Chairman Comegno called the meeting to order. The Compliance Statement was read by the Secretary:

"This meeting is to be conducted in accordance with notice requirements of P.L. 1975, CH. 231. A 'Notice of Meeting' was posted in a public place on November 18, 2015 at the entrance to the Administration Building, Headquarters of this Commission, with copies of such notice being delivered to the Camden Courier Post and Burlington County Times for publication and posted on the Burlington County Bridge Commission Website."

Commissioners Present: Chairman John B. Comegno II
Vice-Chairman James D. Fattorini
Commissioner Troy E. Singleton

Others Present: John D. Jeffers, Executive Director
Christine J. Nociti, Chief Financial Officer
Kathleen M. Wiseman, Secretary
Anthony T. Drollas Jr., Solicitor
Elizabeth Verna, Director of Communications
Constance Borman, Human Resource Director
Patrick Reilly, Director of Public Safety and Security
James Fletcher, Manager, Tacony-Palmyra Bridge
Phillip Adams, Manager, Burlington-Bristol Bridge
Ellen Brennan, Health and Benefits Coordinator
Michael McCarron, Assistant to Director of Tolls and Tower Operations
Al Ziegler, Maintenance Superintendent
Michelle Chiemiego, Procurement Officer
Sascha Harding, Pennoni Engineering
Valerie Smith

Chairman Comegno led the flag salute followed by a moment of silence.

APPROVAL OF THE MINUTES

Commissioner Singleton moved to approve the minutes of February 9, 2016. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

ACCEPTANCE OF ECONOMIC DEVELOPMENT MINUTES

Vice-Chairman Fattorini moved to accept the minutes of the February 2016 Economic Development Meeting. Commissioner Singleton seconded the acceptance. Acceptance passed unanimously.

DISBURSEMENTS LIST

Vice-Chairman Fattorini moved to approve disbursements made from February 10, 2016 through March 15, 2016 as included in the list as presented. Commissioner Singleton seconded the motion. The motion passed with the following abstentions:

Chairman Comegno abstained from Voucher Number 16-00123; Vice-Chairman Fattorini abstained from Voucher Number 16-00026 and 16-00884; and Commissioner Singleton abstained from Voucher Numbers 16-00842, 16-00885, 16-00886, 16-00236, 16-00025, 16-00235, 16-00827, 16-00841, 16-00831 and 16-00828.

EXECUTIVE DIRECTOR'S REPORT

Executive Director Jeffers asked the Commissioners to entertain a request for a personnel matter to be held in public session. In particular, the Commissioners were scheduled to review the decision of the hearing officer in the Valerie Smith termination matter. Following the receipt of a Rice notice, Ms. Smith requested that any discussion of her matter be conducted in public session, and the Commissioners complied. Director Reilly provided the Commissioners with a brief summary of the factual basis for the termination charge. Chairman Comegno, as a courtesy, gave Ms. Smith an opportunity to address the Commissioners. Ms. Smith declined to make a statement on the matter, but she requested a copy of the report that Director Reilly had referred to when he summarized the matter for the Commissioners. Chairman Comegno told Ms. Smith that her request must come in writing from Ms. Smith's attorney.

Chairman Comegno stated that the hearing officer's report and record on the hearing officer's decision were made available to the Commissioners prior to the meeting, and that he had thoroughly reviewed the report and the record on the decision. Chairman Comegno therefore moved to affirm the decision of the hearing officer, and Commissioner Singleton seconded the motion. The Commissioners voted unanimously to affirm the hearing offer's report and the termination decision.

Executive Director Jeffers asked the Commission to consider the following resolutions.

RESOLUTION NO. 2016-16

RESOLUTION AWARDING A CONTRACT TO PSX, INC. FOR THE SUPPORT AND MAINTENANCE OF CERTAIN PROPRIETARY COMPUTER EQUIPMENT RELATED TO VARIOUS COMMISSION SECURITY SYSTEMS.

WHEREAS, the Burlington County Bridge Commission ("Commission") has established and implemented various proprietary, electronic, and computerized security

systems at Commission facilities; and

WHEREAS, an annual contract for the support and maintenance of such security systems is required; and

WHEREAS, the award of such contract is permissible without public advertising for bids upon the adoption of a resolution by the Commission pursuant to N.J.S.A. 40A:11-5(dd); and

WHEREAS, PSx Inc. ("PSx") has submitted a proposal that provided favorable contract terms and conditions for the Commission; and

WHEREAS, the Commission is satisfied that PSx has the required knowledge and expertise to perform the requisite support and maintenance services; and

WHEREAS, the maximum amount of this contract is One Hundred Twenty Four Thousand, Nine Hundred Dollars ($124,900.00), and sufficient funds are available for payment for those services as evidenced by the Certificate of Availability of Funds, attached hereto; and

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that the resolution authorizing the award of such services and the contract itself must be made available for public inspection:

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Executive Director and Secretary of the Commission are hereby authorized to execute an Agreement with PSx.

2. This contract is awarded pursuant to N.J.S.A. 40A:11-5(dd).

3. The amount of the contract shall not exceed One Hundred Twenty Four Thousand, Nine Hundred Dollars ($124,900.00), and the contract shall extend for the period of one year, from October 1, 2015 to and until September 30, 2016.

Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-17

RESOLUTION APPROVING CHANGE ORDER NO. 2 FOR DELTA LINE CONSTRUCTION COMPANY FOR YEAR 3 OF

THE MAINTENANCE AND REPAIRS OF ELECTRICAL EQUIPMENT AND SYSTEMS (DECREASE IN CONTRACT AMOUNT).

WHEREAS, pursuant to Resolution No. 2014-43, the Burlington County Bridge Commission ("Commission") awarded Year 3 of a contract to Delta Line Construction Company ("Delta Line") for the Maintenance and Repairs of Electrical Equipment and Systems (BCBC-201219); and

WHEREAS, the total amount of that Year 3 contract was $988,062.60; and

WHEREAS, since final contract quantities have been revised to reflect final as-built conditions, the Project Engineer recommended on February 26, 2016, that Change Order No. 2 be approved providing for the reduction in quantities reflected in final as-built conditions; and

WHEREAS, this Change Order No. 2 which the Commission's engineer has recommended be approved as submitted, requires a decrease of $10,943.71 in the contract price, bringing the new contract total to $977,118.89.

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission that, based upon the recommendation of its engineer, and after a thorough review of this matter, the Commission hereby approves Change Order No. 2 for Delta Line for Year 3 of the Maintenance and Repairs of Electrical Equipment and Systems as hereinabove expressed.

Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-18

RESOLUTION APPROVING CHANGE ORDER NO. 7 FOR THE BURLINGTON-BRISTOL BRIDGE COUNTERWEIGHT REPAIRS (NO ADDITIONAL APPROPRIATION).

WHEREAS, pursuant to Resolution No. 2014-21, the Burlington County Bridge Commission ("Commission") awarded a contract to IEW Construction Group ("IEW") for the project titled "Burlington-Bristol Bridge Counterweight Repairs (BCBC-201403)"; and

WHEREAS, due to the additional time required to complete the counterweight guide repairs included in approved Change Order No. 6, the Project Engineer recommended on February 23, 2016 that Change Order No. 7 be approved; and

WHEREAS, this Change Order No. 7 requires an increase in the contract time of

204 calendar days.

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission that, based upon the recommendation of its engineer, and after a thorough review of this matter, the Commission hereby approves Change Order No. 7 for IEW for the project titled "Burlington-Bristol Bridge Counterweight Repairs (BCBC-201403)".

Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-19

RESOLUTION AMENDING THE CONTRACT WITH REMINGTON VERNICK & ARANGO ENGINEERS FOR ELECTRICAL ENGINEERING SERVICES FOR THE RIVERSIDE-DELANCO BRIDGE SUBMARINE CABLE REPLACEMENT.

WHEREAS, the Burlington County Bridge Commission ("Commission") has determined that it requires the services of an engineering firm to perform electrical engineering services for the replacement of the submarine cables for the Riverside-Delanco Bridge; and

WHEREAS, pursuant to Resolution No. 2014-46, the Commission entered into a contract with Remington Vernick & Arango Engineers ("RVA") to provide those services; and

WHEREAS, additional services under this contract are required due to the extended duration of field construction activities, and therefore it is necessary to increase the appropriation for such services by an additional Forty-Six Thousand, Six Hundred Fifty-Two Dollars ($46,652.00).

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The terms, conditions and duties outlined in Resolution No. 2014-46 appointing RVA are incorporated herein by reference, and for the reasons hereinabove expressed, an additional sum of Forty-Six Thousand, Six Hundred Fifty-Two Dollars ($46,652.00) be and hereby is appropriated to pay the fees, expenses and costs pursuant to the existing contract between the Commission and RVA.

2. Sufficient funds are available for payment for those services as evidenced by the Certificate of Availability of Funds, attached hereto.

Chairman Comegno moved to approve. Vice-Chairman Fattorini seconded the

motion.

VOTE:	**Yeas -**	**Comegno**
		Fattorini
	Abstain -	**Singleton**

RESOLUTION NO. 2016-20

RESOLUTION AMENDING THE CONTRACT WITH PARSONS BRINKERHOFF FOR THE TACONY-PALMYRA BRIDGE MECHANICAL UPGRADE PROJECT.

WHEREAS, the Burlington County Bridge Commission ("Commission") has determined that it requires the services of an engineering/architectural firm capable of performing an in-depth inspection and subsequent preparation of repair construction plans and specification documents for the Tacony-Palmyra Bridge bascule span mechanical system; and

WHEREAS, pursuant to Resolution No. 2015-69, the Commission entered into a contract with Parsons Brinckerhoff ("Parsons") to provide those professional engineering services; and

WHEREAS, engineering services for the final design and bid package development are required during the bidding process, it is necessary to increase the appropriation for such services by an additional Sixty-Eight Thousand, Four Hundred Twenty Dollars ($68,420.00).

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The terms, conditions and duties outlined in Resolution No. 2015-69 appointing Parsons are incorporated herein by reference, and for the reasons hereinabove expressed, an additional sum of Sixty-Eight Thousand, Four Hundred Twenty Dollars ($68,420.00) be and hereby is appropriated to pay the fees, expenses and costs pursuant to the existing contract between the Commission and Parsons.

2. Sufficient funds are available for payment for those services as evidenced by the Certificate of Availability of Funds, attached hereto.

Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-21

RESOLUTION AMENDING THE CONTRACT WITH ENVIRONMENTAL RESOLUTIONS, INC. FOR THE BURLINGTON-BRISTOL BRIDGE COUNTERWEIGHT REPAIRS.

WHEREAS, the Burlington County Bridge Commission ("Commission") has determined that it requires the services of an engineering firm capable of performing construction inspection services for the counterweight repairs for the Burlington-Bristol Bridge; and

WHEREAS, pursuant to Resolution No. 2014-22, the Commission entered into a contract with Environmental Resolutions, Inc. ("ERI") to provide those professional engineering services; and

WHEREAS, additional construction inspection services under this contract are required due to the extended duration of field construction activities, and it is necessary to increase the appropriation for such services by an additional Thirty-Three Thousand, Three Hundred Twenty-Four Dollars ($33,324.00).

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The terms, conditions and duties outlined in Resolution No. 2014-22 appointing ERI are incorporated herein by reference, and for the reasons hereinabove expressed, an additional sum of Thirty-Three Thousand, Three Hundred Twenty-Four Dollars ($33,324.00) be and hereby is appropriated to pay the fees, expenses and costs pursuant to the existing contract between the Commission and ERI.

2. Sufficient funds are available for payment for those services as evidenced by the Certificate of Availability of Funds, attached hereto.

Chairman Comegno moved to approve. Vice-Chairman Fattorini seconded the motion.

VOTE:	**Yeas -**	**Comegno**
		Fattorini
	Abstain -	**Singleton**

RESOLUTION NO. 2016-22

RESOLUTION AUTHORIZING THE COMMISSION TO PARTICIPATE IN A SHARED PUBLICLY ADVERTISED REQUEST FOR QUALIFICATIONS TO CREATE A

SHARED POOL OF QUALIFIED PROFESSIONALS FOR USE BY THE VARIOUS SHARED SERVICES ENTITIES.

WHEREAS, the Burlington County Bridge Commission ("Commission") places the public trust above all else, and remains steadfast in its commitment to adhering to the highest ethical standards in the conduct of its business on behalf of its users, toll payers, and the taxpayers of Burlington County; and

WHEREAS, in furtherance of those standards, the Commission instituted a competitive quality based, fair and open process for soliciting qualifications and/or proposals for professional services contracts pursuant to N.J.S.A. 19:44A-20.4 et. seq.; and

WHEREAS, the Commission has recurring needs for one or more of the following professional services including, but not limited to: evaluation and design of roads/highways, bridges, structures, traffic safety, transportation, soils, landscape, geotechnical, planning, land surveying and storm water design and/or management; environmental regulations including Federal, State, and local permitting, environmental analysis, and construction inspection and management and related matters within the purview of the Commission; and

WHEREAS, the Commission has entered into a Shared Services Agreement with the Burlington County Board of Chosen Freeholders (hereinafter "County"), Rowan College at Burlington County, Burlington County Institute of Technology/Special Services School and Burlington County Library Commission (hereinafter "Shared Services Entities") whereby those entities agreed to share services as agreed to by the parties; and

WHEREAS, the Commission desires to utilize a shared publicly advertised Request for Qualifications ("RFQ") to create a shared pool of qualified professionals for use by the various Shared Services Entities for the years 2015-2016 with the County acting as the lead agency for the issuance of the RFQ and the creation of the pool; and

WHEREAS, the professionals selected for the pool shall be required to enter into open-ended contracts by the County, after which each Shared Service Entity may solicit proposals and enter into contracts for specified project assignments as needed by the respective entity.

NOW, THEREFORE, BE IT RESOLVED that the Burlington County Bridge Commission through the Shared Services Agreement authorizes the Burlington County Board of Chosen Freeholders, as lead agency to:

1. Prepare a competitive quality based, fair and open RFQ for professional services pursuant to N.J.S.A. 19:44A-20.4 et. seq. for use by the Shared Services Entities as required.

2. Make said RFQ available at no cost to professionals that desire to provide the required engineering services detailed therein.

3. Publish notice of the issuance and availability of said RFQ.

4. Establish a committee to review responses to the RFQ, which committee shall submit a written report to the County making recommendation as to which professionals shall be included in the Shared Services Pool of Qualified Professional Service Providers for the years 2015-2016.

5. Establish the Shared Services Pool of Qualified Professional Service Providers for the years 2015-2016 for use by the Shared Services Entities.

Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-23

RESOLUTION AUTHORIZING GROUP AFFIDAVIT TO LOCAL FINANCE BOARD FOR ISSUANCE OF GENERAL OBLIGATION LEASE REVENUE BONDS AND RENEWAL OF GENERAL OBLIGATION LEASE REVENUE NOTES.

WHEREAS, pursuant to the Local Authorities Fiscal Control Law, P.L. 1983, ch. 313 approved August 26, 1982, as amended (N.J.S.A. 40A:5A-1, et seq.) ("Act"), the Burlington County Bridge Commission ("Commission") submitted to the Local Finance Board for review the proposed issuance by the Commission of its General Obligation Lease Revenue Bonds and the renewal of General Obligation Lease Revenue Notes initially issued to finance certain capital improvements undertaken by the County of Burlington pursuant to its 2012-2014 capital programs in a combined aggregate amount not to exceed $60,000,000.00 ("Bonds"); and

WHEREAS, in accordance with the Act, the Local Finance Board held a public hearing on March 9, 2016, to review the proposed project and financing; and

WHEREAS, the Local Finance Board adopted a resolution incorporating its findings and recommendations with respect to the proposed Bonds, a copy of which has been presented at this meeting; and

WHEREAS, pursuant to the Act, each member of the Commission must personally review the findings and recommendations of the Local Finance Board within forty-five (45) days of receipt, and a majority of the full membership of the Commission must execute a group Affidavit to that effect.

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

1. The Secretary of the Commission shall obtain the signature of each member of this Commission on the group Affidavit attached hereto and incorporated herein by reference.

2. The Secretary of the Commission shall mail the duly signed group Affidavit to the Executive Secretary of the Local Finance Board, together with a certified copy of this Resolution.

3. This Resolution shall take effect immediately.

BURLINGTON COUNTY
BRIDGE COMMISSION

By: _____
John B. Comegno, II, Chairman

(SEAL)

_____
Kathleen Wiseman, Secretary

AFFIDAVIT

STATE OF NEW JERSEY :
:ss
COUNTY OF BURLINGTON :

We, the members of the Burlington County Bridge Commission being of full age and being duly sworn according to law, upon our oath, depose and say:

We are duly appointed members of the Burlington County Bridge Commission.

We have personally reviewed the findings and recommendations of the Local Finance Board rendered at a meeting of said Board on March 9, 2016, with respect to the proposed issuance by the Commission of its General Obligation Lease Revenue Bonds

and the renewal of General Obligation Lease Revenue Notes initially issued to finance certain capital improvements undertaken by the County of Burlington pursuant to its 2012-2014 capital programs in a combined aggregate amount not to exceed $60,000,000.

John B. Comegno, II _____

James D. Fattorini _____

Troy E. Singleton _____

Sworn to and subscribed
before me this 15th day of March, 2016.

_____
Notary Public of New Jersey

Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-24

RESOLUTION REQUESTING RENEWAL OF FINDINGS OF THE LOCAL FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6.

WHEREAS, On February 11, 2015, the Burlington County Bridge Commission ("Commission") adopted Resolution 2015-12 authorizing an application to the Local Finance Board for its review, pursuant to N.J.S.A. 40A:5A-6, of the proposed issuance of General Obligation Lease Revenue Refunding Bonds to refund the outstanding principal amount of the Commission's General Obligation Lease Revenue Bonds, (Resource Recovery Complex Project), Series 2006 for debt service savings; and

WHEREAS, on March 11, 2015, the Local Finance Board issued positive findings regarding the proposed issuance of the Commission's General Obligation Lease Revenue Refunding Bonds, (Resource Recovery Complex Project) and such findings remained valid for a period of one year; and

WHEREAS, the General Obligation Lease Revenue Bonds, (Resource Recovery Complex Project) were not issued due to economic and market conditions and the Commission desires to ask the Local Finance Board to renew its findings for an additional one year period; and

WHEREAS, the Commission believes that:

(a) it is in the public interest to accomplish such purpose;

(b) said purpose or improvements are for the health, welfare, convenience or betterment of the inhabitants of the County of Burlington, New Jersey ("County");

(c) the amounts to be expended for said purpose or improvements are not unreasonable or exorbitant; and

(d) the proposal is an efficient and feasible means of providing services for the needs of the inhabitants of the County and will not create an undue financial burden to be placed upon the County.

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission as follows:

Section 1. The application to the Local Finance Board is hereby approved, and the Commission's bond counsel, along with other representatives of the Commission, are hereby authorized to file such application and to represent the Commission in matters pertaining thereto.

Section 2. The Executive Director of the Commission is hereby directed to prepare and file a copy of the proposed resolution authorizing the issuance of the bonds with the Local Finance Board as part of such application.

Section 3. The Local Finance Board is hereby respectfully requested to consider such application and to record its findings, recommendations and/or approvals as provided by the applicable New Jersey Statute.

Section 4. This Resolution shall take effect immediately.

RECORDED VOTE

NAME	AYE	NO	ABSTAIN	ABSENT
John B. Comegno II	x			
James D. Fattorini	x			
Troy E. Singleton	x			

The foregoing is a true copy of a resolution adopted by the governing body of the Burlington County Bridge Commission on March 15, 2016.

Kathleen M Wiseman, Secretary
03/15/2016
Date

[SEAL]

Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-25

RESOLUTION SUPPLEMENTING THE COMMISSION'S RESOLUTION ENTITLED "RESOLUTION AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION LEASE REVENUE BONDS (GOVERNMENTAL LEASING PROGRAM), SERIES 2013, CONSISTING OF COUNTY GUARANTEED LEASE REVENUE REFUNDING BONDS AND LEASE REVENUE BONDS OR NOTES", (2016A NOTES), DULY ADOPTED ON JUNE 18, 2013, AS AMENDED AND RESTATED ON MAY 13, 2014.

WHEREAS, the Burlington County Bridge Commission ("Commission") has been duly created by resolution of the Board of Chosen Freeholders of the County of Burlington, New Jersey ("County"), duly adopted October 22, 1948, as a public body corporate and politic of the State of New Jersey ("State") pursuant to and in accordance with the Self-Liquidating Bridges Act, constituting Chapter 17 of the Pamphlet Laws of 1934 of the State, and the acts amendatory thereof and supplemental thereto ("Act"); and

WHEREAS, the Commission is authorized by the Act to provide within the County public facilities for use by the State, County or any municipality in the County, or any subdivisions, departments, agencies or instrumentalities of any of the foregoing for any of their respective governmental purposes; and

WHEREAS, the Commission adopted a resolution entitled, "Resolution Authorizing The Issuance Of General Obligation Lease Revenue Bonds (Governmental Leasing Program), Series 2013, Consisting Of County Guaranteed Lease Revenue Refunding Bonds And Lease Revenue Bonds Or Notes", duly adopted on June 18, 2013, as amended and restated on May 13, 2014 ("Resolution"), to authorize the issuance of not-to-exceed $60,000,000 in Lease Revenue Notes to finance, on behalf of the County, the County's 2012 Capital Plan ("2012 Capital Project"); and

WHEREAS, on November 19, 2013, in accordance with the Resolution, the Commission issued $30,000,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2013 ("Series 2013 Notes"), for the purpose of financing the initial costs of the 2012 Capital Project; and

WHEREAS, in connection with the issuance of the Series 2013 Notes, the Commission and the County executed an Improvement Lease Agreement dated as of November 19, 2013 ("Improvement Lease") and an Equipment Lease Agreement dated as of November 19, 2013 ("Equipment Lease" and, together with the Improvement Lease, "Leases"), each to finance a portion of the 2012 Capital Project, pursuant to which Leases the County agreed to make Rental Payments to the Commission to pay the principal of and interest on the Lease Revenue Notes, including the Series 2013 Notes; and

WHEREAS, on November 18, 2014, in accordance with the Resolution, the Commission issued $60,000,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2014 ("Series 2014 Notes"), for the purpose of (i) refinancing the Series 2013 Notes and (ii) financing additional costs of the 2012 Capital Program and the costs of issuance relating to the Series 2014 Notes; and

WHEREAS, to fully secure the Series 2014 Notes, on November 18, 2014, the Commission and the County executed a First Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2014 Notes; and

WHEREAS, the Series 2014 Notes matured on November 18, 2015; and

WHEREAS, on November 17, 2015, in accordance with the Resolution, the Commission issued $55,000,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2015B-1 ("Series 2015 Notes"), for the purpose of (i) refinancing a $55,000,000 portion of the Series 2014 Notes, together with $5,000,000 paid down by the County and (ii) the costs of issuance relating to the Series 2015 Notes; and

WHEREAS, to fully secure the Series 2015 Notes, on November 17, 2015, the Commission and the County executed a Second Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2015 Notes; and

WHEREAS, the Series 2015 Notes mature on May 17, 2016; and

WHEREAS, the Resolution authorizes the Commission to issue Lease Revenue Bonds or Notes and the County has requested that that Commission issue Lease Revenue Notes to (i) refinance a $25,000,000 portion of the Series 2015 Notes and (ii) the costs of issuance relating to the Series 2016A Notes (as hereinafter defined); and

WHEREAS, the Commission has determined pursuant to the terms and conditions set forth in the Resolution and this Supplemental Resolution, to issue a series of Lease Revenue Notes in the principal amount not-to-exceed $25,000,000 ("Series 2016A Notes") which will be used to refinance a $25,000,000 portion of the Series 2015 Notes and at the same time to issue not to exceed $30,000,000 in Lease Revenue Bonds ("Series 2016 Bonds") to permanently finance the remaining outstanding portion of the 2015 Notes; and

WHEREAS, the Commission desires to authorize a Third Amendment and a Fourth Amendment to the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2016 Bonds and the Series 2016A Notes; and

WHEREAS, payment of the principal of and interest on the Series 2016A Notes will be payable from Rental Payments to be made by the County under the terms of the Lease Agreements, as further amended by the Fourth Amendments to the Lease Agreements.

NOW, THEREFORE, BE IT RESOLVED BY THE BURLINGTON COUNTY BRIDGE COMMISSION AS FOLLOWS:

ARTICLE I
DEFINITIONS AND INTERPRETATION

Section 101. Short Title. This resolution may hereinafter be cited by the Commission, and is hereinafter sometimes referred to, as "2016 Supplemental Resolution".

Section 102. Authorization for 2016 Supplemental Resolution. This 2016 Supplemental Resolution further supplements the Resolution and is authorized by, and is adopted pursuant to, the provisions of the Act and Sections 1101 of the Resolution.

Section 103. Certain Definitions. Capitalized terms used but not specifically defined herein and in the recitals hereto shall, unless the context clearly requires otherwise, have the meanings that are ascribed to such terms in the Resolution.

ARTICLE II
AUTHORIZATION OF SERIES 2016A NOTES

Section 201. Authorization of Series 2016A Notes. Pursuant to and in accordance with the provisions of Section 201 of the Resolution, the Commission hereby authorizes the issuance of a series of Lease Revenue Bonds, in an aggregate principal amount not to exceed $30,000,000, in order to pay, together with other available funds of the County: (i) the costs of refinancing a $30,000,000 portion of the Series 2015 Notes

and (ii) paying the costs of issuance relating to the Series 2016A Notes. The Series 2016A Notes shall be designated "Lease Revenue Bonds (Governmental Leasing Program), Series 2016."

Section 202. Terms of Series 2016A Notes. (a) The Series 2016A Notes shall be dated their date of issuance, shall mature and shall bear interest at such rate or rates of interest per annum as shall be determined by the Series Certificate delivered prior to the authentication and delivery upon original issuance of the Series 2016A Notes. The Series Certificate may contain such other terms and provisions with respect to the Series 2016A Notes that are not established by the terms of the Resolution or by the terms hereof and that are not inconsistent with the provisions thereof and hereof.

(b) The Series 2016A Notes shall be issued in fully registered form in Authorized Denominations. Unless the Commission shall otherwise direct the Registrar, the Series 2016A Notes shall be lettered and numbered from one upward in order of maturities preceded by the letter "R" and/or such other letter or letters as determined by the Trustee prefixed to the number. Subject to the provisions of this 2016 Supplemental Resolution, the form of the Series 2016A Notes and the Trustee's certificate of authentication shall be substantially in the form set forth in Sections 1401 and 1402 of the Resolution.

(c) The Series 2016A Notes shall be dated, and shall bear interest from the dated date thereof as shall be established in the Series Certificate, except as otherwise provided in Section 301 of the Resolution. The Series 2016A Notes shall mature on the date and in the Principal Amount, and shall bear interest payable on the Note Payment Date at the rate per annum set forth in the Series Certificate relating thereto.

Section 203. Application of Proceeds of Series 2016A Notes. The proceeds from the sale of the Series 2016A Notes shall be applied by the Trustee, upon receipt, in the manner set forth in Section 201 hereof and as may be further set forth in the Series Certificate.

Section 204. Sale of Series 2016A Notes. (a) Pursuant to and in accordance with the terms of the Resolution, the Commission hereby determines that the Authorized Commission Representatives are authorized to sell and to award the Series 2016A Notes on behalf of the Commission to the purchaser(s) thereof, including the power to determine, among other things, (a) the amount of the Series 2016A Notes to be issued, in amounts not-to-exceed the amount of the Series 2016A Notes that are authorized to be issued pursuant to the terms of Section 201 hereof, (b) the time and manner of sale of the Series 2016A Notes, (c) the maturity date of the Series 2016A Notes (subject to the limitations contained below and in Section 202 hereof) and the provisions pertaining to redemption, if any, of the Series 2016A Notes, (d) the rate or rates of interest for the Series 2016A Notes, and (e) such other terms and conditions as may be necessary or related to the sale of the Series 2016A Notes, and the Authorized Commission Representatives are hereby authorized to determine the details of and execute a contract

of purchase or other similar document, if any, in connection with the sale of the Series 2016A Notes (the "Purchase Contract"). The Authorized Commission Representatives are hereby authorized to award the Series 2016A Notes to the purchaser or purchasers thereof. Such award shall be evidenced by the execution of a Series Certificate.

(b) The Purchase Contract, if any, and the Series Certificate shall determine the terms and conditions relating to the sale of the Series 2016A Notes, including the maturity date for the Series 2016A Notes, the rate or rates of interest to be borne by the Series 2016A Notes and the Underwriter's discount, if any, that is payable to the Underwriter in connection with the sale of the Series 2016A Notes; provided, however, that without the further authorization of the Commission, the final maturity date for the Series 2016A Notes shall be not later than November 18, 2016, the rate or rates of interest (or the net interest rate in the event that the Series 2016A Notes are issued as fixed interest rate obligations) or the initial rate of interest (in the event the Series 2016A Notes bear interest at a variable rate of interest), as the case may be, to be borne by the Series 2016A Notes shall not exceed four percent (4.00%) per annum, and the Underwriter's discount for the Series 2016A Notes shall not exceed $2.50 per $1,000 principal amount of the Series 2016A Notes. The Purchase Contract and the Series Certificate shall contain such other terms and conditions as shall be deemed necessary in connection with the sale of the Series 2016A Notes.

(c) Any Authorized Commission Representative is also authorized to accept terms and conditions relating to the Series 2016A Notes required as a condition to the issuance thereof and to make such necessary changes in this 2016 Supplemental Resolution to reflect such terms and conditions as such Authorized Commission Representative deems necessary and appropriate with the advice of Bond Counsel and to set forth such provisions in the Series Certificate.

(d) The sale and award of the Series 2016A Notes by the Authorized Commission Representatives shall be evidenced by the execution of the Series Certificate as of the date of the sale and award of the Series 2016A Notes, and the Series Certificate shall be presented to the members of the Commission at the next regular meeting of the Commission following such sale and award as evidence of the terms and details of the sale of the Series 2016A Notes.

(e) The Commission's Bond Counsel, Financial Advisor and the Commission's Underwriter are hereby authorized to prepare and distribute a Preliminary Official Statement on behalf of the Commission in connection with the sale of the Series 2016A Notes. The form and content of such Preliminary Official Statement shall, prior to the distribution thereof, be approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission. Subsequent to obtaining such approval, the Preliminary Official Statement may be revised, if necessary, and may contain additional terms and information relating to the sale of the Series 2016A Notes and the Series 2015B-2 Notes; provided, however, that the form and content of such revised Preliminary Official Statement shall have been previously approved by the

Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission, prior to the distribution thereof.

(f) The Chairman or the Vice Chairman of the Commission are each hereby authorized to execute the final Official Statement and such officers, including the Chairman or the Vice Chairman, the Executive Director, the Secretary, the Treasurer and any other Authorized Commission Representative, shall execute any closing documents which are required to be executed in connection with the delivery of the Series 2016A Notes. Any actions which are not determined by this or any other resolution of the Commission duly adopted prior to the authentication and delivery of the Series 2016A Notes shall be determined by an Authorized Commission Representative.

(g) The Chairman, Vice Chairman, Secretary and any other Authorized Commission Representative, be, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this 2016 Supplemental Resolution, the Leases (as further amended by the Fourth Amendment to the Lease Agreements), the Preliminary Official Statement, the Official Statement and the Purchase Contract and for the authorization, sale and issuance of the Series 2016A Notes. The execution by such officers of any such documents with such changes, insertions or omissions as shall be approved by the Commission's Chairman or Vice Chairman in consultation with the Commission's Bond Counsel shall be conclusive evidence of the approval of such changes, insertions or omissions and no further ratification or other actions by the Commission members shall be required with respect thereto.

Section 205. Amendments to Lease Agreements. (a) The Fourth Amendment to the Governmental Leasing Program Improvement Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this documents. Upon due execution by the Commission and the County, Exhibit A and Exhibit B of the Improvement Lease Agreement are hereby deleted in their entirety and replaced by Exhibit A and Exhibit B attached to the Fourth Amendment to Improvement Lease, and all references in the Improvement Lease Agreement to Exhibit A or Exhibit B shall be references to Exhibit A or Exhibit B, respectively attached to the Fourth Amendment to Improvement Lease.

(b) The Fourth Amendment to the Governmental Leasing Program Equipment Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute

the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A of the Equipment Lease Agreement is hereby deleted in its entirety and replaced by Exhibit A attached to the Fourth Amendment to Equipment Lease, and all references in the Equipment Lease Agreement to Exhibit A shall be references to Exhibit A attached to the Fourth Amendment to Equipment Lease.

ARTICLE III
MISCELLANEOUS

Section 301. Supplemental Resolutions. Amendment of 2016 Supplemental Resolution. At any time or from time to time, a Supplemental Resolution of the Commission may be adopted for the purpose of further supplementing or amending the Resolution or amending or supplementing this 2016 Supplemental Resolution, in each case upon the terms and conditions set forth in Article XI of the Resolution. Notwithstanding the foregoing, the authorization of the issuance and sale of any of the Series 2016A Notes may be modified or rescinded at any time prior to the issuance or sale thereof by resolution duly adopted by the Commission.

Section 302. Severability of Invalid Provisions. If any one or more of the provisions, covenants or agreements in this 2016 Supplemental Resolution on the part of the Commission or any fiduciary to be performed should be contrary to law, then such provision or provisions, covenant or covenants, or agreement or agreements shall be deemed separable from the remaining provisions, covenants and agreements and shall in no way affect the validity of the other provisions of this 2016 Supplemental Resolution or of the Series 2016A Notes.

Section 303. Successors and Assigns. Whenever in this 2016 Supplemental Resolution the Commission is named or referred to, it shall, and shall be deemed to, include its successors and assigns, whether so expressed or not. All of the covenants, stipulations, obligations and agreements by or on behalf of, and other provisions for the benefit of, the Commission contained in this 2016 Supplemental Resolution shall bind and inure to the benefit of such successors and assigns and of any officer, board, commission, authority, agent or instrumentality to whom or to which there shall be transferred by or in accordance with law any right, power or duty of the Commission or of its successors or assigns, the possession of which is necessary or appropriate in order to comply with any such covenants, stipulations, obligations, agreements or other provisions of this 2016 Supplemental Resolution.

Section 304. No Recourse on Series 2016A Notes. No recourse shall be had for the payment of the principal or redemption price, of or interest on the Series 2016A Notes or for any claim based thereon or on the Resolution or this 2016 Supplemental Resolution against any member, commissioner or other officer of the Commission or any person executing the Series 2016A Notes. The Series 2016A Notes are not and shall not be in any way a debt or liability of the State or of any political subdivision thereof (other

than the Commission, to the limited extent set forth in the Resolution and this 2016 Supplemental Resolution, and the County, to the extent set forth in the Leases (as further amended by the Fourth Amendment to the Lease Agreements)), and do not and shall not create or constitute any indebtedness, liability or obligation of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2016 Supplemental Resolution, and the County, to the extent set forth in the Leases (as further amended by the Fourth Amendment to the Lease Agreements)), either legal, moral or otherwise. The Commission has no taxing power.

Section 305. Incorporation of Resolution by Reference. All other provisions of the Resolution, as heretofore amended and supplemented, are incorporated by this reference, as if the same were set forth in full herein, and such provisions shall remain in full force and effect.

Section 306. 2016 Supplemental Resolution to Constitute a Contract; Governing Law. This 2016 Supplemental Resolution shall be deemed to be a contract made under the laws of the State, and for all purposes shall be construed in accordance with the laws of the State.

Section 307. Effective Date. In accordance with the terms of Section 1101 of the Resolution, this 2016 Supplemental Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of a copy of this 2016 Supplemental Resolution, certified by an Authorized Commission Representative.

RECORDED VOTE

NAME	AYE	NO	ABSTAIN	ABSENT
John B. Comegno II	x			
James D. Fattorini	x			
Troy E. Singleton	x			

The foregoing is a true copy of a resolution adopted by the governing body of the Burlington County Bridge Commission on March 15, 2016.

Kathleen M. Wiseman, Secretary
03/15/2016
Date

[SEAL]

Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-26

RESOLUTION SUPPLEMENTING THE COMMISSION'S RESOLUTION ENTITLED "RESOLUTION AUTHORIZING THE ISSUANCE OF GENERAL OBLIGATION LEASE REVENUE BONDS (GOVERNMENTAL LEASING PROGRAM), SERIES 2013, CONSISTING OF COUNTY GUARANTEED LEASE REVENUE REFUNDING BONDS AND LEASE REVENUE BONDS OR NOTES", (2016 BONDS), DULY ADOPTED ON JUNE 18, 2013, AS AMENDED AND RESTATED ON MAY 13, 2014.

WHEREAS, the Burlington County Bridge Commission (the "Commission") has been duly created by resolution of the Board of Chosen Freeholders of the County of Burlington, New Jersey (the "County"), duly adopted October 22, 1948, as a public body corporate and politic of the State of New Jersey (the "State") pursuant to and in accordance with the Self-Liquidating Bridges Act, constituting Chapter 17 of the Pamphlet Laws of 1934 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"); and

WHEREAS, the Commission is authorized by the Act to provide within the County public facilities for use by the State, the County or any municipality in the County, or any subdivisions, departments, agencies or instrumentalities of any of the foregoing for any of their respective governmental purposes; and

WHEREAS, the Commission adopted a resolution entitled, "Resolution Of The Burlington County Bridge Commission Authorizing The Issuance Of General Obligation Lease Revenue Bonds (Governmental Leasing Program), Series 2013, Consisting Of County Guaranteed Lease Revenue Refunding Bonds And Lease Revenue Bonds Or Notes", duly adopted on June 18, 2013, as amended and restated on May 13, 2014 (the "Resolution"), to authorize the issuance of not-to-exceed $60,000,000 in Lease Revenue Notes to finance, on behalf of the County, the County's 2012 Capital Plan (the "2012 Capital Project"); and

WHEREAS, on November 19, 2013, in accordance with the Resolution, the Commission issued $30,000,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2013 (the "Series 2013 Notes"), for the purpose of financing the initial costs of the 2012 Capital Project; and

WHEREAS, in connection with the issuance of the Series 2013 Notes, the Commission and the County executed an Improvement Lease Agreement dated as of November 19, 2013 (the "Improvement Lease") and an Equipment Lease Agreement dated as of November 19, 2013 (the "Equipment Lease" and, together with the Improvement Lease, the "Leases"), each to finance a portion of the 2012 Capital Project, pursuant to which Leases the County agreed to make Rental Payments to the Commission to pay the principal of and interest on the Lease Revenue Notes, including the Series 2013 Notes; and

WHEREAS, on November 18, 2014, in accordance with the Resolution, the Commission issued $60,000,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2014 ("Series 2014 Notes"), for the purpose of (i) refinancing the Series 2013 Notes, (ii) financing additional costs of the 2012 Capital Program and (iii) paying the costs of issuance relating to the Series 2014 Notes; and

WHEREAS, to fully secure the Series 2014 Notes, on November 18, 2014, the Commission and the County executed a First Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2014 Notes; and

WHEREAS, the Series 2014 Notes matured on November 18, 2015; and

WHEREAS, on November 17, 2015, in accordance with the Resolution, the Commission issued $54,905,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2015B-1 ("Series 2015 Notes"), for the purpose of (i) refinancing a $54,905,000 portion of the Series 2014 Notes, together with $5,095,000 paid down by the County and (ii) paying the costs of issuance relating to the Series 2015 Notes; and

WHEREAS, to fully secure the Series 2015 Notes, on November 17, 2015, the Commission and the County executed a Second Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2015 Notes; and

WHEREAS, the Series 2015 Notes mature on May 17, 2016; and

WHEREAS, the Resolution authorizes the Commission to issue Lease Revenue Bonds or Notes and the County has requested that that Commission issue Lease Revenue Bonds to (i) permanently finance a $30,000,000 portion of the Series 2015 Notes used to pay for the projects set forth on Schedule A hereto (the "Permanent Financed Capital") and (ii) pay the costs of issuance relating to the Series 2016 Bonds (as hereinafter defined); and

WHEREAS, the Commission has determined pursuant to the terms and conditions set forth in the Resolution and this Supplemental Resolution, to issue a series of Lease Revenue Bonds in the principal amount not-to-exceed $30,000,000 ("Series 2016 Bonds") which will be used to refinance a $30,000,000 portion of the Series 2015 Notes and at the same time to issue not to exceed $25,000,000 in Lease Revenue Notes (the "Series 2016A Notes") to refinance the remaining outstanding portion of the 2015 Notes; and

WHEREAS, the Commission desires to authorize a Third Amendment and a Fourth Amendment to the Leases to provide for the payments of Rentals by the County

in connection with the issuance of the Series 2016 Bonds and the Series 2016A Notes; and

WHEREAS, payment of the principal of and interest on the Series 2016 Bonds will be payable from Rental Payments to be made by the County under the terms of the Lease Agreements, as further amended by the Third Amendments to the Lease Agreements;

NOW, THEREFORE, BE IT RESOLVED BY THE BURLINGTON COUNTY BRIDGE COMMISSION AS FOLLOWS:

ARTICLE I
DEFINITIONS AND INTERPRETATION

Section 101. Short Title. This resolution may hereinafter be cited by the Commission, and is hereinafter sometimes referred to, as "2016 Supplemental Resolution".

Section 102. Authorization for 2016 Supplemental Resolution. This 2016 Supplemental Resolution further supplements the Resolution and is authorized by, and is adopted pursuant to, the provisions of the Act and Sections 1101 of the Resolution.

Section 103. Certain Definitions. Capitalized terms used but not specifically defined herein and in the recitals hereto shall, unless the context clearly requires otherwise, have the meanings that are ascribed to such terms in the Resolution.

ARTICLE II
AUTHORIZATION OF SERIES 2016 BONDS

Section 201. Authorization of Series 2016 Bonds. Pursuant to and in accordance with the provisions of Section 201 of the Resolution, the Commission hereby authorizes the issuance of a series of Lease Revenue Bonds, in an aggregate principal amount not to exceed $30,000,000, in order to, together with other available funds of the County,: (i) refinance a $30,000,000 portion of the Series 2015 Notes and (ii) pay the costs of issuance relating to the Series 2016 Bonds. The Series 2016 Bonds shall be designated "Lease Revenue Bonds (Governmental Leasing Program), Series 2016."

Section 202. Terms of Series 2016 Bonds. (a) The Series 2016 Bonds shall be dated their date of issuance, shall mature and shall bear interest at such rate or rates of interest per annum as shall be determined by the Series Certificate delivered prior to the authentication and delivery upon original issuance of the Series 2016 Bonds. The Series Certificate may contain such other terms and provisions with respect to the Series 2016 Bonds that are not established by the terms of the Resolution or by the terms hereof and that are not inconsistent with the provisions thereof and hereof.

(b) The Series 2016 Bonds shall be issued in fully registered form in Authorized

Denominations. Unless the Commission shall otherwise direct the Registrar, the Series 2016 Bonds shall be lettered and numbered from one upward in order of maturities preceded by the letter "R" and/or such other letter or letters as determined by the Trustee prefixed to the number. Subject to the provisions of this 2016 Supplemental Resolution, the form of the Series 2016 Bonds and the Trustee's certificate of authentication shall be substantially in the form set forth in Sections 1401 and 1402 of the Resolution.

(c) The Series 2016 Bonds shall be dated, and shall bear interest from the dated date thereof as shall be established in the Series Certificate, except as otherwise provided in Section 301 of the Resolution. The Series 2016 Bonds shall mature on the date and in the Principal Amount, and shall bear interest payable on the Interest Payment Date at the rate per annum set forth in the Series Certificate relating thereto.

Section 203. Application of Proceeds of Series 2016 Bonds. The proceeds from the sale of the Series 2016 Bonds shall be applied by the Trustee, upon receipt, in the manner set forth in Section 201 hereof and as may be further set forth in the Series Certificate.

Section 204. Sale of Series 2016 Bonds. (a) Pursuant to and in accordance with the terms of the Resolution, the Commission hereby determines that the Authorized Commission Representatives are authorized to sell and to award the Series 2016 Bonds on behalf of the Commission to the purchaser(s) thereof, including the power to determine, among other things, (a) the amount of the Series 2016 Bonds to be issued, in amounts not-to-exceed the amount of the Series 2016 Bonds that are authorized to be issued pursuant to the terms of Section 201 hereof, (b) the time and manner of sale of the Series 2016 Bonds, (c) the maturity date of the Series 2016 Bonds (subject to the limitations contained below and in Section 202 hereof) and the provisions pertaining to redemption, if any, of the Series 2016 Bonds, (d) the rate or rates of interest for the Series 2016 Bonds, and (e) such other terms and conditions as may be necessary or related to the sale of the Series 2016 Bonds, and the Authorized Commission Representatives are hereby authorized to determine the details of and execute a contract of purchase or other similar document, if any, in connection with the sale of the Series 2016 Bonds (the "Purchase Contract"). The Authorized Commission Representatives are hereby authorized to award the Series 2016 Bonds to the purchaser or purchasers thereof. Such award shall be evidenced by the execution of a Series Certificate.

(b) The Purchase Contract, if any, and the Series Certificate shall determine the terms and conditions relating to the sale of the Series 2016 Bonds, including the maturity date for the Series 2016 Bonds, the rate or rates of interest to be borne by the Series 2016 Bonds and the Underwriter's discount, if any, that is payable to the Underwriter in connection with the sale of the Series 2016 Bonds; provided, however, that without the further authorization of the Commission, (i) the final maturity date for the Series 2016 Bonds shall be not later than December 31, 2033, (ii) the true interest cost of the Series 2016 Bonds shall not exceed six and twenty-five one hundredths percent (6.25%), (iii) the underwriter's discount for the Series 2016 Bonds shall not exceed $6 per

$1,000 principal amount thereof (exclusive of counsel fees and expenses) and (iv) the Redemption Price of any Series 2016 Bond subject to redemption shall not be greater than one hundred two percent (102%) per annum of the principal amount of Series 2016 Bonds or a portion thereof to be redeemed, plus accrued interest to the date of redemption. The amount and due date of each Sinking Fund Installment, if any, for the Series 2016 Bonds shall be as set forth in the Series Certificate awarding such Series 2016 Bonds to the initial purchasers thereof. The Purchase Contract and the Series Certificate shall contain such other terms and conditions as shall be deemed necessary in connection with the sale of the Series 2016 Bonds.

(c) Any Authorized Commission Representative is also authorized to accept terms and conditions relating to the Series 2016 Bonds required as a condition to the issuance thereof and to make such necessary changes in this 2016 Supplemental Resolution to reflect such terms and conditions as such Authorized Commission Representative deems necessary and appropriate with the advice of Bond Counsel and to set forth such provisions in the Series Certificate.

(d) The sale and award of the Series 2016 Bonds by the Authorized Commission Representatives shall be evidenced by the execution of the Series Certificate as of the date of the sale and award of the Series 2016 Bonds, and the Series Certificate shall be presented to the members of the Commission at the next regular meeting of the Commission following such sale and award as evidence of the terms and details of the sale of the Series 2016 Bonds.

(e) The Commission's Bond Counsel, Financial Advisor and the Commission's Underwriter are hereby authorized to prepare and distribute a Preliminary Official Statement on behalf of the Commission in connection with the sale of the Series 2016 Bonds. The form and content of such Preliminary Official Statement shall, prior to the distribution thereof, be approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission. Subsequent to obtaining such approval, the Preliminary Official Statement may be revised, if necessary, and may contain additional terms and information relating to the sale of the Series 2016 Bonds, the Series 2016A Notes and the Series 2016B Notes; provided, however, that the form and content of such revised Preliminary Official Statement shall have been previously approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission, prior to the distribution thereof.

(f) The Chairman or the Vice Chairman of the Commission is each hereby authorized to execute the final Official Statement and such officers, including the Chairman or the Vice Chairman, the Executive Director, the Secretary, the Treasurer and any other Authorized Commission Representative, shall execute any closing documents which are required to be executed in connection with the delivery of the Series 2016 Bonds. Any actions which are not determined by this or any other resolution of the Commission duly adopted prior to the authentication and delivery of the Series 2016

Bonds shall be determined by an Authorized Commission Representative.

(g) The Chairman, Vice Chairman, Secretary and any other Authorized Commission Representative, be, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this 2016 Supplemental Resolution, the Leases (as further amended by the Third Amendment to the Lease Agreements), the Preliminary Official Statement, the Official Statement and the Purchase Contract and for the authorization, sale and issuance of the Series 2016 Bonds. The execution by such officers of any such documents with such changes, insertions or omissions as shall be approved by the Commission's Chairman or Vice Chairman in consultation with the Commission's Bond Counsel shall be conclusive evidence of the approval of such changes, insertions or omissions and no further ratification or other actions by the Commission members shall be required with respect thereto.

Section 205. Amendments to Lease Agreements. (a) The Third Amendment to the Governmental Leasing Program Improvement Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this documents. Upon due execution by the Commission and the County, Exhibit A and Exhibit B of the Improvement Lease Agreement are hereby deleted in their entirety and replaced by Exhibit A and Exhibit B attached to the Third Amendment to Improvement Lease, and all references in the Improvement Lease Agreement to Exhibit A or Exhibit B shall be references to Exhibit A or Exhibit B, respectively attached to the Third Amendment to Improvement Lease.

(b) The Third Amendment to the Governmental Leasing Program Equipment Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A of the Equipment Lease Agreement is hereby deleted in its entirety and replaced by Exhibit A attached to the Third Amendment to Equipment Lease, and all references in the Equipment Lease Agreement to Exhibit A shall be references to Exhibit A attached to the Third Amendment to Equipment Lease.

ARTICLE III
MISCELLANEOUS

Section 301. Supplemental Resolutions. Amendment of 2016 Supplemental

Resolution. At any time or from time to time, a Supplemental Resolution of the Commission may be adopted for the purpose of further supplementing or amending the Resolution or amending or supplementing this 2016 Supplemental Resolution, in each case upon the terms and conditions set forth in Article XI of the Resolution. Notwithstanding the foregoing, the authorization of the issuance and sale of any of the Series 2016 Bonds may be modified or rescinded at any time prior to the issuance or sale thereof by resolution duly adopted by the Commission.

Section 302. Severability of Invalid Provisions. If any one or more of the provisions, covenants or agreements in this 2016 Supplemental Resolution on the part of the Commission or any fiduciary to be performed should be contrary to law, then such provision or provisions, covenant or covenants, or agreement or agreements shall be deemed separable from the remaining provisions, covenants and agreements and shall in no way affect the validity of the other provisions of this 2016 Supplemental Resolution or of the Series 2016 Bonds.

Section 303. Successors and Assigns. Whenever in this 2016 Supplemental Resolution the Commission is named or referred to, it shall, and shall be deemed to, include its successors and assigns, whether so expressed or not. All of the covenants, stipulations, obligations and agreements by or on behalf of, and other provisions for the benefit of, the Commission contained in this 2016 Supplemental Resolution shall bind and inure to the benefit of such successors and assigns and of any officer, board, commission, authority, agent or instrumentality to whom or to which there shall be transferred by or in accordance with law any right, power or duty of the Commission or of its successors or assigns, the possession of which is necessary or appropriate in order to comply with any such covenants, stipulations, obligations, agreements or other provisions of this 2016 Supplemental Resolution.

Section 304. No Recourse on Series 2016 Bonds. No recourse shall be had for the payment of the principal or redemption price, of or interest on the Series 2016 Bonds or for any claim based thereon or on the Resolution or this 2016 Supplemental Resolution against any member, commissioner or other officer of the Commission or any person executing the Series 2016 Bonds. The Series 2016 Bonds are not and shall not be in any way a debt or liability of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2016 Supplemental Resolution, and the County, to the extent set forth in the Leases (as further amended by the Third Amendment to the Lease Agreements)), and do not and shall not create or constitute any indebtedness, liability or obligation of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Resolution and this 2016 Supplemental Resolution, and the County, to the extent set forth in the Leases (as further amended by the Third Amendment to the Lease Agreements)), either legal, moral or otherwise. The Commission has no taxing power.

Section 305. Incorporation of Resolution by Reference. All other provisions of the Resolution, as heretofore amended and supplemented, are incorporated by this

reference, as if the same were set forth in full herein, and such provisions shall remain in full force and effect.

Section 306. 2016 Supplemental Resolution to Constitute a Contract; Governing Law. This 2016 Supplemental Resolution shall be deemed to be a contract made under the laws of the State, and for all purposes shall be construed in accordance with the laws of the State.

Section 307. Effective Date. In accordance with the terms of Section 1101 of the Resolution, this 2016 Supplemental Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of a copy of this 2016 Supplemental Resolution, certified by an Authorized Commission Representative.

RECORDED VOTE

NAME	AYE	NO	ABSTAIN	ABSENT
John B. Comegno II	x			
James D. Fattorini	x			
Troy E. Singleton	x			

The foregoing is a true copy of a resolution adopted by the governing body of the Burlington County Bridge Commission on March 15, 2016.

Kathleen M. Wiseman, Secretary
03/15/2016
Date

[SEAL]

Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-27

RESOLUTION SUPPLEMENTING THE COMMISSION'S RESOLUTION ENTITLED "RESOLUTION AUTHORIZING THE ISSUANCE OF LEASE REVENUE BONDS OR NOTES (GOVERNMENTAL LEASING PROGRAM), SERIES 2015", (2016B NOTES), DULY ADOPTED ON MARCH 10, 2015.

WHEREAS, the Burlington County Bridge Commission ("Commission") has been duly created by resolution of the Board of Chosen Freeholders of the County of Burlington,

New Jersey ("County"), duly adopted October 22, 1948, as a public body corporate and politic of the State of New Jersey ("State") pursuant to and in accordance with the Self-Liquidating Bridges Act, constituting Chapter 17 of the Pamphlet Laws of 1934 of the State, and the acts amendatory thereof and supplemental thereto ("Act"); and

WHEREAS, the Commission is authorized by the Act to provide within the County public facilities for use by the State, the County or any municipality in the County, or any subdivisions, departments, agencies or instrumentalities of any of the foregoing for any of their respective governmental purposes; and

WHEREAS, the Commission has the authority to issue notes pursuant to a resolution of the Commission entitled "Resolution of the Burlington County Bridge Commission Authorizing the Issuance of Lease Revenue Bonds or Notes (Governmental Leasing Program) Series 2015", adopted March 10, 2015, as the same may be further amended and supplemented ("Bond Resolution"); and

WHEREAS, the Bond Resolution authorized the Commission to issue not-to-exceed $86,000,000 in Lease Revenue Bonds or Notes for the purpose of (i) temporarily or permanently financing, as the case may be, a portion of the costs the County's 2013 and 2014 Capital Budgets consisting of the construction of various infrastructure improvements (collectively, "Improvements") and acquisition and installation of various items of capital equipment (collectively, the "Equipment" and together with the Improvements, the "2015 Capital Program") to be leased by the Commission to the County pursuant to (x) an Improvement Lease (as hereinafter defined) and (y) an Equipment Lease (as hereinafter defined) and (ii) paying costs and expenses associated with the issuance of the Notes (collectively, "Project").

WHEREAS, on April 22, 2015, in accordance with the Bond Resolution, the Commission issued $29,950,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2015 ("Series 2015 Notes"), for the purpose of financing initial costs of the 2015 Capital Program; and

WHEREAS, in connection with the issuance of the Series 2015 Notes, the Commission and the County executed an Improvement Lease, dated as of May 5, 2015 ("Improvement Lease") and an Equipment Lease, dated as of May 5, 2015 ("Equipment Lease" and, together with the Improvement Lease, "Leases"), each to finance a portion of the 2015 Capital Program, pursuant to which Leases the County agreed to make Rental Payments to the Commission to pay the principal and interest on the Lease Revenue Notes, including the Series 2015 Notes; and

WHEREAS, the Series 2015 Notes matured on February 1, 2016; and

WHEREAS, on November 17, 2015, in accordance with the Bond Resolution, the Commission issued $39,870,000 aggregate principal amount of its Lease Revenue Notes (Governmental Leasing Program), Series 2015B-2 ("Series 2015B-2 Notes"), for the

purpose of currently refunding a $29,950,000 portion of the Series 2015 Notes; (ii) financing an additional $10,000,000 portion of the 2015 Capital Program and (iii) paying the costs of issuance relating to the Series 2015B-2 Notes; and

WHEREAS, to fully secure the Series 2015B-2 Notes, on November 17, 2015, the Commission and the County executed a First Amendment to each of the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2015 Notes; and

WHEREAS, the Series 2015B-2 Notes mature on May 17, 2016; and

WHEREAS, the County has requested that that Commission issue Lease Revenue Notes, Series 2016B to (i) currently refund the Series 2015B-2 Notes; (ii) fund the cost of additional projects set forth in the 2015 Capital Plan and (iii) pay the costs of issuance relating to the Series 2016B Notes (as hereinafter defined); and

WHEREAS, the Commission has determined pursuant to the terms and conditions set forth in the Bond Resolution and this 2016 Supplemental Resolution, to issue a series of Lease Revenue Notes ("Series 2016B Notes") to pay the costs of the Series 2015 Capital Program as set forth above and at the same time to issue a Series 2016A Lease Revenue Notes and a Series 2016 Lease Revenue Bonds, the proceeds of each to be used currently refund certain lease revenue notes scheduled to mature on May 17, 2016 and issued pay for additional projects to be undertaken by the County pursuant to a different Bond Resolution and separate lease agreements, as amended; and

WHEREAS, the Commission desires to authorize a Second Amendment to the Leases to provide for the payments of Rentals by the County in connection with the issuance of the Series 2016B Notes; and

WHEREAS, payment of the principal of and interest on the Series 2016B Notes will be payable from Rental Payments to be made by the County under the terms of the Lease Agreements as amended;

NOW, THEREFORE, BE IT RESOLVED BY THE BURLINGTON COUNTY BRIDGE COMMISSION AS FOLLOWS:

ARTICLE I
DEFINITIONS AND INTERPRETATION

Section 101. **Short Title.** This resolution may hereinafter be cited by the Commission, and is hereinafter sometimes referred to, as "2016 Supplemental Resolution".

Section 102. **Authorization for 2016 Supplemental Resolution**. This 2016 Supplemental Resolution supplements the Bond Resolution and is authorized by, and is

adopted pursuant to, the provisions of the Act and Sections 1101 of the Bond Resolution.

Section 103. Certain Definitions. Capitalized terms used but not specifically defined herein and in the recitals hereto shall, unless the context clearly requires otherwise, have the meanings that are ascribed to such terms in the Bond Resolution.

ARTICLE II
AUTHORIZATION OF SERIES 2016B NOTES

Section 201. Authorization of Series 2016B Notes. Pursuant to and in accordance with the provisions of Section 201 of the Bond Resolution, the Commission hereby authorizes the issuance of a series of Lease Revenue Notes, to (i) currently refund the Series 2015B-2 Notes; (ii) fund the cost of additional projects set forth in the 2015 Capital Plan and (iii) pay the costs of issuance relating to the Series 2016B Notes; provided however that the aggregate principal amount of the Series 2016B Notes shall not exceed $86,000,000 as originally authorized in the Bond Resolution. The Series 2016B Notes shall be designated "Lease Revenue Notes (Governmental Leasing Program), Series 2016B."

Section 202. Terms of Series 2016B Notes. (a) The Series 2016B Notes shall be dated their date of issuance, shall mature no later than one year after their date of issuance and shall bear interest at such rate or rates of interest per annum as shall be determined by the Series Certificate delivered prior to the authentication and delivery upon original issuance of the Series 2016B Notes. The Series Certificate may contain such other terms and provisions with respect to the Series 2016B Notes that are not established by the terms of the Bond Resolution or by the terms hereof and that are not inconsistent with the provisions thereof and hereof.

(b) The Series 2016B Notes shall be issued in fully registered form in Authorized Denominations. Unless the Commission shall otherwise direct the Registrar, the Series 2016B Notes shall be lettered and numbered from one upward in order of maturities preceded by the letter "R" and/or such other letter or letters as determined by the Trustee prefixed to the number. Subject to the provisions of this 2016 Supplemental Resolution, the form of the Series 2016B Notes and the Trustee's certificate of authentication shall be substantially in the form set forth in Sections 1401 and 1402 of the Bond Resolution.

(c) The Series 2016B Notes shall be dated, and shall bear interest from the dated date thereof as shall be established in the Series Certificate, except as otherwise provided in Section 301 of the Bond Resolution. The Series 2016B Notes shall mature on the date and in the Principal Amount, and shall bear interest payable on the Note Payment Date at the rate per annum set forth in the Series Certificate relating thereto.

Section 203. Application of Proceeds of Series 2016B Notes. The proceeds from the sale of the Series 2016B Notes shall be applied by the Trustee, upon receipt, in

the manner set forth in Section 201 hereof and as may be further set forth in the Series Certificate.

Section 204. Sale of Series 2016B Notes. (a) Pursuant to and in accordance with the terms of the Bond Resolution, the Commission hereby determines that the Authorized Commission Representatives, are authorized to sell and to award the Series 2016B Notes on behalf of the Commission to the purchaser(s) thereof, including the power to determine, among other things, (a) the amount of the Series 2016B Notes to be issued, in amounts not-to-exceed the amount of the Series 2016B Notes that are authorized to be issued pursuant to the terms of Section 201 hereof, (b) the time and manner of sale of the Series 2016B Notes, (c) the maturity date of the Series 2016B Notes (subject to the limitations contained below and in Section 202 hereof) and the provisions pertaining to redemption, if any, of the Series 2016B Notes, (d) the rate or rates of interest for the Series 2016B Notes, and (e) such other terms and conditions as may be necessary or related to the sale of the Series 2016B Notes, and the Authorized Commission Representatives are hereby authorized to determine the details of and execute a contract of purchase or other similar document, if any, in connection with the sale of the Series 2016B Notes (the "Purchase Contract"). The Authorized Commission Representatives are hereby authorized to award the Series 2016B Notes to the purchaser or purchasers thereof. Such award shall be evidenced by the execution of a Series Certificate.

(b) The Purchase Contract, if any, and the Series Certificate shall determine the terms and conditions relating to the sale of the Series 2016B Notes, including the maturity date for the Series 2016B Notes, the rate or rates of interest to be borne by the Series 2016B Notes and the Underwriter's discount, if any, that is payable to the Underwriter in connection with the sale of the Series 2016B Notes; provided, however, that without the further authorization of the Commission, the final maturity date for the Series 2016B Notes shall be not later than one year from the Date of Issue, the rate or rates of interest (or the net interest rate in the event that the Series 2016B Notes are issued as fixed interest rate obligations) or the initial rate of interest (in the event the Series 2016B Notes bear interest at a variable rate of interest), as the case may be, to be borne by the Series 2016B Notes shall not exceed four percent (4.00%) per annum, and the Underwriter's discount for the Series 2016B Notes shall not exceed $2.50 per $1,000 principal amount of the Series 2016B Notes. The Purchase Contract and the Series Certificate shall contain such other terms and conditions as shall be deemed necessary in connection with the sale of the Series 2016B Notes.

(c) Any Authorized Commission Representative is also authorized to accept terms and conditions relating to the Series 2016B Notes required as a condition to the issuance thereof and to make such necessary changes in this 2016 Supplemental Resolution to reflect such terms and conditions as such Authorized Commission Representative deems necessary and appropriate with the advice of Bond Counsel and to set forth such provisions in the Series Certificate.

(d) The sale and award of the Series 2016B Notes by the Authorized

Commission Representatives shall be evidenced by the execution of the Series Certificate as of the date of the sale and award of the Series 2016B Notes, and the Series Certificate shall be presented to the members of the Commission at the next regular meeting of the Commission following such sale and award as evidence of the terms and details of the sale of the Series 2016B Notes.

(e) The Commission's Bond Counsel, Financial Advisor and the Commission's Underwriters are hereby authorized to prepare and distribute a Preliminary Official Statement on behalf of the Commission in connection with the sale of the Series 2016B Notes. The form and content of such Preliminary Official Statement shall, prior to the distribution thereof, be approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission. Subsequent to obtaining such approval, the Preliminary Official Statement may be revised, if necessary, and may contain additional terms and information relating to the sale of the Series 2016B Notes, the Series 2016A Notes and the Series 2016 Bonds; provided, however, that the form and content of such revised Preliminary Official Statement shall have been previously approved by the Commission, or by any Authorized Commission Representative, as the case may be, acting on behalf of the Commission, prior to the distribution thereof.

(f) The Chairman or the Vice Chairman of the Commission are each hereby authorized to execute the final Official Statement and such officers, including the Chairman or the Vice Chairman, the Executive Director, the Secretary, the Treasurer and any other Authorized Commission Representative, shall execute any closing documents which are required to be executed in connection with the delivery of the Series 2016B Notes. Any actions which are not determined by this or any other resolution of the Commission duly adopted prior to the authentication and delivery of the Series 2016B Notes shall be determined by an Authorized Commission Representative.

(g) The Chairman, Vice Chairman, Secretary and any other Authorized Commission Representative, be, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this 2016 Supplemental Resolution, the Leases (as amended by the Second Amendments to the Leases), the Preliminary Official Statement, the Official Statement and the Purchase Contract and for the authorization, sale and issuance of the Series 2016B Notes. The execution by such officers of any such documents with such changes, insertions or omissions as shall be approved by the Commission's Chairman or Vice Chairman in consultation with the Commission's Bond Counsel shall be conclusive evidence of the approval of such changes, insertions or omissions and no further ratification or other actions by the Commission members shall be required with respect thereto.

Section 205. Amendments to Lease Agreements. (a) The Second Amendment to the Governmental Leasing Program Improvement Lease, substantially in the form set

forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this document. Upon due execution by the Commission and the County, Exhibit A and Exhibit B of the Improvement Lease Agreement are hereby deleted in their entirety and replaced by Exhibit A and Exhibit B attached to the Second Amendment to Improvement Lease, and all references in the Improvement Lease to Exhibit A or Exhibit B shall be references to Exhibit A or Exhibit B, respectively attached to the Second Amendment to Improvement Lease.

(b) The Second Amendment to the Governmental Leasing Program Equipment Lease, substantially in the form set forth on the draft on file with the Commission's Executive Director and General Counsel, together with such changes as may be required for such amendment to be effective in the opinion of General Counsel, is hereby approved. An Authorized Commission Representative is hereby authorized to execute the same on behalf of the Commission and the Secretary is hereby directed to seal and attest this documents. Upon due execution by the Commission and the County, Exhibit A of the Equipment Lease Agreement is hereby deleted in its entirety and replaced by Exhibit A attached to the Second Amendment to Equipment Lease, and all references in the Equipment Lease to Exhibit A shall be references to Exhibit A attached to the Second Amendment to Equipment Lease.

ARTICLE III
MISCELLANEOUS

Section 301. Supplemental Resolutions. Amendment of 2016 Supplemental Resolution. At any time or from time to time, a Supplemental Resolution of the Commission may be adopted for the purpose of further supplementing or amending the Bond Resolution or amending or supplementing this 2016 Supplemental Resolution, in each case upon the terms and conditions set forth in Article XI of the Bond Resolution. Notwithstanding the foregoing, the authorization of the issuance and sale of any of the Series 2016B Notes may be modified or rescinded at any time prior to the issuance or sale thereof by resolution duly adopted by the Commission.

Section 302. Severability of Invalid Provisions. If any one or more of the provisions, covenants or agreements in this 2016 Supplemental Resolution on the part of the Commission or any fiduciary to be performed should be contrary to law, then such provision or provisions, covenant or covenants, or agreement or agreements shall be deemed separable from the remaining provisions, covenants and agreements and shall in no way affect the validity of the other provisions of this 2016 Supplemental Resolution or of the Series 2016B Notes.

Section 303. Successors and Assigns. Whenever in this 2016 Supplemental Resolution the Commission is named or referred to, it shall, and shall be deemed to,

include its successors and assigns, whether so expressed or not. All of the covenants, stipulations, obligations and agreements by or on behalf of, and other provisions for the benefit of, the Commission contained in this 2016 Supplemental Resolution shall bind and inure to the benefit of such successors and assigns and of any officer, board, commission, authority, agent or instrumentality to whom or to which there shall be transferred by or in accordance with law any right, power or duty of the Commission or of its successors or assigns, the possession of which is necessary or appropriate in order to comply with any such covenants, stipulations, obligations, agreements or other provisions of this 2016 Supplemental Resolution.

Section 304. No Recourse on Series 2016B Notes. No recourse shall be had for the payment of the principal or redemption price of or interest on the Series 2016B Notes or for any claim based thereon or on the Bond Resolution or this 2016 Supplemental Resolution against any member, commissioner or other officer of the Commission or any person executing the Series 2016B Notes. The Series 2016B Notes are not and shall not be in any way a debt or liability of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Bond Resolution and this 2016 Supplemental Resolution, and the County, to the extent set forth in the Leases (as amended by the Second Amendments to the Leases)), and do not and shall not create or constitute any indebtedness, liability or obligation of the State or of any political subdivision thereof (other than the Commission, to the limited extent set forth in the Bond Resolution and this 2016 Supplemental Resolution, and the County, to the extent set forth in the Leases (as amended by the Second Amendments to the Leases)), either legal, moral or otherwise. The Commission has no taxing power.

Section 305. Incorporation of Bond Resolution by Reference. All other provisions of the Bond Resolution, as heretofore amended and supplemented, are incorporated by this reference, as if the same were set forth in full herein, and such provisions shall remain in full force and effect.

Section 306. 2016 Supplemental Resolution to Constitute a Contract; Governing Law. This 2016 Supplemental Resolution shall be deemed to be a contract made under the laws of the State, and for all purposes shall be construed in accordance with the laws of the State.

Section 307. Effective Date. In accordance with the terms of Section 1101 of the Bond Resolution, this 2016 Supplemental Resolution shall be fully effective in accordance with its terms upon the filing with the Trustee of a copy of this 2016 Supplemental Resolution, certified by an Authorized Commission Representative.

RECORDED VOTE

NAME	AYE	NO	ABSTAIN	ABSENT
John B. Comegno II	x			
James D. Fattorini	x			

Troy E. Singleton x

The foregoing is a true copy of a resolution adopted by the governing body of the Burlington County Bridge Commission on March 15, 2016.

Kathleen M. Wiseman, Secretary
03/15/2016
Date

[SEAL]

Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

RESOLUTION NO. 2016-28

RESOLUTION TO CONVENE EXECUTIVE SESSION MEETING

WHEREAS, the Burlington County Bridge Commission ("Commission") is subject to certain requirements of the Open Public Meetings Act, N.J.S.A. 10:4-6, et seq.; and

WHEREAS, the Open Public Meetings Act, N.J.S.A. 10:4-12, provides that an Executive Session, not open to the public, may be held for certain specified purposes when authorized by Resolution; and

WHEREAS, it is necessary for the Commission to discuss in a session not open to the public certain matters relating to the item or items authorized by N.J.S.A. 10:4-12b and designated below:

☐ (1) Matters Required by Law to be Confidential: Any matter which, by express provision of Federal law or State statute or rule of court shall be rendered confidential or excluded from the provisions of the Open Public Meetings Act.

☐ (2) Matters Where the Release of Information Would Impair the Right to Receive Funds: Any matter in which the release of information would impair a right to receive funds from the Government of the United States.

☐ (3) Matters Involving Individual Privacy: Any material, the disclosure of which constitutes an unwarranted invasion of individual privacy such as any records, data, reports, recommendations, or other personal material of any educational, training, social service, medical, health, custodial, child protection, rehabilitation, legal defense, welfare, housing, relocation,

insurance and similar program or institution operated by a public body pertaining to any specific individual admitted to or served by such institution or program, including but not limited to, information relative to the individual's personal and family circumstances, and any material pertaining to admission, discharge, treatment, progress or condition of any individual, unless the individual concerned (or, in the case of a minor or incompetent, his guardian) shall request in writing that the same be disclosed publicly.

☐ (4) Matters Relating to Collective Bargaining Agreements: Any collective bargaining agreement, or the terms and conditions which are proposed for inclusion in any collective bargaining agreement, including the negotiation of the terms and conditions thereof with employees or representatives of employees of the public body.

☐ (5) Matters Relating to the Purchase, Lease of Acquisition of Real Property or the Investment of Public Funds: Any matter involving the purchase, lease or acquisition of real property with public funds, the setting of banking rates or investment of public funds, where it could adversely affect the public interest if discussion of such matters were disclosed.

☐ (6) Matters Relating to Public Safety and Property: Any tactics and techniques utilized in protecting the safety and property of the public, provided that their disclosure could impair such protection. Any investigations of violations of possible violations of the law.

☐ (7) Matters Relating to Litigation, Negotiations and the Attorney-Client Privileges. Any pending or anticipated litigation or contract negotiation in which the public body is, or may become, a party. Any matters falling within the attorney-client privilege, to the extent that confidentiality is required in order for the attorney to exercise his ethical duties as a lawyer.

☒ (8) Matters Relating to the Employment Relationship: Any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of the performance of promotion or disciplining of any specific prospective public officer or employee or current public officer or employee employed or appointed by the public body, unless all the individual employees or appointees whose rights could be adversely affected request in writing that such matter or matters be discussed at a public meeting.

☐ (9) Matters Relating to Potential Imposition of a Penalty: Any deliberations of a public body occurring after a public hearing that may result in the imposition of a specific civil penalty upon the responding party or the suspension or loss of a license or permit belonging to the responding party bears responsibility.

NOW, THEREFORE, BE IT RESOLVED by the Burlington County Bridge Commission, County of Burlington, State of New Jersey, assembled in public session, that an Executive Session executive to the public shall be held in the Administration Building of the Commission, 1300 Route 73 North, Palmyra, New Jersey, for the discussion of matters relating to the specific items designated above.

It is anticipated that the deliberations conducted in executive session may be disclosed to the public upon the determination of the Commission that the public interest will no longer be served by such confidentiality.

Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

MOTION TO RETURN TO PUBLIC SESSION

Commissioner Singleton moved to return to public session. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

HUMAN RESOURCES

Director Constance Borman reported on the following personnel issues for Commission approval:

PROMOTION – Requires Commission Approval		**Effective**
Leslie Dobbs	F/T Tolls	02/29/16

PROBATION - Requires Commission Approval		**Effective**
James Jordan	P/T Tolls	02/10/16
Michael Hailey	P/T Tolls	02/17/16
Armida Jacobs	P/T Tolls	02/25/16
Madelyn Esposito	F/T Dispatcher	03/08/16

RETIREMENTS – Requires Commission Approval		**Effective**
Robert J. Rein	F/T Administration	03/01/16
Kenneth D. Benson	F/T Police	03/01/16
Robert J. Shannon	P/T Tolls	04/01/16
Glenn A. Entwistle	F/T Police	07/01/16

TERMINATION – Requires Commission Approval		**Effective**
Erick Viereck	P/T Tolls	03/01/16
Michael Spezzano	F/T Maintenance	03/15/16

RESIGNATION – Requires Commission Approval		**Effective**
Ryan Rubright	P/T Tolls	02/29/16

LEAVE OF ABSENCE – Requires Commission Approval		**Effective**
James Jeffers	F/T Maintenance	03/03/16

Chairman Comegno moved to approve the promotion of Leslie Dobbs. Vice-Chairman Fattorini seconded the motion.

VOTE: **Yeas -- Comegno**
Fattorini
Abstain Singleton

Chairman Comegno requested to approve by block the Probations and Retirements. Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

Chairman Comegno requested to approve the termination of Erick Viereck. Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

Chairman Comegno moved to approve the termination of Michael Spezzano. Commissioner Singleton seconded the motion.

VOTE: **Yeas -- Comegno**
Singleton
Abstain Fattorini

Chairman Comegno requested to approve by block the Resignation and Leave of Absence. Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

Director Constance Borman presented the Commission with a plaque from the Salvation Army for the Commission's participation in the Holiday Toy Drive.

Executive Director Jeffers requested permission to advertise for Tacony-Palmyra Bridge mechanical upgrades and repairs; and permission to attend Burlington County Chamber of Commerce's Voice of Business Dinner on April 18, 2016. Commissioner Singleton moved to approve. Vice-Chairman Fattorini seconded the motion. The motion passed unanimously.

OLD BUSINESS

Chairman Comegno called for any old business to come before the Commission.

NEW BUSINESS

Chairman Comegno called for any new business to come before the Commission.

PUBLIC COMMENT

Chairman Comegno called for any additional public comment to come before the Commission.

Chairman Comegno asked for any further business to come before the Commission.

Chairman Comegno asked for a motion to adjourn the meeting. Vice-Chairman Fattorini moved to approve. Commissioner Singleton seconded the motion. The motion passed unanimously.

Respectfully submitted,

Kathleen M. Wiseman
Secretary