

RESOLUTION NO. 14-05

**RESOLUTION OF THE BOARD OF COMMISSIONERS
MORRIS COUNTY IMPROVEMENT AUTHORITY**

TITLE:

**RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING AN AMENDMENT TO THE 2013 CONTRACT FOR
GENERAL, BOND AND SPECIAL ENERGY COUNSEL SERVICES**

WHEREAS, the Morris County Improvement Authority (the “Authority”) has been duly created by resolution of the County of Morris (the “County”), State of New Jersey (the “State”) and exists in good standing as a public body corporate and politic under and pursuant to all applicable law, including the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, as amended from time to time (codified at N.J.S.A. 40:37A-44 et seq., the “Act”);

WHEREAS, on October 3, 2013 the Authority posted invitations to submit proposals for general, bond and special energy counsel services on its website (the “RFQ Request”);

WHEREAS, on December 18, 2013 Inglesino, Pearlman, Wyciskala & Taylor, LLC (“IPWT”) submitted a response to the RFQ Request (the “IPWT Proposal”);

WHEREAS, on October 30, 2013 the Authority adopted a resolution appointing IPWT as general, bond and special energy counsel (the “*2013 Counsel Authorizing Resolution*”) and thereafter entered into a professional services agreement dated October 30, 2013 (the “Original Professional Services Agreement” and together with the Amendment (as defined below), the “Amended Professional Services Agreement”);

WHEREAS, the IPWT Proposal was based upon each of the attorneys at IPWT and specifically the legal expertise of Stephen B. Pearlman, Esq. and Deborah S. Verderame, Esq.;

WHEREAS, as of February 1, 2014, Stephen B. Pearlman, Esq. and Deborah Verderame, Esq. are no longer associated with IPWT but are members of the law firm of Pearlman and Miranda, LLC;

WHEREAS, as of February 1, 2014, IPWT shall be known as Inglesino, Wyciskala & Taylor, LLC (“IWT”);

WHEREAS, the Authority desires to (i) recognize the joint venture of IWT and PM, (ii) authorize the services procured under the RFQ Request and memorialized

in the Amended Professional Services Agreement to be undertaken by both IWT and PM and (iii) authorize that certain Amendment to Professional Services Agreement (the "*Amendment*") in the form set forth in **Exhibit A** attached hereto.

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Authority (the "*Board*") as follows:

Section 1. The Authority hereby authorizes the services originally authorized under the 2013 Counsel Authorizing Resolution to be performed by the joint venture of IPWT and PM as memorialized in the Amended Professional Services Agreement.

Section 2. The Chairperson is hereby authorized and directed to execute the Amendment with Inglesino, Wyciskala & Taylor, LLC and Pearlman & Miranda, LLC in the form attached hereto as **Exhibit A**, with such changes as the Chairperson together with IWT and PM deem necessary, desirable and convenient, any such material changes to be presented to the Board at the next Authority meeting.

Section 3. In accordance with N.J.S.A. 40:37A-50, the Secretary of the Authority is hereby authorized and directed to submit to each member of the Board of Freeholders, by the end of the fifth business day following this meeting, a copy of the minutes of this meeting. The Secretary is hereby further authorized and directed to obtain from the Clerk of the Board of Freeholders a certification from the Clerk of the Board of Freeholders stating that the minutes of this meeting have not been vetoed by the Director of the Board of Freeholders.

[Remainder of page intentionally left blank.]

Section 4. This resolution shall be effective immediately, unless it has been vetoed in accordance with N.J.S.A. 40:37A-50(e) of the Act.

MOVED/SECONDED:

Resolution moved by Commissioner _____.

Resolution seconded by Commissioner _____.

VOTE:

Commissioner	Yes	No	Abstain	Absent
Pinto				
Ramirez				
Roe				
Sandman				
Bonanni				

ATTESTATION:

This Resolution was acted upon at the Regular Meeting of the Authority held on February 18, 2014 at the Authority’s principal corporate office in Morristown, New Jersey.

Attested to this 18th day of February, 2014

By: _____

Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of February 18, 2014

By: _____

**Stephen B. Pearlman, Esq., Partner
Pearlman & Miranda, LLC
Counsel to the Authority**

Exhibit A

Amendment to Professional Services Agreement