

New Jersey Public Broadcasting Authority Meeting of the Members of the Board

April 9, 2019 at 1:00 p.m.

Department of the Treasury
Conference Room and by Conference Call
225 W. State Street, 4th Floor
Trenton, NJ 08608

MINUTES

Elizabeth Maher Muoio, Chair, Presiding

Minutes of the meeting of the New Jersey Public Broadcasting Authority (“NJPBA” or “Authority”) held at the Conference Room of the Department of the Treasury, 225 W. State Street, 4th Floor, Trenton, NJ 08608, and by Conference Call on April 9, 2019, at 1:07 p.m.

1. CALL TO ORDER, OPEN PUBLIC MEETINGS ACT STATEMENT AND ROLL CALL

Ms. Elizabeth Maher Muoio called the meeting to order. Ms. Muoio read the Open Public Meetings Act statement as follows:

In accordance with the provisions of the Open Public Meetings Act of the State of New Jersey, notice of this meeting has been filed with the Office of the Secretary of State, has been posted on the appropriate bulletin boards maintained for such purposes by the Authority, and distributed by press release to two daily newspapers in New Jersey. Notice was made in advance of this meeting.

Ms. Muoio then requested a roll call. NJPBA Members present and participating at the meeting were Elizabeth Maher Muoio; Douglas Eakeley (*via phone*); and Ford Scudder (*via phone*). Also present and participating were Catherine Brennan, Deputy State Treasurer; John Servidio, General Manager, Public Media NJ, Inc.; Robert Feinberg, Vice President and General Counsel, WNET; Kavin Mistry, Deputy Director, Division of Law; Susan Wilkerson, Deputy Attorney General, Division of Law; Craig Ambrose, Assistant Counsel, Governor’s Authorities Unit; Richard Williams, Acting Executive Director, NJPBA; and Nichol R. Gee, Assistant Chief of Office Services, NJPBA (*taking minutes*). One member of the public was also present.

2. RESOLUTION APPROVING THE MINUTES OF THE OCTOBER 23, 2018 MEETING

**RESOLUTION APPROVING THE MINUTES
OF THE OCTOBER 23, 2018 MEETING**

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Members of the Authority desire to approve the minutes of the October 23, 2018 meeting of the Authority, attached hereto as Exhibit A.

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

1. The Members of the Authority hereby approve the minutes of the October 23, 2018 meeting of the Authority.
2. This resolution shall take effect immediately in accordance with the Act.

Ms. Muoio asked for a motion to approve a Resolution Approving the Minutes of the October 23, 2018 Meeting. Mr. Eakeley made a motion to approve the resolution. Mr. Scudder seconded the motion. Ms. Muoio asked for a voice vote. The motion to approve the Resolution Approving the Minutes of the October 23, 2018 Meeting was voted upon and approved unanimously.

3. REPORT FROM PUBLIC MEDIA NJ, INC.

Ms. Muoio asked Mr. John Servidio to present a report from Public Media NJ, Inc. (“PMNJ”). Mr. Servidio introduced Mr. Robert Feinberg. Mr. Feinberg explained that WNET was the sole member of PMNJ which operated NJTV. He said a station report had been circulated to the members prior to the meeting which summarized the programming produced and broadcast by PMNJ since their last report to the Board. Mr. Feinberg stated that WNET recently acquired the digital news site NJ Spotlight. As a result, eight reporters were added to their staff for statewide coverage.

Mr. Servidio stated that PMNJ broadcast 30 to 35 hours of Jersey-centric programming each month which they either produced or acquired. He highlighted the In Your Neighborhood initiative, which involved a combination of live programming and town hall meetings to address important topics in each community. PMNJ had covered nine locations to date and would be at the Edison Museum in May 2019.

Mr. Servidio said the addition of the eight NJ Spotlight reporters would have a large impact on NJTV with the development of a Spotlight segment in the nightly news and expanded online coverage statewide. Overall, funding was stable, and there were initiatives for

growth. PMNJ planned to expand the studio space in Newark to include a new digital studio. Chair Muoio asked if there was room to expand at PMNJ's current location. Mr. Servidio confirmed there was, and stated that PMNJ's studio space was also available for third-party rental.

Ms. Brennan asked if the NJ Spotlight acquisition had any bearing on the State employment and pension system. Mr. Feinberg explained that WNET created a subsidiary, WNET Spotlight, LLC, which covered the salaries and expenses related to the acquisition. Chair Muoio noted that the PMNJ report showed an increase in viewership. Mr. Servidio concurred and stated that PMNJ had also increased their presence in the community and online. There was a brief discussion about upcoming business and political coverage. Mr. Eakeley congratulated PMNJ and WNET on the acquisition of NJ Spotlight.

4. REPORT FROM THE EXECUTIVE DIRECTOR

Ms. Muoio asked Acting Executive Director Richard Williams to report to the Board. Mr. Williams stated that in January, the Audit Committee had met with the auditors from Mercadien, P.C. to review the Independent Audit Report for Fiscal Year 2018. He said the auditors presented an unmodified, clean opinion, and the Audit Committee unanimously recommended acceptance of the Fiscal Year 2018 Audit Report by the Board.

Mr. Williams asked Ms. Nichol R. Gee to report on the New Jersey Network ("NJN") Archives project. Ms. Gee stated that the work to digitize and preserve the NJN program library was ongoing. The Robert Wood Johnson Foundation grant which NJPBA partnered with PMNJ for was extended to February 2020. The digitization of 10,000 assets was nearly complete. The work on classroom modules and the transfer of content to other partners would begin in the next few months. NJPBA was preparing to send another 10,000 assets for digitization starting in the fall.

Mr. Williams reported that the operating budget for the NJPBA for Fiscal Year 2020 remained unchanged from previous years. He updated the Board on capital projects that were undertaken or planned for Fiscal Years 2018 through 2020. The revised budget the Board would vote on in this meeting included funding for security and tower maintenance.

Mr. Williams briefly reviewed the resolutions for additional grant funding and new and amended licenses for tower space. He explained that the agreement with Earth Networks would facilitate environmental testing and included a provision for the data to be shared with the State.

5. RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY ACCEPTING THE FISCAL YEAR 2018 AUDIT REPORT

RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY ACCEPTING THE FISCAL YEAR 2018 AUDIT REPORT

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Audit Committee established pursuant to Article IX, Section 1 of the By-Laws and in accordance with the requirements of Executive Order No. 122 (McGreevey 2004) (“EO 122”) has reviewed the Independent Auditor Report from the firm of Mercadien, P.C., the Independent Auditor to the Authority, for Fiscal Year 2018 (“Fiscal Year 2018 Audit Report”); and

WHEREAS, the Audit Committee recommends acceptance of the Fiscal Year 2018 Audit Report by the Authority; and

WHEREAS, the Authority desires to accept the Fiscal Year 2018 Audit Report.

NOW, THEREFORE, BE IT RESOLVED BY THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:

1. The Authority hereby accepts the Fiscal Year 2018 Audit Report from the firm of Mercadien, P.C., the Independent Auditor to the Authority.
2. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution of the New Jersey Public Broadcasting Authority Accepting the Fiscal Year 2018 Audit Report. Mr. Scudder made the motion to approve the resolution. Mr. Eakeley seconded the motion. Chair Muoio asked for a voice vote. The motion to approve the Resolution of the New Jersey Public Broadcasting Authority Accepting the Fiscal Year 2018 Audit Report was voted upon and approved unanimously.

6. RESOLUTION APPROVING THE FISCAL YEAR 2020 BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING THE FISCAL YEAR 2020 BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Members of the Authority are required to approve a budget for the Authority; and

WHEREAS, the staff of the Authority recommends approval of the budget for the time period beginning on July 1, 2019 through and including June 30, 2020 of the Authority (the “Fiscal Year 2020 Budget”) attached hereto as Exhibit A, authorizing a total expenditure of \$2,175,000 by the Authority during the course of Fiscal Year 2020.

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

1. The Members of the Authority hereby approve the Fiscal Year 2020 Budget of the Authority, as set forth in Exhibit A attached hereto and hereby authorize the Executive Director of the Authority to take all actions necessary to implement the Fiscal Year 2020 Budget, including the payment of legal fees for FCC special counsel and any costs to effectuate the Transfer Act.

2. In the event the amount eventually appropriated to the Authority as set forth in the Fiscal Year 2020 Appropriations Act differs from the amount set forth in the Fiscal Year 2020 Budget, the Executive Director is directed to prepare an amended Fiscal Year 2020 Budget taking into account such differences for consideration and approval by the Members of the Authority.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving the Fiscal Year 2020 Budget for the New Jersey Public Broadcasting Authority. Mr. Eakeley made the motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a voice vote. The motion to approve the Resolution Approving the Fiscal Year 2020 Budget for the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

7. RESOLUTION APPROVING AN AMENDED AND RESTATED 2018-2020 CAPITAL BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

**RESOLUTION APPROVING AN AMENDED AND RESTATED
2018-2020 CAPITAL BUDGET**

FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, under the Programming and Services Agreement dated as of July 1, 2011 (the “Programming and Services Agreement”) by and between the New Jersey Public Broadcasting Authority (“NJPBA”) and Public Media NJ, Inc. (“PMNJ”), PMNJ has agreed to provide programming, including New Jersey-centric news, public affairs and information programming (the “Programming”), on the stations (WNJT(TV) Trenton, WNJB(TV) New Brunswick, WNJN(TV) Montclair, WNJS(TV) Camden, W35DK-D Sussex, W49BE-D Hackettstown, and W43CH-D Belvidere)(collectively, the “Stations”) in the State’s public broadcasting system; and

WHEREAS, the Authority is responsible for keeping in good working order and repair the transmission equipment and facilities, including, but not limited to, the Authority’s microwave hub site at Lawrenceville, N.J., transmitters and transmission lines, all necessary auxiliary facilities, and all electrical and utility services (collectively, the “Transmission Facilities”) serving the Stations in the State’s public broadcasting system; and

WHEREAS, the Authority adopted a capital budget for 2018 through 2020 (the “2018-2020 Capital Budget”) on October 23, 2018, authorizing a total expenditure of \$3,397,168 by the Authority in 2018-2020 to undertake certain capital projects; and

WHEREAS, the Authority-approved projects and the amounts budgeted need to be revised based on changes in priorities, funding, and updated costs for the Authority-approved capital projects; and

WHEREAS, the Authority will undertake certain additional capital projects with respect to the Transmission Facilities as more fully described in an amended and restated 2018-2020 capital budget (the “Amended and Restated 2018-2020 Capital Budget”) attached hereto as Exhibit A; and

WHEREAS, Authority staff recommends approval of the Amended and Restated 2018-2020 Capital Budget, attached hereto as Exhibit A, authorizing a total expenditure of \$3,897,168 by the Authority on the capital projects as described in the Amended and Restated 2018-2020 Capital Budget.

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

1. The Members of the Authority hereby approve the Amended and Restated 2018-2020 Capital Budget of the Authority, as set forth in Exhibit A attached hereto and hereby authorize the Executive Director of the Authority to take all actions necessary to implement the Amended and Restated 2018-2020 Capital Budget, subject to the availability of funds.
2. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving an Amended and Restated 2018-2020 Capital Budget for the New Jersey Public Broadcasting Authority. Mr. Eakeley made the motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a voice vote. The motion to approve the Resolution Approving an Amended and Restated 2018-2020 Capital Budget for the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

8. RESOLUTION APPROVING AN AMENDMENT OF THE PUBLIC BROADCASTING SERVICE TRANSLATOR RELOCATION PROGRAM SUB-GRANT AGREEMENT FOR STATE AND UNIVERSITY LICENSEES

RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY APPROVING AN AMENDMENT OF THE PUBLIC BROADCASTING SERVICE TRANSLATOR RELOCATION PROGRAM SUB-GRANT AGREEMENT FOR STATE AND UNIVERSITY LICENSEES

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, pursuant to the Transfer Act, the Authority entered into a Programming and Services Agreement (the “PMNJ Agreement”) dated as of July 1, 2012, with Public Media NJ, Inc. (“PMNJ”), whereby PMNJ has agreed to provide programming, including New Jersey-centric news, public affairs and information programming (the “Programming”) on the stations (WNJT(TV) Trenton, WNJB(TV) New Brunswick, WNJN(TV) Montclair, WNJS(TV) Camden, W23EX-D Sussex, W49BE-D Hackettstown, and W43CH-D Belvidere)(collectively, the “Stations”) on the State of New Jersey’s (the “State”) public broadcasting system; and

WHEREAS, the Authority is responsible for keeping in good working order and repair the transmission equipment and facilities, including, but not limited to, the Authority’s microwave hub site at Lawrenceville, N.J., transmitters and transmission lines, all necessary auxiliary facilities, and all electrical and utility services (collectively, the “Transmission Facilities”) serving the Stations in the State’s public broadcasting system; and

WHEREAS, in accordance with the Middle Class Tax Relief and Job Creation Act of 2012, Pub. L. No. 112-96, §§ 6402, 6403, the Federal Communications Commission (“FCC”) conducted a broadcast spectrum incentive auction (the “Auction”); and

WHEREAS, as a result of the Auction, the FCC has assigned W23EX-D Sussex translator to a channel within the new core TV spectrum (TV Channels 2-36); and

WHEREAS, the Authority applied for funding under the Public Broadcasting Service (“PBS”) TV Translator Relocation Grant Program to provide funds for all reasonable costs associated with channel relocation within the new core TV spectrum; and

WHEREAS, PBS previously awarded funding in the amount of \$185,904.00 to the Authority under the PBS TV Translator Relocation Grant Program (the “Grant”) for all reasonable costs of the relocation of the Authority’s W49BE-D Hackettstown and W43CH-D Belvidere translators within the new core TV spectrum; and

WHEREAS, PBS will be amending the awarded Grant to include an additional \$52,782.24 for W23EX-D Sussex translator channel relocation funding under the PBS TV Translator Relocation Grant Program; and

WHEREAS, it is the Authority’s best interests to enter into the amended PBS Translator Relocation Program Sub-grant Agreement (the “Agreement”) for State and University Licensees (the “Amendment”) to receive the funding awarded by PBS; and

WHEREAS, the Authority wishes to authorize entry into the amended Agreement.

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

1. The Members of the Authority hereby approve the amended Agreement in substantially the form previously presented to the Members and authorize the Executive Director to execute and deliver the amended Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the amended Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the amended Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve a Resolution Approving an Amendment of the Public Broadcasting Service Translator Relocation Program Sub-grant Agreement for State and University Licensees. Mr. Scudder made the motion to approve the resolution. Mr. Eakeley seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving an Amendment of the Public Broadcasting Service Translator Relocation Program Sub-grant Agreement for State and University Licensees was voted upon and approved unanimously.

9. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN MOUNTAIN BROADCASTING CORPORATION AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN MOUNTAIN BROADCASTING CORPORATION AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Authority and Mountain Broadcasting Corporation (“MBC”) wish to terminate the existing Lease Agreement dated as of July 7, 2004, and the First Amendment to Tower Access and License Agreement dated August 6, 2013 (the “First Amendment”) between the Authority and MBC (collectively, the “Prior Agreement”), whereby MBC licensed certain space on the Authority’s broadcasting tower located at 7 Geiger Lane located in the municipality of 42 Clove Road, Little Falls, County of Passaic, State of New Jersey (the “Montclair Tower”); and

WHEREAS, the Authority and MBC wish to terminate the Prior Agreement by means of Second Amendment to Tower Access and License Agreement (MOUNTAIN-200407) (the “Termination Amendment”); and

WHEREAS, the Authority wishes to enter into a new Tower Access and License Agreement (the “New Agreement”) with MBC for the purpose of providing access and a license to place wireless telecommunications equipment on the Montclair Tower; and

WHEREAS, the term of the New Agreement will be for five (5) years with three five (5) year renewal options with an initial rental fee of \$89,081.77 per year and \$4,688.51 for land use for location of the wireless telecommunications equipment being installed pursuant to the New Agreement. Upon each anniversary of the New Agreement, the License Fee shall increase three percent (3%) over the previous year’s License Fee; and

WHEREAS, MBC is only authorized to install equipment on the Montclair Tower which has been approved by the Authority’s engineering department and is consistent with current Authority standards and policies; and

WHEREAS, the Authority wishes to approve the entry into the New Agreement and the Termination Amendment, respectively, with MBC;

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

1. The Members of the Authority hereby approve the New Agreement and the Termination Amendment (each as attached hereto as Exhibit A), in substantially the forms presented at this meeting and authorize the Executive Director to execute and deliver the New Agreement and the Termination Amendment, respectively, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the New Agreement and the Termination Amendment, respectively, and authorize the Executive Director to take any and all action necessary to effectuate and implement the New Agreement and the Termination Amendment, respectively, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between Mountain Broadcasting Corporation and the New Jersey Public Broadcasting Authority. Mr. Scudder made the motion to approve the resolution. Mr. Eakeley seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between Mountain Broadcasting Corporation and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

10. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN EARTH NETWORKS, INC. AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN EARTH NETWORKS INC. AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Authority wishes to enter into a Tower Access and License Agreement (the “Agreement”) with Earth Networks, Inc., for the purpose of providing access and a license to place weather station and greenhouse gas monitoring equipment on the Authority’s broadcasting tower located at 1647 Arrow Head Drive located in the municipality of Waterford Township in the County of Camden, State of New Jersey (the “Tower”); and

WHEREAS, the term of the Agreement will be for one (1) year with five (5) additional one (1) year renewal options with an initial license fee of \$8,732.40 per year (the “License Fee”) and \$459.60 charge for land use (the “Land Use Charge”) for location of the weather station and greenhouse gas monitoring equipment being installed pursuant to the Agreement. Upon each anniversary of the Agreement, the License Fee and the Land Use Charge shall increase three percent (3%) over the previous year’s License Fee and Land Use Charge, respectively; and

WHEREAS, Earth Networks, Inc. is only authorized to install equipment on the Tower which has been approved by the Authority’s engineering department and is consistent with current Authority standards and policies; and

WHEREAS, the Authority wishes to approve the entry into the Agreement with Earth Networks, Inc.;

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

1. The Members of the Authority hereby approve the Agreement attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between Earth Networks, Inc. and the New Jersey Public Broadcasting Authority. Mr. Eakeley made the motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between Earth Networks, Inc. and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

11. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN SUBCARRIER COMMUNICATIONS AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN SUBCARRIER COMMUNICATIONS AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Authority and Subcarrier Communications (“Subcarrier”) wish to terminate the existing Lease Agreement dated as of January 23, 1998, between the Authority and Subcarrier (the “Prior Agreement”), whereby Subcarrier licensed certain space on the Authority’s broadcasting tower located at 7 Geiger Lane located in the municipality of Warren in the County of Somerset, State of New Jersey (the “Tower”); and

WHEREAS, the Authority and Subcarrier wish to terminate the Prior Agreement by means of an Agreement to Terminate Lease Agreement (SUBCAR04-199801) (the “Termination Agreement”); and

WHEREAS, the Authority wishes to enter into a new Tower Access and License Agreement (the “Agreement”) with Subcarrier for the purpose of providing access and a license to place wireless telecommunications equipment on the Tower; and

WHEREAS, the term of the Agreement will be for five (5) years with four five (5) year renewal options with an initial license fee of \$64,471.48 per year (the “License Fee”) and \$3,393.20 charge for land use (the “Land Use Charge”) for location of the wireless telecommunications equipment being installed pursuant to the Agreement. Upon each anniversary of the Agreement, the License Fee and Land Use Charge shall increase three percent (3%) over the previous year’s License Fee and Land Use Charge, respectively; and

WHEREAS, Subcarrier is only authorized to install equipment on the Tower which has been approved by the Authority’s engineering department and is consistent with current Authority standards and policies; and

WHEREAS, the Authority wishes to approve the entry into the Agreement and the Termination Agreement, respectively, with Subcarrier;

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

1. The Members of the Authority hereby approve the Agreement and the Termination Agreement (each as attached hereto as Exhibit A), in substantially the forms presented at this meeting and authorize the Executive Director to execute and deliver the Agreement and the Termination Agreement, respectively, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Agreement and the Termination Agreement, respectively, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Agreement and the Termination

Agreement, respectively, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between Subcarrier Communications and the New Jersey Public Broadcasting Authority. Mr. Eakeley made the motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between Subcarrier Communications and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

12. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN ENGLE BROADCASTING LLC AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN ENGLE BROADCASTING, LLC AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Authority wishes to enter into a Tower Access and License Agreement (the “Agreement”) with Engle Broadcasting, LLC for the purpose of providing access and a license to place wireless telecommunications equipment on the Authority’s broadcasting tower located at 1647 Arrow Head Drive, located in the Municipality of Waterford Township, in the County of Camden, State of New Jersey (the “Tower”); and

WHEREAS, the term of the Agreement will be for five (5) years with three (3) five (5) year renewal options with an initial license fee of \$24,987.55 per year (the “License Fee”) and \$1,315.13 charge for land use (the “Land Use Charge”) for location of the wireless telecommunications equipment being installed pursuant to the Agreement. Upon each anniversary of the Agreement, the License Fee and the Land Use Charge shall increase three percent (3%) over the previous year’s License Fee and Land Use Charge, respectively; and

WHEREAS, Engle Broadcasting, LLC is only authorized to install equipment on the Tower which has been approved by the Authority’s engineering department and is consistent with current Authority standards and policies; and

WHEREAS, the Authority wishes to approve the entry into the Agreement with Engle Broadcasting, LLC.

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

1. The Members of the Authority hereby approve the Agreement attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between Engle Broadcasting LLC and the New Jersey Public Broadcasting Authority. Mr. Scudder made the motion to approve the resolution. Mr. Eakeley seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between Engle Broadcasting LLC and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

13. RESOLUTION APPROVING AN AMENDMENT OF A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN NEW CINGULAR WIRELESS PCS, LLC AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING AN AMENDMENT OF A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN NEW CINGULAR WIRELESS PCS, LLC AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

WHEREAS, the Authority entered into a lease agreement with New Cingular Wireless PCS, LLC (“New Cingular”) dated as of December 1, 2009 (the “Original

Agreement”), for the purpose of installing radio frequency equipment at the Authority’s broadcasting tower located at 7 Geiger Lane, located in the municipality of Warren in the County of Somerset, State of New Jersey (the “WNJB Tower”); and

WHEREAS, Licensee desires to add equipment to the Original Agreement as specified in the Third Amendment to Tower Access and License Agreement between the Authority and New Cingular (the “Third Amendment”) attached hereto as Exhibit A; and

WHEREAS, New Cingular is authorized to install such equipment as approved by the Authority’s engineering department and consistent with current standards, codes, and policies; and

WHEREAS, the Authority wishes to approve the Third Amendment.

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

1. The Members of the Authority hereby approve the Third Amendment attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the Third Amendment, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Third Amendment, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Third Amendment, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Muoio asked for a motion to approve the Resolution Approving an Amendment of a Tower Access and License Agreement Between New Cingular Wireless PCS, LLC and the New Jersey Public Broadcasting Authority. Mr. Eakeley made the motion to approve the resolution. Mr. Scudder seconded the motion. Chair Muoio asked for a roll call vote. The motion to approve the Resolution Approving an Amendment of a Tower Access and License Agreement Between New Cingular Wireless PCS, LLC and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

14. EXECUTIVE SESSION *(if necessary)*

Chair Muoio asked if there was a need to enter into Executive Session. The Members demurred. No Executive Session was held.

15. OTHER BUSINESS (*if any*)

Chair Muoio asked if there was any other business to discuss. No further discussion occurred.

16. PUBLIC COMMENTS

Chair Muoio asked if any members of the public wanted to make a comment. No members of the public spoke before the Board.

17. ADJOURNMENT

Chair Muoio thanked everyone for their participation and asked for a motion to adjourn the meeting. Mr. Eakeley made a motion to adjourn the meeting. Mr. Scudder seconded the motion. Chair Muoio asked for a voice vote. The motion was voted upon and approved unanimously. The meeting was adjourned at 1:29 p.m.