

**A RESOLUTION OF THE TOWNSHIP COUNCIL OF NORTH BRUNSWICK
AMENDING AN AGREEMENT WITH TRILLIUM, INC. TO PROVIDE
ENVIRONMENTAL CONSULTING SERVICES IN THE
SOIL REMEDIATION LITIGATION AS AN
EXTRAORDINARY UNSPECIFIABLE SERVICE**

WHEREAS, North Brunswick Township has been participating with the North Brunswick Board of Education as co-plaintiffs in litigation against defendants who are believed to be responsible for the contamination of soil and groundwater at the North Brunswick Township High School, Veteran's Park, and adjoining properties; and

WHEREAS, in 2013, members from the Board of Education recommended hiring Trillium, Inc. to provide environmental consulting services, including expert analysis of soil, historical groundwater and industrial production data, and preparation of reports to be used as evidence in the litigation, and to serve as an expert witness if needed; and

WHEREAS, it was determined at the time in 2013, that since the Board of Education had already engaged Trillium, Inc. to serve as an environmental expert, that the potential selection of a different expert witness would not be advantageous for the combined interests of both the Board of Education and the Township during the litigation process; and

WHEREAS, Special Legal Counsel for the Township, Jacob Grouser, Esq., had reviewed the professional credentials, education, and experience of the professionals at Trillium, Inc. and believed the firm possessed the expertise, extensive training, and proven reputation to provide the analysis, reports and serve as an expert witness in the litigation process; and

WHEREAS, in 2015, due to ongoing litigation, along with additional documents being submitted Bristol-Myers Squibb, it was determined necessary to continue the engagement with Trillium, Inc.; and

WHEREAS, in 2019, the Township engaged Trillium, Inc. to provide additional services for review of additional documents previously held by Kleinfelder; and

WHEREAS, since the 2019 engagement with Trillium, Inc., special counsel for the Township has a continued need for their services; and

WHEREAS, pursuant to the Local Public Contracts Law, N.J.S.A. 40A:11-5 et seq., services which are specialized and qualitative in nature, requiring expertise, extensive training and proven reputation in the field of endeavor, the amount of which exceeds the bid threshold, may be negotiated and awarded by the governing body by resolution without public advertising as an extraordinarily unspecifiable service contract; and

WHEREAS, under an alternative process to the Fair and Open process pursuant to Pay-to-Play Law N.J.S.A. 19:44A-20.4 et seq., the Township, as a local contracting unit, may award contracts for services that are specialized and extraordinarily unspecifiable in nature; and

WHEREAS, the Board of Education and the Township have agreed to equally share in the expense of the services to be provided by Trillium, Inc. which shall be billed to each entity for their share; and

WHEREAS, in March of 2021, pursuant to Resolution 88-3.21, Trillium, Inc. was engaged to provide services not limited to the following: reviewing documents, crafting expert and rebuttal reports, and review of expert testimony in the court proceedings; based on their hourly rate schedule, for an amount not-to-exceed \$90,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, in June of 2021, pursuant to Resolution 198-6.21, due to continued litigation the contract with Trillium, Inc. was amended, increasing the authorization from an amount not-to-exceed \$90,000.00 to \$120,000.00, an increase by \$30,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, in November of 2021, pursuant to Resolution 321-11.21, due to continued litigation the contract with Trillium, Inc. was amended, increasing the authorization from an amount not-to-exceed \$120,000.00 to \$150,000.00, an increase by \$30,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, in April of 2022, pursuant to Resolution 123-4.22, due to continued litigation the contract with Trillium, Inc. was amended, increasing the authorization from an amount not-to-exceed \$150,000.00 to \$190,000.00, an increase by \$40,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, in June of 2022, pursuant to Resolution 213-6.22, due to continued litigation the contract with Trillium, Inc. was amended, increasing the authorization from an amount not-to-exceed \$190,000.00 to \$220,000.00, an increase by \$30,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, in December of 2022, pursuant to Resolution 343-12.22, due to continued litigation the contract with Trillium, Inc. was amended, increasing the authorization from an amount not-to-exceed \$220,000.00 to \$250,000.00, an increase by \$30,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, in January of 2023, Special Legal Counsel for the Township, Jacob Grouser, Esq., notified the Township that due to continued litigation, the contract with Trillium, Inc. would need to be amended, increasing the authorization from an amount not-to-exceed \$250,000.00 to \$280,000.00, an increase by \$30,000.00, representing 50% of the engagement with Trillium, Inc.; and

WHEREAS, Trillium, Inc. has completed and submitted a Business Entity Disclosure Certification which certifies that Trillium, Inc. has not made any reportable contributions to a political or candidate committee in the Township of North Brunswick in the previous one year, and that the contract will prohibit Trillium, Inc. from making any reportable contributions through the term of the contract, and

WHEREAS, in addition, Trillium, Inc. has completed and submitted a C.271 Political Contribution Disclosure Form pursuant to N.J.S.A. 19:44A-20.26 et seq.

NOW THEREFORE BE IT RESOLVED, on this 12th day of December 2022, that the Township Council of the Township of North Brunswick does hereby authorize and confirm the agreement with Trillium, Inc. as an extraordinarily unspecifiable service contract, with an amended amount not-to-exceed \$280,000.00, under the two-year contract term, in accordance with an agreed fee schedule; and

BE IT FURTHER RESOLVED that the Business Disclosure Entity Certification and the Determination of Value be placed on file with this resolution; and

BE IT FURTHER RESOLVED notice of this action shall be published in the Home News & Tribune as required by law within 10 (ten) days after its passage.

CERTIFICATION

I, Cavel Gallimore, Chief Financial Officer, hereby certify that \$30,000.00 is available for this purpose in FY2023 Responsible Party Trust Account 3-04-65-400-000-002. Contract PRO21037

RECORDED VOTE:

COUNCIL MEMBER	YES	NO	ABSTAIN	NOTES
HUTCHINSON				
GUADAGNINO				
ANDREWS				
DAVIS				
SOCIO				
MEHTA				
MAYOR WOMACK				

I hereby certify that the above Resolution was duly adopted by the Township Council of the Township of North Brunswick, County of Middlesex, at its meeting held on February 21, 2023.

 Lisa Russo
 Township Clerk