



MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss
Chief Executive Officer

DATE: February 25, 2026

SUBJECT: Agenda for Board Meeting of the Authority February 25, 2026

Notice of Public Meeting

Roll Call

Approval of Previous Month's Minutes

CEO's Report to the Board

Public Comment

Economic Transformation

Incentives

Real Estate

Board Memoranda

Adjournment

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

January 15, 2026

MINUTES OF THE MEETING

The Meeting was held in person, via Microsoft Teams, and teleconference call.

Members of the Authority present in person: Chairman Terry O'Toole, Charles Sarlo, Vice Chair; Aaron Creuz, Executive Representative; Elizabeth Dragon representing Commissioner Shawn LaTourette of the Department of Environmental Protection; and Public Member Josh Weinreich.

Members of the Authority present via Microsoft Teams or conference call: Commissioner Robert Asaro-Angelo of the Department of Labor and Workforce Development, Manuel Paulino representing Commissioner Justin Zimmerman of the Department of Banking and Insurance, Public Members Fred Dumont, Aisha Glover, Phil Alagia and Jewell Antoine-Johnson, Second Alternate Public Member

Members of the Authority absent: Public Member, Massiel Medina Ferrara, Elizabeth Maher Muoio, State Treasurer; and Robert Shimko, First Alternate Public Member.

Also present: Mary Maples, Acting Chief Executive Officer of the Authority; Gabriel Chacon, Assistant Attorney General in Charge, and staff.

Chairman O'Toole called the meeting to order at 10:00 AM.

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

FOR INFORMATION ONLY: The next item was the presentation of the Chairman's Remarks to the Board.

FOR INFORMATION ONLY: The next item was the presentation of the Acting Chief Executive Officer's Monthly Report to the Board.

MINUTES OF AUTHORITY MEETING

The next item of business was the approval of the December 15, 2025 meeting minutes. A motion was made to approve the minutes by Ms. Dragon, seconded by Mr. Weinreich, and approved by the eleven (11) voting members present.

PUBLIC COMMENT

There was no Public Comment.

FOR INFORMATION ONLY: The next item was a summary of the Incentives Committee meetings from January 5 and January 13, 2026.

INCENTIVES

ASPIRE

ITEM: Monmouth Medical Center, Inc. - (Tinton Falls, Monmouth)

REQUEST: Issuance of tax credits from the Aspire program for a project located in Tinton Falls, Monmouth County, New Jersey, up to 50% of Project Cost.

MOTION TO APPROVE: Commissioner Angelo SECOND: Mr. Dumont AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

ITEM: Garfield Phase 1A Urban Renewal LLC - (Jersey City, Hudson)

REQUEST: Issuance of tax credits from the Aspire program for a residential, mixed-use project located in Jersey City, Hudson County, New Jersey, up to 60% of Project Cost.

MOTION TO APPROVE: Mr. Weinreich SECOND: Ms. Dragon AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

ITEM: Garfield Phase 1B Urban Renewal LLC - (Jersey City, Hudson)

REQUEST: Issuance of tax credits from the Aspire program for a residential, mixed-use project located in Jersey City, Hudson County, New Jersey, up to 60% of Project Cost.

MOTION TO APPROVE: Ms. Dragon SECOND: Mr. Alagia AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 3

BROWNFIELDS

ITEM: Sayreville Seaport Associates LP - Brownfield and Contaminated Site Remediation Act Program- Modification

REQUEST: To approve a modification to the 2009 Brownfield Agreement, specifically to replace the escrow requirement and eliminate the requirement for payment to the HDSRF of prior HDSRF grant amounts.

MOTION TO APPROVE: Ms. Dragon SECOND: Mr. Dumont AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 4

FOR INFORMATION ONLY: The next item was a summary of the Policy Committee meeting from January 6, 2026.

LEGAL AFFAIRS

ITEM: Hearing Officer's Recommendation as to Kvibe Productions' appeal of its decline for participation in the New Jersey Film Works Program

REQUEST: To approve the Hearing Officer's recommendation to uphold the Board's declination of this application.

MOTION TO APPROVE: Mr. Weinreich SECOND: Ms. Dragon AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 5

ITEM: Hearing Officer's Recommendation as to the Blackbelt Country Productions' appeal of its decline for participation in the New Jersey Film Works Program

REQUEST: To approve the Hearing Officer's recommendation is to uphold the Board's declination of this application.

MOTION TO APPROVE: Ms. Dragon SECOND: Mr. Dumont AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

ITEM: Hearing Officer's Recommendation as to Klick Studios' appeal of its decline for participation in the New Jersey Film Works Program

REQUEST: To approve the Hearing Officer's recommendation is to uphold the Board's declination of this application.

MOTION TO APPROVE: Ms. Dragon SECOND: Comm. Angelo AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

ITEM: Hearing Officer's Recommendation as to the My Hero Pictures LLC's appeal of its decline for participation in the New Jersey Film Works Program

REQUEST: To approve the Hearing Officer's recommendation is to uphold the Board's declination of this application.

MOTION TO APPROVE: Mr. Weinreich SECOND: Ms. Dragon AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

AUTHORITY MATTERS

ITEM: Funding Source - NJ BASE

REQUEST: To approve allocation of the project costs for the previously approved New Jersey Business Acceleration and Soft Landing Ecosystem (NJ BASE) from available balances within the State Fiscal Year 2023 (SFY23) Appropriation for Real Estate Projects Funding.

MOTION TO APPROVE: Mr. Weinreich SECOND: Mr. Alagia AYES: 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 9

BOARD MEMORANDA – FYI ONLY

- Community Development Products: Delegated Authority Approvals, Q4 2025
- Real Estate Division Delegated Authority for Leases and Right of Entry (ROE)/Licenses for Q3 2025

EXECUTIVE SESSION

The next item was to adjourn the public portion of the meeting and move into Executive Session to discuss a confidential matter regarding the use and recovery of public funds, which could adversely affect the public interest if discussions are disclosed and a personnel matter.

**MOTION TO APPROVE: Mr. Weinreich SECOND: Ms. Dragon AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT: 10**

The Board returned to Public Session.

ITEM: Child Care Facilities Improvement Program— Phase 1

REQUEST: Request for Modifications to the Child Care Facilities Improvement Program — Phase 1 as discussed in Executive Session.

**MOTION TO APPROVE: Ms. Dragon SECOND: Mr. Weinreich AYES: 11
RESOLUTION ATTACHED AND MARKED EXHIBIT: 11**

There being no further business, on a motion by Ms. Dragon, and seconded by Mr. Weinreich, the meeting was adjourned at 11:23 AM.

Certification: The foregoing and attachments represent a true and complete summary of the actions taken by the New Jersey Economic Development Authority at its meeting.


Danielle Esser, Director
Governance & Strategic Initiatives
Assistant Secretary



MEMORANDUM

To: Members of the Authority
From: Evan Weiss
Date: February 25, 2026
Re: February 2025 Board Meeting – CEO Report

Thank you everyone for welcoming me to the [New Jersey Economic Development Authority](#) (NJEDA)! I am extremely grateful for the opportunity to serve as the Authority's CEO and I look forward to working alongside Chairman O'Toole, the Board, and entire staff.

The past few weeks have been a whirlwind. In my first week alone, I made stops in Newark, Trenton, Camden, and Woodbury. In each visit, I was able to witness the incredible impact the NJEDA is making in the communities we serve. I'm proud to join this organization and its talented team dedicated to driving economic growth and building a stronger future for New Jersey.

One of my first public events as CEO was a fireside chat at The Newark Real Estate Summit. The conversation focused on key initiatives and ways in which Newark can drive equitable growth, attract investment, and revitalize its neighborhoods. I also attended the ribbon cutting for Terrell Homes, an affordable senior citizen building in Newark's Ironbound neighborhood. Terrell Homes was approved for an Aspire award last year, helping bring 69 new affordable housing units to the city.

As the former CEO of Newark Alliance, I am committed to bringing my experience and dedication to support the city's continued renaissance. I look forward to building upon the NJEDA's already extensive work to bolster Newark through a variety of our real estate programs, small business programs, arts and culture programs, and innovation initiatives.

Similarly, in the southern part of the state, the NJEDA has worked to support Atlantic City's revitalization efforts. Next week, I look forward to highlighting the Authority's work in the city during an Atlantic City Economic Development Team meeting. From Aspire and the Historic Property Revitalization Program to the Atlantic City Revitalization Grant Program and the A.R.T. program, the NJEDA is making robust investments to help strengthen the city and expand opportunities for its residents.

Applications for Phase Two of the New Jersey Green Workforce Training Grant Challenge opened last week. The \$4 million grant program prepares New Jersey residents for green economy careers, with a particular focus on serving overburdened communities. During the first phase of the grant challenge, the NJEDA awarded four entities funding to develop workforce development initiatives, and I look forward to continuing to bolster the state's green economy through this program and beyond.

Lastly, as we near the end of Black History Month, I'd like to reaffirm the NJEDA's commitment to supporting communities of color by providing the resources necessary for businesses and residents to succeed. Tomorrow, I look forward to joining a virtual roundtable to highlight the NJEDA's support for Black entrepreneurs and discuss ways we are working to foster innovation and expand entrepreneurial opportunities across diverse communities.

It's only been a few weeks since I started, and I still have a lot to learn from all of you, but I am excited to spend the next few months doing so. I can't wait to see what we accomplish together.

A handwritten signature in cursive script, appearing to read "E. Weiss".

Evan Weiss, CEO



MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss
Chief Executive Officer

DATE: February 25, 2026

RE: Clean Energy Fellowship Program for University Participants, Academic Years 2026-2028

Summary:

The Members are asked to approve:

- (1) The creation of the Clean Energy Fellowship Program for University Participants, 2026-2028 (“CE Fellowship”) that will enable undergraduate and graduate students at eligible universities to participate in a fellowship program supporting research to advance clean energy during the 2026-2028 academic years.
- (2) Utilization of up to \$1,820,000 in grant funds provided through the Addendum One to the Green Council Memorandum of Understanding (“Addendum One”) between New Jersey Economic Development Authority (“NJEDA” or “Authority”) and the New Jersey Department of Environmental Protection (NJDEP) dated October 27, 2025.
- (3) Delegation of authority to the Chief Executive Officer to approve individual applications from universities in accordance with the eligibility criteria set forth in this memo and the attached grant program specifications (“**Exhibit A**”), enter into grant agreements with awarded applicants, and extend program deadlines if necessary to achieve CE Fellowship goals.
- (4) Waiver of the application fee for the Grant Program as NJEDA’s administrative costs will be covered by Regional Greenhouse Gas Initiative (RGGI) administrative funding.

Background:

In 2023, Governor Murphy adopted Executive Order No. 315, an accelerated target of 100% clean energy by 2035, defined as 100% of the electricity sold in New Jersey to come from clean sources of electricity by January 1, 2035 through various clean energy market mechanisms, paired with support for a Clean Energy Standard in New Jersey. Governor Murphy’s economic development plan, “The State of Innovation: Building a Stronger and Fairer New Jersey Economy,” identifies investment in the talent pipeline to support key industries including clean energy as one of the administration’s key priorities.

As part of its efforts to support clean energy and offshore wind workforce development, NJEDA operated the Wind Institute Fellowship Program (“WI Fellowship”) from 2022 to 2025 to support student research in

offshore wind. In the most recent iteration of the WI Fellowship, NJEDA entered into agreements with eight universities in New Jersey (Rutgers University, Rowan University, Montclair State University, New Jersey Institute of Technology, Princeton University, Stevens Institute of Technology, Stockton University, and Seton Hall University) to support 40 fellows annually over two academic years.

Through this new Grant Program for eligible New Jersey universities, NJEDA intends to expand upon the WI Fellowship model and launch a new Clean Energy Fellowship Program (“CE Fellowship”) that will offer two cohorts of the program during the 2026-2027 and 2027-2028 academic years (“CE Fellowship Year 1” and “CE Fellowship Year 2”, respectively). While the WI Fellowship focused exclusively on the offshore wind industry, the CE Fellowship will allow a broad spectrum of research in clean energy industries, including solar, wind, geothermal, green hydrogen, fuel cells, biomass, tidal, nuclear, and hydropower.

Prior to executing grant agreements, NJEDA will deposit the funds into NJEDA’s Economic Recovery Fund and utilize the grant-making powers as defined in the New Jersey Economic Recovery Fund Act per N.J.S.A. 34:1B-7.13 a (12) which authorizes the establishment of a fund to provide grants or competition prizes to fund initiative based activities which stimulate growth in targeted industries as defined by the authority's board or supports increasing diversity and inclusion within the State's entrepreneurial economy; this fund may also support not-for-profit industry, trade, and labor organization initiatives. Detailed CE Fellowship Product specifications are attached hereto as “**Exhibit A**”.

Recommendation:

The members are asked to approve:

- (1) The creation of the CE Fellowship that will enable undergraduate and graduate students at eligible universities to participate in a fellowship program supporting research to advance clean energy during the 2026-2028 academic years.
- (2) Utilization of up to \$1,820,000 in grant funds provided through Addendum One.
- (3) Delegation of authority to the Chief Executive Officer to approve individual applications from universities in accordance with the eligibility criteria set forth in this memo and the attached grant program specifications (“**Exhibit A**”), enter into grant agreements with awarded applicants, and extend program deadlines if necessary to achieve CE Fellowship goals.
- (4) Waiver of the application fee for the Grant Program as NJEDA’s administrative costs will be covered by Regional Greenhouse Gas Initiative (RGGI) administrative funding.



Evan Weiss, Chief Executive Officer

Prepared by: Aina Yadav

Attachments:

Exhibit A –Program Specifications for the Clean Energy Fellowship Program for University Participants, Academic Years 2026-2028

Exhibit A

Program Specifications for the Clean Energy Fellowship Program for University Participants, Academic Years 2026-2028

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| Product Type | Grant (non-competitive) |
| Program Purpose | The Clean Energy Fellowship Program (“CE Fellowship”) is designed to encourage and support interdisciplinary student research in topics that further the development of, and build student expertise in, clean energy concepts. Undergraduate and graduate university students will be provided the opportunity to conduct paid, independent research in various sectors of clean energy, including solar, wind, geothermal, green hydrogen, fuel cells, biomass, tidal, nuclear, and hydropower, under the mentorship of a university faculty advisor over an academic year. In addition to financial stipends, students will receive the opportunity to gain industry knowledge through monthly cohort meetings, guest lectures, site visits, and other activities. Students will present their research findings to industry, academic, and community stakeholders at an annual Clean Energy Research Symposium |
| Funding Source | \$1,820,000 in funding received by the NJEDA through the Addendum One to the Green Council Memorandum of Understanding (“Addendum One”) between New Jersey Economic Development Authority (“NJEDA” and “Authority”) and the New Jersey Department of Environmental Protection (“NJDEP”) dated October 27, 2025 |
| Fees | Application fees will be waived. Per N.J.A.C. 19-30-6.1A, the Board may waive application fees when other sources of funding are available for the Authority’s administrative costs and/or for pilot programs running for less than three years. The Authority’s administrative costs for the Grant Challenge will be covered by Regional Greenhouse Gas Initiative (RGGI) administrative funding. |
| Eligible Applicants | Applicants must be research universities classified by the Carnegie Commission on Higher Education as R1 (Very High Research Activity) or R2 (High Research Activity). These universities are: Rutgers University, Rowan University, Montclair State University, New Jersey Institute of Technology, Kean University, Princeton University, Stevens Institute of Technology, and Seton Hall University. In addition, the applicant must also be in substantial good standing with the New Jersey Department of Labor and Workforce Development and NJDEP. The applicant must also provide a current tax clearance certificate at the time of grant execution to verify that they are properly registered to do business in New Jersey and in good standing with the New Jersey Division of Taxation. |
| Eligible Uses | The Grantees may use the funds for the following eligible uses: <ul style="list-style-type: none"> • Stipends to be provided to fellows as financial support while conducting research on clean energy over the term of the CE Fellowship. • Stipends for fellows’ travel, material, equipment, and other fellowship-related costs • Honorariums for required faculty advisors who will commit time to provide mentorship and other supports to fellows • Indirect and administrative costs of the Grantee. |
| Term of Grant Period | 2 years plus any Authority approved extensions in accordance with these specifications and the Grant Agreement. |
| Grant Amounts | Each Grantee will be allocated fellowship spots proportional to its student enrollment size (combined across all campuses) from the 2024-2025 academic year, based on the following criteria: <ul style="list-style-type: none"> • Universities with a total enrollment above 55,000 students will be allocated six (6) fellowship spots |

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| | <ul style="list-style-type: none"> Universities with a total enrollment less than 55,000 students will be allocated three (3) fellowship spots <p>The final grant amount for the 2026-2027 and 2027-2028 school years will be determined after the Grantee completes its fellow selection process each year. Final grant amounts per Grantee will be based on:</p> <ul style="list-style-type: none"> \$13,500 per undergraduate (junior or senior) fellow per year \$27,000 per graduate (masters or doctoral) fellow per year \$500 per fellow for travel, materials, equipment and other fellowship-related costs per year \$2,000 honorarium per faculty advisor for each student per year 10% of total grant amount for indirect costs, including facilities and administrative fees per year <p>For example:</p> <ul style="list-style-type: none"> If a Grantee with three spots selected two undergraduate students and one graduate students for a fellowship year, they would receive \$67,650 (\$13,500 for the two undergraduate student stipends, \$27,000 for the one graduate student stipends, \$1,500 for the fellows' travel/materials stipends, \$6,000 for the faculty advisor honorariums, which equals \$61,500, plus \$ 6,150 for the Grantee's indirect costs) If all graduate students are selected, the maximum grant amount for a Grantee with three spots is \$ 97,350 for each Fellowship Year If all graduate students are selected, the maximum grant amount for a Grantee with six spots is \$194,700 for each Fellowship Year |
| Application Process | <p>Applications will be accepted during a defined application window, which NJEDA will make all potential applicants aware of through a Notice of Funding Availability and other information posted to NJEDA's website. The Authority will perform a review of applications after the closing of the application period. Applications will first be reviewed for application completeness to ensure that all necessary application information and documents are submitted and complete. Applicants will be given ten (10) business days to cure any deficiencies or provide answers to clarifying questions. If after the 10-day period, the applications are still incomplete, they will be notified the application will not advance and will be rejected as incomplete.</p> |
| Scoring Criteria | <p>There is no scoring criteria for this Grant Program.</p> |
| Approvals and Declinations | <p>NJEDA will enter an agreement with eligible applicants who have submitted complete and compliant applications for the Grant Program, subject to the availability of funds. NJEDA staff anticipates that the available funding for the Grant Program will accommodate the maximum number of applicants that could be eligible. Applicants whose applications are declined will have the right to appeal. Appeals must be filed within the timeframe set in the declination letter. For appeals from declinations based on discretionary reasons, the Board is the final decision maker. The NJEDA Managing Director of Legal Affairs will assign a Hearing Officer to review the appeal and any relevant documentation and prepare a recommendation for Board decision.</p> <p>Prior to executing grant agreements, NJEDA will deposit the funds into NJEDA's Economic Recovery Fund and utilize the grant-making powers as defined in the New Jersey Economic Recovery Fund Act per N.J.S.A. 34:1B-7.13 a (12) which authorizes the establishment of a fund to provide grants or competition prizes to fund initiative based activities which stimulate growth in targeted industries as defined by the authority's board or supports increasing diversity and inclusion within the State's entrepreneurial economy; this fund may also support not-for-profit industry, trade, and labor organization initiatives.</p> |

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| <p>Funding Disbursement</p> | <p><u>Disbursement 1</u> No later than October 30, 2026 for CE Fellowship Year 1 and October 30, 2027 for CE Fellowship Year 2, unless an extension is approved by the Authority in accordance with these specifications and the Grant Agreement, each Grantee must submit the following documents:</p> <ul style="list-style-type: none"> • Details for each participating fellow and faculty advisor including name, email address, degree program, undergraduate or graduate level, project title and description, faculty advisor, faculty advisor email, beginning and end date for the CE Fellowship (i.e. including whether the CE Fellowship includes a Summer semester or not), and short fellow biographies • Signed participation forms • Signed photo release forms and headshots for each fellow (or written communication from fellows declining photo use) • Grantee administrative point person contact information. • Additional information necessary for the Authority to establish compliance with the Grant Agreement. <p>After receipt of and approval of the submissions required to receive Disbursement 1, NJEDA will disburse 50% of the grant award to each eligible and compliant Grantee.</p> <p><u>Disbursement 2</u> No later than January 30, 2027 for CE Fellowship Year 1 and January 30, 2028 for CE Fellowship Year 2, unless an extension is approved by the Authority in accordance with these specifications and the Grant Agreement, each Grantee must submit the following:</p> <ul style="list-style-type: none"> • Completed interim report using the template provided by NJEDA • Additional information necessary for the Authority to establish compliance with the Grant Agreement. <p>After receipt of and approval of the submissions required to receive Disbursement 2, NJEDA will disburse the remaining 50% of the grant award. to each eligible and compliant Grantee.</p> |
| <p>Program Requirements</p> | <p>Grantees shall be responsible for the coordination and execution of the following activities:</p> <ul style="list-style-type: none"> • Within 30 calendar days of signing a grant agreement with NJEDA, Grantee shall submit a Fellowship Administration Plan to NJEDA for CE Fellowship Years 1 and 2, using a template that will be provided by NJEDA, that details the Grantee’s process for: <ul style="list-style-type: none"> ○ Marketing the CE Fellowship Program to the Grantee’s student population in a way that raises awareness about the application process among a diverse range of students. Diversity in this instance can include, but is not limited to: gender, race, age, first generation college students, University major/degree, and other factors; ○ Conducting a selection process that facilitates the participation of a diverse set of students with a goal of prioritizing students from low-income households or overburdened communities; ○ Communicating all requirements for the fellows including attendance at NJEDA monthly meetings and presentation of their research at the Clean Energy Research Symposium ○ Connecting selected fellows with advisors; ○ Distributing funds to fellows and advisors throughout the CE Fellowship per the Grantee’s internal policies and procedures • Within 15 (fifteen) calendar days of completing the selection process for each CE Fellowship Year, and no later than October 30, 2026 for CE Fellowship Year 1 and |

October 30, 2027 for CE Fellowship Year 2, Grantee shall submit the following to EDA:

- Details of all fellows, including but not limited to name, email address, degree program, undergraduate or graduate level, project title and description, faculty advisor, faculty advisor email, beginning and end date for the CE Fellowship (i.e. including whether the CE Fellowship includes a Summer semester or not), and short fellow biographies
- Signed participation forms developed by each respective university and completed by each fellow and their faculty advisor who will guide and support the fellow's research
- Signed photo release forms from each fellow using a template provided by NJEDA and headshots of the fellows, unless a fellow provides written communication that they will not allow the use of their picture on NJEDA public platforms
- Name of a Grantee representative that will serve as the administrative point of contact for NJEDA for the duration of the CE Fellowship Program
- Track and report CE Fellowship program applicant throughput data to NJEDA that details the number of students that engaged in each of the Grantee's respective selection steps (e.g. attending a webinar, completing an application, participating in an interview, etc.) in a Post Selection Data Sheet to be submitted by the Grantee in a template approved by NJEDA.
- Provide NJEDA, if requested, copies of any collateral used to promote the CE Fellowship program, application/interview questions and presentations utilized during the selection process, and other relevant materials developed by the Grantee for the CE Fellowship Program.
- While not required, aim to select at least one (1) undergraduate and one (1) graduate fellow. The remaining Fellowship slots can comprise either undergraduate or graduate fellows.
- For each CE Fellowship Year, set research fellowships for a duration no fewer than 24 weeks and no more than 52 weeks over one academic year. For CE Fellowship Year 1, the CE Fellowship Program must begin no later than the Fall 2026 semester and end no later than the Summer 2027 semester. For CE Fellowship Year 2, the CE Fellowship Program must begin no later than the Fall 2027 semester and end no later than the Summer 2028 semester, with the addition of Summer 2027 and 2028 at each Grantee's discretion. The number of hours/week shall be determined by the Grantee and/or the faculty advisor per each Grantee's internal processes and procedures.
- Facilitate and support all communications among Grantee faculty advisors, fellows, and NJEDA
- Facilitate and encourage fellows' participation in CE Fellowship cohort meetings and the Clean Energy Research Symposium organized by NJEDA.
- Coordinate and facilitate all logo use, branding permissions, and other Grantee approvals and sharing of information as need arises.
- Ensure all funds go to eligible uses including the full amount of the fellows' stipends to the fellows.
- Disburse fellow stipends and faculty honorariums per the Grantee's internal policies and procedures.
- Meet with NJEDA twice a year to discuss progress of CE Fellowship Program for CE Fellowship Years 1 and 2

- Track use of all funds using a budget template provided by NJEDA and submit an interim report by January 30, 2027 and a final report by September 30, 2027 for CE Fellowship Year 1.
- Track all use of funds using budget template provided by NEDA and submit an interim report by January 30, 2028 and a final report by September 30, 2028 for CE Fellowship Year 2.
- Any funds received for CE Fellowship Years 1 and 2 that are not utilized should be returned to EDA by October 30, 2027 for CE Fellowship Year 1 and October 30, 2028 for CE Fellowship Year 2.
- Each Grantee must appropriately determine and guide fellows on meeting any federal and state tax liabilities from the stipend payments, as per its internal policies and procedures.

For the CE Fellowship Program, NJEDA will:

- Organize at least 4 CE Fellowship cohort meetings each CE Fellowship Year for Fellows to participate in industry trainings, guest lectures, site visits, and/or presentations
- Recruit and engage key industry stakeholders throughout the program to maximize the fellows' exposure to the clean energy industry
- Organize the Clean Energy Research Symposium to take place each CE Fellowship Year
- Upon receiving the names of the selected students and their project descriptions, provide schools with 50% of the allocated funding for each Grantee based on the number and graduate level of the selected fellows for each CE Fellowship Year.
- Upon receiving interim reports, provide schools with remaining 50% of allocated funding for each Grantee.
- Publicize the names of the fellows and advisors, as well as final presentation materials shared by fellows on the NJEDA website.



MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss
Chief Executive Officer

DATE: February 25, 2025

SUBJECT: New Jersey Innovation Evergreen Fund: February 2026 Qualified Investment Approval

SUMMARY

The Members are asked to approve a Qualified Investment presented today under the New Jersey Innovation Evergreen Program (“Program”) for an application submitted by SOSV Investments LLC (“SOSV”), a Qualified Venture Firm (“QVF”) to invest into Princeton Critical Minerals Inc fka PureLi (“PCM”). The Qualified Investment recommendation is for an investment of up to \$4,000,000 with additional management fees and expenses reserved as described in this memorandum. The approval will allow Staff to utilize Program funds to execute a Qualified Investment into a Qualified Business alongside SOSV. Additionally, upon approval of this investment, Staff will reserve Program capital for management fees and direct administrative expenses required to support the investment, as authorized in Program regulations, and described in this memorandum.

BACKGROUND

The New Jersey Innovation Evergreen Act (“Act”) (N.J.S.A 34:1B-288 to 302) was signed into law by Governor Murphy as part of the Economic Recovery Act of 2020 (N.J.S.A. 34:1B-269 *et seq.*). In April 2022, the Board of the Authority approved specially adopted and concurrently proposed New Jersey Innovation Evergreen Fund regulations (N.J.A.C. 19:31X-1.1 *et seq.*), which were approved for submission to the Office of Administrative Law for publication in the New Jersey Register as final adopted rules in March 2023. The Act established both the New Jersey Innovation Evergreen Fund (“NJIEF”, or “Evergreen Fund”) and the Program, which supports the private sector’s investment in high growth New Jersey-based companies. The Program will increase venture capital funding available to the State’s innovation ecosystem and create the conditions necessary for entrepreneurs to succeed. As of February 18, 2026, approximately \$79.8 million of unallocated capital remains available for Program investments and expenses.

To invest the Evergreen Fund monies, the Program establishes an application process through which venture firms first may apply for designation as a QVF. Applications for QVFs opened on December 16, 2022, and as of February 18, 2026, 29 Qualified Venture Firms have been approved

to operate on the platform. Qualified Venture Firm are approved by staff pursuant to an updated delegated authority approved by the Members on April 10, 2024.

Qualified Investment Review Process

To access Program co-investment capital, Qualified Venture Firms may apply for Qualified Investments on a rolling basis. Applications for Qualified Investments opened on May 23rd, 2023. NJEDA Staff recommendations are presented to the Members for consideration upon completion of eligibility review of the Qualified Business and Qualified Venture Firm associated with the Qualified Investment transaction. Such Qualified Investments in New Jersey-based businesses must receive co-investment from the Qualified Venture Firm that matches or exceeds the Qualified Investment amount. Upon approval for a Qualified Investment and as required by the Program rules, Qualified Venture Firms will establish a special purpose vehicle (“SPV”) to facilitate the Qualified Investment transaction between the Evergreen Fund, the Qualified Venture Firm, and the Qualified Business. As the Evergreen Fund’s investments mature and experience exit events (e.g. a sale or initial public offering), the proceeds from profitable investments will flow back to the Evergreen SPV. Proceeds will be used to make carried interest payments to the Qualified Venture Firm and to transfer remaining capital back to the Evergreen Fund, providing an ongoing stream of funds to support the State’s innovation ecosystem.

Qualified Venture Firms may apply to the Authority to access capital in the Evergreen Fund to make up to two initial Qualified Investments per year into eligible New Jersey-based high-growth businesses. Applications must be submitted to the EDA within 90 days of the date of the transaction by the QVF into the high-growth business. Each request for a Qualified Investment may be as much as the Program investment limit of \$10M, or up to \$12.5M for businesses that meet any of the following criteria: i) certified by the State as a “minority business” or “women’s business” pursuant to P.L. 1986, c. 195 (N.J.S.A. 52:27H-21.17 et seq.), ii) considered a NJ university spin-off business, or iii) utilizes intellectual property that is core to its business model and was developed at a NJ-based college or university.

The recommendation presented to Members for consideration this month an investment of up to \$4,000,000 of Program capital alongside SOSV into the innovative, high-growth company, Princeton Critical Minerals. The Program investment will match an investment from SOSV of \$7M executed through its own Special Purpose Vehicle, SOSV PCM SPV LP, raised for the transaction. The proposed Qualified Investment will be contingent upon SOSV successfully executing its own investment into the business at least matching any Program Qualified Investment. Following approval by the Members, the Program will reserve an additional \$200,000 for management fees and \$265,000 for direct administrative expenses required to execute and manage the Qualified Investment.

Please refer to **Appendix A** for a summary of SOSV Investments and an overview of the firm’s eligibility as a Qualified Venture Firm. Please refer to **Appendix B** for a summary of Princeton Critical Minerals and of the business’s eligibility as a Qualified Business. Finally, please refer to **Appendix C** for an overview of the proposed Qualified Investment transaction terms and related reserves for follow-on investments, transaction management fees, and direct administrative expenses.

QUALIFIED INVESTMENT REQUIREMENTS

Qualified Venture Firms may submit applications for Qualified Investments funded by the Program after receiving NJEDA Board approval as a Qualified Venture Firm or in conjunction with an application for certification as a Qualified Venture Firm. While applications for Qualified Investments are submitted by Qualified Venture Firms, the applications contain information about both the Qualified Venture Firm and the proposed Qualified Business seeking capital. Staff conduct reviews of investment applications on a first-come, first-served basis and screen both Qualified Venture Firms and proposed Qualified Businesses as part of the transaction for eligibility.

The Program investment underwriting process is completed by the NJEDA Venture Programs Department in parallel with the Product Operations Department to ensure objectivity and is limited to an eligibility review of the Qualified Investment, Qualified Venture Firm, and proposed Qualified Business. The eligibility review contains various statutory requirements that ensure the financial merit of the proposed investment, such as requiring certain experience and assets under management by the Qualified Venture Firm, as well as requiring an investment by the Qualified Venture Firm's main fund that is at least equal to the amount of the Qualified Investment. The latter ensures that the Qualified Venture Firms share aligned interests with the NJEDA through incentive based carried interest compensation to identify strong investment opportunities. However, the Program does not establish any additional review by staff for the financial merits of the proposed investment. Qualified Venture Firms will evaluate the quality of investment opportunities through their normal course of business. For a detailed description of Program eligibility and compliance requirements, see **Appendix D**.

FOLLOW-ON INVESTMENT REQUIREMENTS

The Program authorizes subsequent follow-on investments alongside Qualified Venture Firms into Qualified Businesses after the initial Qualified Investment. The Authority shall have the right, but not the obligation, to make a follow-on investment from the Evergreen Fund into the Qualified Business. Follow-on investments will be made on a pro rata basis with the Qualified Venture Firm's investment at the same ratio, which the Evergreen Fund matched the initial Qualified Investment.

The screening process for follow-on investments requires NJEDA Staff to verify that firms and businesses continue to meet Program requirements, and that the transaction conforms to Program eligibility and concentration limits. Staff will also screen for any clear signs of financial, reputational, or legal risks. As previously approved by the Board of the Authority, follow-on investments may be approved under delegation to the Authority's Chief Executive Officer (with certain exceptions) to best match operational needs and intensity with the expectations of the private market transaction.

RECOMMENDATION:

Based on the evaluation conducted by Authority staff, according to the criteria established by the Act, and clarified through Program regulations and the April 2022 Program Board memorandum, approval for an amount up to a \$4,000,000 is requested. The Qualified Investment will occur alongside SOSV matching investment of no less than \$4,000,000 into the innovative, high-growth

New Jersey-based company Princeton Critical Minerals. Upon approval, staff will reserve up to an additional \$200,000 for Program management fee expenses and up to an additional \$265,000 for direct administrative expenses associated with the transaction. The recommendation for approval is conditioned on the execution of Program closing agreements.

Prepared by:

Kremena Mironova – Senior Product Officer, Venture Products

Alexander Pachman – Manager, Venture Products

Attachments:

Appendix A – Summary of Qualified Venture Firm and Eligibility

Appendix B – Summary of Qualified Business and Eligibility

Appendix C – Confidential Summary of Transaction Details

Appendix D – Detailed Program Eligibility and Compliance Requirements



Evan Weiss, Chief Executive Officer

Appendix A – Summary of Qualified Venture Firm and Eligibility

SOSV Overview

In 1995, Sean O’Sullivan founded SOSV as a family office to make investments in early-stage startups. In 2010, SOSV began its evolution into an institutional investment firm, leading industry vertical startup accelerator programs. Shortly thereafter, SOSV raised third-party capital into managed funds to deploy as a venture capital firm. Today, Princeton, NJ-based SOSV is a global multi-stage venture capital firm that operates early-stage deep-tech programs and has over \$1 billion in assets under management. In addition to its Princeton, NJ headquarters, the firm operates offices in Newark, NJ, New York, NY, San Francisco, CA, Shenzhen, China, Shanghai, China, Taipei, Taiwan, and Tokyo, Japan. The firm is currently investing out of a 2023 vintage year \$306M fifth core fund, SOSV V LP.

SOSV seeks to leverage three key economic trends and has created three startup programs focused on these themes. Biology (IndieBio), hard tech (HAX), and emerging and frontier markets cross-border technologies (Orbit Startups). According to Pitchbook data, SOSV is one of the most active Seed-stage investors globally, specifically in the verticals of biology and hard tech. Many of the firm’s biology and hard tech investments are focused on human health and climate change. In 2021, SOSV formed HAX LLC, the firm’s Newark-based hard tech accelerator, in partnership with the Authority investing \$25M into the newly formed company for a 50% ownership share. SOSV committed to investing an average of \$250,000 into at least 100 participating startup companies in the HAX Program for a total of at least \$25M over a 5.5 year period. In November 2022, HAX was approved for support from NJ Accelerate. Over the years SOSV has been a frequent participant at the Authority’s New Jersey Founders & Funders events, has hosted NJ Cleantech Open kickoff with the Authority, and monthly office hours alongside NJEDA staff.

Strategy

SOSV seeks to invest, globally, in pre-Seed, Seed, Series A+, and growth-stage rounds of financing of companies operating in biotechnology, hard tech, and emerging and frontier markets cross-border technologies. SOSV typically makes initial investments of up to \$500,000 when a startup joins one of its development programs (HAX, IndieBio, Orbit Startups). Thereafter, the firm will continue funding successful companies through their Seed and Series A rounds of financing, and beyond. Their startup development program provides investor introductions and ongoing access to experts on the SOSV teams. The firm typically makes more than 300 investments per year, including 100+ pre-Seed financing round investments in new startups.

Investment and Management Team

SOSV’s senior team is comprised of eight individuals located across China, the United States, and Europe. Firm-wide SOSV employs over 100 staff globally.

Mr. Sean O’Sullivan, Founder and Managing General Partner, SOSV leads the organization and heads the investment committee. Mr. O’Sullivan is an inventor, entrepreneur and investor. He co-invented street maps on personal computers in 1985 at MapInfo and co-coined the term “cloud computing” in 1996 during his work co-founding NetCentric. Mr. O’Sullivan has a 20+ year track record of successful exits, including as co-founder of MapInfo (NASDAQ), early investor in Harmonix (70x return), and many others. Mr. O’Sullivan has been granted nineteen U.S. and European patents, with others pending, and software that he wrote has been used by many millions of users.

Mr. Duncan Turner, General Partner, SOSV and Global Managing Partner, oversees HAX USA in Newark, New Jersey and the HAX program in Shenzhen, China. Mr. Turner has led product design and consumer engagement strategy projects for several Fortune 500 companies while at IDEO and has mentored at HAX since its inception in 2012.

Mr. Cyril Ebersweiler, General Partner, SOSV and Managing Director at HAX. Mr. Ebersweiler founded and ran two major SOSV programs: HAX (2012) and Chinaccelerator (2010). He is a board member and advisor to a few startups, including Formlabs, Angel List, Collaborate (ACQ: CISCO), Hackster (ACQ: AVNET), and Adoreme. He is an experienced global investor in deep tech (250+ companies). Mr. Ebersweiler currently oversees HAX along with SOSV General Partner, Duncan Turner.

Mr. Stephen Chambers, General Partner, SOSV and Managing Director, IndieBio NY program, has a PhD in Molecular Biology, and has a deep background in entrepreneurship in the pharma industry. Stephen was one of the founding scientists at Vertex Pharmaceuticals, working on many drug discovery programs including in the FDA approval of Agenerase & Lexiva.

Mr. Po Bronson, General Partner, SOSV, and Managing Director at IndieBio manages the IndieBio San Francisco team, integrating together the strategy, team leadership, and portfolio selection at the program level. He also works with portfolio startups on their storytelling to investors and customers, and guides IndieBio’s strategic thinking around future markets.

Ms. Pae Wu, General Partner, SOSV and CTO at IndieBio, is responsible for IndieBio’s portfolio management and technical oversight. Prior to joining IndieBio, Ms. Wu served as the Scientific Director of Telefónica’s moonshot factory, Alpha (Barcelona). She was Science Director at the US Office of Naval Research – Global (Singapore), and technical consultant at the Defense Advanced Research Projects Agency (DARPA).

Mr. Mohan Iyer, General Partner, SOSV and Partner at IndieBio San Francisco. Mr. Iyer brings deep operational experience with more than 25 years as an entrepreneur and leader at several life science startups where he enjoyed developing strategy, building successful teams, executing against complex operational goals, fundraising, and forging sell-side strategic partnering and M&A deals.

Mr. Stephen McCann, Chief Financial Officer and General Partner, SOSV oversees the Cork, Ireland office. He is responsible for the strategy and execution of SOSV's finance team, legal team, and investment operations. He is an active mentor to the 1,000+ companies in the SOSV portfolio on financial and business operations. Before joining SOSV, Mr. McCann held senior finance roles in Bord Gáis Energy (a leading Irish semi-state organization), an international retail business, and a leading audit and accountancy firm.

New Jersey Investment History

The firm's funds have invested in 50 Newark, New Jersey-based business over the past five years. These businesses are: RightBot (2020), XN Health and Kolibri (2021), Lura Health (2019, 2020, 2021), Portable Diagnostics Systems, PONS, MetalLight, Tandem, Dia (fka E-Sentience), Still Bright, Gaia, Renovate, Chronos, Maa'va (2022); OpenShelf, Amatec, Algoma Homes, Mimic, Arculus, Verdex, TrelliSense, Mitico, Vandrax Technologies, Biomr, Silana, AuraSense, Oli Technologies, Cool Amps, Material, PureLi, LightHearted AI, Cocoon Carbon, Carbon Bridge, Qnetic, AtomICS, AtoMe, 3DK Tech (2023), Flux Climate Tech, Level Zero Health, Navion, Gemma Robotics, Sodex, Cephia AI, Danu Robotics, Xera Energy, Kaio, Sharper Sense, Seismi, BenerG, and Yplasma (2024), Nascent Materials (2025).

Appendix B – Summary of Qualified Business and Eligibility

Princeton Critical Minerals Inc. Business Overview

Princeton Critical Minerals (formerly PureLi), which emerged from the Princeton University's ecosystem for innovation and entrepreneurship, has developed a technology for boosting minerals production from evaporation ponds, which could revolutionize the conventional approach to critical minerals extraction. PCM is dedicated to bridging the lithium supply-demand gap through efficient, scalable, and sustainable extraction methods. The company provides an integrated suite of products: Lilypad™, SmartPond™, and E-LiTE™.

Lilypad™ is a proprietary technology that accelerates solar evaporation, doubling the conversion of solar energy compared to traditional methods. It significantly increases lithium production, offering higher revenue and margins. SmartPond™ replaces manual pond monitoring with real-time sensor networks and AI-driven cloud dashboards, providing accurate and actionable insights for faster operational decisions. LiTE™ extracts lithium from dilute sources and refines it to battery-grade purity with over 90% recovery. This technology saves energy, water, chemicals, and space, making it a highly efficient solution for lithium extraction.

PCM's business model serves both short- and long-term markets. Lilypad™ and SmartPond™ meet immediate market demands, while E-LiTE™ scales to bridge the long-term lithium supply-demand gap. The company generates revenue through hardware sales, annual service fees, and ongoing consumable.

PCM has achieved significant milestones, including raising \$4.3 million in pre-Seed and Seed rounds, securing multiple competitive grants for a total of \$2.1 million, and initiating field pilots and commercial purchase orders. Specifically, PCM has secured \$1.1M in purchase orders including projects with SQM Industrial and SQM Salar. Currently PCM is involved in discussions for potential engagements with companies like Albemarle, ExxonMobil, Minera Exar, Intrepid Potash, Chevron and others. The company has a comprehensive IP portfolio and a robust financial outlook.

Team

PCM's leadership team comprises experts with extensive experience in material science, critical minerals, resource recovery, water engineering, and energy sectors.

Dr. Sean Sunxiang Zheng, Co-founder and CEO, is an entrepreneur and scientist with more than a decade of experience in materials science, chemistry, and critical-minerals extraction. He earned his Ph.D. in Environmental Engineering from the University of California, Berkeley, and later served as a Distinguished Postdoctoral Fellow at Princeton University, where he led pioneering research in sustainable resource recovery and advanced functional materials.

In 2022, Dr. Zheng was selected as a Princeton START Entrepreneur Fellow, a distinction awarded to founders translating university research into commercial impact. Through this program, he founded Princeton Critical Minerals. Under his leadership, PCM has grown from concept to commercialization, securing multimillion-dollar venture funding and competitive non-dilutive

grants, including NSF and state-level awards, and establishing cross-continental operations across North and South America.

A hands-on and mission-driven leader, Dr. Zheng combines deep technical expertise with strategic vision to develop and deploy scalable solutions for sustainable mineral production. His work bridges academia, industry, and policy, advancing the transition toward a more secure, smart, and sustainable global critical-minerals ecosystem.

Z. Jason Ren, Co-founder and Chief Scientist, is a leader in resource recovery and water engineering, with a strong background in founding startups and raising over \$100 million in funding. Mr. Ren is also a professor of Environmental Engineering and Associate Director at the Andlinger Center, Princeton University, bringing a wealth of academic and practical experience to PCM.

Dr. Angelita Fasnacht, Chief Operating Officer (COO), has over 25 years of leadership experience in water and brine treatment, digital innovation, and sustainability. She brings extensive expertise in managing large-scale operations and driving efficiency in resource recovery and is recognized for driving environmental justice and circular economy solutions. A Princeton Fellow with a Ph.D. from Drexel, Dr. Fasnacht led a \$330M division at Veolia, achieving \$6M in synergies, and led advanced digital tools at American Water.

Eligibility

NJEDA Staff finds the proposed Qualified Business, Princeton Critical Minerals, meets all Program Qualified Investment eligibility requirements. As described in Table 1 below, the Jersey City based, high-growth, innovative business maintains a place of business and its principal business operations in New Jersey and falls within the Qualified Business size limit of fewer than 250 full-time employees. Additionally, PCM operates in the Program-targeted clean energy and advanced manufacturing industries and satisfies the Program’s high-growth test using its trailing twelve-month revenue growth rate that exceeds 25% as of the end of 3Q 2025. Finally, the proposed Qualified Investment size of \$4,000,000 is within the Program limit on investment size of \$10M in initial investment, or \$12.5M in certain exception cases described in Table 1 below.

Table 1: Princeton Critical Minerals Eligibility Review

| Criteria | Criteria Explanation | Eligibility |
|----------------------------------|--|--|
| NJ Principal Business Operations | Qualified Businesses must maintain principal business operations in New Jersey, defined as any of the following: (i) at least 50 percent of its full-time employees reside in New Jersey, (ii) at least 50 percent of the business’s payroll (defined as wages) for full-time employees is paid to individuals living in the State, (iii) at least 50 percent of its full-time employees filling a position in the State, (iv) at least 50 percent of the business’s payroll (defined as wages) for full-time employees is paid to | 100% of Princeton Critical Minerals’ eleven U.S.-based full-time employees work in New Jersey. |

| | | |
|------------------------|---|---|
| | <p>individuals filling a position in the State, or (v) the location where the business’s high level officers direct, control and coordinate the business’s activities is in New Jersey and New Jersey has the largest percentage of the business’s U.S. based full-time employees who are not primarily engaged in retail sales.</p> | |
| NJ Place of Business | <p>Qualified Businesses must maintain a place of business in New Jersey, such as an office, manufacturing facility, or co-working space.</p> | <p>Princeton Critical Minerals’ corporate headquarters is located at the HAX accelerator in Newark, New Jersey.</p> |
| Targeted Industry | <p>Qualified Investments will be restricted to businesses operating in one of the following program targeted industries: advanced transportation and logistics, advanced manufacturing, aviation, autonomous vehicle and zero-emission vehicle research or development, clean energy, life sciences, hemp processing, information and high technology, finance and insurance, professional services, film and digital media, non-final point of sale retail food and beverage businesses, including food innovation, and other innovative industries that disrupt current technologies or business models. Qualified Business shall be considered to be in a targeted industry if the business is engaged primarily in a targeted industry.</p> | <p>Princeton Critical Minerals operates in the Program-targeted clean energy and advanced manufacturing industries.</p> |
| Limit on Business Size | <p>Qualified Businesses must employ fewer than 250 full-time employees.</p> | <p>Princeton Critical Minerals maintains eleven U.S.-based full-time employees.</p> |
| High-growth Business | <p>Qualified Businesses must demonstrate they are high-growth business by meeting one of the Program’s high-growth tests. To meet the program’s high-growth test, Qualified Businesses may demonstrate trailing twelve-month revenue or customer growth of at least 25% as of the most recent quarter-end, or valuation growth of 25% since their prior fundraising round.</p> <p>Businesses that are too early in their life cycle to record one year of sales or customers and that have not previously raised third-party equity capital may demonstrate they meet the Program’s high-growth</p> | <p>Princeton Critical Minerals satisfies the Program’s high-growth test through revenue growth of more than 25% for the trailing 12-month period ending September 30, 2025.</p> |

| | | |
|-----------------------------------|--|---|
| | test through third-party projections. For these businesses, Qualified Venture Firms may submit their base case projections and businesses may be considered high-growth if the projections demonstrate 25% revenue, customer, or valuation growth in any, one-year period over the subsequent 3-5 years. | |
| Qualified Investment Amount Limit | Each qualified investment shall not exceed \$10,000,000 in initial investment, exclusive of follow-on investments; provided, however, if a qualified investment is in a business: (a) which utilizes intellectual property that is core to the its business model and was developed at a New Jersey-based college or university; (b) is considered a university spin-off business as determined by the authority; or (c) is certified by the State as a "minority business" or a "women's business" pursuant to P.L.1986, c.195 (C.52:27H-21.17 et seq.), then the qualified investment shall not exceed \$12,500,000 in initial investment, exclusive of follow-on investments. | The proposed \$4,000,000 Qualified Investment is less than Program Qualified Investment amount limit. |

Note: Table 1 depicts the Program’s primary Qualified Business eligibility requirements, however the Program maintains additional technical requirements, such as the requirement to register to do business in the State.

Appendix D – Detailed Program Eligibility and Compliance Requirements

QVF and Investment Requirements at Time of Initial Qualified Investment

QVFs must demonstrate continued compliance with Program initial certification requirements described in this memorandum through the time of approval for a Qualified Investment. The firms are not re-evaluated based on the Program’s weighted scoring criteria at the time of application for Qualified Investment. Continued eligibility requirements for Qualified Venture Firms required at the time of application for initial Qualified Investments include, but are not limited to, those described below, which are further defined in the Program regulations.

1) Number of Investors Employed by the Firm: QVFs must continue to employ at least two full-time investors with the authority to direct investment capital with at least five years of professional money management experience (each) at the time of application.

2) Minimum Assets Under Management: QVFs must continue to maintain at least \$10,000,000 in assets under management at the time of application.

3) Limit on Size and Number of Investments: QVFs may only complete up to two qualified investments per calendar year. Applications for investments shall not be less than \$100,000 per Qualified Investment and must be limited to \$10,000,000 per investment. If the proposed Qualified Business is a New Jersey university spin-off, utilizes intellectual property developed at a NJ university that is core to its business model, or is certified by the State as a “minority business” or a “women’s business” pursuant to P.L. 1986, c. 195 (N.J.S.A. 52:27H-21.17 et seq.), the businesses may qualify for a Qualified Investment of up to \$12,500,000.

In cases where multiple Qualified Venture Firms apply for investments into the same business, applications will be approved on a first-come, first-served rolling basis until the initial investment dollar limit for any given business is reached. Multiple firms can invest into the same Qualified Business up to a \$10,000,000 aggregate initial investment limit, or \$12,500,000 limit for select types of companies, if the investments occur in the same fundraising round.

4) Concentration Limits on Qualified Venture Firms: To mitigate concentration risk, Qualified Venture Firms may only receive aggregate Program capital across investments up to 15 percent of the firm’s total assets under management, to be tested at the time of initial and follow-on investment application. If the Program is unable to fulfill a QVF’s entire request for investment due to investment size and concentration risk policies or an availability of funds, a QVF may amend the amount requested through its investment application.

5) Timing of Investment Application: Qualified Venture Firms must have at least begun negotiations over a draft term sheet with a business before applying for a Qualified Investment. In all cases, an executed stock purchase agreement, which finalizes the terms of the investment between the Qualified Venture Firm and the proposed Qualified Business, must be submitted by the Qualified Venture Firms to close on an approved Qualified Investment. The investments must be part of the same fundraising round and on equal terms.

Qualified Business Requirements at Time of Initial Qualified Investment

Proposed Qualified Businesses must also meet Program eligibility requirements prior to Qualified Venture Firms receiving approval for a Qualified Investment into the business. Eligibility is reviewed by NJEDA Staff from the Venture Programs Department in parallel with the Product Operations Department to ensure objectivity of review. Qualified Business eligibility requirements at the time of application for an initial Qualified Investment include, but are not limited to, those described below.

- 1) New Jersey Principal Business Operations: Qualified Businesses must maintain principal business operations in New Jersey, defined as any of the following: (i) at least 50 percent of its full-time employees reside in New Jersey, (ii) at least 50 percent of the business's payroll (defined as wages) for full-time employees is paid to individuals living in the State, (iii) at least 50 percent of its full-time employees filling a position in the State, (iv) at least 50 percent of the business's payroll (defined as wages) for full-time employees is paid to individuals filling a position in the State, or (v) the location where the business's high level officers direct, control and coordinate the business's activities is in New Jersey and New Jersey has the largest percentage of the business's U.S. based full-time employees who are not primarily engaged in retail sales.
- 2) New Jersey Place of Business: Qualified Businesses must maintain a place of business in New Jersey, such as an office, manufacturing facility, or co-working space.
- 3) Targeted Industry: Qualified Investments will be restricted to businesses primarily operating in one of the following program targeted industries: advanced transportation and logistics, advanced manufacturing, aviation, autonomous vehicle and zero-emission vehicle research or development, clean energy, life sciences, hemp processing, information and high technology, finance and insurance, professional services, film and digital media, non-final point of sale retail food and beverage businesses, including food innovation, and other innovative industries that disrupt current technologies or business models.
- 4) Limit on Business Size: Qualified Businesses must employ fewer than 250 full-time employees.
- 5) High-growth Business: Qualified Businesses must demonstrate they are high-growth business by meeting one of the Program's high-growth tests. To meet the program's high-growth test, Qualified Businesses may demonstrate trailing twelve-month revenue or customer growth of at least 25% as of the most recent quarter-end, or valuation growth of 25% since their prior fundraising round.

Businesses that are too early in their life cycle to record one year of sales or customers and that have not previously raised third-party equity capital may demonstrate they meet the Program's high-growth test through third-party projections from the Qualified Venture Firm. For these businesses, QVFs may submit their base case forward-looking projections and businesses may be considered high-growth if the projections demonstrate 25% revenue, customer, or valuation growth in anyone-year period over the subsequent 3-5 years.

6) Concentration Limits on Qualified Businesses: The Program will limit aggregate investments into any Qualified Business to 10 percent of the Program's uninvested and invested capital, to be tested at the time of applications for follow-on investments.

QUALIFIED VENTURE FIRM COMPLIANCE REQUIREMENTS

Qualified Venture Firms must submit an annual report to the Authority demonstrating they remain in compliance with Program requirements. Ongoing compliance requirements include continuing to maintain at least \$10,000,000 in assets under management and two full-time investors employed to direct investment capital with at least five years of professional money management experience. QVFs must also submit documentation demonstrating the firm's efforts to identify New Jersey-based investment opportunities.

Additionally, Qualified Venture Firms that received points through the Program's weighted criteria evaluation model for maintaining robust diversity, equity, and inclusion or New Jersey Incentive Area investment policies must demonstrate best efforts to comply with their policy goals. Firms that fail to do so will be rescored through the weighted criteria evaluation model and risk decertification should their score fall below the minimum acceptable score.

The annual reports will also include important information pertaining to program Qualified Investments, such as audited financial statements of the Evergreen SPV established to execute the Qualified Investment and Qualified Venture Firm Active Fund. Firms that fall out of compliance with program requirements risk decertification.

QUALIFIED BUSINESS COMPLIANCE REQUIREMENTS

Qualified Businesses that receive Qualified Investment capital from the Evergreen Fund must meet ongoing compliance requirements throughout the Qualified Business Compliance Period, which is the period starting with the initial Qualified Investment and ending with the sale or other disposition of all shares of stock of the Qualified Business from the Evergreen SPV, including any distribution of the shares to the NJEDA. If the distribution of the shares of stock from the Evergreen Fund SPV to the NJEDA occurs in less than five years after the Qualified Investment, the Qualified Business Compliance Period shall be five years or such other shorter Qualified Business Compliance Period determined by the NJEDA, which may be based on factors including, but not limited to, the number of the Qualified Business full-time employees filling a position in New Jersey.

Throughout the Qualified Business Compliance Period, Qualified Businesses that receive a Program Qualified Investment must maintain a place of business and their principal business operations in New Jersey, as described in this memorandum. Compliance will be tested annually, and businesses that fail to meet ongoing requirements will receive a one-year grace period to come back into compliance. If Qualified Businesses fail to continue to meet Program compliance requirements following the conclusion of the one-year grace period, the NJEDA may exercise its right of redemption to require the Qualified Business to redeem the shares purchased with the Qualified Investment and any follow-on investments for an amount equal to the greater of the cost of the Qualified Investment plus follow-on investments or the fair market value of the shares at the time of the redemption demand. If the Qualified Venture Firm or any other investor offers to

purchase the shares for the same amount as set forth above, the NJEDA may accept such purchase instead of redemption.

MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss
Chief Executive Officer

DATE: February 25, 2026

RE: Recommendation for Final Allocation of Funds – 2023 RFP-163
Business Attraction and Marketing Contract

Summary

The Members of the Board are asked to approve a supplemental allocation of funding to the New Jersey Economic Development Authority's ("NJEDA") competitively procured Business Attraction and Marketing contract, awarded to Choose New Jersey, Inc. (Choose New Jersey) in June 2023 under 2023-RFP-163. Specifically, the Board is asked to authorize an additional \$6,000,000 to extend the support of the design, execution, and implementation of the Name, Image, and Likeness ("NIL") campaign in partnership with Rutgers University. This extension will bring the total contract value to \$33,550,000.

Background

In New Jersey's Fiscal Year 2023 Appropriations Act, which was signed into law by Governor Phil Murphy in June of 2022, the NJEDA was appropriated \$15,000,000 for Business Attraction and Marketing. To best utilize this funding, the Authority issued a Request for Proposals (RFP) to enter into a contract with a qualified, responsible, and recognized 501(c)(3) nonprofit organization to develop and implement an extensive marketing program that highlights the benefits of doing business in New Jersey and encourages domestic and international business entities to relocate to, and expand, within the state.

The Authority issued RFP 2023-RFP-163 on March 27, 2023, seeking proposals from qualified nonprofits. The solicitation was advertised in the Courier Post and Star Ledger, posted on the Authority's website, and listed on the New Jersey State Business Portal. Additionally, bid notifications were sent to 41 identified firms. The Q&A period closed on April 4, 2023, followed by two addenda clarifying submission requirements.

Choose New Jersey, Inc. met the RFP's evaluation criteria, achieving the highest total score of 4.4 (above the required minimum of 3). The resulting contract was awarded in July 2023 for a

total value of \$14,500,000, with NJEDA retaining a 3% fee for contract administration and performance tracking. Choose New Jersey is currently in year three of the three-year contract term.

Since the execution of the contract in mid-2023, Choose New Jersey has worked closely with NJEDA to deliver a comprehensive suite of marketing and business development initiatives designed to position New Jersey as a premier destination to live, work, and grow a business. Examples include: 1) the Artificial Intelligence initiative, launched in late 2023 to promote New Jersey as a national hub for AI development; 2) the *This Is New Jersey* campaign, a broad-based business attraction initiative that delivers a unified message about the state's strengths as a location for corporate investment and talent; 3) targeted advertising campaigns at global festivals such as Cannes, Berlinale, and Tribeca, with paid placements in *Variety*, *The Hollywood Reporter*, and other top-tier outlets to grow the state's creative economy and attract long-term investment in the film and digital media sectors; 4) the NIL campaign in partnership with Rutgers University to further modernize New Jersey's brand and connect with emerging audiences; and 5) international business development activities to emphasize the continued importance of a globally focused strategy in driving business attraction to New Jersey.

In March 2025, the NJEDA Board approved a contract extension for an additional \$6,800,000 to expand and accelerate the scope of Choose New Jersey's ongoing work. This funding was provided to the Authority as part of the Fiscal Year 2024 appropriation for Business Attraction and Marketing and the Fiscal Year 2025 appropriation for Events Attraction and Marketing. This extension enabled the development and execution of several new, high-impact marketing and business development initiatives focused on showcasing the advantages of doing business in New Jersey.

In July 2025, the NJEDA Board approved another contract extension for an additional \$6,250,000 to support two targeted campaigns that directly align with NJEDA's strategic economic development goals: 1) an expanded NIL campaign with new student-athletes from Rutgers and ad placements; and 2) the launch a new regional marketing campaign focused on the strength and competitiveness of New Jersey's economy. This funding was provided to the Authority as part of the Fiscal Year 2024 appropriation for Business Attraction and Marketing, the Fiscal Year 2025 appropriation for Events Attraction and Marketing, and the Fiscal Year 2026 appropriation for Events Attraction and Marketing.

Funding Request and Intended Use

On January 20, 2026, the Legislature passed a supplemental appropriations bill, P.L.2025, c.404., allocating an additional \$26 million to the NJEDA for Events Attraction and Marketing, of which \$20 million was earmarked for the 2026 FIFA World Cup event. Based on the continued appropriation for the same purpose and for the reasons described below, members are requested to approve the non-earmarked \$6 million to increase the amount of the contract with Choose New Jersey to continue to support the NIL campaign with Rutgers University.

Since funding the NIL campaign with Rutgers University in 2024, the results have demonstrated strong brand lift and digital engagement among key audiences, specifically among next-generation talent. This campaign and associated scope of work were included in the original 2023 Business Attraction and Marketing RFP and represent a continuation of an

existing campaign approved under the current contract. The 2025 expansion of the NIL campaign has further demonstrated the campaign's impact in promoting New Jersey as a destination for tourism, entrepreneurship, and investment.

The NIL Rutgers University campaign continues to align with the original 2023 Business Attraction and Marketing RFP, which explicitly authorized a multi-year contract for the development and execution of multiple marketing initiatives. Members are requested to extend the funding of that specific initiative in order to continue to enhance one of New Jersey's most recognizable university sports brands.

NJEDA will continue to oversee strategic direction and implementation, with regular reporting and deliverables provided by Choose New Jersey in accordance with the terms of the contract.

Recommendation

Members are asked to approve a supplemental allocation of \$6,000,000 to Choose New Jersey, Inc., funded by P.L.2025, c.404., to support continued marketing efforts under the Authority's existing contract. All activities will remain aligned with NJEDA's strategic marketing priorities and will be executed in accordance with the scope, terms, and reporting requirements of the current agreement.



Evan Weiss
Chief Executive Officer

Prepared by: Maggie White, Senior Advisor External Affairs
John Kuehne, Managing Director – Counsel & Governance



To: Members of the Authority

From: Evan Weiss
Chief Executive Officer

Date: February 25, 2026

RE: Aspire Program- Product #00310684
Parkside Camden Urban Renewal LLC (“Applicant”) and Cinnaire Solutions Corporation, (“Co-Applicant”) Modification Request

Request

Modification of original approval of Aspire tax credits for a residential project located in Camden, New Jersey, Camden County up to 60% of the eligible project cost (“eligible costs”), not to exceed \$11,529,597. The original award was up to 60%, not to exceed \$17,724,266.

Project Background

The Project approved by the Board in December 2024 consisted of two development sites collectively known as Parkside Place I and Parkside Place II. Parkside Place I, located at 1484–1500 Haddon Avenue and 1487–1493 Princess Avenue, included 24 residential units and 26,283 square feet of commercial space intended to house a Federally Qualified Health Center (FQHC). The space for the FQHC was to be leased by the operator, Osborn Family Health Center, a medical group practice located in Camden that specializes in adult and pediatric nursing. The four-story building was designed to replace blighted buildings and vacant lots with fully affordable housing and community-serving commercial space. Parkside Place II, located at 1410–1416 Haddon Avenue, included six affordable residential units above 4,481 square feet of ground-floor retail and office space in a three-story building, with eight resident parking spaces located at the rear of the site. The approved scope contemplated demolition of existing structures, new construction, and resident and commercial parking spaces.

In total, the approved Project included 30 residential units, all of which were fully affordable, with four units designated for residents receiving Medicare through the New Jersey Department of Community Affairs’ Healthy Homes Initiative. Parkside Business & Community in Partnership (PBCIP), a Camden-based 501(c)(3) community development corporation, served as the lead development entity with Cinnaire Solutions Corporation serving as the co-applicant.

The Applicant has elected to proceed with the residential component of the originally approved Project without the commercial space for the FQHC in Parkside Place I and a reduced retail space in Parkside Place II. The decision to remove the FQHC component is driven by recent changes in

federal and State Medicare and Medicaid reimbursement frameworks, which have made it increasingly challenging for Osborn to support the rent levels required for new medical office space amid ongoing market volatility. In addition, the Project's overall viability is contingent upon securing other State subsidies with a March deadline that require both Aspire and Low-Income Housing Tax Credit (LIHTC) approvals. Failure to obtain approvals under both programs would prevent the Project from moving forward and result in the loss of committed equity investors. The Project is also at risk of losing favorable tax credit investor pricing if it does not close within the required timeframe. Restructuring the Project to exclude the FQHC component and reduce other retail space improves overall feasibility and supports timely residential financing and closing.

Proposed Modification

The Applicant has requested modifications to the originally approved Project to adjust the development program while maintaining the Project's core affordable housing and community-serving objectives. The proposed modification includes revisions to the site configuration and development scope, as further described below, and reflects changes made to improve project feasibility and implementation. The modified Project continues to advance the delivery of affordable housing and neighborhood-serving uses consistent with the intent of the Aspire Program eligibility requirements.

The proposed modified Project includes the following residential and retail/office components:

- Parkside Place I: A 34,920-square-foot building comprising 27,001 square feet of residential space with 24 units, 5,531 square feet of office space, and 2,388 square feet of common area space, with 30 resident and commercial parking spaces.
- Parkside II: An 11,579-square-foot building comprising 8,712 square feet of residential space with six units, 2,614 square feet of retail space, and 253 square feet of common area space. Eight resident parking stalls will be located behind the building.

The residential unit mix remains the same: six studio and one-bedroom units, 18 two-bedroom units, and six three-bedroom units. Four residential units are still designated for residents receiving Medicare through the New Jersey Department of Community Affairs' Healthy Homes Initiative. Construction is expected to commence in April 2026, with an anticipated construction duration of approximately 15 months.

Although the Project's post-approval conditions were due in December 2025, the Applicant submitted a request for an extension of the post-approval conditions and staff has approved the extension until June 19th, 2026.

Approval of the requested modification is critical to the Project's viability at this stage. Absent modification approval, the Applicant will be unable to complete the Project. Specifically, failure to approve the modification in February would jeopardize the Project's financing for the following reasons:

- Loss of funding: NJ Healthy Homes Initiative federal funds must be disbursed by the DCA prior to the applicable federal funding deadline, which requires the Project's financing to close by March 31, 2026. Accordingly, both HMFA and Aspire approvals must occur in February to allow sufficient time to satisfy DCA's disbursement requirements. HMFA

formally issued the Project’s final commitment at its February 5 Board meeting, contingent upon approval of the Aspire modification.

- LIHTC equity risk: The Project’s LIHTC investor has given the developer a deadline to obtain an Aspire approval in February to proceed under those terms. Otherwise, the LIHTC investor has said it would instead revise its pricing as a condition of closing.

Staff is recommending approval of this modification based on the limited nature of the Project’s requested changes. The modification does not alter the fundamental characteristics of the Project, including its location, ownership structure, and the Project will remain a fully affordable residential development as originally approved by the Board. The requested modification addresses timing and financing constraints resulting from changes in external funding requirements, while preserving most of the Project’s original majority residential framework.

Project Ownership

The ownership structure remains unchanged from the original approval. The Applicant, Parkside Camden Urban Renewal, LLC, is a single-purpose entity formed to undertake the Project. Ownership of the Applicant consists of the Lead Development Entity, Parkside Business and Community In Partnership, Inc. (24.5%), Cornerstone Community Partners, Inc. (24.5%), and the Co-Applicant, Cinnaire Solutions Corporation (51%).

Project Uses and Sources

The Applicant proposes the following uses for the Project:

| Uses | Total Development Cost Original 12/19/24 | Total Development Cost Modification 2/25/26 |
|------------------------------|---|--|
| Acquisition | \$418,751 | \$92,086 |
| Hard Construction Costs | \$21,870,424 | \$14,759,571 |
| Professional Services | \$2,603,221 | \$1,349,332 |
| Other Soft & Financing Costs | \$7,853,204 | \$3,861,464 |
| Developer Fee | \$3,185,800 | \$2,073,500 |
| Total Uses | \$35,931,400 | 22,135,953 |

| Uses | Project Cost Original 12/19/24 | Project Cost Modification 2/25/26 |
|------------------------------|-----------------------------------|--------------------------------------|
| Acquisition | \$0 | \$0 |
| Hard Construction Costs | \$21,534,635 | \$14,609,570 |
| Professional Services | \$2,308,221 | \$1,074,332 |
| Other Soft & Financing Costs | \$2,511,787 | \$1,458,593 |
| Developer Fee | \$3,185,800 | \$2,073,500 |
| Total Uses | \$29,540,443 | \$19,215,995 |

The project cost is the cost included in total development costs that is used for sizing the tax credit. The project cost excludes land acquisition (as this application was submitted before land acquisition cost was an eligible cost) and various hard construction costs and soft costs funded by State appropriation resources.

The Applicant proposes the following Sources for the Project:

| Sources of Financing | Total Project Sources Original 12/19/24 | Total Project Sources Modification 2/25/26 |
|--|--|---|
| PNC Construction/Permanent Loan | \$6,221,150 | N/A |
| HMFA Construction/Permanent Loan | \$919,039 | \$1,450,000 |
| DCA / NJ Healthy Home Initiative Loan | \$4,182,593 | \$2,432,153 |
| 2022 Legislative Appropriations /Grant | \$2,000,000 | \$2,000,000 |
| 2026 Legislative Appropriations/Grant | | \$500,000 |
| Robert Wood Johnson Foundation Grant | \$296,152 | N/A |
| Neighborhood Revitalization Tax Credit Grant | \$426,508 | N/A |
| Dept of Health & Human Services Grant | \$661,535 | N/A |
| New Market Tax Credit Equity | \$2,618,850 | N/A |
| Aspire Bridge Loan / Sale | \$10,399,997 | \$6,302,767 |
| LIHTC Equity | \$6,628,746 | \$6,711,987 |
| Deferred Developer Fee | \$1,530,807 | 995,869 |
| Member Equity | \$46,023 | \$1,743,177 |
| Total Sources | \$35,931,400 | \$22,135,953 |

Developer Contributed Equity

At the time of the Project’s original approval, Camden was not designated as a Government-Restricted Municipality, and therefore the applicable equity requirement for a residential project was 20% of total development costs. While subsequent statutory changes have since designated Camden as a Government-Restricted Municipality reducing the equity requirement to 10%, this Project is being reviewed as a modification and is subject to the equity requirements in effect at the time of original approval.

Accordingly, the required equity equates to \$4,427,190, representing 20% of total development costs. Total equity of \$11,951,033 consists of LIHTC proceeds in the amount of \$6,711,987, a Deferred Developer Fee of \$995,869, cash in the amount of \$1,743,177, and \$2,500,000 in grants, which satisfies the Program’s equity requirement.

Statutory Aspire Award Cap

At the time of the Project’s original approval, projects located in a Qualified Incentive Tract municipality were eligible for an Aspire tax credit equal to the lesser of 60% of total eligible project costs or \$90 million. While subsequent statutory changes increased the applicable cap to 80% of eligible costs, this Project is being reviewed as a modification and is therefore subject to the Aspire statutory and program requirements in effect at the time of original approval.

Total eligible costs under the Aspire Program Rules are estimated to be \$19,215,995. Accordingly, the Project is eligible for an Aspire tax credit not to exceed \$11,529,597, which represents the lesser of \$90 million and 60% of total eligible project costs.

Financing Gap Analysis

NJEDA staff has reviewed the application to determine if there is a shortfall in the project development economics pertaining to the return on the investment for the developer and their ability to attract the required investment for this Project.

Because the Project is receiving Low-Income Housing Tax Credits for all residential units, NJHMFA's deferred fee model was used to measure the appropriate and reasonable rate of return. The total developer fee is \$2,073,500 with \$995,869 deferred. This conforms to the Agency's policy as the total developer fee is less than 15% of total development costs and the non-deferred fee is less than the cap on non-deferred fees of 8% of total development costs.

Scoring

The Applicant is required to achieve a minimum score to be eligible for an Aspire award. The Project was scored in the areas of Equitable Development, Smart Growth, Environmental Justice, and Climate Resilience. The Project's score remains above the minimum after the requested modification.

Community Benefits Agreement

For a Redevelopment Project whose project cost equals or exceeds \$10 million, a community benefits agreement is required to be entered into by the Authority, chief executive of the municipality and the Applicant unless the Applicant submits a redevelopment agreement that meets the statutory standards of a community benefits agreement or a resolution that renders a community benefits agreement unnecessary. The Applicant has provided a letter of support from the chief executive of the municipality acknowledging this requirement and affirming that the municipality shall proceed to negotiate a community benefits agreement in good faith with the developer and will execute the community benefits agreement within the time required.

Recommendation

Authority staff has reviewed the application for Parkside Camden Urban Renewal LLC and finds that it satisfies the eligibility requirements of the Legislation and Rules. It is recommended that the Members approve and authorize the Authority to issue a revised approval letter and subsequently enter into an incentive award agreement. After the modification of the award, the balance of the tax credits would be returned to the Aspire/Emerge allocation.

Issuance of the tax credits is contingent upon the Applicant submitting documentation evidencing project financing and planning approvals with respect to the Project within the time required in the Rules. The initial time period is one year after original approval; however, the Applicant has

requested and been approved for an extension, with the following conditions required to be met by June 19, 2026:

1. Financing commitments for all funding sources for the Project consistent with the information provided by the Applicant to the Authority for this modification;
2. Evidence of site control and site plan approval for the Project; and
3. Copies of all required State and federal government permits for the Project and copies of all local planning and zoning board approvals that are required for the Project.

Additionally, the Applicant must submit an executed Community Benefits Agreement consistent with recently enacted legislation after approval.

The recommendation is approval of:

Modification of original approval of Aspire tax credits for a residential project located in Camden, New Jersey, Camden County up to 60% of the eligible project cost (“eligible costs”), not to exceed \$11,529,597.

A handwritten signature in cursive script, appearing to read "E. Weiss", is positioned above a horizontal line.

Evan Weiss, Chief Executive Officer



To: Members of the Authority

From: Evan Weiss
Chief Executive Officer

Date: February 25th, 2026

RE: Aspire Program- Product #00323122
The Cooper Health System, a New Jersey non-profit corporation
("Applicant")

Request

1. Approval of the transfer of up to \$292,425,907 in unreserved Aspire tax credit funds from the Non-Transformative Aspire and Emerge project allocation to the Aspire Transformative project allocation. As statutorily required, of that amount, no more than \$190,076,840 (65 percent) may be awarded to Transformative projects located in the northern counties of the State and no more than \$102,349,067 (35 percent) may be awarded to Transformative projects located in the southern counties of the State.
2. Issuance of tax credits from the Aspire program ("the Program") for a single-phase Health Care Center Transformative project located in Camden, New Jersey, Camden County up to 80% of the eligible project cost ("eligible costs"), not to exceed \$218,246,584.

Aspire Program Background

The New Jersey Economic Recovery Act of 2020 (the "Act"), N.J.S.A. 34:1B-322, et seq., provides that the "authority shall administer the program to encourage redevelopment projects through the provision of incentive awards to reimburse developers for certain project financing gap costs." On January 23, 2025, new amendments to the Act (P.L. 2025, c.2) became effective, and new special adoption rules were adopted by the Authority Board on July 23, 2025, and took effect on August 1, 2025, upon submission to the Office of Administrative Law (regulations as amended are the "Rules"). Various statutory amendments have revised the Program since then, including, but not limited to, P.L. 2025, c. 127 (effective August 15, 2025), which added a specific provision providing that certain health care or health services centers meet the special economic importance criteria for a transformative project. This application is being considered based upon the Act (as amended by P.L. 2025, c.2 and P.L. 2025, c.127) and the Rules.

The Program provides tax credits for five years for certain projects or ten years for all others (the "Eligibility Period"). The amount of tax credits a real estate development project or "Redevelopment Project," receives is generally a percentage of the project's costs and is subject to a statutory cap determined by project location and other aspects of each project.

To date, the Board has approved 38 projects under the Aspire Program, representing over \$4.4 billion in tax credit allocations. The approved applications consist of 8 commercial, 11 mixed-income residential, 13 fully affordable residential, and 6 mixed-use residential projects. Three projects that had previously received Board approval have since been withdrawn.

Re-Allocation of Non-Transformative Aspire Tax Credits to Transformative Allocation

Pursuant to N.J.S.A. 34:1B-362(j), beginning in fiscal year 2024, from the tax credits made available each fiscal year to the Aspire Program and the Emerge Program, not including tax credits awarded for Transformative projects, an amount not to exceed \$500,000,000 may be annually transferred for the award to Transformative projects under the Aspire Program provided that: (i) the remaining allocation of tax credits otherwise available for Transformative projects is less than \$1,000,000,000; and (ii) the Board determines that the transfer of tax credits is warranted based on such criteria as the authority deems appropriate. Additionally, of the transferred amount, no greater than 65 percent of the tax credits may be awarded to Transformative projects located in the northern counties of the State and no greater than 35 percent may be awarded to transformative projects located in the southern counties of the State.

Availability of Aspire Resources:

At the time of this recommendation, the chart below reflects the total uncommitted tax credit resources available to Aspire and Emerge non-transformative projects and Aspire Transformative projects:

| Program Bucket | Current Balance | Transfer – North (65%) | Transfer – South (35%) | Total Transfer | Balance After Transfer |
|---------------------------|------------------------|-------------------------------|-------------------------------|-----------------------|-------------------------------|
| Transformative | \$115,897,517 | \$190,076,840 | \$102,349,067 | \$292,425,907 | \$408,323,424 |
| Non-Transformative | \$815,459,231 | -\$190,076,840 | -\$102,349,067 | -\$292,425,907 | \$523,033,324 |

There are \$815,459,231 uncommitted tax credit resources available within the non-transformative Aspire and Emerge bucket, as reflected in the tax credit transfer summary table above. On January 15, 2026, the Board approved the transfer of up to \$331,135,762 from the fiscal year 2024 allocation, with \$168,864,238 remaining in transfer authority from fiscal year 2024 tax credits and the entire \$500 million transfer authority from fiscal years 2025 and 2026 tax credits.

If approved by the Board, the proposed transfer of up to \$292,425,907 to the transformative bucket would result in a remaining non-transformative balance of \$523,033,324 and an available Transformative balance of \$408,323,424. Of this transfer request, \$168,864,238 is transferred from fiscal year 2024 tax credits, and \$123,561,669 is transferred from fiscal year 2025 tax credits. After this transfer, \$376,438,331 remains in transfer authority from fiscal year 2025 tax credits and the entire \$500 million transfer authority from fiscal year 2026 tax credits.

Regarding the first requirement in N.J.S.A. 34:1B-362 for a transfer, the amount of tax credits available for Aspire Transformative projects is less than \$1 billion. As for the second requirement, staff recommends that the criteria for the Board to determine whether to approve the transfer be whether there are sufficient tax credits for the transformative project as each is presented to Board for approval. In this instance, the criteria is met because there are insufficient funds available in the Southern transformative bucket.

Project Description

The Project, known as the Cooper Resiliency Project, is a central component of Cooper Health System's campus master plan to modernize and expand the core clinical and support infrastructure of Cooper University Hospital in Camden. The Project comprises approximately 216,659 square feet of new construction in addition to comprehensive renovations to existing facilities. Planned improvements include substantial upgrades to HVAC, electrical, and data systems to support modern healthcare operations.

To accommodate the expansion of the Emergency Department, the Project will require demolition of the existing iTrack department, emergency department parking, and vehicle drop-off areas. The renovation program also requires the phased relocation of internal hospital functions, including laboratory services, cafeteria facilities, administrative offices, and other support spaces, to ensure continuity of hospital operations throughout construction. Collectively, these improvements are intended to relieve existing capacity constraints, integrate advanced medical technologies, and enhance the Applicant's ability to meet increasing demand for emergency, trauma, and specialty care.

Project Ownership

The Applicant (doing business as Cooper Hospital) holds ownership of the subject property through a Deed dated May 14, 1971, executed between the City of Camden (grantor) and Cooper Hospital (grantee).

The Applicant (doing business as Cooper Health System) is the ultimate parent and controlling entity of an integrated healthcare system organized to support its academic, clinical, and research mission while managing operational and financial risk. Core hospital, physician, and population health services are operated through the Applicant's obligated group, including Cooper University Hospital, Cooper University Physicians, and Cooper Care Alliance, which are financially and operationally integrated. These core operations are supported by a combination of nonprofit subsidiaries, for-profit operating and service entities, and single-purpose real estate holding companies that house facilities, supply chain, and ancillary functions.

In December of 2014, Cooper Health was approved for a \$39,990,000 Grow NJ tax credit award to incent the relocation of 353 existing employees and the creation of 19 new positions at a Qualified Business Facility ("QBF") also in Camden but not within the same hospital complex to perform back-office functions. To date, Cooper has received Grow NJ tax credits totaling \$35,991,000 and continues to be in compliance with that award. The current request does not encompass improvements to that QBF.

Lead Development Entity

The Applicant (doing business as Cooper Health System), through its Planning, Design & Construction and Real Estate departments, oversees approximately 30–40 active projects annually, supported by an average capital budget of approximately \$60 million and more than \$600 million in major specialty initiatives currently underway. The Applicant delivers a diverse portfolio of projects spanning inpatient, outpatient, and critical infrastructure facilities. The development program is supported by a hybrid delivery model that integrates an experienced internal team with strategic external project management partners, enabling scalability and specialized expertise across its project portfolio.

The Applicant's development activities include ground-up construction, adaptive reuse, major renovations, and multi-phase expansions throughout its regional footprint. Notable completed projects include the Roberts Pavilion, the MD Anderson Cancer Center at Cooper, and the Moorestown Ambulatory Care Facility. Ongoing development within Tower A of the Cooper Resiliency Project includes a new approximately 400,000 square-foot hospital currently under construction.

Key personnel from Cooper Health System supporting the Project include Faith Orsini, PE, MHA, FACHE – Vice President, Planning, Design & Construction, Andrew Bush, ME, MBA – Vice President, Real Estate and Special Projects, Jennifer O'Shea – Assistant Vice President, Planning, Design & Construction, and Kristine Dwyer – Director, Planning, Design & Construction.

Construction Timeline

Construction is expected to commence in April of 2026 and the project will take 60 months to complete.

Project Details

As previously noted, the proposed Cooper Resiliency Project will include approximately 216,659 square feet of new construction as an addition to the Kelemen Building as well as comprehensive renovations to existing facilities, primarily within the Kelemen Building but also at the Roberts Pavilion. The Project will significantly enhance Cooper's ability to deliver high-quality care in Camden through a comprehensive expansion and modernization of critical clinical, operational, and support infrastructure. The Project includes expanded emergency, trauma, radiology, surgical, pharmacy, laboratory, dialysis, and intensive care services; new operating and procedure rooms with associated pre- and post-operative spaces; upgraded central sterile processing and materials management, improved staff and patient amenities; and major utility enhancements to strengthen HVAC, electrical, and data resiliency.

The Cooper Resiliency Project is part of a broader, multi-phase development initiative known as Project Imagine, a transformative expansion of the Applicant's Health Sciences Campus in Camden. Project Imagine includes the development of three new patient towers with up to 745 all-private inpatient beds; expanded surgical, interventional, and emergency services; a state-of-the-art emergency department; and a new bridge connection to MD Anderson Cancer Center at Cooper. The initiative also incorporates regional emergency preparedness infrastructure, including

a Regional Medical Coordination Center (RMCC) and additional surge capacity to strengthen New Jersey's emergency response capabilities.

The first phase of Project Imagine, which is not part of the Aspire project, is currently underway and consists of a new 10-story, approximately 345,000-square-foot hospital tower ("Tower A") located at the corner of Martin Luther King Boulevard and Haddon Avenue, directly across from the MD Anderson Cancer Center at Cooper. Tower A will be connected to the cancer center via a pedestrian bridge over Haddon Avenue and is scheduled for completion in 2028. The project is supported by approximately \$195 million in grant funding, including funding allocated by the State to New Jersey's three Level I trauma centers following the COVID-19 pandemic to enhance emergency preparedness. Tower A will include 125 acuity-adaptable private patient rooms with advanced technology; expanded women's services, including labor and delivery rooms and a new neonatal intensive care unit; additional operating rooms to increase surgical capacity; education and research spaces, including a modern medical library; and emergency preparedness infrastructure, including a state-of-the-art medical command center serving the region.

The Cooper Resiliency Project complements Tower A and the Applicant's broader Project Imagine initiative.

The Aspire Project will include comprehensive HVAC upgrades across both new construction and renovation components, designed to exceed ASHRAE 90.1-2016 energy performance requirements by at least 5 percent in compliance with NJEDA's green building standards. The system will feature high-efficiency air-handling units with variable-speed drives, heat recovery systems, and air economizers, as well as a new variable-speed chiller utilizing low-GWP refrigerants integrated with the existing chilled water plant to enhance redundancy and optimize performance through the building automation system (BAS). Central heating will continue to be supported by the hospital's hot water system and supplemented by ground-source heat pumps to reduce reliance on nonrenewable energy sources. Enhanced filtration, CAV and VAV distribution consistent with ASHRAE 170, and unoccupied setback strategies will further improve energy efficiency, resiliency, indoor environmental quality, and long-term operational cost savings. These measures collectively satisfy the Authority's applicable green building standards.

Transformative Project

The Aspire statute provides for a category of redevelopment projects that may be either residential or commercial projects, which are referred to as "transformative projects." Such projects must meet certain significant criteria and can receive tax credit awards up to the lesser of \$400 million or 80 percent of eligible costs if the municipality in which the project is located is a government-restricted municipality (GRM) but was not designated as such prior to January 23, 2025. Awards can go up to 85 percent of eligible costs for projects located in a GRM if the municipality was designated as such prior to January 23, 2025. Camden was designated as a GRM through legislation on January 23, 2025.

To be considered a transformative project, a project must have a total development cost of at least \$150 million, demonstrate a project financing gap (as with all Aspire projects), and be at least 500,000 square feet except it may be 300,000 square feet in an enhanced area, 200,000 square feet in a GRM, or at least 250,000 square feet for film production uses (square feet are exclusive of parking). Being in a GRM and having a total development cost of \$408,914,384 and representing more than 200,000 in total square feet exclusive of any parking component the Project satisfies these eligibility criteria.

For a commercial project meeting the above criteria in size, it must also meet the criteria of being of special economic importance to be considered transformative. Pursuant to P.L. 2025, c. 127 (effective August 15, 2025), a transformative project shall constitute a project of special economic importance if it is a health care or health services center (as defined in the Act and Rules) that is one of the following: associated with, and located on, the same complex as a new or existing university, academic, or medical research center, institution, or facility; an establishment that is associated with a National Cancer Institute Designated Comprehensive Cancer Center that is engaged in cancer research; a transformative expansion of healthcare services by an academic medical and research center located in a distressed municipality that is adjacent to existing clinical facilities; or a project located at a State-designated trauma center.

The Aspire project satisfies the special economic importance requirement as a health care center that is two of the above:

1. Association with and Location on the Same Complex as an Academic and Medical Research Institution

The Project is situated within the Applicant's Camden health care campus, which houses the Cooper Medical School of Rowan University (CMSRU), a partnership between the Applicant and Rowan University. Cooper University Hospital, located in the campus, serves as CMSRU's primary teaching hospital, where physicians hold faculty appointments and medical students, residents, and fellows receive on-site clinical training across multiple specialties. The Project's expansion of emergency, trauma, radiology, and surgical facilities directly supports these academic and research programs by enhancing clinical training capacity and encouraging the retention of skilled medical professionals in Camden and South Jersey.

2. Location at a State-Designated Trauma Center

The Project is located at Cooper University Hospital, a State-designated Level I Trauma Center verified by the American College of Surgeons, the highest designation for trauma care, and one of only three such centers in New Jersey.

A transformative project shall not include a Redevelopment Project at which more than 50 percent of the premises is occupied by one or more businesses engaged in final point of sale retail.

Lastly, all transformative projects must leverage the competitive economic development advantages of the State's mass transit assets, higher education assets, and other economic development assets, in attracting or retaining both employers and skilled workers generally or in targeted industries by providing employment or housing. The Cooper Resiliency Project leverages New Jersey's mass transit, higher-education, and healthcare assets to attract and retain skilled workers and support long-term job growth in Camden and the South Jersey region. The Project is located on the Applicant's campus in Camden, directly across from New Jersey Transit's Walter Rand Transportation Center, providing access to the River Line, PATCO Speedline, and multiple NJ Transit bus routes. This transit-oriented location improves access for patients, employees, contractors, and students, expands the Project's labor shed, and supports workforce participation from across South Jersey and the greater Philadelphia region.

The Applicant is the leading academic health system in South Jersey and a major regional employer, with nearly 14,000 employees system-wide and approximately 9,750 employees at the Camden campus. The Cooper Resiliency Project's expansion of emergency, trauma, ICU, surgical, and diagnostic services will strengthen the Applicant's ability to attract and retain highly skilled physicians, nurses, and advanced practice providers. Upon completion, the Applicant anticipates hiring an additional 500–600 permanent healthcare workers. In the near term, the Project will generate hundreds of construction-related jobs and benefit local trade unions, vendors, and suppliers.

The Project also leverages the Applicant's partnership with Rowan University through the Cooper Medical School of Rowan University, which is located on the Camden campus. As the Applicant's teaching hospital, the expanded clinical facilities will enhance training opportunities for medical students, residents, and fellows, strengthening the education-to-employment pipeline and encouraging highly trained healthcare professionals to remain in South Jersey.

As noted above, the Project satisfies these eligibility criteria to be a commercial transformative project.

Project Uses and Sources

The Applicant proposes the following uses for the Project:

| | Total Development Costs | Project Costs |
|--------------------------------|--------------------------------|----------------------|
| Acquisition | \$0 | \$0 |
| Hard construction costs | \$357,011,997 | \$357,011,997 |
| Professional services | \$51,902,387 | \$51,902,387 |
| Financing and other soft costs | \$0 | \$0 |
| Developer Fee | \$0 | \$0 |
| Total | \$408,914,384 | \$408,914,384 |

The eligible project cost is the cost included in total development costs that is used for sizing the tax credit.

The Applicant proposes the following Sources for the Project:

| Sources | Type | Amount |
|---------------------------|--------------|----------------------|
| TD Bank Construction Loan | Debt | \$327,131,200 |
| Cash | Equity | \$81,783,184 |
| | Total | \$408,914,384 |

Developer Contributed Equity

Based on the equity requirement of 10% of total development costs for a commercial transformative project located in a government-restricted municipality, the required equity in this Project equates to \$40,891,438. Equity consists of cash in the amount of \$81,783,124, which satisfies this Program requirement.

Statutory Aspire Award Cap

This is a commercial transformative project located in a government restricted municipality; Therefore, it is subject to an Aspire tax credit cap of the lesser of 80 percent of eligible costs or \$400 million. Total development costs of the project are estimated to be \$408,914,384 with eligible costs per the Aspire Program Rules estimated to be \$408,914,384. As such the Project would be eligible for an Aspire tax credit not to exceed \$327,131,507, which is the lesser of \$400 million and 80 percent of the eligible costs. However, as describe below, the award is reduced based on the project financing gap analysis.

Financing Gap Analysis

As required by the Act, NJEDA staff has reviewed the application to determine if there is a project financing gap pertaining to the return on the investment for the developer and ability to attract the required investment. The Act requires that the return on investment analysis be based on a review of future cash flow and the cost of the applicant's investment, and the Act further defines "cash flow" as the profit or loss from an investment property, including, but not limited to, rent revenue and maintenance expenses. Accordingly, for an owner-occupied project, such as this one, the program's financing gap analysis has been adapted to be based on financing of a real estate development project (with costs and revenues from an arms-length developer/landlord's perspective), Staff analyzed a hypothetical financing model that assumed a typical developer arrangement with a similar health care tenant to determine if there is a financing gap.

The model included key assumptions provided by the Applicant, including a breakdown of total development costs, projected market rents, cap rate and terminal value, and operating expenses. The developer has agreed to use these metrics and methodology in the return on investment review that will be performed, as required by the Rules, upon project completion, year 3, and year 5.

Based on the hypothetical financing model analysis, the Applicant provided a pro forma that compared the returns with and without the Aspire award over a 13-year period. As part of the Authority's standardized model, the Applicant used a 36-month timeframe to build and stabilize

the Project. It also assumed a 10-year cash flow following stabilization with an exit through the sale of the Project in year 13.

The Act requires that the Authority compare the project's return on investment against a "reasonable and appropriate return on investment" (Maximum Return). With the benefit of the Aspire tax credit, the projected return on investment (Equity IRR) exceeds the Maximum Return for comparable health care center developments in Camden County by approximately 620 basis points. To prevent over-enrichment beyond the Maximum Return, the proposed award has been reduced from \$327,131,507 to \$218,246,584. Based on these results, a developer would not generally complete the Project without the benefit of the Aspire tax credit. The Applicant has elected to move forward with the Project with the lower award based on a projected Equity IRR equal to the Maximum Return.

At project certification and at the end of the third and last year of the 5-year Eligibility Period, the Authority shall evaluate the Applicant's actual return on investment and compare that actual return on investment to the Maximum Return at time of Board approval. If the actual return on investment exceeds the Maximum Return at the time of Board approval by more than 15 percent, the Authority shall require the developer to pay 20 percent of the amount in excess of the Maximum Return (to be held in escrow until the final evaluation at the end of the Eligibility Period).

Aspire Tax Credit Sale Price:

For commercial projects, the consideration for the sale or assignment of the Aspire tax credits can be no less than 85 percent of the transferred credit amount before considering any further discounting to present value. The Applicant has provided documentation to the Authority that the consideration contemplated in the current financing structure is 85 percent of the transferred credit amount before considering any further discounting to present value. Currently it is anticipated that the proceeds from the sale of the tax credits will be retained by the Project as cash flow and the Sources previously reflected do not include any Aspire proceeds. The ultimate financing structure will be subject to this requirement and the Applicant will need to evidence this prior to any assignment or transfer of Aspire tax credits.

Net Positive Benefit Analysis:

As directed by the Aspire statute, the NJEDA shall conduct a fiscal impact analysis to determine and ensure that the overall public assistance provided to an Aspire awarded project will result in a net positive economic benefit to the State. Exceptions to the requirement are capital investment for a residential project, special mission non-profit project and a capital investment for a food delivery source, or a health care or health services center. The Project is a health care or health services center project and, therefore, the entire award and capital investment are not subject to the net positive economic benefit analysis.

Other Statutory Criteria

Affordability Controls:

For any project that includes newly constructed residential units (that is, not a project consisting solely of rehabilitated or renovated existing units, with no change to the composition of units or creation of new units), at least 20 percent of the residential units must be reserved for occupancy by low- and moderate-income households with affordability controls as provided in the Rules. As a commercial project comprised solely of non-residential uses, this requirement is not applicable for this Project.

Scoring:

The Applicant is required to achieve a minimum score to be eligible for an Aspire award. The Project was scored in the areas of Equitable Development, Smart Growth, Environmental Justice, and Climate Resilience. The Applicant has satisfactorily evidenced to staff that the Project is consistent with the policy objectives represented by this scoring criteria.

Community Benefits Agreement:

For a Redevelopment Project whose eligible project cost equals or exceeds \$10 million, a community benefits agreement is required to be entered into by the Authority, chief executive of the municipality and the Applicant unless the Applicant submits a redevelopment agreement that meets the statutory standards of a community benefits agreement or a resolution that renders a community benefits agreement unnecessary. The Applicant has provided a letter of support from the chief executive of the municipality acknowledging this requirement and affirming that the municipality shall proceed to negotiate a community benefits agreement in good faith with the Applicant and will execute the community benefits agreement within the time required.

Labor Harmony Agreement:

NJEDA shall not enter into an incentive award agreement for a Redevelopment Project that includes at least one retail establishment which will have more than 10 full-time employees, at least one distribution center that will have more than 20 full-time employees, or at least one hospitality establishment which will have more than 10 full-time employees, unless the incentive award agreement includes a precondition that any business that serves as the owner or operator of the retail establishment, distribution center, or hospitality establishment enters into a labor harmony agreement with a labor organization or cooperating labor organizations that represent retail or distribution center employees in the State. However, a labor harmony agreement shall be required only if the State has a proprietary interest in the Redevelopment Project and shall remain in effect for as long as the State acts as a market participant in the Redevelopment Project. As of the date of this memorandum, this project does not have a State proprietary interest and therefore is not subject to this requirement.

Prevailing Wage Obligations:

For any project awarded Aspire tax credits all workers employed to perform construction work or building services work at the Redevelopment Project shall be paid prevailing wages, which

continue through the end of the Eligibility Period. The Applicant has acknowledged this requirement and that in any year where this is found not to be the case, the Applicant shall forfeit the tax credit for that year.

Substantial Good Standing/Subcontractor and Contractor Requirements:

For the duration of the Eligibility Period, the developer must be in substantial good standing (or have entered into an agreement) with the Department of Labor and Workforce Development, Environmental Protection, and the Treasury for any project awarded Aspire tax credits and that each contractor and subcontractor performing work at the Redevelopment Project: is registered as required by the Public Works Contractor Registration Act, has not been debarred, suspended, or disqualified by the Department of Labor and Workforce Development from engaging in or bidding on Public Works Contracts in the State or been debarred, suspended, or disqualified by a federal agency from engaging in federally- funded construction projects or bidding on federal contracting opportunities, and possesses a tax clearance certificate issued by the Division of Taxation in the Department of the Treasury.

Availability of Emerge/Aspire Resources

At the time of this recommendation, there is \$115,897,517 in uncommitted transformative tax credit resources available to Aspire projects for the fiscal year.

Recommendation

Authority staff has reviewed the application for Cooper Health System and finds that it satisfies the eligibility requirements of the Act (as recently amended) and Rules. It is recommended that the Members approve and authorize the Authority to issue an approval letter and subsequently enter into an incentive award agreement. The tax credit award would be credited against the total available award authority.

The Project is subject to a 5-year Eligibility Period.

Issuance of the Aspire tax credits are contingent upon the Applicant submitting documentation evidencing project financing and planning approvals with respect to the Project within the time required in the Rules (one year after approval), which includes:

1. Financing commitments for all funding sources for the Project consistent with the information provided by the Applicant to the Authority for the Aspire tax credit;
2. Evidence of site control and site plan approval for the Project; and
3. Copies of all required State and federal government permits for the Project and copies of all local planning and zoning board approvals that are required for the Project.

Additionally, the Applicant must submit an executed Community Benefits Agreement consistent with recently enacted legislation after approval.

The recommendation is the approval of:

1. Approval of the transfer of up to \$292,425,907 in unreserved Aspire tax credit funds from the Non-Transformative Aspire and Emerge project allocation to the Aspire Transformative project allocation. As statutorily required, of that amount, no more than \$190,076,840 (65 percent) may be awarded to Transformative projects located in the northern counties of the State and no more than \$102,349,067 (35 percent) may be awarded to Transformative projects located in the southern counties of the State.
2. Issuance of tax credits from the Aspire program (“the Program”) for a single-phase Health Care Center Transformative project located in Camden, New Jersey, Camden County up to 80% of the eligible project cost (“eligible costs”), not to exceed \$218,246,584.



Evan Weiss
Chief Executive Officer

MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss
Chief Executive Officer

DATE: February 25, 2026

SUBJECT: Payment in Lieu of Taxes Agreement (“2026 PILOT Agreement”)
Camden Amphitheater a/k/a Freedom Mortgage Pavilion
1 Harbor Boulevard, Block 139, Lot 11.01
City of Camden, County of Camden
PROD-00224590

Summary

I request the Members approve entering into the 2026 PILOT Agreement with the City of Camden for the Camden Amphitheater, also known as the Freedom Mortgage Pavilion (“Amphitheater”) for the following purposes:

- As required by the 1994 lease between the Authority and Live Nation Worldwide Inc (“Tenant”), successor in interest to Sony Music/Pace Partnership, the 2026 PILOT Agreement will permit the Tenant to pay the payment in lieu of taxes as required under N.J.S.A. 34:1B-15; and
- For the Authority to make an additional PILOT so the City can continue to receive a majority of the financial benefits from Tenant’s lease payments under the 1994 Ground Lease.

Background

The Amphitheater’s Development

In the 1990’s the Authority and Sony Music/Pace Partnership (“Sony”) executed several documents, (i.e., Letter of Intent, and 1994 Ground Lease with related amendments) which permitted the joint development of the Camden Amphitheater, a 25,000-seat live performance venue on the Camden Waterfront. Sony developed the 25,000-seat amphitheater. To support the development the Authority:

- Acquired the parcels, consolidated the site, and provided clear and marketable title
- Performed soil environmental remediation
- Demolished and removed all existing structures
- Constructed road improvements, parking, and utility services

1996 Amphitheater PILOT Agreement

Under the 1994 Ground Lease, the Authority is required to enter into a payment in lieu of tax agreement with the City and remit to the City the statutorily mandated PILOT from the Tenant (“1996 PILOT Agreement”). Because the City and State provided financing for the Amphitheater’s development (New Jersey Urban Development Corporation loan [“UDC loan”], and the City of Camden Section 108 Urban Development Action Grant Loan [“City UDAG loan”]), the initial PILOTs were based on a ticket surcharge, not the Amphitheater’s assessment. The ticket surcharge started in Year 9 of the lease term at \$0.50 per ticket, and over the term, stepped up to \$2.50 per seat. During the 1996 PILOT Agreement term, the Authority remitted the Tenant’s payment to the City, which were applied as follows:

- Pay the UDC loan principal and interest
- Pay the City UDAG loan principal and interest
- The balance, if any, was retained by the City as a PILOT

In the mid-2010’s the UDC and UDAG loans were paid in full, and the City began to retain 100% of the Tenant’s PILOT. During the 1996 PILOT Agreement term, the City retained \$16,750,199 as PILOT. The 1996 PILOT Agreement terminated on December 31, 2025. The Authority retained no funds from the ticket surcharge payments.

2026 PILOT Agreement

The Tenant’s PILOT

In September 2020, under the 1994 Lease, the Tenant exercised its right to a renewal term of 20 years, which commenced on January 1, 2026. Under the renewal term, the Authority continues to have the obligation to enter into a PILOT Agreement with the City.

The 1994 Lease provides that the annual renewal rent will be the greater of:

- \$1.2 million, adjusted annually by the consumer price index
- 3% of the Tenant’s gross profit, net sales tax, from the Amphitheater operations from the previous lease year
- Any real estate or other taxes or and/or fees due by the Tenant to the City of Camden.

Under the proposed 2026 PILOT Agreement, Tenant’s PILOT will be based on the following requirement of the Authority’s enabling act:

[A]ny person occupying a project whether as lessee, vendee or otherwise shall, as long as title thereto shall remain in the authority, pay to the political subdivision in which such project is located a payment in lieu of taxes which shall equal the taxes on real and personal property, including water and sewer service charges or assessments, which such person would have been required to pay had it been the owner of such property during the period for which such payment is made and neither the authority nor its projects, properties, money or bonds and notes shall be obligated, liable or subject to lien of any kind for the enforcement, collection or payment thereof.

N.J.S.A. 34:1B-15 (emphasis added). The City has determined that the Amphitheater’s improvements have fair market value of \$28 million. The Amphitheater’s fair market value will have the City’s equalization ratio and applicable tax rate applied to determine the Tenant’s PILOT. The Amphitheater’s improvements assessment may be revisited upon a City-wide tax re-evaluation.

The Tenant’s renewal rent payment made to the Authority (as defined by the 1994 Lease) will be the sole source of the Authority’s remittance of the Tenant’s PILOT to the City. The following chart includes staff’s estimate of the Tenant’s PILOT for the 2025-26 tax year:

| | | |
|---|--|---------------------|
| | Project's Fair Market Value | \$28,000,000 |
| x | City's Equalization Ratio | 57.82% |
| = | Project's Assessment | \$16,189,600 |
| ÷ | 100 | 100 |
| = | Value Per \$100 of Assessed Value | \$161,896.00 |
| x | Applicable City Tax Rate | \$3.687 |
| = | Tenant's PILOT Payment | \$596,910.55 |

The Tenant’s PILOT will cover all taxes and any other assessment on the Amphitheater improvements, except water and sewer charges, which the Tenant will pay separately.

The Authority’s PILOT

Currently, the City, Tenant and the Authority understand that the Tenant’s renewal rent will either be the \$1.2 million or 3% of the Tenant’s gross profits, net sales taxes, from the Amphitheater’s operation for the previous lease year until such time that the Amphitheater’s assessment yields a taxable amount that is greater than these 2 options.

Because the Tenant’s 2025-2026 PILOT will yield significantly less funds to the City, \$596,910.55, compared to \$874,425, which is the average of the last 5 years of Tenant PILOTs under the 1996 PILOT Agreement, staff recommends that the Authority voluntarily pay an additional PILOT to the City calculated as follows: 80% of the Tenant’s renewal rent less the Tenant’s PILOT.

As an example, using \$1.2 million as the Tenant’s renewal rent and the Tenant’s PILOT is \$596,910.55, the Authority PILOT would be calculated as follows:

| | | |
|---|----------------------------|--------------|
| | Tenant's Renewal Rent | \$1,200,000 |
| x | 80% | 80% |
| = | Tenant & Authority's PILOT | \$960,000.00 |
| - | Tenant's PILOT | \$596,910.55 |
| = | Authority's PILOT | \$363,089.45 |

The Tenant's renewal rent payments to the Authority will be the sole source of the Authority's PILOT. If the Tenant's PILOT is greater than \$1.2 million or 3% of Tenant's gross profit, net sales taxes, from the Amphitheater operations from the previous lease year, the Authority's PILOT will be calculated to be \$0.

The Authority will retain the balance of the Tenant's renewal rent (\$240,000 from the example above), if any, to pay for the administrative expense of administering the 1994 Lease and 2026 PILOT Agreement requirements. Under the initial term of the 1994 Lease and 1996 PILOT Agreement, the Authority did not receive any funds to cover its expenses to administer the agreements.

Attached as Exhibit A is the 2026 PILOT Agreement which is in substantially final form. The final Agreement may be subject to revisions, although the basic terms and conditions will remain consistent with the current form of Agreement.

Recommendation

In summary, I request that the Members approve entering into the 2026 PILOT Agreement.

Attachments: Exhibit A: PILOT Agreement
Prepared by: Cathleen Hamilton and Juan Burgos



Evan Weiss, Chief Executive Officer

PAYMENT IN LIEU OF TAX AGREEMENT

THIS AGREEMENT entered into as of this 1st day of January, 2026 by and between the **CITY OF CAMDEN** ("City"), a municipal corporation of the State of New Jersey, with offices at City Hall, 520 Market Street, Camden, New Jersey 08012 and the **NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY** (the "Authority"), an instrumentality of the State of New Jersey created pursuant to the New Jersey Economic Development Authority Act, N.J.S.A. 34:1B-1 et seq. ("Act"), with a mailing address of P.O. Box 990, Trenton, New Jersey 08625, collectively the "Parties".

WITNESSETH:

WHEREAS, the prior Payment in Lieu of Taxes Agreement dated May 9, 1996, between the Authority and the City of Camden, expired on December 31, 2025; and

WHEREAS, the Authority is the owner of the property located at 1 Harbour Boulevard, Camden, New Jersey known as Tax Block 139 Lot 11.01 on the City of Camden tax maps, more particularly described on Schedule A attached hereto (the "Property"); and

WHEREAS, the Authority acquired the Property in December 1993 and developed a partially enclosed, cultural and entertainment facility (the "Project"); and

WHEREAS, the Authority leases the Property to Live Nation Worldwide, Inc., ("Tenant") pursuant to Lease Agreement dated February 9, 1994, and subsequent amendments thereto, ("Lease") who occupies, operates and maintains the Project; and

WHEREAS, the Parties entered into a First Amendment to Lease Agreement (dated March 11, 1994), the Second Amendment to Lease Agreement (dated June 7, 1994), the Third Amendment to Lease Agreement (dated March 15, 1995), and the Fourth Amendment to the Lease Agreement (dated March 11, 1997) ("Lease"); and

WHEREAS, Section 301(b) of the Lease requires the Tenant to pay an annual payment of renewal rent in seven (7) equal monthly installments commencing on May 15 and continuing on the 15th day of each calendar month thereafter through and including November 15 ("Renewal Rent"); and

WHEREAS, the Renewal Rent paid by Tenant under the Lease is the total rent amount required from Tenant under the Lease. Tenant pays no additional rent payments to Authority; and

WHEREAS, Exhibit A, attached hereto, defines the calculation for determining the

Renewal Rent; and

WHEREAS, N.J.S.A. 34:1B-15 (“Act”) provides that so long as the Authority owns the Property, the Tenant “shall pay to the political subdivision in which such [P]roject is located a payment in lieu of taxes which shall equal the taxes on real and personal property, including water and sewer service charges or assessments, which such [Tenant] would have been required to pay had it been the owner of such [P]roject” (“Tenant’s PILOT”); and

WHEREAS, the City acknowledges the Tenant has an obligation to pay a PILOT; and

WHEREAS, N.J.S.A. 34:1B-15 provides that the “Authority shall not be required to pay any taxes or assessments upon or in respect” to the Property and/or the Project; and

WHEREAS, the City acknowledges that the Authority has no obligation to pay local property taxes or a PILOT on the Property and/or Project; and

WHEREAS, notwithstanding the provisions of the Act, the Authority wishes to voluntarily make a payment in lieu of tax payments to the City (the “Authority’s PILOT”); and

NOW, THEREFORE, in consideration of the premises and the mutual obligations of the Parties, each does hereby agree with the other as follows

1. RECITALS

The recitals set forth above are incorporated herein by reference and made a part of this Agreement.

2. TENANT’S PILOT

A. The City represents that it and the Tenant have agreed that the fair market value of the Project is \$28,000,000.00. The City represents that Tenant’s PILOT payment is calculated as follows:

| | |
|--|--|
| Calculation of Tenant's PILOT Payment | |
| | Project's Fair Market Value |
| x | City's Equalization Ratio |
| | |
| = | Project's Assessment |
| ÷ | 100 |
| | |
| = | Value Per \$100 of Assessed Value |
| x | Applicable City Tax Rate |
| | |
| = | Tenant's PILOT Payment |

B. Subject to the terms and conditions as set forth herein, the Authority, from the

Renewal Rent paid by the Tenant to the Authority under the Lease, will pay to the City the Tenant's PILOT.

C. If there is an approved assessment on revaluation in the City that becomes effective during the term of this Agreement, then the City acknowledges that it will determine the revised Tenant's PILOT in accordance with N.J.S.A. 34:1B-15.

2. THE AUTHORITY'S PILOT

A. The Authority agrees to pay the City the Authority's PILOT calculated as follows: Tenant's Renewal Rent payment multiplied by 80% less the amount of Tenant's PILOT.

B. Subject to the terms and conditions as set forth herein, the Authority will pay the Authority's PILOT to the City only from the Renewal Rent paid by the Tenant to the Authority.

3. PILOT PAYMENTS

A. The obligation of the Authority to remit the Tenant's PILOT and to pay the Authority's PILOT under this Agreement is conditional upon payment of rent by the Tenant to the Authority under the Lease. The Authority shall have no obligation to use any other funds, including but not limited to any general operations or restricted funds, to pay the Tenant's PILOT or Authority's PILOT hereunder. Upon receipt of Tenant's PILOT, the Authority will advise the City of the amount received from Tenant.

B. If and when the Authority receives the Tenant's rent payment, the Authority shall pay the Authority's PILOT and remit the Tenant's PILOT to the City in seven (7) equal installments beginning on the last day of May, continuing on the last day of each calendar month through and including November of each year.

4. TERM

A. This Agreement shall be effective as of January 1, 2026 (the "Commencement Date").

B. This Agreement shall terminate upon the earlier of (1) the expiration of the Lease; (2) the Authority's sale of any portion of the Property; (3) upon any entity or person other than the Tenant occupying the Property; or (4) as otherwise set forth herein.

5. MISCELLANEOUS

A. Nothing herein shall be construed to give the City any rights in the Property and/or the Project and the City shall not place any liens on the Property or the Project for nonpayment of the Tenant's

PILOT or the Authority's PILOT. Neither the Authority nor any of its property, projects, accounts or funds shall be liable for or subject to a lien of any kind for the enforcement, collection or payment of the Tenant's PILOT or the Authority's PILOT.

B. This Agreement shall not be assigned by any party hereto.

C. At the Authority's option, this Agreement shall terminate in the event of the partial or total loss, destruction, or taking of the Property and/or Project.

D. The Tenant's PILOT is hereby deemed to be inclusive of any and all payments and special assessments, past, present or prospective, which might otherwise be due the City from the Tenant with respect to the Property and the Project, excepting only sewer and water charges or assessments.

E. Notwithstanding the requirement in N.J.S.A. 34:1B-15 that the payment in lieu of taxes from a tenant or other occupant of an Authority project or property include the water and sewer service charges or assessments for the purposes of this Agreement, the Parties agree that the City will bill the Tenant directly, as applicable, for water and sewer usage on the Property and/or Project at the City's standard rate. The City agrees that all other terms and conditions of this Agreement, including the provision of Section 5(A) hereof, shall apply to the payment or non-payment of any such water and sewer bills.

F. As long as the Property is owned by the Authority, no property taxes shall be assessed or levied on the Property and/or the Project.

G. This Agreement may be executed in counterparts, each of which shall be deemed to be an original, and such counterparts shall constitute one and the same instrument.

H. This Agreement shall not be recorded.

I. This Agreement contains the entire understanding and agreement of the Parties and it may be changed or modified only by written instrument signed by the Parties.

J. This Agreement and the obligations of the Parties under this Agreement shall be interpreted, construed and enforced in accordance with the laws of the State of New Jersey.

K. No provision of this Agreement shall be construed against or interpreted to the disadvantage of any of the Parties, the Parties acknowledging that they have jointly participated in the negotiation, drafting and preparation of this Agreement.

L. Any and all claims made or to be made against the Authority based in tort law, including, but not limited to, costs and expenses, shall be governed by and subject to the

provisions of the New Jersey Tort Claims Act, N.J.S.A. 59:1-1 et seq. Any and all claims made or to be made against the Authority based in contract law, including, but not limited to, costs and expenses, shall be governed by and subject to the provisions of the New Jersey Contractual Liability Act, N.J.S.A. 59:13-1 et seq.

M. If any provision of this Agreement shall be found to be invalid or unenforceable to any extent, the remainder of this Agreement shall not be affected and this Agreement shall be enforced to the greatest extent permissible by law. If it should be determined that either party does not have legal authority to enter into this Agreement, the Agreement shall be null ab initio.

N. Any notices shall be conclusively deemed to have been received by the other party if sent by certified mail, return receipt requested, or by overnight courier, addressed to each party at the address given below:

City of Camden
Department of Administration
City Hall
520 Market Street, Room 409
Camden, New Jersey 08012
Attention: Business Administrator

and,

New Jersey Economic Development Authority
36 West State Street
P.O. Box 990
Trenton, New Jersey 08625-0990
Attention: Vice President - Real Estate Development

O. This Agreement may be amended in writing with the consent of the Parties.

P. The persons whose names appear below represent that they have all necessary authority to bind their respective principals to the terms of this Agreement.

Q. Electronic signature of this Agreement shall be deemed to be valid execution and delivery as though an original ink. The Parties explicitly consent to the electronic delivery of the terms of the transaction evidenced by this Agreement and affirm that their electronic signatures indicate a present intent to be bound by the electronic signatures and the terms of the Agreement. The electronic signature can be done either by ADOBE Acrobat or any other similar signature software that can be used for electronic signatures or by printing, manually signing, and scanning.

IN WITNESS WHEREOF, the City and the Authority have caused this Agreement to be executed the day and year first above written.

ATTEST

NEW JERSEY ECONOMIC
DEVELOPMENT AUTHORITY

Signature
Print Name:
Print Title:
Date:

Signature
Print Name:
Print Title:
Date:

ATTEST

CITY OF CAMDEN

Signature
Print Name:
Print Title:
Date:

Signature
Print Name:
Print Title:
Date:

Exhibit A

The Lease Renewal Rent is calculated by the greater of the following:

1. “[F]or the first Lease Year of the first Renewal Term, \$1,200,000.00; and for each Lease Year thereafter, the Annual Renewal amount shall be increased from the immediately preceding Lease Year by the same percentage increase in the CPI Index during such preceding Lease Year”; or
2. “[T]hree percent (3%) of the total amount of all revenues, receipts and other funds (net of any sales taxes) received by the Tenant, on a cash basis, from the operation, ownership or use of the [Property and/or Project] during the immediately preceding Lease Year;” or
3. The total amount of Impositions which are payable during such Lease Year. Impositions are defined as all real estate taxes, or payments in lieu of real estate taxes, or land and improvement assessments of any kind and nature whatsoever, which shall or may during the Term be assessed, levied, charged, confirmed or imposed by any public authority on the [Property and/or Project] (together with any interest and penalties thereon) including, without limitation, taxes which are payable pursuant to the Long Term Tax Exemption Law, P.L 1991, c. 431.”



MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss, Chief Executive Officer

DATE: February 25, 2026

SUBJECT: Credit Underwriting Projects Approved Under Delegated Authority –
For Informational Purposes Only

The following projects were approved under Delegated Authority in December 2025 and January 2026:

Premier Lender Program:

- 1) AOA Properties LLC (PROD-00322782), located in Secaucus Town, Hudson County, is a real estate holding company formed in 2025 to purchase the project property and building located on the project site. The operating company, Elite CAD Designs LLC, was established in 2013 to provide design, modeling and drafting services for heating, ventilation, air conditioning, electrical, plumbing, and fire protection systems. The Company works with building owners, developers, construction professionals and installation contractors to provide virtual design and construction building information modeling. Kearney Bank approved a \$742,000 loan contingent upon a 44.44% (\$330,000) Authority participation. Proceeds will be used to purchase the project property for business relocation. Currently, the Company has 3 employees and plans to create 5 new positions over the next two years.

Small Business Fund Program:

- 1) Nikunj Mehta MD PA (PROD-00323278), located in Dover Township, Ocean County, was established in 2006 as an internal medicine practice. Dr. Mehta, who has been practicing medicine for 40 years, is affiliated with the Community Medical Center in Toms River and received his medical degree from B.J. Medical College in India. The NJEDA approved a \$500,000 loan to be used for working capital expenses. He plans to update his medical practice with new equipment and software such as phones, desktop computers, cameras, firewall software, and hire new office staff such as a Pharmacist and Physician Assistant. This practice currently has 4 employees and plans to hire an additional 5 employees over the next two years.

- 2) Tootle Tots Child Care Center LLC (PROD-00320780), located in Hamilton Township, Mercer County, was formed in 2020 as a licensed daycare facility for infants, toddlers, and preschool-aged children. Its mission is to support working parents by creating a safe, nurturing, and educational environment that promotes early learning and development. The NJEDA approved a \$200,000 loan to be used for refinancing an existing loan, to improve cash flow and provide financial stability. Currently, the Company has 4 employees and plans to hire an additional 6 employees over the next two years.



Evan S. Weiss, CEO

Prepared by: G. Robins

MEMORANDUM

TO: Members of the Authority

FROM: Evan Weiss, Chief Executive Officer

DATE: February 25, 2026

SUBJECT: Post Closing Credit Delegated Authority Approvals for 4th Quarter 2025
For Informational Purposes Only

The following post-closing actions were approved under delegated authority during the third and fourth quarter of 2025:

| Name | EDA Credit Exposure | Action |
|--|----------------------|---|
| Housing and Neighborhood Development Services, Inc (“HANDS”) | \$285,720 CEDLO | Extend loan maturity by 3 years to align with Prudential Foundation’s maturity. Consent to partial collateral release providing liquidity to support the not-for-profit organization. |
| Community Loan Fund of New Jersey, Inc. | \$948,448 DIRLO | Extend loan maturity for 5 years and amortize the principal balance over the remaining amortization period. |
| S Kelly Corp. | \$3,801,307 SBLLO | Release EDA’s mortgage on the former project site at 10 E Ocean Avenue, Sea Bright, NJ in exchange for a \$900,000 payment from the current owner/redeveloper. |

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Evan S. Weiss, CEO