

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

November 13, 2015

MINUTES OF THE MEETING

Members of the Authority present: Al Koepp, Chairman; Steve Petrecca representing Acting State Treasurer Ford M. Scudder; Colleen Kokas representing the Commissioner of the Department of Environmental Protection; Jeffrey Stoller representing Commissioner Hal Wirths of the Department of Labor and Workforce Development; Patrick Mullen representing Commissioner Richard Badolato of the Department of Banking and Insurance; Public Members: Joseph McNamara, Vice Chairman; Larry Downes, Charles Sarlo, Philip B. Alagia, Massiel Medina Ferrara, David Huber, and Harold Imperatore, Third Alternate Public Member; and Rodney Sadler, Non-Voting Member.

Members Present via conference call: Patrick Delle Cava, First Alternate Public Member.

Absent: Public Members Fred B. Dumont, and William J. Albanese, Sr., Second Alternate Public Member,

Also present: Melissa Orsen, Chief Executive Officer of the Authority; Timothy Lizura, President and Chief Operating Officer; Bette Renaud, and Kevin Mistry, Deputy Attorneys General; David Miller, Special Counsel; Michael Collins, Governor's Authorities' Unit; and staff.

Chairman Koepp called the meeting to order at 10 a.m.

Pursuant to the Internal Revenue Code of 1986, Ms. Orsen announced that this was a public hearing and comments are invited on any Private Activity bond projects presented today.

In accordance with the Open Public Meetings Act, Ms. Orsen announced that notice of this meeting has been sent to the *Star Ledger* and the *Trenton Times* 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 State House.

MINUTES OF AUTHORITY MEETING

The next item of business was the approval of the October 15, 2015 meeting minutes. A motion was made to approve the minutes by Mr. McNamara, seconded by Mr. Downes, and was approved by the 12 voting members present.

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

CHIEF EXECUTIVE OFFICER'S MONTHLY REPORT TO THE BOARD

INCENTIVE PROGRAMS

ITEM: Notice of Proposed Amendments—Grow New Jersey Assistance Program

Notice of Adoption, Without Change and With N.J.A.C. 19:31-18.4(c) Not Adopted

REQUEST: To approve proposed amendments to the rules implementing the Grow New Jersey Assistance (Grow NJ) Program to address greater efficiencies in administration of the program; and, to approve a notice of adoption, without change and with N.J.A.C. 19:31-18.4(c) not adopted for proposed amendments to the Urban Transit Hub Tax Credit Program (UTHTC) Program to clarify certain deadlines for applications and reporting; and Grow NJ to clarify the administration of certain statutory elements of the program.

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Imperatore **AYES:** 12

RESOLUTION ATTACHED AND MARKED EXHIBIT: 1

Mr. Sarlo entered the meeting at this time.

Economic Redevelopment and Growth Grant Program

ITEM: One Journal Square Partners Urban Renewal Company, LLC APPL.#40469

REQUEST: To approve the application of One Journal Square Partners Urban Renewal Company, LLC for a project located in Jersey City, Hudson County for the issuance of tax credits. The recommendation is to award 17.22% of actual eligible costs, not to exceed \$34,000,000, in tax credits based on the budget submitted.

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Alagia **AYES:** 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 2

Ms. Ferrara recused herself because the matter will come before the Hudson County Planning Board and she serves as Board Secretary and Planner.

Mr. Sarlo recused himself because his firm is involved with the applicant.

Grow New Jersey Assistance Program

ITEM: WW 1 Journal Square LLC APPL.#41291

REQUEST: To approve the application of WW 1 Journal Square LLC, for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Jersey City, NJ. Project location of Jersey City, in Hudson County qualifies as an Urban Transit HUB Municipality under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for bonus increases to the tax credit award for Deep Poverty Pocket, Qualified Incubator Facility and Transit Oriented Development. The estimated annual award is \$5,900,403 for a 10-year term.

MOTION TO APPROVE: Mr. Stoller **SECOND:** Mr. Imperatore **AYES:** 11

RESOLUTION ATTACHED AND MARKED EXHIBIT: 3

Ms. Ferrara recused herself because the matter will come before the Hudson County Planning Board and she serves as Board Secretary and Planner.

Mr. Sarlo recused himself because his firm is involved with the applicant.

ITEM: Anheuser-Busch InBev Worldwide Inc.

APPL.#41414

THIS PROJECT WAS WITHHELD FROM CONSIDERATION.

ITEM: Audio and Video Labs, Inc.

APPL.#41518

REQUEST: To approve the application of Audio and Video Labs, Inc. for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Pennsauken Township, NJ. Project location of Pennsauken Township, in Camden County qualifies as a Distressed Municipality under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for bonus increases to the tax credit award for Capital Investment in Excess of Minimum (non-Mega), Targeted Industry of Manufacturing, and 2007 Revitalization Index Greater than 465 in Camden County. The estimated annual award is \$147,550 for a 10-year term.

MOTION TO APPROVE: Mr. Alagia **SECOND:** Mr. Downes **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 4

ITEM: Borax Paper Products, Inc.

APPL.#41506

REQUEST: To approve the application of Borax Paper Products, Inc. for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Secaucus Town, NJ. Project location of Secaucus Town, Hudson County qualifies as a Distressed Municipality under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The estimated annual award is \$332,000 for a 10-year term.

MOTION TO APPROVE: Mr. Downes **SECOND:** Ms. Ferrara **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 5

ITEM: Comar Holding Company, LLC and subsidiaries

APPL.#41513

REQUEST: To approve the finding of jobs at risk.

MOTION TO APPROVE: Mr. Huber **SECOND:** Ms. Kokas **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 6

ITEM: Comar Holding Company, LLC and subsidiaries

APPL.#41513

REQUEST: To approve the application of Comar Holding Company, LLC and subsidiaries for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Voorhees Township, NJ. Project location of Voorhees Township, Camden County qualifies as a Priority Area under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for bonus increases to the tax credit award for Jobs with Salary in Excess of County Average and Targeted Industry of Manufacturing. The estimated annual award is \$85,000 for a 10-year term.

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Alagia **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 7

ITEM: Frederick Goldman, Inc.

APPL.#41654

REQUEST: To approve the application of Frederick Goldman, Inc. for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Secaucus Town, NJ. Project location of Secaucus Town, Hudson County qualifies as a Distressed Municipality under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for a bonus increase to the tax credit award for Capital Investment in Excess of Minimum (Non Mega), Large Number of New/Retained Full-Time Jobs, Targeted Industry (Manufacturing). The estimated annual award is \$2,008,000 for a 10-year term.

MOTION TO APPROVE: Mr. Mullen **SECOND:** Mr. Downes **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 8

ITEM: IPAK, Inc.

APPL.#41519

REQUEST: To approve the finding of material factor in the decision to make capital investment and locate in Camden, NJ.

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. McNamara **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 9

ITEM: IPAK, Inc.

APPL.#41519

REQUEST: To approve the application of IPAK, Inc. for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Camden City, NJ. Project location of Camden City, Camden County qualifies as a Garden State Growth Zone under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for bonus increases to the tax credit award for Deep Poverty Pocket, Transit Oriented Development, Targeted Industry of Manufacturing, Mega/GSGZ Ind. Project with Capital Investment In excess of Minimum, and 2007 Revitalization Index Greater than 465 in Camden County. The estimated annual award is \$1,710,000 for a 10-year term.

MOTION TO APPROVE: Mr. Huber **SECOND:** Mr. Downes **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 10

ITEM: Radwell International, Inc.

APPL.#41250

REQUEST: To approve the finding of jobs at risk.

MOTION TO APPROVE: Mr. Dumont **SECOND:** Mr. Stoller **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 11

ITEM: Radwell International, Inc.

APPL.#41250

REQUEST: To approve the application of Radwell International, Inc. for tax credits under the Grow New Jersey Assistance Program to encourage the applicant to make a capital investment and locate in Willingboro Township, NJ. Project location of Willingboro Township, Burlington County qualifies as a Mega Project under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for a bonus increase to the tax credit award for Large Number of New/Retained Full-Time Jobs. The estimated annual award is \$2,121,750 for a 10-year term.

MOTION TO APPROVE: Mr. Huber **SECOND:** Mr. Mullen **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 12

ITEM: Seton Hall-Hackensack School of Medicine

APPL.#41426

REQUEST: To approve the application of Seton Hall-Hackensack School of Medicine for tax credits under the Grow New Jersey Assistance Program to encourage the collaboration between a university and hospital to locate a new school of medicine in Clifton City, NJ. Project location of Clifton City, Passaic County qualifies as a Distressed Municipality under N.J.S.A. 34:1B-242 et seq and the program's rules, N.J.A.C. 19:31-18. The project is eligible, pursuant to the statute, for a bonus increase to the tax credit award for Jobs with Salary in Excess of County Average, Large Number of New/Retained Full-Time Jobs, Targeted Industry (Health), Vacant Commercial Building in excess of 1,000,000 sq. ft. The estimated annual award is \$1,693,750 for a 10-year term.

MOTION TO APPROVE: Mr. Mullen **SECOND:** Mr. Stoller **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 13

Grow New Jersey Assistance Program – Modification

ITEM: Great Socks, LLC

APPL.#41133

REQUEST: The board approved Great Socks, LLC for a \$15,000,000 Grow New Jersey Grant Award on August 11, 2015. Since then, the company could not procure the original project site, 1601-1607 Thorne Street, Camden City, Camden County and has identified a new location also in the city of Camden, 1535 Broadway.

MOTION TO APPROVE: Ms. Kokas **SECOND:** Mr. Imperatore **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 14

BOND PROJECTS

ITEM: NJEDA/Biomedical Research Facilities Bonds, Series 2016

REQUEST: Approve the issuance of one or more series of Biomedical Research Facilities Bonds, Series 2016. The 2016 Bonds will be used to (i) provide \$50,000,000 in proceeds for the costs of the Biomedical Research Facilities Project and (ii) pay the costs of issuance of the 2016 Bonds.

MOTION TO APPROVE: Ms. Kokas **SECOND:** Mr. Stoller **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 15

ITEM: MSC State & River LLC

APPL.#40717

LOCATION: Camden City/Camden

PROCEEDS FOR: Construction of new building or addition

FINANCING: \$47,500,000 Taxable Qualified School Construction Bond

MOTION TO APPROVE: Mr. Downes **SECOND:** Mr. Stoller **AYES:** 13

RESOLUTION ATTACHED AND MARKED EXHIBIT: 16

Combination Preliminary and Bond Resolutions

ITEM: Bnos Melech of Lakewood, Inc. APPL.#41386
LOCATION: Lakewood Township/Ocean
PROCEEDS FOR: Refinancing
FINANCING: \$7,800,000 Tax-exempt bond
MOTION TO APPROVE: Mr. Huber SECOND: Mr. Mullen AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 17
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

ITEM: Cong Bnos Devorah Inc. APPL.#41070
LOCATION: Lakewood Township/Ocean
PROCEEDS FOR: Refinancing
FINANCING: up to \$5,752,500 Tax-exempt bond
MOTION TO APPROVE: Mr. Kokas SECOND: Mr. Downes AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 18
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

ITEM: Talmud Torah Bais Avrohom APPL.#41230
LOCATION: Lakewood Township/Ocean
PROCEEDS FOR: Refinancing
FINANCING: \$3,000,000 Tax-exempt bond
MOTION TO APPROVE: Mr. Alagia SECOND: Mr. Downes AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 19
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

ITEM: Chapin School APPL.#41514
LOCATION: Lawrence Township/Mercer
PROCEEDS FOR: Refinancing
FINANCING: \$8,200,000 Tax-exempt bond
MOTION TO APPROVE: Mr. McNamara SECOND: Mr. Downes AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 20
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

Preliminary Resolutions

ITEM: The Fred 101, LLC APPL.#41631
LOCATION: Secaucus Town/Hudson
PROCEEDS FOR: Acquisition/Renovation of existing building/Purchase of equipment and machinery
FINANCING: \$15,150,000
MOTION TO APPROVE: Mr. Downes SECOND: Mr. Ferrara AYES: 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 21
PUBLIC HEARING: Yes
PUBLIC COMMENT: None

LOANS/GRANTS/GUARANTEES

Local Development Financing Fund Program

PROJECT: The Patrick School, Inc. APPL.#41501
LOCATION: Elizabeth City/Union
PROCEEDS FOR: Acquisition of existing building
FINANCING: \$1,600,000 Valley National Bank loan with a 50% (\$800,000) EDA participation
MOTION TO APPROVE: Ms. Kokas **SECOND:** Mr. Huber **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 22

Petroleum Underground Storage Tank Program

ITEM: Summary of Petroleum UST Remediation, Upgrade & Closure Fund Program projects approved by the Department of Environmental Protection.
MOTION TO APPROVE: Ms. Kokas **SECOND:** Mr. Imperatore **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 23

PROJECT: John Manczur APPL.#41482
LOCATION: West Milford Township/Passaic
PROCEEDS FOR: Remediation
FINANCING: \$103,222

PROJECT: Steven Matthews APPL.#40556
LOCATION: Montclair Township/Essex
PROCEEDS FOR: Remediation
FINANCING: \$25,904

FOR INFORMATION ONLY: PUST and HDSRF Program Funding Status

OFFICE OF RECOVERY

Stronger New Jersey Programs

ITEM: Stronger NJ Business Program modifications
REQUEST: To approve modifications to the Stronger NJ Business Loan Program regarding eligible costs and the extension of disbursement deadlines through delegated authority for the Stronger NJ Business Grant, Loan, and Neighborhood Community Revitalization Programs.
MOTION TO APPROVE: Mr. Huber **SECOND:** Mr. Downes **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 24

Stronger New Jersey Business Loan Program

PROJECT: DMM Associates APPL.#41354
LOCATION: Beach Haven Borough/Ocean
PROCEEDS FOR: Renovation of existing building
FINANCING: \$2,123,233
MOTION TO APPROVE: Mr. Dumont **SECOND:** Mr. Stoller **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 25

BOARD MEMORANDUMS

FOR INFORMATION ONLY: Projects Approved Under Delegated Authority

Small Business Fund Program: Galvanic Printing and Plate Co., Inc. (P41311)

FOR INFORMATION ONLY: Technology & Life Sciences – Delegated Authority Approvals for 3rd Quarter 2015

REAL ESTATE

ITEM: FMERA Purchase and Sale & Redevelopment Agreement with Trinity Hall for Building 2290 in the Tinton Falls Section of Fort Monmouth
REQUEST: To consent to the Fort Monmouth Economic Revitalization Authority entering into the redevelopment agreement that is contained within FMERA's Purchase and Sale & Redevelopment Agreement with Trinity Hall, Inc. for the sale and renovation of Building 2290 in the Tinton Falls section of the former Fort Monmouth.
MOTION TO APPROVE: Mr. Dumont **SECOND:** Mr. Stoller **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 26

ITEM: FMERA Purchase and Sale & Redevelopment Agreement with TetherView for Russel Hall in the Oceanport Section of Fort Monmouth
REQUEST: To consent to the Fort Monmouth Economic Revitalization Authority entering into the redevelopment agreement that is contained within FMERA's Purchase and Sale & Redevelopment Agreement with TetherView Property Management, LLC for the sale and renovation of Russel Hall in the Oceanport Section of the former Fort Monmouth.
MOTION TO APPROVE: Mr. Dumont **SECOND:** Mr. Stoller **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 27

PUBLIC COMMENT

Catherine Jimenez, speaking on behalf of SEIU Local 32BJ which represents property service workers, stated that KABR and Kushner Companies proposal for One Journal Square includes 744 residential units, but no affordable housing. The position of SEIU is that this will have a detrimental effect on the residents of Jersey City.

Al Koepp – thanked Ms. Jimenez for her input and stated that the EDA’s function is to administer the programs as defined by the legislature and to determine whether the applicant meets those standards.

Mr. Robert Fleming, CEO, Hackensack Medical Center thanked the board for its approval at today’s meeting.

EXECUTIVE SESSION

The next item was to adjourn the public session of the meeting and enter into Executive Session to discuss a legal matter. The minutes will be made public when the need for confidentiality no longer exists.

MOTION TO APPROVE: Ms. Ferrara **SECOND:** Mr. Imperatore **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 28


The Board returned to Public Session.

The next item is to (i) approve the adoption of the Resolution; and (ii) approve and authorize the Chief Executive Officer, the Chief Operating Officer or the President to execute and deliver any documents necessary to implement such a settlement, including the execution and delivery of a settlement agreement, subject to final review and approval of all terms and documentation by Special Counsel and the Attorney General's Office.

MOTION TO APPROVE: Mr. Petrecca **SECOND:** Mr. Alagia **AYES:** 13
RESOLUTION ATTACHED AND MARKED EXHIBIT: 29

There being no further business, on a motion by Ms. Ferrara, and seconded by Mr. Imperatore, the meeting was adjourned at 11:40 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.



Erin Gold, Director, Governance & Communications
Assistant Secretary

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY

November 13, 2015

EXECUTIVE SESSION MINUTES

Members of the Authority present: Al Koepp, Chairman; Steve Petrecca representing Acting State Treasurer Ford M. Scudder; Colleen Kokas representing the Commissioner of the Department of Environmental Protection; Jeffrey Stoller representing Commissioner Hal Wirths of the Department of Labor and Workforce Development; Patrick Mullen representing Commissioner Richard Badolato of the Department of Banking and Insurance; Public Members: Joseph McNamara, Vice Chairman; Larry Downes, Charles Sarlo, Philip B. Alagia, Massiel Medina Ferrara, David Huber, and Harold Imperatore, Third Alternate Public Member; and Rodney Sadler, Non-Voting Member.

Members Present via conference call: Patrick Delle Cava, First Alternate Public Member.

Absent: Public Members Fred B. Dumont, and William J. Albanese, Sr., Second Alternate Public Member.

Also present: Melissa Orsen, Chief Executive Officer of the Authority; Timothy Lizura, President and Chief Operating Officer; Bette Renaud, and Kevin Mistry, Deputy Attorneys General; David Miller, Special Counsel; Michael Collins, Governor's Authorities' Unit; and staff.

SETTLEMENT OF FINRA ARBITRATION BETWEEN ANDREW P. SIDAMON-ERISTOFF, TREASURER OF THE STATE OF NEW JERSEY AND THE NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY VS. UBS FINANCIAL SERVICES, INC.

Chairman Koepp asked for a summary of the item before the board. DAG Kavin Mistry advised that Special Counsel David Miller would provide the summary and background.

Mr. Miller advised that during 2007-2008, the New Jersey Economic Development Authority issued auction rate securities to finance School Facilities Construction Program projects, Business Employment Incentive Program grants and the Southern New Jersey Light Rail Transit System. The EDA ARS were secured by a State Contract between the Authority and the Treasurer of the State of New Jersey, whereby the Treasurer agreed to make payments to the Authority equal to the amount of principal and interest on the EDA ARS, subject to annual appropriation by the New Jersey Legislature.

UBS Financial Services, Inc. was an underwriter on a portion of the EDA ARS. During late 2007-2008, the market for auction rate securities collapsed and auctions failed due to major financial institutions withdrawing support for the auction rate securities market, thereby causing the interest rate on auction rate securities, including the EDA ARS, to reset at punitive default interest rates. As a result of the failure of the auction rate securities market, the Authority was forced to refund or remarket the EDA ARS in 2008 to either fixed rate bonds or variable rate demand bonds with liquidity support provided by a bank letter of credit, at rates which were higher than if the Authority had issued such bonds at the time of original issuance of the EDA ARS or during 2007, once the underwriters were aware of the problems in the ARS market.

In connection with the original issuance of the EDA ARS, the Authority entered into interest rate swap agreements for the purpose of hedging the variable rate exposure and synthetically fixing the interest rate on the EDA ARS. The Authority has also terminated all of the Swaps entered into in connection with the EDA ARS. Underwriters of municipal bonds, including UBS, have been the target of various lawsuits and investigations concerning prior knowledge of such underwriters as to the true nature of the auction rate securities market.

On February 10, 2014, the Authority and the Treasurer filed a statement of claim with the Financial Industry Regulatory Authority ("FINRA") in a FINRA arbitration against a number of major financial institutions, including UBS, alleging violations of FINRA and Municipal Securities Rulemaking Board rules, negligent misrepresentation, breach of fiduciary duty, fraud, negligence, breach duty of good faith and fair dealing and unjust enrichment. Special counsel to the Authority and the Treasurer represent the Authority and the Treasurer in the FINRA Arbitration and participated, including with the Director of the Office of Public Finance as representative of the Treasurer, in a settlement mediation session and subsequent settlement negotiations with UBS. As a result of such settlement negotiations, the Treasurer approves settlement of the FINRA Arbitration with UBS and recommends that the Authority authorize and approve settlement of the FINRA Arbitration with UBS.

Chairman Koeppe asked if the Attorney General's Office was supportive of the settlement. Mr. Miller advised that the matter has been fully vetted by the Attorney General's Office and that the office approves.

DAG Bette Renaud asked if the settlement amount would remain confidential. Mr. Miller advised that settlement will become public when the need for confidentiality no longer exists.

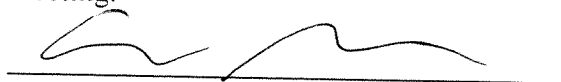
Mr. Miller stated that the Members were being requested to: (i) approve the adoption of the Resolution; and (ii) approve and authorize the Chief Executive Officer, the Chief Operating Officer or the President to execute and deliver any documents necessary to implement such a settlement, including the execution and delivery of a settlement agreement, subject to final review and approval of all terms and documentation by Special Counsel and the Attorney General's Office.

The Board agreed to return to public session to vote on the matter.

In conclusion, there being no further business, Chairman Koeppe asked for a motion to close the Executive Session and return to Public Session.

On a motion by Commissioner Mr. McNamara, seconded by Mr. Downes, the Board adjourned the Executive Session and opened the Public Meeting.

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.



Erin Gold, Director, Governance & Communications
Assistant Secretary