

**TOWNSHIP OF NORTH BRUNSWICK
RESOLUTION**

**RESOLUTION OF THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF NORTH BRUNSWICK
AUTHORIZING THE EXECUTION OF A SETTLEMENT AGREEMENT WITH VEOLIA WATER NORTH
AMERICA OPERATING SERVICES, LLC REGARDING OUTSTANDING PAYMENTS UNDER THE
PUBLIC-PRIVATE PARTNERSHIP AGREEMENT**

WHEREAS, the Township of North Brunswick (“Township”) and Veolia Water North America Operating Services, LLC (“VWNA”) are parties to a Public-Private Partnership Agreement for the operation, maintenance, management, and repair of the Township’s municipal water system dated October 1, 2022 (the “Agreement”); and

WHEREAS, certain invoices submitted by VWNA were not provided to the Township in a timely manner and, in some instances, were submitted after the close of the applicable fiscal year in which the services were performed; and

WHEREAS, as a result of the timing of such invoice submissions, certain payments were not approved or processed within the applicable fiscal year and therefore were not paid when otherwise due under the Agreement; and

WHEREAS, the Township acknowledges that a billing dispute arose regarding such overdue amounts and the availability of appropriated funds, which dispute the parties now seek to resolve through a negotiated settlement;

WHEREAS, the Township and VWNA have engaged in discussions to resolve the outstanding billing dispute; and

WHEREAS, VWNA has agreed to waive accrued interest and accept a reduced payment amount, subject to the Township’s compliance with the terms and conditions set forth in a Settlement Agreement between the parties; and

WHEREAS, the Township Council has reviewed the proposed Settlement Agreement, which establishes the amount of overdue funds, provides for a reduced payment amount, sets a payment deadline of August 31, 2026, and preserves the parties’ respective rights under the Agreement; and

WHEREAS, the Township Council finds that entering into the Settlement Agreement is in the best interest of the Township.

NOW, THEREFORE, BE IT RESOLVED by the Township Council of the Township of North Brunswick, County of Middlesex, State of New Jersey, that:

1. The Township Council hereby authorizes the execution of a Settlement Agreement between the Township of North Brunswick and Veolia Water North America Operating

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Services, LLC, substantially in the form presented to the Council, resolving disputed overdue payments owed under the Public-Private Partnership Agreement dated October 1, 2022.

2. The Settlement Agreement shall acknowledge total overdue funds in the amount of **\$719,244.16**, and provide for payment of a reduced amount of **\$629,338.64**, reflecting a waiver of accrued interest by VWNA, subject to the terms and conditions set forth therein.
3. The Mayor, Business Administrator, Chief Financial Officer, Township Clerk, and Township Attorney are hereby authorized to execute the Settlement Agreement and to take all necessary actions to effectuate its terms, including arranging payment by ACH wire transfer and coordinating implementation.
4. The Settlement Agreement shall apply solely to the overdue amounts addressed therein and shall not modify or amend the underlying Public-Private Partnership Agreement except as expressly provided with respect to payment of the overdue funds.
5. This Resolution shall take effect immediately upon adoption.