

**RESOLUTION
BOROUGH OF CLAYTON
APPOINTING MALEY & ASSOCIATES
AS REDEVELOPMENT ATTORNEY FOR THE BOROUGH OF CLAYTON
FOR THE YEAR 2017, PURSUANT TO THE LOCAL PUBLIC
CONTRACTS LAW
(N.J.S.A. 40A:11-1, ET SEQ.)**

R-27-17

WHEREAS, there exists a need for a Redevelopment Attorney in the Borough of Clayton for the purpose of providing the Borough with legal services and advice; and

WHEREAS, funds are or will be available for this purpose; and

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires the governing body of a contracting unit to public a notice in a newspaper authorized by law to publish its legal advertisements, setting forth the nature, duration, service and amount of the contract where such contract is awarded for "professional services" without competitive bidding;

NOW, THEREFORE, BE IT RESOLVED, by the Mayor and Council of the Borough of Clayton as follows:

1. That Maley & Associates, be hereby appointed as Redevelopment Attorney for the Borough of Clayton, to provide legal services and advice to the officials of said Borough for the year 2017.
2. That the appropriate officers of the Borough of Clayton are hereby authorized to enter into the contract with the firm of Maley & Associates, for redevelopment services above specified, for a term of one (1) year, commencing January 7, 2017, and to be paid in accordance with the 2017 budget.
3. This contract is awarded without competitive bidding as a "professional service" under the provision of the Local Public Contracts Law because the specialized training, education, experience and specialized knowledge needed for this position cannot be properly described in specifications which would have to be prepared for competitive bidding, and because

the law permits agreements for professional services without public advertising and bidding therefore.

4. A notice of the award of this contract shall forthwith be printed once in The Sentinel or South Jersey Times, the official newspaper of the Borough of Clayton, authorized by law to publish the legal advertisements of the Borough of Clayton, setting forth the nature, duration, service and amount of the contract, and further stating that this resolution and the annexed contract are on file and available for public inspection in the Office of the Clerk of the Borough of Clayton.

ADOPTED, at the reorganization meeting of the Mayor and Council of the Borough of Clayton on January 7, 2017.

BOROUGH OF CLAYTON



Thomas Bianco, Mayor

ATTEST:



Christine Newcomb
Municipal Clerk

CERTIFICATION

I, Christine Newcomb, Municipal Clerk of the Borough of Clayton, do hereby certify that the foregoing Resolution was presented and duly adopted by the Borough Council at the reorganization meeting of the Borough of Clayton, held on January 7, 2017.



Christine Newcomb
Municipal Clerk

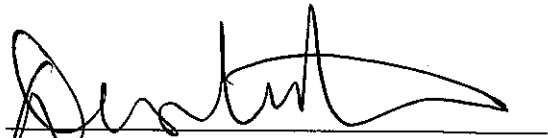
CERTIFICATE OF AVAILABILITY OF FUNDS

From: Donna Nestore, Chief Financial Officer, Borough of Clayton

To: Mayor and Council, Borough of Clayton

Re: Maley & Associates -2017 – Redevelopment Counsel/COAH

I hereby certify that, as of this date, adequate funds have been appropriated in the 2017 Temporary Budget (and then subsequently in the 2017 Adopted Budget) and are available to satisfy the expenditure required for the above referenced contract.

A handwritten signature in black ink, appearing to read 'Donna Nestore', is written over a horizontal line.

DONNA NESTORE
Chief Financial Officer
Borough of Clayton

Dated: January 7, 2017

CONTRACT FOR PROFESSIONAL SERVICES

This Agreement, made this 7th day of January, 2017, by and between:

Borough of Clayton, a municipal corporation of the State of New Jersey, with an address at 125 North Delsea Drive, Clayton, New Jersey 08312 (hereinafter referred to as "Borough" and Maley & Associates, with an address at 931 Haddon Avenue, Collingswood, New Jersey 08108 (hereinafter referred to as "Redevelopment Consultant," "Contractor" or "Firm").

WITNESSETH:

That in consideration of the mutual covenants hereinafter set forth, the parties hereto do hereby agree as follows:

1. The Borough hereby appoints the Redevelopment Consultant to represent the Borough for a term of one (1) year, commencing on January 7, 2017, and he shall perform all duties required of a local representative of the Borough.
2. During the term of this Agreement, the Redevelopment Consultant shall devote his best efforts to advance the interest of the borough; he shall perform his duties to the best of his ability and in accordance with the Code of Professional Ethics by the New Jersey Supreme Court.
3. Redevelopment Consultant shall bill Borough at the following hourly rates:
 - a. \$190.00 per hour for all time spent by Redevelopment Consultant or any attorney employed by the Firm or any per diem attorney utilized by the Firm; and
 - b. \$95.00 per hour for all time spent by any paralegal employed by the Firm or any per diem paralegal utilized by the Firm.
4. Borough shall pay all disbursements incurred by the Firm at the Firm's normal rate, such as, but not limited to, photocopying (at \$0.20 per page), printing expenses, travel expenses, messenger fees, filing fees, recording fees, postage, etc.
5. As a prerequisite to payment, Redevelopment Consultant shall complete and execute vouchers provided by the Borough in blank, which Firm shall be free to submit with each bill so that the bill may be paid upon approval.
6. Statutorily Required Affirmative Actions Clause:

Attached hereto and incorporated herein are:

Exhibit A: Mandatory Affirmative Action language Goods, Professional Services and General Service Contracts;

Exhibit B: State of New Jersey Business Registration together with Certificate of Employee Information Report and Insurance Binder; and

Exhibit C: M. James Maley's Certificate of Good Standing.

7. This Agreement shall remain in effect until December 31, 2017.

ATTEST:

Christine Newcomb
CHRISTINE NEWCOMB, Clerk

BOROUGH OF CLAYTON

[Signature]
THOMAS BIANCO, Mayor

ATTEST:

Margaret E. Watson

MALEY & ASSOCIATES

[Signature]
M. JAMES MALEY, JR.

COST PROPOSAL

The undersigned individual, firm, or corporation, hereby proposes to serve as Redevelopment Counsel based upon the following compensation:

On a reduced "government rate" hourly basis as follows:

M. James Maley, Jr.	\$190.00
Emily K. Givens	\$190.00
Erin Simone	\$190.00
John Terruso	\$190.00
Michael Maley	\$180.00
Paralegal/Law Clerk	\$ 95.00

In addition to the hourly rate for services, reasonable expenses will be billed for photocopies, long distance telephone charges, automated legal research, experts, court costs and other expenses reasonably incurred in representing the Borough's interests.

In the event funds for services are paid through an escrow from a private party or redevelopment project, then, with the Borough's approval, the firm will charge its usual billing rates.

STATE OF NEW JERSEY
BUSINESS REGISTRATION CERTIFICATE

DEPARTMENT OF TREASURY
DIVISION OF REVENUE
PO BOX 252
TRENTON, N.J. 08646-0252

TAXPAYER NAME:

MALEY & ASSOCIATES, A PROFESSIONAL CORPO

TRADE NAME:

ADDRESS:

1150 HADDON AVENUE STE 210
COLLINGSWOOD NJ 08108-2003

SEQUENCE NUMBER:

1205681

EFFECTIVE DATE:

ISSUANCE DATE:

01/18/06

07/07/16

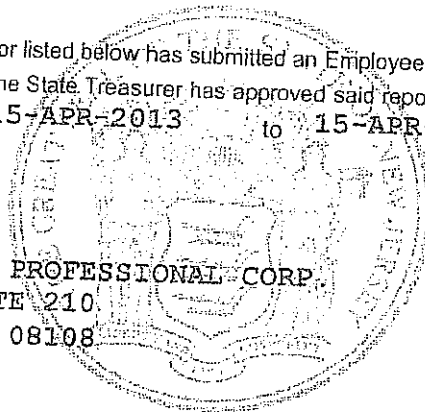
James J. Gervino
Director
New Jersey Division of Revenue

Certification 36560

CERTIFICATE OF EMPLOYEE INFORMATION REPORT
RENEWAL

This is to certify that the contractor listed below has submitted an Employee Information Report pursuant to N.J.A.C. 17:27-1.1 et. seq. and the State Treasurer has approved said report. This approval will remain in effect for the period of **15-APR-2013** to **15-APR-2020**

MALEY & ASSOCIATES, A PROFESSIONAL CORP.
1150 HADDON AVE., SUITE 210
COLLINGSWOOD NJ 08108



Ford M. Scudder
FORD M. SCUDDER
Acting State Treasurer

**CERTIFICATION REGARDING THE DEBARMENT, SUSPENSION,
INELIGIBILITY AND VOLUNTARY EXCLUSION -
LOWER TIER COVERED TRANSACTIONS
EXHIBIT A**

I am Principal of the firm of Maley & Associates, 1150 Haddon Avenue, Suite 210, Collingswood,
New Jersey 08108.

CHOOSE ONE OF THE FOLLOWING

- (X) A. I hereby certify, on behalf of Maley & Associates that neither it nor its principals are debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any federal, state or local department of agency.
- () B. I am unable to certify to any of the statements set forth in this certification. I have attached an explanation to this form.


(signature)

M. James Maley, Jr., Principal
(print/type name & title)

11-15-2016
(date)

REQUIRED EVIDENCE
AFFIRMATIVE ACTION REGULATIONS
EXHIBIT B
P.L. 1975, C.127 (N.J.A.C. 17:27)

If awarded a contract, all procurement and service contractors will be required to comply with the requirements of P.L. 1975, C.127, (N.J.A.C. 17:27). Within seven (7) days after receipt of the notification of intent to award the contract or receipt of the contract, whichever is sooner, the contractor should present one of the following to the Purchasing Agent:

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 a Certificate of Employee Information Report approval, 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.

OR

4. All successful construction contractors must submit within three days of the signing of the contract an Initial Project Manning Report (AA201) for any contract award that meets or exceeds the Public Agency bidding threshold (available upon request).

**NO FIRM MAY BE ISSUED A CONTRACT UNLESS IT COMPLIES WITH
THE AFFIRMATIVE ACTION REGULATIONS OF P.L.1975,C.127**

The following questions must be answered by all bidders:

1. Do you have a federally-approved or sanctioned Affirmative Action Program?

YES _____ NO X

If yes, please submit a copy of such approval.

2. Do you have a Certificate of Employee Information Report Approval?

YES X NO _____

If yes, please submit a copy of such certificate.

The undersigned vendor certifies that he/she is aware of the commitment to comply with the requirements of P.L.1975, c.127 and agrees to furnish the required documentation pursuant to the law.

COMPANY: MALEY & ASSOCIATES

SIGNATURE: 

TITLE: PRINCIPAL

Note: A contractor's bid must be rejected as non-responsive if a contractor fails to comply with requirements of P.L.1975, c.127, within the time frame.

AFFIRMATIVE ACTION COMPLIANCE NOTICE
N.J.S.A. 10:5-31 AND N.J.A.C. 17:27
EXHIBIT C
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: Maley & Associates

SIGNATURE: 

PRINT NAME: M. James Maley, Jr.

TITLE: Principal

DATE: 11-15-2016

**MANDATORY EQUAL EMPLOYMENT OPPORTUNITY
AND AFFIRMATIVE ACTION AFFIDAVIT
EXHIBIT D**

(N.J.S.A. 10:5-31, et seq.)

(N.J.A.C. 17:27-1, et seq.)

STATE OF NEW JERSEY)
) SS:
COUNTY OF CAMDEN)

I, M. James Maley, Jr. of Maley & Associates , with an office in Collingswood, New Jersey in the County of Camden and State of New Jersey, of full age, being duly sworn according to law, on my oath, depose and say that:

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, sex, affectional or sexual orientation. Except with respect to affectual or sexual orientation. 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, sex, affectional or sexual orientation. 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 payor 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, sex, affectional or sexual orientation.

The contractor or subcontractor, where applicable, will send to each labor union or representative of 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 commitment 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 the 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 prescribed by 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, race, creed, color, national origin, ancestry, marital status, sex, affectional or sexual orientation, 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 personal 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.

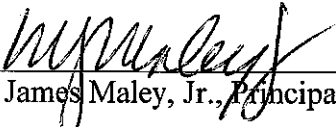
In conforming with the applicable employment goals, the contractor or subcontractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, race, creed, color, national origin, ancestry, marital status, sex, affectional or sexual orientation, and 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 Division of Contract Compliance & EEO as may be requested by the Division 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 Contract Compliance & EEO for conducting a compliance investigation pursuant to Subchapter 10 of the Administrative Code at N.J.A.C. 17:27-1.

MALEY & ASSOCIATES

BY: 
M. James Maley, Jr., Principal

Sworn to and subscribed before me
this 15th day of November, 2016.

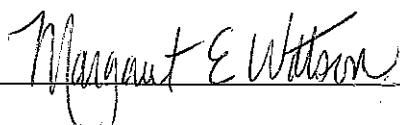

MARGARET E. WATSON
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 9/28/2017

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

The contractor and the Borough of Clayton (hereinafter "owner") do hereby agree that the provisions of Title 11 of the Americans With Disabilities Act of 1990 (the "Act") (42 U.S.C. §121 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.

COMPANY: Maley & Associates

SIGNATURE: 

PRINT NAME: M. James Maley, Jr.

TITLE: Principal

DATE: 11-15-2016

**BOROUGH OF CLAYTON
GLOUCESTER COUNTY, NEW JERSEY
NON-COLLUSION AFFIDAVIT
EXHIBIT F**

State of New Jersey

SS:

County of Camden

I, M. James Maley, Jr., residing in Collingswood in the County of Camden and the State of New Jersey of full age, being duly sworn according to law on my oath depose and say that:

I am Principal of the firm of Maley & Associates, the bidder making this Proposal for the bid proposal entitled Redevelopment Consultant, and that I executed the said proposal with full authority to do so that said bidder has not, directly or indirectly, entered into any agreement, participated in any collusion, or otherwise taken any action in restraint of free, competitive bidding in connection with the above named project; and that all statements contained in said proposal and in this affidavit are true and correct, and made with full knowledge that the Borough of Clayton relies upon the truth of the statements contained in 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 Maley & Associates.


(Affiant)

M. James Maley, Jr., Principal
(Print or type name and title)

Subscribed and sworn before me this 15th day of November, 2016.


(Notary Public)

My Commission expires:

MARGARET E. WATSON
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 9/28/2017

STOCKHOLDER DISCLOSURE CERTIFICATION
EXHIBIT G

Name of Business: MALEY & ASSOCIATES, P.C.

☒ I certify that the list below contains the names and home addresses of all stockholders holding 10% or more of the issued and outstanding stock of the undersigned.

OR

☐ I certify that no one stockholder owns 10% or more of the issued and outstanding stock of the undersigned.

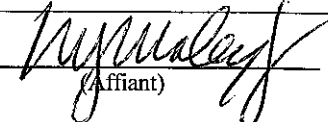
Check the box that represents the type of business organization:

☐ Partnership ☐ Corporation ☐ Sole Proprietorship
☐ Limited Partnership ☐ Limited Liability Corporation ☐ Limited Liability Partnership
☒ Subchapter S Corporation

Sign and notarize the form below, and, if necessary, complete the stockholder list below.

Stockholders:

Name: M. JAMES MALEY, JR. Home Address: 400 VIRGINIA AVENUE COLLINGSWOOD, NJ 08107	Name: Home Address:
Name: Home Address:	Name: Home Address:

Subscribed and sworn before me this <u>15th</u> day of <u>November</u> , 2016. (Notary Public) <u>Margaret E. Watson</u> My Commission expires:	 (Affiant) <u>M. JAMES MALEY, JR., PRINCIPAL</u> (Print name & title of affiant) (Corporate Seal)
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MARGARET E. WATSON
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 9/28/2017

DISCLOSURE OF CONTRIBUTIONS TO NEW JERSEY ELECTION LAW
ENFORCEMENT COMMISSION IN ACCORDANCE WITH N.J.S.A. 19:44A-20.27
EXHIBIT H

State of New Jersey

SS:

County of Camden

I, M. James Maley, Jr., of the Borough of Collingswood in the County of Camden and the State of New Jersey of full age, being duly sworn according to law on my oath depose and say that:

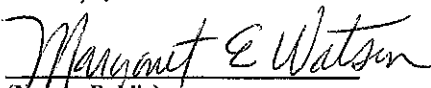
I am M. James Maley, Jr., a Principal in the firm of Maley & Associates, the bidder making the proposal to the Borough of Clayton for work under Redevelopment Consultant, and that I executed the said proposal with full authority to do so; that said Bidder acknowledges our responsibility to file an annual disclosure statement of political contributions with the New Jersey Election Law Enforcement Commission (ELEC) pursuant to N.J.S.A. 19:44A-20.27 if in receipt of contracts in excess of \$50,000.00 from public entities in a calendar year. I further acknowledge that business entities are solely responsible for determining if filing is necessary and that all statements contained in said Proposal and in this Affidavit are true and correct, and made with full knowledge that the Borough of Clayton relies upon the truth of the statements contained in said Proposal and in the statements contained in this Affidavit 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 of the Contractor, and as may be permitted by law.


(Affiant)

M. James Maley, Jr., Principal
(Print or type name and title)

Subscribed and sworn before me this 15th day of
November, 2016.


(Notary Public)

My Commission expires:

MARGARET E. WATSON
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 9/28/2017