

RESOLUTION NO. 14-32

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

TITLE:

**RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY
AUTHORIZING THE EXECUTION OF A 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, in order to carry out the operations of the Authority, including without limitation the negotiation, sale and issuance of bonds, notes or other obligations of the Authority to finance projects permitted under the Act, the Authority needed to contract for the services of a general counsel, bond counsel and special energy counsel (the “Legal Counsel”);

WHEREAS, as of January 1, 2006, N.J.S.A. 19:44A-20.1 et seq., commonly known as the “State Pay to Play” law, enacted by the New Jersey State Legislature shall become effective;

WHEREAS, pursuant to N.J.S.A. 19:44A-20.1 et seq., an authority may not award contracts with a value in excess of \$17,500.00 to a business entity which has made reportable contributions in excess of \$300.00, in the aggregate, to the member municipality’s political parties or to any candidate’s committee of any person serving in an elective public office of the member municipality when such contract was awarded, unless said business entity is awarded a contract under a “fair and open process” pursuant to N.J.S.A. 19:44A-20.1 et seq.; and

WHEREAS, a “fair and open process” constitutes the following: (1) public advertisement on the Authority’s website or in the newspaper of a Request for Qualifications (hereinafter the “RFQ”) with ten (10) calendar days notice prior to the receipt of responses to the RFQ; (2) award of contract under a process that provides for public solicitation of qualifications; (3) award of contract under publicly disclosed criteria established, in writing, by the municipality prior to the solicitation of qualifications; and (4) the Authority shall publicly open and announce the qualifications when awarded (the “Fair and Open Process”);

WHEREAS, on August 21, 2014, a date at least ten days prior to the September 3, 2014 deadline for the Legal Counsel RFQ (the “RFQ Deadline”) the Authority posted invitations to submit proposals for Legal Counsel services on its website (the “RFQ Request”);

WHEREAS, on the September 3, 2014 RFQ Deadline the responses to the RFQ Request were publicly read pursuant to the Fair and Open Process;

WHEREAS, the Authority desires to appoint _____ pursuant to a “fair and open process” pursuant to N.J.S.A. 19:44A-20.1 et seq. as General, Bond and Special Energy Counsel for a period of one (1) year;

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Authority as follows:

Section 1. The Authority hereby appoints the following firm to perform the following services for the Authority for a one year period commencing October 30, 2014:

a. General Counsel:

b. Bond Counsel:

c. Special Energy Counsel:

Section 2. The Chairperson is hereby authorized and directed to execute a contract with _____ in the form attached hereto as **Exhibit A**, provided that the Chairperson take all actions necessary for such contracts to comply with the bidding exceptions to the Contracts Law, including the publication requirements therein.

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 respective Clerks 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
Gallop				
Kovalcik				
Ramirez				
Sandman				
Bonanni				

ATTESTATION:

This Resolution was acted upon at the Regular Meeting of the Authority held on September 24, 2014 at the Authority’s principal corporate office in Morristown, New Jersey.

Attested to this 24th day of September, 2014

By: _____

Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of September 24, 2014

By: _____

**Stephen B. Pearlman, Esq., Partner
 Pearlman & Miranda, LLC
 Counsel to the Authority
 Agent for Inglesino, Wyciskala & Taylor, LLC**

Exhibit A
Professional Services Agreement