

BOARD OF TRUSTEES OF MIDDLESEX COUNTY COLLEGE

Minutes of the Special Meeting of April 6, 2011

A specially scheduled meeting of the Board of Trustees of Middlesex County College was held at 9:00 a.m. in the Boardroom of Chambers Hall, located on the College campus. Members present were: Mmes. Power (telephonically) and Brosnan-Barth and Messrs. Bauer, Finkelstein, Lisicki, Sica, and Tighe. Ms. Palumbo and Messrs. Antisell, Mulkerin Raja, and Stewart were absent. Also present were President La Perla-Morales, Mr. Hoffman, Ms. D'Aloisio, several staff members, and Messrs. McBride, Samuels and Cornell.

In compliance with the "Open Public Meetings Act" of the State of New Jersey, adequate notice of this meeting was provided as follows:

- (a) On March 25, 2011, advance written notice of this meeting was posted in the lobby of Chambers Hall.
- (b) On March 25, 2011, advance written notice of this meeting was mailed to The Home News Tribune, 35 Kennedy Boulevard, East Brunswick, New Jersey and The Star Ledger, 205 New Brunswick Avenue, Second Floor, Hopelawn, New Jersey.
- (c) On March 25, 2011, a copy of the advance notice of this meeting was filed with the Clerk of the Middlesex County Board of Chosen Freeholders.
- (d) On March 25, 2011, a copy of this advance notice was filed with the President of Middlesex County College.
- (e) Any individual who has requested notice of this meeting has been forwarded a copy of the notice of such meeting.

Vice Chairman Tighe called the meeting to order for the purpose of introducing a resolution for the solar project. Mr. Tighe led the Pledge of Allegiance.

FACILITY COMMITTEE

Mr. Sica moved, seconded by Mr. Tighe, for adoption of the following resolution:

1. WHEREAS, Middlesex County College (the “College”) is committed to reducing its energy costs as much as reasonably possible and is interested in utilizing environmentally friendly sources of energy;

WHEREAS, the College undertook an analysis of its current electricity purchases and an analysis of the ability to install solar photovoltaic systems on the campus;

WHEREAS, the College Board of Trustees (“Board”) has determined that in order to reduce its energy costs and to utilize environmentally friendly sources of energy, the College should install solar photovoltaic systems on various sections of the College campus in order to generate electricity to be consumed by the College;

WHEREAS, on February 24, 2011, the College re-issued a request for proposals (“RFP”) from qualified firms for the development, design, installation and operation of solar photovoltaic systems at various locations at the College;

WHEREAS, the RFP requires the successful bidder to enter into a power purchase agreement (the “PPA”) with the College for the sale of electricity to be generated by the photovoltaic systems for a period of fifteen years with an option for the College to purchase the systems;

WHEREAS, on March 16, 2011, a pre-bid conference was conducted and addenda to the RFP and responses to questions from prospective bidders were issued on March 10, 2011 and March 23, 2011;

WHEREAS, on April 1, 2011, the College received responses to the RFP from Vanguard Energy Partners, L.L.C. (“Vanguard”), Pravco, Inc. (“Pravco”), and SunDurance Energy, LLC (“SunDurance”);

WHEREAS, a review committee consisting of representatives of the College and CME Engineering (“Committee”) reviewed the bid submissions and determined that Vanguard is the lowest responsible bidder, and as such, recommends the College award a power purchase agreement to Vanguard for power to be purchased from solar photovoltaic systems (“PV Systems”) to be installed at the following College locations: Parking Lot 2 (SEF-1); Parking Lot 6A and 6B (SEF-2); Johnson Learning Center (SEF-3); College Center/Performing Arts Center (SEF-4); Physical Education Center (SEF-5); L’Hommedieu Hall (SEF-6); and Facilities Management (SEF-7) (“College Sites”).

WHEREAS, Vanguard submitted a bid for the sale of electricity for a term of fifteen years to the College at a first year rate of \$.026 per kWh for all electricity to be generated by the PV systems at the College properties. Vanguard's bid provides that the kWh rate shall increase in the sixth year at a rate of 2.5% annually.

NOW, THEREFORE, be it resolved as follows:

- a. The Board adopts the recommendation of the Committee that a PPA contract be awarded to Vanguard for the College Sites identified above, as the lowest responsible bidder.
- b. The Board authorizes the College President to execute a PPA substantially in the form attached to the RFP. The form of power purchase agreement shall be subject to the review and final approval of legal counsel for the College, and the award is conditioned on the execution of the PPA by both parties within thirty (30) days of the date of this Resolution.

After discussion, the motion was approved.

A discussion then ensued by legal counsel and members of the Board of Trustees on potential recourse against BP Solar by virtue of their refusing to execute a Power Purchase Agreement after the Board, on January 26, 2011, awarded the solar contract to BP Power.

There being no further business, the meeting adjourned at 9:29 a.m. The next regular meeting of the Board will take place on Wednesday, April 27, 2011, in the Chambers Hall Boardroom located on the campus of Middlesex County College.

HANK BAUER
Secretary

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