

TOWNSHIP OF LIVINGSTON



**LIVINGSTON
NEW JERSEY**

Essex County, New Jersey

**Request for Proposals (RFP)
No. 013-2019**

**PROFESSIONAL SERVICES
(Special Counsel)**

Issue Date:	July 19, 2019
Submission Deadline:	August 2, 2019 - 11:00 AM

TOWNSHIP OF LIVINGSTON
FAIR & OPEN PUBLIC SOLICITATION PROCESS FOR PROFESSIONAL SERVICES
(Pursuant to N.J.S.A. 19:44A-20.5 et. seq.)



Request for Proposals (RFP) No. 013-2019

**PROFESSIONAL SERVICES
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TOWNSHIP OF LIVINGSTON
FAIR & OPEN PUBLIC SOLICITATION PROCESS FOR PROFESSIONAL SERVICES
(Pursuant to N.J.S.A. 19:44A-20.5 et. seq.)



Karen A. Sullivan
Purchasing Manager

Phone: (973) 422-1586
Fax: (973) 422-1152

NOTICE TO BIDDERS

NOTICE IS HEREBY GIVEN that sealed proposals will be received by the **Clerk's Office**, for the Township of Livingston, County of Essex, State of New Jersey on **Friday, August 2, 2019, 11:00 AM** prevailing time at 357 South Livingston Avenue, Livingston, New Jersey at which time and place proposals will be opened in the Council Chambers and publicly read for:

RFP NO. 013-2019 PROFESSIONAL SERVICES- SPECIAL COUNSEL

This proposal is being solicited through a "fair and open process" in accordance with N.J.S.A. 19:44A-20.5 et. seq.:

Bid documents and specifications can be downloaded for no charge online at www.livingstonnj.org (upon registration) or picked up at the Township Clerk's Office. Specifications and other information may be obtained on **Friday July 19, 2019** at the Township of Livingston Clerk's Office, same location, during regular business hours, 8:30AM - 4:30PM, Monday-Friday, excluding holidays. Bidders are required to comply with the requirements of NJSA 10:5-31 et seq. and NJAC 17:27-1 et seq.

Publication date: July 19, 2019

By Order of the Township Council

Karen A. Sullivan
Township Purchasing Manager

**RFP NO. 013-2019
PROFESSIONAL SERVICES
(Special Counsel)**

INFORMATION FOR PROFESSIONAL SERVICES PROVIDERS

I. SUBMISSION OF PROPOSALS

- A. All bidders must submit **one (1) complete ORIGINAL** bid proposal, clearly marked as the "ORIGINAL", and **six (6) full, complete and exact copies** of the Original. It is suggested that any bidder make and retain a copy of its bid proposal.
- B. Submissions will be **received by the Township Clerk** at the time and place mentioned in the Public Notice for Solicitation, and at such time will be publicly opened and read aloud in the Council Chambers.
- C. The proposal shall be submitted, in a **SEALED ENVELOPED**, *bearing the name and address of the bidder written on the face of the envelope*, and addressed to:

**Karen A. Sullivan, PURCHASING MANAGER
c/o Township Clerk
Township of Livingston
357 South Livingston Avenue
Livingston, New Jersey 07039**

and clearly marked with the words

**"RFP responding to
RFP No. 013-2019 – Professional Services- Special Counsel
Do Not Open Until
August 2, 2019 at 11:00 AM"**

**ALL BIDS MUST BE DELIVERED TO AND RECEIVED BY THE TOWNSHIP CLERK'S
OFFICE WHO WILL DATE AND TIME STAMP ALL SUBMISSIONS.**

- D. It is the bidder's responsibility to see that bids are presented to the TOWNSHIP on the hour and at the place designated. Submissions may be hand delivered or mailed; however, the TOWNSHIP claims no responsibility for bids forwarded by regular or overnight mail. If the proposal is sent by overnight mail, the designation in section D, above, must also appear on the outside of the delivery company envelope. Proposals received after the designated time and date will be returned unopened.
- E. Sealed submissions forwarded to the TOWNSHIP before the time of opening of bids may be withdrawn upon written application of the professional service provider who shall be required to produce evidence showing that the individual is

or represents the principal or principals involved in the bid. Once bids have been opened, they must remain firm for a period of sixty (60) calendar days.

- F. Each proposal must give the full business address, business phone, fax, e-mail if available, the contact person of the bidder and be signed by an authorized representative as follows:
- Submissions by partnerships must furnish the full name of all partners and must be signed in the partnership name by one of the members of the partnership or by an authorized representative, followed by the signature and designation of the person signing.
 - Submissions by corporations must be signed in the legal name of the corporation, followed by the name of the State in which incorporated and must contain the signature and designation of the president, secretary or other person authorized to bind the corporation in the matter.
 - Submissions by sole-proprietorship shall be signed by the proprietor.
 - When requested, satisfactory evidence of the authority of the officer signing shall be furnished.

II. INSURANCE AND INDEMNIFICATION

A. INSURANCE AND INDEMNIFICATION

1. Professional Liability Insurance

Limits shall be a minimum of Two Million Dollars (\$2,000,000).

B. Certificates of the Required Insurance

Certificates of Insurance for those policies required above shall be submitted after contract award. Such coverage shall be with an insurance company authorized to do business in the State of New Jersey and from an insurance company rated A- or better by AM Best. All certificates shall name the TOWNSHIP as an additional insured.

C. Indemnification

The contractor agrees to indemnify, defend and hold harmless the Township, its officers, agents and employees, hereinafter referred to as indemnitees, from all suits, including attorneys' fees and costs of litigation, actions, loss damage, expense, cost of claims, of any character or on account of any act, claim or amount arising or recovered under Workers' Compensation law, or arising out of failure of the contractor or those acting under contractor to conform to any statutes, ordinances, regulations, law or court decree. It is the intent of the parties to this contract that the indemnitees shall, in all instances, except for loss or damage resulting from the sole negligence of the indemnitee, be indemnified against all liability, loss, or damage or any nature whatsoever.

III. STATUTORY AND OTHER REQUIREMENTS

A. Mandatory Affirmative Action Compliance Notification

No firm may be issued a contract unless it complies with the affirmative action provisions of N.J.S.A. 10:5-31 et seq. and N.J.A.C. 17:27-1 et seq. The following information summarizes the full, required regulatory text, which is included as Appendix C of this bid specification.

Goods and Services (including professional services) Contracts

The successful service provider shall submit to the TOWNSHIP, after notification of award but prior to execution of a contract, one of the following three documents:

- 1) A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter), or
- 2) A photocopy of an approved Certificate of Employee Information Report, issued in accordance with N.J.A.C. 17:27-4; or
- 3) A photocopy of an Employee Information Report (Form AA302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4.

B. Stockholder Disclosure

N.J.S.A. 52:25-24.2 provides that no corporation or partnership or limited liability company shall be awarded any contract for the performance of any work or the furnishing of any goods and services, unless, prior to the receipt of the bid or accompanying the bid of said corporation or partnership. Bidders shall submit a statement setting forth the names and addresses of all stockholders in the corporation or partnership who own ten percent or more of its stock of any class, or of all individual partners in the partnership who own a ten percent or greater interest therein. The included Statement of Township shall be completed and attached to the bid proposal. This requirement applies to all forms of corporations and partnerships, including, but not limited to, limited partnerships, limited liability partnerships and Subchapter S corporations. Failure to submit a stockholder disclosure document shall result in rejection of the proposal.

C. Non-Collusion Affidavit

The Non-Collusion Affidavit, attached hereto as Appendix B shall be properly executed and submitted with the bid proposal.

D. Proof of Business Registration

N.J.S.A. 52:32-44 requires that each professional service provider submit proof of business registration prior to a contract award. Proof of registration shall be a copy of the bidder's Business Registration Certificate (BRC). A BRC is obtained from the New

Jersey Division of Revenue. Information on obtaining a BRC is available on the internet at www.nj.gov/nibgs or by phone at (609) 292-1730.

E. "Pay to Play" – Notice of Disclosure Requirement – P.L. 2005, Chapter 271, Section 3 Reporting (N.J.S.A. 19:44A – 20.27)

(1) Any business entity that has received \$50,000 or more in contracts from government entities in a calendar year is required to file an annual disclosure report with ELEC. The instructions and form are available on the ELEC website.

(2) Annual Disclosures require submission by March 30th of each year covering contracts and contributions for the prior calendar year.

(3) At a minimum, a list of all business entities that file an annual disclosure report will be listed on ELEC's website at www.elec.state.nj.us.

(4) If you have any questions please contact ELEC at:
1-888-313-ELEC (3532) (toll free in NJ) or 609-292-8700

IV. TIME FOR AWARD OF CONTRACT

The TOWNSHIP shall award the contract or reject all submissions within such time as may be specified in the invitation for submission, but in no case more than 60 days, except that the submissions of any professional service providers who consent thereto may, at the request of the contracting unit, be held for consideration for such longer period as may be agreed.

In the event that a new contract has not been awarded prior to the contract expiration date, it shall be incumbent upon the professional service provider to continue the contract under the same terms and conditions until a new contract(s) can be completely operational. At no time shall this transition period extend more than ninety (90) days beyond the expiration date of the contract.

V. GENERAL INFORMATION

1. The TOWNSHIP reserves the right to cancel any contract entered into upon thirty (30) days written notice.
2. The TOWNSHIP may waive any minor informalities or reject any and/or all submissions, in accordance with the *Fair and Open Public Solicitation Process for Professional Service(s)* pursuant to **N.J.S.A. 19:44A-20.5 et. seq.**

* * * * *

SPECIFICATIONS

POSITION OF SPECIAL COUNSEL FOR THE TOWNSHIP OF LIVINGSTON

The Township of Livingston, Essex County, New Jersey, (the “Township”) is requesting proposals (the “Proposal”) for the position of Municipal Special Counsel for the Township (the “Position”). Applicants may be sole practitioners or firms (the “Applicant”.) The Township Council will appoint one or more Applicants to the Position based upon a fair and open process, pursuant to N.J.S.A. 19:44A-20.4, *et. seq.*, In order to have a Proposal considered, an Applicant must provide evidence that it satisfies the minimum requirements for the Position, as set forth in Section IV of this document.

SECTION I – PURPOSE: Appointment of Municipal Special Counsel

An Applicant(s) shall be appointed by the Township Council to serve as Special Counsel for a term not to exceed one year, to perform legal services for the Township, as more particularly described in the Scope of Services set forth in Section II of this document.

The Township Council may select and appoint one or more Applicants for the Position, based upon the needs of the Township and the experience and skills of the Applicant(s), so long as that Applicant meets or exceeds the minimum requirements set forth in Section IV of this document.

SECTION II – Scope of Services

The appointed Municipal Special Counsel shall:

A. Duties

1. Represent the Township in legal matters as directed and advise and assist the Township Council, the Township Manager and the Departments as required in the administration of Township Government.
2. Attend meetings of the Township Council or other Boards or Committees, when requested, meet and consult with the Township Manager and other Township officials, when requested, and give opinions and rulings on questions of law which may arise relating to the scope of the engagement.
3. Prepare or approve all legal instruments relating to the legal matters assigned to the Township Special Counsel when requested to do so.
4. Demonstrate experience and knowledge in legal subject areas which shall be identified in the proposal.

B. Additional Duties.

The Municipal Special Counsel shall also:

1. Maintain records of all action suits, proceedings and matters which relate to the Township’s interest, and report thereon as the Township may request.

2. Have the power to enter into any agreement, compromise or settlement of any litigation in which the Township is involved, subject to the prior approval or ratification of the Township Council.
3. Upon the termination of their service with the Township, forthwith surrender to their successor all Township property, papers and records, together with written consent to substitution of their successor in any pending actions or proceedings.

SECTION III – FEE PROPOSAL

The proposal shall set forth with particularity a complete schedule of fees, including fixed fees and percentage fees on sales as well as hourly rates for services to be provided, and any reimbursable costs or expenses.

SECTION IV – Qualifications and Response Information Requirements

An Applicant submitting a Proposal to this RFP must meet the following minimum qualifications:

A. Minimum Candidate Qualifications

1. The Applicant has sufficient resources (office support, staff, access to research materials and the like) to satisfy the scope of services described in Section II of this document;
2. The attorneys offered for service in the Proposal are licensed and in good standing as attorneys in the State of New Jersey;
3. The Applicant, or his or her firm, submitting a Proposal carries professional liability insurance in an amount of at least \$2,000,000.00;
4. The attorney(s) offered for appointment as Special Counsel shall have demonstrated knowledge and experience in the areas of practice for which they are offered. The lead attorney offered shall have practiced as a licensed attorney for at least ten years providing related legal services to New Jersey municipalities and public entities.
5. The applicant attorney(s) must demonstrate a high degree of knowledge, experience and ability in the areas for which they are offered. Applicants are not required to offer attorneys for all areas. The areas for which Special Counsel services are being proposed should be identified in the proposal and may include, but are not limited to:
 - a. Eminent domain condemnation and inverse condemnation claims and proceedings for the acquisition of properties for public purposes.
 - b. Property tax appeals, residential and commercial, before the Essex County Tax Board and the New Jersey State Tax Court.

- c. Redevelopment and development, including the Local Redevelopment and Housing law, Long term tax exemptions and short term tax abatements, and developer's agreements and redevelopment agreements.
- d. Environmental law, including N.J. Department of Environmental Protection and U.S. EPA applications, regulatory compliance, enforcement and litigation.

The foregoing is not intended to be all inclusive and Applicants are permitted to include additional practice areas for which they have the required experience and for which they believe there may be Township need.

B. Minimum Response Information Requirements

An Applicant wishing to provide a Proposal shall provide the following minimum information in its Proposal.

1. Full name and business address of the attorney and/or law firm submitting the Proposal, including the full name of the individual(s) to be appointed as Special Counsel, and any other attorneys who may provide services to the Township, and for each attorney a resume or curriculum vitae, which must include post-high school education degrees and professional licenses held.
2. Qualifications and Experience: include a separate section in your proposal for each separate practice area for which you are seeking special counsel designation pursuant to this RFP.
 - a) I
Indicate the practice area designation(s) in which you or your firm seeks special counsel designation. Identify and give the office location of each attorney who practices in that practice area.
 - b) I
Identify the Lead Attorney proposed for each practice area and list all attorneys in your firm that have at least five years of experience pertaining to the practice area in which you seek special counsel designation.
 - c) D
Describe your firm's experience in the practice area(s) in which you seek special counsel designation, including representative matters, clients, and court decisions.
3. A complete statement of all proposed fees, both fixed and percentages, and hourly rates for services rendered as well as any reimbursable costs or expenses.
4. Applicant must comply with N.J.S.A 10:5-1, et. seq., (Law Against Discrimination) and P.L. 2004, c.57 (Business Registration law), and P.L. 1975, c. 127 (Affirmative Action Law of the State of New Jersey);
5. A statement certifying that the Applicant never has been reprimanded, censured, or suspended for ethics violations.

6. A listing of municipal entities in the State of New Jersey for which the Applicant has provided legal services within the past three (3) years, the dates for which those services were provided, the type of legal services provided, and the name and telephone number of the municipal reference.
7. A list and description of all professional liability claims and resolutions, if any, brought against the Applicant during the past five (5) years;
8. A description and copy of the professional liability insurance policy maintained by the Applicant for the calendar year 2019;
9. All items listed on the accompanying Checklist.

C. Submission Deadline and Procedures:

Six Copies of the Complete Proposal shall be submitted on or before **11:00 a.m. on August 2, 2019** to the following address and marked as indicated

2019 SPECIAL COUNSEL RFP PROPOSAL

Karen Sullivan, QPA
Township of Livingston
357 S. Livingston Avenue
Livingston, NJ 07039

SECTION V – Basis of Selection and Appointment of Special Counsel

The Township shall make a selection and appointment of one or more Special Counsel based upon qualifications, experience, references and proposed fees and rates. Selection criteria will include:

- A. Documented evidence that the Applicant can fulfill the Minimum Qualifications as reflected in the Minimum Response Information Requirements set forth in Section IV.A. above.
- B. Qualifications of the Applicant:
 1. Does the Applicant possess the experience necessary to perform the required services?
 2. What are the Applicant's resources?
 3. Does the Applicant have the capacity to perform professional services in a timely fashion?

C. References

The Township reserves the right to conduct an interview or interviews with Applicants. All interviews will be conducted in Livingston, New Jersey, without reimbursement or compensation. The Township reserves the right to reject any and all proposals and waive any informality to the extent that it is lawful and in the best interest of the Township. All awards are and shall be subject to the availability of funds for the services in the 2019 Temporary and Final Budgets of the Township.

DOCUMENT CHECKLIST

Required By Township	Read, Signed & Submitted
☒ Proposal Submission as per Section IV B of Specifications	☐
☒ Statement of Corporate Ownership (Appendix A)	☐
☒ Non-Collusion Affidavit (Appendix B)	☐
☒ Affirmative Action Compliance Notice (Appendix C)	☐
☒ State of New Jersey Division of Purchase and Property- Disclosure of Investment Activities in Iran (Appendix F)	☐
☒ Business Registration Certificate (not required to be submitted with proposal, but will be required prior to contract award)	☐
Required By Township	Read Only
☒ Exhibit A Mandatory Affirmative Action Language (Appendix D)	☐
☒ Americans with Disabilities Act of 1990 (Appendix E)	☐

APPENDIX A

STATEMENT OF OWNERSHIP DISCLOSURE

N.J.S.A. 52:25-24.2 (P.L. 1977, c.33, as amended by P.L. 2016, c.43)

This statement shall be completed, certified to, and included with all bid and proposal submissions. Failure to submit the required information is cause for automatic rejection of the bid or proposal.

Name of Organization: _____

Organization Address: _____

Part I Check the box that represents the type of business organization:

- ☐ Sole Proprietorship (skip Parts II and III, execute certification in Part IV)
☐ Non-Profit Corporation (skip Parts II and III, execute certification in Part IV)
☐ For-Profit Corporation (any type) ☐ Limited Liability Company (LLC)
☐ Partnership ☐ Limited Partnership ☐ Limited Liability Partnership (LLP)
☐ Other (be specific): _____

Part II

- ☐ The list below contains the names and addresses of all stockholders in the corporation who own 10 percent or more of its stock, of any class, or of all individual partners in the partnership who own a 10 percent or greater interest therein, or of all members in the limited liability company who own a 10 percent or greater interest therein, as the case may be. **(COMPLETE THE LIST BELOW IN THIS SECTION)**

OR

- ☐ No one stockholder in the corporation owns 10 percent or more of its stock, of any class, or no individual partner in the partnership owns a 10 percent or greater interest therein, or no member in the limited liability company owns a 10 percent or greater interest therein, as the case may be. **(SKIP TO PART IV)**

(Please attach additional sheets if more space is needed):

Name of Individual or Business Entity	Home Address (for Individuals) or Business Address

Part III DISCLOSURE OF 10% OR GREATER OWNERSHIP IN THE STOCKHOLDERS, PARTNERS OR LLC MEMBERS LISTED IN PART II

If a bidder has a direct or indirect parent entity which is publicly traded, and any person holds a 10 percent or greater beneficial interest in the publicly traded parent entity as of the last annual federal Security and Exchange Commission (SEC) or foreign equivalent filing, ownership disclosure can be met by providing links to the website(s) containing the last annual filing(s) with the federal Securities and Exchange Commission (or foreign equivalent) that contain the name and address of each person holding a 10% or greater beneficial interest in the publicly traded parent entity, along with the relevant page numbers of the filing(s) that contain the information on each such person. **Attach additional sheets if more space is needed.**

Website (URL) containing the last annual SEC (or foreign equivalent) filing	Page #'s

Please list the names and addresses of each stockholder, partner or member owning a 10 percent or greater interest in any corresponding corporation, partnership and/or limited liability company (LLC) listed in Part II **other than for any publicly traded parent entities referenced above.** The disclosure shall be continued until names and addresses of every noncorporate stockholder, and individual partner, and member exceeding the 10 percent ownership criteria established pursuant to N.J.S.A. 52:25-24.2 has been listed. **Attach additional sheets if more space is needed.**

Stockholder/Partner/Member and Corresponding Entity Listed in Part II	Home Address (for Individuals) or Business Address

Part IV Certification

I, being duly sworn upon my oath, hereby represent that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I acknowledge: that I am authorized to execute this certification on behalf of the bidder/proposer; that the ***Township of Livingston*** is relying on the information contained herein and that I am under a continuing obligation from the date of this certification through the completion of any contracts with the ***Township of Livingston*** to notify the ***Township*** 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, and if I do so, I am subject to criminal prosecution under the law and that it will constitute a material breach of my agreement(s) with the ***Township of Livingston***, permitting the ***Township*** to declare any contract(s) resulting from this certification void and unenforceable.

Full Name (Print):		Title:	
Signature:		Date:	

APPENDIX B

NON-COLLUSION AFFIDAVIT

STATE OF NEW JERSEY }
COUNTY OF } S.S.

I, _____, of the City of _____ in the State
(Commonwealth) of _____, being of full age and duly sworn
according to law, on my oath depose and say that:

I am employed by the firm of _____, the bidder submitting the Bid
Proposal for the above named project, in the capacity of _____ [title], and I have
executed the Bid Proposal with full authority to do so. Further, the bidder has not, directly or indirectly,
entered into any agreement, participated in any collusion, or other wise take any action in restraint of free,
competitive bidding in connection with the above named project. All statements contained in said Bid
Proposal and in this affidavit are true and correct and made with full knowledge that the State of New Jersey
and the Township of Livingston rely upon the truth of the statements contained in this affidavit and in said
bid Proposal in awarding the contract for the said project.

I further warrant that no person or selling agency has been employed or retained to solicit or secure
such contract upon an agreement or understanding for a commission, percentage brokerage or contingent
fee, except bona fide employees or bona fide established commercial or selling agencies maintained by ____
_____ [name of bidder].

Name of Firm or Individual

Title

Signature

Date

APPENDIX C

**AFFIRMATIVE ACTION COMPLIANCE NOTICE
N.J.S.A. 10:5-31 and N.J.A.C. 17:27**

**GOODS AND SERVICES CONTRACTS
(INCLUDING PROFESSIONAL SERVICES)**

This form is a summary of the successful bidder's requirement to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.

The successful bidder shall submit to the public agency, after notification of award but prior to execution of this contract, one of the following three documents as forms of evidence:

- (a) A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter);
- OR**
- (b) A photocopy of a Certificate of Employee Information Report approval, issued in accordance with N.J.A.C. 17:27-4;
- OR**
- (c) A photocopy of an Employee Information Report (Form AA302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4.

The successful vendor may obtain the Affirmative Action Employee Information Report (AA302) from the contracting unit during normal business hours.

The successful vendor(s) must submit the copies of the AA302 Report to the Division of Contract Compliance and Equal Employment Opportunity in Public Contracts (Division). The Public Agency copy is submitted to the public agency, and the vendor copy is retained by the vendor.

The undersigned vendor certifies that he/she is aware of the commitment to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27 and agrees to furnish the required forms of evidence.

The undersigned vendor further understands that his/her bid shall be rejected as non-responsive if said contractor fails to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.

COMPANY: _____

SIGNATURE: _____

PRINT NAME: _____

TITLE: _____

DATE: _____

APPENDIX D (READ ONLY)
EXHIBIT A (REVISED 4/10)

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 ensure that equal employment opportunity is afforded to such applicants in recruitment and employment, 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 equal employment opportunity 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 will send to each labor union, with which it has a collective bargaining agreement, a notice, to be provided by the agency contracting officer, advising the labor union of the contractor's commitments under this chapter 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 meet targeted county employment goals established in accordance with 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, and labor unions, that it does not discriminate on the basis of age, race, 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 targeted 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, race, 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 (electronically provided by the Division and distributed to the public agency through the Division's website at www.state.nj.us/treasury/contract_compliance)

The contractor and its subcontractors shall furnish such reports or other documents to the Division of Public Contracts Equal Employment Opportunity Compliance 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 Division of Public Contracts Equal Employment Opportunity Compliance for conducting a compliance investigation pursuant to **Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.**

APPENDIX E (READ ONLY)

AMERICANS WITH DISABILITIES ACT OF 1990 Equal Opportunity for Individuals with Disability

The contractor and the Township of Livingston, (hereafter "Owner") do hereby agree that the provisions of Title 11 of the Americans With Disabilities Act of 1990 (the "Act") (42 U.S.C. S121 01 et seq.), which prohibits discrimination on the basis of disability by public entities in all services, programs, and activities provided or made available by public entities, and the rules and regulations promulgated pursuant there unto, are made a part of this contract. In providing any aid, benefit, or service on behalf of the Owner pursuant to this contract, the contractor agrees that the performance shall be in strict compliance with the Act. In the event that the contractor, its agents, servants, employees, or subcontractors violate or are alleged to have violated the Act during the performance of this contract, the contractor shall defend the Owner in any action or administrative proceeding commenced pursuant to this Act. The contractor shall indemnify, protect, and save harmless the Owner, its agents, servants, and employees from and against any and all suits, claims, losses, demands, or damages, of whatever kind or nature arising out of or claimed to arise out of the alleged violation. The contractor shall, at its own expense, appear, defend, and pay any and all charges for legal services and any and all costs and other expenses arising from such action or administrative proceeding or incurred in connection therewith. In any and all complaints brought pursuant to the Owner's grievance procedure, the contractor agrees to abide by any decision of the Owner which is rendered pursuant to said grievance procedure. If any action or administrative proceeding results in an award of damages against the Owner, or if the Owner incurs any expense to cure a violation of the ADA which has been brought pursuant to its grievance procedure, the contractor shall satisfy and discharge the same at its own expense.

The Owner shall, as soon as practicable after a claim has been made against it, give written notice thereof to the contractor along with full and complete particulars of the claim, If any action or administrative proceeding is brought against the Owner or any of its agents, servants, and employees, the *Owner shall* expeditiously forward or have forwarded to the contractor every demand, complaint, notice, summons, pleading, or other process received by the Owner or its representatives.

It is expressly agreed and understood that any approval by the Owner of the services provided by the contractor pursuant to this contract will not relieve the contractor of the obligation to comply with the Act and to defend, indemnify, protect, and save harmless the Owner pursuant to this paragraph.

It is further agreed and understood that the Owner assumes no obligation to indemnify or save harmless the contractor, its agents, servants, employees and subcontractors for any claim which may arise out of their performance of this Agreement. Furthermore, the contractor expressly understands and agrees that the provisions of this indemnification clause shall in no way limit the contractor's obligations assumed in this Agreement, nor shall they be construed to relieve the contractor from any liability, nor preclude the Owner from taking any other actions available to it under any other provisions of the Agreement or otherwise at law.

APPENDIX F
State of New Jersey Division of Purchase and Property
DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN

Solicitation Number _____: Bidder / Offeror: _____

Pursuant to Public Law 2012, c. 25, any person or entity that submits a bid or proposal or otherwise proposes to enter into or renew a contract must complete the certification below to attest, under penalty of perjury, that the person or entity, or one of the person or entity's parents, subsidiaries, or affiliates, is not identified on a list created and maintained by the Department of the Treasury as a person or entity engaging in investment activities in Iran. If the Director finds a person or entity to be in violation of the principles which are the subject of this 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 person or entity.

I certify, pursuant to Public Law 2012, c. 25, that the person or entity listed above for which I am authorized to bid/renew:

- ☐ is **not** providing goods or services of \$20,000,000 or more in the energy sector of Iran, including a person or entity that provides oil or liquefied natural gas tankers, or products used to construct or maintain pipelines used to transport oil or liquefied natural gas, for the energy sector of Iran, **AND**
- ☐ is **not** a financial institution that extends \$20,000,000 or more in credit to another person or entity, for 45 days or more, if that person or entity will use the credit to provide goods or services in the energy sector in Iran.

In the event that a person or entity is unable to make the above certification because it or one of its parents, subsidiaries, or affiliates has engaged in the above-referenced activities, a detailed, accurate and precise description of the activities must be provided in part 2 below under penalty of perjury. Failure to provide such will result in the proposal being rendered as non-responsive and appropriate penalties, fines and/or sanctions will be assessed as provided by law.

PART 2: PLEASE PROVIDE FURTHER INFORMATION RELATED TO INVESTMENT ACTIVITIES IN IRAN

You must provide a detailed, accurate and precise description of the activities of the bidding person/entity, or one of its parents, subsidiaries or affiliates, engaging in the investment activities in Iran outlined above by completing the boxes below.

PLEASE PROVIDE THOROUGH ANSWERS TO EACH QUESTION. IF YOU NEED ADDITIONAL SPACE, MAKE COPIES OF THIS FORM AND ATTACH HERETO

Name _____ Relationship to Bidder/Offeror _____

Description of Activities _____

Duration of Engagement _____ Anticipated Cessation Date _____

Bidder/Offeror Contact Name _____ Contact Phone Number _____

Certification: I, being duly sworn upon my oath, hereby represent and state that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I attest that I am authorized to execute this certification on behalf of the above-referenced person or entity. I acknowledge that the State of New Jersey is relying on the information contained herein and thereby acknowledge that I am under a continuing obligation from the date of this certification through the completion of any contracts with the State to notify the State in writing of any changes to the answers of information contained herein. I acknowledge that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I recognize that I am subject to criminal prosecution under the law and that it will also constitute a material breach of my agreement(s) with the State of New Jersey and that the State at its option may declare any contract(s) resulting from this certification void and unenforceable.

Signature _____



State of New Jersey

DEPARTMENT OF THE TREASURY
DIVISION OF PURCHASE AND PROPERTY
OFFICE OF THE DIRECTOR
33 WEST STATE STREET
P. O. BOX 019

TRENTON, NEW JERSEY 08625-0039

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PHILIP D. MURPHY
Governor

SHEILA Y. OLIVER
Lt. Governor

ELIZABETH MAIER MUTOLO
State Treasurer

MALRICE A. GRIFFIN
Acting Director

The following list represents entities determined, based on credible information available to the public, to be engaged in prohibited activities in Iran pursuant to P.L. 2012, c. 25 ("Chapter 26"):

1. Amara	17. Indian Oil Corporation
2. Bank Markazi Iran (Central Bank of Iran)	18. Kingseam P.L.C.
3. Bank Mellat	19. Naftiran Intertrade Company (NICO)
4. Bank Melli Iran	20. National Iranian Tanker Company (NITC)
5. Bank Saderat PLC	21. Oil and Natural Gas Corporation (ONGC)
6. Bank Sepah	22. OI India Limited
7. Bank Tejarat	23. Persia International Bank
8. Belaz	24. Petrolcos de Venezuela (PDVSA Petrolao, SA)
9. Belneftekhim (Belarusneft)	25. PetroChina Company, Ltd.
10. China International United Petroleum & Chemicals Co., Ltd. (Cuipec)	26. Sameh Afzar Tajak Co. (SATCO)
11. China National Offshore Oil Corporation (CNOOC)	27. Shandong F n Cnc Machine Company, Ltd.
12. China National Petroleum Corporation (CNPC)	28. Sinohydro Co., Ltd.
13. China National United Oil Corporation (ChinaOil)	29. SKS Ventures
14. China Petroleum & Chemical Corporation (Sinopec)	30. Som Petrol AS
15. China Precision Machinery Import-Export Corp. (CPMIEC)	31. Zhong Zhenrong Company
16. Glincoy Smith Associates	

List Date: January 31, 2019