

**RESOLUTION AUTHORIZING A CONTRACT FOR PROFESSIONAL  
AUDITING SERVICES BY FERRAIOLI, WIELKOTZ,  
CERULLO & CUVA, P.A.**

**WHEREAS**, the Pequannock River Basin Regional Sewerage Authority (the "Authority") is engaged in a bond refinancing known as the "2012 Refunding Bond Transaction"; and

**WHEREAS**, in connection with the 2012 Refunding Bond Transaction, the Authority requires the performance of professional auditing and financial services; and

**WHEREAS**, the Authority has received and reviewed the proposal of Paul Cuva, C.P.A. of the firm of Ferraioli, Wielkocz, Cerullo & Cuva, P.A. dated March 29, 2012 for services to consist generally of: (1) Preparation of certain economic, demographic and debt information on the Authority's participants to be included in the Preliminary Official Statement and Official Statement, (2) Preparation of the mathematical verification of the escrow fund; and (3) Preparation of a comfort letter if so requested by the Underwriter for a total not to exceed fee of \$7,500.00, on a cost reimbursement basis.

**NOW, THEREFORE, BE IT RESOLVED** by the Pequannock River Basin Regional Sewerage Authority in the Counties of Morris and Passaic in the State of New Jersey on this 18<sup>th</sup> day of April, 2012 as follows:

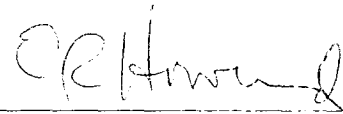
1. The Chairman is authorized and directed to sign an agreement in a form approved by the Authority Attorney providing for the performance of the scope of work set forth in the Ferraioli, Wielkocz, Cerullo & Cuva, P.A. proposal of March 29, 2012 for a total fee of \$7,500.00, on a not to exceed basis.
2. This Resolution shall be published in accordance with N.J.S.A. 40A:11-5 (l)(a)(ii).
3. The Secretary is authorized and directed to cause a copy of this Resolution to be published in the official newspaper of the Authority concerning the appointment of the aforesaid consultants within ten (10) days of the date hereof. The aforesaid firm shall be

paid from funds appropriated for these purposes in accordance with the duly adopted budget of the Authority, the General Bond Resolution of July 15, 1986 and all supplements thereto, and other implementing resolutions of the Authority. The agreement for services shall be on file and available for inspection by members of the public in accordance with law.

4. This Resolution shall take effect as provided by law.

### CERTIFICATION

Certified to be a true copy of a Resolution adopted by the Pequannock River Basin Regional Sewerage Authority at a duly convened meeting of the Board held on April 18, 2012.



Edwin Howard, Secretary