

**TOWNSHIP OF OCEAN SEWERAGE AUTHORITY
REGULAR MEETING**

Oakhurst, NJ

November 7, 2019

A meeting of the Township of Ocean Sewerage Authority was held on the above date at the Authority Administration Building, 224 Roosevelt Avenue, Oakhurst, New Jersey.

Present: Bernhardt, Galvin, Stubbs, Villapiano
Absent: Theodora
Others: Attorney Bonello, Executive Director William Schmeling,
Operations Manager Edward Kwityn, Secretary Ruth Finn

Chairman Galvin called the meeting to order and all recited The Pledge of Allegiance.

The Chairman announced that the Meeting was being held in conformance with the Open Public Meetings Act of 1975 and that adequate notice has been duly posted where required and mailed to the Asbury Park Press and the Coaster in accordance with the law.

WORK SESSION

Executive Directors Report. The Director advised that we should have our connection fee hearing at the December 3, 2019 meeting.

He noted that there is no bypass at Cedar Village, so if anything should go wrong there it could be a serious problem. The price to put in a bypass would be either \$24,000 or \$30,000 depending on whether or not there would be a full vault. He recommends that we proceed with the installation of a bypass at this location.

With regard to the ocean outfall line, he advised that last night the workers were hoping to cut the pipe and set in the new pipe. However, the engineers recommended that they make sure that they had all the holes for the diffuser. Unfortunately they were missing a few so this work was briefly postponed. They are hoping that next Tuesday they could put on the flange and weld it.

The Director advised that he has been speaking with the Administrator of Allenhurst about their Interlocal Service Agreement. They may meet to discuss the some changes in the agreement.

Attorneys Report. Mr. Bonello reported that he has spoken with the Mr. Schmeling a few times to keep up to date.

Operations Manager Report. Mr. Kwityn gave a brief review of his written report. He advised that the new jet truck should be finished by November 22, so we should have it by December. Mr. Bernhardt said that he might have a buyer for the old truck.

He advised that there have been some odor problems since the change in the weather. Representatives of BioAir are coming in next week to address this issue.

Mr. Kwityn reported that there have been some grease problems. Mr. Bonello said there should be something in the rules and regulations that would give us the right to inspect to make sure that the traps are installed and used correctly.

BUSINESS SESSION

Review of Bill List. The bill list was reviewed and discussed. Resolution

Mr. Stubbs offered the following resolution and moved its adoption. Mr. Bernhardt seconded the motion.

**RESOLUTION 19 - 95
BILL LIST**

BE IT RESOLVED by the Township of Ocean Sewerage Authority, in the County of Monmouth, New Jersey (not less than three (3) members affirmatively concurring) as follows:

1. All bills or claims as reviewed and approved by the Executive Director and as set forth in this Resolution are hereby approved for payment.
2. The authorized signers of checks are hereby authorized and directed to sign checks in the payment of bills and claims, which are hereby approved.

The computer printout of the list of bills will be on file in the Purchasing Agent's Office.

CURRENT FUND	\$ 538,576.52
REVIEW and INSPECTION	238.50
RENEWAL and REPLACEMENT	45,000.00
EIT and CONSTRUCTION	813,076.68
PAYROLL ACCOUNT	99,818.48
TOTAL BILLS PAYABLE	\$ 1,496,710.18

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano
 Yes Yes Yes Yes

CONSENT AGENDA

Mr. Stubbs moved the approval of the Minutes for the October 8, 2019 meeting, the Operation Managers Report and the adoption of Resolutions 19-85A, 19-96, 19-98 and 19-99 as a Consent Agenda. Mr. Bernhardt seconded the adoption of the Consent Agenda.

- a. Approval of Minutes of October 8, 2019 regular meeting.
- b. Motion to receive and file Operation Manager's Report.

Operations Managers Report
November 2019

Electrical:

- Checked all heaters in the buildings for the winter.
- Replaced power supply in the grit building RTU cabinet.
- Ran generators.
- Worked with Pilot Electric, re-installed Main pump 2.
- Completed 3 more pump stations for Collection System Communication upgrade.
- Finished installing motion sensors for lighting in various rooms.
- Main Pump Building control panel CPU went bad, replaced with a rebuilt unit.
- Looking into surge protector for plant, as per Ed and Bill.
- Worked with Flow Tech, yearly flow meter calibrations.
- Replaced battery for modem at Asbury Pump Station.
- Worked on pm work order list.
- Worked with EMI on control wiring for the electrical upgrade plant.

Collections:

TV inspection

25 Barbra Lane, sinkhole in lawn could be storm sewer or sanitary sewer line. Inspected both lines and both were in good shape. Town will fill in hole

Highway 35, found big grease deposit on top of pipe that causes a back up to occur every so often. Jetted area while watching with camera and we removed about 90% of grease from the top of the pipe. We will do this again in the spring

Corlies Ave in Allenhurst from the Ocean to Main Street, some roots in main were cut out. Waiting on the borough to dig up main and remove a large root so we can finish the inspection. This work was done for the Allenhurst Borough.

Franklin Ave, routine inspection of the street. We should be done with this area of town within the next month

4500 feet of line inspected

Line Maintenance

804 Avon jetted lateral

Highway 35 from Sunset to Main Street Bar and Grill

Logan Rd to from 35 to Sunset

Burkes easement to 35 and west on sunset

Jet plant drain before we start to empty final settling tanks

Ring Rd to Highway 35

Fairmont Ave

South Dittmar Ave

Service calls

1206 West Park, sewer line tie in to main

49 Old Farm Rd, sewer line tie in to main

1413 Wickapecko Rd, lateral backed up at curb jetted line and running good now

Police called us out to West Park and Whalepond, broken storm grate, not a TOSA issue

900 block of Darlene Ave, 3 loose manhole lids, we put in rubber gaskets in between lid and ring and this has stopped the loud banging noise.

Plant:

72 Sludge Trucks out. 490,000 gallons removed @ 2.6%.

Waste to Roto-Drums 1.17 million gallons

400,000 out of the Thickener to the Holding Tank

Operations:

Design Plastics and United Fabrications were out to quote Primary Effluent channel covers.

Bio-Air and Evoqua were out to look at the above area for odor control units.

A resident on West Morgan Ave. left a complaint of bad odors. It seemed to be from the above area.

I went to SPPP (Oil Section) Seminar. We now are under the requirement for this program.

Our new See-Plex pump is being installed.

Met with Pilot Electric to go over next year's equipment rebuild list.

EMI back (1 person) working on Control Room and PSA Building wiring.

Morehouse Engineering seems to have Whalepond Pump Station working as it should.

next step installing new alarm system and rest of the stations.

We had forklift certification and ladder safety training; Harry Smith did the training.

Had another monthly meeting for the Interlaken Pump Station Project.

Had Pilot price out a booster pump/ filter system for the sludge building, for the polymer system.

Continued on dismantling old electrical equipment and bring useable parts to the recyclable center.

All fire extinguishers were serviced this month.

Maintenance:

PSA BUILDING

- 10/10/19 – Replace cracked steel T on water separator drain piping.
- 10/16/19 – Nalco Water came in to setup their chemicals for cooling water.
- Note: We have already seen an improvement in the water quality.
- 10/28/19 – Found cooling water conductivity sensor leaking. Replace seal.

MAIN PUMP BUILDING

- 10/2/19 – Pilot installed rebuilt Main Pump #2.
- 10/9/19 – Pilot installed automatic air bleeders on Main Pump #2. System is working efficiently.

AERATION TANK

- 10/7/19 – Pilot pulled mixer 110 gearbox and motor for rebuild.
- 10/14/19 – Replace Mixer 250 bushing and coupling.

GRIT REMOVAL SYSTEM

- 10/24/19 – Remove Grit Pump #2 – awaiting delivery of new pump.

TRUCK MAINTENANCE

- 10/1/19 – Camera Truck – Install new electrical cord on reel for camera.
- 10/25/19 – Truck #2 - Install new power/ground cable assembly (truck side) for snowplow.
- 10/28/19 – Truck #3 – Found shorted battery. Install new battery and check charging system.

19 - 85A

**2020 AUTHORITY BUDGET RESOLUTION
TOWNSHIP OF OCEAN SEWERAGE AUTHORITY
FISCAL YEAR: JANUARY 1, 2020 TO DECEMBER 31, 2020**

WHEREAS, the Annual Budget and Capital Budget for the Township of Ocean Sewerage Authority for the fiscal year beginning January 1, 2020 and ending December 31, 2020 has been presented to the governing body of the Township of Ocean Sewerage Authority at its open public meeting of October 8, 2019; and

WHEREAS, the Annual Budget, as introduced, reflects Total Revenues of \$7,351,388, Total Appropriations, including any Accumulated Deficit, of \$7,351,388 and Total Unreserved Net Assets utilized of \$0.00; and

WHEREAS, the Capital Budget, as introduced, reflects Total Capital Appropriations of \$1,000,000 and Total Unreserved Net Position planned to be utilized as funding thereof of \$0.00; and

WHEREAS, the schedule of rates, fees and other charges in effect will produce sufficient revenue, together with all other anticipated revenues to satisfy all obligations to the holders of bonds of the Authority, to meet operating expenses, capital outlays, debt service requirements, and to provide for such reserves, all as may be required by law, regulation or terms of contracts and agreements; and

WHEREAS, the Capital Budget/Program, pursuant to N.J.A.C. 5:31-2, does not confer any authorization to raise or expend funds; rather it is a document to be used as part of the Authority's planning and management objectives; specific authorization to expend funds for the purposes described in this Section of the budget must be granted by bond resolution, by a project financing agreement, by resolution appropriating funds from the Renewal and Replacement Reserve or other means provided by law.

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the Township of Ocean Sewerage Authority at an open public meeting held on October 8, 2019 that the

Annual Budget, including appended Supplemental Schedules, and the Capital Budget/Program of the Township of Ocean Sewerage Authority for the fiscal year beginning January 1, 2019 and ending December 31, 2019 is hereby approved; and

BE IT FURTHER RESOLVED that the anticipated revenues as reflected in the Annual Budget are of sufficient amount to meet all proposed expenditures/expenses and all covenants, terms and provisions as stipulated in the Authority's outstanding debt obligations, capital lease arrangements, service contracts and other pledged agreements; and

BE IT FURTHER RESOLVED that the Governing Body of the Township of Ocean Sewerage Authority will consider the Annual Budget and Capital Budget/Program for adoption on December 3, 2019.

19 - 96

DECLARING ACCOUNT NUMBER 1383-0 INACTIVE

WHEREAS, account number 1383-0 is a residential property located at 360 West Park Avenue in the Township of Ocean (the "Property"); and

WHEREAS, the property was disconnected from the Authority's collection system on or about October 10, 2019.

NOW, THEREFORE, BE IT RESOLVED by the Township of Ocean Sewerage Authority that account number 1383-0 be declared inactive as of October 10, 2019 until such time as a Temporary or Permanent Certificate of Occupancy is issued; and

BE IT FURTHER RESOLVED that the amount of \$12.50 is due and payable for the fourth quarter 2019 service charge.

19 - 98

AUTHORIZING RENEWAL OF CONTRACT FOR FURNISHING AND DELIVERY OF CALCIUM NITRATE AND TWICE YEARLY SYSTEM MAINTENANCE TO EVOQUA WATER TECHNOLOGIES LLC FOR THE PERIOD OCTOBER 1, 2019 TO SEPTEMBER 30, 2020

WHEREAS, the Township of Ocean Sewerage Authority advertised for the receipt of bids for Furnishing and Delivery of Calcium Nitrate and Twice Yearly System Maintenance in the Asbury Park Press on October 25, 2016 and posted the bid opportunity and bid documents on its website; and

WHEREAS, a single bid was received at the Authority's office on the return date of November 17, 2016; and

WHEREAS, a two-year contract was awarded to Evoqua Water Technologies LLC. by resolution dated December 6, 2016; and

WHEREAS, the bid document provided that the Authority could renew the contract award for two (2) one-year periods in accordance with N.J.S.A. 40A:11-15; and

WHEREAS, the Authority's staff has determined that the services provided have been performed in an effective and efficient manner; and

WHEREAS, Evoqua Water Technologies LLC has advised the Authority that it will hold its bid prices for the period November 1, 2018 to October 31, 2019; and

WHEREAS, the Authority is desirous of continuing its working relationship with Evoqua Water Technologies LLC.; and

WHEREAS, Evoqua Water Technologies LLC has requested a two percent (2%) increase which the Authority finds reasonable over the full term of the contract; and

WHEREAS, the Authority's Executive Director has certified that funds are available for this contract under Bioxide (01-60-600-370 and 01-61-601-401).

NOW, THEREFORE, BE IT RESOLVED that the Township of Ocean Sewerage Authority hereby renews its contract for Furnishing and Delivery of Calcium Nitrate and Twice Yearly System Maintenance for the period November 1, 2019 to October 31, 2020 at a per gallon price of \$2.70, the amount to be paid under the contract shall be in accordance with the quantity of materials provided at prevailing per gallon charge; and

BE IT FURTHER RESOLVED that the Chairman and Secretary are hereby authorized and directed to execute the contract for the award on behalf of the Authority.

19 - 99

AUTHORIZING APPLICATION TO THE LOCAL FINANCE BOARD PURSUANT TO N.J.S.A. 40A:5A-6 AND AUTHORIZING ITS PARTICIPATION IN THE GOVERNMENTAL LOAN BOND FINANCING PROGRAM OF THE MONMOUTH COUNTY IMPROVEMENT AUTHORITY

WHEREAS, The Township of Ocean Sewerage Authority (the "Authority") desires to make application to the Local Finance Board for its review of a proposed project financing consisting of the replacement and rehabilitation of collection system lines, and aeration tank concrete rehabilitation; and

WHEREAS, the Authority has reviewed the Governmental Loan Program proposed by The Monmouth County Improvement Authority (the "MCIA"), whereby the MCIA would issue its bonds through the Governmental Loan Bond Financing Program, to be secured by, inter alia, the Authority's bonds to be issued and sold to the MCIA; and

WHEREAS, the Authority believes that participation in the MCIA's Governmental Loan Bond Financing Program may benefit the Authority due to reduced interest costs as a result of a guaranty by the County of Monmouth, New Jersey (the "County Guaranty") on the debt service of the MCIA bonds issued under its Governmental Loan Bond Financing Program; and

WHEREAS, the Authority further believes that any savings the Authority can achieve for its ratepayers is of importance to its community, and accordingly the Authority desires to issue its bonds through the MCIA's Governmental Loan Bond Financing Program; and

WHEREAS, pursuant to N.J.S.A. 40A:5A-6, prior to the adoption of a bond resolution by the Authority authorizing the issuance of bonds or notes, the proposed project financing must be submitted to the Local Finance Board for its review; and

WHEREAS, the Authority 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 district of the Authority;
- (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 district of the Authority and will not create an undue financial burden to be placed upon the Authority;

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of The Township of Ocean Sewerage Authority, as follows:

Section 1. The Authority hereby authorizes the Authority's participation in the MCIA's Governmental Loan Bond Financing Program.

Section 2. An application to the Local Finance Board reflecting the foregoing transaction (the "Application") is hereby approved, and the Authority's Executive Director, General Counsel and Bond Counsel, along with other representatives of the

Authority, are hereby authorized to prepare such Application, to file such Application with the Local Finance Board, and to represent the Authority in matters pertaining thereto.

Section 3. The Secretary of the Authority is hereby directed to prepare and file a copy of this Resolution and the proposed supplemental bond resolution and other appropriate documents with the Local Finance Board as part of such Application.

Section 4. 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(s).

Section 5. This Resolution shall take effect immediately.

VOTE ON CONSENT ITEMS:

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano
Yes Yes Yes Yes

Mr. Bernhardt offered the following Resolution and moved its adoption. Mr. Stubbs seconded the motion.

19 - 97

AUTHORIZING CHANGE ORDER NO. 2 TO DeMAIO ELECTRICAL COMPANY, INC. CONTRACT FOR INTERLAKEN PUMP STATION RECONSTRUCTION PROJECT

WHEREAS, the Authority awarded a contract for the Interlaken Pump Station Reconstruction project to DeMaio Electrical Company, Inc. ("DeMaio") in the amount of \$3,265,000 (the "Project") on September 4, 2018; and

WHEREAS, the contract provided for DeMaio to remove the sludge from existing underground holding tanks; and

WHEREAS, when the sludge in the holding tanks was tested, it was determined that it was not subject to disposal in accordance with the specifications of the contract for the Project; and

WHEREAS, DeMaio has indicated the increased cost to disposal of the sludge will be \$27,519.03; and

WHEREAS, by letter dated October 24, 2019 Maser Consulting has confirmed the change order amount of \$27,519.03.

THEREFORE, BE IT RESOLVED that the Township of Ocean Sewerage Authority hereby approves Change Order No. 2 in the amount of \$27,519.03.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano
Yes Yes Yes Yes

Resolution

Mr. Bernhardt offered the following Resolution and moved its adoption. Mr. Villapiano seconded the motion.

19 - 100

TENTH SUPPLEMENTAL SEWER REVENUE BOND RESOLUTION AUTHORIZING \$825,000 SEWER REVENUE BONDS, SERIES 2019 OF THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY, AND DETERMINING VARIOUS MATTERS PERTAINING THERETO

WHEREAS, on June 14, 1985, The Township of Ocean Sewerage Authority (the "Authority") adopted a resolution entitled "Sewer Revenue Bond Resolution" (as

amended and supplemented from time to time, the “General Bond Resolution”); and

WHEREAS, the Authority in accordance with the provisions of the General Bond Resolution desires to authorize the issuance and delivery of not to exceed \$825,000 of Bonds to be designated as “Sewer Revenue Bonds, Series 2019” (the “Series 2019 Bonds”) to provide for (1) the financing of all or a portion of the costs of a capital project consisting of the replacement and rehabilitation of collection system lines, and aeration tank concrete rehabilitation, and (2) the payment of costs associated with the issuance of such bonds pursuant to this resolution (this “Tenth Supplemental Resolution”) (collectively referred to herein as the “2019 Project”)

WHEREAS, the Authority desires to participate in the Monmouth County Improvement Authority (“MCIA”) Governmental Loan Program, to issue and sell its Series 2019 Bonds pursuant to this Tenth Supplemental Resolution to the MCIA in an aggregate principal amount of not to exceed \$825,000; and

WHEREAS, on November 7, 2019 the Authority adopted a resolution entitled “Resolution of The Township of Ocean Sewerage Authority Making Application to the Local Finance Board Pursuant to N.J.S.A. 40A:5A-6 and Authorizing its Participation in the Governmental Loan Bond Financing Program of The Monmouth County Improvement Authority”, which authorized the MCIA to submit an application to the Local Finance Board (“LFB”) on behalf of the MCIA and the Authority; and

WHEREAS, on November 13, 2019, the LFB is expected to hold a hearing to consider findings in respect of (i) the issuance by the MCIA of its revenue bonds (the “MCIA Bonds”) and (ii) the issuance by the Authority of the Series 2019 Bonds, in each case in order to, inter alia, finance the cost of the 2019 Project; and

WHEREAS, the Authority will receive a proposal for the purchase of the Series 2019 Bonds from the MCIA; and

WHEREAS, the Authority acknowledges that, in reliance on the terms and conditions contained in this Tenth Supplemental Resolution, the MCIA intends to execute a contract of purchase with an underwriter pertaining to the sale of the MCIA Bonds, the proceeds of which shall be used by the MCIA, inter alia, to purchase the Series 2019 Bonds; and

WHEREAS, the Authority desires to provide terms and conditions with respect to such Series 2019 Bonds in addition to those which have been previously established under and pursuant to the General Bond Resolution.

NOW THEREFORE, BE IT RESOLVED BY THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY, AND THE MEMBERS THEREOF, AS FOLLOWS:

ARTICLE I.

Definitions and Interpretation

Section 101 Terms Defined in Resolution. Whenever used or referred to in this Tenth Supplemental Resolution, all words or terms which are defined in Section 101 of the General Bond Resolution shall have the meanings given or ascribed to such words or terms, respectively, in said Section 101, except as to any words or terms which are defined in Section 102 hereof.

Section 102 Other Definitions. Unless a different meaning clearly appears from the context, in this Supplemental Resolution:

(a) Articles and Sections mentioned by numbers are the respective Articles and Sections of this Tenth Supplemental Resolution so numbered;

(b) "Act" means the Sewerage Authorities Law of New Jersey, constituting Chapter 138 of the Pamphlet Law of 1946, of the State of New Jersey, and the acts amendatory thereof and supplemental thereto;

(c) "Bond Purchase Agreement" means the Bond Purchase Agreement, to be dated on or about the date of the pricing of the MCIA Bonds, between the MCIA and the Authority;

(d) "Certificate of the Executive Director" means a Certificate of the Authority's Executive Director, which shall be executed subsequent to the adoption of this Tenth Supplemental Indenture, approving the final terms of the Series 2019 Bonds upon pricing, as authorized to be executed in accordance with this Tenth Supplemental Resolution.

(e) "Continuing Disclosure Agreement" means the Continuing Disclosure Agreement, if any, to be dated as of the date of closing of the Series 2019 Bonds, between the Authority and the trustee for the MCIA Bonds.

(f) "General Bond Resolution" means the General Bond Resolution, as amended and supplemented to date, including by this Tenth Supplemental Resolution;

(g) The terms "herein," "hereunder," "hereby," "hereto," "hereof," and any similar terms, refer to this Tenth Supplemental Resolution, the term "heretofore" means before the time of adoption of this Tenth Supplemental Resolution; and the term "hereafter" means after the time of adoption of this Tenth Supplemental Resolution;

(h) "Resolution" means, collectively, the General Bond Resolution and this Tenth Supplemental Resolution;

(i) "Series 2019 Bonds" means any of the Bonds of the Authority authorized to be issued by and pursuant to this Tenth Supplemental Resolution;

(j) "Tenth Supplemental Resolution" means this Tenth Supplemental Bond Resolution;

(k) "Township" means the Township of Ocean, in the County of Monmouth, New Jersey;

(l) "Trustee" means The Bank of New York Mellon, Woodland Park, New Jersey, as Trustee under the Resolution; and

(m) Words importing persons include firms, associations and corporations and words importing the singular number include the plural number and vice versa.

Section 103 Severability of Invalid Provisions. If any one or more of the covenants or agreements provided in this Supplemental Resolution, on the part of the Authority or the Trustee to be performed should be contrary to law, then such covenant or covenants, agreement or agreements, shall be deemed separable from the remaining covenants and agreements and shall not affect the validity of the other provisions of this Supplemental Resolution or of any Bond.

Section 104 Incorporation of General Bond Resolution. This Supplemental Resolution supplements the General Bond Resolution. The General Bond Resolution is incorporated herein by reference thereto.

ARTICLE II.

Statutory Determinations and Obligations of the Authority

Section 201 Authority for Supplemental Resolution. This Tenth Supplemental Resolution is adopted by virtue of the Act and pursuant to its provisions, and the Authority has ascertained and hereby determines that each and every matter and thing as to which provision is made in this Tenth Supplemental Resolution is necessary in order to carry out and effectuate the purposes of the Authority in accordance with the Act.

Section 202 Determinations by Authority Regarding the Series 2019 Project and the Purposes of Issuance of Series 2019 Bonds. The Authority hereby determines

that the estimated cost of the 2019 Project is \$825,000. The Authority hereby determines to issue the Series 2019 Bonds as herein provided for the purpose of financing all or a portion of the cost of the 2019 Project.

Section 203 Resolution to Constitute Contract. In consideration of the purchase and acceptance of the Series 2019 Bonds by those who shall hold the same from time to time, the provisions of the General Bond Resolution shall be deemed to be and shall constitute contracts by and among the Authority, the Trustee and the holders from time to time of the Series 2019 Bonds; and the pledge made in the General Bond Resolution and the covenants and agreements herein set forth to, be performed on behalf of the Authority shall be for the equal benefit, protection and security of the holders of any and all of the Bonds, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction of any of the Bonds over any other thereof except as expressly provided herein.

ARTICLE III.

Authorization, Terms, Execution, Issuance and Determinations with Respect to the Series 2019 Bonds

Section 301 Authorization of the Series 2019 Bonds. In accordance with the Act and subject to and pursuant to the provisions of the General Bond Resolution, revenue bonds of the Authority are hereby authorized to be issued in the aggregate principal amount of not to exceed \$825,000, and shall be distinguished from all other bonds of the Authority by the title "Sewer Revenue Bonds, Series 2019".

Section 302 Form of the Series 2019 Bonds. The Series 2019 Bonds shall be issued in fully registered form, without coupons, payable to the MCIA. The Series 2019 Bonds shall be substantially in the form set forth in Exhibit A attached hereto, together with the Certificate of Authentication to be executed by the Trustee, with such omissions, insertions and variations as are properly required for the issuance of the Series 2019 Bonds and which are necessary to comply with the provisions of this Tenth Supplemental Resolution and the Bond Purchase Agreement with the MCIA. The Series 2019 Bonds shall bear interest as set forth at the pricing of the Series 2019 Bonds and as provided in the Bond Purchase Agreement and in the Certificate of the Executive Director, as authorized herein.

Section 303 Description of Series 2019 Bonds.

(a) Term. The Series 2019 Bonds shall be dated and shall bear interest from the date of closing, and shall mature, subject to prior redemption, on such date and in each of the years (not later than twenty (20) years following the date of closing) and in the respective principal amounts as set forth in the Bond Purchase Agreement and in the Certificate of the Executive Director.

(b) Interest Rates Per Annum and Interest Payment Dates. The Series 2019 Bonds shall bear interest at the respective interest rates per annum (not greater than six percent (6%) per annum) as shall be set forth in the Bond Purchase Agreement and in the Certificate of the Executive Director. Interest on the Series 2019 Bonds shall be payable on the dates authorized in the Certificate of the Executive Director in each year until the Authority's obligation with respect to the payment of the principal of such Series 2019 Bonds shall be discharged.

(c) Denomination and Place of Payment. The Series 2019 Bonds shall be issued in fully registered form, without coupons. The Series 2019 Bonds are issuable in the denomination of \$5,000 each, or any integral multiple thereof. The principal of and redemption premium, if any, on the Series 2019 Bonds shall be payable to the MCIA, or registered assigns, at maturity (or, with respect to prior redemption of the Series 2019 Bonds, on the applicable date fixed for redemption) upon presentation and surrender of the Series 2019 Bonds at the principal corporate trust office of the Paying Agent all as set forth in the Bond Purchase Agreement and the Certificate of the

Executive Director. All other terms and conditions with respect to the payment of the principal of and redemption premium, if any, and interest on the Series 2019 Bonds shall be as provided in the General Bond Resolution.

Section 304 Authorization of Documents.

(a) The terms and conditions of the sale of the Series 2019 Bonds to the MCI A shall be set forth in a Bond Purchase Agreement to be dated on or about the date of pricing of the MCI A Bonds, between the MCI A and the Authority. The execution and delivery by the Chairman or the Executive Director of the Authority (each, an "Authorized Officer") of the Bond Purchase Agreement, in such form as shall be approved by such officer, is hereby authorized, such approval to be conclusively evidenced by such officer's execution thereof.

(b) The Authority hereby authorizes the use of certain information concerning the Series 2019 Bonds, the Authority and the Township in the Preliminary Official Statement and final Official Statement of the MCI A, to be used in connection with the marketing and sale of the MCI A Bonds. Any Authorized Officer is hereby authorized to approve and to deem final such information.

(c) The execution and delivery by the Chairman or the Executive Director of the Authority (each, an "Authorized Officer") of the Continuing Disclosure Agreement, if any, in such form as shall be approved by such officer, is hereby authorized, such approval to be conclusively evidenced by such officer's execution thereof.

Section 305 Prepayment and Redemption of Series 2019 Bonds.

(a) The Series 2019 Bonds shall be subject to prior prepayment and/or redemption as set forth in the Certificate of the Executive Director.

(b) When the Series 2019 Bonds are to be redeemed as provided therein, the Trustee shall give notice of such redemption by mailing a copy of such notice, postage prepaid, as provided in Section 405 of the General Bond Resolution, and such mailing shall be a condition precedent to such redemption. Failure of any holder of any Series 2019 Bonds to receive such notice, or any defect therein shall not affect the validity of the proceedings for the redemption of the Series 2019 Bonds. The foregoing notice provisions shall not be required in the event of any prepayment in accordance with the provisions of the bond resolution adopted by the MCI A in connection with the issuance of the MCI A Bonds.

Section 306 Other Determinations as to Series 2019 Bonds. The Authority does hereby find and determine that (i) the Series 2019 Bonds constitute Additional Bonds referred to in the General Bond Resolution, and accordingly are and shall be and constitute Additional Bonds referred to in and authenticated and delivered pursuant to, the General Bond Resolution, and subject to and in accordance with their terms and the terms of this Supplemental Resolution, shall be on a parity with all Bonds (including all other Additional Bonds that may be issued) of the Authority issued pursuant to the General Bond Resolution, (ii) the purposes of issuance of the Series 2019 Bonds are purposes within the meaning and provisions of Section 204 of the General Bond Resolution, (iii) pursuant to Section 902 of the General Bond Resolution, The Bank of New York Mellon, Woodland Park, New Jersey, is hereby appointed as Paying Agent for the Series 2019 Bonds, and (iv) this Supplemental Resolution is and constitutes a Supplemental Resolution of the Authority authorizing the issuance of the Series 2019 Bonds under Section 1001(4) of the General Bond Resolution.

Section 307 Issuance of the Series 2019 Bonds and Application of Proceeds of Sale. The Series 2019 Bonds authorized by Section 301 herein are hereby directed to be executed by or on behalf of the Authority and delivered to the Trustee for authentication of the Trustee, and thereupon the Series 2019 Bonds shall be authenticated by the Trustee, and upon fulfillment of the conditions set forth in the General Bond Resolution, delivered by the Trustee to the MCI A or upon its order. All of the proceeds of sale of the Series 2019 Bonds, including accrued interest (if any)

received upon delivery hereof, shall, simultaneously with the issuance of the Series 2019 Bonds, be applied for the purposes of the Project (including, if applicable, a deposit into the Debt Service Reserve Account in the Debt Service Fund in order to cause the balance of such account to equal the Debt Service Reserve Requirement immediately after the authentication and delivery of the Series 2019 Bonds), as shall be provided in an Order of the Authority executed by the Chairman, Vice Chairman or the Executive Director of the Authority. There is hereby established within the Construction Fund a separate account for the Series 2019 Project, to be known as the "Series 2019 Account", from which the costs of the Series 2019 Project (including payment of costs of issuance) shall be paid. If required by the MCI, however, in lieu of causing such amounts to be paid to the Authority and deposited in the Series 2019 Account, all or a portion of the proceeds of sale of the Series 2019 Bonds in respect of the Series 2019 Project may be deposited with the trustee for the MCI Bonds into an account for the benefit of the Authority and held therein pending disbursement toward the costs of the Series 2019 Project.

Section 308 No Recourse on the Series 2019 Bonds. No recourse shall be had for the payment of the principal of or the interest on the Series 2019 Bonds or for any claim issued thereon or on this Supplemental Resolution or the General Bond Resolution against any member or other officer of the Authority or any person executing the Series 2019 Bonds. The Series 2019 Bonds are not and shall not be in any way a debt or liability of the State of New Jersey or of any county or municipality thereof and do not and shall not create or constitute any indebtedness, liability or obligation of said State or of any county or municipality, either legal, moral or otherwise.

Section 309 Execution of Series 2019 Bonds. The Chairman or the Vice Chairman of the Authority is hereby authorized to execute by manual or facsimile signature the Series 2019 Bonds in the name and on behalf of the Authority, and the Secretary or Assistant Secretary shall cause the corporate seal of the Authority to be affixed thereto or reproduced thereon, and the Secretary is hereby authorized to attest to the corporate seal.

Section 310 Authentication and Delivery of Series 2019 Bonds. The Chairman or the Vice Chairman of the Authority is hereby authorized, after the execution of the Series 2019 Bonds, to cause the same to be authenticated and delivered in accordance with terms of the General Bond Resolution.

Section 311 Prior Actions. All actions which have been taken prior to the date hereof by the officers, employees, and agents of the Authority with respect to the sale of the Series 2019 Bonds are hereby approved, ratified, adopted and confirmed.

Section 312 Additional Acts. The Chairman, Vice Chairman, Executive Director and any other officer of the Authority, and the staff and consultants of the Authority are hereby authorized and directed to take all actions and execute any other agreement which may be necessary or convenient to effectuate the terms of the Resolution in connection with the issuance, sale and delivery of the Series 2019 Bonds, which includes the review and delivery of a preliminary official statement and official statement on behalf of the Authority, and the execution of the Bond Purchase Agreement, Continuing Disclosure Agreement, and any other agreement to be executed in connection with the issuance of the Series 2019 Bonds.

Section 313 Payment of Costs of Issuance. The Chairman, Vice Chairman or Executive Director are authorized and directed to pay all of the costs associated with the sale and issuance of the Series 2019 Bonds.

ARTICLE IV. Miscellaneous

Section 401 Covenant of Authority as to Compliance with Federal Tax Matters and Revenues.

(a) Upon the advice of Bond Counsel to the Authority, the Authority hereby covenants that it will take all actions within its control, including the payment of amounts to the United States Government representing the Authority’s rebate obligations under the Internal Revenue Code of 1986, as amended, that are necessary to insure that interest on the Series 2019 Bonds is excluded from gross income for federal income tax purposes and the Authority will refrain from taking any action that would adversely affect the tax exemption on the Series 2019 Bonds.

(b) The Authority hereby covenants to charge such rates for its services so as to comply with Section 714 of the General Bond Resolution at all times.

Section 402 Filing and Publication. The Secretary of the Authority is hereby authorized, empowered and directed to file a copy of this Resolution with the Clerk of the Township and to cause to be published in the Asbury Park Press, a legally qualified public newspaper circulating in the district of said Authority, a notice in substantially the following form:

**TOWNSHIP OF OCEAN SEWERAGE AUTHORITY
NOTICE OF ADOPTION OF BOND RESOLUTION**

PUBLIC NOTICE is hereby given that a resolution entitled: “Tenth Supplemental Sewer Revenue Bond Resolution Authorizing \$825,000 Sewer Revenue Bonds, Series 2019 of the Township of Ocean Sewerage Authority, and Determining Various Matters Pertaining Thereto” (the “Resolution”) was adopted by the Township of Ocean Sewerage Authority (the “Authority”) on November 7, 2019. Copies of said Resolution have been filed and are available for public inspection in the office of the Clerk of the Township of Ocean, in the County of Monmouth, New Jersey, and in the office of the Authority, 224 Roosevelt Avenue, Oakhurst, New Jersey.

Any action or proceeding of any kind or nature in any court questioning the validity of the creation or establishment of the Authority, or the validity or proper authorization of bonds provided for by the Resolution, or the validity of any covenants, agreements or contracts provided for by the Resolution, shall be commenced within twenty (20) days after the first publication of this notice, which was first published this 8th day of November, 2019.

Section 403 Effective Date. Pursuant to and in accordance with the General Bond Resolution, this Tenth Supplemental Resolution shall become effective immediately.

EXHIBIT A

FORM OF SERIES 2019 BOND

No. R-1 \$ _____
UNITED STATES OF AMERICA
STATE OF NEW JERSEY

THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY

SEWER REVENUE BOND, SERIES 2019

DATE OF ORIGINAL ISSUE: December __, 2019

THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY (the “Authority”), a public body politic and corporate of the State of New Jersey created and existing under the laws of the State of New Jersey, acknowledges itself indebted to, and for value received hereby promises to pay to

THE MONMOUTH COUNTY IMPROVEMENT AUTHORITY (the “MCIA)

c/o U.S. BANK NATIONAL ASSOCIATION (the "MCIA Trustee"),

but solely from the funds pledged therefor, the principal sums on the dates and in the amounts set forth on Schedule A attached hereto and made a part hereof and to pay from such pledged funds interest on such sum from the DATE OF ORIGINAL ISSUE of this bond until payment in full at the interest rates per annum and in the amounts shown on Schedule A attached hereto and made a part hereof. Interest is payable to the MCIA at the corporate trust office of the MCIA Trustee on the May 15 and November 15 prior to each June 1 and December 1, respectively, commencing May 15, 2020, in an amount equal to the interest accruing to such June 1 and December 1. This bond as to principal will be payable on the fifteenth day of the month immediately preceding the due date therefor at the corporate trust office of the MCIA Trustee. Amounts not paid when due hereunder shall bear interest at the hereinafter-defined Late Payment Rate until paid. This bond shall be prepayable as set forth in Section 1303 of the bond resolution adopted by the MCIA on _____, 2019 (as the same may be supplemented and amended, the "MCIA Bond Resolution").

Both principal of and interest on this bond is payable in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts. The Bank of New York Mellon, Woodland Park, New Jersey, is Paying Agent for the Series 2019 Bonds.

As used herein, "Late Payment Rate" shall mean a rate per annum equal to the lower of (i) three percent above the interest rate that JPMorgan Chase announces from time to time as its prime lending rate, such interest rate to change on the effective date of each announced change in such rate, and (ii) the maximum interest rate allowed by law.

No transfer of this bond shall be valid unless made on the registration books of the Authority and by surrender of this bond (together with a written instrument of transfer satisfactory to the Authority duly executed by the registered owner or by his or her duly authorized attorney) and the issuance of a new bond or bonds in the same form and tenor as the original bond except for the differences in the name of its registered owner and the denominations. The owner of this bond may surrender same (together with a written instrument of transfer satisfactory to the Authority duly executed by the registered owner or by his or her duly authorized attorney), in exchange for an equal aggregate principal amount of bonds of any authorized denominations.

This bond is one of a duly authorized series of bonds of the Authority designated "Sewer Revenue Bonds, Series 2019" (the "Series 2019 Bonds") in the aggregate principal amount of \$_____, issued under and in full compliance with the Constitution and Statutes of the State of New Jersey, and particularly Chapter 138 of the Pamphlet Laws of 1946, of the State of New Jersey, as amended and supplemented (herein called the "Act"), and under and pursuant to a Resolution adopted by the Authority on June 14, 1985 entitled "Sewer Revenue Bond Resolution" and a supplemental resolution of the Authority authorizing the Series 2019 Bonds adopted on November 7, 2019, as supplemented by a Certificate of Executive Director dated December __, 2019 [and a confirming resolution of the Authority adopted on December 3, 2019] (said Resolution, as heretofore supplemented and as so supplemented, being herein called the "Resolution").

As provided in the Resolution, the Series 2019 Bonds, and all other bonds issued under the Resolution on a parity with the Series 2019 Bonds (herein collectively called the "bonds") are direct and special obligations of the Authority payable solely from and secured as to payment of the principal and redemption price thereof, and interest thereon, in accordance with their terms and the provisions of the Resolution solely by the Pledged Property (as defined in the Resolution), subject only to the provisions of the Resolution permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution. Pledged Property under the Resolution includes the Revenues, including all moneys received by the Authority under the Service Contract

between the Authority and the Township of Ocean, New Jersey, and Funds, including Investment Securities held in any such Funds thereunder, together with all proceeds and revenues of the foregoing and all of the Authority's right, title and interest in and to the foregoing and all other moneys, securities or funds pledged for the payment of the principal or Redemption Price of and interest on the bonds in accordance with the terms and provisions of the Resolution. Copies of the Resolution are on file at the office of the Authority and at the principal corporate trust offices of The Bank of New York Mellon, Woodland Park, New Jersey, as Trustee under the Resolution, or its successor as Trustee (herein called the "Trustee"), and reference is hereby made to the Act and to the Resolution and any and all supplements thereto and modifications and amendments thereof for a description of the pledge and assignment and covenants securing the bonds, the nature, extent and manner of enforcement of such pledge, the rights and remedies of the holders of the bonds with respect thereto, the terms and conditions upon which the bonds are issued and may be issued thereunder, the terms and provisions upon which this bond shall cease to be entitled to any lien, benefit or security under the Resolution and for the other terms and provisions thereof. All covenants, agreements and obligations of the Authority under the Resolution may be discharged and satisfied at or prior to the maturity of redemption of this bond if moneys or certain specified securities shall have been deposited with the Trustee.

As provided in the Resolution, bonds may be issued from time to time pursuant to supplemental resolutions in one or more series, in various principal amounts, may mature at different times, may bear interest at different rates and may otherwise vary as in the Resolution provided. The aggregate principal amount of bonds which may be issued under the Resolution is not limited, and all bonds issued and to be issued under the Resolution are and will be equally secured by the pledge and covenants made therein, except as otherwise expressly provided or permitted in the Resolution.

To the extent and in the manner permitted by the terms of the Resolution, the provisions of the Resolution, or any resolution amendatory thereof or supplemental thereto, may be modified or amended by the Authority, with the written consent of the holders of at least a majority in principal amount of the bonds outstanding under the Resolution at the time such consent is given, and, in case less than all of the several series of bonds then outstanding are affected thereby, with such consent of at least a majority in principal amount of the bonds of each series so affected and outstanding; provided, however, that, if such modification or amendment will, by its terms, not take effect so long as any bonds of any specified like series and maturity remain outstanding under the Resolution, the consent of the holders of such bonds shall not be required and such bonds shall not be deemed to be outstanding for the purpose of the calculation of outstanding bonds. No such modification or amendment shall permit a change in the terms of redemption (including sinking fund installments) or maturity of the principal of any outstanding bond or of any installment of interest thereon or a reduction in the principal amount of redemption price thereof or in the rate of interest thereon without the consent of the holder of such bond, or shall reduce the percentages or otherwise affect the classes of bonds the consent of the holders of which is required to effect any such modification or amendment, or shall change or modify any of the rights or obligations of the Trustee or of any Paying Agent without its written assent thereto.

This bond is transferable, as provided in the Resolution, only upon the books of the Authority kept for that purpose at the above mentioned office of the Trustee, as Bond Registrar, by the Registered Owner hereof in person, or by such Registered Owner's attorney duly authorized in writing, upon surrender of this bond together with a written instrument of transfer satisfactory to the Bond Registrar duly executed by the Registered Owner or such Registered Owner's duly authorized attorney, and thereupon a new fully registered bond or bonds in the same aggregate principal amount, shall be issued to the transferee in exchange therefor as provided in the Resolution, and upon payment of the charges therein prescribed. The Authority, the Trustee and any Paying Agent may deem and treat the Registered Owner as the absolute owner hereof for the

purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes.

The principal of, premium, if any, and interest on the Series 2019 Bonds are payable solely from the Pledged Property. The bonds shall not be in any way a debt or liability of the State or of any county or municipality and shall not create or constitute any indebtedness, liability or obligation of the State or of any such county or municipality, either legal, moral or otherwise.

The Authority agrees to pay (i) all costs and expenses (including legal fees) in connection with the administration and enforcement of this bond, which includes but is not limited to costs in connection with the enforcement of the County Guaranty (as defined in the MCIA Bond Resolution) and (ii) its share of the amounts payable pursuant to Section 9(vi)(B) of the Bond Purchase Agreement between the Authority and the MCIA

2019 Bonds. In accordance with the Act and subject to and pursuant to the provisions of the General Bond Resolution, revenue bonds of the Authority are hereby authorized to be issued in the aggregate principal amount of not to exceed \$825,000, and shall be distinguished from all other bonds of the Authority by the title "Sewer Revenue Bonds, Series 2019".

Section 302 Form of the Series 2019 Bonds. The Series 2019 Bonds shall be issued in fully registered form, without coupons, payable to the MCIA. The Series 2019 Bonds shall be substantially in the form set forth in Exhibit A attached hereto, together with the Certificate of Authentication to be executed by the Trustee, with such omissions, insertions and variations as are properly required for the issuance of the Series 2019 Bonds and which are necessary to comply with the provisions of this Tenth Supplemental Resolution and the Bond Purchase Agreement with the MCIA. The Series 2019 Bonds shall bear interest as set forth at the pricing of the Series 2019 Bonds and as provided in the Bond Purchase Agreement and in the Certificate of the Executive Director, as authorized herein.

Section 303 Description of Series 2019 Bonds.

(d) Term. The Series 2019 Bonds shall be dated and shall bear interest from the date of closing, and shall mature, subject to prior redemption, on such date and in each of the years (not later than twenty (20) years following the date of closing) and in the respective principal amounts as set forth in the Bond Purchase Agreement and in the Certificate of the Executive Director.

(e) Interest Rates Per Annum and Interest Payment Dates. The Series 2019 Bonds shall bear interest at the respective interest rates per annum (not greater than six percent (6%) per annum) as shall be set forth in the Bond Purchase Agreement and in the Certificate of the Executive Director. Interest on the Series 2019 Bonds shall be payable on the dates authorized in the Certificate of the Executive Director in each year until the Authority's obligation with respect to the payment of the principal of such Series 2019 Bonds shall be discharged.

(f) Denomination and Place of Payment. The Series 2019 Bonds shall be issued in fully registered form, without coupons. The Series 2019 Bonds are issuable in the denomination of \$5,000 each, or any integral multiple thereof. The principal of and redemption premium, if any, on the Series 2019 Bonds shall be payable to the MCIA, or registered assigns, at maturity (or, with respect to prior redemption of the Series 2019 Bonds, on the applicable date fixed for redemption) upon presentation and surrender of the Series 2019 Bonds at the principal corporate trust office of the Paying Agent all as set forth in the Bond Purchase Agreement and the Certificate of the Executive Director. All other terms and conditions with respect to the payment of the principal of and redemption premium, if any, and interest on the Series 2019 Bonds shall be as provided in the General Bond Resolution.

Section 304 Authorization of Documents.

(a) The terms and conditions of the sale of the Series 2019 Bonds to the MCIA shall be set forth in a Bond Purchase Agreement to be dated on or about the date of pricing of the MCIA Bonds, between the MCIA and the Authority. The execution and delivery by the Chairman or the Executive Director of the Authority (each, an "Authorized Officer") of the Bond Purchase Agreement, in such form as shall be approved by such officer, is hereby authorized, such approval to be conclusively evidenced by such officer's execution thereof.

(b) The Authority hereby authorizes the use of certain information concerning the Series 2019 Bonds, the Authority and the Township in the Preliminary Official Statement and final Official Statement of the MCIA, to be used in connection with the marketing and sale of the MCIA Bonds. Any Authorized Officer is hereby authorized to approve and to deem final such information.

(c) The execution and delivery by the Chairman or the Executive Director of the Authority (each, an "Authorized Officer") of the Continuing Disclosure Agreement, if any, in such form as shall be approved by such officer, is hereby authorized, such approval to be conclusively evidenced by such officer's execution thereof.

Section 305 Prepayment and Redemption of Series 2019 Bonds.

(a) The Series 2019 Bonds shall be subject to prior prepayment and/or redemption as set forth in the Certificate of the Executive Director.

(b) When the Series 2019 Bonds are to be redeemed as provided therein, the Trustee shall give notice of such redemption by mailing a copy of such notice, postage prepaid, as provided in Section 405 of the General Bond Resolution, and such mailing shall be a condition precedent to such redemption. Failure of any holder of any Series 2019 Bonds to receive such notice, or any defect therein shall not affect the validity of the proceedings for the redemption of the Series 2019 Bonds. The foregoing notice provisions shall not be required in the event of any prepayment in accordance with the provisions of the bond resolution adopted by the MCIA in connection with the issuance of the MCIA Bonds.

Section 306 Other Determinations as to Series 2019 Bonds. The Authority does hereby find and determine that (i) the Series 2019 Bonds constitute Additional Bonds referred to in the General Bond Resolution, and accordingly are and shall be and constitute Additional Bonds referred to in and authenticated and delivered pursuant to, the General Bond Resolution, and subject to and in accordance with their terms and the terms of this Supplemental Resolution, shall be on a parity with all Bonds (including all other Additional Bonds that may be issued) of the Authority issued pursuant to the General Bond Resolution, (ii) the purposes of issuance of the Series 2019 Bonds are purposes within the meaning and provisions of Section 204 of the General Bond Resolution, (iii) pursuant to Section 902 of the General Bond Resolution, The Bank of New York Mellon, Woodland Park, New Jersey, is hereby appointed as Paying Agent for the Series 2019 Bonds, and (iv) this Supplemental Resolution is and constitutes a Supplemental Resolution of the Authority authorizing the issuance of the Series 2019 Bonds under Section 1001(4) of the General Bond Resolution.

Section 307 Issuance of the Series 2019 Bonds and Application of Proceeds of Sale. The Series 2019 Bonds authorized by Section 301 herein are hereby directed to be executed by or on behalf of the Authority and delivered to the Trustee for authentication of the Trustee, and thereupon the Series 2019 Bonds shall be authenticated by the Trustee, and upon fulfillment of the conditions set forth in the General Bond Resolution, delivered by the Trustee to the MCIA or upon its order. All of the proceeds of sale of the Series 2019 Bonds, including accrued interest (if any) received upon delivery hereof, shall, simultaneously with the issuance of the Series 2019 Bonds, be applied for the purposes of the Project (including, if applicable, a deposit into the Debt Service Reserve Account in the Debt Service Fund in order to cause the balance of such account to equal the Debt Service Reserve Requirement immediately after the authentication and delivery of the Series 2019 Bonds), as shall be provided in an Order

of the Authority executed by the Chairman, Vice Chairman or the Executive Director of the Authority. There is hereby established within the Construction Fund a separate account for the Series 2019 Project, to be known as the "Series 2019 Account", from which the costs of the Series 2019 Project (including payment of costs of issuance) shall be paid. If required by the MCIA, however, in lieu of causing such amounts to be paid to the Authority and deposited in the Series 2019 Account, all or a portion of the proceeds of sale of the Series 2019 Bonds in respect of the Series 2019 Project may be deposited with the trustee for the MCIA Bonds into an account for the benefit of the Authority and held therein pending disbursement toward the costs of the Series 2019 Project.

Section 308 No Recourse on the Series 2019 Bonds. No recourse shall be had for the payment of the principal of or the interest on the Series 2019 Bonds or for any claim issued thereon or on this Supplemental Resolution or the General Bond Resolution against any member or other officer of the Authority or any person executing the Series 2019 Bonds. The Series 2019 Bonds are not and shall not be in any way a debt or liability of the State of New Jersey or of any county or municipality thereof and do not and shall not create or constitute any indebtedness, liability or obligation of said State or of any county or municipality, either legal, moral or otherwise.

Section 309 Execution of Series 2019 Bonds. The Chairman or the Vice Chairman of the Authority is hereby authorized to execute by manual or facsimile signature the Series 2019 Bonds in the name and on behalf of the Authority, and the Secretary or Assistant Secretary shall cause the corporate seal of the Authority to be affixed thereto or reproduced thereon, and the Secretary is hereby authorized to attest to the corporate seal.

Section 310 Authentication and Delivery of Series 2019 Bonds. The Chairman or the Vice Chairman of the Authority is hereby authorized, after the execution of the Series 2019 Bonds, to cause the same to be authenticated and delivered in accordance with terms of the General Bond Resolution.

Section 311 Prior Actions. All actions which have been taken prior to the date hereof by the officers, employees, and agents of the Authority with respect to the sale of the Series 2019 Bonds are hereby approved, ratified, adopted and confirmed.

Section 312 Additional Acts. The Chairman, Vice Chairman, Executive Director and any other officer of the Authority, and the staff and consultants of the Authority are hereby authorized and directed to take all actions and execute any other agreement which may be necessary or convenient to effectuate the terms of the Resolution in connection with the issuance, sale and delivery of the Series 2019 Bonds, which includes the review and delivery of a preliminary official statement and official statement on behalf of the Authority, and the execution of the Bond Purchase Agreement, Continuing Disclosure Agreement, and any other agreement to be executed in connection with the issuance of the Series 2019 Bonds.

Section 313 Payment of Costs of Issuance. The Chairman, Vice Chairman or Executive Director are authorized and directed to pay all of the costs associated with the sale and issuance of the Series 2019 Bonds.

ARTICLE IV. Miscellaneous

Section 401 Covenant of Authority as to Compliance with Federal Tax Matters and Revenues.

(a) Upon the advice of Bond Counsel to the Authority, the Authority hereby covenants that it will take all actions within its control, including the payment of amounts to the United States Government representing the Authority's rebate obligations under the Internal Revenue Code of 1986, as amended, that are necessary to

insure that interest on the Series 2019 Bonds is excluded from gross income for federal income tax purposes and the Authority will refrain from taking any action that would adversely affect the tax exemption on the Series 2019 Bonds.

(b) The Authority hereby covenants to charge such rates for its services so as to comply with Section 714 of the General Bond Resolution at all times.

Section 402 Filing and Publication. The Secretary of the Authority is hereby authorized, empowered and directed to file a copy of this Resolution with the Clerk of the Township and to cause to be published in the Asbury Park Press, a legally qualified public newspaper circulating in the district of said Authority, a notice in substantially the following form:

TOWNSHIP OF OCEAN SEWERAGE AUTHORITY
NOTICE OF ADOPTION OF BOND RESOLUTION

PUBLIC NOTICE is hereby given that a resolution entitled: "Tenth Supplemental Sewer Revenue Bond Resolution Authorizing \$825,000 Sewer Revenue Bonds, Series 2019 of the Township of Ocean Sewerage Authority, and Determining Various Matters Pertaining Thereto" (the "Resolution") was adopted by the Township of Ocean Sewerage Authority (the "Authority") on November 7, 2019. Copies of said Resolution have been filed and are available for public inspection in the office of the Clerk of the Township of Ocean, in the County of Monmouth, New Jersey, and in the office of the Authority, 224 Roosevelt Avenue, Oakhurst, New Jersey.

Any action or proceeding of any kind or nature in any court questioning the validity of the creation or establishment of the Authority, or the validity or proper authorization of bonds provided for by the Resolution, or the validity of any covenants, agreements or contracts provided for by the Resolution, shall be commenced within twenty (20) days after the first publication of this notice, which was first published this 8th day of November, 2019.

Section 403 Effective Date. Pursuant to and in accordance with the General Bond Resolution, this Tenth Supplemental Resolution shall become effective immediately.

EXHIBIT A

FORM OF SERIES 2019 BOND

No. R-1 \$ _____

UNITED STATES OF AMERICA

STATE OF NEW JERSEY

THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY

SEWER REVENUE BOND, SERIES 2019

DATE OF ORIGINAL ISSUE: December __, 2019

THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY (the "Authority"), a public body politic and corporate of the State of New Jersey created and existing under the laws of the State of New Jersey, acknowledges itself indebted to, and for value received hereby promises to pay to

**THE MONMOUTH COUNTY IMPROVEMENT AUTHORITY (the "MCIA")
c/o U.S. BANK NATIONAL ASSOCIATION (the "MCIA Trustee"),**

but solely from the funds pledged therefor, the principal sums on the dates and in the amounts set forth on Schedule A attached hereto and made a part hereof and to pay from such pledged funds interest on such sum from the DATE OF ORIGINAL ISSUE of this

bond until payment in full at the interest rates per annum and in the amounts shown on Schedule A attached hereto and made a part hereof. Interest is payable to the MCIA at the corporate trust office of the MCIA Trustee on the May 15 and November 15 prior to each June 1 and December 1, respectively, commencing May 15, 2020, in an amount equal to the interest accruing to such June 1 and December 1. This bond as to principal will be payable on the fifteenth day of the month immediately preceding the due date therefor at the corporate trust office of the MCIA Trustee. Amounts not paid when due hereunder shall bear interest at the hereinafter-defined Late Payment Rate until paid. This bond shall be prepayable as set forth in Section 1303 of the bond resolution adopted by the MCIA on _____, 2019 (as the same may be supplemented and amended, the "MCIA Bond Resolution").

Both principal of and interest on this bond is payable in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts. The Bank of New York Mellon, Woodland Park, New Jersey, is Paying Agent for the Series 2019 Bonds.

As used herein, "Late Payment Rate" shall mean a rate per annum equal to the lower of (i) three percent above the interest rate that JPMorgan Chase announces from time to time as its prime lending rate, such interest rate to change on the effective date of each announced change in such rate, and (ii) the maximum interest rate allowed by law.

No transfer of this bond shall be valid unless made on the registration books of the Authority and by surrender of this bond (together with a written instrument of transfer satisfactory to the Authority duly executed by the registered owner or by his or her duly authorized attorney) and the issuance of a new bond or bonds in the same form and tenor as the original bond except for the differences in the name of its registered owner and the denominations. The owner of this bond may surrender same (together with a written instrument of transfer satisfactory to the Authority duly executed by the registered owner or by his or her duly authorized attorney), in exchange for an equal aggregate principal amount of bonds of any authorized denominations.

This bond is one of a duly authorized series of bonds of the Authority designated "Sewer Revenue Bonds, Series 2019" (the "Series 2019 Bonds") in the aggregate principal amount of \$_____, issued under and in full compliance with the Constitution and Statutes of the State of New Jersey, and particularly Chapter 138 of the Pamphlet Laws of 1946, of the State of New Jersey, as amended and supplemented (herein called the "Act"), and under and pursuant to a Resolution adopted by the Authority on June 14, 1985 entitled "Sewer Revenue Bond Resolution" and a supplemental resolution of the Authority authorizing the Series 2019 Bonds adopted on November 7, 2019, as supplemented by a Certificate of Executive Director dated December __, 2019 [and a confirming resolution of the Authority adopted on December 3, 2019] (said Resolution, as heretofore supplemented and as so supplemented, being herein called the "Resolution").

As provided in the Resolution, the Series 2019 Bonds, and all other bonds issued under the Resolution on a parity with the Series 2019 Bonds (herein collectively called the "bonds") are direct and special obligations of the Authority payable solely from and secured as to payment of the principal and redemption price thereof, and interest thereon, in accordance with their terms and the provisions of the Resolution solely by the Pledged Property (as defined in the Resolution), subject only to the provisions of the Resolution permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution. Pledged Property under the Resolution includes the Revenues, including all moneys received by the Authority under the Service Contract between the Authority and the Township of Ocean, New Jersey, and Funds, including Investment Securities held in any such Funds thereunder, together with all proceeds and revenues of the foregoing and all of the Authority's right, title and interest in and to the foregoing and all other moneys, securities or funds pledged for the payment of the principal or Redemption Price of and interest on the bonds in accordance with the terms

and provisions of the Resolution. Copies of the Resolution are on file at the office of the Authority and at the principal corporate trust offices of The Bank of New York Mellon, Woodland Park, New Jersey, as Trustee under the Resolution, or its successor as Trustee (herein called the "Trustee"), and reference is hereby made to the Act and to the Resolution and any and all supplements thereto and modifications and amendments thereof for a description of the pledge and assignment and covenants securing the bonds, the nature, extent and manner of enforcement of such pledge, the rights and remedies of the holders of the bonds with respect thereto, the terms and conditions upon which the bonds are issued and may be issued thereunder, the terms and provisions upon which this bond shall cease to be entitled to any lien, benefit or security under the Resolution and for the other terms and provisions thereof. All covenants, agreements and obligations of the Authority under the Resolution may be discharged and satisfied at or prior to the maturity of redemption of this bond if moneys or certain specified securities shall have been deposited with the Trustee.

As provided in the Resolution, bonds may be issued from time to time pursuant to supplemental resolutions in one or more series, in various principal amounts, may mature at different times, may bear interest at different rates and may otherwise vary as in the Resolution provided. The aggregate principal amount of bonds which may be issued under the Resolution is not limited, and all bonds issued and to be issued under the Resolution are and will be equally secured by the pledge and covenants made therein, except as otherwise expressly provided or permitted in the Resolution.

To the extent and in the manner permitted by the terms of the Resolution, the provisions of the Resolution, or any resolution amendatory thereof or supplemental thereto, may be modified or amended by the Authority, with the written consent of the holders of at least a majority in principal amount of the bonds outstanding under the Resolution at the time such consent is given, and, in case less than all of the several series of bonds then outstanding are affected thereby, with such consent of at least a majority in principal amount of the bonds of each series so affected and outstanding; provided, however, that, if such modification or amendment will, by its terms, not take effect so long as any bonds of any specified like series and maturity remain outstanding under the Resolution, the consent of the holders of such bonds shall not be required and such bonds shall not be deemed to be outstanding for the purpose of the calculation of outstanding bonds. No such modification or amendment shall permit a change in the terms of redemption (including sinking fund installments) or maturity of the principal of any outstanding bond or of any installment of interest thereon or a reduction in the principal amount of redemption price thereof or in the rate of interest thereon without the consent of the holder of such bond, or shall reduce the percentages or otherwise affect the classes of bonds the consent of the holders of which is required to effect any such modification or amendment, or shall change or modify any of the rights or obligations of the Trustee or of any Paying Agent without its written assent thereto.

This bond is transferable, as provided in the Resolution, only upon the books of the Authority kept for that purpose at the above mentioned office of the Trustee, as Bond Registrar, by the Registered Owner hereof in person, or by such Registered Owner's attorney duly authorized in writing, upon surrender of this bond together with a written instrument of transfer satisfactory to the Bond Registrar duly executed by the Registered Owner or such Registered Owner's duly authorized attorney, and thereupon a new fully registered bond or bonds in the same aggregate principal amount, shall be issued to the transferee in exchange therefor as provided in the Resolution, and upon payment of the charges therein prescribed. The Authority, the Trustee and any Paying Agent may deem and treat the Registered Owner as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes.

The principal of, premium, if any, and interest on the Series 2019 Bonds are payable solely from the Pledged Property. The bonds shall not be in any way a debt or liability of the State or of any county or municipality and shall not create or constitute any

indebtedness, liability or obligation of the State or of any such county or municipality, either legal, moral or otherwise.

The Authority agrees to pay (i) all costs and expenses (including legal fees) in connection with the administration and enforcement of this bond, which includes but is not limited to costs in connection with the enforcement of the County Guaranty (as defined in the MCIA Bond Resolution) and (ii) its share of the amounts payable pursuant to Section 9(vi)(B) of the Bond Purchase Agreement between the Authority and the MCIA.

It is hereby certified and recited that all conditions, acts and things required by law and the hereinafter-defined Resolution to exist, to have happened and to have been performed precedent to and in the issuance of this bond, exist, have happened and have been performed and that the series of bonds of which this is one, together with all other indebtedness of the Authority, complies in all respects with the applicable laws of the State of New Jersey, including, particularly, the Act.

This bond shall not be entitled to any benefit under the Resolution or be valid or become obligatory for any purpose until this bond shall have been manually authenticated by the execution by the Trustee of the Trustee’s Certificate of Authentication attached hereto.

IN WITNESS WHEREOF, THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY has caused this bond to be executed in its name and on its behalf by the manual or facsimile signature of its Chairman or Vice Chairman, and its seal to be impressed, imprinted, engraved or otherwise reproduced hereon, and attested by the signature of its Secretary or an Assistant Secretary, all of the Dated Date hereof.

Roll Call: Bernhardt, Galvin, Theodora, Villapiano
Yes Yes Yes Yes

**EXHIBIT A
FORM OF SERIES 2019 BOND**

No. R-1 \$ _____

**UNITED STATES OF AMERICA
STATE OF NEW JERSEY**

**THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY
SEWER REVENUE BOND, SERIES 2019**

DATE OF ORIGINAL ISSUE: December __, 2019

THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY (the “Authority”), a public body politic and corporate of the State of New Jersey created and existing under the laws of the State of New Jersey, acknowledges itself indebted to, and for value received hereby promises to pay to

**THE MONMOUTH COUNTY IMPROVEMENT AUTHORITY (the “MCIA”)
c/o U.S. BANK NATIONAL ASSOCIATION (the “MCIA Trustee”),**

But solely from the funds pledged therefor, the principal sums on the dates and in the amounts set forth on Schedule A attached hereto and made a part hereof and to pay from such pledged funds interest on such sum from the DATE OF ORIGINAL ISSUE of this bond until payment in full at the interest rates per annum and in the amounts shown on Schedule A attached hereto and made a part hereof. Interest is payable to the MCIA at the corporate trust office of the MCIA Trustee on the May 15 and November 15 prior to each June 1 and December 1, respectively, commencing May 15, 2020, in an amount equal to the interest accruing to such June 1 and December 1. This bond as to principal will be payable on the fifteenth day of the month immediately preceding the due date therefor at the corporate trust office of the MCIA Trustee. Amounts not paid when due hereunder shall bear interest at the hereinafter-defined Late Payment Rate until paid. This bond shall be prepayable as set forth in Section 1303 of the bond resolution

adopted by the MCIA on _____, 2019 (as the same may be supplemented and amended, the "MCIA Bond Resolution").

Both principal of and interest on this bond is payable in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts. The Bank of New York Mellon, Woodland Park, New Jersey, is Paying Agent for the Series 2019 Bonds.

As used herein, "Late Payment Rate" shall mean a rate per annum equal to the lower of (i) three percent above the interest rate that JPMorgan Chase announces from time to time as its prime lending rate, such interest rate to change on the effective date of each announced change in such rate, and (ii) the maximum interest rate allowed by law.

No transfer of this bond shall be valid unless made on the registration books of the Authority and by surrender of this bond (together with a written instrument of transfer satisfactory to the Authority duly executed by the registered owner or by his or her duly authorized attorney) and the issuance of a new bond or bonds in the same form and tenor as the original bond except for the differences in the name of its registered owner and the denominations. The owner of this bond may surrender same (together with a written instrument of transfer satisfactory to the Authority duly executed by the registered owner or by his or her duly authorized attorney), in exchange for an equal aggregate principal amount of bonds of any authorized denominations.

This bond is one of a duly authorized series of bonds of the Authority designated "Sewer Revenue Bonds, Series 2019" (the "Series 2019 Bonds") in the aggregate principal amount of \$_____, issued under and in full compliance with the Constitution and Statutes of the State of New Jersey, and particularly Chapter 138 of the Pamphlet Laws of 1946, of the State of New Jersey, as amended and supplemented (herein called the "Act"), and under and pursuant to a Resolution adopted by the Authority on June 14, 1985 entitled "Sewer Revenue Bond Resolution" and a supplemental resolution of the Authority authorizing the Series 2019 Bonds adopted on November 7, 2019, as supplemented by a Certificate of Executive Director dated December __, 2019 [and a confirming resolution of the Authority adopted on December 3, 2019] (said Resolution, as heretofore supplemented and as so supplemented, being herein called the "Resolution").

As provided in the Resolution, the Series 2019 Bonds, and all other bonds issued under the Resolution on a parity with the Series 2019 Bonds (herein collectively called the "bonds") are direct and special obligations of the Authority payable solely from and secured as to payment of the principal and redemption price thereof, and interest thereon, in accordance with their terms and the provisions of the Resolution solely by the Pledged Property (as defined in the Resolution), subject only to the provisions of the Resolution permitting the application thereof for the purposes and on the terms and conditions set forth in the Resolution. Pledged Property under the Resolution includes the Revenues, including all moneys received by the Authority under the Service Contract between the Authority and the Township of Ocean, New Jersey, and Funds, including Investment Securities held in any such Funds thereunder, together with all proceeds and revenues of the foregoing and all of the Authority's right, title and interest in and to the foregoing and all other moneys, securities or funds pledged for the payment of the principal or Redemption Price of and interest on the bonds in accordance with the terms and provisions of the Resolution. Copies of the Resolution are on file at the office of the Authority and at the principal corporate trust offices of The Bank of New York Mellon, Woodland Park, New Jersey, as Trustee under the Resolution, or its successor as Trustee (herein called the "Trustee"), and reference is hereby made to the Act and to the Resolution and any and all supplements thereto and modifications and amendments thereof for a description of the pledge and assignment and covenants securing the bonds, the nature, extent and manner of enforcement of such pledge, the rights and remedies of the holders of the bonds with respect thereto, the terms and conditions

upon which the bonds are issued and may be issued thereunder, the terms and provisions upon which this bond shall cease to be entitled to any lien, benefit or security under the Resolution and for the other terms and provisions thereof. All covenants, agreements and obligations of the Authority under the Resolution may be discharged and satisfied at or prior to the maturity of redemption of this bond if moneys or certain specified securities shall have been deposited with the Trustee.

As provided in the Resolution, bonds may be issued from time to time pursuant to supplemental resolutions in one or more series, in various principal amounts, may mature at different times, may bear interest at different rates and may otherwise vary as in the Resolution provided. The aggregate principal amount of bonds which may be issued under the Resolution is not limited, and all bonds issued and to be issued under the Resolution are and will be equally secured by the pledge and covenants made therein, except as otherwise expressly provided or permitted in the Resolution.

To the extent and in the manner permitted by the terms of the Resolution, the provisions of the Resolution, or any resolution amendatory thereof or supplemental thereto, may be modified or amended by the Authority, with the written consent of the holders of at least a majority in principal amount of the bonds outstanding under the Resolution at the time such consent is given, and, in case less than all of the several series of bonds then outstanding are affected thereby, with such consent of at least a majority in principal amount of the bonds of each series so affected and outstanding; provided, however, that, if such modification or amendment will, by its terms, not take effect so long as any bonds of any specified like series and maturity remain outstanding under the Resolution, the consent of the holders of such bonds shall not be required and such bonds shall not be deemed to be outstanding for the purpose of the calculation of outstanding bonds. No such modification or amendment shall permit a change in the terms of redemption (including sinking fund installments) or maturity of the principal of any outstanding bond or of any installment of interest thereon or a reduction in the principal amount of redemption price thereof or in the rate of interest thereon without the consent of the holder of such bond, or shall reduce the percentages or otherwise affect the classes of bonds the consent of the holders of which is required to effect any such modification or amendment, or shall change or modify any of the rights or obligations of the Trustee or of any Paying Agent without its written assent thereto.

This bond is transferable, as provided in the Resolution, only upon the books of the Authority kept for that purpose at the above mentioned office of the Trustee, as Bond Registrar, by the Registered Owner hereof in person, or by such Registered Owner's attorney duly authorized in writing, upon surrender of this bond together with a written instrument of transfer satisfactory to the Bond Registrar duly executed by the Registered Owner or such Registered Owner's duly authorized attorney, and thereupon a new fully registered bond or bonds in the same aggregate principal amount, shall be issued to the transferee in exchange therefor as provided in the Resolution, and upon payment of the charges therein prescribed. The Authority, the Trustee and any Paying Agent may deem and treat the Registered Owner as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes.

The principal of, premium, if any, and interest on the Series 2019 Bonds are payable solely from the Pledged Property. The bonds shall not be in any way a debt or liability of the State or of any county or municipality and shall not create or constitute any indebtedness, liability or obligation of the State or of any such county or municipality, either legal, moral or otherwise.

The Authority agrees to pay (i) all costs and expenses (including legal fees) in connection with the administration and enforcement of this bond, which includes but is not limited to costs in connection with the enforcement of the County Guaranty (as defined in the MCIA Bond Resolution) and (ii) its share of the amounts payable pursuant

to Section 9(vi)(B) of the Bond Purchase Agreement between the Authority and the MCIA.

It is hereby certified and recited that all conditions, acts and things required by law and the hereinafter-defined Resolution to exist, to have happened and to have been performed precedent to and in the issuance of this bond, exist, have happened and have been performed and that the series of bonds of which this is one, together with all other indebtedness of the Authority, complies in all respects with the applicable laws of the State of New Jersey, including, particularly, the Act.

This bond shall not be entitled to any benefit under the Resolution or be valid or become obligatory for any purpose until this bond shall have been manually authenticated by the execution by the Trustee of the Trustee’s Certificate of Authentication attached hereto.

IN WITNESS WHEREOF, THE TOWNSHIP OF OCEAN SEWERAGE AUTHORITY has caused this bond to be executed in its name and on its behalf by the manual or facsimile signature of its Chairman or Vice Chairman, and its seal to be impressed, imprinted, engraved or otherwise reproduced hereon, and attested by the signature of its Secretary or an Assistant Secretary, all of the Dated Date hereof.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano
Yes Yes Yes Yes

Resolution

Mr. Villapiano offered the following Resolution and moved its adoption. Mr. Bernhardt seconded the motion.

19 - 101

AUTHORIZING THE EXECUTION AND DELIVERY OF AMENDMENT NO. 9 TO THE 1966 SERVICE CONTRACT WITH THE TOWNSHIP OF OCEAN

WHEREAS, The Township of Ocean Sewerage Authority (the “Authority”) and the Township of Ocean, in the County of Monmouth, New Jersey (the “Township”) are parties to the 1966 Service Contract dated as of April 1, 1966 (said Contract as amended and supplemented to the date hereof, the “Service Contract”); and

WHEREAS, the Authority has heretofore adopted on June 14, 1985 a Sewer Revenue Bond Resolution (said Resolution as amended and supplemented to the date hereof, the “Bond Resolution”), providing for the issuance of Bonds from time to time by the Authority; and

WHEREAS, pursuant to Section 204 of the Bond Resolution, the Authority may, from time to time, issue certain “Additional Bonds” for the purpose of financing, inter alia, the cost of acquisition and construction of any “Additional Facilities”; and

WHEREAS, Section 202(1)(7) of the Bond Resolution provides that, as a condition to the issuance of any such Additional Bonds, the parties to the Service Contract must amend the definition of the “Project” contained therein to include such Additional Facilities; and

WHEREAS, the Authority has determined to undertake a capital project consisting of the replacement and rehabilitation of collection system lines, and aeration tank concrete rehabilitation (collectively, the “2019 Project”), through, inter alia, the issuance of sewer revenue bonds of the Authority in an amount not to exceed \$825,000;

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of The Township of Ocean Sewerage Authority, as follows:

Section 1. The Amendment No. 9 to 1966 Service Contract (the "Amendment"), in substantially the form presented to this meeting, reflecting the addition of the 2019 Project to the definition of "Project" as contained in the Service Contract, is hereby approved. The Chairman, Vice Chairman and Executive Director, or either of them, are each hereby authorized and directed to execute and deliver said Amendment in substantially such form, with such insertions, deletions or other changes therein as the officer(s) executing same may approve, such approval to be conclusively evidenced by such officers' execution thereof. The Secretary or any Assistant Secretary is hereby authorized and directed to attest to such signature and to affix the official seal of the Authority to such Amendment. All officers of the Authority are hereby authorized and directed to do all things necessary, convenient or useful in connection with the execution and delivery of said Amendment.

Section 2. This Resolution shall take effect immediately.

AMENDMENT NO. 9 TO 1966 SERVICE CONTRACT

WHEREAS, The Township of Ocean Sewerage Authority (the "Authority") and the Township of Ocean, in the County of Monmouth, New Jersey (the "Township") are parties to the 1966 Service Contract dated as of April 1, 1966 (said Contract as amended and supplemented to the date hereof, the "Service Contract"); and

WHEREAS, the Authority has heretofore adopted on June 14, 1985 a Sewer Revenue Bond Resolution (said Resolution as amended and supplemented to the date hereof, the "Bond Resolution"), providing for the issuance of Bonds from time to time by the Authority; and

WHEREAS, pursuant to Section 204 of the Bond Resolution, the Authority may, from time to time, issue certain "Additional Bonds" for the purpose of financing, inter alia, the cost of acquisition and construction of any "Additional Facilities"; and

WHEREAS, Section 202(1)(7) of the Bond Resolution provides that, as a condition to the issuance of any such Additional Bonds, the parties to the Service Contract must amend the definition of the "Project" contained therein to include such Additional Facilities; and

WHEREAS, the Authority has determined to undertake a capital project consisting of the replacement and rehabilitation of collection system lines, and aeration tank concrete rehabilitation (collectively, the "2019 Project"), through, inter alia, the issuance of sewer revenue bonds of the Authority in an amount not to exceed \$825,000;

NOW, THEREFORE, in consideration of the premises, of the mutual covenants and agreements herein set forth, and the undertakings of each party to the other, the Authority and the Township, each binding itself, its successors and assigns, do mutually covenant, promise and agree, as follows:

Section 1. The definition of "Project" contained in the Service Contract is hereby amended by adding thereto subparagraph (K) as follows:

(J) The Authority's 2019 Project, consisting of the replacement and rehabilitation of collection system lines, and aeration tank concrete rehabilitation.

Section 2. Except as heretofore and hereby amended, the Service Contract shall remain in full force and effect.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano

Yes Yes No Yes

Resolution

Mr. Bernhardt offered the following Resolution and moved its adoption. Mr. Villapiano seconded the motion.

19 - 102

AUTHORIZING PAYMENT TO THE TOWNSHIP OF OCEAN FOR SERVICE PROVIDED

WHEREAS, the Township of Ocean Sewerage Authority and the Township of Ocean entered into an Interlocal Agreement, effective January 1, 2016, whereby the Township would provide billing services and related services to the Authority (the "Agreement"); and

WHEREAS, the Agreement by its terms expired on December 31, 2019; and

WHEREAS, the Township continued to provide billing services to the Authority in 2019; and

WHEREAS, the Township made demand for payment of \$318,339, an amount that would have been due and payable if the Interlocal Agreement had remained in force beyond December 31, 2019; and

WHEREAS, the Authority indicated at a joint meeting of the Authority and the Township on September 17, 2019 that it would make payment to the Township of \$318,339 since the Township had included this amount in its 2019 budget.

BE IT RESOLVED that the Township of Ocean Sewerage Authority hereby approves payment in the amount of \$318,339 to the Township of Ocean for services provided in 2019; and

BE IT FURTHER RESOLVED that the Township of Ocean Sewerage Authority does not commit to the payment of any amount for services provided to it by the Township in 2020 unless a new Interlocal Agreement is agreed upon on or before January 1, 2020; or

BE IT FURTHER RESOLVED that if a new Interlocal Agreement for billing services is not agreed to on or before January 1, 2020, the Authority will pay for billing services provided to it by the Township upon the receipt of an itemized bill showing hours and hourly rates for services provided the Authority.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano
Yes Yes No Yes

Resolution

Mr. Stubbs offered the following Resolution and moved its adoption. Mr. Bernhardt seconded the motion.

19 - 103

AUTHORIZING PAYMENT IN THE AMOUNT OF \$718,817.83 TO WEEKS MARINE INC. FOR OCEAN OUTFALL REPLACEMENT PROJECT

WHEREAS, the Authority awarded a contract for its Ocean Outfall Replacement Project to Weeks Marine Inc. in the amount of \$5,324,150.00 (the "Project") on September 8, 2018; and

WHEREAS, the Weeks Marine requested payment for materials and equipment purchased and work performed under the contract; and

WHEREAS, by letter dated October 25, 2019 the Authority's engineer has recommended payment in the amount of \$718,817.83 pursuant to its Payment Application No. 7.

THEREFORE, BE IT RESOLVED that the Township of Ocean Sewerage Authority hereby approves payment in the amount of \$718,817.83 to Weeks Marine Inc. for the Ocean Outfall Replacement Project in accordance with Payment Application No. 7.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano

Yes Yes Yes Yes

Resolution

Mr. Bernhardt offered the following Resolution and moved its adoption. Mr. Stubbs seconded the motion.

19 - 104

AUTHORIZING CHANGE ORDER NO. 3 TO DeMAIO ELECTRICAL COMPANY, INC. CONTRACT FOR INTERLAKEN PUMP STATION RECONSTRUCTION PROJECT

WHEREAS, the Authority awarded a contract for the Interlaken Pump Station Reconstruction project to DeMaio Electrical Company, Inc. (“DeMaio”) in the amount of \$3,265,000 (the “Project”) on September 4, 2018; and

WHEREAS, the contract provided for DeMaio to purchase certain concrete structures for the construction; and

WHEREAS, the concrete structures were ordered in late 2018 but due to delays not originally contemplated in the contract, delivery could not be accepted by DeMaio on or before October 31, 2019; and

WHEREAS, since DeMaio could not take delivery on or before October 31, 2019, the concrete structures remained stored in the subcontractor’s yard; and

WHEREAS, storage fees are charged by the subcontractor until DeMaio can take delivery of the concrete structures.

THEREFORE, BE IT RESOLVED that the Township of Ocean Sewerage Authority hereby approves Change Order No. 3 in the amount of \$8,867.24.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano

Yes Yes Yes Yes

Resolution

Mr. Bernhardt offered the following Resolution and moved its adoption. Mr. Stubbs seconded the motion.

19 - 105

AUTHORIZING PAYMENT IN THE AMOUNT OF \$62,230.07 TO DeMAIO ELECTRICAL COMPANY, INC. FOR INTERLAKEN PUMP STATION RECONSTRUCTION PROJECT

WHEREAS, the Authority awarded a contract for the Interlaken Pump Station Reconstruction project to DeMaio Electrical Company, Inc. (“DeMaio”) in the amount of \$3,265,000 (the “Project”) on September 4, 2018; and

WHEREAS, the DeMaio has provided equipment and material for the Project and performed work at the site; and

WHEREAS, the Authority’s engineer has prepared Payment Certificate No. 9 in the amount of \$62,230.07.

THEREFORE, BE IT RESOLVED that the Township of Ocean Sewerage Authority hereby approves payment in the amount of \$62,230.07 to DeMaio Electrical Company, Inc. for the Interlaken Pump Station Reconstruction project in accordance with Payment Certificate No. 9.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano

Yes Yes Yes Yes

The members determined that it would be necessary to go into a Closed Session.

Resolution

Mr. Bernhardt offered the following Resolution and moved its adoption. Mr. Theodora seconded the motion.

RESOLUTION DECLARING CLOSED SESSION

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

WHEREAS, this public body is of the opinion that such circumstances presently exist.

NOW, THEREFORE, BE IT RESOLVED by the Township of Ocean Sewerage Authority as follows:

1. The Public shall be excluded from discussion of and action upon the hereinafter-specified subject matters.
2. The general nature of the subject matter to be discussed is as follows:

Personnel
 Contractual obligations

3. It is anticipated at this time that the above stated subject matter would be made public when matters are resolved.

This resolution shall take effect immediately.

Roll Call: Bernhardt, Galvin, Stubbs, Villapiano
 Yes Yes Yes Yes

There being no further business to come before the Authority, Mr. Stubbs moved that the meeting be adjourned. Mr. Bernhardt seconded the motion and all voted in favor of adjournment.

Respectfully submitted,

RALPH E. STUBBS, Secretary