

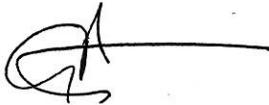
MASON, GRIFFIN & PIERSON

A PROFESSIONAL CORPORATION
COUNSELLORS AT LAW

MEMORANDUM

To: Mayor & Council of Princeton

From: Edwin W. Schmierer, Esq.



Date: February 14, 2014

Re: Coded Systems, LLC: Codification Services for 2014

The former Borough and former Township of Princeton have utilized Coded Systems, LLC for the purpose of updating and maintaining their respective municipal codes. It is recommended that Coded Systems, LLC continue maintaining the two separate codes until they are merged. It is further recommended that they be utilized once the committee working on creating a new code for Princeton requires codification services for the new code.

To this end, I have prepared and attach hereto a proposed resolution which would authorize continued work with Coded Systems, LLC. To continue preparing the code supplements for the former Borough and Township codes, the sum will not exceed \$7,500.00. To work with the committee which is creating the new code and to assist with the codification of the new code, the sum will not exceed \$14,000.00. The proposed professional services agreement is also attached.

We would appreciate your considering this matter as a part of your agenda on February 24, 2014.

EWS:kaj

cc: Robert W. Bruschi, Administrator
Kathryn Monzo, Assistant Administrator
Linda S. McDermott, Clerk
Robert V. Kiser, Municipal Engineer

COUNTY OF MERCER

PRINCETON

STATE OF NEW JERSEY

RESOLUTION NO. 2014-

WHEREAS, Princeton requires professional codification services for the codes of the former Borough of Princeton and Township of Princeton as well as assistance with the creation and codification of the new Princeton Code; and

WHEREAS, pursuant to P.L. 2009, Chapter 166 of the Laws of the State of New Jersey, Princeton as a Qualified Purchasing Agent; and

WHEREAS, the total sum for the contract with Coded Systems, LLC (\$21,500.00) to provide said services during the calendar year 2014 does not exceed the bidding threshold set forth in the New Jersey Local Public Contracts Law *N.J.S.A. 40A:11-1 et seq.*

NOW THEREFORE, be it resolved by the Mayor and Council of Princeton as follows:

1. The Mayor and Clerk of Princeton are hereby authorized and directed to enter into an agreement for the calendar year 2014 with Coded Systems, LLC, 608 Highway 71, Spring Lake Heights, New Jersey, 07762 for a sum not to exceed \$21,500.00 to provide codification services to Princeton. The agreement authorized by this resolution is on file with the Municipal Clerk and can be inspected during regular office hours.

2. This contract is being awarded without competitive bidding since it does not exceed the above-referenced threshold.

3. Notice of this action shall be published in the Princeton Packet as required by law within ten days of its passage.

CERTIFICATION

I, Linda S. McDermott, Clerk of Princeton, do hereby certify that the foregoing Resolution was considered and adopted by the Princeton Council at its regular meeting held on the 24th day of February, 2014.

Linda S. McDermott, Clerk
Princeton

2014

AGREEMENT FOR PROFESSIONAL SERVICES

THIS AGREEMENT, made on the day of , 2014, by and between PRINCETON, a municipal corporation of the State of New Jersey, 400 Witherspoon Street, Princeton, New Jersey, 08540 (hereinafter referred to as "MUNICIPALITY") and CODED SYSTEMS LLC, a business entity of the State of New Jersey, having offices located in the Borough of Spring Lake Heights at 608 Highway 71, County of Monmouth, State of New Jersey 07762 (hereinafter referred to as the "COMPANY") (Federal Identification No. 27-0003856).

WITNESSETH:

WHEREAS, the MUNICIPALITY has adopted a codification of ordinances and it desires to keep such codifications current through the preparation of supplements during 2014; and

WHEREAS, the MUNICIPALITY has adopted ordinances for Princeton and desires to establish a codification of the ordinances to be published in print and electronic formats; and

WHEREAS, the MUNICIPALITY desires that a codification to contain the general and permanent ordinances as adopted by the MUNICIPALITY be initiated and maintained.

NOW, THEREFORE, IT IS AGREED, as follows:

1. The MUNICIPALITY shall furnish the COMPANY with all ordinances adopted by the MUNICIPALITY from the date of the last ordinance included in the prior Code.
2. The MUNICIPALITY shall furnish the COMPANY with all subsequent ordinances upon their adoption to be sent to Coded Systems LLC.

3. The COMPANY shall prepare supplements to the codification from the material as forwarded by the MUNICIPALITY. The COMPANY shall:

- a. Perform all editorial work.
- b. Prepare all appending headnotes.
- c. Prepare all catchlines.
- d. Prepare all appropriate cross references.
- e. Prepare all appropriate explanatory notes.
- f. Remove all provisions superseded by or repealed by ordinance amendment or statute.
- g. Prepare an instruction sheet with instructions for insertion and removal of all supplemental and revised material.
- h. Prepare an index.
- i. Prepare an Ordinance Disposition list which shall indicate the ordinance number, adoption date, short title and location in the codification.
- j. Review the codification for ambiguities and redundancies.
- k. Publish the codification in print and on the internet and provide the link for unlimited public access.

4. The COMPANY shall prepare the codification and provide printed supplementations at least twice annually to the MUNICIPALITY's Clerk for the Princeton Township Code and the Princeton Borough Code.

5. The COMPANY shall review and make periodic recommendations to the MUNICIPALITY.

6. The COMPANY shall offer the printing and reprinting of the complete code and specific chapters.

7. The COMPANY shall prepare the codification and complete the supplementation services under the direction of the Municipal Attorney.

8. The MUNICIPALITY shall be billed for any State, local or other applicable tax, plus shipping and handling.

9. The COMPANY shall undertake activities requested by the MUNICIPALITY to facilitate the proper publishing and printing of the MUNICIPALITY's Code and shall not undertake any activity which may be construed as engaging in the practice of law.

10. Funds expended by the MUNICIPALITY during the calendar year 2014 for the services rendered shall not exceed the amounts indicated below:

a. Supplementation services rendered as outlined hereinabove for the Princeton Township Code and the Princeton Borough Code shall not exceed \$7,500.00.

b. Codification services and the review of ordinances under the direction of the Municipal Attorney shall not exceed \$14,000.00.

11. The MUNICIPALITY and COMPANY incorporate by reference the affirmative action addendum attached hereto and made a part hereof.

ATTESTED:

PRINCETON

By: _____

Linda S. McDermott, Municipal Clerk

Liz Lempert , Mayor

ATTESTED:

CODED SYSTEMS LLC

Nancy M. Haydel

By: Michelle A. Wood

Michelle A. Wood, Managing Member

ADDENDUM TO AGREEMENT FOR PROFESSIONAL SERVICES

The following is an addendum to the attached Agreement for Professional Services between Princeton (hereinafter referred to as "Municipality") and Coded Systems, LLC (hereinafter referred to as the "Company").

The following terms and conditions are hereby made a part of the attached contract:

- A. Affirmative Action: During the term of this Agreement, the Company agrees to comply with the Affirmative Action/Equal Employment Goal Compliance Requirements set forth at *N.J.A.C. 17:27-3.5(a)1* and *4.3(a)1* as set forth on Exhibit "A" attached.
- B. New Jersey Business Registration Compliance: Pursuant to *N.J.S.A. 52:32-44*, upon execution of this agreement, the Company shall file with the Princeton Chief Financial Officer its New Jersey Business Registration Certificate as required by Exhibit "B" attached.
- C. Political Contributions: The Company agrees to comply with the requirements of the New Jersey "Local Unit Pay-to-Play Law" as set forth on Exhibit "C" attached.

IN WITNESS WHEREOF this 24th day of February 2014 the parties have executed this addendum.

ATTEST:

Linda S. McDermott, Clerk

PRINCETON, a municipal corporation of the State of New Jersey

By: _____
Liz Lempert, Mayor

Coded Systems, LLC

By: _____
Michelle A. Wood, Managing Member