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Eric D. Brophy, Esq.
Executive Director

**MINUTES OF THE MEETING OF THE
NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
HELD AT 103 COLLEGE ROAD EAST, PRINCETON, NEW JERSEY
ON TUESDAY, MAY 28, 2019
ANNUAL MEETING**

The meeting was called to order at 10:08 a.m. by Chair Hodes. The New Jersey Educational Facilities Authority gave notice of the time, place and date of this meeting via fax and email on June 11, 2018, to The Star Ledger, The Times of Trenton and the Secretary of State and by posting the notice at the offices of the Authority in Princeton, New Jersey. Pursuant to the New Jersey Open Public Meetings Act, a resolution must be passed by the New Jersey Educational Facilities Authority in order to hold a session from which the public is excluded.

AUTHORITY MEMBERS PRESENT:

Joshua Hodes, Chair
Ridgeley Hutchinson, Vice Chair
Elizabeth Maher Muoio, State Treasurer, Treasurer (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis, Secretary of Higher Education

AUTHORITY MEMBERS ABSENT:

None

STAFF PRESENT:

Eric D. Brophy, Executive Director
Sheryl A. Stitt, Deputy Executive Director
Steven Nelson, Director of Project Management
Brian Sootkoos, Director of Finance-Controller
Ellen Yang, Director of Compliance Management
Zachary Barby, Communications/IT Coordinator
Rebecca Clark, Associate Project Manager
Matthew Curtis, Information Technology Manager
Carl MacDonald, Project Manager

Jamie O'Donnell, Senior Communications Manager
Sheila Toles, Exec. Asst./Human Resources Manager
Gary Vencius, Accounting Manager

ALSO PRESENT:

George Loeser, Esq., Deputy Attorney General
Craig Ambrose, Esq., Governor's Authorities Unit

ITEMS OF DISCUSSION

1. Approval of the Minutes of the Meeting of April 23, 2019

The minutes of the meeting of April 23, 2019 were hand delivered to Governor Philip Murphy under the date of April 24, 2019. Mr. Rodriguez moved that the minutes of the meeting be approved as presented; the motion was seconded by Mr. Hutchinson and passed unanimously.

2. Executive Director's Report

Mr. Brophy provided the Executive Director's report for informational purposes only.

Mr. Brophy reported that on April 29th the Authority hosted a P3 conference at Mercer County Community College with invited guests from New Jersey higher education institutions and their financial advisors. Panelists included experts in the P3 industry including bankers, P3 advisory firms, rating agencies and the Department of Treasury. He reported that the event was well attended and that staff had received a lot of positive feedback.

Mr. Brophy reported that on May 6th he attended a ground-breaking ceremony at Sussex County Community College for its new addition to its academic building. He reported that the 13,000 square foot addition would be built, in part, with \$3.12 million in grant funds received under the Building Our Future Bond Act.

Mr. Brophy reported that the Authority had been appointed to the College Affordability Working Group established by Governor Murphy and Secretary Smith Ellis in support of the State's Higher Education Master Plan. He reported that the Committee was one of five working groups that would focus on a discrete set of issues and would report findings by year-end. He explained that the findings would help inform and develop strategies to increase support for New Jersey students and achieve the State Plan's goal of 65% post-secondary attainment rate, which means a high-quality credential or degree by 2025.

Mr. Brophy reported that the Authority's Borrower Survey had been finalized and computed and received positive feedback. He reported that eleven institutions responded and that staff was working on plans for further outreach.

Mr. Brophy reported that an offer had been made to fill the Authority's posted intern position for the fall 2019 semester.

3. Report on Development of the State's Higher Education Master Plan by Secretary Zakiya Smith Ellis

Secretary Smith Ellis provided an overview of the State's Higher Education Master Plan and the detailed responsibilities of its various working groups.

4. Legislative Update

Ms. Stitt gave a legislative report that included bills that the Authority is monitoring in the current legislative session. She reported that the Authority is closely monitoring two companion bills, A-4535 and S-2958, which were released from Committee last week with amendments and were referred to the Assembly Appropriations Committee and Senate Budget and Appropriations Committee, respectively.

Ms. Stitt reported that the bills sought to establish the "Energy Infrastructure Public Private Partnership Act" and that under the provisions, private entities would be permitted to propose to government entities certain energy-related projects at government facilities through a public-private partnership (P3) agreement. The bills would also create an Energy P3 Unit situated within the New Jersey Economic Development Authority that would be responsible for the formulation and execution of a comprehensive statewide policy for P3 agreements that facilitate the development of energy-related projects and for the development, promotion, coordination, oversight, and approval of P3 agreements for energy-related projects. The Energy P3 Unit would be required to consult and coordinate with representatives of other State departments, agencies, boards, and authorities to accomplish the goals of the bill and facilitate P3 agreements.

Ms. Stitt reported that the bills prescribe competitive contracting procedures to govern energy-related project P3 agreements, including procurements and prevailing wage requirements for workers engaged in construction activities and other worker protections, and provides oversight authority to the Energy P3 Unit to protect the interests of participating governmental entities.

5. **Project Management Report**

Mr. Nelson reported that earlier this month, the Authority successfully closed two direct bank purchases for Caldwell University and William Paterson University, respectively. He reported that staff anticipated an additional direct bank purchase transaction in the third quarter.

6. **Resolution of Appreciation to Debra L. Paterson**

The Members were asked to consider the adoption of a resolution acknowledging and expressing appreciation to the Authority's Senior Compliance Manager, Debra Paterson for over 30 years of dedicated public service to the Authority, New Jersey higher education and the State of New Jersey.

Mr. Hutchinson moved the adoption of the following entitled resolution:

RESOLUTION OF APPRECIATION TO DEBRA L. PATERSON

The motion was seconded by Secretary Smith Ellis and passed unanimously.

The adopted resolution is appended as Exhibit I.

7. **Election of Officers for the Period Ending May 26, 2020**

Mr. Hodes requested the Members' nominations for Chair and officers for the period ending May 26, 2020.

Mr. Hutchinson moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY ELECTING OFFICERS FOR THE ANNUAL TERM AS
SPECIFIED IN THE AUTHORITY'S BY-LAWS

The motion was seconded by Mr. Feeney and passed unanimously.

The nominations and elected officers are indicated on the adopted resolution appended as Exhibit II.

8. **Resolution of the New Jersey Educational Facilities Authority Appointing Members to the Evaluation Committee**

Mr. Brophy reported that the Authority's By-Laws provide that the Evaluation Committee consists of three members of the Authority who are elected at the annual meeting and that members of the Evaluation Committee must meet the same standards of independence as Audit Committee members, which is set forth in Executive Order No. 122. He reported that based on their availability, willingness to serve and meeting the criteria, the resolution recommended the appointment of the State Treasurer (or his/her designee), Ridgeley Hutchinson

and Louis Rodriguez to serve on the Evaluation Committee and requested the Members' approval.

Mr. Rodriguez moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPOINTING MEMBERS TO THE EVALUATION
COMMITTEE

The motion was seconded by Mr. Hutchinson and passed unanimously.

The adopted resolution is appended as Exhibit III.

9. **Resolution of the New Jersey Educational Facilities Authority Appointing Members to the Audit Committee**

Mr. Brophy reported that the Authority's By-laws provide that the Audit Committee shall consist of three members, the State Treasurer, the Authority's Treasurer and a member of the Authority with significant financial experience. He explained that since the State Treasurer and the Authority's Treasurer are one in the same person, the By-laws require the Chair to seek an additional nomination from the State Treasurer to the Committee so that there will be three members. Mr. Brophy reported that through the Chair, the Authority would seek a nomination from the State Treasurer and a resolution acknowledging and accepting the Treasurer's designation of a third representative to the Audit Committee would be presented to the Members at the June meeting.

Mr. Brophy reported that based on availability, willingness to serve and background, the resolution recommended the appointment of Ridgeley Hutchinson to serve as a member with significant financial experience in accordance with Executive Order No. 122.

Mr. Feeney moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPOINTING MEMBERS TO THE AUDIT COMMITTEE

The motion was seconded by Mr. Rodriguez and passed unanimously.

The adopted resolution is appended as Exhibit IV.

10. **Resolution of the New Jersey Educational Facilities Authority for the Adoption of Annual Notice of Meetings**

In compliance with the Open Public Meetings Law, Mr. Hodes requested the Members' approval of the annual notice of meetings for the period June 27, 2019 through May 26, 2020. In accordance with the By-laws of the Authority, the meeting dates are generally the fourth Tuesday of the month with the exception of the June 2019, July 2019 and December 2020 meetings. The meetings are

scheduled to begin at 10:00 a.m. at the Authority offices. He advised that in the event there are changes in time, date or location, the Members would receive a formal notice and that the notices would also be posted on the Authority's website and published in *The Star Ledger* and *The Times of Trenton*.

Mr. Hutchinson moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY FOR THE ADOPTION OF THE ANNUAL NOTICE OF
MEETINGS

The motion was seconded by Secretary Smith Ellis and passed unanimously.

The adopted resolution is appended as Exhibit V.

11. **Resolution of the New Jersey Educational Facilities Authority Approving Election to Participate in Settlement and Authorizing Execution of Release and Claim Form**

Ms. Yang reported that the Authority received a notice that 42 State Attorneys General, including the Attorney General for the State of New Jersey, entered into an out-of-court settlement agreement with Citibank to resolve allegations that the bank engaged in violations of state and federal antitrust laws, unfair and deceptive acts and practices laws, false claims statutes, commodities and securities laws and fraud statutes.

Ms. Yang reported that the Authority had been identified as an eligible counterparty by the State Attorneys General based on two U.S. Dollar Libor Benchmark Interest Rate Financial Instruments that the Authority transacted with Citibank during the relevant time period from January 1, 2007 to December 31, 2010.

Ms. Yang reported that in order to receive payment pursuant to the settlement, the Authority would need to execute an Election to Participate, Release and Claim Form by July 9, 2019. She reported that the resolution would approve the election to participate in the settlement and would authorize the execution of a release, and any and all other necessary documents, including but not limited to future releases pertaining to the settlement.

Mr. Hutchinson moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL
FACILITIES AUTHORITY APPROVING ELECTION TO
PARTICIPATE IN SETTLEMENT AND AUTHORIZING
EXECUTION OF RELEASE AND CLAIM FORM

The motion was seconded by Secretary Smith Ellis and passed unanimously.

The adopted resolution is appended as Exhibit VI.

12. **Resolution of the New Jersey Educational Facilities Authority Approving the Appointment of an Insurance Broker and Authorizing Procurement of Insurance Coverage**

Mr. Sootkoos reported that staff had distributed an RFQ/RFP for insurance proposals to 21 brokers, posted it on the Authority's and State's websites, and advertised in *The Times of Trenton* and *The Star Ledger*. He reported that three responses were received, reviewed and deemed qualified to participate in the request for insurance proposals. Two qualified responding brokers submitted a response to the RFP to serve as the Authority's Insurance Broker, which included insurance carrier recommendations for their respective assigned market.

Mr. Sootkoos reported that an Evaluation Committee was formed which consisted of the Authority's Director of Finance/Controller and Accounting Manager. The Evaluation Committee reviewed and evaluated the responses based on the required components of the proposal and determined it would be in the best interests of the Authority to re-appoint Willis of New Jersey, Inc. as the Authority's Insurance Broker for a term of three years commencing on July 1, 2019 through and including June 30, 2022, with the option to renew the appointment for two additional, successive periods of one year each at the Authority's sole discretion; and to accept the broker's recommendations for renewal of insurance coverage for the Authority for the period commencing on July 1, 2019 through and including June 30, 2020.

Mr. Sootkoos invited Robert English, Senior Vice President of Willis Towers Watson to answer any questions. Mr. English thanked the Authority for the opportunity to continue to serve as its insurance broker.

Mr. Rodriguez moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPROVING THE APPOINTMENT OF AN
INSURANCE BROKER AND AUTHORIZING PROCUREMENT OF
INSURANCE COVERAGE

The motion was seconded by Mr. Hutchinson and passed unanimously.

The adopted resolution is appended as Exhibit VII.

13. **Resolution of the New Jersey Educational Facilities Authority Approving the Appointment of an Investment Advisor**

Mr. Sootkoos reported that the Authority distributed an RFP for Investment Advisory Services to a distribution list of nine firms and posted the RFP on the websites of the Authority and the State of New Jersey and advertised in *The Bond Buyer*. He reported that the Authority sought proposals from qualified vendors to invest Authority bond and operating funds and other post-employment benefit trust funds and received one response to the RFP.

Mr. Sootkoos reported that the Authority formed an evaluation committee consisting of the Authority's Director of Finance/Controller, Assistant Controller and Associate Project Manager and reviewed the response on the basis of factors outlined in Executive Orders No. 26 and 37, and determined that it would be in the best interests of the Authority to appoint PFM Asset Management as the Authority's investment advisor for a period of 24 months, commencing on the effective date of the resolution, with two additional and successive periods of 12 months each at the discretion of the Authority.

Mr. Sootkoos invited Stephen Faber, Managing Director of PFM Asset Management to answer any questions. Mr. Faber thanked the Members and Authority staff for the opportunity to serve as investment advisor.

Mr. Hutchinson moved the adoption of the following entitled resolution:

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPROVING THE APPOINTMENT OF AN
INVESTMENT ADVISOR

The motion was seconded by Mr. Feeney and passed unanimously.

The adopted resolution is appended as Exhibit VIII.

14. Report on Operating and Construction Fund Statements and Disbursements

Mr. Sootkoos reviewed the Results of Operations and Budget Variance Analysis and reported on the status of construction funds and related investments for April 30, 2019.

Mr. Hutchinson moved that the reports be accepted as presented; the motion was seconded by Mr. Rodriguez and passed unanimously.

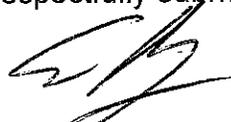
The reports are appended as Exhibit IX.

15. Next Meeting Date

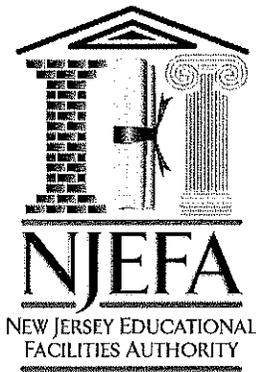
Mr. Hodes reminded everyone that the next meeting was scheduled for Thursday, June 27th at 10:00 a.m. at the Authority offices and requested a motion to adjourn.

Secretary Smith Ellis moved that the meeting be adjourned at 10:51 a.m. The motion was seconded by Mr. Hutchinson and passed unanimously.

Respectfully submitted,



Eric D. Brophy
Secretary



RESOLUTION OF APPRECIATION

TO

DEBRA L. PATERSON

WHEREAS, on July 1, 1985, Debra L. Paterson began her career with the New Jersey Educational Facilities Authority (the "Authority"); and

WHEREAS, for more than 3 decades, Ms. Paterson served the Authority and its clients with dedication and commitment, fulfilling her responsibilities with the utmost professionalism and ability; earning her the distinction of the longest serving staff member in the Authority's history, and the only staff member to have served under every Executive Director of the Authority; and

WHEREAS, Ms. Paterson served in several positions throughout her career at the Authority, including most recently as Senior Compliance Manager where she had responsibility for assisting in the coordination of legal matters, managing real estate inventory and issues pertaining to bond financings, reviewing transaction documents, and assisting the colleges and universities with their post-issuance tax compliance matters, among others; and

WHEREAS, during the entirety of her service, Ms. Paterson acquired unparalleled institutional knowledge of Authority activity as well as client financings that was greatly valued by Authority members, staff, clients and public finance professionals alike and will be sorely missed;

WHEREAS, on April 12, 2019 Ms. Paterson notified the Authority of her intention to retire effective May 1, 2019;

WHEREAS, Authority Members and staff wish to acknowledge the outstanding contributions that Ms. Paterson has made to the Authority and to extend their appreciation for her professional commitment, dedication and service throughout her tenure.

NOW, THEREFORE, BE IT RESOLVED, that the Members express their sincere appreciation to Ms. Paterson for her many and significant contributions to the Authority, New Jersey higher education, and the State of New Jersey.

BE IT FURTHER RESOLVED, that on behalf of Authority staff and the Board, the Members wish Ms. Paterson a long and happy retirement.

BE IT FURTHER RESOLVED, that a copy of this Resolution of Appreciation be given to Ms. Paterson in tribute to her service to the New Jersey Educational Facilities Authority, New Jersey higher education institutions, and the State of New Jersey.

____ Mr. Hutchinson ____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by ____ Ms. Smith Ellis __ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
ELECTING OFFICERS FOR THE ANNUAL TERM AS SPECIFIED IN THE
AUTHORITY'S BY-LAWS**

Adopted: May 28, 2019

WHEREAS, the By-Laws of the Authority provide for the annual election by the Authority of a Chair, Vice-Chair, Treasurer, Secretary, Assistant Secretaries and other Officers; and

WHEREAS, the nominations for the Officers were as follows:

Mr. Hutchinson	Nominated	Joshua E. Hodes as Chair
Mr. Hodes	Nominated	Ridgeley Hutchinson as Vice-Chair
Mr. Rodriguez	Nominated	Elizabeth Maher Muoio as Treasurer
Mr. Hodes	Nominated	Eric D. Brophy as Secretary
Mr. Hutchinson	Nominated	Sheryl A. Stitt as Assistant Secretary
Mr. Hutchinson	Nominated	Steven P. Nelson as Assistant Secretary
Mr. Hutchinson	Nominated	Ellen L. Yang as Assistant Secretary
Mr. Rodriguez	Nominated	Brian Sootkoos as Assistant Treasurer

NOW, THEREFORE, BE IT RESOLVED, that the Authority elects the following individuals to serve in the capacities of Chair, Vice-Chair, Treasurer, Secretary, Assistant Treasurer and Assistant Secretaries for the annual term as specified in the Authority's By-Laws:

Joshua Hodes - Chair	Sheryl A. Stitt – Assistant Secretary
Ridgeley Hutchinson - Vice-Chair	Steven P. Nelson - Assistant Secretary
Elizabeth Maher Muoio - Treasurer	Ellen L. Yang - Assistant Secretary
Eric D. Brophy - Secretary	Brian Sootkoos - Assistant Treasurer

SECTION 1. In the event that the Election of Officers is not held prior to the Authority's next Annual Meeting on or about May 26, 2020, the Officers shall continue to serve in such capacity until their successors are elected.

SECTION 2. This resolution shall take effect in accordance with the Act.

____ Mr. Hutchinson ____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by ____ Mr. Feeney __ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPOINTING MEMBERS TO THE EVALUATION
COMMITTEE**

Adopted: May 28, 2019

- WHEREAS:** The Evaluation Committee has been established pursuant to Article III, Section 12 of the By-Laws (the "By-Laws") of the New Jersey Educational Facilities Authority (the "Authority") and in accordance with Executive Order No. 122 (McGreevey) ("EO 122"); and
- WHEREAS:** The By-Laws provide that the Evaluation Committee shall consist of three members of the Authority elected at the annual meeting of the members of the Authority or as soon as practicable thereafter; and
- WHEREAS:** The By-Laws further provide that the members of the Evaluation Committee must meet the same standards of independence as are set forth in EO 122 for members of the Audit Committee, that members of the Audit Committee may also serve on the Evaluation Committee, and that the Evaluation Committee shall have the responsibility to conduct the solicitation and evaluation of eligible independent auditors, and to provide a recommendation to the Audit Committee, all in accordance with EO 122; and
- WHEREAS:** The State Treasurer, Ridgeley Hutchinson and Louis Rodriguez are members of the Authority each of whom is willing to serve on the Evaluation Committee and each of whom meets the criteria of Executive Order No. 122.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY
EDUCATIONAL FACILITIES AUTHORITY, AS FOLLOWS:**

- Section 1.** The members of the Authority hereby elect the State Treasurer, Ridgeley Hutchinson and Louis Rodriguez to serve on the Evaluation Committee in accordance with Article III, Section 12 of the By-Laws and Executive Order No. 122.
- Section 2.** This Resolution supersedes all prior resolutions to the extent inconsistent herewith and with the By-Laws and shall take effect in accordance with the provisions of the Act.

____ Mr. Rodriguez ____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by ____ Mr. Hutchinson __ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPOINTING MEMBERS TO THE AUDIT COMMITTEE**

Adopted: May 28, 2019

- WHEREAS:** Pursuant to Article III, Section 12 of the By-Laws (the “By-Laws”) of the New Jersey Educational Facilities Authority (the “Authority”) and in accordance with Executive Order No. 122 (McGreevey) (“EO 122”), the Authority shall have a standing Audit Committee; and
- WHEREAS:** The By-Laws provide that the Audit Committee shall consist of: (i) the Treasurer of the State of New Jersey (the “State Treasurer”); (ii) the Treasurer of the Authority (the “Authority Treasurer”), but only if said Authority Treasurer is a member of the Authority, and if the Authority Treasurer is not a member of the Authority, then the Chair; and (iii) a member of the Authority with significant financial experience, elected at the Annual Meeting of the members of the Authority or as soon thereafter as practicable; and
- WHEREAS:** Pursuant to Article III, Section 12 of the By-Laws, the State Treasurer is a member of the Audit Committee as a member of the Authority *ex officio*; and
- WHEREAS:** Pursuant to Article III, Section 12 of the By-Laws, Ridgeley Hutchinson meets the qualifications to serve as a member of the Audit Committee as a member of the Authority with significant financial experience; and.
- WHEREAS:** Pursuant to Article III, Section 12 of the By-Laws, since the Authority Treasurer is also a member of the Authority *ex officio*, the Chair shall seek an additional nomination from the State Treasurer; and
- WHEREAS:** At the next meeting of the Authority, the members of the Authority shall elect a sufficient number of persons to fill any and all vacancies of the Audit Committee.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY, AS FOLLOWS:

- Section 1.** The members of the Authority hereby elect Ridgeley Hutchinson to serve on the Audit Committee in accordance with Article III, Section 12 of the By-Laws and Executive Order No. 122.
- Section 2.** This Resolution supersedes all prior resolutions to the extent inconsistent herewith and with the By-Laws and shall take effect in accordance with the provisions of the Act.

_____ Mr. Feeney _____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by _____ Mr. Rodriguez _____ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
FOR THE ADOPTION OF ANNUAL NOTICE OF MEETINGS**

Adopted: May 28, 2019

WHEREAS: The New Jersey Educational Facilities Authority (the "Authority") desires to adopt an annual notice of meetings consistent with the requirements of the "Open Public Meetings Law", N.J.S.A. 10:4-1 et seq.; and

WHEREAS: The adoption of regular meetings will enable the Authority to comply with the provisions of N.J.S.A. 10:4-18 which outlines requirements for dissemination of the notice of schedule adoption to the general public for inspection; and

WHEREAS: The Authority has determined that all notices for any regular, special or emergency meeting of the Authority be published in the *Star Ledger* and the *Times of Trenton*.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY AS FOLLOWS:

SECTION 1. The Authority hereby adopts the following schedule of meetings for the period June 27, 2019 through May 26, 2020.

SECTION 2. The Authority announces that it will, in accordance with the "Open Public Meetings Law," N.J.S.A. 10:4-1 et seq., hold regular meetings open to the public for the period June 27, 2019 through May 26, 2020, on the following specific dates:

June 27, 2019	December 17, 2019
July 30, 2019	January 28, 2020
August 27, 2019	February 25, 2020
September 24, 2019	March 24, 2020
October 22, 2019	April 28, 2020
November 26, 2019	May 26, 2020

Unless otherwise provided, meetings will be held at 10:00 am at the offices of the New Jersey Educational Facilities Authority, 103 College Road East, Princeton, New Jersey.

SECTION 3. In accordance with the By-Laws, the Authority may conduct a special meeting of the members consistent with the provisions of N.J.S.A. 10:4-9.

SECTION 4. This Resolution shall take effect in accordance with the Act.

_____ Mr. Hutchinson _____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by _____ Ms. Smith Ellis _____ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeñey)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
APPROVING ELECTION TO PARTICIPATE IN SETTLEMENT AND AUTHORIZING
EXECUTION OF RELEASE AND CLAIM FORM**

Adopted: May 28, 2019

- WHEREAS:** The New Jersey Educational Facilities Authority (the "Authority") was created pursuant to the New Jersey Educational Facilities Authority Law, L. 1967, c. 271, N.J.S.A. 18A:72A-1 et seq., as amended and supplemented (the "Act") and authorized to issue its obligations to provide a means for New Jersey public and private colleges and universities to obtain financing to construct educational facilities as defined in the Act; and
- WHEREAS:** Forty-two State Attorneys General, including the Attorney General for the State of New Jersey, entered into an out-of-court settlement agreement (the "Settlement Agreement") with Citibank, N.A. ("Citibank") to resolve allegations that Citibank engaged in violations of state and federal antitrust laws, unfair and deceptive acts and practices laws, false claims statutes, commodities and securities laws, and fraud statutes; and
- WHEREAS:** The Authority received notice (the "Notice") that it has been identified as an eligible counterparty, and may elect to participate in the Settlement; and
- WHEREAS:** An "Eligible Counterparty", as defined in the Settlement Agreement is a Benchmark Interest Rate Financial Instrument Counterparty that engaged in a transaction involving one or more Benchmark Interest Rate Financial Instruments with Citibank or any of its parents, subsidiaries, affiliates or agents, and that the Attorneys General have determined is eligible for compensation as a result of the Relevant Conduct; and
- WHEREAS:** "Relevant Conduct", as described in the Settlement Agreement, involves Citibank's alleged misrepresentation of the integrity of the U.S. Dollar LIBOR benchmark interest rate, from 2007 to 2010, and Citibank's alleged failure to disclose this to certain of its counterparties;
- WHEREAS:** The Attorneys General believe that two U.S. Dollar Libor Benchmark Interest Rate Financial Instruments that the Authority transacted with Citibank, were impacted by the Relevant Conduct outlined in the Settlement Agreement; and
- WHEREAS:** To receive payment pursuant to the Settlement, the Authority must execute an Election to Participate, Release and Claim Form (the "Release", attached hereto as **EXHIBIT A**), by July 9, 2019, to give up its right to sue Citibank for certain claims arising out of the Relevant Conduct during the period of January 1, 2007 through December 31, 2010; however, execution of such Release shall not

preclude participation in related and pending class action suits, such as In re LIBOR-Based Financial Instruments Antitrust Litigation, MDL No. 11-MD-2262 (NRB), where a final or preliminary class action settlement was approved by the court on or before June 13, 2018.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY THAT:

- SECTION 1.** The Members of the Authority approve the election to be a Participating Counterparty under the Settlement Agreement.
- SECTION 2.** The Executive Director, the Deputy Executive Director, the Director of Finance/Controller, and the Director of Compliance Management, including any serving in an interim or acting capacity (each an "Authorized Officer"), are hereby authorized to execute and file a Release pertaining to the Settlement Agreement, and any other documents, including but not limited to future Releases pertaining to the Settlement, as deemed necessary. Any Assistant Secretary is hereby authorized to attest to any required documents in the form executed by an Authorized Officer.
- SECTION 3.** Each Authorized Officer is hereby authorized to take and perform any and all such actions as may be deemed necessary or desirable in connection with implementation of this Resolution.
- SECTION 4.** This Resolution shall take effect in accordance with the Act.

____ Mr. Hutchinson ____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by ____ Ms. Smith Ellis __ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.



61689584

Citibank LIBOR AG Settlement
c/o A.B. Data, Ltd.
P.O. Box 173070
Milwaukee, WI 53217

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
Ellen Yang, Dir of Compliance Management
103 COLLEGE ROAD EAST, 2ND FLOOR
PRINCETON, NJ 08540

YOUR SUBMISSION MUST BE POSTMARKED NO LATER THAN JULY 9, 2019

ELECTION TO PARTICIPATE, RELEASE AND CLAIM FORM BY PARTICIPATING COUNTERPARTY

This release executed this ____ day of _____, 2019, by the Releasor (as defined below) in favor of the Releasee (as defined below).

DEFINITIONS

1. "Releasor" shall mean NEW JERSEY ED FACILITIES AUTH and any of its divisions, affiliates, subsidiaries, groups, associates, general or limited partners or partnerships, predecessors, successors or assigns, including, without limitation, any of their respective present officers, trustees, employees, agents, attorneys, representatives and shareholders, affiliates, associates, general or limited partners or partnerships, heirs, executors, administrators, predecessors, successors, assigns or insurers acting on behalf of Releasor.
2. "Releasee" shall mean Citi and any and all of its parents, subsidiaries, divisions, groups, affiliates and partnerships, and any of their respective current or former officers, directors, employees and agents (collectively, "Citi").
3. "Relevant Conduct" shall mean the conduct set forth in the Allegations in the Settlement Agreement.
4. "Benchmark Interest Rate Financial Instrument" shall mean any and all financial instruments or transactions in which the interest rate, settlement amount, or any other payment term references LIBOR, including but not limited to interest rate swaps, forward rate agreements, futures, options, structured products, auction rate securities, collateralized debt obligations, fixed income instruments, floating rate notes, mortgage-backed securities, and variable rate bonds.
5. "IBOR" shall mean the Japanese Yen London Interbank Offered Rate ("Yen LIBOR"), Euroyen Tokyo Interbank Offered Rate ("Euroyen TIBOR"), Euro Interbank Offered Rate ("Euribor"), and/or Singapore Offered Interbank Rate ("SIBOR").
6. "Euribor-Related Claims" shall mean all claims that have been or could be asserted in *Sullivan et al. v. Barclays PLC et al.*, No. 13-cv-2811 (S.D.N.Y.).
7. "Yen LIBOR/Euroyen TIBOR-Related Claims" shall mean all claims that have been or could be asserted in *Laydon v. Mizuho Bank, Ltd. et al.*, No. 12-cv-3419 (S.D.N.Y.), and/or *Sonterra Capital Master Fund Ltd. et al. v. UBS AG et al.*, No. 15-cv-05844 (S.D.N.Y.).
8. "SIBOR-Related Claims" shall mean all claims that have been or could be asserted in *FrontPoint Asian Event Driven Fund, L.P., et al. v. Citibank, N.A., et al.*, No. 16-cv-05263 (S.D.N.Y.).

9. "USD LIBOR-Related Claims" shall mean all claims that have been or could be asserted as part of the multidistrict litigation *In re LIBOR-Based Fin. Instruments Antitrust Litig.*, No. 11-md-2262 (S.D.N.Y.).
10. "Settlement Agreement" shall mean the Settlement Agreement by and between Citi and the Attorneys General of the States and Commonwealths of Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Missouri, Montana, Nebraska, Nevada, New Jersey, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, Tennessee, Utah, Virginia, Washington, West Virginia, Wisconsin, and of all other states, territories and commonwealths who join the Settlement Agreement as provided for therein, dated June 13, 2018.
11. "Effective Date" shall mean the Effective Date of the Settlement Agreement.

RELEASE

12. In consideration of the receipt by Releasor of a restitution payment of \$ 666,171.15 in connection with one or more Benchmark Interest Rate Financial Instruments, payment of which is made by Citi in accordance with the terms of the Settlement Agreement, Releasor hereby releases Releasee from all civil claims, counterclaims, cross-claims, setoffs, civil causes of action of any type (whether common law, equitable, statutory, regulatory or administrative, class, individual or otherwise in nature, and whether reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured) and claims for damages, restitution, disgorgement, or rescission, and liabilities of any nature, including, but not limited to, costs, fines, debts, expenses, penalties and attorneys' fees, known or unknown, that it has against the Releasee, arising out of the Relevant Conduct or any alleged misconduct with respect to other IBORs during the period of January 1, 2007 through December 31, 2010, including, but not limited to, any and all claims that have been or could be asserted in (a) any action that has been transferred to the U.S. District Court for the Southern District of New York for coordination or consolidation in *In re LIBOR-Based Financial Instruments Antitrust Litigation* (No. 11-md-2262); *Laydon v. Mizuho Bank, Ltd. et al.* (No. 12-cv-3419); *Sonterra Capital Master Fund Ltd. et al. v. UBS AG et al.* (No. 15-cv-05844); *Sullivan et al. v. Barclays PLC et al.* (No. 13-cv-2811); or *FrontPoint Asian Event Driven Fund, L.P., et al. v. Citibank, N.A., et al.*, No. 16-cv-05263 (S.D.N.Y.); (b) any action that is subsequently transferred to the U.S. District Court for the Southern District of New York for coordination with or consolidation in any of the actions set forth in subsection (a) of this paragraph; or (c) any other action wherever filed that asserts claims based on the Relevant Conduct.
13. Notwithstanding that the release described in Paragraph 12 above operates to extinguish any and all claims arising out of the Relevant Conduct or any alleged misconduct with respect to other IBORs during the period of January 1, 2007 through December 31, 2010, including, but not limited to, all Euribor-Related Claims, all Yen LIBOR/Euroyen TIBOR-Related Claims, all USD LIBOR-Related Claims, and all SIBOR-Related Claims, the Releasee hereby agrees that, if the Releasor is a member of any settlement class set forth in a class action settlement agreement between Citi (including any affiliate of Citi) and plaintiffs in any of the actions enumerated in Paragraph 12(a) above that receives from the court with jurisdiction over the action either preliminary approval or final approval before the Effective Date (a "Class Settlement"), the release set forth in Paragraph 12 above shall not prohibit the Releasor from making a claim to participate in the settlement fund established by that Class Settlement. For the avoidance of doubt, this paragraph shall not apply to any Releasor that opts out of any Class Settlement; should any Releasor opt out of any Class Settlement, the release described in Paragraph 12 shall be given full effect, which will extinguish the Releasor's claims relating to the Relevant Conduct, including those claims that were or could have been asserted in the action(s) to which the Class Settlement relates. Similarly, and also for avoidance of doubt, if a Class Settlement does not receive final approval from the court with jurisdiction over the action(s), the release described in Paragraph 12 shall be given full effect, which will extinguish all Releasors' claims relating to the Relevant Conduct, including those claims that were or could have been asserted in the action(s) to which the Class Settlement relates.
14. The Releasor intends by this Release to settle with and release only Releasee and does not intend this Release to extend to, to release or otherwise to affect in any way any rights that the Releasor has or may have against any other party or entity whatsoever, other than Releasee.
15. The Releasor hereby waives any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law or foreign law, which is similar, comparable, or equivalent to California Civil Code Section 1542, which provides: "A GENERAL RELEASE DOES NOT EXTEND

TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR." This provision shall not be deemed to turn a specific release into a general release.

- 16. The Releasor represents and warrants that the released claims have not been sold, assigned or hypothecated, in whole or in part.
- 17. The Releasor and Releasee understand and agree that this agreement and any disputes arising out of this agreement shall be governed by the laws of the State of New York without regard to its conflict of laws principles.

The Releasor and Releasee understand and agree that this agreement and any disputes arising out of this agreement shall be governed by the laws of the State of New York without regard to its conflict of laws principles.

By signing below, I am confirming that: (1) I have authority to act on behalf of the Eligible Counterparty; and (2) the Eligible Counterparty was the counterparty to each of the Benchmark Interest Rate Financial Instruments listed in Attachment A.

Print of Type Name of Counterparty

Signature

Date

(Print your name here)

Title and Capacity of Person Signing

Address

City

State

Zip Code

Telephone Number

Email Address

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL
FACILITIES AUTHORITY APPROVING THE APPOINTMENT OF
AN INSURANCE BROKER AND AUTHORIZING PROCUREMENT OF
INSURANCE COVERAGE**

Adopted: May 28, 2019

WHEREAS: The New Jersey Educational Facilities Authority (the "Authority") was duly created and now exists under the New Jersey Educational Facilities Authority Law, Public Laws of 1967, Chapter 271, *N.J.S.A.* 18A:72A-1 et seq., as amended and supplemented (the "Act") for the purpose of issuing its obligations to obtain funds to finance eligible educational facilities as such may be required for the purposes of public and private institutions of higher education, private colleges and public libraries, and to sell such obligations at public or private sale at a price or prices and in a manner as the Authority shall determine; and

WHEREAS: In order to fulfill its contractual obligations and in order to operate in a prudent business manner, the Authority is required to carry property insurance, liability insurance, automobile insurance, workers compensation and directors and officer's liability insurance; and

WHEREAS: The term of appointment for the Authority's current insurance broker and the Authority's current insurance policies expire concurrently on June 30, 2019; and

WHEREAS: The Authority has determined it is advisable to appoint a successor insurance broker for a term of three (3) years commencing on July 1, 2019 through and including June 30, 2022 with two (2) optional one-year renewals; and

WHEREAS: In accordance with Executive Order No. 26 (Whitman 1994) ("EO 26) and Executive Order 37 (Corzine 2006) ("EO 37), the staff of the Authority distributed a Request for Qualifications/Request for Proposals ("RFQ/RFP") dated March 8, 2019 (which is attached hereto and made a part hereof as **EXHIBIT A**) to twenty-one (21) firms, posted the RFQ/RFP on the Authority's and State's websites, and advertised the solicitation in the *Trenton Times* and the *Star Ledger*; and

WHEREAS: The Authority received RFQ responses (the "Qualification Responses") from three (3) firms (the "Responding Firms"); and

WHEREAS: The Authority staff reviewed the Qualification Responses and, based on satisfaction of legal conditions to qualification, experience and other factors, assigned individual "markets" to each of the Responding Firms, where a "market" consists of an assigned group of insurance companies from which each of the Responding Firms is to seek quotes for the specific line of insurance required by the Authority; and

WHEREAS: Two (2) of the Responding Firms thereafter submitted a response to the RFP (the "RFP Responses") to serve as the Authority's Insurance Broker, which RFP Responses included insurance carrier recommendations for their respective assigned markets; and

WHEREAS: The Authority staff reviewed and evaluated the RFP Responses based upon the criteria set forth in the RFP, including the minimum requirements and selection criteria; and in accordance with Executive Order No. 122 (McGreevey) ("EO 122") has determined that it would be in the best interest of the Authority to (i) appoint Willis of New Jersey, Inc. (the "Firm") as the Authority's Insurance Broker for a term of three (3) years commencing on July 1, 2019 through and including June 30, 2022, with the option to renew the appointment for two (2) additional, successive periods of one-year each at the Authority's sole discretion; and (ii) accept the Firm's recommendations for renewal of insurance coverage for the Authority for the period commencing on July 1, 2019 through and including June 30, 2020, under the terms and conditions as set forth in this Resolution, the RFQ/RFP, and the Firm's RFP Response (attached hereto and made a part hereof as **EXHIBIT B**).

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY THAT:

SECTION 1. The Authority hereby appoints Willis of New Jersey, Inc. to serve as the Authority's Insurance Broker for a term of three (3) years commencing on July 1, 2019 through and including June 30, 2022, with the option to renew the appointment for two (2) additional, successive periods of one-year each, under the terms and conditions as set forth in this Resolution, the RFQ/RFP and the Firm's Response.

SECTION 2. The Authority hereby authorizes procurement of insurance coverage as quoted and recommended by the Firm for the period commencing July 1, 2019 through and including June 30, 2020 from the insurance carriers, for

the respective lines of insurance coverage and on the terms and conditions summarized in **EXHIBIT B** attached hereto.

SECTION 3. The Authority hereby authorizes the Executive Director, the Deputy Executive Director and/or the Director of Finance, including any of the foregoing authorized officers serving in an interim or acting capacity, to take and do any and all acts and things as may be necessary or desirable in connection with implementation of this Resolution, including without limitation, executing agreements.

SECTION 4. This Resolution shall take effect in accordance with the Act.

___ Mr. Rodriguez ___ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by ___ Mr. Hutchinson ___ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

RENEWAL TERM SHEET – GENERAL INSURANCE

For the Period 7/1/19 to 7/1/20

COVERAGE:

General Liability:	\$ 1,000,000 per Occurrence, no retention
1 st Umbrella	\$10,000,000 per Occurrence
2 nd Umbrella	\$15,000,000 per Occurrence
E. F. A. Property	\$ 610,000 subject to \$5,000 Deductible
Property Legal Liability	\$ 1,000,000
Automobile	\$ 1,000,000 per Accident, no deductible
Workers Compensation	NJ Statutory Limits (\$1,000,000 per Accident Employers Liability)

	<u>Expiring Policies</u>	<u>Proposed Renewal</u>
Term:	7/1/18 – 7/1/19	7/1/19 – 7/1/20
Carrier:	American Alternative / Navigators / Hartford	American Alternative / Navigators / Hartford
AM Best Ratings:	A+ XV / A XI / A XV	A+ XV / A XI / A XV
Premiums:	\$103,080	\$ 92,102
NJ PLIGA:	\$ 596	\$ 582
Policy Fees:	Waived	Waived

MARKETING EFFORT AND RESPONSES:

<u>Carrier</u>	<u>Response</u>
American Alternative	Provided Cover Quote of \$72,538
Hartford	WC Cover Quote of \$3,517
Navigators	Provided 2 nd Umbrella Cover Quote of \$16,629

<u>Premiums</u>	<u>2018-19</u>	<u>2019-20</u>
Automobile	\$ 415	\$ 415
General Liability	\$ 66,223	\$ 59,068
Property/Computers/Crime	\$ 2,198	\$ 2,198
1 st Umbrella	\$ 13,446	\$ 10,424
2 nd Umbrella	\$ 16,995	\$ 16,480
Workers Compensation	\$ 3,803	\$ 3,517 (Payroll estimate- \$1,365,280)
NJ PLIGA	\$ 596	\$ 582
Policy Fees	<u>\$Waived</u>	<u>\$Waived</u>
TOTAL	\$ 103,676	\$92,684

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

RENEWAL TERM SHEET – DIRECTORS & OFFICERS

For the Period 7/1/19 – 7/1/20

COVERAGE:

Limit: \$7,000,000 per Occurrence and Aggregate
Retention: Zero Non-Indemnifiable Loss
\$50,000 with Authority Reimbursement

	<u>Expiring Policy</u>	<u>Proposed Renewal</u>
Term:	7/1/18 – 7/1/19	7/1/19 – 7/1/20
Carrier:	RSUI	RSUI
AM Best Rating:	A+XIII	A+XIV
Premium:	\$25,300	\$25,350
NJ PLIGA	\$ 152	\$ 152
Policy Fee	<u>\$ Waived</u>	<u>\$ Waived</u>
TOTAL	\$25,502	\$25,502

EXCESS D&O

	<u>Expiring Policy</u>	<u>Proposed Renewal</u>
Term:	7/1/18 – 7/1/19	7/1/19 – 7/1/20
Carrier:	QBE	QBE
Limits:	\$7M xs \$7M (RSUI)	\$7M xs \$7M (RSUI)
AM Best Rating:	AXIV	AXIV
Premium:	\$20,000	\$20,000
NJ PLIGA	\$ 120	\$ 120
Policy Fee	<u>\$Waived</u>	<u>\$Waived</u>
TOTAL	\$20,120	\$20,120

New Jersey Educational Facilities Authority

**REQUEST FOR BROKER QUALIFICATIONS (“RFQ”)
AND REQUEST FOR INSURANCE PROPOSALS (“RFP”)**



103 College Road East, 2nd Floor
Princeton, NJ 08540

Friday, March 8, 2019: RFQ / RFP Issue Date

Friday, March 22, 2019, 3:00 p.m. EDT: Broker Qualifications & Market Request Due

Monday, March 25, 2019 Authority Notifies Qualified Brokers of Market Assignments

Friday, May 3, 2019, 3:00 p.m. EDT: Broker's Complete Insurance Proposals Due

Tuesday, May 28, 2019 (on or about): Authority Makes Selection

Monday, July 1, 2019: All Insurance Coverage Effective

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

REQUEST FOR BROKER QUALIFICATIONS (“RFQ”) AND REQUEST FOR INURANCE PROPOSALS (“RFP”)

Issue Date: March 6, 2019

1.0 BACKGROUND OF THE AUTHORITY

The New Jersey Educational Facilities Authority (“NJEFA” or “Authority”), an independent and self-supporting state entity, was created as a public body corporate and politic of the State of New Jersey (the “State”) pursuant to the New Jersey Educational Facilities Authority Law (being Chapter 72A of Title 18A of the New Jersey Statutes, as amended and supplemented), *N.J.S.A. 18A:72A-1 et seq.* (the “Act”), to provide a means for New Jersey public and private colleges and universities of higher education (the “Institutions”) to construct educational facilities through the financial resources of a public authority empowered to sell tax-exempt and taxable bonds, notes and other obligations. NJEFA is New Jersey’s primary issuer of municipal bonds to finance and refinance the construction and development of academic facilities at the Institutions.

The Authority finances and refinances various types of projects for Institutions of higher education in New Jersey. Projects include, but are not limited to, the construction, renovation and acquisition of residential, academic, and research facilities; libraries; technology infrastructures; student life and athletic facilities; parking structures; energy and utilities-related projects; and refinancing of existing debt. The Authority also, from time to time, issues State-backed bonds to fund the State of New Jersey’s Higher Education Capital Grant Programs and public library facilities.

The obligations issued by the Authority are special and limited obligations of the Authority and are not a debt or liability of the State of New Jersey or of any political subdivision thereof other than the Authority and are not a pledge of the faith and credit of the State or of any such political subdivision thereof. The Authority has no taxing power. The obligations issued by the Authority are payable solely from amounts received by the Authority under the transaction documents and amounts on deposit in certain funds established under the transaction documents. The Authority’s State-backed bond programs for higher education and public library facilities provide that debt service will be paid by the State Treasurer pursuant to a contract between the Authority and the State Treasurer, subject to annual appropriation by the New Jersey State Legislature.

This solicitation of responses is being conducted pursuant to State laws, regulations and executive orders, specifically Executive Order No. 37 (Corzine, 2006) (“EO 37”), and the policies and procedures of the Authority with regard to procurement.

2.0 PURPOSE AND INTENT OF REQUEST FOR BROKER QUALIFICATIONS AND INSURANCE PROPOSALS

The Authority is seeking responses to the RFQ from qualified insurance brokers to serve as the Authority's insurance broker for a contract term of three (3) years with the option to renew for two (2) additional successive one (1) year periods at the Authority's discretion, and during such contract term, to market the Authority's insurance policies which constitute the Authority's insurance program. The Authority requires that the insurance companies providing coverage are financially sound and generally carry an A.M. Best rating of A- VII or better.

Following qualification by the Authority of insurance brokers pursuant to the RFQ, the Authority will then seek competitive bids to the RFP from qualified brokers to replace its insurance policies which constitute the Authority's insurance program, and which expire on **July 1, 2019**. The Authority's insurance program includes: General Liability, Umbrella Liability, Directors and Officers Liability, Employee Automobile, Worker's Compensation, Business Personal Property, and Electronic Data Processing Equipment. For specific details on the required coverage, please refer to the enclosed schedule of insurance attached hereto as **Attachment 1**. The Authority is the owner of the educational facilities projects financed at the public colleges and universities and leases these projects to the respective public college or university. A schedule of Authority-owned locations is attached hereto as Attachment 5. As part of the Authority's insurance program, the Authority also requires insurance coverage for these educational facility properties. For an introduction to the finances and operations of the Authority, please refer to the 2017 Financial Statements and 2017 Annual Report available on our website at:

<https://www.nj.gov/njefa/public/annual/>

KEY DATES

Brokers shall not contact any markets prior to receiving written authorization from the Authority. Such written authorization is expected to be provided to qualified brokers via United States mail and email on or about Monday, March 25, 2019. A summary of the key dates are as follows:

March 22, 2019, Friday: Broker Qualifications & Market Request Due
March 25, 2019, Monday: Authority to Notify Qualified Brokers of Market Assignments
May 3, 2019, Friday: Broker's Complete Insurance Proposals Due
May 28, 2019, Tuesday (on or about): Authority to Select Insurance Proposal
July 1, 2019, Monday: All Insurance Coverages to Be Effective

3.0 MINIMUM QUALIFICATIONS FOR INSURANCE BROKER

In order to be considered for the opportunity of marketing the Authority's insurance program, insurance brokers must meet the following minimum qualifications:

- 3.1 Have professional errors and omissions coverage with minimum limits of \$20 million underwritten by companies acceptable to the Authority;
- 3.2 Be in sound financial condition;
- 3.3 Be capable of marketing and servicing the Authority's account; and
- 3.4 Be a licensed insurance broker in the State of New Jersey in good standing.

Failure of a vendor to meet minimum qualifications will result in immediate rejection of the vendor's proposal.

4.0 SCOPE OF SERVICES

The insurance broker selected for this engagement shall provide some or all of the services identified below at the request of the Authority:

- 4.1 Annually design, market and implement the Authority's insurance program renewals to provide adequate coverage for the Authority, its employees, members and all Authority-owned properties in a cost-effective manner. Multiple insurance coverage options (for each type of insurance policy marketed) should be presented to the Authority to ensure sufficient market inquiry for the best coverage and the best price.
- 4.2 Identify the data that will need to be submitted to the underwriters, assist the Authority in gathering the data and prepare the submission to the underwriters for review and approval by the Authority.
- 4.3 Meet with the Authority as often as the Authority deems necessary, prior to policy renewals to develop a strategy for marketing the Authority's insurance program renewal for the upcoming renewal period. Such strategy will address risks to be covered, markets to be solicited, and insurance limits/layers.
- 4.4 Annually present the insurance policy renewals to the Authority's Board, typically as part of the Authority's annual meeting in May.
- 4.5 Before binding the specific insurance coverage the Authority wishes to purchase, disclose in writing, a summary of all quotes, any interest the Successful Proposer may have in, or contractual arrangements with, any of the prospective insurers; and the maximum amount or percentage rate of compensation which the Successful Proposer, its parent companies, subsidiaries or affiliates may receive in connection with the placement of the insurance coverage, if applicable.
- 4.6 Ensure that the insurance companies providing coverage are financially sound and possess an AM Best rating of A-/VII or better. and alert the Authority when the status of any insurer falls below the minimum requirements.

- 4.7 Review all policies, binders, certificates, endorsements or other documents delivered by insurers or intermediaries, for the purpose of confirming their accuracy and conformity to negotiated specifications and the Authority's instructions and advise the Authority of any errors in, or recommended changes to, such policies.
- 4.8 Keep and maintain proper and adequate records accurately reflecting all costs and amounts billed to the Authority with regard to this RFQ and RFP. Keep and maintain adequate records related to policy history, premium rates, claims & loss history and provide certificates of insurance on request. Such records shall be retained for at least five (5) years after expiration of the term of engagement, the termination of the service engagement and /or during any dispute or claim between the Authority, the broker and/or insurance provider(s). The Authority, its employees, officers, or representatives shall have the right upon written request and reasonable notice to inspect and examine all books and records related to this specific broker service engagement and insurance program procurement.
- 4.9 Inform the Authority of the reporting requirements for claims, including where claims should be reported and the method of reporting to be used.
- 4.10 Assist the Authority in establishing claims reporting procedures, report claims/losses/occurrences or other events required by insurance policies on the Authority's behalf to the appropriate underwriters. At the Authority's request, support the Authority's claims position and advocate claims negotiations and settlements favorable to the Authority.
- 4.11 Assist the Authority in recovering deductible amounts from appropriate entities.
- 4.12 Advise, provide updates, recommendations, presentations and answer questions regarding marketing and insurance coverage as they arise.

5.0 REQUIRED COMPONENTS OF THE INSURANCE BROKER'S RESPONSE TO THE REQUEST FOR QUALIFICATIONS (RFQ)

Each insurance broker submitting a response must follow the instructions contained in this RFQ. Proposals must be in writing, should be completed in the most concise manner possible, and must contain all of the information requested in the order and format requested. All terms and conditions set forth in this RFQ will be deemed to be incorporated by reference in their entirety into any proposal submitted by each insurance broker.

In responding to this RFQ, each insurance broker must address the following areas:

- 5.1 Provide an executive summary of not more than one (1) page identifying and sustaining the basis of your contention that your firm is the best qualified firm to provide the requested insurance brokerage services to the Authority.

- 5.2 Provide the name, title, business address, email address, telephone number and fax number of the individual the Authority should contact regarding your proposal.
- 5.3 Set forth fully the anticipated liaison contact and other professional staff to be used in providing the requested services. Each individual's background and resumes should be included, as well as their anticipated respective functions and responsibilities.
- 5.4 Provide evidence of meeting minimum requirements detailed in Section 3.0 herein.
- 5.5 Clearly outline the approach to services that your firm intends to utilize in providing the services outlined in Section 4.0. Your response should address your planning to obtain the best coverage/service solutions available and sufficient detail to exhibit coverage/service enhancements you would include in your marketing approach.
- 5.6 Provide the following for your brokerage firm:
- A Certificate of Insurance evidencing professional errors and omissions coverage.
 - Audited financial statements, annual report, or equivalent, for the most recently completed fiscal year.
 - A complete response to the Broker Qualification Questionnaire and Market Request form included herein as **Schedule 1**.
 - A listing of markets (insurance companies) you desire to use for your marketing process, in order of preference. Please include the amount of premium volume you place with each market.
 - Provide your firm's physical presence in the State of New Jersey, including number of offices, the number of employees and the type of business activity conducted in the State.
 - Please describe the participation of women and minorities in your firm. Please indicate the percentage of your firm that is owned by women and minorities, if any.
 - Please provide a list of at least three (3) references, at least two (2) of which must be public entities.
 - Provide documentation indicating that your firm is licensed by the State of New Jersey as an Insurance Broker and that such license(s) is in good standing. The successful proposer shall maintain such license in good standing during the period of its engagement with the Authority.

5.7 Litigation

Describe any pending, concluded or threatened litigation and/or investigations, administrative proceedings or federal or state investigations or audits, subpoenas or

other information requests of or involving your firm or the owners, principals or employees which might materially affect your ability to serve the Authority. Describe the nature and status of the matter and the resolution, if any.

5.8 Conflicts of Interest

Describe any actual or potential conflicts of interest that might arise if your firm is selected to serve as the Insurance Broker to the Authority taking into consideration both the Authority and its college and university clients.

5.9 Fees

Provide your firm's brokerage fee arrangement. If such fee arrangement is other than a flat rate or fixed fee, submit a methodology setting forth all fees, commissions, charges and costs associated with the services to be provided herein. Fees shall include all professional, administrative and clerical services and all out-of-pocket expenses including but not limited to, photo copying, fax, email, and computer usage, incurred in connection with the completion of the services required herein. Travel time or costs are not reimbursable. Any quoted not-to-exceed commission rates to be received by the broker from carriers must be within industry standards and permitted by law.

5.10 RFQ Checklist

Provide the RFQ Checklist (see Section 12.0) as executed by an authorized signer of your firm, including all required forms and documents listed in the RFQ Checklist.

6.0 BROKER SELECTION PROCESS AND MARKET ASSIGNMENT

In accordance with EO 37 and the Authority's policies and procedures, the factors used to evaluate responsive proposals and to select qualified brokers shall include, but are not limited to:

- Qualifications and experience of broker firm and assigned personnel to the account service team in the following areas:
 - Marketing
 - Manuscripting and reviewing policies
 - Claims Assistance
 - Records Maintenance & Review:
 - Claims Histories
 - Premium Histories
 - Issuance of Certificates of Insurance
- The Authority's prior experience with the broker.
- The broker's familiarity with the work, requirements, and systems of the Authority.

- The broker's capacity to meet the requirements listed in the Scope of Services.
- The broker's approach to services
- The broker's references.
- Geographical location of the broker's offices.
- Satisfactory professional errors and omissions liability coverage.
- Satisfactory financial status.
- Ability of the broker to successfully implement the entire program within the proposed schedule.

Please note: The above list is not all-inclusive and is in no particular order or ranking.

When possible, markets (insurance companies) will be assigned to qualified brokers in accordance with stated preferences, although assignments shall be at the sole discretion of the Authority.

7.0 SUBMISSION OF RESPONSE TO THE REQUEST FOR QUALIFICATIONS

In order to be considered for appointment, your firm must submit one (1) original and two (2) hard copies of your response addressing the specific requirements outlined herein by no later than **3:00 PM EDT on Friday, March 22nd, 2019** at the following location:

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
Attention: Brian Sootkoos, Director of Finance/Controller
103 College Road East, Second Floor
Princeton, NJ 08540-6612

Responses received after **3:00 PM EDT on Friday, March 22nd, 2019** will not be considered. Please note that the Authority's office hours are Monday through Friday between 9:00 am and 5:00 pm. E-mailed and/or faxed responses will not be accepted under any circumstances.

If due to delivery service delay, a vendor's response is received after **3:00 PM EDT on Friday, March 22nd**, the response shall be deemed accepted for review and consideration provided the vendor submits proof that but for a delivery service delay, the vendor's response would have been received by the Authority prior to the stated deadline.

8.0 REQUIRED COMPONENTS OF INSURANCE PROPOSALS FOR COVERAGE PERIOD OF JULY 1, 2019 TO JUNE 30, 2020

In responding to this RFP, Proposals must include the following:

8.1 Insurance Proposal

- A copy of the proposed policies, including all forms and endorsements, for general liability, umbrella liability, property, workers compensation and directors and officer's liability.
- Quoted premium rates for the expiring coverage and limits specified on **Schedule 2 – Schedule of Insurance** included herein (including any applicable surcharges) for a one-year policy effective July 1, 2019 and expiring June 30, 2020. Whenever possible, proposed policies should meet or exceed the existing coverage. Any deviation from the existing coverage must be clearly identified in a cover letter accompanying the proposal.
- Quoted not-to-exceed commission rates to be received by the insurance broker from carriers on policies for the original three (3) year period, and the two (2) optional one (1) year extensions.
- Comprehensive listing of any other costs or charges not included in the premium rates to be charged to the Authority or received by the broker from the insurance carrier.
- Copies of current ratings from A.M. Best, Standard & Poor's, Moody's, Fitch Ratings and any other rating agencies for the proposed insurance companies.

8.2 Insurance Proposal Specifications

The following Attachments should be taken into consideration for purposes of the marketing process:

Attachment 1 - The Authority's loss history.

Attachment 2 - Copy of the Fiscal Year Ended December 31, 2017 Audited Financial Statements of the Authority and the Authority's 2017 Annual Report.

Attachment 3 – Sample language of insurance requirements in accordance with the Authority's Financing Documents. All proposed coverage must meet these requirements.

Attachment 4 - Sample Indemnification Clause from a Lease and Agreement entered into by the Authority and the public college or university borrowers.

Attachment 5 - Schedule of Authority-owned locations.

9.0 SELECTION PROCESS FOR INSURANCE POLICY

In accordance with EO 37 and the Authority's policies and procedures, the factors used to evaluate responsive proposals shall include, but are not limited to:

- The total compensation, rates or fees to be charged by the broker to the Authority or received from the insurance carrier. Any quoted not-to-exceed commission rates to be received by the broker from carriers must be within industry standards and permitted by law.
- Qualifications and experience of assigned personnel to the account service team.
- Compliance with proposal specifications.
- Policy form, including coverage and exclusions.
- Premium rates and other costs.
- Financial strength and reputation of insurance companies.

All proposals will be reviewed to determine responsiveness. Non-responsive proposals will be rejected without evaluation. Responsive proposals will be reviewed and scored by an evaluation committee pursuant to the grading scale it creates and a recommendation for appointment will be made to the Authority's Board. The Authority reserves the right to request clarifying information subsequent to the submission of the proposal if necessary.

In making the appointment, strong consideration will be given to the respective price quotations submitted. The Authority reserves the right to establish a fee schedule that is acceptable to the vendor selected and to the Authority and to negotiate fees when appropriate.

The Authority reserves the right to request additional information if necessary or to request an interview with vendor(s) in which the evaluation committee will participate. The Authority also reserves the right to reject any and all submitted proposals with or without cause and waive any irregularities or informalities in the proposals submitted.

The Authority further reserves the right to make such investigations as it deems necessary as to the qualifications of any and all vendors submitting proposals. In the event that all proposals are rejected, the Authority reserves the right to resolicit proposals.

10.0 SUBMISSION OF THE INSURANCE PROPOSAL

Joint proposals are not permitted.

In order to be considered for appointment, insurance brokers found by Authority staff to be qualified based on the RFQ process must submit one (1) original and two (2) hard copies of your request for proposal addressing the specific requirements outlined herein by no later than **3:00 PM EDT on Friday, May 3, 2019** at the following location:

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
Attention: Brian Sootkoos, Director of Finance/Controller
103 College Road East, Second Floor
Princeton, NJ 08540-6612

Proposals received after than **3:00 PM EDT on Friday, May 3, 2019** will not be considered. Please note that the Authority's office hours are Monday through Friday between 9:00 am and 5:00 pm. E-mailed and/or faxed proposals will not be accepted under any circumstances.

If due to delivery service delay, a vendor's proposal is received after **3:00 PM EDT on May 3, 2019**, the proposal shall be deemed accepted for review and consideration provided the vendor submits proof that but for delivery service delay, the vendor's proposal would have been received by the Authority prior to the stated deadline.

All inquiries related to this RFP must be received by **3:00 PM on Friday, March 29th, 2019** and directed in writing via email or fax to:

Brian Sootkoos
Director of Finance
Email: Brian.Sootkoos@njefa.nj.gov
Facsimile: (609) 987-0850

No vendor submitting a proposal may make any inquiries concerning this RFP, except as expressly set forth herein, to any other Authority employee, Board member, or other state official until final selections have been determined.

If the Authority determines that any answers to such inquiries should be provided to all potential bidders, the answers will be posted on the Authority's website at www.njefa.nj.gov on or about **3:00 PM EDT on Friday, March 29, 2019**. It is your responsibility to check the Authority's website for any updates. All answers to inquiries or addenda shall be incorporated into and made part of this RFP.

The Authority assumes no responsibility and bears no liability for costs incurred in the preparation and submission of a proposal, or attendance of interviews, if any, in response to this RFP. The Authority assumes no responsibility and bears no liability for the disclosure of any information or material received in connection with this solicitation, whether by negligence or otherwise.

All documents and information submitted in response to this RFP will become property of the Authority and shall be open to inspection by members of the public in accordance with the Open Public Records Act, *N.J.S.A. 47:1A et seq.* once the selection process is complete.

11.0 ADDITIONAL TERMS AND CONDITIONS

These additional terms and conditions are required by law as indicated herein. The below forms are hyperlinked in the following RFQ Checklist and can be downloaded from the Department of the Treasury website at: <http://www.state.nj.us/treasury/purchase/forms.shtml>.

All statutes, regulations, and Executive Orders can be accessed online by visiting the NJ State Library's website at: https://www.njstatelib.org/research_library/legal_resources/.

11.1 Equal Employment Requirements and Anti-Discrimination Policy

Vendors and bidders are required to comply with the requirements of *N.J.S.A. 10:5-31 et seq.* and *N.J.A.C. 17:27 et seq.* and the terms set forth in **EXHIBITS A-1 and A-2**.

11.2 Ownership Disclosure

The Ownership Disclosure addresses the requirements of *N.J.S.A. 52:25-24.2*, for any contract or service agreement.

11.3 Disclosure of Investigations and Other Actions Involving Vendor

This form requires that the vendor/bidder list all officers and directors and to disclose certain information regarding the individuals.

11.4 Disclosure of Investment Activities in Iran

Pursuant to *N.J.S.A. 52:32-58*, vendors must certify that neither the bidder, nor any of its parents, subsidiaries, and/or affiliates (as defined in *N.J.S.A. 52:32 – 56(e)(3)*), is listed on the Department of the Treasury's List of Persons or Entities Engaging in Prohibited Investment Activities in Iran and that neither is involved in any of the investment activities set forth in *N.J.S.A. 52:32 – 56(f)*. If the bidder is unable to so certify, the bidder shall provide a detailed and precise description of such activities.

11.5 Affirmative Action Compliance

N.J.S.A. 10:5-31 to -34 and *N.J.A.C. 17:27.3.1 et seq.* addresses Affirmative Action Compliance. The vendor/bidder must submit to the Authority one of the following three documents:

- New Jersey Certificate of Employee Information Report
- Federal Letter of Approval Verifying a Federally Approved or Sanctioned Affirmative Action Program (dated within one (1) year of submission)
- Affirmative Action Employee Information Report (AA-302)

11.6 Two-Year Chapter 51 and Executive Order No. 117 Certification and Disclosure of Political Contributions

Pursuant to P.L. 2005, c. 51 ("Chapter 51") and Executive Order No. 117 (Corzine 2008) ("Executive Order 117"), State departments, agencies and independent authorities, such as the Authority, are precluded from awarding contracts exceeding \$17,500 to vendors who make certain political contributions on and after October 15, 2004, to avoid any appearance that the selection of contracts is based on the contractors' political contributions. The vendor(s) selected pursuant to this RFP shall be required to maintain compliance with Chapter 51 and Executive Order 117 during the term of its engagement.

If your firm has questions regarding the requirements of P.L. 2005, c. 51/Executive Order No. 117, please contact Brian Sootkoos, Director of Finance at 609-987-0880.

11.7 Disclosure Requirement of P.L. 2005, c. 271.

Pursuant to P.L. 2005, c. 271 ("Chapter 271"), at least ten (10) days prior to entering into any agreement or contract with a value over \$17,500 with the Authority, business entities are required to submit a disclosure of certain political contributions.

Vendors are also advised of their responsibility to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission (ELEC) pursuant to *N.J.S.A.* 19:44A-20.13 (P.L. 2005, c. 271, Section 3) if your firm receives contracts with public entities, such as the Authority, in excess of \$50,000 or more in the aggregate in a calendar year. It is the vendor's responsibility to determine if filing is necessary. Failure to so file can result in the imposition of financial penalties by ELEC. Additional information about this requirement is available from ELEC at 888-313-3532 or www.elec.state.nj.us.

11.8 New Jersey Business Registration

Pursuant to *N.J.S.A.* 52:32-44, the Authority is prohibited from entering into a contract with any entity providing goods or services to the Authority unless the bidder/vendor/contractor has a valid New Jersey Business Registration Certificate (or interim registration) on file with the Division of Revenue and Enterprise Services within the New Jersey Department of the Treasury.

Pursuant to *N.J.S.A.* 54:49-4.1, a business organization that fails to provide a copy of a business registration as required, or that provides false business registration information, shall be liable for a penalty of \$25 for each day of violation, not to exceed \$50,000, for each proof of business registration not properly provided under a contract with a contracting agency.

To verify the registration status of your business and obtain a Business Registration Certificate visit the Division of Revenue website at: https://www1.state.nj.us/TYTR_BRC/jsp/BRCLLoginJsp.jsp. If your firm is not already registered with the New Jersey Division of Revenue, the form should be completed online at the Division of Revenue website at: www.state.nj.us/treasury/revenue/index.html.

11.9 Source Disclosure

In accordance with Executive Order 129 (McGreevey 2004) and *N.J.S.A.* 52:34-13.2 (P.L. 2005, c.92), all services performed pursuant to this RFP shall be performed within the United States.

11.10 New Jersey Conflicts of Interest Law

The New Jersey Conflicts of Interest Law, *N.J.S.A. 52:13D-12 et seq.* and Executive Order 189 (Kean, 1988), prohibit certain actions by persons or entities which provide goods or services to any State Agency.

11.11 Obligation to Maintain Records

The firm shall maintain all records for products and/or services delivered against the contract for a period of five (5) years from the date of final payment under the RFP unless otherwise specified in the RFP. Such records shall be made available to the Authority for audit and review upon request.

11.12 Set-off for State Taxes

Pursuant to *N.J.S.A. 54:49-19 et seq.* (P.L. 1995, c159), and notwithstanding the provision of any other law to the contrary, whenever any taxpayer, partnership or S corporation under contract to provide goods or services or construction projects to the State of New Jersey or its agencies or instrumentalities, including the legislative and judicial branches of State government, is entitled to payment for those goods or services at the same time a taxpayer, partner or shareholder of that entity is indebted for any State tax, the Director of the Division of Taxation shall seek to set off so much of that payment as shall be necessary to satisfy the indebtedness. The amount set-off shall not allow for the deduction of any expense or other deduction which might be attributable to the taxpayer, partner, or shareholder subject to set-off under this Act.

The Director of the Division of Taxation shall give notice of the set-off to the taxpayer, partner or shareholder and provide an opportunity for a hearing within thirty (30) days of such notice under the procedures for protests established under *N.J.S.A. 54:49-19*. No request for conference, protest, or subsequent appeal to the Tax Court from any protest shall stay the collection of the indebtedness.

11.13 New Jersey State W-9

No firm shall be paid unless a New Jersey State W-9 has been completed and is on file with the Authority.

11.14 State of New Jersey SBE/MBE/WBE Certification

Potential Small Business Vendors wishing to participate in the NJ State Set-Aside program may register their company with the New Jersey Division of Revenue and Enterprise Services, Small Business Enterprise Unit at: <https://www.njportal.com/DOR/SBERegistry/>

Firms that wish to become certified as a Minority and/or Women Business Enterprise may apply at: <https://www.nj.gov/njbusiness/contracting/>

11.15 NJStart Vendor Registration

It is recommended that all vendors register to use NJStart. It provides access to such information as the status of a vendor's Chapter 51 Certification, Business Registration,

Ownership Disclosure, AA/EEOC Compliance and other required forms. Vendors can visit www.njstart.gov and click on "Register" to start the process.

11.16 Diane B. Allen Equal Pay Act

Vendors and bidders are advised that pursuant to the Diane B. Allen Equal Pay Act, L. 2018, c. 9, any State Contractor providing services within the meaning of that Act is required to file the report required therein, with the New Jersey Department of Labor and Workforce Development. Information about the Act and the reporting requirement is available at: <https://nj.gov/labor/equalpay/equalpay.html>

11.17 Local, State and Federal Laws

The vendor must comply with all local, State and federal laws, rules and regulations applicable to this contract and to the services performed hereunder. All contractual arrangements shall be governed and construed, and the rights and obligations of the parties hereto shall be determined in accordance with the laws of the State of New Jersey.

12.0 RFQ CHECKLIST

The following RFQ Checklist is to be executed by an authorized signer of your firm.

RFQ CHECKLIST		CHECK BOX IF INCLUDED	
STATEMENT OF QUALIFICATIONS	1	Your written statement of qualifications in response to this RFQ. Please Note: Written Statements that do not address all items listed in Section 5.0 above, "Required Components of the Firm's Statement of Qualifications", will not be evaluated and will be rejected as non-responsive.	<input type="checkbox"/>
	EXHIBITS	2	SCHEDULE 1 – Broker Qualification Questionnaire and Market Request
	3	EXHIBIT A-1 - Mandatory Equal Employment Opportunity Language – <i>Please sign to indicate acceptance and acknowledgment.</i>	<input type="checkbox"/>
	4	EXHIBIT A-2 – Vendor Acknowledgment of State Policy Prohibiting Discrimination in the Workplace	<input type="checkbox"/>
DIVISION OF PURCHASE & PROPERTY FORMS	5	<u>Ownership Disclosure Form</u>	<input type="checkbox"/>
	6	<u>Disclosure of Investigations and Other Actions Involving Vendor</u>	<input type="checkbox"/>
	7	<u>Disclosure of Investment Activities in Iran</u>	<input type="checkbox"/>
	8	Affirmative Action Compliance (submit one of the following)	
		a. New Jersey Certificate of Employee Information Report	<input type="checkbox"/>
		b. Federal Letter of Approval Verifying a Federally Approved or Sanctioned Affirmative Action Program (dated within one (1) year of submission of Proposal)	<input type="checkbox"/>
		c. <u>Affirmative Action Employee Information Report (AA-302)</u>	<input type="checkbox"/>
	9	Disclosure of Political Contributions <u>Two-Year Chapter 51/Executive Order 117 Vendor Certification and Disclosure of Political Contributions</u>	<input type="checkbox"/>
	10	<u>Chapter 271 Vendor Certification and Political Disclosure Form</u>	<input type="checkbox"/>
	11	<u>Proof of New Jersey Business Registration</u>	<input type="checkbox"/>
12	<u>Source Disclosure Form</u>	<input type="checkbox"/>	
13	Small, Minority and/or Women-Owned Business Enterprise Certification or Documentation (if applicable)	<input type="checkbox"/>	

I hereby agree to the terms and conditions set forth in this RFQ/RFP, including the Additional Terms and Conditions set forth in Section 11.0 above, and understand that all applicable and required documents and forms listed in this RFQ Checklist must be provided to the Authority prior to contract award or authorization. Additionally, written proposals that do not address all items listed in Sections 5.0 will not be evaluated and will be rejected as non-responsive.

Firm Name: _____

Submitted By: _____

Signature: _____

Title: _____

Date: _____

EXHIBIT A-1

MANDATORY EQUAL EMPLOYMENT OPPORTUNITY LANGUAGE

N.J.S.A. 10:5-31 et seq. (P.L. 1975, C. 127)

N.J.A.C. 17:27

GOODS, PROFESSIONAL SERVICE AND GENERAL SERVICE CONTRACTS

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Except with respect to affectional or sexual orientation and gender identity or expression, the contractor will take affirmative action to ensure that such applicants are recruited and employed, and that employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Such action shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this nondiscrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisements for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex.

The contractor or subcontractor, where applicable, will send to each labor union or representative or workers with which it has a collective bargaining agreement or other contract or understanding, a notice, to be provided by the agency contracting officer advising the labor union or workers' representative of the contractor's commitments under this act and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to *N.J.S.A. 10:5-31 et seq.*, as amended and supplemented from time to time and the Americans with Disabilities Act.

The contractor or subcontractor agrees to make good faith efforts to employ minority and women workers consistent with the applicable county employment goals established in accordance with *N.J.A.C. 17:27-5.2*, or a binding determination of the applicable county employment goals determined by the Division, pursuant to *N.J.A.C. 17:27-5.2*.

The contractor or subcontractor agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

In conforming with the applicable employment goals, the contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The contractor shall submit to the public agency, after notification of award but prior to execution of a goods and services contract, one of the following three documents:

Letter of Federal Affirmative Action Plan Approval

Certificate of Employee Information Report

Employee Information Report Form AA302

The contractor and its subcontractors shall furnish such reports or other documents to the Div. of Contract Compliance & EEO as may be requested by the office from time to time in order to carry out the purposes of these regulations, and public agencies shall furnish such information as may be requested by the Div. of Contract Compliance & EEO for conducting a compliance investigation pursuant to **Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.**

Firm Name: _____

Submitted By: _____

Signature: _____

Title: _____

Date: _____

EXHIBIT A-2

**VENDOR ACKNOWLEDGMENT OF RECEIPT OF NEW JERSEY STATE POLICY
PROHIBITING DISCRIMINATION IN THE WORKPLACE**

New Jersey Educational Facilities Authority is committed to establishing and maintaining a workplace environment that is free from discrimination or harassment.

Attached for your review is the New Jersey State Policy Prohibiting Discrimination in the Workplace, which must be distributed to all vendors/contractors with whom New Jersey Educational Facilities Authority has a direct relationship.

Please sign and return this Acknowledgment of Receipt to confirm you have received a copy of the New Jersey State Policy Prohibiting Discrimination in the Workplace.

Vendor Name: _____

Submitted By: _____

Signature: _____

Title: _____

Date: _____

NEW JERSEY STATE

POLICY PROHIBITING DISCRIMINATION IN THE WORKPLACE

I. POLICY

a. Protected Categories

The State of New Jersey is committed to providing every State employee and prospective State employee with a work environment free from prohibited discrimination or harassment. Under this policy, forms of employment discrimination or harassment based upon the following protected categories are prohibited and will not be tolerated: race, creed, color, national origin, nationality, ancestry, age, sex/gender (including pregnancy), marital status, civil union status, domestic partnership status, familial status, religion, affectional or sexual orientation, gender identity or expression, atypical hereditary cellular or blood trait, genetic information, liability for service in the Armed Forces of the United States, or disability.

To achieve the goal of maintaining a work environment free from discrimination and harassment, the State of New Jersey strictly prohibits the conduct that is described in this policy. This is a zero-tolerance policy. This means that the state and its agencies reserve the right to take either disciplinary action, if appropriate, or other corrective action, to address any unacceptable conduct that violates this policy, regardless of whether the conduct satisfies the legal definition of discrimination or harassment.

b. Applicability

Prohibited discrimination/harassment undermines the integrity of the employment relationship, compromises equal employment opportunity, debilitates morale and interferes with work productivity. Thus, this policy applies to all employees and applicants for employment in State departments, commissions, State colleges or universities, agencies, and authorities (hereafter referred to in this section as "State agencies" or "State agency"). The State of New Jersey will not tolerate harassment or discrimination by anyone in the workplace including supervisors, co-workers, or persons doing business with the State. This policy also applies to both conduct that occurs in the workplace and conduct that occurs at any location which can be reasonably regarded as an extension of the workplace (any field location, any off-site business-related social function, or any facility where State business is being conducted and discussed).

This policy also applies to third party harassment. Third party harassment is unwelcome behavior involving any of the protected categories referred to in (a) above that is not directed at an individual but exists in the workplace and interferes with an individual's ability to do his or her job. Third party harassment based upon any of the aforementioned protected categories is prohibited by this policy.

II. PROHIBITED CONDUCT

a. Defined

It is a violation of this policy to engage in any employment practice or procedure that treats an individual less favorably based upon any of the protected categories referred to in I (a) above. This policy pertains to all employment practices such as recruitment, selection, hiring, training, promotion, transfer, assignment, layoff, return from layoff, termination, demotion, discipline, compensation, fringe benefits, working conditions and career development.

It is also a violation of this policy to use derogatory or demeaning references regarding a person's race, gender, age, religion, disability, affectional or sexual orientation, ethnic background, or any other protected category set forth in I(a) above. A violation of this policy can occur even if there was no intent on the part of an individual to harass or demean another.

Examples of behaviors that may constitute a violation of this policy include, but are not limited to:

- Discriminating against an individual with regard to terms and conditions of employment because of being in one or more of the protected categories referred to in I(a) above;
- Treating an individual differently because of the individual's race, color, national origin or other protected category, or because an individual has the physical, cultural or linguistic characteristics of a racial, religious, or other protected category;
- Treating an individual differently because of marriage to, civil union to, domestic partnership with, or association with persons of a racial, religious or other protected category; or due to the individual's membership in or association with an organization identified with the interests of a certain racial, religious or other protected category; or because an individual's name, domestic partner's name, or spouse's name is associated with a certain racial, religious or other protected category;
- Calling an individual by an unwanted nickname that refers to one or more of the above protected categories, or telling jokes pertaining to one or more protected categories;
- Using derogatory references with regard to any of the protected categories in any communication;
- Engaging in threatening, intimidating, or hostile acts toward another individual in the workplace because that individual belongs to, or is associated with, any of the

protected categories; or

- Displaying or distributing material (including electronic communications) in the workplace that contains derogatory or demeaning language or images pertaining to any of the protected categories.

b. Sexual Harassment

It is a violation of this policy to engage in sexual (or gender-based) harassment of any kind, including hostile work environment harassment, quid pro quo harassment, or same-sex harassment. For the purposes of this policy, sexual harassment is defined, as in the Equal Employment Opportunity Commission Guidelines, as unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when, for example:

- Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment;
- Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or
- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Examples of prohibited behaviors that may constitute sexual harassment and are therefore a violation of this policy include, but are not limited to:

- Generalized gender-based remarks and comments;
- Unwanted physical contact such as intentional touching, grabbing, pinching, brushing against another's body or impeding or blocking movement;
- Verbal, written or electronic sexually suggestive or obscene comments, jokes or propositions including letters, notes, e-mail, text messages, invitations, gestures or inappropriate comments about a person's clothing;
- Visual contact, such as leering or staring at another's body; gesturing; displaying sexually suggestive objects, cartoons, posters, magazines or pictures of scantily-clad individuals; or displaying sexually suggestive material on a bulletin board, on a locker room wall, or on a screen saver;

- Explicit or implicit suggestions of sex by a supervisor or manager in return for a favorable employment action such as hiring, compensation, promotion, or retention;
- Suggesting or implying that failure to accept a request for a date or sex would result in an adverse employment consequence with respect to any employment practice such as performance evaluation or promotional opportunity; or
- Continuing to engage in certain behaviors of a sexual nature after an objection has been raised by the target of such inappropriate behavior.

III. EMPLOYEE RESPONSIBILITIES

Any employee who believes that she or he has been subjected to any form of prohibited discrimination/harassment, or who witnesses others being subjected to such discrimination/harassment is encouraged to promptly report the incident(s) to a supervisor or directly to the State agency's Equal Employment Opportunity/Affirmative Action Officer or to any other persons designated by the State agency to receive workplace discrimination complaints.

All employees are expected to cooperate with investigations undertaken pursuant to VI below. Failure to cooperate in an investigation may result in administrative and/or disciplinary action, up to and including termination of employment.

IV. SUPERVISOR RESPONSIBILITIES

Supervisors shall make every effort to maintain a work environment that is free from any form of prohibited discrimination/harassment. Supervisors shall immediately refer allegations of prohibited discrimination/harassment to the State agency's Equal Employment Opportunity/Affirmative Action Officer, or any other individual designated by the State agency to receive complaints of workplace discrimination/harassment. A supervisor's failure to comply with these requirements may result in administrative and/or disciplinary action, up to and including termination of employment. For purposes of this section and in the State of New Jersey Model Procedures for Processing Internal Complaints Alleging Discrimination in the Workplace (Model Procedures), a supervisor is defined broadly to include any manager or other individual who has authority to control the work environment of any other staff member (for example, a project leader).

V. DISSEMINATION

Each State agency shall annually distribute the policy described in this section, or a summarized notice of it, to all of its employees, including part-time and seasonal employees. The policy, or summarized notice of it, shall also be posted in conspicuous locations throughout the buildings and grounds of each State agency (that is, on bulletin boards or on the State agency's intranet site). The Department of the Treasury shall

distribute the policy to State-wide vendors/contractors, whereas each State agency shall distribute the policy to vendors/contractors with whom the State agency has a direct relationship.

VI. COMPLAINT PROCESS

Each State agency shall follow the Model Procedures with regard to reporting, investigating, and where appropriate, remediating claims of discrimination/harassment. See N.J.A.C. 4A:7-3.2. Each State agency is responsible for designating an individual or individuals to receive complaints of discrimination/harassment, investigating such complaints, and recommending appropriate remediation of such complaints. In addition to the Equal Employment Opportunity/Affirmative Action Officer, each State agency shall designate an alternate person to receive claims of discrimination/harassment.

All investigations of discrimination/harassment claims shall be conducted in a way that respects, to the extent possible, the privacy of all the persons involved. The investigations shall be conducted in a prompt, thorough and impartial manner. The results of the investigation shall be forwarded to the respective State agency head to make a final decision as to whether a violation of the policy has been substantiated.

Where a violation of this policy is found to have occurred, the State agency shall take prompt and appropriate remedial action to stop the behavior and deter its reoccurrence. The State agency shall also have the authority to take prompt and appropriate remedial action, such as moving two employees apart, before a final determination has been made regarding whether a violation of this policy has occurred.

The remedial action taken may include counseling, training, intervention, mediation, and/or the initiation of disciplinary action up to and including termination of employment.

Each State agency shall maintain a written record of the discrimination/harassment complaints received. Written records shall be maintained as confidential records to the extent practicable and appropriate.

VII. PROHIBITION AGAINST RETALIATION

Retaliation against any employee who alleges that she or he was the victim of discrimination/harassment, provides information in the course of an investigation into claims of discrimination/harassment in the workplace, or opposes a discriminatory practice, is prohibited by this policy. No employee bringing a complaint, providing information for an investigation, or testifying in any proceeding under this policy shall be subjected to adverse employment consequences based upon such involvement or be the subject of other retaliation.

Following are examples of prohibited actions taken against an employee because the

employee has engaged in activity protected by this subsection:

- Termination of an employee;
- Failing to promote an employee;
- Altering an employee's work assignment for reasons other than legitimate business reasons;
- Imposing or threatening to impose disciplinary action on an employee for reasons other than legitimate business reasons; or
- Ostracizing an employee (for example, excluding an employee from an activity or privilege offered or provided to all other employees)

VIII. FALSE ACCUSATIONS AND INFORMATION

An employee who knowingly makes a false accusation of prohibited discrimination/harassment or knowingly provides false information in the course of an investigation of a complaint, may be subjected to administrative and/or disciplinary action, up to and including termination of employment. Complaints made in good faith, however, even if found to be unsubstantiated, shall not be considered a false accusation.

IX. CONFIDENTIALITY

All complaints and investigations shall be handled, to the extent possible, in a manner that will protect the privacy interests of those involved. To the extent practical and appropriate under the circumstances, confidentiality shall be maintained throughout the investigatory process. In the course of an investigation, it may be necessary to discuss the claims with the person(s) against whom the complaint was filed and other persons who may have relevant knowledge or who have a legitimate need to know about the matter. All persons interviewed, including witnesses, shall be directed not to discuss any aspect of the investigation with others in light of the important privacy interests of all concerned. Failure to comply with this confidentiality directive may result in administrative and/or disciplinary action, up to and including termination of employment.

X. ADMINISTRATIVE AND/OR DISCIPLINARY ACTION

Any employee found to have violated any portion or portions of this policy may be subject to appropriate administrative and/or disciplinary action which may include, but which shall not be limited to: referral for training, referral for counseling, written or verbal reprimand, suspension, reassignment, demotion or termination of employment. Referral to another appropriate authority for review for possible violation of State and Federal statutes may also be appropriate.

XI. TRAINING

All State agencies shall provide all new employees with training on the policy and procedures set forth in this section within a reasonable period of time after each new

employee's appointment date. Refresher training shall be provided to all employees, including supervisors, within a reasonable period of time. All State agencies shall also provide supervisors with training on a regular basis regarding their obligations and duties under the policy and regarding procedures set forth in this section.

Issued: December 16, 1999

Revised: June 3, 2005

Revised: September 5, 2013 See N.J.A.C.
4A:7-3.1

SCHEDULE 1

BROKER QUALIFICATION QUESTIONNAIRE AND MARKET REQUEST

PART 1 - BROKER QUALIFICATION QUESTIONNAIRE

Note: General-purpose promotional materials, supplemented as necessary or desirable, are an acceptable response to this Broker Qualification Questionnaire.

1. Your firm's name, address of the servicing location, name of contact person, title and his/her phone number and email address.
2. Briefly describe your firm's capabilities, qualifications, and experience for marketing and servicing programs for public entities or for organizations with a comparable program.
3. Describe whether your firm is limited to certain insurance markets.
4. List several representative public entity clients currently serviced by the above-indicated servicing location, and briefly describe the nature of your service for each client. Please provide a contact name and phone number for each client listed. If less than three (3) public entity clients are listed, please include other clients with comparably sized programs. By providing this information, broker expressly authorizes the Authority to request, and client to provide, an unbiased reference concerning clients experience with broker and related insurance coverage and services.
5. Provide an organizational chart showing the staff that will be servicing the account. Briefly describe people's areas of responsibility and their qualifications and experience. Prior experience serving public entities should be shown here.

PART 2 - MARKET REQUEST

Please provide a listing of markets (insurance companies) your firm desires to use for your marketing process, in order of preference and include premium volume you place with that market.

SCHEDULE 2
SCHEDULE OF INSURANCE

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

RENEWAL TERM SHEET – GENERAL INSURANCE

For the Period 7/1/18 to 7/1/19

COVERAGE:

General Liability:	\$ 1,000,000 per Occurrence, no retention
1 st Umbrella	\$10,000,000 per Occurrence
2 nd Umbrella	\$15,000,000 per Occurrence
E. F. A. Property	\$ 610,000 subject to \$5,000 Deductible
Property Legal Liability	\$ 1,000,000
Automobile	\$ 1,000,000 per Accident, no deductible
Workers Compensation	NJ Statutory Limits (\$1,000,000 per Accident Employers Liability)

	<u>Expiring Policies</u>	<u>Proposed Renewal</u>
Term:	7/1/17 – 7/1/18	7/1/18 – 7/1/19
Carrier:	American Alternative / Navigators / Hartford	American Alternative / Navigators / Hartford
AM Best		
Ratings:	A+ XV / A XI / A XV	A+ XV / A XI / A XV
Premiums:	\$105,412	\$ 103,080
NJ PLIGA:	\$ 689	\$ 596
Policy Fees:	Waived	Waived

MARKETING EFFORT AND RESPONSES:

<u>Carrier</u>	<u>Response</u>
American Alternative	Provided Cover Quote of \$82776
Hartford	WC Cover Quote of \$3,803
Navigators	Provided 2 nd Umbrella Cover Quote of \$16,695

<u>Premiums</u>	<u>2017-18</u>	<u>2018-19</u>
Automobile	\$ 3,295	\$ 415 (Vehicle deleted)
General Liability	\$ 65,443	\$ 66,223
Property/Computers/Crime	\$ 2,124	\$ 2,198
1 st Umbrella	\$ 13,705	\$ 13,446
2 nd Umbrella	\$ 16,550	\$ 16,995
Workers Compensation	\$ 4,438	\$ 3,803 (Payroll estimate- \$1,311,200)
NJ PLIGA	\$ 606	\$ 596
Policy Fees	<u>\$Waived</u>	<u>\$Waived</u>
TOTAL	\$ 106,161	\$103,676

New Jersey Educational Facilities Authority

Executive Summary

On behalf of Willis Towers Watson, I am pleased to present our proposal for the renewal of the Authority's insurance. There are important advantages to our program.

The Directors and Officer's coverage eliminated the standard exclusion for bond defaults. Knowing that bond financing is key to the Authority it is critical that any policy not exclude bond defaults. We have eliminated this exclusion for many years and will continue to eliminate this exclusion for the 19-20 term.

With the Director's and Officer's coverage when considering a change in insurance companies there is always a risk that an incident that occurs prior to the 7/1 renewal but is not reported as a claim till after the renewal date will be denied because of the late reporting. You have the option of buying an extended reporting period that gives you 1 year to report any incident. The charge is estimated at \$34,000. Consider this potential additional cost when comparing proposals.

The Authority buys \$26M in Liability limits through their General Liability and the two Excess Liability policies. Standard policy language says the \$26m is the most they will pay for all operations claims, including slips and fall plus other more serious operations claims, for the policy year. We expand the application of the limits to apply to each of the authority locations.

Assume each state college and university campus is a separate location. This means the \$26M limit would apply separately to each campus. Add the Authority office and you have 10 locations each insured for \$26M. Clearly it would be better to have each location having its own \$26m limit than having ten locations sharing a \$26M limit. Technically the policy definition of a "Location" is more than a single campus. As an example, Stockton has the main campus in Galloway Township plus the new campus in Atlantic City. This would qualify as 2 locations meaning that the Authority would have \$26M at each location of Stockton.

We have maintained the \$26M in liability limits for many years. Given the number of habitational projects financed, both public and private, consider allowing us to quote additional liability. While your history indicates this type of claim is remote, if there is a severe loss we are concerned the limits may not be adequate.

The Property limits and Workers Compensation payrolls used in this proposal are the same as for the 18-19 term. They need to be reviewed to confirm they are accurate.

As part of our service for 19-20 we would review and update the insurance requirements for the private college projects. We reviewed them before, but it is time for a fresh look at these requirements.

We believe our proposal is comprehensive and competitive and look forward to reviewing it with you.

Sincerely,



Robert V. English CIC/CRM

Senior Vice-President

RECEIVED

MAY - 8 2019

NJ ED FAC AUTH

New Jersey Educational Facilities Authority

Financial Summary

Financial Summary

Carrier	Coverage	Annual Premium	Quote Expiration	Comm
American Alternative	Package including Property, Crime, General Liability, Auto, Excess Liability	\$72,538	7/1/2019	12.5%
Navigators	Excess Umbrella	\$16,629	7/1/2019	10%
RSUI	Directors & Officers	\$25,503	7/1/2019	11%
QBE	Excess Directors & Officers	\$20,120	7/1/2019	10%
Hartford	Workers' Compensation	\$3,517	7/1/2019	10%
TOTAL		\$138,307		

All premiums include state taxes & surcharges.

These quotes are valid until 07/01/2019, after which insurers may withdraw or vary it.

The carrier's quotes are attached for your review.

Please review this proposal and advise of any changes or questions you may have. To request the binding of coverage, please sign the order to bind request form included in this proposal and return or contact me by phone or e-mail.

New Jersey Educational Facilities Authority

Important Notices

INTERMEDIARY / WHOLESALER

In our search for your insurance coverage we used the following wholesalers:

Line of Business	Wholesaler
Package	Glatfelter
Excess Umbrella	AmWins
D&O	Hull & Company
Excess D&O	Hull & Company

COMMISSION DISCLOSURE

Willis Towers Watson negotiates commission rates with certain insurers on a corporate level. If the rate on your placement is lower than the negotiated rate, Willis Towers Watson will collect the difference directly from the insurer. These payments will not increase the cost of your insurance or otherwise impact your premium or rates. Details of these arrangements where there is compensation beyond the base compensation detailed in your Quote Proposal can be found at:

http://www.willis.com/About_Willis/The_Willis_Way/Commission_Rates/.

BROKERAGE TERMS, CONDITIONS & DISCLOSURES

This proposal is presented in conjunction with the Brokerage Terms, Conditions & Disclosures which is enclosed.

New Jersey Educational Facilities Authority

Client Services

Client Service Team

Team Member	Responsibilities
Robert V. English, CIC, CRM Senior Vice President Direct: (856)-638-7908 Mobile: (609)-405-7667 Fax: (856)-638-6699 Robert.English@willistowerswatson.com	<ul style="list-style-type: none">▪ Central point of accountability and responsibility for all of the client's service▪ Ensures that the client gains relevant access to WTW's global resources and expertise
Carol A. Barnes, Client Manager Asst. Vice President Direct: (973)-402-7404 Fax: (973)-410-4600 Carol.Barnes@willistowerswatson.com	<ul style="list-style-type: none">▪ Assists with management and coordination of placement activities▪ Point of contact for post-binding and other mid-term activities
Robert J. Alcamo, CPCU, AIC Vice President, Area Manager Claims Advocacy Direct: (973)-829-6483 Fax: (973)-410-4600 example@willistowerswatson.com	<ul style="list-style-type: none">▪ Advocates for coverage claims▪ Manages relationships with the carrier to ensure effective and timely resolution

New Jersey Educational Facilities Authority

Client Services

Willis Towers Watson Certificate Center

The Willis Towers Watson Certificate Service Center is a team of dedicated professionals available to process your certificate and auto id requests. Our system makes it possible to easily issue large numbers of certificates in a specialized manner to fit your needs. Further, we have the ability to electronically send certificates and auto id cards via email/fax to you and/or the cert holder, as well as providing you with instant 24/7 access to historical certificates and auto id cards issued via our Certificate Portal website.

Standard Turnaround Times

- Routine Midterm Requests – 4 Hours
- Rush Midterm Requests – 90 Minutes
- Renewals – 2 Business Days
- Please call our phone number below for any work stoppage issues

Cert Central Hours of Operation and Contact:

- 7:00 a.m. to 7:00 p.m. Central Standard Time – Monday thru Friday
- E-mail: certificates@willistowerswatson.com
- Phone: 877 945 7378
- Fax: 888 467 2378

Certificate Portal – Willis Towers Watson Competitive Advantage

- Web address and unique login credentials provided by your WTW Service Team
 - Certificates on Demand Portal – certs.willistowerswatson.com
 - Intelllicerts Portal – www.intelllicerts.com
- All certificates and auto id cards issued by the Cert Center are stored and can be accessed 24/7 to be viewed or printed by you as needed
- User-friendly search criteria enables precision searches for specific documents
- Ability to download zip files of large groups of documents
- Submit requests directly to the Cert Center Team at certificates@willistowerswatson.com

New Jersey Educational Facilities Authority

Willis Towers Watson Claims Advocacy Center

The Willis Towers Watson Claims Advocacy Center provides a service unique in the insurance brokerage community. Willis Towers Watson Claims Consultants use the Center's services so they can spend more time addressing your claims issues in situations where face-to-face and day-to-day interaction is most effective. Our centralized Center has over 30 experienced claims professionals (18 years average experience per Advocate) who provide expert claims advocacy for local claims consultants on all lines of coverage.

Willis Towers Watson Claims Center Guidelines

Claims Center Reports the Following Types of Claims

- Property
- Boiler & Machinery
- Cargo
- Employee Dishonesty
- Builders Risk
- Inland Marine
- Pollution
- Asbestos & Mold
- All Lawsuits
- Auto – Serious Injury, Complex Issues
- GL – Serious Injury, Complex Issues
- Umbrella/Excess
- Directors & Officers
- Employment Practices Liability
- Professional Liability
- Kidnap & Ransom
- Intermediary Involvement
- TPA Involvement

Willis Towers Watson Claim Center Contact Information – available 24 hours

Nashville Phone: 877 725 9679

Phoenix Phone: 877-883-2678

Fax: 877 945 3676

E-mail: claimcentral@willistowerswatson.com

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

RENEWAL TERM SHEET – GENERAL INSURANCE

For the Period 7/1/19 to 7/1/20

COVERAGE:

General Liability:	\$ 1,000,000 per Occurrence, no retention
1 st Umbrella	\$10,000,000 per Occurrence
2 nd Umbrella	\$15,000,000 per Occurrence
E. F. A. Property	\$ 610,000 subject to \$5,000 Deductible
Property Legal Liability	\$ 1,000,000
Automobile	\$ 1,000,000 per Accident, no deductible
Workers Compensation	NJ Statutory Limits (\$1,000,000 per Accident Employers Liability)

	<u>Expiring Policies</u>	<u>Proposed Renewal</u>
Term:	7/1/18 – 7/1/19	7/1/19 – 7/1/20
Carrier:	American Alternative / Navigators / Hartford	American Alternative / Navigators / Hartford
AM Best Ratings:	A+ XV / A XI / A XV	A+ XV / A XI / A XV
Premiums:	\$103,080	\$ 92,102
NJ PLIGA:	\$ 596	\$ 582
Policy Fees:	Waived	Waived

MARKETING EFFORT AND RESPONSES:

<u>Carrier</u>	<u>Response</u>
American Alternative	Provided Cover Quote of \$72,538
Hartford	WC Cover Quote of \$3,517
Navigators	Provided 2 nd Umbrella Cover Quote of \$16,629

<u>Premiums</u>	<u>2018-19</u>	<u>2019-20</u>
Automobile	\$ 415	\$ 415
General Liability	\$ 66,223	\$ 59,068
Property/Computers/Crime	\$ 2,198	\$ 2,198
1 st Umbrella	\$ 13,446	\$ 10,424
2 nd Umbrella	\$ 16,995	\$ 16,480
Workers Compensation	\$ 3,803	\$ 3,517 (Payroll estimate- \$1,365,280)
NJ PLIGA	\$ 596	\$ 582
Policy Fees	<u>\$Waived</u>	<u>\$Waived</u>
TOTAL	\$ 103,676	\$92,684

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

RENEWAL TERM SHEET – DIRECTORS & OFFICERS

For the Period 7/1/19 – 7/1/20

COVERAGE:

Limit: \$7,000,000 per Occurrence and Aggregate
Retention: Zero Non-Indemnifiable Loss
\$50,000 with Authority Reimbursement

	<u>Expiring Policy</u>	<u>Proposed Renewal</u>
Term:	7/1/18 – 7/1/19	7/1/19 – 7/1/20
Carrier:	RSUI	RSUI
AM Best		
Rating:	A+XIII	A+XIV
Premium:	\$25,300	\$25,350
NJ PLIGA	\$ 152	\$ 152
Policy Fee	<u>\$ Waived</u>	<u>\$ Waived</u>
TOTAL	\$25,502	\$25,502

EXCESS D&O

	<u>Expiring Policy</u>	<u>Proposed Renewal</u>
Term:	7/1/18 – 7/1/19	7/1/19 – 7/1/20
Carrier:	QBE	QBE
Limits:	\$7M xs \$7M (RSUI)	\$7M xs \$7M (RSUI)
AM Best Rating:	AXIV	AXIV
Premium:	\$20,000	\$20,000
NJ PLIGA	\$ 120	\$ 120
Policy Fee	<u>\$Waived</u>	<u>\$Waived</u>
TOTAL	\$20,120	\$20,120

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL
FACILITIES AUTHORITY APPROVING THE APPOINTMENT OF
AN INVESTMENT ADVISOR**

Adopted: May 28, 2019

- WHEREAS:** The New Jersey Educational Facilities Authority (the "Authority") was duly created and now exists under the New Jersey Educational Facilities Authority Law, Public Laws of 1967, Chapter 271, *N.J.S.A.* 18A:72A-1 et seq., as amended and supplemented (the "Act") for the purpose of issuing its obligations to obtain funds to finance eligible educational facilities as such may be required for the purposes of public and private institutions of higher education, private colleges and public libraries, and to sell such obligations at public or private sale at a price or prices and in a manner as the Authority shall determine; and
- WHEREAS:** The policies and procedures of the Authority with regard to the selection of professionals are governed, *inter alia*, by Executive Order No. 26 (Whitman) ("EO 26") which took effect on January 1, 1995 and which supersedes Executive Orders No. 79 and 92 and Executive Order No. 37 (Corzine) ("EO 37") which took effect on November 25, 2006; and
- WHEREAS:** The Authority has determined that it is advisable to retain the services of an investment advisor with experience in investing funds of governmental entities like the Authority and proceeds of tax-exempt bonds; and
- WHEREAS:** In accordance with EO 26 and EO 37, the staff of the Authority distributed a Request for Proposals for Investment Advisory Services dated April 26, 2019, (the "RFP", attached hereto as **EXHIBIT A**), seeking proposals from qualified vendors to invest: i) Authority Bond Funds, which are bond proceeds of the various financing transactions the Authority undertakes on behalf of New Jersey public and private colleges and universities and the State of New Jersey (the "State"); ii) Authority Operating Funds, which are monies used to pay Authority expenses, and revenues that flow into this fund represent initial and annual fees charged by the Authority to its college and university borrowers and the State in connection with the financings it undertakes; and iii) Other Post-Employment Benefit ("OPEB") Trust Funds of the Authority, by posting the RFP on the Authority's and State's websites, advertising the solicitation in the *Bond Buyer*; and distributing the RFP to a list of nine (9) firms; and
- WHEREAS:** The Authority formed an Evaluation Committee consisting of the Authority's Director of Finance/Controller, Assistant Controller and Associate Project Manager in accordance with Paragraph 13 of EO 37; and

WHEREAS: The Authority received one (1) response to the RFP (“RFP Response”); and

WHEREAS: The Evaluation Committee reviewed the RFP Response on the basis of factors outlined in EO 26 and EO 37, including qualifications and experience as a municipal investment advisor, experience investing tax-exempt bond proceeds and OPEB funds, price, and presence in the State; and

WHEREAS: The Authority has determined that it would be in the best interests of the Authority to appoint PFM Asset Management as the Authority’s Investment Advisor for a period of twenty-four (24) months, commencing on the effective date of this Resolution, with two (2) additional and successive periods of twelve (12) months each at the discretion of the Authority, subject to the terms and conditions set forth in this Resolution, the RFP, and the proposal of PFM Asset Management (“Proposal”, attached hereto and made a part hereof as **EXHIBIT B**) unless terminated earlier in the sole discretion of the Authority.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY THAT:

SECTION 1. The Authority hereby authorizes the engagement of PFM Asset Management to serve as the Authority’s Investment Advisor for a period of twenty-four (24) months, commencing on the effective date of this Resolution, with two (2) additional and successive periods of twelve (12) months each at the discretion of the Authority, subject to the terms and conditions set forth in this Resolution, the RFP, and the Proposal, unless terminated earlier in the sole discretion of the Authority.

SECTION 2. The Authority hereby authorizes the Executive Director, Deputy Executive Director and Director of Finance, including any of the foregoing authorized officers serving in an interim or acting capacity, to take and do any and all acts and things as may be necessary or desirable in connection with the engagement of PFM Asset Management as the Authority’s Investment Advisor.

SECTION 3. This Resolution shall take effect in accordance with the Act.

____ Mr. Hutchinson ____ moved that the foregoing resolution be adopted as introduced and read, which motion was seconded by ____ Mr. Feeney ____ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Elizabeth Maher Muoio (represented by Ryan Feeney)
Louis Rodriguez
Zakiya Smith Ellis

NAY: None

ABSTAIN: None

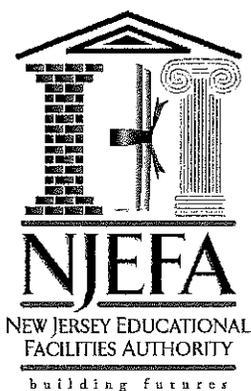
ABSENT: None

The Chair thereupon declared said motion carried and said resolution adopted.

New Jersey Educational Facilities Authority

REQUEST FOR PROPOSALS

FOR INVESTMENT ADVISORY SERVICES



103 College Road East, 2nd Floor
Princeton, NJ 08540

Date Issued: April 26th, 2019

Proposals Due: May 10th, 2019

Deadline for RFP-related Questions and Inquiries: May 2rd, 2019

Responses to RFP-related Questions and Inquiries and addenda, if any, will be posted after 4:00 PM Friday May 3rd on the Authority's Website

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
REQUEST FOR PROPOSALS FOR
INVESTMENT ADVISORY SERVICES

Date Issued: April 26th, 2019

1.0 BACKGROUND OF THE AUTHORITY

The New Jersey Educational Facilities Authority (“NJEFA” or “Authority”), an independent and self-supporting state entity, was created as a public body corporate and politic of the State of New Jersey (the “State”) pursuant to the New Jersey Educational Facilities Authority Law (being Chapter 72A of Title 18A of the New Jersey Statutes, as amended and supplemented), *N.J.S.A. 18A:72A-1 et seq.* (the “Act”), to provide a means for New Jersey public and private colleges and universities of higher education (the “Institutions”) to construct educational facilities through the financial resources of a public authority empowered to sell tax-exempt and taxable bonds, notes and other obligations. NJEFA is New Jersey’s primary issuer of municipal bonds to finance and refinance the construction and development of academic facilities at the Institutions.

The Authority finances and refinances various types of projects for Institutions of higher education in New Jersey. Projects include, but are not limited to, the construction, renovation and acquisition of residential, academic, and research facilities; libraries; technology infrastructures; student life and athletic facilities; parking structures; energy and utilities-related projects; and refinancing of existing debt. The Authority also, from time to time, issues State-backed bonds to fund the State of New Jersey’s Higher Education Capital Grant Programs.

The obligations issued by the Authority are special and limited obligations of the Authority and are not a debt or liability of the State of New Jersey or of any political subdivision thereof other than the Authority and are not a pledge of the faith and credit of the State or of any such political subdivision thereof. The Authority has no taxing power. The obligations issued by the Authority are payable solely from amounts received by the Authority under the transaction documents and amounts on deposit in certain funds established under the transaction documents. The Authority’s State-backed bond programs for higher education and public library facilities provide that debt service will be paid by the State Treasurer pursuant to a contract between the Authority and the State Treasurer, subject to annual appropriation by the New Jersey State Legislature.

This solicitation of responses is being conducted pursuant to State laws, regulations and executive orders, specifically Executive Order No. 26 (Whitman, 1994) (“EO 26”) and Executive Order No. 37 (Corzine, 2006) (“EO 37”), and the policies and procedures of the Authority with regard to the procurement of professional services.

2.0 PURPOSE AND INTENT OF REQUEST FOR PROPOSALS

The Authority is seeking proposals from qualified vendors to invest funds and assets of the Authority, which are defined herein as follows:

- 1) **Authority Bond Funds**: Bond-related funds which are bond proceeds of the various financing transactions the Authority undertakes on behalf of New Jersey public and private colleges and universities and the State of New Jersey. The Authority currently has outstanding series of such Bonds and expects to issue additional series of Bonds in the future.
- 2) **Authority Operating Funds**: Operating Funds are monies used to pay Authority expenses and the revenues flowing into this fund represent initial and annual fees the Authority charges its college and university borrowers and the State of New Jersey in connection with the financings that it undertakes.
- 3) **Authority Other Post-Employment Benefit (“OPEB”) Trust Funds**: Authority funds held in a special purpose trust to pay Authority employee retirement benefits, other than pensions, and represent restricted long-term investable assets to fund ongoing retirement benefit obligations.

This RFP is being distributed to vendors to provide services for a twenty-four (24) month period with two (2) additional successive periods of twelve (12) months each at the Authority’s discretion.

3.0 MINIMUM REQUIREMENTS

To be considered for this engagement, a vendor must meet the following minimum requirements:

- 3.1 Firm must be a registered investment advisor in good standing under the Investment Advisers Act of 1940, as amended, and registered to do business in the State of New Jersey.
- 3.2 Firm must have at least 5 years of experience serving as an investment advisor for the proceeds of tax-exempt bonds of: (1) governmental issuers of municipal securities; and (2) institutions of higher education. Key members of the Firm serving the Authority must have at least 5 years of experience investing this type of asset class.

- 3.3 Firm must have at least 5 years of experience serving as an investment advisor for long term pension or other retirement benefit trust funds. Key members of firm's investment team serving the Authority must have at least 5 years of experience investing this type of asset class.
- 3.4 Firm-wide assets under management must be at least \$1 billion.
- 3.5 Firm must have a physical presence in the State of New Jersey.

Failure of a vendor to meet minimum requirements will result in immediate rejection of the vendor's proposal.

4.0 SCOPE OF SERVICES

The vendor(s) selected for this engagement shall provide some or all the services identified below at the request of the Authority:

- 4.1 Direct investments, sale and reinvestments of all Authority assets under management as defined in Section 2.0 of the RFP in compliance with the Authority's investment policies and procedures, all applicable bond documents, the Authority's OPEB Trust and related investment policies for Authority OPEB Trust Funds, and all State laws, regulations, policies and procedures as applicable.
- 4.2 Assure coordination with the trustee, delivery of securities and the availability of funds as needed to pay drawdown requirements applicable to the type of funds or assets.
- 4.3 Place all orders for the purchase, sale, loan or exchange of portfolio securities with brokers or dealers and provide instructions to the custodian for delivery or receipt of cash and/or securities.
- 4.4 Purchase all investments in compliance with the "fair market value" or "safe harbor" rules of the Arbitrage Rebate Regulations, as applicable.
- 4.5 Provide independent confirmation of all securities transactions to the Authority and the applicable Institution, as appropriate.
- 4.6 Monitor the creditworthiness of all investments under management to remain in compliance with the Authority's investment policies and bond documents and State laws, regulations, policies and procedures, as applicable.
- 4.7 Continuously monitor investment opportunities and evaluate investments of all assets under management, including monitoring of proceeds of tax-exempt or tax-advantaged bonds, and to the extent necessary, restricting the investment yield on such funds to maintain compliance with applicable U.S. Treasury regulations.

- 4.8 Invest funds to maximize return and in the case of bond proceeds to minimize rebate and maximize compliance with the Arbitrage Rebate Regulations to the extent possible.
- 4.9 Provide the Authority and the Institution(s) with a monthly report to be delivered on a schedule established by the Authority that includes those items requested by the Authority. Reports may cover, but shall not be limited to, any changes in the account(s), portfolio monthly statement of position, recent performance of the portfolio(s), as well as an analysis of the performance of the portfolio(s) relative to the Authority's stated benchmark. The performance reports must include "gross of fees" as well as "net of fees". The Authority may request reports on other matters from time to time.
- 4.10 Provide a detailed written review / report to the Authority on an annual basis, or more often as the Authority deems necessary, for each portfolio under management by the Firm, including an analysis of the major changes that have occurred in the investment markets and in the portfolio(s) in particular since the last report, and an analysis of what benefitted or detracted from the period's return. Firm shall also provide a summary of the key characteristics of the portfolio(s), the current investment strategy and forward outlook for the portfolio(s) and a response to any other related issues as requested by the Authority.
- 4.11 Upon request provide a copy of Firm's audited financials.
- 4.12 Advise the Authority immediately in writing if any of the following events occur within the Firm's organization:
- A loss of one or more key people on the management team for the Authority's contract.
 - A significant change in investment advisory philosophy.
 - A new investment advisor representative on the Authority's account.
 - A change in ownership or control or business focus of the Firm.
 - A substantial loss of assets due to client terminations (not market losses), including but not limited to a loss equal to 10% or more of product specific or firm-wide assets.
 - Any other event or legal action which could be judged to or deemed to adversely impact to a significant degree the operations, integrity or financial position of the Firm.

Note: Documentation

All bond financing documents and contractual arrangements will be governed by New Jersey law and the form and substance of any agreements must be satisfactory to both bond counsel and the Office of the Attorney General.

5.0 REQUIRED COMPONENTS OF THE VENDOR'S PROPOSAL IN RESPONSE TO THE REQUEST FOR PROPOSALS

Each vendor submitting a proposal must follow the instructions contained in this RFP. Proposals must be in writing, should be completed in the most concise manner possible and must contain all the information requested in the order and format requested. All terms and conditions set forth in this RFP will be deemed to be incorporated by reference in their entirety into any proposal submitted by each vendor.

In responding to this RFP, please address the following areas:

- 5.1** Please provide the addresses, telephone numbers, and email addresses, for those individuals who will be directly responsible for serving the Authority on a day-to-day basis and the individual who will have the primary responsibility for the engagement. Please also provide brief resumes including relevant experience for those individuals.
- 5.2** Describe the investment management organization of your firm, its ownership structure, its state/country of incorporation or formation, and the location of the office from which funds are to be managed.
- 5.3** Describe your firm's physical presence in the State of New Jersey, including the number of offices, the number of employees and the type of business activity conducted in the State.
- 5.4** Please describe the participation of women and minorities in your firm. Please indicate the percentage of your firm that is owned by women and minorities.
- 5.5** Provide an overview of your firm's history in the Investment / Asset Management Business. Describe your firm's qualifications, knowledge and experience in serving as an investment advisor for the proceeds of tax-exempt bonds of: (1) governmental issuers of municipal securities; (2) institutions of higher education; and (3) long-term retirement and OPEB funds. Include the volume of funds currently under management by your firm that have similar characteristics to those defined in Section 2.0 of this RFP.
- 5.6** Outline the steps to be taken to reflect the Authority's investment objectives of safety, liquidity, legality and yield. State how your firm would maximize net earnings for the Authority while minimizing rebate payments for bond fund investment, if possible.
- 5.7** Describe available disbursement options and any advance notification requirements for the disbursement of funds.
- 5.8** Provide samples of investment records and reports provided to clients.

- 5.9 Provide samples of all contracts and agreements required to open an investment account with your firm.
- 5.10 Describe any material agreements, relationships, retainers or other employment that your firm or any employee of your firm has with any other investment banking firm, financial advisory firm, law firm, institutions of higher education or 501(c)(3) organization, or other person or entity that may create a conflict of interest or the appearance of a conflict of interest.
- 5.11 Please provide proof of your firm's registration as a municipal investment advisor.
- 5.12 Proposed Fees**
Please provide your proposed compensation based on the amount of assets under management by asset class (Bond Funds, Operating Funds, and OPEB Trust Funds). Please be sure to describe any and all fees that may be incurred by the Authority, including fees for custody arrangements and for the disbursement of funds and provide a cap for those fees. Proposed fees as stated shall remain in effect for the duration of the term of the contract.
- 5.13 Please provide three (3) references from current and/or past clients and discuss the services you have provided or are currently providing to them.
- 5.14 Provide the names of all clients who have terminated your firm's services in the last three years. In each case, detail the reason for termination.
- 5.15 Litigation**
Describe any pending, concluded or threatened litigation and/or investigations, administrative proceedings or federal or state investigations or audits, subpoenas or other information requests of or involving your firm or the owners, principals or employees which might materially affect your ability to serve the Authority. Describe the nature and status of the matter and the resolution, if any.
- 5.16 Conflicts of Interest**
Describe any actual or potential conflicts of interest that might arise if your firm is selected to serve as Investment Advisor to the Authority taking into consideration both the Authority and its college and university clients.
- 5.17 Required Documents and Forms**
In addition to all required components of the Proposal as listed above, all documents and forms listed in the RFP Checklist referenced below must be timely submitted in order for your proposal to be considered responsive to this RFP.

6.0 SUBMISSION OF THE PROPOSAL

Proposals must be limited to **twenty-five (25)** pages, not including materials in the Appendices.

Joint proposals are not permitted.

In order to be considered for appointment, your firm must submit **one (1)** original and **two (2)** hard copies of your proposal addressing the specific requirements outlined herein by no later than **3:00 PM EDT on Friday, May 10, 2019** at the following location:

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
Attention: Brian Sootkoos, Director of Finance/Controller
103 College Road East, Second Floor
Princeton, NJ 08540-6612

Proposals received after **3:00 PM EDT on Friday May 10, 2019** will not be considered. Please note that the Authority's office hours are Monday through Friday between 9:00 am and 5:00 pm. E-mailed and/or faxed proposals will not be accepted under any circumstances.

If due to delivery service delay, a vendor's proposal is received after 3:00 PM EDT on May 10, 2019, the proposal shall be deemed responsive provided the vendor submits proof that but for delivery service delay, the vendor's proposal would have been received by the Authority prior to the stated deadline.

All inquiries related to this RFP must be received by **3:00 PM EDT on Thursday, May 2, 2019** and directed in writing via email or fax to:

Brian Sootkoos
Director of Finance
Email: Brian.Sootkoos@njefa.nj.gov
Facsimile: (609) 987-0850

No vendor submitting a proposal may make any inquiries concerning this RFP, except as expressly set forth herein, to any other NJEFA or Institution employee, Board member, or other state official until final selections have been determined.

If the Authority determines that any answers to such inquiries should be provided to all potential bidders, the answers will be posted on the Authority's website at www.njefa.nj.gov on or about **4:00 PM EDT on Friday May 3, 2019**. It is your responsibility to check the Authority's website for any updates. All answers to inquiries or addenda shall be incorporated into and made part of this RFP.

The Authority assumes no responsibility and bears no liability for costs incurred in the preparation and submission of a proposal, or attendance of interviews, if any, in response to this RFP.

The Authority assumes no responsibility and bears no liability for the disclosure of any information or material received in connection with this solicitation, whether by negligence or otherwise.

All documents and information submitted in response to this RFP will become property of the Authority and shall be open to inspection by members of the general public in accordance with the Open Public Records Act, *N.J.S.A. 47:1A et seq.* once the selection process is complete.

7.0 SELECTION PROCESS

In accordance with EO 37, the factors used to evaluate responsive proposals shall include, but are not limited to:

- The background, qualifications, skills and experience of the vendor and its staff;
- The vendor's degree of expertise;
- The rates or fees to be charged by the vendor based on current assets to be managed;
- The Authority's prior experience with the vendor;
- The vendor's familiarity with the work, requirements, and systems of the Authority;
- The vendor's capacity to meet the requirements listed in the Scope of Services;
- The vendor's references; and,
- Geographical location of the vendor's offices.

All proposals will be reviewed to determine responsiveness. Non-responsive proposals will be rejected without evaluation. Responsive proposals will be reviewed and scored by an evaluation committee pursuant to the grading scale it creates and a recommendation for appointment will be made to the Authority's Board. The Authority reserves the right to request clarifying information subsequent to the submission of the proposal if necessary.

The Authority reserves the right to establish a fee schedule that is acceptable to the vendor selected and to the Authority and to negotiate fees when appropriate.

The Authority reserves the right to request additional information if necessary or to request an interview with vendor(s) in which the evaluation committee will participate. The Authority also reserves the right to reject any and all submitted proposals with or without cause and waive any irregularities or informalities in the proposals submitted.

The Authority further reserves the right to make such investigations as it deems necessary as to the qualifications of any and all vendors submitting proposals. In the event that all proposals are rejected, the Authority reserves the right to resolicit proposals.

8.0 ADDITIONAL TERMS AND CONDITIONS

These additional terms and conditions are required by law as indicated herein. The below forms are hyperlinked in the following RFP Checklist and can be downloaded from the Department of the Treasury website at: <http://www.state.nj.us/treasury/purchase/forms.shtml>.

All statutes, regulations, and Executive Orders can be accessed online by visiting the NJ State Library's website at: https://www.njstatelib.org/research_library/legal_resources/.

8.1 Equal Employment Requirements and Anti-Discrimination Policy

Vendors and bidders are required to comply with the requirements of *N.J.S.A. 10:5-31 et seq.* and *N.J.A.C. 17:27 et seq.* and the terms set forth in **EXHIBITS B-1 and B-2**.

8.2 Ownership Disclosure

The Ownership Disclosure addresses the requirements of *N.J.S.A. 52:25-24.2*, for any contract or service agreement.

8.3 Disclosure of Investigations and Other Actions Involving Vendor

This form requires that the vendor/bidder list all officers and directors and to disclose certain information regarding the individuals.

8.4 Disclosure of Investment Activities in Iran

Pursuant to *N.J.S.A. 52:32-58*, vendors must certify that neither the bidder, nor any of its parents, subsidiaries, and/or affiliates (as defined in *N.J.S.A. 52:32 – 56(e)(3)*), is listed on the Department of the Treasury's List of Persons or Entities Engaging in Prohibited Investment Activities in Iran and that neither is involved in any of the investment activities set forth in *N.J.S.A. 52:32 – 56(f)*. If the bidder is unable to so certify, the bidder shall provide a detailed and precise description of such activities.

8.5 Affirmative Action Compliance

N.J.S.A. 10:5-31 to -34 and *N.J.A.C. 17:27.3.1 et seq.* addresses Affirmative Action Compliance. The vendor/bidder must submit to the Authority one of the following three documents:

- New Jersey Certificate of Employee Information Report
- Federal Letter of Approval Verifying a Federally Approved or Sanctioned Affirmative Action Program (dated within one (1) year of submission)
- Affirmative Action Employee Information Report (AA-302)

8.6 Two-Year Chapter 51 and Executive Order No. 117 Certification and Disclosure of Political Contributions

Pursuant to P.L. 2005, c. 51 ("Chapter 51") and Executive Order No. 117 (Corzine 2008) ("Executive Order 117"), State departments, agencies and independent authorities, such as the Authority, are precluded from awarding contracts exceeding \$17,500 to vendors who make certain political contributions on and after October 15,

2004, to avoid any appearance that the selection of contracts is based on the contractors' political contributions. The vendor(s) selected pursuant to this RFP shall be required to maintain compliance with Chapter 51 and Executive Order 117 during the term of its engagement.

If your firm has questions regarding the requirements of P.L. 2005, c. 51/Executive Order No. 117, please contact Brian Sootkoos, Director of Finance/Controller at 609-987-0880.

8.7 Disclosure Requirement of P.L. 2005, c. 271.

Pursuant to P.L. 2005, c. 271 ("Chapter 271"), at least ten (10) days prior to entering into any agreement or contract with a value over \$17,500 with the Authority, business entities are required to submit a disclosure of certain political contributions.

Vendors are also advised of their responsibility to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission (ELEC) pursuant to *N.J.S.A.* 19:44A-20.13 (P.L. 2005, c. 271, Section 3) if your firm receives contracts with public entities, such as the Authority, in excess of \$50,000 or more in the aggregate in a calendar year. It is the vendor's responsibility to determine if filing is necessary. Failure to so file can result in the imposition of financial penalties by ELEC. Additional information about this requirement is available from ELEC at 888-313-3532 or www.elec.state.nj.us.

8.8 New Jersey Business Registration

Pursuant to *N.J.S.A.* 52:32-44, the Authority is prohibited from entering into a contract with any entity providing goods or services to the Authority unless the bidder/vendor/contractor has a valid New Jersey Business Registration Certificate (or interim registration) on file with the Division of Revenue and Enterprise Services within the New Jersey Department of the Treasury.

Pursuant to *N.J.S.A.* 54:49-4.1, a business organization that fails to provide a copy of a business registration as required, or that provides false business registration information, shall be liable for a penalty of \$25 for each day of violation, not to exceed \$50,000, for each proof of business registration not properly provided under a contract with a contracting agency.

To verify the registration status of your business and obtain a Business Registration Certificate visit the Division of Revenue website at: https://www.state.nj.us/TYTR_BRC/jsp/BRCLoginJsp.jsp. If your firm is not already registered with the New Jersey Division of Revenue, the form should be completed online at the Division of Revenue website at: www.state.nj.us/treasury/revenue/index.html.

8.9 Source Disclosure

In accordance with Executive Order 129 (McGreevey 2004) and *N.J.S.A. 52:34-13.2* (P.L. 2005, c.92), all services performed pursuant to this RFP shall be performed within the United States.

8.10 New Jersey Conflicts of Interest Law

The New Jersey Conflicts of Interest Law, *N.J.S.A. 52:13D-12 et seq.* and Executive Order 189 (Kean, 1988), prohibit certain actions by persons or entities which provide goods or services to any State Agency.

8.11 Obligation to Maintain Records

The firm shall maintain all records for products and/or services delivered against the contract for a period of five (5) years from the date of final payment under the RFP unless otherwise specified in the RFP. Such records shall be made available to the Authority for audit and review upon request.

8.12 Set-off for State Taxes

Pursuant to *N.J.S.A. 54:49-19 et seq.* (P.L. 1995, c159), and notwithstanding the provision of any other law to the contrary, whenever any taxpayer, partnership or S corporation under contract to provide goods or services or construction projects to the State of New Jersey or its agencies or instrumentalities, including the legislative and judicial branches of State government, is entitled to payment for those goods or services at the same time a taxpayer, partner or shareholder of that entity is indebted for any State tax, the Director of the Division of Taxation shall seek to set off so much of that payment as shall be necessary to satisfy the indebtedness. The amount set-off shall not allow for the deduction of any expense or other deduction which might be attributable to the taxpayer, partner, or shareholder subject to set-off under this Act.

The Director of the Division of Taxation shall give notice of the set-off to the taxpayer, partner or shareholder and provide an opportunity for a hearing within thirty (30) days of such notice under the procedures for protests established under *N.J.S.A. 54:49-19*. No request for conference, protest, or subsequent appeal to the Tax Court from any protest shall stay the collection of the indebtedness.

8.13 New Jersey State W-9

No firm shall be paid unless a New Jersey State W-9 has been completed and is on file with the Authority.

8.14 State of New Jersey SBE/MBE/WBE Certification

Potential Small Business Vendors wishing to participate in the NJ State Set-Aside program may register their company with the New Jersey Division of Revenue and Enterprise Services, Small Business Enterprise Unit at: <https://www.njportal.com/DOR/SBERegistry/>

Firms that wish to become certified as a Minority and/or Women Business Enterprise may apply at: <http://www.nj.gov/njbusiness/documents/contracting/MBE-WBE%20%20Web%20Application.pdf>

8.15 NJStart Vendor Registration

It is recommended that all vendors register to use NJStart. It provides access to such information as the status of a vendor's Chapter 51 Certification, Business Registration, Ownership Disclosure, AA/EEOC Compliance and other required forms. Vendors can visit www.njstart.gov and click on "Register" to start the process.

8.16 Diane B. Allen Equal Pay Act

Vendors and bidders are advised that pursuant to the Diane B. Allen Equal Pay Act, L. 2018, c. 9, any State Contractor providing services within the meaning of that Act is required to file the report required therein, with the New Jersey Department of Labor and Workforce Development. Information about the Act and the reporting requirement is available at: <https://nj.gov/labor/equalpay/equalpay.html>

8.17 Local, State and Federal Laws

The vendor must comply with all local, State and federal laws, rules and regulations applicable to this contract and to the services performed hereunder. All contractual arrangements shall be governed and construed and the rights and obligations of the parties hereto shall be determined in accordance with the laws of the State of New Jersey.

9.0 RFP CHECKLIST

The following RFP Checklist is to be executed by an authorized signer of your firm, and it is recommended that all required forms and documents listed therein be included and submitted with your proposal as contract award or authorization to the successful bidder is contingent upon receipt.

RFP CHECKLIST – It is recommended that all applicable and required forms and documents below be submitted simultaneously with the written proposal.		CHECK BOX IF INCLUDED
PROPOSAL	1 Your written proposal in response to this Request for Proposals. Please Note: Written proposals that do not address all items listed in Section 5.0 above, “Required Components of the Proposal”, will not be evaluated and will be rejected as non-responsive.	<input type="checkbox"/>
	2 EXHIBIT B-1 - Mandatory Equal Employment Opportunity Language – <i>Please sign to indicate acceptance and acknowledgment.</i>	<input type="checkbox"/>
	EXHIBIT B-2 – Acknowledgment of State Policy Prohibiting Discrimination in the Workplace	<input type="checkbox"/>
	3 EXHIBIT C – Certification of No Change (If applicable. See 9b below.)	<input type="checkbox"/>
DIVISION OF PURCHASE & PROPERTY FORMS	4 <u>Ownership Disclosure Form</u>	<input type="checkbox"/>
	5 <u>Disclosure of Investigations and Other Actions Involving Vendor</u>	<input type="checkbox"/>
	6 <u>Disclosure of Investment Activities in Iran</u>	<input type="checkbox"/>
	7 Affirmative Action Compliance (submit one of the following)	
	a. New Jersey Certificate of Employee Information Report	<input type="checkbox"/>
	b. Federal Letter of Approval Verifying a Federally Approved or Sanctioned Affirmative Action Program (dated within one (1) year of submission of Proposal)	<input type="checkbox"/>
	c. <u>Affirmative Action Employee Information Report (AA-302)</u>	<input type="checkbox"/>
	10 Disclosure of Political Contributions (submit one of the following) a. <u>Two-Year Chapter 51/Executive Order 117 Vendor Certification and Disclosure of Political Contributions</u> b. <u>Certification of No Change and Proof of Two-Year Approval (See EXHIBIT C for the Certification. Only for vendors who have previously submitted the Two-Year Chapter 51/Executive Order 117 Vendor Certification and Disclosure of Political Contributions form.)</u>	<input type="checkbox"/>
	11 <u>Chapter 271 Vendor Certification and Political Disclosure Form</u>	<input type="checkbox"/>
	12 <u>Proof of New Jersey Business Registration</u>	<input type="checkbox"/>
	13 <u>Source Disclosure Form</u>	<input type="checkbox"/>
14 Small, Minority and/or Women-Owned Business Enterprise Certification or Documentation (if applicable)	<input type="checkbox"/>	

I hereby agree to the Additional Terms and Conditions set forth in Section 8.0 above and understand that all applicable and required documents and forms listed in this RFP Checklist must be provided to the Authority prior to contract award or authorization.

Firm Name: _____

Submitted By: _____

Signature: _____

Title: _____

Dated: _____

EXHIBIT B-1

MANDATORY EQUAL EMPLOYMENT OPPORTUNITY LANGUAGE

N.J.S.A. 10:5-31 et seq. (P.L. 1975, C. 127)

N.J.A.C. 17:27

GOODS, PROFESSIONAL SERVICE AND GENERAL SERVICE CONTRACTS

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Except with respect to affectional or sexual orientation and gender identity or expression, the contractor will take affirmative action to ensure that such applicants are recruited and employed, and that employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Such action shall include, but not be limited to the following: employment, upgrading, demotion, or transfer; recruitment or recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this nondiscrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisements for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex.

The contractor or subcontractor, where applicable, will send to each labor union or representative or workers with which it has a collective bargaining agreement or other contract or understanding, a notice, to be provided by the agency contracting officer advising the labor union or workers' representative of the contractor's commitments under this act and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to *N.J.S.A. 10:5-31 et seq.*, as amended and supplemented from time to time and the Americans with Disabilities Act.

The contractor or subcontractor agrees to make good faith efforts to employ minority and women workers consistent with the applicable county employment goals established in accordance with *N.J.A.C. 17:27-5.2*, or a binding determination of the applicable county employment goals determined by the Division, pursuant to *N.J.A.C. 17:27-5.2*.

The contractor or subcontractor agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, creed, color, national origin, ancestry, marital status, affectional or sexual

orientation, gender identity or expression, disability, nationality or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

In conforming with the applicable employment goals, the contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The contractor shall submit to the public agency, after notification of award but prior to execution of a goods and services contract, one of the following three documents:

Letter of Federal Affirmative Action Plan Approval

Certificate of Employee Information Report

Employee Information Report Form AA302

The contractor and its subcontractors shall furnish such reports or other documents to the Div. of Contract Compliance & EEO as may be requested by the office from time to time in order to carry out the purposes of these regulations, and public agencies shall furnish such information as may be requested by the Div. of Contract Compliance & EEO for conducting a compliance investigation pursuant to **Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.**

Firm Name: _____

Submitted By: _____

Signature: _____

Title: _____

Date: _____

EXHIBIT B-2

**VENDOR ACKNOWLEDGMENT OF RECEIPT OF NEW JERSEY STATE POLICY
PROHIBITING DISCRIMINATION IN THE WORKPLACE**

New Jersey Educational Facilities Authority is committed to establishing and maintaining a workplace environment that is free from discrimination or harassment.

Attached for your review is the New Jersey State Policy Prohibiting Discrimination in the Workplace, which must be distributed to all vendors/contractors with whom New Jersey Educational Facilities Authority has a direct relationship.

Please sign and return this Acknowledgment of Receipt to confirm you have received a copy of the New Jersey State Policy Prohibiting Discrimination in the Workplace.

Vendor Name: _____

Submitted By: _____

Signature: _____

Title: _____

Date: _____

NEW JERSEY STATE
POLICY PROHIBITING DISCRIMINATION IN THE WORKPLACE

I. POLICY

a. Protected Categories

The State of New Jersey is committed to providing every State employee and prospective State employee with a work environment free from prohibited discrimination or harassment. Under this policy, forms of employment discrimination or harassment based upon the following protected categories are prohibited and will not be tolerated: race, creed, color, national origin, nationality, ancestry, age, sex/gender (including pregnancy), marital status, civil union status, domestic partnership status, familial status, religion, affectional or sexual orientation, gender identity or expression, atypical hereditary cellular or blood trait, genetic information, liability for service in the Armed Forces of the United States, or disability.

To achieve the goal of maintaining a work environment free from discrimination and harassment, the State of New Jersey strictly prohibits the conduct that is described in this policy. This is a zero tolerance policy. This means that the state and its agencies reserve the right to take either disciplinary action, if appropriate, or other corrective action, to address any unacceptable conduct that violates this policy, regardless of whether the conduct satisfies the legal definition of discrimination or harassment.

b. Applicability

Prohibited discrimination/harassment undermines the integrity of the employment relationship, compromises equal employment opportunity, debilitates morale and interferes with work productivity. Thus, this policy applies to all employees and applicants for employment in State departments, commissions, State colleges or universities, agencies, and authorities (hereafter referred to in this section as "State agencies" or "State agency"). The State of New Jersey will not tolerate harassment or discrimination by anyone in the workplace including supervisors, co-workers, or persons doing business with the State. This policy also applies to both conduct that occurs in the workplace and conduct that occurs at any location which can be reasonably regarded as an extension of the workplace (any field location, any off-site business-related social function, or any facility where State business is being conducted and discussed).

This policy also applies to third party harassment. Third party harassment is unwelcome behavior involving any of the protected categories referred to in (a) above that is not directed at an individual but exists in the workplace and interferes with an individual's ability to do his or her job. Third party harassment based upon any of the aforementioned protected categories is prohibited by this policy.

II. PROHIBITED CONDUCT

a. Defined

It is a violation of this policy to engage in any employment practice or procedure that treats an individual less favorably based upon any of the protected categories referred to in I (a) above. This policy pertains to all employment practices such as recruitment, selection, hiring, training, promotion, transfer, assignment, layoff, return from layoff, termination, demotion, discipline, compensation, fringe benefits, working conditions and career development.

It is also a violation of this policy to use derogatory or demeaning references regarding a person's race, gender, age, religion, disability, affectional or sexual orientation, ethnic background, or any other protected category set forth in I(a) above. A violation of this policy can occur even if there was no intent on the part of an individual to harass or demean another.

Examples of behaviors that may constitute a violation of this policy include, but are not limited to:

- Discriminating against an individual with regard to terms and conditions of employment because of being in one or more of the protected categories referred to in I(a) above;
- Treating an individual differently because of the individual's race, color, national origin or other protected category, or because an individual has the physical, cultural or linguistic characteristics of a racial, religious, or other protected category;
- Treating an individual differently because of marriage to, civil union to, domestic partnership with, or association with persons of a racial, religious or other protected category; or due to the individual's membership in or association with an organization identified with the interests of a certain racial, religious or other protected category; or because an individual's name, domestic partner's name, or spouse's name is associated with a certain racial, religious or other protected category;
- Calling an individual by an unwanted nickname that refers to one or more of the above protected categories, or telling jokes pertaining to one or more protected categories;
- Using derogatory references with regard to any of the protected categories in any communication;
- Engaging in threatening, intimidating, or hostile acts toward another individual in

the workplace because that individual belongs to, or is associated with, any of the protected categories; or

- Displaying or distributing material (including electronic communications) in the workplace that contains derogatory or demeaning language or images pertaining to any of the protected categories.

b. Sexual Harassment

It is a violation of this policy to engage in sexual (or gender-based) harassment of any kind, including hostile work environment harassment, quid pro quo harassment, or same-sex harassment. For the purposes of this policy, sexual harassment is defined, as in the Equal Employment Opportunity Commission Guidelines, as unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when, for example:

- Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment;
- Submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual; or
- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

Examples of prohibited behaviors that may constitute sexual harassment and are therefore a violation of this policy include, but are not limited to:

- Generalized gender-based remarks and comments;
- Unwanted physical contact such as intentional touching, grabbing, pinching, brushing against another's body or impeding or blocking movement;
- Verbal, written or electronic sexually suggestive or obscene comments, jokes or propositions including letters, notes, e-mail, text messages, invitations, gestures or inappropriate comments about a person's clothing;
- Visual contact, such as leering or staring at another's body; gesturing; displaying sexually suggestive objects, cartoons, posters, magazines or pictures of scantily-clad individuals; or displaying sexually suggestive material on a bulletin board, on a locker room wall, or on a screen saver;

- Explicit or implicit suggestions of sex by a supervisor or manager in return for a favorable employment action such as hiring, compensation, promotion, or retention;
- Suggesting or implying that failure to accept a request for a date or sex would result in an adverse employment consequence with respect to any employment practice such as performance evaluation or promotional opportunity; or
- Continuing to engage in certain behaviors of a sexual nature after an objection has been raised by the target of such inappropriate behavior.

III. EMPLOYEE RESPONSIBILITIES

Any employee who believes that she or he has been subjected to any form of prohibited discrimination/harassment, or who witnesses others being subjected to such discrimination/harassment is encouraged to promptly report the incident(s) to a supervisor or directly to the State agency's Equal Employment Opportunity/Affirmative Action Officer or to any other persons designated by the State agency to receive workplace discrimination complaints.

All employees are expected to cooperate with investigations undertaken pursuant to VI below. Failure to cooperate in an investigation may result in administrative and/or disciplinary action, up to and including termination of employment.

IV. SUPERVISOR RESPONSIBILITIES

Supervisors shall make every effort to maintain a work environment that is free from any form of prohibited discrimination/harassment. Supervisors shall immediately refer allegations of prohibited discrimination/harassment to the State agency's Equal Employment Opportunity/Affirmative Action Officer, or any other individual designated by the State agency to receive complaints of workplace discrimination/harassment. A supervisor's failure to comply with these requirements may result in administrative and/or disciplinary action, up to and including termination of employment. For purposes of this section and in the State of New Jersey Model Procedures for Processing Internal Complaints Alleging Discrimination in the Workplace (Model Procedures), a supervisor is defined broadly to include any manager or other individual who has authority to control the work environment of any other staff member (for example, a project leader).

V. DISSEMINATION

Each State agency shall annually distribute the policy described in this section, or a summarized notice of it, to all of its employees, including part-time and seasonal employees. The policy, or summarized notice of it, shall also be posted in conspicuous locations throughout the buildings and grounds of each State agency (that is, on bulletin boards or on the State agency's intranet site). The Department of the Treasury shall

distribute the policy to State-wide vendors/contractors, whereas each State agency shall distribute the policy to vendors/contractors with whom the State agency has a direct relationship.

VI. COMPLAINT PROCESS

Each State agency shall follow the Model Procedures with regard to reporting, investigating, and where appropriate, remediating claims of discrimination/harassment. See N.J.A.C. 4A:7-3.2. Each State agency is responsible for designating an individual or individuals to receive complaints of discrimination/harassment, investigating such complaints, and recommending appropriate remediation of such complaints. In addition to the Equal Employment Opportunity/Affirmative Action Officer, each State agency shall designate an alternate person to receive claims of discrimination/harassment.

All investigations of discrimination/harassment claims shall be conducted in a way that respects, to the extent possible, the privacy of all the persons involved. The investigations shall be conducted in a prompt, thorough and impartial manner. The results of the investigation shall be forwarded to the respective State agency head to make a final decision as to whether a violation of the policy has been substantiated.

Where a violation of this policy is found to have occurred, the State agency shall take prompt and appropriate remedial action to stop the behavior and deter its reoccurrence. The State agency shall also have the authority to take prompt and appropriate remedial action, such as moving two employees apart, before a final determination has been made regarding whether a violation of this policy has occurred.

The remedial action taken may include counseling, training, intervention, mediation, and/or the initiation of disciplinary action up to and including termination of employment.

Each State agency shall maintain a written record of the discrimination/harassment complaints received. Written records shall be maintained as confidential records to the extent practicable and appropriate.

VII. PROHIBITION AGAINST RETALIATION

Retaliation against any employee who alleges that she or he was the victim of discrimination/harassment, provides information in the course of an investigation into claims of discrimination/harassment in the workplace, or opposes a discriminatory practice, is prohibited by this policy. No employee bringing a complaint, providing information for an investigation, or testifying in any proceeding under this policy shall be subjected to adverse employment consequences based upon such involvement or be the subject of other retaliation.

Following are examples of prohibited actions taken against an employee because the

employee has engaged in activity protected by this subsection:

- Termination of an employee;
- Failing to promote an employee;
- Altering an employee's work assignment for reasons other than legitimate business reasons;
- Imposing or threatening to impose disciplinary action on an employee for reasons other than legitimate business reasons; or
- Ostracizing an employee (for example, excluding an employee from an activity or privilege offered or provided to all other employees)

VIII. FALSE ACCUSATIONS AND INFORMATION

An employee who knowingly makes a false accusation of prohibited discrimination/harassment or knowingly provides false information in the course of an investigation of a complaint, may be subjected to administrative and/or disciplinary action, up to and including termination of employment. Complaints made in good faith, however, even if found to be unsubstantiated, shall not be considered a false accusation.

IX. CONFIDENTIALITY

All complaints and investigations shall be handled, to the extent possible, in a manner that will protect the privacy interests of those involved. To the extent practical and appropriate under the circumstances, confidentiality shall be maintained throughout the investigatory process. In the course of an investigation, it may be necessary to discuss the claims with the person(s) against whom the complaint was filed and other persons who may have relevant knowledge or who have a legitimate need to know about the matter. All persons interviewed, including witnesses, shall be directed not to discuss any aspect of the investigation with others in light of the important privacy interests of all concerned. Failure to comply with this confidentiality directive may result in administrative and/or disciplinary action, up to and including termination of employment.

X. ADMINISTRATIVE AND/OR DISCIPLINARY ACTION

Any employee found to have violated any portion or portions of this policy may be subject to appropriate administrative and/or disciplinary action which may include, but which shall not be limited to: referral for training, referral for counseling, written or verbal reprimand, suspension, reassignment, demotion or termination of employment. Referral to another appropriate authority for review for possible violation of State and Federal statutes may also be appropriate.

XI. TRAINING

All State agencies shall provide all new employees with training on the policy and procedures set forth in this section within a reasonable period of time after each new

employee's appointment date. Refresher training shall be provided to all employees, including supervisors, within a reasonable period of time. All State agencies shall also provide supervisors with training on a regular basis regarding their obligations and duties under the policy and regarding procedures set forth in this section.

Issued: December 16, 1999

Revised: June 3, 2005

Revised: September 5, 2013 See N.J.A.C.
4A:7-3.1

EXHIBIT C

P.L. 2005, c. 51 / Executive Order No. 117
Certification of No Change

I, _____ the _____ of _____ in connection with the Request for Proposals for Investment Advisor Services issued by the New Jersey Educational Facilities Authority (the "Authority") do hereby certify that all information, certifications and disclosure statements previously provided in connection with P.L. 2005, c. 51, which codified Executive Order No. 134 (McGreevey 2004), as amended by Executive Order No. 117 (Corzine 2008), are true and correct as of the date hereof and that all such statements have been made with full knowledge that the Authority and the State of New Jersey shall rely upon the truth of the statements contained therein and herein in connection with the RFP.

IN WITNESS WHEREOF, we have executed this Certification as of this _____ day of _____,

[NAME OF FIRM]

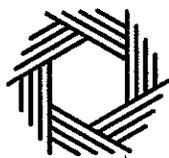
Submitted By: _____

Title: _____

Date: _____

Firm's EIN: _____

ATTENTION: Please attach proof of your firm's two-year approval date.



May 8, 2019

New Jersey Educational Facilities Authority
 Attention: Brian Sootkoos, Director of Finance/Controller
 103 College Road East, Second Floor
 Princeton, NJ 08540-6612

pfm

821 Alexander Road
 Suite 110
 Princeton, NJ 08540
 609.452.0263

pfm.com

RE: Proposal for Investment Advisory Services

Dear Brian:

PFM Asset Management LLC ("PFM") appreciates the opportunity to submit our proposal to continue to provide investment advisory services to the New Jersey Educational Facilities Authority ("NJEFA" or the "Authority") for its operating funds and the proceeds of revenue bonds and to begin providing investment advisory services to the Authority's other post-employment benefits ("OPEB") Trust funds.

PFM's professionals have been providing investment management services to public entities like NJEFA since 1980, and we have been working with the Authority since 2016. The majority of our assets under advisement and management belong to public agencies and primarily consist of operating funds, reserves, proceeds from the sale of bonds and other government and not-for-profit funds generally with an investment horizon of overnight to 10 years. As a result, we understand the unique nature of public entities' funding structures, balance sheets, debt and operating strategies, and cash flow patterns. Further, having worked with the Authority since 2016, we offer an understanding of the Authority's specific needs.

We believe our unique approach, along with the following combination of skills, experience and approach sets us apart from our competition:

- **Bond Proceeds Expertise.** PFM's professionals have nearly 40 years of experience managing bond proceeds for public-sector investors, including many higher education institutions, from which we have gained a deep understanding of the specific challenges, both investment- and construction-related, facing debt issuers. As of March 31, 2019, PFM managed more than \$87 billion in discretionary fixed income assets, of which more than \$9.7 billion were bond proceeds. While each bond issue is unique, all share some attributes, requiring the specialized expertise of an investment manager. PFM continues to offer the Authority a team of professionals experienced in both bond proceeds investing and the technical aspects of federal arbitrage rebate regulations, helping us to produce a seamlessly-integrated investment platform.
- **Experience Managing OPEB Trusts.** Our team has provided comprehensive retiree benefit solutions to public employers of all types and sizes for more than 20



years. As of March 31, 2019, we provide investment management and consulting services to 160 defined benefit, defined contribution and OPEB plans, totaling \$16.5 billion in assets under management or advisement.

- **Customized Approach.** PFM understands that every client's investment needs are unique and depend on a myriad of factors, including permitted investments, liquidity and project draw needs, tax and arbitrage status of the bonds, risk tolerance and market view. Having a solid understanding of NJEFA will allow us to continue to work closely with the Authority and its constituent college and university borrowers to develop prudent and customized investment strategies that not only build upon, but also enhance its existing program. Based on our understanding of the Authority's project fund spenddown requirements and permitted investments, we will work with the Authority to design and implement an appropriate strategy. This strategy will comply with both NJEFA's permitted investments and applicable arbitrage rebate regulations, and will be designed to address the Authority's investment objectives as they relate to safety, liquidity, legality, and risk tolerance.
- **Depth of Resources.** As of March 31, 2019, PFM has 246 professionals dedicated to all aspects of investing public funds, including a local support team in Princeton. The professionals that will lead this engagement bring a broad range of knowledge and expertise to NJEFA that is needed to develop and implement a successful bond proceeds investment program. Given our depth of experience, we are able to offer the Authority a full service, turn-key bond proceeds management program that meets each of the components listed in the Authority's Scope of Services.

We are confident that our experience providing investment management services to entities like the Authority, developing customized investment strategies and delivering on our long-standing tradition of excellent client service make PFM best-suited to continue to help NJEFA meet its long-term goals.

I appreciate your consideration and look forward to the opportunity of continuing to serve the Authority. Should you have any questions regarding this proposal or our services, please feel free to contact me at 609.452.0263 or by email at fabers@pfm.com.

Sincerely,

Stephen Faber
Managing Director
PFM Asset Management LLC



I. Technical Proposal

- 5.1 Please provide the addresses, telephone numbers, and email addresses, for those individuals who will be directly responsible for serving the Authority on a day-to-day basis and the individual who will have the primary responsibility for the engagement. Please also provide brief resumes including relevant experience for those individuals.

PFM Asset Management LLC
821 Alexander Road, Suite 110
Princeton NJ 08540
fabers@pfm.com
609.452.0263 (p)
pfm.com

Primary Contact and Person Responsible for the Engagement

Stephen Faber, Managing Director

Additional Day-to-Day Support

Samantha Myers Zachary O'Grady
myerss@pfm.com ogradyz@pfm.com

Analytical Support

Jack Wilhelm

We include brief biographies for Steve, Samantha, Zach and Jack below and detailed resumes for them in Appendix A. We also include an organizational chart following this table. This illustrates the depth of resources committed to our engagement with NJEFA. Resumes of those shown on the organizational chart are also included in Appendix A.

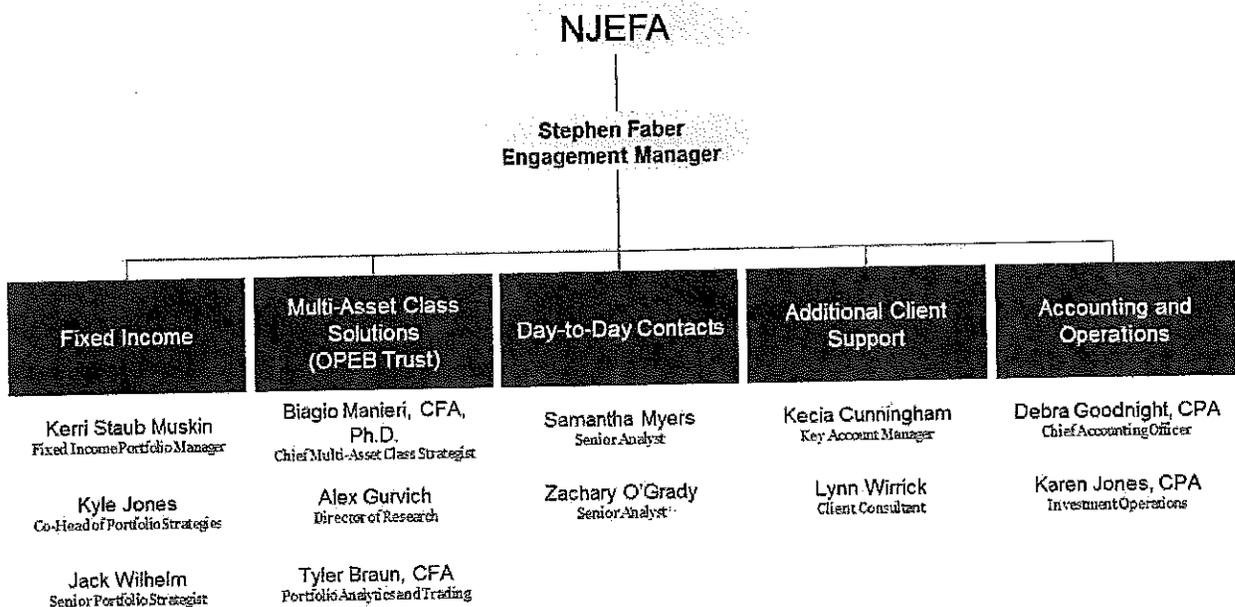
Team Member/Title	Role with NJEFA	Brief Resume
Stephen Faber <i>Managing Director</i>	Engagement Manager	18 Years with PFM 32 Years of Experience Steve Faber manages the firm's Princeton office. He is directly responsible for marketing PFM's investment advisory services to clients in the Northeast and nationally to the public power industry. Steve works with clients to develop and execute strategies to maximize the risk-adjusted yield earned on operating funds and bond proceeds, to develop integrated asset/liability management strategies and to implement long-term solutions



Team Member/Title	Role with NJEFA	Brief Resume
		<p>for the investment of reserves and endowed funds. His clients are drawn from regional and state authorities, healthcare organizations, insurance funds and higher educational institutions.</p> <p>Prior to joining PFM in 2001, Steve served as a senior investment banker in the public finance group of First Union Securities, where he was responsible for originating and structuring debt transactions and derivative applications for issuers throughout the Mid-Atlantic region. Steve is a member of numerous government and education finance organizations and a frequent speaker on investment-related topics.</p>
<p>Samantha Myers <i>Senior Analyst</i></p>	<p>Analytical/Daily Support</p>	<p>6 Years with PFM 6 Years of Experience</p> <p>Samantha joined PFM in November 2013 and is located in the Princeton office. Her role includes performing quantitative financial analysis including performance analysis, cash flow modeling, optimizing portfolio structures, and other financial modeling for PFM's clients. She also is the lead analyst for New Jersey client relationships and is responsible for creating client presentations and writing RFPs.</p> <p>Prior to joining the Princeton office, Samantha completed PFM's 20-month rotational program, which included four months spent in PFM's Accounting, Marketing, Client Services, Portfolio Strategy and Multi-Asset Class Management groups. This experience has allowed her to help PFM's institutional clients with their overall investment needs.</p>
<p>Zachary O'Grady <i>Senior Analyst</i></p>	<p>Analytical/Daily Support</p>	<p>4 Years with PFM 4 Years of Experience</p> <p>Zach joined PFM in July 2015 and is located in the Princeton office. His role includes performance analysis and reporting, cash flow analysis, conducting market research, creating client presentations and responses to RFPs.</p> <p>Prior to joining the Princeton office, Zach was a client service representative in the Harrisburg office. His responsibilities included onboarding and new client administration, and serving as advocate to our New Jersey clients.</p>



Team Member/Title	Role with NJEFA	Brief Resume
Jack Wilhelm <i>Senior Managing Consultant</i>	Portfolio Strategies	<p>10 Years with PFM 12 Years of Experience</p> <p>Jack joined PFM's asset management business in 2009 and is a senior managing consultant in the Portfolio Strategies Group. He analyzes and develops investment strategies for current clients and prospects, supports PFM's asset management efforts across the country, assists in the creation of customized portfolios designed to meet specific cash flow needs and provides general analytical support to PFM's trading desk.</p> <p>Jack joined PFM as an investment analyst providing technical, analytical and marketing support for local government investment pools ("LGIPs") and individual portfolio clients in the Northeast. His primary responsibilities included investment performance analysis, cash flow modeling, banking analysis, portfolio structuring and providing economic summaries and research.</p>



5.2 Describe the investment management organization of your firm, its ownership structure, its state/country of incorporation or formation, and the location of the office from which funds are to be managed.

PFM Asset Management LLC is a limited liability company registered in Delaware. It is a wholly-owned subsidiary of PFM I, LLC, which is owned by 92 managing directors as of March 31, 2019. Managing and advising fixed income portfolios for institutional investors like the Authority is the focus of PFM, and has



been since our inception. With more than \$141.6 billion in total assets (as of March 31, 2019), including \$99.3 billion in discretionary assets under management and \$42.3 billion in non-discretionary assets under advisement, PFM's history of independent investment advisory services gives us extensive experience and a focused, historical perspective. Our portfolio strategists are organized around the fixed income investment sectors typically utilized by public entities like the Authority, which helps ensure broad market coverage and immediate access to relevant news and market developments.

Locations

The Authority will be primarily serviced by the professionals in our Princeton, New Jersey office, with support from our Harrisburg, Pennsylvania and Philadelphia, Pennsylvania offices.

5.3 Describe your firm's physical presence in the State of New Jersey, including the number of offices, the number of employees and the type of business activity conducted in the State.

We maintain an office in Princeton, and our economic success in New Jersey is in part tied to the State's success. Our professionals serve as the investment advisor and administrator for the New Jersey Asset & Rebate Management Program ("NJ/ARM"), while our financial advisory and management and budget consulting professionals provide support to the State on debt issuance and addressing economic challenges.¹ In addition, we work for 34 clients in New Jersey, from higher education to state agencies, managing or advising on bond proceeds, operating and reserve funds, self-insurance, pension plans, OPEB Trusts and other funds. These clients include:

- NJ/ARM
- New Jersey Economic Development Authority
- Rutgers University
- New Jersey Infrastructure Bank
- UA Local 322
- The College of New Jersey
- Atlantic County Utilities Authority
- New Jersey Institute of Technology
- School Alliance Insurance Fund
- North Jersey District Water Supply Commission

PFM employs six individuals in our Princeton office.

5.4 Please describe the participation of women and minorities in your firm. Please indicate the percentage of your firm that is owned by women and minorities.

As of March 31, 2019 more than 32% of the managing directors are minorities and/or women and more than 63% of PFM Asset Management LLC's employees are minorities and/or women.

¹ Financial advisory and consulting services are provided by PFM affiliates PFM Financial Advisors LLC and PFM Group Consulting LLC. These services are provided pursuant to separate agreements with separate fees.



- 5.5 Provide an overview of your firm's history in the Investment / Asset Management Business. Describe your firm's qualifications, knowledge and experience in serving as an investment advisor for the proceeds of tax-exempt bonds of: (1) governmental issuers of municipal securities; (2) institutions of higher education; and (3) long-term retirement and OPEB funds. Include the volume of funds currently under management by your firm that have similar characteristics to those defined in Section 2.0 of this RFP.**

Overview

For 40 years, PFM has helped educational entities similar to the Authority develop effective discretionary investment management programs. As of March 31, 2019, we managed or advised on \$141.6 billion in total assets, including \$99.3 billion in discretionary assets under management. This included \$87.1 billion in fixed income and \$12.2 billion in outsourced chief investment officer ("OCIO") assets under management. We currently manage \$45 billion in bond proceeds and operating funds and \$3.4 billion in OPEB Trust funds.

PFM has extensive experience managing assets for and providing investment advice to institutional investors, with approximately 90% of our clients being in the public and non-profit sector. Because all of our public-sector investment portfolios are available to be inspected by the public, PFM portfolios face a higher level of scrutiny than most of our competitors' portfolios. We embrace this dynamic because it means that we set and meet a very high standard when providing investment advisory services. The rigor with which we approach this segment of the market applies to our entire client base. All of our clients receive our best investment ideas from dedicated professionals who have deep and varied experiences as portfolio managers, investment officers and investment advisors.

History

PFM's original practice was founded in 1975 to provide independent financial advisory services to the public sector. The firm began providing investment advisory services in 1980 and created PFM Asset Management LLC in 2001 as the entity through which we provide investment advisory services. PFM is 100% owned by its managing directors.

In 2003, PFM acquired Spagnola-Cosack, Inc., a multi-asset class investment consulting firm co-founded in 1992 by Managing Director John Spagnola. This acquisition expanded our service offering to provide independent investment services to public pension plans endowments, foundations and other multi-asset class portfolios.

Our asset management business includes discretionary management for shorter-term portfolios that need to remain highly liquid and stable, like NJEFA's bond proceeds and operating fund portfolios as well as our OCIO complement of services focused on managing longer-term assets, such as the Authority's OPEB Trust.

As a discretionary investment advisor, our philosophy for managing assets is simple. We create customized investment solutions to meet the distinct needs of individual clients using a broad array of strategies including short-term cash management, intermediate term high-grade fixed income, stable





value and an open architecture universe of long-term and specialty fixed income and equity funds/managers. By creating comprehensive, customized investment programs for clients, our clients benefit from a coordinated interplay between different pools of assets and an optimization of asset allocation. The coordination of the entire investment solution makes the strategy more understandable and helps to achieve three key goals of providing liquidity, optimizing investments for capital projects and building a source of future assets for sustaining the client's primary purpose.

Experience with Similar Clients and Client Types

PFM has committed substantial resources to serving the unique needs of higher education institutions and conduit issuers. PFM has provided investment and consulting services to public entities in the State of New Jersey since 1989. We understand the special requirements, policies, and goals of public entities and we have the technical and professional resources to assist organizations like the Authority.

We provide investment advisory services to 57 higher education institutions across the country, totaling \$3.6 billion in discretionary assets. Of that \$3.6 billion, \$766 million is in discretionary OCIO mandates for 23 higher education clients. In New Jersey, we manage \$877 million for higher education clients and state agencies.² When advising higher education institutions, we view investments within the larger context of each client's situation — a holistic approach based upon our understanding of both sides of the balance sheet.

One significant differentiator for PFM when compared to other investment advisors is our affiliation with PFM Financial Advisors LLC. Over our 40-year history, PFM's financial advisors have provided financial advisory services to many institutions of higher education, and we regularly coordinate with bond counsel, tax counsel, underwriters, banks, trust departments, and other team members and their counsels throughout the preparation, review, and finalization of all bond documents. We leverage the in-depth expertise of our financial advisory professionals, resulting in a comprehensive approach to risk and return management that considers both sides of the balance sheet.

Experience with New Jersey Educational Facilities Authority

During our engagement with the Authority, we have worked with Authority staff and each borrowing institution to develop and implement investment strategies customized to each specific bond issue. After review, approval from the borrowing college/university and structuring the initial portfolios, PFM actively monitors each portfolio. On multiple occasions, working with the respective college or university, we were able to restructure and direct the reinvestment of funds as draw schedules changed. Reinvesting these funds provided increased earnings over the life of the project. On a monthly basis, we distribute an individual portfolio monitor report to the Authority and the college/university which tracks actual spending as compared to projected spending as well as other portfolio summary statistics.

² Totals as of March 31, 2019.



In addition to developing and implementing customized investment strategies, we worked with NJEFA to review and enhance its Investment Policy. The Authority's Policy now allows the Authority and its borrowers access to a broader range of high-quality fixed income investments, which we believe best fit the strategic and liquidity needs of each portfolio.

Long-Term Retirement and OPEB Trust Experience

PFM is focused on providing services to institutional primarily public entities, including public education entities like the Authority. Since 2007, with the adoption of Governmental Accounting Standards Board ("GASB") Statements 43 and 45, we have been at the forefront providing solutions for governmental entities to address their OPEB needs and have helped cities, counties and special districts manage assets with a goal of safeguarding OPEB benefits.

We have provided comprehensive retiree benefit solutions to public employers of all types and sizes for more than 20 years. Our services encompass everything from benefit and trust design to funding analysis to establishing investment and governance policies that are tailored to each client's unique situation.

Our staff includes professionals who focus on public retirement plans and consult with the GASB staff periodically as they promulgate new accounting rules. Our professionals regularly meet and confer with actuaries and auditors to support the setting of discount rates, the compiling of capital market assumptions ("CMAs") and the documentation of information for financial statements. We strive to be industry thought leaders in the area of retiree benefits challenges.

Our OPEB solution encompasses the following services:

- Providing a complete OPEB trust implementation plan;
- Arranging for custodial services with your selected custodian to provide for third-party recordkeeping and asset safekeeping;
- Developing an individualized asset allocation and investment policy for the Authority based on short- and long-term investment needs for a defined benefit style plan;
- Managing assets on a discretionary basis, which includes taking responsibility for the selection of investments, rebalancing of assets, and overall monitoring of the OPEB investment program;
- Reporting all transactions and quarterly investment performance for the total portfolio as well as individual investments; and
- Consulting on a variety of funding, reporting, and technical OPEB issues, such as plan design, cost mitigation strategies, funding, and cost-sharing alternatives.



5.6 Outline the steps to be taken to reflect the Authority's investment objectives of safety, liquidity, legality and yield. State how your firm would maximize net earnings for the Authority while minimizing rebate payments for bond fund investment, if possible.

PFM will continue to work closely with the Authority and its borrowers to maintain a portfolio that simultaneously meets all of the Authority's specific policy requirements, with the goal of ensuring a very high degree of safety, liquidity, legality and yield.

Safety

PFM seeks to meet the Authority's objective of safety by committing to:

- Limit investments to securities of high quality;
- Match investments in maturity to the projected draw schedule and build in a liquidity cushion, to avoid liquidating securities earlier than needed and at potential losses;
- Monitor changes in the draw schedule (as provided by the Authority or its borrowers) and rebalance the portfolios as draw schedule information changes;
- Monitor the credit quality of all holdings on a daily basis;
- Regularly review the Authority's accounts to help ensure that funds are deposited and transferred in accordance with the Authority's policies; and
- Reconcile the Authority's accounts with its trustee/custodial bank statements.

Liquidity

We will seek to meet the Authority's objective of liquidity by committing to the following:

- Maintain open lines of communication with the Authority and the individual colleges/universities;
- Help ensure that funds are being managed to up-to-date project draw expectations;
- Communicate on at least a monthly basis to discuss the portfolio's liquidity position;
- Structure portfolios with adequate liquidity and in line with projections from the start;
- Allocate a portion of funds to AAAM-rated PFM Funds, or a similar liquid fund to provide daily liquidity and income;
- Allocate funds to high quality securities, such as short-term commercial paper, high-quality corporate bonds, negotiable certificates of deposit, U.S. Treasuries, and federal agencies that can be easily liquidated in the event of unanticipated portfolio spend-down;
- Upon significant changes in cash flows, PFM will restructure the portfolio;
 - If spending accelerates, shorten maturities to improve liquidity; and
 - If spending slows, lengthen maturities to capture higher yields and reduce excess liquidity.



Legality

PFM will continue to structure each Authority portfolio in high-quality securities in accordance with permitted investments established within the Authority's policy guidelines and bond resolutions. PFM's portfolio managers, traders and investment consultants, all of whom are familiar with the details of relevant investment regulations, will evaluate securities selected for purchase, and, on an ongoing basis, review each Authority portfolio for compliance with permitted investments and policy guidelines.

We utilize Bloomberg Asset and Investment Manager ("Bloomberg AIM") to house, monitor, and automate investment policy compliance. During the account onboarding process, every client's investment policy is reviewed and investment restrictions of any applicable bond resolution, are entered into Bloomberg AIM and independently verified by PFM's Compliance Group. All trades are processed through Bloomberg AIM, which applies client investment policy guidelines and limits to pending trades, and verifies compliance. Compliance is also verified on a post-trade basis after trade execution. At the end of each day, every one of our firm's managed portfolio is run through an additional compliance check. All exceptions are reported to and addressed by PFM's Compliance Group. In addition, post-trade compliance is also confirmed by the following procedures:

- Portfolio managers and traders review daily holdings reports for each portfolio.
- All trading activity is regularly reviewed by the CIO.
- Monthly client reports can be used to affirm compliance with client guidelines.
- Investment mandates are monitored through weekly internal portfolio reports that show detailed holdings, sector allocations, and key performance drivers, such as duration. Performance of all accounts is calculated and reviewed weekly relative to market benchmarks; attribution trends are noted and analyzed.

Adherence to investment guidelines is a hallmark of our firm's performance history.

Yield

Our ultimate goal is to develop and manage a customized investment strategy that optimizes retainable earnings, meets all safety and liquidity requirements, and limits unnecessary out-of-pocket costs. We seek to achieve these objectives in the following ways:

- Review the Authority's account holdings on a regular basis for opportunities to enhance the earnings in the portfolio. All trades would be made within the confines of safety, liquidity, and legality and would take into consideration current and anticipated market conditions, as well as the relevant details of the Authority's bond issue.
- Regularly evaluate the Authority's overall investment objectives, the arbitrage rebate status of the bonds and the effect that a purchase or sale would have on the portfolio's overall yield.
- Given the current market environment, managing credit risk, market risk, and liquidity in bond proceeds portfolios is important. PFM takes a customized and dynamic approach to managing such



risks that centers on the Authority's reasonably expected cash flow needs, risk tolerances, and our institutional knowledge of the bid/ask spreads and market value sensitivities of various investment options.

- The Authority's permitted investments for bond proceeds provide adequate opportunities for diversification and enhanced yield, but they also present potential pitfalls regarding credit and liquidity risk. We believe that a sophisticated investment advisor is critical to developing a customized investment strategy that appropriately manages such risks. As a leading manager of public funds with our own internal credit committee, PFM is perfectly suited for such a role.
- PFM only purchases securities from issuers that are approved by PFM's internal credit committee. Additionally, diversification among issuers and across maturity ranges is of utmost importance for the Authority.
- PFM's active portfolio management approach and close collaboration with the Authority and college/university provides the necessary flexibility to structure and rebalance the portfolio as liquidity needs and market conditions change. As we have done with the Authority and its constituent borrowers since 2016, PFM will work extensively with the Authority and its constituent borrowers throughout the life of the project to ensure the maturity distribution of the portfolio is in line with expected future project fund expenditures, with the ultimate goal of enhancing investment earnings while seeking to ensure adequate risk management practices are followed.

5.7 Describe available disbursement options and any advance notification requirements for the disbursement of funds.

PFM believes that our current process for fund disbursement has been working seamlessly for the Authority, its borrowers and trustees. Our portfolios have included a liquidity buffer to help ensure that funds are available to meet unplanned liquidity needs. Should the Authority or its borrower need additional funds, the diversified portfolios are invested in high quality liquid securities, which allows for quick and seamless disbursement of funds with minimal lead time or notification from the Authority. Since the inception of our relationship with NJEFA, there were only a few times where we needed to liquidate securities prior to maturity for additional liquidity.

5.8 Provide samples of investment records and reports provided to clients.

Our comprehensive reporting services include daily monthly and quarterly reports that provide portfolio holdings and transaction details, market values and credit ratings, portfolio characteristics and analysis, compliance, market information and outlook and strategy review.

We offer clients 24/7 online access to a full suite of reports through PFM's Easy Online Network ("EON"), our Internet reporting site (<https://eon.pfm.com/>). EON gives the Authority and its constituent borrowers the ability to review and print its complete portfolio details, monthly portfolio reports and intra-month transactions on a daily basis. Industry standard site security and a confidential password help ensure the confidentiality of the client's portfolio data. EON houses most of our available reports and offers daily access to portfolio holdings and transactions, as well as the ability to review and print complete portfolio details. All monthly statements are archived indefinitely. Any computer with an Internet connection, web



browser and the Adobe Acrobat Reader software can be used. Reports that we will continue and begin providing the Authority are described below.

We include our sample reports in Appendix B.

Report	Frequency/Availability	Content
Daily Holdings	Daily 🌐	Details of portfolio holdings as of the prior business day's close.
Month-to-date Transactions	Daily 🌐	Description of security transactions month-to-date through the prior business day.
Portfolio Holdings and Activity	Monthly 🌐 📄	Detailed description of all securities and transactions in the portfolio for the month, including fair market value and detailed accounting data.
Market Update	Monthly ✉️	General update covering recent market conditions.
Individual Portfolio Monitor Report	Monthly ✉️	Provide summary information related to security holdings, cash flows and liquidity against expected spending.
Performance Report	Quarterly 🌐 ✉️ 📄	Quarterly report for the OPEB Trust and operating funds portfolio containing a variety of exhibits, including performance and attribution data versus a customized benchmark, a comparison versus a peer group of other similar funds, analysis of constituent managers versus appropriate benchmarks and money manager universes and a review of the economy, financial markets and our investment strategy, which will give insight into our firm's decisions.

🌐 online ✉️ email 📄 mail 📄 presentation 🗣️ webinar

5.9 Provide samples of all contracts and agreements required to open an investment account with your firm.

We include our sample agreement in Appendix C.

5.10 Describe any material agreements, relationships, retainers or other employment that your firm or any employee of your firm has with any other investment banking firm, financial advisory firm, law firm, institutions of higher education or 501(c)(3) organization, or other person or entity that may create a conflict of interest or the appearance of a conflict of interest.

PFM is not aware of any material agreements, relationships, retainers, or other employment that our firm or any employee of our firm has with any other investment banking firm, financial advisory firm, law firm, institutions of higher education, or 501(c)(3) organization or other person or entity that would create a conflict of interest or the appearance of a conflict of interest.³

³ PFM Financial Advisors LLC, a municipal advisor registered with the SEC and MSRB, is an affiliate of PFM Asset Management LLC. While the Authority has engaged PFM Financial Advisors LLC to provide financial advisory services, these services are provided under a separate agreement with separate fees.



5.11 Please provide proof of your firm's registration as a municipal investment advisor.

Our firm does not require registration as a municipal investment advisor in accordance with SEC Municipal Advisor Rule [Section 15B(e)(4)(c)]. The Municipal Advisor Rule excludes from the definition of municipal advisor any "investment adviser registered under the Investment Advisers Act of 1940 or any person associated with such registered investment adviser to the extent that such registered investment adviser or such person is providing investment advice in such capacity." PFM intends to only provide the investment advisory scope of services requested in the RFP.

We include our Form ADV Parts 2A and 2B, which confirm our registration with the SEC under the Investment Advisers Act of 1940 in Appendix D.

5.12 Proposed Fees

Please provide your proposed compensation based on the amount of assets under management by asset class (Bond Funds, Operating Funds, and OPEB Trust Funds). Please be sure to describe any and all fees that may be incurred by the Authority, including fees for custody arrangements and for the disbursement of funds and provide a cap for those fees. Proposed fees as stated shall remain in effect for the duration of the term of the contract.

PFM strives to charge fees that are commensurate with our scope of services and the complexity of work performed. As such, we propose two different fee structures; one for bond funds and operating funds, the other for OPEB Trust funds.

Bond Funds and Operating Funds Fee Schedule	
First \$50 million	9 basis points (0.09%)
Next \$50 million	7 basis points (0.07%)
Next \$100 million	6 basis points (0.06%)
Above \$200 million	5 basis points (0.05%)

** Minimum annual fee of \$25,000 applies.*

OPEB Trust Funds Fee Schedule	
First \$10 million	45 basis points (0.45%)
Next \$10 million	35 basis points (0.35%)
Next \$30 million	25 basis points (0.25%)
Next \$50 million	20 basis points (0.20%)
Above \$100 million	15 basis points (0.15%)

** Minimum annual fee of \$20,000 applies.*

5.13 Please provide three (3) references from current and/or past clients and discuss the services you have provided or are currently providing to them.

We encourage the Authority to contact the references on the following page.



Client Name & Services Provided	Contact
Stevens Institute of Technology Management of bond proceeds	Elizabeth M. Shelton , Assistant Vice President for Investments and Treasury Operations 201.216.5322 Eshelton@stevens.edu
Seton Hall University Management of bond proceeds	Robert McLaughlin , Associate Vice President for Finance 973.761.7405 Robert.mclaughlin@shu.edu
New Jersey Institute of Technology Management of operating funds and bond proceeds	Edward Bishop , Senior Vice President for Finance and Chief Investment Officer 973.596.3125 Edward.bishop@njit.edu

5.14 Provide the names of all clients who have terminated your firm's services in the last three years. In each case, detail the reason for termination.

PFM does not track reasons for termination. However, reasons may include contract expiration or changes in entity management. The list below represents discretionary clients who have terminated our services or where our contracts ended from January 1, 2016 to December 31, 2018.

- City of Brooksville
- Local 6 BCT Workers International Union
- City of Chula Vista
- Sedalia School District #200
- City of Northville
- University of Arizona
- Delaware River Joint Toll Bridge Commission
- Ohio Housing Finance Agency
- City of Pittsburg
- Stockton University
- City of San Juan Capistrano
- Maryland Health & Higher Educational Facilities Authority
- San Diego County Regional Airport Authority
- City of Newport Beach
- New York City Municipal Water Finance Authority
- Salt Lake City Corporation
- Village of Wellington
- Pinnacle Health
- Crow Wing County
- City of Galveston
- City of Huntsville
- Merced County Treasury



- Gila County
- PMTA SOPGU Pension Fund
- Cuyahoga County
- City of Colorado Springs
- Tampa Bay Water
- Prudential Savings Bank
- Contra Costa Tran Authority Sales Tax Revenue
- Northern Children's Services
- City of Coronado
- Southwest Florida Water Management District
- Town of Longboat Key
- Roanoke Regional Airport Commission
- Indian Trail Improvement District
- Polk County Public Schools
- City of Oklahoma City
- Regional Transportation District-Denver
- City of Doral

5.15 Litigation

Describe any pending, concluded or threatened litigation and/or investigations, administrative proceedings or federal or state investigations or audits, subpoenas or other information requests of or involving your firm or the owners, principals or employees which might materially affect your ability to serve the Authority. Describe the nature and status of the matter and the resolution, if any.

There are no pending, concluded or threatened litigation and/or investigations, administrative proceedings or federal or state investigations or audits, subpoenas or other information requests of or involving the firm or, to the firm's knowledge, the owners, principals or employees which would materially affect the firm's ability to serve the Authority.

5.16 Conflicts of Interest

Describe any actual or potential conflicts of interest that might arise if your firm is selected to serve as Investment Advisor to the Authority taking into consideration both the Authority and its college and university clients.

We are unaware of any actual or potential conflicts of interest if we are selected to continue in our role as Investment Advisor to the Authority.

5.17 Required Documents and Forms

In addition to all required components of the Proposal as listed above, all documents and forms listed in the RFP Checklist referenced below must be timely submitted in order for your proposal to be considered responsive to this RFP.

We include all required documents and forms in Section II, Required Forms.

**NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
2019 BUDGET VARIANCE ANALYSIS
FOR THE FOUR MONTHS ENDED APRIL 30, 2019**

EXECUTIVE SUMMARY

Net Operating Income

The NJEFA concluded April with a year-to-date net operating loss in the amount of \$77,942 based on year to date revenues of \$890,988 and expenses of \$968,930.

Revenues

Year-to-date actual revenues were \$95,840 less than projected due to no transactions closing during the first four months of the year.

Expenses

Actual operating expenditures for the first four month of the year were under budget by \$246,234 primarily due to timing of expenditures and staff vacancies.

Exhibits

<u>Report</u>	<u>Page</u>
Actual vs. Budget Report	1
Operating Account – Vendor Payments	2
Summary of Construction Funds	3

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
ACTUAL vs. BUDGET REPORT
APRIL 2019

	Month Ended April 30, 2019			Year-To-Date April 30, 2019		
	<u>Actual</u>	<u>Budget</u>	<u>Variance</u>	<u>Actual</u>	<u>Budget</u>	<u>Variance</u>
<u>Operating Revenues</u>						
Annual Administrative Fees	\$206,604	\$206,603	\$ 1	\$ 826,414	\$ 826,414	\$ -
Initial Fees	-	-	-	-	118,750	(118,750)
Investment Income	15,246	10,417	4,829	64,574	41,664	22,910
	<u>\$ 221,850</u>	<u>\$ 217,020</u>	<u>\$ 4,830</u>	<u>\$ 890,988</u>	<u>\$ 986,828</u>	<u>\$ (95,840)</u>
<u>Operating Expenses</u>						
Salaries	\$110,468	\$123,172	\$ 12,704	\$ 452,410	\$ 492,678	\$ 40,268
Employee Benefits	42,682	72,055	29,373	174,240	288,222	113,982
Provision for Post Ret. Health Benefits	29,167	29,167	-	116,667	116,664	(3)
Office of The Governor	2,083	2,083	-	8,336	8,336	-
Office of The Attorney General	10,417	10,417	-	41,664	41,664	-
Sponsored Programs & Meetings	1,850	817	(1,033)	2,689	3,264	575
Telecom & Data	2,860	2,833	(27)	9,022	11,336	2,314
Rent	15,902	16,667	765	63,611	66,664	3,053
Utilities	2,132	2,167	35	8,065	8,664	599
Office Supplies & Postage Expense	1,336	2,250	914	3,942	9,000	5,058
Travel & Expense Reimbursement	1,011	1,417	406	3,214	5,664	2,450
Staff Training & Conferences	-	3,583	3,583	3,306	14,336	11,030
Insurance	4,308	4,307	(1)	17,230	17,228	(2)
Publications & Public Relations	209	2,238	2,029	628	8,946	8,318
Professional Services	10,026	18,500	8,474	39,727	73,998	34,271
Dues & Subscriptions	2,240	7,458	5,218	10,710	29,836	19,126
Maintenance Expense	1,062	1,500	438	5,146	6,000	854
Depreciation	2,081	3,167	1,086	8,323	12,664	4,341
Contingency	-	-	-	-	-	-
	<u>239,834</u>	<u>303,798</u>	<u>63,964</u>	<u>968,930</u>	<u>1,215,164</u>	<u>246,234</u>
Net Operating Income	<u>\$ (17,984)</u>	<u>\$ (86,778)</u>	<u>\$ 68,794</u>	<u>\$ (77,942)</u>	<u>\$ (228,336)</u>	<u>\$ 150,394</u>

NJEFA
Vendor Payments
April 2019

9:27 AM

Type	Date	Num	Name	Memo	Account	Accrual Basis Amount
Bill Pmt -Check	04/01/2019	12344	Alvarez & Marsal, Inc.	WDC674-1 (EB, SN) Academic Impressions	Accounts Payable	50.00
Bill Pmt -Check	04/01/2019	12345	Dell Marketing L.P.	10305726080	Accounts Payable	94.99
Bill Pmt -Check	04/01/2019	12346	Lamont Financial Services Inc.	455-031901	Accounts Payable	3,750.00
Bill Pmt -Check	04/01/2019	12347	Middleton, Kristen E.	Employee Benefits.	Accounts Payable	179.00
Bill Pmt -Check	04/01/2019	12348	NJ Advance Media	009050966, 0009050975	Accounts Payable	88.89
Bill Pmt -Check	04/01/2019	12349	NJ Dept of Labor & Workforce Development	0221829511 12/31/18 JIM	Accounts Payable	9,056.76
Bill Pmt -Check	04/01/2019	12350	NJ OIT Fiscal Services	2019February	Accounts Payable	1,399.42
Bill Pmt -Check	04/01/2019	12351	PKF O'Connor Davies, LLP	410469	Accounts Payable	15,000.00
Bill Pmt -Check	04/01/2019	12352	Stitt, Sheryl A.	03272019 3/26 Exp Reimb	Accounts Payable	44.14
Bill Pmt -Check	04/01/2019	12353	UPS	2Y687X129	Accounts Payable	29.32
Bill Pmt -Check	04/04/2019	EFT	NJSHBP	Apr Covg	Accounts Payable	1,857.14
Bill Pmt -Check	04/05/2019	EFT	NJSHBP	Apr Covg	Accounts Payable	24,338.51
Bill Pmt -Check	04/12/2019	12354	Brophy, Eric D.	04022019 Exp Reimb Travel 3/21/19-3/27/19	Accounts Payable	919.72
Bill Pmt -Check	04/12/2019	12355	DocuSafe	117952	Accounts Payable	161.92
Bill Pmt -Check	04/12/2019	12356	Government News Network	83631-G	Accounts Payable	340.00
Bill Pmt -Check	04/12/2019	12357	Lexis Nexis	3091970429	Accounts Payable	292.00
Bill Pmt -Check	04/12/2019	12358	MacDonald, Carl J.	04032019 3/21/19-4/2/19 Travel	Accounts Payable	52.93
Bill Pmt -Check	04/12/2019	12359	Mercer County Community College.	Reservation 25791 NJEFA P3 Conference	Accounts Payable	870.00
Bill Pmt -Check	04/12/2019	12360	MACUBO	683240, 684846 6/1/19-5/31/19	Accounts Payable	1,811.00
Bill Pmt -Check	04/12/2019	12361	NJ Advance Media	0009078287 SL, 0009078294 TT	Accounts Payable	18.30
Bill Pmt -Check	04/12/2019	12362	NJ Economic Development Authority	2019April	Accounts Payable	1,661.86
Bill Pmt -Check	04/12/2019	12363	Penn Medicine	4922	Accounts Payable	105.00
Bill Pmt -Check	04/12/2019	12364	Polar Inc.	051753, 051821	Accounts Payable	137.65
Bill Pmt -Check	04/12/2019	12365	Refinitive Global Markets Inc.	96466545	Accounts Payable	760.00
Bill Pmt -Check	04/12/2019	12366	The Bank of New York Mellon	111-1822476 OPEB Trust	Accounts Payable	500.00
Bill Pmt -Check	04/12/2019	12367	Treasurer, State of New Jersey - Pinnacle	01-Apr-2019 100-997-0017-001	Accounts Payable	1,196.73
Bill Pmt -Check	04/12/2019	12368	UPS	2Y687X139	Accounts Payable	17.59
Bill Pmt -Check	04/12/2019	12369	Verizon Wireless	9827325193	Accounts Payable	283.88
Bill Pmt -Check	04/12/2019	12370	W.B. Mason Company, inc.	IS0933783	Accounts Payable	257.91
Bill Pmt -Check	04/26/2019	12371	100 & RW CRA, LLC.	005192	Accounts Payable	12,251.67
Bill Pmt -Check	04/26/2019	12372	Comcast	040719 Acct 8499052530247545	Accounts Payable	86.90
Bill Pmt -Check	04/26/2019	12373	Commonwealth Land Title Company, LLC	M-6285-1	Accounts Payable	50.00
Bill Pmt -Check	04/26/2019	12374	Mercer County Community College.	Reservation 25791 B P3 Conference Balance	Accounts Payable	960.00
Bill Pmt -Check	04/26/2019	12375	Nelson, Steven	04172019 3/21/19 Travel	Accounts Payable	17.50
Bill Pmt -Check	04/26/2019	12376	Neopost	56629718	Accounts Payable	465.57
Bill Pmt -Check	04/26/2019	12377	NJ OIT Fiscal Services	2019March	Accounts Payable	1,500.54
Bill Pmt -Check	04/26/2019	12378	Rice Financial Products	03/21/2019 EB, SS, SN, CM	Accounts Payable	20.00
Bill Pmt -Check	04/26/2019	12379	Toles, Strella R.	04/22/2019 Mtg	Accounts Payable	20.98
Bill Pmt -Check	04/26/2019	12380	Treasurer, State of New Jersey - Pinnacle	03/18/2019, Business Cards	Accounts Payable	178.25
Bill Pmt -Check	04/26/2019	12381	UPS	2Y687X169	Accounts Payable	96.92
Bill Pmt -Check	04/26/2019	12382	US Bank	5219619 Trustee Fees	Accounts Payable	3,232.50
						84,153.49

New Jersey Educational Facilities Authority
Summary of Construction Funds
As of April 30, 2019

<u>Institution</u>	<u>Issue</u>	<u>Description</u>	<u>Bond Proceeds</u>	<u>Net Disbursed</u>	<u>Balance</u>	<u>% Complete</u>
<u>Private</u>						
Stevens Institute of Technology	2017 Series A	Various Renov & Improvements, Refund 1998 I, 2007 A	\$ 76,911,558.14	\$ (55,137,621.19)	\$ 21,773,936.95	72%
Rider University	2017 Series F	Academic & Residential Facilities, Science & Technology Bldg	44,228,160.45	(9,041,416.23)	35,186,744.22	20%
Georgian Court University	2017 Series G&H	Various Capital Improvements & Renovations, Refund 07 D, H	7,874,383.16	(292,568.40)	7,581,814.76	4%
Sub Total			\$ 129,014,101.75	\$ (64,471,605.82)	\$ 64,542,495.93	
<u>Public</u>						
Montclair State University	Series 2014 A	Various Refundings and Capital Projects	\$ 156,675,111.09	\$ (139,140,293.77)	\$ 17,534,817.32	89%
New Jersey City University	Series 2015 A	Various Renovations & Improv, Refund 02 A, 08 E	37,869,656.10	(34,818,210.82)	3,051,445.28	92%
Stockton University	Series 2016 A	Science Center, Academic Bldg, Quad Project	26,207,528.53	(23,780,823.73)	2,426,704.80	91%
Ramapo College of New Jersey	Series 2017 A	Refund 06 I, Renov Library, Learning Center	11,278,830.75	(994,840.39)	10,283,990.36	9%
William Paterson University of New Jersey	Series 2017 B	New Residence Hall	30,427,779.25	(26,956,803.15)	3,470,976.10	89%
Sub Total			\$ 262,438,905.72	\$ (225,690,971.86)	\$ 36,767,933.86	
<u>Other Programs</u>						
Equipment Leasing Fund	Series 2014 A&B	Acquisition and Installation of Equipment	\$ 101,266,893.00	\$ (93,329,968.12)	\$ 7,936,924.88	92%
Technology Infrastructure Fund	Series 2014	Development of Technology Infrastructure	41,313,667.00	(37,811,602.15)	3,502,064.85	92%
Capital Improvement Fund	Series 2014 A-D	Capital Improvements	191,905,596.00	(185,566,567.76)	6,339,028.24	97%
Facilities Trust Fund	Series 2014	Construct, Reconstruct, Develop & Improve Facilities	219,977,164.00	(189,929,636.01)	30,047,527.99	86%
Capital Improvement Fund	Series 2016 B	Capital Improvements	146,700,261.19	(111,935,104.29)	34,765,156.90	76%
Sub Total			\$ 701,163,381.19	\$ (618,572,878.33)	\$ 82,590,702.86	
Grand Total			\$1,092,636,588.66	\$ (908,735,456.01)	\$ 183,901,132.65	