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Sheryl A. Stitt
Executive Director

MINUTES OF THE MEETING OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY HELD REMOTELY ON TUESDAY, OCTOBER 24, 2023

The meeting was called to order at 10:01 a.m. by Board Chair Joshua Hodes. The New Jersey Educational Facilities Authority gave notice of the time, place and date of this meeting via email on June 20, 2023, 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 and on the Authority's website. 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 (VIA ZOOM):

Joshua Hodes, Chair
Ridgeley Hutchinson, Vice Chair
Elizabeth Maher Muoio, State Treasurer, Treasurer (represented by Ryan Feeney)
Louis Rodriguez
Dr. Brian Bridges, Secretary of Higher Education

AUTHORITY MEMBERS ABSENT:

None

STAFF PRESENT (VIA ZOOM):

Sheryl A. Stitt, Executive Director
Steven Nelson, Deputy Executive Director
Ellen Yang, Director of Compliance Management
Brian Sootkoos, Director of Finance-Controller
Rebecca Crespo, Associate Project Manager
Edward DiFiglia, Public Information Officer

Carl MacDonald, Project Manager
Kristen Middleton, Assistant Controller
Jamie O'Donnell, Senior Grant Program Manager
Sheila Toles, Senior Human Resources Manager
Gary Vencius, Accounting Manager

ALSO PRESENT (VIA ZOOM):

Brian McGarry, Esq., Deputy Attorney General
Janice Venables, Esq., Governor's Authorities Unit
Alexis Franklin, Esq., Governor's Authorities Unit
Derek McNeil, Siebert Williams Shank
Marty Hammond, PFM Asset Management
Zachary O'Grady, PFM Asset Management
Linda J. Hazley, Former EFA Staff Member

ITEMS OF DISCUSSION

1. Approval of the Minutes of the Meeting of July 25, 2023

The minutes of the meeting of July 25, 2023 were delivered electronically and via United Parcel Service to Governor Philip Murphy under the date of July 28, 2023. Mr. Rodriguez moved that the minutes of the meeting be approved as presented; the motion was seconded by Mr. Hutchinson and passed. Mr. Hodes abstained from the vote.

2. Executive Director's Report

Ms. Stitt provided the Executive Director's report for informational purposes only.

Ms. Stitt reported that she and staff met with newly appointed Deputy Chief Counsel and Director of the Governor's Authorities Unit Aaron Cruz along with Ms. Venables to introduce the Authority and some of its pending matters.

Ms. Stitt acknowledged that Ms. Venables would be leaving the Governor's Authorities Unit and thanked her for her guidance, which was invaluable, and wished her well. Ms. Stitt also introduced and welcomed the Authority's new representative from the Governor's Authorities Unit, Alexis Franklin.

Ms. Stitt reported that the Authority had posted an employment opportunity for a Confidential Executive Assistant and that the search was currently in progress.

Ms. Stitt reported that staff continued to work on implementation of the higher education capital grant programs and that significant milestones had been reached in the last few months. She reported that on September 19, 2023, bonds were

priced for two of the four programs, the Capital Improvement Fund and Equipment Leasing Fund, which successfully closed on October 5, 2023. She reported that due diligence had been completed and grant agreements executed for both programs enabling institutions to submit requisitions for reimbursement of project costs and disbursement of grant funds. Ms. Stitt reported that staff continued to work with other agencies in preparation for issuance of bonds to fund grants under the Facilities Trust Fund and Technology Infrastructure Fund in the spring of 2024.

Ms. Stitt reported that staff continued their outreach efforts with clients and finance professionals and had met with numerous firms. She and Deputy Executive Director Steve Nelson were also privileged to attend the 2023 Academic Convocation and Presidential Inauguration of Michael Avaltroni, Fairleigh Dickinson University's new president. Ms. Stitt reported that staff had also attended several industry trainings and events.

Ms. Stitt reported that the Governor had signed Senate Bill 3406 into law this past July which provided a measure of oversight of public colleges and universities. She reported that the new law required public institutions of higher education to, among other things, submit an annual fiscal monitoring report, authorize the Office of the Secretary of Higher Education (OSHE) to appoint a State monitor to oversee fiscal and governance operations of public institutions and requires higher education chief financial officers to complete training. Ms. Stitt reported that staff intended to review draft regulations for the new law and provide OSHE with comments as appropriate.

3. Resolution of Appreciation to Linda J. Hazley

The Members were asked to consider the adoption of a resolution acknowledging and expressing appreciation to Linda Hazley for her significant contributions to the Authority and to New Jersey's public and private institutions of higher education.

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

RESOLUTION OF APPRECIATION TO LINDA J. HAZLEY

The motion was seconded by Secretary Bridges and passed unanimously.

The adopted resolution is appended as Exhibit I.

4. Report on the Sale of NJEFA Revenue Bonds, Higher Education Capital Improvement Fund, Series 2023 A

Ms. Crespo reported that on October 5, 2023, the Authority closed its \$183,835,000 Higher Education Capital Improvement Fund, Series 2023 A issue. She reported that the bonds were issued to provide funds to make grants to certain

public and private institutions of higher education in the State for the purpose of paying the costs, or a portion of the costs, of certain capital improvements authorized in accordance with the Capital Improvement Fund Act and costs of issuance.

Ms. Crespo reported that the bonds were priced on September 19, 2023 and senior managed by Siebert Williams Shank with BofA Securities serving as co-senior manager and Academy Securities, Cabrera Capital Markets, Janney Montgomery Scott and Rockfleet Financial Services serving as co-managers. She reported that the bonds achieved a true interest cost of 4.57%, have a final maturity of September 1, 2053 and are rated A2 by Moody's, A- by S&P, and A by Fitch. Chiesa, Shahinian & Giantomasi served as bond counsel and Acacia Financial Group served as financial advisor to the State.

A copy of the Bond Sale Summary for the issue is appended as Exhibit II.

5. **Report on the Sale of NJEFA Revenue Bonds, Higher Education Equipment Leasing Fund, Series 2023 A**

Mr. Nelson reported that on October 5, 2023, the Authority closed its \$77,425,000 Higher Education Equipment Leasing Fund, Series 2023 A issue. He reported that the bonds were issued to provide funds to finance the cost of acquiring and installing higher education equipment for public and private institutions of higher education within the State in accordance with the Equipment Leasing Fund Act and costs of issuance.

Mr. Nelson reported that the bonds were priced on September 19, 2023 and senior managed by Siebert Williams Shank with BofA Securities serving as co-senior manager and Academy Securities, Cabrera Capital Markets, Janney Montgomery Scott and Rockfleet Financial Services serving as co-managers. He reported that the bonds achieved a true interest cost of 3.55%, have a final maturity of September 1, 2033 and are rated A2 by Moody's, A- by S&P, and A by Fitch. Chiesa, Shahinian & Giantomasi served as bond counsel and Acacia Financial Group served as financial advisor to the State.

Derek McNeil of Siebert Williams Shank, senior manager, thanked everyone involved and described the transaction.

A copy of the Bond Sale Summary for the issue is appended as Exhibit III.

6. **Resolution of the New Jersey Educational Facilities Authority Authorizing an Extension of the Appointment of the Authority's Swap Monitor**

Mr. MacDonald reported that the Authority sought the Members' approval of a resolution exercising the Authority's option to grant a 12-month extension of the

appointment of Hilltop Securities, Inc. to serve as the Authority's swap monitor. He reported that at the November 23, 2021 meeting, the Authority authorized the engagement of Hilltop to serve as swap monitor for a period of 24 months with the option to extend the engagement for one additional successive period of 12 months at the discretion of the Authority. He reported that staff recommended exercising its option, extending the appointment of Hilltop for an additional 12-month period from November 23, 2023 to November 22, 2024.

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

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY AUTHORIZING AN EXTENSION OF THE
APPOINTMENT OF THE AUTHORITY'S SWAP MONITOR

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

The adopted resolution is appended as Exhibit IV.

7. Resolution of the New Jersey Educational Facilities Authority Engaging a Firm to Provide External Auditing Services

Mr. Hutchinson reported that staff, in consultation with the Evaluation Committee, distributed an RFP for auditing services dated September 22, 2023 to a distribution list of 13 firms and posted the RFP on the websites of the Authority and the State of New Jersey and advertised in the Star Ledger and The Trenton Times. He reported that the Evaluation Committee received responses from three firms and reviewed and evaluated the responses based on the minimum qualifications and selection criteria in E.O. No. 122 and E.O. No. 37.

Mr. Hutchinson reported that the Evaluation Committee comprised of Louis Rodriguez, Ryan Feeney and himself delivered a scoring summary to the Authority's Audit Committee consisting of himself, David Moore and Ryan Feeney and upon review, the Committee recommended CliftonLarsenAllen, be appointed as the Authority's external auditors for a period of five years.

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

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY ENGAGING A FIRM TO PROVIDE EXTERNAL
AUDITING SERVICES

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

The adopted resolution is appended as Exhibit V.

8. **Resolution of the New Jersey Educational Facilities Authority Approving the Appointment of a Trustee Pool**

Mr. Sootkoos reported that on September 22, 2023, staff distributed a Request for Qualifications for Trustee Services to a distribution list of 11 firms and posted the RFQ on the websites of the Authority and the State of New Jersey and advertised in the Star Ledger and The Trenton Times and received 2 responses.

Mr. Sootkoos reported that an Evaluation Committee consisting of himself and the Authority's Assistant Controller reviewed the responses and based on various factors outlined in E.O. 26 and E.O. 37, the Evaluation Committee determined, that it would be in the best interests of the Authority to appoint US Bank and Bank of New York Mellon, each of which met or exceeded the minimum qualifications set forth in the RFQ. He reported that firms would be appointed to the Pool for a 36-month period commencing on October 24, 2023 and expiring on October 23, 2026, with the option to extend the term of the Pool for two additional and successive 12-month periods at the Authority's discretion.

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

RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPROVING THE APPOINTMENT OF A TRUSTEE
POOL

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

The adopted resolution is appended as Exhibit VI.

9. **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 July and August 2023.

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

The reports are appended as Exhibit VII.

10. **PFM Asset Management – Investment and Market Update**

PFMAM Managing Director Marty Hammond provided the Members with a report on municipal market trends, current market conditions, recent banking events and a summary of the Authority's Operating, OPEB and Institutional funds under management.

The presentation is appended as Exhibit VIII.

11. Next Meeting Date

Mr. Hodes reminded everyone that the next meeting was scheduled for Tuesday, November 14th at 10:00 a.m. and requested a motion to adjourn.

Mr. Rodriguez moved that the meeting be adjourned at 10:48 a.m. The motion was seconded by Mr. Hodes and passed unanimously.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Sheryl A. Stitt', is written in a cursive style.

Sheryl A. Stitt
Secretary



RESOLUTION OF APPRECIATION

TO

Linda J. Hazley

Adopted: October 24, 2023

WHEREAS, on March 4, 1997, Linda Hazley began her career with the New Jersey Educational Facilities Authority (the “Authority”); and

WHEREAS, for over 26 years, Ms. Hazley served the Authority with professionalism and dedication; and

WHEREAS, during the entirety of her service, Ms. Hazley was the first person anyone visiting to the Authority interacted with, and through her pleasant demeanor and welcoming attitude, set a positive tone for Authority meetings from the moment a visitor walked through the door; and

WHEREAS, as office manager, Ms. Hazley worked with the Authority’s landlord and property management staff to promptly address emergencies and keep Authority offices and systems operating smoothly; and

WHEREAS, Ms. Hazley was critical in the preparation and distribution of all materials for Authority Board meetings, ensuring the smooth and efficient conduct of Board business; and

WHEREAS, on June 5, 2023 Ms. Hazley notified the Authority of her intention to retire effective August 1, 2023; and

WHEREAS, Authority Members and staff wish to acknowledge the outstanding contributions that Ms. Hazley has made to the Authority for over two and a half decades 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. Hazley for her many contributions to the Authority and the State of New Jersey.

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

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

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

AYE: Joshua Hodes
Ridgeley Hutchinson
Louis Rodriguez
Brian Bridges
Elizabeth Maher Muoio (represented by Ryan Feeney)

NAY: None

ABSTAIN: None

ABSENT: None

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



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BOND SALE SUMMARY

Borrower:	Higher Education Capital Improvement Fund Issue
Issue:	Series 2023 A
Amount:	\$183,835,000
Purpose:	The Series 2023 A Bonds are being issued to: (i) provide funds to make grants to certain public and private institutions of higher education in the State for the purpose of paying the costs, or a portion of the costs, of certain capital improvements authorized in accordance with the Capital Improvement Fund Act; and (ii) pay the costs of issuing the Series 2023 A Bonds.
Structure:	Negotiated, Fixed Rate
Final Maturity:	September 1, 2053
True Interest Cost:	4.57%
Bond Ratings:	A2 (Moody's) A- (S&P) A (Fitch)
Priced:	September 19, 2023
Closed:	October 5, 2023

Professionals on the Transaction:

Bond Counsel:	Chiesa Shahinian & Giantomasi Law
Authority's Counsel:	Attorney General of the State of New Jersey
Financial Advisor:	Acacia Financial Group, Inc.
Trustee:	The Bank of New York Mellon
Trustee's Counsel:	Paparone Law
Senior Manager:	Siebert Williams Shank & Co., LLC
Co-Senior Manager:	BofA Securities
Co-Manager(s):	Academy Securities Inc. Cabrera Capital Markets, Inc. Janney Montgomery Scott LLC Rockfleet Financial Services, Inc.
Underwriter's Counsel:	The Nash Perez Law Group
Printer:	McElwee & Quinn



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BOND SALE SUMMARY

Borrower:	Higher Education Equipment Leasing Fund Program Issue
Issue:	Series 2023 A
Amount:	\$77,425,000
Purpose:	The Series 2023 A Bonds are being issued to: (i) provide funds to finance the cost of acquiring and installing Higher Education Equipment for public and private institutions of higher education within the State in accordance with the Equipment Leasing Fund Act; and (ii) pay the costs of issuing the Series 2023 A Bonds.
Structure:	Negotiated, Fixed Rate
Final Maturity:	September 1, 2033
True Interest Cost:	3.55%
Bond Ratings:	A2 (Moody's) A- (S&P) A (Fitch)
Priced:	September 19, 2023
Closed:	October 5, 2023

Professionals on the Transaction:

Bond Counsel:	Chiesa Shahinian & Giantomasi Law
Authority's Counsel:	Attorney General of the State of New Jersey
Financial Advisor:	Acacia Financial Group, Inc.
Trustee:	The Bank of New York Mellon
Trustee's Counsel:	Paparone Law
Senior Manager:	Siebert Williams Shank & Co., LLC
Co-Senior Manager:	BofA Securities
Co-Manager(s):	Academy Securities Inc. Cabrera Capital Markets, Inc. Janney Montgomery Scott LLC Rockfleet Financial Services, Inc.
Underwriter's Counsel:	The Nash Perez Law Group
Printer:	McElwee & Quinn

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
AUTHORIZING AN EXTENSION OF THE APPOINTMENT OF THE AUTHORITY'S
SWAP MONITOR**

Adopted: October 24, 2023

WHEREAS: The New Jersey Educational Facilities Authority (the "Authority") was created 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") and is 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: 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 Executive Order No. 37 (Corzine) ("EO 37") which took effect on November 25, 2006; and

WHEREAS: Based upon the Authority's competitive request for proposal process under its standard procurement process and procedures and in accordance with EO 26 and EO 37, by Resolution adopted on November 23, 2021 (the "Prior Resolution"), the Authority authorized the engagement of Hilltop Securities Inc. ("Hilltop") to serve as the Authority's Swap Monitor for a period of twenty-four (24) months from November 23, 2021 to November 22, 2023 with the option to extend the engagement for one (1) additional successive period of twelve (12) months at the discretion of the Authority; and

WHEREAS: The Authority now wishes to exercise its option to extend the appointment of Hilltop for an additional twelve (12) month period from November 23, 2023 to November 22, 2024.

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

SECTION 1. The recitals set forth above are incorporated herein by reference as if set forth at length herein.

SECTION 2. The Authority hereby authorizes an extension of Hilltop's appointment as the Authority's Swap Monitor for an additional twelve (12) month period from November 23, 2023, to November 22, 2024, subject to the continuing terms and conditions set forth in the Prior Resolution and the terms and conditions set forth in this Resolution unless terminated earlier in the sole discretion of the Authority.

SECTION 3. The Authority hereby authorizes the Executive Director, the Deputy Executive Director or the Director of Project Management, including any 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 Hilltop as the Authority's Swap Monitor.

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. Hodes _____ and upon roll call the following members voted:

AYE: Joshua Hodes
Ridgeley Hutchinson
Louis Rodriguez
Brian Bridges
Elizabeth Maher Muoio (represented by Ryan Feeney)

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
ENGAGING A FIRM TO PROVIDE OUTSIDE AUDITING SERVICES**

Adopted: October 24, 2023

- 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 in the State of New Jersey (the "State"), 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:** Pursuant to *N.J.S.A.* 18A:72A-21, the Authority is required to cause an audit of its books and accounts to be made at least once a year by certified public accountants; and
- WHEREAS:** The Authority's contract for such audit services has expired and it is necessary for the Authority to enter into a new contract for such services; and
- WHEREAS:** The policies and procedures of the Authority with regard to the selection of professionals, including auditors, and procurement of contracts for services related to the Authority's general and business operations are governed, *inter alia*, and respectively, by Executive Order No. 26 (Whitman) ("EO 26") which took effect on January 1, 1995 and Executive Order No. 37 (Corzine) ("EO 37") which took effect on November 25, 2006; and
- WHEREAS:** Article III, Section 12 of the Amended and Restated By-Laws of the Authority (the "By-Laws") creates and establishes an Audit Committee having the responsibility to assist in the financial reporting and audit processes of the Authority, and to provide a recommendation for auditor selection to the Authority's Members and to issue a report to the State Treasurer thereon, all in accordance with Executive Order No. 122 (McGreevey 2004) ("EO 122"); and
- WHEREAS:** Article III, Section 12 of the By-Laws establishes an Evaluation Committee having 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:** In accordance with EO 122 and EO 37, prior to the solicitation of the engagement of the auditor, criteria were established for the selection of an auditor (the

"Selection Criteria") including but not limited to the following: (i) cost; (ii) the firm's qualifications to provide the requested services and the relevant experience of the firm's personnel; (iii) the firm's general approach and plans to meet the requirements of the RFP (as hereinafter defined); (iv) the firm's performance on projects of similar scope and size; (v) the ability of the firm to successfully complete the project within the proposed schedule; and (vi) presence in New Jersey; and

WHEREAS: In order to satisfy the requirement in the Authority's various bond documents that the Authority's books and records be audited by a "nationally recognized independent public accountant", the Evaluation Committee established "Minimum Requirements" in order for a firm to be selected, including: (i) offices in at least three states; (ii) existence for at least five years; (iii) net revenues in 2022 of at least \$100 million; and (iv) registration with the Public Company Accounting Oversight Board; and

WHEREAS: On behalf of the Evaluation Committee and in accordance with the terms and provisions of EO 122 and EO 37, the staff of the Authority distributed a Request for Proposals for Auditing Services dated September 22, 2023 (the "RFP"), which is attached hereto as Exhibit "A" and incorporated herein by reference, by simultaneously advertising the RFP in The Star-Ledger and The Trenton Times, by distributing the RFP to a list of thirteen (13) auditing firms and by posting the RFP on the websites of the Authority and the State of New Jersey; and

WHEREAS: The Evaluation Committee received responses from three (3) firms to the RFP (the "Responses"); and

WHEREAS: The Evaluation Committee reviewed the Responses and evaluated the Responses based upon the criteria set forth in the RFP, including the Minimum Requirements and the Selection Criteria; and

WHEREAS: On the basis of the Selection Criteria and in accordance with EO 122, the Evaluation Committee scored the Responses and prepared and delivered a written summary to the Audit Committee (the "Evaluation Committee Report"); and

WHEREAS: In accordance with EO 122, the Audit Committee reviewed the Evaluation Committee Report and having made a determination to accept the Evaluation Committee's ranking of the Responses, recommended to the Members of the Authority that it would be in the best interests of the Authority to accept the Response of and appoint CliftonLarsonAllen LLP (the "Firm") as the Authority's auditor to provide the outside auditing services described in the RFP under the terms and conditions set forth in this Resolution, the RFP and the Proposal, which is attached hereto as Exhibit "B" and incorporated herein by reference; and

WHEREAS: The Authority desires to authorize the engagement of the Firm to provide outside auditing services described in the RFP under the terms and conditions set forth in this Resolution, the RFP and the Proposal, for a period of five (5) years, commencing with the audit period for the Authority's fiscal year ending December 31, 2023, and ending after the audit period for the Authority's fiscal year ending December 31, 2027.

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

SECTION 1. The recitals set forth above are incorporated herein by reference as if set forth at length herein.

SECTION 2. The Authority hereby accepts the Proposal and engages the Firm to provide the outside auditing services requested in the RFP under the terms and conditions set forth in this Resolution, the RFP and the Proposal for a period of five (5) years commencing with the audit period for the Authority's fiscal year ending December 31, 2023, and ending after the audit period for the Authority's fiscal year ending December 31, 2027, on the condition that the Authority may terminate the Firm's engagement at any time in its sole discretion.

SECTION 3. The Authority hereby authorizes the Executive Director, Deputy Executive Director or Director of Finance/Controller, including and any of the foregoing authorized officers serving in an "interim" or acting capacity ("Authorized Officer") to take and do any and all acts and things as may be necessary or desirable in connection with the engagement of the Firm including without limitation to execute any documents or agreements in the form approved by the Authorized Officer executing same with the advice of the Office of the Attorney General of New Jersey.

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

New Jersey Educational Facilities Authority

REQUEST FOR PROPOSALS

FOR AUDITING SERVICES



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

Date Issued: September 22, 2023

Question & Answer Cut-Off Date: September 29, 2023

Proposals Due: October 6, 2023

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
REQUEST FOR PROPOSALS FOR AUDITING SERVICES

Date Issued: September 22, 2023

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 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 Executive Order No. 122 (McGreevey 2004), (“EO 122”), and the policies and procedures of the Authority with regard to procurement.

The Authority is committed to maintaining a procurement process that offers stronger and fairer opportunities for minority, women, and veteran-owned businesses. The Authority is guided in

this effort by Executive Order No. 26 (Whitman 1994) and EO 37, and the policies and practices implemented by the Office of Diversity and Inclusion.

2.0 PURPOSE AND INTENT OF REQUEST FOR PROPOSALS

The Authority is seeking proposals in response (“Proposal” or “Proposals”) to this Request for Proposals for Auditing Services (“RFP”) from qualified vendors/bidders to serve as the Authority’s independent Auditor for a five (5) year contract period commencing with the audit of the Authority’s financial statements for the year ending December 31, 2023 and required supplemental disclosure, continuing through the audit of the Year End 2027 financial statements. Nevertheless, NJEFA may terminate the contract at any time in its sole discretion.

For reference a copy of the Authorities prior year’s audited financials can be found at:

- <https://www.nj.gov/njefa/public/financials/>

3.0 MINIMUM REQUIREMENTS

A vendor must meet the following minimum requirements:

- 3.1 Must have offices in at least three (3) states;
- 3.2 Firm in existence for at least five (5) years;
- 3.3 Firm performing state audits in accordance with GASB for at least three (3) years;
- 3.4 Net revenues in 2022 of at least \$100M; and
- 3.5 Must be registered and in good standing with the PCAOB.

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

- 4.1 The audit period will be for the Authority’s fiscal year, which ends December 31. The first of five years to be audited will be the year ending December 31, 2023.
- 4.2 The auditors shall be available to meet as necessary and required with the staff of the Authority, the Authority’s Audit Committee and members of the Authority’s Board, as necessary to ensure full and proper communications and to satisfy State requirements.
- 4.3 The audit and opinion will be conducted in conformity with U.S. GAAP and U.S. GAAS accounting standards for all of the Authority’s basic financial statements

covering all of the Authority's funds and accounts, including the Operating Fund and Trustee-held Funds, as required by bond resolutions and certain other authorizing resolutions.

A separate management letter including findings and recommendations shall be provided, if appropriate, based upon a review of internal controls and procedures.

- 4.4 The auditors will be required to assist in the drafting of relevant disclosures and schedules, particularly around GASB 68 and 74 and/or newly implemented GASB standards.
- 4.5 The auditors will be tasked with assisting in the implementation of new GASB standards as applicable.
- 4.6 The auditors shall also be required to certify to the bond Trustees and to the Authority that:
 - 4.6.1 Balances in the Reserve Funds and the Renewal and Replacement Accounts meet the requirements of the Bond documents.
 - 4.6.2 The insurance in force meets all requirements of the Bond documents.
 - 4.6.3 In performing the audit, no knowledge of any default in the fulfillment of any of the terms, covenants, or provisions of the Bond documents was obtained, or if knowledge of any such default was obtained, a statement thereof.
- 4.7 The financial statements and auditor's opinions will be incorporated in the Authority's Annual Reports. If there are any additional fees related to publication of the auditor's opinion in the Annual Report, please set forth the fee in the Fee Proposal in **EXHIBIT A**.
- 4.8 The auditors will be required to meet with the Audit Committee at least two times per year (once prior to start of fieldwork and again after the audit is completed).
- 4.9 The auditors will be required to present the year end audit and associated findings to the Authority's Board at the board meeting approving the annual financial statements.
- 4.10 All audit work is to be completed by such time to permit distribution of the Financial Statements and Auditor's opinion by March 31 of each year or as soon as practicable thereafter in the event that all required report information is not available.

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 of the information requested, preferably 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 **Minimum Requirements as detailed in Section 3.0 above.**

5.2 **Technical Description**

A description of the vendor/bidder's approach and plans for accomplishing the work, outlined in the scope of work stated in sufficient detail to permit a fair evaluation. In addition, the vendor/bidder should describe the effort in total estimated hours and skills necessary to complete the project.

5.3 **Organizational Support and Experience**

5.3.1 Please provide a brief description of your firm including all pertinent information relating to the vendor/bidder's organization and background that would substantiate the vendor/bidder's qualifications and capabilities to perform the services described above.

5.3.2 Identify key personnel to be assigned to the engagement, their contact information, resumes and a brief description of relevant experience.

5.3.3 Provide a listing of clients that have a similar scope of services and operations to the Authority that recently underwent an audit that was completed.

5.3.4 Please provide information regarding the provider and the amount of the vendor//bidder's errors and omissions insurance.

5.3.5 Proposals shall also include a description of the Auditor's internal quality control procedures, any material issues raised by peer/governmental/professional quality control reviews, and steps taken to address such issues.

5.3.6 Each Proposal shall include an approximation of the number of hours per professional skill level needed to complete the engagement, and the corresponding hourly rates.

5.4 **Proposed Fees**

Submit your Fee Proposal on the attached **EXHIBIT A**.

Each Proposal shall also include a firm, fixed-price base quote for each year of the five (5) year contract period.

The Authority's Annual Report will be posted to the Authority's website and will include a link to the auditor's opinion. As per Section 4.7 above, if applicable, please set forth your fee related to publication of the auditor's opinion on the Authority's website.

In recognition of the additional audit responsibilities related to the sale of new issues by the Authority, vendors/bidders may provide a quoted additional amount for each issue sold in a year.

Proposed fees as stated in the completed "**EXHIBIT A**" shall remain in effect for the duration of the term of the contract. The Authority reserves the right to negotiate final fees with the vendor/bidder selected to provide services.

The Authority places significant reliance on fee proposals and fee caps and expects the bidder/vendor to prepare them with care. Please understand that any deviation from the fee cap established for a transaction based on the scope of services described in this RFP for a specific matter will be considered only as the result of a material or unforeseeable substantial change in the structure or circumstances of the transaction and as agreed upon by the parties in consultation. The Authority expects to be consulted promptly if you feel that the most recent fee cap that you have provided is no longer accurate. A request for a proposed fee cap increase must be in writing and the rates to be charged for actual services rendered must be set forth in a schedule of billing rates as provided for in this RFP response.

5.5 **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.

5.6 **Conflicts of Interest**

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

5.7 **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

In order to be considered for appointment, your firm must email a PDF copy of your proposal to Brian.Sootkoos@njefa.nj.gov addressing the specific requirements outlined herein by no later than **3:00 PM EDT on Friday, October 6, 2023**.

Proposals received after **3:00 PM EDT on Friday, October 6, 2023** will not be considered.

All inquiries related to this RFP must be received by 3:00 PM EDT on Thursday, September 28, 2023 and directed in writing via email or fax to:

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

All inquiries must be received by **3:00 PM EDT on Thursday September 28, 2023**. No vendor submitting a proposal may make any inquiries concerning this RFP, except as expressly set forth herein, to any other NJEFA 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 by **3:00 PM EDT on Friday, September 29, 2023**. 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 once the selection process is complete, in accordance with the "New Jersey Open Public Records Act" ("OPRA") (*N.J.S.A. 47:1A et seq.*), as amended, and including all applicable regulations and policies and applicable case law, including the New Jersey Right-to-Know law. In responding to an OPRA request, any proprietary and/or confidential information in a vendor's proposal will be redacted by the Authority. The vendor may designate specific information as not subject to disclosure pursuant to the exceptions to OPRA

found at *N.J.S.A. 47:1A-1.1*, when the vendor has a good faith legal and/or factual basis for such assertion. The Authority reserves the right to make the determination as to what is proprietary or confidential and will advise the vendor accordingly. The Authority will not honor any attempt by a vendor to designate its entire proposal as proprietary, confidential and/or to claim copyright protection for its entire proposal. In the event of any challenge to the vendor's assertion of confidentiality with which the Authority does not concur, the vendor shall be solely responsible for defending its designation.

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;
- 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.

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.

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 Form

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

8.3 Form for 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 Form for 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. 333 Certification and Disclosure of Political Contributions for Non-Fair and Open Contracts

Pursuant to P.L. 2005, c. 51 (“Chapter 51”) and Executive Order No. 333 (Murphy 2023) (“EO 333”), prior to entering any contract under which the State departments, agencies, and independent authorities, such as the Authority, will pay more than \$17,500 to the vendor (the “Business Entity”) proposed as the Auditor, the Business Entity shall provide the Two-Year Chapter 51, Executive Order No. 333 Certification and Disclosure of Political Contributions for Non-Fair and Open Contracts, certifying that no contributions prohibited by Chapter 51 and EO 333 have been solicited or made by the Business Entity and reporting all contributions the Business Entity made during the preceding four years to any political organization organized under 26 U.S.C. 527 of the Internal Revenue Code that also meets the definition of a continuing political committee within the meaning of *N.J.S.A. 19:44A-3(n)* and *N.J.A.C. 19:25-1.7*. The vendor(s) selected pursuant to this RFP shall be required to maintain compliance with Chapter 51 and EO 333 during the term of its engagement.

If your firm has questions regarding the requirements of P.L. 2005, c. 51/Executive Order No. 333, please contact Brian Sootkoos, Director of Finance, 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://www1.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:

[State of NJ - Department of the Treasury - Division of Revenue Business Registration Certificate](#)

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, including the New Jersey Office of the State Comptroller, 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:

[Uniform Certification Service \(njportal.com\)](https://www.njportal.com/UniformCertificationService)

8.15 NJStart Vendor Registration

It is recommended that all vendors register with NJStart at:

www.njstart.gov

NJStart 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.

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.

8.18 Certification of Non-Involvement in Prohibited Activities in Russia or Belarus Pursuant to P.L. 2022, c.3

PLEASE NOTE: Enforcement of the requirement of vendors to provide the Certification of Non-Involvement in Prohibited Activities in Russia or Belarus is temporarily suspended. Vendors do not have to submit the Certification at present time. If the suspension of the requirement to submit the Certification is terminated, vendors will be notified.

Vendor has complied with the requirements of *N.J.S.A. 52:32-60.1* and has filed a certification with NJEFA that it is not identified on the list of persons “engaged in prohibited activities in Russia or Belarus” and is not engaged in prohibited activities in Russia or Belarus” as such term is defined in *N.J.S.A. 52:32-60.1(e)*. Before finalizing an agreement with NJEFA – including entering, renewing, amending, or extending a contract – the vendor must execute a Certification of Non-Involvement in Prohibited Activities in Russia or Belarus Pursuant to P.L. 2022, c.3.

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.

8.18 Applicable Law

Any and all litigation arising from or related to this RFP or the engagement of an Auditor as described in Section 2.0 of this RFP shall be governed by the applicable law, regulations and rules of evidence of the State of New Jersey without reference to conflict of laws principles.

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. <i>Please Note:</i> 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 A - Fee Proposal to NJEFA	<input type="checkbox"/>
EXHIBITS	3 EXHIBIT B-1 - Mandatory Equal Employment Opportunity Language – <i>Please sign to indicate acceptance and acknowledgment.</i>	<input type="checkbox"/>
	4 EXHIBIT B-2 –State Policy Prohibiting Discrimination in the Workplace EXHIBIT B-3 – Vendor’s Signed Acknowledgment of Receipt	<input type="checkbox"/>
	5 EXHIBIT C – Certification of No Change (If applicable. See 10b below.)	<input type="checkbox"/>
DIVISION OF PURCHASE & PROPERTY FORMS	6 Ownership Disclosure Form	<input type="checkbox"/>
	7 Disclosure of Investigations and Other Actions Involving Vendor	<input type="checkbox"/>
	8 Disclosure of Investment Activities in Iran	<input type="checkbox"/>
	9 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. Affirmative Action Employee Information Report (AA-302)	<input type="checkbox"/>
	10 Disclosure of Political Contributions (submit one of the following) a. Two-Year Chapter 51/Executive Order 333 Vendor Certification and Disclosure of Political Contributions b. 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 333 Vendor Certification and Disclosure of Political Contributions form.)	<input type="checkbox"/>
	11 Chapter 271 Vendor Certification and Political Disclosure Form	<input type="checkbox"/>
	12 Proof of New Jersey Business Registration	<input type="checkbox"/>
	13 Source Disclosure Form	<input type="checkbox"/>
	14 Small, Minority and/or Women-Owned Business Enterprise Certification or Documentation (if applicable)	<input type="checkbox"/>
		<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.

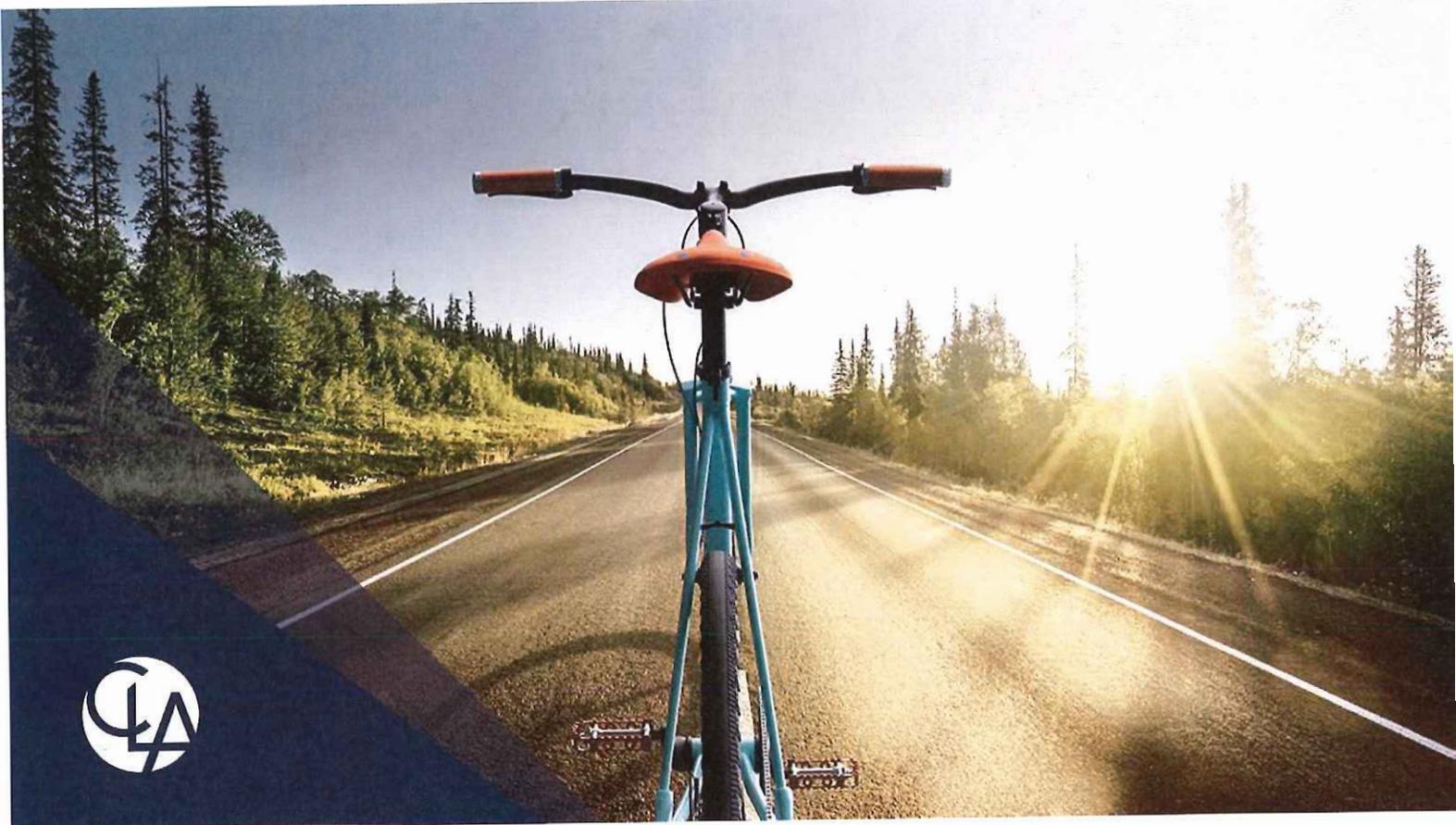
Firm Name: _____

Submitted By: _____

Signature: _____

Title: _____

Date: _____



October 6, 2023

Proposal to provide professional
audit services to:

New Jersey Educational Facilities Authority

Prepared by:
Andrew (Andy) Lee, CPA, Principal
andrew.lee@CLAconnect.com
Direct 267-419-1122

CLAconnect.com

CPAS | CONSULTANTS | WEALTH ADVISORS

CLA (CliftonLarsonAllen LLP) is an independent network member of CLA Global. See [CLAglobal.com/disclaimer](https://www.claglobal.com/disclaimer).
Investment advisory services are offered through CliftonLarsonAllen Wealth Advisors, LLC, an SEC-registered investment advisor.





CliftonLarsonAllen LLP
CLAconnect.com

October 6, 2023

Mr. Brian Sootkoos, Director of Finance
New Jersey Educational Facilities Authority
103 College Road East, 2nd Floor
Princeton, NJ 08540
Via email submittal only – brian.sootkoos@njefa.nj.gov

Dear Mr. Sootkoos and Members of the Audit Evaluation Committee:

Thank you for inviting us to propose. We look forward to the opportunity to provide services to New Jersey Educational Facilities Authority (the Authority).

We are confident that our extensive experience serving similar governmental entities, bolstered by our client-oriented philosophy and depth of resources, and working with the Authority in the past, will make CLA a top qualified candidate to fulfill the scope of your engagement. The following differentiators are offered for the Authority's consideration:

- ***We know you!*** CLA has provided services to the Authority in the past and we know and understand the Authority. By providing services to you in the past, we have established an understanding of your organization. The work we've performed provides your project with momentum even before we begin the engagement. We don't have to learn about your core operations, we know them well. As you have seen throughout the course of past engagements, CLA's local experience coupled with our national footprint and immense government background allows us to properly plan for and assist the Authority in meeting its goals.
- ***Industry-specialized insight and resources*** – As one of the nation's leading professional services firms, and one of the largest firms who specialize in regulated industries, CLA has the experience and resources to assist the Authority with their audit needs. In addition to your experienced local engagement team, the Authority will have access to one of the country's largest and most knowledgeable pools of regulated industry resources.
- ***Strong methodology and responsive timeline*** – In forming our overall audit approach, we have carefully reviewed the RFP and other information made available and considered our experience performing similar work for other authorities. Our local government clients are included amongst the more than 4,200 governmental organizations we serve nationally. Our staff understands your complexities not just from a compliance standpoint, but also from an operational point of view. We have developed a work plan that takes into consideration your unique needs as a governmental entity in New Jersey. The work plan also minimizes the disruption of your staff and operations and provides a blueprint for timely delivery of your required reports.
- ***Communication and proactive leadership*** – the Authority will benefit from a high level of hands-on service from our team's senior professionals. We can provide this level of service because, unlike other national firms, our principal-to-staff ratio is similar to smaller firms – allowing our senior level professionals to be involved and immediately available throughout the entire engagement process. Our approach helps members of the engagement team stay abreast of key issues at the Authority and take an active role in addressing them.

- ***A focus on providing consistent, dependable service*** – We differ from other national firms in that our corporate practice focuses on the needs of non-SEC clients, thus allowing us to avoid the workload compression typically experienced by firms that must meet public companies' SEC filing deadlines. CLA is organized into industry teams, affording our clients with specialized industry-specific knowledge supplemented by valuable local service and insight. Therefore, the Authority will enjoy the service of members of our state and local government services team who understand the issues and environment critical to governmental entities.

Verification statements

I, Andrew Lee, your engagement principal-in-charge, will serve as the Authority's primary contact person for this engagement. Furthermore, as a principal of CLA, I am authorized to sign, bind, and commit the firm to the obligations contained in this proposal and the Authority's RFP.

We want to serve you and we have the qualifications to deliver quality, timely work. Throughout this proposal, we take you on a journey outlining how we'll work together and the value you can come to appreciate when we exceed expectations. For ease of evaluation, the structure of our proposal follows your RFP section titled, *Required Components of the Vendor's Proposal*.

Please contact me if I can provide additional information on our firm or our proposal.

Sincerely,

CliftonLarsonAllen LLP

A handwritten signature in blue ink that reads "Andrew Lee".

Andrew (Andy) Lee, CPA
Principal
267-419-1122
andrew.lee@CLAconnect.com

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5.1 Minimum Requirements

CLA confirms that we meet the following minimum qualifications as specified in the Authority's RFP.

- | | | |
|-----|--|--|
| 3.1 | <i>Must have offices in at least three (3) states</i> | CLA has offices in 130 locations in 29 states across the country. |
| 3.2 | <i>Firm in existence for at least five (5) years</i> | CLA has been in business for more than 60 years. |
| 3.3 | <i>Firm performing state audits in accordance with GASB for at least three (3) years</i> | CLA has one of the largest governmental audit and accounting practices in the country. We have been performing audits in accordance with GASB for more than 3 years. |
| 3.4 | <i>Net revenues in 2022 of at least \$100 million</i> | CLA's net revenues exceed \$1 billion. |
| 3.5 | <i>Must be registered and in good standing with the PCAOB</i> | CLA is registered and in good standing with the PCAOB. |



5.2 Technical Description

Easing the transition

We recognize that a move to a new firm presents an opportunity as well as a challenge. Our seamless transition reduces your team's time and we don't charge for it. We consider it an investment in our relationship and also know your operations based on past experience.

The CLA seamless assurance advantage (SAA)

SAA is an innovative approach to auditing that utilizes leading technologies, analytics, and audit methods to help solve client problems and create a seamless experience.



A different approach

SAA is unlike any conventional audit process. SAA does not depend on physical location. It reduces the time our professionals spend on site, creates fewer disruptions, enables more efficient use of resources (yours and ours), and allows for more impactful interactions with your people.



Insights through analytics

CLA uses strategic data analysis to examine whole data sets to gain a deeper understanding of your organization. Insights that were once impossible can now come into focus to help you measure performance, enhance strategic decision making, and understand your competitive opportunities.

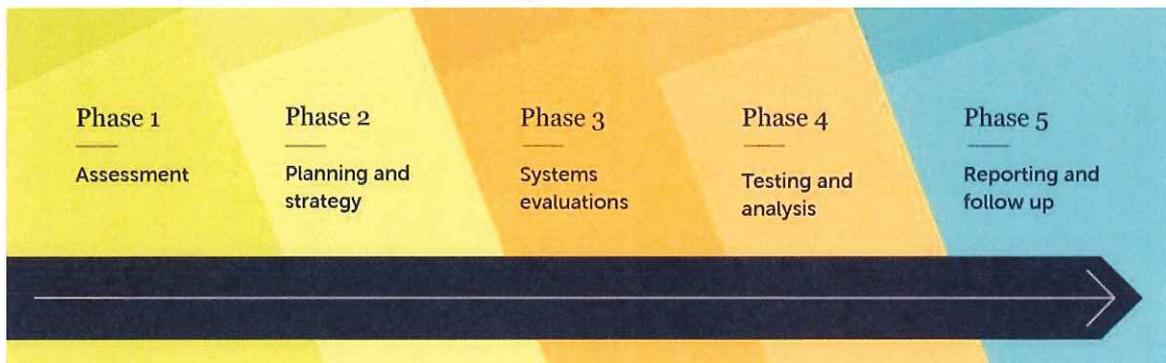


Effective technology

CLA embraces technologies that help solve client problems and create a seamless experience. Assurance Information Exchange (AIE) is a web-based application developed by CLA to digitally request and obtain audit documents through a secure and efficient online portal.



Approach and plans for accomplishing the financial statement audit



Phase 1: Planning and strategy

The main objective of the planning phase is to identify significant areas and design efficient audit procedures.

- Conduct an entrance meeting – Andrew Lee and staff will meet with Authority personnel to agree on an outline of responsibilities and time frames
 - Establish audit approach and timing schedule
 - Determine assistance to be provided by the Authority personnel
 - Discuss application of generally accepted accounting principles
 - Address initial audit concerns
 - Establish report parameters and timetables
 - Progress reporting process
 - Establish principal contacts
- Gain an understanding of your operations, including any changes in organization, management style, and internal and external factors influencing the operating environment
- Identify significant accounts and accounting applications, critical audit areas, significant provisions of laws and regulations, and relevant controls over operations
- Determine the likelihood of effective Information Systems (IS) - related controls
- Perform a preliminary overall risk assessment
- Confirm protocol for meeting with and requesting information from relevant staff
- Establish a timetable for the fieldwork phase of the audit
- Determine a protocol for using TeamMate Analytics and Expert Analyzer (TeamMate), our data extraction and analysis software, to facilitate timely receipt and analysis of reports from management
- Compile an initial comprehensive list of items to be prepared by the Authority, and establish deadlines

We will document our planning through:

- **Entity profile** — This profile will help us understand the Authority's activities, organizational structure, services, management, key employees, and regulatory requirements.
- **Preliminary analytical procedures** — These procedures will assist in planning the nature, timing, and extent of auditing procedures that will be used to obtain evidential matter. They will focus on enhancing our understanding of the financial results and will be used to identify any significant transactions and events that have occurred since the last audit date, as well as to identify any areas that may represent specific risks relevant to the audit.
- **General risk analysis** — This will contain our overall audit plan, including materiality calculations, fraud risk assessments, overall audit risk assessments, effects of our IS assessment, timing, staffing, client assistance, a listing of significant provisions of laws and regulations, and other key planning considerations.



- **Account risk analysis** — This document will contain the audit plan for the financial statements, including risk assessment and the extent and nature of testing by assertion.
- **Prepared by client listing** — This document will contain a listing of schedules and reports to be prepared by the Authority personnel with due dates for each item.
- **Assurance Information Exchange (AIE)** — CLA uses a secure web-based application to request and obtain documents. This application allows clients to view detailed information, including due dates for all items CLA is requesting. Clients can attach electronic files and add commentary directly on the application.

A key element in planning this audit engagement will be the heavy involvement of principals and managers. We will clearly communicate any issues in a timely manner and will be in constant contact as to what we are finding and where we expect it will lead.

Using the information we have gathered and the risks identified, we will produce an audit program specifically tailored to the Authority that will detail the nature and types of tests to be performed. We view our programs as living documents, subject to change as conditions warrant.

Phase 2: Systems evaluation

We will gain an understanding of the internal control structure of the Authority for financial accounting and relevant operations. Next, we will identify control objectives for each type of control material to the financial statements, and then identify and gain an understanding of the relevant control policies and procedures that effectively achieve the control objectives. Finally, we will determine the nature, timing, and extent of our control testing and perform tests of controls. This phase of the audit will include testing of certain key internal controls:

- Electronic data, including general and application controls reviews and various user controls
- Financial reporting and compliance with laws and regulations

We will test controls over certain key cycles, not only to gather evidence about the existence and effectiveness of internal control for purposes of assessing control risk, but also to gather evidence about the reasonableness of an account balance. Our use of multi-purpose tests allows us to provide a more efficient audit without sacrificing quality.

Our assessment of internal controls will determine whether the Authority has established and maintained internal controls to provide reasonable assurance that the following objectives are met:

- Transactions are properly recorded, processed, and summarized to permit the preparation of reliable financial statements and to maintain accountability over assets
- Assets are safeguarded against loss from unauthorized acquisition, use, or disposition
- Transactions are executed in accordance with laws and regulations that could have a direct and material effect on the financial statements

We will finalize our audit programs during this phase. We will also provide an updated prepared by client listing based on our test results and anticipated substantive testing.

During the internal control phase, we will also perform a review of general and application IS controls for applications significant to financial statements to conclude whether IS general controls are properly designed and operating effectively.

Based on our preliminary review, we will perform an initial risk assessment of each critical element in each general control category, as well as an overall assessment of each control category. We will then assess the significant computer-related controls.



For IS-related controls we deem to be ineffectively designed or not operating as intended, we will gather sufficient evidence to support findings and will provide recommendations for improvement. For IS controls we deem to be effectively designed, we will perform testing to determine if they are operating as intended through a combination of procedures, including observation, inquiry, inspection, and re-performance.

Phase 3: Testing and analysis

The extent of our substantive testing will be based on results of our internal control tests. Audit sampling will be used only in those situations where it is the most effective method of testing.

After identifying individually significant or unusual items, we will decide the audit approach for the remaining balance of items by considering tolerable error and audit risk. This may include (1) testing a sample of the remaining balance; (2) lowering the previously determined threshold for individually significant items to increase the percent of coverage of the account balance; or (3) applying analytical procedures to the remaining balance. When we elect to sample balances, we will use TeamMate to efficiently control and select our samples.

Our workpapers during this phase will clearly document our work as outlined in our audit programs. We will provide the Authority with status reports and be in constant communication with the Authority to determine that all identified issues are resolved in a timely manner. We will hold a final exit conference with the Authority to summarize the results of our fieldwork and review significant findings.

Phase 4: Reporting and follow up

Reports to management will include oral and/or written reports regarding:

- Independent Auditors' Report
- Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With Government Auditing Standards
- Management Letter
- Written Communication to Those Charged with Governance, which includes the following areas:
 - Our responsibility under auditing standards generally accepted in the United States of America
 - Changes in significant accounting policies or their application
 - Unusual transactions
 - Management judgments and accounting estimates
 - Significant audit adjustments
 - Other information in documents containing the audited financial statements
 - Disagreements with the Authority
 - The Authority's consultations with other accountants
 - Major issues discussed with management prior to retention
 - Difficulties encountered in performing the audit
 - Fraud or illegal acts

Once the final reviews of working papers and financial statements are completed, our opinion, the financial statements, and management letter will be issued.

The Authority will be given a draft of any comments we propose to include in the management letter. Items not considered major may be discussed verbally with management instead of in the management letter. Our management letter will include items noted during our analysis of your operations.

We will make a formal presentation of the audit results to those charged with governance, if requested.



Commitment to communication with management

Continual communication starts when an engagement letter is issued and continues throughout the remainder of the year. This includes the exchange of ideas and advice as changes are considered or implemented by the entity or the accounting profession. Our commitment to this practice encourages open lines of communication and often prevents or mitigates service delivery issues.

During the engagement, we will hold regular status meetings with the Authority to address and understand day-to-day operations, results, and outlying issues. Tracking and formally reporting the engagement status can:

- Provide a consistent technique for monitoring progress against plan
- Identify issues quickly to allow for timely corrective action
- Provide an objective rather than subjective evaluation of status
- Provide timely information on a regular basis
- Assist with obtaining buy-in of audit recommendations on a timely basis

Data analytics

In addition to standard auditing methodology, a distinguishing aspect of CLA's audit services incorporates the power of data analytics to multiply the value of the analyses and the results we produce for clients. CLA's data methodology is a six-phase, systematic approach to examining an organization's known risks and identifying unknown risks. Successful data analysis is a dynamic process that continuously evolves throughout the duration of an engagement and requires collaboration of the engagement team.

Data analytics are utilized throughout our audit process, our Risk Assessment, Data Analytics and Review ("RADAR") is a specific application of general ledger data analytics that has been implemented on all audit engagements. RADAR is an innovative approach created and used only by CLA that aims to improve and replace traditional preliminary analytics that were being performed.

The phases in our data analytics process are as follows:

1. Planning

In the planning stage of the engagement, the use of data analysis is considered and discussed to determine that analytics are directed and focused on accomplishing objectives within the risk assessment. Areas of focus, such as journal entries, cash disbursements, inventory, and accounts receivable are common.

2. Expectations

We consider the risks facing our client and design analytics to address these risks. Through preliminary discussions with management and governance, we develop and document expectations of financial transactions and results for the year. These expectations will assist in identifying anomalies and significant audit areas in order to assess risk.



3. Data acquisition

Sufficient planning, a strong initial risk assessment, and an adequate understanding of your systems will serve as the foundation necessary to prepare our draft data request list. We will initially request information in written format and conduct follow-up conversations helping CLA practitioners share a mutual understanding of the type of data requested and the format required. If there are going to be any challenges/obstacles related to obtaining data, or obtaining data in the preferred format, they will generally be discovered at this point.

4. Technical data analysis

Technical analysis of the data requires the skillful blend of knowledge and technical capability. Meaningful technical analysis provides the engagement team with a better understanding of the organization. The additional clarity assists the engagement team to better assess what is “normal” and, in turn, be better suited to spot anomalies, red flags, and other indications of risk. Analytics generally fall into five categories, each looking into the data set in a different way and deployed with a different purpose.

5. Interpret results and subsequent risk assessment

Trends and anomalies will be identified through the performance of the above referenced analytics. Comments regarding the interpretation of those trends and anomalies will be captured. When trends are identified, they are reconciled against expectations. For anomalies identified, the approach to further audit procedures will be considered.

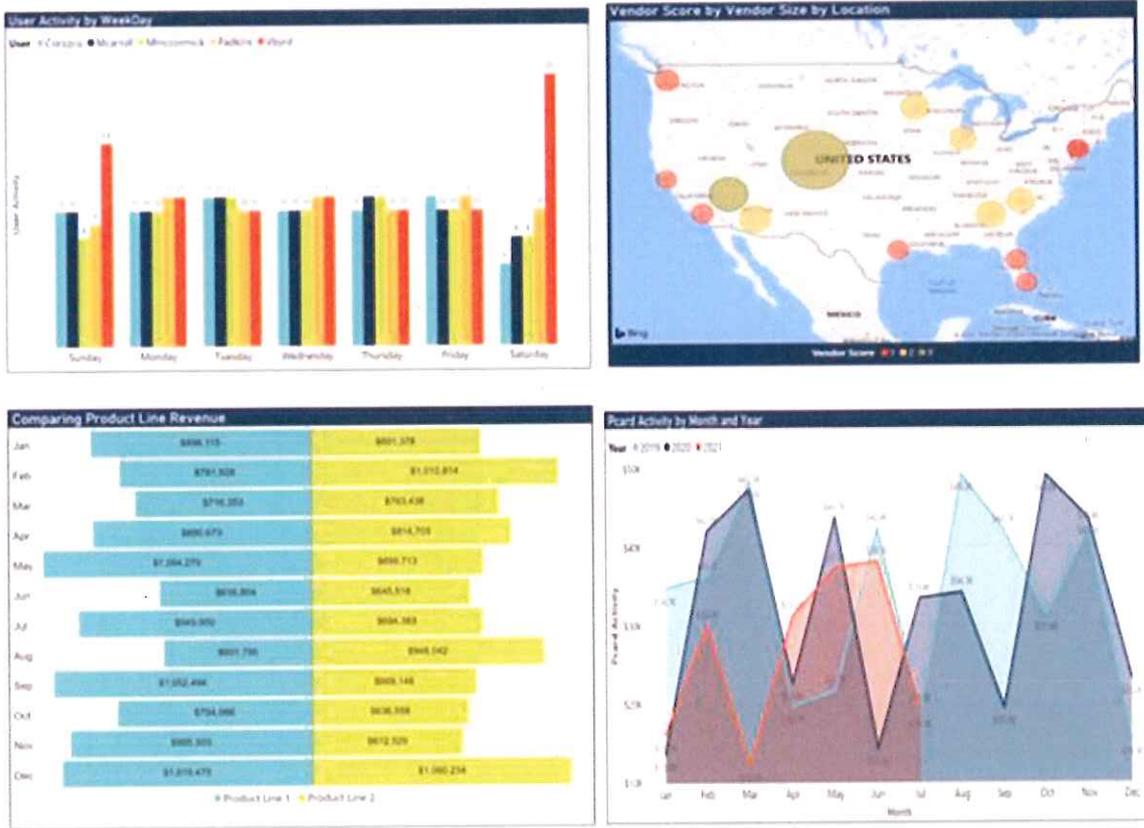
6. Response and document

The last process is to capture responses and determine that our procedures are properly documented. Abstracts, charts, or summaries of both trends and anomalies are retained in audit documentation to support our identification of risks. Our analysis can be tailored and customized to help analyze an array of information, including client-specific and proprietary data. Key benefits of data analytics include:

- Built-in audit functionality including powerful, audit specific commands and a self-documenting audit trail
- 100% data coverage, which means that certain audit procedures can be performed on entire populations, and not just samples
- Unlimited data access allows us to access and analyze data from virtually any computing environment
- Eliminates the need to extrapolate information from errors (a common effort when manually auditing data) and allows for more precise conclusions



The below figure illustrates typical data analytics scenarios.



Use of technology in the audit

We're reimagining the audit process through technology to elevate your experience!

Assurance Information Exchange (AIE) — CLA offers a secure web-based application to request and obtain documents necessary to complete client engagements. This application allows clients to view detailed information, including due dates for items that CLA requests. Additionally, the application allows clients to attach electronic files and add commentary related to the document requests directly on the application. AIE is provided at no additional cost, subject to the terms of the Assurance Information Exchange Portal Agreement.



← SECURE, INTERACTIVE REQUEST LISTS



← ANALYTICS AND INSIGHTS



← IMPACTFUL INTERACTION

TeamMate Analytics and Expert Analyzer (TeamMate) — To analyze and understand large data sets, we use TeamMate Analytics and Expert Analyzer. We customize the application by industry in order to perform the most applicable procedures. This allows us to go beyond sampling and instead analyze the entire general ledger for targeted anomalies. Far beyond the audit application, our six-phase process of Risk Assessment, Data Analytics and Review (RADAR) can also provide actionable insights to help you understand your entity better.



Microsoft® Teams — Our services approach focuses on impactful interactions. We’ve said goodbye to the days of setting up camp in our clients’ conference rooms for weeks on end. We know our clients have organizations to run, so our interactions have purpose. To assist with communications when we are not onsite, we utilize tools such as Microsoft Teams, which allow for two-way screen sharing and video. We’ve found this helps minimize disruptions in our clients’ environments while continuing to effectively communicate with each other.

Estimated engagement schedule

Per our discussions we have designed a plan that meets your needs and key deadlines. In our planning meeting, we will discuss this timeline with you in greater detail and adjust as appropriate.

Date	Task(s)
December - January	Entrance Conference Review prior year workpapers Request initial planning documents from the Authority Initial planning meeting Interim audit work begins
February - March	Final Fieldwork
March	Review draft financial statements prepared by management
March	Presentation to the Audit Committee and Board

Please find our total estimated hours per professional skill level and phase of the audit in [Section 5.3.6](#) further in our proposal response.



5.3 Organizational Support and Experience

5.3.1 Firm description

It takes balance. With CLA by your side, you can find everything you need in one firm. Professionally or personally, big or small, we can help you discover opportunities and bring balance to get you where you want to go.



As a professional services firm, we exist to create opportunities ... for you, our people, and our communities through industry-focused wealth advisory, digital, audit, tax, consulting, and outsourcing services. We do this when we live the CLA Promise — a promise to know you and help you.

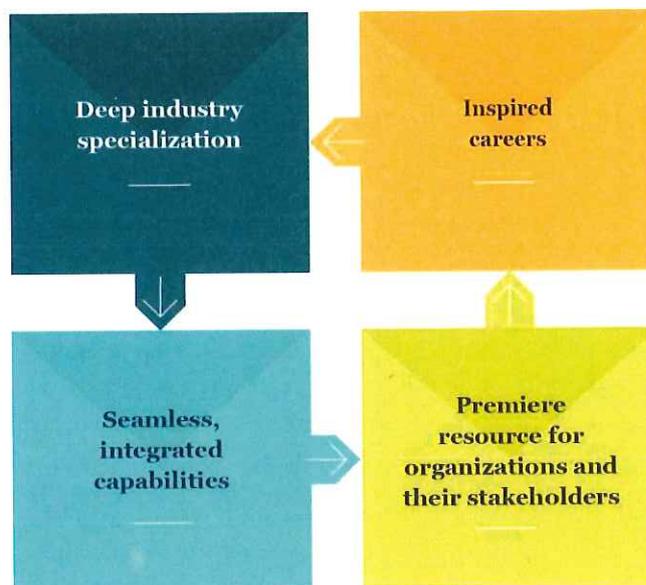


Opportunities for you

You'll find resources you would expect in the largest firms, with the personal touch of people who live and work in your community.

You'll access leaders and professionals in communities across the country, rather than from one central headquarters. We work together to look at your organization holistically, and then help you address challenges by offering support where you need it, from traditional audit and tax to outsourcing and wealth advisory.

As you navigate opportunities and challenges in a competitive and constantly changing environment, we'll embrace change, learn from it, and design processes to make interactions easier, more transparent, and seamless.



Opportunities for our people

At CLA, people find meaningful work in a fun, compelling, and energizing culture. Our people design their own customized careers through our inspired careers strategic advantage. In 2022 our total headcount was up a record-breaking 11% and we saw an incredible retention rate of 83%. Inspired by their careers, our family members develop client relationships that bring deeper knowledge and help you shine. We're one family, working together to create opportunities.

What's more, CLA is building a [diverse, inclusive, and equitable culture](#) that welcomes different beliefs and perspectives. We want to be representative of the communities we serve and foster an environment of inclusion and belonging, resulting in enhanced value for our clients, our communities, and each other.

Inclusive: *We embrace all voices and create opportunities by removing barriers and helping our people build inspired careers.*

Opportunities for our community

CLA's community impact team unifies the work and missions of our diversity, equity, and inclusion council and the CLA Foundation with a laser focus on advancing education, employment, and entrepreneurship within CLA and throughout our society.

Since 2015, our [CLA Foundation](#) has granted more than \$8 million from nominations made by and funds raised from CLA family members. Each grant recipient's work aligns with the foundation's mission to create career opportunities through education, employment, and entrepreneurship by connecting diverse networks inclusive of all genders and races, veterans, and the disability community.

Read more in CLA's annual [Promise Report](#).



You deserve to work with people whose values match your own. Our values drive our behavior and lead to service delivery that exceeds expectations and provides you with the [CLA client experience](#).

What does that mean? It means you'll work with a team with the resources to support the whole of your organization. You can count on industry specialized professionals who bring ideas and strategies that are relevant and actionable. Quite simply, you'll encounter value beyond the expected.

We put relationships first. Our family culture is at the center of our success, and we invite different beliefs and perspectives to the table, so we can truly know and help our clients, our communities, and each other. Here's what you can experience.



Your time is valuable: We know how to deliver quality, timely work and we take care of the details so you can focus on what really matters: the important decisions that drive your success.

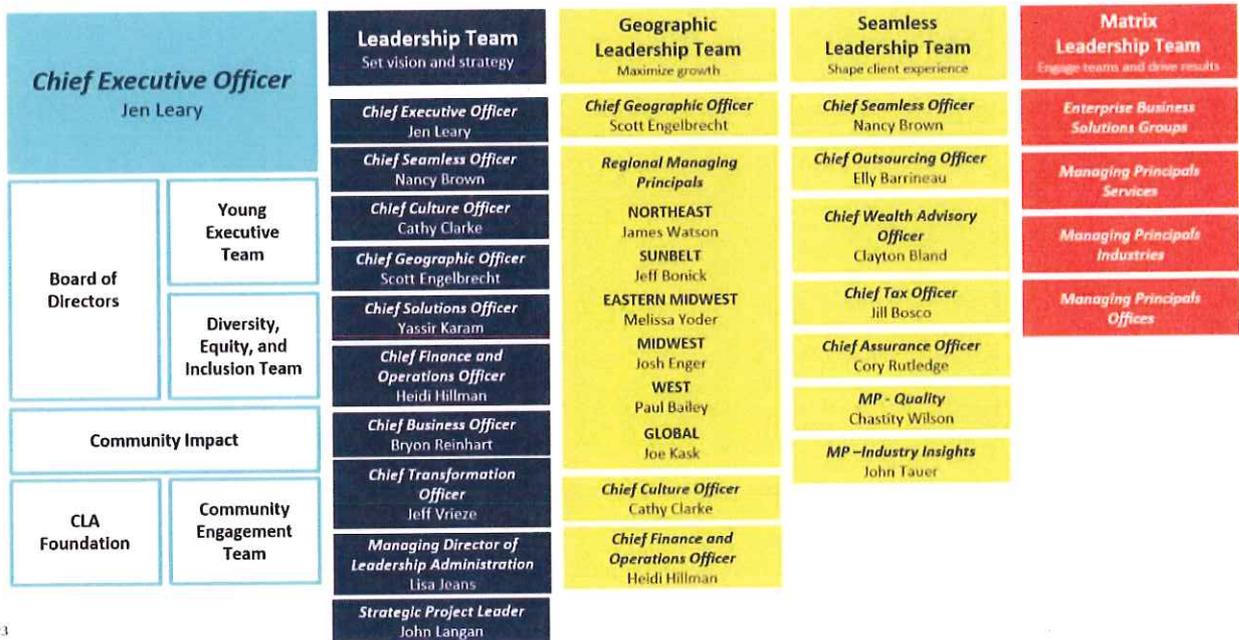


Firm organizational structure

CLA is a national professional services firm built around three primary areas of focus — public accounting and consulting, wealth advisory, and outsourcing — all highly integrated and seamless in capabilities and delivery of services.

We have developed the credibility, reputation, and resources of a leading professional services firm while working hard to maintain the individualized service of a smaller firm. Our emphasis is on serving privately held businesses and their owners, as well as governmental and nonprofit organizations.

Firm-wide 2023



7/1/23



State and local government experience

You can benefit from a close personal connection with a team of professionals devoted to governments. Our goal is to become familiar with all aspects of your operations — not just the information needed for the year-end audit so that we can offer proactive approaches in the areas that matter most to you:

- Finding new ways to operate more effectively and efficiently
- Responding to regulatory pressures and complexities
- Maintaining quality services in the face of revenue reductions
- Providing transparent, accurate, and meaningful financial information to stakeholders, decision-makers, and your constituents

We understand the legislative changes, funding challenges, compliance responsibilities, and risk management duties that impact you. Our experienced government services team can help you navigate the challenges of today, all while seamlessly strategizing for the future.



Deep industry connections

CLA actively supports industry education as a thought leader and industry speaker. We focus on supporting the educational needs of the industry through nationally sponsored trade events. Our team of professionals is sought after, both as educators and as experienced speakers who are invited to speak and teach at major professional events by leading trade associations, including those shown here.



We are also actively involved in and/or are members of the following professional organizations:

- American Institute of Certified Public Accountants (AICPA)
- AICPA’s State and Local Government Expert Panel
- AICPA’s Government Audit Quality Center (GAQC)
- Government Finance Officers Association (GFOA)
- Special Review Committee for the GFOA’s Certificate of Achievement for Excellence in Financial Reporting (Certificate) Program
- AICPA Single Audit Quality Task Force
- Association of Government Accountants

Our involvement in these professional organizations, combined with various technical services we subscribe to, allows us to be at the forefront of change in the constantly changing government environment. We take our responsibility for staying current with new accounting pronouncements, auditing standards, other professional standards and laws and regulations seriously.

Insight to strengthen your organization

When you’re ready to go beyond the numbers to find value-added strategies, we offer resources to help you respond to challenges and opportunities including:

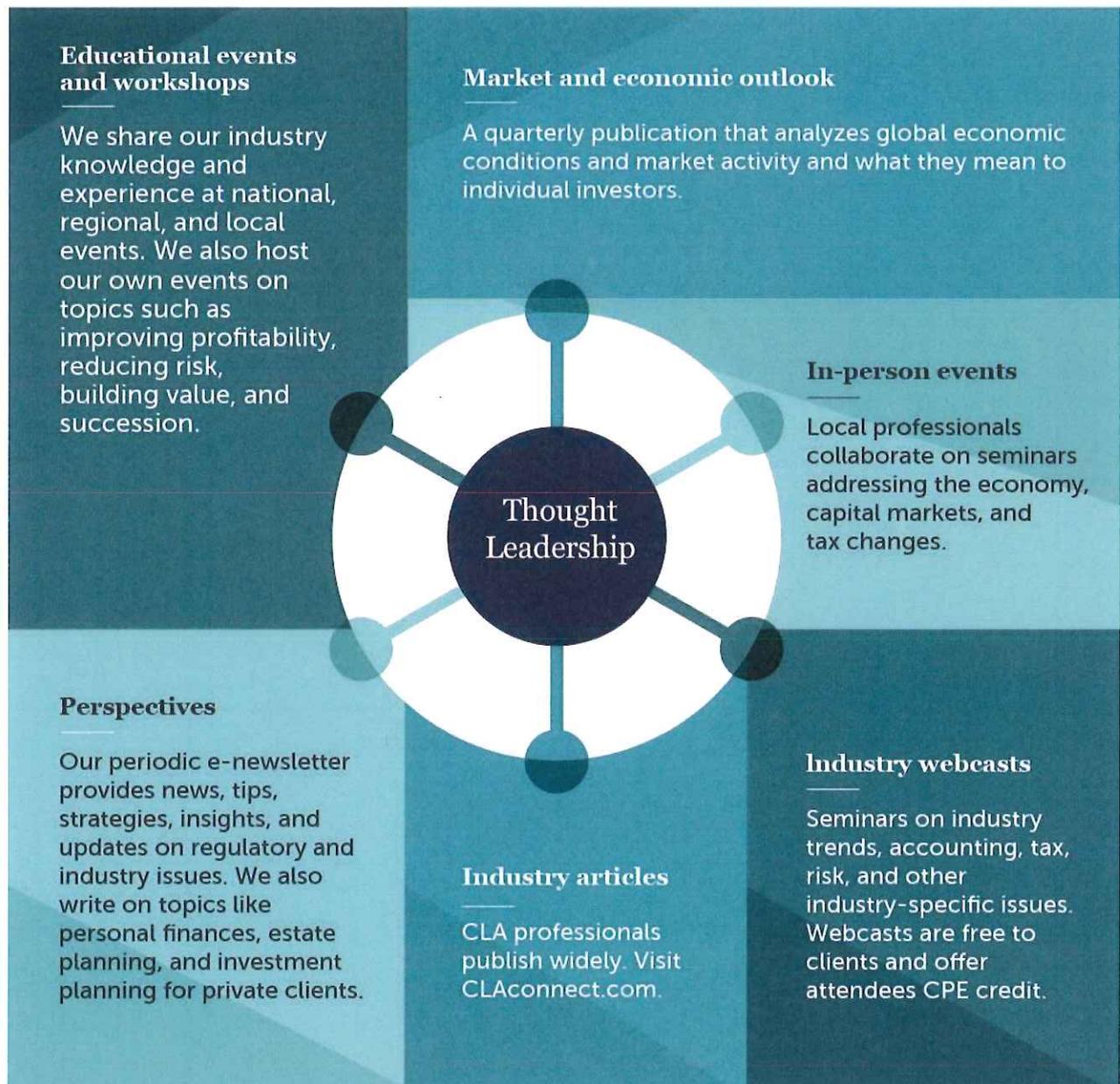
- [National webinars](#) — Access complimentary professional development opportunities for your team.
- [Articles and white papers](#) — Stay current on industry information as issues arise.

Curious: We care, we listen, we get to know you.



Thought leadership

CLA goes beyond the numbers and offers value-added strategies. Rest assured, you will hear from us throughout the year. We send periodic email publications and host webcasts to keep clients and friends of the firm informed of relevant industry updates. Below are just a few of the resources we offer. You can register for our webcasts and find our extensive resource library on our website, [CLAconnect.com](https://www.claconnect.com).



Support at every turn

With [dedicated services specific to state and local governments](#), you have access to guidance on all aspects of your operations.

- [Affordable Care Act \(ACA\) reporting and compliance](#)
- [Audit, review, and compilation of financial statements](#)
- Compliance audits (HUD, OMB Single Audits)
- [COVID-19 funding support](#)
- [Cybersecurity](#)
- [Enterprise risk management](#)
- [Forensic accounting, auditing, and fraud investigation](#)
- Fraud risk management
- [Grant compliance](#)
- Implementation assistance for complex Governmental Accounting Standards Board (GASB) statements
- [Internal audit](#)
- [Outsourced business operations](#)
- [Performance auditing](#)
- [Purchase card \(p-card\) monitoring and analytics](#)
- [Risk assessments](#)
- Strategic, financial, and operational consulting
- [Telecom management services](#)



Independence can easily become impaired when providing consulting services; therefore, we do not provide any services to our audit clients beyond those allowed. If additional work is requested by the Authority outside of the scope of the audit, we will discuss with you our proposed fee for additional services prior to beginning the new services.



5.3.2 Key personnel assigned to the engagement

The true value in working with our team is your ability to develop a personal and professional relationship with leaders who understand your industry, challenges, and opportunities.

Your team will work directly with our team, with the full support of an entire CLA family behind it. Meet your proposed service team below.

Engagement Team Member	Role	Years' Experience
<p>Andrew (Andy) Lee, CPA <i>Engagement Principal</i></p>	<p>Andy will have overall engagement responsibility including planning the engagement, developing the audit approach, supervising staff, and maintaining client contact throughout the engagement and throughout the year. Andy is responsible for total client satisfaction through the deployment of all required resources and continuous communication with management and the engagement team.</p>	<p>19+</p>
<p>Michael Johns, CPA <i>Technical Resource Principal</i></p>	<p>Michael will be the technical resource for the audit team. Michael's many years of serving governmental entities will be an invaluable resource. Michael will assist the team as needed for any technical matters that may arise prior to issuance.</p>	<p>23+</p>
<p>Jim Kreiser, CISA, CRMA, CFSA <i>Information Systems Principal</i></p>	<p>Jim will serve as the Information Technology (IT) and General Control systems resource to the Authority's engagement. He will perform a review of Information Systems (IS) controls to conclude whether they are properly designed and operating effectively. For IS-related controls that we deem to be ineffectively designed or not operating as intended, he will communicate our findings and will provide recommendations to improve internal controls.</p>	<p>26+</p>



Engagement Team Member	Role	Years' Experience
Luke Winter, CPA <i>Engagement Manager</i>	Luke will act as the lead manager on the engagement. In this role, Luke will assist the engagement principal with planning the engagement and performing complex audit areas. He will perform a technical review of all work performed and is responsible for the review of comprehensive annual financial report and all related reports.	10+
Drew Block <i>Senior</i>	Drew will be responsible for the day-to-day activities for this engagement, including the supervision of all staff assigned.	5+
Additional Staff – We will assign additional staff to your engagement based on your needs and their experience providing services to state and local governments. Ideally, the staff assigned to your team will be from our Pennsylvania and New Jersey offices with regulated industries as their industry focus at CLA.		

Detailed resumes of the engagement team members may be found in the **Appendix** of this proposal.

Collaborative: Support from a responsive local team complemented by national resources. We consider the whole of your organization, bringing innovative teams to the table.



5.3.3 Similar engagements and references

CLA's New Jersey and local government experience

Our understanding of the Authority, agencies within the State of New Jersey, and their business operations and internal control structures will not only allow us to achieve the objectives of this engagement, but to add more value to the Authority. Our clients include those of component units of the State, housing authorities, commercial entities that help state agencies, agencies that provide cost certifications, higher education, development and financing authorities and more. Members of your engagement team are experienced in the governmental field and affect the rules and regulations set by regulatory bodies that affect entities like the Authority within the state of New Jersey. Represented below is a sampling of our New Jersey clients:

- State of New Jersey (single audit)
- New Jersey Housing and Mortgage Finance Authority
- Fort Monmouth Economic Revitalization Authority
- New Jersey Higher Education Student Assistance Authority
- New Jersey Infrastructure Bank
- Project Live Retirement Plan
- Rapid Pump & Meter Service Co., Inc.
- New Jersey Transit Authority
- New Jersey Economic Development Authority – Hurricane Sandy Contracts
- Union County College
- United States Department of Justice – New Jersey

Our continuous growth in working with the government sector has come about because we continually provide assistance to our clients in meeting their objectives.

We have been constructive and supportive with as little interruption to their activities as is possible. We have pointed out inefficiencies, poor accounting practices, and in some instances, suspected fraud.



Our clients say it best. And their independent, authentic perspective is invaluable in learning about the experience you'll have when working with us. We encourage you to connect with our clients to hear it firsthand.

New Jersey Higher Education Student Assistance Authority	
Client Contact	Art Quaranta, Controller
Phone Number Email	609-588-3300, Ext. 1213 Arthur_Quaranta@hesaa.org
Address	4 Quakerbridge Plaza, Trenton, New Jersey 08625
Services Provided	We perform annual financial audits of HESAA's funds and accounts that are not recorded on the State of New Jersey's accounting system, including separate financial and compliance audits for its Student Loan Revenue Bond issues used to fund loans issued under the New Jersey College Loans to Assist State Students (NJCLASS) loan program and the Federal Family Education Loan Program (FFELP). Our audits are performed in accordance with Government Auditing Standards and NJ Executive Order No. 122. We also perform services related to HESAA's bond offerings.

New Jersey Housing Mortgage and Finance Agency	
Client Contact	Brad K. Leak, Director of Finance
Phone Number Email	609-278-7467 bleak@njhmf.gov
Address	637 S. Clinton Ave., Trenton, NJ 08611
Services Provided	We perform an annual financial audit of the Agency, including separate financial statement audits for 3 bond indentures and 1 component unit. We also prepare reports required by GNMA for Mortgage-Backed Securities. Lastly, we perform a single audit under Uniform Guidance.

New Jersey Infrastructure Bank	
Client Contact	Lauren Kaltman, Chief Financial Officer
Phone Number	609-219-8600
Address	3131 Princeton Pike, Bldg. 4, Ste. 216, Lawrenceville, NJ 08648
Services Provided	Audit of financial statements and single audit services in accordance with OMB <i>Uniform Guidance</i>

Transparent: We place honesty and integrity at the center of all communication. We welcome you to start an open and candid conversation with those who know us best.



5.3.4 Insurance

CLA carries commercially reasonable amounts of professional liability insurance. If requested, the firm will provide a certificate of coverage for an amount specified by the Authority upon being engaged.

5.3.5 Quality control procedures and peer review report

In the most recent peer review report, dated November 2022, we received a rating of *pass*, which is the most positive report a firm can receive. We are proud of this accomplishment and its strong evidence of our commitment to technical excellence and quality service. The full report is provided on in the *Appendix* of this proposal.

The Public Company Accounting Oversight Board (PCAOB) conducts inspections of CLA's quality control procedures relating to audits of public companies, while the remainder of our assurance practice is peer reviewed under American Institute of Certified Public Accountants (AICPA) standards. PCAOB inspection reports are available on the PCAOB website.

In addition to an external peer review, we have implemented an intensive internal quality control system to provide reasonable assurance that the firm and our personnel comply with professional standards and applicable legal and regulatory requirements. Our quality control system includes the following:

- A quality control document that dictates the quality control policies of our firm. In many cases, these policies exceed the requirements of standard setters and regulatory bodies. Firm leadership promotes and demonstrates a culture of quality that is pervasive throughout the firm's operations. To monitor our adherence to our policies and procedures, and to foster quality and accuracy in our services, internal inspections are performed annually.
- Quality control standards as prescribed by the AICPA. The engagement principal is involved in the planning, fieldwork, and post-fieldwork review. In addition, an appropriately experienced professional performs a risk-based second review of the engagement prior to issuance of the reports.
- Hiring decisions and professional development programs designed so personnel possess the competence, capabilities, and commitment to ethical principles, including independence, integrity, and objectivity, to perform our services with due professional care.
- An annual internal inspection program to monitor compliance with CLA's quality control policies. Workpapers from a representative sample of engagements are reviewed and improvements to our practices and processes are made, if necessary, based on the results of the internal inspection.
- Strict adherence to the AICPA's rules of professional conduct, which specifically require maintaining the confidentiality of client records and information. Privacy and trust are implicit in the accounting profession, and CLA strives to act in a way that will honor the public trust.
- A requirement that all single audit engagements be reviewed by a designated single audit reviewer, thereby confirming we are in compliance with the standards set forth in the *Uniform Guidance*.



5.3.6 Level of staff and number of hours to be assigned

Our project management methodology results in a client service plan that provides for regular, formal communication with the entire management team and allows us to be responsive to your needs. The schedule allows for input from your personnel to make certain the services are completed based on your requirements. The plan may also be amended during the year based on input from the internal auditor.

Please see the below chart for the level of staff and approximate number of hours to be assigned to each proposed phase:

Financial Statement Audit					
Engagement Segment	Principal	Manager	Senior	Staff	Total
Planning	6	8	16	10	40
Internal control and perm file	4	6	10	8	28
Testing and review	10	26	60	50	146
Reporting and meetings	10	16	8	4	38
Total	30	56	94	72	252



Hourly rates

The table below shows our standard hourly billing rates by classification:

Staff Level	2023
Principal/Signing Director	\$345 - \$515
Director	\$230 - \$320
Manager	\$185 - \$285
Senior	\$160 - \$220
Associate	\$140 - \$170

Reliable: Look for us to respond in hours, not days. We strive to deliver service that exceeds your expectations.



5.4 Proposed Fees

EXHIBIT A	
REQUEST FOR PROPOSALS FOR AUDITING SERVICES	
Date Issued: September 22, 2023	
FEE PROPOSAL TO NJEFA	
<u>Audit Services</u>	
Fees for Audit Service for the year end financials for 2023, 2024, 2025, 2026 and 2027. Audit fees should be based on the Scope of Services identified in Section 4.0 of the RFP.	
Total fee for 2023 (Including \$ <u>N/A</u> fee for publication of auditor's opinion.)	\$ <u>47,045</u>
Total fee for 2024 (Including \$ <u>N/A</u> fee for publication of auditor's opinion.)	\$ <u>48,500</u>
Total fee for 2025 (Including \$ <u>N/A</u> fee for publication of auditor's opinion.)	\$ <u>48,500</u>
Total fee for 2026 (Including \$ <u>N/A</u> fee for publication of auditor's opinion.)	\$ <u>49,500</u>
Total fee for 2027 (Including \$ <u>N/A</u> fee for publication of auditor's opinion.)	\$ <u>50,500</u>
<u>Other Professional Service Consulting</u>	
Hourly Rate (If applicable, please set forth the hourly rate for each professional.)	\$ <u>Please see chart on following page for hourly rates</u>



Having upfront conversations builds relationships.

Throughout this proposal, you've seen the value we can provide your organization, helping you uncover revenue opportunities and put dollars in your pocket. While we are addressing your compliance needs, our insight and solutions also represent a return on your investment.

Our fixed-fee quote is designed with an understanding that:

- Authority personnel will provide documents and information requested in a timely fashion.
- The operations of your organization do not change significantly and do not include any future acquisitions or significant changes in your business operations.
- There are not significant changes to the scope, including no significant changes in auditing, accounting, or reporting requirements.

The 5% technology and client support fee supports our continuous investment in technology and innovation to enhance your experience and protect your data.

Fee increase

Our fees are based on professional standards and regulations currently in effect and barring any changes in the nature or requirements of the engagement, our annual fees will increase in accordance with the increases in our payroll and overhead costs. In addition, costs could increase due to substantial changes in your office locations, asset size and/or operational structure. If fee increases are expected outside of the ranges provided above, we would discuss with management prior to the completion of the work.

Hourly rates

The table below shows our standard hourly billing rates by classification:

Staff Level	2023
Principal/Signing Director	\$345 - \$515
Director	\$230 - \$320
Manager	\$185 - \$285
Senior	\$160 - \$220
Associate	\$140 - \$170

No surprises

Our clients don't like fee surprises. Neither do we. If changes occur, we will discuss a revised fee proposal with you before beginning any work. For any "out-of-scope" work, we will provide an estimate for your approval.

We're invested in our relationships and strongly encourage intentional and frequent communication. Contact us year-round as changes or questions arise — we do not bill for routine inquiries or advice.

We are committed to creating a long-standing relationship. If you have concerns about the fee structure, give us a call and let's discuss.

Transparent: Clear, authentic communication and market-based fees.



5.5 Litigation

From time to time, the firm is a defendant in lawsuits involving alleged professional malpractice. In all cases, the firm believes that it has a strong position and intends to defend it vigorously. Should the ultimate outcome be unfavorable, however, net of the deductible provisions of the firm's malpractice insurance, all cases are expected to be fully covered by insurance and will not have a material impact on the firm or its ability to perform these services.

Moreover, in those cases where claims have been resolved by settlement (the vast majority of our cases), the firm is typically subject to confidentiality agreements that prohibit the disclosure of information regarding those matters. Disclosure by the firm of any details about those matters could invalidate the settlement agreements.

5.6 Conflict of Interest

CLA is not aware of any existing or potential conflict of interest matters that would impair our independence for the performance of this engagement.

5.7 Required Documents and Forms

In addition to all required components previously provided in our proposal, all documents and forms listed in the RFP have been included in our response. Please see the following pages for our completed forms.

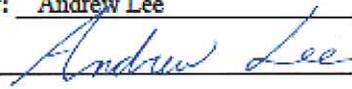


RFP CHECKLIST – It is recommended that all applicable and required forms and documents below be submitted simultaneously with the written proposal.		CHECK BOX IF INCLUDED	
PROPOSAL	1	Your written proposal in response to this Request for Proposals. <i>Please Note:</i> Written proposals that do not address 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 checked="" type="checkbox"/>
EXHIBITS	2	EXHIBIT A - Fee Proposal to NJEFA	<input checked="" type="checkbox"/>
	3	EXHIBIT B-1 - Mandatory Equal Employment Opportunity Language – <i>Please sign to indicate acceptance and acknowledgment.</i>	<input checked="" type="checkbox"/>
	4	EXHIBIT B-2 –State Policy Prohibiting Discrimination in the Workplace EXHIBIT B-3 – Vendor’s Signed Acknowledgment of Receipt	<input checked="" type="checkbox"/>
	5	EXHIBIT C – Certification of No Change (If applicable. See 10b below.)	<input checked="" type="checkbox"/>
DIVISION OF PURCHASE & PROPERTY FORMS	6	Ownership Disclosure Form	<input checked="" type="checkbox"/>
	7	Disclosure of Investigations and Other Actions Involving Vendor	<input checked="" type="checkbox"/>
	8	Disclosure of Investment Activities in Iran	<input checked="" type="checkbox"/>
	9	Affirmative Action Compliance (submit one of the following)	
		a. New Jersey Certificate of Employee Information Report	
		b. Federal Letter of Approval Verifying a Federally Approved or Sanctioned Affirmative Action Program (dated within one (1) year of submission of Proposal)	
		c. Affirmative Action Employee Information Report (AA-302)	<input checked="" type="checkbox"/>
	10	Disclosure of Political Contributions (submit one of the following) a. Two-Year Chapter 51/Executive Order 333 Vendor Certification and Disclosure of Political Contributions b. 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 333 Vendor Certification and Disclosure of Political Contributions form.)	<input checked="" type="checkbox"/>
	11	Chapter 271 Vendor Certification and Political Disclosure Form	<input checked="" type="checkbox"/>
	12	Proof of New Jersey Business Registration	<input checked="" type="checkbox"/>
	13	Source Disclosure Form	<input checked="" 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: CliftonLarsonAllen LLP (CLA)

Submitted By: Andrew Lee

Signature: 

Title: Principal

Date: October 6, 2023

Rev. 3.15.2023



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: CliftonLarsonAllen LLP (CLA)

Submitted By: Andrew Lee

Signature: *Andrew Lee*

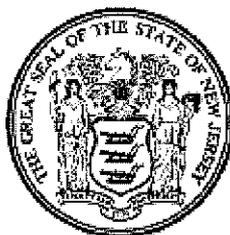
Title: Principal

Date: October 6, 2023



EXHIBIT B-2
**NEW JERSEY STATE POLICY PROHIBITING DISCRIMINATION IN THE
WORKPLACE**





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, 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, coworkers, employees of Gubernatorial Transition Offices, or persons doing business with the State. This policy also applies to conduct that occurs in the workplace and conduct that occurs at any location that 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 posts on any social media site and/or electronic device, personal or business, that adversely affects the work environment defined by the State Policy.

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 (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 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 (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 (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 materials, in the workplace or outside of the workplace that has an adverse impact on the work environment, including electronic communications, 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;
- Sexual physical contact that involves any form of coercion, force, or lack of consent, such as sexual assault;



- 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/he or they have been subjected to any form of prohibited discrimination/harassment, or who witnesses others being subjected to such discrimination/harassment, should 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. A person who wishes to take action about prohibited sexual physical contact can file a criminal complaint with law enforcement of the municipality where the incident occurred. That person can also make a criminal report and a report to his/her or their supervisor/manager and/or Equal Employment Opportunity/Affirmative Action Officer; one does not have to choose one or the other.

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"; N.J.A.C. 4A:7-3.2.), 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). N.J.A.C. 4A:7-3.1(e)

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 Statewide 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 State of New Jersey Model Procedures for Processing Internal Complaints Alleging Discrimination in the Workplace with regard to reporting, investigating, and where appropriate, remediating claims of discrimination/harassment. See N.J.A.C. 4A:7-3.2 and N.J.S.A. 11A:7-3. 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, consisting of the investigative report and any

attachments, including witness statements, shall be maintained as confidential records to the extent practicable and appropriate and will maintain so indefinitely.

VII. PROHIBITION AGAINST RETALIATION

Retaliation against any employee who alleges that she/he or they were 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

The burden is on the complainant to articulate a sufficient nexus between the alleged conduct to a protected category pursuant to the State Policy. 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, will 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 investigative 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. In order to protect the integrity of the investigation, minimize the risk of retaliation against the individuals participating in the investigative process, and protect the important privacy interests of all concerned, the EEO/AA Officer/investigator shall request that all



persons interviewed, including witnesses, not discuss any aspect of the investigation with others, unless there is a legitimate business reason to disclose such information.

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.

State employees responsible for managing and investigating complaints of harassment or discrimination, in consultation with the Division of EEO/AA and another organization with expertise in response to and prevention of sexual violence, such as the Department of Law and Public Safety and the New Jersey Coalition Against Sexual Assault, shall receive additional training. Each State employee who receives such additional training shall complete a refresher course every three years.

Issued: December 18, 1998
Revised: June 3, 2005
Revised: September 5, 2013
Revised: September 11, 2019
Revised: August 19, 2020
See N.J.A.C. 4A:7-3.1, N.J.A.C. 4A:7-3.2 and N.J.S.A. 11A:7-3



EXHIBIT B-3

**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: CliftonLarsonAllen LLP (CLA)
Submitted By: Andrew Lee
Signature: *Andrew Lee*
Title: Principal
Date: October 6, 2023



EXHIBIT C

P.L. 2005, c. 51 / Executive Order No. 333
Certification of No Change

I, Andrew Lee the Principal of CliftonLarsonAllen LLP (CLA) in connection with the Request for Proposals for Audit 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. 333 (Murphy 2023), 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 4th day of October, 2023.

[Signature]

Commonwealth of Pennsylvania - Notary Seal
Helen J. Young, Notary Public
Montgomery County
My commission expires October 14, 2025
Commission number 1183863
Member, Pennsylvania Association of Notaries

Submitted By: Andrew Lee Andrew Lee
Title: Principal
Date: 10/4/23
Firm's EIN: 41-0746749

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





OWNERSHIP DISCLOSURE FORM

STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY - DIVISION OF PURCHASE AND PROPERTY
33 WEST STATE STREET, P.O. BOX 230 TRENTON, NEW JERSEY 08625-0230

VENDOR NAME: CliftonLarsonAllen LLP (CLA)

PURSUANT TO N.J.S.A. 52:25-24.2, ALL PARTIES ENTERING INTO A CONTRACT WITH THE STATE ARE REQUIRED TO PROVIDE A STATEMENT OF OWNERSHIP.
Please answer all questions and complete the information requested.

- | | | |
|--|-------------------------------------|-------------------------------------|
| | YES | NO |
| 1. The vendor is a Non-Profit Entity ; and therefore, no disclosure is necessary. | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. The vendor is a Sole Proprietor ; and therefore, no other disclosure is necessary.
A Sole Proprietor is a person who owns an unincorporated business by himself or her-self.
A limited liability company with a single member is not a Sole Proprietor. | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. The vendor is a corporation, partnership, or limited liability company with individuals, partners, members, stockholders, corporations, partnerships, or limited liability companies owning a 10% or greater interest; and therefore, disclosure is necessary. | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

If you answered YES to Question 3, you must disclose the information requested in the space below:

- (a) the names and addresses of all stockholders in the corporation who own 10% or more of its stock, of any class;
- (b) all individual partners in the partnership who own a 10% or greater interest therein; or,
- (c) all members in the limited liability company who own a 10% or greater interest therein.

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

- | | | |
|---|--------------------------|-------------------------------------|
| | YES | NO |
| 4. For each of the corporations, partnerships, or limited liability companies identified in response to Question #3 above, are there any individuals, partners, members, stockholders, corporations, partnerships, or limited liability companies owning a 10% or greater interest of those listed business entities? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

If you answered YES to Question 4, you must disclose the information requested in the space below:

- (a) the names and addresses of all stockholders in the corporation who own 10% or more of its stock, of any class;
- (b) all individual partners in the partnership who own a 10% or greater interest therein; or,
- (c) all members in the limited liability company who own a 10% or greater interest therein. The disclosure(s) shall be continued until the names and addresses of every non-corporate stockholder, individual partner, and/or member a 10% or greater interest has been identified.

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

NAME _____
ADDRESS _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

5. As an alternative to completing this form, a Vendor with any direct or indirect parent entity which is publicly traded, may submit the name and address of each publicly traded entity and the name and address of each person that holds a 10% or greater beneficial interest in the publicly traded entity as of the last annual filing with the federal Securities and Exchange Commission or the foreign equivalent, and, if there is any person that holds a 10% or greater beneficial interest, also shall submit links to the websites containing the last annual filings with the federal Securities and Exchange Commission or the foreign equivalent and the relevant page numbers of the filings that contain the information on each person that holds a 10% or greater beneficial interest.*

* Attach additional sheets if necessary

DPP Rev. 9.21.2022





DISCLOSURE OF INVESTIGATIONS AND OTHER ACTIONS INVOLVING THE VENDOR FORM

STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY - DIVISION OF PURCHASE AND PROPERTY
33 WEST STATE STREET, P.O. BOX 230 TRENTON, NEW JERSEY 08623-0230

BID SOLICITATION # AND TITLE: Request for Proposals for Auditing Services (No bid number)

VENDOR NAME: CliftonLarsonAllen LLP (CLA)

PART 1

PLEASE LIST ALL OFFICERS/DIRECTORS OF THE VENDOR BELOW.

NAME	*Please see note below.		
TITLE	_____		
ADDRESS	_____		
ADDRESS	_____		
CITY	STATE	ZIP	

NAME	_____		
TITLE	_____		
ADDRESS	_____		
ADDRESS	_____		
CITY	STATE	ZIP	

NAME	_____		
TITLE	_____		
ADDRESS	_____		
ADDRESS	_____		
CITY	STATE	ZIP	

NAME	_____		
TITLE	_____		
ADDRESS	_____		
ADDRESS	_____		
CITY	STATE	ZIP	

**Attach Additional Sheets if Necessary.*

PART 2

PLEASE REFER TO THE PERSONS LISTED ABOVE AND/OR THE PERSONS AND/OR ENTITIES LISTED ON THE OWNERSHIP DISCLOSURE FORM WHEN ANSWERING THESE QUESTIONS.

- Has any person or entity listed on this form or its attachments ever been arrested, charged, indicted, or convicted in a criminal or disorderly persons matter by the State of New Jersey (or political subdivision thereof), or by any other state or the U.S. Government? **NO**
- Has any person or entity listed on this form or its attachments ever been suspended, debarred or otherwise declared ineligible by any government agency from bidding or contracting to provide services, labor, materials or supplies?
- Are there currently any pending criminal matters or debarment proceedings in which the firm and/or its officers and/or managers are involved?
- Has any person or entity listed on this form or its attachments been denied any license, permit or similar authorization required to engage in the work applied for herein, or has any such license, permit or similar authorization been revoked by any agency of federal, state or local government?
- Has any person or entity listed on this form or its attachments been involved as an adverse party to a public sector client in any civil litigation or administrative proceeding in the past five (5) years?

**IF ANY OF THE ANSWERS TO QUESTIONS 1-5 ARE "YES", PLEASE PROVIDE THE REQUESTED INFORMATION IN PART 3.
IF ALL OF THE ANSWERS TO QUESTIONS 1-5 ARE "NO", NO FURTHER ACTION IS NEEDED; PLEASE SIGN AND DATE THE FORM.**

PART 3

DESCRIPTION OF THE INVESTIGATION OR LITIGATION, ETC.

If you answered "YES" to any of questions 1 - 5 above, you must provide a detailed description of any investigation or litigation, including, but not limited to, administrative complaints or other administrative proceedings involving public sector clients during the past five (5) years. The description must include the nature and status of the investigation, and for any litigation, the caption and a brief description of the action, the date of inception, current status, and if applicable, the disposition.

PERSON OR ENTITY NAME	_____	PHONE NUMBER	_____
CONTACT NAME	_____		
CASE CAPTION	_____		
INCEPTION OF THE INVESTIGATION	_____	CURRENT STATUS	_____
SUMMARY OF INVESTIGATION	_____		

**Attach Additional Sheets if Necessary.*

CERTIFICATION

I, the undersigned, certify that I am authorized to execute this certification on behalf of the Vendor, that the foregoing information and any attachments hereto, to the best of my knowledge are true and complete. I acknowledge that the State of New Jersey is relying on the information contained herein, and that the Vendor is under a continuing obligation from the date of this certification through the completion of any contract(s) with the State to notify the State in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification. If I do so, I may be subject to criminal prosecution under the law, and it will constitute a material breach of my contract(s) with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Andrew Lee
Signature
Andrew Lee, CPA, Principal
Print Name and Title

10/2/2023
Date

DPP Rev. 12.13.2021

***Note - CLA has more than 1,200 principals, none of whom own more than a 2% interest in the firm. Andrew Lee is the principal and primary contact on this engagement. Additional names can be provided upon request.**





DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN FORM

STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY - DIVISION OF PURCHASE AND PROPERTY
33 WEST STATE STREET, P.O. BOX 230 TRENTON, NEW JERSEY 08625-0230

BID SOLICITATION # AND TITLE: Request for Proposals for Auditing Services (no bid number)

VENDOR NAME: CliftonLarsonAllen LLP (CLA)

Pursuant to N.J.S.A. 52:32-57, et seq. (P.L. 2012, c.25 and P.L. 2021, c.4) any person or entity that submits a bid or proposal or otherwise proposes to enter into or renew a contract must certify that neither the person nor entity, nor any of its parents, subsidiaries, or affiliates, is identified on the New Jersey Department of the Treasury's Chapter 25 List as a person or entity engaged in investment activities in Iran. The Chapter 25 list is found on the Division's website at <https://www.state.nj.us/treasury/purchase/pdf/Chapter25List.pdf>. Vendors/Bidders must review this list prior to completing the below certification. If the Director of the Division of Purchase and Property finds a person or entity to be in violation of the law, s/he shall take action as may be appropriate and provided by law, rule or contract, including but not limited to, imposing sanctions, seeking compliance, recovering damages, declaring the party in default and seeking debarment or suspension of the party.

CHECK THE APPROPRIATE BOX

I certify, pursuant to N.J.S.A. 52:32-57, et seq. (P.L. 2012, c.25 and P.L. 2021, c.4), that neither the Vendor/Bidder listed above nor any of its parents, subsidiaries, or affiliates is listed on the New Jersey Department of the Treasury's Chapter 25 List of entities determined to be engaged in prohibited activities in Iran.

OR

I am unable to certify as above because the Vendor/Bidder and/or one or more of its parents, subsidiaries, or affiliates is listed on the New Jersey Department of the Treasury's Chapter 25 List. I will provide a detailed, accurate and precise description of the activities of the Vendor/Bidder, or one of its parents, subsidiaries or affiliates, has engaged in regarding investment activities in Iran by completing the information requested below.

Entity Engaged in Investment Activities	_____
Relationship to Vendor/ Bidder	_____
Description of Activities	_____

Duration of Engagement	_____
Anticipated Cessation Date	_____

**Attach Additional Sheets if Necessary.*

CERTIFICATION

I, the undersigned, certify that I am authorized to execute this certification on behalf of the Vendor, that the foregoing information and any attachments hereto, to the best of my knowledge are true and complete. I acknowledge that the State of New Jersey is relying on the information contained herein, and that the Vendor is under a continuing obligation from the date of this certification through the completion of any contract(s) with the State to notify the State in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification. If I do so, I may be subject to criminal prosecution under the law, and it will constitute a material breach of my contract(s) with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Andrew Lee
Signature

10/02/2023
Date

Andrew Lee, CPA, Principal
Print Name and Title



STATE OF NEW JERSEY
Division of Purchase & Property
Contract Compliance Audit Unit
EEO Monitoring Program
EMPLOYEE INFORMATION REPORT

IMPORTANT-READ INSTRUCTIONS CAREFULLY BEFORE COMPLETING FORM. FAILURE TO PROPERLY COMPLETE THE ENTIRE FORM AND TO SUBMIT THE REQUIRED \$150.00 FEE MAY DELAY ISSUANCE OF YOUR CERTIFICATE. DO NOT SUBMIT EEO-1 REPORT FOR SECTION B, ITEM 11. For Instructions on completing the form, go to: http://www.state.nj.us/treasury/contract_compliance/documents/pdf/forms/aa302ins.pdf

SECTION A - COMPANY IDENTIFICATION

1. FED. NO. OR SOCIAL SECURITY 41-0746749	2. TYPE OF BUSINESS <input type="checkbox"/> 1. MFG <input checked="" type="checkbox"/> 2. SERVICE <input type="checkbox"/> 3. WHOLESALE <input type="checkbox"/> 4. RETAIL <input type="checkbox"/> 5. OTHER	3. TOTAL NO. EMPLOYEES IN THE ENTIRE COMPANY
4. COMPANY NAME CliftonLarsonAllen LLP (CLA)		
5. STREET 105 S Warner Rd, #310	CITY King of Prussia	COUNTY Montgomery
	STATE PA	ZIP CODE 19406
6. NAME OF PARENT OR AFFILIATED COMPANY (IF NONE, SO INDICATE) Not applicable		
7. CHECK ONE: IS THE COMPANY: <input type="checkbox"/> SINGLE-ESTABLISHMENT EMPLOYER <input checked="" type="checkbox"/> MULTI-ESTABLISHMENT EMPLOYER		
8. IF MULTI-ESTABLISHMENT EMPLOYER, STATE THE NUMBER OF ESTABLISHMENTS IN NJ 2		
9. TOTAL NUMBER OF EMPLOYEES AT ESTABLISHMENT WHICH HAS BEEN AWARDED THE CONTRACT 206		
10. PUBLIC AGENCY AWARDED CONTRACT 150 S Warner Rd 310		
	CITY King of Prus	COUNTY Montgomery
	STATE PA	ZIP CODE 19406
Official Use Only	DATE RECEIVED	ASSIGNED CERTIFICATION NUMBER

SECTION B - EMPLOYMENT DATA

11. Report all permanent, temporary and part-time employees ON YOUR OWN PAYROLL. Enter the appropriate figures on all lines and in all columns. Where there are no employees in a particular category, enter a zero. Include ALL employees, not just those in minority/non-minority categories, in columns 1, 2, & 3. **DO NOT SUBMIT AN EEO-1 REPORT.**

Employee Count by EEO Category		Executive/Senior Level Officials and Managers	First/Mid-Level Officials and Managers	Professionals	Administrative Support Workers	Service Workers	Total
American Indian or Alaska Native	Female	0	6	5	2	0	13
	Male	1	0	4	2	0	7
Asian	Female	16	104	227	50	0	397
	Male	19	52	159	33	0	263
Black or African American	Female	8	63	106	36	0	213
	Male	6	38	99	17	0	160
Hispanic or Latine	Female	8	66	182	90	0	346
	Male	12	37	142	28	0	219
Native Hawaiian or Other Pacific Islander	Female	1	2	2	1	0	6
	Male	0	5	2	2	0	9
Two or More Races	Female	3	20	36	15	0	74
	Male	5	17	42	9	0	73
White	Female	260	1,354	1,182	642	1	3,439
	Male	642	1,122	1,165	180	0	3,109
Total		981	2,886	3,353	1,107	1	8,328

12. HOW WAS INFORMATION AS TO RACE OR ETHNIC GROUP IN SECTION B OBTAINED? <input type="checkbox"/> 1. Visual Survey <input checked="" type="checkbox"/> 2. Employment Record <input type="checkbox"/> 3. Other (Specify)	14. IS THIS THE FIRST Employee Information Report Submitted? 1. YES <input type="checkbox"/> 2. NO <input checked="" type="checkbox"/>	15. IF NO, DATE LAST REPORT SUBMITTED MO: 09 DAY: 28 YEAR: 2018
13. DATES OF PAYROLL PERIOD USED From: 9/2023 To: 9/2023		

SECTION C - SIGNATURE AND IDENTIFICATION

16. NAME OF PERSON COMPLETING FORM (Print or Type) Cathy Channing	SIGNATURE <i>Cathy Channing</i>	TITLE Proposal Writer	DATE MO: 10 DAY: 02 YEAR: 2023
17. ADDRESS NO. & STREET 370 Interlocken Blvd	CITY Broomfield	COUNTY Broomfield	STATE CO
	ZIP CODE 80021	PHONE (AREA CODE, NO., EXTENSION) 303 - 466 - 6033	





**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF PURCHASE AND PROPERTY**

**33 WEST STATE STREET, P.O. BOX 0230
TRENTON, NEW JERSEY 08625-0230**

**VENDOR/BIDDER CERTIFICATION AND POLITICAL CONTRIBUTION DISCLOSURE FORM
PUBLIC LAW 2005, CHAPTER 271**

CONTRACT #: RFP for Auditing Services **VENDOR/BIDDER:** CliftonLarsonAllen LLP (CLA)

At least ten (10) days prior to entering into the above-referenced Contract, the Vendor/Bidder must complete this Certification and Political Contribution Disclosure Form in accordance with the directions below and submit it to the State contact for the referenced Contract.

NOTE that the disclosure requirements under Public Law 2005, Chapter 271 are separate and different from the disclosure requirements under Public Law 2005, Chapter 51 (formerly Executive Order 134). Although no Vendor/Bidder will be precluded from entering into a contract by any information submitted on this form, a Vendor's/Bidder's failure to fully, accurately and truthfully complete this form and submit it to the appropriate State agency may result in the imposition of fines by the New Jersey Election Law Enforcement Commission.

DISCLOSURE

The following is the required Vendor/Bidder Disclosure of all Reportable Contributions made in the twelve (12) months prior to and including the date of signing of this Certification and Disclosure to: (i) any State, county, or municipal committee of a political party, legislative leadership committee, candidate committee of a candidate for, or holder of, a State elective office, or (ii) any entity that is also defined as a "continuing political committee" under N.J.S.A. 19:44A-3(n) and N.J.A.C. 19:25-1.

The Vendor/Bidder is required to disclose Reportable Contributions by: the Vendor/Bidder itself; all persons or other business entities owning or controlling more than 10% of the profits of the Vendor/Bidder or more than 10% of the stock of the Vendor/Bidder, if the Vendor/Bidder is a corporation for profit; a spouse or child living with a natural person that is a Vendor/Bidder; all of the principals, partners, officers or directors of the Vendor/Contractor and all of their spouses; any subsidiaries directly or indirectly controlled by the Vendor/Bidder; and any political organization organized under section 527 of the Internal Revenue Code that is directly or indirectly controlled by the Vendor/Bidder, other than a candidate committee, election fund, or political party committee.

"Reportable Contributions" are those contributions that are required to be reported by the recipient under the "New Jersey Campaign Contributions and Expenditures Reporting Act," P.L. 1973, c.83 (C.19:44A-1 et seq.), and implementing regulations set forth at N.J.A.C. 19:25-10.1 et seq. As of January 1, 2005, contributions in excess of \$300 during a reporting period are deemed "reportable."

Name and Address of Committee to which a Reportable Contribution was made	Date of Reportable Contribution	Amount of Reportable Contribution	Contributor's Name
<i>Indicate "NONE" if no Reportable Contribution was made.</i>			
None		\$	
		\$	
		\$	
		\$	

Attach additional sheets if necessary

CERTIFICATION

I, the undersigned, certify that I am authorized to execute this certification on behalf of the Vendor/Bidder, that the foregoing information and any attachments hereto, to the best of my knowledge are true and complete. I acknowledge that the State of New Jersey is relying on the information contained herein, and that the Vendor/Bidder is under a continuing obligation from the date of this certification through the completion of any contract(s) with the State to notify the State in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification. If I do so, I will be subject to criminal prosecution under the law, and it will constitute a material breach of my agreement(s) with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Andrew Lee
Signature
Andrew Lee, CPA, Principal
Print Name and Title

October 6, 2023
Date





**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF PURCHASE AND PROPERTY**

**33 WEST STATE STREET, P.O. BOX 0230
TRENTON, NEW JERSEY 08625-0230**

**VENDOR/BIDDER CERTIFICATION AND POLITICAL CONTRIBUTION DISCLOSURE FORM
PUBLIC LAW 2005, CHAPTER 271**

CONTRACT #: RFP for Auditing Services **VENDOR/BIDDER:** CliftonLarsonAllen LLP (CLA)

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The Vendor/Bidder is required to disclose Reportable Contributions by: the Vendor/Bidder itself; all persons or other business entities owning or controlling more than 10% of the profits of the Vendor/Bidder or more than 10% of the stock of the Vendor/Bidder, if the Vendor/Bidder is a corporation for profit; a spouse or child living with a natural person that is a Vendor/Bidder; all of the principals, partners, officers or directors of the Vendor/Contractor and all of their spouses; any subsidiaries directly or indirectly controlled by the Vendor/Bidder; and any political organization organized under section 527 of the Internal Revenue Code that is directly or indirectly controlled by the Vendor/Bidder, other than a candidate committee, election fund, or political party committee.

"Reportable Contributions" are those contributions that are required to be reported by the recipient under the "New Jersey Campaign Contributions and Expenditures Reporting Act," P.L. 1973, c.83 (C.19:44A-1 et seq.), and implementing regulations set forth at N.J.A.C. 19:25-10.1 et seq. As of January 1, 2005, contributions in excess of \$300 during a reporting period are deemed "reportable."

Name and Address of Committee to which a Reportable Contribution was made	Date of Reportable Contribution	Amount of Reportable Contribution	Contributor's Name
<i>Indicate "NONE" if no Reportable Contribution was made.</i>			
		\$	
None		\$	
		\$	
		\$	

Attach additional sheets if necessary

CERTIFICATION

I, the undersigned, certify that I am authorized to execute this certification on behalf of the Vendor/Bidder, that the foregoing information and any attachments hereto, to the best of my knowledge are true and complete. I acknowledge that the State of New Jersey is relying on the information contained herein, and that the Vendor/Bidder is under a continuing obligation from the date of this certification through the completion of any contract(s) with the State to notify the State in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification. If I do so, I will be subject to criminal prosecution under the law, and it will constitute a material breach of my agreement with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Andrew Lee
Signature
Andrew Lee, CPA, Principal
Print Name and Title

October 6, 2023
Date





STATE OF NEW JERSEY BUSINESS REGISTRATION CERTIFICATE

Taxpayer Name: CLIFTONLARSONALLEN LLP

Trade Name:

Address: 293 EISENHOWER PKWY
LIVINGSTON, NJ 07039-1719

Certificate Number: 0104363

Effective Date: January 18, 2001

Date of Issuance: October 02, 2023

For Office Use Only:

20231002162005671





SOURCE DISCLOSURE FORM

STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY - DIVISION OF PURCHASE AND PROPERTY
33 WEST STATE STREET, P.O. BOX 230 TRENTON, NEW JERSEY 08625-0230

BID SOLICITATION # AND TITLE: Request for Proposal for Auditing Services (no bid number)

VENDOR NAME: CliftonLarsonAllen LLP (CLA)

The Vendor/Bidder submits this Form in response to a Bid Solicitation issued by the State of New Jersey, Department of the Treasury, Division of Purchase and Property, in accordance with the requirements of N.J.S.A. 52:34-13.2.

PART 1

- All services will be performed by the Contractor and Subcontractors in the United States. Skip Part 2.
- Services will be performed by the Contractor and/or Subcontractors outside of the United States. Complete Part 2.

PART 2

Where services will be performed outside of the United States, please list every country where services will be performed by the Contractor and all Subcontractors. If any of the services cannot be performed within the United States, the Contractor shall state, with specificity, the reasons why the services cannot be performed in the United States. The Director of the Division of Purchase and Property will review this justification and if deemed sufficient, the Director may seek the Treasurer's approval.

Name of Contractor / Sub-contractor	Performance Location by Country	Description of Service(s) to be Performed Outside of the United States *	Reason Why the Service(s) Cannot be Performed in the United States *

**Attach additional sheets if necessary to describe which service(s), if any, will be performed outside of the U.S. and the reason(s) why the service(s) cannot be performed in the U.S.*

Any changes to the information set forth in this Form during the term of any Contract awarded under the referenced Bid Solicitation or extension thereof shall be immediately reported by the Contractor to the Director of the Division of Purchase and Property. If during the term of the Contract, the Contractor shifts the location of services outside the United States, without a prior written determination by the Director, the Contractor shall be deemed in breach of Contract, and the Contract will be subject to termination for cause pursuant to the State of New Jersey Standard Terms and Conditions.

CERTIFICATION

I, the undersigned, certify that I am authorized to execute this certification on behalf of the Vendor, that the foregoing information and any attachments hereto, to the best of my knowledge are true and complete. I acknowledge that the State of New Jersey is relying on the information contained herein, and that the Vendor is under a continuing obligation from the date of this certification through the completion of any contract(s) with the State to notify the State in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification. If I do so, I may be subject to criminal prosecution under the law, and it will constitute a material breach of my contract(s) with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Andrew Lee
Signature

Andrew Lee, CPA, Principal
Print Name and Title

10/02/2023
Date



Small, Minority and/or Women-Owned Business

CLA is not a small, minority or women-owned business enterprise, therefore, this form is not applicable.



Appendix



A. Your service team



Andrew Lee, CPA

CLA (CliftonLarsonAllen LLP)

Principal
King of Prussia, Pennsylvania

267-419-1122
andrew.lee@CLAconnect.com



Profile

Andrew has more than 19 years of experience specializing in governmental auditing and accounting with an emphasis on state and local government agencies and higher education. Andrew also has extensive experience developing audit plans and reviewing work performed by staff. This work includes the performance of internal control reviews to assure the effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations.

Technical experience

- Governmental auditing and accounting with an emphasis on higher education and state and local agencies
- GASB related audit experience includes State Systems of higher education including community colleges, transportation and financing authorities, and local governments
- Plans, performs, and evaluates single audit procedures conducted in audit engagements
- Single Audits under *Uniform Guidance*

Education and professional involvement

- Bachelor of science in accounting from Pennsylvania State University
- Certified Public Accountant
- American Institute of Certified Public Accountants
- Pennsylvania Institute of Certified Public Accountants
- Government Finance Officers' Association, Pennsylvania
- National Association of Black Accountants

Published articles and speaking engagements

- EACUBO Annual Meeting – “Accounting and Regulatory Update (March 2023)
- New Normal – Projecting Before, During and After a Pandemic (February 2021)
- COVID-19 and Higher Education: Impact on FASB and GASB (June 2020)
- SFA Fraud: How to Identify Fraud and Protect Your Institution (September 2019)



- Navigating Corporate Culture: Pipeline to the C-Suite (May 2019)
- Co-Sourcing Your Higher Ed Internal Audit Has Benefits Beyond Cost Savings (April 2019)
- Focus on Intangible Qualities When Hiring Leaders in Your Higher Education Institution (July 2017)
- Changes Finalized to Title IV Federal Student Aid Cash Management Rules (January 2016)

Key relevant experience

- New Jersey Higher Education Student Assistance Authority
- New Jersey Educational Facilities Authority
- Delaware River and Bay Authority
- Fort Monmouth Economic Revitalization Authority
- Upper Moreland Township
- Pennsylvania State System of Higher Education
- University System of New Hampshire
- Nassau County Community College and Foundation
- Rhode Island Post-Secondary Education
- Felician University
- Concord University
- Lincoln University
- Union County College and Foundation
- Essex County College





Michael Johns, CPA

CLA (CliftonLarsonAllen LLP)

Principal
King of Prussia, Pennsylvania

267-419-1620
michael.johns@CLAconnect.com



Profile

Michael has more than 23 years of experience in public accounting specializing in providing assurance and audit services for a variety of organizations, focusing on higher education and nonprofit organizations. In addition to assisting clients with technical accounting and reporting issues, he has extensive experience developing audit plans, providing training on accounting and industry updates, and authoring white papers on technical accounting issues. This work includes the performance of internal control reviews, reliability of financial reporting and compliance with applicable laws and regulations, and compliance audits in accordance with the *Uniform Guidance*.

Technical experience

- Experience includes private and public colleges and universities, foundations, social service organizations and community colleges.
- Experience in preparing technical consultations on advanced FASB financial reporting matters such as revenue recognition, leases, derivative accounting, risk management issues, and adoption of new standards.
- Audits of various federal programs including research and development cluster, various health and human services clusters, federal transportation funds, and student financial assistance cluster.
- Performance of internal control reviews and related testing.

Education and professional involvement

- Bachelor of science in business administration (with major in accounting) from the University of Pittsburgh, Pittsburgh, Pennsylvania
- Certified Public Accountant in the Commonwealth of Pennsylvania and state of New York
- American Institute of Certified Public Accountants (Executive Committee GAQC term beginning May 2023)
- Pennsylvania Institute of Certified Public Accountants (*chair of the Ethics Committee term beginning April 2016 and ending April 2019*)
- National Association of College and University Business Officers



Published articles and speaking engagements

- March 2022 – 2022 EACUBO Annual Meeting – “Accounting and Regulatory Update
- February 2022 – 2022 Higher Education Virtual Conference – “GASB Accounting and Regulatory Update”
- February 2021 – 2021 Higher Education Virtual Conference – “GASB Accounting and Regulatory Update”
- February 2020 – 2020 Higher Education Virtual Conference – “FASB Update”
- September 2019 – “To Separate or Not: Recognizing Revenue from Tuition and Housing Contracts”
- May 2019 – “Recognizing Contribution and Grant Revenues in Higher Education”
- March 2019 – “Implementing Revenue Recognition Standards at Colleges and Universities”
- January 2018 – “Understanding Topic 606 within Higher Ed Revenue Recognition”
- September 2018 – “A Practical Guide for Revenue Recognition at Higher Education Institutions”
- June 2017 – “GASB 74 and 75 Change Higher Education Financial Reporting for OPEB”
- October 2017 – Eastern Association of College and University Business Officers – “FASB Update”

Key relevant clients

- LaSalle University
- Wesley College
- Widener University
- Marshall University
- Delaware State University
- West Chester University
- West Virginia Higher Education Policy Commission
- University of Maine System
- Rhode Island Post-Secondary Education





Jim Kreiser, CISA, CRMA, CFSA

CLA (CliftonLarsonAllen LLP)

Principal, Business Risk and IT Services
King of Prussia, Pennsylvania

717-857-2613
james.kreiser@CLAconnect.com



Profile

Jim is a principal in the CLA specialized advisory services group. He has 26 years of professional services experience in providing consulting and advisory services. Jim spent 10 years of his experience working at a Big 4 firm in their business risk and technical risk services groups. His experience also includes internal audit roles at CitiBank, AMP, and Capital BlueCross. Jim has held roles of chief risk officer, general auditor, and others. His focus has primarily been in the governmental sector and healthcare industries. At CLA, Jim has focused on clients particularly with process and risk consulting, IT services, performance audit, internal audit, risk assessment, SOC reporting, and third-party reporting services.

Technical experience

Jim's experience includes managing and leading projects, which include engagements related to outsourced and co-sourced internal auditing, IT audit, third-party reviews and performance audits, enterprise risk management processes, IT security and auditing services, SSAE 21 reporting (SOC 1 and SOC2), operational improvements, process solutions and implementation for those solutions across the organization. His primary focus for the firm is as the current national IT services leader for state and local governments. His service experience is business risk, IT, and internal audit services. Specific experience includes, but is not limited to, the following:

- Internal audit outsourcing and co-sourcing, including information technology, financial, performance audits, and operational audits
- IT security and risk consulting
- Enterprise-wide risk assessments
- IIA quality assurance reviews (QAR)
- Vendor management and implementation assessment
- Compliance related activities and benchmarking
- Presentations and training; including speaking at various conferences/professional organizations on IT controls, security, ERM, and third-party reporting, and risk management

Education and professional involvement

- Bachelor of science in managerial economics and philosophy, Carnegie Mellon University, Pittsburgh, Pennsylvania
- Certified Information Systems Auditor (CISA)
- Certified in Risk Management Assurance (CRMA)
- Certified Financial Services Auditor (CFSA)





Luke Winter, CPA

CLA (CliftonLarsonAllen LLP)

Manager
King of Prussia, Pennsylvania

484-567-1741
luke.winter@CLAconnect.com



Profile

Luke has more than ten years of public accounting experience. Since beginning his career at CLA, Luke has devoted his time to serving institutions of higher education, state and local governmental entities, and other nonprofit/tax-exempt organizations in both an audit and tax capacity.

With the CLA integrated approach to client service, he has seen first-hand the benefits of being both the auditor and tax preparer for the organizations he serves. Seeing both sides of an organization and focusing solely on public sector group clients has allowed him to gain a greater understanding of the issues facing local municipalities and exempt organizations and display competencies well beyond his years of experience.

Technical experience

- Higher education institutions
- State and local governments
- Nonprofits
- Compliance audits
- Consulting services

Education and professional involvement

- Bachelor of science in accounting from West Chester University of Pennsylvania, West Chester, Pennsylvania
- Certified Public Accountant
- American Institute of Certified Public Accountants (AICPA)
- Pennsylvania Institute of Certified Public Accountants (PICPA)

Key relevant clients

- Delaware River and Bay Authority
- Fort Monmouth Economic Revitalization Authority
- University System of New Hampshire
- Lafayette College
- Widener University
- New York Chiropractic College
- Union County College and Foundation
- Delaware State University
- Pennsylvania State System of Higher Education (PASSHE)
- West Chester University of PA
- Cheyney University of PA





Drew Block

CLA (CliftonLarsonAllen LLP)



Senior
King of Prussia, Pennsylvania

267-419-1165
drew.block@CLAconnect.com

Profile

Drew has more than five years' experience specializing in governmental auditing and accounting with an emphasis on state and local government agencies and higher education. In addition to planning and performing financial statement audits for state and local government agencies and higher education institutions, he has performed audits of federal and state program expenditures in accordance with Uniform Guidance and State of New Jersey Circular 15-08-OMB (i.e., single audits).

Technical experience

- Higher education institutions
- State and local government
- Nonprofits
- Compliance audits
- Consulting services

Education and professional involvement

- Bachelors of science in accounting from Pennsylvania State University, State College, Pennsylvania

[CLAconnect.com](https://www.claconnect.com)

CPAS | CONSULTANTS | WEALTH ADVISORS

CLA (CliftonLarsonAllen LLP) is an independent network member of CLA Global. See [CLAglobal.com/disclaimer](https://www.claglobal.com/disclaimer).
Investment advisory services are offered through CliftonLarsonAllen Wealth Advisors, LLC, an SEC-registered investment advisor.



B. Quality control procedures and peer review report



Report on the Firm's System of Quality Control

To the Principals of CliftonLarsonAllen LLP
and the National Peer Review Committee

We have reviewed the system of quality control for the accounting and auditing practice of CliftonLarsonAllen LLP (the "Firm") applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended May 31, 2022. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants ("Standards").

A summary of the nature, objectives, scope, limitations of, and the procedures performed in a System Review as described in the Standards, may be found at www.aicpa.org/prsummary. The summary also includes an explanation of how engagements identified as not performed or reported on in conformity with applicable professional standards, if any, are evaluated by a peer reviewer to determine a peer review rating.

Firm's Responsibility

The Firm is responsible for designing and complying with a system of quality control to provide the Firm with reasonable assurance of performing and reporting in conformity with the requirements of applicable professional standards in all material respects. The Firm is also responsible for evaluating actions to promptly remediate engagements deemed as not performed or reported on in conformity with the requirements of applicable professional standards, when appropriate, and for remediating weaknesses in its system of quality control, if any.

Peer Reviewer's Responsibility

Our responsibility is to express an opinion on the design of and compliance with the Firm's system of quality control based on our review.

Required Selections and Considerations

Engagements selected for review included engagements performed under *Government Auditing Standards*, including compliance audits under the Single Audit Act; audits of employee benefit plans; audits performed under FDICIA; and examinations of service organizations (SOC 1[®] and SOC 2[®] engagements).

As a part of our peer review, we considered reviews by regulatory entities as communicated by the Firm, if applicable, in determining the nature and extent of our procedures.

Opinion

In our opinion, the system of quality control for the accounting and auditing practice of CliftonLarsonAllen LLP applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended May 31, 2022, has been suitably designed and complied with to provide the Firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of *pass*, *pass with deficiency(ies)* or *fail*. CliftonLarsonAllen LLP has received a peer review rating of *pass*.

Cherry Bekaert LLP

Cherry Bekaert LLP
Charlotte, North Carolina
November 18, 2022

**RESOLUTION OF THE NEW JERSEY EDUCATIONAL FACILITIES
AUTHORITY APPROVING THE APPOINTMENT OF A TRUSTEE POOL**

Adopted: October 24, 2023

- 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 (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 including Trustees are governed, *inter alia*, by Executive Order No. 26 (Whitman) ("EO 26") which took effect on January 1, 1995 and Executive Order No. 37 (Corzine) ("EO 37") which took effect on November 25, 2006; and
- WHEREAS:** The Authority believes that it is more efficient to form pools of qualified Trustees from which to select a firm qualified to serve as trustee with respect to bonds and other obligations issued and sold by the Authority pursuant to the Act rather than to request proposals from all qualified Trustees for each transaction; and
- WHEREAS:** The Authority adopted a resolution on September 25, 2018 approving the appointment of a pool of trustees (the "Prior Pool") for a period of three (3) years commencing October 12, 2018 and expiring on October 11, 2021, with the option to extend the term of the appointment two (2) additional and successive periods of twelve (12) months each at the Authority's discretion but in any event until such time as a successor trustee pool is approved; and
- WHEREAS:** The Authority last adopted a resolution on September 27, 2022 extending the term of the Prior Pool through October 11, 2023; and
- WHEREAS:** With the term of the Prior Pool having expired on October 11, 2023, the Authority has determined that it is advisable to update its pool of trustees (the "Trustee Pool"); and
- WHEREAS:** Authority staff formed an evaluation committee ("Evaluation Committee") consisting of the Authority's Director of Finance/Controller and Assistant Controller in accordance with Paragraph 13 of EO 37; and

WHEREAS: In accordance with the terms and provisions of EO 26 and EO 37, the staff of the Authority developed a Request for Qualifications for Trustee Services dated September 22, 2023 (the “RFQ”), which is attached hereto as **EXHIBIT A** and incorporated herein by reference; and

WHEREAS: The staff of the Authority simultaneously published a notice of availability of the RFQ in The Star Ledger and The Trenton Times, posted the RFQ on the websites of the Authority and the State of New Jersey, and distributed the RFQ to a list of eleven (11) firms; and

WHEREAS: The Authority received a total of two (2) responses to the RFQ (the “Responses”); and

WHEREAS: The Evaluation Committee reviewed the Responses and evaluated the Responses based on the factors outlined in EO 26 and EO 37, including qualifications and experience, expertise, the Authority’s prior experience with the responding firms, familiarity of the responding firms with work, requirements and systems of the Authority, the proposed approach to the services described in the RFQ, capacity to meet the requirements of the services requested, references and geographic location; and

WHEREAS: On the basis of the factors outlined in EO 26 and EO 37, the Evaluation Committee determined that it would be in the best interests of the Authority to appoint the financial institutions U.S. Bank and Bank of New York Mellon, each of which meet at least the minimum qualifications set forth in the RFQ (the “Financial Institutions”), to the Trustee Pool under the terms and conditions set forth in this Resolution and the RFQ; and

WHEREAS: The Authority desires to authorize the Trustee Pool for a three (3) year period, commencing on October 24, 2023 and expiring on October 23, 2026, with the option to extend the term of the Trustee Pool for two (2) additional and successive periods of twelve (12) months each at the Authority’s discretion, but in any event until such time as a successor Trustee Pool is approved; and

WHEREAS: The term of the Trustee Pool for a three (3) year period exceeds a period of two (2) years due to anticipated volume during the term of the Trustee Pool established by this Resolution and was approved in accordance with EO 37; and

WHEREAS: Selection of a firm from the Trustee Pool for proposed Authority financings will be determined through a Request for Proposal process at the time of selection of professionals for the financing.

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

- SECTION 1.** The recitals set forth above are incorporated herein by reference as if set forth at length herein.
- SECTION 2.** The Authority hereby authorizes and establishes a Trustee Pool from which the Authority shall select firms to provide services as trustee for bonds and other obligations issued and sold by the Authority pursuant to the Act under the terms and conditions set forth in this Resolution and the RFQ, commencing immediately in accordance with the Act for a three (3) year period commencing on October 24, 2023 and expiring on October 23, 2026 with the option to extend the term of the Trustee Pool for two (2) additional and successive periods of twelve (12) months each at the Authority's discretion but in any event until such time as a successor Trustee Pool is approved.
- SECTION 3.** The Authority hereby designates each Financial Institution U.S. Bank and Bank of New York Mellon as members of its Trustee Pool.
- SECTION 4.** The Authority hereby authorizes the Executive Director, Deputy Executive Director or Director of Project Management, including any of the foregoing authorized officers serving in an interim or acting capacity, to select firms from the Trustee Pool to provide services to the Authority as trustee on bonds issued and sold by the Authority based on a competitive process under the terms and conditions set forth in this Resolution, and the RFQ and to take and do any and all acts and things as may be necessary or desirable in connection with the appointment of Trustees from the Trustee Pool for Authority transactions in compliance with the provisions of this resolution and EO 26 and EO 37.
- SECTION 5.** Appointments of Trustees made prior to the establishment of the Trustee Pool to specific transactions may, at the discretion of the Executive Director, remain in effect.
- SECTION 6.** This Resolution shall take effect immediately in accordance with the Act.

_____ Mr. Hutchinson _____ 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
Louis Rodriguez
Brian Bridges
Elizabeth Maher Muoio (represented by Ryan Feeney)

NAY: None

ABSTAIN: None

ABSENT: None

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

New Jersey Educational Facilities Authority

REQUEST FOR QUALIFICATIONS

FOR TRUSTEE AND RELATED SERVICES



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

Date Issued: September 22, 2023

Question & Answer Cut-Off Date: September 29, 2023

Statement of Qualifications Due: October 6, 2023

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY

REQUEST FOR QUALIFICATIONS FOR

TRUSTEE AND RELATED SERVICES

Date Issued: September 22, 2023

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 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.

The Authority is committed to maintaining a procurement process that offers stronger and fairer opportunities for minority, women, and veteran-owned businesses. The Authority is guided in this effort by Executive Order No. 26 (Whitman 1994) and EO 37, and the policies and practices implemented by the Office of Diversity and Inclusion.

2.0 PURPOSE AND INTENT OF REQUEST FOR QUALIFICATIONS

The Authority is seeking statements of qualifications (“Statement(s) of Qualifications” or “Statement(s)”) from qualified firms to serve as trustee, registrar, paying agent, tender agent, dissemination agent, escrow agent and to provide other services to the Authority, as applicable in connection with the issuance of bonds by the Authority on behalf of the Institutions. The purpose of this Request for Qualifications (the “RFQ”) is to select qualified Trustees for inclusion in the Authority’s Trustee Pool (the “Pool”). Once the Pool has been established pursuant to this RFQ, the Authority will then select a Trustee for a specific bond transaction through an additional Request for Proposal (the “RFP”) process among firms in the Pool.

Appointment to the Pool does not guarantee that a firm participating in the Pool will be assigned to a particular transaction and the Authority further reserves the right to change firms on a particular transaction at any time. The Authority also reserves the right to conduct a procurement for Trustee beyond the established pools.

This RFQ is being distributed to firms for appointment to a Pool for a three (3) year period with two (2) additional successive twelve (12) month periods at the Authority’s discretion. The Authority anticipates that it will seek approval of the Pool at its October Board Meeting. This schedule is subject to change upon notice of the Authority. Schedule changes and/or other RFQ revisions, if any, will be posted on the Authority’s website at: www.njefa.nj.gov.

The Authority reserves the right to review, revise and/or terminate the Pool at any time during the term of the Pool in accordance with EO 26 and EO 37 as deemed necessary with written notice.

Respondents 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.* relating to the Mandatory Equal Employment Opportunity Language as set forth in Exhibit A-1.

3.0 MINIMUM REQUIREMENTS

A firm must meet the following minimum requirements to be given further consideration to be selected for inclusion in the Authority’s Pools. Failure of a firm to meet the minimum requirements will result in immediate rejection of the Statement of Qualifications.

- 3.1 Firms must be banks or trust companies in good standing and qualified to exercise corporate trust powers. Firms must have trust and fiduciary powers in the State of New Jersey and be authorized to do business therein.

- 3.2 Firms or their parent holding companies must have "Capital Funds" of at least \$500 million as set forth in its most recently published annual report. If no such report is published, other evidence customarily relied on in the banking community may be presented for consideration. "Capital Funds" shall mean the total of (i) paid in capital, (ii) surplus, (iii) undivided profits, and (iv) the par value of outstanding capital notes issued and subordinate to the claims of creditors of the firm other than holders of such capital notes.
- 3.3 Firms must be able to settle DTC Fast.
- 3.4 If selected for inclusion in the Pool, the firm must agree to provide the Authority or other authorized representatives with pre-audit access upon request during the term of the bonds and for six (6) years thereafter.
- 3.5 Firms must have the capability to provide online, electronic reporting capabilities to download monthly account statements and all transactional/account balance information available on bank statements, in a format suitable for uploading into the Authority's general ledger/investment management systems (excel csv file). Such information shall include, but is not limited to: Account Number, Account Description, Security Type, Acquisition Date, Maturity Date, Coupon Rate, Par Value, Acquisition Cost, Market Value and any other transactions made during the period.
- 3.6 The Authority's Guidelines for Bank Statements for Accounts:

3.6.1 Periodic statements of transactions and security holdings are an integral part of the Authority's accounting system. The following minimum requirements with respect to the trust statements must be provided by the Trustee, as applicable, in connection with this engagement.

1. Separate trust accounts are required for each account/fund established under the governing documents.
2. Separate trust accounts are also required for any sub-accounts requested by the Authority. At a minimum, one trust account will be required for each account/fund established for each series of bonds, whether or not such series is considered a single issue for any other purpose.
3. Separate trust accounts are required for each account within the Authority's general ledger (e.g. principal and interest).
4. Separate trust accounts are required for each allocation for each participating institution in a "pooled" financing.

3.6.2 The format of all trust statements shall meet the following minimum requirements.

Statement of Transactions:

1. Separate columns for Cash and Investments.
2. Separate beginning balances for cash and investments.
3. Chronological listing of transaction.

- Complete descriptions of each transaction.
- Separate ending balances for Cash and Investments.

Statement of Security Holdings:

1. Separate columns for Cost and Market Values.
2. Totals for Cost and Market Values.
3. The total Cost Value shall equal the ending balance for Investments as shown on the corresponding Statement of Transactions.
4. Trust statements for all accounts, whether active or not, shall be provided at least as of the end of each calendar month. Such statements shall be distributed within one week of the close of the month to the Authority, the borrowing institution(s), and others as may be requested by the Authority. Trust statements shall reflect the transfer of securities from one trust account to another trust account as equal (but opposite in amount) transactions at the original cost value for the respective securities. Inventory of securities shall be based on the “First In, First Out” (FIFO) method.

4.0 SCOPE OF SERVICES

The firm or vendor appointed to the Pool and selected for an engagement shall provide some or all of the services identified below at the request of the Authority:

- 4.1 The Authority is seeking a Trustee to provide trustee, registrar, paying agent, tender agent, dissemination agent, escrow agent and other services as applicable and as required. These duties may include, but are not limited to, the following:
 1. Establishing funds and accounts as delineated in the financing documents into which portions of the proceeds from the sale of bonds are deposited at the time of closing.
 2. Holding monies and investments in trust for the various purposes specified in the financing documents.
 3. Executing and delivering fully registered bonds in book-entry-only form.
 4. Providing registrar, transfer, tender agent, dissemination agent, escrow agent and paying agent services as required and if needed for the bonds. These functions include: maintaining a bond register, disbursing debt service payments to registered holders and performing exchange,

transfer, and replacement activities. The Authority typically issues its bonds in book-entry only form.

5. Preparing reports on fund and account transactions during the term of bonds.
6. Preparing and giving required notices on a timely basis as specified in the financing documents.
7. Investing monies when available at the direction of the Authority, the Authority's investment advisor and/or the Institutions, as applicable.
8. Providing online, electronic reporting capabilities to download monthly account statements and all transactional/account balance information available on bank statements, in a format suitable for uploading into the Authority's general ledger/investment management systems (excel csv file). Such information shall include, but is not limited to: Account Number, Account Description, Security Type, Acquisition Date, Maturity Date, Coupon Rate, Par Value, Acquisition Cost, Market Value and any other transactions made during the period.
9. Complying with requirements specified in the Continuing Disclosure Agreement.
10. Fulfilling any other duties required by the financing documents or by any other documents governing the financing, or as required by the Authority.
11. Providing monthly trust statements for all active and open accounts within 5 (five) days of months end. Statements should be available electronically.
12. Providing the ability to invest and purchase swaps and SLGS.

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 FIRM'S STATEMENT OF QUALIFICATIONS

Each firm submitting a Statement of Qualifications must follow the instructions contained in this RFQ in preparing and submitting its Statement. Statements should be completed in the most concise manner possible and must contain all of the information requested, preferably 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 Statement submitted by each firm.

In responding to this Request for Qualifications, please address the following areas:

5.1 Mandatory Cover Letter

Each submission must be accompanied by a cover letter. An individual who is authorized to bind the firm contractually shall sign the letter, which will be considered an integral part of the submission. The letter must certify that all of the information contained in the submission is accurate and complete insofar as information that might affect the submission adversely. The letter shall also state that the submission was prepared solely by the firm and prior to the time at which all matters regarding selection and compensation are determined, was not discussed with any individual outside of the firm, other than as specifically disclosed in such letter or contemplated by this RFQ. Submissions not containing a cover letter in accordance with this paragraph will not be accepted.

5.2 Firm Experience and Key Personnel

- 5.2.1 Please provide a brief description of your firm including its overall scope of Trustee services and recent history. Describe any major restructuring(s), reorganization(s), or acquisition(s) since 2018.
- 5.2.2 Identify the key personnel who will be serving the Authority. Please provide their contact information, resumes and relevant experience. Resumes may be included in the Appendix.
- 5.2.3 Describe your firm's qualifications, knowledge and experience as Trustee. Describe any unique or innovative structures you have utilized for higher education clients or any execution challenges and how they were mitigated.
- 5.2.4 Describe your firm's qualifications, knowledge and experience serving as Trustee to the Authority since 2018. Statements of Qualifications should include a list of transactions your firm has completed for the Authority since 2018.
- 5.2.5 Discuss your firm's experience and presence within the State, including the number of offices, the number of employees and the type of business conducted in the State.

5.3 Ideas, Services and Coverage

- 5.3.1 Specifically describe the ideas, services and coverage your firm has provided to the Authority since 2018.
- 5.3.2 Describe any valuable ideas regarding new trends, products and structures

in financing college and university facilities.

5.4 Litigation

Describe any pending, concluded or threatened litigation, 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. Describe the nature and status of the matter and the resolution, if any.

5.5 Sanctions or Penalties

List any sanctions or penalties brought against your firm or any of its personnel (including suspension or disbarment) by any regulatory or licensing agencies since 2018. Include a description of the reasons for the sanctions or penalties and whether such sanctions or penalties are subject to appeal.

5.6 Conflicts of Interest

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, institution 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 with the Authority or a New Jersey public or private higher education institution. If a conflict does or might exist, please describe how your firm would eliminate or prevent it.

5.7 Required Documents and Forms

In addition to all Required Components of the Statement of Qualifications as listed above, all documents and forms listed in the RFQ Checklist below must be timely submitted in order for a Statement of Qualifications to be considered responsive to this RFQ.

5.7.1 Statement Regarding Minimum Qualifications

- Include a separate statement immediately after the cover letter delineating how your firm satisfies the minimum qualifications contained in Section 3.0 of this RFQ. The statement must contain sufficient information to assure the Authority of its accuracy.
- Please provide a sample electronic report, which includes the attributes explained in Section 3.5 above.

5.7.2 Institutional Overview

Please indicate the engagements where your institution has served as Trustee for issuers in the State for tax-exempt and taxable transactions of issuance size of over \$10 Million over the prior two (2) years, as well as your experience with transactions involving swaps and SLGS. This information should include, at a minimum, the client's name, size of transaction, type of bonds, whether the issue was book-entry, and the date your engagement began.

5.8 Statement Regarding Minimum Qualifications

5.8.1 Include a separate statement immediately after the cover letter delineating how your firm satisfies the **minimum qualifications** contained in Section 3.0 of this RFQ. The statement must contain sufficient information to assure the Authority of its accuracy.

5.8.2 Please provide a sample electronic report, which includes the attributes explained in Sections 3.5 and 3.6 above.

6.0 SUBMISSION OF THE STATEMENT OF QUALIFICATIONS

Statements of Qualifications must be in writing. Joint Statements of Qualifications are not permitted.

In order to be considered for selection, your firm must email a PDF copy of your proposal to Brian Sootkoos, Director of Finance/Controller at Brian.Sootkoos@njefa.nj.gov by no later than **3:00 PM EDT on Friday, October 6, 2023**.

Statements of Qualifications received after **3:00 PM EDT on Friday, October 6, 2023** will not be considered. Please note that the Authority's office hours are Monday through Friday between 9:00 am and 5:00 pm.

All inquiries related to this RFQ must be received by 3:00 PM EDT on Thursday, September 28, 2023 and directed in writing via email to:

Brian Sootkoos
Director of Finance/Controller
Email: Brian.Sootkoos@njefa.nj.gov

No vendor submitting a Statement of Qualifications may make any inquiries concerning this RFQ, 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 respondents, the answers will be posted on the Authority's website at www.njefa.nj.gov

by **3:00 PM, Friday, September 29, 2023**. 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 RFQ.

The Authority assumes no responsibility and bears no liability for costs incurred in the preparation and submission of a Statement, or attendance of interviews, if any, in response to this RFQ. 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 RFQ will become property of the Authority and shall be open to inspection by members of the general public once the selection process is complete, in accordance with the "New Jersey Open Public Records Act" ("OPRA") (*N.J.S.A. 47:1A et seq.*) as amended, and including all applicable regulations and policies and applicable case law, including the New Jersey Right-to-Know law. In responding to an OPRA request, any proprietary and/or confidential information in a vendor's proposal will be redacted by the Authority. The vendor may designate specific information as not subject to disclosure pursuant to the exceptions to OPRA found at *N.J.S.A. 47:1A-1.1*, when the vendor has a good faith legal and/or factual basis for such assertion. The Authority reserves the right to make the determination as to what is proprietary or confidential and will advise the vendor accordingly. The Authority will not honor any attempt by a vendor to designate its entire proposal as proprietary, confidential and/or to claim copyright protection for its entire proposal. In the event of any challenge to the vendor's assertion of confidentiality with which the Authority does not concur, the vendor shall be solely responsible for defending its designation.

7.0 SELECTION PROCESS

The responses to the RFQ will be reviewed by Authority staff and recommendations for inclusion in the Authority's Pools will be made to the Authority's Board.

In accordance with EO 37, the factors used to evaluate responsive Statements 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;
- The Authority's prior experience with the vendor;
- The vendor's familiarity with the work, requirements, and systems of the Authority;
- The vendor's references; and,
- The vendor's capacity to meet the requirements listed in the Scope of Service

All Statements will be reviewed to determine responsiveness. Non-responsive Statements will be rejected without evaluation. Responsive Statements will be reviewed and scored by an evaluation committee pursuant to the grading scale it creates. The Authority reserves the right to request clarifying information and to make such investigations as it deems necessary as to the qualifications of any and all vendors subsequent to the submission of the Statement if necessary.

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 Statements with or without cause, and waive any irregularities or informalities in the Statements submitted. In the event that all Statements are rejected, the Authority reserves the right to resolicit Statements.

Once the Pool is established, at the sole discretion of the Authority, future Request for Proposal processes for a specific financing or other engagement may be open to all or some of the participating members of the Pool dependent on the needs of the transaction, the type and quality of the credit or other factors.

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 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/.

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 A-1 and A-2**.

8.2 Ownership Disclosure Form

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

8.3 Form for 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 Form for 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. 333 Certification and Disclosure of Political Contributions

Pursuant to P.L. 2005, c. 51 (“Chapter 51”) and Executive Order No. 333 (Murphy 2023) (“EO 333”), prior to entering any contract under which the State departments, agencies, and independent authorities, such as the Authority, will pay more than \$17,500 to the vendor (the “Business Entity”) proposed as the Trustee, the Business Entity shall provide the Two-Year Chapter 51/Executive Order No. 333 Certification and Disclosure of Political Contributions for Non-Fair and Open Contracts, certifying that no contributions prohibited by Chapter 51 and EO 333 have been solicited or made by the Business Entity and reporting all contributions the Business Entity made during the preceding four years to any political organization organized under 26 U.S.C. 527 of the Internal Revenue Code that also meets the definition of a continuing political committee within the meaning of *N.J.S.A.* 19:44A-3(n) and *N.J.A.C.* 19:25-1.7. The vendor(s) selected pursuant to this RFQ shall be required to maintain compliance with Chapter 51 and EO 333 during the term of its engagement.

If your firm has questions regarding the requirements of P.L. 2005, c. 51/Executive Order No. 333, 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 entity/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/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:

[State of NJ - Department of the Treasury - Division of Revenue Business Registration Certificate](#)

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 RFQ shall be performed within the United States.

8.10 New Jersey Conflict of Interest Law

The New Jersey Conflict of Interest Law, *N.J.S.A. 52:13SD-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 RFQ unless otherwise specified in the RFQ. Such records shall be made available to the Authority, including the New Jersey Office of the State Comptroller, 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:

[Uniform Certification Service \(njportal.com\)](https://www.njportal.com)

8.15 NJStart Vendor Registration

It is recommended that all vendors register with NJStart at:

www.njstart.gov

NJStart 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.

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.

8.18 Applicable Law

Any and all litigation arising from or related to this RFQ or the engagement of a Trustee under a separate RFP as described in Section 2.0 of the RFQ shall be governed by the applicable law, regulations and rules of evidence of the State of New Jersey without reference to conflict of laws principles.

8.19 Certification of Non-Involvement in Prohibited Activities in Russia or Belarus Pursuant to P.L. 2022, c.3

PLEASE NOTE: Enforcement of the requirement of vendors to provide the Certification of Non-Involvement in Prohibited Activities in Russia or Belarus is temporarily suspended. Vendors do not have to submit the Certification at present time. If the suspension of the requirement to submit the Certification is terminated, vendors will be notified.

Vendor has complied with the requirements of *N.J.S.A. 52:32-60.1* and has filed a certification with the NJEFA that it is not identified on the list of persons “engaged in prohibited activities in Russia or Belarus” and is not engaged in prohibited activities in Russia or Belarus” as such term is defined in *N.J.S.A. 52:32-60.1(e)*. Before finalizing an agreement with NJEFA – including entering, renewing,

amending, or extending a contract – the vendor must execute a Certification of Non-Involvement in Prohibited Activities in Russia or Belarus pursuant to P.L. 2022, c.3.

9.0 RFQ CHECKLIST

The following RFQ 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 Statement of Qualifications.

If appointed to the Pool, ongoing participation in the Pool is contingent upon compliance with all requirements set forth in this RFQ, including submission of all required forms and documents listed in the RFQ Checklist prior to contract award, authorization, or engagement.

RFQ CHECKLIST – It is recommended that all applicable and required forms and documents below be submitted simultaneously with the written Statement of Qualifications.			CHECK BOX IF INCLUDED
STATEMENT	1	Your written Statement of Qualifications in response to this Request for Qualifications. 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"/>
	2	EXHIBIT A-1 - Mandatory Equal Employment Opportunity Language – <i>Please sign to indicate acceptance and acknowledgment</i>	<input type="checkbox"/>
EXHIBITS	3	EXHIBIT A-2 – State Policy Prohibiting Discrimination in the Workplace EXHIBIT A-3 – Vendor’s Signed Acknowledgment of Receipt	<input type="checkbox"/>
	4	Ownership Disclosure Form	<input type="checkbox"/>
DIVISION OF PURCHASE & PROPERTY FORMS	5	Disclosure of Investigations and Other Actions Involving Vendor	<input type="checkbox"/>
	6	Disclosure of Investment Activities in Iran	<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 Statement of Qualifications)	<input type="checkbox"/>
		c. Affirmative Action Employee Information Report (AA-302)	<input type="checkbox"/>
	8	Two-Year Chapter 51/Executive Order 333 Vendor Certification and Disclosure of Political Contributions	<input type="checkbox"/>
	9	Chapter 271 Vendor Certification and Political Disclosure Form	<input type="checkbox"/>
	10	Proof of New Jersey Business Registration	<input type="checkbox"/>
	11	Source Disclosure Form	<input type="checkbox"/>
	12	Small, Minority and/or Women-Owned Business Enterprise Certification or Documentation (if applicable)	<input type="checkbox"/>
			<input type="checkbox"/>

I hereby agree to the Additional Terms and Conditions set forth in Section 8 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, authorization, or engagement.

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: _____

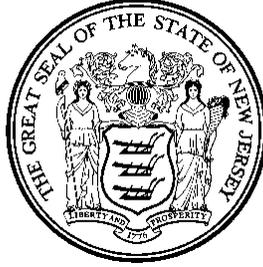
Signature: _____

Title: _____

Date: _____

EXHIBIT A-2

**NEW JERSEY STATE POLICY PROHIBITING DISCRIMINATION IN THE
WORKPLACE**



***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, 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, coworkers, employees of Gubernatorial Transition Offices, or persons doing business with the State. This policy also applies to conduct that occurs in the workplace and conduct that occurs at any location that 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 posts on any social media site and/or electronic device, personal or business, that adversely affects the work environment defined by the State Policy.

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 (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 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 (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 (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 materials, in the workplace or outside of the workplace that has an adverse impact on the work environment, including electronic communications, 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;
- Sexual physical contact that involves any form of coercion, force, or lack of consent, such as sexual assault;

- 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/he or they have been subjected to any form of prohibited discrimination/harassment, or who witnesses others being subjected to such discrimination/harassment, should 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. A person who wishes to take action about prohibited sexual physical contact can file a criminal complaint with law enforcement of the municipality where the incident occurred. That person can also make a criminal report and a report to his/her or their supervisor/manager and/or Equal Employment Opportunity/Affirmative Action Officer; one does not have to choose one or the other.

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”; N.J.A.C. 4A:7-3.2.), 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). N.J.A.C. 4A:7-3.1(e)

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 Statewide 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 State of New Jersey Model Procedures for Processing Internal Complaints Alleging Discrimination in the Workplace with regard to reporting, investigating, and where appropriate, remediating claims of discrimination/harassment. See N.J.A.C. 4A:7-3.2 and N.J.S.A. 11A:7-3. 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, consisting of the investigative report and any

attachments, including witness statements, shall be maintained as confidential records to the extent practicable and appropriate and will maintain so indefinitely.

VII. PROHIBITION AGAINST RETALIATION

Retaliation against any employee who alleges that she/he or they were 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

The burden is on the complainant to articulate a sufficient nexus between the alleged conduct to a protected category pursuant to the State Policy. 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, will 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 investigative 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. In order to protect the integrity of the investigation, minimize the risk of retaliation against the individuals participating in the investigative process, and protect the important privacy interests of all concerned, the EEO/AA Officer/investigator shall request that all

persons interviewed, including witnesses, not discuss any aspect of the investigation with others, unless there is a legitimate business reason to disclose such information.

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.

State employees responsible for managing and investigating complaints of harassment or discrimination, in consultation with the Division of EEO/AA and another organization with expertise in response to and prevention of sexual violence, such as the Department of Law and Public Safety and the New Jersey Coalition Against Sexual Assault, shall receive additional training. Each State employee who receives such additional training shall complete a refresher course every three years.

Issued: December 16, 1999

Revised: June 3, 2005

Revised: September 5, 2013

Revised: September 11, 2019

Revised: August 19, 2020

See N.J.A.C. 4A:7-3.1, N.J.A.C. 4A:7-3.2 and N.J.S.A. 11A:7-3

EXHIBIT A-3

**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: _____

EXHIBIT B

P.L. 2005, c. 51 / Executive Order No. 333
Certification of No Change

I, _____ the _____ of _____ in connection with the Request for Qualifications for Trustee and Related 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. 333 (Murphy 2023), 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 RFQ.

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

Submitted By: _____

Title: _____

Date: _____

Firm’s EIN: _____

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

**NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
2023 BUDGET VARIANCE ANALYSIS
FOR THE SEVEN MONTHS ENDED JULY 31, 2023**

EXECUTIVE SUMMARY

Net Operating Income

The NJEFA concluded July with a year-to-date net operating income in the amount of \$870,494 based on year-to-date revenues of \$2,421,748 and expenses of \$1,551,254.

Revenues

Year-to-date revenues were \$491,596 more than projected due to the timing of investment income.

Expenses

Operating expenditures for the first seven months of the year were under budget by \$463,091 primarily due to timing of expenditures.

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
JULY 2023

	Month Ended July 31, 2023			Year Ended July 31, 2023		
	<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	\$224,257	\$224,257	\$ -	\$ 1,861,761	\$ 1,871,817	\$ (10,056)
Initial Fees	-	-	-	-	-	-
Investment Income	101,546	8,333	93,213	559,987	58,335	501,652
	<u>\$ 325,803</u>	<u>\$ 232,590</u>	<u>\$ 93,213</u>	<u>\$ 2,421,748</u>	<u>\$ 1,930,152</u>	<u>\$ 491,596</u>
<u>Operating Expenses</u>						
Salaries	\$103,286	\$129,594	\$ 26,308	\$ 800,223	\$ 971,964	\$ 171,741
Employee Benefits	44,264	60,369	16,105	319,589	422,589	103,000
Provision for Post Ret. Health Benefits	8,337	8,333	(4)	58,359	58,335	(24)
Office of The Governor	2,083	2,083	-	14,583	14,585	2
Office of The Attorney General	3,000	12,500	9,500	21,000	87,500	66,500
Sponsored Programs & Meetings	-	938	938	37	6,560	6,523
Telecom & Data	5,286	4,833	(453)	22,650	33,835	11,185
Rent	18,006	16,667	(1,339)	143,622	116,665	(26,957)
Utilities	-	3,333	3,333	16,426	23,335	6,909
Office Supplies & Postage Expense	853	1,633	780	1,449	11,435	9,986
Travel & Expense Reimbursement	37	1,408	1,371	818	9,860	9,042
Staff Training & Conferences	675	2,483	1,808	827	17,385	16,558
Insurance	5,228	5,583	355	35,792	39,085	3,293
Publications & Public Relations	-	1,806	1,806	-	12,645	12,645
Professional Services	9,427	10,877	1,450	69,177	126,115	56,938
Dues & Subscriptions	6,551	6,405	(146)	36,929	44,839	7,910
Maintenance Expense	270	1,417	1,147	2,807	9,915	7,108
Depreciation	996	1,100	104	6,966	7,698	732
Contingency	-	-	-	-	-	-
	<u>208,299</u>	<u>271,362</u>	<u>63,063</u>	<u>1,551,254</u>	<u>2,014,345</u>	<u>463,091</u>
Net Operating Income	<u>\$ 117,504</u>	<u>\$ (38,772)</u>	<u>\$ 156,276</u>	<u>\$ 870,494</u>	<u>\$ (84,193)</u>	<u>\$ 954,687</u>

**NJEFA
Vendor Payments
July 2023**

Type	Date	Num	Name	Memo	Account	Accrual Basis Amount
Bill Pmt -Check	07/05/2023	EFT	United States Postal Service - Neopost	Fund Meter	Accounts Payable	100.00
Bill Pmt -Check	07/06/2023	EFT	BMO Financial Group	Comcast, DigitalSpace	Accounts Payable	101.90
Bill Pmt -Check	07/11/2023	EFT	NJSHBP	07/23 Covg	Accounts Payable	21,504.84
Bill Pmt -Check	07/11/2023	EFT	NJSHBP	07/23 Covg	Accounts Payable	3,536.26
Bill Pmt -Check	07/21/2023	EFT	Willis of New Jersey	3555315, 3553303, 3554509, 3554354	Accounts Payable	158,459.88
Bill Pmt -Check	07/24/2023	13078	Adaje Inc	0037, 0039	Accounts Payable	4,500.00
Bill Pmt -Check	07/24/2023	13079	BLX Group, LLC.	PIC4065	Accounts Payable	675.00
Bill Pmt -Check	07/24/2023	13080	Government News Network	98223-G	Accounts Payable	410.00
Bill Pmt -Check	07/24/2023	13081	NAHEFFA	FY2024	Accounts Payable	3,250.00
Bill Pmt -Check	07/24/2023	13082	NJ Advance Media	0003017168	Accounts Payable	70.90
Bill Pmt -Check	07/24/2023	13083	NJ OIT Fiscal Services	2023MayJune	Accounts Payable	3,838.05
Bill Pmt -Check	07/24/2023	13084	NJBIA (Yrly Subscrip)	161909 Annual Subscription	Accounts Payable	375.00
Bill Pmt -Check	07/24/2023	13085	Penn Medicine	5967	Accounts Payable	77.00
Bill Pmt -Check	07/24/2023	13086	Polar Inc.	352058, 357183, 357316	Accounts Payable	97.55
Bill Pmt -Check	07/24/2023	13087	Quadient (Formerly Neopost)	17050872	Accounts Payable	176.85
Bill Pmt -Check	07/24/2023	13088	Treasurer, State of New Jersey - Pinnacle	063023	Accounts Payable	1,356.35
Bill Pmt -Check	07/24/2023	13089	UPS	X253, X263, X273	Accounts Payable	215.34
Bill Pmt -Check	07/24/2023	13090	US Bank (PFM)	13794926	Accounts Payable	715.44
Bill Pmt -Check	07/24/2023	13091	Vital Records Control	3622886EWR1	Accounts Payable	132.10
Bill Pmt -Check	07/24/2023	13092	W.B. Mason Company, Inc.	IS1562081	Accounts Payable	59.73
Bill Pmt -Check	07/24/2023	13093	Zions Bank	062023-062024	Accounts Payable	3,000.00
						<u>202,652.19</u>

New Jersey Educational Facilities Authority
Summary of Construction Funds
As of July 31, 2023

<u>Institution</u>	<u>Description</u>	<u>Bond Proceeds</u>	<u>Net Disbursed</u>	<u>Balance</u>	<u>% Complete</u>
<u>Private</u>					
Princeton University	Various Capital Improvements & Renovations	\$ 339,184,241	\$ (223,873,163)	\$ 115,311,078	66%
Seton Hall University	Construction new student housing and athletic facilities	70,000,000	(8,913,602)	61,086,398	13%
Sub Total		<u>409,184,241</u>	<u>(232,786,765)</u>	<u>176,397,476</u>	
<u>Public</u>					
Ramapo College	Academic Building and Administrative Office Renovations	\$ 10,000,000	\$ 227,743	\$ 10,227,743	-2%
William Paterson Univeristy	Renovation of buildings, Child Development Center	20,000,000	(17,519,939)	2,480,061	88%
Sub Total		<u>30,000,000</u>	<u>(17,292,196)</u>	<u>12,707,804</u>	
<u>Other Programs</u>					
Equipment Leasing Fund	Acquisition and Installation of Equipment	\$ 101,266,893	\$ (100,265,534)	\$ 1,001,359	99%
Technology Infrastructure Fund	Development of Technology Infrastructure	41,313,667	(39,905,350)	1,408,317	97%
Capital Improvement Fund	Capital Improvements	191,905,596	(190,226,437)	1,679,159	99%
Facilities Trust Fund	Construct, Reconstruct, Develop & Improve Facilities	219,977,164	(218,493,787)	1,483,377	99%
Capital Improvement Fund	Capital Improvements	146,700,261	(146,436,575)	263,686	100%
Sub Total		<u>701,163,581</u>	<u>(695,327,683)</u>	<u>5,835,898</u>	
Grand Total		<u>1,140,347,822</u>	<u>(945,406,644)</u>	<u>194,941,178</u>	

* This issue has reached a completion rate of 95% or higher and will not appear on future reports.

**NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
2023 BUDGET VARIANCE ANALYSIS
FOR THE EIGHT MONTHS ENDED AUGUST 31, 2023**

EXECUTIVE SUMMARY

Net Operating Income

The NJEFA concluded August with a year-to-date net operating income in the amount of \$850,252 based on year-to-date revenues of \$2,642,753 and expenses of \$1,792,501.

Revenues

Year-to-date revenues were \$480,011 more than projected due to the timing of investment income.

Expenses

Operating expenditures for the first eight months of the year were under budget by \$493,206 primarily due to timing of expenditures.

Exhibits

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

NEW JERSEY EDUCATIONAL FACILITIES AUTHORITY
ACTUAL vs. BUDGET REPORT
AUGUST 2023

	Month Ended			Year Ended		
	August 31, 2023			August 31, 2023		
	<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	\$224,257	\$224,257	\$ 0	\$ 2,086,018	\$ 2,096,074	\$ (10,056)
Initial Fees	-	-	-	-	-	-
Investment Income	(3,252)	8,333	(11,585)	556,735	66,668	490,067
	<u>\$ 221,005</u>	<u>\$ 232,590</u>	<u>\$ (11,585)</u>	<u>\$ 2,642,753</u>	<u>\$ 2,162,742</u>	<u>\$ 480,011</u>
<u>Operating Expenses</u>						
Salaries	\$133,459	\$129,594	\$ (3,865)	\$ 933,682	\$ 1,101,558	\$ 167,876
Employee Benefits	48,813	60,369	11,556	368,402	482,958	114,556
Provision for Post Ret. Health Benefits	8,337	8,333	(4)	66,696	66,668	(28)
Office of The Governor	2,083	2,083	-	16,666	16,668	2
Office of The Attorney General	3,000	12,500	9,500	24,000	100,000	76,000
Sponsored Programs & Meetings	-	938	938	37	7,498	7,461
Telecom & Data	1,788	4,833	3,045	24,438	38,668	14,230
Rent	17,902	16,667	(1,235)	160,792	133,332	(27,460)
Utilities	5,475	3,333	(2,142)	21,901	26,668	4,767
Office Supplies & Postage Expense	1,448	1,633	185	2,897	13,068	10,171
Travel & Expense Reimbursement	-	1,408	1,408	818	11,268	10,450
Staff Training & Conferences	540	2,483	1,943	1,367	19,868	18,501
Insurance	5,052	5,583	531	40,844	44,668	3,824
Publications & Public Relations	14,400	1,806	(12,594)	14,400	14,451	51
Professional Services	(6,059)	10,877	16,936	63,118	136,992	73,874
Dues & Subscriptions	3,926	6,405	2,479	40,855	51,244	10,389
Maintenance Expense	253	1,417	1,164	2,790	11,332	8,542
Depreciation	1,100	1,100	-	8,798	8,798	-
Contingency	-	-	-	-	-	-
	<u>241,517</u>	<u>271,362</u>	<u>29,845</u>	<u>1,792,501</u>	<u>2,285,707</u>	<u>493,206</u>
Net Operating Income	<u>\$ (20,512)</u>	<u>\$ (38,772)</u>	<u>\$ 18,260</u>	<u>\$ 850,252</u>	<u>\$ (122,965)</u>	<u>\$ 973,217</u>

NJEFA
Vendor Payments
August 2023

Date	Transaction Type	Num	Name	Memo/Description	Account	Amount
08/07/2023	Bill Payment (Check)	EFT	BMO Financial Group	07/27 Statement Date	Accounts Payable	--
08/07/2023	Bill Payment (Check)	EFT	Digital Space	07/27 Statement Date	Accounts Payable	-10.00
08/07/2023	Bill Payment (Check)	EFT	Comcast	07/27 Statement Date	Accounts Payable	-91.90
08/07/2023	Bill Payment (Check)	EFT	Verizon Wireless	07/27 Statement Date	Accounts Payable	-329.52
08/09/2023	Bill Payment (Check)	13094	100 & RW CRA, LLC	13030	Accounts Payable	-22,977.67
08/09/2023	Bill Payment (Check)	13095	Adaje Inc	42	Accounts Payable	-2,250.00
08/09/2023	Bill Payment (Check)	13096	BLX Group, LLC.		Accounts Payable	-7,000.00
08/09/2023	Bill Payment (Check)	13103	UPS		Accounts Payable	-83.58
08/09/2023	Bill Payment (Check)	13098	Hawkins, Delafield & Wood		Accounts Payable	-4,000.00
08/09/2023	Bill Payment (Check)	13099	NJ Economic Development Authority	2023August	Accounts Payable	-1,280.64
08/09/2023	Bill Payment (Check)	13100	Polar Inc.	410819	Accounts Payable	-58.65
08/09/2023	Bill Payment (Check)	13101	State Of New Jersey Department Of Labor	12/2022 221829511	Accounts Payable	-24.00
08/09/2023	Bill Payment (Check)	13102	TGI Office Automation		Accounts Payable	-523.56
08/09/2023	Bill Payment (Check)	13104	US Bank (PFM)		Accounts Payable	-1,316.38
08/09/2023	Bill Payment (Check)	13097	Government News Network	98476-G	Accounts Payable	-410.00
08/10/2023	Check	EFT	NJSHBP	08/23 Covg	Accounts Payable	-21,504.84
08/10/2023	Check	EFT	NJSHBP	08/23 Covg	Accounts Payable	-3,536.26
08/30/2023	Bill Payment (Check)	13107	Creative Source, Inc		Accounts Payable	-13,000.00
08/30/2023	Bill Payment (Check)	13108	Hawk Graphics Inc		Accounts Payable	-875.00
08/30/2023	Bill Payment (Check)	13109	Peter G. Borg		Accounts Payable	-525.00
08/30/2023	Bill Payment (Check)	13110	PKF O'Connor Davies, LLP		Accounts Payable	-23,625.00
08/30/2023	Bill Payment (Check)	13106	Civil Service Commission		Accounts Payable	-540.00
08/30/2023	Bill Payment (Check)	13112	UPS		Accounts Payable	-42.07
08/30/2023	Bill Payment (Check)	13113	US Bank (PFM)		Accounts Payable	-626.71
08/30/2023	Bill Payment (Check)	13114	US Bank (PFM)		Accounts Payable	-728.81
08/30/2023	Bill Payment (Check)	13115	W.B. Mason Company, Inc.		Accounts Payable	-1,239.94
08/30/2023	Bill Payment (Check)	13105	100 & RW CRA, LLC		Accounts Payable	-22,977.67
08/30/2023	Bill Payment (Check)	13111	Treasurer, State of New Jersey - Pinnacle		Accounts Payable	-1,356.07
						-\$ 194,233.27
						-\$ 194,233.27

New Jersey Educational Facilities Authority
Summary of Construction Funds
As of August 31, 2023

<u>Institution</u>	<u>Description</u>	<u>Bond Proceeds</u>	<u>Net Disbursed</u>	<u>Balance</u>	<u>% Complete</u>
<u>Private</u>					
Princeton University	Various Capital Improvements & Renovations	\$ 339,184,241	\$ (249,038,540)	\$ 90,145,701	73%
Seton Hall University	Construction new student housing and athletic facilities	70,000,000	(5,575,300)	64,424,700	8%
Sub Total		<u>409,184,241</u>	<u>(254,613,840)</u>	<u>154,570,401</u>	
<u>Public</u>					
Ramapo College	Academic Building and Administrative Office Renovations	\$ 10,000,000	\$ 386,093	\$ 10,386,093	-4%
William Paterson Univeristy	Renovation of buildings, Child Development Center	20,000,000	(17,471,161)	2,528,839	87%
Sub Total		<u>30,000,000</u>	<u>(17,085,068)</u>	<u>12,914,932</u>	
<u>Other Programs</u>					
Equipment Leasing Fund	Acquisition and Installation of Equipment	\$ 101,266,893	\$ (100,265,534)	\$ 1,001,359	99%
Technology Infrastructure Fund	Development of Technology Infrastructure	41,313,667	(39,905,350)	1,408,317	97%
Capital Improvement Fund	Capital Improvements	191,905,596	(190,226,437)	1,679,159	99%
Facilities Trust Fund	Construct, Reconstruct, Develop & Improve Facilities	219,977,164	(218,557,244)	1,419,920	99%
Capital Improvement Fund	Capital Improvements	146,700,261	(146,436,575)	263,686	100%
Sub Total		<u>701,163,581</u>	<u>(695,391,140)</u>	<u>5,772,441</u>	
Grand Total		<u>1,140,347,822</u>	<u>(967,090,048)</u>	<u>173,257,774</u>	

* This issue has reached a completion rate of 95% or higher and will not appear on future reports.

New Jersey Educational Facilities Authority

Portfolio Review

Year Ended September 30, 2023

October 2023 | pfmam.com | 717.654.7632

PFM Asset Management LLC

NOT FDIC INSURED : NO BANK GUARANTEE : MAY LOSE VALUE

Market Update



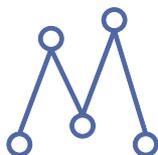
Current Market Themes



- ▶ The U.S. economy is characterized by:
 - ▶ Stronger than expected growth, supported by a resilient consumer
 - ▶ Inflation that remains stubbornly above the Federal Reserve's ("Fed") target range
 - ▶ Continued creation of new jobs by the labor market, albeit at a moderating pace



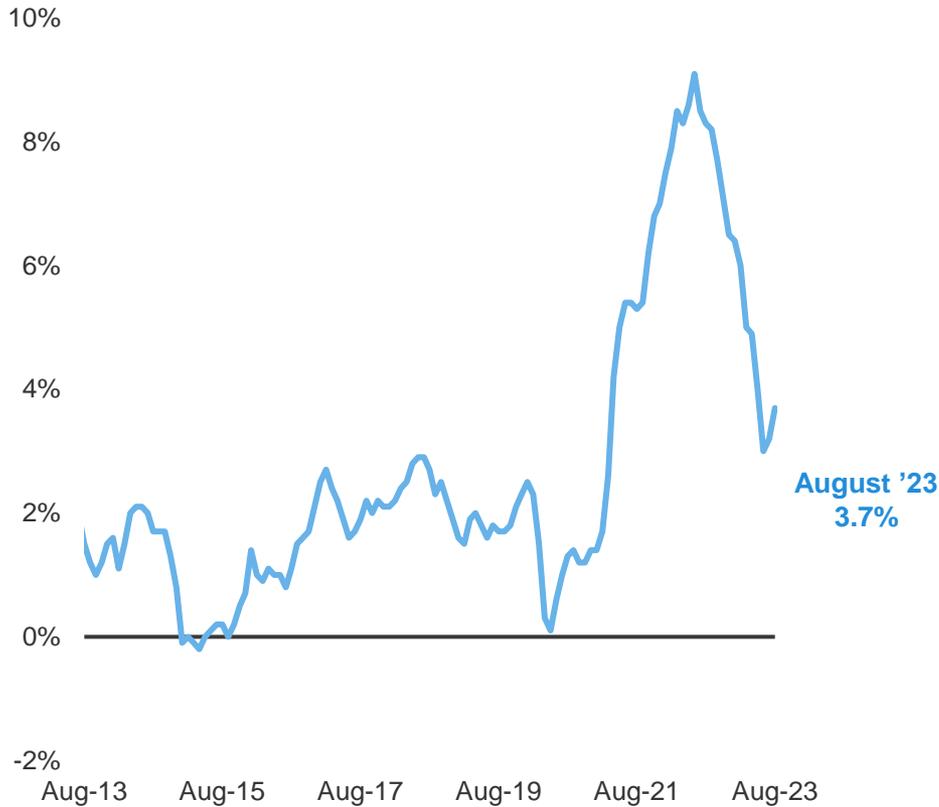
- ▶ Fed pauses again in rate hike campaign
 - ▶ After hiking in July, the Federal Reserve held rates steady at the September FOMC meeting as expected
 - ▶ The Fed's most recent "dot plot" indicated one more rate hike for 2023 and set the stage for interest rates to remain "higher-for-longer"
 - ▶ Updated FOMC economic projections point to stronger GDP growth expectations, higher inflation, and slightly lower unemployment for the remainder of 2023 and into 2024



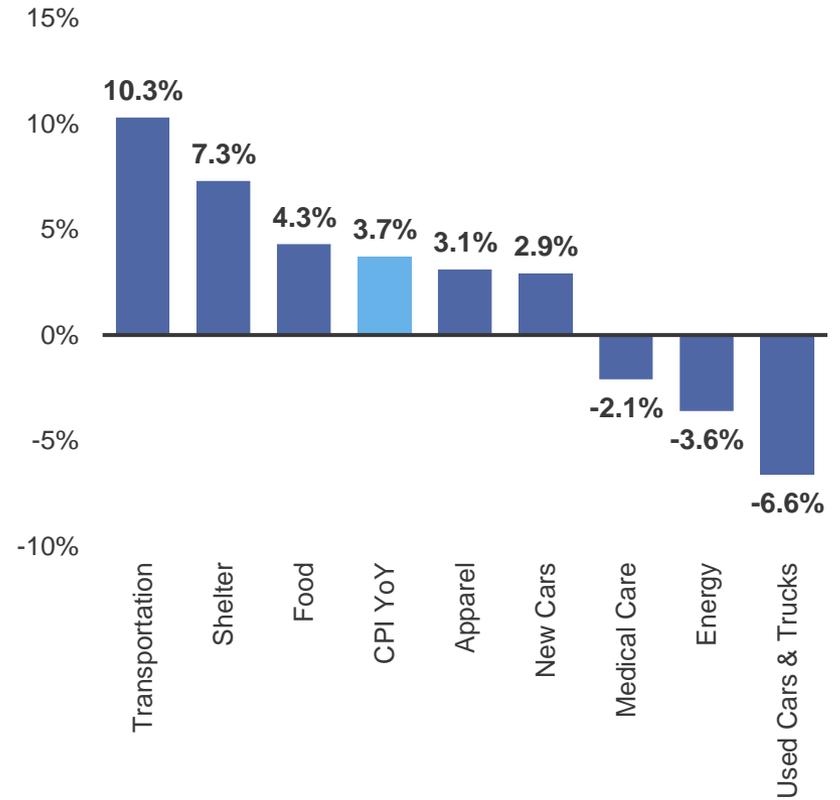
- ▶ Interest rates reached their highest levels since 2006-7
 - ▶ The U.S. government rating downgrade by Fitch had little impact, although it highlighted growing worry about the erosion of governance standards and fiscal irresponsibility.
 - ▶ Treasury yields across the curve rose during Q3. Sticky inflation, a "higher for longer" market consensus, increased Treasury borrowing, and reduced Treasury holdings by China and Japan weighed especially on the long end of the curve.
 - ▶ The next concern is the annual federal budget process and potential for a government shutdown

Consumer Inflation

Consumer Price Index % Change YoY

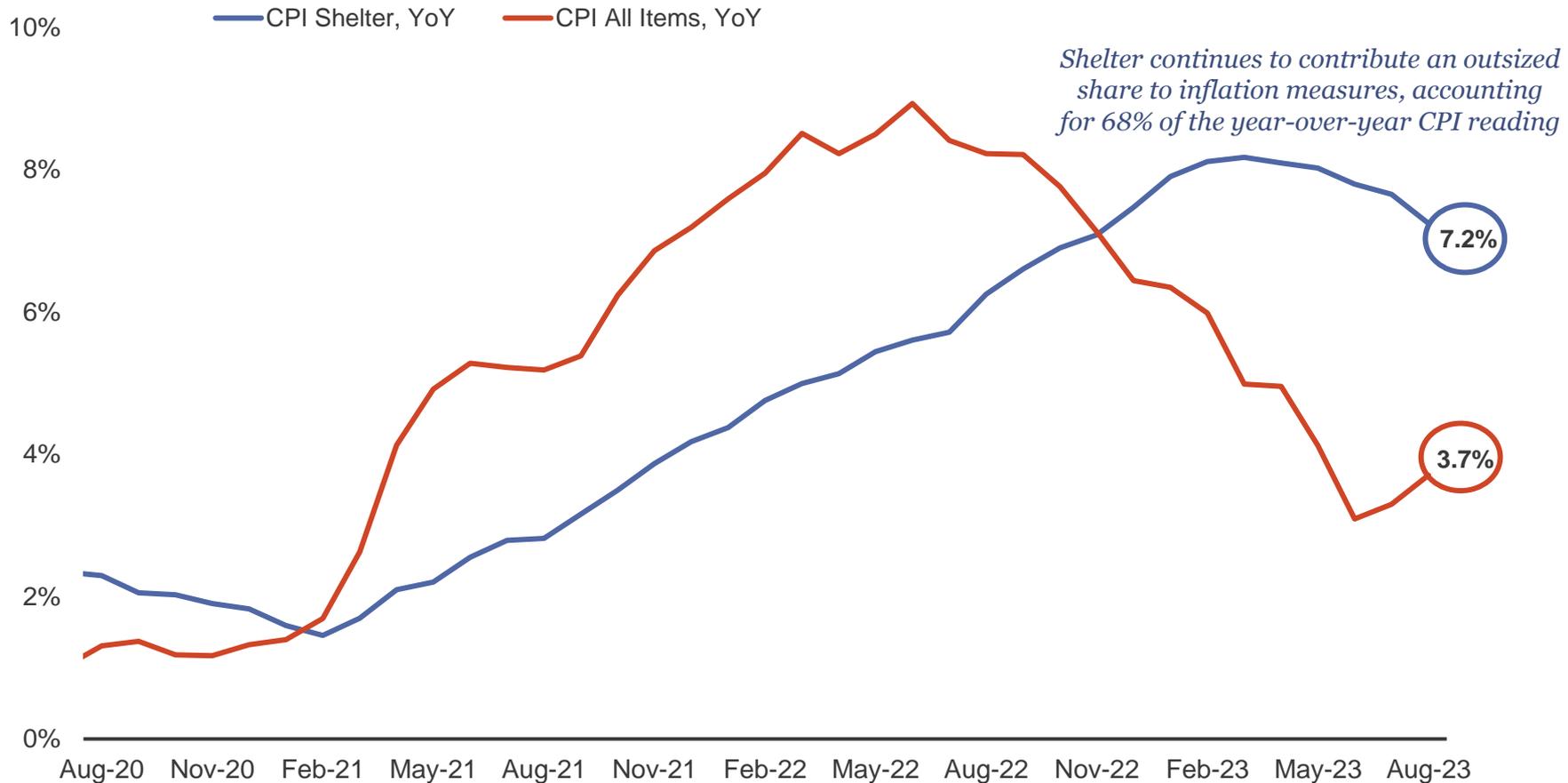


Key Consumer Price Index Components % Change YoY



Source: Bloomberg, as of August 2023.

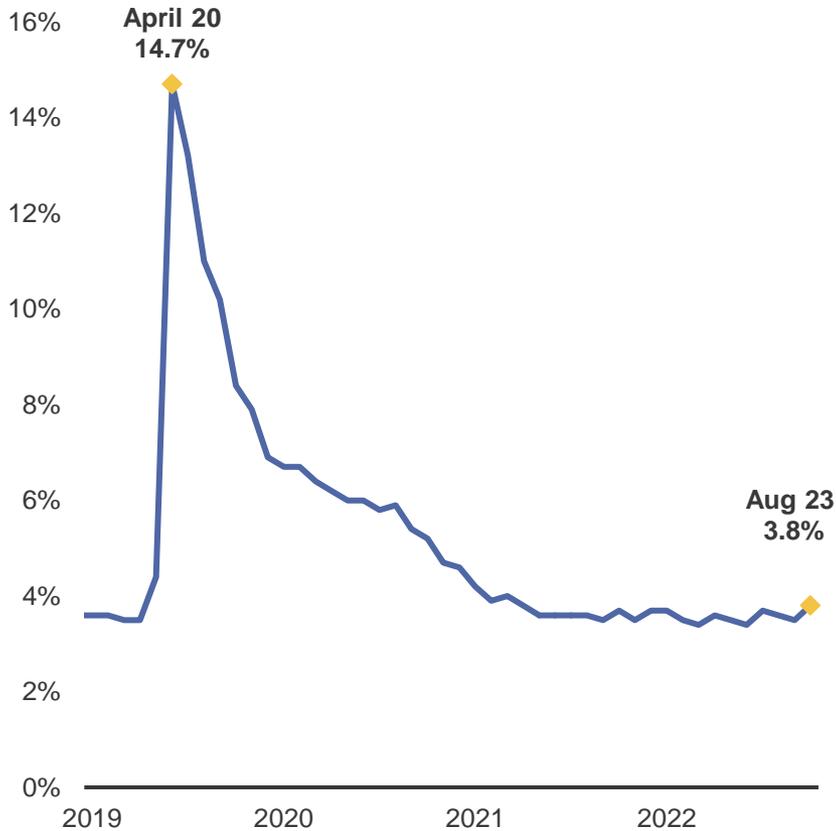
Shelter Component of CPI Remains Elevated



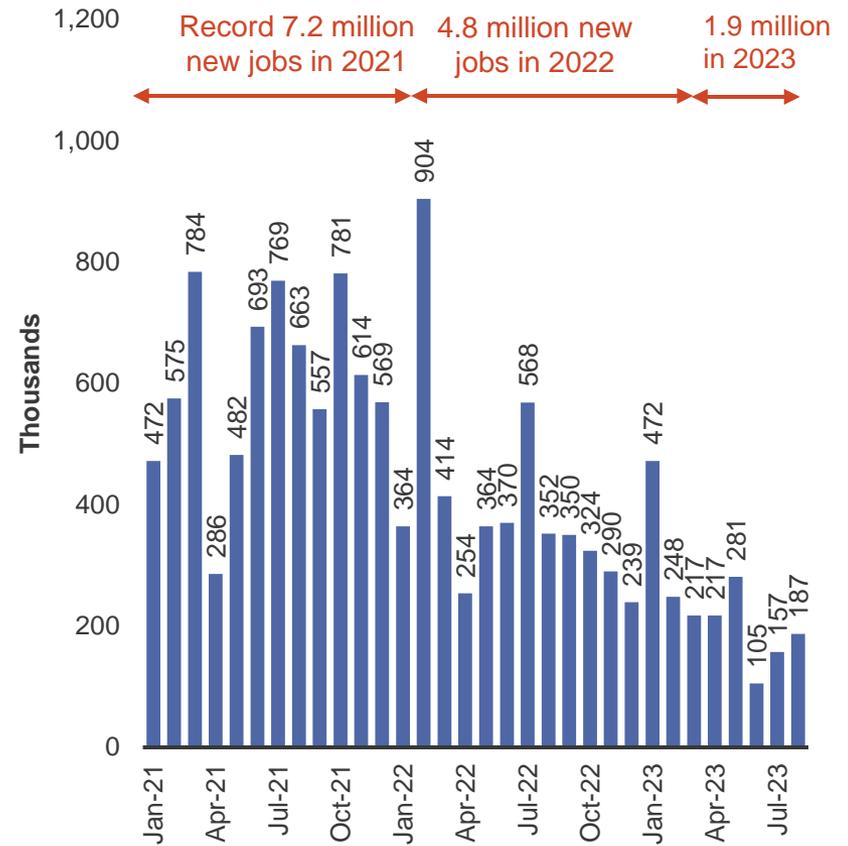
Source: Federal Reserve Bank of St. Louis and Bureau of Labor Statistics, as of August 2023.

Labor Market Continues to Post Strong Gains

Unemployment Rate



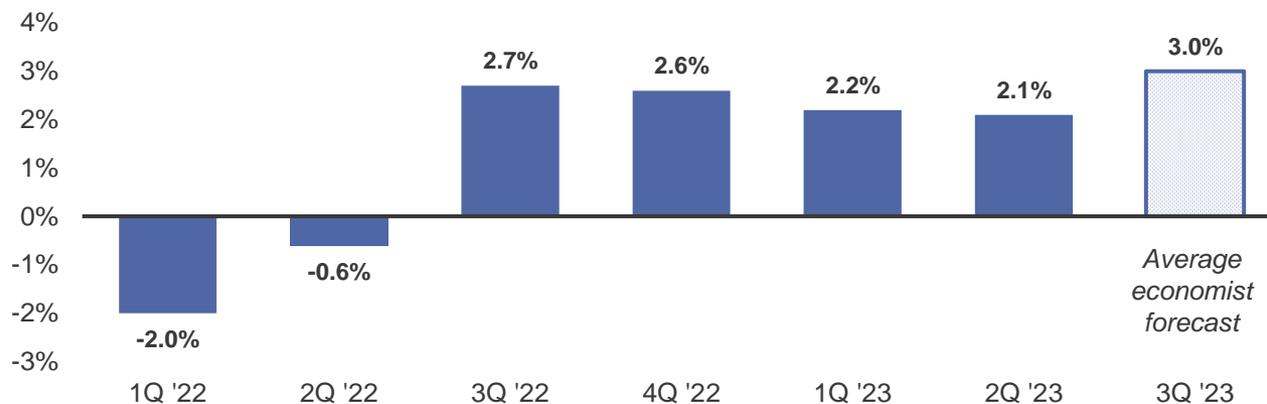
Monthly Change In Nonfarm Payrolls



Source: Congressional Budget Office July 2023 economic projections, Bureau of Labor Statistics. Bloomberg, as of August 2023. Data is seasonally adjusted.

GDP Remains Surprisingly Robust

U.S. Real GDP



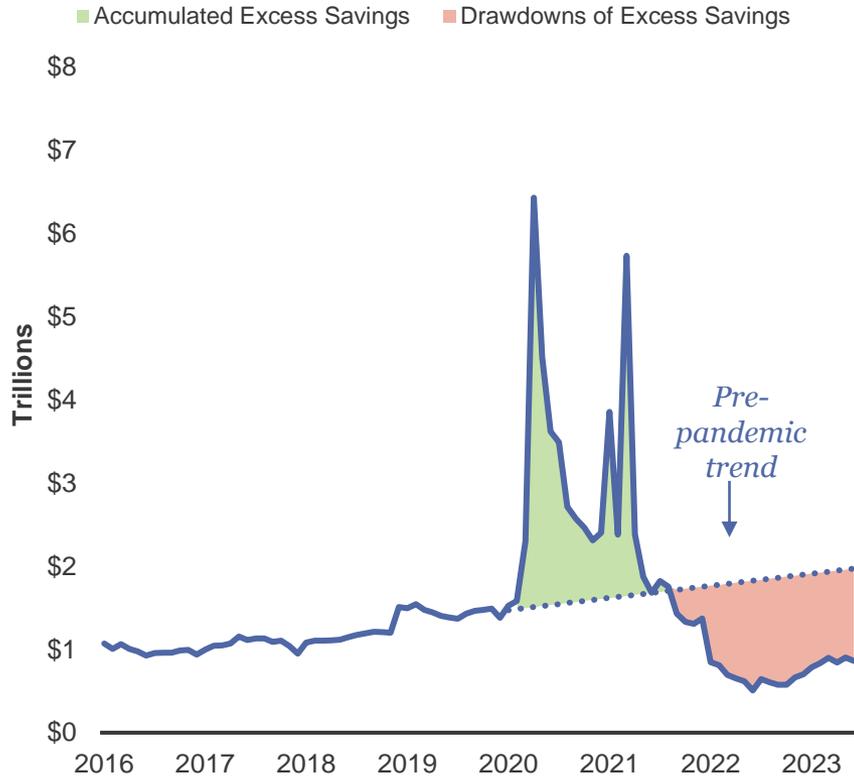
GDP Contributors

	1Q '22	2Q '22	3Q '22	4Q '22	1Q '23	2Q '23
Real GDP	-2.0%	-0.6%	2.7%	2.6%	2.2%	2.1%
<i>Personal Consumption</i>	0.0%	1.3%	1.1%	0.8%	2.5%	0.6%
<i>Private Investment</i>	1.2%	-2.1%	-1.5%	0.6%	-1.7%	0.9%
<i>Net Exports</i>	-2.6%	0.6%	2.6%	0.3%	0.6%	0.0%
<i>Gov't Expenditures</i>	-0.5%	-0.3%	0.6%	0.9%	0.8%	0.6%

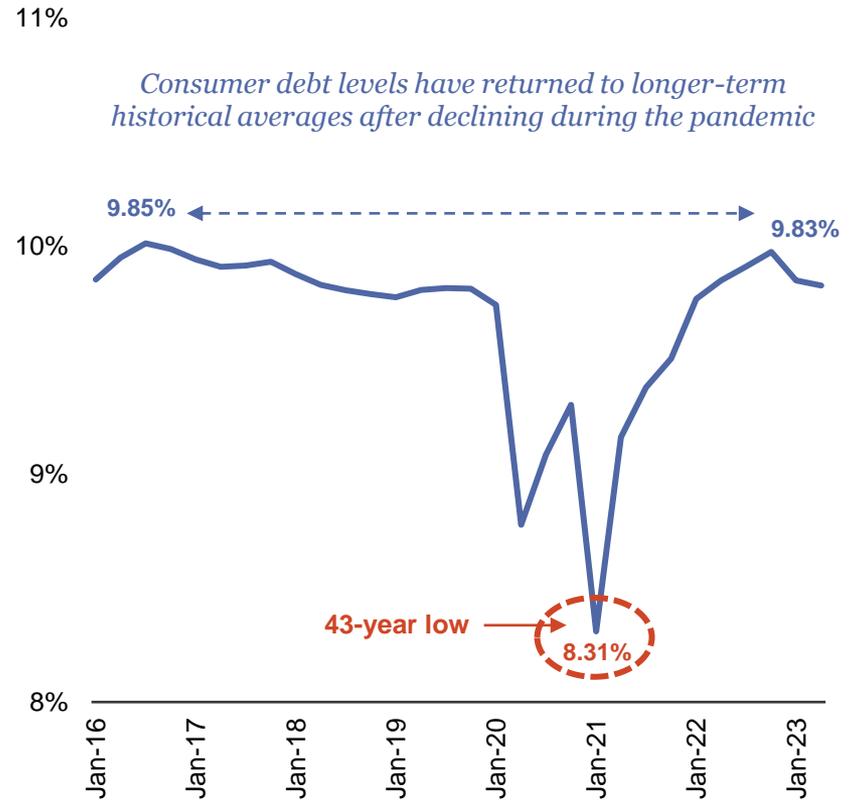
The U.S. Consumer has been the backbone of economic growth; historically being the largest contributor

Personal Savings and Consumer Debt Have Returned to Pre-Pandemic Levels

Personal Savings



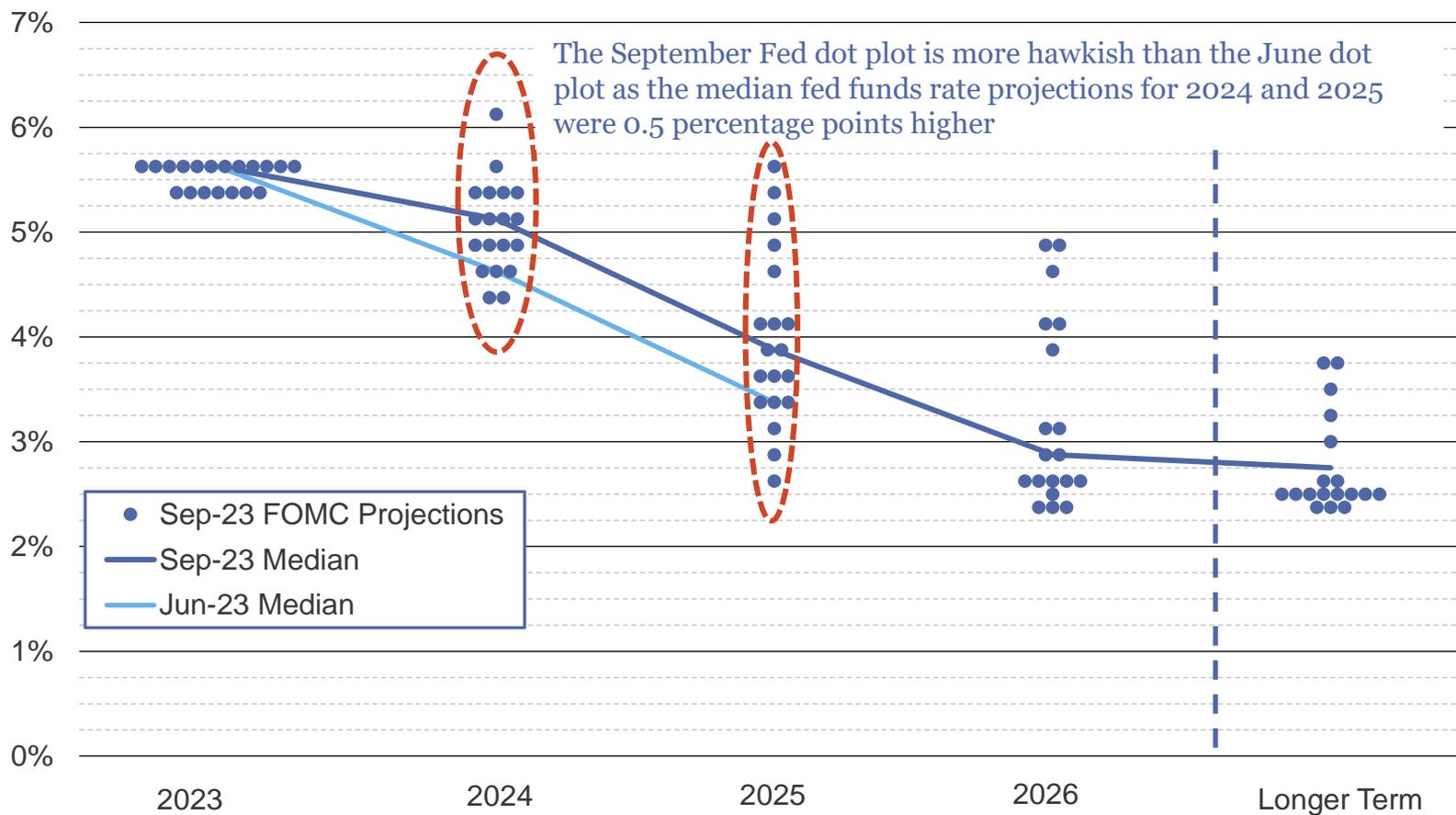
Household Debt Service Payments as a Percent of Disposable Personal Income



Source: Bloomberg and New York Fed Household Debt and Credit Report. Data as of June 30, 2023. (Left chart)
 Source: Federal Reserve Bank of St. Louis. Data as of April 1, 2023. (Right chart)

Fed's Updated "Dot Plot" Projects Rates To Be "Higher for Longer"

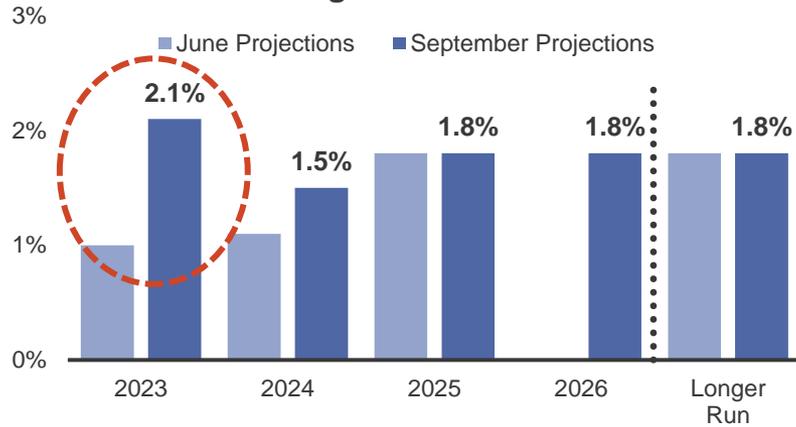
Fed Participants' Assessments of 'Appropriate' Monetary Policy



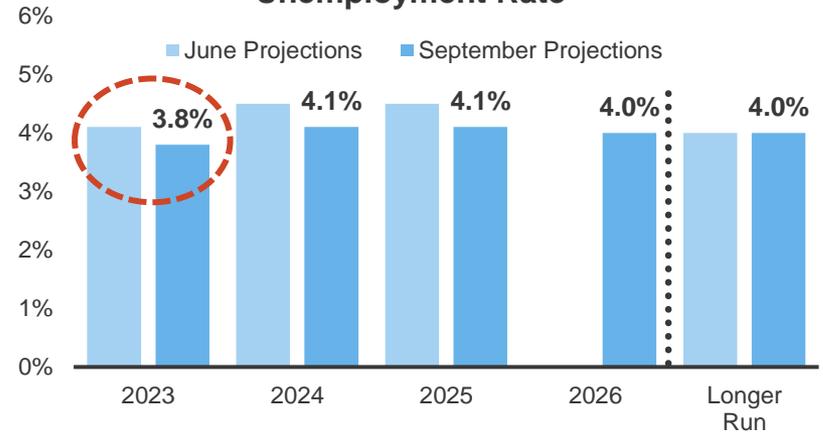
Source: Federal Reserve and Bloomberg. Individual dots represent each Fed members' judgement of the midpoint of the appropriate target range for the federal funds rate at each year-end.

The Fed's Protections for Growth and Employment Were More Upbeat

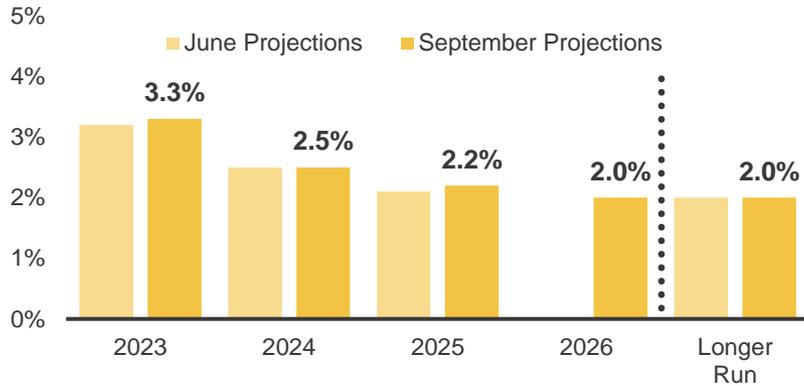
Change in Real GDP



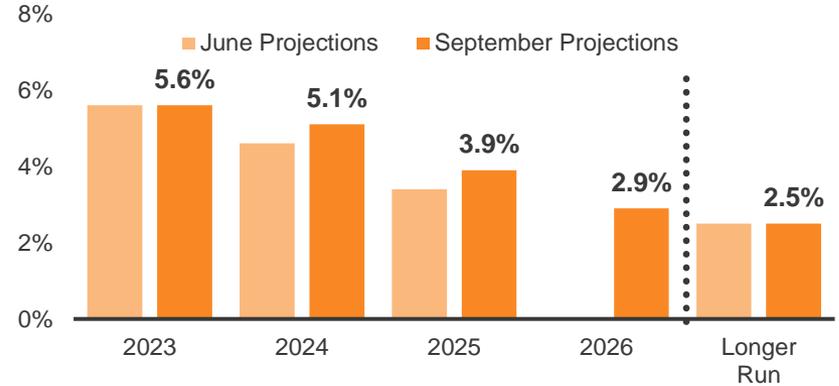
Unemployment Rate



PCE Inflation



Federal Funds Rate

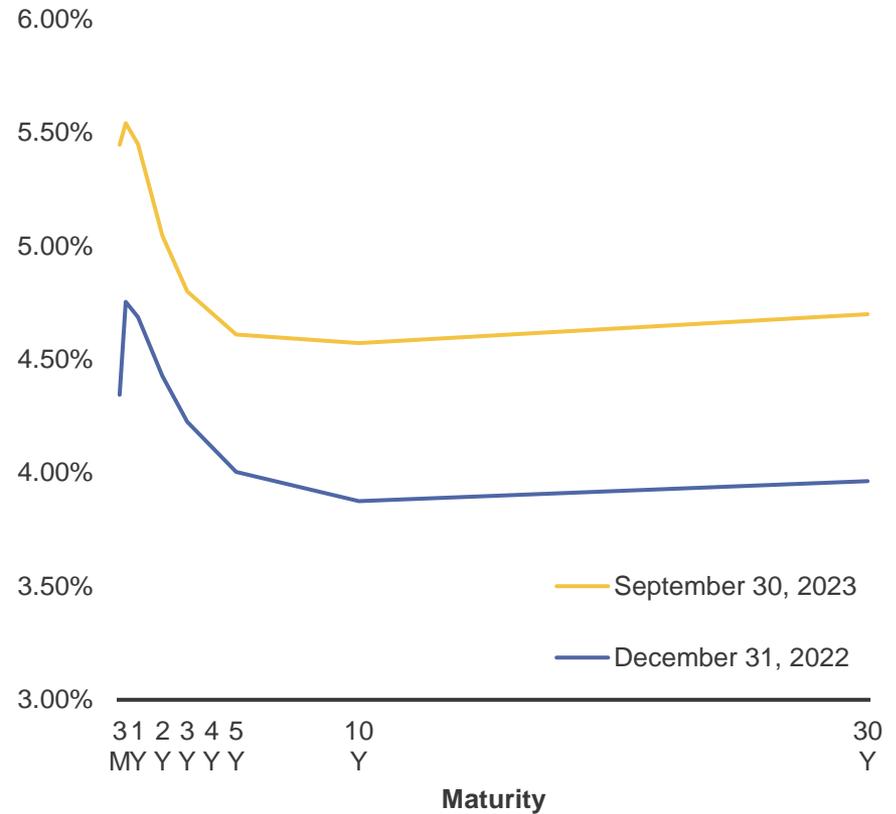


Source: Federal Reserve, latest economic projections as of September 2023.

Treasury Yield Curve

Tenor	09/30/2023	12/31/2022
3 month	5.45%	4.34%
1 year	5.45%	4.69%
2 year	5.04%	4.43%
3 year	4.80%	4.22%
5 year	4.61%	4.00%
10 year	4.57%	3.87%
30 year	4.70%	3.96%

U.S. Treasury Yield Curve



Operating Funds



Operating Funds - Summary

Portfolio Summary for 12 Months Ending September 30, 2023

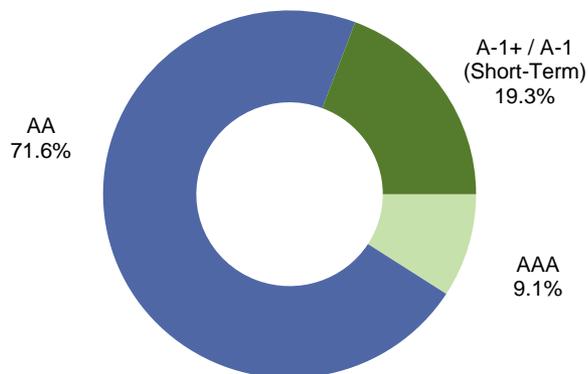
Beginning Market Value + Accrued Interest	10,934,699
Cash Flows: Deposits / (Withdrawals) \$	-
Appreciation / (Depreciation)	\$474,180
Ending Market Value + Accrued Interest	\$11,408,879

End of period trade-date market values of portfolio holdings, including money market funds, and accrued interest as of September 30, 2023.

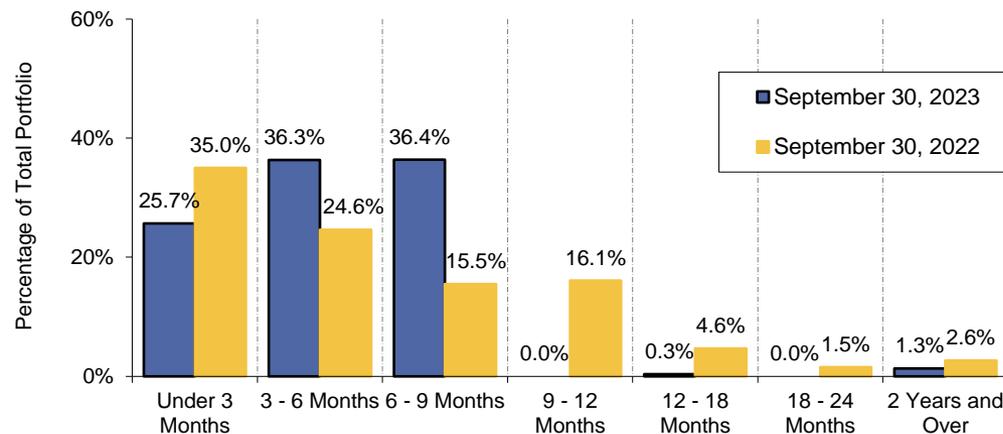
Operating Funds

Security Type ²	September 30, 2023	% of Portfolio	September 30, 2022	% of Portfolio	Change
U.S. Treasuries	\$8,168,950.45	71.6%	\$5,915,966.16	54.1%	17.5%
Federal Agencies	0.00	0.0%	479,434.44	4.4%	-4.4%
Commercial Paper	2,199,138.80	19.3%	1,977,119.92	18.1%	1.2%
Certificates of Deposit	0.00	0.0%	1,461,031.13	13.4%	-13.4%
Corporate Notes/Bonds	0.00	0.0%	0.00	0.0%	0.0%
ABS	187,243.60	1.6%	555,471.30	5.1%	-3.4%
Money Market Account	853,546.06	7.5%	545,675.89	5.0%	2.5%
Total Assets	\$11,408,878.91	100.0%	\$10,934,698.84	100.0%	

Credit Quality



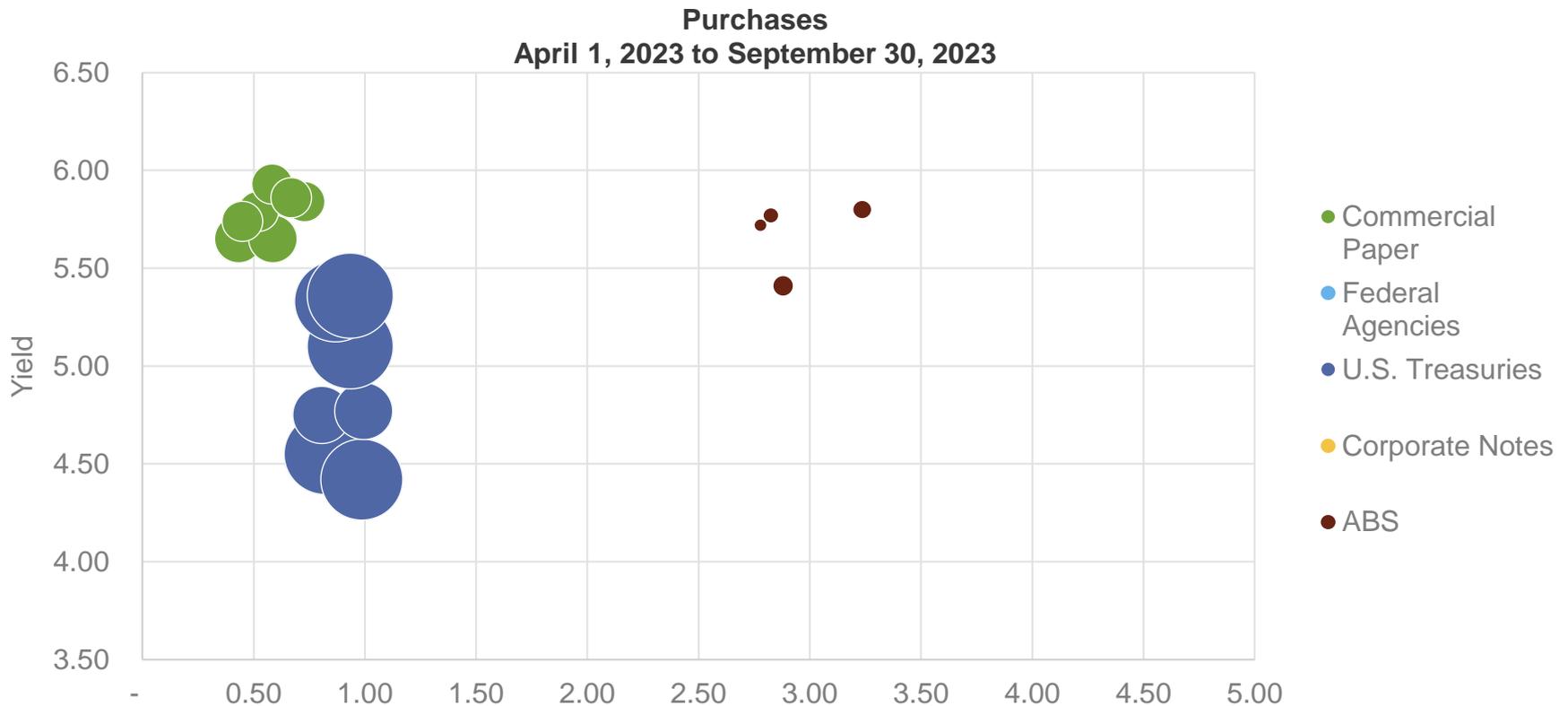
Maturity Distribution



End of period trade-date market values of portfolio holdings, including accrued interest. Credit quality as of 9/30/2023.

Operating Funds – Recent Transactions

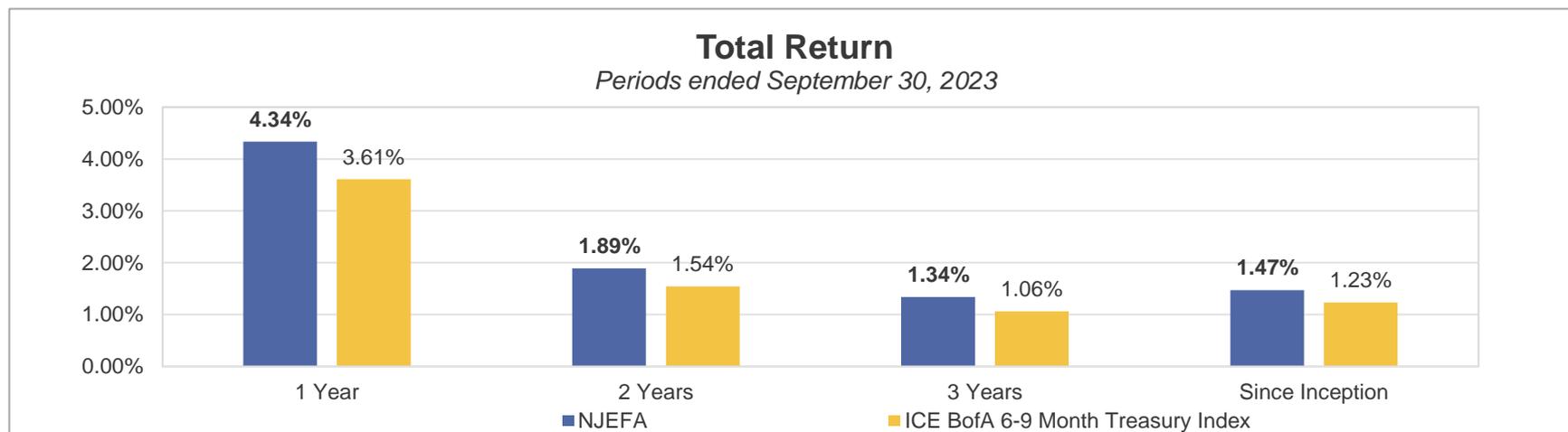
- ▶ Recent purchases included the addition of \$6.2 million of 9- to 12-month U.S. Treasuries at an average yield of 4.93%.
- ▶ In addition, \$2.25 million of 5- to 9-month commercial paper was purchased at an average yield of 5.76%. Lastly, \$105,000 of asset-backed securities were purchased at a yield of 5.57%.



Operating Funds - Portfolio Performance

Total Return ²	1 Year	2 Years	3 Years	Since Inception ¹
NJEFA Operating Funds	4.34%	1.89%	1.34%	1.47%
ICE BofA 6-9 Month Treasury Index	3.61%	1.54%	1.06%	1.23%
Outperformance/Underperformance	+0.73%	+0.35%	+0.28%	+0.24%

Effective Duration ⁴ (in years)	September 30, 2023
NJEFA Operating Funds	0.46
ICE BofA 6-9 Month Treasury Index	0.49



1. Performance inception date is September 30, 2019.

2. Returns for periods one year or less are presented on a periodic basis. Returns for periods greater than one year are presented on an annualized basis.

3. Source: Bloomberg.

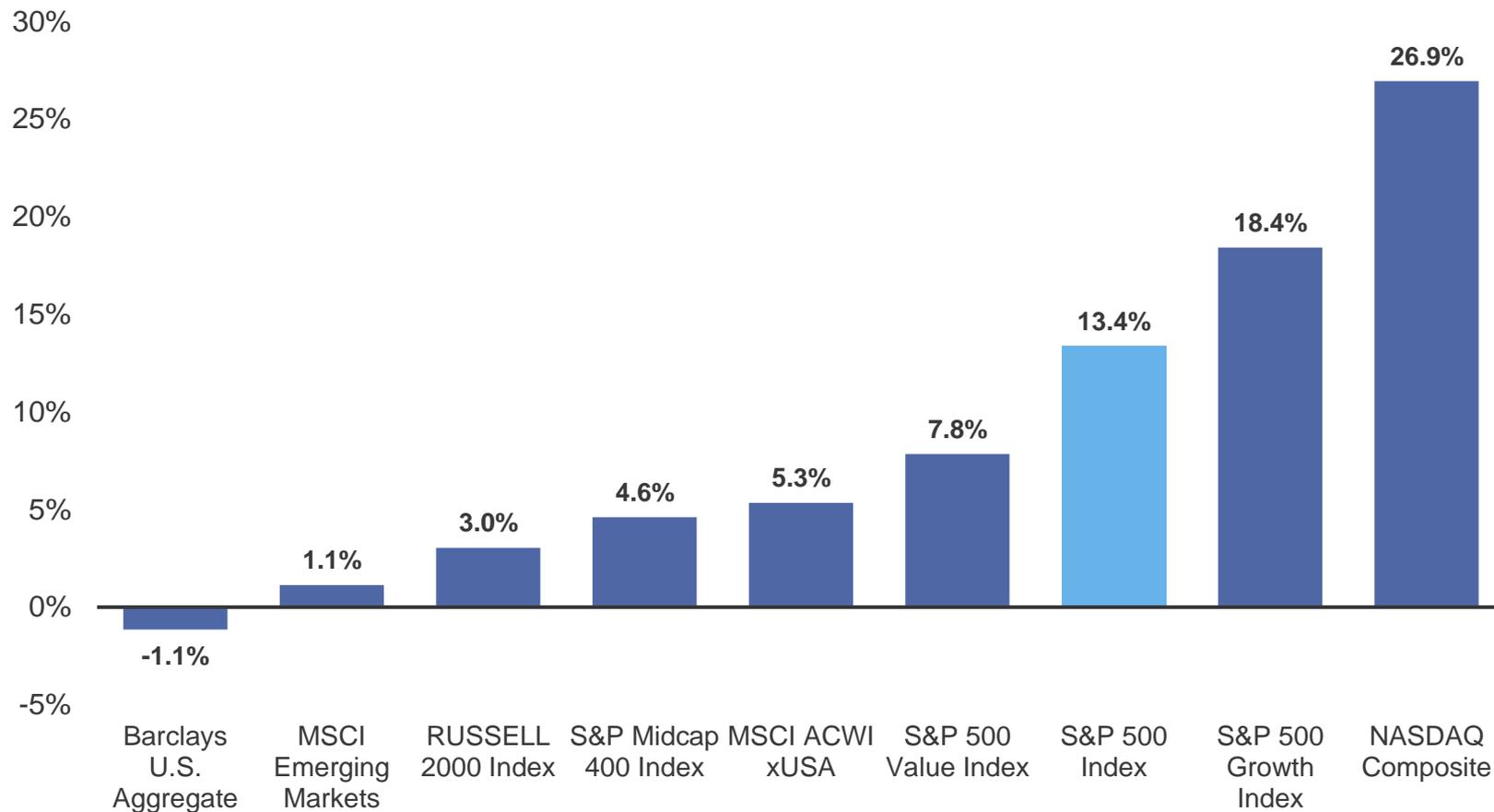
4. Duration, stated in years, is the estimated change in the value of a security that will result from a 1% change in interest rates.

OPEB



Year-to-Date Market Total Returns

YTD Total Return



Source: Bloomberg, as of 09/30/2023.

S&P 500 Closing Price



Source: Bloomberg, as of 09/30/2023.

Global Market Indices

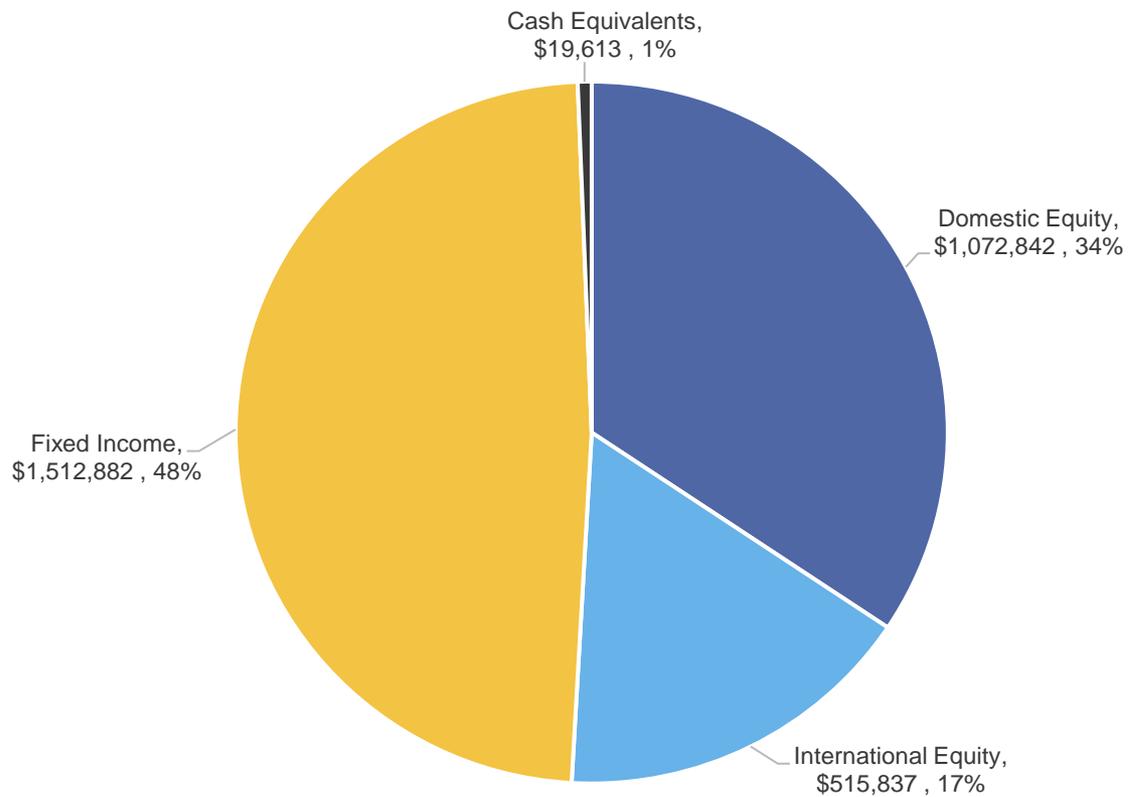
	QTD	YTD	1 Year	3 Years	5 Years	7 Years	10 Years
DOMESTIC EQUITY							
S&P 500	-3.27%	13.07%	21.62%	10.15%	9.92%	12.24%	11.91%
Russell 3000 Index	-3.25%	12.39%	20.46%	9.38%	9.14%	11.64%	11.28%
Russell 1000 Value Index	-3.16%	1.79%	14.44%	11.05%	6.23%	7.92%	8.45%
Russell 1000 Growth Index	-3.13%	24.98%	27.72%	7.97%	12.42%	15.64%	14.48%
Russell Midcap Index	-4.68%	3.91%	13.45%	8.09%	6.38%	8.68%	8.98%
Russell 2500 Index	-4.78%	3.59%	11.28%	8.39%	4.55%	7.96%	7.90%
Russell 2000 Index	-5.13%	2.54%	8.93%	7.16%	2.40%	6.62%	6.65%
Russell 2000 Value Index	-2.96%	-0.53%	7.84%	13.32%	2.59%	5.94%	6.19%
Russell 2000 Growth Index	-7.32%	5.24%	9.59%	1.09%	1.55%	6.77%	6.72%
INTERNATIONAL EQUITY							
MSCI EAFE (Net)	-4.11%	7.08%	25.65%	5.75%	3.24%	5.29%	3.82%
MSCI AC World Index (Net)	-3.40%	10.06%	20.80%	6.89%	6.46%	8.60%	7.56%
MSCI AC World ex USA (Net)	-3.77%	5.34%	20.39%	3.74%	2.58%	4.73%	3.35%
MSCI AC World ex USA Small Cap (Net)	-1.70%	5.03%	19.01%	4.01%	2.58%	4.70%	4.35%
MSCI EM (Net)	-2.93%	1.82%	11.70%	-1.73%	0.55%	3.22%	2.07%
ALTERNATIVES							
FTSE NAREIT Equity REIT Index	-7.13%	-2.14%	2.99%	5.76%	2.77%	2.61%	5.96%
FTSE EPRA/NAREIT Developed Index	-5.59%	-4.10%	2.72%	1.54%	-0.29%	0.65%	2.97%
Bloomberg Commodity Index Total Return	4.71%	-3.44%	-1.30%	16.23%	6.13%	4.68%	-0.75%
FIXED INCOME							
Blmbg. U.S. Aggregate	-3.23%	-1.21%	0.64%	-5.21%	0.10%	-0.09%	1.13%
Blmbg. U.S. Government/Credit	-3.00%	-0.86%	0.93%	-5.32%	0.41%	0.09%	1.31%
Blmbg. Intermed. U.S. Government/Credit	-0.83%	0.65%	2.20%	-2.93%	1.02%	0.62%	1.27%
Blmbg. U.S. Treasury: 1-3 Year	0.71%	1.69%	2.44%	-0.92%	1.03%	0.77%	0.79%
Blmbg. U.S. Corp: High Yield	0.46%	5.86%	10.28%	1.76%	2.96%	3.80%	4.24%
Credit Suisse Leveraged Loan index	3.37%	9.91%	12.47%	5.91%	4.31%	4.64%	4.33%
ICE BofAML Global High Yield Constrained (USD)	0.08%	5.37%	12.71%	-0.14%	1.81%	2.84%	3.29%
Blmbg. Global Aggregate Ex USD	-4.00%	-3.20%	3.39%	-8.39%	-3.10%	-2.77%	-1.73%
JPM EMBI Global Diversified	-2.23%	1.76%	10.01%	-4.56%	-0.35%	0.11%	2.47%
CASH EQUIVALENT							
90 Day U.S. Treasury Bill	1.31%	3.60%	4.47%	1.70%	1.72%	1.54%	1.10%

Source: Investment Metrics. Returns are expressed as percentages.

Portfolio Summary for 12 Months Ending September 30, 2023

Beginning Market Value + Accrued Interest	2,929,016
Cash Flows: Deposits / (Withdrawals) \$	(73,802)
Appreciation / (Depreciation)	\$265,959
Ending Market Value + Accrued Interest	\$3,121,174

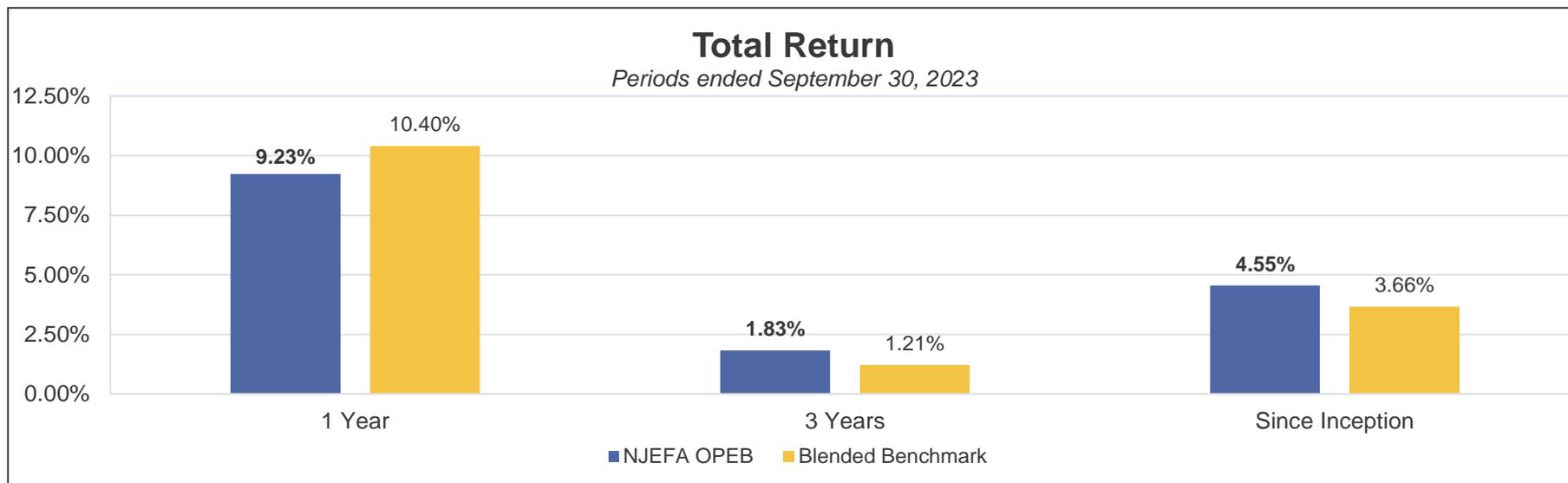
OPEB - Summary



End of period trade-date market values of portfolio holdings, including money market funds, and accrued interest as of September 30, 2023.

OPEB - Portfolio Performance

Total Return ²	1 Year	3 Years	Since Inception ¹
NJEFA OPEB	9.23%	1.83%	4.55%
Blended Benchmark	10.40%	1.21%	3.66%
Outperformance/Underperformance	(1.17%)	+0.62%	+0.89%



Benchmark	
Russell 3000 Index	33.0%
MSCI AC World ex USA (Net)	17.0%
Bloomberg U.S. Aggregate	50.0%

1. Performance inception date is May 1, 2020.

2. Returns for periods one year or less are presented on a periodic basis. Returns for periods greater than one year are presented on an annualized basis.

3. Source: Bloomberg.

OPEB - Asset Allocation & Performance

	Allocation		Performance(%)							
	Market Value (\$)	%	1 Quarter	Year To Date	Jan-2023 To Sep-2023	1 Year	3 Years	5 Years	Since Inception	Inception Date
Total Fund	3,121,174	100.00	-3.43	3.60	3.60	9.23	1.83	N/A	4.55	05/01/2020
Blended Benchmark			-3.30	4.34	4.34	10.40	1.21	N/A	3.66	05/01/2020
Domestic Equity	1,072,842	34.37								
PFM Multi-Manager Domestic Equity Fund	1,072,842	34.37	-4.00	8.99	8.99	17.30	8.59	N/A	12.20	05/01/2020
<i>Russell 3000 Index</i>			-3.25	12.39	12.39	20.46	9.38	9.14	13.47	05/01/2020
Vanguard Total Stock Market ETF - 69.4%			-3.29	12.36	12.36	20.40	9.25	9.06	13.36	05/01/2020
Vaughan Nelson Select - 10.1% (^)			-4.94	10.62	10.62	18.05	13.71	11.54	17.30	05/01/2020
Nuance All Cap Value - 7.5% (^)			N/A	N/A	N/A	N/A	N/A	N/A	N/A	05/01/2020
<i>Russell 3000 Index</i>			-3.25	12.39	12.39	20.46	9.38	9.14	13.47	05/01/2020
Aristotle Atlantic Core Equity - 7.6%(^)			N/A	N/A	N/A	N/A	N/A	N/A	N/A	11/01/2021
<i>Russell 3000 Index</i>			-3.25	12.39	12.39	20.46	9.38	9.14	-3.75	11/01/2021
Champlain Mid Cap Core - 3.0% (^)			-6.14	3.80	3.80	11.51	4.78	7.55	9.74	05/01/2020
<i>S&P MidCap 400</i>			-4.20	4.27	4.27	15.51	12.05	6.06	14.78	05/01/2020
Jacobs Levy Small Cap - 2.1% (^)			-5.58	0.91	0.91	12.08	17.29	N/A	19.24	05/01/2020
<i>S&P SmallCap 600</i>			-4.93	0.81	0.81	10.08	12.10	3.21	14.16	05/01/2020
International Equity	515,837	16.53								
PFM Multi-Manager International Equity Fund	515,837	16.53	-5.13	3.62	3.62	18.09	1.73	N/A	6.56	05/01/2020
<i>MSCI AC World ex USA (Net)</i>			-3.77	5.34	5.34	20.39	3.74	2.58	7.50	05/01/2020
iShares Core MSCI Total Int'l Stock ETF - 42.2%			-4.13	5.08	5.08	20.75	3.79	2.63	7.83	05/01/2020
WCM Focused Growth International - 12.5% (^)			-8.47	5.44	5.44	18.01	1.83	N/A	8.37	05/01/2020
<i>MSCI AC World ex USA (Net)</i>			-3.77	5.34	5.34	20.39	3.74	2.58	7.50	05/01/2020
Ninety One Int'l Dynamic Equity - 15.1% (^)			N/A	N/A	N/A	N/A	N/A	N/A	N/A	12/01/2021
<i>MSCI AC World ex USA (Net)</i>			-3.77	5.34	5.34	20.39	3.74	2.58	-4.37	12/01/2021
Acadian Non-U.S. Equity - 6.5% (^)			-2.24	3.11	3.11	18.95	5.78	N/A	9.72	05/01/2020
Aristotle International Equity - 12.8% (^)			N/A	N/A	N/A	N/A	N/A	N/A	N/A	05/01/2020
<i>MSCI EAFE (net)</i>			-4.11	7.08	7.08	25.65	5.75	3.24	8.88	05/01/2020
Kayne Anderson International Small Cap - 1.0% (^)			N/A	N/A	N/A	N/A	N/A	N/A	N/A	05/01/2021
<i>MSCI AC World ex USA Small Cap (Net)</i>			-1.70	5.03	5.03	19.01	4.01	2.58	-6.05	05/01/2021
Schroders Global Emerging Markets - 9.7% (^)			-5.39	0.45	0.45	12.39	-1.80	N/A	4.81	05/01/2020
<i>MSCI EM (net)</i>			-2.93	1.82	1.82	11.70	-1.73	0.55	3.50	05/01/2020

Returns are net of mutual fund fees and are expressed as percentages.

(^) Performance information is gross of fees and reflects sleeve level information (not specific to this client/investor). It is provided by sub-advisers of the PFM Multi-Manager Equity Fund, PFM Multi-Manager International Equity Fund and PFM Multi-Manager Fixed-Income Fund.

OPEB - Asset Allocation & Performance

	Allocation		Performance(%)							
	Market Value (\$)	%	1 Quarter	Year To Date	Jan-2023 To Sep-2023	1 Year	3 Years	5 Years	Since Inception	Inception Date
Fixed Income	1,512,882	48.47								
PFM Multi-Manager Fixed-Income Fund	1,512,882	48.47	-2.48	0.13	0.13	1.71	-4.17	N/A	-2.37	05/01/2020
<i>Blmbg. U.S. Aggregate</i>			-3.23	-1.21	-1.21	0.64	-5.21	0.10	-4.11	05/01/2020
PGIM Core Fixed - 33.1% (^)			-2.98	-0.53	-0.53	1.53	-4.83	0.57	-3.17	05/01/2020
TIAA Core Fixed - 33.1% (^)			-2.97	-0.44	-0.44	0.56	-4.81	0.68	-2.95	05/01/2020
<i>Blmbg. U.S. Aggregate</i>			-3.23	-1.21	-1.21	0.64	-5.21	0.10	-4.11	05/01/2020
iShares Core U.S. Aggregate Bond ETF - 11.8%			-3.22	-1.03	-1.03	0.64	-5.21	0.08	-5.65	05/01/2021
<i>Blmbg. U.S. Aggregate</i>			-3.23	-1.21	-1.21	0.64	-5.21	0.10	-5.65	05/01/2021
PineBridge IG Credit - 5.6% (^)			N/A	N/A	N/A	N/A	N/A	N/A	N/A	05/01/2020
<i>Blmbg. U.S. Credit Index</i>			-3.01	0.03	0.03	3.47	-4.83	0.86	-2.87	05/01/2020
Brown Bros. Harriman Structured - 8.4% (^)			1.50	4.41	4.41	5.14	1.61	2.64	3.30	05/01/2020
<i>ICE BofA Asset-Bckd Fxd & Flting Rate AA-BBB Idx</i>			1.21	4.66	4.66	5.23	0.49	1.84	2.51	05/01/2020
Brandywine Global High Yield - 3.9%			1.52	7.62	7.62	12.07	3.13	5.73	3.13	10/01/2020
<i>Blmbg. Ba to B U.S. High Yield</i>			0.16	5.00	5.00	9.79	1.30	3.30	1.30	10/01/2020
MainStay MacKay High Yield Corp Bond Fund - 3.9%			0.52	5.81	5.81	9.99	2.57	3.37	-0.02	06/01/2021
<i>ICE BofA High Yield Master II</i>			0.53	5.97	5.97	10.20	1.82	2.80	-1.34	06/01/2021
Cash Equivalent	19,613	0.63								
MS Institutional Liquidity Treasury Securities	19,613	0.63	1.29	3.54	3.54	4.41	1.65	1.57	1.45	05/01/2020
<i>ICE BofA 3 Month U.S. T-Bill</i>			1.31	3.60	3.60	4.47	1.70	1.72	1.51	05/01/2020

Returns are net of mutual fund fees and are expressed as percentages.

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