

RESPONSE TO REQUEST FOR PROPOSALS
TO PROVIDE GENERAL COUNSEL SERVICES

to the

EAST ORANGE PARKING AUTHORITY

February 11, 2021

Submitted By

McManimon, Scotland & Baumann, LLC

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February 11, 2021

***Original, One (1) Copy and
One (1) Compact Disk (CD)***

East Orange Parking Authority
60 Evergreen Place
Suite 503
East Orange, New Jersey 07018

ATTN: Tasha Jackson
Operations Manager

Re: Proposal of McManimon, Scotland & Baumann, LLC to Provide General Counsel Services

Dear Ms. Jackson:

Thank you for the opportunity to present this proposal to continue to serve the East Orange Parking Authority (the "Authority") as General Counsel in compliance with your fair and open process. The following information will explain our background and experience and the services we can provide. We will be happy to provide you with any additional information you might need and to discuss further the needs of the Authority and our ability to meet those needs. A full description of the Firm's practice areas is attached.

We welcome the opportunity to discuss our engagement as General Counsel to the East Orange Parking Authority. We understand the enormous responsibility of such position and we are confident that you will be extremely satisfied with our services on your behalf should you choose to retain us as General Counsel to the Authority.

Very truly yours,


Kevin P. McManimon

KPM/af

Enclosure

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Section A

**Understanding of the Scope of Services to be provided
for the Authority**

McManimon, Scotland & Baumann, LLC is pleased to submit this Proposal to the Authority for General Counsel services. We understand that the Authority is looking for counsel that will render general legal advice and services to the Authority. As outlined in our Proposal, McManimon, Scotland & Baumann, LLC has extensive experience serving as General Counsel to numerous public bodies, including, among others, parking authorities, municipal utility authorities, redevelopment agencies and municipal governing bodies. In particular, we have served as General Counsel to the Authority for eleven (11) years. Accordingly, we are intimately familiar with the Authority's operational and staffing requirements and legal issues related thereto. We are also familiar with the Authority's financial position and debt service requirements.

We understand that the Authority is looking for counsel that will be able to provide such legal advice and services in a high-quality, efficient and cost-effective manner. We believe that our body of experience, outlined in greater detail in Section C of this Proposal, uniquely qualifies us to continue to advise the Authority as it continues to work to maximize the efficiency of its parking operations and expend its supply of parking facilities

Section B

Proposed Fee Schedule

A form of proposed fee agreement is attached. See the Cost Proposal tab.

Section C

Qualifications and Experience

Business Organization/Location of Firm. McManimon, Scotland & Baumann, LLC is a limited liability company formed under the laws of the State of New Jersey. The Firm is located at 75 Livingston Avenue, Second Floor, Roseland, New Jersey. The Firm (and its predecessors) had been in existence and located in Newark since 1971 until its move to Roseland in 2012. The Firm maintains offices at 1037 Raymond Boulevard, Newark, New Jersey 07102, 427 Riverview Plaza, Trenton, New Jersey 08611 and at 80 Pine Street, 10th Floor, New York, New York 10005. The Firm has 15 members, 17 partners, 4 Counsel and 16 associates. The Firm is governed by an executive committee comprised of the Chairperson, Joseph P. Baumann, Jr. and members, Glenn F. Scotland, Matthew D. Jessup, Leah Sandbank and William W. Northgrave.

McManimon, Scotland & Baumann, LLC will provide a level of service satisfactory to the Authority's needs. Our Roseland, Newark, Trenton and New York locations allow attorneys of our Firm to quickly accommodate any request by the Authority to attend meetings or other events taking place within the State of New Jersey. McManimon, Scotland & Baumann, LLC is a full-service law firm with unique technical qualifications, education, training and experience. We have sufficient staff and equipment to perform the scope of services described here. Our attorneys have always been committed to traveling to meet the needs of our clients.

Knowledge of the Authority. McManimon, Scotland & Baumann, LLC has served as General Counsel to the Authority since 2009. As General Counsel to the Authority the firm has represented or guided the Authority in aspects of its daily operations, including the procurement of services and the acquisition and disposition of Authority owned property. The firm assists the Authority on a regular basis with liability, business and similar needs. We have handled general inquiries from Authority officials and staff on a wide range of issues, including personnel and employment, parking enforcement, general legal liability, and budget and audit review and approval procedures. In addition, a firm representative regularly attends Authority Board meetings and other meetings with Authority staff and personnel as required. In its capacity as General Counsel to the Authority, the firm also represented the Authority in connection with the negotiation of an Intra-Local Agreement with the City of East Orange, which is intended to govern the manner in which the City and the Authority carry out certain parking-related responsibilities. This included drafting the agreement, and scheduling and attending numerous meetings with representatives of the City's governing body and administration to discuss the proposed agreement and other operational issues.

Parking Authority Experience:

Bloomfield Parking Authority: The Firm represented the Bloomfield Parking Authority as general counsel and bond counsel from its creation in 2003 through its dissolution in 2017. In addition to assisting the authority in establishing its foundational documents, by-laws, regulations and financing authorization, and undertaking the start-up of its operations, we have assisted the authority with respect to procurement matters, personnel matters, and matters relating to the authority's annual budget and audit. We also assisted the authority in connection with numerous financings, including the direct issuance of project notes, and the conduit issuance of bonds under the American Recovery and Reinvestment Act of 2009 through the Essex County Improvement Authority. We assisted the authority in connection with its role in the redevelopment of the downtown area of the Township. Such efforts included the acquisition of

properties necessary for the construction of parking facilities, negotiations with the prospective redeveloper of the area and a significant amount of coordination and interaction with Township officials.

Parking Authority of the City of Paterson: McManimon, Scotland & Baumann, LLC represents the Parking Authority of the City of Paterson as bond counsel and as special counsel with respect to redevelopment and project development. As bond counsel, we have represented the authority with respect to numerous long and short term financings, including the drafting of the authority's general bond resolution, collaborative financing structures to provide parking facilities for educational and public safety facilities, and the issuance of revenue bonds without the implication of municipal credit.

In addition to other matters, the Firm has acted as special counsel to the authority with respect to the Center City redevelopment project (the "Center City Project"), wherein three of the authority's surface parking lots were included in an area designated as an area in need of redevelopment pursuant to the Local Redevelopment and Housing Law. In connection with the Center City Project, the Firm aided the authority in the negotiation of a tri-party redevelopment agreement, the resolution of a number of environmental issues, the negotiation and execution of a ground lease transferring a portion of the designated property to a redeveloper, the negotiation and execution of an operating agreement with respect to an underground parking garage to be constructed on the site, and the resolution of a number of site improvement, leasing and performance bond matters that arose during the implementation of the Center City Project. As special counsel, the Firm also has aided the authority in exploring shared services arrangements and other fiscal policies, as well as in exploring potential expansion opportunities for the authority's facilities.

Parking Authority of the Township of Montclair: Prior to the dissolution of the Parking Authority of the Township of Montclair, McManimon, Scotland & Baumann, LLC provided both general counsel and bond counsel services to the Parking Authority of the Township of Montclair. These services included, among other things, assisting the authority in achieving its business objectives in its daily operations, including an ongoing review of the authority's by-laws and legal review and assistance with respect to the authority's rules, regulations and procedures; with respect to the development, structuring and construction of its various projects; with respect to the procurement of services including the preparation of requests for qualifications/proposals, and the negotiation and review of contracts; by negotiating and drafting complex agreements with various parties, including the Township and outside vendors; and in its compliance with all applicable laws including the Parking Authorities Law, the Open Public Meeting Act, the Open Public Records Act, and the Local Public Contracts Law. In order to assist the authority with these tasks, McManimon, Scotland & Baumann, LLC attended all annual, regular and special meetings of the Board of Commissioners, assisted in the preparation and/or review of corporate resolutions, and worked with the Commissioners, staff and consultants, whenever and wherever necessary.

General/Special Counsel Expertise. McManimon, Scotland & Baumann, LLC serves as general and special counsel to many municipalities, counties, authorities and other public entities throughout the State of New Jersey. This role requires that we address and resolve a myriad of issues that routinely face public entities on a daily basis. This role also requires that our Firm regularly provide general advice and counsel on many issues, attend all public meetings, prepare resolutions and ordinances, participate in the procurement of services and the negotiation and drafting of contracts and also, in many cases, handle labor and employment issues and complex business and financial transactions. Our attorneys also deal with all aspects of the New Jersey Open Public Records Act (OPRA) and the Open Public Meetings Act (OPMA), including, in the case of OPRA, daily counsel to clients respecting the scope and nature of responding to various OPRA Requests; review of responsive government records to determine disclosure, and whether any exemptions to disclosure may apply; handling contested proceedings both before the Superior Court of New Jersey and the New Jersey Government Records Council (GRC); preparation of

all pleadings, Statements of Information and related documents pertaining to such proceedings. With respect to the OPMA, our attorneys offer daily counsel on public meeting notice and compliance issues; the parameters of closed session discussions; *Rice* notice issues; and advise respecting the consequences of non-compliance with the Act. Also, in light of our experience with land use issues, we assist various public entities that are seeking to acquire property through the exercise of their powers of eminent domain. Our Firm currently serves or has recently served as general or special counsel to the Township of Edison, the Plainfield Municipal Utilities Authority, the Old Bridge Municipal Utilities Authority, the Township of Little Falls, the Willingboro Municipal Utilities Authority, the Passaic Valley Water Commission, the Woodbridge Redevelopment Agency, the Franklin Township Redevelopment Agency (Somerset County), the Borough of Rockleigh, the Township of Franklin (Somerset County), the Township of North Brunswick and the North Jersey Transportation Planning Authority. While McManimon, Scotland & Baumann, LLC has a strong transactional practice in public finance, redevelopment and general counsel matters, the Firm also maintains an active litigation, labor and employment, and environmental practice to integrate with those general practice areas and the growing needs of our public sector clientele.

General Liability and Public Entity Defense. McManimon, Scotland & Baumann, LLC has represented many public entities over the years with respect to matters involving liability and exposure generally, from basic labor and employment issues, to alleged dangerous conditions of public property. Consequently, the Firm has knowledge and experience with respect to the provisions of applicable law pertaining to public entity liability in the State of New Jersey, including without limitation the New Jersey Tort Claims Act, the Conscientious Employee Protection Act (“CEPA”) and the New Jersey Law Against Discrimination (“LAD”). In this practice area, the Firm has represented clients such as the County of Essex in the defense of discrimination claims under LAD, and the Township of Woodbridge in defense of a CEPA claim.

Further, the Firm specializes in defending third-party claims and employment-related claims relative to 42 U.S.C. §1983 and 1985 claims. In these areas, our Litigation Department has a vast amount of experience in defending complex employment discrimination/harassment/wrongful discharge claims and civil rights claims asserted against law enforcement agencies and all public officials and public entities. In defending claims of this nature, our Litigation Department regularly appears in all of New Jersey’s State Courts, Federal Courts and the Third Circuit Court of Appeals.

Public Contracts Law Experience. McManimon, Scotland & Baumann, LLC’s representation of public entities in the State of New Jersey over the years has and currently involves issues concerning public sector procurement, preparation of contract documents, contract negotiation, construction-related litigation, and related aspects of real estate, land use, environmental law and utilities law.

Members of our Firm routinely assist our public sector clients in all aspects of the procurement process, from drafting and reviewing bid specifications and contracts for compliance with the requirements of all applicable laws, to reviewing bids once opened to ensure material compliance with specifications and all applicable requirements. We generally are present during bid openings and reviews, and are thus readily available in the event a dispute or concern should arise. We also are proactive in working with our clients to resolve bid and procurement-related disputes, including representation at all applicable internal hearings and, if necessary, before mediation and arbitration panels and the courts.

In addition to working with and guiding our clients through the initial steps of the public bidding and procurement process our Firm assists in the negotiation and drafting of construction contract documents with attention to issues relating to contractor performance and security, scope of work, insurance and indemnification requirements, *force majeure* provisions and contractor defaults and remedies. The Firm has also been active in providing counsel and representation in the dispute resolution

process in assuring contractor and/or developer compliance. Accordingly, the Firm is actively involved in assisting public sector clients in the enforcement and/or restructuring and strengthening of construction and/or redeveloper agreements. Our Firm also routinely assists public entities in enforcing their contractual rights and in improving contractual provisions against non-performing contractors, developer or redeveloper entities. Our work in this field has been primarily on behalf of public entities however we have, from time to time, also represented private clients on construction related matters.

Labor and Employment. McManimon, Scotland & Baumann, LLC's attorneys have significant experience in labor and employment matters, including workplace strategies, compliance with federal, state and local employment laws, drafting of employee manuals and handbooks, union negotiations, alternative dispute resolution and litigation. More specifically, our attorneys have experience negotiating collective bargaining agreements, handling grievances, providing legal representation in mediation and arbitration proceedings, and administrative hearings before the Public Employment Relations Committee and other public entities and agencies, appearances and representation before the EEOC, and litigation of employment related matters in State and Federal Courts. Our labor and employment attorneys handle the defense of civil rights claims, sexual harassment charges, hostile workplace conditions, discrimination claims and CEPA, among other matters. As the majority of our client base consists of public entities, we have significant experience representing public entities, officials and employees in this regard.

Leslie G. London has been practicing for 30 years in State courts and administrative court proceedings. She is admitted in the U.S. District Court of New Jersey. Ms. London has handled a variety of employment related claims, including workplace grievances on behalf of several public entities, such as the Ewing Lawrence Sewerage Authority, Plainfield Municipal Utilities Authority, the Willingboro Municipal Utilities Authority, the Township of Franklin (Somerset County), the Borough of South River and the Township of North Brunswick. Ms. London has also handled workplace grievances on behalf of the University Hospital. William W. Northgrave has been practicing for more than 27 years in both state and federal courts. His primary focus has been in the defense of civil rights and employment matters, including employment discrimination matters. He is admitted in New Jersey and New York, U.S. District Court of New Jersey, the Southern District of New York, the Eastern District of New York and the Third Circuit of Court of Appeals. Demetrice R. Miles has been practicing for 25 years and has represented public entities and private parties in various actions and defended various governmental officials before the U.S. District Court of New Jersey regarding civil actions, including discrimination, election law and constitutional claims. Mr. Miles has provided advice and counsel to the City of Atlantic City with respect to its employee related matters, reviewing employee related incident reports and engaging in fact-finding relevant to employment related incidents, preparing investigative reports and making recommendations to the City with respect to the handling and disposition of employment related concerns.

The Firm's broad experience in handling all aspects of public employment and related matters, from defending claims in appropriate forums to routine fact-finding and recommendations in the ordinary course of business, makes it eminently qualified to handle the Authority's labor and employment related concerns. A full description of our Labor and Employment Practice is included with our practice areas, attached hereto.

Litigation Experience, Reputation and Knowledge. There is substantial litigation experience among the members of this Firm, primarily but not exclusively in the representation of public entities, public officials and employees. Leslie G. London has been practicing for over 30 years in State Courts and administrative court proceedings. Her primary focus has been in public procurement and contract matters. She is also admitted to the U.S. District Court of New Jersey. William W. Northgrave has been practicing for over 27 years in both State and Federal Courts and is admitted to practice in New Jersey, New York, the Southern and Eastern Districts of New York and the Third Circuit Court of Appeals. Most of his practice in State Court is in the representation of public entities. His primary focus in Federal Court

has been in the defense of civil rights and employment matters. Mr. Northgrave has argued several matters before the New Jersey Supreme Court, including *G.D. v. Kenny*, 205 N.J. 275 (2011), In Re Petition for Referendum to Repeal Ordinance 2354-12 of the Township of West Orange, Essex County et als.; In Re Petition for Referendum on City of Trenton, Ordinance 09-02, Docket No. 65.345. For over 30 years, Richard D. Trenk has litigated hundreds of bankruptcy and non-bankruptcy cases to successful conclusions. He strategizes all issues to achieve the most economic and efficient outcome while vigorously representing the interests of his clients. Demetrice R. Miles has been practicing for over 25 years and has represented municipalities such as the City of Newark in tax appeal cases before the Tax Court of New Jersey and the U.S. Bankruptcy Court of the District of New Jersey. He argued before the Supreme Court of New Jersey the constitutionality of the Business Retention Act in (*General Motors Corporation v. City of Linden*, 150 N.J. 522 (1997)), represented public entities and private parties in bankruptcy actions and defended various governmental officials before the U.S. District Court of New Jersey regarding civil actions, including discrimination, election law and constitutional claims. Ted Del Guercio, III has been practicing for over 20 years, and has assisted the Firm's litigation group in connection with prerogative writ challenges to government action; procurement and bid disputes, including litigated disputes; construction related disputes; litigation involving redevelopment and related municipal designations; bankruptcy related matters for governmental clientele; and the defense of tax appeals. A full description of our litigation practice is enclosed.

Redevelopment Experience. MS&B, LLC has extensive experience and expertise in redevelopment matters including the creation of redevelopment agencies, the designation of areas in need of redevelopment (N.J.S.A. 40A:12A-6) or areas in need of rehabilitation (N.J.S.A. 40A:12A-14), assistance in the preparation of redevelopment plans and requests for qualifications and requests for proposals for the selection of redevelopers, the negotiation of redevelopment agreements, transfer, lease and easement agreements, and use and occupancy agreements, the structuring and financing of redevelopment projects, and handling land use and transactional matters associated with redevelopment.

At least fifteen attorneys at the Firm spend a considerable portion of their time handling redevelopment matters at all levels of complexity. A review of our website at www.msbnj.com will provide an overview of the myriad types of projects completed by the Firm and our attorneys.

In the City of Bayonne, we worked on a multidisciplinary redevelopment project that involved the remediation of a former petroleum waste lagoon into a 356,000 sq. ft. "power center" with Walmart as an anchor tenant. Our Firm worked closely with the City of Bayonne to structure and implement the redevelopment process and also negotiate the terms of a redevelopment agreement, financial agreement and various other agreements and documents to incentivize and facilitate the development. The entire process spanned over 6 years and involved the participation of 10 different public entities, over 80 public votes, over 23 public approvals and lawsuits. The project also included the issuance of tax-exempt bonds financed through the Hudson County Improvement Authority and the New Jersey Environmental Infrastructure Trust, secured, in part through payments in lieu of taxes.

In Newark, MS&B, LLC served as redevelopment counsel to the Housing Authority of the City of Newark which implemented the Downtown Core Redevelopment Project consisting of the acquisition, development and construction of the Prudential Center. In its role as redevelopment counsel, the Firm also assisted in the structuring and issuance of \$200,420,000 in bonds to help finance the project development.

Similarly, the Firm represents private developers in complex redevelopment projects; a role that allows us to provide insight to our public clients as to the perspectives of their private partners. Examples of this type of experience includes our representation of Triple 5 on the American Dream Project, a 22-acre project in the New Jersey Meadowlands that will include an indoor ski hill, glass-domed indoor

amusement and water parks, 26-screen movie theatre, performing arts center, skating rinks, miniature golf, children's museum, restaurants and retail space.

Our Firm is at the leading edge of redevelopment and rehabilitation in New Jersey and we have used our experience to assist our clients in finding creative solutions to ending blight while incentivizing economic revitalization. A small sampling of the public or private clients for which we currently serve as special redevelopment counsel or have provided redevelopment related legal services include: the Township of Berkeley Heights, the Township of Bridgewater, the Jersey City Redevelopment Agency, the Township of Montclair, the Town of Newton, Princeton, RBH-TRB Holdings (Teachers Village), the Township of South Orange Village, the Township of Springfield, the City of Trenton, Triple 5 (American Dream at the Meadowlands) and the Borough of Wharton. Attached please find a representative list of the Firm's redevelopment clients.

PILOT Experience. McManimon, Scotland & Baumann, LLC has also broken new ground in the area of Long Term Tax Exemption, 5 Year Tax Abatement and related redevelopment financing. Using a myriad of sophisticated tools including payments in lieu of taxes (PILOTs) and redevelopment area bonds secured by PILOTs, we have assisted our clients in addressing funding gaps to make needed projects financially feasible. This record of achievement is unparalleled by other law firms and makes us uniquely qualified to assist the Authority. We served as bond counsel to the New Jersey Economic Development Authority (NJEDA) in the first PILOT-secured transaction in the State when the NJEDA financed roadway and infrastructure improvements. These improvements facilitated and were critical to the development of the Jersey Gardens Mall in Elizabeth. In this transaction, the financing was sold without the benefit of credit support from any municipality. In September, 2006, we represented Carteret and the Carteret Redevelopment Agency in financing \$38,000,000 in funds to help redevelop environmentally challenged lands located within the Borough through the New Jersey Environmental Infrastructure Trust. We were also fortunate to represent the City of Millville in gaining regulatory approval to establish New Jersey's first and only revenue allocation district and structuring a financing to improve the City's downtown and riverfront districts.

We have also served as bond counsel to the Hudson County Improvement Authority in a PILOT-secured financing to acquire land that serves as the site for the Red Bull's Soccer Stadium in Harrison. PILOT-backed financings led to the renovation of Newark's first market rate rental housing in a decade, the construction of a shared parking deck in downtown Montclair, much-needed infrastructure and roads to support the reuse of an abandoned industrial factory in Hamilton, and the construction of needed roadway improvements to support the construction of millions of square feet of warehouse development in Woodbridge. While all of these projects involved the use of PILOTs as security, each involved unique structures and negotiations that progressed over several months or years. During that time, McManimon, Scotland & Baumann, LLC attorneys provided direct, high-level advice so that local decision makers understood the choices involved, led negotiating teams in protecting our client's interests and maximized the flexibility permitted under the law to structure transactions that could be sold to the bond markets. We look forward to bringing this approach to the Authority and using our considerable experience on behalf of Authority.

Eminent Domain/Condemnation. We serve as condemnation counsel throughout the State of New Jersey. Among our clients, we currently serve as special counsel to the Borough of Carteret, the County of Hudson, the Township of Bloomfield and the Housing Authority of the City of Orange regarding the acquisition of properties for public use. Our attorneys have extensive experience in condemnation actions, including defending challenges to the power of public entities to condemn property, providing representation in property valuation proceedings before condemnation commissioners and jury trials before the Superior Court of New Jersey. Further, our expertise extends to federal and State laws governing the provision of relocation assistance to persons displaced as the result of

governmental property takings. In this regard, we provide compliance review to ensure that condemning authorities satisfy the relocation obligations mandated by federal and state laws. Moreover, we represent public entities regarding claims for relocation assistance before administrative agencies and the Superior Court of New Jersey. Most importantly, our attorneys possess the knowledge and skill that is necessary to develop a sound and proactive approach to address and resolve the myriad issues that impact the ability of public entities to execute public improvement programs and redevelopment projects in accordance with stated goals and objectives.

Previously, our Firm served as Special Counsel to the Newark Housing Authority (“NHA”) regarding the redevelopment of the Newark Downtown Core District Redevelopment Area, which now encompasses the Prudential Center (home of the New Jersey Devils). As Special Counsel, our Firm represented NHA regarding the acquisition and assemblage of 112 parcels and the relocation of more than 60 persons and businesses. All properties were acquired within the guidelines and protocols of the land acquisition budget and project schedule. As Special Counsel to New Jersey Schools Development Authority (“NJSDA”), we provided legal representation and assisted in the acquisition of 80 properties for school projects in Camden, Newark, Elizabeth and Garfield. Further, we represented NJSDA regarding relocation claims and disputes. Similarly, as Special Counsel to the Carteret Redevelopment Agency, we provided legal services regarding the acquisition of 12 properties for the redevelopment of the Lower Roosevelt Avenue Business District. This project involved the transformation of 8.5 acres into a quality mix of commercial and residential development.

Planning, Zoning and Land Use. McManimon, Scotland & Baumann, LLC has experience and expertise in a variety of land use and zoning matters, including matters arising under both the *Municipal Land Use Law* and the *Local Redevelopment and Housing Law*.

We have successfully represented private clients before zoning boards and planning boards and regulatory agencies in connection with land use matters, with excellent results. We have obtained timely and cost-efficient land use approvals for both private and public clients including subdivision and site plan approvals and all types of variances, in a variety of settings. By way of example, we have obtained site plan and subdivision approvals for the Orange Housing Authority in connection with its Dr. Walter G. Alexander Homes Development, a new transit-oriented community consisting of 66 units of family housing and 48 age-restricted rental units for low and moderate income households. We also deal regularly with title issues that arise in connection with projects and transactions we work on, and have an excellent track record of resolving them.

Zoning and land use issues arise often in the context of the preparation, interpretation and implementation of redevelopment plans. We have participated and provided legal counsel and perspective in the preparation and implementation of a number of sophisticated redevelopment plans. We also have counseled and advised municipal clients in connection with the drafting of zoning ordinance provisions outside of the redevelopment context. Project-specific procedural and substantive land use issues also arise frequently in connection with the negotiation of redevelopment agreements, and in the context of redevelopment project design or evaluation. Such matters can include, for example, issues arising out of or in connection with the creation or extinguishment of easements, covenants, or other interests in or encumbrances on land; underlying zoning, to the extent not superseded by a redevelopment plan; subdivision and site plan approval, including variances or waivers; project phasing issues and requirements; infrastructure upgrades or improvements; regulatory permitting and compliance matters, such as environmental, historic preservation, and affordable housing requirements; and the defense of prerogative writ actions challenging redevelopment or land use actions. As noted above we have significant experience and expertise in each of these areas.

Real Estate Expertise. McManimon, Scotland & Baumann, LLC serves as general and special counsel to a large number of entities throughout the State of New Jersey. Virtually all of these engagements require the Firm to confront and resolve real estate and property issues. The Firm's real estate practice includes the negotiation and preparation of contracts for conveyances of title, development agreements, easements, licenses, land use and occupancy agreements, brokerage and commission agreements, joint venture agreements, as well as all forms of partnership agreements and lease agreements. The attorneys in the practice area have represented owners, developers, landlords, tenants and lenders in all aspects of real property rights, including commercial land acquisition, financing and development, zoning and planning issues, related negotiation, transaction documentation and litigation. The Firm also has extensive experience in the area of real estate tax appeals and negotiations of tax assessments. The Firm has comprehensive experience with security interests, mechanics liens, equitable liens, all forms of real estate ownership and title quality issues, title insurance and re-insurance, and survey matters.

Environmental. The Firm has over two decades of experience in environmental law, including federal and state environmental laws and regulations and constantly emerging remediation standards and technologies. This experience translates into timely and costs efficient counsel to local governments and redevelopment agencies with respect to the investigation, remediation, and redevelopment of contaminated property. McManimon, Scotland & Baumann, LLC's environmental team has served as special environmental counsel to the Jersey City Redevelopment Authority, the Newark Department of Economic and Housing Development, the Newark Community and Economic Development Corporation, and the Bergen County Housing Authority. By way of example, McManimon, Scotland & Baumann, LLC's environmental lawyers assisted the City of Jersey City and several of its related authorities in negotiating the investigation and remediation of dozens of chromium sites, including redevelopment of over sixty acres of contaminated public property on the City's west side. In Newark, McManimon, Scotland & Baumann, LLC's environmental lawyers helped the City return numerous impaired properties to productive use to satisfy the ever-increasing demand for viable property in and around the port area. McManimon, Scotland & Baumann, LLC's environmental group can help provide trusted advice and guidance on all environmental issues that may arise from redevelopment.

Biographies for the firm attorneys who devote substantially all of their time to the environmental practice are attached.

COAH Experience, Reputation and Knowledge. Our Firm has extensive knowledge and experience in assisting and advising our municipal clients regarding their housing obligations and responsibilities under the Fair Housing Act, N.J.S.A. 52:27D-301 and the Council on Affordable Housing ("COAH"). In the wake of the New Jersey Supreme Court's March 2015 Order *In re Adoption of N.J.A.C. 5:96 & 5:97 by the New Jersey Council on Affordable Housing*, 221 N.J. 1 (2015), municipalities have had to turn to the courts to determine whether their housing plans are constitutionally compliant and to address the myriad of issues that have been raised in addressing their housing obligations. Our Firm serves as counsel to several municipalities in this regard. We have filed and are pursuing on their behalf, declaratory judgment and compliance actions as required by the courts. Our Firm also provides assistance and guidance regarding the development or revision to their Housing Element and Fair Share Plans, and has engaged in negotiations and settlements with intervener defendants and the Fair Share Housing Center, as applicable, and any other objectors or interested parties that may be involved. In addition, the Firm works closely with the Consortium of municipal counsel throughout the State in addressing affordable housing issues of common concern and remain up to date and informed on all pending actions and decisions in courts throughout the State and their potential impact on our clients.

501(c)(3) Experience. McManimon, Scotland & Baumann, LLC has vast experience with all aspects of federal and state taxation law, including securing tax exemption under Section 501(c)(3) of the

Internal Revenue Service tax code. Most recently, we successfully completed Form 1023 and secured tax exemption for various Title 15A New Jersey Nonprofit Corporations among them are Boys to Leaders Foundation, a local community based organization providing training for young men in the inner city, Kipp Cooper Norcross, an educational based non-profit providing services to other charter schools, Orange Housing Development Corporation, a charitable non-profit whose mission is to provide affordable housing and Benincasa, Inc., a Jersey City-based corporation established by a local diocese to encourage a holistic and non-violent approach to life for the community of people in the County of Hudson, New Jersey.

Further, our attorneys have successful experience in securing tax exemption in other instances, including a youth dance team which provided mentorship opportunities for its members and an annual scholarship for students that reside in Jersey City, New Jersey. The organization participated in competitive competitions, and required its members to complete community service activities in order to maintain membership. The application preparation included drafting organizational documents and bylaws, and completing IRS Form 1023, including required exhibits. Another example of our attorneys' ability to secure tax exemption includes work performed on behalf of an economic development cooperation based in East Orange, New Jersey that provides consulting services for low-income individuals regarding financial stability and growth including homeownership opportunities, savings and retirement plans. For this client we were required to re-state its organizational documents, complete IRS Form 1023, including the required exhibits, and respond to various questions of the IRS regarding the specific organization structure. Tax exemption was secured in this instance as well.

Bankruptcy Experience, Reputation and Knowledge. Together, the professionals of McManimon, Scotland & Baumann, LLC have more than two centuries of experience in the practice of financial restructuring, creditors' rights, and insolvency. The Firm is highly regarded by both the judiciary and the bar in this specialized practice area, which includes debtor, creditor, and fiduciary representations in federal bankruptcy cases; pre-bankruptcy "workout" and insolvency counseling; and related state court litigation involving receiverships, attachments, replevins, and commercial foreclosure actions.

We have insight into the debtor/creditor process having represented all major constituencies in Chapter 7, Chapter 11, Chapter 12, and Chapter 13 bankruptcy proceedings, including debtors, trustees, governmental entities, official committees, secured and unsecured creditors, landlords, asset purchasers, insurance carriers, equity interests and other parties in interest. We know equally well how to confirm chapter 11 plans and how to maximize the return to creditor clients in all types of bankruptcy proceedings, all at a reasonable cost.

Attorneys of the firm's Restructuring and Bankruptcy group have distinguished themselves in a variety of ways in the field. For example, partner Andrea Dobin is a panel chapter 7 trustee and the standing chapter 12 trustee in the Trenton vicinage of the New Jersey Bankruptcy Court. Ms. Dobin has been appointed as chapter 11 trustees. In addition, several partners of the firm, including Richard D. Trenk, Anthony Sodono III and Joshua Raymond, have served as custodial receivers and assignees for the benefit of creditors in state court. Both Anthony Sodono III and Sam Della Fera, Jr. act as Bankruptcy Court-approved mediators, and Mr. Della Fera is a member of the steering committee of the Hon. Morris Stern Bankruptcy Pro Bono Project at Rutgers Law School. Shoshana Schiff serves as a member of the Lawyers' Advisory Committee to the Bankruptcy Court and the Bankruptcy Court Liaison to the District Court of Lawyer's Advisory Committee.

The attorneys at McManimon, Scotland & Baumann, LLC have represented numerous municipal and governmental agencies including the Township of West Orange, the City of Linden, the Borough of Belmar, the City of Atlantic City, Hudson County, and the Village of Ridgefield Park. Mr. Trenk also

serves as counsel to Liberty Mutual, TIG Specialty Insurance, Allstate Insurance, Selective Insurance, and the Garden State Joint Insurance Fund.

Community Development. The firm's community experience is largely the product of representing the State of New Jersey and various state agencies, municipalities, counties, school districts, regional and local utilities authorities, housing and redevelopment agencies and other public bodies and private nonprofit corporations in connection with financial and other related transactions. In the course of providing these services, there is significant interaction not only with the governing body undertaking and approving such projects, but also various community groups involved in such projects, particularly in connection with redevelopment areas and school districts. We have undertaken or advised on community outreach activities in connection with the designation of redevelopment areas, development of redevelopment plans and implementation of redevelopment projects, including community groups, religious and educational organizations and property owners.

On a more specific level, many of the projects that we are involved in have complex financial arrangements and impact significantly on the community, as well. By way of illustration, a particular project in the City of Trenton involved the construction of a hotel/conference center/parking facility complex that connected to the State War Memorial Building in downtown Trenton. While primarily a complex, multi-faceted financing, the project also involved the negotiation of a complicated management contract with the Marriot Corporation not only to assure the long term success of the operation of the hotel, but also to assure that the operational and financial risks were structured in a way that did not impact on the tax exemption on the bonds issued by the Corporation to finance the hotel. It also involved significant negotiations with labor unions to assure local involvement with the construction of the facilities, as well as the operation of the projects once they there completed.

Section D

Resume & Qualifications of Key Personnel

Kevin P. McManimon will be the lead attorney responsible for managing the overall relationship between McManimon, Scotland & Baumann, LLC and the Authority. Biographies of the Members and Associates of the Firm would assist with the Firm's representation are attached.

Section E

Client/Reference List

Please see references and representative list of clients attached and made part of this Proposal.

Section F

Conflict of Interest(s)

Conflict of Interest. We are not aware of any existing conflicts of interest that may interfere with our representation of the Authority. We have, over the years, been principally involved as counsel on behalf of public bodies in the State of New Jersey. Nevertheless, our firm serves as special redevelopment counsel to the City of East Orange. Therefore, in connection with certain matters that must be negotiated between the Authority and the City, the Firm's ability to represent the Authority may be affected. Accordingly, in the event the Authority elects to engage the Firm as General Counsel, we recommend that the Authority identify another firm to serve as Conflict Counsel.

Section G

Miscellaneous/Other Information

Statement of Good Standing. Neither the Firm of McManimon, Scotland & Baumann, LLC nor any individuals who would be assigned to this engagement are disbarred, suspended, or otherwise prohibited from professional practice by any federal, state, or local agency. A Certificate of Good Standing is included with the Firm's business certificates.

Business Certificates. McManimon, Scotland & Baumann, LLC is in compliance with the New Jersey Law Against Discrimination pertaining to Public Contracts, the New Jersey Affirmative Action Rules, the New Jersey Equal Employment Opportunities Act, the Americans with Disabilities Act, the New Jersey Business Registration Law and disclosure of contributions to New Jersey Election Law Enforcement Commission (ELEC) pursuant to N.J.S.A. 19:44A-20.27. A copy of the Firm's Business Registration Certificate, Certificate of Employee Information Report, W-9 Form, Mandatory Equal Employment Opportunity, American With Disabilities Act of 1990, Statement of Ownership Disclosure, Certificate of Liability Insurance and Disclosure of Investment Activities in Iran Form attached.

Ethics Issues. Neither the Firm nor any member or associate of the Firm is the subject of a criminal investigation or involved in any litigation that would impact our proposed representation. Neither the Firm nor any member or associate of the Firm has ever been reprimanded, censured, or suspended by the Supreme Court for ethics infractions. The Firm has also not been involved in any bankruptcy or re-organization proceedings in the past.

Minority/Women Participation. At McManimon, Scotland & Baumann, LLC our diversity truly reflects the world in which we live. Nearly one-third of the Firm is owned by people of color and women. Sixteen of the 52 attorneys of McManimon, Scotland & Baumann, LLC are women. Leslie G. London, Leah Sandbank, and Jennifer L. Credidio are general partners. Eleven of the 52 attorneys in the Firm, Glenn F. Scotland, Leslie G. London, Demetrice R. Miles, Bakari G. Lee, Aisha J. Cooper, Bhavini A. Doshi, Jennifer N. Harrison, Shefali Kotta, Mark Y. Moon, Parampreet Singh and Malcolm X. Thorpe are of either African American or Asian American descent and six are partners. Among our administrative and support staff of 38, ten are people of color and 36 are women. Our Firm is proud of its diversity and believes that this level of participation is unparalleled among major firms throughout the State.

Miscellaneous. McManimon, Scotland & Baumann, LLC does not subcontract any of its work and will perform all services described in the scope of service herein directly. The Firm is a professional organization; therefore its members and employees are not aligned with any union organization. The principals of McManimon, Scotland & Baumann, LLC do not have any immediate relatives who are employees of the Authority. All services will be performed in the United States of America.

Practice Areas

Public Finance

McManimon, Scotland & Baumann, LLC is one of the leading firms in the nation in the area of public finance. Our firm consistently ranks first in the State of New Jersey in volume of bond issues, number of bond issues, or both, by Thompson Reuters. The firm's public finance lawyers possess over four decades of experience and have participated in thousands of public finance transactions resulting in billions of dollars of bond and note issues.

Our Clients

We serve many different types of organizations, including:

- Municipalities, counties and school districts
- Municipal and regional authorities providing sewerage, water supply and waste disposal services
- Improvement authorities, housing authorities, redevelopment agencies and parking authorities
- State of New Jersey and State agencies
- Investment banks
- Trustee banks
- Letter of credit banks
- Non-profit and other corporations

All Types of Transactions

McManimon, Scotland & Baumann, LLC lawyers have participated in public finance transactions for all types of public infrastructure projects, ranging from schools to roads to stadiums. Additionally, the firm has experience with every type of public financing transaction, including:

- General Obligation Bonds
- Revenue Bonds
- Notes
- Current, advance and forward refunding
- Certificates of Participation
- Redevelopment Area Bonds
- Clean Renewable Energy Bonds
- Build America Bonds
- Swaps and other financial derivatives

Post-Issuance Advice

McManimon, Scotland & Baumann, LLC's public finance practice does not stop at issuance of bonds or notes. Our attorneys provide clients with expert post-issuance advice and counsel on matters including arbitrage and rebate compliance, investment of proceeds, secondary market disclosure, IRS audits and payment and non-payment related defaults.

Contact Us

For more information about our Public Finance practice, please contact Edward J. McManimon at 973-622-5028 or Matthew D. Jessup at 973-622-4850.



PROJECT

Little Falls Municipal Building

McManimon, Scotland & Baumann, LLC served as bond counsel to the Township of Little Falls, drafting multiple bond ordinances, appearing before the Local Finance Board and assisting with the issuance of bond anticipation notes and general obligation bonds to finance the Township's new Municipal Facility.

For more information go to www.msbnj.com/practice-areas/public-finance/

Redevelopment and Land Use

The attorneys at McManimon, Scotland & Baumann, LLC are widely recognized as leading experts in the area of redevelopment in the State of New Jersey. We have a solid track record helping to shepherd redevelopment projects – both large and small – from conception to completion. We have offered counsel on several major projects, including the Prudential Center in Newark, Boardwalk Pavilions in Asbury Park and Bayonne Crossing in Bayonne.

In addition, McManimon, Scotland & Baumann, LLC has experience and expertise in a variety of land use and zoning matters, including matters arising under both the Municipal Land Use Law and the Local Redevelopment and Housing Law.

Our Clients

- **Municipalities** – Our attorneys have represented both small and large municipalities throughout the State, working on a variety of redevelopment projects, ranging from smaller downtown revitalization up to innovative, large-scale projects that serve as landmarks for the State.
- **Private Sector Developers** – We advise private sector developers who require assistance in navigating New Jersey’s complex redevelopment landscape in order to bring a project to fruition. Our representation also includes zoning and land use petitions to local bodies on behalf of our clients who require assistance.

A Full Suite of Services

Redevelopment projects often require legal advice in many areas. McManimon, Scotland & Baumann can offer leading expertise in all relevant areas of the law, including:

- **General Redevelopment Counsel** – Our attorneys can help you understand and navigate the entire redevelopment process to ensure full compliance with the law.
- **Redevelopment Financing** – Our firm can assist in taking advantage of the opportunities afforded by redevelopment by utilizing all of the financial tools available to public and private entities, including construction loans, Redevelopment Area Bond Financing (“RABs”), New Market Tax Credits, New Jersey Environmental Infrastructure Trust, public grants and loans, DEP Hazardous Discharge Site Remediation Fund, DEP Brownfields Reimbursement Programs, Urban Enterprise Zone loans and New Jersey Redevelopment Agency financing.
- **Payments in Lieu of Taxes** – Our ability to address the pros and cons of short- and long-term tax exemptions is essential to a redevelopment project. Financial resources such as payments in lieu of taxes or special assessments provide the financial incentives often necessary to make a redevelopment project successful and economically feasible.
- **Land Use** – Land use and zoning are integral components of any redevelopment project. We have assisted many clients on the land use requirements and practices that are critical to successful redevelopment and ensure compliance with the law.



PROJECT

City of Asbury Park – Waterfront Redevelopment

McManimon, Scotland and Baumann, LLC has worked with the development and lending community to increase private investment throughout the City of Asbury Park. Completed projects include a renovated department store that now houses 63 rental units and 10,000 square feet of retail and a series of smaller buildings in the City’s bustling Central Business District. In 2010, the City executed a redevelopment agreement with Madison Asbury Retail, L.L.C. formalizing Madison Marquette’s role as a redeveloper of the City’s famed Boardwalk, Convention Hall and Stone Pony nightclub. Under this agreement, three of the Boardwalk Pavilions were renovated into first class retail and restaurant/night club space and the Stone Pony opened an expanded

Redevelopment and Land Use

A Full Suite of Services (continued)

- **Eminent Domain and Condemnation Litigation** – Our attorneys have extensive experience in condemnation actions, including defending challenges to the power of public entities to condemn property, providing representation in property valuation proceedings before court-appointed commissioners and in jury trials before the Superior Court of New Jersey. Our attorneys also have experience resolving environmental liabilities associated with condemned properties through companion cost recovery litigation on an as needed basis.
- **Contaminated Property** – Our attorneys have extensive experience in bringing environmentally-impaired properties back into productive use. We have helped navigate the redevelopment of scores of contaminated properties from environmental due diligence prior to acquisition, negotiation of obligations and potential liabilities between municipalities and redevelopers, and achieving cost-effective remediation.
- **Real Estate Transactional** – Our firm represents clients in the negotiation and preparation of complex contracts for conveyances of title, development agreements, easements, licenses, land use and occupancy agreements, brokerage and commission agreements, joint venture agreements, as well as all forms of partnership agreements and lease agreements, mortgages and security agreements. We have represented owners, developers, landlords, tenants and lenders in all aspects of real property matters, including commercial land acquisition, financing and development, zoning and planning issues, and related negotiation, transaction documentation and litigation.

Contact Us

For more information about our Redevelopment and Land Use practice, please contact Glenn F. Scotland at 973-622-5094 or Joseph P. Baumann, Jr. at 973-622-5259.

and state-of-the-art outdoor stage. Renovation and reconstruction of the remaining buildings will be covered in subsequent redevelopment agreements. The City also worked with the redeveloper to coordinate on-street and off-street parking and a schedule of a series of entertainment events throughout the year to draw visitors in all seasons. The results have been positive, with an added benefit: the City's revenues from beach and parking fees increased from \$35,000 in 2003 to over \$900,000 in the first nine months of 2010.

For more information go to www.msbnj.com/practice-areas/redevelopment-and-land-use/

New Markets Tax Credits

McManimon, Scotland & Baumann, LLC is on the forefront of structuring transactions involving New Markets Tax Credits (NMTC), a highly complex form of financing that can be very advantageous under the proper circumstances. McManimon, Scotland & Baumann, LLC has a level of experience and expertise in this area that no other New Jersey firm can match.

What are New Markets Tax Credits?

NMTC is a program created by federal law that provides tax credits to investors that are willing to make qualified equity investments in certain targeted areas, specifically low-income communities. NMTC allows an investor to receive tax credits against earned taxable income over a seven-year period.

Our Services

Our practice delves into all aspects of NMTC, including structuring and assisting in the implementation of appropriate financing models, as well as providing the required tax opinions. We strive to ensure our clients maximize the value of NMTC in all types of transactions.

Who We Serve

Our clients include all types of entities involved in NMTC, including:

- 501(c)(3) nonprofit organizations
- State and local governmental entities
- Quasi-governmental agencies
- Public authorities
- Developers
- Owners
- Operators

Additionally, we have counseled tax credit investors, leveraged lenders, participating lenders and qualified low-income community businesses in NMTC issues.

Combining NMTC & Other Financing

We have had a great deal of success combining NMTCs with other tax credits and financing sources, State and local tax credits, grants and subsidized loans, tax-exempt bond financing, American Recovery and Reinvestment Act of 2009 funds, Community Development Block Grant funds, federal government agency loan guarantees, and conventional financing.

Contact Us

For more information about our New Markets Tax Credits practice, please contact Leah Sandbank at 973-622-5035.

We're leaders in dealing with tax issues related to federal finance programs, such as new markets tax credits, low income housing tax credits, qualified school construction bonds and other federal programs.

For more information go to www.msbnj.com/practice-areas/new-market-tax-credits/

Practice Areas

Tax

McManimon, Scotland & Baumann, LLC has an active and sophisticated tax practice. The firm has a particular expertise in all aspects of:

- Infrastructure Finance
- Structured Finance
- New Market Tax Credits
- Low Income Housing Tax Credits
- State Tax Credit Programs
- Public Finance
- Hedging Transactions

We have extensive experience in serving both local and State entities. Additionally, as counsel and special tax counsel for issuers, underwriters and developers, a significant part of the firm's public finance tax practice involves analyzing tax issues, structuring transactions, preparing related documentation and certifications and providing tax advice. Because of the breadth of the firm's finance practice, the firm's tax attorneys are experienced in varied Federal tax issues involving most tax-exempt and tax-credit structures.

Tax Services

The firm's tax practice includes:

- Tax structuring, documentation and advice in connection with new and refunding issues
- Evaluation of proposed novel financing techniques
- Post-issuance tax matters such as changes in the use of bond-financed facilities and other compliance issues
- Representation of issuers in I.R.S. examinations

New Programs

The firm is a leader in the state at working through tax issues associated with new federal finance programs, including those contained in the American Recovery and Reinvestment Act of 2009. The attorneys in the firm's tax department stay current on proposed and final laws, policies and procedure as well as changes made by the I.R.S. that relate to various bond financing and tax credit programs.

Corporate Tax

In addition, the firm's State and local tax practice includes planning, lobbying, advising on and assisting with applications for tax exemptions and abatements. We have represented numerous "Fortune 500" corporations in all aspects of proceedings and have litigated Corporation Business Tax cases involving allocation and apportionment issues, claims for refund, and unitary business tax issues, among others.

Contact Us

For more information about our Tax practice, please contact Leah Sandbank at 973-622-5035.

The firm's philosophy is to assist clients in strictly complying with the Internal Revenue Code, Treasury Regulations, case law, and I.R.S. pronouncements, while providing creative solutions to issues in an effort to provide the best possible results for our clients. In circumstances where the application of the federal income tax laws is uncertain with respect to a particular tax issue, the firm has requested and obtained formal guidance from the I.R.S. in the form of private letter rulings or informal guidance from I.R.S. staff members.

For more information go to www.msbnj.com/practice-areas/tax/

Environmental

McManimon, Scotland & Baumann, LLC's Environmental Law Group has the multi-disciplinary knowledge, experience, and wisdom to help clients see and understand the environmental law "forest" and to navigate a clear path through the trees to a reliable regulatory outcome.

We represent public entities and private corporate clients alike in all aspects of environmental law. Our attorneys have decades of experience developing strategies to address a wide variety of environmental regulatory and transactional issues. We have also litigated many environmental actions in both the Federal and State courts throughout the United States. Some recent examples of our work in the field of environmental law include:

- **Redevelopment:** Our Environmental Law Group is an integral part that works with the firm's attorneys in other practice areas related to redevelopment including: bond financing; tax; public utility and energy; school district financing; litigation; and land use. We work closely with the firm's redevelopment attorneys in the designation of areas in need of redevelopment (N.J.S.A. 40A:12A-6) or areas in need of rehabilitation (N.J.S.A. 40A:12A-14), assistance in the drafting of redevelopment plans, the negotiation of redeveloper agreements, as well as the structuring and financing of redevelopment projects by procuring public grants and loans. Further, our expertise includes undertaking proceedings to acquire contaminated property for redevelopment through the exercise of eminent domain and properly off-setting the costs of acquisition due to that contamination. We also counsel municipalities, redevelopment agencies and other public entities with respect to the remediation of contaminated properties whether conducted by the public entity or the designated redevelopers.
- **Property Acquisition:** We have advised clients such as manufacturers, lending institutions, developers, and small businesses on the terms and conditions of the acquisition or sale of real property in order to minimize potential environmental liabilities. This advice has included: negotiating environmental provisions of purchase and sales agreements, loans, or leases; handling and coordinating all aspects of environmental due diligence, site assessment, and risk mitigation; and assisting in securing financing and environmental insurance for environmentally impaired projects and sales or purchases of contaminated properties.
- **ISRA:** We have guided clients through the requirements of the Industrial Site Recovery Act for the assessment, investigation, and, if necessary, remediation of industrial establishments.
- **Public Funding Applications:** We have assisted our clients in securing public funding for the remediation of contaminated properties.
- **Regulatory Compliance:** Our attorneys have vast experience in assisting governments, redevelopment agencies, public utilities comply with federal and state environmental laws and regulations, including acting as environmental counsel for some of the largest municipal water and sewer utilities in the nation. We have advised private clients on a wide variety of compliance issues, including the complex regulatory obligations arising in connection with Day Care Center Licensing, ISRA, the New Jersey Spill Act, the Site Remediation Reform Act ("SRRRA"), UST laws, and the Resource Conservation and Recovery Act ("RCRA").
- **Permits:** We have counseled clients in obtaining or modifying environmental permits for business operations and development activities.

Compliance with federal and state environmental laws often takes center-stage in determining the success of a real estate transaction or the long-term viability of a manufacturing enterprise.

For more information go to www.msbnj.com/practice-areas/environmental/

Environmental

(Continued)

- **Administrative Appeals:** We have handled appeals from administrative agency actions, including permit reviews and notices of violations.
- **Administrative Enforcement:** We have defended clients in enforcement proceedings and negotiated the resolution of penalty assessments.
- **Cost Recovery Claims and Defense:** We have represented clients in litigation to recoup from potentially responsible parties the costs of investigating and remediating contaminated properties. We have also defended and negotiated the resolution of claims asserted by government and private parties for the costs of investigating and remediating contaminated properties.
- **Environmental Insurance Recovery:** We have represented policyholders against their insurers under comprehensive general liability, cost-cap, and pollution legal liability policies, to recoup costs incurred in defending, investigating, remediating, and settling potential liabilities at contaminated properties.
- **Environmental Litigation:** Our attorneys have served as trial and appellate counsel in a number of complex environmental litigation matters in New Jersey and other States. We have been involved in all phases of administrative and litigated representation under nearly every major Federal and New Jersey State environmental statute and regulatory program, including the successful resolution of CERCLA liabilities, landowner disputes over a wide variety of environmental liabilities, cost recovery actions against insurers and other potentially responsible parties, and challenges to NJDEP enforcement cases.
- **Natural Resource Damages:** We have negotiated the resolution of Natural Resource Damages (“NRD”) claims made by the State of New Jersey and on behalf of the United States.
- **Solid Waste:** We have counseled solid waste facilities and public authorities regarding regulatory requirements for the collection, transfer, and disposal of solid waste, as well as recycling. We have also represented solid waste facilities in enforcement actions, and advised public authorities under Local Public Contracts Law.

Contact Us

Please contact David L. Isabel at 973-622-5159 for more information about our Environmental Law services.

Housing

McManimon, Scotland & Baumann, LLC regularly handles complex business and financial matters relating to affordable housing. Our attorneys possess vast experience and expertise on both federal and State regulations relating to the development, structure and financing of multi-family housing projects.

What We Do

- **Advise Housing Authorities** – We assist housing authorities in structuring financing for housing projects. We have represented numerous housing authorities throughout New Jersey, including the Newark, Long Branch, Woodbridge and Camden housing authorities, among others.
- **Counsel Municipalities** – We advise municipalities on how to best navigate affordable housing laws, including the Fair Housing Act of 1985. This law is currently being modified, and we are working closely with the legislature on the proposed amendments to the State housing policy.
- **Assist Private Developers** – We advise developers on how the State housing policy can impact their real estate development projects and with various financing structures, and we help them navigate the compliance options with municipalities.

Housing Finance Experience

- **RAD Financing** – Rental Assistance Demonstration (RAD) was enacted by the Consolidated and Further Continuing Appropriations Act of 2012 and is administered by the U.S. Department of Housing & Urban Development (HUD). RAD enables housing authorities and developers to monetize long-term federal funding in order to address their unmet capital needs.
- **Other Federal & Local Funding Programs** – We are very knowledgeable about various federal and local funding programs, including replacement housing factor funds, capital grant funds, and FHLB financing, among others, that allow local housing authorities and developers to leverage available funding sources for purposes of undertaking larger-scale capital improvements to affordable housing facilities.
- **Transaction Documents** – As special counsel in connection with large-scale multi-family rental housing projects, our firm has experience negotiating all pertinent transaction documents, including RAD documents, ground leases, partnership agreements, regulatory and operating agreements, declarations of restrictive covenants, management agreements, developer's agreements, and intralocal and shared services agreements.
- **Developing Financial Structures** – We can help you develop the financial structure for your project, including options such as New Jersey Housing and Mortgage Finance Agency financing, Low Income Housing Tax Credits, Neighborhood Preservation Balanced Housing, Home Express Program Funds, federal grant programs and other funding alternatives.

Creative, Non-Traditional Deal Structuring

- **Local Redevelopment** – Our attorneys have extensive experience with the Local Redevelopment and Housing Law (N.J.S.A. 40A:12A-1 et seq.) (Act), thus enabling them to advise housing authorities in a host of deal structures beyond the scope of traditional affordable housing, including, the negotiation and finance of housing authority

The provision of decent, safe and sanitary housing is a fundamental component to any thriving and successful community.

For more information go to www.msbnj.com/practice-areas/housing/

Housing

(Continued)

administrative offices, the finance and construction of municipal agency facilities by housing authorities, and utilizing housing authorities as “redevelopment entities” to effectuate local redevelopment, among other things.

- **Bond Financing** - We have counseled housing authorities, developers and municipal clients on the innovative use of housing authority bond issuances to provide additional funding sources for affordable housing projects.

Contact Us

For more information about our Housing practice, please contact Bakari G. Lee at 973-622-4865.

Corporations, Business and Banking

Our attorneys offer much more than just legal advice. We offer our clients practical business advice and creative solutions that can make a difference to your bottom line. Our attorneys have decades of experience advising companies in the following areas:

Real Estate

The firm represents clients in every facet of real estate practice, including the negotiation and preparation of contracts for conveyances of title, development agreements, easements, licenses, land use and occupancy agreements, brokerage and commission agreements, and joint venture agreements, as well as all forms of partnership agreements and lease agreements. We have represented owners, developers, landlords, tenants and lenders in all aspects of real property rights, including commercial land acquisition, financing and development, zoning and planning issues and related negotiations, transaction documentation and litigation.

Banking

Whether it is a real estate secured; asset-based; line of credit; floor planning; private banking; credit-enhanced; surety bond; interest rate swaps; trustee; agent or custodian matter; lenders know that McManimon, Scotland & Baumann, LLC has the experience to navigate the intricacies of every transaction. We have served The Bank of New York Mellon, Capital One, N.A., City National Bank of New Jersey, Deutsche Bank, Fulton Bank, M&T Bank, Peapack-Gladstone Bank, TD Bank, N.A., Wells Fargo Bank, N.A. and U.S. Bank National Association in a variety of commercial banking transactions.

Tax Lien Securitization

McManimon, Scotland & Baumann, LLC has participated in countless tax-lien securitizations throughout the United States. Our attorneys have represented financial institutions in all types of securitizations, from public bond offerings to private bond placements to private equity and lender transactions. Our firm has counseled clients through all aspects of securitizations, including start-up, termination and defeasance, default and restructuring and sale of portfolio assets. We have also counseled clients through landmark court decisions having a profound impact on the value and structural integrity of securitizations.

Corporate and Business

The corporate and business practice at McManimon, Scotland & Baumann, LLC involves all aspects of the formation and operation of business organizations. The firm regularly advises its clients on the selection of the type of business organization in which to conduct their activities, including partnerships and joint ventures, sole proprietorships, corporations and limited liability companies both for-profit and nonprofit. The firm frequently assists clients in financing transactions, including securities offerings, startups and mezzanine financings. The firm also advises extensively on mergers and acquisitions, both on the buy and sell side, and the related tax issues. We specialize in representing business entities as retail franchisees.

Contact Us

For more information about our Corporate, Business and Banking practice, please contact John V. Cavaliere, John J. Oberdorf, Jr. or Jeffrey A. Sherry at 973-622-1800.

We offer our clients practical business advice and creative solutions that can make a difference to your bottom line.

For more information go to www.msbnj.com/practice-areas/corporations-business-and-banking/

Climate, Energy & Smart Cities

With the rising awareness of climate change impacts by both public and private institutions, climate adaptation and resilience has become a key component of strategic planning and long-term capital investment. As the premier firm in the State focused on the development of long-term, sustainable projects, McManimon, Scotland & Baumann, LLC brings unparalleled practical “know-how” and project guidance on complex transactions involving a range of sustainability goals, clean and smart technologies and project financing methods.

Who We Serve

From navigating local processes and regulatory issues, to management of environmental, land-use and real estate matters, the firm excels at bringing multi-layered and complex sustainable development projects to successful completion for both public and private institutions.

Our Services

Clean Energy and Energy Efficiency. We are experts in the procurement and structured financing of clean energy and energy efficiency projects, and have spearheaded legislation allowing governments and businesses to make their facilities more energy efficient and energy resilient. The firm has been involved in a wide range of projects such as:

- Develop renewable and alternative energy projects including solar panels, wind turbines, hydropower, geothermal and co-generation facilities
- Review and maximize financial incentives, such as federal tax credits, rebates, and renewable energy certificates (SRECs); counsel clients on the State’s current incentives and clean energy policies
- Provide counsel and analysis for expansion into new renewable energy and clean-tech markets including micro-grids, battery storage, electric vehicles and EV charging infrastructure
- Review and counsel clients in all aspects of project procurement and implementation, including coordination with renewable energy developers, utilities and operators

Smart-Cities. The firm also supports governments and businesses with rapidly evolving smart-city technologies including:

- Counsel and assessment on a range of emerging issues such as the integration of distributed energy technologies with smart-city (connected) technologies also known as IOT (internet of things)
- Procurement and development of 5G (fifth generation cellular network technology) infrastructure and review of issues such as underground conduits, cellular antennas and usage
- Review privacy/cybersecurity issues related to integration of smart-city technologies Prepare clients for changing consumer preferences for electric vehicles and use of semi-autonomous and autonomous vehicles, and impacts these will have to their roads and others infrastructure (including impacts on the electrical grids) and facilities

Climate Adaptation and Resiliency. The firm regularly provides counsel on climate change solutions and preparedness, proactive resiliency measures and adaption investments, and assists with spearheading legislation on new legislation/reforms needed to prepare New Jersey for changing climate conditions.

We can help you maximize the value of all tax breaks, tax credits and renewable energy certificates available to finance your project.

For more information go to www.msbnj.com/practice-areas/energy/

Climate, Energy & Smart Cities

Our Services (continued)

Green Buildings. Our attorneys have extensive experience with green building design (including LEED Certification), brownfield redevelopment, green infrastructure, environmental financing and storm-water management solutions. We assist clients with valuation and planning that helps clients consider climate adaptation and redevelopment issues such as:

- Impacts of rain or flood on specific facilities/elevations
- Location and loss of primary and backup powers; “islanded” power solutions
- Emergency preparedness and resiliency measures such as bulkhead construction, retaining walls, road elevations and green infrastructure development
- Public finance, green bonds and NJEIT loan financing, grant funding, state or federal tax incentives, public-private partnerships and other project finance options

Contact Us

For more information about our Climate, Energy and Smart Cities, please contact Matthew D. Jessup or any member of our team at 973-622-4850.

Public Utilities, Cable and Wi-Fi

Public Utilities

McManimon, Scotland & Baumann, LLC provides a full range of legal services in regulatory, legislative, administrative, transactional, contractual and litigation matters involving the electric, gas, cable television, solid waste, water and wastewater industries. The firm's attorneys appear before State public utility commissions, legislative committees, municipal governing bodies and the courts to address the specialized areas of law and regulation faced by these industries. Our attorneys have in-depth experience, knowledge and expertise in this ever growing area to enable us to address and meet the continuing challenges faced by our clients. The firm serves as general or special counsel to a host of local authorities and commissions, and hence is intimately familiar with State and Federal law applicable to the administration of public utilities.

Cable

McManimon, Scotland & Baumann, LLC provides legal services to municipalities in the cable franchising and refranchising processes. The firm is intimately familiar with the relevant statutory and administrative provisions governing the cable franchising process and has successfully assisted municipal clients in navigating the maze involved in negotiating and renegotiating a cable franchise. The firm can help municipal clients focus on the important issues involved and complete the cable franchising process in an effective and efficient manner.

Wi-Fi and Telecommunications

The development and proliferation of wireless and fiber-optic telecommunications, including wireless fidelity networks (Wi-Fi), has presented new opportunities, as well as responsibilities, for local government and private clients alike. There are obligations for local government to grant telecommunications companies access to public rights-of-way, and to potentially have wireless telecommunications equipment mounted on public property. In that regard, the firm can bring its wireless and telecommunications experience to bear. The firm has been working with local government and major telecommunications companies to facilitate telecommunications access to public rights-of-way and other public property under the control of the local unit in accordance with applicable law. The firm has also counseled public and private clients with respect to the complications that arise when these facilities must be relocated – avoiding litigation whenever possible, but vigorously litigating when necessary.

Contact Us

For more information about our Public Utilities, Cable and Wi-Fi practice, please contact Leslie G. London at 973-622-5335.

Our attorneys have in-depth experience, knowledge and expertise in this ever growing area to enable us to address and meet the continuing challenges faced by our clients.

For more information go to www.msbnj.com/practice-areas/public-utilities-cable-and-wi-fi/

Tax Appeals

The attorneys at McManimon, Scotland & Baumann have more than 55 years of experience in the practice of real estate tax appeals. We have extensive experience defending and prosecuting tax appeals involving residential, commercial and industrial properties.

Proven Experience in General Tax Appeals

Our firm has represented several municipalities in the State of New Jersey regarding local property tax appeals and exemption claims, including the City of Newark, Township of Franklin, Borough of Carteret, Township of Green Brook and Borough of Rockleigh. In this regard, we have represented municipalities and property owners with respect to every type of industrial, commercial and multi-family residential property, including shopping centers, hotels, cogeneration facilities, manufacturing and warehouse facilities, pharmaceutical and research facilities, office complexes, breweries, golf courses, co-operatives and condominiums. Our services include:

- Preparation and review tax appeal petitions and tax court pleadings
- Pre-trial discovery
- Defense and prosecution of tax appeals before County Boards of Taxation, the Superior Court of New Jersey and the Bankruptcy Court of the District of New Jersey

An important component and major emphasis of our practice involves the evaluation of tax appeal cases and advising our public and private clients regarding the merits of tax appeal cases. We have the expertise and experience that is necessary to structure settlements and develop trial strategies, as appropriate, that protect our clients' short- and long-term interests.

Tax Exemptions

We also review applications for Long Term and Five-Year Tax Exemptions and exemption claims by not-for-profit and public entities. As part of this practice we provide legal advice regarding compliance with State statutes, draft financial agreements, conduct due diligence and prepare resolutions and ordinances authorizing tax exemptions and abatements. We also provide legal representation regarding challenges to the validity of tax exemptions and abatements.

Contact Us

For more information about our Tax Appeals practice, please contact Demetrice R. Miles at 973-622-5175.

We have extensive experience defending and prosecuting tax appeals involving residential, commercial and industrial properties.

For more information go to www.msbnj.com

Labor and Employment

McManimon, Scotland & Baumann, LLC's Labor & Employment Practice Group provides a wide variety of workplace strategies, legal counsel, practical advice, consulting and litigation services to both public and private sector management clientele. Our firm understands the practical impact of labor and employment issues upon employers, particularly in the public sector, where a myriad of issues must be considered. We have the breadth of experience needed to assist employers in analyzing options, in making informed decisions, and in taking appropriate courses of action best suited to their needs and circumstances.

We provide representation and advice to employers on almost a daily basis regarding compliance with federal, state and local employment laws, including:

- Fair Labor Standards Act
- New Jersey State prevailing wage and hour laws
- Federal Family and Medical Leave Act
- New Jersey Family Leave Act
- Title VII of the Civil Rights Act
- New Jersey Law Against Discrimination
- Americans with Disabilities Act
- New Jersey Conscientious Employee Protection Act
- Public Employees Occupational Safety and Health Act
- New Jersey Civil Service Act
- New Jersey Public Employment Relations Act

Our firm also counsels employers in other areas of labor and employment law, including:

- compliance issues related to hiring and termination
- employee manuals and handbooks
- policies, employment agreements, non-competition agreements and severance agreements
- guidance and training for employers and supervisors on various issues, including training on workplace drug testing, and sexual and other forms of harassment in the workplace
- mediation, arbitration, grievance and collective bargaining issues
- preparation and negotiation of collective bargaining agreements

Our firm routinely appears in proceedings before the New Jersey Civil Service Commission as well as the Public Employment Relations Commission in connection with its public labor and employment practice, including challenges to the imposition of major discipline, arbitration, unfair labor practice proceedings, and interest arbitration.

In addition to appearing and litigating before State agencies, McManimon, Scotland & Baumann, LLC also litigates matters before both state and federal courts on behalf of various employers, as well as before mediation and arbitration tribunals, including the New Jersey Office of Dispute Resolution and the American Arbitration Association. This gives our firm a unique perspective on strategies for public and private employers faced with litigation

Our firm prides itself on integrating practical advice, consulting and litigation services in a manner best suited to meet the needs of employers. While litigation is a result any employer wishes to avoid, when it is or becomes necessary, our firm strives to provide thorough, yet cost effective, representation to achieve favorable results.

For more information go to www.msbnj.com/practice-areas/labor-and-employment/

Labor and Employment

(Continued)

issues, including civil rights defense, discrimination, harassment, breach of contract and wrongful termination. While litigation is a result any employer wishes to avoid, when it is or becomes necessary, our firm strives to provide thorough, yet cost effective, representation to achieve favorable results. Our firm prides itself on integrating practical advice, consulting and litigation services in a manner best suited to meet the needs of employers.

Contact Us

For more information about our Labor and Employment Practice, please contact Leslie G. London at 973-622-5335.

Public Private Partnerships (P3)

McManimon, Scotland & Baumann, LLC is at the forefront of helping municipalities considering public private partnerships (P3). P3 is a tool for both the public and private sectors to join experience, skills and assets to deliver facilities and services that best serve the public, while sharing risks. While P3 can be a potent tool to deliver major projects and services, it is not always appropriate in every case. We can help you navigate the regulatory, financial and structural issues when considering or implementing a P3.

- **Analysis:** What is the value for money for the public entity? How will risks be monetized and apportioned among the parties?
- **Financing:** How are the revenues to be shared or what payments shall be paid to the private entity? Will bonds be issued on a tax-exempt or taxable basis? What types of equity and debt structure can be supported by the project?
- **Negotiation:** What are the deliverables for each entity and the timeframes for same? How is risk apportioned among the parties and how is it financed? What are the procedures for dispute resolution? What are the monitoring and oversight requirements for the project?
- **Implementation:** What are the statutory and regulatory requirements or hurdles for the P3? What are the procurement requirements, if any, for the public entity? What approvals are required and in what time frame?

Our Services

We can expertly guide you through the P3 process and advise you on the benefits, risk, timing and process. Our attorneys will analyze all of the business, financial, legal, tax and policy issues associated with these arrangements, including:

- Procurement
- Referendum
- Regulatory compliance
- Valuation and limitations
- Tax and other impact on outstanding debt
- Operating issues – employees, union issues, etc.
- Franchise/concession fees
- Term of partnership
- Ongoing capital improvements
- Rate structure

Contact Us

For more information about our P3 practice, please contact Joseph P. Baumann, Jr. at 973-622-5259.

We utilize our public and private sector experience to bring the innovation and expertise of private industry to municipal services.

For more information go to www.msbnj.com/practice-areas/privatization-of-essential-government-services/

Government Procurement & Contract Services

McManimon, Scotland & Baumann's Government Procurement & Contract Practice attorneys have extensive knowledge and experience in advising clients regarding issues involving government procurement law and regulation at the federal, state, county and local level. We use our knowledge and experience to advise clients on procurement strategy and processes for structuring solicitations and all aspects of procurement law.

Who We Serve

We have experience acting as general and special counsel to all levels of public entities including:

- Municipalities
- Counties
- Municipal Utilities Authorities
- County Utilities Authorities
- County Improvement Authorities
- Housing Authorities
- Parking Authorities
- School Boards

Our Services

We provide expertise in all areas of law affecting procurement transactions at any stage in the process, including drafting and soliciting responses to requests for bids and proposals, formulating responses to requests for proposals and qualifications, reviewing responses to solicitations and advising as to contract award (including making and defending legal challenges). We also have experience regarding design-build procurements and procurements involving New Jersey's Energy Resilience Bank Projects. Our firm can provide assistance in all aspects of contract drafting and negotiations and contract management, including dispute resolution and avoidance.

Our firm brings unique expertise to our clients regarding government procurement because of our familiarity and experience with procurement and contract requirements and program rules, and other applicable federal and state requirements that will be involved in most projects, particularly those projects that are federally funded.

Contact Us

For more information about our Government Procurement & Contract Practice, please contact Leslie G. London at 973-622-5335.

As specialists in procurement and contract law, we are able to provide unparalleled services and guidance to our clients.

For more information go to www.msbnj.com/practice-areas/government-procurement-contract-services/

Tax Controversy

McManimon, Scotland, & Baumann's Tax Controversy practice is focused on advising clients in their interactions with the Internal Revenue Service ("IRS") and State of New Jersey tax authorities at all levels, whether engaging with revenue agents during examination, requesting letter rulings or administrative guidance, representing clients at the Appeals Office, or litigating cases in the United States or New Jersey Tax Courts, United States District Courts, or the Court of Federal Claims. Our engagements cover the full spectrum of substantive tax issues involving income, estate and gift, employment, excise taxes, and tax-exempt entities.

We implement creative solutions to our client's tax problems with careful consideration given to each client's unique circumstance. We aim for excellence in everything we do and we are always results-focused.

Audit/Examination

We counsel clients at every stage of an examination with the IRS or State of New Jersey and are frequently hired to collaborate with other tax professionals, bankers, financial advisors, and lawyers in order to achieve the best results for our clients. Our examination services include:

- Reviewing and responding to information document requests ("IDRs") or summonses from the IRS;
- Examination logistics, daily interactions with IRS agents, and handling of sensitive issues;
- Monitoring the examination, providing procedural guidance to compliance personnel, and responding to legal and sensitive factual questions;
- Reviewing and counseling clients who have received a Notice of Proposed Deficiency (also known as the "30-Day Letter"), regarding appeal rights and procedure;
- Requesting technical advice or rulings from the IRS National Office, as necessary; and
- Negotiating closing agreements and/or other settlements.

We also counsel clients with other issues that may arise from ordinary financial audits or IRS examination such as financial statement disclosure, tax reserve provisions, and tax return treatment going forward.

IRS Appeals Office

If tax issues remain unresolved after an examination, we work diligently with the Appeals Office towards a potential resolution to avoid protracted litigation, by managing communications with tax authorities, leading negotiations, arranging taxpayer meetings where appropriate, and preparing tax protest letters. Our clients have experienced substantial savings through our engagement on their behalf with IRS of State of New Jersey Appeals Offices.

Litigation

We litigate tax controversies ranging from individual tax liability and collection disputes to complex corporate deficiency and refund litigation. Our litigation services include identifying the proper forum, determining strategy, conducting discovery, litigating the case at trial, and when necessary, filing an appeal.

As experienced advocates, we help clients properly frame their tax positions and persuasively advance their interests. We work hard to ensure that we always present our clients' cases in the best possible light.

For more information go to www.msbnj.com/practice-areas/tax-controversy/

Tax Controversy

(Continued)

Undeclared Offshore Bank Accounts and International Tax Compliance

We represent taxpayers in IRS Offshore Voluntary Disclosure Programs (OVDP), the Streamlined Foreign Compliance Procedures, Streamlined Domestic Offshore Compliance Procedures, Delinquent Filing Procedures, and other forms of voluntary disclosures regarding foreign financial accounts. We also help clients determine whether or not an IRS voluntary disclosure program is appropriate and represent taxpayers who have chosen to opt out of the IRS voluntary disclosure programs, or are otherwise under IRS examination concerning these issues.

Employment Tax Issues

Worker classification

We assist clients in making proper classifications and, if necessary, assist them in entering into the IRS Voluntary Classification Settlement Program (VCSP), which is a voluntary program that provides an opportunity for taxpayers to reclassify their workers as employees for employment tax purposes for future tax periods with partial relief from federal employment taxes.

Trust Fund Recovery Penalty

We represent clients in situations where the IRS seeks to impose the Trust Fund Recovery Penalty against a responsible person or persons who have been charged with failure to withhold and pay over employment taxes to the IRS.

Contact Us

For more information about our Tax Controversy practice, please contact Mel E. Myers at 973-622-5664.

Restructuring & Bankruptcy Services

McManimon, Scotland & Baumann, LLC's practice of financial restructuring, creditors' rights, and insolvency is highly regarded by both the judiciary and the bar in this specialized practice area, which includes debtor, creditor, and fiduciary representations in federal bankruptcy cases; pre-bankruptcy "workout" and insolvency counseling; and related state court litigation involving receiverships, attachments, replevins, and commercial foreclosure actions.

We have insight into the debtor/creditor process having represented all major constituencies in Chapter 7, Chapter 11, Chapter 12, and Chapter 13 bankruptcy proceedings, including debtors, trustees, governmental entities, official committees, secured and unsecured creditors, landlords, asset purchasers, insurance carriers, equity interests and other parties in interest. We know equally well how to confirm Chapter 11 plans and how to maximize the return to creditor clients in all types of bankruptcy proceedings, all at a reasonable cost.

Members of the firm's Restructuring and Bankruptcy group have distinguished themselves in a variety of ways in the field. Partner Andrea Dobin is a panel Chapter 7 trustee and the standing Chapter 12 trustee in the Trenton vicinage of the New Jersey Bankruptcy Court. Ms. Dobin has been appointed as Chapter 11 trustees. In addition, several attorneys of the firm, including Richard D. Trenk, Anthony Sodono, III and Joshua Raymond, have served as custodial receivers and assignees for the benefit of creditors in state court. Both Anthony Sodono, III and partner Sam Della Fera, Jr. act as Bankruptcy Court-approved mediators, and Mr. Della Fera is a member of the steering committee of the Hon. Morris Stern Bankruptcy Pro Bono Project at Rutgers Law School. Shoshana Schiff serves as a member of the Lawyers' Advisory Committee to the Bankruptcy Court and the Bankruptcy Court Liaison to the District Court of Lawyer's Advisory Committee.

Members of the department regularly earn accolades from the most respected and prestigious peer-review publications in the industry, including the National and Worldwide Chambers USA Guide, the regional *Best Lawyers*®, *Super Lawyers* and *Super Lawyers Rising Stars* rankings.

Contact Us

For more information about our Restructuring and Bankruptcy practice, please contact Sam Della Fera, Jr. at 973-622-5019.

Our vast experience representing various stakeholders in debtor/creditor and bankruptcy matters allows us to offer clients valuable insights.

For more information go to www.msbnj.com/practice-areas/restructuring-and-bankruptcy/

Alternate Dispute Resolution

The firm offers mediation and other alternative dispute resolution services in New Jersey state, federal and bankruptcy courts.

Anthony Sodono, III and Sam Della Fera, Jr., have been trained and certified to act as Bankruptcy Court-approved mediators in all New Jersey adversary proceedings. The experience that Anthony and Sam have acquired in helping parties to resolve bankruptcy litigation matters is easily transferrable to non-bankruptcy mediations in New Jersey state and federal courts.

Contact Us

For more information about our Alternate Dispute Resolution practice, please contact Anthony Sodono, III at 973-622-5038.

Helping parties resolve their disputes either before or early on in litigation avoids the inherent costs and risks of lawsuits.

For more information go to www.msbnj.com/practice-areas/alternative-dispute-resolution/

Biographies

Kevin P. McManimon, Member

Kevin P. McManimon concentrates his practice in the areas of redevelopment, land use and public finance law, primarily representing governmental entities and for-profit developers in all aspects of redevelopment projects. Kevin serves as general counsel, redevelopment counsel and/or bond counsel to redevelopment entities, including municipalities, county improvement authorities and redevelopment agencies throughout the State of New Jersey. Kevin also serves or has served as general counsel and/or bond counsel to various public bodies, such as redevelopment agencies, parking authorities, county improvement authorities, municipal utilities authorities and free public libraries.

Kevin advises governmental entities and for-profit developers during all stages of the redevelopment process, including the investigation and designation of redevelopment areas, the preparation and adoption of redevelopment plans, and the negotiation and implementation of redevelopment agreements. He also provides high-level advice to public sector and private clients regarding financial agreements governing payments in lieu of taxes and other complex project finance related matters, including securing financial assistance through State-administered incentive programs. Kevin represents clients in the negotiation of various other types of agreements relating to the development and conveyance of land, including purchase and sale agreements, leases, parking agreements and use and occupancy agreements. Kevin regularly appears before the governing bodies of the public entities he represents, as well as venues like the Local Finance Board in the Division of Local Government Services. Kevin also represents public body clients in various litigation matters, including, for example, condemnation matters. In connection with such matters, Kevin has appeared before panels of condemnation commissioners, and the Law Division and Appellate Division of the New Jersey Superior Court. He has also served as lecturer on the laws governing redevelopment and tax exemption on behalf of the New Jersey Institute for Continuing Legal Education, Plan Smart NJ and The American Planning Association New Jersey Chapter.

Prior to joining McManimon, Scotland & Baumann, Kevin was an associate at Mason, Griffin & Pierson, P.C. in Princeton. Previously, he was an Assistant Prosecutor in the Mercer County Prosecutor's Office. Kevin began his legal career as a law clerk for the Honorable David J. Schroth, J.S.C. and the Honorable Alan J. Pogarsky, J.S.C., of the Superior Court of New Jersey in Mercer County. He then served as law clerk to the Honorable John J. Hughes, U.S.M.J., in the United States District Court, District of New Jersey.



William W. Northgrave, Member

William W. Northgrave concentrates his practice in municipal law, specifically in the areas of redevelopment and long-term tax exemption and litigation related thereto. William has worked on a number of redevelopment projects throughout New Jersey, on behalf of both public and private entities, including projects in Woodbridge, Belmar, Linden, West Orange, Tinton Falls and Haddon Township, among others. William currently serves as General Counsel to the Township of Edison, the Middlesex County Utilities Authority and the Woodbridge Redevelopment Agency.

In addition to his municipal and redevelopment practice, William devotes significant time to election law issues. He has served as general or special counsel to the New Jersey State Democratic Committee and to a number of County Democratic Committees. He regularly counsels candidates and elected officials in various election law matters, ranging from election contests and recounts to recall elections and miscellaneous litigation arising out of contested elections, in addition to providing advice to candidates and campaigns on campaign-related issues. William was a New Jersey elector in the 2008 Electoral College in the historic election of President Barack H. Obama.

William previously served as Chief of Staff in Hudson County and later as Hudson County Counsel. He has been practicing for more than 25 years in both state and federal courts and is admitted to practice in New Jersey, New York (including the Southern and Eastern Districts), and the Third Circuit Court of Appeals. William received his B.A. in *curso classico* from St. Peter's College in 1987. He obtained his J.D. in 1990 from Seton Hall University School of Law.

Decisions of note in which William served as lead counsel include:

- *Zimmer v. Castellano*, 432 N.J. Super. 412 (App. Div., 2013), addressing whether a mayor can break a tie vote in filling a council vacancy;
- *In re: Ordinance 2354-12*, 2013 WL 379288 (App. Div., 2013) (cert. granted on separate grounds) - whether a redevelopment bond ordinance can be the subject of a referendum;
- *In re: Ordinance 2354-12*, 223 N.J. 589, 127 A. 3d 1277 (2015) - addressing issuance of redevelopment area bonds;
- *G.D. v. Bernard Kenny, et al*, 411 N.J. Super. 176, 984 A.2d 921 (app. Div, 2009), affirmed 205 N.J. 275 (2011) - addressing whether publication of a criminal conviction, later expunged, can form the basis for a claim of defamation;
- *In re Petition for Referendum on City of Trenton Ordinance 09-02*, 411 N.J. Super. 135, 984 A.2d 895 (App. Div. 2009), reversed 201 N.J. 349, 990 A.2d 1109 (2010) - addressing whether the sale of a public utility can be subjected to a referendum;
- *King v. Lopez*, HUD-L-3303-09 (Law Div., 2009), affirmed on other grounds, 2010 WL 4940051 - challenge to residency of elected official;
- *The Port Authority of New York and New Jersey v. Bayonne Local Redevelopment Authority, et al*, 2009 WL 1011333 - Open Public Meetings Act.
- *St. Joseph's Korean Catholic Church v. The Zoning Board of Adjustment of the Borough of Rockleigh, et al*, 2006 WL 1320089 (Certification dismissed after argument) (Religious Land Use and Institutionalized Persons Act).



Attorney Profile

Leslie G. London, Member

Leslie G. London joined the firm 1987, and since that time has been involved in various aspects of general counsel and litigation work for the firm. Leslie currently serves as general, special, COAH and/or labor counsel for several municipalities and municipal utilities authorities. She currently serves as Labor Counsel for the Ewing Lawrence Sewerage Authority, the Borough of Keyport and the Western Monmouth Utilities Authority and as COAH Counsel for the Township of Parsippany Troy-Hills, Borough of Red Bank and the Township of Edison. Leslie was also recently appointed as Special Counsel/Administrator in the Borough of Englewood Cliffs' COAH proceedings. Leslie previously served as Township Attorney and Redevelopment Counsel for Franklin Township, Somerset County and Labor Counsel for the Borough of South River and the Township of North Brunswick.

Leslie concentrates in the areas of municipal law, public contracts law, employment and labor law, redevelopment law, COAH, construction law, and wastewater and solid waste and recycling planning, implementation, enforcement and regulation. In addition, she devotes a portion of her time to monitoring, analyzing and drafting state and federal legislation and regulations, advising clients on "pay-to-play" issues and preparing election compliance reports for political action committees and other continuing political committees.

Prior to joining McManimon, Scotland & Baumann, LLC, Leslie served for three years as New Jersey Director of Constituent Services for U.S. Senator Frank R. Lautenberg, specializing in small business and government procurement issues. Prior to that, she worked for eight years in various New Jersey State government agencies including the Election Law Enforcement Commission, as an Election Finance Analyst; the New Jersey Division of Motor Vehicles - Bureau of Agencies, as Acting Bureau Chief of Agencies; the Department of the Public Advocate, as a Field Representative; and the New Jersey Office of Legislative Services, Division of Program Analysis, as a Program Analyst.

Leslie received her B.A. degree in Political Science from Rutgers University in 1977, her Certification (C.P.M.) as a Public Manager in 1984 from Rutgers University Graduate School of Management/N.J. Department of Civil Service, and her J.D. from Seton Hall Law School in 1988. In June 2009, Leslie received Certification in Public Sector Labor Relations from the Rutgers School of Management and Labor Relations. She is a member of the New Jersey State Bar Association and the American Bar Association. Ms. London is a frequent speaker on pay-to-play issues and public contract and procurement law matters.



David L. Isabel, Member

David L. Isabel concentrates his practice in environmental law and litigation. David represents private and public clients in a variety of environmental, insurance and construction-related matters before regulators, trial and appellate courts in New Jersey and other jurisdictions. He also counsels his clients on environmental compliance, due diligence, redevelopment and transactional issues.

David negotiates administrative consent orders, consent decrees, master services agreements, contracts, subcontracts, access agreements, deed notices, restrictive covenants, permits, permit transfers and approvals required to perform the remedial investigation, design and actions required at contaminated sites. He also negotiates Pollution Legal Liability and other environmental insurance policies for clients involved in transactions of contaminated properties.

Representative matters include:

- Assisting client with due diligence, pollution legal liability insurance negotiations and post-acquisition environmental compliance related to the acquisition through a deed in lieu of foreclosure of a warehouse facility located in Kearny, NJ.
- Assisting client with due diligence, post-acquisition environmental compliance and cost-recovery related to the acquisition out of bankruptcy of a former chemical plant located in Newark, NJ.
- Assisting client with due diligence, contract negotiations, post-acquisition environmental compliance, and insurance negotiations related to the acquisition of a repurposed landfill in Newark, NJ.
- Serving as lead counsel in regulatory and ADR proceedings related to the Lower Duwamish Waterway Superfund Site in Seattle, where the estimated costs of investigation and remediation exceed \$500 million.
- Serving as coordinating counsel on behalf of private client managing certain environmental investigation and remediation obligations at a number of former manufactured gas plant sites in Florida.
- Serving as Special Environmental Counsel to the City of Newark for regulatory matters and litigation related to the Passaic River Superfund Site, where the estimated costs of investigation and remediation exceed \$1 billion.
- Defending \$160 million claim related to failed development project during a 6-week trial in Miami.
- Negotiating and implementing an air monitoring and medical monitoring program for employees of a municipal authority located adjacent to a contaminated site where approximately 1 million tons of hazardous materials were excavated pursuant to a court ordered remediation plan.
- Obtaining a judgment in excess of \$10 million against certain insurance companies that denied environmental insurance coverage to a private client for costs incurred defending, investigating and remediating two Superfund sites after a three-week bench trial in New Jersey Superior Court.
- Obtaining and enforcing a judgment in excess of \$8 million against an insurance carrier that had denied environmental insurance coverage to a private client after allocation proceedings before a Special Master.
- Negotiating nearly \$5 million in pre-litigation settlements with certain insurance companies that issued policies between 1951 and 1985 to a private client for costs of defense, investigation and remediation incurred at former manufactured gas plant sites.



Richard D. Trenk, Member

Richard D. Trenk concentrates his practice in the areas of commercial litigation, corporate restructuring, bankruptcy, debtor/creditor rights, municipal law, public contracting, insurance defense and government affairs.

For over 30 years, Richard has litigated hundreds of bankruptcy and non-bankruptcy cases to successful conclusions. He strategizes all issues to achieve the most economic and efficient outcome while vigorously representing the interests of his clients. Specifically, Richard has recently tried to conclusion bid litigation involving over \$100 million. He has handled Chapter 11 real estate cases involving over \$500 million in value.

In 1982, following his admission to the bar of the State of New Jersey, Richard clerked for the Honorable Julius A. Feinberg, Judge of the Superior Court, Essex County. From 1986 through 1990, he was an associate, and from 1990 to 1997, a partner, with Ravin, Sarasohn, Cook, Baumgarten, Fisch & Rosen, P.C.

Richard is a former President of the Essex County Bar Association, one of the largest legal professional organizations in the State of New Jersey. Also, he has actively served in numerous leadership positions with the New Jersey State Bar Association and American Bar Association.

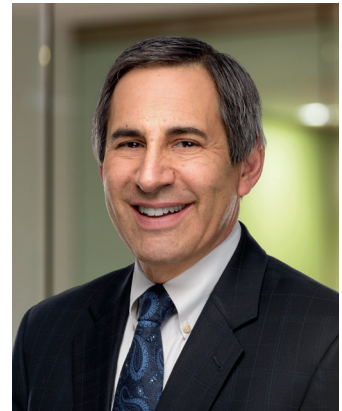
Richard is a co-founder of the Bankruptcy Inn of Court for the District of New Jersey.

Richard has lectured for the Institute of Continuing Legal Education (ICLE), Association of Trial Lawyers of America, New Jersey Chapter (ATLA), Rutgers University School of Public Administration, the New Jersey Judicial College, the New Jersey State Bar Association Bankruptcy Law Section, the Essex County Bar Association, Bergen Community College, and the National Association of Women Judges. He has served also as an expert witness in bankruptcy-related matters.

Richard has devoted many years of service to non-profit organizations, including the March of Dimes, Advocates for Children of New Jersey, Community Health Law Project, Legal Services Foundation of Essex County, Discovery Charter School, Community Food Bank and Habitat for Humanity. Also, Richard serves as a Professional Advisor to the Board of Directors of New Jersey Shares, a statewide non-profit organization dedicated to assisting New Jersey middle and fixed income households experiencing difficulty paying for utility services.

Richard has served as the Township Attorney for the Township of West Orange since 1998 and as special counsel for numerous municipalities.

Richard is a contributing author of *Environmental Obligations in Bankruptcy*, published by Thomson Reuters.



Attorney Profile

Anthony Sodono, III, Member

Anthony Sodono, III, concentrates his practice in the areas of commercial litigation, corporate restructuring, bankruptcy and debtor/creditor rights. In particular, he represents debtors and Chapter 11 and 7 trustees. He serves as assignee under deeds of assignment for the benefit of creditors and has represented federal and state court receivers. Anthony is also a Bankruptcy Court Mediator and previously served as a certified foreclosure mediator. He also serves as Chairman of the Board as Independent Director of certain companies. Anthony is admitted to practice law in New Jersey, New York, and Pennsylvania.

Anthony was a former Assistant United States Trustee for the United States Department of Justice. The Office of the United States Trustee is the governmental arm that oversees the federal bankruptcy system. As Assistant United States Trustee, Anthony supervised every large Chapter 11 case for the State of New Jersey from 1999 through 2006. Anthony also served as an Internal Revenue Service Agent.

From 1992 through 1999, Anthony was engaged in private practice with the law firm of Cole, Schotz, Meisel, Forman and Leonard, P.A. He concentrated his practice in the areas of corporate reorganizations, debtor/creditor rights, bankruptcy, and commercial litigation and represented Chapter 11 and 7 trustees, debtors, landlords, creditors' committees, lenders, and receivers.

In 1990-91, Anthony served as the judicial law clerk to the Honorable Daniel J. Moore, United States Bankruptcy Judge for the District of New Jersey.

Anthony also served as a sergeant in the United States Marine Corps.

Anthony is a frequent lecturer for the New Jersey Institute for Continuing Legal Education and for the Bankruptcy Law Foundation's Financial Literacy Project; also, he is a contributing author of the ICLE Bankruptcy Skills Series Textbook and the New Jersey Bankruptcy Manual, for which he wrote the chapter relating to the United States Department of Justice, Office of the United States Trustee.

In 2013, Anthony was appointed by Chief Justice Stuart Rabner to serve for the Office of Attorney Ethics, State of New Jersey, Newark District.

Anthony was named Pro Bono Attorney of the Year by Volunteer Lawyers for Justice.

Anthony has an AV rating, recognizing very high to preeminent legal ability and professionalism, by LexisNexis Martindale-Hubbell, the leading directory of legal professionals. From 2013 to 2015, Anthony was selected as one of the "Top Attorneys in New Jersey" by *New Jersey Monthly Magazine*. He was also selected as a "New Jersey's Top Legal Minds" by *Inside Jersey*. From 2012 to 2019, Anthony was selected to "New Jersey Super Lawyers" by *New Jersey Monthly Magazine*¹.

Anthony serves as Chair-Elect of New Jersey State Bar Association Bankruptcy Law Section. Anthony received his B.S. degree in Accounting, *cum laude*, from Kean University in 1985 and his J.D. from Seton Hall University School of Law, Newark, New Jersey, in 1990. Anthony is admitted to the States of New Jersey and New York, Commonwealth of Pennsylvania, Third Circuit Court of Appeals, United States Tax Court, United States District Court – District of New Jersey, and the Supreme Court of New Jersey.



¹ A description of the selection methodology for Martindale-Hubbell and the Super Lawyers can be found at <https://www.martindale.com/ratings-and-reviews/attorneys/>. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

Ted Del Guercio, III, Partner

Ted Del Guercio, III is a partner of McManimon, Scotland & Baumann, LLC. Since joining the Firm in 2005, Ted has practiced primarily within the Firm's litigation and local government/public school general/special counsel group, assisting in all manner of local government/public school practice and representation, from providing routine daily governance and advice, to handling complex civil litigation and the drafting of complex transactional agreements. He has been involved in matters pertaining to redevelopment; county and municipal utilities authorities representation; construction matters (both transactional and construction litigation); public procurement (including the drafting and review of bid specifications and proposals, bid review, and handling bid challenges); ad valorem tax/assessment defense and appeals; local government labor and employment matters; the defense of local government interests within bankruptcy proceedings; renewable energy implementation and procurement for school boards and other public sector clientele; and, local government representation in the general sense. He has also handled other general civil litigation for private sector clientele as well.



Ted has assisted with the Firm's role as general and/or special counsel to numerous municipal, county, local authority and other governmental units, including without limit: the Township of Little Falls, the Township of Edison, the Middlesex County Utilities Authority, the Borough of Belmar, the Morris County Improvement Authority, the former Bayonne Local Redevelopment Authority, the City of Bayonne, the City of Newark, the Newark Housing Authority, the County of Hudson and its Improvement Authority, the Township of Franklin (Somerset County), the Bayonne Municipal Utilities Authority, the Borough of Carteret, the Carteret Redevelopment Agency, the Plainfield Municipal Utilities Authority, the Old Bridge Municipal Utilities Authority, the Willingboro Municipal Utilities Authority and the Jersey City Redevelopment Agency.

Ted has also assisted with the representation of various Firm public school clientele in both transactional and litigated matters, including in recent years renewable energy implementation and procurement, including the implementation of energy savings improvement programs. Some representative school districts over the years include, without limit, the Burlington Township Board of Education, Deptford Township Board of Education, the Delran Township Board of Education, the Newark Public Schools, the Middlesex County Vocational Technical School District, Brick Township Board of Education, the Willingboro Board of Education (with respect to construction counsel matters), the East Brunswick Board of Education, and the Lower Cape May Regional School District. Ted's public school representation has also included public procurement and schools construction related advice, as well as assisting various districts in the preparation of complex power purchase and renewable energy agreements and related energy savings improvement arrangements.

Ted received his J.D. in 1997 from Regent University School of Law in Virginia Beach, Virginia, and his B.A. in Political Science from Rutgers University in New Brunswick, New Jersey, in 1994. Ted is admitted to practice law in New Jersey, Pennsylvania, West Virginia, Maine, and the United States District Court for the State of New Jersey (including the United States Bankruptcy Court for the District of New Jersey).

Attorney Profile

Sam Della Fera, Jr., Partner

For more than 27 years, Sam Della Fera, Jr. has counseled clients in the areas of commercial litigation, bankruptcy, debtor and creditor rights, and in financial restructurings and workouts both in and outside of court. He represents plaintiffs and defendants in state and federal court litigation, as well as individual and corporate debtors, trustees, creditors' committees, secured creditors, landlords and other parties in interest in all aspects of Chapter 11 and Chapter 7 cases.

Sam has authored several published articles on restructuring issues and has served for many years as a program moderator and speaker for the New Jersey Institute for Continuing Legal Education and other organizations.

Since 2006, including in 2020, Sam has been selected by his peers more than a dozen times as a "New Jersey Super Lawyer"¹ as published by *New Jersey Super Lawyers Magazine*. In 2013, he was named by that publication as one of the Top 100 lawyers in the State. The following year, Sam was appointed to the Registry of New Jersey Bankruptcy Court-approved Mediators, and in 2015 was selected by the New Jersey Supreme Court's Office of Attorney Ethics to serve on a District Ethics Committee, a position he stills holds. Sam was selected by his peers for inclusion in *The Best Lawyers in America*[®] 2017 to 2019 Editions in the practice areas of Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law. He also has been ranked in the *Chambers and Partners USA Guide* since 2016.

Upon the enactment of the Small Business Restructuring Act of 2019, Sam was appointed as one of ten trustees in the District of New Jersey under the new subchapter V of Chapter 11 of the United States Bankruptcy Code, applicable to small business debtors.

Sam also was twice elected to the Town of Westfield Town Council, where among other things he chaired the finance policy committee and served on the Westfield Planning Board and the board of Downtown Westfield Corporation.



¹ The Super Lawyers – Rising Stars list is issued by Thomson Reuters. A description of the selection methodology can be found at www.superlawyers.com/about/selectionprocessdetail.html. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

Attorney Profile

Andrea Dobin, Partner

Andrea Dobin concentrates her practice in the areas of bankruptcy, debtor/creditor rights and commercial litigation.

Andrea represents, in particular, Chapter 7 Trustees, secured creditors in Chapter 13 proceedings, Creditors' Committees in Chapter 11 proceedings, and litigants in adversary proceedings commenced in both Chapter 7 and Chapter 11 proceedings.

Andrea is a Chapter 7 Bankruptcy Panel Trustee, appointed by the United States Trustee, for the District of New Jersey, Vicinage of Trenton.

Andrea is a former partner of the law firm of Sterns & Weinroth, where she served as chair of the firm's Bankruptcy/Creditors' Rights Practice Group.



Attorney Profile

Michele M. Dudas, Partner

Michele M. Dudas concentrates her practice in the areas of bankruptcy, debtor-creditor rights, corporate restructuring and commercial litigation. Michele has appeared and litigated a broad range of matters in federal and state courts, in areas such as bankruptcy, fraudulent transfers and contract disputes. During these proceedings, Michele has represented Chapter 7, 11, 12 and 13 debtors, Chapter 7 Trustees, for-profit and not-for-profit agencies, secured and unsecured creditors, assignors and assignees for the benefit of creditors, and borrowers. Michele is also involved in various out-of-court workouts and represented purchasers and sellers of commercial assets.

In June 2018, following a ten day jury trial in the Superior Court of New Jersey, Ocean County, Michele obtained a \$5,000,000 unanimous verdict by a seven (7) person jury on behalf of a Chapter 7 Trustee. The case arose from an oral breach of contract claim by the Plaintiff-Chapter 7 Debtor.

Michele assists various *pro bono* clients throughout the year. She has presented bankruptcy seminars on behalf of Volunteer Lawyers for Justice, and was named their Pro Bono Attorney of the Month in September 2008. She is also a presenter in the New Jersey Financial Literacy Project (NJFLiP), where she speaks to high school students about the importance of various financial issues, including creditworthiness and identity theft.



Attorney Profile

Grant W. McGuire, Partner

Grant W. McGuire is a partner of McManimon, Scotland & Baumann, LLC. Grant is a seasoned litigator who has successfully tried cases to conclusion in New Jersey's Federal and State Courts. Over his twenty-plus years of experience Grant has represented clients with respect to a broad range of issues, including, but not limited to, professional liability defense, employment matters, products liability, insurance coverage issues and premises liability. While an experienced trial lawyer, Grant is also well versed in alternative dispute resolution, having participated in numerous mediations and arbitrations. Grant's diverse practice has led to experience that makes him an asset to clients. His insights have also made Grant a popular choice as local counsel for out of state firms with cases pending in New Jersey.

Before joining McManimon, Scotland & Baumann, LLC, Grant worked with a mid-sized firm in Newark and Roseland, New Jersey as an associate (from 1999-2001) and as a partner from (2001-2019). Prior to entering private practice, Grant worked as an Assistant Prosecutor in the Hudson County Prosecutor's Office from 1996-1999. Upon graduating from Seton Hall Law Grant served as a law clerk to the Hon. Alfred J. Lechner, Jr., United States District Court (D.N.J.).

While always a zealous advocate for his clients, Grant is ever cognizant of the value of civility in litigation.

Grant was elected by his peers as a Fellow of the American Bar Foundation in 2015. Grant has also been honored with an AV rating by Martindale-Hubbell¹ since 2012.

Grant was appointed and certified as a civil arbitrator for the United States District Court for the District of New Jersey in 2003 and continues to serve in said capacity to the present.

Grant received his J.D. in 1995 from Seton Hall University School of Law and his B.A. in History from Georgetown University in 1992. Grant is admitted to practice in New Jersey, the United States District Court, District of New Jersey, the United States Third Circuit Court of Appeals and the United States Supreme Court.

Grant serves as a member of the Board of Directors for the Historical Society of the United States District Court for the District of New Jersey.

Grant is presently a member of the American Bar Association, the Association of the Federal Bar of New Jersey, the New Jersey State Bar Association, the Morris County Bar Association, the Defense Research Institute, and the Association of Defense Trial Attorneys.



¹ A description of the selection methodology for Martindale-Hubbell can be found at: <https://www.martindale.com/ratings-and-reviews/attorneys/>. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

Demetrice R. Miles, Partner

Demetrice R. Miles joined McManimon, Scotland & Baumann in 2000, and since that time, has been involved in various aspects of litigation, including municipal law, with a concentration in real estate, real property tax appeals and exemption claims, eminent domain, in rem tax foreclosures, public utility law, environmental law, public contracts law, Open Public Records Act, construction law, employment and labor, and complex commercial litigation. Demetrice has extensive litigation experience, having participated in all levels of trial practice - including preparation of pleadings, discovery, depositions, motion practice, jury and non-jury trials, mediation, arbitration and appellate practice. In the field of tax appeals and eminent domain, Demetrice has served as special counsel to various public entities throughout the State of New Jersey, including the City of Newark, the Housing Authority of the City of Newark, New Jersey Schools Development Authority, the Borough of Carteret, Carteret Redevelopment Agency, the Township of Bloomfield, the Township of Bloomfield Parking Authority, the Township of Green Brook, the County of Hudson, Orange Housing Authority, the Township of Franklin, the Borough of Roseland, the Township of West Orange, East Orange Housing Authority, the Township of Edison and the City of Linden, among other entities. Demetrice also handles redevelopment matters, including the review and preparation of redevelopment agreements, tax exemption financial agreements and related transactions.



Prior to joining McManimon, Scotland & Baumann, Demetrice served as an assistant corporation counsel with the City of Newark. He concentrated in the Practice areas of municipal taxation and real estate law. In this capacity, Demetrice defended tax appeals before the U.S. Bankruptcy Court, the Tax Court of New Jersey and the Essex County Board of Taxation, reviewed and processed tax exemption applications, prepared ordinances and resolutions, represented the City of Newark in matters involving zoning and land use planning, and engaged in appellate practice. Also, Demetrice served as counsel to the Municipal Council's Tax Abatement Committee, the City's Central Planning Board and Rent Control Board. In his capacity as assistant corporation counsel, Demetrice represented the City of Newark before the Supreme Court of New Jersey in the case of *GM v. Linden*, 150 N.J. 522 (1997), which involved the City's challenge to the constitutionality of the Business Retention Act.

Demetrice is a member of the American Bar Association, the New Jersey Bar Association and the Garden State Bar Association, where he has served as a member of the Board of Trustees and as Treasurer. Furthermore, Demetrice currently serves as a member of the Board of Trustees of Central Jersey Legal Services Corporation.

Attorney Profile

Mark Y. Moon, Partner

Mark Y. Moon concentrates his practice in the areas of commercial litigation, government affairs, public contracting, insurance defense and municipal law.

Mark is presently a member of the Essex County Bar Association of which he served as the Vice Chair on the Membership Committee from May 2014 through April 2015, a Trustee from April 2012 through April 2014, Chair of the Young Lawyers Section from April 2012 through April 2013, and member of the Executive Board Member of the Young Lawyers Section from April 2012 through April 2014. Mark is also a member of the New Jersey State Bar Association on which he served as New Jersey State Bar Association General Council, Essex County Representative in 2014 and a member of the Executive Board of the Young Lawyers Division from May 2011 through May 2014 as the Essex County Representative. From September 2014 through April 2019, Mark was a member of the District Ethics Committee for District VC. Mark was also a member of the Asian Pacific American Lawyers Association of New Jersey from 2009 through 2013 and a member of the Bankruptcy Inns of Court from 2008 through 2009.

From 2013 through 2019, Mark was selected to “New Jersey Rising Star” by *New Jersey Monthly Magazine*.¹ In 2015, Mark was named a “New Leader of the Bar” by *New Jersey Law Journal*. He was also a recipient of the Essex County Bar Association’s Young Lawyers Section Achievement Award in April 2013 and was selected into the “Lead New Jersey Fellowship” in 2012.

In 2006-07, Mark served as the law clerk for the Honorable Ned M. Rosenberg, Judge of the Superior Court, Essex County.

Mark received his B.A. degree in Politics and Sociology from New York University in 2002 and his J.D. degree from Rutgers University School of Law, Newark, New Jersey, in 2006. As a law student, Mark served as Managing Business Editor of the *Rutgers Computer and Technology Law Journal*.

He was admitted to the practice of law in New Jersey in 2006, to the U.S. District Court, District of New Jersey, in 2006 and to the practice of law in New York in 2007.



¹ The Super Lawyers – Rising Stars list is issued by Thomson Reuters. A description of the selection methodology can be found at www.superlawyers.com/about/selectionprocess_detail.html. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

Attorney Profile

Joshua H. Raymond, Partner

Joshua H. Raymond concentrates his practice in the areas of commercial litigation, corporate restructuring, bankruptcy, debtor/creditor rights and governmental affairs. Josh has represented numerous Debtors in Chapter 7, 11 and 13 proceedings. Josh has represented corporate entities, individuals, trustees, creditors' committees, municipalities and many other types of parties in interest in commercial disputes and insolvency matters. In addition, Josh has prosecuted and defended numerous preference actions. Josh served as an Assignee for the Benefit of Creditors of GameWear, Inc. Josh also practices in the area of municipal law, in which he represents several municipalities, including The Township of West Orange, City of Linden and the City of Atlantic City in all bankruptcy matters.

From 2014 to 2018, Josh organized the "Run on the Reservoir" a 5K race to raise funds for the New Jersey Bankruptcy Lawyers Foundation. In 2018, the New Jersey Bankruptcy Lawyers Foundation honored Josh as its Volunteer of the Year. In 2015, Josh was asked to serve on the NJBLF Board of Directors.

In 2013 and 2016, Josh was elected to serve as a Councilman for the Borough of North Caldwell.

From 2009 through 2013, Josh was selected by the New Jersey Supreme Court's Office of Attorney Ethics to serve on a District Ethics Committee.

From 2004 to 2007, Josh served as the Public Defender in the Borough of Ringwood, New Jersey.

In 2003, Josh was appointed a Condemnation Commissioner in State of New Jersey v. Advance at One Gateway, LLC, et al.

In 1996, Josh was appointed to The Montclair Kimberley Academy Alumni Association. He served as its President from 2004 to 2006. Josh also served on the Board of Trustees from 2004 through 2006.



Shoshana Schiff, Partner

Shoshana Schiff concentrates her practice in the areas of restructuring and bankruptcy, debtor/creditor law, commercial litigation and redevelopment.

Shoshana is a member of the Lawyers Advisory Committee – United States District Court, District of New Jersey from 2013 to the present; the Lawyers Advisory Committee United States Bankruptcy Court, District of New Jersey; the Essex County Bar Association from 1996 to the present; International Women’s Insolvency and Restructuring Confederation, 2005 to the present. She currently serves as Secretary to the Essex County Bar Association. She serves as the Secretary to the New Jersey Federal Bankruptcy Bar Association from 2015 to the present, Seton Hall University School of Law, Alumni Council, 1999 to the present, New Jersey Women Lawyer’s Association from 2009 to the present, New Jersey State Bar Association from 1999 to the present, the Morris County Bar Association from 2008 to the present, Monmouth County Bar Association from 2017 to the present, Northern New Jersey Lehigh Alumni Club from 2006 to the present. Shoshana has served on the Board of Trustees of Partners for Women and Justice from 2010 to the present. In addition, Shoshana was a student and barrister in the Bankruptcy Inn of Court, 2001 – 2003 and a student in the Hayden Proctor Inn of Court, 1999 to 2001.



In May 2016, Shoshana received the Seton Hall University School of Law Exemplary Service Award. Shoshana received the Lehigh University Alumni of the Year Award for the Class of 1995 in May 2015. She was named “New Jersey Rising Star” by *New Jersey Super Lawyers Magazine* in 2012 and 2013. In 2011, Shoshana was listed in the “Top 40 Under 40” by *The New Jersey Law Journal*.¹ In 2007, Shoshana was awarded the “Young Lawyers Section Achievement Award” by the Essex County Bar Association.

Shoshana served as the Law Clerk to the Honorable Robert Feldman, J.S.C., in Superior Court of New Jersey, Civil Division, Monmouth County 1998-1999.

Shoshana received her B.A. degree in Government from Lehigh University in 1995 and her J.D. from Seton Hall University School of Law, Newark, New Jersey, in 1998. She was the recipient of the Mary Franzese Humanitarian Award.

Shoshana was admitted to the practice of law in New Jersey in 1998 and the U.S. District Court, District of New Jersey in 1998. She was Admitted to the U.S. Court of Appeals, Third Circuit in 2008.

¹ A description of the selection methodology for Super Lawyers and The New Jersey Law Journal can be found at http://www.superlawyers.com/about/selection_process.html and <http://files.ctctcdn.com/ae3a35d0101/6bf7df14-a501-4f99-af8e-80db5e628533.pdf?ver=1465226906000>. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

Attorney Profile

Eric E. Tomaszewski, Partner

Eric E. Tomaszewski concentrates in all aspects of environmental law including transactional matters, redevelopment projects, site remediations, regulatory compliance counseling, permitting, solid waste and recyclables, wastewater, cost recovery litigation and insurance coverage litigation. His clients include manufacturers, gasoline retailers, real estate developers, municipalities and public entities.

Eric has practiced environmental law in New Jersey since 2005 and has worked on many notable projects involving the redevelopment of contaminated property in many of the largest municipalities in New Jersey. He has also been involved in the defense and trial of several high-profile environmental cases including litigation related to the Passaic River Restoration Initiative undertaken by the U.S. EPA, the trial of a former energy company against \$160 million environmental and construction claims related to the development of waterfront property in Miami. Eric has extensive experience in due diligence and site remediation, including advising clients on compliance with the New Jersey Site Remediation Reform Act and NJDEP regulations. Most recently Eric successfully negotiated a pre-trial, nuisance-value settlement of a lawsuit challenging the professional judgment of a New Jersey Licensed Site Remediation Professional engaged in the remediation and redevelopment of a former chemical production facility.

In addition to environmental law, Eric previously served as General Counsel of a large New Jersey municipal public entity where he counseled the CEO and Board of Commissioners on the regulatory requirements for the collection and disposal of solid waste, the marketing and disposition of recyclables, and matters involving the New Jersey Local Public Contracts Law and Uniform Shared Services Law.

Eric is a co-author of the “New Jersey Environmental Law Handbook” (2014 and 2019) and frequently speaks on a variety of environmental law topics as part the New Jersey Bar Association’s continuing legal education program.

After graduating law school, Eric served as law clerk to the Honorable Harriet Derman, P.J.Cv. (Ret.), New Jersey Superior Court, Somerset County.



Attorney Profile

Thomas M. Walsh, Partner

Thomas M. Walsh concentrates his practice in the areas of commercial litigation, corporate restructuring, corporate transactional, bankruptcy, and debtor/creditor rights.

Thomas M. Walsh is a former associate of Gibbons, Gibbons, Del Deo, Dolan, Griffinger & Vecchione, P.C., at which he practiced bankruptcy law. In 1998-99, he served as Articles and Notes Editor of the American Bankruptcy Institute Law Review.

In 2010, Mr. Walsh was listed in the “Top 40 Under 40” by *The New Jersey Law Journal*. From 2010 through 2012, Mr. Walsh was named a “New Jersey Rising Star”¹ by *New Jersey Super Lawyers Magazine*.

Tom received his B.S. degree in Management from Rensselaer Polytechnic Institute in 1994 and his J.D. from St. John’s University School of Law in 1999.

Tom was admitted to the practice of law in New Jersey in 2000, the U.S. District Court, District of New Jersey, in 2000, the U.S. District Court, Eastern District of New York, in 2002 and the U.S. District Court, Southern District of New York, in 2002.



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Attorney Profile

Alexander D. Lehrer, Associate

Alexander's concentrates his practice in environmental law and litigation. Alexander represents both private and public clients in complex environmental litigation and regulatory matters. He is experienced in matters involving the New Jersey Spill Compensation and Control Act, CERCLA, Clean Water Act, and claims for Natural Resource Damages.

In 2009, Alexander received his B.A. from Rutgers University with a major in History and minor in Political Science. In 2013, he received his J.D. from Seton Hall University School of Law. After graduation, Alexander served as a law clerk in the Superior Court of New Jersey, Union Vicinage.

He is admitted to practice in the State of New Jersey and the United States District Court for the District of New Jersey.



Attorney Profile

William P. Opel, Associate

William P. Opel is an associate with the law firm of McManimon, Scotland & Baumann, LLC.

As part of the Firm's litigation group, he has been involved in matters pertaining to prerogative writ challenges, litigation related to real estate and redevelopment projects, construction contract disputes, corporate shareholder disputes, environmental claims and commercial litigation involving both public and private entities. He also serves as general counsel to the City of Lambertville.

Prior to joining the firm, he served as Assistant City Attorney for the City of Bayonne, where he focused his attention on various aspects of municipal law. In addition, he served as Municipal Prosecutor and as Counsel to the Alcoholic Beverage Commission and the Bayonne Historic Preservation Commission.

William received his J.D. from Widener University School of Law in 2011 and his B.A. in English from The College of New Jersey in 2007. He is admitted to practice in the States of New Jersey and New York and in the United States District Court for the District of New Jersey.



Attorney Profile

Sari B. Placona, Associate

Sari B. Placona concentrates her practice in the areas of commercial litigation, restructuring and bankruptcy.

While earning her *Juris Doctorate* from Rutgers School of Law-Newark in 2014, Sari worked as a paralegal for eight and a half years at Walder Hayden, P.A. As a law student, Sari served as a Member and Editor of the Women's Rights Law Reporter. Also, Sari received the Eric R. Neisser Pro Bono Program Certificate for her completion of Pro Bono services. Her pro bono work included being a court advocate for victims of domestic violence and the Newark Bankruptcy Pro Bono Project.

Sari served as a law clerk to the Honorable Ned M. Rosenberg, J.S.C., Retired, in the Superior Court of New Jersey, Essex Vicinage, Civil Division, during the 2014-2015 court term.

Sari is a pro bono attorney and a junior advisory board member for Partners for Women and Justice, a non-profit organization that provides free legal help in New Jersey to low income, abused victims of domestic violence.

Sari has been a board member for New Jersey's International Women's Insolvency & Restructuring Confederation ("IWIRC-NJ") - New Jersey since 2018. She is currently Co-Chair of Membership and Sponsorship for IWIRC-NJ.

Sari is the Co-Chair for New Jersey's Turn Around Management Association ("TMA-NJ") - Network of Women. Sari is also on the NextGen Committee for TMA-NJ.



Attorney Profile

Robert S. Roglieri, Associate

Robert S. Roglieri concentrates his practice in the areas of commercial litigation, restructuring and bankruptcy, government affairs and municipal law.

Robert received dual Bachelor of Arts degrees in History and Psychology and a minor in Business Administration from The George Washington University in 2010. Robert earned his Juris Doctorate, *magna cum laude*, from Seton Hall University of Law in 2014, where he was a Dean's Scholar and graduated *Order of the Coif*.

As a law student, Mr. Roglieri served as a Senior Editor for the *Seton Hall Law Review*. He also worked as a student attorney in the Center for Social Justice's Civil Litigation and Practice Clinic, where he represented individuals in consumer fraud and foreclosure matters. During his third year, Robert served as President of the Rodino Law Society and was the recipient of the 2013 Luigi Franzese Award, honoring a law student who exhibits academic excellence, outstanding leadership and service to the community. Robert served as an intern to the Honorable David H. Ironson, Judge of the Superior Court, Morris County.

In 2018, Robert was selected to "New Jersey Rising Star" by *New Jersey Super Lawyers Magazine*¹. Robert is a member of the New Jersey Turnaround Management Association and is on the NextGen committee.

Robert is admitted to practice in the State of New Jersey in 2014 and the U.S. District Court for the District of New Jersey in 2014.



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Joseph R. Zapata, Jr., Partner

Mr. Zapata has over 20 years of experience in bankruptcy law and bankruptcy related litigation, representing debtors and creditors in all aspects of Chapter 7, Chapter 11 and Chapter 13 cases, creditors in Chapter 15 bankruptcies and trustees in Chapter 7 and Chapter 11 cases. He has served as lead counsel to numerous post-confirmation trusts. His practice includes representations of trustees, debtors-in-possession, official creditors committees, secured lenders, post-confirmation fiduciaries, landlords and other parties in complex proceedings. Prior to becoming an attorney, Joe served as an intern for the Honorable William H. Gindin, Chief Bankruptcy Judge, District of New Jersey and teacher's assistant for the Honorable Stuart M. Bernstein, Chief Bankruptcy Judge, Southern District of New York. In 2007 and 2008, Mr. Zapata was selected as a New Jersey Rising Star¹ by *New Jersey Monthly Magazine* and *Law & Politics Magazine*.

Mr. Zapata has served as lead counsel to the creditors' committees in the Foxtons, Inc., and Allstate Excavating Inc. bankruptcy cases, and counsel to the debtors in the successful reorganization of DDOH Family Partners, et al. and KidsPeace Corporation. In addition, Mr. Zapata was lead counsel responsible for receivership and receivership-related litigation in the matter of SEC v. Antar, resulting in \$10,000,000 being recovered for disbursement to defrauded investors; as well as primary counsel to the New Jersey Turnpike Authority in the bankruptcy cases of WorldCom, Adelphia, 360Networks, Global Crossing and Metromedia.

He received his Bachelor of Arts from Canisius College in 1994 and his *Juris Doctorate* from the Benjamin N. Cardozo School of Law in 1998.

Mr. Zapata is admitted to practice law in New Jersey, the United States District Court – District of New Jersey and the United States District Court – Northern District of Illinois. He is a member of the American Bankruptcy Institute, the New Jersey State Bar Association, the Middlesex County Bar Association and Turnaround Management Association.

Select Publications:

- Co-author, *Issues Arising from the Debtor's Ownership of an Interest in a Limited Liability Company*, for the Twenty-First Annual Honorable William H. Gindin Bankruptcy Bench-Bar Conference (April, 2019)
- Co-author, *Requirements for Filing and Proceeding with a Pre-Packaged Chapter 11 Case*, for the Sixteenth Annual Honorable William H. Gindin Bankruptcy Bench-Bar Conference (May, 2014)
- Co-author, *Payment of Foreclosure Judgments Through A Chapter 13 Plan*, for the First Annual Honorable William H. Gindin Bankruptcy Bench-Bar Conference (April, 1999)



¹ The Super Lawyers – Rising Stars list is issued by Thomson Reuters. A description of the selection methodology can be found at www.superlawyers.com/about/selectionprocess/detail.html. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.

Attorney Profile

Malcolm X. Thorpe, Associate

Malcolm X. Thorpe, Esq. is an Associate in our litigation department. Malcolm has substantial experience in all aspects of commercial litigation. He has participated in numerous trials, depositions and oral arguments in New Jersey and all New York Counties.

Malcolm is a graduate of Rutgers University School of Law where he was an editor for *Rutgers Business Law Review* and a Civil Justice Clinic Advocate.

Prior to joining the firm, Malcolm was an Associate at an insurance defense firm in New York and New Jersey where he handled cases from inception through trial in both states. Malcolm also worked as a Claims Analyst for a large international insurance corporation where he oversaw claims for civil litigation matters involving professional and employment practice liability. These experiences have made Malcolm a zealous advocate with a unique perspective on how to develop sensible litigation strategies that meets clients' needs.

Malcolm is licensed to practice in the State of New Jersey, the State of New York and the United States District Court for the District of New Jersey.



Clients/Representative Transactions

PARKING AUTHORITY CLIENT LIST

(Past and Present)

Bayonne Parking Authority
Bloomfield Parking Authority
East Orange Parking Authority
Elizabeth Parking Authority
Jersey City Parking Authority
Montclair Parking Authority
Passaic Parking Authority
Paterson Parking Authority
Perth Amboy Parking Authority
Trenton Parking Authority
Weehawken Parking Authority
West Windsor Parking Authority



McMANIMON • SCOTLAND • BAUMANN

GENERAL/SPECIAL COUNSEL CLIENT LIST

(Past and Present)

Asbury Park, City of
Avalon Library
Bayonne Municipal Utilities Authority
Bloomfield, Township of
Bloomfield Parking Authority
Bloomfield Public Library
Carteret Library
Carteret Redevelopment Agency
Cranford, Township of
East Orange Parking Authority
Housing Authority of the City of Camden
Housing Authority of the City of Orange Township
Hudson, County of
Fort Monmouth Revitalization Planning Authority
Franklin, Township of
Franklin Township Redevelopment Agency
Little Falls, Township of
Montclair Parking Authority
Morris, County of
North Jersey Transportation Authority
North Brunswick, Township of
Old Bridge Municipal Utilities Authority
Old Bridge Redevelopment Agency
Passaic Valley Water Commission
Paterson Parking Authority
Plainfield Municipal Utilities Authority
Rutherford, Borough of
Rockleigh, Borough of
South Orange Village, Township of
Tinton Falls, Borough of
Weehawken Parking Authority
West Orange, Township of
Willingboro Municipal Utilities Authority
Woodbridge, Township of
Woodbridge Redevelopment Agency
Wood-Ridge, Borough of

LITIGATION CLIENT LIST

(Past and Present)

Asbury Park, City of
Atlantic, City of
Bayonne, City of
Bayonne Municipal Utilities Authority
Bayonne Local Redevelopment Authority
Belmar, Borough of
Bloomfield Parking Authority
Brick, Township of
Builders FirstSource, Inc.
Camden, City School District
Carteret, Borough of
Century 21 Gemini LLC Realty
Cranford, Township of
Deptford Township Board of Education
East Orange Housing Authority
Edison, Township of
EHI Realty
Enterprise Rent-A-Car
Franklin Township
Hudson, County of
Hudson County Improvement Authority
Langan Engineering and Environmental Services, Inc.
Linden, City of
Little Falls, Township of
Maplewood, Township of
Meadowlands Tire
Montclair, Township of
Morris, County of
Morris County Joint Insurance Fund
Newark Housing Authority
Newark, Public Schools
New Jersey Democratic State Committee
New Jersey League of Municipalities
New Jersey Intergovernmental Insurance Fund
Orange, City of
Orange Housing Authority
Old Bridge Municipal Utilities Authority
Passaic, City of
Passaic County Utilities Authority
Passaic Valley Water Commission
Plainfield Municipal Utilities Authority
Red Bank, Borough of
Ridgewood, Village of
Rockleigh, Borough of
Secaucus Municipal Utilities Authority
Somers Point, City of
Statewide Insurance Fund
State-Operated School District of the City of Paterson
Tinton Falls, Borough of
Union, Township of
West Orange, Township of
Woodbridge, Township of

GOVERNMENT PROCUREMENT AND CONTRACT COUNSEL CLIENT LIST

(Past and Present)

Bergen County Utilities Authority
Board of Education of the Township of Burlington
Board of Education of the Township of Delran
Edison, Township of
Hudson, County of
Hudson County Improvement Authority
Franklin, Township of
Franklin Township Redevelopment Agency
Little Falls, Township of
Middlesex County Utilities Authority
Morris County Improvement Authority
North Jersey Transportation Planning Authority
Plainfield Municipal Utilities Authority
Board of Education of the Township of Robbinsville

ENVIRONMENTAL CLIENT LIST

(Past and Present - Public)

Asbury Park, City of	Montclair Parking Authority
Bayonne Local Redevelopment Authority	New Jersey Meadowlands Commission
Bayonne Municipal Utilities Authority	New Jersey, State of (Fort Monmouth)
Bayonne, City of	Newark Housing Authority
Belmar, Township of	Newark, City of
Bloomfield Parking Authority	Newton, Town of
Brick Township Municipal Utilities Authority	Old Bridge Municipal Utilities Authority
Carteret, Borough of	Passaic, City of
Carteret Redevelopment Agency	Passaic Redevelopment Agency
Cranford, Township of	Paterson Parking Authority
East Brunswick, Township of	Perth Amboy Redevelopment Agency
East Orange, City of	Perth Amboy, City of
Edison, Township of	Plainfield Municipal Utilities Authority
Franklin, Township of	Ridgewood, Village of
Hamilton, Township of (Mercer County)	Ringwood, Borough of
Hudson County Improvement Authority	South Amboy Redevelopment Agency
Hudson, County of	South Amboy, City of
Jersey City Redevelopment Agency	South Orange Village, Township of
Irvington, Township of	West Orange, Township of
Maplewood, Township of	Woodbridge, Township of
Middlesex County Utilities Authority	Woodbridge Redevelopment Authority

ENVIRONMENTAL CLIENT LIST

(Past and Present - Private)

34 Label Street Assocs.
Accelerated Waste
Allegro Sanitation Corp.
American Carpet South
Atlantic Environmental Services, Inc.
Baekeland Rentals, Inc.
Benjamin Moore & Company
Boys & Girls Club of Hudson County, Inc.
Buckingham High LLC
Case Real Estate Capital, LLC
CenturyLink
Continental Holdings, Inc.
Cozzoli Machine Company
Delran Mulberry Associates, LLC
Dowel Realty Associates
Elizabeth Truck Center
EMS Realty LLC
Greater Paterson Properties, LLC
Halls Warehouse Corp.
HDI Realty, Inc.
Hoffman Chevrolet, Inc.
Hudson County Motors Inc.

Hugo Neu Corporation
KS Engineers, P.C.
Leaguers, Inc.
Level 3 Communications, Inc.
Malex Associates, LLC
Medical Diagnostic Laboratory
Merck & Co., Inc.
Monroe Center Development, LLC
National Fuel Oil Co.
New Baldwin Associates LLC
Newark Museum Associates
Penford Group, LLC
Princeton Laundry, Inc.
PSE&G
Shilling Choe LLC
Tern Landing, LLC
Troy Chemical
Twenty and Fourth, L.L.C.
Value Industry, Inc.
Woodeast Properties LLC
Zarra Realty LLC

REDEVELOPMENT

CLIENT LIST

(Past and Present)

Absecon, City of
Asbury Park, City of
Atlantic County Improvement Authority
Bayonne, City of
Bayonne Redevelopment Agency
Belmar, Borough of
Belleville, Township of
Berkeley Heights, Township of
Bernardsville, Borough of
Bloomfield, Township of
Bloomfield Parking Authority
Brick, Township of
Bridgewater, Township of
Carteret, Borough of
Carteret Redevelopment Agency
Coastal Partners Urban Renewal
Cranford, Township of
East Orange, City of
Edison, Township of
Elberon Development Co., Inc.
Ewing, Township of
Fieldstone Associates
Fort Monmouth Economic Revitalization Authority
Franklin Township Redevelopment Agency
Garwood, Borough of
Goodman Properties
Haddonfield, Borough of
Hamilton, Township of
Highland Park Redevelopment Agency
Highlands, Borough of
Hightstown, Borough of
Hillsdale, Borough of
Hoboken, City of
Hopewell, Township of
Hudson County Improvement Authority
Intra West
Irvington, Township of
Jack J. Cust, Jr.
Jersey City Redevelopment Agency
Jersey Walk, LLC
Keyport, Borough of
Linden, City of
Livingston, Township of
Long Branch, City of
Lyndhurst, Township of
Mannington, Township of
Maplewood, Township of
Matawan, Borough of
Metuchen, Borough of
Middlesex, Borough of
Millville, City of
Montclair, Township of
Montgomery, Township of
New Jersey Meadowlands Commission
New Plan Urban Renewal
Newark Housing Authority
Newark, City of
Newton, Town of
Ocean City, City of
Oceanport, Borough of
Old Bridge Redevelopment Agency
Opus Investments
Orange Township, City of
Orleans Homes/Goodman Properties Joint Venture
Palmyra, Borough of
Passaic Redevelopment Agency
Paterson Parking Authority
Perth Amboy, City of
Piscataway Township
Pitcairn SkyMark, LLC
Plainfield, City of
Plainsboro, Township of
Pleasantville, City of
Plumsted, Township of
Princeton, Borough of
Prospect Park, Borough of
Quantum Investments, LLC
Red Bank, Borough of
Ridgewood, Village of
Roseland, Borough of
Roselle, Borough of
Roselle Park, Borough of
Rutherford, Borough of
Scannel Urban Renewal
Seaside Heights, Borough of
Somers Point, City of
South Amboy, City of
South Amboy Redevelopment Agency
South Orange Village, Township of
South Toms River, Borough of
Springfield, Township of
Stafford, Township of
Tern Landing Development, L.L.C.
Tinton Falls, Borough of
Toms River, Township of
Totowa, Borough of
Trenton, City of
Union, Township of
Upper, Township of
Verona, Township of
West Caldwell, Township of
West Orange, Township of
West Windsor Township
Wharton, Borough of
Wildwood, City of
Woodbridge Redevelopment Agency
Woodbridge, Township of
Wood-Ridge, Borough of

McManimon, Scotland & Baumann, LLC

Business Certificates



**STATE OF NEW JERSEY
BUSINESS REGISTRATION CERTIFICATE**

Taxpayer Name: MCMANIMON, SCOTLAND & BAUMANN, LLC
Trade Name:
Address: 75 LIVINGSTON AVENUE #201
ROSELAND, NJ 07068
Certificate Number: 0075601
Effective Date: January 03, 1988
Date of Issuance: January 04, 2021

For Office Use Only:
20210104094949692

**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF REVENUE AND ENTERPRISE SERVICES
SHORT FORM STANDING**

**MCMANIMON, SCOTLAND & BAUMANN, LLC
0600036776**

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on March 13, 1997.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and office are:

**JOHN V. CAVALIERE
75 LIVINGSTON AVENUE
2ND FLOOR
ROSELAND, NJ 07068**



*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
4th day of January, 2021*

A handwritten signature in black ink, appearing to read 'Elizabeth Maher Muoio'.

**Elizabeth Maher Muoio
State Treasurer**

Certificate Number : 6114320189

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp



MCMASCO-01

J1RKULL

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

10/8/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER AssuredPartners Jamison LLC 20 Commerce Drive 2nd Floor Cranford, NJ 07016	CONTACT NAME: Charles Caruso PHONE (A/C, No, Ext): (973) 669-2311 E-MAIL ADDRESS: Charles.Caruso@assuredpartners.com		FAX (A/C, No): (973) 731-3035
	INSURER(S) AFFORDING COVERAGE		NAIC #
INSURED McManimon, Scotland & Baumann, LLC 75 Livingston Avenue Roseland, NJ 07068	INSURER A : Columbia Casualty Company		31127
	INSURER B : Indian Harbor Insurance Co		36940
	INSURER C :		
	INSURER D :		
	INSURER E :		
INSURER F :			

COVERAGES **CERTIFICATE NUMBER:** **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSP	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COM/OP AGG \$ \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$ \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> Y / N N / A If yes, describe under DESCRIPTION OF OPERATIONS below						PER STATUTE OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
A	Lawyers Prof Liab			652158875	10/15/2020	10/15/2021	*SEE LIMITS BELOW
B	Lawyers Prof Liab			LPN903973701	10/15/2020	10/15/2021	**SEE LIMITS BELOW

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
Attorneys at Law

*\$5,000,000 part of \$10,000,000 per claim and aggregate
**\$5,000,000 part of \$10,000,000 per claim and aggregate

See attached "Additional Remarks Schedule" for additional insurers.

CERTIFICATE HOLDER

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

**ADDITIONAL REMARKS SCHEDULE**

AGENCY AssuredPartners Jamison LLC		NAMED INSURED McManimon, Scotland & Baumann, LLC 75 Livingston Avenue Roseland, NJ 07068	
POLICY NUMBER SEE PAGE 1		EFFECTIVE DATE: SEE PAGE 1	
CARRIER SEE PAGE 1	NAIC CODE SEE P 1		

ADDITIONAL REMARKS

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,
FORM NUMBER: **ACORD 25** FORM TITLE: **Certificate of Liability Insurance**

Excess Limits:**Hudson Specialty Insurance Company**Policy No.: **ATL4100535**Excess Limits: **\$5,000,000 part of \$10,000,000 excess \$10,000,000**NAIC #**37079****Ironshore Specialty Insurance Company**Policy No.: **LPL7NAB372J001**Excess Limits: **\$5,000,000 part of \$10,000,000 excess \$10,000,000**NAIC #**25445**



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

10/14/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER AssuredPartners of New Jersey LLC 20 Commerce Drive Suite 200 Cranford NJ 07016		CONTACT NAME: Maria Ramires PHONE (A/C No. Ext): (732) 574-8000 E-MAIL ADDRESS: Maria.Ramires@assuredpartners.com FAX (A/C No): (732) 574-8001	
INSURED McManimon Scotland & Baumann LLC 75 Livingston Avenue Suite 201 Roseland NJ 07068		INSURER(S) AFFORDING COVERAGE INSURER A: Great Northern Insurance Co. NAIC # 20303 INSURER B: Chubb Insurance Co. of NJ 41386 INSURER C: Federal Insurance Co. 20281 INSURER D: INSURER E: INSURER F:	

COVERAGES

CERTIFICATE NUMBER: CL2010831090

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC OTHER:			35907942	10/15/2020	10/15/2021	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ incl \$
B	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input checked="" type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input checked="" type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS ONLY			73563735	10/15/2020	10/15/2021	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$ 10,000			79877026	10/15/2020	10/15/2021	EACH OCCURRENCE \$ 15,000,000 AGGREGATE \$ 15,000,000 \$
C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	71743471	10/15/2020	10/15/2021	PER STATUTE OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Evidence of Insurance

CERTIFICATE HOLDER**CANCELLATION**

McManimon Scotland & Baumann LLC 75 Livingston Avenue Suite 201 Roseland NJ 07068	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE
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MCMASCO-01

J1RKULL

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
6/15/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

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PRODUCER AssuredPartners Jamison LLC 20 Commerce Drive 2nd Floor Cranford, NJ 07016	CONTACT Charles Caruso NAME: PHONE (A/C, No, Ext): (973) 669-2311 FAX (A/C, No): (973) 731-3035 E-MAIL ADDRESS: Charles.Caruso@assuredpartners.com														
INSURED McManimon, Scotland & Baumann, LLC 75 Livingston Avenue Roseland, NJ 07068	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">INSURER(S) AFFORDING COVERAGE</th> <th style="text-align: center;">NAIC #</th> </tr> <tr> <td>INSURER A : Lloyd's of London</td> <td style="text-align: center;">N/A</td> </tr> <tr> <td>INSURER B :</td> <td></td> </tr> <tr> <td>INSURER C :</td> <td></td> </tr> <tr> <td>INSURER D :</td> <td></td> </tr> <tr> <td>INSURER E :</td> <td></td> </tr> <tr> <td>INSURER F :</td> <td></td> </tr> </table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A : Lloyd's of London	N/A	INSURER B :		INSURER C :		INSURER D :		INSURER E :		INSURER F :	
INSURER(S) AFFORDING COVERAGE	NAIC #														
INSURER A : Lloyd's of London	N/A														
INSURER B :															
INSURER C :															
INSURER D :															
INSURER E :															
INSURER F :															

COVERAGES CERTIFICATE NUMBER: REVISION NUMBER:

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INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSP WVP	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC OTHER:					EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$ \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY					COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$					EACH OCCURRENCE \$ AGGREGATE \$ \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> Y <input checked="" type="checkbox"/> N/A If yes, describe under DESCRIPTION OF OPERATIONS below					<input type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
A	Cyber Liability		ASJ20G005808	6/6/2020	6/6/2021	Per Claim/Aggregate 5,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
Attorneys at Law

CERTIFICATE HOLDER

CANCELLATION

<p>For Evidence Purposes</p>	<p>SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.</p> <p>AUTHORIZED REPRESENTATIVE</p>
------------------------------	--

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 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, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. 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 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, where applicable, will send to each labor union or representative or 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 commitments 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 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 employ minority and women workers consistent with the applicable county employment goals established in accordance with 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, 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 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, 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

The contractor and its subcontractors shall furnish such reports or other documents to the Div. of Contract Compliance & EEO 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 Div. of Contract Compliance & EEO for conducting a compliance investigation pursuant to **Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.**

NAME OF COMPANY: McManimon, Scotland & Baumann, LLC

NAME OF OFFICIAL: Kevin P. McManimon

TITLE: Member DATE: 2/8/21

SIGNATURE: Kevin P. McManimon

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-NOV-2018** to **15-NOV-2021**



MCMANIMON, SCOTLAND & BAUMANN, LLC
75 LIVINGSTON AVENUE, SUITE 201
ROSELAND NJ 07068-5408



Elizabeth Maher Muoio

ELIZABETH MAHER MUOIO
State Treasurer

Request for Taxpayer Identification Number and Certification

**Give Form to the
requester. Do not
send to the IRS.**

▶ Go to www.irs.gov/FormW9 for instructions and the latest information.

1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank. McManimon, Scotland & Baumann, LLC	
2 Business name/disregarded entity name, if different from above	
3 Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes. <input type="checkbox"/> Individual/sole proprietor or single-member LLC <input type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input checked="" type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ▶ <u> P </u> Note: Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner. <input type="checkbox"/> Other (see instructions) ▶	4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3): Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____ <i>(Applies to accounts maintained outside the U.S.)</i>
5 Address (number, street, and apt. or suite no.) See instructions. 75 Livingston Avenue, Second Floor	Requester's name and address (optional)
6 City, state, and ZIP code Roseland, New Jersey 07068	
7 List account number(s) here (optional)	

Print or type.
See Specific Instructions on page 3.

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

Social security number									
or									
Employer identification number									
2	2	-	2	8	3	7	0	9	1

Note: If the account is in more than one name, see the instructions for line 1. Also see *What Name and Number To Give the Requester* for guidelines on whose number to enter.

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
3. I am a U.S. citizen or other U.S. person (defined below); and
4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

Sign Here	Signature of U.S. person ▶ <i>Kerly P. McManimon</i>	Date ▶ <i>2/8/21</i>
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.
Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to www.irs.gov/FormW9.

Purpose of Form

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

- Form 1099-INT (interest earned or paid)

- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.
If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding, later.



**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF PURCHASE AND PROPERTY**

**33 WEST STATE STREET, P.O. BOX 230
TRENTON, NEW JERSEY 08625-0230**

DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN FORM

BID SOLICITATION #: _____

VENDOR/BIDDER: _____

McManimon, Scotland & Baumann, LLC

PART 1

CERTIFICATION

VENDOR/BIDDER MUST COMPLETE PART 1 BY CHECKING ONE OF THE BOXES

FAILURE TO CHECK ONE OF THE BOXES WILL RENDER THE PROPOSAL NON-RESPONSIVE

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 neither the person nor entity, nor any of its parents, subsidiaries, or affiliates, is identified on the Department of the Treasury's Chapter 25 list as a person or entity engaged in investment activities in Iran. The Chapter 25 list is found on the Division's website at <http://www.state.nj.us/treasury/purchase/pdf/Chapter25List.pdf>. Vendors/Bidders must review this list prior to completing the below certification. **Failure to complete the certification will render a Vendor's/Bidder's proposal non-responsive.** If the Director of the Division of Purchase and Property finds a person or entity to be in violation of the 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 party.

CHECK THE APPROPRIATE BOX

A. I certify, pursuant to Public Law 2012, c. 25, that neither the Vendor/Bidder listed above nor any of its parents, subsidiaries, or affiliates is listed on the N.J. Department of the Treasury's list of entities determined to be engaged in prohibited activities in Iran pursuant to P.L. 2012, c. 25 ("Chapter 25 List"). Disregard Part 2 and complete and sign the Certification below.

OR

B. I am unable to certify as above because the Vendor/Bidder and/or one or more of its parents, subsidiaries, or affiliates is listed on the Department's Chapter 25 list. I will provide a detailed, accurate and precise description of the activities in Part 2 below and sign and complete the Certification below. Failure to provide such information will result in the proposal being rendered as nonresponsive and appropriate penalties, fines and/or sanctions will be assessed as provided by law.

PART 2

PLEASE PROVIDE ADDITIONAL INFORMATION RELATED TO INVESTMENT ACTIVITIES IN IRAN

If you checked Box "B" above, provide a detailed, accurate and precise description of the activities of the Vendor/Bidder, or one of its parents, subsidiaries or affiliates, engaged in the investment activities in Iran by completing the boxes below.

ENTITY NAME: _____
RELATIONSHIP TO VENDOR/BIDDER: _____
DESCRIPTION OF ACTIVITIES: _____
DURATION OF ENGAGEMENT: _____
ANTICIPATED CESSATION DATE: _____
VENDOR/BIDDER CONTACT NAME: _____
VENDOR/BIDDER CONTACT PHONE No.: _____

Attach Additional Sheets If Necessary.

CERTIFICATION

I, the undersigned, certify that I am authorized to execute this certification on behalf of the Vendor/Bidder, that the foregoing information and any attachments hereto, to the best of my knowledge are true and complete. I acknowledge that the State of New Jersey is relying on the information contained herein, and that the Vendor/Bidder is under a continuing obligation from the date of this certification through the completion of any contract(s) with the State to notify the State 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. If I do so, I will be subject to criminal prosecution under the law, and it will constitute a material breach of my agreement(s) with the State, permitting the State to declare any contract(s) resulting from this certification void and unenforceable.

Kevin P. McManimon
Signature

2/8/21
Date

Kevin P. McManimon, Member
Print Name and Title

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: McManimon, Scotland & Baumann, LLC

Organization Address: 75 Livingston Avenue, Second Floor, Roseland, NJ 07068

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
Glenn F. Scotland	49 Forest Avenue West Orange, NJ 07052
Joseph P. Baumann, Jr.	5 Delano Court Morristown, NJ 07960

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 East Orange Parking Authority 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 Authority to notify the Authority 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, permitting the Authority to declare any contract(s) resulting from this certification void and unenforceable.

Full Name (Print):	Kevin P. McManimon	Title:	Member
Signature:		Date:	2/8/21

References



GENERAL/SPECIAL COUNSEL REFERENCES

Mary Ameen, Executive Director
North Jersey Transportation Planning Authority
One Newark Center, 17th Floor
Newark, NJ 07102
Telephone: (973) 639-8401

Maureen Ruane, Business Administrator
Township of Edison
100 Municipal Boulevard
Edison, NJ 08817
Telephone: (732) 248-7298

Guy Donatelli, Executive Director
Old Bridge Municipal Utilities Authority
71 Boulevard West
Cliffwood Beach, NJ 07735
Telephone: (732) 566-2534

Norman M. Guerra, Chief Executive Officer
Hudson County Improvement Authority
830 Bergen Avenue, 9th Floor
Jersey City, NJ 07306
Telephone: (201) 324-6222 ext. 3221

Tony Perez, Executive Director
Parking Authority of the City of Paterson
125 Broadway, #100
Paterson, NJ 07505
Telephone: (973) 977-3999

Diana H. Jeffrey, Executive Director
Jersey City Redevelopment Agency
66 York Street, 3rd Floor
Jersey City, NJ 07302
Telephone: (201) 761-0821

Cost Proposal

A G R E E M E N T

THIS AGREEMENT, made as of this ___ day of _____, 20___, between the EAST ORANGE PARKING AUTHORITY, a public body corporate and politic of the State of New Jersey, herein designated as the "Authority," party of the first part, and McMANIMON, SCOTLAND & BAUMANN, LLC, Attorneys-at-Law with offices at 75 Livingston Avenue, 2nd Floor, Roseland, New Jersey 07068, hereinafter designated as "Counsel," party of the second part:

WITNESSETH:

A. GENERAL SERVICES

1. The Authority desires to engage Counsel for specialized legal services in connection with the operation of a parking authority (the "System").

2. Counsel, in consideration of the making and the signing of the within Agreement, agrees to render the following services:

a. Counsel will assist the Authority in complying with laws relating to its operation under the Parking Authority Law, N.J.S.A. 40:11A-1 *et seq.* (the "Act"). This includes preparation and/or review of Authority by-laws and legal review of the procedures relating to the preparation and filing of the Authority's annual budget.

b. Counsel will assist the Authority in securing working capital for various projects and grants/loans from various State of New Jersey and Federal agencies to finance certain projects. If the approval of the Local Finance Board is necessary, Counsel will draft the application and represent the Authority at the hearing to secure such approval.

c. Counsel will assist the Authority in analyzing the method for satisfying its staffing needs, including assisting the Authority in negotiating the terms of any employee contracts.

d. Counsel will prepare and/or negotiate contracts with other employees and independent contractors of the Authority that are necessary for the Authority's business.

e. Counsel will assist the Authority in other operational duties, such as a determination of billing and collection functions and other operational matters.

f. Counsel will work with the Authority to determine appropriate monitoring and policing needs of the System to maintain the quality of the System.

g. Counsel will work with the Authority and the Authority's consultants in determining appropriate rate structures for the parking services provided by the Authority.

h. Counsel will work with the Authority to determine the maintenance needs of the System (i.e. cleaning, repairs, etc.) and draft the appropriate request for bids and contracts involved for these services.

i. Counsel will attend Authority meetings and provide advice regarding compliance with the Act and the Open Public Meetings Act and, to the extent adopted by the Authority, ensure that all meetings are conducted in accordance with Robert's Rules of Order.

j. Counsel will assist the Authority in the acquisition of property from the City of East Orange and/or any other private or public property owners, and in the use or disposal, by lease or otherwise, of property owned by the Authority.

3. The Authority will make payment to Counsel for Counsel's attendance at monthly meetings, and for telephone conferences and routine correspondence related thereto, in the amount of \$600.00 per month. In the event that Counsel's presence is required at any special meeting(s) in addition to the Authority's regular monthly meeting, the Authority will make payment to Counsel for Counsel's attendance at such meeting(s), and for telephone conferences and routine correspondence related thereto, in the amount of \$600 per additional meeting. In addition to the monthly fees described herein, Counsel will be reimbursed for all out-of-pocket expenses, including travel, photocopying, courier, telecopying and telephone expenses.

4. For services rendered by Counsel beyond those described in Section A3, the Authority will make payment to Counsel at the blended hourly rates set forth in the following schedule:

a. Counsel Services

Attorneys	\$215.00
Paralegals	\$155.00

b. In the event that Counsel is required to represent the Authority in litigation matters:

Attorneys	\$245.00
Paralegals	\$175.00

c. Services rendered to the Client the cost of which is reimbursed by a developer through a developer-funded escrow account, or reimbursed by the City

which, in turn, is reimbursed through an escrow account funded by a developer with the City, shall be billed at the blended hourly rate of \$305 for attorneys and \$150 for legal assistants.

d. In addition to the hourly time charges described above, Counsel will be reimbursed for all out-of-pocket expenses. These include travel, photocopying, courier, telecopying and telephone expenses.

B. TERM

This Agreement shall be in full force and effect for one year from the date hereof or until a new contract is executed for such services. Notwithstanding anything contained herein to the contrary, this Agreement shall be in full force and effect until such time as either party gives written notice to the other of termination.

C. MISCELLANEOUS

1. Counsel and the Authority hereby incorporate into this contract the mandatory language of N.J.A.C. 17:27-3.4(a) and the mandatory language of N.J.A.C. 17:27-5.3 promulgated pursuant to N.J.S.A. 10:5-31 to 38 (P.L. 1975, c. 127, as amended and supplemented from time to time), and Counsel agrees to comply fully with the terms, the provisions and the conditions of N.J.A.C. 17:27-3.4(a) and N.J.A.C. 17:27-5.3, provided that N.J.A.C. 17:27-3.4(a) shall be applied subject to the terms of N.J.A.C. 17:27-3.4(d).

IN WITNESS WHEREOF, the EAST ORANGE PARKING AUTHORITY has caused this Agreement to be duly executed by a proper officer, and Counsel has caused this Agreement to be duly executed by the proper party as of the day and year first above written.

EAST ORANGE PARKING AUTHORITY

By: _____

McMANIMON, SCOTLAND & BAUMANN, LLC

By: _____
Kevin P. McManimon