

CITY OF GLOUCESTER CITY, NEW JERSEY

RESOLUTION NO. 108-2016

**RESOLUTION OF THE MAYOR AND COMMON COUNCIL
OF THE CITY OF GLOUCESTER CITY, COUNTY OF
CAMDEN, NEW JERSEY CONFIRMING THE DETAILS OF
THE SALE OF THE CITY'S GENERAL OBLIGATION
BONDS, SERIES 2016C AND GENERAL OBLIGATION
BONDS, SERIES 2016D TO THE NEW JERSEY
ENVIRONMENTAL INFRASTRUCTURE TRUST AND THE
STATE OF NEW JERSEY, ACTING BY AND THROUGH
THE NEW JERSEY DEPARTMENT OF ENVIRONMENTAL
PROTECTION PURSUANT TO THE 2016 NEW JERSEY
ENVIRONMENTAL INFRASTRUCTURE TRUST
FINANCING PROGRAM**

BACKGROUND

WHEREAS, the City of Gloucester City, County of Camden, New Jersey ("City") has determined there exists a need for various improvements to the City's sanitary sewer system including, but not limited to, the removal and replacement of sanitary sewer mains and the extension of the existing sanitary sewer system ("2016 Project") as described in that certain Loan Agreement ("Trust Loan Agreement") to be entered into between the City and the New Jersey Environmental Infrastructure Trust ("Trust") and that certain Loan Agreement ("Fund Loan Agreement"; together with the Trust Loan Agreement, the "Loan Agreements") to be entered into between the City and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection ("State"), all pursuant to the 2016 New Jersey Environmental Infrastructure Trust Financing Program; and

WHEREAS, the City has determined to finance the acquisition, construction, renovation and installation of the 2016 Project with the proceeds of a loan to be made by each of the Trust ("Trust Loan") and the State ("Fund Loan"; together with the Trust Loan, the "Loans") pursuant to the Trust Loan Agreement and the Fund Loan Agreement, respectively; and

WHEREAS, to evidence the Loans, each of the Trust and the State require the City to authorize, execute and deliver its General Obligation Bonds, Series 2016C ("2016C Bonds"), and its General Obligation Bonds, Series 2016D ("2016D Bonds", together with the 2016C Bonds, the "2016 Bonds"), pursuant to the terms of applicable law and pursuant to the terms of the Loan Agreements; and

WHEREAS, pursuant to the Local Bond Law, constituting Chapter 169 of the Laws of the State of New Jersey the Mayor and Common Council of the City have, pursuant to Bond Ordinance No. 8-2013, as amended by Ordinance 6-2016, each duly and finally adopted and published in accordance with the requirements of the Local Bond Law (collectively, the "Bond Ordinance"), authorized the issuance of general obligation bonds or bond anticipation notes of the City to finance the costs of the 2016 Project; and

WHEREAS, pursuant to a resolution adopted by the Mayor and Common Council on April 4, 2016 ("Authorizing Resolution"), the City authorized and approved the issuance and sale of up to \$688,596 of the 2016 Bonds of the City, consisting of the City's 2016C Bonds and 2016D Bonds, to finance the costs of the 2016 Project; and

WHEREAS, *N.J.S.A.* 40A:2-27(a)(2), allows for the sale of the 2016C Bonds and the 2016D Bonds to the Trust and the State, respectively, without any public offering, and *N.J.S.A.* 58:11B-9(a) allows for the sale of the 2016D Bonds to the Trust, without any public offering, all under the terms and conditions set forth herein; and

WHEREAS, the Trust has sold its bonds to fund the Trust Loan, thereby enabling the City to confirm the exact aggregate principal amount of and debt service schedule for each series of the 2016 Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE MAYOR AND COMMON COUNCIL OF THE CITY OF GLOUCESTER CITY, COUNTY OF CAMDEN, NEW JERSEY, PURSUANT TO THE LOCAL BOND LAW (NOT LESS THAN TWO-THIRDS

OF ALL THE MEMBERS THEREOF AFFIRMATIVELY CONCURRING), AS FOLLOWS:

Section 1. The sale of the 2016C Bonds to the Trust and the 2016D Bonds to the State is hereby authorized, approved, ratified and confirmed. The 2016C Bonds shall be released from escrow in accordance with the terms of the escrow agreement between the Trust, the State, the escrow agent and the City ("Escrow Agreement") and thereby issued in accordance with the principal amount, interest rates and maturity schedule set forth on Schedule "A" attached hereto and made a part hereof. The 2016D Bonds shall be released from escrow in accordance with the terms of the Escrow Agreement and thereby issued in accordance with the principal amount and maturity schedule set forth on Schedule "B" attached hereto and made a part hereof.

Section 2. All actions heretofore taken and documents prepared or executed by or on behalf of the City by the Mayor, Chief Financial Officer, Municipal Clerk, other City officials or by the City's professional advisors, in connection with the issuance and sale of the 2016 Bonds or the 2016 Project are hereby ratified, confirmed, approved and adopted.

Section 3. The Mayor, Chief Financial Officer or Municipal Clerk are each hereby authorized to determine all matters and execute all documents and instruments in connection with the 2016 Bonds or the 2016 Project not determined or otherwise directed to be executed by the Local Bond Law, the Bond Ordinance, or by this or any subsequent resolution, and the signature of the Mayor, Chief Financial Officer or Municipal Clerk on such documents or instruments shall be conclusive as to such determinations.

Section 4. All resolutions, or parts thereof, inconsistent herewith or with the Authorizing Resolution, are hereby rescinded and repealed to the extent of any such inconsistency.

Section 5. This resolution shall take effect immediately upon adoption this 19th day of May, 2016.

Recorded Vote

AYE

NO


ABSTAIN

ABSENT

Baus
Hutchinson
Johnson
Kerry
Spencer
James

Keating

The foregoing is a true copy of a resolution adopted by the Mayor and Common Council on
May 19, 2016.


KATHLEEN M. JENTSCH, City Clerk

[SEAL]