

RESOLUTION NO. WW-4-21-24-R

**RESOLUTION AUTHORIZING CONTINUED NEGOTIATIONS AND EXECUTION
OF A LANDFILL GAS SALE AND PURCHASE AGREEMENT
WITH TRIDENT GROUP LLC**

WHEREAS, the Middlesex County Utilities Authority (“Authority”) has been engaged in negotiations with Cinnamon Bay, LLC, a limited liability company (“Cinnamon Bay”) and Trident Group LLC, a recently formed limited liability company (“Trident Group”) for the purpose of gas management and marketing, both with their principal offices at 149 South Main Street, Milltown, New Jersey regarding a proposed Landfill Gas Sale and Purchase Agreement for the sale of Renewable Biogas or Biomethane (“RB”) by the Authority to Trident Group and the sale of Brown Gas by Trident to the Authority; and

WHEREAS, counsel for Trident Group and Cinnamon Bay has presented the Authority with a proposed form of Agreement on behalf of the Trident Group which sets forth the terms and conditions involved in the sale of such RB and Brown Gas between the parties, and the Authority’s staff, the Authority’s consultant, Gable and Associates, and the Authority’s counsel have reviewed the proposed agreement and are in continuing negotiations with Cinnamon Bay/Trident Group and their counsel, in an effort to finalize the terms and conditions of the Agreement; and

WHEREAS, the Authority seeks approval to authorize execution of the Agreement by the Executive Director, upon completion of the negotiations and finalization of the terms and conditions of the Agreement and approval of said terms and conditions by Authority staff, Gabel Associates and counsel.

NOW, THEREFORE, IT IS RESOLVED by the Commissioners of the Middlesex County Utilities Authority, as follows:

1. For all future reference, the title of this Resolution, “Resolution Authorizing Continued Negotiations and Execution of a Landfill Gas Sale and Purchase Agreement with Trident Group, LLC”, and all subsequent documents associated with the matters addressed herein shall reference this title.

2. The Executive Director is hereby authorized to execute the Landfill Gas Sale and Purchase Agreement with Trident Group, LLC and any other necessary documents, for such sale as described herein, as set forth in this Resolution.

3. This Agreement is authorized pursuant to the authority set forth in the Municipal and County Utilities Authorities Law, N.J.S.A. 40: 14B- 1 et seq.

4. This resolution shall take effect upon the expiration of the Middlesex County Board of County Commissioners’ review period, in accordance with law.

RESOLUTION NO. SW-4-21-25-R

**RESOLUTION OF THE
MIDDLESEX COUNTY UTILITIES AUTHORITY
AUTHORIZING AN AMENDMENT TO THE GROUND LEASE WITH 39 EDGEBORO
ROAD URBAN RENEWAL, LLC**

WHEREAS, pursuant to *N.J.S.A. 40:14B-20(14)* a county utilities authority is empowered to enter into any and all agreements or contracts, execute any and all instruments and do and perform any and all acts or things necessary, convenient or desirable for the purposes of the Middlesex County Utilities Authority (the "**Authority**") or to carry out any power given in the Municipal and County Utilities Authorities Law, *N.J.S.A. 40:14B-1 et seq.* (the "**Act**"); and

WHEREAS, the Authority owns or controls approximately 10.44 acres of land (the "**Property**") in Middlesex County, New Jersey, being a portion of Block 834, Lots 4.17 and 4.23 and a portion of the Lot 4.19 in the Township of East Brunswick, Middlesex County, New Jersey; and,

WHEREAS, 39 Edgeboro Road Urban Renewal, LLC (the "**Tenant**") is the owner of an adjoining property to the south of the Property, being a portion of Block 834, Lot 34.11 and identified by the street address 39 Edgeboro Road, East Brunswick, New Jersey; and

WHEREAS, in consideration of the rent payments and mutual covenants contained in the Ground Lease negotiated between the Authority and the Tenant, the Authority, pursuant to Resolution No. SW-1-21-19-R, adopted January 26, 2021, agreed to lease to Tenant, and Tenant agreed to lease from the Authority, the Property (the "**Lease**"); and

WHEREAS, the Authority and the Tenant desire to amend the Lease, in a form substantially similar to that attached hereto as Exhibit A (the "**Amendment**"), to establish the terms of the Amendment to the Lease of the Property and all obligations arising therefrom; and

NOW, THEREFORE, BE IT RESOLVED, by the Commissioners of the Middlesex County Utilities Authority as follows;

1. The aforementioned recitals are incorporated herein as though fully set forth at length.
2. The Authority hereby authorizes execution of the Amendment to the Lease between the Authority and Tenant.

3. The Authority authorizes the Chairman to execute said Amendment in the form approved by the Executive Director, in consultation with counsel, subject to certain additions, deletions and amendments as deemed necessary, the form of which is attached hereto as Exhibit A. The Secretary is authorized to attest to the signature of the Chairman appearing thereon and to affix the seal of the Authority thereto.

4. This Resolution shall take effect upon expiration of the Middlesex County Board of County Commissioners' review period in accordance with law.

Moved by:

Seconded by:

RECORDED VOTE

	YES	NO	ABSTAIN	NOT VOTING	NOT PRESENT
Light					
Wiley					
Cruz					
Diehl					
Jacobs					
Juliano					
Murray					
Zullo					
Convery					
Williams					

The foregoing is a true copy of a resolution adopted by the governing body of the Authority on April 27, 2021.

MIDDLESEX COUNTY UTILITIES AUTHORITY

Secretary